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Return of Private Foundation

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

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OMB No 1545-0052

2013

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2013 or tax year beginning

, and ending

Name of foundation MACWILLIAMS FAMILY FOUNDATION		A Employer identification number 91-1810520
Number and street (or P O box number if mail is not delivered to street address) 20145 SW NANCY LANE	Room/suite	B Telephone number 503 642-7540
City or town, state or province, country, and ZIP or foreign postal code ALOHA, OR 97007		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 2,541,990.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		57,470.	56,787.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		158,292.			
b Gross sales price for all assets on line 6a 619,585.					
7 Capital gain net income (from Part IV, line 2)			158,292.		
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		1,394.	0.		STATEMENT 2
12 Total. Add lines 1 through 11		217,156.	215,079.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		18,147.	18,147.		0.
c Other professional fees STMT 4		7,590.	7,590.		0.
17 Interest					
18 Taxes STMT 5		1,217.	1,217.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		6,873.	6,873.		0.
24 Total operating and administrative expenses Add lines 13 through 23		33,827.	33,827.		0.
25 Contributions, gifts, grants paid		108,973.			108,973.
26 Total expenses and disbursements Add lines 24 and 25		142,800.	33,827.		108,973.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		74,356.			
b Net investment income (if negative, enter -0-)			181,252.		
c Adjusted net income (if negative, enter -0-)				N/A	

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10-10-13

LHA For Paperwork Reduction Act Notice, see instructions

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	139,728.	164,507.	164,507.
	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 7	109,763.	89,896.	91,480.
	b Investments - corporate stock STMT 8	1,929,264.	2,008,908.	2,245,197.
	c Investments - corporate bonds STMT 9	50,746.	40,546.	40,806.
	11 Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶			
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	2,229,501.	2,303,857.	2,541,990.	
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 ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	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	2,229,501.	2,303,857.	
30 Total net assets or fund balances	2,229,501.	2,303,857.		
31 Total liabilities and net assets/fund balances	2,229,501.	2,303,857.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,229,501.
2 Enter amount from Part I, line 27a	2	74,356.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,303,857.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,303,857.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a PUBLICLY TRADED SECURITIES				
b CAPITAL GAINS DIVIDENDS				
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 619,457.		461,293.	158,164.
b 128.			128.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any	
a			158,164.
b			128.
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	158,292.
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?

☐ 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	66,772.	2,213,923.	.030160
2011	104,439.	1,939,755.	.053841
2010	86,610.	1,795,909.	.048226
2009	83,307.	1,553,296.	.053632
2008	88,136.	1,766,727.	.049887

2 Total of line 1, column (d)	2	.235746
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	.047149
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,317,615.
5 Multiply line 4 by line 3	5	109,273.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,813.
7 Add lines 5 and 6	7	111,086.
8 Enter qualifying distributions from Part XII, line 4	8	108,973.

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	3,625.
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	3,625.
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	3,625.
6 Credits/Payments.			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	4,530.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	5,500.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	10,030.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	6,405.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ☐ 3,640. Refunded ☐	11	2,765.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
2 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?	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) ☐ _____ OR		
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

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address **► N/A**

14 The books are in care of **► PETER MACWILLIAMS** Telephone no. **► 503 642-7540**
 Located at **► 20145 SW NANCY LANE, ALOHA, OR** ZIP+4 **► 97009**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here **►** ☐
 and enter the amount of tax-exempt interest received or accrued during the year **► 15** **N/A**

16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? **Yes** ☐ **No** ☒
 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)? N/A ► ☐	1b	
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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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
PETER MACWILLIAMS 20145 SW NANCY LANE ALOHA, OR 97007	DIRECTOR 0.00	0.	0.	0.
SHARON MACWILLIAMS 20145 SW NANCY LANE ALOHA, OR 97007	DIRECTOR 0.00	0.	0.	0.
REBEKAH MACWILLIAMS 20145 SW NANCY LANE ALOHA, OR 97007	DIRECTOR 0.00	0.	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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

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 N/A	
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.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	2,187,829.
b	Average of monthly cash balances	1b	165,080.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,352,909.
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	2,352,909.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	35,294.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,317,615.
6	Minimum investment return. Enter 5% of line 5	6	115,881.

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	115,881.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	3,625.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,625.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	112,256.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	112,256.
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	112,256.

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	108,973.
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	108,973.
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	108,973.

Note The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				112,256.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			103,282.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2013.				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 108,973.				
a Applied to 2012, but not more than line 2a			103,282.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				5,691.
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:	0.			
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				106,565.
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				

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

Recipient	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
Name and address (home or business)				
a Paid during the year				
5 ROCK RANCH 23800 NW FLYING M ROAD YAMHILL, OR 97148	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	10,000.
AFRICA NEW LIFE MINISTRIES 7145 SW VARNS ST, SUITE 201 PORTLAND, OR 97223	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	1,373.
CANNON BEACH COMMUNITY CHURCH 132 E WASHINGTON PO BOX 37 CANNON BEACH, OR 97110	NONE	NONE	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	36,000.
CANNON BEACH CONFERENCE CETER PO BOX 398 CANNON BEACH, OR 97110	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	2,000.
COUNTRYSIDE COMMUNITY CHURCH 18810 SW KRUGER RD SHERWOOD, OR 97140	NONE	NONE	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	8,000.
Total			SEE CONTINUATION SHEET(S)	108,973.
b Approved for future payment				
NONE				
Total				0.



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MacWilliams Family Foundation
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Edwards-3395

Statement Period 12/01/2013 - 12/31/2013

FDIC Insured Bank Deposits (continued)

Date	Activity Type	Description	Amount	Balance
Sweep FDIC Insured Bank Deposits (continued)				
DEUTSCHE BANK INS DEPOSIT E (continued)				
12/16/13		RBS Citizens Bank A/O 12/16 \$4693 79		4,693 79
12/31/13	Closing Balance			\$4,693 79
Total FDIC Insured Bank Deposits				\$4,693 79

The FDIC Insured Bank Deposits are not securities and are not covered by the Securities Investor Protection Corporation (SIPC). The Bank Deposits at each bank are insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000 for each category of legal ownership including individual retirement accounts and certain other self directed retirement accounts. Please review this in connection with other deposits you may have at each respective bank.

Portfolio Holdings

Opening Date	Quantity	Account Number	Activity Ending	Opening Balance	Closing Balance	Accrued Income	Income This Year	30-Day Yield	Current Yield
Cash, Money Funds, and Bank Deposits 3.00% of Portfolio									
FDIC Insured Bank Deposits									
DEUTSCHE BANK INS DEPOSIT E									
11/30/13	4,693 790	EMM003395	12/31/13	4,427 93	4,693 79	0 14	3 43	N/A	N/A
Total FDIC Insured Bank Deposits				\$4,427 93	\$4,693 79	\$0 14	\$3 43		
Total Cash, Money Funds, and Bank Deposits				\$4,427 93	\$4,693 79	\$0 14	\$3 43		
Date Acquired	Quantity	Unit Cost	Adjusted Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income	Estimated Yield
Fixed Income 97.00% of Portfolio (In CUSIP Sequence)									
U.S. Treasury Securities									
UNITED STATES TREAS NTS									
2 125% 11/30/14 B/E DTD 11/30/09									
1ST CPN DTE 05/31/10 CPN PMT SEMI ANNUAL Moody Rating AAA									
02/11/10	25,000 000	99 8180	24,954 59	101 7730	25,443 25	488 66	45 24	531 25	2.08%
				Original Cost Basis \$24,773 44					



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MacWilliams Family Foundation
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Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Adjusted Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income	Estimated Yield
Fixed Income (continued)									
U S Treasury Securities (continued)									
UNITED STATES TREAS NTS			Security Identifier 912828MW7						
2 500% 03/31/15 B/E DTD 03/31/10									
1ST CPN DTE 09/30/10 CPN PMT SEMI ANNUAL Moody Rating AAA									
04/08/10	35 000 000	99 8460	34,945 95	102 8400	35,994 00	1,048 05	221 15	875 00	2 43%
			Original Cost Basis \$34,794 92						
UNITED STATES TREAS NTS			Security Identifier 912828QH6						
1 250% 02/15/14 B/E DTD 02/15/11									
1ST CPN DTE 08/15/11 CPN PMT SEMI ANNUAL Moody Rating AAA									
Multiple	20,000 000	99 9830	19,996 66	100 1370	20 027 40	30 74	93 75	250 00	1 24%
			Original Cost Basis \$19,922 55						
Total U S Treasury Securities									
	80,000 000		\$79,897 20 (A)		\$81,464 65 (B)	\$1,567 45	\$360 14	\$1,656 25	
U.S Government Bonds									
FEDERAL FARM CR BKS CONS SYSTEMWIDE BDS			Security Identifier 31331KAH3						
CONS BOND 1 125% 02/27/14 B/E									
DTD 01/19/11 1ST CPN DTE 02/27/11 Moody Rating AAA S & P Rating AA+									
01/14/11	10,000 000	99 9900	9 998 97	100 1520	10,015 20	16 23	38 75	112 50	1 12%
			Original Cost Basis \$9 980 30						
Total U S Government Bonds									
	10,000 000		\$9,998 97 (A)		\$10,015 20 (B)	\$16 23	\$38 75	\$112 50	
Corporate Bonds									
AT&T INC GLOBAL NOTES FIXED RT			Security Identifier 00206RAV4						
2 500% 08/15/15 B/E DTD 07/30/10									
CALLABLE 1ST CPN DTE 02/15/11 Moody Rating A3 S & P Rating A-									
03/18/11	10,000 000	100 2090	10,020 89	102 6700	10 267 00	246 11	94 44	250 00	2 43%
			Original Cost Basis \$10,054 70						
BANK NOVA SCOTIA B C SR NT			Security Identifier 064159AM8						
ISIN#US064159AM82 2 550% 01/12/17 B/E									
DTD 01/12/12 CALLABLE Moody Rating Aa2 S & P Rating AA									
10/23/12	5,000 000	104 1880	5,209 42	103 7110	5 185 55	-23 87	59 85	127 50	2 45%
			Original Cost Basis \$5,288 80						
COCA COLA CO FIXED RT NT			Security Identifier 191216AY6						
1 650% 03/14/18 B/E DTD 03/14/12									
CALLABLE 1ST CPN DTE 09/14/12 Moody Rating AA3 S & P Rating AA-									
03/09/12	5 000 000	99 8340	4,991 71	99 2100	4,960 50	-31 21	24 52	82 50	1 66%
			Original Cost Basis \$4,988 35						





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Statement Period 12/01/2013 - 12/31/2013

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Adjusted Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income	Estimated Yield
Fixed Income (continued)									
Corporate Bonds (continued)									
GENERAL ELEC CAP CORP MEDIUM TERM NTS			Security Identifier 36962GSW0						
FIXED RT SER A 2 300% 04/27/17 B/E									
DTD 04/27/12 1ST CPN DTE 10/27/12 Moody Rating A1 S & P Rating AA+									
08/24/12 *	5 000 000	102 1140	5 105 68	102 7870	5 139 35	33 67	20 44	115 00	2 23%
			Original Cost Basis \$5,146 55						
GEORGIA PWR CO SR NT SER 2011B			Security Identifier 373334JV4						
3 000% 04/15/16 B/E DTD 04/19/11									
CALLABLE 1ST CPN DTE 10/15/11 Moody Rating A3 S & P Rating A									
03/01/12 *.12 13	5,000 000	103 7650	5,188 27	104 2380	5 211 90	23 63	31 67	150 00	2 87%
			Original Cost Basis \$5,333 50						
GLAXOSMITHKLINE CAP PLC			Security Identifier 377373AC9						
GTD NT ISIN#US377373AC98									
1 500% 05/08/17 B/E DTD 05/09/12 Moody Rating A1 S & P Rating A+									
08/17/12 *	5,000 000	100 7360	5 036 81	100 0450	5,002 25	-34 56	11 04	75 00	1 49%
			Original Cost Basis \$5,051 25						
MANITOBA PROV CANADA ISIN#US563469TU95			Security Identifier 563469TU9						
1 300% 04/03/17 B/E DTD 03/07/12									
FOREIGN SECURITY 1ST CPN DTE 10/03/12 Moody Rating Aa1 S & P									
Rating AA									
02/29/12 *.12 13	5,000 000	99 8690	4 993 46	100 7980	5,039 90	46 44	15 89	65 00	1 28%
			Original Cost Basis \$4 989 95						
Total Corporate Bonds			\$40,546 24 TR		\$40,806 45 TR	\$260 21	\$257 85	\$865.00	
40,000,000									
Total Fixed Income			\$130,442.41		\$132,286 30	\$1,843 89	\$656 74	\$2,633 75	
130,000 000									
			Cost Basis	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income		
Total Portfolio Holdings			\$135,136 20	\$136,980 09	\$1,843 89	\$656 74	\$2,637 18		

* Noncovered under the cost basis rules as defined below.

Securities acquired before 2011 are generally not subject to the new cost basis reporting rules set forth in the Internal Revenue Code of 1986 as amended ("IRC") (incorporating amendments enacted by

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Statement Period 12/01/2013 - 12/31/2013

FDIC Insured Bank Deposits (continued)

Date	Activity Type	Description	Amount	Balance
Sweep FDIC Insured Bank Deposits (continued)				
DEUTSCHE BANK INS DEPOSIT E (continued)				
12/23/13	Withdrawal	N/O 12/16 \$108262.53 WITHDRAWAL	-4,000.00	104,262.53
12/31/13	Closing Balance			\$104,262.53
Total FDIC Insured Bank Deposits				\$104,262.53

The FDIC Insured Bank Deposits are not securities and are not covered by the Securities Investor Protection Corporation (SIPC). The Bank Deposits at each bank are insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000 for each category of legal ownership including individual retirement accounts and certain other self-directed retirement accounts. Please review this in connection with other deposits you may have at each respective bank.

Portfolio Holdings

Opening Date	Quantity	Account Number	Activity Ending	Opening Balance	Closing Balance	Accrued Income	Income This Year	30 Day Yield	Current Yield
Cash, Money Funds, and Bank Deposits 15.00% of Portfolio									
FDIC Insured Bank Deposits									
DEUTSCHE BANK INS DEPOSIT E									
11/30/13	104,262.530	EBR345944	12/31/13	118,177.29	104,262.53	3.16	88.42	N/A	N/A
Total FDIC Insured Bank Deposits				\$118,177.29	\$104,262.53	\$3.16	\$88.42		
Total Cash, Money Funds, and Bank Deposits				\$118,177.29	\$104,262.53	\$3.16	\$88.42		

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities 85.00% of Portfolio								
Common Stocks								
INTEL CORP COM								
Dividend Option Cash								
Multiple * 3.13 Y								
	Total Noncovered	0.1910	4,589.33	25.9550	622,920.00	618,330.67	21,600.00	3.46%
	24,000.000							
Total Common Stocks				\$4,589.33	\$622,920.00	\$618,330.67	\$21,600.00	

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12/31/13

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MacWilliams Family Foundation
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Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Options								
CALL 100 INTEL CORP COM EXP 04-19 14@25 000 OPTION ROOT= INTC			Option Identifier 99QAC6XDA Underlying Security Identifier INTC Underlying Security Price \$25.96					
11/14/13	40 000	1 0080	4 032 51	1 6000	6 400 00	2 367 49		
CALL 100 INTEL CORP COM EXP 07 19 14@28 000 OPTION ROOT= INTC			Option Identifier 99QADNP2A Underlying Security Identifier INTC Underlying Security Price \$25.96					
Multiple *	Total Noncovered -200 000	54 9040	-10,980 74	0 6900	13 800 00	-2 819 26		
Total Options			-\$15,013 25		-\$20,200 00	-\$5,186 75	\$0 00	
Total Equities			-\$10,423 92		\$602,720 00	\$613,143 92	\$21,600 00	
Total Portfolio Holdings			\$93,838 61		\$706,982 53	\$613,143 92	\$0 00	\$21,688.42

* Noncovered under the cost basis rules as defined below

Securities acquired before 2011 are generally not subject to the new cost basis reporting rules set forth in the Internal Revenue Code of 1986, as amended ("IRC") (incorporating amendments enacted by P.L. 110-343, the Emergency Economic Stabilization Act of 2008) and are, therefore, considered "noncovered" under the new cost basis reporting rules, and marked or denoted as such. All other securities in this section are securities which are "covered" under the new cost basis reporting rules. Securities which are "covered" under the new cost basis reporting rules are defined as securities which have been acquired on or after their "applicable date(s)" at which they are subject to the cost basis reporting rules and the adjusted basis will be reported to the IRS on form 1099-B for the applicable tax year in which the security is disposed.

Reporting requirements generally will be phased in over a three-year period, as follows:

- Stock in a corporation acquired on or after January 1, 2011
- Mutual funds and dividend reinvestment plan (DRP) shares acquired on or after January 1, 2012
- Other securities, principally debt securities and options, acquired on or after January 1, 2013 or later, as determined by the Secretary of the Treasury

³ Either all or a portion of the cost basis of this security has been provided to us by you or your introducing firm and Pershing makes no representation as to the accuracy of this information.

¹³ Either all or a portion of the cost basis of this security has been provided to us by the delivering firm or transferring agent and Pershing makes no representation as to the accuracy of this information.

[†] This line is an aggregation of shares in this position, representing shares acquired at different times and/or dates. This summary is a sum of these shares and does not represent cost basis calculated using the average cost accounting method.





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MacWilliams Family Foundation
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Statement Period 12/01/2013 - 12/31/2013

FDIC Insured Bank Deposits (continued)

Date	Activity Type	Description	Amount	Balance
Sweep FDIC Insured Bank Deposits (continued)				
DEUTSCHE BANK INS DEPOSIT E (continued)				
12/16/13		RBS Citizens Bank A/O 12/16 58678 50		8,678 50
12/17/13	Deposit	DEPOSIT	230 75	8,909 25
12/23/13	Deposit	DEPOSIT	208 37	9,117 62
12/26/13	Deposit	DEPOSIT	154 80	9,272 42
12/31/13	Deposit	DEPOSIT	52 44	9,324 86
12/31/13	Closing Balance			9,324 86
Total FDIC Insured Bank Deposits				9,324 86

The FDIC Insured Bank Deposits are not securities and are not covered by the Securities Investor Protection Corporation (SIPC). The Bank Deposits at each bank are insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000 for each category of legal ownership including individual retirement accounts and certain other self directed retirement accounts. Please review this in connection with other deposits you may have at each respective bank.

Portfolio Holdings

Opening Date	Quantity	Account Number	Activity Ending	Opening Balance	Closing Balance	Accrued Income	Income This Year	30-Day Yield	Current Yield
Cash, Money Funds, and Bank Deposits 3.00% of Portfolio									
Cash Balance				0 00	36 98				
FDIC Insured Bank Deposits									
DEUTSCHE BANK INS DEPOSIT E									
11/30/13	9,324 860	ESM012286	12/31/13	8,316 04	9,324 86	0 27	5 76	N/A	N/A
Total FDIC Insured Bank Deposits				\$8,316 04	\$9,324 86	\$0 27	\$5 76		
Total Cash, Money Funds, and Bank Deposits				\$8,316 04	\$9,361 84	\$0 27	\$5 76		



MacWilliams Family Foundation
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Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities 97.00% of Portfolio								
Common Stocks								
AT&T INC COM								
Dividend Option Cash			Security Identifier T CUSIP 00206R102					
Multiple 3 Y	Total Covered 406 000	30 8090	12,508.33	35 1600	14,274.96	1,766.63	747.04	5.23%
ABBVIE INC COM								
Dividend Option Cash			Security Identifier ABBV CUSIP 00287Y109					
Multiple Y	Total Covered 207 000	36 3740	7,529.36	52 8100	10,931.61	3,402.31	331.20	3.02%
ALTRIA GROUP INC COM								
Dividend Option Cash			Security Identifier MO CUSIP 02209S103					
Multiple 3 Y	Total Covered 378 000	28 9050	10,926.12	38 3900	14 511.42	3,585.30	725.76	5.00%
AMERICAN ELECTRIC POWER CO								
Dividend Option Cash			Security Identifier AEP CUSIP 025537101					
Multiple Y	Total Covered 72 000	38 1300	2,745.39	46 7400	3,365.28	619.89	144.00	4.27%
ASTRAZENECA PLC SPONSORED ADR								
Dividend Option Cash			Security Identifier AZN CUSIP 046353108					
Multiple 3.12 Y	Total Covered 217 000	45 5730	9,661.37	59 3700	12 586.44	2,925.07	593.60	4.71%
BCE INC COM NEW								
ISIN#CA05534B7604 SHS			Security Identifier BCE CUSIP 05534B760					
Dividend Option Cash								
Multiple 3 Y	Total Covered 84 000	42 1830	3,543.41	43 2900	3,636.36	92.95	187.89	5.16%
BP PLC SPONS ADR								
Dividend Option Cash			Security Identifier BP CUSIP 055622104					
Multiple Y	Total Covered 258 000	42 8110	11,045.31	48 6100	12 541.38	1 496.07	588.24	4.69%
BRISTOL MYERS SQUIBB CO COM								
Dividend Option Cash			Security Identifier BMJ CUSIP 110122108					
Multiple 3 Y	Total Covered 67 000	32 5240	2 179.12	53 1500	3,561.05	1 381.93	93.80	2.63%
CHEVRON CORP NEW COM								
Dividend Option Cash			Security Identifier CVX CUSIP 166764100					
Multiple 3 Y	Total Covered 24 000	98 0660	2,353.59	124 9100	2 997.84	644.25	96.00	3.20%





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Statement Period 12/01/2013 - 12/31/2013

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
COCA COLA COMPANY								
			Security Identifier KO					
			CUSIP 191216100					
Dividend Option Cash								
Multiple 3.7	Total Covered 77 000	33 2020	2 556 55	41 3100	3 180 87	624 32	86 24	2 71%
CONOCOPHILLIPS COM								
			Security Identifier COP					
			CUSIP 20825C104					
Dividend Option Cash								
Multiple 3.7	Total Covered 212 000	53 9580	11,439 16	70 6500	14,977 80	3,538 64	585 12	3 90%
DOMINION RES INC VA COM								
			Security Identifier D					
			CUSIP 25746U109					
Dividend Option Cash								
Multiple 3.7	Total Covered 109 000	52 0800	5,676 72	64 6900	7 051 21	1,374 49	745 25	3 47%
DUKE ENERGY CORP NEW COM NEW								
			Security Identifier DUK					
			CUSIP 26441C204					
Dividend Option Cash								
Multiple 7	Total Covered 164 000	61 7620	10,128 96	69 0100	11 317 64	1 188 68	511 68	4 52%
GLAXOSMITHKLINE PLC SPONS ADR								
			Security Identifier GSK					
			CUSIP 37733W105					
Dividend Option Cash								
Multiple 3.7	Total Covered 200 000	43 8200	8,764 05	53 3900	10 678 00	1,913 95	481 80	4 51%
JOHNSON & JOHNSON COM								
			Security Identifier JNJ					
			CUSIP 478160104					
Dividend Option Cash								
Multiple 3.7	Total Covered 110 000	63 0420	6 934 61	91 5900	10,074 90	3 140 29	290 40	2 88%
KIMBERLY CLARK CORP								
			Security Identifier KMB					
			CUSIP 494368103					
Dividend Option Cash								
Multiple 3.7	Total Covered 77 000	72 1450	5 555 13	104 4600	8,043 42	2,488 29	249 48	3 10%
KRAFT FOODS GROUP INC COM								
			Security Identifier KRFT					
			CUSIP 50076Q106					
Dividend Option Cash								

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Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
KRAFT FOODS GROUP INC COM								
Multiple ^y	Total Covered 247 000	48 2800	11,925 17	53 9100	13,315 77	1,390 60	518 70	3 89%
LILLY ELI & CO COM								
Dividend Option Cash				Security Identifier LLY CUSIP 532457108				
Multiple 3, ^y	Total Covered 57 000	40 1930	2 290 98	51 0000	2 907 00	616 02	111 72	3 84%
LORILLARD INC COM								
Dividend Option Cash				Security Identifier LO CUSIP 544147101				
Multiple 3 ^y	Total Covered 159 000	39 5370	6,286 35	50 6800	8,058 12	1,771 77	349 80	4 34%
MCDONALDS CORP								
Dividend Option Cash				Security Identifier MCD CUSIP 580135101				
Multiple 3, ^y	Total Covered 79 000	90 4040	7,141 88	97 0300	7,665 37	523 49	255 96	3 31%
MERCK & CO INC NEW COM								
Dividend Option Cash				Security Identifier MRK CUSIP 589337105				
Multiple 3, ^y	Total Covered 286 000	39 1190	11 188 12	50 0500	14 314 30	3 126 18	503 36	3 51%
NATIONAL GRID PLC SPON ADR NEW								
Dividend Option Cash				Security Identifier NGG CUSIP 636274300				
Multiple 3, ^y	Total Covered 198 000	49 0050	9,703 04	65 3200	12 933 36	3,230 32	623 34	4 81%
PPL CORP COM								
Dividend Option Cash				Security Identifier PPL CUSIP 693517106				
Multiple 3, ^y	Total Covered 254 000	28 6680	7 281 73	30 0900	7,642 86	361 13	373 38	4 88%
PEPSICO INC COM								
Dividend Option Cash				Security Identifier PEP CUSIP 713448108				
Multiple 3, ^y	Total Covered 43 000	65 5590	2,819 02	82 9400	3,566 42	747 40	97 61	2 73%
PHILIP MORRIS INTL INC COM								
Dividend Option Cash				Security Identifier PM CUSIP 718172109				
Multiple 3 ^y	Total Covered 69 000	79 2300	5,466 85	87 1300	6,011 97	545 12	259 44	4 31%
PROCTER & GAMBLE CO COM								
Dividend Option Cash				Security Identifier PG CUSIP 742718109				
Multiple 3, ^y	Total Covered 48 000	64 5250	3 097 22	81 4100	3,907 68	810 46	115 48	2 95%

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Statement Period 12/01/2013 - 12/31/2013

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
REYNOLDS AMERN INC COM			Security Identifier RAI					
Dividend Option: Cash			CUSIP 761713106					
Multiple 3.Y	Total Covered 241 000	40 4930	9,758 80	49 9900	12 047 59	2 288 79	607 32	5 04%
ROYAL DUTCH SHELL PLC SPONSORED ADR			Security Identifier RDS B					
REPSTG B SHS ISIN#US7802591070			CUSIP 780259107					
Dividend Option: Cash								
Multiple 3.Y	Total Covered 172 000	69 7100	11,990 11	75 1100	12,918 92	928 81	619 20	4 79%
SOUTHERN CO COM			Security Identifier SO					
Dividend Option: Cash			CUSIP 842587107					
Multiple 3.Y	Total Covered 247 000	43 3380	10 704 37	41 1100	10,154 17	550 20	501 41	4 93%
TOTAL S A SPONSORED ADR			Security Identifier TOT					
Dividend Option: Cash			CUSIP 88151F109					
Multiple 3.Y	Total Covered 235 000	49 4210	11,613 86	61 2700	14,398 45	2 784 59	617 19	4 28%
UNILEVER PLC SPON ADR NEW			Security Identifier UL					
ISIN#US9047677045			CUSIP 904767704					
Dividend Option: Cash								
Multiple 3.Y	Total Covered 79 000	32 3600	2 556 41	41 2000	3,254 80	698 39	110 23	3 38%
VERIZON COMMUNICATIONS INC COM			Security Identifier VZ					
Dividend Option: Cash			CUSIP 92343V104					
Multiple 3.Y	Total Covered 267 000	36 5900	9,769 57	49 1400	13 120 38	3,350 81	566 04	4 31%
VODAFONE GROUP PLC SPON ADR NEW			Security Identifier VOD					
ISIN#US92857W2098			CUSIP 92857W209					
Dividend Option: Cash								

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2013-12-31

P E C O T

Account Number: ESM-012286
MACWILLIAMS FAMILY FOUNDATION

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MacWilliams Family Foundation
 EIN #91-1810520
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Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
VODAFONE GROUP PLC SPON ADR NEW (continued)								
Multiple 3.12 Y	Total Covered 362 000	27 2850	9,877 01	39 3100	14,230 22	4,353 21	575 40	4 04%
WILLIAMS COS INC COM								
Dividend Option Cash								
Security Identifier WMB								
CUSIP 969457100								
12/04/13	138 000	36 8800	5,089 45	38 5700	5,322 66	233 21	209 76	3 94%
Total Common Stocks			\$252,107 12		\$309,500 28	\$57,393 16	\$12,972 84	
Real Estate Investment Trusts								
HCP INC COM								
Dividend Option Cash								
Security Identifier HCP								
CUSIP 40414L109								
Multiple .3 Y	Total Noncovered 84 000	37 5570	3,154 80	36 3200	3,050 88	103 92	176 40	5 78%
12/24/12	Total Covered 3 000	44 8000	134 40	36 3200	108 96	-25 44	6 30	5 78%
Total	87 000		\$3,289 20		\$3,159 84	-\$129 36	\$182 70	
HEALTH CARE REIT INC COM								
Dividend Option Cash								
Security Identifier HCN								
CUSIP 42217K106								
Multiple .3 Y	Total Noncovered 77 000	49 6830	3,825 58	53 5700	4,124 89	299 31	235 52	5 71%
Multiple Y	Total Covered 25 000	62 1780	1,554 45	53 5700	1,339 25	-215 20	76 50	5 71%
Total	102 000		\$5,380 03		\$5,464 14	\$84 11	\$312 12	
REALTY INCOME CORP COM								
Dividend Option Cash								
Security Identifier O								
CUSIP 756109104								
07/08/13	95 000	42 7800	4,064 14	37 3300	3 546 35	517 79	207 67	5 85%
SENIOR HSG PPTYS TR SH BEN INT								
Dividend Option Cash								
Security Identifier SNH								
CUSIP 81721M109								
Multiple Y	Total Covered 195 000	25 1470	4,903 60	22 2300	4,334 85	568 75	304 20	7 01%
VENTAS INC COM								
Dividend Option Cash								
Security Identifier VTR								
CUSIP 92276F100								
09/17/13	51 000	63 4400	3,235 42	57 2800	2 921 28	314 14	147 90	5 06%
Total Real Estate Investment Trusts			\$20,872 39		\$19,426 46	-\$1,445 93	\$1,154 59	
Total Equities			\$272,979 51		\$328,926 74	\$55,947 23	\$14,127 43	
Total Portfolio Holdings								
			\$282,341 35		\$338,288 58	\$55,947 23	\$0 00	\$14,133 19





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MacWilliams Family Foundation
EIN #91-1810520
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Statement Period 12/01/2013 - 12/31/2013

FDIC Insured Bank Deposits (continued)

Date	Activity Type	Description	Amount	Balance
Sweep FDIC Insured Bank Deposits (continued)				
DEUTSCHE BANK INS DEPOSIT E (continued)				
12/16/13	Deposit	APY 0.06% DEPOSIT RBS Citizens Bank A/O 12/16 \$4741.48	8.16	4,741.48
12/17/13	Deposit	DEPOSIT	55.65	4,797.13
12/20/13	Deposit	DEPOSIT	3,234.23	8,031.36
12/27/13	Withdrawal	WITHDRAWAL	2,920.94	5,110.42
12/31/13	Closing Balance			\$5,110.42
Total FDIC Insured Bank Deposits				\$5,110.42

The FDIC Insured Bank Deposits are not securities and are not covered by the Securities Investor Protection Corporation (SIPC). The Bank Deposits at each bank are insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000 for each category of legal ownership including individual retirement accounts and certain other self-directed retirement accounts. Please review this in connection with other deposits you may have at each respective bank.

Portfolio Holdings

Opening Date	Quantity	Account Number	Activity Ending	Opening Balance	Closing Balance	Accrued Income	Income This Year	30-Day Yield	Current Yield
Cash, Money Funds, and Bank Deposits 3.00% of Portfolio									
Cash Balance				18.81	44.82				
FDIC Insured Bank Deposits									
DEUTSCHE BANK INS DEPOSIT E									
11/30/13	5,110.420	EMM003346	12/31/13	4,489.80	5,110.42	0.19	3.00	N/A	N/A
Total FDIC Insured Bank Deposits				\$4,489.80	\$5,110.42	\$0.19	\$3.00		
Total Cash, Money Funds, and Bank Deposits				\$4,508.61	\$5,155.24	\$0.19	\$3.00		



MacWilliams Family Foundation
 EIN #91-1810520
 Edwards-3346

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities 97.00% of Portfolio								
Common Stocks								
ENERGY XXI BERMUDA USD UNRESTRICTED SHS								
NEW ISIN#BMG100821401			Security Identifier EXXI		CUSIP G10082140			
Dividend Option Cash								
12/27/11	68 000	31 7050	2 156 04	27 0600	1,840 08	315 96	32 64	1 77%
CREDICORP LTD COM								
ISIN#BMG2519Y1084			Security Identifier BAP		CUSIP G2519Y108			
Dividend Option Cash								
07/25/13	22 000	116 3490	2 559 68	132 7300	2,920 06	360 38	57 20	1 95%
HERBALIFE LTD USD COM SHS								
ISIN#KYG4412G1010			Security Identifier HLF		CUSIP G4412G101			
Dividend Option Cash								
12/15/09	Total Noncovered	20 9570	880 19	78 7000	3,305 40	2,425 21	50 40	1 52%
	42 000							
06/12/12	Total Covered	45 2500	276 25	78 7000	393 50	167 25	6 00	1 52%
	5 000							
Total	47 000		\$1,106 44		\$3,698 90	\$2,592 46	\$56 40	
SIGNET JEWELERS LIMITED								
SHS ISIN#BMG812761002			Security Identifier SIG		CUSIP G81276100			
Dividend Option Cash								
10/01/09	47 000	26 8090	1 260 01	78 7000	3 698 90	2,438 89	28 20	0 76%
VALIDUS HLDGS LTD COM SHS								
ISIN#BMG8319H1025			Security Identifier VR		CUSIP G8319H102			
Dividend Option Cash								
07/16/12	66 000	32 9000	2,171 39	40 2900	2,659 14	487 75	79 20	2 97%
ALLIED WORLD ASSURANCE COMPANY								
HOLDINGS AG SHS			Security Identifier AWH		CUSIP H01531104			
Dividend Option Cash								
10/01/09	26 000	47 8900	1 245 14	112 8100	2,933 06	1,687 92	52 00	1 77%
CHECK POINT SOFTWARE TECHNOLOGIES LTD SHS								
ISIN#IL0010824113			Security Identifier CHKP		CUSIP M22465104			
Dividend Option Cash								
10/01/09	37 000	28 1900	1,043 03	64 5200	2,387 24	1,344 21		
AERCAP HOLDING N V SHS								
Dividend Option Cash			Security Identifier AER		CUSIP N00985106			
04/27/10	Total Noncovered	13 8540	1,814 86	38 3500	5,023 85	3,208 99		
	131 000							
05/23/12	Total Covered	11 2600	563 00	38 3500	1,917 50	1,354 50		
	50 000							
Total	181 000		\$2,377 86		\$6,941 35	\$4,563 49	\$0 00	

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Account Number EMM-003346

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MacWilliams Family Foundation
EIN #91-1810520
Edwards-3346

Statement Period: 12/01/2013 - 12/31/2013

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
CONSTELLUM NV CL A			Security Identifier CSTM					
ISIN#NL0010489522			CUSIP N22035104					
Dividend Option Cash								
12/23/13	133 000	22 4700	2,988 50	23 2700	3,094 91	106 41		
COPA HOLDING S A CL A COM			Security Identifier CPA					
ISIN#PAP310761054			CUSIP P31076105					
Dividend Option Cash								
09/13/12	27 000	83 0500	2,242 35	160 1100	4,322 97	2,080 62	78 84	1 82%
AVAGO TECHNOLOGIES LTD SHS			Security Identifier AVGO					
Dividend Option Cash			CUSIP Y04865104					
05/23/12	70 000	33 4400	2,340 79	52 8900	3,702 30	1 361 51	70 00	1 89%
ADVANCED SEMICONDUCTOR ENGR INC SPONSORED ADR			Security Identifier ASX					
Dividend Option Cash			CUSIP 00756M404					
12/17/13	635 000	4 7900	3,041 59	4 8000	3,048 00	6 41	76 53	2 51%
AGRIUM INC COM			Security Identifier AGU					
ISIN CA0089161081			CUSIP 008916108					
Dividend Option Cash								
06/12/12	23 000	82 3600	1,894 27	91 4800	2,104 04	209 77	69 00	3 27%
ALLIANZ SE SPONS ADR REPSTG 1/10 SHS			Security Identifier AZSEY					
Dividend Option Cash			CUSIP 018805101					
11/05/12	184 000	12 2700	2,257 68	17 9620	3 305 01	1,047 33	80 10	2 42%
ANHEUSER BUSCH INBEV SA NV SPONSORED ADR			Security Identifier BUD					
ISIN#US03524A1088			CUSIP 03524A108					
Dividend Option Cash								
06/12/12	31 000	66 7820	2,132 23	106 4600	3,300 26	1,168 03	77 62	2 35%
ASTRAZENECA PLC SPONSORED ADR			Security Identifier AZN					
Dividend Option Cash			CUSIP 046353108					
10/01/09	47 000	44 0890	2,072 18	59 3700	2,790 39	718 21	131 60	4 71%

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12/31/13

Account Number: EMM-003346
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2013 ANNUAL REPORT COMMUNICATION
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Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
BAE SYS PLC SPONSORED ADR			Security Identifier BAESY					
ISIN#US05523R1077			CUSIP 05523R107					
Dividend Option: Cash								
10/01/09 *13	Total Noncovered 96 000	21 3700	2 051 52	28 8190	2,766 62	715 10	114 82	4 15%
Multiple Y	Total Covered 30 000	17 1830	515 50	28 8190	864 57	349 07	35 88	4 15%
Total	126 000		\$2,567 02		\$3,631 19	\$1,064 17	\$150 70	
BT GROUP PLC ADR			Security Identifier BT					
Dividend Option: Cash			CUSIP 05577E101					
11/05/12	62 000	36 2060	2,244 77	63 1300	3,914 06	1,669 29	93 95	2 40%
BANK OF MONTREAL			Security Identifier BMO					
Dividend Option: Cash			CUSIP 063671101					
09/04/12	38 000	57 8690	2,199 01	66 6600	2,533 08	334 07	108 60	4 28%
BRIDGESTONE CORP ADR			Security Identifier BRDCY					
Dividend Option: Cash			CUSIP 108441205					
10/31/13	167 000	17 1500	2,864 05	18 9330	3 161 81	297 76	30 25	0 95%
CNOOC LTD SPONSORED ADR			Security Identifier CEO					
ISIN#US1261321095			CUSIP 126132109					
Dividend Option: Cash								
10/01/09 *13	11 000	131 9500	1,451 45	187 6600	2,064 26	612 81	72 76	3 52%
CANADIAN NATL RY CO COM			Security Identifier CNI					
ISIN#CA1363751027			CUSIP 136375102					
Dividend Option: Cash								
07/20/11 3.12	44 000	38 9460	1,713 62	57 0200	2 508 88	795 26	35 60	1 41%
CAP GEMINI SA ADR ISIN#US1390981074			Security Identifier CGEMY					
Dividend Option: Cash			CUSIP 139098107					
12/16/13	90 000	31 7530	2 857 80	33 8490	3,046 41	188 61	45 37	1 48%
CHINA MOBILE LTD SPON ADR S A			Security Identifier CHL					
ISIN#US16941M099			CUSIP 16941M109					
Dividend Option: Cash								
10/01/09 *13	43 000	48 0590	2 066 55	52 2900	2 248 47	181 92	86 66	3 85%
CHINA PETE & CHEM CORP SPONSORED ADR			Security Identifier SNP					
REPSTG H SHS			CUSIP 16941R108					
Dividend Option: Cash								
11/29/10 *13	27 000	73 2360	1,977 38	82 1700	2 218 59	241 21	88 17	3 97%





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MacWilliams Family Foundation
EIN #91-1810520
Edwards-3346

Statement Period 12/01/2013 - 12/31/2013

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
GAZPROM O A O SPON ADR REG S			Security Identifier OGZPY					
RESTRICTION LIFTED ISIN#US3682872078			CUSIP 368287207					
Dividend Option Cash								
Multiple 3.Y	Total Covered 233 000	14 0610	3 276 13	8 4450	1 967 69	-1,308 44	66 73	3 39%
GRAN TIERRA ENERGY INC COM			Security Identifier GTE					
ISIN#US3850011016			CUSIP 385001101					
Dividend Option Cash								
10/31/13	378 000	7 5680	2,860 70	7 3100	2,763 18	97 52		
HSBC HLDGS PLC SPONS ADR NEW			Security Identifier HSBC					
Dividend Option Cash			CUSIP 404280406					
07/16/12	50 000	43 6400	2,182 00	55 1300	2 756 50	574 50	120 00	4 35%
ING GROEP N V ADR			Security Identifier ING					
Dividend Option Cash			CUSIP 456837103					
10/03/13	233 000	11 8200	2,754 04	14 0100	3 264 33	510 29		
JGC CORP ADR			Security Identifier JGCCY					
ISIN#US4661401004			CUSIP 466140100					
Dividend Option Cash								
08/05/13	36 000	74 2180	2,671 85	78 4930	2,825 75	153 90	28 74	1 01%
KINGFISHER PLC SPONSORED ADR			Security Identifier KGFHY					
ISIN#US4957244035			CUSIP 495724403					
Dividend Option Cash								
Multiple 3.Y	Total Covered 227 000	8 6740	1 968 89	12 7430	2,892 66	923 77	60 99	2 10%
LENOVO GROUP LTD SPONS ADR			Security Identifier LNVGY					
Dividend Option Cash			CUSIP 526250105					
08/30/13	133 000	19 3400	2,572 22	24 3240	3 235 09	662 87	63 27	1 95%
NETEASE INC SPONSORED ADR			Security Identifier NTES					
ISIN#US64110W1027			CUSIP 64110W102					
Dividend Option Cash								
06/21/12	35 000	62 1260	2,174 41	78 6000	2,751 00	576 59		

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SECURITIES
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MacWilliams Family Foundation
 EIN #91-1810520
 Edwards-3346

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
NIPPON TELEG & TELEPHONE CORP			Security Identifier NTT					
SPONSORED ADR			CUSIP 654624105					
Dividend Option Cash								
10/01/09 '13	Total Noncovered 90 000	22 8900	2,060 10	27 0400	2,433 60	373 50	65 70	2 69%
05/23/12	Total Covered 10 000	21 4400	214 40	27 0400	270 40	56 00	7 30	2 69%
Total	100 000		\$2,274 50		\$2,704 00	\$429 50	\$73 00	
LUKOIL CO SPOND ADR SHS			Security Identifier LUKOY					
ISIN#US6778621044			CUSIP 677862104					
Dividend Option Cash								
02/22/12 3	39 000	60 0490	2,341 93	62 0720	2 420 81	78 88	142 57	5 88%
PT BK MANDIRI PERSERO TBK ADR			Security Identifier PPERY					
ISIN#US69367U1051			CUSIP 69367U105					
Dividend Option Cash								
04/02/13	238 000	10 2800	2,446 64	6 4500	1 535 10	-911 54	35 17	2 29%
ROCHE HLDGS LTD SPONSORED ADR			Security Identifier RHHBY					
ISIN#US7711951043			CUSIP 771195104					
Dividend Option Cash								
09/17/13	43 000	63 3850	2,725 54	70 0510	3,012 19	286 65	69 85	2 31%
ROLLS ROYCE HLDGS PLC SPONS ADR			Security Identifier RYCEY					
ISIN US7757812067			CUSIP 775781206					
Dividend Option Cash								
04/17/13	28 000	86 2300	2,414 44	105 5870	2,956 44	542 00		
ROYAL DUTCH SHELL PLC SPONSORED ADR			Security Identifier RDS A					
RESPTG A SHS			CUSIP 780259206					
Dividend Option Cash								
08/19/11 3	35 000	62 2530	2,178 86	71 2700	2 494 45	315 59	107 10	4 29%
SK TELECOM LTD SPONSORED ADR			Security Identifier SKM					
ISIN#US78440P1084			CUSIP 78440P108					
Dividend Option Cash								
12/18/12	143 000	16 3900	2 343 76	24 6200	3,520 66	1,176 90	8 22	0 23%
SAFRAN S A ADR			Security Identifier SAFRY					
ISIN#US7865841024			CUSIP 786584102					
Dividend Option Cash								
04/17/13	212 000	11 0820	2,349 40	17 4000	3,688 80	1,339 40	78 19	2 11%
SBERBANK RUSSIA SPONS ADR			Security Identifier SBRCY					
ISIN#US80585Y3080			CUSIP 80585Y308					
Dividend Option Cash								





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Statement Period 12/01/2013 - 12/31/2013

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
SBERBANK RUSSIA SPONS ADR (continued)								
04/02/13	192 000	12 6700	2,432 64	12 3150	2 364 48	-68 16	46 69	1 97%
STATOIL ASA SPONSORED ADR								
ISIN#US85771P1021 Security Identifier STO								
Dividend Option Cash CUSIP 85771P102								
10/01/09 - 13	94 000	21 9100	2,059 54	24 1300	2,268 22	208 68	80 72	3 55%
SUNCOR ENERGY INC NEW COM								
ISIN#CA8672241079 Security Identifier SU								
Dividend Option Cash CUSIP 867224107								
05/23/13	82 000	31 1500	2,554 28	35 0500	2,874 10	319 82	61 76	2 14%
SWATCH GROUP AG ADR								
ISIN#US8701231065 Security Identifier SWGAY								
Dividend Option Cash CUSIP 870123106								
03/14/13	84 000	29 4900	2,477 16	33 1420	2,783 93	306 77	17 50	0 62%
TAIWAN SEMICONDUCTOR MFG CO SPONSORED								
ADR ISIN#US8740391003 Security Identifier TSM								
Dividend Option Cash CUSIP 874039100								
06/21/12	154 000	13 7300	2 114 40	17 4400	2,685 76	571 36	61 73	2 29%
TATA MTRS LTD SPON ADR								
Dividend Option Cash Security Identifier TTM								
12/11/12 CUSIP 876568502								
	88 000	25 3680	2,232 38	30 8000	2 710 40	478 02	11 74	0 43%
TELEFONICA BRASIL SA SPONSORED ADR								
ISIN#US87936R1068 Security Identifier VIV								
Dividend Option Cash CUSIP 87936R106								
12/27/10 - 13	79 000	20 4880	1,618 58	19 2200	1,518 38	100 20	128 55	8 46%
UNITED OVERSEAS BK LTD SPON ADR								
Dividend Option Cash Security Identifier UOVEY								
09/13/12 CUSIP 911271302								
	71 000	31 7400	2,253 54	33 6450	2 388 80	135 26	67 36	2 81%
VALEO SPON ADR								
Dividend Option Cash Security Identifier VLEEY								
CUSIP 919134704								

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03/03/2014

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MacWilliams Family Foundation
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Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
VALEO SPON ADR (continued)								
11/26/10 -13	Total Noncovered	28 7310	1,695 11	55 4140	3,269 43	1 574 32	47 48	1 45%
	59 000							
Multiple *	Total Covered	21 4000	428 00	55 4140	1,108 28	680 28	16 10	1 45%
	20 000							
	79.000		\$2,123 11		\$4,377 71	\$2,254 60	\$63 58	
VOLKSWAGEN A G ADR (SPONS)								
Dividend Option Cash								
12/27/10 -13	67 000	27 9410	1 872 07	54 2630	3 635 62	1 763 55	44 87	1 23%
WM MORRISON SUPERMARKETS PLC ADR								
ISIN#US9293311079								
Dividend Option Cash								
06/28/13	123 000	19 9300	2,451 39	21 6140	2 658 52	207 13	107 91	4 05%
WUXI PHARMATECH CAYMAN INC SPONS ADF								
ORD SHS ISIN#US9293521020								
Dividend Option Cash								
11/06/12	132 000	15 0090	1,981 14	38 3800	5,066 16	3,085 02		
Total Common Stocks			\$118,536 37		\$158,194 09	\$39,657 72	\$3,147 63	
Total Equities			\$118,536 37		\$158,194 09	\$39,657 72	\$3,147 63	
Total Portfolio Holdings			\$123,691 61		\$163,349 33	\$39,657 72	\$0 00	\$3,150 63

* Noncovered under the cost basis rules as defined below

Securities acquired before 2011 are generally not subject to the new cost basis reporting rules set forth in the Internal Revenue Code of 1986, as amended ("IRC") (incorporating amendments enacted by P L 110-343, the Emergency Economic Stabilization Act of 2008) and are, therefore, considered "noncovered," under the new cost basis reporting rules, and marked or denoted as such. All other securities in this section are securities which are "covered" under the new cost basis reporting rules. Securities which are covered under the new cost basis reporting rules are defined as securities which have been acquired on or after their "applicable date(s)" at which they are subject to the cost basis reporting rules and the adjusted basis will be reported to the IRS on form 1099 B for the applicable tax year in which the security is disposed.

Reporting requirements generally will be phased in over a three year period, as follows:

- Stock in a corporation acquired on or after January 1, 2011
- Mutual funds and dividend reinvestment plan (DRP) shares acquired on or after January 1, 2012
- Other securities, principally debt securities and options, acquired on or after January 1, 2013, or later as determined by the Secretary of the Treasury

³ Either all or a portion of the cost basis of this security has been provided to us by you or your introducing firm and Pershing makes no representation as to the accuracy of this information.

¹² Pershing has received updated cost basis information for either all or some of the shares for this security, therefore cost basis provided on previous client brokerage statements may differ from the new cost basis reported in this section.





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MacWilliams Family Foundation
EIN #91-1810520
Edwards-3379

Statement Period 12/01/2013 - 12/31/2013

FDIC Insured Bank Deposits (continued)

Date	Activity Type	Description	Amount	Balance
Sweep FDIC Insured Bank Deposits (continued)				
DEUTSCHE BANK INS DEPOSIT E (continued)				
12/16/13		APY 0.06% RBS Citizens Bank A/O 12/16 \$7357.65		7,357.65
12/17/13	Deposit	DEPOSIT	34.50	7,392.15
12/18/13	Deposit	DEPOSIT	46.20	7,438.35
12/19/13	Deposit	DEPOSIT	48.75	7,487.10
12/20/13	Deposit	DEPOSIT	35.00	7,522.10
12/23/13	Deposit	DEPOSIT	161.25	7,683.35
12/27/13	Deposit	DEPOSIT	58.14	7,741.49
12/30/13	Deposit	DEPOSIT	21.75	7,763.24
12/31/13	Closing Balance			\$7,763.24
Total FDIC Insured Bank Deposits				\$7,763.24

The FDIC Insured Bank Deposits are not securities and are not covered by the Securities Investor Protection Corporation (SIPC). The Bank Deposits at each bank are insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000 for each category of legal ownership including individual retirement accounts and certain other self-directed retirement accounts. Please review this in connection with other deposits you may have at each respective bank.

Portfolio Holdings

Opening Date	Quantity	Account Number	Activity Ending	Opening Balance	Closing Balance	Accrued Income	Income This Year	30-Day Yield	Current Yield
Cash, Money Funds, and Bank Deposits 2.00% of Portfolio									
Cash Balance				21.50	76.00				
FDIC Insured Bank Deposits									
DEUTSCHE BANK INS DEPOSIT E									
11/30/13	7,763.240	EMM003379	12/31/13	6,925.60	7,763.24	0.23	3.24	N/A	N/A
Total FDIC Insured Bank Deposits				\$6,925.60	\$7,763.24	\$0.23	\$3.24		
Total Cash, Money Funds, and Bank Deposits				\$6,947.10	\$7,789.24	\$0.23	\$3.24		

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Account Number EMM-003379
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MacWilliams Family Foundation
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Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities 98.00% of Portfolio								
Common Stocks								
ENSCO PLC SHS CL A			Security Identifier: ESV					
ISIN#GB00B4VLR192			CUSIP: G31575106					
Dividend Option: Cash								
Multiple Y	Total Covered 215 000	50 6670	10,893 39	57 1800	12 293 70	1 400 31	483 75	3 93%
ASML HLDG N V N Y REGISTRY SHS NEW 2012			Security Identifier: ASML					
Dividend Option: Cash			CUSIP: N07059210					
Multiple Y	Total Covered 100 000	47 6690	4,766 85	93 7000	9 370 00	4 603 15	58 67	0 62%
LYONDELLBASELL INDUSTRIES N V ORD SHS CL A			Security Identifier: LYB					
Dividend Option: Cash			CUSIP: N53745100					
Multiple 3 Y	Total Covered 125 000	38 6900	4,836 21	80 2800	10,035 00	5,198 79	300 00	2 98%
AFFILIATED MANAGERS GROUP INC COM			Security Identifier: AMG					
Dividend Option: Cash			CUSIP: 008252108					
07/02/10 - 13	38 000	60 3080	2 291 69	216 8800	8,241 44	5,949 75		
APPLE INC COM			Security Identifier: AAPL					
Dividend Option: Cash			CUSIP: 037833100					
Multiple Y	Total Covered 17 000	447 6010	7,609 22	561 0200	9,537 34	1,928 12	207 40	2 17%
AUTODESK INC COM			Security Identifier: ADSK					
Dividend Option: Cash			CUSIP: 052769106					
Multiple 3 Y	Total Covered 235 000	33 2880	7 822 79	50 3190	11,824 97	4,002 18		
BORGWARNER INC COM			Security Identifier: BWA					
Dividend Option: Cash			CUSIP: 099724106					
Multiple 3,12 Y	Total Covered 290 000	38 7950	11,250 54	55 9100	16,213 90	4,963 36	145 00	0 89%
CIT GROUP INC NEW COM NEW			Security Identifier: CIT					
Dividend Option: Cash			CUSIP: 125581801					
Multiple Y	Total Covered 215 000	43 2260	9 293 49	52 1300	11,207 95	1,914 46	86 00	0 76%
CVS CAREMARK CORP			Security Identifier: CVS					
Dividend Option: Cash			CUSIP: 126650100					
Multiple 3 Y	Total Covered 195 000	39 2640	7,656 42	71 5700	13 956 15	6,299 73	175 50	1 25%





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Statement Period 12/01/2013 - 12/31/2013

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
CHEVRON CORP NEW COM			Security Identifier: CVX					
Dividend Option Cash			CUSIP 166764100					
Multiple 3 Y	Total Covered	105 9980	7,949 84	124 9100	9,368 25	1,418 41	300 00	3 20%
	75 000							
CITIGROUP INC COM NEW			Security Identifier: C					
ISIN#US1729674242			CUSIP 172967424					
Dividend Option Cash								
Multiple Y	Total Covered	34 9770	8,919 03	52 1100	13 288 05	4 369 02	10 20	0 07%
	255 000							
DANAHER CORP COM			Security Identifier: DHR					
Dividend Option Cash			CUSIP 235851102					
09/17/10 3 Y	Total Noncovered	40 4180	3 435 53	77 2000	6,562 00	3 126 47	8 50	0 12%
	85 000							
09/09/11 3	Total Covered	43 5180	3,481 44	77 2000	6,176 00	2,694 56	8 00	0 12%
	80 000							
Total	165 000		\$6,916 97		\$12,738 00	\$5,821 03	\$16 50	
DIRECTV COM			Security Identifier: DTV					
Dividend Option Cash			CUSIP 25490A309					
05/29/12	140 000	46 3130	6,483 78	69 0600	9,668 40	3 184 62		
EBAY INC COM			Security Identifier: EBAY					
Dividend Option Cash			CUSIP 278642103					
10/18/13	170 000	50 5170	8,587 86	54 8650	9 327 05	739 19		
FEDEX CORP COM			Security Identifier: FDX					
Dividend Option Cash			CUSIP 31428X106					
07/02/10 3 Y	Total Noncovered	71 4590	2,215 23	143 7700	4,456 87	2 241 64	18 60	0 41%
	31 000							
03/22/13	Total Covered	98 6770	3,947 07	143 7700	5 750 80	1 803 73	24 00	0 41%
	40 000							
Total	71 000		\$6,162 30		\$10,207 67	\$4,045 37	\$42 60	
FLOWSERVE CORP COM			Security Identifier: FLS					
Dividend Option Cash			CUSIP 34354P105					

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Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
FLOWERVE CORP COM (continued)								
03/09/12 3	162 000	39 1740	6 346 22	78 8300	12,770 46	6,424 24	90 72	0 71%
GOOGLE INC CL A								
Security Identifier GOOG								
CUSIP 38259P508								
Dividend Option: Cash								
Multiple *.13.Y	Total Noncovered	489 6690	4,407 02	1 120 7100	10,086 39	5,679 37		
	9 000							
06/22/12	Total Covered	570 9500	1 141 90	1,120 7100	2,241 42	1,099 52		
	2 000							
Total	11 000		\$5,548 92		\$12,327 81	\$6,778 89	\$0 00	
HALLIBURTON CO COM								
Security Identifier HAL								
CUSIP 406216101								
Dividend Option: Cash								
02/15/13	145 000	42 6900	6 190 04	50 7500	7,358 75	1 168 71	87 00	1 18%
INTERCONTINENTAL EXCHANGE GROUP INC COM								
Security Identifier ICE								
CUSIP 45866F104								
Dividend Option: Cash								
Multiple *.Y	Total Noncovered	93 0670	3 722 68	224 9200	8,996 80	5 274 12	104 00	1 15%
	40 000							
INTUIT INCORPORATED COM								
Security Identifier INTU								
CUSIP 461202103								
Dividend Option: Cash								
10/11/11 3	115 000	51 0040	5,865 50	76 3200	8 776 80	2,911 30	87 40	0 99%
LABORATORY CORP AMER HLDGS COM NEW								
Security Identifier LH								
CUSIP 50540R409								
Dividend Option: Cash								
06/27/08 * 3	Total Noncovered	69 5160	1,737 89	91 3700	2,784 25	546 36		
	25 000							
03/23/12 3	Total Covered	89 3280	3,573 13	91 3700	3 654 80	81 67		
	40 000							
Total	65 000		\$5,311 02		\$5,939 05	\$628.03	\$0 00	
MONSANTO CO NEW COM								
Security Identifier. MON								
CUSIP 61166W101								
Dividend Option: Cash								
Multiple 7	Total Covered	91 2990	9,129 85	116 5500	11,655 00	2,525 15	172 00	1 47%
	100 000							
NETAPP INC COM								
Security Identifier NTAP								
CUSIP 64110D104								
Dividend Option: Cash								
05/31/13	170 000	38 0300	6,465 05	41 1400	6,993 80	528 75	102 00	1 45%
NORDSTROM INC								
Security Identifier JWN								
CUSIP 655664100								
Dividend Option: Cash								
Multiple *.13 Y	Total Noncovered	38 2920	4,403 60	61 8000	7,107 00	2 703 40	138 00	1 94%
	115 000							



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Statement Period 12/01/2013 - 12/31/2013

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
PFIZER INC COM								
Security Identifier PFE CUSIP 717081103								
Dividend Option Cash								
Multiple 3.Y	Total Noncovered	17 5670	5,199 80	30 6300	9,066 48	3,866 68	307 84	3 39%
	296 000							
03/23/12 3	Total Covered	21 8150	2,945 03	30 6300	4 135 05	1,190 02	140 40	3 39%
	135 000							
Total	431 000		\$8,144 83		\$13,201 53	\$5,056 70	\$448 24	
PHILIP MORRIS INTL INC COM								
Security Identifier PM CUSIP 718172109								
Dividend Option Cash								
12/09/09 3	Total Noncovered	49 3040	986 08	87 1300	1,742 60	756 52	75 20	4 31%
	20 000							
Multiple 3.Y	Total Covered	74 0620	6,665 61	87 1300	7,841 70	1,176 09	338 40	4 31%
	90 000							
Total	110 000		\$7,651 69		\$9,584 30	\$1,932 61	\$413 60	
QUALCOMM INC								
Security Identifier QCOM CUSIP 747525103								
Dividend Option Cash								
01/29/10 3	Total Noncovered	40 4500	1,820 25	74 2500	3 341 25	1 521 00	63 00	1 88%
	45 000							
12/14/12	Total Covered	59 6700	3,281 84	74 2500	4 083 75	801 91	77 00	1 88%
	55 000							
Total	100 000		\$5,102 09		\$7,425 00	\$2,322 91	\$140 00	
QUANTA SVCS INC COM								
Security Identifier PWR CUSIP 74762E102								
Dividend Option Cash								
04/19/13	330 000	26 9900	8 906 70	31 5600	10,414 80	1,508 10		
RESMED INC COM								
Security Identifier RMD CUSIP 761152107								
Dividend Option Cash								
04/08/13	195 000	46 6560	9,097 96	47 0800	9,180 60	82 64	195 00	2 12%
SANDISK CORP								
Security Identifier SNDK CUSIP 80004C101								
Dividend Option Cash								
04/27/12 3	120 000	37 9930	4,559 20	70 5400	8,464 80	3 905 60	108 00	1 27%

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MacWilliams Family Foundation
 EIN #91-1810520
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Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
SUNCOR ENERGY INC NEW COM			Security Identifier SU					
ISIN#CA8672241079			CUSIP 867224107					
Dividend Option Cash								
Multiple 1	Total Covered 365 000	33 7920	12,334 22	35 0500	12,793 25	459 03	274 94	2 14%
UNITED TECHNOLOGIES CORP COM			Security Identifier UTX					
Dividend Option Cash			CUSIP 913017109					
Multiple 3.1	Total Covered 130 000	78 6680	10,226 88	113 8000	14 794 00	4,567 12	306 80	2 07%
UNITEDHEALTH GROUP INC COM			Security Identifier UNH					
Dividend Option Cash			CUSIP 91324P102					
Multiple 1	Total Covered 165 000	56 7860	9 369 77	75 3000	12,424 50	3,054 73	184 80	1 48%
WELLS FARGO & CO NEW COM			Security Identifier WFC					
Dividend Option Cash			CUSIP 949746101					
12/18/09 1.3	Total Noncovered 50 000	26 5870	1,329 35	45 4000	2,270 00	940 65	60 00	2 64%
Multiple 3.1	Total Covered 200 000	31 5400	6,307 94	45 4000	9,080 00	2,772 06	240 00	2 64%
Total	250 000		\$7,637.29		\$11,350 00	\$3,712 71	\$300 00	
ZOETIS INC CL A			Security Identifier ZTS					
Dividend Option Cash			CUSIP 98978V103					
01/26/10 1	Total Noncovered 58 000	18 9470	1 098 90	32 6900	1,896 02	797 12	16 70	0 88%
07/12/13	Total Covered 20 000	31 2380	624 75	32 6900	653 80	29 05	5 76	0 88%
Total	78 000		\$1,723.65		\$2,549 82	\$826 17	\$22.46	
Total Common Stocks			\$249,177 54		\$361,385 94	\$112,208 40	\$5,000 58	
Total Equities			\$249,177 54		\$361,385 94	\$112,208 40	\$5,000 58	
			Cost Basis	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income	
Total Portfolio Holdings			\$256,966 78	\$369,175 18	\$112,208 40	\$0 00	\$5,003 82	

* Noncovered under the cost basis rules as defined below
 Securities acquired before 2011 are generally not subject to the new cost basis reporting rules set forth in the Internal Revenue Code of 1986 as amended ("IRC") (incorporating amendments enacted by P.L. 110-343, the Emergency Economic Stabilization Act of 2008) and are, therefore, considered "noncovered" under the new cost basis reporting rules and marked or denoted as such. All other securities in this section are securities which are "covered" under the new cost basis reporting rules. Securities which are "covered" under the new cost basis reporting rules are defined as securities which have been acquired on or after their "applicable date(s)" at which they are subject to the cost basis reporting rules and the adjusted basis will be reported to the IRS on form 1099-B for the applicable tax year in which the security is





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MacWilliams Family Foundation
EIN #91-1810520
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Statement Period 12/01/2013 - 12/31/2013

FDIC Insured Bank Deposits (continued)

Date	Activity Type	Description	Amount	Balance
Sweep FDIC Insured Bank Deposits (continued)				
DEUTSCHE BANK INS DEPOSIT E (continued)				
12/17/13	Withdrawal	A/O 12/16 \$7450.97 WITHDRAWAL	-176.18	7,274.79
12/23/13	Deposit	DEPOSIT	106.62	7,381.41
12/24/13	Deposit	DEPOSIT	18.17	7,399.58
12/26/13	Deposit	DEPOSIT	59.24	7,458.82
12/31/13	Closing Balance			\$7,458.82

Total FDIC Insured Bank Deposits

\$7,458.82

The FDIC Insured Bank Deposits are not securities and are not covered by the Securities Investor Protection Corporation (SIPC). The Bank Deposits at each bank are insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000 for each category of legal ownership including individual retirement accounts and certain other self-directed retirement accounts. Please review this in connection with other deposits you may have at each respective bank.

Portfolio Holdings

Opening Date	Quantity	Account Number	Activity Ending	Opening Balance	Closing Balance	Accrued Income	Income This Year	30-Day Yield	Current Yield
Cash, Money Funds, and Bank Deposits 6.00% of Portfolio									
Cash Balance				0.00	31.30				
FDIC Insured Bank Deposits									
DEUTSCHE BANK INS DEPOSIT E									
11/30/13	7,458.820	EMM003361	12/31/13	6,965.48	7,458.82	0.22	4.81	N/A	N/A
Total FDIC Insured Bank Deposits				\$6,965.48	\$7,458.82	\$0.22	\$4.81		
Total Cash, Money Funds, and Bank Deposits				\$6,965.48	\$7,490.12	\$0.22	\$4.81		

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12/31/13

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MacWilliams Family Foundation
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Statement Period: 12/01/2013 - 12/31/2013

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
BANCO SANTANDER BRASIL SA ADS REPSTG			Security Identifier BSBR					
1 UNIT			CUSIP 05967A107					
Dividend Option Cash								
Multiple 1	Total Covered 214 000	7 1000	1,519 37	6 1000	1,305 40	213 97	43 07	3 30%
BARRICK GOLD CORP COM			Security Identifier ABX					
ISIN#CA0679011084			CUSIP 067901108					
Dividend Option Cash								
Multiple 3 1	Total Covered 139 000	35 3670	4,916 02	17 6300	2,450 57	2,465 45	27 80	1 13%
CAMECO CORP COM ISIN#CA13321L1085			Security Identifier CCI					
Dividend Option Cash			CUSIP 13321L108					
Multiple 3 1	Total Covered 128 000	22 8450	2,924 17	20 7700	2 658 56	-265 61	47 95	1 80%
CARREFOUR SA SPONSORED ADR			Security Identifier CRRFY					
ISIN#US1444302046			CUSIP 144430204					
Dividend Option Cash								
Multiple 1.3 1	Total Covered 404 000	4 1570	1,679 25	7 8650	3,177 46	1,498 21	45 85	1 44%
Your lot has been adjusted due to a wash sale for more than one year								
CATLIN GROUP LTD SPON ADR REPSTG 2			Security Identifier CNGRY					
COM SHS			CUSIP 149188104					
Dividend Option Cash								
Multiple 1	Total Covered 109 000	15 2370	1 660 85	19 2290	2,095 96	435 11	96 61	4 60%
ELECTROBRAS CENTRAIS ELECTRICIAS ADR			Security Identifier EBR					
ISIN#US15234Q2075			CUSIP 15234Q207					
Dividend Option Cash								
Multiple 3 1	Total Covered 330 000	8 6820	2,865 05	2 5900	854 70	2,010 35		

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Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
DAI NIPPON PRGT LTD JAPAN SPON ADR			Security Identifier DNPLY					
ISIN#US2338063066			CUSIP 233806306					
Dividend Option Cash								
01/24/11 3	255 000	13 9000	3 544 50	10 6180	2,707 59	836 91	64 28	2 37%
DAIICHI SANKYO CO LTD SPON ADR LEVEL 1			Security Identifier DSNKY					
ISIN#US23381D1028			CUSIP 23381D102					
Dividend Option Cash								
Multiple 3.Y	Total Covered 62 000	18 8830	1,170 74	18 2960	1 134 35	36 39	31 48	2 77%
ELECTRICITE DE FRANCE ADR			Security Identifier ECIFY					
Dividend Option Cash			CUSIP 285039103					
Multiple 3.Y	Total Covered 273 000	5 4300	1,482 38	7 0190	1,916 19	433 81	64 36	3 35%
ERICSSON L M TEL CO ADR CL B SEK 10 NEW			Security Identifier ERIC					
EXCH FOR ADR CL B SEK NEW			CUSIP 294821608					
Dividend Option Cash								
Multiple 3.Y	Total Covered 193 000	10 1600	1,960 79	12 2400	2 362 32	401 53	56 76	2 40%
FINMECCANICA SPA ADR			Security Identifier FINMY					
Dividend Option Cash			CUSIP 318027208					
Multiple 3.Y	Total Covered 306 000	2 3690	724 84	3 7930	1 160 66	435 82	58 78	5 06%
FUJIFILM HLDGS CORP ADR 2 ORD			Security Identifier FUJIY					
ISIN#US35958N1072			CUSIP 35958N107					
Dividend Option Cash								
01/24/11 3	64 000	36 9500	2 364 80	28 3620	1,815 17	549 63	18 14	0 99%
GAZPROM O A O SPON ADR REG S			Security Identifier OGZPY					
RESTRICTION LIFTED ISIN#US3682872078			CUSIP 368287207					
Dividend Option Cash								
Multiple 3.Y	Total Covered 208 000	10 7560	2,237 16	8 4450	1 756 56	480 60	59 57	3 39%
GLAXOSMITHKLINE PLC SPONS ADR			Security Identifier GSK					
Dividend Option Cash			CUSIP 37733W105					
Multiple 3.Y	Total Noncovered 31 000	52 5290	1,628 39	53 3900	1,655 09	26 70	74 68	4 51%
02/07/11 3	Total Covered 14 000	38 9300	545 02	53 3900	747 46	202 44	33 72	4 51%
Total	45 000		\$2,173 41		\$2,402 55	\$229 14	\$108 40	





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INVESTMENTS for GENERATIONS
One North Brentwood Blvd Suite 800
Saint Louis MO 63105 314 725-1500

MacWilliams Family Foundation
EIN #91-1810520
Edwards-3361

Statement Period 12/01/2013 - 12/31/2013

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
HOME RETAIL GROUP PLC SPONSORED ADR			Security Identifier HMRTY					
ISIN#US43731T1025			CUSIP 43731T102					
Dividend Option Cash								
Multiple 3 Y	Total Covered 119 000	7 3630	876 20	12 7140	1,512 97	636 77	18 68	1 23%
ING GROEP N V ADR			Security Identifier ING					
Dividend Option Cash			CUSIP 456837103					
Multiple Y	Total Covered 225 000	7 7530	1,744 38	14 0100	3,152 25	1,407 87		
KB FINL GROUP INC SPONSORED ADR REPSTG			Security Identifier KB					
1 COM SH ISIN#US48241A1051			CUSIP 48241A105					
Dividend Option Cash								
Multiple Y	Total Covered 44 000	34 8770	1,534 57	40 5100	1,782 44	247 87	17 15	0 96%
KINROSS GOLD CORP COM NO PAR			Security Identifier KGC					
ISIN#CA4969024047			CUSIP 496902404					
Dividend Option Cash								
Multiple 3 Y	Total Covered 358 000	11 7760	4 215 83	4 3800	1,568 04	2,647 79		
Your lot has been adjusted due to a wash sale for more than one year								
MS&AD INS GROUP HLDGS ADR			Security Identifier MSADY					
ISIN#US5534911012			CUSIP 553491101					
Dividend Option Cash								
Multiple 3 Y	Total Covered 199 000	10 9050	2,170 13	13 4250	2,671 58	501 45	41 76	1 56%
MANPOWER GROUP COM			Security Identifier MAN					
Dividend Option Cash			CUSIP 56418H100					
Multiple Y	Total Covered 18 000	32 6040	586 88	85 8600	1 545 48	958 60	16 56	1 07%
MITSUBISHI TANABE PHARMA CORP			Security Identifier MTZPY					
SPONS ADR ISIN#US6068132025			CUSIP 606813202					
Dividend Option Cash								

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Account Number EMM 003361
MACWILLIAMS FAMILY FOUNDATION

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MacWilliams Family Foundation
EIN #91-1810520
Edwards-3361

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
MITSUBISHI TANABE PHARMA CORP (continued)								
Multiple Y	Total Covered 98 000	14 4000	1 411 17	13 9480	1 366 90	44 27	15 68	1 14%
NIPPON TELEG & TELEPHONE CORP								
SPONSORED ADR								
Dividend Option: Cash								
01/24/11 3	143 000	23 0950	3 302 64	27 0400	3 866 72	564 08	104 39	2 69%
PANASONIC CORP ADR								
ISIN#US69832A2050								
Dividend Option: Cash								
Multiple 3.Y	Total Covered 227 000	11 2000	2,542 33	11 6460	2,643 64	101 31	10 16	0 38%
RENTOKIL INITIAL PLC SPONS ADR								
Dividend Option: Cash								
11/27/13	75 000	8 4530	633 96	9 5900	719 25	85 29	10 83	1 50%
ROHM CO LTD ADR								
Dividend Option: Cash								
Multiple 3.Y	Total Covered 73 000	28 9100	2,110 40	24 3570	1,778 06	-332 34	9 93	0 55%
ROYAL DSM N V SPONS ADR								
ISIN#US7802491081								
Dividend Option: Cash								
04/03/13	69 000	14 9090	1,028 69	19 6910	1,358 68	329 99	29 04	2 13%
ROYAL DUTCH SHELL PLC SPONSORED ADR								
REPSTG B SHS ISIN#US7802591070								
Dividend Option: Cash								
Multiple Y	Total Covered 38 000	69 9480	2,658 01	75 1100	2,854 18	196 17	136 80	4 79%
SK TELECOM LTD SPONSORED ADR								
ISIN#US78440P1084								
Dividend Option: Cash								
01/24/11 3	98 000	17 4370	1,708 84	24 6200	2,412 76	703 92	5 63	0 23%
SANOFI SPONS ADR								
ISIN#US80105N1054								
Dividend Option: Cash								
Multiple Y, 13 Y	Total Noncovered 43 000	31 1830	1 340 88	53 6300	2 306 09	965 21	53 94	2 33%





BENJAMIN F. EDWARDS & CO
INVESTMENTS for GENERATIONS
One North Brentwood Blvd., Suite 850
Saint Louis MO 63105 314 726 1600

MacWilliams Family Foundation
EIN #91-1810520
Edwards-3361

Statement Period 12/01/2013 - 12/31/2013

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
SANOI SPONS ADR (continued)								
08/02/13	Total Covered 5 000	50 9600	254 80	53 6300	268 15	13 35	6 28	2 33%
Total	48 000		\$1,595 68		\$2,574 24	\$978.56	\$60 22	
SEKISUI HOUSE LTD SPONSORED ADR								
Dividend Option Cash								
01/24/11 3	101 000	9 9600	1,005 96	13 9860	1,412 59	406 63	29 61	2 09%
SEVEN & I HLDGS CO LTD ADR								
ISIN#US81783H1059								
Dividend Option Cash								
Multiple 13 Y	Total Noncovered 30 000	45 3930	1,361 78	79 5400	2,386 20	1,024 42	33 34	1 39%
SHISEIDO LTD SPON ADR								
Dividend Option Cash								
Multiple 3 Y	Total Covered 133 000	18 1930	2,419 73	16 0890	2,139 84	-279 89	38 73	1 81%
SIEMENS A G SPONSORED ADR								
ISIN#US8261975010								
Dividend Option Cash								
Multiple 3 Y	Total Covered 19 000	115 8710	2,201 54	138 5100	2 631 69	430 15	55 89	2 12%
SUMITOMO MITSUI TR HLDGS INC SPONS ADR								
ISIN#US86562X1063								
Dividend Option Cash								
Multiple 3 Y	Total Covered 520 000	3 6390	1,892 53	5 2710	2 740 92	848 39	39 85	1 45%
SWISSCOM SPON ADR								
Dividend Option Cash								
01/24/11 3	45 000	43 8500	1 973 25	52 9490	2,382 71	409 46	88 48	3 71%

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12/31/2013

Account Number EMM 003361
MACWILLIAMS FAMILY FOUNDATION

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MACWILLIAMS FAMILY FOUNDATION
INVESTMENTS

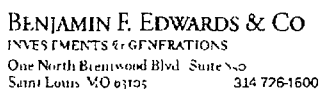
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MacWilliams Family Foundation
 EIN #91-1810520
 Edwards-3361

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
TNT EXPRESS N V ADR			Security Identifier TNTEY					
ISIN#US87262N1090			CUSIP 87262N109					
Dividend Option Cash								
Multiple Y	Total Covered 210 000	7 3390	1,541 13	9 2980	1,952 58	411 45	9 36	0 47%
TALISMAN ENERGY INC COM			Security Identifier TLM					
ISIN#US87425E103			CUSIP 87425E103					
Dividend Option Cash								
Multiple Y	Total Covered 154 000	12 3870	1,907 59	11 6500	1,794 10	-113 49	41 58	2 31%
TELECOM ITALIA S P A NEW SPON ADR REPSTG			Security Identifier TI A					
ISIN#US87927Y2019			CUSIP 87927Y201					
Dividend Option Cash								
Multiple Y	Total Covered 382 000	10 0450	3 837 16	7 7700	2,968 14	869 02	330 22	11 12%
TESCO PLC SPON ADR			Security Identifier TSCDY					
ISIN#US8815753020			CUSIP 881575302					
Dividend Option Cash								
Multiple Y	Total Covered 140 000	16 7110	2,339 49	16 6130	2 325 82	13 67	90 30	3 88%
TEVA PHARMACEUTICAL INDUSTRIES LTD ADR			Security Identifier TEVA					
ISIN#US8816242098			CUSIP 881624209					
Dividend Option Cash								
Multiple Y	Total Covered 84 000	39 4840	3,316 68	40 0800	3,366 72	50 04	91 24	2 71%
TOYOTA MTR CO SPON ADR			Security Identifier TM					
ISIN#US892331307			CUSIP 892331307					
Dividend Option Cash								
Multiple Y	Total Covered 13 000	76 7000	997 10	121 9200	1 584 96	587 86	30 50	1 92%
VALLOUREC SA SPONS ADR NEW			Security Identifier VLOWY					
ISIN#US92023R3084			CUSIP 92023R308					
Dividend Option Cash								
Multiple Y	Total Covered 176 000	10 6890	1,881 29	10 9130	1,920 69	39 40	22 57	1 17%
VIVENDI SA ADR			Security Identifier VIVHY					
ISIN#US92852T2015			CUSIP 92852T201					
Dividend Option Cash								
Multiple Y	Total Covered 48 000	17 6550	847 46	26 3950	1,266 96	419 50	49 54	3 91%





MacWilliams Family Foundation
EIN #91-1810520
Edwards-3361

Statement Period 12/01/2013 - 12/31/2013

Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
VODAFONE GROUP PLC SPON ADR NEW			Security Identifier VOD					
ISIN#US92857W2098			CUSIP 92857W209					
Dividend Option Cash								
Multiple * 13 Y	Total Noncovered	22 2070	954 88	39 3100	1,690 33	735 45	68 34	4 04%
	43 000							
12/20/12	Total Covered	25 4200	533 81	39 3100	825 51	291 70	33 38	4 04%
	21 000							
Total	64 000		\$1,488 69		\$2,515 84	\$1,027 15	\$101 72	
WACOAL HLDGS CORP ADR			Security Identifier WACLY					
ISIN#US9300042051			CUSIP 930004205					
Dividend Option Cash								
Multiple 3.Y	Total Covered	66 8710	2,006 12	50 9490	1,528 47	477 65	38 18	2 49%
	30 000							
WOLTERS KLUWER N V SPON ADR			Security Identifier WTKWY					
Dividend Option Cash			CUSIP 977874205					
Multiple 3.Y	Total Covered	22 7280	2 204 59	28 5850	2,772 75	568 16	73 35	2 64%
	97 000							
Total Common Stocks			\$105,294 01		\$114,116 93	\$8,822 92	\$2,781 20	
Total Equities			\$105,294 01		\$114,116 93	\$8,822 92	\$2,781 20	
			Cost Basis		Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income
Total Portfolio Holdings			\$112,784 13		\$121,607 05	\$8,822 92	\$0 00	\$2,786.01

* Noncovered under the cost basis rules as defined below

Securities acquired before 2011 are generally not subject to the new cost basis reporting rules set forth in the Internal Revenue Code of 1986, as amended ("IRC") (incorporating amendments enacted by P.L. 110-343, the Emergency Economic Stabilization Act of 2008) and are, therefore, considered "noncovered" under the new cost basis reporting rules and marked or denoted as such. All other securities in this section are securities which are "covered" under the new cost basis reporting rules. Securities which are "covered" under the new cost basis reporting rules are defined as securities which have been acquired on or after their "applicable date(s)" at which they are subject to the cost basis reporting rules and the adjusted basis will be reported to the IRS on form 1099-B for the applicable tax year in which the security is disposed.





BENJAMIN F. EDWARDS & CO.
INVESTMENTS for GENERATIONS
One North Brentwood Blvd - Suite 800
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MacWilliams Family Foundation
EIN #91-1810520
Edwards-3411

Statement Period 12/01/2013 - 12/31/2013

FDIC Insured Bank Deposits (continued)

Date	Activity Type	Description	Amount	Balance
Sweep FDIC Insured Bank Deposits (continued)				
DEUTSCHE BANK INS DEPOSIT E (continued)				
12/13/13	Deposit	INTEREST CREDITED APY 0.06%	0.54	13,130.83
12/16/13	Deposit	DEPOSIT RBS Citizens Bank A/O 12/16 \$131,714.2	40.59	13,171.42
12/23/13	Withdrawal	WITHDRAWAL	-223.54	12,947.88
12/26/13	Withdrawal	WITHDRAWAL	-609.13	12,338.75
12/30/13	Deposit	DEPOSIT	9.24	12,347.99
12/31/13	Closing Balance			\$12,347.99
Total FDIC Insured Bank Deposits				\$12,347.99

The FDIC Insured Bank Deposits are not securities and are not covered by the Securities Investor Protection Corporation (SIPC). The Bank Deposits at each bank are insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000 for each category of legal ownership including individual retirement accounts and certain other self-directed retirement accounts. Please review this in connection with other deposits you may have at each respective bank.

Portfolio Holdings

Opening Date	Quantity	Account Number	Activity Ending	Opening Balance	Closing Balance	Accrued Income	Income This Year	30-Day Yield	Current Yield
Cash, Money Funds, and Bank Deposits 6.00% of Portfolio									
Cash Balance				1,059.72	3.44				
FDIC Insured Bank Deposits									
DEUTSCHE BANK INS DEPOSIT E									
11/30/13	12,347.990	EMM003411	12/31/13	10,076.71	12,347.99	0.38	7.68	N/A	N/A
Total FDIC Insured Bank Deposits				\$10,076.71	\$12,347.99	\$0.38	\$7.68		
Total Cash, Money Funds, and Bank Deposits				\$11,136.43	\$12,351.43	\$0.38	\$7.68		



MacWilliams Family Foundation
 EIN #91-1810520
 Edwards-3411

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities 94.00% of Portfolio								
Common Stocks								
ENERGY XXI BERMUDA USD UNRESTRICTED SHS			Security Identifier EXXI					
NEW ISIN#BMG100821401			CUSIP G10082140					
Dividend Option: Cash								
Multiple Y	Total Covered	31 0840	2,300 24	27 0600	2,002 44	-297 80	35 52	1 77%
	74 000							
ICON PLC LTD SHS			Security Identifier ICLR					
ISIN#IE0005711209			CUSIP G4705A100					
Dividend Option: Cash								
Multiple Y	Total Covered	29 9070	1,884 16	40 4100	2 545 83	661 67		
	63 000							
ACTUANT CORP CL A NEW			Security Identifier ATU					
Dividend Option: Cash			CUSIP 00508X203					
10/15/12	62 000	28 0070	1 736 41	36 6400	2,271 68	535 27	2 48	0 10%
AKORN INC COM			Security Identifier AKRX					
Dividend Option: Cash			CUSIP 009728106					
Multiple Y	Total Covered	12 5670	1,344 66	24 6200	2,634 34	1,289 68		
	107 000							
ALLETE INC COM NEW			Security Identifier ALE					
Dividend Option: Cash			CUSIP 018522300					
01/14/13	40 000	43 5200	1 740 78	49 8800	1 995 20	254 42	76 00	3 80%
AMTRUST FINL SVCS INC COM			Security Identifier AFSI					
Dividend Option: Cash			CUSIP 032359309					
Multiple Y	Total Covered	36 6100	2,562 70	32 6900	2,288 30	-274 40	39 20	1 71%
	70 000							
APTARGROUP INC			Security Identifier ATR					
Dividend Option: Cash			CUSIP 038336103					
10/15/12	23 000	51 3140	1 180 22	67 8100	1,559 63	379 41	23 00	1 47%
BALCHEM CORP COM			Security Identifier BCPC					
Dividend Option: Cash			CUSIP 057665200					
12/27/12	44 000	36 6190	1,611 22	56 7000	2,582 80	971 58	11 44	0 44%
BEACON ROOFING SUPPLY INC COM			Security Identifier BECN					
Dividend Option: Cash			CUSIP 073685109					
Multiple Y	Total Covered	36 3280	3,124 22	40 2800	3,464 08	339 86		
	86 000							
BERRY PLASTICS GROUP INC COM			Security Identifier BERY					
Dividend Option: Cash			CUSIP 08579W103					
Multiple Y	Total Covered	20 9640	2,599 55	23 7900	2,949 96	350 41		
	124 000							

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BUD 03/27/13

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Account Number EMM-003411
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MACWILLIAMS FAMILY FOUNDATION
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BENJAMIN F. EDWARDS & CO
 INVESTMENTS for GENERATIONS
 One North Brentwood Blvd Suite 850
 Saint Louis, MO 63105 314-726-1600

MacWilliams Family Foundation
 EIN #91-1810520
 Edwards-3411

Statement Period: 12/01/2013 - 12/31/2013

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
BIO RAD LABS INC CL A								
			Security Identifier BIO					
			CUSIP 090572207					
Dividend Option Cash								
Multiple Y	Total Covered	109 4700	2,298 86	123 6100	2 595 81	296 95		
	21 000							
BOTTOMLINE TECHNOLOGIES DEL INC								
			Security Identifier EPAY					
			CUSIP 101388106					
Dividend Option Cash								
10/03/13	43 000	27 7430	1,192 94	36 1600	1,554 88	361 94		
BUFFALO WILD WINGS INC COM								
			Security Identifier BWLD					
			CUSIP 119848109					
Dividend Option Cash								
Multiple Y	Total Covered	85 9300	1,632 67	147 2000	2,796 80	1,164 13		
	19 000							
CARRIZO OIL & GAS INC COM								
			Security Identifier CRZO					
			CUSIP 144577103					
Dividend Option Cash								
Multiple Y	Total Covered	24 6780	1,455 99	44 7700	2 641 43	1 185 44		
	59 000							
CASEYS GEN STORES INC								
			Security Identifier CASEY					
			CUSIP 147528103					
Dividend Option Cash								
Multiple Y	Total Covered	51 3810	1,849 73	70 2500	2,529 00	679 27	25 92	1 02%
	36 000							
CITY NATL CORP								
			Security Identifier CYN					
			CUSIP 178566105					
Dividend Option Cash								
10/15/12	21 000	49 8500	1,046 85	79 2200	1 663 62	616 77	21 00	1 26%
CLARCOR INC								
			Security Identifier CLC					
			CUSIP 179895107					
Dividend Option Cash								
Multiple Y	Total Covered	45 2840	1,630 23	64 3500	2 316 60	686 37	24 48	1 05%
	36 000							
COGNEX CORP								
			Security Identifier CGNX					
			CUSIP 192422103					
Dividend Option Cash								
04/18/13	49 000	18 7830	920 35	38 1800	1,870 82	950 47	10 78	0 57%

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Portfolio Holdings *(continued)*Page 6 of 30



BENJAMIN F. EDWARDS & CO
INVESTMENTS FOR GENERATIONS
One North Breatwood Blvd., Suite 350
Saint Louis, MO 63105 314 726 1600

MacWilliams Family Foundation
EIN #91-1810520
Edwards-3411

Statement Period 12/01/2013 - 12/31/2013

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
FIRST MIDWEST BANCORP INC ILL								
			Security Identifier: FMBI					
			CUSIP 320867104					
Dividend Option Cash								
Multiple Y	Total Covered	12 9080	1,781 78	17 5300	2,419 14	637 86	38 64	1 59%
	138 000							
FORUM ENERGY TECHNOLOGIES INC COM								
			Security Identifier: FET					
			CUSIP 34984V100					
Dividend Option Cash								
Multiple Y	Total Covered	26 8730	2,096 09	28 2600	2 204 28	108 19		
	78 000							
GAMING & LEISURE PPTYS INC COM								
			Security Identifier: GLPI					
			CUSIP 364671108					
Dividend Option Cash								
10/15/12	25 000	31 4460	786 14	50 8100	1 270 25	484 11		
GLOBUS MED INC CL A NEW								
			Security Identifier: GMED					
			CUSIP 379577208					
Dividend Option Cash								
Multiple Y	Total Covered	17 0800	2,100 81	20 1800	2 482 14	381 33		
	123 000							
HCC INS HLDGS INC COM								
			Security Identifier: HCC					
			CUSIP 404132102					
Dividend Option Cash								
10/15/12	27 000	34 5830	933 73	46 1400	1 245 78	312 05	24 30	1 95%
HMS HLDGS CORP COM								
			Security Identifier: HMSY					
			CUSIP 404251101					
Dividend Option Cash								
Multiple Y	Total Covered	25 2190	1,538 36	22 7000	1,384 70	153 66		
	61 000							
HAEMONETICS CORP MASS COM								
			Security Identifier: HAE					
			CUSIP 405024100					
Dividend Option Cash								
Multiple Y	Total Covered	40 3300	3,145 77	42 1300	3 286 14	140 37		
	78 000							
HAIN CELESTIAL GROUP INC COM								
			Security Identifier: HAIN					
			CUSIP 405217100					
Dividend Option Cash								
Multiple Y	Total Covered	58 9120	2,297 57	90 7800	3 540 42	1 242 85		
	39 000							

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MacWilliams Family Foundation
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 Edwards-3411

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
HEALTHCARE SVCS GROUP INC COM								
Dividend Option: Cash			Security Identifier: HCSG CUSIP 421906108					
10/15/12	66 000	23 4120	1,545 19	28 3700	1,872 42	327 23	44 88	2 39%
HEARTLAND EXPRESS INC								
Dividend Option: Cash			Security Identifier: HTLD CUSIP 422347104					
10/15/12	58 000	13 4600	780 68	19 6200	1 137 96	357 78	4 64	0 40%
HEICO CORP NEW COM								
Dividend Option: Cash			Security Identifier: HEI CUSIP 422806109					
Multiple Y	Total Covered 42 000	35 3450	1 484 48	57 9500	2 433 90	949 42	4 70	0 19%
HELIX ENERGY SOLUTIONS GROUP INC COM								
Dividend Option: Cash			Security Identifier: HLX CUSIP 42330P107					
Multiple Y	Total Covered 88 000	22 2710	1,959 88	23 1800	2,039 84	79 96		
HUB GROUP INC CL A								
Dividend Option: Cash			Security Identifier: HUBG CUSIP 443370106					
Multiple Y	Total Covered 60 000	33 8580	2,031 48	39 8800	2,392 80	361 32		
ICU MED INC COM								
Dividend Option: Cash			Security Identifier: ICUI CUSIP 44930G107					
Multiple Y	Total Covered 34 000	65 5610	2,229 06	63 7100	2,166 14	-62 92		
ICONIX BRAND GROUP INC COM								
Dividend Option: Cash			Security Identifier: ICON CUSIP 451055107					
10/15/12	75 000	18 5670	1,392 50	39 7000	2 977 50	1,585 00		
INTEGRA LIFESCIENCES HLDGS CORP COM NEW								
Dividend Option: Cash			Security Identifier: IART CUSIP 457985208					
Multiple Y	Total Covered 67 000	38 3370	2 568 55	47 7100	3 196 57	628 02		
J2 GLOBAL INC COM								
Dividend Option: Cash			Security Identifier: JCOM CUSIP 48123V102					
10/15/12	32 000	30 7270	983 26	50 0100	1,600 32	617 06	32 64	2 03%
KEY ENERGY SVCS INC								
Dividend Option: Cash			Security Identifier: KEG CUSIP 482914106					
Multiple Y	Total Covered 257 000	6 5820	1,691 46	7 9000	2,030 30	338 84		





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INVESTMENTS for GENERATIONS
One North Brentwood Blvd., Suite 550
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MacWilliams Family Foundation
EIN #91-1810520
Edwards-3411

Statement Period 12/01/2013 - 12/31/2013

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
LANDSTAR SYSTEMS INC COM								
			Security Identifier LSTR					
			CUSIP 515098101					
Dividend Option Cash								
Multiple Y	Total Covered	52 8900	2,221.37	57.4500	2,412.90	191.53		
	42 000							
LUMINEX CORP DEL COM								
			Security Identifier LMNX					
			CUSIP 55027E102					
Dividend Option Cash								
Multiple Y	Total Covered	17 4980	1,329.83	19.4000	1,474.40	144.57		
	76 000							
MSC INDL DIRECT INC CL A								
			Security Identifier: MSM					
			CUSIP 553530106					
Dividend Option Cash								
09/15/11 3	11 000	62 1120	683.23	80.8700	889.57	206.34	14.52	1.63%
MADDEN STEVEN LTD COM								
			Security Identifier SHOO					
			CUSIP 556269108					
Dividend Option Cash								
Multiple Y	Total Covered	24 8350	2 036.47	36.5900	3,000.38	963.91		
	82 000							
MICROS SYS INC COM								
			Security Identifier MCRS					
			CUSIP 584901100					
Dividend Option Cash								
10/15/12	33 000	48 3650	1,596.05	57.3700	1,893.21	297.16		
MIDDLEBY CORP								
			Security Identifier MIDD					
			CUSIP 596278101					
Dividend Option Cash								
10/15/12	10 000	118 9510	1,189.51	239.7240	2,397.24	1,207.73		
MISTRAS GROUP INC COM								
			Security Identifier MG					
			CUSIP 60649T107					
Dividend Option Cash								
Multiple Y	Total Covered	20 4360	2,002.76	20.8800	2,046.24	43.48		
	98 000							
MONRO MUFFLER BRAKE INC								
			Security Identifier MNRO					
			CUSIP 610236101					
Dividend Option Cash								
Multiple Y	Total Covered	33 9620	1 256.59	56.3600	2,085.32	828.73	16.28	0.78%
	37 000							

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Account Number EMM-003411
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Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
MORNINGSTAR INC COM			Security Identifier MORN					
Dividend Option Cash			CUSIP 617700109					
Multiple Y	Total Covered	64 1160	1,602 90	78 0900	1,952 25	349 35	12 50	0 64%
	25 000							
NATIONAL BK HLDGS CORP CL A			Security Identifier NBHC					
Dividend Option Cash			CUSIP 633707104					
Multiple Y	Total Covered	20 5460	2,465 50	21 4000	2,568 00	102 50	24 00	0 93%
	120 000							
NEUSTAR INC CL A			Security Identifier NSR					
Dividend Option Cash			CUSIP 64126X201					
Multiple Y	Total Covered	41 6150	2 788 20	49 8600	3,340 62	552 42		
	67 000							
NICE SYSTEMS LTD SPONS ADR			Security Identifier NICE					
Dividend Option Cash			CUSIP 653656108					
Multiple Y	Total Covered	33 6720	3 400 83	40 9600	4,136 96	736 13	41 20	0 99%
	101 000							
PIER 1 IMPORTS INC OF DELAWARE			Security Identifier PIR					
Dividend Option Cash			CUSIP 720279108					
Multiple Y	Total Covered	21 5090	2,688 66	23 0800	2,885 00	196 34	25 00	0 86%
	125 000							
PLANTRONICS INC NEW COM			Security Identifier PLT					
Dividend Option Cash			CUSIP 727493108					
Multiple Y	Total Covered	34 8310	2,229 20	46 4500	2 972 80	743 60	25 60	0 86%
	64 000							
PORTFOLIO RECOVERY ASSOCS INC COM			Security Identifier PRAA					
Dividend Option Cash			CUSIP 73640Q105					
Multiple Y	Total Covered	38 1500	1,945 66	52 8400	2,694 84	749 18		
	51 000							
POWER INTEGRATIONS INC COM			Security Identifier POWI					
Dividend Option Cash			CUSIP 739276103					
10/15/12	43 000	28 3530	1 219 16	55 8200	2 400 26	1,181 10	13 76	0 57%
PROASSURANCE CORP COM			Security Identifier PRA					
Dividend Option Cash			CUSIP 74267C106					
Multiple 3 Y	Total Covered	37 6510	2,108 48	48 4800	2,714 88	606 40	67 20	2 47%
	56 000							
PROGRESS SOFTWARE CORP			Security Identifier PRGS					
Dividend Option Cash			CUSIP 743312100					
10/15/12	53 000	18 6000	985 80	25 8300	1,368 99	383 19		

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MacWilliams Family Foundation
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Statement Period 12/01/2013 - 12/31/2013

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
PROSPERITY BANCSHARES INC COM			Security Identifier PB					
Dividend Option Cash			CUSIP 743606105					
Multiple Y	Total Covered	40 3060	1,410 70	63 3900	2,218 65	807 95	33 60	1 51%
	35 000							
QLIK TECHNOLOGIES INC COM			Security Identifier QLIK					
Dividend Option Cash			CUSIP 74733T105					
Multiple Y	Total Covered	24 7720	3,121 24	26 6300	3,355 38	234 14		
	126 000							
RBC BEARINGS INC COM			Security Identifier ROLL					
Dividend Option Cash			CUSIP 75524B104					
Multiple Y	Total Covered	50 2710	1,910 78	70 7500	2 688 50	778 22		
	38 000							
REGAL BELOIT CORP WISCONSIN			Security Identifier RBC					
ISIN#US7587501039			CUSIP 758750103					
Dividend Option Cash								
10/15/12	19 000	66 2630	1,258 99	73 7200	1 400 68	141 69	15 20	1 08%
RITCHIE BROS AUCTIONEERS INC COM			Security Identifier RBA					
Dividend Option Cash			CUSIP 767744105					
Multiple Y	Total Covered	21 0060	2,415 64	22 9300	2,636 95	221 31	59 80	2 26%
	115 000							
ROADRUNNER TRANSN SVCS HLDGS INC COM			Security Identifier RRTS					
Dividend Option Cash			CUSIP 76973Q105					
Multiple Y	Total Covered	27 6730	3,071 68	26 9500	2 991 45	80 23		
	111 000							
ROFIN SINAR TECHNOLOGIES INC COM			Security Identifier RSTI					
Dividend Option Cash			CUSIP 775043102					
Multiple Y	Total Covered	21 4430	2,122 85	27 0200	2 674 98	552 13		
	99 000							
SVB FINL GROUP COM			Security Identifier SIVB					
Dividend Option Cash			CUSIP 78486Q101					

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12/01/2013

Account Number EMM-003411
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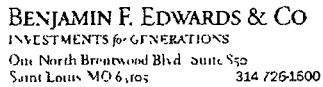
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MacWilliams Family Foundation
 EIN #91-1810520
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Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
SVB FINL GROUP COM (continued)								
Multiple Y	Total Covered 16 000	58 6420	938 27	104 8600	1 677 76	739 49		
SEMTECH CORP								
Dividend Option: Cash			Security Identifier: SMTG					
			CUSIP 816850101					
Multiple Y	Total Covered 106 000	24 7940	2,628 14	25 2800	2,679 68	51 54		
SENSIENT TECHNOLOGIES CORP								
COM			Security Identifier: SXT					
			CUSIP 817251100					
Dividend Option: Cash								
Multiple Y	Total Covered 55 000	36 3270	1,998 01	48 5200	2,668 60	670 59	50 60	1 89%
SIRONA DENTAL SYS INC COM								
Dividend Option: Cash			Security Identifier: SIRO					
			CUSIP 82966C103					
10/15/12	24 000	57 2100	1,373 04	70 2000	1,684 80	311 76		
SOLARWINDS INC COM								
Dividend Option: Cash			Security Identifier: SWI					
			CUSIP 83416B109					
Multiple Y	Total Covered 92 000	35 3060	3,248 12	37 8300	3,480 36	232 24		
STEEL DYNAMICS INC COM								
Dividend Option: Cash			Security Identifier: STLD					
			CUSIP 858119100					
10/15/12	132 000	12 1100	1,598 52	19 5400	2 579 28	980 76	58 08	2 25%
STIFEL FINANCIAL CORP COM								
Dividend Option: Cash			Security Identifier: SF					
			CUSIP 860630102					
10/15/12	45 000	31 7800	1,430 10	47 9200	2,156 40	726 30		
SUPERIOR ENERGY SVCS INC COM								
Dividend Option: Cash			Security Identifier: SPN					
			CUSIP 868157108					
10/15/12	47 000	19 9130	935 90	26 6100	1,250 67	314 77		
TECHNE CORP COM								
Dividend Option: Cash			Security Identifier: TECH					
			CUSIP 878377100					
Multiple Y	Total Covered 23 000	68 3990	1,573 18	94 6700	2,177 41	604 23	28 52	1 30%
TEXAS ROADHOUSE INC COM								
Dividend Option: Cash			Security Identifier: TXRH					
			CUSIP 882681109					
Multiple Y	Total Covered 77 000	17 0140	1,310 11	27 8000	2,140 60	830 49	36 96	1 72%
TORO CO								
Dividend Option: Cash			Security Identifier: TTC					
			CUSIP 891092108					





Statement Period 12/01/2013 - 12/31/2013

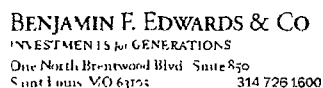
Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
TORO CO (continued)								
Multiple Y	Total Covered 30 000	41 5320	1 245 95	63 6000	1,908 00	662 05	24 00	1 25%
TREEHOUSE FOODS INC COM								
Dividend Option Cash			Security Identifier THS CUSIP 89469A104					
Multiple Y	Total Covered 30 000	61 2780	1 838 34	68 9200	2,067 60	229 26		
TUMI HLDGS INC COM								
Dividend Option Cash			Security Identifier TUMI CUSIP 89969Q104					
Multiple Y	Total Covered 130 000	20 6460	2 684 04	22 5500	2 931 50	247 46		
II VI INC ISIN#US9021041085								
Dividend Option Cash			Security Identifier IIVI CUSIP 902104108					
Multiple Y	Total Covered 83 000	17 8140	1,478 59	17 5800	1,459 14	-19 45		
VALUECLICK INC COM								
Dividend Option Cash			Security Identifier VCLK CUSIP 92046N102					
Multiple Y	Total Covered 75 000	25 8360	1,937 72	23 3700	1,752 75	184 97		
VITAMIN SHOPPE INC COM								
Dividend Option Cash			Security Identifier VSI CUSIP 92849E101					
Multiple Y	Total Covered 44 000	55 3520	2 435 47	52 0100	2,288 44	147 03		
VOCERA COMMUNICATIONS INC COM								
Dividend Option Cash			Security Identifier VCRA CUSIP 92857F107					
Multiple Y	Total Covered 78 000	16 6420	1,298 06	15 6100	1,217 58	80 48		
VOLCANO CORP COM								
Dividend Option Cash			Security Identifier VOLC CUSIP 928645100					

MacWilliams Family Foundation
 EIN #91-1810520
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Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
VOLCANO CORP COM (continued)								
Multiple Y	Total Covered 103 000	24 5650	2,530 21	21 8500	2 250 55	279 66		
WEST PHARMACEUTICAL SVCS INC COM								
Dividend Option Cash			Security Identifier WST CUSIP 955306105					
10/15/12	48 000	26 2670	1 260 83	49 0600	2,354 88	1 094 05	19 20	0 81%
WOLVERINE WORLD WIDE INC COMMON STOCK								
Dividend Option Cash			Security Identifier WWW CUSIP 978097103					
Multiple Y	Total Covered 62 000	20 7230	1 284 82	33 9600	2,105 52	820 70	14 88	0 70%
Total Common Stocks			\$161,292 47		\$206,634 25	\$45,341 78	\$1,085 32	
Real Estate Investment Trusts								
BIOMED RLTY TR INC COM								
Dividend Option Cash			Security Identifier BMR CUSIP 09063H107					
10/15/12	63 000	19 2160	1 210 61	18 1200	1 141 56	69 05	63 00	5 51%
CORPORATE OFFICE PPTYS TR COM								
Dividend Option Cash			Security Identifier OFC CUSIP 22002T108					
Multiple Y	Total Covered 73 000	25 2240	1,841 33	23 6900	1,729 37	111 96	80 30	4 64%
PEBBLEBROOK HOTEL TR COM								
Dividend Option Cash			Security Identifier PEB CUSIP 70509V100					
Multiple Y	Total Covered 74 000	27 0300	2 000 25	30 7600	2,276 24	275 99	47 36	2 08%
Total Real Estate Investment Trusts			\$5,052 19		\$5,147 17	\$94 98	\$190 66	
Total Equities			\$166,344 66		\$211,781 42	\$45,436 76	\$1,275 98	
			Cost Basis	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income	
Total Portfolio Holdings			\$178,696 09	\$224,132 85	\$45,436 76	\$0 00	\$1,283 66	





MacWilliams Family Foundation
 EIN #91-1810520
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Statement Period: 12/01/2013 - 12/31/2013**FDIC Insured Bank Deposits** (continued)

Date	Activity Type	Description	Amount	Balance
Sweep FDIC Insured Bank Deposits <i>(continued)</i>				
DEUTSCHE BANK INS DEPOSIT E <i>(continued)</i>				
12/13/13	Withdrawal	WITHDRAWAL APY 0.06%	-3,390.03	6,486.01
12/16/13		RBS Citizens Bank A/O 12/16 \$6486.01		6,486.01
12/17/13	Withdrawal	WITHDRAWAL	-952.41	5,533.60
12/19/13	Deposit	DEPOSIT	18.25	5,551.85
12/24/13	Withdrawal	WITHDRAWAL	-562.46	4,989.39
12/30/13	Deposit	DEPOSIT	15.30	5,004.69
12/31/13	Deposit	DEPOSIT	4.88	5,009.57
12/31/13	Closing Balance			\$5,009.57

Total FDIC Insured Bank Deposits

The FDIC Insured Bank Deposits are not securities and are not covered by the Securities Investor Protection Corporation (SIPC). The Bank Deposits at each bank are insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000 for each category of legal ownership including individual retirement accounts and certain other self directed retirement accounts. Please review this in connection with other deposits you may have at each respective bank.

Portfolio Holdings

Opening Date	Quantity	Account Number	Activity Ending	Opening Balance	Closing Balance	Accrued Income	Income This Year	30-Day Yield	Current Yield
Cash, Money Funds, and Bank Deposits 2.00% of Portfolio									
Cash Balance				45.30	12.30				
FDIC Insured Bank Deposits									
DEUTSCHE BANK INS DEPOSIT E									
11/30/13	5,009.570	EMM003387	12/31/13	10,337.74	5,009.57	0.16	5.76	N/A	N/A
Total FDIC Insured Bank Deposits				\$10,337.74	\$5,009.57	\$0.16	\$5.76		
Total Cash, Money Funds, and Bank Deposits				\$10,383.04	\$5,021.87	\$0.16	\$5.76		

MacWilliams Family Foundation
 EIN #91-1810520
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Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities 98.00% of Portfolio								
Common Stocks								
ROWAN COMPANIES PLC SHS CLASS A			Security Identifier RDC					
ISIN#GB00B6SLMV12			CUSIP G7665A101					
Dividend Option: Cash								
Multiple 1.3 Y	Total Noncovered	34 0300	2,211.95	35.3600	2 298.40	86.45		
	65 000							
Multiple 3 Y	Total Covered	33 8950	5,524.92	35.3600	5 763.68	238.76		
	163 000							
Total	228 000		\$7,736.87		\$8,062.08	\$325.21		\$0.00
ALEXANDER & BALDWIN INC NEW COM			Security Identifier ALEX					
Dividend Option: Cash			CUSIP 014491104					
Multiple 1 Y	Total Noncovered	17 4020	348.04	41.7300	834.60	486.56	3.20	0.38%
	20 000							
Multiple Y	Total Covered	29 5120	2 626.54	41.7300	3,713.97	1 087.43	14.24	0.38%
	89 000							
Total	109.000		\$2,974.58		\$4,548.57	\$1,573.99		\$17.44
ANDERSONS INC COM			Security Identifier ANDE					
Dividend Option: Cash			CUSIP 034164103					
Multiple Y	Total Covered	41 3260	1,239.78	89.1700	2 675.10	1,435.32	19.20	0.71%
	30 000							
ASTEC INDS INC COM			Security Identifier ASTE					
Dividend Option: Cash			CUSIP 046224101					
Multiple 1.3 Y	Total Noncovered	25 0150	1 600.93	38.6300	2,472.32	871.39	25.60	1.03%
	64 000							
Multiple Y	Total Covered	31 1480	996.75	38.6300	1 236.16	239.41	12.80	1.03%
	32 000							
Total	96 000		\$2,597.68		\$3,708.48	\$1,110.80		\$38.40
BANCORP INC DEL COM			Security Identifier TBBK					
Dividend Option: Cash			CUSIP 05969A105					
Multiple 3 Y	Total Covered	10 9240	3 462.76	17.9100	5 677.47	2,214.71		
	317 000							
BOSTON PRIVATE FINL HLDGS INC COM			Security Identifier BPFH					
Dividend Option: Cash			CUSIP 101119105					
Multiple 1.3 Y	Total Noncovered	5 5390	936.03	12.6200	2,132.78	1 196.75	47.32	2.21%
	169 000							
09/22/11 3	Total Covered	5 6180	646.05	12.6200	1,451.30	805.25	32.20	2.21%
	115 000							
Total	284 000		\$1,582.08		\$3,584.08	\$2,002.00		\$79.62
CABOT CORP			Security Identifier CBT					
Dividend Option: Cash			CUSIP 127055101					

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Statement Period 12/01/2013 - 12/31/2013

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
CABOT CORP (continued)								
Multiple 3 Y	Total Covered 181 000	33 1090	5 992 81	51 4000	9,303 40	3,310 59	144 80	1 55%
CAL DIVE INTL INC DEL COM								
Dividend Option Cash			Security Identifier DVR					
			CUSIP 12802T101					
Multiple 3 Y	Total Covered 1,840 000	2 2210	4 085 85	2 0100	3 698 40	387 45		
CIRCOR INTL INC COM								
Dividend Option Cash			Security Identifier CIR					
			CUSIP 17273K109					
12/28/11 3	31 000	35 0800	1 087 47	80 7800	2,504 18	1 416 71	4 65	0 18%
CITI TRENDS INC COM								
Dividend Option Cash			Security Identifier CTRN					
			CUSIP 17306X102					
Multiple 3 Y	Total Covered 471 000	12 3900	5,835 77	17 0000	8 007 00	2,171 23		
CONMED CORP NEW								
Dividend Option Cash			Security Identifier CNMD					
			CUSIP 207410101					
Multiple 3 Y	Total Noncovered 91 000	22 1040	2,011 50	42 5000	3 867 50	1,856 00	77 80	1 88%
09/20/12	Total Covered 48 000	28 2590	1,356 44	42 5000	2,040 00	683 56	38 40	1 88%
Total	139 000		\$3,367 94		\$5,907 50	\$2,539 56	\$111 20	
ELECTRO SCIENTIFIC INDS INC								
Dividend Option Cash			Security Identifier ESIO					
			CUSIP 285229100					
10/22/08 3	Total Noncovered 69 000	9 0410	623 86	10 4600	721 74	97 88	22 08	3 05%
Multiple 3 Y	Total Covered 527 000	11 3950	6,005 11	10 4600	5,512 42	492 69	168 64	3 05%
Total	596 000		\$6,628 97		\$6,234 16	-\$394.81	\$190 72	
FORESTAR GROUP INC COM								
Dividend Option Cash			Security Identifier FOR					
			CUSIP 346233109					
Multiple 3 Y	Total Covered 193 000	17 4980	3,377 17	21 2700	4 105 11	727 94		

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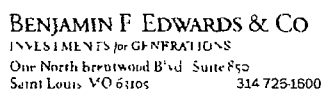
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Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
FUEL SYS SOLUTIONS INC COM								
Dividend Option: Cash			Security Identifier FSYS					
			CUSIP 35952W103					
Multiple 3 Y	Total Covered 326 000	18 3610	5,985 70	13 8700	4 521 62	1 464 08		
GFI GROUP INC COM								
Dividend Option: Cash			Security Identifier GFIG					
			CUSIP 361652209					
Multiple Y	Total Covered 984 000	4 1260	4,059 90	3 9100	3,847 44	-212 46	196 80	5 11%
GAIN CAP HLDGS INC COM								
Dividend Option: Cash			Security Identifier GCAP					
			CUSIP 36268W100					
Multiple Y	Total Covered 486 000	7 2810	3 538 38	7 5100	3 649 86	111 48	97 20	2 66%
GRAFTECH INTL LTD COM								
Dividend Option: Cash			Security Identifier GTI					
			CUSIP 384313102					
Multiple 3 Y	Total Covered 565 000	11 8150	6 675 35	11 2300	6 344 95	-330 40		
GRANITE CONSTR INC COM								
Dividend Option: Cash			Security Identifier GVA					
			CUSIP 387328107					
Multiple 3 Y	Total Covered 160 000	26 3450	4,215 19	34 9800	5,596 80	1,381 61	83 20	1 48%
HANMI FINL CORP COM NEW								
Dividend Option: Cash			Security Identifier HAFB					
			CUSIP 410495204					
07/16/12	127 000	10 7000	1,358 90	21 8900	2,780 03	1,421 13	35 56	1 27%
KEY ENERGY SVCS INC								
Dividend Option: Cash			Security Identifier KEG					
			CUSIP 492914106					
Multiple Y	Total Covered 385 000	7 8890	3,037 39	7 9000	3,041 50	4 11		
KULICKE & SOFFA INDS INC COM								
Dividend Option: Cash			Security Identifier KLIC					
			CUSIP 501242101					
Multiple Y	Total Covered 580 000	10 9290	6,338 64	13 3000	7 714 00	1,375 36		
LTX-CREDENCE CORP COM NEW								
Dividend Option: Cash			Security Identifier LTXC					
			CUSIP 502403207					
10/03/13	422 000	6 4050	2 703 08	7 9900	3,371 78	668 70		
LAYNE CHRISTENSEN CO COM								
Dividend Option: Cash			Security Identifier LAYN					
			CUSIP 521050104					
Multiple 3 Y	Total Noncovered 73 000	25 4150	1,855 31	17 0800	1,246 84	608 47		





MacWilliams Family Foundation
EIN #91-1810520
Edwards-3387

Statement Period: 12/01/2013 - 12/31/2013

Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
LAYNE CHRISTENSEN CO COM (continued)								
Multiple 3.7	Total Covered 124 000	24 3310	3,017 01	17 0600	2,117 92	-899 09		
Total	197 000		\$4,872 32		\$3,364 76	-\$1,507 56	\$0 00	
MARTEN TRANS LTD								
Security Identifier MRTN CUSIP 573075108								
Dividend Option Cash								
Multiple Y	Total Covered 195 000	12 2630	2,391 35	20 1900	3,937 05	1,545 70	19 50	0 49%
MENS WEARHOUSE INC COM								
Security Identifier MW CUSIP 587118100								
Dividend Option Cash								
Multiple 3.12 Y	Total Covered 85 000	32 3410	2,748 99	51 0800	4,341 80	1,592 81	61 20	1 40%
MERCURY SYS INC COM								
Security Identifier MRCY CUSIP 589378108								
Dividend Option Cash								
Multiple Y	Total Covered 359 000	8 1120	2,912 37	10 9500	3,931 05	1,018 68		
NATURAL GAS SVCS GROUP INC COM								
Security Identifier NGS CUSIP 63886Q109								
Dividend Option Cash								
11/09/12	84 000	15 5400	1,305 34	27 5700	2,315 88	1 010 54		
O M GROUP INC								
Security Identifier OMG CUSIP 670872100								
Dividend Option Cash								
Multiple 3.7	Total Noncovered 53 000	31 2830	1,657 99	36 4100	1,929 73	271 74		
Multiple 3 Y	Total Covered 191 000	26 6970	5 099 12	36 4100	6,954 31	1 855 19		
Total	244.000		\$6,757 11		\$8,884 04	\$2,126 93	\$0 00	
OPLINK COMMUNICATIONS INC								
Security Identifier OPLK CUSIP 68375Q403								
COM NEW								
Dividend Option Cash								
Multiple Y	Total Covered 267 000	18 8660	5,037 30	18 6000	4,966 20	-71 10		

MacWilliams Family Foundation
 EIN #91-1810520
 Edwards-3387

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
PACIFIC CONTINENTAL CORP								
			Security Identifier: PCBK					
			CUSIP: 69412V108					
Dividend Option: Cash								
09/04/12	206 000	8.9960	1,853.24	15.9400	3,283.64	1,430.40	82.40	2.50%
PATTERSON-UTI ENERGY INC COM								
			Security Identifier: PTEN					
			CUSIP: 703481101					
Dividend Option: Cash								
05/03/10 *3	Total Noncovered	14.9600	254.32	25.3200	430.44	176.12	3.40	0.78%
	17 000							
Multiple 3.Y	Total Covered	18.6530	4,271.61	25.3200	5,798.28	1,526.67	45.80	0.78%
	229 000							
Total	246 000		\$4,525.93		\$6,228.72	\$1,702.79	\$49.20	
PHOTONICS INC								
			Security Identifier: PLAB					
			CUSIP: 719405102					
Dividend Option: Cash								
Multiple 3.Y	Total Covered	5.9170	7 062.37	9.0300	10,808.91	3,726.54		
	1,197 000							
PIPER JAFFRAY COS COM								
			Security Identifier: PJC					
			CUSIP: 724078100					
Dividend Option: Cash								
Multiple 3.Y	Total Noncovered	37.4950	1,462.31	39.5500	1,542.45	80.14		
	39 000							
Multiple 3.Y	Total Covered	25.9670	2,362.98	39.5500	3,599.05	1,236.07		
	91 000							
Total	130 000		\$3,825.29		\$5,141.50	\$1,316.21	\$0.00	
POLYCOM INC COM								
			Security Identifier: PLCM					
			CUSIP: 73172K104					
Dividend Option: Cash								
Multiple Y	Total Covered	10.5790	6,262.54	11.2300	6,648.16	385.62		
	592 000							
POWELL INDS INC								
			Security Identifier: POWL					
			CUSIP: 739128106					
Dividend Option: Cash								
Multiple 3.Y	Total Covered	36.1440	2 060.21	66.9900	3,818.43	1,758.22	57.00	1.49%
	57 000							
RTI INTL METALS INC COM								
			Security Identifier: RTI					
			CUSIP: 74973W107					
Dividend Option: Cash								
04/30/10 *3	Total Noncovered	27.0750	649.80	34.2100	821.04	171.24		
	24 000							
Multiple 3.Y	Total Covered	26.3480	2,977.38	34.2100	3,865.73	888.35		
	113 000							
Total	137 000		\$3,627.18		\$4,686.77	\$1,059.59	\$0.00	
RTI BIOLOGICS INC COM								
			Security Identifier: RTIX					
			CUSIP: 74975N105					
Dividend Option: Cash								





BENJAMIN F. EDWARDS & CO
INVESTMENTS & AFFILIATIONS
One North Brentwood Blvd., Suite 500
Saint Louis, MO 63105 314 7261600

MacWilliams Family Foundation
EIN #91-1810520
Edwards-3387

Statement Period 12/01/2013 - 12/31/2013

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
RTI BIOLOGICS INC COM (continued)								
Multiple 3.Y	Total Covered 1,100 000	3 6910	4,059 60	3 5400	3,894 00	-165 60		
ROCKY BRANDS INC COM								
Dividend Option Cash			Security Identifier: RCKY CUSIP 774515100					
Multiple Y	Total Covered 215 000	14 9900	3 222 80	14 5700	3 132 55	90 25	86 00	2 74%
RUBY TUESDAY INC (GA) COM								
Dividend Option Cash			Security Identifier RT CUSIP 781182100					
Multiple Y	Total Covered 618 000	6 8940	4,260 53	6 9300	4,282 74	22 21		
STILLWATER MNG CO COM								
Dividend Option Cash			Security Identifier SWC CUSIP 86074Q102					
Multiple Y	Total Covered 332 000	12 2660	4,072 28	12 3400	4,096 88	24 60		
SUPERIOR ENERGY SVCS INC COM								
Dividend Option Cash			Security Identifier SPN CUSIP 868157108					
Multiple 3.Y	Total Covered 198 000	25 3120	5,011 75	26 6100	5 268 78	257 03		
TRAVELCENTERS AMER LLC COM								
Dividend Option Cash			Security Identifier TA CUSIP 894174101					
12/10/13	242 000	9 2900	2 248 16	9 7400	2,357 08	108 92		
TRIANGLE PETE CORP COM NEW								
Dividend Option Cash			Security Identifier TPLM CUSIP 89600B201					
Multiple Y	Total Covered 483 000	6 8170	3,292 84	8 3200	4,018 56	725 72		
UNIT CORP INC COM								
Dividend Option Cash			Security Identifier UNT CUSIP 909218109					
Multiple * 3 Y	Total Noncovered 13 000	44 3980	577 17	51 6200	671 06	93 89		

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Account Number EMM 003387
MACWILLIAMS FAMILY FOUNDATION

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MacWilliams Family Foundation
 EIN #91-1810520
 Edwards-3387

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
UNIT CORP INC COM (continued)								
Multiple 3 Y	Total Covered	45 1670	5,826 57	51 6200	6 658 98	832 41		
	129 000							
Total	142 000		\$6,403 74		\$7,330 04	\$926 30	\$0 00	
UNIVERSAL FST PRODS INC COM								
Dividend Option: Cash								
Security Identifier UFPI CUSIP 913543104								
Multiple 1	Total Covered	41 5470	3,282 24	52 1400	4,119 06	836 82	33 18	0 80%
	79 000							
VIEWPOINT FINL GROUP INC MD COM								
Dividend Option: Cash								
Security Identifier VPFG CUSIP 92672A101								
01/11/13	117 000	21 3470	2,497 55	27 4500	3,211 65	714 10	56 16	1 74%
VISHAY INTERTECHNOLOGY INC								
Dividend Option: Cash								
Security Identifier VSH CUSIP 928298108								
10/22/08 - 3	Total Noncovered	3 7420	123 49	13 2600	437 58	314 09		
	33 000							
Multiple 3 Y	Total Covered	10 0530	5,619 40	13 2600	7,412 34	1,792 94		
	559 000							
Total	592 000		\$5,742 89		\$7,849 92	\$2,107 03	\$0 00	
WASHINGTON FED INC COM								
Dividend Option: Cash								
Security Identifier WAFD CUSIP 938824109								
Multiple 3 Y	Total Noncovered	16 0140	896 80	23 2900	1,304 24	407 44	22 40	1 71%
	56 000							
Multiple 3 Y	Total Covered	16 0680	1,414 02	23 2900	2 049 52	635 50	35 20	1 71%
	88 000							
Total	144 000		\$2,310 82		\$3,353 76	\$1,042 94	\$57 60	
WEST MARINE INC COM								
Dividend Option: Cash								
Security Identifier WMAR CUSIP 954235107								
Multiple 1	Total Covered	12 2810	3,696 56	14 2300	4 283 23	586 67		
	301 000							
Total Common Stocks			\$193,245 56		\$238,438 67	\$45,193 11	\$1,520 93	
Real Estate Investment Trusts								
BIOMED RLTY TR INC COM								
Dividend Option: Cash								
Security Identifier BMR CUSIP 09063H107								
Multiple 3 Y	Total Noncovered	16 8640	1,652 68	18 1200	1,775 76	123 08	98 00	5 51%
	98 000							
Multiple 3 Y	Total Covered	18 6840	2,933 32	18 1200	2,844 84	-88 48	157 00	5 51%
	157 000							
Total	255 000		\$4,586 00		\$4,620 60	\$34 60	\$255 00	





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One North Brentwood Blvd., Suite 800
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MacWilliams Family Foundation
EIN #91-1810520
Edwards-3387

Statement Period: 12/01/2013 - 12/31/2013

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Real Estate Investment Trusts (continued)								
DIAMONDROCK HOSPITALITY CO COM			Security Identifier: DRH					
Dividend Option Cash			CUSIP: 252784301					
Multiple 3.Y	Total Noncovered	6.9620	2,366.99	11.5500	3,927.00	1,560.01	115.60	2.94%
	340.000							
Multiple 3.Y	Total Covered	8.4150	782.58	11.5500	1,074.15	291.57	31.62	2.94%
	93.000							
Total	433.000		\$3,149.57		\$5,001.15	\$1,851.58	\$147.22	
FRANKLIN STR PPTYS CORP COM			Security Identifier: FSP					
Dividend Option Cash			CUSIP: 35471R106					
Multiple 3.Y	Total Noncovered	13.5940	421.42	11.9500	370.45	50.97	23.56	6.35%
	31.000							
Multiple 3.Y	Total Covered	10.6000	3,042.21	11.9500	3,429.65	387.44	218.12	6.35%
	287.000							
Total	318.000		\$3,463.63		\$3,800.10	\$336.47	\$241.68	
Total Real Estate Investment Trusts			\$11,199.20		\$13,421.85	\$2,222.65	\$643.90	
Total Equities			\$204,444.76		\$251,860.52	\$47,415.76	\$2,164.83	
Total Portfolio Holdings			\$209,466.63		\$256,882.39	\$47,415.76	\$0.00	\$2,170.59

* Noncovered under the cost basis rules as defined below

Securities acquired before 2011 are generally not subject to the new cost basis reporting rules set forth in the Internal Revenue Code of 1986 as amended ("IRC") (incorporating amendments enacted by P.L. 110-343, the Emergency Economic Stabilization Act of 2008) and are, therefore, considered "noncovered" under the new cost basis reporting rules, and marked or denoted as such. All other securities in this section are securities which are "covered" under the new cost basis reporting rules. Securities which are "covered" under the new cost basis reporting rules are defined as securities which have been acquired on or after their "applicable date(s)" at which they are subject to the cost basis reporting rules and the adjusted basis will be reported to the IRS on form 1099-B for the applicable tax year in which the security is disposed.

Reporting requirements generally will be phased in over a three-year period, as follows:

- Stock in a corporation acquired on or after January 1, 2011
- Mutual funds and dividend reinvestment plan (DRP) shares acquired on or after January 1, 2012
- Other securities: principally debt securities and options, acquired on or after January 1, 2013 or later, as determined by the Secretary of the Treasury

3. Either all or a portion of the cost basis of this security has been provided to us by you or your introducing firm and Pershing makes no representation as to the accuracy of this information.

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BENJAMIN F. EDWARDS & CO.
INVESTMENTS for GENERATIONS
One North Breunow Blvd. Suite 550
Saint Louis, MO 63105 314-726 1600

MacWilliams Family Foundation
EIN #91-1810520
Edwards-3403

Statement Period 12/01/2013 - 12/31/2013

FDIC Insured Bank Deposits *(continued)*

Date	Activity Type	Description	Amount	Balance
Sweep FDIC Insured Bank Deposits <i>(continued)</i>				
DEUTSCHE BANK INS DEPOSIT E <i>(continued)</i>				
12/16/13		APY 0.06% RBS Citizens Bank A/O 12/16 \$10695.04		10,695.04
12/19/13	Withdrawal	WITHDRAWAL	-1,280.67	9,414.37
12/24/13	Withdrawal	WITHDRAWAL	-210.78	9,203.59
12/27/13	Withdrawal	WITHDRAWAL	825.64	8,377.95
12/31/13	Deposit	DEPOSIT	0.66	8,378.61
12/31/13	Closing Balance			\$8,378.61
Total FDIC Insured Bank Deposits				\$8,378.61

The FDIC Insured Bank Deposits are not securities and are not covered by the Securities Investor Protection Corporation (SIPC). The Bank Deposits at each bank are insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000 for each category of legal ownership including individual retirement accounts and certain other self-directed retirement accounts. Please review this in connection with other deposits you may have at each respective bank.

Portfolio Holdings

Opening Date	Quantity	Account Number	Activity Ending	Opening Balance	Closing Balance	Accrued Income	Income This Year	30-Day Yield	Current Yield
Cash, Money Funds, and Bank Deposits 4.00% of Portfolio									
Cash Balance				40.13	2.08				
FDIC Insured Bank Deposits									
DEUTSCHE BANK INS DEPOSIT E									
11/30/13	8,378.610	EMM003403	12/31/13	14,169.30	8,378.61	0.28	5.70	N/A	N/A
Total FDIC Insured Bank Deposits				\$14,169.30	\$8,378.61	\$0.28	\$5.70		
Total Cash, Money Funds, and Bank Deposits				\$14,209.43	\$8,380.69	\$0.28	\$5.70		



MacWilliams Family Foundation
 EIN #91-1810520
 Edwards-3403

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities 96.00% of Portfolio								
Common Stocks								
AON PLC SHS CL A			Security Identifier AON					
ISIN#GB0085810K07			CUSIP G0408V102					
Dividend Option Cash								
05/06/13	39.000	63.3290	2,469.85	83.8900	3,271.71	801.86	27.30	0.83%
EATON CORP PLC SHS			Security Identifier ETN					
ISIN#IE00B8KQNB27			CUSIP G29183103					
Dividend Option Cash								
Multiple Y	Total Covered 50.000	59.4540	2,972.72	76.1200	3,806.00	833.28	84.00	2.20%
MICHAEL KORS HLDGS LTD SHS			Security Identifier KORS					
ISIN#VGG607541015			CUSIP G60754101					
Dividend Option Cash								
06/28/13	25.000	62.2600	1,556.50	81.1900	2,029.75	473.25		
CHECK POINT SOFTWARE TECHNOLOGIES LTD SHS			Security Identifier CHKP					
ISIN#IL0010824113			CUSIP M22465104					
Dividend Option Cash								
08/08/13	44.000	58.7140	2,583.43	64.5200	2,838.88	255.45		
ASML HLDG N V N Y REGISTRY SHS NEW 2012			Security Identifier ASML					
			CUSIP N07059210					
Dividend Option Cash								
Multiple Y	Total Covered 39.000	59.6200	2,325.19	93.7000	3,654.30	1,329.11	22.88	0.62%
NIELSEN HOLDINGS B V COM			Security Identifier NLSN					
			CUSIP N63218106					
Dividend Option Cash								
11/22/13	27.000	40.6500	1,097.54	45.8900	1,239.03	141.49	21.60	1.74%
ABBOTT LABS COM			Security Identifier ABT					
			CUSIP 002824100					
Dividend Option Cash								
11/11/13	70.000	38.1500	2,670.49	38.3300	2,683.10	12.61	61.60	2.29%
ALLIANCE DATA SYS CORP COM			Security Identifier ADS					
			CUSIP 018581108					
Dividend Option Cash								
Multiple Y	Total Covered 26.000	170.7190	4,438.70	262.9300	6,836.18	2,397.48		
AMAZON COM INC			Security Identifier AMZN					
			CUSIP 023135106					
Dividend Option Cash								
Multiple Y	Total Covered 9.000	216.3520	1,947.17	398.7900	3,589.11	1,641.94		





BENJAMIN F. EDWARDS & CO
INVESTMENTS for GENERATIONS
One North Brentwood Blvd Suite 650
Saint Louis MO 63105 314-726 1800

MacWilliams Family Foundation
EIN #91-1810520
Edwards-3403

Statement Period 12/01/2013 - 12/31/2013

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
ANHEUSER BUSCH INBEV SA NV SPONSORED ADR								
			Security Identifier: BUD					
			CUSIP 03524A108					
Dividend Option Cash								
Multiple 1/3.Y	Total Covered	85 7620	3,687 77	106 4600	4,577 78	890 01	107 67	2 35%
	43 000							
APPLE INC COM								
			Security Identifier: AAPL					
			CUSIP 037833100					
Dividend Option Cash								
Multiple 1/3.Y	Total Noncovered	129 5940	2,073 50	561 0200	8,976 32	6 902 82	195 20	2 17%
	16 000							
Multiple 1/3.Y	Total Covered	428 1320	2,140 66	561 0200	2,805 10	664 44	61 00	2 17%
	5 000							
Total	21 000		\$4,214 16		\$11,781 42	\$7,567 26	\$256 20	
BIOMARIN PHARMACEUTICAL INC COM								
			Security Identifier: BMRN					
			CUSIP 09061G101					
Dividend Option Cash								
Multiple 1/3.Y	Total Covered	72 3160	2 675 70	70 3500	2,602 95	72 75		
	37 000							
BIOGEN IDEC INC COM								
			Security Identifier: BIIB					
			CUSIP 09062X103					
Dividend Option Cash								
Multiple 3.Y	Total Covered	120 2070	1 202 07	279 5720	2,795 72	1,593 65		
	10 000							
BOEING CO COM								
			Security Identifier: BA					
			CUSIP 097023105					
Dividend Option Cash								
Multiple 1/3.Y	Total Noncovered	65 5330	720 86	136 4900	1 501 39	780 53	32 12	2 13%
	11 000							
Multiple 3.Y	Total Covered	74 2800	1 634 16	136 4900	3 002 78	1 368 62	64 24	2 13%
	22 000							
Total	33 000		\$2,355 02		\$4,504 17	\$2,149 15	\$96.36	
BRISTOL MYERS SQUIBB CO COM								
			Security Identifier: BMY					
			CUSIP 110122108					
Dividend Option Cash								
Multiple 1/3.Y	Total Covered	34 1520	3,141 96	53 1500	4 889 80	1,747 84	128 80	2 63%
	92 000							

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EDWARDS-3403

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Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
CIT GROUP INC NEW COM NEW								
Dividend Option Cash			Security Identifier CIT CUSIP 125581801					
12/03/13	65 000	50 2400	3,265 61	52 1300	3,388 45	122 84	26 00	0 76%
CVS CAREMARK CORP								
Dividend Option Cash			Security Identifier CVS CUSIP 126650100					
05/15/13	50 000	59 8080	2 990 39	71 5700	3,578 50	588 11	45 00	1 25%
CELGENE CORP								
Dividend Option Cash			Security Identifier CELG CUSIP 151020104					
Multiple Y	Total Covered 14 000	152 4660	2,134 53	168 9680	2,365 55	231 02		
COCA COLA COMPANY								
Dividend Option Cash			Security Identifier KO CUSIP 191216100					
Multiple 3 Y	Total Covered 98 000	35 3780	3 467 01	41 3100	4,048 38	581 37	109 76	2 71%
COMCAST CORP CL A								
Dividend Option Cash			Security Identifier CMCSA CUSIP 20030N101					
Multiple Y	Total Covered 59 000	44 0090	2,596 51	51 9650	3,065 94	469 43	46 02	1 50%
COMERICA INC COM								
Dividend Option Cash			Security Identifier CMA CUSIP 200340107					
12/16/13	59 000	45 6500	2,693 33	47 5400	2,804 86	111 53	40 12	1 43%
CROWN CASTLE INTL CORP COM								
Dividend Option Cash			Security Identifier CCI CUSIP 228227104					
Multiple 3 Y	Total Covered 45 000	59 1440	2,661 49	73 4300	3,304 35	642 86		
DANAHER CORP COM								
Dividend Option Cash			Security Identifier DHR CUSIP 235851102					
Multiple 3 Y	Total Covered 61 000	58 7440	3,583 39	77 2000	4,709 20	1 125 81	6 10	0 12%
DISCOVERY COMMUNICATIONS INC								
NEW COM SER A			Security Identifier DISCA CUSIP 25470F104					
Dividend Option Cash								
06/26/12	32 000	53 1470	1 700 71	90 4200	2,893 44	1,192 73		
DOMINION RES INC VA COM								
Dividend Option Cash			Security Identifier D CUSIP 25746U109					
Multiple Y	Total Covered 69 000	59 5980	4 112 29	64 6900	4 463 61	351 32	155 25	3 47%





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 INVESTMENTS for GENERATIONS
 One North Brentwood Blvd Suite 850
 Saint Louis MO 63105 314-725 1600

MacWilliams Family Foundation
 EIN #91-1810520
 Edwards-3403

Statement Period 12/01/2013 - 12/31/2013

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
EBAY INC COM			Security Identifier EBAY					
			CUSIP 278642103					
Dividend Option Cash								
Multiple 1	Total Covered 30 000	52 9640	1 588 93	54 8650	1 645 95	57 02		
EDWARDS LIFESCIENCES CORP COM			Security Identifier EW					
			CUSIP 28176E108					
Dividend Option Cash								
Multiple 1	Total Covered 34 000	86 9060	2,954 80	65 7600	2,235 84	718 96		
FAMILY DOLLAR STORES			Security Identifier FDO					
			CUSIP 307000109					
Dividend Option Cash								
Multiple 3.1	Total Covered 43 000	59 8550	2 573 77	64 9700	2,793 71	219 94	44 72	1 60%
FEDEX CORP COM			Security Identifier FDX					
			CUSIP 31428X106					
Dividend Option Cash								
Multiple 3.1	Total Covered 28 000	93 8090	2 626 65	143 7700	4,025 56	1,398 91	16 80	0 41%
GENERAL MTRS CO COM			Security Identifier GM					
			CUSIP 37045V100					
Dividend Option Cash								
Multiple 1	Total Covered 106 000	40 6700	4 311 01	40 8700	4 332 22	21 21		
GOOGLE INC CL A			Security Identifier GOOG					
			CUSIP 38259P508					
Dividend Option Cash								
Multiple 3.1	Total Covered 10 000	662 9730	6,629 73	1,120 7100	11,207 10	4,577 37		
HOME DEPOT INC COM			Security Identifier HD					
			CUSIP 437076102					
Dividend Option Cash								
Multiple 1	Total Covered 50 000	78 6360	3 931 82	82 3400	4 117 00	185 18	78 00	1 89%
INTERNATIONAL BUSINESS MACHS CORP COM			Security Identifier IBM					
			CUSIP 459200101					
Dividend Option Cash								

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11/11/13

Account Number EMM-003403
 MACWILLIAMS FAMILY FOUNDATION

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Benjamin F. Edwards & Co. LLC is a wholly owned subsidiary of
 The F. W. O. Group, Inc. (NYSE: FWO) and is a member of the
 F. W. O. Group, Inc. (NYSE: FWO) family of companies.

MacWilliams Family Foundation
 EIN #91-1810520
 Edwards-3403

Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities <i>(continued)</i>								
Common Stocks <i>(continued)</i>								
INTERNATIONAL BUSINESS MACHS CORP <i>(continued)</i>								
Multiple Y	Total Covered	199 4150	3,390 06	187 5700	3,188 69	201 37	64 60	2 02%
	17 000							
INTUIT INCORPORATED COM								
Dividend Option Cash			Security Identifier INTU					
			CUSIP 461202103					
11/01/13	30 000	71 3500	2,140 50	76 3700	2,289 60	149 10	22 80	0 99%
JOHNSON & JOHNSON COM								
Dividend Option Cash			Security Identifier JNJ					
			CUSIP 478160104					
Multiple Y	Total Covered	73 2820	4,030 52	91 5900	5,037 45	1,006 93	145 20	2 88%
	55 000							
KINDER MORGAN INC DEL COM								
Dividend Option Cash			Security Identifier KMI					
			CUSIP 49456B101					
Multiple Y	Total Covered	36 6410	4 836 62	36 0000	4 752 00	-84 62	216 48	4 55%
	132 000							
KRAFT FOODS GROUP INC COM								
Dividend Option Cash			Security Identifier KRFT					
			CUSIP 50076Q106					
Multiple Y	Total Covered	53 8620	2 585 39	53 9100	2 587 68	2 29	100 80	3 89%
	48 000							
MICROSOFT CORP COM								
Dividend Option Cash			Security Identifier MSFT					
			CUSIP 594918104					
Multiple 3.Y	Total Covered	28 9280	3 905 22	37 4100	5 050 35	1 145 13	151 20	2 99%
	135 000							
MONSANTO CO NEW COM								
Dividend Option Cash			Security Identifier MON					
			CUSIP 61166W101					
Multiple 3.Y	Total Covered	75 5590	3,022 37	116 5500	4,662 00	1,639 63	68 80	1 47%
	40 000							
NOBLE ENERGY INC COM								
Dividend Option Cash			Security Identifier NBL					
			CUSIP 655044105					
10/25/13	33 000	75 9260	2,505 55	68 1100	2 247 63	-257 92	18 48	0 82%
O REILLY AUTOMOTIVE INC NEW COM								
Dividend Option Cash			Security Identifier ORLY					
			CUSIP 67103H107					
07/16/12	18 000	90 7780	1,634 01	128 7100	2 316 78	682 77		
ORACLE CORP COM								
Dividend Option Cash			Security Identifier ORCL					
			CUSIP 68389X105					
12/23/13	60 000	36 7990	2,207 94	38 2600	2,295 60	87 66	28 80	1 25%
PPG INDUSTRIES INC								
Dividend Option Cash			Security Identifier PPG					
			CUSIP 693506107					

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BENJAMIN F. EDWARDS & CO
INVESTMENTS for GENERATIONS
One North Brentwood Blvd., Suite 550
Saint Louis, MO 63105 314 726-1600

MacWilliams Family Foundation
EIN #91-1810520
Edwards-3403

Statement Period 12/01/2013 - 12/31/2013

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
PPG INDUSTRIES INC (continued)								
10/03/13	19 000	166 4300	3,162 17	189 6600	3,603 54	441 37	46 36	1 28%
PEPSICO INC COM								
Dividend Option Cash								
11/04/13	26 000	84 2200	2,189 72	82 9400	2,156 44	33 28	59 02	2 73%
PFIZER INC COM								
Dividend Option Cash								
07/12/12	75 000	22 7200	1,704 00	30 6300	2,297 25	593 25	78 00	3 39%
PHILIP MORRIS INTL INC COM								
Dividend Option Cash								
Multiple 3.Y	Total Covered 30 000	87 2560	2,617 68	87 1300	2,613 90	-3 78	112 80	4 31%
PRECISION CASTPARTS CORP								
Dividend Option Cash								
Multiple 13.Y	Total Noncovered 14 000	127 2330	1,781 26	269 3000	3,170 20	1,988 94	1 68	0 04%
Multiple Y	Total Covered 8 000	199 2780	1,594 72	269 3000	2 154 40	560 18	0 96	0 04%
Total	22 000		\$3,375 48		\$5,924 60	\$2,549.12	\$2 64	
PROCTER & GAMBLE CO COM								
Dividend Option Cash								
Multiple 3.12.Y	Total Covered 41 000	67 5340	2,768 90	81 4100	3 337 81	568 91	98 64	2 95%
RANGE RES CORP COM								
Dividend Option Cash								
Multiple 3 Y	Total Noncovered 8 000	50 1280	401 02	84 3100	674 48	273 46	1 28	0 18%
Multiple 3.Y	Total Covered 44 000	58 0230	2 553 00	84 3100	3,709 64	1 156 64	7 04	0 18%
Total	52.000		\$2,954 02		\$4,384 12	\$1,430 10	\$8 32	

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Account Number EMM-003403
MACWILLIAMS FAMILY FOUNDATION

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2013-12-31
CALCULATED GAIN AND LOSS
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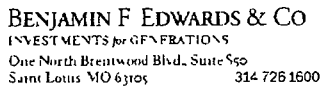
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MacWilliams Family Foundation
 EIN #91-1810520
 Edwards-3403

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
SHERWIN WILLIAMS CO			Security Identifier: SHW					
Dividend Option: Cash			CUSIP: 824348106					
Multiple Y	Total Covered	160 0250	3,520 55	183 5000	4 037 00	516 45	44 00	1 08%
	22 000							
STARBUCKS CORP COM			Security Identifier: SBUX					
Dividend Option: Cash			CUSIP: 855244109					
09/27/10 - 11/13	Total Noncovered	26 3140	578 90	78 3900	1,724 58	1,145 68	22 88	1 32%
	22 000							
12/06/12	Total Covered	53 1690	1,701 41	78 3900	2,508 48	807 07	33 28	1 32%
	32 000							
Total	54 000		\$2,280 31		\$4,233 06	\$1,952.75	\$56 16	
TWENTY-FIRST CENTY FOX INC CL A			Security Identifier: FOXA					
Dividend Option: Cash			CUSIP: 90130A101					
Multiple Y	Total Covered	30 4450	2,009 36	35 1700	2,321 22	311 86	16 50	0 71%
	66 000							
UNILEVER NV NEW YORK SHS NEW			Security Identifier: UN					
Dividend Option: Cash			CUSIP: 904784709					
Multiple Y	Total Covered	38 2980	2,642 55	40 2300	2,775 87	133 32	81 84	2 94%
	69 000							
UNION PACIFIC CORP COM			Security Identifier: UNP					
Dividend Option: Cash			CUSIP: 907818108					
Multiple 3 Y	Total Covered	113 6090	3 635 49	168 0000	5,376 00	1 740 51	101 12	1 88%
	32 000							
VERIZON COMMUNICATIONS INC COM			Security Identifier: VZ					
Dividend Option: Cash			CUSIP: 92343V104					
Multiple 3 Y	Total Covered	41 7940	5,224 24	49 1400	6 142 50	918 26	265 00	4 31%
	125 000							
WAL MART STORES INC COM			Security Identifier: WMT					
Dividend Option: Cash			CUSIP: 931142103					
Multiple Y	Total Covered	75 3480	3,842 76	78 6900	4,013 19	170 43	95 88	2 38%
	51 000							
WHOLE FOODS MKT INC COM			Security Identifier: WFM					
Dividend Option: Cash			CUSIP: 966837106					
04/12/13	43 000	43 6140	1,875 41	57 8300	2,486 69	611 28	20 64	0 83%
Total Common Stocks			\$167,221 06		\$216,210.53	\$48,989 47	\$3,278 26	
Total Equities			\$167,221 06	3020 10	\$216,210.53	\$48,989.47	\$3,278 26	





MacWilliams Family Foundation
 EIN #91-1810520
 Edwards-3403

Statement Period 12/01/2013 - 12/31/2013**Portfolio Holdings** *(continued)*

	Cost Basis	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income
Total Portfolio Holdings	\$175,601.75	\$224,591.22	\$48,989.47	\$0.00	\$3,283.96

* Noncovered under the cost basis rules as defined below

Securities acquired before 2011 are generally not subject to the new cost basis reporting rules set forth in the Internal Revenue Code of 1986, as amended ("IRC") (incorporating amendments enacted by P.L. 110-343, the Emergency Economic Stabilization Act of 2008) and are, therefore, considered "noncovered," under the new cost basis reporting rules and marked or denoted as such. All other securities in this section are securities which are "covered" under the new cost basis reporting rules. Securities which are "covered" under the new cost basis reporting rules are defined as securities which have been acquired on or after their "applicable date(s)" at which they are subject to the cost basis reporting rules and the adjusted basis will be reported to the IRS on form 1099-B for the applicable tax year in which the security is disposed.

Reporting requirements generally will be phased in over a three-year period, as follows:

- Stock in a corporation acquired on or after January 1, 2011
- Mutual funds and dividend reinvestment plan (DRP) shares acquired on or after January 1, 2012
- Other securities, principally debt securities and options, acquired on or after January 1, 2013, or later as determined by the Secretary of the Treasury

³ Either all or a portion of the cost basis of this security has been provided to us by you or your introducing firm and Pershing makes no representation as to the accuracy of this information.

12 Pershing has received updated cost basis information for either all or some of the shares for this security therefore cost basis provided on previous client brokerage statements may differ from the new cost basis reported in this section

¹³ Either all or a portion of the cost basis of this security has been provided to us by the delivering firm or transferring agent and Pershing makes no representation as to the accuracy of this information.

¹ This line is an aggregation of shares in this position, representing shares acquired at different times and/or dates. This summary is a sum of these shares and does not represent cost basis calculated using the average cost accounting method.

Portfolio Holdings Disclosures

Pricing

This section includes the net market value of the securities in your account on a settlement date basis, including short positions, at the close of the statement period. The market prices have been obtained from sources which we believe to be reliable. Pershing may not use the closing price of the particular exchange or marketplace where your position was purchased as the "Market Price." Securities for which a price is not available are marked "N/A" and are omitted from the Total.

The estimated annual income (EAI) and estimated current yield (ECY) figures are estimates and for informational purposes only. These figures are not considered to be a forecast or guarantee of future results. These figures are computed using information from providers believed to be reliable; however, no assurance can be made as to the accuracy. Since interest and dividend rates are subject to change at any time, and may be affected by current and future economic, political, and business conditions, they should not be relied on for making investment, trading, or tax decisions. These figures assume that the position quantities, interest and dividend rates, and prices remain constant. A capital gain or return of principal may be included in the figures for certain securities, thereby overstating them. Refer to www.pershing.com/business_continuity.html for specific details as to formulas used to calculate the figures. Accrued interest represents interest earned but not yet received.

THE AS OF PRICE DATE ONLY APPEARS WHEN THE PRICE DATE DOES NOT EQUAL THE STATEMENT DATE

Remvestment

The dollar amount of Mutual Fund distributions: Money Market Fund dividend income, Bank Deposit interest income, or dividends for other securities shown on your Statement may have been reinvested. You will not receive confirmation of these reinvestments. Upon written request to your financial institution, information pertaining to these transactions, including the time of execution and the name of the person from

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
EDWARDS #2286	13,454.	53.	13,401.	13,123.	
EDWARDS #3346	4,082.	0.	4,082.	3,838.	
EDWARDS #3361	3,050.	0.	3,050.	3,050.	
EDWARDS #3379	4,605.	0.	4,605.	4,605.	
EDWARDS #3387	1,779.	42.	1,737.	1,675.	
EDWARDS #3395	3,230.	0.	3,230.	3,230.	
EDWARDS #3403	2,978.	0.	2,978.	2,922.	
EDWARDS #3411	1,292.	33.	1,259.	1,216.	
EDWARDS #5944	23,128.	0.	23,128.	23,128.	
TO PART I, LINE 4	57,598.	128.	57,470.	56,787.	

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	1,394.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,394.	0.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNT MANAGEMENT FEES	18,147.	18,147.		0.
TO FORM 990-PF, PG 1, LN 16B	18,147.	18,147.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEE	7,590.	7,590.		0.
TO FORM 990-PF, PG 1, LN 16C	7,590.	7,590.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	1,217.	1,217.		0.
TO FORM 990-PF, PG 1, LN 18	1,217.	1,217.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DEPARTMENT OF JUSTICE	323.	323.		0.
OREGON CORPORATE DIVISION	50.	50.		0.
INTERNAL REVENUE SERVICE	6,500.	6,500.		0.
TO FORM 990-PF, PG 1, LN 23	6,873.	6,873.		0.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
EDWARDS #3395 (SEE ATTACHED SCHEDULE)	X		89,896.	91,480.
TOTAL U.S. GOVERNMENT OBLIGATIONS			89,896.	91,480.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			89,896.	91,480.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EDWARDS #5944 (SEE ATTACHED SCHEDULE)	724,909.	602,720.
EDWARDS #3361 (SEE ATTACHED SCHEDULE)	105,294.	114,117.
EDWARDS #3403 (SEE ATTACHED SCHEDULE)	167,221.	216,211.
EDWARDS #3379 (SEE ATTACHED SCHEDULE)	249,178.	361,386.
EDWARDS #3387 (SEE ATTACHED SCHEDULE)	204,445.	251,861.
EDWARDS #3411 (SEE ATTACHED SCHEDULE)	166,345.	211,781.
EDWARDS #3346 (SEE ATTACHED SCHEDULE)	118,536.	158,194.
EDWARDS #2286 (SEE ATTACHED SCHEDULE)	272,980.	328,927.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,008,908.	2,245,197.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EDWARDS #3395 (SEE ATTACHED SCHEDULE)	40,546.	40,806.
TOTAL TO FORM 990-PF, PART II, LINE 10C	40,546.	40,806.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 10

NAME OF MANAGER

PETER MACWILLIAMS
SHARON MACWILLIAMS

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CS LEWIS ACADEMY PO BOX 3250 NEWBERG, OR 97132	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	4,000.
FLAME MINISTRIES PO BOX 3333 EVERETT, WA 98213	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	2,000.
HILLSBORO SCHOOLS FOUNDATION 5193 NE ELAM YOUNG PARKWAY, STE A HILLSBORO, OR 97124	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	100.
KENMORE COMMUNITY CHURCH 7504 NE BOTHELL WAY KENMORE, WA 98028	NONE	NONE	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	10,000.
LIBERTY HIGH SCHOOL 21945 NW WAGON WAY HILLSBORO, OR 97124	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	4,000.
OREGON HUMANE SOCIETY 1067 NE COLUMBIA BOULEVARD PORTLAND, OR 97211	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	500.
PORTLAND RESCUE MISSION 111 WEST BURNSIDE STREET PORTLAND, OR 97208	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	10,000.
VOICE OF CHRIST MEDIA MINISTRIES, INC. PO BOX 7145 BEAVERTON, OR 97007	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	2,000.
WARRIOR ATHLETIC CLUB 18550 SW KINNAMAN ROAD ALOHA, OR 97007	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	15,000.
WOUNDED WARRIOR PROJECT 4899 BELFORT ROAD SUITE 300 JACKSONVILLE, FL 32256	NONE	501(C)(3)	TO PROVIDE FUNDS TO ACCOMPLISH ITS FUNCTION	4,000.
Total from continuation sheets				51,600.