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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	32,142	41,726	41,726
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis ▶			
Less: accumulated depreciation (attach schedule) ▶				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)	1,259,547	1,240,477	1,581,507	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,291,689	1,282,203	1,623,233	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,291,689	1,282,203	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	1,291,689	1,282,203	
	31 Total liabilities and net assets/fund balances (see instructions)	1,291,689	1,282,203	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,291,689
2 Enter amount from Part I, line 27a	2	-10,125
3 Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	1,289
4 Add lines 1, 2, and 3	4	1,282,853
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	650
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,282,203

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

(i) FMV 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	28,966
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }	3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	69,896	1,389,569	0.050300
2011	75,923	1,395,479	0.054406
2010	97,587	1,427,123	0.068380
2009	85,685	1,303,435	0.065738
2008	89,604	1,313,601	0.068212

2 Total of line 1, column (d)	2	0.307036
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	0.061407
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,453,302
5 Multiply line 4 by line 3	5	89,243
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	403
7 Add lines 5 and 6	7	89,646
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	51,041

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1		805
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		805
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		805
6	Credits/Payments:			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	577	
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		577
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		228
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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) NJ		
8b 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 ▶ 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?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

- 5a** During the year did the foundation pay or incur any amount to:
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ 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).
- 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
Wells Fargo Bank N.A. Trust Tax Dept. 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	TRUSTEE	4 00	22,056	

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

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

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

0

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

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

Total number of others receiving over \$50,000 for professional services

**Part IX-A Summary of Direct Charitable Activities**

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

Expenses

1	NONE	
2		
3		
4		

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

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

Amount

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

Total. Add lines 1 through 3



0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,434,411
b	Average of monthly cash balances	1b	41,023
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,475,434
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,475,434
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	22,132
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,453,302
6	Minimum investment return. Enter 5% of line 5	6	72,665

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	72,665
2a	Tax on investment income for 2013 from Part VI, line 5	2a	805
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	805
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	71,860
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	71,860
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	71,860

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	51,041
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	51,041
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	51,041

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				71,860
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				
b From 2009				
c From 2010				
d From 2011				5,160
e From 2012				995
f Total of lines 3a through e	6,155			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 51,041				
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				51,041
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).)	6,155			6,155
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				14,664
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

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

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

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

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

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

NONE

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

NONE

- 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

- c** Any submission deadlines:

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Attached Statement				
Total				3a 44,927
b <i>Approved for future payment</i> NONE				
Total				3b 0

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			14	28,987	
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			18	28,966	
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		57,953	0
13	Total. Add line 12, columns (b), (d), and (e)				13	57,953

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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

Recipient(s) paid during the year

Name

THE CHILDREN'S SEASHORE HOUSE

Street

34TH ST. & CIVIC CENTER BLVD

City

PHILADELPHIA

State

PA

Zip Code

19014-4399

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

22,463

Name

ASSOCIATED SERVICES FOR THE BLIND

Street

919 WALNUT STREET

City

PHILADELPHIA

State

PA

Zip Code

19107

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

11,232

Name

TABOR SERVICES INC.

Street

601 NEW BRITAIN ROAD

City

DOYLESTOWN

State

PA

Zip Code

18901

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

11,232

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Security Type	EIN	CUSIP	Asset Name	FMV	Fed Cost
Invest - Other	23-6609806	04314H204	ARTISAN INTERNATIONAL FUND #661	83912.82	60102.17
Invest - Other	23-6609806	256210105	DODGE & COX INCOME FD COM #147	60569.62	51148.69
Invest - Other	23-6609806	411511504	HARBOR CAPITAL APRCTION-INST #2012	114283.77	75790.21
Invest - Other	23-6609806	589509108	MERGER FD SH BEN INT #260	29085.37	28455.59
Invest - Other	23-6609806	693390700	PIMCO TOTAL RET FD-INST #35	60469.09	56788.45
Invest - Other	23-6609806	693390882	PIMCO FOREIGN BD FD USD H-INST #103	11448.75	10613.79
Invest - Other	23-6609806	77957P105	T ROWE PRICE SHORT TERM BD FD #55	30214.68	30172.08
Savings & Temp Inv	23-6609806	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	39641.36	39641.36
Savings & Temp Inv	23-6609806	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	2085.13	2085.13
Invest - Other	23-6609806	04314H600	ARTISAN MID CAP FUND-INS #1333	52712.65	44043.18
Invest - Other	23-6609806	315920702	FID ADV EMER MKTS INC- CL I #607	22362.73	21845.67
Invest - Other	23-6609806	464287200	ISHARES CORE S & P 500 ETF	35254.44	25543.9
Invest - Other	23-6609806	261980668	DREYFUS INTERNATL BOND FD CL I #6094	11341.12	11307.92
Invest - Other	23-6609806	256206103	DODGE & COX INT'L STOCK FD #1048	85169.15	54122.03
Invest - Other	23-6609806	552983694	MFS VALUE FUND-CLASS I #893	77275.81	54424.65
Invest - Other	23-6609806	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	53932.36	54297.92
Invest - Other	23-6609806	262028855	DRIEHAUS ACTIVE INCOME FUND	37353.86	36608.35
Invest - Other	23-6609806	339128100	JP MORGAN MID CAP VALUE-I #758	54709.91	39676.16
Invest - Other	23-6609806	67065Q772	NUVEEN HIGH YIELD MUNI BD-R #1668	25665.9	25634.7
Invest - Other	23-6609806	63872T885	ASG GLOBAL ALTERNATIVES-Y #1993	53232.84	55262.99
Invest - Other	23-6609806	922908553	VANGUARD REIT VIPER	61488.42	45287.57
Invest - Other	23-6609806	00203H859	AQR MANAGED FUTURES STR-I #15213	21184.2	22021.88
Invest - Other	23-6609806	4812C0803	JPMORGAN HIGH YIELD FUND SS #3580	27067.96	27028.95
Invest - Other	23-6609806	77958B402	T ROWE PRICE INST FLOAT RATE #170	22626.61	22706.31
Invest - Other	23-6609806	683974505	OPPENHEIMER DEVELOPING MKT-Y #788	151476.19	141890.05
Invest - Other	23-6609806	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	61972.21	52807.05
Invest - Other	23-6609806	74925K581	ROBECO BP LNG/SHRT RES-INS	37863.95	35133.37
Invest - Other	23-6609806	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	31298.3	22820.27
Invest - Other	23-6609806	483438305	KALMAR GR W/ VAL SM CAP-INS #4	40399.45	35046.39
Invest - Other	23-6609806	22544R305	CREDIT SUISSE COMM RET ST-I #2156	67932.03	69604.14
Invest - Other	23-6609806	487300808	KEELEY SMALL CAP VAL FD CL I #2251	40803.78	30292.9
Cash	23-6609806			0	0
Cash and Other Equivalents				41,726.49	41,726.49
Other Investments				1,581,506.64	1,240,477.33
Total				1,623,233.13	1,282,203.82

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

Check "X" to include in Part IV		Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals			Capital Gains/Losses			Other sales							
									Amount		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
									Long Term CG Distributions	Short Term CG Distributions	Gross Sales	Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	Gross Sales	656,183	627,217	28,965
1	X	ARTISAN INTERNATIONAL FU	04314H204			8/28/2011		7/10/2013	8,195	6,322							0	1,873				
2	X	ARTISAN INTERNATIONAL FU	04314H204			10/9/2013		1/21/2014	2,754	2,550							0	204				
3	X	ARTISAN MID CAP FUND-INS	04314H600			2/11/2013		4/22/2014	3,679	3,473							0	206				
4	X	ARTISAN MID CAP FUND-INS	04314H600			2/11/2013		4/22/2014	3,788	3,176							0	622				
5	X	CREDIT SUISSE COMM RET S	22544R305			8/28/2011		10/9/2013	13,461	17,250							0	-3,789				
6	X	CREDIT SUISSE COMM RET S	22544R305			8/28/2011		4/22/2014	5,696	7,054							0	-1,158				
7	X	DIAMOND HILL LONG-SHORT	25264S833			10/20/2011		7/10/2013	9,905	7,748							0	2,157				
8	X	DODGE & COX INTL STOCK F	256206103			9/26/2008		7/10/2013	7,031	6,647							384					
9	X	DODGE & COX INTL STOCK F	256206103			9/26/2008		1/21/2014	3,023	2,804							219					
10	X	DODGE & COX INCOME FD C	256210105			2/11/2013		7/10/2013	20,682	21,360							0	-678				
11	X	DODGE & COX INCOME FD C	256210105			9/26/2008		10/9/2013	23,318	23,957							0	-639				
12	X	DODGE & COX INCOME FD C	256210105			9/26/2008		10/9/2013	9,743	8,350							1,393					
13	X	DREYFUS EMG MKT DEBT LO	261980494			10/10/2012		10/10/2013	20,304	20,932							0	-628				
14	X	DREYFUS EMG MKT DEBT LO	261980494			12/17/2010		10/10/2013	1,604	1,618							0	-15				
15	X	DRIEHAUS ACTIVE INCOME F	262028855			2/11/2013		10/9/2013	7,182	7,202							0	-20				
16	X	DRIEHAUS ACTIVE INCOME F	262028855			7/12/2013		10/9/2013	4,085	4,092							0	-7				
17	X	DRIEHAUS ACTIVE INCOME F	262028855			7/12/2013		1/21/2014	8,327	8,273							54					
18	X	EATON VANCE GLOBAL MACH	271923728			8/10/2012		10/9/2013	13,833	14,084							0	-251				
19	X	GATEWAY FUND - Y #1986	367829884			8/10/2012		7/10/2013	35,591	34,781							0	800				
20	X	GATEWAY FUND - Y #1986	367829884			2/11/2013		7/10/2013	15,327	15,146							0	181				
21	X	HARBOR CAPITAL APRCION	411511504			8/28/2011		7/10/2013	29,146	28,920							0	2,226				
22	X	HARBOR CAPITAL APRCION	411511504			8/28/2011		7/10/2013	828	617							211					
23	X	HARBOR CAPITAL APRCION	411511504			8/28/2011		7/10/2013	828	617							0	2,226				
24	X	ISHARES CORE S & P 500 ETF	464287200			8/24/2011		1/21/2014	7,706	6,806							0	900				
25	X	ISHARES CORE S & P 500 ETF	464287200			10/9/2013		7/10/2013	28,187	20,651							0	8,536				
26	X	KEELEY SMALL CAP VAL FD C	487300808			10/9/2013		1/21/2014	2,406	2,167							0	239				
27	X	LAUDUS MONDRIAN INTL F-H	51855Q655			10/20/2011		10/9/2013	22,163	1,802							0	162				
28	X	LAUDUS MONDRIAN INTL F-H	51855Q655			10/20/2011		4/22/2014	3,562	4,011							-2,912					
29	X	LAUDUS MONDRIAN INTL F-H	51855Q655			2/14/2012		4/22/2014	287	308							-449					
30	X	LAUDUS MONDRIAN INTL F-H	51855Q655			7/12/2014		4/22/2014	3,432	3,350							-21					
31	X	LAUDUS MONDRIAN INTL F-H	51855Q655			7/12/2014		4/22/2014	4,228	4,147							0	82				
32	X	MFS VALUE FUND-CLASS I #8	552983694			5/10/2012		7/10/2013	3,158	2,535							0	81				
33	X	MFS VALUE FUND-CLASS I #8	552983694			2/11/2013		7/10/2013	10,597	9,565							0	623				
34	X	MFS VALUE FUND-CLASS I #8	552983694			5/26/2011		7/10/2013	9,871	7,806							0	1,032				
35	X	MFS VALUE FUND-CLASS I #8	552983694			5/29/2013		7/10/2013	4,046	3,699							0	1,865				
36	X	MERGER FD SH BEN INT #260	589509108			7/12/2013		10/9/2013	13,594	13,468							0	347				
37	X	MERGER FD SH BEN INT #260	589509108			10/20/2011		10/9/2013	432	424							0	126				
38	X	ASG GLOBAL ALTERNATIVES	638721885			7/12/2013		1/21/2014	5,966	6,003							8					
39	X	OPPENHEIMER DEVELOPING	683974505			10/9/2013		4/22/2014	3,522	3,452							0	-37				
40	X	PIMCO TOTAL RET FD-INST #	693390700			8/10/2012		7/10/2013	8,558	9,176							0	70				
41	X	PIMCO TOTAL RET FD-INST #	693390700			5/10/2012		7/10/2013	10,445	11,013							0	-618				
42	X	PIMCO TOTAL RET FD-INST #	693390700			6/26/2009		10/9/2013	2,824	2,733							0	-568				
43	X	PIMCO TOTAL RET FD-INST #	693390700			8/26/2011		10/9/2013	6,079	6,163							0	91				
44	X	PIMCO TOTAL RET FD-INST #	693390700			5/10/2012		10/9/2013	4,169	4,334							0	-84				
45	X	PIMCO TOTAL RET FD-INST #	693390700			10/31/2008		10/9/2013	20,654	19,356							0	-165				
46	X	PIMCO FOREIGN BD FD USD	693390882			9/26/2008		10/9/2013	16,793	17,175							0	1,298				
47	X	ROBECO BP LNG/SHRT RES-I	74925K581			10/9/2013		1/21/2014	9,134	8,552							0	1,618				
48	X	RIDGEWORTH SEIX HY BD-I #	76628T645			7/12/2013		1/21/2014	10,541	10,744							0	-203				
49	X	RIDGEWORTH SEIX HY BD-I #	76628T645			8/26/2011		1/21/2014	22,204	21,100							0	582				
50	X	RIDGEWORTH SEIX HY BD-I #	76628T645			8/26/2011		4/22/2014	29,091	27,395							0	-1,104				
51	X	RIDGEWORTH SEIX HY BD-I #	76628T645			10/20/2011		4/22/2014	8,789	8,241							0	1,696				
52	X	T ROWE PRICE SHORT TERM	77957P105			2/11/2013		10/9/2013	30,407	30,724							0	-317				
53	X	T ROWE PRICE SHORT TERM	77957P105			2/14/2012		10/9/2013	43	44							0	-1				
54	X	T ROWE PRICE SHORT TERM	77957P105			2/14/2012		4/22/2014	8,847	8,839							0	-92				
55	X	VANGUARD FTSE EMERGING	922042858			12/17/2010		1/21/2014	30,096	36,091							0	-5,995				
56	X	VANGUARD FTSE EMERGING	922042858			8/24/2012		1/21/2014	4,361	4,619							0	-258				
57	X	VANGUARD FTSE EMERGING	922042858			5/8/2012		1/21/2014	3,222	3,371							0	-149				
58	X	VANGUARD FTSE EMERGING	922042858			8/8/2012		1/21/2014	2,318	2,433							0	-115				
59	X	VANGUARD FTSE EMERGING	922042858			7/7/2013		1/21/2014	11,119	12,445							0	-1,326				
60	X	VANGUARD FTSE EMERGING	922042858			7/7/2013		1/21/2014	4,911	4,777							0	134				
61	X	VANGUARD FTSE EMERGING	922042858			10/9/2013		1/21/2014	14,930	15,622							0	-692				
62	X	VANGUARD REIT VIPER	922908553			10/9/2013		4/22/2014	2,665	2,434							0	231				

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

		600	0	0	600
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

		495	495	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	495	495		

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

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

1	MUTUAL FUND TIMING DIFFERENCE	1	239
2	FEDERAL EXCISE TAX REFUND	2	1,050
3	Total	3	1,289

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

1	COST BASIS ADJUSTMENT	1	107
2	PY RETURN OF CAPITAL ADJUSTMENT	2	543
3	Total	3	650

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

Long Term CG Distributions									
Short Term CG Distributions									
Amount									
18,150									
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	F M V as of 12/31/89
1 ARTISAN INTERNATIONAL FUND #661	04314H204		9/26/2011	7/10/2013	8,195			6,322	10,816
2 ARTISAN INTERNATIONAL FUND #661	04314H204		10/9/2011	12/1/2014	2,754			2,550	1,873
3 ARTISAN MID CAP FUND-INS #1333	04314H600		7/12/2013	4/22/2014	3,679			3,473	204
4 ARTISAN MID CAP FUND-INS #1333	04314H600		2/11/2013	4/22/2014	3,798			3,178	206
5 CREDIT SUISSE COMM RET ST-I #2156	22544R305		8/26/2011	10/9/2013	13,461			17,250	622
6 CREDIT SUISSE COMM RET ST-I #2156	22544R305		8/26/2011	4/22/2014	5,996			7,054	-3,769
7 DIAMOND HILL LONG-SHORT FD CL #1	25264S833		10/20/2011	7/10/2013	9,905			7,748	-1,158
8 DODGE & COX INTL STOCK FD #1048	256206103		9/26/2008	7/10/2013	7,031			6,647	2,157
9 DODGE & COX INTL STOCK FD #1048	256206103		10/9/2013	12/1/2014	3,023			2,804	384
10 DODGE & COX INCOME FD COM #147	256210105		2/11/2013	7/10/2013	20,682			21,360	219
11 DODGE & COX INCOME FD COM #147	256210105		7/12/2013	10/9/2013	23,318			23,967	-678
12 DODGE & COX INCOME FD COM #147	256210105		9/26/2008	10/9/2013	9,743			8,350	-639
13 DREYFUS EMG MKT DEBT LOC CJ-#608	26190A044		8/10/2012	10/10/2013	20,304			20,832	1,393
14 DREYFUS EMG MKT DEBT LOC CJ-#608	26190A044		12/1/2010	10/10/2013	1,604			1,619	-628
15 DRIEHAUS ACTIVE INCOME FUND	26502R855		2/11/2013	10/9/2013	7,182			7,202	-15
16 DRIEHAUS ACTIVE INCOME FUND	26502R855		7/12/2013	10/9/2013	4,065			4,092	-20
17 DRIEHAUS ACTIVE INCOME FUND	26502R855		7/12/2013	12/1/2014	8,327			8,273	-7
18 EATON VANCE GLOBAL MACRO-1 #606	277923728		7/12/2013	10/9/2013	13,613			14,094	54
19 GATEWAY FUND - Y #1986	38763R984		8/10/2012	7/10/2013	35,591			34,791	251
20 GATEWAY FUND - Y #1986	38763R984		2/11/2013	7/10/2013	15,327			15,146	800
21 HARBOR CAPITAL APRTION-INST #20	41151B84		2/11/2013	7/10/2013	29,146			26,920	181
22 HARBOR CAPITAL APRTION-INST #20	41151B84		8/26/2011	7/10/2013	528			817	211
23 HARBOR CAPITAL APRTION-INST #20	41151B84		10/9/2013	12/1/2014	7,709			6,808	900
24 ISHARES CORE S & P 500 ETF	464287200		8/24/2011	7/10/2013	29,187			20,651	8,536
25 KEELEY SMALL CAP VAL FD CL I #2251	48730D088		10/9/2013	12/1/2014	2,408			2,167	239
26 LAUDUS MONDRIAN INTL FINIST #294518550655			10/20/2011	10/9/2013	1,964			1,802	162
27 LAUDUS MONDRIAN INTL FINIST #294518550655			10/20/2011	10/9/2013	22,163			25,075	-2,912
28 LAUDUS MONDRIAN INTL FINIST #294518550655			10/20/2011	10/9/2013	3,562			4,011	-449
29 LAUDUS MONDRIAN INTL FINIST #294518550655			2/14/2012	4/22/2014	287			308	-21
30 LAUDUS MONDRIAN INTL FINIST #294518550655			7/12/2013	4/22/2014	3,432			3,350	82
31 LAUDUS MONDRIAN INTL FINIST #294518550655			12/23/2014	4/22/2014	4,228			4,147	81
32 MFS VALUE FUND-CLASS I #893	55298J3694		5/10/2012	7/10/2013	3,158			2,535	623

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

	Date	Amount
1 Credit from prior year return		1 577
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		7 577

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
1	Wells Fargo Bank N.A. Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	22,056		
										22,056	0	0