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Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

2013

Department of the Treasury
Internal Revenue Service

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.

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation
CURTIS TEMPLIN CHARITABLE TRUST

Number and street (or P O box number if mail is not delivered to street address) Room/suite
Wells Fargo Bank N.A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041

City or town State ZIP code
Winston Salem NC 27101-3818

Foreign country name Foreign province/state/county Foreign postal code

A Employer identification number
83-6011358

B Telephone number (see instructions)
(888) 730-4933

C If exemption application is pending, check here

D 1. Foreign organizations, check here
2. Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

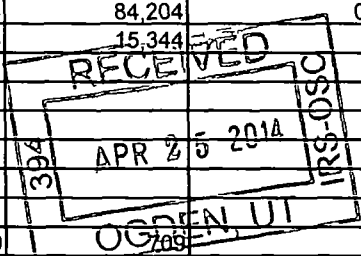
G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 1,469,347**

J Accounting method: Cash Accrual
 Other (specify) _____
(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	30,332	29,392		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	50,053			
	b Gross sales price for all assets on line 6a 440,256				
	7 Capital gain net income (from Part IV, line 2)		50,053		
	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)	4,759	4,759			
12 Total. Add lines 1 through 11	85,144	84,204	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	20,458	15,344		5,114
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	841			841
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	709			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	1,380	1,380		
	24 Total operating and administrative expenses. Add lines 13 through 23	23,388	17,433	0	5,955
	25 Contributions, gifts, grants paid	22,608			22,608
26 Total expenses and disbursements. Add lines 24 and 25	45,996	17,433	0	28,563	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	39,148				
b Net investment income (if negative, enter -0-)		66,771			
c Adjusted net income (if negative, enter -0-)			0		



For Paperwork Reduction Act Notice, see instructions.

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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	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	1,656	1,111	1,111			
	2	Savings and temporary cash investments	62,936	317,469	317,469			
	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)						
	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)	1,160,689	973,874	1,150,767				
14	Land, buildings, and equipment basis ▶							
	Less accumulated depreciation (attach schedule) ▶							
15	Other assets (describe ▶)							
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,225,281	1,292,454	1,469,347				
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)	0	0				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>							
	24	Unrestricted						
	25	Temporarily restricted						
	26	Permanently restricted						
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>							
	27	Capital stock, trust principal, or current funds	1,225,281	1,292,454				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund						
	29	Retained earnings, accumulated income, endowment, or other funds						
30	Total net assets or fund balances (see instructions)	1,225,281	1,292,454					
31	Total liabilities and net assets/fund balances (see instructions)	1,225,281	1,292,454					

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,225,281
2	Enter amount from Part I, line 27a	2	39,148
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	30,532
4	Add lines 1, 2, and 3	4	1,294,961
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	2,507
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,292,454

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	See Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			
(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			0	
b			0	
c			0	
d			0	
e			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				0
b				0
c				0
d				0
e				0
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 50,053
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 0

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	887,832	1,313,938	0.675703
2011	47,322	1,292,796	0.036604
2010	50,177	898,500	0.055845
2009	54,562	854,144	0.063879
2008	37,878	960,724	0.039427
2	Total of line 1, column (d)		2 0.871458
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3 0.174292
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5		4 1,362,349
5	Multiply line 4 by line 3		5 237,447
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 668
7	Add lines 5 and 6		7 238,115
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions		8 28,563

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			0
3	Add lines 1 and 2			1,335
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-			1,335
6	Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	243	
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			243
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			1,092
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			0
11	Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>			0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <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>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. ▶ \$ _____ (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>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ <u>WY</u>		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ WELLS FARGO BANK N.A. Telephone no ▶ 888-730-4933 Located at ▶ 1 W. 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ▶ 27101-3818			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 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	N/A
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

- 5a During the year did the foundation pay or incur any amount to:
 - (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
 - (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No
 - (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
 - (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No
 - (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No
- b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here
- c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945–5(d) N/A
- 6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No
- b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870
- 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No
- b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

5b	N/A	
6b		X
7b	N/A	

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
Wells Fargo Bank N.A. Trust Tax Dept 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	TRUSTEE	4 00	20,458	

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		▶

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		▶ 0

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	1,296,460
b	Average of monthly cash balances	1b	86,635
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,383,095
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	1,383,095
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	20,746
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,362,349
6	Minimum investment return. Enter 5% of line 5	6	68,117

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	68,117
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,335
b	Income tax for 2013. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,335
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	66,782
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	66,782
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	66,782

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	28,563
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	28,563
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	28,563

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				66,782
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0	
b Total for prior years: 20__, 20__, 20__				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009	2,797			
c From 2010	5,742			
d From 2011	6,990			
e From 2012	822,621			
f Total of lines 3a through e	838,150			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 28,563				
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				28,563
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013. (If an amount appears in column (d), the same amount must be shown in column (a))	38,219			38,219
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	799,931			
b Prior years' undistributed income. Subtract line 4b from line 2b			0	
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
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				0
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	799,931			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012	799,931			
e Excess from 2013				

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

N/A

- 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				(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					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter:					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

- c** Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p>a Paid during the year See Attached Statement</p>				
Total				▶ 3a 22,608
<p>b Approved for future payment NONE</p>				
Total				▶ 3b 0

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name EASTER SEALS-GOODWILL				
Street 4400 CENTRAL AVE				
City GREAT FALLS	State MT	Zip Code 59405	Foreign Country	
Relationship NONE	Foundation Status PC			
Purpose of grant/contribution GENERAL SUPPORT GRANT				Amount 1,508
Name STRIDE LEARNING CENTER				
Street 326 PARSLEY BLVD				
City CHEYENNE	State WY	Zip Code 82007-1014	Foreign Country	
Relationship NONE	Foundation Status PC			
Purpose of grant/contribution GENERAL SUPPORT GRANT				Amount 1,508
Name WYOMING CHILDREN'S SOCIETY				
Street PO BOX 105				
City CHEYENNE	State WY	Zip Code 82003-0105	Foreign Country	
Relationship NONE	Foundation Status PC			
Purpose of grant/contribution GENERAL SUPPORT GRANT				Amount 1,508
Name BSA LONGS PEAK COUNCIL INC				
Street PO BOX 1166				
City GREELY	State CO	Zip Code 80632-1166	Foreign Country	
Relationship NONE	Foundation Status PC			
Purpose of grant/contribution GENERAL SUPPORT GRANT				Amount 1,508
Name UNITED WAY OF LARAMIE COUNTY				
Street 6101 YELLOWSTONE RD STE 174				
City CHEYENNE	State WY	Zip Code 82009-3445	Foreign Country	
Relationship NONE	Foundation Status PC			
Purpose of grant/contribution GENERAL SUPPORT GRANT				Amount 1,508
Name PLATTE COUNTY MEMORIAL HOSPITAL				
Street PO BOX 1031				
City WHEATLAND	State WY	Zip Code 82201-1031	Foreign Country	
Relationship NONE	Foundation Status PC			
Purpose of grant/contribution GENERAL SUPPORT GRANT				Amount 1,508

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

GRAND LODGE OF A F & A M OF WY

Street

PO BOX 646

City

SARATOGA

State

WY

Zip Code

82331

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,508

Name

FIRST CHRISTIAN CHURCH

Street

219 W 27TH ST

City

CHEYENNE

State

WY

Zip Code

82001-3042

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,508

Name

SALVATION ARMY LEGAL DEPT

Street

180 EAST OCEAN BOULEVARD

City

LONG BEACH

State

CA

Zip Code

90802-4709

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,508

Name

SAINT JOSEPH'S CHILDREN'S HOME

Street

P O. BOX 1117

City

TORRINGTON

State

WY

Zip Code

82240

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,508

Name

CHEYENNE REGIONAL MEDICAL CENTER

Street

214 E 23RD STREET

City

CHEYENNE

State

WY

Zip Code

82001

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,505

Name

AMERICAN BIBLE SOCIETY

Street

1865 BROADWAY

City

NEW YORK

State

NY

Zip Code

10023

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,505

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year
 Recipient(s) paid during the year

Name
 AMERICAN FOUNDATION FOR THE BLIND

Street
 2 PENN PLZ STE 1102

City NEW YORK	State NY	Zip Code 10121	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			Amount 1,506

Name
 NATIONAL SOCIETY TO PREVENT BLINDNESS

Street
 211 W WACKER, SUITE 1700

City CHICAGO	State IL	Zip Code 60606	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			Amount 1,506

Name
 AMERICAN LUNG ASSOCIATION

Street
 822 JOHN ST

City SEATTLE	State WA	Zip Code 98109	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			Amount 1,506

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Totals			Net Gain or Loss
											Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss	
Long Term CG Distributions											440,256	390,203	50,053	
Short Term CG Distributions											0	0	0	
Amount											2,439			
1	X	VANGUARD SHORT TERM BO	921937827		4/26/2011		12/10/2013	95,998	96,217		0	-221	0	
2	X	VANGUARD REIT VIPER	922908553		10/20/2011		12/10/2013	16,590	12,931		0	3,659	0	
3	X	VODAFONE GROUP PLC NEW	92857W209		5/19/2010		10/31/2013	2,647	1,448		0	1,199	0	
4	X	MERGER FD SH BEN INT #260	589509108		10/20/2011		12/10/2013	528	513		0	15	0	
5	X	NOVARTIS AG - ADR	66987V109		10/20/2011		10/31/2013	1,088	783		0	305	0	
6	X	VODAFONE GROUP PLC NEW	92857W209		10/20/2011		10/31/2013	932	692		0	240	0	
7	X	NOVARTIS AG - ADR	66987V109		3/14/2011		10/31/2013	1,632	1,136		0	496	0	
8	X	NOVARTIS AG - ADR	66987V109		10/20/2011		10/31/2013	1,943	1,450		0	493	0	
9	X	ABBOTT LABS	002824100		8/31/2007		10/31/2013	1,502	1,020		0	482	0	
10	X	POWERSHARES LISTED PRIV	73935X185		10/20/2011		12/10/2013	39,538	26,542		0	12,996	0	
11	X	TEVA PHARMACEUTICAL IND	881624209		5/19/2010		9/23/2013	1,206	1,855		0	-659	0	
12	X	TEVA PHARMACEUTICAL IND	881624209		3/14/2011		9/23/2013	264	344		0	-80	0	
13	X	ABBOTT LABS	002824100		4/12/2011		10/31/2013	586	389		0	197	0	
14	X	TEVA PHARMACEUTICAL IND	881624209		4/12/2011		9/23/2013	415	540		0	-125	0	
15	X	TEVA PHARMACEUTICAL IND	881624209		5/19/2010		9/23/2013	302	461		0	-159	0	
16	X	ABBOTT LABS	002824100		8/31/2007		10/31/2013	330	220		0	110	0	
17	X	TEVA PHARMACEUTICAL IND	881624209		10/20/2011		9/23/2013	942	980		0	-38	0	
18	X	VANGUARD INTERMEDIATE I	921937819		7/27/2010		8/16/2013	14,303	14,606		0	-303	0	
19	X	VANGUARD INTERMEDIATE I	921937819		1/28/2011		8/16/2013	14,796	14,988		0	-192	0	
20	X	VANGUARD INTERMEDIATE I	921937819		3/14/2011		8/16/2013	24,331	24,603		0	-272	0	
21	X	VANGUARD SHORT TERM BO	921937827		2/28/2010		12/10/2013	10,050	10,039		0	11	0	
22	X	VANGUARD SHORT TERM BO	921937827		1/28/2011		12/10/2013	19,858	19,955		0	-97	0	
23	X	ABBOTT LABS	002824100		10/20/2011		10/31/2013	916	643		0	273	0	
24	X	ABBVIE INC	00287Y109		8/31/2007		10/31/2013	1,994	1,106		0	888	0	
25	X	ABBVIE INC	00287Y109		4/12/2011		10/31/2013	778	421		0	357	0	
26	X	ABBVIE INC	00287Y109		8/31/2007		10/31/2013	438	239		0	199	0	
27	X	ABBVIE INC	00287Y109		10/20/2011		10/31/2013	1,216	687		0	519	0	
28	X	AFFILIATED MANAGERS GRO	008252108		10/12/2011		10/31/2013	4,168	1,836		0	2,332	0	
29	X	AFFILIATED MANAGERS GRO	008252108		7/27/2010		10/31/2013	795	293		0	502	0	
30	X	APPLE INC	037833100		10/20/2011		10/31/2013	10,476	8,000		0	2,476	0	
31	X	CHEVRON CORP	166764100		10/20/2011		11/14/2013	2,987	2,564		0	423	0	
32	X	DIAMOND HILL LONG-SHORT	25264S833		5/13/2010		12/10/2013	10,563	7,500		0	3,063	0	
33	X	DIAMOND HILL LONG-SHORT	25264S833		7/27/2010		12/10/2013	7,164	5,000		0	2,164	0	
34	X	DIAMOND HILL LONG-SHORT	25264S833		1/12/2011		12/10/2013	4,940	3,552		0	1,388	0	
35	X	DIAMOND HILL LONG-SHORT	25264S833		10/20/2011		12/10/2013	12,938	9,525		0	3,413	0	
36	X	GATEWAY FUND Y #1886	367829884		10/20/2011		12/10/2013	45,150	40,475		0	4,675	0	
37	X	GILEAD SCIENCES INC	375558103		5/11/2012		10/31/2013	1,787	649		0	1,138	0	
38	X	GILEAD SCIENCES INC	375558103		5/11/2012		12/13/2013	1,778	649		0	1,129	0	
39	X	HUSSMAN STRATEGIC GRO	448108100		6/24/2009		12/10/2013	26,640	34,637		0	-7,997	0	
40	X	HUSSMAN STRATEGIC GRO	448108100		3/16/2011		12/10/2013	1,645	2,000		0	-355	0	
41	X	INTEL CORP	458140100		8/31/2007		10/31/2013	1,982	2,083		0	-101	0	
42	X	ISHARES S&P MID-CAP 400 G	464287606		10/20/2011		10/31/2013	1,223	1,192		0	31	0	
43	X	ISHARES RUSSELL 1000 GRO	464287614		10/20/2011		12/10/2013	7,350	4,819		0	2,531	0	
44	X	ISHARES S&P MID-CAP 400 V	464287705		10/20/2011		12/10/2013	8,385	5,646		0	2,749	0	
45	X	ISHARES S&P SMALL-CAP 600	464287879		10/20/2011		12/10/2013	5,721	3,574		0	2,153	0	
46	X	ISHARES S&P SMALL-CAP 600	464287879		10/20/2011		12/10/2013	10,874	6,447		0	4,427	0	
47	X	MERGER FD SH BEN INT #260	589509108		10/20/2011		12/10/2013	11,645	6,959		0	4,686	0	
48	X	SECTION 1256 CONTRACTS LI			11/2/2010		12/10/2013	4,469	24		0	-24	0	
49	X	SECTION 1256 CONTRACTS LI						614			0	-614	0	
50	X	SECTION 1256 CONTRACTS LI						2,928			0	-2,928	0	
51	X	SECTION 1256 CONTRACTS LI									0		0	

Part I, Line 11 (990-PF) - Other Income

		4,759	4,759	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	OMG ROYALTY INCOME	4,759	4,759	

Part I, Line 16b (990-PF) - Accounting Fees

		841	0	0	841
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	841			841

Part I, Line 18 (990-PF) - Taxes

		709	709	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	709	709		

Part I, Line 23 (990-PF) - Other Expenses

		1,380	1,380	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	6	6		
2	OMG OTHER ROYAL EXPENSES	303	303		
3	OMG MINERAL INTEREST PRODUCTION TAXES	372	372		
4	OMG MINERAL INTEREST AD VALOREM TAXES	239	239		
5	PARTNERSHIP EXPENSES	460	460		

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1			0	0	0
2	"GOSHEN CO., WYOMING, 1/2 MI"		0	1	12,205
3	AFLAC INC		0	2,553	3,474
4	AFFILIATED MANAGERS GROUP INC		0	1,829	5,422
5	APACHE CORPORATION COM		0	4,077	3,695
6	APPLE COMPUTER INC COM		0	4,406	9,537
7	BAXTER INTL INC COM		0	4,955	5,216
8	BOEING COMPANY		0	2,356	4,641
9	CVS/CAREMARK CORPORATION		0	2,877	6,086
10	CAPITAL ONE FINANCIAL CORP		0	2,142	3,371
11	CISCO SYSTEMS INC		0	2,907	3,746
12	CUMMINS INC		0	3,310	3,524
13	DIAGEO PLC - ADR		0	2,048	3,575
14	WALT DISNEY CO		0	3,203	6,800
15	E M C CORP MASS		0	2,294	2,867
16	GILEAD SCIENCES INC		0	1,298	3,755
17	INTERNATIONAL BUSINESS MACHS CORP		0	2,696	2,814
18	JOHNSON CONTROLS INC		0	2,094	2,668
19	MERGER FD SH BEN INT 260		0	16,812	17,103
20	MICROSOFT CORP		0	2,927	3,891
21	NATIONAL OILWELL INC COM		0	4,088	3,976
22	NESTLE S A REGISTERED SHARES - ADR		0	3,576	4,710
23	ORACLE CORPORATION		0	3,215	4,132
24	PIMCO FOREIGN BD FD USD H-INST 103		0	27,928	27,665
25	SCHLUMBERGER LTD		0	3,520	4,956
26	TJX COS INC NEW		0	2,187	5,353
27	THERMO FISHER SCIENTIFIC INC		0	2,365	4,788
28	TOTAL FINA ELF S A ADR		0	3,075	3,064
29	UNION PACIFIC CORP		0	3,321	6,216
30	MCKESSON CORP		0	3,926	4,035
31	GOLDMAN SACHS GROUP INC		0	2,697	3,013
32	HSBC - ADR		0	2,757	2,756
33	UNITED PARCEL SERVICE-CL B		0	1,960	3,152
34	TARGET CORP		0	3,368	3,417
35	UNITEDHEALTH GROUP INC		0	3,140	5,949
36	COACH INC		0	2,533	2,806
37	BHP BILLITON LIMITED		0	2,473	1,841
38	ISHARES RUSSELL 1000 GROWTH		0	67,752	103,140
39	JPMORGAN CHASE & CO		0	4,669	6,842
40	US BANCORP DEL NEW		0	2,925	3,798
41	ISHARES S&P MIDCAP 400 VALUE		0	26,289	44,400
42	ISHARES S&P SMALL CAP 600 VALUE		0	14,506	25,034
43	ANHEUSER-BUSCH INBEV SPN ADR		0	1,906	3,726
44	LAUDIS MONDRIAN INTL FI-INST 2940		0	25,978	23,804
45	ISHARES S&P MIDCAP 400 GROWTH		0	27,393	47,310
46	CEF ISHARES S&P SMALL CAP 600 GROW		0	13,918	23,722

973,874 1,150,767

1,160,689

Part II, Line 13 (990-PF) - Investments - Other

		1,160,689	973,874	1,150,767
Asset Description		Book Value	Book Value	FMV
	Basis of Valuation	Beg of Year	End of Year	End of Year
47	ISHARES MSCI EAFE	0	138,101	128,822
48	CHEVRON CORP	0	2,571	3,622
49	DREYFUS EMG MKT DEBT LOC C-I 6083	0	26,175	24,839
50	DRIEHAUS ACTIVE INCOME FUND	0	10,000	9,972
51	3M CO	0	4,368	7,433
52	BERSHIRE HATHAWAY INC	0	2,568	3,912
53	COMCAST CORP CLASS A	0	2,323	6,703
54	EATON VANCE FLOATING RATE FD-I 924	0	30,000	30,033
55	ASG GLOBAL ALTERNATIVES-Y 1993	0	10,000	9,654
56	ISHARES TR MSCI EMERGING MARKETS	0	57,270	62,692
57	METLIFE INC 5 500% 6/15/14	0	49,898	51,110
58	GOOGLE INC	0	5,176	5,604
59	VANGUARD REIT VIPER	0	37,258	60,234
60	AQR MANAGED FUTURES STR-I	0	5,000	5,101
61	CELANESE CORP	0	2,186	2,766
62	MONSTER BEVERAGE CORP	0	2,868	3,388
63	POWERSHARES DB COMMODITY INDEX	0	60,514	57,735
64	BERKSHIRE HATHAWAY 1 600% 5/15/17	0	50,613	50,482
65	EATON CORP PLC	0	2,232	3,273
66	CME GROUP INC	0	3,736	3,923
67	SPDR DJ WILSHIRE INTERNATIONAL REA	0	44,756	51,747
68	ROBECO BP LNG/SHRT RES-INS	0	15,000	15,232
69	RIDGEWORTH SEIX HY BD-I 5855	0	42,390	41,862
70	CREDIT SUISSE COMM RT ST-CO 2156	0	42,621	32,633

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	Mutual Fund & CTF Income Additions	1	2,711
2	Partnership Income Adjustment	2	3,999
3	Federal Excise Tax Refund	3	23,822
4	Total	4	30,532

Line 5 - Decreases not included in Part III, Line 2

1	Mutual Fund & CTF Income Subtraction	1	1,514
2	PY Return of Capital Adjustment	2	864
3	Cost Basis Adjustment	3	129
4	Total	4	2,507

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Description of Property Sold	CUIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F MV as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses	Amount	
														Long Term CG Distributions	Short Term CG Distributions
1 VANGUARD SHORT TERM BOND ETF	921937827		4/28/2011	12/10/2013	85,998	0	0	95,217	-221	47,814	0	0	0	0	47,814
2 VANGUARD REIT VIPER	922808553		5/13/2010	12/10/2013	16,950	0	0	12,931	3,859	0	0	0	0	0	-221
3 VODAFONE GROUP PLC NEW ADR	923857209		10/20/2011	10/31/2013	2,847	0	0	1,408	1,199	0	0	0	0	0	3,653
4 MORGAN STANLEY BENCHMARK INTL #260	9259509108		10/20/2011	10/31/2013	528	0	0	513	15	0	0	0	0	0	1,199
5 NOVARTIS AG - ADR	926987109		10/20/2011	10/31/2013	1,088	0	0	781	305	0	0	0	0	0	15
6 VODAFONE GROUP PLC NEW ADR	923857209		3/14/2011	10/31/2013	932	0	0	692	240	0	0	0	0	0	305
7 NOVARTIS AG - ADR	926987109		10/20/2011	10/31/2013	1,832	0	0	1,136	496	0	0	0	0	0	240
8 NOVARTIS AG - ADR	926987109		10/20/2011	10/31/2013	1,943	0	0	1,450	493	0	0	0	0	0	496
9 ABBOTT LABS	9202824100		8/31/2007	10/31/2013	1,502	0	0	1,020	482	0	0	0	0	0	493
10 POWERSHARES LISTED PRIVATE EQUIP	923935X195		10/20/2011	12/10/2013	39,538	0	0	26,542	12,996	0	0	0	0	0	482
11 TEVA PHARMACEUTICAL INDUSTRIES	881824209		5/13/2010	9/23/2013	1,206	0	0	1,865	-659	0	0	0	0	0	12,996
12 TEVA PHARMACEUTICAL INDUSTRIES	881824209		3/14/2011	9/23/2013	264	0	0	344	-80	0	0	0	0	0	-659
13 ABBOTT LABS	9202824100		4/12/2011	10/31/2013	598	0	0	389	197	0	0	0	0	0	-80
14 TEVA PHARMACEUTICAL INDUSTRIES	881824209		4/12/2011	10/31/2013	415	0	0	540	-125	0	0	0	0	0	197
15 TEVA PHARMACEUTICAL INDUSTRIES	881824209		5/13/2010	9/23/2013	302	0	0	491	-189	0	0	0	0	0	-125
16 ABBOTT LABS	9202824100		8/31/2007	10/31/2013	330	0	0	220	110	0	0	0	0	0	-189
17 TEVA PHARMACEUTICAL INDUSTRIES	881824209		10/20/2011	9/23/2013	942	0	0	980	-38	0	0	0	0	0	110
18 VANGUARD INTERMEDIATE TERM B	921837819		7/27/2010	8/16/2013	14,303	0	0	14,606	-303	0	0	0	0	0	-38
19 VANGUARD INTERMEDIATE TERM B	921837819		1/28/2011	8/16/2013	14,796	0	0	14,988	-192	0	0	0	0	0	-303
20 VANGUARD INTERMEDIATE TERM B	921837819		3/14/2011	8/16/2013	24,331	0	0	24,603	-272	0	0	0	0	0	-192
21 VANGUARD SHORT TERM BOND ETF	921837827		2/24/2010	12/10/2013	10,050	0	0	10,039	11	0	0	0	0	0	11
22 VANGUARD SHORT TERM BOND ETF	921837827		1/28/2011	12/10/2013	19,858	0	0	19,955	-97	0	0	0	0	0	-97
23 ABBOTT LABS	9202824100		10/20/2011	10/31/2013	916	0	0	643	273	0	0	0	0	0	273
24 ABBVIE INC	922877109		8/31/2007	10/31/2013	1,994	0	0	1,106	888	0	0	0	0	0	888
25 ABBVIE INC	922877109		4/12/2011	10/31/2013	778	0	0	421	357	0	0	0	0	0	357
26 ABBVIE INC	922877109		8/31/2007	10/31/2013	438	0	0	239	199	0	0	0	0	0	199
27 ABBVIE INC	922877109		10/20/2011	10/31/2013	1,216	0	0	697	519	0	0	0	0	0	519
28 AFFILIATED MANAGERS GROUP, INC	9208252108		10/12/2011	10/31/2013	4,166	0	0	1,838	2,332	0	0	0	0	0	2,332
29 AFFILIATED MANAGERS GROUP, INC	9208252108		7/27/2010	10/31/2013	795	0	0	293	502	0	0	0	0	0	502
30 APPLE INC	923783100		10/20/2011	10/31/2013	10,478	0	0	8,000	2,478	0	0	0	0	0	2,478
31 CHEVRON CORP	186794100		10/20/2011	11/14/2013	2,987	0	0	2,564	423	0	0	0	0	0	423
32 DIAMOND HILL LONG-SHORT FD CL #	252845833		5/13/2010	12/10/2013	10,563	0	0	7,500	3,063	0	0	0	0	0	3,063
33 DIAMOND HILL LONG-SHORT FD CL #	252845833		7/27/2010	12/10/2013	7,164	0	0	5,000	2,164	0	0	0	0	0	2,164
34 DIAMOND HILL LONG-SHORT FD CL #	252845833		11/22/2010	12/10/2013	4,940	0	0	3,552	1,388	0	0	0	0	0	1,388
35 DIAMOND HILL LONG-SHORT FD CL #	252845833		10/20/2011	12/10/2013	12,838	0	0	9,525	3,413	0	0	0	0	0	3,413
36 GATEWAY FUND - Y #1866	367828884		10/20/2011	12/10/2013	45,150	0	0	40,475	4,675	0	0	0	0	0	4,675
37 GILEAD SCIENCES INC	375558103		5/11/2012	10/31/2013	1,787	0	0	649	1,138	0	0	0	0	0	1,138
38 GILEAD SCIENCES INC	375558103		8/14/2012	12/13/2013	1,778	0	0	649	1,129	0	0	0	0	0	1,129
39 HUSSMAN STRATEGIC GROWTH FUND	448108100		6/24/2009	12/10/2013	28,640	0	0	34,637	-7,997	0	0	0	0	0	-7,997
40 HUSSMAN STRATEGIC GROWTH FUND	448108100		3/16/2011	12/10/2013	1,645	0	0	2,000	-355	0	0	0	0	0	-355
41 INTEL CORP	458140100		8/31/2007	10/31/2013	1,822	0	0	2,083	-261	0	0	0	0	0	-261
42 INTEL CORP	458140100		10/20/2011	10/31/2013	1,223	0	0	1,192	31	0	0	0	0	0	31
43 ISHARES S&P MID-CAP 400 GROWTH	464287608		10/20/2011	12/10/2013	7,350	0	0	4,819	2,531	0	0	0	0	0	2,531
44 ISHARES RUSSELL 1000 GROWTH ETF	464287614		10/20/2011	12/10/2013	8,395	0	0	5,646	2,749	0	0	0	0	0	2,749
45 ISHARES S&P MID-CAP 400 VALUE	464287705		10/20/2011	12/10/2013	5,727	0	0	3,574	2,153	0	0	0	0	0	2,153
46 ISHARES S&P SMALL-CAP 600 VALUE	464287879		10/20/2011	12/10/2013	10,874	0	0	6,447	4,427	0	0	0	0	0	4,427
47 ISHARES S&P SMALL-CAP 600 GROWTH	464287879		10/20/2011	12/10/2013	11,645	0	0	6,959	4,686	0	0	0	0	0	4,686
48 MERGER FUND SH BEN INT #260	5695509108		10/20/2011	12/10/2013	4,469	0	0	4,379	90	0	0	0	0	0	90
49 ST. LOSS FROM PARTNERSHIP						0	0	24	-24	0	0	0	0	0	-24
50 ST. LOSS FROM PARTNERSHIP						0	0	614	-614	0	0	0	0	0	-614
51 SECTION 1256 CONTRACTS LOSS						0	0	2,928	-2,928	0	0	0	0	0	-2,928

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

Line	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N A Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-04	Winston Salem	NC	27101-3818		TRUSTEE	4.00	20,458	0	0

• **Part VI, Line 6a (990-PF) - Estimated Tax Payments**

	Date	1	Amount
1 Credit from prior year return		1	243
2 First quarter estimated tax payment		2	
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	
7 Total		7	243

**Gains and Losses From Section 1256
 Contracts and Straddles**

Information about Form 6781 and its instructions is at www.irs.gov/form6781.
 Attach to your tax return.

Name(s) shown on tax return: **CURTIS TEMPLIN CHARITABLE TRUST**
 Identifying number: **83-6011358**

Check all applicable boxes (see instructions):
 A Mixed straddle election
 B Straddle-by-straddle identification election
 C Mixed straddle account election
 D Net section 1256 contracts loss election

Part I Section 1256 Contracts Marked to Market

(a) Identification of account	(b) (Loss)	(c) Gain
1 POWERSHARES DB COMMUNITY INDEX	2,928	
2 Add the amounts on line 1 in columns (b) and (c)	2 (2,928)	0
3 Net gain or (loss) Combine line 2, columns (b) and (c)		3 -2,928
4 Form 1099-B adjustments See instructions and attach statement		4
5 Combine lines 3 and 4		5 -2,928
<i>Note: If line 5 shows a net gain, skip line 6 and enter the gain on line 7 Partnerships and S corporations, see instructions</i>		
6 If you have a net section 1256 contracts loss and checked box D above, enter the amount of loss to be carried back Enter the loss as a positive number		6
7 Combine lines 5 and 6		7 -2,928
8 Short-term capital gain or (loss). Multiply line 7 by 40% (40) Enter here and include on the appropriate line of Schedule D (see instructions)		8 -1,171
9 Long-term capital gain or (loss). Multiply line 7 by 60% (60) Enter here and include on the appropriate line of Schedule D (see instructions)		9 -1,757

Part II Gains and Losses From Straddles. Attach a separate statement listing each straddle and its components

Section A—Losses From Straddles

(a) Description of property	(b) Date entered into or acquired	(c) Date closed out or sold	(d) Gross sales price	(e) Cost or other basis plus expense of sale	(f) Loss. If column (e) is more than (d), enter difference. Otherwise, enter -0-	(g) Unrecognized gain on offsetting positions	(h) Recognized loss. If column (f) is more than (g), enter difference. Otherwise, enter -0-
10							
11 a Enter the short-term portion of losses from line 10, column (h), here and include on the appropriate line of Schedule D or Form 8949 (see instructions)							11a ()
b Enter the long-term portion of losses from line 10, column (h), here and include on the appropriate line of Schedule D or Form 8949 (see instructions)							11b ()

Section B—Gains From Straddles

(a) Description of property	(b) Date entered into or acquired	(c) Date closed out or sold	(d) Gross sales price	(e) Cost or other basis plus expense of sale	(f) Gain. If column (d) is more than (e), enter difference. Otherwise, enter -0-
12					
13 a Enter the short-term portion of gains from line 12, column (f), here and include on the appropriate line of Schedule D or Form 8949 (see instructions)					13a
b Enter the long-term portion of gains from line 12, column (f), here and include on the appropriate line of Schedule D or Form 8949 (see instructions)					13b

Part III Unrecognized Gains From Positions Held on Last Day of Tax Year. Memo Entry Only (see instructions)

(a) Description of property	(b) Date acquired	(c) Fair market value on last business day of tax year	(d) Cost or other basis as adjusted	(e) Unrecognized gain. If column (c) is more than (d), enter difference. Otherwise, enter -0-
14				