

See a Social Security Number? Say Something! Report Privacy Problems to https://public.resource.org/privacy Or call the IRS Identity Theft Hotline at 1-800-908-4490



SCANNED AUG 1 4 2014

Form **990-P**F 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

10	cale	ndar year 2013 or tax year beginning			, and ending			
N	ame c	of foundation				A Employer identification number		
7	VII	LIAM & RUTH PENDLI	, ,					
		S. BANK NATIONAL AS	74-2475483	3				
		and street (or P O box number if mail is not deli			Room/suite	B Telephone number		
		BOX 3168				(602)257-5	5435	
_		town, state or province, country, and ZIP	or foreign	noctal code		T		
		RTLAND, OR 97208	or loreign	postar code		C If exemption application is ;	pending, check here	
		k all that apply: Initial return		Initial return of a fe	armar aublia abasiti	D 4 Farana amananahan	a abasis basis	
u	CHEC	Final return			ormer public charity	D 1. Foreign organization	s, check here	
		==		Amended return		2 Foreign organizations me check here and attach co	eeting the 85% test.	
	01	Address cha		Name change				
H				exempt private foundation		E If private foundation sta		
<u> </u>		ection 4947(a)(1) nonexempt charitable		Other taxable private founda		under section 507(b)(1)(A), check here	
		arket value of all assets at end of year		-	Accrual	F If the foundation is in a	60-month termination	
		Part II, col (c), line 16)		Other (specify)		under section 507(b)(1)(B), check here $ ightharpoonup$	
_	<u>►\$</u>		Part I, coll	umn (d) must be on cash l	basis)	<u></u>		
Р	art l	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and necessarily equal the amounts in column (a)	(d) may not	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)	
	1	Contributions, gifts, grants, etc., receive	d			N/A		
	2	Check X If the foundation is not required to a						
	3	Interest on savings and temporary cash investments						
	4	Dividends and interest from securities		107,705.	107,705.		STATEMENT 1	
	5a	Gross rents						
	Ь	Net rental income or (loss)				-		
Revenue	6a	Net gain or (loss) from sale of assets not on lin	÷ 10	253,962.				
	h	Gross sales price for all assets on line 6a 1,045,						
	7	Capital gain net income (from Part IV, line 2)	<u> </u>		253,962.		FD 1	
æ	8	Net short-term capital gain				RECEIV		
	9	Income modifications			 ·		181	
	10a	Gross sales less returns				18 AUG 1 3 2	014 0	
		Less Cost of goods sold				AUB TO	121	
	1	Gross profit or (loss)				- Indiana Casa		
	11	Other income			 -	TRADEN	UL -	
	12	Total. Add lines 1 through 11		361,667.	361,667.			
	13	Compensation of officers, directors, trustees,		49,363.	44,427.		4,936.	
	14	Other employee salaries and wages	te	49,303.	44,44/.		4,930.	
	15	Pension plans, employee benefits						
S		Legal fees						
Š	10a	=	т 2	4,000.	2,000.		2 000	
ХĎЕ	,	Other professional fees	. 4	4,000.	4,000.	<u>.</u>	2,000.	
e EE	17	Interest						
Operating and Administrative Expenses	18		т 3	2,270.	1,579.			
stra	10		1 3	4,410.	1,5/9.		0.	
į	19	Depreciation and depletion		-				
/dr	20	Occupancy						
β	21	Travel, conferences, and meetings						
a⊓	22	Printing and publications	m /	247	2.47			
ting	23	•	Т 4	247.	247.	<u> </u>	0.	
erai	24	Total operating and administrative		FF 000	40 050			
ď		expenses Add lines 13 through 23		55,880.	48,253.	·	6,936.	
_	25	Contributions, gifts, grants paid		215,444.		-	215,444.	
	26	Total expenses and disbursements		054 004	40 0		***	
		Add lines 24 and 25		271,324.	48,253.		222,380.	
	1			00.045				
	l .	Excess of revenue over expenses and disburse		90,343.	242 441			
	f	Net investment income (if negative, enter	0-)	ļ	313,414.			
3235		Adjusted net income (if negative, enter -0-)				N/A		

Fo	rm 99	00-PF(2013) U.S. BANK NATIONAL ASSO		74-	2475483 Page 2
	art	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End o	
	art	Barance Sneets column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-bearing			<u> </u>
	2	Savings and temporary cash investments	160,409.	95,238.	95,238.
	3	Accounts receivable ►			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ►			
		Less; allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other			
]_	disqualified persons			
	7	Other notes and loans receivable			
Assets		Less: allowance for doubtful accounts			
	8	Inventories for sale or use Prepaid expenses and deferred charges			
	9	Investments - U.S. and state government obligations			
	ı	Investments - corporate stock STMT 6	1,608,795.	1,822,990.	2,470,735.
	1	Investments - corporate bonds STMT 7	1,303,587.	1,249,823.	1,266,643.
	11	investments - land, buildings, and equipment basis	1/303/3071	1,215,025.	1/200/0101
	''	Less accumulated depreciation			
	12	Investments - mortgage loans			
	13	Investments - other			
	1 1	Land, buildings, and equipment; basis			
		Less accumulated depreciation			
	15	Other assets (describe ► DIVIDEND RECEIVABLE)	8,766.	3,849.	3,849.
	16	Total assets (to be completed by all filers - see the			
		instructions. Also, see page 1, item 1)	3,081,557.	3,171,900.	3,836,465.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
es	19	Deferred revenue			
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons			
iat	21	Mortgages and other notes payable			
_	22	Other liabilities (describe >)			
		T 1.11.1.11.11.11.1.1.1.1.1.1.1.1.1.1.1.	0.	0.	
_	23	Total liabilities (add lines 17 through 22)	<u> </u>	U • I	
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
es	24	Unrestricted			
au Č	25	Temporarily restricted			
3al	26	Permanently restricted			
힏	-"	Foundations that do not follow SFAS 117, check here			
Fu		and complete lines 27 through 31.			
Net Assets or Fund Balances	27	Capital stock, trust principal, or current funds	0.	0.	
set	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
As	29	Retained earnings, accumulated income, endowment, or other funds	3,081,557.	3,171,900.	STATEMENT 5
Net	30	Total net assets or fund balances	3,081,557.	3,171,900.	
		`			
	31	Total liabilities and net assets/fund balances	3,081,557.	3,171,900.	··
Р	art	Analysis of Changes in Net Assets or Fund Ba	alances		
				1 1	
1		net assets or fund balances at beginning of year - Part II, column (a), line 3	30		2 001 557
_	•	it agree with end-of-year figure reported on prior year's return)		1	3,081,557.
		amount from Part I, line 27a		2	90,343.
		r increases not included in line 2 (itemize) Increases not included in line 2 (itemize)	•	3 4	3,171,900.
		eases not included in line 2 (itemize)		5	0.
		net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	lumn (b), line 30	6	3,171,900.
Ť	. 5 14	the second of th			Form 990-PF (2013)

323511 10-10-13

•

74-2475483

Page 3

(a) List and describe the kind(s) of property soul (e.g., real estate)					w acquired Purchase Donation	(c) Date (mo ,	acquired day, yr.)	(d) Date sold (mo., day, yr)	
1a US BANK #9100-I	T-SEE ATTACHED				P	VARI	OUS	VARIOUS	
	GAIN DISTRIBUT	IONS			P	VARI		VARIOUS	
c									
d									
e									
(e) Gross sales price	(f) Depreciation allowed (or allowable)		st or other basis expense of sale			(h) Gain or (loss) (e) plus (f) minus (g)			
a 1,015,694.			791,75	3.				223,941.	
b 30,021.								30,021.	
c									
d									
e									
Complete only for assets showing	gain in column (h) and owned by	the foundation	on 12/31/69			I) Gains (Col. (h) gain	minus	
(i) F.M.V. as of 12/31/69	(i) Adjusted basis (k) Excess of col. (i) col. (l. (k), but Losses	not less that (from col.	n -0-) or (h))			
a								223,941.	
b								30,021.	
C									
d									
e									
2 Capital gain net income or (net cap	ortal loss) If gain, also enter -0-	r in Part I, line - in Part I, line	7 7	}	2			253,962.	
3 Net short-term capital gain or (loss	`								
If gain, also enter in Part I, line 8, c If (loss), enter -0- in Part I, line 8	olumn (c).			}	3		N/A		
Part V Qualification Ur	nder Section 4940(e) for	Reduced	Tax on Net	Inves	stment In	come	-		
(For optional use by domestic private	foundations subject to the section 4	1940(a) tax on	net investment in	come.)		-			
If section 4940(d)(2) applies, leave thi	·	, ,		·					
Was the foundation liable for the section of the se	y under section 4940(e). Do not co	mplete this pa	rt.					Yes X No	
1 Enter the appropriate amount in ea	ach column for each year; see the ir	nstructions bef	fore making any er	ntries.					
(a) Base period years Calendar year (or tax year beginnin			Net value of nor				Dıstrıt (col. (b) dıv	(d) oution ratio vided by col. (c))	
2012	20	9,322.		3,4	172,04	7.		.060288	
2011	22	7,142.			557,384			.063851	
2010	22	1,397.		3,4	<u>450,519</u>	9		.064163	
2009	19	5,463.			160,289			.061850	
2008	26	7,296.	_	3,9	965,758	3		.067401	
2 Total of line 1, column (d)						2		.317553	
3 Average distribution ratio for the 5- the foundation has been in existence	· ·	on line 2 by 5,	or by the number	of years		3		.063511	
4 Enter the net value of noncharitable	e-use assets for 2013 from Part X, I	line 5				4		3,603,381.	
5 Multiply line 4 by line 3					5		228,854.		
6 Enter 1% of net investment income (1% of Part I, line 27b)					6		3,134.		
7 Add lines 5 and 6						7		231,988.	
Enter qualifying distributions from	Part XII line 4					8		222,380.	
If line 8 is equal to or greater than I See the Part VI instructions.	•	1b, and comp	lete that part using	j a 1% t	ax rate.	0	l <u></u>	<u> </u>	
323521 10-10-13			···········	-				Form 990-PF (2013)	

<u>For</u>	m 990-PF (2013) U.S. BANK NATIONAL ASSOCIATION 74-2	247548	33	Page 4
P	art VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 -	see ins	tructi	ons)
1	a 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%		6,	268.
	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-)			0.
3	Add lines 1 and 2		6,	268.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	_	6,	<u> 268.</u>
6	1 1			
	a 2013 estimated tax payments and 2012 overpayment credited to 2013 6a 2,506.			
	b Exempt foreign organizations - tax withheld at source			
	c Tax paid with application for extension of time to file (Form 8868) 6c 5,332.			
	d Backup withholding erroneously withheld		_	
7	Total credits and payments. Add lines 6a through 6d		7,	<u>838.</u>
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			
10		 	1,	<u>570.</u>
	Enter the amount of line 10 to be: Credited to 2014 estimated tax			<u>0.</u>
$\overline{}$	art VII-A Statements Regarding Activities		Va	al NIa
18	a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in	<u> </u>	Ye	
	any political campaign?	1		X
	b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1	<u> </u>	 A
	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.			
	Did the foundation file Form 1120-POL for this year?	,		x
	I Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:	10	<u> </u>	 ^
•	(1) On the foundation. \triangleright \$ 0 . (2) On foundation managers. \triangleright \$ 0 .			
	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation	1		
•	managers. > \$ 0.		i	
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2	.	x
_	If "Yes," attach a detailed description of the activities		- 	
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or	İ		1
_	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
48	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4:		X
t	o If "Yes," has it filed a tax return on Form 990-T for this year? N/			
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	If "Yes," attach the statement required by General Instruction T			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:			
	By language in the governing instrument, or	ļ		1
	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		
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	ļ
				ľ
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)			
	AZ		İ	
b	off the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate)	1		
_	of each state as required by General Instruction G? If "No," attach explanation	88	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			,,
40	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	Form 9 9		(2013)
		i OHIH 🗗	-U-1 I	(4010)

323531 10-10-13

	WILDIAM & ROTH FENDLETON MEMORIAL FOND			
_	n 990-PF (2013) U.S. BANK NATIONAL ASSOCIATION 74-247	<u>5483</u>		Page 5
	art VII-A Statements Regarding Activities (continued)	,	г	
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of			1
	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	<u> </u>
	Website address ► N/A			
14	The books are in care of ► US BANK Telephone no. ► 602-2			
	Located at ► 101 NORTH 1ST AVENUE #1600, PHOENIX, AZ ZIP+4 ►8	<u> 5003</u>		
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	N	/ <u>A</u>	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank,	1	Yes	l
	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			
Ď.	country	<u> </u>		<u> </u>
Pi	art 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
18	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?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(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 X 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.)			
t	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		<u>X</u>
	Organizations relying on a current notice regarding disaster assistance check here			
0	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		<u>X</u>
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)):			
а	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		1	
	before 2013? Yes X No			
	If "Yes," list the years \(\bigs_{			
0	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach			
		,	i	
	statement - see instructions.) N/A	2b		
	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.			
20	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time		1	
oa	during the year? Yes X No			
	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after]	
U	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		1	
	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) N/A	26		
40	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	3b 4a		X
	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that	44		
J	had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		х
		, 70		44

4b X Fòrm **990-PF** (2013)

Form 990-PF (2013) U.S. BANK NATIONAL ASSOC			<u> </u>	183	Page 6
Part VII-B Statements Regarding Activities for Which I	Form 4720 May Be I	Required (contin	nued)		
5a During the year did the foundation pay or incur any amount to:				ļ	{
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	n 4945(e))?	Y	es X No		- {
(2) Influence the outcome of any specific public election (see section 4955); o	r to carry on, directly or indir	ectly,			1
any voter registration drive?		Y	es X No	ţ	
(3) Provide a grant to an individual for travel, study, or other similar purposes	?	Y	es X No		
(4) Provide a grant to an organization other than a charitable, etc., organization					
509(a)(1), (2), or (3), or section 4940(d)(2)?		□ v	es X No	-	
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational nurnoses, or				1
the prevention of cruelty to children or animals?	or outdettorial parpooses, or		es X No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify und	for the excentions described		es [21] NO		
section 53.4945 or in a current notice regarding disaster assistance (see instru	·	iii riegulations	N/A	5b	
Organizations relying on a current notice regarding disaster assistance check h				30	+
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained					
				1	}
expenditure responsibility for the grant?		1/A Y	es L No		
If "Yes," attach the statement required by Regulations section 53 4945				Į	Ì
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on				-
a personal benefit contract?		L Y	es X No		-
b Did the foundation, during the year, pay premiums, directly or indirectly, on a p	ersonal benefit contract?		<u> </u>	6b	<u> </u>
If "Yes" to 6b, file Form 8870.		_			
7a At any time during the tax year, was the foundation a party to a prohibited tax s	helter transaction?	Y	es 🗶 No 📙		
b If "Yes," did the foundation receive any proceeds or have any net income attribu			N/A	7b	
Part VIII Information About Officers, Directors, Trust	ees, Foundation Ma	anagers, Highl	У		
Paid Employees, and Contractors					
1 List all officers, directors, trustees, foundation managers and their		1	I (i) -		
I-1 Name and address	(b) Title, and average hours per week devoted	(c) Compensation (If not paid,	(d) Contributions to employee benefit plans and deferred compensation	(e) E	xpense int, other
(a) Name and address	to position	enter -0-)	and deterred compensation	allov	wances_
SEE STATEMENT 8		49,363.	0.		0.
				İ	
				 	
				ł	
		 			
		Ì			
2 Compensation of five highest-paid employees (other than those inc	luded on line 1) If none	enter "NONE "			
2 Compensation of the highest-paid employees (other than those inc	(b) Title, and average	enter NONE.	(d) Contributions to	(a) F	VDADCA
(a) Name and address of each employee paid more than \$50,000	` 'hours per week "	(c) Compensation	(d) Contributions to employee benefit plans and deferred	accour	xpense nt, other
	devoted to position		compensation	allow	vances
NONE					
				<u> </u>	
	·				
				1	
Fotal number of other employees paid over \$50,000					0

Form 990-PF (2013) U.S. BANK NATIONAL ASSOCIATION	74-2	2475483 Page 7
Part VIII Information About Officers, Directors, Trustees, Foundatio Paid Employees, and Contractors (continued)	n Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, enter "N	ONE."	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services Part IX-A Summary of Direct Charitable Activities		<u>▶</u> 0
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical number of organizations and other beneficiaries served, conferences convened, research papers produce	information such as the d, etc.	Expenses
1 <u>N/A</u>		
		•
2		0.
	-	
3		
4		
Part IX-B Summary of Program-Related Investments		
Describe the two largest program-related investments made by the foundation during the tax year on lines	1 and 2.	Amount
1 NONE		
		0.
2		
All other program-related investments. See instructions.		
3 NONE		
		^
Total. Add lines 1 through 3	>	0.
		Form 990-PF (2013)

323561 10-10-13

Form 990-PF (2013)

U.S. BANK NATIONAL ASSOCIATION

_	Part X Minimum Investment Poture (1)		<u> </u>
_	Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations	ndation	s, see instructions)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
а	Average monthly fair market value of securities	1a	3,546,319.
b	Average of monthly cash balances	1b	164,539.
C	Fair market value of all other assets	1c	3,849.
d	Total (add lines 1a, b, and c)	1d	3,714,707.
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation) 1e 0 •		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,714,707.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) STMT 9	4	111,326.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,603,381.
6	Minimum investment return. Enter 5% of line 5	6	180,169.
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations an	d certaii	n
	foreign organizations check here 🕨 🔃 and do not complete this part.)		
1	Minimum investment return from Part X, line 6	1	180,169.
2a	Tax on investment income for 2013 from Part VI, line 5		
b	Income tax for 2013. (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b	2c	6,268.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	173,901.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	173,901.
6	Deduction from distributable amount (see instructions)	6	0.
7_	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	173,901.
P	art XII Qualifying Distributions (see instructions)		
<u> </u>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	T	
·	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	222,380.
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:		
а	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	222,380.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		
	income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	222,380.
	Note The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation q	ualifies 1	
	4940(e) reduction of tax in those years.		

Form **990-PF** (2013)

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				173,901.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		_		
		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008 72,254.				
b From 2009 38,757. c From 2010 50,237.				
c From 2010 50,237. d From 2011 57,881.	Í			
e From 2012 38, 225.				
f Total of lines 3a through e	257,354.			
4 Qualifying distributions for 2013 from	23773310			
Part XII, line 4: ►\$ 222, 380.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior				
years (Election required - see instructions)		0.		
c Treated as distributions out of corpus				
(Election required - see instructions)	0.			
d Applied to 2013 distributable amount				173,901.
e Remaining amount distributed out of corpus	48,479.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	305,833.			
b Prior years' undistributed income. Subtract				·
line 4b from line 2b		0.		
c Enter the amount of prior years'				
undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable				
amount - see instructions		0.		
e Undistributed income for 2012. Subtract line				
4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract				
lines 4d and 5 from line 1. This amount must				
be distributed in 2014			`	0.
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed by				
section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008	72 254			
not applied on line 5 or line 7	72,254.			
9 Excess distributions carryover to 2014 Subtract lines 7 and 8 from line 6a	233,579.			
0 Analysis of line 9:	233,377.			
a Excess from 200938,757.		-	Í	
b Excess from 2010 50, 237.				
c Excess from 2011 57,881.	1			
d Excess from 2012 38,225.				
e Excess from 2013 48,479.				
				5 000 DE (80.40)

Form 990-PF (2013) U.S. BANK NATIONAL ASSOCIATION

Part XV | Supplementary Information (continued)

74-2475483 Page 11

Recipient If recipient is an individual, show any relationship to any foundation manager or substantial contributor Foundation status of recipient a Paid during the year None Public Charity Program support ABOUT CARE None Public Charity Program support ACCEL Program support ACC	Amount
Show any relationship to any foundation manager or substantial contributor a Paid during the year ABOUT CARE FO BOX 3278 CHANDLER, AZ 85244 NONE NONE PUBLIC CHARITY PROGRAM SUPPORT NONE PUBLIC CHARITY PROGRAM SUPPORT NONE PUBLIC CHARITY PROGRAM SUPPORT ACCEL 10251 N 35TH AVE PHOENIX, AZ 85051 ARIZONA CHILDREN'S ASSOCIATION NONE PUBLIC CHARITY PROGRAM SUPPORT PUBLIC CHARITY PROGRAM SUPPORT PUBLIC CHARITY PROGRAM SUPPORT PUBLIC CHARITY PROGRAM SUPPORT PUBLIC CHARITY PROGRAM SUPPORT	
ABOUT CARE PO BOX 3278 CHANDLER, AZ 85244 ACCEL LO251 N 35TH AVE PHOENIX, AZ 85051 ARIZONA CHILDREN'S ASSOCIATION NONE PUBLIC CHARITY PROGRAM SUPPORT PUBLIC CHARITY PROGRAM SUPPORT PUBLIC CHARITY PROGRAM SUPPORT PUBLIC CHARITY PROGRAM SUPPORT PUBLIC CHARITY PROGRAM SUPPORT PUBLIC CHARITY PROGRAM SUPPORT PUBLIC CHARITY PROGRAM SUPPORT	
ABOUT CARE PO BOX 3278 CHANDLER, AZ 85244 NONE PUBLIC CHARITY PROGRAM SUPPORT ACCEL POSSIBLE PROGRAM SUPPORT POSSIBLE PROGRAM SUPPORT POSSIBLE PROGRAM SUPPORT POSSIBLE PROGRAM SUPPORT POSSIBLE PROGRAM SUPPORT PUBLIC CHARITY PROGRAM SUPPORT PUBLIC CHARITY PROGRAM SUPPORT PUBLIC CHARITY PROGRAM SUPPORT	4,000
CHANDLER, AZ 85244 ACCEL NONE PUBLIC CHARITY PROGRAM SUPPORT PHOENIX, AZ 85051 ARIZONA CHILDREN'S ASSOCIATION NONE PUBLIC CHARITY PROGRAM SUPPORT PUBLIC CHARITY PROGRAM SUPPORT	4,000
CHANDLER, AZ 85244 ACCEL NONE PUBLIC CHARITY PROGRAM SUPPORT PHOENIX, AZ 85051 ARIZONA CHILDREN'S ASSOCIATION NONE PUBLIC CHARITY PROGRAM SUPPORT PUBLIC CHARITY PROGRAM SUPPORT	4,000
CHANDLER, AZ 85244 NONE PUBLIC CHARITY PROGRAM SUPPORT OCCEL OCC	4,000
ACCEL NONE PUBLIC CHARITY PROGRAM SUPPORT 10251 N 35TH AVE PHOENIX, AZ 85051 ARIZONA CHILDREN'S ASSOCIATION NONE PUBLIC CHARITY PROGRAM SUPPORT 711 E MISSOURI AVE, STE 300	4,000
ARIZONA CHILDREN'S ASSOCIATION NONE PUBLIC CHARITY PROGRAM SUPPORT	
ARIZONA CHILDREN'S ASSOCIATION NONE PUBLIC CHARITY PROGRAM SUPPORT	
RIZONA CHILDREN'S ASSOCIATION NONE PUBLIC CHARITY PROGRAM SUPPORT 11 E MISSOURI AVE, STE 300	
RIZONA CHILDREN'S ASSOCIATION NONE PUBLIC CHARITY PROGRAM SUPPORT 11 E MISSOURI AVE, STE 300	
11 E MISSOURI AVE, STE 300	4,000
11 E MISSOURI AVE, STE 300	
HOENIX AZ 85014	
	5,000
SSISTANCE LEAGUE OF EAST VALLEY NONE PUBLIC CHARITY PROGRAM SUPPORT	
950 N ARIZONA AVE, STE 3	
HANDLER, AZ 85255	5,000
NONE PUBLIC CHARITY PROGRAM SUPPORT	
212 E WASHINGTON ST	
Total SEE CONTINUATION SHEET(S) > 3a	5 500 215 444
b Approved for future payment	_417,444
NONE	
Total ▶ 3b	

U.S. BANK NATIONAL ASSOCIATION

74-2475483 Page 12

Part XVI-A	Analysis of Income-Producing Activi	ties

Enter gross amounts unless otherwise indicated.	Unrelated t	ousiness income		by section 512, 513, or 514	(e)
•	(a) Business	(b) Amount	(C) Exclu- sion	(d) Amount	Related or exempt function income
1 Program service revenue:	code	7 0	code	Amount	·
a	-				
b	1				
c					
					
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	107,705.	
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	253,962.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
C					
d					
e					
2 Subtotal. Add columns (b), (d), and (e)		().	361,667.	0.
3 Total. Add line 12, columns (b), (d), and (e)				13	361,667.
See worksheet in line 13 instructions to verify calculations.)		-			

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).

323621 10-10-13

Form **990-PF** (2013)

Form 99	0-PF (2		BANK NATIONAL		10110	74-2	475483	Page 13
Part	XVII	≟	egarding Transfers To	and Transactions	and Relations	hips With Non	charitable	
		Exempt Organ						
			rectly engage in any of the follows			tion 501(c) of		es No
		•	c)(3) organizations) or in section 5		nizations?			1
	ansiers) Cash	• •	lation to a noncharitable exempt o	ryanization of.			1a(1)	v
•		r assets					1a(1)	X
·-		r assets rsactions:					14(2)	1
_		s of assets to a noncharita	able exempt organization				1b(1)	x
•	•		oncharitable exempt organization				1b(2)	X
•	•	al of facilities, equipment,					1b(3)	X
(4) Reim	bursement arrangements	3				1b(4)	X
(5)) Loan	is or loan guarantees					1b(5)	X
(6)) Perfo	ormance of services or me	embership or fundraising solicitati	ons			1b(6)	<u> </u>
	-		ailing lists, other assets, or paid en				1c	<u> </u>
		-	"Yes," complete the following sch	• •	-	•	'-	,
		• • •	foundation. If the foundation received		ue in any transactior	or sharing arrangem	ient, show in	
(a) Line r		(b) Amount involved	other assets, or services received (c) Name of noncharitable		(d) Description	of transfers, transactions	and charing arrang	
(4) 2	-	(b) rundani mronda	N/A	o onompt or gameation	(4) 2004,5110,	Tot datations, transactions	s, and snamy arrang	ements
			11/11					
								
<u> </u>	_							
						7.5		
				 				
		·····						
								
				·				
2a Is I	the four	ndation directly or indirect	tly affiliated with, or related to, one	or more tax-exempt organi	zations described			
ın s	section	501(c) of the Code (other	r than section 501(c)(3)) or in sec	tion 527?			Yes	X No
b If "	Yes," co	omplete the following sch	edule.					
		(a) Name of org	ganization	(b) Type of organization		(c) Description of rela	tionship	
		N/A	· **					
				-				
			· w					
	Under	penalties of perjury, I declare	that I have examined this return, including	ng accompanying schedules and	statements, and to the	best of my knowledge		
Sign	and be	elief, it is true, correct, and con	mplete Declaration of preparer (other that	n taxpayer) is based on all inform	nation of which preparer	has any knowledge	May the IRS discureturn with the pre shown below (see	parer
Here	•	× Chrolen C	Malley	18 8-1-14	**Trust7	ux Offices	X Yes	No
	Sign	nature of officer f r trustee	δ	Date	Title			
		Print/Type preparer's na	ame Preparer's s	signature /	Date	\	TIN	
n-:-			\\/\tu	al Wan dl P	7-28-14	self- employed		_
Paid	aror	AMY A. O'L		15 viga	1011		P0086968	
Prepa Use (Firm's name ► CBI	Z MHM, LLC	V		Firm's EIN ► 34	-1884125	•
USC (Jilly	Firm's address ▶ 31	01 N. CENTRAL A	VE., STE. 30	0	-	 	
		i	OFNIX AZ 85012	•	J	Phone no 602	-261-693	5

Form **990-PF** (2013)

Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient show any relationship to Foundation Purpose of grant or Amount status of contribution any foundation manager Name and address (home or business) recipient or substantial contributor BENEVILLA NONE PUBLIC CHARITY PROGRAM SUPPORT 16752 N GREASWOOD STREET SURPRISE, AZ 85378 1,000. CHILDREN'S MUSEUM TUCSON NONE PUBLIC CHARITY PROGRAM SUPPORT 200 S 6TH AVE TUCSON, AZ 85701 2,500. CHRISTIAN CARE NURSING CENTER NONE PUBLIC CHARITY PROGRAM SUPPORT 2002 W SUNNYSIDE DR PHOENIX AZ 85029 3,000. CHRISTOWN YMCA NONE PUBLIC CHARITY PROGRAM SUPPORT 5517 N 17TH AVE PHOENIX, AZ 85015 4,000. CIVITAN FOUNDATION NONE PUBLIC CHARITY PROGRAM SUPPORT 3509 E SHEA BLVD, STE 117 PHOENIX AZ 85028 5,000. CO RIVER REGIONAL CRISIS SHELTER NONE PUBLIC CHARITY PROGRAM SUPPORT 1301 JOSHUA AVE, SUITE C PARKER, AZ 85344 3,000. ELEVATE PHOENIX NONE PUBLIC CHARITY PROGRAM SUPPORT 3750 W INDIAN SCHOOL RD PHOENIX, AZ 85019 3,000. PUBLIC CHARITY PROGRAM SUPPORT FAMILY PROMISE NONE 7221 E BELLVIEW ST, STE 5 SCOTTSDALE, AZ 85257 5,100. GABRIEL'S ANGELS PUBLIC CHARITY PROGRAM SUPPORT NONE 1550 E MARYLAND AVE STE 1 PHOENIX, AZ 85014 3,000. GIRL SCOUTS OF SOUTHERN ARIZONA NONE PUBLIC CHARITY PROGRAM SUPPORT 4300 E BROADWAY BLVD TUCSON, AZ 85711 3,000. Total from continuation sheets 191 944.

U.S. BANK NATIONAL ASSOCIATION

Part XV Supplementary Information

3 Grants and Contributions Paid During the				
Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient	Contribution	
INTERFAITH COMMUNITY SERVICES	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	
2820 W INA ROAD				2 000
TUSCON, AZ 85704				3,000
JEWISH FAMILY & CHILDREN SERVICE	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	
4747 N 7TH STREET, STE 100				
PHOENIX, AZ 85013				4,000
MOBILE MEALS OF TUCSON	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	
1803 E FIFTH STREET, STE 209 FUCSON, AZ 85711				5 000
OCSON, AZ 03711				6,000
NORTHLAND HOSPICE & PALLIATIVE CARE	NONE	DIIBITO CHARTTY	PROGRAM SUPPORT	
152 N SWITZER CANYON DR STE A	NONE	TOBBIC CHARTIT	I ROGRAM BOFFORT	
LAGSTAFF, AZ 86001				5,000
OUR FAMILY SERVICES	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	•
2590 N ALVERNON WAY				
rucson, Az 85712				3,000
PARKER COMMUNITY SENIOR CENTER	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	
1115 12TH STREET				
PARKER, AZ 85344				3,000
PATAGONIA CREATIVE ARTS ASSOCIATION	NONE	DIBLIC CHARTTY	PROGRAM SUPPORT	
PO BOX 1248	NONE	TOBBIC CHARTIT	PROGRAM SUFFORT	
PATAGONIA, AZ 85627				5,000
PEOPLE WHO CARE	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	
PO BOX 12977				
RESCOTT, AZ 86304				4,000
HOENIX CONSERVATORY OF MUSIC	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	
617 N METRO PKWY WEST, STE 2000		CODDIC CHARTIT	INCOMM BULLORI	
HOENIX, AZ 85051				4,000
HOENIX SYMPHONY GUILD	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	
328 W LONE CACTUS DR LENDALE, AZ 85308				36,344
Total from continuation sheets		A -= -		50,511

3 Grants and Contributions Paid During the				
Recipient	If recipient is an individual, show any relationship to	Foundation	Purpose of grant or	Amount
Name and address (home or business)	any foundation manager or substantial contributor	status of recipient	contribution	Amount
PHOENIX THEATRE	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	
100 E MCDOWELL RD PHOENIX, AZ 85004				4,0
REHOBOTH COMMUNITY CENTER	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	
2315 N 35TH STREET PHOENIX, AZ 85009				2,50
ROSIES HOUSE	NONE	DIIRITO CHARTTY	PROGRAM SUPPORT	
PO BOX 13446 PHOENIX, AZ 85002	NONE	FORDIC CHARTIT	FROGRAM SUFFORT	3,00
RIM COUNTRY LITERACY PROGRAM 1001 S BEELINE HWY #F PAYSON, AZ 85541	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	5,5(
•				
RYAN HOUSE 110 W MERRELL ST, 1ST FLOOR PHOENIX, AZ 85013	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	5,5(
S AZ ASSOC FOR THE VISUALLY IMPAIRED 8767 E GRANT RD PUCSON, AZ 85716	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	2_50
NOCSON, RZ US710				
SAVE THE FAMILY FOUNDATION 150 W 4TH PLACE MESA. AZ 85201	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	2,50
COMPANIA CHI MUNICI CONVOLI	YOVE			•
COTTSDALE CULTURAL COUNCIL 380 E SECOND STREET COTTSDALE, AZ 85251	NONE	GOVERNMENT	PROGRAM SUPPORT	5,00
SIRRINE ADULT DAY HEALTH SERVICES 47 N. MCDONALD	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	2.00
ESA, AZ 85201				3,00
COUTHWEST CENTER FOR HIV/AIDS	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	
PHOENIX, AZ 85206 Total from continuation sheets		L	l	3,00

Part XV Supplementary Informati	on			
3 Grants and Contributions Paid During th				
Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	recipient	Contribution	
TREMBLE CLEFS	NONE	DIIDI TO CUADIMY	PROGRAM SUPPORT	
1206 E HARBOR VIEW DR.	NONE	FOBLIC CHARITI	FROGRAM SUPPORT	
TEMPE, AZ 85283				3,000.
TUCSON JEWISH COMMUNITY CENTER	NONE	DIIBLIC CHARITY	PROGRAM SUPPORT	
2800 E RIVER RD	NONE	FUBBLIC CHARITI	PROGRAM SUPPORT	
TUCSON, AZ 85718				2,500.
TUCSON OASIS	NONE	DIDLIC CHARTMY	PROGRAM SUPPORT	
2099 E RIVER ROAD	NONE	PUBLIC CHARITI	PROGRAM SUPPORT	
TUCSON, AZ 85718	-			3,000.
TUCSON SYMPHONY ORCHESTRA	NONE	DUDI TO CHARTEN	PROGRAM SUPPORT	1
2175 NORTH SIXTH AVENUE	NONE	POBLIC CHARITY	PROGRAM SUPPORT	
TUCSON, AZ 85705				2,500.
VALLEY ASSISTANCE SERVICES	NONE	DUDI TO CUADTOV	DDOGRAM GUDDODM	
1151 S LA CANADA, STE 107	NONE	PUBLIC CHARITI	PROGRAM SUPPORT	
GREEN VALLEY, AZ 85622		<u> </u>		3,000.
VETERANS HERITAGE PROJECT	NONE	DUDI TO CUADITAL	PROGRAM SUPPORT	
PO BOX 12977	NONE	FOBLIC CHARITI	FROGRAM SUPPORT	
CAREFREE, AZ 85377				3,000.
WASTE NOT	NONE	PUBLIC CHARTTY	PROGRAM SUPPORT	
1700 N GRANITE REEF ROAD	TON 2	TODBIC CIMICITI	I ROGRAM BULLOKI	
SCOTTSDALE, AZ 85257				5,000.
WHISPERING HOPE RANCH FOUNDATION	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	
PO BOX 54070			I ROSIGILI DOLLORI	
PHOENIX AZ 85078				2,500.
YAVAPAI REGIONAL MED CENTER FNDTN	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	
1003 WILLOW CREEK RD	[70110111	
PRESCOTT, AZ 86301				20,000,
YOUTH ON THEIR OWN (YOTO)	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	
1660 E ALVERNON WAY	(
TUCSON, AZ 85712				5,000.
Total from continuation sheets	· · · · · · · · · · · · · · · · · · ·	 		

FORM 990-PF DIVI	DENDS	AND INTER	EST	FROM SECUR	ITIES ST	TATEMENT 1
GRO SOURCE AMO	SS UNT	CAPITAL GAINS DIVIDEND		(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
US BANK 107	,705.		0.	107,705.	107,705.	
TO PART I, LINE 4 107	,705.		0.	107,705.	107,705.	
FORM 990-PF		ACCOUNTI	NG I	FEES	Sī	PATEMENT 2
DESCRIPTION		(A) EXPENSES PER BOOKS		(B) TINVEST- NT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES		4,000.		2,000,		2,000.
TO FORM 990-PF, PG 1, LN	16B 	4,000.	_	2,000.		2,000.
FORM 990-PF		TAX	ES		SI	CATEMENT 3
DESCRIPTION		(A) EXPENSES PER BOOKS		(B) TINVEST- NTINCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX FOREIGN TAX PAID		691. 1,579.		0. 1,579.		0.
TO FORM 990-PF, PG 1, LN	18	2,270.		1,579.		0.
FORM 990-PF	· · · · · · · · · · · · · · · · · · ·	OTHER E	XPEI	ISES		'ATEMENT 4
DESCRIPTION		(A) EXPENSES PER BOOKS		(B) TINVEST- NT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER INVESTMENT EXPENSES		247.		247.		0.
TO FORM 990-PF, PG 1, LN	23	247.		247.		0.
	_					

FORM 990-PF	OTHER FUNDS		STATEMENT 5
DESCRIPTION		(A) BEGINNING OF YEAR	(B) END OF YEAR
RE OR ACCUMULATED INCOME		3,081,557.	3,171,900.
TOTAL TO FORM 990-PF, PART II,	LINE 29	3,081,557.	3,171,900.
FORM 990-PF	CORPORATE STOCK		STATEMENT 6
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
U.S. BANK #9100 - SEE ATTACHED		1,822,990.	2,470,735.
TOTAL TO FORM 990-PF, PART II,	LINE 10B	1,822,990.	2,470,735.
FORM 990-PF	CORPORATE BONDS		STATEMENT 7
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
U.S. BANK #9100 - SEE ATTACHED		1,249,823.	1,266,643.
TOTAL TO FORM 990-PF, PART II,	LINE 10C	1,249,823.	1,266,643.

	T OF OFFICERS, DI FOUNDATION MANAG		STAT	EMENT 8
NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WILLIAM A. MILLER PO BOX 3168 PORTLAND, OR 97208	COMMITTEE MEMBE	0.	0.	0.
DONNA BURT PO BOX 3168 PORTLAND, OR 97208	COMMITTEE MEMBE	ER 0.	0.	0.
JANET WILSON PO BOX 3168 PORTLAND, OR 97208	COMMITTEE MEMBE 0.25	0.	0.	0.
DON PRIOR PO BOX 3168 PORTLAND, OR 97208	COMMITTEE MEMBE 0.25	0.	0.	0.
US BANK NATIONAL ASSOCIATION PO BOX 3168 PORTLAND, OR 97208	MANAGER 20.00	49,363.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6	, PART VIII =	49,363.	0.	0.

FORM 990-PF CASH DEEMED CHARITABLE EXPLANATION STATEMENT STATEMENT PART X, LINE 4

THE FUND IS MANAGED BY US BANK, AN INDEPENDENT CORPORATE TRUSTEE. THE BANK'S POLICY IS TO REOUIRE A CASH BALANCE OF APPROXIMATELY 3% OF THE ASSETS IN ORDER TO FUND CHARITABLE GRANTS AND CONTRIBUTIONS. THIS POLICY IS BASED ON A VARIETY OF FACTORS, WHICH INCLUDE THE SIZE OF INDIVIDUAL GRANTS, THE AGGREGATE ANNUAL GRANT REQUIREMENTS, AND THE SIZE OF THE FUND.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 10 PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

William Dolan/US Bank 111 SW 5th Ave Portland, OR 97204

TELEPHONE NUMBER

503-275-5929

FORM AND CONTENT OF APPLICATIONS

APPLICATION FOR SUBMISSION SHOULD BE ACQUIRED FROM TRUSTEE

ANY SUBMISSION DEADLINES

SEPTEMBER 30 OF EACH YEAR

RESTRICTIONS AND LIMITATIONS ON AWARDS

IT IS THE TRUSTOR'S STRONG DESIRE THAT INCOME FROM THE FUND BE USED TO BENEFIT QUALIFIED ORGANIZATIONS FORMED AND OPERATED WITHIN THE STATE OF ARIZONA WHICH PROVIDE SERVICES AND BENEFITS TO CHILDREN AND THE ELDERLY.

Form **8868** (Rev January 2014)

Department of the Treasury

Application for Extension of Time To File an Exempt Organization Return

File a separate application for each return.

Information about Form 8868 and its instructions is at www.irs.gov/form8868.

OMB No 1545-1709

internal He	evenue Service	miormation about Form 800	oo anu its	instructions is at www.iis.goviroii	110000.	ļ		
• If you	are filing for an Aut	omatic 3-Month Extension, comple	te only Pa	art I and check this box		<u> </u>	X	
•	=	litional (Not Automatic) 3-Month Ex	_		this form)			
•	<u>-</u>	ess you have already been granted a	•	, , , ,	•			
	-	u can electronically file Form 8868 if y		•	-		oration	
	•	or an additional (not automatic) 3-mo				•		
•		ns listed in Part I or Part II with the ex		•		· ·		
	•	which must be sent to the IRS in pap	-					
		ick on e-file for Charities & Nonprofits		(see instructions) To more details t) I I I C G I C	cuonic nang or uns	101111,	
Part		c 3-Month Extension of Time		submit original (no conjes ne	eded)			
		Form 990-T and requesting an autor				 		
•	•	e Form 990-1 and requesting an autor	nauc o-m	onth extension - check this box and t	complete			
Part I or	•	dura 1100 O filami, partanambura DEM	UO				-	
	r corporations (includ come tax returns.	ling 1120-C filers), partnerships, REM	iiCs, and t	rusts must use Form 7004 to reques				
						er's identifying nu		
Type or		t organization or other filer, see instru			Employe	r identification num	ber (EIN) or	
print		& RUTH PENDLETON MI		AL FUND				
-ile by the		K NATIONAL ASSOCIAT				74-24754	83	
due date fo		and room or suite no. If a PO box, s	ee instruc	tions	Social se	curity number (SSI	V)	
iling your eturn See	PO BOX 3	168						
nstruction		st office, state, and ZIP code. For a fo	oreign add	ress, see instructions.				
	PORTLAND	, OR 97208						
	_							
Enter th	e Return code for th	e return that this application is for (file	a separa	te application for each return)			0 4	
Applica	 tion		Return	Application	_		Return	
s For			Code	Is For			Code	
	0 or Form 990-EZ		01	Form 990-T (corporation)			07	
Form 99			02	Form 1041-A			08	
	20 (individual)		03	Form 4720 (other than individual)			09	
Form 99			04	Form 5227			10	
	0-T (sec. 401(a) or 4	08(a) trust)	05	Form 6069			11	
			06	Form 8870	,		12	
-01111 99	0-T (trust other than	US BANK		FOIII 6670				
	. >1		\ <i>\ T T T T</i> N T T T T	#1600 DUODNIY	3.17 0	E002		
		of ▶ 101 NORTH 1ST A	Y A EMOI		АД О	5003		
•	hone No. ► <u>602</u>			Fax No 🕨				
	•	ot have an office or place of business				•	· []	
• If this		rn, enter the organization's four digit (· · · · · · · · · · · · · · · · · · ·		r the whole group, o		
oox 📂	-	of the group, check this box		ch a list with the names and EINs of		ers the extension is	for	
1 In	•	3-month (6 months for a corporation	· · · · · · · · · · · · · · · · · · ·					
	<u>AUGUST 15</u>	$,\;\;2014$, to file the exempt	t organizat	tion return for the organization name	d above	The extension		
IS	f <u>or th</u> e organization'							
>	X calendar year	<u>2013</u> or						
>	tax year begin	ning	, an	d ending		_		
2 If t	he tax year entered	in line 1 is for less than 12 months, cl	heck reaso	on Initial return I	- Inal retur	n		
	Change in accou	ıntıng period						
3a If i		Forms 990-BL, 990-PF, 990-T, 4720,	or 6069.	enter the tentative tax, less any				
	nrefundable credits		•	,	За	\$ 7	7,838.	
_	_		enter anv	refundable credits and		<u> </u>	,	
	0.506							
_		t line 3b from line 3a Include your pa	_		3b	\$2	.,500.	
			-	·		ė c	5,332.	
		ronic Federal Tax Payment System) S			3c			
Caution Instruction		make an electronic funds withdrawal	(uirect del	אונו נחוג Form 84 see Form 84 אוני	+ɔɔ∙EU ar	ia romi 8879:EO fo	r payment	
- July LIC	J13							

Form 8868 (Rev 1-2014)

323841 12-31-13

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

ACCT 586A 000032519100 FROM 01/01/2013 TO 12/31/2013

U S BANK STATEMENT OF CAPITAL GAINS AND LOSSES WILLIAM L AND RUTH T PENDLETON MEMORIAL TRUST

RUN 03/12/2014 01 21 36 PM

PAGE 50

TRUST YEAR ENDING 12/31/2013

TAX PREPARER 389 TRUST ADMINISTRATOR. 696 INVESTMENT OFFICER: 889			LEGEND F - FED E - EXE	ERAL S - STATE MPT FROM STATE U	I - INHERITI ACQ COST UNKNOW	€D		
PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC	8949
2331 0020 INV BALA SOLD ACO	(TR Y - 00888Y508 - 06/28/2013 11/09/2011	MINOR = 99 20046 62 20046.62	24500 76	4500 44			
141.0000 ALLERGAN SOLD	INC ~ 018490102	2 - MINOR = 42 07/24/2013	12713.95	24568.76	-4522.14	LT	Y	F
ACQ 315 0000 AMERICAN SOLD	TOWER CORP - 03	11/09/2011 3027X100 - MINOR = 06/28/2013	12713.95 42 23029 40	11784.36	929.59	LT	Y	F
ACQ 115 0000 ANADARKO SOLD	PETROLEUM CORP	03/27/2009 - 032511107 - MINC 06/28/2013	23029 40 PR = 42 9871 59	10094 80	12934.60	LT	Y	F
ACQ 86.0000 APACHE C	115.0000 1 ORP - 037411105	1/09/2011 - MINOR = 42	9871.59	9109.15	762.44	LT	Y	F
SOLD ACQ 50.0000 APPLE IN	86.0000 1	06/28/2013 .1/09/2011 MINOR = 42	7217 00 7217.00	8752 22	-1535 22	LT	Y	F
SOLD ACQ 185 0000 BOEING CO	50.0000 0	07/19/2013 03/27/2009 MINOR = 42	21310 62 21310.62	5345.71	15964 91	LT	Y	F
SOLD ACQ 323 0000 CAPITAL (185 0000 1	17/24/2013 .1/09/2011	19822 49 19822 49	12039 80	7782 69	LT	Y	F
SOLD ACQ	323.0000 1	7/26/2013 .1/09/2011	22032.47 22032.47	14576.99	7455.48	LT	Y	F
158.0000 CATERPILI SOLD ACQ	0	101 - MINOR = 42 6/28/2013 1/09/2011	13019.21 13019.21	14588.14	-1568.93	LT	Y	F
.0000 DELL INC SOLD ACO	- 24702R101 - M 0 .0000	INOR = 42 1/09/2013	36.81 36.81	0 00				
CHANGED 05/16/13 PAR 199.0000 DISCOVERY	R Y COMMUNICATIONS	INC CL A - 25470F	104 - MINOR = 42	0 00	36 81	LT	Y	F
SOLD ACQ 282 0000 DIRECTV -	199.0000 1 - 25490A309 - MI		16469.15 16469.15	8469 18	7999.97	LT	Y	F
SOLD ACQ 278 0000 DOLLAR TF	282 0000 1	6/28/2013 1/09/2011 108 - MINOR = 42	17331 55 17331.55	12798.60	4532.95	LT	Y	F
SOLD ACQ 168 0000 DOVER COR	278 0000 1	8/06/2013 1/09/2011	14973 23 14973 23	11101 49	3871 74	LT	Y	F
SOLD ACQ	0 168.0000 1	7/26/2013 1/09/2011	14095.20 14095 20	9085.44	5009.76	LT	Y	F
418.0000 DOW CHEM SOLD ACQ	0 418 0000 1	6/28/2013 1/09/2011	13430.31 13430.31	11507.12	1923.19	LT	Y	F
246 0000 DR PEPPER SOLD ACQ	0.	- 26138E109 - MINO 7/26/2013 1/09/2011	R = 42 11338 43 11338 43	9050 91	2287.52			
3847 5910 PARAMETRI SOLD	C EMERGING MARK	ETS INSTL - 277923 [.] 6/28/2013	751 - MINOR = 98 53866 27			LT	Y	F
407.0000 FOOT LOCK	CER INC - 344849:	1/09/2011 104 - MINOR = 42 6/28/2013	53866 27 14240.80	51936.35	1929 92	LT	Y	F
ACQ 288 0000 FREEPORT SOLD	MCMORAN COPPER (1/09/2011 GOLD - 35671D857 - 6/28/2013	14240.80 MINOR = 42 7836 48	8665.03	5575 77	LT	Y	F
ACQ 200 0000 GOLDMAN S SOLD	288 0000 13 SACHS GROUP INC	1/09/2011	7836 48	11399.04	-3562.56	LT	Y	F
ACQ 200000 0000 HONEYWELL	200 0000 01 INTL 4 25	7/21/2005 50% 3/01/13 - 4385	32849 44 516AW6 - MINOR = :	21780 00 28	11069.44	LT	Y	F
143 0000 HUMANA IN	10000 0000 04 IC - 444859102 -		200000 00 200000.00	202816 00	-2816 00	LT	Y	F
SOLD ACQ 346 0000 ISHARES B	143 0000 13	5/28/2013 1/09/2011 ND ETF - 464287176	12087 71 12087 71 - MINOR = 95	12429 56	-341 85	LT	Y	F
SOLD ACQ 400 0000 J P MORGA	346 0000 13	1/19/2013 1/09/2011	38796 30 38796.30	40699 98	-1903 68	LT	Y	F
SOLD ACQ	400 0000 03	5/28/2013 3/27/2009	21059.83 21059 83	11491 20	9568.63	LT	Y .	F
400.0000 J P MORGA SOLD ACQ	07	525H100 - MINOR = 4 7/19/2013 3/27/2009	22379 61 22379.61	11491 20	10888.41	LT	Y	F
465 0000 JARDEN CO SOLD ACO	RP - 471109108 -		25928 46 25928.46	9653 15				
395.0000 MACYS INC SOLD	- 55616P104 - N	MINOR = 42 L/22/2013	20089 35		16275 31			F
ACQ 43 0000 MASTERCAR SOLD	D INC - 57636Q10	7/19/2013	20089 35 25701 08	12185.99	7903 36	LT	Y 1	F
ACQ		1/09/2011	25701 08	15654 58	10046 50	LT	Y I	F

ACCT 586A 000032519100 FROM 01/01/2013 TO 12/31/2013

U S BANK STATEMENT OF CAPITAL GAINS AND LOSSES WILLIAM L AND RUTH T PENDLETON MEMORIAL TRUST

TRUST YEAR ENDING 12/31/2013

PAGE 51

RUN 03/12/2014 01 21·36 PM

TAX PREPARER 389 TRUST ADMINISTRATOR 696 INVESTMENT OFFICER 889			LEGEND· F - FE E - EX		'ATE I - INHERIT U - ACQ COST UNKNO			
PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC	
110 0000 MCKESSO	N CORRORATION - 1	581550103 - MINOR	2 - 42					
SOLD	(07/26/2013	13614 48					
ACQ 177.0000 NATIONAL	L OILWELL VARCO			8839.60	4774.88	LT	Y	F
SOLD ACQ 258.0000 NOBLE EI	177 0000	06/28/2013 L1/09/2011 L4105 - MINOR = 4	12154.46 12154.46	12218.31	-63.85	LT	Y	F
SOLD ACQ 240.0000 NORDSTRO	258.0000	07/19/2013 11/09/2011 00 - MINOR = 42	16844 52 16844.52	11580 33	5264.19	LT	Y	F
SOLD ACQ 571 1940 NUVEEN I	240.0000	08/06/2013 11/09/2011 CIES FUND - 67070	14383 18 14383 18 0400 - MINOR = 99	11922.41	2460.77	LT	Y	F
SOLD ACQ 151 0000 OCCIDENT	571.1940	07/26/2013 11/09/2011 RPORATION - 67459	9955.91 9955.91 9105 - MINOR = 42	8956.32	999.59	LT	Y	F
SOLD ACQ	151 0000	06/28/2013 .1/09/2011	13519 02 13519.02	14858.90	-1339.88	LT	Y	F
105.0000 PERRIGO SOLD ACQ 217 0000 POLARIS	105.0000	07/26/2013 .1/09/2011	13903.85 13903.85	9445.03	4458 82	LT	Y	F
SOLD ACQ	217 0000	17/26/2013 .1/09/2011	23741 64 23741.64	13703.57	10038.07	LT	Y	F
251.0000 PRUDENTI SOLD ACO	(: - 744320102 - M 17/26/2013 .1/09/2011	INOR = 42 19708.17 19708.17	13089.42	6618.75	LT	Y	F
342.0000 QUALCOMM SOLD	INC - 747525103	- MINOR = 42 6/28/2013	20974 66	10003		11	•	•
ACQ 359.0000 SCHLUMBE SOLD	RGER LTD ISIN #A	3/27/2009 N8068571086 - 80 7/19/2013	20974 66 6857108 - MINOR = 29652.88	13388.62 53	7586 04	LT	Y	F
ACQ 383.0000 STARBUCK	359.0000 C S CORP - 8552441	8/19/1998 09 - MINOR = 42	29652.88	9077 26	20575.62	LT	Y	F
SOLD ACQ 156.0000 TERADATA	383 0000 1	7/24/2013 1/09/2011 6W103 - MINOR = -	25806.28 25806.28 42	16684 05	9122.23	LT	Y	F
SOLD ACQ 199.0000 UNITED T	156 0000 1	7/26/2013 1/09/2011 - 913017109 - M	9050.96 9050.96 TNOR = 42	8718.40	332 56	LT	Y	F
SOLD ACQ	199.0000 0	8/06/2013 3/27/2009	20874.83 20874 83	8890 92	11983.91	LT	Y	F
218 0000 UNITED H SOLD ACQ	218 0000 1	7/19/2013 1/09/2011	15541 05 15541 05	10004.02	5537 03	LT	Y	F
183 0000 WHITING SOLD ACO	0	966387102 - MING 6/28/2013 1/09/2011	OR = 42 8266.23 8266.23	8648 58	-382.35	LT	Y	F
235.0000 WILLIAMS SOLD ACO	SONOMA INC - 96		13850 66					
154.0000 ACE LTD SOLD	- H0023R105 - MI	NOR = 53 7/19/2013	13850 66 14554 36	8734.95	5115 71	LT	¥	F
ACQ 155.0000 CHECK PO SOLD	INT SOFTWARE TEC		14554 36 4 - MINOR = 53 7723 74	10978 66	3575.70	LT	Y	F
ACQ		1/09/2011	7723 74	8938 85	-1215.11	LT	Y	F
	TO	TALS	(1015694 24	Q791752 95>	<u>50</u> 223,	941,20	ì	
SUMMARY OF CAPITAL GAINS/				-553545465		•	•	
FEDERAL	SHORT TERM L	ONG TERM 28%				1250 GAI		
NONCOVERED FROM ABOVE	0 00	0 00	223941 29	0 00	0 00	0 0		
COVERED FROM ABOVE COMMON TRUST FUND	0 00 0 00	0 00 0 00	0 00 0 00	0 00	0.00	0 0	0	
CAPITAL GAIN DIV/DIST	0 00	0 00	30019 49			1 1	.0	
	0 00	0 00	253960 78	0 00	0 00	1.1	.0	
STATE			-				_	
NONCOVERED FROM ABOVE	0.00	0 00	223941 29	0 00	0 00	0 0	0 *	
COVERED FROM ABOVE COMMON TRUST FUND	0 00	0 00	0 00	0 00	0 00	0.0		
CAPITAL GAIN DIV/DIST	0 00		30019 49			1 1	-	
	0 00	0 00	253960.78	0.00		1.1	=	
				* - 1250 GAIN I	ETAILED ON TRANS PA	GES, NOT	ABO	OVE





00-F-A -H-QH -004-01 0001157-00-00696-01 01031901 10319 Page 3 of 55

ACCOUNT NUMBER: 000032519100 WILLIAM AND RUTH PENDLETON MEMORIAL TRUST UNDER AGREEMENT DATED 7/12/84

		`-ASSEEDETAIL			
Shares or Face Amount	Security Description	Market Value/ Price	Tax Cost/ Unit Cost	Unrealized Gain(Loss)/ Est Annual Inc	% of Total/ Estimated Curr Yield
Cash & Equ	ivalents				
Cash/	Money Market				
91,644.700	First Amer Prime Oblig Fund Cl Y	91,644.70 1.0000	91,644.70 1.00	0.00 14.68	2.4 0.02
Total (Cash/Money Market	\$91,644.70	\$91,644.70	\$0.00 \$14.68	2.4
Cash					 ,
	Principal Cash	3,593.63	3,593.63		0.1
	Total Cash	\$3,593.63	\$3,593.63	\$0.00 \$0.00	0.1
Total Cash	& Equivalents	\$95,238.33	\$95,238.33	\$0.00 \$14.68	2.5
Taxable Bo	nds	11 To 12 To			
Согро	rate Issues				
100,000.000	Wachovia Corp Sub Nt 5.250 08/01/2014	102,719.00 102.7190	100,440.00 100.44	2,279.00 5,250.00	2.7 5.11
200,000.000	J P Morgan Chase 5.150 10/01/2015	213,760.00 106.8800	202,908.00 101.45	10,852.00 10,300.00	5.6 4.82
100,000.000	Morgan Stanley 5.375 10/15/2015	107,557.00 107.5570	97,749.00 97.75	9,808.00 5,375.00	2.8 5.00
100,000.000	Goldman Sachs Group Inc Sr Nts 5.750 10/01/2016	111,599.00 111.5990	102,456.00 102.46	9,143.00 5,750.00	2.9 5.15
200,000.000	Pitney Bowes Inc Medium Term Note 5.600 03/15/2018	215,160.00 107.5800	203,336.00 101 67	11,824.00 11,200.00	5.6 5.20





00-F-A -H-QH -004-01 0001157-00-00696-01 01031901 10319 Page 4 of 55

ACCOUNT NUMBER: 000032519100 WILLIAM AND RUTH PENDLETON MEMORIAL TRUST UNDER AGREEMENT DATED 7/12/84

	22A	iasiavila(contr	ued)		
Shares or Face Amount	Security Description	Market Value/ Price	Tax Cost/ Unit Cost	Unrealized Gain(Loss)/ Est Annual Inc	% of Total/ Estimated Curr Yield
Total C	Corporate Issues	\$750,795.00	\$706,889.00	\$43,906.00 \$37,875.00	19.6
Fixed	Income Funds				==-
467.727	Amer Cent Diversifi Bond Ins ACBPX	4,929.84 10.5400	5,000.00 10.69	- 70.16 126.29	0.1 2.56
489.237	Columbia Income Fd Cl Z SRINX	4,848.34 9.9100	5,000.00 10.22	- 151.66 156.07	0.1 3.22
6,943.440	Credit Suisse Comm Ret ST Co CRSOX	50,201.07 7.2300	67,698.54 9.75	- 17,497.47 0.00	1.3 0.00
14,361.644	Driehaus Select Credit Fund DRSLX	146,057.92 10.1700	144,217.34 10.04	1,840.58 4,380.30	3.8 3.00
5,791.791	Inv Balance Risk Comm Str Y BRCYX	51,431.10 8.8800	61,045.48 10.54	- 9,614.38 1,320.53	1.3 2.57
600.000 ø	Ishares Barclays Tips Bond Etf TIP	65,940.00 109.9000	70,578.00 117.63	- 4,638.00 757.20	1.7 1.15
16,355.200	Nuveen High Income Bond Fd Cl I FJSYX	147,687.46 9.0300	144,405.60 8.83	3,281.86 10,663.59	3.9 7.22
462.963	Pimco Total Return Fund Inst #35 PTTRX	4,949.07 . 10.6900	5,000.00 10.80	- 50.93 127.78	0.1 2.58
2,092.050	T Rowe Price Intl Bond Fund #76 RPIBX	19,874.48 9.5000	2013 ROC < 10.0 20,960.00 9.56 19,989	- 125.52 451.88	0.5 2.27
2,372.479	Tcw Emerging Markets Income Fund TGEIX	19,928.82 8.4000	20,000 00 8.43	- 71.18 1,162.51	0.5 5.83
Total F	ixed Income Funds	\$ 515,848.10	\$542,944.96	- \$27,096,86 \$19,146.15	13.5





00-F-A -H-QH -004-01 01031901 10319 0001157-00-00696-01 Page 5 of 55

ACCOUNT NUMBER: 000032519100 WILLIAM AND RUTH PENDLETON MEMORIAL TRUST UNDER AGREEMENT DATED 7/12/84

	ASSE	adayalla(confine	ec)				
hares or ace Amount	Security Description	Market Value/ Price	Tax Cost/ Unit Cost	Unrealized Gain(Loss)/ Est Annual Inc	% of Total Estimated Curr Yield		
otal Taxab	le Bonds	\$1,266,643.10	\$1,249,833.96 \$1,049,833.96	\$16,809.14 \$57,021.15	33.0		
Stocks			1,249,823				
Comm	on Stocks						
396.000	Bristol Myers Squibb Co	21,047.40	12,342.61	8,704.79	0.5		
	BMY	53.1500	31.17	570.24	2.71		
320.000	Coca Cola Company	13,219.20	10,819.20	2,400.00	0.3		
	KO	41.3100	33.81	358.40	2.71		
162.000	Exxon Mobil Corp	16,394.40	2,479.42	13,914.98	0.4		
	XOM	101.2000	15.31	408.24	2.49		
718.000	Fifth Third Bancorp	15,099.54	8,673.44	6,426.10	0.4		
	FITB	21.0300	12.08	344.64	2.28		
876.000	Intel Corp	22,736.58	13,532.45	9,204.13	0.6		
	INTC	25.9550	15.45	788.40	3.47		
59.000	International Business Machines Corp IBM	11,066.63 187.5700	10,818.24 183.36	248.39 224.20	0.3 2.03		
672.000	Oracle Corporation ORCL	25,710.72 38.2600	12,182.02 18.13	13,528.70 322.56	0.7 1.25		
1,354.000	Pfizer Inc	41,473.02	19,061.61	22,411.41	1.1		
	PFE	30.6300	14.08	1,408.16	3.39		
655.000	SIm Corp	17,213.40	9,012.01	8,201.39	0.4		
	SLM	26.2800	13.76	393.00	2.28		
362.000	Verizon Communications Inc	17,788.68	13,473.64	4,315.04	0.5		
	VZ	49.1400	37.22	767.44	4.31		





00-F-A -H-QH -004-01 01031901 10319 0001157-00-00696-01 Page 6 of 55

ACCOUNT NUMBER: 000032519100 WILLIAM AND RUTH PENDLETON MEMORIAL TRUST UNDER AGREEMENT DATED 7/12/84

	ASSE	DETAIL (continue	(g)) * -		
Shares or Face Amount	Security Description	Market Value <i>l</i> Price	Tax Cost/ Unit Cost	Unrealized Gain(Loss)/ Est Annual Inc	% of Total/ Estimated Curr Yield
501.000	Wells Fargo Co WFC	22,745.40 45.4000	12,845.64 25.64	9,899.76 601.20	0.6 2.64
388.000	Wyndham Worldwide Corp WYN	28,591.72 73.6900	12,877.72 33.19	15,714.00 450.08	0.7 1.57
Total C	Common Stocks	\$253,086.69	\$138,118.00	\$114,968.69 \$6,636.56	6.6
Foreig	n Stocks				
127.000	Allegion Pic ALLE	5,612.13 44.1900	2,338.99 18.42	3,273.14 0.00	0.1
381.000	Ingersoil Rand Pic IR	23,469.60 61.6000	2011 ROC 10 9,098.63 23.88 9052.91	ever odjid < 14,370.97 320.04	45.72 > 0.6 1.36
Total F	Foreign Stocks	\$29,081.73	\$11,437.62	\$17,644.11 \$320.04	0.8
Equity	Funds				, , , , , , , , , , , , , , , , , , ,
10,123.242	Aberdeen Fds Emrgn Mkt Instl #5840 ABEMX	146,483.31 14.4700	144,815.13 14.31	1,668.18 2,044.89	3.8 1.40
8,552.699	American Europacific Grth F2 #616 AEPFX	418,911.20 48.9800	233,105.88 27.26	185,805.32 4,909.25	10.9 1.17
1,367.990	Laudus Inti Marketmasters Fund Sel #1547 SWMIX	32,790.72 23.9700	30,000.00 21.93	2,790.72 491.11	0.9 1.50
12,448.553	Nuveen Mid Cap Index Fund CI I FIMEX	217,974.16 17.5100	125,500.97 10.08	92,473.19 1,854.83	5.7 0.85
6,458.794	Nuveen Real Estate Secs I FARCX	127,238.24 19.7000	120,618.45 18.68	6,619.79 3,610.47	3.3 2 84
			119,732	1.05	





00-F-A -H-QH -004-01 0001157-00-00696-01

01031901 10319 Page 7 of 55

ACCOUNT NUMBER: 000032519100 WILLIAM AND RUTH PENDLETON MEMORIAL TRUST UNDER AGREEMENT DATED 7/12/84

This statement is for the period from January 1, 2013 to December 31, 2013

ASSET DETAIL (continued)

Shares or Face Amount	Security Description	Market Value/ Price	Tax Cost/ Unit Cost	Unrealized Gain(Loss)/ Est Annual Inc	% of Total/ Estimated Curr Yield
1,090.909	Nuveen Santa Barbara Div Growth Fd I #1799 NSBRX	36,120.00 33.1100	30,000.00 27.50	6,120.00 620.73	0.9 1.72
6,500.147	Nuveen Small Cap Select Fd Cl I ARSTX	104,262.36 16.0400	51,416.17 7.91	52,846.19 405.61	2.7 0.39
3,728.561	Robeco Boston Partners L S Rsrch Instl BPIRX	53,803.14 14.4300	50,000.00 13.41	3,803.14 0.00	1.4 0.00
852.355	Scout International Fund UMBWX	31,758.75 37.2600	30,000.00 35.20	1,758.75 375.04	0.8 1.18
3,380.000	Spdr Dj Wilshire International RWX	139,256.00 41.2000	115,224.20 34.09	24,031.80 6,317.22	3.6 4.54
785.811	T Rowe Price Growth Stock #40 PRGFX	41,310.08 52.5700	35,000.00 44.54	6,310.08 15.72	1.1 0.04
508.943	T Rowe Price Mid Cap Growth Fd #64 RPMGX	37,040.87 72.7800	35,000.00 68.77	2,040.87 0.00	1.0 0.00
832.739	T Rowe Price Sc Stock #65 OTCFX	37,106.85 44.5600	35,000.00 42.03	2,106.85 0.00	1.0 0.00
3,084.234	Vanguard Equity Income Adm #565 VEIRX	192,394.52 62.3800	176,071.48 57.09	16,323.04 4,873.09	5.0 2.53
3,555.783	Vanguard International Growth Fund CI Adm #581 VWILX	263,910.21 74.2200	193,413.54 54.39	70,496.67 4,160.27	6.9 1.58
566.733	Vanguard Total Stock Mkt Idx Signal #1341 VTSSX	25,536.99 45.0600	20,000.00 35.29	5,536.99 445.45	0.7 1.74
2,008.735	Vanguard 500 ldx Fd #1340 VIFSX	282,669.19 140.7200	249,200.89 124.06	33,468.30 5,196.60	7.4 1.84





00-F-A -H-QH -004-01 0001157-00-00696-01 01031901 10319 Page 8 of 55

ACCOUNT NUMBER: 000032519100 WILLIAM AND RUTH PENDLETON MEMORIAL TRUST UNDER AGREEMENT DATED 7/12/84

This statement is for the period from January 1, 2013 to December 31, 2013

	ASSEEDE AIL (continue))		
Shares or Face Amount Security Description	Market Value/ Price	Tax Cost/ Unit Cost	Unrealized Gain(Loss)/ Est Annual Inc	% of Total/ Estimated Curr Yield
Total Equity Funds	\$2,188,566.59	\$1,674,366.71	\$514,199.88 \$35,320.28	57.1
Total Stocks	\$2,470,735.01	\$1,823,922.33 <45,727 (684,46)	\$646,812.68 \$42,276.88	64.5
Total Assets	\$3,832,616.44 2011 ROC Inq.	\$3,168,994.62 \$45.72	\$663,621.82 \$99,312.71	100.0
Estimated Current Yield	2013 ROC TR 2013 ROC NRE	(10.64)		2.59
		3,168,051	.86	

ASSET DETAIL MESSAGES

Time of trade execution and trading party (if not disclosed) will be provided upon request.

Publicly traded assets are valued in accordance with market quotations or valuation methodologies from financial industry services believed by us to be reliable. Assets that are not publicly traded may be reflected at values from other external sources. Assets for which a current value is not available may be reflected at a previous value or as not valued, at par value, or at a nominal value. Values shown do not necessarily reflect prices at which assets could be bought or sold. Values are updated based on internal policy and may be updated less frequently than statement generation.

Any legal proceeding based on a claim brought against the trustee(s) for an alleged breach of trust based on information contained in this statement must be commenced within one year from the date this statement was sent.