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 HONORA M CULLINAN FOUNDATION	A Employer identification number 84-1672598
Number and street (or P O box number if mail is not delivered to street address) 724 N 20TH STREET — Room/suite	B Telephone number (see instructions) (312)308-2913
City or town, state or province, country, and ZIP or foreign postal code QUINCY, IL 62301	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) ▶ $ 3,420,471

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))

	Line	Description	(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	37,266	37,266		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	9,604			
	b	Gross sales price for all assets on line 6a 228,998				
	7	Capital gain net income (from Part IV, line 2)		9,604		
	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) STM106	72,623	72,623		
	12	**Total.** Add lines 1 through 11	119,493	119,493		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) STM107	5,929			
	b	Accounting fees (attach schedule) STM108	500			
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STM110	1,498	1,498		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) STM103	20	20		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	7,947	1,518		0
	25	Contributions, gifts, grants paid	131,000			0
	26	**Total expenses and disbursements.** Add lines 24 and 25	138,947	1,518		0
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	(19,454)			
	b	**Net investment income** (if negative, enter -0-)		117,975		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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EEA

Form 990-PF (2013)

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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	63,177	151,538	151,538
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations (attach STM136)	442,185	711,420	753,169
	b Investments - corporate stock (attach schedule) STM137	998,060	1,471,096	1,834,170
	c Investments - corporate bonds (attach schedule) STM138	27,083	55,596	56,763
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶ STM120)	260,425	1,085,451	624,831
	16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	1,790,930	3,475,101	3,420,471
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.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	1,790,930	3,475,101	
	30 **Total net assets or fund balances** (see instructions)	1,790,930	3,475,101	
	31 **Total liabilities and net assets/fund balances** (see instructions)	1,790,930	3,475,101	

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	1,790,930
2	Enter amount from Part I, line 27a	2	(19,454)
3	Other increases not included in line 2 (itemize) ▶ STM115	3	1,703,625
4	Add lines 1, 2, and 3	4	3,475,101
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,475,101

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 (yr , mo , day)	(d) Date sold (yr , mo , day)
1a	SECURITIES PER SCHEDULE ATTACHED	P	2013-01-01	2013-12-31
b	SECURITIES PER SCHEDULE ATTACHED	P	2011-03-17	2013-12-31
c	CAPITAL GAIN DIVIDEND DISTRIBUTIONS	P	2013-03-17	2013-12-31
d	SECTION 1250 GAIN	P	2011-03-17	2013-12-31
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	157,237		161,309	(4,072)
b	54,076		52,085	1,991
c	17,523			17,523
d	162			162
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				(4,072)
b				1,991
c				17,523
d				162
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** — 9,604

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** — (10,072)

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	0.0
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	0.0
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,624,411
5 Multiply line 4 by line 3	5	0
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,180
7 Add lines 5 and 6	7	1,180
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	2,360
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	2,360
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	2,360
6	Credits/Payments.		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	2,360
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 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) ▶ IL			
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 ▶ FATHER JOHN DOCTOR Telephone no ▶ 312-308-2913
Located at ▶ 724 N 20TH ST, QUINCY, IL ZIP+4 ▶ 62301

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		
	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		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ 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)

			Yes	No
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? If "Yes" to 6b, file Form 8870	6b		X
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 See 990 OFOV	(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
FATHER JOHN DOCTOR OFM 724 N 20TH STREET, QUINCY, IL 62301	PRESIDENT 0	0	0	0
FATHER WENCESLAUS CHURCH OFM 110 W MADISON STREET, IL 60601	TREASURER 0	0	0	0
FATHER WILLIAM SPENCER OFM 3140 MERAMAC, SAINT LOUIS, MO 63118	DIRECTOR 0	0	0	0
FATHER THOMAS VOS OFM CROSS IN THE WOODS 7078 M-68, 49749	DIRECTOR 0	0	0	0

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

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

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 CARE FOR ELDERLY AND INFIRM RELIGIOUS THROUGH THE FRANCISCAN PROVINCE OF THE SACRED HEART	40,000
2 CARE FOR THE HOMELSS TRHOUGH FRANCISCAN SHELTER AND SOUP KITCHEN THROUGH THE FRANCISCAN OUTREACH ASSOCIATION	30,000
3 UTILITY AID FOR NEEDY FAMILIES THROUGH THE FRANCISCAN CONNECTION	25,000
4 AID TO CHILDREN THROUGH QUINCEY UNIVERSITY IMPACT MENTOR PROGRAM AND CHILDRENS CENTER OF THE CUMBERLANDS MEDICAL CARE FOR ABUSED AND AT RISK CHILDREN	30,000

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes.		
a	Average monthly fair market value of securities	1a	2,120,406
b	Average of monthly cash balances	1b	107,358
c	Fair market value of all other assets (see instructions)	1c	436,613
d	**Total** (add lines 1a, b, and c)	1d	2,664,377
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	0
3	Subtract line 2 from line 1d	3	2,664,377
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	39,966
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,624,411
6	**Minimum investment return.** Enter 5% of line 5	6	131,221

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	131,221
2a	Tax on investment income for 2013 from Part VI, line 5	2a	2,360		
b	Income tax for 2013. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	2,360
3	Distributable amount before adjustments Subtract line 2c from line 1			3	128,861
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	128,861
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	128,861

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	0
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	
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	

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				128,861
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			1	
b Total for prior years ______, ______, ______				
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f **Total** of lines 3a through e				
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions			1	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				128,861
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				
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

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).)

NONE,

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

NONE,

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

Check here ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds 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 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				
FRANCISCAN OUTREACH ASSOCIATION 1645 W LEMOYNE ST CHICAGO, IL 60622		PC	FRANCISCAN HOUSE HOMELESS SHELTER AND SOUP KITCHEN	30,000
FRANCISCAN CONNECTION 2903 CHEROKEE STREET SAINT LOUIS, MO 63118		PC	UTILITY AID FOR NEEDY FAMILIES	25,000
QUINCY UNIVERSITY 1800 COLLEGE AVENUE QUINCY, IL 62301		PC	IMPACT MENTOR PROGRAM	15,000
FRANCISCAN PROVINCE OF THE SACRED H 3140 MERAMAC STREET SAINT LOUIS, MO 63118	PC		CARE FOR ELDERLY AND INFIRM FRIARS	40,000
ST ANTHONY OF PADUA PARISH 3140 MEERAMEC STREET SAINT LOUIS, MO 63118	PC		FOOD PANTRY	6,000
CHILDRENS CENTER OF THE CUMBERLANDS 22510 ALBERTA ONEIDA, TN 37841	PC		MEDICAL CARE FOR ABUSED AND AT RISK CHILDREN AND	15,000
Total ▶ 3a				131,000
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		37,266	14		
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					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a OIL AND GAS ROYALTY		72,623	15		
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		109,889			

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 109,889

(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)

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

FATHER JOHN DOCTOR Fr. John Doctor 10/06/14 PRESIDENT

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Richard J Pfleeger	Richard J Pfleeger CPA	09-28-2014		P01238155
Firm's name ▶ Pfleeger & Company PC			Firm's EIN ▶	
Firm's address ▶ 1104 W Sigwalt Street Arlington Heights IL 60005			Phone no 847-749-1131	

List of Officers, Directors, Trustees, and Key Employees

1 List all officers, directors, trustees, and key employees for the year even if they were not compensated.

(a) Name and title	(b) Average hours per week devoted to position	(c) Reportable compensation (Form W-2/1099-MISC) (if not paid, enter -0-)	(d) Health benefits, contributions to employee benefit plans, and deferred compensation	(e) Estimated amount of other compensation
CAROL HOPKINS DIRECTOR 1909 LINCOLN, EVANSTON, IL 60201	0	0	0	0

Name(s) as shown on return: HONORA M CULLINAN FOUNDATION

FEIN: 84-1672598

FORM 990PF, PART III, LINE 3 — STATEMENT #115

OTHER INCREASES SCHEDULE

UNREALIZED GAIN OR LOSS	1,703,625
TOTAL	1,703,625

PG 01

FORM 990PF, PART II, LINE 15 — STATEMENT #120

OTHER ASSETS SCHEDULE

DESCRIPTION	BOY BOOK	EOY BOOK	FMV
REITS	260,425	1,085,451	624,831
TOTAL	260,425	1,085,451	624,831

PG 01

FORM 990PF, PART II, LINE 10(A) — STATEMENT #136

INVESTMENTS: STATE AND LOCAL GOVERNMENT OBLIGATION SCHEDULE

CATEGORY	BOOK VALUE (BOY)	BOOK VALUE (EOY)	FMV (EOY)
MUNICIPAL BONDS	442,185	711,420	753,169
TOTALS	442,185	711,420	753,169

PG 01

FORM 990PF, PART II, LINE 10(B) — STATEMENT #137

INVESTMENTS: CORPORATE STOCK SCHEDULE

CATEGORY	BOY	BOOK VALUE	EOY FMV
CORPORATE STOCKS	998,060	1,471,096	1,834,170
TOTALS	998,060	1,471,096	1,834,170

Federal Supporting Statements

2013 PG 01

Name(s) as shown on return: HONORA M CULLINAN FOUNDATION

FEIN: 84-1672598

FORM 990PF, PART II, LINE 10(C)

STATEMENT #138

INVESTMENTS: CORPORATE BOND SCHEDULE

CATEGORY	BOY	BOOK VALUE	EOY FMV
CORPORATE BONDS	27,083	55,596	56,763
TOTALS	27,083	55,596	56,763

STATMENT LD

Federal Supporting Statements

2013 PG 01

Name(s) as shown on return: HONORA M CULLINAN FOUNDATION

Your Social Security Number: 84-1672598

FORM 990PF, PART I, LINE 23 - OTHER EXPENSES SCHEDULE

STATEMENT #103

DESCRIPTION	REVENUE AND EXPENSES	NET INVESTMENT	ADJUSTED NET INCOME	CHARITABLE PURPOSE
aNVESTMENT EXPENSES	20	20	0	0
TOTALS	20	20	0	0

PG 01

FORM 990PF, PART I, LINE 11 - OTHER INCOME SCHEDULE

STATEMENT #106

DESCRIPTION	REVENUE AND EXPENSES	NET INVESTMENT	ADJUSTED NET INCOME
ROYALTIES NET	72,623	72,623	0
TOTALS	72,623	72,623	0

Federal Supporting Statements

2013 PG 01

Name(s) as shown on return: HONORA M CULLINAN FOUNDATION

Your Social Security Number: 84-1672598

FORM 990PF, PART I, LINE 16(A) - LEGAL FEES SCHEDULE

STATEMENT #107

DESCRIPTION	REVENUE AND EXPENSES	NET INVESTMENT	ADJUSTED NET INCOME	CHARITABLE PURPOSE
LEGAL FEES	5,929	0	0	0
TOTALS	5,929	0	0	0

PG 01
STATEMENT #108

FORM 990PF, PART I, LINE 16(B) - ACCOUNTING FEES SCHEDULE

DESCRIPTION	REVENUE AND EXPENSES	NET INVESTMENT	ADJUSTED NET INCOME	CHARITABLE PURPOSE
ACCOUNTING FEES	500	0	0	0
TOTALS	500	0	0	0

Federal Supporting Statements

2013 PG 01

Name(s) as shown on return: HONORA M CULLINAN FOUNDATION

Your Social Security Number: 84-1672598

FORM 990PF, PART I, LINE 18 - TAXES SCHEDULE

STATEMENT #110

DESCRIPTION	REVENUE AND EXPENSES	NET INVESTMENT	ADJUSTED NET INCOME	CHARITABLE PURPOSE
FOREIGN TAXES ON DIVIDENDS	1,498	1,498	0	0
TOTALS	1,498	1,498	0	0

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Name(s) as shown on return: HONORA M CULLINAN FOUNDATION

FEIN: 84-1672598

CONTRIBUTIONS GRANTS AND BEQUESTS

Description	Amount
FRANCISCAN OUTREACH ASSOCIATION	$ 30,000
FRANCISCAN CONNECTION	25,000
QUINCY UNIVERSITY	15,000
FRANCISCAN PROVINCE OF THE SACRED HEART	40,000
ST. ANTHONY OF PADUA PARISH ST ANTHONY FOOD PANTRY	6,000
CHILDRENS CENTER OF THE CUMBERLANDS	15,000
Total:	$ 131,000

Form **990-W** (Worksheet)

Department of the Treasury Internal Revenue Service

Estimated Tax on Unrelated Business Taxable Income for Tax-Exempt Organizations

(and on Investment Income for Private Foundations)

(Keep for your records. Do not send to the Internal Revenue Service.)

OMB No 1545-0976

2013

1	Unrelated business taxable income expected in the tax year	1	
2	**Tax on the amount on line 1.** See instructions for tax computation	2	
3	Alternative minimum tax (see instructions)	3	
4	Total. Add lines 2 and 3	4	
5	Estimated tax credits (see instructions)	5	
6	Subtract line 5 from line 4	6	
7	Other taxes (see instructions)	7	
8	Total. Add lines 6 and 7	8	
9	Credit for federal tax paid on fuels (see instructions)	9	
10a	Subtract line 9 from line 8 **Note.** If less than $500, the organization is not required to make estimated tax payments Private foundations, see instructions — **10a** 2,360		
b	Enter the tax shown on the 2012 return (see instructions). **Caution.** If zero or the tax year was for less than 12 months, skip this line and enter the amount from line 10a on line 10c — **10b** 2,360		
c	**2013 Estimated Tax.** Enter the smaller of line 10a or line 10b If the organization is required to skip line 10b, enter the amount from line 10a on line 10c	10c	2,360

			(a)	(b)	(c)	(d)
11	**Installment due dates** (see instructions)	11	05-15-2014	06-16-2014	09-15-2014	12-15-2014
12	**Required installments.** Enter 25% of line 10c in columns **(a)** through **(d)** unless the organization uses the annualized income installment method, the adjusted seasonal installment method, or is a "large organization" (see instructions)	12	590	590	590	590
13	**2012 Overpayment** (see instructions)	13				
14	**Payment due.** (Subtract line 13 from line 12.)	14	590	590	590	590

ASSET DETAIL

Asset Description	Quantity	Price	Market Value as of 12/31/13	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Cash & Equivalents							
MONEY MARKET							
SECURED MARKET DEPOSIT ACCOUNT *Asset held in Invested Income Portfolio*	30,465 110		$30,465 11	$30,465.11	$0 00	$3 05	0.01%
SECURED MARKET DEPOSIT ACCOUNT	121,073 190		121,073.19	121,073 19	0 00	12.11	0 01
Total Money Market			**$151,538.30**	**$151,538.30**	**$0.00**	**$15.16**	**0.01%**
Total Cash & Equivalents			**$151,538.30**	**$151,538.30**	**$0.00**	**$15.16**	**0.01%**

Asset Description	Par Value	Price	Market Value as of 12/31/13	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Yield to Maturity
Fixed Income							
MUNICIPAL BONDS							
CLARK CNTY NEV SALES & EXCISE REF DTD 02/23/10 4 000 07/01/2021 CUSIP: 181012AM7 MOODY'S RATING AA2 STANDARD & POOR'S RATING AA	40,000 000	$105 506	$42,202 40	$40,195.90	$2,006 50	$1,600 00	3.17%
GREATER CLARK CNTY SCH BLDG CO FIRST MTG DTD 09/11/08 5 250 07/15/2023 CUSIP 391673EH9 MOODY'S RATING N/R STANDARD & POOR'S RATING AA+	50,000.000	112 832	56,416 00	51,310 29	5,105 71	2,625 00	3.65
JEFFERSON CNTY COLO SCH DIST NO R-001 DTD 12/29/04 5.000 12/15/2022 CUSIP 472736H67 MOODY'S RATING AA2 STANDARD & POOR'S RATING AA-	50,000 000	104 555	52,277 50	50,457 59	1,819 91	2,500.00	4.38

ASSET DETAIL *(continued)*

Asset Description	Par Value	Price	Market Value as of 12/31/13	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Yield to Maturity
Fixed Income *(continued)*							
MUNICIPAL BONDS *(continued)*							
NEW JERSEY ST VAR PURP DTD 12/17/09 5 000 06/01/2022 CUSIP: 646039RR0 MOODY'S RATING AA3 STANDARD & POOR'S RATING. AA-	165,000 000	111 513	183,996 45	177,597 88	6,398 57	8,250 00	3 41
NEW YORK ST TWY AUTH HWY & BRD GEN-SECOND-SER B DTD 09/08/05 5.000 04/01/2019 CUSIP 650013T21 MOODY'S RATING. N/R STANDARD & POOR'S RATING· AA	50,000.000	107.794	53,897 00	50,979 94	2,917.06	2,500 00	3 37
OKLAHOMA ST CAPITOL IMPT AUTH HIGHER ED PROJS-SER F DTD 11/30/05 5.000 07/01/2019 CUSIP. 67908NLM1 MOODY'S RATING· AA3 STANDARD & POOR'S RATING AA	50,000 000	107.029	53,514.50	51,183 39	2,331.11	2,500.00	3 58
TEXAS ST COLLEGE STUDENT LN-SER A DTD 06/01/07 5 250 08/01/2019 CUSIP· 882721XH1 MOODY'S RATING AAA STANDARD & POOR'S RATING AAA	50,000 000	112 189	56,094 50	51,352.95	4,741 55	2,625.00	2 87
TOBACCO SETTLEMENT FING CORP VA ASSET BKD DTD 05/16/05 5 500 06/01/2026 CUSIP 88880NAF6 MOODY'S RATING AAA STANDARD & POOR'S RATING· AA+	25,000 000	105 059	26,264.75	25,315 35	949 40	1,375 00	4 95

ASSET DETAIL *(continued)*

Asset Description	Par Value	Price	Market Value as of 12/31/13	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Yield to Maturity
Fixed Income *(continued)*							
MUNICIPAL BONDS *(continued)*							
UNIVERSITY TEX UNIV REVS FING SYS-SER B DTD 05/01/06 5 000 08/15/2018 CUSIP: 915137ZM8 MOODY'S RATING· AAA STANDARD & POOR'S RATING· AAA	50,000 000	111 604	55,802.00	51,620 31	4,181 69	2,500.00	2 34
WASHINGTON ST PUB PWR SUPPLY REF-SER B-MBIA-IBC DTD 12/01/89 7 125 07/01/2016 CUSIP· 939830LR4 MOODY'S RATING AA1 STANDARD & POOR'S RATING AA-	110,000.000	116.112	127,723 20	118,835 25	8,887.95	7,837.50	0.62
WASHINGTON SUBN SAN DIST MD CONS PUB IMPT-SER A DTD 09/15/09 4 000 06/01/2018 CUSIP 940157QW3 MOODY'S RATING AAA STANDARD & POOR'S RATING· AAA	40,000 000	112 452	44,980 80	42,571 14	2,409 66	1,600 00	1.10
Total Municipal Bonds			**$753,169.10**	**$711,419.99**	**$41,749.11**	**$35,912.50**	

ASSET DETAIL *(continued)*

Asset Description	Par Value	Price	Market Value as of 12/31/13	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Yield to Maturity
Fixed Income *(continued)*							
CORPORATE OBLIGATIONS							
BEAR STEARNS COS LLC MED TERM NOTE DTD 11/21/06 0 649 11/21/2016 CUSIP 073928S46 MOODY'S RATING· A3 STANDARD & POOR'S RATING: A	30,000 000	$99.402	$29,820 60	$27,082 50	$2,738 10	$188 70	0.84%
EOG RESOURCES INC DTD 05/20/10 4 400 06/01/2020 CUSIP: 26875PAE1 MOODY'S RATING· A3 STANDARD & POOR'S RATING· A-	25,000 000	107 770	26,942 50	28,513 25	- 1,570 75	1,100 00	3 06
Total Corporate Obligations			**$56,763.10**	**$55,595.75**	**$1,167.35**	**$1,288.70**	
Total Fixed Income			**$809,932.20**	**$767,015.74**	**$42,916.46**	**$37,201.20**	

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Market Value as of 12/31/13	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Equities							
CONSUMER DISCRETIONARY							
HOME DEPOT INC SYMBOL. HD CUSIP: 437076102	300 000	$82 340	$24,702 00	$18,209.52	$6,492 48	$468 00	1.89%
NORDSTROM INC SYMBOL: JWN CUSIP: 655664100	290 000	61 800	17,922 00	14,901.40	3,020 60	348 00	1 94
SNAP ON INC SYMBOL: SNA CUSIP 833034101	235.000	109 520	25,737 20	23,091 31	2,645.89	413.60	1.61
TJX COS INC NEW SYMBOL: TJX CUSIP: 872540109	385.000	63.730	24,536 05	14,185.10	10,350 95	223 30	0.91
V F CORP SYMBOL: VFC CUSIP 918204108	520.000	62 340	32,416 80	22,855 57	9,561.23	546 00	1.68
WALT DISNEY CO SYMBOL. DIS CUSIP 254687106	492 000	76 400	37,588 80	25,889 90	11,698 90	423.12	1.13
Total Consumer Discretionary			**$162,902.85**	**$119,132.80**	**$43,770.05**	**$2,422.02**	**1.49%**
CONSUMER STAPLES							
COSTCO WHOLESALE CORP SYMBOL: COST CUSIP 22160K105	250.000	$119 020	$29,755 00	$23,277 13	$6,477.87	$310 00	1.04%
GENERAL MILLS INC SYMBOL: GIS CUSIP 370334104	625 000	49.910	31,193 75	25,237 21	5,956.54	950.00	3 04
KIMBERLY CLARK CORP COM SYMBOL· KMB CUSIP. 494368103	240 000	104.460	25,070.40	20,564 23	4,506 17	777.60	3 10
SYSCO CORP SYMBOL SYY CUSIP. 871829107	715 000	36 100	25,811 50	23,163 36	2,648 14	829 40	3 21
Total Consumer Staples			**$111,830.65**	**$92,241.93**	**$19,588.72**	**$2,867.00**	**2.56%**

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Market Value as of 12/31/13	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Equities *(continued)*							
ENERGY							
APACHE CORP SYMBOL· APA CUSIP 037411105	300.000	$85 940	$25,782 00	$28,987 21	- $3,205.21	$240 00	0 93%
NOBLE ENERGY INC SYMBOL· NBL CUSIP: 655044105	460.000	68 110	31,330 60	23,061.68	8,268 92	257 60	0 82
SPECTRA ENERGY CORP SYMBOL: SE CUSIP: 847560109	735.000	35 620	26,180 70	21,372.04	4,808 66	896.70	3 42
Total Energy			**$83,293.30**	**$73,420.93**	**$9,872.37**	**$1,394.30**	**1.67%**
FINANCIALS							
AMERICAN EXPRESS CO SYMBOL. AXP CUSIP: 025816109	325 000	$90 730	$29,487.25	$20,274 64	$9,212 61	$299 00	1.01%
B B & T CORP COM SYMBOL: BBT CUSIP· 054937107	640.000	37 320	23,884 80	19,663 21	4,221 59	588 80	2 46
CAPITAL ONE FINANCIAL CORP SYMBOL· COF CUSIP 14040H105	545.000	76 610	41,752 45	28,662 97	13,089 48	654 00	1 57
FRANKLIN RESOURCES INC SYMBOL: BEN CUSIP. 354613101	390.000	57 730	22,514 70	15,139.70	7,375.00	187.20	0.83
JPMORGAN CHASE & CO SYMBOL. JPM CUSIP. 46625H100	704 000	58.480	41,169 92	27,085.49	14,084 43	1,070 08	2 60
METLIFE INC SYMBOL. MET CUSIP. 59156R108	555.000	53.920	29,925 60	21,896 33	8,029.27	610 50	2 04
PNC FINANCIAL SERVICES GROUP SYMBOL· PNC CUSIP 693475105	360.000	77 580	27,928 80	22,340 65	5,588 15	633 60	2 27
PRUDENTIAL FINL INC COM SYMBOL· PRU CUSIP. 744320102	339.000	92 220	31,262.58	21,511 10	9,751.48	718 68	2 30
Total Financials			**$247,926.10**	**$176,574.09**	**$71,352.01**	**$4,761.86**	**1.92%**

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Market Value as of 12/31/13	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Equities *(continued)*							
HEALTH CARE							
ABBOTT LABS SYMBOL ABT CUSIP 002824100	604 000	$38.330	$23,151 32	$18,411.36	$4,739 96	$531 52	2.30%
EXPRESS SCRIPTS HOLDING COMPANY SYMBOL: ESRX CUSIP· 30219G108	510 000	70.240	35,822 40	29,264 79	6,557 61	0 00	0.00
GILEAD SCIENCES INC SYMBOL: GILD CUSIP 375558103	466 000	75.100	34,996 60	15,178 97	19,817.63	0.00	0 00
MEDTRONIC INC SYMBOL. MDT CUSIP. 585055106	650.000	57.390	37,303 50	29,206 51	8,096 99	728.00	1 95
STRYKER CORP SYMBOL: SYK CUSIP. 863667101	410 000	75 140	30,807 40	24,610 05	6,197 35	500 20	1 62
WATERS CORP SYMBOL WAT CUSIP. 941848103	235 000	100.000	23,500.00	22,827.52	672 48	0 00	0 00
Total Health Care			**$185,581.22**	**$139,499.20**	**$46,082.02**	**$1,759.72**	**0.95%**
INDUSTRIALS							
CUMMINS INC SYMBOL CMI CUSIP: 231021106	215 000	$140 970	$30,308 55	$23,259 50	$7,049 05	$537 50	1.77%
UNION PACIFIC CORP SYMBOL: UNP CUSIP· 907818108	180.000	168 000	30,240 00	28,074 08	2,165.92	568.80	1 88
UNITED PARCEL SERVICE-CL B SYMBOL· UPS CUSIP. 911312106	320 000	105 080	33,625 60	25,210 57	8,415.03	793 60	2 36
Total Industrials			**$94,174.15**	**$76,544.15**	**$17,630.00**	**$1,899.90**	**2.02%**

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Market Value as of 12/31/13	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Equities *(continued)*							
INFORMATION TECHNOLOGY							
APPLE INC SYMBOL. AAPL CUSIP: 037833100	62 000	$561.020	$34,783.24	$12,209 94	$22,573.30	$756.40	2 17%
E M C CORP MASS SYMBOL· EMC CUSIP: 268648102	985.000	25.150	24,772.75	25,166 52	- 393 77	394 00	1.59
GOOGLE INC CL A SYMBOL GOOG CUSIP. 38259P508	50.000	1,120 710	56,035.50	31,880 86	24,154 64	0 00	0 00
INTEL CORP COMM SYMBOL: INTC CUSIP 458140100	1,165 000	25 955	30,237.58	29,011 15	1,226.43	1,048.50	3.47
MICROSOFT CORP SYMBOL: MSFT CUSIP. 594918104	978 000	37.410	36,586 98	28,105 01	8,481 97	1,095 36	2.99
QUALCOMM INC SYMBOL: QCOM CUSIP. 747525103	397 000	74 250	29,477 25	22,107 56	7,369.69	555 80	1.89
Total Information Technology			**$211,893.30**	**$148,481.04**	**$63,412.26**	**$3,850.06**	**1.82%**
MATERIALS							
PRAXAIR INC COM SYMBOL· PX CUSIP. 74005P104	180.000	$130 030	$23,405.40	$21,335 58	$2,069 82	$432 00	1 85%
Total Materials			**$23,405.40**	**$21,335.58**	**$2,069.82**	**$432.00**	**1.85%**

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Market Value as of 12/31/13	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Equities *(continued)*							
INTERNATIONAL EQUITIES							
ACCENTURE PLC CUSIP. G1151C101	410 000	$82 220	$33,710 20	$25,916.42	$7,793 78	$762 60	2.26%
EATON CORP PLC CUSIP. G29183103	560.000	76.120	42,627.20	30,726.94	11,900 26	940.80	2.21
NOBLE CORP PLC CUSIP: G65431101	660 000	37 470	24,730 20	25,711 57	- 981 37	501.60	2 03
ROGERS COMMUNICATIONS INC CL B CUSIP: 775109200	550.000	45 250	24,887 50	23,732 28	1,155 22	921.80	3.70
STATOIL ASA CUSIP. 85771P102	920 000	24.130	22,199 60	23,489.07	- 1,289.47	790 28	3.56
Total International Equities			**$148,154.70**	**$129,576.28**	**$18,578.42**	**$3,917.08**	**2.64%**
DOMESTIC MUTUAL FUNDS							
AVE MARIA CATHOLIC VALUES FUND #402 SYMBOL· AVEMX CUSIP. 808530208	7,627.067	$21 210	$161,770 09	$134,508 80	$27,261 29	$0 00	0 00%
AVE MARIA OPPORTUNITY FUND SYMBOL· AVESX CUSIP. 808530703	6,769.353	14.080	95,312 49	75,720.60	19,591 89	0.00	0 00
DOMINI INTERNATIONAL SOCIAL EQUITY FUND CLASS INV SYMBOL. DOMIX CUSIP: 257132704	14,961.370	8 160	122,084 78	110,748.24	11,336.54	4,667.95	3 82
PORTFOLIO 21 #1203 SYMBOL· PORTX CUSIP. 742935588	1,389.874	40 800	56,706 86	47,209 61	9,497.25	265 47	0 47
Total Domestic Mutual Funds			**$435,874.22**	**$368,187.25**	**$67,686.97**	**$4,933.42**	**1.13%**

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Market Value as of 12/31/13	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Equities *(continued)*							
INTERNATIONAL MUTUAL FUNDS							
ISHARES MSCI EMERGING MARKETS SYMBOL· EEM CUSIP. 464287234	535 000	$41 795	$22,360 33	$24,508.24	- $2,147.91	$459 03	2.05%
MATTHEWS PACIFIC TIGER FUND CLASS I #802 SYMBOL. MAPTX CUSIP. 577130107	3,120 263	24 990	77,975 37	71,382 70	6,592 67	0 00	0.00
VANGUARD FTSE EMERGING MARKETS ETF SYMBOL: VWO CUSIP. 922042858	700.000	41 140	28,798 00	30,211.93	- 1,413 93	787 50	2 73
Total International Mutual Funds			**$129,133.70**	**$126,102.87**	**$3,030.83**	**$1,246.53**	**0.97%**
Total Equities			**$1,834,169.59**	**$1,471,096.12**	**$363,073.47**	**$29,483.89**	**1.61%**

Asset Description	Quantity	Price	Market Value as of 12/31/13	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Real Assets							
REAL ASSET FUNDS							
COHEN & STEERS INSTITUTIONAL REALTY SHARES #1263 SYMBOL: CSRIX CUSIP: 19247U106	2,117 424	$40 770	$86,327 38	$93,460 00	- $7,132 62	$2,352 46	2 72%
CREDIT SUISSE COMMODITY RETURN STRATEGY FUND CLASS-I #2156 SYMBOL· CRSOX CUSIP: 22544R305	9,491.441	7 230	68,623.12	78,130 14	- 9,507.02	0 01	0.00
SPDR DJ WILSHIRE INTERNATIONAL REAL ESTATE ETF SYMBOL RWX CUSIP. 78463X863	2,295 000	41 200	94,554 00	95,639 37	- 1,085.37	4,289 36	4 54
VANGUARD REIT VIPER SYMBOL. VNQ CUSIP. 922908553	1,340 000	64 560	86,510 40	90,693 91	- 4,183 51	3,739 94	4 32
Total Real Asset Funds			**$336,014.90**	**$357,923.42**	**- $21,908.52**	**$10,381.77**	**3.09%**

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Value Carried as of 12/31/13	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Real Assets							
OIL, GAS & MINERALS							
CARBON, WY T16N, R91W 6TH PM SEC 23· SW/4, SW/4, N/2, SW/4, S/2, NW/4, W/2, NE//4 SEC 13· NW/4, SW/4, SW/4, NW/4, ASSET MANAGER: TIM DAVIES PHONE#:303-863-5705	1.000	$1 000	$1 00	$4,266 85	- $4,265 85	$0 00	0 00%
FREMONT CTY, WY T6N, R2W SEC 9· S/2 NE/4, S/2 NW/4 NE/4, SW/4 NE/4 NE/4, NE/4 SE/4, NE/4 NW/4 SE/4, ASSET MANAGER TIM DAVIES PHONE#.303-863-5705	1 000	1 000	1 00	509 00	- 508 00	0 00	0 00
HOT SPRINGS CTY, WY T46N ,R98W SECS 5,7,8,16,17,18,20,21,26,27,33 34,35 TRACTS 37-45, 48-62, 64, 65, 66 ASSET MANAGER. TIM DAVIES PHONE#·303-863-5705	1 000	1 000	1 00	86,210 00	- 86,209 00	0 00	0 00
NATRONA CTY, WY ORI INTEREST T39N, R79W SEC 10 6TH PM E/2SE/4 SEC 11: SW/4 ASSET MANAGER TIM DAVIES PHONE#·303-863-5705 Valued as of 11/22/13	1.000	7,854 650	7,854.65	49,066 68	- 41,212.03	0.00	0 00

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Value Carried as of 12/31/13	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Real Assets *(continued)*							
OIL, GAS & MINERALS *(continued)*							
NATRONA CTY, WY ROYALTY INT T37N, R87W SEC 14 NW/4NW/4 SEC 15: N/2NE/4, SW/4NE/4 ASSET MANAGER TIM DAVIES PHONE#.303-863-5705 Valued as of 11/22/13	1 000	36,567 900	36,567 90	40,000 00	- 3,432.10	0 00	0.00
NIOBRARA CTY, WY T36N, R64W SEC·28 W/2 NE/4 T39N, R61W SEC· 24 SE/4, S/2 NE/4, NE/4 NE/4, ASSET MANAGER: TIM DAVIES PHONE# 303-863-5705 Valued as of 11/22/13	1.000	770 100	770 10	1,165 00	- 394.90	0 00	0.00
SWEETWATER CTY, WY T16N, R104W SEC 2. LOTS 7, 8 SW/4 LOTS 5, 6 E/2S/2(SE/4) SEC 10. N/2NE/4, SE/4NE/4, ASSET MANAGER. TIM DAVIES PHONE# 303-863-5705 Valued as of 11/22/13	1 000	243,619.600	243,619.60	545,310 00	- 301,690.40	0 00	0 00

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Value Carried as of 12/31/13	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Real Assets *(continued)*							
OIL, GAS & MINERALS *(continued)*							
WASHAKIE, WY T42N, R86W SEC 2. SW/4SW/4, SE/4SW/4 SEC 3· SW/4NW/4 SEC 11 NE/4SE/4 ASSET MANAGER. TIM DAVIES PHONE# 303-863-5705	1 000	1.000	1 00	1,000 00	- 999 00	0.00	0 00
Total Oil, Gas & Minerals			**$288,816.25**	**$727,527.53**	**- $438,711.28**	**$0.00**	**0.00%**
Total Real Assets			**$624,831.15**	**$1,085,450.95**	**- $460,619.80**	**$10,381.77**	**1.66%**

	Account Value as of 12/31/13	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income
TOTAL ASSETS	**$3,420,471.24**	**$3,475,101.11**	**- $54,629.87**	**$77,082.02**

Forms 1099 for 2013

1099-B Proceeds From Broker and Barter Exchange Transactions (OMB No. 1545-0715) Copy B, For Recipient

A schedule of your net gains and losses is shown below. Although we have shown quantity sold on the sales with either two decimal places, as a whole number, or as a fractional share, all of these amounts will be filed with the IRS as whole numbers per IRS publication 1220 Please note that if you have sold an asset for which we do not have cost basis information, it is either shown separately in the section entitled Cost Not Available or it may appear with a zero tax cost. Please review these carefully when preparing your return Note also that an asterisk symbol (*) next to tax cost indicates that the tax cost has been adjusted for current year's return of capital. If applicable, we have shown IRC Section 988 translation gains and losses separately within the sales sections Please note these gains or losses are not entitled to capital gains treatment Rather, under IRC Section 988, they are either ordinary income or loss

Proceeds from Short Term Covered Security Transactions

This category includes transactions that are short-term gain or loss on Form 1099-B, Box 1c. Form 1099-B, Box 6b is checked because this category includes only sales of covered securities If applicable, transactions subject to wash sale are shown separately. If wash sales are not shown separately, your account has no wash sales in this category For individual taxpayers, these transactions are reportable on Form 8949, Part I, Box A

Short Term Covered Security Transactions (Form 8949, Part I, Box A)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition (Box 1b)	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis (Box 3)	Net gain or loss
BAXTER INTL INC COM	BAX	071813109	105	04/25/13	05/09/13	$7,483 96	$7,247 09	$236 87
BAXTER INTL INC COM	BAX	071813109	55	10/15/12	05/09/13	$3,920 17	$3,348 40	$571 77
EMERSON ELECTRIC CO	EMR	291011104	135	03/13/13	05/23/13	$7,711.67	$7,603 19	$108 48
EMERSON ELECTRIC CO	EMR	291011104	50	04/25/13	05/23/13	$2,856 17	$2,769 50	$86 67
POTASH CORP SASK	POT	73755L107	90	10/15/12	09/06/13	$2,719 55	$3,768 30	$-1,048 75
POTASH CORP SASK	POT	73755L107	80	03/13/13	09/06/13	$2,417 37	$3,279 20	$-861 83
VODAFONE GROUP PLC NEW ADR	VOD	92857W209	210	03/13/13	10/07/13	$7,386 22	$5,741 38	$1,644 84
VODAFONE GROUP PLC NEW ADR	VOD	92857W209	195	10/15/12	10/07/13	$6,858 64	$5,463 51	$1,395 13

Short Term Covered Security Transactions (Form 8949, Part I, Box A)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition (Box 1b)	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis (Box 3)	Net gain or loss
ABBVIE INC		00287Y109	125	04/25/13	11/22/13	$6,103 49	$5,538 74	$564 75
INTERNATIONAL BUSINESS MACHS (	IBM	459200101	36	05/09/13	11/22/13	$6,619 10	$7,325 28	$-706 18
Total short term gain/loss from covered security transactions not subject to wash sale:						$54,076 34	$52,084 59	$1,991 75

	Gross Proceeds	Tax Cost	Gain or Loss	Loss Disallowed	Net Gain or Loss
Total short term gain/loss from covered security transactions:					
Report each transaction on Form 8949, Part I, Box A	**$54,076.34**	**$52,084.59**	**$1,991.75**	**$0.00**	**$1,991.75**

Proceeds from Long Term Covered Security Transactions

This category includes transactions that are long-term gain or loss on Form 1099-B, Box 1c Form 1099-B, Box 6b is checked because this category includes only sales of covered securities. If applicable, transactions subject to wash sale are shown separately. If wash sales are not shown separately, your account has no wash sales in this category. For individual taxpayers, these transactions are reportable on Form 8949, Part II, Box D

Long Term Covered Security Transactions (Form 8949, Part II, Box D)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition (Box 1b)	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis (Box 3)	Net gain or loss
BAXTER INTL INC COM	BAX	071813109	180	12/06/11	05/09/13	$12,829 64	$9,317 16	$3,512.48
EMERSON ELECTRIC CO	EMR	291011104	120	01/31/12	05/23/13	$6,854.82	$6,177 59	$677.23
EMERSON ELECTRIC CO	EMR	291011104	179	05/31/11	05/23/13	$10,225 11	$9,742 27	$482 84
HOME DEPOT INC	HD	437076102	90	05/16/11	08/16/13	$6,814 69	$3,325 36	$3,489 33
HOME DEPOT INC	HD	437076102	70	01/31/12	08/16/13	$5,300 31	$3,107 99	$2,192 32
HOME DEPOT INC	HD	437076102	140	05/31/11	08/16/13	$10,600 63	$5,073 57	$5,527 06
POTASH CORP SASK	POT	73755L107	90	05/16/11	09/06/13	$2,719 55	$4,674 51	$-1,954 96
POTASH CORP SASK	POT	73755L107	70	08/25/11	09/06/13	$2,115 20	$3,850 62	$-1,735 42
VODAFONE GROUP PLC NEW ADR	VOD	92857W209	305	06/22/11	10/07/13	$10,727 61	$8,152 16	$2,575 45
ABBVIE INC		00287Y109	175	01/31/12	11/22/13	$8,544 89	$4,929 96	$3,614 93
INTERNATIONAL BUSINESS MACHS (	IBM	459200101	25	08/19/11	11/22/13	$4,596 60	$4,036 83	$559 77
GILEAD SCIENCES INC	GILD	375558103	49	06/22/11	11/22/13	$3,671 46	$983 41	$2,688.05

Long Term Covered Security Transactions (Form 8949, Part II, Box D)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition (Box 1b)	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis (Box 3)	Net gain or loss
INTERNATIONAL BUSINESS MACHS (	IBM	459200101	45	01/31/12	11/22/13	$8,273 88	$8,652 60	$-378 72
Total long term gain/loss from covered security transactions not subject to wash sale:						$93,274 39	$72,024 03	$21,250 36

Total long term gain/loss from covered security transactions:	Gross Proceeds	Tax Cost	Gain or Loss	Loss Disallowed	Net Gain or Loss
Report each transaction on Form 8949, Part II, Box D	**$93,274.39**	**$72,024.03**	**$21,250.36**	**$0.00**	**$21,250.36**

Proceeds from Long Term Noncovered Security Transactions

This category includes transactions that are long-term gain or loss. Form 1099-B, Box 6a is checked because this category includes only sales of non-covered securities For sales of noncovered securities we report security description, symbol, cusip, quantity sold, sale date, federal income tax with-held and gross proceeds to the Internal Revenue Service but we do not report acquisition date, tax cost, wash sale loss disallowed and type of gain or loss. If applicable, transactions subject to wash sale are shown separately. If wash sales are not shown separately, your account has no wash sales in this category For individual taxpayers, these transactions are reportable on Form 8949, Part II, Box E.

Long Term Noncovered Security Transactions (Form 8949, Part II, Box E)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis		Net gain or loss
FRONTIER COMMUNICATIONS CORP	FTR	35906A108	240	01/01/50	03/13/13	$986 39	$122 20	*	$864 19
NORTHWEST TEX INDPT 5 500% 8		667825TG8	5000	01/15/03	05/16/13	$5,000 00	$5,052 99		$-52 99
TOBACCO SETTLEMENT 5 500% 6		88880NAF6	10000	10/29/08	06/01/13	$10,000 00	$10,176 40		$-176 40
CREDIT SUISSE COMM RT ST-CO 21	CRSOX	22544R305	3815 26	05/31/11	08/21/13	$28,271 07	$36,969 86		$-8,698 79
CREDIT SUISSE COMM RT ST-CO 21	CRSOX	22544R305	2879 74	05/16/11	08/21/13	$21,338 88	$26,666 40		$-5,327 52
ISHARES TR MSCI EMERGING MARK	EEM	464287234	245	06/27/11	09/06/13	$9,793 14	$11,223 40		$-1,430 26
ISHARES TR MSCI EMERGING MARK	EEM	464287234	510	05/31/11	09/06/13	$20,385 72	$24,729 80		$-4,344 08
JACKSONVILLE FLA EXC 5 250% 10		469383XE8	40000	05/01/07	10/01/13	$40,000 00	$40,000 00		$0 00
GILEAD SCIENCES INC	GILD	375558103	78	02/23/10	11/22/13	$5,844 36	$1,865 76		$3,978 60
ABBVIE INC		00287Y109	86	02/11/04	11/22/13	$4,199 20	$1,978 91		$2,220 29
ABBVIE INC		00287Y109	66	03/06/07	11/22/13	$3,222 64	$1,819 83		$1,402 81

Long Term Noncovered Security Transactions (Form 8949, Part II, Box E)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis	Net gain or loss
ABBVIE INC		00287Y109	2	05/13/03	11/22/13	$97.66	$45 42	$52.24
GILEAD SCIENCES INC	GILD	375558103	28	03/04/10	11/22/13	$2,097 98	$658 00	$1,439.98
Total long term gain/loss from noncovered security transactions not subject to wash sale:						$151,237 04	$161,308 97	$-10,071.93

	Gross Proceeds	Tax Cost	Gain or Loss	Loss Disallowed	Net Gain or Loss
Total long term gain/loss from noncovered security transactions:					
Report each transaction on Form 8949, Part II, Box E	**$151,237.04**	**$161,308.97**	**$-10,071.93**	**$0.00**	**$-10,071.93**

Total proceeds reported to IRS on Form 1099-B **$298,587.77**

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

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

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

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

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions HONORA M CULLINAN FOUNDATION	Employer identification number (EIN) or 84-1672598
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions 724 N 20TH STREET	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions QUINCY, IL 62301	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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

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

- The books are in the care of ▶ FATHER JOHN DOCTOR, 724 N 20TH ST, QUINCY, IL 62301
  Telephone No ▶ 312-308-2913 FAX No ▶
- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ________ If this is for the whole group, check this box . . . . ▶ ☐ If it is for part of the group, check this box . . . . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until 11-17 , 2014

5 For calendar year 2013 , or other tax year beginning ________ , 20__ and ending ________ , 20__

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

7 State in detail why you need the extension
ADDITIONAL TIME IS NEEDED TO FILE A COMPLETE AND ACCURATE RETURN

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

Signature and Verification must be completed for Part II only.

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

Signature ▶ Title ▶ Date ▶