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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation STILLINGER CHAR		A Employer identification number 59-6734229	
Number and street (or P O box number if mail is not delivered to street address) 1525 W WT HARRIS BLVD D1114-044		B Telephone number (see instructions) (800) 352-3705	
City or town, state or province, country, and ZIP or foreign postal code CHARLOTTE, NC 28262		C If exemption application is pending, check here ▶ ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ▶ ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16)▶\$ 255,786		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐	
J Accounting method ☐ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1	1		
	4 Dividends and interest from securities.	5,172	5,061		
	5a Gross rents	242	242		
	b Net rental income or (loss) _____ 242				
	6a Net gain or (loss) from sale of assets not on line 10	7,032			
	b Gross sales price for all assets on line 6a _____ 93,027				
	7 Capital gain net income (from Part IV , line 2)		7,032		
	8 Net short-term capital gain			0	
	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)	1,500			
	12 Total. Add lines 1 through 11	13,947	12,336		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	4,200	3,150		1,050
	14 Other employee salaries and wages		0	0	0
	15 Pension plans, employee benefits		0	0	
	16a Legal fees (attach schedule)				0
	b Accounting fees (attach schedule)	1,000	0	0	1,000
	c Other professional fees (attach schedule)				0
	17 Interest				0
	18 Taxes (attach schedule) (see instructions)	164	90		0
	19 Depreciation (attach schedule) and depletion	0	0		
	20 Occupancy				
	21 Travel, conferences, and meetings		0	0	
	22 Printing and publications		0	0	
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	5,364	3,240	0	2,050
	25 Contributions, gifts, grants paid	11,500			11,500
	26 Total expenses and disbursements. Add lines 24 and 25	16,864	3,240	0	13,550
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-2,917			
	b Net investment income (if negative, enter -0-)		9,096		
	c Adjusted net income (if negative, enter -0-)			0	

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	6,196	9,082	9,082
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0
	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 ▶ _____ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)		 4,292	4,297
	b	Investments—corporate stock (attach schedule)	142,799	 121,879	151,276
	c	Investments—corporate bonds (attach schedule).	75,896	 86,898	90,016
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1 	1	1,115
	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)	224,892	222,152	255,786
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	224,892	222,152	
	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 page 17 of the instructions)	224,892	222,152	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	224,892	222,152	

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	224,892
2	Enter amount from Part I, line 27a	2	-2,917
3	Other increases not included in line 2 (itemize) ▶ 	3	396
4	Add lines 1, 2, and 3	4	222,371
5	Decreases not included in line 2 (itemize) ▶ 	5	219
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	222,152

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 Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

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

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

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	7,032
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 page 18 of 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 page 18 of the instructions)		
1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	182
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	182
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	182
6 Credits/Payments		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	112
b Exempt foreign organizations—tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	0
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d.	7	112
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.	8	0
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	70
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 0 Refunded	11	0

Part VII-A Statements Regarding Activities			
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for 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>	1b		No
c Did the foundation file Form 1120-POL for this year?	1c		No
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>	2		No
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>	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
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>	5		No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
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>	7	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions): ☐ FL _____			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes	
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>	9		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address				
14	The books are in care of Wells Fargo Bank NA Telephone no (800) 352-3705 Located at 1 WEST 4TH ST 6TH FLOOR WINSTON SALEM NC ZIP+4 271013818			
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.			
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 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

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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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). 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 page 20 of the instructions)? 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		No
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? 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). 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?			
3b	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		No
4b	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		No

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)?	5b		
	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?	6b		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?	7b		

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 NA 1525 W WT Harris Blvd D1114-044 Charlotte, NC 282881161	Trustee 40	4,200		
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.		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
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	
2	
All other program-related investments. See page 24 of the instructions.	
3	
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	247,251
b	Average of monthly cash balances.	1b	8,567
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	255,818
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	255,818
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	3,837
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	251,981
6	Minimum investment return. Enter 5% of line 5.	6	12,599

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	12,599
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	182
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	182
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	12,417
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	12,417
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	12,417

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	13,550
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	13,550
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	13,550
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				12,417
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			10,109	
b Total for prior years 2011 , 20__ , 20__		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.				0
b From 2009.				0
c From 2010.				0
d From 2011.				0
e From 2012.				0
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 13,550				
a Applied to 2012, but not more than line 2a			10,109	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2013 distributable amount.				3,441
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
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.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
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				8,976
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2009. . . .				0
b Excess from 2010. . . .				0
c Excess from 2011. . . .				0
d Excess from 2012. . . .				0
e Excess from 2013. . . .				0

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

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 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	
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 XVSupplementary Information (Complete this part only if the organization 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))

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

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

Porges Hamlin Knowles and Poruty
1205 Manatee Avenue West
Bradenton, FL 34205
(941) 748-3770

b

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

Directions of the committee are furnished to the trustee in writing and distributions are made by the trustee in accordance with those directions

c

Any submission deadlines

May

d

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

Grants are for charitable, scientific, literary or educational function or activities within Manatee County Fla

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 Additional Data Table				
Total			3a	11,500
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

[illegible]

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
240 236 AQR MANAGED FUTURES STR-I #15213		2013-07-12	2013-10-09
52 ARTISAN FDS INC INTL FD INVESTOR CLASS		2011-02-03	2013-07-10
19 ARTISAN FDS INC INTL FD INVESTOR CLASS		2011-02-03	2013-10-09
14 ARTISAN FDS INC INTL FD INVESTOR CLASS		2011-02-03	2014-01-21
9 586 ARTISAN MID CAP FUND-INS #1333		2013-07-12	2013-10-09
6 414 ARTISAN MID CAP FUND-INS #1333		2012-04-10	2013-10-09
31 ARTISAN MID CAP FUND-INS #1333		2013-02-11	2014-04-22
307 CREDIT SUISSE COMM RET ST-I #2156		2010-12-08	2013-10-09
155 CREDIT SUISSE COMM RET ST-I #2156		2010-12-08	2014-03-31
87 DIAMOND HILL LONG-SHORT FD CL I #11		2011-02-03	2013-07-10
14 DIAMOND HILL LONG-SHORT FD CL I #11		2012-08-10	2014-03-31
32 DODGE & COX INT'L STOCK FD # 1048		2008-11-25	2013-07-10
19 DODGE & COX INT'L STOCK FD # 1048		2008-11-25	2013-10-09
11 DODGE & COX INT'L STOCK FD # 1048		2008-11-25	2014-01-21
12 DODGE & COX INT'L STOCK FD # 1048		2008-11-25	2014-03-31
199 DODGE & COX INCOME FD COM		2013-02-11	2013-07-10
37 DODGE & COX INCOME FD COM		2013-02-11	2014-01-21
44 DODGE & COX INCOME FD COM		2013-02-11	2014-03-31
262 DREYFUS EMG MKT DEBT LOC C-I #6083		2012-08-10	2013-10-10
25 DREYFUS EMG MKT DEBT LOC C-I #6083		2011-02-03	2014-03-31
220 DRIEHAUS ACTIVE INCOME FUND		2013-07-12	2014-01-21
25 DRIEHAUS ACTIVE INCOME FUND		2013-07-12	2014-03-31
8 FLEMING CAP MUTUAL FUND GROUP J P MORGAN MID CAP VALUE FUND		2011-02-03	2013-07-10
11 FLEMING CAP MUTUAL FUND GROUP J P MORGAN MID CAP VALUE FUND		2011-02-03	2014-03-31
318 289 GATEWAY FUND - Y #1986		2013-02-11	2013-07-10
32 688 HARBOR FD CAP APPRECIATION		2012-05-10	2013-07-10
61 312 HARBOR FD CAP APPRECIATION		2013-02-11	2013-07-10
17 HARBOR FD CAP APPRECIATION		2011-02-03	2013-10-09
21 HARBOR FD CAP APPRECIATION		2012-11-19	2014-01-21
31 ISHARES S&P 500 INDEX FUND		2010-12-06	2013-07-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
3 ISHARES S&P 500 INDEX FUND		2012-08-08	2014-03-31
681 JPMORGAN HIGH YIELD FUND SS #3580		2014-04-02	2014-04-22
32 299 KALMAR GR W/ VAL SM CAP-INS #4		2013-02-11	2014-01-21
10 KEELEY SMALL CAP VAL FD CL I #2251		2010-12-08	2014-01-21
28 LAUDUS MONDRIAN INT GV FI-INST #2940		2010-12-08	2014-03-31
128 629 LAUDUS MONDRIAN INT GV FI-INST #2940		2014-01-23	2014-04-22
390 834 LAUDUS MONDRIAN INT GV FI-INST #2940		2010-12-08	2014-04-22
72 23 MFS VALUE FUND-CLASS I #893		2012-02-14	2013-07-10
37 77 MFS VALUE FUND-CLASS I #893		2013-02-11	2013-07-10
15 MFS VALUE FUND-CLASS I #893		2012-02-14	2014-01-21
10 MFS VALUE FUND-CLASS I #893		2012-02-14	2014-03-31
70 ASG GLOBAL ALTERNATIVES-Y #1993		2013-07-12	2014-01-21
57 OPPENHEIMER DEVELOPING MKT-Y #788		2010-12-08	2013-10-09
11 OPPENHEIMER DEVELOPING MKT-Y #788		2013-02-11	2014-03-31
7 OPPENHEIMER DEVELOPING MKT-Y #788		2013-02-11	2014-04-22
63 682 PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD INSTL CL		2012-08-10	2013-07-10
149 318 PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD INSTL CL		2012-05-10	2013-07-10
45 855 PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD INSTL CL		2012-05-10	2014-04-01
27 145 PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD INSTL CL		2013-10-11	2014-04-01
24 PIMCO FOREIGN BOND FUND-INST		2011-08-12	2014-04-22
403 112 RIDGEWORTH SEIX HY BD-I #5855		2011-02-03	2014-01-21
203 888 RIDGEWORTH SEIX HY BD-I #5855		2013-10-11	2014-01-21
658 92 RIDGEWORTH SEIX HY BD-I #5855		2011-10-24	2014-03-31
216 ROWE T PRICE SHORT TERM BD FD INC		2013-02-11	2014-04-22
43 VANGARD MSCI EMERGING MARKETS EFT		2010-12-06	2013-10-09
42 VANGARD MSCI EMERGING MARKETS EFT		2011-02-01	2014-01-21
53 VANGARD MSCI EMERGING MARKETS EFT		2013-02-07	2014-01-21
8 VANGARD MSCI EMERGING MARKETS EFT		2011-02-01	2014-04-22
5 VANGUARD REIT VIPER		2013-07-10	2014-03-31
3 VANGUARD REIT VIPER		2012-11-19	2014-03-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CAPITAL GAIN DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,362		2,446	-84
1,379		1,165	214
532		426	106
424		314	110
469		451	18
314		255	59
1,545		1,292	253
2,247		2,926	-679
1,189		1,477	-288
1,822		1,469	353
321		250	71
1,190		716	474
761		425	336
475		246	229
531		269	262
2,673		2,760	-87
505		513	-8
602		610	-8
3,728		3,838	-110
347		362	-15
2,376		2,362	14
269		268	1
266		192	74
399		264	135
8,925		8,754	171
1,575		1,369	206
2,955		2,729	226
863		642	221
1,208		813	395
5,141		3,826	1,315

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
564		422	142
5,523		5,509	14
726		558	168
385		243	142
305		323	-18
1,406		1,376	30
4,272		4,468	-196
2,188		1,739	449
1,144		1,033	111
497		361	136
335		241	94
800		805	-5
2,093		1,989	104
406		393	13
262		250	12
679		729	-50
1,593		1,680	-87
494		516	-22
292		294	-2
259		254	5
3,975		4,012	-37
2,010		2,048	-38
6,556		6,395	161
1,035		1,045	-10
1,761		2,056	-295
1,650		2,000	-350
2,082		2,331	-249
330		380	-50
354		349	5
212		187	25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
			2,834

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-84
			214
			106
			110
			18
			59
			253
			-679
			-288
			353
			71
			474
			336
			229
			262
			-87
			-8
			-8
			-110
			-15
			14
			1
			74
			135
			171
			206
			226
			221
			395
			1,315

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			142
			14
			168
			142
			-18
			30
			-196
			449
			111
			136
			94
			-5
			104
			13
			12
			-50
			-87
			-22
			-2
			5
			-37
			-38
			161
			-10
			-295
			-350
			-249
			-50
			5
			25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	

Form 990PF Part XV Line 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				
Boys and Girls Clubs of Manatee Cty POB 280 Bradenton,FL 34206	NONE	PC	GENERAL	2,500
Manatee Glens-Children Day Program POB 9478 Bradenton,FL 34206	NONE	PC	GENERAL SUPPORT	1,000
Manatee Players 102 OLD MAIN ST Bradenton,FL 34205	NONE	PC	SUPPORT	1,500
Planned Parenthood of SW 738 CENTRAL AVE Sarasota,FL 34326	NONE	PC	GENERAL SUPPORT	2,000
Meals on Wheels Plus of Mantee Inc 811 23RD AVE EAST Bradenton,FL 34208	NONE	PC	GENERAL SUPPORT	250
Humane Society of Mantee County 2515 14TH ST Bradenton,FL 34205	NONE	PC	SUPPORT	250
Hope Family Services Inc POB 1624 Bradenton,FL 34206	NONE	PC	GENERAL SUPPORT	250
Southeastern Guide Dogs Inc 4210 77TH STREET EAST Palmetto,FL 34221	NONE	PC	GENERAL SUPPORT	250
Women's Resource Center o 1926 MANATEE AVE WEST Bradenton,FL 34205	NONE	PC	GENERAL	250
Famly Partnership Center 918 14 ST WEST Bradenton,FL 34205	NONE	PC	GENERAL	1,000
Our Daily Bread POB 9544 Bradenton,FL 34206	NONE	PC	GENERAL SUPPORT	1,000
Foundation of Dreams 16110 DREAM OAKS PLACE Bradenton,FL 34212	NONE	PC	GENERAL SUPPORT	1,250
Total  3a				11,500

TY 2013 Accounting Fees Schedule

Name: STILLINGER CHAR

EIN: 59-6734229

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	1,000			1,000

**TY 2013 Investments Corporate
Bonds Schedule****Name:** STILLINGER CHAR**EIN:** 59-6734229

Name of Bond	End of Year Book Value	End of Year Fair Market Value
256210105 DODGE & COX INCOME F	16,038	18,276
261980494 DREYFUS EMG MKT DEBT	9,094	8,984
262028855 DRIEHAUS ACTIVE INCO	9,944	10,088
51855Q655 LAUDUS MONDRIAN INTL		
693390700 PIMCO TOTAL RET FD-I	17,543	18,252
693390882 PIMCO FOREIGN BD FD	5,600	5,693
76628T645 RIDGEWORTH SEIX HY B		
77957P105 T ROWE PRICE SHORT T	11,697	11,656
261980668 DREYFUS INTERNATL BO	5,688	5,705
315920702 FID ADV EMER MKTS IN	3,796	3,869
4812C0803 JPMORGAN HIGH YIELD	4,531	4,540
77958B402 T ROWE PRICE INST FL	2,967	2,953

TY 2013 Investments Corporate
Stock Schedule

Name: STILLINGER CHAR
EIN: 59-6734229

Name of Stock	End of Year Book Value	End of Year Fair Market Value
04314H204 ARTISAN INTERNATIONA	8,375	11,606
04314H600 ARTISAN MID CAP FUND	6,755	8,112
22544R305 CREDIT SUISSE COMM R	12,668	11,573
25264S833 DIAMOND HILL LONG-SH	3,634	5,083
256206103 DODGE & COX INT'L ST	5,765	11,532
339128100 JP MORGAN MID CAP VA	5,994	8,394
411511504 HARBOR CAPITAL APRCT	11,412	16,852
448108100 HUSSMAN STRATEGIC GR		
464287200 ISHARES CORE S & P 5	3,203	4,549
487300808 KEELEY SMALL CAP VAL	3,003	4,808
552983694 MFS VALUE FUND-CLASS	8,124	11,463
56063J302 MAINSTAY EP US EQUIT		
589509108 MERGER FD SH BEN INT	7,765	7,863
683974505 OPPENHEIMER DEVELOPI	11,633	12,323
78463X863 SPDR DJ WILSHIRE INT	8,226	9,140
87234N849 TCW SMALL CAP GROWTH		
922042858 VANGUARD FTSE EMERGI	4,221	4,094
922908553 VANGUARD REIT VIPER	6,838	9,190
367829884 GATEWAY FUND - Y #19		
483438206 KALMAR GR W/VAL SM C		
277923728 EATON VANCE GLOBAL M	3,962	3,861
483438305 KALMAR GR W/ VAL SM	3,759	4,570
63872T885 ASG GLOBAL ALTERNATI	6,542	6,263

**TY 2013 Investments Government
Obligations Schedule****Name:** STILLINGER CHAR**EIN:** 59-6734229**US Government Securities - End of****Year Book Value:**

4,292

US Government Securities - End of**Year Fair Market Value:**

4,297

**State & Local Government
Securities - End of Year Book
Value:****State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2013 Investments - Other Schedule

Name: STILLINGER CHAR
EIN: 59-6734229

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
256210105 DODGE & COX INCOME F			
261980494 DREYFUS EMG MKT DEBT			
51855Q655 LAUDUS MONDRIAN INTL			
693390700 PIMCO TOTAL RET FD-I			
76628T645 RIDGEWORTH SEIX HY B			
77957P105 T ROWE PRICE SHORT T			
38142Y401 GOLDMAN SACHS GROWTH			
411511504 HARBOR CAPITAL APPRE			
464287200 ISHARES S & P 500 IN			
339128100 JPMORGAN MID CAP			
487300808 KEELEY SMALL CAP			
56063J302 MAINSTAY EPOCH U.S.			
552983694 MFS VALUE FUND-CLASS			
87234N849 TCW SMALL CAP			
04314H204 ARTISAN INERNATIONAL			
256206103 DODGE & COX INTER			
683974505 OPPENHEIMER DEVELOPI			
922042858 VANGUARD MSCI			
25264S833 DIAMOND HILL LONG-SH			
448108100 HUSSMAN STRATEGIC GR			
589509108 MERGER FD SH BEN			
22544R305 CREDIT SUISSE COMMODO			
78463X863 SPDR DJ WILSHIRE			
922908553 VANGUARD REIT VIPER			
99RE45297 MILLER COUNTY, ARKAN	AT COST	1	1,115
693390882 PIMCO FOREIGN BD FD			

TY 2013 Other Decreases Schedule

Name: STILLINGER CHAR

EIN: 59-6734229

Description	Amount
MUTUAL FUND TAX EFFECTIVE DATE AFTER TYE	134
ROC BASIS ADJUSTMENT	85

TY 2013 Other Income Schedule

Name: STILLINGER CHAR

EIN: 59-6734229

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
GRANT RECOVERY	1,500	0	

TY 2013 Other Increases Schedule**Name:** STILLINGER CHAR**EIN:** 59-6734229

Description	Amount
MUTUAL FUND TAX EFFECTIVE DATE BEFORE TYE	130
ROUNDING	5
SALES WITH GAIN POSTING NEXT YEAR EFFECTIVE CURRENT TAX	230
WASH SALE	31

TY 2013 Taxes Schedule**Name:** STILLINGER CHAR**EIN:** 59-6734229

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ESTIMATED TAX	74	0		0
FOREIGN TAX	72	72		0
MIN INT TAX	18	18		0