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Form **990-PF****Return of Private Foundation**

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

OMB No 1545-0052

2013

Open to Public Inspection

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.

For calendar year 2013 or tax year beginning , and ending

Name of foundation KEOWN, ROBERT J T/UW #3307230-000			A Employer identification number 95-6226284	
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041			B Telephone number (see instructions) (888) 730-4933	
City or town Winston Salem	State NC	ZIP code 27101-3818		
Foreign country name		Foreign province/state/county	Foreign postal code	
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 checked="" 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"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation				
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 1,312,206		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		

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)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	30,471	29,846		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	77,796			
	b Gross sales price for all assets on line 6a 578,328				
	7 Capital gain net income (from Part IV, line 2)		77,796		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	108,267	107,642	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	16,445	12,334		4,111
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,096			1,096
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,354	816		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	10			10
	24 Total operating and administrative expenses. Add lines 13 through 23	18,905	13,150	0	5,217
	25 Contributions, gifts, grants paid	57,000			57,000
26 Total expenses and disbursements. Add lines 24 and 25	75,905	13,150	0	62,217	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	32,362				
b Net investment income (if negative, enter -0-)		94,492			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2013)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing				
	2	Savings and temporary cash investments		26,280	49,742	49,742
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U S and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)				
	c	Investments—corporate bonds (attach schedule)				
	11	Investments—land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶					
12	Investments—mortgage loans					
13	Investments—other (attach schedule)		1,039,994	1,048,120	1,258,712	
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		1,066,274	1,097,862	1,308,454	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <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		1,066,274	1,097,862	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds					
30	Total net assets or fund balances (see instructions)		1,066,274	1,097,862		
31	Total liabilities and net assets/fund balances (see instructions)		1,066,274	1,097,862		

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	1,066,274
2	Enter amount from Part I, line 27a	2	32,362
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	5,900
4	Add lines 1, 2, and 3	4	1,104,536
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	6,674
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,097,862

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			0
b			0
c			0
d			0
e			0

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	77,796
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }	3	0

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

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

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

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

(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	58,059	1,218,089	0.047664
2011	84,048	1,248,385	0.067325
2010	64,411	1,094,012	0.058876
2009	104,748	1,045,046	0.100233
2008	77,590	1,337,376	0.058017

2	Total of line 1, column (d)	2	0.332115
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	0.066423
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,278,768
5	Multiply line 4 by line 3	5	84,940
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	945
7	Add lines 5 and 6	7	85,885
8	Enter qualifying distributions from Part XII, line 4 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.	8	62,217

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)	1	1,890
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		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	1,890
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,890
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	650
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	650
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	1,240
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0
11	Enter the amount of line 10 to be Credited to 2014 estimated tax Refunded	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► WELLS FARGO BANK N A Telephone no ► 888-730-4933 Located at ► 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ► 27101-3818			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
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 ►	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
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20 _____, 20 _____, 20 _____, 20 _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 _____, 20 _____, 20 _____, 20 _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b	N/A
	Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/>		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d)	N/A		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank N.A. Trust Tax Dept 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	TRUSTEE 4 00	16,445		

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

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

Total number of others receiving over \$50,000 for professional services ▶**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1 NONE	
.....	
2	
.....	
3	
.....	
4	
.....	

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

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

Amount

1 NONE	
.....	
2	
.....	
All other program-related investments See instructions	
3 NONE	
.....	

Total. Add lines 1 through 3 ▶

0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,234,486
b	Average of monthly cash balances	1b	63,756
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,298,242
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,298,242
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	19,474
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,278,768
6	Minimum investment return. Enter 5% of line 5	6	63,938

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	63,938
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,890
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,890
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	62,048
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	62,048
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	62,048

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	62,217
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	62,217
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	62,217

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				62,048
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			55,363	
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 ▶ \$ <u>62,217</u>				
a Applied to 2012, but not more than line 2a			55,363	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2013 distributable amount				6,854
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				55,194
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

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

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

	Tax year				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

Check here ☒ 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 Statement				
Total			3a	57,000
b Approved for future payment NONE				
Total			3b	0

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

- | | | | | |
|----------|---|--------------|------------|-----------|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of | | | |
| | (1) Cash | 1a(1) | | X |
| | (2) Other assets | 1a(2) | | X |
| b | Other transactions | | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| | (4) Reimbursement arrangements | 1b(4) | | X |
| | (5) Loans or loan guarantees | 1b(5) | | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received | | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

John A. Senter SVP Wells Fargo Bank N A
Signature of officer or trustee

4/24/2014
Date

SVP Wells Fargo Bank N A
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

JOSEPH J CASTRIANO

Preparer's signature

Heil

Date _____

4/24/2014

Check ☒ if self-employed

PTIN

P01251603

Firm's name ► PricewaterhouseCoopers, LLP

Firm's EIN ▶ 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Phone no	412-355-6000
----------	--------------

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

Recipient(s) paid during the year

Name

ELDERLY COMPANION ANIMAL RESCUE & ADOPTION PROGRAM

Street

170 SOUTH OLIVE STREET

City

ORANGE

State

CA

Zip Code

92866

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

CALIFORNIA AQUATIC THERAPY AND WELLNESS CENTER

Street

6801 LONG BEACH BLVD

City

LONG BEACH

State

CA

Zip Code

90805

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

22,500

Name

HUNTINGTON MEMORIAL HOSPITAL

Street

100 W CALIFORNIA BLVD

City

PASADENA

State

CA

Zip Code

91105

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

22,500

Name

MEALS ON WHEELS WEST

Street

1823 MICHIGAN AVENUE

City

SANTA MONICA

State

CA

Zip Code

90404

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

7,000

Name**Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

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

		Long Term CG Distributions		Amount		Short Term CG Distributions		Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss		
				4,725						578,328		500,532		77,796		
				0						0		0		0		
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Capital Gains/Losses		Gross Sales	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
								Price	Other sales							
1	X AQR MANAGED FUTURES ST	00203H859			7/17/2013		10/14/2013	11,678	11,865							-187
2	X DIAMOND HILL LONG-SHORT	25264S833			7/26/2010		7/15/2013	28,862	21,128							7,734
3	X DREYFUS EMG MKT DEBT LO	261980494			8/17/2011		2/7/2013	11,044	10,838							206
4	X DREYFUS EMG MKT DEBT LO	261980494			8/17/2011		10/14/2013	7,715	7,715							-462
5	X DREYFUS EMG MKT DEBT LO	261980494			8/17/2012		10/14/2013	6,452	6,564							-112
6	X DREYFUS EMG MKT DEBT LO	261980494			2/9/2011		10/14/2013	5,158	5,223							-65
7	X CORE EQUITY FUND	140995127			7/27/2013		7/15/2013	9,543	9,109							434
8	X CORE EQUITY FUND	140995127			10/21/2011		7/15/2013	395	330							65
9	X CREDIT SUISSE COMM RET S	22544R305			10/21/2011		12/31/2013	3,719	3,030							689
10	X GATEWAY FUND - Y #1986	367829884			8/17/2011		10/14/2013	8,090	10,194							-2,104
11	X GATEWAY FUND - Y #1986	367829884			8/17/2012		7/15/2013	31,083	30,419							664
12	X HUSSMAN STRATEGIC GROW	448108100			2/11/2009		7/15/2013	19,641	19,375							266
13	X HUSSMAN STRATEGIC GROW	448108100			5/11/2009		2/7/2013	838	838							-154
14	X CREDIT SUISSE COMM RET S	22544R305			11/23/2010		10/14/2013	3,807	4,632							-825
15	X DIAMOND HILL LONG-SHORT	25264S833			8/17/2012		2/7/2013	3,208	2,931							277
16	X HUSSMAN STRATEGIC GROW	448108100			8/17/2009		7/27/2013	15,635	19,608							-3,973
17	X HUSSMAN STRATEGIC GROW	448108100			2/24/2010		2/7/2013	146	179							-33
18	X HUSSMAN STRATEGIC GROW	448108100			2/9/2011		2/7/2013	7,287	8,300							-1,013
19	X HUSSMAN STRATEGIC GROW	448108100			5/9/2011		2/7/2013	871	1,014							-143
20	X HUSSMAN STRATEGIC GROW	448108100			2/17/2012		2/7/2013	3,972	4,505							-533
21	X SHARES MSCI EAFE	464287465		X	12/22/2008		2/7/2013	84,491	63,187							21,304
22	X SHARES MSCI EAFE	464287465			2/6/2009		2/7/2013	29,462	20,426							9,036
23	X SHARES MSCI EAFE	464287465			7/22/2010		2/7/2013	29,171	25,385							3,786
24	X SHARES S&P MIDCAP 400 GF	464287606			7/27/2013		7/15/2013	4,616	4,184							432
25	X SHARES S&P MIDCAP 400 G	464287606			8/15/2012		12/20/2013	4,144	3,050							1,094
26	X SHARES S&P MIDCAP 400 VA	464287705			8/15/2011		7/15/2013	7,155	4,861							2,294
27	X SHARES S&P MIDCAP 400 V	464287705			8/15/2011		12/20/2013	687	435							252
28	X SHARES S&P MIDCAP 400 V	464287705			7/22/2010		12/20/2013	802	472							330
29	X SHARES CORE S&P SMALL-C	464287804			2/7/2011		2/7/2013	19,934	16,894							3,040
30	X SHARES CORE S&P SMALL-C	464287804			2/7/2011		10/14/2013	1,912	1,343							569
31	X SHARES CORE S&P SMALL-C	464287804			2/7/2011		12/20/2013	5,836	3,817							2,019
32	X MERGER FD SH BEN INT #260	589509108			2/9/2011		7/15/2013	447	446							1
33	X MERGER FD SH BEN INT #260	589509108			7/26/2010		7/15/2013	846	842							4
34	X MERGER FD SH BEN INT #260	589509108			10/17/2013		12/20/2013	11,643	11,440							203
35	X ASG GLOBAL ALTERNATIVES	638721885			7/17/2013		12/20/2013	1,924	1,868							56
36	X ASG GLOBAL ALTERNATIVES	638721885			7/17/2013		12/20/2013	424	410							14
37	X PIMCO FOREIGN BD FD USD	693390882			8/17/2011		2/7/2013	2,557	2,522							35
38	X PIMCO FOREIGN BD FD USD	693390882			8/17/2011		7/15/2013	1,682	1,692							-10
39	X AMEX MATERIALS SPDR	81369Y100			2/7/2013		7/15/2013	3,125	3,069							56
40	X AMEX MATERIALS SPDR	81369Y100			7/22/2010		12/20/2013	2,114	1,849							265
41	X AMEX MATERIALS SPDR	81369Y100			7/22/2010		12/20/2013	180	125							55
42	X AMEX HEALTH CARE SPDR	81369Y209			8/15/2012		2/7/2013	734	660							74
43	X AMEX HEALTH CARE SPDR	81369Y209			7/22/2010		7/15/2013	4,864	3,090							1,574
44	X AMEX HEALTH CARE SPDR	81369Y209			7/22/2010		7/15/2013	5,627	3,233							2,394
45	X CONSUMER STAPLES SECTO	81369Y308			2/7/2013		7/15/2013	2,236	2,016							220
46	X CONSUMER STAPLES SECTO	81369Y308			7/22/2010		7/15/2013	5,177	3,356							1,821
47	X AMEX CONSUMER DISCR SPI	81369Y407			7/22/2010		7/15/2013	6,683	5,652							1,031
48	X AMEX CONSUMER DISCR SPI	81369Y407			7/22/2010		7/15/2013	3,163	1,829							1,534
49	X AMEX CONSUMER DISCR SPI	81369Y407			7/22/2010		12/20/2013	2,103	984							1,119
50	X AMEX ENERGY SELECT SPDR	81369Y506			7/22/2010		7/15/2013	3,518	3,356							162
51	X AMEX ENERGY SELECT SPDR	81369Y506			7/22/2010		7/15/2013	4,091	2,659							1,432
52	X AMEX FINANCIAL SELECT SPI	81369Y605			7/22/2010		7/15/2013	3,010	2,438							572
53	X FINANCIAL SELECT SECTOR	81369Y605			7/22/2010		7/15/2013	6,619	4,634							1,985
54	X AMEX INDUSTRIAL SPDR	81369Y704			7/27/2013		7/15/2013	1,426	1,299							127
55	X AMEX INDUSTRIAL SPDR	81369Y704			7/22/2010		7/15/2013	4,545	2,976							1,569
56	X AMEX TECHNOLOGY SELECT	81369Y803			7/22/2010		7/15/2013	9,201	8,522							679
57	X AMEX TECHNOLOGY SELECT	81369Y803			7/22/2010		10/14/2013	8,147	5,571							2,576
58	X AMEX TECHNOLOGY SELECT	81369Y803			7/22/2010		12/20/2013	2,689	1,813							876
59	X VANGUARD FTSE DEVELOPE	921943658			2/7/2013		7/15/2013	2,273	1,420							853
60	X VANGUARD FTSE DEVELOPE	921943658			2/7/2013		7/15/2013	5,663	5,489							174
61	X VANGUARD FTSE DEVELOPE	921943658			2/7/2013		10/14/2013	7,652	6,897							755
62	X VANGUARD FTSE DEVELOPE	921943658			2/7/2013		12/20/2013	4,811	4,297							514
63	X VANGUARD REIT VIPER	922042658			2/7/2013		10/14/2013	20,486	21,328							-842
64	X WELLS FARGO ADV INTL BON	94985D582			8/7/2009		7/15/2013	1,783	917							866
65	X WELLS FARGO ADV INTL BON	94985D582			2/9/2011		2/7/2013	2,947	2,929							18
66	X WELLS FARGO ADV INTL BON	94985D582			2/9/2011		7/15/2013	1,281	1,338							-57
67	X WELLS FARGO ADV HI INC-IN	949917538			2/21/2006		2/7/2013	7,868	7,822							46
68	X WELLS FARGO ADV HI INC-IN	949917538			5/9/2011		2/7/2013	1,345	1,321							24

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

Totals											
Capital Gains/Losses											
Other sales											
Gross Sales											
578,328											
Cost, Other Basis and Expenses											
500,532											
Net Gain or Loss											
77,796											
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Part I, Line 16b (990-PF) - Accounting Fees

		1,096	0	0	1,096
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,096			1,096

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

		1,354	816	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	816	816		
2	ESTIMATED EXCISE PAYMENTS	538			

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

		10	0	0	10
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	STATE AG FEES	10			10

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

Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1				0	1,258,712
2	MERGER FD SH BEN INT 260		0	24,715	25,129
3	PIMCO FOREIGN BD FD USD H-INST 103		0	6,309	6,238
4	CONSUMER STAPLES SECTOR SPDR TR		0	8,834	14,140
5	AMEX FINANCIAL SELECT SPDR		0	16,309	23,784
6	AMEX MATERIALS SPDR		0	2,834	4,206
7	AMEX TECHNOLOGY SELECT SPDR		0	15,555	25,447
8	AMEX ENERGY SELECT SPDR		0	7,764	12,922
9	TAXABLE SHORT-TERM BOND FUND		0	31,006	30,725
10	TAXABLE INTERMEDIATE TERM BD FD		0	47,992	48,577
11	TAXABLE TOTAL RETURN BOND FUND		0	47,058	48,450
12	FID ADV EMER MKTS INC- CL I 607		0	19,252	18,787
13	ISHARES TR SMALLCAP 600 INDEX FD		0	46,151	73,554
14	ISHARES S&P MIDCAP 400 VALUE		0	22,386	38,588
15	ISHARES S&P MIDCAP 400 GROWTH		0	32,227	56,471
16	AMEX INDUSTRIAL SPDR		0	9,030	16,201
17	AMEX HEALTH CARE SPDR		0	8,039	15,579
18	AMEX CONSUMER DISCR SPDR		0	8,239	17,977
19	CAPITAL PARTNERS CORE EQUITY FUND		0	55,701	73,150
20	DREYFUS EMG MKT DEBT LOC C-I 6083		0	45,382	43,839
21	DRIEHAUS ACTIVE INCOME FUND		0	38,543	38,700
22	ASG GLOBAL ALTERNATIVES-Y 1993		0	49,650	49,219
23	WELLS FARGO INTL ADV FUND-IS 4705		0	6,664	6,274
24	VANGUARD REIT VIPER		0	26,988	50,034
25	AQR MANAGED FUTURES STR-I		0	13,160	13,731
26	VANGUARD EMERGING MARKETS ETF		0	119,427	130,907
27	SPDR DJ WILSHIRE INTERNATIONAL REA		0	35,281	50,429
28	VANGUARD EUROPE PACIFIC ETF		0	125,629	145,005
29	ROBECO BP LNG/SHRT RES-INS		0	37,547	40,676
30	DIAMOND HILL LONG-SHORT FD CL I 11		0	19,556	26,910
31	WELLS FARGO ADV HI INC-INS 3110		0	60,696	62,715
32	CREDIT SUISSE COMM RT ST-CO 2156		0	60,196	50,348

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

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

1	MUTUAL FUND & CTF INCOME ADDITIONS	1	5,015
2	GAIN ON PY SALES SETTLED IN CY	2	885
3	Total	3	5,900

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

1	COST BASIS ADJUSTMENT	1	649
2	MUTUAL FUND & CTF INCOME SUBTRACTION	2	1,760
3	PY RETURN OF CAPITAL ADJUSTMENT	3	541
4	GAIN ON CY SALES NOT SETTLED AT YEAR END	4	689
5	UNDISTRIBUTED CTF CAPITAL LOSS	5	3,035
6	Total	6	6,674

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

Long Term CG Distributions										4,725	Short Term CG Distributions										0	
Description of Property Sold										CUSIP #	How Acquired										0	
Date Acquired										Date Sold	Gross Sales Price										573,603	
Date Sold										Depreciation Allowed	Adjustments										0	
Cost or Other Basis Plus Expense of Sale										Gain or Loss	F M V as of 12/31/69										73,071	
Excess of FMV Over Adjusted Basis										Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis										0	
Gains Minus Excess of FMV Over Adjusted Basis or Losses										73,071	Gains Minus Excess of FMV Over Adjusted Basis or Losses										73,071	
1	ACR MANAGED FUTURES STR-4 #1521	3002031859	7/17/2013	10/14/2013	11,678	0	11,855	-187	0	0	0	0	0	0	0	0	0	0	0	0	0	0
2	DIAMOND HILL LONG-SHORT FD CL #1	252645833	7/26/2010	7/15/2013	28,862	0	21,126	7,734	0	0	0	0	0	0	0	0	0	0	0	0	0	0
3	DREYFUS EMG MKT DEBT LOC C1 #603	261804094	8/17/2011	2/7/2013	11,044	0	10,838	206	0	0	0	0	0	0	0	0	0	0	0	0	0	0
4	DREYFUS EMG MKT DEBT LOC C1 #603	261804094	8/17/2011	10/14/2013	7,253	0	7,154	462	0	0	0	0	0	0	0	0	0	0	0	0	0	0
5	DREYFUS EMG MKT DEBT LOC C1 #603	261804094	8/17/2012	10/14/2013	6,452	0	6,564	-112	0	0	0	0	0	0	0	0	0	0	0	0	0	0
6	DREYFUS EMG MKT DEBT LOC C1 #603	261804094	2/9/2011	10/14/2013	5,158	0	5,223	-65	0	0	0	0	0	0	0	0	0	0	0	0	0	0
7	CORE EQUITY FUND	140895127	2/7/2011	7/15/2013	9,543	0	9,109	434	0	0	0	0	0	0	0	0	0	0	0	0	0	0
8	CORE EQUITY FUND	140895127	10/21/2011	7/15/2013	395	0	330	65	0	0	0	0	0	0	0	0	0	0	0	0	0	0
9	CORE EQUITY FUND	140895127	10/21/2011	12/31/2013	3,719	0	3,030	689	0	0	0	0	0	0	0	0	0	0	0	0	0	0
10	CREDIT SUISSE COMM RET ST-1 #2156	252448100	8/17/2011	10/14/2013	8,090	0	10,194	-2,104	0	0	0	0	0	0	0	0	0	0	0	0	0	0
11	GATEWAY FUND - Y #1986	367829884	8/17/2011	7/15/2013	31,083	0	30,419	664	0	0	0	0	0	0	0	0	0	0	0	0	0	0
12	GATEWAY FUND - Y #1986	367829884	7/15/2013	7/15/2013	19,641	0	19,375	266	0	0	0	0	0	0	0	0	0	0	0	0	0	0
13	HUSMAN STRATEGIC GROWTH FUND	446108100	5/11/2009	2/7/2013	684	0	838	-154	0	0	0	0	0	0	0	0	0	0	0	0	0	0
14	CREDIT SUISSE COMM RET ST-1 #2156	252448100	1/13/2010	10/14/2013	3,807	0	4,632	-825	0	0	0	0	0	0	0	0	0	0	0	0	0	0
15	DIAMOND HILL LONG-SHORT FD CL #1	252645833	8/17/2011	2/7/2013	3,208	0	2,931	277	0	0	0	0	0	0	0	0	0	0	0	0	0	0
16	HUSMAN STRATEGIC GROWTH FUND	446108100	8/11/2008	2/7/2013	15,635	0	18,608	-3,973	0	0	0	0	0	0	0	0	0	0	0	0	0	0
17	HUSMAN STRATEGIC GROWTH FUND	446108100	2/24/2010	2/7/2013	7,297	0	8,300	-1,013	0	0	0	0	0	0	0	0	0	0	0	0	0	0
18	HUSMAN STRATEGIC GROWTH FUND	446108100	3/3/2011	2/7/2013	871	0	1,014	-143	0	0	0	0	0	0	0	0	0	0	0	0	0	0
19	HUSMAN STRATEGIC GROWTH FUND	446108100	2/7/2012	2/7/2013	3,972	0	4,505	-533	0	0	0	0	0	0	0	0	0	0	0	0	0	0
20	HUSMAN STRATEGIC GROWTH FUND	446108100	12/22/2008	2/7/2013	84,491	0	63,187	21,304	0	0	0	0	0	0	0	0	0	0	0	0	0	0
21	ISHARES MSCI EAFE	464281465	2/6/2009	2/7/2013	29,462	0	20,426	9,036	0	0	0	0	0	0	0	0	0	0	0	0	0	0
22	ISHARES MSCI EAFE	464281465	7/22/2010	2/7/2013	29,171	0	25,385	3,786	0	0	0	0	0	0	0	0	0	0	0	0	0	0
23	ISHARES S&P MID-CAP 400 GROWTH	464281705	2/7/2013	7/15/2013	4,616	0	4,184	432	0	0	0	0	0	0	0	0	0	0	0	0	0	0
24	ISHARES S&P MID-CAP 400 GROWTH	464281705	8/15/2011	12/20/2013	7,155	0	3,050	1,094	0	0	0	0	0	0	0	0	0	0	0	0	0	0
25	ISHARES S&P MID-CAP 400 GROWTH	464281705	8/15/2011	12/20/2013	687	0	4,861	-2,294	0	0	0	0	0	0	0	0	0	0	0	0	0	0
26	ISHARES S&P MID-CAP 400 GROWTH	464281705	7/22/2010	12/20/2013	802	0	472	330	0	0	0	0	0	0	0	0	0	0	0	0	0	0
27	ISHARES S&P MID-CAP 400 GROWTH	464281705	2/7/2011	12/20/2013	19,934	0	16,894	3,040	0	0	0	0	0	0	0	0	0	0	0	0	0	0
28	ISHARES S&P MID-CAP 400 GROWTH	464281705	2/7/2011	10/14/2013	1,912	0	1,343	569	0	0	0	0	0	0	0	0	0	0	0	0	0	0
29	ISHARES S&P MID-CAP 400 GROWTH	464281705	2/7/2011	12/20/2013	5,836	0	3,817	2,019	0	0	0	0	0	0	0	0	0	0	0	0	0	0
30	ISHARES S&P MID-CAP 400 GROWTH	464281705	2/7/2011	12/20/2013	447	0	446	1	0	0	0	0	0	0	0	0	0	0	0	0	0	0
31	ISHARES S&P MID-CAP 400 GROWTH	464281705	2/9/2011	7/15/2013	846	0	842	4	0	0	0	0	0	0	0	0	0	0	0	0	0	0
32	MERGER FD SH BEN INT #260	589509108	8/17/2012	7/15/2013	11,643	0	11,440	203	0	0	0	0	0	0	0	0	0	0	0	0	0	0
33	MERGER FD SH BEN INT #260	589509108	7/26/2010	7/15/2013	1,924	0	1,868	56	0	0	0	0	0	0	0	0	0	0	0	0	0	0
34	MERGER FD SH BEN INT #260	589509108	10/17/2013	12/20/2013	424	0	410	14	0	0	0	0	0	0	0	0	0	0	0	0	0	0
35	AGS GLOBAL ALTERNATIVES-Y #1993	638727885	7/17/2013	12/20/2013	2,557	0	2,522	35	0	0	0	0	0	0	0	0	0	0	0	0	0	0
36	AGS GLOBAL ALTERNATIVES-Y #1993	638727885	8/17/2011	7/15/2013	1,692	0	1,692	-10	0	0	0	0	0	0	0	0	0	0	0	0	0	0
37	PIMCO FOREIGN BD FD USD HANST #1	683390882	8/17/2011	7/15/2013	3,125	0	3,069	56	0	0	0	0	0	0	0	0	0	0	0	0	0	0
38	PIMCO FOREIGN BD FD USD HANST #1	683390882	2/7/2013	12/20/2013	2,114	0	1,849	265	0	0	0	0	0	0	0	0	0	0	0	0	0	0
39	AMEX MATERIALS SPDR	81369Y100	2/7/2013	12/20/2013	180	0	125	55	0	0	0	0	0	0	0	0	0	0	0	0	0	0
40	AMEX MATERIALS SPDR	81369Y100	7/22/2010	12/20/2013	734	0	660	74	0	0	0	0	0	0	0	0	0	0	0	0	0	0
41	AMEX HEALTH CARE SPDR	81369Y209	8/15/2012	2/7/2013	4,664	0	3,090	1,574	0	0	0	0	0	0	0	0	0	0	0	0	0	0
42	AMEX HEALTH CARE SPDR	81369Y209	7/22/2010	2/7/2013	5,627	0	3,333	2,294	0	0	0	0	0	0	0	0	0	0	0	0	0	0
43	AMEX HEALTH CARE SPDR	81369Y209	7/22/2010	7/15/2013	2,226	0	2,016	220	0	0	0	0	0	0	0	0	0	0	0	0	0	0
44	AMEX HEALTH CARE SPDR	81369Y209	7/15/2013	7/15/2013	5,177	0	3,356	1,821	0	0	0	0	0	0	0	0	0	0	0	0	0	0
45	CONSUMER STAPLES SECTOR SPDR	81369Y308	7/22/2010	7/15/2013	6,663	0	5,652	1,011	0	0	0	0	0	0	0	0	0	0	0	0	0	0
46	CONSUMER STAPLES SECTOR SPDR	81369Y308	7/22/2010	7/15/2013	3,163	0	1,628	1,534	0	0	0	0	0	0	0	0	0	0	0	0	0	0
47	AMEX CONSUMER DISCR SPDR	81369Y407	7/22/2010	7/15/2013	2,103	0	984	1,119	0	0	0	0	0	0	0	0	0	0	0	0	0	0
48	AMEX CONSUMER DISCR SPDR	81369Y407	7/22/2010	7/15/2013	3,358	0	3,358	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
49	AMEX ENERGY SELECT SPDR	81369Y506	7/22/2010	7/15/2013	4,091	0	2,658	1,432	0	0	0	0	0	0	0	0	0	0	0	0	0	0
50	AMEX ENERGY SELECT SPDR	81369Y506	7/22/2010	7/15/2013	3,010	0	2,438	572	0	0	0	0	0	0	0	0	0	0	0	0	0	0
51	AMEX ENERGY SELECT SPDR	81369Y506	7/22/2010	7/15/2013	1,426	0	1,298	127	0	0	0	0	0	0	0	0	0	0	0	0	0	0
52	AMEX ENERGY SELECT SPDR	81369Y506	7/22/2010	7/15/2013	4,545	0	2,976	1,569	0	0	0	0	0	0	0	0	0	0	0	0	0	0
53	AMEX ENERGY SELECT SPDR	81369Y506	7/22/2010	7/15/2013	9,201	0	8,522	679	0	0	0	0	0	0	0	0	0	0	0	0	0	0
54	AMEX ENERGY SELECT SPDR	81369Y506	7/22/2010	7/15/2013	8,147	0	5,571	2,576	0	0	0	0	0	0	0	0	0	0	0	0	0	0
55	AMEX ENERGY SELECT SPDR	81369Y506	7/22/2010	7/15/2013	2,689,																	

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

Name		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N A Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	16,445		
										16,445	0	0

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

	Date		Amount
1 Credit from prior year return		1	112
2 First quarter estimated tax payment	5/7/2013	2	50
3 Second quarter estimated tax payment	6/10/2013	3	163
4 Third quarter estimated tax payment	9/9/2013	4	162
5 Fourth quarter estimated tax payment	12/10/2013	5	163
6 Other payments		6	
7 Total		7	650

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	55,363
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	55,363