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Return of Private Foundation

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

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 FIELDS, LILLIAN T/U/A			A Employer identification number 95-6945334	
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				
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) ► \$ 1,385,525		J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>				

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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 5a Gross rents b Net rental income or (loss) 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 627,576 7 Capital gain net income (from Part IV, line 2) 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	32,483	31,822	49,286	81,769
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc. 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees (attach schedule) b Accounting fees (attach schedule) c Other professional fees (attach schedule) 17 Interest 18 Taxes (attach schedule) (see instructions) 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 OGDEN, UT 25 Contributions, gifts, grants paid 26 Total expenses and disbursements. Add lines 24 and 25	17,885	13,414	1,143	10
	RECEIVED	19,909	14,285	2,875	0
	IRS-OSC APR 10 2014	58,985	66,823	0	5,624
	10	78,894	14,285	0	58,985
	27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-)	0	0	0	64,609

For Paperwork Reduction Act Notice, see instructions.

HTA

Form 990-PF (2013)

POSTMARK DATE APR 07 2014 SCANNED APR 15 2014

P Zone

Assets	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
1	Cash—non-interest-bearing		318	4,024	4,024
2	Savings and temporary cash investments		35,097	43,961	43,961
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)		1,151,591	1,145,218	1,337,543
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)		1,187,006	1,193,203	1,385,528
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		1,187,006	1,193,203	
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)		1,187,006	1,193,203	
31	Total liabilities and net assets/fund balances (see instructions)		1,187,006	1,193,203	

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	1,187,006
2	Enter amount from Part I, line 27a	2	2,875
3	Other increases not included in line 2 (itemize) ► See Attached Statement	3	5,761
4	Add lines 1, 2, and 3	4	1,195,642
5	Decreases not included in line 2 (itemize) ► See Attached Statement	5	2,439
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,193,203

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	49,286	
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?
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part. Yes No

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	54,062	1,253,945	0.043114
2011	63,817	1,296,425	0.049225
2010	48,080	1,229,876	0.039093
2009	59,088	1,081,073	0.054657
2008	66,543	1,359,185	0.048958
2 Total of line 1, column (d)			0.235047
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			0.047009
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			1,340,396
5 Multiply line 4 by line 3			63,011
6 Enter 1% of net investment income (1% of Part I, line 27b)			668
7 Add lines 5 and 6			63,679
8 Enter qualifying distributions from Part XII, line 4			64,609
If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			

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

1a Exempt operating foundations described in section 4940(d)(2), check here ► 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 ► 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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments:

a 2013 estimated tax payments and 2012 overpayment credited to 2013

b Exempt foreign organizations—tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax Check here if Form 2220 is attached

9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed**

10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**

11 Enter the amount of line 10 to be. **Credited to 2014 estimated tax** ► Refunded ►

6a	538
6b	
6c	
6d	
7	538
8	
9	130
10	0
11	0

Part VII-A Statements Regarding Activities

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?

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?
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.

1c Did the foundation file Form 1120-POL for this year?

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?
If "Yes," attach a detailed description of the activities.

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T

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?

7 Did the foundation have at least \$5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*

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 General Instruction G? If "No," attach explanation

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*

10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*

	Yes	No
1a	X	
1b	X	
1c	X	
2	X	
3	X	
4a	X	
4b	N/A	
5	X	
6	X	
7	X	
8b	X	
9	X	
10	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 Located at ► 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC	Telephone no. ► 888-730-4933 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 ►	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:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	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.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
			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 27101	TRUSTEE	4.00	17,885	

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	1,317,599
b	Average of monthly cash balances	1b	43,209
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,360,808
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	1,360,808
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	20,412
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,340,396
6	Minimum investment return. Enter 5% of line 5	6	67,020

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	67,020
2a	Tax on investment income for 2013 from Part VI, line 5	2a	668
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	668
3	Distributable amount before adjustments Subtract line 2c from line 1	3	66,352
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	66,352
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	66,352

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	64,609
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	3a	
a	Suitability test (prior IRS approval required)	3b	
b	Cash distribution test (attach the required schedule)	4	64,609
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	6	668
6	Adjusted qualifying distributions. Subtract line 5 from line 4		63,941

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				66,352
2 Undistributed income, if any, as of the end of 2013.				
a Enter amount for 2012 only			36,554	
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: ► \$ 64,609				
a Applied to 2012, but not more than line 2a			36,554	
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				28,055
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				
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				38,297
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 <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)				
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years		
	(a) 2013	(b) 2012	(c) 2011	(d) 2010
				(e) Total
				0
				0
				0
				0
				0
				0
				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)				
<i>a Paid during the year</i>				
See Attached Statement				
Total				► 3a 58,985
<i>b Approved for future payment</i>				
NONE				
Total				► 3b 0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue. a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		81,769	0
13 Total. Add line 12, columns (b), (d), and (e)				13	81,769
(See worksheet in line 13 instructions to verify calculations.)					

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
Not Applicable	

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?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

(1) Cash
(2) Other assets

b Other transactions:

(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

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 N. Scott, SVP Wells Fargo Bank N.A.	4/1/2014	 SVP Wells Fargo Bank N.A.	May the IRS discuss this return with the preparer shown below (see instructions)?
Signature of officer or trustee	Date	Title	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

Paid Preparer Use Only	Print/Type preparer's name JOSEPH J CASTRIANO	Preparer's signature 	Date 4/1/2014	Check <input checked="" type="checkbox"/> 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			

Form 990-PF (2013)

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

AMERICAN RED CROSS

Street

2025 E STREET NW

City	State	Zip Code	Foreign Country
WASHINGTON	DC	20006	

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL SUPPORT GRANT	3,655

Name

THE FOUNDATION FOR AIDS RESEARCH

Street

120 WALL STREET FL 13

City	State	Zip Code	Foreign Country
NEW YORK	NY	10005	

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL SUPPORT GRANT	24,591

Name

CITY OF HOPE

Street

1500 E. DUARTE RD

City	State	Zip Code	Foreign Country
DUARTE	CA	91010	

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL SUPPORT GRANT	6,148

Name

UNIVERSITY OF CALIFORNIA

Street

PO BOX 60000

City	State	Zip Code	Foreign Country
SAN FRANCISCO	CA	94160-3706	

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL SUPPORT GRANT	24,591

Name**Street**

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

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions		Short Term CG Distributions		Amount		Long Term CG Distributions		Short Term CG Distributions		Amount	
1	X	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method
1	X		TAXABLE INTERMEDIATE TEE	998708962			4/29/2011	2/17/2013	6,224	6,360	
2	X		TAXABLE INTERMEDIATE TEE	998708962			4/29/2011	7/15/2013	918	954	
3	X		TAXABLE INTERMEDIATE TEE	998708962			10/20/2006	7/15/2013	8,305	8,296	
4	X		ACR MANAGED FUTURES STI	00203H859			7/17/2013	10/14/2013	12,478	12,677	
5	X		TAXABLE TOTAL RETURN BO	991283912			2/17/2011	2/17/2013	8,922	8,926	
6	X		CORE EQUITY FUND	140985127			2/17/2013	7/15/2013	10,650	10,186	
7	X		CORE EQUITY FUND	140985127			2/17/2013	12/19/2013	1,540	1,468	
8	X		TAXABLE TOTAL RETURN BO	991283912			2/17/2011	7/15/2013	6,634	6,915	
9	X		CORE EQUITY FUND	140985127			4/30/2010	12/19/2013	3,321	2,775	
10	X		TAXABLE TOTAL RETURN BO	991283912			2/15/2008	7/15/2013	679	674	
11	X		TAXABLE SHORT-TERM BONI	493012906			4/30/2010	7/15/2013	3,452	3,559	
12	X		TAXABLE INTERMEDIATE TEE	998708962			2/15/2012	2/17/2013	337	344	
13	X		TAXABLE INTERMEDIATE TEE	998708962			3/17/2012	2/17/2013	3,420	3,486	
14	X		CREDIT SUISSE COMM RET S	22544R305			9/9/2011	10/14/2013	4,942	6,248	
15	X		CREDIT SUISSE COMM RET S	22544R305			11/23/2010	10/14/2013	7,176	8,731	
16	X		DIAMOND HILL LONG/SHORT	2564S833			8/17/2012	2/17/2013	1,889	1,726	
17	X		DIAMOND HILL LONG/SHORT	2564S833			5/4/2010	7/15/2013	30,851	23,313	
18	X		DREYFUS EMG MKT DEBT LO	261980494			9/9/2011	2/17/2013	12,485	11,816	
19	X		DREYFUS EMG MKT DEBT LO	261980494			9/9/2011	10/14/2013	9,073	9,308	
20	X		DREYFUS EMG MKT DEBT LO	261980494			3/22/2012	10/14/2013	2,620	2,683	
21	X		DREYFUS EMG MKT DEBT LO	261980494			8/17/2012	10/14/2013	5,446	5,541	
22	X		DREYFUS EMG MKT DEBT LO	261980494			2/9/2011	10/14/2013	3,010	3,048	
23	X		GATEWAY FUND - Y #1986	367829854			8/17/2012	7/15/2013	32,314	31,624	
24	X		GATEWAY FUND - Y #1986	367829854			2/11/2013	2/18/2013	21,875	21,579	
25	X		HUSSMAN STRATEGIC GROW	446108100			2/17/2013	2/17/2013	517	633	
26	X		HUSSMAN STRATEGIC GROW	446108100			8/11/2009	2/17/2013	12,304	15,430	
27	X		HUSSMAN STRATEGIC GROW	446108100			2/29/2011	2/17/2013	8,779	10,000	
28	X		HUSSMAN STRATEGIC GROW	446108100			5/6/2011	2/17/2013	921	1,072	
29	X		HUSSMAN STRATEGIC GROW	446108100			2/17/2012	2/17/2013	3,930	4,457	
30	X		HUSSMAN STRATEGIC GROW	446108100			3/27/2012	2/17/2013	3,291	3,652	
31	X		ISHARES MSCI EAFFE	456287465			5/11/2009	2/17/2013	2,092	1,626	
32	X		ISHARES MSCI EAFFE	456287465			12/21/2009	2/17/2013	68,511	65,546	
33	X		ISHARES MSCI EAFFE	456287465			2/22/2010	2/17/2013	27,212	66,194	
34	X		ISHARES MSCI EAFFE	456287465			4/30/2010	2/17/2013	20,571	19,520	
35	X		ISHARES S&P MIDCAP 400 GI	462487606			2/7/2013	7/15/2013	5,024	4,553	
36	X		ISHARES S&P MID-CAP 400 G	462487606			3/27/2012	12/6/2013	2,926	2,249	
37	X		ISHARES S&P MID-CAP 400 G	462487606			8/15/2012	12/6/2013	1,170	871	
38	X		ISHARES S&P MIDCAP 400 VA	462487705			9/7/2011	7/15/2013	6,407	4,377	
39	X		ISHARES S&P MID-CAP 400 VA	462487705			9/7/2011	12/6/2013	2,282	1,459	
40	X		MERGER FD SH BEN INT #260	589509108			2/29/2011	7/15/2013	337	336	
41	X		ISHARES CORE S&P SMALL-C	462487804			2/17/2013	2/17/2013	22,438	19,014	
42	X		ISHARES CORE S&P SMALL-C	462487804			2/17/2011	12/6/2013	2,460	1,626	
43	X		ISHARES CORE S&P SMALL-C	462487804			3/22/2012	10/14/2013	2,113	1,549	
44	X		ISHARES CORE S&P SMALL-C	462487804			3/22/2012	12/6/2013	3,744	2,582	
45	X		MERGER FD SH BEN INT #260	589509108			3/22/2012	7/15/2013	6,407	4,377	
46	X		MERGER FD SH BEN INT #260	589509108			5/4/2010	7/15/2013	1,873	1,640	
47	X		ASG GLOBAL ALTERNATIVES	638727845			10/17/2013	12/6/2013	2,042	1,983	
48	X		ASG GLOBAL ALTERNATIVES	638727845			7/17/2013	12/6/2013	163	158	
49	X		PIMCO FOREIGN BD FD USD	693390882			9/8/2011	7/15/2013	2,439	2,430	
50	X		PIMCO FOREIGN BD FD USD	693390882			2/17/2013	7/15/2013	2,940	2,895	
51	X		AMEX MATERIALS SPDR	811691100			2/17/2013	7/15/2013	5,011	3,377	
52	X		AMEX MATERIALS SPDR	811691100			2/17/2013	12/6/2013	2,298	2,046	
53	X		AMEX HEALTH CARE SPDR	811691209			8/15/2012	7/15/2013	1,771	1,582	
54	X		AMEX HEALTH CARE SPDR	811691209			4/30/2010	2/17/2013	3,412	2,418	
55	X		AMEX HEALTH CARE SPDR	811691209			4/30/2010	7/15/2013	6,025	4,255	
56	X		CONSUMER STAPLES SECTOR	811691308			2/17/2013	7/15/2013	1,788	1,817	
57	X		CONSUMER STAPLES SECTOR	811691308			2/17/2013	7/15/2013	3,326	3,266	
58	X		AMEX CONSUMER DISCR SP	811691407			2/17/2013	12/6/2013	11,323	11,388	
59	X		AMEX CONSUMER DISCR SP	811691407			8/15/2012	7/15/2013	2,042	1,983	
60	X		AMEX CONSUMER DISCR SP	811691407			4/30/2010	12/6/2013	2,018	1,103	
61	X		AMEX ENERGY SELECT SPDR	811691506			2/17/2013	7/15/2013	915	915	
62	X		AMEX ENERGY SELECT SPDR	811691506			4/30/2010	7/15/2013	2,430	2,430	
63	X		AMEX FINANCIAL SELECT SP	811691605			4/30/2010	2/17/2013	7,087	7,087	
64	X		AMEX CONSUMER DISCR SECTOR	811691605			4/30/2010	10/15/2013	2,042	1,545	
65	X		FINANCIAL SELECT SECTOR	811691605			4/30/2010	12/6/2013	1,623	1,535	
66	X		AMEX INDUSTRIAL SPDR	811691704			4/30/2010	2/17/2013	2,050	1,867	
67	X		AMEX INDUSTRIAL SPDR	811691704			4/30/2010	7/15/2013	4,367	3,271	
68	X		AMEX TECHNOLOGY SELECT	811691803			8/15/2010	7/15/2013	3,323	3,141	

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	Capital Gains/Losses			Gross Sales			Cost, Other Basis and Expenses			Net Gain or Loss		
				Check "X" if Purchaser is a Business	Date Acquired	Date Acquired	Date Sold	Acquisition Method	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
Long Term CG Distributions															49,286
Short Term CG Distributions		4,897													0
69	X	AMEX TECHNOLOGY SELECT	81369Y803		2/7/2013		7/15/2013		10,830		10,031				789
70	X	AMEX TECHNOLOGY SELECT	81369Y803		4/30/2010		7/15/2013		4,245		3,239				1,106
71	X	AMEX TECHNOLOGY SELECT	81369Y803		4/30/2010		10/14/2013		2,884		2,120				784
72	X	AMEX TECHNOLOGY SELECT	81369Y803		4/30/2010		12/6/2013		2,298		1,572				726
73	X	VANGUARD FSE DEVELOPE	921943858		2/7/2013		7/15/2013		6,110		5,922				189
74	X	VANGUARD FSE DEVELOPE	921943858		2/7/2013		10/14/2013		8,173		7,367				806
75	X	VANGUARD FSE DEVELOPE	921943858		2/7/2013		12/6/2013		4,052		3,611				441
76	X	VANGUARD FSE EMERGING	922042858		2/23/2011		10/14/2013		2,746		3,113				-367
77	X	VANGUARD FSE EMERGING	922042858		2/7/2013		10/14/2013		19,192		19,877				-85
78	X	WELLS FARGO ADV INTL BON	94983D562		2/9/2011		2/7/2013		2,843		2,826				17
79	X	WELLS FARGO ADV INTL BON	94983D562		2/9/2011		7/15/2013		1,369		1,430				-61
80	X	WELLS FARGO ADV H1INC-IN	949917538		2/21/2006		2/7/2013		12,754		12,687				67
81	X	WELLS FARGO ADV H1INC-IN	949917538		2/9/2011		2/7/2013		1,441		1,400				41
82	X	WELLS FARGO ADV H1INC-IN	949917538		5/9/2011		2/7/2013		1,428		1,402				26
83	X	WELLS FARGO ADV H1INC-IN	949917538		9/17/2012		2/7/2013		857		841				16
84	X	WELLS FARGO ADV H1INC-IN	949917538		12/6/2013		1,442		1,440		0				2
85	X	TAXABLE TOTAL RETURN BO	991263912		3/7/2012		2/7/2013		567		581				-14
86	X	CITF SHORT TERM LOSS							4,769						-4,769
87	X	CITF LONG TERM GAIN							10,246						10,246

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

	1,143	0	0	1,143
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1 TAX PREP FEES	1,143			1,143

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

	871	871	0	0
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1 FOREIGN TAX WITHHELD	871	871		

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

		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	SEE ATTACHED		1,151,591	0	1,337,543
2	MERGER FD SH BEN INT 260		0	26,364	26,827
3	PIMCO FOREIGN BD FD USD H-INST 103		0	6,806	6,668
4	CONSUMER STAPLES SECTOR SPDR TR		0	9,796	15,086
5	AMEX FINANCIAL SELECT SPDR		0	17,107	23,718
6	AMEX MATERIALS SPDR		0	3,483	4,622
7	AMEX TECHNOLOGY SELECT SPDR		0	17,853	27,305
8	AMEX ENERGY SELECT SPDR		0	9,203	13,808
9	TAXABLE SHORT-TERM BOND FUND		0	33,238	32,811
10	TAXABLE INTERMEDIATE TERM BD FD		0	51,705	51,867
11	TAXABLE TOTAL RETURN BOND FUND		0	50,767	51,733
12	FID ADV EMER MKTS INC- CL 1607		0	20,549	20,053
13	ISHARES TR SMALLCAP 600 INDEX FD		0	49,230	78,464
14	ISHARES S&P MIDCAP 400 VALUE		0	23,532	40,564
15	ISHARES S&P MIDCAP 400 GROWTH		0	34,808	60,527
16	AMEX INDUSTRIAL SPDR		0	10,595	17,298
17	AMEX HEALTH CARE SPDR		0	9,409	16,632
18	AMEX CONSUMER DISCR SPDR		0	9,820	19,448
19	CAPITAL PARTNERS CORE EQUITY FUND		0	58,705	73,088
20	DREYFUS EMG MKT DEBT LOC C-16083		0	48,517	46,804
21	DRIEHAUS ACTIVE INCOME FUND		0	41,155	41,322
22	ASG GLOBAL ALTERNATIVES-Y 1993		0	53,302	52,840
23	WELLS FARGO INTL ADV FUND-IS 4705		0	7,111	6,697
24	VANGUARD REIT VIPER		0	38,587	53,456
25	AQR MANAGED FUTURES STR-1		0	14,052	14,661
26	VANGUARD EMERGING MARKETS ETF		0	128,550	139,794
27	SPDR DJ WILSHIRE INTERNATIONAL REA		0	46,222	53,972
28	VANGUARD EUROPE PACIFIC ETF		0	135,126	155,967
29	ROBECO BP LNGSHRT RES-INS		0	40,087	43,427
30	DIAMOND HILL LONG-SHORT FD CL 11		0	21,607	28,742
31	WELLS FARGO ADV HI INC-INS 3110		0	63,713	65,581
32	CREDIT SUISSE COMM RT ST-CO 2156		0	64,219	53,761

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	85
2 MUTUAL FUND & CTF INCOME ADDITIONS	2	5,216
3 FEDERAL EXCISE TAX REFUND	3	460
4 Total	4	5,761

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

1 MUTUAL FUND & CTF INCOME SUBTRACTION	1	1,874
2 UNDISTRIBUTED CTF CAPITAL LOSS	2	2
3 PY RETURN OF CAPITAL ADJUSTMENT	3	563
4 Total	4	2,439

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

Amount										44,269
Long Term CG Distributions	4,697	0	0	0	578,260	44,269	0	0	0	0
Short Term CG Distributions	0	0	0	0	Cost or Other Basis Plus Expense of Sale	FMV as of 12/31/09	Adjusted Basis as of 12/31/09	Excess of FMV Over Adjusted Basis on Losses	Gains Minus Losses	44,269
Description of Property Sold	How	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments				
85 TAXABLE TOTAL RETURN BOND FUND	891285912	3/7/2012	2/1/2013	567	0	0	0	0	0	0
88 CTF SHORT TERM LOSS					4,769		-14	0	0	-4,769
87 CTF LONG TERM GAIN					10,246	0	0	0	0	10,246

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

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

	Date	Amount
1 Credit from prior year return	1	538
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	538

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	36,554
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	36,554