Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation: THE MAY FAMILY FOUNDATION

A Employer identification number: 94-6677915

Number and street (or P O box number if mail is not delivered to street address): P. O. BOX 219 — Room/suite:

B Telephone number (see instructions): 970-390-5374

City or town, state or province, country, and ZIP or foreign postal code: McCOY, CO 80463-0219

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☑ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 3,053,298.06

J Accounting method: ☑ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check ▶ ☐ if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments	6.21	6.21		
	4	Dividends and interest from securities	44,853.45	44,853.45		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	113,200.86			
	b	Gross sales price for all assets on line 6a 518,924.08				
	7	Capital gain net income (from Part IV, line 2)		4,271.05		
	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	158,060.52	49,130.71		
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)	3800.00			
	c	Other professional fees (attach schedule)	25,880.48	12,940.24		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	1,162.53	1,137.53		
	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	30,843.01	14,077.77		
	25	Contributions, gifts, grants paid	115,344.13			115,344.13
	26	**Total expenses and disbursements.** Add lines 24 and 25	146,187.14	14,077.77		115,344.13
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	11,873.38			
	b	**Net investment income** (if negative, enter -0-)		35,052.94		
	c	**Adjusted net income** (if negative, enter -0-)				

SCANNED MAY 23 2014

RECEIVED MAY 2014 OGDEN, UT IRS-OSC

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	88,486.67	68,277.28	68,277.28
3	Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less. allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U.S. and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	1,865,169.10	1,894,277.35	2,985,020.78
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment: basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)			
14	Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ Unsettled Stock Purchases/Sales)	16,800.48	0.00	
16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,970,456.25	1,962,554.63	3,053,298.06
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 ▶ Uncleared Donation Checks/VISA)	31,475.00	11,700.00	
23	**Total liabilities** (add lines 17 through 22)	31,475.00	11,700.00	
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	1,938,981.25	1,950,854.63	
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)	1,938,981.25	1,950,854.63	
31	**Total liabilities and net assets/fund balances** (see instructions)	1,970,456.25	1,962,554.63	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,938,981.25
2	Enter amount from Part I, line 27a	2	11,873.38
3	Other increases not included in line 2 (itemize) ▶	3	0.00
4	Add lines 1, 2, and 3	4	1,950,854.63
5	Decreases not included in line 2 (itemize) ▶	5	0.00
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,950,854.63

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				
b	VARIOUS CORPORATE SECURITIES	P		
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b	518,924.08		405,723.22	113,200.86
c				
d				
e				

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	113,200.86
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	4,271.05

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	128,716.21	2,309,777.57	.055727
2011	56,400.00	2.274.573.03	.024795
2010	97,200.00	2,065,723.94	.047053
2009	82,850.00	1,773,244.68	046722
2008	114,962.50	2,259,268.98	.050929

2	**Total** of line 1, column (d)	2	0.225226
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	0.045045
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,717,496.60
5	Multiply line 4 by line 3	5	122,409.63
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	350.53
7	Add lines 5 and 6	7	122,760.16
8	Enter qualifying distributions from Part XII, line 4	8	115,344.13

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter. ______ (attach copy of letter if necessary—see instructions)					
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	701	06
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).					
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0	00
3	Add lines 1 and 2			3	701	06
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0	00
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	701	06
6	Credits/Payments:					
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	654 73			
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	654	76
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	0	00
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	46	33
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10		
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶	**Refunded** ▶		11		

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		✓
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		✓
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		✓
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? *If "Yes," attach a detailed description of the activities.*	2		✓
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		✓
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		✓
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		✓
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	✓	
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	✓	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CALIFORNIA			
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	✓	
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		✓
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		✓

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	

Website address ▶ NONE

14 The books are in care of ▶ Nowell R. May Telephone no. ▶ 970-390-5374
Located at ▶ 5137 Black Gore Drive, Vail, CO ZIP+4 ▶ 81657-5449

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

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

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. Yes No

1a During the year did the foundation (either directly or indirectly):

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☐ No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No
(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☐ No

			Yes	No
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		✓

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___

			Yes	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		✓

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

			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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		✓
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		✓

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

			Yes	No
5a	During the year did the foundation pay or incur any amount to:			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		✓
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Attached Schedule				

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

Total number of other employees paid over $50,000 ▶ NONE

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
Total number of others receiving over $50,000 for professional services ▶		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	
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	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	NONE

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,645,272.83
b	Average of monthly cash balances	1b	113,610.01
c	Fair market value of all other assets (see instructions)	1c	0.00
d	**Total** (add lines 1a, b, and c)	1d	2,758,882.84
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.00		
2	Acquisition indebtedness applicable to line 1 assets	2	0.0
3	Subtract line 2 from line 1d	3	2,758,882.84
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	41,383.24
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,717,496.60
6	**Minimum investment return.** Enter 5% of line 5	6	135,874.98

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	135,874.98
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 701.06		
b	Income tax for 2013. (This does not include the tax from Part VI.) — 2b: 0.00		
c	Add lines 2a and 2b	2c	701.06
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	136,576.04
4	Recoveries of amounts treated as qualifying distributions	4	0.00
5	Add lines 3 and 4	5	136,576.04
6	Deduction from distributable amount (see instructions)	6	0.00
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	136,576.04

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	115,344.13
b	Program-related investments—total from Part IX-B	1b	0.00
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0 00
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.00
b	Cash distribution test (attach the required schedule)	3b	0.00
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	115,344 13
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	0.00
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	115,344.13

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					136,576.04
2	Undistributed income, if any, as of the end of 2013:					
a	Enter amount for 2012 only				0.00	
b	Total for prior years: 20___,20____,20____			0 00		
3	Excess distributions carryover, if any, to 2013:					
a	From 2008	0.00				
b	From 2009	0.00				
c	From 2010	0.00				
d	From 2011	0.00				
e	From 2012	13,917.88				
f	**Total** of lines 3a through e		13,917.88			
4	Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 115,344.13					
a	Applied to 2012, but not more than line 2a				0.00	
b	Applied to undistributed income of prior years (Election required—see instructions)			0.00		
c	Treated as distributions out of corpus (Election required—see instructions)		0.00			
d	Applied to 2013 distributable amount					115,344.13
e	Remaining amount distributed out of corpus		13,917.88			
5	Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		0.00			13,917.88
6	**Enter the net total of each column as indicated below:**					
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		0.00			
b	Prior years' undistributed income. Subtract line 4b from line 2b			0.00		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.00		
d	Subtract line 6c from line 6b. Taxable amount—see instructions			0 00		
e	Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions				0.00	
f	Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014					7,314.03
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0.00			
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)		0.00			
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		0.00			
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)

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)

	Tax year	Prior 3 years			
	(a) 2013	**(b)** 2012	**(c)** 2011	**(d)** 2010	**(e) Total**
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: **a** "Assets" alternative test—enter: **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter. **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

Check here ▶ ☑ 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 Schedule of Donations		Public	Stated Charitable Purpose	115,344.13
Total ▶ 3a				115,344.13
b *Approved for future payment*				
Total ▶ 3b				0 00

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	6.21	
4 Dividends and interest from securities			14	44,853.45	
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			14	113,200.86	
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)				158,060 52	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 158,060.52

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		✓
	(2) Other assets	1a(2)		✓
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		✓
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		✓
	(3) Rental of facilities, equipment, or other assets	1b(3)		✓
	(4) Reimbursement arrangements	1b(4)		✓
	(5) Loans or loan guarantees	1b(5)		✓
	(6) Performance of services or membership or fundraising solicitations	1b(6)		✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		✓

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

Signature of officer or trustee | Date 5/14/14 | Title Trustee

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☑ if self-employed	PTIN
RUSSELL L. BOHNE		5/1/14		P01406846
Firm's name ▶ LAW OFFICE OF RUSSELL L. BOHNE			Firm's EIN ▶	75-2986263
Firm's address ▶ 550 HAMILTON AVENUE, SUITE 338, PALO ALTO, CA 94301-2031			Phone no	650-321-3777

The May Family Foundation

94-6677915

2013 Form 990-PF

Supporting Schedules

Part I, Line 16b -- Accounting Fees:

The following accounting fees were paid by the foundation during the calendar year ended 12/31/12:

Date	Payee	Amount
06/11/13	Russell L. Bohne, Palo Alto, CA	$ 3,800.00

The accounting fees were paid for preparation of the 2012 Form 990-PF and related California returns for the foundation, including the annual report to the California Attorney General, Registry of Charitable Trusts.

Part I, Line 16c - - Other Professional Fees:

The following other professional fees were paid by the foundation during the calendar year ended 12/31/13:

Date	Payee	Amount
03/14/13	Citigroup Global Markets Inc.	6,039.70
06/14/13	Citigroup Global Markets Inc.	6,319.97
09/16/13	Citigroup Global Markets Inc.	6,301.18
12/13/13	Citigroup Global Markets Inc.	6,930.08
	Total Advisory Fees	$ 25,590.93

The above-noted other professional fees were for quarterly investment and advisory services for a managed portfolio account for calendar year 2013.

In addition, certain brokerage fees were paid which were related to some of the American Depository Receipts (ADRs) held by the foundation. Those ADR fees totaled $289.55.

Summary:

Total Advisory Fees	$ 25,590.93
Total ADR Fees	289.55
Total Other Professional Fees	$ 25,880.48

The May Family Foundation

94-6677915

2013 Form 990-PF

Supporting Schedules

Part I, Line 18 -- Taxes:

The following taxes were paid by the foundation during the calendar year ended 12/31/13:

Date	Payee	Amount
05/15/13	California Department of Justice	25.00
	Foreign Taxes Withheld From Dividends	1,137.53
	Total Taxes Paid	$ 1,162.53

The domestic taxes paid during calendar year 2013 were comprised of the annual fee for registering with the office of the Registry of Charitable Trusts, Office of the Attorney General of California, Department of Justice.

The May Family Foundation

94-6677915

2013 Form 990-PF

Supporting Schedules

Part II, Line 22 -- Other Liabilities:

The other liabilities consisted of donation checks and/or VISA charges that had not cleared the foundation's cash account at the end of the year, as follows:

Beginning of Year:

ALS Association Rocky Mountain Chapter	$ 500.00
Aspen Strategy Center	5,000.00
Bright Future Foundation	300.00
Center for Science in the Public Interest	125.00
Community First Foundation	500.00
Cumberland College	2,500.00
Dude Ranchers Association Educational Trust	1,000.00
Friends of Animals Utah	500.00
Rock Creek Academy	1,000.00
The Learning Foundation	3,000.00
Utah Avalanche Center	800.00
Vail Valley Charitable Fund	15,000.00
Vail Valley Foundation	1,250.00
Total Other Liabilities	$ 31,475.00

End of Year:

Center for Science in the Public Interest	$ 200.00
Colorado Community First Foundation	500.00
Friends of Animals Utah	500.00
Kimball Art Center	500.00
Park City Performing Arts Center	1,000.00
Rock Creek Academy	500.00
Rocky Mountain Public Broadcasting	1,000.00
Stanford Bipolar Disorder Clinic	1,000.00
Utah Activity Center	1,000.00
Vail Valley Charitable Foundation	5,000.00
Wasatch Backcounty Reserve	500.00
Total Other Liabilities	$ 11,700.00

The May Family Foundation

94-6677915

2013 Form 990-PF

Supporting Schedules

Part II, Line 10b:

The followıng is a lıst of the foundation's holdings of corporate stock (at book value) at the beginning and end of the calendar year ended 12/31/13:

	Beginning of Period	End of Period
450 sh., Amakai Technologies Inc.	10,301.65	0.00
410 sh., Amakaı Technologies Inc.	0.00	10,751.71
36 sh., Alaska Air Group Incorporated	0.00	2,150.70
128 sh., Allied World Assurance	5,255.54	5,255.54
37 sh., Allied World Assurance	2,306.15	2,306.15
114 sh., Amazon.com Inc.	6,988.61	0.00
93 sh., Amazon.com Inc.	0.00	6,077.48
184 sh., AMC Networks Inc.	4,257.16	4,257.16
112 sh., Amgen Incorporated	6,249.51	6,249.51
323 sh., Andarko Petroleum Corp.	16,570.85	16,570.85
192 sh., Anheuser-Busch-Inveb Sponsored ADRs	10,985.57	10,985.57
198 sh., Apache Corporation	21,379.39	0.00
24 sh., Apple Incorporated	8,804.11	8,804.11
41 sh., Apple Incorporated	0.00	18,415.02
1,385 sh., Applıed Materials Inc.	19,626.75	19,626.75
310 sh., Aryzta AZ Zuerich	0.00	11,473.52
219 sh., AMSL Holdings NV	7,050.18	5,711.36
Subtotals	$ 119,775.47	$ 128,635.43

The May Family Foundation

94-6677915

2013 Form 990-PF

Supporting Schedules

Part II, Line 10b, cont'd:

	Beginning of Period	End of Period
Balances Forward	$ 119,775.47	$ 128,635.43
179 sh., A T & T Incorporated	4,350.04	4,350.04
140 sh., A T & T Incorporated	4,089.22	4,089.22
623 sh., Atlas Copco AB Sponsored ADRs	7,345.89	0.00
244 sh., Atlas Copco AB Sponsored ADRs	0.00	2,864.85
460 sh., Autodesk Incorporated	17,249.97	17,249.97
500 sh., AXA S.A. Sponsored ADRs	15,755.00	15,755.00
300 sh., Axis Capital Holdings Ltd.	9,990.72	9,990.72
75 sh., Axis Capital Holdings Ltd.	0.00	3,100.55
89 sh., Baker Hughes Inc.	3,559.30	3,559.30
1,020 sh., Banco Bilbao VIZ Arg.	0.00	11,779.70
700 sh., Barclays Plc Sponsored ADRs	11,720.66	0.00
825 sh., Barclays Plc Sponsoed ADRs	0.00	12,935.92
170 sh., BASF S.E.	10,693.00	10,693.00
24 sh., BASF S.E.	0.00	2,512.85
203 sh., Bed Bath & Beyond	7,029.65	0.00
114 sh., Bed Bath & Beyond	0.00	3,947.69
174 sh., BHP Billiton Ltd Sponsored ADR	13,957.06	0.00
136 sh., BHP Billiton Ltd Sponsored ADR	0.00	11,836.70
Subtotals	$ 225,515.98	$ 243,300.94

The May Family Foundation

94-6677915

2013 Form 990-PF

Supporting Schedules

Part II, Line 10b, cont'd:

	Beginning of Period	End of Period
Balances Forward	$ 225,515.98	$ 243,300.94
290 sh., Biogen Idec Inc.	11,099.60	0.00
197 sh., Biogen Idec Inc.	0.00	7,540.07
52 sh., Blackrock Inc.	6,668.72	6,668.72
33 sh., Blackrock Inc.	5,420.74	5,420.74
148 sh., Boeing Company	9,789.39	9,789.39
36 sh., Boeing Company	2,312.22	2,312.22
140 sh., Bristol Myers Squibb Co.	0.00	6,462.02
390 sh., Broadcom Corporation Class A	8,022.30	8,022.30
450 sh., Broadcom Corporation Class A	14,518.31	14,518.31
430 sh., Broadcom Corporation Class A	0.00	12,400.32
820 sh., Cablevision Systems Corporation	12,529.47	12,529.47
248 sh., Cameron International Corp.	11,928.07	11,928.07
107 sh., Cameron International Corp.	0.00	6,170.89
357 sh., Canon Incorporated ADRs	14,694.08	0.00
215 sh., Carnival Corporation	5,710.40	0.00
165 sh., Carnival Corporation	0.00	4,597.10
65 sh., Carnival Corporation	2,203.45	2,203.45
80 sh., Carnival Corporation	0.00	2,798.98
Subtotals	$ 330,412.73	$ 356,662.99

The May Family Foundation

94-6677915

2013 Form 990-PF

Supporting Schedules

Part II, Line 10b, cont'd:

	Beginning of Period	End of Period
Balances Forward	$ 330,412.73	$ 356,662.99
146 sh., Caterpillar Inc.	0.00	12,127.90
350 sh., Celgene Corporation	17,771.86	0.00
172 sh., Celgene Corporation	0.00	9,003.14
795 sh., Charles Schwab Corporation	11,078.10	0.00
590 sh., Charles Schwab Corporation	0.00	8,212.39
154 sh., Checkpoint Software Tech.	0.00	7,734.50
184 sh., Chevron Corporation	19,702.45	19,702.45
38 sh., Chevron Corporation	0.00	4,598.00
208 sh., Chubb Corporation	8,568.09	0.00
190 sh., Chubb Corporation	0.00	7,980.57
1,265 sh., Cisco Systems, Inc.	22,089.12	0.00
550 sh., Cisco Systems, Inc.	0.00	8,961.25
425 sh., Citigroup Inc.	0.00	20,454.58
265 sh., Citrix Systems Inc.	16,161.07	16,161.07
275 sh., Citrix Systems Inc.	0.00	17,544.16
185 sh., CME Group Incorporated	11,170.49	11,170.49
132 sh., Coach Inc.	0.00	7,139.36
478 sh., Coca Cola Company	10,431.95	10,431.95
Subtotals	$ 447,385.86	$ 517,884.80

The May Family Foundation

94-6677915

2013 Form 990-PF

Supporting Schedules

Part II, Line 10b, cont'd:

	Beginning of Period	End of Period
Balances Forward	$ 447,385.86	$ 517,884.80
1,600 sh., Comcast Corporation Class A	27,172.24	0.00
1,525 sh., Comcast Corporation Class A	0.00	25,886.81
228 sh., Covidien Limited	9,942.60	9,073.42
475 sh., Cree Inc.	15,238.94	0.00
290 sh., Cree Inc.	0.00	8,610.65
430 sh., CRH Plc ADRs	15,645.55	0.00
465 sh., CVS Caremark Corporation	13,679.33	13,679.33
666 sh., Danone Sponsored ADRs	10,656.00	0.00
228 sh., Deere & Company	13,466.07	0.00
47 sh., Deere & Company	3,843.90	0.00
275 sh., Devon Energy Corporation	17,100.65	17,100.65
122 sh., Diageo PLC Sponsored ADRs	10,151.62	10,151.62
264 sh., Directv Class A	5,145.31	5,145.31
222 sh., Dolby Laboratories Inc.	6,603.92	6,603.92
23 sh., Dolby Laboratories Inc.	742.56	742.56
171 sh., Dover Corporation	8,397.75	0.00
156 sh., Du Pont EI Nemours & Co.	7,011.06	0.00
148 sh., Du Pont EI Nemours & Co.	0.00	6,651.10
Subtotals	$ 612,183.26	$ 621,530.17

The May Family Foundation

94-6677915

2013 Form 990-PF

Supporting Schedules

Part II, Line 10b, cont'd:

	Beginning of Period	End of Period
Balances Forward	$ 612,183.36	$ 621,530.17
292 sh., Eaton Corporation	15,083.26	0.00
210 sh., Eaton Corporation	0.00	10,847.55
695 sh., Ebay Incorporated	19,120.37	0.00
610 sh., Ebay Incorporated	0.00	16,516.29
465 sh., EMC Corporation	11,283.18	11,283.18
140 sh., EMC Corporation	0.00	3,273.93
55 sh., Emcor Group Inc.	1,243.00	1,243.00
8 sh., Emcor Group Inc.	229.25	229.25
253 sh., Emerson Electric Company	7,759.51	0.00
255 sh., Ensco PLC Class A	13,863.91	0.00
77 sh., EOG Resources Incorporated	5,426.75	0.00
28 sh., EOG Resources Incorporated	2,671.37	0.00
1,100 sh., Ericcson L M Telecommunications	10,915.25	0.00
800 sh., Ericcson L M telecommunications	0.00	8,100.56
212 sh., Express Scripts Holding Co.	10,589.52	0.00
156 sh., Express Scripts Holding Co.	0.00	7,921.72
156 sh., Exxon Mobil Corporation	13,124.70	13,124.70
340 sh., Facebook Incorporated	0.00	8,719.03
Subtotals	$ 723,493.43	$ 702,789.38

The May Family Foundation

94-6677915

2013 Form 990-PF

Supporting Schedules

Part II, Line 10b, cont'd:

	Beginning of Period	End of Period
Balances Forward	$ 723,493.43	$ 702,789.38
113 sh., First Republic Bank	3,515.17	3,515.17
49 sh., First Republic Bank	1,580.22	1,580.22
371 sh., Fluor Corporation (new)	13,540.77	0.00
330 sh., Fluor Corporation (new)	0.00	12,177.95
722 sh., Forest Laboratories Inc.	28,060.39	28,060.39
67 sh., Franklin Resources Inc.	4,421.16	4,421.16
140 sh., Freeport McMoran Copper & Gold	2,775.00	2,775.00
152 sh., Gap Incorporated	2,594.95	0.00
515 sh., General Electric Company	17,558.62	17,558.62
245 sh., General Electric Company	0.00	6,646.03
174 sh., GlaxoSmithKline Plc	7,351.98	7,351.98
46 sh., Goldman Sachs Group Inc.	5,466.72	5,466.72
60 sh., Goldman Sachs Group Inc.	0.00	9,001.73
34 sh., Google Incorporated Class A	14,748.24	14,748.24
172 sh., Greenhill & Company, Inc.	6,953.65	0.00
41 sh., Greenhill & Company, Inc.	0.00	1,486.21
462 sh., Grupo Televisa S.A. ADRs	10,128.38	0.00
60 sh., Guess Incorporated	1,893.10	0.00
Subtotals	$ 844,081.78	$ 817,578.80

The May Family Foundation

94-6677915

2013 Form 990-PF

Supporting Schedules

Part II, Line 10b, cont'd:

		Beginning of Period	End of Period
	Balances Forward	$ 844,081.78	$ 817,578.80
208 sh.,	Halliburton Company Holdings	6,365.88	0.00
88 sh.,	Halliburton Company Holdings	0.00	2,054.90
212 sh.,	Halliburton Company Holdings	7,485.40	7,485.40
256 sh.,	Hess Corporation	13,786.76	0.00
190 sh.,	Hess Corporation	0.00	10,341.80
156 sh.,	Hitachi 10 (new)	0.00	11,551.94
555 sh.,	Home Depot Inc.	21,072.02	0.00
550 sh.,	Home Depot Inc.	0.00	19,587.12
350 sh.,	Honda Motor Company Ltd ADRs	10,435.50	10,435.50
315 sh.,	Honeywell International Inc.	11,349.82	0.00
200 sh.,	Honeywell International Inc.	0.00	7,097.12
5,865 sh.,	Hong Kong & China Gas ADRs	10,020.66	10,019.81
435 sh.,	Hoya Corporation ADRs	0.00	11,335.32
150 sh.,	HSBC Holdings Plc ADRs	10,940.61	10,940.61
534 sh.,	Hutchison Whampoa Ltd. ADRs	10,167.36	10,167.36
419 sh.,	Icon Plc Sponsored ADRs	10,825.91	10,825.91
521 sh.,	Immunogen Incorporated	4,118.51	4,118.51
1,047 sh.,	ING Groep NV Sponsored ADRs	8,749.88	8,749.88
	Subtotals	$ 969,400.09	$ 952,289.98

The May Family Foundation

94-6677915

2013 Form 990-PF

Supporting Schedules

Part II, Line 10b, cont'd:

	Beginning of Period	End of Period
Balances Forward	$ 969,400.09	$ 952,289.98
196 sh., Intuit Incorporated	8,600.19	0.00
470 sh., Isis Pharmaceuticals	4,287.62	4,287.62
79 sh., Jacobs Engineering Group Inc.	3,362.97	3,362.97
535 sh., Johnson & Johnson	29,499.64	29,499.64
128 sh., Jones Lang LaSalle Inc.	4,749.00	0.00
99 sh., Jones Lang LaSalle Inc.	0.00	3,730.64
114 sh., Joy Global Incorporated	6,780.59	6,780.59
34 sh., Joy Global Incorporated	0.00	1,853.00
410 sh., JP Morgan Chase & Company	16,791.90	16,791.90
775 sh., Juniper Networks Incorporated	13,627.17	13,627.17
130 sh., Juniper Networks Incorporated	2,474.55	2,474.55
275 sh., Keycorp new	1,507.83	1,507.83
525 sh., Keycorp new	0.00	5,171.20
112 sh., KLA-Tencor Corporation	4,327.88	4,327.88
34 sh., KLA-Tencor Corporation	1,632.00	1,632.00
595 sh., Komatsu Ltd. Sponsored ADRs	15,966.45	0.00
190 sh., L3 Communications Holdings Inc.	19,313.35	19,313.35
706 sh., Liberty Interactive Company	9,842.89	9,720.25
90 sh., Liberty Media Corporation A	0.00	1,210.61
Subtotals	$ 1,112,164.12	$ 1,077,581.18

The May Family Foundation

94-6677915

2013 Form 990-PF

Supporting Schedules

Part II, Line 10b, cont'd:

	Beginning of Period	End of Period
Balances Forward	$ 1,112,164.12	$ 1,077,581.18
141 sh., Liberty Media Holdings Corp. CAP	2,114.72	0.00
280 sh., Mattel Inc.	5,731.74	0.00
250 sh., Mattel Inc.	0.00	5,731.80
463 sh., Merck & Company Inc.	17,874.72	17,874.72
88 sh., Mettler Toledo International Inc.	9,284.66	9,284.66
750 sh., Microsoft Corporation	19,228.83	0.00
445 sh., Microsoft Corporation	0.00	11,811.42
1,800 sh., Mitsubishi UFJ Financial Group	16,090.20	16,090.20
130 sh., Monsanto Company New	10,084.58	10,084.58
249 sh., NASDAQ Omx Group Inc.	6,433.12	6,433.12
219 sh., National Oilwell Varco Inc.	10,967.49	10,967.49
232 sh., Nestle S.A. Sponsored ADRs	9,976.00	9,976.00
258 sh., Netapp Incorporated	12,270.08	12,270.08
64 sh., Netapp Incorporated	1,967.26	1,967.26
108 sh., Netapp Incorporated	0.00	4,078.35
128 sh., Newfield Exploration Company	4,170.31	4,170.31
480 sh., News Corporation Class B	8,878.12	0.00
220 sh., Nike Incorporated Class B	9,047.22	0.00
Subtotals	$ 1,256,283.17	$ 1,198,321.17

The May Family Foundation

94-6677915

2013 Form 990-PF

Supporting Schedules

Part II, Line 10b, cont'd:

	Beginning of Period	End of Period
Balances Forward	$ 1,256,283.17	$ 1,198,321.17
124 sh., Nike Incorporated Class B	0.00	5,124.76
513 sh., Novartis AG ADRs	25,486.71	0.00
380 sh., Novartis AG ADRs	0.00	18,984.60
93 sh., Novo-Nordisk A.S. ADRs	5,993.15	5,993.15
11 sh., Novo-Dordisk A.S. ADRs	0.00	2,005.82
390 sh., Nucor Corporation	16,998.84	16,998.84
195 sh., Nucor Corporation	0.00	9,778.31
92 sh., Occidental Petroleum Corp.	7,129.81	7,129.81
32 sh., Occidental Petroleum Corp.	0.00	2,503.31
150 sh., Ono Pharmaceutical Co. Ltd	0.00	10,643.26
240 sh., Oracle Corporation	7,390.26	0.00
230 sh., Orix Corporation Sponsored ADRs	15,691.93	15,691.93
47 sh., Orix Corporation Sponsored ADRs	2,320.63	2,320.63
126 sh., Oshkosh Truck Corporation	4,091.36	0.00
361 sh., Pall Corporation	13,840.45	0.00
230 sh., Pall Corporation	0.00	8,818.02
242 sh., Peabody Energy Corporation	5,842.46	5,842.46
415 sh., Pebblebrook Hotel Trust	8,628.00	0.00
Subtotals	$ 1,369,696.77	$ 1,310,156.07

The May Family Foundation

94-6677915

2013 Form 990-PF

Supporting Schedules

Part II, Line 10b, cont'd:

		Beginning of Period	End of Period
	Balances Forward	$ 1,369,696.77	$ 1,310,156.07
315 sh.,	Pebblebrook Hotel Trust	0.00	6,565.54
112 sh.,	Penair Ltd.	3,348.02	3,348.02
243 sh.,	Pepsico Incorporated	12,792.88	12,792.88
25 sh.,	Petrobras	748.42	0.00
49 sh.,	Plangtronics Incorporated	1,659.13	1,659.13
108 sh.,	Procter & Gamble Company	4,655.66	0.00
181 sh.,	Qualcomm Incorporated	9,416.61	9,416.61
162 sh.,	RaytheonCompany (new)	0.00	9,218.38
188 sh.,	Red Hat Incorporated	0.00	8,772.81
1,015 sh.,	Regions Financial Corporation	6,468.54	6,468.54
249 sh.,	Rio Tinto Plc	10,308.66	10,308.66
675 sh.,	Riverbed Technologies Inc.	0.00	10,381.68
64 sh.,	Royal Dutch Shell Plc B	0.00	4,469.51
892 sh.,	Safeway Incorporated (new)	18,786.61	0.00
208 sh.,	Safeway Incorporated (new)	0.00	4,554.37
710 sh.,	Safran S.A.	0.00	11,397.99
368 sh.,	Sandisk Corporation	9,165.20	9,165.20
176 sh.,	SAP Alkengesellschaft ADRx	8,523.42	8,523.42
	Subtotals	$ 1,455,569.92	$ 1,427,198.81

The May Family Foundation

94-6677915

2013 Form 990-PF

Supporting Schedules

Part II, Line 10b, cont'd:

		Beginning of Period	End of Period
	Balances Forward	$ 1,455,569.92	$ 1,427,198.81
435 sh.,	Schlumberger Ltd.	26,640.39	0.00
450 sh.,	Schlumberer, Ltd.	0.00	33,273.63
660 sh.,	Seagate Technology, Inc.	14,935.41	14,935.41
119 sh.,	Shire Plc Sponsored ADRs	6,576.65	6,576.65
196 sh.,	Signet Jewelers Limited	9,249.84	9,249.84
160 sh.,	Smith & Nephew Plc ADRs	10,737.94	0.00
40 sh.,	Sotheby's Delaware	1,265.12	1,265.12
53 sh.,	Stanley Black & Decker Inc.	0.00	4,376.53
141 sh.,	Starz Series A	0.00	218.09
305 sh.,	State Street Corporation	0.00	18,323.56
1,430 sh.,	Sumitomo Mitsui Financial Group	0.00	13,797.87
235 sh.,	Suncor Energy Inc.	7,553.57	7,553.57
35 sh.,	Suncor Energy Inc.	1,104.68	1,104.68
355 sh.,	Symantec Corporation	6,865.45	0.00
315 sh.,	Symantec Corporation	0.00	6,142.93
572 sh.,	TE Connectivity Ltd.	20,222.66	20,222.66
360 sh.,	Telefonica S.A. Sponsored ADRs	10,313.90	10,313.90
116 sh.,	Teradyne Incorporated	1,786.38	1,786.38
	Subtotals	$ 1,572,821.91	$ 1,576,339.63

The May Family Foundation

94-6677915

2013 Form 990-PF

Supporting Schedules

Part II, Line 10b, cont'd:

		Beginning of Period	End of Period
	Balances Forward	$ 1,572,821.91	$ 1,576,339.63
374 sh.,	Teradyne Incorporated	0.00	6,201.02
265 sh.,	Teva Pharmaceutical Industries ADR	12,665.10	0.00
144 sh.,	Teva Pharmaceutical Industries ADR	0.00	6,304.47
810 sh.,	Texas Instruments Inc.	19,293.01	0.00
550 sh.,	Texas Instruments Inc.	0.00	13,377.50
235 sh.,	The ADT Corporation	6,163.83	6,075.69
36 sh.,	The Mosaic Company	1,673.30	0.00
195 sh.,	Thermo Fisher Scientific Inc.	9,535.73	0.00
188 sh.,	Thermo Fisher Scientific Inc.	0.00	9,176.70
150 sh.,	Total S.A. Sponsored ADRs	10,719.89	0.00
301 sh.,	Trend Micro Inc. Sponsored ADRs	10,354.40	10,354.40
480 sh.,	Twenty-First Century Fox	0.00	7,857.13
470 sh.,	Tyco International Ltd. (New)	9,424.87	9,424.87
445 sh.,	US Bancorp Delaware (new)	11,994.99	11,994.99
360 sh.	UBS AG (New)	12,605.23	12,605.23
220 sh.,	UBS AG (New)	3,768.45	3,768.45
471 sh.,	Unilever Plc Sponsored ADRs	10,643.08	0.00
395 sh.,	Unilever Plc Sponsored ADRs	0.00	8,925.72
	Subtotals	$ 1,691,663.79	$ 1,682,405.80

The May Family Foundation

94-6677915

2013 Form 990-PF

Supporting Schedules

Part II, Line 10b, cont'd:

		Beginning of Period	End of Period
	Balances Forward	$ 1,691,663.79	$ 1,682,405.80
188 sh.,	United Parcel Service Class B	13,580.51	13,580.51
833 sh.,	Unitedhealth Group Incorporated	38,689.57	0.00
790 sh.,	Unitedhealth Group Incorporatec	0.00	38,125.10
430 sh.,	United Overseas Bank Ltd. ADRs	10,556.50	10,556.50
244 sh.,	Veeco Instruments Incorporated	7,189.86	0.00
176 sh.,	Vesco Instruments Incorporated	0.00	5,150.00
230 sh.,	Vertex Pharmaceuticals Inc.	6,160.71	6,160.71
190 sh.,	Visa Incorporated	14,125.29	0.00
142 sh.,	Visa Incorporated	0.00	10,504.23
953 sh.,	Vodafone Group Plc Sponsored ADR	23,992.46	23,992.46
43 sh.,	W. W. Grainger Incorporated	0.00	10,836.40
290 sh.,	Wal-Mart de Mexico S.A. ADRs	5,356.94	5,356.94
670 sh.,	Walt Disney Company	17,243.83	0.00
510 sh.,	Walt Disney Company	0.00	13,482.49
1,070 sh.,	Weatherford International Ltd. new (Bermuda)	16,487.17	16,487.17
885 sh.,	Weatherford International Ltd., new (bermuda)	0.00	12,109.37
380 sh.,	Weyerhaeuser Company	5,905.06	0.00
	Subtotals	$ 1,850,951.69	$ 1,848,747.68

The May Family Foundation

94-6677915

2013 Form 990-PF

Supporting Schedules

Part II, Line 10b, cont'd:

	Beginning of Period	End of Period
Balances Forward	$ 1,850,951.69	$ 1,848,747.68
285 sh., Weyerhaeuser Company	0.00	4,880.54
265 sh., Xilinx Incorporated	8,796.64	0.00
226 sh., Xilinx Incorporated	0.00	7,532.86
1,060 sh., Yahoo! Japan Corporation ADRs	0.00	11,917.05
85 sh., Yum Brands Incorporated	5,420.77	5,420.77
91 sh., Yum Brands Incorporated	0.00	6,046.71
340 sh., Zoetis Incorporated	0.00	10,325.74
Total -- Securities	$ 1,865,169.10	$ 1,894,277.35

The May Family Foundation

94-6677915

Supporting Schedules

Part VIII, Line 1 -- Information About Trustees:

(a) - - Name and Address	Title	Avg. Hours Per Week
John Dickinson May 152 William Street Catskill, NY 12414-1129	Co-Trustee	none
Jason May 199 Arbuelo Way Los Altos, CA 94022-1794	Co-Trustee	none
Nowell R. May 400 Conger Mesa P. O. Box 219 McCoy, CO 80463-0219	Co-Trustee	2 hrs/week
Diane B. May The Academy 970 Aurora Avenue, Apt. F-306 Boulder, CO 80302-7282	Co-Trustee	none

Columns (c), (d), (e) -- "None" as to all Co-Trustees.

The May Family Foundation

94-6677915

2013 Form 990-PF

Supporting Schedules

Part XV -- Grants and Contributions Paid During the Year

All of the recipient organizations listed below are public charities, and gifts were given for each charity's general purposes. None of the charities listed has any relationship to any foundation manager or substantial contributor.

Aspen Strategy Center Aspen, Colorado	5,000.00
Bellevue Botanical Garden Bellevue, Washington	1,000.00
Boys and Girls Club East Palo Alto, California	2,000.00
California Academy of Science San Francisco, California	1,000.00
California State Parks Foundation Kentfield, California	1,000.00
Center for Science in the Public Interest Washington, DC	200.00
Community First Foundation Arvada, Colorado	500.00
Concord Review Sudbury, Massachusetts	2,000.00
Core Knowledge Foundation Charlottesville, Virginia	1,500.00
DonorsChoose.org New York, New York	2,444.13
Dude Ranchers Association Educational Trust Cody, Wyoming	1,000.00
Electronic Frontier Foundation San Francisco, California	500.00
Family Hospice Foundation Boulder, Colorado	200.00
Subtotal	$ 19,094.13

The May Family Foundation

94-6677915

2013 Form 990-PF

Supporting Schedules

Part XV -- Grants and Contributions Paid During the Year (cont'd):

Balance Forward	$ 19,094.13
Friends of Animals Utah Park City, Utah	500.00
Future of Freedom Foundation Fairfax, Virginia	500.00
GUSU Water Ski Team Vail, Colorado	500.00
Job Train Menlo Park, California	2,000.00
Kimball Art Center Park City, Utah	500.00
Learning Center for Human Development Menlo Park, California	1,000.00
Network for Good Bethesda, Maryland	1,500.00
Orchestra Seattle/Seattle Chamber Singers Seattle, Washington	1,000.00
Palo Alto Chamber Orchestra Palo Alto, California	1,500.00
Park City Performing Arts Center Park City, Utah	1,000.00
Peninsula Open Space Trust Palo Alto, California	1,500.00
Redstone Elementary School Vail, Colorado	2,500.00
Rheinstrom Hill Community Foundation Hudson, New York	25,000.00
Subtotal	$ 58,094.13

The May Family Foundation

94-6677915

2013 Form 990-PF

Supporting Schedules

Part XV -- Grants and Contributions Paid During the Year (cont'd):

Balance Forward	$ 58,094.13
Rio Bravo Ministries McAllen, Texas	4,000.00
Rock Creek Academy Rock Creek, Colorado	500.00
Rocky Mountain PBS Denver, Colorado	1,500.00
Seattle Times Fund for the Needy Seattle, Washington	1,500.00
Stanford Bipolar Disorders Clinic Palo Alto, California	1,000.00
Sunlight Foundation Washington, DC	1,000.00
Thomas Cole National Historical Site Catskill, New York	10,000.00
University of the Cumberland Williamsburg, Kentucky	2,500.00
Utah Activity Center Salt Lake City, Utah	1,000.00
Vail Breast Cancer Support Vail, Colorado	5,000.00
Vail Mixed Martial Arts School Vail, Colorado	1,000.00
Vail Valley Charitable Fund Edwards, Colorado	1,000.00
Vail Valley Foundation Avon, Colorado	5,000.00
Subtotal	$ 93,094.13

The May Family Foundation

94-6677915

2013 Form 990-PF

Supporting Schedules

Part XV -- Grants and Contributions Paid During the Year (cont'd):

Balance Forward	$ 93,094.13
Vail Valley Medical Center Vail, Colorado	20,000.00
Vail Veterans Program Vail, Colorado	1,750.00
Wasatch Backcountry Alliance Salt Lake City, Utah	500.00
Total Grants and Contributions Paid During the Year	$ 115,344.13

Realized Gain/Loss for Year 2013
Short Term Gain/Loss

SECURITY	QUAN TITY	DATE ACQUIRED	DATE SOLD	UNIT COST ($)	TOTAL COST ($)	ADJUSTED COST ($)	WASH SALE COST ADJUST ($)	PROCEEDS($)	WASH SALE LOSS DISALLOW	G/L AMOUNT ($)
Apache Corp | G/L Amount: $270.32										
	3	4/18/2013	5/23/2013	70 78	212 35	212 35	-	243 44	-	31 09
	2	4/18/2013	5/23/2013	70 78	141.57	141 57	-	162 28	-	20 71
	22	4/18/2013	8/16/2013	70.78	1,557 26	1,557.26	-	1,760.77	-	203 51
	3	4/18/2013	8/19/2013	70.78	212 35	212 35	-	227.36	-	15 01
SubTotal	30			$70.78	$2,123 53	$2,123 53	-	$2,393.85	-	$270 32
Barclays Plc Rt Pur Adr 13 | G/L Amount: -$7.72										
	31	3/5/2013	9/25/2013	5.83	180.64	180 64	-	171.59	-	-9 05
	0	9/24/2013	9/24/2013	0	0	0	-	1 33	-	1 33
SubTotal	31			$5.83	$180.64	$180 64	-	$172.92	-	($7 72)
Cree Research Inc | G/L Amount: $1,207.27										
	51	4/18/2012	4/11/2013	29.69	1,514.29	1,514.29	-	2,721 56	-	1,207 27
Deere & Co | G/L Amount: $7.30										
	33	9/14/2012	7/25/2013	81.79	2,698.91	2,698.91	-	2,705.99	-	7 08
	6	9/14/2012	7/25/2013	81 79	490.71	490 71	-	492	-	1 29
	8	9/14/2012	7/9/2013	81.79	654 28	654.28	-	653 21	-	-1 07
SubTotal	47			$81 79	$3,843 90	$3,843 90	-	$3,851 20	-	$7 30
Du Pont Ei De Nemours & Co | G/L Amount: $96.83										
	8	12/28/2012	7/22/2013	45	359.96	359 96	-	456.79	-	96 83
Eaton Corp Plc Shs | G/L Amount: $1,266.26										
	82	12/3/2012	5/31/2013	51 39	4,213.61	4,213 61	-	5,479 87	-	1,266 26
Eog Resources Inc | G/L Amount: $486.33										
	28	6/15/2012	4/18/2013	95 41	2,671 37	2,671 37	-	3,157 70	-	486 33
Greenhill & Co Inc | G/L Amount: $1,929.96										
	4	4/4/2012	1/9/2013	44.24	176.94	176 94	-	219.23	-	42 29
	8	4/4/2012	1/25/2013	44.24	353 89	353.89	-	474.81	-	120 92
	32	4/4/2012	3/5/2013	44.24	1,415 55	1,415.55	-	1,894.63	-	479 08
	29	4/4/2012	3/8/2013	44.24	1,282 84	1,282 84	-	1,745 76	-	462 92
	17	4/4/2012	3/25/2013	44 24	752 01	752 01	-	914 64	-	162 63
	16	7/19/2012	3/25/2013	36 25	579 98	579.98	-	860.84	-	280 86
	25	7/19/2012	4/10/2013	36 25	906 23	906 23	-	1,287 49	-	381 26

SubTotal	131			$41 74	$5,467 44	$5,467 44	-	$7,397.40	-	$1,929 96
Komatsu Ltd Spon Adr New | G/L Amount: -$1,057.17										
	275	12/19/2012	11/6/2013	24 95	6,860 59	6,860 59	-	5,803 42	-	-1,057 17
Royal Dutch Shell Plc Cl B | G/L Amount: -$781.85										
	170	1/29/2013	11/6/2013	74.44	12,654 21	12,654 21	-	11,872.32	-	-781 89
	26	9/19/2013	11/6/2013	69 84	1,815 73	1,815.73	-	1,815.77	-	0 04
SubTotal	196			$73.83	$14,469 94	$14,469.94	-	$13,688 09	-	($781 85)
Teva Pharmaceuticals Adr | G/L Amount: -$94.85										
	22	12/6/2012	1/29/2013	41.8	919.6	919 6	-	824 75	-	-94 85
Veeco Instruments Inc Del | G/L Amount: $170.09										
	62	10/17/2012	4/19/2013	30	1,859 86	1,859 86	-	2,014 95	-	155.09
	6	10/26/2012	4/19/2013	30	180	180	-	195	-	15
SubTotal	68			$30.00	$2,039 86	$2,039 86	-	$2,209 95	-	$170 09
Wolseley Plc Jersey Spnsrd Adr | G/L Amount: $3.73										
	0	12/3/2013	12/3/2013	0	0	0	-	3 73	-	3 73
Total					$44,664 73	$44,664 73	-	$48,161 23	-	$3,496 50

Long Term Gain/Loss

SECURITY	QUAN	DATE	DATE SOLD	UNIT	TOTAL COST	ADJUSTED	WASH	PROCEEDS($)	WASH	G/L AMOUNT ($)
Apache Corp | G/L Amount: -$6,825.44										
	19	3/17/2011	8/19/2013	108 75	2,066 19	2,066.19	693 23	1,439 96	-	-626 23
	5	6/17/2011	8/19/2013	108	539.98	539 98	178.68	378 94	-	-161 04
	65	7/23/2010	3/1/2013	91.89	5,973 10	5,973 10	-	4,783 15	-	-1,189 95
	31	3/17/2011	3/1/2013	117.63	3,646.57	3,646 57	-	2,281 19	-	-1,365 38
	19	3/17/2011	5/23/2013	117.63	2,235.00	2,235 00	-	1,541.77	693.23	-693 23
	5	6/17/2011	5/23/2013	116 89	584.37	584.37	-	405.69	178.68	-178 68
	52	6/17/2011	5/23/2013	116 89	6,078 17	6,078 17	-	4,219 63	-	-1,858 54
	6	7/21/2011	5/23/2013	128 09	768 53	768.53	-	486 88	-	-281 65
	16	8/17/2011	5/23/2013	106.4	1,702 36	1,702 36	-	1,298.33	-	-404 03
	4	8/23/2011	5/23/2013	97 82	391.29	391.29	-	324 58	-	-66 71
SubTotal	222			$108.04	$23,985.56	$23,985 56	$871.91	$17,160 12	$871 91	($6,825 44)
Akamai Technologies Inc | G/L Amount: $3,146.51										
	45	7/30/2009	7/2/2013	16.51	743.13	743 13	-	1,911 70	-	1,168 57
	55	7/30/2009	9/19/2013	16 51	908 27	908 27	-	2,886 21	-	1,977 94
SubTotal	100			$16 51	$1,651 40	$1,651.40	-	$4,797 91	-	$3,146.51
Amazon Com Inc | G/L Amount: $5,525.13										
	14	9/26/2006	7/17/2013	32 41	453.68	453.68	-	4,290.84	-	3,837 16

	7	9/29/2008	7/17/2013	65 35	457.45	457.45	-	2,145 42	-	1,687 97
SubTotal	21			$43 39	$911.13	$911 13	-	$6,436.26	-	$5,525 13
Atlas Copco Ab Sp Adr B Sp Adr | G/L Amount: $4,713.07										
	73	9/17/2009	12/9/2013	12 17	888.23	888 23	-	1,770.90	-	882 67
	306	10/28/2009	12/9/2013	11.74	3,592 81	3,592 81	-	7,423.21	-	3,830 40
SubTotal	379			$11.82	$4,481.04	$4,481.04	-	$9,194 11	-	$4,713 07
Barclays Plc Rt Pur Adr 13 | G/L Amount: $52.76										
	52	8/4/2011	9/25/2013	4.05	210 5	210.5	-	287 82	-	77 32
	123	3/18/2011	9/25/2013	5 73	705 36	705 36	-	680 8	-	-24 56
SubTotal	175			$5 23	$915 86	$915 86	-	$968.62	-	$52 76
Bed Bath & Beyond Inc | G/L Amount: $3,363.27										
	7	9/24/2007	6/24/2013	34.63	242 4	242 4	-	475 2	-	232 8
	30	9/24/2007	6/26/2013	34 63	1,038.86	1,038.86	-	2,084 21	-	1,045 35
	22	9/24/2007	9/20/2013	34 63	761 83	761 83	-	1,659.89	-	898 06
	30	9/24/2007	9/23/2013	34 63	1,038.86	1,038.86	-	2,225 92	-	1,187 06
SubTotal	89			$34 63	$3,081.95	$3,081 95	-	$6,445 22	-	$3,363 27
Bhp Billiton Ltd | G/L Amount: $330.29										
	1	3/25/2009	12/18/2013	45.61	45.62	45.62	-	64.49	-	18 87
	10	3/25/2009	12/18/2013	45.61	456.13	456.13	-	644.91	-	188.78
	13	12/23/2009	12/18/2013	75 39	980 03	980 03	-	838 38	-	-141 65
	14	3/25/2009	12/18/2013	45 61	638 58	638 58	-	902 87	-	264 29
SubTotal	38			$55.80	$2,120 36	$2,120.36	-	$2,450 65	-	$330 29
Biogen Idec Inc | G/L Amount: $15,131.24										
	19	3/22/2005	4/11/2013	38.27	727 22	727.22	-	3,807 13	-	3,079 91
	71	3/22/2005	4/11/2013	38 27	2,717.49	2,717.49	-	14,226 66	-	11,509 17
	3	3/22/2005	4/30/2013	38.27	114 82	114.82	-	656 98	-	542 16
SubTotal	93			$38.28	$3,559.53	$3,559.53	-	$18,690.77	-	$15,131 24
Canon Inc Adr New | G/L Amount: -$3,444.30										
	14	2/12/2008	10/24/2013	41.16	576.24	576.24	-	455.82	-	-120 42
	163	2/12/2008	10/25/2013	41 16	6,709.06	6,709 06	-	5,185.94	-	-1,523 12
	180	2/12/2008	11/6/2013	41.16	7,408 78	7,408 78	-	5,608 02	-	-1,800 76
SubTotal	357			$41.16	$14,694 08	$14,694 08	-	$11,249 78	-	($3,444 30)
Carnival Cp New Paired Com | G/L Amount: $682.72										
	45	3/31/2009	12/13/2013	21.72	977 35	977.35	-	1,616 42	-	639 07
	5	4/17/2009	12/13/2013	27.19	135 95	135 95	-	179 6	-	43 65
SubTotal	50			$22 27	$1,113 30	$1,113 30	-	$1,796 02	-	$682 72
Celgene Corp | G/L Amount: $12,757.33										
	39	12/3/2008	1/30/2013	51 2	1,996.72	1,996.72	-	3,835.35	-	1,838 63

	21	1/30/2009	1/30/2013	53.23	1,117.90	1,117 90	-	2,065 19	-	947 29
	44	1/30/2009	5/17/2013	53 23	2,342.26	2,342 26	-	5,407 90	-	3,065 64
	16	1/30/2009	7/2/2013	53 23	851.73	851 73	-	1,915 40	-	1,063 67
	4	1/30/2009	7/17/2013	53 23	212.93	212.93	-	542 61	-	329 68
	16	5/28/2009	7/17/2013	41 61	665 83	665.83	-	2,170.43	-	1,504 60
	38	5/28/2009	9/18/2013	41 61	1,581 34	1,581 34	-	5,589 16	-	4,007 82
SubTotal	178			$49 26	$8,768.71	$8,768 71	-	$21,526 04	-	$12,757 33
Charles Schwab New | G/L Amount: $1,277.00										
	205	1/29/2009	5/31/2013	13 98	2,865 72	2,865 72	-	4,142 72	-	1,277 00
Chubb Corp | G/L Amount: $979.42										
	18	7/21/2004	7/23/2013	32 64	587 52	587.52	-	1,566.94	-	979 42
Cisco Sys Inc | G/L Amount: $1,584.10										
	95	1/30/2006	2/13/2013	18.87	1,792 23	1,792 23	-	1,994 96	-	202 73
	75	1/30/2006	2/13/2013	18.87	1,414.92	1,414 92	-	1,572 52	-	157 6
	6	1/30/2006	4/22/2013	18.87	113.2	113 2	-	122.03	-	8 83
	120	7/1/2011	4/22/2013	15 86	1,902 84	1,902 84	-	2,440 69	-	537 85
	80	1/30/2006	4/4/2013	18 87	1,509 25	1,509 25	-	1,679 75	-	170 5
	100	1/30/2006	4/19/2013	18 87	1,886 56	1,886 56	-	2,040 98	-	154 42
	6	1/30/2006	4/22/2013	18 87	113 19	113 19	-	122.03	-	8 84
	104	1/30/2006	4/22/2013	18.87	1,962 02	1,962.02	-	2,115 26	-	153 24
	97	1/30/2006	4/22/2013	18.87	1,829.96	1,829.96	-	1,972 89	-	142 93
	28	1/30/2006	4/22/2013	18 87	528.23	528 23	-	569 49	-	41 26
	4	1/30/2006	4/22/2013	18 87	75 46	75 46	-	81 36	-	5 9
SubTotal	715			$18 36	$13,127 86	$13,127 86	-	$14,711 96	-	$1,584 10
Comcast Corp Cl A Special New | G/L Amount: $1,469.25										
	19	2/12/2008	2/7/2013	17 14	325 64	325 64	-	697 85	-	372 21
	56	2/12/2008	2/7/2013	17.14	959.78	959.78	-	2,056 82	-	1,097 04
SubTotal	75			$17 14	$1,285 42	$1,285 42	-	$2,754.67	-	$1,469 25
Cree Research Inc | G/L Amount: $2,036.74										
	80	5/28/2008	4/11/2013	24 8	1,983 81	1,983 81	-	4,269.10	-	2,285 29
	35	8/5/2010	4/11/2013	69 98	2,449 13	2,449 13	-	1,867 73	-	-581 4
	19	6/16/2011	4/11/2013	35 85	681 06	681 06	-	1,013 91	-	332 85
SubTotal	134			$38 16	$5,114 00	$5,114.00	-	$7,150 74	-	$2,036 74
Crh Plc Adr | G/L Amount: -$5,582.84										
	224	2/12/2008	9/10/2013	36 39	8,150 24	8,150 24	-	5,246.83	-	-2,903 41
	206	2/12/2008	9/11/2013	36 39	7,495.31	7,495 31	-	4,815 88	-	-2,679 43
SubTotal	430			$36 39	$15,645 55	$15,645 55	-	$10,062 71	-	($5,582 84)
Danone Sponsored Adr | G/L Amount: -$1,407.16										

	666	2/12/2008	12/18/2013	16	10,656 00	10,656 00	-	9,248.84	-	-1,407 16
Deere & Co | G/L Amount: $5,547.81										
	16	12/3/2009	5/17/2013	54.37	869 99	869.99	-	1,394 71	-	524 72
	25	12/3/2009	5/15/2013	54 37	1,359 36	1,359 36	-	2,237.46	-	878 1
	25	12/3/2009	6/21/2013	54 37	1,359.35	1,359.35	-	2,054.71	-	695 36
	19	12/3/2009	6/21/2013	54 37	1,033 11	1,033 11	-	1,561.58	-	528 47
	26	12/3/2009	6/25/2013	54 37	1,413 73	1,413 73	-	2,139.76	-	726 03
	3	12/3/2009	6/26/2013	54 37	163.12	163 12	-	246 3	-	83 18
	21	12/4/2009	6/26/2013	55 06	1,156.27	1,156.27	-	1,724.06	-	567 79
	2	12/4/2009	7/9/2013	55 06	110.12	110.12	-	164 01	-	53 89
	1	12/4/2009	7/9/2013	55.06	55.06	55 06	-	82	-	26 94
	11	12/4/2009	7/9/2013	55.06	605 66	605.66	-	902.03	-	296 37
	13	12/4/2009	7/9/2013	55 06	715 78	715.78	-	1,061 48	-	345 7
	23	6/29/2011	7/17/2013	82.57	1,899 22	1,899 22	-	1,914 33	-	15 11
	13	6/29/2011	7/17/2013	82.57	1,073 47	1,073 47	-	1,082.01	-	8 54
	18	12/4/2009	7/1/2013	55.06	991.09	991.09	-	1,466 78	-	475 69
	8	12/4/2009	7/9/2013	55.06	440 48	440 48	-	656 02	-	215 54
	2	12/4/2009	7/9/2013	55 06	110 12	110 12	-	163.31	-	53 19
	2	12/4/2009	7/9/2013	55 06	110 12	110 12	-	163 31	-	53 19
SubTotal	228			$59 06	$13,466 05	$13,466 05	-	$19,013 86	-	$5,547 81
Dover Corp | G/L Amount: $6,061.47										
	31	6/4/2007	4/16/2013	50 05	1,551 54	1,551 54	-	2,205.94	-	654 4
	4	8/10/2007	4/16/2013	48 9	195.61	195 61	-	284.64	-	89 03
	34	8/10/2007	7/12/2013	48 9	1,662 65	1,662 65	-	2,753 96	-	1,091 31
	21	8/10/2007	9/12/2013	48.9	1,026.93	1,026.93	-	1,868 96	-	842 03
	9	8/10/2007	9/13/2013	48 9	440.11	440 11	-	801.14	-	361 03
	25	8/10/2007	9/18/2013	48 9	1,222 54	1,222 54	-	2,262 46	-	1,039 92
	47	8/10/2007	9/24/2013	48 9	2,298 37	2,298 37	-	4,282.12	-	1,983 75
SubTotal	171			$49 11	$8,397.75	$8,397 75	-	$14,459.22	-	$6,061 47
Ebay Inc | G/L Amount: $1,957.90										
	15	3/14/2007	3/14/2013	30 64	459.54	459.54	-	777.03	-	317 49
	70	3/14/2007	8/13/2013	30.64	2,144.53	2,144.53	-	3,784 94	-	1,640 41
SubTotal	85			$30 64	$2,604 07	$2,604 07	-	$4,561 97	-	$1,957 90
Emerson Electric Co | G/L Amount: $6,722.81										
	45	6/24/2004	5/7/2013	30 67	1,380 15	1,380.15	-	2,538 53	-	1,158 38
	36	6/24/2004	7/12/2013	30.67	1,104.12	1,104.12	-	2,053.49	-	949.37
	28	6/24/2004	7/12/2013	30 67	858.76	858.76	-	1,596.47	-	737 71
	42	6/24/2004	7/15/2013	30 67	1,288 14	1,288 14	-	2,417.92	-	1,129 78
	32	6/24/2004	7/15/2013	30 67	981.44	981 44	-	1,840.70	-	859.26

	31	6/24/2004	7/18/2013	30 67	950.77	950.77	-	1,791.42	-	840 65
	32	6/24/2004	7/18/2013	30 67	981.44	981.44	-	1,839.97	-	858 53
	7	6/24/2004	7/19/2013	30.67	214.69	214.69	-	403.82	-	189 13
SubTotal	253			$30 67	$7,759 51	$7,759 51	-	$14,482 32	-	$6,722 81
Ensco Plc Class A | G/L Amount: -$135.43										
	164	1/26/2012	10/2/2013	54.41	8,924.04	8,924 04	-	8,829.30	-	-94 74
	91	3/23/2012	10/2/2013	54.28	4,939 87	4,939.87	-	4,899.18	-	-40 69
SubTotal	255			$54.37	$13,863 91	$13,863 91	-	$13,728 48	-	($135 43)
Eog Resources Inc | G/L Amount: $3,995.35										
	16	10/4/2011	2/20/2013	70 48	1,127.64	1,127 64	-	2,083.28	-	955 64
	28	10/4/2011	3/1/2013	70 48	1,973 36	1,973.36	-	3,453 37	-	1,480 01
	29	10/4/2011	4/15/2013	70 48	2,043 84	2,043.84	-	3,434 35	-	1,390 51
	4	10/4/2011	4/18/2013	70.48	281.91	281.91	-	451.1	-	169 19
SubTotal	77			$70 48	$5,426 75	$5,426 75	-	$9,422 10	-	$3,995 35
Ericsson Lm Tel Adr Cl B New | G/L Amount: $936.01										
	100	9/17/2008	3/19/2013	9.82	982 12	982.12	-	1,274 99	-	292 87
	100	12/22/2009	3/19/2013	9 14	914.39	914 39	-	1,274 99	-	360 6
	66	12/22/2009	4/24/2013	9.14	603 5	603.5	-	792 48	-	188 98
	34	12/23/2009	4/24/2013	9.26	314.68	314.68	-	408 24	-	93 56
SubTotal	300			$9.38	$2,814 69	$2,814 69	-	$3,750 70	-	$936 01
Express Scripts Hldg Co Com | G/L Amount: $1,054.76										
	56	1/4/2012	7/29/2013	47.64	2,667 80	2,667 80	-	3,722 56	-	1,054 76
Fluor Corp New | G/L Amount: $1,550.88										
	39	11/19/2008	9/27/2013	33.24	1,296 34	1,296 34	-	2,771 57	-	1,475 23
	2	11/19/2008	9/27/2013	33.24	66.47	66.47	-	142 12	-	75 65
SubTotal	41			$33 24	$1,362.81	$1,362 81	-	$2,913 69	-	$1,550 88
Gap Inc | G/L Amount: $2,172.53										
	52	1/10/2008	1/10/2013	17.99	935.53	935 53	-	1,618 74	-	683 21
	16	7/17/2008	1/10/2013	16 29	260.71	260.71	-	498 08	-	237 37
	74	7/17/2008	1/11/2013	16 29	1,205.76	1,205 76	-	2,335.11	-	1,129 35
	10	7/27/2011	1/11/2013	19 3	192.95	192 95	-	315.55	-	122 6
SubTotal	152			$17.07	$2,594.95	$2,594 95	-	$4,767 48	-	$2,172 53
Grupo Televisa S.A.Global Dep | G/L Amount: $3,222.23										
	162	2/12/2008	12/6/2013	21.92	3,551.51	3,551 51	-	4,639 49	-	1,087 98
	300	2/12/2008	12/9/2013	21 92	6,576.87	6,576 87	-	8,711 12	-	2,134 25
SubTotal	462			$21.92	$10,128.38	$10,128 38	-	$13,350 61	-	$3,222 23
Guess Inc | G/L Amount: $3.41										
	60	4/2/2012	5/31/2013	31 55	1,893 10	1,893 10	-	1,896.51	-	3 41

Halliburton Co | G/L Amount: $404.72										
	45	8/8/2008	3/1/2013	42 97	1,933.62	1,933 62	-	1,825 23	-	-108 39
	20	8/8/2008	4/3/2013	42 97	859.39	859 39	-	778 38	-	-81 01
	19	8/8/2008	4/4/2013	42 97	816.42	816 42	-	729 63	-	-86 79
	36	11/5/2008	4/4/2013	19 49	701.56	701 56	-	1,382 47	-	680 91
SubTotal	120			$35.93	$4,310 99	$4,310.99	-	$4,715 71	-	$404 72
Hess Corporation | G/L Amount: $1,127.03										
	22	6/24/2009	4/19/2013	52 94	1,164 60	1,164.60	-	1,478.83	-	314 23
	6	6/24/2009	4/22/2013	52.94	317 62	317.62	-	405.41	-	87 79
	4	7/20/2009	4/22/2013	51.65	206 6	206.6	-	270.27	-	63 67
	34	7/20/2009	4/26/2013	51.65	1,756 13	1,756 13	-	2,417 47	-	661 34
SubTotal	66			$52 20	$3,444 95	$3,444 95	-	$4,571 98	-	$1,127 03
Home Depot Inc | G/L Amount: $1,826.13										
	45	8/11/2004	6/21/2013	33	1,484.89	1,484 89	-	3,311.02	-	1,826 13
Honeywell International Inc | G/L Amount: $4,495.62										
	50	6/24/2004	4/18/2013	36.98	1,849.00	1,849 00	-	3,554 92	-	1,705 92
	65	6/24/2004	5/28/2013	36.98	2,403 70	2,403.70	-	5,193 40	-	2,789 70
SubTotal	115			$36.98	$4,252 70	$4,252 70	-	$8,748 32	-	$4,495 62
Hong Kong & China Gas Ltd Adr | G/L Amount: $0.39										
	0.5	2/12/2008	7/1/2013	1 88	0 85	0 85	-	1.24	-	0 39
Intuit Inc | G/L Amount: $5,380.41										
	32	8/22/2011	9/19/2013	43.88	1,404 11	1,404 11	-	2,111.89	-	707 78
	72	8/22/2011	11/13/2013	43 88	3,159.25	3,159.25	-	5,213 58	-	2,054 33
	32	8/22/2011	11/14/2013	43.88	1,404.11	1,404.11	-	2,322 81	-	918 7
	28	8/22/2011	11/21/2013	43.88	1,228.60	1,228 60	-	2,035 05	-	806 45
	32	8/22/2011	11/22/2013	43 88	1,404 11	1,404 11	-	2,297.26	-	893 15
SubTotal	196			$43 88	$8,600 18	$8,600 18	-	$13,980.59	-	$5,380 41
Jones Lang Lasalle Inc | G/L Amount: $1,796.16										
	4	6/11/2009	1/29/2013	35.12	140.46	140.46	-	367.07	-	226 61
	25	6/11/2009	3/6/2013	35 12	877.9	877.9	-	2,447 45	-	1,569 55
SubTotal	29			$35.12	$1,018.36	$1,018 36	-	$2,814 52	-	$1,796 16
Komatsu Ltd Spon Adr New | G/L Amount: -$2,352.80										
	320	4/17/2012	11/6/2013	28 46	9,105.86	9,105 86	-	6,753 06	-	-2,352 80
Liberty Media Corp Ser A | G/L Amount: $5,084.00										
	51	6/26/2008	4/11/2013	13 45	686 01	686.01	-	5,770 01	-	5,084 00
Mallinckrodt Public Ltd Co | G/L Amount: $335.15										
	0.5	2/12/2008	6/28/2013	31.04	15.25	15.25	-	21 03	-	5 78

	28	2/12/2008	7/3/2013	30 5	853.93	853.93	-	1,183 30	-	329 37
SubTotal	28.5			$30 50	$869.18	$869 18	-	$1,204.33	-	$335 15
Mattel Inc | G/L Amount: $516.34										
	11	10/15/2009	1/15/2013	19.5	214 5	214 5	-	407.1	-	192 6
	2	10/19/2009	1/15/2013	20	40	40	-	74.02	-	34 02
	17	10/20/2009	1/15/2013	19 97	339 44	339 44	-	629 16	-	289 72
SubTotal	30			$19 80	$593 94	$593 94	-	$1,110 28	-	$516 34
Microsoft Corp | G/L Amount: $1,479.93										
	100	1/26/2005	2/7/2013	26 03	2,602 60	2,602 60	-	2,716.84	-	114 24
	166	1/26/2005	10/10/2013	26 03	4,320.32	4,320.32	-	5,545.75	-	1,225 43
	19	1/26/2005	10/10/2013	26 03	494 49	494.49	-	634 75	-	140 26
SubTotal	285			$26.03	$7,417.41	$7,417 41	-	$8,897 34	-	$1,479 93
News Corporation Cl B | G/L Amount: $788.73										
	40	1/12/2006	7/2/2013	7.82	312 6	312.6	-	603 24	-	290 64
	80	5/7/2008	7/2/2013	8.85	708.39	708 39	-	1,206.48	-	498 09
SubTotal	120			$8.51	$1,020 99	$1,020.99	-	$1,809.72	-	$788 73
Nike Inc B | G/L Amount: $2,663.30										
	62	6/7/2011	9/20/2013	40.86	2,533 26	2,533 26	-	4,263 30	-	1,730 04
	34	6/7/2011	9/23/2013	40 86	1,389.21	1,389.21	-	2,322.47	-	933 26
SubTotal	96			$40.86	$3,922 47	$3,922 47	-	$6,585 77	-	$2,663 30
Novartis Ag Adr | G/L Amount: $3,239.92										
	59	3/4/2005	4/11/2013	49.48	2,919 43	2,919 43	-	4,321 65	-	1,402 22
	8	3/24/2005	4/11/2013	47.23	377.8	377 8	-	585.99	-	208 19
	36	3/4/2005	4/11/2013	49.48	1,781 35	1,781 35	-	2,636.94	-	855 59
	3	3/4/2005	4/11/2013	49.48	148 45	148 45	-	219 74	-	71 29
	17	3/24/2005	4/11/2013	47 23	802 83	802 83	-	1,245.22	-	442 39
	10	3/24/2005	4/11/2013	47.23	472 25	472 25	-	732 49	-	260 24
SubTotal	133			$48.89	$6,502 11	$6,502.11	-	$9,742.03	-	$3,239 92
Oracle Corp | G/L Amount: $341.51										
	103	11/29/2010	7/31/2013	27.13	2,794.68	2,794 68	-	3,318.22	-	523 54
	137	11/8/2011	7/31/2013	33.54	4,595.58	4,595.58	-	4,413.55	-	-182 03
SubTotal	240			$30 79	$7,390 26	$7,390.26	-	$7,731.77	-	$341 51
Oshkosh Corp | G/L Amount: $1,653.30										
	36	2/24/2011	7/31/2013	35 39	1,274 15	1,274 15	-	1,604.09	-	329 94
	3	2/24/2011	8/13/2013	35 39	106 18	106 18	-	137.7	-	31 52
	39	5/3/2011	8/13/2013	31 16	1,215 29	1,215 29	-	1,790 09	-	574 8
	48	5/3/2011	8/16/2013	31.16	1,495 74	1,495 74	-	2,212.78	-	717 04
SubTotal	126			$32 47	$4,091.36	$4,091.36	-	$5,744 66	-	$1,653 30

Pall Corporation | G/L Amount: $3,880.53										
	131	2/12/2008	4/11/2013	38 34	5,022 44	5,022 44	-	8,902 97	-	3,880 53
Pebblebrook Hotel Tr Com | G/L Amount: $373.86										
	100	7/7/2011	1/23/2013	20 52	2,051.63	2,051 63	-	2,425.49	-	373 86
Petroleo Bras Sa Ads | G/L Amount: -$266.10										
	25	3/17/2009	1/29/2013	29.94	748.42	748 42	-	482.32	-	-266 1
Procter & Gamble | G/L Amount: $4,212.87										
	26	8/25/2004	9/19/2013	43.11	1,120.81	1,120.81	-	2,079 97	-	959 16
	28	8/25/2004	10/30/2013	43 11	1,207 02	1,207.02	-	2,286 25	-	1,079 23
	26	8/25/2004	12/11/2013	43 11	1,120 81	1,120 81	-	2,193.93	-	1,073.12
	28	8/25/2004	12/12/2013	43 11	1,207.02	1,207.02	-	2,308.38	-	1,101 36
SubTotal	108			$43 11	$4,655 66	$4,655 66	-	$8,868 53	-	$4,212 87
Safeway Inc Com New | G/L Amount: $2,204.54										
	65	5/21/2009	2/21/2013	19.85	1,290 21	1,290.21	-	1,464.62	-	174 41
	5	5/22/2009	2/21/2013	19 88	99 4	99 4	-	112 66	-	13 26
	31	5/26/2009	2/21/2013	19.96	618.82	618 82	-	698 51	-	79 69
	64	5/26/2009	2/21/2013	19 96	1,277.56	1,277 56	-	1,442.10	-	164 54
	34	5/26/2009	2/21/2013	19 96	678 7	678 7	-	727 59	-	48 89
	53	5/27/2009	2/21/2013	19.98	1,059 11	1,059 11	-	1,134.18	-	75 07
	50	6/24/2009	2/21/2013	20.42	1,021.09	1,021.09	-	1,069.97	-	48 88
	95	6/24/2009	2/22/2013	20.42	1,940 06	1,940 06	-	2,184 95	-	244 89
	25	6/24/2009	3/1/2013	20.42	510 54	510 54	-	598.95	-	88 41
	75	7/21/2011	3/1/2013	21.9	1,642 20	1,642.20	-	1,796.86	-	154 66
	80	7/21/2011	3/5/2013	21.9	1,751 68	1,751 68	-	1,948.33	-	196 65
	87	7/21/2011	9/17/2013	21.9	1,904.95	1,904.95	-	2,638.22	-	733 27
	20	7/21/2011	9/18/2013	21 9	437.92	437 92	-	619.84	-	181 92
SubTotal	684			$20 81	$14,232 24	$14,232 24	-	$16,436 78	-	$2,204 54
Schlumberger Ltd | G/L Amount: $3,099.93										
	21	1/17/2007	3/20/2013	58.34	1,225 19	1,225 19	-	1,555 43	-	330 24
	30	10/17/2008	3/22/2013	51.23	1,536 88	1,536 88	-	2,220.00	-	683 12
	20	10/17/2008	3/25/2013	51.23	1,024 59	1,024.59	-	1,475.96	-	451 37
	16	10/17/2008	3/26/2013	51 23	819 67	819.67	-	1,186.62	-	366 95
	11	10/17/2008	3/26/2013	51 23	563.52	563 52	-	815.8	-	252 28
	3	10/17/2008	3/26/2013	51 23	153 69	153.69	-	222.49	-	68 8
	1	10/17/2008	3/26/2013	51 23	51.23	51 23	-	74	-	22 77
	24	10/17/2008	3/26/2013	51.23	1,229.50	1,229 50	-	1,775.95	-	546 45
	5	10/17/2008	3/20/2013	51 23	256 15	256.15	-	370.34	-	114 19
	9	7/1/2010	3/20/2013	55.16	496.45	496.45	-	666.61	-	170 16

	5	8/24/2010	3/20/2013	55 35	276 74	276 74	-	370 34	-	93 6
SubTotal	145			$52 65	$7,633.61	$7,633 61	-	$10,733.54	-	$3,099 93
Smith & Nephew Plc Adr | G/L Amount: -$2,050.06										
	160	2/12/2008	3/5/2013	67.11	10,737.94	10,737 94	-	8,687.88	-	-2,050 06
Symantec Corp | G/L Amount: $257.07										
	40	3/11/2011	3/7/2013	18.06	722 52	722.52	-	979 59	-	257 07
Teva Pharmaceuticals Adr | G/L Amount: -$2,403.84										
	46	3/31/2011	1/29/2013	50.21	2,309 49	2,309.49	-	1,724 44	585.05	-585 05
	143	3/31/2011	1/29/2013	50 21	7,179.73	7,179.73	-	5,360 94	-	-1,818 79
SubTotal	189			$50 21	$9,489 22	$9,489 22	-	$7,085 38	$585.05	($2,403 84)
Texas Instruments | G/L Amount: $3,014.78										
	6	7/9/2004	2/11/2013	22 75	136.51	136.51	-	202.23	-	65 72
	69	7/9/2004	2/11/2013	22 75	1,569.89	1,569 89	-	2,325 59	-	755 7
	55	7/9/2004	2/12/2013	22 75	1,251 36	1,251.36	-	1,844 55	-	593 19
	20	7/9/2004	3/14/2013	22 75	455 04	455 04	-	707 98	-	252 94
	9	7/9/2004	3/15/2013	22 75	204 77	204.77	-	314.99	-	110 22
	101	7/9/2004	3/15/2013	22.75	2,297 96	2,297 96	-	3,534 97	-	1,237 01
SubTotal	260			$22.75	$5,915.53	$5,915 53	-	$8,930 31	-	$3,014 78
The Mosaic Co (Hldg Co) New | G/L Amount: -$8.16										
	36	6/5/2012	10/10/2013	46.48	1,673.30	1,673 30	-	1,665 14	-	-8 16
Thermo Fisher Scientific Inc | G/L Amount: $253.80										
	7	6/10/2010	7/17/2013	51.29	359 03	359.03	-	612 83	-	253 8
Total S A Spon Adr | G/L Amount: -$2,656.30										
	150	2/12/2008	1/29/2013	71.47	10,719 89	10,719 89	-	8,063 59	-	-2,656 30
Unilever Plc (New) Ads | G/L Amount: $1,470.79										
	76	5/23/2005	7/22/2013	22 6	1,717.35	1,717.35	-	3,188 14	-	1,470 79
Unitedhealth Gp Inc | G/L Amount: $2,173.93										
	12	2/12/2008	4/11/2013	48.63	583.59	583 59	-	754 1	-	170 51
	118	2/12/2008	4/11/2013	48.63	5,738 66	5,738 66	-	7,415.35	-	1,676 69
	23	2/12/2008	4/11/2013	48.63	1,118 55	1,118.55	-	1,445 28	-	326 73
SubTotal	153			$48.63	$7,440.80	$7,440.80	-	$9,614 73	-	$2,173 93
Visa Inc Cl A | G/L Amount: $4,955.45										
	21	5/26/2010	6/24/2013	74.33	1,561.03	1,561.03	-	3,707 82	-	2,146 79
	19	6/10/2010	6/24/2013	76 3	1,449 65	1,449.65	-	3,354 70	-	1,905 05
	8	6/10/2010	7/17/2013	76 3	610 38	610 38	-	1,513 99	-	903 61
SubTotal	48			$75 44	$3,621.06	$3,621.06	-	$8,576 51	-	$4,955.45
Walt Disney Co Hldg Co | G/L Amount: $5,922.31										

	86	7/20/2004	4/11/2013	23.51	2,021 72	2,021.72	-	5,204.97	-	3,183 25
	73	7/20/2004	4/11/2013	23.51	1,716.11	1,716 11	-	4,418 17	-	2,702 06
	1	7/20/2004	4/11/2013	23.51	23 51	23 51	-	60 51	-	37
SubTotal	160			$23 51	$3,761 34	$3,761 34	-	$9,683 65	-	$5,922 31
Weyerhaeuser Co | G/L Amount: $2,000.22										
	75	7/22/2010	1/10/2013	15 54	1,165.47	1,165 47	-	2,284 48	-	1,119 01
	57	7/22/2010	3/26/2013	15 54	885 76	885 76	-	1,766.97	-	881.21
SubTotal	132			$15 54	$2,051.23	$2,051.23	-	$4,051 45	-	$2,000 22
Xilinx Inc | G/L Amount: $593.10										
	39	6/6/2012	9/19/2013	32.4	1,263 78	1,263.78	-	1,856 88	-	593 1
Total					$346,074 26	$346,074 26	$871 91	$470,761 64	$1,456 96	$124,687 38
Grand Total					$390,738 99	$390,738.99	$871 91	$518,922 87	$1,456 96	$128,183 88

P: When there is a "P" next to a transaction, this indicates that you have provided the trade history for this transaction; it was not available through Morgan Stanley Smitl
C - Tax lot is covered under cost basis reporting requirements
H - Wash sale rules apply to this tax lot. The cost basis has been adjusted to account for disallowed loss of a related wash sale transaction for this covered security
W - Wash sale rules apply to this tax lot Disallowed loss for covered securities will be reported on Form 1099-B for the current tax year
I - This tax lot has been marked as inherited Cost basis, acquisition date and holding period have been adjusted accordingly
G - This tax lot has been marked as a gift Gift basis rules will apply at the time of sale.
A - Information for this transaction reflects your requested adjustments to existing Morgan Stanley Smith Barney LLC trade history.

B - This adjusted cost figure is for reference purposes only It is based on the assumption that the deposit note value has not changed since the issuance. This assumpt your tax advisor on what is the best method for allocating cost basis for your account
E - This transaction was executed elsewhere and the securities were later transferred to your Morgan Stanley Smith Barney LLC account The trade history for this trans
M - Options exercise and assignments include options premiums when determining the realized gain and loss.

Disclaimer

The gain and loss information is provided for informational purposes only, is not a substitute 1099 form (or any other appropriate tax form), and should not be used for ta values are estimates and should be independently verified. Morgan Stanley does not provide tax advice We recommend that you contact your tax advisor to determine t performance does not guarantee future returns

Gain and loss information is calculated based upon uniform standards and does not account for each individual client's particular circumstances such as the existence o Although we make every effort to adjust the cost basis for securities' capital changes, we do not adjust the cost basis for all events Contact your Financial Advisor for gu

For accounts with Choice Select pricing, the commissions paid on your eligible equity and option purchases and sales are applied to the Total Cost on a monthly basis

With respect to estimated gains and losses for listed equity options, we have taken into account option premiums paid or received and, in respect to multiple purchases