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For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation Worrall Foundation		A Employer identification number 75-2886782	
Number and street (or P O box number if mail is not delivered to street address) 6342 La Vista Drive		B Telephone number (see instructions) (214) 827-0590	
City or town, state or province, country, and ZIP or foreign postal code Dallas, TX 75214		C 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 change		D 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 foundation		E 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) ☒ \$ 183,796	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	1,980	1,980	1,980	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 ☒	19,900			
	b Gross sales price for all assets on line 6a _____ 54,475				
	7 Capital gain net income (from Part IV, line 2) . . .		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
Operating and Administrative Expenses	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	21,880	1,980	1,980	
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ☒	2,100	2,100	2,100	
	c Other professional fees (attach schedule) ☒	2,371	2,371	2,371	
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ☒	4	4	4	
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ☒	150	150	150	
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	4,625	4,625	4,625	0
	25 Contributions, gifts, grants paid	14,496			14,496
	26 Total expenses and disbursements. Add lines 24 and 25	19,121	4,625	4,625	14,496
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	2,759			
	b Net investment income (if negative, enter -0-)		0		
	c Adjusted net income (if negative, enter -0-)				

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	5,688	3,992	3,992
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	99,555	107,956	179,804
	c	Investments—corporate bonds (attach schedule).			
	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)	105,243	111,948	183,796	
Liabilities	17	Accounts payable and accrued expenses		4,000	
	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)		4,000	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	105,243	107,948	
	30	Total net assets or fund balances (see page 17 of the instructions)	105,243	107,948	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	105,243	111,948	

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	105,243
2	Enter amount from Part I, line 27a	2	2,759
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	108,002
5	Decreases not included in line 2 (itemize) ▶ _____	5	54
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	107,948

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 		
			3	

Form **990-PF** (2013)

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)		
1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	0
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	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	0
6 Credits/Payments		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	
b Exempt foreign organizations—tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d.	7	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax ☐ 0 Refunded ☐	11	

Part VII-A Statements Regarding Activities			
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b		No
c Did the foundation file Form 1120-POL for this year?.	1c		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		No
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
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? <i>If "No," attach explanation.</i>	8b	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of JAN WORRALL Telephone no (214) 827-0590 Located at 6342 La Vista Dr Dallas TX ZIP+4 75214			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? (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).			
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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		
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		No
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? If "Yes," list the years 20____, 20____, 20____, 20____			
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		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
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		No
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		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1)

Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

Yes

No

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

Yes

No

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

Yes

No

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).

Yes

No

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

Yes

No

b

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

5b

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?

Yes

No

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

6a

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

Yes

No

b

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

6b

No

If "Yes" to 6b, file Form 8870.

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes

No

b

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

7b

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
GERALD WORRALL III	Pres /Dir	0	0	0
6342 La Vista Dr Dallas, TX 75214	0			
JAN M WORRALL	Treas /Dir	0	0	0
6342 La Vista Dr Dallas, TX 75214	1 00			
NORMA J WORRALL	Sedc /Dir	0	0	0
6342 La Vista Dr Dallas, TX 75214	0			
GERALD WORRALL II	Dir	0	0	0
6342 La Vista Dr Dallas, TX 75214	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				

Total

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

0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions	
3	
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	161,084
b	Average of monthly cash balances.	1b	3,438
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	164,522
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	164,522
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	2,468
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	162,054
6	Minimum investment return. Enter 5% of line 5.	6	8,103

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	8,103
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	8,103
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	8,103
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	8,103

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	14,496
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	
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	14,496
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	14,496
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				8,103
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			7,239	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				3,592
b From 2009.				4,606
c From 2010.				4,484
d From 2011.				9,988
e From 2012.				8,228
f Total of lines 3a through e.	30,898			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ _____ 14,496				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2013 distributable amount.				
e Remaining amount distributed out of corpus	14,496			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	45,394			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			7,239	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				8,103
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . .	3,592			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	41,802			
10 Analysis of line 9				
a Excess from 2009. . . .				4,606
b Excess from 2010. . . .				4,484
c Excess from 2011. . . .				9,988
d Excess from 2012. . . .				8,228
e Excess from 2013. . . .				14,496

Part XIV

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

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV

Supplementary Information (Complete this part only if the organization 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 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

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Form **990-PF** (2013)

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

TY 2013 Accounting Fees Schedule

Name: Worrall Foundation

EIN: 75-2886782

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
C W Russell Tax	2,100	2,100	2,100	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Gain/Loss from Sale of Other Assets Schedule

Name: Worrall Foundation

EIN: 75-2886782

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
Morgan Stanley Account 108873 Attached PDF		Purchased	2013-12	Morgan Stanley	10,936	2,043			8,893	
Morgan Stanley Account 108960 Attached PDF		Purchased	2013-12	Morgan Stanley	43,539	32,532			11,007	

TY 2013 Investments Corporate Stock Schedule

Name: Worrall Foundation

EIN: 75-2886782

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MSSB-108873	50,116	98,724
MSSB-108874		
MSSB-108960	57,840	81,080

TY 2013 Other Decreases Schedule

Name: Worrall Foundation

EIN: 75-2886782

Description	Amount
Lesser Broker Stock Basis	54

TY 2013 Other Expenses Schedule

Name: Worrall Foundation

EIN: 75-2886782

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Office Supplies				
Miscellaneous	150	150	150	

TY 2013 Other Professional Fees Schedule

Name: Worrall Foundation

EIN: 75-2886782

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MSSmith Barney Brokerage	2,371	2,371	2,371	

TY 2013 Taxes Schedule**Name:** Worrall Foundation**EIN:** 75-2886782

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Taxes	3	3	3	
ADR Fees	1	1	1	

Corporate Tax Statement Tax Year 2013

WORRALL FOUNDATION
6342 LA VISTA DRIVE, SUITE A
DALLAS TX 75214-4379

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number 75-2886782
Account Number 055 108950 037

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Consider Box 6a (Basis Reported to RS) as being checked for this section. These transactions should be reported on Form 8949 Part I with box A checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
BLACKROCK INC	1.000	10/08/12	03/21/13	\$255.00	\$188.89	\$0.00	\$66.11	\$0.00
BROADCOM CORP CL A	8.000	03/14/13	09/19/13	\$218.45	\$278.55	\$0.00	(\$60.10)	\$0.00
	1.000	07/03/13	09/19/13	\$27.31	\$33.26	\$0.00	(\$5.95)	\$0.00
	12.000	08/07/13	09/19/13	\$327.68	\$320.76	\$0.00	\$6.92	\$0.00
Security Subtotal	21.000			\$573.44	\$632.57	\$0.00	(\$59.13)	\$0.00
C R BARD INC NJ	1.000	03/21/13	08/05/13	\$115.87	\$100.48	\$0.00	\$15.38	\$0.00
CELGENE CORP	6.000	06/28/12	03/14/13	\$685.68	\$371.60	\$0.00	\$314.08	\$0.00
CHICOS FAS INC	69.000	02/05/13	07/19/13	\$1,157.30	\$1,234.38	\$0.00	(\$77.08)	\$0.00
	9.000	07/03/13	07/19/13	\$150.95	\$147.33	\$0.00	\$3.62	\$0.00
Security Subtotal	78.000			\$1,308.25	\$1,381.71	\$0.00	(\$73.46)	\$0.00
COACH INC	5.000	05/09/13	10/30/13	\$254.86	\$293.03	\$0.00	(\$38.17)	\$0.00
	1.000	08/07/13	10/30/13	\$50.97	\$53.63	\$0.00	(\$2.66)	\$0.00
Security Subtotal	6.000			\$305.83	\$346.66	\$0.00	(\$40.83)	\$0.00
EQUIFAX INC	2.000	11/13/12	08/07/13	\$129.53	\$103.02	\$0.00	\$26.51	\$0.00
	20.000	11/13/12	10/03/13	\$1,182.12	\$1,030.21	\$0.00	\$151.91	\$0.00
Security Subtotal	22.000			\$1,311.65	\$1,133.23	\$0.00	\$178.42	\$0.00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Morgan Stanley

Corporate Tax Statement Tax Year 2013

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza

8th Floor

New York, NY 10004

Identification Number 26-4310632

Taxpayer ID Number 75-2886782

Account Number 055 108960 037

Customer Service: 866-324-6088

WORRALL FOUNDATION
6342 LA VISTA DRIVE, SUITE A
DALLAS TX 75214-4379

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Consider Box 6a (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8949 Part I with box A checked, (Continued)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
EXPEDIA INC NEW		CUSIP: 30212P303	Symbol (Box 1d): EXPE					
	4.000	05/07/13	08/26/13	\$189.28	\$230.06	\$0.00	(\$40.78)	\$0.00
	6.000	08/07/13	08/26/13	\$283.93	\$298.88	\$0.00	(\$15.95)	\$0.00
Security Subtotal	10.000			\$473.21	\$529.94	\$0.00	(\$56.73)	\$0.00
FIDELITY NATL INFORMATION SE		CUSIP: 31620M106	Symbol (Box 1d): FIS					
	3.000	02/25/13	05/21/13	\$136.25	\$111.28	\$0.00	\$24.97	\$0.00
	2.000	02/25/13	08/21/13	\$91.41	\$74.19	\$0.00	\$17.22	\$0.00
Security Subtotal	5.000			\$227.66	\$185.47	\$0.00	\$42.19	\$0.00
FOOT LOCKER INC		CUSIP: 344849104	Symbol (Box 1d): FL					
	33.000	07/17/12	04/25/13	\$1102.60	\$1084.35	\$0.00	\$18.25	\$0.00
	6.000	03/14/13	04/25/13	\$200.47	\$198.08	\$0.00	\$2.39	\$0.00
Security Subtotal	39.000			\$1,303.07	\$1,282.43	\$0.00	\$20.64	\$0.00
HANES BRANDS INC		CUSIP: 410345102	Symbol (Box 1d): HBI					
	5.000	04/30/13	08/07/13	\$309.29	\$249.74	\$0.00	\$59.55	\$0.00
HOME DEPOT INC		CUSIP: 437076102	Symbol (Box 1d): HD					
	3.000	08/15/12	05/21/13	\$235.22	\$165.50	\$0.00	\$69.72	\$0.00
INTUIT INC		CUSIP: 461202103	Symbol (Box 1d): INTU					
	3.000	05/21/13	07/23/13	\$91.77	\$176.97	\$0.00	\$14.80	\$0.00

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Corporate Tax Statement Tax Year 2013

WORRALL FOUNDATION
6342 LA VISTA DRIVE, SUITE A
DALLAS TX 75214-4379

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004

Identification Number 26-4310632

Taxpayer ID Number 75-2886782
Account Number: 055 108960 037

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Consider Box 6b (Basis Reported to RS) as being checked for this section. These transactions should be reported on Form 8949 Part I with box A checked.)
(Continued)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
MONSANTO CO/NEW		CUSIP: 61166W101	Symbol (Box 1d): MON					
	1.000	07/03/13	10/10/13	\$104.81	\$98.00	\$0.00	\$6.81	\$0.00
	1.000	08/07/13	10/10/13	\$104.82	\$95.16	\$0.00	\$9.66	\$0.00
Security Subtotal	2.000			\$209.63	\$193.16	\$0.00	\$16.47	\$0.00
MYLAN INC		CUSIP: 628530107	Symbol (Box 1d): MYL					
	3.000	11/13/12	05/21/13	\$93.35	\$78.48	\$0.00	\$14.87	\$0.00
	7.000	11/13/12	08/07/13	\$260.53	\$183.12	\$0.00	\$77.41	\$0.00
	3.000	05/09/13	12/16/13	\$125.84	\$98.02	\$0.00	\$27.82	\$0.00
Security Subtotal	13.000			\$479.72	\$349.62	\$0.00	\$130.10	\$0.00
NETAPP INC COM		CUSIP: 64110D104	Symbol (Box 1d): NTAP					
	4.000	12/06/12	08/07/13	\$166.67	\$131.23	\$0.00	\$35.44	\$0.00
O'REILLY AUTOMOTIVE INC NEW		CUSIP: 67103H107	Symbol (Box 1d): ORLY					
	2.000	11/27/12	08/07/13	\$250.35	\$183.98	\$0.00	\$66.37	\$0.00
PULTE GROUP INC		CUSIP: 745867101	Symbol (Box 1d): PHM					
	2.000	05/07/13	05/21/13	\$45.67	\$45.39	\$0.00	\$0.28	\$0.00
	6.000	05/07/13	12/03/13	\$110.99	\$136.16	\$0.00	(\$25.17)	\$0.00
Security Subtotal	8.000			\$156.66	\$181.55	\$0.00	(\$24.89)	\$0.00
RAYMOND JAMES FINCL INC		CUSIP: 754730109	Symbol (Box 1d): RJF					
	12.000	03/13/13	08/09/13	\$529.47	\$565.32	\$0.00	(\$35.85)	\$0.00
	1.000	03/13/13	08/09/13	\$44.12	\$47.11	\$2.99	(\$2.99)	\$0.00
	14.000	03/13/13	08/12/13	\$612.43	\$659.54	\$0.00	(\$47.11)	\$0.00

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Morgan Stanley

Corporate Tax Statement Tax Year 2013

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number 26-4310632
Taxpayer ID Number 75-2886782
Account Number 055 108960 037

WORRALL FOUNDATION
6342 LA VISTA DRIVE SUITE A
DALLAS TX 75214-4379

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8949 Part 1 with box A checked.)
(Continued)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
RAYMOND JAMES FINCL INC	1.000	03/13/13	08/12/13	\$43.75	\$47.02	\$0.00	(\$3.27)	\$0.00
	2.000	05/21/13	08/12/13	\$87.49	\$89.80	\$0.00	(\$2.31)	\$0.00
Security Subtotal	30.000			\$1,317.26	\$1,408.79	\$2.99	(\$91.53)	\$0.00
ROSS STORES INC		CUSIP: 778296103	Symbol (Box 1d): ROST					
	5.000	12/18/12	12/03/13	\$370.99	\$272.18	\$0.00	\$98.81	\$0.00
SANDISK CORP		CUSIP: 80004C101	Symbol (Box 1d): SNDK					
	2.000	05/21/13	07/03/13	\$123.41	\$115.44	\$0.00	\$7.97	\$0.00
	3.000	05/21/13	12/03/13	\$204.24	\$173.16	\$0.00	\$31.28	\$0.00
Security Subtotal	5.000			\$327.85	\$288.60	\$0.00	\$39.25	\$0.00
SKYWORKS SOLUTIONS INC		CUSIP: 83088M102	Symbol (Box 1d): SWKS					
	8.000	06/19/13	12/03/13	\$219.11	\$179.11	\$0.00	\$40.00	\$0.00
STRYKER CORP		CUSIP: 863667101	Symbol (Box 1d): SYK					
	1.000	07/03/13	08/05/13	\$71.31	\$64.06	\$0.00	\$7.25	\$0.00
TERADATA CORP		CUSIP: 88076W103	Symbol (Box 1d): TDC					
	3.000	12/18/12	06/18/13	\$166.29	\$188.76	\$0.00	(\$22.47)	\$0.00
	3.000	03/21/13	06/18/13	\$166.29	\$173.02	\$0.00	(\$6.73)	\$0.00
	2.000	05/21/13	06/18/13	\$110.87	\$114.04	\$0.00	(\$3.17)	\$0.00
Security Subtotal	8.000			\$443.45	\$475.82	\$0.00	(\$32.37)	\$0.00
UNITEDHEALTH GP INC		CUSIP: 91324P102	Symbol (Box 1d): UNH					
	4.000	03/21/13	05/03/13	\$236.12	\$220.79	\$0.00	\$15.33	\$0.00
Total Short Term Covered Securities				\$11,545.06	\$10,694.09	\$2.99	\$850.97	\$0.00

IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Corporate Tax Statement Tax Year 2013

WORRALL FOUNDATION
6342 LA VISTA DRIVE, SUITE A
DALLAS TX 75214-4379

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004

Identification Number: 26-4310632

Taxpayer ID Number: 75-2886782
Account Number: 055 108960 037

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Noncovered Securities # (Consider Box 6a (Noncovered Security) as being checked for this section. These transactions should be reported on Form 8949 Part 1 with box B checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
BED BATH & BEYOND INC	19 000	02/07/12	02/01/13	\$1,124.82	\$1,168.84	\$0.00	(\$44.02)	\$0.00
DISCOVERY COMMUNICATIONS SER A	21 000	03/01/12	01/11/13	\$1,424.53	\$975.58	\$0.00	\$448.95	\$0.00
SYMANTEC CORP	13 000	03/27/12	03/14/13	\$321.84	\$241.88	\$0.00	\$79.96	\$0.00
Total Short Term Noncovered Securities				\$2,871.19	\$2,386.30	\$0.00	\$484.89	\$0.00
Total Short Term Covered and Noncovered Securities				\$14,416.25	\$13,080.39	\$2.99	\$1,335.86	\$0.00

Corporate Tax Statement Tax Year 2013

WORRALL FOUNDATION
6342 LA VISTA DRIVE, SUITE A
DALLAS TX 75214-4379

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number 26-4310632
Taxpayer ID Number 75-2886762
Account Number 055 108960 037

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS **OMB NO. 1545-0715**

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8949 Part II * (th box D checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
BOEING CO		CUSIP: 097023105	Symbol (Box 1d): BA					
	3,000	06/01/12	07/03/13	\$305.42	\$202.60	\$0.00	\$102.82	\$0.00
	1,000	06/01/12	09/19/13	\$119.96	\$67.53	\$0.00	\$52.43	\$0.00
Security Subtotal	4,000			\$425.38	\$270.13	\$0.00	\$155.25	\$0.00
C R BARD INC NJ		CUSIP: 067383109	Symbol (Box 1d): BCR					
	11,000	05/09/12	08/05/13	\$1,274.52	\$1,107.26	\$0.00	\$167.26	\$0.00
CELGENE CORP		CUSIP: 151020104	Symbol (Box 1d): CELG					
	2,000	06/28/12	08/07/13	\$279.99	\$123.87	\$0.00	\$156.12	\$0.00
COACH INC		CUSIP: 189754104	Symbol (Box 1d): COH					
	1,000	06/21/12	10/30/13	\$50.97	\$60.96	\$0.00	(\$9.99)	\$0.00
FRANKLIN RESOURCES INC		CUSIP: 354613101	Symbol (Box 1d): BEN					
	2,000	05/09/12	12/03/13	\$110.27	\$75.81	\$0.00	\$33.46	\$0.00
KLA TENCOR CORP		CUSIP: 482480100	Symbol (Box 1d): KLAC					
	2,000	05/11/12	08/07/13	\$116.05	\$100.59	\$0.00	\$15.46	\$0.00
MYLAN INC		CUSIP: 628530107	Symbol (Box 1d): MYL					
	5,000	11/13/12	12/03/13	\$218.34	\$130.80	\$0.00	\$87.54	\$0.00
	28,000	11/13/12	12/16/13	\$1,174.47	\$732.50	\$0.00	\$441.97	\$0.00
Security Subtotal	33,000			\$1,392.81	\$863.30	\$0.00	\$529.51	\$0.00
PPG INDUSTRIES INC		CUSIP: 693506107	Symbol (Box 1d): PPG					
	2,000	06/26/12	12/03/13	\$364.57	\$205.20	\$0.00	\$159.37	\$0.00

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Morgan Stanley

Corporate Tax Statement Tax Year 2013

WORRALL FOUNDATION
6342 LA VISTA DRIVE, SUITE A
DALLAS TX 75214-4379

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor

New York, NY 10004
Identification Number 26-4310632

Taxpayer ID Number 75-2886762
Account Number 055 108960 037

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) **OMB NO. 1545-0715**

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8949 Part II with box D checked.)
(Continued)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
TJX COS INC NEW	4.000	06/01/12	12/03/13	\$249.87	\$165.13	\$0.00	\$84.74	\$0.00
Total Long Term Covered Securities				\$4,264.43	\$2,973.25	\$0.00	\$1,291.18	\$0.00

Morgan Stanley

Corporate Tax Statement Tax Year 2013

WORRALL FOUNDATION
6342 LA VISTA DRIVE, SUITE A
DALLAS TX 75214-4379

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor

New York, NY 10004
Identification Number 26-4310632

Taxpayer ID Number 75-2886782
Account Number 055 108960 037

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS **OMB NO. 1545-0715**

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities * (Consider Box 6a (Noncovered Security) as being checked for this section. These transactions should be reported on Form 8949 Part II with box E checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
ACCENTURE PLC IRELAND CL A	18,000	04/24/12	10/30/13	\$1,342.61	\$1,136.62	\$0.00	\$205.99	\$0.00
AGILENT TECHNOLOGIES		CUSIP: 00846U101	Symbol (Box 1d): A					
AMERICAN EXPRESS CO	4,000	01/12/12	12/03/13	\$211.67	\$157.25	\$0.00	\$54.42	\$0.00
		CUSIP: 025816109	Symbol (Box 1d): AXP					
	4,000	08/24/10	05/21/13	\$300.23	\$158.72	\$0.00	\$141.51	\$0.00
	2,000	08/24/10	12/03/13	\$169.95	\$79.36	\$0.00	\$90.59	\$0.00
Security Subtotal	6,000			\$470.18	\$238.08	\$0.00	\$232.10	\$0.00
AMERISOURCEBERGEN CORP		CUSIP: 03073E105	Symbol (Box 1d): ABC					
	20,000	01/22/10	03/19/13	\$1,028.54	\$533.86	\$0.00	\$494.68	\$0.00
	9,000	05/14/10	03/19/13	\$462.85	\$280.35	\$0.00	\$182.50	\$0.00
Security Subtotal	29,000			\$1,491.39	\$814.21	\$0.00	\$677.18	\$0.00
BROADCOM CORP CL A		CUSIP: 111320107	Symbol (Box 1d): BRCM					
	29,000	08/31/11	03/19/13	\$791.90	\$1,017.60	\$0.00	(\$225.70)	\$0.00
CBS CORP NEW CL B SHRS		CUSIP: 124857202	Symbol (Box 1d): CBS					
	4,000	10/21/11	03/14/13	\$188.15	\$98.82	\$0.00	\$89.33	\$0.00
	2,000	10/21/11	07/03/13	\$98.51	\$49.41	\$0.00	\$49.10	\$0.00
	2,000	10/21/11	08/07/13	\$107.45	\$49.41	\$0.00	\$58.04	\$0.00
	24,000	10/21/11	11/21/13	\$1,402.75	\$592.92	\$0.00	\$809.83	\$0.00
Security Subtotal	32,000			\$1,796.86	\$790.56	\$0.00	\$1,006.30	\$0.00
CISCO SYS INC		CUSIP: 17275R102	Symbol (Box 1d): CSCO					
	13,000	05/21/09	05/21/13	\$308.09	\$237.39	\$0.00	\$70.70	\$0.00
	5,000	05/21/09	08/07/13	\$131.59	\$91.30	\$0.00	\$40.29	\$0.00
Security Subtotal	18,000			\$439.68	\$328.69	\$0.00	\$110.99	\$0.00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Morgan Stanley

Corporate Tax Statement Tax Year 2013

WORRALL FOUNDATION
6342 LA VISTA DRIVE, SUITE A
DALLAS TX 75214-4379

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor

New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number 75-2886782
Account Number 055 108960 037

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities # (Consider Box 5a (Noncovered Security) as being checked for this section. These transactions should be reported on Form 8949 Part II with box E checked.)
(Continued)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
COACH INC		CUSIP: 189754104	Symbol (Box 1d): COH					
	9.000	06/03/08	10/30/13	\$458.75	\$321.11	\$0.00	\$137.64	\$0.00
	6.000	05/14/10	10/30/13	\$407.77	\$317.12	\$0.00	\$90.65	\$0.00
Security Subtotal	17.000			\$866.52	\$638.23	\$0.00	\$228.29	\$0.00
COOPER CO INC NEW		CUSIP: 216648402	Symbol (Box 1d): COO					
	14.000	02/29/12	05/20/13	\$1,558.71	\$1,118.56	\$0.00	\$440.15	\$0.00
CVS CAREMARK CORP		CUSIP: 126650100	Symbol (Box 1d): CVS					
	2.000	11/10/11	07/03/13	\$115.51	\$77.00	\$0.00	\$38.51	\$0.00
DANAHER CORPORATION		CUSIP: 235851102	Symbol (Box 1d): DHR					
	2.000	07/18/11	07/03/13	\$126.83	\$104.40	\$0.00	\$22.43	\$0.00
EMC CORP MASS		CUSIP: 268648102	Symbol (Box 1d): EMC					
	6.000	02/18/09	08/07/13	\$157.91	\$71.20	\$0.00	\$86.71	\$0.00
EXPEDIA INC NEW		CUSIP: 30212P303	Symbol (Box 1d): EXPE					
	2.000	08/18/11	07/03/13	\$123.93	\$53.79	\$0.00	\$70.14	\$0.00
	1.000	12/27/11	07/03/13	\$61.97	\$30.13	\$0.00	\$31.84	\$0.00
	16.000	12/27/11	08/26/13	\$757.14	\$482.08	\$0.00	\$275.06	\$0.00
Security Subtotal	19.000			\$943.04	\$566.00	\$0.00	\$377.04	\$0.00
GILEAD SCIENCE		CUSIP: 375558103	Symbol (Box 1d): GILD					
	4.000	01/22/07	05/07/13	\$214.20	\$64.41	\$0.00	\$149.79	\$0.00
	2.000	05/14/10	05/07/13	\$107.10	\$37.61	\$0.00	\$69.49	\$0.00
	2.000	05/14/10	08/07/13	\$119.13	\$37.61	\$0.00	\$81.52	\$0.00

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Morgan Stanley

Corporate Tax Statement Tax Year 2013

WORRALL FOUNDATION
6342 LA VISTA DRIVE, SUITE A
DALLAS TX 75214-4379

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor

New York, NY 10004
Identification Number

26-4310632

Taxpayer ID Number

75-2886782

Account Number:

055 108960 037

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities # (Consider Box 5a (Noncovered Security) as being checked for this section. These transactions should be reported on Form 8949 Part II with box E checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
GILEAD SCIENCE	2,000	05/14/10	10/30/13	\$143.49	\$37.61	\$0.00	\$105.88	\$0.00
	1,000	05/14/10	12/03/13	\$73.65	\$18.81	\$0.00	\$54.84	\$0.00
	11,000			\$657.57	\$196.05	\$0.00	\$461.52	\$0.00
INTEL CORP		CUSIP: 458140100 Symbol (Box 1d): INTC						
	27,000	05/18/09	04/03/13	\$568.43	\$415.37	\$0.00	\$153.06	\$0.00
	16,000	05/14/10	04/03/13	\$336.84	\$346.88	\$0.00	(\$10.04)	\$0.00
	43,000			\$905.27	\$762.25	\$0.00	\$143.02	\$0.00
INTUIT INC		CUSIP: 461202103 Symbol (Box 1d): INTU						
	2,000	08/02/11	07/03/13	\$124.81	\$91.20	\$0.00	\$33.61	\$0.00
	17,000	08/02/11	07/23/13	\$1,086.70	\$775.18	\$0.00	\$311.52	\$0.00
	19,000			\$1,211.51	\$866.38	\$0.00	\$345.13	\$0.00
MACY'S INC		CUSIP: 55616P104 Symbol (Box 1d): M						
	4,000	01/04/12	05/21/13	\$195.83	\$130.23	\$0.00	\$65.60	\$0.00
MCKESSON CORP		CUSIP: 58155Q103 Symbol (Box 1d): MCK						
	3,000	08/31/11	05/21/13	\$351.83	\$239.52	\$0.00	\$112.31	\$0.00
	2,000	08/31/11	10/30/13	\$312.24	\$158.68	\$0.00	\$152.56	\$0.00
	1,000	08/31/11	12/03/13	\$163.96	\$79.84	\$0.00	\$84.12	\$0.00
	6,000			\$928.03	\$479.04	\$0.00	\$448.99	\$0.00
MEDTRONIC INC		CUSIP: 585055106 Symbol (Box 1d): MDT						
	1,000	12/27/11	05/21/13	\$52.98	\$37.81	\$0.00	\$15.17	\$0.00
	3,000	12/27/11	07/03/13	\$155.27	\$113.43	\$0.00	\$41.84	\$0.00
	4,000			\$208.25	\$151.24	\$0.00	\$57.01	\$0.00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Morgan Stanley

Corporate Tax Statement Tax Year 2013

WORRALL FOUNDATION
6342 LA VISTA DRIVE, SUITE A
DALLAS TX 75214-4379

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor

New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number: 75-2886782
Account Number: 055 108960 037

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) **OMB NO. 1545-0715**

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities # (Consider Box 5a (Noncovered Security) as being checked for this section. These transactions should be reported on Form 8949 Part II with box E checked.)
(Continued)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
MICROSOFT CORP	CUSIP: 594918104	Symbol (Box 1d): MSFT						
	6,000	07/22/04	12/03/13	\$230.57	\$174.90	\$0.00	\$55.67	\$0.00
MONSANTO CO/NEW	CUSIP: 61165W101	Symbol (Box 1d): MON						
	12,000	07/22/11	10/10/13	\$1,257.76	\$888.25	\$0.00	\$369.51	\$0.00
ORACLE CORP	CUSIP: 68389X105	Symbol (Box 1d): ORCL						
	3,000	01/22/07	05/21/13	\$105.38	\$51.11	\$0.00	\$54.27	\$0.00
	2,000	01/22/07	12/03/13	\$69.97	\$34.07	\$0.00	\$35.90	\$0.00
	5,000			\$175.35	\$85.18	\$0.00	\$90.17	\$0.00
Security Subtotal								
PETSMART INC	CUSIP: 716758106	Symbol (Box 1d): PETM						
	1,000	11/03/10	05/21/13	\$69.63	\$37.82	\$0.00	\$31.81	\$0.00
	2,000	11/03/10	08/21/13	\$142.32	\$75.65	\$0.00	\$66.67	\$0.00
	3,000			\$211.95	\$113.47	\$0.00	\$98.48	\$0.00
QUALCOMM INC	CUSIP: 747525103	Symbol (Box 1d): QCOM						
	1,000	11/28/11	05/21/13	\$65.83	\$53.70	\$0.00	\$12.13	\$0.00
	2,000	11/28/11	12/03/13	\$146.71	\$107.41	\$0.00	\$39.30	\$0.00
	3,000			\$212.54	\$161.11	\$0.00	\$51.43	\$0.00
Security Subtotal								
ROPER IND INC	CUSIP: 776696106	Symbol (Box 1d): ROP						
	12,000	11/11/11	03/05/13	\$1,502.02	\$1,023.20	\$0.00	\$478.82	\$0.00
ROSS STORES INC	CUSIP: 778296103	Symbol (Box 1d): ROST						
	2,000	07/13/09	07/03/13	\$130.69	\$41.51	\$0.00	\$89.18	\$0.00
	2,000	07/13/09	12/03/13	\$148.40	\$41.51	\$0.00	\$106.89	\$0.00
	12,000	05/14/10	12/03/13	\$890.38	\$312.60	\$0.00	\$577.78	\$0.00
	16,000			\$1,169.47	\$395.62	\$0.00	\$773.85	\$0.00
Security Subtotal								

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Morgan Stanley

Corporate Tax Statement Tax Year 2013

WORRALL FOUNDATION
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DALLAS TX 75214-4379

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1 New York Plaza
8th Floor
New York, NY 10004

Identification Number 26-4310632

Taxpayer ID Number 75-2886782
Account Number 055 108960 037

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) **OMB NO. 1545-0715**

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities * (Consider Box 6a (Noncovered Security) as being checked for in s section These transactions should be reported on Form 8949 Part II with box E checked)
(Continued)

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STRYKER CORP	CUSIP: 863667101	Symbol (Box 1d): SYK						
	2,000	01/04/12	05/21/13	\$138.07	\$102.17	\$0.00	\$35.90	\$0.00
	19,000	01/04/12	08/05/13	\$1,354.90	\$970.57	\$0.00	\$384.33	\$0.00
Security Subtotal	21,000			\$1,492.97	\$1,072.74	\$0.00	\$420.23	\$0.00
SYMANTEC CORP	CUSIP: 871503108	Symbol (Box 1d): SYMC						
	7,000	03/27/12	08/07/13	\$185.42	\$130.24	\$0.00	\$55.18	\$0.00
TERADATA CORP	CUSIP: 86076W103	Symbol (Box 1d): TDC						
	16,000	03/02/11	06/18/13	\$886.89	\$732.18	\$0.00	\$154.71	\$0.00
TIME WARNER CABLE INC NEW	CUSIP: 86732J207	Symbol (Box 1d): TWC						
	15,000	02/09/12	02/22/13	\$1,287.12	\$1,143.26	\$0.00	\$143.86	\$0.00
UNION PACIFIC CORP	CUSIP: 907818108	Symbol (Box 1d): UNP						
	2,000	08/05/10	07/03/13	\$309.07	\$154.95	\$0.00	\$154.12	\$0.00
UNITEDHEALTH GP INC	CUSIP: 91324P102	Symbol (Box 1d): UNH						
	5,000	12/10/09	05/03/13	\$295.15	\$147.14	\$0.00	\$148.01	\$0.00
	14,000	05/14/10	05/03/13	\$826.41	\$423.36	\$0.00	\$403.05	\$0.00
Security Subtotal	19,000			\$1,121.56	\$570.50	\$0.00	\$551.06	\$0.00

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Morgan Stanley

Corporate Tax Statement Tax Year 2013

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6342 LA VISTA DRIVE, SUITE A
DALLAS TX 75214-4379

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities [#] (Consider Box 5a (Noncovered Security), as being checked for this section. These transactions should be reported on Form 8949 Part II with box E checked.)
(Continued)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
WESTERN DIGITAL CORPORATION								
		CUSIP: 958102105	Symbol (Box 1d): WDC					
	5.000	04/13/09	05/21/13	\$301.49	\$106.66	\$0.00	\$194.83	\$0.00
	2.000	04/13/09	07/03/13	\$126.51	\$42.66	\$0.00	\$83.85	\$0.00
	1.000	04/13/09	07/23/13	\$68.87	\$21.33	\$0.00	\$47.54	\$0.00
Security Subtotal	8.000			\$496.87	\$170.65	\$0.00	\$326.22	\$0.00
Total Long Term Noncovered Securities				\$24,858.83	\$16,479.84	\$0.00	\$8,378.99	\$0.00
Total Long Term Covered and Noncovered Securities				\$29,123.26	\$19,453.09	\$0.00	\$9,670.17	\$0.00
Total Short and Long Term, Covered and Noncovered Securities				\$43,539.51	\$32,533.48	\$2.99	\$11,006.03	\$0.00
Form 1099-B Total Reportable Amounts								
Total Sales Price (Box 2a)				\$43,539.51				
Total Cost or Other Basis (Box 3)					\$13,667.34			
Total Wash Sale Loss Disallowed (Box 5)						\$2.99		
Total Fed Tax Withheld (Box 4)								\$0.00

[#] Noncovered securities are not subject to the IRS cost basis reporting regulations, therefore their date of acquisition, cost basis, short or long term designation and any disallowed loss resulting from a wash sale will not be reported to the IRS.

Grants-Schedule

		Worrall Foundation				
		12 months ended 12/31/13				
Date Written	Check Number	Payee	Individual?	Status	Purpose of Contribution	Amount
01/16/2013	1684	Walnut Hill United Methodist Church	N/A	Public	For General Fund	100 00
01/16/2013	1683	Dallas Arboretum	N/A	Public	For General Fund	500 00
01/16/2013	1682	Kyde Warren Park	N/A	Public	For General Fund	100 00
02/13/2013	1680	Woodrow Wilson Foundation	N/A	Public	For General Fund	100 00
02/13/2013	1681	Friends of Woodrow Wilson Highschool	N/A	Public	For General Fund	100 00
04/03/2013	1601	YMCA at White Rock	N/A	Public	For General Fund	1,000.00
04/03/2013	1602	Dallas Museum of Art	N/A	Public	For General Fund	210.00
04/03/2013	1603	The Dallas Foundation - Lark Event	N/A	Public	For General Fund	100 00
04/26/2013	1604	Whiterock Lake Foundation	N/A	Public	For General Fund	210 00
04/26/2013	1605	CARE	N/A	Public	For General Fund	100.00
04/26/2013	1606	Camp John Marc	N/A	Public	For General Fund	100.00
04/26/2013	1607	Alpha Delta Phi Sorority	N/A	Public	For General Fund	50.00
04/26/2013	1608	Wilkinson Center	N/A	Public	For General Fund	100.00
05/03/2013	1609	Community Partners	N/A	Public	For General Fund	135.00
05/06/2013	1610	Woodrow Wilson Booster Club	N/A	Public	For General Fund	140 00
05/22/2013	1610	Disciples of Trinity	N/A	Public	For General Fund	1,000 00
05/22/2013	1611	Friends of Fair Park	N/A	Public	For General Fund	100 00
05/22/2013	1612	YMCA at White Rock	N/A	Public	For General Fund	1,000 00
06/05/2013	1613	Dallas Rotary Club Foundation	N/A	Public	For General Fund	100 00
06/05/2013	1614	YMCA of Metropolitan	N/A	Public	For General Fund	1,000 00
07/02/2013	1616	Dallas Arboretum	N/A	Public	For General Fund	2,055.00
07/02/2013	1617	Wilkinson Center	N/A	Public	For General Fund	100 00
07/18/2013	1617	Dallas Arboretum	N/A	Public	For General Fund	800 00
07/18/2013	1618	Dallas Parks Foundation	N/A	Public	For General Fund	100.00
07/18/2013	1619	Wilkinson Center	N/A	Public	For General Fund	1,000.00
08/06/2013	1620	Dallas Woman's Club Foundation	N/A	Public	For General Fund	100.00
09/12/2013	1621	Wilkinson Center	N/A	Public	For General Fund	100 00
09/16/2013	1622	Whiterock Lake Foundation	N/A	Public	For General Fund	1,000 00
09/16/2013	1623	Wreaths Across America	N/A	Public	For General Fund	150 00
10/23/2013	1625	VNA	N/A	Public	For General Fund	100.00
10/23/2013	1626	Dallas Woman's Club Foundation	N/A	Public	For General Fund	50 00
10/23/2013	1627	Salesmanship Club Youth & Family Center	N/A	Public	For General Fund	50 00
10/23/2013	1628	Human Society	N/A	Public	For General Fund	100 00
10/23/2013	1629	Komen Dallas Race for the Cure	N/A	Public	For General Fund	100.00
11/20/2013	1630	Lovers Lane United Methodist Church	N/A	Public	For General Fund	100.00
11/20/2013	1631	Community Partners of Dallas	N/A	Public	For General Fund	100.00
11/20/2013	1632	Junior League of Dallas	N/A	Public	For General Fund	100 00
12/02/2013	1633	Community Partners	N/A	Public	For General Fund	2,146 00
		Total				14,496 00

Corporate Tax Statement Tax Year 2013

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SBAM
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Identification Number: 26-4310632

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities * (Consider Box 6a (Noncovered Security) as being checked for this section. These transactions should be reported on Form 8949, Part II, with box E checked.)

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BIOGEN IDEC INC		CUSIP: 09062X102	Symbol (Box 1d): BIB					
	5.000	08/15/00	05/28/13	\$1,167.62	\$244.17	\$0.00	\$923.45	\$0.00
	14.000	08/15/00	07/03/13	\$3,012.23	\$683.66	\$0.00	\$2,328.57	\$0.00
	4.000	09/15/00	12/04/13	\$1,143.66	\$185.23	\$0.00	\$958.43	\$0.00
Security Subtotal	23.000			\$5,323.51	\$1,123.16	\$0.00	\$4,200.35	\$0.00
CORE LABORATORIES N V		CUSIP: N22717107	Symbol (Box 1d): CLB					
	30.000	09/15/00	08/07/13	\$4,494.52	\$336.46	\$0.00	\$4,158.06	\$0.00
DOLBY CLA A COM STK		CUSIP: 25639T107	Symbol (Box 1d): DLB					
	4.000	02/13/09	11/13/13	\$140.14	\$130.60	\$0.00	\$9.54	\$0.00
WALLINGKRODT PUBLIC LTD CO		CUSIP: G5785G107	Symbol (Box 1d): MNK					
	0.625	09/15/00	06/28/13	\$26.29	\$25.85	\$0.00	\$0.44	\$0.00
	2.000	09/15/00	07/03/13	\$84.37	\$82.70	\$0.00	\$1.67	\$0.00
Security Subtotal	2.625			\$110.66	\$108.55	\$0.00	\$2.11	\$0.00

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities * (Consider Box 6a (Noncovered Security) as being checked for this section. These transactions should be reported on Form 8949, Part II with box E checked.)
(Continued)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
SEAGATE TECHNOLOGY PLC	20.000	08/15/00	05/23/13	\$867.22	\$244.51	\$0.00	\$522.71	\$0.00
Total Long Term Noncovered Securities				\$10,936.05	\$2,043.28	\$0.00	\$8,892.77	\$0.00
Form 1099-B Total Reportable Amounts								
Total Sales Price (Box 2a)				\$10,936.05				
Total Cost or Other Basis (Box 3)					\$0.00			
Total Wash Sale Loss Disallowed (Box 5)						\$0.00		
Total Fed Tax Withheld (Box 4)								\$0.00

* Noncovered securities are not subject to the IRS cost basis reporting regulations, therefore their date of acquisition, cost basis, short or long term designation and any disallowed loss resulting from a wash sale will not be reported to the IRS.