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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

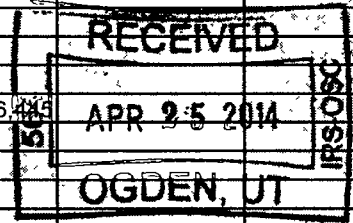
Department of the Treasury
Internal Revenue Service

▶ 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 SMITH, LILLIAN C T/U/A			A Employer identification number 95-6386629	
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041		Room/suite	B Telephone number (see instructions) (888) 730-4933	
City or town Winston Salem	State NC	ZIP code 27101-3818	C If exemption application is pending, check here <input type="checkbox"/>	
Foreign country name	Foreign province/state/county	Foreign postal code	D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change			E If private foundation status was terminated under section 507(b)(1)(A), 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			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 763,304		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

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	17,519	17,158		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	46,445			
	b Gross sales price for all assets on line 6a 350,073				
	7 Capital gain net income (from Part IV, line 2)		46,445		
	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	63,964	63,603	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	11,552	8,664		2,888
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	985			985
	c Other professional fees (attach schedule)	10			10
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	470	470		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	13,017	9,134	0	3,883
	25 Contributions, gifts, grants paid	30,510			30,510
26 Total expenses and disbursements. Add lines 24 and 25	43,527	9,134	0	34,393	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	20,437				
b Net investment income (if negative, enter -0-)		54,469			
c Adjusted net income (if negative, enter -0-)			0		



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	34,924	51,534	51,534
	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)	592,427	598,146	711,770	
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)	627,351	649,680	763,304	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <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	627,351	649,680	
	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)	627,351	649,680		
31	Total liabilities and net assets/fund balances (see instructions)	627,351	649,680		

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	627,351
2	Enter amount from Part I, line 27a	2	20,437
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	3,207
4	Add lines 1, 2, and 3	4	650,995
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	1,315
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	649,680

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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				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	46,445	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }	3	0	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	27,487	702,087	0.039150
2011	31,578	713,898	0.044233
2010	21,048	667,201	0.031547
2009	43,723	598,383	0.073069
2008	24,285	743,196	0.032676
2	Total of line 1, column (d)	2	0.220675
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	0.044135
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	740,022
5	Multiply line 4 by line 3	5	32,661
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	545
7	Add lines 5 and 6	7	33,206
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	34,393

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	545	
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	545	
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	545	
6	Credits/Payments:			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	328	
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	328	
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	217	
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	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
1b 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
1c 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
4b 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 ▶ <u>N/A</u>	13	X	
14	The books are in care of ▶ <u>WELLS FARGO BANK N A</u> Telephone no ▶ <u>888-730-4933</u> Located at ▶ <u>1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC</u> ZIP+4 ▶ <u>27101-3818</u>			
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 ▶ <u>15</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? 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 ▶ <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
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. ▶ <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
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? N/A	<input type="checkbox"/> Yes	<input type="checkbox"/> No	
	If "Yes," attach the statement required by Regulations section 53.4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<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? If "Yes" to 6b, file Form 8870			6b X
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	11,552		

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	712,744
b	Average of monthly cash balances	1b	38,547
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	751,291
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	751,291
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	11,269
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	740,022
6	Minimum investment return. Enter 5% of line 5	6	37,001

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	37,001
2a	Tax on investment income for 2013 from Part VI, line 5	2a	545
b	Income tax for 2013. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	545
3	Distributable amount before adjustments Subtract line 2c from line 1	3	36,456
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	36,456
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	36,456

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	34,393
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	34,393
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	545
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	33,848

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				36,456
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			30,496	
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: ▶ \$ 34,393				
a Applied to 2012, but not more than line 2a			30,496	
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				3,897
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				32,559
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)				
<p>a <i>Paid during the year</i> See Attached Statement</p>				
<p>Total</p>			▶ 3a	30,510
<p>b <i>Approved for future payment</i> NONE</p>				
<p>Total</p>			▶ 3b	0

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

Recipient(s) paid during the year

Name

BRAILLE INSTITUTE OF AMERICA

Street

741 NORTH VERMONT AVENUE

City

LOS ANGELES

State

CA

Zip Code

90029

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

7,628

Name

FOUNDATION FOR THE JUNIOR BLIND

Street

5300 LOS ANGELES VISTA BLVD

City

LOS ANGELES

State

CA

Zip Code

90043

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

7,628

Name

THE HEAR CENTER

Street

301 EAST DEL MAR BLVD

City

PASADENA

State

CA

Zip Code

91101

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

7,627

Name

THE SALVATION ARMY

Street

180 EAST OCEAN BLVD

City

LONG BEACH

State

CA

Zip Code

90802

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

7,627

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

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Gross Sales	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
	Long Term CG Distributions	Amount 2,658							350,073				303,628		46,445
	Short Term CG Distributions	0							0				0		0
69	WELLS FARGO ADV INTL BON	94985D562			2/9/2011		2/7/2013	1,703	1,693					0	10
70	WELLS FARGO ADV INTL BON	94985D562			2/9/2011		12/6/2013	859	881					0	-22
71	WELLS FARGO ADV HI INC-BN	949917538			10/10/2007		2/7/2013	3,244	3,220					0	24
72	WELLS FARGO ADV HI INC-BN	949917538			8/17/2012		2/7/2013	3,199	3,138					0	61
73	WELLS FARGO ADV HI INC-BN	949917538			7/7/2013		12/6/2013	1,418	1,416					0	2
74	TAXABLE TOTAL RETURN BO	991283912			2/15/2012		2/7/2013	668	666					0	-18
75	TAXABLE TOTAL RETURN BO	991283912			2/15/2006		2/7/2013	5,377	5,033					0	344
76	TAXABLE TOTAL RETURN BO	991283912			2/15/2006		7/15/2013	3,952	3,856					0	96
77	TAXABLE TOTAL RETURN BO	991283912			10/15/2013		12/13/2013	761	761					0	0
78	TAXABLE SHORT-TERM BONDI	999612906			7/15/2005		2/7/2013	790	802					0	-12
79	TAXABLE SHORT-TERM BONDI	999612906			7/15/2005		7/15/2013	1,514	1,545					0	-31
80	TAXABLE INTERMEDIATE TER	999708902			4/29/2011		2/7/2013	4,514	4,613					0	-99
81	TAXABLE INTERMEDIATE TER	999708902			2/15/2012		2/7/2013	822	839					0	-17
82	TAXABLE INTERMEDIATE TER	999708902			2/15/2006		2/7/2013	988	953					0	35
83	TAXABLE INTERMEDIATE TER	999708902			2/15/2006		7/15/2013	4,980	4,934					0	46
84	TAXABLE INTERMEDIATE TER	999708902			10/15/2013		12/13/2013	794	794					0	0
85	CTF Calendar Year TC 46-Short							5,557	2,594					0	-2,964
86	CTF Calendar Year TC 510 - Lo							5,557	2,594					0	5,657

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

		985	0	0	985
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	985			985

Part I, Line 16c (990-PF) - Other Professional Fees

		10	0	0	10
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	CA FRANCHISE TAX BOARD FEE	10			10

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

		470	470	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Foreign Tax Withheld	470	470		

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	0	711,770
2	MERGER FD SH BEN INT 260		0	14,276	14,526
3	PIMCO FOREIGN BD FD USD H-INST 103		0	3,656	3,615
4	CONSUMER STAPLES SECTOR SPDR TR		0	5,261	8,166
5	AMEX FINANCIAL SELECT SPDR		0	9,269	12,526
6	AMEX MATERIALS SPDR		0	1,910	2,450
7	AMEX TECHNOLOGY SELECT SPDR		0	9,408	14,510
8	AMEX ENERGY SELECT SPDR		0	5,013	7,523
9	TAXABLE SHORT-TERM BOND FUND		0	17,933	17,772
10	TAXABLE INTERMEDIATE TERM BD FD		0	26,943	27,341
11	TAXABLE TOTAL RETURN BOND FUND		0	26,520	27,261
12	FID ADV EMER MKTS INC- CL I 607		0	11,132	10,864
13	ISHARES TR SMALLCAP 600 INDEX FD		0	26,272	41,797
14	ISHARES S&P MIDCAP 400 VALUE		0	13,015	21,503
15	ISHARES S&P MIDCAP 400 GROWTH		0	19,003	32,291
16	AMEX INDUSTRIAL SPDR		0	5,165	8,518
17	AMEX HEALTH CARE SPDR		0	5,081	8,981
18	CAPITAL PARTNERS CORE EQUITY FUND		0	31,507	38,948
19	DREYFUS EMG MKT DEBT LOC C-I 6083		0	26,244	25,349
20	DRIEHAUS ACTIVE INCOME FUND		0	21,523	21,610
21	ASG GLOBAL ALTERNATIVES-Y 1993		0	28,341	28,095
22	WELLS FARGO INTL ADV FUND-IS 4705		0	3,751	3,532
23	VANGUARD REIT VIPER		0	14,018	28,923
24	AQR MANAGED FUTURES STR-I		0	7,608	7,938
25	VANGUARD EMERGING MARKETS ETF		0	68,456	74,834
26	SPDR DJ WILSHIRE INTERNATIONAL REA		0	19,916	28,881
27	VANGUARD EUROPE PACIFIC ETF		0	71,535	82,568
28	ROBECO BP LNG/SHRT RES-INS		0	20,578	22,293
29	DIAMOND HILL LONG-SHORT FD CL I 11		0	10,999	14,776
30	WELLS FARGO ADV HI INC-INS 3110		0	33,654	34,904
31	CREDIT SUISSE COMM RT ST-CO 2156		0	34,900	29,116
32	AMEX CONSUMER DISCR SPDR		0	5,259	10,359

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

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

1	Cost Basis Adjustment	1	42
2	Mutual Fund & CTF Income Additions	2	2,788
3	Federal Excise Tax Refund	3	377
4	Total	4	3,207

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

1	Mutual Fund & CTF Income Subtraction	1	1,000
2	Undistributed CTF Capital Loss	2	2
3	PY Return of Capital Adjustment	3	313
4	Total	4	1,315

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

Line	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Acquired Basis or Losses
1	LONG TERM CG DISTRIBUTIONS					2,658								
2	LONG TERM CG DISTRIBUTIONS					0								
3	1 AOR MANAGED FUTURES STR-1#1521	002033H859		7/17/2013	10/14/2013	6,783			6,872	-109				-109
4	CORE EQUITY FUND	140995127		2/7/2013	7/15/2013	5,493			5,244	249				249
5	CORE EQUITY FUND	140995127		10/21/2011	7/15/2013	255			213	42				42
6	CORE EQUITY FUND	140995127		10/21/2011	12/13/2013	2,083			1,752	331				331
7	CREDIT SUISSE COMM RET ST-1#21156	22544R305		2/9/2011	10/14/2013	1,178			84	-115				-115
8	CREDIT SUISSE COMM RET ST-1#21156	22544R305		8/17/2011	10/14/2013	49			64	-15				-15
9	CREDIT SUISSE COMM RET ST-1#21156	22544R305		11/23/2011	10/14/2013	2,203			2,681	-478				-478
10	DIAMOND HILL LONG-SHORT FD CL I # 52564S833	448108100		8/17/2012	2/7/2013	1,889			1,726	163				163
11	HUSSMAN STRATEGIC GROWTH FUND	448108100		5/4/2010	7/15/2013	16,955			12,616	4,079				4,079
12	HUSSMAN STRATEGIC GROWTH FUND	448108100		8/11/2009	2/7/2013	9,483			11,892	-2,409				-2,409
13	HUSSMAN STRATEGIC GROWTH FUND	448108100		2/9/2011	2/7/2013	2,634			3,000	-366				-366
14	MERGER FD SH BEN INT #260	595091108		5/3/2011	2/7/2013	564			660	-96				-96
15	HUSSMAN STRATEGIC GROWTH FUND	448108100		5/4/2010	7/15/2013	7,094			6,956	138				138
16	SHARES MSCIEAFE	464287485		2/17/2012	2/7/2013	3,445			3,908	-463				-463
17	SHARES SEP MIDCAP 400 GROWTH	464287485		12/22/2008	2/7/2013	63,804			47,716	16,088				16,088
18	SHARES SEP MIDCAP 400 GROWTH	464287485		2/6/2009	2/7/2013	20,571			14,262	6,309				6,309
19	SHARES SEP MIDCAP 400 GROWTH	464287485		8/15/2013	12/6/2013	1,755			2,715	-960				-960
20	SHARES SEP MIDCAP 400 GROWTH	464287485		2/7/2013	12/6/2013	1,709			1,307	402				402
21	SHARES SEP MIDCAP 400 VALUE	464287705		4/30/2010	7/15/2013	2,883			2,058	825				825
22	SHARES SEP MIDCAP 400 VALUE	464287705		2/7/2013	12/6/2013	1,712			1,143	569				569
23	SHARES SEP MIDCAP 400 VALUE	464287705		4/30/2010	12/6/2013	1,927			1,108	819				819
24	SHARES CORE S&P SMALL-CAP E	464287804		2/7/2011	2/7/2013	1,107			1,078	29				29
25	SHARES CORE S&P SMALL-CAP E	464287804		2/7/2011	12/6/2013	4,084			2,688	1,396				1,396
26	SHARES CORE S&P SMALL-CAP E	464287804		10/17/2013	12/6/2013	1,097			1,071	26				26
27	ASSG GLOBAL ALTERNATIVES-Y #1993	595091108		8/17/2012	12/6/2013	339			397	-58				-58
28	ASSG GLOBAL ALTERNATIVES-Y #1993	595091108		7/17/2013	12/6/2013	634			616	18				18
29	ASSG GLOBAL ALTERNATIVES-Y #1993	595091108		8/17/2012	12/6/2013	718			629	89				89
30	DIAMOND HILL LONG-SHORT FD CL I # 52564S833	448108100		8/17/2012	2/7/2013	5,988			5,904	84				84
31	DREYFUS EMG MKT DEBT LOC C I #608	261980494		8/17/2012	10/14/2013	3,900			4,149	-249				-249
32	DREYFUS EMG MKT DEBT LOC C I #608	261980494		8/17/2012	10/14/2013	3,707			3,772	-65				-65
33	DREYFUS EMG MKT DEBT LOC C I #608	261980494		2/9/2011	10/14/2013	3,325			3,368	-41				-41
34	DREYFUS EMG MKT DEBT LOC C I #608	261980494		7/17/2013	12/6/2013	767			762	5				5
35	DREYFUS ACTIVE INCOME FUND	262028855		8/17/2012	7/15/2013	17,990			17,605	385				385
36	GATEWAY FUND - Y #1986	367829884		2/1/2013	7/15/2013	11,371			11,217	154				154
37	HUSSMAN STRATEGIC GROWTH FUND	448108100		5/1/2009	2/7/2013	412			504	-92				-92
38	PIMCO FOREIGN BD FD USD H-INST #1	693390882		8/17/2011	2/7/2013	1,489			1,488	1				1
39	PIMCO FOREIGN BD FD USD H-INST #1	693390882		7/17/2011	12/6/2013	963			1,146	-183				-183
40	ROBECO BP LONGSHIRT RES-INS	749254581		7/17/2013	12/6/2013	1,219			1,146	73				73
41	AMEX MATERIALS SPDR	81369Y100		2/7/2013	12/6/2013	1,803			1,770	33				33
42	AMEX MATERIALS SPDR	81369Y100		4/30/2010	12/6/2013	1,282			1,009	273				273
43	AMEX HEALTH CARE SPDR	81369Y209		8/15/2012	2/7/2013	302			272	30				30
44	AMEX HEALTH CARE SPDR	81369Y209		4/30/2010	2/7/2013	2,907			2,039	868				868
45	AMEX HEALTH CARE SPDR	81369Y209		4/30/2010	7/15/2013	3,286			2,070	1,216				1,216
46	AMEX HEALTH CARE SPDR	81369Y209		4/30/2010	7/15/2013	1,284			1,157	127				127
47	CONSUMER STAPLES SECTOR SPDR	81369Y308		4/30/2010	7/15/2013	3,023			2,037	986				986
48	AMEX CONSUMER DISCR SPDR	81369Y407		2/7/2013	7/15/2013	3,819			3,230	589				589
49	AMEX CONSUMER DISCR SPDR	81369Y407		4/30/2010	7/15/2013	1,850			1,103	747				747
50	AMEX CONSUMER DISCR SPDR	81369Y407		4/30/2010	12/6/2013	2,046			676	1,370				1,370
51	AMEX ENERGY SELECT SPDR	81369Y506		2/7/2013	7/15/2013	2,291			1,951	340				340
52	AMEX ENERGY SELECT SPDR	81369Y506		4/30/2010	7/15/2013	1,954			1,694	260				260
53	AMEX ENERGY SELECT SPDR	81369Y506		4/30/2010	7/15/2013	3,829			3,108	721				721
54	AMEX FINANCIAL SELECT SPDR	81369Y605		4/30/2010	12/6/2013	1,186			1,138	48				48
55	AMEX FINANCIAL SELECT SPDR	81369Y605		10/15/2013	12/6/2013	2,874			2,003	871				871
56	AMEX FINANCIAL SELECT SPDR	81369Y605		4/30/2010	7/15/2013	804			534	270				270
57	AMEX INDUSTRIAL SPDR	81369Y704		4/30/2010	12/6/2013	5,303			4,913	390				390
58	AMEX TECHNOLOGY SELECT SPDR	81369Y803		2/7/2013	7/15/2013	4,696			3,501	1,195				1,195
59	AMEX TECHNOLOGY SELECT SPDR	81369Y803		4/30/2010	7/15/2013	1,568			1,167	401				401
60	AMEX TECHNOLOGY SELECT SPDR	81369Y803		4/30/2010	10/14/2013	1,497			1,024	473				473
61	AMEX TECHNOLOGY SELECT SPDR	81369Y803		4/30/2010	12/6/2013	4,447			4,008	439				439
62	VANGUARD FTSE DEVELOPED ETF	921943856		2/7/2013	7/15/2013	3,278			3,611	-333				-333
63	VANGUARD FTSE DEVELOPED ETF	921943856		2/7/2013	12/6/2013	4,052			4,008	44				44
64	VANGUARD FTSE DEVELOPED ETF	921943856		2/7/2013	10/14/2013	11,869			12,357	-488				-488
65	VANGUARD FTSE EMERGING MARKET	922042858		2/7/2013	10/14/2013	867			923	-56				-56
66	VANGUARD FTSE EMERGING MARKET	922042858		2/6/2009	7/15/2013	1,070			419	651				651
67	VANGUARD REIT VIPER	922808553		2/9/2011	7/15/2013	1,703			1,693	10				10
68	WELLS FARGO ADV INTL BOND-IS #477064850582	447064850582		2/9/2011	12/6/2013	859			881	-22				-22
69	WELLS FARGO ADV INTL BOND-IS #477064850582	447064850582		10/10/2007	2/7/2013	3,244			3,220	24				24
70	WELLS FARGO ADV INTL BOND-IS #3110	949917538		8/17/2012	2/7/2013	3,199			3,138	61				61
71	WELLS FARGO ADV INTL BOND-IS #3110	949917538		7/17/2012	12/6/2013	1,418			1,416	2				2
72	TAXABLE TOTAL RETURN BOND FUND	991283912		2/15/2012	2/7/2013	668			666	2				2
73	TAXABLE TOTAL RETURN BOND FUND	991283912		2/15/2012	2/7/2013	5,377			5,033	344				344
74	TAXABLE TOTAL RETURN BOND FUND	991283912		10/15/2013	12/13/2013	761			761	0				0
75	TAXABLE TOTAL RETURN BOND FUND	991283912		10/15/2013	12/13/2013	790			802	-12				-12
76	TAXABLE SHORT-TERM BOND FUND	999612906		7/15/2005	7/15/2013	1,514			1,545	-31				-31
77	TAXABLE SHORT-TERM BOND FUND	999612906		4/29/2011	2/7/2013	4,514			4,613	-99				-99
78	TAXABLE INTERMEDIATE TERM BD FD	999708902		2/15/2012	2/7/2013	822			839	-17				-17
79	TAXABLE INTERMEDIATE TERM BD FD	999708902		2/15/2006	2/7/2013	988			953	35				35
80	TAXABLE INTERMEDIATE TERM BD FD	999708902		2/15/2006	7/15/2013	4,980			4,934	46				46
81	TAXABLE INTERMEDIATE TERM BD FD	999708902		10/15/2013	12/13/2013	754			754	0				0

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

85	CTF Calendar Year	Description of Property Sold	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
		Long Term CG Distributions				347,415			303,628	43,787				43,787
		Short Term CG Distributions							0					0
									2,594	-2,594	12/31/69	12/31/69	0	-2,594
86	CTF Calendar Year	1959 - Long Term				5,557			0	-5,557				5,557

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 D4000-04-1	Winston Salem	NC	27101-3818		TRUSTEE	4 00	11,552		
										11,552		0

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

	Date	Amount
1 Credit from prior year return	1	328
2 First quarter estimated tax payment	2	
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	
7 Total	7	328

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	30,496
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	30,496