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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

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

2013

**For calendar year 2013, or tax year beginning \_\_\_\_\_, 2013, and ending \_\_\_\_\_**

JULIUS SUMNER MILLER FOUNDATION  
1606 CRENSHAW BLVD  
TORRANCE, CA 90501

<b>G Check all that apply:</b>	<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

Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16) J Accounting method  Cash  Accrual  
 Other (specify) \_\_\_\_\_

► \$ 981.735. (Part I, column (d) must be on cash basis)

## Part I Analysis of Revenue and

Part I	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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Part I	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
SCANNED MAY 15 2014	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	17,909.	17,909.		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain/(loss) from sale of assets not on line 10	15,206.			
	b Gross sales price for all assets on line 6a	223,744.			
	7 Capital gain net income (from Part IV, line 2)		15,206.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
	b Less Cost of goods sold	MAY 12 2014			
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule)	OGDEN, UT			
ADMINISTRATIVE EXPENSES	12 Total. Add lines 1 through 11	33,115.	33,115.	0.	15,441.
OPERATING AND EXPENSES	13 Compensation of officers, directors, trustees, etc	81,312.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	31,913.			6,060.
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach sch) SEE ST 1	2,125.			
	c Other prof fees (attach sch) SEE ST 2	6,929.	6,929.		
	17 Interest				
	18 Taxes (attach schedule) SEE STM 3	715.	145.		
	19 Depreciation (attach sch) and depletion SEE STM 4	5,180.			
	20 Occupancy	20,786.			
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	SEE STATEMENT 5	2,833.			
	24 Total operating and administrative expenses. Add lines 13 through 23	151,793.	7,074.		21,501.
	25 Contributions, gifts, grants paid PART XV	17,800.			17,800.
	26 Total expenses and disbursements. Add lines 24 and 25	169,593.	7,074.	0.	39,301.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-136,478.			
	b Net investment income (if negative, enter -0-)		26,041.		
	c Adjusted net income (if negative, enter -0-)			0.	

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year
			(a) Book Value	(b) Book Value
ASSETS	1 Cash – non-interest-bearing	14,774.	10,610.	10,610.
	2 Savings and temporary cash investments	51,785.	31,847.	31,847.
	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 sch)			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U S and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule)	222,543.	271,595.	271,595.
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment basis			
Less: accumulated depreciation (attach schedule)				
12 Investments – mortgage loans				
13 Investments – other (attach schedule)	520,434.	384,364.	384,364.	
14 Land, buildings, and equipment basis	344,838.			
Less: accumulated depreciation (attach schedule)				
SEE STMT 6	61,519.	288,499.	283,319.	
15 Other assets (describe )				
16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	1,098,035.	981,735.	981,735.	
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe )			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	<input type="checkbox"/>		
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	<input checked="" type="checkbox"/>		
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	1,098,035.	981,735.	
	30 Total net assets or fund balances (see instructions)	1,098,035.	981,735.	
31 Total liabilities and net assets/fund balances (see instructions)	1,098,035.	981,735.		

## Part III | Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,098,035.
2 Enter amount from Part I, line 27a	2	-136,478.
3 Other increases not included in line 2 (itemize) ► SEE STATEMENT 7	3	20,178.
4 Add lines 1, 2, and 3	4	981,735.
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	981,735.

**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 shares MLC Company)			(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
<b>1 a CAPITAL GAIN DISTRIBUTIONS</b>			P	VARIOUS	VARIOUS
<b>b PUBLICLY TRADED SECURITIES (SEE DETAIL)</b>			P	VARIOUS	VARIOUS
<b>c CLASS ACTION SETTLEMENT</b>			P	VARIOUS	VARIOUS
<b>d</b>					
<b>e</b>					
<b>(e) Gross sales price</b>		<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>	
a 5,933.				5,933.	
b 217,608.			208,538.	9,070.	
c 203.				203.	
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
<b>(i) Fair Market Value as of 12/31/69</b>		<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of column (i) over column (j), if any</b>	<b>(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))</b>	
a				5,933.	
b				9,070.	
c				203.	
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	15,206.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)				3	0.
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8					

**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

<b>(a)</b> Base period years Calendar year (or tax year beginning in)	<b>(b)</b> Adjusted qualifying distributions	<b>(c)</b> Net value of noncharitable-use assets	<b>(d)</b> Distribution ratio (column (b) divided by column (c))
2012	43,711.	855,751.	0.051079
2011	31,487.	867,632.	0.036291
2010	52,486.	1,034,487.	0.050736
2009	70,984.	1,047,515.	0.067764
2008	68,992.	1,322,006.	0.052187

2 Total of line 1, column (d)

2 0.258057

3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years

3 0.051611

4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5

4 756,126.

5 Multiply line 4 by line 3

5 39,024.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 260.

7 Add lines 5 and 6

7 39,284.

8 Enter qualifying distributions from Part XII, line 4

8 39,301.

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)**

1 a	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 instrs)	1	260.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here. ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	2	0.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)	3	260.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0.
3	Add lines 1 and 2	5	260.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0-		
6	<b>Credits/Payments</b>		
a	2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a	536.
b	Exempt foreign organizations – tax withheld at source	6 b	
c	Tax paid with application for extension of time to file (Form 8868)	6 c	
d	Backup withholding erroneously withheld	6 d	
7	Total credits and payments Add lines 6a through 6d	7	536.
8	Enter any <b>penalty</b> 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	0.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	276.
11	Enter the amount of line 10 to be Credited to 2014 estimated tax ► 276. Refunded	11	0.

**Part VII-A | Statements Regarding Activities**

		Yes	No
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1 a	X
1 b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1 b	X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
1 c	Did the foundation file <b>Form 1120-POL</b> for this year?	1 c	X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ► \$ 0. (2) On foundation managers ► \$ 0.		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities	2	X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes	3	X
4 a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If 'Yes,' has it filed a tax return on <b>Form 990-T</b> for this year?	4 a	X
4 b	4 b N/A	4 b	N/A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T	5	X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either. • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7	Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV	7	X
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) CA	8 a	
b	If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation	8 b	X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If 'Yes,' complete Part XIV	9	X
10	Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses	10	X

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

11		X
12		X
13	X	
Website address ► <u>N/A</u>		
14	The books are in care of ► <u>KAREN LIEBIG</u>	Telephone no ► <u>310-320-8291</u>
	Located at ► <u>FOUNDATION ADDRESS</u>	ZIP + 4 ►
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> – Check here and enter the amount of tax-exempt interest received or accrued during the year	► <u>15</u> ► <u>N/A</u> ► <u>N/A</u>
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?	► <u>16</u> Yes No X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country ►		

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.		Yes	No
1 a	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 <b>any</b> 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)?	► <u>1 b</u>	<u>N/A</u>
c	Organizations relying on a current notice regarding disaster assistance check here		
2	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?	► <u>1 c</u>	X
a	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 ► <u>20 _ _ , 20 _ _ , 20 _ _ , 20 _ _</u>			
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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)	► <u>2 b</u>	<u>N/A</u>
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ► <u>20 _ _ , 20 _ _ , 20 _ _ , 20 _ _</u>		
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If 'Yes,' did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	► <u>3 b</u>	<u>N/A</u>
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	► <u>4 a</u>	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	► <u>4 b</u>	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

 Yes  No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

 Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

 Yes  No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

 Yes  No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

 Yes  No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?

5 b 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)

6 a 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?

6 b X

If 'Yes' to 6b, file Form 8870.

7 a 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?

N/A

7 b

**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
KAREN LIEBIG 1606 CRENSHAW BLVD TORRANCE, CA 90501	PRES./DIRECT 40.00	81,312.	31,913.	0.
ROBIN RYAN 1606 CRENSHAW BLVD TORRANCE, CA 90501	EXEC VP/DIR. 0	0.	0.	0.
COLETTE STEELE 1606 CRENSHAW BLVD TORRANCE, CA 90501	VP/DIRECTOR 0	0.	0.	0.
CHARLES SPAGNOOLA 1606 CRENSHAW BLVD TORRANCE, CA 90501	VP/DIRECTOR 0	0.	0.	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
NONE				

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

0

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

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

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

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

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 SEE STATEMENT 8

21,501.

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

- N/A -

2

All other program-related investments See instructions

三

---

**Total.** Add lines 1 through 3

0.

---

BAA

**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
- b Average of monthly cash balances
- c Fair market value of all other assets (see instructions)
- d **Total** (add lines 1a, b, and c)
- e Reduction claimed for blockage or other factors reported on lines 1a and 1c  
(attach detailed explanation)
- 2 Acquisition indebtedness applicable to line 1 assets
- 3 Subtract line 2 from line 1d
- 4 Cash deemed held for charitable activities Enter 1-1/2% of line 3  
(for greater amount, see instructions)
- 5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4
- 6 **Minimum investment return.** Enter 5% of line 5

1 a	723,207.
1 b	44,434.
1 c	
1 d	767,641.
1 e	0.
2	0.
3	767,641.
4	11,515.
5	756,126.
6	37,806.

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

1	37,806.
2 a	260.
2 b	
2 c	260.
3	37,546.
4	
5	37,546.
6	
7	37,546.

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

1 a	39,301.
1 b	
2	
3 a	
3 b	
4	39,301.
5	260.
6	39,041.

**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				37,546.
2 Undistributed income, if any, as of the end of 2013.			17,737.	
a Enter amount for 2012 only		0.		
b Total for prior years: 20 ___, 20 ___, 20 ___				
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e		0.		
4 Qualifying distributions for 2013 from Part XII, line 4. ► \$ 39,301.			17,737.	
a Applied to 2012, but not more than line 2a				
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				21,564.
e Remaining amount distributed out of corpus		0.		
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		0.		
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		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 instructions			0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				15,982.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0.		
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)		0.		
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a		0.		
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012.				
e Excess from 2013				

BAA

Form 990-PF (2013)



**Part XV** **Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
SEE STATEMENT 10				
<b>Total</b>			► 3a	17,800.
<i>b Approved for future payment</i>				
<b>Total</b>			► 3b	
<b>BAA</b>	TEEA0501L 07/11/13			Form 990-PF (2013)

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

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities				14	17,909.
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory				18	15,206.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)					33,115.
13 Total. Add line 12, columns (b), (d), and (e)				13	33,115.
(See worksheet in line 13 instructions to verify calculations.)					

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions )
N/A	



2013

## FEDERAL STATEMENTS

PAGE 1

JULIUS SUMNER MILLER FOUNDATION

95-4670973

**STATEMENT 1**  
**FORM 990-PF, PART I, LINE 16B**  
**ACCOUNTING FEES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
RETURN PREPARATION/CONSULTATIONS	\$ 2,125.			
TOTAL	<u>\$ 2,125.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

**STATEMENT 2**  
**FORM 990-PF, PART I, LINE 16C**  
**OTHER PROFESSIONAL FEES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	\$ 6,929.	\$ 6,929.		
TOTAL	<u>\$ 6,929.</u>	<u>\$ 6,929.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

**STATEMENT 3**  
**FORM 990-PF, PART I, LINE 18**  
**TAXES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	\$ 570.			
FOREIGN TAX WITHHELD	145.	\$ 145.		
TOTAL	<u>\$ 715.</u>	<u>\$ 145.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

**STATEMENT 4**  
**FORM 990-PF, PART I, LINE 19**  
**ALLOCATED DEPRECIATION**

DATE ACQUIRED	COST BASIS	PRIOR YR DEPR	METHOD	RATE	LIFE	CURRENT YR DEPR	NET INVEST INCOME	ADJUSTED NET INCOME
BUILDING 2/14/02	202,012	56,339	S/L	0.0256		5,180	0	0

2013

## FEDERAL STATEMENTS

PAGE 2

JULIUS SUMNER MILLER FOUNDATION

95-4670973

**STATEMENT 5**  
**FORM 990-PF, PART I, LINE 23**  
**OTHER EXPENSES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES AND SUBSCRIPTIONS	\$ 120.			
LIABILITY INSURANCE	2,559.			
LICENSES AND PERMITS	121.			
OFFICE SUPPLIES	33.			
<b>TOTAL</b>	<b>\$ 2,833.</b>	<b>\$ 0.</b>	<b>\$ 0.</b>	<b>\$ 0.</b>

**STATEMENT 6**  
**FORM 990-PF, PART II, LINE 14**  
**LAND, BUILDINGS, AND EQUIPMENT**

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
BUILDINGS	\$ 202,012.	\$ 61,519.	\$ 140,493.	\$ 283,319.
LAND	142,826.		142,826.	0.
<b>TOTAL</b>	<b>\$ 344,838.</b>	<b>\$ 61,519.</b>	<b>\$ 283,319.</b>	<b>\$ 283,319.</b>

**STATEMENT 7**  
**FORM 990-PF, PART III, LINE 3**  
**OTHER INCREASES**

NET UNREALIZED GAINS OR LOSSES ON INVESTMENTS	\$ 20,178.
<b>TOTAL</b>	<b>\$ 20,178.</b>

**STATEMENT 8**  
**FORM 990-PF, PART IX-A, LINE 1**  
**SUMMARY OF DIRECT CHARITABLE ACTIVITIES**

DIRECT CHARITABLE ACTIVITIES	EXPENSES
THE FOUNDATION IS ACTIVELY INVOLVED IN THE KEEP-SAFE COALITION FOR THE SOUTH BAY, WHICH IS A GRASS ROOTS EFFORT TO UNITE THE COMMUNITY, SOCIAL SERVICES, LAW ENFORCEMENT, FINANCIAL AND RELATED SERVICE PROFESSIONALS TO COMBAT FINANCIAL ABUSE AND PROTECT OUR ELDERS. A VIDEO HAS BEEN MADE AND SEMINARS ARE GIVEN.	\$ 21,501.

**STATEMENT 9**  
**FORM 990-PF, PART XV, LINE 2A-D**  
**APPLICATION SUBMISSION INFORMATION**

NAME OF GRANT PROGRAM:  
 NAME: KAREN LIEBIG  
 CARE OF:  
 STREET ADDRESS: FOUNDATION ADDRESS  
 CITY, STATE, ZIP CODE:

**STATEMENT 9 (CONTINUED)**  
**FORM 990-PF, PART XV, LINE 2A-D**  
**APPLICATION SUBMISSION INFORMATION**

TELEPHONE:

E-MAIL ADDRESS:

FORM AND CONTENT:

PLEASE CONTACT FOUNDATION FOR INFORMATION REQUIRED WITH  
APPLICATION FOR GRANT

SUBMISSION DEADLINES:

RESTRICTIONS ON AWARDS:

**STATEMENT 10**  
**FORM 990-PF, PART XV, LINE 3A**  
**RECIPIENT PAID DURING THE YEAR**

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
BEACH CITIES ALLIANCE FOR COMM 514 N. PROSPECT AVE 3RD FLOOR REDONDO BEACH, CA 90277,	N/A	PC	FOR ELDER CARE	\$ 1,200.
SALVATION ARMY SAGE HOUSE ADUL 138 S BANDINI ST SAN PEDRO, CA 90731,	N/A	PC	FOR ELDER CARE	3,000.
LOS SERENOS DE POINT VICENTE 31501 PALOS VERDES DR W RANCHO PALOS VERDES, CA 90275	N/A	PC	FOR PHYSICS & SCIENCE	3,900.
SOUTH BAY SENIOR SERVICES 15519 CRENSHAW BLVD GARDENA, CA 90249	N/A	PC	FOR ELDER CARE	1,200.
CAL STATE UNIV LONG BEACH 1250 BELLFLOWER BLVD MS 9501 LONG BEACH, CA 90804	N/A	PC	FOR PHYSICS & SCIENCE	7,000.
POMONA VALLEY WORKSHOP 4650 BROOKS STREET MONTCLAIR, CA 91763	N/A	PC	FOR ELDER CARE	1,500.
				<b>TOTAL \$ <u>17,800.</u></b>

\*390661957\*

Settlement Date

## Portfolio Detail

Account:	JULIUS S MILLER FOUNDATION COMB			Dec 01, 2013 through Dec 31, 2013			
Units	Description	CUSIP	Market Value(1)/ Sector (2)	Accrued Income	Average Unit Cost	Tax Cost/ Unrealized Gain/Loss	Estimated Cur Yld/ YTM
<b>Cash/Currency</b>							
<b>Cash Equivalents</b>							
31,846.730	BOFA GOVERNMENT RESERVES TRUST CLASS	097100556	\$31,846.73	\$0.21	\$31,846.73 1,000	\$0.00	\$3.19 0.01%
	<b>Total Cash Equivalents</b>		<b>\$31,846.73</b>	<b>\$0.21</b>	<b>\$31,846.73</b>	<b>\$0.00</b>	<b>\$3.19 0.01%</b>
	<b>Total Cash/Currency</b>		<b>\$31,846.73</b>	<b>\$0.21</b>	<b>\$31,846.73</b>	<b>\$0.00</b>	<b>\$3.19 0.01%</b>

Equities	(2) Industry Sector Codes	CND = Consumer Discretionary CNS = Consumer Staples ENR = Energy	FIN = Financials HEA = Health Care IND = Industrials	IFT = Information Technology MAT = Materials OEQ = Other Equities	TEL = Telecommunication Services UTL = Utilities
U.S. Large Cap					
30 000	ABBOTT LABS Ticker: ABT	002824100 HEA	\$1,149.90 38 330	\$0.00	\$617.80 20 593
50 000	ABBVIE INC Ticker: ABBV	00287Y109 HEA	2,640.50 52.810	0.00	1,404.04 28 081
20 000	ACCENTURE PLC CLACOM IRELAND Ticker: ACN	G1151C101 IFT	1,644.40 82220	0.00	1,037.02 51 851
9.000	ACE LTD SWITZERLAND Ticker: ACE	H0023R105 FIN	931.77 103.530	0.00	690.26 76 696
30 000	ALTRIA GROUP INC Ticker: MO	02209S103 CNS	1,151.70 38 330	14.40	491.80 16.393
15.000	AMERICAN ELEC PWR INC Ticker: AEP	025537101 UTL	701.10 46.740	0.00	464.20 30 947
20 000	AMERICAN EXPRESS CO Ticker: AXP	025816109 FIN	1,814.60 90 730	0.00	739.76 36 988
20 000	AMGEN INC Ticker: AMGN	031162100 HEA	2,281.60 114.080	0.00	1,325.44 166.272

(1) Market Val.

2 Portfolio Detail section does not include Accrued Income

## Portfolio Detail

Account: [REDACTED] JULIUS S MILLER FOUNDATION COMB

Dec 01, 2013 through Dec 31, 2013

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
<b>Equities (cont)</b>								

U.S. Large Cap (cont)								
31 000	ATT&T INC Ticker: T	00206R102 TEL	1,089.96 35.160	0.00	736.47 23.757	353.49	57.04	5.23
17.000	AUTOMATIC DATA PROCESSING INC Ticker: ADP	053015103 IFT	1,373.58 80.799	8.16	606.23 35.661	767.35	32.64	2.37
4.000	BLACKROCK INC CL A Ticker: BLK	09247X101 FIN	1,265.88 316.470	0.00	627.44 156.860	638.44	26.88	2.12
17 000	BOEING CO Ticker: BA	097023105 IND	2,320.33 136.490	0.00	1,154.46 67.909	1,165.87	49.64	2.13
47 000	BRISTOL-MYERS SQUIBB CO Ticker: BMY	110122108 HEA	2,498.05 53.150	16.92	1,398.19 29.749	1,099.86	67.68	2.70
19 000	CHEVRON CORP Ticker: CVX	166764100 ENR	2,373.29 124.910	0.00	1,322.14 69.586	1,051.15	76.00	3.20
14 000	CHUBB CORP Ticker: CB	171232101 FIN	1,352.82 96.630	6.16	934.98 86.784	417.84	24.64	1.82
64 000	CISCO SYS INC Ticker: CSCO	17275R102 IFT	1,435.52 22.430	0.00	1,402.77 21.918	32.75	43.52	3.03
14 000	CME GROUP INC Ticker: CME	12572Q105 FIN	1,098.44 78.460	36.40	684.64 48.903	413.80	25.20	2.29
2,651 936	COLUMBIA SELECT LARGE CAP GROWTH FUND CLASS Z SHARES Ticker: UMLGX	19765Y688 0EQ	51,023.25 19.240	0.00	38,267.43 14.430	12,755.82	0.00	0.00
17 000	COMCAST CORP NEW CLACOM Ticker: CMCSA	20303Q101 CND	883.41 51.965	3.32	825.37 48.551	58.04	13.26	1.50
18 000	CONOCOPHILLIPS Ticker: COP	20825C104 ENR	1,271.70 70.650	0.00	1,234.73 68.596	36.97	49.68	3.90
8.000	DOMINION RES INC VA NEW Ticker: D	25746U109 UTL	517.52 64.690	0.00	405.56 50.695	111.96	18.00	3.47
12 000	DOVER CORP Ticker: DOV	260003108 IND	1,158.48 96.540	0.00	403.05 33.588	755.43	18.00	1.55
23.000	DU PONT E.I. DE NEMOURS & CO Ticker: DD	263534109 MAT	1,494.31 64.970	0.00	1,039.83 45.210	454.48	41.40	2.77

**Portfolio Detail**

Dec 01, 2013 through Dec. 31, 2013

Account:	JULIUS S MILLER FOUNDATION COMB		Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Units	Description	CUSIP Sector (2)						

Equities (cont)	U.S. Large Cap (cont)	DUKE ENERGY CORP NEWCOM Ticker: DUK	26441C204 UTL	483.07 69,010	0.00	454.81 64,973	28.26	21.84	4.52
	50.000	EMC CORP Ticker: EMC	2688648102 IFT	1,257.50 25,150	0.00	1,269.81 25,396	-12.31	20.00	1.59
	12.000	EMERSON ELEC CO Ticker: EMR	291011104 IND	842.16 70,180	0.00	584.72 48,727	257.44	20.64	2.45
	32.000	EXXON MOBIL CORP Ticker: XOM	30231G102 ENR	3,238.40 101,200	0.00	2,085.54 65,173	1,152.86	80.64	2.49
	40.000	FIFTH THIRD BANCORP Ticker: FITB	316773100 FIN	841.20 21,030	4.80	714.81 17,870	126.39	19.20	2.28
	39.000	HOME DEPOT INC Ticker: HD	437076102 CND	3,211.26 82,340	0.00	753.75 19,327	2,457.51	60.84	1.89
	20.000	HONEYWELL INTL INC Ticker: HON	438516106 IND	1,827.40 91,370	0.00	895.28 44,764	932.12	36.00	1.97
	65.000	INTEL CORP Ticker: INTC	456140100 IFT	1,687.08 25,955	0.00	1,010.73 15,550	676.35	58.50	3.46
	11.000	INTERNATIONAL BUSINESS MACHS Ticker: IBM	459200101 IFT	2,063.27 187,570	0.00	914.75 83,159	1,148.52	41.80	2.02
	39.000	J P MORGAN CHASE & CO Ticker: JPM	46625H100 FIN	2,280.72 58,480	0.00	1,640.76 42,071	639.96	59.28	2.59
	31.000	JOHNSON & JOHNSON Ticker: JNJ	478160104 HEA	2,839.29 91,590	0.00	1,981.93 63,933	857.36	81.84	2.88
	15.000	KIMBERLY CLARK CORP Ticker: KMB	494368103 CNS	1,566.90 104,460	15.39	1,065.50 71,033	501.40	48.60	3.10
	24.000	MACYS INC Ticker: M	55616P104 CND	1,281.60 53,400	6.00	1,050.82 43,784	230.78	24.00	1.87
	25.000	MARSH & MCLENNAN COS INC Ticker: MMC	571748102 FIN	1,209.00 48,366	0.00	859.34 34,374	349.66	25.00	2.06
	17.000	MCDONALDS CORP Ticker: MCD	580135101 CND	1,649.51 97,030	0.00	918.95 54,056	730.56	55.08	3.33

## Portfolio Detail

Account:	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unrealized Gain/Loss	Dec 01, 2013 through Dec 31, 2013	
							Estimated Annual Income	Cur Ytd/ YTM
<b>U.S. Large Cap (cont)</b>								
44.000	MERCK & CO INC NEW COM Ticker: MRK	58933Y105 HEA	2,202.20 50.050	19.36	1,598.32 36.325	603.88	77.44	3.51
10.000	METLIFE INC Ticker: MET	59156R108 FIN	539.20 53.920	0.00	471.95 47.195	67.25	11.00	2.04
78.000	MICROSOFT CORP Ticker: MSFT	594918104 IT	2,917.98 37.410	0.00	2,117.15 27.143	800.83	87.36	2.99
9.000	NEXTERA ENERGY INC Ticker: NEE	65339F101 UTL	770.58 85.620	0.00	471.34 52.371	299.24	23.76	3.08
7.000	OCCIDENTAL PETE CORP DEL Ticker: OXY	674599105 ENR	665.70 95.100	5.12	199.74 28.534	465.96	17.92	2.69
7.000	PARKER HANNIFIN CORP Ticker: PH	701094104 IND	900.48 128.640	0.00	281.28 40.183	619.20	12.60	1.39
95.000	PFIZER INC Ticker: PFE	7170B1103 HEA	2,909.85 30.630	0.00	1,364.18 14.360	1,545.67	98.80	3.39
37.000	PHILLIP MORRIS INT'L INC Ticker: PM	718172109 CNS	3,223.81 87.130	34.78	793.18 21.437	2,430.63	139.12	4.31
12.000	PHILLIPS 66 Ticker: PSX	718546104 ENR	925.56 77.130	0.00	733.96 61.163	191.60	18.72	2.02
18.000	PNC FINL SVCS GROUP INC Ticker: PNC	693475105 FIN	1,396.44 77.580	0.00	1,136.09 63.116	260.35	31.68	2.26
11.000	PRICE TROWE GROUP INC Ticker: TROW	74144T108 FIN	921.47 83.770	0.00	241.74 21.976	679.73	16.72	1.81
23.000	PROCTER & GAMBLE CO Ticker: PG	742718109 CNS	1,872.43 81.410	0.00	1,457.62 63.375	414.81	55.34	2.95
18.000	RAYTHEON CO COM NEW Ticker: RTN	755111507 IND	1,632.60 90.700	9.90	778.07 43.226	854.53	39.60	2.42
9.000	SCHLUMBERGER LTD NETHERLANDS ANTILLES Ticker: SLB	806857108 ENR	810.99 90.110	3.44	768.44 85.382	42.55	11.25	1.38
7.000	SEMPRA ENERGY Ticker: SRE	816851109 UTL	628.32 89.760	4.41	392.08 56.011	236.24	17.64	2.80

\*390661959\*

Settlement Date

**Portfolio Detail**

Dec 01, 2013 through Dec 31, 2013

JULIUS S MILLER FOUNDATION COMB

Account:	Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
<b>U.S. Large Cap (cont)</b>									

10 000	SHERWIN WILLIAMS CO Ticker: SHW	824348106 CND	1,835.00 183.500	0.00	839.80 83.980	995.20	20.00	1.09	
28 000	TEXAS INSTRS INC Ticker: TXN	882508104 HTF	1,229.48 43.910	0.00	885.72 31.633	343.76	33.60	2.73	
27 000	TIME WARNER INC NEW COM Ticker: TWX	887317303 CND	1,882.44 69.720	0.00	915.83 33.920	966.61	31.05	1.64	
16 000	T.J.X COS INC NEW Ticker: TJX	872540109 CND	1,019.68 63.730	0.00	477.78 29.861	541.90	9.28	0.91	
14 000	UNITED PARCEL SVC INC CLB Ticker: UPS	911312106 IND	1,471.12 105.080	0.00	1,196.41 85.458	274.71	34.72	2.36	
5 000	UNITED TECHNOLOGIES CORP Ticker: UTX	913017109 IND	569.00 113.800	0.00	195.82 39.164	373.18	11.80	2.07	
44.000	US BANCORP DEL COM/NEW Ticker: USB	902973304 FIN	1,777.60 40.400	10.12	1,034.86 23.520	742.74	40.48	2.27	
12 000	V F CORP Ticker: VFC	918204108 CND	748.08 62.340	0.00	506.74 42.228	241.34	12.60	1.68	
68.000	VERIZON COMMUNICATIONS INC Ticker: VZ	92339V104 TEL	3,341.52 49.140	0.00	2,027.05 29.810	1,314.47	144.16	4.31	
11 000	WAL-MART STORES INC Ticker: WMT	931142103 CNS	865.59 78.690	7.05	638.76 58.069	226.83	20.68	2.38	
15 000	WASTE MGMT INC DEL Ticker: WM	94106L109 IND	673.05 44.870	0.00	463.22 30.881	209.83	21.90	3.25	
55.000	WELLS FARGO & CO NEW COM Ticker: WFC	949746101 FIN	2,497.00 45.400	0.00	1,701.77 130.941	795.23	66.00	2.64	
<b>Total U.S. Large Cap</b>			<b>\$149,977.64</b>	<b>\$205.73</b>	<b>\$97,704.01</b>	<b>\$52,273.63</b>	<b>\$2,623.14</b>	<b>1.74%</b>	
<b>U.S. Mid Cap</b>									
18 000	CMS ENERGY CORP Ticker: CMS	125596100 UTL	\$481.86 26.770	\$0.00	\$387.81 21.545	\$94.05	\$18.36	3.81%	



\*390661960\*

Settlement Date

## Portfolio Detail

Account:	JULIUS S MILLER FOUNDATION COMB			Dec 01, 2013 through Dec 31, 2013				
Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
<b>Equities (cont)</b>								

### International Developed (cont)

17 000	ROYAL DUTCH SHELL PLC SPONSORED ADR CLA DUTCH LISTING	780259206 ENR	1,211.59 71.270	16.83	1,087.26 63.956	124.33	52.02	4.29
909.593	THORNBURG INTL VALUE FUND CLI	885215566 OEQ	29,161.55 32.060	0.00	24,065.63 26.458	5,095.92	372.93	1.27
34 000	VODAFONE GROUP PLC SPONSORED ADR NEW UNITED KINGDOM	92857W209 TEL	1,336.54 39.310	24.72	1,253.95 36.881	82.59	54.06	4.04
	<b>Total International Developed</b>		<b>\$32,592.76</b>	<b>\$41.55</b>	<b>\$27,100.76</b>	<b>\$5,492.00</b>	<b>\$505.41</b>	<b>1.55%</b>

### Emerging Markets

595.000	EGSHARES EMERGING MARKETS CONSUMER ETF	268461779 OEQ	\$15,993.60 26.880	\$116.79	\$15,104.03 25.385	\$889.57	\$116.62	0.72%
383.000	ISHARES MSCI EMERGING MARKETS ETF	464287234 OEQ	16,007.49 41.795	0.00	14,811.00 38.671	1,196.49	328.61	2.05
<b>Total Emerging Markets</b>								
	<b>Total Equities</b>		<b>\$271,221.72</b>	<b>\$372.91</b>	<b>\$29,915.03</b>	<b>\$2,086.06</b>	<b>\$445.23</b>	<b>1.39%</b>

### Fixed Income

2,064.594	COLUMBIA SHORT TERM BOND FUND CLASS Z SHARES	19765H362 9.960	\$20,563.36 275,846.55	\$18.79	\$19,722.33 282,360.33	\$841.03 -6,513.78	\$181.68 6,863.91	0.88% 2.48
25,804.167	PIMCO TOTAL RETURN FUND INSTL	693390700 10.690	380.02 10.942					
<b>Total Investment Grade Taxable</b>								
			<b>\$296,409.91</b>	<b>\$398.81</b>	<b>\$302,082.66</b>	<b>-\$5,672.75</b>	<b>\$7,045.59</b>	<b>2.37%</b>

**Portfolio Detail**

Account:		JULIUS S MILLER FOUNDATION COMB		Dec 01, 2013 through Dec 31, 2013	
Units	Description	CUSIP	Market Value(1)/ Sector (2)	Accrued Income	Tax Cost/ Average Unit Cost
Fixed Income (cont'd)				Unrealized Gain/Loss	Estimated Annual Income

Global High Yield Taxable					
3,131.877	COLUMBIA INCOME OPPORTUNITIES FUND CLZ	19763T889	\$31,475.36 10,050	\$144.67	\$30,155.31 9,629
1,544.199	PIVCO EMERGING MKT CURRENCY FUND INSTL	72201F409	15,627.29 10,120	18.96	12,479.69 8,082
	<b>Total Global High Yield Taxable</b>		<b>\$47,102.65</b>	<b>\$163.63</b>	<b>\$42,635.00</b>
	<b>Total Fixed Income</b>		<b>\$343,512.56</b>	<b>\$562.44</b>	<b>\$344,717.66</b>
Hedge Funds					
2,360 296	Hedge Funds Specific Strategy PIMCO ALL ASSET ALL AUTH FUND INSTL CL	72200Q182	\$23,366.93 9,900	\$0.00	\$26,104.88 11,060
	<b>Total Hedge Funds Specific Strategy</b>		<b>\$23,366.93</b>	<b>\$0.00</b>	<b>\$26,104.88</b>
	<b>Total Hedge Funds</b>		<b>\$23,366.93</b>	<b>\$0.00</b>	<b>\$26,104.88</b>
Real Estate					
100,000	Public REITs ISHARES COHEN & STEERS REIT ETF	464287564	\$7,472.00 74,720	\$0.00	\$8,310.50 83,105
4,000	PUBLIC STORAGE INC COM(REIT)	74460D109	602.08 150,520	0.00	520.10 130,025
4,000	SIMON PPTY GROUP INC NEW	828806109	608.64 152,160	0.00	624.97 156,243
	<b>Total Public REITs</b>		<b>\$8,682.72</b>	<b>\$0.00</b>	<b>\$9,455.57</b>
	<b>Total Real Estate</b>		<b>\$8,682.72</b>	<b>\$0.00</b>	<b>\$9,455.57</b>
				<b>\$772.85</b>	<b>\$296.10</b>
					<b>3.41%</b>

\*390661961\*

Settlement Date

Account: [REDACTED] JULIUS S MILLER FOUNDATION COMB

Dec 01, 2013 through Dec 31, 2013

### Portfolio Detail

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
<b>Tangible Assets</b>								
Commodities								
1,139 503	CREDIT SUISSE COMMODITY-RETURN STRATEGY FUND CL	22544R305	\$8,238.61 7,230	\$0.00	\$8,250.00 7,240	-\$11.39	\$0.00	0.00%
	<b>Total Commodities</b>		<b>\$8,238.61</b>	<b>\$0.00</b>	<b>\$8,250.00</b>	<b>-\$11.39</b>	<b>\$0.00</b>	<b>0.00%</b>
	<b>Total Tangible Assets</b>		<b>\$8,238.61</b>	<b>\$0.00</b>	<b>\$8,250.00</b>	<b>-\$11.39</b>	<b>\$0.00</b>	<b>0.00%</b>
	<b>Total Portfolio</b>		<b>\$686,869.27</b>	<b>\$935.56</b>	<b>\$619,629.53</b>	<b>\$67,239.74</b>	<b>\$14,937.31</b>	<b>2.17%</b>
	Accrued Income			\$935.56				
	<b>Total</b>		<b>\$687,804.83</b>					