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Return of Private Foundation

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

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

2013

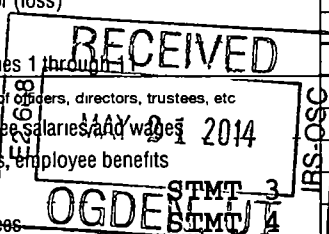
Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation R. & M. CLARK FAMILY FOUNDATION C/O MARCELLA S. CLARK		A Employer identification number 86-0778653
Number and street (or P.O. box number if mail is not delivered to street address) 7501 E. THOMPSON PEAK PKWY	Room/suite 123	B Telephone number 480-483-1170
City or town, state or province, country, and ZIP or foreign postal code SCOTTSDALE, AZ 85255-4517		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) \$ 4,872,769.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	117,683.	117,683.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	143,195.			
	b Gross sales price for all assets on line 6a	1,226,301.			
	7 Capital gain net income (from Part IV, line 2)		143,195.		
	8 Net short-term capital gain				
Operating and Administrative Expenses	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	4,798.	4,798.		STATEMENT 2
	12 Total. Add lines 1 through 11	265,676.	265,676.		
	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees	110.	55.		55.
b Accounting fees	3,500.	1,750.		1,750.	
c Other professional fees	22,918.	22,918.		0.	
17 Interest					
18 Taxes	7,486.	2,771.		0.	
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	10.	5.		5.	
24 Total operating and administrative expenses. Add lines 13 through 23	34,024.	27,499.		1,810.	
25 Contributions, gifts, grants paid	204,500.			204,500.	
26 Total expenses and disbursements. Add lines 24 and 25	238,524.	27,499.		206,310.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	27,152.				
b Net investment income (if negative, enter -0-)		238,177.			
c Adjusted net income (if negative, enter -0-)			N/A		



R. & M. CLARK FAMILY FOUNDATION

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C/O MARCELLA S. CLARK

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash - non-interest-bearing					
	2 Savings and temporary cash investments			67,328.	99,203.	99,203.
	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					
	7 Other notes and loans receivable ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations STMT 8			303,241.	352,898.	359,351.
	b Investments - corporate stock STMT 9			2,704,660.	2,565,805.	3,858,352.
	c Investments - corporate bonds STMT 10			428,217.	513,397.	530,505.
	11 Investments - land, buildings, and equipment basis ▶					
Less: accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other						
14 Land, buildings, and equipment: basis ▶						
Less: accumulated depreciation ▶						
15 Other assets (describe ▶ STATEMENT 11)			1,200.	25,358.	25,358.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)			3,504,646.	3,556,661.	4,872,769.	
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					
	22 Other liabilities (describe ▶ PURCHASE PAYABLE)			0.	24,863.	
	23 Total liabilities (add lines 17 through 22)			0.	24,863.	
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			0.	0.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds			3,504,646.	3,531,798.		
30 Total net assets or fund balances			3,504,646.	3,531,798.		
31 Total liabilities and net assets/fund balances			3,504,646.	3,556,661.		

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	3,504,646.
2 Enter amount from Part I, line 27a	2	27,152.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	3,531,798.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,531,798.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a ABBOT DOWNING (SEE ATTACHED STATEMENT)	P	VARIOUS	VARIOUS
b ABBOT DOWNING (SEE ATTACHED STATEMENT)	P	VARIOUS	VARIOUS
c ABBOT DOWNING (SEE ATTACHED STATEMENT)	P	VARIOUS	VARIOUS
d ABBOT DOWNING (SEE ATTACHED STATEMENT)	P	VARIOUS	VARIOUS
e CAPITAL GAINS DIVIDENDS			

(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 63,482.		66,492.	<3,010.>
b 223,418.		208,691.	14,727.
c 3,632.		4,059.	<427.>
d 934,403.		803,864.	130,539.
e 1,366.			1,366.

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			<3,010.>
b			14,727.
c			<427.>
d			130,539.
e			1,366.

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	143,195.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	202,521.	4,025,503.	.050309
2011	181,663.	4,028,610.	.045093
2010	174,909.	3,779,467.	.046279
2009	211,613.	3,448,144.	.061370
2008	251,561.	4,299,457.	.058510

2 Total of line 1, column (d)	2	.261561
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	.052312
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	4,473,719.
5 Multiply line 4 by line 3	5	234,029.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,382.
7 Add lines 5 and 6	7	236,411.
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	206,310.

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	4,764.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	4,764.
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	4,764.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	3,760.	
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	3,760.	
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	1,004.	
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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ <u>AZ</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 General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>NA</u>	13	X	
14	The books are in care of ► <u>HENRY & HORNE, LLP</u> Telephone no. ► <u>480-483-1170</u> Located at ► <u>7098 E. COCHISE ROAD, SUITE 100, SCOTTSDALE, AZ</u> ZIP+4 ► <u>85253</u>			
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? ☐ 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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
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?	1b	
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)):	1c	X
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 ►	2a	
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No	3b	
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.)	4a	X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4b	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?		

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

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?

N/A

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.

(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
MARCELLA S. CLARK	PRESIDENT/DIRECTOR			
7501 E. THOMPSON PEAK PKWY #123	0.00	0.	0.	0.
SCOTTSDALE, AZ 85255				
THOMAS E. CLARK	SECRETARY/TREASURER			
404 W. BROADWAY	0.00	0.	0.	0.
GRANVILLE, OH 43023				
JAMES W. CLARK	DIRECTOR			
4445 INWOOD LANE	0.00	0.	0.	0.
EUGENE, OR 97405				
CAROLE LEE RANDALL	VICE PRESIDENT/DIRECTOR			
5565 W. 70TH STREET	0.00	0.	0.	0.
EDINA, MN 55439				

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

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

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

0

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C

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	4,459,478.
b Average of monthly cash balances	1b	82,369.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	4,541,847.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	4,541,847.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	68,128.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,473,719.
6 Minimum investment return. Enter 5% of line 5	6	223,686.

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	223,686.
2a Tax on investment income for 2013 from Part VI, line 5	2a	4,764.
b Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	4,764.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	218,922.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	218,922.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	218,922.

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	206,310.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	206,310.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	206,310.

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				218,922.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			187,454.	
b Total for prior years:		0.		
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	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 206,310.				
a Applied to 2012, but not more than line 2a			187,454.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				18,856.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				200,066.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

N/A

- ☐ 4942(1)(3) or ☐ 4942(1)(5)

- [illegible]

2013.03030 R. & M. CLARK FAMILY FOUNDA 05097211

R. & M. CLARK FAMILY FOUNDATION

Form 990-PF (2013)

C/O MARCELLA S. CLARK

86-0778653 Page 11

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ALZHEIMER'S ASSOCIATION 7900 WEST 78TH STREET SUITE 100 MINNEAPOLIS, MN 55439	NONE	501(C)(3)	GENERAL FUND	13,000.
ALZHEIMER'S ASSOCIATION (CASCADE COAST CHAPTER) 1238 LINCOLN EUGENE, OR 97401	NONE	501(C)(3)	GENERAL FUND	2,000.
ARIZONA FRIENDS OF FOSTER CHILDREN FOUNDATION 1645 E. MISSOURI AVENUE, SUITE 220 PHOENIX, AZ 85016	NONE	501(C)(3)	GENERAL FUND	15,000.
ARIZONA RECREATION CENTER FOR THE HANDICAPPED PHOENIX, AZ 85015	NONE	501(C)(3)	GENERAL FUND	10,000.
BIG BROTHERS/BIG SISTERS 62 WEST LOCUST STREET NEWARK, OH 43055	NONE	501(C)(3)	GENERAL FUND	20,000.
Total	SEE CONTINUATION SHEET(S)			204,500.
b Approved for future payment				
NONE				
Total				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities			14	117,683.		
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						4,798.
8 Gain or (loss) from sales of assets other than inventory			18	143,195.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		260,878.		4,798.
13 Total. Add line 12, columns (b), (d), and (e)					13	265,676.

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

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

[illegible]

**R. & M. CLARK FAMILY FOUNDATION
C/O MARCELLA S. CLARK**

86-0778653

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CAROLINA BALLET 3401-131 ATLANTIC AVENUE RALEIGH, NC 27604	NONE	501(C)(3)	GENERAL FUND	1,000.
COURAGEOUS KIDS 677 EAST 12TH AVENUE, SUITE N180 EUGENE, OR 97401	NONE	501(C)(3)	GENERAL FUND	9,000.
DEPAUW UNIVERSITY PO BOX 37 GREENCASTLE, IN 46135	NONE	501(C)(3)	GENERAL FUND	2,000.
DRURY UNIVERSITY 900 NORTH BENTON AVENUE SPRINGFIELD, MO 65802	NONE	501(C)(3)	GENERAL FUND	5,000.
EASTERN LOCAL SCHOOL DISTRICT 50008 STATE ROUTE 681 REEDSVILLE, OH 45772	NONE	501(C)(3)	GENERAL FUND	2,000.
EMERGENCY FAMILY ASSISTANCE 1575 YARMOUTH AVENUE BOULDER, CO 80304	NONE	501(C)(3)	GENERAL FUND	1,000.
FAMILIES MOVING FORWARD 1808 EMERSON AVENUE NORTH MINNEAPOLIS, MN 55411	NONE	501(C)(3)	GENERAL FUND	1,000.
FIRST PLACE FAMILY CENTER 1995 AMAZON PARKWAY EUGENE, OR 97405	NONE	501(C)(3)	GENERAL FUND	2,500.
FLORENCE CRITTENTON 715 MARIPOSA STREET PHOENIX, AZ 85013	NONE	501(C)(3)	GENERAL FUND	10,000.
FOOD FOR LANE COUNTY 770 BAILEY HILL ROAD EUGENE, OR 97402	NONE	501(C)(3)	GENERAL FUND	3,000.
Total from continuation sheets				144,500.

R. & M. CLARK FAMILY FOUNDATION
C/O MARCELLA S. CLARK

86-0778653

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FOOD PANTRY OF LICKING COUNTY 823 STEEL AVENUE NEWARK, OH 43055	NONE	501(C)(3)	GENERAL FUND	2,000.
FRIENDS OF THE HENNEPIN COUNTY LIBRARY 300 NICOLLET MALL MINNEAPOLIS, MN 55401	NONE	501(C)(3)	GENERAL FUND	1,500.
HOSPICE OF CENTRAL OHIO 2269 CHERRY VALLEY ROAD NEWARK, OH 43055	NONE	501(C)(3)	GENERAL FUND	2,000.
KIDS FIRST CENTER 2675 MLK JR. BLVD. EUGENE, OR 97401	NONE	501(C)(3)	GENERAL FUND	2,000.
LARRY'S KIDS FOUNDATION 30 SCHOOL ROAD WALTON, KY 41094	NONE	501(C)(3)	GENERAL FUND	1,000.
OREGON PACIFIC RED CROSS 862 BETHEL DRIVE EUGENE, OR 97402	NONE	501(C)(3)	GENERAL FUND	3,000.
PARENTS TELEVISION COUNCIL 707 WILSHIRE BOULEVARD SUITE 2075 LOS ANGELES, CA 90017	NONE	501(C)(3)	GENERAL FUND	10,000.
PHOENIX BOYS CHOIR 1131 E. MISSOURI AVE PHOENIX, AZ 85014	NONE	501(C)(3)	GENERAL FUND	25,000.
RELIEF NURSERY 1720 W. 25TH AVE. EUGENE, OR 97405	NONE	501(C)(3)	GENERAL FUND	1,500.
ROSIE'S HOUSE PO BOX 13446 PHOENIX, AZ 85002	NONE	501(C)(3)	GENERAL FUND	15,000.
Total from continuation sheets				

R. & M. CLARK FAMILY FOUNDATION
C/O MARCELLA S. CLARK

86-0778653

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SALVATION ARMY FAMILY SERVICES 640 W. 7TH AVENUE EUGENE, OR 97402	NONE	501(C)(3)	GENERAL FUND	2,500.
SALVATION ARMY 2707 E. VAN BUREN STREET PHOENIX, AZ 85008	NONE	501(C)(3)	GENERAL FUND	25,000.
SEARCH MINISTRIES 7400 METRO BLVD EDINA, MN 55439	NONE	501(C)(3)	GENERAL FUND	1,000.
SENIOR MEALS PROGRAM 1015 WILLAMETTE ST EUGENE, OR 97401	NONE	501(C)(3)	GENERAL FUND	500.
SOUTHDALE YMCA 7355 YORK AVE. SOUTH EDINA, MN 55435	NONE	501(C)(3)	GENERAL FUND	2,000.
STORE TO DOOR 1935 WEST COUNTRY ROAD B2, SUITE 250 ST. PAUL, MN 55113	NONE	501(C)(3)	GENERAL FUND	1,500.
TREEHOUSE 5666 LINCOLN DRIVE, SUITE 201 EDINA, MN 55436	NONE	501(C)(3)	GENERAL FUND	2,000.
TWIN CITY CENTER FOR YOUTH (MINNEAPOLIS YOUNG LIFE) 910 ELLIOT AVENUE MINNEAPOLIS, MN 55404	NONE	501(C)(3)	GENERAL FUND	3,000.
WHITEBIRD CLINIC 341 EAST 12TH AVENUE EUGENE, OR 97401	NONE	501(C)(3)	GENERAL FUND	1,000.
WOMENSPACE PO BOX 50127 EUGENE, OR 97405	NONE	501(C)(3)	GENERAL FUND	2,500.
Total from continuation sheets				

86-0778653

3 Grants and Contributions Paid During the Year (Continuation)

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FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT 1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
ABBOT DOWNING	83,113.	1,366.	81,747.	81,747.	
ABBOT DOWNING	35,936.	0.	35,936.	35,936.	
TO PART I, LINE 4	119,049.	1,366.	117,683.	117,683.	

FORM 990-PF	OTHER INCOME			STATEMENT 2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	
ABBOT DOWNING - OTHER INCOME	4,798.	4,798.		
TOTAL TO FORM 990-PF, PART I, LINE 11	4,798.	4,798.		

FORM 990-PF	LEGAL FEES			STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	110.	55.		55.
TO FM 990-PF, PG 1, LN 16A	110.	55.		55.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
HENRY & HORNE, LLP	3,500.	1,750.		1,750.
TO FORM 990-PF, PG 1, LN 16B	3,500.	1,750.		1,750.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ABBOT DOWNING MANAGEMENT FEES	22,918.	22,918.			0.
TO FORM 990-PF, PG 1, LN 16C	22,918.	22,918.			0.

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL EXCISE TAXES	4,715.	0.			0.
FOREIGN TAXES	2,771.	2,771.			0.
TO FORM 990-PF, PG 1, LN 18	7,486.	2,771.			0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCR FILING FEE	10.	5.			5.
TO FORM 990-PF, PG 1, LN 23	10.	5.			5.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	8
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SECURITIES HELD AT ABBOT DOWNING (SEE ATTACHED FOR DETAIL)		X	352,898.	359,351.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			352,898.	359,351.
TOTAL TO FORM 990-PF, PART II, LINE 10A			352,898.	359,351.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SECURITIES HELD AT ABBOT DOWNING (SEE ATTACHED FOR DETAIL)	2,565,805.	3,858,352.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,565,805.	3,858,352.

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SECURITIES HELD AT ABBOT DOWNING (SEE ATTACHED FOR DETAIL)	513,397.	530,505.
TOTAL TO FORM 990-PF, PART II, LINE 10C	513,397.	530,505.

FORM 990-PF	OTHER ASSETS		STATEMENT 11
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DIVIDENDS RECEIVABLE	1,200.	523.	523.
SALES PROCEEDS RECEIVABLE	0.	24,835.	24,835.
TO FORM 990-PF, PART II, LINE 15	1,200.	25,358.	25,358.

RM CLARK FAMILY FDN M/A

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
SPDR S & P 500 ETF TRUST	SPY	78462F103	37	04/30/13	06/18/13	\$8,106.01	\$5,899.40	\$206.61
WISDOMTREE JAPAN HEDGED	DXJ	97717W851	201	04/20/13	08/19/13	\$9,179.79	\$10,804.41	\$-1,724.62
WISDOMTREE JAPAN HEDGED	DXJ	97717W851	113	05/15/13	08/19/13	\$5,160.78	\$5,851.11	\$-690.33
WISDOMTREE JAPAN HEDGED	DXJ	97717W851	425	07/10/13	08/19/13	\$19,410.01	\$20,202.38	\$-792.37
ISHARES BARCLAYS 1-3 YEAR TREA	SHY	464287457	11	03/25/13	09/12/13	\$926.18	\$931.14	\$-4.96
ISHARES BARCLAYS 1-3 YEAR TREA	SHY	464287457	7	12/17/12	09/12/13	\$589.39	\$592.69	\$-3.30
ISHARES BARCLAYS 1-3 YEAR TREA	SHY	464287457	3	12/24/12	09/12/13	\$252.60	\$253.97	\$-1.37
Total short term gain/loss from covered security transactions not subject to wash sale:							\$41,824.76	\$-3,010.34

RM CLARK FAMILY FDN M/A

Short Term Covered Security Transactions with loss disallowed due to wash sale (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	Portion subject to 988	Wash sale loss disallowed (Box 5)
ISHARES BARCLAYS 1-3 YEAR TREA SHY		464287457	33	04/26/13	05/02/13	\$2,788.11	\$2,788.80	\$-0.79	\$0.00	\$0.79
ISHARES BARCLAYS 1-3 YEAR TREA SHY		464287457	37	04/26/13	08/10/13	\$3,119.65	\$3,128.94	\$-7.29	\$0.00	\$7.29
ISHARES BARCLAYS 1-3 YEAR TREA SHY		464287457	6	01/04/13	08/10/13	\$505.89	\$507.21	\$-1.32	\$0.00	\$1.32
ISHARES BARCLAYS 1-3 YEAR TREA SHY		464287457	8	01/04/13	08/10/13	\$674.52	\$676.28	\$-1.76	\$0.00	\$1.76
ISHARES BARCLAYS 1-3 YEAR TREA SHY		464287457	11	04/18/13	08/10/13	\$927.46	\$929.39	\$-1.93	\$0.00	\$1.93
ISHARES BARCLAYS 1-3 YEAR TREA SHY		464287457	8	01/05/13	08/10/13	\$674.52	\$676.44	\$-1.92	\$0.00	\$1.92
ISHARES BARCLAYS 1-3 YEAR TREA SHY		464287457	33	04/12/13	08/10/13	\$2,782.39	\$2,788.86	\$-6.57	\$0.00	\$6.57
ISHARES BARCLAYS 1-3 YEAR TREA SHY		464287457	3	01/11/13	08/10/13	\$252.94	\$253.56	\$-0.62	\$0.00	\$0.62
WISDOMTREE JAPAN HEDGED DXJ		97717W851	201	05/15/13	08/25/13	\$8,868.18	\$10,407.72	\$-1,541.54	\$0.00	\$1,541.54
ISHARES BARCLAYS 1-3 YEAR TREA SHY		464287457	8	12/18/12	08/07/13	\$675.02	\$677.52	\$-2.50	\$0.00	\$2.50
ISHARES BARCLAYS 1-3 YEAR TREA SHY		464287457	6	12/17/12	08/07/13	\$508.27	\$508.02	\$-1.75	\$0.00	\$1.75

RM CLARK FAMILY FDN M/A

Short Term Covered Security Transactions with loss disallowed due to wash sale (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	Portion subject to 988	Wash sale loss disallowed (Box 5)
ISHARES BARCLAYS 1-3 YEAR TREA	SHY	464287457	1	12/17/12	08/07/13	\$84.38	\$84.67	\$-0.29	\$0.00	\$0.29

Total short term gain/loss from covered security transactions subject to wash sale:

	\$21,857.33	\$23,425.61	\$-1,568.28
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Total short term loss from covered security transactions disallowed from wash sales:

	\$0.00		\$1,568.28
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Total short term Section 988 translation gain/loss from covered securities subject to wash sale:

	\$0.00		
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Total short term gain/loss from covered security transactions:

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Report each transaction on Form 8949, Part I, Box A

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Proceeds from Short Term Noncovered Security Transactions

This category includes transactions that are short-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 withheld 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 I, Box B.

Short Term Noncovered Security Transactions (Form 8949, Part I, Box B)

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	646	03/13/12	01/14/13	\$21,985.41	\$19,734.67	\$2,250.74
GENTEX CORP	GNTX	371901109	27	03/12/12	01/22/13	\$526.24	\$871.21	\$-144.97
ISHARES BARCLAYS 1-3 YEAR TREA	SHY	464287457	1	12/18/12	01/22/13	\$84.44	\$84.41	\$0.03
MEDNAX INC	MD	58502B106	14	02/23/12	01/22/13	\$1,210.72	\$1,037.88	\$172.84
GENTEX CORP	GNTX	371901109	127	03/12/12	01/23/13	\$2,431.15	\$3,157.20	\$-726.05

2013 Form 1099

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Short Term Noncovered Security Transactions (Form 8949, Part I, Box B)

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
GENTEX CORP	GNTX	371801109	14	03/12/12	01/23/13	\$268.00	\$346.51	\$-78.51
ISHARES DOW JONES SELECT DIVID	DVY	464287168	452	01/14/13	01/30/13	\$27,118.14	\$26,475.63	\$640.51
SPDR S & P 500 ETF TRUST	SPY	78462F103	12	12/05/12	02/04/13	\$1,794.20	\$1,702.26	\$91.94
SPDR S & P 500 ETF TRUST	SPY	78462F103	96	01/11/13	02/04/13	\$14,353.59	\$14,128.88	\$226.71
BLACKROCK INC	BLK	03247X101	11	08/05/12	02/28/13	\$2,584.54	\$1,833.01	\$751.53
BAXTER INTL INC COM	BAX	071813109	77	06/05/12	02/26/13	\$5,145.02	\$3,888.27	\$1,278.75
BAXTER INTL INC COM	BAX	071813109	8	07/20/12	02/26/13	\$534.55	\$449.52	\$85.03
BAXTER INTL INC COM	BAX	071813109	10	07/24/12	02/26/13	\$668.18	\$549.19	\$118.99
ZEBRA TECHNOLOGIES CORP CLA	ZBRA	989207105	38	03/12/12	03/08/13	\$1,700.35	\$1,503.80	\$196.55
ZEBRA TECHNOLOGIES CORP CLA	ZBRA	989207105	25	03/09/12	03/07/13	\$1,115.68	\$985.11	\$130.57
ZEBRA TECHNOLOGIES CORP CLA	ZBRA	989207105	5	03/12/12	03/07/13	\$223.14	\$197.87	\$25.27
ZEBRA TECHNOLOGIES CORP CLA	ZBRA	989207105	2	03/09/12	03/08/13	\$69.28	\$78.81	\$10.47
EDISON INTL COM	EIX	281020107	719	03/13/12	03/12/13	\$36,318.47	\$31,442.46	\$4,876.02
SPDR S & P 500 ETF TRUST	SPY	78462F103	43	02/28/13	04/03/13	\$6,684.75	\$6,418.87	\$265.88
OIL STATES INTERNATIONAL INC	OIS	878026105	50	09/07/12	05/23/13	\$4,982.39	\$4,125.57	\$858.82
OIL STATES INTERNATIONAL INC	OIS	878026105	7	06/26/12	05/23/13	\$694.73	\$430.07	\$264.66
ISHARES DOW JONES SELECT DIVID	DVY	464287168	463	04/01/13	08/11/13	\$29,897.47	\$29,221.83	\$675.64
ISHARES DOW JONES SELECT DIVID	DVY	464287168	64	04/01/13	08/20/13	\$4,029.59	\$4,039.30	\$-9.71
ISHARES DOW JONES SELECT DIVID	DVY	464287168	128	01/14/13	08/21/13	\$8,114.28	\$7,497.52	\$616.74
ISHARES DOW JONES SELECT DIVID	DVY	464287168	218	03/14/13	06/21/13	\$13,819.60	\$13,879.47	\$140.13
ISHARES DOW JONES SELECT DIVID	DVY	464287168	127	04/01/13	08/21/13	\$8,050.87	\$8,015.49	\$35.38
ISHARES DOW JONES SELECT DIVID	DVY	464287168	86	10/12/12	08/21/13	\$5,451.77	\$4,983.08	\$468.71
SPDR S & P 500 ETF TRUST	SPY	78462F103	25	02/28/13	09/08/13	\$4,165.43	\$3,731.90	\$433.53
SPDR S & P 500 ETF TRUST	SPY	78462F103	29	12/05/12	09/11/13	\$4,883.54	\$4,113.80	\$769.74
SPDR S & P 500 ETF TRUST	SPY	78462F103	16	02/28/13	09/11/13	\$2,684.37	\$2,388.42	\$305.95

Total short term gain/loss from noncovered security transactions not subject to wash sale:

RM CLARK FAMILY FDN M/A

Short Term Noncovered Security Transactions with loss disallowed due to wash sale (Form 8949, Part I, Box B)

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	Portion subject to 988	Net gain or loss	Wash sale loss disallowed
ISHARES BARCLAYS 1-3 YEAR TREA	SHY	464287457	22	12/17/12	01/22/13	\$1,857.64	\$1,858.38	\$0.00	\$-0.74	\$0.74
ISHARES BARCLAYS 1-3 YEAR TREA	SHY	464287457	8	12/12/12	01/22/13	\$675.50	\$676.17	\$0.00	\$-0.67	\$0.67
ISHARES BARCLAYS 1-3 YEAR TREA	SHY	464287457	8	12/11/12	01/22/13	\$675.50	\$676.01	\$0.00	\$-0.51	\$0.51
ISHARES BARCLAYS 1-3 YEAR TREA	SHY	464287457	22	12/18/12	01/22/13	\$1,857.64	\$1,858.58	\$0.00	\$-0.94	\$0.94
ISHARES BARCLAYS 1-3 YEAR TREA	SHY	464287457	6	12/11/12	01/22/13	\$508.63	\$507.01	\$0.00	\$-0.38	\$0.38
ISHARES BARCLAYS 1-3 YEAR TREA	SHY	464287457	3	12/28/12	02/27/13	\$253.35	\$253.45	\$0.00	\$-0.10	\$0.10
ISHARES BARCLAYS 1-3 YEAR TREA	SHY	464287457	8	12/22/12	02/27/13	\$675.60	\$676.19	\$0.00	\$-0.59	\$0.59
ISHARES BARCLAYS 1-3 YEAR TREA	SHY	464287457	6	12/21/12	02/27/13	\$506.70	\$507.02	\$0.00	\$-0.32	\$0.32
ISHARES BARCLAYS 1-3 YEAR TREA	SHY	464287457	8	12/21/12	02/27/13	\$675.60	\$676.03	\$0.00	\$-0.43	\$0.43
ISHARES BARCLAYS 1-3 YEAR TREA	SHY	464287457	6	01/18/13	05/02/13	\$506.93	\$507.20	\$0.00	\$-0.27	\$0.27
ISHARES BARCLAYS 1-3 YEAR TREA	SHY	464287457	8	01/18/13	05/02/13	\$675.91	\$676.27	\$0.00	\$-0.36	\$0.36
ISHARES BARCLAYS 1-3 YEAR TREA	SHY	464287457	8	01/19/13	05/02/13	\$675.91	\$676.43	\$0.00	\$-0.52	\$0.52

RM CLARK FAMILY FDN M/A

Short Term Noncovered Security Transactions with loss disallowed due to wash sale (Form 8949, Part I, Box B)

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	Portion subject to 988	Wash sale loss disallowed
ISHARES BARCLAYS 1-3 YEAR TREA	SHY	464287457	3	01/25/13	05/02/13	\$253.46	\$253.55	\$-0.09	\$0.00	\$0.09
ISHARES BARCLAYS 1-3 YEAR TREA	SHY	464287457	4	12/28/12	06/10/13	\$337.26	\$337.83	\$-0.67	\$0.00	\$0.67
ISHARES BARCLAYS 1-3 YEAR TREA	SHY	464287457	12	03/27/13	06/10/13	\$1,011.78	\$1,013.76	\$-1.98	\$0.00	\$1.98
ISHARES BARCLAYS 1-3 YEAR TREA	SHY	464287457	8	12/27/12	06/10/13	\$674.52	\$675.79	\$-1.27	\$0.00	\$1.26
Total short term gain/loss from noncovered security transactions subject to wash sale:										
						\$11,819.93	\$11,828.77	\$-9.84		
Total short term loss from noncovered security transactions disallowed from wash sales:										
Total short term Section 988 translation gain/loss from noncovered securities subject to wash sale:										
									\$0.00	\$9.19
Total short term gain/loss from noncovered security transactions:						Gain or Loss	Loss Disallowed	Net Gain or Loss		
Report each transaction on Form 8949, Part I, Box B						\$223,417.80	\$208,699.75	\$9.19	\$14,727.24	

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
TRANSOCEAN LTD.	RIG	H8817H100	21	03/28/12	12/31/13	\$1,030.68	\$1,149.25	\$-118.57

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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
TRANSOCEAN LTD.	RIG	H8817H100	53	03/27/12	12/31/13	\$2,601.24	\$2,909.41	\$-308.17
Total long term gain/loss from covered security transactions not subject to wash sale:								
						\$3,631.92	\$4,058.66	\$-426.74
Total long term gain/loss from covered security transactions:								
Report each transaction on Form 8949, Part II, Box D			Gross Proceeds	Tax Cost	Gain or Loss	Loss Disallowed	Net Gain or Loss	
			\$3,631.92	\$4,058.66	\$-426.74	\$0.00	\$-426.74	

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 withheld 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
PERRIGO CO	PRGO	714280103	136	08/16/11	01/11/13	\$14,096.69	\$11,374.36	\$2,722.33
ABBVIE INC		00287Y109	315	08/18/09	01/14/13	\$10,720.44	\$7,546.57	\$3,173.87
ABBVIE INC		00287Y109	25	05/04/10	01/14/13	\$850.63	\$660.49	\$190.34
ISHARES BARCLAYS 1-3 YEAR TREA SHY		464287457	3	08/11/09	01/22/13	\$253.31	\$249.64	\$3.67
ISHARES BARCLAYS 1-3 YEAR TREA SHY		464287457	25	04/06/10	01/22/13	\$2,110.95	\$2,076.63	\$34.32
WILEY JOHN & SONS INC	JW.A	968223206	33	08/20/09	01/28/13	\$1,260.82	\$1,042.14	\$218.68
WILEY JOHN & SONS INC	JW.A	968223206	38	08/27/09	01/28/13	\$1,451.86	\$1,208.47	\$243.39
WILEY JOHN & SONS INC	JW.A	968223206	38	08/19/09	01/28/13	\$1,451.86	\$1,186.10	\$255.76
WILEY JOHN & SONS INC	JW.A	968223206	95	08/18/09	01/29/13	\$3,627.20	\$2,889.65	\$737.55
WILEY JOHN & SONS INC	JW.A	968223206	5	08/19/09	01/29/13	\$190.91	\$157.38	\$33.53
METTLER-TOLEDO INTL INC	MTD	582688105	20	08/05/11	02/01/13	\$4,283.32	\$2,795.35	\$1,487.97

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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
METTLER-TOLEDO INTL INC	MTD	592688105	4	01/22/09	02/01/13	\$856.66	\$270.13	\$586.53
INTERCONTINENTALEXCHANGE INC	ICE	45865V100	27	02/17/11	02/26/13	\$4,078.58	\$3,484.47	\$594.11
BLACKROCK INC	BLK	09247X101	4	08/19/11	02/26/13	\$939.83	\$607.79	\$332.04
WEX INC	WXS	98208T104	19	10/29/08	03/06/13	\$1,469.86	\$250.49	\$1,219.37
ZEBRA TECHNOLOGIES CORP	ZBRA	988207105	24	10/05/05	03/08/13	\$1,071.30	\$937.80	\$133.50
EDISON INTL COM	EIX	281020107	55	08/29/10	03/12/13	\$2,778.19	\$1,809.03	\$869.16
EDISON INTL COM	EIX	281020107	48	01/14/09	03/12/13	\$2,424.60	\$1,504.90	\$919.70
EDISON INTL COM	EIX	281020107	347	01/14/09	03/13/13	\$17,596.63	\$10,879.14	\$6,717.49
EDISON INTL COM	EIX	281020107	290	04/17/09	03/13/13	\$14,708.12	\$8,170.20	\$6,535.92
UGI CORP NEW COM	UGI	902681105	78	02/03/06	03/25/13	\$2,921.71	\$1,677.40	\$1,244.31
UGI CORP NEW COM	UGI	902681105	9	02/01/06	03/25/13	\$337.12	\$183.03	\$144.08
UGI CORP NEW COM	UGI	902681105	76	02/01/06	03/26/13	\$2,857.53	\$1,630.01	\$1,227.52
UGI CORP NEW COM	UGI	902681105	68	02/01/06	03/26/13	\$2,480.03	\$1,415.53	\$1,064.50
UGI CORP NEW COM	UGI	902681105	46	02/02/06	03/26/13	\$1,728.51	\$983.45	\$745.06
UGI CORP NEW COM	UGI	902681105	9	02/02/06	03/27/13	\$341.02	\$182.41	\$148.61
UGI CORP NEW COM	UGI	902681105	90	02/08/06	03/27/13	\$3,410.19	\$1,922.45	\$1,487.74
SPDR BARCLAYS CAPITAL HIGH YIE	JNK	79464A417	660	09/28/11	03/27/13	\$27,054.98	\$24,685.42	\$2,369.56
HEINZ H J CO	HNZ	423074103	265	12/08/10	04/01/13	\$19,135.48	\$13,027.37	\$6,108.11
HEINZ H J CO	HNZ	423074103	110	03/09/11	04/01/13	\$7,943.03	\$5,471.10	\$2,471.93
HEINZ H J CO	HNZ	423074103	716	03/13/12	04/01/13	\$51,701.91	\$38,042.87	\$13,659.04
TRANSDIGM GROUP INC	TDG	893641100	50	11/22/11	04/16/13	\$7,400.45	\$4,835.22	\$2,565.23
TRANSDIGM GROUP INC	TDG	893641100	64	11/22/11	04/17/13	\$9,268.43	\$5,933.09	\$3,335.34
GENTEX CORP	GNTX	371901109	175	03/12/12	04/26/13	\$3,852.32	\$4,331.37	\$-479.05
GENTEX CORP	GNTX	371901109	91	03/09/12	04/26/13	\$2,003.21	\$2,244.25	\$-241.04
QUALCOMM INC	QCOM	747525103	86	03/21/12	04/30/13	\$5,940.28	\$6,362.02	\$-421.74
VANGUARD EMERGING MARKETS ET	VWO	922042858	379	03/13/12	05/15/13	\$16,642.01	\$16,961.43	\$-319.42

RM CLARK FAMILY FDN M/A

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
OCEANEERING INTL INC	OII	675232102	86	11/24/08	05/23/13	\$6,338.62	\$955.61	\$5,383.01
OCEANEERING INTL INC	OII	675232102	153	11/24/08	05/24/13	\$11,198.57	\$1,700.10	\$9,498.47
AFLAC INC	AFL	001055102	91	04/18/06	05/28/13	\$5,082.30	\$4,180.32	\$901.98
BHP BILLITON LIMITED	BHP	088608108	45	10/17/07	05/28/13	\$2,875.79	\$3,732.25	\$-756.46
BHP BILLITON LIMITED	BHP	088608108	25	03/13/12	05/28/13	\$1,653.22	\$1,879.00	\$-225.78
CNOOC - CHINA NATIONAL OFFSHORE	CEO	126132109	3	03/13/12	05/28/13	\$528.20	\$689.21	\$-141.01
DIAGEO PLC - ADR	DEO	25243Q205	51	03/13/12	05/28/13	\$6,096.94	\$4,972.86	\$1,124.08
HSBC - ADR	HBC	404280406	20	09/28/05	05/28/13	\$1,108.18	\$1,635.93	\$-527.75
HSBC - ADR	HBC	404280406	67	06/22/05	05/28/13	\$3,712.40	\$5,442.30	\$-1,729.90
AFLAC INC	AFL	001055102	13	01/31/07	05/28/13	\$728.04	\$816.72	\$-109.32
AFLAC INC	AFL	001055102	24	01/30/07	05/28/13	\$1,340.39	\$1,135.57	\$204.82
ABB LTD	ABB	000375204	119	03/13/12	05/28/13	\$2,623.96	\$2,461.35	\$162.61
ISHARES MSCI EAFE	EFA	464287465	97	02/24/11	05/28/13	\$5,919.80	\$5,834.38	\$85.42
VANGUARD EMERGING MARKETS ET VWO	VWO	922042858	136	03/13/12	05/28/13	\$5,775.84	\$8,096.42	\$-310.58
TRANSOCEAN LTD.	RIG	H8817H100	69	03/13/12	05/28/13	\$3,590.00	\$3,682.05	\$-92.05
TELEFONICA SA - ADR	TEF	879382208	2	01/05/05	05/28/13	\$28.04	\$35.65	\$-7.61
TELEFONICA SA - ADR	TEF	879382208	180	08/05/08	05/28/13	\$2,523.84	\$4,691.37	\$-2,167.73
ISHARES MSCI EX-JAPAN IN FD	AAXJ	464288182	48	10/01/10	05/28/13	\$2,840.59	\$2,953.22	\$-112.63
NESTLE S.A. REGISTERED SHARES	NSRGY	641069406	97	03/13/12	05/28/13	\$6,516.34	\$5,998.48	\$517.86
SAP AG - ADR	SAP	803054204	62	03/13/12	05/28/13	\$4,715.63	\$4,362.79	\$352.84
TAIWAN SEMICONDUCTOR MANUFAC TSM	TSM	874039100	602	03/13/12	05/28/13	\$11,582.57	\$8,960.17	\$2,622.40
TELEFONICA SA - ADR	TEF	879382208	39	03/28/07	05/28/13	\$546.79	\$846.78	\$-301.99
TESCO PLC 5P		G87621101	4	04/18/06	05/30/13	\$22.30	\$23.67	\$-1.37
RECKITT BENCKISER PLC GBP		G74079107	62	03/14/12	05/30/13	\$4,532.03	\$3,472.30	\$1,059.73
KOMATSU JPY 50.0		J35759125	117	03/14/12	05/30/13	\$3,076.42	\$3,328.26	\$-251.84
TESCO PLC 5P		G87621101	71	02/09/05	05/30/13	\$395.63	\$419.85	\$-24.02

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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
VANGUARD EMERGING MARKETS ET VWO	WOOF	922042858	313	03/13/12	05/31/13	\$13,080.87	\$14,007.72	\$-927.05
VCA ANTECH INC	WOOF	918194101	30	04/21/08	08/10/13	\$782.82	\$846.78	\$-63.96
VCA ANTECH INC	WOOF	918194101	97	04/22/08	08/13/13	\$2,509.50	\$2,730.81	\$-221.31
VCA ANTECH INC	WOOF	918194101	40	04/21/08	06/13/13	\$1,034.85	\$1,129.03	\$-84.18
ABB LTD	ABB	000375204	153	03/13/12	08/25/13	\$3,212.94	\$3,184.59	\$48.35
ISHARES MSCI EAFE	EFA	464287485	31	02/24/11	08/25/13	\$1,781.85	\$1,884.59	\$-82.74
AFLAC INC	AFL	001055102	81	04/18/08	06/25/13	\$4,579.26	\$3,720.94	\$858.32
BHP BILLITON LIMITED	BHP	088606108	58	03/13/12	06/25/13	\$3,239.08	\$4,208.96	\$-969.80
CNOOC - CHINA NATIONAL OFFSHORE	CEO	126132109	24	03/13/12	06/25/13	\$3,876.32	\$5,353.64	\$-1,477.32
DIAGEO PLC - ADR	DEO	252430205	109	03/13/12	08/25/13	\$12,513.90	\$10,828.28	\$1,885.62
HSBC - ADR	HBC	404280406	113	08/22/05	06/25/13	\$5,855.04	\$9,178.80	\$-3,323.78
ISHARES MSCI EX-JAPAN IN FD	AAXJ	464288182	81	10/01/10	08/25/13	\$4,291.30	\$4,983.56	\$-692.26
NESTLE S.A. REGISTERED SHARES	NSRGY	641088406	120	03/13/12	08/25/13	\$7,865.87	\$7,420.80	\$265.07
SAP AG - ADR	SAP	803054204	68	03/13/12	08/25/13	\$4,884.81	\$4,785.00	\$99.81
TAIWAN SEMICONDUCTOR MANUFACT	TSM	874039100	287	03/13/12	08/25/13	\$5,008.08	\$4,271.71	\$736.38
TELEFONICA SA - ADR	TEF	878382208	107.2	01/05/05	08/25/13	\$1,348.55	\$1,911.09	\$-562.54
TELEFONICA SA - ADR	TEF	878382208	28.8	02/09/05	08/25/13	\$362.30	\$509.37	\$-147.07
VANGUARD EMERGING MARKETS ET VWO	WOOF	922042858	184	03/13/12	06/25/13	\$8,049.85	\$7,339.51	\$-1,289.68
KOMATSU JPY 60.0		J35759125	141	03/14/12	08/28/13	\$3,168.88	\$4,010.97	\$-842.31
RECKITT BENCKISER PLC GBP		G74078107	69	03/14/12	08/28/13	\$4,907.08	\$3,884.33	\$1,042.75
TESCO PLC 5P		G87621101	139	02/09/05	08/28/13	\$690.81	\$821.98	\$-131.15
TESCO PLC 5P		G87621101	334	06/22/05	08/28/13	\$1,659.82	\$1,973.25	\$-313.33
CLOUD PEAK ENERGY INC	CLD	18911Q102	159	01/12/12	08/27/13	\$2,585.60	\$3,208.79	\$-611.19
CLOUD PEAK ENERGY INC	CLD	18911Q102	218	01/13/12	08/27/13	\$3,558.75	\$4,324.71	\$-765.96
ROCK-TENN CO CLA	RKT	772739207	52	07/29/10	07/09/13	\$5,486.10	\$2,734.96	\$2,751.14
ROCK-TENN CO CLA	RKT	772739207	33	08/27/10	07/09/13	\$3,481.57	\$1,673.05	\$1,808.52

RM CLARK FAMILY FDN M/A

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 1e)	Sales price less commissions (Box 2a)	Cost or other basis	Net gain or loss
ROCK-TENN CO CLA	RKT	772739207	6	09/29/10	07/09/13	\$633.01	\$303.67	\$329.34
CNOOC - CHINA NATIONAL OFFSHORE CEO		126132109	69	03/13/12	07/09/13	\$11,683.03	\$15,391.71	\$-3,708.68
CNOOC - CHINA NATIONAL OFFSHORE CEO		126132109	21	03/30/10	07/09/13	\$3,555.71	\$3,513.84	\$41.77
CNOOC - CHINA NATIONAL OFFSHORE CEO		126132109	18	03/28/10	07/10/13	\$3,002.26	\$2,894.69	\$7.57
CNOOC - CHINA NATIONAL OFFSHORE CEO		126132109	47	03/30/10	07/10/13	\$7,838.23	\$7,864.53	\$-25.30
CNOOC - CHINA NATIONAL OFFSHORE CEO		126132109	64	03/31/10	07/10/13	\$10,674.70	\$10,608.40	\$66.30
U S TREAS INF LND 1.875% 7		9128288D1	50683.2	07/21/03	07/15/13	\$50,683.20	\$49,887.21	\$815.99
ROCK-TENN CO CLA	RKT	772739207	16	09/24/10	08/02/13	\$1,861.71	\$803.63	\$1,058.08
ROCK-TENN CO CLA	RKT	772739207	51	09/23/10	08/02/13	\$5,934.20	\$2,458.97	\$3,475.23
ROCK-TENN CO CLA	RKT	772739207	28	09/29/10	08/02/13	\$3,257.99	\$1,417.15	\$1,840.84
ROCK-TENN CO CLA	RKT	772739207	21	09/28/10	08/02/13	\$2,443.49	\$1,061.45	\$1,382.04
ISHARES MSCI EX-JAPAN IN FD	AAXJ	484288182	108	09/30/10	08/19/13	\$5,997.17	\$6,511.32	\$-514.15
ABB LTD	ABB	000375204	310	03/13/12	08/19/13	\$8,935.75	\$8,411.81	\$523.84
DIAGEO PLC - ADR	DEO	26243Q205	101	03/13/12	08/19/13	\$12,864.88	\$9,848.22	\$3,016.66
TAIWAN SEMICONDUCTOR MANUFAC TSM		874039100	593	03/13/12	08/19/13	\$9,410.87	\$8,828.21	\$584.66
VANGUARD EMERGING MARKETS ET VWO		922042858	114	03/13/12	08/19/13	\$4,406.02	\$5,101.85	\$-695.83
VANGUARD EMERGING MARKETS ET VWO		922042858	186	11/19/08	08/19/13	\$8,493.09	\$3,480.47	\$3,002.62
ISHARES MSCI EX-JAPAN IN FD	AAXJ	484288182	67	10/01/10	08/19/13	\$3,720.46	\$4,122.20	\$-401.74
TELEFONICA SA - ADR	TEF	878382208	206.8	03/13/12	08/19/13	\$2,939.27	\$3,440.16	\$-501.89
TELEFONICA SA - ADR	TEF	878382208	157.2	02/09/05	08/19/13	\$2,233.54	\$2,780.32	\$-546.78
SAP AG - ADR	SAP	803054204	176	03/13/12	08/19/13	\$13,314.78	\$12,384.70	\$930.08
BHP BILLITON LIMITED	BHP	088606108	137	03/13/12	08/19/13	\$9,176.34	\$10,286.82	\$-1,120.58
NESTLE S.A. REGISTERED SHARES NSRGY		641069408	29.5	04/17/06	08/19/13	\$1,970.03	\$881.97	\$1,088.46
NESTLE S.A. REGISTERED SHARES NSRGY		641069408	186	03/13/12	08/19/13	\$12,421.21	\$11,502.24	\$918.97
AFLAC INC	AFL	001055102	2	04/18/06	08/19/13	\$119.68	\$91.88	\$27.80
AFLAC INC	AFL	001055102	168	03/13/12	08/19/13	\$10,063.54	\$7,643.68	\$2,409.86

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2013 Form 1099

Account Number 11104900

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RM CLARK FAMILY FDN M/A

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
ISHARES MSCI EAFE	EFA	484287465	57	02/24/11	08/19/13	\$3,501.45	\$3,428.45	\$73.00
HSBC - ADR	HBC	404280408	35	09/11/02	08/19/13	\$1,921.48	\$1,971.20	\$-49.72
HSBC - ADR	HBC	404280408	15	02/04/03	08/19/13	\$823.49	\$785.16	\$38.33
HSBC - ADR	HBC	404280408	40	10/07/04	08/19/13	\$2,195.98	\$3,241.34	\$-1,045.36
HSBC - ADR	HBC	404280408	10	08/22/05	08/19/13	\$548.89	\$812.28	\$-263.29
HSBC - ADR	HBC	404280408	3	09/28/05	08/19/13	\$164.70	\$243.38	\$-78.68
HSBC - ADR	HBC	404280408	59	03/13/12	08/19/13	\$3,239.07	\$2,660.30	\$578.77
NESTLE S.A. REGISTERED SHARES	NSRGY	641069406	49.5	10/17/07	08/19/13	\$3,305.65	\$2,174.83	\$1,130.82
TESCO PLC 5P		G87621101	1228	08/22/05	08/20/13	\$6,989.29	\$7,254.95	\$-265.66
KOMATSU JPY 50.0		J35759125	479	03/14/12	08/20/13	\$10,821.46	\$13,625.84	\$-2,804.48
RECKITT BENCKISER PLC GBP		G74079107	184	03/14/12	08/20/13	\$12,838.60	\$10,304.88	\$2,533.72
SPDR S & P 500 ETF TRUST	SPY	78482F103	38	08/19/10	09/11/13	\$6,399.12	\$4,104.76	\$2,294.36
SPDR S & P 500 ETF TRUST	SPY	78482F103	16	08/05/12	09/11/13	\$2,694.37	\$2,058.56	\$635.81
NORDSTROM INC	JWN	655684100	4	08/05/12	09/11/13	\$227.72	\$188.88	\$40.84
NORDSTROM INC	JWN	655684100	60	09/30/10	09/11/13	\$3,415.78	\$2,238.50	\$1,179.28
THERMO FISHER SCIENTIFIC INC	TMO	883556102	9	11/29/10	09/11/13	\$811.49	\$454.87	\$356.62
ANSYS INC	ANSS	03682Q105	11	10/28/08	09/11/13	\$988.21	\$273.91	\$694.30
THERMO FISHER SCIENTIFIC INC	TMO	883556102	30	10/01/09	09/11/13	\$2,704.97	\$1,308.50	\$1,398.47
ANSYS INC	ANSS	03682Q105	29	07/26/07	09/11/13	\$2,552.56	\$741.08	\$1,811.48
ANSYS INC	ANSS	03682Q105	85	10/27/08	09/12/13	\$7,503.62	\$2,081.62	\$5,442.00
ANSYS INC	ANSS	03682Q105	39	10/28/08	09/12/13	\$3,442.84	\$971.13	\$2,471.71
ORBITAL SCIENCES CORP	ORB	685564106	14	09/28/09	10/15/13	\$309.35	\$211.85	\$97.50
ORBITAL SCIENCES CORP	ORB	685564106	81	09/30/10	10/15/13	\$1,789.84	\$1,239.55	\$550.29
ORBITAL SCIENCES CORP	ORB	685564106	80	09/29/09	10/15/13	\$1,767.74	\$1,228.05	\$541.69
ORBITAL SCIENCES CORP	ORB	685564106	36	09/30/09	10/16/13	\$784.33	\$543.78	\$240.55
ORBITAL SCIENCES CORP	ORB	685564106	59	09/28/09	10/16/13	\$1,285.43	\$682.81	\$382.62

RM CLARK FAMILY FDN M/A

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
WASTE MANAGEMENT INC	WM	84108L109	169	03/13/12	10/17/13	\$7,108.82	\$5,876.08	\$1,230.78
WASTE MANAGEMENT INC	WM	84108L109	245	03/01/11	10/17/13	\$10,302.78	\$9,020.46	\$1,282.32
ORBITAL SCIENCES CORP	ORB	685584108	77	09/30/09	10/17/13	\$1,709.89	\$1,163.07	\$546.82
PAYCHEX INC	PAYX	704326107	180	01/28/11	10/17/13	\$7,797.53	\$6,265.82	\$1,531.71
STAPLES INC	SPLS	855030102	539	05/22/12	10/17/13	\$8,389.55	\$7,315.15	\$1,074.40
PAYCHEX INC	PAYX	704326107	165	03/09/11	10/17/13	\$6,771.53	\$5,572.84	\$1,198.69
FED HOME LN MTG CORP 2.250% 11		3134G24S8	50000	10/27/11	11/14/13	\$50,000.00	\$50,000.00	\$0.00
STAPLES INC	SPLS	855030102	253	05/22/12	11/27/13	\$3,892.51	\$3,433.64	\$458.87
WASTE MANAGEMENT INC	WM	84108L109	313	03/13/12	11/27/13	\$14,253.77	\$10,882.89	\$3,370.88
PAYCHEX INC	PAYX	704326107	82	01/28/11	11/27/13	\$4,016.23	\$3,033.98	\$982.25
WASTE MANAGEMENT INC	WM	84108L109	180	03/13/12	11/28/13	\$8,208.67	\$6,256.53	\$1,948.14
STAPLES INC	SPLS	855030102	155	05/22/12	11/29/13	\$2,406.00	\$2,103.61	\$302.39
PAYCHEX INC	PAYX	704326107	61	01/28/11	11/29/13	\$2,670.71	\$2,011.66	\$659.05
WASTE MANAGEMENT INC	WM	84108L109	250	08/04/11	12/02/13	\$11,252.08	\$7,601.68	\$3,650.40
WASTE MANAGEMENT INC	WM	84108L109	280	03/13/12	12/02/13	\$13,052.41	\$10,083.18	\$2,969.23
STAPLES INC	SPLS	855030102	423	05/22/12	12/02/13	\$8,547.45	\$5,740.83	\$2,806.62
STAPLES INC	SPLS	855030102	38	09/10/12	12/02/13	\$588.19	\$431.08	\$157.11
PAYCHEX INC	PAYX	704326107	64	01/28/11	12/02/13	\$2,788.50	\$2,110.59	\$677.91
STAPLES INC	SPLS	855030102	38	09/10/12	12/02/13	\$588.18	\$431.08	\$157.10
PAYCHEX INC	PAYX	704326107	146	03/13/12	12/02/13	\$8,361.25	\$4,618.73	\$1,741.52
TRANSOCEAN LTD.	RIG	H8817H100	203	03/13/12	12/31/13	\$9,963.25	\$10,832.71	\$-869.46
TRANSOCEAN LTD.	RIG	H8817H100	229	08/08/12	12/31/13	\$11,239.33	\$11,245.09	\$-5.76
Total long term gain/loss from noncovered security transactions not subject to wash sale:						\$930,877.37	\$800,338.20	\$130,539.17

RM CLARK FAMILY FDN M/A

Long Term Noncovered Security Transactions with loss disallowed due to wash sale (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	Portion subject to 888	Wash sale loss disallowed
TRANSOCEAN LTD.	RIG	H8817H100	74	03/13/12	08/25/13	\$3,525.96	\$3,948.87	\$-422.91	\$0.00	\$422.91
Total long term gain/loss from noncovered security transactions subject to wash sale:										
Total long term loss from noncovered security transactions disallowed from wash sales:										
Total long term Section 988 translation gain/loss from noncovered securities subject to wash sale:										
Total long term gain/loss from noncovered security transactions:										
Report each transaction on Form 8949, Part II, Box E			Gross Proceeds	Tax Cost	Gain or Loss	Loss Disallowed	Net Gain or Loss			
			\$834,403.33	\$804,287.07	\$130,116.26	\$422.91	\$130,539.17			

Total proceeds reported to IRS on Form 1099-B

\$1,224,935.14

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STATEMENT OF ASSETS AND LIABILITIES
AS OF DECEMBER 31, 2013

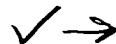
R&M CLARK FAMILY FDN M/A
ACCOUNT NUMBER 11104900

STATEMENT OF ASSETS AND LIABILITIES

PAR VALUE / SHARES	DESCRIPTION	COST VALUE UNIT COST	MARKET VALUE UNIT PRICE	% TOTAL MARKET	ESTIMATED ANNUAL INCOME	CURRENT YIELD
CASH EQUIVALENTS						
99,203.22	WELLS FARGO ADVANTAGE GOVERNMENT MONEY MARKET FUND INSTL CLASS - #1751	99,203.22 1.000	99,203.22 1.000	2.05	10	0.01
TOTAL CASH EQUIVALENTS						
		99,203.22	99,203.22	2.05	10	0.01
TAXABLE BONDS						
353	ISHARES 1-3 YEAR TREASURY BOND	29,804.46 84.432	29,786.14 84.380	0.61	78	0.26
1,010	SPDR BARCLAYS CONVERTIBLE SECURITIES ETF	40,204.97 39.807	47,197.30 46.730	0.97	1,729	3.66
2,550	VANGUARD SHORT TERM BOND ETF	204,311.02 80.122	203,821.50 79.930	4.20	2,423	1.19
75,000	HSBC FINANCE CORP MED TERM NOTE SER NOTZ DTD 11/08/07 11/15/2014 MOODY'S RATING BAA1	75,000.00 100.000	77,561.25 103.415	1.60	4,013	5.17
50,000	GENERAL ELEC CAP CORP MED TERM NOTE TRANSCHE # TR 00725 DTD 01/09/06 5.000 01/08/2016 MOODY'S RATING A1	49,995.00 99.990	54,035.50 108.071	1.11	2,500	4.63
50,000	JP MORGAN CHASE & CO DTD 12/20/07 6.000 01/15/2018 MOODY'S RATING A3	50,071.50 100.143	57,574.00 115.148	1.19	3,000	5.21
60,000	FED HOME LN BK DTD 10/08/10 3.125 10/08/2020 MOODY'S RATING AAA	64,010.40 106.684	60,529.20 100.882	1.25	1,875	3.10
TOTAL TAXABLE BONDS		513,397.35	530,504.89	10.94	15,618	2.94

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STATEMENT OF ASSETS AND LIABILITIES
AS OF DECEMBER 31, 2013

R&A CLARK FAMILY FDN M/A
ACCOUNT NUMBER 11104900

STATEMENT OF ASSETS AND LIABILITIES

PAR VALUE/SHARES	DESCRIPTION	COST VALUE UNIT COST	MARKET VALUE UNIT PRICE	% TOTAL MARKET	ESTIMATED ANNUAL INCOME	CURRENT YIELD
MUNICIPALS						
50,000	DAVENPORT IOWA BUILD AMERICA BDS-TAXABLE-COMM DTD 11/02/09 3.000 06/01/2014 MOODY'S RATING AA2	49,999.00 99.998	50,523.00 101.046	1.04	1,500	2.97
50,000	OMAHA NEB SPL OBLIG OMAHA -REF REDEV DTD 03/25/08 4.900 02/01/2015 MOODY'S RATING AA2	50,000.00 100.000	50,615.50 101.231	1.04	2,450	4.84
50,000	ARIZONA ST SCH FACS BRD REVENUE TXBL-REF-SCH IMPT DTD 04/11/13 0.812 07/01/2016 MOODY'S RATING AAA	49,657.00 99.314	49,560.00 99.120	1.02	406	0.82
50,000	BURNSVILLE MINN BUILD AMERICA BONDS-WTR-SER A DTD 02/11/10 4.450 12/20/2020 MOODY'S RATING AAA	50,000.00 100.000	51,894.50 103.789	1.07	2,225	4.29
50,000	MANITOWOC WIS BUILD AMERICA BONDS-TAXABLE-CO DTD 02/16/10 4.650 02/01/2021 MOODY'S RATING A1	50,000.00 100.000	51,792.50 103.585	1.07	2,325	4.49
50,000	MOUNT HOREB WIS AREA SCH DIST REF-TAXABLE-QUALIFIED ENERGY DTD 05/09/11 5.000 03/01/2022 MOODY'S RATING AA3	51,043.50 102.087	52,609.50 105.219	1.09	2,500	4.75
50,000	MOUNT PLEASANT WIS BUILD AMERICA BONDS DTD 11/18/09 5.700 11/01/2024 MOODY'S RATING AA2	52,198.00 104.396	52,356.00 104.712	1.08	2,850	5.44
TOTAL MUNICIPALS		352,897.50	359,351.00	7.41	14,256	3.97

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STATEMENT OF ASSETS AND LIABILITIES
AS OF DECEMBER 31, 2013

RSM CLARK FAMILY FDN M/A
ACCOUNT NUMBER 11104900

STATEMENT OF ASSETS AND LIABILITIES

PAR VALUE/SHARES	DESCRIPTION	COST VALUE UNIT COST	MARKET VALUE UNIT PRICE	% TOTAL MARKET	ESTIMATED ANNUAL INCOME	CURRENT YIELD
EQUITIES						
ABBOT DOWNING GROWTH EQUITIES						
986	ABBOTT LABS	25,766.64 26.132	37,793.38 38.330	0.78	868	2.30
321	ACCENTURE PLC	7,130.89 22.215	26,392.62 82.220	0.54	597	2.26
487	AMERICAN EXPRESS CO	19,112.76 39.246	44,185.51 90.730	0.91	448	1.01
371	AMPHENOL CORP CL A	17,591.33 47.416	33,085.78 89.180	0.68	297	0.90
201	APACHE CORP	12,446.80 61.924	17,273.94 85.940	0.36	161	0.93
45	APPLE INC	10,036.53 223.034	25,245.90 561.020	0.52	549	2.17
315	BAXTER INTL INC	15,824.75 50.237	21,908.25 69.550	0.45	617	2.82
268	BERKSHIRE HATHAWAY INC.	21,206.44 79.129	31,774.08 118.560	0.66	0	0.00
78	BLACKROCK INC	11,851.90 151.947	24,684.66 316.470	0.51	524	2.12
385	CAPITAL ONE FINANCIAL CORP	20,712.48 53.799	29,494.85 76.610	0.61	462	1.57
406	FMC TECHNOLOGIES INC	12,440.19 30.641	21,197.26 52.210	0.44	0	0.00
155	GOLDMAN SACHS GROUP INC	15,029.83 96.967	27,475.30 177.260	0.57	341	1.24

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STATEMENT OF ASSETS AND LIABILITIES
AS OF DECEMBER 31, 2013

REA CLARK FAMILY FDN M/A
ACCOUNT NUMBER 11104900

STATEMENT OF ASSETS AND LIABILITIES

PAR VALUE/SHARES	DESCRIPTION	COST VALUE UNIT COST	MARKET VALUE UNIT PRICE	% TOTAL MARKET	ESTIMATED ANNUAL INCOME	CURRENT YIELD
290	ILLINOIS TOOL WORKS INC	13,572.00 46.800	24,383.20 84.080	0.50	487	2.00
220	MCDONALDS CORP	11,319.00 51.450	21,346.60 97.030	0.44	713	3.34
284	MCKESSON CORP	22,187.99 78.127	45,837.60 161.400	0.95	273	0.60
2,200	MICROSOFT CORP	61,811.17 28.096	82,302.00 37.410	1.70	2,464	2.99
320	NIKE INC CL B	6,804.78 21.265	25,164.80 78.640	0.52	307	1.22
382	NORDSTROM INC	14,239.05 37.275	23,607.60 61.800	0.49	458	1.94
270	PEPSICO INC	16,514.94 61.166	22,393.80 82.940	0.46	613	2.74
355	PETSMART INC COM	25,869.00 72.870	25,826.25 72.750	0.53	277	1.07
81	PRECISION CASTPARTS CORP	10,037.39 123.918	21,813.30 269.300	0.45	10	0.05
413	QUALCOMM INC	18,658.77 45.179	30,665.25 74.250	0.63	578	1.88
381	SCHLUMBERGER LTD	30,912.35 81.135	34,331.91 90.110	0.71	476	1.39
336	STARWOOD HOTELS & RESORTS WORLDWIDE INC COM	15,229.20 45.325	26,695.20 79.450	0.55	454	1.70

A Wells Fargo Business

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STATEMENT OF ASSETS AND LIABILITIES
AS OF DECEMBER 31, 2013

REA CLARK FAMILY FDN M/A
ACCOUNT NUMBER 11104900

STATEMENT OF ASSETS AND LIABILITIES

PAR VALUE/SHARES	DESCRIPTION	COST VALUE UNIT COST	MARKET VALUE UNIT PRICE	% TOTAL MARKET	ESTIMATED ANNUAL INCOME	CURRENT YIELD
371	TEXAS INSTRUMENTS INC	10,189.52 27.465	16,290.61 43.910	0.34	445	2.73
320	THERMO FISHER SCIENTIFIC INC	13,936.00 43.550	35,632.00 111.350	0.74	192	0.54
270	UNITED TECHNOLOGIES CORP	7,619.13 28.219	30,726.00 113.800	0.63	637	2.07
308	V F CORP	10,631.12 34.517	19,200.72 62.340	0.40	323	1.68
ABBOT DOWNING INTL 1,637	EQUITIES ABB LTD - ADR SPONSORED ADR	23,970.35 14.643	43,478.72 26.560	0.90	1,152	2.65
1,041	AFLAC INC	43,660.18 41.941	69,538.80 66.800	1.43	1,541	2.22
642	ALLISON TRANSMISSION HOLDINGS	13,020.82 20.282	17,725.62 27.610	0.37	308	1.74
672	BHP BILLITON LIMITED - ADR SPONSORED ADR	20,823.10 30.987	45,830.40 68.200	0.95	1,559	3.40
799	DIAGEO PLC - ADR SPONSORED ADR	58,699.13 73.466	105,803.58 132.420	2.18	2,395	2.26
1,019	HSBC - ADR SPONSORED ADR	42,474.76 41.683	56,177.47 55.130	1.16	2,446	4.35
1,979	KOMATSU JPY 50.0	37,433.45 18.915	40,237.12 20.332	0.83	0	0.00
1,383	NESTLE S.A. REGISTERED SHARES - ADR SPONSORED ADR	35,591.81 25.735	101,774.97 73.590	2.10	2,512	2.47

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STATEMENT OF ASSETS AND LIABILITIES
AS OF DECEMBER 31, 2013

REM CLARK FAMILY FDN M/A
ACCOUNT NUMBER 11104900

STATEMENT OF ASSETS AND LIABILITIES

PAR VALUE /SHARES	DESCRIPTION	COST VALUE UNIT COST	MARKET VALUE UNIT PRICE	% TOTAL MARKET	ESTIMATED ANNUAL INCOME	CURRENT YIELD
1,097	RECKITT BENCKISER PLC GBP	34,311.37 31.277	87,084.26 79.384	1.80	0	0.00
843	SAP AG - ADR SPONSORED ADR	37,501.61 44.486	73,459.02 87.140	1.52	673	0.92
3,821	TAIWAN SEMICONDUCTOR MANUFACTU - ADR SPONSORED ADR	33,615.06 8.797	66,638.24 17.440	1.37	1,532	2.30
2,032	TELEFONICA SA - ADR SPONSORED ADR	30,632.41 15.075	33,202.88 16.340	0.68	736	2.22
6,841	TESCO PLC 5P	32,325.94 4.725	37,883.19 5.538	0.78	0	0.00
1,321	TRANSOCEAN LTD.	61,969.79 46.911	65,283.82 49.420	1.35	2,959	4.53
385	ABBOTT DOWNING SMALL-CAP EQUITIES AIR METHODS CORP COM	16,002.47 41.565	22,430.10 58.260	0.46	0	0.00
340	DENTSPLY INTL INC COM	11,484.73 33.779	16,483.20 48.480	0.34	85	0.52
913	EBIX, INC.	16,301.53 17.855	13,430.23 14.710	0.28	0	0.00
907	GENTEX CORP	16,951.28 18.689	29,912.86 32.980	0.62	508	1.70
926	GENTHERM INC.	17,169.64 18.542	24,826.06 26.810	0.51	0	0.00
292	GEOSPACE TECHNOLOGIES CORP	23,385.07 80.086	27,633.71 94.636	0.57	0	0.00

A Wells Fargo Business

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STATEMENT OF ASSETS AND LIABILITIES
AS OF DECEMBER 31, 2013

R&M CLARK FAMILY FDN M/A
ACCOUNT NUMBER 11104900

STATEMENT OF ASSETS AND LIABILITIES

PAR VALUE/SHARES	DESCRIPTION	COST VALUE UNIT COST	MARKET VALUE UNIT PRICE	% TOTAL MARKET	ESTIMATED ANNUAL INCOME	CURRENT YIELD
333	GLOBAL PMTS INC W/1	14,416.54 43.293	21,641.67 64.990	0.45	27	0.12
343	GNC HOLDINGS INC	12,812.07 37.353	20,048.35 58.450	0.41	206	1.03
243	GRACO INC	7,800.52 32.101	18,983.16 78.120	0.39	267	1.41
2,461	IRIDIUM COMMUNICATIONS INC	16,855.75 6.849	15,383.71 6.251	0.32	0	0.00
38	MARKEL HOLDINGS	10,956.30 288.324	22,053.30 580.350	0.45	0	0.00
518	MASTEC INC COM	12,157.33 23.470	16,948.96 32.720	0.35	0	0.00
454	MEDNAX INC	9,750.14 21.476	24,234.52 53.380	0.50	0	0.00
60	METTLER-TOLEDO INTL INC	3,821.02 63.684	14,555.40 242.590	0.30	0	0.00
188	MORNINGSTAR INC COM	5,675.34 30.188	14,680.92 78.090	0.30	128	0.87
388	NEUSTAR INC CL A	7,319.60 18.865	19,345.68 49.860	0.40	0	0.00
138	OIL STATES INTERNATIONAL INC	8,478.50 61.438	14,037.36 101.720	0.29	0	0.00
907	ORBITAL SCIENCES CORP	11,713.88 12.915	21,133.10 23.300	0.44	0	0.00

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STATEMENT OF ASSETS AND LIABILITIES
AS OF DECEMBER 31, 2013

R&M CLARK FAMILY FDN M/A
ACCOUNT NUMBER 11104900

STATEMENT OF ASSETS AND LIABILITIES

PAR VALUE/SHARES	DESCRIPTION	COST VALUE UNIT COST	MARKET VALUE UNIT PRICE	% TOTAL MARKET	ESTIMATED ANNUAL INCOME	CURRENT YIELD
604	SELECT COMFORT CORPORATION	11,709.96 19.387	12,738.36 21.090	0.26	0	0.00
295	SPECTRUM BRANDS HOLDINGS INC	12,357.18 41.889	20,812.25 70.550	0.43	295	1.42
1,017	STEEL DYNAMICS INC COM	13,326.88 13.104	19,872.18 19.540	0.41	447	2.25
186	TUPPERWARE BRANDS CORPORATION	11,979.14 64.404	17,582.58 94.530	0.36	461	2.62
600	VCA ANTECH INC	13,962.76 23.271	18,816.00 31.360	0.39	0	0.00
182	WEX INC.	2,392.11 13.143	18,023.46 99.030	0.37	0	0.00
342	ZEBRA TECHNOLOGIES CORP CL A	10,868.60 31.780	18,495.36 54.080	0.38	0	0.00
OTHER COMMON STOCKS						
686	CHEVRON CORP	68,858.89 100.377	85,688.26 124.910	1.77	2,744	3.20
769	COACH INC	41,925.57 54.520	43,163.97 56.130	0.89	1,038	2.40
1,308	COLGATE PALMOLIVE CO	55,688.74 42.575	85,294.68 65.210	1.76	1,779	2.09
657	CSX CORP	10,713.59 16.307	18,901.89 28.770	0.39	394	2.08
303	GILEAD SCIENCES INC	12,143.54 40.078	22,755.30 75.100	0.47	0	0.00

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STATEMENT OF ASSETS AND LIABILITIES
AS OF DECEMBER 31, 2013

R&M CLARK FAMILY FDN M/A
ACCOUNT NUMBER 11104900

STATEMENT OF ASSETS AND LIABILITIES

PAR VALUE/SHARES	DESCRIPTION	COST VALUE UNIT COST	MARKET VALUE UNIT PRICE	% TOTAL MARKET	ESTIMATED ANNUAL INCOME	CURRENT YIELD
123	INTERCONTINENTAL EXCHANGE GROUP INC	15,189.20 123.489	27,665.16 224.920	0.57	320	1.16
1,030	JOHNSON & JOHNSON	66,703.26 64.760	94,337.70 91.590	1.95	2,719	2.88
1,225	JPMORGAN CHASE & CO	47,989.16 39.175	71,638.00 58.480	1.48	1,862	2.60
1,238	MATTEL INC	55,851.57 45.114	58,904.04 47.580	1.22	1,783	3.03
1,215	PAYCHEX INC	38,015.38 31.288	55,318.95 45.530	1.14	1,701	3.07
976	PNC FINANCIAL SERVICES GROUP	60,721.94 62.215	75,718.08 77.580	1.56	1,718	2.27
1,869	STAPLES INC	21,202.11 11.344	29,698.41 15.890	0.61	897	3.02
232	SYNTEL INC	13,725.21 59.160	21,100.40 90.950	0.44	0	0.00
998	TCF FINANCIAL	11,948.77 11.973	16,217.50 16.250	0.33	200	1.23
690	UNITED PARCEL SERVICE-CL B	52,233.11 75.700	72,505.20 105.080	1.50	1,711	2.36
962	WAL MART STORES INC	58,037.18 60.330	75,699.78 78.690	1.56	1,809	2.39
852	3M CO COM	71,993.64 84.500	119,493.00 140.250	2.47	2,914	2.44

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STATEMENT OF ASSETS AND LIABILITIES
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R&M CLARK FAMILY FDN M/A
ACCOUNT NUMBER 11104900

STATEMENT OF ASSETS AND LIABILITIES

PAR VALUE/SHARES	DESCRIPTION	COST VALUE UNIT COST	MARKET VALUE UNIT PRICE	% TOTAL MARKET	ESTIMATED ANNUAL INCOME	CURRENT YIELD
TOTAL COMMON STOCK		702,940.86	974,100.32	20.10	23,589	2.42
OTHER EQUITIES						
3,568.49	ABERDEEN EMERGING MARKETS INSTITUTIONAL FUND #5840	48,924.00 13.710	51,636.05 14.470	1.07	721	1.40
2,728	DANONE	41,091.45 15.063	39,610.56 14.520	0.82	671	1.69
1,574	UNILEVER PLC - ADR SPONSORED ADR	63,360.74 40.255	64,848.80 41.200	1.34	2,196	3.39
2,479	VODAFONE GROUP PLC NEW	68,292.86 27.549	97,449.49 39.310	2.01	3,942	4.05
TOTAL EQUITIES		2,208,969.98	3,382,594.16	69.78	64,927	1.92
OTHER HOLDINGS						
896	ISHARES MSCI ALL COUNTRY ASIA	50,950.83 56.865	54,037.76 60.310	1.11	955	1.77
310	ISHARES MSCI EAFE ETF	17,117.18 55.217	20,799.45 67.095	0.43	528	2.54
1,558	VANGUARD FTSE EMERGING MARKETS ETF	32,369.94 20.777	64,096.12 41.140	1.32	1,753	2.73
2,023	WISDOMTREE JAPAN HEDGED EQUITY FUND	73,318.84 36.243	102,849.32 50.840	2.12	1,250	1.22
785	AMEX ENERGY SELECT SPDR	47,558.32 60.584	69,480.35 88.510	1.43	1,199	1.73

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STATEMENT OF ASSETS AND LIABILITIES
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STATEMENT OF ASSETS AND LIABILITIES

PAR VALUE/SHARES	DESCRIPTION	COST VALUE UNIT COST	MARKET VALUE UNIT PRICE	% TOTAL MARKET	ESTIMATED ANNUAL INCOME	CURRENT YIELD
1,155	AMEX MATERIALS SPDR	39,813.54 34.471	53,384.10 46.220	1.10	1,109	2.08
234	ISHARES SELECT DIVIDEND ETF	12,449.24 53.202	16,695.90 71.350	0.34	512	3.07
2,037	JP MORGAN ALERIAN MLP INDEX EXCHANGE TRADED NOTE DTD 04/02/09 05/24/2024	84,530.34 41.497	94,414.95 46.350	1.95	4,459	4.72
TOTAL OTHER HOLDINGS		358,108.23	475,757.95	9.81	11,765	2.47
TOTAL INVESTMENTS		3,532,576.28	4,847,411.22	100.00	106,576	2.20

Values reflected for publicly-traded assets are from unaffiliated financial industry sources believed to be reliable. Values for non-publicly traded assets may be determined from other unaffiliated sources. Assets for which a current value is unavailable may be reflected at the last reported price, at par, or may be shown as having nominal or no value. Reported values may not be the price at which an asset may be sold. Asset values are updated as pricing becomes available from external sources, and may be updated less frequently than statements are generated.

Add or subject 12/31/13 transactions	Purchase of Bernstein Sanford & JP Morgan Securities Inc	24,863.24
	Sale of Transocean	-26,136.46

TOTAL

3,532,576.28	+
99,203.22	-
24,863.24	+
26,136.46	-

3,432,099.84	*

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