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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation THE EARL N PHILLIPS JR FAMILY FOUNDATION		A Employer identification number 91-1941861	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 830		B Telephone number (see instructions) (336) 885-5100	
City or town, state or province, country, and ZIP or foreign postal code HIGH POINT, NC 27261		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (From Part II, col. (c), line 16) ☐ \$ 1,617,906		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	10	10		
	4 Dividends and interest from securities.	12,811	12,811		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	30,573			
	b Gross sales price for all assets on line 6a 2,061,099				
	7 Capital gain net income (from Part IV , line 2) . . .		30,573		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	43,394	43,394		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,300	2,300		
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	665	665		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	7,545	7,545		
	24 Total operating and administrative expenses. Add lines 13 through 23	10,510	10,510		0
	25 Contributions, gifts, grants paid	123,171			123,171
	26 Total expenses and disbursements. Add lines 24 and 25	133,681	10,510		123,171
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-90,287			
	b Net investment income (if negative, enter -0-)		32,884		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	83,213	67,479	67,479
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,642,293	1,567,740	1,550,427
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,725,506	1,635,219	1,617,906	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons	1,314	1,314	
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	1,314	1,314	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,724,192	1,633,905	
	30	Total net assets or fund balances (see page 17 of the instructions)	1,724,192	1,633,905	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,725,506	1,635,219	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1	1,724,192
2	Enter amount from Part I, line 27a	2	-90,287
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	1,633,905
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,633,905

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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 See Additional Data Table			
b			
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	30,573
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	7,055

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 page 18 of 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	94,215	1,352,009	0 069685
2011	98,652	1,824,038	0 054084
2010	101,331	1,382,960	0 073271
2009	105,858	1,463,429	0 072336
2008	99,920	1,951,696	0 051196

2	Total of line 1, column (d).	2	0 320572
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 064114
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	2,326,164
5	Multiply line 4 by line 3.	5	149,140
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	329
7	Add lines 5 and 6.	7	149,469
8	Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	123,171

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)				
1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		1	658	
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		2	658	
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
3 Add lines 1 and 2.				3
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4		
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	658	
6 Credits/Payments		7		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a			
b Exempt foreign organizations—tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments Add lines 6a through 6d.		7		
8 Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached		8	15	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	673	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10		
11 Enter the amount of line 10 to be Credited to 2014 estimated tax Refunded		11		

Part VII-A Statements Regarding Activities			
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		1b	No
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file Form 1120-POL for this year?.		1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ (2) On foundation managers \$ _____			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		2	No
If "Yes," attach a detailed description of the activities.			
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	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.		4a	No
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?		5	No
If "Yes," attach the statement required by General Instruction T.			
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	Yes
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	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) _____			
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	Yes
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	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		10	No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶WILLIAM F BLUE CPA Telephone no ▶(336) 885-5100 Located at ▶211 W LEXINGTON AVE SUITE 106 HIGH POINT NC ZIP +4 ▶27262			
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		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See 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 page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	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		No
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 ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

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

Yes

No

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

Yes

No

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

Yes

No

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

Yes

No

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

Yes

No

b

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

5b

Organizations relying on a current notice regarding disaster assistance check here.

c

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

Yes

No

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

6a

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

Yes

No

b

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

6b

No

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

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes

No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(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
EARL N PHILLIPS JR	DIR/PRES/TRE	0	0	0
PO BOX 830	0 00			
PO BOX 830				
HIGH POINT, NC 27261				
COURTNEY PHILLIPS HYDER	DIR/SEC	0	0	0
PO BOX 830	0 00			
PO BOX 830				
HIGH POINT, NC 27261				
JORDAN N PHILLIPS	VP/DIR	0	0	0
PO BOX 830	0 00			
PO BOX 830				
HIGH POINT, NC 27261				
KIMBERLY G PHILLIPS	DIR	0	0	0
PO BOX 830	0 00			
PO BOX 830				
HIGH POINT, NC 27261				

2

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

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

Total

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

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	2,343,143
b	Average of monthly cash balances.	1b	18,445
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,361,588
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	2,361,588
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	35,424
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,326,164
6	Minimum investment return. Enter 5% of line 5.	6	116,308

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	116,308
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	658
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	658
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	115,650
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	115,650
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	115,650

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	123,171
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	123,171
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	123,171
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				115,650
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				3,745
b From 2009.				32,871
c From 2010.				32,421
d From 2011.				7,659
e From 2012.				27,935
f Total of lines 3a through e.	104,631			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 123,171				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2013 distributable amount.				115,650
e Remaining amount distributed out of corpus	7,521			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	112,152			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . .	3,745			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	108,407			
10 Analysis of line 9				
a Excess from 2009. . . .				32,871
b Excess from 2010. . . .				32,421
c Excess from 2011. . . .				7,659
d Excess from 2012. . . .				27,935
e Excess from 2013. . . .				7,521

Part XIV

7

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test—enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . .

c "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV

1

See Additional Data Table

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

2

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

a The name, address, and telephone number of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV

Supplementary Information (continued)

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

Recipient	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 See Additional Data Table				
Total			3a	123,171
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
SEE PDF ATTACHED - US BANK 8743011	P		
SEE PDF ATTACHED - ML 2EQ07065	P		
SEE PDF ATTACHED - ML 2EQ07065	P		
SEE PDF ATTACHED - ML 2EQ07065	P		
SEE PDF ATTACHED - ML 2EQ07065	P		
SEE PDF ATTACHED - ML 2EQ07064	P		
SEE PDF ATTACHED - ML 2EQ07064	P		
SPDR GOLD TRUST	P		
SPDR GOLD TRUST	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
489,580		458,553	31,027
32,233		28,841	3,392
1,000,657		922,256	78,401
61,744		60,379	1,365
14			14
159,475		182,778	-23,303
264,951		332,728	-67,777
16,070		20,145	-4,075
24,106		24,846	-740

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			31,027
			3,392
			78,401
			1,365
			14
			-23,303
			-67,777
			-4,075
			-740

Form 990PF Part XV Line 1a - List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000).

EARL N PHILLIPS JR
101 S MAIN STREET
HIGH POINT NC 27261

Form 990PF Part XV Line 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				
CAROLINA PERFORMING ARTS N/A N/A N/A CHAPEL HILL,NC 27514	N/A	EXEMPT	ANNUAL FUND	13,852
THE EDUCATIONAL FOUNDATION INC N/A N/A N/A CHAPEL HILL,NC 27515	N/A	EXEMPT	ANNUAL FUND	3,500
THE THA FOUNDATION N/A N/A N/A HIGH POINT,NC 27261	N/A	EXEMPT	ANNUAL FUND	1,000
NIDO QUBEIN ASSOC SCHOLARSHIP FUND N/A N/A N/A HIGH POINT,NC 27262	N/A	EXEMPT	ANNUAL FUND	1,000
THE LIGHT HOUSE PROJECT N/A N/A N/A HIGH POINT,NC 27260	N/A	EXEMPT	ANNUAL FUND	1,000
MYERS PARK UMC N/A N/A N/A CHARLOTTE,NC 28207	N/A	EXEMPT	ANNUAL FUND	10,000
COUNCIL OF AMERICAN AMBASSADORS N/A N/A N/A WASHINGTON,DC 20006	N/A	EXEMPT	ANNUAL FUND	1,000
YMCA OF HIGH POINT N/A N/A N/A HIGH POINT,NC 27262	N/A	EXEMPT	ANNUAL FUND	125
URBAN MINISTRY CENTER N/A N/A N/A CHARLOTTE,NC 28206	N/A	EXEMPT	ANNUAL FUND	1,000
BRUCE IRONS CAMP FUND N/A N/A N/A CHARLOTTE,NC 28207	N/A	EXEMPT	ANNUAL FUND	1,000
THE LAWRENCEVILLE SCHOOL N/A N/A N/A LAWRENCEVILLE,NJ 08648	N/A	EXEMPT	ANNUAL FUND	1,000
UNC CHAPEL HILL N/A N/A N/A CHAPEL HILL,NC 27514	N/A	EXEMPT	ANNUAL FUND	2,000
CHAPEL OF THE CROSS N/A N/A N/A CHAPEL HILL,NC 27514	N/A	EXEMPT	ANNUAL FUND	10,000
EPISCOPAL HIGH SCHOOL N/A N/A N/A ALEXANDRIA,VA 22302	N/A	EXEMPT	SCHOLARSHIP FUND	6,000
CAMP THUNDERBIRD N/A N/A N/A LAKE WYLIE,SC 29710	N/A	EXEMPT	ANNUAL FUND	500
Total  3a				123,171

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
MEN'S SHELTER OF CHARLOTTE N/A N/A N/A CHARLOTTE,NC 28206	N/A	EXEMPT	ANNUAL FUND	500
RONALD MCDONALD HOUSE N/A N/A N/A CHAPEL HILL,NC 27517	N/A	EXEMPT	ANNUAL FUND	10,000
LAUREL SCHOOL N/A N/A N/A SHAKER HEIGHTS,OH 44122	N/A	EXEMPT	ANNUAL FUND	1,500
ST HUBERT'S EPISCOPAL CHURCH N/A N/A N/A KIRTLAND HILLS,OH 44060	N/A	EXEMPT	ANNUAL FUND	750
PROJECT LIFE N/A N/A N/A CHARLOTTE,NC 28211	N/A	EXEMPT	ANNUAL FUND	2,500
FRIENDS OF THE UNCG LIBRARIES N/A N/A N/A GREENSBORO,NC 27402	N/A	EXEMPT	ANNUAL FUND	1,000
NATIONAL MS SOCIETY N/A N/A N/A GREENSBORO,NC 27407	N/A	EXEMPT	ANNUAL FUND	5,000
PIEDMONT SOCCER ALLIANCE N/A N/A N/A HIGH POINT,NC 27265	N/A	EXEMPT	ANNUAL FUND	25,000
PHILLIPS AMBASSADORS N/A N/A N/A CHAPEL HILL,NC 27516	N/A	EXEMPT	ANNUAL FUND	2,244
PLAYMAKERS N/A N/A N/A CHAPEL HILL,NC 27599	N/A	EXEMPT	ANNUAL FUND	5,000
UNITED CHURCH OF CHAPEL HILL N/A N/A N/A CHAPEL HILL,NC 27514	N/A	EXEMPT	ANNUAL FUND	5,000
FULL FRAME FIML FESTIVAL N/A N/A N/A DURHAM,NC 27701	N/A	EXEMPT	ANNUAL FUND	1,200
PORCH N/A N/A N/A CHAPEL HILL,NC 27516	N/A	EXEMPT	ANNUAL FUND	500
NC MUSEUM OF ART N/A N/A N/A RALEIGH,NC 27607	N/A	EXEMPT	ANNUAL FUND	2,000
GOOD FRIENDS CHARLOTTE N/A N/A N/A CHARLOTTE,NC 28209	N/A	EXEMPT	ANNUAL FUND	1,500
Total  3a				123,171

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
IN REACH N/A N/A N/A CHARLOTTE,NC 28211	N/A	EXEMPT	ANNUAL FUND	1,000
MEDICAL FOUNDATION OF NC N/A N/A N/A CHAPEL HILL,NC 27514	N/A	EXEMPT	ANNUAL FUND	4,000
FIRST TEE OF CHARLESTON N/A N/A N/A CHARLESTON,SC 29412	N/A	EXEMPT	ANNUAL FUND	500
KIAWAH CONSERVANCY N/A N/A N/A KIAWAH ISLAND,SC 29455	N/A	EXEMPT	ANNUAL FUND	1,000
Total  3a				123,171

TY 2013 Accounting Fees Schedule

Name: THE EARL N PHILLIPS JR FAMILY
FOUNDATION
EIN: 91-1941861

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	2,300	2,300		

TY 2013 Compensation Explanation

Name: THE EARL N PHILLIPS JR FAMILY
FOUNDATION
EIN: 91-1941861

Person Name	Explanation
EARL N PHILLIPS JR	
COURTNEY PHILLIPS HYDER	
JORDAN N PHILLIPS	
KIMBERLY G PHILLIPS	

**TY 2013 Investments Corporate
Stock Schedule**

Name: THE EARL N PHILLIPS JR FAMILY
FOUNDATION

EIN: 91-1941861

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MUTUAL FUNDS		
OTHER	91,447	83,797
FIXED INCOME FUNDS	100,599	102,916
EQUITY FUNDS	913,478	913,714
MISCELLANEOUS FUNDS	462,216	450,000

TY 2013 Loans from Officers Schedule

Name: THE EARL N PHILLIPS JR FAMILY
FOUNDATION

EIN: 91-1941861

Item No.	1
Lender's Name	EARL N PHILLIPS JR
Lender's Title	PRESIDENT
Original Amount of Loan	
Balance Due	1314
Date of Note	
Maturity Date	
Repayment Terms	
Interest Rate	
Security Provided by Borrower	
Purpose of Loan	
Description of Lender Consideration	
Consideration FMV	

TY 2013 Other Expenses Schedule

Name: THE EARL N PHILLIPS JR FAMILY
FOUNDATION

EIN: 91-1941861

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
FINANCIAL MANAGEMENT FEES	7,450	7,450		
INVESTMENT EXPENSE	95	95		

TY 2013 Taxes Schedule

Name: THE EARL N PHILLIPS JR FAMILY

FOUNDATION

EIN: 91-1941861

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT TAXES/LICENSES	665	665		

EARL N PHILLIPS JR FAMILY FOUNDATION
Schedule D Detail of Short-term Capital Gains and Losses

[illegible]

THE EARL N PHILLIPS JR

2013 ANNUAL STATEMENT SUMMARY

The following sections are provided to facilitate your review and the preparation of your tax return.

The 2013 Proceeds from Broker and Barter Exchange Transactions section includes both sales of positions for "covered securities" and "noncovered securities." A covered security includes those with a purchase date within the following timeline: Equities acquired on or after January 1, 2011 and Mutual Funds acquired on or after January 1, 2012. Legislation requires reporting the gross proceeds of the sales of "covered" and "noncovered" securities and the adjusted cost basis for "covered securities." Any sale of a security that is considered a "noncovered security" will still be included in this section with the adjusted cost basis (where available).

In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that you have made an election to amortize the premium paid on the purchase of taxable bonds. Under the Cost Basis Reporting Regulations, brokers need not track wash sale activity for substantially identical securities, transactions across accounts, or between covered and non-covered securities. However, you as a taxpayer still have to track and report wash sales as you have in the past which would include all of the aforementioned transaction types. Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID. For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed that the fair market value of the debt security on purchase date was equal to its adjusted issue price. The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income when received.

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

1099-B

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
COVERED TRANSACTIONS - 1099-B Line 6b, (cost basis reported to the IRS)								
FIDELITY ADV FLOATING RATE HIGH INC FD CL A		CUSIP Number 315807504						
1.0000	Sale	05/31/13	06/13/13	9.96	10.01	0.00	(0.05)	
.3720	Sale	05/31/13	06/13/13	3.71	3.73	0.00	(0.02)	
13.0000	Sale	05/31/13	06/13/13	129.50	130.12	0.00	(0.62)	
19.0000	Sale	06/29/12	06/13/13	100.24	106.20	0.00	3.04	
20.0000	Sale	07/31/12	06/13/13	199.20	197.19	0.00	2.01	
1.0000	Sale	08/31/12	06/13/13	9.96	9.82	0.00	0.14	
22.0000	Sale	08/31/12	06/13/13	219.12	210.01	0.00	1.11	
17.0000	Sale	10/05/12	06/13/13	169.32	169.15	0.00	0.17	
17.0000	Sale	10/31/12	06/13/13	169.32	168.97	0.00	0.35	
1.0000	Sale	11/30/12	06/13/13	9.96	9.93	0.00	0.03	
17.0000	Sale	11/30/12	06/13/13	169.32	169.15	0.00	0.17	
35.0000	Sale	12/10/12	06/13/13	348.60	347.20	0.00	1.40	
17.0000	Sale	12/31/12	06/13/13	169.32	168.97	0.00	0.35	
15.0000	Sale	01/31/13	06/13/13	149.40	149.84	0.00	(0.44)	
13.0000	Sale	02/28/13	06/13/13	129.48	129.60	0.00	(0.12)	
1.0000	Sale	03/28/13	06/13/13	9.96	9.98	0.00	(0.02)	

THE EARL N PHILLIPS JR

2013 ANNUAL STATEMENT SUMMARY

1099-B

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)								
FIDELITY ADV FLOATING RATE HIGH INC FD CL A		CUSIP Number 315807594						
14.0000	Sale	03/28/13	06/13/13	139.44	140.14	0.00	(0.70)	
13.0000	Sale	04/30/13	06/13/13	129.48	130.39	0.00	(0.91)	
Security Subtotal				2,354.29	2,348.40	0.00	5.89	
BLACKROCK HL SC OPP C		CUSIP Number 091937557						
1.0000	Sale	12/13/12	06/13/13	35.40	26.67	0.00	8.73	
177.0000	Sale	12/13/12	06/13/13	6,265.81	5,237.43	0.00	1,028.38	
.2600	Sale	12/13/12	06/13/13	9.20	7.70	0.00	1.50	
81.0000	Sale	12/13/12	06/13/13	2,867.41	2,396.78	0.00	470.63	
Security Subtotal				9,177.82	7,668.58	0.00	1,509.24	
FIDELITY ADVISOR REAL ESTATE FD CL A		CUSIP Number 315918342						
1.0000	Sale	09/10/12	06/13/13	20.87	18.60	0.00	2.27	
8.0000	Sale	09/10/12	06/13/13	166.96	161.68	0.00	5.28	
19.0000	Sale	12/17/12	06/13/13	396.53	363.84	0.00	32.69	
1.0000	Sale	12/17/12	06/13/13	20.07	19.86	0.00	1.01	
30.0000	Sale	12/17/12	06/13/13	626.11	574.49	0.00	51.62	
1.0000	Sale	03/04/13	06/13/13	20.87	19.22	0.00	1.65	
2.0000	Sale	03/04/13	06/13/13	41.74	41.52	0.00	0.22	
.6150	Sale	06/10/13	06/13/13	12.84	12.89	0.00	(0.05)	
6.0000	Sale	06/10/13	06/13/13	125.23	126.54	0.00	(1.31)	
Security Subtotal				1,432.02	1,330.04	0.00	93.38	
ALGER HEALTH SCIENCES C		CUSIP Number 015555740						
629.0000	Sale	12/18/12	06/13/13	13,139.81	11,447.80	0.00	1,692.01	
1.0000	Sale	12/18/12	06/13/13	20.89	17.11	0.00	3.78	
.2070	Sale	12/18/12	06/13/13	4.32	3.77	0.00	0.55	
49.0000	Sale	12/18/12	06/13/13	1,023.62	891.79	0.00	131.83	
Security Subtotal				14,188.64	12,360.47	0.00	1,828.17	

THE EARL N PHILLIPS JR

2013 ANNUAL STATEMENT SUMMARY

1099-B

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1a. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
FIDELITY ADVISORS		CUSIP Number		315920280				
EMERGING MARKETS FD CL A								
23.0000	Sale	12/10/12	06/13/13	477.02	480.92	0.00	(3.90)	
1.0000	Sale	12/28/12	06/13/13	20.75	20.96	0.00	(0.21)	
.0470	Sale	12/28/12	06/13/13	0.97	1.00	0.00	(0.03)	
Security Subtotal				498.74	502.88	0.00	(4.14)	
COHEN & STEERS INTERNATIONAL REALTY FD CL C		CUSIP Number		19248H302				
55.0000	Sale	06/29/12	06/13/13	599.51	540.09	0.00	59.42	
.3600	Sale	12/13/12	06/13/13	3.92	3.92	0.00	0.00	
Security Subtotal				603.43	544.01	0.00	59.42	
FIDELITY ADV ENERGY FD CL A		CUSIP Number		315916841				
.7890	Sale	12/24/12	06/13/13	31.19	28.73	0.00	2.46	
FIDELITY ADV EMERGING MKTS INC FD CL A		CUSIP Number		315920876				
7.0000	Sale	06/29/12	06/13/13	99.05	99.88	0.00	(0.83)	
1.0000	Sale	07/31/12	06/13/13	14.15	14.43	0.00	(0.28)	
7.0000	Sale	07/31/12	06/13/13	99.05	103.60	0.00	(4.55)	
7.0000	Sale	08/31/12	06/13/13	99.05	104.37	0.00	(5.32)	
7.0000	Sale	10/05/12	06/13/13	99.05	105.56	0.00	(6.51)	
1.0000	Sale	10/31/12	06/13/13	14.15	14.83	0.00	(0.78)	
7.0000	Sale	10/31/12	06/13/13	99.05	106.04	0.00	(6.99)	
1.0000	Sale	11/30/12	06/13/13	14.15	15.28	0.00	(1.13)	
6.0000	Sale	11/30/12	06/13/13	84.90	92.22	0.00	(7.32)	
10.0000	Sale	12/24/12	06/13/13	141.50	152.60	0.00	(11.10)	
20.0000	Sale	12/24/12	06/13/13	283.01	305.20	0.00	(22.19)	
7.0000	Sale	12/31/12	06/13/13	99.05	107.09	0.00	(8.04)	
1.0000	Sale	01/31/13	06/13/13	14.15	15.28	0.00	(1.13)	
7.0000	Sale	01/31/13	06/13/13	99.05	106.26	0.00	(7.21)	
11.0000	Sale	02/19/13	06/13/13	155.65	165.43	0.00	(9.78)	
1.0000	Sale	02/28/13	06/13/13	14.15	15.05	0.00	(0.90)	
6.0000	Sale	02/28/13	06/13/13	84.90	89.93	0.00	(5.03)	
1.0000	Sale	03/28/13	06/13/13	14.15	14.83	0.00	(0.68)	
7.0000	Sale	03/28/13	06/13/13	99.05	103.52	0.00	(4.47)	
7.0000	Sale	04/30/13	06/13/13	99.06	105.49	0.00	(6.43)	
1.0000	Sale	05/31/13	06/13/13	14.15	14.92	0.00	(0.77)	

THE EARL N PHILLIPS JR

2013 ANNUAL STATEMENT SUMMARY

1099-B

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
FIDELITY ADV EMERGING MKTS INC FD CL A								
		CUSIP Number 315920876						
.0340	Sale	05/31/13	06/13/13	0.48	0.49	0.00	(0.01)	
8.0000	Sale	05/31/13	06/13/13	113.22	115.83	0.00	(2.61)	
Security Subtotal				1,854.17	1,968.23	0.00	(114.06)	
INVESCO ASIA PACIFIC GROWTH FUND CL C								
		CUSIP Number 008882862						
1.0000	Sale	12/07/12	06/13/13	28.92	21.77	0.00	7.15	
.3600	Sale	12/07/12	06/13/13	10.67	10.65	0.00	0.02	
71.0000	Sale	12/07/12	06/13/13	2,053.33	2,048.34	0.00	4.99	
Security Subtotal				2,092.92	2,080.76	0.00	12.16	
Covered Short Term Capital Gains and Losses Subtotal				32,233.22	28,840.70	0.00	3,392.52	
NET SHORT TERM CAPITAL GAINS AND LOSSES				32,233.22	28,840.70	0.00	3,392.52	

LONG TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.

COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)

FIDELITY ADV FLOATING RATE HIGH INC FD CL A								
		CUSIP Number 315807594						
19.0000	Sale	01/31/12	06/13/13	189.24	186.00	0.00	3.24	
18.0000	Sale	02/29/12	06/13/13	179.28	176.57	0.00	2.71	
1.0000	Sale	03/30/12	06/13/13	9.96	9.76	0.00	0.20	
19.0000	Sale	03/30/12	06/13/13	189.24	186.76	0.00	2.48	
1.0000	Sale	04/30/12	06/13/13	9.96	9.84	0.00	0.12	
18.0000	Sale	04/30/12	06/13/13	179.28	177.30	0.00	1.98	
20.0000	Sale	05/31/12	06/13/13	199.20	195.00	0.00	4.20	
Security Subtotal				956.16	941.23	0.00	14.93	
FIDELITY ADVISOR REAL ESTATE FD CL A								
		CUSIP Number 315918342						
1.0000	Sale	03/05/12	06/13/13	20.87	17.32	0.00	3.55	
3.0000	Sale	03/05/12	06/13/13	62.61	54.12	0.00	8.49	
5.0000	Sale	06/04/12	06/13/13	104.35	89.80	0.00	14.55	
Security Subtotal				187.83	161.24	0.00	26.59	

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2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
COHEN & STEERS INTERNATIONAL REALTY FUND CL C								
		CUSIP Number 19248H302						
1,000	Sale	04/28/06	06/13/13	10.89	14.32	0.00 (Y)	(3.43)	
296,000	Sale	04/28/06	06/13/13	3,226.40	4,555.43	0.00 (Y)	(1,329.03)	
Security Subtotal				3,237.29	4,569.75	0.00	(1,332.46)	
FIDELITY ADV ENERGY FUND CL A								
		CUSIP Number 315916841						
1,000	Sale	05/05/06	06/13/13	39.53	63.61	0.00 (Y)	(24.08)	
4,000	Sale	05/05/06	06/13/13	158.11	204.52	0.00 (Y)	(46.41)	
Security Subtotal				197.64	268.13	0.00	(70.49)	
FIDELITY ADV EMERGING MKTS INC FUND CL A								
		CUSIP Number 315920876						
8,000	Sale	01/31/12	06/13/13	113.20	110.39	0.00	2.81	
1,000	Sale	02/13/12	06/13/13	14.15	13.74	0.00	0.41	
4,000	Sale	02/13/12	06/13/13	56.60	55.56	0.00	1.04	
1,000	Sale	02/29/12	06/13/13	14.15	13.98	0.00	0.17	
7,000	Sale	02/29/12	06/13/13	99.05	99.53	0.00	(0.48)	
8,000	Sale	03/30/12	06/13/13	113.20	113.20	0.00	0.00	
7,000	Sale	04/30/12	06/13/13	99.05	100.31	0.00	(1.26)	
1,000	Sale	05/31/12	06/13/13	14.15	14.26	0.00	(0.11)	
8,000	Sale	05/31/12	06/13/13	113.20	110.96	0.00	2.24	
Security Subtotal				636.75	631.93	0.00	4.82	
RS GLOBAL NATURAL RESOURCES FUND CL A								
		CUSIP Number 74972H705						
5,000	Sale	04/28/06	06/13/13	187.70	189.04	0.00 (Y)	(1.34)	
Covered Long Term Capital Gains and Losses Subtotal				5,403.37	6,761.32	0.00	(1,357.95)	

NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)

ISHARES FTSE HK CHINA 25 INDEX FUND								
		CUSIP Number 464287184						
567,000	Sale	04/28/06	06/13/13	19,347.00	14,732.57	0.00	4,614.43	
83,000	Sale	04/28/06	06/13/13	2,032.11	2,156.61	0.00	675.50	
Security Subtotal				22,179.11	16,889.18	0.00	5,289.93	

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2013 ANNUAL STATEMENT SUMMARY

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2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
ISHARES MSCI BRAZIL CAPPED INDEX FUND		CUSIP Number 464286400						
234.0000	Sale	09/25/08	06/03/13	11,829.40	8,089.30	0.00	3,740.10	
200.0000	Sale	09/25/08	06/13/13	9,422.63	6,913.94	0.00	2,508.69	
Security Subtotal				21,252.03	15,003.24	0.00	6,248.79	
FIDELITY ADV FLOATING RATE HIGH INC FD CL A		CUSIP Number 315807594						
5316.0000	Sale	03/11/10	06/13/13	52,947.36	50,767.80	0.00	2,179.56	
10.0000	Sale	03/31/10	06/13/13	99.59	96.40	0.00	3.19	
1.0000	Sale	04/01/10	06/13/13	9.96	9.64	0.00	0.32	
21.0000	Sale	04/30/10	06/13/13	209.16	203.28	0.00	5.88	
24.0000	Sale	05/28/10	06/13/13	239.04	228.56	0.00	12.48	
1.0000	Sale	05/01/10	06/13/13	9.90	9.43	0.00	0.53	
1.0000	Sale	06/30/10	06/13/13	9.96	9.42	0.00	0.54	
25.0000	Sale	06/30/10	06/13/13	249.00	234.99	0.00	14.01	
26.0000	Sale	07/30/10	06/13/13	258.96	248.30	0.00	10.66	
27.0000	Sale	08/31/10	06/13/13	268.92	257.85	0.00	11.07	
1.0000	Sale	09/30/10	06/13/13	9.96	9.58	0.00	0.37	
25.0000	Sale	09/30/10	06/13/13	249.00	241.50	0.00	7.50	
1.0000	Sale	10/29/10	06/13/13	9.96	9.74	0.00	0.22	
25.0000	Sale	10/29/10	06/13/13	249.00	244.74	0.00	4.26	
24.0000	Sale	11/30/10	06/13/13	239.04	234.48	0.00	4.56	
78.0000	Sale	12/31/10	06/13/13	776.88	764.39	0.00	12.49	
19.0000	Sale	01/31/11	06/13/13	189.24	188.09	0.00	1.15	
13.0000	Sale	02/28/11	06/13/13	129.48	128.69	0.00	0.79	
1.0000	Sale	03/31/11	06/13/13	9.96	9.88	0.00	0.08	
14.0000	Sale	03/31/11	06/13/13	139.44	138.46	0.00	0.98	
14.0000	Sale	04/29/11	06/13/13	139.44	138.73	0.00	0.71	
1.0000	Sale	05/31/11	06/13/13	9.96	9.89	0.00	0.07	
15.0000	Sale	05/31/11	06/13/13	149.40	148.20	0.00	1.20	
1.0000	Sale	06/30/11	06/13/13	9.96	9.86	0.00	0.10	
15.0000	Sale	06/30/11	06/13/13	149.40	147.44	0.00	1.96	
16.0000	Sale	07/29/11	06/13/13	159.36	156.96	0.00	2.40	
1.0000	Sale	08/31/11	06/13/13	9.96	9.68	0.00	0.28	
18.0000	Sale	08/31/11	06/13/13	179.28	170.46	0.00	8.82	
1.0000	Sale	09/30/11	06/13/13	9.96	9.47	0.00	0.49	
18.0000	Sale	09/30/11	06/13/13	179.28	170.46	0.00	8.82	
19.0000	Sale	10/31/11	06/13/13	189.24	184.86	0.00	4.38	
18.0000	Sale	11/30/11	06/13/13	179.28	173.52	0.00	5.76	

THE EARL N PHILLIPS JR

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2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3 Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
FIDELITY ADV FLOATING RATE HIGH INC FD CL A		CUSIP Number 315807594						
1.0000	Sale	12/30/11	06/13/13	9.96	9.62	0.00	0.34	
50.0000	Sale	12/30/11	06/13/13	408.00	462.49	0.00	15.51	
	Security Subtotal			50,176.34	55,854.06	0.00	2,321.48	
BLACKROCK HL SC OPP C		CUSIP Number 091937557						
2244.0000	Sale	04/28/06	06/13/13	79,437.59	52,846.21	0.00	26,591.38	
118.0000	Sale	12/08/06	06/13/13	4,177.20	2,942.92	0.00	1,234.28	
1.0000	Sale	12/11/06	06/13/13	35.40	25.01	0.00	10.39	
129.0000	Sale	12/07/07	06/13/13	4,568.60	3,734.55	0.00	832.05	
134.0000	Sale	12/07/07	06/13/13	4,743.60	3,879.30	0.00	864.30	
1.0000	Sale	12/10/07	06/13/13	35.40	29.03	0.00	6.37	
124.0000	Sale	12/12/08	06/13/13	4,389.60	2,418.00	0.00	1,971.60	
359.0000	Sale	12/12/08	06/13/13	13,062.60	7,195.50	0.00	5,867.10	
1.0000	Sale	12/15/08	06/13/13	35.39	19.45	0.00	15.94	
58.0000	Sale	12/10/10	06/13/13	2,053.20	1,506.84	0.00	546.36	
142.0000	Sale	12/10/10	06/13/13	5,626.80	3,689.16	0.00	1,937.64	
228.0000	Sale	12/09/11	06/13/13	8,071.20	5,814.00	0.00	2,257.20	
1.0000	Sale	12/09/11	06/13/13	35.40	24.75	0.00	10.65	
7.0000	Sale	12/09/11	06/13/13	247.80	178.49	0.00	69.31	
	Security Subtotal			125,917.78	84,303.21	0.00	41,614.57	
FIDELITY ADVISOR REAL ESTATE FD CL A		CUSIP Number 315910342						
682.0000	Sale	04/28/06	06/13/13	14,233.33	13,026.20	0.00	1,207.13	
138.0000	Sale	09/18/06	06/13/13	2,880.06	2,813.82	0.00	66.24	
426.0000	Sale	09/18/06	06/13/13	8,090.62	8,686.14	0.00	204.48	
20.0000	Sale	09/08/08	06/13/13	417.40	333.60	0.00	83.80	
1.0000	Sale	09/09/08	06/13/13	20.87	16.72	0.00	4.15	
1.0000	Sale	09/09/08	06/13/13	20.87	16.72	0.00	4.15	
66.0000	Sale	12/22/08	06/13/13	1,377.42	617.76	0.00	759.66	
16.0000	Sale	12/31/08	06/13/13	333.92	147.04	0.00	186.88	
50.0000	Sale	03/09/09	06/13/13	1,043.50	267.00	0.00	776.50	
1.0000	Sale	03/10/09	06/13/13	20.87	6.31	0.00	14.56	
40.0000	Sale	06/08/09	06/13/13	834.80	370.00	0.00	464.80	
1.0000	Sale	06/09/09	06/13/13	20.87	9.16	0.00	11.71	
19.0000	Sale	09/08/09	06/13/13	396.53	199.88	0.00	196.65	
26.0000	Sale	12/21/09	06/13/13	542.62	327.80	0.00	214.82	
1.0000	Sale	12/22/09	06/13/13	20.87	12.90	0.00	7.97	
3.0000	Sale	12/31/09	06/13/13	62.61	39.33	0.00	23.28	

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2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
FIDELITY ADVISOR REAL ESTATE FD CL A		CUSIP Number	315918342					
1.0000	Sale	01/04/10	06/13/13	20.87	12.83	0.00	8.04	
8.0000	Sale	03/08/10	06/13/13	166.96	107.68	0.00	59.28	
13.0000	Sale	06/07/10	06/13/13	271.31	176.28	0.00	95.03	
1.0000	Sale	06/08/10	06/13/13	20.87	13.65	0.00	7.22	
1.0000	Sale	09/07/10	06/13/13	20.87	15.23	0.00	5.64	
13.0000	Sale	09/07/10	06/13/13	271.31	201.23	0.00	70.08	
24.0000	Sale	12/20/10	06/13/13	500.88	378.00	0.00	122.88	
1.0000	Sale	09/06/11	06/13/13	20.87	18.66	0.00	2.21	
97.0000	Sale	09/06/11	06/13/13	2,024.40	1,537.44	0.00	486.96	
1.0000	Sale	12/19/11	06/13/13	20.87	16.13	0.00	4.74	
16.0000	Sale	12/19/11	06/13/13	333.92	261.76	0.00	72.16	
41.0000	Sale	09/18/06	06/13/13	855.67	835.99	0.00	19.68	
1.0000	Sale	09/19/06	06/13/13	20.86	20.39	0.00	0.47	
24.0000	Sale	12/18/06	06/13/13	500.88	521.28	0.00	(20.40)	
138.0000	Sale	12/18/06	06/13/13	2,880.06	2,997.36	0.00	(117.30)	
37.0000	Sale	12/18/06	06/13/13	772.19	803.64	0.00	(31.45)	
1.0000	Sale	12/19/06	06/13/13	20.87	21.43	0.00	(0.56)	
1.0000	Sale	12/19/06	06/13/13	20.87	21.43	0.00	(0.56)	
4.0000	Sale	12/29/06	06/13/13	83.48	88.64	0.00	(3.16)	
503.0000	Sale	09/17/07	06/13/13	10,497.81	9,335.68	0.00	1,161.93	
23.0000	Sale	09/17/07	06/13/13	480.01	426.88	0.00	53.13	
1.0000	Sale	09/18/07	06/13/13	20.87	19.12	0.00	1.75	
31.0000	Sale	12/24/07	06/13/13	646.97	524.83	0.00	122.14	
43.0000	Sale	12/24/07	06/13/13	897.41	727.99	0.00	169.42	
1.0000	Sale	12/26/07	06/13/13	20.80	17.25	0.00	3.55	
29.0000	Sale	12/31/07	06/13/13	605.23	478.21	0.00	127.02	
7.0000	Sale	03/10/08	06/13/13	146.09	110.04	0.00	36.05	
15.0000	Sale	06/09/08	06/13/13	313.05	264.30	0.00	48.75	
8.0000	Sale	09/08/08	06/13/13	166.96	133.44	0.00	33.52	
Security Subtotal				53,740.23	46,975.77	0.00	6,764.46	
ALGER HEALTH SCIENCES C		CUSIP Number	015555740					
2638.0000	Sale	04/28/06	06/13/13	55,107.81	42,260.77	0.00	12,847.04	
104.0000	Sale	12/19/06	06/13/13	2,172.56	1,720.16	0.00	452.40	
553.0000	Sale	12/18/06	06/13/13	11,552.17	9,146.62	0.00	2,405.55	
1.0000	Sale	12/20/06	06/13/13	20.89	16.57	0.00	4.32	
876.0000	Sale	12/18/07	06/13/13	18,299.64	15,294.98	0.00	3,004.66	
243.0000	Sale	12/18/07	06/13/13	5,076.27	4,242.78	0.00	833.49	

THE EARL N PHILLIPS JR

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2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
ALGER HEALTH SCIENCES		CUSIP Number 015565740						
	1.0000 Sale	12/19/07	06/13/13	20.89	17.51	0.00	3.38	
	634.0000 Sale	06/16/10	06/13/13	13,244.26	9,998.18	0.00	3,246.08	
	Security Subtotal			105,494.40	82,697.55	0.00	22,796.84	
FIDELITY ADVISORS		CUSIP Number 315920280						
EMERGING MARKETS FD CL A								
	1707.0000 Sale	04/28/06	06/13/13	35,403.18	33,798.61	0.00	1,604.57	
	20.0000 Sale	12/11/06	06/13/13	414.79	414.60	0.00	0.19	
	14.0000 Sale	12/10/07	06/13/13	290.36	428.96	0.00	(138.60)	
	123.0000 Sale	12/10/07	06/13/13	2,551.02	3,768.72	0.00	(1,217.70)	
	3.0000 Sale	12/10/07	06/13/13	62.22	91.92	0.00	(29.70)	
	1.0000 Sale	12/11/07	06/13/13	20.74	29.82	0.00	(9.08)	
	35.0000 Sale	12/08/08	06/13/13	746.64	388.08	0.00	358.56	
	17.0000 Sale	12/07/09	06/13/13	352.58	355.47	0.00	(2.89)	
	9.0000 Sale	12/07/09	06/13/13	186.66	188.19	0.00	(1.53)	
	1.0000 Sale	12/08/09	06/13/13	20.74	20.45	0.00	0.29	
	1.0000 Sale	12/08/09	06/13/13	20.74	20.45	0.00	0.29	
	497.0000 Sale	06/16/10	06/13/13	10,307.78	10,004.60	0.00	303.18	
	1.0000 Sale	06/17/10	06/13/13	20.74	20.11	0.00	0.63	
	14.0000 Sale	12/06/10	06/13/13	290.36	336.69	0.00	(46.33)	
	1.0000 Sale	12/06/10	06/13/13	20.74	23.50	0.00	(2.76)	
	12.0000 Sale	12/06/10	06/13/13	248.88	288.60	0.00	(39.72)	
	1.0000 Sale	12/31/10	06/13/13	20.74	24.15	0.00	(3.41)	
	18.0000 Sale	12/05/11	06/13/13	373.32	361.97	0.00	11.35	
	Security Subtotal			51,352.23	50,564.89	0.00	787.34	
FIDELITY ADVISOR LATIN		CUSIP Number 31618H713						
AMERICA FUND CL A								
	446.0000 Sale	04/28/06	06/13/13	18,085.30	18,159.37	0.00	(74.07)	
	1.0000 Sale	12/31/09	06/13/13	40.55	52.03	0.00	(11.48)	
	204.0000 Sale	06/16/10	06/13/13	8,272.20	9,999.50	0.00	(1,727.30)	
	1.0000 Sale	05/17/10	06/13/13	40.55	49.29	0.00	(8.74)	
	1.0000 Sale	09/30/10	06/13/13	40.55	52.13	0.00	(11.58)	
	2.0000 Sale	09/30/10	06/13/13	01.10	109.74	0.00	(28.64)	
	1.0000 Sale	09/30/10	06/13/13	40.55	54.59	0.00	(14.04)	
	11.0000 Sale	09/30/10	06/13/13	446.06	603.60	0.00	(157.54)	
	4450 Sale	04/28/06	06/13/13	18.04	18.11	0.00	(0.07)	
	49.0000 Sale	12/04/06	06/13/13	1,986.95	2,062.78	0.00	(75.83)	
	28.0000 Sale	12/04/06	06/13/13	1,135.40	1,179.35	0.00	(43.95)	

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2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1a. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
FIDELITY ADVISOR LATIN AMERICA FUND CL A		CUSIP Number 31610H713						
1.0000	Sale	12/05/08	06/13/13	40.55	43.05	0.00	(2.50)	
1.0000	Sale	12/05/08	06/13/13	40.55	43.59	0.00	(3.04)	
22.0000	Sale	12/10/07	06/13/13	892.10	1,431.50	0.00	(539.40)	
9.0000	Sale	12/10/07	06/13/13	364.95	587.32	0.00	(222.37)	
15.0000	Sale	12/08/08	06/13/13	608.25	365.82	0.00	242.43	
1.0000	Sale	12/09/08	06/13/13	40.55	32.69	0.00	7.86	
2.0000	Sale	12/31/08	06/13/13	81.10	53.54	0.00	27.56	
1.0000	Sale	01/02/09	06/13/13	40.55	28.17	0.00	12.38	
5.0000	Sale	12/07/09	06/13/13	202.75	263.89	0.00	(61.14)	
6.0000	Sale	12/07/09	06/13/13	243.30	308.37	0.00	(65.07)	
1.0000	Sale	12/08/09	06/13/13	40.55	51.85	0.00	(11.30)	
Security Subtotal				32,782.45	35,550.40	0.00	(2,768.03)	
FIDELITY ADVISOR JAPAN FD CLASS A		CUSIP Number 31610H655						
51.0000	Sale	04/28/06	04/24/13	597.21	896.66	0.00	(299.45)	
2380	Sale	06/29/11	04/24/13	2.79	2.52	0.00	0.27	
10389.0000	Sale	04/28/06	06/13/13	117,811.25	182,654.32	0.00	(64,843.07)	
80.0000	Sale	12/10/07	06/13/13	1,009.26	1,326.85	0.00	(317.59)	
163.0000	Sale	12/07/09	06/13/13	1,848.42	1,647.49	0.00	200.93	
140.0000	Sale	12/13/10	06/13/13	1,587.60	1,487.07	0.00	100.53	
1.0000	Sale	12/13/10	06/13/13	11.34	10.31	0.00	1.03	
1.0000	Sale	12/13/10	06/13/13	11.34	10.59	0.00	0.75	
29.0000	Sale	12/13/10	06/13/13	328.86	307.85	0.00	21.01	
6260	Sale	06/29/11	06/13/13	7.10	6.64	0.00	0.46	
472.0000	Sale	06/29/11	06/13/13	5,352.49	4,993.76	0.00	358.73	
Security Subtotal				120,567.66	193,344.06	0.00	(64,776.40)	
COHEN & STEERS INTERNATIONAL REALTY FD CL C		CUSIP Number 10248H302						
1063.0000	Sale	04/28/06	06/13/13	11,586.70	16,465.87	0.00	(4,879.17)	
1040.0000	Sale	06/16/10	06/13/13	11,336.02	9,994.40	0.00	1,341.62	
92.0000	Sale	06/30/10	06/13/13	1,002.80	832.60	0.00	170.20	
1.0000	Sale	06/30/10	06/13/13	10.90	9.37	0.00	1.53	
16.0000	Sale	06/30/10	06/13/13	174.40	144.80	0.00	29.60	
321.0000	Sale	12/16/10	06/13/13	3,498.91	3,402.50	0.00	96.41	
57.0000	Sale	12/16/10	06/13/13	621.30	604.20	0.00	17.10	
49.0000	Sale	06/30/11	06/13/13	534.10	540.96	0.00	(6.86)	
1.0000	Sale	12/15/11	06/13/13	10.90	9.63	0.00	1.27	

THE EARL N PHILLIPS JR

2013 ANNUAL STATEMENT SUMMARY

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2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
COHEN & STEERS INTERNATIONAL REALTY FD CL C		CUSIP Number 19248HJG2						
35.0000	Sale	06/27/06	06/13/13	381.50	502.25	0.00	(120.75)	
1.0000	Sale	06/28/06	06/13/13	10.89	14.39	0.00	(3.50)	
41.0000	Sale	12/22/06	06/13/13	446.90	738.41	0.00	(291.51)	
6.0000	Sale	12/22/06	06/13/13	65.40	108.06	0.00	(42.66)	
238.0000	Sale	12/22/06	06/13/13	2,594.20	4,286.38	0.00	(1,692.18)	
1.0000	Sale	12/26/06	06/13/13	10.90	18.04	0.00	(7.14)	
52.0000	Sale	06/29/07	06/13/13	566.80	967.72	0.00	(400.92)	
31.0000	Sale	09/28/07	06/13/13	337.90	591.79	0.00	(253.89)	
11.0000	Sale	09/28/07	06/13/13	119.90	209.99	0.00	(90.09)	
49.0000	Sale	09/28/07	06/13/13	534.10	935.41	0.00	(401.31)	
2.0000	Sale	10/01/07	06/13/13	21.80	38.52	0.00	(16.72)	
220.0000	Sale	12/31/07	06/13/13	2,398.00	3,548.60	0.00	(1,150.60)	
109.0000	Sale	12/31/07	06/13/13	1,188.10	1,758.17	0.00	(570.07)	
489.0000	Sale	12/31/07	06/13/13	5,330.10	7,887.57	0.00	(2,557.47)	
1.0000	Sale	01/02/08	06/13/13	10.90	15.89	0.00	(4.99)	
1.0000	Sale	01/02/08	06/13/13	10.89	15.89	0.00	(5.00)	
41.0000	Sale	06/30/08	06/13/13	446.90	548.17	0.00	(101.27)	
47.0000	Sale	06/30/09	06/13/13	512.30	436.63	0.00	75.67	
1.0000	Sale	07/01/09	06/13/13	10.89	9.35	0.00	1.54	
395.0000	Sale	12/17/09	06/13/13	4,305.50	4,025.05	0.00	280.45	
39.0000	Sale	12/15/11	06/13/13	425.10	341.25	0.00	83.85	
Security Subtotal				48,505.00	59,001.96	0.00	(10,496.96)	
FIDELITY ADV ENERGY FD CL A		CUSIP Number 315916B41						
40.0000	Sale	12/11/06	06/13/13	1,581.20	1,640.40	0.00	(59.20)	
1.0000	Sale	12/12/06	06/13/13	39.53	40.86	0.00	(1.32)	
16.0000	Sale	09/10/07	06/13/13	632.48	759.68	0.00	(127.20)	
177.0000	Sale	09/10/07	06/13/13	6,896.81	8,403.96	0.00	(1,407.15)	
1.0000	Sale	09/11/07	06/13/13	39.52	48.08	0.00	(8.56)	
22.0000	Sale	12/17/07	06/13/13	869.66	1,128.16	0.00	(258.50)	
130.0000	Sale	12/17/07	06/13/13	5,138.90	6,666.40	0.00	(1,527.50)	
1.0000	Sale	12/18/07	06/13/13	39.53	50.87	0.00	(11.34)	
493.0000	Sale	09/15/08	06/13/13	19,489.30	17,935.34	0.00	1,552.96	
348.0000	Sale	06/16/10	06/13/13	13,758.44	9,914.51	0.00	3,841.93	
1.0000	Sale	12/13/10	06/13/13	39.53	30.20	0.00	9.33	
8.0000	Sale	12/13/10	06/13/13	316.24	276.15	0.00	40.09	
1.0000	Sale	12/31/10	06/13/13	39.54	35.38	0.00	4.16	
Security Subtotal				48,977.68	46,929.98	0.00	2,047.70	

THE EARL N PHILLIPS JR

2013 ANNUAL STATEMENT SUMMARY

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2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
FIDELITY ADV TECHNOLOGY		CUSIP Number 315918771						
	FD CL A							
4682.0000	Sale	04/28/06	06/13/13	133,952.02	88,971.18	0.00	45,040.84	
9700	Sale	04/28/06	06/13/13	27.75	18.42	0.00	9.33	
	Security Subtotal			133,979.77	88,929.60	0.00	45,050.17	
FIDELITY ADV EMERGING MKTS INC FD CL A		CUSIP Number 315920876						
27.0000	Sale	03/30/07	06/13/13	382.05	336.95	0.00	45.09	
35.0000	Sale	04/30/07	06/13/13	495.24	440.65	0.00	54.59	
1.0000	Sale	10/31/11	06/13/13	14.15	13.49	0.00	0.66	
17.0000	Sale	10/31/11	06/13/13	240.55	231.70	0.00	8.85	
17.0000	Sale	11/30/11	06/13/13	240.55	229.49	0.00	11.06	
6.0000	Sale	12/23/11	06/13/13	84.90	81.24	0.00	3.66	
1.0000	Sale	12/30/11	06/13/13	14.15	13.55	0.00	0.60	
19.0000	Sale	12/30/11	06/13/13	268.85	257.45	0.00	11.40	
1.0000	Sale	05/01/07	06/13/13	14.15	12.59	0.00	1.56	
37.0000	Sale	05/31/07	06/13/13	523.55	462.87	0.00	60.68	
1.0000	Sale	06/01/07	06/13/13	14.15	12.49	0.00	1.66	
37.0000	Sale	06/29/07	06/13/13	523.55	451.40	0.00	72.15	
39.0000	Sale	07/31/07	06/13/13	551.85	466.83	0.00	85.02	
1.0000	Sale	08/01/07	06/13/13	14.14	11.97	0.00	2.17	
39.0000	Sale	08/31/07	06/13/13	551.85	468.39	0.00	83.46	
37.0000	Sale	09/28/07	06/13/13	523.55	454.73	0.00	68.82	
1.0000	Sale	10/01/07	06/13/13	14.15	12.32	0.00	1.83	
39.0000	Sale	10/31/07	06/13/13	551.85	460.23	0.00	61.62	
37.0000	Sale	11/30/07	06/13/13	523.55	456.21	0.00	67.34	
19.0000	Sale	11/30/09	06/13/13	268.85	245.67	0.00	23.18	
6.0000	Sale	12/31/07	06/13/13	84.90	73.86	0.00	11.04	
48.0000	Sale	12/31/07	06/13/13	679.20	591.36	0.00	87.84	
6.0000	Sale	12/31/07	06/13/13	84.90	73.86	0.00	11.04	
1.0000	Sale	01/02/08	06/13/13	14.14	12.33	0.00	1.81	
24.0000	Sale	01/31/08	06/13/13	339.60	295.44	0.00	44.16	
6.0000	Sale	02/19/08	06/13/13	84.90	72.90	0.00	12.00	
3.0000	Sale	02/19/08	06/13/13	42.45	36.45	0.00	6.00	
1.0000	Sale	02/20/08	06/13/13	14.15	12.14	0.00	2.01	
1.0000	Sale	02/20/08	06/13/13	14.14	12.14	0.00	2.00	
17.0000	Sale	02/29/08	06/13/13	240.55	207.57	0.00	32.98	
18.0000	Sale	03/31/08	06/13/13	254.70	218.34	0.00	36.36	
1.0000	Sale	04/01/08	06/13/13	14.14	12.15	0.00	1.99	
17.0000	Sale	04/30/08	06/13/13	240.55	208.38	0.00	32.47	

THE EARL N PHILLIPS JR

2013 ANNUAL STATEMENT SUMMARY

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2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1c. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
FIDELITY ADV EMERGING MKTS INC FD CL A		CUSIP Number 315920876						
1.0000	Sale	05/01/08	06/13/13	14.14	12.30	0.00	1.84	
17.0000	Sale	05/30/08	06/13/13	240.55	208.25	0.00	32.30	
1.0000	Sale	06/02/08	06/13/13	14.15	12.26	0.00	1.89	
18.0000	Sale	06/30/08	06/13/13	254.70	215.46	0.00	39.24	
1.0000	Sale	07/01/08	06/13/13	14.15	11.93	0.00	2.22	
19.0000	Sale	07/31/08	06/13/13	268.85	227.62	0.00	41.23	
19.0000	Sale	08/29/08	06/13/13	268.85	227.05	0.00	41.80	
20.0000	Sale	09/30/08	06/13/13	283.00	220.00	0.00	63.00	
1.0000	Sale	10/01/08	06/13/13	14.14	10.97	0.00	3.17	
29.0000	Sale	10/31/08	06/13/13	410.35	267.81	0.00	152.54	
1.0000	Sale	11/03/08	06/13/13	14.15	9.05	0.00	5.10	
29.0000	Sale	11/28/08	06/13/13	410.35	258.10	0.00	152.25	
30.0000	Sale	12/31/08	06/13/13	424.50	285.30	0.00	139.20	
26.0000	Sale	01/30/09	06/13/13	367.90	250.90	0.00	117.00	
1.0000	Sale	02/02/09	06/13/13	14.14	9.62	0.00	4.52	
24.0000	Sale	02/27/09	06/13/13	339.60	225.60	0.00	114.00	
1.0000	Sale	03/02/09	06/13/13	14.15	9.27	0.00	4.88	
28.0000	Sale	03/31/09	06/13/13	396.20	278.32	0.00	117.88	
24.0000	Sale	04/30/09	06/13/13	339.60	258.00	0.00	81.60	
1.0000	Sale	05/01/09	06/13/13	14.15	10.76	0.00	3.39	
25.0000	Sale	05/29/09	06/13/13	353.75	281.00	0.00	72.75	
23.0000	Sale	06/30/09	06/13/13	325.45	265.19	0.00	60.26	
1.0000	Sale	07/01/09	06/13/13	14.15	11.57	0.00	2.58	
23.0000	Sale	07/31/09	06/13/13	325.45	273.47	0.00	51.98	
21.0000	Sale	08/31/09	06/13/13	297.15	256.83	0.00	40.32	
1.0000	Sale	09/01/09	06/13/13	14.15	12.22	0.00	1.93	
19.0000	Sale	09/30/09	06/13/13	268.85	245.48	0.00	23.37	
1.0000	Sale	10/01/09	06/13/13	14.15	12.89	0.00	1.26	
20.0000	Sale	10/30/09	06/13/13	283.00	268.40	0.00	14.60	
1.0000	Sale	12/01/09	06/13/13	14.15	12.95	0.00	1.20	
4.0000	Sale	12/24/09	06/13/13	56.60	51.04	0.00	5.56	
1.0000	Sale	12/28/09	06/13/13	14.15	12.75	0.00	1.40	
62.0000	Sale	12/31/09	06/13/13	877.30	791.12	0.00	86.18	
1.0000	Sale	01/04/10	06/13/13	14.15	12.83	0.00	1.32	
17.0000	Sale	01/29/10	06/13/13	240.55	216.92	0.00	23.63	
1.0000	Sale	02/01/10	06/13/13	14.15	12.77	0.00	1.38	
16.0000	Sale	02/26/10	06/13/13	226.40	204.64	0.00	21.76	
17.0000	Sale	03/31/10	06/13/13	240.55	223.21	0.00	17.34	
1.0000	Sale	04/01/10	06/13/13	14.15	13.14	0.00	1.01	
16.0000	Sale	04/30/10	06/13/13	226.40	211.04	0.00	15.36	

THE EARL N PHILLIPS JR

2013 ANNUAL STATEMENT SUMMARY

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2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
FIDELITY ADV EMERGING MKTS INC FD CL A		CUSIP Number 315920876						
1.0000	Sale	05/03/10	06/13/13	14.15	13.19	0.00	0.96	
17.0000	Sale	05/28/10	06/13/13	240.55	217.43	0.00	23.12	
14.0000	Sale	06/30/10	06/13/13	198.10	181.15	0.00	16.94	
1.0000	Sale	07/30/10	06/13/13	14.15	12.98	0.00	1.17	
12.0000	Sale	07/30/10	06/13/13	169.80	160.32	0.00	9.48	
15.0000	Sale	08/31/10	06/13/13	212.25	203.99	0.00	8.26	
1.0000	Sale	09/30/10	06/13/13	14.15	13.64	0.00	0.51	
12.0000	Sale	09/30/10	06/13/13	169.80	165.24	0.00	4.56	
12.0000	Sale	10/29/10	06/13/13	169.80	167.40	0.00	2.40	
1.0000	Sale	11/30/10	06/13/13	14.15	13.76	0.00	0.39	
12.0000	Sale	11/30/10	06/13/13	169.80	161.40	0.00	8.40	
15.0000	Sale	12/23/10	06/13/13	212.25	199.64	0.00	12.61	
19.0000	Sale	12/31/10	06/13/13	268.85	253.07	0.00	15.78	
743.0000	Sale	01/10/11	06/13/13	10,513.50	9,904.19	0.00	609.31	
1.0000	Sale	01/31/11	06/13/13	14.15	13.31	0.00	0.84	
16.0000	Sale	01/31/11	06/13/13	226.40	210.39	0.00	16.01	
1.0000	Sale	02/14/11	06/13/13	14.15	13.11	0.00	1.04	
4.0000	Sale	02/14/11	06/13/13	56.63	52.35	0.00	4.28	
15.0000	Sale	02/28/11	06/13/13	212.25	196.95	0.00	15.30	
1.0000	Sale	03/31/11	06/13/13	14.15	13.16	0.00	0.99	
17.0000	Sale	03/31/11	06/13/13	240.55	225.76	0.00	14.79	
1.0000	Sale	04/29/11	06/13/13	14.15	13.33	0.00	0.82	
17.0000	Sale	04/29/11	06/13/13	240.55	227.97	0.00	12.58	
18.0000	Sale	05/31/11	06/13/13	254.70	242.81	0.00	11.89	
17.0000	Sale	06/30/11	06/13/13	240.55	230.35	0.00	10.20	
18.0000	Sale	07/29/11	06/13/13	254.70	247.50	0.00	7.20	
1.0000	Sale	08/31/11	06/13/13	14.15	13.60	0.00	0.55	
17.0000	Sale	08/31/11	06/13/13	240.55	233.07	0.00	7.48	
1.0000	Sale	09/30/11	06/13/13	14.15	13.39	0.00	0.76	
17.0000	Sale	09/30/11	06/13/13	240.55	222.36	0.00	18.19	
Security Subtotal				30,549.82	27,191.70	0.00	3,358.12	
RS GLOBAL NATURAL RESOURCES FUND CL A		CUSIP Number 74972H705						
541.0000	Sale	12/15/06	06/13/13	20,309.13	17,409.38	0.00	2,899.75	
60.0000	Sale	12/15/06	06/13/13	2,252.40	1,930.80	0.00	321.60	
57.0000	Sale	12/15/06	06/13/13	2,139.78	1,834.26	0.00	305.52	
.9330	Sale	12/15/06	06/13/13	35.02	30.92	0.00	5.00	
2.0000	Sale	12/18/06	06/13/13	75.07	62.12	0.00	12.95	

THE EARL N PHILLIPS JR

2013 ANNUAL STATEMENT SUMMARY

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2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1a. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
RS GLOBAL NATURAL RESOURCES FUND CL A		CUSIP Number 74972H705						
1.0000	Sale	12/18/06	06/13/13	37.63	31.06	0.00	6.47	
43.0000	Sale	12/21/07	06/13/13	1,614.22	1,562.83	0.00	31.39	
395.0000	Sale	12/21/07	06/13/13	14,629.32	14,539.95	0.00	289.37	
13.0000	Sale	12/19/08	06/13/13	480.02	248.69	0.00	239.33	
11.0000	Sale	12/19/08	06/13/13	412.94	210.43	0.00	202.51	
1.0000	Sale	12/19/08	06/13/13	37.54	19.13	0.00	18.41	
1.0000	Sale	12/22/08	06/13/13	37.54	18.60	0.00	18.94	
1.0000	Sale	12/22/08	06/13/13	37.55	18.60	0.00	18.95	
Security Subtotal				42,305.08	37,935.87	0.00	4,369.19	
INVESCO ASIA PACIFIC GROWTH FUND CL C		CUSIP Number 008882862						
1330.0000	Sale	04/28/06	06/13/13	38,463.69	27,770.41	0.00	10,693.18	
308.0000	Sale	12/15/06	06/13/13	8,907.36	6,979.28	0.00	1,928.08	
144.0000	Sale	12/14/07	06/13/13	4,164.48	3,781.44	0.00	383.04	
600.0000	Sale	12/14/07	06/13/13	17,352.00	15,756.00	0.00	1,596.00	
7.0000	Sale	12/14/07	06/13/13	202.44	183.82	0.00	18.62	
2.0000	Sale	12/17/07	06/13/13	57.84	51.04	0.00	6.80	
28.0000	Sale	12/12/08	06/13/13	809.76	344.96	0.00	464.80	
1.0000	Sale	12/15/08	06/13/13	28.92	12.35	0.00	16.57	
24.0000	Sale	12/11/09	06/13/13	694.08	528.00	0.00	166.08	
1.0000	Sale	12/14/09	06/13/13	28.91	22.14	0.00	6.77	
1.0000	Sale	12/10/10	06/13/13	28.91	26.71	0.00	2.20	
29.0000	Sale	12/10/10	06/13/13	838.68	811.99	0.00	26.69	
7.0000	Sale	12/10/10	06/13/13	202.44	196.00	0.00	6.44	
1.0000	Sale	01/10/11	06/13/13	28.92	28.02	0.00	0.90	
355.0000	Sale	01/10/11	06/13/13	10,268.61	9,986.15	0.00	282.46	
1.0000	Sale	12/09/11	06/13/13	28.92	25.50	0.00	3.42	
3.0000	Sale	12/09/11	06/13/13	86.76	72.39	0.00	14.37	
321.0000	Sale	12/09/11	06/13/13	9,283.33	7,745.72	0.00	1,537.61	
Security Subtotal				91,473.95	74,321.92	0.00	17,152.03	
Noncovered Long Term Capital Gains and Losses Subtotal				995,253.80	915,494.27	0.00	79,759.33	
NET LONG TERM CAPITAL GAINS AND LOSSES				1,000,856.97	922,255.59	0.00	78,401.38	

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2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
OTHER TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)								
POWERSHARES DB		CUSIP Number 73936B408						
AGRICULTURE FUND								
40.0000	Sale	03/11/10	05/14/13	986.38	985.60	0.00	N/C	
2000.0000	Sale	03/11/10	06/13/13	50,283.11	49,280.00	0.00	N/C	
415.0000	Sale	06/16/10	06/13/13	10,433.75	10,113.55	0.00	N/C	
Security Subtotal				61,703.24	60,379.15	0.00		
FIDELITY ADVISOR LATIN AMERICA FUND CL A		CUSIP Number 31618H713						
1.0000	Sale	10/12/10	06/13/13	40.54	N/A	0.00	N/A	
FIDELITY ADV EMERGING MKTS INC FD CL A		CUSIP Number 315920870						
1.0000	Sale	10/04/12	06/13/13	14.14	N/A	0.00	N/A	
Other Transactions Subtotal				61,757.92		0.00		
TOTAL SALES PROCEEDS FOR CAPITAL GAINS AND LOSSES				1,094,648.11				
TOTAL REPORTED SALES PROCEEDS				1,094,648.11				

(Y) The gain or loss of this transaction includes an adjustment to basis for the deferred loss amount on one or more previous "Wash Sales."

N/C Results may not be calculated for transactions which involve the amortization of premium, the repayment of principal, the sale of partnership interest, derivative products purchased in the secondary market, or the determination of ordinary income and/or capital items for discount and zero-coupon issues.

N/A Results which cannot be calculated because of insufficient data in the Capital Gain (or Loss) Column and are not included in the Realized Capital Gain and Loss summary.

2013 REALIZED CAPITAL GAIN AND LOSS SUMMARY

COVERED SHORT TERM GAINS/LOSSES	NONCOVERED SHORT TERM GAINS/LOSSES	COVERED LONG TERM GAINS/LOSSES	NONCOVERED LONG TERM GAINS/LOSSES
3,392.52	0.00	(1,357.95)	79,759.33

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The following sections are provided to facilitate your review and the preparation of your tax return.

The 2013 Proceeds from Broker and Barter Exchange Transactions section includes both sales of positions for "covered securities" and "noncovered securities." A covered security includes those with a purchase date within the following timeline: Equities acquired on or after January 1, 2011 and Mutual Funds acquired on or after January 1, 2012. Legislation requires reporting the gross proceeds of the sales of "covered" and "noncovered" securities and the adjusted cost basis for "covered securities." Any sale of a security that is considered a "noncovered security" will still be included in this section with the adjusted cost basis (where available).

In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that you have made an election to amortize the premium paid on the purchase of taxable bonds. Under the Cost Basis Reporting Regulations, brokers need not track wash sale activity for substantially identical securities, transactions across accounts, or between covered and non-covered securities. However, you as a taxpayer still have to track and report wash sales as you have in the past which would include all of the aforementioned transaction types. Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID. For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed that the fair market value of the debt security on purchase date was equal to its adjusted issue price. The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income when received.

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)								
INDIA FUND INC		CUSIP Number	454089103					
130.0000	Sale	01/31/13	06/13/13	2,522.82	2,850.90	0.00	(328.08)	
POWERSHARES S&P 500 HIGH		CUSIP Number	73935X6B2					
3911.0000	Sale	10/08/12	06/13/13	70,357.67	62,145.79	0.00	8,211.88	
MARKET VECTORS ETF TR		CUSIP Number	57060U100					
GOLD MINERS ETF								
187.0000	Sale	09/25/12	06/13/13	5,285.44	10,026.01	0.00	(4,740.57)	
630.0000	Sale	11/19/12	06/13/13	17,806.59	30,032.10	0.00	(12,225.51)	
	Security Subtotal			23,092.03	40,058.11	0.00	(16,966.08)	
MARKET VECTR JR GLD ETF		CUSIP Number	57060U589					
400.0000	Sale	09/25/12	06/13/13	4,535.84	9,882.04	0.00	(5,346.20)	
1345.0000	Sale	11/19/12	06/13/13	15,251.77	29,920.20	0.00	(14,668.43)	
	Security Subtotal			19,787.61	39,802.24	0.00	(20,014.63)	
KAYNE ANDERSON MLP		CUSIP Number	486606106					
1100.0000	Sale	09/25/12	06/13/13	39,532.21	33,689.66	0.00	5,842.55	

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2013 ANNUAL STATEMENT SUMMARY

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2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
MATTHEWS KOREA FUND INVESTOR CLASS		CUSIP Number 577130305						
.3090	Sale	12/13/12	06/13/13	1.63	1.64	0.00	(0.01)	
91.0000	Sale	12/13/12	06/13/13	480.49	505.05	0.00	(24.56)	
	Security Subtotal			482.12	506.69	0.00	(24.57)	
DOUBLELINE TOTAL RETURN BOND FUND CL I		CUSIP Number 258620103						
.0400	Sale	03/28/13	04/02/13	0.45	0.45	0.00	0.00	
36.0000	Sale	06/29/12	06/13/13	405.00	402.47	0.00	2.53	
1.0000	Sale	07/31/12	06/13/13	11.25	11.25	0.00	0.00	
34.0000	Sale	07/31/12	06/13/13	382.50	382.84	0.00	(0.34)	
1.0000	Sale	08/31/12	06/13/13	11.25	11.13	0.00	0.12	
34.0000	Sale	09/31/12	06/13/13	382.50	385.55	0.00	(3.05)	
31.0000	Sale	09/28/12	05/13/13	348.75	353.39	0.00	(4.64)	
1.0000	Sale	10/31/12	06/13/13	11.25	11.39	0.00	(0.14)	
31.0000	Sale	10/31/12	06/13/13	348.75	352.47	0.00	(3.72)	
1.0000	Sale	11/30/12	06/13/13	11.25	11.36	0.00	(0.11)	
30.0000	Sale	11/30/12	06/13/13	337.50	340.80	0.00	(3.30)	
1.0000	Sale	12/31/12	06/13/13	11.25	11.26	0.00	(0.01)	
26.0000	Sale	12/31/12	06/13/13	292.50	294.57	0.00	(2.07)	
22.0000	Sale	01/31/13	06/13/13	247.50	249.47	0.00	(1.97)	
20.0000	Sale	02/28/13	06/13/13	225.00	227.00	0.00	(2.00)	
21.0000	Sale	03/26/13	06/13/13	236.25	238.13	0.00	(1.88)	
1.0000	Sale	04/30/13	06/13/13	11.25	11.36	0.00	(0.11)	
18.0000	Sale	04/30/13	06/13/13	202.50	205.38	0.00	(2.88)	
.9220	Sale	05/31/13	06/13/13	10.37	10.45	0.00	(0.08)	
19.0000	Sale	05/31/13	06/13/13	213.76	214.12	0.00	(0.36)	
	Security Subtotal			3,700.83	3,724.84	0.00	(24.01)	
Covered Short Term Capital Gains and Losses Subtotal				159,475.29	182,778.23	0.00	(23,302.94)	
NET SHORT TERM CAPITAL GAINS AND LOSSES				159,475.29	182,778.23	0.00	(23,302.94)	

THE EARL N PHILLIPS JR

2013 ANNUAL STATEMENT SUMMARY

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2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
LONG TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)								
DOUBLELINE TOTAL RETURN BOND FUND CL I		CUSIP Number 259620103						
37.0000	Sale	05/31/12	06/13/13	416.25	414.03	0.00	2.22	
41.0000	Sale	01/31/12	06/13/13	461.25	456.73	0.00	4.52	
35.0000	Sale	02/29/12	06/13/13	393.75	391.30	0.00	2.45	
1.0000	Sale	03/30/12	06/13/13	11.25	11.14	0.00	0.11	
37.0000	Sale	03/30/12	06/13/13	416.25	413.28	0.00	2.97	
35.0000	Sale	04/30/12	06/13/13	393.75	392.00	0.00	1.75	
1.0000	Sale	05/31/12	06/13/13	11.25	11.17	0.00	0.08	
Security Subtotal				2,103.75	2,089.65	0.00	14.10	
Covered Long Term Capital Gains and Losses Subtotal				2,103.75	2,089.65	0.00	14.10	
NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)								
INDIA FUND INC		CUSIP Number 454089103						
736.0000	Sale	04/28/06	06/13/13	14,283.00	40,906.88	0.00	(26,623.88)	
300.0000	Sale	08/28/09	06/13/13	5,821.88	7,926.00	0.00	(2,104.12)	
168.0000	Sale	06/29/11	06/13/13	3,260.25	4,098.00	0.00	(1,737.75)	
Security Subtotal				23,365.13	53,830.88	0.00	(30,465.75)	
TEMPLETON RUSSIA & EAST EUROPEAN FUND INC		CUSIP Number 88022F105						
428.0000	Sale	06/16/10	06/13/13	5,903.67	7,751.00	0.00	(1,847.33)	
835.0000	Sale	01/11/11	06/13/13	11,518.06	20,077.58	0.00	(8,559.52)	
100.0000	Sale	09/21/11	06/13/13	1,379.40	1,652.00	0.00	(272.60)	
200.0000	Sale	09/21/11	06/13/13	2,758.01	3,306.00	0.00	(547.99)	
300.0000	Sale	09/21/11	06/13/13	4,138.22	4,962.00	0.00	(823.78)	
2100.0000	Sale	09/21/11	06/13/13	20,967.60	34,755.00	0.00	(5,787.40)	
400.0000	Sale	09/21/11	06/13/13	5,517.64	6,652.00	0.00	(1,134.36)	
400.0000	Sale	09/21/11	06/13/13	5,517.64	6,656.00	0.00	(1,138.36)	
900.0000	Sale	09/21/11	06/13/13	12,414.69	14,995.00	0.00	(2,570.31)	
Security Subtotal				78,115.93	100,790.58	0.00	(22,680.65)	

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2013 ANNUAL STATEMENT SUMMARY

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2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1a. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
ISHARES S&P LATIN AMERIC 40 INDEX FUND								
914.0000	Sale	07/18/06	06/13/13	35,097.08	23,791.42	0.00	11,305.66	
ISHARES FTSE HK CHINA 25 INDEX FUND								
118.0000	Sale	06/29/11	06/13/13	4,092.18	4,987.86	0.00	(895.68)	
MARKET VECTORS ETF TR GOLD MINERS ETF								
309.0000	Sale	09/21/11	06/13/13	8,733.70	19,950.12	0.00	(11,216.42)	
MARKET VECTR JR GLD ETF								
570.0000	Sale	09/21/11	06/13/13	6,463.57	19,971.38	0.00	(13,507.81)	
MATTHEWS KOREA FUND INVESTOR CLASS								
2865.0000	Sale	12/06/06	06/13/13	15,127.20	17,734.35	0.00	(2,607.15)	
39.0000	Sale	12/06/06	06/13/13	205.91	241.41	0.00	(35.50)	
1.0000	Sale	12/07/06	06/13/13	5.28	6.20	0.00	(0.92)	
3320.0000	Sale	12/06/07	06/13/13	17,529.60	22,808.40	0.00	(5,278.80)	
69.0000	Sale	12/06/07	06/13/13	364.32	474.03	0.00	(109.71)	
1.0000	Sale	12/07/07	06/13/13	5.27	6.77	0.00	(1.50)	
1556.0000	Sale	12/10/08	06/13/13	8,215.68	3,718.84	0.00	4,496.84	
361.0000	Sale	12/10/08	06/13/13	1,906.08	862.79	0.00	1,043.29	
680.0000	Sale	12/09/09	06/13/13	3,484.80	2,798.40	0.00	686.40	
1.0000	Sale	12/10/09	06/13/13	5.28	4.28	0.00	1.00	
276.0000	Sale	12/09/10	06/13/13	1,457.28	1,366.19	0.00	91.09	
14.0000	Sale	12/08/11	06/13/13	73.92	65.93	0.00	7.99	
331.0000	Sale	12/08/11	06/13/13	1,747.69	1,559.00	0.00	188.69	
1.0000	Sale	12/08/11	06/13/13	5.20	4.72	0.00	0.56	
90.0000	Sale	12/08/11	06/13/13	475.20	423.90	0.00	51.30	
Security Subtotal				50,608.79	52,075.21	0.00	(1,466.42)	
DOUBLELINE TOTAL RETURN BOND FUND CL I								
633.0000	Sale	01/11/11	04/02/13	6,049.55	5,878.99	0.00	170.56	
3933.0000	Sale	01/11/11	06/13/13	44,246.24	43,380.99	0.00	865.25	
41.0000	Sale	01/31/11	06/13/13	461.25	450.58	0.00	10.67	
43.0000	Sale	02/28/11	06/13/13	483.75	473.42	0.00	10.33	
1.0000	Sale	03/31/11	06/13/13	11.25	11.00	0.00	0.25	

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2013 ANNUAL STATEMENT SUMMARY

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2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1a. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
DOUBLELINE TOTAL RETURN		CUSIP Number 258620103						
BOND FUND CL I								
45.0000	Sale	03/31/11	06/13/13	506.25	493.20	0.00	13.05	
43.0000	Sale	04/29/11	06/13/13	483.75	473.43	0.00	10.32	
41.0000	Sale	05/31/11	06/13/13	461.25	455.92	0.00	5.33	
1.0000	Sale	06/30/11	06/13/13	11.25	10.99	0.00	0.26	
43.0000	Sale	06/30/11	06/13/13	483.75	473.00	0.00	10.75	
1.0000	Sale	07/29/11	06/13/13	11.25	11.04	0.00	0.21	
44.0000	Sale	07/29/11	06/13/13	495.00	487.95	0.00	7.05	
44.0000	Sale	08/31/11	06/13/13	495.00	492.36	0.00	2.64	
47.0000	Sale	09/30/11	06/13/13	528.75	528.40	0.00	2.35	
1.0000	Sale	10/31/11	06/13/13	11.25	11.09	0.00	0.16	
43.0000	Sale	10/31/11	06/13/13	483.75	477.72	0.00	6.03	
1.0000	Sale	11/30/11	06/13/13	11.25	11.09	0.00	0.16	
46.0000	Sale	11/30/11	06/13/13	517.50	509.21	0.00	8.29	
55.0000	Sale	12/30/11	06/13/13	618.75	606.64	0.00	12.11	
Security Subtotal				56,370.79	55,235.02	0.00	1,135.77	
Noncovered Long Term Capital Gains and Losses Subtotal				262,847.17	330,038.47	0.00	(67,791.30)	
NET LONG TERM CAPITAL GAINS AND LOSSES				264,950.92	332,728.12	0.00	(67,777.20)	
TOTAL SALES PROCEEDS FOR CAPITAL GAINS AND LOSSES				424,426.21				
TOTAL REPORTED SALES PROCEEDS				424,426.21				

2013 REALIZED CAPITAL GAIN AND LOSS SUMMARY

COVERED SHORT TERM GAINS/LOSSES	NONCOVERED SHORT TERM GAINS/LOSSES	COVERED LONG TERM GAINS/LOSSES	NONCOVERED LONG TERM GAINS/LOSSES
(23,302.94)	0.00	14.10	(67,791.20)