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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

OMB No 1545-0052

2013

Open to Public Inspection

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 4/1/2013, and ending 3/31/2014

Name of foundation
SHERMER CHARITABLE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) Room/suite
P O BOX 1501, NJ2-130-03-31

City or town State ZIP code
PENNINGTON NJ 08534-1501

Foreign country name Foreign province/state/county Foreign postal code

A Employer identification number
74-6515281

B Telephone number (see instructions)
609-274-6834

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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) \$ 351,019 **J Accounting method** ☒ Cash ☐ Accrual
☐ Other (specify) _____ (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))				
	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	8,988	8,439		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	26,692			
b Gross sales price for all assets on line 6a	158,416			
7 Capital gain net income (from Part IV, line 2)		26,692		
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	35,680	35,131	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	10,182	2,512		7,670
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)	278	11		
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	10,460	2,523	0	7,670
25 Contributions, gifts, grants paid	38,420			38,420
26 Total expenses and disbursements. Add lines 24 and 25	48,880	2,523	0	46,090
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-13,200			
b Net investment income (if negative, enter -0-)		32,608		
c Adjusted net income (if negative, enter -0-)			0	

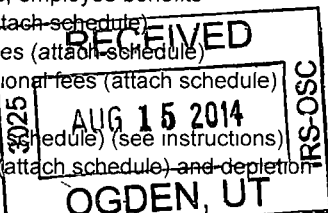
For Paperwork Reduction Act Notice, see instructions.

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HTA

ENVELOPE
POSTMARK DATE AUG 12 2014

SCANNED AUG 29 2014



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		15	36	36
	2	Savings and temporary cash investments		14,717	13,605	13,605
	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)		97,461	75,763	76,394
	b	Investments—corporate stock (attach schedule)		130,915	113,845	154,284
	c	Investments—corporate bonds (attach schedule)		76,935	64,456	68,003
	11	Investments—land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶					
12	Investments—mortgage loans					
13	Investments—other (attach schedule)			38,584	38,697	
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)		320,043	306,289	351,019	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☐					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒					
	27	Capital stock, trust principal, or current funds		320,043	306,289	
	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)		320,043	306,289	
	31	Total liabilities and net assets/fund balances (see instructions)		320,043	306,289	

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	320,043
2	Enter amount from Part I, line 27a	2	-13,200
3	Other increases not included in line 2 (itemize) ▶ PURCHASE OF ACCRUED INTEREST C/O FROM	3	6
4	Add lines 1, 2, and 3	4	306,849
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	560
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	306,289

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SHERMER CHARITABLE FOUNDATION

74-6515281

Page **3****Part IV Capital Gains and Losses for Tax on Investment Income**

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

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

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	26,692
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	46,945	378,601	0.123996
2011	49,940	398,451	0.125335
2010	53,489	414,830	0.128942
2009	56,705	436,335	0.129957
2008	56,999	497,263	0.114625

2 Total of line 1, column (d)	2	0.622855
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	0.124571
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	362,919
5 Multiply line 4 by line 3	5	45,209
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	326
7 Add lines 5 and 6	7	45,535
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	46,090

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	1		326
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2		0
3	Add lines 1 and 2	3		326
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		326
6	Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a		266
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		266
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		60
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		0
11	Enter the amount of line 10 to be Credited to 2014 estimated tax ☐ Refunded ☐	11		0

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ MLTC, A DIVISION OF BANK OF AMERICA, N.A. Telephone no ▶ 609-274-6834 Located at ▶ 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ▶ 08534-1501			
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			
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? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ 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)? ☐ Yes ☒ 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) ☐ Yes ☒ 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? ☐ Yes ☒ 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? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

- 5a** During the year did the foundation pay or incur any amount to
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No
- Organizations relying on a current notice regarding disaster assistance check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
- If "Yes," attach the statement required by Regulations section 53.4945–5(d) N/A
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
- 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? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b	N/A	
6b		X
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
MERRILL LYNCH TRUST COMPANY	CO-TRUSTEE	2 00	6,280	
P O Box 1501, NJ2-130-03-31 Pennington, NJ 08534-				
LINDA BETH VITALE	CO-TRUSTEE	3 00	3,902	
1226 Baypoint Court Longwood, FL 32750				

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 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	350,906
b	Average of monthly cash balances	1b	17,540
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	368,446
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	368,446
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	5,527
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	362,919
6	Minimum investment return. Enter 5% of line 5	6	18,146

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	18,146
2a	Tax on investment income for 2013 from Part VI, line 5	2a	326	
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b	2c		326
3	Distributable amount before adjustments. Subtract line 2c from line 1	3		17,820
4	Recoveries of amounts treated as qualifying distributions	4		
5	Add lines 3 and 4	5		17,820
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		17,820

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	46,090
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	46,090
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	326
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	45,764

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				17,820
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008	32,334			
b From 2009	35,068			
c From 2010	33,205			
d From 2011	30,547			
e From 2012	28,547			
f Total of lines 3a through e	159,701			
4 Qualifying distributions for 2013 from Part XII, line 4 a \$ 46,090				
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				17,820
e Remaining amount distributed out of corpus	28,270			
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	187,971			
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				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)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	32,334			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	155,637			
10 Analysis of line 9				
a Excess from 2009	35,068			
b Excess from 2010	33,205			
c Excess from 2011	30,547			
d Excess from 2012	28,547			
e Excess from 2013	28,270			

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

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

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

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

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

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

NONE

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

NONE

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

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

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

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

- c** Any submission deadlines

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

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

Recipient Name and address (home or business)	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
a Paid during the year See Attached Statement				
Total				3a 38,420
b Approved for future payment NONE				
Total				3b 0

SHERMER CHARITABLE FOUNDATION

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

Recipient(s) paid during the year

Name

FL SHERIFFS YOUTH RANCHS, INC

Street

PO BOX 2000

City

BOYS RANCH

State

FL

Zip Code

32064

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

7,684

Name

SALVATION ARMY, INC

Street

1424 NE EXPRESS WAY

City

ATLANTA

State

GA

Zip Code

30329

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

3,842

Name

HOSPICE OF FL SUNSET COAST

Street

5771 ROOSEVELT BLVD

City

CLEARWATER

State

FL

Zip Code

33760

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

11,526

Name

MORTON PLANT MEASE HCFDN

Street

1200 DRUID ROAD

City

SOUTH CLEARWATER

State

FL

Zip Code

33756

Foreign Country**Relationship**

NONE

Foundation Status

SO I

Purpose of grant/contribution

GENERAL OPERATING

Amount

7,684

Name

HOMELESS EMERGENCY PROJECT, INC - EVERYBODY'S TABERNACLE

Street

1120 N BETTY LN

City

CLEARWATER

State

FL

Zip Code

33755

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

7,684

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

Amount

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

Long Term CG Distributions	7
Short Term CG Distributions	

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

Amount										Totals		Net Gain or Loss					
Long Term CG Distributions										Capital Gains/Losses		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Short Term CG Distributions										Other sales		158,416		131,724		26,892	
7										0		0		0		0	
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss			
137	X MICROSOFT CORP	594918104			11/9/2008		8/8/2013	676	607					0	69		
138	X MICROSOFT CORP	594918104			11/9/2009		1/16/2014	691	550					0	141		
139	X NETAPP INC	64110D104			8/8/2013		1/16/2014	305	297					0	8		
140	X NEW NEWS CORP LLC SHS	65248B109			10/4/2012		7/18/2013	12	9					0	3		
141	X NEW NEWS CORP LLC SHS	65248B109			10/4/2012		7/18/2013	124	92					0	32		
142	X NEW NEWS CORP LLC SHS	65248B109			8/30/2010		7/18/2013	387	144					0	243		
143	X NEW NEWS CORP LLC SHS	65248B109			8/30/2010		7/18/2013	62	23					0	39		
144	X NIKE INC CL B	654106103			12/11/2012		9/19/2013	546	397					0	149		
145	X NIKE INC CL B	654106103			12/11/2012		9/19/2013	70	50					0	20		
146	X NIKE INC CL B	654106103			12/11/2012		9/19/2013	629	447					0	182		
147	X NIKE INC CL B	654106103			12/12/2012		9/20/2013	551	398					0	153		
148	X NIKE INC CL B	654106103			12/12/2012		9/20/2013	895	647					0	248		
149	X ORACLE CORP \$0.01 DEL	68388X105			11/1/2012		1/16/2014	115	84					0	31		
150	X ORACLE CORP \$0.01 DEL	68388X105			10/31/2012		1/16/2014	607	655					0	152		
151	X PACKAGING CORP AMERICA	695156109			2/20/2013		1/16/2014	523	319					0	204		
152	X PRIZER INC	717081103			8/14/2012		1/16/2014	936	724					0	212		
153	X PRIZER INC	717081103			8/13/2012		1/16/2014	343	262					0	81		
154	X PHILIP MORRIS INTL INC	718172109			10/17/2011		1/16/2014	1,087	878					0	209		
155	X RAYTHEON CO DELAWARE N	755111507			5/30/2006		10/21/2013	752	453					0	299		
156	X RAYTHEON CO DELAWARE N	755111507			5/30/2006		10/22/2013	908	544					0	364		
157	X RAYTHEON CO DELAWARE N	755111507			5/30/2006		10/23/2013	77	45					0	32		
158	X RAYTHEON CO DELAWARE N	755111507			4/24/2009		10/23/2013	1,075	615					0	460		
159	X REGIONS FINL CORP	7591EP100			10/10/2013		1/16/2014	334	307					0	27		
160	X ROSS STORES INC COM	778296103			10/20/2008		1/16/2014	648	133					0	515		
161	X SCHLUMBERGER LTD	806857108			10/10/2013		1/16/2014	531	533					0	-2		
162	X SUNCOR ENERGY INC NEW	867224107			1/14/2013		1/16/2014	238	242					0	-4		
163	X SUNCOR ENERGY INC NEW	867224107			1/14/2013		1/16/2014	443	447					0	-4		
164	X SUNTRUST BKS INC COM	867914103			1/14/2013		1/16/2014	530	395					0	135		
165	X TRW AUTOMOTIVE HLDGS OF	87264S106			2/20/2013		1/16/2014	447	365					0	82		
166	X TERADATA CORP DEL	88076W103			11/13/2012		1/16/2014	423	581					0	-158		
167	X TERADATA CORP DEL	88076W103			11/15/2012		2/26/2014	139	187					0	-48		
168	X TERADATA CORP DEL	88076W103			1/14/2013		2/26/2014	46	68					0	-20		
169	X TERADATA CORP DEL	88076W103			11/14/2012		2/26/2014	603	836					0	-233		
170	X TERADATA CORP DEL	88076W103			1/15/2013		2/27/2014	183	264					0	-81		
171	X UNITED CONTL HLDGS INC	910047109			1/14/2013		1/16/2014	280	163					0	117		
172	X UNITED CONTL HLDGS INC	910047109			1/14/2013		1/16/2014	47	26					0	21		
173	X UNITED CONTL HLDGS INC	910047109			1/16/2013		3/14/2014	402	236					0	166		
174	X UNITED CONTL HLDGS INC	910047109			1/15/2013		3/14/2014	983	571					0	412		
175	X UNITED CONTL HLDGS INC	910047109			1/14/2013		3/14/2014	45	27					0	18		
176	X U.S. TREASURY BOND	912810FT0			6/24/2009		1/16/2014	1,140	1,012					0	128		
177	X U.S. TREASURY NOTE	912828LK4			2/16/2011		6/6/2013	1,027	1,008					0	19		
178	X U.S. TREASURY NOTE	912828LK4			9/17/2009		6/6/2013	3,080	2,994					0	86		
179	X U.S. TREASURY NOTE	912828NT3			2/16/2011		3/4/2014	1,038	923					0	115		
180	X U.S. TREASURY NOTE	912828NT3			10/28/2010		3/4/2014	3,115	2,985					0	130		
181	X U.S. TREASURY NOTE	912828NZ9			2/16/2011		6/27/2013	957	957					0	0		
182	X U.S. TREASURY NOTE	912828NZ9			10/28/2010		6/27/2013	3,054	3,001					0	53		
183	X U.S. TREASURY NOTE	912828PA2			8/2/2012		3/4/2014	4,125	4,174					0	-49		
184	X U.S. TREASURY NOTE	912828RF0			5/27/2011		6/27/2013	3,113	3,027					0	86		
185	X U.S. TREASURY NOTE	912828RC6			10/26/2012		5/13/2013	3,127	3,133					0	-6		
186	X U.S. TREASURY NOTE	912828RC6			8/25/2011		5/13/2013	4,169	3,961					0	208		
187	X U.S. TREASURY NOTE	912828RM4			11/17/2011		3/4/2014	6,067	6,021					0	46		
188	X U.S. TREASURY NOTE	912828SF8			2/27/2012		1/16/2014	959	1,006					0	-47		
189	X UNITED HEALTH GROUP INC	91324P102			1/9/2014		1/16/2014	145	152					0	-7		
190	X VALERO ENERGY CORP NEW	91913Y100			11/14/2011		1/16/2014	858	382					0	476		
191	X VERIZON COMMUNICATNS CI	92343V104			2/14/2012		4/25/2013	53	38					0	15		
192	X VERIZON COMMUNICATNS CI	92343V104			2/14/2012		5/12/2013	318	228					0	90		
193	X VERIZON COMMUNICATNS CI	92343V104			5/8/2012		5/2/2013	839	651					0	188		
194	X VERIZON COMMUNICATNS CI	92343V104			2/14/2012		5/2/2013	157	114					0	43		
195	X VERIZON COMMUNICATNS CI	92343V104			5/7/2012		5/2/2013	472	365					0	107		
196	X ALLEGION PLC SHS	G0176J109			11/13/2012		12/10/2013	126	85					0	41		
197	X ALLEGION PLC SHS	G0176J109			11/14/2012		12/10/2013	211	140					0	71		
198	X ALLEGION PLC SHS	G0176J109			11/15/2012		12/11/2013	296	195					0	101		
199	X ALLEGION PLC SHS	G0176J109			11/14/2012		12/11/2013	85	56					0	29		
200	X INGERSOLL-RAND PLC	G47791101			11/14/2012		1/16/2014	63	36					0	27		
201	X INGERSOLL-RAND PLC	G47791101			11/13/2012		1/16/2014	694	404					0	290		
202	X VERIZON COMMUNICATNS CI	92343V104			2/13/2012		4/25/2013	897	650					0	247		
203	X VERIZON COMMUNICATNS CI	92343V104			7/28/2009		5/7/2013	689	381					0	308		

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

		278	11	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	11	11		
2	PRIOR YEAR EXCISE TAX DUE	1			
3	ESTIMATED TAX PAYMENT	266			

Part II, Line 10a (990-PF) - Investments - U.S. and State Government Obligations

		Federal		State/Local													
		97,461		0		75,763		0		0		0		0		76,394	
		State/Local															
Description		Num Shares/ Face Value		Book Value Beg. of Year		Book Value End of Year		FMV Beg. of Year		FMV End of Year		State/Local Obligation					
1						0											
2	FEDERAL NATL MTG ASSOC			0		7,262				7,265							
3	FEDERAL HOME LN MTG CORP			0		8,021				7,971							
4	FEDERAL NATL MTG ASSOC			0		8,127				9,060							
5	U S TREASURY BOND			0		6,098				7,042							
6	U S TREASURY BOND 3 125% FEB 15 20			0		12,264				11,108							
7	U S TREASURY NOTE			0		7,082				7,584							
8	U S TREASURY NOTE			0		4,026				4,126							
9	U S TREASURY NOTE 2 000% FEB 15 20			0		22,883				22,238							

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		130,915		113,845		0		154,284
Description		Num Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year		
1								
2	AETNA INC	0		1,656		1,874		
3	AGILENT TECHNOLOGIES INC	0		1,304		1,957		
4	AMERICAN INTERNATIONAL	0		1,714		2,500		
5	AMGEN INC	0		1,390		2,467		
6	APPLE COMPUTER INC COM	0		4,021		3,757		
7	APPLIED MATERIALS INC	0		1,530		2,123		
8	BP P L C SPONS ADR	0		1,520		1,491		
9	BIOMERIE INC	0		2,034		2,447		
10	BORG WARNER INC	0		1,452		1,844		
11	CVS CORP	0		2,958		4,641		
12	CHEVRONTXACO CORP	0		624		1,546		
13	CISCO SYS INC	0		3,033		2,757		
14	CITIGROUP INC COM NEW	0		2,917		4,474		
15	COCA-COLA CO USD	0		1,326		1,353		
16	COMCAST CORP NEW CL A	0		3,325		4,554		
17	DELTA AIR LINES INC	0		1,580		1,594		
18	INGERSOLL-RAND PLC	0		1,411		2,232		
19	DISNEY (WALT) COMPANY HOLDING CO	0		1,986		3,203		
20	DISCOVER FINL SVCS	0		1,564		2,851		
21	DOVER CORPORATION	0		619		1,635		
22	DOW CHEMICAL COMPANY COMMON	0		1,864		2,187		
23	DR PEPPER SNAPPLE GROUP	0		1,131		1,579		
24	EMC CORP(MASS) USD 0.01	0		2,749		2,933		
25	EXXON MOBIL CORP	0		1,588		1,856		
26	GENERAL ELECTRIC CO	0		1,431		1,398		
27	GENWORTH FINL INC	0		1,537		1,631		
28	GOLDMAN SACHS GROUP INC	0		1,584		2,130		
29	GOOGLE INC	0		3,664		6,687		
30	HALLIBURTON COMPANY COM	0		1,753		2,238		
31	INTERNATIONAL PAPER COMPANY COMM	0		1,302		1,606		
32	J P MORGAN CHASE & CO	0		2,817		4,675		
33		0		122		316		
34	LOWES COMPANIES INC COM	0		2,954		3,716		
35	MASTERCARD INC	0		2,914		4,482		
36	MCKESSON CORPORATION	0		633		2,649		
37	MEDTRONIC INC	0		1,661		1,846		
38	MERCK AND CO INC SHS	0		3,514		4,712		
39	MICROSOFT CORP COM	0		3,439		4,632		
40	NETAPP INC	0		1,532		1,328		
41	ORACLE CORPORATION	0		2,264		2,946		
42	PACKAGING CORP AMER	0		1,289		2,181		
43	PARKER HANNIFIN CORP	0		1,775		1,796		
44	PFIZER INC COM	0		3,220		4,272		
45	PHILIP MORRIS INTL INC	0		3,126		3,439		
46	REGIONS FINL CORP NEW	0		1,513		1,744		

Part II, Line 10b (990-PF) - Investments - Corporate Stock

	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
47	ROSS STORES INC	0		457		2,219
48	SCHLUMBERGER LIMITED COM	0		3,326		3,608
49	SUNCOR ENERGY INC NEW	0		2,691		2,762
50	SUNTRUST BANKS INC	0		1,362		1,910
51	TRW AUTOMOTIVE HLDGS CORP	0		1,158		1,632
52	US BANCORP DEL	0		2,977		3,815
53	UNITED CONTL HLDGS INC	0		845		1,517
54	UNITED HEALTH GROUP INC	0		1,749		1,886
55	UNIVERSAL HEALTH SVCS INC CL B	0		1,704		1,641
56	VALERO ENERGY CORP NEW	0		1,340		3,505
57	WESTERN DIGITAL CORP	0		1,508		1,653
58	WHIRLPOOL CORPORATION COM	0		1,503		1,644
59	3M CO	0		2,911		4,341
60	TRAVELERS COS INC	0		974		1,872

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

		76,935		64,456		0		68,003	
Description		Interest Rate	Maturity Date	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year		
1									
2	APPLE INC			0	7,825		7,418		
3	CISCO SYSTEMS INC			0	5,937		6,751		
4	CITIGROUP INC			0	3,829		4,238		
5	CREDIT SUISSE FIRST BOSTON USA			0	4,891		5,172		
6	AT&T INC			0	5,976		6,770		
7	GOLDMAN SACHS GROUP INC			0	6,840		7,528		
8	JPMORGAN CHASE & CO			0	7,024		7,147		
9	SHELL INTERNATIONAL FIN			0	6,964		7,726		
10	VERIZON COMMUNICATIONS			0	7,124		7,300		
11	WELLS FARGO & COMPANY			0	4,014		3,962		
12	WELLS FARGO & COMPANY			0	4,032		3,991		

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

		0	38,584	38,697
Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year
1				FMV End of Year
2	BLACKROCK STRATEGIC		0	38,697

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

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

1	PURCHASE OF ACCRUED INTEREST C/O FROM PRIOR YR	1	6
2	Total	2	6

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

1	BOND AMORTIZATION	1	550
2	COST BASIS ADJUSTMENT	2	10
3	3	3	
4	Total	4	560

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

[illegible]

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

Long Term CG Distributions		Amount	7	0	158,409	7	131,731	26,685	0	Adjusted Basis as of 12/31/169	Excess of FMV Over Adj Basis	0	26,685	Gains Minus Excess of FMV Over Adjusted Basis or Losses	26,685
Short Term CG Distributions		Amount	7	0	158,409	7	131,731	26,685	0	Adjusted Basis as of 12/31/169	Excess of FMV Over Adj Basis	0	26,685	Gains Minus Excess of FMV Over Adjusted Basis or Losses	26,685
Description of Property Sold		CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F.M.V. as of 12/31/169	Excess of FMV Over Adj Basis	0	Gains Minus Excess of FMV Over Adjusted Basis or Losses	26,685
85	MCKESSON CORPORATION COM	581550103		3/1/2012	1/9/2014	700			346					354	354
86	BRANDS INC	501787104		6/1/2012	4/29/2013	50			25					25	25
87	BRANDS INC	501787104		8/2/2010	4/29/2013	901			461					440	440
88	BRANDS INC	501787104		8/2/2010	4/29/2013	499			256					243	243
89	LOWE'S COMPANIES INC	548651107		4/29/2013	1/16/2014	618			652					165	165
90	MARATHON OIL CORP	555849106		2/20/2013	1/16/2014	340			352					12	12
91	MARATHON OIL CORP	555849106		2/22/2013	3/14/2014	114			178					62	62
92	MARATHON OIL CORP	555849106		2/21/2013	3/14/2014	228			240					11	11
93	MARATHON OIL CORP	555849106		2/20/2013	3/14/2014	33			35					2	2
94	WASTECARD INC	576960104		12/1/2012	1/16/2014	1649			964					685	685
95	MCKESSON CORPORATION COM	581550103		3/14/2012	1/9/2014	875			433					442	442
96	MCKESSON CORPORATION COM	581550103		3/14/2012	1/9/2014	175			87					88	88
97	INTL PAPER CO	460146103		10/22/2012	1/16/2014	342			263					79	79
98	JP MORGAN CHASE & CO	46625H100		6/1/2012	1/16/2014	475			268					207	207
99	JP MORGAN CHASE & CO	46625H100		6/13/2012	1/16/2014	178			103					75	75
100	JP MORGAN CHASE & CO	46625H100		6/13/2012	1/16/2014	297			172					125	125
101	JP MORGAN CHASE & CO	46625H100		6/12/2012	1/16/2014	475			267					208	208
102	KLA TENCOR CORP PV30 001	482480100		8/28/2012	5/23/2013	384			360					24	24
103	KLA TENCOR CORP PV30 001	482480100		8/28/2012	5/24/2013	109			103					6	6
104	KLA TENCOR CORP PV30 001	482480100		8/29/2012	5/24/2013	273			261					12	12
105	KLA TENCOR CORP PV30 001	482480100		8/30/2012	5/28/2013	334			307					27	27
106	KLA TENCOR CORP PV30 001	482480100		8/29/2012	5/28/2013	56			52					4	4
107	FEDERAL ELECTRIC	3137EADH9		1/18/2013	1/16/2014	996			1003					7	7
108	GENWORTH FINL INC COM	369504103		1/14/2013	1/16/2014	217			212					5	5
109	GENWORTH FINL INC COM	369504103		1/9/2013	3/4/2014	435			399					36	36
110	GENWORTH FINL INC COM	37247D106		1/9/2014	1/16/2014	180			184					0	0
111	GOLDMAN SACHS GROUP INC	38141C104		9/25/2012	10/10/2013	182			139					489	489
112	GOLDMAN SACHS GROUP INC	38141C104		9/25/2012	10/10/2013	175			116					59	59
113	HALLIBURTON COMPANY	406216101		8/8/2013	1/16/2014	404			369					35	35
114	INTL BUSINESS MACHINES	452000101		2/22/2013	8/6/2013	940			1001					61	61
115	INTL BUSINESS MACHINES	452000101		2/21/2013	8/6/2013	188			199					11	11
116	INTL BUSINESS MACHINES	452000101		2/20/2013	8/6/2013	376			401					25	25
117	INTL PAPER CO	460146103		1/21/2012	10/10/2013	1051			916					135	135
118	INTL PAPER CO	460146103		1/14/2013	10/10/2013	745			691					54	54
119	TERADATA CORP DEL	88076W103		1/14/2013	2/27/2014	367			527					160	160
120	3M COMPANY	88579Y101		6/25/2012	1/16/2014	138			86					52	52
121	3M COMPANY	88579Y101		6/27/2012	1/16/2014	176			175					101	101
122	3M COMPANY	88579Y101		6/26/2012	1/16/2014	827			517					310	310
123	TIME WARNER CABLE INC	88732J207		9/19/2012	6/5/2013	285			278					7	7
124	TIME WARNER CABLE INC	88732J207		9/17/2012	6/5/2013	190			185					5	5
125	MICROSOFT CORP	594918104		1/14/2003	8/6/2013	870			707					163	163
126	TIME WARNER CABLE INC	88732J207		9/19/2012	6/4/2013	381			370					11	11
127	TIME WARNER CABLE INC	88732J207		9/19/2012	6/5/2013	374			372					2	2
128	TIME WARNER CABLE INC	88732J207		9/20/2012	8/6/2013	282			280					0	0
129	MCKESSON CORPORATION COM	581550103		3/9/2009	1/16/2014	504			117					387	387
130	MCKESSON CORPORATION COM	581550103		3/9/2009	3/14/2014	728			156					572	572
131	MEDTRONIC INC COM	585055106		8/5/2013	1/16/2014	296			277					19	19
132	GOLDMAN SACHS GROUP INC	38141C104		12/1/2012	1/16/2014	350			239					112	112
133	GOOGLE INC CL A	38259P508		6/26/2012	1/16/2014	1154			564					590	590
134	MERCK AND CO INC SHS	58933Y105		6/25/2012	1/16/2014	210			160					50	50
135	MERCK AND CO INC SHS	58933Y105		6/27/2012	1/16/2014	210			163					47	47
136	MERCK AND CO INC SHS	58933Y105		6/26/2012	1/16/2014	893			882					211	211
137	MICROSOFT CORP	594918104		1/19/2009	8/6/2013	676			607					69	69
138	MICROSOFT CORP	594918104		1/19/2009	1/16/2014	691			550					141	141
139	NETAPP INC	64110D104		8/8/2013	1/16/2014	305			297					8	8
140	NEW NEWS CORP LLC SHS	65249B109		10/4/2012	1/16/2014	12			9					3	3
141	NEW NEWS CORP LLC SHS	65249B109		10/4/2012	1/16/2014	124			92					32	32
142	NEW NEWS CORP LLC SHS	65249B109		8/30/2010	1/16/2014	387			144					243	243
143	NEW NEWS CORP LLC SHS	65249B109		8/31/2010	1/16/2014	62			23					39	39
144	NIKE INC CL B	554106103		12/1/2012	9/16/2013	546			397					149	149
145	NIKE INC CL B	554106103		12/1/2012	9/16/2013	70			50					20	20
146	NIKE INC CL B	554106103		12/1/2012	9/16/2013	551			447					182	182
147	NIKE INC CL B	554106103		12/1/2012	9/23/2013	895			398					153	153
148	NIKE INC CL B	554106103		10/31/2012	1/16/2014	115			647					248	248
149	ORACLE CORP \$0.01 DEL	6839X105		10/31/2012	1/16/2014	807			655					21	21
150	ORACLE CORP \$0.01 DEL	6839X105		2/20/2013	1/16/2014	523			319					152	152
151	PACKAGING CORP AMERICA	717081103		8/14/2012	1/16/2014	936			724					204	204
152	PFIZER INC	717081103		8/13/2012	1/16/2014	343			262					212	212
153	PFIZER INC	717081103		10/17/2011	1/16/2014	1087			878					81	81
154	PHILIP MORRIS INTL INC	718172109		5/30/2006	10/22/2013	908			453					209	209
155	RAYTHEON CO DELAWARE NEW	755111507		5/30/2006	10/22/2013	1075			615					32	32
156	RAYTHEON CO DELAWARE NEW	755111507		4/24/2009	10/23/2013	334			307					460	460
157	RAYTHEON CO DELAWARE NEW	755111507		10/10/2013	1/16/2014	175			133					515	515
158	REGIONS FINL CORP	778296103		10/20/2008	1/16/2014	648			133					27	27
159	ROSS STORES INC COM	778296103		10/19/2013	1/16/2014	531			533					0	0
160	SCHLUMBERGER LTD	806857108		1/14/2013	1/16/2014	238			242					4	4
161	SUNCOR ENERGY INC NEW	867224107		1/14/2013	1/16/2014	443			447					0	0
162	SUNCOR ENERGY INC NEW	867224107		1/14/2013	1/16/2014	530			395					135	135
163	SUNTRUST BKS INC COM	867914103		2/20/2013	1/16/2014	447			365					82	82
164	SUNTRUST BKS INC COM	867914103		1/11/2012	1/16/2014	423			381					158	158
165	TRW AUTOMOTIVE HDGS CRP	872645106		1/11/2012	2/26/2014	139			187					48	48
166	TERADATA CORP DEL	88076W103		1/11/2012	2/26/2014	46			66					20	20
167	TERADATA CORP DEL	88076W103		1/14/2013	2/26/2014	46			66					0	0
168	TERADATA CORP DEL	88076W103		1/14/2013	2/26/2014	46			66					0	0

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

Long Term CG Distributions										Short Term CG Distributions										Amount			
																				7	0		
Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	0	0	25 685	131 731	26 685	0	0	0	0	0	26 685
169 TERADATA CORP DEL	88076V103		1/14/2012	2/26/2014	603		0	836	-233	0	0	0	-233										-233
170 TERADATA CORP DEL	88076V103		1/15/2013	2/27/2014	183		0	264	-81	0	0	0	-81										-81
171 UNITED CONTL HLDGS INC	910047109		1/14/2013	1/16/2014	280		0	163	-117	0	0	0	-117										-117
172 UNITED CONTL HLDGS INC	910047109		1/14/2013	1/16/2014	47		0	26	-21	0	0	0	-21										-21
173 UNITED CONTL HLDGS INC	910047109		1/16/2013	3/14/2014	402		0	235	166	0	0	0	166										166
174 UNITED CONTL HLDGS INC	910047109		1/15/2013	3/14/2014	983		0	571	412	0	0	0	412										412
175 UNITED CONTL HLDGS INC	910047109		1/14/2013	3/14/2014	45		0	27	18	0	0	0	18										18
176 U S TREASURY BOND	912810FT0		6/24/2009	1/16/2014	1 140		0	1 012	-128	0	0	0	-128										-128
177 U S TREASURY NOTE	912828LK4		2/16/2011	6/6/2013	1 027		0	1 008	19	0	0	0	19										19
178 U S TREASURY NOTE	912828LK4		9/17/2009	6/6/2013	3 080		-	2 994	86	0	0	0	86										86
179 U S TREASURY NOTE	912828NT3		2/16/2011	3/4/2014	1 038		0	923	115	0	0	0	115										115
180 U S TREASURY NOTE	912828NT3		10/28/2010	3/4/2014	3 115		0	2 985	130	0	0	0	130										130
181 U S TREASURY NOTE	912828NZ9		2/16/2011	6/27/2013	1 018		0	957	61	0	0	0	61										61
182 U S TREASURY NOTE	912828NZ9		10/28/2010	6/27/2013	3 054		0	3 001	53	0	0	0	53										53
183 U S TREASURY NOTE	912828PA2		8/27/2012	3/4/2014	4 125		0	4 174	-49	0	0	0	-49										-49
184 U S TREASURY NOTE	912828QF0		5/27/2011	6/27/2013	3 113		0	3 027	86	0	0	0	86										86
185 U S TREASURY NOTE	912828RC6		10/26/2012	5/13/2013	3 127		0	3 133	-6	0	0	0	-6										-6
186 U S TREASURY NOTE	912828RC6		8/25/2011	5/13/2013	4 069		0	3 961	208	0	0	0	208										208
187 U S TREASURY NOTE	912828RM4		1/17/2011	3/4/2014	6 057		0	6 021	46	0	0	0	46										46
188 U S TREASURY NOTE	912828SF8		2/27/2012	1/16/2014	959		0	1 005	-47	0	0	0	-47										-47
189 UNITEDHEALTH GROUP INC	91324F102		1/9/2014	1/16/2014	145		0	152	-7	0	0	0	-7										-7
190 VALERO ENERGY CORP NEW	91913Y100		1/14/2011	1/16/2014	858		0	382	476	0	0	0	476										476
191 VERIZON COMMUNICATNS COM	92333V104		2/14/2012	4/25/2013	53		0	38	15	0	0	0	15										15
192 VERIZON COMMUNICATNS COM	92333V104		2/14/2012	5/7/2013	318		0	228	90	0	0	0	90										90
193 VERIZON COMMUNICATNS COM	92333V104		5/8/2012	5/2/2013	839		0	651	188	0	0	0	188										188
194 VERIZON COMMUNICATNS COM	92333V104		2/14/2012	5/2/2013	157		0	114	43	0	0	0	43										43
195 VERIZON COMMUNICATNS COM	92333V104		5/7/2012	5/2/2013	472		0	365	107	0	0	0	107										107
196 ALLEGION PLC SHS	G0176J109		1/13/2012	12/10/2013	126		0	85	41	0	0	0	41										41
197 ALLEGION PLC SHS	G0176J109		1/14/2012	12/10/2013	211		0	140	71	0	0	0	71										71
198 ALLEGION PLC SHS	G0176J109		1/15/2012	12/11/2013	256		0	195	101	0	0	0	101										101
199 ALLEGION PLC SHS	G0176J109		1/14/2012	12/11/2013	85		0	56	29	0	0	0	29										29
200 INGERSOLL-RAND PLC	G4779J101		1/14/2012	1/16/2014	63		0	36	27	0	0	0	27										27
201 INGERSOLL-RAND PLC	G4779J101		1/15/2012	1/16/2014	894		0	404	290	0	0	0	290										290
202 VERIZON COMMUNICATNS COM	92333V104		2/13/2012	4/25/2013	897		0	850	247	0	0	0	247										247
203 VERIZON COMMUNICATNS COM	92333V104		7/28/2009	5/7/2013	689		0	381	308	0	0	0	308										308

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

		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
			P O Box 1501, NJ2-130-03-31	Pennington	NJ	08534-1501		CO-TRUSTEE	2.00	6,280		
1	MERRILL LYNCH TRUST COMPA											
2	LINDA BETH VITALE		1226 Baypoint Court	Longwood	FL	32750		CO-TRUSTEE	3.00	3,902		
										10,182	0	0

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

	Date	Amount
1 Credit from prior year return	1	0
2 First quarter estimated tax payment	2	266
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	266