Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation: J. GARLAND TILLAR TRUST R76867002

A Employer identification number: 75-6013868

Number and street (or P.O. box number if mail is not delivered to street address): 10 S DEARBORN IL1-0117

Room/suite:

B Telephone number (see instructions): 866-888-5157

City or town, state or province, country, and ZIP or foreign postal code: CHICAGO, IL 60603

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)* ▶ $ 3,152,925.

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	36,225.	35,645.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	83,039.			
b	Gross sales price for all assets on line 6a 424,056.				
7	Capital gain net income (from Part IV, line 2)		83,039.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	445.	-3,071.		STMT 1
12	**Total.** Add lines 1 through 11	119,709.	115,613.		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	12,670.	9,503.		3,168.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule) STMT 2	6,540.	6,540.		
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 3	312.	312.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule)				
24	**Total operating and administrative expenses.** Add lines 13 through 23	19,522.	16,355.	NONE	3,168.
25	Contributions, gifts, grants paid	43,200.			43,200.
26	**Total expenses and disbursements** Add lines 24 and 25	62,722.	16,355.	NONE	46,368.
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	56,987.			
b	**Net investment income** (if negative, enter -0-)		99,258.		
c	**Adjusted net income** (if negative, enter -0-)				

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		Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	764,336.	343,083.	343,083.
	3	Accounts receivable ▶ Less· allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)		986,849.	1,190,076.
	c	Investments - corporate bonds (attach schedule)		771,104.	781,640.
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)	1,879,039.	387,700.	388,126.
	14	Land, buildings, and equipment basis ▶ 207,317. Less accumulated depreciation (attach schedule) ▶		207,317.	450,000.
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	2,643,375.	2,696,053.	3,152,925.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		NONE	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, ▶ ☒ **check here and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	2,643,375.	2,696,053.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	2,643,375.	2,696,053.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	2,643,375.	2,696,053.	

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	2,643,375.
2	Enter amount from Part I, line 27a	2	56,987.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,700,362.
5	Decreases not included in line 2 (itemize) ▶COST BASIS ADJUSTMENT	5	4,309.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,696,053.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo , day, yr.)
1a	PUBLICLY TRADED SECURITIES			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	424,056.		369,273.	54,783.
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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				54,783.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } 2 54,783.

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

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012			
2011			
2010			
2009			
2008			

2	**Total** of line 1, column (d)	2	
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	
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ________________ (attach copy of letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	1,985.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .			2	
3	Add lines 1 and 2			3	1,985.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .			4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	1,985.
6	Credits/Payments				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a			
b	Exempt foreign organizations - tax withheld at source	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c	2,820.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	2,820.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	45.
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	790.
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 790. **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

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

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

			Yes	No
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 ▶ JP MORGAN CHASE BANK, NA Telephone no. ▶ (866) 888-5157

Located at ▶ 10 S DEARBORN ST, IL1-0117, CHICAGO, IL ZIP+4 ▶ 60603

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

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
JPMORGAN CHASE BANK, NA 10 S DEARBORN ST IL1-0117, CHICAGO, IL 60603	TRUSTEE 2	12,670.	-0-	-0-

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

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

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

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

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

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

Part IX-A **Summary of Direct Charitable Activities**

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

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

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

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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	1,949,966.
b	Average of monthly cash balances			1b	647,908.
c	Fair market value of all other assets (see instructions)			1c	NONE
d	**Total** (add lines 1a, b, and c)			1d	2,597,874.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e			
2	Acquisition indebtedness applicable to line 1 assets			2	NONE
3	Subtract line 2 from line 1d			3	2,597,874.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	38,968.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	2,558,906.
6	**Minimum investment return.** Enter 5% of line 5			6	127,945.

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	127,945.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,985.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,985.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	125,960.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	125,960.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	125,960.

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	46,368.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	46,368.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	46,368.

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					125,960.
2	Undistributed income, if any, as of the end of 2013					
a	Enter amount for 2012 only				NONE	
b	Total for prior years 20 11 ,20____,20____			NONE		
3	Excess distributions carryover, if any, to 2013					
a	From 2008	NONE				
b	From 2009	NONE				
c	From 2010	NONE				
d	From 2011	NONE				
e	From 2012	NONE				
f	**Total** of lines 3a through e		NONE			
4	Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 46,368.					
a	Applied to 2012, but not more than line 2a				NONE	
b	Applied to undistributed income of prior years (Election required - see instructions)			NONE		
c	Treated as distributions out of corpus (Election required - see instructions)		NONE			
d	Applied to 2013 distributable amount					46,368.
e	Remaining amount distributed out of corpus		NONE			
5	Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		NONE			NONE
6	**Enter the net total of each column as indicated below:**					
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		NONE			
b	Prior years' undistributed income Subtract line 4b from line 2b			NONE		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			NONE		
d	Subtract line 6c from line 6b. Taxable amount - see instructions			NONE		
e	Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions				NONE	
f	Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014					79,592.
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		NONE			
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)		NONE			
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		NONE			
10	Analysis of line 9.					
a	Excess from 2009	NONE				
b	Excess from 2010	NONE				
c	Excess from 2011	NONE				
d	Excess from 2012	NONE				
e	Excess from 2013	NONE				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

b The form in which applications should be submitted and information and materials they should include

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ALL CHURCH HOME FOR CHILDREN 1424 SUMMIT AVENUE FORT WORTH TX 76102	NONE	PC	PROGRAM SUPPORT	43,200.
Total . . . . ▶ **3a**				43,200.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	36,225.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	445.	
8 Gain or (loss) from sales of assets other than inventory			18	83,039.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				119,709.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . 13 119,709.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee — Date: 11/13/2014 — Title

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

Paid Preparer Use Only

Print/Type preparer's name: CAROLYN J. SECHEL	Preparer's signature: Carolyn J. Sechel	Date: 11/13/2014	Check ☐ if self-employed	PTIN: P01256399
Firm's name ▶ DELOITTE TAX LLP			Firm's EIN ▶ 86-1065772	
Firm's address ▶ 127 PUBLIC SQUARE CLEVELAND, OH 44114			Phone no 216-589-1300	

J. GARLAND TILLAR TRUST R76867002 75-6013868

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DEFERRED REVENUE	445.	
POWERSHARES DB COMMODITY INDEX K-1		-3,071.
TOTALS	445.	-3,071.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
U.S. TRUST INVESTMENT FEES	6,540.	6,540.
TOTALS	6,540.	6,540.

FORM 990PF, PART I - TAXES

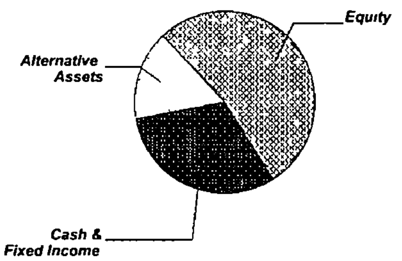
DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES ON QUALIFIED FOR	263.	263.
FOREIGN TAXES ON NONQUALIFIED	49.	49.
TOTALS	312.	312.

Account Summary

PRINCIPAL

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	680,664 45	736,593 13	55,928 68	9,592 65	53%
Alternative Assets	233,363 64	226,053 27	(7,310 37)	3,217 21	16%
Cash & Fixed Income	385,931 81	431,177 47	45,245 66	7,497 78	31%
Market Value	**$1,299,959.90**	**$1,393,823.87**	**$93,863.97**	**$20,307 64**	**100%**

Asset Allocation



INCOME

Cash Position	Beginning Market Value	Ending Market Value	Change In Value
Cash Balance	4,573 44	15,239 93	10,666 49
Accruals	961 03	474 06	(486 97)
Market Value	**$5,534.47**	**$15,713 99**	**$10,179.52**

	PRINCIPAL		INCOME	
Portfolio Activity	Current Period Value	Year-to-Date Value	Current Period Value	Year-to-Date Value
Beginning Market Value	**1,299,959.90**	**1,264,405.91**	**4,573.44**	**14,180.21**
Withdrawals & Fees	(3,201 33)	(6,335 12)	(7,774 81)	(25,088 84)
Net Additions/Withdrawals	**($3,201.33)**	**($6,335 12)**	**($7,774.81)**	**($25,088.84)**
Income			18,441 30	26,148 56
Change In Investment Value	97,065 30	135,753 08		
Ending Market Value	**$1,393,823.87**	**$1,393,823.87**	**$15,239.93**	**$15,239.93**
Accruals	--	--	474 06	474 06
Market Value with Accruals	--	--	**$15,713 99**	**$15,713.99**

Account Summary CONTINUED

Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	18,428 47	26,123 68
Interest Income	12 83	24 88
Taxable Income	**$18,441.30**	**$26,148.56**

	Current Period Value	Year-to-Date Value
LT Capital Gain Distributions	20,464 43	20,464 43
ST Realized Gain/Loss	(3,996 69)	(2,382 92)
LT Realized Gain/Loss	18,799 09	32,389 87
Realized Gain/Loss	**$35,266.83**	**$50,471.38**

	To-Date Value
Unrealized Gain/Loss	**$170,878.50**

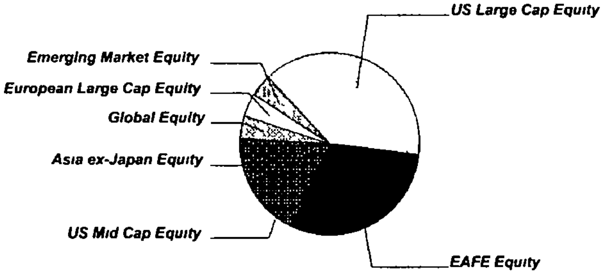
Cost Summary	Cost
Equity	572,867.80
Cash & Fixed Income	423,793 00
Total	**$996,660.80**

Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap Equity	293,862 61	287,820 53	(6,042 08)	21%
US Mid Cap Equity	87,198 19	87,252 14	53 95	6%
EAFE Equity	148,922 42	222,030 77	73,108 35	16%
European Large Cap Equity	12,754 45	28,459 20	15,704 75	2%
Asia ex-Japan Equity	51,583 97	52,891 35	1,307 38	4%
Emerging Market Equity	59,838 14	27,669 88	(32,168 26)	2%
Global Equity	26,504 67	30,469 26	3,964 59	2%
Total Value	**$680,664.45**	**$736,593.13**	**$55,928.68**	**53%**

Market Value/Cost	Current Period Value
Market Value	736,593 13
Tax Cost	572,867 80
Unrealized Gain/Loss	163,725 33
Estimated Annual Income	9,592 65
Yield	1 30%

Asset Categories



Equity as a percentage of your portfolio - 53 %

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Large Cap Equity							
FMI LARGE CAP FUND LARGE CAP FD 302933-20-5 FMIH X	20 86	1,516 879	31,642 10	16,518 81	15,123 29	268 48	0 85%
JPM INTREPID VALUE FD - SEL FUND 1136 4812A2-30-6 JPIV X	34 69	855 922	29,691 93	20,995 76	8,696 17	363 76	1 23%
JPM LARGE CAP GROWTH FD - SEL FUND 3118 4812C0-53-0 SEEG X	31 78	1,042 586	33,133 38	22,296 49	10,836 89		
JPM US LARGE CAP CORE PLUS FD - SEL FUND 1002 4812A2-38-9 JLPS X	27 74	2,686 962	74,536 33	51,779 06	22,757 27	309 00	0 41%
MANNING & NAPIER EQUITY SERI 563821-60-2 EXEY X	19 68	1,945 729	38,291 95	39,926 36	(1,634 41)	15 56	0 04%
SPDR S&P 500 ETF TRUST 78462F-10-3 SPY	184 69	436 000	80,524 84	60,017 08	20,507 76	1,461 03	1 81%
Total US Large Cap Equity			**$287,820.53**	**$211,533.56**	**$76,286.97**	**$2,417 83**	**0.84%**
US Mid Cap Equity							
ISHARES CORE S&P MID-CAP ETF 464287-50-7 IJH	133 81	234 000	31,311 54	19,349 31	11,962 23	404 35	1 29%

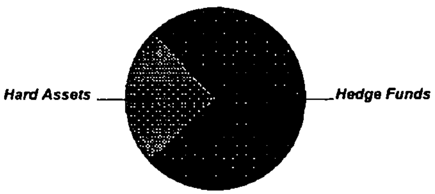
	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Mid Cap Equity							
JPM MID CAP CORE FD - SEL FUND 2426 48121L-75-9 JMRS X	21 64	1,328 131	28,740 75	23,003 23	5,737 52	70 39	0 24%
JPM MKT EXP ENH INDEX FD - SEL FUND 3708 4812C1-63-7 PGMI X	13 13	2,071 580	27,199 85	13,403 12	13,796 73	248 58	0 91%
Total US Mid Cap Equity			**$87,252.14**	**$55,755.66**	**$31,496.48**	**$723.32**	**0.83%**
EAFE Equity							
ARTISAN INTL VALUE FUND-INV 04314H-88-1 ARTK X	36 77	1,299 979	47,800 23	32,188 33	15,611 90	1,199 88	2 51%
ISHARES MSCI EAFE INDEX FUND 464287-46-5 EFA	67 10	1,043 000	69,980 09	62,993 01	6,987 08	1,776 22	2 54%
MFS INTL VALUE-I 55273E-82-2 MINI X	35 18	1,341 001	47,176 42	34,346 00	12,830 42	886 40	1 88%
OAKMARK INTERNATIONAL FD-I 413838-20-2 OAKI X	26 32	2,168 466	57,074 03	53,431 00	3,643 03	945 45	1 66%
Total EAFE Equity			**$222,030.77**	**$182,958.34**	**$39,072.43**	**$4,807.95**	**2.17%**
European Large Cap Equity							
VANGUARD FTSE EUROPE ETF 922042-87-4 VGK	58 80	484 000	28,459 20	25,398 49	3,060 71	788 43	2 77%

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
Asia ex-Japan Equity							
ABERDEEN ASIA-PAC XJ-INST EQUITY FUND - INSTITUTIONAL SERVICE SHARES 003021-69-8 AAPI X	11 47	2,295 265	26,326 69	24,238 00	2,088 69	362 65	1 38%
MATTHEWS PACIFIC TIGER FD-IS 577130-83-4 MIPT X	24 97	1,063 863	26,564 66	19,212 41	7,352 25		
Total Asia ex-Japan Equity			**$52,891.35**	**$43,450.41**	**$9,440.94**	**$362.65**	**0.69%**
Emerging Market Equity							
JPM CHINA REGION FD - SEL FUND 3810 4812A3-52-8 JCHS X	21 24	650 876	13,824 61	12,998 00	826 61	68 99	0 50%
JPM EMERG MRKT EQUITY FD - INSTL FUND 1389 4812A0-63-1 JMIE X	22 70	609 924	13,845 27	14,781 34	(936 07)	107 34	0 78%
Total Emerging Market Equity			**$27,669.88**	**$27,779.34**	**($109.46)**	**$176.33**	**0.64%**
Global Equity							
JPM GLOBAL RES ENH INDEX FD - SEL FUND 3457 46637K-51-3 JEIT X	17 83	1,708 876	30,469 26	25,992 00	4,477 26	316 14	1 04%

Alternative Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Hedge Funds	170,593 52	170,898 35	304 83	12%
Real Estate & Infrastructure	16,141 51	0 00	(16,141 51)	
Hard Assets	46,628 61	55,154 92	8,526 31	4%
Total Value	**$233,363.64**	**$226,053.27**	**($7,310.37)**	**16%**

Asset Categories



Alternative Assets as a percentage of your portfolio - 16 %

Alternative Assets Detail

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
EATON VANCE FLOATING-RATE ADVANTAGE I 277923-63-7 EIFA X	11 20	2,241 390	25,103 57	24,565 64
EATON VANCE GLOBAL MACRO-I 277923-72-8 EIGM X	9 42	2,621 960	24,698 86	26,583 68

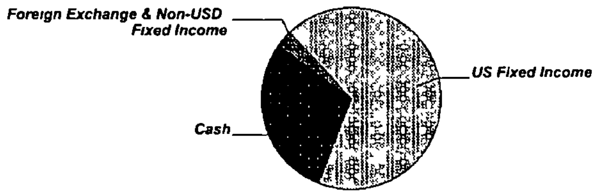
	Price	Quantity	Estimated Value	Cost
Hedge Funds				
EQUINOX FDS TR EQNX CB STGY I 29446A-81-9 EBSI X	10 50	1,845 429	19,377 00	19,377 00
GATEWAY FUND-Y 367829-88-4 GTEY X	28 99	1,393 576	40,399 77	37,871 00
INV BALANCED-RISK ALLOC-Y 00141V-69-7 ABRY X	11 89	1,933 225	22,986 05	23,856 00
PIMCO UNCONSTRAINED BOND-P 72201M-45-3 PUCP X	11 09	2,292 593	25,424 86	26,276 00
THE ARBITRAGE FUND-I 03875R-20-5 ARBN X	12 86	1,003 751	12,908 24	13,117 25
Total Hedge Funds			**$170,898.35**	**$171,646.57**

	Price	Quantity	Estimated Value	Cost	Est Annual Income Accrued Income
Hard Assets					
PIMCO COMMODITYPL STRAT-P 72201P-16-7 PCLP X	10 67	5,169 158	55,154 92	54,638 00	175 75

Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	55,832 28	124,088 01	68,255.73	9%
US Fixed Income	293,439 65	293,683 28	243 63	21%
Foreign Exchange & Non-USD Fixed Income	36,659 88	13,406 18	(23,253 70)	1%
Total Value	**$385,931.81**	**$431,177.47**	**$45,245.66**	**31%**

Asset Categories



Cash & Fixed Income as a percentage of your portfolio - 31 %

Market Value/Cost	Current Period Value
Market Value	431,177 47
Tax Cost	423,793 00
Unrealized Gain/Loss	7,384 47
Estimated Annual Income	7,497 78
Accrued Interest	474 06
Yield	1 73%

SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months[1]	431,177 47	100%

SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio
Cash	124,088 01	28%
Mutual Funds	307,089 46	72%
Total Value	**$431,177.47**	**100%**

[1] The years indicate the number of years until the bond is scheduled to mature based on the statement end date Some bonds may be called, or paid in full, before their stated maturity

Note [1] This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account

Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Income Accrued Interest	Yield
Cash							
US DOLLAR PRINCIPAL	1 00	124,088 01	124,088 01	124,088 01		37 22 3.08	0 03 % [1]
US Fixed Income							
DODGE & COX INCOME FUND 256210-10-5	13 53	1,929 50	26,106 14	25,836 00	270 14	800 74	3 07 %
DOUBLELINE TOTAL RET BD-I 258620-10-3	10 78	2,331 06	25,128 86	25,931 00	(802 14)	1,298 40	5 17 %
JPM STRAT INCOME OPPORT FD - SEL FUND 3844 4812A4-35-1	11 89	2,082 36	24,759.21	21,156 76	3,602 45	643 44 56.22	2 60 %
JPM HIGH YIELD FD - SEL FUND 3580 4812C0-80-3	7 98	3,114 26	24,851 77	23,201 21	1,650 56	1,563 35 149 48	6 29 %
JPM SHORT DURATION BOND FD - SEL FUND 3133 4812C1-33-0	10 89	10,662 97	116,119 73	113,297 97	2,821 76	1,108 94 149 28	0 96 %
JPM MULTI SECTOR INCOME FD - SEL FUND 2130 48121A-29-0	10 31	2,574 68	26,544 94	26,030 00	514 94	687 43 92 69	2 59 %

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Income Accrued Interest	Yield
US Fixed Income							
JPM INFLATION MGD BOND FD - SEL FUND 2037 48121A-56-3	10 38	2,331 49	24,200 84	24,690 45	(489 61)	265 78 23 31	1 10%
RIDGEWORTH SEIX FLOATING-I 76628T-67-8	9 06	2,866 64	25,971 79	25,885 80	85 99	1,086 45	4 18%
Total US Fixed Income			**$293,683.28**	**$286,029.19**	**$7,654.09**	**$7,454.53** **$470.98**	**2.54%**
Foreign Exchange & Non-USD Fixed Income							
JPM INTL CURR INCOME FD - SEL FUND 3831 4812A3-29-6	11 10	1,207 76	13,406 18	13,675 80	(269 62)	6 03	0 05%

Settlement Date

U.S. TRUST
Bank of America Corporation

Trust Operations
PO Box 830269
Dallas, TX 75283

Account Statement

This Statement Covers
Jan 01, 2013 through Dec 31, 2013

1200063 ■ IN 3703 - B 1--- 407 00063 E

JPMORGAN CHASE BANK NA
ATTN KATHERINE MENACHER
MAILCODE: WI 1-2095
PO BOX 3038
MILWAUKEE WI 53201-3038

Account Name: BANK OF AMERICA N A
AGENT FOR J G TILLAR TRUSTEES
J GARLAND TILLAR
TRUST UNDER AGREEMENT DATED
8/2/93 FBO ALL CHURCH HOME

Account Number: 30-02-200-3017134

Investment Policy Statement Objective: Balanced Income

Relationship Manager:
Mark J Smith 817 390 6028
Fiduciary Specialist:
Mark J Smith 817 390 6028
Portfolio Manager:
Elizabeth H Demers 312 828 6353

Write:
Bank of America, N A
500 W 7th St FL 15
Fort Worth TX 76102-4700

Messages

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If you would like to enroll in online access and choose paperless statements, please contact your advisor or call **1.800.U.S.TRUST (1.800.878.7878).**

Investment Objectives Descriptions

Your statement lists the current Investment Policy Statement ("IPS") portfolio's investment objective of record The IPS may govern more than one account and each individual account may have different investments that combine to address the overall objective Investment objectives range from those that are more conservative and have potentially less investment risk and more inflation risk, to those that are more aggressive and have potentially more investment risk and less inflation risk The investment objective may be listed as shown below If no IPS objective is listed then this statement may include accounts from more than one IPS or may include accounts that are not being managed together Please consult with your Portfolio Manager if you have any questions.

Conservative

All Fixed Income. This objective emphasizes current income generation Due to its focus on fixed income securities, and other appropriate asset classes, general stability of principal value should be obtained, but is not guaranteed

Current Income. This objective focuses on current income generation with a modest potential for capital appreciation Investments are primarily in fixed income securities, with a modest allocation to equities and, where appropriate, other asset classes.

Moderate

Balanced Income. This objective focuses on current income generation with a secondary focus on capital appreciation through a higher allocation to fixed income than equities and, where appropriate, other asset classes.

Balanced. This objective offers the potential for both current income and capital appreciation, with corresponding allocations to fixed income and equities, and where appropriate, other asset classes.

Balanced Return. This objective focuses on capital appreciation with a secondary focus on current income through a higher allocation to equities than fixed income, and where appropriate, other asset classes.

Balanced Appreciation. This objective focuses on capital appreciation with a potential for current income through a higher allocation to equities than fixed income and, where appropriate, other asset classes.

Aggressive

Appreciation. This objective emphasizes capital appreciation with a modest potential for current income generation Investments are primarily in equities with a modest allocation to fixed income securities, and where appropriate, other asset classes.

All Equity. This objective emphasizes long term growth and capital appreciation Due to its focus on equities and other appropriate asset classes, this objective is an aggressive strategy and short term performance may be volatile

Asset class ranges for each portfolio objective are reviewed regularly and may change over time. If you would like to see the detailed asset allocation targets for your investment objective, or discuss any changes to the objective for this account, please contact any member of the client team listed on page 1 on this statement From time to time, tactical decisions may result in your actual asset holdings differing from your long term investment objective For qualified investors, in addition to utilizing cash and equivalents, equities and fixed income investments, other asset classes such as hedge funds, private equity funds, real estate and tangible investments may also be utilized

In addition to the above objectives, individual client circumstances may dictate a custom investment objective In such circumstances, the objective may be listed as **Account Considerations**
In addition, other circumstances may result in a specialty objective being used, including **Principal Preservation, All Real Estate or All Oil and Gas.**

Our goal is to ensure that your accounts are managed according to your current goals and investment objectives To that end, we invite you to contact your client team if there have been any changes in your financial situation or investment objectives, or if you desire to impose or modify any reasonable restrictions on the management of your accounts

Settlement Date

Account Summary

Jan 01, 2013 through Dec. 31, 2013

Account: 30-02-200-3017134 AGT TUA J GARLAND TILLAR

Market Value $1,744,568.45

Account Activity

Description	Current Period	YTD Since 01/01/13
Beginning Market Value	**$1,641,423.51**	**$1,641,423.51**
Income	28,966.75	28,966 75
Deposits	40,311.37	40,311.37
Disbursements	-43,200.00	-43,200.00
Bank Fees	-6,540.09	-6,540.09
Change in Market Value	83,606 91	83,606 91
Ending Market Value	**$1,744,568 45**	**$1,744,568.45**
Change in Account Value	103,144 94	103,144 94

Realized Gain/Loss Summary

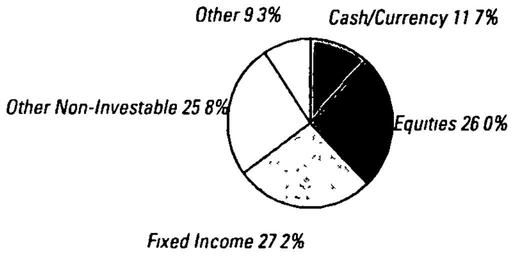
Description	Current Period	Fiscal YTD
Short-term	$2,804 68	$2,804.68
Long-term	25,451 17	25,451.17
Net Total	**$28,255.85**	**$28,255.85**

Income Summary

Description	Current Period	YTD Since 01/01/13
Dividends - Taxable	$9,463 10	$9,463 10
Interest - Taxable	750.00	750 00
Other Income	18,753.65	18,753 65
Total Income	**$28,966.75**	**$28,966.75**

Portfolio Allocation

Description	Market Value	Tax Cost	Estimated Annual Income	Current Yield
Cash/Currency	$203,754.69	$203,754 69	$0 04	0 00%
Equities	453,483 36	413,981 13	4,091 84	0 90
Fixed Income	475,257 63	471,399 42	15,691 81	3.30
Hedge Funds	66,697 26	65,645 22	302 26	0 45
Real Estate	44,357 35	42,564.53	312 23	0 70
Tangible Assets	51,018.16	53,205 66	0 00	0 00
Other Non-Investable	450,000 00	207,316 94	0 00	0 00
Total Assets	**$1,744,568.45**	**$1,457,867.59**	**$20,398.18**	**1.17%**
Total	**$1,744,568.45**	**$1,457,867.59**	**$20,398.18**	



Assets representing less than 5% of total are grouped together as "Other" for display on the pie chart

Market Value includes accrued income unless otherwise noted

The amounts shown throughout this statement should not be used in the preparation of tax documents Detail specifying taxable nature of income will be provided with year-end tax documentation Please consult your tax advisor

Account Summary

Jan. 01, 2013 through Dec 31, 2013

Account: 30-02-200-3017134 AGT TUA J GARLAND TILLAR

Cash Summary

	Current Period		YTD Since 01/01/13	
	Income Cash	*Principal Cash*	*Income Cash*	*Principal Cash*
Beginning Value	**$0.00**	**$0.00**	**$0.00**	**$0.00**
Income	28,966.75	0.00	28,966.75	0.00
Deposits	0.00	40,311.37	0.00	40,311.37
Disbursements	-43,200.00	0.00	-43,200.00	0.00
Bank Fees	-6,540.09	0.00	-6,540.09	0.00
Purchases	0.00	-1,075,229.30	0.00	-1,075,229.30
Sales and Maturities	0.00	590,047.80	0.00	590,047.80
Net Automated Money Market Transactions	20,773.34	444,870.13	20,773.34	444,870.13
Ending Value	**$0.00**	**$0.00**	**$0.00**	**$0.00**

Settlement Date

Portfolio Detail

Account: 30-02-200-3017134 AGT TUA J GARLAND TILLAR

Jan. 01, 2013 through Dec. 31, 2013

Units	Description	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Cash/Currency							
67.320	BANK OF AMERICA TEMPORARY OVERNIGHT DEPOSIT (Income Investment)	$67.32	$0.00	$67.32 1.000	$0.00	$0.04	0.05%
169,320 330	BOFA CASH RESERVES TRUST CLASS (Income Investment)	169,320 33	0.00	169,320 33 1.000	0 00	0 00	0 00
34,367 040	BOFA CASH RESERVES TRUST CLASS	34,367 04	0 00	34,367 04 1.000	0 00	0.00	0 00
Total Cash/Currency		**$203,754.69**	**$0.00**	**$203,754.69**	**$0.00**	**$0.04**	**0.00%**
Equities							
5,474 644	COLUMBIA DIVIDEND INCOME FUND CLASS Z SHARES Ticker. GSFT X	$100,350 22 18 330	$0.00	$91,767 49 16 762	$8,582.73	$1,943 50	1 93%
6,917.313	COLUMBIA EMERGING MARKETS FUND CLASS Z SHARES Ticker UMEM X	70,556 59 10.200	0.00	63,846.80 9.230	6,709.79	262.86	0.37
984.428	GOLDMAN SACHS GROWTH OPPORTUNITIES FUND INSTL Ticker GGOI X	29,975 83 30.450	0.00	28,609 91 29 062	1,365.92	0.00	0.00
1,687.492	JOHN HANCOCK FDS III DISCIPLINED VALUE MID CAP FUND Ticker: JVMI X	30,611 10 18.140	0.00	27,129 53 16 077	3,481.57	141 75	0.46
1,456 573	JOHN HANCOCK FDS III INTL GROWTH FUND CL I Ticker GOGI X	34,957 75 24.000	0 00	32,938 36 22.614	2,019.39	737.03	2.10
2,281.873	JPMORGAN INTL VALUE FUND INSTL CL Ticker JNUS X	35,026 75 15.350	0 00	31,923 40 13 990	3,103.35	725 64	2 07

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(1) Market Value in the Portfolio Detail section does not include Accrued Income

Portfolio Detail

Account: 30-02-200-3017134 AGT TUA J GARLAND TILLAR

Jan 01, 2013 through Dec. 31, 2013

Units	Description	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (con't)							
1,056.245	KALMAR GROWTH-WITH-VALUE SMALL CAP FUND Ticker: KGSA X	24,092.95 22.810	0.00	21,282.27 20 149	2,810.68	0.00	0.00
4,088.152	TCW SELECT EQUITIES FUND CL I Ticker: TGCE X	103,307 60 25.270	0.00	93,665 26 22 911	9,642.34	192.14	0.18
609 024	VICTORY SMALL CO OPPTY FUND CL I SHS Ticker VSOI X	24,604 57 40 400	0 00	22,818 11 37 467	1,786.46	88.92	0.36
Total Equities		**$453,483.36**	**$0.00**	**$413,981.13**	**$39,502.23**	**$4,091.84**	**0.90%**
Fixed Income							
12,247.227	METRO WEST T/R BD CL I	$129,208.24 10.550	$195 28	$128,479.35 10.490	$728 89	$4,237.54	3.28%
1,497.282	MFS EMERGING MKTS DEBT FUND CL I	21,740.53 14 520	88.12	21,382.85 14 281	357 68	1,100.50	5.06
12,063 184	MFS RESEARCH BD FUND CL I	128,834.81 10.680	0 00	127,749.90 10.590	1,084 91	4,053 23	3.14
4,662.683	NEUBERGER BERMAN HIGH INCOME BD FUND INSTL CL	43,735.97 9.380	207 02	43,645.01 9.360	90 96	2,606 44	5.95
3,082 144	PIMCO FOREIGN BD US$HD INSTL	32,424.15 10 520	56.89	32,302.67 10.481	121 48	742.80	2.29
11,095.115	PIMCO TOTAL RETURN FUND INSTL	118,606.78 10.690	159 84	117,839 64 10 621	767 14	2,951.30	2.48
Total Fixed Income		**$474,550.48**	**$707.15**	**$471,399.42**	**$3,151.06**	**$15,691.81**	**3.30%**

U.S. TRUST
Bank of America Corporation

Portfolio Detail

Account: 30-02-200-3017134 AGT TUA J GARLAND TILLAR

Jan. 01, 2013 through Dec. 31, 2013

Units	Description	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Hedge Funds							
3,607.384	GOLDMAN SACHS ABSOLUTE RETURN TRACKER FUND CL I	$33,620 82 9 320	$0 00	$33,721.82 9 348	-$101 00	$79.36	0.23%
1,895.126	HATTERAS ALPHA HEDGED STRATEGIES FUND INS SHS	22,362 49 11 800	0 00	21,282.27 11 230	1,080.22	7.58	0.03
1,040 189	PIMCO GLOBAL MULTI-ASSET FUND INSTL CL	10,713 95 10.300	0 00	10,641 13 10.230	72.82	215.32	2.01
Total Hedge Funds		**$66,697.26**	**$0.00**	**$65,645.22**	**$1,052.04**	**$302.26**	**0.45%**
Real Estate							
2,014.412	PRUDENTIAL GLOBAL REAL ESTATE FUND CL Z	$44,357.35 22 020	$0 00	$42,564 53 21.130	$1,792 82	$312.23	0.70%
Total Real Estate		**$44,357.35**	**$0.00**	**$42,564.53**	**$1,792.82**	**$312.23**	**0.70%**
Tangible Assets							
7,056 454	CREDIT SUISSE COMMODITY-RETURN STRATEGY FUND CL I	$51,018 16 7 230	$0 00	$53,205.66 7.540	-$2,187 50	$0.00	0.00%
Total Tangible Assets		**$51,018.16**	**$0.00**	**$53,205.66**	**-$2,187.50**	**$0.00**	**0.00%**
Other Non Investable Assets							
100 000	1520 REAR RIO GRANDE AVE FORT WORTH TARRANT CNTY TX 76102 ORPHANAGE	$200,000.00 200,000.000	$0 00	$43,491.96 43,491.960	$156,508 04	$0.00	0.00%
100.000	1520 RIO GRANDE AVE FORT WORTH, TEXAS (ORPHANAGE)	250,000 00 250,000 000	0 00	163,824.98 163,824.980	86,175 02	0.00	0.00

Portfolio Detail

Account: 30-02-200-3017134 AGT TUA J GARLAND TILLAR

Jan 01, 2013 through Dec. 31, 2013

Units	Description	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Other Non-Investable Assets (cont)							
Total Other Non-Investable Assets		**$450,000.00**	**$0.00**	**$207,316.94**	**$242,683.06**	**$0.00**	**0.00%**
Total Portfolio		**$1,743,861.30**	**$707.15**	**$1,457,867.59**	**$285,993.71**	**$20,398.18**	**1.17%**
Accrued Income		$707.15					
Total		**$1,744,568.45**					