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Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
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Open to Public Inspection

For calendar year 2013 or tax year beginning 05/01, 2013, and ending 04/30, 2014

10 1000

Name of foundation: **HENRY GRAFF T/CHAR**

Number and street (or P O box number if mail is not delivered to street address): **1100 WEHRLE DRIVE, 2ND FLOOR**

Room/suite: _____

City or town, state or province, country, and ZIP or foreign postal code: **BUFFALO, NY 14221**

A Employer identification number: **52-6611473**

B Telephone number (see instructions): **716-842-5506**

C If exemption application is pending, check here

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

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

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

G Check all that apply:
 Initial return
 Final return
 Address change
 Initial return of a former public charity
 Amended return
 Name change

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 4,716,676.**

J Accounting method: Cash Accrual
 Other (specify) _____
 (Part I, column (d) must be on cash basis.)

SCANNED SEP 24 2014

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)
1	Contributions, gifts, grants, etc., received (attach schedule)	1,023,065.			
2	Check <input 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	73,681.	73,681.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	422,826.			
b	Gross sales price for all assets on line 6a	2,287,156.			
7	Capital gain net income (from Part IV, line 2)		422,826.		
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)	6,343.	5,935.		STMT 5
12	Total. Add lines 1 through 11	1,525,915.	502,442.		
13	Compensation of officers, directors, trustees, etc.	46,119.	46,119.		
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	5,595.	2,027.		STMT 6
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule)	2,389.	2,389.		STMT 7
24	Total operating and administrative expenses. Add lines 13 through 23	54,103.	50,535.	NONE	
25	Contributions, gifts, grants paid	143,550.			143,550.
26	Total expenses and disbursements Add lines 24 and 25	197,653.	50,535.	NONE	143,550.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	1,328,262.			
b	Net investment income (if negative, enter -0-)		451,907.		
c	Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		112,624.	96,163.	96,163.
	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	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	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)	STMT 8	2,612,546.	3,957,587.	4,620,513.	
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)		2,725,170.	4,053,750.	4,716,676.	
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)				NONE	
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		2,725,170.	4,053,750.	
	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)		2,725,170.	4,053,750.		
31	Total liabilities and net assets/fund balances (see instructions)		2,725,170.	4,053,750.		

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	2,725,170.
2	Enter amount from Part I, line 27a	2	1,328,262.
3	Other increases not included in line 2 (itemize) SEE STATEMENT 12	3	325.
4	Add lines 1, 2, and 3	4	4,053,757.
5	Decreases not included in line 2 (itemize) ROUNDING	5	7.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,053,750.

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 PUBLICLY TRADED SECURITIES						
b						
c						
d						
e						
(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 2,287,156.		1,864,330.	422,826.			
b						
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69						(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any				
a			422,826.			
b						
c						
d						
e						
2 Capital gain net income or (net capital loss)				2	422,826.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }						
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):				3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8						

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			
2011			
2010			
2009			
2008			

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

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', and 'Tax based on investment income'. Total tax due is 6,210.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political influence, tax returns, and substantial contributors. Includes a state code 'MD' for line 8a.

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 SEE STATEMENT 13 Telephone no
Located at ZIP+4
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15
16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16 Yes No X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country

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

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

1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No X
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No X
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) Yes No X
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)? 1b
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? Yes No X
If "Yes," list the years
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 X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No X
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
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

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
M&T TRUST COMPANY 1100 WEHRLE DRIVE 2ND FLOOR, BUFFALO, NY 14221	TRUSTEE 1	46,119.	-0-	-0-

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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 NONE

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		NONE

Total number of others receiving over \$50,000 for professional services **NONE**

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	

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	4,238,770.
b	Average of monthly cash balances	1b	184,910.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	4,423,680.
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	NONE
3	Subtract line 2 from line 1d	3	4,423,680.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	66,355.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	4,357,325.
6	Minimum investment return. Enter 5% of line 5	6	217,866.

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	217,866.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	9,038.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	9,038.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	208,828.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	208,828.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	208,828.

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	143,550.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	143,550.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	143,550.

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				208,828.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			143,544.	
b Total for prior years 20 11 ,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2013:				
a From 2008		NONE		
b From 2009		NONE		
c From 2010		NONE		
d From 2011		NONE		
e From 2012		NONE		
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 143,550.				
a Applied to 2012, but not more than line 2a			143,544.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount				6.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2013 . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				208,822.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2009	NONE			
b Excess from 2010	NONE			
c Excess from 2011	NONE			
d Excess from 2012	NONE			
e Excess from 2013	NONE			

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

NOT APPLICABLE

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					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
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).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization.					
(4) Gross investment income					

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).)

N/A

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.

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
FAHRNEY-KEEDY HOME ATTN: RICHARD BOWMAN 8507 MAPLEVILLE ROAD BOONSBORO MD 21713-1884	NONE	PC	ASSISTANCE FOR INDIGENT PATIENTS	143,550.
Total ▶ 3a				143,550.
b Approved for future payment				
Total ▶ 3b				

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash, (2) Other assets, b Other transactions: (1) Sales of assets to a noncharitable exempt organization, (2) Purchases of assets from a noncharitable exempt organization, (3) Rental of facilities, equipment, or other assets, (4) Reimbursement arrangements, (5) Loans or loan guarantees, (6) Performance of services or membership or fundraising solicitations, c Sharing of facilities, equipment, mailing lists, other assets, or paid employees, d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule.

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Sign Here

Michele L. Dore | 07/30/2014 | Asst. V.P.

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

M & T TRUST COMPANY

Paid Preparer Use Only

Print/Type preparer's name: MICHELE L DORE, EA; Preparer's signature: Michele L Dore; Date: 07/30/2014; Firm's name: ERNST & YOUNG U.S. LLP; Firm's address: 2100 EAST CARY STREET, SUITE 201 RICHMOND, VA 23223; Phone no: 804-727-3150

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990

OMB No 1545-0047

2013

Name of the organization

Employer identification number

HENRY GRAFF T/CHAR

52-6611473

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust not treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization HENRY GRAFF T/CHAR	Employer identification number 52-6611473
---	---

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	HENRY GRAFF T/A RES C/O M&T TRUST COMPANY BUFFALO, NY 14221	\$ 693,447.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	HENRY GRAFF T/A RES C/O M&T TRUST COMPANY BUFFALO, NY 14221	\$ 329,618.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES
 =====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
AT&T INC	91.	91.
ABBOTT LABORATORIES	28.	28.
ABBVIE INC	80.	80.
LSV VALUE EQUITY FUND STRATEGY	2,273.	2,273.
AIR PRODUCTS & CHEMICALS INC	28.	28.
ALBEMARLE CORPORATION	222.	222.
ALLERGAN INCORPORATED	10.	10.
ALTRIA GROUP INC	712.	712.
APACHE CORPORATION	53.	53.
APPLE COMPUTER INCORPORATED	756.	756.
ABERDEEN GLBL HIGH INC CL I	4,855.	4,855.
BANK OF AMERICA CORPORATED	6.	6.
BEST BUY INCORPORATED	33.	33.
BLACKROCK INCORPORATED CLASS A	343.	343.
BOEING COMPANY	56.	56.
BRISTOL MYERS SQUIBB COMPANY	441.	441.
BROWN-FORMAN CORP CL B	74.	74.
CME GROUP INC	415.	415.
CVS CORPORATION	68.	68.
CANADIAN PACIFIC RAILWAY LTD	108.	108.
CARNIVAL CORPORATION	171.	171.
CATERPILLAR INCORPORATED	79.	79.
CHEVRONTEXACO CORPORATION	480.	480.
CISCO SYSTEMS INCORPORATED	425.	425.
COCA COLA COMPANY	603.	603.
CONOCOPHILLIPS	505.	505.
CORNING INCORPORATED	275.	275.
CUMMINS ENGINE INCORPORATED	225.	225.
DWS FLOATING RATE CL I	860.	860.
DOMINION RESOURCES INCORPORATED NEW	115.	115.
DREYFUS INTERNATIONAL BOND CL I	44.	44.
DU PONT E I DE NEMOURS & COMPANY	52.	52.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DUKE ENERGY HOLDING CORP	128.	128.
E M C CORPORATION MASSACHUSETTS	236.	236.
EATON VANCE CORPORATION NON VOTING	296.	296.
ECOLAB INCORPORATED	48.	48.
ENERGIZER HOLDINGS INCORPORATED	220.	220.
EXXON MOBIL CORPORATION	575.	575.
FASTENAL COMPANY	182.	182.
FEDERATED ULTRA SHORT BOND CL I	50.	50.
FEDEX CORPORATION	35.	35.
GNMA POOL #354677 7.500% 10/15/23	16.	16.
GENERAL DYNAMICS CORPORATION	235.	235.
GENERAL ELECTRIC COMPANY	493.	493.
GOLDMAN SACHS GROUP INCORPORATED	107.	107.
HARBOR FUND INTERNATIONAL FUND OPEN	16,154.	16,154.
HERSHEY FOODS CORPORATION	73.	73.
HEWLETT PACKARD COMPANY	27.	27.
HOME DEPOT INCORPORATED	418.	418.
HUNT J B TRANSPORT SERVICES INC	98.	98.
T ROWE PRICE LRG CAP GROWTH FD INST	30.	30.
INTEL CORPORATION	482.	482.
INTERNATIONAL BUSINESS MACHINES CORP	821.	821.
ISHARES MSCI EAFE ETF	494.	494.
JP MORGAN CHASE & COMPANY	46.	46.
JOHNSON & JOHNSON	71.	71.
LILLY ELI & COMPANY	112.	112.
LITMAN GREGORY MSTRS INTL FD CL-INST	4,975.	4,975.
LOWES COMPANIES INCORPORATED	167.	167.
MFS EMERGING MARKETS DEBT FUND - I	7,015.	7,015.
MFS INTL NEW DISCOVERY CL I	2,946.	2,946.
MAINSTAY EPOCH GBLB EQTY YD FD CL-I	117.	117.
MCDONALDS CORPORATION	86.	86.
MEADWESTVACO CORPORATION	408.	408.
MEDTRONIC INCORPORATED	20.	20.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MERCK & CO INC	583.	583.
METLIFE INCORPORATED	54.	54.
MICROSOFT CORPORATION	296.	296.
MONSANTO COMPANY NEW	286.	286.
MORGAN STANLEY FOCUS GROWTH FD CL-I	1,732.	1,732.
NATIONAL-OILWELL INCORPORATED	42.	42.
NEWMARKET CORPORATION	259.	259.
PFIZER INCORPORATED	294.	294.
PHILIP MORRIS INTL INC	281.	281.
PHILLIPS 66	9.	9.
T. ROWE PRICE GROUP INCORPORATED	138.	138.
PROCTOR & GAMBLE CORPORATION	32.	32.
QUALCOMM INCORPORATED	276.	276.
RIDGEMORTH SEIX FLTNG RT HI INC FD I	3,325.	3,325.
SPDR S&P DIVIDEND ETF	13.	13.
SCHLUMBERGER LIMITED	130.	130.
SCHWAB CHARLES CORPORATION	68.	68.
SCOUT UNCONSTRAINED BOND CL I	13.	13.
STARBUCKS CORPORATION	193.	193.
STERLING CAPITAL MID-CAP VALUE CL-I	1,468.	1,468.
3M COMPANY	66.	66.
TRACTOR SUPPLY COMPANY	99.	99.
UNITED PARCEL SERVICE INC CLASS B	74.	74.
VERIZON COMMUNICATIONS	443.	443.
VISA INC	231.	231.
WAL MART STORES INCORPORATED	503.	503.
WELLS FARGO & COMPANY NEW	446.	446.
WILMINGTON PRIME MONEY MKT CL SLCT	22.	22.
WILMINGTON MULTI-MGR REAL ASSET - I	2,774.	2,774.
WILMINGTON SHORT-TERM CORP BOND -I	2,467.	2,467.
WILMINGTON SMALL CAP GROWTH FUND -I	176.	176.
WILMINGTON BROAD MARKET BOND FUND -I	5,166.	5,166.
WHITE MOUNTAINS INSURANCE GROUP INC	26.	26.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
ACE LIMITED	29.	29.
	-----	-----
TOTAL	73,681.	73,681.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TOTALS	6,343.	5,935.

FORM 990PF, PART I - TAXES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	27.	27.
FEDERAL TAXES PRIOR YEAR BALAN	740.	
FEDERAL ESTIMATES - PRINCIPAL	2,828.	
FOREIGN TAXES ON QUALIFIED FOR	789.	789.
FOREIGN TAXES ON NONQUALIFIED	1,211.	1,211.
TOTALS	5,595.	2,027.

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER ALLOCABLE EXPENSES - 2%	2,389.	2,389.
TOTALS	----- 2,389. =====	----- 2,389. =====

HENRY GRAFF T/CHAR

52-6611473

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
GNMA 7.5% DUE 10/15/2023	C	194.	215.
COCA COLA	C	5,275.	13,298.
BRISTOL MYERS SQUIBB	C	8,086.	16,229.
PFIZER	C	7,977.	11,699.
ARTIO GLOBAL HIGH INCOME	C		
ALEXION PHARMACEUTICALS	C	6,267.	15,504.
IBM	C	2,963.	11,002.
INTEL	C	8,648.	11,850.
VERIZON	C	6,524.	10,608.
HARBOR INTL	C	825,850.	957,885.
THE HERSHEY CO	C		
CUMMINS INC	C	15,292.	19,007.
LSV VALUE EQUITY	C		
WELLS FARGO	C	12,286.	20,650.
PRICELINE	C	13,288.	25,471.
MICROSOFT	C	5,091.	8,161.
CATAMARAN	C	15,713.	11,325.
ALTRIA GROUP	C	10,776.	14,841.
VISA INC	C	24,601.	41,738.
CAMERON INTL	C		
CITRIX SYSTEMS	C		
FASTENAL	C		
LAZARD EMERGING MARKETS	C		
BLACKROCK	C	14,330.	16,254.
CHIPOTLE MEXICAN GRILL	C	7,882.	11,964.
MORGAN STANLEY GROWTH	C	65,469.	79,387.
STARBUCKS	C	19,069.	22,033.
RIDGEWORTH SEIX	C	65,655.	69,584.
ENERGIZER HLDGS	C	11,465.	16,083.

HENRY GRAFF T/CHAR

52-6611473

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	----
MFS EMERGING MARKETS DEBT FUND	C		
EATON VANCE	C	4,813.	6,565.
ALBEMARLE CORP	C	11,479.	16,760.
FREEMPORT-MCMORAN COPPER & GOLD	C		
MONSANTO	C	19,222.	24,575.
NEWMARKET	C	6,529.	22,339.
AFFILIATED MANAGERS	C	14,444.	20,613.
FEDEX	C	4,810.	8,175.
AMAZON	C	14,890.	23,722.
LOWES COMPANIES	C	9,440.	13,865.
MICHAEL KORS HOLDINGS	C	18,215.	23,165.
CANADIAN PACIFIC RAILWAY	C	16,759.	19,964.
BROWN-FORMAN	C	2,848.	6,280.
PHILIP MORRIS INTL	C	8,582.	8,201.
WALMART	C	1,925.	11,159.
CHEVRON	C	12,699.	18,075.
CONOCOPHILLIPS	C	9,713.	14,565.
KINDER MORGAN MANAGEMENT LLC	C	4,344.	6,065.
SCHLUMBERGER	C		
BERKSHIRE HATHAWAY	C	13,355.	21,647.
LULULEMON ATHLETICA	C		
TRACTOR SUPPLY	C	13,717.	16,810.
WHITE MOUNTAINS INS GROUP	C	11,598.	16,695.
ALLERGAN	C		
CISCO SYSTEMS	C	8,847.	11,971.
J B HUNT TRANSPORT	C		
MEADWESTVACO	C	5,810.	8,674.
APPLE	C	7,799.	23,604.
COGNIZANT TECH	C		

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
EMC CORP MASS	C	12,412.	14,396.
GOOGLE INC CLASS A	C	12,011.	13,907.
QUALCOMM	C		
DUKE ENERGY	C		
LITMAN GREGORY MASTER SELECT	C	153,189.	221,188.
GENERAL DYNAMICS	C	9,467.	14,447.
GUINNESS ATKINSON CHINA	C		
CARMAX	C	18,559.	21,365.
WILMINGTON BROAD MARKET	C	140,191.	139,040.
WILMINGTON SHORT TERM CORP	C		
T ROWE PRICE INST LARGE CAP	C		
TIAA CREF MID CAP VALUE	C	39,958.	80,507.
WILMINGTON MID CAP GROWTH	C		
WILMINGTON SMALL CAP GROWTH	C	268,461.	338,426.
BIOGEN IDEC	C	116,170.	154,992.
CELGENE	C	12,960.	21,247.
CERNER	C	20,215.	23,228.
VERTEX	C	12,963.	15,698.
CORNING	C		
EBAY	C	8,823.	12,881.
LINKEDIN CORP	C		
TERADATA CORP	C		
DOMINION RESOURCES	C		
WILMINGTON MULTI-MGR REAL	C	235,449.	239,486.
DWS FLOATING RATE FUND	C	69,831.	69,390.
FPA NEW INCOME FUND	C	46,407.	46,452.
SCOUT UNCONSTRAINED BOND FUND	C	167,065.	167,065.
ECOLAB INC	C	17,030.	17,580.
PRECISION CASTPARTS CORP	C	12,238.	12,655.

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
ALLIANCE DATA SYSTEMS CORP	C	17,353.	18,868.
CARNIVAL CORPORATION	C	14,109.	14,781.
TWENTY-FIRST CENTURY FOX INC	C	16,250.	16,330.
MOHAWK INDUSTRIES INC	C	16,226.	16,154.
MONSTER BEVERAGE CORPORATION	C	15,215.	15,936.
HERSHEY COMPANY	C	2,917.	4,620.
APACHE CORP	C	12,467.	12,152.
FMC TECHNOLOGIES INC	C	15,823.	17,123.
HALLIBURTON HLDG	C	12,921.	13,749.
SCHWAB CHARLES CORP NEW	C	16,521.	20,072.
GILEAD SCIENCES INC	C	12,953.	27,628.
LILLY ELI & COMPANY	C	14,065.	14,184.
ADOBE SYSTEMS	C	19,758.	19,988.
FACEBOOK INC - A	C	18,776.	21,879.
GOOGLE INC CLASS C	C	17,285.	18,960.
SPLUNK INC	C	10,069.	9,168.
VMWARE INCORPORATED	C	16,234.	14,987.
MORGAN STANLEY SM CO GROWTH	C	78,892.	75,798.
STERLING CAPITAL MID-CAP VALUE	C	339,344.	343,308.
WILMINGTON MUL MGR ALTERNATIVE	C	232,034.	232,034.
MFS INTL NEW DISCOVERY FUND	C	217,311.	226,405.
ISHARES RUSSELL 2000 VALUE ETF	C	93,126.	94,162.
TOTALS		3,957,587.	4,620,513.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION -----	AMOUNT -----
MUTUAL FUND ADJUSTMENT	249.
COST BASIS ADJUSTMENT ON RETURN OF CAPITAL	76.

TOTAL	325.
	=====

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: M & T BANK
ATTN: DIANE RIMER
ADDRESS: 1100 WEHRLE DRIVE 2ND FLOOR
AMHERST, NY 14221

TELEPHONE NUMBER: (716)842-5506

AVERAGE MONTHLY FMV - 990PF, PART X, LINES 1a-1c
=====

MONTH -----	LINE 1a-FMV SECURITIES -----	LINE 1b-FMV CASH BALANCES -----	LINE 1c-FMV OTHER ASSETS -----
JANUARY	4,203,909.	401,596.	
FEBRUARY	4,632,733.	143,219.	
MARCH	4,610,531.	131,617.	
APRIL	4,620,508.	96,163.	
MAY	3,974,635.	100,451.	
JUNE	3,861,198.	128,451.	
JULY	4,030,456.	116,471.	
AUGUST	3,944,793.	104,198.	
SEPTEMBER	4,122,321.	97,207.	
OCTOBER	4,229,966.	83,875.	
NOVEMBER	4,291,144.	400,822.	
DECEMBER	4,343,049.	414,846.	
	-----	-----	-----
TOTAL	50,865,243.	2,218,916.	
	=====	=====	=====
AVERAGE FMV	4,238,770.	184,910.	
	=====	=====	=====

**SCHEDULE D
(Form 1041)**

Capital Gains and Losses

OMB No 1545-0092

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.
▶ Information about Schedule D and its separate instructions is at www.irs.gov/form1041

2013

Name of estate or trust

HENRY GRAFF T/CHAR

Employer identification number

52-6611473

Note: Form 5227 filers need to complete only Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

See instructions for how to figure the amounts to enter on the lines below.

This form may be easier to complete if you round off cents to whole dollars.

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with Box A checked				
2 Totals for all transactions reported on Form(s) 8949 with Box B checked				
3 Totals for all transactions reported on Form(s) 8949 with Box C checked	695,501.	666,496.		29,005.
4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824				4
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts				5
6 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet				6 ()
7 Net short-term capital gain or (loss). Combine lines 1a through 6 in column (h). Enter here and on line 17, column (3) on the back ▶				7 29,005.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below.

This form may be easier to complete if you round off cents to whole dollars.

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with Box D checked				
9 Totals for all transactions reported on Form(s) 8949 with Box E checked				
10 Totals for all transactions reported on Form(s) 8949 with Box F checked	1,546,922.	1,197,834.		349,088.
11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824				11
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts.				12
13 Capital gain distributions.				13 44,733.
14 Gain from Form 4797, Part I.				14
15 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet				15 ()
16 Net long-term capital gain or (loss). Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back ▶				16 393,821.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2013

JSA
3F1210 1 000

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
17	Net short-term gain or (loss)	17		29,005.
18	Net long-term gain or (loss):			
a	Total for year	18a		393,821.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh.)	18b		
c	28% rate gain	18c		
19	Total net gain or (loss). Combine lines 17 and 18a. ▶	19		422,826.

Note: If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 18a and 19, column (2), are net gains, go to Part V, and do not complete Part IV. If line 19, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

20	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 19, column (3) or b \$3,000	20	()
-----------	---	-----------	-----

Note: If the loss on line 19, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 18b, col. (2) or line 18c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part **only** if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col. (2) or line 18c, col. (2) is more than zero.

21	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34). . .	21		
22	Enter the smaller of line 18a or 19 in column (2) but not less than zero	22		
23	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . .	23		
24	Add lines 22 and 23	24		
25	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . ▶	25		
26	Subtract line 25 from line 24. If zero or less, enter -0-	26		
27	Subtract line 26 from line 21. If zero or less, enter -0-	27		
28	Enter the smaller of the amount on line 21 or \$2,450	28		
29	Enter the smaller of the amount on line 27 or line 28	29		
30	Subtract line 29 from line 28. If zero or less, enter -0-. This amount is taxed at 0% ▶	30		
31	Enter the smaller of line 21 or line 26	31		
32	Subtract line 30 from line 26	32		
33	Enter the smaller of line 21 or \$11,950	33		
34	Add lines 27 and 30	34		
35	Subtract line 34 from line 33. If zero or less, enter -0-	35		
36	Enter the smaller of line 32 or line 35	36		
37	Multiply line 36 by 15%. ▶	37		
38	Enter the amount from line 31	38		
39	Add lines 30 and 36	39		
40	Subtract line 39 from line 38. If zero or less, enter -0-	40		
41	Multiply line 40 by 20% ▶	41		
42	Figure the tax on the amount on line 27. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	42		
43	Add lines 37, 41, and 42	43		
44	Figure the tax on the amount on line 21. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	44		
45	Tax on all taxable income. Enter the smaller of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) ▶	45		

Sales and Other Dispositions of Capital Assets

Information about Form 8949 and its separate instructions is at www.irs.gov/form8949

2013

Department of the Treasury
Internal Revenue Service

File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

Attachment
Sequence No **12A**

Name(s) shown on return HENRY GRAFF T/CHAR	Social security number or taxpayer identification number 52-6611473
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Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part I Short-Term. Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box A, B, or C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

<input type="checkbox"/>	(A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
<input type="checkbox"/>	(B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
<input checked="" type="checkbox"/>	(C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	3.86 ALPINE INTL REAL EST CL-I	12/31/2012	09/19/2013	91.00	91.00			
	8. CERNER CORPORATION	04/25/2013	09/19/2013	396.00	369.00			27.00
	6. CONOCOPHILLIPS	04/25/2013	09/19/2013	424.00	350.00			74.00
	14.608 DREYFUS INTERNATION	12/27/2012	09/19/2013	240.00	254.00			-14.00
	184. EBAY INCORPORATED	09/21/2012	09/19/2013	10,066.00	9,145.00			921.00
	71.08 GOLDMAN SACHS GROWTH #1132	12/05/2012	09/19/2013	2,190.00	1,711.00			479.00
	210.508 GUINNESS ATKINSON KONG FD	12/27/2012	09/19/2013	6,450.00	5,728.00			722.00
	1.614 HARBOR CAPITAL APPRE #12	12/17/2012	09/19/2013	86.00	68.00			18.00
	3.387 T ROWE PRICE LRG CAP INST	12/19/2012	09/19/2013	83.00	64.00			19.00
	1689.445 LAZARD EMRG MARKE CL-I	04/25/2013	09/19/2013	33,434.00	32,645.00			789.00
	12.183 MAINSTAY EPOCH GLBL CL-I	03/28/2013	09/19/2013	229.00	205.00			24.00
	1.943 RS GLOBAL NATURAL RE	12/13/2012	09/19/2013	76.00	71.00			5.00
	8974.455 TIAA-CREF MID-CAP RETAIL CL	04/25/2013	09/19/2013	202,374.00	180,199.00			22,175.00
	128. TERADATA CORP	04/25/2013	09/19/2013	7,693.00	9,143.00			-1,450.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked)								

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.

Sales and Other Dispositions of Capital Assets

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2013

Department of the Treasury
Internal Revenue Service

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Attachment
Sequence No **12A**

Name(s) shown on return

Social security number or taxpayer identification number

HENRY GRAFF T/CHAR

52-6611473

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You must check Box A, B, or C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	3.762 CRM MID-CAP VALUE CL	12/12/2012	09/19/2013	143.00	114.00			29.00
	69.35 WILMINGTON BROAD MAR FUND -I	12/04/2012	09/19/2013	666.00	698.00			-32.00
	.3032 KINDER MORGAN MANAGE	09/19/2013	11/22/2013	23.00	23.00			
	.3381 KINDER MORGAN MANAGE	09/19/2013	02/19/2014	25.00	25.00			
	10. BERKSHIRE HATHAWAY INC	09/19/2013	04/14/2014	1,217.00	1,167.00			50.00
	6. BROWN-FORMAN CORP CL B	09/19/2013	04/14/2014	519.00	435.00			84.00
	118. CME GROUP INC	09/19/2013	04/14/2014	7,913.00	8,449.00			-536.00
	70. CAMERON INTERNATIONAL	09/19/2013	04/14/2014	4,313.00	4,270.00			43.00
	46. CITRIX SYSTEMS INCORPO	09/19/2013	04/14/2014	2,511.00	3,394.00			-883.00
	152. CORNING INCORPORATED	09/19/2013	04/14/2014	3,101.00	2,279.00			822.00
	96. EATON VANCE CORPORATIO	09/19/2013	04/14/2014	3,451.00	3,907.00			-456.00
	96. FASTENAL COMPANY	09/19/2013	04/14/2014	4,824.00	4,836.00			-12.00
	2. FEDEX CORPORATION	09/19/2013	04/14/2014	263.00	234.00			29.00
	12. GENERAL DYNAMICS CORPO	09/19/2013	04/14/2014	1,258.00	1,078.00			180.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ▶								

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.

Sales and Other Dispositions of Capital Assets

► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.
 ► File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

2013

Attachment Sequence No **12A**

Department of the Treasury
Internal Revenue Service

Name(s) shown on return

HENRY GRAFF T/CHAR

Social security number or taxpayer identification number

52-6611473

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

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Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box A, B, or C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example. 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
314.	HERTZ GLOBAL HOLDINGS	09/19/2013	04/14/2014	8,110.00	8,399.00			-289.00
164.	HUNT J B TRANSPORT SE	09/19/2013	04/14/2014	12,035.00	11,723.00			312.00
40.	LINKEDIN CORP A	09/19/2013	04/14/2014	6,628.00	8,110.00			-1,482.00
12.	NEWMARKET CORPORATION	09/19/2013	04/14/2014	4,640.00	3,521.00			1,119.00
42.	QUALCOMM INCORPORATED	09/19/2013	04/14/2014	3,312.00	2,923.00			389.00
10.	WELLS FARGO & COMPANY	09/19/2013	04/14/2014	477.00	432.00			45.00
512.	786 LSV VALUE EQUITY F	09/19/2013	04/15/2014	11,281.00	10,189.00			1,092.00
600.	442 ABERDEEN GLBL HIGH	12/20/2013	04/15/2014	6,125.00	6,048.00			77.00
2441.	405 DWS FLOATING RATE	02/11/2014	04/15/2014	23,096.00	23,169.00			-73.00
3275.	109 FEDERATED ULTRA S I	02/11/2014	04/15/2014	30,000.00	30,000.00			
7361.	942 LITMAN GREGORY MS CL-INST	09/19/2013	04/15/2014	130,380.00	123,705.00			6,675.00
5005.	194 MFS EMERGING MARK FUND - I	12/10/2013	04/15/2014	74,327.00	76,071.00			-1,744.00
272.	454 MFS INTL NEW DISCO	09/19/2013	04/15/2014	7,890.00	7,727.00			163.00
48.	214 MSIF GROWTH PORTFOL	04/02/2014	04/15/2014	1,758.00	1,883.00			-125.00

2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.

Name(s) shown on return (Name and SSN or taxpayer identification no. not required if shown on other side)

Social security number or taxpayer identification number

HENRY GRAFF T/CHAR

52-6611473

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later

Part II Long-Term. Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

(D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)

(E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS

(F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions.		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
2.13	GNMA POOL #354677 10/15/23	11/09/1994	05/15/2013	2.00	2.00			
.5109	KINDER MORGAN MANAGE	10/13/2009	05/23/2013	44.00	19.00			25.00
1.93	GNMA POOL #354677 10/15/23	11/09/1994	06/15/2013	2.00	2.00			
15.51	GNMA POOL #354677 10/15/23	11/09/1994	07/15/2013	16.00	16.00			
1.87	GNMA POOL #354677 10/15/23	11/09/1994	08/15/2013	2.00	2.00			
.7538	KINDER MORGAN MANAGE	10/13/2009	08/20/2013	60.00	28.00			32.00
1.89	GNMA POOL #354677 10/15/23	11/09/1994	09/15/2013	2.00	2.00			
202.	AT&T INC	09/16/2010	09/19/2013	7,031.00	5,654.00			1,377.00
200.	ABBOTT LABORATORIES	02/08/1995	09/19/2013	7,111.00	1,611.00			5,500.00
200.	ABBVIE INC	02/08/1995	09/19/2013	9,607.00	1,747.00			7,860.00
40.	AIR PRODUCTS & CHEMICA	09/16/2010	09/19/2013	4,434.00	3,265.00			1,169.00
96.	ALLERGAN INCORPORATED	10/13/2009	09/19/2013	8,556.00	5,437.00			3,119.00
919.879	ALPINE INTL REAL E CL-I	12/29/2011	09/19/2013	21,691.00	38,614.00			-16,923.00
42.	ALTRIA GROUP INC	04/27/2012	09/19/2013	1,510.00	1,347.00			163.00
<p>2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

Name(s) shown on return (Name and SSN or taxpayer identification no. not required if shown on other side)

Social security number or taxpayer identification number

HENRY GRAFF T/CHAR

52-6611473

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- (E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh. XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
318.	BANK OF AMERICA CORPO	09/16/2010	09/19/2013	4,661.00	4,322.00			339.00
98.	BEST BUY INCORPORATED	09/16/2010	09/19/2013	3,821.00	3,612.00			209.00
58.	BOEING COMPANY	09/16/2010	09/19/2013	6,934.00	3,642.00			3,292.00
300.	CVS CORPORATION	05/27/2005	09/19/2013	18,116.00	7,954.00			10,162.00
44.	CATERPILLAR INCORPORAT	09/16/2010	09/19/2013	3,849.00	3,155.00			694.00
506.	CISCO SYSTEMS INCORPO	09/16/2010	09/19/2013	12,406.00	14,371.00			-1,965.00
480.	COCA COLA COMPANY	09/16/2010	09/19/2013	18,963.00	11,243.00			7,720.00
162.	COGNIZANT TECHNOLOGY CORP	10/14/2009	09/19/2013	13,470.00	6,433.00			7,037.00
102.	DOMINION RESOURCES IN NEW	04/27/2012	09/19/2013	6,522.00	5,306.00			1,216.00
568.7	DREYFUS INTERNATIONA	08/01/2012	09/19/2013	9,361.00	9,419.00			-58.00
58.	DU PONT E I DE NEMOURS	09/16/2010	09/19/2013	3,503.00	2,500.00			1,003.00
83.	DUKE ENERGY HOLDING CO	10/14/2009	09/19/2013	5,670.00	3,898.00			1,772.00
346.	E M C CORPORATION MAS	04/27/2012	09/19/2013	9,379.00	8,462.00			917.00
456.	EXXON MOBIL CORPORATI	09/16/2010	09/19/2013	40,742.00	11,132.00			29,610.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ►								

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Social security number or taxpayer identification number

HENRY GRAFF T/CHAR

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- (E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	1298. GENERAL ELECTRIC COM	09/16/2010	09/19/2013	32,031.00	12,674.00			19,357.00
	107. GOLDMAN SACHS GROUP I	09/16/2010	09/19/2013	17,952.00	13,859.00			4,093.00
	1037.785 GOLDMAN SACHS GRO FD #1132	12/07/2011	09/19/2013	31,974.00	22,644.00			9,330.00
	606.202 GUINNESS ATKINSON KONG FD	04/27/2012	09/19/2013	18,574.00	19,708.00			-1,134.00
	403.429 HARBOR CAPITAL APP FUND #12	12/16/2011	09/19/2013	21,382.00	13,016.00			8,366.00
	94. HEWLETT PACKARD COMPAN	09/16/2010	09/19/2013	2,048.00	3,768.00			-1,720.00
	536. HOME DEPOT INCORPORAT	09/16/2010	09/19/2013	42,015.00	20,944.00			21,071.00
	157.384 T ROWE PRICE LRG C INST	12/19/2011	09/19/2013	3,861.00	2,240.00			1,621.00
	176. INTEL CORPORATION	11/18/2010	09/19/2013	4,208.00	3,706.00			502.00
	328. INTERNATIONAL BUSINES CORP	09/16/2010	09/19/2013	63,456.00	25,147.00			38,309.00
	388. ISHARES MSCI EAFE ETF	09/16/2010	09/19/2013	25,172.00	20,913.00			4,259.00
	120. JP MORGAN CHASE & COM	09/16/2010	09/19/2013	6,340.00	4,909.00			1,431.00
	54. JOHNSON & JOHNSON	09/16/2010	09/19/2013	4,865.00	3,310.00			1,555.00
	7519.359 LAZARD EMRG MARKE CL-I	04/27/2012	09/19/2013	148,808.00	136,370.00			12,438.00
<p>2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

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Social security number or taxpayer identification number

HENRY GRAFF T/CHAR

52-6611473

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Part II Long-Term. Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

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- (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
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1	(a) Description of property (Example: 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
114.	LILLY ELI & COMPANY	09/16/2010	09/19/2013	6,128.00	4,060.00			2,068.00
88.	LULULEMON ATHLETICA IN	08/15/2011	09/19/2013	6,509.00	5,061.00			1,448.00
537.96	MAINSTAY EPOCH GLBL CL-I	06/28/2012	09/19/2013	10,098.00	7,531.00			2,567.00
56.	MCDONALDS CORPORATION	09/16/2010	09/19/2013	5,448.00	4,186.00			1,262.00
24.	MEADWESTVACO CORPORATI	08/15/2011	09/19/2013	935.00	595.00			340.00
72.	MEDTRONIC INCORPORATED	09/16/2010	09/19/2013	3,878.00	2,411.00			1,467.00
678.	MERCK & CO INC	09/16/2010	09/19/2013	32,779.00	14,475.00			18,304.00
98.	METLIFE INCORPORATED	09/16/2010	09/19/2013	4,619.00	3,950.00			669.00
160.	MICROSOFT CORPORATION	09/16/2010	09/19/2013	5,372.00	4,033.00			1,339.00
80.	NATIONAL-OILWELL INCOR	09/16/2010	09/19/2013	6,358.00	3,283.00			3,075.00
14.	PHILLIPS 66	09/16/2010	09/19/2013	817.00	372.00			445.00
182.	T. ROWE PRICE GROUP I	09/16/2010	09/19/2013	13,400.00	9,749.00			3,651.00
54.	PROCTOR & GAMBLE CORPO	09/16/2010	09/19/2013	4,339.00	3,292.00			1,047.00
455.297	RS GLOBAL NATURAL FUND	12/15/2011	09/19/2013	17,843.00	14,150.00			3,693.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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32.	SPDR S&P DIVIDEND ETF	09/16/2010	09/19/2013	2,269.00	1,572.00			697.00
208.	SCHLUMBERGER LIMITED	08/15/2011	09/19/2013	18,540.00	13,008.00			5,532.00
1647.406	TIAA-CREF MID-CAP RETAIL CL	04/27/2012	09/19/2013	37,149.00	30,049.00			7,100.00
52.	3M COMPANY	09/16/2010	09/19/2013	6,348.00	4,397.00			1,951.00
60.	UNITED PARCEL SERVICE	09/16/2010	09/19/2013	5,473.00	3,997.00			1,476.00
58.	VERIZON COMMUNICATIONS	10/14/2009	09/19/2013	2,810.00	1,569.00			1,241.00
76.	VERTEX PHARMACEUTICALS	04/27/2012	09/19/2013	5,838.00	2,952.00			2,886.00
284.994	CRM MID-CAP VALUE	12/14/2011	09/19/2013	10,853.00	7,129.00			3,724.00
230.	WAL MART STORES INCOR	08/15/2011	09/19/2013	17,514.00	9,517.00			7,997.00
737.769	WILMINGTON SMALL C FUND -I	09/25/2007	09/19/2013	16,105.00	15,493.00			612.00
2957.35	WILMINGTON BROAD M FUND -I	12/02/2011	09/19/2013	28,391.00	29,204.00			-813.00
56.	ACE LIMITED	09/16/2010	09/19/2013	5,334.00	3,224.00			2,110.00
2.17	GNMA POOL #354677 10/15/23	11/09/1994	10/15/2013	2.00	2.00			
1.94	GNMA POOL #354677 10/15/23	11/09/1994	11/15/2013	2.00	2.00			
<p>2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

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1.92	GNMA POOL #354677 10/15/23	11/09/1994	12/15/2013	2.00	2.00			
1.93	GNMA POOL #354677 10/15/23	11/09/1994	01/15/2014	2.00	2.00			
1.95	GNMA POOL #354677 10/15/23	11/09/1994	02/15/2014	2.00	2.00			
3.79	GNMA POOL #354677 10/15/23	11/09/1994	03/15/2014	4.00	4.00			
22.	APPLE COMPUTER INCORPO	09/16/2010	04/14/2014	11,427.00	5,994.00			5,433.00
126.	CAMERON INTERNATIONAL	08/15/2011	04/14/2014	7,764.00	6,959.00			805.00
164.	CITRIX SYSTEMS INCORP	08/15/2011	04/14/2014	8,954.00	11,492.00			-2,538.00
120.	EATON VANCE CORPORATI VOTING	04/27/2012	04/14/2014	4,314.00	3,173.00			1,141.00
114.	FASTENAL COMPANY	09/21/2012	04/14/2014	5,728.00	4,968.00			760.00
4.	INTEL CORPORATION	10/14/2009	04/14/2014	106.00	84.00			22.00
16.	MICROSOFT CORPORATION	09/16/2010	04/14/2014	626.00	403.00			223.00
176.	QUALCOMM INCORPORATED	10/14/2009	04/14/2014	13,877.00	7,359.00			6,518.00
12.	WAL MART STORES INCORP	04/14/1993	04/14/2014	926.00	165.00			761.00
6551.833	LSV VALUE EQUITY STRATEGY	12/28/2012	04/15/2014	144,140.00	84,327.00			59,813.00
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