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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

2/1/2013

, and ending

1/31/2014

Name of foundation

TW BEN AND AMELIA SOLOMON FUND

Number and street (or P O box number if mail is not delivered to street address) Room/suite

Wells Fargo Bank N.A. Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041

City or town State ZIP code

Winston Salem

NC

27101-3818

Foreign country name

Foreign province/state/county

Foreign postal code

G Check all that apply

- Initial return Initial return of a former public charity
- Final return Amended return
- Address change Name change

H Check type of organization: Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 51,012

J Accounting method. Cash Accrual
 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))

Revenue	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)	1,162	938		
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	962	938		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	1,162	1,162		
b Gross sales price for all assets on line 6a	25,212			
7 Capital gain net income (from Part IV, line 2)		1,162		
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	2,124	2,100	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	1,805	1,354	451	
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)	20			20
b Accounting fees (attach schedule)	600			600
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	20	20		
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.	2,445	1,374	0	1,071
25 Contributions, gifts, grants paid	1,400			1,400
26 Total expenses and disbursements. Add lines 24 and 25	3,845	1,374	0	2,471
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-1,721			
b Net investment income (if negative, enter -0-)		726		
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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	2,670	1,378	1,378
	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)			
Liabilities	11	Investments—land, buildings, and equipment basis ►			
		Less. accumulated depreciation (attach schedule) ►			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	44,951	44,532	49,634
	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)	47,621	45,910	51,012
Net Assets or Fund Balances	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 ►)	0	0	
	23	Total liabilities (add lines 17 through 22)	0	0	
		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	47,621	45,910	
	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)	47,621	45,910	
	31	Total liabilities and net assets/fund balances (see instructions)	47,621	45,910	

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	47,621
2	Enter amount from Part I, line 27a	2	-1,721
3	Other increases not included in line 2 (itemize) ► Federal Excise Tax Refund	3	36
4	Add lines 1, 2, and 3	4	45,936
5	Decreases not included in line 2 (itemize) ► See Attached Statement	5	26
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	45,910

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				(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			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	1,162
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	4,886	51,017	0.095772
2011	2,298	51,123	0.044950
2010	2,367	50,022	0.047319
2009	2,637	44,669	0.059034
2008	2,885	52,126	0.055347

- 2 Total of line 1, column (d) 2 0.302422
- 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 0.060484
- 4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5 4 50,293
- 5 Multiply line 4 by line 3 5 3,042
- 6 Enter 1% of net investment income (1% of Part I, line 27b) 6 7
- 7 Add lines 5 and 6 7 3,049
- 8 Enter qualifying distributions from Part XII, line 4 8 2,471

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) }
 1 15

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b }
 2 0

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b). }
 3 15

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) }
 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 6a 14 }
 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 14 }
 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 }
 ► 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? 1a Yes X

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

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

c Did the foundation file **Form 1120-POL** for this year? 1c Yes 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? 2 Yes X

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 3 Yes X

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

b If "Yes," has it filed a tax return on **Form 990-T** for this year? 4b N/A

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 5 Yes X

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? 6 Yes X

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 7 Yes X

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► NC

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 8b Yes X

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

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14	The books are in care of ► WELLS FARGO BANK N.A. Telephone no. ► 888-730-4933 Located at ► 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ► 27101-3818		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ►	16	Yes No X

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

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

1a	During the year did the foundation (either directly or indirectly):	Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(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"/>	<input checked="" type="checkbox"/>
(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"/>	<input checked="" type="checkbox"/>
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"/>	<input checked="" type="checkbox"/>
	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"/>	<input checked="" type="checkbox"/>
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))?				
	(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)?				
	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				
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?				

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	1,805	

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		
3		
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	2,333
b	Average of monthly cash balances	1b	48,726
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	51,059
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	51,059
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	766
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	50,293
6	Minimum investment return. Enter 5% of line 5	6	2,515

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	2,515
2a	Tax on investment income for 2013 from Part VI, line 5	2a	15
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	15
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,500
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	2,500
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	2,500

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	2,471
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	2,471
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,471

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				2,500
2 Undistributed income, if any, as of the end of 2013			16	
a Enter amount for 2012 only				
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 ► \$ 2,471			16	
a Applied to 2012, but not more than line 2a				
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				2,455
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:	0			
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				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014			0	
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				45
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				
b	85% of line 2a				0
c	Qualifying distributions from Part XII, line 4 for each year listed				0
d	Amounts included in line 2c not used directly for active conduct of exempt activities				0
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				0
3	Complete 3a, b, or c for the alternative test relied upon				
a	"Assets" alternative test—enter				
	(1) Value of all assets				0
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
c	"Support" alternative test—enter				
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
	(3) Largest amount of support from an exempt organization				0
	(4) Gross investment income				0

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

Check here ► if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c. Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Attached Statement				
Total			► 3a	1,400
b Approved for future payment NONE				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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			0
13	Total. Add line 12, columns (b), (d), and (e)					
			13			2,124

(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

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

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.

**Sign
Here**

John Silante SVP Wells Fargo Bank N.A.

5/14/2014

SVB Wells Fargo Bank N.A.

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

Signature of officer or trustee		Date	Title			
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature	Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN
	JOSEPH J. CASTRIANO			5/14/2014		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		

Security Type	CUSIP	Asset Name	Units	FMV	Fed Cost
Savings & Temp Inv	56-6040673 VP0528308	FEDERATED TREAS OBL FD 68	1015.4	1015.4	1015.4
Savings & Temp Inv	56-6040673 VP0528308	FEDERATED TREAS OBL FD 68	363.05	363.05	363.05
		TOTAL CASH, SAVINGS, AND TEMP INV	1378.45	1378.45	
Invest - Other	56-6040673 04314H204	ARTISAN INTERNATIONAL FUND #661	95.768	2771.53	2168.97
Invest - Other	56-6040673 256210105	DODGE & COX INCOME FD COM #147	142.555	1954.43	1881.34
Invest - Other	56-6040673 411511504	HARBOR CAPITAL APRCTN-INST #2012	69.563	3895.53	2733.86
Invest - Other	56-6040673 589509108	MERGER FD SH BEN INT #260	60.897	969.48	970.17
Invest - Other	56-6040673 693390700	PIMCO TOTAL RET FD-INST #35	182.51	1974.76	1878.54
Invest - Other	56-6040673 693390882	PIMCO FOREIGN BD FD USD H-INST #103	37.447	356.94	384
Invest - Other	56-6040673 77957P105	T ROWE PRICE SHORT TERM BD FD #55	284.959	1364.95	1371.95
Invest - Other	56-6040673 04314H600	ARTISAN MID CAP FUND-INS #1333	45.065	2256.4	1827.29
Invest - Other	56-6040673 315920702	FID ADV EMER MKTS INC-CL I #607	55.711	729.26	756.56
Invest - Other	56-6040673 464287200	ISHARES CORE S & P 500 ETF	7	1254.19	961.24
Invest - Other	56-6040673 518552655	LAUDUS MONDRIAN INT'L FI-INST #2940	37.28	398.15	437.48
Invest - Other	56-6040673 256206103	DODGE & COX INT'L STOCK FD #1048	66.349	2731.59	1970.9
Invest - Other	56-6040673 5529833694	MFS VALUE FUND-CLASS I #893	80.205	2556.94	1936.41
Invest - Other	56-6040673 261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	134.418	1762.22	1905.01
Invest - Other	56-6040673 262028855	DRIEHAUS ACTIVE INCOME FUND	121.746	1311.2	1305.31
Invest - Other	56-6040673 339128100	JP MORGAN MID CAP VALUE-I #758	42.993	1467.78	990.34
Invest - Other	56-6040673 638721885	ASG GLOBAL ALTERNATIVES-Y #1993	161.265	1753.59	1854.55
Invest - Other	56-6040673 92298553	VANGUARD REIT VIPER	31	2086.92	1668.82
Invest - Other	56-6040673 00203H1859	AQR MANAGED FUTURES STR- #15213	75.071	770.23	772.62
Invest - Other	56-6040673 4812C0803	JPMORGAN HIGH YIELD FUND SS #4580	97.879	783.03	789.88
Invest - Other	56-6040673 779588402	T ROWE PRICE INST FLOAT RATE #170	50.551	524.8	525.81
Invest - Other	56-6040673 683974505	OPENHEIMER DEVELOPING MKT-Y #788	146.639	5075.18	5161.43
Invest - Other	56-6040673 78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	52	2022.96	2071.42
Invest - Other	56-6040673 74925K581	ROBECO BP LNG/SHRT RES-INS	90.999	1290.37	1211.2
Invest - Other	56-6040673 25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	46.692	1036.1	804.11
Invest - Other	56-6040673 76628T645	RIDGEWORTH SEIX HY BD-I #5855	132.74	1299.52	1307.02
Invest - Other	56-6040673 483438305	KALMAR GR W/ VALSM CAP-INS #4	64.442	1353.88	1112.64
Invest - Other	56-6040673 22544R305	CREDIT SUISSE COMM RET ST-I #2156	328.414	2358.01	2875.06
Invest - Other	56-6040673 487300808	KEELEY SMALL CAP VAL FD CL I #2251	37.62	1384.42	898.51
		TOTAL OTHER INVESTMENTS	49634.36	44532.44	
		GRAND TOTAL	51012.81	45910.89	

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

Recipient(s) paid during the year

Name

COMMUNITY BOYS AND GIRLS CLUB

Street

901 NIXON STREET

City WILMINGTON	State NC	Zip Code 28401	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 700
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Name

FANNIE NORWOOD MEMORIAL HOME

Street

501 SOUTH 15TH STREET

City WILMINGTON	State NC	Zip Code 28401	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 700
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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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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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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		Amount		594											
Short Term CG Distributions															
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	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	Totals
															25,212
															0
															24,050
															0
															1,152
															0
1	X	ARTISAN INTERNATIONAL FU	043141H204		7/13/2011	10/09/2013	51	45						0	6
2	X	CREDIT SUISSE COMM RET S	225448305		7/13/2011	2/7/2013	439	575						0	-16
3	X	DIAMOND HILL LONG-SHORT	252645833		7/13/2011	2/7/2013	59	50						0	9
4	X	DIAMOND HILL LONG-SHORT	252645833		7/13/2011	7/10/2013	1,131	908						0	233
5	X	DODGE & COX INT'L STOCK F	256206103		8/1/2007	5/7/2013	114	143						0	-29
6	X	DODGE & COX INT'L STOCK F	256206103		8/1/2007	7/10/2013	92	118						0	-58
7	X	DODGE & COX INT'L STOCK F	256206103		2/1/2008	7/10/2013	20	23						0	-3
8	X	DODGE & COX INT'L STOCK F	256206103		2/1/2008	10/09/2013	200	215						0	-15
9	X	DODGE & COX INT'L STOCK F	256206103		2/1/2008	1/21/2014	55	55						0	0
10	X	DODGE & COX INT'L STOCK F	256206103		7/13/2011	12/1/2014	31	26						0	5
11	X	DODGE & COX INCOME FD CO	256210105		2/1/2013	5/7/2013	84	83						0	-1
12	X	DODGE & COX INCOME FD CO	256210105		2/1/2013	7/10/2013	416	430						0	-14
13	X	AQR MANAGED FUTURES ST	002031H559		7/12/2013	10/09/2013	442	458						0	-6
14	X	DREYFUS ENG MKT DEBT LO	261980494		8/1/2011	2/7/2013	480	482						0	0
15	X	DREYFUS ENG MKT DEBT LO	261980494		8/1/2011	10/10/2013	298	312						0	-14
16	X	DREYFUS ENG MKT DEBT LO	261980494		8/1/2012	10/11/2013	243	250						0	-7
17	X	DREYFUS ENG MKT DEBT LO	261980494		12/17/2010	10/10/2013	185	186						0	-1
18	X	DREIEHAUS ACTIVE INCOME F	262028855		7/12/2013	12/1/2014	216	215						0	1
19	X	JP MORGAN MID CAP VALUE	339128100		12/17/2010	7/10/2013	67	118						0	50
20	X	GATEWAY FUND - Y #1986	367828884		8/10/2012	7/10/2013	1,258	1,230						0	28
21	X	GATEWAY FUND - Y #1986	367828884		2/1/2013	7/10/2013	756	748						0	8
22	X	HARBOR CAPITAL APRCTN	411511504		2/1/2013	5/7/2013	89	178						0	11
23	X	HARBOR CAPITAL APRCTN	411511504		2/1/2013	7/10/2013	816	753						0	63
24	X	HARBOR CAPITAL APRCTN	411511504		7/13/2011	7/10/2013	100	83						0	17
25	X	KEELEY SMALL CAP VAL FD Q	487300808		12/17/2010	2/7/2013	342	274						0	68
26	X	HARBOR CAPITAL APRCTN	411511504		7/13/2011	10/09/2013	203	161						0	42
27	X	HARBOR CAPITAL APRCTN	411511504		11/19/2012	12/1/2014	12	80						0	32
28	X	DODGE & COX INCOME FD CO	256210105		2/1/2013	12/1/2014	55	55						0	0
29	X	HUSSMAN STRATEGIC GROW	348108100		7/13/2011	7/13/2013	1,185	1,389						0	-214
30	X	SHARES CORE S & P 500 E/T	364281200		7/13/2011	5/7/2013	326	266						0	60
31	X	SHARES CORE S & P 500 E/T	4642817200		7/13/2011	7/10/2013	829	665						0	164
32	X	ISHARES RUSSELL 2000 GRO	4642817648		11/19/2012	2/7/2013	919	809						0	110
33	X	ISHARES RUSSELL 2000 GRO	4642817648		12/19/2012	2/7/2013	613	572						0	41
34	X	KAMAR GR W/VAL SM CAP-J	483438305		2/1/2013	12/1/2014	135	104						0	31
35	X	ARTISAN INTERNATIONAL FU	043141H204		7/13/2011	5/7/2013	109	91						0	18
36	X	ARTISAN INTERNATIONAL FU	043141H204		7/13/2011	10/09/2013	106	91						0	15
37	X	ARTISAN INTERNATIONAL FU	043141H204		7/13/2011	10/09/2013	112	91						0	21
38	X	ARTISAN INTERNATIONAL FU	043141H204		7/13/2011	1/21/2014	91	68						0	23
39	X	ARTISAN MID CAP FUND-INS	043141H600		4/10/2012	5/7/2013	89	79						0	10
40	X	ARTISAN MID CAP FUND-INS	043141H600		4/10/2012	7/10/2013	91	79						0	12
41	X	ARTISAN MID CAP FUND-INS	043141H600		4/10/2012	10/09/2013	196	159						0	37
42	X	CREDESS COMM RET S	225448305		7/13/2011	5/7/2013	49	57						0	8
43	X	KEELEY SMALL CAP VAL FD Q	487300808		12/17/2010	5/7/2013	67	50						0	17
44	X	KEELEY SMALL CAP VAL FD Q	487300808		10/11/2013	1/21/2014	75	72						0	3
45	X	KEELEY SMALL CAP VAL FD Q	487300808		5/10/2012	1/21/2014	2	1						0	1
46	X	LAUDUS MONDRIAN INT'L FUND	518550655		7/13/2011	2/7/2013	100	111						0	-11
47	X	MERGER FD SH BEN INT #26	589850108		7/13/2011	7/10/2013	527	532						0	5
48	X	MFS VALUE FUND-CLASS #8	552983694		10/11/2012	5/7/2013	178	164						0	14
49	X	MFS VALUE FUND-CLASS #8	552983694		5/10/2012	7/12/2013	123	98						0	25
50	X	MFS VALUE FUND-CLASS #8	552983694		2/1/2013	7/10/2013	120	108						0	12
51	X	MFS VALUE FUND-CLASS #8	552983694		5/25/2012	7/10/2013	423	338						0	85
52	X	MFS VALUE FUND-CLASS #8	552983694		5/25/2012	7/10/2014	99	73						0	-75
53	X	MERGER FD SH BEN INT #26	589850108		7/13/2011	5/7/2013	100	100						0	0
54	X	ASG GLOBAL ALTERNATIVES	5381217885		10/11/2012	1/21/2014	90	91						0	-1
55	X	ASG TOTAL RET FD-INST #	683390700		7/10/2012	1/21/2014	104	80						0	-4
56	X	OPENHEIMER DEVELOPING	6833974505		5/25/2012	7/10/2013	441	419						0	18
57	X	PISCO TOTAL RET FD-INST #	69339390700		8/1/2012	2/7/2013	650	665						0	-5
58	X	PISCO FOREIGN BD FD USD	69339390882		11/19/2012	2/7/2013	2,025	2,100						0	3
59	X	PISCO TOTAL RET FD-INST #	69339390700		5/10/2012	2/7/2013	100	100						0	0
60	X	PISCO TOTAL RET FD-INST #	69339390700		5/10/2012	5/7/2013	136	135						0	0
61	X	PISCO TOTAL RET FD-INST #	69339390700		5/10/2012	7/10/2013	76	80						0	-4
62	X	PISCO TOTAL RET FD-INST #	69339390700		10/31/2012	7/10/2013	361	343						0	0
63	X	PISCO FOREIGN BD FD USD	69339390882		8/1/2012	2/7/2013	129	121						0	8
64	X	ROBECO BP LINC SHORT RET	749259581		8/1/2012	7/10/2013	63	60						0	0
65	X	ROBECO BP LINC SHORT RET	749259581		7/1/2012	1/21/2014	274	253						0	21
66	X	HARBOR CAPITAL APRCTN	411511504		7/13/2011	1/21/2014	118	83						0	35
67	X	RIDGEWORTH SEXI HY BD-I #	7662817645		7/12/2013	1/21/2014	516	526						0	-10
68	X	RIDGEWORTH SEXI HY BD-I #	7662817645		10/11/2013	1/21/2014	79	80						0	-1

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

Long Term CG Distributions		Short Term CG Distributions		Amount		Capital Gains/Losses						Cost, Other Basis and Expenses		Net Gain or Loss			
						Gross Sales		25,212		0		24,050		0		1,162	
						Gross Sales		25,212		0		Expense of Sales and Cost of Improvements		Depreciation		Adjustments	
Check "X" to include in Part IV	Description	CLUSIP #	Purchaser	Check "X" if Purchaser is a Business		Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method					Net Gain or Loss	
69 X RIDGEWORTH SIXY BD-#	7682675645					7/13/2011		1/21/2014	598	607	607				0	-9	
70 X SPDR DJ WILSHIRE INTERNA	78465X863					7/13/2011		5/7/2013	231	199	199				0	32	
71 X VANGUARD FTSE EMERGING	922042958					8/11/2011		10/9/2013	164	189	189				0	-25	
72 X VANGUARD FTSE EMERGING	922042958					5/7/2013		10/9/2013	82	89	89				0	-7	
73 X VANGUARD FTSE EMERGING	922042958					12/17/2010		1/09/2013	123	141	141				0	-18	
74 X VANGUARD FTSE EMERGING	922042958					12/17/2010		1/21/2014	904	1084	1084				0	-180	
75 X VANGUARD FTSE EMERGING	922042958					8/10/2011		1/21/2014	550	571	571				0	-21	
76 X VANGUARD FTSE EMERGING	922042958					5/8/2012		1/21/2014	157	164	164				0	-7	
77 X VANGUARD FTSE EMERGING	922042958					8/8/2012		1/21/2014	79	82	82				0	-3	
78 X VANGUARD FTSE EMERGING	922042958					2/7/2013		1/21/2014	354	396	396				0	-42	
79 X VANGUARD FTSE EMERGING	922042958					1/15/2011		1/21/2014	79	93	93				0	-14	
80 X VANGUARD FTSE EMERGING	922042958					7/10/2013		1/21/2014	354	344	344				0	10	
81 X RIDGEWORTH SIXY BD-#	7682675645					7/13/2011		2/7/2013	448	440	440				0	8	
82 X VANGUARD REIT VIPER	92208353					12/17/2010		5/7/2013	152	105	105				0	47	

Part I, Line 16a (990-PF) - Legal Fees

		20	0	0	20
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	LEGAL FEES	20			20

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

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1 TAX PREP FEES	600			600

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

		20	20	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	20	20		

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

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

1	Federal Excise Tax Refund	1	36
2	Total	2	36

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

1	ROUNDING	1	7
2	PY Return of Capital Adjustment	2	19
3	Total	3	26

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

Wells Fargo Bank N.A. Trust Tax							1	1,805	0		
Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
Wells Fargo Bank N.A. Trust Tax	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	1,805		

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

	Date	Amount
1 Credit from prior year return	1	14
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	14

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	16
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	16