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Form **990-PF**

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

OMB No 1545-0052

**2013**

Department of the Treasury  
Internal Revenue Service

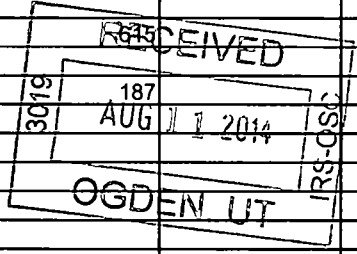
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Open to Public Inspection

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

Name of foundation <b>LEE ARTHUR C/T</b>			A Employer identification number <b>63-6110715</b>	
Number and street (or P O box number if mail is not delivered to street address) <b>Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041</b>		Room/suite	B Telephone number (see instructions) <b>(888) 730-4933</b>	
City or town <b>Winston Salem</b>	State <b>NC</b>	ZIP code <b>27101-3818</b>		
Foreign country name	Foreign province/state/county	Foreign postal code	C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change			D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ <b>1,194,519</b>		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
		(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)
<b>Revenue</b>	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	31,115	31,115		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	37,750			
	b Gross sales price for all assets on line 6a <b>1,099,235</b>				
	7 Capital gain net income (from Part IV, line 2)		37,750		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 <b>Total.</b> Add lines 1 through 11	68,865	68,865	0		
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc	16,779	12,584		4,195
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	3,687			3,687
	b Accounting fees (attach schedule)	600			600
	c Other professional fees (attach schedule)	820			205
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	623			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23	22,509	13,386	0	8,687
	25 Contributions, gifts, grants paid	44,916			44,916
26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	67,425	13,386	0	53,603	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	1,440				
b Net investment income (if negative, enter -0-)		55,479			
c Adjusted net income (if negative, enter -0-)			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	147,246	28,773	28,773
	3	Accounts receivable			
		Less allowance for doubtful accounts			
	4	Pledges receivable			
		Less allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule)			
		Less allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)		120,628	180,603
	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)	942,079	941,470	985,143	
14	Land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule)				
15	Other assets (describe )				
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	1,089,325	1,090,871	1,194,519	
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	<b>Total liabilities</b> (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	1,089,325	1,090,871	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	<b>Total net assets or fund balances</b> (see instructions)	1,089,325	1,090,871		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	1,089,325	1,090,871		

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)	1,089,325
2	Enter amount from Part I, line 27a	1,440
3	Other increases not included in line 2 (itemize) <b>COST BASIS ADJUSTMENT</b>	106
4	Add lines 1, 2, and 3	1,090,871
5	Decreases not included in line 2 (itemize)	
6	<b>Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30</b>	1,090,871

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	See Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a			0	
b			0	
c			0	
d			0	
e			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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			0	
b			0	
c			0	
d			0	
e			0	
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	37,750
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	53,107	1,162,033	0.045702
2011	53,016	1,148,537	0.046160
2010	49,014	1,231,789	0.039791
2009	47,013	1,034,112	0.045462
2008	46,578	1,014,481	0.045913
2	Total of line 1, column (d)		2 0.223028
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3 0.044606
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5		4 1,130,842
5	Multiply line 4 by line 3		5 50,442
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 555
7	Add lines 5 and 6		7 50,997
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions		8 53,603

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

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	<b>1</b>	555	
<b>c</b>	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>2</b>	0	
<b>3</b>	Add lines 1 and 2	<b>3</b>	555	
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>4</b>		
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0-	<b>5</b>	555	
<b>6</b>	<b>Credits/Payments</b>			
<b>a</b>	2013 estimated tax payments and 2012 overpayment credited to 2013	<b>6a</b>	394	
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>		
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>		
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>		
<b>7</b>	Total credits and payments Add lines 6a through 6d	<b>7</b>	394	
<b>8</b>	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>		
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter amount owed	<b>9</b>	161	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	<b>10</b>	0	
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	0	

**Part VII-A Statements Regarding Activities**

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

**Part VII-A Statements Regarding Activities (continued)**

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

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

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

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

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

<b>5a</b>	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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
<b>b</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)?			<b>5b</b> N/A
	Organizations relying on a current notice regarding disaster assistance check here		<input type="checkbox"/>	
<b>c</b>	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? N/A	<input type="checkbox"/> Yes	<input type="checkbox"/> No	
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
<b>6a</b>	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
<b>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			<b>6b</b> X
	<i>If "Yes" to 6b, file Form 8870</i>			
<b>7a</b>	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
<b>b</b>	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			<b>7b</b> N/A

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank N.A. Trust Tax Dept 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	TRUSTEE 4 00	16,779		

**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 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount	
1 NONE		
2		
All other program-related investments See instructions		
3 NONE		
Total. Add lines 1 through 3		▶ 0

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	1,043,836
<b>b</b>	Average of monthly cash balances	<b>1b</b>	104,227
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	1,148,063
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	1,148,063
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	17,221
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	1,130,842
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	56,542

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	56,542
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2a</b>	555
<b>b</b>	Income tax for 2013. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	555
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	55,987
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	55,987
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	55,987

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	53,603
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	53,603
<b>5</b>	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)	<b>5</b>	555
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	53,048

**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
<b>1</b> Distributable amount for 2013 from Part XI, line 7				55,987
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only			27,506	
<b>b</b> Total for prior years. 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2013				
<b>a</b> From 2008				
<b>b</b> From 2009				
<b>c</b> From 2010				
<b>d</b> From 2011				
<b>e</b> From 2012				
<b>f</b> Total of lines 3a through e	0			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4. ▶ \$ 53,603				
<b>a</b> Applied to 2012, but not more than line 2a			27,506	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)				
<b>d</b> Applied to 2013 distributable amount				26,097
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e. Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions				
<b>e</b> Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
<b>f</b> Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				29,890
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2009				
<b>b</b> Excess from 2010				
<b>c</b> Excess from 2011				
<b>d</b> Excess from 2012				
<b>e</b> Excess from 2013				

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

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶
- b** Check box to indicate whether the foundation is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

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

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

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

NONE

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

NONE

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

- a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed.
- 
- b** The form in which applications should be submitted and information and materials they should include
- 
- c** Any submission deadlines
- 
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors.

**Part XV** Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p><b>a</b> Paid during the year See Attached Statement</p>				
<p><b>Total</b></p>			▶ <b>3a</b>	44,916
<p><b>b</b> Approved for future payment NONE</p>				
<p><b>Total</b></p>			▶ <b>3b</b>	0





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

Recipient(s) paid during the year

**Name**

PEOPLE TO PEOPLE HEALTH FD INCATTENTION

**Street**

255 CARTER HALL LANE

**City**

MILLWOOD

**State**

VA

**Zip Code**

22646

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

2,246

**Name**

SALVATION ARMY ATTENTION CAPT BERT LIND

**Street**

PO BOX 218

**City**

ANNISTON

**State**

AL

**Zip Code**

36202

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

2,246

**Name**

GIRL SCOUTS OF N CENTRAL AL ATTN SHELIA SMITH VP OF FIN

**Street**

105 HEATHERBROOKE PARK DRIVE

**City**

BIRMINGHAM

**State**

AL

**Zip Code**

35242

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

2,246

**Name**

GREATER ALA COUNCIL NO01 INC

**Street**

PO BOX 43307

**City**

BIRMINGHAM

**State**

AL

**Zip Code**

35243

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

2,246

**Name**

FIRST UNITED METHODIST CHURCH ATT LAURA FULLER

**Street**

PO BOX 1789

**City**

ANNISTON

**State**

AL

**Zip Code**

36202

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

31,441

**Name**

THE BOYS AND GILRS CLUB ATT JOHNNY BYRD

**Street**

PO BOX 2347

**City**

ANNISTON

**State**

AL

**Zip Code**

36202

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

2,246

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

Recipient(s) paid during the year

Name

YMCA OF CALHOUN COUNTY ATTN JERRY ADKINS

Street

29 W 14TH ST

City

ANNISTON

State

AL

Zip Code

36201

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,245

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

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

Check "X" to include in Part IV	Long Term CG Distributions	Short Term CG Distributions	Amount	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	AT&T INC	2,500%	8154	00206RAV4		6/17/2013		1/8/2014	12,319	12,404				0	-85
2	X	AT&T INC	2,500%	8154	00206RAV4		9/4/2013		1/8/2014	5,133	5,168				0	-35
3	X	AMERICAN EXPRESS CO	7.2%		029616BA6		9/4/2013		10/11/2013	10,386	10,472				0	-86
4	X	AMGEN INC			031162100		6/29/2009		8/28/2013	658	336				0	322
5	X	AMGEN INC			031162100		4/29/2009		8/28/2013	658	336				0	322
6	X	AMGEN INC	5.700%	270	031162100		12/15/2008		1/8/2014	2,740	1,399				0	1,341
7	X	AMGEN INC	5.700%	270	031162AZ3		2/13/2013		8/28/2013	11,524	11,814				0	-290
8	X	BANK OF AMERICA CORP	5.6%		06051GEC9		6/17/2013		1/8/2014	2,939	2,939				0	-155
9	X	BRISTOL MYERS SQUIBB CO			110122108		4/29/2009		8/28/2013	797	420				0	377
10	X	BRISTOL MYERS SQUIBB CO			110122108		6/29/2009		8/28/2013	545	287				0	258
11	X	BRISTOL MYERS SQUIBB CO			110122108		1/24/2008		8/28/2013	2,663	1,414				0	1,269
12	X	ISHARES MBS ETF			464288588		9/4/2013		1/8/2014	6,289	6,352				0	-63
13	X	ISHARES MBS ETF			464288588		6/25/2013		10/11/2013	2,558	2,551				0	7
14	X	ISHARES MBS ETF			464288366		6/25/2013		1/8/2014	9,896	9,950				0	-54
15	X	ISHARES MBS ETF			464288366		9/4/2013		1/8/2014	1,776	1,786				0	-10
16	X	CAPITAL ONE FINANCIAL CORP			14040R105		2/13/2013		4/17/2014	3,024	2,212				0	812
17	X	CARDINAL HEALTH INC			14148Y108		3/18/2010		8/28/2013	3,754	2,668				0	1,086
18	X	CHEVRON CORP	4.950%		150870103		2/13/2013		8/28/2013	2,200	2,274				0	-74
19	X	CHEVRON CORP	4.950%		150870103		1/17/2011		8/28/2013	6,269	2,877				0	3,392
20	X	CHEVRON CORP	4.950%		166751A16		6/17/2013		1/8/2014	11,335	11,594				0	-259
21	X	CHEVRON CORP	4.950%		166751A16		9/4/2013		1/8/2014	5,668	5,797				0	-129
22	X	CREDIT SUISSE	FB USA 5.12%		22541LAM5		1/21/2004		1/15/2014	50,000	50,853				0	-853
23	X	DANAHER CORP			239851102		1/14/2010		8/28/2013	4,062	2,174				0	1,888
24	X	DIRECTV HLDG/IN INC	3.500%		25459HA71		3/19/2012		1/8/2014	7,342	7,421				0	-79
25	X	DODGE & COX INCOME FUND			256210105		6/17/2013		1/8/2014	75,550	75,000				0	550
26	X	DOW CHEMICAL CO	THE 4.1%		260543CF8		6/18/2007		1/8/2014	7,252	7,148				0	104
27	X	DUKE ENERGY HOLDING CORP			26203E836		9/15/2011		1/8/2014	11,584	12,000				0	-416
28	X	DUKE ENERGY HOLDING CORP			26441C204		6/17/2013		1/8/2014	2,908	2,559				0	349
29	X	FED HOME LN MTG CORP	3.7%		3137EAC45		6/17/2013		10/11/2013	16,489	16,678				0	-179
30	X	FED HOME LN MTG CORP	3.7%		3137EAC45		6/17/2013		1/8/2014	10,896	11,118				0	-222
31	X	FED HOME LN MTG CORP	3.7%		3137EAC45		6/17/2013		6/17/2013	10,000	6,059				0	3,941
32	X	NATIONAL MIDCAP CORE GROWTH			626124242		3/8/2011		8/28/2013	2,842	3,020				0	-178
33	X	NATIONAL OILWELL INC			637071101		4/28/2009		8/28/2013	531	358				0	173
34	X	OCCIDENTAL PETE CORP			674599105		6/29/2009		8/28/2013	354	239				0	115
35	X	OCCIDENTAL PETE CORP			674599105		9/4/2013		1/8/2014	10,896	11,118				0	-222
36	X	FED HOME LN MTG CORP	3.7%		3137EAC45		6/17/2013		1/8/2014	16,333	16,456				0	-123
37	X	GENERAL ELEC CAP CORP	4.6%		36962G5J8		6/17/2013		1/8/2014	10,428	10,614				0	-186
38	X	GOLDMAN SACHS GROUP	5.1%		38141GEA8		6/17/2013		1/8/2014	7,584	7,752				0	-168
39	X	HSBC FINANCE CORP	5.500%		40429CFN7		6/17/2013		8/25/2013	10,000	9,455				0	545
40	X	HARBOR INTERNATIONAL FUND	IN		411511306		8/25/2006		6/17/2013	10,000	10,000				0	1,022
41	X	HARBOR INTERNATIONAL FUND	IN		411511306		3/30/2009		4/17/2014	2,706	829				0	1,877
42	X	HOME DEPOT INC			437076102		4/18/2008		1/8/2014	7,685	7,862				0	-177
43	X	HOME DEPOT INC	5.400%		437076AP7		4/18/2008		6/17/2013	10,000	8,467				0	1,533
44	X	ING REAL ESTATE FUND	CL-I		44981V706		10/17/2007		8/28/2013	1,783	1,880				0	-97
45	X	INTEL CORP			458140100		4/28/2009		4/17/2014	540	470				0	70
46	X	INTEL CORP			458140100		6/29/2009		4/17/2014	405	352				0	53
47	X	INTEL CORP			458140100		10/17/2007		4/17/2014	243	212				0	31
48	X	INTEL CORP			458140100		6/17/2013		10/11/2013	5,281	5,294				0	-13
49	X	ISHARES MBS ETF			464288588		6/17/2013		1/8/2014	17,819	17,998				0	-179
50	X	ISHARES MBS ETF			464288588		6/17/2013		1/8/2014	10,368	10,479				0	-107
51	X	JPMORGAN CHASE & CO	3.4%		46629HHR4		6/17/2013		1/8/2014	8,002	8,270				0	-268
52	X	KINDER MORGAN ENERGY	5.9%		494550AY2		6/17/2013		12/31/2013	8,249	8,249				0	6
53	X	KRAFT FOODS INC	6.125%		50075NAU8		6/17/2013		1/8/2014	15,900	16,229				0	-329
54	X	METLIFE INC	5.000%	6/1	59156RAN8		8/17/2000		8/28/2013	1,062	923				0	139
55	X	MICROSOFT CORP			594918104		2/27/2001		8/28/2013	94	82				0	12
56	X	MICROSOFT CORP	2.950%		594918104		9/4/2013		10/11/2013	15,234	15,279				0	-45
57	X	MICROSOFT CORP	2.950%		594918104		6/17/2013		1/8/2014	10,628	10,834				0	-206
58	X	MORGAN STANLEY	6.000%		61747YCE3		2/23/2010		1/8/2014	10,000	6,180				0	3,840
59	X	MUNDER MIDCAP CORE GROWTH			626124242		7/26/2007		8/28/2013	2,302	1,552				0	750
60	X	OCCIDENTAL PETE CORP			674599105		2/19/2010		6/17/2013	123,812	125,000				0	-1,188
61	X	PIMCO TOTAL RETURN FUND	II		693390551		9/10/2008		1/8/2014	20,000	17,674				0	2,326
62	X	PIMCO EMERG MKTS	BD-INS		693391559		6/17/2013		1/8/2014	11,150	10,996				0	-154
63	X	PEPSICO INC	4.500%	1/1	713448BN7		9/4/2013		1/8/2014	5,488	5,575				0	-87
64	X	PEPSICO INC	4.500%	1/1	713448BN7		8/25/2006		5/2/2013	25,000	25,147				0	-147
65	X	PIONEER HIGH YIELD FUND	-		72369B406		11/29/2005		1/15/2014	6,310	6,336				0	-26
66	X	PIONEER HIGH YIELD FUND	-		72369B406		11/29/2005		1/15/2014	4,654	4,673				0	-19
67	X	PIONEER HIGH YIELD FUND	-		72369B406		11/29/2005		1/15/2014	4,654	4,673				0	-19
68	X	PIONEER HIGH YIELD FUND	-		72369B406		11/29/2005		1/15/2014	4,654	4,673				0	-19
Totals										1,099,235	1,061,485	0	0	0	37,750	
Capital Gains/Losses										0	0	0	0	0	0	0
Other sales										0	0	0	0	0	0	0

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

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Totals			Net Gain or Loss
											Capital Gains/Losses	Gross Sales	Cost, Other Basis and Expenses	
	Long Term CG Distributions	10,951									1,089,235	1,061,465	37,750	
	Short Term CG Distributions										0	0	0	
69	PIONEER HIGH YIELD FUND-Y	72369BA06			11/29/2006		1/15/2014	258	259				-1	
70	PIONEER HIGH YIELD FUND-Y	72369BA06			8/25/2006		1/15/2014	69,396	69,676				-280	
71	PROCTER & GAMBLE CO/2 36	742718DY2			6/17/2013		1/8/2014	14,142	14,741				-599	
72	ROSS STORES INC	778286103			5/9/2008		1/27/2014	4,816	1,225				3,591	
73	SEMPRA ENERGY 6.500%	816851AN9			2/19/2013		10/17/2013	7,932	8,064				-132	
74	TARGET CORP	87612EAO6			6/17/2013		8/28/2013	1,584	1,568				16	
75	TARGET CORP 5.875%	87612EAO6			6/17/2013		1/8/2014	11,234	11,507				-273	
76	TIME WARNER INC 4.875%	887317AF2			1/9/2012		8/28/2013	5,550	5,614				-64	
77	US BANCORP DEL NEW	902973304			1/9/2012		1/8/2014	1,985	1,708				277	
78	UNION PACIFIC CORP	907818108			11/10/2010		4/17/2014	3,794	2,257				1,537	
79	UNITED PARCEL SERVICE-CL	811312106			2/19/2013		8/28/2013	859	826				33	
80	US TREASURY NOTE 3.500	91282BHR4			6/17/2013		10/17/2013	5,487	5,521				-34	
81	US TREASURY NOTE 3.500	91282BHR4			6/17/2013		1/8/2014	5,422	5,521				-99	
82	US TREASURY NOTE 3.500	91282BHR4			9/5/2013		1/8/2014	5,422	5,521				-99	
83	US TREASURY NOTE 3.125	912828KQ2			6/17/2013		10/11/2013	5,409	5,485				-76	
84	US TREASURY NOTE 3.125	912828KQ2			6/17/2013		1/8/2014	21,294	21,939				-645	
85	US TREASURY NOTE 3.125	912828KQ2			9/4/2013		1/8/2014	7,453	7,679				-226	
86	US TREASURY NOTE 2.750	912828MA5			6/17/2013		10/11/2013	5,311	5,345				-34	
87	US TREASURY NOTE 2.750	912828MA5			6/17/2013		1/8/2014	17,944	18,174				-230	
88	US TREASURY NOTE 2.750	912828MA5			9/4/2013		1/8/2014	5,278	5,345				-67	
89	US TREASURY NOTE 2.125	912828NF3			6/17/2013		10/11/2013	5,148	5,174				-26	
90	US TREASURY NOTE 2.125	912828NF3			9/5/2013		1/8/2014	20,518	20,698				-180	
91	US TREASURY NOTE 2.125	912828NF3			6/17/2013		1/8/2014	5,129	5,174				-45	
92	US TREASURY NOTE 2.625	912828NT3			6/17/2013		10/11/2013	5,205	5,290				-85	
93	US TREASURY NOTE 2.625	912828NT3			6/17/2013		1/8/2014	10,204	10,579				-375	
94	US TREASURY NOTE 2.625	912828NT3			9/4/2013		1/8/2014	5,102	5,290				-188	
95	US TREASURY NOTE 2.250	912828PK0			6/17/2013		10/11/2013	5,224	5,277				-53	
96	US TREASURY NOTE 2.250	912828PK0			6/17/2013		1/8/2014	20,734	21,107				-373	
97	US TREASURY NOTE 2.250	912828PK0			9/5/2013		1/8/2014	3,110	3,166				-56	
98	WAL-MART STORES INC	931142103			6/23/2010		8/28/2013	3,689	2,596				1,093	
99	WAL-MART STORES INC 4.550%	931142B19			12/6/2007		5/1/2013	40,000	39,911				89	
100	WAL-MART STORES INC 3.62	931142C05			6/17/2013		1/8/2014	10,573	10,708				-135	
101	WAL-MART STORES INC 3.62	931142C05			9/4/2013		1/8/2014	5,287	5,354				-67	
102	WELLS FARGO ADV INTL BON	94973VAS6			6/17/2013		10/11/2013	5,293	5,450				-157	
103	WELLS FARGO ADV INTL BON	94985D582			8/25/2006		6/11/2013	20,000	18,599				1,401	
104	PENTAIR, LTD	H6169Q108			9/24/2009		8/28/2013	1,033	426				607	
105	TYCO INTERNATIONAL LTD N	H89128104			9/24/2009		8/28/2013	2,436	1,227				1,209	

**Part I, Line 16a (990-PF) - Legal Fees**

		3,687	0	0	3,687
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	LEGAL FEES	3,687			3,687

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

		600	0	0	600
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	ACCOUNTING FEES	600			600

**Part I, Line 16c (990-PF) - Other Professional Fees**

		820	615	0	205
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	OTHER PROFESSIONAL FEES	820	615		205

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

		623	187	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	187	187		
2	PY EXCISE TAXES PAID	42			
3	ESTIMATED EXCISE TAXES PAID	394			

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

Line	Description of Property: Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/18	Adjusted Basis as of 12/31/18	Excess of FMV Over Adj Basis	Gain Minus Excess of FMV Over Adjusted Basis of Losses
1	AT&T INC 5.00% 8/1/15	002706BA14		6/17/2013	1/20/2014	12,119			12,404	-285				-285
2	AT&T INC 5.00% 8/1/15	002706BA14		6/17/2013	1/20/2014	3,163			3,163	0				0
3	AMERICAN EXPRESS CO 7.25% 5/20	035341BB06		4/29/2008	8/27/2013	10,388			10,372	16				16
4	AMGEN INC 5.00% 8/1/15	0311831000		6/25/2008	8/28/2013	3,339			3,339	0				0
5	AMGEN INC 5.00% 8/1/15	0311831000		6/25/2008	8/28/2013	658			658	0				0
6	AMGEN INC 5.00% 8/1/15	0311831000		6/25/2008	8/28/2013	2,740			2,740	0				0
7	AMGEN INC 5.00% 8/1/15	0311831000		6/25/2008	8/28/2013	11,524			11,524	0				0
8	AMGEN INC 5.00% 8/1/15	0311831000		6/25/2008	8/28/2013	2,784			2,784	0				0
9	BANK OF AMERICA CORP 5.00% 7/01	090031GEC9		6/17/2013	1/20/2014	11,395			11,395	0				0
10	BANK OF AMERICA CORP 5.00% 7/01	090031GEC9		6/17/2013	1/20/2014	32			32	0				0
11	BRISTOL MYERS SQUIBB CO 4.50% 3/03/18	110122108		4/28/2009	8/28/2013	797			420	377				377
12	BRISTOL MYERS SQUIBB CO 4.50% 3/03/18	110122108		6/29/2008	8/28/2013	545			287	258				258
13	BRISTOL MYERS SQUIBB CO 4.50% 3/03/18	110122108		1/24/2008	8/28/2013	2,683			2,683	0				0
14	ISHARES MBS ETF	464286588		9/4/2013	1/20/2014	6,288			6,352	-63				-63
15	ISHARES MBS ETF	464286588		6/25/2013	1/20/2014	2,558			2,551	7				7
16	ISHARES MBS ETF	464286588		6/25/2013	1/20/2014	9,896			9,950	-54				-54
17	CAPITAL ONE FINANCIAL CORP 4.00% 1/10/01	11040H105		9/4/2013	1/20/2014	1,776			1,785	-9				-9
18	CARDINAL HEALTH INC COM 5.00% 1/14/07	14149Y108		3/18/2010	8/28/2013	3,024			2,212	812				812
19	CELANESE CORP 5.00% 1/14/07	14149Y108		3/18/2010	8/28/2013	3,754			2,666	1,088				1,088
20	CELANESE CORP 5.00% 1/14/07	14149Y108		2/13/2011	8/28/2013	2,200			2,274	-74				-74
21	CELANESE CORP 5.00% 1/14/07	14149Y108		1/17/2011	8/28/2013	6,269			2,877	3,392				3,392
22	CHEVRON CORP 4.50% 3/03/18	160751AJ8		6/17/2013	1/20/2014	11,335			11,594	-259				-259
23	CHEVRON CORP 4.50% 3/03/18	160751AJ8		9/4/2013	1/20/2014	5,688			5,797	-109				-109
24	CREDIT SUISSE FB USA 5.125% 1/15/11	422541AM5		1/21/2004	1/15/2014	50,000			50,853	-853				-853
25	DANAHER CORP 5.00% 1/14/07	233951102		1/14/2004	8/28/2013	4,082			2,774	1,308				1,308
26	DIRECTV HLDG INC 3.50% 3/01/16	25449HAY1		6/17/2013	1/20/2014	7,342			7,421	-79				-79
27	DODGE & COX INCOME FUND 4.00% 1/15/11	256210105		3/19/2012	8/11/2013	75,550			75,000	550				550
28	DOW CHEMICAL CO THE 4.125% 11/15/10	260543CF8		6/29/2007	1/20/2014	7,252			7,148	104				104
29	DUKE ENERGY HOLDING CORP COM 4.00% 1/14/07	26441C204		9/15/2011	8/28/2013	2,908			2,559	349				349
30	FED HOME LN MGT CORP 3.75% 3/27/13	327131TEACA5		6/17/2013	1/20/2014	18,499			16,678	1,821				1,821
31	FED HOME LN MGT CORP 3.75% 3/27/13	327131TEACA5		6/17/2013	1/20/2014	10,896			11,116	-220				-220
32	FED HOME LN MGT CORP 3.75% 3/27/13	327131TEACA5		2/23/2010	8/11/2013	10,000			6,059	3,941				3,941
33	NATIONAL OILWELL INC COM 4.00% 1/14/07	337071101		3/9/2011	8/28/2013	2,842			3,020	-178				-178
34	OCCIDENTAL PETE CORP 4.00% 1/14/07	674599105		4/29/2009	8/28/2013	531			358	173				173
35	OCCIDENTAL PETE CORP 4.00% 1/14/07	674599105		6/29/2009	8/28/2013	354			239	115				115
36	FED HOME LN MGT CORP 3.75% 3/27/13	327131TEACA5		6/17/2013	1/20/2014	10,896			11,116	-220				-220
37	GENERAL ELEC CAP CORP 4.50% 1/13/11	36992G5J9		6/17/2013	1/20/2014	16,333			16,456	-123				-123
38	GOLDMAN SACHS GROUP 5.125% 1/13/11	37141G6A8		6/17/2013	1/20/2014	10,428			10,814	-386				-386
39	HSBC FINANCE CORP 5.00% 1/19/16	40423CFN7		6/17/2013	1/20/2014	7,584			7,752	-168				-168
40	HARBOR INTERNATIONAL FUND INST #2011	411513368		8/25/2008	8/11/2013	10,000			8,978	1,022				1,022
41	HARBOR INTERNATIONAL FUND INST #2011	411513368		3/30/2009	8/11/2013	10,000			9,045	955				955
42	HARBOR INTERNATIONAL FUND INST #2011	411513368		6/17/2013	1/20/2014	2,706			829	1,877				1,877
43	HOME DEPOT INC 5.400% 3/07/18	437078AP7		6/17/2013	1/20/2014	7,685			7,862	-177				-177
44	ING REAL ESTATE FUND CL-I #2190	44981V706		4/18/2008	8/11/2013	10,000			8,487	1,513				1,513
45	INTEL CORP 4.58140100	458140100		1/07/2007	8/28/2013	1,783			1,880	-97				-97
46	INTEL CORP 4.58140100	458140100		4/28/2009	4/17/2014	540			470	70				70
47	INTEL CORP 4.58140100	458140100		8/29/2009	4/17/2014	405			352	53				53
48	INTEL CORP 4.58140100	458140100		1/07/2007	4/17/2014	243			212	31				31
49	ISHARES MBS ETF	464286588		6/17/2013	1/20/2014	5,281			5,294	-13				-13
50	ISHARES MBS ETF	464286588		6/17/2013	1/20/2014	17,819			17,998	-179				-179
51	JPMORGAN CHASE & CO 3.400% 6/24/16	46925HHR4		6/17/2013	1/20/2014	10,368			10,475	-107				-107
52	KINDER MORGAN ENER 5.950% 2/15/15	484550AY2		6/17/2013	1/20/2014	8,002			8,270	-268				-268
53	KRAFT FOODS INC 6.125% 2/01/18	50075NAU8		6/17/2013	1/20/2014	8,255			8,249	6				6
54	MELVILLE INC 5.000% 6/15/15	58156RAN8		6/17/2000	8/28/2013	15,900			16,229	-329				-329
55	MICROSOFT CORP 4.500% 1/15/20	594918104		2/27/2001	8/28/2013	1,062			923	139				139
56	MICROSOFT CORP 4.500% 1/15/20	594918104		2/27/2001	8/28/2013	94			82	12				12
57	MICROSOFT CORP 4.500% 1/15/20	594918104		8/4/2013	1/20/2014	15,234			15,279	-45				-45
58	MORGAN STANLEY 6.000% 4/28/15	61747YCE3		6/17/2013	1/20/2014	10,628			10,834	-206				-206
59	MUNDY MIDCAP CORP GROWTH FD 4.00% 1/15/20	628124242		2/23/2010	5/22/2013	10,000			6,160	3,840				3,840
60	OCCIDENTAL PETE CORP 4.00% 1/14/07	674599105		7/26/2010	8/28/2013	2,302			1,552	750				750
61	PIMCO TOTAL RETN FUND INST #153	693390551		2/19/2010	6/11/2013	123,812			125,000	-1,188				-1,188
62	PIMCO EMERG MKTS BD INST #137	693391559		9/10/2008	6/11/2013	20,000			17,874	2,126				2,126
63	PEPICO INC 4.500% 1/15/20	713448BN7		6/17/2013	1/20/2014	10,998			11,150	-152				-152
64	PEPICO INC 4.500% 1/15/20	713448BN7		9/4/2013	1/20/2014	5,498			5,575	-77				-77
65	PIONEER HIGH YIELD FUND-Y #724	7235999406		8/25/2006	5/22/2013	15,000			15,000	0				0
66	PIONEER HIGH YIELD FUND-Y #724	7235999406		6/17/2013	1/20/2014	25,000			25,147	-147				-147
67	PIONEER HIGH YIELD FUND-Y #724	7235999406		11/29/2007	1/15/2014	6,310			6,336	-26				-26
68	PIONEER HIGH YIELD FUND-Y #724	7235999406		11/29/2007	1/15/2014	4,654			4,673	-19				-19
69	PIONEER HIGH YIELD FUND-Y #724	7235999406		11/29/2006	1/15/2014	258			259	-1				-1
70	PIONEER HIGH YIELD FUND-Y #724	7235999406		8/25/2006	1/15/2014	69,396			69,676	-280				-280
71	PROCTER & GAMBLE CO 2.300% 2/08/17	742718DY2		6/17/2013	1/20/2014	14,142			14,141	1				1
72	ROSS STORES INC 7.75% 8/16/13	816851AN9		5/9/2008	1/27/2014	4,816			4,816	0				0
73	SEMPRA ENERGY 6.500% 9/01/18	816851AN9		6/17/2013	1/20/2014	7,932			8,064	-132				-132
74	TARGET CORP 5.875% 7/15/18	816851AN9		2/13/2013	8/28/2013	1,584			1,568	16				16
75	TARGET CORP 5.875% 7/15/18	816851AN9		6/17/2013	1/20/2014	11,234			11,507	-273				-273
76	TIME WARNER INC 4.875% 3/15/20	86731FAF2		6/17/2013	1/20/2014	5,550			5,614	-64				-64
77	US BANK CORP DEL NEW 6.00% 8/07/13	802973304		1/6/2012	8/28/2013	1,985			1,708	277				277
78	UNION PACIFIC CORP 4.00% 1/10/2010	807818108		2/13/2013	8/28/2013	3,794			2,257	1,537				1,537
79	UNITED PARCEL SERVICE-CL-B 3.500% 2/15/18	811312108		8/17/20										

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

Line	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sale	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sales	Gain or Loss	F.M.V. as of 12/31/13	Adjusted Basis as of 12/31/13	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses	Amount	
															Long Term CG Distributions	Short Term CG Distributions
85	US TREASURY NOTE 3.750% 5/15/19	812828PK0		9/4/2013	1/8/2014	7,451			7,451	-226					28,799	0
86	US TREASURY NOTE 3.750% 11/20/11	812828MA5		6/17/2013	1/8/2014	5,311			5,311	-34						0
87	US TREASURY NOTE 3.750% 11/20/11	812828MA5		6/17/2013	1/8/2014	17,844			18,724	-201						0
88	US TREASURY NOTE 3.750% 5/31/15	812828NF3		9/4/2013	1/8/2014	5,278			5,345	-67						0
89	US TREASURY NOTE 3.750% 5/31/15	812828NF3		6/17/2013	1/8/2014	5,148			5,174	-26						0
90	US TREASURY NOTE 3.750% 5/31/15	812828NF3		6/17/2013	1/8/2014	20,518			20,688	-180						0
91	US TREASURY NOTE 3.750% 5/31/15	812828NF3		9/5/2013	1/8/2014	5,128			5,174	-46						0
92	US TREASURY NOTE 3.625% 8/15/20	812828NT3		6/17/2013	1/8/2014	5,205			5,290	-85						0
93	US TREASURY NOTE 3.625% 8/15/20	812828NT3		6/17/2013	1/8/2014	10,204			10,579	-375						0
94	US TREASURY NOTE 3.625% 8/15/20	812828NT3		9/4/2013	1/8/2014	5,102			5,290	-188						0
95	US TREASURY NOTE 2.500% 11/20/11	812828PK0		6/17/2013	1/8/2014	5,224			5,277	-53						0
96	US TREASURY NOTE 2.500% 11/20/11	812828PK0		6/17/2013	1/8/2014	20,734			21,107	-373						0
97	US TREASURY NOTE 2.500% 11/20/11	812828PK0		9/5/2013	1/8/2014	3,110			3,168	-58						0
98	WAL-MART STORES INC 4.550% 5/01/13	831142103		6/23/2010	8/28/2013	3,689			2,886	1,093						0
99	WAL-MART STORES INC 3.825% 7/08/20	831142BT9		1/26/2007	5/1/2013	40,000			39,911	89						0
100	WAL-MART STORES INC 3.825% 7/08/20	831142CU5		6/17/2013	1/8/2014	10,573			10,708	-135						0
101	WAL-MART STORES INC 3.825% 7/08/20	831142CU5		9/4/2013	1/8/2014	5,287			5,354	-67						0
102	WELLS FARGO ADV INTL BOND-IS #470	84973VAS5		6/17/2013	10/11/2013	5,293			5,450	-157						0
103	WELLS FARGO ADV INTL BOND-IS #470	8495D582		8/25/2008	6/11/2013	20,000			19,999	1,401						0
104	PENAIR, LTD	H81890108		9/24/2009	8/28/2013	1,033			426	607						0
105	TYCO INTERNATIONAL LTD NEW	H89128104		9/24/2009	8/28/2013	2,436			1,227	1,209						0

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N.A. Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4.00	16,779		
										16,779	0	0

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

	Date		Amount
1		1	0
2	9/9/2013	2	394
3		3	
4		4	
5		5	
6		6	
7		7	394

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

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	27,506
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	27,506

Security Type	EIN	CUSIP	Asset Name	FMV	Units	Fed Cost
Cash	63-6110715					
Savings & Temp Inv	63-6110715	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	16,201.15	16,201.15	16,201.15
Savings & Temp Inv	63-6110715	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	12,571.72	12,571.72	12,571.72
			TOTAL	28,772.87	28,772.87	28,772.87
Invest - Corp Stock	63-6110715	008252108	AFFILIATED MANAGERS GROUP, INC COM	4,955.00	25.00	3,656.75
Invest - Corp Stock	63-6110715	037411105	APACHE CORP	1,736.00	20.00	1,697.86
Invest - Corp Stock	63-6110715	037833100	APPLE INC	7,081.08	12.00	4,160.68
Invest - Corp Stock	63-6110715	097023105	BOEING CO	3,870.60	30.00	2,241.30
Invest - Corp Stock	63-6110715	126650100	CVS/CAREMARK CORPORATION	6,181.20	85.00	2,385.73
Invest - Corp Stock	63-6110715	17275R102	CISCO SYSTEMS INC	4,229.13	183.00	3,633.40
Invest - Corp Stock	63-6110715	231021106	CUMMINS INC	3,017.00	20.00	2,935.11
Invest - Corp Stock	63-6110715	25243Q205	DIAGEO PLC - ADR	2,455.60	20.00	2,541.82
Invest - Corp Stock	63-6110715	254687106	WALT DISNEY CO	5,553.80	70.00	3,844.40
Invest - Corp Stock	63-6110715	268648102	E M C CORP MASS	3,147.60	122.00	2,755.78
Invest - Corp Stock	63-6110715	369604103	GENERAL ELECTRIC CO	4,356.18	162.00	2,509.79
Invest - Corp Stock	63-6110715	375558103	GILEAD SCIENCES INC	5,494.30	70.00	2,902.20
Invest - Corp Stock	63-6110715	437076102	HOME DEPOT INC	4,055.01	51.00	1,208.03
Invest - Corp Stock	63-6110715	459200101	INTERNATIONAL BUSINESS MACHS CORP	3,929.40	20.00	1,596.88
Invest - Corp Stock	63-6110715	478160104	JOHNSON & JOHNSON	3,747.73	37.00	1,905.58
Invest - Corp Stock	63-6110715	478366107	JOHNSON CONTROLS INC	4,514.00	100.00	3,162.99
Invest - Corp Stock	63-6110715	594918104	MICROSOFT CORP	2,585.60	64.00	1,837.95
Invest - Corp Stock	63-6110715	68389X105	ORACLE CORPORATION	4,374.16	107.00	2,497.12
Invest - Corp Stock	63-6110715	806857108	SCHLUMBERGER LTD	4,569.75	45.00	3,537.45
Invest - Corp Stock	63-6110715	872540109	TJX COS INC NEW	3,199.90	55.00	2,477.20
Invest - Corp Stock	63-6110715	883556102	THERMO FISHER SCIENTIFIC INC	4,560.00	40.00	3,000.00
Invest - Corp Stock	63-6110715	907818108	UNION PACIFIC CORP	7,617.20	40.00	4,514.10
Invest - Corp Stock	63-6110715	913017109	UNITED TECHNOLOGIES CORP	5,088.19	43.00	2,350.99
Invest - Corp Stock	63-6110715	58155Q103	MCKESSON CORP	5,921.65	35.00	2,145.60
Invest - Corp Stock	63-6110715	38259P706	GOOGLE INC-CL C	2,633.30	5.00	1,953.17
Invest - Corp Stock	63-6110715	38141G104	GOLDMAN SACHS GROUP INC	2,397.30	15.00	2,312.25
Invest - Corp Stock	63-6110715	404280406	HSBC - ADR	1,539.60	30.00	1,566.33
Invest - Corp Stock	63-6110715	911312106	UNITED PARCEL SERVICE-CL B	1,970.00	20.00	1,652.00
Invest - Corp Stock	63-6110715	30231G102	EXXON MOBIL CORPORATION	2,867.48	28.00	1,731.38
Invest - Corp Stock	63-6110715	87612E106	TARGET CORP	1,543.75	25.00	1,568.00
Invest - Corp Stock	63-6110715	91324P102	UNITEDHEALTH GROUP INC	4,352.32	58.00	3,035.27
Invest - Corp Stock	63-6110715	92343V104	VERIZON COMMUNICATIONS	3,785.13	81.00	2,703.89
Invest - Corp Stock	63-6110715	189754104	COACH INC	2,232.50	50.00	2,442.00
Invest - Corp Stock	63-6110715	46625H100	JPMORGAN CHASE & CO	3,862.62	69.00	2,896.63
Invest - Corp Stock	63-6110715	902973304	US BANCORP DEL NEW	6,402.46	157.00	4,875.55
Invest - Corp Stock	63-6110715	03524A108	ANHEUSER-BUSCH INBEV SPN ADR	2,116.40	20.00	1,978.40
Invest - Corp Stock	63-6110715	166764100	CHEVRON CORP	4,518.72	36.00	2,929.75
Invest - Corp Stock	63-6110715	88579Y101	3M CO	4,172.70	30.00	3,085.50
Invest - Corp Stock	63-6110715	084670702	BERKSHIRE HATHAWAY INC	5,798.25	45.00	4,399.20
Invest - Corp Stock	63-6110715	20825C104	CONOCOPHILLIPS	2,972.40	40.00	1,705.12
Invest - Corp Stock	63-6110715	20030N101	COMCAST CORP CLASS A	6,573.52	127.00	3,043.49
Invest - Corp Stock	63-6110715	38259P508	GOOGLE INC	2,674.40	5.00	1,959.43

Invest - Corp Stock	63-6110715	172967424	CITIGROUP INC	1,676 85	35 00	1,694 70
Invest - Corp Stock	63-6110715	611740101	MONSTER BEVERAGE CORP	1,674 00	25 00	1,681 68
Invest - Corp Stock	63-6110715	G29183103	EATON CORP PLC	1,089 60	15 00	1,110 15
Invest - Corp Stock	63-6110715	12572Q105	CME GROUP INC	3,519 50	50 00	2,853 50
Invest - Corp Stock	63-6110715	H0023R105	ACE LIMITED	3,990 48	39 00	1,951 87
			TOTAL INVEST-CORP STOCK	180,603 36	2,461 00	120,627 97
Invest - Other	63-6110715	04314H204	ARTISAN INTERNATIONAL FUND #661	53,903 94	1,796 80	44,915 00
Invest - Other	63-6110715	256210105	DODGE & COX INCOME FD COM #147	76,046 26	5,506 61	75,000 00
Invest - Other	63-6110715	411511306	HARBOR INTERNATIONAL FD INST #2011	22,871 00	311 59	18,282 46
Invest - Other	63-6110715	52106N889	LAZARD EMERGING MKTS PTFL #638	29,203 66	1,563 37	34,054 01
Invest - Other	63-6110715	693390700	PIMCO TOTAL RET FD-INST #35	75,698 32	6,983 24	75,000 00
Invest - Other	63-6110715	693390882	PIMCO FOREIGN BD FD USD H-INST #103	20,359 17	1,890 36	20,000 00
Invest - Other	63-6110715	77957P105	T ROWE PRICE SHORT TERM BD FD #55	30,062 63	6,263 05	30,000 00
Invest - Other	63-6110715	464287200	ISHARES CORE S & P 500 ETF	25,398 36	134 00	24,878 44
Invest - Other	63-6110715	256206103	DODGE & COX INT'L STOCK FD #1048	31,388 16	701 10	30,000 00
Invest - Other	63-6110715	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	10,240 35	728 33	10,000 00
Invest - Other	63-6110715	262028855	DRIEHAUS ACTIVE INCOME FUND	45,905 41	4,266 30	46,000 00
Invest - Other	63-6110715	693391559	PIMCO EMERG MKTS BD-INST #137	46,279 74	4,245 85	43,110 77
Invest - Other	63-6110715	63872T885	ASG GLOBAL ALTERNATIVES-Y #1993	37,770 97	3,430 61	39,000 00
Invest - Other	63-6110715	94985D582	WELLS FARGO ADV INTL BOND-IS #4705	38,378 34	3,420 53	35,881 35
Invest - Other	63-6110715	44981V706	ING REAL ESTATE FUND CL-I #2190	50,948 83	2,604 75	39,742 30
Invest - Other	63-6110715	00203H859	AQR MANAGED FUTURES STR-I #15213	20,695 73	2,088 37	22,000 00
Invest - Other	63-6110715	626124242	MUNDER MIDCAP CORE GROWTH FD-Y #32	73,441 02	1,705 95	57,640 19
Invest - Other	63-6110715	4812C0803	JP Morgan HIGH YIELD FUND SS #3580	75,372 67	9,316 77	75,000 00
Invest - Other	63-6110715	77958B402	T ROWE PRICE INST FLOAT RATE #170	49,757 52	4,849 66	50,000 00
Invest - Other	63-6110715	683974505	OPPENHEIMER DEVELOPING MKT-Y #788	40,141 22	1,086 37	40,000 00
Invest - Other	63-6110715	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	39,549 46	926 00	34,965 48
Invest - Other	63-6110715	483438305	KALMAR GR W/ VAL SM CAP-INS #4	16,739 92	797 52	18,000 00
Invest - Other	63-6110715	22544R305	CREDIT SUISSE COMM RET ST-I #2156	57,362 61	7,298 04	60,000 00
Invest - Other	63-6110715	487300808	KEELEY SMALL CAP VAL FD CL I #2251	17,627 85	471 08	18,000 00
			TOTAL INVEST-OTHER	985,143 14	72,386 23	941,470 00
			GRAND TOTAL	1,194,519 37	103,620 10	1,090,870 84