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Form **990-PF**
 Department of the Treasury
 Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation
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 Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052
2013
Open to Public Inspection

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

Name of foundation On Shore Foundation		A Employer identification number 95-4100318
Number and street (or P O box number if mail is not delivered to street address) Room/suite 11835 W Olympic Blvd Room 1090		B Telephone number (see instructions) (310) 312-1303
City or town, state or province, country, and ZIP or foreign postal code Los Angeles, CA 90064		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 6,559,945		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(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)	2,000			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	201,826	201,826		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	97,736			
	b Gross sales price for all assets on line 6a 2,279,167				
	7 Capital gain net income (from Part IV, line 2)		97,736		
	8 Net short-term capital gain			1,791	
	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	301,562	299,562	-1,791		
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)	23,957	4,791	4,791	19,166
	c Other professional fees (attach schedule)	78,370	78,370	78,370	
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	243	243	243	
	19 Depreciation (attach schedule) and depletion	3,144	3,144	3,144	
	20 Occupancy	55,820			55,820
	21 Travel, conferences, and meetings	2,966			2,966
	22 Printing and publications				
	23 Other expenses (attach schedule)	2,670	1,760	1,760	910
	24 Total operating and administrative expenses. Add lines 13 through 23	167,170	88,308	88,308	78,862
	25 Contributions, gifts, grants paid	210,855			210,855
26 Total expenses and disbursements. Add lines 24 and 25	378,025	88,308	88,308	289,717	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-76,463				
b Net investment income (if negative, enter -0-)		211,254			
c Adjusted net income (if negative, enter -0-)					

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

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash—non-interest-bearing	11,325			
	2 Savings and temporary cash investments	324,277	844,912	844,912	
	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)	1,567,072	1,088,024	1,088,024	
	b Investments—corporate stock (attach schedule)	1,333,913 <input checked="" type="checkbox"/>	1,399,382	1,399,382	
	c Investments—corporate bonds (attach schedule)	2,277,677 <input checked="" type="checkbox"/>	2,078,209	2,078,209	
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)	1,055,937 <input checked="" type="checkbox"/>	1,135,165	1,135,165	
	14 Land, buildings, and equipment basis ▶ _____ 71,865 Less accumulated depreciation (attach schedule) ▶ 42,411	32,598 <input checked="" type="checkbox"/>	29,454	8,191	
15 Other assets (describe ▶ _____)	5,000 <input checked="" type="checkbox"/>	6,062 <input checked="" type="checkbox"/>	6,062 <input checked="" type="checkbox"/>		
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	6,607,799	6,581,208	6,559,945		
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			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds	6,607,799	6,581,208		
	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 page 17 of the instructions)	6,607,799	6,581,208			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	6,607,799	6,581,208			

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	6,607,799
2	Enter amount from Part I, line 27a	2	-76,463
3	Other increases not included in line 2 (itemize) ▶ _____ <input checked="" type="checkbox"/>	3	49,872
4	Add lines 1, 2, and 3	4	6,581,208
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	6,581,208

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	97,736
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	-1,791

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	225,806	6,440,443	000 035061
2011	248,146	6,391,575	000 038824
2010	294,354	5,858,317	000 050245
2009	618,460	6,136,670	000 100781
2008	606,638	6,777,644	000 089506

2 Total of line 1, column (d).	2	000 314417
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	000 062883
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	6,463,174
5 Multiply line 4 by line 3.	5	406,424
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	2,113
7 Add lines 5 and 6.	7	408,537
8 Enter qualifying distributions from Part XII, line 4.	8	289,717

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 page 18 of the instructions)

Table with 11 main rows and sub-rows (a-e) for credits and payments. Includes amounts like 4,225 and 2,828.

Part VII-A Statements Regarding Activities

Table with 10 main rows (1a-10) and sub-rows (a-b) for questions regarding political activities, tax returns, and substantial contributors.

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address www.onshorefoundation.org	13	Yes	
14	The books are in care of Saranow & Duffy Inc CPA's Telephone no (310) 312-1303 Located at 11835 W Olympic Blvd Suite 1090 Los Angeles CA ZIP +4 90064			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country	16	Yes	No

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

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

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870.</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	5b		
	6b		No
	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
Elizabeth S Luster 23768 Malibu Rd Malibu, CA 902654603	President Foundation Manager 010 00	0		
Amy Luster Mueller 654 Kingman Ave Santa Monica, CA 90402	Secretary Chief Financial Officer 010 00	0		

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.

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. ▶		

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 Operation of the Stray Animal Rescue & Rehabilitation Sanctuary (STARR) and maintenance of and improvements to property for animal care & housing	78,862
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 page 24 of the instructions	
3	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	5,379,859
b	Average of monthly cash balances.	1b	559,323
c	Fair market value of all other assets (see instructions).	1c	622,416
d	Total (add lines 1a, b, and c).	1d	6,561,598
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	6,561,598
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	98,424
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	6,463,174
6	Minimum investment return. Enter 5% of line 5.	6	323,159

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	323,159
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	4,225
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,225
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	318,934
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	318,934
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	318,934

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	289,717
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	289,717
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	289,717

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				318,934
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.				
b Total for prior years 20__ , 20__ , 20__				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				282,938
b From 2009.				313,964
c From 2010.				7,457
d From 2011.				
e From 2012.				
f Total of lines 3a through e.	604,359			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>289,717</u>				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2013 distributable amount.				289,717
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	29,217			29,217
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	575,142			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions).	253,721			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	321,421			
10 Analysis of line 9				
a Excess from 2009.				313,964
b Excess from 2010.				7,457
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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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 organization 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))

Elizabeth Luster

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 of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Statement Attached PO Box 701 Lafayette, TN 37083			Animal Rescue and Rehabilitation	210,855
Total ▶ 3a				210,855
b <i>Approved for future payment</i>				
Total ▶ 3b				

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
LT - Pershing Acct 5YV164688	P	2012-01-01	2013-12-31
ST - Pershing Acct 5YV164688	P	2013-01-01	2013-12-31
LT - Pershing Acct 5YV164696	P	2012-01-01	2013-12-31
ST - Pershing Acct 5YV164696	P	2013-01-01	2013-12-31
LT - Pershing Acct 5YV242740	P	2012-01-01	2013-12-31
ST - Pershing Acct 5YV242740	P	2013-01-01	2013-12-31
LT - Pershing Acct 5YV256104	P	2012-01-01	2013-12-31
ST - Pershing Acct 5YV256104	P	2013-01-01	2013-12-31

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,880		3,830	50
157,208		152,336	4,872
1,327,084		1,306,963	20,121
319,779		326,537	-6,758
111,712		111,679	33
1,826		1,731	95
328,648		278,308	50,340
47		47	

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			50
			4,872
			20,121
			-6,758
			33
			95
			50,340

Form **4562**
 Department of the Treasury
 Internal Revenue Service (99)

Depreciation and Amortization
 (Including Information on Listed Property)

OMB No 1545-0172
2013
 Attachment
 Sequence No **179**

▶ See separate instructions. ▶ Attach to your tax return.

Name(s) shown on return On Shore Foundation	Business or activity to which this form relates 990PF	Identifying number 95-4100318
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Part I Election To Expense Certain Property Under Section 179
Note: If you have any listed property, complete Part V before you complete Part I.

1 Maximum amount (see instructions)	1	
2 Total cost of section 179 property placed in service (see instructions)	2	
3 Threshold cost of section 179 property before reduction in limitation (see instructions)	3	\$ 2,600,000
4 Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5 Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	

6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2012 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2014 Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)

14 Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15 Property subject to section 168(f)(1) election	15	
16 Other depreciation (including ACRS)	16	765

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A

17 MACRS deductions for assets placed in service in tax years beginning before 2013	17	660
18 If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>		

Section B—Assets Placed in Service During 2013 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2013 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (see instructions.)

21 Listed property Enter amount from line 28	21	1,719
22 Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	3,144
23 For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A-Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? [X] Yes [] No 24b If "Yes," is the evidence written? [X] Yes [] No

Table with 9 columns: (a) Type of property, (b) Date placed in service, (c) Business/investment use percentage, (d) Cost or other basis, (e) Basis for depreciation, (f) Recovery period, (g) Method/Convention, (h) Depreciation/deduction, (i) Elected section 179 cost.

25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions) 25

26 Property used more than 50% in a qualified business use

Table with 9 columns: Property type, Date, % use, Basis, Recovery, Method, Depreciation, 179 cost.

27 Property used 50% or less in a qualified business use

Table with 9 columns: Property type, Date, % use, Basis, Recovery, Method, Depreciation, 179 cost.

28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1 28 1,719

29 Add amounts in column (i), line 26 Enter here and on line 7, page 1 29

Section B-Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

Table with 6 main columns: (a) Vehicle 1, (b) Vehicle 2, (c) Vehicle 3, (d) Vehicle 4, (e) Vehicle 5, (f) Vehicle 6. Rows include 30-36 regarding miles driven and personal use.

Section C-Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons (see instructions)

Table with 2 columns: Question (37-41) and Yes/No response.

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles

Part VI Amortization

Table with 6 columns: (a) Description of costs, (b) Date amortization begins, (c) Amortizable amount, (d) Code section, (e) Amortization period or percentage, (f) Amortization for this year.

43 Amortization of costs that began before your 2013 tax year 43

44 Total. Add amounts in column (f) See the instructions for where to report 44

TY 2013 Accounting Fees Schedule

Name: On Shore Foundation

EIN: 95-4100318

Software ID: 13000230

Software Version: 13.6.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Saranow Duffy, Inc , C P A s	23,957	4,791	4,791	19,166

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Depreciation Schedule

Name: On Shore Foundation

EIN: 95-4100318

Software ID: 13000230

Software Version: 13.6.0.0

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
Equipment and Improvements	2002-01-18	48,364	20,704	SL	0000000040 000000000000	1,469	1,469	1,469	
Auto	2005-10-27	23,500	18,564	200DB	0000000005 000000000000	1,675	1,675	1,675	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Gain/Loss from Sale of Other Assets Schedule

Name: On Shore Foundation

EIN: 95-4100318

Software ID: 13000230

Software Version: 13.6.0.0

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
LT - Pershing Acct 5YV164688	2012-01	P	2013-12	On Shore Foundation	3,880	3,830	Cost		50	
ST - Pershing Acct 5YV164688	2013-01	P	2013-12	On Shore Foundation	157,208	152,336	Cost		4,872	
LT - Pershing Acct 5YV164696	2012-01	P	2013-12	On Shore Foundation	1,327,084	1,306,963	Cost		20,121	
ST - Pershing Acct 5YV164696	2013-01	P	2013-12	On Shore Foundation	319,779	326,537	Cost		-6,758	
LT - Pershing Acct 5YV242740	2012-01	P	2013-12	On Shore Foundation	111,712	111,679	Cost		33	
ST - Pershing Acct 5YV242740	2013-01	P	2013-12	On Shore Foundation	1,826	1,731	Cost		95	
LT - Pershing Acct 5YV256104	2012-01	P	2013-12	On Shore Foundation	328,648	278,308	Cost		50,340	
ST - Pershing Acct 5YV256104	2013-01	P	2013-12	On Shore Foundation	47	47	Cost			

TY 2013 General Explanation Attachment

Name: On Shore Foundation

EIN: 95-4100318

Software ID: 13000230

Software Version: 13.6.0.0

Identifier	Return Reference	Explanation
	Treatment of Qualifying Distributions Election Pursuant to IRC Section 4942h2and Reg 53 4942a-3d2,	Treatment of Qualifying Distributions Election Pursuant to IRC Section 4942h)2)and Reg 53 4942a)3d)2) the Foundation elects to treat qualifying distributions not treated as made out of the undistributed income of the immediately preceding tax year as made out of undistributed income from the tax year ended December 31 2008

**TY 2013 Investments Corporate
Bonds Schedule**

Name: On Shore Foundation

EIN: 95-4100318

Software ID: 13000230

Software Version: 13.6.0.0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
See statement attached	2,078,209	2,078,209

**TY 2013 Investments Corporate
Stock Schedule**

Name: On Shore Foundation

EIN: 95-4100318

Software ID: 13000230

Software Version: 13.6.0.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
See statement attached	1,399,382	1,399,382

TY 2013 Investments - Land Schedule

Name: On Shore Foundation

EIN: 95-4100318

Software ID: 13000230

Software Version: 13.6.0.0

TY 2013 Investments - Other Schedule

Name: On Shore Foundation

EIN: 95-4100318

Software ID: 13000230

Software Version: 13.6.0.0

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Life Insurance	AT COST	614,225	614,225
See statement attached	FMV	520,940	520,940

TY 2013 Land, Etc. Schedule

Name: On Shore Foundation

EIN: 95-4100318

Software ID: 13000230

Software Version: 13.6.0.0

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Equipment and improvements	48,365	22,172	26,193	696
Auto	23,500	20,239	3,261	7,495

TY 2013 Other Assets Schedule

Name: On Shore Foundation

EIN: 95-4100318

Software ID: 13000230

Software Version: 13.6.0.0

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Prepaid fees	5,000	6,062	6,062

TY 2013 Other Expenses Schedule

Name: On Shore Foundation

EIN: 95-4100318

Software ID: 13000230

Software Version: 13.6.0.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bank Charge	76			76
Dues and Subscription	323			323
Insurance	277			277
Investment Expense	1,760	1,760	1,760	
Office Expense	234			234

TY 2013 Other Increases Schedule

Name: On Shore Foundation

EIN: 95-4100318

Software ID: 13000230

Software Version: 13.6.0.0

Description	Amount
Market Adjustment in Investments	49,872

TY 2013 Other Professional Fees Schedule

Name: On Shore Foundation

EIN: 95-4100318

Software ID: 13000230

Software Version: 13.6.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Pershing Adviser Solutions	78,370	78,370	78,370	

TY 2013 Taxes Schedule

Name: On Shore Foundation

EIN: 95-4100318

Software ID: 13000230

Software Version: 13.6.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Tax	243	243	243	

TY 2013 IRS Payment**Name:** On Shore Foundation**EIN:** 95-4100318**Software ID:** 13000230**Software Version:** 13.6.0.0**Routing Transit Number:** 122239131**Bank Account Number:** 9440916221**Type of Account:** Checking**Payment Amount in Dollars and
Cents:** 1,402**Requested Payment Date:** 2014-12-09**Taxpayer's Daytime Phone
Number:** (310) 312-1303

ONSHORE FOUNDATION
95-4100318
2013

PART I, LINE 6 (990-PF) - GAIN/LOSS FROM SALE OF ASSETS OTHER THAN INVENTORY

PERSHING ACCOUNT #: 5YV164688

QTY	DESCRIPTION	CUSIP	PURCHASER	DATE ACQUIRED	DATE SOLD	SALES PROCEEDS	COST BASIS	GAIN/LOSS
3 759	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	12/31/2012	02/07/2013	41	41	(0)
7 634	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	12/28/2012	02/07/2013	83	83	(0)
9 683	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	12/28/2012	02/07/2013	105	106	(0)
3 896	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	11/30/2012	02/07/2013	42	43	(1)
4 176	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	10/31/2012	02/07/2013	45	46	(1)
4 096	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	09/28/2012	02/07/2013	44	46	(1)
4 32	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	08/31/2012	02/07/2013	47	48	(1)
4 628	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	07/31/2012	02/07/2013	50	51	(1)
5 052	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	06/29/2012	02/07/2013	55	56	(1)
4 477	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	05/31/2012	02/07/2013	49	50	(1)
4 529	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	04/30/2012	02/07/2013	49	50	(1)
4 927	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	03/30/2012	02/07/2013	54	54	(1)
1 262	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	03/30/2012	02/07/2013	14	14	(0)
3 788	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	03/30/2012	02/07/2013	41	42	(1)
4 922	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	02/29/2012	02/07/2013	53	54	(1)
0 458	PIMCO EMERGING MARKETS BOND FUND CLASS D	PEMDX	ON SHORE FOUNDATION	01/31/2013	02/07/2013	6	6	(0)
19 307	PIMCO EMERGING MARKETS BOND FUND CLASS D	PEMDX	ON SHORE FOUNDATION	01/31/2013	02/07/2013	238	239	(0)
19 444	PIMCO EMERGING MARKETS BOND FUND CLASS D	PEMDX	ON SHORE FOUNDATION	12/31/2012	02/07/2013	240	243	(3)
23 673	PIMCO EMERGING MARKETS BOND FUND CLASS D	PEMDX	ON SHORE FOUNDATION	12/27/2012	02/07/2013	292	295	(3)
3 904	PIMCO EMERGING MARKETS BOND FUND CLASS D	PEMDX	ON SHORE FOUNDATION	12/12/2012	02/07/2013	48	49	(1)
21 01	PIMCO EMERGING MARKETS BOND FUND CLASS D	PEMDX	ON SHORE FOUNDATION	11/30/2012	02/07/2013	259	262	(2)
19 307	PIMCO EMERGING MARKETS BOND FUND CLASS D	PEMDX	ON SHORE FOUNDATION	10/31/2012	02/07/2013	238	239	(0)
17 09	PIMCO EMERGING MARKETS BOND FUND CLASS D	PEMDX	ON SHORE FOUNDATION	09/28/2012	02/07/2013	211	210	1
20 356	PIMCO EMERGING MARKETS BOND FUND CLASS D	PEMDX	ON SHORE FOUNDATION	08/31/2012	02/07/2013	251	248	3
17 607	PIMCO EMERGING MARKETS BOND FUND CLASS D	PEMDX	ON SHORE FOUNDATION	07/31/2012	02/07/2013	217	213	4
19 29	PIMCO EMERGING MARKETS BOND FUND CLASS D	PEMDX	ON SHORE FOUNDATION	06/29/2012	02/07/2013	238	226	12
18 566	PIMCO EMERGING MARKETS BOND FUND CLASS D	PEMDX	ON SHORE FOUNDATION	05/31/2012	02/07/2013	229	213	17
17 156	PIMCO EMERGING MARKETS BOND FUND CLASS D	PEMDX	ON SHORE FOUNDATION	04/30/2012	02/07/2013	212	202	10
17 787	PIMCO EMERGING MARKETS BOND FUND CLASS D	PEMDX	ON SHORE FOUNDATION	03/30/2012	02/07/2013	220	208	12

QTY	DESCRIPTION	CUSIP	PURCHASER	ACQUIRED	SOLD	PROCEEDS	BASIS	GAIN/LOSS
16 669	PIMCO EMERGING MARKETS BOND FUND CLASS D	PEMDX	ON SHORE FOUNDATION	02/29/2012	02/07/2013	206	194	12
TOAL LONG TERM GAIN/LOSS						3,880	3,830	51
3 677	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	01/31/2013	02/07/2013	40	41	(1)
4 888	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	01/31/2012	02/07/2013	53	54	(1)
45 024	PIMCO EMERGING MARKETS BOND FUND CLASS D	PEMDX	ON SHORE FOUNDATION	01/31/2012	02/07/2013	556	516	41
1,532 532	PIMCO TOTAL RETURN FUND CLASS D	PTTDX	ON SHORE FOUNDATION	03/21/2011	10/11/2013	16,582	16,689	(107)
737 811	PIMCO TOTAL RETURN FUND CLASS D	PTTDX	ON SHORE FOUNDATION	03/21/2011	08/08/2013	7,983	8,035	(52)
16 636	PIMCO TOTAL RETURN FUND CLASS D	PTTDX	ON SHORE FOUNDATION	02/28/2011	08/08/2013	180	181	(1)
20 211	PIMCO TOTAL RETURN FUND CLASS D	PTTDX	ON SHORE FOUNDATION	01/31/2011	08/08/2013	219	219	(1)
24 542	PIMCO TOTAL RETURN FUND CLASS D	PTTDX	ON SHORE FOUNDATION	12/31/2010	08/08/2013	266	266	(1)
271 467	PIMCO TOTAL RETURN FUND CLASS D	PTTDX	ON SHORE FOUNDATION	12/08/2010	08/08/2013	2,937	2,932	5
124 128	PIMCO TOTAL RETURN FUND CLASS D	PTTDX	ON SHORE FOUNDATION	12/08/2010	08/08/2013	1,343	1,341	2
20 96	PIMCO TOTAL RETURN FUND CLASS D	PTTDX	ON SHORE FOUNDATION	11/30/2010	08/08/2013	227	241	(14)
19 901	PIMCO TOTAL RETURN FUND CLASS D	PTTDX	ON SHORE FOUNDATION	10/29/2010	08/08/2013	215	233	(17)
2 233	PIMCO TOTAL RETURN FUND CLASS D	PTTDX	ON SHORE FOUNDATION	09/30/2010	08/08/2013	24	26	(2)
888 081	PIMCO TOTAL RETURN FUND CLASS D	PTTDX	ON SHORE FOUNDATION	09/22/2010	08/08/2013	9,609	10,266	(657)
5 196	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	12/30/2011	02/07/2013	56	58	(1)
3 524	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	12/29/2011	02/07/2013	38	39	(1)
19 029	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	12/29/2011	02/07/2013	207	210	(4)
5 091	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	11/30/2011	02/07/2013	55	57	(2)
5 397	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	10/31/2011	02/07/2013	59	60	(1)
5 442	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	09/30/2011	02/07/2013	59	61	(2)
5 339	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	08/31/2011	02/07/2013	58	60	(2)
5 272	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	07/29/2011	02/07/2013	57	58	(1)
5 277	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	06/30/2011	02/07/2013	57	58	(0)
5 07	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	05/31/2011	02/07/2013	55	56	(0)
4 914	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	04/29/2011	02/07/2013	53	53	0
5 008	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	03/31/2011	02/07/2013	54	54	1
4 967	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	02/28/2011	02/07/2013	54	53	1
5 128	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	01/31/2011	02/07/2013	56	55	1
5 099	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	12/31/2010	02/07/2013	55	55	1
8 623	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	12/30/2010	02/07/2013	94	92	1
31 213	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	12/30/2010	02/07/2013	339	334	5
4 883	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	11/30/2010	02/07/2013	53	54	(1)
5 292	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	10/29/2010	02/07/2013	57	59	(1)
1 461	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	09/30/2010	02/07/2013	16	16	(0)
1,835 267	VANGUARD GNMA FUND	VFIIX	ON SHORE FOUNDATION	09/22/2010	02/07/2013	19,931	20,243	(312)
32 00	SPDR SER TR BARCLAYS HIGH YIELD BD ETF	JNK	ON SHORE FOUNDATION	09/22/2010	02/07/2013	1,297	1,267	30
70 00	SPDR SER TR BARCLAYS HIGH YIELD BD ETF	JNK	ON SHORE FOUNDATION	09/22/2010	02/07/2013	2,836	2,771	66
665 00	SPDR SER TR BARCLAYS HIGH YIELD BD ETF	JNK	ON SHORE FOUNDATION	09/22/2010	02/07/2013	26,945	26,321	625
69 916	PIMCO EMERGING MARKETS BOND FUND CLASS D	PEMDX	ON SHORE FOUNDATION	12/30/2011	02/07/2013	863	787	77
67 419	PIMCO EMERGING MARKETS BOND FUND CLASS D	PEMDX	ON SHORE FOUNDATION	11/30/2011	02/07/2013	833	754	79

QTY	DESCRIPTION	CUSIP	PURCHASER	ACQUIRED	SOLD	PROCEEDS	BASIS	GAIN/LOSS
66 062	PIMCO EMERGING MARKETS BOND FUND CLASS D	PEMDX	ON SHORE FOUNDATION	10/31/2011	02/07/2013	816	748	67
77 315	PIMCO EMERGING MARKETS BOND FUND CLASS D	PEMDX	ON SHORE FOUNDATION	09/30/2011	02/07/2013	955	838	117
30 405	PIMCO EMERGING MARKETS BOND FUND CLASS D	PEMDX	ON SHORE FOUNDATION	08/31/2011	02/07/2013	376	346	29
4,905 97	PIMCO EMERGING MARKETS BOND FUND CLASS D	PEMDX	ON SHORE FOUNDATION	08/18/2011	02/07/2013	60,589	55,683	4,906
TOAL SHORT TERM GAIN/LOSS						157,208	152,336	4,872
GRAND TOTAL						161,088	156,166	4,922

ONSHORE FOUNDATION
95-4100318
2013

PART I, LINE 6 (990-PF) - GAIN/LOSS FROM SALE OF ASSETS OTHER THAN INVENTORY

PERSHING ACCOUNT #: 5YV164696

QTY	DESCRIPTION	CUSIP	PURCHASER	DATE ACQUIRED	DATE SOLD	SALES PROCEEDS	COST BASIS	GAIN/LOSS
	AMERICA MOVIL SA DE CV ISIN#US02364WAN56 5 625% 11/15/17 B/E							
50,000 00	DTD 10/30/07 CLB	AMOV3671946	ON SHORE FOUNDATION	1/10/2011	4/3/2013	58,209	54,105	4,104
	BANK AMER CORP SR MED TRM NTS 7 375%							
50,000 00	05/15/14 B/E DTD 05/13/09 CLB	BAC IBT	ON SHORE FOUNDATION	9/13/2011	2/19/2013	53,811	51,841	1,969
	BEAR STEARNS COS INC SR NT 6 400%							
15,000 00	10/02/17 B/E DTD 10/02/07	JPM MHQ	ON SHORE FOUNDATION	12/7/2010	9/24/2013	17,514	16,318	1,196
	BOSTON PPTYS LTD PARTNERSHIP FIXED RT SR NT 5 625% 11/15/20 B/E DTD 04/19/10							
5,000 00	CLB	BXP GM	ON SHORE FOUNDATION	2/16/2011	9/24/2013	5,611	5,265	346
	CCO HLDGS LLC / CCO HLDGS CAP CORP GTD SR NT 7 875% 04/30/18 B/E DTD 10/30/10							
50,000 00	CLB	CHTR IO	ON SHORE FOUNDATION	2/2/2012	5/3/2013	51,663	52,953	(1,291)
	CHESAPEAKE ENERGY CORP SR NT 9 500% 02/15/15 B/E DTD 02/02/09 CLD							
10,000 00	CHK HR	CHK HR	ON SHORE FOUNDATION	9/24/2013	9/24/2013	11,040	11,394	(354)
	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # G12710 "GOLD" 5 500% 07/01/22 B/E							
275,000 00	DTD 06/01/07	FMCC2896673	ON SHORE FOUNDATION	12/9/2010	1/15/2014	716	774	(58)
	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # G12710 "GOLD" 5 500% 07/01/22 B/E							
275,000 00	DTD 06/01/07	FMCC2896673	ON SHORE FOUNDATION	12/9/2010	12/5/2013	535	578	(43)
	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # G12710 "GOLD" 5 500% 07/01/22 B/E							
275,000 00	DTD 06/01/07	FMCC2896673	ON SHORE FOUNDATION	12/9/2010	11/6/2013	944	1,020	(77)
	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # G12710 "GOLD" 5 500% 07/01/22 B/E							
275,000 00	DTD 06/01/07	FMCC2896673	ON SHORE FOUNDATION	12/9/2010	10/4/2013	1,151	1,244	(94)
	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # G12710 "GOLD" 5 500% 07/01/22 B/E							
275,000 00	DTD 06/01/07	FMCC2896673	ON SHORE FOUNDATION	12/9/2010	9/6/2013	856	926	(70)
	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # G12710 "GOLD" 5 500% 07/01/22 B/E							
275,000 00	DTD 06/01/07	FMCC2896673	ON SHORE FOUNDATION	12/9/2010	8/6/2013	1,176	1,271	(96)
	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # G12710 "GOLD" 5 500% 07/01/22 B/E							
275,000 00	DTD 06/01/07	FMCC2896673	ON SHORE FOUNDATION	12/9/2010	7/5/2013	1,259	1,362	(102)
	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # G12710 "GOLD" 5 500% 07/01/22 B/E							
275,000 00	DTD 06/01/07	FMCC2896673	ON SHORE FOUNDATION	12/9/2010	6/6/2013	1,484	1,605	(121)
	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # G12710 "GOLD" 5 500% 07/01/22 B/E							
275,000 00	DTD 06/01/07	FMCC2896673	ON SHORE FOUNDATION	12/9/2010	5/6/2013	1,668	1,803	(136)

QTY	DESCRIPTION	CUSIP	PURCHASER	ACQUIRED	SOLD	PROCEEDS	BASIS	GAIN/LOSS
275,000 00	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # G12710 "GOLD" 5 500% 07/01/22 B/E DTD 06/01/07	FMCC2896673	ON SHORE FOUNDATION	12/9/2010	4/4/2013	1,527	1,651	(124)
275,000 00	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # G12710 "GOLD" 5 500% 07/01/22 B/E DTD 06/01/07	FMCC2896673	ON SHORE FOUNDATION	12/9/2010	3/6/2013	1,544	1,670	(125)
275,000 00	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # G12710 "GOLD" 5 500% 07/01/22 B/E DTD 06/01/07	FMCC2896673	ON SHORE FOUNDATION	12/9/2010	2/6/2013	1,394	1,508	(113)
285,000 00	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # G13255 "GOLD" 5 000% 07/01/23 B/E DTD 08/01/08	FMCC2978952	ON SHORE FOUNDATION	1/25/2011	5/8/2013	41,968	41,659	309
285,000 00	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # G13255 "GOLD" 5 000% 07/01/23 B/E DTD 08/01/08	FMCC2978952	ON SHORE FOUNDATION	1/25/2011	5/6/2013	1,836	1,954	(117)
285,000 00	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # G13255 "GOLD" 5 000% 07/01/23 B/E DTD 08/01/08	FMCC2978952	ON SHORE FOUNDATION	1/25/2011	4/4/2013	1,421	1,512	(91)
285,000 00	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # G13255 "GOLD" 5 000% 07/01/23 B/E DTD 08/01/08	FMCC2978952	ON SHORE FOUNDATION	1/25/2011	3/6/2013	2,249	2,393	(144)
285,000 00	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # G13255 "GOLD" 5 000% 07/01/23 B/E DTD 08/01/08	FMCC2978952	ON SHORE FOUNDATION	1/25/2011	2/6/2013	1,739	1,850	(111)
100,000 00	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # Q08998 3 500% 06/01/42 B/E DTD 06/01/12	FMCC3865403	ON SHORE FOUNDATION	7/16/2012	1/15/2014	376	399	(23)
100,000 00	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # Q08998 3 500% 06/01/42 B/E DTD 06/01/12	FMCC3865403	ON SHORE FOUNDATION	7/16/2012	2/18/2014	370	393	(22)
100,000 00	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # Q08998 3 500% 06/01/42 B/E DTD 06/01/12	FMCC3865403	ON SHORE FOUNDATION	7/16/2012	12/5/2013	321	341	(19)
100,000 00	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # Q08998 3 500% 06/01/42 B/E DTD 06/01/12	FMCC3865403	ON SHORE FOUNDATION	7/16/2012	11/6/2013	591	627	(36)
100,000 00	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # Q08998 3 500% 06/01/42 B/E DTD 06/01/12	FMCC3865403	ON SHORE FOUNDATION	7/16/2012	10/4/2013	641	679	(39)
25,000 00	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # Q08998 3 500% 06/01/42 B/E DTD 06/01/12	FMCC3865403	ON SHORE FOUNDATION	7/16/2012	9/24/2013	20,733	21,808	(1,075)
125,000 00	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # Q08998 3 500% 06/01/42 B/E DTD 06/01/12	FMCC3865403	ON SHORE FOUNDATION	7/16/2012	9/6/2013	997	1,058	(60)
125,000 00	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # Q08998 3 500% 06/01/42 B/E DTD 06/01/12	FMCC3865403	ON SHORE FOUNDATION	7/16/2012	8/6/2013	956	1,014	(58)
25,000 00	FEDERAL NATL MTG ASSN BENCHMARK NOTES 5 000% 02/13/17 B/E DTD 01/12/07	FNMA AMA	ON SHORE FOUNDATION	11/2/2011	9/24/2013	28,348	28,031	317

QTY	DESCRIPTION	CUSIP	PURCHASER	ACQUIRED	SOLD	PROCEEDS	BASIS	GAIN/LOSS
15,000 00	FIRST HORIZON NATL CORP FIXED RATE 5-YEAR SENIOR NOTES 5 375% 12/15/15 B/E DTD 12/20/10	FHN3687896	ON SHORE FOUNDATION	1/28/2011	9/24/2013	16,184	15,536	647
245,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 725424 5 500% 04/01/34 B/E DTD 04/01/04	FNMA2699757	ON SHORE FOUNDATION	12/8/2010	1/25/2014	463	432	31
245,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 725424 5 500% 04/01/34 B/E DTD 04/01/04	FNMA2699757	ON SHORE FOUNDATION	12/8/2010	12/5/2013	477	512	(35)
245,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 725424 5 500% 04/01/34 B/E DTD 04/01/04	FNMA2699757	ON SHORE FOUNDATION	12/8/2010	11/6/2013	617	663	(46)
245,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 725424 5 500% 04/01/34 B/E DTD 04/01/04	FNMA2699757	ON SHORE FOUNDATION	12/8/2010	10/4/2013	676	726	(50)
245,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 725424 5 500% 04/01/34 B/E DTD 04/01/04	FNMA2699757	ON SHORE FOUNDATION	12/8/2010	9/6/2013	837	899	(62)
245,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 725424 5 500% 04/01/34 B/E DTD 04/01/04	FNMA2699757	ON SHORE FOUNDATION	12/8/2010	8/6/2013	987	1,060	(73)
245,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 725424 5 500% 04/01/34 B/E DTD 04/01/04	FNMA2699757	ON SHORE FOUNDATION	12/8/2010	7/5/2013	1,001	1,075	(74)
245,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 725424 5 500% 04/01/34 B/E DTD 04/01/04	FNMA2699757	ON SHORE FOUNDATION	12/8/2010	6/6/2013	1,162	1,248	(86)
245,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 725424 5 500% 04/01/34 B/E DTD 04/01/04	FNMA2699757	ON SHORE FOUNDATION	12/8/2010	5/6/2013	1,123	1,206	(83)
245,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 725424 5 500% 04/01/34 B/E DTD 04/01/04	FNMA2699757	ON SHORE FOUNDATION	12/8/2010	4/4/2013	1,173	1,260	(87)
245,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 725424 5 500% 04/01/34 B/E DTD 04/01/04	FNMA2699757	ON SHORE FOUNDATION	12/8/2010	3/6/2013	1,113	1,195	(82)
245,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 725424 5 500% 04/01/34 B/E DTD 04/01/04	FNMA2699757	ON SHORE FOUNDATION	12/8/2010	2/6/2013	1,243	1,334	(92)
285,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 735580 5 000% 06/01/35 B/E DTD 05/01/05	FNMA2768685	ON SHORE FOUNDATION	12/2/2010	1/7/2014	827	878	(50)
285,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 735580 5 000% 06/01/35 B/E DTD 05/01/05	FNMA2768685	ON SHORE FOUNDATION	12/2/2010	12/5/2013	896	951	(55)
285,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 735580 5 000% 06/01/35 B/E DTD 05/01/05	FNMA2768685	ON SHORE FOUNDATION	12/2/2010	11/6/2013	1,011	1,072	(62)
285,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 735580 5 000% 06/01/35 B/E DTD 05/01/05	FNMA2768685	ON SHORE FOUNDATION	12/2/2010	10/4/2013	1,296	1,375	(79)
285,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 735580 5 000% 06/01/35 B/E DTD 05/01/05	FNMA2768685	ON SHORE FOUNDATION	12/2/2010	9/6/2013	1,636	1,735	(100)
285,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 735580 5 000% 06/01/35 B/E DTD 05/01/05	FNMA2768685	ON SHORE FOUNDATION	12/2/2010	8/6/2013	1,965	2,085	(120)
285,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 735580 5 000% 06/01/35 B/E DTD 05/01/05	FNMA2768685	ON SHORE FOUNDATION	12/2/2010	7/5/2013	2,087	2,214	(127)
285,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 735580 5 000% 06/01/35 B/E DTD 05/01/05	FNMA2768685	ON SHORE FOUNDATION	12/2/2010	6/6/2013	2,104	2,233	(128)
285,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 735580 5 000% 06/01/35 B/E DTD 05/01/05	FNMA2768685	ON SHORE FOUNDATION	12/2/2010	5/6/2013	2,440	2,589	(149)
285,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 735580 5 000% 06/01/35 B/E DTD 05/01/05	FNMA2768685	ON SHORE FOUNDATION	12/2/2010	4/4/2013	2,513	2,666	(153)
285,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 735580 5 000% 06/01/35 B/E DTD 05/01/05	FNMA2768685	ON SHORE FOUNDATION	12/2/2010	3/6/2013	2,276	2,415	(139)
285,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 735580 5 000% 06/01/35 B/E DTD 05/01/05	FNMA2768685	ON SHORE FOUNDATION	12/2/2010	2/6/2013	2,587	2,745	(158)

QTY	DESCRIPTION	CUSIP	PURCHASER	ACQUIRED	SOLD	PROCEEDS	BASIS	GAIN/LOSS
150,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 735667 5 000% 07/01/35 B/E DTD 06/01/05	FNMA2774245	ON SHORE FOUNDATION	12/8/2010	1/25/2014	468	494	(26)
150,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 735667 5 000% 07/01/35 B/E DTD 06/01/05	FNMA2774245	ON SHORE FOUNDATION	12/8/2010	12/5/2013	500	527	(27)
150,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 735667 5 000% 07/01/35 B/E DTD 06/01/05	FNMA2774245	ON SHORE FOUNDATION	12/8/2010	11/6/2013	564	595	(31)
150,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 735667 5 000% 07/01/35 B/E DTD 06/01/05	FNMA2774245	ON SHORE FOUNDATION	12/8/2010	10/4/2013	614	647	(34)
150,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 735667 5 000% 07/01/35 B/E DTD 06/01/05	FNMA2774245	ON SHORE FOUNDATION	12/8/2010	9/6/2013	853	900	(47)
150,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 735667 5 000% 07/01/35 B/E DTD 06/01/05	FNMA2774245	ON SHORE FOUNDATION	12/8/2010	8/6/2013	967	1,020	(53)
150,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 735667 5 000% 07/01/35 B/E DTD 06/01/05	FNMA2774245	ON SHORE FOUNDATION	12/8/2010	7/5/2013	1,014	1,069	(55)
150,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 735667 5 000% 07/01/35 B/E DTD 06/01/05	FNMA2774245	ON SHORE FOUNDATION	12/8/2010	6/6/2013	1,134	1,196	(62)
150,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 735667 5 000% 07/01/35 B/E DTD 06/01/05	FNMA2774245	ON SHORE FOUNDATION	12/8/2010	5/6/2013	1,194	1,259	(65)
150,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 735667 5 000% 07/01/35 B/E DTD 06/01/05	FNMA2774245	ON SHORE FOUNDATION	12/8/2010	4/4/2013	1,206	1,272	(66)
150,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 735667 5 000% 07/01/35 B/E DTD 06/01/05	FNMA2774245	ON SHORE FOUNDATION	12/8/2010	3/6/2013	1,135	1,197	(62)
150,000 00	FNMA GTD MTG PASS THRU CTFS POOL # 735667 5 000% 07/01/35 B/E DTD 06/01/05	FNMA2774245	ON SHORE FOUNDATION	12/8/2010	2/6/2013	1,224	1,291	(67)
130,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AE0375 4 000% 07/01/25 B/E DTD 09/01/10	FNMA3079059	ON SHORE FOUNDATION	2/11/2011	3/8/2013	58,486	55,937	2,549
130,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AE0375 4 000% 07/01/25 B/E DTD 09/01/10	FNMA3079059	ON SHORE FOUNDATION	2/11/2011	3/6/2013	2,175	2,222	(48)
130,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AE0375 4 000% 07/01/25 B/E DTD 09/01/10	FNMA3079059	ON SHORE FOUNDATION	2/11/2011	2/6/2013	2,688	2,747	(59)
100,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AE3049 4 500% 09/01/40 B/E DTD 09/01/10	FNMA3077065	ON SHORE FOUNDATION	11/29/2010	1/25/2014	531	556	(24)
100,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AE3049 4 500% 09/01/40 B/E DTD 09/01/10	FNMA3077065	ON SHORE FOUNDATION	11/29/2010	12/5/2013	435	455	(20)
100,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AE3049 4 500% 09/01/40 B/E DTD 09/01/10	FNMA3077065	ON SHORE FOUNDATION	11/29/2010	11/6/2013	453	474	(21)
100,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AE3049 4 500% 09/01/40 B/E DTD 09/01/10	FNMA3077065	ON SHORE FOUNDATION	11/29/2010	10/4/2013	698	729	(32)
100,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AE3049 4 500% 09/01/40 B/E DTD 09/01/10	FNMA3077065	ON SHORE FOUNDATION	11/29/2010	9/6/2013	899	940	(41)
100,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AE3049 4 500% 09/01/40 B/E DTD 09/01/10	FNMA3077065	ON SHORE FOUNDATION	11/29/2010	8/6/2013	1,469	1,536	(67)
100,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AE3049 4 500% 09/01/40 B/E DTD 09/01/10	FNMA3077065	ON SHORE FOUNDATION	11/29/2010	7/5/2013	1,790	1,872	(82)
100,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AE3049 4 500% 09/01/40 B/E DTD 09/01/10	FNMA3077065	ON SHORE FOUNDATION	11/29/2010	6/6/2013	1,966	2,055	(90)
100,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AE3049 4 500% 09/01/40 B/E DTD 09/01/10	FNMA3077065	ON SHORE FOUNDATION	11/29/2010	5/6/2013	2,065	2,159	(94)
100,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AE3049 4 500% 09/01/40 B/E DTD 09/01/10	FNMA3077065	ON SHORE FOUNDATION	11/29/2010	4/4/2013	2,034	2,127	(93)

QTY	DESCRIPTION	CUSIP	PURCHASER	ACQUIRED	SOLD	PROCEEDS	BASIS	GAIN/LOSS
100,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AE3049 4 500% 09/01/40 B/E DTD 09/01/10	FNMA3077065	ON SHORE FOUNDATION	11/29/2010	3/6/2013	1,938	2,027	(88)
100,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AE3049 4 500% 09/01/40 B/E DTD 09/01/10	FNMA3077065	ON SHORE FOUNDATION	11/29/2010	2/6/2013	2,087	2,182	(95)
100,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AI7778 4 000% 07/01/41 B/E DTD 07/01/11	FNMA3609430	ON SHORE FOUNDATION	9/27/2011	9/24/2013	44,069	44,313	(244)
100,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AI7778 4 000% 07/01/41 B/E DTD 07/01/11	FNMA3609430	ON SHORE FOUNDATION	9/27/2011	9/6/2013	623	653	(30)
100,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AI7778 4 000% 07/01/41 B/E DTD 07/01/11	FNMA3609430	ON SHORE FOUNDATION	9/27/2011	8/6/2013	1,328	1,393	(65)
100,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AI7778 4 000% 07/01/41 B/E DTD 07/01/11	FNMA3609430	ON SHORE FOUNDATION	9/27/2011	7/5/2013	1,743	1,827	(85)
100,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AI7778 4 000% 07/01/41 B/E DTD 07/01/11	FNMA3609430	ON SHORE FOUNDATION	9/27/2011	6/6/2013	2,027	2,126	(99)
100,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AI7778 4 000% 07/01/41 B/E DTD 07/01/11	FNMA3609430	ON SHORE FOUNDATION	9/27/2011	5/6/2013	1,845	1,934	(90)
100,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AI7778 4 000% 07/01/41 B/E DTD 07/01/11	FNMA3609430	ON SHORE FOUNDATION	9/27/2011	4/4/2013	3,311	3,472	(161)
100,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AI7778 4 000% 07/01/41 B/E DTD 07/01/11	FNMA3609430	ON SHORE FOUNDATION	9/27/2011	3/6/2013	3,183	3,338	(155)
100,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AI7778 4 000% 07/01/41 B/E DTD 07/01/11	FNMA3609430	ON SHORE FOUNDATION	9/27/2011	2/6/2013	2,826	2,963	(137)
130,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AJ7717 3 000% 12/01/26 B/E DTD 12/01/11	FNMA3652906	ON SHORE FOUNDATION	2/9/2012	1/7/2014	1,097	1,143	(46)
130,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AJ7717 3 000% 12/01/26 B/E DTD 12/01/11	FNMA3652906	ON SHORE FOUNDATION	2/9/2012	12/5/2013	940	980	(39)
130,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AJ7717 3 000% 12/01/26 B/E DTD 12/01/11	FNMA3652906	ON SHORE FOUNDATION	2/9/2012	11/6/2013	913	952	(38)
130,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AJ7717 3 000% 12/01/26 B/E DTD 12/01/11	FNMA3652906	ON SHORE FOUNDATION	2/9/2012	10/4/2013	1,110	1,156	(46)
130,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AJ7717 3 000% 12/01/26 B/E DTD 12/01/11	FNMA3652906	ON SHORE FOUNDATION	2/9/2012	9/6/2013	1,277	1,331	(54)
130,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AJ7717 3 000% 12/01/26 B/E DTD 12/01/11	FNMA3652906	ON SHORE FOUNDATION	2/9/2012	8/6/2013	1,818	1,894	(76)
130,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AJ7717 3 000% 12/01/26 B/E DTD 12/01/11	FNMA3652906	ON SHORE FOUNDATION	2/9/2012	7/5/2013	2,703	2,816	(113)
130,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AJ7717 3 000% 12/01/26 B/E DTD 12/01/11	FNMA3652906	ON SHORE FOUNDATION	2/9/2012	6/6/2013	2,459	2,562	(103)
130,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AJ7717 3 000% 12/01/26 B/E DTD 12/01/11	FNMA3652906	ON SHORE FOUNDATION	2/9/2012	5/6/2013	2,180	2,271	(91)
130,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AJ7717 3 000% 12/01/26 B/E DTD 12/01/11	FNMA3652906	ON SHORE FOUNDATION	2/9/2012	4/4/2013	2,464	2,567	(103)
130,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AJ7717 3 000% 12/01/26 B/E DTD 12/01/11	FNMA3652906	ON SHORE FOUNDATION	2/9/2012	3/6/2013	2,709	2,822	(113)
55,000 00	FORD MTR CR CO GLOBAL NT 7 000% 10/01/13 B/E DTD 09/23/03 CLB	F GAA	ON SHORE FOUNDATION	11/23/2010	10/1/2013	55,000	55,000	-
35,000 00	GENERAL ELEC CAP CORP MEDIUM TERM NTS MED TRM NTS SER-A PRCE SPPL #3717 6 750% 03/15/32 B/E DTD 03/20/02	GE ZF	ON SHORE FOUNDATION	11/22/2010	10/18/2013	42,730	38,336	4,395

QTY	DESCRIPTION	CUSIP	PURCHASER	ACQUIRED	SOLD	PROCEEDS	BASIS	GAIN/LOSS
20,000 00	GENERAL ELEC CAP CORP MEDIUM TERM NTS MED TRM NTS SER-A PRCE SPPL #3717 6 750% 03/15/32 B/E DTD 03/20/02	GE ZF	ON SHORE FOUNDATION	11/22/2010	9/24/2013	24,141	21,910	2,231
26,000 00	HANESBRANDS INC FIXED RATE SR NT 8 000% 12/15/16 B/E DTD 12/10/09 CLB	HBI GC	ON SHORE FOUNDATION	3/16/2011	2/8/2013	28,340	27,416	924
10,000 00	HEALTH CARE REIT INC FIXED RT NT 4 700% 09/15/17 B/E DTD 09/10/10	HCN GO	ON SHORE FOUNDATION	4/26/2011	9/24/2013	10,909	10,122	787
50,000 00	INTERNATIONAL LEASE FIN CORP- MEDIUM TERM NTS MED TERM NTS SER R 5 625% 09/20/13 B/E DTD 09/19/06	AIG GPA	ON SHORE FOUNDATION	6/27/2011	9/20/2013	50,000	50,000	-
40,000 00	KRAFT FOODS INC NT 6 750% 02/19/14 B/E DTD 12/19/08	MDLZ3674628	ON SHORE FOUNDATION	4/20/2011	7/24/2013	41,304	41,068	236
10,000 00	LIMITED BRANDS INC SR NT 6 900% 07/15/17 B/E DTD 07/17/07	LTD GG	ON SHORE FOUNDATION	4/10/2012	9/24/2013	11,304	10,858	446
15,000 00	PETROBRAS INTL FINANCE COMPANY LTD ISIN#US71645WAM38 5 875% 03/01/18 B/E DTD 11/01/07 CLB	PBR3671983	ON SHORE FOUNDATION	1/4/2011	9/24/2013	16,186	15,675	511
15,000 00	REGIONS FINL CORP NEW SR FIXED RT 7 750% 11/10/14 B/E DTD 11/10/09	RF GP	ON SHORE FOUNDATION	4/26/2012	10/11/2013	16,061	15,649	413
10,000 00	REGIONS FINL CORP NEW SR FIXED RT 7 750% 11/10/14 B/E DTD 11/10/09	RF GP	ON SHORE FOUNDATION	4/26/2012	5/13/2013	11,088	10,602	486
25,000 00	REGIONS FINL CORP NEW SR FIXED RT 7 750% 11/10/14 B/E DTD 11/10/09	RF GP	ON SHORE FOUNDATION	8/24/2011	5/13/2013	27,719	25,047	2,672
45,000 00	ROYAL CARIBBEAN CRUISES LTD SR SUB NT 6 875% 12/01/13 B/E DTD 11/21/03 CLB	RCL GM	ON SHORE FOUNDATION	11/23/2010	12/1/2013	45,000	45,000	-
10,000 00	ROYAL CARIBBEAN CRUISES LTD SR SUB NT 6 875% 12/01/13 B/E DTD 11/21/03 CLB	RCL GM	ON SHORE FOUNDATION	11/23/2010	9/24/2013	10,055	10,041	14
55,000 00	SLM CORP MEDIUM TERM NTS MED TERM NT 5 375% 01/15/13 B/E DTD 12/06/02	SLM GV	ON SHORE FOUNDATION	11/30/2010	1/15/2013	55,000	55,000	-
20,000 00	UNITED STATES TREAS BDS 3 875% 08/15/40 B/E DTD 08/15/10	912810QK7	ON SHORE FOUNDATION	12/21/2011	9/24/2013	20,919	23,586	(2,667)
35,000 00	UNITED STATES TREAS BDS 3 875% 08/15/40 B/E DTD 08/15/10	912810QK7	ON SHORE FOUNDATION	12/21/2011	9/3/2013	35,980	41,284	(5,303)
15,000 00	UNITED STATES TREAS BDS 3 875% 08/15/40 B/E DTD 08/15/10	912810QK7	ON SHORE FOUNDATION	10/14/2011	9/3/2013	15,420	16,809	(1,388)
5,000 00	UNITED STATES TREAS BDS 3 875% 08/15/40 B/E DTD 08/15/10	912810QK7	ON SHORE FOUNDATION	10/14/2011	4/5/2013	6,054	5,609	445
25,000 00	UNITED STATES TREAS BDS 3 875% 08/15/40 B/E DTD 08/15/10	912810QK7	ON SHORE FOUNDATION	9/28/2011	4/5/2013	30,270	28,682	1,588
5,000 00	UNITED STATES TREAS BDS 3 875% 08/15/40 B/E DTD 08/15/10	912810QK7	ON SHORE FOUNDATION	11/23/2010	4/5/2013	6,054	4,767	1,287
15,000 00	UNITED STATES TREAS NTS 1 750% 05/15/22 B/E DTD 05/15/12	912828SV3	ON SHORE FOUNDATION	8/3/2012	9/24/2013	14,171	15,207	(1,036)
30,000 00	UNITED STATES TREAS NTS 2 625% 11/15/20 B/E DTD 11/15/10	912828PC8	ON SHORE FOUNDATION	1/6/2011	9/24/2013	31,107	28,472	2,635
10,000 00	UNITED STATES TREAS NTS 2 625% 11/15/20 B/E DTD 11/15/10	912828PC8	ON SHORE FOUNDATION	1/6/2011	3/26/2013	10,877	9,460	1,417
35,000 00	UNITED STATES TREAS NTS 2 750% 02/15/19 B/E DTD 02/15/09	912828KD1	ON SHORE FOUNDATION	12/2/2010	9/24/2013	37,153	35,242	1,911
20,000 00	UNITED STATES TREAS NTS 3 625% 02/15/20 B/E DTD 02/15/10	912828MP2	ON SHORE FOUNDATION	11/22/2010	9/24/2013	22,172	21,119	1,053

QTY	DESCRIPTION	CUSIP	PURCHASER	ACQUIRED	SOLD	PROCEEDS	BASIS	GAIN/LOSS
30,000 00	UNITED STATES TREAS NTS 4 250% 11/15/17 B/E DTD 11/15/07	912828HH6	ON SHORE FOUNDATION	8/26/2010	6/5/2013	34,413	32,919	1,495
15,000 00	UNITED STATES TREAS NTS 4 250% 11/15/17 B/E DTD 11/15/07	912828HH6	ON SHORE FOUNDATION	6/16/2009	6/5/2013	17,207	15,411	1,795
15,000 00	VALE OVERSEAS LTD NTS ISIN#US91911TAJ25 5 625% 09/15/19 B/E DTD 09/15/09 CLB	VALE3676238	ON SHORE FOUNDATION	11/30/2010	9/24/2013	16,450	15,999	451
27,000 00	YUM BRANDS INC SR NT 6 250% 03/15/18 B/E DTD 10/19/07	YUM GG	ON SHORE FOUNDATION	1/4/2011	11/20/2013	32,020	30,581	1,439
15,000 00	YUM BRANDS INC SR NT 6 250% 03/15/18 B/E DTD 10/19/07	YUM GG	ON SHORE FOUNDATION	1/4/2011	9/24/2013	17,427	16,989	437
TOAL LONG TERM GAIN/LOSS						1,327,084	1,306,963	20,121
45,000 00	BANK AMER CORP FIXED RT SR NT SERIES L 6 500% 08/01/16 B/E DTD 07/28/09	BAC ICU	ON SHORE FOUNDATION	2/19/2013	8/16/2013	50,827	50,990	(164)
5,000 00	BANK AMER CORP MED TERM NTS SER L 5 650% 05/01/18 B/E DTD 05/02/08	BAC HDV	ON SHORE FOUNDATION	8/16/2013	9/24/2013	5,635	5,570	65
10,000 00	CONSTELLATION BRANDS INC SR NT 7 250% 05/15/17 REG DTD 11/14/07	STZ GE	ON SHORE FOUNDATION	9/26/2012	9/24/2013	11,513	11,367	145
125,000 00	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # Q08998 3 500% 06/01/42 B/E DTD 06/01/12	FMCC3865403	ON SHORE FOUNDATION	7/16/2012	7/5/2013	1,995	2,116	(121)
125,000 00	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # Q08998 3 500% 06/01/42 B/E DTD 06/01/12	FMCC3865403	ON SHORE FOUNDATION	7/16/2012	6/6/2013	1,529	1,621	(92)
125,000 00	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # Q08998 3 500% 06/01/42 B/E DTD 06/01/12	FMCC3865403	ON SHORE FOUNDATION	7/16/2012	5/6/2013	1,261	1,338	(76)
125,000 00	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # Q08998 3 500% 06/01/42 B/E DTD 06/01/12	FMCC3865403	ON SHORE FOUNDATION	7/16/2012	4/4/2013	901	955	(54)
125,000 00	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # Q08998 3 500% 06/01/42 B/E DTD 06/01/12	FMCC3865403	ON SHORE FOUNDATION	7/16/2012	3/6/2013	1,771	1,877	(107)
10,000 00	FEDERAL HOME LN MTG CORP REFERENCE NTS FED REFERENCE BOND 3 750% 03/27/19 B/E DTD 03/27/09	FMCC BDA	ON SHORE FOUNDATION	12/28/2012	9/24/2013	10,994	11,409	(415)
20,000 00	FEDERAL HOME LN MTG CORP REFERENCE NTS FED REFERENCE NOTES 1 000% 09/29/17 B/E DTD 08/10/12	FMCC3888552	ON SHORE FOUNDATION	3/8/2013	6/25/2013	19,600	20,086	(486)
50,000 00	FEDERAL HOME LN MTG CORP REFERENCE NTS FED REFERENCE NOTES 1 000% 09/29/17 B/E DTD 08/10/12	FMCC3888552	ON SHORE FOUNDATION	11/8/2012	6/25/2013	49,000	50,495	(1,495)
50,000 00	FEDERAL HOME LN MTG CORP REFERENCE NTS FED REFERENCE NOTES 1 000% 09/29/17 B/E DTD 08/10/12	FMCC3888552	ON SHORE FOUNDATION	10/22/2012	6/25/2013	49,000	50,157	(1,158)
130,000 00	FNMA GTD MTG PASS THRU CTFS POOL # AJ7717 3 000% 12/01/26 B/E DTD 12/01/11	FNMA3652906	ON SHORE FOUNDATION	2/9/2012	2/6/2013	3,206	3,340	(134)
10,000 00	GOLDMAN SACHS GROUP INC SR GLOBAL NT 5 750% 10/01/16 B/E DTD 09/19/06 CLB	GS WB	ON SHORE FOUNDATION	10/9/2012	9/24/2013	11,167	11,120	46

QTY	DESCRIPTION	CUSIP	PURCHASER	ACQUIRED	SOLD	PROCEEDS	BASIS	GAIN/LOSS
10,000 00	HANESBRANDS INC GTD SR NT - CUSIP FULLY EXCHANGED FROM OLD CUSIP 410345AG7 6 375% 12/15/20 B/E DTD 11/09/10 CLB	HBI GF	ON SHORE FOUNDATION	2/8/2013	9/24/2013	10,800	10,739	61
10,000 00	HCP INC SR NT 2 625% 02/01/20 B/E DTD 11/19/12 CLB	HCP3930869	ON SHORE FOUNDATION	5/17/2013	9/24/2013	9,493	10,112	(619)
10,000 00	HERTZ CORP SR NT-FULLY EXCHANGED FROM CUSIP 428040CH0 6 750% 04/15/19 B/E DTD 04/15/11 CLB	HTZ AS	ON SHORE FOUNDATION	5/23/2013	9/24/2013	10,680	10,835	(155)
5,000 00	KINDER MORGAN ENERGY PARTNERS L P SR NT 5 950% 02/15/18 B/E DTD 02/12/08 CLB	KMI3672619	ON SHORE FOUNDATION	3/26/2013	9/24/2013	5,728	5,969	(241)
10,000 00	SALLY HLDGS LLC / SALLY CAP INC GTD SR NT 6 875% 11/15/19 B/E DTD 05/15/12 CLB	SBH3862004	ON SHORE FOUNDATION	4/4/2013	9/24/2013	10,900	10,980	(80)
10,000 00	SLM CORP MEDIUM TERM NTS FIXED RATE NTS SER A 3 875% 09/10/15 B/E DTD 09/12/12	SLM3898988	ON SHORE FOUNDATION	1/28/2013	9/24/2013	10,260	10,320	(60)
10,000 00	TESORO CORP SR NT 4 250% 10/01/17 B/E DTD 09/27/12 CLB	TSO3902796	ON SHORE FOUNDATION	5/13/2013	9/24/2013	10,204	10,529	(325)
5,000 00	TIME WARNER CABLE INC NT 6 750% 07/01/18 B/E DTD 06/19/08 CLB	TWC3673709	ON SHORE FOUNDATION	7/24/2013	9/24/2013	5,594	5,514	80
30,000 00	UNITED STATES TREAS NTS 1 750% 05/15/23 B/E DTD 05/15/13	912828VB3	ON SHORE FOUNDATION	6/5/2013	9/24/2013	27,723	29,097	(1,374)
TOAL SHORT TERM GAIN/LOSS						319,779	326,537	(6,758)
GRAND TOTAL						1,646,863	1,633,500	13,363

PART I, LINE 6 (990-PF) - GAIN/LOSS FROM SALE OF ASSETS OTHER THAN INVENTORY

PERSHING ACCOUNT #: 5YV242740

QTY	DESCRIPTION	CUSIP	PURCHASER	DATE ACQUIRED	DATE SOLD	SALES PROCEEDS	COST BASIS	GAIN/LOSS
33 00	3M CO COM	MMM	ON SHORE FOUNDATION	4/13/2011	12/6/2013	4,227	3,067	1,159
14 00	3M CO COM	MMM	ON SHORE FOUNDATION	4/13/2011	11/21/2013	1,822	1,301	520
79 00	AMERICAN CAP AGY CORP COM	AGNC	ON SHORE FOUNDATION	7/20/2011	11/6/2013	1,715	2,335	(620)
60 00	ANALOG DEVICES INC COM	ADI	ON SHORE FOUNDATION	4/13/2011	10/1/2013	2,815	2,259	556
358 00	ANNALY CAP MGMT INC COM	NLY	ON SHORE FOUNDATION	4/13/2011	10/24/2013	4,325	6,236	(1,911)
206 00	ANNALY CAP MGMT INC COM	NLY	ON SHORE FOUNDATION	4/13/2011	7/18/2013	2,468	3,588	(1,120)
114 00	ANNALY CAP MGMT INC COM	NLY	ON SHORE FOUNDATION	4/13/2011	5/28/2013	1,588	1,986	(398)
11 00	APPLE INC COM	AAPL	ON SHORE FOUNDATION	10/14/2011	4/16/2013	4,673	4,585	88
2 00	APPLE INC COM	AAPL	ON SHORE FOUNDATION	4/13/2011	4/16/2013	850	667	183
7 00	APPLE INC COM	AAPL	ON SHORE FOUNDATION	4/13/2011	1/25/2013	3,121	2,335	786
143 00	AT&T INC COM	T	ON SHORE FOUNDATION	4/13/2011	4/2/2013	5,373	4,328	1,045
	CABLEVISION SYS CORP (NEW) NY GROUP							
254 00	CL A COM	CVC	ON SHORE FOUNDATION	11/7/2011	11/22/2013	4,011	3,891	120
	CABLEVISION SYS CORP (NEW) NY GROUP							
125 00	CL A COM	CVC	ON SHORE FOUNDATION	8/23/2011	11/22/2013	1,974	2,081	(107)
	CABLEVISION SYS CORP (NEW) NY GROUP							
60 00	CL A COM	CVC	ON SHORE FOUNDATION	8/23/2011	11/22/2013	947	1,486	(539)
	CABLEVISION SYS CORP (NEW) NY GROUP							
140 00	CL A COM	CVC	ON SHORE FOUNDATION	6/2/2011	11/22/2013	2,211	3,545	(1,335)
	CABLEVISION SYS CORP (NEW) NY GROUP							
90 00	CL A COM	CVC	ON SHORE FOUNDATION	6/2/2011	8/5/2013	1,767	2,279	(512)
76 00	COMCAST CORP CL A	CMCSA	ON SHORE FOUNDATION	4/13/2011	10/9/2013	3,373	1,830	1,543
151 00	ENTERGY CORP NEW COM	ETR	ON SHORE FOUNDATION	4/13/2011	11/21/2013	9,504	9,944	(441)
97 00	EXELON CORP COM	EXC	ON SHORE FOUNDATION	2/17/2012	10/9/2013	2,887	3,830	(943)
114 00	EXELON CORP COM	EXC	ON SHORE FOUNDATION	10/17/2011	10/9/2013	3,393	4,872	(1,479)
57 00	EXELON CORP COM	EXC	ON SHORE FOUNDATION	10/17/2011	8/1/2013	1,754	2,436	(682)
	HEINZ H J COMPANY C/A EFF 06/07/13 1							
182 00	OLD/USD 72 50 P/S	423074103	ON SHORE FOUNDATION	4/13/2011	6/10/2013	13,195	9,007	4,188
23 00	JOHNSON & JOHNSON COM	JNJ	ON SHORE FOUNDATION	4/13/2011	9/27/2013	1,992	1,378	613
	MALLINCKRODT PUB LTD CO SHS							
18 00	ISIN#IE00BBGT3753	MNK	ON SHORE FOUNDATION	4/13/2011	7/8/2013	770	661	109
	MALLINCKRODT PUB LTD CO SHS							
0 88	ISIN#IE00BBGT3753	MNK	ON SHORE FOUNDATION	4/13/2011	7/5/2013	37	32	5
	ROYAL DUTCH SHELL PLC SPONSORED ADR							
76 00	RESPTG A SHS	RDS A	ON SHORE FOUNDATION	4/13/2011	8/5/2013	4,894	5,564	(670)
	ROYAL DUTCH SHELL PLC SPONSORED ADR							
70 00	RESPTG A SHS	RDS A	ON SHORE FOUNDATION	4/13/2011	8/2/2013	4,505	5,125	(620)
69 00	SEMPRA ENERGY COM	SRE	ON SHORE FOUNDATION	4/13/2011	11/22/2013	6,191	3,640	2,552
46 00	SPDR GOLD TR GOLD SHS	GLD	ON SHORE FOUNDATION	4/13/2011	6/28/2013	5,455	6,541	(1,086)
36 00	SPDR GOLD TR GOLD SHS	GLD	ON SHORE FOUNDATION	4/13/2011	4/16/2013	4,764	5,119	(355)
82 00	SPDR GOLD TR GOLD SHS	GLD	ON SHORE FOUNDATION	4/13/2011	1/7/2013	4	4	-
82 00	SPDR GOLD TR GOLD SHS	GLD	ON SHORE FOUNDATION	4/13/2011	2/21/2013	4	4	-
82 00	SPDR GOLD TR GOLD SHS	GLD	ON SHORE FOUNDATION	4/13/2011	3/12/2013	4	4	-

QTY	DESCRIPTION	CUSIP	PURCHASER	ACQUIRED	SOLD	PROCEEDS	BASIS	GAIN/LOSS
82 00	SPDR GOLD TR GOLD SHS	GLD	ON SHORE FOUNDATION	4/13/2011	4/9/2013	4	4	-
46 00	SPDR GOLD TR GOLD SHS	GLD	ON SHORE FOUNDATION	4/13/2011	5/10/2013	3	3	-
46 00	SPDR GOLD TR GOLD SHS	GLD	ON SHORE FOUNDATION	4/13/2011	6/17/2013	2	2	-
529 00	XEROX CORPORATION	XRX	ON SHORE FOUNDATION	4/13/2011	10/24/2013	5,089	5,707	(617)
TOAL LONG TERM GAIN/LOSS						111,712	111,679	32
25 00	NORFOLK SOUTHERN CORP	NSC	ON SHORE FOUNDATION	1/30/2013	6/28/2013	1,826	1,731	95
TOAL SHORT TERM GAIN/LOSS						1,826	1,731	95
GRAND TOTAL						113,538	113,411	128

PART I, LINE 6 (990-PF) - GAIN/LOSS FROM SALE OF ASSETS OTHER THAN INVENTORY

PERSHING ACCOUNT #: 5YV256104

QTY	DESCRIPTION	CUSIP	PURCHASER	DATE ACQUIRED	DATE SOLD	SALES PROCEEDS	COST BASIS	GAIN/LOSS
963 91	GOLDMAN SACHS SMALL/ MID-CAP GROWTH FUND CLASS I	GSMYX	ON SHORE FOUNDATION	1/19/2012	6/12/2013	17,437	14,102	3,335
262 32	GOLDMAN SACHS SMALL/ MID-CAP GROWTH FUND CLASS I	GSMYX	ON SHORE FOUNDATION	12/8/2011	6/12/2013	4,745	3,667	1,078
17 81	GOLDMAN SACHS SMALL/ MID-CAP GROWTH FUND CLASS I	GSMYX	ON SHORE FOUNDATION	12/8/2011	6/12/2013	322	249	73
1,606 88	GOLDMAN SACHS SMALL/ MID-CAP GROWTH FUND CLASS I	GSMYX	ON SHORE FOUNDATION	3/21/2011	6/12/2013	29,068	24,682	4,387
4,322 24	GOLDMAN SACHS SMALL/ MID-CAP GROWTH FUND CLASS I	GSMYX	ON SHORE FOUNDATION	3/21/2011	2/7/2013	73,867	66,390	7,477
709 34	NEW WORLD FUND CLASS F-2	NFFFX	ON SHORE FOUNDATION	1/19/2012	11/4/2013	42,035	34,545	7,491
30 63	NEW WORLD FUND CLASS F-2	NFFFX	ON SHORE FOUNDATION	12/28/2011	11/4/2013	1,815	1,413	402
1,549 73	NEW WORLD FUND CLASS F-2	NFFFX	ON SHORE FOUNDATION	3/21/2011	11/4/2013	91,837	82,554	9,283
6 00	SELECT SECTOR SPDR TR ENERGY	XLE	ON SHORE FOUNDATION	5/11/2010	11/4/2013	519	342	176
13 00	SELECT SECTOR SPDR TR ENERGY	XLE	ON SHORE FOUNDATION	5/11/2010	11/4/2013	1,124	742	382
167 00	SELECT SECTOR SPDR TR ENERGY	XLE	ON SHORE FOUNDATION	5/11/2010	11/4/2013	14,435	9,527	4,908
889 00	SPDR GOLD TR GOLD SHS CASH INCOME		ON SHORE FOUNDATION	1/19/2012	2/21/2013	48	48	-
1,083 00	SPDR GOLD TR GOLD SHS CASH INCOME		ON SHORE FOUNDATION	1/19/2012	3/12/2013	57	57	-
1,083 00	SPDR GOLD TR GOLD SHS CASH INCOME		ON SHORE FOUNDATION	1/19/2012	4/9/2013	58	58	-
1,083 00	SPDR GOLD TR GOLD SHS CASH INCOME		ON SHORE FOUNDATION	1/19/2012	5/10/2013	60	60	-
1,083 00	SPDR GOLD TR GOLD SHS CASH INCOME		ON SHORE FOUNDATION	1/19/2012	6/17/2013	53	53	-
1,083 00	SPDR GOLD TR GOLD SHS CASH INCOME		ON SHORE FOUNDATION	1/19/2012	7/10/2013	52	52	-
1,083 00	SPDR GOLD TR GOLD SHS CASH INCOME		ON SHORE FOUNDATION	1/19/2012	8/15/2013	48	48	-
1,083 00	SPDR GOLD TR GOLD SHS CASH INCOME		ON SHORE FOUNDATION	1/19/2012	9/19/2013	51	51	-
1,083 00	SPDR GOLD TR GOLD SHS CASH INCOME		ON SHORE FOUNDATION	1/19/2012	10/14/2013	52	52	-
1,083 00	SPDR GOLD TR GOLD SHS CASH INCOME		ON SHORE FOUNDATION	1/19/2012	11/13/2013	47	47	-
1,083 00	SPDR GOLD TR GOLD SHS CASH INCOME		ON SHORE FOUNDATION	1/19/2012	12/17/2013	45	45	-
1,083 00	SPDR GOLD TR GOLD SHS CASH INCOME		ON SHORE FOUNDATION					-
30 00	SPDR S&P 500 ETF TR TR UNIT	SPY	ON SHORE FOUNDATION	8/24/2011	2/7/2013	4,536	3,508	1,028
2 00	SPDR S&P 500 ETF TR TR UNIT	SPY	ON SHORE FOUNDATION	8/24/2011	2/7/2013	302	234	69
222 00	SPDR S&P 500 ETF TR TR UNIT	SPY	ON SHORE FOUNDATION	8/24/2011	2/7/2013	33,568	25,958	7,609
17 00	SPDR S&P 500 ETF TR TR UNIT	SPY	ON SHORE FOUNDATION	8/24/2011	2/7/2013	2,571	1,988	583
493 52	VANGUARD DIVIDEND GROWTH INCOME FUND	VDIGX	ON SHORE FOUNDATION	1/19/2012	10/11/2013	9,895	7,837	2,058
TOAL LONG TERM GAIN/LOSS						328,648	278,308	50,340
889 00	SPDR GOLD TR GOLD SHS CASH INCOME		ON SHORE FOUNDATION	1/19/2012	1/7/2013	47	47	-
TOAL SHORT TERM GAIN/LOSS						47	47	-
GRAND TOTAL						328,695	278,308	50,340

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U.S. and State Government Obligations

Description	Num. Shares/ Face Value	Num. Shares/ Face Value	Book Value	Book Value	FMV	FMV
	Beg. of Year	End of Year	Beg. of Year	End of Year	Beg. of Year	End of Year
Federal Home Ln Mtg Corp Partn Ctfs Pool #G12710 "Gold" 5 500% C	275,000 00000	275,000 00000	48,257	31,972	48,257	31,972
Federal Home Ln Mtg Corp Partn Ctfs Pool #G13255 "Gold" 5 000% C	285,000 00000	0 00000	52,060	0	52,060	0
Federal Home Ln Mtg Corp Partn Ctfs Pool #Q08998 3 5% 06/01/42 E	125,000 00000	100,000 00000	125,175	80,173	125,175	80,173
Federal Home Ln Mtg Corp Reference Nts 1 000% 09/29/17	100,000 00000	0 00000	101,051	0	101,051	0
Federal Home Ln Mtg Corp Reference Nts 3 750% 03/27/19	150,000 00000	15,000 00000	28,898	16,350	28,898	16,350
Federal Home Ln Mtg Corp Reference Nts 3 750% 03/27/19	0 00000	25,000 00000	0	27,249	0	27,249
Federal Home Ln Mtg Corp Reference Nts 3 750% 03/27/19	0 00000	40,000 00000	0	43,599	0	43,599
Federal Home Ln Mtg Corp Reference Nts 3 750% 03/27/19	0 00000	20,000 00000	0	21,799	0	21,799
Federal Natl Mtg Assn Benchmark Notes 1 375% 11/15/16 B/E DTD 1	0 00000	50,000 00000	0	50,839	0	50,839
Federal Natl Mtg Assn Benchmark Notes 5% 02/13/17 B/E DTD 01/12	25,000 00000	0 00000	29,418	0	29,418	0
FNMA Gtd Mtg Pass Thru Ctfs Pool #725424 5 500% 04/01/34 B/E D	245,000 00000	245,000 00000	34,029	21,225	34,029	21,225
FNMA Gtd Mtg Pass Thru Ctfs Pool #735580 5 000% 06/01/35 B/E D	285,000 00000	285,000 00000	66,227	40,097	66,227	40,097
FNMA Gtd Mtg Pass Thru Ctfs Pool #735667 5 000% 07/01/35 B/E D	150,000 00000	150,000 00000	33,971	21,091	33,971	21,091
FNMA Gtd Mtg Pass Thru Ctfs Pool #AE0375 4 000% 07/01/25 B/E D	130,000 00000	0 00000	66,572	0	66,572	0
FNMA Gtd Mtg Pass Thru Ctfs Pool #AE3049 4 500% 09/01/40 B/E D	100,000 00000	100,000 00000	63,207	42,595	63,207	42,595
FNMA Gtd Mtg Pass Thru Ctfs Pool #AI7717 3 000% 12/01/26 B/E	130,000 00000	130,000 00000	113,809	84,504	113,809	84,504
FNMA Gtd Mtg Pass Thru Ctfs Pool #AI7778 4 000% 07/01/41 B/E D1	100,000 00000	0 00000	67,102	0	67,102	0
United States Treas Nts 1 750% 05/15/22 B/E DTD 05/15/12	0 00000	40,000 00000	0	36,988	0	36,988
United States Treas Nts 1 750% 05/15/22 B/E DTD 05/15/12	90,000 00000	75,000 00000	90,780	69,351	90,780	69,351
United States Treas Nts 1 750% 05/15/23 B/E DTD 05/15/13	0 00000	60,000 00000	0	53,967	0	53,967
United States Treas Nts 1 750% 05/15/23 B/E DTD 05/15/13	0 00000	55,000 00000	0	49,470	0	49,470
United States Treas Nts 2 625% 11/15/20 B/E DTD 11/15/10	155,000 00000	115,000 00000	170,113	116,869	170,113	116,869
United States Treas Nts 2 750% 02/15/19 B/E DTD 02/15/09	30,000 00000	30,000 00000	33,218	31,434	33,218	31,434
United States Treas Nts 2 750% 02/15/19 B/E DTD 02/15/09	100,000 00000	65,000 00000	110,727	68,108	110,727	68,108
United States Treas Nts 3 625% 02/15/20 B/E DTD 02/15/10	80,000 00000	60,000 00000	93,475	65,306	93,475	65,306
United States Treas Nts 4 250% 11/15/17 B/E DTD 11/15/07	15,000 00000	0 00000	17,564	0	17,564	0
United States Treas Nts 4 250% 11/15/17 B/E DTD 11/15/07	30,000 00000	0 00000	35,128	0	35,128	0
United States Treas Bds 3 875% 08/15/40 B/E DTD 08/15/10	0 00000	50,000 00000	0	50,016	0	50,016
United States Treas Bds 3 875% 08/15/40 B/E DTD 08/15/10	0 00000	15,000 00000	0	15,006	0	15,006
United States Treas Bds 3 875% 08/15/40 B/E DTD 08/15/10	155,000 00000	50,000 00000	186,291	50,016	186,291	50,016
			1,567,072	1,088,024	1,567,072	1,088,024

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Corporate Stocks and Mutual Funds

Description	Num. Shares/ Face Value	Num. Shares/ Face Value	Book Value	Book Value	FMV	FMV
	Beg. of Year	End of Year	Beg. of Year	End of Year	Beg. of Year	End of Year
3M Co Com	95 0000	48 0000	8,821	6,732	8,821	6,732
Abbott Labs Com	0 0000	424 0000	0	16,252	0	16,252
Alcoa Inc Com	0 0000	1,232 0000	0	13,096	0	13,096
American Cap Agy Corp Com	340 0000	261 0000	9,826	5,035	9,826	5,035
Amgen Inc Com	90 0000	90 0000	7,758	10,267	7,758	10,267
Analog Devices Inc	295 0000	295 0000	12,408	11,969	12,408	11,969
Annaly Cap Mgmt Inc Com	678 0000	0 0000	9,519	0	9,519	0
Apache Corp Com	0 0000	79 0000	0	6,789	0	6,789
Apple Inc Com	20 0000	0 0000	10,643	0	10,643	0
Applied Materials Inc	0 0000	302 0000	0	5,339	0	5,339
AT&T Inc Com	407 0000	264 0000	13,720	9,282	13,720	9,282
Babcock & Wilcox Co New Com	322 0000	322 0000	8,436	11,009	8,436	11,009
Bank of New York Mellon Corp Com	512 0000	512 0000	13,158	17,889	13,158	17,889
BB & T Corp Com	0 0000	321 0000	0	11,980	0	11,980
Berkshire Hathaway Inc Del Cl B New	132 0000	132 0000	11,840	15,650	11,840	15,650
BP Plc Spon Adr	0 0000	198 0000	0	9,625	0	9,625
Cablevision Sys Corp (New) NY Group Cl A	669 0000	0 0000	9,995	0	9,995	0
Chubb Corp	159 0000	159 0000	11,976	15,364	11,976	15,364
Clorox Co Com	105 0000	105 0000	7,688	9,740	7,688	9,740
Comcast Corp Cl A	543 0000	467 0000	20,286	24,268	20,286	24,268
Corning Inc Com	0 0000	526 0000	0	9,373	0	9,373
Covidien Plc Shs New	151 0000	151 0000	8,719	10,283	8,719	10,283
Devon Energy Corp New Com	0 0000	113 0000	0	6,991	0	6,991
Doubleline Total Return Bond Fund	767 3710	1,481 0950	8,694	15,966	8,694	15,966
Doubleline Total Return Bond Fund	13,924 5270	13,924 5270	157,765	150,106	157,765	150,106
Dow Chem Co	256 0000	448 0000	8,276	19,891	8,276	19,891
Du Ponte E I De Nemours & Co Com	250 0000	250 0000	11,245	16,243	11,245	16,243
Duke Energy Corp New Com	180 0000	180 0000	11,484	12,422	11,484	12,422
Eaton Corp Plc Shs	0 0000	93 0000	0	7,079	0	7,079
Endurance Speciality Holdings Ltd Com	257 0000	257 0000	10,200	15,078	10,200	15,078
Energy Corp New Com	151 0000	0 0000	9,626	0	9,626	0
Exelon Corp Com	171 0000	0 0000	7,970	0	7,970	0
Ford Motor Co Del Com Par	0 0000	882 0000	0	13,609	0	13,609
General Electric Co Com	0 0000	318 0000	0	8,914	0	8,914
Genuine Parts Co	89 0000	126 0000	5,659	10,482	5,659	10,482
Glaxosmithkline Plc Spons Adr	0 0000	142 0000	0	7,581	0	7,581
HCP Inc Com	231 0000	231 0000	10,432	8,390	10,432	8,390

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Description	Num. Shares/ Face Value	Num. Shares/ Face Value	Book Value	Book Value	FMV	FMV
	Beg. of Year	End of Year	Beg. of Year	End of Year	Beg. of Year	End of Year
Health Care REIT Inc Com	146 0000	146 0000	8,948	7,821	8,948	7,821
Heinz H J Company	182 0000	0 0000	10,498	0	10,498	0
Hewlett Packard Co Com	419 0000	419 0000	5,971	11,724	5,971	11,724
Johnson & Johnson Com	144 0000	121 0000	10,095	11,082	10,095	11,082
Kohls Corp Com	0 0000	184 0000	0	10,442	0	10,442
M&T BK Corp	27 0000	27 0000	2,659	3,143	2,659	3,143
M&T BK Corp	104 0000	104 0000	10,241	12,108	10,241	12,108
Medtronic Inc	215 0000	215 0000	8,819	12,339	8,819	12,339
Metlife Inc Com	0 0000	124 0000	0	6,686	0	6,686
Metropolitan West Total Return Bond	0 0000	79 2520	0	836	0	836
Metropolitan West Total Return Bond	594 0610	594 0610	6,475	6,267	6,475	6,267
Metropolitan West Total Return Bond	624 4750	624 4750	6,807	6,588	6,807	6,588
Metropolitan West Total Return Bond	811 6420	1,361 2210	8,847	14,361	8,847	14,361
Metropolitan West Total Return Bond	1,574 3760	1,574 3760	17,161	16,610	17,161	16,610
Metropolitan West Total Return Bond	4,288,910 0000	4,288,910 0000	46,749	45,248	46,749	45,248
Metropolitan West Total Return Bond	7,042 7060	7,042 7060	76,765	74,301	76,765	74,301
Microsoft Corp Com	193 0000	193 0000	5,155	7,220	5,155	7,220
Microsoft Corp Com	0 0000	128 0000	0	4,788	0	4,788
National Grid Plc Spon Adr New	194 0000	194 0000	11,143	12,672	11,143	12,672
New York Cmnty Bancorp Inc Com	582 0000	582 0000	7,624	9,807	7,624	9,807
Nisource Inc Com	366 0000	366 0000	9,110	12,034	9,110	12,034
Norfolk Southern Corp	0 0000	97 0000	0	9,005	0	9,005
Occidental Pete Corp Com	0 0000	121 0000	0	11,507	0	11,507
Old Republic Intl Corp	716 0000	716 0000	7,625	12,365	7,625	12,365
Oracle Corp Com	0 0000	217 0000	0	8,302	0	8,302
PIMCO Emerging Market Bond Fund	45 0240	0 0000	563	0	563	0
PIMCO Emerging Market Bond Fund	212 4150	0 0000	2,655	0	2,655	0
PIMCO Emerging Market Bond Fund	311 1170	0 0000	3,889	0	3,889	0
PIMCO Emerging Market Bond Fund	4,905 9700	0 0000	61,325	0	61,325	0
PIMCO Total Return Fund Class D	0 0000	1,172 8440	0	12,538	0	12,538
PIMCO Total Return Fund Class D	847 6740	0 0000	9,528	0	9,528	0
PIMCO Total Return Fund Class D	865 5300	1,267 8700	9,729	13,554	9,729	13,554
PIMCO Total Return Fund Class D	888 0810	0 0000	9,982	0	9,982	0
PIMCO Total Return Fund Class D	3,630 9020	3,630 9020	40,811	38,814	40,811	38,814
PIMCO Total Return Fund Class D	8,681 9100	6,759 1630	97,585	72,255	97,585	72,255
Principal High Yield II Fund	308 0950	308 0950	2,425	2,391	2,425	2,391
Principal High Yield II Fund	557 9410	1,288 0060	4,391	9,995	4,391	9,995

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Corporate Stocks and Mutual Funds

Description	Num. Shares/ Face Value	Num. Shares/ Face Value	Book Value	Book Value	FMV	FMV
	Beg. of Year	End of Year	Beg. of Year	End of Year	Beg. of Year	End of Year
Principal High Yield II Fund	2,712 5470	2,712 5470	21,348	21,049	21,348	21,049
Principal High Yield II Fund	4,784 7800	4,784 7800	37,656	37,130	37,656	37,130
Procter & Gamble Co Com	129 0000	129 0000	8,758	10,502	8,758	10,502
Qualcomm Inc	0 0000	155 0000	0	11,509	0	11,509
Royal Dutch Shell Plc Sponsored Adr	146 0000	0 0000	10,067	0	10,067	0
Sempra Energy Com	195 0000	126 0000	13,833	11,310	13,833	11,310
SPDR Series Tr Barclays High Yield Bd ETF	767 0000	0 0000	31,225	0	31,225	0
St Jude Med Inc Com	214 0000	214 0000	7,734	13,257	7,734	13,257
Sysco Corp	284 0000	351 0000	8,991	12,671	8,991	12,671
Telephone & Data Sys Inc Spl Com	319 0000	319 0000	7,063	8,224	7,063	8,224
Templeton Global Bond Fund Advisor	49 7750	49 7750	664	652	664	652
Templeton Global Bond Fund Advisor	75 7100	75 7100	1,010	991	1,010	991
Templeton Global Bond Fund Advisor	761 3400	1,217 4770	10,156	15,937	10,156	15,937
Templeton Global Bond Fund Advisor	1,036 3540	1,036 3540	13,825	13,566	13,825	13,566
Templeton Global Bond Fund Advisor	8,532 0340	8,532 0340	113,817	111,684	113,817	111,684
Time Warner Inc New Com	328 0000	328 0000	15,688	22,868	15,688	22,868
Transocean Ltd	0 0000	122 0000	0	6,029	0	6,029
Unilever Nv New York Shs New	287 0000	287 0000	10,992	11,546	10,992	11,546
Vanguard GNMA Fund	72 2780	0 0000	789	0	789	0
Vanguard GNMA Fund	141 2250	0 0000	1,541	0	1,541	0
Vanguard GNMA Fund	1,835 2670	0 0000	20,023	0	20,023	0
Vanguard Short-Term Bond Portfolio	63 0790	63 0790	671	662	671	662
Vanguard Short-Term Bond Portfolio	87 3630	166 7700	929	1,749	929	1,749
Vanguard Short-Term Bond Portfolio	1,891 6820	1,891 6820	20,109	19,844	20,109	19,844
Vanguard Short-Term Bond Portfolio	3,534 2750	3,534 2750	37,569	37,075	37,569	37,075
Vodafone Group Plc Spon Adr New	345 0000	345 0000	8,691	13,562	8,691	13,562
Wal Mart Stores Inc Com	112 0000	112 0000	7,642	8,813	7,642	8,813
Xerox Corporation	1,154 0000	625 0000	7,870	7,606	7,870	7,606
Zimmer Hldgs Inc Com	83 0000	125 0000	5,533	11,649	5,533	11,649
			1,333,913	1,399,382	1,333,913	1,399,382

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Corporate Bonds

Description	Num. Shares/ Face Value	Num. Shares/ Face Value	Interet Rate	Maturity Date	Book Value	Book Value	FMV	FMV
	Beg. of Year	End of Year			Beg. of Year	End of Year	Beg. of Year	End of Year
America Movil Sa De Cv ISIN#US02364WAN56 5 625% 11	50,000 00000	0 00000	0 05625	11/15/2017	59,863	0	59,863	0
Bank Amer Corp Med Term Nts Ser I 5 650% 05/01/18 B/E	0 00000	40,000 00000	0 05650	5/1/2018	0	45,531	0	45,531
Bank Amer FDG Corp Sr Med Trm Nts 7 375% 05/15/14 B/	50,000 00000	0 00000	0 07375	5/15/2014	54,143	0	54,143	0
Bear Sterns Cos Inc 6 4% 10/02/17 B/E DTD 10/02/07	55,000 00000	40,000 00000	0 06400	10/2/2017	66,055	46,422	66,055	46,422
Boston Ppyts Ltd Partnership Fixed Rt Sr Nt 5 625% 11/15/	45,000 00000	40,000 00000	0 05625	11/15/2020	53,235	45,001	53,235	45,001
CCO Hldgs LLC Sr Nt 7 875% 04/30/18 B/E DTD 10/30/10	50,000 00000	0 00000	0 07850	4/30/2018	53,813	0	53,813	0
Chesapeake Energy Corp Sr Nt 9 500% 02/15/15 B/E DTD	50,000 00000	40,000 00000	0 09500	2/15/2015	56,500	43,350	56,500	43,350
CIT Group Inc New Secd Nt Ser A 7% 05/01/15 B/E DTD 1	55,000 00000	0 00000	0 07000	5/1/2015	0	0	0	0
Constellation Brands Inc Sr Nt 7 250% 05/15/17 B/E DTD 1	50,000 00000	40,000 00000	0 07250	5/15/2017	58,875	46,500	58,875	46,500
First Horizon Natl Corp Sr Nt 5 375% 12/15/15 B/E DTD 12	55,000 00000	40,000 00000	0 05375	12/15/2015	60,124	42,996	60,124	42,996
Ford Mtr Cr Co Continuously Offered Bds Retail A Accounts	55,000 00000	0 00000	0 07000	10/1/2013	57,481	0	57,481	0
General Elec Cap Corp Med Term Nts Fixed Rt Nts Ser A 4	0 00000	40,000 00000	0 04375	9/16/2020	0	43,351	0	43,351
General Elec Cap Corp Med Term Nts Ser A Prcies SPPL #	55,000 00000	0 00000	0 06750	3/15/2013	71,430	0	71,430	0
Goldman Sachs Group Inc Sr Global nt 5 750% 10/01/16 B,	50,000 00000	40,000 00000	0 05750	10/1/2016	56,893	44,640	56,893	44,640
Goldman Sachs Small/Mid-Cap Growth Fund	0 00000	4,594 65800			0	94,925	0	94,925
Goldman Sachs Small/Mid-Cap Growth Fund	4,889 59200	948 94300			77,940	19,605	77,940	19,605
Goldman Sachs Small/Mid-Cap Growth Fund	6,209 24100	3,400 55100			98,975	70,256	98,975	70,256
Hanesbrands Inc Fixed Rate Sr Nt 8% 12/15/16 B/E DTD 1	50,000 00000	0 00000	0 08000	12/15/2016	28,535	0	28,535	0
Hanesbrands Inc Gtd Sr Nt 6 375% 12/15/20 B/E DTD 11/0	0 00000	40,000 00000	0 06375	12/15/2020		43,700		43,700
HCP Inc Sr Nt 2 625% 02/01/20 B/E DTD 11/19/12	0 00000	45,000 00000	0 02625	2/1/2020		42,893		42,893
Health Care REIT Inc Fixed Rt Nt 4 7% 09/15/17 B/E DTD (50,000 00000	40,000 00000	0 04700	9/15/2017	55,774	43,480	55,774	43,480
Hertz Corp Sr Nt-Fully Exchanged 6 750% 04/15/19 B/E DT	0 00000	40,000 00000	0 06750	4/15/2017		43,100		43,100
Hewlett Packard Co Global Nt 2 125% 09/13/15 B/E DTD 0	30,000 00000	30,000 00000	0 02125	9/13/2015	29,979	30,548	29,979	30,548
International Lease Fin Corp-Medium Term Nts Ser R 5 62%	50,000 00000	0 00000	0 05625	9/10/2013	51,250	0	51,250	0
International Lease Fin Corp-Medium Term Nts Ser R 5 75%	0 00000	50,000 00000	0 05750	5/15/2016		53,563		53,563
Kinder Morgan Energy Partners LP Sr Nt 5 950% 02/15/18	0 00000	40,000 00000	0 05950	2/15/2018		45,456		45,456
Kraft Foods Inc Nt 6 75% 02/19/14 B/E DTD 12/19/08	40,000 00000	0 00000	0 06750	2/19/2014	42,689	0	42,689	0
Limited Brands Inc Sr Nt 6 900% 07/15/17 B/E DTD 07/17/1	50,000 00000	40,000 00000	0 06900	7/15/2017	57,375	46,000	57,375	46,000
Mutual Global Discovery Class Z	319 46200	156 55900			9,149	5,279	9,149	5,279
Mutual Global Discovery Class Z	3,548 50700	3,391 94800			101,629	114,377	101,629	114,377
Mutual Global Discovery Class Z	0 00000	2,080 88000			0	70,167	0	70,167
Mutual Global Discovery Class Z	0 00000	706 99700			0	23,839	0	23,839
New World Fund Class F-2	1,580 35500	869 22800			86,019	51,006	86,019	51,006
New World Fund Class F-2	1,630 73600	73 83100			88,761	4,332	88,761	4,332
Peabody Energy Corp Sr Nt 7 375% 11/01/16 B/E DTD 10/	40,000 00000	40,000 00000	7 37500	11/1/2016	45,800	45,000	45,800	45,000

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Corporate Bonds

Description	Num. Shares/ Face Value	Num. Shares/ Face Value	Interet Rate	Maturity Date	Book Value	Book Value	FMV	FMV
	Beg. of Year	End of Year			Beg. of Year	End of Year	Beg. of Year	End of Year
Petrobras Intl Finance Company LTD ISIN#US71645WAMC	55,000 00000	40,000 00000	0 05875	3/1/2018	62,970	42,632	62,970	42,632
Regions Finl Corp New Sr Fixed Rt 7 75% 11/10/14 B/E DT	25,000 00000	0 00000	0 07750	11/10/2014	27,720	0	27,720	0
Regions Finl Corp New Sr Fixed Rt 7 75% 11/10/14 B/E DT	25,000 00000	0 00000	0 07750	11/10/2014	27,720	0	27,720	0
Royal Caribbean Cruises Ltd Sr Sub Nt 6 875% 12/01/13 B	55,000 00000	0 00000	0 06875	12/1/2013	57,406	0	57,406	0
Sally Hldgs LLC Nt 6 875% 11/15/19 B/E DTD 05/15/12	0 00000	40,000 00000	0 68750	11/15/2019	0	44,200	0	44,200
SLM Corp Medium Term Nts Med Term Nt 3 875% 09/10/11'	0 00000	45,000 00000	0 03875	9/10/2015	0	46,519	0	46,519
SLM Corp Medium Term Nts Med Term Nt 5 375% 01/15/1	55,000 00000	0 00000	0 05375	1/15/2013	54,999	0	54,999	0
Smithfield Foods Inc Sr Secd 144A 10% 07/15/14 B/E DTD	40,000 00000	0 00000	0 10000	7/15/2014	0	0	0	0
Supervalu Inc NT 7 500% 05/15/12 B/E DTD 05/16/02	35,000 00000	0 00000	0 07500	5/15/2012	0	0	0	0
Tesoro Corp Sr Nt 4 25% 10/01/17 B/E DTD	0 00000	40,000 00000	0 04250	10/1/2017	0	41,700	0	41,700
Tesoro Corp Sr Nt 6 25% 11/01/12 B/E DTD	50,000 00000	0 00000	0 06250	11/1/2012	0	0	0	0
Time Warner Cable Inc Nt 6 750% 07/01/18 B/E DTD 06/19	0 00000	20,000 00000	0 06750	7/1/2018	0	22,429	0	22,429
Vale Overseas Ltd Nts ISIN#US91911TAI25 5 625% 09/15/	55,000 00000	40,000 00000	0 05625	9/15/2019	62,536	43,395	62,536	43,395
Vanguard Dividend Growth Gains Option Reinvest	11,666 44500	10,911 39600			194,130	233,068	194,130	233,068
Vanguard Dividend Growth Gains Option Reinvest	0 00000	541 43800			0	11,566	0	11,566
Vanguard Wellesley Income Fund	2,895 96200	2,895 96200			69,822	71,965	69,822	71,965
Vanguard Wellesley Income Fund	9,842 46600	10,598 67800			237,301	263,377	237,301	263,377
Verizon Communications Inc Fxd Rt 4 5% 09/15/20 B/E DT	0 00000	40,000 00000	0 04500	9/15/2020	0	42,823	0	42,823
Yum Brands Inc Sr Nt 6 25% 03/15/18 B/E DTD 10/19/07	50,000 00000	8,000 00000	0 06250	3/15/2018	60,786	9,218	60,786	9,218
					2,277,677	2,078,209	2,277,677	2,078,209

On Shore Foundation
12/31/2013

Other Investment

Description	Num. Shares/ Face Value	Num. Shares/ Face Value	Book Value	Book Value	FMV	FMV
	Beg. of Year	End of Year	Beg. of Year	End of Year	Beg. of Year	End of Year
Sector Spdr Tr Shs Ben Int Consumer	712 00000	712 00000	24,849	30,602	24,849	30,602
Sector Spdr Tr Shs Ben Int Industrial	463 00000	463 00000	17,548	24,196	17,548	24,196
Select Sector Spdr Tr Energy	186 00000	0 00000	13,284	0	13,284	0
SPDR Gold Tr Gold Shs	0 00000	194 00000	0	22,527	0	22,527
SPDR Gold Tr Gold Shs	71 00000	71 00000	11,503	8,245	11,503	8,245
SPDR Gold Tr Gold Shs	82 00000	0 00000	13,286	0	13,286	0
SPDR Gold Tr Gold Shs	818 00000	818 00000	132,532	94,986	132,532	94,986
SPDR S&P 500 ETF Tr Tr Unit	0 00000	508 00000	0	93,823	0	93,823
SPDR S&P 500 ETF Tr Tr Unit	1,606 00000	1,335 00000	228,710	246,561	228,710	246,561
			441,712	520,940	441,712	520,940

Part XV, 3. Grants and Contributions Paid During the Year (990-PF)

Total				210,855
Recipient & Address	Status	EIN	Purpose of Contribution	Amount
2 X 2 Ranch & Refuge P O Box 701, Lafayette, TN 37083	Section 501 (c)(3)	31-1668257	Animal Rescue and Rehabilitation	500
21st Century CARES 16224 North Linda Dr , Dolan Springs, AZ 86441	Section 501 (c)(3)	06-1700256	Animal Rescue and Rehabilitation	1,500
2nd Chance 4 Pets 1484 Pollard Rd , No 444, Los Gatos, CA 95032	Section 501 (c)(3)	86-0885646	Animal Rescue and Rehabilitation	500
2nd Chance Animal Shelter Inc 1708 N Whitley Dr, Fruitland, ID 83619-2163	Section 501 (c)(3)	82-0534412	Animal Rescue and Rehabilitation	500
4 Luv of Dog Rescue 3037 13th Avenue South, Fargo, ND 58103	Section 501 (c)(3)	39-2075804	Animal Rescue and Rehabilitation	500
9th Life Hawaii P O Box 476, Makawao, Maui, HI 96768	Section 501 (c)(3)	99-0341213	Animal Rescue and Rehabilitation	500
A New Tail Animal Rescue 1333 Piedmont Road, Suite 102, San Jose, CA 95132	Section 501 (c)(3)	37-1577335	Animal Rescue and Rehabilitation	500
A Purrfect Start A Humane Education & Animal PO Box 955, Grove City, OH 43123	Section 501 (c)(3)	33-1217701	Animal Rescue and Rehabilitation	750
A Wish for Animals 25031 Adelanto Dr, Laguna Niguel, CA 92677-1838	Section 501 (c)(3)	20-2331353	Animal Rescue and Rehabilitation	200
A H A N 3739 Balboa St , Suite 233, San Francisco CA 94121	Section 501 (c)(3)	94-3214320	Animal Rescue and Rehabilitation	1,500
Adopt A Cat 17319 Bamwood Dr, Houston, TX 77090-2433	Section 501 (c)(3)	76-0447130	Animal Rescue and Rehabilitation	500
Agee Memorial Wildlife Rescue 2059 Sweet Valley Road, El Dorado Hills, CA 95762	Section 501 (c)(3)	88-0435331	Animal Rescue and Rehabilitation	500
Alley Cat Rescue 3904 Rhode Island Avenue Brentwood, MD 20722-1438	Section 501 (c)(3)	52-2279100	Animal Rescue and Rehabilitation	1,000
Almost Home Adoptions 6010 W 88th Ave , Westminster, CO 80031	Section 501 (c)(3)	34-2013541	Animal Rescue and Rehabilitation	500
Alpha Canine Sanctuary P O Box 5517, Bakersfield, CA 93388-5517	Section 501 (c)(3)	77-0398635	Animal Rescue and Rehabilitation	500
Amazing Grace Equine Sanctuary Inc W4985 County Road Ff, Elkhart Lake, WI 53020	Section 501 (c)(3)	26-3776085	Animal Rescue and Rehabilitation	500
Animal Alliance PO Box 1285, Belle Mead, NJ 08502	Section 501 (c)(3)	77-0632827	Animal Rescue and Rehabilitation	500
Animal Angels Resource Foundation 1117 9th St , Penrose , CO 81240	Section 501 (c)(3)	27-3398615	Animal Rescue and Rehabilitation	500
Animal Health and Safety Associates 1175 Shaw Ave 104-151 Clovis, CA 93612	Section 501 (c)(3)	26-2263861	Animal Rescue and Rehabilitation	1,000
Animal Lovers Help & Rescue Mission Inc 8100 Sw 12th St, Miami, FL 33144	Section 501 (c)(3)	74-3044121	Animal Rescue and Rehabilitation	250
Animal Outreach Inc P O Box 892, Westerville, OH 43086-0892	Section 501 (c)(3)	31-1762536	Animal Rescue and Rehabilitation	1,500
Animal Outreach Inc P O Box 892, Westerville, OH 43086-0892	Section 501 (c)(3)	31-1762536	Animal Rescue and Rehabilitation	100
Animal Place Sanctuary 17314 McCourtney Ave , Grass Valley, CA 95949	Section 501 (c)(3)	68-0200668	Animal Rescue and Rehabilitation	1,000
Animal Protection of New Mexico 301 Gold Ave , SE, Albuquerque, NM 87102-3250	Section 501 (c)(3)	26-0042048	Animal Rescue and Rehabilitation	500
Animal Rescue League Of Iowa Foundation 5452 Ne 22nd St, Des Moines, IA 50313-2528	Section 501 (c)(3)	42-1508376	Animal Rescue and Rehabilitation	500
Animal Resources Inc 2532 Pepperwood St , Camarillo, CA 93010-2226	Section 501 (c)(3)	27-2108839	Animal Rescue and Rehabilitation	1,000
Animal Welfare Alliance League PO Box 1796, Richland, WA 99352-6596	Section 501 (c)(3)	91-2107934	Animal Rescue and Rehabilitation	500

Recipient & Address	Status	EIN	Purpose of Contribution	Amount
Animals And Society Institute Inc 2512 Carpenter Rd , Ann Arbor, MI 48108	Section 501 (c)(3)	22-2527462	Animal Rescue and Rehabilitation	500
Animals for Awareness PO Box 56, Palos Park, IL 60464-0056	Section 501 (c)(3)	36-4249365	Animal Rescue and Rehabilitation	500
Animals Rule Placement Foundation 305 N Harbor Blvd , San Pedro, CA 90731	Section 501 (c)(3)	13-4264510	Animal Rescue and Rehabilitation	1,000
Ardens Arc Inc 3038 Dillon St , Baltimore, Maryland 21224-4942	Section 501 (c)(3)	32-0071421	Animal Rescue and Rehabilitation	500
Ardens Arc Inc 3038 Dillon St , Baltimore, Maryland 21224-4942	Section 501 (c)(3)	32-0071421	Animal Rescue and Rehabilitation	250
Back To Basics Project 7444 E State Rd 45, Unionville, IN 47468	Section 501 (c)(3)	26-1883399	Animal Rescue and Rehabilitation	1,000
Barks of Love Animal Rescue 6443 Oak Canyon Road, Irvine, CA 92618	Section 501 (c)(3)	26-3647040	Animal Rescue and Rehabilitation	500
Basic Needs Foundation 439 E 247th St , Carson, CA 90745	Section 501 (c)(3)	26-4498035	Animal Rescue and Rehabilitation	750
Basset Rescue Network, Inc 6221 Shannon Valley Rd Acton, CA 93510	Section 501 (c)(3)	20-3737011	Animal Rescue and Rehabilitation	1,000
Basset Rescue Network, Inc 6221 Shannon Valley Rd Acton, CA 93510	Section 501 (c)(3)	20-3737011	Animal Rescue and Rehabilitation	500
Bear Creek Feline Center Inc 8822 Tracy Way Panama City, FL 32404	Section 501 (c)(3)	26-0727807	Animal Rescue and Rehabilitation	500
Beat the Heat Alliance Inc P O Box 413, Rogersville, TN 37857-0413	Section 501 (c)(3)	45-5425390	Animal Rescue and Rehabilitation	500
Best Friends Animal Society 5001 Angel Canyon Rd , Kanab, UT 84741	Section 501 (c)(3)	23-7147797	Animal Rescue and Rehabilitation	500
Big Cat Rescue 12802 Easy Street Tampa, FL 33625	Section 501 (c)(3)	59-3330495	Animal Rescue and Rehabilitation	500
Black Forest Animal Sanctuary 16750 Thompson Rd, Colorado Springs, CO 80908	Section 501 (c)(3)	84-1477578	Animal Rescue and Rehabilitation	500
Black Hills Wild Horse Sanctuary 12165 Highland Rd, Hot Springs, SD 57747	Section 501 (c)(3)	46-0401462	Animal Rescue and Rehabilitation	1,000
Born Free Pet Shelter Inc P O Box 823, Key Biscayne, FL 33149	Section 501 (c)(3)	31-1467669	Animal Rescue and Rehabilitation	1,000
Boxer Rescue Los Angeles 17514 Ventura Blvd #201, Encino, CA 91316	Section 501 (c)(3)	95-4636781	Animal Rescue and Rehabilitation	250
Brookings Regional Humane Society Inc 1027 Main Ave , Brookings, SD 57006	Section 501 (c)(3)	46-0452504	Animal Rescue and Rehabilitation	600
C H A T of Wakulla P O Box 1195 Crawfordville, Fl 32326	Section 501 (c)(3)	59-3738417	Animal Rescue and Rehabilitation	500
California Wildlife Federation Inc PO Box 4034 Sacramento, CA 95812	Section 501 (c)(3)	94-2499974	Animal Rescue and Rehabilitation	500
Canine Castle Save A Pet Rescue 5281 Ravenswood, Kimball, MI 48074	Section 501 (c)(3)	30-0208638	Animal Rescue and Rehabilitation	500
Cat Adoption Team 14175 SW Galbreath Dr , Sherwood, OR 97140	Section 501 (c)(3)	20-0773189	Animal Rescue and Rehabilitation	1,500
Cat Adoption Team 14175 SW Galbreath Dr , Sherwood, OR 97140	Section 501 (c)(3)	20-0773189	Animal Rescue and Rehabilitation	500
Cat Nap From the Heart Inc 1101 Beach Ave , LaGrange Park, IL 60526	Section 501 (c)(3)	22-3860113	Animal Rescue and Rehabilitation	1,000
Cat Tails Inc 2702 Bains Ct Crofton, MD 21114	Section 501 (c)(3)	30-0137346	Animal Rescue and Rehabilitation	1,500
Cat Utopia PO Box 1088, Pendleton, OR 97801-0080	Section 501 (c)(3)	13-4283533	Animal Rescue and Rehabilitation	1,000
Cat/Canine Assistance, Referral & Education P O Box 56631, Sherman Oaks CA 91413	Section 501 (c)(3)	95-4347009	Animal Rescue and Rehabilitation	500
Cat's Cradle 124 S Main St, Harrisonburg, VA 22801	Section 501 (c)(3)	20-3269224	Animal Rescue and Rehabilitation	500

Recipient & Address	Status	EIN	Purpose of Contribution	Amount
Cats Exclusive, Inc 6350 W Atlantic Blvd # 1 Margate, FL 33063-5143	Section 501 (c)(3)	59-2212954	Animal Rescue and Rehabilitation	1,000
Cats Exclusive, Inc 6350 W Atlantic Blvd # 1 Margate, FL 33063-5143	Section 501 (c)(3)	59-2212954	Animal Rescue and Rehabilitation	500
Cats In Need Of Human Care P O Box 431, P O mona, CA 91766	Section 501 (c)(3)	53-0225390	Animal Rescue and Rehabilitation	500
Cats In Need Of Human Care P O Box 431, P O mona, CA 91766	Section 501 (c)(3)	53-0225390	Animal Rescue and Rehabilitation	500
Cats Unlimited P O Box 484, Lexington, VA 24450	Section 501 (c)(3)	43-2046923	Animal Rescue and Rehabilitation	500
Central Coast Humane Society P O Box 71 Newport, OR 97365	Section 501 (c)(3)	23-7393221	Animal Rescue and Rehabilitation	500
Chesapeake Feline Association P O Box 925 Perryville MD 21903	Section 501 (c)(3)	27-0397894	Animal Rescue and Rehabilitation	1,000
Chows Plus Rescue Sacramento - Grass Valley CA	Section 501 (c)(3)	27-3935168	Animal Rescue and Rehabilitation	500
Citizens Committee For Animal Rights Inc Post Office 721075, Jackson Heights, NY 11372	Section 501 (c)(3)	11-3193767	Animal Rescue and Rehabilitation	500
City Critters Inc P O Box 1345, New York NY 10013-0000	Section 501 (c)(3)	11-3194564	Animal Rescue and Rehabilitation	500
Coalition for Animal Protection Inc 806 E Erie St , Mo Valley IA 51555	Section 501 (c)(3)	47-0805552	Animal Rescue and Rehabilitation	1,500
Coastal German Shepherd Rescue of Southern California P O Box 50726, Irvine CA 92619-0726	Section 501 (c)(3)	77-0645853	Animal Rescue and Rehabilitation	500
Colorado Animal Rescue Express 5276 S Hanover Way, Englewood, CO 80111-6240	Section 501 (c)(3)	26-0569780	Animal Rescue and Rehabilitation	500
Colorado Animal Welfare League 200 S Wilcox St , Ste 122, Castle Rock, CO 80108	Section 501 (c)(3)	27-1192636	Animal Rescue and Rehabilitation	500
Commonwealth Feline Organization Inc 100 Macy Street Ste F-313 Amesbury, MA 01913	Section 501 (c)(3)	90-0607570	Animal Rescue and Rehabilitation	500
Community Concern For Cats P O Box 3795 Walnut Creek, CA 94598	Section 501 (c)(3)	94-3037122	Animal Rescue and Rehabilitation	500
Compassion Seeds Sanctuary 13423 Oklahoma 76 Healdton, OK 73438	Section 501 (c)(3)	52-2091219	Animal Rescue and Rehabilitation	500
Concerned People For Animals P O Box 632, Somis, CA 93066-0632	Section 501 (c)(3)	77-0285624	Animal Rescue and Rehabilitation	1,000
Dalhart Animal Wellness Group Dalhart, TX 79022	Section 501 (c)(3)	41-2090530	Animal Rescue and Rehabilitation	1,500
Dalmatian Rescue Inc P O Box 9375, Chesapeake, VA 23321	Section 501 (c)(3)	16-1628033	Animal Rescue and Rehabilitation	750
Days End Farm Horse Rescue Inc P O Box 309 Lisbon, MD 21765-0309	Section 501 (c)(3)	52-1759077	Animal Rescue and Rehabilitation	1,000
Delmarva Cat Connection P O Box 1323, Ocean Pines, MD 21811	Section 501 (c)(3)	01-0617510	Animal Rescue and Rehabilitation	500
Dharma Rescue 23916 Crenshaw Blvd, Torrance, CA 90505	Section 501 (c)(3)	80-0266821	Animal Rescue and Rehabilitation	500
Diabetic Cats in Need PO Box 8023, Wilmington, DE 19803	Section 501 (c)(3)	45-4519681	Animal Rescue and Rehabilitation	500
Dog's Life Rescue 357 South Fairfax Ave # 282, Los Angeles, CA 90036	Section 501 (c)(3)	56-2507467	Animal Rescue and Rehabilitation	200
Downtown Dogs Group Inc P O Box 3043, Jackson, TN 38303-3043	Section 501 (c)(3)	30-0568280	Animal Rescue and Rehabilitation	1,000
DreamCatcher Wild Horse & Burro Sanctuary P O Box 9, Ravendale CA 96123	Section 501 (c)(3)	91-2160463	Animal Rescue and Rehabilitation	500
Dreamchaser Pmu Rescue Andrehabilitation 48019 N 7th Ave New River, AZ 85087	Section 501 (c)(3)	20-5168546	Animal Rescue and Rehabilitation	500
Eagle Tail Mountain Wolf Sanctuary PO Box 509, Tonopah, AZ 85354	Section 501 (c)(3)	86-0967215	Animal Rescue and Rehabilitation	500

Recipient & Address	Status	EIN	Purpose of Contribution	Amount
Earth Island Institute Inc 2150 Allston Way Berkeley, CA 94704	Section 501 (c)(3)	94-2889684	Animal Rescue and Rehabilitation	250
East Maui Animal Refuge 25 Maluaina Pl, Haiku, HI 96708-5361	Section 501 (c)(3)	99-0278442	Animal Rescue and Rehabilitation	1,000
East Tennessee Spay & Neuter Inc PO Box 2171, Elizabethton, TN 37644	Section 501 (c)(3)	27-1125370	Animal Rescue and Rehabilitation	500
Eleventh Hour Rescue PO Box 2297, Wilton, NY 12831	Section 501 (c)(3)	30-0294525	Animal Rescue and Rehabilitation	700
Environmental Defense Center 906 Garden St , Santa Barbara, CA 93101	Section 501 (c)(3)	77-0061994	Animal Rescue and Rehabilitation	500
Equestrian Inc 4902 Timberlan St Tampa, FL 33624	Section 501 (c)(3)	27-0886432	Animal Rescue and Rehabilitation	500
Equine Advocates Incorporated 3212 Route 661, Valatie, NY 12184-0000	Section 501 (c)(3)	11-3313534	Animal Rescue and Rehabilitation	500
Essential Ferret Services Of Idaho Inc 11666 W Victory Rd, Laura, ID 83709	Section 501 (c)(3)	47-0897244	Animal Rescue and Rehabilitation	500
Exotic Cat Refuge and Wildlife Orphanage Inc HC 3 Box 96A, Kirbyville, TX 75956-9482	Section 501 (c)(3)	75-2483519	Animal Rescue and Rehabilitation	500
Exotic Cat Refuge And Wildlife Orphanage Inc 254 Private Drive 7025, Kirbyville, TX 75956	Section 501 (c)(3)	75-2483519	Animal Rescue and Rehabilitation	500
Fancy Cats Rescue Team 13110 Reffrey Ln, Fairfax, VA 22033	Section 501 (c)(3)	54-1859914	Animal Rescue and Rehabilitation	500
Farm Sanctuary 3100 Aikens Rd , Watkins Glen, NY 14891	Section 501 (c)(3)	51-0292919	Animal Rescue and Rehabilitation	500
Fast Friends Greyhound Rescue 6654 Gilardi Rd , Boonsboro, MD 21713	Section 501 (c)(3)	20-2680753	Animal Rescue and Rehabilitation	500
Feline Friends P O Box 1568, Warren, MI 48090-1568	Section 501 (c)(3)	38-3445936	Animal Rescue and Rehabilitation	800
Feline Rescue Inc P O Box 50273, Lghthse P O int, FL 33074-0273	Section 501 (c)(3)	65-0952902	Animal Rescue and Rehabilitation	1,000
Feral Cat Spay-Neuter Project 4001 198th St Sw Ste 3, Lynnwood, WA 98036-6731	Section 501 (c)(3)	91-1827152	Animal Rescue and Rehabilitation	1,000
Feral Friends Community Cat Alliance Richardson, TX 75083 2857	Section 501 (c)(3)	75-2761441	Animal Rescue and Rehabilitation	1,000
Fix Our Ferals P O Box 13083, Berkeley, CA 94712-4083	Section 501 (c)(3)	94-3297241	Animal Rescue and Rehabilitation	250
Fix Our Ferals P O Box 13083, Berkeley, CA 94712-4083	Section 501 (c)(3)	94-3297241	Animal Rescue and Rehabilitation	1,500
Flagler Cats Inc 2405 E Moody Blvd Ste 404, Bunnell, FL 32110-5994	Section 501 (c)(3)	54-2131972	Animal Rescue and Rehabilitation	500
Florida Voices For Animals Inc PO Box 17523, Tampa, FL 33682-7523	Section 501 (c)(3)	59-2959199	Animal Rescue and Rehabilitation	250
Florida Wild Mammal Association Inc 198 Edgar Poole Rd , Crawfordville, FL 32327-4264	Section 501 (c)(3)	65-0508616	Animal Rescue and Rehabilitation	500
For All Time Cat Haven P O Box 1751, Crescent City, CA 95531	Section 501 (c)(3)	68-0485301	Animal Rescue and Rehabilitation	500
Forgotten Angels Rescue & Education Center 1822 Meister Hill Rd , Deer Lodge, TN 37726	Section 501 (c)(3)	26-3345637	Animal Rescue and Rehabilitation	500
Forgotten Cats, Inc 4023 Kennett Pike Ste 422, Greenville, DE 19807	Section 501 (c)(3)	20-0691180	Animal Rescue and Rehabilitation	1,000
Forgotten Felines P O Box 264 Gouldsboro, ME 04607	Section 501 (c)(3)	27-0804501	Animal Rescue and Rehabilitation	500
Fort Collins Cat Rescue & Spay - Neuter Clinic 2321 East Mulberry St , Fort Collins, CO 80524-3691	Section 501 (c)(3)	20-4969731	Animal Rescue and Rehabilitation	500
Foundation For Animal Care Andeducation 10455 Sorrento Valley Rd San Diego, CA 92121	Section 501 (c)(3)	20-5333261	Animal Rescue and Rehabilitation	500
Frederick County Humane Society Inc 217 W Patrick St , Frederick, MD 21701	Section 501 (c)(3)	52-6013207	Animal Rescue and Rehabilitation	500

Recipient & Address	Status	EIN	Purpose of Contribution	Amount
Friends of Animals 1841 Broadway Suite 350, New York, NY 10023	Section 501 (c)(3)	13-6018549	Animal Rescue and Rehabilitation	500
Friends Of Felines Inc PO BOX 8147, Stamford, CT 06905-8147	Section 501 (c)(3)	04-3632995	Animal Rescue and Rehabilitation	1,000
Friends Of The Island Fox Inc 3760 Groves Place, Somis, CA 93066	Section 501 (c)(3)	80-0118286	Animal Rescue and Rehabilitation	1,000
Friends of The Palm Springs Animal Shelter 255 El Cielo Rd #140, Palm Springs, CA 92262	Section 501 (c)(3)	33-0731853	Animal Rescue and Rehabilitation	500
Garland Rescue Ranch And Sanctuary 40939 16th St W, Palmdale, CA 93551-2144	Section 501 (c)(3)	06-1834726	Animal Rescue and Rehabilitation	250
German Shepherd Rescue of OC 120 Tustin Avenue Suite C-1111, Newport Beach, CA 92663	Section 501 (c)(3)	20-3455479	Animal Rescue and Rehabilitation	1,000
Global Wildlife Resources Inc PO BOX 10248, Bozeman, MT 59719-0248	Section 501 (c)(3)	81-0532667	Animal Rescue and Rehabilitation	500
Good Mews Animal Foundation Inc 736 Johnson Ferry Rd #3 Marietta, GA 30068	Section 501 (c)(3)	58-1790828	Animal Rescue and Rehabilitation	1,000
Grace Animal Rescue, Inc 531 Main St , El Segundo, CA 90245-3060	Section 501 (c)(3)	27-0726601	Animal Rescue and Rehabilitation	250
Grainger County Humane Society PO BOX 229, Rutledge, TN 37861	Section 501 (c)(3)	62-1856080	Animal Rescue and Rehabilitation	500
Green St Rescue 405 S 6th St, Paragould, AR 72450-5136	Section 501 (c)(3)	71-0603831	Animal Rescue and Rehabilitation	500
Greyhound Alliance Nfp 1341 Lee St Melrose Park, IL 60160	Section 501 (c)(3)	76-0811448	Animal Rescue and Rehabilitation	500
Greyhound Rescue Inc 862 Cressen Dr Gerrardstown, WV 25420	Section 501 (c)(3)	52-1946748	Animal Rescue and Rehabilitation	500
Guide Dogs Of The Desert 60735 Dillon Rd White Water, CA 92282	Section 501 (c)(3)	23-7296531	Animal Rescue and Rehabilitation	500
Happy Tails Inc 16761 Hickory Hills Rd, Sterling, IL 61081	Section 501 (c)(3)	36-3556484	Animal Rescue and Rehabilitation	500
Hardin County Pitbull Rescue PO Box 683 Batson, TX 77519	Section 501 (c)(3)	20-2043464	Animal Rescue and Rehabilitation	500
Harleys Hope Foundation P O Box 88146, Colorado Springs, CO 80908	Section 501 (c)(3)	27-3127204	Animal Rescue and Rehabilitation	500
Hart for Animals Inc P O Box 623, Mchenry, MD 21541-0623	Section 501 (c)(3)	82-0584608	Animal Rescue and Rehabilitation	1,000
Hayward Friends of Animals P O Box 3986, Hayward, CA 94540-3986	Section 501 (c)(3)	94-3064882	Animal Rescue and Rehabilitation	500
Heart of The Valley Humane Society Inc P O Box 11390, Bozeman, MT 59719-1390	Section 501 (c)(3)	23-7375919	Animal Rescue and Rehabilitation	500
Heaven on Earth Society for Animals 16045 Sherman Way, Van Nuys, CA 91406	Section 501 (c)(3)	77-0538189	Animal Rescue and Rehabilitation	500
Helen Sanders Cat Protection and Welfare Society 1198 Pacific Coast Hwy, Seal Beach, CA 90740	Section 501 (c)(3)	27-1400697	Animal Rescue and Rehabilitation	500
Helping Hand for Animals Inc 41846 Paddock Ave , Emerson, IA 51533	Section 501 (c)(3)	47-0846476	Animal Rescue and Rehabilitation	500
Hickman Humane Society Inc PO BOX 183, Centerville, TN 37033-0183	Section 501 (c)(3)	62-1639736	Animal Rescue and Rehabilitation	500
Home at Last Animal Rescue P O Box 2261, Berkeley, CA 94702-0261	Section 501 (c)(3)	94-3338577	Animal Rescue and Rehabilitation	500
Home for Life Cat Sanctuary 225 New Hope Rd, Buffalo, MO 65622	Section 501 (c)(3)	43-1865999	Animal Rescue and Rehabilitation	500
Homeless Animal Rescue Team 231 N Ave West 156, Westfield, NJ 07090-1482	Section 501 (c)(3)	86-1067461	Animal Rescue and Rehabilitation	500
Hope For Paws 8950 W Olympic Blvd #525, Los Angeles, CA 90211	Section 501 (c)(3)	26-2869386	Animal Rescue and Rehabilitation	350
Hope Spay Neuter Clinic Inc 130 Scott Rd , Waterbury, CT 06705	Section 501 (c)(3)	26-2896237	Animal Rescue and Rehabilitation	500

Recipient & Address	Status	EIN	Purpose of Contribution	Amount
HorseNet Horse Rescue 14001 Mattie Haines Rd , Mount Airy, MD 21771-7557	Section 501 (c)(3)	52-2166053	Animal Rescue and Rehabilitation	500
Horses Of Tir Na Nog 6364 Arms Lake Ave, San Diego, CA 92119-3502	Section 501 (c)(3)	20-3681634	Animal Rescue and Rehabilitation	500
House of Dreams P O Box 30971, P O rland, OR 97294-3971	Section 501 (c)(3)	93-1259732	Animal Rescue and Rehabilitation	500
Humane Alternative Inc 1244 SE 8th Ct , Deerfield Bch, FL 33441-5840	Section 501 (c)(3)	59-3484766	Animal Rescue and Rehabilitation	500
Humane Farming Association 76 Belvedere St Ste D, San Rafael, CA 94901-4850	Section 501 (c)(3)	68-0087989	Animal Rescue and Rehabilitation	500
Humane Society Of Dickson County 410 Eno Rd, Dickson, TN 37055-4063	Section 501 (c)(3)	62-1330414	Animal Rescue and Rehabilitation	500
Humane Society of Montgomery County Inc P O Box 287 Blacksburg, VA 24063	Section 501 (c)(3)	54-1131598	Animal Rescue and Rehabilitation	500
Humane Society Of Putnam County PO BOX 995, Cookeville, TN 38503-0995	Section 501 (c)(3)	58-1387894	Animal Rescue and Rehabilitation	1,000
Humane Society Of Shenandoah County Inc PO BOX 173, Woodstock, VA 22664-0173	Section 501 (c)(3)	54-1880163	Animal Rescue and Rehabilitation	500
Humane Society Of The Piedmont Inc 4527 W Wendover Ave Greensboro, NC 27409	Section 501 (c)(3)	56-6030054	Animal Rescue and Rehabilitation	500
Humane Society of the Sierra Foothills 2945 Bell Road #175, Auburn, CA 95603	Section 501 (c)(3)	32-0282752	Animal Rescue and Rehabilitation	500
Humane Society Of The Tennessee Valley Inc PO BOX 51723, Knoxville, TN 37950-1723	Section 501 (c)(3)	62-0596930	Animal Rescue and Rehabilitation	500
Hungry Kitty Limited 2458 E 22nd St , Oakland, CA 94601-1232	Section 501 (c)(3)	26-3559589	Animal Rescue and Rehabilitation	450
I F E R 53 W Jackson Blvd Ste 1552 Chicago, IL 60604	Section 501 (c)(3)	22-2628153	Animal Rescue and Rehabilitation	500
Idyllwild Animal Rescue Friends Inc 54385 N Circle Dr # 153 Idyllwild-Pine Cove, CA 92549	Section 501 (c)(3)	77-0648417	Animal Rescue and Rehabilitation	500
In Defense Of Animals 3010 Kerner Blvd, San Rafael, CA 94901-5433	Section 501 (c)(3)	68-0008936	Animal Rescue and Rehabilitation	500
Injured & Orphaned Wildlife 37 Decorah Ln, Campbell, CA 95008	Section 501 (c)(3)	77-0180866	Animal Rescue and Rehabilitation	500
Institute of Range and the American Mustang P O Box 998, Hot Springs, SD 57747	Section 501 (c)(3)		Animal Rescue and Rehabilitation	500
International Exotic Animal Sanctuary P O Box 637 Boyd, TX 76023	Section 501 (c)(3)	75-2283460	Animal Rescue and Rehabilitation	500
International Fund For Animal Welfare Inc 290 Summer St, Yarmouthport, MA 02675-1734	Section 501 (c)(3)	31-1594197	Animal Rescue and Rehabilitation	500
International Primate Protection League P O Box 766, Summerville, SC 29484	Section 501 (c)(3)	51-0194013	Animal Rescue and Rehabilitation	500
International Water And Health Alliances, 417 Mace Blvd, Davis, CA 95618	Section 501 (c)(3)	27-2483668	Animal Rescue and Rehabilitation	700
Ironwood Pig Sanctuary 34656 E Crystal Visions Rd , Marana, AZ 85658-8456	Section 501 (c)(3)	86-0999483	Animal Rescue and Rehabilitation	1,000
Islands Feral Cat Project 28 12 Oaks Dr , Savannah, GA 31410	Section 501 (c)(3)	90-0199229	Animal Rescue and Rehabilitation	500
It's the Pits PO Box 720008, San Diego, CA 92172-0008	Section 501 (c)(3)	20-5855724	Animal Rescue and Rehabilitation	250
John R Hamil Animal Wellness Foundation Inc 817 Bellwood Drive, Maryville, TN 37803	Section 501 (c)(3)	27-2663339	Animal Rescue and Rehabilitation	500
Kids Cancer Connection Inc 20978 Bandera St, Woodland Hls, CA 91364-4503	Section 501 (c)(3)	56-2520924	Animal Rescue and Rehabilitation	500
Kinder4rescue 11684 Ventura Blvd 665, Studio City, CA 91604-2699	Section 501 (c)(3)	26-2924461	Animal Rescue and Rehabilitation	500
Kindness Counts 134 Court Ave, Sevierville, TN 37862	Section 501 (c)(3)	76-0764062	Animal Rescue and Rehabilitation	500

Recipient & Address	Status	EIN	Purpose of Contribution	Amount
Kindness Ranch 854 State Highway 270, Hartville, WY 82215	Section 501 (c)(3)	84-1561923	Animal Rescue and Rehabilitation	1,000
Kitty And K-9 Connection 13140 Midori Dr, Anchorage, AK 99516-3307	Section 501 (c)(3)	81-0609673	Animal Rescue and Rehabilitation	500
Kitty Cat Connection Inc 10647 N Mcgee St, Kansas City, MO 64155-1659	Section 501 (c)(3)	20-8008870	Animal Rescue and Rehabilitation	200
Kitty City Rescue P O Box 1259, Cambridge, MD 21613	Section 501 (c)(3)	27-2206349	Animal Rescue and Rehabilitation	500
Last Chance Animal Rescue Inc PO BOX 1670, White Plains, MD 20695-1670	Section 501 (c)(3)	52-2328626	Animal Rescue and Rehabilitation	500
Last Chance Corral 5350 U S 33 Alt, Athens, OH 45701	Section 501 (c)(3)	05-0449913	Animal Rescue and Rehabilitation	1,500
Laughing Pony Rescue Inc P O Box 32, Rancho Santa Fe, CA 92067	Section 501 (c)(3)	27-2914210	Animal Rescue and Rehabilitation	500
Lifebridge For Animals Inc PO BOX 243, Greensburg, KY 42743-0243	Section 501 (c)(3)	61-1524626	Animal Rescue and Rehabilitation	500
Linda Blair WorldHeart Foundation 10061 Riverside Dr #1003, Los Angeles, CA 91602	Section 501 (c)(3)	20-0279278	Animal Rescue and Rehabilitation	200
Lions Tigers & Bears 24402 Martin Way, Alpine, CA 91901	Section 501 (c)(3)	33-0938499	Animal Rescue and Rehabilitation	500
Living Free Sanctuary For Animals 301 W Main St Ste 329, Ardmore, OK 73401-6322	Section 501 (c)(3)	73-1576163	Animal Rescue and Rehabilitation	1,000
Lost Our Home Pet Foundation Inc 16211 N Scottsdale Rd Ste A6a 276, Scottsdale, AZ 85254	Section 501 (c)(3)	37-1589959	Animal Rescue and Rehabilitation	1,000
Love Animals 1001 16th St , Denver, CO 80265	Section 501 (c)(3)	61-1387968	Animal Rescue and Rehabilitation	500
Lucky Dog Animal Rescue 3636 Winfield Ln NW Washington, DC 20007	Section 501 (c)(3)	30-0559037	Animal Rescue and Rehabilitation	500
Lucky Dog Rescue Inc 4400 N Scottsdale Rd Room 9-319, Scottsdale, AZ 85251	Section 501 (c)(3)	20-1630535	Animal Rescue and Rehabilitation	500
Malibu Pet Companions 1723 Mesa Ridge Ave , Westlake Village, CA 91362	Section 501 (c)(3)	95-4588697	Animal Rescue and Rehabilitation	1,000
Mayberry 4 Paws 134 W Wilson St , Mt Airy, NC 27030	Section 501 (c)(3)	30-0597263	Animal Rescue and Rehabilitation	500
Meal On Wheels In Hunterdon Inc 5 Walter E Foran Blvd #2006 Flemington, NJ 08822	Section 501 (c)(3)	22-3084358	Animal Rescue and Rehabilitation	500
Mendocino Coast Humane Society 19691 Summers Ln, Fort Bragg, CA 95437	Section 501 (c)(3)	94-3053960	Animal Rescue and Rehabilitation	500
Meowwzresq Inc 960 N Tustin Ave 200, Tustin, CA 92867	Section 501 (c)(3)	26-3035880	Animal Rescue and Rehabilitation	200
Meow Village 8090 SW Fairway Dr , Wilsonville, OR 97070	Section 501 (c)(3)	80-0548430	Animal Rescue and Rehabilitation	500
Michigan Friends Rescue Shelter 4775 200th Ave, Stanwood, MI 49346	Section 501 (c)(3)	38-3637127	Animal Rescue and Rehabilitation	100
Mickaboo Companion Bird Rescue PO BOX 697, San Jose, CA 95106-0697	Section 501 (c)(3)	94-3286344	Animal Rescue and Rehabilitation	500
Midwest Farm Animal Rescue W2081 County Road T, Mondovi, WI 54755	Section 501 (c)(3)	39-1946558	Animal Rescue and Rehabilitation	500
Misfit Acres 12480 550th Ave, Amboy, MN 56010	Section 501 (c)(3)	30-0232976	Animal Rescue and Rehabilitation	250
Monero Mustangs P O Box 1086, Dulce, NM 87528-1086	Section 501 (c)(3)	27-0058030	Animal Rescue and Rehabilitation	500
Monroe County Friends Of Animals PO BOX 106, Vonore, TN 37885-0106	Section 501 (c)(3)	20-1909433	Animal Rescue and Rehabilitation	500
Montana Raptor Conservation Center P O Box 4061 Bozeman, MT 59772	Section 501 (c)(3)	36-3782562	Animal Rescue and Rehabilitation	500
Montville Pet Parents Incorporated P O Box 231, Pinebrook, NJ 07058-0231	Section 501 (c)(3)	20-4404257	Animal Rescue and Rehabilitation	250

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Muttville 1041 Kansas St San Francisco, CA 94107	Section 501 (c)(3)	26-0416747	Animal Rescue and Rehabilitation	1,000
Nashville Cat Rescue PO BOX 140898, Nashville, TN 37214-0898	Section 501 (c)(3)	33-1125213	Animal Rescue and Rehabilitation	500
Neigh Savers Foundation, Inc 1547 Palos Verdes Mall, Walnut Creek, CA 94597-2228	Section 501 (c)(3)	26-0265377	Animal Rescue and Rehabilitation	500
New England Primate Sanctuary Inc P O Box 520174, Winthrop, MA 02152-0003	Section 501 (c)(3)	04-3689776	Animal Rescue and Rehabilitation	500
New Hope Humane Society P O Box 1704 Worland, WY 82401-1704	Section 501 (c)(3)	83-0305303	Animal Rescue and Rehabilitation	500
New Start Rescue Mission 936 N 6th St, Quincy, IL 62301-1834	Section 501 (c)(3)	20-3921971	Animal Rescue and Rehabilitation	450
Noahs Ark Animal Sanctuary Inc 200 Dana Dr, Pineville, LA 71360	Section 501 (c)(3)	26-0642248	Animal Rescue and Rehabilitation	500
Noahs Bark Pet Rescue Inc 106 Waterford Ct, Jefferson, GA 30549-7640	Section 501 (c)(3)	41-2120514	Animal Rescue and Rehabilitation	500
North Shore Animal League America Inc 750 P O rt Washington Blvd, P O rt Washington, NY 11050	Section 501 (c)(3)	11-1666852	Animal Rescue and Rehabilitation	1,000
Northeast Ohio Spca Inc 9555 Brookpark Rd, Parma, OH 44129-6825	Section 501 (c)(3)	04-3767472	Animal Rescue and Rehabilitation	1,000
Northern Colorado Friends of Ferals 718 Mathews St , Fort Collins, CO 80524	Section 501 (c)(3)	27-3391247	Animal Rescue and Rehabilitation	500
Northern Jaguar Project Inc 2114 W Grant Rd Ste 121, Tucson, AZ 85745-1141	Section 501 (c)(3)	42-1554992	Animal Rescue and Rehabilitation	50
Operation Blankets of Love 11931 Paso Robles Ave , Granada Hills, CA 91344	Section 501 (c)(3)	80-0238786	Animal Rescue and Rehabilitation	500
Operation Catnip Inc PO BOX 90744, Raleigh, NC 27675-0744	Section 501 (c)(3)	56-2057805	Animal Rescue and Rehabilitation	500
Operation Kindness Inc 1080 Kirts Blvd Ste 700, Troy, MI 48084-4853	Section 501 (c)(3)	38-3346871	Animal Rescue and Rehabilitation	500
Operation Spay Neuter Inc P O Box 1604, Butler, PA 16003	Section 501 (c)(3)	20-2717185	Animal Rescue and Rehabilitation	500
Oregon Friends of Shelter Animals 1746 NE 56th Ave, Hillsboro, OR 97124	Section 501 (c)(3)	20-0003876	Animal Rescue and Rehabilitation	500
Ozark Haven Rescue 1433 Cessna Rd, Cabool, MO 65689	Section 501 (c)(3)	20-8891982	Animal Rescue and Rehabilitation	500
P E T A 501 Front Street, Norfolk, VA 23510-1040	Section 501 (c)(3)	52-1218336	Animal Rescue and Rehabilitation	500
Pacific Marine Mammal Center 20612 Laguna Canyon Rd, Laguna Beach, CA 92651-1137	Section 501 (c)(3)	95-3680896	Animal Rescue and Rehabilitation	500
Pacific Wildlife Project 25061 Adelanto Dr Laguna Niguel, CA 92677	Section 501 (c)(3)	33-0219453	Animal Rescue and Rehabilitation	1,000
Paw Parent Animal Sanctuary 930 N Benton Way, Los Angeles, CA 90026	Section 501 (c)(3)		Animal Rescue and Rehabilitation	500
PAWS 1150 S Hope St #A Los Angeles, CA 90015	Section 501 (c)(3)	94-3049133	Animal Rescue and Rehabilitation	500
Paws South Florida Rescue Inc 6879 NW 28th Ave Fort Lauderdale, FL 33309	Section 501 (c)(3)	80-0360710	Animal Rescue and Rehabilitation	500
Pawsibilities Animal Rescue 2048 Mainland Rd Harleysville, PA 19438	Section 501 (c)(3)	27-1271134	Animal Rescue and Rehabilitation	500
Peewees Pet Adoption World & Sanctuary Inc 1307 Saratoga Blvd, Crp Christi, TX 78417-3334	Section 501 (c)(3)	74-2746680	Animal Rescue and Rehabilitation	1,000
Peninsula Friends of Animals P O Box 404, Sequim, WA 98382-4306	Section 501 (c)(3)	91-2127240	Animal Rescue and Rehabilitation	250
Perfect Pet Rescue 1178 Angelo Dr, Beverly Hills, CA 90210-2746	Section 501 (c)(3)	95-4541649	Animal Rescue and Rehabilitation	500
Pet Community Center Inc PO Box 148846, Nashville, TN 37214	Section 501 (c)(3)	45-1524886	Animal Rescue and Rehabilitation	500

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Pet Orphans Of Southern California 7720 Gloria Ave, Van Nuys, CA 91406-1819	Section 501 (c)(3)	23-7267769	Animal Rescue and Rehabilitation	500
Pet Pals Inc 1903 Pentuckett Ave San Diego, CA 92104	Section 501 (c)(3)	86-0941779	Animal Rescue and Rehabilitation	1,000
Pet Project Midwest 3427 Merle Hay Road Suite B, Des Moines, IA 50310	Section 501 (c)(3)	27-0969445	Animal Rescue and Rehabilitation	500
Pets Are Loving Support 9366 Champs De Elysees Forestville, CA 95436	Section 501 (c)(3)	68-0295834	Animal Rescue and Rehabilitation	1,000
Pets In Need 871 5th Ave, Redwood City, CA 94063-3914	Section 501 (c)(3)	94-6139667	Animal Rescue and Rehabilitation	990
Pioneer Humane Society PO Box 1876, Pendleton, OR 97801-0946	Section 501 (c)(3)	93-0845104	Animal Rescue and Rehabilitation	500
Portsmouth Humane Society Inc 2704 Frederick Blvd, Portsmouth, VA 23704-6818	Section 501 (c)(3)	54-0560059	Animal Rescue and Rehabilitation	1,000
Portsmouth Humane Society Inc 2704 Frederick Blvd, Portsmouth, VA 23704-6818	Section 501 (c)(3)	54-0560059	Animal Rescue and Rehabilitation	500
Precious Paws Inc 18034 Ventura Blvd Ste 430, Encino, CA 91316-3516	Section 501 (c)(3)	03-0455334	Animal Rescue and Rehabilitation	1,000
Predator Defense PO Box 5446, Eugene, OR 97405	Section 501 (c)(3)	93-1028893	Animal Rescue and Rehabilitation	1,000
Prevent A Litter Connection Inc PO Box 176, Madisonville, TN 37354-0176	Section 501 (c)(3)	62-1865219	Animal Rescue and Rehabilitation	500
Priderock Wildlife Refuge P O Box 1594, Terrell, TX 75160-0030	Section 501 (c)(3)	75-2792911	Animal Rescue and Rehabilitation	500
Primate Rescue Center Inc 2515 Bethel Rd, Nicholasville, KY 40356	Section 501 (c)(3)	61-1325369	Animal Rescue and Rehabilitation	500
Pro-Bone-O P O Box 1823, Eugene, OR 97440	Section 501 (c)(3)	93-1324554	Animal Rescue and Rehabilitation	500
Project Perry PO Box 1208, Louisa, VA 23093-1208	Section 501 (c)(3)	20-0755481	Animal Rescue and Rehabilitation	500
Pryors Planet 16633 Ventura Blvd, Encino, CA 91436-1801	Section 501 (c)(3)	20-3370876	Animal Rescue and Rehabilitation	500
Pryors Planet 16633 Ventura Blvd, Encino, CA 91436-1801	Section 501 (c)(3)	20-3370876	Animal Rescue and Rehabilitation	500
Rachel's Rescue Ranch, Inc 7579 Beach Dr , Pasadena, MD 21122-2533	Section 501 (c)(3)	27-0580142	Animal Rescue and Rehabilitation	500
Ranch Hand Rescue 8827 U S 377, Argyle, TX 76226	Section 501 (c)(3)	26-4610450	Animal Rescue and Rehabilitation	500
Rescued Unwanted Furry Friends Foundation 1003 Hwy 173 Graceville, FL 32440	Section 501 (c)(3)	86-0991455	Animal Rescue and Rehabilitation	500
Res-Q-Pets P O Box 9182, Hamilton, NJ 08650	Section 501 (c)(3)	42-1692502	Animal Rescue and Rehabilitation	950
Return To Freedom Inc 4115 Jalama Rd Lompoc, CA 93436	Section 501 (c)(3)	06-1484961	Animal Rescue and Rehabilitation	500
Rocky Mountain Alley Cat Alliance 2600 W 2nd Ave #8, Denver, CO 80219	Section 501 (c)(3)	84-1199569	Animal Rescue and Rehabilitation	1,115
Romania Animal Rescue Inc 8000 Morgan Territory Rd, Livermore, CA 94551	Section 501 (c)(3)	72-1546354	Animal Rescue and Rehabilitation	500
Romanian League in Defense of Animals 2260 North Bluff Rd , Greenbank, WA 98253	Section 501 (c)(3)	32-0176929	Animal Rescue and Rehabilitation	1,000
S A F E Animal Rescue and Sanctuary P O Box 1633, Buffalo, MO 65622-1633	Section 501 (c)(3)	43-1870995	Animal Rescue and Rehabilitation	500
Safe Haven Rescue Zoo P O Box 184, Imlay, NV 89418-0184	Section 501 (c)(3)	02-0785597	Animal Rescue and Rehabilitation	500
San Luis Valley Animal Welfare Society 76 El Rio Dr, Alamosa, CO 81101-2176	Section 501 (c)(3)	84-1530392	Animal Rescue and Rehabilitation	1,000
Santa Ana Friends For The Animals PO Box 1065, Yorba Linda, CA 92885-1065	Section 501 (c)(3)	87-0713815	Animal Rescue and Rehabilitation	500

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Sante D'or Fdtn 3165 Los Feliz Blvd, Los Angeles, CA 90039	Section 501 (c)(3)	68-0547925	Animal Rescue and Rehabilitation	500
Save A Kitty Inc P O Box 533, Westhampton, NY 11977	Section 501 (c)(3)	13-4070625	Animal Rescue and Rehabilitation	500
Save The Animal Rescue Society Inc PO Box 212136, Augusta, GA 30917-2136	Section 501 (c)(3)	20-0432853	Animal Rescue and Rehabilitation	500
Save The Chimps Inc P O Box 12220, Fort Pierce, FL 34979	Section 501 (c)(3)	65-0789748	Animal Rescue and Rehabilitation	1,000
Save The Orphaned Pets Inc PO Box 428, Hope, NJ 07845	Section 501 (c)(3)	02-0594856	Animal Rescue and Rehabilitation	500
Saving Horses 8840 Hunter Pass, Alpine, CA 91901-2622	Section 501 (c)(3)	26-0519018	Animal Rescue and Rehabilitation	1,500
Saving Horses 8840 Hunter Pass, Alpine, CA 91901-2622	Section 501 (c)(3)	26-0519018	Animal Rescue and Rehabilitation	500
Saving SPOT Rescue 534 N La Cienega Blvd, Los Angeles, CA 90048	Section 501 (c)(3)	80-0390461	Animal Rescue and Rehabilitation	500
Second Chance Center For Animals 11665 N Hwy 89, Flagstaff, AZ 86004	Section 501 (c)(3)	80-0034191	Animal Rescue and Rehabilitation	1,500
Senior Dogs 4 Seniors 1109 Babler Forest Court, Chesterfield, MO 63005	Section 501 (c)(3)	26-0518780	Animal Rescue and Rehabilitation	500
Sevier County Humane Society PO Box 976, Pigeon Forge, TN 37868-0976	Section 501 (c)(3)	62-0938001	Animal Rescue and Rehabilitation	500
Shadow Cats Rescue 2111 Sam Bass Rd, Round Rock, TX 78681-1871	Section 501 (c)(3)	75-3152265	Animal Rescue and Rehabilitation	500
Shepherd's Green Sanctuary 139 Copeland Ln, Cookeville, TN 38506-7849	Section 501 (c)(3)	63-1617521	Animal Rescue and Rehabilitation	500
Sierra Wildlife Rescue 3030 Newtown Road Placerville, CA 95667	Section 501 (c)(3)	68-0259827	Animal Rescue and Rehabilitation	500
Snow Leopard Trust 4649 Sunnyside Ave N Ste 325, Seattle, WA 98103-6955	Section 501 (c)(3)	91-1144119	Animal Rescue and Rehabilitation	500
Southern Colorado Spay & Neuter Association 1700 S Prairie Ave, Pueblo, CO 81005-2265	Section 501 (c)(3)	84-1340019	Animal Rescue and Rehabilitation	500
SPA Rescue, Inc 13375 Poway Rd, Poway, CA 92064	Section 501 (c)(3)	27-4679588	Animal Rescue and Rehabilitation	500
Spay and Neuter Solutions P O Box 762 Cortaro, AZ 85652	Section 501 (c)(3)	20-0065631	Animal Rescue and Rehabilitation	1,000
Spay Neuter Assistance P O Box 126702, Harrisburg, PA 17112-0000	Section 501 (c)(3)	23-2172084	Animal Rescue and Rehabilitation	1,000
Spay-Neuter Asst Prog Po Box 17043, Raleigh, NC 27619-7043	Section 501 (c)(3)	56-2176896	Animal Rescue and Rehabilitation	500
Spring Farm Cares 3364 State Route 12, Clinton, NY 13323-4236	Section 501 (c)(3)	16-1388835	Animal Rescue and Rehabilitation	500
St Martin's Animal Foundation 8860 Corbin Avenue, #245 • Northridge, CA 91324	Section 501 (c)(3)	95-4777420	Animal Rescue and Rehabilitation	1,000
Stray Cat Alliance 550 N Croft Ave #7, West Hollywood, CA 90048	Section 501 (c)(3)	95-4787231	Animal Rescue and Rehabilitation	1,000
Take Me Home Pet Rescue 508 W Lookout Drive Suite 14-40, Richardson, TX 75080-2176	Section 501 (c)(3)	26-2318535	Animal Rescue and Rehabilitation	500
Taos Feral Feline Friends P O Box 1926, Rnch De Taos, NM 87557-1926	Section 501 (c)(3)	77-0635095	Animal Rescue and Rehabilitation	500
Texas Veterinary Medical Foundation 8104 Exchange Drive, Austin, TX 78754	Section 501 (c)(3)	74-1983485	Animal Rescue and Rehabilitation	500
The Animal Rescue League 10 Chandler St, Boston, MA 02116	Section 501 (c)(3)	04-2103714	Animal Rescue and Rehabilitation	1,500
The Big Fix Uganda 8927 Sherman Valley Rd SW, Olympia, WA 98512	Section 501 (c)(3)	30-0019352	Animal Rescue and Rehabilitation	500
The Cat House on the Kings 7120 S Kings River Rd Parlier, CA 93648	Section 501 (c)(3)	27-0015288	Animal Rescue and Rehabilitation	500
The Cat People P O Box 13610, Bakersfield, CA 93389-3610	Section 501 (c)(3)	77-0272709	Animal Rescue and Rehabilitation	1,000
The Cat Posse P O Box 60992, Pasadena, CA 91116	Section 501 (c)(3)	26-3326610	Animal Rescue and Rehabilitation	500

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The Cat Posse PO Box 60992, Pasadena, CA 91116	Section 501 (c)(3)	26-3326610	Animal Rescue and Rehabilitation	500
The Chance Foundation 10739 Bristersburg Rd, Catlett, VA 20119	Section 501 (c)(3)	41-1780387	Animal Rescue and Rehabilitation	450
The Kindness Ranch Animal Sanctuary 854 Wyoming 270, Hartville, WY 82215	Section 501 (c)(3)	84-1561923	Animal Rescue and Rehabilitation	500
The Magic Jungle P O Box 219k, Apple Valley, CA 92307-0004	Section 501 (c)(3)	01-0736261	Animal Rescue and Rehabilitation	500
The Marine Mammal Center 2000 Bunker Road Fort Cronkhite, Sausalito, CA 94965	Section 501 (c)(3)	51-0144434	Animal Rescue and Rehabilitation	500
The Mosby Foundation PO Box 218, Deerfield, VA 24432	Section 501 (c)(3)	20-1468817	Animal Rescue and Rehabilitation	500
The National Geographic Society 1145 17th Street N W , Washington, D C 20036	Section 501 (c)(3)	53-0193519	Animal Rescue and Rehabilitation	2,250
The Nature Network, Inc P O Box 66790, West Los Angeles, CA 90066	Section 501 (c)(3)	95-4218169	Animal Rescue and Rehabilitation	500
The Nature of Wildworks P O Box 109, Topanga, CA 90290-0109	Section 501 (c)(3)	95-4624823	Animal Rescue and Rehabilitation	1,000
The Otter Project 475 Washington St Ste A, Monterey, CA 93940-3060	Section 501 (c)(3)	77-0490102	Animal Rescue and Rehabilitation	1,000
The Peppy Foundation 3312 Peppermint St, Newbury Park, CA 91320-5040	Section 501 (c)(3)	26-3887159	Animal Rescue and Rehabilitation	300
The True Nature Network Inc P O Box 66790, Los Angeles, CA 90066-0790	Section 501 (c)(3)	95-4218169	Animal Rescue and Rehabilitation	500
The Wildcat Sanctuary P O Box 314, Sandstone, MN 55072-0314	Section 501 (c)(3)	22-3857401	Animal Rescue and Rehabilitation	500
Trust For Public Land 101 Montgomery St Ste 900, San Francisco, CA 94104	Section 501 (c)(3)	23-7222333	Animal Rescue and Rehabilitation	500
Turpentine Creek Wildlife Refuge Tiger Ln Eureka Springs, AR 72632	Section 501 (c)(3)	71-0721742	Animal Rescue and Rehabilitation	500
U S Wolf Refuge P O Box 2756 - Sparks, NV 89432	Section 501 (c)(3)	86-0686177	Animal Rescue and Rehabilitation	500
United Pegasus Foundation 120 S 1st Ave , Arcadia, CA 91006-3605	Section 501 (c)(3)	95-4497611	Animal Rescue and Rehabilitation	500
Upper Rio Grande Animal Society P O Box 369, Monte Vista, CO 81144-0369	Section 501 (c)(3)	27-1518094	Animal Rescue and Rehabilitation	500
Utah Animal Adoption Center 1955 N Redwood Rd Salt Lake City, UT 84116	Section 501 (c)(3)	94-2950501	Animal Rescue and Rehabilitation	1,000
Voice For Animals Inc P O Box 34, Harrison, ME 04040	Section 501 (c)(3)	01-0456905	Animal Rescue and Rehabilitation	5,500
Voices for Pets P O Box 30836, Walnut Creek, CA 94598	Section 501 (c)(3)	68-0426925	Animal Rescue and Rehabilitation	500
Wanekea Wanagi Shelter 18436 City Hwy Xx near Kiel, WI 53042	Section 501 (c)(3)	39-1888319	Animal Rescue and Rehabilitation	500
West Coast Dog And Cat Rescue PO Box 72401, Eugene, OR 97401	Section 501 (c)(3)	68-0655056	Animal Rescue and Rehabilitation	500
Western Iowas Feral And Homeless Cat Program Inc 400 Antique City Dr Walnut, IA 51577	Section 501 (c)(3)	45-4776368	Animal Rescue and Rehabilitation	500
Westside Animal Rescue Inc 440 W 34th St , New York, NY 10001	Section 501 (c)(3)	06-1551902	Animal Rescue and Rehabilitation	500
Whiskers & Tails Foundation 28332 Palos Verdes Dr , Rch Palos Vrd, CA 90275	Section 501 (c)(3)	02-0737421	Animal Rescue and Rehabilitation	1,000
White County Humane Society Inc PO Box 194, Sparta, TN 38583	Section 501 (c)(3)	01-0820319	Animal Rescue and Rehabilitation	500
Wild Burro Rescue Po Box 10, Olancho, CA 93549-0010	Section 501 (c)(3)	94-3168144	Animal Rescue and Rehabilitation	1,000
Wild Cat Haven 31369 Sw Heater Rd , Sherwood, OR 97140-5058	Section 501 (c)(3)	93-1320051	Animal Rescue and Rehabilitation	500
Wild Earth Guardians 401 Horseshoe Ln, Kings Mtn, NC 28086-9687	Section 501 (c)(3)	72-1519397	Animal Rescue and Rehabilitation	1,500
Wild for Life Foundation 33 Possum Trot, Asheville, NC 28806-9310	Section 501 (c)(3)	56-2165782	Animal Rescue and Rehabilitation	500

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Wildcat Education & Conservation Fund PO BOX 430, Occidental, CA 95465	Section 501 (c)(3)	68-0481714	Animal Rescue and Rehabilitation	1,000
Wildlife Associates PO Box 3098, Half Moon Bay, CA 94019	Section 501 (c)(3)	94-2924999	Animal Rescue and Rehabilitation	500
Wildlife Fawn Rescue 19201 Sonoma Highway 105, Sonoma, CA 95476-5413	Section 501 (c)(3)	68-0180811	Animal Rescue and Rehabilitation	1,000
Willamette Animal Guild 3045 Royal Ave, Eugene, OR 97402	Section 501 (c)(3)	93-1264009	Animal Rescue and Rehabilitation	500
Willys Kitty Angels Rescue Inc PO Box 222, North Uxbridge, MA 01538	Section 501 (c)(3)	26-3359404	Animal Rescue and Rehabilitation	500
Witty Kitties Inc 3133 Roberts Ferry Rd Ne, Solon, IA 52333	Section 501 (c)(3)	42-1519228	Animal Rescue and Rehabilitation	1,000
Wolfkeep Wildlife Sanctuary PO Box 1267, Bonner, MT 59823-1267	Section 501 (c)(3)	01-0692750	Animal Rescue and Rehabilitation	500
Woods Humane Society 875 Oklahoma Ave , San Luis Obispo, CA 93405	Section 501 (c)(3)	95-2058587	Animal Rescue and Rehabilitation	500
Ziggy and Friends Cat Rescue Los Angeles, CA	Section 501 (c)(3)	46-3128166	Animal Rescue and Rehabilitation	250