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INTERNAL REVENUE SERVICE

Return of Private Foundation

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

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

OMB No 1545-0052

2013

Open to Public Inspection

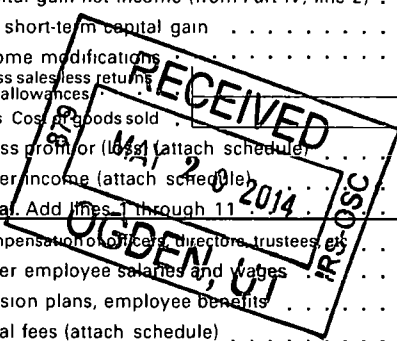
Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

Name of foundation MARY ILO SMITH CHARITABLE FOUNDATION		A Employer identification number 74-2652604
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) 800-357-7094
BANK OF AMERICA, N.A. P.O. BOX 831041		
City or town, state or province, country, and ZIP or foreign postal code DALLAS, TX 75283-1041		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply:	Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/>	D 1 Foreign organizations, check here <input type="checkbox"/>
	Final return <input type="checkbox"/> Amended return <input type="checkbox"/>	2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
	Address change <input type="checkbox"/> Name change <input type="checkbox"/>	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust	<input type="checkbox"/> Other taxable private foundation	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 2,412,371.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual	
	<input type="checkbox"/> Other (specify) _____	
(Part I, column (d) must be on cash basis)		

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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	69,516.	69,311.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	159,864.			
	b Gross sales price for all assets on line 6a 554,634.				
	7 Capital gain net income (from Part IV, line 2)		159,864.		
	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)	28.			STMT 2	
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	229,408.	229,175.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	17,522.	10,513.		7,009.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 3	1,350.	NONE	NONE	1,350.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 4	1,897.	61.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	20,769.	10,574.	NONE	8,359.
25 Contributions, gifts, grants paid	94,972.			94,972.	
26 Total expenses and disbursements. Add lines 24 and 25	115,741.	10,574.	NONE	103,331.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	113,667.				
b Net investment income (if negative, enter -0-)		218,601.			
c Adjusted net income (if negative, enter -0-)					



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	37,592.	42,280.	42,280.
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U.S. and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)	1,352,494.	1,459,875.	2,207,876.
	c	Investments - corporate bonds (attach schedule)	160,000.	159,998.	162,215.
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	1,550,086.	1,662,153.	2,412,371.	
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 <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	1,550,086.	1,662,153.	
	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)	1,550,086.	1,662,153.		
31	Total liabilities and net assets/fund balances (see instructions)	1,550,086.	1,662,153.		

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 1,550,086.
2	Enter amount from Part I, line 27a	2 113,667.
3	Other increases not included in line 2 (itemize) ▶ ROUNDING	3 4.
4	Add lines 1, 2, and 3	4 1,663,757.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 5	5 1,604.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 1,662,153.

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						
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 554,634.		394,770.	159,864.			
b						
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 col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any				
a			159,864.			
b						
c						
d						
e						
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	159,864.	
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		{ 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

(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	108,872.	2,132,322.	0.051058
2011	111,635.	2,047,032.	0.054535
2010	98,685.	1,989,305.	0.049608
2009	115,183.	1,855,387.	0.062080
2008	132,183.	2,226,524.	0.059367
2 Total of line 1, column (d)			2 0.276648
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 0.055330
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 2,321,475.
5 Multiply line 4 by line 3			5 128,447.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,186.
7 Add lines 5 and 6			7 130,633.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 103,331.

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

Table with 11 rows for excise tax calculations. Includes rows for exempt foundations, tax under section 511, add lines 1 and 2, subtitle A tax, tax based on investment income, credits/payments, total credits and payments, tax due, overpayment, and amount of line 10 to be credited to 2014 estimated tax.

Part VII-A Statements Regarding Activities

Table with 10 rows for statements regarding activities. Includes questions about influencing legislation, political expenditures, unrelated business gross income, and substantial contributors.

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 NONE
14 The books are in care of BANK OF AMERICA, N.A. Telephone no (214) 209-6477
Located at 901 MAIN ST, FL 19, DALLAS, TX ZIP+4 75202-3714
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 15
16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16 Yes No X

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

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

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(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? X 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 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) Yes X 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 X
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 X 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 X 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)? Yes No
 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? **STMT. 6** 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? Yes 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? Yes No

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
BANK OF AMERICA, N.A. P O. BOX 830241, DALLAS, TX 75283-0241	CO-TRUSTEE 1	17,522.	-0-	-0-
MARY CAROL GREGORY - C/O BOA P.O. BOX 830241, DALLAS, TX 78283-0241	CO-TRUSTEE 1	-0-	-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		-0-	-0-	-0-

Total number of other employees paid over \$50,000 Yes No **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 NONE	
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	2,281,378.
b	Average of monthly cash balances	1b	75,449.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	2,356,827.
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	2,356,827.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	35,352.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	2,321,475.
6	Minimum investment return. Enter 5% of line 5	6	116,074.

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	116,074.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	4,372.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	4,372.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	111,702.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	111,702.
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	111,702.

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	103,331.
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	103,331.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	103,331.

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				111,702.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			94,973.	
b Total for prior years 20 <u>11</u> , 20 <u> </u> , 20 <u> </u>		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 ▶ \$ <u>103,331.</u>				
a Applied to 2012, but not more than line 2a			94,973.	
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				8,358.
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				103,344.
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)

Table with 5 columns: (a) 2013, (b) 2012, (c) 2011, (d) 2010, (e) Total. Rows include 2a-2e (Qualifying distributions) and 3a-3d (Alternative tests).

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).

NONE

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

NONE

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

Check here [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds

- 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
<p>a Paid during the year</p> <p>SEE STATEMENT 10</p>				<p>94,972.</p>
<p>Total ▶ 3a</p>				<p>94,972.</p>
<p>b Approved for future payment</p> <p>NONE</p>				
<p>Total ▶ 3b</p>				

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other assets b Other transactions: (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule

Table with 4 columns: (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... 2b If "Yes," complete the following schedule

Table with 3 columns: (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: [Signature], Date: 04/28/2014, Title: TRUSTEE

Paid Preparer Use Only Print/Type preparer's name, Preparer's signature, Date, Check if self-employed, PTIN, Firm's name, Firm's address, Firm's EIN, Phone no

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	796.	796.
FOREIGN DIVIDENDS	1,849.	1,849.
NONDIVIDEND DISTRIBUTIONS	205.	
DOMESTIC DIVIDENDS	45,620.	45,620.
OTHER INTEREST	7,992.	7,992.
ACCRUED MARKET DISCOUNT INTEREST	665.	665.
NONQUALIFIED FOREIGN DIVIDENDS	812.	812.
NONQUALIFIED DOMESTIC DIVIDENDS	11,577.	11,577.
TOTAL	69,516.	69,311.

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
NON-TAXABLE FOREIGN INCOME	28.
TOTALS	----- 28. =====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE - BOA	1,350.			1,350.
TOTALS	1,350.	NONE	NONE	1,350.

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	26.	26.
EXCISE TAX - PRIOR YEAR	620.	
EXCISE TAX ESTIMATES	1,216.	
FOREIGN TAXES ON QUALIFIED FOR	4.	4.
FOREIGN TAXES ON NONQUALIFIED	31.	31.
TOTALS	1,897.	61.
	=====	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION -----	AMOUNT -----
MUTUAL FUND ADJUSTMENT	1,514.
ACCRUED INTEREST PURCHASED	81.
COST BASIS ADJUSTMENT - DIGITAL REALTY	9.

TOTAL	1,604.
	=====

FORM 990PF, PART VII-B, LN 5(c) EXPENDITURE RESPONSIBILITY STATEMENT

NAME:

JUMET CHARITABLE FOUNDATION

ADDRESS:

3479 DARLINGTON ROAD
DARLINGTON, PA 16115

GRANT DATE: 12/18/2013

GRANT AMOUNT 9,845.

GRANT PURPOSE:

SEE ATTACHED REPORT

RECIPIENT NAME:
TEXAS A&M UNIVERSITY
FOUNDATION
ADDRESS:
401 GEORGE BUSH DR
COLLEGE STATION, TX 77840-2811
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
VET. MEDICINE SCHOLARSHIPS - NEEDY STUDENTS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 9,497.

RECIPIENT NAME:
SUNSHINE ACRES CHILDREN'S
HOME, INC.
ADDRESS:
3405 N HIGLEY RD
MESA, AZ 85215-9703
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
FACILITY MAINTENANCE 50% & SCHOLARSHIPS 50%
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 9,497.

RECIPIENT NAME:
CHRISTUS CONTINUING CARE
ADDRESS:
4241 WOODCOCK DR, STE A100
SAN ANTONIO, TX 78228
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT OPERATIONS FOR CANCER PATIENTS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 4,749.

RECIPIENT NAME:
BAYLOR COLLEGE OF
MEDICINE
ADDRESS:
ONE BAYLOR PLAZA, MS: BCM 160
HOUSTON, TX 77030-3411
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 4,749.

RECIPIENT NAME:
SALVATION ARMY
ADDRESS:
2707 E VAN BUREN ST
PHOENIX, AZ 85008
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SENIORS MULTIPURPOSE CTR & WELFARE SERVICES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 4,749.

RECIPIENT NAME:
ASSISTANCE LEAGUE OF
SAN ANTONIO
ADDRESS:
P.O. BOX 13130
SAN ANTONIO, TX 78213
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
FOR SCHOOL BELL PROJECT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 9,497.

RECIPIENT NAME:
ROY MAAS YOUTH
ALTERNATIVES, INC.
ADDRESS:
3103 W AVE
SAN ANTONIO, TX 78213
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 9,497.

RECIPIENT NAME:
FAMILY VIOLENCE PREVENTION
SERVICES, INC.
ADDRESS:
7911 BROADWAY
SAN ANTONIO, TX 78209
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
FOR THE BATTERED WOMEN & CHILDREN'S SHELTER
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 9,497.

RECIPIENT NAME:
THE PEOPLE TO PEOPLE
HEALTH FOUNDATION
ADDRESS:
255 CARTER HALL LN
MILLWOOD, VA 22646
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT PROJECT HOPE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 9,497.

RECIPIENT NAME:
HOSPICE OF THE VALLEY
ADDRESS:
1510 E FLOWER ST
PHOENIX, AZ 85014
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT OPERATIONS FOR CANCER PATIENTS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 4,749.

RECIPIENT NAME:
GUIDE DOGS OF TEXAS
ADDRESS:
1503 ALLENA DR
SAN ANTONIO, TX 78213
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT BLIND & ELDERLY SERVICES - TX & AZ
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 9,497.

RECIPIENT NAME:
JUMET CHARITABLE FOUNDATION
ADDRESS:
P. O. BOX 144
DARLINGTON, PA 16115
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SCHOLARSHIP ASSISTANCE TO NEEDY STUDENTS
FOUNDATION STATUS OF RECIPIENT:
FOUNDATION
AMOUNT OF GRANT PAID 9,497.

TOTAL GRANTS PAID: 94,972.
=====

FEDERAL FOOTNOTES

=====

THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.

EXPENDITURE REPORT

**Jumet Charitable Foundation
PO Box 144
Darlington, PA 16115-0144**

NAME OF TRUST Mary Ho Smith Foundation
ACCOUNT # 3005500-0010561

To Bank of America, N.A. in its capacity as Co-Trustee

The following constitutes the expenditure report for the Jumet Charitable Foundation for the period July 1, 2012 through June 30, 2013 for a grant award totaling \$9,497.30 ("grant funds") received by the Jumet Charitable Foundation. We certify that the grant funds and the income earned on the grant funds (if any) have been used exclusively for the charitable purposes set forth in the grant agreement letter.

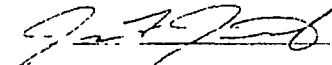
Attached is a report showing income earned on the grant funds, if any, and expenditures of the grant funds and income earned on the grant funds during the fiscal year by amount and purpose.

No part of the grant funds or interest earned on the grant funds were used for any of the following purposes:

- (i) carrying on propaganda or attempting to influence legislation,
- (ii) influencing the outcome of any election for public office or carrying on directly or indirectly any voter registration drive,
- (iii) making grants to individuals or organizations that do not comply with sections 4945(d)(3) or (d)(4) of the Internal Revenue Code, or
- (iv) for any non-charitable purpose that is any purpose not described in section 170(c)(2)(B) of the Internal Revenue Code.

I further certify that the [xxx organization] has not diverted any portion of the grant funds (or the income on the grant funds) from the specified purpose of the grant and that this organization has complied with the terms of the grant. I am authorized to sign this report on behalf of the Grantee. I have examined the foregoing statements, including the attached Expenditure Responsibility Report, and they are true, correct and complete to the best of my knowledge.

By

 JAN F. JUMET
Its Chairman/Founder

Telephone Number: 724-974-0159

Date: 11/19/13

EXPENDITURE RESPONSIBILITY REPORT

(Note that the final report must cover expenditures over the life of the grant.)

Date of report 11/19/13

Name and address of organization
Turner Oceanographic Foundation
PO Box 144
Burlington, Pa 16115

Amounts and dates of grants received during the period from 7/1/12 through 6/30/13

<u>Date</u>	<u>Amount</u>
<u>11/30/12</u>	<u>\$9,814.50</u>

Describe the uses of grant funds and the progress made towards the goal of the grant (attach additional pages, if needed)

Distributed to Colleges and Universities
for the specific benefit of scholarship
assistance to talented and needy students.
All funds distributed.

Itemize all income earned on the grant funds \$ 0
Funds distributed

Itemize all amounts spent from the grant funds and income earned on the grant funds, including salaries, travel and supplies (attach additional pages if needed)

<u>Date</u>	<u>Amount</u>	<u>Purpose</u>
<u>Attained.</u>		

Amount of grant funds and income earned on the grant funds unspent as of the end of
Grantee's most recent fiscal year ~~2012~~ ²⁰¹³

By [Signature] *0. All funds distributed*
Its JAN F. JONES
Chairman

Date 11/16/13

Jumet Charitable Foundation - Expenditure Responsibility Grant Funds Spent
 July 1, 2012 through June 30, 2013

Scholarship to college student	\$ 750 00	7/31/2012
Scholarship to college student	\$ 750 00	7/31/2012
Scholarship to college student	\$ 750 00	7/31/2012
Scholarship to college student	\$ 750 00	7/31/2012
Scholarship to college student	\$ 750 00	7/31/2012
Scholarship to college student	\$ 750 00	7/31/2012
Scholarship to college student	\$ 750 00	7/31/2012
Scholarship to college student	\$ 750 00	7/31/2012
Scholarship to college student	\$ 7,000 00	7/31/2012
Scholarship to college student	\$ 750 00	7/31/2012
Scholarship to college student	\$ 750 00	7/31/2012
Scholarship to college student	\$ 750 00	7/31/2012
Scholarship to college student	\$ 750 00	7/31/2012
Scholarship to college student	\$ 1,000 00	7/31/2012
Scholarship to college student	\$ 750 00	1/8/2013
Scholarship to college student	\$ 750 00	1/8/2013
Scholarship to college student	\$ 750 00	1/8/2013
Scholarship to college student	\$ 750 00	1/8/2013
Scholarship to college student	\$ 750 00	1/8/2013
Scholarship to college student	\$ 750 00	1/8/2013
Scholarship to college student	\$ 750 00	1/8/2013
Scholarship to college student	\$ 8,000 00	1/8/2013
Scholarship to college student	\$ 750 00	1/8/2013
Scholarship to college student	\$ 750 00	1/8/2013
Scholarship to college student	\$ 750 00	1/8/2013
Scholarship to college student	\$ 750 00	1/8/2013
Scholarship to college student	\$ 1,000.00	1/8/2013
	<u>\$ 35,750.00</u>	

MARY ILO SMITH CHARITABLE FOUNDATION

74-2652604

Balance Sheet

12/31/2013

Bank of America



Cusip	Asset	Units	Basis	Market Value
	Cash/Cash Equivalent	45929 190	45,929 19	45,929 19
00206R102	AT&T INC	1841 000	15,858 08	64,729 56
002824100	ABBOTT LABS	40 000	935 71	1,533 20
00287Y109	ABBVIE INC	1265 000	4,846 67	66,804 65
02209S103	ALTRIA GROUP INC	39 000	639 56	1,497 21
025537101	AMERICAN ELEC PWR INC	19 000	587 71	888 06
025816109	AMERICAN EXPRESS CO	26 000	961 69	2,358 98
031162100	AMGEN INC	926 000	29,926 37	105,638 08
037833AJ9	APPLE INC	25000 000	24,122 25	24,173 75
053015103	AUTOMATIC DATA PROCESSING INC	23 000	820 20	1,858 38
09247X101	BLACKROCK INC	5 000	784 30	1,582 35
097023105	BOEING CO	22 000	1,433 98	3,002 78
110122108	BRISTOL MYERS SQUIBB CO	61 000	1,788 09	3,242 15
12572Q105	CME GROUP INC	18 000	869 55	1,412 28
125896100	CMS ENERGY CORP	24 000	517 08	642 48
166764100	CHEVRON CORP	25 000	1,660 08	3,122 75
171232101	CHUBB CORP	18 000	1,179 07	1,739 34
17275R102	CISCO SYS INC	2085 000	48,593 38	46,766 55
20030N101	COMCAST CORP	23 000	1,116 67	1,195 19
20825C104	CONOCOPHILLIPS	23 000	1,577 70	1,624 95
25746U109	DOMINION RES INC VA NEW	10 000	506 95	646 90
260003108	DOVER CORP	16 000	536 49	1,544 64
263534109	DU PONT E I DE NEMOURS & CO	30 000	1,347 58	1,949 10
26441C204	DUKE ENERGY CORP	9 000	584 75	621 09
268648102	EMC CORP	65 000	1,650 76	1,634 75
291011104	EMERSON ELEC CO	15 000	730 90	1,052 70
30231G102	EXXON MOBIL CORP	1527 000	61,356.69	154,532 40
302570BC9	FPL GROUP CAP INC	50000 000	58,239 50	56,513 00
316773100	FIFTH THIRD BANCORP	54 000	964 99	1,135 62
369604103	GENERAL ELEC CO	3000 000	2,681 75	84,090 00
36962G6Z2	GENERAL ELEC CAP CORP	25000 000	25,210 75	25,264 25
437076102	HOME DEPOT INC	50 000	966 34	4,117 00
438516106	HONEYWELL INTL INC	26 000	1,163 87	2,375 62
458140100	INTEL CORP	3086 000	94,119 60	80,097 13

MARY ILO SMITH CHARITABLE FOUNDATION

74-2652604

Balance Sheet

12/31/2013

Bank of America



Cusip	Asset	Units	Basis	Market Value
459200101	INTERNATIONAL BUSINESS MACHS	15 000	1,228 63	2,813 55
464288646	ISHARES	1772.000	186,508 30	186,875 12
46625H100	J P MORGAN CHASE & CO	50 000	2,103 53	2,924 00
478160104	JOHNSON & JOHNSON	1531 000	68,307 98	140,224 29
482480100	KLA-TENCOR CORP	21 000	1,185 16	1,353 66
494368103	KIMBERLY CLARK CORP	19 000	1,349 64	1,984 74
55616P104	MACYS INC	30 000	1,315 45	1,602 00
571748102	MARSH & MCLENNAN COS INC	33 000	1,133 98	1,595 88
580135101	MCDONALDS CORP	22 000	1,188 25	2,134 66
58933Y105	MERCK & CO INC	1056 000	74,572 01	52,852 80
59156R108	METLIFE INC	14 000	699 00	754 88
594918104	MICROSOFT CORP	2099 000	87,358 79	78,523 59
65339F101	NEXTERA ENERGY INC	12 000	626 80	1,027 44
674599105	OCCIDENTAL PETE CORP DEL	9 000	311 40	855 90
693390700	PIMCO TOTAL RETURN FUND	18160 957	200,773 00	194,140 63
693390841	PIMCO HIGH YIELD FD	11591 830	112,476 00	111,397 49
693475105	PNC FINL SVCS GROUP INC	23 000	1,277 24	1,784 34
701094104	PARKER HANNIFIN CORP	9 000	361 52	1,157 76
713448108	PEPSICO INC	1878 000	70,671 52	155,761 32
717081103	PFIZER INC	1922 000	79,480 85	58,870 86
718172109	PHILIP MORRIS INTL INC	47 000	1,615 04	4,095 11
718546104	PHILLIPS 66	15 000	941 53	1,156 95
722005667	PIMCO COMMODITY REALRETURN	1051 929	6,543 00	5,775 09
72200Q182	PIMCO ALL ASSET ALL AUTH FUND	2109 206	23,370 00	20,881 14
74144T108	PRICE T ROWE GROUP INC	14 000	307 67	1,172 78
742718109	PROCTER & GAMBLE CO	1905 000	9,935 49	155,086 05
74460D109	PUBLIC STORAGE INC	5 000	650 12	752 60
749685103	RPM INTL INC	32 000	709 06	1,328 32
755111507	RAYTHEON CO	24 000	1,037 42	2,176 80
780259206	ROYAL DUTCH SHELL PLC	23 000	1,466 71	1,639 21
78463V107	SPDR GOLD TR	125 000	12,050 00	14,515 00
78463X863	SPDR DJ WILSHIRE INTL REAL	517 000	23,329 58	21,300 40
806857108	SCHLUMBERGER LTD	1011 000	29,039 69	91,101 21
816851109	SEMPRA ENERGY	9 000	504 10	807 84

MARY ILO SMITH CHARITABLE FOUNDATION

74-2652604

Balance Sheet

12/31/2013

Bank of America



Cusip	Asset	Units	Basis	Market Value
824348106	SHERWIN WILLIAMS CO	13 000	1,090 84	2,385 50
828806109	SIMON PPTY GROUP INC NEW	6 000	937 45	912 96
872540109	TJX COS INC NEW	20 000	597 22	1,274 60
87612EAN6	TARGET CORP	50000 000	52,425 50	56,264 00
882508104	TEXAS INSTRS INC	36 000	1,131 82	1,580 76
887317303	TIME WARNER INC	35 000	1,181 91	2,440 20
902973304	US BANCORP DEL	58 000	1,607 13	2,343 20
911312106	UNITED PARCEL SVC INC	419 000	32,391 22	44,028 52
913017109	UNITED TECHNOLOGIES CORP	7 000	353 46	796 60
918204108	V F CORP	12 000	506.74	748 08
922908553	VANGUARD REIT	304 000	23,528 08	19,626 24
92343V104	VERIZON COMMUNICATIONS INC	88 000	2,783 21	4,324 32
92857W209	VODAFONE GROUP PLC	44 000	1,622 76	1,729 64
931142103	WAL-MART STORES INC	1882 000	96,057 63	148,094 58
94106L109	WASTE MGMT INC DEL	19 000	586 76	852 53
949746101	WELLS FARGO & CO	72 000	2,303 99	3,268.80
95709T100	WESTAR ENERGY INC	26 000	759 06	836 42
976657106	WISCONSIN ENERGY CORP	15 000	512 72	620 10
G1151C101	ACCENTURE PLC	26 000	1,348 12	2,137 72
H0023R105	ACE LTD	12 000	904 44	1,242 36
N53745100	LYONDELLBASELL INDUSTRIES NV	14 000	885 95	1,123 92
		Totals	1,662,152 72	2,412,370 54