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Form **990-PF****Return of Private Foundation**

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2013 or tax year beginning 5/1/2013, and ending 4/30/2014

Name of foundation KROST, J FRED/ANNA PITZL CHAR TR #1			A Employer identification number 41-6258065	
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A - 1 W 4th St 4th Floor MAC D4000-041			B Telephone number (see instructions) (888) 730-4933	
City or town Winston Salem	State NC	ZIP code 27101-3818		
Foreign country name		Foreign province/state/county	Foreign postal code	
G Check all that apply. <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input checked="" type="checkbox"/> Name change			C If exemption application is pending, check here <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 1,886,406		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		
			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	45,625	44,742		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	48,233			
	b Gross sales price for all assets on line 6a 648,815				
	7 Capital gain net income (from Part IV, line 2)		48,233		
	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	93,858	92,975	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	28,533	21,400		7,133
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,051			1,051
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,059	1,059		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	30	5		25
	24 Total operating and administrative expenses. Add lines 13 through 23	30,673	22,464	0	8,209
	25 Contributions, gifts, grants paid	104,737			104,737
26 Total expenses and disbursements. Add lines 24 and 25	135,410	22,464	0	112,946	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-41,552				
b Net investment income (if negative, enter -0-)		70,511			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2013)

HTA

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing		98	98
	2 Savings and temporary cash investments	64,278	56,108	56,108
	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 ▶			
Liabilities	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	1,643,498	1,610,063	1,830,200
	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)	1,707,776	1,666,269	1,886,406
	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"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	1,707,776	1,666,269	
	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)	1,707,776	1,666,269	
	31 Total liabilities and net assets/fund balances (see instructions)	1,707,776	1,666,269	

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	1,707,776
2 Enter amount from Part I, line 27a	2	-41,552
3 Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	1,157
4 Add lines 1, 2, and 3	4	1,667,381
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	1,112
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,666,269

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	48,233
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	91,585	1,822,516	0.050252
2011	90,084	1,827,253	0.049300
2010	61,931	1,793,749	0.034526
2009	43,986	1,645,864	0.026725
2008	60,616	1,612,583	0.037589

2 Total of line 1, column (d)	2	0.198392
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	0.039678
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,873,260
5 Multiply line 4 by line 3	5	74,327
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	705
7 Add lines 5 and 6	7	75,032
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	112,946

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	705	
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	705	
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	705	
6	Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	259	
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	259	
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	446	
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) MN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ WELLS FARGO BANK N A Telephone no ▶ 888-730-4933 Located at ▶ 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ▶ 27101-3818			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No X

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

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

		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) 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
Wells Fargo Bank N.A. Trust Tax Dept. 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	TRUSTEE 4.00	28,533		

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	1,838,644
b	Average of monthly cash balances	1b	63,143
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,901,787
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	1,901,787
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	28,527
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,873,260
6	Minimum investment return. Enter 5% of line 5	6	93,663

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	93,663
2a	Tax on investment income for 2013 from Part VI, line 5	2a	705
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	705
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	92,958
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	92,958
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	92,958

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	112,946
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	112,946
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	705
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	112,241

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				92,958
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			80,547	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 112,946				
a Applied to 2012, but not more than line 2a			80,547	
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				32,399
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				60,559
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

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

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2013	(b) 2012	(c) 2011	(d) 2010	
				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 Paid during the year See Attached Statement				
Total			▶ 3a	104,737
b Approved for future payment NONE				
Total			▶ 3b	0

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

Recipient(s) paid during the year

Name

JEREMIAH PROGRAM

Street

1510 LAUREL AVENUE, SUITE 100

City

MINNEAPOLIS

State

MN

Zip Code

55403

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,983

Name

DUNWOODY COLLEGE OF TECHNOLOGY

Street

818 DUNWOODY BLVD

City

MINNEAPOLIS

State

MN

Zip Code

55403

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,419

Name

GUSTAVUS ADOLPHUS COLLEGE

Street

800 W COLLEGE AVE

City

ST PETER

State

MN

Zip Code

56082

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

20,946

Name

SOCIETY FOR THE PROPAGATION OF FAITH

Street

55 W SANBORN ST #588

City

WINONA

State

MN

Zip Code

55987-3655

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,985

Name

CHURCH OF ST JOSEPH THE WORKER

Street

816 HUBBELL AVE

City

MANKATO

State

MN

Zip Code

56001

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

13,960

Name

IMMACULATE HEART OF MARY SEMINARY

Street

700 TERRACE HEIGHTS ST MARY'S UNV #43

City

WINONA

State

MN

Zip Code

55987

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,985

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

Recipient(s) paid during the year

Name

CATHOLIC CHARITIES DIOCESE WINONA

Street

PO BOX 379

City

WINONA

State

MN

Zip Code

55987

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,985

Name

MINNEAPOLIS MEDICAL RESEARCH FOUNDATION

Street

701 PARK AVE, 600 HFA BLDG

City

MINNEAPOLIS

State

MN

Zip Code

55415

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10,473

Name

MANKATO REHABILITATION CENTER

Street

15 MAP DR PO BOX 328

City

MANKATO

State

MN

Zip Code

56001

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10,473

Name

SOUTH CENTRAL MANKATO CAMPUS

Street

1920 LEE BLVD PO BOX 1920

City

NORTH MANKATO

State

MN

Zip Code

56002

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

18,528

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

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

		Amount			Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss			
Long Term CG Distributions		7,511			Capital Gains/Losses		648,815			600,562		48,233		
Short Term CG Distributions					Other sales		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
1	X	AFLAC INC	001055102		3/18/2007		1/22/2014	1,102	782				0	320
2	X	AOR MANAGED FUTURES ST	00203H859		7/15/2013		10/9/2013	17,189	17,838				0	-647
3	X	AFFILIATED MANAGERS GRO	008252108		10/6/2010		7/11/2013	1,849	908				0	941
4	X	ANHEUSER-BUSCH INBEV SP	03524A108		2/8/2013		7/11/2013	1,211	1,118				0	95
5	X	ANHEUSER-BUSCH INBEV SP	03524A108		9/27/2011		7/11/2013	466	272				0	194
6	X	APACHE CORP	037411105		4/18/2012		1/22/2014	1,271	2,293				0	-178
7	X	APPLE INC	037833100		1/29/2013		7/11/2013	2,115	2,293				0	-178
8	X	APPLE INC	037833100		1/29/2013		4/21/2014	530	459				0	71
9	X	APPLE INC	037833100		9/27/2011		4/21/2014	530	405				0	125
10	X	BERKSHIRE HATHAWAY INC	084670702		10/9/2010		7/11/2013	2,778	2,004				0	774
11	X	BERKSHIRE HATHAWAY INC	084670702		2/8/2013		4/21/2014	1,263	973				0	290
12	X	BOEING CO	097023105		9/27/2011		1/22/2014	1,422	637				0	785
13	X	CME GROUP INC	12572Q105		6/14/2012		7/11/2013	384	271				0	113
14	X	CME GROUP INC	12572Q105		8/7/2012		7/11/2013	1,689	1,180				0	509
15	X	CVS/CAREMARK CORPORATI	126650100		2/8/2013		7/11/2013	1,212	1,023				0	189
16	X	CVS/CAREMARK CORPORATI	126650100		3/18/2007		7/11/2013	687	387				0	300
17	X	CAPITAL ONE FINANCIAL CO	14040H105		3/18/2007		1/22/2014	1,093	1,148				0	53
18	X	CAPITAL ONE FINANCIAL CO	14040H105		10/4/2007		3/25/2014	3,767	3,548				0	219
19	X	CAPITAL ONE FINANCIAL CO	14040H105		10/9/2010		3/25/2014	603	323				0	280
20	X	CELANESE CORP	150870103		9/27/2011		4/21/2014	1,045	738				0	307
21	X	CHEVRON CORP	186764100		2/8/2013		7/11/2013	1,485	1,380				0	105
22	X	CHEVRON CORP	186764100		10/4/2007		7/11/2013	3,093	2,285				0	808
23	X	CISCO SYSTEMS INC	17275R102		2/8/2013		7/11/2013	1,663	1,379				0	284
24	X	CISCO SYSTEMS INC	17275R102		5/21/2012		7/11/2013	946	617				0	329
25	X	COACH INC	189754104		1/9/2013		7/11/2013	1,771	1,748				0	23
26	X	COMCAST CORP CLASS A	20030N101		2/8/2013		7/11/2013	1,391	1,243				0	148
27	X	COMCAST CORP CLASS A	20030N101		10/4/2007		7/11/2013	782	431				0	351
28	X	CREDIT SUISSE COMM RET S	22544R305		12/29/2010		10/9/2013	14,633	18,471				0	-3,838
29	X	CREDIT SUISSE COMM RET S	22544R305		12/29/2010		4/21/2014	9,472	9,970				0	-1,543
30	X	DIAGEO PLC - ADR	25243Q205		3/25/2008		7/11/2013	1,093	744				0	349
31	X	DIAMOND HILL LONG-SHORT	25264S833		12/29/2010		7/11/2013	3,826	2,973				0	853
32	X	DIAMOND HILL LONG-SHORT	25264S833		10/5/2010		7/11/2013	9,726	7,374				0	2,404
33	X	DIAMOND HILL LONG-SHORT	25264S833		8/13/2012		4/21/2014	2,456	1,909				0	547
34	X	WALT DISNEY CO	254687106		2/8/2013		7/11/2013	1,846	1,381				0	285
35	X	WALT DISNEY CO	254687106		10/4/2007		7/11/2013	922	490				0	432
36	X	WALT DISNEY CO	254687106		10/4/2007		4/21/2014	1,028	455				0	573
37	X	DREYFUS EMG MKT DEBT LO	26198Q494		8/13/2012		10/19/2013	25,586	26,287				0	-701
38	X	DRIEHAUS ACTIVE INCOME F	262028855		2/12/2013		1/22/2014	10,505	10,428				0	77
39	X	DRIEHAUS ACTIVE INCOME F	262028855		7/15/2013		1/22/2014	7,558	7,495				0	63
40	X	GATEWAY FUND - Y #1988	367829884		2/12/2013		7/11/2013	19,646	19,388				0	258
41	X	GILEAD SCIENCES INC	375558103		2/8/2013		7/11/2013	1,397	1,010				0	387
42	X	GILEAD SCIENCES INC	375558103		12/8/2011		7/11/2013	335	117				0	218
43	X	GILEAD SCIENCES INC	375558103		12/8/2011		12/12/2013	1,338	370				0	968
44	X	GOLDMAN SACHS GROUP INC	38141G104		9/27/2011		1/22/2014	1,040	815				0	425
45	X	GOOGLE INC	38259P508		2/8/2013		7/11/2013	1,826	1,580				0	296
46	X	GOOGLE INC	38259P508		6/7/2012		7/11/2013	913	582				0	331
47	X	GOOGLE INC	38259P508		6/7/2012		4/25/2014	2,618	1,458				0	1,160
48	X	JOHNSON CONTROLS INC	478366107		3/12/2012		7/11/2013	1,421	1,240				0	181
49	X	JOHNSON CONTROLS INC	478366107		9/27/2011		7/11/2013	692	551				0	141
50	X	JOHNSON CONTROLS INC	478366107		9/27/2011		11/14/2013	2,552	1,508				0	1,044
51	X	LAUDUS MONDRIAN INTL FHI	51855Q855		12/29/2010		4/21/2014	32,855	35,077				0	-2,222
52	X	LAUDUS MONDRIAN INTL FHI	51855Q855		7/15/2013		4/21/2014	3,907	3,897				0	100
53	X	LAUDUS MONDRIAN INTL FHI	51855Q855		1/24/2014		4/21/2014	7,807	7,679				0	128
54	X	MCKESSON CORP	58155Q103		2/8/2013		7/11/2013	1,534	1,342				0	192
55	X	MCKESSON CORP	58155Q103		11/7/2012		7/11/2013	118	95				0	23
56	X	GATEWAY FUND - Y #1988	367829884		8/13/2012		7/11/2013	45,972	44,794				0	1,178
57	X	MICROSOFT CORP	594918104		9/9/2008		4/21/2014	1,158	788				0	390
58	X	MONSTER BEVERAGE CORP	811740101		2/8/2013		7/11/2013	1,205	966				0	239
59	X	MONSTER BEVERAGE CORP	811740101		1/22/2013		7/11/2013	121	98				0	25
60	X	ASO GLOBAL ALTERNATIVES	638727185		7/15/2013		1/22/2014	8,161	8,209				0	-48
61	X	NESTLE S.A. REGISTERED SH	641089406		2/8/2013		7/11/2013	1,007	1,048				0	-39
62	X	NESTLE S.A. REGISTERED SH	641089406		10/4/2007		7/11/2013	537	347				0	190
63	X	ORACLE CORPORATION	68369X105		2/8/2013		7/11/2013	915	1,009				0	-94
64	X	ORACLE CORPORATION	68369X105		9/27/2011		7/11/2013	473	458				0	17
65	X	RIDGEWORTH SEIX HY BD-I #	766281645		2/13/2012		1/22/2014	721	707				0	14
66	X	RIDGEWORTH SEIX HY BD-I #	766281645		7/15/2013		1/22/2014	13,464	13,751				0	-287
67	X	RIDGEWORTH SEIX HY BD-I #	766281645		1/14/2010		1/22/2014	29,470	29,236				0	1,234
68	X	RIDGEWORTH SEIX HY BD-I #	766281645		1/14/2010		4/21/2014	44,149	41,753				0	2,396

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

										Totals	Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
										Capital Gains/Losses	648,815	0	600,582	0	48,233	0
										Other sales	0	0	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		
69	X	RIDGEWORTH SEIX HY BDJ #	76628T645		9/29/2011		4/21/2014	4,662	4,329				0	333		
70	X	SPDR DJ WILSHIRE INTERNA	76483X863		7/11/2013		10/9/2013	2,784	2,729				0	55		
71	X	SPDR DJ WILSHIRE INTERNA	76483X863		12/28/2010		10/9/2013	293	268				0	25		
72	X	SCHLUMBERGER LTD	806857108		2/8/2013		7/11/2013	1,847	1,879				0	-32		
73	X	SCHLUMBERGER LTD	806857108		2/8/2013		4/21/2014	203	157				0	46		
74	X	SCHLUMBERGER LTD	806857108		9/27/2011		4/21/2014	813	520				0	293		
75	X	TJX COS INC NEW	872540109		2/8/2013		7/11/2013	1,091	958				0	133		
76	X	TJX COS INC NEW	872540109		9/27/2011		7/11/2013	572	321				0	251		
77	X	TARGET CORP	87812E106		2/8/2013		7/11/2013	1,377	1,184				0	193		
78	X	TARGET CORP	87812E106		12/19/2007		7/11/2013	725	517				0	208		
79	X	TEVA PHARMACEUTICAL IND	881824209		10/5/2010		8/19/2013	3,733	5,032				0	-1,299		
80	X	INTEL CORP	458140100		3/29/1999		8/17/2013	3,011	3,562				0	-551		
81	X	INTEL CORP	458140100		3/26/2008		8/17/2013	1,255	1,094				0	161		
82	X	INTERNATIONAL BUSINESS M	459200101		8/17/2013		1/22/2014	1,086	1,222				0	-136		
83	X	ISHARES CORE S & P 500 ETF	464287200		3/26/2008		7/11/2013	10,564	8,444				0	2,120		
84	X	ISHARES CORE S & P 500 ETF	464287200		9/9/2008		7/11/2013	27,166	20,268				0	6,898		
85	X	ISHARES CORE S & P 500 ETF	464287200		9/9/2008		1/22/2014	2,783	1,877				0	906		
86	X	ISHARES S&P MID-CAP 400 G	464287606		7/11/2013		10/9/2013	3,395	3,374				0	21		
87	X	ISHARES S&P MID-CAP 400 G	464287606		7/11/2013		1/22/2014	4,088	3,644				0	444		
88	X	ISHARES S&P MID-CAP 400 G	464287606		8/9/2012		4/21/2014	1,939	1,411				0	528		
89	X	ISHARES S&P MID-CAP 400 G	464287606		2/8/2013		4/21/2014	9,695	8,048				0	1,646		
90	X	ISHARES S&P MID-CAP 400 G	464287606		7/11/2013		4/21/2014	587	540				0	47		
91	X	GOOGLE INC	38259P508		8/30/2012		4/25/2014	524	343				0	181		
92	X	ISHARES S&P MID-CAP 400 G	464287606		9/27/2011		4/21/2014	3,729	2,437				0	1,292		
93	X	ISHARES S&P MIDCAP 400 VA	464287705		2/8/2013		7/11/2013	954	866				0	88		
94	X	ISHARES S&P MIDCAP 400 VA	464287705		9/27/2011		7/11/2013	1,060	704				0	356		
95	X	ISHARES S&P MID-CAP 400 V	464287705		9/27/2011		1/22/2014	4,360	2,604				0	1,756		
96	X	ISHARES CORE S&P SMALL-C	464287804		9/27/2011		10/9/2013	3,504	2,261				0	1,243		
97	X	ISHARES CORE S&P SMALL-C	464287804		9/27/2011		1/22/2014	4,920	2,827				0	2,093		
98	X	ISHARES CORE S&P SMALL-C	464287804		9/27/2011		4/21/2014	2,379	1,382				0	997		
99	X	JPMORGAN CHASE & CO	46625H100		2/8/2013		7/11/2013	1,618	1,404				0	214		
100	X	JPMORGAN CHASE & CO	46625H100		10/5/2010		7/11/2013	893	634				0	259		
101	X	3M CO	88579Y101		2/8/2013		7/11/2013	1,144	1,024				0	120		
102	X	3M CO	88579Y101		9/27/2011		7/11/2013	686	466				0	220		
103	X	3M CO	88579Y101		9/27/2011		2/7/2014	2,211	1,320				0	891		
104	X	THERMO FISHER SCIENTIFIC	883558102		9/27/2011		7/11/2013	1,242	742				0	500		
105	X	THERMO FISHER SCIENTIFIC	883558102		2/8/2013		7/11/2013	1,330	1,117				0	213		
106	X	THERMO FISHER SCIENTIFIC	883558102		10/5/2010		7/11/2013	621	337				0	284		
107	X	THERMO FISHER SCIENTIFIC	883558102		10/5/2010		8/29/2013	1,073	578				0	495		
108	X	VANGUARD SHORT TERM BC	921937827		9/27/2011		7/11/2013	7,531	7,660				0	-129		
109	X	VANGUARD SHORT TERM BC	921937827		9/27/2011		4/21/2014	53,840	54,824				0	-984		
110	X	TOTAL S.A. - ADR	09151E109		7/5/2012		1/22/2014	1,084	812				0	272		
111	X	US BANCORP DEL NEW	907973304		2/8/2013		7/11/2013	1,191	1,076				0	115		
112	X	US BANCORP DEL NEW	907973304		9/27/2011		7/11/2013	595	395				0	201		
113	X	UNION PACIFIC CORP	907818108		2/8/2013		7/11/2013	1,902	1,589				0	313		
114	X	UNION PACIFIC CORP	907818108		10/5/2010		7/11/2013	3,328	1,717				0	1,611		
115	X	UNION PACIFIC CORP	907818108		10/5/2010		4/21/2014	1,148	490				0	658		
116	X	UNITED PARCEL SERVICE-CL	911312106		9/27/2011		1/22/2014	892	648				0	244		
117	X	UNITEDHEALTH GROUP INC	91324P102		4/2/2013		7/11/2013	1,501	1,362				0	139		
118	X	MCKESSON CORP	58155Q103		11/7/2012		1/22/2014	1,346	759				0	587		
119	X	UNITEDHEALTH GROUP INC	91324P102		2/8/2013		4/21/2014	525	491				0	34		
120	X	UNITEDHEALTH GROUP INC	91324P102		9/9/2008		4/21/2014	450	174				0	276		
121	X	VANGUARD INTERMEDIATE T	921937819		9/27/2011		7/11/2013	21,470	22,572				0	-1,102		
122	X	VANGUARD SHORT TERM BC	921937827		8/9/2012		7/11/2013	1,042	1,056				0	-14		
123	X	VANGUARD FTSE DEVELOPE	921943858		2/8/2013		7/11/2013	7,445	7,308				0	139		
124	X	VANGUARD FTSE DEVELOPE	921943858		2/8/2013		10/9/2013	14,486	13,465				0	1,021		
125	X	VANGUARD FTSE DEVELOPE	921943858		2/8/2013		1/22/2014	2,080	1,817				0	263		
126	X	VANGUARD FTSE DEVELOPE	921943858		2/8/2013		4/21/2014	5,479	4,798				0	681		
127	X	VANGUARD FTSE EMERGING	922042858		2/8/2013		10/9/2013	26,082	28,199				0	-2,117		
128	X	VANGUARD FTSE EMERGING	922042858		2/8/2013		4/21/2014	2,067	2,213				0	-146		
129	X	VANGUARD FTSE EMERGING	922042858		8/9/2012		4/21/2014	5,786	5,820				0	-34		
130	X	UNITEDHEALTH GROUP INC	91324P102		2/8/2013		7/11/2013	818	687				0	131		

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

		1,051	0	0	1,051
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	ACCOUNTING FEES	1,051			1,051

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

		1,059	1,059	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	1,059	1,059		

Part I, Line 23 (990-PF) - Other Expenses

		30	5	0	25
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	5	5		
2	STATE AG FEES	25			25

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

		1,643,498	1,610,063	1,830,200	
Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	SEE ATTACHED		1,643,498	1,610,063	1,830,200

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

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

1	FEDERAL EXCISE TAX REFUND	1	1,155
2	COST BASIS ADJUSTMENT	2	2
3	Total	3	1,157

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

1	MUTUAL FUND TIMING DIFFERENCE	1	177
2	PY RETURN OF CAPITAL ADJUSTMENT	2	935
3	Total	3	1,112

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

Long Term CG Distributions		Amount		Short Term CG Distributions		7,511		0		641,304		0		0		800,582		40,722		0		0		0		40,722	
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	Gain Minus Excess of FMV Over Adjusted Basis or Losses													
1	AFLAC INC	001055102		3/16/2007	1/22/2014	1,102		0	782	320	0	0	0	320													
2	AQR MANAGED FUTURES STR 181521	00203H659		7/15/2013	10/9/2013	17,169		0	17,836	667	0	0	0	667													
3	AFFILIATED MANAGERS GROUP, INC	002825210		10/6/2010	7/11/2013	1,849		0	908	941	0	0	0	941													
4	ANHEUSER-BUSCH INBEV SPN ADR	035244106		2/8/2013	7/11/2013	1,211		0	1,118	93	0	0	0	93													
5	ANHEUSER-BUSCH INBEV SPN ADR	035244106		8/27/2011	7/11/2013	466		0	272	194	0	0	0	194													
6	APACHE CORP	037411105		4/16/2012	1/22/2014	1,271		0	1,391	120	0	0	0	120													
7	APPLE INC	037833100		1/26/2013	7/11/2013	2,115		0	2,293	178	0	0	0	178													
8	APPLE INC	037833100		1/29/2013	4/21/2014	530		0	459	71	0	0	0	71													
9	APPLE INC	037833100		8/27/2011	4/21/2014	530		0	405	125	0	0	0	125													
10	BERKSHIRE HATHAWAY INC	084670702		10/6/2010	7/11/2013	2,776		0	2,004	774	0	0	0	774													
11	BERKSHIRE HATHAWAY INC	084670702		3/6/2013	4/21/2014	1,763		0	875	888	0	0	0	888													
12	BOEING CO	091023105		8/27/2011	1/22/2014	1,422		0	637	785	0	0	0	785													
13	CME GROUP INC	125720105		6/14/2012	7/11/2013	384		0	271	113	0	0	0	113													
14	CME GROUP INC	125720105		6/7/2012	7/11/2013	1,619		0	1,180	509	0	0	0	509													
15	CVS/CAREMARK CORPORATION	126650100		2/8/2013	7/11/2013	1,212		0	1,023	189	0	0	0	189													
16	CVS/CAREMARK CORPORATION	126650100		3/16/2007	7/11/2013	667		0	367	300	0	0	0	300													
17	CAPITAL ONE FINANCIAL CORP	14040H105		3/16/2007	1/22/2014	1,093		0	1,146	-53	0	0	0	-53													
18	CAPITAL ONE FINANCIAL CORP	14040H105		10/4/2007	3/25/2014	3,767		0	3,546	219	0	0	0	219													
19	CAPITAL ONE FINANCIAL CORP	14040H105		10/6/2010	3/25/2014	1,093		0	1,146	-53	0	0	0	-53													
20	CELANESE CORP	150870103		8/27/2011	4/21/2014	1,045		0	738	307	0	0	0	307													
21	CHEVRON CORP	168764100		2/6/2013	7/11/2013	1,455		0	1,380	75	0	0	0	75													
22	CHEVRON CORP	168764100		10/4/2007	7/11/2013	3,093		0	2,285	808	0	0	0	808													
23	CISCO SYSTEMS INC	17275H102		2/8/2013	7/11/2013	1,663		0	1,378	284	0	0	0	284													
24	CISCO SYSTEMS INC	17275H102		5/21/2012	7/11/2013	948		0	617	329	0	0	0	329													
25	COACH INC	189754104		1/9/2013	7/11/2013	1,771		0	1,748	23	0	0	0	23													
26	COMCAST CORP CLASS A	20030N101		2/8/2013	7/11/2013	1,391		0	1,243	148	0	0	0	148													
27	COMCAST CORP CLASS A	20030N101		10/4/2007	7/11/2013	1,391		0	1,243	148	0	0	0	148													
28	CREDIT SUISSE COMM RET ST 182156	22544H305		12/29/2010	10/9/2013	14,633		0	18,471	3,838	0	0	0	3,838													
29	CREDIT SUISSE COMM RET ST 182156	22544H305		12/29/2010	4/21/2014	6,427		0	9,970	-1,543	0	0	0	-1,543													
30	DIAGEO PLC ADR	252430205		3/25/2008	7/11/2013	1,093		0	744	349	0	0	0	349													
31	DIAMOND HILL LONG-SHORT FD CL 18	252645833		12/29/2010	7/11/2013	3,576		0	3,873	-297	0	0	0	-297													
32	DIAMOND HILL LONG-SHORT FD CL 18	252645833		10/5/2010	7/11/2013	9,728		0	7,324	2,404	0	0	0	2,404													
33	DIAMOND HILL LONG-SHORT FD CL 18	252645833		8/13/2012	4/21/2014	2,458		0	1,809	647	0	0	0	647													
34	WALT DISNEY CO	254867106		2/8/2013	7/11/2013	1,848		0	1,361	487	0	0	0	487													
35	WALT DISNEY CO	254867106		10/4/2007	7/11/2013	822		0	455	367	0	0	0	367													
36	WALT DISNEY CO	254867106		10/4/2007	4/21/2014	1,026		0	455	571	0	0	0	571													
37	DREYFUS EMG MKT DEBT LOC C 18008	261800494		8/13/2012	10/10/2013	25,586		0	26,287	-701	0	0	0	-701													
38	DRIEHAUS ACTIVE INCOME FUND	262028855		2/12/2013	1/22/2014	10,505		0	10,426	79	0	0	0	79													
39	DRIEHAUS ACTIVE INCOME FUND	262028855		7/15/2013	1/22/2014	2,658		0	2,495	163	0	0	0	163													
40	GATSBY FUND Y #1968	267126864		2/12/2013	7/11/2013	19,646		0	19,386	259	0	0	0	259													
41	GILEAD SCIENCES INC	375558103		2/8/2013	7/11/2013	1,397		0	1,010	387	0	0	0	387													
42	GILEAD SCIENCES INC	375558103		12/8/2011	7/11/2013	335		0	117	218	0	0	0	218													
43	GILEAD SCIENCES INC	375558103		12/8/2011	12/12/2013	1,338		0	370	968	0	0	0	968													
44	GOLDMAN SACHS GROUP INC	381410104		8/27/2011	1/22/2014	1,040		0	615	425	0	0	0	425													
45	GOOGLE INC	38259P508		2/8/2013	7/11/2013	1,826		0	1,560	266	0	0	0	266													
46	GOOGLE INC	38259P508		8/7/2012	7/11/2013	913		0	562	351	0	0	0	351													
47	GOOGLE INC	38259P508		6/7/2012	4/25/2014	2,618		0	1,455	1,163	0	0	0	1,163													
48	JOHNSON CONTROLS INC	478368107		2/12/2012	7/11/2013	1,421		0	1,240	181	0	0	0	181													
49	JOHNSON CONTROLS INC	478368107		8/27/2011	7/11/2013	682		0	551	131	0	0	0	131													
50	JOHNSON CONTROLS INC	478368107		8/27/2011	11/14/2013	2,552		0	1,508	1,044	0	0	0	1,044													
51	LAUDUS MONDRIAN INTL FHINST #294	518550555		12/29/2010	4/21/2014	32,655		0	35,077	-2,422	0	0	0	-2,422													
52	LAUDUS MONDRIAN INTL FHINST #294	518550555		7/15/2013	4/21/2014	3,607		0	3,807	-199	0	0	0	-199													
53	LAUDUS MONDRIAN INTL FHINST #294	518550555		1/24/2014	4/21/2014	7,807		0	7,678	129	0	0	0	129													
54	MCKESSON CORP	581550103		2/8/2013	7/11/2013	1,534		0	1,342	192	0	0	0	192													
55	MCKESSON CORP	581550103		11/7/2012	7/11/2013	118		0	95	23	0	0	0	23													
56	GATEWAY FUND Y #1968	587296854		8/13/2012	7/11/2013	45,877		0	44,794	1,083	0	0	0	1,083													
57	MICROSOFT CORP	587296854		8/9/2006	4/21/2014	1,158		0	768	390	0	0	0	390													
58	MONSTER BEVERAGE CORP	611740101		2/8/2013	7/11/2013	1,205		0	968	237	0	0	0	237													
59	MONSTER BEVERAGE CORP	611740101		1/22/2013	7/11/2013	121		0	96	25	0	0	0	25													
60	ASO GLOBAL ALTERNATIVES Y #1983	638727185		7/15/2013	1/22/2014	6,181		0	8,209	-2,028	0	0	0	-2,028													
61	NESTLE S A REGISTERED SHARES A	641069408		2/8/2013	7/11/2013	1,007		0	1,048	-41	0	0	0	-41													
62	NESTLE S A REGISTERED SHARES A	641069408		10/4/2007	7/11/2013	537		0	347	190	0	0	0	190													
63	ORACLE CORPORATION	68389A105		2/8/2013	7/11/2013	915		0	1,059	-144	0	0	0	-144													
64	ORACLE CORPORATION	68389A105		8/27/2011	7/11/2013	412		0	456	-44	0	0	0	-44													
65	RIDGEWORTH SEX HY BD-1 #5855	76821845		2/13/2012	1/22/2014	721		0	707	14	0	0	0	14													
66	RIDGEWORTH SEX HY BD-1 #5855	76821845		7/15/2013	1/22/2014	13,454		0	13,751	-297	0	0	0	-297													
67	RIDGEWORTH SEX HY BD-1 #5855	76821845		11/4/2010	1/22/2014	29,470		0	29,236	234	0	0	0	234													
68	RIDGEWORTH SEX HY BD-1 #5855	76821845		10/4/2010	4/21/2014	44,126		0	41,753	2,373	0	0	0	2,373													
69	RIDGEWORTH SEX HY BD-1 #5855	76821845		9/29/2011	4/21/2014	4,882		0	4,329	553	0	0	0	553													
70	SPDR DJ WILSHIRE INTERNATIONAL R	78463X863		7/11/2013	10/9/2013	2,784		0	2,729	55	0	0	0	55													
71	SPDR DJ WILSHIRE INTERNATIONAL R	78463X863		12/28/2010	10/9/2013	793		0	266	527	0	0	0	527													
72	SCHLUMBERGER LTD	806857108		2/8/2013	7/11/2013	1,647		0	1,679	-32	0	0	0	-32													
73	SCHLUMBERGER LTD	806857108		2/8/2013	4/21/2014	203		0	157	46	0	0	0	46													
74	SCHLUMBERGER LTD	806857108		8/27/2011	4/21/2014	813		0	520	293	0	0	0	293													
75	TJX COS INC NEW	872540108		2/8/2013	7/11/2013	1,091		0	956	135	0	0	0	135													
76	TJX COS INC NEW	872540108		8/27/2011	7/11/2013	517		0	321	196	0	0	0	196													
77	TARGET CORP	87812E108		2/8/2013	7/11/2013	1,377		0	1,184	193	0	0	0	193													
78	TARGET CORP	87812E108		12/19/2007	7/11/2013	725		0	517	208	0	0	0	208													
79	TEVA PHARMACEUTICAL INDUSTRIES	881624208		10/5/2010	8/19/2013	3,733		0	5,037	-1,304	0	0	0	-1,304													
80	INTEL CORP	458140100		3/26/2008	6/17/2013	3,011		0	3,597	-586	0	0	0	-586													
81	INTEL CORP	458140100		3/26/2008	6/17/2013	1,255		</																			

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

	Long Term CG Distributors	Short Term CG Distributors	Amount 7,511				841,304	0	0	800,582	40,772	0	0	0	40,772
				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 12/31/99	Adjusted Basis as of 12/31/99	Excess of FMV Over Adj. Basis	Gain/Loss Excess of FMV Over Adjusted Basis or Losses	
	Description of Property Sold	CUSIP #													
85	ISHARES CORE S & P 500 ETF	464287700			8/9/2008	1/27/2014	2,763		0	1,877	906	0	0	0	906
86	ISHARES S&P MID-CAP 400 GROWTH	464287806			7/11/2013	1/27/2014	3,329		0	3,374	211	0	0	0	211
87	ISHARES S&P MID-CAP 400 GROWTH	464287806			7/11/2013	1/27/2014	4,068		0	3,844	444	0	0	0	444
88	ISHARES S&P MID-CAP 400 GROWTH	464287806			8/9/2012	4/21/2014	1,939		0	1,411	528	0	0	0	528
89	ISHARES S&P MID-CAP 400 GROWTH	464287806			2/8/2013	4/21/2014	8,699		0	8,049	1,648	0	0	0	1,648
90	ISHARES S&P MID-CAP 400 GROWTH	464287806			7/11/2013	4/21/2014	567		0	540	57	0	0	0	57
91	GOOGLE INC.	06292P508			8/30/2012	4/25/2014	524		0	343	181	0	0	0	181
92	ISHARES S&P MID-CAP 400 GROWTH	464287806			8/27/2011	4/21/2014	3,779		0	2,237	1,282	0	0	0	1,282
93	ISHARES S&P MIDCAP 400 VALUE	464287705			2/8/2013	7/11/2013	954		0	866	88	0	0	0	88
94	ISHARES S&P MIDCAP 400 VALUE	464287705			8/27/2011	7/11/2013	1,108		0	704	354	0	0	0	354
95	ISHARES S&P MID-CAP 400 VALU	464287705			8/27/2011	1/27/2014	4,360		0	2,604	1,756	0	0	0	1,756
96	ISHARES CORE S&P SMALL CAP E	464287804			9/27/2011	1/27/2014	3,504		0	2,281	1,243	0	0	0	1,243
97	ISHARES CORE S&P SMALL CAP E	464287804			9/27/2011	1/27/2014	4,920		0	2,827	2,093	0	0	0	2,093
98	ISHARES CORE S&P SMALL CAP E	464287804			9/27/2011	4/21/2014	2,375		0	1,363	997	0	0	0	997
99	JPMORGAN CHASE & CO.	46625H100			2/8/2013	7/11/2013	1,618		0	1,404	214	0	0	0	214
100	JPMORGAN CHASE & CO.	46625H100			10/5/2010	7/11/2013	593		0	634	259	0	0	0	259
101	JM CO.	08579Y101			2/8/2013	7/11/2013	1,144		0	1,024	120	0	0	0	120
102	JM CO.	08579Y101			9/27/2011	7/11/2013	896		0	486	220	0	0	0	220
103	JM CO.	08579Y101			9/27/2011	7/11/2013	2,231		0	1,320	911	0	0	0	911
104	THERMO FISHER SCIENTIFIC INC.	883556102			9/27/2011	7/11/2013	1,242		0	742	500	0	0	0	500
105	THERMO FISHER SCIENTIFIC INC.	883556102			2/8/2013	7/11/2013	1,330		0	1,117	213	0	0	0	213
106	THERMO FISHER SCIENTIFIC INC.	883556102			10/5/2010	7/11/2013	621		0	337	284	0	0	0	284
107	THERMO FISHER SCIENTIFIC INC.	883556102			10/5/2010	8/28/2013	1,027		0	578	495	0	0	0	495
108	VANGUARD SHORT TERM BOND ETF	92193Z727			9/27/2011	7/11/2013	7,531		0	7,660	129	0	0	0	129
109	VANGUARD SHORT TERM BOND ETF	92193Z727			9/27/2011	4/21/2014	53,940		0	54,824	-884	0	0	0	-884
110	TOTAL S.A. ADR	89151E109			7/5/2012	1/22/2014	1,084		0	812	272	0	0	0	272
111	US BANKCORP DEL NEW	9029Z3054			2/8/2013	7/11/2013	1,191		0	1,076	115	0	0	0	115
112	US BANKCORP DEL NEW	9029Z3054			9/27/2011	7/11/2013	589		0	365	201	0	0	0	201
113	UNION PACIFIC CORP.	90781B106			2/8/2013	7/11/2013	1,902		0	1,588	313	0	0	0	313
114	UNION PACIFIC CORP.	90781B106			10/5/2010	7/11/2013	1,328		0	1,717	1,611	0	0	0	1,611
115	UNION PACIFIC CORP.	90781B106			10/5/2010	4/21/2014	1,148		0	490	658	0	0	0	658
116	UNITED PARCEL SERVICE CL B	451131Z106			9/27/2011	1/22/2014	997		0	344	344	0	0	0	344
117	UNITEDHEALTH GROUP INC.	91324P102			4/2/2013	7/11/2013	1,501		0	1,367	139	0	0	0	139
118	MCKESSON CORP.	581550103			11/7/2012	1/22/2014	1,346		0	759	587	0	0	0	587
119	UNITEDHEALTH GROUP INC.	91324P102			2/8/2013	4/21/2014	525		0	401	124	0	0	0	124
120	UNITEDHEALTH GROUP INC.	91324P102			9/9/2008	4/21/2014	456		0	272	174	0	0	0	174
121	VANGUARD INTERMEDIATE TERM B	92193Z719			9/27/2011	7/11/2013	21,470		0	22,572	1,102	0	0	0	1,102
122	VANGUARD SHORT TERM BOND ETF	92193Z727			8/9/2012	7/11/2013	1,042		0	1,056	14	0	0	0	14
123	VANGUARD FTSE DEVELOPED ETF	921843558			2/8/2013	7/11/2013	7,405		0	7,306	139	0	0	0	139
124	VANGUARD FTSE DEVELOPED ETF	921843558			2/8/2013	1/27/2014	14,073		0	13,485	1,001	0	0	0	1,001
125	VANGUARD FTSE DEVELOPED ETF	921843558			2/8/2013	1/27/2014	2,080		0	1,917	263	0	0	0	263
126	VANGUARD FTSE DEVELOPED ETF	921843558			2/8/2013	4/21/2014	5,479		0	4,788	681	0	0	0	681
127	VANGUARD FTSE EMERGING MARKET	922042558			2/8/2013	1/27/2014	26,092		0	26,199	1,077	0	0	0	1,077
128	VANGUARD FTSE EMERGING MARKET	922042558			2/8/2013	4/21/2014	2,786		0	2,786	213	0	0	0	213
129	VANGUARD FTSE EMERGING MARKET	922042558			9/9/2012	4/21/2014	34		0	5,820	34	0	0	0	34
130	UNITEDHEALTH GROUP INC.	91324P102			2/8/2013	7/11/2013	819		0	687	132	0	0	0	132

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

											28,533	0	
	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account	
1	Wells Fargo Bank N.A. Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	28,533			

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

	Date	Amount
1 Credit from prior year return	1	259
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	259

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	80,547
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	80,547

Security Type	EIN	CUSIP	Asset Name	FMV	Units	Fed Cost
Cash	41-6258065			\$ 98.08	98.08	\$ 98.08
Invest - Corp Stock	41-6258065	001055102	AFLAC INC	\$ 4,202.24	67 00	\$ 3,081.33
Invest - Corp Stock	41-6258065	008252108	AFFILIATED MANAGERS GROUP, INC COM	\$ 5,351.40	27.00	\$ 2,227.77
Invest - Corp Stock	41-6258065	037411105	APACHE CORP	\$ 3,992.80	46 00	\$ 4,050.66
Invest - Corp Stock	41-6258065	037833100	APPLE INC	\$ 10,031.53	17 00	\$ 5,039.87
Invest - Corp Stock	41-6258065	071813109	BAXTER INTL INC	\$ 5,095.30	70.00	\$ 4,887.94
Invest - Corp Stock	41-6258065	097023105	BOEING CO	\$ 5,160.80	40.00	\$ 2,548.75
Invest - Corp Stock	41-6258065	126650100	CVS/CAREMARK CORPORATION	\$ 6,108.48	84 00	\$ 2,804.76
Invest - Corp Stock	41-6258065	17275R102	CISCO SYSTEMS INC	\$ 6,401.47	277.00	\$ 4,534.51
Invest - Corp Stock	41-6258065	231021106	CUMMINS INC	\$ 5,581.45	37.00	\$ 4,922.21
Invest - Corp Stock	41-6258065	25243Q205	DIAGEO PLC - ADR	\$ 4,174.52	34 00	\$ 2,811.92
Invest - Corp Stock	41-6258065	254687106	WALT DISNEY CO	\$ 7,219.94	91 00	\$ 3,182.14
Invest - Corp Stock	41-6258065	268648102	E M C CORP MASS	\$ 3,689.40	143 00	\$ 1,857.57
Invest - Corp Stock	41-6258065	375558103	GILEAD SCIENCES INC	\$ 5,572.79	71 00	\$ 1,383.04
Invest - Corp Stock	41-6258065	459200101	INTERNATIONAL BUSINESS MACHS CORP	\$ 3,143.52	16 00	\$ 3,259.75
Invest - Corp Stock	41-6258065	478366107	JOHNSON CONTROLS INC	\$ 4,739.70	105 00	\$ 3,182.56
Invest - Corp Stock	41-6258065	594918104	MICROSOFT CORP	\$ 3,838.00	95 00	\$ 2,514.65
Invest - Corp Stock	41-6258065	637071101	NATIONAL OILWELL INC COM	\$ 4,554.74	58 00	\$ 4,282.71
Invest - Corp Stock	41-6258065	641069406	NESTLE S A REGISTERED SHARES - ADR	\$ 4,707.98	61 00	\$ 2,642.52
Invest - Corp Stock	41-6258065	68389X105	ORACLE CORPORATION	\$ 4,905.60	120.00	\$ 3,333.92
Invest - Corp Stock	41-6258065	806857108	SCHLUMBERGER LTD	\$ 5,889.90	58.00	\$ 3,768.25
Invest - Corp Stock	41-6258065	872540109	TJX COS INC NEW	\$ 5,061.66	87 00	\$ 2,539.03
Invest - Corp Stock	41-6258065	883556102	THERMO FISHER SCIENTIFIC INC	\$ 4,446.00	39 00	\$ 1,879.80
Invest - Corp Stock	41-6258065	89151E109	TOTAL S A. - ADR	\$ 4,630.60	65.00	\$ 2,934.04
Invest - Corp Stock	41-6258065	907818108	UNION PACIFIC CORP	\$ 6,474.62	34 00	\$ 2,779.16
Invest - Corp Stock	41-6258065	58155Q103	MCKESSON CORP	\$ 5,244.89	31 00	\$ 2,939.59
Invest - Corp Stock	41-6258065	38259P706	GOOGLE INC-CL C	\$ 6,846.58	13 00	\$ 5,409.13
Invest - Corp Stock	41-6258065	38141G104	GOLDMAN SACHS GROUP INC	\$ 3,196.40	20 00	\$ 2,050.79
Invest - Corp Stock	41-6258065	404280406	HSBC - ADR	\$ 5,439.92	106 00	\$ 5,653.26
Invest - Corp Stock	41-6258065	911312106	UNITED PARCEL SERVICE-CL B	\$ 3,940.00	40.00	\$ 2,592.85
Invest - Corp Stock	41-6258065	87612E106	TARGET CORP	\$ 5,866.25	95.00	\$ 5,108.41
Invest - Corp Stock	41-6258065	91324P102	UNITEDHEALTH GROUP INC	\$ 6,153.28	82 00	\$ 2,384.56

Invest - Corp Stock	41-6258065	189754104	COACH INC	\$	3,482.70	78.00	\$	4,212.84
Invest - Corp Stock	41-6258065	088606108	BHP BILLITON LIMITED - ADR	\$	3,103.76	44.00	\$	3,183.84
Invest - Corp Stock	41-6258065	46625H100	JPMORGAN CHASE & CO	\$	6,997.50	125.00	\$	4,830.14
Invest - Corp Stock	41-6258065	902973304	US BANCORP DEL NEW	\$	5,423.74	133.00	\$	3,281.18
Invest - Corp Stock	41-6258065	03524A108	ANHEUSER-BUSCH INBEV SPN ADR	\$	5,502.64	52.00	\$	2,832.96
Invest - Corp Stock	41-6258065	166764100	CHEVRON CORP	\$	4,518.72	36.00	\$	3,289.94
Invest - Corp Stock	41-6258065	88579Y101	3M CO	\$	3,755.43	27.00	\$	2,095.97
Invest - Corp Stock	41-6258065	084670702	BERKSHIRE HATHAWAY INC	\$	7,473.30	58.00	\$	4,834.23
Invest - Corp Stock	41-6258065	20030N101	COMCAST CORP CLASS A	\$	7,142.88	138.00	\$	3,021.81
Invest - Corp Stock	41-6258065	150870103	CELANESE CORP	\$	3,562.94	58.00	\$	2,270.31
Invest - Corp Stock	41-6258065	172967424	CITIGROUP INC	\$	4,168.17	87.00	\$	4,380.89
Invest - Corp Stock	41-6258065	611740101	MONSTER BEVERAGE CORP	\$	3,816.72	57.00	\$	2,649.13
Invest - Corp Stock	41-6258065	G29183103	EATON CORP PLC	\$	5,012.16	69.00	\$	3,565.33
Invest - Corp Stock	41-6258065	12572Q105	CME GROUP INC	\$	5,208.86	74.00	\$	4,045.79
Invest - Other	41-6258065	589509108	MERGER FD SH BEN INT #260	\$	54,732.90	3,386.94	\$	53,725.33
Invest - Other	41-6258065	693390882	PIMCO FOREIGN BD FD USD H-INST #103	\$	43,113.07	4,003.07	\$	42,469.69
Invest - Other	41-6258065	315920702	FID ADV EMER MKTS INC- CL I #607	\$	28,872.88	2,086.19	\$	28,330.47
Invest - Other	41-6258065	464287804	ISHARES CORE S&P SMALL-CAP E	\$	70,063.02	654.00	\$	41,082.58
Invest - Other	41-6258065	464287705	ISHARES S&P MID-CAP 400 VALUE	\$	51,904.80	432.00	\$	30,401.01
Invest - Other	41-6258065	464287200	ISHARES CORE S & P 500 ETF	\$	35,633.52	188.00	\$	23,520.37
Invest - Other	41-6258065	261980668	DREYFUS INTERNATL BOND FD CL I #6094	\$	42,742.17	2,502.47	\$	42,592.03
Invest - Other	41-6258065	277923728	EATON VANCE GLOBAL MACRO - I #0088	\$	28,625.71	3,074.73	\$	29,370.32
Invest - Other	41-6258065	464287606	ISHARES S&P MID-CAP 400 GROWTH	\$	60,954.70	410.00	\$	39,968.56
Invest - Other	41-6258065	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	\$	65,673.94	4,670.98	\$	66,013.71
Invest - Other	41-6258065	262028855	DRIEHAUS ACTIVE INCOME FUND	\$	76,966.54	7,153.02	\$	75,867.68
Invest - Other	41-6258065	67065Q772	NUVEEN HIGH YIELD MUNI BD-R #1668	\$	31,342.96	1,905.35	\$	31,285.80
Invest - Other	41-6258065	63872T885	ASG GLOBAL ALTERNATIVES-Y #1993	\$	46,822.29	4,252.71	\$	48,991.17
Invest - Other	41-6258065	922908553	VANGUARD REIT VIPER	\$	69,220.06	949.00	\$	49,841.99
Invest - Other	41-6258065	922042858	VANGUARD FTSE EMERGING MARKETS ETF	\$	124,252.90	3,035.00	\$	118,832.78
Invest - Other	41-6258065	4812C0803	JPMORGAN HIGH YIELD FUND SS #3580	\$	29,257.03	3,616.44	\$	29,076.21
Invest - Other	41-6258065	77958B402	T ROWE PRICE INST FLOAT RATE #170	\$	19,194.54	1,870.81	\$	19,288.08
Invest - Other	41-6258065	921937827	VANGUARD SHORT TERM BOND ETF	\$	219,988.60	2,743.00	\$	222,790.08
Invest - Other	41-6258065	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	\$	66,841.15	1,565.00	\$	56,050.81
Invest - Other	41-6258065	921937819	VANGUARD INTERMEDIATE TERM B	\$	138,048.40	1,645.00	\$	141,163.14

Invest - Other	41-6258065	921943858	VANGUARD FTSE DEVELOPED ETF	\$ 171,033.60	4,080 00	\$ 148,303 11
Invest - Other	41-6258065	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	\$ 37,777 11	1,638 92	\$ 26,786 61
Invest - Other	41-6258065	22544R305	CREDIT SUISSE COMM RET ST-I #2156	\$ 86,307 03	10,980.54	\$ 93,229 50
Total Invest - Other				\$ 1,830,200.20	70,008.16	\$ 1,610,062.84
Savings & Temp Inv	41-6258065	YY1001204	BLACKROCK INSTL FUNDS T-FUND #60	\$ 51,211 85	51,211.85	\$ 51,211 85
Savings & Temp Inv	41-6258065	YY1001204	BLACKROCK INSTL FUNDS T-FUND #60	\$ 4,896 24	4,896.24	\$ 4,896 24
Total Savings & Temp Inv				\$ 56,108.09	56,108.09	\$ 56,108.09
Grand Total				\$ 1,886,406.37	126,214.33	\$ 1,666,269.01