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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 FoundationDo not enter Social Security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation TREADWELL, NORA ECCLES CHARITABLE TR			A Employer identification number 94-2566167	
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N.A. Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041		Room/suite		
City or town Winston Salem		State NC		ZIP code 27101-3818
Foreign country name		Foreign province/state/county		Foreign postal code
B Telephone number (see instructions) (888) 730-4933				
C If exemption application is pending, check here ☐				
D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐				
E If private foundation status was terminated under section 507(b)(1)(A), check here ☐				
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐				
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☒ Address change ☐ Name change				
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation				
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 74,909,203		J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____		

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)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	1,336,176	1,336,176		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	1,798,407			
b Gross sales price for all assets on line 6a	20,611,632			
7 Capital gain net income (from Part IV, line 2)		1,798,407		
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	3,134,583	3,134,583	0	
13 Compensation of officers, directors, trustees, etc	223,412	156,388		67,024
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)	1,117			1,117
b Accounting fees (attach schedule)	2,748			2,748
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	50,017	18,017		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	6,538	6,538		
24 Total operating and administrative expenses. Add lines 13 through 23	283,832	180,943	0	70,889
25 Contributions, gifts, grants paid	3,746,629			3,746,629
26 Total expenses and disbursements. Add lines 24 and 25	4,030,461	180,943	0	3,817,518
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-895,878			
b Net investment income (if negative, enter -0-)		2,953,640		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2013)

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Operating and Administrative Expenses

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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				
	2	Savings and temporary cash investments		827,578	952,151	952,151
	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)				
	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)		54,435,132	53,410,061	73,957,047
	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)		55,262,710	54,362,212	74,909,198
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		0	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds		55,262,710	54,362,212	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)		55,262,710	54,362,212	
	31	Total liabilities and net assets/fund balances (see instructions)		55,262,710	54,362,212	

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	55,262,710
2	Enter amount from Part I, line 27a	2	-895,878
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	8,383
4	Add lines 1, 2, and 3	4	54,375,215
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	13,003
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	54,362,212

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 Attached Statement			
b See Attached Statement			
c See Attached Statement			
d See Attached Statement			
e See Attached Statement			

(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			0
b			0
c			0
d			0
e			0

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			0
b			0
c			0
d			0
e			0

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	1,798,407
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	0

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	3,792,555	62,804,967	0.060386
2011	3,578,206	63,229,343	0.056591
2010	3,217,637	60,072,513	0.053563
2009	2,888,954	52,426,242	0.055105
2008	4,377,720	62,247,677	0.070327

2 Total of line 1, column (d)	2	0.295972
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	0.059194
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	68,443,631
5 Multiply line 4 by line 3	5	4,051,452
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	29,536
7 Add lines 5 and 6	7	4,080,988
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	3,817,518

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			
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-)			0
3	Add lines 1 and 2			59,073
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			59,073
6	Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	46,710	
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			46,710
8	Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			12,363
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			0
11	Enter the amount of line 10 to be Credited to 2014 estimated tax Refunded			0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (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? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ UT		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>		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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

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 ► WELLS FARGO BANK N A Telephone no. ► 888-730-4933			
Located at ► 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ► 27101-3818				
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?	16	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 ►				X

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

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

		Yes	No
1a.	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b.	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	X
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 ► 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	N/A
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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	3b	N/A
4a.	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b.	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

- 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)? ☐ Yes ☒ No
- Organizations relying on a current notice regarding disaster assistance check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☒ Yes ☐ No
- If "Yes," attach the statement required by Regulations section 53.4945–5(d)
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ 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? ☐ Yes ☒ No

5b

X

6b

X

7b

N/A

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
Wells Fargo Bank N A Trust Tax Dept 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	TRUSTEE	4 00	223,412	

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	68,844,511
b	Average of monthly cash balances	1b	641,409
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	69,485,920
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	69,485,920
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	1,042,289
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	68,443,631
6	Minimum investment return. Enter 5% of line 5	6	3,422,182

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	3,422,182
2a	Tax on investment income for 2013 from Part VI, line 5	2a	59,073
b	Income tax for 2013. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	59,073
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,363,109
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	3,363,109
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	3,363,109

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	3,817,518
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	3,817,518
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	3,817,518

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				3,363,109
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008	1,304,962			
b From 2009	298,674			
c From 2010	290,272			
d From 2011	464,121			
e From 2012	695,645			
f Total of lines 3a through e	3,053,674			
4 Qualifying distributions for 2013 from Part XII, line 4: \$ 3,817,518				
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				3,363,109
e Remaining amount distributed out of corpus	454,409			
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	3,508,083			
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				
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			0	
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)	1,304,962			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	2,203,121			
10 Analysis of line 9:				
a Excess from 2009	298,674			
b Excess from 2010	290,272			
c Excess from 2011	464,121			
d Excess from 2012	695,645			
e Excess from 2013	454,409			

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

N/A

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2013	(b) 2012	(c) 2011	(d) 2010	
				0
b 85% of line 2a				0
c Qualifying distributions from Part XII, line 4 for each year listed				0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter:				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
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)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)

- 1 Information Regarding Foundation Managers:**
- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

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

NONE

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

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

- a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

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

- c** Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Attached Statement				
Total			3a	3,746,629
b Approved for future payment NONE				
Total			3b	0

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | |
|---|--|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of | |
| | (1) Cash | 1a |
| | (2) Other assets | 1a |
| b | Other transactions: | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b |
| | (3) Rental of facilities, equipment, or other assets | 1b |
| | (4) Reimbursement arrangements | 1b |
| | (5) Loans or loan guarantees | 1b |
| | (6) Performance of services or membership or fundraising solicitations | 1b |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

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

John A. S. Wells SVP Wells Fargo Bank N.A.
Signature of officer or trustee

4/29/2014
Date

SVP Wells Fargo Bank N.A.
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

JOSEPH J. CASTRIANO

Preparer's signature

[Signature]

Date

4/29/2014

Check ☒ if self-employed

PTIN

P01251603

Firm's name ► PricewaterhouseCoopers, LLP

Firm's EIN ▶ 13-4008324

Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Phone no	412-355-6000
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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

NORA ECCLES TREADWELL FOUNDATION

Street

1004 A O'REILY AVE

City

SAN FRANCISCO

State

CA

Zip Code

94129

Foreign Country

Relationship

SUBSIDIARY FOUNDATION

Foundation Status

PF

Purpose of grant/contribution

MEDICAL RESEARCH

Amount

3,746,629

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Totals										Capital Gains/Losses		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Long Term CG Distributions										Other sales		20,611,632		18,813,225		1,798,407	
Short Term CG Distributions										Other sales							
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss			
1	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		1/16/2013	16	16					0	0	0	0
2	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		2/16/2013	188	188					0	0	0	2
3	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		2/16/2013	16	16					0	0	0	0
4	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		3/16/2013	3,614	3,570					0	0	44	0
5	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		3/16/2013	301	309					0	0	-8	0
6	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		4/16/2013	187	184					0	0	3	0
7	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		4/16/2013	16	16					0	0	0	0
8	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		5/16/2013	187	185					0	0	2	0
9	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		5/16/2013	16	16					0	0	0	0
10	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		6/16/2013	2,133	2,107					0	0	26	0
11	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		7/16/2013	178	182					0	0	-4	0
12	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		7/16/2013	3,500	3,456					0	0	44	0
13	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		8/16/2013	292	299					0	0	-7	0
14	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		8/16/2013	6,248	6,171					0	0	77	0
15	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		8/16/2013	521	534					0	0	-13	0
16	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		9/16/2013	2,490	2,459					0	0	31	0
17	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		10/16/2013	207	170					0	0	-37	0
18	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		10/16/2013	14	15					0	0	-1	0
19	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		11/16/2013	163	161					0	0	2	0
20	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		11/16/2013	51,704	50,000					0	0	1,704	0
21	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		12/3/2013	24,988	24,953					0	0	35	0
22	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		12/3/2013	24,280	11,247					0	0	13,033	0
23	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		12/3/2013	6,449	3,014					0	0	3,435	0
24	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		12/3/2013	33,104	37,759					0	0	-4,655	0
25	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		12/3/2013	5,419	6,143					0	0	-724	0
26	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		12/3/2013	6,429	6,604					0	0	-175	0
27	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		12/3/2013	7,080	4,240					0	0	2,840	0
28	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		12/3/2013	6,354	5,664					0	0	690	0
29	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		12/3/2013	6,134	3,941					0	0	2,193	0
30	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		12/3/2013	29,854	29,829					0	0	25	0
31	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		12/3/2013	6,557	6,840					0	0	-283	0
32	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		12/3/2013	807	859					0	0	-52	0
33	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		12/3/2013	404	429					0	0	-25	0
34	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		12/3/2013	207	220					0	0	-13	0
35	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		12/3/2013	104	110					0	0	-6	0
36	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		12/3/2013	4,717	5,019					0	0	-302	0
37	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		12/3/2013	2,359	2,507					0	0	-148	0
38	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		12/3/2013	61	65					0	0	-4	0
39	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		12/3/2013	30	32					0	0	-2	0
40	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		12/3/2013	61	65					0	0	-4	0
41	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		12/3/2013	30	32					0	0	-2	0
42	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		12/3/2013	30	32					0	0	-2	0
43	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		12/3/2013	708	753					0	0	-45	0
44	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		12/3/2013	354	376					0	0	-22	0
45	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		12/3/2013	166	176					0	0	-10	0
46	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		12/3/2013	83	88					0	0	-5	0
47	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		12/3/2013	66	71					0	0	-5	0
48	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		12/3/2013	33	35					0	0	-2	0
49	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		12/3/2013	4,739	4,998					0	0	-259	0
50	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		12/3/2013	42,332	44,978					0	0	-2,646	0
51	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		12/3/2013	5,520	2,445					0	0	3,075	0
52	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		12/3/2013	60,006	59,791					0	0	215	0
53	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		12/3/2013	9,938	9,359					0	0	579	0
54	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		12/3/2013	4,809	5,059					0	0	-250	0
55	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		12/3/2013	44,515	44,768					0	0	-253	0
56	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		12/3/2013	5,261	4,990					0	0	271	0
57	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		12/3/2013	4,923	4,895					0	0	28	0
58	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		12/3/2013	5,247	4,995					0	0	252	0
59	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		12/3/2013	5,745	5,475					0	0	270	0
60	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		12/3/2013	22,606	21,900					0	0	706	0
61	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		12/3/2013	11,298	10,950					0	0	348	0
62	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		12/3/2013	39,363	38,326					0	0	1,037	0
63	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		12/3/2013	4,923	4,991					0	0	-68	0
64	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		12/3/2013	4,770	4,960					0	0	-190	0
65	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		12/3/2013	88,173	88,776					0	0	-603	0
66	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		12/3/2013	5,418	5,417					0	0	1	0
67	X	GOVT NATL MTG ASSN 3.957	38373MYF1		10/26/2011		12/3/2013	35,446	26,111					0	0	9,335	0
68	X	GOVT NATL MTG ASSN 3.957	38373MYF1		4/30/2008		12/3/2013	5,125	3,710					0	0	1,415	0

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV		Long Term CG Distributions		Amount		Totals										Net Gain or Loss	
		Short Term CG Distributions		136,773		Capital Gains/Losses		Gross Sales		Basis and Expenses		Cost, Other					
						Other sales		20,611,632		18,813,225		0		1,798,407			

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions										Amount		Totals										Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss			
Short Term CG Distributions										136,773		Capital Gains/Losses										20,611,632		18,813,225		1,798,407			
												Other sales																	
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss															
205	STATE STREET CORP	3.100			5/6/2013		6/6/2013	4,883	4,992					-109															
206	STATE STREET CORP	3.100			5/6/2013		9/12/2013	59,387	64,895					-5,508															
207	TEVA PHARMACEUT FIN	3.65			3/18/2013		6/6/2013	5,211	5,302					-91															
208	TEVA PHARMACEUT FIN	3.65			3/18/2013		9/12/2013	33,908	37,113					-3,205															
209	TEVA PHARMA FIN IV	2.250			12/13/2012		3/18/2013	40,016	39,982					34															
210	THERMO FISHER SCIENT	1.85			1/30/2013		4/4/2013	15,121	14,972					149															
211	THERMO FISHER SCIENT	1.85			1/30/2013		4/4/2013	10,081	9,971					110															
212	THERMO FISHER SCIENT	1.85			1/30/2013		6/6/2013	4,962	4,966					-4															
213	TOTAL CAPITAL INTL	2.700			9/18/2012		6/6/2013	4,851	4,989					-138															
214	TYSON FOODS INC	8.850			5/6/2013		8/8/2013	5,669	5,752					-83															
215	US TREASURY NOTE	1.750			5/2/2013		8/12/2013	9,292	9,915					-623															
216	US TREASURY NOTE	1.750			8/1/2013		8/12/2013	13,904	13,778					126															
217	US TREASURY NOTE	1.750			8/1/2013		8/12/2013	27,807	27,571					236															
218	US TREASURY NOTE	1.750			8/1/2013		8/12/2013	13,904	13,776					128															
219	US TREASURY NOTE	1.750			8/1/2013		8/14/2013	18,387	18,368					19															
220	US TREASURY NOTE	1.000			6/5/2013		6/10/2013	79,531	79,919					388															
221	US BANCORP DEL NEW				9/29/2008		6/5/2013	44,863	44,855					8															
222	US BANCORP DEL NEW				9/26/2008		12/3/2013	4,613	4,205					408															
223	US BANCORP DEL NEW				8/4/2006		12/3/2013	6,112	5,156					956															
224	UNION PACIFIC CORP				5/15/2009		3/26/2013	88,659	30,429					58,230															
225	UNION PACIFIC CORP				5/15/2009		12/3/2013	9,255	2,710					6,545															
226	UNITED CONTINENTAL HOLD				2/2/2011		1/15/2013	153,119	151,457					1,662															
227	UNITED CONTINENTAL HOLD				9/20/2012		1/15/2013	181,191	146,832					34,359															
228	US TREASURY NOTE	1.000			6/6/2013		6/10/2013	99,414	99,852					438															
229	US TREASURY NOTE	1.000			6/6/2013		6/8/2013	49,277	49,953					676															
230	US TREASURY NOTE	1.250			8/14/2013		8/20/2013	49,586	49,809					223															
231	US TREASURY NOTE	1.375			8/9/2013		9/16/2013	9,888	9,970					-82															
232	US TREASURY NOTE	1.375			8/9/2013		9/16/2013	14,832	14,962					-130															
233	US TREASURY NOTE	1.375			7/14/2013		10/24/2013	5,029	4,982					47															
234	UNITED CONTINENTAL HOLD				3/23/2012		7/15/2013	35,728	28,706					7,022															
235	UNITED CONTINENTAL HOLD				3/23/2012		7/17/2013	426,189	268,604					157,585															
236	UNITED CONTINENTAL HOLD				3/23/2012		12/3/2013	5,861	3,199					2,662															
237	US TREASURY BOND	8.250			9/13/2011		6/10/2013	41,210	42,608					-1,398															
238	US TREASURY NOTE	3.625			6/29/2012		8/1/2013	93,258	100,480					7,222															
239	US TREASURY NOTE	3.625			6/29/2012		8/1/2013	104,229	112,690					8,461															
240	US TREASURY NOTE	3.625			12/27/2012		8/1/2013	5,486	5,882					-396															
241	US TREASURY NOTE	1.375			8/14/2013		10/24/2013	65,378	64,751					627															
242	US TREASURY NOTE	1.375			8/14/2013		10/29/2013	35,261	34,866					395															
243	US TREASURY NOTE	2.500			8/1/2013		9/11/2013	4,808	4,960					-152															
244	US TREASURY NOTE	2.500			8/1/2013		9/11/2013	24,042	24,801					-759															
245	US TREASURY NOTE	2.625			8/1/2013		9/11/2013	28,838	29,761					-923															
246	US TREASURY NOTE	2.500			7/15/2013		9/12/2013	19,300	20,269					-969															
247	US TREASURY NOTE	2.500			8/7/2013		9/12/2013	9,650	9,964					-314															
248	US TREASURY NOTE	3.625			9/29/2012		9/17/2013	103,394	112,327					-8,933															
249	US TREASURY NOTE	3.625			7/28/2012		9/17/2013	27,209	29,457					-2,248															
250	US TREASURY NOTE	3.625			7/28/2012		10/10/2013	5,498	5,891					-393															
251	US TREASURY NOTE	3.625			7/28/2012		10/22/2013	38,951	41,240					-2,289															
252	US TREASURY NOTE	3.625			7/28/2012		10/28/2013	22,280	23,566					-1,286															
253	US TREASURY NOTE	3.625			12/27/2012		10/28/2013	22,280	23,529					-1,249															
254	US TREASURY NOTE	2.250			10/3/2012		4/2/2013	123,512	124,704					-1,192															
255	US TREASURY NOTE	2.500			8/7/2013		9/12/2013	4,825	4,980					-155															
256	US TREASURY NOTE	2.500			8/7/2013		9/12/2013	24,125	24,899					-774															
257	US TREASURY NOTE	2.500			8/7/2013		9/18/2013	4,843	4,960					-118															
258	US TREASURY NOTE	2.500			9/16/2013		9/18/2013	29,055	29,062					7															
259	US TREASURY NOTE	2.500			9/16/2013		9/18/2013	14,528	14,484					44															
260	US TREASURY NOTE	2.500			7/19/2013		10/10/2013	9,820	10,141					-320															
261	US TREASURY NOTE	2.500			7/15/2013		10/10/2013	9,820	10,138					-317															
262	US TREASURY NOTE	2.500			8/7/2013		10/10/2013	9,820	9,967					-147															
263	US TREASURY NOTE	2.250			10/3/2012		6/10/2013	142,382	146,391					-4,009															
264	US TREASURY NOTE	0.500			8/1/2011		1/24/2013	90,393	90,464					-71															
265	US TREASURY NOTE	0.500			12/16/2011		2/13/2013	65,266	65,320					-54															
266	US TREASURY NOTE	0.500			12/16/2011		5/16/2013	50,215	50,246					-31															
267	US TREASURY NOTE	0.500			12/16/2011		5/30/2013	125,493	125,616					-123															
268	US TREASURY NOTE	0.500			12/16/2011		7/17/2013	60,225	60,296					-71															
269	US TREASURY NOTE	1.375			7/31/2012		5/29/2013	105,812	108,089					-2,277															
270	US TREASURY NOTE	1.375			9/29/2012		5/29/2013	115,889	118,293					-2,404															
271	US TREASURY NOTE	1.375			10/31/2012		5/29/2013	20,155	20,459					-304															
272	US TREASURY NOTE	1.375			4/30/2013		5/29/2013	166,276	170,041					-3,765															

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Totals										Capital Gains/Losses		Cost, Other Basis and Expenses		Net Gain or Loss	
Amount										136,773		20,611,632		1,799,407	
Long Term CG Distributions										Other sales		0		0	
Short Term CG Distributions															
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	
273	X US TREASURY NOTE 1.375	912828SH4			8/23/2012		5/29/2013	5,039	5,111					-72	
274	X US TREASURY NOTE 0.500	912828TG5			7/26/2012		1/4/2013	267,223	269,030					-1,807	
275	X US TREASURY NOTE 0.500	912828TG5			8/14/2012		8/14/2013	19,794	19,759					35	
276	X US TREASURY NOTE 2.500	912828V56			8/7/2013		10/10/2013	4,910	4,981				71	0	
277	X US TREASURY NOTE 2.500	912828V56			8/7/2013		10/10/2013	19,641	19,929				288	0	
278	X US TREASURY NOTE 2.500	912828V56			6/16/2013		10/28/2013	4,989	5,008				19	0	
279	X US TREASURY NOTE 2.500	912828V56			6/22/2013		10/28/2013	9,979	10,013				34	0	
280	X US TREASURY NOTE 2.500	912828V56			7/30/2013		10/28/2013	14,968	15,056				88	0	
281	X US TREASURY NOTE 2.500	912828V56			10/28/2013		10/28/2013	34,925	34,951				11	-15	
282	X US TREASURY NOTE 2.500	912828V56			9/10/2013		11/14/2013	28,534	28,971				0	563	
283	X US TREASURY NOTE 0.500	912828TG5			9/6/2012		1/4/2013	19,794	19,856				0	-62	
284	X US TREASURY NOTE 0.500	912828TG5			9/17/2012		1/4/2013	24,743	24,771				0	-28	
285	X US TREASURY NOTE 0.500	912828TG5			6/26/2012		1/4/2013	4,949	4,970				0	-21	
286	X US TREASURY NOTE 0.500	912828TG5			9/19/2012		1/4/2013	14,846	14,873				0	-27	
287	X US TREASURY NOTE 0.500	912828TG5			9/25/2012		1/4/2013	69,280	69,494				0	-214	
288	X US TREASURY NOTE 0.500	912828TG5			6/15/2012		1/4/2013	24,743	24,908				0	-165	
289	X US TREASURY NOTE 2.500	912828V56			6/21/2012		1/4/2013	4,949	4,957				0	-8	
290	X US TREASURY NOTE 2.500	912828V56			7/15/2013		11/14/2013	4,922	4,919				3	0	
291	X US TREASURY NOTE 2.500	912828V56			8/7/2013		11/18/2013	4,926	4,981				0	-55	
292	X US TREASURY NOTE 2.500	912828V56			6/11/2013		11/18/2013	4,926	4,988				0	-62	
293	X US TREASURY NOTE 2.500	912828V56			8/6/2013		11/18/2013	4,926	4,945				0	-19	
294	X US TREASURY NOTE 2.500	912828V56			7/15/2013		11/18/2013	4,926	4,920				0	6	
295	X US TREASURY NOTE 2.500	912828V56			5/21/2013		11/18/2013	4,926	4,964				0	-38	
296	X US TREASURY NOTE 2.500	912828V56			7/15/2013		11/18/2013	9,852	9,842				0	10	
297	X US TREASURY NOTE 0.500	912828TG5			8/25/2012		1/4/2013	29,691	29,877				0	-186	
298	X US TREASURY NOTE 0.500	912828TG5			5/10/2012		1/4/2013	14,846	14,971				0	-125	
299	X US TREASURY NOTE 0.500	912828TG5			6/9/2012		1/4/2013	24,743	24,936				0	-193	
300	X US TREASURY NOTE 0.500	912828TG5			8/13/2012		1/4/2013	9,897	9,978				0	-81	
301	X US TREASURY NOTE 0.500	912828TG5			10/3/2012		5/13/2013	89,954	89,877				0	77	
302	X US TREASURY NOTE 0.250	912828TV6			10/3/2012		6/10/2013	259,339	259,645				0	-306	
303	X US TREASURY NOTE 1.625	912828TV6			9/28/2012		1/3/2013	19,509	20,298				789	0	
304	X US TREASURY NOTE 1.625	912828TV6			10/16/2012		1/3/2013	28,263	30,436				1,173	0	
305	X US TREASURY NOTE 2.500	912828V56			5/21/2013		11/18/2013	4,926	4,965				0	-39	
306	X US TREASURY NOTE 2.500	912828V56			11/1/2013		11/18/2013	14,779	14,868				0	-89	
307	X US TREASURY NOTE 2.500	912828V56			6/28/2013		11/18/2013	4,926	4,969				0	-43	
308	X AFLAC INC	001055102			4/17/2008		12/3/2013	3,748	3,845				0	-97	
309	X AT & T INC	00206R102			7/19/2006		12/3/2013	6,192	4,924				0	1,268	
310	X ACTAVIS INC	00507K103			8/3/2011		10/1/2013	705,600	322,145				0	383,455	
311	X ADOBE SYS INC	00724E101			1/15/2012		12/3/2013	7,429	5,016				0	2,413	
312	X US TREASURY NOTE 1.625	912828TV6			9/5/2012		12/4/2013	8,801	10,302				501	0	
313	X US TREASURY NOTE 1.625	912828TV6			9/5/2012		1/24/2013	9,801	10,301				500	0	
314	X US TREASURY NOTE 1.625	912828TV6			9/25/2012		1/24/2013	9,801	10,297				496	0	
315	X US TREASURY NOTE 1.625	912828TV6			11/14/2012		2/14/2013	4,833	5,011				0	-178	
316	X US TREASURY NOTE 1.625	912828TV6			11/17/2012		2/14/2013	14,499	15,017				0	-518	
317	X US TREASURY NOTE 1.625	912828TV6			11/17/2012		2/14/2013	9,666	9,923				0	-257	
318	X US TREASURY NOTE 1.625	912828TV6			9/25/2012		2/14/2013	8,666	10,297				0	-631	
319	X ADVANCE AUTO PARTS	00751YAC0			11/25/2013		11/25/2013	29,995	29,907				0	88	
320	X AETNA INC	008117AP8			1/12/2012		5/8/2013	74,078	73,732				0	346	
321	X FNMA 30 YR TBA 3.000%	01F030660			5/29/2013		6/5/2013	316,267	316,513				0	-246	
322	X FNMA 30 YR TBA 3.000%	01F030678			6/5/2013		7/9/2013	303,052	315,443				0	-12,391	
323	X FNMA 30 YR TBA 3.000%	01F030686			7/6/2013		8/6/2013	305,255	302,302				0	2,953	
324	X FNMA 30 YR TBA 3.000%	01F030684			8/6/2013		9/9/2013	298,462	304,418				0	-5,956	
325	X FNMA 30 YR TBA 3.000%	01F0306A1			9/9/2013		2/14/2013	308,392	297,724				0	10,668	
326	X US TREASURY NOTE 1.625	912828TV6			11/1/2013		2/14/2013	28,998	29,250				0	-252	
327	X US TREASURY NOTE 1.625	912828TV6			10/24/2012		2/14/2013	9,666	10,141				0	-475	
328	X US TREASURY NOTE 1.625	912828TV6			11/8/2013		2/14/2013	53,163	53,883				0	-720	
329	X US TREASURY NOTE 1.625	912828TV6			8/23/2012		2/14/2013	9,666	10,251				0	-585	
330	X US TREASURY NOTE 1.625	912828TV6			8/23/2012		2/14/2013	9,666	10,250				0	-584	
331	X FNMA 30 YR TBA 3.000%	01F0306B9			10/7/2012		2/14/2013	9,666	10,246				0	-590	
332	X FNMA 30 YR TBA 3.000%	01F0306C7			10/7/2012		11/7/2013	307,285	307,568				0	-283	
333	X FNMA 30 YR TBA 3.000%	01F0306C7			11/7/2013		12/6/2013	301,120	306,584				0	-5,464	
334	X FNMA 30 YR TBA 4.000%	01F0408A0			9/17/2013		10/3/2013	141,845	138,992				0	2,853	
335	X FNMA 30 YR TBA 4.000%	01F0406B8			10/2/2013		11/7/2013	141,866	141,348				0	517	
336	X FNMA 30 YR TBA 4.000%	01F0406C6			11/7/2013		12/6/2013	139,841	141,497				0	-1,656	
337	X ALLSTATE CORP	020002101			4/13/2007		6/5/2013	52,917	70,179				0	-17,262	
338	X ALLSTATE CORP	020002101			4/13/2007		12/3/2013	5,077	5,848				0	-771	
339	X ALLY AUTO RECEIVABLE	02005EA86			11/15/2012		11/15/2013	5,119	5,129				0	-10	
340	X US TREASURY NOTE 1.625	912828TV6			1/25/2013		2/14/2013	28,998	29,245				0	-247	

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Amount										Totals		Capital Gains/Losses		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
136,773												Other sales		20,611,632		18,813,225		1,798,407	
Long Term CG Distributions																			
Short Term CG Distributions																			
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss					
341	X	US TREASURY NOTE 0.250	812828UC2		2/28/2013		5/6/2013	64,919	64,866				0	53					
342	X	US TREASURY NOTE 0.250	812828UC2		2/28/2013		5/10/2013	69,869	69,855				0	14					
343	X	US TREASURY NOTE 0.250	812828UC2		2/28/2013		5/15/2013	59,878	59,876				0	2					
344	X	US TREASURY NOTE 0.625	812828UE6		11/07/2013		1/15/2013	34,995	34,937				0	58					
345	X	US TREASURY NOTE 0.625	812828UE8		1/4/2013		1/15/2013	19,997	19,931				0	66					
346	X	US TREASURY NOTE 0.625	812828UE8		1/4/2013		1/29/2013	79,531	79,725				0	-194					
347	X	US TREASURY NOTE 0.625	812828UE8		1/4/2013		1/30/2013	24,844	24,914				0	-70					
348	X	US TREASURY NOTE 0.625	812828UE8		1/4/2013		1/30/2013	29,841	29,897				0	-56					
349	X	US TREASURY NOTE 0.625	812828UE8		1/4/2013		1/30/2013	14,906	14,948				0	-42					
350	X	US TREASURY NOTE 0.625	812828UE6		1/4/2013		2/5/2013	318,437	318,900				0	-463					
351	X	PFIZER INC	717081103		3/29/2007		7/3/2013	41,355	38,146				0	3,209					
352	X	PFIZER INC	717081103		3/29/2007		12/3/2013	6,578	5,340				0	1,238					
353	X	PHILLIPS 66	718548104		5/27/2008		6/5/2013	35,556	22,762				0	12,774					
354	X	PHILLIPS 66	718548104		8/3/2012		6/5/2013	51,718	31,623				0	20,095					
355	X	PHILLIPS 66	718548104		8/3/2012		12/3/2013	8,354	4,743				0	3,611					
356	X	POTASH CORP SASK	737551107		11/4/2010		12/3/2013	5,680	8,469				0	-2,779					
357	X	T ROWE PRICE GROUP INC	741441108		10/22/2007		6/5/2013	95,817	75,292				0	19,525					
358	X	T ROWE PRICE GROUP INC	741441108		10/22/2007		12/3/2013	474,828	376,728				0	98,100					
359	X	T ROWE PRICE GROUP INC	741441108		10/22/2007		12/3/2013	5,114	3,785				0	1,329					
360	X	ALLY AUTO RECEIVABLE 0.70	02005EAB8		11/15/2012		2/15/2013	9,015	9,032				0	-17					
361	X	ALLY AUTO RECEIVABLE 0.70	02005EAB8		11/15/2012		2/15/2013	8,222	8,238				0	-16					
362	X	ALLY AUTO RECEIVABLE 0.70	02005EAB8		11/15/2012		4/15/2013	8,546	8,562				0	-16					
363	X	ALLY AUTO RECEIVABLE 0.70	02005EAB8		11/15/2012		4/15/2013	8,779	8,798				0	-17					
364	X	ALLY AUTO RECEIVABLE 0.407	02005EAB8		11/15/2012		6/15/2013	8,213	8,228				0	-15					
365	X	ALLY AUTO RECEIVABLE 0.70	02005EAB8		11/15/2012		7/15/2013	7,511	7,526				0	-15					
366	X	ALLY AUTO RECEIVABLE 0.70	02005EAB8		11/15/2012		8/15/2013	8,346	8,362				0	-16					
367	X	ENTERPRISE PRODUCTS 3	29379VAZ8		3/1/2013		3/1/2013	40,140	39,963				0	177					
368	X	ERICSSON LM 4.125% 3	294239AA4		5/2/2012		5/9/2013	84,073	79,668				0	4,405					
369	X	ESSEX PORTFOLIO LP 3.250	29717PAE7		4/8/2013		9/16/2013	31,375	34,703				0	-3,328					
370	X	EXXON MOBIL CORPORATION	30231G102		3/31/2005		12/3/2013	9,679	6,175				0	3,504					
371	X	FMS WERTMANAGEMENT 1	30254WAA7		11/14/2012		6/5/2013	89,362	89,983				0	-621					
372	X	FED NATL MTG ASSN 0.875	3135GOMZ3		7/18/2012		6/13/2013	217,701	219,934				0	-2,233					
373	X	FED NATL MTG ASSN 0.875	3135GOMZ8		4/1/2013		9/27/2013	140,963	144,680				0	-3,717					
374	X	FNMA POOL #465274 3.813	31381M2F1		11/30/2012		4/25/2013	110	122				0	-12					
375	X	FNMA POOL #465274 3.813	31381M2F1		11/30/2012		6/25/2013	111	123				0	-12					
376	X	FNMA POOL #465274 3.813	31381M2F1		11/30/2012		7/25/2013	126	139				0	-13					
377	X	FNMA POOL #465274 3.690	31381M2F1		11/30/2012		7/25/2013	127	141				0	-14					
378	X	FNMA POOL #465274 3.813	31381M2F1		11/30/2012		8/25/2013	112	124				0	-12					
379	X	FNMA POOL #465274 3.813	31381M2F1		11/30/2012		9/25/2013	113	125				0	-12					
380	X	FNMA POOL #465274 3.813	31381M2F1		11/30/2012		10/25/2013	128	142				0	-14					
381	X	FNMA POOL #465274 3.813	31381M2F1		11/30/2012		11/25/2013	114	128				0	-12					
382	X	FNMA POOL #465274 3.690	31381M2F1		11/30/2012		12/25/2013	129	143				0	-14					
383	X	FNMA POOL #465274 3.813	31381M2F1		11/30/2012		1/25/2014	115	127				0	-12					
384	X	VR FED NATL MTG AS 3.1474	31393CX81		11/17/2005		1/25/2013	433	439				0	-6					
385	X	VR FED NATL MTG AS 3.1498	31393CX81		11/17/2005		2/25/2013	699	912				0	-13					
386	X	VR FED NATL MTG AS 3.1395	31393CX81		11/17/2005		3/25/2013	376	381				0	-5					
387	X	VR FED NATL MTG AS 3.1458	31393CX81		11/17/2005		4/25/2013	1,686	1,711				0	-25					
388	X	VR FED NATL MTG AS 3.1404	31393CX81		11/17/2005		5/25/2013	2,556	2,594				0	-38					
389	X	VR FED NATL MTG AS 3.1425	31393CX81		11/17/2005		6/25/2013	546	554				0	-8					
390	X	VR FED NATL MTG AS 3.1425	31393CX81		11/17/2005		7/25/2013	1,318	1,337				0	-19					
391	X	VR FED NATL MTG AS 3.1324	31393CX81		11/17/2005		8/25/2013	546	554				0	-8					
392	X	VR FED NATL MTG AS 3.1362	31393CX81		11/17/2005		9/25/2013	1,219	1,237				0	-18					
393	X	VR FED NATL MTG AS 3.1362	31393CX81		11/17/2005		10/25/2013	943	957				0	-14					
394	X	VR FED NATL MTG AS 3.1213	31393CX81		11/17/2005		11/25/2013	1,044	1,059				0	-15					
395	X	VR FED NATL MTG AS 3.1213	31393CX81		11/17/2005		12/25/2013	668	678				0	-10					
396	X	VR FED NATL MTG AS 3.4231	31393E6M6		12/17/2007		1/25/2013	1,152	1,163				0	-11					
397	X	VR FED NATL MTG AS 3.4231	31393E6M6		12/17/2007		2/25/2013	242	244				0	-2					
398	X	VR FED NATL MTG AS 3.4231	31393E6M6		12/17/2007		3/25/2013	1,832	1,850				0	-18					
399	X	VR FED NATL MTG AS 3.4728	31393E6M6		12/17/2007		4/25/2013	237	239				0	-2					
400	X	VR FED NATL MTG AS 3.4784	31393E6M6		12/17/2007		5/25/2013	131	132				0	-1					
401	X	VR FED NATL MTG AS 3.4825	31393E6M6		12/17/2007		6/25/2013	93	94				0	-1					
402	X	VR FED NATL MTG AS 3.4825	31393E6M6		12/17/2007		7/25/2013	463	467				0	-4					
403	X	VR FED NATL MTG AS 3.4727	31393E6M6		12/17/2007		8/25/2013	157	158				0	-1					
404	X	VR FED NATL MTG AS 3.4783	31393E6M6		12/17/2007		9/25/2013	243	246				0	-3					
405	X	VR FED NATL MTG AS 3.4783	31393E6M6		12/17/2007		10/25/2013	1,359	1,371				0	-12					
406	X	VR FED NATL MTG AS 3.3936	31393E6M6		12/17/2007		11/25/2013	378	382				0	-4					
407	X	VR FED NATL MTG AS 3.3936	31393E6M6		12/17/2007		12/25/2013	247	250				0	-3					
408	X	VR FED NATL MTG AS 2.2888	31394Q89		5/5/2008		1/25/2013	277	272				0	5					

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Totals			Net Gain or Loss	
											Capital Gains/Losses				
											Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss		
	Long Term CG Distributions										20,611,632	18,813,225	1,798,407		
	Short Term CG Distributions										0	0	0		
	Amount														
	136,773														
409	VR FED NATL MTG AS 2 28966	31394VQB9			5/5/2008		2/25/2013	1,230	1,212					18	
410	VR FED NATL MTG AS 2 28053	31394VQB9			5/5/2008		3/25/2013	2,686	2,646					40	
411	VR FED NATL MTG AS 2 28287	31394VQB9			5/5/2008		4/25/2013	278	274					4	
412	VR FED NATL MTG AS 2 28294	31394VQB9			5/5/2008		5/25/2013	276	272					4	
413	VR FED NATL MTG AS 2 28311	31394VQB9			5/5/2008		6/25/2013	401	395					6	
414	VR FED NATL MTG AS 2 28311	31394VQB9			5/5/2008		7/25/2013	282	278					4	
415	VR FED NATL MTG AS 2 25281	31394VQB9			5/5/2008		8/25/2013	850	837					13	
416	VR FED NATL MTG AS 2 24391	31394VQB9			5/5/2008		9/25/2013	515	507					8	
417	VR FED NATL MTG AS 2 24391	31394VQB9			5/5/2008		10/25/2013	271	267					4	
418	VR FED NATL MTG AS 2 24352	31394VQB9			5/5/2008		11/25/2013	875	862					13	
419	VR FED NATL MTG AS 2 24552	31394VQB9			5/5/2008		12/25/2013	393	387					6	
420	VR FED NATL MTG ASSN 6 0005	31395BCX9			4/29/2013		7/25/2013	11,425	11,682					-257	
421	FED NATL MTG ASSN 6 0005	31395BCX9			4/29/2013		7/25/2013	9,144	9,350					-206	
422	FED NATL MTG ASSN 6 0005	31395BCX9			4/29/2013		8/25/2013	8,852	9,051					-199	
423	APPLE INC 1 000% 503	037833A9			4/30/2013		4/30/2013	24,980	24,908					72	
424	ASSOC BANC-CORP 5 1253	037833A9			4/30/2013		6/2/2013	68,653	69,742					-1,089	
425	AUTODESK INC	052769106			3/21/2011		6/6/2013	5,433	4,976					457	
426	AUTODESK INC	052769106			12/9/2008		8/13/2013	80,384	87,208					84,522	
427	AUTODESK INC	052769106			12/10/2012		8/13/2013	171,730	171,730					41,145	
428	B & T CORP COM	054937107			11/10/2011		6/6/2013	4,968	4,993					-25	
429	FNMA POOL #AE0800 3 7933	31419A3J4			11/10/2011		12/3/2013	8,194	9,697					-1,503	
430	FNMA POOL #AE0800 3 7933	31419A3J4			11/10/2011		5/25/2013	214	211					3	
431	FNMA POOL #AE0800 3 7933	31419A3J4			11/10/2011		6/25/2013	193	191					2	
432	FNMA POOL #AE0800 3 7933	31419A3J4			11/10/2011		7/25/2013	216	213					3	
433	FNMA POOL #AE0800 3 9205	31419A3J4			11/10/2011		8/25/2013	195	192					3	
434	FNMA POOL #AE0800 3 9205	31419A3J4			11/10/2011		9/25/2013	196	193					3	
435	FNMA POOL #AE0800 3 7933	31419A3J4			11/10/2011		10/25/2013	218	215					3	
436	FNMA POOL #AE0800 3 9205	31419A3J4			11/10/2011		11/25/2013	198	195					3	
437	FNMA POOL #AE0800 3 7933	31419A3J4			11/10/2011		12/25/2013	220	217					3	
438	FED HOME LN MTG CORP 1 0	3137EADL0			8/9/2012		4/11/2013	166,751	164,918					1,833	
439	FNMA POOL #462846 4 2885	31381KET2			5/20/2010		2/25/2013	124	132					-8	
440	FNMA POOL #462846 3 8735	31381KET2			5/20/2010		3/25/2013	170	181					-11	
441	FNMA POOL #462846 4 2885	31381KET2			5/20/2010		4/25/2013	125	133					-8	
442	FNMA POOL #462846 4 1505	31381KET2			5/20/2010		5/25/2013	141	150					-9	
443	FNMA POOL #462846 4 2885	31381KET2			5/20/2010		6/25/2013	126	135					-9	
444	FNMA POOL #462846 4 1505	31381KET2			5/20/2010		7/25/2013	142	151					-9	
445	FNMA POOL #462846 4 2885	31381KET2			5/20/2010		8/25/2013	128	136					-8	
446	BP CAPITAL MARKETS 1 846	05565QB73			5/2/2012		6/6/2013	5,080	5,000					80	
447	BANK OF AMERICA CORP 6 51	060505104			11/5/2009		12/3/2013	9,333	7,456					1,877	
448	BANK OF AMERICA CORP 6 51	06051GEA3			11/5/2009		6/6/2013	5,675	5,285					390	
449	BANK OF AMERICA CORP 5 71	06051GEM7			2/2/2012		6/6/2013	5,723	5,242					483	
450	BEAR STEARNS CO INC 7 250	073902RU4			5/8/2008		6/6/2013	6,082	5,448					634	
451	BERKSHIRE HATHAWAY INC	084670702			8/3/2012		12/3/2013	8,106	6,058					2,048	
452	BEST BUY CO 6 750% 71	086516A10			1/25/2011		7/15/2013	70,000	77,517					-7,517	
453	BHP BILLITON LIMITED - ADR	088606108			10/29/2008		3/26/2013	234,448	121,195					113,253	
454	BOEING CO	097023105			4/11/2007		12/3/2013	8,101	5,518					2,583	
455	BOSTON PROPERTIES LP 3 8	10112PRA08			5/31/2012		6/6/2013	5,152	4,999					163	
456	BOSTON SCIENTIFIC CO 2 951	101137AM9			8/8/2013		8/12/2013	50,022	49,977					45	
457	BRISTOL MYERS SQUIBB CO	110122108			3/30/2010		12/3/2013	8,122	4,405					3,717	
458	CBS CORP	124857AD5			3/30/2010		6/6/2013	5,834	4,994					840	
459	CE INDUSTRIES INC 3 450%	12527GAG7			5/20/2013		5/20/2013	30,124	29,972					152	
460	CAPITAL ONE BANK USA 8 60	140420M93			4/14/2010		2/20/2013	61,466	54,978					6,508	
461	CAPITAL ONE BANK USA 3 37	140420N82			2/20/2013		6/6/2013	4,896	5,012					-116	
462	CAPITAL ONE BANK USA 3 37	140420N82			6/20/2013		9/17/2013	36,768	40,094					-3,326	
463	CENTERPOINT ENE CPN 5 70	15189XAC2			2/30/2005		3/15/2013	55,000	58,882					-3,882	
464	CARDINAL HEALTH INC 3 200	14149YV44			2/19/2013		3/19/2013	70,427	69,855					572	
465	CERNER CORP COM	156782104			3/25/2011		12/3/2013	8,699	4,179					4,520	
466	CHEVRON CORP	166764100			11/9/2007		12/3/2013	5,249	3,808					1,441	
467	CATERPILLAR INC	149123101			8/3/2012		12/3/2013	8,437	8,296					141	
468	CELGENE CORP 4 000%	151020A31			8/1/2013		8/17/2013	29,889	29,838					51	
469	CISCO SYSTEMS INC	17275R102			9/26/2006		12/3/2013	4,760	5,223					-463	
470	CELGENE CORP 4 000%	151020A31			8/1/2013		8/17/2013	34,876	34,808					68	
471	CINTAS CORP	172808105			2/11/2011		12/3/2013	8,816	4,690					4,126	
472	FNMA POOL #AE0800 3 9205	31419A3J4			11/10/2011		12/5/2014	200	197					3	
473	FEDEX CORPORATION	31429X108			8/17/2011		12/3/2013	6,267	3,624					2,643	
474	FIFTH THIRD BANK NW- 6 250	31673CJ7			9/11/2009		5/17/2013	45,000	46,749					-1,749	
475	FIFTH THIRD BANK NW- 6 250	31673CJ7			9/11/2009		5/17/2013	25,000	25,821					-821	
476	FIRST AMERICAN FINAN 4 300	31847RAE2			1/24/2013		1/25/2013	35,147	34,873					274	

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions												Amount		Short Term CG Distributions											
												136,773													
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Totals		Gross Sales	Cost, Other Basis and Expenses		Net Gain or Loss											
									Capital Gains/Losses	Other sales		20,611,632	18,813,225												
477	FISERV INC	337738AK4			6/6/2011		6/6/2013	5,242	4,997	0	20,611,632	18,813,225	1,798,407												
478	FLUOR CORP NEW	343412102			3/25/2011		8/13/2013	302,711	340,010	0			0												
479	FORD CREDIT AUTO OWN 0 4	34530AAB1			11/14/2012		5/15/2013	6,952	6,952	0			0												
480	CITIGROUP INC	172987424			12/16/2009		12/31/2013	7,770	4,694	0			0												
481	CITIGROUP INC	172987E20			9/17/2009		6/6/2013	5,291	4,975	0			0												
482	CITIGROUP INC	172987E20			9/17/2009		8/27/2013	54,605	51,737	0			0												
483	CITIGROUP INC	172987FE3			10/14/2010		5/7/2013	11,869	10,374	0			0												
484	CITIGROUP INC	172987FE3			10/14/2010		5/7/2013	11,869	10,416	0			0												
485	CITIGROUP INC	172987FE3			10/14/2010		5/7/2013	11,869	10,380	0			0												
486	CITIGROUP INC	172987FE3			7/22/2011		5/7/2013	47,476	42,482	0			0												
487	CITIGROUP INC	172987GT2			5/7/2013		6/6/2013	4,697	4,973	0			0												
488	GOVT NATL MTG ASSN	38373MYE1			4/30/2008		1/16/2013	187	185	0			0												
489	GOCA COLA CO	181216100			11/12/2007		6/5/2013	56,648	41,735	0			0												
490	GOCA COLA CO	181216100			11/12/2007		12/31/2013	5,467	4,113	0			0												
491	COMM 2004-LNB4	20047NAD4			3/11/2010		1/15/2013	891	899	0			0												
492	COMM 2004-LNB4	20047NAD4			3/11/2010		2/15/2013	2,232	2,254	0			0												
493	COMM 2004-LNB4	20047NAD4			3/11/2010		3/15/2013	1,107	1,118	0			0												
494	COMM 2004-LNB4	20047NAD4			3/11/2010		4/15/2013	922	931	0			0												
495	COMM 2004-LNB4	20047NAD4			3/11/2010		5/15/2013	990	999	0			0												
496	COMM 2004-LNB4	20047NAD4			3/11/2010		6/15/2013	916	925	0			0												
497	FNMA POOL #462846	31381KET2			5/20/2010		9/25/2013	128	137	0			0												
498	FNMA POOL #462846	31381KET2			5/20/2010		10/25/2013	144	153	0			0												
499	FNMA POOL #462846	31381KET2			5/20/2010		11/25/2013	129	138	0			0												
500	FNMA POOL #462848	31381KET2			5/20/2010		12/25/2013	145	155	0			0												
501	FNMA POOL #462846	31381KET2			5/20/2010		1/25/2014	131	139	0			0												
502	FNMA POOL #464389	31381L2A4			7/20/2010		2/25/2013	245	256	0			0												
503	FNMA POOL #464389	31381L2A4			7/20/2010		3/25/2013	246	257	0			0												
504	FORD CREDIT AUTO OW 0 36	34530AAB1			11/14/2012		6/15/2013	7,203	7,203	0			0												
505	FORD CREDIT AUTO OW 0 40	34530AAB1			11/14/2012		7/15/2013	6,380	6,379	0			0												
506	FORD CREDIT AUTO OW 0 40	34530AAB1			11/14/2012		8/15/2013	6,343	6,342	0			0												
507	FORD CREDIT AUTO OW 0 40	34530AAB1			11/14/2012		9/15/2013	5,852	5,852	0			0												
508	FORD CREDIT AUTO OW 0 40	34530AAB1			11/14/2012		10/15/2013	5,804	5,803	0			0												
509	FORD CREDIT AUTO OW 0 40	34530AAB1			11/14/2012		11/15/2013	5,730	5,730	0			0												
510	FORD CREDIT AUTO OW 0 40	34530AAB1			11/14/2012		12/15/2013	4,943	4,942	0			0												
511	FORD MOTOR CREDIT CO 5 8	345397VU4			6/2/2012		6/6/2013	5,641	5,622	0			0												
512	FNMA POOL #464389	31381L2A4			7/20/2010		4/25/2013	247	259	0			0												
513	FNMA POOL #464389	31381L2A4			7/20/2010		5/25/2013	248	260	0			0												
514	FNMA POOL #464389	31381L2A4			7/20/2010		6/25/2013	249	261	0			0												
515	FNMA POOL #464389	31381L2A4			7/20/2010		7/25/2013	250	262	0			0												
516	FNMA POOL #464389	31381L2A4			7/20/2010		10/25/2013	253	265	0			0												
517	FNMA POOL #464389	31381L2A4			7/20/2010		11/25/2013	254	266	0			0												
518	FNMA POOL #464389	31381L2A4			7/20/2010		12/25/2013	255	267	0			0												
519	FNMA POOL #464389	31381L2A4			7/20/2010		1/25/2014	256	268	0			0												
520	COMM 2004-LNB4	20047NAD4			3/11/2010		7/15/2013	999	1,009	0			0												
521	COMM 2004-LNB4	20047NAD4			3/11/2010		8/15/2013	831	839	0			0												
522	COMM 2004-LNB4	20047NAD4			3/11/2010		9/15/2013	2,511	2,536	0			0												
523	COMM 2004-LNB4	20047NAD4			3/11/2010		10/15/2013	1,013	1,013	0			0												
524	COMM 2004-LNB4	20047NAD4			3/11/2010		11/15/2013	955	965	0			0												
525	COMM 2004-LNB4	20047NAD4			3/11/2010		12/15/2013	1,022	1,032	0			0												
526	CONAGRA FOODS INC	205887B04			1/15/2013		6/6/2013	5,006	5,000	0			0												
527	FNMA POOL #464382	31381L2P1			7/20/2010		2/25/2013	82	85	0			0												
528	FNMA POOL #464389	31381L2A4			7/20/2010		8/25/2013	251	263	0			0												
529	FNMA POOL #464389	31381L2A4			7/20/2010		9/25/2013	252	264	0			0												
530	FNMA POOL #464382	31381L2P1			5/7/2010		3/25/2013	121	124	0			0												
531	FNMA POOL #464382	31381L2P1			5/7/2010		4/25/2013	83	86	0			0												
532	FNMA POOL #464382	31381L2P1			5/7/2010		5/25/2013	97	99	0			0												
533	FNMA POOL #464382	31381L2P1			5/7/2010		6/25/2013	84	87	0			0												
534	FNMA POOL #464382	31381L2P1			5/7/2010		7/25/2013	97	100	0			0												
535	CONOCOPHILLIPS	20825C104			5/27/2008		8/5/2013	29,621	33,452	0			0												
536	COSTCO WHOLESALE CORP	22160K105			8/3/2011		12/31/2013	6,880	6,621	0			0												
537	COVIDIEN INTL FINANC 2 850	22303QAP5			5/13/2013		6/6/2013	4,902	4,989	0			0												
538	COVIDIEN INTL FINANC 2 850	22303QAP5			5/13/2013		8/7/2013	37,988	39,909	0			0												
540	DANAHER CORP	235851102			8/2/2011		12/31/2013	6,120	3,848	0			0												
541	DARDEEN RESTAURANTS	23719A4J4			15/2012		6/6/2013	5,223	5,130	0			0												
542	DEERE & CO	244199105			8/13/2013		12/31/2013	5,297	5,393	0			0												
543	DELHAIZE GROUP	24668PAB3			10/4/2010		6/6/2013	5,695	5,958	0			0												
544	DISCOVER CARD MASTER 5 6	254683AH8			6/11/2008		6/17/2013	160,000	159,844	0			0												

1

[illegible]

Part I, Line 16a (990-PF) - Legal Fees

		1,117	0	0	1,117
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	LEGAL FEES	1,117			1,117

Part I, Line 16b (990-PF) - Accounting Fees

		2,748	0	0	2,748
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	2,748			2,748

Part I, Line 18 (990-PF) - Taxes

		50,017	18,017	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	18,017	18,017		
2	ESTIMATED EXCISE PAYMENTS	32,000			

Part I, Line 23 (990-PF) - Other Expenses

		6,538	6,538	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	INVESTMENT EXPENSES - INTEREST	6,538	6,538		

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1				0	
2	MICROSOFT CORP		0	319,343	554,229
3	MORGAN STANLEY		0	420,963	530,893
4	VERIZON COMMUNICATIO 8.750% 11/01/1		0	40,800	37,108
5	OCCIDENTAL PETE CORP		0	271,229	415,207
6	ORACLE CORPORATION		0	195,598	483,683
7	PNC FINANCIAL SERVICES GROUP		0	542,772	804,505
8	PFIZER INC		0	376,983	512,164
9	POTASH CORP SASK		0	587,577	480,227
10	PROCTER & GAMBLE CO		0	485,478	619,204
11	QUALCOMM INC		0	465,189	681,986
12	SCHLUMBERGER LTD		0	504,919	507,319
13	UNION PACIFIC CORP		0	218,848	773,304
14	UNITED TECHNOLOGIES CORP		0	361,441	674,493
15	WAL MART STORES INC		0	347,376	629,441
16	WALGREEN CO		0	321,035	504,898
17	COCA COLA CO		0	302,207	449,618
18	EBAY INC		0	307,248	531,587
19	BANK AMER CORP		0	335,457	745,165
20	GOLDMAN SACHS GROUP INC		0	361,613	507,850
21	COSTCO WHOLESALE CORP		0	314,018	493,814
22	ENERGY TRANSFER PART 9 700% 3/15/1		0	28,721	28,485
23	EXXON MOBIL CORPORATION		0	480,883	829,536
24	FEDEX CORPORATION		0	294,386	525,479
25	WEATHERFORD INTL LTD 9 625% 3/01/19		0	40,670	44,970
26	UNITEDHEALTH GROUP INC		0	319,647	654,432
27	MET LIFE GLOB FUNDIN 7.717% 2/15/19		0	79,244	74,371
28	VERIZON COMMUNICATIONS		0	324,767	475,626
29	PROGRESS ENERGY INC 6 050% 3/15/14		0	34,904	35,390
30	MONSANTO CO NEW		0	318,471	518,065
31	RIO TINTO FIN USA LT 9 000% 5/01/19		0	61,188	71,809
32	JPMORGAN CHASE & CO		0	399,194	716,146
33	T ROWE PRICE GROUP INC		0	303,341	433,594
34	XEROX CORPORATION 8 250% 5/15/14		0	59,074	51,340
35	US BANCORP DEL NEW		0	516,856	898,536
36	LORILLARD TOBACCO CO 8 125% 6/23/19		0	35,124	36,544
37	MORGAN STANLEY CAPIT 4 970% 4/14/40		0	52,975	50,418
38	BANK OF AMERICA CORP 6 500% 8/01/16		0	100,406	107,264
39	RAYMOND JAMES FINANC 8.600% 8/15/19		0	65,454	75,455
40	ACCENTURE PLC		0	286,611	555,478
41	WESTPAC BANKING CORP 4 200% 2/27/1		0	76,926	78,192
42	CITIGROUP INC 5 500% 10/15/14		0	42,783	44,597
43	ISHARES MSCI EAFE		0	2,157,805	2,502,644
44	CHEVRON CORP		0	269,979	406,832
45	MERCK & CO INC NEW		0	422,017	436,486
46	ISHARES TR RUSSELL MIDCAP INDEX FD		0	1,141,028	3,044,594

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
47	US TREASURY NOTE 2.750% 11/30/16		0	395,884	412,273
48	BERSHIRE HATHAWAY INC		0	488,810	679,230
49	CONOCOPHILLIPS		0	435,823	538,706
50	HEALTH CARE REIT INC 6 125% 4/15/20		0	70,636	78,784
51	CBS CORP 5 750% 4/15/20		0	69,914	78,576
52	FNMA POOL 464382 4.450% 1/01/20		0	78,068	81,942
53	FNMA POOL 462846 4.150% 7/01/14		0	105,117	98,536
54	CORP ANDINA DE FOMEN 3 750% 1/15/16		0	74,547	77,978
55	FNMA POOL 464369 3.320% 2/01/15		0	166,832	161,917
56	WELLS FARGO ADV EMG MK E-INS 4146		0	1,816,210	1,768,838
57	"UNITED CONTINENTAL HOLDINGS, INC."		0	186,098	470,567
58	GENERAL MOTORS CO		0	546,381	676,685
59	GOOGLE INC		0	452,597	1,107,261
60	JPMORGAN CHASE & CO 5 125% 9/15/14		0	54,864	56,665
61	FNMA POOL AE0800 3.793% 12/01/20		0	160,625	171,950
62	DIGITAL REALTY TRUST 4.500% 7/15/15		0	84,847	83,214
63	PETROBRAS INTL FIN 5 375% 1/27/21		0	64,871	64,505
64	COMM 2004-LNB4 4 584% 10/15/37		0	10,822	10,734
65	US TREASURY NOTE 3 625% 2/15/21		0	304,413	302,159
66	GENERAL ELEC CAP COR 5 300% 2/11/21		0	78,967	83,896
67	ENSCO PLC 4 700% 3/15/21		0	74,917	68,753
68	ASSOC BANC-CORP 5 125% 3/28/16		0	84,600	90,857
69	CITIBANK CREDIT CARD 5 500% 3/24/17		0	199,988	210,258
70	MORGAN STANLEY 3 800% 4/29/16		0	64,936	68,759
71	CITIGROUP INC		0	375,260	620,786
72	WELLPPOINT INC 5 000% 12/15/14		0	38,488	36,500
73	FISERV INC 3 125% 6/15/16		0	64,961	67,828
74	TELEFONOS DE MEXICO 5 500% 1/27/15		0	91,025	88,570
75	FORD MOTOR CREDIT CO 5 875% 8/02/21		0	67,238	68,023
76	US TREASURY NOTE 2.250% 7/31/18		0	803,318	778,299
77	LORILLARD TOBACCO CO 3 500% 8/04/16		0	29,918	31,568
78	NATIONWIDE FINANCIAL 5 100% 10/01/15		0	81,273	79,318
79	US TREASURY NOTE 0.500% 8/15/14		0	401,539	400,936
80	ENDURANCE SPECIALTY 6 150% 10/15/16		0	88,610	86,116
81	US TREASURY NOTE 1.000% 8/31/16		0	701,533	696,472
82	BEAR STEARNS COMMER 5 3032% 10/12/16		0	67,185	63,710
83	VR FED NATL MTG AS 4 33419% 11/25/42		0	94,947	96,899
84	AT & T INC		0	390,360	507,042
85	DARDEN RESTAURANTS 4 500% 10/15/21		0	41,038	38,308
86	SAIC INC 4 450% 12/01/20		0	63,112	60,152
87	VERISK ANALYTICS INC 4 875% 1/15/19		0	70,457	68,826
88	TYSON FOODS INC 7.850% 4/01/16		0	57,501	55,813
89	MARKET VECTORS SEMICONDUCTOR		0	349,423	615,235
90	BANK OF AMERICA CORP 5 700% 1/24/22		0	52,416	56,593
91	US TREASURY NOTE 1.375% 2/28/19		0	683,990	665,978
92	US TREASURY NOTE 0 375% 3/15/15		0	922,339	921,904

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
93	VR MORGAN STANLEY 0.769% 10/15/15		0	74,963	84,821
94	DUKE ENERGY HOLDING CORP. COM		0	384,755	402,121
95	PHILLIPS 66		0	358,984	742,762
96	BP CAPITAL MARKETS 1.846% 5/05/17		0	70,000	70,703
97	REPUBLIC SERVICES INC 3.550% 6/01/22		0	59,868	57,854
98	ALLY AUTO RECEIVABLE 0.700% 1/15/15		0	2,210	2,205
99	BOSTON PROPERTIES LP 3.850% 2/01/23		0	59,867	58,623
100	QWEST CORPORATION 7.500% 10/01/14		0	76,029	73,475
101	US TREASURY NOTE 0.250% 8/15/15		0	922,974	924,639
102	THERMO FISHER SCIENT 1.850% 1/15/18		0	39,863	39,790
103	THERMO FISHER SCIENT 3.150% 1/15/23		0	29,745	27,918
104	WELLPOINT INC 1.875% 1/15/18		0	34,920	34,608
105	TOTAL CAPITAL INTL 2.700% 1/25/23		0	39,915	36,898
106	MONDELEZ INTERNATIONAL INC		0	350,882	532,042
107	NBCUNIVERSAL MEDIA 2.875% 1/15/23		0	69,872	64,805
108	US TREASURY NOTE 0.375% 11/15/15		0	265,383	265,156
109	PNC FINANCIAL SERVICE 8.729% 11/09/22		0	60,712	55,722
110	INVESCO FINANCE PLC 3.125% 11/30/22		0	54,957	50,891
111	FORD CREDIT AUTO OWN 0.400% 9/15/15		0	25,794	25,798
112	EXPORT-IMPORT BK KOR 1.250% 11/20/15		0	39,930	40,123
113	WELLS FARGO ADVANTAGE DISC INS 312		0	2,066,502	3,253,111
114	FNMA POOL #465274 3.690% 6/01/17		0	114,280	110,580
115	NETAPP INC 3.250% 12/15/22		0	34,722	31,527
116	AUTODESK INC 3.600% 12/15/22		0	59,920	55,405
117	US TREASURY NOTE 0.250% 12/15/15		0	483,487	483,918
118	AMERICAN TOWER CORP 3.500% 1/31/23		0	44,633	41,028
119	CONAGRA FOODS INC 1.900% 1/25/18		0	50,000	49,084
120	US TREASURY NOTE 0.875% 1/31/18		0	418,792	411,995
121	HYUNDAI AUTO RECEIVA 0.400% 12/15/15		0	87,061	87,071
122	KEY BANK NA 1.650% 2/01/18		0	74,928	73,756
123	ZOETIS INC		0	437,495	510,454
124	CNH EQUIPMENT TRUST 0.440% 7/15/16		0	79,993	79,995
125	MORGAN STANLEY 3.750% 2/25/23		0	74,817	72,980
126	KINDER MORGAN ENER 3.500% 9/01/23		0	44,878	41,318
127	GENERAL ELEC CAP COR 5.625% 9/15/17		0	57,834	56,880
128	DELHAIZE GROUP 6.500% 6/15/17		0	65,538	61,770
129	FED NATL MTG ASSN 6.000% 10/25/33		0	23,678	23,379
130	VR FED NATL MTG AS 4.52141% 1/25/43		0	60,622	62,162
131	US TREASURY NOTE 0.250% 5/15/16		0	94,139	94,414
132	CITIGROUP INC 3.500% 5/15/23		0	49,728	46,590
133	NISSAN AUTO LEASE TR 0.450% 9/15/15		0	49,995	49,998
134	US TREASURY NOTE 0.875% 5/31/18		0	415,276	410,815
135	EMC CORP 1.875% 6/01/18		0	59,978	59,318
136	BEAR STEARNS CO INC 7.250% 2/01/18		0	100,020	113,750
137	JPMBB COMMERCIAL MO 3.3626% 7/15/14		0	45,450	42,914
138	CC HOLDINGS GS V LLC 3.849% 4/15/23		0	32,602	32,764

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
139	VOLKSWAGEN AUTO LEAS 0 640% 12/21/17		0	50,000	50,028
140	US TREASURY NOTE 1.250% 7/31/18		0	129,418	128,833
141	SPDR SERIES TRUST		0	237,389	576,090
142	CELGENE CORP 4.000% 8/15/23		0	74,589	73,845
143	GENWORTH HOLDINGS IN 4 900% 8/15/23		0	34,890	34,982
144	MOODY'S CORPORATION 4 875% 2/15/24		0	39,772	39,964
145	TRINITY ACQUISITION 4 625% 8/15/23		0	34,804	34,384
146	VIACOM INC 4 250% 9/01/23		0	59,381	59,875
147	ABBAY NATL TREASURY 3 050% 8/23/18		0	49,890	51,376
148	VR FED NATL MTG AS 3 89218% 6/25/35		0	55,751	57,297
149	AMAZON COM INC 1 200% 11/29/17		0	59,708	58,745
150	ROYAL BANK OF CANADA 0 625% 12/04/17		0	189,888	189,932
151	VERIZON COMMUNICATIO 5 150% 9/15/23		0	70,699	75,158
152	TYCO ELECTRONICS GRO 6 550% 10/01/17		0	75,246	74,386
153	INTL GAME TECHNOLOGY 5 350% 10/15/22		0	64,732	66,923
154	SPECTRA ENERGY PARTN 2 950% 9/25/17		0	24,957	25,341
155	CITIGROUP COMMERCIAL 4 371% 9/10/18		0	51,497	51,954
156	WF ADV INTRINSIC S/C VAL-I 3143		0	3,000,000	3,219,018
157	FED NATL MTG ASSN 1 625% 11/27/18		0	149,426	148,749
158	ACTAVIS PLC		0	696,816	812,952
159	MORGAN STANLEY BAML 4 259% 10/15/14		0	61,796	61,684
160	US TREASURY NOTE 1 250% 10/31/18		0	139,458	137,255
161	ALTRIA GROUP INC 4 000% 1/31/24		0	69,565	68,419
162	ALTERA CORP 2 500% 11/15/18		0	34,814	34,704
163	US TREASURY NOTE 2 750% 11/15/23		0	175,154	171,199
164	MAXIM INTEGRATED PRO 2 500% 11/15/18		0	59,735	59,493
165	THOMSON REUTERS CORP 4 300% 11/23/17		0	34,783	35,150
166	MYLAN INC 4 200% 11/29/23		0	34,864	34,426
167	RABOBANK NEDERLAND 4 625% 12/01/22		0	44,634	45,316
168	AMERICAN EUROPAIC GRTH CL F2 61		0	2,200,000	2,403,383
169	ROYAL CARIBBEAN CRUISE		0	296,210	552,633
170	AFLAC INC		0	213,918	303,472
171	ADOBE SYS INC		0	324,278	626,873
172	ALLSTATE CORP COM		0	403,143	412,595
173	AMAZON COM INC		0	119,850	803,163
174	ANADARKO PETE CORP		0	318,929	540,566
175	APPLE COMPUTER INC COM		0	671,908	1,051,912
176	BB&T CORP COM		0	632,407	718,858
177	BOEING COMPANY		0	328,932	660,475
178	BRISTOL MYERS SQUIBB CO		0	327,705	682,499
179	CATERPILLAR INC		0	529,098	717,490
180	CERNER CORP COM		0	334,487	682,648
181	CISCO SYSTEMS INC		0	363,380	403,179
182	CINTAS CORP		0	369,660	771,035
183	DANAHER CORP		0	311,414	518,552
184	DEERE & CO		0	394,016	466,331

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
185	WALT DISNEY CO		0	212,631	558,408
186	DU PONT E I DE NEMOURS & CO		0	479,776	639,175
187	E M C CORP MASS		0	503,536	459,541
188	FREEPORT-MCMORAN COPPER & GOLD		0	514,209	521,529
189	GENERAL ELECTRIC CO		0	35,995	879,525
190	GILEAD SCIENCES INC		0	389,762	581,499
191	HALLIBURTON CO		0	478,410	556,372
192	HOME DEPOT INC		0	313,232	788,817
193	INTEL CORP		0	410,600	561,900
194	INTERNATIONAL BUSINESS MACHS CORP		0	414,508	685,568
195	JOHNSON & JOHNSON		0	433,239	651,388
196	LENNAR CORPORATION CLASS A COMM		0	291,759	629,044
197	MCDONALDS CORP		0	242,176	522,312

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	903
2	MUTUAL FUND & CTF INCOME ADDITIONS	2	1,474
3	PURCHASE OF ACCRUED INTEREST C/O FROM PY	3	6,006
4	Total	4	8,383

Line 5 - Decreases not included in Part III, Line 2

1	MUTUAL FUND & CTF INCOME SUBTRACTION	1	11,596
2	PURCHASE OF ACCRUED INTEREST C/O TO NEXT YEAR	2	1,407
3	Total	3	13,003

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions										Short Term CG Distributions										Amount																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																									
Description of Property Sold										CUSIP #		How Acquired		Date Acquired		Date Sold		Gross Sales Price		Depreciation Allowed		Adjustments		Cost or Other Basis Plus Expense of Sale		Gain or Loss		FMV as of 12/31/69		Adjusted Basis as of 12/31/69		Excess of FMV Over Adj Basis		Gain Minus Excess of FMV Over Adjusted Basis or Losses																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																											
1	GOVT NATL MTG ASSN 3.95% 8/18/83 38373MVF1									102692011						18																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																													

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		138,771	Short Term CG Distributions		0	Amount		0		20,474,859		0		37,199		18,850,424		1,881,634		0		0		1,681,834	
Description of Property Sold	CUSIP #	Date Acquired	Date Sold	How Acquired	Depreciation Allowed	Adjustments	Gross Sales Price	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gain Minus Excess of FMV Over Adjusted Basis or Losses												
85 INTEL CORP	458140100	9/27/2008	8/5/2013				22,048	18,146	3,902				3,902												
86 INTEL CORP	458140100	9/27/2008	12/3/2013				6,356	5,568	788				788												
87 INTEL CORP	458140100	12/4/2012	8/9/2013				64,931	64,931	0				0												
88 INTEL CORP	458140100	12/4/2012	8/9/2013				134,387	134,387	0				0												
89 INTEL CORP	458140100	12/4/2012	8/9/2013				139,933	139,933	0				0												
90 INTEL CORP	458140100	12/4/2012	8/9/2013				7,955	5,267	2,688				2,688												
91 INTEL CORP	458140100	12/4/2012	8/9/2013				4,845	4,996	-151				-151												
92 INTEL CORP	458140100	12/4/2012	8/9/2013				49,428	28,351	21,077				21,077												
93 INTEL CORP	458140100	12/4/2012	8/9/2013				8,709	6,614	2,095				2,095												
94 INTEL CORP	458140100	12/4/2012	8/9/2013				5,254	4,988	266				266												
95 INTEL CORP	458140100	12/4/2012	8/9/2013				8,234	5,438	2,796				2,796												
96 INTEL CORP	458140100	12/4/2012	8/9/2013				4,881	4,935	-54				-54												
97 INTEL CORP	458140100	12/4/2012	8/9/2013				4,881	4,935	-54				-54												
98 INTEL CORP	458140100	12/4/2012	8/9/2013				177,042	113,565	63,477				63,477												
99 INTEL CORP	458140100	12/4/2012	8/9/2013				40,782	39,917	865				865												
100 INTEL CORP	458140100	12/4/2012	8/9/2013				104,656	99,671	4,985				4,985												
101 INTEL CORP	458140100	12/4/2012	8/9/2013				7,015	4,175	2,840				2,840												
102 INTEL CORP	458140100	12/4/2012	8/9/2013				5,288	5,000	288				288												
103 INTEL CORP	458140100	12/4/2012	8/9/2013				53,769	49,640	4,129				4,129												
104 INTEL CORP	458140100	12/4/2012	8/9/2013				7,854	6,608	1,188				1,188												
105 INTEL CORP	458140100	12/4/2012	8/9/2013				9,893	9,854	39				39												
106 INTEL CORP	458140100	12/4/2012	8/9/2013				6,349	5,473	876				876												
107 INTEL CORP	458140100	12/4/2012	8/9/2013				4,852	4,977	-125				-125												
108 INTEL CORP	458140100	12/4/2012	8/9/2013				65,810	69,676	-3,866				-3,866												
109 INTEL CORP	458140100	12/4/2012	8/9/2013				5,052	4,997	55				55												
110 INTEL CORP	458140100	12/4/2012	8/9/2013				5,562	6,328	-766				-766												
111 INTEL CORP	458140100	12/4/2012	8/9/2013				8,678	5,562	3,116				3,116												
112 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
113 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
114 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
115 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
116 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
117 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
118 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
119 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
120 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
121 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
122 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
123 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
124 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
125 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
126 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
127 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
128 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
129 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
130 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
131 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
132 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
133 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
134 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
135 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
136 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
137 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
138 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
139 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
140 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
141 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
142 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
143 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
144 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
145 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
146 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
147 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
148 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
149 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
150 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
151 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
152 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
153 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
154 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
155 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
156 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
157 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
158 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
159 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
160 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
161 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
162 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
163 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
164 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
165 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
166 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
167 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
168 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
169 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
170 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
171 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
172 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
173 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
174 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
175 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
176 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
177 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
178 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
179 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
180 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
181 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
182 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304	7,834	-530				-530												
183 INTEL CORP	458140100	12/4/2012	8/9/2013				7,304																		

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions															136,773		0																							
Short Term CG Distributions															20,474,859		0		37,198		18,850,424		1,661,634		0		0		1,661,634											
Description of Property Sold															CUSIP #		How Acquired		Date Acquired		Date Sold		Gross Sales Price		Depreciation Allowed		Adjustments		Cost or Other Basis Plus Expense of Sale		Gain or Loss		F M V as of 12/31/69		Excess of FMV Over Adj Basis		Gain Minus Excess of FMV Over Adjusted Basis or Losses			
169 US TREASURY NOTE 2.000% 2/15/23 912828UN8																			3/10/2013		4/8/2013		5,120						0		5,103		17		0		1,661,634			
170 US TREASURY NOTE 2.000% 2/15/23 912828UN8																			3/28/2013		4/15/2013		25,334						0		25,334		338		0		338			
171 US TREASURY NOTE 2.000% 2/15/23 912828UN8																			2/14/2013		5/9/2013		15,316						0		14,970		346		0		346			
172 US TREASURY NOTE 2.000% 2/15/23 912828UN8																			3/11/2013		5/9/2013		4,979						0		4,979		126		0		126			
173 US TREASURY NOTE 2.000% 2/15/23 912828UN8																			2/14/2013		5/9/2013		20,421						0		19,977		444		0		444			
174 XEROX CORPORATION 2.750% 3/15/28 912828UN8																			12/3/2013		12/3/2013		34,970						0		34,970		48		0		48			
175 ZOTIS INC 8.000% 7/3/2013 912828UN8																			7/3/2013		7/3/2013		4						0		4		0		0		0			
176 ZOTIS INC 8.000% 7/3/2013 912828UN8																			7/3/2013		7/3/2013		8,040						0		8,040		337		0		337			
177 ACTAVIS PLC 8.000% 7/3/2013 912828UN8																			10/2/2013		12/2/2013		9,888						0		9,888		1,114		0		1,114			
178 ACCENTURE PLC 8.000% 7/3/2013 912828UN8																			3/23/2010		6/5/2013		69,853						0		38,484		32,569		0		32,569			
179 ACCENTURE PLC 8.000% 7/3/2013 912828UN8																			3/23/2010		12/2/2013		6,063						0		3,964		2,898		0		2,898			
180 ROYAL CARIBBEAN CRUISE 2.850% 8/9/22 912828UN8																			8/1/2011		12/2/2013		6,356						0		3,711		2,618		0		2,618			
181 ALTRIA GROUP INC 2.850% 8/9/22 912828UN8																			8/6/2012		8/6/2013		32,100						0		78,910		-5,977		0		-5,977			
182 US TREASURY NOTE 1.750% 5/15/23 912828VB5																			7/28/2013		8/7/2013		23,183						23		12,137		103		0		103			
183 US TREASURY NOTE 2.000% 2/15/23 912828UN8																			3/28/2013		4/6/2013		10,240						0		10,240		213		0		213			
184 US TREASURY NOTE 2.000% 2/15/23 912828UN8																			3/28/2013		4/6/2013		29,580				38		20,387		0		0		0					
185 US TREASURY NOTE 1.750% 5/15/23 912828VB5																			8/1/2013		8/7/2013		7,514						0		13,768		0		0		0			
186 US TREASURY NOTE 1.750% 5/15/23 912828VB5																			5/6/2013		8/7/2013		13,757						2,575		34,902		0		0		0			
187 US TREASURY NOTE 1.750% 5/15/23 912828VB5																			7/28/2013		8/7/2013		23,183						1,108		23,635		-82		0		-82			
188 US TREASURY NOTE 1.750% 5/15/23 912828VB5																			5/6/2013		8/7/2013		13,910						12		13,910		1		0		1			
189 US TREASURY NOTE 1.750% 5/15/23 912828VB5																			8/7/2013		8/7/2013		13,910						0		13,910		5		0		5			
190 US TREASURY NOTE 1.750% 5/15/23 912828VB5																			5/6/2013		8/7/2013		4,846						0		4,846		-361		0		-361			
191 US TREASURY NOTE 1.750% 5/15/23 912828VB5																			5/6/2013		8/7/2013		18,584						0		20,024		-1,440		0		-1,440			
192 US TREASURY NOTE 1.750% 5/15/23 912828VB5																			7/3/2007		7/3/2013		70,254						0		19,344		50,910		0		50,910			
193 AMAZON COM INC COM 8.25135 US 023135 US08																			7/3/2007		7/3/2013		58,613						0		14,880		41,933		0		41,933			
194 AMAZON COM INC COM 8.25135 US 023135 US08																			7/3/2007		7/3/2013		9,987						0		1,534		8,053		0		8,053			
195 AMAZON COM INC COM 8.25135 US 023135 US08																			7/3/2007		7/3/2013		4,917						0		4,978		-58		0		-58			
196 AMAZON COM INC COM 8.25135 US 023135 US08																			7/3/2007		7/3/2013		65,000						0		72,855		-7,655		0		-7,655			
197 AMER EXPRESS CREDIT 1.200% 11/29/17 912828UN8																			3/28/2011		8/20/2013		4,838						0		4,959		-123		0		0		0	
198 AMER EXPRESS CREDIT 1.300% 8/20/13 912828UN8																			7/20/2013		8/6/2013		7,595						0		4,174		2,621		0		2,621			
199 AMERICAN TOWER CORP 3.500% 1/31/30 93027XAB8																			1/16/2008		12/2/2013		83,924						0		127,889		-43,965		0		-43,965			
200 ANADARKO PETROLEUM CORP 2.000% 1/1/17 912828UN8																			1/16/2008		12/2/2013		83,924						0		127,889		-43,965		0		-43,965			
201 APPLE INC 8.750% 7/3/2013 912828UN8																			1/16/2008		12/2/2013		15,988						0		14,012		1,976		0		1,976			
202 APPLE INC 8.750% 7/3/2013 912828UN8																			1/16/2008		12/2/2013		15,988						0		14,012		1,976		0		1,976			
203 SCHLUMBERGER LTD 8.000% 7/3/2013 912828UN8																			1/16/2008		12/2/2013		15,988						0		14,012		1,976		0		1,976			
204 STAPLES INC 8.750% 1/15/14 912828UN8																			1/16/2008		12/2/2013		15,988						0		14,012		1,976		0		1,976			
205 STATE STREET CORP 3.100% 5/15/23 912828UN8																			1/16/2008		12/2/2013		15,988						0		14,012		1,976		0		1,976			
206 STATE STREET CORP 3.100% 5/15/23 912828UN8																			1/16/2008		12/2/2013		15,988						0		14,012		1,976		0		1,976			
207 TEVA PHARMACEUTICALS 3.650% 1/1/17 912828UN8																			1/16/2008		12/2/2013		15,988						0		14,012		1,976		0		1,976			
208 TEVA PHARMACEUTICALS 3.650% 1/1/17 912828UN8																			1/16/2008		12/2/2013		15,988						0		14,012		1,976		0		1,976			
209 TEVA PHARMACEUTICALS 3.650% 1/1/17 912828UN8																			1/16/2008		12/2/2013		15,988						0		14,012		1,976		0		1,976			
210 THERMO FISHER SCIENTIFIC 1.850% 1/15/28 912828UN8																			1/16/2008		12/2/2013		15,988						0		14,012		1,976		0		1,976			
211 THERMO FISHER SCIENTIFIC 1.850% 1/15/28 912828UN8																			1/16/2008		12/2/2013		15,988						0		14,012		1,976		0		1,976			
212 THERMO FISHER SCIENTIFIC 1.850% 1/15/28 912828UN8																			1/16/2008		12/2/2013		15,988						0		14,012		1,976		0		1,976			
213 THERMO FISHER SCIENTIFIC 1.850% 1/15/28 912828UN8																			1/16/2008		12/2/2013		15,988						0		14,012		1,976		0		1,976			
214 THERMO FISHER SCIENTIFIC 1.850% 1/15/28 912828UN8																			1/16/2008		12/2/2013		15,988						0		14,012		1,976		0		1,976			
215 THERMO FISHER SCIENTIFIC 1.850% 1/15/28 912828UN8																			1/16/2008		12/2/2013		15,988						0		14,012		1,976		0		1,976			
216 US TREASURY NOTE 1.750% 5/15/23 912828VB5																			1/16/2008		12/2/2013		15,988						0		14,012		1,976		0		1,976			
217 US TREASURY NOTE 1.750% 5/15/23 912828VB5																			1/16/2008		12/2/2013		15,988						0		14,012		1,976		0		1,976			
218 US TREASURY NOTE 1.750% 5/15/23 912828VB5																			1/16/2008		12/2/2013		15,988						0		14,012		1,976		0		1,976			
219 US TREASURY NOTE 1.750% 5/15/23 912828VB5																			1/16/2008		12/2/2013		15,988						0		14,012		1,976		0		1,976			
220 US TREASURY NOTE 1.750% 5/15/23 912828VB5																			1/16/2008		12/2/2013		15,988						0		14,012		1,976		0		1,976			
221 US TREASURY NOTE 1.750% 5/15/23 912828VB5																			1/16/2008		12/2/2013		15,988						0		14,012		1,976		0		1,976			

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income[illegible]

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

[illegible]

	Amount
Long Term CG Distributions	138,773
Short Term CG Distributions	0

Long Term CG Distributions													Amount	
Short Term CG Distributions													138,773	
CUSIP #	Description of Property Sold	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F.M.V. as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of F.M.V. Over Adjusted Basis	Gains Minus Excesses of F.M.V. Over Adjusted Basis or Losses	
431	FED NATL MTG ASSN 0.00% 10/25/83	3135BXCX9	4/28/2013	7/25/2013	9,144	0	0	9,150	-206	0	0	0	1,661,634	
432	FED NATL MTG ASSN 0.00% 10/25/83	3135BXCX9	4/28/2013	8/25/2013	8,852	0	0	9,051	-199	0	0	0	1,661,634	
433	APPLE INC 1.000% 5/31/18	03783JAJB	4/30/2013	6/3/2013	24,980	0	0	24,908	72	0	0	0	1,661,634	
434	APPLE INC 1.000% 5/31/18	03783JAJB	4/30/2013	6/3/2013	68,853	0	0	69,742	-1,089	0	0	0	1,661,634	
435	ASSOC BANC-CORP 5.125% 3/28/16	0454BBAC7	3/21/2013	6/6/2013	5,433	0	0	4,376	-457	0	0	0	1,661,634	
436	AUTODESK INC 0.00% 5/27/88	052788T08	12/10/2012	8/13/2013	171,730	0	0	87,708	84,522	0	0	0	1,661,634	
437	AUTODESK INC 0.00% 5/27/88	052788T08	12/10/2012	8/13/2013	60,384	0	0	39,239	41,145	0	0	0	1,661,634	
438	AUTODESK INC 3.600% 12/15/22	052788A62	12/10/2012	6/6/2013	4,966	0	0	4,983	-17	0	0	0	1,661,634	
439	B.B.A. CORP COM 0.00% 5/43/70	054637T07	11/02/2017	12/2/2013	8,194	0	0	9,697	-1,503	0	0	0	1,661,634	
440	FNMA POOL #450800 3.793% 12/01/28	31419A3J4	11/02/2011	5/25/2013	214	0	0	211	3	0	0	0	1,661,634	
441	FNMA POOL #450800 3.920% 12/01/28	31419A3J4	11/02/2011	6/15/2013	193	0	0	191	2	0	0	0	1,661,634	
442	FNMA POOL #450800 3.793% 12/01/28	31419A3J4	11/02/2011	7/15/2013	216	0	0	213	3	0	0	0	1,661,634	
443	FNMA POOL #450800 3.920% 12/01/28	31419A3J4	11/02/2011	8/15/2013	195	0	0	192	3	0	0	0	1,661,634	
444	FNMA POOL #450800 3.793% 12/01/28	31419A3J4	11/02/2011	9/15/2013	196	0	0	193	3	0	0	0	1,661,634	
445	FNMA POOL #450800 3.793% 12/01/28	31419A3J4	11/02/2011	10/25/2013	218	0	0	215	3	0	0	0	1,661,634	
446	FNMA POOL #450800 3.920% 12/01/28	31419A3J4	11/02/2011	11/25/2013	196	0	0	195	1	0	0	0	1,661,634	
447	FNMA POOL #450800 3.793% 12/01/28	31419A3J4	11/02/2011	12/25/2013	220	0	0	217	3	0	0	0	1,661,634	
448	FED HOME LN MFG CORP 1.000% 9/29/81	0317EADL0	8/9/2012	4/11/2013	166,751	0	0	164,918	1,833	0	0	0	1,661,634	
449	FNMA POOL #462848 4.288% 7/01/14	01381KET2	5/20/2010	2/25/2013	124	0	0	132	-8	0	0	0	1,661,634	
450	FNMA POOL #462848 4.288% 7/01/14	01381KET2	5/20/2010	3/25/2013	170	0	0	181	-11	0	0	0	1,661,634	
451	FNMA POOL #462848 4.288% 7/01/14	01381KET2	5/20/2010	4/25/2013	125	0	0	133	-8	0	0	0	1,661,634	
452	FNMA POOL #462848 4.150% 7/01/14	01381KET2	5/20/2010	5/25/2013	141	0	0	150	-9	0	0	0	1,661,634	
453	FNMA POOL #462848 4.288% 7/01/14	01381KET2	5/20/2010	6/25/2013	128	0	0	135	-8	0	0	0	1,661,634	
454	FNMA POOL #462848 4.288% 7/01/14	01381KET2	5/20/2010	7/25/2013	142	0	0	151	-9	0	0	0	1,661,634	
455	FNMA POOL #462848 4.288% 7/01/14	01381KET2	5/20/2010	8/25/2013	128	0	0	136	-8	0	0	0	1,661,634	
456	BP CAPITAL MARKETS 1.848% 5/05/17	0556S0BY3	5/2/2012	6/6/2013	5,060	0	0	5,000	60	0	0	0	1,661,634	
457	BANK OF AMERICA CORP 0.00% 5/05/17	060505T04	3/28/2013	12/3/2013	9,333	0	0	7,456	1,877	0	0	0	1,661,634	
458	BANK OF AMERICA CORP 0.00% 5/05/17	060505T04	11/5/2009	6/6/2013	5,875	0	0	5,285	390	0	0	0	1,661,634	
459	BANK OF AMERICA CORP 3.700% 1/24/06	05051GEM7	2/2/2012	6/6/2013	5,725	0	0	5,242	483	0	0	0	1,661,634	
460	BEAR STEARNS CO INC 7.250% 2/01/11	073902RU4	6/9/2009	6/6/2013	6,082	0	0	5,448	634	0	0	0	1,661,634	
461	BERKSHIRE HATHAWAY INC 0.00% 8/48/70	064870T02	8/3/2011	12/3/2013	8,108	0	0	6,059	2,048	0	0	0	1,661,634	
462	BEST BUY CO 8.750% 7/15/13	066516AJ0	1/25/2011	1/25/2013	70,000	0	0	77,517	-7,517	0	0	0	1,661,634	
463	BHP BILLITON LIMITED - ADP 0.00% 8/66/08	066608T08	10/29/2008	3/28/2013	234,448	0	0	121,195	113,253	0	0	0	1,661,634	
464	BOEING CO 0.00% 9/27/23	057233T05	4/11/2007	6/6/2013	8,101	0	0	5,152	2,949	0	0	0	1,661,634	
465	BOSTON PROPERTIES LP 3.850% 2/01/11	010112PRAU8	5/31/2012	12/3/2013	50,022	0	0	49,977	45	0	0	0	1,661,634	
466	BOSTON SCIENTIFIC CO 2.650% 10/01/11	101137AM9	6/6/2013	8/12/2013	8,122	0	0	4,405	3,717	0	0	0	1,661,634	
467	BRISTOL MYERS SQUIBB CO 0.00% 11/01/22	110122T08	4/11/2007	12/3/2013	8,256	0	0	8,437	-181	0	0	0	1,661,634	
468	CBS CORP 5.750% 4/15/20	124857AD5	3/30/2010	6/6/2013	5,834	0	0	4,994	840	0	0	0	1,661,634	
469	CF INDUSTRIES INC 3.450% 6/01/23	12527GAC7	5/20/2013	5/20/2013	30,124	0	0	29,972	152	0	0	0	1,661,634	
470	CARDINAL ONE BANK USA 8.000% 7/15/11	140420MNV9	4/14/2010	2/20/2013	81,486	0	0	54,978	6,508	0	0	0	1,661,634	
471	CARDINAL ONE BANK USA 3.375% 2/15/12	140420NB2	2/20/2013	6/6/2013	4,896	0	0	5,012	-116	0	0	0	1,661,634	
472	CARDINAL ONE BANK USA 3.375% 2/15/12	140420NB2	2/20/2013	8/17/2013	36,768	0	0	40,094	-3,326	0	0	0	1,661,634	
473	CARDINAL ONE BANK USA 3.375% 2/15/12	140420NB2	6/30/2005	3/15/2013	35,000	0	0	58,882	-3,882	0	0	0	1,661,634	
474	CARDINAL ONE BANK USA 3.375% 2/15/12	140420NB2	2/16/2013	3/15/2013	70,427	0	0	69,855	572	0	0	0	1,661,634	
475	CARDINAL ONE BANK USA 3.375% 2/15/12	140420NB2	3/25/2011	12/3/2013	8,699	0	0	4,179	4,520	0	0	0	1,661,634	
476	CERNER CORP COM 0.00% 1/68/74	068784T00	11/9/2007	12/3/2013	5,249	0	0	3,808	1,441	0	0	0	1,661,634	
477	CATERPILLAR INC 0.00% 1/49/23	149123T01	8/2/2012	12/3/2013	8,256	0	0	8,437	-181	0	0	0	1,661,634	
478	CELGENE CORP 4.000% 8/15/23	151020AJ3	8/1/2013	8/1/2013	29,889	0	0	29,836	53	0	0	0	1,661,634	
479	CISCO SYSTEMS INC 0.00% 1/72/5R	01725R102	9/26/2008	12/3/2013	4,760	0	0	5,223	-463	0	0	0	1,661,634	
480	CELGENE CORP 4.000% 8/15/23	151020AJ3	8/1/2013	8/1/2013	34,876	0	0	34,808	68	0	0	0	1,661,634	
481	CINTAS CORP 0.00% 1/12/08	112008T05	2/11/2011	12/3/2013	8,116	0	0	4,690	3,426	0	0	0	1,661,634	
482	FNMA POOL #4E0800 3.920% 12/01/28	31419A3J4	11/02/2011	12/3/2013	200	0	0	197	3	0	0	0	1,661,634	
483	FEDEX CORPORATION 0.00% 8/14/28	01428X108	8/17/2011	12/3/2013	6,287	0	0	3,624	2,663	0	0	0	1,661,634	
484	FIFTH THIRD BANK NW 8.250% 5/01/13	010773CJ7	9/11/2008	5/1/2013	45,000	0	0	48,749	-1,749	0	0	0	1,661,634	
485	FIFTH THIRD BANK NW 8.250% 5/01/13	010773CJ7	9/15/2008	5/1/2013	25,000	0	0	25,821	-821	0	0	0	1,661,634	
486	FIRST AMERICAN FINAN 4.300% 2/01/21	01847RAE2	1/24/2013	12/5/2013	35,147	0	0	34,721	426	0	0	0	1,661,634	
487	FISERV INC 3.125% 6/15/18	03738A4C7	8/6/2011	6/6/2013	5,242	0	0	4,997	245	0	0	0	1,661,634	
488	FLUOR CORP NEW 0.00% 3/43/12	034312T02	3/25/2011	8/13/2013	392,711	0	0	340,810	37,299	0	0	0	1,661,634	
489	FORD CREDIT AUTO OWN 0.400% 9/15/04	04530AA81	11/14/2012	5/15/2013	6,952	0	0	6,821	131	0	0	0	1,661,634	
490	COCOA COLA CO 0.00% 12/18/2007	121820T03	12/18/2007	8/5/2013	5,467	0	0	4,175	1,292	0	0	0	1,661,634	
491	CONUM 2004-LNBA 4.584% 10/15/37	20047NAQ4	3/11/2010	1/15/2013	891	0	0	899	-8	0	0	0	1,661,634	
492	CONUM 2004-LNBA 4.584% 10/15/37	20047NAQ4	3/11/2010	2/15/2013	2,232	0	0	2,254	-22	0	0	0	1,661,634	
493	CONUM 2004-LNBA 4.584% 10/15/37	20047NAQ4	3/11/2010	3/15/2013	1,107	0	0	1,118	-11	0	0	0	1,661,634	
494	CONUM 2004-LNBA 4.584% 10/15/37	20047NAQ4	3/11/2010	4/15/2013	822	0	0	931	-89	0	0	0	1,661,634	
495	CONUM 2004-LNBA 4.584% 10/15/37	20047NAQ4	3/11/2010	5/15/2013	990	0	0	999	-9	0	0	0	1,661,634	
496	CONUM 2004-LNBA 4.584% 10/15/37	20047NAQ4	3/11/2010	6/15/2013	916	0	0	925	-9	0	0	0	1,661,634	
497	FNMA POOL #462848 4.288% 7/01/14	01381KET2	5/20/2010	9/25/2013	128	0	0	137	-9	0	0	0	1,661,634	
498	FNMA POOL #462848 4.150% 7/01/14	01381KET2	5/20/2010	10/25/2013	144	0	0	153	-9	0	0	0	1,661,634	
499	FNMA POOL #462848 4.288% 7/01/14	01381KET2	5/20/2010	11/25/2013	129	0	0	136	-8	0	0	0	1,661,634	
500	FNMA POOL #462848 4.150% 7/01/14	01381KET2	5/20/2010	12/25/2013	145	0	0	155	-10	0	0	0	1,661,634	
501	FNMA POOL #462848 4.288% 7/01/14	01381KET2	5/20/2010	1/25/2014	131	0	0	139	-8	0	0	0	1,661,634	
502	FNMA POOL #464389 3.320% 2/01/15	01381L2A4	7/20/2010	2/25/2013	245	0	0	256	-11	0	0	0	1,661,634	
503	FNMA POOL #464389 3.320% 2/01/15	01381L2A4	7/20/2010	3/25/2013	246	0	0	257	-11	0	0	0	1,661,634	
504	FORD CREDIT AUTO OWN 0.9639% 8/15/04	04530AA81	11/14/2012	5/15/2013	7,203	0	0	7,203	0	0	0	0	1,661,634	

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions										Amount			
Short Term CG Distributions										136,773			
0										0			
Description of Property Sold										CUSIP #			
How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	37,199	18,850,424	1,661,634	0	Adjusted Basis as of 12/31/89	Excess of FMV Over/Adj Basis	0	Gains Minus Excess of FMV Over/Adj Basis or Losses
665 FORD CREDIT AUTO OW 0.000% 8/15/1934530AA81	1/1/4/2012	7/15/2013	6,380	0	0	0	6,379	1	0	0	0	0	1,661,634
666 FORD CREDIT AUTO OW 0.000% 8/15/1934530AA81	1/1/4/2012	8/15/2013	6,343	0	0	0	6,342	1	0	0	0	0	1,661,634
667 FORD CREDIT AUTO OW 0.000% 8/15/1934530AA81	1/1/4/2012	8/15/2013	5,852	0	0	0	5,852	0	0	0	0	0	1,661,634
668 FORD CREDIT AUTO OW 0.000% 8/15/1934530AA81	1/1/4/2012	8/15/2013	5,804	0	0	0	5,803	1	0	0	0	0	1,661,634
669 FORD CREDIT AUTO OW 0.000% 8/15/1934530AA81	1/1/4/2012	11/15/2013	5,730	0	0	0	5,730	0	0	0	0	0	1,661,634
670 FORD CREDIT AUTO OW 0.000% 8/15/1934530AA81	1/1/4/2012	12/15/2013	4,943	0	0	0	4,942	1	0	0	0	0	1,661,634
671 FORD MOTOR CREDIT CO 5.875% 8/02/19345397U4	6/2/2012	6/25/2013	5,841	0	0	0	5,841	19	0	0	0	0	1,661,634
672 FORD MOTOR CREDIT CO 5.875% 8/02/19345397U4	7/20/2010	4/25/2013	247	0	0	0	247	0	0	0	0	0	1,661,634
673 FORD MOTOR CREDIT CO 5.875% 8/02/19345397U4	7/20/2010	5/25/2013	248	0	0	0	248	0	0	0	0	0	1,661,634
674 FORD MOTOR CREDIT CO 5.875% 8/02/19345397U4	7/20/2010	6/25/2013	249	0	0	0	249	0	0	0	0	0	1,661,634
675 FORD MOTOR CREDIT CO 5.875% 8/02/19345397U4	7/20/2010	7/25/2013	250	0	0	0	250	0	0	0	0	0	1,661,634
676 FORD MOTOR CREDIT CO 5.875% 8/02/19345397U4	7/20/2010	10/25/2013	253	0	0	0	253	0	0	0	0	0	1,661,634
677 FORD MOTOR CREDIT CO 5.875% 8/02/19345397U4	7/20/2010	11/25/2013	254	0	0	0	254	0	0	0	0	0	1,661,634
678 FORD MOTOR CREDIT CO 5.875% 8/02/19345397U4	7/20/2010	12/25/2013	255	0	0	0	255	0	0	0	0	0	1,661,634
679 FORD MOTOR CREDIT CO 5.875% 8/02/19345397U4	7/20/2010	1/25/2014	256	0	0	0	256	0	0	0	0	0	1,661,634
680 FORD MOTOR CREDIT CO 5.875% 8/02/19345397U4	7/20/2010	2/25/2014	257	0	0	0	257	0	0	0	0	0	1,661,634
681 FORD MOTOR CREDIT CO 5.875% 8/02/19345397U4	7/20/2010	3/25/2014	258	0	0	0	258	0	0	0	0	0	1,661,634
682 FORD MOTOR CREDIT CO 5.875% 8/02/19345397U4	7/20/2010	4/25/2014	259	0	0	0	259	0	0	0	0	0	1,661,634
683 FORD MOTOR CREDIT CO 5.875% 8/02/19345397U4	7/20/2010	5/25/2014	260	0	0	0	260	0	0	0	0	0	1,661,634
684 FORD MOTOR CREDIT CO 5.875% 8/02/19345397U4	7/20/2010	6/25/2014	261	0	0	0	261	0	0	0	0	0	1,661,634
685 FORD MOTOR CREDIT CO 5.875% 8/02/19345397U4	7/20/2010	7/25/2014	262	0	0	0	262	0	0	0	0	0	1,661,634
686 FORD MOTOR CREDIT CO 5.875% 8/02/19345397U4	7/20/2010	8/25/2014	263	0	0	0	263	0	0	0	0	0	1,661,634
687 FORD MOTOR CREDIT CO 5.875% 8/02/19345397U4	7/20/2010	9/25/2014	264	0	0	0	264	0	0	0	0	0	1,661,634
688 FORD MOTOR CREDIT CO 5.875% 8/02/19345397U4	7/20/2010	10/25/2014	265	0	0	0	265	0	0	0	0	0	1,661,634
689 FORD MOTOR CREDIT CO 5.875% 8/02/19345397U4	7/20/2010	11/25/2014	266	0	0	0	266	0	0	0	0	0	1,661,634
690 FORD MOTOR CREDIT CO 5.875% 8/02/19345397U4	7/20/2010	12/25/2014	267	0	0	0	267	0	0				

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N A Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	223,412		
										223,412	0	0

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return		1 14,710
2 First quarter estimated tax payment		2
3 Second quarter estimated tax payment	6/10/2013	3 7,500
4 Third quarter estimated tax payment	9/9/2013	4 6,000
5 Fourth quarter estimated tax payment	12/10/2013	5 18,500
6 Other payments		6
7 Total		7 46,710

Statement B**TREADWELL, NORA ECCLES CHARITABLE TR****EIN: 94-2566167****Tax Year End: 12/31/13****Form 990-PF, Part VII-B, Line 5c**

The following information is provided in accordance with IRC Sec 4945(h)(3) and Reg 53.4945-5(d) to demonstrate that the foundation exercised expenditure responsibility in regard to its grants

Name and Address of Grantee	Amount of Grant	Date of Grant	Purpose of Grant	Amounts Expended by Grantee	To the Grantor's Knowledge Grantee Has Diverted a Portion of Funds from the Purpose of the Grant	Dates of Reports Received from the Grantee	Dates and Results of Any Verification of the Grantee's Reports
The Nora Eccles Treadwell Foundation	\$3,746,629	Various - 2013	Medical Research	\$1,019,396	No	3/27/2014	3/27/2014
The Nora Eccles Treadwell Foundation	\$3,746,378	Various - 2012	Medical Research	\$2,482,682	No	3/27/2014	3/27/2014

The Foundation intends by these reports to satisfy its reporting obligations to the Trust under Sections 4942 and 4945 and under the Agreement. The IRS ruled in PLR 8417107 that the Trust is exercising expenditure responsibility within the meaning of Treasury Regulation Section 53.4945-5(b) when it obtains reports on the Foundation's use of funds for Section 4942 purposes, and that the Trust will only be required to exercise separate expenditure responsibility over amounts retained by the Foundation and therefore not included in the Foundation's report under Section 4942. At the time of the ruling, the Foundation generally redistributed all funds it received from the Trust within the same accounting period. Because the Foundation currently redistributes a significant amount of its annual receipts in the subsequent year, as permitted under Section 4942(g)(3), the Section 4942 report will not satisfy ER reporting requirements for Trust distributions to the Foundation during 2011. The Foundation is therefore also providing separate ER reporting for distributions received in 2011, as required under applicable Treasury Regulations.