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Return of Private Foundation

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

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

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation THE THOMPSON FOUNDATION, INC.		A Employer identification number 72-1389140
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 10367	Room/suite	B Telephone number (205) 848-3973
City or town, state or province, country, and ZIP or foreign postal code BIRMINGHAM, AL 35202-0367		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 7,195,731. (Part I, column (d) must be on cash basis)	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)	
Revenue	1 Contributions, gifts, grants, etc., received	3,500,000.				
	2 Check ☐ if the foundation is not required to attach Sch. B					
	3 Interest on savings and temporary cash investments	11,081.	11,081.		STATEMENT 1	
	4 Dividends and interest from securities	73,151.	73,151.		STATEMENT 2	
	5a Gross rents					
	b Net rental income or (loss)					
	6a Net gain or (loss) from sale of assets not on line 10	283,729.				
	b Gross sales price for all assets on line 6a	3,683,032.				
	7 Capital gain net income (from Part IV, line 2)		283,729.			
	8 Net short-term capital gain					
	9 Income modifications					
	10a Gross sales less returns and allowances					
b Less Cost of goods sold						
c Gross profit or (loss)						
11 Other income	<5,904.>	<5,904.>	0.	STATEMENT 3		
12 Total Add lines 1 through 11	3,862,057.	362,057.	0.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.	
	14 Other employee salaries and wages					
	15 Pension plans, employee benefits					
	16a Legal fees					
	b Accounting fees	STMT 4	11,152.	5,576.	0.	5,576.
	c Other professional fees					
	17 Interest					
	18 Taxes					
	19 Depreciation and depletion					
	20 Occupancy					
	21 Travel, conferences, and meetings					
	22 Printing and publications					
	23 Other expenses	STMT 5	112,585.	79,513.	0.	33,072.
	24 Total operating and administrative expenses Add lines 13 through 23		123,737.	85,089.	0.	38,648.
	25 Contributions, gifts, grants paid		1,186,844.			1,186,844.
26 Total expenses and disbursements Add lines 24 and 25		1,310,581.	85,089.	0.	1,225,492.	
27 Subtract line 26 from line 12:						
a Excess of revenue over expenses and disbursements		2,551,476.				
b Net investment income (if negative, enter -0-)			276,968.			
c Adjusted net income (if negative, enter -0-)				0.		

missing 29 11

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14

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	1,363,625.	1,219,669.	1,219,669.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	3,275,965.	5,980,281.	5,976,062.
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		4,639,590.	7,199,950.	7,195,731.
17 Accounts payable and accrued expenses				
18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	27 Capital stock, trust principal, or current funds	4,639,590.	7,199,950.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 Total net assets or fund balances	4,639,590.	7,199,950.		
31 Total liabilities and net assets/fund balances	4,639,590.	7,199,950.		

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	4,639,590.
2 Enter amount from Part I, line 27a	2	2,551,476.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	8,884.
4 Add lines 1, 2, and 3	4	7,199,950.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,199,950.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHMENT	P		
b POWER SHARES K-1			
c HAINES ALL SEASON K-1			
d CAPITAL GAINS DIVIDENDS			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 3,682,744.		3,401,189.	281,555.
b			<228.>
c			2,114.
d 288.			288.
e			

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

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			281,555.
b			<228.>
c			2,114.
d			288.
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	283,729.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	1,173,726.	3,898,903.	.301040
2011	965,429.	2,818,835.	.342492
2010	949,555.	2,500,346.	.379769
2009	1,071,848.	3,389,505.	.316226
2008	1,273,733.	4,259,212.	.299054

2 Total of line 1, column (d)	2	1.638581
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	.327716
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	4,393,932.
5 Multiply line 4 by line 3	5	1,439,962.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,770.
7 Add lines 5 and 6	7	1,442,732.
8 Enter qualifying distributions from Part XII, line 4 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.	8	1,225,492.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	5,539.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	5,539.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	5,539.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,280.	
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	1,280.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	25.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	4,284.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► 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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► THE THOMPSON FOUNDATION, INC. Located at ► P.O. BOX 10367, BIRMINGHAM, AL Telephone no. ► (205) 848-3973 ZIP+4 ► 35202-0367			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

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

Form 990-PF (2013)

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		0.	0.	0.

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

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

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

0

Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. 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

0

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

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

	Expenses
1 NONE	
	0.
2	
3	
4	

Part IX-B**Summary of Program-Related Investments**

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

	Amount
1 NONE	
	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

Form 990-PF (2013)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	4,031,679.
b	Average of monthly cash balances	1b	429,166.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4,460,845.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	4,460,845.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	66,913.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,393,932.
6	Minimum investment return. Enter 5% of line 5	6	219,697.

Part XI**Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	219,697.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	5,539.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,539.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	214,158.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	214,158.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	214,158.

Part XII**Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,225,492.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,225,492.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,225,492.

Note The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				214,158.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	1,061,750.			
b From 2009	903,867.			
c From 2010	824,910.			
d From 2011	824,661.			
e From 2012	980,061.			
f Total of lines 3a through e	4,595,249.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 1,225,492.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				214,158.
e Remaining amount distributed out of corpus	1,011,334.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus: Add lines 3f, 4c, and 4e. Subtract line 5	5,606,583.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	1,061,750.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	4,544,833.			
10 Analysis of line 9:				
a Excess from 2009	903,867.			
b Excess from 2010	824,910.			
c Excess from 2011	824,661.			
d Excess from 2012	980,061.			
e Excess from 2013	1,011,334.			

N/A

- b**
- Check box to indicate whether the foundation is a private operating foundation described in section
- ☐
- 4942(j)(3) or
- ☐
- 4942(j)(5)

- [illegible]

N/A

Part XVII

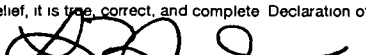
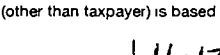
Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

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

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No	
	 Signature of officer or trustee		11-13-14 Date		Vice-President Title	
Paid Preparer Use Only	Print/Type preparer's name J. C. Rouse		Preparer's signature 		Check ☐ if self-employed	
	Firm's name ▶ WARREN AVERETT, LLC		Date 11/10/14		PTIN P00081132	
Firm's address ▶ 2500 ACTON ROAD BIRMINGHAM, AL 35243					Firm's EIN ▶ 45-4084437	
					Phone no. (205) 979-4100	

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2013

Name of the organization

Employer identification number

THE THOMPSON FOUNDATION, INC.

72-1389140

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.**Special Rules**☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

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

Name of organization	Employer identification number
THE THOMPSON FOUNDATION, INC.	72-1389140

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	<u>MICHAEL D. THOMPSON</u> <u>2401 PINSON VALLEY PARKWAY</u> <u>BIRMINGHAM, AL 35217</u>	\$ <u>1,000,000.</u>	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
<u>2</u>	<u>THOMPSON TRACTOR COMPANY, INC.</u> <u>2401 PINSON VALLEY PARKWAY</u> <u>BIRMINGHAM, AL 35217</u>	\$ <u>2,500,000.</u>	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization

Employer identification number

THE THOMPSON FOUNDATION, INC.**72-1389140****Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization	Employer identification number
THE THOMPSON FOUNDATION, INC.	72-1389140

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

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

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

Thompson Foundation, Inc.
Gains & Losses
12/31/2013

Name	Account #	Detail	ST	LT	
Merrill Lynch	524-02166	ML PG 21 of 24	13,350	6,762	
	524-02711	ML PG 24 of 26	(4,407)		
			8,943	6,762	
Regions	105500-3457	Sales	15,488	-	
		Miscellaneous	150	-	
			15,638	-	
Vulcan		December - Misc	26,905	10,518	
Raymond James		Capital Gain Distributions	288	-	
KINSIGHT, LLC	8858-8520 (Schwab)	Stmt 1/1/13-12/31/13	22,766	84,711	
	1153500-0889 (NATC)		(1,071)		
	1153500-0889 (NATC)	Stmt 1/1/13-12/31/13	18,584	87,798	
			40,279	172,509	
Total Attachments			92,053	189,789	281,843
Power Shares K-1			(46)	(182)	
Haines All Season K-1				2,114	
Total Return			92,007	191,721	283,729

EMA Fiscal Statement

WARREN AVERETT KIMBROUGH

FISCAL YEAR ACTIVITY

Date	Transaction	Quantity	Description	Price	Debit	Credit
	Income Total		ML Bus. Deposit Program			12.00
			Sub Total			13.08
			Net Total			12,718.31
			Funds Received/Withdrawals			
02/15/13	Funds Received		CHECK DEPOSIT			500,000.00
			Net Total			500,000.00
			Other Activity			
01/15/13	Journal Entry		PIA ADVISORY FEE	1,598.94		
03/04/13	Journal Entry		TR TO 52402711	500,000.00		
04/09/13	Journal Entry		PIA ADVISORY FEE	2,172.89		
07/09/13	Journal Entry		PIA ADVISORY FEE	1,689.12		
10/08/13	Journal Entry		PIA ADVISORY FEE	1,715.10		
			Net Total	507,176.05		

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
9 0000	CALL PAYX JAN 00034 00	01/19/13	08/29/12	809.98	N/A	809.98 ST
8 0000	CALL T JAN 00036 00	01/19/13	10/04/12	1,943.96	N/A	1,943.96 ST
5 0000	CALL BAX JAN 00062 50	01/18/13	08/29/12	534.99	2,265.00	(1,730.01) ST
3 0000	CALL APD JAN 00085 00	01/18/13	08/29/12	689.98	1,002.00	(312.02) ST
700 0000	GENERAL MILLS	02/24/12	01/08/13	26,328.36	26,687.64	1,640.72 ST
800 0000	WALGREEN CO	02/24/12	01/22/13	29,855.33	27,127.92	2,727.41 ST
8 0000	CALL CTL APR 00040 00	02/14/13	09/06/12	2,711.94	40.00	2,671.94 ST
4 0000	CALL MCD MAR 00095 00	02/26/13	09/21/12	1,195.97	652.00	543.97 ST
200 0000	CHEVRON CORP	02/24/12	02/13/13	22,299.48	21,820.74	478.74 ST
100 0000	CHEVRON CORP	11/27/12	02/13/13	11,149.76	10,404.53	745.23 ST
1,000 0000	BRISTOL-MYERS SQUIBB CO	08/29/12	03/18/13	34,539.23	33,035.50	1,503.73 ST
5 0000	CALL BAX APR 00067 50	04/19/13	01/18/13	1,394.97	735.00	659.97 ST

PLEASE SEE REVERSE SIDE

Page 18 of 21
Statement Period Year Ending 12/31/13
Account No. 524-02166

EMASM Fiscal Statement

WARREN AVERETT KIMBROUGH

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
10 0000	CALL MSFT APR 00030 00	04/20/13	11/27/12	469 99	N/A	469 99 ST
10 0000	CALL INTC APR 00022 00	04/19/13	11/27/12	469 99	340 00	129 99 ST
5 0000	CALL INTC APR 00022 00	04/19/13	11/27/12	234 99	170 00	64 99 ST
1 0000	CALL AAPL APR 00455 00	04/20/13	03/06/13	739 98	N/A	739 98 ST
800 0000	AT&T INC	08/05/12	04/08/13	28,583 36	27,352 00	1,231 36 ST
4 0000	CALL MCD JUN 00097 50	05/29/13	02/26/13	775 98	836 00	(60 02) ST
3 0000	CALL OXY MAY 00085 00	05/17/13	11/27/12	497 99	2,016 00	(1,518 01) ST
1 0000	CALL OXY MAY 00085 00	05/17/13	11/27/12	162 99	672 00	(509 01) ST
9 0000	CALL PAYX JUN 00033 00	06/21/13	01/24/13	764 98	3,645 00	(2,880 02) ST
3 0000	CALL APD JUN 00090 00	06/21/13	01/18/13	800 98	1,332 00	(531 02) ST
10 0000	CALL CTL JUL 00037 00	07/20/13	03/01/13	499 99	N/A	499 99 ST
1 0000	CALL AAPL JUL 00425 00	07/19/13	04/24/13	1,119 97	302 00	817 97 ST
9 0000	CALL PAYX JAN 00037 00	07/29/13	06/21/13	1,610 97	2,520 00	(909 03) ST
100 0000	APPLE INC	03/06/13	09/23/13	44,808 22	42,686 85	2,121 37 ST
900 0000	SECTOR SPDR UTILITIES	03/01/13	09/20/13	34,739 39	33,641 06	1,098 33 ST
15 0000	CALL INTC OCT 00024 00	10/18/13	04/19/13	929 98	30 00	899 98 ST
900 0000	PAYCHEX INC	08/29/12	10/30/13	36,584 36	29,821 95	6,762 41 LT
						13,350 46 ST
						6,762 41 LT

T-08

PLEASE SEE REVERSE SIDE
Page 19 of 21
Statement Period Year Ending 12/31/13
Account No 524-02166



EMATM Fiscal Statement

WARREN AVERETT KIMBROUGH

FISCAL YEAR ACTIVITY

Date	Transaction	Quantity	Description	Price	Debit	Credit
03/04/13	Journal Entry		TR FROM 52402166			500,000.00CR
04/09/13	Journal Entry		PIA ADVISORY FEE		414.48	
07/09/13	Journal Entry		PIA ADVISORY FEE		1,575.97	
09/20/13	Journal Entry		PIA ADVISORY FEE		1,577.49	
10/08/13	Journal Entry		FIRST EAGLE GOLD FUND			5.30
	Journal Entry		PIA ADVISORY FEE		1,580.31	
	Net Total				5,148.25	500,005.30

Other Activity

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
0.2910	FIRST EAGLE GOLD FD I	03/05/13	09/20/13	5.30	6.63	(1.33) ST
521.0000	FIRST EAGLE GOLD FD I	03/05/13	09/19/13	9,482.20	11,868.38	(2,386.18) ST
0.4360	LORD ABBETT CORE FIXED	03/05/13	09/19/13	4.67	4.70	(0.03) ST
4.0000	LORD ABB COR FIXED INC F	03/05/13	09/19/13	42.84	44.60	N/C
1,072.0000	LORD ABB COR FIXED INC F	03/05/13	09/19/13	11,481.12	11,952.80	(471.68) ST
0.1260	LORD ABBETT CORE FIXED	08/30/13	09/19/13	1.34	1.34	0.00
1.0000	PIMCO TOTAL RETURN FUND	03/05/13	09/19/13	10.76	11.24	N/C
4.0000	PIMCO TOTAL RETURN FUND	03/05/13	09/19/13	43.04	44.96	N/C
1,065.0000	PIMCO TOTAL RETURN FUND	03/05/13	09/19/13	11,459.40	11,970.60	(511.20) ST
0.1520	PIMCO TOTAL RETURN FUND	08/30/13	09/19/13	1.64	1.61	0.03 ST
10.0000	PIMCO GLOBAL MULTI	03/05/13	09/19/13	104.60	114.60	N/C
1,039.0000	PIMCO GLOBAL MULTI	03/05/13	09/19/13	10,867.94	11,906.94	(1,039.00) ST
0.0270	PIMCO GLOBAL MULTI	09/19/13	09/19/13	0.28	0.28	0.00
1,072.0000	LORD ABB COR FIXED INC F CXL	03/05/13	09/19/13	11,481.12	11,952.80	471.68 ST
3.0000	LORD ABB COR FIXED INC F	03/05/13	09/19/13	32.13	33.45	N/C
1,069.0000	LORD ABB COR FIXED INC F	03/05/13	09/19/13	11,448.99	11,919.35	(470.36) ST
1,065.0000	PIMCO TOTAL RETURN FUND CXL	03/05/13	09/19/13	11,459.40	11,970.60	511.20 ST
1.0000	PIMCO TOTAL RETURN FUND	03/05/13	09/19/13	10.76	11.24	N/C
2.0000	PIMCO TOTAL RETURN FUND	03/05/13	09/19/13	21.52	22.48	N/C
1,062.0000	PIMCO TOTAL RETURN FUND	03/05/13	09/19/13	11,427.12	11,936.88	(509.76) ST

(4,406.63) ST

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Page 22 of 24
Statement Period Year Ending 12/31/13
Account No 524-02711

ACCOUNT STATEMENT

PAGE 79

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
09/03/13	INTEREST ON REGIONS TRUST CASH SWEEP PAYABLE 09/01/2013		0 46		
10/01/13	INTEREST ON REGIONS TRUST CASH SWEEP PAYABLE 10/01/2013		0 43		
11/01/13	INTEREST ON REGIONS TRUST CASH SWEEP PAYABLE 11/01/2013		0 47		
12/02/13	INTEREST ON REGIONS TRUST CASH SWEEP PAYABLE 12/01/2013		0 47		
TOTAL INTEREST-TAXABLE		0 00	9,091 16	0 00	0 00
RECEIPTS					
02/15/13	RECEIVED FROM FIRST COMMERCIAL BANK THE THOMPSON FOUNDATION REC \$500,000 00 ON 2/15/2013	500,000 00			
12/16/13	RECEIVED FROM THOMPSON TRACTOR CO INC DONATION TO THE THOMPSON FOUNDATION	1,250,000 00			
12/20/13	RECEIVED FROM THE THOMPSON FOUNDATION CK# 4444 REC ON 12/20/2013 FROM	250,000 00			
TOTAL RECEIPTS		2,000,000 00	0 00	0 00	0 00
CASH MANAGEMENT					
	REGIONS TRUST CASH SWEEP NET CASH MANAGEMENT	665,764 25-	16,239 09-	682,003 34	
TOTAL CASH MANAGEMENT		665,764 25-	16,239 09	682,003 34	0 00
(SALES)					
03/01/13	AFLAC INC SOLD 140 SHS AFLAC INC ON 02/26/2013 AT 48 8836 THRU GOLDMAN SACHS EXECUTION/CLEARING COMMISSIONS PAID 8 40 EXPENSES PAID 0 16	6,835 14		6,309 38-	525 76
08/09/13	AT&T INC DTD 05/13/08 5 6% 05/15/2018 SOLD 1,000 UNITS AT&T INC DTD 05/13/08 5 6% 05/15/2018 ON 08/06/2013 AT 116 015 THRU CANTOR CLEARING SERV	1,160 15		1,195 12-	34 97-
08/21/13	ABBOTT LABS SOLD 90 SHS ABBOTT LABS ON 08/16/2013 AT 34 84 THRU GOLDMAN SACHS EXECUTION/CLEARING COMMISSIONS PAID 5 40 EXPENSES PAID 0 06	3,130 14		2,583 55	546 59

ACCOUNT STATEMENT

PAGE 80

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
08/21/13	ABBVIE INC SOLD 90 SHS ABBVIE INC ON 08/16/2013 AT 42 76 THRU GOLDMAN SACHS EXECUTION/CLEARING COMMISSIONS PAID 5 40 EXPENSES PAID 0 07	3,842 93		2,801 63	1,041 30
07/05/13	ALLERGAN INC SOLD 60 SHS ALLERGAN INC ON 07/01/2013 AT 83 8094 THRU CONVERGEX COMMISSIONS PAID 2 40 EXPENSES PAID 0 09	5,026 08		5,535 84-	509 76-
07/17/13	AMERICAN EAGLE OUTFITTERS INC SOLD 300 SHS AMERICAN EAGLE OUTFITTERS INC ON 07/12/2013 AT 19 05 THRU GOLDMAN SACHS EXECUTION/CLEARING COMMISSIONS PAID 18 00 EXPENSES PAID 0 10	5,696 90		4,984 27-	712 63
08/09/13	BHP BILLITON FIN USA LTD DTD 02/24/2012 1% 02/24/2015 SOLD 1,000 UNITS BHP BILLITON FIN USA LTD DTD 02/24/2012 1% 02/24/2015 ON 08/06/2013 AT 100 706 THRU CLEARVIEW CORRESPONDENT SERVICES LLC	1,007 06		1,009 86-	2 80-
12/30/13	BAXTER INTERNATIONAL INC SOLD 110 SHS BAXTER INTERNATIONAL INC ON 12/24/2013 AT 69 16 THRU GOLDMAN SACHS EXECUTION/CLEARING COMMISSIONS PAID 6 60 EXPENSES PAID 0 14	7,600 86		6,264 32-	1,336 54
08/21/13	BLACKROCK INC SOLD 15 SHS BLACKROCK INC ON 08/16/2013 AT 269 41 THRU GOLDMAN SACHS EXECUTION/CLEARING COMMISSIONS PAID 0 90 EXPENSES PAID 0 08	4,040 17		2,982 68	1,057 49
08/21/13	BROADCOM CORP CL A SOLD 200 SHS BROADCOM CORP CL A ON 08/16/2013 AT 25 9201 THRU CONVERGEX COMMISSIONS PAID 8 00 EXPENSES PAID 0 09	5,175 93		6,765 90-	1,589 97-
09/12/13	CSX CORP DTD 3/27/08 6 25% 04/01/2015 SOLD 1,000 UNITS CSX CORP DTD 3/27/08 6 25% 04/01/2015 ON 09/09/2013 AT 108 086 THRU CANTOR CLEARING SERV	1,080 86		1,152 28-	71 42-

ACCOUNT STATEMENT

PAGE 81

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
10/09/13	CA INC DTD 11/13/09 5 375% 12/01/2019 SOLD 1,000 UNITS CA INC DTD 11/13/09 5 375% 12/01/2019 ON 10/04/2013 AT 111 451 THRU PERSHING LLC	1,114 51		1,134 45-	19 94
08/09/13	CISCO SYSTEMS INC CALLABLE 5 5% 02/22/2016 SOLD 1,000 UNITS CISCO SYSTEMS INC CALLABLE 5 5% 02/22/2016 ON 08/06/2013 AT 111 789 THRU NATIONAL FINANCIAL SERVICES CORPORATION	1,117 89		1,147 16-	29 27-
12/30/13	CITIGROUP INC SOLD 80 SHS CITIGROUP INC ON 12/24/2013 AT 52 34 THRU GOLDMAN SACHS EXECUTION/CLEARING COMMISSIONS PAID 4 80 EXPENSES PAID 0 08	4,182 32		4,035 86-	146 46
04/29/13	CITIGROUP INC DTD 06/15/2010 6% 12/13/2013 SOLD 3,000 UNITS CITIGROUP INC DTD 06/15/2010 6% 12/13/2013 ON 04/24/2013 AT 103 323 THRU CITIGROUP GLOBAL MARKETS INC	3,099 69		3,157 29	57 60
04/29/13	SOLD 1,000 UNITS CITIGROUP INC DTD 06/15/2010 6% 12/13/2013 ON 04/25/2013 AT 103 354 THRU CANTOR CLEARING SERV	1,033 54		1,040 39-	6 85-
08/21/13	COCA COLA CO SOLD 175 SHS COCA COLA CO ON 08/16/2013 AT 39 0101 THRU GOLDMAN SACHS EXECUTION/CLEARING COMMISSIONS PAID 10 50 EXPENSES PAID 0 12	6,816 15		6,342 51-	473 64
05/09/13	COMCAST CORP DTD 06/18/09 5 7% 07/01/2019 SOLD 1,000 UNITS COMCAST CORP DTD 06/18/09 5 7% 07/01/2019 ON 05/06/2013 AT 123 195 THRU CLEARVIEW CORRESPONDENT SERVICES LLC	1,231 95		1,218 80-	13 15
12/30/13	CONAGRA FOODS INC SOLD 230 SHS CONAGRA FOODS INC ON 12/24/2013 AT 33 55 THRU GOLDMAN SACHS EXECUTION/CLEARING COMMISSIONS PAID 13 80 EXPENSES PAID 0 14	7,702 56		6,002 11-	1,700 45

ACCOUNT STATEMENT

PAGE 82

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
09/12/13	CREDIT SUISSE NEW YORK DTD 5/4/09 5 5% 05/01/2014 SOLD 1,000 UNITS CREDIT SUISSE NEW YORK DTD 5/4/09 5 5% 05/01/2014 ON 09/09/2013 AT 103 168 THRU PERSHING LLC	1,031 68		1,075 27-	43 59-
12/30/13	DANAHER CORP DEL SOLD 60 SHS DANAHER CORP DEL ON 12/24/2013 AT 76 87 THRU GOLDMAN SACHS EXECUTION/CLEARING COMMISSIONS PAID 3 60 EXPENSES PAID 0 09	4,608 51		3,999 60	608 91
03/01/13	DARDEN RESTAURANTS INC SOLD 115 SHS DARDEN RESTAURANTS INC ON 02/26/2013 AT 45 84 THRU GOLDMAN SACHS EXECUTION/CLEARING COMMISSIONS PAID 6 90 EXPENSES PAID 0 12	5,264 58		5,899 05-	634 47-
07/15/13	DR PEPPER SNAPPLE GROUP INC SOLD 135 SHS DR PEPPER SNAPPLE GROUP INC ON 07/10/2013 AT 46 7553 THRU CONVERGEX COMMISSIONS PAID 5 40 EXPENSES PAID 0 11	6,306 45		5,341 37-	965 08
12/30/13	E M C CORP MASS SOLD 140 SHS E M C CORP MASS ON 12/24/2013 AT 25 11 THRU GOLDMAN SACHS EXECUTION/CLEARING COMMISSIONS PAID 8 40 EXPENSES PAID 0 07	3,506 93		3,988 27-	481 34-
01/15/13	FEDERAL HOME LOAN MORTGAGE CORP POOL #G04774 DTD 10/01/2008 4 5% 01/01/2038 PAYMENT ON 1,328 68 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G04774 DTD 10/01/2008 4 5% 01/01/2038 ORIGINAL FACE VALUE 5,000 00 FHLMC PC GOLD COMB 30	61 66		66 31	4 65-
02/15/13	PAYMENT ON 1,267 02 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G04774 DTD 10/01/2008 4 5% 01/01/2038 ORIGINAL FACE VALUE 5,000 00 FHLMC PC GOLD COMB 30	61 48		66 12-	4 64-
03/15/13	PAYMENT ON 1,205 54 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G04774 DTD 10/01/2008 4 5% 01/01/2038 ORIGINAL FACE VALUE 5,000 00 FHLMC PC GOLD COMB 30	63 29		68 07-	4 78-

ACCOUNT STATEMENT

PAGE 83

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
04/15/13	PAYMENT ON 1,142 25 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G04774 DTD 10/01/2008 4 5% 01/01/2038 ORIGINAL FACE VALUE 5,000 00 FHLMC PC GOLD COMB 30	55 74		59 95-	4 21-
05/15/13	PAYMENT ON 1,086 51 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G04774 DTD 10/01/2008 4 5% 01/01/2038 ORIGINAL FACE VALUE 5,000 00 FHLMC PC GOLD COMB 30	52 53		56 49-	3 96-
06/17/13	PAYMENT ON 1,033 98 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G04774 DTD 10/01/2008 4 5% 01/01/2038 ORIGINAL FACE VALUE 5,000 00 FHLMC PC GOLD COMB 30	47 45		51 03-	3 58-
07/15/13	PAYMENT ON 986 53 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G04774 DTD 10/01/2008 4 5% 01/01/2038 ORIGINAL FACE VALUE 5,000 00 FHLMC PC GOLD COMB 30	50 68		54 50-	3 82-
08/15/13	PAYMENT ON 935 85 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G04774 DTD 10/01/2008 4 5% 01/01/2038 ORIGINAL FACE VALUE 5,000 00 FHLMC PC GOLD COMB 30	40 22		43 26-	3 04-
09/16/13	PAYMENT ON 895 63 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G04774 DTD 10/01/2008 4 5% 01/01/2038 ORIGINAL FACE VALUE 5,000 00 FHLMC PC GOLD COMB 30	31 84		34 24-	2 40
10/15/13	PAYMENT ON 863 79 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G04774 DTD 10/01/2008 4 5% 01/01/2038 ORIGINAL FACE VALUE 5,000 00 FHLMC PC GOLD COMB 30	22 76		24 48-	1 72-
11/15/13	PAYMENT ON 841 03 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G04774 DTD 10/01/2008 4 5% 01/01/2038 ORIGINAL FACE VALUE 5,000 00 FHLMC PC GOLD COMB 30	18 28		19 66-	1 38-

ACCOUNT STATEMENT

PAGE 84

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
12/16/13	PAYMENT ON 822 75 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G04774 DTD 10/01/2008 4 5% 01/01/2038 ORIGINAL FACE VALUE 5,000 00 FHLMC PC GOLD COMB 30	17 71		19 05-	1 34-
	FEDERAL HOME LOAN MORTGAGE CORP POOL #G04913 DTD 11/01/2008 5% 03/01/2038				
01/15/13	PAYMENT ON 2,572 79 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G04913 DTD 11/01/2008 5% 03/01/2038 ORIGINAL FACE VALUE 10,000 00 FHLMC PC GOLD COMB 30	115 42		124 55-	9 13-
02/15/13	PAYMENT ON 2,457 37 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G04913 DTD 11/01/2008 5% 03/01/2038 ORIGINAL FACE VALUE 10,000 00 FHLMC PC GOLD COMB 30	120 21		129 71-	9 50-
03/15/13	PAYMENT ON 2,337 16 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G04913 DTD 11/01/2008 5% 03/01/2038 ORIGINAL FACE VALUE 10,000 00 FHLMC PC GOLD COMB 30	116 35		125 55-	9 20-
04/15/13	PAYMENT ON 2,220 81 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G04913 DTD 11/01/2008 5% 03/01/2038 ORIGINAL FACE VALUE 10,000 00 FHLMC PC GOLD COMB 30	118 81		128 20-	9 39-
05/15/13	PAYMENT ON 2,102 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G04913 DTD 11/01/2008 5% 03/01/2038 ORIGINAL FACE VALUE 10,000 00 FHLMC PC GOLD COMB 30	104 77		113 05-	8 28-
06/17/13	PAYMENT ON 1,997 23 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G04913 DTD 11/01/2008 5% 03/01/2038 ORIGINAL FACE VALUE 10,000 00 FHLMC PC GOLD COMB 30	104 24		112 48-	8 24-
07/15/13	PAYMENT ON 1,892 99 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G04913 DTD 11/01/2008 5% 03/01/2038 ORIGINAL FACE VALUE 10,000 00 FHLMC PC GOLD COMB 30	92 47		99 78-	7 31-

ACCOUNT STATEMENT

PAGE 85

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
08/15/13	PAYMENT ON 1,800 52 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G04913 DTD 11/01/2008 5% 03/01/2038 ORIGINAL FACE VALUE 10,000 00 FHLMC PC GOLD COMB 30	102 17		110 25-	8 08-
09/16/13	PAYMENT ON 1,698 35 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G04913 DTD 11/01/2008 5% 03/01/2038 ORIGINAL FACE VALUE 10,000 00 FHLMC PC GOLD COMB 30	74 74		80 65-	5 91-
10/15/13	PAYMENT ON 1,623 61 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G04913 DTD 11/01/2008 5% 03/01/2038 ORIGINAL FACE VALUE 10,000 00 FHLMC PC GOLD COMB 30	60 20		64 96-	4 76-
11/15/13	PAYMENT ON 1,563 41 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G04913 DTD 11/01/2008 5% 03/01/2038 ORIGINAL FACE VALUE 10,000 00 FHLMC PC GOLD COMB 30	55 55		59 94-	4 39
12/16/13	PAYMENT ON 1,507 86 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G04913 DTD 11/01/2008 5% 03/01/2038 ORIGINAL FACE VALUE 10,000 00 FHLMC PC GOLD COMB 30	47 11		50 83-	3 72-
08/15/13	FEDERAL HOME LOAN MORTGAGE CORP POOL #G05849 DTD 04/01/2010 4 5% 05/01/2040 PAYMENT ON 4,847 76 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G05849 DTD 04/01/2010 4 5% 05/01/2040 ORIGINAL FACE VALUE 13,000 00 FHLMC PC GOLD COMB 30	194 15		203 01-	8 86-
09/16/13	PAYMENT ON 4,653 61 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G05849 DTD 04/01/2010 4 5% 05/01/2040 ORIGINAL FACE VALUE 13,000 00 FHLMC PC GOLD COMB 30	133 95		140 06-	6 11-
10/15/13	PAYMENT ON 4,519 66 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G05849 DTD 04/01/2010 4 5% 05/01/2040 ORIGINAL FACE VALUE 13,000 00 FHLMC PC GOLD COMB 30	85 78		89 69-	3 91-

ACCOUNT STATEMENT

PAGE 86

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
11/15/13	PAYMENT ON 4,433 88 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G05849 DTD 04/01/2010 4 5% 05/01/2040 ORIGINAL FACE VALUE 13,000 00 FHLMC PC GOLD COMB 30	64 69		67 64	2 95-
12/16/13	PAYMENT ON 4,369 19 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G05849 DTD 04/01/2010 4 5% 05/01/2040 ORIGINAL FACE VALUE 13,000 00 FHLMC PC GOLD COMB 30	65 39		68 37-	2 98-
01/15/13	FEDERAL HOME LOAN MORTGAGE CORP POOL #G08344 DTD 05/01/2009 4 5% 05/01/2039 PAYMENT ON 1,168 96 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G08344 DTD 05/01/2009 4 5% 05/01/2039 ORIGINAL FACE VALUE 3,000 00 FHLMC PC GOLD COMB 30	65 37		69 37-	4 00-
02/15/13	PAYMENT ON 1,103 59 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G08344 DTD 05/01/2009 4 5% 05/01/2039 ORIGINAL FACE VALUE 3,000 00 FHLMC PC GOLD COMB 30	53 39		56 66-	3 27-
03/15/13	PAYMENT ON 1,050 2 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G08344 DTD 05/01/2009 4 5% 05/01/2039 ORIGINAL FACE VALUE 3,000 00 FHLMC PC GOLD COMB 30	43 40		46 06-	2 66-
04/15/13	PAYMENT ON 1,006 8 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G08344 DTD 05/01/2009 4 5% 05/01/2039 ORIGINAL FACE VALUE 3,000 00 FHLMC PC GOLD COMB 30	52 85		56 09-	3 24-
05/15/13	PAYMENT ON 953 95 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G08344 DTD 05/01/2009 4 5% 05/01/2039 ORIGINAL FACE VALUE 3,000 00 FHLMC PC GOLD COMB 30	45 65		48 45	2 80-
06/17/13	PAYMENT ON 908 3 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G08344 DTD 05/01/2009 4 5% 05/01/2039 ORIGINAL FACE VALUE 3,000 00 FHLMC PC GOLD COMB 30	66 77		70 86-	4 09-

ACCOUNT STATEMENT

PAGE 87

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
07/15/13	PAYMENT ON 841 53 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G08344 DTD 05/01/2009 4 5% 05/01/2039 ORIGINAL FACE VALUE 3,000 00 FHLMC PC GOLD COMB 30	54 55		57 89	3 34-
08/15/13	PAYMENT ON 786 98 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G08344 DTD 05/01/2009 4 5% 05/01/2039 ORIGINAL FACE VALUE 3,000 00 FHLMC PC GOLD COMB 30	35 36		37 53-	2 17-
09/16/13	PAYMENT ON 751 62 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G08344 DTD 05/01/2009 4 5% 05/01/2039 ORIGINAL FACE VALUE 3,000 00 FHLMC PC GOLD COMB 30	20 39		21 64-	1 25-
10/15/13	PAYMENT ON 731 23 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G08344 DTD 05/01/2009 4 5% 05/01/2039 ORIGINAL FACE VALUE 3,000 00 FHLMC PC GOLD COMB 30	13 55		14 38-	0 83-
11/15/13	PAYMENT ON 717 68 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G08344 DTD 05/01/2009 4 5% 05/01/2039 ORIGINAL FACE VALUE 3,000 00 FHLMC PC GOLD COMB 30	12 09		12 83-	0 74-
12/16/13	PAYMENT ON 705 59 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G08344 DTD 05/01/2009 4 5% 05/01/2039 ORIGINAL FACE VALUE 3,000 00 FHLMC PC GOLD COMB 30	12 27		13 02-	0 75-
01/15/13	FEDERAL HOME LOAN MORTGAGE CORP POOL #G08463 DTD 10/01/2011 4% 10/01/2041 PAYMENT ON 1,176 24 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G08463 DTD 10/01/2011 4% 10/01/2041 ORIGINAL FACE VALUE 2,000 00 FHLMC PC GOLD COMB 30	42 49		45 00-	2 51-
02/15/13	PAYMENT ON 1,133 75 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G08463 DTD 10/01/2011 4% 10/01/2041 ORIGINAL FACE VALUE 2,000 00 FHLMC PC GOLD COMB 30	58 73		62 20-	3 47-

ACCOUNT STATEMENT

PAGE 88

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
03/15/13	PAYMENT ON 1,075 02 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G08463 DTD 10/01/2011 4% 10/01/2041 ORIGINAL FACE VALUE 2,000 00 FHLMC PC GOLD COMB 30	32 17		34 07-	1 90-
04/15/13	PAYMENT ON 1,042 85 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G08463 DTD 10/01/2011 4% 10/01/2041 ORIGINAL FACE VALUE 2,000 00 FHLMC PC GOLD COMB 30	36 32		38 47	2 15-
05/15/13	PAYMENT ON 1,006 53 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G08463 DTD 10/01/2011 4% 10/01/2041 ORIGINAL FACE VALUE 2,000 00 FHLMC PC GOLD COMB 30	36 28		38 42-	2 14-
06/17/13	PAYMENT ON 970 25 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G08463 DTD 10/01/2011 4% 10/01/2041 ORIGINAL FACE VALUE 2,000 00 FHLMC PC GOLD COMB 30	33 67		35 66-	1 99-
07/15/13	PAYMENT ON 936 58 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G08463 DTD 10/01/2011 4% 10/01/2041 ORIGINAL FACE VALUE 2,000 00 FHLMC PC GOLD COMB 30	25 07		26 55-	1 48-
08/15/13	PAYMENT ON 911 51 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G08463 DTD 10/01/2011 4% 10/01/2041 ORIGINAL FACE VALUE 2,000 00 FHLMC PC GOLD COMB 30	17 32		18 34-	1 02-
09/16/13	PAYMENT ON 894 19 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G08463 DTD 10/01/2011 4% 10/01/2041 ORIGINAL FACE VALUE 2,000 00 FHLMC PC GOLD COMB 30	12 34		13 07-	0 73-
10/15/13	PAYMENT ON 881 85 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G08463 DTD 10/01/2011 4% 10/01/2041 ORIGINAL FACE VALUE 2,000 00 FHLMC PC GOLD COMB 30	9 79		10 37-	0 58

ACCOUNT STATEMENT

PAGE 89

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
11/15/13	PAYMENT ON 872 06 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G08463 DTD 10/01/2011 4% 10/01/2041 ORIGINAL FACE VALUE 2,000 00 FHLMC PC GOLD COMB 30	11 13		11 79-	0 66-
12/16/13	PAYMENT ON 860 93 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G08463 DTD 10/01/2011 4% 10/01/2041 ORIGINAL FACE VALUE 2,000 00 FHLMC PC GOLD COMB 30	5 68		6 02-	0 34-
01/15/13	FEDERAL HOME LOAN MORTGAGE CORP POOL #G18305 DTD 04/01/2009 4% 04/01/2024 PAYMENT ON 2,558 58 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G18305 DTD 04/01/2009 4% 04/01/2024 ORIGINAL FACE VALUE 9,000 00 FHLMC PC GOLD COMB 15	128 37		135 79-	7 42-
02/15/13	PAYMENT ON 2,430 21 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G18305 DTD 04/01/2009 4% 04/01/2024 ORIGINAL FACE VALUE 9,000 00 FHLMC PC GOLD COMB 15	114 88		121 52-	6 64-
03/15/13	PAYMENT ON 2,315 33 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G18305 DTD 04/01/2009 4% 04/01/2024 ORIGINAL FACE VALUE 9,000 00 FHLMC PC GOLD COMB 15	104 30		110 33-	6 03-
04/15/13	PAYMENT ON 2,211 03 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G18305 DTD 04/01/2009 4% 04/01/2024 ORIGINAL FACE VALUE 9,000 00 FHLMC PC GOLD COMB 15	100 53		106 34-	5 81-
05/15/13	PAYMENT ON 2,110 5 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G18305 DTD 04/01/2009 4% 04/01/2024 ORIGINAL FACE VALUE 9,000 00 FHLMC PC GOLD COMB 15	102 47		108 39-	5 92-
06/17/13	PAYMENT ON 2,008 03 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G18305 DTD 04/01/2009 4% 04/01/2024 ORIGINAL FACE VALUE 9,000 00 FHLMC PC GOLD COMB 15	113 08		119 62-	6 54-

ACCOUNT STATEMENT

PAGE 90

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
07/15/13	PAYMENT ON 1,894 95 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G18305 DTD 04/01/2009 4% 04/01/2024 ORIGINAL FACE VALUE 9,000 00 FHLMC PC GOLD COMB 15	81 98		86 72-	4 74-
07/16/13	PAYMENT ON 1,812 97 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G18305 DTD 04/01/2009 4% 04/01/2024 ORIGINAL FACE VALUE 9,000 00	14 13		14 95-	0 82-
08/15/13	PAYMENT ON 1,798 84 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G18305 DTD 04/01/2009 4% 04/01/2024 ORIGINAL FACE VALUE 9,000 00 FHLMC PC GOLD COMB 15	75 09		79 43-	4 34-
09/16/13	PAYMENT ON 1,723 75 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G18305 DTD 04/01/2009 4% 04/01/2024 ORIGINAL FACE VALUE 9,000 00 FHLMC PC GOLD COMB 15	51 27		54 23-	2 96-
10/15/13	PAYMENT ON 1,672 48 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G18305 DTD 04/01/2009 4% 04/01/2024 ORIGINAL FACE VALUE 9,000 00 FHLMC PC GOLD COMB 15	44 62		47 20-	2 58-
11/15/13	PAYMENT ON 1,627 86 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G18305 DTD 04/01/2009 4% 04/01/2024 ORIGINAL FACE VALUE 9,000 00 FHLMC PC GOLD COMB 15	36 66		38 78-	2 12-
12/16/13	PAYMENT ON 1,591 2 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #G18305 DTD 04/01/2009 4% 04/01/2024 ORIGINAL FACE VALUE 9,000 00 FHLMC PC GOLD COMB 15	35 59		37 65-	2 06-
01/15/13	FEDERAL HOME LOAN MORTGAGE CORP POOL #E02920 DTD 06/01/2011 3 5% 06/01/2026 PAYMENT ON 2,713 04 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #E02920 DTD 06/01/2011 3 5% 06/01/2026 ORIGINAL FACE VALUE 5,000 00 FHLMC PC GOLD CASH 15	119 88		126 12-	6 24-

ACCOUNT STATEMENT

PAGE 91

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
02/15/13	PAYMENT ON 2,593 16 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #E02920 DTD 06/01/2011 3 5% 06/01/2026 ORIGINAL FACE VALUE 5,000 00 FHLMC PC GOLD CASH 15	112 57		118 43-	5 86-
03/15/13	PAYMENT ON 2,480 59 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #E02920 DTD 06/01/2011 3 5% 06/01/2026 ORIGINAL FACE VALUE 5,000 00 FHLMC PC GOLD CASH 15	120 24		126 50-	6 26-
04/15/13	PAYMENT ON 2,360 35 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #E02920 DTD 06/01/2011 3 5% 06/01/2026 ORIGINAL FACE VALUE 5,000 00 FHLMC PC GOLD CASH 15	86 65		91 16-	4 51-
05/15/13	PAYMENT ON 2,273 7 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #E02920 DTD 06/01/2011 3 5% 06/01/2026 ORIGINAL FACE VALUE 5,000 00 FHLMC PC GOLD CASH 15	55 78		58 68-	2 90-
06/17/13	PAYMENT ON 2,217 92 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #E02920 DTD 06/01/2011 3 5% 06/01/2026 ORIGINAL FACE VALUE 5,000 00 FHLMC PC GOLD CASH 15	67 38		70 89-	3 51
07/15/13	PAYMENT ON 2,150 54 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #E02920 DTD 06/01/2011 3 5% 06/01/2026 ORIGINAL FACE VALUE 5,000 00 FHLMC PC GOLD CASH 15	69 91		73 55-	3 64-
08/15/13	PAYMENT ON 2,080 63 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #E02920 DTD 06/01/2011 3 5% 06/01/2026 ORIGINAL FACE VALUE 5,000 00 FHLMC PC GOLD CASH 15	64 43		67 78-	3 35-
09/16/13	PAYMENT ON 2,016 2 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #E02920 DTD 06/01/2011 3 5% 06/01/2026 ORIGINAL FACE VALUE 5,000 00 FHLMC PC GOLD CASH 15	34 11		35 88-	1 77-

ACCOUNT STATEMENT

PAGE 92

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
10/15/13	PAYMENT ON 1,982 09 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #E02920 DTD 06/01/2011 3 5% 06/01/2026 ORIGINAL FACE VALUE 5,000 00 FHLMC PC GOLD CASH 15	29 45		30 98-	1 53-
11/15/13	PAYMENT ON 1,952 64 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #E02920 DTD 06/01/2011 3 5% 06/01/2026 ORIGINAL FACE VALUE 5,000 00 FHLMC PC GOLD CASH 15	29 05		30 56-	1 51-
12/16/13	PAYMENT ON 1,923 59 UNITS FEDERAL HOME LOAN MORTGAGE CORP POOL #E02920 DTD 06/01/2011 3 5% 06/01/2026 ORIGINAL FACE VALUE 5,000 00 FHLMC PC GOLD CASH 15	27 38		28 80-	1 42-
07/11/13	FEDERAL NATIONAL MORTGAGE ASSN 5% 03/15/2016 SOLD 1,000 UNITS FEDERAL NATIONAL MORTGAGE ASSN 5% 03/15/2016 ON 07/08/2013 AT 111 268 THRU PERSHING LLC	1,112 68		1,157 09-	44 41-
08/09/13	SOLD 1,000 UNITS FEDERAL NATIONAL MORTGAGE ASSN 5% 03/15/2016 ON 08/06/2013 AT 111 328 THRU ICBC FINANCIAL SERVICES LLC	1,113 28		1,157 09-	43 81-
01/25/13	FEDERAL NATIONAL MORTGAGE ASSN POOL #190391 DTD 08/01/2008 6% 09/01/2038 PAYMENT ON 9,090 99 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #190391 DTD 08/01/2008 6% 09/01/2038 ORIGINAL FACE VALUE 48,000 00 FNMA PASS-THRU LNG 30 YEAR	462 33		510 87-	48 54-
02/25/13	PAYMENT ON 8,628 66 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #190391 DTD 08/01/2008 6% 09/01/2038 ORIGINAL FACE VALUE 48,000 00 FNMA PASS-THRU LNG 30 YEAR	447 36		494 33-	46 97-
03/25/13	PAYMENT ON 8,181 3 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #190391 DTD 08/01/2008 6% 09/01/2038 ORIGINAL FACE VALUE 48,000 00 FNMA PASS-THRU LNG 30 YEAR	401 42		443 57-	42 15-

ACCOUNT STATEMENT

PAGE 93

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
04/25/13	PAYMENT ON 7,779 88 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #190391 DTD 08/01/2008 6% 09/01/2038 ORIGINAL FACE VALUE 48,000 00 FNMA PASS-THRU LNG 30 YEAR	393 20		434 49-	41 29-
05/28/13	PAYMENT ON 7,386 68 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #190391 DTD 08/01/2008 6% 09/01/2038 ORIGINAL FACE VALUE 48,000 00 FNMA PASS-THRU LNG 30 YEAR	474 46		524 28-	49 82-
06/25/13	PAYMENT ON 6,912 22 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #190391 DTD 08/01/2008 6% 09/01/2038 ORIGINAL FACE VALUE 48,000 00 FNMA PASS-THRU LNG 30 YEAR	428 12		473 07-	44 95-
07/25/13	PAYMENT ON 6,484 1 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #190391 DTD 08/01/2008 6% 09/01/2038 ORIGINAL FACE VALUE 48,000 00 FNMA PASS-THRU LNG 30 YEAR	475 92		525 89	49 97-
08/26/13	PAYMENT ON 6,008 18 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #190391 DTD 08/01/2008 6% 09/01/2038 ORIGINAL FACE VALUE 48,000 00 FNMA PASS-THRU LNG 30 YEAR	379 36		419 19	39 83-
09/25/13	PAYMENT ON 5,628 82 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #190391 DTD 08/01/2008 6% 09/01/2038 ORIGINAL FACE VALUE 48,000 00 FNMA PASS-THRU LNG 30 YEAR	399 58		441 54-	41 96-
10/25/13	PAYMENT ON 5,229 24 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #190391 DTD 08/01/2008 6% 09/01/2038 ORIGINAL FACE VALUE 48,000 00 FNMA PASS-THRU LNG 30 YEAR	294 49		325 41-	30 92-
11/25/13	PAYMENT ON 4,934 75 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #190391 DTD 08/01/2008 6% 09/01/2038 ORIGINAL FACE VALUE 48,000 00 FNMA PASS-THRU LNG 30 YEAR	214 15		236 64-	22 49-

ACCOUNT STATEMENT

PAGE 94

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
12/26/13	PAYMENT ON 4,720 6 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #190391 DTD 08/01/2008 6% 09/01/2038 ORIGINAL FACE VALUE 48,000 00 FNMA PASS-THRU LNG 30 YEAR	191 32		211 41-	20 09-
06/11/13	FEDERAL HOME LOAN MTG CORP DTD 01/07/2010 2 875% 02/09/2015 SOLD 1,000 UNITS FEDERAL HOME LOAN MTG CORP DTD 01/07/2010 2 875% 02/09/2015 ON 06/06/2013 AT 104 274 THRU G X CLARKE AND COMPANY	1,042 74		1,064 82-	22 08-
08/09/13	SOLD 1,000 UNITS FEDERAL HOME LOAN MTG CORP DTD 01/07/2010 2 875% 02/09/2015 ON 08/06/2013 AT 103 931 THRU CANTOR FITZGERALD - CASTLEOAK SEC	1,039 31		1,064 82-	25 51-
07/11/13	FEDERAL HOME LOAN MTG CORP DTD 06/02/2011 1% 07/30/2014 SOLD 1,000 UNITS FEDERAL HOME LOAN MTG CORP DTD 06/02/2011 1% 07/30/2014 ON 07/08/2013 AT 100 8115 THRU CANTOR CLEARING SERV	1,008 11		1,013 14-	5 03-
01/25/13	FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ5303 DTD 11/01/2011 4% 11/01/2041 PAYMENT ON 1,478 69 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ5303 DTD 11/01/2011 4% 11/01/2041 ORIGINAL FACE VALUE 2,000 00 FNMA PASS-THRU LNG 30 YEAR	61 69		64 81-	3 12-
02/25/13	PAYMENT ON 1,417 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ5303 DTD 11/01/2011 4% 11/01/2041 ORIGINAL FACE VALUE 2,000 00 FNMA PASS-THRU LNG 30 YEAR	61 68		64 80-	3 12-
03/25/13	PAYMENT ON 1,355 32 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ5303 DTD 11/01/2011 4% 11/01/2041 ORIGINAL FACE VALUE 2,000 00 FNMA PASS-THRU LNG 30 YEAR	58 12		61 06-	2 94-
04/25/13	PAYMENT ON 1,297 2 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ5303 DTD 11/01/2011 4% 11/01/2041 ORIGINAL FACE VALUE 2,000 00 FNMA PASS-THRU LNG 30 YEAR	50 91		53 49-	2 58-

ACCOUNT STATEMENT

PAGE 95

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
05/28/13	PAYMENT ON 1,246 29 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ5303 DTD 11/01/2011 4% 11/01/2041 ORIGINAL FACE VALUE 2,000 00 FNMA PASS-THRU LNG 30 YEAR	41 95		44 07-	2 12-
06/25/13	PAYMENT ON 1,204 34 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ5303 DTD 11/01/2011 4% 11/01/2041 ORIGINAL FACE VALUE 2,000 00 FNMA PASS-THRU LNG 30 YEAR	46 92		49 30-	2 38-
07/25/13	PAYMENT ON 1,157 42 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ5303 DTD 11/01/2011 4% 11/01/2041 ORIGINAL FACE VALUE 2,000 00 FNMA PASS-THRU LNG 30 YEAR	44 20		46 44-	2 24-
08/26/13	PAYMENT ON 1,113 22 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ5303 DTD 11/01/2011 4% 11/01/2041 ORIGINAL FACE VALUE 2,000 00 FNMA PASS-THRU LNG 30 YEAR	28 26		29 69-	1 43-
09/25/13	PAYMENT ON 1,084 96 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ5303 DTD 11/01/2011 4% 11/01/2041 ORIGINAL FACE VALUE 2,000 00 FNMA PASS-THRU LNG 30 YEAR	17 49		18 38-	0 89-
10/25/13	PAYMENT ON 1,067 47 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ5303 DTD 11/01/2011 4% 11/01/2041 ORIGINAL FACE VALUE 2,000 00 FNMA PASS-THRU LNG 30 YEAR	18 37		19 30-	0 93-
11/25/13	PAYMENT ON 1,049 1 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ5303 DTD 11/01/2011 4% 11/01/2041 ORIGINAL FACE VALUE 2,000 00 FNMA PASS-THRU LNG 30 YEAR	6 50		6 83-	0 33-
12/26/13	PAYMENT ON 1,042 6 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ5303 DTD 11/01/2011 4% 11/01/2041 ORIGINAL FACE VALUE 2,000 00 FNMA PASS-THRU LNG 30 YEAR	6 54		6 87-	0 33-

ACCOUNT STATEMENT

PAGE 96

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
09/25/13	FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ9355 DTD 01/01/2012 3% 01/01/2027 PAYMENT ON 3,625 45 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ9355 DTD 01/01/2012 3% 01/01/2027 ORIGINAL FACE VALUE 5,000 00 FNMA PASS-THRU INT 15 YEAR	57 89		59 67	1 78-
10/25/13	PAYMENT ON 3,567 56 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ9355 DTD 01/01/2012 3% 01/01/2027 ORIGINAL FACE VALUE 5,000 00 FNMA PASS-THRU INT 15 YEAR	37 72		38 88-	1 16-
11/25/13	PAYMENT ON 3,529 84 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ9355 DTD 01/01/2012 3% 01/01/2027 ORIGINAL FACE VALUE 5,000 00 FNMA PASS-THRU INT 15 YEAR	40 89		42 15-	1 26-
12/26/13	PAYMENT ON 3,488 95 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ9355 DTD 01/01/2012 3% 01/01/2027 ORIGINAL FACE VALUE 5,000 00 FNMA PASS-THRU INT 15 YEAR	37 08		38 22-	1 14-
08/26/13	FEDERAL NATIONAL MORTGAGE ASSN POOL #A04144 DTD 06/01/2012 4% 06/01/2042 PAYMENT ON 2,943 49 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #A04144 DTD 06/01/2012 4% 06/01/2042 ORIGINAL FACE VALUE 4,000 00	73 86		76 47-	2 61-
09/27/13	PAYMENT ON 2,869 63 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #A04144 DTD 06/01/2012 4% 06/01/2042 ORIGINAL FACE VALUE 4,000 00 FNMA PASS-THRU LNG 30 YEAR	25 73		26 64-	0 91-
10/25/13	PAYMENT ON 2,843 9 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #A04144 DTD 06/01/2012 4% 06/01/2042 ORIGINAL FACE VALUE 4,000 00 FNMA PASS-THRU LNG 30 YEAR	39 75		41 16-	1 41-
11/25/13	PAYMENT ON 2,804 15 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #A04144 DTD 06/01/2012 4% 06/01/2042 ORIGINAL FACE VALUE 4,000 00 FNMA PASS-THRU LNG 30 YEAR	41 70		43 18-	1 48-

ACCOUNT STATEMENT

PAGE 97

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
12/26/13	PAYMENT ON 2,762 45 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #A04144 DTD 06/01/2012 4% 06/01/2042 ORIGINAL FACE VALUE 4,000 00 FNMA PASS-THRU LNG 30 YEAR	18 10		18 74-	0 64-
	FEDERAL NATIONAL MORTGAGE ASSN POOL #AQ0546 DTD 11/01/2012 3 5% 11/01/2042				
08/26/13	PAYMENT ON 3,738 82 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AQ0546 DTD 11/01/2012 3 5% 11/01/2042 ORIGINAL FACE VALUE 4,000 00 FNMA PASS-THRU LNG 30 YEAR	33 51		33 43-	0 08
09/25/13	PAYMENT ON 3,705 31 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AQ0546 DTD 11/01/2012 3 5% 11/01/2042 ORIGINAL FACE VALUE 4,000 00 FNMA PASS-THRU LNG 30 YEAR	35 77		35 69-	0 08
10/25/13	PAYMENT ON 3,669 54 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AQ0546 DTD 11/01/2012 3 5% 11/01/2042 ORIGINAL FACE VALUE 4,000 00 FNMA PASS-THRU LNG 30 YEAR	22 38		22 33-	0 05
11/25/13	PAYMENT ON 3,647 16 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AQ0546 DTD 11/01/2012 3 5% 11/01/2042 ORIGINAL FACE VALUE 4,000 00 FNMA PASS-THRU LNG 30 YEAR	25 31		25 25	0 06
12/26/13	PAYMENT ON 3,621 85 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AQ0546 DTD 11/01/2012 3 5% 11/01/2042 ORIGINAL FACE VALUE 4,000 00 FNMA PASS-THRU LNG 30 YEAR	38 40		38 31-	0 09
	FEDERAL NATIONAL MORTGAGE ASSN POOL #889958 DTD 10/01/2008 5% 10/01/2023				
01/25/13	PAYMENT ON 3,864 57 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #889958 DTD 10/01/2008 5% 10/01/2023 ORIGINAL FACE VALUE 21,000 00 FNMA PASS-THRU INT 15 YEAR	161 16		174 48-	13 32-

ACCOUNT STATEMENT

PAGE 98

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
02/25/13	PAYMENT ON 3,703 41 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #889958 DTD 10/01/2008 5% 10/01/2023 ORIGINAL FACE VALUE 21,000 00 FNMA PASS-THRU INT 15 YEAR	175 51		190 02-	14 51
03/25/13	PAYMENT ON 3,527 9 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #889958 DTD 10/01/2008 5% 10/01/2023 ORIGINAL FACE VALUE 21,000 00 FNMA PASS-THRU INT 15 YEAR	152 41		165 01-	12 60-
04/25/13	PAYMENT ON 3,375 49 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #889958 DTD 10/01/2008 5% 10/01/2023 ORIGINAL FACE VALUE 21,000 00 FNMA PASS-THRU INT 15 YEAR	135 67		146 88	11 21-
05/28/13	PAYMENT ON 3,239 82 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #889958 DTD 10/01/2008 5% 10/01/2023 ORIGINAL FACE VALUE 21,000 00 FNMA PASS-THRU INT 15 YEAR	143 28		155 12-	11 84-
06/25/13	PAYMENT ON 3,096 54 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #889958 DTD 10/01/2008 5% 10/01/2023 ORIGINAL FACE VALUE 21,000 00 FNMA PASS-THRU INT 15 YEAR	163 49		177 00-	13 51-
07/25/13	PAYMENT ON 2,933 05 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #889958 DTD 10/01/2008 5% 10/01/2023 ORIGINAL FACE VALUE 21,000 00 FNMA PASS-THRU INT 15 YEAR	144 15		156 07-	11 92-
08/26/13	PAYMENT ON 2,788 9 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #889958 DTD 10/01/2008 5% 10/01/2023 ORIGINAL FACE VALUE 21,000 00 FNMA PASS-THRU INT 15 YEAR	134 94		146 09-	11 15-
09/25/13	PAYMENT ON 2,653 96 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #889958 DTD 10/01/2008 5% 10/01/2023 ORIGINAL FACE VALUE 21,000 00 FNMA PASS-THRU INT 15 YEAR	116 01		125 60-	9 59-

ACCOUNT STATEMENT

PAGE 99

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
10/25/13	PAYMENT ON 2,537 95 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #889958 DTD 10/01/2008 5% 10/01/2023 ORIGINAL FACE VALUE 21,000 00 FNMA PASS-THRU INT 15 YEAR	77 63		84 05	6 42-
11/25/13	PAYMENT ON 2,460 32 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #889958 DTD 10/01/2008 5% 10/01/2023 ORIGINAL FACE VALUE 21,000 00 FNMA PASS-THRU INT 15 YEAR	100 28		108 57-	8 29-
12/26/13	PAYMENT ON 2,360 04 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #889958 DTD 10/01/2008 5% 10/01/2023 ORIGINAL FACE VALUE 21,000 00 FNMA PASS-THRU INT 15 YEAR	78 64		85 14-	6 50-
01/25/13	FEDERAL NATIONAL MORTGAGE ASSN POOL #931409 DTD 06/01/2009 4% 06/01/2024 PAYMENT ON 2,717 46 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #931409 DTD 06/01/2009 4% 06/01/2024 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU INT 15 YEAR	113 30		120 33	7 03-
02/25/13	PAYMENT ON 2,604 16 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #931409 DTD 06/01/2009 4% 06/01/2024 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU INT 15 YEAR	100 64		106 88-	6 24-
03/25/13	PAYMENT ON 2,503 52 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #931409 DTD 06/01/2009 4% 06/01/2024 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU INT 15 YEAR	104 14		110 60-	6 46-
04/25/13	PAYMENT ON 2,399 38 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #931409 DTD 06/01/2009 4% 06/01/2024 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU INT 15 YEAR	88 76		94 27-	5 51-
05/28/13	PAYMENT ON 2,310 62 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #931409 DTD 06/01/2009 4% 06/01/2024 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU INT 15 YEAR	92 36		98 09-	5 73-

ACCOUNT STATEMENT

PAGE 100

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
06/25/13	PAYMENT ON 2,218 26 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #931409 DTD 06/01/2009 4% 06/01/2024 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU INT 15 YEAR	90 38		95 99-	5 61-
07/25/13	PAYMENT ON 2,127 88 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #931409 DTD 06/01/2009 4% 06/01/2024 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU INT 15 YEAR	89 16		94 69-	5 53
08/26/13	PAYMENT ON 2,038 72 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #931409 DTD 06/01/2009 4% 06/01/2024 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU INT 15 YEAR	73 19		77 73-	4 54-
09/25/13	PAYMENT ON 1,965 53 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #931409 DTD 06/01/2009 4% 06/01/2024 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU INT 15 YEAR	80 49		85 48-	4 99-
10/25/13	PAYMENT ON 1,885 04 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #931409 DTD 06/01/2009 4% 06/01/2024 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU INT 15 YEAR	47 87		50 84	2 97-
11/25/13	PAYMENT ON 1,837 17 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #931409 DTD 06/01/2009 4% 06/01/2024 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU INT 15 YEAR	22 74		24 15-	1 41-
12/26/13	PAYMENT ON 1,814 43 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #931409 DTD 06/01/2009 4% 06/01/2024 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU INT 15 YEAR	67 15		71 32	4 17-
01/25/13	FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5 5% 04/01/2034 PAYMENT ON 1,167 44 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5 5% 04/01/2034 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU LNG 30 YEAR	82 18		90 21-	8 03-

ACCOUNT STATEMENT

PAGE 101

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
02/25/13	PAYMENT ON 1,085 26 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5 5% 04/01/2034 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU LNG 30 YEAR	72 45		79 53-	7 08-
03/25/13	PAYMENT ON 1,012 81 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5 5% 04/01/2034 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU LNG 30 YEAR	43 79		48 07-	4 28-
04/25/13	PAYMENT ON 969 02 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5 5% 04/01/2034 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU LNG 30 YEAR	57 53		63 15-	5 62-
05/28/13	PAYMENT ON 911 49 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5 5% 04/01/2034 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU LNG 30 YEAR	58 17		63 85	5 68-
06/25/13	PAYMENT ON 853 32 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5 5% 04/01/2034 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU LNG 30 YEAR	43 03		47 23-	4 20-
07/25/13	PAYMENT ON 810 29 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5 5% 04/01/2034 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU LNG 30 YEAR	29 88		32 80-	2 92-
08/26/13	PAYMENT ON 780 41 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5 5% 04/01/2034 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU LNG 30 YEAR	40 04		43 95-	3 91-
09/25/13	PAYMENT ON 740 37 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5 5% 04/01/2034 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU LNG 30 YEAR	26 37		28 94-	2 57-

ACCOUNT STATEMENT

PAGE 102

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
10/25/13	PAYMENT ON 714 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5 5% 04/01/2034 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU LNG 30 YEAR	22 89		25 13-	2 24-
11/25/13	PAYMENT ON 691 11 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5 5% 04/01/2034 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU LNG 30 YEAR	23 33		25 61-	2 28-
12/26/13	PAYMENT ON 667 78 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5 5% 04/01/2034 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU LNG 30 YEAR	20 32		22 30-	1 98
01/25/13	FEDERAL NATIONAL MORTGAGE ASSN POOL #995627 DTD 03/01/2009 5% 02/01/2039 PAYMENT ON 2,757 28 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #995627 DTD 03/01/2009 5% 02/01/2039 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU LNG 30 YEAR	119 19		129 88	10 69-
02/25/13	PAYMENT ON 2,638 09 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #995627 DTD 03/01/2009 5% 02/01/2039 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU LNG 30 YEAR	116 34		126 77	10 43-
03/25/13	PAYMENT ON 2,521 75 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #995627 DTD 03/01/2009 5% 02/01/2039 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU LNG 30 YEAR	118 10		128 69-	10 59-
04/25/13	PAYMENT ON 2,403 65 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #995627 DTD 03/01/2009 5% 02/01/2039 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU LNG 30 YEAR	108 80		118 56-	9 76-
05/28/13	PAYMENT ON 2,294 85 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #995627 DTD 03/01/2009 5% 02/01/2039 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU LNG 30 YEAR	109 11		118 90-	9 79-

ACCOUNT STATEMENT

PAGE 103

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
06/25/13	PAYMENT ON 2,185 74 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #995627 DTD 03/01/2009 5% 02/01/2039 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU LNG 30 YEAR	100 26		109 25	8 99-
07/25/13	PAYMENT ON 2,085 48 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #995627 DTD 03/01/2009 5% 02/01/2039 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU LNG 30 YEAR	108 47		118 20	9 73-
08/26/13	PAYMENT ON 1,977 01 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #995627 DTD 03/01/2009 5% 02/01/2039 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU LNG 30 YEAR	95 98		104 59-	8 61-
09/25/13	PAYMENT ON 1,881 03 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #995627 DTD 03/01/2009 5% 02/01/2039 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU LNG 30 YEAR	70 97		77 33-	6 36
10/25/13	PAYMENT ON 1,810 06 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #995627 DTD 03/01/2009 5% 02/01/2039 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU LNG 30 YEAR	54 39		59 27-	4 88-
11/25/13	PAYMENT ON 1,755 67 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #995627 DTD 03/01/2009 5% 02/01/2039 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU LNG 30 YEAR	43 32		47 20-	3 88-
12/26/13	PAYMENT ON 1,712 35 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #995627 DTD 03/01/2009 5% 02/01/2039 ORIGINAL FACE VALUE 9,000 00 FNMA PASS-THRU LNG 30 YEAR	36 65		39 94-	3 29
01/25/13	FEDERAL NATIONAL MORTGAGE ASSN POOL # AD6432 DTD 06/01/2010 4 5% 06/01/2040 PAYMENT ON 1,515 05 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL # AD6432 DTD 06/01/2010 4 5% 06/01/2040 ORIGINAL FACE VALUE 3,000 00 FNMA PASS-THRU LNG 30 YEAR	64 55		68 77-	4 22-

ACCOUNT STATEMENT

PAGE 104

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
02/25/13	PAYMENT ON 1,450 5 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL # AD6432 DTD 06/01/2010 4 5% 06/01/2040 ORIGINAL FACE VALUE 3,000 00 FNMA PASS-THRU LNG 30 YEAR	61 52		65 54-	4 02-
03/25/13	PAYMENT ON 1,388 98 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL # AD6432 DTD 06/01/2010 4 5% 06/01/2040 ORIGINAL FACE VALUE 3,000 00 FNMA PASS-THRU LNG 30 YEAR	57 30		61 04-	3 74-
04/25/13	PAYMENT ON 1,331 68 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL # AD6432 DTD 06/01/2010 4 5% 06/01/2040 ORIGINAL FACE VALUE 3,000 00 FNMA PASS-THRU LNG 30 YEAR	57 15		60 88-	3 73-
05/28/13	PAYMENT ON 1,274 53 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL # AD6432 DTD 06/01/2010 4 5% 06/01/2040 ORIGINAL FACE VALUE 3,000 00 FNMA PASS-THRU LNG 30 YEAR	52 87		56 32-	3 45-
06/25/13	PAYMENT ON 1,221 66 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL # AD6432 DTD 06/01/2010 4 5% 06/01/2040 ORIGINAL FACE VALUE 3,000 00 FNMA PASS-THRU LNG 30 YEAR	58 83		62 67-	3 84-
07/25/13	PAYMENT ON 1,162 83 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL # AD6432 DTD 06/01/2010 4 5% 06/01/2040 ORIGINAL FACE VALUE 3,000 00 FNMA PASS-THRU LNG 30 YEAR	51 45		54 81-	3 36-
08/26/13	PAYMENT ON 1,111 38 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL # AD6432 DTD 06/01/2010 4 5% 06/01/2040 ORIGINAL FACE VALUE 3,000 00 FNMA PASS-THRU LNG 30 YEAR	47 56		50 67-	3 11-
09/25/13	PAYMENT ON 1,063 82 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL # AD6432 DTD 06/01/2010 4 5% 06/01/2040 ORIGINAL FACE VALUE 3,000 00 FNMA PASS-THRU LNG 30 YEAR	29 19		31 10-	1 91-

ACCOUNT STATEMENT

PAGE 105

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
10/25/13	PAYMENT ON 1,034 63 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL # AD6432 DTD 06/01/2010 4 5% 06/01/2040 ORIGINAL FACE VALUE 3,000 00 FNMA PASS-THRU LNG 30 YEAR	15 88		16 92-	1 04-
11/25/13	PAYMENT ON 1,018 75 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL # AD6432 DTD 06/01/2010 4 5% 06/01/2040 ORIGINAL FACE VALUE 3,000 00 FNMA PASS-THRU LNG 30 YEAR	10 63		11 32-	0 69
12/26/13	PAYMENT ON 1,008 12 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL # AD6432 DTD 06/01/2010 4 5% 06/01/2040 ORIGINAL FACE VALUE 3,000 00 FNMA PASS-THRU LNG 30 YEAR	14 05		14 97-	0 92-
01/25/13	FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4 5% 11/01/2033 PAYMENT ON 1,269 05 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4 5% 11/01/2033 ORIGINAL FACE VALUE 3,000 00 FNMA PASS-THRU LNG 30 YEAR	60 04		64 58-	4 54-
02/25/13	PAYMENT ON 1,209 01 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4 5% 11/01/2033 ORIGINAL FACE VALUE 3,000 00 FNMA PASS-THRU LNG 30 YEAR	52 76		56 75-	3 99-
03/25/13	PAYMENT ON 1,156 25 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4 5% 11/01/2033 ORIGINAL FACE VALUE 3,000 00 FNMA PASS-THRU LNG 30 YEAR	52 81		56 80-	3 99-
04/25/13	PAYMENT ON 1,103 44 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4 5% 11/01/2033 ORIGINAL FACE VALUE 3,000 00 FNMA PASS-THRU LNG 30 YEAR	42 69		45 92-	3 23-
05/28/13	PAYMENT ON 1,060 75 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4 5% 11/01/2033 ORIGINAL FACE VALUE 3,000 00 FNMA PASS-THRU LNG 30 YEAR	49 10		52 81-	3 71-

ACCOUNT STATEMENT

PAGE 106

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
06/25/13	PAYMENT ON 1,011 65 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4 5% 11/01/2033 ORIGINAL FACE VALUE 3,000 00 FNMA PASS-THRU LNG 30 YEAR	43 39		46 67 -	3 28 -
07/25/13	PAYMENT ON 968 26 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4 5% 11/01/2033 ORIGINAL FACE VALUE 3,000 00 FNMA PASS-THRU LNG 30 YEAR	43 13		46 39 -	3 26 -
08/26/13	PAYMENT ON 925 13 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4 5% 11/01/2033 ORIGINAL FACE VALUE 3,000 00 FNMA PASS-THRU LNG 30 YEAR	34 41		37 01 -	2 60
09/25/13	PAYMENT ON 890 72 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4 5% 11/01/2033 ORIGINAL FACE VALUE 3,000 00 FNMA PASS-THRU LNG 30 YEAR	26 46		28 46 -	2 00 -
10/25/13	PAYMENT ON 864 26 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4 5% 11/01/2033 ORIGINAL FACE VALUE 3,000 00 FNMA PASS-THRU LNG 30 YEAR	18 84		20 27 -	1 43 -
11/25/13	PAYMENT ON 845 42 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4 5% 11/01/2033 ORIGINAL FACE VALUE 3,000 00 FNMA PASS-THRU LNG 30 YEAR	15 88		17 08 -	1 20 -
12/26/13	PAYMENT ON 829 54 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4 5% 11/01/2033 ORIGINAL FACE VALUE 3,000 00 FNMA PASS-THRU LNG 30 YEAR	19 10		20 54 -	1 44 -
04/25/13	FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0981 DTD 02/01/2011 3 5% 03/01/2041 PAYMENT ON 3,993 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0981 DTD 02/01/2011 3 5% 03/01/2041 ORIGINAL FACE VALUE 6,000 00 FNMA PASS-THRU LNG 30 YEAR	96 06		101 45 -	5 39 -

ACCOUNT STATEMENT

PAGE 107

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
05/28/13	PAYMENT ON 3,896 94 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0981 DTD 02/01/2011 3 5% 03/01/2041 ORIGINAL FACE VALUE 6,000 00 FNMA PASS-THRU LNG 30 YEAR	78 61		83 02-	4 41-
06/25/13	PAYMENT ON 3,818 33 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0981 DTD 02/01/2011 3 5% 03/01/2041 ORIGINAL FACE VALUE 6,000 00 FNMA PASS-THRU LNG 30 YEAR	102 15		107 88-	5 73-
07/25/13	PAYMENT ON 3,716 18 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0981 DTD 02/01/2011 3 5% 03/01/2041 ORIGINAL FACE VALUE 6,000 00 FNMA PASS-THRU LNG 30 YEAR	90 52		95 60	5 08-
08/26/13	PAYMENT ON 3,625 66 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0981 DTD 02/01/2011 3 5% 03/01/2041 ORIGINAL FACE VALUE 6,000 00 FNMA PASS-THRU LNG 30 YEAR	65 17		68 83-	3 66
09/25/13	PAYMENT ON 3,560 49 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0981 DTD 02/01/2011 3 5% 03/01/2041 ORIGINAL FACE VALUE 6,000 00 FNMA PASS-THRU LNG 30 YEAR	42 73		45 13	2 40-
10/25/13	PAYMENT ON 3,517 76 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0981 DTD 02/01/2011 3 5% 03/01/2041 ORIGINAL FACE VALUE 6,000 00 FNMA PASS-THRU LNG 30 YEAR	28 92		30 54-	1 62-
11/25/13	PAYMENT ON 3,488 84 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0981 DTD 02/01/2011 3 5% 03/01/2041 ORIGINAL FACE VALUE 6,000 00 FNMA PASS-THRU LNG 30 YEAR	30 02		31 70	1 68-
12/26/13	PAYMENT ON 3,458 82 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0981 DTD 02/01/2011 3 5% 03/01/2041 ORIGINAL FACE VALUE 6,000 00 FNMA PASS-THRU LNG 30 YEAR	29 46		31 11-	1 65-

ACCOUNT STATEMENT

PAGE 108

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
01/25/13	FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3895 DTD 10/01/2010 3 5% 11/01/2025 PAYMENT ON 2,883 67 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3895 DTD 10/01/2010 3 5% 11/01/2025 ORIGINAL FACE VALUE 5,000 00 FNMA PASS-THRU INT 15 YEAR	133 68		140 36-	6 68-
02/25/13	PAYMENT ON 2,749 99 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3895 DTD 10/01/2010 3 5% 11/01/2025 ORIGINAL FACE VALUE 5,000 00 FNMA PASS-THRU INT 15 YEAR	143 71		150 90-	7 19-
03/25/13	PAYMENT ON 2,606 28 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3895 DTD 10/01/2010 3 5% 11/01/2025 ORIGINAL FACE VALUE 5,000 00 FNMA PASS-THRU INT 15 YEAR	49 74		52 23-	2 49-
04/25/13	PAYMENT ON 2,556 54 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3895 DTD 10/01/2010 3 5% 11/01/2025 ORIGINAL FACE VALUE 5,000 00 FNMA PASS-THRU INT 15 YEAR	109 89		115 38-	5 49-
05/28/13	PAYMENT ON 2,446 65 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3895 DTD 10/01/2010 3 5% 11/01/2025 ORIGINAL FACE VALUE 5,000 00 FNMA PASS-THRU INT 15 YEAR	137 04		143 89-	6 85-
06/25/13	PAYMENT ON 2,309 61 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3895 DTD 10/01/2010 3 5% 11/01/2025 ORIGINAL FACE VALUE 5,000 00 FNMA PASS-THRU INT 15 YEAR	90 54		95 07-	4 53
07/25/13	PAYMENT ON 2,219 07 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3895 DTD 10/01/2010 3 5% 11/01/2025 ORIGINAL FACE VALUE 5,000 00 FNMA PASS-THRU INT 15 YEAR	110 22		115 73-	5 51-
08/26/13	PAYMENT ON 2,108 85 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3895 DTD 10/01/2010 3 5% 11/01/2025 ORIGINAL FACE VALUE 5,000 00 FNMA PASS-THRU INT 15 YEAR	79 03		82 98-	3 95-

ACCOUNT STATEMENT

PAGE 109

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
09/25/13	PAYMENT ON 2,029 82 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3895 DTD 10/01/2010 3 5% 11/01/2025 ORIGINAL FACE VALUE 5,000 00 FNMA PASS-THRU INT 15 YEAR	52 19		54 80-	2 61-
10/25/13	PAYMENT ON 1,977 63 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3895 DTD 10/01/2010 3 5% 11/01/2025 ORIGINAL FACE VALUE 5,000 00 FNMA PASS-THRU INT 15 YEAR	17 51		18 39-	0 88-
11/25/13	PAYMENT ON 1,960 12 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3895 DTD 10/01/2010 3 5% 11/01/2025 ORIGINAL FACE VALUE 5,000 00 FNMA PASS-THRU INT 15 YEAR	58 00		60 90-	2 90-
12/26/13	PAYMENT ON 1,902 12 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3895 DTD 10/01/2010 3 5% 11/01/2025 ORIGINAL FACE VALUE 5,000 00 FNMA PASS-THRU INT 15 YEAR	23 21		24 37-	1 16-
08/26/13	FEDERAL NATIONAL MORTGAGE ASSN POOL #AE7731 DTD 11/01/2010 4 5% 11/01/2040 PAYMENT ON 4,973 74 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE7731 DTD 11/01/2010 4 5% 11/01/2040 ORIGINAL FACE VALUE 10,000 00 FNMA PASS-THRU LNG 30 YEAR	154 70		162 63-	7 93-
09/25/13	PAYMENT ON 4,819 04 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE7731 DTD 11/01/2010 4 5% 11/01/2040 ORIGINAL FACE VALUE 10,000 00 FNMA PASS-THRU LNG 30 YEAR	117 47		123 49-	6 02-
10/25/13	PAYMENT ON 4,701 57 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE7731 DTD 11/01/2010 4 5% 11/01/2040 ORIGINAL FACE VALUE 10,000 00 FNMA PASS-THRU LNG 30 YEAR	52 00		54 67-	2 67-
11/25/13	PAYMENT ON 4,649 57 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE7731 DTD 11/01/2010 4 5% 11/01/2040 ORIGINAL FACE VALUE 10,000 00 FNMA PASS-THRU LNG 30 YEAR	84 46		88 79-	4 33-

ACCOUNT STATEMENT

PAGE 110

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
12/26/13	PAYMENT ON 4,565 11 UNITS FEDERAL NATIONAL MORTGAGE ASSN POOL #AE7731 DTD 11/01/2010 4 5% 11/01/2040 ORIGINAL FACE VALUE 10,000 00 FNMA PASS-THRU LNG 30 YEAR	54 68		57 48-	2 80-
02/01/13	GENERAL ELECTRIC CO 5% 02/01/2013 MATURED 2,000 UNITS GENERAL ELECTRIC CO 5% 02/01/2013	2,000 00		2 071 96-	71 96-
08/21/13	HASBRO INC SOLD 175 SHS HASBRO INC ON 08/16/2013 AT 45 00 THRU GOLDMAN SACHS EXECUTION/CLEARING COMMISSIONS PAID 10 50 EXPENSES PAID 0 14	7,864 36		6,150 69-	1,713 67
10/09/13	INTERNATIONAL BUSINESS MACHINES DTD 07/22/2011 1 95% 07/22/2016 SOLD 1,000 UNITS INTERNATIONAL BUSINESS MACHINES DTD 07/22/2011 1 95% 07/22/2016 ON 10/04/2013 AT 103 043 THRU NATIONAL FINANCIAL SERVICES CORPORATION	1,030 43		1,039 44-	9 01-
12/30/13	JUNIPER NETWORKS INC SOLD 385 SHS JUNIPER NETWORKS INC ON 12/24/2013 AT 21 7501 THRU GOLDMAN SACHS EXECUTION/CLEARING COMMISSIONS PAID 23 10 EXPENSES PAID 0 15	8,350 54		7,269 65-	1,080 89
08/21/13	LABORATORY CORP AMER HLDGS COM NEW SOLD 65 SHS LABORATORY CORP AMER HLDGS COM NEW ON 08/16/2013 AT 96 8301 THRU GOLDMAN SACHS EXECUTION/CLEARING COMMISSIONS PAID 3 90 EXPENSES PAID 0 11	6,289 95		5,902 25-	387 70
12/30/13	LEGGETT & PLATT INC SOLD 150 SHS LEGGETT & PLATT INC ON 12/24/2013 AT 31 0701 THRU GOLDMAN SACHS EXECUTION/CLEARING COMMISSIONS PAID 9 00 EXPENSES PAID 0 09	4,651 43		3,227 48-	1,423 95
12/30/13	MEADWESTVACO CORPORATION SOLD 210 SHS MEADWESTVACO CORPORATION ON 12/24/2013 AT 36 6601 THRU GOLDMAN SACHS EXECUTION/CLEARING COMMISSIONS PAID 12 60 EXPENSES PAID 0 14	7,685 88		5,749 03-	1,936 85

ACCOUNT STATEMENT

PAGE 111

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
08/09/13	MERRILL LYNCH & CO INC SERIES MTN DTD 04/25/08 6 875% 04/25/2018 SOLD 1,000 UNITS MERRILL LYNCH & CO INC SERIES MTN DTD 04/25/08 6 875% 04/25/2018 ON 08/06/2013 AT 117 761 THRU MORGAN STANLEY DW INC	1,177 61		1,213 04-	35 43
03/01/13	MICROSOFT CORP SOLD 200 SHS MICROSOFT CORP ON 02/26/2013 AT 27 3601 THRU GOLDMAN SACHS EXECUTION/CLEARING COMMISSIONS PAID 12 00 EXPENSES PAID 0 13	5,459 89		6,249 58-	789 69-
09/12/13	MORGAN STANLEY DTD 11/20/2009 4 2% 11/20/2014 SOLD 1,000 UNITS MORGAN STANLEY DTD 11/20/2009 4 2% 11/20/2014 ON 09/09/2013 AT 103 241 THRU CLEARVIEW CORRESPONDENT SERVICES LLC	1,032 41		1,047 28-	14 87-
08/21/13	NYSE EURONEXT SOLD 235 SHS NYSE EURONEXT ON 08/16/2013 AT 42 0101 THRU GOLDMAN SACHS EXECUTION/CLEARING COMMISSIONS PAID 14 10 EXPENSES PAID 0 18	9,858 09		6,568 62-	3,289 47
02/26/13	OCCIDENTAL PETE CORP SOLD 70 SHS OCCIDENTAL PETE CORP ON 02/21/2013 AT 83 3201 THRU GOLDMAN SACHS EXECUTION/CLEARING COMMISSIONS PAID 4 20 EXPENSES PAID 0 14	5,828 07		6,598 91-	770 84
06/11/13	ONTARIO (PROVINCE OF) DTD 01/27/2011 1 375% 01/27/2014 SOLD 1,000 UNITS ONTARIO (PROVINCE OF) DTD 01/27/2011 1 375% 01/27/2014 ON 06/06/2013 AT 100 667 THRU CANTOR CLEARING SERV	1,006 67		1,016 02-	9 35-
08/09/13	ORACLE CORPORATION DTD 04/09/08 5 75% 04/15/2018 SOLD 1,000 UNITS ORACLE CORPORATION DTD 04/09/08 5 75% 04/15/2018 ON 08/06/2013 AT 116 975 THRU PERSHING LLC	1,169 75		1,218 23-	48 48-
08/21/13	PHILLIPS 66 SOLD 60 SHS PHILLIPS 66 ON 08/16/2013 AT 56 24 THRU GOLDMAN SACHS EXECUTION/CLEARING COMMISSIONS PAID 3 60 EXPENSES PAID 0 06	3,370 74		3,684 60-	313 86-

ACCOUNT STATEMENT

PAGE 112

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
08/21/13	PRUDENTIAL FINANCIAL INC SOLD 65 SHS PRUDENTIAL FINANCIAL INC ON 08/16/2013 AT 79 2302 THRU GOLDMAN SACHS EXECUTION/CLEARING COMMISSIONS PAID 3 90 EXPENSES PAID 0 09	5,145 97		4,038 09-	1,107 88
10/09/13	PRUDENTIAL FINANCIAL DTD 11/18/2010 4 5% 11/15/2020 SOLD 1,000 UNITS PRUDENTIAL FINANCIAL DTD 11/18/2010 4 5% 11/15/2020 ON 10/04/2013 AT 107 80 THRU HAPOALIM SECURITIES USA INC	1,078 00		1,123 66-	45 66-
08/09/13	ROYAL BANK OF CANADA DTD 09/19/2012 1 2% 09/19/2017 SOLD 1,000 UNITS ROYAL BANK OF CANADA DTD 09/19/2012 1 2% 09/19/2017 ON 08/06/2013 AT 98 042 THRU HAPOALIM SECURITIES USA INC	980 42		1,002 81-	22 39-
07/15/13	SOUTHERN CO SOLD 125 SHS SOUTHERN CO ON 07/10/2013 AT 44 0574 THRU CONVERGEX COMMISSIONS PAID 5 00 EXPENSES PAID 0 10	5,502 07		5,602 00-	99 93
03/01/13	SPECTRA ENERGY CORP SOLD 225 SHS SPECTRA ENERGY CORP ON 02/26/2013 AT 28 95 THRU GOLDMAN SACHS EXECUTION/CLEARING COMMISSIONS PAID 13 50 EXPENSES PAID 0 15	6,500 10		6,841 75-	341 65-
08/09/13	TARGET CORP CALLABLE 5 375% 05/01/2017 SOLD 1,000 UNITS TARGET CORP CALLABLE 5 375% 05/01/2017 ON 08/06/2013 AT 114 191 THRU HAPOALIM SECURITIES USA INC	1,141 91		1,183 15-	41 24-
01/07/13	TEVA PHARMA FIN IV LLC DTD 11/10/2011 1 7% 11/10/2014 REDEEMED 01/07/2013 2,000 UNITS TEVA PHARMA FIN IV LLC DTD 11/10/2011 1 7% 11/10/2014	2,045 94		2,037 10-	8 84
12/30/13	3M CO SOLD 10 SHS 3M CO ON 12/24/2013 AT 136 9231 THRU GOLDMAN SACHS EXECUTION/CLEARING COMMISSIONS PAID 0 60 EXPENSES PAID 0 03	1,368 60		889 80-	478 80

ACCOUNT STATEMENT

PAGE 113

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
08/21/13	TIFFANY & CO SOLD 70 SHS TIFFANY & CO ON 08/16/2013 AT 79 56 THRU GOLDMAN SACHS EXECUTION/CLEARING COMMISSIONS PAID 4 20 EXPENSES PAID 0 10	5,564 90		4,518 47-	1,046 43
05/09/13	TIME WARNER CABLE 6 75% 07/01/2018 SOLD 1,000 UNITS TIME WARNER CABLE 6 75% 07/01/2018 ON 05/06/2013 AT 123 438 THRU CLEARVIEW CORRESPONDENT SERVICES LLC	1,234 38		1,226 63-	7 75
08/21/13	US BANCORP DEL SOLD 180 SHS US BANCORP DEL ON 08/16/2013 AT 36 8201 THRU GOLDMAN SACHS EXECUTION/CLEARING COMMISSIONS PAID 10 80 EXPENSES PAID 0 12	6,616 70		5,558 46-	1,058 24
08/09/13	UNITED STATES TREASURY N/B DTD 11/15/2010 2 625% 11/15/2020 SOLD 1,000 UNITS UNITED STATES TREASURY N/B DTD 11/15/2010 2 625% 11/15/2020 ON 08/06/2013 AT 103 6602 THRU ICBC FINANCIAL SERVICES LLC	1,036 60		1,094 42-	57 82-
02/01/13	UNITED STATES TREASURY DTD 11/30/2010 1 375% 11/30/2015 SOLD 2,000 UNITS UNITED STATES TREASURY DTD 11/30/2010 1 375% 11/30/2015 ON 01/29/2013 AT 102 6914 THRU MORGAN STANLEY	2,053 83		2 061 68-	7 85-
02/19/13	SOLD 2,000 UNITS UNITED STATES TREASURY DTD 11/30/2010 1 375% 11/30/2015 ON 02/13/2013 AT 102 6484 THRU MORGAN STANLEY	2,052 97		2,061 68-	8 71-
02/27/13	SOLD 30,000 UNITS UNITED STATES TREASURY DTD 11/30/2010 1 375% 11/30/2015 ON 02/26/2013 AT 102 8516 THRU MORGAN STANLEY	30,855 47		30,881 56-	26 09-
03/06/13	SOLD 1,000 UNITS UNITED STATES TREASURY DTD 11/30/2010 1 375% 11/30/2015 ON 03/01/2013 AT 102 8672 THRU JEFFERIES AND CO - BONDS DIRECT DIVISION	1,028 68		1,027 27-	1 41
03/07/13	SOLD 1,000 UNITS UNITED STATES TREASURY DTD 11/30/2010 1 375% 11/30/2015 ON 03/04/2013 AT 102 8555 THRU JEFFERIES AND CO - BONDS DIRECT DIVISION	1,028 56		1,027 27-	1 29

ACCOUNT STATEMENT

PAGE 114

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
03/11/13	SOLD 138,000 UNITS UNITED STATES TREASURY DTD 11/30/2010 1 375% 11/30/2015 ON 03/06/2013 AT 102 7656 THRU MORGAN STANLEY	141,816 56		141,762 65-	53 91
03/14/13	SOLD 1,000 UNITS UNITED STATES TREASURY DTD 11/30/2010 1 375% 11/30/2015 ON 03/11/2013 AT 102 6875 THRU JEFFERIES AND CO - BONDS DIRECT DIVISION	1,026 87		1,027 27-	0 40-
04/01/13	SOLD 1,000 UNITS UNITED STATES TREASURY DTD 11/30/2010 1 375% 11/30/2015 ON 03/26/2013 AT 102 7188 THRU JEFFERIES AND CO - BONDS DIRECT DIVISION	1,027 19		1,027 27-	0 08-
04/09/13	SOLD 3,000 UNITS UNITED STATES TREASURY DTD 11/30/2010 1 375% 11/30/2015 ON 04/04/2013 AT 102 8008 THRU MLPFS INC/FIXED INCOME	3,084 02		3,081 80-	2 22
05/03/13	SOLD 4,000 UNITS UNITED STATES TREASURY DTD 11/30/2010 1 375% 11/30/2015 ON 05/01/2013 AT 102 832 THRU G X CLARKE AND COMPANY	4,113 29		4,109 06-	4 23
05/16/13	SOLD 1,000 UNITS UNITED STATES TREASURY DTD 11/30/2010 1 375% 11/30/2015 ON 05/15/2013 AT 102 6758 THRU JEFFERIES AND CO - BONDS DIRECT DIVISION	1,026 76		1,027 62-	0 86-
05/17/13	SOLD 4,000 UNITS UNITED STATES TREASURY DTD 11/30/2010 1 375% 11/30/2015 ON 05/16/2013 AT 102 7109 THRU JEFFERIES AND CO - BONDS DIRECT DIVISION	4,108 44		4,109 41-	0 97-
06/10/13	SOLD 1,000 UNITS UNITED STATES TREASURY DTD 11/30/2010 1 375% 11/30/2015 ON 06/06/2013 AT 102 4688 THRU JEFFERIES AND CO - BONDS DIRECT DIVISION	1,024 68		1,027 27-	2 59-
06/20/13	SOLD 1,000 UNITS UNITED STATES TREASURY DTD 11/30/2010 1 375% 11/30/2015 ON 06/18/2013 AT 102 4141 THRU JEFFERIES AND CO - BONDS DIRECT DIVISION	1,024 15		1,027 27-	3 12-
07/11/13	SOLD 12,000 UNITS UNITED STATES TREASURY DTD 11/30/2010 1 375% 11/30/2015 ON 07/08/2013 AT 101 9961 THRU MORGAN STANLEY	12,239 54		12,327 18-	87 64-

ACCOUNT STATEMENT

PAGE 115

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
07/15/13	SOLD 3,000 UNITS UNITED STATES TREASURY DTD 11/30/2010 1 375% 11/30/2015 ON 07/12/2013 AT 102 1758 THRU JEFFERIES AND CO - BONDS DIRECT DIVISION	3,065 27		3,081 79-	16 52-
	VERIZON COMMUNICATIONS 5 55% 02/15/2016				
08/09/13	SOLD 1,000 UNITS VERIZON COMMUNICATIONS 5 55% 02/15/2016 ON 08/06/2013 AT 110 831 THRU PERSHING LLC	1,108 31		1,135 84-	27 53-
	WACHOVIA CORP DTD 06/08/07 5 75% 06/15/2017				
08/09/13	SOLD 1,000 UNITS WACHOVIA CORP DTD 06/08/07 5 75% 06/15/2017 ON 08/06/2013 AT 114 662 THRU CLEARVIEW CORRESPONDENT SERVICES LLC	1,146 62		1,177 71-	31 09
	WASTE MANAGEMENT INC				
12/30/13	SOLD 60 SHS WASTE MANAGEMENT INC ON 12/24/2013 AT 45 02 THRU GOLDMAN SACHS EXECUTION/CLEARING COMMISSIONS PAID 3 60 EXPENSES PAID 0 05	2,697 55		2,105 13-	592 42
TOTAL SALES		434,943 98	0 00	419,455 88-	15,488 10
BUYS					
	AFLAC INC				
12/30/13	PURCHASED 90 SHS AFLAC INC ON 12/24/2013 AT 66 3999 THRU CONVERGEX COMMISSIONS PAID 5 40	5,981 39-		5,981 39	
	AT&T INC				
12/30/13	PURCHASED 90 SHS AT&T INC ON 12/24/2013 AT 34 93 THRU CONVERGEX COMMISSIONS PAID 5 40	3,149 10-		3,149 10	
	AT&T INC DTD 05/13/08 5 6% 05/15/2018				
03/11/13	PURCHASED 2,000 UNITS AT&T INC DTD 05/13/08 5 6% 05/15/2018 ON 03/06/2013 AT 119 512 THRU MORGAN STANLEY DW INC	2,390 24-		2,390 24	
	INVESCO INTERNATIONAL GROWTH FD CL R5				
02/25/13	PURCHASED 1,455 779 SHS INVESCO INTERNATIONAL GROWTH FD CL R5 ON 02/22/2013 AT 30 11	43,833 50-		43,833 50	

ACCOUNT STATEMENT

PAGE 137

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
05/13/13	FEE TO REGIONS BANK FOR THE PERIOD ENDING 04/30/2013 BASED ON MARKET VALUE _____ 849 99 DISCOUNT _____ 212 50		637 49-		
06/12/13	FEE TO REGIONS BANK FOR THE PERIOD ENDING 05/31/2013 BASED ON MARKET VALUE _____ 881 24 DISCOUNT _____ 220 31		660 93-		
07/12/13	FEE TO REGIONS BANK FOR THE PERIOD ENDING 06/30/2013 BASED ON MARKET VALUE _____ 843 34 DISCOUNT _____ 210 84		632 50-		
08/12/13	FEE TO REGIONS BANK FOR THE PERIOD ENDING 07/31/2013 BASED ON MARKET VALUE _____ 886 29 DISCOUNT _____ 221 57		664 72-		
09/12/13	FEE TO REGIONS BANK FOR THE PERIOD ENDING 08/31/2013 BASED ON MARKET VALUE _____ 879 17 DISCOUNT _____ 219 79		659 38-		
10/15/13	FEE TO REGIONS BANK FOR THE PERIOD ENDING 09/30/2013 BASED ON MARKET VALUE _____ 865 86 DISCOUNT _____ 216 47		649 39-		
11/13/13	FEE TO REGIONS BANK FOR THE PERIOD ENDING 10/31/2013 BASED ON MARKET VALUE _____ 909 69 DISCOUNT _____ 227 42		682 27-		
12/12/13	FEE TO REGIONS BANK FOR THE PERIOD ENDING 11/30/2013 BASED ON MARKET VALUE _____ 887 80 DISCOUNT _____ 221 95		665 85-		
TOTAL EXPENSES		0 00	7,194 08-	0 00	0 00
MISCELLANEOUS					
01/07/13	ABBOTT LABS SPINOFF ABBOTT LABS AT THE RATE OF 100% FOR 90 SHS ABBVIE INC			2,801 63-	

ACCOUNT STATEMENT

PAGE 138

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
01/07/13	ABBVIE INC SPINOFF ABBOTT LABS AT THE RATE OF 100% FOR 90 SHS ABBVIE INC			2,801 63	
09/17/13	HIGH MARK GENEVA MID CAP GROWTH FD CL FID EXCHANGE 999 227 SHS HIGH MARK GENEVA MID CAP GROWTH FD CL FID AT THE RATE OF 100% FOR 999 227 SHS NATIONWIDE GENEVA MID CAP GROWTH FUND EFFECTIVE 09/16/2013			25,840 00-	
09/17/13	NATIONWIDE GENEVA MID CAP GROWTH FUND EXCHANGE 999 227 SHS HIGH MARK GENEVA MID CAP GROWTH FD CL FID AT THE RATE OF 100% FOR 999 227 SHS NATIONWIDE GENEVA MID CAP GROWTH FUND EFFECTIVE 09/16/2013			25,840 00	
01/07/13	UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021 TIPS DEFLATION ADJUSTMENT 7 15 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021 TRADE DATE 01/07/2013			7 15-	
01/15/13	TIPS DEFLATION ADJUSTMENT 3 9 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021 TRADE DATE 01/15/2013			3 90	
01/31/13	TIPS DEFLATION ADJUSTMENT 12 55 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021 TRADE DATE 01/31/2013			12 55-	
02/06/13	TIPS DEFLATION ADJUSTMENT 5 7 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021 TRADE DATE 02/06/2013			5 70-	
02/15/13	TIPS DEFLATION ADJUSTMENT 1 95 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021 TRADE DATE 02/15/2013			1 95-	
02/28/13	TIPS DEFLATION ADJUSTMENT 6 4 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021 TRADE DATE 02/28/2013			6 40-	

ACCOUNT STATEMENT

PAGE 139

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
03/06/13	TIPS INFLATION ADJUSTMENT 4 35 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021			4 35	
03/15/13	TIPS INFLATION ADJUSTMENT 4 29 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021			4 29	
03/29/13	TIPS INFLATION ADJUSTMENT 17 16 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021			17 16	
04/04/13	TIPS INFLATION ADJUSTMENT 25 63 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021			25 63	
04/10/13	TIPS INFLATION ADJUSTMENT 6 05 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021			6 05	
04/12/13	TIPS INFLATION ADJUSTMENT 12 32 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021			12 32	
04/16/13	TIPS INFLATION ADJUSTMENT 3 08 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021			3 08	
04/30/13	TIPS INFLATION ADJUSTMENT 42 9 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021			42 90	
05/06/13	TIPS INFLATION ADJUSTMENT 10 78 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021			10 78	
05/15/13	TIPS INFLATION ADJUSTMENT 5 72 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021			5 72	
05/31/13	TIPS INFLATION ADJUSTMENT 15 29 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021			15 29	
06/06/13	TIPS DEFLATION ADJUSTMENT 2 97 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021 TRADE DATE 06/06/2013			2 97	

ACCOUNT STATEMENT

PAGE 140

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
06/17/13	TIPS DEFLATION ADJUSTMENT 2 42 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021 TRADE DATE 06/17/2013			2 42-	
06/28/13	TIPS DEFLATION ADJUSTMENT 5 06 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021 TRADE DATE 06/28/2013			5 06-	
07/08/13	TIPS INFLATION ADJUSTMENT 6 05 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021			6 05	
07/12/13	TIPS INFLATION ADJUSTMENT 2 64 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021			2 64	
07/31/13	TIPS INFLATION ADJUSTMENT 10 45 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021			10 45	
08/06/13	TIPS INFLATION ADJUSTMENT 7 7 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021			7 70	
08/14/13	TIPS INFLATION ADJUSTMENT 5 28 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021			5 28	
08/23/13	TIPS INFLATION ADJUSTMENT 7 04 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021			7 04	
08/30/13	TIPS INFLATION ADJUSTMENT 7 04 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021			7 04	
09/09/13	TIPS INFLATION ADJUSTMENT 2 53 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021			2 53	
09/16/13	TIPS INFLATION ADJUSTMENT 55 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021			0 55	

ACCOUNT STATEMENT

PAGE 141

ACCOUNT NUMBER 1055003457

STATEMENT PERIOD JANUARY 01, 2013 THROUGH DECEMBER 31, 2013

DETAIL OF TRANSACTIONS (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
09/27/13	TIPS INFLATION ADJUSTMENT 2 09 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021			2 09	
10/04/13	TIPS INFLATION ADJUSTMENT 3 74 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021			3 74	
10/15/13	TIPS INFLATION ADJUSTMENT 2 64 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021			2 64	
10/31/13	TIPS INFLATION ADJUSTMENT 7 04 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021			7 04	
11/06/13	TIPS INFLATION ADJUSTMENT 5 39 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021			5 39	
11/15/13	TIPS INFLATION ADJUSTMENT 1 32 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021			1 32	
11/29/13	TIPS INFLATION ADJUSTMENT 6 6 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021			6 60	
12/05/13	TIPS DEFLATION ADJUSTMENT 8 14 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021 TRADE DATE 12/05/2013			8 14 -	
12/16/13	TIPS DEFLATION ADJUSTMENT 5 61 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021 TRADE DATE 12/16/2013			5 61 -	
12/31/13	TIPS DEFLATION ADJUSTMENT 14 3 UNITS UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 625% 07/15/2021 TRADE DATE 12/31/2013			14 30 -	
TOTAL MISCELLANEOUS		0 00	0 00	149 52	0 00
ENDING BALANCE		0 00	0 00	2,541,428 27	22,749 45



VULCAN
VALUE
PARTNERS

Account Statement

December 31, 2013

THE THOMPSON FOUNDATION
MICHAEL D THOMPSON TTEE
LUCY T MARSH TTEE
DTD 09/09/1997
PO BOX 10367
BIRMINGHAM AL 35202-0367



Account No.: 6009000108

Statement Period: 01/01/2013 to 12/31/2013

Fund(s) Summary

	PRICE PER SHARE	SHARES OWNED	MARKET VALUE
VULCAN VALUE PARTNERS SMALL CAP FUND			
6009000108 THE THOMPSON FOUNDATION	\$19.50	26,864.2290	\$523,852.47
VULCAN VALUE PARTNERS FUND			
6009000108 THE THOMPSON FOUNDATION	\$18.24	29,001.6020	\$528,989.22
Total Market Value			\$1,052,841.69

Year to Date Earnings Summary

	DIVIDENDS	SHORT TERM CAPITAL GAINS	LONG TERM CAPITAL GAINS	TOTAL
VULCAN VALUE PARTNERS SMALL CAP FUND				
6009000108 THE THOMPSON FOUNDATION	\$0.00	\$18,018.14	\$6,899.59	\$24,917.73
VULCAN VALUE PARTNERS FUND				
6009000108 THE THOMPSON FOUNDATION	\$3,029.01	\$8,887.23	\$3,618.67	\$15,534.91
Total:	\$3,029.01	\$26,905.37	\$10,518.26	\$40,452.64

Transaction Summary

VULCAN VALUE PARTNERS SMALL CAP FUND
6009000108 THE THOMPSON FOUNDATION

TRADE DATE	TRANSACTION DESCRIPTION	PRICE	FEDERAL TAX WITHHELD	STATE TAX WITHHELD	SHARES	AMOUNT
11/18/2013	SHARES PURCHASED - ACH	\$19.57	\$0.00	\$0.00	25,549.3100	\$500,000.00
11/29/2013	ST CG REIN 0.70523	\$18.95	\$0.00	\$0.00	950.8250	\$18,018.14
11/29/2013	CAP GAIN REIN 0.27005	\$18.95	\$0.00	\$0.00	364.0940	\$6,899.59

Total Shares Owned: 26,864.2290

RAYMOND JAMES®

880 Canillon Parkway
P.O. Box 12749
Saint Petersburg, FL 33733-2479
Customer Service: 800-647-7378

**Income Summary Statement
Account 49874547**

The Thompson Foundation, Inc
PO Box 10367
Birmingham, AL 35202-0367

Statement Date: 02/25/2014 AMENDED
Document ID: 22P740382R5

2013

THOMPSON LEMAISTRE
904-348-5428
thompson.lemastre@raymondjames.com
Office Code: 33J
Rep Code: 3PVO

PAYER'S Federal ID No: 59-1237041

RECIPIENT'S ID No: XX-XXX9140

Dividends and Distributions

Not reported to the IRS*

1a- Total ordinary dividends (includes line 1b)
1b- Qualified dividends
2a- Total capital gain distributions (includes lines 2b, 2c, 2d)
2b- Unrecaptured Section 1250 gain
2c- Section 1202 gain
2d- Collectibles (28%) gain
3- Nondividend distributions
4- Federal income tax withheld
5- Investment expenses
7- Foreign country or US possession:
8- Cash liquidation distributions
9- Noncash liquidation distributions
10- Exempt-interest dividends (includes line 11)
11- Specified private activity bond interest dividends (AMT)
12- State:
13- State ID number:
14- State tax withheld

Interest Income

Not reported to the IRS*

1- Interest income (not included in line 3)
2- Early withdrawal penalty
3- Interest on US Savings Bonds & Treasury obligations
4- Federal income tax withheld
5- Investment expenses
7- Foreign country or US possession:
8- Tax-exempt interest (includes line 9)
9- Specified private activity bond interest (AMT)
10- Tax-exempt bond CUSIP number (see instructions)
11- State:
12- State ID number:
13- State tax withheld

Lines 8 & 9 include tax-exempt interest and original issue discount.

Regulated Futures Contracts

Not reported to the IRS*

9- Profit (loss) realized in 2013-closed contracts
10- Unrealized profit (loss)-open contracts 12/31/2012
11- Unrealized profit (loss)-open contracts 12/31/2013
12- Aggregate profit (loss) on contracts
If applicable, summaries and details of proceeds from sale transactions appear in subsequent sections of this document.

Miscellaneous Income

Not reported to the IRS*

2- Royalties
3- Other income
4- Federal income tax withheld
8- Substitute payments in lieu of dividends or interest
12- Foreign country or US possession:
16- State tax withheld
17- State:
18- State income
11- Foreign tax paid:
Payer's state ID number:

* This statement displays all activity for this account. Any transactions that are being furnished to the IRS will also be provided on separate Forms 1099, which may be packaged with this statement or sent separately. Because this statement is formatted similarly to Forms 1099, we have provided the related instructions at the conclusion of this document.

ORIGINAL ISSUE DISCOUNT SUMMARY

Use bond-by-bond details from the following pages to determine reportable amounts of Original Issue Discount income for your tax return(s). The informational totals shown below appear for reference only:

Original issue discount for 2013
Other periodic interest
Early withdrawal penalty
Federal income tax withheld
Foreign country or US possession:
Foreign tax paid:

Original issue discount on US Treasury obligations
Investment expenses
State:
State ID number:
State tax withheld

Changes to dividend tax classifications processed after the date of this statement may lead to a revised form.



49874547 - 002

KINSIGHT, LLC
REALIZED GAINS AND LOSSES
The Thompson Foundation (Schwab)
Account # 8858-8520
From 01-01-13 Through 07-16-13

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
Altegris Managed Futures Strategy I							
04-01-13							
02-11-11	04-01-13	5,509.316	Altegris Managed Futures Strategy I	57,865.53	52,320.35		-5,545.18
02-13-13	04-01-13	2,081.276	Altegris Managed Futures Strategy I	19,922.00	19,765.27	-156.73	
		<u>7,590.592</u>		<u>77,787.53</u>	<u>72,085.62</u>	<u>-156.73</u>	<u>-5,545.18</u>
		7,590.592		77,787.53	72,085.62	-156.73	-5,545.18
Dodge & Cox Stock Fund							
07-10-13							
02-13-13	07-10-13	104.550	Dodge & Cox Stock Fund	13,788.00	15,327.33	1,539.33	
08-29-11	07-10-13	77.127	Dodge & Cox Stock Fund	7,756.48	11,307.04		3,550.56
06-26-03	07-10-13	4.235	Dodge & Cox Stock Fund	410.84	620.86		210.02
12-21-09	07-10-13	1.926	Dodge & Cox Stock Fund	185.88	282.36		96.48
06-26-02	07-10-13	1.288	Dodge & Cox Stock Fund	123.44	188.82		65.38
09-25-09	07-10-13	1.898	Dodge & Cox Stock Fund	173.60	278.25		104.65
04-28-03	07-10-13	299.590	Dodge & Cox Stock Fund	26,400.00	43,920.76		17,520.76
11-19-02	07-10-13	162.995	Dodge & Cox Stock Fund	14,282.71	23,895.54		9,612.83
12-27-02	07-10-13	2.290	Dodge & Cox Stock Fund	199.77	335.72		135.95
12-27-02	07-10-13	2.061	Dodge & Cox Stock Fund	179.79	302.15		122.36
09-26-02	07-10-13	1.525	Dodge & Cox Stock Fund	130.61	223.57		92.96
03-27-03	07-10-13	2.205	Dodge & Cox Stock Fund	186.40	323.26		136.86
06-25-09	07-10-13	3.060	Dodge & Cox Stock Fund	235.80	448.60		212.80
12-22-08	07-10-13	3.474	Dodge & Cox Stock Fund	248.75	509.30		260.55
03-26-09	07-10-13	5.182	Dodge & Cox Stock Fund	343.57	759.70		416.13
		<u>673.406</u>		<u>64,645.64</u>	<u>98,723.26</u>	<u>1,539.33</u>	<u>32,538.29</u>
		673.406		64,645.64	98,723.26	1,539.33	32,538.29
FPA Crescent Fund Instl.							
07-10-13							
02-13-13	07-10-13	1,496.286	FPA Crescent Fund Instl.	44,345.00	47,107.58	2,762.58	
02-11-11	07-10-13	2,078.200	FPA Crescent Fund Instl.	57,184.77	65,427.98		8,243.21
		<u>3,574.486</u>		<u>101,529.77</u>	<u>112,535.56</u>	<u>2,762.58</u>	<u>8,243.21</u>
		3,574.486		101,529.77	112,535.56	2,762.58	8,243.21
Fairholme Fund							
07-10-13							
02-13-13	07-10-13	926.423	Fairholme Fund	31,440.00	34,603.01	3,163.01	
08-22-08	07-10-13	135.133	Fairholme Fund	4,166.81	5,047.38		880.57
03-29-12	07-10-13	1,713.853	Fairholme Fund	51,492.00	64,014.47		12,522.47
12-16-09	07-10-13	17.284	Fairholme Fund	497.99	645.58		147.59
12-17-08	07-10-13	38.562	Fairholme Fund	779.40	1,440.33		660.93
12-17-08	07-10-13	9.379	Fairholme Fund	189.56	350.32		160.76
		<u>2,840.634</u>		<u>88,565.76</u>	<u>106,101.09</u>	<u>3,163.01</u>	<u>14,372.32</u>
		2,840.634		88,565.76	106,101.09	3,163.01	14,372.32
Lazard Emerging Markets Equity Blend Instl							
07-10-13							
02-11-11	07-10-13	7,525.532	Lazard Emerging Markets Equity Blend Instl	88,965.90	77,354.46		-11,611.44
02-13-13	07-10-13	7,379.642	Lazard Emerging Markets Equity Blend Instl	86,662.00	75,854.86	-10,807.14	
03-29-12	07-10-13	8,569.816	Lazard Emerging Markets Equity Blend Instl	97,978.00	88,088.58		-9,889.42
		<u>23,474.990</u>		<u>273,605.90</u>	<u>241,297.90</u>	<u>-10,807.14</u>	<u>-21,500.86</u>
		23,474.990		273,605.90	241,297.90	-10,807.14	-21,500.86

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Note: Do not use the information on this report for trades in Seasons, Trades Opportunity Portfolio, Aspen Diversified, and Powershares Commodity. Taxable activity will appear on their Schedule K-1.

KINSIGHT, LLC
REALIZED GAINS AND LOSSES
The Thompson Foundation (Schwab)
Account # 8858-8520
From 01-01-13 Through 07-16-13

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
Lazard Emerging Markets Equity Instl							
07-10-13							
04-30-10	07-10-13	2,274.519	Lazard Emerging Markets Equity Instl	43,981.71	39,801.83		-4,179.88
		2,274.519		43,981.71	39,801.83		-4,179.88
Leuthold Asset Allocation Instl.							
02-14-13							
02-11-11	02-14-13	3,045.477	Leuthold Asset Allocation Instl.	32,868.45	32,728.21		-140.24
03-29-12	02-14-13	4,092.481	Leuthold Asset Allocation Instl.	43,569.00	43,979.84	410.84	
		7,137.958		76,437.45	76,708.05	410.84	-140.24
		7,137.958		76,437.45	76,708.05	410.84	-140.24
Marketfield Fund CI I							
07-10-13							
02-13-13	07-10-13	2,303.061	Marketfield Fund CI I	38,369.00	40,050.23	1,681.23	
07-23-12	07-10-13	4,594.208	Marketfield Fund CI I	69,556.31	79,893.28	10,336.97	
		6,897.269		107,925.31	119,943.51	12,018.20	
		6,897.269		107,925.31	119,943.51	12,018.20	
MutualHedge Frontier Legends CL I							
07-10-13							
02-11-11	07-10-13	2,708.327	MutualHedge Frontier Legends CL I	27,840.56	24,857.89		-2,982.67
03-29-12	07-10-13	2,697.762	MutualHedge Frontier Legends CL I	26,544.00	24,760.92		-1,783.08
02-13-13	07-10-13	2,046.043	MutualHedge Frontier Legends CL I	19,933.00	18,779.24	-1,153.76	
04-02-13	07-10-13	7,428.930	MutualHedge Frontier Legends CL I	72,085.62	68,185.10	-3,900.52	
		14,881.062		146,403.18	136,583.15	-5,054.28	-4,765.75
		14,881.062		146,403.18	136,583.15	-5,054.28	-4,765.75
PIMCO Total Return Inst.							
07-10-13							
02-13-13	07-10-13	12,981.200	PIMCO Total Return Inst	145,025.00	138,490.62	-6,534.38	
05-19-09	07-10-13	4,302.209	PIMCO Total Return Inst	44,790.07	45,898.35		1,108.28
		17,283.409		189,815.07	184,388.97	-6,534.38	1,108.28
		17,283.409		189,815.07	184,388.97	-6,534.38	1,108.28
Royce Pennsylvania Mutual Fund							
07-10-13							
02-13-13	07-10-13	3,134.375	Royce Pennsylvania Mutual Fund	39,142.00	41,755.80	2,613.80	
03-29-12	07-10-13	8,509.611	Royce Pennsylvania Mutual Fund	102,730.62	113,364.10		10,633.48
		11,643.986		141,872.62	155,119.90	2,613.80	10,633.48
		11,643.986		141,872.62	155,119.90	2,613.80	10,633.48
Sterling Capital Special Opp Fund							
07-10-13							
02-13-13	07-10-13	2,063.733	Sterling Capital Special Opp Fund	40,825.00	43,943.37	3,118.37	
03-29-12	07-10-13	1,079.161	Sterling Capital Special Opp Fund	20,513.96	22,978.73		2,464.77
02-11-11	07-10-13	505.879	Sterling Capital Special Opp Fund	9,333.92	10,771.76		1,437.84
		3,648.773		70,672.88	77,693.86	3,118.37	3,902.61
		3,648.773		70,672.88	77,693.86	3,118.37	3,902.61
Thornburg Intl Value Inst.							
07-10-13							
02-13-13	07-10-13	1,419.685	Thornburg Intl Value Inst	41,494.00	40,866.23	-627.77	

Note: Do not use the information on this report for trading. Report generated at 03:31 PM on 9/19/2013. **Opportunity Portfolio, Aspen Diversified, and Powershares Commodity. Taxable activity will appear on their Schedule K-1.**

KINSIGHT, LLC
REALIZED GAINS AND LOSSES
The Thompson Foundation (Schwab)
Account # 8858-8520
From 01-01-13 Through 07-16-13

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
03-29-12	07-10-13	4,038,960	Thornburg Intl Value Inst.	109,515.56	116,263.16		6,747.60
		<u>5,458.645</u>		<u>151,009.56</u>	<u>157,129.39</u>	<u>-627.77</u>	<u>6,747.60</u>
		5,458.645		151,009.56	157,129.39	-627.77	6,747.60
Vanguard MSCI EAFE ETF							
07-10-13							
02-13-13	07-10-13	1,118.000	Vanguard MSCI EAFE ETF	40,880.79	40,726.86	-153.93	
03-29-12	07-10-13	1,258.000	Vanguard MSCI EAFE ETF	42,346.94	45,826.83		3,479.89
03-29-12	07-10-13	<u>2,000.000</u>	Vanguard MSCI EAFE ETF	<u>67,322.23</u>	<u>72,856.65</u>		<u>5,534.42</u>
		<u>4,376.000</u>		<u>150,549.96</u>	<u>159,410.34</u>	<u>-153.93</u>	<u>9,014.31</u>
		4,376.000		150,549.96	159,410.34	-153.93	9,014.31
Vanguard Russell 1000 ETF							
07-10-13							
02-13-13	07-10-13	1,500.000	Vanguard Russell 1000 ETF	104,688.29	113,580.73	8,892.44	
02-13-13	07-10-13	<u>1,300.000</u>	Vanguard Russell 1000 ETF	<u>90,729.86</u>	<u>98,436.63</u>	<u>7,706.77</u>	
		<u>2,800.000</u>		<u>195,418.15</u>	<u>212,017.36</u>	<u>16,599.21</u>	
		2,800.000		195,418.15	212,017.36	16,599.21	
Vanguard Russell 2000 ETF							
07-10-13							
02-13-13	07-10-13	456.000	Vanguard Russell 2000 ETF	33,077.61	36,952.47	3,874.86	
03-29-12	07-10-13	335.000	Vanguard Russell 2000 ETF	22,041.14	27,147.10		5,105.96
03-29-12	07-10-13	310.000	Vanguard Russell 2000 ETF	20,396.28	25,121.20		4,724.92
03-29-12	07-10-13	600.000	Vanguard Russell 2000 ETF	39,476.67	48,621.67		9,145.00
03-29-12	07-10-13	<u>300.000</u>	Vanguard Russell 2000 ETF	<u>19,735.34</u>	<u>24,310.83</u>		<u>4,575.49</u>
		<u>2,001.000</u>		<u>134,727.04</u>	<u>162,153.27</u>	<u>3,874.86</u>	<u>23,551.37</u>
		2,001.000		134,727.04	162,153.27	3,874.86	23,551.37
TOTAL GAINS						46,100.20	110,111.47
TOTAL LOSSES						-23,334.23	-36,131.90
		116,556.729		2,014,947.52	2,111,693.06	22,765.97	73,979.57
TOTAL REALIZED GAIN/LOSS 96,745.54							
PowerShares DB Commodity Index Tracking Fund				121,066.01	131,797.05		10,731.04
Total for Account 8858-5820				2,136,013.53	2,243,490.11	22,765.97	84,710.61

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KINSIGHT, LLC
REALIZED GAINS AND LOSSES
Thompson Foundation (NATC)
Account # 11535000889
From 01-01-13 Through 07-16-13

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
Dodge & Cox Stock Fund							
07-11-13							
02-14-13	07-11-13	165.317	Dodge & Cox Stock Fund	21,832.00	24,517.60	2,685.60	
03-29-12	07-11-13	175.081	Dodge & Cox Stock Fund	20,000.00	25,965.66		5,965.66
		340.398		41,832.00	50,483.26	2,685.60	5,965.66
		340.398		41,832.00	50,483.26	2,685.60	5,965.66
FPA Crescent Fund Instl.							
07-11-13							
10-21-11	07-11-13	932.079	FPA Crescent Fund Instl.	25,042.00	29,587.15		4,545.15
		932.079		25,042.00	29,587.15		4,545.15
Fairholme Fund							
07-11-13							
02-11-11	07-11-13	1,097.394	Fairholme Fund	39,028.17	41,237.01		2,208.84
		1,097.394		39,028.17	41,237.01		2,208.84
Leuthold Asset Allocation Instl.							
02-14-13							
10-21-11	02-14-13	985.129	Leuthold Asset Allocation Instl	9,938.98	10,565.14		626.16
		985.129		9,938.98	10,565.14		626.16
Marketfield Fund CI I							
07-11-13							
07-23-12	07-11-13	1,127.818	Marketfield Fund CI I	17,075.17	19,725.54	2,650.37	
		1,127.818		17,075.17	19,725.54	2,650.37	
PIMCO Total Return Inst.							
07-11-13							
02-11-11	07-11-13	11,834.108	PIMCO Total Return Inst	127,467.83	127,194.76		-273.07
10-21-11	07-11-13	1,675.977	PIMCO Total Return Inst	18,025.00	18,013.65		-11.35
		13,510.085		145,492.83	145,208.41		-284.42
		13,510.085		145,492.83	145,208.41		-284.42
Sterling Capital Special Opp Fund							
07-11-13							
02-11-11	07-11-13	3,099.187	Sterling Capital Special Opp Fund	57,174.00	67,103.39		9,929.39
		3,099.187		57,174.00	67,103.39		9,929.39
Vanguard Russell 1000 ETF							
07-10-13							
02-13-13	07-10-13	140.000	Vanguard Russell 1000 ETF	9,779.96	10,611.37	831.41	
08-07-12	07-10-13	353.000	Vanguard Russell 1000 ETF	22,628.90	26,755.82	4,126.92	
03-29-12	07-10-13	5,500.000	Vanguard Russell 1000 ETF	352,068.00	416,875.42		64,807.42
07-20-12	07-10-13	618.000	Vanguard Russell 1000 ETF	38,552.61	46,841.64	8,289.03	
07-10-13	07-10-13	-6,611.000	Vanguard Russell 1000 ETF	501,084.25	501,084.57	0.32	
		0.000		924,113.72	1,002,168.82	13,247.68	64,807.42
		0.000		924,113.72	1,002,168.82	13,247.68	64,807.42
TOTAL GAINS						18,583.65	88,082.62
TOTAL LOSSES							-284.42
				21,092.090	1,259,696.86	1,366,078.72	87,798.21
TOTAL REALIZED GAIN/LOSS			106,381.86				
TOTALS				3,395,710.39	3,609,568.83	41,349.62	172,508.82

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Note: Do not use the information on this report for Haines All-Seasons, Haines Opportunity Portfolio, Aspen Diversified, and Powershares Commodity. Taxable activity will appear on their Schedule K-1.

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED LIST	NONE	UNKNOWN	SEE ATTACHED LIST	11,200.
SEE ATTACHED LIST	NONE	UNKNOWN	SEE ATTACHED LIST	1,175,644.
Total			3a	1,186,844.
b Approved for future payment				
NONE				
Total			3b	0.

THE THOMPSON FOUNDATION
January through December 2013

Transaction Type	Date	Num	Adj	Name	Memo/Description	Split	Amount
Check	01/25/2013	4219	No	Crippled Children's Foundation	William Bradford Kent by Gene & Mike Thompson	1040 First Commercial Bk/Cash Equiv	200 00
Check	01/25/2013	4220	No	Children's Harbor	Michael Joseph Klyce by Gene & Mike Thompson	1040 First Commercial Bk/Cash Equiv	200 00
Check	01/29/2013	4224	No	UAB Comprehensive Cancer Center	Memorial to Leo Milton Karpales Jr for Mike & Gene	1040 First Commercial Bk/Cash Equiv	200 00
Check	01/30/2013	4225	No	Selma/Dallas County Public Library (deleted)	Tim Downard's Dad - Dr. Joe T Downard (By Lucy Marsh)	1040 First Commercial Bk/Cash Equiv	200 00
Check	02/21/2013	4238	No	YWCA	Memorial - Harriette Bull "Jo" Dunn	1040 First Commercial Bk/Cash Equiv	200 00
Check	02/26/2013	4239	No	Auburn University Foundation	Samuel Ginn School of Engineering	1040 First Commercial Bk/Cash Equiv	200 00
Check	03/20/2013	4248	No	Magic Moments	In Memory of Blake Dudchuck- Alex Dudchuck's Son	1040 First Commercial Bk/Cash Equiv	200 00
Check	03/21/2013	4251	No	Big Oak Ranch	In Memory of Fred H "Ted" Hallmark	1040 First Commercial Bk/Cash Equiv	200 00
Check	03/26/2013	4274	No	Greater Bham Humane Society	Memorial - Margaret Taylor Bailey	1040 First Commercial Bk/Cash Equiv	200 00
Check	03/26/2013	4272	No	Greater Bham Humane Society	Memorial for Bedell Evans Holder	1040 First Commercial Bk/Cash Equiv	200 00
Check	04/10/2013	4298	No	Birmingham Botanical Gardens	In Memory of Mary Forman	1040 First Commercial Bk/Cash Equiv	200 00
Check	04/22/2013	4300	No	Birmingham Southern College	for Wayne Worden Killian to	1040 First Commercial Bk/Cash Equiv	200 00
Check	04/25/2013	4302	No	University of Alabama	Memorial to Edward Alan Burks	1040 First Commercial Bk/Cash Equiv	200 00
Check	04/25/2013	4304	No	Grace Episcopal Church	Memorial to Grace Goodwyn Arant Stockham	1040 First Commercial Bk/Cash Equiv	200 00
Check	04/25/2013	4303	No	Saint Vincent's Hospital Foundation	to Marvin R Engel	1040 First Commercial Bk/Cash Equiv	200 00
Check	05/08/2013	4310	No	Salvation Army	Memory of Major General Thomas Lee Merrill, Sr	1040 First Commercial Bk/Cash Equiv	200 00
Check	05/08/2013	4309	No	Alzheimer's Foundation of America (deleted)	Alzheimer's Association of South Jersey	1040 First Commercial Bk/Cash Equiv	200 00
Check	05/24/2013	4315	No	American Red Cross	Memory of Lanna Etchells	1040 First Commercial Bk/Cash Equiv	200 00
Check	05/24/2013	4314	No	First Baptist Church of Brewton	Memory of Josephine Hixon Gillis	1040 First Commercial Bk/Cash Equiv	200 00
Check	05/24/2013	4316	No	Multiple Sclerosis Society/AL Chapter	Memory of Jan Gould	1040 First Commercial Bk/Cash Equiv	200 00
Check	06/26/2013	4328	No	Crippled Children's Foundation	In Memory of Dick Coffee	1040 First Commercial Bk/Cash Equiv	200 00
Check	06/26/2013	4327	No	Mississippi Sports Hall Of Fame (deleted)	In Memory of Mr. Ben Puckett	1040 First Commercial Bk/Cash Equiv	200 00
Check	07/05/2013	4332	No	Montgomery Botanical Center	In Memory of Mr. Loyd Kelly	1040 First Commercial Bk/Cash Equiv	200 00
Check	07/18/2013	4337	No	Mountain Brook Baptist Church	Memorial Ann Lloyd Barry	1040 First Commercial Bk/Cash Equiv	200 00
Check	07/29/2013	4338	No	Alzheimer's Association (deleted)	In Memory of Ernest Ransome of Gales & Ransome	1040 First Commercial Bk/Cash Equiv	200 00
Check	09/06/2013	4374	No	Wounded Warrior Family Foundation (deleted)	Memorial to Mr. John Hudson	1040 First Commercial Bk/Cash Equiv	200 00
Check	09/12/2013	4382	No	Saint Vincent's Hospital Foundation	In Memory of Bradley Robinson	1040 First Commercial Bk/Cash Equiv	200 00
Check	10/21/2013	4394	No	Rotary Club of Birmingham Foundation	In memory of Betty Morrison	1040 First Commercial Bk/Cash Equiv	200 00
Check	10/28/2013	4396	No	Cathedral Church of the Advent	Memory of Mr. H. Kelly Seibels	1040 First Commercial Bk/Cash Equiv	200 00
Check	10/28/2013	4395	No	Birmingham Museum of Art	Memory of Mrs. Anne Dickson Kidd	1040 First Commercial Bk/Cash Equiv	200 00
Check	11/11/2013	4400	No	Minnesota Landscape Arboretum	In Memory of Leonard Hoelt	1040 First Commercial Bk/Cash Equiv	200 00
Check	12/05/2013	4421	No	Northside Baptist Church (deleted)	For the Preschool Dept	1040 First Commercial Bk/Cash Equiv	200 00
Check	12/13/2013	4439	No	St Luke's Episcopal church (deleted)	Memorial to Julianna Moss Little	1040 First Commercial Bk/Cash Equiv	200 00
Check	12/16/2013	4442	No	Jacqueline Meyer	2013 - Christmas Bonus	1040 First Commercial Bk/Cash Equiv	200 00
Check	12/16/2013	4441	No	Monica McBride	2013 Christmas Bonus	1040 First Commercial Bk/Cash Equiv	3,000 00
Check	12/31/2013	4449	No	Enmet O'Neal Library	Memorial - Ms. Katherine Meadow McTyre	1040 First Commercial Bk/Cash Equiv	1,000 00
Check	12/31/2013	4448	No	Cornerstone Schools of Alabama	Memorial - Mr. Craig Shipley Beatty, Jr	1040 First Commercial Bk/Cash Equiv	200 00
Check	12/31/2013	4450	No	Cahaba Park Church	For the Church Building Fund	1040 First Commercial Bk/Cash Equiv	200 00
Memorials & Gifts							11,200 00
Memorials & Gifts							11,200 00
TOTAL							11,200 00

January through December 2013

Total for Homelessness

Hunger	04/08/2013	Check	4297	No	Serving You Ministries	2013 5 K Sponsor - Request by Danny Callahan	1040 First Commercial Bk/Cash Equiv	200 00
	08/16/2013	Check	4372	No	West Alabama Food Bank	2013 Mobile food Pantry Program	1040 First Commercial Bk/Cash Equiv	10,000 00
	08/16/2013	Check	4368	No	Community Kitchens of Birmingham	2013 Support	1040 First Commercial Bk/Cash Equiv	5,000 00
	12/13/2013	Check	4424	No	Community Kitchens of Birmingham	2013 Gift	1040 First Commercial Bk/Cash Equiv	5,000 00
	12/13/2013	Check	4431	No	Magic City Harvest	2013 - Gift	1040 First Commercial Bk/Cash Equiv	10,000 00
	Total for Hunger							30,200.00
Working Poor								
	03/26/2013	Check	4283	No	Hispanic Interest Coalition of Alabama	2013 Support of Strong Families Program	1040 First Commercial Bk/Cash Equiv	1,000 00
	12/13/2013	Check	4430	No	M-POWER	2013 Gift - Programs	1040 First Commercial Bk/Cash Equiv	2,500 00
Total for Working Poor							3,500.00	
Total for Basic Needs							86,600.00	
Children Services Capital								
Total for Capital	01/31/2013	Check	4227	No	Horizons School	2nd payment on a 5-year pledge	1040 First Commercial Bk/Cash Equiv	5,000 00
	02/04/2013	Check	4230	No	Bell Center	4th payment on a 5 year Capital Campaign pledge	1040 First Commercial Bk/Cash Equiv	5,000 00
Total for Capital							10,000.00	
Programs								
	02/18/2013	Check	4236	No	Boys & Girls Club of West Alabama	Mal Moore Golf Tournament - 4 Man Team - 4/26/2012	1040 First Commercial Bk/Cash Equiv	1,250 00
	02/18/2013	Check	4237	No	Boy Scouts of America/Black Warrior Council	Scouting Luncheon Honoring Larry Drummond	1040 First Commercial Bk/Cash Equiv	1,000 00
	03/07/2013	Check	4245	No	Boys & Girls Clubs of North Alabama	4th payment on a 5 year pledge	1040 First Commercial Bk/Cash Equiv	2,000 00
	03/07/2013	Check	4246	No	Miracle League of Gardendale	Final payment of a 5 year pledge	1040 First Commercial Bk/Cash Equiv	2,000 00
	03/26/2013	Check	4263	No	Girls Incorporated of Central Alabama	2013 - Cajun Cook-Off	1040 First Commercial Bk/Cash Equiv	1,000 00
	03/26/2013	Check	4262	No	Gateway	"Off The Wall" 2013 Sponsorship	1040 First Commercial Bk/Cash Equiv	1,000 00
	03/26/2013	Check	4258	No	AG Gaston Boys and Girls Club, Inc	Partner Sponsor - 46th Anniversary Dinner	1040 First Commercial Bk/Cash Equiv	1,500 00
	03/26/2013	Check	4257	No	Boy Scouts/Greater Alabama Council	2013 operational gift	1040 First Commercial Bk/Cash Equiv	5,000 00

03/26/2013	Check	4264	No	Glenwood, Inc Junior Achievement of Greater Birmingham	2013- Hope society	1040 First Commercial Bk/Cash Equiv	1,000 00
03/26/2013	Check	4267	No		2012/2013 Programs Trivia Team for the "Brightest Comapny" 2013	1040 First Commercial Bk/Cash Equiv	700 00
03/26/2013	Check	4266	No	Impact Alabama		1040 First Commercial Bk/Cash Equiv	1,000 00
03/27/2013	Check	4284	No	Mitchell's Place	2013 Programs & Operations gift	1040 First Commercial Bk/Cash Equiv	5,000 00
03/27/2013	Check	4290	No	YMCA Downtown	YMCA Downtown - Campaign For a Healthy Community	1040 First Commercial Bk/Cash Equiv	1,000 00
03/27/2013	Check	4289	No	YMCA Mountain Brook	YMCA Moutain Brook - Healthy Snack & Girls On The Run Summer Programs	1040 First Commercial Bk/Cash Equiv	1,000 00
04/08/2013	Check	4294	No	Hand In Paw	2013 Picasso Pets	1040 First Commercial Bk/Cash Equiv	2,500 00
04/29/2013	Check	4305	No	First Tee of Northwest Florida	2013" FirstTee" Tournament	1040 First Commercial Bk/Cash Equiv	200 00
05/02/2013	Check	4306	No	YMCA Montgomery	Partners With Youth Campaign 5th & final payment on a 5 year pledge	1040 First Commercial Bk/Cash Equiv	1,000 00
05/29/2013	Check	4320	No	Boys & Girls Clubs of Southeast AL		1040 First Commercial Bk/Cash Equiv	1,000 00
08/07/2013	Check	4347	No	Big Brothers Big Sisters Boys & Girls Clubs of Central Alabama	2013 Donaton - "Night of Big Stars"	1040 First Commercial Bk/Cash Equiv	1,000 00
08/14/2013	Check	4354	No		2013 Annual Campaign	1040 First Commercial Bk/Cash Equiv	1,000 00
08/14/2013	Check	4359	No	YouthServe, Inc	2013 donation for Programs	1040 First Commercial Bk/Cash Equiv	1,000 00
08/16/2013	Check	4366	No	Childcare Resources	2013 Operations Support	1040 First Commercial Bk/Cash Equiv	3,000 00
08/16/2013	Check	4367	No	Children's Harbor Boy Scouts of America/Black Warrior Counc	2013 Programs	1040 First Commercial Bk/Cash Equiv	2,000 00
10/21/2013	Check	4392	No		2013 Gift 2nd pledge of 3 - toward the new building	1040 First Commercial Bk/Cash Equiv	5,000 00
11/21/2013	Check	4409	No	Children's Aid Society		1040 First Commercial Bk/Cash Equiv	20,000 00
12/05/2013	Check	4413	No	Magic Moments	2013 Gift for one child's wish	1040 First Commercial Bk/Cash Equiv	4,000 00
12/13/2013	Check	4426	No	Girl Scouts of North-Central Alabama	"To Get Her There" - Initiative	1040 First Commercial Bk/Cash Equiv	2,500 00
Total for Programs							68,650 00
Childrens Healthcare							
03/26/2013	Check	4269	No	OUR KIDS, Inc	2013 Operations / Programs	1040 First Commercial Bk/Cash Equiv	5,000 00
03/26/2013	Check	4268	No	March of Dimes	75th Anniversary - Partnership 2013	1040 First Commercial Bk/Cash Equiv	1,000 00
03/26/2013	Check	4265	No	Hope For Autumn Foundation	Crawfish Boil - 2013 - for children's cancer	1040 First Commercial Bk/Cash Equiv	1,000 00
06/04/2013	Check	4321	No	Sight Savers of Alabama	5th & final payment on a 5 yr pledge	1040 First Commercial Bk/Cash Equiv	5,000 00

03/20/2013	Check	1	No	American Cancer Society	2013 Am Cancer Society/ Relay For Life	1040 First Commercial Bk/Cash Equiv	1,000 00
03/25/2013	Check	4252	No	American Cancer Society	2013 Am Cancer Relay for Life	1040 First Commercial Bk/Cash Equiv	200 00
03/26/2013	Check	4253	No	Alabama Ear Institute	2013 general operations or programs	1040 First Commercial Bk/Cash Equiv	1,000 00
03/26/2013	Check	4260	No	Cystic Fibrosis Foundation	Support of the CFF mission - 2013	1040 First Commercial Bk/Cash Equiv	5,000 00
03/26/2013	Check	4278	No	Breast Cancer Research Foundation of AL	2013 Gift In Honor of Betty Morrison	1040 First Commercial Bk/Cash Equiv	5,000 00
03/26/2013	Check	4255	No	Alabama Kidney Foundation	2013 Walk-a-thon Sponsor	1040 First Commercial Bk/Cash Equiv	1,000 00
03/27/2013	Check	4288	No	National Multiple Sclerosis Society/AL	14th Annual Legacy of Leadership Campaign	1040 First Commercial Bk/Cash Equiv	10,000 00
04/22/2013	Check	4301	No	United Cerebral Palsy of Greater B'ham	Sponsor 2013 - "A Life Without Limits" -	1040 First Commercial Bk/Cash Equiv	1,000 00
05/24/2013	Check	4317	No	American Cancer Society	Life Inspirations Awards Request of Don Longan	1040 First Commercial Bk/Cash Equiv	500 00
08/14/2013	Check	4352	No	ALS Walk to Defeat	2013 - Walk To Defeat ALS / Research	1040 First Commercial Bk/Cash Equiv	2,500 00
12/05/2013	Check	4414	No	National Multiple Sclerosis Society/AL	Legacy of Leadership - Anne & Neal Berte	1040 First Commercial Bk/Cash Equiv	3,000 00
12/13/2013	Check	4429	No	Laura C Brown Ovarian Cancer Found	2013 - Awareness Campaign	1040 First Commercial Bk/Cash Equiv	1,000 00
Total for Research							41,200.00
Hospitals							
03/26/2013	Check	4261	No	DCH Foundation, Inc	Support of The Mission - 2013	1040 First Commercial Bk/Cash Equiv	1,000 00
03/26/2013	Check	4256	No	Angel Flight	2013 Gift- Alabama Chapter for 3 Missions	1040 First Commercial Bk/Cash Equiv	1,539 00
07/18/2013	Check	4336	No	Amelia Center	2013 - 5th Annual Baby Steps Run	1040 First Commercial Bk/Cash Equiv	250 00
08/07/2013	Check	4346	No	Saint Vincent's Hospital Foundation	2nd on a 5 year pledge	1040 First Commercial Bk/Cash Equiv	30,000 00
08/16/2013	Check	4362	No	American Cancer Society	2013 Hope Lodge	1040 First Commercial Bk/Cash Equiv	5,000 00
Total for Hospitals							37,789.00
Total for Hospitals & Healthcare							100,089.00
Education							
Vocational							
01/11/2013	Check	4214	No	Jefferson County Schools Foundation & automotive	Lighting the Fire campaign - for 2 vocational programs - Construction	1040 First Commercial Bk/Cash Equiv	15,000 00
03/07/2013	Check	4242	No	YWCA	NCCJ Dinner in support of Camp Anytown through the YWCA	1040 First Commercial Bk/Cash Equiv	1,000 00

Total for Vocational	05/02/2013	Check	4307	No	South GA Technical College Foundation	2013 Dealer Excellence Contribution	1040 First Commercial Bk/Cash Equiv	2,500.00
	08/16/2013	Check	4370	No	Exceptional Foundation	Campaign for the fitness program	1040 First Commercial Bk/Cash Equiv	5,000.00
	08/16/2013	Check	4369	No	Easter Seals of the Birmingham Area	1st of a two year pledge for program support	1040 First Commercial Bk/Cash Equiv	5,000.00
								<u>28,500.00</u>
Higher Education								
	01/11/2013	Check	4212	No	UAB Department of Athletics	10th & final payment of a 10 year pledge totaling 200,000.00	1040 First Commercial Bk/Cash Equiv	20,000.00
	06/26/2013	Check	4326	No	University of Alabama	for The Jim Oakley Scholarship Fund	1040 First Commercial Bk/Cash Equiv	5,000.00
	07/02/2013	Check	4330	No	UAB School of Engineering	2013 Jn Going Pledge	1040 First Commercial Bk/Cash Equiv	21,000.00
	07/18/2013	Check	4335	No	Walter L. Moore Scholarship Fund	2013 Donation	1040 First Commercial Bk/Cash Equiv	500.00
	07/29/2013	Check	4340	No	Alabama Golf Charities, Inc	2013 JPNI sponsorship	1040 First Commercial Bk/Cash Equiv	2,500.00
	08/14/2013	Check	4357	No	Linly Heflin Unit	2013 Scholarship gift	1040 First Commercial Bk/Cash Equiv	1,000.00
	09/06/2013	Check	4377	No	Jefferson State Foundation	4th of a 5 year pledge	1040 First Commercial Bk/Cash Equiv	15,000.00
	09/13/2013	Check	4383	No	4 Little Girls Scholarship Fund	In honor of the 50th Anniversary of Civil Rights	1040 First Commercial Bk/Cash Equiv	10,000.00
	10/28/2013	Check	4397	No	University of Alabama	10/1/2013 - 9/30/2014 - Gift	1040 First Commercial Bk/Cash Equiv	3,000.00
	11/21/2013	Check	4410	No	University of Alabama	2 of 5 - Digital Media Pledge	1040 First Commercial Bk/Cash Equiv	200,000.00
Total for Higher Education								<u>276,000.00</u>
K-12								
	01/11/2013	Check	4215	No	Alabama Forever	Al Forever Classroom Project & Sports Endowment	1040 First Commercial Bk/Cash Equiv	1,000.00
	01/14/2013	Check	4218	No	McWane Center	Final payment on a 2-year pledge Expenses for the Athletic Club	1040 First Commercial Bk/Cash Equiv	5,000.00
	03/26/2013	Check	4259	No	Cornerstone Schools of Alabama	Expansion Program @ Randolph School in Bibb County	1040 First Commercial Bk/Cash Equiv	5,000.00
	03/26/2013	Check	4282	No	Helping Horses Alabama		1040 First Commercial Bk/Cash Equiv	5,000.00
	04/08/2013	Check	4293	No	Fresh Air Family	2013 Gift	1040 First Commercial Bk/Cash Equiv	1,000.00
	07/08/2013	Check	4333	No	Adopt A School Program	TTCo partner with Tuscaloosa School Program	1040 First Commercial Bk/Cash Equiv	500.00
	07/11/2013	Check	4334	No	Tarrant City Elementary School	2013 Back -to-school Supplies	1040 First Commercial Bk/Cash Equiv	1,000.00
	09/11/2013	Check	4380	No	EB Erwn Elementary School	Field trips for 2 self-contained	1040 First Commercial Bk/Cash Equiv	500.00

Total for K-12	12/05/2013	Check	4418	No	Restoration Academy	2013 Scholarship Support	1040 First Commercial Bk/Cash Equiv	5,000 00
	12/13/2013	Check	4427	No	Impact Alabama	Focus First/ Speak First Programs	1040 First Commercial Bk/Cash Equiv	10,000 00
								<u>34,000.00</u>
Pre-K								
Total for Pre-K	03/26/2013	Check	4270	No	Preschool Partners	Preschool Education Programs 2013	1040 First Commercial Bk/Cash Equiv	1,000 00
	04/08/2013	Check	4296	No	McWane Center	1st of 5 payments on the	1040 First Commercial Bk/Cash Equiv	20,000 00
Total for Education	08/16/2013	Check	4371	No	Success by Six	Increase Clients served 2013/2014	1040 First Commercial Bk/Cash Equiv	15,000 00
								<u>36,000.00</u>
								<u>376,500.00</u>
Religion								
Total for Religion	01/11/2013	Check	4216	No	Canterbury United Methodist Church	2012 Pledge	1040 First Commercial Bk/Cash Equiv	35,000 00
	06/18/2013	Check	4323	No	Pleasant Hill United Methodist Church	Boonlift Retial for Steeple Repair - 5/7/2013	1040 First Commercial Bk/Cash Equiv	550 00
Total for Religion	08/07/2013	Check	4344	No	The Truth Ministries (deleted)	Event to Benefit Youth Ministries	1040 First Commercial Bk/Cash Equiv	200 00
	11/21/2013	Check	4407	No	Canterbury United Methodist Church	2013 Pledge	1040 First Commercial Bk/Cash Equiv	35,000 00
								<u>70,750.00</u>
Civic & Culture								
Total for Civic & Culture	11/13/2013	Check	4404	No	Workshops, Inc	New Leaf Kitchen - Program of	1040 First Commercial Bk/Cash Equiv	396 00
	12/05/2013	Check	4422	No	Tarrant City Fire Department	2013 "Tarrant Toy Drive"	1040 First Commercial Bk/Cash Equiv	1,000 00
								<u>1,396.00</u>
Veterans								
Total for Veterans	12/13/2013	Check	4434	No	United Service Organizations (USO)	2013 Gift	1040 First Commercial Bk/Cash Equiv	2,000 00
								<u>2,000.00</u>
Disaster Relief								
Total for Disaster Relief	04/08/2013	Check	4295	No	American Red Cross	2nd payment of 4 on The Be Red Cross	1040 First Commercial Bk/Cash Equiv	20,000 00
	05/29/2013	Check	4319	No	American Red Cross	Oklahoma Tornado Disaster Relief 2013 Disaster Relief - Central Illinois Tornado	1040 First Commercial Bk/Cash Equiv	10,000 00
	12/13/2013	Check	4438	No	Washington Rotary Foundation		1040 First Commercial Bk/Cash Equiv	25,000 00

Environmental / Parks

03/26/2013	Check	4277	No	Aldridge Gardens	2013 Outdoor Camp	1040 First Commercial Bk/Cash Equiv	1,000 00
08/14/2013	Check	4353	No	Birmingham Botanical Gardens	2013 Antiques at The Gardens	1040 First Commercial Bk/Cash Equiv	1,000 00
09/06/2013	Check	4375	No	Alabama Wildlife Federation	2013 Wild Game Cook-Off	1040 First Commercial Bk/Cash Equiv	250 00
09/06/2013	Check	4376	No	Red Mountain Park	Fork Lift for the 2nd phase	1040 First Commercial Bk/Cash Equiv	17,286 75
Total for Environmental / Parks							<u>19,536.75</u>
Total for Environment & Wildlife							<u>57,036.75</u>

Other Charitable Gifts

08/07/2013	Check	4345	No	Victim Services of Cullman (deleted)	2013 Event to "Roast"	1040 First Commercial Bk/Cash Equiv	250 00
10/21/2013	Check	4389	No	WBHM 90 3	Annual Renewal Notice	1040 First Commercial Bk/Cash Equiv	200 00
Total for Other Charitable Gifts							<u>450.00</u>

TOTAL

1,175,643.75

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
COOK & BYNUM	24.	24.	24.
FIRST COMMERCIAL	1,696.	1,696.	1,696.
HAINES ALL SEASON	95.	95.	95.
HAINES OPPORTUNITY	1.	1.	1.
LINN ENERGY	1.	1.	1.
MERRILL LYNCH	105.	105.	105.
POWERSHARES	45.	45.	45.
RAYMOND JAMES	10.	10.	10.
REGIONS	9,091.	9,091.	9,091.
SCHWAB	13.	13.	13.
TOTAL TO PART I, LINE 3	11,081.	11,081.	11,081.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
COOK & BYNUM	4,178.	0.	4,178.	4,178.	4,178.
MERRILL LYNCH	29,093.	0.	29,093.	29,093.	29,093.
NATIONAL ADVISORS					
TRUST COMPANY	6,857.	0.	6,857.	6,857.	6,857.
RAYMOND JAMES	842.	288.	554.	554.	554.
REGIONS	19,484.	0.	19,484.	19,484.	19,484.
SCHWAB	9,956.	0.	9,956.	9,956.	9,956.
VULCAN	3,029.	0.	3,029.	3,029.	3,029.
TO PART I, LINE 4	73,439.	288.	73,151.	73,151.	73,151.

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
POWERSHARES - K-1	<5,817.>	<5,817.>	0.
HAINES ALL SEASON - K-1	<374.>	<374.>	0.
HAINES OPPORTUNITY K-1	219.	219.	0.
LINN ENERGY K-1	68.	68.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	<5,904.>	<5,904.>	0.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	11,152.	5,576.	0.	5,576.
TO FORM 990-PF, PG 1, LN 16B	11,152.	5,576.	0.	5,576.

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	160.	80.	0.	80.
DUES AND SUBSCRIPTIONS	1,360.	680.	0.	680.
INVESTMENT FEES	32,827.	32,827.	0.	0.
OTHER PORTFOLIO EXPENSES	7,321.	7,321.	0.	0.
CONSULTING FEES	6,292.	6,292.	0.	0.
OFFICE SUPPLIES	64.	32.	0.	32.
CONTRACT LABOR	64,561.	32,281.	0.	32,280.
TO FORM 990-PF, PG 1, LN 23	112,585.	79,513.	0.	33,072.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
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DESCRIPTION	AMOUNT
CURRENT YEAR BOOK TO TAX DIFFERENCES FROM INVESTMENTS	8,884.
TOTAL TO FORM 990-PF, PART III, LINE 3	8,884.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS	5,980,281.	5,976,062.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,980,281.	5,976,062.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	8
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MICHAEL D. THOMPSON 1725 SOMERSET CIRCLE BIRMINGHAM, AL 35213	PRESIDENT 1.00	0.	0.	0.
LISA THOMPSON-SMITH 3323 EAST BRIARCLIFF ROAD BIRMINGHAM, AL 35223	DIRECTOR 1.00	0.	0.	0.
HALL W. THOMPSON, JR. 4948 SUSSEX ROAD BIRMINGHAM, AL 35242	DIRECTOR 1.00	0.	0.	0.
LUCY THOMPSON MARSH 3137 RYECROFT ROAD BIRMINGHAM, AL 35223	VICE PRESIDENT 30.00	0.	0.	0.
JACOB MARSH P.O. BOX 10367 BIRMINGHAM, AL 35202	DIRECTOR 1.00	0.	0.	0.

THE THOMPSON FOUNDATION, INC.

72-1389140

PATRICIA A. THOMPSON
P.O. BOX 10367
BIRMINGHAM, AL 35202

DIRECTOR
1.00

0. 0. 0.

BENJAMIN H. THOMPSON
P.O. BOX 10367
BIRMINGHAM, AL 35202

SECRETARY/TREASURER
1.00

0. 0. 0.

NETAGENE R. THOMPSON
P.O. BOX 10367
BIRMINGHAM, AL 35202

DIRECTOR
1.00

0. 0. 0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

0. 0. 0.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 9

NAME OF MANAGER

MICHAEL D. THOMPSON
LISA THOMPSON-SMITH