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Form 990-PF

## 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. By law, the IRS cannot redact the information on the form.
- Information about Form 990-PF and its instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

2013

Open to Public  
Inspection

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

Name of foundation CAROL W & MYRON J ROTHSCHILD FUND C/O REGIONS BANK		A Employer identification number 63-6050756
Number and street (or P O box number if mail is not delivered to street address) PO BOX 2450		B Telephone number (see instructions) (334) 230-6100
City or town, state or province, country, and ZIP or foreign postal code MONTGOMERY, AL 36102		
<b>G</b> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>C</b> If exemption application is pending, check here <input type="checkbox"/> <input checked="" type="checkbox"/>
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>D</b> 1. Foreign organizations, check here <input type="checkbox"/> <input checked="" type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> <input checked="" type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$</b> 5,916,160		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> <input checked="" type="checkbox"/>
<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis.)</i>		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> <input checked="" type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> (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)
<b>Revenue</b>	1 Contributions, gifts, grants, etc, received (attach schedule)				
	2 Check <input type="checkbox"/> <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	41,828	41,828		
	4 Dividends and interest from securities. . . . .	106,358	106,358		
	5a Gross rents . . . . .				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	682,482			
	b Gross sales price for all assets on line 6a 1,576,552				
	7 Capital gain net income (from Part IV, line 2) . . . . .		682,482		
	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) . . . . .				
	<b>12 Total.</b> Add lines 1 through 11 . . . . .	830,668	830,668		
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc	29,199	29,199		
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .				
	b Accounting fees (attach schedule) . . . . .	1,435		1,435	
	c Other professional fees (attach schedule) . . . . .				
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions)	4,300			
	19 Depreciation (attach schedule) and depletion . . . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .				
	<b>24 Total operating and administrative expenses.</b>				
	Add lines 13 through 23 . . . . .	34,934	29,199		1,435
	25 Contributions, gifts, grants paid. . . . .	275,246			275,246
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	310,180	29,199		276,681
	<b>27 Subtract line 26 from line 12</b>				
	<b>a Excess of revenue over expenses and disbursements</b>	520,488			
	<b>b Net investment income</b> (if negative, enter -0-) . . . . .		801,469		
	<b>c Adjusted net income</b> (if negative, enter -0-) . . . . .				

	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing . . . . .		216,613	262,471	262,471
	2 Savings and temporary cash investments . . . . .				
	3 Accounts receivable ►				
	Less allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable . . . . .				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .				
	7 Other notes and loans receivable (attach schedule) ►				
	Less allowance for doubtful accounts ►				
	8 Inventories for sale or use . . . . .				
	9 Prepaid expenses and deferred charges . . . . .				
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule) . . . . .	1,016,982	1,485,589	4,132,273	
	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) . . . . .	1,283,549	1,478,399	1,519,533	
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	15 Other assets (describe ►) . . . . .	530	1,883	1,883	
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		2,517,674	3,228,342	5,916,160
Liabilities	17 Accounts payable and accrued expenses . . . . .				
	18 Grants payable . . . . .				
	19 Deferred revenue . . . . .				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule) . . . . .				
	22 Other liabilities (describe ►) . . . . .				
	23 Total liabilities (add lines 17 through 22) . . . . .		0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted . . . . .				
	25 Temporarily restricted . . . . .				
	26 Permanently restricted . . . . .				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds . . . . .		2,517,674	3,228,342	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances (see page 17 of the instructions) . . . . .		2,517,674	3,228,342	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .		2,517,674	3,228,342	

## 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	2,517,674
2	Enter amount from Part I, line 27a . . . . .	2	520,488
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3 . . . . .	4	3,038,162
5	Decreases not included in line 2 (itemize) ►	5	-190,180
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,228,342

**Part IV Capital Gains and Losses for Tax on Investment Income**

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
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1a See Additional Data Table

b

c

d

e

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
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a See Additional Data Table

b

c

d

e

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

<b>(i)</b> FMV as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
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a See Additional Data Table

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	682,482
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	-2,589

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes  No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

<b>(a)</b> Base period years Calendar year (or tax year beginning in)	<b>(b)</b> Adjusted qualifying distributions	<b>(c)</b> Net value of noncharitable-use assets	<b>(d)</b> Distribution ratio (col (b) divided by col (c))
2012	249,756	5,601,286	0 044589
2011	243,518	5,259,825	0 046298
2010	214,568	4,717,680	0 045482
2009	257,271	4,345,577	0 059203
2008	256,596	5,332,515	0 048119

2 Total of line 1, column (d).	2	0 243691
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 048738
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	5,802,579
5 Multiply line 4 by line 3.	5	282,806
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	8,015
7 Add lines 5 and 6.	7	290,821
8 Enter qualifying distributions from Part XII, line 4.	8	276,681

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
b	Date of ruling or determination letter _____ <b>(attach copy of letter if necessary—see instructions)</b>	1	16,029
c	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	2	
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)	3	16,029
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	4	
3	Add lines 1 and 2. . . . .	5	16,029
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .		
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .		
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	3,810
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	3,810
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9	12,219
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10	
11	Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .	<input type="checkbox"/> Yes	<input type="checkbox"/> No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .	<input type="checkbox"/> Yes	<input type="checkbox"/> No
	<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		
1c	Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<input type="checkbox"/> Yes	<input type="checkbox"/> No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year		
	(1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .	<input type="checkbox"/> Yes	<input type="checkbox"/> No
	<i>If "Yes," attach a detailed description of the activities.</i>		
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	<input type="checkbox"/> Yes	<input type="checkbox"/> No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	<input type="checkbox"/> Yes	<input type="checkbox"/> No
b	If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	<input type="checkbox"/> Yes	<input type="checkbox"/> No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .	<input type="checkbox"/> Yes	<input type="checkbox"/> No
	<i>If "Yes," attach the statement required by General Instruction T.</i>		
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? . . . . .	<input type="checkbox"/> Yes	
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.	<input type="checkbox"/> Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)		
	<input type="checkbox"/> 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 .	<input type="checkbox"/> Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)?		
	<i>If "Yes," complete Part XIV</i>	<input type="checkbox"/> Yes	
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		
		<input type="checkbox"/> Yes	<input type="checkbox"/> No

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). . . . .	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) . . . . .	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . .	13	Yes	

Website address ► NONE

14	The books are in care of ► <u>REGIONS BANK TRUST DEPARTMENT</u> Telephone no ► <u>(334) 230-6100</u> Located at ► <u>201 MONROE ST 4TH FLOOR MONTGOMERY AL</u> ZIP +4 ► <u>36104</u>
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15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ► <b>15</b> and enter the amount of tax-exempt interest received or accrued during the year . . . . . ►
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16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . .	16	Yes	No
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See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ►

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

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? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(6) Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? . . . . .			1b
c	Organizations relying on a current notice regarding disaster assistance check here. . . . . ►			1c
2	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? . . . . .			
a	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	If "Yes," list the years ► <u>20____, 20____, 20____, 20____</u>			
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions) . . . . .			2b
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ► <u>20____, 20____, 20____, 20____</u>			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
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
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

**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))? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions). . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)? . . . . . Organizations relying on a current notice regarding disaster assistance check here. . . . . <input type="checkbox"/> Yes	5b	
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . . <input type="checkbox"/> Yes <input type="checkbox"/> No <i>If "Yes," attach the statement required by Regulations section 53.4945-5(d).</i>		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . . <i>If "Yes" to 6b, file Form 8870.</i>		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .		

**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 <b>(If not paid, enter -0-)</b>	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
REGIONS BANK TRUST DEPARTMENT 201 MONROE STREET 4TH FLOOR MONTGOMERY, AL 36104	TRUSTEE 5 00	29,199	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				
<b>Total number of other employees paid over \$50,000.</b>				

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. . . . .		►

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3 . . . . .	►

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes	
a	Average monthly fair market value of securities. . . . .	<b>1a</b> 5,587,279
b	Average of monthly cash balances. . . . .	<b>1b</b> 303,664
c	Fair market value of all other assets (see instructions). . . . .	<b>1c</b> 0
d	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b> 5,890,943
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	<b>1e</b>
2	Acquisition indebtedness applicable to line 1 assets. . . . .	<b>2</b>
3	Subtract line 2 from line 1d. . . . .	<b>3</b> 5,890,943
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b> 88,364
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b> 5,802,579
6	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b> 290,129

**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. . . . .	<b>1</b> 290,129
2a	Tax on investment income for 2013 from Part VI, line 5. . . . .	<b>2a</b> 16,029
b	Income tax for 2013 (This does not include the tax from Part VI ). . . . .	<b>2b</b>
c	Add lines 2a and 2b. . . . .	<b>2c</b> 16,029
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	<b>3</b> 274,100
4	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>
5	Add lines 3 and 4. . . . .	<b>5</b> 274,100
6	Deduction from distributable amount (see instructions). . . . .	<b>6</b>
7	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	<b>7</b> 274,100

**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. . . . .	<b>1a</b> 276,681
b	Program-related investments—total from Part IX-B. . . . .	<b>1b</b>
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	<b>2</b>
3	Amounts set aside for specific charitable projects that satisfy the	
a	Suitability test (prior IRS approval required). . . . .	<b>3a</b>
b	Cash distribution test (attach the required schedule). . . . .	<b>3b</b>
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b> 276,681
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). . . . .	<b>5</b>
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	<b>6</b> 276,681

**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
<b>1</b> Distributable amount for 2013 from Part XI, line 7				274,100
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only. . . . .			274,578	
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2013				
<b>a</b> From 2008. . . . .				
<b>b</b> From 2009. . . . .				
<b>c</b> From 2010. . . . .				
<b>d</b> From 2011. . . . .				
<b>e</b> From 2012. . . . .				
<b>f Total</b> of lines 3a through e. . . . .				
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4 ► \$ _____ 276,681				
<b>a</b> Applied to 2012, but not more than line 2a			274,578	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .				
<b>d</b> Applied to 2013 distributable amount. . . . .			2,103	
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)				
<b>6</b> <b>Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
<b>c</b> 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. . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
<b>e</b> Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
<b>f</b> Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .				271,997
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .				
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . . . .				
<b>9</b> <b>Excess distributions carryover to 2014.</b> Subtract lines 7 and 8 from line 6a . . . . .				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2009. . . . .				
<b>b</b> Excess from 2010. . . . .				
<b>c</b> Excess from 2011. . . . .				
<b>d</b> Excess from 2012. . . . .				
<b>e</b> Excess from 2013. . . . .				

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)

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

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

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) )

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

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

Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

b The form in which applications should be submitted and information and materials they should include

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

**Part XV Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b> See Additional Data Table				
<b>Total</b> . . . . .			► 3a	275,246
<b>b Approved for future payment</b>				
<b>Total</b> . . . . .			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b> Program service revenue						
<b>a</b>						
<b>b</b>						
<b>c</b>						
<b>d</b>						
<b>e</b>						
<b>f</b>						
<b>g</b> Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments. . . . .						
<b>3</b> Interest on savings and temporary cash investments . . . . .						
<b>4</b> Dividends and interest from securities. . . . .				14	41,828	
<b>5</b> Net rental income or (loss) from real estate				14	106,358	
<b>a</b> Debt-financed property. . . . .						
<b>b</b> Not debt-financed property. . . . .						
<b>6</b> Net rental income or (loss) from personal property. . . . .						
<b>7</b> Other investment income. . . . .						
<b>8</b> Gain or (loss) from sales of assets other than inventory . . . . .				18	682,482	
<b>9</b> Net income or (loss) from special events						
<b>10</b> Gross profit or (loss) from sales of inventory. . .						
<b>11</b> Other revenue <b>a</b> _____						
<b>b</b> _____						
<b>c</b> _____						
<b>d</b> _____						
<b>e</b> _____						
<b>12</b> Subtotal Add columns (b), (d), and (e). . .					830,668	
<b>13</b> <b>Total.</b> Add line 12, columns (b), (d), and (e). . .						830,668

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

**Part XVII** **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

**a Transfers from the reporting foundation to a noncharitable exempt organization or**

(2) Other assets. . . . . 1a(2)

## **b** Other transactions

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

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

**b** If "Yes," complete the following schedule

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

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

\* \* \* \* \*

2014-04-29

\* \* \* \* \*

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

<b>Paid Preparer Use Only</b>	RHONDA L SIBLEY CPA		2014-05-06	employed <input checked="" type="checkbox"/>	P00144818
	Firm's name ► ALDRIDGE BORDEN & COMPANY PC			Firm's EIN <input type="checkbox"/>	
	Firm's address ► 74 COMMERCE STREET MONTGOMERY, AL 36104			Phone no (334) 834-6640	

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(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.)
UNITED STATES TREASURY DTD 11/30/2011	P	2012-12-11	2013-01-07
CHEVRON CORP CALLABLE DTD 12/05/2012	P	2012-11-28	2013-09-13
DIRECTV HOLDGS/FING DTD 03/11/2010 3	P	2013-01-08	2013-02-06
FEDERAL HOME LOAN MTG CORP POOL G05	P	2012-07-09	2013-10-15
FEDERAL HOME LOAN MTGE CORP POOL A9	P	2012-06-11	2013-01-15
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-04-05	2013-02-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-05-10	2013-05-28
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-01-07	2013-09-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-12-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-03-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-06-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-01-07	2013-10-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-01-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-04-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-09	2013-07-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-08	2013-10-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-05-10	2013-07-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-02-07	2013-04-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-03-06	2013-10-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-07-11	2013-08-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-11-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-07-08	2013-09-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-05-07	2013-12-26
INTERNATIONAL BUSINESS MACHINES DTD	P	2013-01-07	2013-06-06
ONTARIO (PROVINCE OF) DTD 01/27/2011	P	2013-01-07	2013-06-06
UNITED STATES TREASURY 6 25% 08/15/2	P	2013-01-07	2013-05-06
UNITED STATES TREASURY DTD 11/30/2011	P	2012-12-18	2013-09-03
3M CO	P	2008-07-14	2013-11-22
CHEVRON CORP CALLABLE DTD 12/05/2012	P	2012-11-29	2013-09-13
DIRECTV HOLDGS/FING DTD 03/11/2010 3	P	2010-09-15	2013-07-08

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FEDERAL HOME LOAN MTG CORP POOL G05	P	2012-07-09	2013-11-15
FEDERAL HOME LOAN MTGE CORP POOL A9	P	2012-06-11	2013-02-15
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-04-05	2013-03-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-05-10	2013-06-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-01-07	2013-10-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-09	2013-01-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-04-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-07-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-01-07	2013-11-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-02-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-05-28
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-09	2013-08-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-08	2013-11-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-08	2013-07-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-02-07	2013-05-28
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-03-06	2013-11-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-07-11	2013-09-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-12-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-07-08	2013-10-25
GENERAL ELECTRIC CAPITAL CORP DTD 01	P	2013-01-07	2013-05-06
INTERNATIONAL BUSINESS MACHINES DTD	P	2012-02-02	2013-09-09
ONTARIO (PROVINCE OF) DTD 01/27/2011	P	2011-01-31	2013-07-08
UNITED STATES TREASURY DTD 11/30/2011	P	2012-12-11	2013-01-29
UNITED STATES TREASURY DTD 11/30/2011	P	2013-11-22	2013-12-05
AFLAC INC DTD 5/21/09 8 5% 05/15/2011	P	2011-06-15	2013-09-09
CHEVRON CORP CALLABLE DTD 12/05/2012	P	2013-01-07	2013-09-13
DUKE ENERGY CORPORATION DTD 11/17/2011	P	2013-01-07	2013-02-07
FEDERAL HOME LOAN MTG CORP POOL G05	P	2012-07-09	2013-12-16
FEDERAL HOME LOAN MTGE CORP POOL A9	P	2012-06-11	2013-03-15
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-04-05	2013-04-25

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(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.)
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-05-10	2013-07-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-01-07	2013-11-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-09	2013-02-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-05-28
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-08-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-01-07	2013-12-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-03-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-06-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-09	2013-09-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-08	2013-12-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-05-10	2013-08-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-02-07	2013-06-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-03-06	2013-12-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-07-11	2013-10-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-11-04	2013-01-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-07-08	2013-11-25
GENERAL ELECTRIC CAPITAL CORP DTD 01	P	2011-05-06	2013-11-21
JC PENNEY CO INC	P	1999-12-29	2013-11-22
ORACLE CORPORATION DTD 04/09/08 5 75	P	2013-01-07	2013-02-06
UNITED STATES TREASURY DTD 11/30/201	P	2012-12-18	2013-03-01
UNITED STATES TREASURY INFLATION IND	P	2013-01-07	2013-03-06
AMERICAN EAGLE OUTFITTERS INC	P	2012-12-18	2013-11-22
CISCO SYSTEMS INC CALLABLE 5 5% 02/2	P	2013-01-07	2013-07-08
DUKE ENERGY CORPORATION DTD 11/17/20	P	2011-11-14	2013-08-06
FEDERAL HOME LOAN MTG CORP POOL G05	P	2012-03-06	2013-01-15
FEDERAL HOME LOAN MTGE CORP POOL A9	P	2012-06-11	2013-04-15
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-04-05	2013-05-28
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-05-10	2013-08-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-01-07	2013-12-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-09	2013-03-25

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FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-06-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-09-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-05-07	2013-01-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-04-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-07-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-09	2013-10-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-05-10	2013-01-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-08	2013-08-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-02-07	2013-07-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-01-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-07-11	2013-11-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-11-04	2013-02-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-07-08	2013-12-26
GENERAL ELECTRIC CAPITAL CORP DTD 01	P	2011-05-10	2013-11-21
JP MORGAN CHASE & CO DTD 04/23/09 6	P	2009-04-27	2013-10-04
PFIZER INC DTD 3/24/09 6 2% 03/15/20	P	2013-01-07	2013-08-06
UNITED STATES TREASURY DTD 11/30/201	P	2012-12-18	2013-03-04
UNITED STATES TREASURY INFLATION IND	P	2013-01-07	2013-05-06
AMERICAN EXPRESS CREDIT CORP SERIES	P	2013-01-07	2013-02-06
CITIGROUP INC DTD 06/15/2010 6% 12/1	P	2013-01-07	2013-02-07
FEDERAL HOME LOAN MTG CORP DTD 01/07	P	2013-01-07	2013-06-06
FEDERAL HOME LOAN MTG CORP POOL G05	P	2012-03-06	2013-02-15
FEDERAL HOME LOAN MTGE CORP POOL A9	P	2012-06-11	2013-05-15
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-04-05	2013-06-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-05-10	2013-09-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-01-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-09	2013-04-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-07-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-10-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-05-07	2013-02-25

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

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FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-05-28
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-08-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-09	2013-11-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-08	2013-01-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-05-10	2013-09-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-02-07	2013-08-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-02-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-07-11	2013-12-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-11-04	2013-03-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-05-07	2013-01-25
GENERAL ELECTRIC CAPITAL CORP DTD 02	P	2011-02-09	2013-10-04
KRAFT FOODS INC DTD 12/04/2012 1 625	P	2013-01-31	2013-09-09
PRUDENTIAL FINANCIAL DTD 11/18/2010	P	2013-01-07	2013-02-06
UNITED STATES TREASURY DTD 11/30/2011	P	2012-12-18	2013-03-11
UNITED STATES TREASURY N/B DTD 11/15	P	2012-09-12	2013-03-06
AMERICAN EXPRESS CREDIT CORP SERIES	P	2011-08-22	2013-08-06
CITIGROUP INC DTD 06/15/2010 6% 12/1	P	2013-01-07	2013-04-24
FEDERAL HOME LOAN MTG CORP DTD 01/07	P	2013-01-07	2013-07-08
FEDERAL HOME LOAN MTG CORP POOL G05	P	2012-03-06	2013-03-15
FEDERAL HOME LOAN MTGE CORP POOL A9	P	2012-06-11	2013-06-17
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-04-05	2013-07-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-05-10	2013-10-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-02-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-09	2013-05-28
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-08-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-11-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-05-07	2013-03-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-06-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-09-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-09	2013-12-26

## Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-05-10	2013-02-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-08	2013-09-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-02-07	2013-09-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-03-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-01-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-11-04	2013-04-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-05-07	2013-02-25
GOLDMAN SACHS GROUP INC DTD 2/5/09 7	P	2010-05-20	2013-08-06
LEGGETT & PLATT INC	P	2010-09-08	2013-11-22
ROYAL BANK OF CANADA DTD 09/19/2012	P	2013-01-08	2013-07-08
UNITED STATES TREASURY DTD 11/30/201	P	2012-12-18	2013-03-26
UNITED STATES TREASURY N/B DTD 11/15	P	2012-09-12	2013-05-06
ANHEUSER-BUSCH INBEV WOR DTD 01/27/2	P	2011-01-28	2013-07-08
CITIGROUP INC DTD 06/15/2010 6% 12/1	P	2010-12-13	2013-04-24
FEDERAL HOME LOAN MTG CORP POOL G05	P	2012-07-09	2013-01-15
FEDERAL HOME LOAN MTG CORP POOL G05	P	2012-03-06	2013-04-15
FEDERAL HOME LOAN MTGE CORP POOL A9	P	2012-06-11	2013-07-15
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-04-05	2013-08-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-05-10	2013-11-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-03-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-09	2013-06-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-09-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-12-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-05-07	2013-04-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-07-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-10-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-08	2013-01-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-08	2013-02-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-05-10	2013-10-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-02-07	2013-10-25

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(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.)
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-04-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-02-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-11-04	2013-05-28
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-05-07	2013-03-25
GOLDMAN SACHS GROUP INC DTD 5/6/09 6	P	2013-01-07	2013-07-08
MEADWESTVACO CORPORATION	P	2010-08-24	2013-11-22
ROYAL BANK OF CANADA DTD 09/19/2012	P	2012-09-17	2013-09-09
UNITED STATES TREASURY DTD 11/30/201	P	2012-12-18	2013-05-01
UNITED STATES TREASURY N/B DTD 11/15	P	2012-09-12	2013-10-04
AT&T INC DTD 05/13/08 5 6% 05/15/201	P	2013-01-07	2013-03-06
CITIGROUP INC DTD 06/15/2010 6% 12/1	P	2010-12-13	2013-04-25
FEDERAL HOME LOAN MTG CORP POOL G05	P	2012-07-09	2013-02-15
FEDERAL HOME LOAN MTG CORP POOL G05	P	2012-03-06	2013-05-15
FEDERAL HOME LOAN MTGE CORP POOL A9	P	2012-06-11	2013-08-15
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-04-05	2013-09-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-05-10	2013-12-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-04-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-09	2013-07-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-10-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-01-07	2013-02-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-05-07	2013-05-28
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-08-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-11-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-08	2013-02-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-05-10	2013-03-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-08	2013-10-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-02-07	2013-11-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-05-28
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-03-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-11-04	2013-06-25

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FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-05-07	2013-04-25
HESS CORPORATION DTD 2/3/09 8 125% 0	P	2013-01-07	2013-05-06
MERRILL LYNCH & CO 6 11% 01/29/2037	P	2010-04-19	2013-03-06
SUNTRUST BKS INC DTD 11/01/2011 3 5%	P	2011-10-28	2013-06-06
UNITED STATES TREASURY DTD 11/30/201	P	2012-12-18	2013-05-15
VERIZON COMMUNICATIONS DTD 09/18/201	P	2013-09-11	2013-10-04
BARCLAYS BANK PLC DTD 04/07/2010 3 9	P	2010-03-31	2013-07-08
COCA COLA CO	P	1999-12-29	2013-11-22
FEDERAL HOME LOAN MTG CORP POOL G05	P	2012-07-09	2013-03-15
FEDERAL HOME LOAN MTG CORP POOL G05	P	2012-03-06	2013-06-17
FEDERAL HOME LOAN MTGE CORP POOL A9	P	2012-06-11	2013-09-16
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-04-05	2013-10-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-01-07	2013-02-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-05-28
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-09	2013-08-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-11-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-01-07	2013-03-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-05-07	2013-06-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-09-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-12-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-08	2013-03-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-08	2013-03-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-05-10	2013-11-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-02-07	2013-12-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-06-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-04-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-11-04	2013-07-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-05-07	2013-05-28
HEWLETT-PACKARD CO DTD 12/02/2010 2	P	2013-01-07	2013-09-09
MERRILL LYNCH & CO INC SERIES MTN D	P	2013-01-07	2013-02-06

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TALISMAN ENERGY INC DTD 6/1/09 7 75%	P	2013-01-09	2013-03-06
UNITED STATES TREASURY DTD 11/30/201	P	2012-12-18	2013-05-16
VERIZON COMMUNICATIONS DTD 09/18/201	P	2013-09-11	2013-10-10
BAXTER INTERNATIONAL INC	P	2012-12-18	2013-11-22
COMCAST CORP DTD 06/18/09 5 7% 07/01	P	2013-01-07	2013-02-06
FEDERAL HOME LOAN MTG CORP POOL G05	P	2012-07-09	2013-04-15
FEDERAL HOME LOAN MTG CORP POOL G05	P	2012-03-06	2013-07-15
FEDERAL HOME LOAN MTGE CORP POOL A9	P	2012-06-11	2013-10-15
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-04-05	2013-11-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-01-07	2013-03-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-06-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-09	2013-09-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-12-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-01-07	2013-04-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-05-07	2013-07-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-10-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-09	2013-01-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-08	2013-04-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-05-10	2013-04-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-08	2013-11-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-03-06	2013-04-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-07-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-05-28
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-11-04	2013-08-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-05-07	2013-06-25
HJ HEINZ CO	P	2012-12-18	2013-06-10
MERRILL LYNCH & CO INC SERIES MTN D	P	2009-07-23	2013-10-04
TARGET CORP CALLABLE 5 375% 05/01/20	P	2013-01-07	2013-06-06
UNITED STATES TREASURY DTD 11/30/201	P	2013-05-06	2013-06-06
VERIZON COMMUNICATIONS DTD 09/18/201	P	2013-09-11	2013-10-10

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(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.)
BHP BILLITON FIN USA LTD DTD 02/24/2	P	2013-01-07	2013-06-06
CONAGRA FOODS INC	P	2008-07-14	2013-11-22
FEDERAL HOME LOAN MTG CORP POOL G05	P	2012-07-09	2013-05-15
FEDERAL HOME LOAN MTG CORP POOL G05	P	2012-03-06	2013-08-15
FEDERAL HOME LOAN MTGE CORP POOL A9	P	2012-06-11	2013-11-15
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-04-05	2013-12-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-01-07	2013-04-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-07-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-09	2013-10-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-01-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-01-07	2013-05-28
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-05-07	2013-08-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-11-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-09	2013-02-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-08	2013-05-28
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-08	2013-04-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-05-10	2013-12-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-03-06	2013-05-28
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-08-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-06-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-11-04	2013-09-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-05-07	2013-07-25
ILLINOIS TOOL WORKS INC	P	2008-07-14	2013-11-22
MONDELEZ INTERNATIONAL DTD 02/08/201	P	2013-01-07	2013-05-06
TEVA PHARMA FIN IV LLC DTD 11/10/201	P	2011-11-07	2013-01-07
UNITED STATES TREASURY DTD 11/30/201	P	2013-05-06	2013-06-18
VERIZON COMMUNICATIONS DTD 09/18/201	P	2013-09-11	2013-10-10
BHP BILLITON FIN USA LTD DTD 02/24/2	P	2012-02-22	2013-08-06
CREDIT SUISSE NEW YORK DTD 5/4/09 5	P	2013-01-07	2013-03-06
FEDERAL HOME LOAN MTG CORP POOL G05	P	2012-07-09	2013-06-17

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FEDERAL HOME LOAN MTG CORP POOL G05	P	2012-03-06	2013-09-16
FEDERAL HOME LOAN MTGE CORP POOL A9	P	2012-06-11	2013-12-16
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-05-10	2013-01-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-01-07	2013-05-28
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-08-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-09	2013-11-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-02-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-01-07	2013-06-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-05-07	2013-09-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-12-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-09	2013-03-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-08	2013-06-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-05-10	2013-05-28
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-08	2013-12-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-03-06	2013-06-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-09-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-07-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-11-04	2013-10-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-05-07	2013-08-26
INTERNATIONAL BUSINESS MACHINES	P	1967-12-20	2013-11-22
MORGAN STANLEY DTD 11/20/2009 4 2% 1	P	2013-01-07	2013-02-06
TEVA PHARMA FIN IV LLC DTD 11/10/201	P	2011-11-08	2013-01-07
UNITED STATES TREASURY DTD 11/30/201	P	2012-12-18	2013-06-24
WACHOVIA CORP DTD 06/08/07 5 75% 06/	P	2013-01-07	2013-03-06
CA INC DTD 11/13/09 5 375% 12/01/201	P	2010-04-16	2013-09-09
CREDIT SUISSE NEW YORK DTD 5/4/09 5	P	2013-01-07	2013-08-06
FEDERAL HOME LOAN MTG CORP POOL G05	P	2012-07-09	2013-07-15
FEDERAL HOME LOAN MTG CORP POOL G05	P	2012-03-06	2013-10-15
FEDERAL NATIONAL MORTGAGE ASSN 5% 03	P	2013-01-07	2013-03-06
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-05-10	2013-02-25

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FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-01-07	2013-06-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-09-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-09	2013-12-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-03-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-01-07	2013-07-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-05-07	2013-10-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-01-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-09	2013-04-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-08	2013-07-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-08	2013-05-28
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-02-07	2013-01-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-03-06	2013-07-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-10-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-08-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-11-04	2013-11-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-05-07	2013-09-25
INTERNATIONAL BUSINESS MACHINES	P	1969-12-21	2013-11-22
MORGAN STANLEY DTD 11/20/2009 4.2% 1	P	2011-05-06	2013-08-06
TEVA PHARMA FIN IV LLC DTD 11/10/201	P	2011-11-09	2013-01-07
UNITED STATES TREASURY DTD 11/30/201	P	2013-02-06	2013-06-24
CATERPILLAR INC DTD 12/05/08 7.9% 12	P	2013-05-15	2013-09-09
CSX CORP DTD 3/27/08 6.25% 04/01/201	P	2010-05-10	2013-09-09
FEDERAL HOME LOAN MTG CORP POOL G05	P	2012-07-09	2013-08-15
FEDERAL HOME LOAN MTG CORP POOL G05	P	2012-03-06	2013-11-15
FEDERAL NATIONAL MORTGAGE ASSN 5% 03	P	2013-01-07	2013-07-08
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-05-10	2013-03-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-01-07	2013-07-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-10-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-01-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-04-25

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FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-01-07	2013-08-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-05-07	2013-11-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-02-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-09	2013-05-28
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-08	2013-08-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-05-10	2013-06-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-02-07	2013-02-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-03-06	2013-08-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-11-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-09-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-11-04	2013-12-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-05-07	2013-10-25
INTERNATIONAL BUSINESS MACHINES	P	1989-12-27	2013-11-22
MORGAN STANLEY SERIES MTN DTD 9/23/	P	2009-10-13	2013-08-06
TEVA PHARMA FIN IV LLC DTD 11/10/201	P	2011-11-09	2013-01-07
UNITED STATES TREASURY DTD 11/30/201	P	2013-05-06	2013-06-24
CHEVRON CORP CALLABLE DTD 12/05/2012	P	2012-11-29	2013-06-06
DIRECTV HOLDGS/FING DTD 03/10/2011 3	P	2013-05-16	2013-06-05
FEDERAL HOME LOAN MTG CORP POOL G05	P	2012-07-09	2013-09-16
FEDERAL HOME LOAN MTG CORP POOL G05	P	2012-03-06	2013-12-16
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-04-05	2013-01-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-05-10	2013-04-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-01-07	2013-08-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-11-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-02-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-05-28
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-01-07	2013-09-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-05-07	2013-12-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2008-11-10	2013-03-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-09	2013-06-25

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-08	2013-09-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2010-07-08	2013-06-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-02-07	2013-03-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-03-06	2013-09-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-12-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2011-08-09	2013-10-25
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2013-07-08	2013-08-26
FEDERAL NATIONAL MORTGAGE ASSN POOL	P	2012-05-07	2013-11-25
INTERNATIONAL BUSINESS MACHINES	P	1989-12-27	2013-11-22
NYSE EURONEXT	P	2011-03-10	2013-02-25
TOYOTA MOTOR CREDIT CORP SERIES MTN	P	2013-01-07	2013-05-06
UNITED STATES TREASURY DTD 11/30/201	P	2012-12-18	2013-07-11

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
95,623		95,796	-173
5,818		6,000	-182
1,049		1,053	-4
220		238	-18
273		293	-20
328		350	-22
75		80	-5
1,376		1,507	-131
68		69	-1
869		870	-1
524		565	-41
121		131	-10
883		884	-1
1,565		1,589	-24
96		103	-7
307		334	-27
54		58	-4
409		433	-24
92		97	-5
266		275	-9
177		185	-8
125		125	
80		84	-4
1,033		1,035	-2
1,007		1,007	
1,425		1,404	21
12,230		12,265	-35
7,157		3,798	3,359
5,818		6,032	-214
1,039		1,015	24

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
182		197	-15
215		230	-15
306		326	-20
77		82	-5
997		1,092	-95
557		601	-44
969		970	-1
520		561	-41
100		108	-8
688		689	-1
1,426		1,448	-22
97		103	-6
82		90	-8
114		124	-10
395		418	-23
95		100	-5
145		150	-5
182		191	-9
78		78	
1,204		1,203	1
1,024		1,024	
1,006		1,000	6
13,350		13,383	-33
270,548		270,624	-76
1,278		1,183	95
970		1,005	-35
1,038		1,037	1
165		179	-14
336		361	-25
305		325	-20

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
73		77	-4
1,206		1,322	-116
542		585	-43
1,077		1,078	-1
490		528	-38
82		89	-7
288		288	
1,725		1,751	-26
73		78	-5
84		91	-7
57		61	-4
448		473	-25
93		99	-6
118		122	-4
286		304	-18
89		88	1
3,350		3,106	244
2,664		506	2,158
1,209		1,216	-7
5,143		5,136	7
1,163		1,151	12
13,022		17,048	-4,026
1,114		1,123	-9
1,032		1,002	30
413		440	-27
176		189	-13
282		300	-18
71		75	-4
932		1,021	-89
530		572	-42

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
893		894	-1
407		439	-32
345		382	-37
404		405	-1
1,774		1,801	-27
97		103	-6
46		50	-4
120		130	-10
463		490	-27
681		706	-25
148		153	-5
355		378	-23
134		134	
8,932		8,242	690
1,173		994	179
1,210		1,244	-34
3,086		3,081	5
1,167		1,162	5
1,042		1,047	-5
1,043		1,044	-1
2,085		2,086	-1
372		397	-25
221		237	-16
314		334	-20
62		66	-4
173		175	-2
516		557	-41
855		856	-1
323		348	-25
326		360	-34

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
230		231	-1
1,993		2,023	-30
69		74	-5
98		106	-8
40		43	-3
203		215	-12
624		647	-23
96		99	-3
239		254	-15
313		328	-15
1,091		1,009	82
1,013		1,014	-1
1,115		1,124	-9
3,081		3,081	
1,085		1,089	-4
1,039		1,012	27
1,033		1,033	
1,040		1,041	-1
326		347	-21
303		325	-22
274		292	-18
51		54	-3
244		247	-3
529		571	-42
780		781	-1
252		272	-20
258		285	-27
243		243	
1,670		1,695	-25
65		69	-4

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
55		59	-4
84		91	-7
160		169	-9
500		518	-18
956		1,005	-49
231		246	-15
236		247	-11
1,209		1,064	145
21,856		15,337	6,519
972		1,002	-30
1,027		1,026	1
1,097		1,087	10
1,044		1,003	41
9,299		9,180	119
399		433	-34
347		370	-23
214		229	-15
254		270	-16
41		44	-3
283		287	-4
556		599	-43
656		657	-1
223		241	-18
297		328	-31
789		790	-1
1,644		1,669	-25
313		341	-28
117		126	-9
43		46	-3
62		66	-4

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
521		540	-19
669		702	-33
332		353	-21
214		224	-10
1,040		1,040	
22,021		11,907	10,114
975		1,001	-26
13,368		13,331	37
1,040		1,078	-38
1,191		1,198	-7
3,101		3,060	41
484		525	-41
319		340	-21
171		184	-13
156		166	-10
34		36	-2
143		144	-1
494		533	-39
549		550	-1
265		287	-22
275		304	-29
578		578	
1,663		1,688	-25
453		494	-41
46		50	-4
92		99	-7
50		53	-3
445		462	-17
477		501	-24
332		354	-22

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>
261		274	-13
1,299		1,314	-15
1,140		939	201
1,062		1,004	58
6,161		6,151	10
2,281		2,113	168
1,045		1,001	44
300,491		772	299,719
436		473	-37
306		326	-20
113		121	-8
85		90	-5
2,061		2,258	-197
235		238	-3
493		531	-38
543		544	-1
219		238	-19
274		303	-29
330		331	-1
891		905	-14
251		273	-22
98		106	-8
32		34	-2
90		95	-5
470		488	-18
457		480	-23
158		168	-10
189		198	-9
1,015		1,008	7
1,207		1,219	-12

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
1,277		1,299	-22
13,352		13,326	26
3,394		2,996	398
17,312		16,958	354
1,203		1,217	-14
382		414	-32
257		274	-17
80		86	-6
57		60	-3
1,829		2,004	-175
161		163	-2
396		428	-32
458		459	-1
234		254	-20
254		281	-27
210		210	
126		135	-9
455		496	-41
59		63	-4
68		73	-5
304		321	-17
422		438	-16
632		664	-32
199		211	-12
238		250	-12
20,663		17,114	3,549
1,182		996	186
1,152		1,160	-8
3,074		3,080	-6
2,263		2,106	157

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
1,007		1,006	1
20,806		13,618	7,188
341		369	-28
246		262	-16
110		118	-8
75		80	-5
1,737		1,903	-166
247		250	-3
305		329	-24
734		791	-57
225		245	-20
255		282	-27
302		302	
146		157	-11
375		409	-34
124		135	-11
27		29	-2
249		263	-14
388		402	-14
571		600	-29
122		129	-7
241		252	-11
8,701		5,073	3,628
1,087		1,084	3
7,161		6,991	170
4,097		4,105	-8
6,788		6,321	467
1,007		1,002	5
1,056		1,056	
379		410	-31

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
178		190	-12
88		95	-7
90		96	-6
1,693		1,855	-162
118		120	-2
285		308	-23
645		695	-50
221		240	-19
244		269	-25
325		325	
71		76	-5
502		547	-45
56		60	-4
57		62	-5
323		342	-19
258		267	-9
507		533	-26
124		131	-7
62		65	-3
138,155		10,129	128,026
1,046		1,045	1
3,069		3,003	66
19,360		19,456	-96
1,177		1,180	-3
1,097		1,023	74
1,036		1,036	
364		394	-30
116		124	-8
1,135		1,135	
73		77	-4

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
1,959		2,146	-187
177		179	-2
247		267	-20
567		612	-45
199		216	-17
171		190	-19
1,963		1,992	-29
77		82	-5
307		334	-27
119		129	-10
497		526	-29
287		303	-16
167		173	-6
396		416	-20
50		53	-3
92		96	-4
3,858		283	3,575
1,036		1,018	18
2,046		2,004	42
3,057		3,073	-16
1,264		1,314	-50
1,081		1,047	34
383		415	-32
96		102	-6
1,113		1,120	-7
64		68	-4
1,762		1,930	-168
212		214	-2
1,044		1,045	-1
626		675	-49

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
183		199	-16
167		185	-18
1,746		1,772	-26
121		129	-8
316		344	-28
53		57	-4
521		551	-30
206		218	-12
147		153	-6
427		448	-21
124		131	-7
84		88	-4
58,789		7,579	51,210
1,113		1,002	111
1,023		1,002	21
3,057		3,079	-22
989		1,006	-17
1,056		1,065	-9
293		318	-25
98		105	-7
344		367	-23
67		71	-4
1,840		2,016	-176
239		242	-3
973		974	-1
608		656	-48
165		178	-13
127		141	-14
2,431		2,467	-36
84		90	-6

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
235		256	-21
113		122	-9
342		362	-20
135		143	-8
169		175	-6
212		223	-11
117		117	
119		124	-5
193,270		24,916	168,354
18,414		16,540	1,874
1,079		1,085	-6
12,255		12,283	-28

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

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	
			-173
			-182
			-4
			-18
			-20
			-22
			-5
			-131
			-1
			-1
			-41
			-10
			-1
			-24
			-7
			-27
			-4
			-24
			-5
			-9
			-8
			-4
			-2
			21
			-35
			3,359
			-214
			24

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

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	
			-15
			-15
			-20
			-5
			-95
			-44
			-1
			-41
			-8
			-1
			-22
			-6
			-8
			-10
			-23
			-5
			-5
			-9
			1
			6
			-33
			-76
			95
			-35
			1
			-14
			-25
			-20

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

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	
			-4
			-116
			-43
			-1
			-38
			-7
			-26
			-5
			-7
			-4
			-25
			-6
			-4
			-18
			1
			244
			2,158
			-7
			7
			12
			-4,026
			-9
			30
			-27
			-13
			-18
			-4
			-89
			-42

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

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	
			-1
			-32
			-37
			-1
			-27
			-6
			-4
			-10
			-27
			-25
			-5
			-23
			690
			179
			-34
			5
			5
			-5
			-1
			-1
			-25
			-16
			-20
			-4
			-2
			-41
			-1
			-25
			-34

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

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	
			-1
			-30
			-5
			-8
			-3
			-12
			-23
			-3
			-15
			-15
			82
			-1
			-9
			-4
			27
			-1
			-21
			-22
			-18
			-3
			-3
			-42
			-1
			-20
			-27
			-25
			-4

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I**

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	
			-4
			-7
			-9
			-18
			-49
			-15
			-11
			145
			6,519
			-30
			1
			10
			41
			119
			-34
			-23
			-15
			-16
			-3
			-4
			-43
			-1
			-18
			-31
			-1
			-25
			-28
			-9
			-3
			-4

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

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	
			-19
			-33
			-21
			-10
			10,114
			-26
			37
			-38
			-7
			41
			-41
			-21
			-13
			-10
			-2
			-1
			-39
			-1
			-22
			-29
			-25
			-41
			-4
			-7
			-3
			-17
			-24
			-22

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			<b>(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>
<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>	
			-13
			-15
			201
			58
			10
			168
			44
			299,719
			-37
			-20
			-8
			-5
			-197
			-3
			-38
			-1
			-19
			-29
			-1
			-14
			-22
			-8
			-2
			-5
			-18
			-23
			-10
			-9
			7
			-12

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

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	
			-22
			26
			398
			354
			-14
			-32
			-17
			-6
			-3
			-175
			-2
			-32
			-1
			-20
			-27
			-9
			-41
			-4
			-5
			-17
			-16
			-32
			-12
			-12
			3,549
			186
			-8
			-6
			157

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

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	
			1
			7,188
			-28
			-16
			-8
			-5
			-166
			-3
			-24
			-57
			-20
			-27
			-11
			-34
			-11
			-2
			-14
			-14
			-29
			-7
			-11
			3,628
			3
			170
			-8
			467
			5
			-31

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

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	
			-12
			-7
			-6
			-162
			-2
			-23
			-50
			-19
			-25
			-5
			-45
			-4
			-5
			-19
			-9
			-26
			-7
			-3
			128,026
			1
			66
			-96
			-3
			74
			-30
			-8
			-4

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

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	
			-187
			-2
			-20
			-45
			-17
			-19
			-29
			-5
			-27
			-10
			-29
			-16
			-6
			-20
			-3
			-4
			3,575
			18
			42
			-16
			-50
			34
			-32
			-6
			-7
			-4
			-168
			-2
			-1
			-49

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

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	
			-16
			-18
			-26
			-8
			-28
			-4
			-30
			-12
			-6
			-21
			-7
			-4
			51,210
			111
			21
			-22
			-17
			-9
			-25
			-7
			-23
			-4
			-176
			-3
			-1
			-48
			-13
			-14
			-36
			-6

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) <b>or</b> Losses (from col (h))
<b>(i)</b> F M V as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
			-21
			-9
			-20
			-8
			-6
			-11
			-5
			168,354
			1,874
			-6
			-28

## Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
AMERICAN HEART ASSOCIATION 1449 MEDICAL PARK DR BIRMINGHAM, AL 35213	NONE	PUBLIC CHARI	GENERAL FUND	500
AMERICAN PRINTING HOUSE P O BOX 6389 LOUISVILLE, KY 40206	NONE	PUBLIC CHARI	GENERAL FUND	500
AMERICAN RED CROSS 5015 WOODS CROSSING MONTGOMERY, AL 36106	NONE	PUBLIC CHARI	GENERAL FUND	10,000
BOYS GIRLS CLUB OF MONT P O BOX 234 MONTGOMERY, AL 36101	NONE	PUBLIC CHARI	GENERAL FUND	3,000
BRANTWOOD CHILDREN'S HOME 1309 UPPER WETUMPKA RD MONTGOMERY, AL 36107	NONE	PUBLIC CHARI	GENERAL FUND	3,000
CAMP ASCCA P O BOX 21 JACKSON GAP, AL 36861	NONE	PUBLIC CHARI	GENERAL FUND	500
CAPRI COMMUNITY FILM SOCI 1045 E FAIRVIEW AVE MONTGOMERY, AL 36106	NONE	PUBLIC CHARI	GENERAL FUND	750
CHILDREN'S CENTER OF MONT 301 N MADISON TERRACE MONTGOMERY, AL 36107	NONE	PUBLIC CHARI	GENERAL FUND	500
EYE-BANK FOR SIGHT RESTOR 120 WALL STREET NEW YORK, NY 10289	NONE	PUBLIC CHARI	GENERAL FUND	1,000
FAMILY GUIDANCE CENTER 2358 FAIRLANE DRIVE MONTGOMERY, AL 36116	NONE	PUBLIC CHARI	GENERAL FUND	5,000
FAMILY SUNSHINE CEN - VIOLENCE CEN 858 S COURT STREET MONTGOMERY, AL 36104	NONE	PUBLIC CHARI	GENERAL FUND	13,446
FRIENDS OF ALABAMA ARCHIV P O BOX 5160 MONTGOMERY, AL 36103	NONE	PUBLIC CHARI	GENERAL FUND	500
FRIENDS OF THE MONT PUB LIBR 245 HIGH STREET MONTGOMERY, AL 36104	NONE	PUBLIC CHARI	GENERAL FUND	250
GIRLS SCOUT CAMPERSHIP FU 145 COLISEUM BLVD MONTGOMERY, AL 36109	NONE	PUBLIC CHARI	GENERAL FUND	500
GOODWILL INDUSTRIES- CENT P O BOX 9349 MONTGOMERY, AL 36108	NONE	PUBLIC CHARI	GENERAL FUND	500
<b>Total . . . . .</b>			<b>► 3a</b>	<b>275,246</b>

## Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
HOSPICE OF MONTGOMERY 1111 HOLLOWAY PARK MONTGOMERY, AL 36117	NONE	PUBLIC CHARI	GENERAL FUND	5,000
INTERNATIONAL RETINAL RES 1720 UNIVERSITY BLVD BIRMINGHAM, AL 35233	NONE	PUBLIC CHARI	GENERAL FUND	3,500
JOY TO LIFE FOUNDATION 5401 TAYLOR ROAD MONTGOMERY, AL 36116	NONE	PUBLIC CHARI	GENERAL FUND	5,000
LANDMARKS FOUNDATION 301 COLUMBUS STREET MONTGOMERY, AL 36104	NONE	PUBLIC CHARI	GENERAL FUND	500
LIGHTHOUSE COUNSELING CEN 1415 E SOUTH BLVD MONTGOMERY, AL 36116	NONE	PUBLIC CHARI	GENERAL FUND	3,000
MANE 3699 WALLAHATCHIE ROAD PIKE ROAD, AL 36064	NONE	PUBLIC CHARI	GENERAL FUND	1,500
MARC 527 BUCKINGHAM DRIVE MONTGOMERY, AL 36116	NONE	PUBLIC CHARI	GENERAL FUND	1,000
MONTGOMERY AIDS OUTREACH 820 W SOUTH BLVD MONTGOMERY, AL 36105	NONE	PUBLIC CHARI	GENERAL FUND	3,000
MONTGOMERY AREA COUNCIL O 115 E JEFFERSON STREET MONTGOMERY, AL 36104	NONE	PUBLIC CHARI	GENERAL FUND	6,000
MONTGOMERY AREA FOOD BANK 521 TRADE CENTER STREET MONTGOMERY, AL 36108	NONE	PUBLIC CHARI	GENERAL FUND	2,000
MONTGOMERY HABITAT FOR HU 123 JULIA STREET MONTGOMERY, AL 36104	NONE	PUBLIC CHARI	GENERAL FUND	3,000
MONTGOMERY SYMPHONY ORCHE P O BOX 1864 MONTGOMERY, AL 36102	NONE	PUBLIC CHARI	GENERAL FUND	5,000
SALVATION ARMY 900 BELL STREET MONTGOMERY, AL 36104	NONE	PUBLIC CHARI	GENERAL FUND	500
SAYNO IN MONTGOMERY AREA 492 S COURT STREET MONTGOMERY, AL 36104	NONE	PUBLIC CHARI	GENERAL FUND	250
MONTGOMERY HUMANE SOCIETY 1150 JOHN OVERTON DR MONTGOMERY, AL 36110	NONE	PUB CHARITY	GENERAL FUND	1,000
<b>Total . . . . .</b>			<b>► 3a</b>	<b>275,246</b>

## Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
FAMILY SUNSHINE CENTER P O BOX 5160 MONTGOMERY, AL 36103	NONE	PUBLIC CHAR	GENERAL FUND	4,380
FAMILY SUNSHINE CENTER P O BOX 5160 MONTGOMERY, AL 36103	NONE	PUBLIC CHAR	GENERAL FUND	50,110
FAMILY SUNSHINE CENTER P O BOX 5160 MONTGOMERY, AL 36103	NONE	PUBLIC CHAR	GENERAL FUND	140,560
<b>Total</b>			► 3a	275,246

## TY 2013 Accounting Fees Schedule

**Name:** CAROL W & MYRON J ROTHSCHILD FUND

C/O REGIONS BANK

**EIN:** 63-6050756

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	1,435			1,435

## TY 2013 Compensation Explanation

**Name:** CAROL W & MYRON J ROTHSCHILD FUND  
C/O REGIONS BANK  
**EIN:** 63-6050756

Person Name	Explanation
REGIONS BANK TRUST DEPARTMENT	

**TY 2013 Investments Corporate  
Stock Schedule**

**Name:** CAROL W & MYRON J ROTHSCHILD FUND

C/O REGIONS BANK

**EIN:** 63-6050756

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
3M CO	7,939	16,128
AFLAC INC	20,436	29,992
ALLIANT CORP	30,028	29,412
ALLSTATE CORP	1,147	37,359
AMERICAN EAGLE OUTFITTERS INC		
AT&T INC	28,142	29,885
AUTOMATIC DATA PROCESSING INC	17,179	30,300
BAXTER INTERNATIONAL		
BB&T CORP	21,692	32,468
BLACKROCK INC	22,524	31,647
CARDINAL HEALTH INC	30,125	30,733
CHEVRON CORP	38,239	45,592
CISCO SYSTEMS INC	28,862	31,290
CME GROUP INC	30,189	28,246
COCA COLA COMPANY	2,785	1,110,165
CONAGRA FOODS INC		
DARDEN RESTAURANTS	27,676	30,447
DISCOVER FINANCIAL SVS	144	16,058
DOMINION RES INC VA NEW	23,852	29,111
DU PONT E I DE NEMOURS & CO	29,856	31,510
DUKE ENERGY CORP	70,086	91,990
EXXONMOBIL CORP	25,592	31,878
GALLAGHER ARTHUR J & CO	17,725	29,566
GENERAL ELECTRIC COMPANY	36,310	46,670
HASBRO INC	23,278	31,906
HEINZ H J CO		
ILLINOIS TOOL WORKS INC	8,762	15,975
INTEL CORP	41,622	48,536
INTERNATIONAL BUSINESS MACHINES	40,968	595,535
INVESCO LTD	29,984	32,214

Name of Stock	End of Year Book Value	End of Year Fair Market Value
J.C. PENNEY, INC		
JOHNSON & JOHNSON	23,251	28,851
JP MORGAN CHASE & CO	32,910	45,907
KIMBERLY CLARK CORP	18,495	28,727
LEGGETT & PLATT		
LYONDELLBASELL INDUSTRIES	30,353	30,908
MATTEL INC	8,006	32,354
MCDONALDS CORP	36,742	44,634
MEADWESTVACO CORP		
MERCK & CO INC	40,375	46,046
MICROSOFT CORP	23,565	29,928
NEXTERA ENERGY INC	20,847	29,539
NUCOR CORP	26,112	30,960
NYSE EURONEXT		
OCCIDENTAL PETE CORP	27,080	29,006
PAYCHEX INC	22,933	31,416
PEPSICO INC	29,992	29,029
PFIZER INC	41,417	72,409
PHILIP MORRIS INTERNAIONAL	16,482	30,060
PINNACLE WEST CAP CORP	17,074	17,464
PNC BANK CORP	25,818	30,256
PRUDENTIAL FINANCIAL INC	22,325	30,894
RAYTHEON CO	21,688	31,292
REPUBLIC SVCS INC CL A	27,827	28,718
SOUTHERN CO	101,393	123,330
SPECTRA ENERGY CORP	24,496	31,524
TEXAS INSTRS INC	15,077	15,588
TORCHMARK CORPORATION	34,004	470,072
TRAVELERS COMPANIES INC	14,712	27,162
US BANCORP DEL	21,631	31,108

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
VERIZON COMMUNICATIONS	21,791	29,238
WADDELL & REED FINL INC CL A	5,315	118,193
WASTE MANAGEMENT	23,217	29,390
WELLS FARGO & CO.	25,422	30,872
WILLIAMS COS INC	30,097	32,785

## TY 2013 Investments - Other Schedule

**Name:** CAROL W & MYRON J ROTHSCHILD FUND  
 C/O REGIONS BANK  
**EIN:** 63-6050756

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
AFLAC INC 8.5% 5/15/2019	AT COST	14,460	15,326
AMERICAN EXPRESS 2/75% 09/15/2015	AT COST	16,269	16,557
ANHEUSER - BUSCH 2.875% 2/15/2016	AT COST	15,178	15,615
APPLE INC DTD 1% 5/3/18	AT COST	16,865	16,438
AT&T 5.6% 5/15/2018	AT COST	13,178	15,899
BARCLAYS BANK 3.9% 4/7/15	AT COST	15,133	15,612
BHP BILLITON FIN USA LTD DTD	AT COST	32,017	32,175
CA INC 5.375% 11/13/09	AT COST	14,528	15,567
CATERPILLAR INC 7.9% 12/15/2018	AT COST	29,348	31,333
CHEVRON CORP CALLABLE DTD 1.104% 12	AT COST		
CISCO SYSTEMS INC CALLABLE 5.5% 02/2	AT COST	15,589	15,402
CITIGROUP INC 6% 12/13/13	AT COST		
CITIGROUP INC DTD 1.25% 1/15/16	AT COST	13,040	13,043
COMCAST CORP 5.7% 7/1/19	AT COST	11,082	12,713
CREDIT SUISSE NEW YORK 5.5% 5/1/14	AT COST	32,364	32,522
CSX CORP 6.25% 4/1/15	AT COST	15,708	16,033
DIRECT TV HOLDINGS 3.5% 3/15/15	AT COST	15,872	15,745
DIRECTV HOLDGS/FING 3.55% 3/15/15	AT COST	16,290	16,528
DUKE ENERGY 2.15% 11/15/2016	AT COST	16,135	16,398
FHLM 2.875% 02/09/15	AT COST	48,555	48,374
FHLM 4% 11/01/40	AT COST	9,444	9,043
FHLM 4.5% 08/01/40	AT COST	6,558	6,516
FHLM 5% 12/01/36	AT COST	6,154	6,124
FNMA 3% 05/01/27	AT COST	8,992	8,773
FNMA 3.5% 09/01/25	AT COST	10,473	10,561
FNMA 4% 06/01/39	AT COST	6,307	6,141
FNMA 4% 2/1/41	AT COST	11,282	11,231
FNMA 4.5% 06/01/40	AT COST	5,648	5,619
FNMA 4.5% 7/1/39	AT COST	5,015	4,981
FNMA 5% 10/1/35	AT COST	4,978	4,953

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
FNMA 5.5% 01/01/36	AT COST	28,735	28,832
FNMA 5.5% 01/01/36	AT COST	5,212	5,184
FNMA 3.5% 11/1/42	AT COST	12,513	12,472
FNMA 3.5% 3/1/41	AT COST	11,469	10,800
FNMA 4% 03/01/26	AT COST	10,800	10,897
FNMA 4.5% 6/1/2041	AT COST	8,150	8,138
FNMA 5% 12/1/2019	AT COST	8,123	8,690
FNMA 5% 2/1/36	AT COST	3,465	3,467
FNMA 5% 3/15/2016	AT COST	30,000	31,873
FNMA 5% 4/1/23	AT COST	2,590	2,614
FNMA 5% 6/1/2035	AT COST	9,919	9,989
FNMA 5.5% 1/1/2022	AT COST	3,838	4,142
FNMA 5.5% 11/1/35	AT COST	1,137	1,178
FNMA 5.5% 2/1/2035	AT COST	17,143	18,850
FNMA 5.5% 2/1/23	AT COST	3,728	3,772
FNMA 5.5% 9/1/34	AT COST	9,932	10,128
FNMA 6% 3/1/2037	AT COST	29,662	32,422
FNMA 6% 4/1/37	AT COST	7,201	7,347
GENERAL ELECTRIC 5.3% 2/11/2021	AT COST	14,425	15,661
GENERAL ELECTRIC 5.875% 1/14/2038	AT COST		
GOLDMAN SACHS GROUP INC 6% 5/1/14	AT COST	16,116	16,286
GOLDMAN SACHS GROUP INC 7.5% 2/15/19	AT COST	14,356	15,834
HESS CORPORATION 8.125% 2/15/19	AT COST	15,009	16,147
HEWLETT-PACKARD 2.2% 12/1/15	AT COST	16,079	16,352
INTEL CORP 3.3% 10/1/2021	AT COST	13,009	12,915
INTERNATIONAL BUSINESS MACHINES	AT COST	31,806	31,848
JP MORGAN CHASE & CO 6.3% 4/23/19	AT COST	14,670	16,524
KRAFT FOODS 4.125% 2/9/16	AT COST		
KRAFT FOODS INC DTD 1.625% 12/4/12	AT COST	16,198	16,203
MARATHON OIL CORP DTD .9% 11/1/15	AT COST	16,005	16,013

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MERRILL LYNCH & CO 6.11% 1/29/37	AT COST	14,418	16,177
MERRILL LYNCH & CO 6.875% 4/25/18	AT COST	14,722	16,553
MONDELEZ INTL DTD 4.125% 02/09/16	AT COST	15,202	15,902
MORGAN STANLEY 4.2% 11/20/2014	AT COST	16,296	16,509
MORGAN STANLEY SERIES 5.625% 9/23/19	AT COST	14,415	15,914
ONTARIO 1.375% 1/27/2014	AT COST	32,012	32,025
ORACLE CORP 5.75% 4/15/18	AT COST	13,784	16,178
PETROBRAS INTL 5.75% 1/20/20	AT COST	31,888	31,897
PFIZER INC 6.2% 3/15/19	AT COST	14,402	15,411
PRUDENTIAL FINANCIAL	AT COST	11,920	12,873
ROYAL BANK OF CANADA	AT COST	31,967	31,707
SUNTRUST BANK ATL 6.375% 4/1/2011	AT COST	15,176	15,773
TALISMAN ENERGY INC 7.75% 6/1/19	AT COST	14,719	15,570
TARGET CORP 5.375% 5/1/17	AT COST	12,545	15,737
TEVA PHARMA FIN 1.7% 11/10/2011	AT COST		
TIME WARNER CABLE 6.75% 7/1/18	AT COST	15,013	15,700
TOYOTA MOTOR CR CORP 3.4% 9/15/2021	AT COST	16,004	16,243
US TREASURY 1.375% 11/30/15	AT COST	129,511	129,456
US TREASURY 1.75% 05/15/23	AT COST	32,288	31,547
US TREASURY 2.625% 11/15/20	AT COST	63,095	64,024
US TREASURY 2.875% 05/15/43	AT COST	32,078	31,608
US TREASURY 6.25% 8/15/23	AT COST	44,640	47,528
US TREASURY INFLATION .625% 7/15/20	AT COST	48,669	47,337
VERIZON COMMUNICATIONS 6% 4/1/2041	AT COST	15,451	16,469
WACHOVIA CORP 5.75% 6/15/2017	AT COST	13,514	15,970
WAL MART STORES INC DTD 6.2% 04/15/3	AT COST	16,918	15,625

## TY 2013 Other Assets Schedule

**Name:** CAROL W & MYRON J ROTHSCHILD FUND

C/O REGIONS BANK

**EIN:** 63-6050756

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INTEREST		1,874	1,874
INCOME RECEIVABLE	30	9	9
OTHER RECEIVABLE	500		

## TY 2013 Other Decreases Schedule

**Name:** CAROL W & MYRON J ROTHSCHILD FUND  
C/O REGIONS BANK  
**EIN:** 63-6050756

Description	Amount
DIFFERENCE IN FMV & BASIS OF SECURITIES	-190,180

## TY 2013 Taxes Schedule

**Name:** CAROL W & MYRON J ROTHSCHILD FUND

C/O REGIONS BANK

**EIN:** 63-6050756

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	4,300			