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## Return of Private Foundation

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

2013

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 ► Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

For calendar year 2013 or tax year beginning

, 2013, and ending

, 20

Name of foundation  Alpha Phi/Lucy Finnerty Educational Fund		A Employer identification number  73-1440348	
		B Telephone number (see instructions)  (405)360-2485	
Number and street (or P O box number if mail is not delivered to street address)  3604 Bob White Ave.		C If exemption application is pending, check here ► <input type="checkbox"/>	
City or town, state or province, country, and ZIP or foreign postal code  Norman, OK 73072		D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	(a) Revenue and expenses per books	(b) Net investment income
<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)			
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B			
3 Interest on savings and temporary cash investments		1,138	1,138
4 Dividends and interest from securities . . . . .		17,423	17,423
5a Gross rents . . . . .			
b Net rental income or (loss) _____			
6a Net gain or (loss) from sale of assets not on line 10		23,733	
b Gross sales price for all assets on line 6a _____			
7 Capital gain net income (from Part IV, line 2) . . .			23,733
8 Net short-term capital gain . . . . .			
9 Income modifications . . . . .			
10a Gross sales less returns and allowances			
b Less: Cost of goods sold . . . . .			
c Gross profit or (loss) (attach schedule) . . . . .			
11 Other income (attach schedule) . . . . .		218	218
<b>12 Total.</b> Add lines 1 through 11 . . . . .		42,512	42,294
<b>Operating and Administrative Expenses</b>			
13 Compensation of officers, directors, trustees, etc.			
14 Other employee salaries and wages . . . . .			
15 Pension plans, employee benefits . . . . .			
16a Legal fees (attach schedule) . . . . .			
b Accounting fees (attach schedule) . . . . .		1,350	1,350
c Other professional fees (attach schedule) . . . . .			
17 Interest . . . . .			
18 Taxes (attach schedule) (see instructions)		15	15
19 Depreciation (attach schedule) and depletion . . .			
20 Occupancy . . . . .			
21 Travel, conferences, and meetings . . . . .			
22 Printing and publications . . . . .			
23 Other expenses (attach schedule) . . . . .		165	165
<b>24 Total operating and administrative expenses.</b>			
Add lines 13 through 23 . . . . .		1,530	1,530
25 Contributions, gifts, grants paid . . . . .			
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25		1,530	1,530
<b>27 Subtract line 26 from line 12:</b>			
a <b>Excess of revenue over expenses and disbursements</b>		40,982	
b <b>Net investment income</b> (if negative, enter -0-) . . .			40,764
c <b>Adjusted net income</b> (if negative, enter -0-) . . .			218

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<b>Part II</b> <b>Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	<b>Beginning of year</b>	<b>End of year</b>	
			<b>(a) Book Value</b>	<b>(b) Book Value</b>	<b>(c) Fair Market Value</b>
<b>Assets</b>	1	Cash—non-interest-bearing	8,762	7,544	7,544
	2	Savings and temporary cash investments	199,490	356,070	356,070
	3	Accounts receivable ►			
		Less: allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less: allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ►			
		Less: allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	459,839	341,106	437,068
	c	Investments—corporate bonds (attach schedule)		29,683	7,104
<b>Liabilities</b>	11	Investments—land, buildings, and equipment: basis ►			
		Less: accumulated depreciation (attach schedule) ►			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment: basis ►			
		Less: accumulated depreciation (attach schedule) ►			
	15	Other assets (describe ► )			
	16	<b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I) . . . . .	668,091	734,403	807,785
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ► )			
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	0	0	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/></b> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	303,820	377,110	
	25	Temporarily restricted	338,869	331,891	
	26	Permanently restricted	25,402	25,402	
	<b>Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/></b> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	<b>Total net assets or fund balances</b> (see instructions)	668,091	734,403	
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	668,091	734,403	

**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	668,091
2	Enter amount from Part I, line 27a	2	40,982
3	Other increases not included in line 2 (itemize) ► <b>Correction to Market Value of Bonds</b>	3	25,330
4	Add lines 1, 2, and 3	4	
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	734,403

**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.)
<b>1a Public Traded Securities</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b> 155,004		130,468	24,536		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> 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 }		<b>2</b>	23,733	
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			<b>3</b>		

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

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

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

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

 Yes  No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	11,000	668,091	.016465
2011	0	660,404	.000000
2010	7,000	638,081	.010970
2009	7,400	590,944	.012012
2008	9,000	604,708	.014883

2 Total of line 1, column (d)	<b>2</b>	.05433
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	<b>3</b>	010866
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	<b>4</b>	734,403
5 Multiply line 4 by line 3	<b>5</b>	8,671
6 Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	408
7 Add lines 5 and 6	<b>7</b>	9,079
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.	<b>8</b>	0

**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 ► <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: ..... (attach copy of letter if necessary—see instructions)	1		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b			
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2 3 4 5 815		
3	Add lines 1 and 2			
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-			
6	Credits/Payments:			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	269	
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	269	
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	546	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10		
11	Enter the amount of line 10 to be: <b>Credited to 2014 estimated tax</b> ► <input type="checkbox"/> <b>Refunded</b> ► <input type="checkbox"/>	11		

**Part VII-A Statements Regarding Activities**

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

**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	✓
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	✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►	13	✓
14	The books are in care of ► Anne Pfenning Located at ► 3604 Bob White Ave. Norman, OK	Telephone no. ► (405)360-2485 ZIP+4 ► 73072	
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		□
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

**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
<b>1a</b>	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (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.) . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? . . . Organizations relying on a current notice regarding disaster assistance check here ►□		
<b>c</b>	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? . . .		✓
<b>2</b>	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)): . . .		
<b>a</b>	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? . . .	<input type="checkbox"/> Yes	<input type="checkbox"/> No
	If "Yes," list the years ► 20____, 20____, 20____, 20____		
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.) . . .		
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____		
<b>3a</b>	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . .	<input type="checkbox"/> Yes	<input type="checkbox"/> No
<b>b</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.) . . .		
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . .		
<b>b</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? . . .		✓

**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:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		5b	
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>				
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes <input type="checkbox"/> No			
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		6b	
	<i>If "Yes" to 6b, file Form 8870.</i>				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			7b	

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Anne Pfenning 3604 Bob White Ave. Norman, OK 73072	President 1 hr/wk	0		
Janis Kelly 3604 Bob White Ave Norman, OK 73072	Secretary 1 hr/wk	0		
Johnniemargaret McConnel	Directors 1 hr/wk each	0		
Michele Tabor	Directors 1 hr/wk each	0		
Karen Tipton	Directors 1 hr/wk each	0		
Diana Hartley and Kim Claxton	Directors 1 hr/wk each	0		

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances

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 (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
<b>Total number of others receiving over \$50,000 for professional services</b>		<b>0</b>

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

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1		
2		
All other program-related investments. See instructions		
3		
<b>Total. Add lines 1 through 3</b>		<b>0</b>

**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	
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets (see instructions)	1c	734,403
d	<b>Total</b> (add lines 1a, b, and c)	1d	734,403
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	734,403
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	11,016
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	723,387
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	36,170

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

1	Minimum investment return from Part X, line 6	1	36,170
2a	Tax on investment income for 2013 from Part VI, line 5	2a	815
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	815
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	35,355
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
6	Deduction from distributable amount (see instructions)	6	
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	35,355

**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	
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	0
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	0

**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 . . . . .				35,355
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only . . . . .			21,706	
b Total for prior years: 20 09 ,20 10 ,20 11 . . . . .		81,287		
3 Excess distributions carryover, if any, to 2013:				
a From 2008 . . . . .				
b From 2009 . . . . .				
c From 2010 . . . . .				
d From 2011 . . . . .				
e From 2012 . . . . .				
f Total of lines 3a through e . . . . .				
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 0 . . . . .				
a Applied to 2012, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required—see instructions) . . . . .				
c Treated as distributions out of corpus (Election required—see instructions) . . . . .				
d Applied to 2013 distributable amount . . . . .				
e Remaining amount distributed out of corpus . . . . .				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .				
b Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		81,287		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .				
d Subtract line 6c from line 6b. Taxable amount—see instructions . . . . .		81,287		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions . . . . .			21,706	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 . . . . .				35,355
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . . . .				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .				
10 Analysis of line 9:				
a Excess from 2009 . . . . .				
b Excess from 2010 . . . . .				
c Excess from 2011 . . . . .				
d Excess from 2012 . . . . .				
e Excess from 2013 . . . . .				

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

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

## 1 Information Regarding Foundation Managers:

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

None

**b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

**None**

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

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

- a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed;
- 
- b The form in which applications should be submitted and information and materials they should include;
- 
- c Any submission deadlines;
- 
- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors;

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
<b>Total</b>				► 3a None
<b>b Approved for future payment</b>				
<b>Total</b>				► 3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments				1,138	
4 Dividends and interest from securities				17,423	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory				23,733	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a <u>Sch K-1</u>				(6,497)	
b Royalties				218	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				36,015	
13 Total. Add line 12, columns (b), (d), and (e)				36,015	

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

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

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

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

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

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

<b>Sign Here</b>	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    <u>11/14/14</u>   <u>President</u> Signature of officer or trustee      Date      Title		
		May the IRS discuss this return with the preparer shown below (see instructions)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	William Osborn	William Osborn	11/14/14		P01248183
	Firm's name ► Wm Osborn & Associates, PC		Firm's EIN ► 73-1464075		
Firm's address ► 101 E. Gray, Ste A Norman, OK 73069		Phone no (405)364-0001			

**SCHEDULE O**  
**(Form 990 or 990-EZ)**

Department of the Treasury  
Internal Revenue Service

**Supplemental Information to Form 990 or 990-EZ**

Complete to provide information for responses to specific questions on  
Form 990 or 990-EZ or to provide any additional information.

► Attach to Form 990 or 990-EZ.  
► Information about Schedule O (Form 990 or 990-EZ) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No 1545-0047

**2014**

**Open to Public  
Inspection**

Name of the organization

Alpha Phi/Lucy Finnerty Educational Fund

Employer identification number

73-1440348

**Part I, Line 11 Other Income: Royalties - Western Oil & Gas Development Corp. \$218**

**Part I, Line 16b Accounting Fees: Tax Return Preparation Fees - Wm Osborn & Assoc. PC \$1,350**

**Part I, Line 18 Taxes: Royalties - Severence Tax \$15**

**Part I, Line 23 Other Expenses: Bank Service Charges \$95, Postage \$70**

**Part II, Line 10b Investments - corporate stock: Morgan Stanley - various stocks \$341,106 (Attachment 1)**

**Part II, Line 10c Investments - corporate bonds: Morgan Stanley - various bonds \$29,683 (Attachment 1)**

**Part III, Line 3 Other Increases - Correction to corporate bonds for prior understatement, Fund determination on write down of**

General Motors bonds not complete

**Part IV, Line 1a Public Traded Securities (Attachment 2)**

## Account Detail

## STOCKS

## COMMON STOCKS

*Morgan Stanley & Co LLC (Morgan Stanley) and Standard & Poor's equity research ratings may be shown for certain securities. All research ratings represent the "opinions" of the research provider and are not representations or guarantees of performance. Because the applicable research report contains more complete information regarding the analyst's opinions, analysis, and rating, you should read the entire research report and not infer its contents from the rating. For ease of comparison, Morgan Stanley and Standard & Poor's equity research ratings have been normalized to a 1 (Buy), 2 (Hold), and 3 (Sell). Please refer to the quarterly month-end statement (or your first statement, if you have not yet received a statement at the quarter-end) for a summary guide describing Morgan Stanley and Standard & Poor's ratings. Morgan Stanley Smith Barney LLC does not take responsibility for, and does not guarantee the accuracy, completeness, or timeliness of research prepared for Standard & Poor's.*

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
ACCO BRANDS CORP (ACCO)	1/10/96	65,000	\$8.937	\$580.93	\$436.80	\$(144.13) LT	—	—
Share Price: \$6.7200								
ALCOA INC (AA)	2/23/05	100,000	31.741	3,174.12	1,063.00	(2,111.12) LT	—	—
	7/15/05	100,000	28.209	2,820.91	1,063.00	(1,757.91) LT	—	—
Total	200,000			5,995.03	2,126.00	(3,869.03) LT	24.00	1.12
Share Price: \$10.630; Rating: Morgan Stanley: 2, S&P: 2; Next Dividend Payable 02/2014								
ALTRIA GROUP INC (MO)	8/25/04	100,000	11.535	1,153.51	3,839.00	2,685.49 LT	—	—
	4/22/09	100,000	17.869	1,786.86	3,839.00	2,052.14 LT	—	—
	10/8/09	200,000	18.388	3,677.68	7,678.00	4,000.32 LT	—	—
Total	400,000			6,618.05	15,356.00	8,737.95 LT	768.00	5.00
Share Price: \$38.390; Rating: Morgan Stanley: 2, S&P: 1; Next Dividend Payable 01/10/14								
AMEREN CORP (HLDG CO) (AEE)	2/8/99	200,000	38.543	7,708.54	7,232.00	(476.54) LT	—	—
	5/4/99	300,000	39.765	11,929.42	10,848.00	(1,081.42) LT	—	—
	10/20/04	100,000	47.059	4,705.88	3,616.00	(1,089.88) LT	—	—
Total	600,000			24,343.84	21,696.00	(2,647.84) LT	960.00	4.42
Share Price: \$36.160; Rating: Morgan Stanley: 1, S&P: 2; Next Dividend Payable 03/2014								
AMERICAN CAPITAL LTD (ACAS)	7/15/04	200,000	29.951	5,990.19	3,128.00	(2,862.19) LT	—	—
	5/4/06	100,000	34.090	3,408.95	1,564.00	(1,844.95) LT	—	—
	6/22/09	137,000	3.220	441.14	2,142.68	1,701.54 LT	—	—
Total	437,000			9,840.28	6,834.68	(3,005.60) LT	—	—
Share Price: \$15.640								
AT&T INC (T)	7/24/09	200,000	26.145	5,229.02	7,032.00	1,802.98 LT	—	—
	8/13/09	100,000	26.033	2,603.34	3,516.00	912.66 LT	—	—
	1/29/10	200,000	26.346	5,269.23	7,032.00	1,762.77 LT	—	—
Total	500,000			13,101.59	17,580.00	4,478.41 LT	920.00	5.23
Share Price: \$35.160, Rating: Morgan Stanley: 2, S&P: 2; Next Dividend Payable 02/2014								
BANK OF AMERICA CORP (BAC)	12/13/07	100,000	44.087	4,408.71	1,557.00	(2,851.71) LT	—	—
	12/11/08	100,000	16.493	1,649.31	1,557.00	(92.31) LT	—	—
	1/7/09	200,000	14.535	2,907.00	3,114.00	207.00 LT	—	—
Total	400,000			8,965.02	6,228.00	(2,737.02) LT	16.00	0.25
Share Price: \$15.570; Rating: Morgan Stanley: 1, S&P: 2; Next Dividend Payable 03/2014								

## Account Detail

## Morgan Stanley

Basic Securities Account  
073-107565-050ALPHA PHI LUCY FINNERTY  
EDUCATIONAL FUNDSTOCKS  
COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
CONOCOPHILLIPS (COP)	10/24/06	100,000	47.086	4,708.56	7,065.00	2,356.44 LT	—	—
	11/16/06	200,000	50.466	10,093.28	14,130.00	4,036.72 LT	—	—
	9/10/10	200,000	43.180	8,635.94	14,130.00	5,494.06 LT	—	—
<b>Total</b>		<b>500,000</b>		<b>23,437.78</b>	<b>35,325.00</b>	<b>11,887.22 LT</b>	<b>1,380.00</b>	<b>3.90</b>
<i>Share Price: \$70.650; Rating: Morgan Stanley: 3; S&amp;P: 1; Next Dividend Payable 03/2014</i>								
CONS EDISON INC (HELD CO) (ED)	8/16/07	100,000	45.469	4,546.93	5,528.00	981.07 LT	—	—
	8/5/08	100,000	41.541	4,154.12	5,528.00	1,373.88 LT	—	—
<b>Total</b>		<b>200,000</b>		<b>8,701.05</b>	<b>11,056.00</b>	<b>2,354.95 LT</b>	<b>492.00</b>	<b>4.45</b>
<i>Share Price: \$55.280; Rating: Morgan Stanley: 3; S&amp;P: 1; Next Dividend Payable 03/2014</i>								
COVIDIEN PLC (COV)	3/21/96	23,250	48.659	1,131.33	1,583.32	451.99 LT	—	—
	9/22/03	26,750	25.852	691.55	1,821.67	1,130.12 LT	—	—
<b>Total</b>		<b>50,000</b>		<b>1,822.88</b>	<b>3,405.00</b>	<b>1,582.11 LT</b>	<b>64.00</b>	<b>1.87</b>
<i>Share Price: \$68.100; Rating: Morgan Stanley: 1; S&amp;P: 1; Next Dividend Payable 02/2014</i>								
DOMINION RES INC (NEW) (D)	8/8/97	400,000	18.572	7,428.70	25,876.00	18,447.30 LT	900.00	3.47
<i>Share Price: \$64.690; Rating: Morgan Stanley: 2; S&amp;P: 2; Next Dividend Payable 03/2014</i>								
DOW CHEMICAL CO (DOW)	10/30/08	100,000	26.198	2,619.78	4,440.00	1,820.22 LT	128.00	2.88
<i>Share Price: \$44.400; Rating: Morgan Stanley: 2; S&amp;P: 2; Next Dividend Payable 01/30/14</i>								
DU PONT E.I. DE NEMOURS & CO (DD)	2/10/09	100,000	25.650	2,565.00	6,497.00	3,932.00 LT	180.00	2.77
<i>Share Price: \$64.970; Rating: Morgan Stanley: 2; S&amp;P: 2; Next Dividend Payable 03/2014</i>								
ENBRIDGE ENERGY PTNRS LP (EEP)	1/18/06	200,000	23.534	4,706.88	5,974.00	1,267.12 LT	—	—
	11/16/06	200,000	25.485	5,096.93	5,974.00	877.07 LT	—	—
	4/27/11	400,000	34.770	13,907.81	11,948.00	(1,959.81) LT	—	—
<b>Total</b>		<b>800,000</b>		<b>23,711.62</b>	<b>23,896.00</b>	<b>184.38 LT</b>	<b>1,739.20</b>	<b>7.27</b>
<i>Share Price: \$29.870; Rating: Morgan Stanley: 3; S&amp;P: 2; Next Dividend Payable 02/2014</i>								
GENERAL ELECTRIC CO (GE)	7/28/04	200,000	34.090	6,818.00	5,606.00	(1,212.00) LT	N/A	—
	3/28/07	200,000	36.322	7,264.48	5,606.00	(1,658.48) LT	N/A	—
<b>Total</b>		<b>400,000</b>		<b>14,082.48</b>	<b>11,212.00</b>	<b>(2,870.48) LT</b>	<b>352.00</b>	<b>3.13</b>
<i>Share Price: \$28.030; Rating: Morgan Stanley: 2; S&amp;P: 1; Next Dividend Payable 01/27/14</i>								
GENERAL MOTORS CO WTS 071016 (GM^A)	12/23/13	5,000	— Pending Corp. Action	155.70	N/A	—	—	—
<i>Share Price: \$31.140</i>								
GENERAL MOTORS CO WTS 071019 (GM^B)	12/23/13	5,000	— Pending Corp. Action	115.60	N/A	—	—	—
<i>Share Price: \$23.120</i>								
GENERAL MTRS CO (GM)	12/23/13	5,000	— Pending Corp. Action	204.35	N/A	—	—	—
<i>Share Price: \$40.870; Rating: Morgan Stanley: 1; S&amp;P: 2</i>								

## Account Detail

Basic Securities Account  
073-107565-050ALPHA PHI LUCY FINNERTY  
EDUCATIONAL FUND

## Morgan Stanley

STOCKS  
COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
INTERNATIONAL PAPER CO (IP)	1/9/96	100,000	39.426	3,942.60	4,903.00	960.40 LT		
	6/14/05	100,000	34.464	3,446.37	4,903.00	1,456.63 LT		
	7/15/05	100,000	31.539	3,153.87	4,903.00	1,749.13 LT		
<b>Total</b>		<b>300,000</b>		<b>10,542.84</b>	<b>14,709.00</b>	<b>4,166.16 LT</b>	<b>420.00</b>	<b>2.85</b>
Share Price: \$49.030; Rating: S&P: 1; Next Dividend Payable 03/2014								
<b>JPMORGAN CHASE &amp; CO (JPM)</b>	6/14/05	200,000	36.286	7,257.25	11,696.00	4,438.75 LT	304.00	2.59
Share Price: \$58.480; Rating: Morgan Stanley: 1; S&P: 1; Next Dividend Payable 01/2014								
<b>KKR &amp; CO LP (KKR)</b>	11/27/13	200,000	24.628	4,925.67	4,868.00	(57.67) ST	324.00	6.65
Share Price: \$24.340; Rating: Morgan Stanley: 1; S&P: 2; Next Dividend Payable 02/2014								
<b>KRAFT FOODS GROUP INC COM (KRFT)</b>	8/25/04	23,000	18.009	414.21	1,239.93	825.72 LT	48.30	3.89
Share Price: \$53.910; Rating: Morgan Stanley: 1; S&P: 2; Next Dividend Payable 01/17/14								
<b>LORILLARD INC (LO)</b>	4/3/13	300,000	41.457	12,437.17	15,204.00	2,766.83 ST	660.00	4.34
Share Price: \$50.680; Rating: Morgan Stanley: 2; S&P: 1; Next Dividend Payable 03/2014								
<b>MALLINCKRODT PUBLIC LTD CO (MNK)</b>	3/21/96	2,790	35.505	99.06	145.81	46.75 LT		
	9/22/03	3,210	20.639	66.25	167.75	101.50 LT		
<b>Total</b>		<b>6,000</b>		<b>165.31</b>	<b>313.56</b>	<b>148.25 LT</b>	<b>—</b>	<b>—</b>
Share Price: \$52.260								
<b>MERCK &amp; CO INC NEW COM (MRK)</b>	7/24/09	100,000	31.597	3,159.74	5,005.00	1,845.26 LT		
	8/13/09	200,000	30.884	6,176.74	10,010.00	3,833.26 LT		
<b>Total</b>		<b>300,000</b>		<b>9,336.48</b>	<b>15,015.00</b>	<b>5,678.52 LT</b>	<b>528.00</b>	<b>3.51</b>
Share Price: \$50.050; Rating: Morgan Stanley: 3; S&P: 1; Next Dividend Payable 01/08/14								
<b>MONDELEZ INTL INC COM (MDLZ)</b>	8/25/04	69,000	11.104	766.20	2,435.70	1,669.50 LT	38.64	1.58
Share Price: \$35.300; Rating: Morgan Stanley: 1; S&P: 3; Next Dividend Payable 01/14/14								
<b>MOTORS LIQ CO GUC TR UBI (MTLQU)</b>	6/12/12	10,000	0.000	0.00	321.50	321.50 LT 2		
	6/12/12	17,000	0.000	0.00	546.55	546.55 LT 2		
<b>Total</b>		<b>27,000</b>		<b>0.00</b>	<b>868.05</b>	<b>868.05 LT</b>	<b>—</b>	<b>—</b>
Share Price: \$32.150								
<b>OGE ENERGY CORPORATION (OGE)</b>	8/16/07	200,000	15.491	3,098.18	6,780.00	3,681.82 LT		
	12/29/10	400,000	23.325	9,329.90	13,560.00	4,230.10 LT		
<b>Total</b>		<b>600,000</b>		<b>12,428.08</b>	<b>20,340.00</b>	<b>7,911.92 LT</b>	<b>540.00</b>	<b>2.65</b>
Share Price: \$33.900; Next Dividend Payable 01/2014								
<b>PFIZER INC (PFE)</b>	8/5/08	200,000	20.213	4,042.50	6,126.00	2,083.50 LT	208.00	3.39
Share Price: \$30.630; Rating: Morgan Stanley: 1; S&P: 1; Next Dividend Payable 03/2014								
<b>PHILIP MORRIS INTL INC (PM)</b>	8/25/04	100,000	26.285	2,628.50	8,713.00	6,084.50 LT		
	11/12/09	200,000	50.845	10,168.93	17,426.00	7,257.07 LT		



## Morgan Stanley

## Account Detail

Basic Securities Account  
073-107565-050ALPHA PHI LUCY FINNERTY  
EDUCATIONAL FUNDSTOCKS  
COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
<b>STOCKS</b>								
<i>Share Price: \$87.130; Rating: Morgan Stanley: 1, S&amp;P: 1; Next Dividend Payable 01/10/14</i>								
<b>PHILLIPS 66 COM (PSX)</b>	10/24/06	50,000	27.9856	1,399.32	3,856.50	2,457.18 LT		
11/16/06	100,000	29.995	2,999.57	7,713.00	4,713.43 LT			
9/10/10	100,000	25.665	2,566.47	7,713.00	5,146.53 LT			
<b>Total</b>	<b>250,000</b>		<b>6,965.36</b>	<b>19,282.50</b>	<b>12,317.14 LT</b>	<b>390.00</b>	<b>2.02</b>	
<i>Share Price: \$77.130; Rating: Morgan Stanley: 1, S&amp;P: 1; Next Dividend Payable 03/02/2014</i>								
<b>PUBLIC SERVICE ENTERPRISE GP (PEG)</b>	8/8/97	400,000	12.458	4,983.19	12,816.00	7,832.81 LT		
2/23/05	200,000	26.669	5,333.88	6,408.00	1,074.12 LT			
<b>Total</b>	<b>600,000</b>		<b>10,317.07</b>	<b>19,224.00</b>	<b>8,906.93 LT</b>	<b>864.00</b>	<b>4.49</b>	
<i>Share Price: \$32.040; Rating: Morgan Stanley: 3, S&amp;P: 2; Next Dividend Payable 03/02/2014</i>								
<b>SPECTRA ENERGY CORP COM (SE)</b>	11/21/05	156,000	22.534	3,515.31	5,556.72	2,041.41 LT		
<i>Share Price: \$35.620; Rating: Morgan Stanley: 1, S&amp;P: 1; Next Dividend Payable 03/02/2014</i>								
<b>SUBN PROPANE PTNRS LP (SPH)</b>	2/28/12	200,000	45.382	9,076.46	9,380.00	303.54 LT		
<i>Share Price: \$46.900; Rating: S&amp;P: 2; Next Dividend Payable 02/02/2014</i>								
<b>SYSCO CORP (SY)</b>	8/22/11	200,000	27.688	5,537.57	7,220.00	1,682.43 LT		
<i>Share Price: \$36.100; Rating: S&amp;P: 1; Next Dividend Payable 01/24/14</i>								
<b>TE CONNECTIVITY LTD NEW (TEL)</b>	3/21/96	23,250	49.089	1,141.31	1,281.31	140.00 LT		
9/22/03	26,750	26,080	697.65	1,474.19	776.54 LT			
<b>Total</b>	<b>50,000</b>		<b>1,838.96</b>	<b>2,755.50</b>	<b>916.54 LT</b>	<b>50.00</b>	<b>1.81</b>	
<i>Share Price: \$55.110; Rating: S&amp;P: 2; Next Dividend Payable 03/02/2014</i>								
<b>THE ADT CORPORATION COM (ADT)</b>	3/21/96	11,625	42.105	489.47	470.46	(19.01) LT R		
9/22/03	13,375	22,135	296.06	541.29	245.23 LT R			
<b>Total</b>	<b>25,000</b>		<b>785.53</b>	<b>1,011.75</b>	<b>226.22 LT</b>	<b>12.50</b>	<b>1.23</b>	
<i>Share Price: \$40.470; Rating: Morgan Stanley: 2, S&amp;P: 2; Next Dividend Payable 02/02/2014</i>								
<b>THORNBURG MORTGAGE ASSET CORP (THMZZ)</b>	1/28/05	40,000	283.531	11,341.23	N/A	N/A LT		
1/17/08	20,000	86,678	1,733.56	N/A	N/A	N/A LT		
<b>Total</b>	<b>60,000</b>		<b>13,074.79</b>	<b>N/A</b>	<b>N/A</b>	<b>N/A</b>	<b>N/A</b>	
<i>Share Price: N/A</i>								
<b>TYCO INTERNATIONAL LTD NEW (TYC)</b>	3/21/96	23,250	32.575	757.36	954.18	196.82 LT		
9/22/03	26,750	17,307	462.95	1,097.82	634.87 LT			
<b>Total</b>	<b>50,000</b>		<b>1,220.31</b>	<b>2,052.00</b>	<b>831.69 LT</b>	<b>32.00</b>	<b>1.55</b>	
<i>Share Price: \$41.040; Rating: Morgan Stanley: 1, S&amp;P: 3; Next Dividend Payable 02/2014</i>								
<b>WELLS FARGO &amp; CO NEW (WFC)</b>	12/13/07	19,000	206.772	3,928.67	862.60	(3,066.07) LT		
<i>Share Price: \$45.400; Rating: Morgan Stanley: 2, S&amp;P: 1; Next Dividend Payable 03/02/2014</i>								

Attachment 1, Pg. 5

CLIENT STATEMENT | For the Period December 1-31, 2013

Account Detail

Basic Securities Account  
073-107565-050

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Accrued Interest	Yield %
<b>STOCKS</b>	47.3%	\$285,187.20	\$378,739.44	\$103,442.21 LT	\$14,615.76	\$0.00	3.86%

EXCHANGE-TRADED & CLOSED-END FUNDS

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
<b>BLACKROCK MUNIHLDNGS QLTY II (MUE)</b>	3/9/11	800,000	\$12.208	\$9,766.49	\$9,672.00	(\$94.49) LT	\$676.80	6.99
<i>Share Price: \$12.090; Next Dividend Payable 01/2014</i>								
<b>NUVEEN EQTY PRE ADV FD (JLA)</b>	7/20/10	300,000	11.241	3,372.31	3,791.99	419.68 LT R		
	10/18/10	1,000,000	12.021	12,021.09	12,639.99	618.90 LT R		
	10/18/10	946,000	12.035	11,385.57	11,957.43	571.86 LT R		
<b>Purchases</b>		2,246,000		26,778.97	28,389.41	1,610.44 LT		
Long Term Reinvestments		487,582		5,598.51	6,163.03	564.52 LT		
Short Term Reinvestments		261,981		3,215.67	3,311.43	95.76 ST		
<b>Total</b>		2,995,563		35,593.15	37,863.91	2,174.96 LT	3,402.96	8.98
<i>Share Price: \$12.640; Next Dividend Payable 03/2014</i>								
<b>NUVEEN EQTY PREMIUM INCM FD (JPZ)</b>	2/28/12	500,000	11.788	5,893.77	6,274.99	381.22 LT R		
<b>Purchases</b>		500,000		5,893.77	6,274.99	381.22 LT		
Long Term Reinvestments		33,938		401.50	425.92	24.42 LT		
Short Term Reinvestments		48,297		598.24	606.12	7.88 ST		
<b>Total</b>		582,235		6,893.51	7,307.04	405.64 LT	631.14	8.63
<i>Share Price: \$12.550; Next Dividend Payable 03/2014</i>								
<b>ZWEIG TTL RTN FD INC (ZTR)</b>	12/29/10	250,000	14.662	3,665.48	3,485.00	(180.48) LT	267.00	7.66
<i>Share Price: \$13.940; Next Dividend Payable 01/09/14</i>								
<b>EXCHANGE-TRADED &amp; CLOSED-END FUNDS</b>								

## Account Detail

Basic Securities Account  
073-107565-050ALPHA PHI LUCY FINNERTY  
EDUCATIONAL FUNDCORPORATE FIXED INCOME  
FIXED-RATE CAPITAL SECURITIES

Security Description	Trade Date	Face Value	Orig. Unit Cost	Orig. Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Accrued Interest	Yield %
MORGAN STANLEY IV 6.250 EXTENDABLE TO 4/01/2052 (MWG)	6/23/10	200,000	\$21.941	\$4,388.16	\$4,736.00	\$347.84 LT			
	10/5/11	100,000	20.523	2,052.25	2,368.00	315.75 LT			
<i>Total</i>		300,000	6,440.41	6,440.41	7,104.00	663.59 LT	468.75		6.59
<i>Unit Price: \$23.680, Coupon Rate 6.250%, Matures 04/01/2033; Interest Paid Quarterly Jan 02; Callable \$25.00 on 01/31/14, Moody BA1 S&amp;P BB+</i>									
GENERAL MOTORS CORP ESCROW	—	700,000	—	Please Provide	N/A	N/A	—	—	—
<i>Unit Price: N/A; Coupon Rate 7.375%; Matures 05/15/2048; Interest Paid at Maturity</i>									
GENERAL MOTORS CORP ESCROW	—	400,000	—	Please Provide	N/A	N/A	—	—	—
<i>Unit Price: N/A; Coupon Rate 7.250%; Matures 02/15/2052; Interest Paid at Maturity</i>									
<i>Face Value Percentage of Assets %</i>									
<b>CORPORATE FIXED INCOME</b>	—	—	\$6,440.41	\$6,440.41	\$7,104.00	\$663.59 LT	\$468.75	\$0.00	6.60%
<b>TOTAL MARKET VALUE</b>	100.0%	\$347,546.24	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Accrued Interest	Yield %	
						\$20,097.86	\$2,812.80 ST	\$0.00	2.51%
<b>TOTAL VALUE (includes accrued interest)</b>									
		\$800,241.52							

2 - You, or a third party, have provided the transaction details for this position.  
 R - The cost basis for this tax lot was adjusted due to a reclassification of income.  
 Unrealized Gain/(Loss) totals only reflect positions that have cost basis and/or market value information available. Cash, MMF, Deposits and positions stating 'Please Provide' are not included.

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