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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation

HELEN GREATHOUSE CHARITABLE TRUST
#010515119600

A Employer identification number

75-2691859

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

Room/suite

WELLS FARGO BANK, N.A., P.O. BOX 41629

B Telephone number

(432) 685-5300

City or town, state or province, country, and ZIP or foreign postal code

AUSTIN, TX 78704-9926C If exemption application is pending, check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐I Fair market value of all assets at end of year
(from Part II, col. (c), line 16)J Accounting method: ☐ Cash ☒ Accrual☐ Other (specify) _____F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**\$ 36,764,315.** (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).)

(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			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	350.	350.		STATEMENT 1
	4 Dividends and interest from securities	808,112.	754,803.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	769,258.			
	b Gross sales price for all assets on line 6a	2,428,908.			
	7 Capital gain net income (from Part IV, line 2)		769,258.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	7,011.	7,011.		STATEMENT 3
	12 Total. Add lines 1 through 11	1,584,731.	1,531,422.		
	13 Compensation of officers, directors, trustees, etc.	1,000.	1,000.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees	290,912.	218,184.		72,728.
	17 Interest				
	18 Taxes	39,260.	22,260.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	45,805.	45,805.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	376,977.	287,249.		72,728.
	25 Contributions, gifts, grants paid	1,185,000.			1,185,000.
	26 Total expenses and disbursements. Add lines 24 and 25	1,561,977.	287,249.		1,257,728.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	22,754.			
	b Net investment income (if negative, enter -0-)		1,244,173.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	2,207,681.	1,716,551.	1,716,551.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ 693,478.			
	Less: allowance for doubtful accounts ▶	208,797.	693,478.	693,478.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 7	1,341,497.	1,636,893.	1,589,249.
	b Investments - corporate stock STMT 8	14,925,551.	15,206,996.	20,795,690.
	c Investments - corporate bonds STMT 9	5,509,217.	4,836,933.	4,809,451.
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less accumulated depreciation ▶				
12 Investments - mortgage loans STMT 10		101,363.	424,403.	419,495.
13 Investments - other STMT 11		6,506,117.	6,307,723.	6,740,401.
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		30,800,223.	30,822,977.	36,764,315.
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				
22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	29,333,116.	29,333,116.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	1,467,107.	1,489,861.	
30 Total net assets or fund balances	30,800,223.	30,822,977.		
31 Total liabilities and net assets/fund balances	30,800,223.	30,822,977.		

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	30,800,223.
2 Enter amount from Part I, line 27a	2	22,754.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	30,822,977.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	30,822,977.

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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				
b SEE ATTACHED STATEMENT				
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				
b				
c				
d				
e 2,428,908.		1,659,650.	769,258.	
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) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			769,258.	
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		2 769,258.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		3 N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	908,138.	31,780,210.	.028576
2011	1,622,138.	32,736,428.	.049551
2010	1,572,000.	31,376,029.	.050102
2009	1,674,609.	28,378,037.	.059011
2008	2,061,500.	37,372,392.	.055161

2 Total of line 1, column (d)	2 .242401
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 .048480
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4 33,763,884.
5 Multiply line 4 by line 3	5 1,636,873.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6 12,442.
7 Add lines 5 and 6	7 1,649,315.
8 Enter qualifying distributions from Part XII, line 4	8 1,257,728.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1 24,883.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2 0.
3 Add lines 1 and 2		3 24,883.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4 0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5 24,883.
6 Credits/Payments:		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a 15,519.	
b Exempt foreign organizations - tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c 18,000.	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7 33,519.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 8,636.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> 8,636. Refunded <input type="checkbox"/> 0.	11 0.	

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

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

Website address **N/A**

14 The books are in care of **WELLS FARGO BANK, N.A.** Telephone no. **(432) 685-5300**
 Located at **P.O. BOX 41629, AUSTIN, TX** ZIP+4 **78704-9926**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐
 and enter the amount of tax-exempt interest received or accrued during the year **15** **N/A**

16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? **16** **Yes** **No**
 See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country **X**

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b 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)? N/A	1b	
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years N/A	2a	
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.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	3a	
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.) N/A	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)? ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

N/A

5b

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

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		1,000.	0.	0.

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

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

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

0

0

0.

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**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	28,044,349.
b Average of monthly cash balances	1b	1,677,030.
c Fair market value of all other assets	1c	4,556,676.
d Total (add lines 1a, b, and c)	1d	34,278,055.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	34,278,055.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	514,171.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	33,763,884.
6 Minimum investment return. Enter 5% of line 5	6	1,688,194.

**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	1,688,194.
2a Tax on investment income for 2013 from Part VI, line 5	2a	24,883.
b Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	24,883.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	1,663,311.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	1,663,311.
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	1,663,311.

**Qualifying Distributions** (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,257,728.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,257,728.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,257,728.

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.

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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				1,663,311.
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				
b From 2009	14,790.			
c From 2010	83,786.			
d From 2011	36,042.			
e From 2012				
f Total of lines 3a through e	134,618.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 1,257,728.				
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				1,257,728.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	134,618.			134,618.
6 Enter the net total of each column as indicated below:	0.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5.				
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.				270,965.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

N/A

1 a 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)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

c Qualifying distributions from Part XII,
line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

[illegible]

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

SEE STATEMENT 13

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:

HELEN GREATHOUSE CHARITABLE TRUST

Form 990-PF (2013)

#010515119600

75-2691859 Page 11

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ALZHEIMER'S DISEASE & RELATED DISORDERS ASSOC. 4400 N. BIG SPRING #C-32 MIDLAND, TX 79705		SEC. 509(A)(2)	OPERATING EXPENSES	20,000.
AMERICAN RED CROSS OF SOUTHWEST TEXAS P.O. BOX 60310 MIDLAND, TX 79711		SEC. 509(A)(2)	OPERATING EXPENSES	15,000.
APHASIA CENTER OF WEST TEXAS P.O. BOX 4782 MIDLAND, TX 79704		SEC. 509(A)(2)	OPERATING EXPENSES	15,000.
BIG BROTHERS/BIG SISTERS 1007 WEST TEXAS AVE. MIDLAND, TX 79701		SEC. 509(A)(2)	OPERATING EXPENSES	10,000.
BOY SCOUTS OF AMERICA 1101 WEST TEXAS AVE. MIDLAND, TX 79701		SEC. 509(A)(2)	OPERATING EXPENSES	20,000.
Total	SEE CONTINUATION SHEET(S)			1,185,000.
b Approved for future payment				
NONE				
Total				0.

Analysis of Income-Producing Activities

Relationship of Activities to the Accomplishment of Exempt Purposes

323621
10-10-13

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

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

[illegible]

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

- b If "Yes," complete the following schedule.**

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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


Signature of officer or trustee

Date _____

Title

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature <i>Laura A. Buckner CPA</i>	Date <i>11/4/14</i>	Check <input type="checkbox"/> if self-employed	PTIN
	LAURA A. BUCKNER				P01201396
	Firm's name ▶ BUCKNER & TILLEY P.C.			Firm's EIN ▶ 20-4071508	
	Firm's address ▶ P.O. BOX 7963 MIDLAND, TX 79708			Phone no. 432-687-5577	

Form 990-PF (2013)

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
BOYS & GIRLS CLUB OF MIDLAND P.O. BOX 284 MIDLAND, TX 79702		SEC. 509(A)(2)	EDUCATIONAL ACTIVITIES	20,000.
BOYS AND GIRLS CLUB OF ODESSA 800 E. 13TH ODESSA, TX 79761		SEC. 509(A)(2)	OPERATING EXPENSES	5,000.
BUCKNER CHILDREN AND FAMILY SERVICES 421 A WEST PECAN #4A MIDLAND, TX 79710		SEC. 509(A)(2)	ASSIST WITH REPLACING FLOORING IN GROUP HOME	5,000.
BYNUM SCHOOL 8404 W. COUNTY ROAD 60 MIDLAND, TX 79708		SEC. 509(A)(2)	GENERAL OPERATING EXPENSES	70,000.
CAMP FIRE USA WEST TEXAS COUNCIL 310 W. WALL, SUITE 810 MIDLAND, TX 79710		SEC. 501(C)(3)	OPERATING EXPENSES	10,000.
CASA DE AMIGOS 1101 E. GARDEN LANE MIDLAND, TX 79701		SEC. 509(A)(2)	EDUCATIONAL PROGRAMS	25,000.
CASA OF WEST TEXAS 201 W. WALL ST., STE. 700 MIDLAND, TX 79701		SEC. 509(A)(2)	VOICES FOR CHILDREN PROGRAM	15,000.
CENTERS FOR CHILDREN AND FAMILIES 1004 N. BIG SPRING, SUITE 325 MIDLAND, TX 79701		SEC. 509(A)(2)	COUNSELING PROGRAM	15,000.
CHRISTMAS IN ACTION 500 S. LEE ST. MIDLAND, TX 79702		SEC. 509(A)(2)	PURCHASE MATERIALS TO RENOVATE HOMES	20,000.
COMMUNITIES IN SCHOOLS OF THE PERMIAN BASIN P.O. BOX 60594 MIDLAND, TX 79711		SEC. 501(C)(3)	OPERATING EXPENSES	30,000.
Total from continuation sheets				1,105,000.

Part XV: Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
COMMUNITY AND SENIOR SERVICES 3301 SINCLAIR AVENUE MIDLAND, TX 79707		SEC. 509(A)(2)	SENIOR COMPANION PROGRAM	10,000.
COMMUNITY CHILDREN'S MINISTRY 1101 E. FRONT ST. MIDLAND, TX 79702		SEC. 501(C)(3)	OPERATING EXPENSES	60,000.
FAMILY PROMISE OF MIDLAND TEXAS, INC 2908 W. OHIO MIDLAND, TX 79701		PUBLIC CHARITY	OPERATING EXPENSES	15,000.
GLADNEY CENTER FOR ADOPTION 6300 JOHN RYAN DRIVE FORT WORTH, TX 76132		SEC. 509(A)(2)	OPERATING EXPENSES	3,000.
GIRL SCOUTS OF THE PERMIAN BASIN 5217 N. DIXIE BLVD ODESSA, TX 79762		SEC. 509(A)(2)	OPERATING EXPENSES	15,000.
GREATER IDEAL FAMILY LIFE CENTER 301 S. TYLER STREET MIDLAND, TX 79701		SEC. 509(A)(2)	GENERAL OPERATING EXPENSES	50,000.
HABITAT FOR HUMANITY INTERNATIONAL 305 E. TEXAS MIDLAND, TX 79702		SEC. 509(A)(2)	CONSTRUCTION COSTS	15,000.
HARMONY HOME CHILDREN'S ADVOCACY CENTER 910-C S. GRANT AVE. ODESSA, TX 79760		SEC. 501(C)(3)	OPERATING EXPENSES	8,000.
HIGH SKY CHILDREN'S RANCH 8701 W. COUNTY ROAD 60 MIDLAND, TX 79707		SEC. 509(A)(2)	GENERAL OPERATING EXPENSES	10,000.
HILLCREST SCHOOL 3510 N. A STREET, BUILDING C MIDLAND, TX 79705		SEC. 509(A)(2)	PARTIALLY FUND SCHOLARSHIP PROGRAM	30,000.
Total from continuation sheets				

Part XV | **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
HOSPICE OF MIDLAND INC P.O. BOX 2621 MIDLAND, TX 79701		SEC. 509(A)(2)	PURCHASE HARDWARE AND SOFTWARE	40,000.
JUNIOR ACHIEVEMENT OF WEST TEXAS 303 W. WALL, #807 MIDLAND, TX 79701		SEC. 509(A)(2)	OPERATING BUDGET	10,000.
LIFE CENTER 2101 W. WALL STREET MIDLAND, TX 79701		SEC. 509(A)(2)	PEER TEEN PROGRAM	30,000.
MAKE-A-WISH FOUNDATION 407 N. BIG SPRING, SUITE 208 MIDLAND, TX 79705		SEC. 509(A)(2)	OPERATING EXPENSES	10,000.
MANOR PARK, INC. 2208 LOOP 250 NW MIDLAND, TX 79707		SEC. 509(A)(2)	CONSTRUCTION AND FURNISHING NEW ASSISTED LIVING BLDG	125,000.
MARC, INC. 2701 NORTH A STREET MIDLAND, TX 79705		SEC. 509(A)(2)	OPERATING EXPENSES	40,000.
MIDLAND CHILDREN'S REHABILITATION CENTER 802 VENTURA MIDLAND, TX 79705		SEC. 509(A)(2)	CONSTRUCTION AND OPERATING EXPENSES	30,000.
MIDLAND COLLEGE FOUNDATION 3600 N. GARFIELD MIDLAND, TX 79705		SEC. 509(A)(2)	STUDENT IN PHILANTHROPY PROGRAM	77,000.
MIDLAND INDEPENDENT SCHOOL DISTRICT 1800 E. WALL MIDLAND, TX 79701		SEC. 509(A)(2)	OPERATING EXPENSES	16,000.
MIDLAND INDEPENDENT SCHOOL DISTRICT 615 WEST MISSOURI AVE., STE 520 MIDLAND, TX 79701		SEC. 509(A)(2)	PARTIALLY FUND THE 'BOOT CAMP' PROGRAM	2,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
MIDLAND ISD EDUCATION FOUNDATION 615 W. MISSOURI MIDLAND, TX 79701		SEC. 501(C)(3)	OPERATING EXPENSES	5,000.
MIDLAND NEED TO READ, INC. 1709 WEST WALL MIDLAND, TX 79701		SEC. 501(C)(3)	OPERATING EXPENSES	5,000.
MIDLAND RAPE CRISIS CENTER P.O. BOX 10081 MIDLAND, TX 79702		SEC. 509(A)(2)	THERAPY TREATMENT AND TRAINING COSTS	15,000.
MIDLAND TEEN COURT 615 W. MISSOURI, #226 MIDLAND, TX 79701		SEC. 509(A)(2)	OPERATING EXPENSES	10,000.
MIDLAND/ODESSA AREA AIDS SUPPORT, INC 800 W. TEXAS AVE. MIDLAND, TX 79701		SEC. 501(C)(3)	OPERATING EXPENSES	10,000.
MISSION HEALTH CARE 4500 WEST ILLINOIS, STE. 112 MIDLAND, TX 79703		SEC. 509(A)(2)	GENERAL OPERATING EXPENSES	30,000.
NATIONAL MULTIPLE SCLEROSIS SOCIETY 1031 ANDREWS HWY, STE 201 MIDLAND, TX 79701		SEC. 509(A)(2)	CLIENT PROGRAM EXPENSES	17,000.
ODESSA CHRISTMAS IN ACTION 3801 N. DIXIE BLVD ODESSA, TX 79762		SEC. 509(A)(2)	FUND HOME REPAIR PROJECT	5,000.
PALMER DRUG ABUSE PROGRAM 1208 WEST WALL STREET MIDLAND, TX 79701		SEC. 509(A)(2)	COUNSELING STAFF SALARIES	10,000.
RECORDING LIBRARY FOR THE BLIND 2012 W. CUTHBERT MIDLAND, TX 79701		SEC. 509(A)(2)	OPERATING EXPENSES	10,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
SAFE PLACE OF THE PERMIAN BASIN P.O. BOX 11331 MIDLAND, TX 79702		SEC. 509(A)(2)	GENERAL OPERATING EXPENSES	25,000.
SAMARITAN COUNSELING CENTER P.O. BOX 60312 MIDLAND, TX 79711		SEC. 509(A)(2)	CLIENT FEE ASSISTANCE PROGRAM	10,000.
SHARING HANDS A RESPITE EXPERIENCE 1301 W. LOUISIANA MIDLAND, TX 79701		SEC. 509(A)(2)	OPERATING EXPENSES	20,000.
TEEN FLOW YOUTH MINISTRY 711 SOUTH MAIN MIDLAND, TX 79701		SEC. 509(A)(2)	OPERATING EXPENSES	5,000.
THE SALVATION ARMY 300 S. BAIRD MIDLAND, TX 79701		SEC. 509(A)(2)	OPERATING EXPENSES	15,000.
UNIVERSITY OF TEXAS MCDONALD OBSERVATORY 2511 SPEEDWAY, RLM 15.306 AUSTIN, TX 78712		SEC. 509(A)(2)	OPERATING EXPENSES	5,000.
UNLOCK MINISTRIES, INC. P.O. BOX 5562 MIDLAND, TX 79704		SEC. 509(A)(2)	OPERATING EXPENSES	10,000.
WEST TEXAS FOOD BANK 1088 E. 2ND ST. ODESSA, TX 79760		SEC. 509(A)(2)	OPERATING EXPENSES	15,000.
YMCA OF MIDLAND 800 N. BIG SPRING ST. MIDLAND, TX 79701		SEC. 509(A)(2)	OPERATING EXPENSES	10,000.
MIDLAND SHARED SPACES P.O. BOX 430 MIDLAND, TX 79702		PUBLIC CHARITY	OPERATING EXPENSES	25,000.
Total from continuation sheets				

75-2691859

3 Grants and Contributions Paid During the Year (Continuation)**Total from continuation sheets**

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions. HELEN GREATHOUSE CHARITABLE TRUST #010515119600	Employer identification number (EIN) or 75-2691859
	Number, street, and room or suite no. If a P.O. box, see instructions. C/O BUCKNER & TILLEY PC - P.O. 7963	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. MIDLAND, TX 79708	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

WELLS FARGO BANK, N.A.

- The books are in the care of **P.O. BOX 41629 - AUSTIN, TX 78704-9926**

Telephone No. **(432) 685-5300**

Fax No.

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2014**

5 For calendar year **2013**, or other tax year beginning , and ending

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension

TAXPAYER HAS NOT RECEIVED ALL INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN AND RESPECTFULLY REQUESTS AN ADDITIONAL EXTENSION OF TIME TO FILE.

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	33,519.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	33,519.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature

Title **CRA**

Date **8/7/14**

Form 8868 (Rev 1-2014)

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

Department of the Treasury
Internal Revenue Service

► File a separate application for each return.
► Information about Form 8868 and its instructions is at www.irs.gov/form8868

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on **e-file for Charities & Nonprofits**

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Type or print	Name of exempt organization or other filer, see instructions.	Enter filer's identifying number
	HELEN GREATHOUSE CHARITABLE TRUST #010515119600	Employer identification number (EIN) or 75-2691859
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. C/O BUCKNER & TILLEY PC - 500 W. ILLINOIS, SUITE	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. MIDLAND, TX 79701	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

WELLS FARGO BANK, N.A.

- The books are in the care of ► P.O. BOX 41629 - AUSTIN, TX 78704-9926

Telephone No. ► (432) 685-5300

Fax No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☒ calendar year **2013** or
- ☐ tax year beginning , and ending

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
- ☐ Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	33,519.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	15,519.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	18,000.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)

3/14/2014 09:37:41

Account Id: 010515119600

GREATHOUSE, HELEN CHARIT TR-MAIN

75-2691859

Trust Year Ending 12/31/2013

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
008252108	AFFILIATED MANAGERS GROUP INC								010515119600
Sold		02/25/13	570	81,711.95					
Acq		06/23/11	570	81,711.95	55,493.94	55,493.94	26,218.01	26,218.01	L
Total for 2/25/2013					55,493.94	55,493.94	26,218.01	26,218.01	
157842105	CHAMBERS STREET PROPERTIES								010515119600
Sold		07/08/13	0.6522	5.76					
Acq		08/27/09	0.6522	5.76	5.51	5.51	0.25	0.25	L
Total for 7/8/2013					5.51	5.51	0.25	0.25	
166764100	CHEVRON CORP								010515119600
Sold		07/03/13	736	87,593.88					
Acq		09/18/12	736	87,593.88	86,068.06	86,068.06	1,525.82	1,525.82	S
Total for 7/3/2013					86,068.06	86,068.06	1,525.82	1,525.82	
22545MAD9	CREDIT SUISSE MORTGA 5.467% 9/15/39								65642100
Sold		11/18/13	118.73	118.73					
Acq		10/04/13	118.73	118.73	129.68	129.68	-10.95	-10.95	S
Total for 11/18/2013					129.68	129.68	-10.95	-10.95	
22545MAD9	CREDIT SUISSE MORTGA 5.467% 9/15/39								65642100
Sold		12/17/13	142.45	142.45					
Acq		10/04/13	142.45	142.45	155.58	155.58	-13.13	-13.13	S
Total for 12/17/2013					155.58	155.58	-13.13	-13.13	
29299B222	THE ENDOWMENT (EXEMPT QP) FUND LP								010515119600
Sold		03/31/13	1418.032	66,153.18					
Acq		05/31/11	2.615	121.99	125.41	125.41	-3.42	-3.42	L
Acq		12/31/09	3	139.95	130.30	130.30	9.65	9.65	L
Acq		01/31/10	2	93.30	87.05	87.05	6.25	6.25	L
Acq		02/28/10	3	139.95	130.65	130.65	9.30	9.30	L
Acq		03/31/10	3	139.95	132.84	132.84	7.11	7.11	L
Acq		04/30/10	2	93.30	90.02	90.02	3.28	3.28	L
Acq		05/31/10	3	139.95	131.53	131.53	8.42	8.42	L
Acq		06/30/10	2	93.30	87.30	87.30	6.00	6.00	L
Acq		07/30/10	3	139.95	130.61	130.61	9.34	9.34	L
Acq		08/31/10	3	139.95	131.75	131.75	8.20	8.20	L
Acq		09/30/10	2	93.30	89.96	89.96	3.34	3.34	L
Acq		10/29/10	3	139.95	137.03	137.03	2.92	2.92	L
Acq		11/30/10	2	93.30	92.00	92.00	1.30	1.30	L
Acq		01/31/11	3	139.95	140.76	140.76	-0.81	-0.81	L
Acq		02/28/11	2	93.30	95.32	95.32	-2.02	-2.02	L
Acq		03/31/11	3	139.95	142.78	142.78	-2.83	-2.83	L
Acq		11/30/09	148.427	6,924.33	5,905.18	5,905.18	1,019.15	1,019.15	L
Acq		11/30/09	1196.337	55,810.80	47,596.34	47,596.34	8,214.46	8,214.46	L
Acq		01/31/12	2.624	122.41	121.02	121.02	1.39	1.39	L
Acq		12/31/11	2.625	122.46	118.49	118.49	3.97	3.97	L
Acq		03/30/12	2.585	120.59	118.83	118.83	1.76	1.76	L

Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual
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GREATHOUSE, HELEN CHARIT TR-MAIN
Trust Year Ending 12/31/2013

Account Id: 010515119600

75-2691859

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
29299B222	THE ENDOWMENT (EXEMPT QP) FUND LP				010515119600				
Sold	03/31/13		1418.032	66,153.18					
Acq	02/29/12		2.612	121.85	121.04	121.04	0.81	0.81	L
Acq	11/30/11		2.621	122.27	119.35	119.35	2.92	2.92	L
Acq	10/31/11		2.609	121.71	119.74	119.74	1.97	1.97	L
Acq	09/30/11		2.605	121.53	117.87	117.87	3.66	3.66	L
Acq	08/31/11		2.615	121.99	123.19	123.19	-1.20	-1.20	L
Acq	07/29/11		2.602	121.39	125.18	125.18	-3.79	-3.79	L
Acq	06/30/11		2.604	121.48	123.20	123.20	-1.72	-1.72	L
Acq	04/30/11		2.551	119.01	123.22	123.22	-4.21	-4.21	L
Total for 3/31/2013					56,707.96	56,707.96	9,305.27	9,305.27	
29299B222	THE ENDOWMENT (EXEMPT QP) FUND LP				010515119600				
Sold	06/30/13		1225.309	54,477.26					
Acq	04/30/12		2.709	120.44	125.05	125.05	-4.61	-4.61	L
Acq	11/30/09		1215.015	54,019.59	48,339.44	48,339.44	5,680.15	5,680.15	L
Acq	06/29/12		2.585	114.93	117.14	117.14	-2.21	-2.21	L
Acq	05/31/12		2.512	111.68	113.94	113.94	-2.26	-2.26	L
Total for 6/30/2013					48,695.57	48,695.57	5,671.07	5,671.07	
29299B222	THE ENDOWMENT (EXEMPT QP) FUND LP				010515119600				
Sold	09/30/13		1111.31	50,393.92					
Acq	07/31/12		2.61	118.35	118.77	118.77	-0.42	-0.42	L
Acq	08/31/12		2.611	118.40	119.49	119.49	-1.09	-1.09	L
Acq	12/31/10		2.263	102.62	106.67	106.67	-4.05	-4.05	L
Acq	11/30/09		1103.826	50,054.55	43,915.78	43,915.78	6,138.77	6,138.77	L
Total for 9/30/2013					44,260.71	44,260.71	6,133.21	6,133.21	
29299B222	THE ENDOWMENT (EXEMPT QP) FUND LP				010515119600				
Sold	12/31/13		5275.917	245,125.96					
Acq	11/30/09		5268.155	244,765.33	209,593.86	209,593.86	35,171.47	35,171.47	L
Acq	10/31/12		2.622	121.82	118.43	118.43	3.39	3.39	L
Acq	11/30/12		2.605	121.03	117.85	117.85	3.18	3.18	L
Acq	09/30/12		2.535	117.78	115.51	115.51	2.27	2.27	L
Total for 12/31/2013					209,945.65	209,945.65	35,180.31	35,180.31	
3128MMQP1	FHLMC POOL #G18461 2.500% 4/01/28				65642100				
Sold	06/15/13		700.15	700.15					
Acq	05/09/13		700.15	700.15	729.80	729.80	-29.65	-29.65	S
Total for 6/15/2013					729.80	729.80	-29.65	-29.65	
3128MMQP1	FHLMC POOL #G18461 2.500% 4/01/28				65642100				
Sold	07/15/13		707.67	707.67					
Acq	05/09/13		707.67	707.67	737.64	737.64	-29.97	-29.97	S
Total for 7/15/2013					737.64	737.64	-29.97	-29.97	

Statement of Capital Gains and Losses From Sales
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GREATHOUSE, HELEN CHARIT TR-WFF-INT
Trust Year Ending 12/31/2013

Account Id: 010515119600

75-2691859

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
3128MMQP1	FHLMC POOL #G18461	2.500% 4/01/28			65642100				
Sold		08/15/13	746.34	746.34					
Acq		05/09/13	746.34	746.34	777.94	777.94	-31.60	-31.60	S
Total for 8/15/2013					777.94	777.94	-31.60	-31.60	
3128MMQP1	FHLMC POOL #G18461	2.500% 4/01/28			65642100				
Sold		09/15/13	768.96	768.96					
Acq		05/09/13	768.96	768.96	801.52	801.52	-32.56	-32.56	S
Total for 9/15/2013					801.52	801.52	-32.56	-32.56	
3128MMQP1	FHLMC POOL #G18461	2.500% 4/01/28			65642100				
Sold		10/15/13	719.94	719.94					
Acq		05/09/13	719.94	719.94	750.42	750.42	-30.48	-30.48	S
Total for 10/15/2013					750.42	750.42	-30.48	-30.48	
3128MMQP1	FHLMC POOL #G18461	2.500% 4/01/28			65642100				
Sold		11/15/13	877.56	877.56					
Acq		05/09/13	877.56	877.56	914.72	914.72	-37.16	-37.16	S
Total for 11/15/2013					914.72	914.72	-37.16	-37.16	
3128MMQP1	FHLMC POOL #G18461	2.500% 4/01/28			65642100				
Sold		12/15/13	808.16	808.16					
Acq		05/09/13	808.16	808.16	842.38	842.38	-34.22	-34.22	S
Total for 12/15/2013					842.38	842.38	-34.22	-34.22	
3128MMQP1	FHLMC POOL #G18461	2.500% 4/01/28			65642100				
Sold		01/15/14	730.39	730.39					
Acq		05/09/13	730.39	730.39	761.32	761.32	-30.93	-30.93	S
Total for 1/15/2014					761.32	761.32	-30.93	-30.93	
31417YK89	FNMA POOL MA0318	4.500% 2/01/30			65642100				
Sold		02/25/13	3387.43	3,387.43					
Acq		11/05/12	3387.43	3,387.43	3,664.78	3,664.78	-277.35	-277.35	S
Total for 2/25/2013					3,664.78	3,664.78	-277.35	-277.35	
31417YK89	FNMA POOL MA0318	4.500% 2/01/30			65642100				
Sold		03/25/13	2882.33	2,882.33					
Acq		11/05/12	2882.33	2,882.33	3,118.32	3,118.32	-235.99	-235.99	S
Total for 3/25/2013					3,118.32	3,118.32	-235.99	-235.99	
31417YK89	FNMA POOL MA0318	4.500% 2/01/30			65642100				
Sold		04/25/13	3315.85	3,315.85					
Acq		11/05/12	3315.85	3,315.85	3,587.33	3,587.33	-271.48	-271.48	S
Total for 4/25/2013					3,587.33	3,587.33	-271.48	-271.48	
31417YK89	FNMA POOL MA0318	4.500% 2/01/30			65642100				
Sold		05/25/13	2162.54	2,162.54					
Acq		11/05/12	2162.54	2,162.54	2,339.60	2,339.60	-177.06	-177.06	S
Total for 5/25/2013					2,339.60	2,339.60	-177.06	-177.06	

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GREATHOUSE, HELEN CHARIT TR-WFF-INT
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75-2691859

Account Id: 010515119600

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
31417YK89	FNMA POOL MA0318	4.500% 2/01/30			65642100				
Sold		06/25/13	2487.99	2,487.99					
Acq		11/05/12	2487.99	2,487.99	2,691.69	2,691.69	-203.70	-203.70	S
Total for 6/25/2013					2,691.69	2,691.69	-203.70	-203.70	
31417YK89	FNMA POOL MA0318	4.500% 2/01/30			65642100				
Sold		07/25/13	2205.98	2,205.98					
Acq		11/05/12	2205.98	2,205.98	2,386.59	2,386.59	-180.61	-180.61	S
Total for 7/25/2013					2,386.59	2,386.59	-180.61	-180.61	
31417YK89	FNMA POOL MA0318	4.500% 2/01/30			65642100				
Sold		08/25/13	2284.42	2,284.42					
Acq		11/05/12	2284.42	2,284.42	2,471.46	2,471.46	-187.04	-187.04	S
Total for 8/25/2013					2,471.46	2,471.46	-187.04	-187.04	
31417YK89	FNMA POOL MA0318	4.500% 2/01/30			65642100				
Sold		09/25/13	2100.83	2,100.83					
Acq		11/05/12	2100.83	2,100.83	2,272.84	2,272.84	-172.01	-172.01	S
Total for 9/25/2013					2,272.84	2,272.84	-172.01	-172.01	
31417YK89	FNMA POOL MA0318	4.500% 2/01/30			65642100				
Sold		10/25/13	1513.53	1,513.53					
Acq		11/05/12	1513.53	1,513.53	1,637.45	1,637.45	-123.92	-123.92	S
Total for 10/25/2013					1,637.45	1,637.45	-123.92	-123.92	
31417YK89	FNMA POOL MA0318	4.500% 2/01/30			65642100				
Sold		11/25/13	1049.25	1,049.25					
Acq		11/05/12	1049.25	1,049.25	1,135.16	1,135.16	-85.91	-85.91	L
Total for 11/25/2013					1,135.16	1,135.16	-85.91	-85.91	
31417YK89	FNMA POOL MA0318	4.500% 2/01/30			65642100				
Sold		12/25/13	819.57	819.57					
Acq		11/05/12	819.57	819.57	886.67	886.67	-67.10	-67.10	L
Total for 12/25/2013					886.67	886.67	-67.10	-67.10	
31417YK89	FNMA POOL MA0318	4.500% 2/01/30			65642100				
Sold		01/25/14	1236.01	1,236.01					
Acq		11/05/12	1236.01	1,236.01	1,337.21	1,337.21	-101.20	-101.20	L
Total for 1/25/2014					1,337.21	1,337.21	-101.20	-101.20	
31417YN78	FNMA POOL MA0413	4.000% 5/01/20			65642100				
Sold		09/25/13	7385.97	7,385.97					
Acq		08/06/13	7385.97	7,385.97	7,842.98	7,842.98	-457.01	-457.01	S
Total for 9/25/2013					7,842.98	7,842.98	-457.01	-457.01	
31417YN78	FNMA POOL MA0413	4.000% 5/01/20			65642100				
Sold		10/25/13	6471.92	6,471.92					
Acq		08/06/13	6471.92	6,471.92	6,872.37	6,872.37	-400.45	-400.45	S
Total for 10/25/2013					6,872.37	6,872.37	-400.45	-400.45	

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GREATHOUSE, HELEN CHARIT TR-WFF-INT
 Trust Year Ending 12/31/2013

Account Id: 010515119600

75-2691859

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
31417YN78	FNMA POOL MA0413	4 000% 5/01/20			65642100				
Sold		11/25/13	5305.68	5,305.68					
Acq		08/06/13	5305.68	5,305.68	5,633.97	5,633.97	-328.29	-328.29	S
Total for 11/25/2013					5,633.97	5,633.97	-328.29	-328.29	
31417YN78	FNMA POOL MA0413	4 000% 5/01/20			65642100				
Sold		12/25/13	4923.7	4,923.70					
Acq		08/06/13	4923.7	4,923.70	5,228.35	5,228.35	-304.65	-304.65	S
Total for 12/25/2013					5,228.35	5,228.35	-304.65	-304.65	
31417YN78	FNMA POOL MA0413	4 000% 5/01/20			65642100				
Sold		01/25/14	5002.11	5,002.11					
Acq		08/06/13	5002.11	5,002.11	5,311.62	5,311.62	-309.51	-309.51	S
Total for 1/25/2014					5,311.62	5,311.62	-309.51	-309.51	
375558103	GILEAD SCIENCES INC				010515119600				
Sold		04/03/13	766	36,403.87					
Acq		12/08/11	766	36,403.87	14,921.26	14,921.26	21,482.61	21,482.61	L
Total for 4/3/2013					14,921.26	14,921.26	21,482.61	21,482.61	
375558103	GILEAD SCIENCES INC				010515119600				
Sold		12/16/13	529	37,841.88					
Acq		09/18/12	529	37,841.88	17,730.47	17,730.47	20,111.41	20,111.41	L
Total for 12/16/2013					17,730.47	17,730.47	20,111.41	20,111.41	
38143UCM1	MLN GOLDMAN SACHS GROUP INC	5/07/13			65642100				
Sold		05/07/13	250000	246,201.40					
Acq		04/30/08	250000	246,201.40	250,000.00	250,000.00	-3,798.60	-3,798.60	L
Total for 5/7/2013					250,000.00	250,000.00	-3,798.60	-3,798.60	
458140100	INTEL CORP				010515119600				
Sold		06/18/13	5958	151,382.40					
Acq		09/18/12	2985	75,843.65	69,816.76	69,816.76	6,026.89	6,026.89	S
Acq		01/13/10	2973	75,538.75	61,213.48	61,213.48	14,325.27	14,325.27	L
Total for 6/18/2013					131,030.24	131,030.24	20,352.16	20,352.16	
459200GR6	IBM CORP	2.100% 5/06/13			65642100				
Sold		05/06/13	100000	100,000.00					
Acq		01/14/10	100000	100,000.00	100,523.00	100,523.00	-523.00	-523.00	L
Total for 5/6/2013					100,523.00	100,523.00	-523.00	-523.00	
464285105	ISHARES GOLD TRUST				010515119600				
Sold		01/31/13	30790	105.58					
Acq		01/01/01	30790	105.58	60.84	60.84	44.74	44.74	L
Total for 1/31/2013					60.84	60.84	44.74	44.74	
464285105	ISHARES GOLD TRUST				010515119600				
Sold		02/28/13	30790	95.43					
Acq		01/01/01	30790	95.43	58.01	58.01	37.42	37.42	L
Total for 2/28/2013					58.01	58.01	37.42	37.42	

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Account Id: 010515119600

75-2691859

GREATHOUSE, HELEN CHARIT TR-MAIN

Trust Year Ending 12/31/2013

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
464285105	ISHARES GOLD TRUST				010515119600				
Sold		03/31/13	30790	101.57					
Acq		01/01/01	30790	101.57	61.69	61.69	39.88	39.88	L
Total for 3/31/2013					61.69	61.69	39.88	39.88	
464285105	ISHARES GOLD TRUST				010515119600				
Sold		04/30/13	30790	96.18					
Acq		01/01/01	30790	96.18	63.59	63.59	32.59	32.59	L
Total for 4/30/2013					63.59	63.59	32.59	32.59	
464285105	ISHARES GOLD TRUST				010515119600				
Sold		05/31/13	30790	92.43					
Acq		01/01/01	30790	92.43	63.39	63.39	29.04	29.04	L
Total for 5/31/2013					63.39	63.39	29.04	29.04	
464285105	ISHARES GOLD TRUST				010515119600				
Sold		06/30/13	30790	85.49					
Acq		01/01/01	30790	85.49	66.17	66.17	19.32	19.32	L
Total for 6/30/2013					66.17	66.17	19.32	19.32	
464285105	ISHARES GOLD TRUST				010515119600				
Sold		07/31/13	30790	81.47					
Acq		01/01/01	30790	81.47	59.59	59.59	21.88	21.88	L
Total for 7/31/2013					59.59	59.59	21.88	21.88	
464285105	ISHARES GOLD TRUST				010515119600				
Sold		08/31/13	30790	85.33					
Acq		01/01/01	30790	85.33	58.64	58.64	26.69	26.69	L
Total for 8/31/2013					58.64	58.64	26.69	26.69	
464285105	ISHARES GOLD TRUST				010515119600				
Sold		09/30/13	30790	83.20					
Acq		01/01/01	30790	83.20	62.00	62.00	21.20	21.20	L
Total for 9/30/2013					62.00	62.00	21.20	21.20	
464285105	ISHARES GOLD TRUST				010515119600				
Sold		10/31/13	30790	84.71					
Acq		01/01/01	30790	84.71	62.35	62.35	22.36	22.36	L
Total for 10/31/2013					62.35	62.35	22.36	22.36	
464285105	ISHARES GOLD TRUST				010515119600				
Sold		11/30/13	30790	79.20					
Acq		01/01/01	30790	79.20	61.95	61.95	17.25	17.25	L
Total for 11/30/2013					61.95	61.95	17.25	17.25	
464285105	ISHARES GOLD TRUST				010515119600				
Sold		12/31/13	30790	79.73					
Acq		01/01/01	30790	79.73	62.60	62.60	17.13	17.13	L
Total for 12/31/2013					62.60	62.60	17.13	17.13	

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GREATHOUSE, HELEN CHARIT TR-MAIN
Trust Year Ending 12/31/2013

Account Id: 010515119600

75-2691859

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
478366107	JOHNSON CONTROLS INC								010515119600
Sold		11/14/13	2026	99,434.96					
Acq		07/27/11	435	21,349.56	16,386.36	16,386.36	4,963.20	4,963.20	L
Acq		06/23/11	1065	52,269.61	41,182.17	41,182.17	11,087.44	11,087.44	L
Acq		03/12/12	526	25,815.79	16,720.07	16,720.07	9,095.72	9,095.72	L
Total for 11/14/2013					74,288.60	74,288.60	25,146.36	25,146.36	
58155Q103	MCKESSON CORP								010515119600
Sold		12/16/13	163	25,710.44					
Acq		11/07/12	163	25,710.44	15,456.56	15,456.56	10,253.88	10,253.88	L
Total for 12/16/2013					15,456.56	15,456.56	10,253.88	10,253.88	
66987V109	NOVARTIS AG - ADR								010515119600
Sold		01/30/13	1744	118,287.81					
Acq		01/13/10	884	59,957.81	46,975.76	46,975.76	12,982.05	12,982.05	L
Acq		09/18/12	860	58,330.00	51,754.71	51,754.71	6,575.29	6,575.29	S
Total for 1/30/2013					98,730.47	98,730.47	19,557.34	19,557.34	
881624209	TEVA PHARMACEUTICAL INDUSTRIES - ADR								010515119600
Sold		08/19/13	3334	132,930.93					
Acq		06/23/11	532	21,211.53	25,317.66	25,317.66	-4,106.13	-4,106.13	L
Acq		09/18/12	1720	68,578.64	69,505.03	69,505.03	-926.39	-926.39	S
Acq		10/12/04	1082	43,140.75	27,352.96	27,352.96	15,787.79	15,787.79	L
Total for 8/19/2013					122,175.65	122,175.65	10,755.28	10,755.28	
883556102	THERMO FISHER SCIENTIFIC INC								010515119600
Sold		07/03/13	523	44,592.14					
Acq		03/11/08	523	44,592.14	27,577.37	27,577.37	17,014.77	17,014.77	L
Total for 7/3/2013					27,577.37	27,577.37	17,014.77	17,014.77	
883556102	THERMO FISHER SCIENTIFIC INC								010515119600
Sold		08/30/13	529	46,923.65					
Acq		02/05/08	382	33,884.37	19,177.93	19,177.93	14,706.44	14,706.44	L
Acq		03/11/08	147	13,039.28	7,751.19	7,751.19	5,288.09	5,288.09	L
Total for 8/30/2013					26,929.12	26,929.12	19,994.53	19,994.53	
907818108	UNION PACIFIC CORP								010515119600
Sold		07/03/13	599	92,914.25					
Acq		06/23/11	599	92,914.25	60,516.97	60,516.97	32,397.28	32,397.28	L
Total for 7/3/2013					60,516.97	60,516.97	32,397.28	32,397.28	
92857W209	VODAFONE GROUP PLC NEW ADR								010515119600
Sold		01/09/13	4075	107,414.59					
Acq		01/13/10	1785	47,051.54	40,233.90	40,233.90	6,817.64	6,817.64	L
Acq		09/18/12	2085	54,959.37	59,714.19	59,714.19	-4,754.82	-4,754.82	S
Acq		03/11/08	205	5,403.68	6,350.69	6,350.69	-947.01	-947.01	L
Total for 1/9/2013					106,298.78	106,298.78	1,115.81	1,115.81	

Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual
funds or CTF's - See Tax Transaction Detail)
GREATHOUSE, HELEN CHARIT TR-WFF-INT
Trust Year Ending 12/31/2013

Account Id: 010515119600

75-2691859

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain (Type)
931422AD1	WALGREEN CO	4 875% 8/01/13			65642100			
Sold		08/01/13	500000	500,000.00				
Acq		07/22/09	500000	500,000 00	45,000 00	45,000 00	455,000 00	455,000 00

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
PAM GLOBAL DIVERSIFIED	350.	350.	
TOTAL TO PART I, LINE 3	350.	350.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CAPITAL GAIN DISTRIBUTION	26,402.	26,402.	0.	0.	
DIVIDENDS - THE ENDOWMENT FUND	1,700.	0.	1,700.	1,700.	
DOMESTIC DIVIDENDS	303,303.	0.	303,303.	303,303.	
DOMESTIC INTEREST	103,143.	0.	103,143.	103,143.	
FOREIGN DIVIDEND INCOME	331,102.	0.	331,102.	331,102.	
NON-TAXABLE DIVIDENDS/RTN OF CAPITAL	53,309.	0.	53,309.	0.	
US GOVERNMENT INTEREST	15,555.	0.	15,555.	15,555.	
TO PART I, LINE 4	834,514.	26,402.	808,112.	754,803.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME-PAM	-22,290.	-22,290.	
OTHER INCOME-PARTNERS GROUP PRIVATE EQUITY	29,301.	29,301.	
TOTAL TO FORM 990-PF, PART I, LINE 11	7,011.	7,011.	

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FIDUCIARY FEES	290,912.	218,184.		72,728.
TO FORM 990-PF, PG 1, LN 16C	290,912.	218,184.		72,728.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL INCOME TAXES	17,000.	0.		0.
FOREIGN TAX PAID	22,260.	22,260.		0.
TO FORM 990-PF, PG 1, LN 18	39,260.	22,260.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER EXPENSE - THE ENDOWMENT FUND	9,959.	9,959.		0.
OTHER EXPENSE	3,606.	3,606.		0.
UNDERWRITER EXPENSE	17,252.	17,252.		0.
OTHER EXPENSE-PAM GLOBAL	8,056.	8,056.		0.
WEB HOSTING FEES	194.	194.		0.
OTHER EXPENSE-PARTNERS GROUP PRIVATE EQUITY	6,738.	6,738.		0.
TO FORM 990-PF, PG 1, LN 23	45,805.	45,805.		0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	7
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. GOVERNMENT OBLIGATION	X		1,636,893.	1,589,249.
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,636,893.	1,589,249.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,636,893.	1,589,249.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	15,206,996.	20,795,690.
TOTAL TO FORM 990-PF, PART II, LINE 10B	15,206,996.	20,795,690.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE OBLIGATIONS	1,946,247.	1,868,831.
CORPORATE OBLIGATIONS	985,086.	968,305.
CORPORATE OBLIGATIONS	1,905,600.	1,972,315.
TOTAL TO FORM 990-PF, PART II, LINE 10C	4,836,933.	4,809,451.

FORM 990-PF	MORTGAGE LOANS	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORTGAGE BACKED SECURITIES	424,403.	419,495.
TOTAL TO FORM 990-PF, PART II, LINE 12	424,403.	419,495.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS	COST	2,555,121.	2,628,937.
OTHER INVESTMENTS	COST	3,752,602.	4,111,464.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,307,723.	6,740,401.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	12
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WELLS FARGO BANK TEXAS NA, TRUSTEE P.O. BOX 1959 MIDLAND, TX 79702	TRUSTEE 1.00	0.	0.	0.
MIKE TALLEY MIDLAND, TX 79705	ADVISORY COMMITTEE 1.00	0.	0.	0.
VICKY JAY 2810 AUBURN DRIVE MIDLAND, TX 79705	ADVISORY COMMITTEE 1.00	200.	0.	0.
JOAN BASKIN 1401 BEDFORD AVENUE MIDLAND, TX 79701	ADVISORY COMMITTEE 1.00	0.	0.	0.
FRANK K. CAHOON MIDLAND, TX 79705	ADVISORY COMMITTEE 1.00	0.	0.	0.
PAUL MORRIS MIDLAND, TX 79705	ADVISORY COMMITTEE 1.00	100.	0.	0.
BECKY FERGUSON MIDLAND, TX 79705	ADVISORY COMMITTEE 1.00	200.	0.	0.

HELEN GREATHOUSE CHARITABLE TRUST #01051

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RICHARD FOLGER	ADVISORY COMMITTEE			
	1.00	200.	0.	0.
MIDLAND, TX 79705				
DONA BRADLEY	ADVISORY COMMITTEE			
	1.00	200.	0.	0.
MIDLAND, TX 79701				
CHRISTINE FOREMAN	ADVISORY COMMITTEE			
	1.00	100.	0.	0.
MIDLAND, TX 79701				
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		<u>1,000.</u>	<u>0.</u>	<u>0.</u>

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 13

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

WELLS FARGO BANK, N.A., ATTN: TRUST DEPARTMENT
P.O. BOX 1959
MIDLAND, TX 79702

TELEPHONE NUMBER

432-685-5300

FORM AND CONTENT OF APPLICATIONS

A FORMAL GRANT APPLICATION MUST BE COMPLETED. IN ADDITION TO THE GRANT APPLICATION, THE APPLICANT MUST SUBMIT BUDGET INFORMATION, AUDITED FINANCIAL STATEMENTS, IF ANY, AND COPY OF THE IRS DETERMINATION LETTER REGARDING TAX EXEMPT STATUS

ANY SUBMISSION DEADLINES

GRANTS ARE AWARDED SEMI-ANNUALLY GENERALLY IN JUNE AND DECEMBER. APPLICATION DEADLINES ARE APRIL 15 AND OCTOBER 15 EACH YEAR.

RESTRICTIONS AND LIMITATIONS ON AWARDS

#010515119600

75-2691859

PAGE 1 OF 1

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 PAM GLOBAL DIVERSIFIED FUND LLC		P	VARIOUS	VARIOUS
b PAM GLOBAL DIVERSIFIED FUND LLC		P	VARIOUS	VARIOUS
c SHORT TERM-SEE ATTACHED SCHEDULE		P	VARIOUS	VARIOUS
d LONG TERM-SEE ATTACHED SCHEDULE		P	VARIOUS	VARIOUS
e UNRECAPTURED SECTION 1250 GAIN		P		
f CAPITAL GAINS DIVIDENDS				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 14,285.			14,285.
b		1,283.	-1,283.
c 403,056.		398,519.	4,537.
d 1,984,370.		1,259,848.	724,522.
e 795.			795.
f 26,402.			26,402.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			14,285.
b			-1,283.
c			4,537.
d			724,522.
e			795.
f			26,402.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	769,258.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A