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 , and ending

Name of foundation
PENDLETON AND ELISABETH CAREY MILLER CHARITABLE FOUNDATION

A Employer identification number
91-1671814

Number and street (or P O box number if mail is not delivered to street address) Room/suite
P.O. BOX 77377

B Telephone number
206-417-4638

City or town, state or province, country, and ZIP or foreign postal code
SEATTLE, WA 98177

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: [X] 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) ▶$ 16,479,612.

J Accounting method: [X] 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))

		(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 ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	80.	80.		
	4 Dividends and interest from securities	263,493.	263,493.		
	5a Gross rents	2,000.	2,000.		STATEMENT 2
	b Net rental income or (loss) 2,000.				
	6a Net gain or (loss) from sale of assets not on line 10	1,513,727.			STATEMENT 1
	b Gross sales price for all assets on line 6a 8,867,152.				
	7 Capital gain net income (from Part IV, line 2)		1,784,042.		
	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)				
	11 Other income				
	12 Total. Add lines 1 through 11	1,779,300.	2,049,615.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	23,724.	2,372.		21,352.
	14 Other employee salaries and wages	9,875.	988.		8,887.
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	448.	0.		448.
	b Accounting fees STMT 4	7,514.	3,757.		3,757.
	c Other professional fees STMT 5	71,160.	71,160.		0.
	17 Interest				
	18 Taxes STMT 6	35,664.	20,559.		0.
	19 Depreciation and depletion	5,828.	0.		
	20 Occupancy	4,800.	2,400.		2,400.
	21 Travel, conferences, and meetings				
	22 Printing and publications	182.	91.		91.
	23 Other expenses STMT 7	44,353.	17,587.		26,766.
	24 Total operating and administrative expenses. Add lines 13 through 23	203,548.	118,914.		63,701.
	25 Contributions, gifts, grants paid	783,120.			783,120.
	26 Total expenses and disbursements. Add lines 24 and 25	986,668.	118,914.		846,821.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	792,632.			
	b Net investment income (if negative, enter -0-)		1,930,701.		
	c Adjusted net income (if negative, enter -0-)			N/A	

RECEIVED
AUG 18 2014
OGDEN, UT

SCANNED AUG 20 2014

4

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	259,531.	2,730.	2,730.
	2 Savings and temporary cash investments	438,458.	348,222.	348,222.
	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	233,989.	133,471.	132,626.
	b Investments - corporate stock STMT 9	5,285,671.	6,467,919.	6,921,305.
	c Investments - corporate bonds STMT 10	1,296,131.	1,642,203.	1,653,729.
	11 Investments - land, buildings, and equipment: basis ▶ 8,420,775.			
	Less accumulated depreciation STMT 11▶ 5,156,839.	3,839,458.	3,263,936.	7,421,000.
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item 1)	11,353,238.	11,858,481.	16,479,612.
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 ▶ STATEMENT 12)	<45.>	0.	
	23 **Total liabilities** (add lines 17 through 22)	<45.>	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 ▶ [X] 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	11,353,283.	11,858,481.	
	30 **Total net assets or fund balances**	11,353,283.	11,858,481.	
	31 **Total liabilities and net assets/fund balances**	11,353,238.	11,858,481.	

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	11,353,283.
2	Enter amount from Part I, line 27a	2	792,632.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	12,145,915.
5	Decreases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENTS	5	287,434.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,858,481.

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	MARKETABLE SECURITIES	P	VARIOUS	VARIOUS
b	TIMBER SALES	D	VARIOUS	VARIOUS
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	7,981,865.		6,814,991.	1,166,874.
b	885,287.		268,119.	617,168.
c				
d				
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				1,166,874.
b				617,168.
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	1,784,042.
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	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? [X] Yes [ ] No

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

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

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

2	Total of line 1, column (d)	2	
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ____________ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	38,614.
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	38,614.
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	38,614.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 10,605.		
b	Exempt foreign organizations - tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 40,000.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	50,605.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	17.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	11,974.
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 11,974. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	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. ▶ $ 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.*	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? N/A	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) ▶ WA			
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) STATEMENT 13 STMT 14	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 ▶ ANNE HUDSON Telephone no. ▶ 206-362-8612

Located at ▶ P.O. BOX 77377, SEATTLE, WA ZIP+4 ▶ 98177

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

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

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

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

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

323541
10-10-13

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)? — 5b: X (No)

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? — 6b: X (No)

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? 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
SEE STATEMENT 15		23,724.	0.	0.

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
UBS FINANCIAL SERVICES 925 4TH AVENUE, SUITE 2000, SEATTLE, WA 98104	INVESTMENT SERVICES	71,109.
Total number of others receiving over $50,000 for professional services ▶		0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 SEE STATEMENT 16	19,091.
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

323561
10-10-13

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	8,058,694.
b	Average of monthly cash balances	1b	720,767.
c	Fair market value of all other assets	1c	7,421,000.
d	**Total** (add lines 1a, b, and c)	1d	16,200,461.
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	16,200,461.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	243,007.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,957,454.
6	**Minimum investment return.** Enter 5% of line 5	6	797,873.

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	797,873.
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 38,614.		
b	Income tax for 2013. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	38,614.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	759,259.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	759,259.
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	759,259.

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	846,821.
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	846,821.
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	846,821.

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.

323571
10-10-13

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				759,259.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			755,651.	
b Total for prior years: 2011, ____, ____		76,664.		
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: ▶$ 846,821.				
a Applied to 2012, but not more than line 2a			755,651.	
b Applied to undistributed income of prior years (Election required - see instructions) *		76,664.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				14,506.
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				744,753.
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				

* SEE STATEMENT 17

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

1 a 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			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2 a 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 address of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
BURKE MUSEUM UNIVERSITY OF WASHINGTON, P.O. BOX 353010 SEATTLE, WA 98195-3010	NONE	PC: 501(C)(3)	REVISION OF "FLORA OF PNW" PROJECT SUPPORT	25,000.
KRUCKEBERG BOTANICAL GARDEN FOUNDATION P.O. BOX 60035 SHORELINE, WA 99160	NONE	PC: 501(C)(3)	NEW BOOK ON PNW PLANT COLLECTORS	5,000.
MILLER LIBRARY BASIC OPERATING FUNDS UNIVERSITY OF WASHINGTON, P.O. BOX 354115 SEATTLE, WA 98195-4115	NONE	PC: 501(C)(3)	BASIC LIBRARY OPERATIONS SUPPORT	75,000.
MILLER LIBRARY MATCHING GRANTS UNIVERSITY OF WASHINGTON, P.O. BOX 354115 SEATTLE, WA 98195-4115	NONE	PC: 501(C)(3)	MATCHING FUNDS	25,000.
NORTHWEST HORTICULTURAL SOCIETY P.O. BOX 4597 ROLLING BAY, WA 98061	NONE	PC: 501(C)(3)	EDUCATIONAL PROGRAMS SUPPORT 2013	10,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				783,120.
b Approved for future payment				
NONE				
Total ▶ 3b				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
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			14	80.	
4 Dividends and interest from securities			14	263,493.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			16	2,000.	
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	1,513,727.	
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.		1,779,300.	0.

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 1,779,300.

(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).

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
		N/A	

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
N/A		

Sign Here

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

▶ [signature] Signature of officer or trustee — 08/13/14 Date — ▶ EXECUTIVE DIRECTOR Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JANE M. SEARING	Jane M. Searing JANE M. SEARING	08/11/14		P00000565

Firm's name ▶ CLARK NUBER, PS — Firm's EIN ▶ 91-1194016

Firm's address ▶ 10900 NE 4TH STREET, SUITE 1700 BELLEVUE, WA 98004 — Phone no. 425-454-4919

323622 10-10-13

PENDLETON AND ELISABETH CAREY MILLER
CHARITABLE FOUNDATION 91-1671814

Form 990-PF, Part VII-B, Line 5c - Expenditure Responsibility Statement

Recipient's Name and Address NO. 1	Grant Amount	Date of Grant	Amount Expended	Verification Date
THE ELIZABETH CAREY MILLER BOTANICAL GARDEN TRUST P.O. BOX 77377 SEATTLE, WA 98177	317,737.	12/31/13	317,737.	

Purpose of Grant

GENERAL SUPPORT FOR THE ELISABETH CAREY MILLER BOTANICAL GARDEN TRUST, A FOUNDATION OPERATING A HORTICULTURAL STUDY CENTER AND BOTANICAL GARDEN THAT IS A SANCTUARY FOR THREATENED AND ENDANGERED PLANT SPECIES AND RARE AND UNCOMMONLY GROWN PLANT MATERIAL.

Date of Reports by Grantee	Diversions by Grantee
NOT DUE YET	TO THE KNOWLEDGE OF THE GRANTOR, NO FUNDS HAVE BEEN DIVERTED.

Results of Verification

Recipient's Name and Address	Grant Amount	Date of Grant	Amount Expended	Verification Date

Purpose of Grant

Date of Reports by Grantee	Diversions by Grantee

Results of Verification

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
PACIFIC SCIENCE CENTER 200 SECOND AVENUE N SEATTLE, WA 98109-4895	NONE	PC: 501(C)(3)	GENERAL UNRESTRICTED PROGRAM SUPPORT	30,623.
PHILLIPS ACADEMY 180 MAIN STREET ANDOVER, MA 01810-4161	NONE	PC: 501(C)(3)	GENERAL UNRESTRICTED PROGRAM SUPPORT	10,000.
RHODODENDRON SPECIES BOTANICAL GARDEN P.O. BOX 3798 FEDERAL WAY, WA 98063-3798	NONE	PC: 501(C)(3)	GARDEN INTERNS SUPPORT AND IRRIGATION SYSTEM REPAIRS	17,500.
SEATTLE ART MUSEUM 1300 FIRST AVENUE SEATTLE, WA 98101-2003	NONE	PC: 501(C)(3)	CHINA: THE FULLER VERSION PUBLICATION SUPPORT	20,000.
SEATTLE PARKS FOUNDATION 105 SOUTH MAIN STREET #235 SEATTLE, WA 99104	NONE	PC: 501(C)(3)	TREE FORT GARDENS	85,000.
SEATTLE SYMPHONY P.O. BOX 21906 SEATTLE, WA 98111-3906	NONE	PC: 501(C)(3)	GARDEN OF REMEMBRANCE SUPPORT	5,000.
THE ARBORETUM FOUNDATION 2300 ARBORETUM DRIVE EAST SEATTLE, WA 98112-2300	NONE	PC: 501(C)(3)	PACIFIC CONNECTIONS FEATURE COORDINATOR SUPPORT	20,000.
Total from continuation sheets				643,120.

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
THE ELISABETH C MILLER BOTANICAL GARDEN - GENERAL OPERATIONS P.O. BOX 77377 SEATTLE, WA 98177	NONE	POF: 501(C)(3)	GENERAL OPERATIONAL SUPPORT	263,848.
THE ELISABETH C MILLER BOTANICAL GARDEN - GREAT PLANT PICKS P.O. BOX 77377 SEATTLE, WA 98177	NONE	POF: 501(C)(3)	ANNUAL PROGRAM SUPPORT	53,889.
THE GARDEN CONSERVANCY P.O. BOX 21906 COLD SPRING, NY 10516	NONE	PC: 501(C)(3)	PNW GARDEN FORUM SUPPORT	5,000.
UNIVERSITY OF WASHINGTON ARCS FOUNDATION 4616 25TH AVENUE NE, #429 SEATTLE, WA 98105	NONE	PC: 501(C)(3)	STUDENT FELLOWSHIP SUPPORT	5,000.
UNIVERSITY OF WASHINGTON LAW SCHOOL UNIVERSITY OF WASHINGTON, 1100 NE CAMPUS PARKWAY SEATTLE, WA 98105-6617	NONE	PC: 501(C)(3)	GENERAL UNRESTRICTED PROGRAM SUPPORT	10,000.
UNIVERSITY OF WASHINGTON LIBRARY UNIVERSITY OF WASHINGTON, P.O. BOX 352900 SEATTLE, WA 98195-2900	NONE	PC: 501(C)(3)	PRESERVATION DANIEL DAVIS PHOTO COLLECTION	22,300.
UNIVERSITY OF WASHINGTON MILLER SEED VAULT (RARE CARE PROGRAM) UNIVERSITY OF WASHINGTON BOTANIC GARDENS, PO BOX 35955 SEATTLE, WA 98195-4115	NONE	PC: 501(C)(3)	GENERAL UNRESTRICTED PROGRAM SUPPORT	30,000.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
UNIVERSITY OF WASHINGTON PRESS P.O. BOX 50096 SEATTLE, WA 98145-5096	NONE	PC: 501(C)(3)	REVISION "GARDENING WITH PNW NATIVES" SUPPORT	10,000.
WOODLAND PARK ZOOLOGICAL SOCIETY 601 NORTH 59TH STREET SEATTLE, WA 98103	NONE	PC: 501(C)(3)	TROPICAL RAINFOREST EXHIBIT LANDSCAPE UPGRADE	44,960.
YALE UNIVERSITY P.O. BOX 238 NEW HAVEN, CT 06521-2038	NONE	PC: 501(C)(3)	GENERAL UNRESTRICTED PROGRAM SUPPORT	10,000.
Total from continuation sheets				

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MARKETABLE SECURITIES		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,981,865.	6,814,991.	0.	0.	1,166,874.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TIMBER SALES	DONATED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
885,287.	538,434.	0.	0.	346,853.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	1,513,727.

FORM 990-PF RENTAL INCOME STATEMENT 2

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
MISCELLANEOUS RENTAL	1	2,000.
TOTAL TO FORM 990-PF, PART I, LINE 5A		2,000.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	448.	0.		448.
TO FM 990-PF, PG 1, LN 16A	448.	0.		448.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	7,514.	3,757.		3,757.
TO FORM 990-PF, PG 1, LN 16B	7,514.	3,757.		3,757.

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
MANAGEMENT FEES	71,160.	71,160.		0.
TO FORM 990-PF, PG 1, LN 16C	71,160.	71,160.		0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
REAL ESTATE TAXES - TIMBER	3,746.	3,746.		0.
FOREIGN TAXES PAID	7,141.	7,141.		0.
FOREST EXCISE TAXES	9,672.	9,672.		0.
FEDERAL EXCISE TAXES	15,105.	0.		0.
TO FORM 990-PF, PG 1, LN 18	35,664.	20,559.		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
FEES/ASSESSMENTS	1,031.	1,031.		0.
INSURANCE	11,950.	11,950.		0.
REFORESTATION/MAINTENANCE	4,206.	4,206.		0.
BOARD MEETING EXPENSE	94.	0.		94.
WEBSITE EXPENSE	395.	0.		395.
MISCELLANEOUS	7,186.	0.		7,186.
GARDEN LECTURE	19,091.	0.		19,091.
LOSS ON ASSET DISPOSAL	400.	400.		0.
TO FORM 990-PF, PG 1, LN 23	44,353.	17,587.		26,766.

FORM 990-PF | U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS | STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHMENT A	X		133,471.	132,626.
TOTAL U.S. GOVERNMENT OBLIGATIONS			133,471.	132,626.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			133,471.	132,626.

FORM 990-PF | CORPORATE STOCK | STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHMENT A	6,467,919.	6,921,305.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,467,919.	6,921,305.

FORM 990-PF	CORPORATE BONDS	STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHMENT A	1,642,203.	1,653,729.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,642,203.	1,653,729.

FORM 990-PF	DEPRECIATION OF ASSETS HELD FOR INVESTMENT	STATEMENT 11

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
ROAD	14,434.	12,025.	2,409.
OTHER ASSETS	32,485.	29,403.	3,082.
PE ELL - ROADS	20,350.	8,820.	11,530.
GRAND PRAIRIE - ROADS	19,024.	8,242.	10,782.
GATE	2,967.	25.	2,942.
TIMBER	8,331,515.	5,098,324.	3,233,191.
TOTAL TO FM 990-PF, PART II, LN 11	8,420,775.	5,156,839.	3,263,936.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 12

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYROLL LIABILITIES	<45.>	0.
TOTAL TO FORM 990-PF, PART II, LINE 22	<45.>	0.

FORM 990-PF TRANSFERS TO CONTROLLED ENTITIES STATEMENT 13
PART VII-A, LINE 11

NAME OF CONTROLLED ENTITY	EMPLOYER ID NO
THE ELISABETH CAREY MILLER BOTANICAL GARDEN TRUST	94-3166819

ADDRESS

P.O. BOX 77377
SEATTLE, WA 98177

DESCRIPTION OF TRANSFER

GRANT PROVIDED FOR GENERAL SUPPORT

	AMOUNT OF TRANSFER
	317,737.
TOTAL AMOUNT OF TRANSFERS TO CONTROLLED ENTITIES	317,737.

FORM 990-PF — LIST OF CONTROLLED ENTITIES — PART VII-A, LINE 11 — STATEMENT 14

NAME OF CONTROLLED ENTITY	EMPLOYER ID NO
THE ELISABETH CAREY MILLER BOTANICAL GARDEN TRUST	94-3166819

ADDRESS

P.O. BOX 77377
SEATTLE, WA 98177

EXCESS BUSINESS HOLDING [ ] YES [X] NO

FORM 990-PF — PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS — STATEMENT 15

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WINLOCK W. MILLER P.O. BOX 77377 SEATTLE, WA 98177	PRESIDENT 1.00	0.	0.	0.
GEOFFREY REVELLE P.O. BOX 77377 SEATTLE, WA 98177	VICE-PRESIDENT 1.00	0.	0.	0.
FRANK MINTON P.O. BOX 77377 SEATTLE, WA 98177	SECRETARY-TREASURER 1.00	0.	0.	0.
THOMAS BAYLEY P.O. BOX 77377 SEATTLE, WA 98177	TRUSTEE 1.00	0.	0.	0.
ELISABETH (BETTY) BOTTLER P.O. BOX 77377 SEATTLE, WA 98177	TRUSTEE 1.00	0.	0.	0.
W. HOWARTH MEADOWCROFT P.O. BOX 77377 SEATTLE, WA 98177	TRUSTEE 1.00	0.	0.	0.

CAREY K. MILLER P.O. BOX 77377 SEATTLE, WA 98177	TRUSTEE 1.00	0.	0.	0.
MALCOM MOORE P.O. BOX 77377 SEATTLE, WA 98177	TRUSTEE 1.00	0.	0.	0.
RICHARD BROWN P.O. BOX 77377 SEATTLE, WA 98177	EXECUTIVE DIRECTOR 40.00	23,724.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		23,724.	0.	0.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 16

ACTIVITY ONE

AS A LASTING GIFT TO THE HORTICULTURAL COMMUNITY, THE PENDLETON AND ELISABETH CAREY MILLER CHARITABLE FOUNDATION, THE ELISABETH CAREY MILLER BOTANICAL GARDEN, THE NORTHWEST HORTICULTURAL SOCIETY AND THE ELISABETH C. MILLER LIBRARY SPONSOR A FREE ANNUAL MEMORIAL LECTURE TO REMEMBER THE LEGACY OF MRS. BETTY MILLER. MRS. MILLER WAS DEDICATED TO THE EDUCATION OF GARDENERS AND RELISHED THE OPPORTUNITY TO SHARE HER INSIGHTS WITH OTHERS AND TO BRING KNOWLEDGEABLE HORTICULTURALISTS TO THE PACIFIC NORTHWEST TO SHARE THEIR EXPERIENCES.

	EXPENSES
TO FORM 990-PF, PART IX-A, LINE 1	19,091.

FORM 990-PF	ELECTION UNDER REGULATIONS SECTION 53.4942(A)-3(D)(2) TO APPLY EXCESS QUALIFYING DISTRIBUTIONS TO PRIOR YEAR'S UNDISTRIBUTED INCOME	STATEMENT 17

PURSUANT TO CODE SECTION 4942(H) AND REGULATION SECTION 53.4942(A)-3(D)(2) THE FOUNDATION HEREBY ELECTS TO TREAT CURRENT YEAR QUALIFYING DISTRIBUTIONS IN EXCESS OF THE IMMEDIATELY PRECEDING TAX YEAR'S UNDISTRIBUTED INCOME AS BEING MADE OUT OF UNDISTRIBUTED INCOME FROM THE TAX YEAR 2011 IN THE AMOUNT OF $76,664.

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	ROAD	070101	SL	15.00	17	14,434.			14,434.	11,063.		962.
2	(D)GATE	070102	SL	15.00	17	1,500.			1,500.	1,050.		50.
3	OTHER ASSETS	123101	SL	15.00	17	32,485.			32,485.	27,237.		2,166.
14	PE ELL - ROADS	070107	SL	15.00	17	20,350.			20,350.	7,463.		1,357.
15	GRAND PRAIRIE - ROADS	070107	SL	15.00	17	19,024.			19,024.	6,974.		1,268.
16	GATE	120513	SL	15.00	19E	2,967.			2,967.			25.
26	TIMBER			.000	42	8,331,515.			8,331,515.	5,098,324.		0.
	* TOTAL 990-PF PG 1 DEPR					8,422,275.		0.	8,422,275.	5,152,111.	0.	5,828.

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

Form **4562**

Department of the Treasury
Internal Revenue Service (99)

Depreciation and Amortization 990-PF
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

2013

Attachment Sequence No 179

Name(s) shown on return	Business or activity to which this form relates	Identifying number
PENDLETON AND ELISABETH CAREY MILLER CHARITABLE FOUNDATION	FORM 990-PF PAGE 1	91-1671814

Part I Election To Expense Certain Property Under Section 179 **Note:** *If you have any listed property, complete Part V before you complete Part I.*

1	Maximum amount (see instructions)	1	500,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2,000,000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	

8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the **smaller** of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2012 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2014. Add lines 9 and 10, less line 12 ▶	13	

Note: *Do not use Part II or Part III below for listed property. Instead, use Part V.*

Part II **Special Depreciation Allowance and Other Depreciation (Do not** include listed property.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III **MACRS Depreciation (Do not** include listed property.) (See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2013	17	5,803.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B - Assets Placed in Service During 2013 Tax Year Using the General Depreciation System

	(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a	3-year property						
b	5-year property						
c	7-year property						
d	10-year property						
e	15-year property		2,967.	15 YRS.	MQ	SL	25.
f	20-year property						
g	25-year property			25 yrs.		S/L	
h	Residential rental property	/		27.5 yrs.	MM	S/L	
		/		27.5 yrs.	MM	S/L	
i	Nonresidential real property	/		39 yrs.	MM	S/L	
		/			MM	S/L	

Section C - Assets Placed in Service During 2013 Tax Year Using the Alternative Depreciation System

20a	Class life					S/L	
b	12-year			12 yrs.		S/L	
c	40-year	/		40 yrs.	MM	S/L	

Part IV **Summary** (See instructions.)

21	Listed property. Enter amount from line 28	21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr.	22	5,828.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V **Listed Property** (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: *For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.*

Section A - Depreciation and Other Information (Caution: *See the instructions for limits for passenger automobiles.*)

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No 24b If "Yes," is the evidence written? ☐ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use						25		
26 Property used more than 50% in a qualified business use:								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use:								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1						28		
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1							29	

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. **If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.**

	(a) Vehicle		(b) Vehicle		(c) Vehicle		(d) Vehicle		(e) Vehicle		(f) Vehicle	
30 Total business/investment miles driven during the year (**do not** include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year. Add lines 30 through 32												
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons.

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: *If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.*

Part VI **Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2013 tax year:					
TIMBER	.	8,331,515.		.000	
	.				
43 Amortization of costs that began before your 2013 tax year				43	
44 **Total.** Add amounts in column (f). See the instructions for where to report				44	

Your assets

Some prices, income and current values shown may be approximate. As a result, gains and losses may not be accurately reflected See *Important information about your statement* at the end of this document for more information.

Cash

Cash and money balances

Cash and money balances may include available cash balances, UBS Bank USA deposit account balances, UBS AG Stamford Branch deposit account balances and money market mutual fund sweep balances.

UBS Bank USA deposit account balances are insured by the FDIC within applicable limits, but are not protected by SIPC UBS AG Stamford Branch deposit account balances are not insured by FDIC and are not protected by SIPC Money market sweep balances are protected by SIPC but are not insured by the FDIC. See the *Important information about your statement* at the end of this document for details about those balances

Holding	Opening balance on Dec 1 ($)	Closing balance on Dec 31 ($)	Price per share on Dec 31 ($)	Average rate	Dividend/Interest period	Days in period	Cap amount ($)
UBS BANK USA DEP ACCT	43,168.49	41,494.73					250,000.00

Equities

Common stock

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
ADT CORP COM								
Symbol. ADT Exchange. NYSE								
EAI: $153 Current yield. 1.24%	Sep 24, 13	290.000	42.712	12,386.63	40.470	11,736.30	-650.33	ST
	Sep 26, 13	15.000	41.950	629.25	40.470	607.05	-22.20	ST
Security total		305.000	42.675	13,015.88		12,343.35	-672.53	
AMC NETWORKS INC CL A								
Symbol: AMCX Exchange: OTC	Sep 24, 13	122.000	67.005	8,174.73	68.110	8,309.42	134.69	ST
	Sep 26, 13	8.000	65.720	525.76	68.110	544.88	19.12	ST
Security total		130.000	66 927	8,700.49		8,854.30	153 81	
ANADARKO PETROLEUM CORP								
Symbol: APC Exchange: NYSE								
EAI: $328 Current yield: 0.91%	Sep 24, 13	428.000	95.293	40,785.83	79.320	33,948.96	-6,836.87	ST
	Sep 26, 13	28.000	93.815	2,626.82	79.320	2,220.96	-405.86	ST

continued next page

Your assets › **Equities** › **Common stock** (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
Security total		456.000	95 203	43,412.65		36,169 92	-7,242.73	
AUTODESK INC								
Symbol: ADSK Exchange. OTC	Sep 24, 13	600.000	40.956	24,573.60	50.319	30,191.40	5,617.80	ST
	Sep 26, 13	27.000	41.235	1,113 36	50.319	1,358.61	245 25	ST
Security total		627.000	40 968	25,686.96		31,550 01	5,863 05	
BIOGEN IDEC INC								
Symbol: BIIB Exchange. OTC	Jun 3, 13	24.000	230 910	5,541.85	279.572	6,709.73	1,167.88	ST
	Jun 13, 13	4.000	208.202	832.81	279 572	1,118.29	285.48	ST
	Jun 14, 13	4.000	211.235	844.94	279 572	1,118.29	273.35	ST
	Jun 19, 13	6.000	209 798	1,258.79	279.572	1,677.43	418 64	ST
	Jun 20, 13	7.000	202.051	1,414.36	279.572	1,957.00	542.64	ST
	Jun 27, 13	6.000	210 376	1,262.26	279 572	1,677.43	415.17	ST
	Jun 28, 13	4 000	220.270	881.08	279 572	1,118.29	237.21	ST
	Jul 29, 13	5.000	217 470	1,087.35	279.572	1,397.86	310.51	ST
	Aug 26, 13	4 000	214.380	857.52	279.572	1,118.29	260.77	ST
	Sep 24, 13	37 000	243 370	9,004 69	279 572	10,344 16	1,339.47	ST
	Sep 26, 13	4 000	244 240	976.96	279.572	1,118 29	141 33	ST
Security total		105 000	228 215	23,962.61		29,355 06	5,392 45	
BROADCOM CORP CL A Symbol BRCM Exchange· OTC								
EAI: $424 Current yield: 1.49%	Sep 24, 13	924.000	26.605	24,583.57	29.645	27,391.98	2,808.41	ST
	Sep 26, 13	39.000	26.639	1,038.93	29.645	1,156 15	117.22	ST
Security total		963 000	26.607	25,622.50		28,548 13	2,925.63	
CABLEVISION SYSTEMS CORP N Y GROUP CL A Symbol: CVC Exchange: NYSE								
EAI: $906 Current yield: 3.35%	Sep 24, 13	1,415 000	17 266	24,431.39	17.930	25,370 95	939.56	ST
	Sep 26, 13	95.000	17.126	1,627.05	17.930	1,703.35	76 30	ST
Security total		1,510.000	17.257	26,058.44		27,074.30	1,015.86	
CITRIX SYSTEMS INC								
Symbol: CTXS Exchange: OTC	Sep 24, 13	226 000	72.508	16,386.85	63.250	14,294.50	-2,092.35	ST
	Sep 26, 13	12 000	72 215	866.59	63 250	759.00	-107.59	ST
	Dec 4, 13	46.000	58.840	2,706.64	63.250	2,909.50	202.86	ST

continued next page

Your assets ▸ Equities ▸ Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
Security total		284.000	70 282	19,960.08		17,963 00	-1,997.08	
COMCAST CORP NEW SPECIAL CL A								
Symbol: CMCSK Exchange. OTC								
EAI: $1,106 Current yield: 1.56%	Sep 24, 13	1,344 000	42.409	56,997.83	49.880	67,038.72	10,040.89	ST
	Sep 26, 13	74.000	42.295	3,129.83	49.880	3,691 12	561.29	ST
Security total		1,418 000	42.403	60,127.66		70,729.84	10,602.18	
COVIDIEN PLC								
Symbol. COV Exchange: NYSE								
EAI: $360 Current yield 1.88%	Sep 24, 13	263.000	62.176	16,352.52	68.100	17,910.30	1,557.78	ST
	Sep 26, 13	18.000	61.000	1,098.00	68.100	1,225.80	127.80	ST
Security total		281 000	62.101	17,450.52		19,136.10	1,685.58	
CREE INC								
Symbol: CREE Exchange: OTC	Sep 24, 13	412.000	59.623	24,564.72	62.520	25,758.24	1,193.52	ST
	Sep 26, 13	18 000	59 415	1,069.47	62.520	1,125.36	55.89	ST
Security total		430 000	59 614	25,634.19		26,883.60	1,249.41	
DIRECTV								
Symbol: DTV Exchange: OTC	Sep 24, 13	267.000	60 815	16,237.61	69.060	18,439 02	2,201.41	ST
	Sep 26, 13	20.000	59 855	1,197.10	69.060	1,381.20	184.10	ST
Security total		287 000	60 748	17,434.71		19,820.22	2,385.51	
DOLBY LABORATORIES INC CL A								
Symbol: DLB Exchange. NYSE	Sep 24, 13	705.000	35.059	24,716.60	38.560	27,184.80	2,468.20	ST
	Sep 26, 13	32.000	35 065	1,122.08	38 560	1,233 92	111.84	ST
Security total		737.000	35 059	25,838 68		28,418 72	2,580 04	
FLUOR CORP NEW								
Symbol: FLR Exchange: NYSE								
EAI: $230 Current yield: 0.80%	Sep 24, 13	343.000	71.643	24,573.69	80.290	27,539.47	2,965.78	ST
	Sep 26, 13	17.000	71.640	1,217.88	80.290	1,364.93	147.05	ST
Security total		360.000	71.643	25,791.57		28,904.40	3,112.83	
FOREST LABORATORIES								
Symbol: FRX Exchange: NYSE	Sep 24, 13	941.000	43.536	40,967.85	60.030	56,488.23	15,520.38	ST
	Sep 26, 13	50.000	43.333	2,166.68	60.030	3,001.50	834 82	ST
Security total		991.000	43.526	43,134.53		59,489.73	16,355 20	

continued next page

Your assets › **Equities** › **Common stock** (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
FREEPORT-MCMORAN COPPER & GOLD INC								
Symbol: FCX Exchange: NYSE								
EAI: $474 Current yield: 3.31%	Sep 24, 13	364.000	33.926	12,349.25	37.740	13,737.36	1,388.11	ST
	Sep 26, 13	15.000	33 900	508.50	37.740	566.10	57.60	ST
Security total		379 000	33.925	12,857.75		14,303.46	1,445.71	
IMMUNOGEN INC								
Symbol: IMGN Exchange. OTC	Sep 24, 13	489 000	16.818	8,224 30	14 670	7,173 63	-1,050.67	ST
	Sep 26, 13	18.000	16 976	305.57	14.670	264.06	-41.51	ST
	Nov 11, 13	53.000	13 765	729.56	14.670	777.51	47.95	ST
	Nov 12, 13	22.000	14.592	321.04	14.670	322.74	1.70	ST
Security total		582.000	16.461	9,580.47		8,537.94	-1,042.53	
ISIS PHARMACEUTICALS INC								
Symbol: ISIS Exchange: OTC	Sep 24, 13	216.000	37.956	8,198.54	39.840	8,605.44	406.90	ST
	Sep 26, 13	8.000	38 280	306.24	39 840	318 72	12.48	ST
Security total		224.000	37.968	8,504 78		8,924 16	419 38	
L-3 COMMUNICATIONS HOLDINGS CORP								
Symbol: LLL Exchange: NYSE								
EAI: $790 Current yield: 2 06%	Sep 24, 13	344 000	95.713	32,925 58	106.860	36,759 84	3,834.26	ST
	Sep 26, 13	15 000	95.878	1,438.17	106 860	1,602.90	164.73	ST
Security total		359 000	95 721	34,363.75		38,362.74	3,998.99	
LIBERTY MEDIA CORP CL A								
Symbol: LMCA Exchange. OTC	Sep 24, 13	84.000	146.210	12,281.64	146.292	12,288.52	6.88	ST
	Sep 26, 13	3 000	146 750	440.25	146 292	438 88	-1.37	ST
Security total		87 000	146 229	12,721.89		12,727.40	5 51	
LIBERTY INTERACTIVE CORP SER A								
Symbol. LINTA Exchange: OTC	Sep 24, 13	679.000	24.040	16,323.16	29.350	19,928.65	3,605.49	ST
	Sep 26, 13	37.000	23.945	885.98	29.350	1,085.95	199.97	ST
Security total		716.000	24 035	17,209.14		21,014.60	3,805.46	
NATL-OILWELLVARCO INC								
Symbol: NOV Exchange: NYSE								
EAI: $227 Current yield: 1.31%	Sep 24, 13	207.000	79.049	16,363.23	79.530	16,462.71	99 48	ST

continued next page

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
	Sep 26, 13	11.000	79.160	870.76	79.530	874.83	4 07	ST
Security total		218.000	79.055	17,233.99		17,337.54	103.55	
NUCOR CORP								
Symbol: NUE Exchange: NYSE								
EAI: $771 Current yield: 2.77%	Sep 24, 13	489.000	50.346	24,619.68	53.380	26,102.82	1,483.14	ST
	Sep 26, 13	32.000	49 350	1,579.20	53.380	1,708.16	128.96	ST
Security total		521.000	50 286	26,198.88		27,810.98	1,612 10	
PALL CORP								
Symbol: PLL Exchange: NYSE								
EAI: $367 Current yield. 1.29%	Sep 24, 13	318.000	77 273	24,573.13	85.350	27,141.30	2,568.17	ST
	Sep 26, 13	16 000	77.030	1,232.48	85.350	1,365.60	133.12	ST
Security total		334.000	77.262	25,805.61		28,506.90	2,701.29	
PENTAIR LTD								
Symbol: PNR Exchange: NYSE								
EAI: $197 Current yield: 1.29%	Sep 24, 13	188.000	65.348	12,285.46	77.670	14,601.96	2,316.50	ST
	Sep 26, 13	9.000	65.300	587.70	77.670	699 03	111.33	ST
Security total		197.000	65.346	12,873.16		15,300.99	2,427.83	
SANDISK CORP								
Symbol. SNDK Exchange: OTC								
EAI: $383 Current yield. 1.27%	Sep 24, 13	406.000	60.326	24,492.36	70.540	28,639.24	4,146.88	ST
	Sep 26, 13	20.000	60.311	1,206.23	70.540	1,410.80	204.57	ST
Security total		426.000	60.325	25,698.59		30,050.04	4,351.45	
SEAGATE TECHNOLOGY PLC SHS								
Symbol: STX Exchange: OTC								
EAI: $1,366 Current yield: 3.06%	Sep 24, 13	786.000	41.779	32,838.53	56.160	44,141.76	11,303.23	ST
	Sep 26, 13	8.000	43.078	344.63	56.160	449.28	104.65	ST
Security total		794 000	41.792	33,183.16		44,591.04	11,407.88	
STARZ SER A								
Symbol: STRZA Exchange: OTC	Sep 24, 13	152.000	27.080	4,116.16	29.240	4,444 48	328.32	ST
	Sep 26, 13	4.000	27.450	109.80	29.240	116.96	7.16	ST
Security total		156.000	27.089	4,225.96		4,561.44	335.48	

continued next page

Your assets › **Equities** › **Common stock** (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
TE CONNECTIVITY LTD CHF								
Symbol. TEL Exchange: NYSE								
EAI: $656 Current yield 1 81%								
CHF Exchange rate. 0.88935	Sep 24, 13	623.000	52.426	32,661.65	55 110	34,333.53	1,671 88	ST
	Sep 26, 13	33 000	52.268	1,724.86	55 110	1,818.63	93.77	ST
Security total		656 000	52 418	34,386.51		36,152.16	1,765 65	
TYCO INTL LTD								
Symbol TYC Exchange: NYSE								
EAI: $472 Current yield: 1 56%	Sep 24, 13	708 000	34.497	24,423.95	41 040	29,056 32	4,632.37	ST
	Sep 26, 13	30.000	34 986	1,049 60	41 040	1,231.20	181.60	ST
Security total		738.000	34.517	25,473.55		30,287.52	4,813.97	
UNITEDHEALTH GROUP INC								
Symbol: UNH Exchange NYSE								
EAI· $796 Current yield: 1 49%	Sep 24, 13	675 000	72.727	49,090.73	75 300	50,827 50	1,736 77	ST
	Sep 26, 13	36 000	71.937	2,589.76	75.300	2,710 80	121 04	ST
Security total		711 000	72 687	51,680 49		53,538.30	1,857 81	
VERTEX PHARMACEUTICAL INC								
Symbol. VRTX Exchange OTC	Sep 24, 13	221.000	74.335	16,428.04	74.300	16,420.30	-7 74	ST
	Sep 26, 13	10 000	75.010	750.10	74.300	743.00	-7 10	ST
	Oct 9, 13	2 000	69 635	139.27	74 300	148 60	9.33	ST
	Nov 6, 13	41 000	62 939	2,580 52	74.300	3,046.30	465 78	ST
Security total		274 000	72 620	19,897.93		20,358.20	460 27	
WEATHERFORD INTL LTD CHF								
Symbol. WFT Exchange: NYSE								
CHF Exchange rate· 0.88935	Sep 24, 13	2,628.000	15.686	41,224 12	15 490	40,707.72	-516.40	ST
	Sep 26, 13	153.000	15.387	2,354.30	15.490	2,369.97	15.67	ST
Security total		2,781.000	15.670	43,578.42		43,077 69	-500.73	
Total				**$817,305.50**		**$900,683.78**	**$83,378.28**	

Total estimated annual income: $10,006

Your assets (continued)

Your total assets

			Value on Dec 31 ($)	Percentage of your account	Cost basis ($)	Estimated annual income ($)	Unrealized gain or loss ($)
	Cash	Cash and money balances	41,494.73	4.40%	41,494.73		
B	Equities	Common stock	900,683.78	95.60%	817,305.50	10,006.00	83,378.28
	Total		**$942,178.51**	**100.00%**	**$858,800.23**	**$10,006.00**	**$83,378.28**

Account activity this month

	Date	Activity	Description	Amount ($)
Dividend and interest income				
Taxable dividends	Dec 9	Dividend	BROADCOM CORP CL A PAID ON 963	105.93
	Dec 13	Dividend	CABLEVISION SYSTEMS CORP N Y GROUP CL A PAID ON 1510	226.50
	Dec 13	Dividend	TE CONNECTIVITY LTD CHF PAID ON 656	164.00
	Dec 16	Dividend	L-3 COMMUNICATIONS HOLDINGS CORP PAID ON 359	197 45
	Dec 17	Dividend	UNITEDHEALTH GROUP INC PAID ON 711	199.08
	Dec 20	Dividend	NATL-OILWELLVARCO INC PAID ON 218	56.68
	Dec 23	Dividend	ANADARKO PETROLEUM CORP PAID ON 456	82 08
	Total taxable dividends			**$1,031.72**
Taxable interest	Dec 6	Interest	UBS BANK USA DEPOSIT ACCOUNT AS OF 12/05/13	1.16
	Total taxable interest			**$1.16**
	Total dividend and interest income			**$1,032.88**

Investment transactions

For more information about the price/value shown for restricted securities, see *Important information about your statement* at the end of this document.

Date	Activity	Description	Quantity	Value ($)	Price ($)	Proceeds from investment transactions ($)	Funds withdrawn for investments bought ($)	Accrued interest ($)
Dec 9	Bought	CITRIX SYSTEMS INC UNSOLICITED	46.000		58.84		-2,706.64	
Total							**-$2,706.64**	

ATTACHMENT A

Account name: PENDLETON AND ELISABETH
Account number:

Your Financial Advisor:
UBS IC
206-628-8511/800-426-7531

Your assets

Some prices, income and current values shown may be approximate As a result, gains and losses may not be accurately reflected. See *Important information about your statement* at the end of this document for more information

Cash

Cash and money balances

Cash and money balances may include available cash balances, UBS Bank USA deposit account balances, UBS AG Stamford Branch deposit account balances and money market mutual fund sweep balances.

UBS Bank USA deposit account balances are insured by the FDIC within applicable limits, but are not protected by SIPC UBS AG Stamford Branch deposit account balances are not insured by FDIC and are not protected by SIPC. Money market sweep balances are protected by SIPC but are not insured by the FDIC. See the *Important information about your statement* at the end of this document for details about those balances

Holding	Opening balance on Dec 1 ($)	Closing balance on Dec 31 ($)	Price per share on Dec 31 ($)	Average rate	Dividend/Interest period	Days in period	Cap amount ($)
UBS BANK USA DEP ACCT	10,075.67	11,830.51	.				250,000 00

Equities

Common stock

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
ALBEMARLE CORP Symbol: ALB Exchange: NYSE EAI: $323 Current yield. 1 52%	Sep 27, 13	336.000	62.863	21,122.20	63.390	21,299.04	176.84	ST
ALTRIA GROUP INC Symbol: MO Exchange NYSE EAI: $931 Current yield: 5.00%	Sep 27, 13	485 000	34.556	16,759.95	38.390	18,619 15	1,859 20	ST
APACHE CORP Symbol: APA Exchange: NYSE EAI: $117 Current yield: 0.93%	Sep 27, 13	146.000	86.752	12,665.87	85.940	12,547.24	-118 63	ST
BERKSHIRE HATHAWAY INC NEW CL B Symbol: BRK.B Exchange: NYSE	Sep 27, 13	256.000	114.699	29,363.15	118.560	30,351.36	988.21	ST

continued next page

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
BLACKROCK INC								
Symbol: BLK Exchange: NYSE								
EAI: $551 Current yield 2.12%	Sep 27, 13	82.000	270.291	22,163 94	316.470	25,950.54	3,786.60	ST
BRISTOL MYERS SQUIBB CO								
Symbol: BMY Exchange: NYSE								
EAI: $693 Current yield: 2.71%	Sep 27, 13	481.000	46.302	22,271.74	53.150	25,565.15	3,293 41	ST
BROWN FORMAN CRP CL B								
Symbol: BF.B Exchange: NYSE								
EAI: $111 Current yield: 1.53%	Sep 27, 13	96 000	68 740	6,599.04	75.570	7,254.72	655.68	ST
CARMAX INC								
Symbol. KMX Exchange: NYSE	Sep 27, 13	573.000	49.389	28,300.41	47.020	26,942.46	-1,357.95	ST
CARNIVAL CORP NEW (PAIRED STOCK)								
Symbol: CCL Exchange: NYSE								
EAI: $674 Current yield: 2.49%	Sep 27, 13	674.000	32.928	22,193.94	40.170	27,074.58	4,880 64	ST
CHEVRON CORP								
Symbol: CVX Exchange: NYSE								
EAI: $744 Current yield: 3.20%	Dec 23, 09	116 000	77 158	8,950.39	124.910	14,489.56	5,539.17	LT
	Sep 27, 13	70.000	122.753	8,592.75	124.910	8,743.70	150.95	ST
Security total		186.000	94 318	17,543.14		23,233.26	5,690.12	
CISCO SYSTEMS INC								
Symbol. CSCO Exchange. OTC								
EAI: $511 Current yield: 3.03%	Oct 10, 12	28.000	18.478	517.40	22 430	628.04	110.64	LT
	Feb 12, 13	305.000	20.971	6,396.37	22.430	6,841.15	444.78	ST
	Feb 14, 13	261.000	20.807	5,430.63	22.430	5,854.23	423 60	ST
	Sep 27, 13	158.000	23 194	3,664.73	22 430	3,543 94	-120.79	ST
Security total		752.000	21.289	16,009.13		16,867.36	858 23	
COCA COLA CO COM								
Symbol: KO Exchange: NYSE								
EAI: $422 Current yield: 2.71%	Sep 27, 13	377.000	38.256	14,422.70	41.310	15,573.87	1,151.17	ST
CONOCOPHILLIPS								
Symbol: COP Exchange. NYSE								
EAI: $684 Current yield: 3.90%	Dec 23, 09	108.000	38.324	4,139.02	70.650	7,630.20	3,491.18	LT
	Jul 5, 12	98.000	55.374	5,426.73	70.650	6,923.70	1,496.97	LT

continued next page

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
	Sep 27, 13	42.000	70.157	2,946.60	70.650	2,967.30	20.70	ST
Security total		248.000	50 453	12,512.35		17,521.20	5,008.85	
CORNING INC Symbol: GLW Exchange: NYSE EAI· $458 Current yield 2.24%	Sep 27, 13	1,146 000	14.799	16,960.69	17.820	20,421.72	3,461.03	ST
EATON VANCE CORP NON VTG Symbol: EV Exchange: NYSE EAI· $458 Current yield: 2.05%	Sep 27, 13	521.000	39.270	20,459.93	42.790	22,293.59	1,833.66	ST
EMC CORP MASS Symbol: EMC Exchange· NYSE EAI: $304 Current yield· 1 59%	Sep 27, 13	761.000	26.092	19,856.77	25.150	19,139.15	-717.62	ST
ENERGIZER HOLDINGS INC Symbol: ENR Exchange: NYSE EAI: $378 Current yield: 1.85%	Sep 27, 13	189.000	92.271	17,439.37	108.240	20,457.36	3,017.99	ST
FEDEX CORP Symbol. FDX Exchange: NYSE EAI· $51 Current yield: 0 42%	Sep 27, 13	85.000	113 337	9,633.66	143 770	12,220.45	2,586.79	ST
GENL DYNAMICS CORP Symbol· GD Exchange: NYSE EAI: $535 Current yield: 2 34%	Sep 27, 13	239.000	87.913	21,011.30	95 550	22,836.45	1,825.15	ST
HERSHEY CO Symbol: HSY Exchange: NYSE EAI· $163 Current yield: 2.00%	Sep 27, 13	84 000	92 617	7,779.83	97 230	8,167.32	387.49	ST
INTEL CORP Symbol: INTC Exchange: OTC EAI. $540 Current yield. 3.47%	Aug 15, 13	307.000	22.007	6,756.42	25.955	7,968.19	1,211.77	ST
	Sep 27, 13	293.000	23.016	6,743.75	25.955	7,604.82	861.07	ST
Security total		600.000	22.500	13,500.17		15,573.00	2,072.84	
INTL BUSINESS MACH Symbol. IBM Exchange NYSE EAI: $315 Current yield 2.02%	Sep 27, 13	83 000	187.190	15,536.79	187.570	15,568.31	31.52	ST
KINDER MORGAN MGMT LLC Symbol: KMR Exchange: NYSE	Sep 27, 13	81.000	73.735	5,972.58	75.660	6,128 46	155.88	ST

continued next page

Your assets › **Equities** › **Common stock** (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
LOWES COMPANIES INC								
Symbol: LOW Exchange: NYSE								
EAI: $280 Current yield: 1.45%	Sep 27, 13	389.000	47.894	18,631.08	49.550	19,274 95	643.87	ST
MEADWESTVACO CORP								
Symbol: MWV Exchange: NYSE								
EAI: $294 Current yield: 2.71%	Sep 27, 13	294.000	38.791	11,404 58	36.930	10,857 42	-547.16	ST
MICROSOFT CORP								
Symbol: MSFT Exchange: OTC								
EAI: $305 Current yield: 3.00%	Aug 25, 10	63.000	24.160	1,522.08	37 410	2,356.83	834.75	LT
	Sep 29, 10	55.000	24.530	1,349.15	37.410	2,057.55	708.40	LT
	Apr 14, 11	114.000	25.337	2,888.50	37.410	4,264.74	1,376.24	LT
	May 13, 11	40.000	25.034	1,001.37	37.410	1,496.40	495.03	LT
Security total		272.000	24.857	6,761.10		10,175.52	3,414.42	
NEWMARKET CORP								
Symbol. NEU Exchange: NYSE								
EAI: $449 Current yield 1.32%	Sep 27, 13	102 000	288 541	29,431.23	334.150	34,083 30	4,652.07	ST
PFIZER INC								
Symbol PFE Exchange: NYSE								
EAI: $482 Current yield: 3.40%	Dec 23, 09	83.000	18.556	1,540.23	30.630	2,542.29	1,002.06	LT
	Apr 16, 10	300.000	16 935	5,080.62	30.630	9,189.00	4,108 38	LT
	Jun 18, 10	80.000	15.140	1,211.20	30 630	2,450.40	1,239.20	LT
Security total		463.000	16.916	7,832 05		14,181.69	6,349.64	
PHILIP MORRIS INTL INC								
Symbol: PM Exchange: NYSE								
EAI: $387 Current yield: 4.31%	Sep 27, 13	103 000	86.946	8,955.52	87 130	8,974.39	18.87	ST
VERIZON COMMUNICATIONS INC								
Symbol VZ Exchange NYSE								
EAI: $647 Current yield: 4 32%	Sep 27, 13	305.000	47.059	14,353.27	49.140	14,987.70	634.43	ST
VISA INC CL A								
Symbol: V Exchange: NYSE								
EAI: $190 Current yield 0.72%	Sep 27, 13	119.000	192.862	22,950.58	222.680	26,498.92	3,548 34	ST
WAL MART STORES INC								
Symbol: WMT Exchange: NYSE								
EAI: $350 Current yield: 2.39%	Sep 7, 11	96.000	52 443	5,034.59	78.690	7,554.24	2,519 65	LT

continued next page

Account name: PENDLETON AND ELISABETH
Account number:

Your Financial Advisor:
UBS IC
206-628-8511/800-426-7531

Your assets › **Equities** › **Common stock** (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
	Sep 27, 13	90 000	74.192	6,677.33	78.690	7,082.10	404 77	ST
Secunty total		186.000	62.967	11,711.92		14,636.34	2,924.42	
WELLS FARGO & CO NEW Symbol. WFC Exchange. NYSE EAI: $743 Current yield: 2.64%	Jan 5, 12	309.000	29.285	9,049.13	45.400	14,028.60	4,979.47	LT
	Jan 6, 12	32.000	28.943	926.20	45.400	1,452.80	526.60	LT
	Sep 27, 13	278.000	41.697	11,591.96	45.400	12,621.20	1,029.24	ST
Security total		619 000	34.842	21,567.29		28,102.60	6,535 31	
WHITE MOUNTAINS INSURANCE GROUP LTD Symbol: WTM Exchange. NYSE EAI. $39 Current yield. 0.17%	Sep 27, 13	39 000	571.598	22,292.33	603 080	23,520.12	1,227.79	ST
Total				**$565,969.60**		**$636,898.69**	**$70,929.10**	

Total estimated annual income: $13,129

Your total assets

		Value on Dec 31 ($)	Percentage of your account	Cost basis ($)	Estimated annual income ($)	Unrealized gain or loss ($)
Cash	**Cash and money balances**	**11,830.51**	**1.82%**	**11,830.51**		
B **Equities**	**Common stock**	**636,898.69**	**98.18%**	**565,969.60**	**13,129.00**	**70,929.10**
Total		**$648,729.20**	**100.00%**	**$577,800.11**	**$13,129.00**	**$70,929.10**

Account activity this month

	Date	Activity	Description	Amount ($)
Dividend and interest income				
Taxable dividends	Dec 2	Dividend	CONOCOPHILLIPS PAID ON 248	171.12
	Dec 2	Dividend	INTEL CORP PAID ON 600 AS OF 12/01/13	135.00
	Dec 2	Dividend	WELLS FARGO & CO NEW PAID ON 619 AS OF 12/01/13	185.70
	Dec 2	Dividend	MEADWESTVACO CORP PAID ON 294	73.50
	Dec 3	Dividend	PFIZER INC PAID ON 463	111 12
	Dec 3	Dividend	VISA INC CL A PAID ON 119	47.60

continued next page

ATTACHMENT A

Your assets

Some prices, income and current values shown may be approximate As a result, gains and losses may not be accurately reflected See *Important information about your statement* at the end of this document for more information

Cash

Cash and money balances

Cash and money balances may include available cash balances, UBS Bank USA *deposit account balances*, UBS AG Stamford Branch deposit account balances and money market mutual fund sweep balances

UBS Bank USA deposit account balances are insured by the FDIC within applicable limits, but are not protected by SIPC UBS AG Stamford Branch deposit account balances are not insured by FDIC and are not protected by SIPC. Money market sweep balances are protected by SIPC but are not insured by the FDIC See the *Important information about your statement* at the end of this document for details about those balances

Holding	Opening balance on Dec 1 ($)	Closing balance on Dec 31 ($)	Price per share on Dec 31 ($)	Average rate	Dividend/Interest period	Days in period	Cap amount ($)
Cash	590 46	75.80					
UBS BANK USA DEP ACCT	31,197.90	55,211.59					250,000 00
Total	**$31,788.36**	**$55,287.39**					

Equities

Common stock

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
ABERDEEN ASSET MANAGEMENT PLC GBP								
Symbol. ABDNF Exchange. OTC								
GBP Exchange rate. 0 60377	Oct 9, 12	573.000	5.230	2,997.02	8.281	4,745.01	1,747.99	LT
	Jun 13, 13	104.000	6.081	632 44	8.281	861.22	228.78	ST
	Jun 20, 13	1,342.000	5.980	8,026.50	8.281	11,113.10	3,086.60	ST
Security total		2,019.000	5.773	11,655.96		16,719.33	5,063.37	
ACTELION LTD ALLSCHWIL CHF								
Symbol: ALIOF Exchange. OTC								
CHF Exchange rate: 0 88935	Dec 23, 09	135.000	53 414	7,210.90	85.509	11,543 71	4,332.81	LT

continued next page

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
AIA GROUP LTD SPON ADR								
Symbol. AAGIY Exchange: OTC								
EAI: $200 Current yield. 0.87%	Feb 28, 11	377.000	11.653	4,393.33	20.150	7,596 55	3,203.22	LT
	Apr 12, 12	293.000	14.091	4,128.90	20 150	5,903.95	1,775 05	LT
	May 30, 12	470.000	13.086	6,150.75	20.150	9,470 50	3,319.75	LT
Security total		1,140 000	12.871	14,672.98		22,971.00	8,298.02	
AIR LIQUIDE ADR FRANCE ADR								
Symbol. AIQUY Exchange: OTC								
EAI. $428 Current yield: 1.81%	Jun 29, 11	77.000	25.323	1,949 93	28.370	2,184 49	234 56	LT
	Mar 22, 12	286 000	23 778	6,800 66	28.370	8,113 82	1,313 16	LT
	Feb 8, 13	225 000	24 632	5,542 26	28.370	6,383 25	840.99	ST
	Feb 22, 13	246 000	23 803	5,855 64	28.370	6,979 02	1,123 38	ST
Security total		834 000	24 159	20,148 49		23,660 58	3,512 09	
ANHEUSER.BUSCH INBEV SPON ADR								
Symbol: BUD Exchange NYSE								
EAI: $576 Current yield. 2.35%	Mar 8, 12	212 000	69.801	14,797.92	106.460	22,569.52	7,771.60	LT
	Mar 22, 12	18 000	72.215	1,299.88	106.460	1,916 28	616 40	LT
Security total		230.000	69.990	16,097.80		24,485 80	8,388 00	
ASSOCIATED BRITISH FOODS PLC								
NEW ADR								
Symbol: ASBFY Exchange OTC								
EAI: $183 Current yield. 1 10%	Dec 21, 10	40.000	18.031	721.26	40.660	1,626 40	905.14	LT
	May 29, 12	253 000	18.845	4,767 86	40.660	10,286 98	5,519.12	LT
	Jul 3, 13	116 000	26.382	3,060 42	40.660	4,716.56	1,656.14	ST
Security total		409 000	20 904	8,549 54		16,629 94	8,080 40	
BANGKOK BANK PUB CO LTD THB								
Symbol. BGKKF Exchange: OTC								
EAI: $455 Current yield. 3 59%								
THB Exchange rate: 32.86000	Sep 15, 11	2,300 000	4 944	11,371 66	5.510	12,673 00	1,301.34	LT
BARCLAYS PLC ADR								
Symbol, BCS Exchange: NYSE								
EAI: $557 Current yield. 2.19%	Sep 3, 13	683.000	17.753	12,125.78	18.130	12,382 79	257.01	ST
	Oct 1, 13	218.000	12.004	2,660.90[2]	18.130	3,952.34	1,291.44	ST
	Oct 3, 13	505.000	17.607	8,891.94	18.130	9,155.65	263 71	ST

continued next page

ATTACHMENT A

Your assets › **Equities** › **Common stock** (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
Security total		1,406.000	16.841	23,678.62		25,490.78	1,812.16	
BAYER A G SPON ADR								
Symbol: BAYRY Exchange: OTC								
EAI: $307 Current yield: 1.27%	Oct 27, 11	3.000	67.160	201.48	142 000	426 00	224 52	LT
	Jul 31, 12	100.000	76.513	7,651.39	142 000	14,200 00	6,548.61	LT
	Feb 22, 13	67 000	94 878	6,356.88	142.000	9,514 00	3,157 12	ST
Security total		170.000	83.587	14,209 75		24,140 00	9,930 25	
BELLE INTL HLDGS LTD ADR								
Symbol. BELLY Exchange. OTC								
EAI: $211 Current yield. 2.04%	Jan 10, 11	85.000	17.738	1,507.78	11.530	980 05	-527.73	LT
	Mar 5, 12	480.000	17.280	8,294 44	11 530	5,534.40	-2,760.04	LT
	Jun 27, 13	333 000	14.006	4,664 26	11.530	3,839.49	-824.77	ST
Security total		898.000	16 110	14,466.48		10,353.94	-4,112.54	
BRENNTAG AG EUR								
Symbol: BNTGF Exchange. OTC								
EUR Exchange rate: 0.72571	Apr 24, 12	11.000	119 457	1,314.03	185.000	2,035.00	720.97	LT
	Apr 25, 12	35 000	122.367	4,282.86	185.000	6,475.00	2,192 14	LT
	Oct 26, 12	17.000	123.577	2,100.82	185 000	3,145.00	1,044 18	LT
	Aug 12, 13	39.000	156 036	6,085 44	185.000	7,215.00	1,129.56	ST
Security total		102 000	135.129	13,783 15		18,870.00	5,086 85	
BRITISH AMER TOBACCO PLC GB SPON ADR								
Symbol: BTI Exchange: AMEX								
EAI. $891 Current yield. 4 03%	Dec 23, 09	121.000	64.444	7,797 84	107.420	12,997 82	5,199 98	LT
	Feb 1, 11	66.000	75.263	4,967 38	107.420	7,089.72	2,122.34	LT
	Aug 8, 11	19.000	85.645	1,627.26	107 420	2,040 98	413.72	LT
Security total		206 000	69.866	14,392 48		22,128.52	7,736.04	
CENTRICA PLC NEW 2004 SPON ADR								
Symbol. CPYYY Exchange: OTC								
EAI: $780 Current yield: 4.42%	Nov 15, 11	4.000	19.345	77.38	23.180	92.72	15 34	LT
	Dec 1, 11	192.000	19,083	3,664.03	23.180	4,450.56	786.53	LT
	Mar 6, 12	252.000	19.654	4,952.91	23.180	5,841.36	888 45	LT
	Apr 25, 12	313.000	20.040	6,272.65	23.180	7,255 34	982.69	LT

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
Security total		761.000	19.668	14,966.97		17,639.98	2,673.01	
DEUTSCHE BANK AG REG SHS ORD EUR Symbol: DB Exchange: NYSE EAI: $352 Current yield. 2 02% EUR Exchange rate: 0.72571	May 2, 13	133 000	46 601	6,197.94	48.240	6,415 92	217.98	ST
	May 7, 13	229.000	48 875	11,192.51	48.240	11,046.96	-145 55	ST
Security total		362 000	48.040	17,390.45		17,462.88	72 43	
DEXUS PPTY GROUP STAPLED SECURITY AUD Symbol. DXSPF Exchange. OTC EAI. $830 Current yield. 6 21% AUD Exchange rate: 1.11775	Sep 16, 13	10,961.000	0.954	10,462.28	0.899	9,853.94	-608.34	ST
	Oct 2, 13	3,913.000	0.955	3,784.72[2]	0.899	3,517.79	-266.93	ST
Security total		14,874 000	0.958	14,247 00		13,371.72	-875.27	
DNB ASA SPON ADR Symbol: DNHBY Exchange: OTC EAI: $310 Current yield: 1.69%	Nov 15, 11	8.000	109.733	877 87	180 200	1,441.60	563 73	LT
	Feb 9, 12	94 000	120.587	11,335 21	180.200	16,938 80	5,603.59	LT
Security total		102.000	119.736	12,213.08		18,380 40	6,167 32	
DON QUIJOTE CO LTD ADR Symbol. DQJCY Exchange. OTC EAI. $137 Current yield: 0.46%	Jan 6, 11	40.000	91.612	3,664.49	184 450	7,378 00	3,713.51	LT
	Mar 16, 11	56.000	88.715	4,968.07	184 450	10,329 20	5,361.13	LT
	Jun 29, 11	38 000	101.533	3,858.28	184 450	7,009.10	3,150.82	LT
	Nov 21, 12	26 000	118.530	3,081.80	184.450	4,795.70	1,713.90	LT
Security total		160 000	97.329	15,572 64		29,512 00	13,939.36	
ENERGY DEV CORP ADR Symbol. EGDCY Exchange: OTC EAI: $325 Current yield: 2.13%	Dec 10, 10	61.000	13.911	848.60	11.370	693.57	-155.03	LT
	Dec 7, 11	78.000	14.094	1,099.40	11.370	886 86	-212.54	LT
	Feb 28, 13	278.000	18.747	5,211.80	11.370	3,160.86	-2,050 94	ST
	Mar 14, 13	322 000	15 880	5,113.59	11.370	3,661 14	-1,452.45	ST
	Mar 15, 13	217.000	16.353	3,548.71	11.370	2,467.29	-1,081.42	ST

continued next page

ATTACHMENT A __

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
	Jul 5, 13	123 000	13.456	1,655.15	11 370	1,398.51	-256.64	ST
	Nov 25, 13	90.000	10.474	942 66	11.370	1,023.30	80.64	ST
	Nov 26, 13	144.000	10.850	1,562 43	11.370	1,637.28	74 85	ST
	Nov 27, 13	30 000	11 258	337.76	11.370	341.10	3.34	ST
Security total		1,343 000	15.130	20,320 10		15,269.91	-5,050.19	
FAMILYMART CO LTD ADR Symbol: FYRTY Exchange. OTC EAI. $260 Current yield 1.91%	Jul 5, 11	186.000	36.550	6,798.48	46.200	8,593 20	1,794 72	LT
	May 14, 12	46.000	44 158	2,031 30	46.200	2,125 20	93.90	LT
	Jun 27, 13	62.000	41 450	2,569.95	46 200	2,864 40	294 45	ST
Security total		294.000	38.775	11,399 73		13,582 80	2,183.07	
FANUC CORP ADR Symbol. FANUY Exchange. OTC EAI· $113 Current yield: 0.67%	Sep 12, 11	291.000	22 170	6,451.56	30.710	8,936.61	2,485.05	LT
	Nov 15, 11	117 000	27.669	3,237 33	30 710	3,593.07	355.74	LT
	Jan 5, 12	140.000	25.904	3,626 56	30.710	4,299.40	672.84	LT
Security total		548.000	24.298	13,315.45		16,829 08	3,513.63	
FIBRA UNO ADMINISTRACTION SA REIT MXN Symbol: FBASF Exchange: OTC MXN Exchange rate: 13 09715	Jan 31, 13	2,972 000	3.135	9,317 52	3.193	9,489 59	172.07	ST
FRESENIUS MEDICAL CARE AG & CO KGAA SPON ADR Symbol. FMS Exchange: NYSE EAI: $147 Current yield: 0 94%	Mar 13, 12	67.000	34.333	2,300.35	35 580	2,383.86	83.51	LT
	Oct 25, 12	70 000	37.240	2,606.83	35.580	2,490.60	-116 23	LT
	Nov 26, 12	118.000	33.230	3,921.23	35.580	4,198 44	277.21	LT
	Jun 26, 13	90.000	34.935	3,144.19	35.580	3,202 20	58.01	ST
	Jul 2, 13	96.000	32.106	3,082.18	35 580	3,415.68	333.50	ST
Security total		441.000	34.138	15,054 78		15,690.78	636 00	
GERRY WEBER INTL AG EUR Symbol. GRYIF Exchange: OTC EUR Exchange rate: 0.72571	Nov 30, 10	246.000	23.036	5,667.02	42.100	10,356.60	4,689.58	LT

ATTACHMENT A

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
	Dec 1, 10	104.000	22.817	2,373.03	42.100	4,378.40	2,005.37	LT
Security total		350 000	22.972	8,040.05		14,735.00	6,694 95	
GLAXO SMITHKLINE PLC ADR								
Symbol: GSK Exchange: NYSE								
EAI: $1,245 Current yield: 4.51%	Dec 23, 09	103.000	41.917	4,317.50	53.390	5,499 17	1,181.67	LT
	Jun 14, 10	53.000	35 448	1,878 78	53 390	2,829.67	950 89	LT
	Nov 29, 10	102 000	38.496	3,926.61	53 390	5,445.78	1,519.17	LT
	Apr 11, 12	102.000	44.955	4,585.45	53 390	5,445 78	860.33	LT
	Feb 1, 13	157 000	45.826	7,194.71	53.390	8,382 23	1,187 52	ST
Security total		517.000	42.366	21,903.05		27,602.63	5,699.58	
GRUPO FIN SANTANDER MEXICO								
SER B SPON ADR								
Symbol. BSMX Exchange: NYSE								
EAI: $849 Current yield: 8.43%	Nov 15, 12	394.000	13.624	5,368.17	13.640	5,374.16	5.99	LT
	Jul 31, 13	344.000	13.972	4,806.51	13.640	4,692 16	-114 35	ST
Security total		738.000	13 787	10,174 68		10,066.32	-108 36	
IMAGINATION TECH GROUP PLC ORD								
GBP								
Symbol. IGNMF Exchange: OTC								
GBP Exchange rate: 0 60377	Jun 7, 12	502 000	7 862	3,946.88	2.946	1,478.89	-2,467.99	LT
	Feb 22, 13	595 000	8 055	4,793 02	2 946	1,752.87	-3,040.15	ST
	Jul 3, 13	710.000	4 246	3,014.73	2 946	2,091 66	-923.07	ST
Security total		1,807.000	6.505	11,754 63		5,323 42	-6,431.21	
JAPAN TOBACCO INC JPY								
Symbol: JAPAF Exchange: OTC								
EAI $963 Current yield. 2 66%								
JPY Exchange rate. 105.10500	Aug 8, 12	1,100.000	31.601	34,761 87	32.900	36,190.00	1,428.13	LT
JARDINE MATHESON HD-UNSP ADR								
ADR								
Symbol: JMHLY Exchange: OTC								
EAI. $441 Current yield: 2 43%	Dec 23, 09	257.000	30.650	7,877.05	52.810	13,572.17	5,695.12	LT
	Mar 29, 12	45.000	49.885	2,244.83	52.810	2,376.45	131.62	LT
	Jul 3, 13	41.000	60 465	2,479.09	52 810	2,165.21	-313.88	ST
Security total		343 000	36.738	12,600.97		18,113.83	5,512.86	

continued next page

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
KIRIN HOLDINGS LTD SPON ADR								
Symbol: KNBWY Exchange. OTC								
EAI. $270 Current yield. 1.92%	Oct 1, 10	151.000	14.277	2,155.96	14.400	2,174.40	18.44	LT
	Apr 9, 12	173.000	12.583	2,176 86	14.400	2,491.20	314 34	LT
	May 18, 12	320 000	11.461	3,667.68	14 400	4,608 00	940 32	LT
	Jul 26, 13	331.000	15.771	5,220.53	14.400	4,766 40	-454 13	ST
Security total		975.000	13.560	13,221 03		14,040 00	818.97	
LEG IMMOBILIEN AG EUR								
Symbol: LEGIF Exchange: OTC								
EUR Exchange rate: 0 72571	Apr 25, 13	98.000	54.305	5,321.98	58 960	5,778.08	456.10	ST
	Apr 26, 13	110.000	54.455	5,990.11	58 960	6,485 60	495 49	ST
	Apr 29, 13	29.000	55.165	1,599.79	58.960	1,709 84	110 05	ST
Security total		237.000	54.481	12,911.88		13,973 52	1,061 64	
LIXIL GROUP CORP UNSPONSORED ADR								
Symbol: JSGRY Exchange. OTC								
EAI. $299 Current yield. 1.34%	Mar 14, 13	102.000	40 358	4,116.54	55.090	5,619.18	1,502.64	ST
	Apr 5, 13	302.000	37.909	11,448.58	55.090	16,637.18	5,188.60	ST
Security total		404 000	38 528	15,565.12		22,256.36	6,691 24	
LOREAL CO ADR FRANCE ADR								
Symbol. LRLCY Exchange. OTC								
EAI: $174 Current yield: 1.33%	Feb 16, 10	85.000	20.167	1,714 26	35.150	2,987.75	1,273 49	LT
	Mar 5, 12	287.000	23.146	6,643.05	35 150	10,088.05	3,445.00	LT
Security total		372.000	22.466	8,357.31		13,075.80	4,718.49	
MAKITA CORP ADR JAPAN ADR								
Symbol: MKTAY Exchange: OTC								
EAI: $212 Current yield: 1.26%	Oct 10, 12	125.000	38.148	4,768.61	53.000	6,625.00	1,856.39	LT
	Nov 21, 12	102.000	40.200	4,100.48	53.000	5,406 00	1,305.52	LT
	Nov 18, 13	33.000	52.695	1,738.96	53 000	1,749 00	10.04	ST
	Nov 19, 13	57.000	52.195	2,975.17	53.000	3,021.00	45.83	ST
Security total		317.000	42.849	13,583.22		16,801.00	3,217.78	

continued next page

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
MAN WAH HOLDINGS LTD HKD								
Symbol: MAWHF Exchange. OTC								
EAI: $510 Current yield: 3.54%								
HKD Exchange rate: 7.75375	Jul 12, 10	400 000	1.008	403.48	1 565	626 00	222 52	LT
	Nov 23, 10	8,800 000	1 682	14,801.60	1.565	13,772.00	-1,029.60	LT
Security total		9,200.000	1 653	15,205 08		14,398.00	-807.08	
MINDRAY MEDICAL INTL LTD SPON ADR								
Symbol: MR Exchange: NYSE								
EAI, $147 Current yield: 1.26%	Sep 10, 10	152.000	29.391	4,467.54	36 360	5,526.72	1,059.18	LT
	Nov 8, 12	95 000	32.227	3,061.63	36.360	3,454.20	392.57	LT
	Jun 26, 13	73.000	37.914	2,767.77	36.360	2,654.28	-113.49	ST
Security total		320.000	32 178	10,296.94		11,635.20	1,338 26	
MITSUBISHI UFJ FINANCIAL GROUP INC SPON ADR								
Symbol MTU Exchange. NYSE								
EAI. $492 Current yield 1.90%	Apr 10, 13	2,024 000	6 740	13,642.16	6 680	13,520.32	-121.84	ST
	Apr 11, 13	1,851.000	6 790	12,569.21	6.680	12,364 68	-204 53	ST
Security total		3,875.000	6.764	26,211.37		25,885.00	-326.37	
NESTLE S A SPONSORED ADR REPSTG REG SHS SWITZ ADR								
Symbol: NSRGY Exchange: OTC								
EAI: $890 Current yield: 2.47%	Feb 19, 10	7.000	48.787	341.51	73.590	515.13	173.62	LT
	Apr 18, 11	210.000	58 089	12,198.75	73.590	15,453.90	3,255.15	LT
	Dec 2, 11	80.000	55.400	4,432.00	73.590	5,887.20	1,455 20	LT
	Dec 13, 11	70.000	55 191	3,863.40	73.590	5,151.30	1,287.90	LT
	Mar 23, 12	80.000	62 287	4,983.03	73 590	5,887.20	904 17	LT
	May 11, 12	43.000	59.530	2,559.79	73.590	3,164 37	604 58	LT
Security total		490.000	57.915	28,378 48		36,059 10	7,680.62	
NISSAN MTR LTD SPONS ADR JAPAN ADR								
Symbol: NSANY Exchange: OTC								
EAI. $418 Current yield. 2.77%	Aug 24, 12	95.000	19 510	1,853.45	16 800	1,596 00	-257 45	LT
	Nov 20, 12	114.000	18.473	2,105.99	16.800	1,915 20	-190.79	LT

continued next page

ATTACHMENT A

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
	Nov 21, 12	37 000	18.693	691.65	16.800	621 60	-70.05	LT
	Dec 19, 12	268.000	19 905	5,334 73	16 800	4,502 40	-832.33	LT
	Apr 4, 13	83.000	19 775	1,641.37	16.800	1,394 40	-246.97	ST
	Apr 5, 13	302 000	20.177	6,093.64	16.800	5,073.60	-1,020.04	ST
Security total		899 000	19.712	17,720 83		15,103.20	-2,617.63	
NOKIA CORP SPONS ADR FINLAND ADR Symbol: NOK Exchange. NYSE	Oct 31, 13	1,776.000	7.614	13,523.71	8.110	14,403.36	879.65	ST
NOMURA HOLDINGS INC NEW SPON ADR Symbol. NMR Exchange. NYSE EAI· $380 Current yield: 1.62%	Sep 5, 12	979.000	3 318	3,248.72	7.770	7,606 83	4,358 11	LT
	Nov 16, 12	404 000	3 916	1,582.23	7 770	3,139.08	1,556 85	LT
	Nov 19, 12	1,372 000	3 989	5,473.18	7.770	10,660 44	5,187.26	LT
	Oct 17, 13	264 000	7 758	2,048.32	7.770	2,051 28	2 96	ST
Security total		3,019 000	4.092	12,352 45		23,457 63	11,105 18	
NOVARTIS AG SPON ADR Symbol· NVS Exchange: NYSE EAI· $833 Current yield: 2 56%	Dec 23, 09	123 000	54.600	6,715.80	80 380	9,886.74	3,170.94	LT
	Apr 19, 11	79 000	55.972	4,421 85	80 380	6,350.02	1,928.17	LT
	Oct 25, 12	69 000	60 976	4,207.39	80 380	5,546.22	1,338 83	LT
	Dec 17, 12	134 000	63 392	8,494.53	80 380	10,770.92	2,276.39	LT
Security total		405.000	58 863	23,839.57		32,553 90	8,714.33	
OLD MUTUAL PLC UNSPONSORED ADR Symbol: ODMTY Exchange: OTC EAI. $690 Current yield: 3 30%	Apr 9, 13	369 000	24.207	8,932.60	25.400	9,372.60	440.00	ST
	Jul 5, 13	108.000	21.968	2,372.57	25.400	2,743.20	370.63	ST
	Jul 12, 13	205.000	23.883	4,896.08	25.400	5,207.00	310.92	ST
	Oct 17, 13	141.000	25.532	3,600.04	25.400	3,581.40	-18.64	ST
Security total		823.000	24.060	19,801.29		20,904.20	1,102 91	

continued next page

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
PHILIPPINE LONG DISTANCE TEL CO SPONSORED ADR ADR Symbol: PHI Exchange: NYSE EAI: $389 Current yield: 3.56%	Mar 25, 13	182.000	68 723	12,507.66	60 080	10,934 56	-1,573.10	ST
PRUDENTIAL PLC ADR UNITED KINGDOM Symbol: PUK Exchange: NYSE EAI: $708 Current yield: 2.08%	Aug 1, 12	235.000	24.138	5,672 43	45 000	10,575 00	4,902 57	LT
	Mar 5, 13	270.000	30.750	8,302.63	45.000	12,150 00	3,847 37	ST
	Aug 12, 13	251.000	38.211	9,591 11	45 000	11,295.00	1,703.89	ST
Security total		756 000	31.172	23,566 17		34,020 00	10,453 83	
ROCHE HLDG LTD SPONS ADR SWITZ ADR Symbol. RHHBY Exchange: OTC EAI: $801 Current yield: 2.31%	Mar 16, 10	107.000	41.497	4,440.24	70.200	7,511.40	3,071.16	LT
	Jul 19, 10	121.000	34.272	4,147.02	70.200	8,494.20	4,347.18	LT
	Dec 2, 11	143 000	40 290	5,761.47	70 200	10,038.60	4,277.13	LT
	Dec 12, 11	90 000	41.140	3,702.60	70.200	6,318.00	2,615.40	LT
	Sep 28, 12	32.000	46 928	1,501.72	70.200	2,246.40	744 68	LT
Security total		493 000	39 661	19,553.05		34,608.60	15,055.55	
ROYAL DUTCH SHELL PLC CL A SPON ADR Symbol: RDS.A Exchange: NYSE EAI. $1,567 Current yield. 4.29%	Feb 28, 13	425 000	65 844	27,983 83	71.270	30,289 75	2,305 92	ST
	Aug 15, 13	87.000	63.269	5,504.46	71.270	6,200 49	696 03	ST
Security total		512.000	65.407	33,488.29		36,490.24	3,001.95	
SANOFI SPON ADR Symbol. SNY Exchange. NYSE EAI: $592 Current yield: 2.34%	Oct 26, 12	249 000	44.244	11,016.78	53.630	13,353.87	2,337 09	LT
	Feb 21, 13	223.000	47.232	10,532.95	53.630	11,959.49	1,426.54	ST
Security total		472 000	45 656	21,549.73		25,313.36	3,763.63	
SAP AG SPON ADR Symbol. SAP Exchange: NYSE EAI: $172 Current yield: 0.91%	Mar 5, 13	160.000	82.050	13,128.05	87.140	13,942.40	814.35	ST

continued next page

Your assets › **Equities** › **Common stock** (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
	May 21, 13	56 000	79.760	4,466.59	87.140	4,879.84	413.25	ST
Security total		216 000	81 457	17,594 64		18,822.24	1,227.60	
SSE PLC SPON ADR Symbol: SSEZY Exchange. OTC EAI: $784 Current yield: 5.87%	Dec 13, 11	81.000	19.902	1,612.10	22.760	1,843.56	231.46	LT
	Mar 22, 13	8.000	22.738	181.91	22.760	182 08	0.17	ST
	Mar 25, 13	254 000	22.700	5,765 90	22.760	5,781 04	15.14	ST
	Jul 25, 13	244.000	24 648	6,014.33	22 760	5,553 44	-460.89	ST
Security total		587.000	23.125	13,574 24		13,360 12	-214.12	
STANDARD CHARTERED PLC Symbol: SCBFF Exchange: OTC EAI: $763 Current yield· 4 00%	Oct 15, 12	300.000	23.613	7,083 99	22.524	6,757.20	-326 79	LT
	Dec 19, 12	256.000	25.651	6,566.76	22.524	5,766.14	-800.62	LT
	Jan 10, 13	237.000	27.014	6,402.48	22.524	5,338 19	-1,064.29	ST
	Oct 24; 13	53 000	24.782	1,313.46	22 524	1,193.77	-119.69	ST
Security total		846.000	25 256	21,366.69		19,055.30	-2,311.39	
SUN ART RETAIL GROUP LTD UN SPONSORED ADR Symbol: SURRY Exchange. OTC	May 22, 13	846.000	13 342	11,287.67	14.290	12,089.34	801.67	ST
SUNTORY BEVERAGE & FOOD L UNSPONSORED ADR Symbol: STBFY Exchange. OTC	Oct 10, 13	985.000	16 703	16,453 34	16 250	16,006.25	-447.09	ST
SYNGENTA AG SPON ADR Symbol· SYT Exchange: NYSE EAI: $484 Current yield: 2.12%	Sep 14, 10	60.000	50 476	3,028 57	79.940	4,796 40	1,767 83	LT
	Mar 23, 12	40 000	67.453	2,698 13	79 940	3,197.60	499 47	LT
	Aug 23, 12	63.000	69.023	4,348.50	79.940	5,036.22	687.72	LT
	Feb 21, 13	63.000	83.955	5,289.20	79.940	5,036 22	-252.98	ST
	Jun 26, 13	59.000	78.252	4,616.89	79.940	4,716 46	99.57	ST
Security total		285.000	70.110	19,981.29		22,782 90	2,801.61	
TELIASONERA AB ADR Symbol: TLSNY Exchange: OTC EAI· $562 Current yield· 4 21%	Apr 12, 12	96 000	12.661	1,215.52	16.680	1,601 28	385.76	LT

ATTACHMENT A

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
	Oct 1, 12	299.000	14.476	4,328.41	16.680	4,987.32	658 91	LT
	Jan 29, 13	406.000	14.282	5,798 74	16.680	6,772 08	973.34	ST
Security total		801.000	14 161	11,342.67		13,360 68	2,018.01	
TEVA PHARMACEUTICALS IND LTD ISRAEL ADR								
Symbol. TEVA Exchange: OTC								
EAI. $435 Current yield: 2.71%	Jul 12, 11	202.000	49 225	9,943.57	40.080	8,096.16	-1,847 41	LT
	Jun 28, 13	78.000	39 165	3,054.94	40 080	3,126 24	71.30	ST
	Oct 9, 13	121.000	39.080	6,113 31 [2]	40 080	4,849 68	-1,263 63	LT
Security total		401.000	47.660	19,111.82		16,072.08	-3,039.74	
TOPCON CORP JPY								
Symbol: TOPCF Exchange. OTC								
EAI: $105 Current yield: 0 65%								
JPY Exchange rate: 105 10500	Jun 12, 13	1,100.000	10.270	11,297.55	14.750	16,225 00	4,927.45	ST
TOTAL S A. FRANCE SPON ADR								
Symbol. TOT Exchange: NYSE								
EAI: $1,612 Current yield: 4.28%	Oct 16, 12	98.000	51.587	5,055.61	61 270	6,004.46	948.85	LT
	Jul 2, 13	91.000	48 277	4,393.26	61.270	5,575 57	1,182 31	ST
	Aug 15, 13	314.000	54.267	17,039 87	61.270	19,238 78	2,198 91	ST
	Aug 28, 13	111.000	56.698	6,293.50	61.270	6,800.97	507.47	ST
Security total		614 000	53.391	32,782 24		37,619 78	4,837.54	
TOYOTA MOTOR CORP NEW JAPAN SPON ADR								
Symbol: TM Exchange. NYSE								
EAI: $877 Current yield: 1.92%	Mar 29, 10	8.000	80.886	647.09	121 920	975 36	328.27	LT
	Nov 22, 10	101.000	77.962	7,874.26	121.920	12,313.92	4,439 66	LT
	Dec 2, 10	79.000	79.045	6,244.59	121.920	9,631 68	3,387.09	LT
	Mar 17, 11	5.000	82 008	410.04	121 920	609 60	199.56	LT
	May 26, 11	56.000	82.007	4,592.41	121.920	6,827.52	2,235.11	LT
	Dec 15, 11	45.000	65.604	2,952.22	121.920	5,486.40	2,534.18	LT
	Apr 11, 12	80.000	81.982	6,558.60	121.920	9,753.60	3,195.00	LT
Security total		374.000	78.287	29,279.21		45,598.08	16,318.87	

continued next page

Your assets › **Equities** › **Common stock** (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
VODAFONE GROUP PLC NEW SPON ADR								
Symbol· VOD Exchange: NYSE								
EAI $1,654 Current yield 4 05%	Sep 5, 13	462 000	32 842	15,173.33	39 310	18,161 22	2,987.89	ST
	Sep 25, 13	263.000	34.806	9,153.98	39.310	10,338.53	1,184.55	ST
	Oct 21, 13	142.000	36.570	5,192.94	39.310	5,582.02	389 08	ST
	Oct 24, 13	173.000	36.925	6,388.09	39.310	6,800.63	412.54	ST
Security total		1,040.000	34.527	35,908.34		40,882.40	4,974.06	
WOLSELEY PLC SPON ADR								
Symbol: WOSYY Exchange: OTC								
EAI: $362 Current yield: 1.64%	Apr 20, 12	18.113	4.199	76 06	5 720	103.61	27 55	LT
	May 14, 12	2,027.209	3 967	8,042.34	5 720	11,595.64	3,553 30	LT
	Aug 2, 13	1,809.678	5 096	9,222 47	5 720	10,351.36	1,128 89	ST
Security total		3,855.000	4 498	17,340 87		22,050 60	4,709.74	
WOLTERS KLUWER NV SPONSORED ADR NETHERLANDS ADR								
Symbol WTKWY Exchange: OTC								
EAI: $665 Current yield 2 65%	Mar 18, 13	632.000	21.956	13,876.20	28 530	18,030.96	4,154 76	ST
	Jul 25, 13	139.000	24.081	3,347.33	28.530	3,965.67	618.34	ST
	Nov 7, 13	109.000	27.089	2,952.71	28 530	3,109.77	157 06	ST
Security total		880.000	22.928	20,176.24		25,106.40	4,930.16	
ZURICH INS GROUP LTD SPON ADR								
Symbol: ZURVY Exchange: OTC	May 26, 10	111.000	17.723	1,967 28	29.170	3,237.87	1,270.59	LT
	Jan 9, 13	371.000	25 565	9,484 70	29.170	10,822.07	1,337.37	ST
	Aug 9, 13	257 000	27.623	7,099.27	29.170	7,496.69	397.42	ST
	Nov 14, 13	170 000	28.388	4,826.05	29.170	4,958 90	132 85	ST
Security total		909.000	25.718	23,377.30		26,515.53	3,138.23	
Total				**$1,055,778.07**		**$1,270,386.67**	**$214,608.62**	

Total estimated annual income: $28,407

² Value has been adjusted to include the amount of the disallowed loss as a result of a Wash Sale transaction

ATTACHMENT A

Your assets › Equities (continued)

Closed end funds & Exchange traded products

Total reinvested is the total of all reinvested dividends It does not include any cash dividends It is not a tax lot for the purposes of determining holding periods or cost basis. The shares you receive each time you reinvest dividends become a separate tax lot

Cost basis is the total purchase cost of the security, including reinvested dividends The cost basis may need to be adjusted for return of capital payments in order to determine the adjusted cost basis for tax reporting purposes

Unrealized (tax) gain or loss is the difference between the current value and the cost basis and would generally be your taxable gain or loss if the security was sold on this date The unrealized (tax) gain or loss may need to be adjusted for return of capital payments in order to determine the realized gain or loss for tax reporting purposes.

Investment return is the current value minus the amount you invested It does not include shares that are not reflected on your statement, including shares that have been realized as either a gain or a loss. It also does not include cash dividends that were not reinvested

Holding	Number of shares	Purchase price/ Average price per share ($)	Client investment ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized (tax) gain or loss ($)	Investment return ($)	Holding period
ISHARES MSCI JAPAN ETF									
Symbol EWJ									
Trade date: Apr 24, 13	1,106.000	11.516	12,736.81	12,736 81	12.139	13,425.73	688 92		ST
Trade date: Jul 2, 13	860.000	11 500	9,890.43	9,890 43	12.139	10,439.54	549.11		ST
Trade date. Nov 18, 13	783 000	12 171	9,530.52	9,530 52	12.139	9,504.84	-25.68		ST
EAI: $371 Current yield: 1.11%									
Security total	2,749.000	11 698	32,157.76	32,157 76		33,370.11	1,212.35	1,212.35	

Your total assets

		Value on Dec 31 ($)	Percentage of your account	Cost basis ($)	Estimated annual income ($)	Unrealized gain or loss ($)
Cash	Cash and money balances	55,287.39	4.07%	55,287.39		
B Equities	Common stock	1,270,386 67		1,055,778.07	28,407.00	214,608 62
	Closed end funds & Exchange traded products	33,370 11		32,157.76	371 00	1,212 35
	Total equities	1,303,756.78	95.93%	1,087,935.83	28,778.00	215,820.97
Total		**$1,359,044.17**	**100.00%**	**$1,143,223.22**	**$28,778.00**	**$215,820.97**

Account activity this month

	Date	Activity	Description		Amount ($)
Dividend and interest income					
Taxable dividends	Dec 3	Foreign Dividend	TEVA PHARMACEUTICALS IND LTD ISRAEL ADR PAID ON CUSIP: 881624209	401	130 93
	Dec 5	Foreign Dividend	TOPCON CORP JPY PAID ON	1100	53.42

continued next page

ATTACHMENT A

Your assets

Some prices, income and current values shown may be approximate. As a result, gains and losses may not be accurately reflected See *Important information about your statement* at the end of this document for more information

Cash

Cash and money balances

Cash and money balances may include available cash balances, UBS Bank USA deposit account balances, UBS AG Stamford Branch deposit account balances and money market mutual fund sweep balances

UBS Bank USA deposit account balances are insured by the FDIC within applicable limits, but are not protected by SIPC UBS AG Stamford Branch deposit account balances are not insured by FDIC and are not protected by SIPC. Money market sweep balances are protected by SIPC but are not insured by the FDIC See the *Important information about your statement* at the end of this document for details about those balances

Holding	Opening balance on Dec 1 ($)	Closing balance on Dec 31 ($)	Price per share on Dec 31 ($)	Average rate	Dividend/Interest period	Days in period	Cap amount ($)
UBS BANK USA DEP ACCT	49,645.32	52,219 02					250,000 00

Equities

Common stock

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
AMAZON COM INC								
Symbol· AMZN Exchange· OTC	Feb 13, 13	50 000	267 901	13,395 07	398.790	19,939.50	6,544.43	ST
AMERICAN TOWER CORP REIT								
Symbol. AMT Exchange. NYSE								
EAI: $454 Current yield. 1.45%	Dec 16, 10	162.000	49.968	8,094.95	79.820	12,930.84	4,835 89	LT
	Jun 14, 13	229.000	77.654	17,782 83	79.820	18,278 78	495.95	ST
Security total		391 000	66 184	25,877 78		31,209.62	5,331.84	
BLACKROCK INC								
Symbol: BLK Exchange. NYSE								
EAI: $255 Current yield. 2.12%	Nov 4, 10	38.000	169.097	6,425.71	316.470	12,025.86	5,600 15	LT
BOEING COMPANY								
Symbol· BA Exchange: NYSE								
EAI: $473 Current yield: 2 14%	Sep 11, 12	88.000	71.286	6,273.22	136.490	12,011.12	5,737.90	LT
	Oct 16, 12	74.000	73.520	5,440.55	136.490	10,100.26	4,659.71	LT

ATTACHMENT A

Your assets › **Equities** › **Common stock** (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
Security total		162.000	72.307	11,713 77		22,111.38	10,397.61	
BORG WARNER INC								
Symbol: BWA Exchange: NYSE								
EAI: $156 Current yield· 0.89%	Jul 12, 12	312 000	30 958	9,658.94	55 910	17,443.92	7,784 98	LT
CALPINE CORP NEW								
Symbol: CPN Exchange: NYSE	Apr 11, 13	68.000	21.252	1,445.20	19 510	1,326 68	-118.52	ST
	Jun 20, 13	588.000	21.236	12,486.89	19 510	11,471 88	-1,015.01	ST
	Sep 16, 13	259.000	19.335	5,482.15[2]	19 510	5,053 09	-429 06	ST
	Sep 17, 13	242.000	19.497	5,161.58[2]	19.510	4,721.42	-440.16	ST
Security total		1,157.000	21.241	24,575.82		22,573.07	-2,002.75	
DENBURY RESOURCES INC NEW								
Symbol: DNR Exchange. NYSE	Oct 17, 12	212.000	16.852	3,572.77	16.430	3,483.16	-89.61	LT
	Nov 20, 12	625 000	15.315	9,572.13	16.430	10,268.75	696.62	LT
Security total		837.000	15.705	13,144.90		13,751.91	607.01	
EBAY INC								
Symbol: EBAY Exchange: OTC	Oct 28, 11	37 000	33.068	1,223.55	54 865	2,030.01	806.46	LT
	Apr 23, 13	291.000	52.536	15,288.03	54.865	15,965.72	677.69	ST
	Aug 14, 13	152.000	54.314	8,255.73	54.865	8,339.48	83.75	ST
	Oct 18, 13	66.000	52.350	3,455.15	54.865	3,621.09	165.94	ST
Security total		546.000	51 689	28,222 46		29,956.29	1,733.84	
EXPRESS SCRIPTS HLDG CO								
Symbol: ESRX Exchange: OTC	Jan 17, 13	166.000	54 711	9,082.03	70.240	11,659 84	2,577.81	ST
	May 13, 13	174.000	61.969	10,782.64	70.240	12,221.76	1,439.12	ST
Security total		340.000	58.426	19,864.67		23,881.60	4,016 93	
GENERAL MOTORS CO								
Symbol: GM Exchange: NYSE	Nov 13, 13	436 000	37.513	16,355.67	40.870	17,819.32	1,463 65	ST
HUNT J B TRANS SVCS INC								
Symbol: JBHT Exchange: OTC								
EAI: $106 Current yield: 0.77%	Aug 30, 12	177.000	52.700	9,327.90	77.300	13,682.10	4,354.20	LT
IHS INC CL A								
Symbol: IHS Exchange: NYSE	May 31, 13	165.000	105.152	17,350 18	119.700	19,750.50	2,400.32	ST
	Nov 21, 13	40.000	112.271	4,490.84	119.700	4,788.00	297.16	ST
Security total		205.000	106.542	21,841.02		24,538.50	2,697.48	

continued next page

ATTACHMENT A

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
INTUIT								
Symbol: INTU Exchange: OTC								
EAI: $211 Current yield: 0.99%	Sep 27, 13	160.000	66 521	10,643.50	76.320	12,211.20	1,567.70	ST
	Oct 14, 13	118.000	67.337	7,945 88	76 320	9,005.76	1,059.88	ST
Security total		278.000	66.868	18,589.38		21,216 96	2,627.58	
INVESCO LTD								
Symbol: IVZ Exchange: NYSE								
EAI: $356 Current yield: 2.48%	Dec 5, 13	395.000	34 416	13,594.52	36.400	14,378.00	783.48	ST
ITC HOLDINGS CORP								
Symbol. ITC Exchange: NYSE								
EAI: $298 Current yield: 1.78%	Apr 30, 09	8.000	43.208	345.67	95.820	766.56	420 89	LT
	Jan 6, 10	74.000	51.586	3,817.39	95.820	7,090.68	3,273.29	LT
	May 9, 12	60.000	71.995	4,319.74	95.820	5,749.20	1,429.46	LT
	Mar 8, 13	33.000	84 979	2,804.32	95.820	3,162.06	357.74	ST
Security total		175.000	64.498	11,287.12		16,768 50	5,481.38	
JPMORGAN CHASE & CO								
Symbol: JPM Exchange: NYSE								
EAI. $534 Current yield. 2 60%	Oct 4, 13	351.000	52.568	18,451.54	58.480	20,526.48	2,074.94	ST
MONSANTO CO NEW								
Symbol: MON Exchange: NYSE								
EAI: $299 Current yield: 1.47%	Nov 6, 12	92.000	89.228	8,209.06	116.550	10,722.60	2,513.54	LT
	Aug 8, 13	82 000	97.626	8,005.37	116.550	9,557.10	1,551.73	ST
Security total		174.000	93 186	16,214.43		20,279 70	4,065.27	
NIELSEN HOLDINGS B V EUR								
Symbol: NLSN Exchange: NYSE								
EAI. $408 Current yield. 1.74%								
EUR Exchange rate: 0.72571	Jun 13, 12	148.000	26.971	3,991.73	45.890	6,791.72	2,799.99	LT
	May 14, 13	362.000	34.965	12,657.69	45.890	16,612.18	3,954.49	ST
Security total		510.000	32.646	16,649.42		23,403.90	6,754.48	
OGE ENERGY CORP								
Symbol: OGE Exchange: NYSE								
EAI: $463 Current yield: 2.66%	Mar 16, 12	514.000	26.541	13,642 08	33.900	17,424.60	3,782.52	LT

continued next page

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
PIONEER NAT RES CO								
Symbol. PXD Exchange: NYSE								
EAI· $9 Current yield. 0.04%	Mar 27, 13	115 000	126.371	14,532.71	184 070	21,168.05	6,635.34	ST
QEP RES INC COM								
Symbol: QEP Exchange: NYSE								
EAI: $44 Current yield: 0.26%	Apr 12, 13	115.000	30.755	3,536.93	30 650	3,524.75	-12 18	ST
	Apr 15, 13	441.000	29.483	13,002.14	30.650	13,516.65	514.51	ST
Security total		556.000	29 747	16,539.07		17,041.40	502.33	
RANGE RESOURCES CORP								
Symbol: RRC Exchange: NYSE								
EAI: $40 Current yield. 0.19%	Jul 26, 13	201.000	80.616	16,203.86	84.310	16,946.31	742 45	ST
	Oct 30, 13	47.000	77.363	3,636.08	84.310	3,962.57	326 49	ST
Security total		248.000	80.000	19,839.94		20,908.88	1,068 94	
TEEKAY CORP								
Symbol: TK Exchange: NYSE								
EAI: $563 Current yield. 2.64%	Aug 4, 10	355 000	26.790	9,510 45	48.010	17,043.55	7,533 10	LT
	Jun 13, 11	90.000	31.803	2,862.31	48.010	4,320.90	1,458.59	LT
Security total		445 000	27.804	12,372.76		21,364.45	8,991 69	
UNION PACIFIC CORP								
Symbol: UNP Exchange: NYSE								
EAI: $417 Current yield. 1.88%	Sep 14, 12	72 000	128.990	9,287.29	168.000	12,096.00	2,808 71	LT
	Jun 3, 13	60 000	154.451	9,267.10	168 000	10,080.00	812.90	ST
Security total		132 000	140 564	18,554.39		22,176.00	3,621 61	
UNTD RENTALS INC								
Symbol. URI Exchange: NYSE	Jun 18, 13	185.000	51.709	9,566.28	77.950	14,420.75	4,854.47	ST
VERISK ANALYTICS INC CL A								
Symbol· VRSK Exchange· OTC	Feb 9, 10	241 000	27.972	6,741.40	65.720	15,838.52	9,097.12	LT
Total				**$406,978.75**		**$515,849.26**	**$108,870.52**	

Total estimated annual income: $5,086

[1] Value has been adjusted to include the amount of the disallowed loss as a result of a Wash Sale transaction.

ATTACHMENT A

Your assets (continued)

Your total assets

		Value on Dec 31 ($)	Percentage of your account	Cost basis ($)	Estimated annual income ($)	Unrealized gain or loss ($)
Cash	Cash and money balances	52,219.02	9.19%	52,219.02		
B Equities	Common stock	515,849.26	90.81%	406,978.75	5,086.00	108,870.52
Total		**$568,068.28**	**100.00%**	**$459,197.77**	**$5,086.00**	**$108,870.52**

Account activity this month

	Date	Activity	Description	Amount ($)
Dividend and interest income				
Taxable dividends	Dec 6	Dividend	BOEING COMPANY PAID ON 201	97.49
	Dec 6	Dividend	QEP RES INC COM PAID ON 556	11 12
	Dec 9	Foreign Dividend	NIELSEN HOLDINGS B V EUR PAID ON 510	99.96
	Dec 16	Dividend	ITC HOLDINGS CORP PAID ON 175	74.38
	Dec 19	Dividend	AMERICAN INTL GROUP INC COM NEW PAID ON 316	31.60
	Dec 23	Dividend	BLACKROCK INC PAID ON 38	63.84
	Dec 30	Dividend	AMERICAN TOWER CORP REIT PAID ON 391	113.39
	Dec 30	Dividend	RANGE RESOURCES CORP PAID ON 248	9.92
	Total taxable dividends			**$501.70**
Taxable interest	Dec 6	Interest	UBS BANK USA DEPOSIT ACCOUNT AS OF 12/05/13	1.27
	Total taxable interest			**$1.27**
	Total dividend and interest income			**$502.97**

	Date	Activity	Description	Amount ($)
Other funds debited	Dec 9	Foreign Tax Withheld	NIELSEN HOLDINGS B V EUR	-13.26
	Total other funds debited			**-$13.26**

ATTACHMENT A

UBS

UBS Institutional Consulting
December 2013

Account name: PENDLETON AND ELISABETH
Account number:

Your Financial Advisor:
UBS IC
206-628-8511/800-426-7531

Your assets

Some prices, income and current values shown may be approximate As a result, gains and losses may not be accurately reflected See *Important information about your statement* at the end of this document for more information

Cash

Cash and money balances

Holding	Opening balance on Dec 1 ($)	Closing balance on Dec 31 ($)	Price per share on Dec 31 ($)	Average rate	Dividend/Interest period	Days in period
RMA MONEY MKT PORTFOLIO	160,072 06	139,076 27	1.00	0.01%	Nov 22 to Dec 23	32

Your total assets

		Value on Dec 31 ($)	Percentage of your account	Cost basis ($)	Estimated annual income ($)	Unrealized gain or loss ($)
Cash	Cash and money balances	139,076.27	100.00%	139,076.27		
Total		**$139,076.27**	**100.00%**	**$139,076.27**		

Account activity this month

You have qualified for a $150 00 Annual account fee waiver.

	Date	Activity	Description	Amount ($)
Dividend and interest income				
Taxable dividends	Dec 12	St Cap Gain	RMA MONEY MKT. PORTFOLIO AS OF 12/11/13	2.90
	Dec 24	Dividend	RMA MONEY MKT. PORTFOLIO AS OF 12/23/13	1.31
	Total taxable dividends			**$4.21**
	Total dividend and interest income			**$4.21**

	Check number	Date	Description	Amount ($)
Checks	000141	Dec 5	MILLER CHARITABLE FOUNDATIO	-15,000.00
	000142	Dec 26	MILLER CHARITABLE FOUNDATIO	-6,000.00
	Total checks			**-$21,000.00**

ATTACHMENT A

Your assets

Some prices, income and current values shown may be approximate. As a result, gains and losses may not be accurately reflected See *Important information about your statement* at the end of this document for more information.

Cash

Cash and money balances

Cash and money balances may include available cash balances, UBS Bank USA deposit account balances, UBS AG Stamford Branch deposit account balances and money market mutual fund sweep balances.

UBS Bank USA deposit account balances are insured by the FDIC within applicable limits, but are not protected by SIPC. UBS AG Stamford Branch deposit account balances are not insured by FDIC and are not protected by SIPC. Money market sweep balances are protected by SIPC but are not insured by the FDIC. See the *Important information about your statement* at the end of this document for details about those balances.

Holding	Opening balance on Dec 1 ($)	Closing balance on Dec 31 ($)	Price per share on Dec 31 ($)	Average rate	Dividend/interest period	Days in period	Cap amount ($)
UBS BANK USA DEP ACCT	190,770 89	41,426.37					250,000 00

Fixed income

Corporate bonds and notes

Prices are obtained from independent quotation bureaus that use computerized valuation formulas to calculate current values Actual market values may vary and thus gains/losses may not be accurately reflected. Cost basis has been adjusted for accreted original issue discount (OID). If you have made a tax election to deduct the premium amortization on taxable debt securities, you may request that UBS adjust cost basis for the bond premium amortization

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
REGIONS FINANCIAL NTS B/E RATE 07.750% MATURES 11/10/14 ACCRUED INTEREST $32 93 CUSIP 7591EPAF7 Moody: Ba1 S&P: BBB- EAI: $233 Current yield: 7.35% Original cost basis: $3,045.00	Aug 12, 11	3,000.000	100.430	3,012.90	105.505	3,165.15	152.25	LT

continued next page

Your assets › Fixed income › Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
BK OF AMER CORP B/E								
RATE 01 500% MATURES 10/09/15								
ACCRUED INTEREST $30.75								
CUSIP 06051GER6								
Moody: Baa2 S&P A-								
EAI. $135 Current yield: 1.49%								
Original cost basis· $5,018.65	Feb 04, 13	5,000 000	100.248	5,012.40	101.007	5,050 35	37.95	ST
Original cost basis $4,037.76	Oct 17, 13	4,000 000	100.846	4,033 86	101.007	4,040.28	6.42	ST
Security total		9,000 000		9,046 26		9,090 63	44 37	
NATL MONEY MART CO NTS								
B/E								
RATE 10.375% MATURES 12/15/16								
ACCRUED INTEREST $27.66								
CUSIP 637004AC6								
Moody. B2 S&P B								
EAI $623 Current yield: 10 22%								
Original cost basis: $3,180 00	Aug 18, 11	3,000 000	105.118	3,153.56	101.500	3,045 00	-108.56	LT
Original cost basis: $3,134 70	Oct 30, 13	3,000 000	104.430	3,132.91	101.500	3,045.00	-87.91	ST
Security total		6,000 000		6,286 47		6,090 00	-196 47	
ALLY FINANIAL INC B/E								
RATE 05.500% MATURES 02/15/17								
ACCRUED INTEREST $124.66								
CUSIP 02005NAL4								
Moody. B1 S&P: BB								
EAI· $330 Current yield. 5.08%	Feb 09, 12	3,000 000	98 926	2,967.78	108 250	3,247 50	279.72	LT
Original cost basis· $3,258 00	Oct 31, 13	3,000 000	108.174	3,245 22	108.250	3,247.50	2 28	ST
Security total		6,000 000		6,213.00		6,495.00	282 00	
ICAHN ENTERPRISES L P /								
ICAHN NTS								
RATE 08 000% MATURES 01/15/18								
CALLABLE								
ACCRUED INTEREST $221.33								
CUSIP 451102AH0								
Moody· Ba3 S&P: BBB-								
EAI: $480 Current yield: 7.69%	Aug 18, 11	3,000.000	98.212	2,946.36	104.000	3,120.00	173.64	LT
Original cost basis. $3,151.86	Nov 06, 13	3,000.000	104.899	3,146.97	104.000	3,120 00	-26 97	ST

continued next page

Your assets › Fixed income › Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
Security total		6,000.000		6,093 33		6,240 00	146 67	
NASDAQ OMX GROUP (THE) CALL@MW+40 BP RATE 05.250% MATURES 01/16/18 ACCRUED INTEREST $72 18 CUSIP 631103AE8 Moody: Baa3 S&P: BBB EAI. $158 Current yield: 4.85%	Aug 15, 11	3,000 000	106 387	3,191 61	108 230	3,246.90	55.29	LT
CITIGROUP INC NTS B/E RATE 06.125% MATURES 05/15/18 ACCRUED INTEREST $23.47 CUSIP 172967ES6 Moody: Baa2 S&P A- EAI: $184 Current yield: 5.29% Original cost basis: $3,349.62	Feb 13, 12	3,000.000	108 440	3,253.22	115.729	3,471.87	218.65	LT
AMERICAN EXPRESS CRD CORP B/E RATE 02.125% MATURES 07/27/18 INTEREST EARNED FROM 07/29/13 1ST INTEREST PAYMENT 01/27/14 ACCRUED INTEREST $80.74 CUSIP 0258M0DJ5 Moody: A2 S&P: A- EAI: $191 Current yield: 2.12%	Jul 24, 13	5,000.000	99.896	4,994.80	100.168	5,008.40	13.60	ST
Original cost basis: $4,052.96	Nov 06, 13	4,000.000	101.282	4,051 31	100.168	4,006.72	-44.59	ST
Security total		9,000.000		9,046 11		9,015 12	-30 99	
VIACOM INC B/E CALL@MW+20BP RATE 02.500% MATURES 09/01/18 INTEREST EARNED FROM 08/19/13 1ST INTEREST PAYMENT 03/01/14 ACCRUED INTEREST $55.00 CUSIP 92553PAS1 Moody: Baa2 S&P: BBB EAI: $150 Current yield: 2.48%	Sep 06, 13	6,000.000	98.368	5,902.08	100.806	6,048.36	146.28	ST

continued next page

Your assets › Fixed income › Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
BANK MONTREAL MED TERM NTS RATE 02.375% MATURES 01/25/19 INTEREST EARNED FROM 09/30/13 1ST INTEREST PAYMENT 01/25/14 CALLABLE ACCRUED INTEREST $41.56 CUSIP 06367VHL2 Moody: Aa3 S&P: A+								
EAI: $166 Current yield: 2.38%	Sep 25, 13	7,000 000	99.972	6,998 04	99.710	6,979.70	-18 34	ST
ENERGY TRANSFER PARTNERS PUT BOND RATE 09.700% MATURES 03/15/19 ACCRUED INTEREST $228.48 CUSIP 29273RAK5 Moody: Baa3 S&P: BBB- EAI: $776 Current yield 7 49%								
Original cost basis: $5,204.48	Aug 11, 11	4,000.000	121.796	4,871.87	129 476	5,179 04	307 17	LT
Original cost basis: $5,273.48	Oct 29, 13	4,000.000	130.894	5,235.79	129.476	5,179.04	-56.75	ST
Security total		8,000.000		10,107 66		10,358.08	250.42	
ISLE OF CAPRI CASINOS 0BP RATE 07.750% MATURES 03/15/19 CALLABLE ACCRUED INTEREST $136 91 CUSIP 464592AL8 . Moody: B2 S&P: B+								
EAI: $465 Current yield. 7.16%	Apr 23, 12	3,000.000	103.000	3,090.00	108 250	3,247 50	157 50	LT
Original cost basis: $3,255 00	Oct 31, 13	3,000.000	108.268	3,248.05	108.250	3,247 50	-0.55	ST
Security total		6,000.000		6,338.05		6,495 00	156 95	
UNITEDHEALTH GROUP INC NTS B/E RATE 01.625% MATURES 03/15/19 ACCRUED INTEREST $23.92 CUSIP 91324PCB6 Moody: A3 S&P: A								
EAI: $81 Current yield: 1.69%	Feb 25, 13	5,000 000	99.599	4,979.95	96.297	4,814.85	-165.10	ST

continued next page

Your assets › **Fixed income** › **Corporate bonds and notes** (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
WHITING PETROLEUM CORP								
CALL@MW+50BP								
RATE 05 000% MATURES 03/15/19								
INTEREST EARNED FROM 09/12/13								
1ST INTEREST PAYMENT 03/15/14								
CALLABLE								
ACCRUED INTEREST $90.83								
CUSIP 966387AG7								
Moody: Ba2 S&P. BB+								
EAI: $300 Current yield: 4 89%								
Original cost basis· $6,022 50	Sep 10, 13	6,000.000	100.356	6,021 41	102.250	6,135.00	113.59	ST
RIO TINTO FIN LTD NTS								
FOREIGN SECURITY								
RATE 09.000% MATURES 05/01/19								
CALL@MW+50BP								
ACCRUED INTEREST $135.00								
ISIN US767201AH93								
Moody: A3 S&P: A-								
EAI· $810 Current yield: 6 89%	Aug 18, 11	5,000.000	136.706	6,835.30	130.562	6,528.10	-307.20	LT
	Nov 14, 13	4,000 000	131.181	5,247.24	130.562	5,222.48	-24.76	ST
Security total		9,000.000		12,082.54		11,750.58	-331.96	
PRIDE INTL INC (DELA)								
NTS B/E								
RATE 08.500% MATURES 06/15/19								
ACCRUED INTEREST $45.33								
CUSIP 74153QAG7								
Moody: Baa1 S&P: BBB+								
EAI: $1,020 Current yield· 6 74%								
Original cost basis: $7,728.72	Aug 26, 11	6,000.000	121.087	7,265.25	126.105	7,566.30	301.05	LT
Original cost basis: $7,687.62	Dec 03, 13	6,000 000	127.760	7,665.60	126.105	7,566.30	-99.30	ST
Security total		12,000.000		14,930.85		15,132.60	201.75	

continued next page

Your assets › Fixed income › Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
LINCOLN NATL CORP IND +50BPS RATE 08.750% MATURES 07/01/19 ACCRUED INTEREST $437.50 CUSIP 534187AX7 Moody: Baa1 S&P. A- EAI: $875 Current yield 6.80%								
Original cost basis: $6,433.85	Aug 15, 11	5,000 000	121 030	6,051.51	128 716	6,435.80	384 29	LT
Original cost basis: $6,551 35	Oct 29, 13	5,000 000	130 151	6,507.56	128 716	6,435 80	-71.76	ST
Security total		10,000.000		12,559 07		12,871.60	312.53	
WEYERHAEUSER CO B/E MW+50BP RATE 07 375% MATURES 10/01/19 ACCRUED INTEREST $184 37 CUSIP 962166BV5 Moody: Baa3 S&P: BBB- EAI. $738 Current yield 6 08%								
Original cost basis: $5,750 90	Aug 19, 11	5,000 000	111 248	5,562.43	121.239	6,061 95	499.52	LT
Original cost basis: $6,168.50	Nov 14, 13	5,000 000	122 891	6,144.59	121.239	6,061 95	-82.64	ST
Security total		10,000 000		11,707 02		12,123.90	416.88	
AIRCASTLE LTD NTS CALL@MW+50BP RATE 06 250% MATURES 12/01/19 ACCRUED INTEREST $109.37 CUSIP 00928QAK7 Moody: Ba3 S&P BB+ EAI: $1,313 Current yield. 5 83%								
Original cost basis. $7,343.00	Aug 22, 13	7,000 000	104.659	7,326.19	107.125	7,498.75	172.56	ST
Original cost basis. $8,519.80	Oct 17, 13	8,000 000	106 310	8,504 83	107.125	8,570 00	65.17	ST
Original cost basis: $6,390.00	Oct 17, 13	6,000 000	106.310	6,378.62	107.125	6,427.50	48 88	ST
Security total		21,000.000		22,209.64		22,496.25	286.61	

continued next page

Your assets › Fixed income › Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
LIFE TECHNOLOGIES CORP MW+35BP RATE 06.000% MATURES 03/01/20 ACCRUED INTEREST $260.00 CUSIP 53217VAC3 Moody: Baa3 S&P: BBB EAI: $780 Current yield. 5.22%								
Original cost basis: $7,977.83	Aug 15, 11	7,000.000	110.547	7,738.29	114 902	8,043.14	304.85	LT
Original cost basis: $6,851.88	Dec 03, 13	6,000.000	114.038	6,842.28	114.902	6,894.12	51.84	ST
Security total		13,000.000		14,580.57		14,937.26	356 69	
TEVA PHARMA FIN IV LLC B/E RATE 02.250% MATURES 03/18/20 ACCRUED INTEREST $38.62 CUSIP 88166HAD9 Moody: A3 S&P: A- EAI: $135 Current yield: 2.37%								
Original cost basis: $6,060.72	Dec 14, 12	6,000.000	100.876	6,052.59	95.090	5,705.40	-347 19	LT
HORNBECK OFFSHORE SVCS CALL@MW+50BP RATE 05.875% MATURES 04/01/20 ACCRUED INTEREST $102 81 CUSIP 440543AL0 Moody Ba3 S&P. BB- EAI: $411 Current yield 5.69%								
Original cost basis: $7,385.00	Mar 15, 13	7,000.000	104.968	7,347 81	103 250	7,227.50	-120 31	ST
CENTURYLINK INC B/E CALL@MW+50BP RATE 05.625% MATURES 04/01/20 ACCRUED INTEREST $126.56 CUSIP 156700AW6 Moody: Ba2 S&P: BB EAI: $506 Current yield: 5.53%								
Original cost basis: $5,125.00	Mar 28, 13	5,000.000	102.270	5,113.52	101.750	5,087.50	-26.02	ST
Original cost basis: $4,109.56	Oct 30, 13	4,000.000	102.677	4,107.08	101.750	4,070.00	-37.08	ST
Security total		9.000 000		9.220 60		9,157.50	-63.10	

ATTACHMENT A

Your assets › Fixed income › Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
AMERIGAS FIN CORP B/E RATE 06.750% MATURES 05/20/20 CALLABLE ACCRUED INTEREST $46.12 CUSIP 03077JAA8 Moody: Ba2								
EAI. $405 Current yield: 6.18%	Jan 24, 12	3,000.000	101.125	3,033.75	109.250	3,277.50	243.75	LT
Original cost basis. $3,300.00	Oct 30, 13	3,000 000	109.777	3,293.33	109.250	3,277.50	-15.83	ST
Security total		6,000 000		6,327 08		6,555 00	227.92	
HERTZ CORP NTS B/E CALL@MW+50BP RATE 05 875% MATURES 10/15/20 CALLABLE ACCRUED INTEREST $86.81 CUSIP 428040CP2 Moody: B2 S&P: B								
EAI: $411 Current yield: 5.67%	Dec 03, 13	7,000.000	103 875	7,271.25	103 625	7,253.75	-17.50	ST
INTELSAT JACKSON HLDGS CALL@MW+50BP RATE 07.250% MATURES 10/15/20 ACCRUED INTEREST $107.13 CUSIP 45824TAC9 Moody. B3 S&P B+ EAI: $508 Current yield. 6.63%								
Original cost basis. $4,150.00	Apr 17, 12	4,000.000	103 690	4,147.61	109 375	4,375 00	227.39	LT
Original cost basis. $3,299.67	Nov 15, 13	3,000 000	109.835	3,295 05	109.375	3,281.25	-13.80	ST
Security total		7,000 000		7,442 66		7,656 25	213 59	
REYNOLDS GROUP ISSUER CALL@MW+50BP RATE 05 750% MATURES 10/15/20 CALLABLE ACCRUED INTEREST $109.25 CUSIP 761735AP4 Moody: B1 S&P B+								
EAI: $518 Current yield. 5.64%	Feb 11, 13	9,000.000	101.750	9,157.50	102.000	9,180.00	22.50	ST

continued next page

Your assets › **Fixed income** › **Corporate bonds and notes** (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
NUSTAR LOGISTICS L P B/E CALL@MW+50BP RATE 06.750% MATURES 02/01/21 INTEREST EARNED FROM 08/19/13 1ST INTEREST PAYMENT 02/01/14 ACCRUED INTEREST $74.25 CUSIP 67059TAD7 Moody: Ba1 S&P. BB+ EAI· $203 Current yield· 6 54%								
Original cost basis· $3,037.50	Sep 09, 13	3,000.000	101.208	3,036.25	103 192	3,095.76	59.51	ST
NCR CORP NTS B/E CALL@MW+50BP RATE 04.625% MATURES 02/15/21 ACCRUED INTEREST $157.24 CUSIP 62886EAH1 Moody: Ba3 S&P· BB								
EAI: $416 Current yield· 4 83%	Dec 06, 13	9,000.000	95.729	8,615.67	95.750	8,617.50	1.83	ST
HUNTSMAN INTL LLC NTS B/E RATE 08.625% MATURES 03/15/21 ACCRUED INTEREST $76.18 CUSIP 44701QAX0 Moody: B2 S&P· B+								
EAI: $259 Current yield: 7.63%	Oct 27, 11	3,000.000	101.500	3,045.00	113 000	3,390.00	345 00	LT
JEFFERIES GROUP INC B/E 6 875% 041521 DTD062810 CALL @ MW +50BP ACCRUED INTEREST $188.68 CUSIP 472319AH5 Moody: Baa3 S&P: BBB EAI: $894 Current yield. 6.04%								
Original cost basis: $7,849.73	Aug 15, 11	7,000.000	109 689	7,678.23	113.903	7,973.21	294.98	LT
Original cost basis: $6,799.32	Oct 29, 13	6,000.000	113.062	6,783.72	113.903	6,834.18	50.46	ST
Security total		13,000.000		14,461.95		14,807.39	345.44	

continued next page

Your assets › Fixed income › Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
PLAINS EXPLORATION & 50BP PROD CO RATE 06.625% MATURES 05/01/21 CALLABLE ACCRUED INTEREST $44.16 CUSIP 726505AK6 Moody: Baa3 S&P· BBB EAI· $265 Current yield 6 04%	Sep 09, 11	4,000 000	101 480	4,059.20	109 655	4,386.20	327.00	LT
CNA FINANCIAL CORP CALL@MW +35BP RATE 05.750% MATURES 05/15/21 ACCRUED INTEREST $173.77 CUSIP 126117AR1 Moody: Baa2 S&P: BBB EAI: $460 Current yield. 5.13%								
Original cost basis: $4,280 56	Aug 11, 11	4,000 000	105.631	4,225 27	112.044	4,481 76	256 49	LT
Original cost basis· $4,549.76	Oct 17, 13	4,000 000	113.429	4,537.19	112.044	4,481.76	-55 43	ST
Security total		8,000 000		8,762.46		8,963.52	201 06	
BOSTON PROPERTIES INC CALL@MW+30BP RATE 04.125% MATURES 05/15/21 ACCRUED INTEREST $73.79 CUSIP 10112RAS3 Moody: Baa2 S&P A- EAI. $578 Current yield· 4 04%								
Original cost basis: $7,043 82	Aug 11, 11	7,000 000	100.494	7,034.62	102.159	7,151.13	116.51	LT
Original cost basis: $7,288 05	Nov 06, 13	7,000 000	104.041	7,282.88	102.159	7,151 13	-131.75	ST
Security total		14,000 000		14,317.50		14,302.26	-15.24	
HCA HLDGS INC NTS B/E 0BP RATE 07.750% MATURES 05/15/21 CALLABLE ACCRUED INTEREST $79.22 CUSIP 40412CAB7 Moody· B3 S&P: B- EAI: $620 Current yield· 7.09%								
Original cost basis: $4,185.00	Mar 09, 12	4,000.000	104.280	4,171.21	109.250	4,370.00	198.79	LT

continued next page

Your assets › **Fixed income** › **Corporate bonds and notes** *(continued)*

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
Original cost basis: $4,408.00	Oct 30, 13	4,000 000	110.015	4,400.62	109.250	4,370 00	-30.62	ST
Security total		8,000 000		8,571.83		8,740.00	168.17	
UDR INC MED TERM NTS B/E								
5BP								
RATE 04.625% MATURES 01/10/22								
CALLABLE								
ACCRUED INTEREST $307.56								
CUSIP 90265EAG5								
Moody: Baa2 S&P: BBB								
EAI: $648 Current yield: 4.50%								
Original cost basis. $7,366.17	Mar 02, 12	7,000.000	104.406	7,308.42	102.758	7,193.06	-115 36	LT
Original cost basis. $7,325.99	Oct 17, 13	7,000.000	104.557	7,319.02	102.758	7,193.06	-125.96	ST
Security total		14,000.000		14,627.44		14,386.12	-241.32	
CONCHO RESOURCES INC								
0BP								
RATE 06 500% MATURES 01/15/22								
CALLABLE								
ACCRUED INTEREST $209 80								
CUSIP 20605PAC5								
Moody: Ba3 S&P: BB+								
EAI. $455 Current yield: 6.00%	Aug 26, 11	4,000.000	100.000	4,000 00	108.250	4,330 00	330.00	LT
Original cost basis: $3,300.00	Oct 30, 13	3,000.000	109 830	3,294 92	108.250	3,247.50	-47.42	ST
Security total		7,000 000		7,294.92		7,577.50	282.58	
GOLDMAN SACHS GROUP INC								
B/E								
RATE 05 750% MATURES 01/24/22								
ACCRUED INTEREST $275.84								
CUSIP 38141GGS7								
Moody: Baa1 S&P: A-								
EAI: $633 Current yield: 5.11%								
Original cost basis: $6,500.10	Aug 17, 12	6,000.000	107.334	6,440.08	112.569	6,754.14	314.06	LT
Original cost basis: $5,674.55	Oct 29, 13	5,000.000	113.248	5,662.42	112.569	5,628.45	-33.97	ST
Security total		11,000.000		12,102.50		12,382.59	280.09	

continued next page

Your assets › **Fixed income** › **Corporate bonds and notes** (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
J P MORGAN CHASE & CO								
B/E								
RATE 04.500% MATURES 01/24/22								
ACCRUED INTEREST $215 87								
CUSIP 46625HJD3								
Moody: A3 S&P: A								
EAI· $495 Current yield 4.25%								
Original cost basis. $6,310.68	Apr 20, 12	6,000 000	104.409	6,264 59	105.773	6,346.38	81.79	LT
Original cost basis: $5,357.60	Oct 29, 13	5,000 000	107.021	5,351 08	105 773	5,288.65	-62 43	ST
Security total		11,000.000		11,615.67		11,635.03	19.36	
CIGNA CORP B/E								
+35BP								
RATE 04.000% MATURES 02/15/22								
CALLABLE								
ACCRUED INTEREST $181 33								
CUSIP 125509BS7								
Moody: Baa2 S&P: A-								
EAI: $480 Current yield· 3 93%								
Original cost basis: $6,160 08	Apr 25, 12	6,000.000	102.274	6,136 47	101.787	6,107 22	-29 25	LT
Original cost basis: $6,206.16	Oct 17, 13	6,000.000	103 362	6,201.74	101.787	6,107.22	-94.52	ST
Security total		12,000 000		12,338 21		12,214 44	-123.77	
ARCELORMITTAL B/E								
CALL@MW+50BP								
RATE 06 750% MATURES 02/25/22								
ACCRUED INTEREST $283.50								
CUSIP 03938LAX2								
Moody: Ba1 S&P: BB+								
EAI: $810 Current yield: 6.21%	Apr 04, 13	4,000.000	108.875	4,355.00	108.750	4,350.00	-5 00	ST
	Oct 17, 13	8,000.000	108.875	8,710 00	108.750	8,700.00	-10 00	ST
Security total		12,000.000		13,065.00		13,050.00	-15.00	

continued next page

Your assets › Fixed income › Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
VENTAS REALTY LP B/E								
RATE 04.250% MATURES 03/01/22								
CALLABLE								
ACCRUED INTEREST $170 00								
CUSIP 92276MAX3								
Moody: Baa1 S&P: BBB+								
EAI. $510 Current yield: 4.22%	Mar 01, 12	6,000.000	99.680	5,980.80	100.629	6,037 74	56.94	LT
Original cost basis: $6,150.24	Nov 14, 13	6,000.000	102.470	6,148 21	100.629	6,037 74	-110.47	ST
Security total		12,000 000		12,129.01		12,075.48	-53.53	
GULFMARK OFFSHORE INC								
CALL@MW+50BP								
RATE 06.375% MATURES 03/15/22								
CALLABLE								
ACCRUED INTEREST $168.93								
CUSIP 402629AG4								
Moody. B1 S&P: BB-								
EAI: $574 Current yield: 6.33%	Jun 19, 13	5,000.000	103.125	5,156.25	100.750	5,037 50	-118.75	ST
	Oct 17, 13	4,000.000	101.250	4,050.00	100.750	4,030 00	-20 00	ST
Security total		9,000.000		9,206.25		9,067 50	-138.75	
OMNICOM GROUP INC MW@30								
MED TERM NTS								
RATE 03.625% MATURES 05/01/22								
ACCRUED INTEREST $72.50								
CUSIP 681919AZ9								
Moody: Baa1 S&P: BBB+								
EAI: $435 Current yield: 3 74%								
Original cost basis. $6,285.78	Aug 10, 12	6,000 000	104.163	6,249.82	96 840	5,810.40	-439.42	LT
	Oct 17, 13	6,000.000	97.631	5,857.86	96.840	5,810.40	-47.46	ST
Security total		12,000.000		12,107.68		11,620.80	-486.88	

continued next page

Your assets › Fixed income › Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
BP CAPITAL MARKETS PLC B/E RATE 03 245% MATURES 05/06/22 ACCRUED INTEREST $44 61 CUSIP 05565QBZ0 Moody. A2 S&P. A EAI: $292 Current yield: 3.35%	May 02, 12	5,000.000	100 000	5,000 00	96 926	4,846 30	-153.70	LT
	Oct 29, 13	4,000.000	99.235	3,969 40	96.926	3,877.04	-92 36	ST
Security total		9,000.000		8,969.40		8,723.34	-246.06	
CYRUSONE LP NTS B/E RATE 06 375% MATURES 11/15/22 CALLABLE ACCRUED INTEREST $65.16 CUSIP 23283PAB0 Moody. B2 S&P: B+ EAI: $510 Current yield: 6.16%	Jul 08, 13	8,000.000	102 250	8,180.00	103 500	8,280.00	100 00	ST
AMERICAN TOWER CORP NTS CALL@MW+25BP RATE 03 500% MATURES 01/31/23 ACCRUED INTEREST $189.58 CUSIP 03027XAB6 Moody Baa3 S&P BBB- EAI: $455 Current yield. 3.84%	Apr 03, 13	7,000.000	99.542	6,967.94	91.174	6,382 18	-585 76	ST
	Oct 29, 13	6,000.000	91.495	5,489 70	91.174	5,470 44	-19.26	ST
Security total		13,000.000		12,457 64		11,852 62	-605 02	
BERKSHIRE HATHAWAY INC CALL@MW+15BP RATE 03 000% MATURES 02/11/23 ACCRUED INTEREST $105.00 CUSIP 084670BJ6 Moody. Aa2 S&P: AA EAI: $270 Current yield: 3.18%	Jun 21, 13	5,000.000	95.934	4,796.70	94 437	4,721.85	-74.85	ST
	Dec 03, 13	4,000.000	96.108	3,844.32	94.437	3,777.48	-66.84	ST
Security total		9,000.000		8,641.02		8,499.33	-141 69	

continued next page

ATTACHMENT A

Your assets › Fixed income › Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
KINDER MORGAN ENERGY B/E								
OBP								
RATE 03.450% MATURES 02/15/23								
CALLABLE								
ACCRUED INTEREST $169.43								
CUSIP 494550BM7								
Moody: Baa2 S&P: BBB								
EAI: $449 Current yield. 3.71%								
Original cost basis: $6,004.68	Aug 10, 12	6,000 000	100.069	6,004 16	92.884	5,573.04	-431.12	LT
	Oct 29, 13	7,000.000	95.113	6,657.91	92.884	6,501 88	-156.03	ST
Security total		13,000.000		12,662.07		12,074 92	-587.15	
MORGAN STANLEY								
CALL@MW+30BP								
RATE 03.750% MATURES 02/25/23								
ACCRUED INTEREST $157.50								
CUSIP 61746BDJ2								
Moody: Baa2 S&P: A-								
EAI: $450 Current yield: 3.85%	Feb 20, 13	6,000.000	99.637	5,978.22	97 307	5,838.42	-139 80	ST
	Nov 06, 13	6,000.000	97.844	5,870.64	97.307	5,838.42	-32.22	ST
Security total		12,000 000		11,848.86		11,676 84	-172.02	
MOTOROLA INC MTNS								
CALL@MW+30BP								
RATE 03.500% MATURES 03/01/23								
ACCRUED INTEREST $116.66								
CUSIP 620076BC2								
Moody. Baa2 S&P: BBB								
EAI. $350 Current yield: 3.78%	Feb 25, 13	5,000.000	98 827	4,941.35	92.515	4,625 75	-315.60	ST
	Nov 14, 13	5,000 000	92.799	4,639.95	92 515	4,625.75	-14.20	ST
Security total		10,000.000		9,581.30		9,251.50	-329.80	

continued next page

Your assets › Fixed income › Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
EQUINIX INC B/E CALL@MW+50BP RATE 05 375% MATURES 04/01/23 CALLABLE ACCRUED INTEREST $134.37 CUSIP 29444UAM8 Moody Ba3 S&P: BB EAI: $538 Current yield: 5.50%	Mar 14, 13	3,000 000	101.375	3,041.25	97.750	2,932.50	-108 75	ST
	Oct 17, 13	4,000.000	96 500	3,860.00	97 750	3,910.00	50 00	ST
	Oct 17, 13	3,000 000	96.500	2,895.00	97 750	2,932.50	37 50	ST
Security total		10,000 000		9,796.25		9,775 00	-21 25	
RELIANCE STEEL & CALL@MW+45BP RATE 04.500% MATURES 04/15/23 CALLABLE ACCRUED INTEREST $114.00 CUSIP 759509AE2 Moody. Baa3 S&P. BBB EAI $540 Current yield: 4.59% Original cost basis: $6,045.78	Apr 17, 13	6,000 000	100.719	6,043.16	98 092	5,885 52	-157.64	ST
	Dec 03, 13	6,000 000	99 181	5,950.86	98 092	5,885.52	-65.34	ST
Security total		12,000 000		11,994 02		11,771 04	-222.98	
STATE STREET CORP B/E RATE 03.100% MATURES 05/15/23 ACCRUED INTEREST $39.61 CUSIP 857477AL7 Moody: A2 S&P: A EAI $310 Current yield 3.33%	May 08, 13	5,000.000	99 838	4,991.90	92 981	4,649.05	-342.85	ST
	Nov 14, 13	5,000 000	93.774	4,688.70	92.981	4,649.05	-39 65	ST
Security total		10,000.000		9,680.60		9,298 10	-382.50	

continued next page

Your assets › Fixed income › Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
O REILLY AUTOMOTIVE INC								
CALL@MW+50BP								
RATE 03.850% MATURES 06/15/23								
CALLABLE								
ACCRUED INTEREST $20.53								
CUSIP 67103HAD9								
Moody: Baa2 S&P: BBB								
EAI: $462 Current yield: 4.01%	Sep 05, 13	6,000.000	96.106	5,766.36	95.964	5,757.84	-8.52	ST
	Nov 14, 13	6,000.000	98.159	5,889 54	95.964	5,757.84	-131.70	ST
Security total		12,000 000		11,655.90		11,515.68	-140.22	
LYB INTL FIN B V B/E								
CALL@MW+25BP								
RATE 04.000% MATURES 07/15/23								
INTEREST EARNED FROM 07/16/13								
1ST INTEREST PAYMENT 01/15/14								
ACCRUED INTEREST $146.66								
CUSIP 50247VAA7								
Moody: Baa1 S&P: BBB-								
EAI: $320 Current yield: 4 05%	Jul 11, 13	4,000.000	98.678	3,947 12	98.706	3,948.24	1.12	ST
Original cost basis: $4,012.60	Nov 06, 13	4,000 000	100.311	4,012.44	98.706	3,948 24	-64 20	ST
Security total		8,000.000		7,959 56		7,896 48	-63.08	
REALTY INCOME CORP								
CALL@MW+30BP								
RATE 04.650% MATURES 08/01/23								
INTEREST EARNED FROM 07/16/13								
1ST INTEREST PAYMENT 02/01/14								
CALLABLE								
ACCRUED INTEREST $63.93								
CUSIP 756109AP9								
Moody: Baa1 S&P: BBB+								
EAI: $140 Current yield: 4 62%	Jul 09, 13	3,000.000	99.775	2,993.25	100 710	3,021.30	28.05	ST

continued next page

Your assets › **Fixed income** › **Corporate bonds and notes** (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
VERIZON COMMUNICATIONS								
CALL@MW+40BP								
RATE 05.150% MATURES 09/15/23								
INTEREST EARNED FROM 09/18/13								
1ST INTEREST PAYMENT 03/15/14								
ACCRUED INTEREST $324 16								
CUSIP 92343VBR4								
Moody: Baa1 S&P. BBB+								
EAI: $1,133 Current yield: 4.80%								
Original cost basis. $12,252.96	Sep 11, 13	12,000 000	102.060	12,247.25	107 369	12,884 28	637 03	ST
Original cost basis: $10,713.50	Nov 14, 13	10,000.000	107.057	10,705 78	107.369	10,736.90	31.12	ST
Security total		22,000.000		22,953.03		23,621.18	668.15	
BHP BILLITON FIN USA LTD								
CALL@MW+20BP								
RATE 03.850% MATURES 09/30/23								
INTEREST EARNED FROM 09/30/13								
1ST INTEREST PAYMENT 03/30/14								
ACCRUED INTEREST $77.00								
CUSIP 055451AU2								
Moody· A1 S&P: A+								
EAI $308 Current yield: 3.83%								
Original cost basis $8,163 04	Oct 17, 13	8,000.000	102.002	8,160.21	100 434	8,034.72	-125.49	ST
COMCAST CORP NEW B/E								
RATE 04.250% MATURES 01/15/33								
ACCRUED INTEREST $254.76								
CUSIP 20030NBH3								
Moody. A3 S&P: A-								
EAI: $553 Current yield: 4.58%	Jan 09, 13	6,000.000	98 871	5,932.26	92 892	5,573.52	-358.74	ST
	Dec 03, 13	7,000 000	92.294	6,460.58	92.892	6,502.44	41.86	ST
Security total.		13,000.000		12,392.84		12,075.96	-316.88	

continued next page

Your assets › **Fixed income** › **Corporate bonds and notes** (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
DIRECTV HLDGS LLC NTS								
OBP								
RATE 06.375% MATURES 03/01/41								
ACCRUED INTEREST $255.00								
CUSIP 25459HAZ8								
Moody: Baa2 S&P· BBB								
EAI: $765 Current yield· 6.15%								
Original cost basis: $6,716.22	Apr 11, 12	6,000.000	111 630	6,697.83	103.686	6,221.16	-476 67	LT
Original cost basis: $6,212 76	Oct 17, 13	6,000.000	103 535	6,212.12	103.686	6,221 16	9 04	ST
Security total		12,000.000		12,909 95		12,442 32	-467 63	
TIME WARNER INC B/E								
CALL@MW +35BP								
RATE 05.375% MATURES 10/15/41								
ACCRUED INTEREST $34.04								
CUSIP 887317AM7								
Moody: Baa2 S&P: BBB								
EAI: $161 Current yield: 5.31%								
Original cost basis: $3,031.35	Oct 13, 11	3,000.000	101.011	3,030.34	101.150	3,034.50	4.16	LT
MOLSON COORS BREWING CO								
OBP								
RATE 05.000% MATURES 05/01/42								
ACCRUED INTEREST $83.33								
CUSIP 60871RAD2								
Moody: Baa2 S&P: BBB-								
EAI. $500 Current yield: 5.11%								
Original cost basis: $5,385.15	Apr 03, 13	5,000.000	107.605	5,380.25	97 845	4,892.25	-488.00	ST
	Dec 03, 13	5,000 000	97 930	4,896 50	97.845	4,892.25	-4 25	ST
Security total		10,000.000		10,276.75		9,784.50	-492.25	

continued next page

Your assets › **Fixed income** › **Corporate bonds and notes** (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
EBAY INC CALL@MW+25BP B/E RATE 04 000% MATURES 07/15/42 CALLABLE ACCRUED INTEREST $129.11 CUSIP 278642AF0 Moody A2 S&P. A EAI: $280 Current yield: 4.72%								
Original cost basis $4,032.16	Jul 20, 12	4,000.000	100.783	4,031.33	84.686	3,387.44	-643 89	LT
	Oct 29, 13	3,000.000	87.121	2,613 63	84.686	2,540 58	-73.05	ST
Security total		7,000 000		6,644.96		5,928 02	-716.94	
ALTRIA GROUP INC B/E RATE 04.250% MATURES 08/09/42 ACCRUED INTEREST $234.69 CUSIP 02209SAM5 Moody. Baa1 S&P: BBB								
EAI: $595 Current yield. 4.98%	Aug 15, 12	7,000 000	95.416	6,679 12	85.342	5,973.94	-705.18	LT
	Oct 17, 13	7,000 000	87 837	6,148 59	85 342	5,973.94	-174.65	ST
Security total		14,000 000		12,827 71		11,947 88	-879 83	
APPLE INC B/E CALL@MW+15BP RATE 03.850% MATURES 05/04/43 ACCRUED INTEREST $42.67 CUSIP 037833AL4 Moody: Aa1 S&P: AA+								
EAI. $270 Current yield: 4 61%	May 10, 13	4,000 000	96 327	3,853.08	83.542	3,341.68	-511.40	ST
	Oct 29, 13	3,000 000	84 964	2,548.92	83.542	2,506 26	-42.66	ST
Security total		7,000 000		6,402.00		5,847.94	-554 06	
Total		**$596,000.000**		**$618,753.47**		**$616,358.51**	**-$2,394.96**	

Total accrued interest: $8,533.71 C

Total estimated annual income: $31,088

ATTACHMENT A

Your assets › Fixed income (continued)

Asset backed securities

Prices are obtained from independent quotation bureaus that use computerized valuation formulas to calculate current values. Actual market values may vary and thus gains/losses may not be accurately reflected The cost basis for asset backed securities has been adjusted automatically for return of principal payments and if issued at a discount, accreted original issue discount (OID)

Holding	Trade date	Quantity	Purchase price($)	Adjusted cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
FHR K-031 A-2 RATE 03.3000% MATURES 04/25/23 CURRENT PAR VALUE 14,000 ACCRUED INTEREST $38.50 CUSIP 3137B3NX2 EAI: $462 Current yield: 3.35%	Nov 19, 13	14,000.000	101.183	14,165.62	98.470	13,785.80	-379.82	ST
FNMA PL 725027 RATE 05.0000% MATURES 11/01/33 CURRENT PAR VALUE 11,638 ACCRUED INTEREST $48.48 CUSIP 31402CPL0 EAI: $582 Current yield: 4.59%	Jun 12, 08	12,000.000	95 281	1,255.36	108.940	1,435.30	179.94	LT
	Jun 19, 08	22,000.000	95 875	2,315 84	108.940	2,631.38	315.54	LT
	Dec 30, 09	72,000.000	103.281	8,164.58	108.940	8,611.78	447.20	LT
Security total		106,000 000		11,735.78		12,678 43	942.68	
FNMA PL 745944 RATE 05 0000% MATURES 12/01/33 CURRENT PAR VALUE 643 ACCRUED INTEREST $2.68 CUSIP 31403DWD7 EAI· $32 Current yield: 4 59%	May 24, 07	5,000.000	95.640	615.29	108 930	700.41	85.12	LT
FNMA PL 745275 . B/E 5.000% 020136 DTD010106 CURRENT PAR VALUE 9,186 ACCRUED INTEREST $38.27 CUSIP 31403C6L0 EAI: $459 Current yield: 4.61%	Aug 11, 11	7,000.000	108.453	1,010.74	108.531	1,011.42	0.68	LT
	Aug 19, 11	6,000.000	108.609	867.59	108.531	866.93	-0.66	LT
	Sep 14, 12	56,000.000	109.437	8,159.29	108.531	8,091.33	-67.96	LT
Security total		69,000.000		10,037.62		9,969.65	-67.94	

continued next page

Your assets › **Fixed income** › **Asset backed securities** (continued)

Holding	Trade date	Quantity	Purchase price($)	Adjusted cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
FNMA PL AC8512 RATE 04 5000% MATURES 12/01/39 CURRENT PAR VALUE 8,712 ACCRUED INTEREST $32 66 CUSIP 31417VN66 EAI $392 Current yield 4.25%	Jan 25, 10	28,000 000	101.125	8,988.10	105.955	9,230 79	242 69	LT
FNMA PL MA0583 RATE 04 0000% MATURES 12/01/40 CURRENT PAR VALUE 17,489 ACCRUED INTEREST $58.29 CUSIP 31417YUH8 EAI. $700 Current yield. 3.88%	Dec 16, 10	44,000.000	97.513	17,235 11	103 000	18,013 67	778.56	LT
FNMA PL AI1859 RATE 04 5000% MATURES 05/01/41 CURRENT PAR VALUE 7,972 ACCRUED INTEREST $29 89 CUSIP 3138AFB58 EAI $359 Current yield: 4 25%	Mar 08, 12	21,000 000	106 625	8,499 62	105 966	8,447 60	-52 02	LT
FNMA PL AL0393 RATE 04.5000% MATURES 06/01/41 CURRENT PAR VALUE 16,417 ACCRUED INTEREST $61.56 CUSIP 3138EGNK6 EAI· $739 Current yield. 4 24%	Nov 17, 11	30,000.000	106 203	17,434.95	106.229	17,439 61	4 66	LT
FNMA PL AB3274 RATE 04.5000% MATURES 07/01/41 CURRENT PAR VALUE 29,235 ACCRUED INTEREST $109.63 CUSIP 31416YT81 EAI: $1,316 Current yield 4 24%	Dec 17, 12	53,000 000	109.828	32,108 63	106 238	31,058 67	-1,049.96	LT
FNMA PL AL0933 RATE 05.0000% MATURES 10/01/41 CURRENT PAR VALUE 25,173 ACCRUED INTEREST $104 88 CUSIP 3138EHBB7 EAI: $1,259 Current yield: 4.58%	Apr 18, 13	50,000.000	110.468	27,874.72	109.110	27,466.26	-408.46	ST

continued next page

ATTACHMENT A

Your assets › Fixed income › Asset backed securities (continued)

Holding	Trade date	Quantity	Purchase price($)	Adjusted cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
FNMA PL MA0907 RATE 04.0000% MATURES 11/01/41 CURRENT PAR VALUE 49,719 ACCRUED INTEREST $165.73 CUSIP 31418AAH1 EAI: $1,989 Current yield: 3.88%	Nov 17, 11	53,000 000	104.375	33,541.46	103.009	33,102.42	-439.04	LT
	Jun 07, 12	7,000.000	106.453	4,518.20	103.009	4,372.02	-146.18	LT
	Nov 19, 13	22,000.000	105.046	14,012.37	103.009	13,740 63	-271.74	ST
Security total		82,000.000		52,072.03		51,215.04	-856 96	
FNMA PL MA1028 RATE 04.0000% MATURES 04/01/42 CURRENT PAR VALUE 14,331 ACCRUED INTEREST $47 76 CUSIP 31418AEA2 EAI: $573 Current yield. 3.88%	Sep 14, 12	19,000.000	108.218	15,508.84	103.008	14,762.07	-746.77	LT
FNMA PL AO0763 RATE 04.0000% MATURES 04/01/42 CURRENT PAR VALUE 25,059 ACCRUED INTEREST $83.52 CUSIP 3138LQZ56 EAI: $1,002 Current yield. 3 88%	Feb 07, 13	32,000.000	108.406	27,164.97	103 083	25,831.56	-1,333 41	ST
FNMA PL AL4301 RATE 04 5000% MATURES 04/01/42 CURRENT PAR VALUE 41,878 ACCRUED INTEREST $157.04 CUSIP 3138ELX73 EAI. $1,885 Current yield. 4.25%	Nov 21, 13	43,000.000	107.125	44,861.87	105.980	44,382.30	-479.57	ST
GS MORTGAGE SECURITIES SER 2011-GC5 CL A-4 RATE 03.7070% MATURES 08/10/44 CURRENT PAR VALUE 22,000 ACCRUED INTEREST $4.52 CUSIP 36191YBB3 EAI: $816 Current yield· 3.64%	Sep 22, 11	22,000.000	100.993	22,218.46	101.876	22,412.72	194.26	LT

continued next page

Account name: PENDLETON AND ELISABETH
Account number:

Your Financial Advisor:
UBS IC
206-628-8511/800-426-7531

Your assets › Fixed income › Asset backed securities (continued)

Holding	Trade date	Quantity	Purchase price($)	Adjusted cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
JPMCC SER 2006-LDP9 CL A-3 RATE 05.3360% MATURES 05/15/47 CURRENT PAR VALUE 10,000 ACCRUED INTEREST $44 46 CUSIP 46629PAC2 EAI: $534 Current yield: 4.87%	Aug 18, 11	10,000 000	106.054	10,605.40	109.470	10,947.00	341.60	LT
COMM MORTGAGE TRUST SER 2007-C9 CL A-4 RATE 05.7997% MATURES 12/10/49 CURRENT PAR VALUE 10,000 ACCRUED INTEREST $48.33 CUSIP 20047RAE3 EAI: $580 Current yield. 5.14%	Aug 29, 11	10,000.000	109.015	10,901.50	112.763	11,276.30	374.80	LT
CITIGROUP COML MTG SER 2007-C6 CL A-4 RATE 05.7050% MATURES 12/10/49 CURRENT PAR VALUE 10,000 ACCRUED INTEREST $44 37 CUSIP 17311QBK5 EAI· $571 Current yield: 5 10%	Aug 19, 11	10,000 000	109.179	10,917.90	111.838	11,183.80	265 90	LT
Total		**648,000.000**		**$342,946.41**		**$340,801.68**	**-$2,144.64**	

Total accrued interest: $1,120.57 B

Total estimated annual income: $14,250

ATTACHMENT A

Your assets › Fixed income (continued)

Government securities

Prices are obtained from independent quotation bureaus that use computerized valuation formulas to calculate current values. Actual market values may vary and thus gains/losses may not be accurately reflected. Cost basis has been adjusted for accreted original issue discount (OID) If you have made a tax election to deduct the premium amortization on taxable debt securities, you may request that UBS adjust cost basis for the bond premium amortization.

Holding	Trade date	Quantity	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
U S TREASURY NOTE RATE 0.2500% MATURES 07/31/15 ACCRUED INTEREST $14.55 CUSIP 912828VN7								
EAI: $35 Current yield: 0.25%	Aug 20, 13	14,000.000	99.824	13,975.39	99.996	13,999.44	24.05	ST
U S TREASURY NOTE RATE 1.3750% MATURES 07/31/18 ACCRUED INTEREST $680.28 CUSIP 912828VQ0								
EAI: $1,636 Current yield: 1.39%	Aug 26, 13	9,000.000	98.964	8,906.84	99.102	8,919.18	12.34	ST
Original cost basis: $110,597 27	Nov 29, 13	110,000.000	100 535	110,588.87	99.102	109,012.20	-1,576.67	ST
Security total		119,000 000		119,495.71		117,931.38	-1,564.33	
Total		**133,000.000**		**$133,471.10**		**$131,930.82**	**-$1,540.28**	

Total accrued interest: $694.83 A

Total estimated annual income: $1,671

Your total assets

			Value on Dec 31 ($)	Percentage of your account	Cost basis ($)	Estimated annual income ($)	Unrealized gain or loss ($)
Cash		**Cash and money balances**	**41,426.37**	**3.63%**	**41,426.37**		
Fixed Income	C	Corporate bonds and notes	616,358.51		618,753.47	31,088 00	-2,394.96
	B	Asset backed securities	340,801.68		342,946.41	14,250.00	-2,144.64
	A	Government securities	131,930.82		133,471 10	1,671.00	-1,540 28
		Total accrued interest	10,349 11				
		Total fixed income	**1,099,440.12**	**96.37%**	**1,095,170.98**	**47,009.00**	**-6,079.88**
Total			**$1,140,866.49**	**100.00%**	**$1,136,597.35**	**$47,009.00**	**-$6,079.88**

ATTACHMENT A

Account name: PENDLETON AND ELISABETH
Account number:

Your Financial Advisor:
UBS IC
206-628-8511/800-426-7531

Your assets

Some prices, income and current values shown may be approximate As a result, gains and losses may not be accurately reflected. See *Important information about your statement* at the end of this document for more information

Cash

Cash and money balances

Cash and money balances may include available cash balances, UBS Bank USA deposit account balances, UBS AG Stamford Branch deposit account balances and money market mutual fund sweep balances

UBS Bank USA deposit account balances are insured by the FDIC within applicable limits, but are not protected by SIPC UBS AG Stamford Branch deposit account balances are not insured by FDIC and are not protected by SIPC. Money market sweep balances are protected by SIPC but are not insured by the FDIC. See the *Important information about your statement* at the end of this document for details about those balances

Holding	Opening balance on Dec 1 ($)	Closing balance on Dec 31 ($)	Price per share on Dec 31 ($)	Average rate	Dividend/Interest period	Days in period	Cap amount ($)
UBS BANK USA DEP ACCT	6,520.12	6,885.45					250,000 00

Equities

Common stock

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
ADVENT SOFTWARE INC Symbol: ADVS Exchange: OTC	Oct 1, 13	218 000	31 993	6,974.52	34.952	7,619 53	645 01	ST
ALBEMARLE CORP Symbol: ALB Exchange. NYSE EAI: $165 Current yield: 1 51%	Oct 1, 13	172.000	63.368	10,899.35	63.390	10,903.08	3.73	ST
ALEXANDER & BALDWIN INC NEW COM Symbol: ALEX Exchange: NYSE EAI: $22 Current yield: 0.38%	Oct 1, 13	138.000	37.598	5,188.54	41.730	5,758.74	570.20	ST
ALLIANT TECHSYSTEMS INC Symbol: ATK Exchange: NYSE EAI: $107 Current yield: 0.85%	Oct 1, 13	103.000	98.602	10,156.06	121 680	12,533 04	2,376 98	ST
ATWOOD OCEANICS INC Symbol: ATW Exchange: NYSE	Oct 1, 13	190.000	56.053	10,650.07	53.390	10,144.10	-505.97	ST

ATTACHMENT A

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
BROWN FORMAN CRP CL B Symbol BF.B Exchange: NYSE EAI: $109 Current yield: 1.53%	Oct 1, 13	94 000	68 876	6,474 43	75.570	7,103.58	629.15	ST
CABELA'S INC Symbol: CAB Exchange: NYSE	Oct 1, 13	119.000	63.320	7,535.13	66.660	7,932.54	397.41	ST
CARMAX INC Symbol. KMX Exchange: NYSE	Oct 1, 13	240.000	48 527	11,646.53	47.020	11,284 80	-361.73	ST
DECKERS OUTDOOR CORP Symbol: DECK Exchange: OTC	Oct 1, 13	151.000	67.230	10,151.73	84.460	12,753 46	2,601 73	ST
DOLLAR TREE INC Symbol: DLTR Exchange. OTC	Oct 1, 13	161.000	58 096	9,353.46	56 420	9,083.62	-269.84	ST
EATON VANCE CORP NON VTG Symbol: EV Exchange: NYSE EAI: $187 Current yield: 2.06%	Oct 1, 13	212.000	39 251	8,321.38	42.790	9,071.48	750.10	ST
ENERGIZER HOLDINGS INC Symbol: ENR Exchange: NYSE EAI: $232 Current yield 1.85%	Oct 1, 13	116 000	91.790	10,647.64	108.240	12,555.84	1,908 20	ST
FIRST INDL REALTY TRUST INC Symbol. FR Exchange: NYSE EAI: $105 Current yield: 1.95%	Oct 1, 13	155.000	16.757	2,597.43	17 450	2,704.75	107 32	ST
	Nov 7, 13	154.000	17.612	2,712.25	17.450	2,687 30	-24.95	ST
Security total		309.000	17.183	5,309.68		5,392.05	82 37	
HASBRO INC Symbol: HAS Exchange OTC EAI: $269 Current yield: 2.91%	Oct 1, 13	82.000	47.497	3,894.81	55.010	4,510.82	616.01	ST
	Oct 14, 13	86 000	46 488	3,998.05	55.010	4,730.86	732 81	ST
Security total		168.000	46 981	7,892.86		9,241.68	1,348.82	
KINDER MORGAN MGMT LLC Symbol: KMR Exchange: NYSE	Oct 1, 13	110 000	74 480	8,192 90	75 660	8,322 60	129.70	ST
LORILLARD INC Symbol: LO Exchange: NYSE EAI: $319 Current yield: 4.34%	Oct 1, 13	145.000	44.667	6,476.85	50.680	7,348.60	871.75	ST

continued next page

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
M & T BANK CORP Symbol: MTB Exchange: NYSE EAI: $143 Current yield· 2.41%	Oct 1, 13	51.000	112.080	5,716.08	116.420	5,937.42	221.34	ST
MARTIN MARIETTA MATERIALS INC Symbol: MLM Exchange. NYSE EAI: $96 Current yield: 1.60%	Oct 1, 13	37 000	99.038	3,664.41	99.940	3,697.78	33 37	ST
	Nov 13, 13	23 000	100.892	2,320 52	99.940	2,298 62	-21.90	ST
Security total		60 000	99.749	5,984.93		5,996 40	11.47	
MBIA INC Symbol· MBI Exchange: NYSE	Oct 1, 13	759 000	10.227	7,762.60	11.940	9,062.46	1,299.86	ST
MEADWESTVACO CORP Symbol· MWV Exchange· NYSE EAI: $196 Current yield: 2.71%	Oct 1, 13	196.000	38.327	7,512.13	36.930	7,238 28	-273.85	ST
NEWMARKET CORP Symbol: NEU Exchange. NYSE EAI: $194 Current yield: 1.32%	Oct 1, 13	44 000	288.390	12,689.16	334.150	14,702 60	2,013.44	ST
NU SKIN ENTERPRISES INC Symbol: NUS Exchange: NYSE EAI: $109 Current yield· 0.87%	Oct 1, 13	91.000	97.510	8,873.49	138.220	12,578.02	3,704.53	ST
OLD DOMINION FREIGHT LINES INC Symbol· ODFL Exchange: OTC	Oct 1, 13	156 000	46.468	7,249.01	53.020	8,271.12	1,022 11	ST
PRICESMART INC Symbol: PSMT Exchange· OTC EAI: $56 Current yield· 0.52%	Oct 1, 13	94 000	96.270	9,049.38	115.540	10,860.76	1,811.38	ST
SERVICE CORP INTL Symbol. SCI Exchange. NYSE EAI: $127 Current yield: 1.54%	Oct 1, 13	455.000	18.846	8,574.93	18.130	8,249.15	-325.78	ST
STURM RUGER CO Symbol: RGR Exchange: NYSE EAI: $434 Current yield: 3.18%	Oct 1, 13	187.000	62.513	11,689.97	73.090	13,667.83	1,977.86	ST
TEMPUR SEALY INTL INC Symbol: TPX Exchange: NYSE	Oct 1, 13	198.000	44.705	8,851.63	53.960	10,684.08	1,832.45	ST

continued next page

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
TENET HEALTHCARE CORP Symbol: THC Exchange: NYSE	Oct 1, 13	295.000	41 326	12,191.20	42.120	12,425.40	234.20	ST
WHITE MOUNTAINS INSURANCE GROUP LTD Symbol. WTM Exchange. NYSE EAI: $18 Current yield 0.17%	Oct 1, 13	18.000	571.790	10,292 22	603.080	10,855 44	563 22	ST
Total				**$252,307.86**		**$277,577.70**	**$25,269.84**	

Total estimated annual income: $2,888

Your total assets

		Value on Dec 31 ($)	Percentage of your account	Cost basis ($)	Estimated annual income ($)	Unrealized gain or loss ($)
Cash	**Cash and money balances**	6,885.45	2.42%	6,885.45		
B **Equities**	**Common stock**	277,577.70	97.58%	252,307.86	2,888.00	25,269.84
Total		**$284,463.15**	**100.00%**	**$259,193.31**	**$2,888.00**	**$25,269.84**

Account activity this month

	Date	Activity	Description	Amount ($)
Dividend and interest income				
Taxable dividends	Dec 2	Dividend	MEADWESTVACO CORP PAID ON 196	49.00
	Dec 4	Dividend	NU SKIN ENTERPRISES INC PAID ON 91	27 30
	Dec 5	Dividend	ALEXANDER & BALDWIN INC NEW COM PAID ON 138	5.52
	Dec 10	Dividend	LORILLARD INC PAID ON 145	79 75
	Dec 12	Dividend	ALLIANT TECHSYSTEMS INC PAID ON 103	26 78
	Dec 17	Dividend	ENERGIZER HOLDINGS INC PAID ON 116	58.00
	Dec 27	Dividend	BROWN FORMAN CRP CL B PAID ON 94	27.26
	Dec 30	Dividend	MARTIN MARIETTA MATERIALS INC PAID ON 60	24 00
	Dec 30	Dividend	M & T BANK CORP PAID ON 51	35.70
	Dec 30	Dividend	SERVICE CORP INTL PAID ON 455	31.85
	Total taxable dividends			**$365.16**
Taxable interest	Dec 6	Interest	UBS BANK USA DEPOSIT ACCOUNT AS OF 12/05/13	0.17

continued next page

Your assets

Some prices, income and current values shown may be approximate As a result, gains and losses may not be accurately reflected See *Important information about your statement* at the end of this document for more information

Cash

Cash and money balances

Holding	Opening balance on Dec 1 ($)	Closing balance on Dec 31 ($)	Price per share on Dec 31 ($)	Average rate	Dividend/Interest period	Days in period
RMA MONEY MKT. PORTFOLIO	1.72	1 72	1.00	0.01%	Nov 22 to Dec 23	32

Equities

Mutual funds

Total reinvested is the total of all reinvested dividends. It does not include any cash dividends It is not a tax lot for the purposes of determining holding periods or cost basis The shares you receive each time you reinvest dividends become a separate tax lot

Cost basis is the total purchase cost of the security, including reinvested dividends The cost basis may need to be adjusted for return of capital payments in order to determine the adjusted cost basis for tax reporting purposes

Unrealized (tax) gain or loss is the difference between the current value and the cost basis and would generally be your taxable gain or loss if the security was sold on this date The unrealized (tax) gain or loss may need to be adjusted for return of capital payments in order to determine the realized gain or loss for tax reporting purposes

Investment return is the current value minus the amount you invested It does not include shares that are not reflected on your statement, including shares that have been realized as either a gain or a loss. It also does not include cash dividends that were not reinvested

Holding	Number of shares	Purchase price/ Average price per share ($)	Client investment ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized (tax) gain or loss ($)	Investment return ($)	Holding period
OPPENHEIMER DEVELOPING									
MARKETS CLASS CLASS I									
Symbol ODVIX									
Trade date. Sep 26, 13	11,429 343	37.010	423,000.00	423,000.00	37.570	429,400.42	6,400 42		ST
Total reinvested	120.907	37.069		4,482.02	37.570	4,542.48	60 46		
EAI: $2,460 Current yield· 0.57%									
Security total	11,550 250	37.011	423,000.00	427,482.02		433,942.89	6,460.88	10,942.90	

ATTACHMENT A

Your assets (continued)

Fixed income

Mutual funds

Total reinvested is the total of all reinvested dividends It does not include any cash dividends It is not a tax lot for the purposes of determining holding periods or cost basis The shares you receive each time you reinvest dividends become a separate tax lot

Cost basis is the total purchase cost of the security, including reinvested dividends The cost basis may need to be adjusted for return of capital payments in order to determine the adjusted cost basis for tax reporting purposes.

Unrealized (tax) gain or loss is the difference between the current value and the cost basis and would generally be your taxable gain or loss if the security was sold on this date. The unrealized (tax) gain or loss may need to be adjusted for return of capital payments in order to determine the realized gain or loss for tax reporting purposes.

Investment return is the current value minus the amount you invested It does not include shares that are not reflected on your statement, including shares that have been realized as either a gain or a loss. It also does not include cash dividends that were not reinvested.

Holding	Number of shares	Purchase price/ Average price per share ($)	Client investment ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized (tax) gain or loss ($)	Investment return ($)	Holding period
DREYFUS INTERNATIONAL									
BOND FUND CL I									
Symbol: DIBRX									
Trade date: Sep 27, 13	25,683.060	16.470	423,000.00	423,000.00	16 380	420,688 52	-2,311.48		ST
Total reinvested	208.657	16.402		3,422.49	16.380	3,417.80	-4.69		
EAI: $8,259 Current yield: 1 95%									
Security total	25,891.717	16.469	423,000.00	426,422.49		424,106.32	-2,316.17	1,106.32	
FIRST EAGLE HIGH YIELD									
FUND CL I									
Symbol: FEHIX									
Trade date. Oct 3, 13	59,200.000	10 000	592,000 00	592,000 00	10.130	599,696 00	7,696.00		ST
Total reinvested	496.994	10.115		5,027.36	10.130	5,034.55	7.19		
EAI: $36,774 Current yield: 6.08%									
Security total	59,696 994	10.001	592,000.00	597,027.36		604,730.54	7,703.19	12,730.55	
Total			**$1,015,000.00**	**$1,023,449.85**		**$1,028,836.86**	**$5,387.02**	**$13,836.86**	

Total estimated annual income: $45,033

ATTACHMENT A

Your assets (continued)

Non-traditional

Mutual funds

Total reinvested is the total of all reinvested dividends It does not include any cash dividends It is not a tax lot for the purposes of determining holding periods or cost basis. The shares you receive each time you reinvest dividends become a separate tax lot

Cost basis is the total purchase cost of the security, including reinvested dividends The cost basis may need to be adjusted for return of capital payments in order to determine the adjusted cost basis for tax reporting purposes

Unrealized (tax) gain or loss is the difference between the current value and the cost basis and would generally be your taxable gain or loss if the security was sold on this date The unrealized (tax) gain or loss may need to be adjusted for return of capital payments in order to determine the realized gain or loss for tax reporting purposes.

Investment return is the current value minus the amount you invested. It does not include shares that are not reflected on your statement, including shares that have been realized as either a gain or a loss. It also does not include cash dividends that were not reinvested.

Holding	Number of shares	Purchase price/ Average price per share ($)	Client investment ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized (tax) gain or loss ($)	Investment return ($)	Holding period
JOHN HANCOCK GLOBL									
ABSOLUTE RETN STRATEGS									
CL I									
Symbol· JHAIX									
Trade date· Sep 26, 13	77,502 296	10 889	844,000.00	844,000.00	11 070	857,950.42	13,950.42		ST
Total reinvested	1,122.343	11 029		12,379.44	11.070	12,424 34	44.90		
EAI. $12,580 Current yield: 1.45%									
Security total	78,624 639	10.892	844,000.00	856,379.44		870,374.75	13,995.32	26,374.76	
MAINSTAY MARKETFIELD									
FUND CLASS I									
Symbol· MFLDX									
Trade date: Sep 27, 13	42,137.320	18.060	761,000.00	761,000.00	18.520	780,383.17	19,383.17		ST
Total reinvested	4 938	18 039		89 08	18.520	91.45	2.37		
EAI: $84 Current yield. 0 01%									
Security total	42,142 258	18 060	761,000.00	761,089 08		780,474 61	19,385.54	19,474.62	
Total			**$1,605,000.00**	**$1,617,468.52**		**$1,650,849.36**	**$33,380.86**	**$45,849.36**	

Total estimated annual income: $12,664

ATTACHMENT A

PART II:	COST:	FMV:
SUM OF A PART II, LINE 10A U.S. OBLIGATIONS:	$133,471	$132,626
SUM OF B PART II, LINE 10B CORPORATE STOCK:	$6,467,919	$6,921,305
SUM OF C PART II, LINE 10C CORPORATE BONDS:	$1,642,203	$1,653,729
TOTAL:	$8,243,593	$8,707,660

Your assets (continued)

Other

Mutual funds

Total reinvested is the total of all reinvested dividends It does not include any cash dividends. It is not a tax lot for the purposes of determining holding periods or cost basis. The shares you receive each time you reinvest dividends become a separate tax lot.

Cost basis is the total purchase cost of the security, including reinvested dividends The cost basis may need to be adjusted for return of capital payments in order to determine the adjusted cost basis for tax reporting purposes

Unrealized (tax) gain or loss is the difference between the current value and the cost basis and would generally be your taxable gain or loss if the security was sold on this date The unrealized (tax) gain or loss may need to be adjusted for return of capital payments in order to determine the realized gain or loss for tax reporting purposes

Investment return is the current value minus the amount you invested It does not include shares that are not reflected on your statement, including shares that have been realized as either a gain or a loss It also does not include cash dividends that were not reinvested

Holding	Number of shares	Purchase price/ Average price per share ($)	Client investment ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized (tax) gain or loss ($)	Investment return ($)	Holding period
PIMCO ALL ASSET ALL									
AUTHORITY FUND									
CLASS I									
Symbol. PAUIX									
Trade date: Aug 3, 11	67,797.828	11.070	750,570.90	750,570.90	9.900	671,198.50	-79,372.40		LT
Total reinvested	19,053.130	10.441		198,952.39	9 900	188,625.99	-10,326.40		
EAI: $51,156 Current yield. 5.95%									
Security total	86,850.958	10.933	750,570 90	949,523.29		859,824.48	-89,698.80	109,253.59	

Your total assets

		Value on Dec 31 ($)	Percentage of your account	Cost basis ($)	Estimated annual income ($)	Unrealized gain or loss ($)
Cash	Cash and money balances	1.72		1.72		
B Equities	Mutual funds	433,942.89	10.92%	427,482.02	2,460.00	6,460.88
C Fixed income	Mutual funds	1,028,836.86	25.89%	1,023,449.85	45,033.00	5,387.02
B Non-traditional	Mutual funds	1,650,849.36	41.55%	1,617,468.52	12,664.00	33,380.86
B Other	Mutual funds	859,824.48	21.64%	949,523.29	51,156.00	-89,698.80
Total		**$3,973,455.31**	**100.00%**	**$4,017,925.40**	**$111,313.00**	**-$44,470.04**

Account activity this month

	Date	Activity	Description	Amount ($)
Dividend and interest income				
Taxable dividends	Dec 2	Dividend	FIRST EAGLE HIGH YIELD FUND CL I AS OF 11/29/13	2,776.96

continued next page