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Return of Private Foundation

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

OMB No. 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2013 or tax year beginning _____, and ending _____

Name of foundation KANITZ, LOUIS J & GOLDA I MAIN AC			A Employer identification number 94-6665743	
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 _____			C If exemption application is pending, check here ► <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change			D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 5,771,344			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>	
J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			(Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule) 2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B 3 Interest on savings and temporary cash investments 4 Dividends and interest from securities 5a Gross rents b Net rental income or (loss) 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 1,992,405 7 Capital gain net income (from Part IV, line 2) 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	128,825 184,360 184,360 313,185	125,799 0 184,360 310,159	0 0 0 0	10,599 1,180 1,180
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc. 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees (attach schedule) b Accounting fees (attach schedule) c Other professional fees (attach schedule) 17 Interest 18 Taxes (attach schedule) (see instructions) 19 Depreciation (attach schedule) and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications 23 Other expenses (attach schedule) 24 Total operating and administrative expenses. Add lines 13 through 23 25 Contributions, gifts, grants paid 26 Total expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12 a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-)	42,394 1,180 3,319 28 46,921 262,391 309,312 3,873 275,027 0	31,795 0 3,319 18 35,132 0 0 0	0 0 0 0 0 0 0 0	11,789 262,391 274,180 0

For Paperwork Reduction Act Notice, see instructions.

HTA

Form 990-PF (2013)

23

POSTMARK DATE APR 07 2014

SCANNED APR 15 2014

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	9,558	14,891	14,891
	2	Savings and temporary cash investments	135,126	244,568	244,568
	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)			
Liabilities	11	Investments—land, buildings, and equipment: basis ►			
		Less: accumulated depreciation (attach schedule) ►			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	4,881,761	4,812,580	5,511,887
	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)	5,026,445	5,072,039	5,771,346
	17	Accounts payable and accrued expenses			
	18	Grants payable			
Net Assets or Fund Balances	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	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
Part III Analysis of Changes in Net Assets or Fund Balances	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	5,026,445	5,072,039	
	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)	5,026,445	5,072,039	
	31	Total liabilities and net assets/fund balances (see instructions)	5,026,445	5,072,039	

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)
- 2 Enter amount from Part I, line 27a
- 3 Other increases not included in line 2 (itemize) ► See Attached Statement
- 4 Add lines 1, 2, and 3
- 5 Decreases not included in line 2 (itemize) ► See Attached Statement
- 6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30

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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a			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	184,360	
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	262,541	5,369,461	0.048895
2011	257,831	5,529,965	0.046624
2010	230,654	5,122,014	0.045032
2009	474,959	4,685,589	0.101366
2008	302,643	5,598,879	0.054054

- 2 Total of line 1, column (d) **2** 0.295971
- 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** 5,577,839
- 5 Multiply line 4 by line 3 **5** 330,175
- 6 Enter 1% of net investment income (1% of Part I, line 27b) **6** 2,750
- 7 Add lines 5 and 6 **7** 332,925
- 8 Enter qualifying distributions from Part XII, line 4 **8** 274,180

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1
Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)

1b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

1c 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-)

3 Add lines 1 and 2

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-

6 Credits/Payments:

a 2013 estimated tax payments and 2012 overpayment credited to 2013 6a 3,440

b Exempt foreign organizations—tax withheld at source 6b

c Tax paid with application for extension of time to file (Form 8868) 6c

d Backup withholding erroneously withheld 6d

7 Total credits and payments. Add lines 6a through 6d 7 3,440

8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached 8

9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter amount owed 9 2,061

10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 0

11 Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ► Refunded ► 11 0

1	5,501	
2	0	
3	5,501	
4		
5	5,501	
6a	3,440	
6b		
6c		
6d		
7	3,440	
8		
9	2,061	
10	0	
11	0	

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? 1a Yes X

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 1b Yes X

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

1c Did the foundation file Form 1120-POL for this year? 1c Yes X

1d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:
(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____

1e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____

2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 2 Yes X

If "Yes," attach a detailed description of the activities

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes 3 Yes X

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 4a Yes X

4b If "Yes," has it filed a tax return on Form 990-T for this year? 4b N/A

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 5 Yes X

If "Yes," attach the statement required by General Instruction T

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:
• By language in the governing instrument, or
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? 6 Yes X

7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV 7 Yes X

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► CA 8a Yes X

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation 8b Yes X

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV 9 Yes X

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses 10 Yes 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? Website address ► N/A	13	X
14	The books are in care of ► WELLS FARGO BANK N.A. Located at ► 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC	Telephone no. ► 888-730-4933 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> 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)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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? If "Yes," list the years ► 20____, 20____, 20____, 20____	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?			
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870			X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			
				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 27201	TRUSTEE	4 00	42,394	

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		

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 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				291,614
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			174,870	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e		0		
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 274,180			174,870	
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				99,310
e Remaining amount distributed out of corpus				
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		0		
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions				
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014			0	
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				192,304
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9.				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

NA

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
See Attached Statement				
Total				► 3a 262,391
<i>b Approved for future payment</i>				
NONE				
Total				► 3b 0

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
1	Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities					
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory					
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue: a					
b						
c						
d						
e						
12	Subtotal Add columns (b), (d), and (e)		0		313,185	0
13	Total. Add line 12, columns (b), (d), and (e)				13	313,185

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

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name****GRAND VALLEY STATE UNIVERSITY****Street****1 N CAMPUS DR****City****ALLENDALE CHARTER TOWNSHIP****State****MI****Zip Code****49401****Foreign Country****Relationship****Foundation Status****NONE****PC****Purpose of grant/contribution****SCHOLARSHIP****Amount****16,600****Name****BAKER COLLEGE OF MUSKEGON****Street****1903 MARQUETTE AVE****City****MUSKEGON****State****MI****Zip Code****49442****Foreign Country****Relationship****Foundation Status****NONE****PC****Purpose of grant/contribution****SCHOLARSHIP****Amount****2,400****Name****ALBION COLLEGE****Street****611 E PORTER ST****City****ALBION****State****MI****Zip Code****49224****Foreign Country****Relationship****Foundation Status****NONE****PC****Purpose of grant/contribution****SCHOLARSHIP****Amount****2,600****Name****AQUINAS COLLEGE****Street****1607 ROBINSON RD SE****City****GRAND RAPIDS****State****MI****Zip Code****49506****Foreign Country****Relationship****Foundation Status****NONE****PC****Purpose of grant/contribution****SCHOLARSHIP****Amount****1,300****Name****CENTRAL MICHIGAN UNIVERSITY****Street****1200 S FRANKLIN ST****City****MT PLEASANT****State****MI****Zip Code****48859****Foreign Country****Relationship****Foundation Status****NONE****PC****Purpose of grant/contribution****SCHOLARSHIP****Amount****1,500****Name****EASTERN MICHIGAN UNIVERSITY****Street****900 OAKWOOD ST****City****YPSILANTI****State****MI****Zip Code****48197****Foreign Country****Relationship****Foundation Status****NONE****PC****Purpose of grant/contribution****SCHOLARSHIP****Amount****1,500**

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name****FERRIS STATE UNIVERSITY****Street****1201 S STATE ST****City****BIG RAPIDS****State****MI****Zip Code****49307****Foreign Country****Relationship****NONE****Foundation Status****PC****Purpose of grant/contribution****SCHOLARSHIP****Amount****3,900****Name****HOPE COLLEGE****Street****141 E 12TH ST****City****HOLLAND****State****MI****Zip Code****49423****Foreign Country****Relationship****NONE****Foundation Status****PC****Purpose of grant/contribution****SCHOLARSHIP****Amount****3,600****Name****KALAMAZOO COLLEGE****Street****1200 ACADEMY ST****City****KALAMAZOO****State****MI****Zip Code****49006****Foreign Country****Relationship****NONE****Foundation Status****PC****Purpose of grant/contribution****SCHOLARSHIP****Amount****2,500****Name****KUYPER COLLEGE****Street****3333 EAST BELTLINE AVE NE****City****GRAND RAPIDS****State****MI****Zip Code****49525****Foreign Country****Relationship****NONE****Foundation Status****PC****Purpose of grant/contribution****SCHOLARSHIP****Amount****1,000****Name****LANSING COMMUNITY COLLEGE****Street****610 N CAPITOL AVE****City****LANSING****State****MI****Zip Code****48933****Foreign Country****Relationship****NONE****Foundation Status****PC****Purpose of grant/contribution****SCHOLARSHIP****Amount****1,500****Name****MICHIGAN STATE UNIVERSITY****Street****220 TROWBRIDGE RD****City****EAST LANSING****State****MI****Zip Code****48824****Foreign Country****Relationship****NONE****Foundation Status****PC****Purpose of grant/contribution****SCHOLARSHIP****Amount****8,400**

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name****MUSKEGON COMMUNITY COLLEGE****Street****221N QUARTERLINE RD**

City MUSKEGON TOWNSHIP	State MI	Zip Code 49442	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution SCHOLARSHIP	Amount 12,900
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Name**NORTHWOOD UNIVERSITY****Street****4000 WHITING DR**

City MIDLAND	State MI	Zip Code 48640	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution SCHOLARSHIP	Amount 1,000
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Name**OAKLAND UNIVERSITY****Street****2200 N SQUIRREL RD**

City ROCHESTER	State MI	Zip Code 48309	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution SCHOLARSHIP	Amount 1,000
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Name**OLIVET COLLEGE****Street****320 S MAIN ST**

City OLIVET	State MI	Zip Code 49076	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution SCHOLARSHIP	Amount 500
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Name**SAGINAW VALLEY STATE UNIVERSITY****Street****7400 BAY RD**

City UNIVERSITY CENTER	State MI	Zip Code 48710	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution SCHOLARSHIP	Amount 1,000
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Name**UNIVERSITY OF MICHIGAN****Street****500 S STATE ST**

City ANN ARBOR	State MI	Zip Code 48109	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution SCHOLARSHIP	Amount 10,800
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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**

UNIVERSITY OF ST MARY

Street

4100 S 4 ST

City

LEAVENWORTH

State

KS

Zip Code

66048

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,500

Name

WAYNE STATE UNIVERSITY

Street

42 W WARREN AVE

City

DETROIT

State

MI

Zip Code

48202

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,000

Name

WESTERN MICHIGAN UNIVERSITY

Street

1903 W MICHIGAN AVE

City

KALAMAZOO

State

MI

Zip Code

49008

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

7,800

Name

ARCHBISHOP OF THE ARCHDIOCESE OF LA

Street

3424 WILSHIRE BLVD , 5TH FL

City

LOS ANGELES

State

CA

Zip Code

90010-2241

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

97,404

Name

BISHOP OF THE ROMAN CATHOLIC CHURCH

Street

360 DIVISION AVE SOUTH

City

GRAND RAPIDS

State

MI

Zip Code

49503

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

80,687

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

Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Date Acquired	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss	
											Total	Gross Sales
Long Term CG Distributions	20,869					1,992,405					0	1,808,045
Short Term CG Distributions						0					0	184,360
1 X DREYFUS ENG MKT DEBT LO	261980494			8/13/2012	26/2/2013	37,419	35,249				0	2,170
2 X DREYFUS ENG MKT DEBT LO	261980494			2/13/2012	10/10/2013	41,004	42,128				0	-332
3 X DREYFUS ENG MKT DEBT LO	261980494			8/13/2012	10/10/2013	15,429	15,289				0	-1,124
4 X DREYFUS ENG MKT DEBT LO	261980494			7/15/2013	7/11/2013	137,607	134,081				0	130
5 X GATEWAY FUND - Y #19856	367829884			8/13/2012	2/1/2013	60,294	58,500				0	3,256
6 X GILEAD SCIENCES INC	375558103			12/8/2011	7/11/2013	5,588	1,948				0	784
7 X GILEAD SCIENCES INC	375558103			12/8/2011	12/10/2013	4,367	1,208				0	3,640
8 X GOOGLE INC	38259P508			2/8/2013	7/11/2013	6,391	5,460				0	931
9 X GOOGLE INC	38259P508			5/9/2012	7/11/2013	9,13	607				0	306
10 X HUSSMAN STRATEGIC GROW	448108100			9/29/2011	2/8/2013	49,958	62,592				0	-12,634
11 X HUSSMAN STRATEGIC GROW	448108100			2/13/2012	2/8/2013	29,303	33,388				0	-4,085
12 X HUSSMAN STRATEGIC GROW	448108100			5/11/2012	11/15/2013	12,537	12,537				0	-1,402
13 X HUSSMAN STRATEGIC GROW	448108100			11/2/2012	2/8/2013	8,775	9,416				0	-641
14 X INTEL CORP	458140100			7/31/1991	6/17/2013	12,722	729				0	1,983
15 X ISHARES CORE S & P 500 ET	464287200			9/27/2011	7/11/2013	116,711	83,321				0	33,390
16 X ISHARES MSCI EAFE	464287465			8/9/2005	2/8/2013	29,230	27,610				0	1,620
17 X ISHARES MSCI EAFE	464287465			8/1/2005	2/8/2013	64,305	60,731				0	3,574
18 X ISHARES MSCI EAFE	464287465			8/23/2005	2/8/2013	88,448	84,501				0	3,947
19 X ISHARES MSCI EAFE	464287465			9/27/2011	2/8/2013	326,143	279,245				0	46,988
20 X ISHARES MSCI EAFE	464287465			5/9/2012	2/8/2013	13,562	11,929				0	1,733
21 X ISHARES MSCI EAFE	464287465			9/27/2012	10/8/2013	15,481	15,387				0	94
22 X ISHARES S & P MID-CAP 400 G	464287606			7/11/2013	7/11/2013	7,420	6,733				0	687
23 X ISHARES S & P MID-CAP 400 V	464287705			2/8/2013	10/9/2013	3,942	3,559				0	383
24 X ISHARES S & P MID-CAP 400 V	464287705			9/27/2011	10/9/2013	4,048	2,674				0	1,374
25 X ISHARES S & P MID-CAP 400 V	464287705			2/8/2013	10/1/2013	101,854	76,198				0	25,656
26 X ISHARES CORE S & P SMALL-C	464287804			9/27/2011	10/8/2013	16,061	10,365				0	5,686
27 X ISHARES CORE S & P SMALL-C	464287804			9/27/2011	11/2/2013	6,809	5,178				0	1,531
28 X JPMORGAN CHASE & CO	466251100			3/12/2012	7/11/2013	4,262	3,719				0	543
29 X NOVARTIS AG -ADR	66387V109			5/30/2007	1/29/2013	10,084	8,351				0	282
30 X JOHNSON CONTROLS INC	473365107			9/27/2011	7/11/2013	1,384	1,102				0	3,335
31 X JOHNSON CONTROLS INC	473365107			9/27/2011	11/14/2013	8,147	4,812				0	3,335
32 X MCKESSON CORP	581550103			2/8/2013	7/11/2013	3,421	2,994				0	427
33 X MCKESSON CORP	581550103			11/7/2012	7/11/2013	944	759				0	-185
34 X MCKESSON CORP	581550103			11/7/2012	12/1/2013	2,826	1,707				0	1,119
35 X NOVARTIS AG -ADR	66387V109			5/30/2007	7/11/2013	4,262	3,719				0	1,743
36 X WALT DISNEY CO	464287106			2/8/2013	7/11/2013	2,756	1,022				0	1,744
37 X WALT DISNEY CO	464287106			1/6/2006	2/8/2013	18,576	16,772				0	1,802
38 X RIDGEWORTH SEIX HY BD-1 #	788287645			9/29/2011	2/8/2013	3,421	2,994				0	-2,076
39 X TARGET CORP	87612E106			5/11/2001	7/11/2013	4,021	6,727				0	487
40 X TARGET CORP	87612E106			2/8/2013	7/11/2013	3,478	2,991				0	948
41 X TEVA PHARMACEUTICAL IND	883556102			11/4/2019	7/11/2013	2,102	1,154				0	-1,882
42 X SPDR DJ WILSHIRE INTERNA	88463X853			11/2/2009	8/1/2013	6,791	8,673				0	-1,882
43 X SCHLUMBERGER LTD	806857108			2/8/2013	7/11/2013	4,314	4,259				0	-88
44 X TEVA PHARMACEUTICAL IND	886124209			9/27/2011	8/1/2013	5,080	5,168				0	-88
45 X THERMO FISHER SCIENTIFIC	883556102			2/8/2013	7/11/2013	4,025	4,025				0	0
46 X THERMO FISHER SCIENTIFIC	883556102			2/8/2013	7/11/2013	6,652	5,384				0	1,068
47 X THERMO FISHER SCIENTIFIC	883556102			11/2/2009	7/11/2013	2,217	1,115				0	1,102
48 X THERMO FISHER SCIENTIFIC	883556102			11/2/2009	8/29/2013	3,219	1,605				0	2,789
49 X 3M CO	88379Y101			2/8/2013	7/11/2013	4,691	4,197				0	582
50 X US BANCORP DEL NEW	902897304			2/8/2013	7/11/2013	3,089	2,791				0	-595
51 X US BANCORP DEL NEW	902897304			9/27/2011	7/11/2013	1,749	1,160				0	-60
52 X UNION PACIFIC CORP	907818108			2/8/2013	7/11/2013	8,399	7,016				0	1,381
53 X UNITEDHEALTH GROUP INC	91324P102			9/27/2011	7/11/2013	6,180	3,391				0	-206
54 X VANGUARD SHORT TERM B	912193787			4/2/2013	7/11/2013	6,278	5,696				0	-468
55 X VANGUARD SHORT TERM B	912193787			11/16/2012	7/11/2013	23,555	23,555				0	0
56 X VANGUARD INTERMEDIATE E	921937819			2/8/2013	7/11/2013	24,876	24,836				0	-441
57 X VANGUARD INTERMEDIATE E	921937819			2/8/2013	7/11/2013	5,326	5,600				0	-1,549
58 X VANGUARD INTERMEDIATE E	921937819			9/27/2011	7/11/2013	59,824	62,905				0	-3,071
59 X VANGUARD SHORT TERM B	921937827			11/16/2012	7/11/2013	16,849	16,849				0	0
60 X VANGUARD SHORT TERM B	921937827			5/8/2012	2/8/2013	50,222	50,222				0	0
61 X VANGUARD SHORT TERM B	921937827			9/27/2011	7/11/2013	27,402	27,370				0	-3,099
62 X VANGUARD FTSE DEVELOPE	971943856			2/8/2013	7/11/2013	10,921	10,921				0	0
63 X BOEING CO	0971943856			10/9/2013	3,461	1,912	1,912				0	0
64 X VANGUARD FTSE DEVELOPE	971943856			2/8/2013	7/11/2013	55,170	51,361				0	3,009
65 X CME GROUP INC	12572Q105			6/14/2012	7/11/2013	1,228	869				0	3,559
66 X CME GROUP INC	12572Q105			6/7/2012	7/11/2013	4,376	3,056				0	1,320
67 X VANGUARD FTSE EMERGING	922042858			9/13/2013	61,604	66,801	66,801				0	-5,197
68 X VANGUARD FTSE EMERGING	922042858			2/8/2013	10/9/2013	25,395	27,447				0	-2,052

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	Capital Gains/Losses		Cost, Other Basis and Expenses	Net Gain or Loss
										Total	Gross Sales	Capital Gains/Losses Other Sales	Net Gain or Loss
	Long Term CG Distributions									1,892,405	1,892,405	1,808,046	184,360
	Short Term CG Distributions	20,869								0	0	0	0
69	X CAPITAL ONE FINANCIAL COF	14040h1105			2/8/2013		7/11/2013	4,265	3,732				533
70	X VODAFONE GROUP PLC NEW	92251W209			5/2/2006		1/9/2013	9,555	9,741				-166
71	X AQR MANAGED FUTURES ST	00203h1859			7/15/2013		9/13/2013	53,566	53,671				-105
72	X AFFILIATED MANAGERS GRO	008252108			2/8/2013		2/25/2013	3,727	3,819				-92
73	X CHEVRON CORP	168764100			2/8/2013		2/8/2013	6,928	6,438				491
74	X AFFILIATED MANAGERS GRO	008252108			9/27/2011		2/25/2013	3,584	2,188				1,336
75	X AFFILIATED MANAGERS GRO	008252108			9/27/2011		7/11/2011	4,873	2,538				2,335
76	X ANHEUSER-BUSCH INBEV SE	03224A108			12/4/2011		7/11/2013	93	60				33
77	X ANHEUSER-BUSCH INBEV SP	03224A108			2/8/2013		7/11/2013	3,074	2,832				242
78	X ANHEUSER-BUSCH INBEV SP	03224A108			9/27/2011		7/11/2013	1,397	817				580
79	X APPLE INC	037833100			1/29/2013		7/11/2013	8,459	9,172				-713
80	X CHEVRON CORP	168764100			7/22/2002		7/11/2013	5,816	1,680				4,126
81	X BERKSHIRE HATHAWAY INC	084670702			3/17/2010		7/11/2013	7,640	5,426				2,214
82	X CISCO SYSTEMS INC	172758112			2/8/2013		7/11/2013	4,221	3,500				721
83	X CISCO SYSTEMS INC	172758112			5/21/2012		7/11/2013	2,763	1,802				961
84	X COACH INC	188754104			1/9/2013		7/11/2013	4,369	4,312				57
85	X COMCAST CORP CLASS A	20030N101			2/8/2013		7/11/2013	3,606	3,223				385
86	X COMCAST CORP CLASS A	20030N101			2/13/2006		7/11/2013	2,211	891				1,326
87	X CREDIT SUISSE COMM RET S	22544R305			11/20/2012		10/8/2013	10,638	11,946				-1,308
88	X CREDIT SUISSE COMM RET S	22544R305			11/17/2010		10/8/2013	38,603	46,725				-8,122
89	X DIAGEO PLC -ADR	252430205			2/8/2013		7/11/2013	4,128	4,048				80
90	X DIAGEO PLC -ADR	252430205			3/192,008		7/11/2013	243	60				83
91	X DIAMOND HILL LONG-SHORT	25264S833			11/17/2010		7/11/2013	43,235	32,426				10,809

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

	1,180	0	0	1,180
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1 TAX PREP FEES	1,180			1,180

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes	
1	FOREIGN TAXES PAID	3,319	3,319	0	0	

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

		28	18	0	10
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES PAID	18	18		
2	STATE AG FEES PAID	10			10

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	VANGUARD EMERGING MARKETS ETF		0	355,554	372,194	
3	MONSTER BEVERAGE CORP		0	8,673	12,199	
4	EATON CORP PLC		0	11,109	16,366	
5	VANGUARD BD INDEX FD INC		0	792,911	779,238	
6	CME GROUP INC		0	12,173	17,497	
7	SPDR DJ WILSHIRE INTERNATIONAL REA		0	156,679	189,644	
8	VANGUARD INTERMEDIATE TERM B		0	256,824	240,116	
9	VANGUARD EUROPE PACIFIC ETF		0	455,560	522,375	
10	DIAMOND HILL LONG-SHORT FD CL I 11		0	85,014	118,310	
11	RIDGEWORTH SEIX HY BD-I 5855		0	252,153	265,956	
12	CREDIT SUISSE COMM RT ST-CO 2156		0	252,302	218,520	
13	AFLAC INC		0	8,862	16,834	
14	AFFILIATED MANAGERS GROUP INC		0	7,172	17,784	
15	APACHE CORPORATION COM		0	15,763	15,211	
16	APPLE COMPUTER INC COM		0	11,335	33,100	
17	BAXTER INTL INC COM		0	14,339	14,258	
18	BOEING COMPANY		0	7,965	17,061	
19	CVS/CAREMARK CORPORATION		0	3,984	20,397	
20	CAPITAL ONE FINANCIAL CORP		0	8,525	14,709	
21	CISCO SYSTEMS INC		0	13,643	18,684	
22	CUMMINS INC		0	9,532	10,150	
23	DIAGEO PLC - ADR		0	6,755	13,507	
24	WALT DISNEY CO		0	7,618	23,913	
25	E M C CORP MASS		0	5,753	10,789	
26	GILEAD SCIENCES INC		0	4,052	15,621	
27	INTERNATIONAL BUSINESS MACHS CORP		0	13,650	12,567	
28	JOHNSON CONTROLS INC		0	9,283	15,749	
29	MERGER FD SH BEN INT 260		0	161,390	163,204	
30	MICROSOFT CORP		0	1,128	14,515	
31	NESTLE SA REGISTERED SHARES - ADR		0	6,345	15,160	
32	ORACLE CORPORATION		0	12,286	15,457	
33	PIMCO FOREIGN BD USD H-INST 103		0	110,074	109,037	
34	SCHLUMBERGER LTD		0	12,798	18,292	
35	TJX COS INC NEW		0	8,551	18,673	
36	THERMO FISHER SCIENTIFIC INC		0	5,217	13,028	
37	TOTAL FINA ELF SA ADR		0	11,194	15,195	
38	UNION PACIFIC CORP		0	10,519	20,328	
39	MCKESSON CORP		0	9,388	15,979	
40	GOLDMAN SACHS GROUP INC		0	7,998	13,826	
41	HSBC - ADR		0	9,276	9,372	
42	UNITED PARCEL SERVICE-CL B		0	9,982	16,182	
43	TARGET CORP		0	12,519	18,032	
44	UNITEDHEALTH GROUP INC		0	14,969	21,536	
45	FID ADV EMER MKTS INC- CL I 607		0	83,330	81,918	
46	COACH INC		0	12,757	13,191	

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

		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
47	BHP BILLITON LIMITED		0	9,986	9,412
48	ISHARES TR SMALLCAP 600 INDEX FD		0	133,110	231,246
49	JPMORGAN CHASE & CO		0	14,720	21,988
50	US BANCORP DEL. NEW		0	9,844	16,120
51	ISHARES S&P MIDCAP 400 VALUE		0	94,088	155,400
52	ISHARES S & P 500 INDEX FUND		0	73,025	113,246
53	ANHEUSER-BUSCH INBEV SPN ADR		0	8,499	16,608
54	LAUDUS MONDRIAN INTL FI-INST 2940		0	124,082	107,865
55	EATON VANCE GLOBAL MACRO - I		0	53,695	52,361
56	ISHARES S&P MIDCAP 400 GROWTH		0	164,651	240,154
57	CHEVRON CORP		0	3,956	13,740
58	DREYFUS EMG MKT DEBT LOC C-I 6083		0	187,764	190,811
59	DRIEHAUS ACTIVE INCOME FUND		0	275,805	279,503
60	3M CO		0	10,547	18,653
61	BERSHIRE HATHAWAY INC		0	17,285	24,068
62	COMCAST CORP CLASS A		0	7,254	21,565
63	ASG GLOBAL ALTERNATIVES-Y 1993		0	166,128	164,830
64	GOOGLE INC		0	12,174	22,414
65	VANGUARD REIT VIPER		0	149,810	183,286
66	CELANESE CORP		0	9,253	12,943

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

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

1	<u>COST BASIS ADJUSTMENT</u>	1	315
2	<u>GAIN ON PY SALES SETTLED IN CY</u>	2	8,244
3	<u>MUTUAL FUND & CTF INCOME ADDITIONS</u>	3	15,075
4	<u>FEDERAL EXCISE TAX REFUND</u>	4	8,529
5	<u>RETURN OF PY GRANTS</u>	5	18,223
6	<u>Total</u>	6	50,386

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

1	<u>MUTUAL FUND & CTF INCOME SUBTRACTION</u>	1	6,591
2	<u>PY RETURN OF CAPITAL ADJUSTMENT</u>	2	2,074
3	<u>Total</u>	3	8,665

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

Amount

Long Term CG Distributions	Short Term CG Distributions	0	0	1,971,436	0	0	1,808,045	163,391	0	0	Adjusted Basis as of 12/31/09	0
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 12/31/09	Gains Minus Losses of FMV Over/Adjusted Basis or Losses
1 DREYFUS LMG MKT DEBT LOC C1-8618	2619800494	8/13/2012	2/10/2013	2/10/2013	37,419	0	0	35,249	0	2,170	0	0
2 DREYFUS LMG MKT DEBT LOC C1-8618	2619800494	8/13/2012	10/01/2013	2/10/2013	24,875	0	0	25,207	0	-332	0	0
3 DREYFUS LMG MKT DEBT LOC C1-8618	2619800494	8/13/2012	10/01/2013	41,100	0	0	42,129	0	-1,124	0	0	0
4 DREYFUS LMG MKT DEBT LOC C1-8618	2619800494	8/13/2012	10/01/2013	15,529	0	0	15,529	0	0	0	0	0
5 GATEWAY FUND #1986	3676238904	8/13/2012	7/11/2013	137,807	0	0	134,981	0	3,526	0	0	0
6 GATEWAY FUND #1986	3676238904	2/10/2013	60,284	0	0	0	0	0	0	0	0	0
7 GILEAD SCIENCES INC	375558103	12/8/2011	7/11/2013	5,588	0	0	5,300	0	288	0	0	0
8 GILEAD SCIENCES INC	382558508	2/26/2013	12/17/2013	4,367	0	0	4,208	0	159	0	0	0
9 GOOGLE INC	10	5/20/2012	7/11/2013	6,391	0	0	5,460	0	931	0	0	0
10 GOOGLE INC	11	9/29/2011	2/8/2013	913	0	0	607	0	306	0	0	0
11 HUSSMAN STRATEGIC GROWTH FUND	448108100	8/18/2005	2/8/2013	49,856	0	0	62,992	0	-12,634	0	0	0
12 HUSSMAN STRATEGIC GROWTH FUND	448108100	2/10/2012	2/8/2013	29,303	0	0	33,389	0	-4,085	0	0	0
13 HUSSMAN STRATEGIC GROWTH FUND	448108100	5/17/2012	2/8/2013	11,135	0	0	12,537	0	-1,402	0	0	0
14 HUSSMAN STRATEGIC GROWTH FUND	448108100	11/17/2012	2/8/2013	8,775	0	0	9,116	0	-341	0	0	0
15 INTEL CORP	458141000	7/31/1981	7/11/2013	12,729	0	0	11,993	0	0	0	0	0
16 INSHARES CORE S & P 500 ETF	464287650	9/27/2011	7/11/2013	0	0	0	83,321	0	33,390	0	0	0
17 INSHARES MSCI EAFE	464287655	8/18/2005	2/8/2013	29,230	0	0	27,610	0	1,620	0	0	0
18 INSHARES MSCI EAFE	464287655	8/18/2005	2/8/2013	64,305	0	0	60,731	0	3,574	0	0	0
19 INSHARES MSCI EAFE	464287655	2/8/2013	2/8/2013	88,448	0	0	84,501	0	3,947	0	0	0
20 INSHARES MSCI EAFE	464287655	9/27/2011	2/8/2013	26,141	0	0	27,645	0	-1,504	0	0	0
21 INSHARES MSCI EAFE	464287655	5/27/2012	2/8/2013	13,562	0	0	13,229	0	1,723	0	0	0
22 INSHARES S&P MID-CAP 100 GROWTH	464287655	7/11/2013	7/11/2013	15,461	0	0	3,119	0	94	0	0	0
23 INSHARES S&P MID-CAP 400 VALUE	464287705	2/26/2013	7/11/2013	7,120	0	0	6,733	0	687	0	0	0
24 INSHARES S&P MID-CAP 400 VALUE	464287705	2/26/2013	7/11/2013	3,942	0	0	3,559	0	383	0	0	0
25 INSHARES S&P MID-CAP 400 VALUE	464287705	9/27/2011	10/8/2013	4,043	0	0	2,674	0	1,374	0	0	0
26 INSHARES CORE S&P SMALL-CAP E	464287705	10/9/2011	10/9/2013	101,154	0	0	78,988	0	25,656	0	0	0
27 INSHARES CORE S&P SMALL-CAP E	464287705	10/9/2011	10/9/2013	16,986	0	0	10,365	0	5,698	0	0	0
28 IMPARCOR CHASE & CO	468219100	11/20/2009	7/11/2013	8,800	0	0	5,779	0	1,621	0	0	0
29 JOHNSON CONTROLS INC	478386107	7/11/2013	7/11/2013	4,262	0	0	3,119	0	543	0	0	0
30 JOHNSON CONTROLS INC	478386107	9/27/2011	7/11/2013	1,384	0	0	1,102	0	222	0	0	0
31 JOHNSON CONTROLS INC	581550103	9/27/2011	7/11/2013	6,147	0	0	4,812	0	3,335	0	0	0
32 MCKESSON CORP	581550103	11/17/2012	7/11/2013	944	0	0	427	0	427	0	0	0
33 MCKESSON CORP	581550103	11/17/2012	12/17/2013	2,929	0	0	759	0	185	0	0	0
34 MCKESSON CORP	581550103	11/17/2012	12/17/2013	10,994	0	0	1,707	0	1,119	0	0	0
35 NOVARTIS AG-ADR	668987009	5/20/2012	12/8/2013	10,094	0	0	8,351	0	1,743	0	0	0
36 NOVARTIS AG-ADR	668987009	7/11/2013	7/11/2013	2,145	0	0	1,485	0	729	0	0	0
37 WALT DISNEY CO	704587306	7/24/1971	7/11/2013	2,169	0	0	1,022	0	1,174	0	0	0
38 RUDOLPH SEIK HY BD-15555	708297045	9/27/2011	7/11/2013	15,753	0	0	16,772	0	-1,004	0	0	0
39 SPDR DJ WILSHIRE INTERNATIONAL R	708463063	5/27/2013	10/8/2013	4,021	0	0	6,727	0	-2,708	0	0	0
40 TARGET CORP	878712108	4/20/2013	7/11/2013	3,733	0	0	2,991	0	487	0	0	0
41 TARGET CORP	878712108	5/17/2011	7/11/2013	2,102	0	0	1,154	0	948	0	0	0
42 TEVA PHARMACEUTICAL INDUSTRIES	8816224205	11/12/2002	7/11/2013	8,791	0	0	6,673	0	1,882	0	0	0
43 SPDR DJ WILSHIRE INTERNATIONAL R	881630633	7/11/2013	7/11/2013	4,314	0	0	4,259	0	55	0	0	0
44 SCHLUMBERGER LTD	890857108	2/26/2013	7/11/2013	5,080	0	0	5,168	0	-88	0	0	0
45 TEVA PHARMACEUTICAL INDUSTRIES	891550120	9/27/2011	9/12/2013	4,589	0	0	4,025	0	340	0	0	0
46 THERMO FISHER SCIENTIFIC INC	893556102	2/20/2013	7/11/2013	6,052	0	0	5,584	0	1,068	0	0	0
47 THERMO FISHER SCIENTIFIC INC	893556102	11/22/2009	8/28/2013	2,217	0	0	1,115	0	1,102	0	0	0
48 THERMO FISHER SCIENTIFIC INC	893556102	11/22/2009	8/28/2013	3,219	0	0	1,605	0	1,614	0	0	0
49 3M CO	895798101	11/17/2013	2/28/2013	4,591	0	0	4,197	0	494	0	0	0
50 US Bancorp Del New	902973304	7/11/2013	7/11/2013	3,089	0	0	2,781	0	298	0	0	0
51 U.S. BANK CORP DEL NEW	902973304	9/27/2011	7/11/2013	1,449	0	0	1,160	0	359	0	0	0
52 UNION PACIFIC CORP	912193420	2/26/2013	7/11/2013	8,396	0	0	7,018	0	1,381	0	0	0
53 UNION PACIFIC CORP	912193420	9/27/2011	7/11/2013	6,180	0	0	5,391	0	2,709	0	0	0
54 VANGUARD INTERMEDIATE TERM B	9121937819	11/16/2012	2/8/2013	16,143	0	0	5,956	0	532	0	0	0
55 VANGUARD INTERMEDIATE TERM B	9121937819	2/8/2013	2/8/2013	16,743	0	0	16,743	0	-535	0	0	0
56 VANGUARD INTERMEDIATE TERM B	9121937819	2/8/2013	2/8/2013	3,461	0	0	3,461	0	-154	0	0	0
57 VANGUARD INTERMEDIATE TERM B	9121937819	2/8/2013	2/8/2013	5,235	0	0	5,235	0	-50	0	0	0
58 VANGUARD SHORT TERM BOND EIT	9121937827	11/16/2012	2/8/2013	18,740	0	0	16,949	0	2,791	0	0	0
59 VANGUARD SHORT TERM BOND EIT	9121937827	9/27/2011	7/11/2013	50,222	0	0	50,428	0	-2,206	0	0	0
60 VANGUARD SHORT TERM BOND EIT	9121937827	9/27/2011	7/11/2013	20,105	0	0	20,707	0	-669	0	0	0
61 VANGUARD FUND NEW ADR	9285740209	5/22/2013	7/11/2013	4,285	0	0	3,732	0	533	0	0	0
62 VANGUARD FUND NEW ADR	9285740209	5/22/2013	10/9/2013	9,555	0	0	9,741	0	-191	0	0	0
63 VECINCO INC	937023105	2/28/2013	7/11/2013	5,120	0	0	5,120	0	-50	0	0	0
64 VANGUARD FUTSE DEVELOPED EIT	12572105	7/11/2013	7/11/2013	5,274	0	0	5,274	0	-274	0	0	0
65 CME GROUP INC	12572105	6/7/2012	7/11/2013	4,376	0	0	3,656	0	359	0	0	0
66 CME GROUP INC	12572105	6/7/2012	7/11/2013	4,376	0	0	3,656	0	359	0	0	0
67 VANGUARD FTSE EMERGING MARKET	9220342858	2/28/2013	9/13/2013	61,604	0	0	61,801	0	-197	0	0	0
68 VANGUARD FTSE EMERGING MARKET	9220342858	2/28/2013	10/9/2013	25,393	0	0	25,393	0	-2,052	0	0	0
69 CAPITAL ONE FINANCIAL CORP	10400105	2/8/2013	7/11/2013	4,285	0	0	3,732	0	533	0	0	0
70 NODAFONE GROUP PIC NEW ADR	9285740209	2/28/2013	7/11/2013	9,555	0	0	9,741	0	-191	0	0	0
71 VOR MANAGED FUND NEW ADR	923293105	7/11/2013	9/13/2013	53,899	0	0	53,871	0	109	0	0	0
72 AFFILIATED MANAGERS GROUP, INC.	923293105	7/11/2013	9/13/2013	6,128	0	0	6,438	0	-322	0	0	0
73 CHEVRON CORP	923293105	7/11/2013	9/13/2013	4,376	0	0	3,584	0	0	0	0	0
74 AFFILIATED MANAGERS GROUP, INC.	923293105	7/11/2013	9/13/2013	6,128	0	0	6,128	0	-322	0	0	0
75 ANHEUSER-BUSCH INBEV SPN ADR	03524109	12/1/2011	7/11/2013	4,875	0	0	2,538	0	2,335	0	0	0
76 ANHEUSER-BUSCH INBEV SPN ADR	03524109	12/1/2011	7/11/2013	93	0	0	93	0	33	0	0	0
77 ANHEUSER-BUSCH INBEV SPN ADR	03524109	2/8/2013	7/11/2013	3,074	0	0	2,632	0	441	0	0	0
78 ANHEUSER-BUSCH INBEV SPN ADR	03524109	2/8/2013	7/11/2013	1,397	0	0	1,397	0	-108	0	0	0
79 ANHEUSER-BUSCH INBEV SPN ADR	03524109	2/8/2013	7/11/2013	6,128	0	0	6,128	0	-108	0	0	0
80 ANHEUSER-BUSCH INBEV SPN ADR	03524109	2/8/2013	7/11/2013	5,916	0	0	5,916	0	-108	0	0	0
81 BERKSHIRE HATHAWAY INC	03487072	3/17/2010	7/11/2013	5,126	0	0	5,126	0	-108	0	0	0
82 CISCO SYSTEMS INC	112755102	2/21/2012	7/11/2013	3,500	0	0	3,500	0	0	0	0	0
83 CISCO SYSTEMS INC	112755102	2/21/2012	7/11/2013	721	0	0	721	0	0	0	0	0
84 COACH INC	119754104	1										

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

Amount		Long Term CG Distributions		Short Term CG Distributions		1,971,436		0		0		1,803,045		163,391	
		20,869		0											
		Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expenses of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	E Excess of FMV Over Adjusted Basis or Losses	G Gains Minus Excess of FMV Over Adjusted Basis or Losses
85	COMCAST CORP CLASS A	20030N101		2/8/2013	7/11/2013	7/11/2013	3,600		0	3,223	385	0	0	345	
86	COMCAST CORP CLASS A	20030N101		2/15/2006	7/11/2013	7/11/2013	2,317		0	691	1,326	0	0	1,326	
87	CREDIT SUISSE COMM RE ST-#2158	2544-R05		1/12/2012	10/9/2013	10/9/2013	10,330		0	11,946	-1,606	0	0	-1,606	
88	CREDIT SUISSE COMM RE ST-#2158	2544-R05		1/17/2010	10/8/2013	10/8/2013	39,003		0	40,725	-5,722	0	0	-5,722	
89	DAIgeo PLC - ADR	5243-Q205		2/28/2013	7/11/2013	7/11/2013	4,128		0	4,048	80	0	0	80	
90	DAIgeo PLC - ADR	25243-Q205		3/19/2008	7/11/2013	7/11/2013	243		0	150	83	0	0	83	
91	DIAMOND MILL LONG-SHORT FD CL # 25284-S833			11/17/2010	7/11/2013	7/11/2013	432,355		0	32,428	10,309	0	0	10,309	

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

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

	Date	Amount
1 Credit from prior year return	1	3,440
2 First quarter estimated tax payment	2	_____
3 Second quarter estimated tax payment	3	_____
4 Third quarter estimated tax payment	4	_____
5 Fourth quarter estimated tax payment	5	_____
6 Other payments	6	_____
7 Total	7	3,440

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	174,870
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	174,870