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Return of Private Foundation

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

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

- Do not enter Social Security numbers on this form as it may be made public.
- Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2013 or tax year beginning

6/1/2013

, and ending

5/31/2014

Name of foundation

MARCEL K LYNUM C/O WELLS FARGO BANK N A

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

Wells Fargo Bank N.A. Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041

City or town

State

ZIP code

Winston Salem

NC

27101-3818

Foreign country name

Foreign province/state/county

Foreign postal code

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

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

I Fair market value of all assets at **J** Accounting method: Cash Accrual
 end of year (from Part II, col. (c),
 line 16) ► \$ 5,467,678 (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)
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	134,061	132,164		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	120,279			
b	Gross sales price for all assets on line 6a	1,661,219			
7	Capital gain net income (from Part IV, line 2)		120,279		
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)	-8,276	-8,276		
12	Total. Add lines 1 through 11	246,064	244,167	0	
13	Compensation of officers, directors, trustees, etc	56,108	42,081		14,027
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	1,061			1,061
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	7,893	1,428		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	874	849		25
24	Total operating and administrative expenses.	65,936	44,358	0	15,113
	Add lines 13 through 23				
25	Contributions, gifts, grants paid	215,238			215,238
26	Total expenses and disbursements. Add lines 24 and 25	281,174	44,358	0	230,351
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-35,110			
b	Net investment income (if negative, enter -0-)		199,809		
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

HTA

Form 990-PF (2013)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	112,009	64,215	64,215
	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)	742,587		
	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)	3,864,444	4,624,297	5,403,463	
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)	4,719,040	4,688,512	5,467,678	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	24	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
		and complete lines 24 through 26 and lines 30 and 31.			
	25	Unrestricted			
	26	Temporarily restricted			
		Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
		and complete lines 27 through 31.			
	27	Permanently restricted			
	28	Capital stock, trust principal, or current funds	4,719,040	4,688,512	
	29	Paid-in or capital surplus, or land, bldg , and equipment fund			
	30	Retained earnings, accumulated income, endowment, or other funds			
31	Total net assets or fund balances (see instructions)	4,719,040	4,688,512		
	Total liabilities and net assets/fund balances (see instructions)	4,719,040	4,688,512		
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	4,719,040
2	Enter amount from Part I, line 27a			2	-35,110
3	Other increases not included in line 2 (itemize) ► See Attached Statement			3	4,776
4	Add lines 1, 2, and 3			4	4,688,706
5	Decreases not included in line 2 (itemize) ► PY RETURN OF CAPITAL ADJUSTMENT			5	194
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30			6	4,688,512

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	See Attached Statement				
b	See Attached Statement				
c	See Attached Statement				
d	See Attached Statement				
e	See Attached Statement				
(e) Gross sales price		(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a					0
b					0
c					0
d					0
e					0
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(I) 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	120,279
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?
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part Yes No**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	240,346	5,135,346	0.046802
2011	343,089	5,141,600	0.066728
2010	160,406	5,062,469	0.031685
2009	143,129	4,331,985	0.033040
2008	159,729	4,126,096	0.038712

2	2	0.216967
3	3	0.043393
4	4	5,261,081
5	5	228,294
6	6	1,998
7	7	230,292
8	8	230,351

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1. Date of ruling or determination letter. (attach copy of letter if necessary—see instructions)

1b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

1c 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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments:

a 2013 estimated tax payments and 2012 overpayment credited to 2013 6a 4,513

b Exempt foreign organizations—tax withheld at source 6b

c Tax paid with application for extension of time to file (Form 8868) 6c

d Backup withholding erroneously withheld 6d

7 Total credits and payments. Add lines 6a through 6d 7 4,513

8 Enter any penalty for underpayment of estimated tax Check here if Form 2220 is attached

9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter amount owed 9 0

10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 2,515

11 Enter the amount of line 10 to be **Credited to 2014 estimated tax** ► 1,998 Refunded ► 11 517

1	1,998
2	0
3	1,998
4	
5	1,998
7	4,513
8	
9	0
10	2,515
11	517

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 X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 1b Yes X

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

c Did the foundation file Form 1120-POL for this year? 1c Yes X

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. ► \$ _____ (2) On foundation managers. ► \$ _____

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____

2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 2 Yes X

If "Yes," attach a detailed description of the activities

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? If "Yes," attach a conformed copy of the changes 3 Yes X

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 4a Yes X

b If "Yes," has it filed a tax return on Form 990-T for this year? 4b Yes X

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 5 Yes X

If "Yes," attach the statement required by General Instruction T

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 X

7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV 7 Yes X

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► MN

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation 8b Yes X

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV 9 Yes X

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses 10 Yes 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 Located at ► 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC	Telephone no. ► 888-730-4933 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	► <input type="checkbox"/>
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.

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

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

5a	During the year did the foundation pay or incur any amount to	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(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	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)?			
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			
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? N/A	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			

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 400	56,108		

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		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenses
1	NONE	
2		
3		
4		

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	5,175,395
b	Average of monthly cash balances	1b	165,804
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	5,341,199
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	5,341,199
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	80,118
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,261,081
6	Minimum investment return. Enter 5% of line 5	6	263,054

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	263,054
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,998
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,998
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	261,056
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	261,056
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	261,056

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	230,351
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	230,351
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	1,998
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	228,353

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)

- 1 Distributable amount for 2013 from Part XI, line 7
- 2 Undistributed income, if any, as of the end of 2013
 - a Enter amount for 2012 only
 - b Total for prior years. 20____, 20____, 20____
- 3 Excess distributions carryover, if any, to 2013:
 - a From 2008
 - b From 2009
 - c From 2010
 - d From 2011
 - e From 2012
 - f Total of lines 3a through e

a	b	c	d	e	f
- 4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ 230,351
- a Applied to 2012, but not more than line 2a
- b Applied to undistributed income of prior years (Election required—see instructions)
- c Treated as distributions out of corpus (Election required—see instructions)
- d Applied to 2013 distributable amount
- e Remaining amount distributed out of corpus
- 5 Excess distributions carryover applied to 2013. (If an amount appears in column (d), the same amount must be shown in column (a))
- 6 Enter the net total of each column as indicated below:
 - a Corpus Add lines 3f, 4c, and 4e Subtract line 5
 - b Prior years' undistributed income Subtract line 4b from line 2b
 - c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed
 - d Subtract line 6c from line 6b. Taxable amount—see instructions
 - e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions
 - f Undistributed income for 2013. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014
- 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)
- 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)
- 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a
- 10 Analysis of line 9.
 - a Excess from 2009
 - b Excess from 2010
 - c Excess from 2011
 - d Excess from 2012
 - e Excess from 2013

a	b	c	d	e

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

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

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

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

c Any submission deadlines:

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i> See Attached Statement				
Total				► 3a 215,238
<i>b Approved for future payment</i> NONE				
Total				► 3b 0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

	Analysis of Income-Reducing Activities			
	Unrelated business income	Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:				
a				
b				
c				
d				
e				
f				
g Fees and contracts from government agencies				
2 Membership dues and assessments				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities				
5 Net rental income or (loss) from real estate:				
a Debt-financed property				
b Not debt-financed property				
6 Net rental income or (loss) from personal property				
7 Other investment income				
8 Gain or (loss) from sales of assets other than inventory				
9 Net income or (loss) from special events				
10 Gross profit or (loss) from sales of inventory				
11 Other revenue a <u>OTHER INCOME</u>				
b <u>FROM PARTNERSHIP K-1</u>				
c				
d				
e				
12 Subtotal Add columns (b), (d), and (e)				
13 Total Add line 12, columns (b), (d), and (e)				
	0		255,800	0
	13		255,800	

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
Not Applicable	

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of

(1) Cash
(2) Other assets

b Other transactions

(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

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

b If "Yes," complete the following schedule _____

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

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

► 06.06.07 EYB-Welle-Ferien-Book-N.C.

1 August

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

Signature of officer or trustee		Date	Title		
Paid Preparer Use Only	Print/Type preparer's name JOSEPH J. CASTRIANO	Preparer's signature 	Date 9/12/2014	Check <input checked="" type="checkbox"/> if self-employed	PTIN P01251603
	Firm's name ► PricewaterhouseCoopers, LLP		Firm's EIN ► 13-4008324		
	Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777		Phone no 412-355-6000		

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

Recipient(s) paid during the year

Name

MAYO CLINIC

Street

200 FIRST ST SW

City ROCHESTER	State MN	Zip Code 55905	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 107,619
--	-------------------

Name

UNIVERSITY OF WI RIVER FALLS FDN INC

Street

410 S 3RD ST

City RIVER FALLS	State WI	Zip Code 54022	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 107,619
--	-------------------

Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
-------------------------------	--------

Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
--------------	-------------------

Purpose of grant/contribution	Amount
-------------------------------	--------

Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
-------------------------------	--------

Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Security Type	EIN	CUSIP	Asset Name	FMV	466.56	Fed Cost	466.56
Cash	41-6245472						
Cash	41-6245472						
Cash	41-6245472						
Savings & Temp Inv	41-6245472	VP0528308	FEDERATED TREAS OBL FD 68	18,907.06	18,907.06		
Savings & Temp Inv	41-6245472	VP0528308	FEDERATED TREAS OBL FD 68	21,393.32	21,393.32		
Savings & Temp Inv	41-6245472	VP0528308	FEDERATED TREAS OBL FD 68	4,900.59	4,900.59		
Savings & Temp Inv	41-6245472	VP0528308	FEDERATED TREAS OBL FD 68	572.88	572.88		
Savings & Temp Inv	41-6245472	VP0528308	FEDERATED TREAS OBL FD 68	17,751.91	17,751.91		
Savings & Temp Inv	41-6245472	VP0528308	FEDERATED TREAS OBL FD 68	222.50	222.50		
			Total Cash, Savings, and Temp	64,214.82	64,214.82		
Invest - Other	41-6245472	04314H204	ARTISAN INTERNATIONAL FUND #661	231,844.58	177,700.00		
Invest - Other	41-6245472	411511306	HARBOR INTERNATIONAL FD INST #2011	221,331.74	173,490.85		
Invest - Other	41-6245472	413838509	OAKMARK INTL SMALL CAP FD #811	24,539.30	20,000.00		
Invest - Other	41-6245472	589509108	MERGER FD SH BEN INT #260	135,510.41	132,130.90		
Invest - Other	41-6245472	693390882	PIMCO FOREIGN BD FD USD H-INST #103	20,614.23	20,804.92		
Invest - Other	41-6245472	04315J860	ABERDEEN GLOBAL HIGH INCOME FD #1525	47,844.56	44,957.18		
Invest - Other	41-6245472	315920702	FID ADV EMER MKTS INC- CL I #607	81,593.89	80,612.91		
Invest - Other	41-6245472	464287614	ISHARES RUSSELL 1000 GROWTH ETF	299,098.96	214,552.24		
Invest - Other	41-6245472	464287655	ISHARES RUSSELL 2000 ETF	112,860.00	69,755.53		
Invest - Other	41-6245472	464287598	ISHARES RUSSELL 1000 VALUE ETF	296,250.00	214,717.73		
Invest - Other	41-6245472	277923728	EATON VANCE GLOBAL MACRO - I #0088	132,050.46	141,108.02		
Invest - Other	41-6245472	003021714	ABERDEEN EMERG MARKETS-INST #5840	151,418.63	151,677.26		
Invest - Other	41-6245472	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	77,693.72	80,262.12		
Invest - Other	41-6245472	464287481	ISHARES RUSSELL MID-CAP GROWTH	175,002.75	133,315.50		
Invest - Other	41-6245472	262028855	DRIEHAUS ACTIVE INCOME FUND	132,000.00	135,201.59		
Invest - Other	41-6245472	339128100	JP MORGAN MID CAP VALUE-I #758	149,408.75	112,862.77		
Invest - Other	41-6245472	277911491	EATON VANCE FLOATING RATE FD-I #924	124,250.46	124,247.11		
Invest - Other	41-6245472	880208400	TEMPLETON GLOBAL BOND FD-ADV #616	207,668.74	195,405.29		
Invest - Other	41-6245472	902641646	E-TRACS ALERIAN MLP INFRASTRUCTURE	81,637.65	74,942.36		
Invest - Other	41-6245472	00203H859	AQR MANAGED FUTURES STR-I #15213	127,960.11	135,173.11		
Invest - Other	41-6245472	349913822	FORWARD INTL SMALL COS FD-I #16121	24,662.06	20,000.00		
Invest - Other	41-6245472	921909768	VANGUARD TOTAL INTL STOCK ET	53,933.88	45,285.24		

Invest - Other	41-6245472	88019R641	TEMPLETON FRONTIER MARKET-AD #674	39,146.34	30,000.00
Invest - Other	41-6245472	683974505	OPPENHEIMER DEVELOPING MKT-Y #788	157,723.75	141,000.00
Invest - Other	41-6245472	73935S105	POWERSHARES DB COMMODITY INDEX	74,053.35	64,573.07
Invest - Other	41-6245472	61760Y836	MORGAN STANLEY INS FR EMG-I	47,467.82	34,700.00
Invest - Other	41-6245472	4812A2389	JPMORGAN U.S. L/C CORE PLUS-S #1002	27,487.65	25,000.00
Invest - Other	41-6245472	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	258,277.50	218,824.44
Invest - Other	41-6245472	74925K581	ROBECO BP LNG/SHRT RES-INS	138,554.96	125,322.00
Invest - Other	41-6245472	94987W752	WFA SHRT TRM HI YLD-INS #3170	60,146.16	60,510.33
Invest - Other	41-6245472	870297801	MLN ELEMENTS ROGERS TOTAL RETURN	76,887.85	75,171.20
Invest - Other	41-6245472	766287645	RIDGEWORTH SEIX HY BD-I #5855	53,559.66	47,734.89
Invest - Other	41-6245472	483438305	KALMAR GR W/ VAL SM CAP-INS #4	40,653.83	34,000.00
Invest - Other	41-6245472	487300808	KEELEY SMALL CAP VAL FD CLI #2251	41,933.00	22,059.65
Invest - Other	41-6245472	03748R101	APARTMENT INV& MGMT CO CLA	6,736.72	6,513.11
Invest - Other	41-6245472	101121101	BOSTON PROPERTIES INC COM	14,964.32	12,967.30
Invest - Other	41-6245472	133131102	CAMDEN PPTY TR SH BEN INT	12,994.40	12,907.45
Invest - Other	41-6245472	264411505	DUKE REALTY CORPORATION	8,460.60	7,990.98
Invest - Other	41-6245472	294761107	EQUITY RESIDENTIAL PPTYS TR SH BEN	5,747.40	5,228.39
Invest - Other	41-6245472	32054K103	FIRST INDL RLTY TR INC COM	5,320.98	4,532.42
Invest - Other	41-6245472	437306103	HOME PROPERTIES INC	5,969.28	6,119.24
Invest - Other	41-6245472	49446R109	KIMCO RLTY CORP	6,807.24	6,436.93
Invest - Other	41-6245472	517942108	LASALLE HOTEL PROPERTIES COM	5,443.35	4,307.66
Invest - Other	41-6245472	554382101	MACERICH CO COM	16,245.84	15,333.16
Invest - Other	41-6245472	74460D109	PUBLIC STORAGE INC COM	8,101.86	3,029.15
Invest - Other	41-6245472	78440X101	SL GREEN REALTY CORP COM	5,802.97	4,639.63
Invest - Other	41-6245472	875465106	TANGER FACTORY OUTLET CTR	11,405.24	11,546.89
Invest - Other	41-6245472	92276F100	VENTAS INC COM	6,813.60	7,250.16
Invest - Other	41-6245472	962166104	WEYERHAEUSER CO	12,882.20	12,410.50
Invest - Other	41-6245472	828806109	SIMON PROPERTY GROUP INC	17,811.22	5,435.95
Invest - Other	41-6245472	053484101	AVALONBAY CMNTYS INC	5,957.28	2,277.37
Invest - Other	41-6245472	44107P104	HOST HOTELS & RESORTS, INC.	9,600.45	7,238.40
Invest - Other	41-6245472	729251108	PLUM CREEK TIMBER CO INC	6,539.50	7,104.86
Invest - Other	41-6245472	939647103	WASHINGTON PRIME GROUP-W/I	1,064.11	-
Invest - Other	41-6245472	720190206	PIEDMONT OFFICE REALTY TRU-A	6,889.40	6,400.91
Invest - Other	41-6245472	33610F109	FIRST POTOMAC RLTY TR	8,201.16	7,739.83

Invest - Other	41-6245472	21870Q105	CORESITE REALTY CORP	7,481.20	7,121.76
Invest - Other	41-6245472	78573L106	SABRA HEALTH CARE REIT -	6,470.88	6,048.97
Invest - Other	41-6245472	30225T102	EXTRA SPACE STORAGE INC	12,773.40	9,583.25
Invest - Other	41-6245472	024835100	AMERICAN CAMPUS CMNTYS INC	6,020.20	7,048.03
Invest - Other	41-6245472	29472R108	EQUITY LIFESTYLE PPTYS INC	5,686.20	4,570.15
Invest - Other	41-6245472	85254J102	STAG INDUSTRIAL INC	5,053.45	4,537.51
Invest - Other	41-6245472	74965L101	RJ LODGING TRUST	7,952.77	6,618.07
Invest - Other	41-6245472	74340W103	PROLOGIS INC	5,064.22	4,838.51
Invest - Other	41-6245472	58463J304	MEDICAL PPTYS TR INC	5,272.80	5,192.46
Invest - Other	41-6245472	23317H102	DDR CORP	9,814.77	9,471.36
Invest - Other	41-6245472	03027X100	AMERICAN TOWER CORP	15,685.25	13,587.00
Invest - Other	41-6245472	637417106	NATIONAL RETAIL PPTYS INC	8,255.28	7,594.78
Invest - Other	41-6245472	26884U109	EPR PROPERTIES	11,323.20	10,493.50
Invest - Other	41-6245472	40414L109	HCP INC	13,151.25	7,734.03
Invest - Other	41-6245472	26613Q106	DUPONT FABROS TECHNOLOGY INC	7,543.15	7,012.15
Invest - Corp Stock	41-6245472	037833100	APPLE INC	34,815.00	5,303.75
Invest - Corp Stock	41-6245472	278865100	ECOLAB INC	30,573.20	11,761.04
Invest - Corp Stock	41-6245472	45814Q100	INTEL CORP	34,423.20	20,529.00
Invest - Corp Stock	41-6245472	459200101	INTERNATIONAL BUSINESS MACHS CORP	30,419.40	13,056.76
Invest - Corp Stock	41-6245472	580135101	MCDONALDS CORP	31,443.30	18,654.68
Invest - Corp Stock	41-6245472	907818108	UNION PACIFIC CORP	36,864.95	12,860.64
Invest - Corp Stock	41-6245472	87612E106	TARGET CORP	26,393.40	19,999.65
Invest - Corp Stock	41-6245472	902973304	US BANCORP DEL NEW	32,064.40	22,108.40
Invest - Corp Stock	41-6245472	166764100	CHEVRON CORP	24,558.00	13,274.00
Invest - Corp Stock	41-6245472	88579Y101	3M CO	32,073.75	1,438.63
Invest - Corp Stock	41-6245472	617461207	MORGAN STANLEY CAP TRUST VI	272,942.50	265,426.40
Invest - Corp Stock	41-6245472	228227104	CROWN CASTLE INTL CORP	11,432.77	10,727.97
Invest - Corp Bonds	41-6245472	3137EACAS	FED HOME LN MTG CORP 3.750% 3/27/19	33,125.70	32,816.70
Invest - Corp Bonds	41-6245472	487836BB3	KELLOGG CO 4.450% 5/30/16	10,719.20	10,771.70
Invest - Corp Bonds	41-6245472	912828KW9	US TREASURY NOTE 3.250% 5/31/16	31,725.00	31,846.88
Invest - Corp Bonds	41-6245472	912828MS6	US TREASURY NOTE 3.000% 2/28/17	31,884.30	31,933.59
Invest - Corp Bonds	41-6245472	31398AU34	FED NATL MTG ASSN 2.375% 7/28/15	20,509.20	20,587.78
Invest - Corp Bonds	41-6245472	46625HHR4	JPMORGAN CHASE & CO 3.400% 6/24/15	15,441.75	15,523.95
Invest - Corp Bonds	41-6245472	912828PK0	US TREASURY NOTE 2.250% 11/30/17	31,281.90	31,197.66

Invest - Corp Bonds	41-6245472	38141GEA8	GOLDMAN SACHS GROUP 5.125% 1/15/15	15,425.40	15,564.75
Invest - Corp Bonds	41-6245472	3135G0BA0	FED NATL MTG ASSN 2.375% 4/11/16	15,548.40	15,607.75
Invest - Corp Bonds	41-6245472	25459HAY1	DIRECTV HLDG/FIN INC 3.500% 3/01/16	10,475.20	10,485.40
Invest - Corp Bonds	41-6245472	00206RAW2	AT&T INC 2.950% 5/15/16	15,622.50	15,649.35
Invest - Corp Bonds	41-6245472	713448BT4	PEPSICO INC 2.500% 5/10/16	15,550.50	15,558.60
Invest - Corp Bonds	41-6245472	59156RAN8	METLIFE INC 5.000% 6/15/15	15,694.65	15,842.10
Invest - Corp Bonds	41-6245472	3137EACW7	FED HOME LN MTG CORP 2.000% 8/25/16	31,076.10	31,063.62
Invest - Corp Bonds	41-6245472	459200GX3	IBM CORP 1.950% 7/22/16	20,563.60	20,590.60
Invest - Corp Bonds	41-6245472	31359MZCO	FED NATL MTG ASSN 4.375% 10/15/15	21,136.60	21,297.84
Invest - Corp Bonds	41-6245472	693476BM4	PNC FUNDING CORP 2.700% 9/19/16	15,626.55	15,634.50
Invest - Corp Bonds	41-6245472	36962GU69	GENERAL ELEC CAP COR 5.000% 1/08/16	21,408.20	21,576.00
Invest - Corp Bonds	41-6245472	278865AK6	ECOLAB INC 3.000% 12/08/16	10,518.20	10,532.30
Invest - Corp Bonds	41-6245472	06366QW86	BANK OF MONTREAL 2.500% 1/11/17	15,585.30	15,593.25
Invest - Corp Bonds	41-6245472	428236BW2	HEWLETT-PACKARD CO 2.600% 9/15/17	10,361.30	10,315.40
Invest - Corp Bonds	41-6245472	913017BU2	UNITED TECHNOLOGIES 1.800% 6/01/17	15,313.65	15,299.25
Invest - Corp Bonds	41-6245472	931422A18	WALGREEN CO 1.800% 9/15/17	10,131.70	10,116.50
Invest - Corp Bonds	41-6245472	88732AH1	TIME WARNER CABLE IN 5.850% 5/01/17	11,292.00	11,287.30
Invest - Corp Bonds	41-6245472	05565QCE6	BP CAPITAL MARKETS 1.375% 5/10/18	19,846.20	19,639.40
Invest - Corp Bonds	41-6245472	912828HR4	US TREASURY NOTE 3.500% 2/15/18	32,627.40	32,610.94
Invest - Corp Bonds	41-6245472	68389XAQ8	ORACLE CORP 2.375% 1/15/19	20,482.40	20,316.80
Invest - Corp Bonds	41-6245472	92343VBP8	VERIZON COMMUNICATIO 3.650% 9/14/18	10,716.70	10,598.50
Invest - Corp Bonds	41-6245472	912828JH4	US TREASURY NOTE 4.000% 8/15/18	33,393.90	33,332.81
Total Invest - Other				<u>5,403,463.26</u>	<u>4,624,297.17</u>
Total Assets				<u>5,467,678.08</u>	<u>4,688,511.99</u>

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	Date Sold	Acquisition Method	Gross Sales Price	Gross Sales	Capital Gains/Losses		Cost, Other Basis and Expenses	Net Gain or Loss
										Other Sales	Totals		
												Expense of Sale and Cost of Improvements	
												Depreciation	
												Adjustments	
												Net Gain or Loss	
1	X BOSTON PROPERTIES INC CG	10112101			3/7/2013		4/24/2014	3,654	3,242			0	412
2	X CBL & ASSOC PPRTYS INC CG	124830100			4/26/2013		11/19/2013	1,520	1,953			0	-433
3	X CBL & ASSOC PPRTYS INC CG	124830100			4/26/2013		12/18/2013	1,736	2,362			0	-626
4	X CBL & ASSOC PPRTYS INC CG	124830100			4/26/2013		1/19/2014	3,022	4,363			0	-161
5	X DIAMOND HILL LONG-SHORT	25264SSB33			5/3/2010		7/30/2013	11,714	8,871			0	2,843
6	X DIAMOND HILL LONG-SHORT	25264SSB33			11/11/2010		7/30/2013	68,538	52,000			0	16,538
7	X DIAMOND HILL LONG-SHORT	25264SSB33			1/4/2011		7/30/2013	13,115	10,855			0	2,930
8	X DIAMOND HILL LONG-SHORT	25264SSB33			10/6/2012		7/30/2013	9,828	8,520			0	1,308
9	X DIGITAL RLTY TR INC	2533868103			3/7/2013		9/13/2013	1,863	2,322			0	-459
10	X DIGITAL RLTY TR INC	2533868103			3/7/2013		3/20/2014	8,751	12,017			0	-3,266
11	X DODGE & COX INCOME FD CG	256210105			11/6/2012		3/7/2014	49,426	50,000			0	-574
12	X DODGE & COX INCOME FD CG	256210105			11/26/2012		3/7/2014	98,932	100,072			0	-1150
13	X ECOLAB EMMETT INC	25960P109			3/7/2013		1/31/2014	942	4,885			0	57
14	X ECOLAB INC	278865100			8/25/2009		10/17/2013	5,566	2,310			0	3,265
15	X ECOLAB INC	278865100			8/25/2009		1/17/2013	6,937	2,730			0	4,227
16	X EQUITY RESIDENTIAL PPRTYS	29476L107			4/26/2013		9/13/2013	1,308	1,356			0	-48
17	X EQUITY RESIDENTIAL PPRTYS	29476L107			4/26/2013		10/10/2013	9,16	2,034			0	-118
18	X EQUITY RESIDENTIAL PPRTYS	29476L107			4/26/2013		12/18/2013	1,180	1,300			0	-120
19	X EQUITY RESIDENTIAL PPRTYS	29476L107			4/26/2013		1/9/2014	107	107			0	0
20	X EQUITY RESIDENTIAL PPRTYS	29476L107			3/7/2013		1/19/2014	908	956			0	-48
21	X FED FARM CREDIT BK 4 2005	31331YPA6			10/6/2008		3/10/2014	78,475	75,648			0	2,827
22	X FED FARM CREDIT BK 4 2005	31331YPA6			10/6/2008		3/26/2014	26	25,216			0	845
23	X FED HOME LN BK 4 500%	31333XN519			10/30/2008		3/10/2014	103,437	101,437			0	1,897
24	X GATEWAY FUND Y #1986	367829884			7/27/2009		7/30/2013	82,376	69,332			0	12,444
25	X GATEWAY FUND Y #1986	367829884			10/9/2012		7/30/2013	15,704	15,348			0	356
26	X INTEL CORP	458140100			2/18/2003		1/12/2013	9,282	6,532			0	2,750
27	X INTERNATIONAL BUSINESS M	4592200101			12/4/2008		1/17/2013	6,259	2,770			0	3,499
28	X ISHARES RUSSELL 1000 GRO	464287614			5/9/2013		5/16/2014	4,143	3,582			0	561
29	X LASALLE HOTEL PROPERTIES	517942108			7/19/2013		1/19/2013	528	452			0	76
30	X LASALLE HOTEL PROPERTIES	517942108			4/15/2013		1/19/2013	715	600			0	115
31	X ELLILLY & CO 4 200%	532457857			3/3/2009		3/6/2014	25,000	24,969			0	11
32	X MAGERICH CO COM	534382101			3/7/2013		10/10/2013	224	249			0	-25
33	X McDONALDS CORP	5801350101			5/1/2008		11/27/2013	8,737	5,416			0	3,321
34	X PIMCO FOREIGN BD FD USD	6933930882			4/18/2013		10/17/2013	52,456	54,195			0	-1,739
35	X PRIMERER INC	4 500% 2/18			5/11/2010		2/15/2014	50,000	53,985			0	-3,985
36	X PRIMERER OFFICE REALTY	720190206			9/13/2013		1/31/2014	2,714	2,863			0	-19
37	X POST PPRTYS INC COM	737464017			3/7/2013		3/20/2014	4,683	4,847			0	-164
38	X PRINCIPAL PREFERRED SEC	74253Q416			5/16/2012		5/12/2013	47,770	50,000			0	-2,230
39	X PRINCIPAL PREFERRED SEC	74253Q416			3/7/2013		9/12/2013	21,966	22,624			0	-658
40	X PROLOGIS INC	74340W103			3/7/2013		11/19/2013	2,931	3,014			0	-83
41	X PROLOGIS INC	74340W103			3/7/2013		1/19/2014	1,258	1,348			0	-90
42	X PUBLIC STORAGE INC COM	74460D109			3/7/2013		1/31/2014	3,421	3,490			0	-49
43	X SABRA HEALTH CARE REIT	765731106			10/20/2005		1/31/2014	1,737	709			0	1,028
44	X SENIOR HOUSING PROP TRU	81721M109			3/7/2013		7/18/2013	1,671	1,602			0	69
45	X SENIOR HOUSING PROP TRU	81721M109			3/7/2013		9/13/2013	1,185	1,314			0	-129
46	X SENIOR HOUSING PROP TRU	81721M109			3/7/2013		1/9/2014	2,021	2,391			0	-370
47	X SENIOR HOUSING PROP TRU	81721M109			3/7/2013		1/31/2014	6,867	7,734			0	-877
48	X SIMON PROPERTY GROUP IN	828806109			7/17/2009		1/31/2013	1,311	406			0	905
49	X SIMON PROPERTY GROUP IN	828806109			7/21/2009		9/13/2013	2,678	914			0	1,764
50	X SIMON PROPERTY GROUP IN	828806109			7/21/2009		12/18/2013	5,457	1,829			0	3,648
51	X SIMON PROPERTY GROUP IN	828806109			3/20/2014		3/19/2014	3,194	1,016			0	2,178
52	X SIMON PROPERTY GROUP IN	828806109			4/24/2014		1/27/2013	1,026	305			0	721
53	X LASALLE HOTEL PROPERTY	517942108			7/18/2013		1/10/2013	1,473	1,383			0	90
54	X TARGET CORP	871612E106			3/7/2013		7/18/2013	5,070	5,125			0	-55
55	X UNION PACIFIC CORP	876181018			8/32/2009		11/17/2013	5,606	914			0	2,912
56	X TAUBMAN CTRS INC COM	87665403			3/7/2013		7/18/2013	3,189	3,111			0	0
57	X 3M CO	88579Y101			7/30/2012		10/17/2013	10,409	543			0	9,866
58	X US BANCORP DEI NEW	902973304			7/30/2012		11/27/2013	7,982	384			0	7,599
59	X US BANCORP DEI NEW	902973304			8/26/2005		10/17/2013	9,937	7,709			0	2,228
60	X UNION PACIFIC CORP	907818108			8/26/2005		11/17/2013	6,047	6,091			0	1,788
61	X UNION PACIFIC CORP	907818108			7/17/2010		10/17/2013	6,047	7,811			0	3,266
62	X VENTAS INC COM	92276F100			7/22/2009		11/27/2013	7,327	3,128			0	4,199
63	X VENTAS INC COM	92276F100			3/20/2014		3/19/2014	1,016	1,777			0	21
64	X WALGREEN CO	931422D1			3/7/2013		12/18/2013	1,798	1,777			0	-347
65	X WFM ADV ULTR SHORT-TRMIN	949917744			8/1/2013		5/18/2013	1,288	1,288			0	0
66	X WFM ADV ULTR SHORT-TRMIN	949917744			3/7/2014		3/18/2013	150,000	150,000			0	0
67	X WEVERTAUSER CO	952166104			9/13/2013		9/13/2013	1,816	1,816			0	-116
68	X ALPHAMETRIX M&D FUT III (W)	ANX984405			6/29/2011		10/31/2013	307,414	300,000			0	7,414

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

Long Term CG Distributions		Amount	Capital Gains/Losses		Cost, Other Basis and Expenses		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Long Term CG Distributions	Short Term CG Distributions	14,018	Other sales	0	1,661,219	1,540,940	0	1,540,940	0	120,279	0	
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Acquisition Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Adjustments	Depreciation
69 X ALPHAMETRIX MGD FUT III INC	AMX9991B6	030277X100			10/31/2013	1/31/2014	6,147	6,147	854		0	0
70 X AMERICAN TOWER CORP		030277X100			3/17/2013	10/10/2013	806				0	-48
71 X AMERICAN TOWER CORP		030277X100			3/17/2013	1/19/2013	1,983	1,941			0	12
72 X AMERICAN TOWER CORP		030277X100			3/17/2013	4/24/2014	5,776	5,357			0	419
73 X APACHE CORP		037411105			10/26/2009	8/19/2013	12,921	17,153			0	-4,232
74 X APPLE INC		037833100			11/10/2008	10/17/2013	17,646	3,375			0	14,271
75 X APPLE INC		037833100			11/10/2008	1/12/2013	5,442	964			0	4,478
76 X AVALONBAY CMNTYS INC		053484101			7/21/2009	12/18/2013	940	434			0	506
77 X BANK OF AMERICA CORP 4.7%		060505BDS			6/6/2005	8/15/2013	125,000	121,179			0	-2,179
78 X S/L GAIN FROM PARTNERSHIP							6,754				0	6,754
79 X S/L LOSS FROM PARTNERSHIP											32	32
80 X S/L LOSS FROM PARTNERSHIP											936	-936
81 X FINAL YEAR PARTNERSHIP K											7,651	-7,651
82 X SECTION 1256 GAIN FROM P											14,105	14,105
83 X SECTION 1256 LOSS FROM P											4,369	-4,369

Part I, Line 11 (990-PF) - Other Income

		-8,276	-8,276	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	OTHER INCOME	2,726	2,726	
2	FROM PARTNERSHIP K-1	-11,002	-11,002	

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,061			1,061

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

		7,893	1,428	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	1,428	1,428		
2	PY EXCISE TAX DUE	1,952			
3	ESTIMATED EXCISE PAYMENTS	4,513			

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

		874	849	0	25
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PARTNERSHIP EXPENSES	849	849		
2	STATE AG FEES	25			25

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

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

1	COST BASIS ADJUSTMENT	1	158
2	MUTUAL FUND TIMING DIFFERENCE	2	696
3	PARTNERSHIP INCOME ADJUSTMENT	3	3,922
4	Total	4	4,776

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

1	PY RETURN OF CAPITAL ADJUSTMENT	1	194
2	Total	2	194

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

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

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

	Date	Amount
1 Credit from prior year return	1	0
2 First quarter estimated tax payment	2	1,128
3 Second quarter estimated tax payment	3	1,128
4 Third quarter estimated tax payment	4	1,128
5 Fourth quarter estimated tax payment	5	1,129
6 Other payments	6	
7 Total	7	4,513

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	107,731
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	107,731