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Return of Private Foundation

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

Department of the Treasury
Internal Revenue Service

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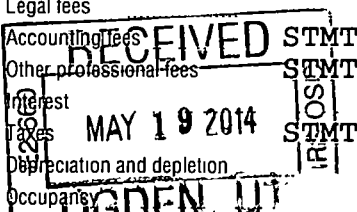
Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation WILLISON FAMILY CHARITABLE FOUNDATION		A Employer identification number 95-4608751
Number and street (or P O box number if mail is not delivered to street address) 10601 WILSHIRE BLVD #1004	Room/suite	B Telephone number 310-454-5143
City or town, state or province, country, and ZIP or foreign postal code LOS ANGELES, CA 90024		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"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 303,713.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	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 (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	3.	3.		STATEMENT 1
	4 Dividends and interest from securities	17,846.	17,846.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	11,917.			
	b Gross sales price for all assets on line 6a	64,764.			
	7 Capital gain net income (from Part IV, line 2)		11,917.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total Add lines 1 through 11	29,766.	29,766.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	2,727.	2,727.		0.
	c Other professional fees	174.	174.		0.
	17 Interest				
	18 Taxes	18.	18.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 Total operating and administrative expenses Add lines 13 through 23	2,919.	2,919.		0.
	25 Contributions, gifts, grants paid	56,305.			56,305.
26 Total expenses and disbursements Add lines 24 and 25	59,224.	2,919.		56,305.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<29,458.>				
b Net investment income (if negative, enter -0-)		26,847.			
c Adjusted net income (if negative, enter -0-)			N/A		

MAY 22 2014



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	24,818.	20,310.	20,310.
	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			
	7 Other notes and loans receivable			
	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			
	b Investments - corporate stock STMT 6	266,942.	241,992.	283,403.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis			
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis				
Less: accumulated depreciation				
15 Other assets (describe)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	291,760.	262,302.	303,713.	
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			
	22 Other liabilities (describe)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <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	276,082.	276,082.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	15,678.	<13,780.		
30 Total net assets or fund balances	291,760.	262,302.		
31 Total liabilities and net assets/fund balances	291,760.	262,302.		

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	291,760.
2 Enter amount from Part I, line 27a	2	<29,458.>
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	262,302.
5 Decreases not included in line 2 (itemize)	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	262,302.

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 MERRILL LYNCH #4330	P	VARIOUS	
b MERRILL LYNCH #4330	P	VARIOUS	
c UBS #3552	P	VARIOUS	
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 71.		68.	3.
b 24,697.		19,910.	4,787.
c 39,996.		32,869.	7,127.
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) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			3.
b			4,787.
c			7,127.
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	11,917.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	92,070.	352,988.	.260830
2011	91,345.	435,201.	.209892
2010	96,320.	467,183.	.206172
2009	119,618.	102,874.	1.162762
2008	166,917.	774,559.	.215499

2 Total of line 1, column (d)	2	2.055155
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	.411031
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	313,954.
5 Multiply line 4 by line 3	5	129,045.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	268.
7 Add lines 5 and 6	7	129,313.
8 Enter qualifying distributions from Part XII, line 4	8	56,305.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	537.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	537.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	537.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	539.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	539.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2.
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> 2. Refunded <input type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

N/A

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

<p>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)</p>	11		X
<p>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)</p>	12		X
<p>13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u></p>	13	X	
<p>14 The books are in care of ► <u>BRUCE & GRETCHEN WILLISON</u> Telephone no. ► <u>310-454-5143</u> Located at ► <u>10601 WILSHIRE BLVD #1004, LOS ANGELES, CA</u> ZIP+4 ► <u>90024</u></p>			
<p>15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year</p>	15	N/A	<input type="checkbox"/>
<p>16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►</p>	16	Yes	No X

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

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

		Yes	No
<p>1a During the year did the foundation (either directly or indirectly):</p> <p>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(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</p>			
<p>b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here</p>	1b	N/A	
<p>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?</p>	1c		X
<p>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)):</p> <p>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 ► _____, _____, _____</p> <p>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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____</p>	2a	N/A	
<p>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</p> <p>b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	3a	N/A	
<p>4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?</p>	4a		X
<p>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?</p>	4b		X

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here

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

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** Yes No **N/A**

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
BRUCE G. WILLISON 10601 WILSHIRE BLVD #1004 LOS ANGELES, CA 90024	TRUSTEE 0.00	0.	0.	0.
GRETCHEN A WILLISON 10601 WILSHIRE BLVD #1004 LOS ANGELES, CA 90024	TRUSTEE 0.00	0.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶ 0

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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	
Total. Add lines 1 through 3 ▶	0.

Part X

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	302,283.
b	Average of monthly cash balances	1b	16,452.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	318,735.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	318,735.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	4,781.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	313,954.
6	Minimum investment return. Enter 5% of line 5	6	15,698.

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	15,698.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	537.
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	537.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	15,161.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	15,161.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	15,161.

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	56,305.
b	Program-related investments - total from Part IX-B	1b	0.
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	56,305.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	56,305.

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				15,161.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	128,275.			
b From 2009	114,548.			
c From 2010	73,534.			
d From 2011	70,399.			
e From 2012	74,722.			
f Total of lines 3a through e	461,478.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 56,305.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				15,161.
e Remaining amount distributed out of corpus	41,144.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	502,622.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	128,275.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	374,347.			
10 Analysis of line 9:				
a Excess from 2009	114,548.			
b Excess from 2010	73,534.			
c Excess from 2011	70,399.			
d Excess from 2012	74,722.			
e Excess from 2013	41,144.			

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

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

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

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

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

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

SEE STATEMENT 7

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

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE ATTACHED	N/A	PUBLIC	GENERAL	56,305.
Total				56,305.
b Approved for future payment				
NONE				
Total				0.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MERRILL LYNCH #4330	3.	3.	
TOTAL TO PART I, LINE 3	3.	3.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MERRILL LYNCH #4330	3,538.	0.	3,538.	3,538.	
MERRILL LYNCH #4398	51.	0.	51.	51.	
UBS #3552	14,257.	0.	14,257.	14,257.	
TO PART I, LINE 4	17,846.	0.	17,846.	17,846.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,727.	2,727.		0.
TO FORM 990-PF, PG 1, LN 16B	2,727.	2,727.		0.

Willison Family Foundation**2013 Donation History**

<u>Date</u>	<u>Check#</u>	<u>Organization</u>	<u>Contribution</u>
31-Jan	393	Henderson Hills Baptist Church 1200 W Frontage Road Edmond, Oklahoma 73034	200
2/10	394	St. Monica Catholic Community 725 California Ave. Santa Monica, CA 90403	630
2/10	395	Together in Mission Archdiocese of Los Angeles 3124 Wilshire Blvd. Los Angeles, CA 90010	500
2/10	396	Community Foundation of the Verdugos Pinola educational Endowment 330 Arden Suite 130 Glendale, CA 91203	250
2/10	397	Paulist Evangelization Ministries 3031 Fourth Street NE Washington, DC 20017	750
2/10	398	UCLA Anderson/UCLA Development 10920 Wilshire Blvd. Suite 1400 Los Angeles, CA 90024	1,000
3/15	653	United in Harmony P.O. Box 34456 Los Angeles, CA 90034	250
3/15	654	St. Monica Catholic Community	500
3/21	655	St. Monica Catholic Community	560
4/15	656	Lewis & Clark College 0615 SW Palatine Hill Rd Portland, OR 97219	500
4/15	657	Wooden Athletic Fund UCLA Foundation	6,400
4/15	658	Montgomery Special Hockey 8232 Inverness Hallow Terrace Potomac, MD 20854	250
4/24	659	Nativity School 944 West 56th Street Los Angeles, CA 90037	2,500

Willison Family Foundation			
2013 Donation History			
<u>Date</u>	<u>Check#</u>	<u>Organization</u>	<u>Contribution</u>
5/4	660	Tower Theater Foundation 835 NW Wall St. Bend, OR 97709	150
5/23	662	Huntington Library & Botanical Gardens 1151 Oxford Street San Marino, CA 91108	2,500
5/23	664	St. Monica Catholic Community	560
8/5	906	St. Monica Catholic Community	585
9/8	907	St. Monica Catholic Community Propagation of the Faith, Africa	1,000
9/9	908	High Desert Museum 59800 South Hwy 97 Bend, OR 97702	\$2,515
9/9	909	International Medical Corps. 1919 Santa Monica Blvd. Santa Monica, CA 90404	500
9/9	910	Sound Body Sound Mind Foundation 11100 Santa Monica Blvd. Suite 1910 Los Angeles, CA 90025	500
9/9	911	Holy Trinity Catholic Church Sunriver, OR 97707	250
10/13	912	St Monica Catholic Community	520
10/13	913	Reaching U,A Foundation for Uruguay P.O. Box 3251 New York, New York 10163	300
12/12	1001	United Way of Greater Los Angeles 1150 So. Olive Street Suite T500 Los Angeles, CA 90015	30,000
12/16	1002	St. Monica Catholic Community	260
12/16	1003	St. Monica Catholic Community	1,000
12/16	1004	Central Catholic High School 2401SE Stark Street Portland, OR 97214	300

Willison Family Foundation			
2013 Donation History			
<u>Date</u>	<u>Check#</u>	<u>Organization</u>	<u>Contribution</u>
12/16	1005	Virginia Military Institute Foundation	75
12/31	1006	Providence Child Center Foundation 830 NE 47th Ave. Portland, OR 97213	1,000
TOTALS 2013			56,305



Business Services Account

Account name: WILLISON FAMILY
Friendly account name: Foundation
Account number: Y6 13552 LA

Your Financial Advisor:
BINDER/CHIATE/ORATZ
310-734-2400/888-843-6991

Realized gains and losses

Estimated 2013 gains and losses for transactions with trade dates through 12/31/13 have been incorporated into this statement. Please note that gain or loss recognized on the sale or redemption of certain Structured Products, like Contingent Debt Securities, may be ordinary, and not capital, gain or loss. Please check with your tax advisor. To calculate gains and losses, we liquidate the oldest security lot first. This is known as the first-in, first-out or FIFO accounting method. We use this method unless you specified which tax lot to close when you placed your order. This is known as a versus purchases or VSP order.

See important information about your statement on the last page of this statement for more information. We may not adjust gains and losses for all capital changes. Cost basis for coupon tax-exempt municipal securities, include securities subject to AMT, has been adjusted for mandatory amortization of bond premium. Estimates in the Unclassified section can not be classified as short term or long term because information is missing, or the product is one in which the gain/loss calculation is not provided.

Long-term capital gains and losses

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount (\$)	Cost basis (\$)	Wash sale cost basis adjustment(\$)	Loss (\$)	Gain (\$)
BLACKROCK EMERGING MARKETS FUND INC CL A									
	FIFO	72 000	Jun 08, 11	Nov 19, 13	1,380.03	1,435.68		-55.65	
	FIFO	73 152	Jun 08, 11	Dec 06, 13	1,400.00	1,458.65		-58.65	
BLACKROCK BASIC VALUE FUND INC A									
	FIFO	54 000	Feb 12, 10	Nov 19, 13	1,816.71	1,199.88			616.83
	FIFO	52 893	Feb 12, 10	Dec 06, 13	1,800.00	1,175.28			624.72
BLACKROCK CAPITAL APPRECIATION INV A									
	FIFO	68 000	Feb 12, 10	Nov 19, 13	1,989.19	1,252.56			736.63
	FIFO	69 320	Feb 12, 10	Dec 06, 13	2,100.00	1,276.88			823.12
BLACKROCK EQUITY DIVIDEND FUND A									
	FIFO	85 000	Jun 08, 11	Nov 19, 13	2,010.95	1,535.95			475.00
	FIFO	84 467	Jun 08, 11	Dec 06, 13	2,000.00	1,526.32			473.68
BLACKROCK GLOBAL ALLOCATION FUND INC A									
	FIFO	90 000	Feb 12, 10	Nov 19, 13	1,980.15	1,566.00			414.15
	FIFO	91 024	Feb 12, 10	Dec 06, 13	2,000.00	1,583.82			416.18
BLACKROCK GLOBAL SMALL CAP FUND INC A									
	FIFO	48 000	Feb 12, 10	Nov 19, 13	1,427.55	898.08			529.47
	FIFO	46 624	Feb 12, 10	Dec 06, 13	1,400.00	872.34			527.66
BLACKROCK HIGH YIELD BOND A									
	FIFO	165 000	Jun 08, 11	Nov 19, 13	1,359.30	1,291.95			67.35
	FIFO	169 307	Jun 08, 11	Dec 06, 13	1,400.00	1,325.67			74.33
BLACKROCK INTERNATIONAL FUND A									
	FIFO	93 000	Jun 08, 11	Nov 19, 13	1,405.56	1,273.17			132.39
	FIFO	93 871	Jun 08, 11	Dec 06, 13	1,400.00	1,285.09			114.91
BLACKROCK LARGE CAP GROWTH FUND A									
	FIFO	134 000	Jun 08, 11	Nov 19, 13	1,842.61	1,482.04			360.57
	FIFO	136 479	Jun 08, 11	Dec 06, 13	1,900.00	1,509.46			390.54

continued next page



Business Services Account

Account name: WILLISON FAMILY
Friendly account name: Foundation
Account number: Y6 13552 LA

Your Financial Advisor:
BINDER/CHIATE/ORATZ
310-734-2400/888-843-6991

Realized gains and losses (continued)

Long-term capital gains and losses (continued)

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount (\$)	Cost basis (\$)	Wash sale cost basis adjustment (\$)	Loss (\$)	Gain (\$)
BLACKROCK STRATEGIC INCOME A	FIFO	135 000	Jun 08, 11	Nov 19, 13	1,359 60	1,344.82			14 78
	FIFO	138 996	Jun 08, 11	Dec 06, 13	1,400 00	1,384 63			15 37
BLACKROCK TOTAL RETURN FUND CLASS A	FIFO	290 000	Feb 12, 10	Nov 19, 13	3,323 95	3,097 20			226 75
	FIFO	289 680	Feb 12, 10	Dec 06, 13	3,300 00	3,093 79			206 21
Total					\$39,995.60	\$32,869.26		-\$114.30	\$7,240.64
Net long-term capital gains or losses									\$7,126.34
Net capital gains/losses:									\$7,126.34





Account No.
88Q-04330

Taxpayer No.
95-4608751

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WILLISON FAMILY CHAR FOUNDATN

2013 ANNUAL STATEMENT SUMMARY

The following sections are provided to facilitate your review and the preparation of your tax return.

The 2013 Proceeds from Broker and Barter Exchange Transactions section includes both sales of positions for "covered securities" and "noncovered securities." A covered security includes those with a purchase date within the following timeline: Equities acquired on or after January 1, 2011 and Mutual Funds acquired on or after January 1, 2012. Legislation requires reporting the gross proceeds of the sales of "covered" and "noncovered" securities and the adjusted cost basis for "covered securities." Any sale of a security that is considered a "noncovered security" will still be included in this section with the adjusted cost basis (where available).

In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that you have made an election to amortize the premium paid on the purchase of taxable bonds. Under the Cost Basis Reporting Regulations, brokers need not track wash sale activity for substantially identical securities, transactions across accounts, or between covered and non-covered securities. However, you as a taxpayer still have to track and report wash sales as you have in the past which would include all of the aforementioned transaction types. Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID. For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed that the fair market value of the debt security on purchase date was equal to its adjusted issue price. The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income when received.

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

1099-B

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)								
	BLACKROCK LARGE CAP GROWTH FUND A		CUSIP Number 09250J601					
.0230	Sale	03/11/13	06/11/13	0.27	0.27	0.00	0.00	
	BLACKROCK STRATEGIC INCOME OPFS PTF A		CUSIP Number 09256H310					
.0690	Sale	06/11/13	09/11/13	0.68	0.70	0.00	(0.02)	
.2170	Sale	09/18/13	11/19/13	2.19	2.16	0.00	0.03	
	Security Subtotal			2.87	2.86	0.00	0.01	
	BLACKROCK CAPITAL APPRECIATION FD, INC. A		CUSIP Number 09251R107					
.8430	Sale	12/10/12	03/11/13	21.33	19.87	0.00	1.46	
	BLACKROCK BASIC VALUE FD INC A		CUSIP Number 09251G101					
.1290	Sale	12/10/12	03/11/13	3.63	3.24	0.00	0.39	
.0340	Sale	12/10/12	06/11/13	1.02	0.85	0.00	0.17	
	Security Subtotal			4.65	4.09	0.00	0.56	

WILLISON FAMILY CHAR FOUNDATN

2013 ANNUAL STATEMENT SUMMARY
2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1099-B	1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
BLACKROCK TOTAL RETURN									
		FUND CL A							
	.1850	Sale	06/11/13	09/11/13	2.08	2.15	0.00	(0.07)	
	.1330	Sale	09/18/13	11/19/13	1.53	1.52	0.00	0.01	
		Security Subtotal			3.61	3.67	0.00	(0.06)	
BLACKROCK EMERGING									
		MARKETS FUND A							
	.1940	Sale	06/11/13	09/11/13	3.59	3.51	0.00	0.08	
	.9760	Sale	09/18/13	11/19/13	18.42	17.84	0.00	0.58	
		Security Subtotal			22.01	21.35	0.00	0.66	
BLACKROCK GLOBAL									
		ALLOCATION FD INC A							
	.3910	Sale	09/18/13	11/19/13	8.61	8.47	0.00	0.14	
BLACKROCK EQUITY									
		DIVIDEND FD A							
	.1460	Sale	09/18/13	11/19/13	3.45	3.35	0.00	0.10	
BLACKROCK HI YLD BD									
		PORTFOLIO CLASS A							
	.0100	Sale	06/11/13	09/11/13	0.08	0.08	0.00	0.00	
	.5020	Sale	09/18/13	11/19/13	4.14	4.10	0.00	0.04	
		Security Subtotal			4.22	4.18	0.00	0.04	
Covered Short Term Capital Gains and Losses Subtotal					71.02	68.11	0.00	2.91	
NET SHORT TERM CAPITAL GAINS AND LOSSES					71.02	68.11	0.00	2.91	

WILLISON FAMILY CHAR FOUNDATN

2013 ANNUAL STATEMENT SUMMARY

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
LONG TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)								
BLACKROCK LARGE CAP GROWTH FUND A								
	82.0000 Sale	06/08/11	06/11/13	991.38	906.92	0.00	84.46	
	.6660 Sale	06/08/11	06/11/13	8.06	7.37	0.00	0.69	
	72.0000 Sale	06/08/11	09/11/13	919.44	796.32	0.00	123.12	
	.1750 Sale	06/08/11	09/11/13	2.24	1.94	0.00	0.30	
	3340 Sale	06/08/11	09/11/13	4.26	3.69	0.00	0.57	
	2.0000 Sale	06/08/11	09/18/13	26.18	22.12	0.00	4.06	
	65.0000 Sale	06/08/11	09/18/13	850.85	718.90	0.00	131.95	
	.1060 Sale	06/08/11	09/18/13	1.39	1.17	0.00	0.22	
	.0760 Sale	06/08/11	09/18/13	0.99	0.84	0.00	0.15	
	.6430 Sale	06/08/11	11/19/13	8.89	7.11	0.00	1.78	
	Security Subtotal			2,813.68	2,466.38	0.00	347.30	

BLACKROCK STRATEGIC INCOME OPFS PTF A								
	67.0000 Sale	06/08/11	09/11/13	668.66	667.43	0.00	1.23	
	.8820 Sale	06/08/11	09/11/13	8.81	8.79	0.00	0.02	
	Security Subtotal			677.47	676.22	0.00	1.25	

BLACKROCK CAPITAL APPRECIATION FD, INC. A								
	34.0000 Sale	02/12/10	03/11/13	860.54	626.28	0.00	234.26	
	.0580 Sale	02/12/10	03/11/13	1.47	1.07	0.00	0.40	
	16.0000 Sale	02/12/10	06/11/13	413.92	294.72	0.00	119.20	
	.2070 Sale	02/12/10	06/11/13	5.36	3.81	0.00	1.55	
	.6340 Sale	02/12/10	09/11/13	17.75	11.68	0.00	6.07	
	37.0000 Sale	02/12/10	09/11/13	1,035.63	681.54	0.00	354.09	
	55.0000 Sale	02/12/10	09/18/13	1,570.80	1,013.10	0.00	557.70	
	.4110 Sale	02/12/10	09/18/13	11.73	7.57	0.00	4.16	
	.1010 Sale	02/12/10	09/18/13	2.88	1.86	0.00	1.02	
	.5890 Sale	02/12/10	11/19/13	17.48	10.84	0.00	6.64	
	Security Subtotal			3,937.56	2,652.47	0.00	1,285.09	



WILLISON FAMILY CHAR FOUNDATN

2013 ANNUAL STATEMENT SUMMARY

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1099-B 1e. Quantity Transaction Description 1b. Date of Acquisition 1a. Date of Sale or Exchange 2a. Amount 3. Cost Basis 5. Wash Sale Loss Disallowed Gain or (Loss) Remarks

BLACKROCK GLOBAL SMALLCAP FD INC A CUSIP Number 09252A103

Quantity	Transaction Description	Date of Acquisition	Date of Sale or Exchange	Amount	Cost Basis	Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
3.0000	Sale	02/12/10	03/11/13	74.61	56.13	0.00	18.48	
25.0000	Sale	02/12/10	03/11/13	621.75	467.75	0.00	154.00	
1.0000	Sale	02/12/10	03/11/13	24.88	18.71	0.00	6.17	
2.0000	Sale	02/12/10	03/11/13	49.74	37.42	0.00	12.32	
.5470	Sale	02/12/10	03/11/13	13.60	10.24	0.00	3.36	
.5970	Sale	02/12/10	03/11/13	14.85	11.16	0.00	3.69	
.3490	Sale	02/12/10	03/11/13	8.67	6.53	0.00	2.14	
20.0000	Sale	02/12/10	06/11/13	512.80	374.20	0.00	138.60	
.0320	Sale	02/12/10	06/11/13	0.83	0.60	0.00	0.23	
.4530	Sale	02/12/10	06/11/13	11.61	8.47	0.00	3.14	
26.0000	Sale	02/12/10	09/11/13	720.98	486.46	0.00	234.52	
.5570	Sale	02/12/10	09/11/13	15.45	10.42	0.00	5.03	
37.0000	Sale	02/12/10	09/18/13	1,049.32	692.27	0.00	357.05	
.3030	Sale	02/12/10	09/18/13	8.59	5.66	0.00	2.93	
.4110	Sale	02/12/10	09/18/13	11.65	7.69	0.00	3.96	
.6970	Sale	02/12/10	11/19/13	20.78	13.04	0.00	7.74	
Security Subtotal				3,160.11	2,206.75	0.00	953.36	

BLACKROCK BASIC VALUE FD INC A CUSIP Number 09251G101

Quantity	Transaction Description	Date of Acquisition	Date of Sale or Exchange	Amount	Cost Basis	Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
69.0000	Sale	02/12/10	03/11/13	1,943.04	1,533.18	0.00	409.86	
57.0000	Sale	02/12/10	06/11/13	1,711.14	1,266.54	0.00	444.60	
.1990	Sale	02/12/10	06/11/13	5.97	4.43	0.00	1.54	
29.0000	Sale	02/12/10	09/11/13	922.49	644.38	0.00	278.11	
.1470	Sale	02/12/10	09/11/13	4.68	3.26	0.00	1.42	
10.0000	Sale	02/12/10	09/18/13	323.40	222.20	0.00	101.20	
8.0000	Sale	02/12/10	09/18/13	258.72	177.76	0.00	80.96	
5.0000	Sale	02/12/10	09/18/13	161.70	111.10	0.00	50.60	
.6590	Sale	02/12/10	09/18/13	21.30	14.64	0.00	6.66	
.1190	Sale	02/12/10	09/18/13	3.85	2.64	0.00	1.21	
.5350	Sale	02/12/10	09/18/13	17.30	11.89	0.00	5.41	
.3410	Sale	02/12/10	11/19/13	11.53	7.57	0.00	3.96	
Security Subtotal				5,385.12	3,999.59	0.00	1,385.53	

WILLISON FAMILY CHAR FOUNDATN

2013 ANNUAL STATEMENT SUMMARY
2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
BLACKROCK TOTAL RETURN								
FUND CL A								
	143.0000 Sale	02/12/10	09/11/13	1,610.18	1,527.24	0.00	82.94	
	.4410 Sale	02/12/10	09/11/13	4.97	4.71	0.00	0.26	
	Security Subtotal			1,615.15	1,531.95	0.00	83.20	
BLACKROCK EMERGING MARKETS FUND A								
	17.0000 Sale	06/08/11	09/11/13	314.67	338.98	24.31 (W)	0.00	
	20.0000 Sale	06/08/11	09/11/13	370.20	398.80	0.00	(28.60)	
	Security Subtotal			684.87	737.78	24.31	(28.60)	
BLACKROCK GLOBAL ALLOCATION FD INC A								
	10.0000 Sale	02/12/10	03/11/13	206.20	174.00	0.00	32.20	
	.1650 Sale	02/12/10	03/11/13	3.40	2.87	0.00	0.53	
	3.0000 Sale	02/12/10	06/11/13	62.46	52.20	0.00	10.26	
	.0520 Sale	02/12/10	06/11/13	1.08	0.90	0.00	0.18	
	46.0000 Sale	02/12/10	09/11/13	978.88	800.40	0.00	178.48	
	.5180 Sale	02/12/10	09/11/13	11.03	9.02	0.00	2.01	
	.2960 Sale	02/12/10	09/11/13	6.29	5.15	0.00	1.14	
	Security Subtotal			1,269.34	1,044.54	0.00	224.80	
BLACKROCK EQUITY DIVIDEND FD A								
	20.0000 Sale	06/08/11	03/11/13	427.80	361.40	0.00	66.40	
	16.0000 Sale	06/08/11	03/11/13	342.24	289.12	0.00	53.12	
	.2730 Sale	06/08/11	03/11/13	5.84	4.93	0.00	0.91	
	.1720 Sale	06/08/11	03/11/13	3.68	3.11	0.00	0.57	
	27.0000 Sale	06/08/11	06/11/13	594.54	487.89	0.00	106.65	
	1.0000 Sale	06/08/11	06/11/13	22.02	18.07	0.00	3.95	
	.5860 Sale	06/08/11	06/11/13	12.91	10.59	0.00	2.32	
	.1450 Sale	06/08/11	06/11/13	3.19	2.62	0.00	0.57	
	.3420 Sale	06/08/11	06/11/13	7.52	6.18	0.00	1.34	
	44.0000 Sale	06/08/11	09/11/13	986.48	795.08	0.00	191.40	
	.2870 Sale	06/08/11	09/11/13	6.43	5.19	0.00	1.24	
	Security Subtotal			2,412.65	1,984.18	0.00	428.47	



WILLISON FAMILY CHAR FOUNDATN

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2013 ANNUAL STATEMENT SUMMARY
2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1099-B

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
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BLACKROCK INTERNATIONAL FD A
CUSIP Number 09248G107

15.0000	Sale	06/08/11	03/11/13	197.25	205.35	0.00	(8.10)	
.4560	Sale	06/08/11	03/11/13	6.00	6.25	0.00	(0.25)	
.1480	Sale	06/08/11	03/11/13	1.94	2.02	0.00	(0.08)	
17.0000	Sale	06/08/11	06/11/13	228.14	232.73	0.00	(4.59)	
1.0000	Sale	06/08/11	06/11/13	13.42	13.69	0.00	(0.27)	
1.0000	Sale	06/08/11	06/11/13	13.42	13.69	0.00	(0.27)	
.4180	Sale	06/08/11	06/11/13	5.62	5.73	0.00	(0.11)	
4890	Sale	06/08/11	06/11/13	6.56	6.69	0.00	(0.13)	
.0550	Sale	06/08/11	06/11/13	0.73	0.75	0.00	(0.02)	
4.0000	Sale	06/08/11	09/11/13	57.32	54.76	0.00	2.56	
46.0000	Sale	06/08/11	09/11/13	659.18	629.74	0.00	29.44	
.2780	Sale	06/08/11	09/11/13	3.99	3.81	0.00	0.18	
.5820	Sale	06/08/11	09/11/13	8.33	7.96	0.00	0.37	
40.0000	Sale	06/08/11	09/18/13	591.60	547.60	0.00	44.00	
17.0000	Sale	06/08/11	09/18/13	251.43	232.73	0.00	18.70	
.2920	Sale	06/08/11	09/18/13	4.32	4.00	0.00	0.32	
.3090	Sale	06/08/11	09/18/13	4.57	4.23	0.00	0.34	
.1210	Sale	06/08/11	11/19/13	1.82	1.65	0.00	0.17	
Security Subtotal				2,055.64	1,973.38	0.00	82.26	

BLACKROCK HI YLD BD PORTFOLIO CLASS A
CUSIP Number 091929679

84.0000	Sale	06/08/11	09/11/13	681.24	657.72	0.00	23.52	
.4380	Sale	06/08/11	09/11/13	3.55	3.43	0.00	0.12	
Security Subtotal				684.79	661.15	0.00	23.64	

Noncovered Long Term Capital Gains and Losses Subtotal 24,696.38 19,934.39 24.31 4,786.30

NET LONG TERM CAPITAL GAINS AND LOSSES 24,696.38 19,934.39 24.31 4,786.30

TOTAL SALES PROCEEDS FOR CAPITAL GAINS AND LOSSES 24,767.40

TOTAL REPORTED SALES PROCEEDS 24,767.40

(W) This transaction has been identified as a "Wash Sale" based on IRS regulations. The Wash Sale Loss Disallowed column reflects the deferred loss amount. The cost basis of the related transaction(s) has been adjusted by the deferred loss amount from either the cost basis on purchases or proceeds from short sales. Please refer to the instructions for Form 8949 for how to report the deferred loss amount and applicable adjustment code.



WILLISON FAMILY CHAR FOUNDATN

2013 ANNUAL STATEMENT SUMMARY
2013 REALIZED CAPITAL GAIN AND LOSS SUMMARY

Account No.
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COVERED SHORT TERM
GAINS/LOSSES
2.91

NONCOVERED SHORT TERM
GAINS/LOSSES
0.00

COVERED LONG TERM
GAINS/LOSSES
0.00

NONCOVERED LONG TERM
GAINS/LOSSES
4,786.30