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 , and ending

Name of foundation: BURGESS, FLORANCE E. T/U/A

A Employer identification number: 94-6713665

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:

B Telephone number (see instructions): (888) 730-4933

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 ▶☐

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) ▶ $ 11,888,383

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				
	4	Dividends and interest from securities	265,049	257,377		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-35,385			
	b	Gross sales price for all assets on line 6a 3,976,674				
	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	229,664	257,377	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	93,686	70,265		23,421
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	1,166			1,166
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	20,417	5,403		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	3,758	3,748		10
	24	**Total operating and administrative expenses.** Add lines 13 through 23	119,027	79,416	0	24,597
	25	Contributions, gifts, grants paid	508,050			508,050
	26	**Total expenses and disbursements.** Add lines 24 and 25	627,077	79,416	0	532,647
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-397,413			
	b	**Net investment income** (if negative, enter -0-)		177,961		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing	4,828	6,167	6,167
	2	Savings and temporary cash investments	342,943	409,283	409,283
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	9,765,623	9,337,155	11,472,936
	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)	10,113,394	9,752,605	11,888,386
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	10,113,394	9,752,605	
	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)	10,113,394	9,752,605	
	31	**Total liabilities and net assets/fund balances** (see instructions)	10,113,394	9,752,605	

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	10,113,394
2	Enter amount from Part I, line 27a	2	-397,413
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	61,595
4	Add lines 1, 2, and 3	4	9,777,576
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	24,971
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	9,752,605

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) 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				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	-35,385
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	283,114	10,909,138	0 025952
2011	511,501	11,039,493	0.046334
2010	380,513	10,374,836	0 036677
2009	483,640	9,337,818	0 051794
2008	601,485	11,034,893	0 054508

2	**Total** of line 1, column (d)	2	0 215265
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 043053
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	11,465,903
5	Multiply line 4 by line 3	5	493,642
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,780
7	Add lines 5 and 6	7	495,422
8	Enter qualifying distributions from Part XII, line 4	8	532,647

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	1,780
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3	Add lines 1 and 2		3	1,780
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	1,780
6	Credits/Payments:			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a 10,056		
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	10,056
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	0
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	8,276
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 1,780 **Refunded** ▶		11	6,496

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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		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*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

		Line	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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ WELLS FARGO BANK N.A Telephone no. ▶ 888-730-4933
Located at ▶ 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ▶ 27101-3818

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

		Line	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		X
	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.

		Line	Yes	No
1a	During the year did the foundation (either directly or indirectly).			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions.)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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

5a During the year did the foundation pay or incur any amount to.

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945–5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

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** 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, I	TRUSTEE 4 00	93,686		

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

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

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	11,298,824
b	Average of monthly cash balances	1b	341,687
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	11,640,511
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	11,640,511
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	174,608
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,465,903
6	**Minimum investment return.** Enter 5% of line 5	6	573,295

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	573,295
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,780		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,780
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	571,515
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	571,515
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	571,515

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	532,647
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the.		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	532,647
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	1,780
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	530,867

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				571,515
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			508,050	
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: ▶ $ 532,647				
a Applied to 2012, but not more than line 2a			508,050	
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				24,597
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			0	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				546,918
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
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) **N/A**

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

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

	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					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Attached Statement				
Total			▶ **3a**	508,050
b *Approved for future payment* NONE				
Total			▶ **3b**	0

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					
4 Dividends and interest from securities			14	265,049	
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			18	-35,385	
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		229,664	0

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 229,664

(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)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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
		Not Applicable	

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

SVP Wells Fargo Bank N A. | 4/9/2014 | SVP Wells Fargo Bank N A

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
JOSEPH J. CASTRIANO		4/9/2014		P01251603
Firm's name ▶ PricewaterhouseCoopers, LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219-2777			Phone no 412-355-6000	

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name				
THE AMERICAN RED CROSS				
Street				
PO BOX 55040				
City		**State**	**Zip Code**	**Foreign Country**
RIVERSIDE		CA	92517-0040	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL SUPPORT GRANT				72,579

Name				
CATHOLIC RELIEF SERVICES				
Street				
PLANNED GIVING DEPARTMENT 228 WEST LEXINGTON STREET				
City		**State**	**Zip Code**	**Foreign Country**
BALTIIMORE		MD	21201	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL SUPPORT GRANT				72,578

Name				
FATHER FLANAGANS BOYS HOME				
Street				
P O BOX 145				
City		**State**	**Zip Code**	**Foreign Country**
BOYS TOWN		NE	68010	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL SUPPORT GRANT				72,579

Name				
NAT'L SHRINE IMMACULATE CONCEPTION				
Street				
ATTN: W R ROSSI, RECTOR 400 MICHIGAN AVE NE				
City		**State**	**Zip Code**	**Foreign Country**
WASHINGTON		DC	20017-1565	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL SUPPORT GRANT				72,578

Name				
ST. JUDE CHILDREN'S RESEARCH HOSPITAL				
Street				
ATTN ESTATES & TRUST ADMINISTRATION 501 ST JUDE PLACE				
City		**State**	**Zip Code**	**Foreign Country**
MEMPHIS		TN	38015-1942	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL SUPPORT GRANT				72,579

Name				
RESURRECTION CEMETERY				
Street				
ARCHDIOCESE OF L A - MSGR VADAKIN				
City		**State**	**Zip Code**	**Foreign Country**
LOS ANGELES		CA	900010-2241	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL SUPPORT GRANT				72,578

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name THE SALVATION ARMY				
Street CORP LEGAL DEPT, SC SECTION P O BOX 22646 (ATTN SWYNFORD,C.L A.)				
City LONG BEACH		**State** CA	**Zip Code** 90807-5646	**Foreign Country**
Relationship NONE	**Foundation Status** PC			
Purpose of grant/contribution GENERAL SUPPORT GRANT				**Amount** 72,579
Name				
Street				
City		**State**	**Zip Code**	**Foreign Country**
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**
Name				
Street				
City		**State**	**Zip Code**	**Foreign Country**
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**
Name				
Street				
City		**State**	**Zip Code**	**Foreign Country**
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**
Name				
Street				
City		**State**	**Zip Code**	**Foreign Country**
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**
Name				
Street				
City		**State**	**Zip Code**	**Foreign Country**
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**

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

	Amount
Long Term CG Distributions	31,669
Short Term CG Distributions	

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	3,976,674	4,012,059	-35,385
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	JOHNSON CONTROLS INC	478366107			3/16/2011		12/3/2013	3,830	3,018				0	812
2	X	NOVARTIS AG - ADR	66987V109			12/26/2007		3/19/2013	12,290	9,485				0	2,805
3	X	NOVARTIS AG - ADR	66987V109			5/2/2008		3/19/2013	21,069	15,356				0	5,713
4	X	NOVARTIS AG - ADR	66987V109			5/5/2011		3/19/2013	10,534	8,956				0	1,578
5	X	TEVA PHARMACEUTICAL IND	881624209			3/24/2009		10/9/2013	25,494	29,861				0	-4,367
6	X	TEVA PHARMACEUTICAL IND	881624209			4/20/2009		10/9/2013	7,785	8,828				0	-1,043
7	X	TEVA PHARMACEUTICAL IND	881624209			5/5/2011		10/9/2013	4,281	5,192				0	-911
8	X	TAXABLE INTERMEDIATE TER	999708902			9/20/1996		5/15/2013	515,000	511,773				0	3,227
9	X	VANGUARD FTSE EMERGING	922042858			11/11/2011		7/11/2013	131,844	140,409				0	-8,565
10	X	VANGUARD FTSE EMERGING	922042858			8/7/2012		7/11/2013	113,625	119,711				0	-6,086
11	X	VODAFONE GROUP PLC NEW	92857W209			12/14/2009		3/19/2013	21,917	18,073				0	3,844
12	X	TAXABLE INTERMEDIATE TER	999708902			9/30/1996		5/15/2013	204,970	204,651				0	319
13	X	TAXABLE INTERMEDIATE TER	999708902			10/15/1996		5/15/2013	203,950	204,555				0	-605
14	X	VODAFONE GROUP PLC NEW	92857W209			11/13/2012		3/19/2013	13,150	11,997				0	1,153
15	X	WELLS FARGO ADV INTL BON	94985D582			9/8/2010		12/6/2013	265,534	277,431				0	-11,897
16	X	TAXABLE TOTAL RETURN BO	991283912			9/20/1996		7/15/2013	398,828	402,082				0	-3,254
17	X	TAXABLE INTERMEDIATE TER	999708902			10/31/1996		5/15/2013	55,934	56,458				0	-524
18	X	ABBOTT LABS	002824100			4/20/2009		5/29/2013	10,797	6,117				0	4,680
19	X	DREYFUS EMG MKT DEBT LO	261980494			8/7/2012		9/11/2013	188,571	200,000				0	-11,429
20	X	DREYFUS EMG MKT DEBT LO	261980494			11/11/2011		9/11/2013	60,690	61,522				0	-832
21	X	JOHNSON CONTROLS INC	478366107			5/5/2011		12/3/2013	12,435	9,927				0	2,508
22	X	TAXABLE INTERMEDIATE TER	999708902			12/20/1996		5/15/2013	101,373	102,143				0	-770
23	X	TAXABLE INTERMEDIATE TER	999708902			4/30/2010		5/15/2013	627,411	653,326				0	-25,915
24	X	TAXABLE INTERMEDIATE TER	999708902			6/30/1997		5/15/2013	204,764	204,827				0	-63
25	X	TAXABLE INTERMEDIATE TER	999708902			7/15/1999		5/15/2013	101,970	100,487				0	1,483
26	X	TAXABLE INTERMEDIATE TER	999708902			4/5/2012		5/15/2013	605,882	616,801				0	-10,919
27	X	POWERSHARES LONG TERM							0	18,929					-18,929
28	X	POWERSHARES SHORT TERM							0	9,546					-9,546
29	X	CTF GAIN/LOSS LT								598					-598
30	X	CTF GAIN/LOSS ST							21,077						21,077

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

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		1,166	0	0	1,166
	Description				
1	TAX PREP FEES	1,166			1,166

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

		20,417	5,403	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	5,403	5,403		
2	PY EXCISE TAX DUE	4,958			
3	ESTIMATED EXCISE PAYMENTS	10,056			

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

	Descnption	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Chantable Purposes
		3,758	3,748	0	10
1	ADR FEES	79	79		
2	STATE AG FEES	10			10
3	PATERNSHIP EXPENSE	3,669	3,669		

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
			9,765,623	9,337,155	11,472,936
1				0	
2	AFLAC INC		0	50,957	70,006
3	ABBOTT LABORATORIES		0	6,095	11,001
4	AFFILIATED MANAGERS GROUP INC		0	25,880	84,583
5	APACHE CORPORATION COM		0	56,796	51,994
6	APPLE COMPUTER INC COM		0	30,600	67,322
7	ARTISAN INTERNATIONAL FUND 661		0	200,000	309,285
8	BOEING COMPANY		0	34,852	60,056
9	CVS/CAREMARK CORPORATION		0	39,370	76,938
10	CAPITAL ONE FINANCIAL CORP		0	34,072	67,034
11	CISCO SYSTEMS INC		0	35,104	44,636
12	CUMMINS INC.		0	16,212	17,621
13	DIAGEO PLC - ADR		0	29,468	55,484
14	WALT DISNEY CO		0	40,365	82,512
15	E M C CORP MASS		0	25,172	37,222
16	GILEAD SCIENCES INC		0	31,007	99,132
17	INTEL CORP		0	34,942	45,032
18	INTERNATIONAL BUSINESS MACHS CORI		0	28,047	65,650
19	JOHNSON CONTROLS INC		0	29,902	39,142
20	MERGER FD SH BEN INT 260		0	200,000	201,482
21	MICROSOFT CORP		0	25,836	46,388
22	NESTLE S A REGISTERED SHARES - ADR		0	36,233	61,816
23	ORACLE CORPORATION		0	30,049	47,825
24	PIMCO TOTAL RET FD-INST 35		0	1,792,836	1,706,627
25	PIMCO FOREIGN BD FD USD H-INST 103		0	275,000	254,442
26	SCHLUMBERGER LTD		0	31,020	64,879
27	TJX COS INC NEW		0	30,370	73,608
28	THERMO FISHER SCIENTIFIC INC		0	34,034	74,604
29	TOTAL FINA ELF S A. ADR		0	51,880	64,334
30	UNION PACIFIC CORP		0	40,110	90,720
31	GOLDMAN SACHS GROUP INC		0	47,408	75,336
32	HSBC - ADR		0	20,056	20,398
33	UNITED PARCEL SERVICE-CL B		0	41,526	66,726
34	TARGET CORP		0	28,913	60,106
35	UNITEDHEALTH GROUP INC		0	23,947	60,240
36	VERIZON COMMUNICATIONS		0	35,050	35,381
37	FID ADV EMER MKTS INC- CL I 607		0	249,261	250,764
38	COACH INC		0	23,735	27,504
39	BHP BILLITON LIMITED		0	37,213	31,713
40	ISHARES TR SMALLCAP 600 INDEX FD		0	134,028	198,071
41	ISHARES RUSSELL 2000		0	40,149	62,294
42	JPMORGAN CHASE & CO		0	37,381	72,223
43	US BANCORP DEL NEW		0	41,506	63,024
44	ANHEUSER-BUSCH INBEV SPN ADR		0	37,277	64,408
45	ISHARES TR S & P MIDCAP 400 ID FD		0	296,664	509,816
46	ACCENTURE PLC		0	8,420	29,188

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

			9,765,623	9,337,155	11,472,936
	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
47	ISHARES MSCI EAFE		0	367,854	411,628
48	CHEVRON CORP		0	20,301	80,567
49	ABERDEEN EMERG MARKETS-INST 840		0	245,000	244,156
50	DREYFUS EMG MKT DEBT LOC C-I 6083		0	263,478	260,103
51	3M CO		0	19,931	32,258
52	BERSHIRE HATHAWAY INC		0	40,791	69,950
53	SPDR S&P MIDCAP 400 ETF TRUST		0	129,961	195,360
54	COMCAST CORP CLASS A		0	39,921	89,120
55	ISHARES TR MSCI EMERGING MARKETS		0	269,491	417,114
56	PIMCO FOREIGN BOND (UNHEDGED) 185		0	264,582	263,271
57	GOOGLE INC		0	30,596	56,036
58	VANGUARD REIT VIPER		0	386,436	563,286
59	CELANESE CORP		0	37,587	42,312
60	WF ADV SHORT-TERM BOND FUND-I3102		0	843,688	840,818
61	POWERSHARES DB COMMODITY INDEX		0	387,814	420,054
62	EATON CORP PLC		0	31,559	46,281
63	ABBVIE INC		0	13,243	30,366
64	CME GROUP INC		0	48,563	71,399
65	SPDR DJ WILSHIRE INTERNATIONAL REA		0	283,997	325,274
66	DIAMOND HILL LONG-SHORT FD CL I 11		0	225,000	291,944
67	RIDGEWORTH SEIX HY BD-I 5855		0	525,000	551,965
68	GATEWAY FUND - Y 1986		0	225,000	240,975
69	CREDIT SUISSE COMM RT ST-CO 2156		0	105,000	89,022
70	KEELEY SMALL CAP VAL FD CL I 2251		0	133,619	241,110

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

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

1	MUTUAL FUND & CTF INCOME ADDITIONS	1	29,127
2	COST BASIS	2	540
3	PARTNERSHIP INCOME ADJUSTMENT	3	31,928
4	Total	4	61,595

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

1	MUTUAL FUND & CTF INCOME SUBTRACTIONS	1	18,587
2	PY RETURN OF CAPITAL ADJUSTMENT	2	6,375
3	UNDISTRIBUTED CTF CAPITAL LOSS	3	9
4	Total	4	24,971

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

	Amount
Long Term CG Distributions	31,669
Short Term CG Distributions	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 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						3,945,005	0	0	4,012,059	-67,054	0	0	0	-67,054
1	JOHNSON CONTROLS INC	478366107		3/16/2011	12/3/2013	3,830		0	3,018	812	0	0	0	812
2	NOVARTIS AG - ADR	66987V109		12/26/2007	3/19/2013	12,290		0	9,485	2,805	0	0	0	2,805
3	NOVARTIS AG - ADR	66987V109		5/2/2008	3/19/2013	21,069		0	15,356	5,713	0	0	0	5,713
4	NOVARTIS AG - ADR	66987V109		5/5/2011	3/19/2013	10,534		0	8,956	1,578	0	0	0	1,578
5	TEVA PHARMACEUTICAL INDUSTRIES	881624209		3/24/2009	10/9/2013	25,494		0	29,861	-4,367	0	0	0	-4,367
6	TEVA PHARMACEUTICAL INDUSTRIES	881624209		4/20/2009	10/9/2013	7,785		0	8,828	-1,043	0	0	0	-1,043
7	TEVA PHARMACEUTICAL INDUSTRIES	881624209		5/5/2011	10/9/2013	4,281		0	5,192	-911	0	0	0	-911
8	TAXABLE INTERMEDIATE TERM BD FD	999708902		9/20/1996	5/15/2013	515,000		0	511,773	3,227	0	0	0	3,227
9	VANGUARD FTSE EMERGING MARKETS	922042858		11/11/2011	7/11/2013	131,844		0	140,409	-8,565	0	0	0	-8,565
10	VANGUARD FTSE EMERGING MARKETS	922042858		8/7/2012	7/11/2013	113,625		0	119,711	-6,086	0	0	0	-6,086
11	VODAFONE GROUP PLC NEW ADR	92857W209		12/14/2009	3/19/2013	21,917		0	18,073	3,844	0	0	0	3,844
12	TAXABLE INTERMEDIATE TERM BD FD	999708902		9/30/1996	5/15/2013	204,970		0	204,651	319	0	0	0	319
13	TAXABLE INTERMEDIATE TERM BD FD	999708902		10/15/1998	5/15/2013	203,950		0	204,555	-605	0	0	0	-605
14	VODAFONE GROUP PLC NEW ADR	92857W209		11/13/2012	3/19/2013	13,150		0	11,997	1,153	0	0	0	1,153
15	WELLS FARGO ADV INTL BOND-IS #470	94985D582		9/8/2010	12/6/2013	265,534		0	277,431	-11,897	0	0	0	-11,897
16	TAXABLE TOTAL RETURN BOND FUND	991283912		9/20/1996	7/15/2013	398,828		0	402,082	-3,254	0	0	0	-3,254
17	TAXABLE INTERMEDIATE TERM BD FD	999708902		10/31/1996	5/15/2013	55,934		0	56,458	-524	0	0	0	-524
18	ABBOTT LABS	002824100		4/20/2009	5/29/2013	10,797		0	6,117	4,680	0	0	0	4,680
19	DREYFUS EMG MKT DEBT LOC C I #608	261980494		8/7/2012	9/11/2013	188,571		0	200,000	-11,429	0	0	0	-11,429
20	DREYFUS EMG MKT DEBT LOC C-I #608	261980494		11/11/2011	9/11/2013	60,690		0	61,522	-832	0	0	0	-832
21	JOHNSON CONTROLS INC	478366107		5/5/2011	12/3/2013	12,435		0	9,927	2,508	0	0	0	2,508
22	TAXABLE INTERMEDIATE TERM BD FD	999708902		12/20/1996	5/15/2013	101,373		0	102,143	-770	0	0	0	-770
23	TAXABLE INTERMEDIATE TERM BD FD	999708902		4/30/2010	5/15/2013	627,411		0	653,326	-25,915	0	0	0	-25,915
24	TAXABLE INTERMEDIATE TERM BD FD	999708902		6/30/1997	5/15/2013	204,764		0	204,827	-63	0	0	0	-63
25	TAXABLE INTERMEDIATE TERM BD FD	999708902		7/15/1999	5/15/2013	101,970		0	100,487	1,483	0	0	0	1,483
26	TAXABLE INTERMEDIATE TERM BD FD	999708902		4/5/2012	5/15/2013	605,882		0	616,801	-10,919	0	0	0	-10,919
27	POWERSHARES LONG TERM					0			18,929	-18,929	0	0	0	-18,929
28	POWERSHARES SHORT TERM					0			9,546	-9,546	0	0	0	-9,546
29	CTF GAIN/LOSS LT								598	-598	0	0	0	-598
30	CTF GAIN/LOSS ST					21,077			0	21,077	0	0	0	21,077

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
										93,686	0	0
1	Wells Fargo Bank N A Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	93,686		

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

		Date		Amount
1	Credit from prior year return		1	0
2	First quarter estimated tax payment	5/7/2013	2	2,514
3	Second quarter estimated tax payment	6/10/2013	3	2,514
4	Third quarter estimated tax payment	9/9/2013	4	2,514
5	Fourth quarter estimated tax payment	12/10/2013	5	2,514
6	Other payments		6	
7	Total		7	10,056

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	508,050
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	508,050