ENVELOPE POSTMARK DATE MAY 15 2014

SCANNED MAY 28 2014

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public.

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation: HAROLD A WHITE AND EDNA L WHITE FOUNDATION
477018014

A Employer identification number: 73-1582836

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 1620

Room/suite:

B Telephone number (see instructions): 918-619-1527

City or town, state or province, country, and ZIP or foreign postal code: TULSA, OK 74101-1620

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

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

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 6,488,727.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) ____________
(Part I, column (d) must be on cash basis.)

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc, received (attach schedule)				
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	98,254.	98,254.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	356,059.			
	b	Gross sales price for all assets on line 6a 2,142,091.				
	7	Capital gain net income (from Part IV, line 2)		356,059.		
	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)	90.	90.		STMT 10
	12	**Total.** Add lines 1 through 11	454,403.	454,403.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	48,245.	36,184.		12,061.
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 11	6,150.	NONE	NONE	6,150.
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 12	2,312.	948.		1,364.
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule) STMT 13	9,752.	9,752.		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	66,459.	46,884.	NONE	19,575.
	25	Contributions, gifts, grants paid	259,450.			259,450.
	26	**Total expenses and disbursements** Add lines 24 and 25	325,909.	46,884.	NONE	279,025.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	128,494.			
	b	**Net investment income** (if negative, enter -0-)		407,519.		
	c	**Adjusted net income** (if negative, enter -0-)				

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For Paperwork Reduction Act Notice, see instructions.

Part II	**Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash - non-interest-bearing	304,981.	120,673.	120,673.
2	Savings and temporary cash investments			
3	Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶ NONE			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U S and state government obligations (attach schedule) STMT 14	16,271.	5,575.	5,917.
b	Investments - corporate stock (attach schedule) STMT 15	2,300,047.	2,664,220.	3,356,073.
c	Investments - corporate bonds (attach schedule) STMT 29	1,392,538.	1,345,263.	1,332,598.
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) STMT 30	1,408,148.	1,412,480.	1,673,460.
14	Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ DOCUMENTS)	6.	6.	6.
16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	5,421,991.	5,548,217.	6,488,727.
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)		NONE	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, ▶ ☒ **check here and complete lines 27 through 31.**			
27	Capital stock, trust principal, or current funds	5,421,991.	5,548,217.	
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see instructions)	5,421,991.	5,548,217.	
31	**Total liabilities and net assets/fund balances** (see instructions)	5,421,991.	5,548,217.	

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	5,421,991.
2	Enter amount from Part I, line 27a	2	128,494.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	5,550,485.
5	Decreases not included in line 2 (itemize) ▶ ROUNDING	5	2,268.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,548,217.

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	PUBLICLY TRADED SECURITIES			
b	OTHER GAINS AND LOSSES			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	2,139,110.		1,786,032.	353,078.
b	2,981.			2,981.
c				
d				
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				353,078.
b				2,981.
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	356,059.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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	35,954.	5,587,720.	0.006434
2011	317,486.	5,706,240.	0.055638
2010	273,500.	5,215,517.	0.052440
2009	36,000.	1,071,310.	0.033604
2008	47,882.	945,586.	0.050637

2	Total of line 1, column (d)	2	0.198753
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.039751
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	5,990,835.
5	Multiply line 4 by line 3	5	238,142.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,075.
7	Add lines 5 and 6	7	242,217.
8	Enter qualifying distributions from Part XII, line 4	8	279,025.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter: ________________ (attach copy of letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	4,075.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .			2	
3	Add lines 1 and 2			3	4,075.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .			4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	4,075.
6	Credits/Payments:				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,312.		
b	Exempt foreign organizations - tax withheld at source	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	1,312.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** . . . . ▶			9	2,763.
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** ▶ NONE **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

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

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	**11**		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	**12**		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	**13**	X	

Website address ▶ N/A

14 The books are in care of ▶ SEE STATEMENT 31 Telephone no. ▶

Located at ▶ ZIP+4 ▶

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	**No**
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	**16**		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ▶			

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

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

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

5a During the year did the foundation pay or incur any amount to.

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . . ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? . . . . ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) . . . . ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here . . . . ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . ☐ 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 (No)

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? **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
BOKF, N.A. P.O. BOX 1620, TULSA, OK 74101-1620	TRUSTEE 10	48,245.	-0-	-0-

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

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

Total number of other employees paid over $50,000 . . . . ▶ NONE

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	5,947,972.
b	Average of monthly cash balances	1b	134,088.
c	Fair market value of all other assets (see instructions)	1c	6.
d	**Total** (add lines 1a, b, and c)	1d	6,082,066.
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	NONE
3	Subtract line 2 from line 1d	3	6,082,066.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	91,231.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,990,835.
6	**Minimum investment return.** Enter 5% of line 5	6	299,542.

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	299,542.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	4,075.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	4,075.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	295,467.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	295,467.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	295,467.

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	279,025.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	279,025.
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	4,075.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	274,950.

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					295,467.
2 Undistributed income, if any, as of the end of 2013:					
a Enter amount for 2012 only				209,964.	
b Total for prior years: 20 11 ,20____,20____			NONE		
3 Excess distributions carryover, if any, to 2013:					
a From 2008	NONE				
b From 2009	NONE				
c From 2010	NONE				
d From 2011	NONE				
e From 2012	NONE				
f **Total** of lines 3a through e		NONE			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 279,025.					
a Applied to 2012, but not more than line 2a				209,964.	
b Applied to undistributed income of prior years (Election required - see instructions)			NONE		
c Treated as distributions out of corpus (Election required - see instructions)		NONE			
d Applied to 2013 distributable amount					69,061.
e Remaining amount distributed out of corpus		NONE			
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		NONE			NONE
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b			NONE		
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			NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions			NONE		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions					
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014					226,406.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)		NONE			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		NONE			
10 Analysis of line 9:					
a Excess from 2009	NONE				
b Excess from 2010	NONE				
c Excess from 2011	NONE				
d Excess from 2012	NONE				
e Excess from 2013	NONE				

Part XIV **Private Operating Foundations** (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling . . . . ▶

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

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

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

1 **Information Regarding Foundation Managers:**

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

N/A

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.

N/A

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 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*				
GILCREASE MUSEUM 1400 N. GILCREASE MUSEUM ROAD TULSA OK 74127	NONE	501(C)(3)	ANNUAL FUND	11,050.
LITTLE LIGHT HOUSE ATTN: EXECUTIVE DIRECTOR TULSA OK 74135	NONE	501(C)(3)	ANNUAL FUND	31,050.
FIRST PRESBYTERIAN CHURCH - TULSA 709 S. BOSTON AVE. TULSA OK 74119	NONE	501(C)(3)	ANNUAL OPERATING FUND	155,250.
SALVATION ARMY PO BOX 397 TULSA OK 74101-0397	NONE	501(C)(3)	ANNUAL FUND	31,050.
TULSA PARK & RECREATION 175 E. 2ND STREET TULSA OK 74103	NONE	501(C)(3)	ANNUAL FUND	15,525.
TULSA ZOO FRIENDS ATTN: EXECUTIVE DIRECTOR TULSA OK 74115	NONE	501(C)(3)	ANNUAL FUND	15,525.
Total . . . . ▶ **3a**				259,450.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	98,254.	
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			18	356,059.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b NET OIL & GAS			14	90.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				454,403.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 454,403.

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

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee

05/14/2014 Date

▶VICE PRESIDENT Title

BOKF, N.A., TRUSTEE

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

Paid Preparer Use Only

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if self-employed

PTIN

Firm's name ▶

Firm's EIN ▶

Firm's address ▶

Phone no

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC	324.	324.
ABBOTT LABORATORIES	276.	276.
ABBVIE INC	334.	334.
ACTIVISION BLIZZARD INC	266.	266.
ACTUANT CORP-CL A	4.	4.
ACUITY BRANDS INC	17.	17.
ADVANCE AUTO PARTS	22.	22.
AIRGAS INC	42.	42.
ALLEGHENY TECHNOLOGIES INC COM	78.	78.
ALLERGAN	6.	6.
ALTERA CORP	32.	32.
AMEREN CORP	302.	302.
AMERICAN EXPRESS CO	142.	142.
AMERICAN INT'L GROUP INC	37.	37.
AMERICAN TOWER CORP COM REIT	385.	385.
AMETEK INC NEW	3.	3.
AMGEN INC	43.	43.
ANADARKO PETROLEUM CORP	80.	80.
APPLE COMPUTER INC	1,412.	1,412.
APTARGROUP INC	41.	41.
ARTISAN M/C VAL-INST #2450	256.	256.
ASTORIA FINL CORP	24.	24.
BB & T CORP COM	118.	118.
BAKER HUGHES INC	31.	31.
BK OF NEW YORK MELLON CORP	34.	34.
BARD C R INC	40.	40.
BAXTER INTERNATIONAL, INC.	38.	38.
BEAM INC	29.	29.
BECTON DICKINSON & CO COM	33.	33.
BLACKROCK INC	47.	47.
WM BLAIR INTL GROWTH-I FD#1747	474.	474.
BORG-WARNER AUTOMOTIVE INC	25.	25.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BOSTON PPTYS INC	57.	57.
BRISTOL MYERS SQUIBB CO	522.	522.
CF INDUSTRIES HOLDINGS INC	16.	16.
CSX CORP	90.	90.
CVS CORP	255.	255.
CALAMOS MKT NEUT INC-I FD#0629	208.	208.
CAMPUS CREST COMMUNITIES INC	54.	54.
CAPITAL ONE FINL CORP	8.	8.
CATERPILLAR INC	46.	46.
CATO CORP CL A	7.	7.
CAVANAL HILL SH TM INC-INST FD#0047	3,190.	3,190.
CAVANAL HILL INTRMD BD CL-I FD#0045	1,936.	1,936.
CENTURYTEL INC	162.	162.
CHEESECAKE FACTORY INC COM	55.	55.
CHESAPEAKE LODGING TRUST	134.	134.
CHEVRONTEXACO CORP COM	843.	843.
CHURCH & DWIGHT INC COM	187.	187.
CISCO SYSTEMS	321.	321.
COACH INC COM	37.	37.
COCA-COLA ENTERPRISES INC	110.	110.
COLGATE PALMOLIVE CO	66.	66.
COLUMBIA SPORTSWEAR CO COM	21.	21.
COMCAST CORP-CL A	36.	36.
COMCAST CORP	189.	189.
COMERICA INC	96.	96.
CONOCOPHILLIPS	260.	260.
CORNING INC	76.	76.
CORRECTIONS CORP OF AMERICA	43.	43.
COSTCO WHSL CORP	200.	200.
COVANTA HOLDING CORP	85.	85.
CRANE CO	15.	15.
CUMMINS INC	130.	130.
DANAHER CORP	33.	33.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DARDEN RESTAURANTS INC	268.	268.
DEERE & COMPANY	38.	38.
DIAGEO PLC SPON ADR NEW	156.	156.
DIAMOND HILL LONG/SHORT-I FD#0011	190.	190.
DICK'S SPORTING GOODS INC	43.	43.
DIEBOLD, INC	55.	55.
DIGITAL REALTY TRUST INC REIT	59.	59.
DISCOVER FINANCIAL SERVICE	29.	29.
DODGE & COX INTL STK FD#1048	667.	667.
DONALDSON INC COM	90.	90.
DUPONT EI DE NEMOURS	171.	171.
DUKE ENERGY CORP	104.	104.
E M C CORP MASS	129.	129.
EAST WEST BANCORP INC COM	56.	56.
EASTMAN CHEM CO	53.	53.
EATON VANCE CORP COM	41.	41.
ECOLAB INC	80.	80.
EMERSON ELECTRIC CO	34.	34.
EXXON MOBIL CORP COM	429.	429.
FNB CORP	90.	90.
FASTENAL CO	56.	56.
FEDERATED STRAT VAL DIV-IS FD#0662	1,662.	1,662.
FEDEX CORP COM	43.	43.
FIDELITY NATIONAL INFO SVCS, INC.	55.	55.
FIDELITY LEVERAGED CO STOCK FD#0122	123.	123.
FIFTH THIRD BANCORP	228.	228.
FIRST NIAGARA FINANCIAL GRP	168.	168.
FLUOR CORP NEW COM	16.	16.
FORD MTR CO DEL COM PAR $0.01	201.	201.
FORTUNE BRANDS HOME & SECURITY	20.	20.
FRANKLIN RES INC	27.	27.
FRANKLIN STREET PROPERTIES C REIT	85.	85.
FREEPORT-MCM COPPER GOLD CL B	87.	87.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GATX CORP COM	60.	60.
GAP INC	24.	24.
GENERAL DYNAMICS CORPORATION	124.	124.
GENERAL ELECTRIC CO	781.	781.
GENERAL MILLS INC	372.	372.
GILDAN ACTIVEWEAR INC	16.	16.
GLOBAL PMTS INC COM	3.	3.
GOLDMAN SACHS GROUP, INC.	297.	297.
GOLDMAN SACHS HI YLD-INST FD#0527	3,662.	3,662.
GOLUB CAPITAL BDC INC	236.	236.
GRAND RIVER DAM AUTH 5% 6/13/13	250.	250.
GREENHILL & CO INC	122.	122.
GREIF INC-CL A	86.	86.
GUESS? INC COM	57.	57.
GULFMARK OFFSHORE INC CL-A	94.	94.
HALLIBURTON COMPANY	29.	29.
HARMAN INTL INDS INC NEW	13.	13.
HARSCO CORP	105.	105.
HASBRO INC	122.	122.
HEWLETT PACKARD COMPANY	72.	72.
HILLENBRAND INC	108.	108.
HONDA MTR LTD	49.	49.
HONEYWELL INTL INC COM	625.	625.
HUMANA INC	43.	43.
HUNT J B TRANS SVCS INC COM	29.	29.
HUNTINGTON INGALLS INDUSTRIES	5.	5.
HUSSMAN STRATEGIC GROWTH FD#0601	334.	334.
INTEL CORP	60.	60.
INTEGRYS ENERGY GROUP INC	92.	92.
INTERCONTINENTAL ADR	152.	152.
INTERCONTINENTALEXCHANGE GROUP	17.	17.
INTERNATIONAL BUSINESS MACHINES	192.	192.
INTERNATIONAL GAME TECHNOLOGY	100.	100.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTUIT	85.	85.
IVY ASSET STRATEGY-I FD#0473	155.	155.
JP MORGAN CHASE & CO	1,247.	1,247.
JOHNSON & JOHNSON	986.	986.
JOHNSON CTLS INC	90.	90.
JOY GLOBAL INC COM	39.	39.
KAYDON CORP COM	94.	94.
KEYCORP NEW FORMERLY, SOCIETY CORP	65.	65.
KINDER MORGAN INC/DELAWARE	44.	44.
KNOLL INC	138.	138.
L BRANDS INC	113.	113.
LAS VEGAS SANDS CORP	72.	72.
ESTEE LAUDER COMPANY	56.	56.
LAZARD EMRG MKTS-INST FD#0638	3,245.	3,245.
LILLY ELI & CO	425.	425.
LOCKHEED MARTIN CORP	893.	893.
LORILLARD INC-W/I	618.	618.
LUFKIN INDUSTRIES INC	19.	19.
MFA MTG INVTS INC COM	352.	352.
MANPOWER INC WIS	58.	58.
MARRIOTT INTL INC NEW CL A	72.	72.
MASCO CORP	36.	36.
MASTERCARD INC - CLASS A	60.	60.
MAXIM INTEGRATED PRODS INC	66.	66.
MCCORMICK & CO INC COM NON VTG	67.	67.
MCDONALDS CORP	112.	112.
MCGRATH RENTCORP	9.	9.
MEDTRONIC INC	234.	234.
MERCK & CO INC/NJ	338.	338.
MERGER FD#0260	654.	654.
METLIFE INC COM	276.	276.
MICROSOFT CORP	146.	146.
MOLSON COORS BREWING CO -B	142.	142.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MONDELEZ INTL INC	47.	47.
MOODYS CORP COM	60.	60.
MSIF GLBL REAL EST-INST FD#8004	301.	301.
MURPHY OIL CORP	43.	43.
NASDAQ OMX GROUP INC	10.	10.
NESTLE ADR	256.	256.
NEUBERGER BERMAN GENESIS INSTL #1229	457.	457.
NEW MOUNTAIN FIN	182.	182.
NEW YORK CMNTY BANCORP INC COM	161.	161.
NEWS CORP-CL A	18.	18.
NIKE INC CLASS B	296.	296.
NOBLE ENERGY INC COM	59.	59.
NORDSTROM INC	72.	72.
NORFOLK SOUTHERN CORP	265.	265.
NORTHERN TRUST CORP	124.	124.
NORTHROP CORP	34.	34.
NORTHWESTERN CORP	34.	34.
NUCOR CORP	87.	87.
NUVEEN MID CAP GRWTH OPP-I FD#2453	391.	391.
OCCIDENTAL PETROLEUM CORP	441.	441.
OCEANEERING INTL INC	47.	47.
ONEOK INC NEW	97.	97.
ORACLE CORPORATION	60.	60.
PIMCO TOTAL RETURN FUND INST#35	2,383.	2,383.
PNC BANK CORPORATION	522.	522.
PPG INDUSTRIES INC	195.	195.
PVH CORP	15.	15.
PATTERSON COS INC	54.	54.
PEOPLE'S UNITED FINANCIAL INC	113.	113.
PEPSI CO INC	824.	824.
PERMANENT PORTFOLIO FD#1500	211.	211.
PERRIGO CO	6.	6.
PETMED EXPRESS INC	99.	99.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PFIZER INC	773.	773.
PHILIP MORRIS INTERNATIONAL	882.	882.
PIMCO ALL ASSET-INST FD#0034	1,906.	1,906.
PIMCO COMMOD RR STRAT-INST FD#0045	518.	518.
PIONEER NATURAL RESOURCES CO	2.	2.
POLARIS INDS INC	35.	35.
PRAXAIR INC	491.	491.
PRECISION CASTPARTS CORP	3.	3.
PRICE T ROWE GROUP INC COM	315.	315.
PROCTER & GAMBLE CO	817.	817.
PROGRESSIVE CORP OHIO COM	34.	34.
PROTECTIVE LIFE CORP COM	58.	58.
PRUDENTIAL FINANCIAL INC	287.	287.
QUALCOMM INC	657.	657.
RALPH LAUREN CORP	22.	22.
RAYMOND JAMES FINL INC	123.	123.
REDWOOD TRUST INC REIT	42.	42.
REGAL BELOIT	10.	10.
REINSURANCE GROUP OF AMERICA	39.	39.
ROCHE HLDG LTD ADR SPONSORED	222.	222.
ROCKWELL INTL CORP NEW	85.	85.
ROPER INDS INC	13.	13.
ROYAL DUTCH SHELL PLC-ADR A	90.	90.
SAINT JUDE MEDICAL INC	248.	248.
SANOFI	269.	269.
SCHLUMBERGER LTD	387.	387.
SCOTTS CO CL A	235.	235.
SEALED AIR CORP NEW	62.	62.
SIX FLAGS ENTERTAINMENT	78.	78.
SNAP ON TOOLS CORP	57.	57.
SNYDERS-LANCE	143.	143.
SONOCO PRODUCTS CO.	65.	65.
SOUTHERN CO	350.	350.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SPECTRA ENERGY CORP	211.	211.
STAG INDUSTRIAL	6.	6.
STANLEY BLACK AND DECKER INC	238.	238.
STAPLES INC	65.	65.
STARBUCKS CORP	134.	134.
STATE STREET CORP	88.	88.
SUN COMMUNITIES INC REIT	70.	70.
SYSCO CORP	78.	78.
TJX COMPANYS (NEW)	70.	70.
TARGET CORP	389.	389.
TEMPLETON GLOBAL BOND-ADV #0616	3,823.	3,823.
TENN VALLEY AUTH @ 6.250% DUE 12/15/2	313.	313.
TEREX CORP	11.	11.
TEVA PHARMACEUTICAL INDS LTD ADR	66.	66.
TEXAS INSTRUMENTS INC	207.	207.
THERMO ELECTRON CORP	125.	125.
3M CO COM	191.	191.
TIFFANY & CO NEW	143.	143.
TOTAL FINA ELF SA	191.	191.
TRACTOR SUPPLY COMPANY	27.	27.
THE TRAVELERS COMPANIES INC	308.	308.
TRUSTCO BK CORP N Y COM	262.	262.
TWENTY-FIRST CENTURY FOX INC	26.	26.
US BANCORP DEL NEW COM NEW	465.	465.
URS CORP NEW	39.	39.
UNITED PARCEL SVC INC CL B	306.	306.
UNITED TECHNOLOGIES	463.	463.
VALSPAR CORP	73.	73.
VANGUARD EXPLORER-ADM FD#5024	1,505.	1,505.
VANGUARD INFL-PROT SEC-ADM FD#5119	1,255.	1,255.
VANGUARD MID CAP INDX-INST FD#0864	228.	228.
VERIZON COMMUNICATIONS COM	586.	586.
VIACOM INC - CLASS B	74.	74.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
VISA INC-CLASS A SHARES	52.	52.
VODAFONE GROUP PLC - SP ADR	384.	384.
WALGREEN CO	130.	130.
WASTE MGMT INC DEL COM	134.	134.
WATSCO INC	33.	33.
WELLS FARGO & CO NEW COM	735.	735.
WHOLE FOODS MKT INC	18.	18.
THE WILLIAMS COMPANIES, INC	533.	533.
XCEL ENERGY INC COM	158.	158.
XILINX INC	569.	569.
YUM BRANDS INC COM	284.	284.
COMMON FUND A MUNICIPAL BOND	25,176.	25,176.
ACCENTURE PLC-A	322.	322.
COVIDIEN PLC	27.	27.
DELPHI AUTOMOTIVE PLC	116.	116.
EATON CORP PLC	142.	142.
INVESCO LTD	59.	59.
NABORS INDUSTRIES LTD SHS	23.	23.
RENAISSANCE RE HLDGS LTD	8.	8.
ACE LTD	193.	193.
TRANSOCEAN LTD	217.	217.
TYCO INTERNATIONAL LTD	144.	144.
BOK SHORT-TERM CASH FUND I	11.	11.
CORE LABORATORIES N V ORD	39.	39.
NIELSEN HOLDINGS BV	56.	56.
TOTAL	98,254.	98,254.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NET OIL & GAS INCOME	90.	90.
TOTALS	90.	90.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	6,150.			6,150.
TOTALS	6,150.	NONE	NONE	6,150.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
FOREIGN TAXES	261.	261.	
FEDERAL TAX PAYMENT - PRIOR YE	52.		52.
FEDERAL ESTIMATES - PRINCIPAL	1,312.		1,312.
FOREIGN TAXES ON QUALIFIED FOR	614.	614.	
FOREIGN TAXES ON NONQUALIFIED	73.	73.	
TOTALS	2,312.	948.	1,364.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER NON-ALLOCABLE EXPENSE -	4.	4.
INVESTMENT MGMT FEES-SUBJECT T	9,748.	9,748.
TOTALS	9,752.	9,752.

HAROLD A WHITE AND EDNA L WHITE FOUNDATION 73-1582836

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
TVA @ 6.250% DUE 12/15/2017	5,575.	5,917.
GRAND RIVER DAM AUTH @ 5.000%		
TOTALS	5,575.	5,917.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ARTISAN MID CAP VALUE FD#1464	17,361.	25,401.
WM BLAIR INTL GROWTH-I FD#1747	29,279.	34,778.
DODGE & COX INTL STK FD#1048	32,383.	37,689.
FEDERATED STRAT VAL DIV-IS FD	38,906.	49,197.
LAZARD EMRG MKTS-INST FD#0638	145,198.	143,155.
MAINSTAY LG CAP GRWTH-I FD#148	43,674.	61,367.
NEUB BERM GENESIS-INSTL FD#122	62,047.	94,131.
NUVEEN MID CAP GRWTH OPP-I FD	19,833.	34,557.
VANGUARD EXPLORER-ADM FD#5024	56,659.	88,334.
VANGUARD MID CAP INDX-INSTL FD	7,363.	19,302.
CF INDUSTRIES HOLDINGS INC	3,350.	3,729.
DU PONT (E.I.) DE NEMOURS	4,477.	6,237.
EASTMAN CHEMICAL COMPANY	2,254.	4,681.
ECOLAB INC	26,767.	33,158.
PPG INDUSTRIES INC	2,936.	4,173.
PRAXAIR INC	16,009.	18,984.
SCOTTS MIRACLE-GRO CO-CL A	7,385.	9,955.
VALSPAR CORP	2,418.	5,418.
ALLEGHENY TECHNOLOGIES INC	3,171.	2,779.
PACKAGING CORP OF AMERICA		
HONEYWELL INTERNATIONAL INC	16,633.	28,142.
LOCKHEED MARTIN CORP	12,271.	22,299.
NORTHROP GRUMMAN CORP		
UNITED TECHNOLOGIES CORP	17,271.	24,581.
GENERAL ELECTRIC CO	17,514.	23,826.
ROCKWELL AUTOMATION INC	3,043.	5,081.
3M CO	6,865.	10,519.
MASCO CORP	1,325.	2,732.
TYCO INTERNATIONAL LTD	6,071.	9,398.

FORM 990PF, PART II - CORPORATE STOCK
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DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CUMMINS INC	4,534.	7,049.
DANAHER CORP	32,642.	45,085.
DEERE & CO		
EATON CORP PLC	12,662.	15,376.
HARSCO CORP		
JOY GLOBAL INC	3,218.	2,691.
STANLEY BLACK AND DECKER INC		
TEREX CORP	7,717.	9,532.
ROBERT HALF INTL INC		
URS CORP	1,815.	2,438.
EXPEDITORS INTL WASH INC		
CSX CORP	3,007.	4,373.
GATX CORP	1,479.	2,504.
HUNT (JB) TRANSPRT SVCS INC	4,684.	4,947.
NORFOLK SOUTHERN CORP	6,736.	8,726.
AMERICAN TOWER CORP COM REIT	4,496.	7,184.
CROWN CASTLE INTL CORP		
VODAFONE GROUP PLC - SP ADR	3,868.	5,700.
AT&T INC		
THE WALT DISNEY CO	14,234.	21,086.
HASBRO INC	2,735.	3,191.
INTL GAME TECHNOLOGY	3,731.	4,667.
MARRIOTT INTERNATIONAL-CL A		
MATTEL INC	2,712.	5,614.
ARCOS DORADOS HOLDINGS INC		
DARDEN RESTAURANTS INC	8,302.	9,134.
MCDONALD'S CORP	7,120.	7,471.
YUM! BRANDS INC		
ADVANCE AUTO PARTS		

HAROLD A WHITE AND EDNA L WHITE FOUNDATION 73-1582836

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
BORGWARNER INC	2,726.	5,591.
CARMAX INC		
FORD MOTOR CO	18,885.	18,609.
HONDA MOTOR CO LTD-SPONS ADR		
JOHNSON CONTROLS INC	12,117.	13,800.
O'REILLY AUTOMOTIVE INC	3,945.	4,762.
COMCAST CORP-SPECIAL CL A	5,719.	12,620.
VIACOM INC - CLASS B		
AMAZON.COM INC	10,968.	13,958.
BARNES & NOBLE INC		
DICK'S SPORTING GOODS INC	3,286.	4,997.
DOLLAR TREE INC	4,814.	4,683.
EBAY INC	7,973.	8,065.
LITHIA MOTORS INC		
NORDSTROM INC	10,277.	11,309.
PVH CORP	5,089.	6,121.
TJX COMPANIES INC	2,807.	8,030.
TARGET CORP	7,157.	8,605.
FOSSIL GROUP INC	17,478.	16,432.
GILDAN ACTIVEWEAR INC		
GUESS INC	4,967.	5,002.
NIKE INC -CL B	5,610.	8,572.
URBAN OUTFITTERS INC	3,736.	3,562.
DR HORTON INC	1,963.	4,018.
HARMAN INTERNATIONAL		
PULTE GROUP INC		
SNAP-ON INC	1,833.	3,943.
AVON PRODUCTS INC		
PROCTER & GAMBLE CO	14,535.	16,282.

HAROLD A WHITE AND EDNA L WHITE FOUNDATION 73-1582836

FORM 990PF, PART II - CORPORATE STOCK
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DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
DIAGEO PLC-SPONSORED ADR	3,812.	6,886.
GENERAL MILLS INC	9,851.	13,076.
HJ HEINZ CO		
NESTLE SA-SPONS ADR FOR REG	17,459.	19,898.
PEPSICO INC	11,055.	13,685.
SNYDERS-LANCE	3,993.	5,761.
CVS CAREMARK CORP	11,549.	18,751.
COSTCO WHOLESALE CORP	8,395.	16,068.
SAFEWAY INC		
ALTRIA GROUP INC	2,767.	2,568.
PHILIP MORRIS INTERNATIONAL	16,192.	21,085.
DEVON ENERGY CORPORATION		
EOG RESOURCES INC	6,651.	7,049.
NEWFIELD EXPLORATION CO	4,603.	2,217.
SOUTHWESTERN ENERGY CO	4,491.	4,602.
WHITING PETROLEUM CORP	12,699.	15,962.
CHEVRON CORP	23,959.	28,230.
CONOCOPHILLIPS	4,239.	5,935.
EXXON MOBIL CORP	17,408.	20,442.
OCCIDENTAL PETROLEUM CORP	15,905.	16,357.
TOTAL SA-SPON ADR		
NABORS INDUSTRIES LTD	2,598.	2,413.
TRANSOCEAN LTD	6,774.	6,820.
CORE LABORATORIES N.V.	21,625.	22,723.
BAKER HUGHES INC	8,781.	10,113.
FMC TECHNOLOGIES INC	15,934.	16,759.
HALLIBURTON CO		
HELIX ENERGY SOLUTIONS GROUP		
LUFKIN INDUSTRIES INC		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
OCEANEERING INTL INC	2,058.	4,181.
SCHLUMBERGER LTD	21,480.	23,699.
ASTORIA FINANCIAL CORP	2,059.	2,075.
BK OF NEW YORK MELLON CORP		
COMERICA INC		
FIFTH THIRD BANCORP	5,974.	10,410.
FIRST NIAGARA FINANCIAL GRP	6,338.	6,308.
KEYCORP	2,490.	4,026.
NEW YORK COMMUNITY BANCORP		
NORTHERN TRUST CORP	1,800.	2,228.
PNC FINANCIAL SERVICES GROUP	11,056.	16,602.
PEOPLE'S UNITED FINANCIAL INC	5,296.	5,262.
TRUSTCO BANK CORP NY	3,600.	4,653.
US BANCORP	9,195.	15,675.
AMERICAN EXPRESS CO		
BLACKROCK INC		
CBRE GROUP INC	2,021.	3,025.
CME GROUP INC		
CAPITAL ONE FINANCIAL CORP		
DISCOVER FINANCIAL SERVICE		
EATON VANCE CORP	1,964.	2,824.
GOLDMAN SACHS GROUP INC	25,166.	31,021.
INTERCONTINENTALEXCHANGE INC	3,041.	5,848.
JPMORGAN CHASE & CO	36,885.	53,743.
JEFFERIES GROUP INC (NEW)		
MASTERCARD INC - CLASS A	5,674.	10,861.
T ROWE PRICE GROUP INC	9,488.	14,576.
RAYMOND JAMES FINANCIAL INC	13,072.	17,484.
VISA INC-CLASS A SHARES	25,851.	29,191.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ACE LTD	5,521.	9,007.
BERKSHIRE HATHAWAY INC-CL B	6,234.	9,603.
METLIFE INC	12,536.	14,720.
PROGRESSIVE CORP	2,420.	3,218.
PRUDENTIAL FINANCIAL INC	9,869.	14,940.
REINSURANCE GROUP OF AMERICA	1,745.	2,787.
THE TRAVELERS COMPANIES INC	15,149.	19,376.
BOSTON PROPERTIES INC REIT	2,163.	2,409.
CAMPUS CREST COMMUNITIES INC	2,103.	2,258.
CHESAPEAKE LODGING TRUST	2,868.	4,451.
FRANKLIN STREET PROPERTIES C R		
MFA FINANCIAL INC COM		
REDWOOD TRUST INC REIT		
SUN COMMUNITIES INC REIT		
BARD (C.R.) INC	1,675.	2,679.
BECTON DICKINSON & CO		
INTUITIVE SURGICAL INC	21,644.	21,508.
MEDTRONIC INC	12,028.	15,667.
ST JUDE MEDICAL INC	13,813.	20,691.
STRYKER CORP	6,799.	6,913.
THERMO FISHER SCIENTIFIC INC	13,759.	26,279.
WATERS CORP	5,072.	5,100.
VERTEX PHARMACEUTICALS INC		
ABBOTT LABORATORIES	10,352.	12,572.
BRISTOL-MYERS SQUIBB CO		
IRONWOOD PHARMACEUTICALS INC		
JOHNSON & JOHNSON	21,388.	29,492.
ELI LILLY & CO		
MERCK& CO INC/NJ	16,549.	17,017.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MYLAN INC		
PFIZER INC	19,455.	27,261.
ROCHE HOLDINGS LTD-SPONS ADR	4,327.	8,126.
TEVA PHARMACEUTICAL-SP ADR		
ATHENAHEALTH		
COVANCE INC	15,863.	17,788.
EXPRESS SCRIPTS INC	37,010.	42,074.
PETMED EXPRESS INC		
ACCENTURE PLC-A	23,888.	30,586.
FLEXTRONICS INTL LTD	1,913.	2,362.
AMPHENOL CORP-CL A	17,117.	18,817.
APPLE INC COM	47,382.	58,346.
ARM HOLDINGS PLC-SPONS ADR		
CAVIUM INC		
CISCO SYSTEMS INC	2,942.	3,791.
CORNING INC	5,667.	6,754.
HEWLETT-PACKARD CO		
INTEL CORP	3,024.	3,452.
INTL BUSINESS MACHINES CORP	6,768.	9,754.
INTL RECTIFIER CORP		
MAXIM INTEGRATED PRODUCTS		
MICROCHIP TECHNOLOGY INC	7,634.	11,456.
NETAPP INC	13,297.	13,741.
QUALCOMM INC	21,533.	31,705.
ROPER INDUSTRIES INC	19,093.	21,634.
TEXAS INSTRUMENTS INC	5,424.	7,904.
XILINX INC	5,954.	9,965.
AKAMAI TECHNOLOGIES	2,093.	2,642.
ANSYS INC	14,305.	15,522.

HAROLD A WHITE AND EDNA L WHITE FOUNDATION 73-1582836

FORM 990PF, PART II - CORPORATE STOCK
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DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
AUTODESK INC	1,522.	2,315.
EQUINIX INC		
GLOBAL PAYMENTS INC	1,425.	2,405.
GOOGLE INC-CL A	26,238.	48,191.
INTUIT INC	3,038.	5,037.
LINKEDIN CORP A		
ORACLE CORP	9,669.	12,320.
QLIK TECHNOLOGIES	2,322.	1,837.
SALESFORCE.COM INC	22,009.	28,092.
SYNOPSYS INC	2,048.	3,327.
WILLIAMS COS INC	6,555.	9,835.
AMEREN CORPORATION	5,681.	6,436.
FIRSTENERGY CORP		
INTEGRYS ENERGY GROUP INC	1,809.	1,850.
NORTHWESTERN CORP		
ONEOK INC	830.	2,114.
SEALED AIR CORP	2,120.	4,018.
BE AEROSPACE INC		
PRECISION CASTPARTS CORP		
AMETEK INC		
CRANE CO		
FASTENAL CO	3,197.	3,278.
MSC INDUSTRIAL DIRECT CO-A		
WASTE MANAGEMENT INC		
TRANSDIGM GROUP INC		
UNITED PARCEL SERVICE-CL B	17,590.	21,331.
KNIGHTSBRINGE TANKERS LTD		
PALO ALTO NETWORKS		
ERICSSON ADS		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
VERIZON COMMUNICATIONS INC	12,249.	12,236.
LAS VEGAS SANDS CORP		
CHIPOTLE MEXICAN GRILL - CL A		
DELPHE AUTOMOTIVE HOLDINGS INC	3,243.	6,795.
PRICESMART INC		
UNDER ARMOUR INC-CLASS A	2,766.	4,802.
MICHAEL KORS HOLDINGS LTD		
CATO CORP-CL A		
DOLLAR GENERAL CORP		
HILLENBRAND INC	5,758.	6,943.
COACH INC	2,334.	2,133.
DSW INC-CLASS A		
ADT CORP		
CHURCH & DWIGHT CO INC	11,176.	12,726.
COCA-COLA ENTERPRISES INC	4,238.	6,090.
DELHAIZE GROUP - SPONS ADR		
FRESH MARKET INC	3,923.	3,605.
HAIN CELESTIAL GROUP INC	6,766.	10,530.
MONSTER BEVERAGE CORP		
WALGREEN CO		
LORILLARD INC-W/I	13,343.	15,711.
MURPHY OIL CORP	1,836.	2,206.
SPECTRA ENERGY CORP	4,795.	6,162.
WELLS FARGO & COMPANY	21,831.	26,150.
MOODY'S CORP		
WESTERN UNION CO		
PROTECTIVE LIFE CORP	2,090.	3,749.
BIOMARIN PHARMACEUTIAL INC	7,822.	8,231.
HUMANA INC	1,566.	2,168.

HAROLD A WHITE AND EDNA L WHITE FOUNDATION 73-1582836

FORM 990PF, PART II - CORPORATE STOCK
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DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MEDNAX INC	2,069.	3,203.
ALLERGAN INC		
ARIAD PHARMACEUTICALS INC		
CEPHEID INC		
AVAGO TECHNOLOGIES LTD		
FUSION - IO INC		
IPG PHOTONICS CORP		
ACTIVISION BLIZZARD INC	2,091.	3,406.
CERNER CORP	1,559.	2,230.
FACEBOOK INC - A	7,232.	16,231.
PRICELINE.COM INC		
RACKSPACE HOSTING INC		
SPLUNK INC		
ULTIMATE SOFTWARE GROUP INC	2,217.	2,452.
ILLUMINA INC	2,460.	6,193.
PATTERSON COS INC		
DUKE ENERGY CORP		
SOUTHERN CO		
XCEL ENERGY INC		
IPATH S&P 500 DYNAMIC VIX ETN	6,718.	4,048.
ABBVIE INC	5,079.	7,763.
ACADIA HEALTHCARE	3,150.	4,354.
ACTUANT CORP-CL A	3,205.	3,811.
ACUITY BRANDS INC	3,077.	4,810.
AEGON N.V.-AMERICAN REG SHR	5,969.	7,679.
AFFILIATED MANAGERS GROUP	4,541.	6,290.
AIRGAS INC	2,836.	3,244.
ALEXION PHARMACEUTICALS INC	3,030.	4,385.
ALLIANCE DATA SYSTEMS CORP	3,145.	5,259.

HARORD A WHITE AND EDNA L WHITE FOUNDATION 73-1582836

FORM 990PF, PART II - CORPORATE STOCK
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DESCRIPTION -----------	ENDING BOOK VALUE ----------	ENDING FMV ---
AMERICAN AIRLINES GROUP INC	5,523.	5,429.
AMERICAN INT'L GROUP INC	6,668.	9,495.
AMGEN INC	11,328.	11,522.
APTARGROUP INC	3,108.	3,730.
BB&T CORPORATION	6,520.	7,539.
BEAM INC	5,485.	5,649.
BUFFALO WILD WINGS INC	1,293.	2,208.
CATAMARAN CORP	3,776.	3,465.
CENTURYLINK INC	5,790.	5,319.
CHEESECAKE FACTORY (THE)	8,060.	9,413.
CITRIX SYSTEMS INC	10,388.	10,626.
COGNIZANT TECH SOLUTIONS-A	10,711.	12,017.
COMCAST CORP-CL A	13,258.	14,810.
CONCHO RESOURCES INC	5,085.	4,968.
CONCUR TECHNOLOGIES INC	2,971.	4,230.
DAVITA HEATHLCARE PARTNERS INC	14,407.	16,349.
DIEBOLD INC	5,750.	6,305.
DONALDSON CO INC	5,526.	6,910.
EMC CORP MASS	9,298.	9,859.
EAST WEST BANCORP INC	3,900.	5,106.
ECHOSTAR CORPORATION CL A	2,386.	3,083.
EDWARDS LIFESCIENCES CORP	1,723.	1,381.
FNB CORP	5,211.	5,515.
FIDELITY NATIONAL INFO SVCS	4,241.	5,153.
FLUOR CORP	28,256.	29,788.
FORTINET INC	2,151.	1,932.
FORTUNE BRANDS HOME & SECURITY	4,423.	5,301.
FRANKLIN RESOURCES INC	7,674.	9,006.
GAP INC/THE	4,833.	4,611.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
GENERAL DYNAMICS CORP	5,735.	7,644.
GILEAD SCIENCES INC	14,754.	15,320.
GOLUB CAPITAL BDC INC	3,580.	4,147.
GREENHILL & CO INC	5,064.	5,736.
GREIF INC-CL A	4,378.	4,716.
GULFMARK OFFSHORE INC-CL A	3,943.	4,760.
HUNTINGTON INGALL INDUSTRIES	1,762.	2,340.
INTERCONTINENTAL ADR	2,892.	3,276.
JACOBS ENGINEERING GROUP INC	7,952.	9,071.
JARDEN CORP	5,985.	7,976.
KNOLL INC	5,131.	5,914.
LKQ CORP	3,038.	4,672.
ESTEE LAUDER COMPANIES-CL A	19,813.	21,090.
LULULEMON ATHLETICA INC	5,783.	5,785.
MDC HOLDINGS INC	3,838.	4,191.
MANPOWERGROUP INC	3,107.	4,722.
MCCORMICK & CO-NON VTG SHRS	5,310.	5,100.
MCGRATH RENTCORP	1,341.	1,552.
MEAD JOHNSON NUTRITION	20,511.	21,443.
MIDDLEBY CORP	2,419.	2,637.
MOLSON COORS BREWING CO - B	6,427.	7,861.
MONDELEZ INTL INC	15,669.	17,579.
NASDAQ OMX GROUP INC	5,543.	5,851.
NATIONAL INSTRUMENTS CORP	10,848.	10,983.
NEW MOUNTAIN FIN	4,099.	4,316.
NOBLE ENERGY INC	6,324.	7,628.
NUCOR CORP	4,344.	5,071.
PANERA BREAD COMPANY-CL A	7,735.	8,835.
POLARIS INDUSTRIES INC	1,993.	3,204.

HAROLD A WHITE AND EDNA L WHITE FOUNDATION 73-1582836

FORM 990PF, PART II - CORPORATE STOCK
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DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
REGAL BELOIT	2,045.	1,843.
ROYAL DUTCH SHELL PLC-ADR A	6,620.	7,127.
SCHWAB (CHARLES) CORP	22,256.	24,180.
SIEMENS AG-SPONS ADR	8,794.	11,773.
SIX FLAGS ENTERTAINMENT	5,631.	6,075.
SKYWORKS SOLUTIONS INC	2,462.	3,256.
SONOCO PRODUCTS CO	2,464.	2,920.
STAG INDUSTRIAL	1,942.	1,815.
STARBUCKS CORP	25,565.	26,731.
STATE STREET CORP	5,227.	6,532.
STERICYCLE INC	23,284.	23,815.
STIFEL FINANCIAL CORP	2,621.	3,259.
TERADATA CORP	3,317.	2,729.
TIFFANY & CO	11,310.	16,051.
TRACTOR SUPPLY COMPANY	2,386.	3,646.
TRIMBLE NAVIGATION LTD	4,056.	4,789.
TUPPERWARE BRANDS CORP	3,932.	4,159.
TWENTY-FIRST CENTURY FOX INC	5,912.	7,984.
UNION PACIFIC CORP	9,992.	10,920.
WABCO HLDGS INC	3,502.	4,577.
WATSCO INC	3,099.	3,554.
WESTLAKE CHEMICAL CORP	5,613.	6,104.
WHOLE FOODS MARKET INC	19,065.	19,373.
COVIDIEN PLC	7,908.	8,581.
GENPACT LTD	12,357.	12,620.
ICON PLC	3,922.	4,890.
INVESCO LTD	7,234.	8,117.
RENAISSANCERE HOLDINGS LTD	2,827.	2,920.
PERRIGO CO PLC	3,957.	3,990.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
LYONDELL BASSEL INDUSTRIES NV	3,693.	3,853.
NIELSEN N.V.	4,676.	6,379.
NXP SEMICONDUCTOR NV	7,541.	11,207.
MICROSOFT CORP	12,118.	13,393.
TOTALS	2,664,220.	3,356,073.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
COMMON FUND A MUNICIPAL BOND	730,653.	728,771.
CAVANAL HILL SH TM INC-INST FD	204,850.	204,379.
CAVANAL HILL INTRMD BD CL-I FD	97,342.	99,321.
TEMPLETON GLOBAL BD-ADV FD#061	85,710.	87,902.
PIMCO TOTAL RETURN-INST FD#003	97,870.	92,542.
VANGUARD INFL-PROT SEC-ADM FD	76,129.	67,867.
GOLDMAN SACHS HI YLD-INST FD#0	52,709.	51,816.
TOTALS	1,345,263.	1,332,598.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
CALAMOS MKT NEUT INC-I FD#0629	C	12,881.	13,811.
DIAMOND HILL LONG/SHORT-I FD#0	C	35,981.	49,956.
FIDELITY LEVERAGED CO STOCK FD	C	11,493.	19,527.
HUSSMAN STRATEGIC GROWTH FD#06	C	38,355.	29,845.
IVY ASSET STRATEGY-I FD#0473	C	19,189.	25,713.
MERGER FD#0260	C	26,496.	26,929.
PERMANENT PORTFOLIO FD#1500	C	42,436.	40,021.
PIMCO ALL ASSET-INST FD#0034	C	38,758.	38,887.
PIMCO COMMOD RR STRAT-INST FD	C	25,372.	16,616.
MSIF GLBL REAL EST-INST FD#800	C	11,519.	14,060.
CRYSTAL CAPITAL MM2 - TAX EXPT	C	1,150,000.	1,398,095.
TOTALS		1,412,480.	1,673,460.

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
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NAME: BOKF, N.A.
dba BANK OF OKLAHOMA
ADDRESS: P.O. BOX 1620
TULSA, OK 74101-1620

TELEPHONE NUMBER: (918)619-1527