Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ **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.**

OMB No. 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning June 1 **, 2013, and ending** May 31 **, 20**14

Name of foundation: Joyce S Mudd Foundation

A Employer identification number: 72-1485643

Number and street (or P.O. box number if mail is not delivered to street address): 9424 Primrose Lane | Room/suite:

B Telephone number (see instructions): (318) 687-1081

City or town, state or province, country, and ZIP or foreign postal code: Shreveport LA 71118

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 1,935,541.26

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

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

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).)*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)	—		Not Applicable	
	2	Check ▶ ☐ if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments	24.74	24.74		
	4	Dividends and interest from securities	30,898.38	30,898.38		
	5a	Gross rents	—	—		
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	—			
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		—		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)	—			
	11	Other income (attach schedule)	—	—		
	12	**Total.** Add lines 1 through 11	30,923.12	30,923.12		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	—	—		—
	14	Other employee salaries and wages	—	—		—
	15	Pension plans, employee benefits	—	—		—
	16a	Legal fees (attach schedule)	—	—		—
	b	Accounting fees (attach schedule)	—	—		—
	c	Other professional fees (attach schedule)	—	—		—
	17	Interest	—	—		—
	18	Taxes (attach schedule) (see instructions)	264.20	264.20		—
	19	Depreciation (attach schedule) and depletion	—	—		
	20	Occupancy	—	—		—
	21	Travel, conferences, and meetings	—	—		—
	22	Printing and publications	124.46	—		—
	23	Other expenses (attach schedule) *	45.00	45.00		—
	24	**Total operating and administrative expenses.** Add lines 13 through 23	433.66	309.20		Ø
	25	Contributions, gifts, grants paid	89,000.00			89,000.00
	26	**Total expenses and disbursements.** Add lines 24 and 25	89,433.66	309.20		89,000.00
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	<58,510.54>			
	b	**Net investment income** (if negative, enter -0-)		30,613.92		
	c	**Adjusted net income** (if negative, enter -0-)				

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38

Form 990-PF (2013) Joyce S Mudd Foundation 72-1485643

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing	96,754.91	9,840.12	9,840.12
2	Savings and temporary cash investments	-	-	-
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)	959,791.05	988,195.30	1,925,701.14
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)	-	-	-
14	Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶	-	-	-
15	Other assets (describe ▶)	-	-	-
16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,056,545.96	998,035.42	1,935,541.26
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)	Ø	Ø	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	Ø	Ø	
28	Paid-in or capital surplus, or land, bldg., and equipment fund	Ø	Ø	
29	Retained earnings, accumulated income, endowment, or other funds	1,056,545.96	998,035.42	
30	**Total net assets or fund balances** (see instructions)	1,056,545.96	998,035.42	
31	**Total liabilities and net assets/fund balances** (see instructions)	1,056,545.96	998,035.42	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,056,545.96
2	Enter amount from Part I, line 27a	2	<58,510.54>
3	Other increases not included in line 2 (itemize) ▶	3	Ø
4	Add lines 1, 2, and 3	4	998,035.42
5	Decreases not included in line 2 (itemize) ▶	5	Ø
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	998,035.42

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	Part IV not applicable			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	
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	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☐ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012			
2011			
2010	Part V not	applicable	
2009			
2008			

2	**Total** of line 1, column (d)	2	
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ________ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	612	28
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	Ø	
3	Add lines 1 and 2	3	612	28
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	Ø	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	612	28
6	Credits/Payments:			
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a Ø			
b	Exempt foreign organizations—tax withheld at source — 6b Ø			
c	Tax paid with application for extension of time to file (Form 8868) — 6c Ø			
d	Backup withholding erroneously withheld — 6d Ø			
7	Total credits and payments. Add lines 6a through 6d	7	Ø	
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	Ø	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	612	28
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10		
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ / **Refunded** ▶	11		

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		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		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ Ø **(2)** On foundation managers. ▶ $ Ø			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ Ø			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	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	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ Louisiana			
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	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		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Joyce S Mudd Foundation 72-1485643

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

				Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13	X	
	Website address ▶				
14	The books are in care of ▶ John S Mudd Telephone no. ▶ (318) 687-1081				
	Located at ▶ 10003 Cristincozter Ct Shreveport, LA ZIP+4 ▶ 71118				
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	not applicable		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?		16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶				

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

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

			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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☐ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☐ 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)? ☐ Yes ☐ 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.) ☐ Yes ☐ 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)? not applicable	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? not applicable	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
	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.) not applicable	2b		
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? ☐ Yes ☐ 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.)* not applicable	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		

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

5a During the year did the foundation pay or incur any amount to:
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? not applicable — 5b

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? — 6b — No: X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? — 7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Linda Turley 8627 Turning Leaf Boerne, TX 78015	Director minimal hrs	Ø	Ø	Ø
John Mudd 10003 Cristinwater Shreveport, LA 71118	Director minimal hrs	Ø	Ø	Ø
Susan Holland 631 Pickett's Mill Shreveport, LA 71118	Director minimal hrs	Ø	Ø	Ø
David Mudd 2006 Pine Ridge Way Benton, LA 71006	Director minimal hrs	Ø	Ø	Ø

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 ▶ Ø

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 ▶		Ø

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 not applicable	—
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 Not applicable	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	Ø

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,773,647
b	Average of monthly cash balances	1b	38,591
c	Fair market value of all other assets (see instructions)	1c	Ø
d	**Total** (add lines 1a, b, and c)	1d	1,812,238
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . 1e Ø		
2	Acquisition indebtedness applicable to line 1 assets	2	Ø
3	Subtract line 2 from line 1d	3	1,812,238
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	27,184
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,785,054
6	**Minimum investment return.** Enter 5% of line 5	6	89,253

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	89,253
2a	Tax on investment income for 2013 from Part VI, line 5 . . . 2a 612.28		
b	Income tax for 2013. (This does not include the tax from Part VI.) . . . 2b Ø		
c	Add lines 2a and 2b	2c	612
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	88,641
4	Recoveries of amounts treated as qualifying distributions	4	Ø
5	Add lines 3 and 4	5	88,641
6	Deduction from distributable amount (see instructions)	6	Ø
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	88,641

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	89,000
b	Program-related investments—total from Part IX-B	1b	Ø
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	Ø
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	Ø
b	Cash distribution test (attach the required schedule)	3b	Ø
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	89,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	89,000

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

			(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1	Distributable amount for 2013 from Part XI, line 7					88,641
2	Undistributed income, if any, as of the end of 2013:					
a	Enter amount for 2012 only				72,813.67	
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		∅			
4	Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 89,000					
a	Applied to 2012, but not more than line 2a				72,813.67	
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					16,186.33
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					72,454.67
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	∅				

Joyce S Mudd foundation 72-1400673

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

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

Charitable Activities of The Joyce S. Mudd Foundation

June 1, 2013 to May 31, 2014

Recipient	Status of Recipient	Purpose of Contribution	Amount Distributed
Centenary College 2911 Centenary Blvd, Shreveport, LA 71104	Public	To fund the Joyce & Lee Mudd First Generation Endowed Scholarship	$ 30,000.00
Christus Schumpert Health System Foundation One Saint Mary Place, Shreveport, LA 71101	Private 501 (c)(3) non-profit	To fund construction of a new NICU unit	$ 7,500.00
March of Dimes 1275 Mamaroneck Ave, White Plains, NY 10605	Public	To fund the NICU Family Support project	$ 18,750.00
The Providence House 814 Cotton Street, Shreveport, LA 71101	Private 501 (c)(3) non-profit	To fund the 'Working to Learn' Adult GED program	$ 8,750.00
University of Illinois Foundation 1305 West Green Stree, Urbana, IL 61801	Public	To fund the John W. Ozag Endowed Scholarship	$ 9,000.00
Vivian Elementary/Middle Magnet School 100 West Kentucky, Vivian, LA 71082	Public	To fund the Summer School program	$ 15,000.00

Total . . . . ⟹ Total 3a **$ 89,000.00**

Joyce S Mudd Foundation 72-1485645

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions.)
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			14	24.74	
4 Dividends and interest from securities			14	30898.38	
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					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		Ø		30,923.12	Ø

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 30,923.12

(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

			Yes	No
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	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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.

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

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

b If "Yes," complete the following schedule.

(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

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	

Part II (10b) Investments - corporate stocks

		Method of Acquisition [] Date Acquired	Book Value May 31, 2014	Ind. Fair Market Value
500 **Amgen**		[P] 3/19/01	$ 32,658.20	$ 56,745.00
882	Amgen	[D] 12/28/01	$ 52,090.92	$ 100,098.18
2220	Amgen	[D] 7/11/05	$ 152,086 00	$ 251,947 80
835	Amgen	[D] 6/26/07	$ 46,008 50	$ 94,764.15
22.7919	Amgen	9/09/11 [r]	$ 1,242.36	$ 2,586.65
21.3429	Amgen	12/09/11 [r]	$ 1,248.74	$ 2,422.21
23.8566	Amgen	3/08/12 [r]	$ 1,613.21	$ 2,707.49
23.4839	Amgen	6/08/12 [r]	$ 1,621 80	$ 2,665.19
19.2478	Amgen	9/10/12 [r]	$ 1,630.25	$ 2,184.43
18.4047	Amgen	12/10/12 [r]	$ 1,637.18	$ 2,088.75
23.0423	Amgen	3/08/13 [r]	$ 2,146.08	$ 2,615.07
21.8776	Amgen	6/10/13 [r]	$ 2,156.91	$ 2,482.89
19.3856	Amgen	9/09/13 [r]	$ 2,167.19	$ 2,200.07
19.0915	Amgen	12/09/13 [r]	$ 2,176.30	$ 2,166.69
23.0288	Amgen	3/10/14 [r]	$ 2,836.21	$ 2,613.54
4672.5536				
706 **ATT**		[P] Bell South merger	$ 14,367.41	$ 24,900.62
6.6342	ATT	2/02/07 [r]	$ 250 63	$ 233.99
6.4775	ATT	5/02/07 [r]	$ 252.99	$ 228.46
400	ATT	[P] 7/10/07	$ 16,477.65	$ 14,108.00
9 8919	ATT	8/02/07 [r]	$ 397.28	$ 348.89
9.917	ATT	11/02/07 [r]	$ 400.80	$ 349.77
11.917	ATT	2/04/08 [r]	$ 455.57	$ 420.31
11.5239	ATT	5/02/08 [r]	$ 460.34	$ 406.45
15.389	ATT	8/04/08 [r]	$ 464.94	$ 542.77
16.2193	ATT	11/04/08 [r]	$ 471.10	$ 572.05
19.3977	ATT	2/03/09 [r]	$ 489.53	$ 684.16
18.8913	ATT	5/04/09 [r]	$ 497.48	$ 666.30
19.1868	ATT	8/04/09 [r]	$ 505.23	$ 676.72
20.1764	ATT	11/03/09 [r]	$ 513.09	$ 711.62
20.9634	ATT	2/02/10 [r]	$ 534.08	$ 739.38
20.8259	ATT	5/04/10 [r]	$ 542.89	$ 734.53
20.585	ATT	8/03/10 [r]	$ 551.63	$ 726.03
19.2907	ATT	11/01/10 [r]	$ 560.28	$ 680.38
20.9166	ATT	2/02/11 [r]	$ 581.91	$ 737.73
18 786	ATT	5/03/11 [r]	$ 590.91	$ 662.58
20 4393	ATT	8/02/11 [r]	$ 598.99	$ 720.89
20.795	ATT	11/02/11 [r]	$ 607.77	$ 733.44
21.1185	ATT	2/02/12 [r]	$ 631.06	$ 744.85
19.4129	ATT	5/02/12 [r]	$ 640.35	$ 684.69
17.2951	ATT	8/02/12 [r]	$ 648.89	$ 610.00
18.6024	ATT	11/02/12 [r]	$ 656.50	$ 656.11
19.3584	ATT	2/04/13 [r]	$ 679 79	$ 682.77
18.3291	ATT	5/02/13 [r]	$ 688.51	$ 646.47
19.5611	ATT	8/02/13 [r]	$ 696.75	$ 689.92
19.3669	ATT	11/04/13 [r]	$ 705.56	$ 683.07
22.6142	ATT	2/4/14 [r]	$ 730.14	$ 797.60
20.7586	ATT	5/2/14 [r]	$ 740.55	$ 732.16
1630.6411				
329 **TEVA**		[P] 12/23/08	$ 13,814.71	$ 16,581.60

920	**Biogen Idec Inc**	[D] 12/28/01	$	47,192.00	$	271,726.60		
85.4423	**Bristol Meyers**	[D] 2/21/06	$	1,972.01	$	4,161.89	$	23.08
2.9969	Bristol Meyers	8/04/08 [r]	$	64.00	$	145.98	$	21.36
3.0928	Bristol Meyers	11/04/08 [r]	$	64.93	$	150.65	$	20.99
2.9776	Bristol Meyers	2/03/09 [r]	$	65.88	$	145.04	$	21.36
3.4336	Bristol Meyers	5/04/09 [r]	$	66.81	$	167.25	$	20.99
3.094	Bristol Meyers	8/04/09 [r]	$	67.87	$	150.71	$	22.13
3.1652	Bristol Meyers	11/03/09 [r]	$	68.83	$	154.18	$	19.46
1.3715	Bristol Meyers	2/02/10 [r]	$	33.34	$	66.81		
1.3291	Bristol Meyers	5/04/10 [r]	$	33.78	$	64.74		
1.3324	Bristol Meyers	8/03/10 [r]	$	34.21	$	64.90		
1.2834	Bristol Meyers	11/02/10 [r]	$	34.64	$	62.51		
1.4241	Bristol Meyers	2/02/11 [r]	$	36.14	$	69.37	$	19.46
1.2763	Bristol Meyers	5/03/11 [r]	$	36.61	$	62.17		
1.2857	Bristol Meyers	8/02/11 [r]	$	37.03	$	62.63		
1.2013	Bristol Meyers	11/02/11 [r]	$	37.46	$	58.52		
1.2025	Bristol Meyers	2/02/12 [r]	$	39.00	$	58.57		
1.1748	Bristol Meyers	5/02/12 [r]	$	39.41	$	57.22		
1.1961	Bristol Meyers	8/02/12 [r]	$	39.81	$	58.26		
1.1949	Bristol Meyers	11/02/12 [r]	$	40.22	$	58.20		
1.1438	Bristol Meyers	2/02/13 [r]	$	41.82	$	55.71		
1.0591	Bristol Meyers	5/02/13 [r]	$	42.22	$	51.59		
0.9652	Bristol Meyers	8/02/13 [r]	$	42.59	$	47.01		
0.8087	Bristol Meyers	11/04/13 [r]	$	42.92	$	39.39		
0.9099	Bristol Meyers	2/04/14 [r]	$	44.44	$	44.32		
0.9013	Bristol Meyers	5/02/14 [r]	$	44.77	$	43.90		
125.2625								
526	**Berkshires**	[P] 2/16/10	$	42,148.38	$	66,623.16		
500	**Cisco**	[P] 03/19/01	$	10,330.26	$	12,240.00		
3465	Cisco	[D] 12/28/01	$	64,241.10	$	84,823.20		
14.0274	Cisco	4/21/11 [r]	$	237.90	$	343.39		
14.8681	Cisco	7/28/11 [r]	$	238.74	$	363.97		
13.145	Cisco	10/27/11 [r]	$	239.63	$	321.79		
12.0694	Cisco	1/26/12 [r]	$	240.42	$	295.46		
16.5226	Cisco	4/26/12 [r]	$	321.53	$	404.47		
20.6713	Cisco	7/26/12 [r]	$	322.85	$	506.03		
32.8447	Cisco	10/25/12 [r]	$	567.88	$	804.04		
28.274	Cisco	12/20/12 [r]	$	572.48	$	692.15		
33.9514	Cisco	4/25/13 [r]	$	699.96	$	831.13		
27.6847	Cisco	7/25/13 [r]	$	705.73	$	677.72		
31.8741	Cisco	10/24/13 [r]	$	710.44	$	780.28		
31.6272	Cisco	1/23/14 [r]	$	715.86	$	774.23		
34.3117	Cisco	4/24/14 [r]	$	806.09	$	839.95		
100	Cisco	[P] 05/22/14	$	2,444.45	$	2,448.00		
4376.8716								
200	**Coca Cola**	[D] 06/21/04	$	2,569.00	$	8,174.00		
1.2883	Coca Cola	10/04/05 [r]	$	28.00	$	52.65		
1.3596	Coca Cola	12/16/05 [r]	$	28.18	$	55.57		
1.5043	Coca Cola	4/04/06 [r]	$	31.41	$	61.48		
1.4606	Coca Cola	7/05/06 [r]	$	31.65	$	59.69		
1.4239	Coca Cola	10/05/06 [r]	$	31.87	$	58.19		

1.3095	Coca Cola	12/18/06 [r]	$	32.09	$	53 52
1.4464	Coca Cola	4/03/07 [r]	$	35.42	$	59.11
1.3502	Coca Cola	7/03/07 [r]	$	35.67	$	55.18
1.2376	Coca Cola	10/02/07 [r]	$	35.90	$	50.58
1.1526	Coca Cola	12/18/07 [r]	$	36.11	$	47.11
1.3365	Coca Cola	4/02/08 [r]	$	40.57	$	54.62
1.5979	Coca Cola	7/02/08 [r]	$	40.83	$	65.31
1.5331	Coca Cola	10/02/08 [r]	$	41.13	$	62.66
1.8027	Coca Cola	12/16/08 [r]	$	41.42	$	73 68
1.9873	Coca Cola	4/02/09 [r]	$	45.06	$	81.22
1.8447	Coca Cola	7/02/09 [r]	$	45.47	$	75.39
1.7096	Coca Cola	10/02/09 [r]	$	45.85	$	69.87
1.5621	Coca Cola	12/16/09 [r]	$	46.20	$	63.84
1.8048	Coca Cola	4/05/10 [r]	$	49.92	$	73.76
1.998	Coca Cola	7/02/10 [r]	$	50.32	$	81.66
1.7207	Coca Cola	10/04/10 [r]	$	50.76	$	70.33
1.579	Coca Cola	12/16/10 [r]	$	51.14	$	64.53
1.6298	Coca Cola	4/04/11 [r]	$	54.99	$	66.61
1.618	Coca Cola	7/05/11 [r]	$	55.38	$	66.13
1.753	Coca Cola	10/04/11 [r]	$	55.76	$	71.65
1.663	Coca Cola	12/16/11 [r]	$	56.17	$	67.97
1.6599	Coca Cola	4/03/12 [r]	$	61.37	$	67.84
1.5653	Coca Cola	7/03/12 [r]	$	61.80	$	63.97
243	Coca Cola	***8/13/12 [s]***	$	6,358.37	$	9,931.41
3.2295	Coca Cola	10/02/12 [r]	$	124.16	$	131.99
3 3424	Coca Cola	12/18/12 [r]	$	124.98	$	136.60
3.3966	Coca Cola	4/02/13 [r]	$	138.17	$	138.82
3.4187	Coca Cola	7/02/13 [r]	$	139.12	$	139.72
3.7404	Coca Cola	10/02/13 [r]	$	140.08	$	152.87
3.6198	Coca Cola	12/16/13 [r]	$	141.13	$	147.94
4.026	Coca Cola	4/02/14 [r]	$	154.83	$	164.54
511.6718						
303.3087	**Conoco**	[D] 12/29/06	$	16,803.76	$	23,818.83
1 9001	Conoco	3/02/07 [r]	$	95.75	$	149.21
1.5872	Conoco	6/04/07 [r]	$	96.35	$	124.64
1.5246	Conoco	9/05/07 [r]	$	96.85	$	119.73
1.5756	Conoco	12/04/07 [r]	$	97.33	$	123.73
1.7602	Conoco	3/04/08 [r]	$	112.15	$	138.23
1.5821	Conoco	6/03/08 [r]	$	112.78	$	124.24
1.8593	Conoco	9/03/08 [r]	$	113.35	$	146.01
2.9937	Conoco	12/02/08 [r]	$	114.03	$	235.10
4.1941	Conoco	3/03/09 [r]	$	115 11	$	329.36
3.1362	Conoco	6/02/09 [r]	$	116.63	$	246.29
3.445	Conoco	9/02/09 [r]	$	117.77	$	270.54
3.1622	Conoco	12/02/09 [r]	$	126.61	$	248.33
3.3536	Conoco	3/02/10 [r]	$	127.82	$	263.36
3.6266	Conoco	6/02/10 [r]	$	142.03	$	284.80
3.4242	Conoco	9/02/10 [r]	$	143.57	$	268.90
2.9804	Conoco	12/02/10 [r]	$	145.02	$	234 05
2.9068	Conoco	3/02/11 [r]	$	175.53	$	228.27
3.158	Conoco	6/02/11 [r]	$	177.01	$	248.00
3.5003	Conoco	9/02/11 [r]	$	178.62	$	274.88
3.2463	Conoco	12/02/11 [r]	$	180.40	$	254.93
3.0371	Conoco	3/02/12 [r]	$	182.05	$	238.50

4.6598	Conoco	6/04/12 [r]	$	238.43	$	365.93
4.3421	Conoco	9/05/12 [r]	$	241.51	$	340.99
4.2886	Conoco	12/04/12 [r]	$	244.37	$	336.78
4.2657	Conoco	3/04/13 [r]	$	247.20	$	334.99
4.0357	Conoco	6/04/13 [r]	$	250.02	$	316.92
3.9221	Conoco	9/04/13 [r]	$	264.17	$	308.00
3.6535	Conoco	12/03/13 [r]	$	266.88	$	286.91
4.0392	Conoco	3/04/14 [r]	$	269.40	$	317.20
394.469						
180	***PHILLIPS 66***	[spin] 5/01/12	$	5,845.87	$	14,686.20
0.8565	Phillips 66	6/04/13 [r]	$	56.25	$	69.88
0.9702	Phillips 66	9/04/13 [r]	$	56.52	$	79.16
0.9982	Phillips 66	12/04/13 [r]	$	70.91	$	81.44
0.9454	Phillips 66	3/04/14 [r]	$	71.30	$	77.14
183.7703						
600	***CSX***	[D] 12/29/06	$	6,886.00	$	17,796.00
1200	*CSX*	6/16/11 [s]	$	13,772.00	$	35,592.00
1.8783	*CSX*	3/16/07 [r]	$	24.00	$	55.71
1.6117	*CSX*	6/18/07 [r]	$	24.08	$	47.80
2.3175	*CSX*	9/17/07 [r]	$	30.17	$	68 74
2.1395	*CSX*	12/17/07 [r]	$	30.29	$	63.46
1.86	*CSX*	3/17/08 [r]	$	30.40	$	55.17
1.6889	*CSX*	6/16/08 [r]	$	36.59	$	50.09
2.3506	*CSX*	9/16/08 [r]	$	44.84	$	69.72
4.2392	*CSX*	12/16/08 [r]	$	45.02	$	125.73
5.4685	*CSX*	3/16/09 [r]	$	45.33	$	162.20
3.8981	*CSX*	6/16/09 [r]	$	45.73	$	115.62
2.9834	*CSX*	9/16/09 [r]	$	46.01	$	88 49
2.7981	*CSX*	12/16/09 [r]	$	46.23	$	82.99
2.9563	*CSX*	3/16/10 [r]	$	50.60	$	87.68
2.8334	*CSX*	6/16/10 [r]	$	50.90	$	84.04
2.7967	*CSX*	9/16/10 [r]	$	51.12	$	82 95
2.6461	*CSX*	12/16/10 [r]	$	55.62	$	78.48
2.2402	*CSX*	3/16/11 [r]	$	55.86	$	66.44
93	*CSX*	6/16/11 [s]	$	1,425.75	$	2,758.38
	.413 sh of CSX	**sold 6/17/11 @ 10.18** **buy 6/16/08 @ 8.94**				
9.4986	*CSX*	6/16/11 [r]	$	232.81	$	281.73
11.0653	*CSX*	9/16/11 [r]	$	233.90	$	328.20
11.5366	*CSX*	12/16/11 [r]	$	235.23	$	342.18
10.7165	*CSX*	3/16/12 [r]	$	236.62	$	317.85
12.472	*CSX*	6/18/12 [r]	$	277.55	$	369.92
12.0928	*CSX*	9/17/12 [r]	$	279.30	$	358 67
14.0708	*CSX*	12/17/12 [r]	$	280.99	$	417.34
11.8471	*CSX*	3/18/13 [r]	$	282.96	$	351.38
12.2768	*CSX*	6/17/13 [r]	$	304.95	$	364.13
11.599	*CSX*	9/16/13 [r]	$	306.79	$	344.03
11.0586	*CSX*	12/16/13 [r]	$	308.53	$	328.00
10.772	*CSX*	3/17/14 [r]	$	310.19	$	319.50
2078.7126						

200	**Disney**	[D] 6/21/04	$	5,000.00	$	16,438.00
800	Disney	[P] 2/04/05	$	22,955.95	$	65,752.00
10.8648	Disney	1/09/06 [r]	$	270.00	$	892.98
8.9198	Disney	1/16/07 [r]	$	313.37	$	733.12
11.753	Disney	1/14/08 [r]	$	356.92	$	965.98
17.1089	Disney	1/21/09 [r]	$	361.04	$	1,406.18
11.7884	Disney	1/20/10 [r]	$	367.03	$	968.89
10.7987	Disney	1/19/11 [r]	$	424 17	$	887.55
16.4184	Disney	1/19/12 [r]	$	642.74	$	1,349.43
16.5287	Disney	12/31/12 [r]	$	815.74	$	1,358.49
12.7719	Disney	1/17/14 [r]	$	949.60	$	1,049.72
1116.9526						
500	**E M C**	[P] 2/04/05	$	6,534.95	$	13,195.00
1.8587	E M C	7/24/13 [r]	$	50.00	$	49.05
2.1035	E M C	10/24/13 [r]	$	50.19	$	55 51
1.9335	E M C	1/24/14 [r]	$	50.40	$	51.03
1.9714	E M C	4/24/14 [r]	$	50.59	$	52.03
507.8671						
1000	**Emcor**	[P] 3/19/01	$	7,692.13	$	44,640.00
500	Emcor	[D] 6/21/04	$	5,563.75	$	22,320.00
1500	Emcor	2/13/06 [s]	$	13,255.88	$	66,960.00
3000	Emcor	7/10/07 [s]	$	26,511.75	$	133,920.00
13.1435	Emcor	10/26/11 [r]	$	300.00	$	586.73
10.3416	Emcor	2/01/12 [r]	$	300.66	$	461.65
10.2823	Emcor	5/01/12 [r]	$	301.17	$	459.00
11.4912	Emcor	7/31/12 [r]	$	301.69	$	512.97
9.3666	Emcor	10/31/12 [r]	$	302 26	$	418.13
10.6319	Emcor	12/31/12 [r]	$	363.28	$	474.61
9.9462	Emcor	5/01/13 [r]	$	363.92	$	444.00
8.7686	Emcor	7/29/13 [r]	$	364.51	$	391.43
9.7974	Emcor	10/31/13 [r]	$	365.04	$	437.36
11.5139	Emcor	2/03/14 [r]	$	487.50	$	513.98
10.7466	Emcor	5/01/14 [r]	$	488.42	$	479.73
6116.0298						
300	**Exxon**	[P] 2/04/05	$	15,796.95	$	30,609.00
1.3261	Exxon	3/11/05 [r]	$	81.00	$	135.30
1.5085	Exxon	6/13/05 [r]	$	87.38	$	153.91
1.3969	Exxon	9/13/05 [r]	$	87.82	$	142.53
1.5026	Exxon	12/12/05 [r]	$	88.23	$	153 31
1.6387	Exxon	3/13/06 [r]	$	97.83	$	167.20
1.6601	Exxon	6/12/06 [r]	$	98 36	$	169.38
1.5217	Exxon	9/12/06 [r]	$	98.89	$	155.26
1.3089	Exxon	12/12/06 [r]	$	99.38	$	133.55
1.4075	Exxon	3/12/07 [r]	$	99.80	$	143.61
1.3289	Exxon	6/12/07 [r]	$	109.64	$	135.59
1.2929	Exxon	9/11/07 [r]	$	110.11	$	131.91
1.1953	Exxon	12/11/07 [r]	$	110 56	$	121.96
1.3091	Exxon	3/11/08 [r]	$	110.98	$	133.57
1.4362	Exxon	6/11/08 [r]	$	127.36	$	146.54
1.7185	Exxon	9/11/08 [r]	$	127.93	$	175.34
1.5903	Exxon	12/11/08 [r]	$	128.62	$	162.26
1.9101	Exxon	3/11/09 [r]	$	129.26	$	194.89
1.8347	Exxon	6/11/09 [r]	$	136.52	$	187 19
1.9404	Exxon	9/11/09 [r]	$	137.29	$	197.98

1.8979	Exxon	12/11/09 [r]	$	138.11	$	193.64
2.0665	Exxon	3/11/10 [r]	$	138.90	$	210.84
2.3847	Exxon	6/11/10 [r]	$	146.43	$	243.31
2.4278	Exxon	9/13/10 [r]	$	147.48	$	247.71
2.0532	Exxon	12/14/10 [r]	$	148.55	$	209.49
1.8225	Exxon	3/11/11 [r]	$	149.45	$	185.95
1.994	Exxon	6/13/11 [r]	$	160.50	$	203.45
2.2739	Exxon	9/12/11 [r]	$	161.43	$	232.01
2.0188	Exxon	12/12/11 [r]	$	162.50	$	205.98
1.9279	Exxon	3/12/12 [r]	$	163 45	$	196.70
2.455	Exxon	6/12/12 [r]	$	199.33	$	250.48
2.2335	Exxon	9/11/12 [r]	$	200.73	$	227.88
2.2698	Exxon	12/11/12 [r]	$	202.00	$	231.59
2 2633	Exxon	3/12/13 [r]	$	203.29	$	230.92
2.4886	Exxon	6/11/13 [r]	$	226.12	$	253.91
2.581	Exxon	9/11/13 [r]	$	227.69	$	263.34
2.4055	Exxon	12/11/13 [r]	$	229.31	$	245.43
2.4296	Exxon	3/12/14 [r]	$	230.83	$	247.89
368.8209						
500	**Gentex**	[D] 6/21/04	$	9,157.50	$	14,510.00
500	Gentex	5/09/05 [s]	$	9,157.50	$	14,510.00
4.8537	Gentex	10/24/05 [r]	$	90.00	$	140.85
4.6338	Gentex	1/23/06 [r]	$	90.44	$	134.47
6.094	Gentex	4/24/06 [r]	$	90.85	$	176.85
6.7854	Gentex	7/23/06 [r]	$	91.40	$	196.91
6.6987	Gentex	10/24/06 [r]	$	97.12	$	194.40
6.1415	Gentex	1/22/07 [r]	$	97.76	$	178.23
5.1744	Gentex	4/23/07 [r]	$	98 34	$	150.16
4.5157	Gentex	7/23/07 [r]	$	98.84	$	131.05
5.2044	Gentex	10/22/07 [r]	$	109.71	$	151.03
7.5842	Gentex	1/22/08 [r]	$	110.26	$	220.09
6.7803	Gentex	4/21/08 [r]	$	111.06	$	196.76
7.228	Gentex	7/21/08 [r]	$	111 77	$	209.76
10.2988	Gentex	10/20/08 [r]	$	117.89	$	298.87
13.8922	Gentex	1/21/09 [r]	$	119.02	$	403.15
10.3122	Gentex	4/20/09 [r]	$	120.55	$	299.26
9.8237	Gentex	7/20/09 [r]	$	121.68	$	285.08
8.4793	Gentex	10/19/09 [r]	$	122.76	$	246.07
6.7685	Gentex	1/21/10 [r]	$	123.70	$	196.42
5.7363	Gentex	4/19/10 [r]	$	124.44	$	166.47
6.6365	Gentex	7/19/10 [r]	$	125.07	$	192.59
5.8675	Gentex	10/18/10 [r]	$	125.80	$	170.27
4.1556	Gentex	1/24/11 [r]	$	126.45	$	120.60
4.6034	Gentex	4/25/11 [r]	$	138 44	$	133.59
4.4854	Gentex	7/25/11 [r]	$	138.99	$	130.17
4.7159	Gentex	10/24/11 [r]	$	139.53	$	136.86
4.4948	Gentex	1/23/12 [r]	$	140.10	$	130.44
7.2624	Gentex	4/23/12 [r]	$	152.36	$	210.75
7.1402	Gentex	7/23/12 [r]	$	153.30	$	207.21
9.0569	Gentex	10/22/12 [r]	$	154.23	$	262.83
8.0947	Gentex	1/22/13 [r]	$	155.41	$	234.91
8.176	Gentex	4/22/13 [r]	$	168.49	$	237.27
7.2469	Gentex	7/22/13 [r]	$	169.64	$	210.31
6.3728	Gentex	10/21/13 [r]	$	170.65	$	184.94
5.0535	Gentex	1/21/14 [r]	$	171.54	$	146.65
5.8377	Gentex	4/22/14 [r]	$	172.25	$	169 41
1236.2053						

1537 **Intel**		[D] 6/21/04	$	42,282.87	$	40,269.40
4.8653	Intel	9/09/05 [r]	$	122.96	$	127 47
4.5298	Intel	12/02/05 [r]	$	123.35	$	118.68
7.4519	Intel	3/02/06 [r]	$	154.64	$	195.24
8.6322	Intel	6/30/06 [r]	$	155.38	$	226.16
7.9104	Intel	9/05/06 [r]	$	156.25	$	207.25
7.4829	Intel	12/04/06 [r]	$	157.04	$	196.05
9.1278	Intel	3/02/07 [r]	$	177.51	$	239.15
7.9592	Intel	6/04/07 [r]	$	178.54	$	208.53
6.917	Intel	9/05/07 [r]	$	179 43	$	181 23
6.8301	Intel	12/04/07 [r]	$	180.21	$	178.95
10.3503	Intel	3/04/08 [r]	$	205.11	$	271.18
9.6188	Intel	6/03/08 [r]	$	226.67	$	252.01
10.2287	Intel	9/03/08 [r]	$	228.01	$	267.99
17.9737	Intel	12/03/08 [r]	$	229.45	$	470.91
18.6309	Intel	3/03/09 [r]	$	231.96	$	488.13
14.2367	Intel	6/02/09 [r]	$	234.57	$	373.00
11.9918	Intel	9/02/09 [r]	$	236.56	$	314.19
12.0561	Intel	12/02/09 [r]	$	238.24	$	315.87
12.9079	Intel	3/02/10 [r]	$	269.92	$	338.19
12.7757	Intel	6/02/10 [r]	$	271.96	$	334.72
14.9823	Intel	9/02/10 [r]	$	273.97	$	392.54
12.7319	Intel	12/02/10 [r]	$	276.33	$	333.58
14.8347	Intel	3/02/11 [r]	$	320.22	$	388.67
14.5569	Intel	6/02/11 [r]	$	322.90	$	381.39
18.9648	Intel	9/02/11 [r]	$	377.28	$	496.88
15.2305	Intel	12/02/11 [r]	$	381.27	$	399.04
14.2812	Intel	3/02/12 [r]	$	384.46	$	374.17
15 3868	Intel	6/04/12 [r]	$	387.46	$	403.13
17 1104	Intel	9/05/12 [r]	$	418.60	$	448.29
21.2318	Intel	12/04/12 [r]	$	422.45	$	556.27
20.2864	Intel	3/04/13 [r]	$	427.23	$	531.50
16.9186	Intel	6/04/13 [r]	$	431.79	$	443.27
19.3256	Intel	9/04/13 [r]	$	435.60	$	506.33
18.6301	Intel	12/04/13 [r]	$	439.95	$	488.11
17.9436	Intel	3/04/14 [r]	$	444.14	$	470.12
1991.8928						
100 **ITT**		[P] 5/12/06	$	2,178.22	$	4,349.00
0.2248	ITT	7/05/06 [r]	$	4.21	$	9.78
0.2177	ITT	10/03/06 [r]	$	4.22	$	9 47
0.1959	ITT	1/03/07 [r]	$	4.23	$	8.52
0.22955	ITT	4/03/07 [r]	$	5.39	$	9.98
0.20315	ITT	7/03/07 [r]	$	5.40	$	8.83
0.2033	ITT	10/02/07 [r]	$	5.41	$	8.84
0.21985	ITT	1/03/08 [r]	$	5.43	$	9.56
0.3303	ITT	4/02/08 [r]	$	6.80	$	14 36
0.2838	ITT	7/02/08 [r]	$	6.82	$	12.34
0.3359	ITT	7/02/08 [r]	$	6.84	$	14.61
0.36175	ITT	1/05/09 [r]	$	6.86	$	15.73
0.0871	ITT	4/02/09 [r]	$	8.36	$	3.79

0.50515	ITT	7/02/09 [r]	$	8.41	$	21.97
0.4489	ITT	10/02/09 [r]	$	8.45	$	19.52
0.45045	ITT	1/05/10 [r]	$	8.49	$	19.59
0.48205	ITT	4/05/10 [r]	$	10.03	$	20.96
0.5859	ITT	7/02/10 [r]	$	10.07	$	25.48
0.5629	ITT	10/04/10 [r]	$	10.13	$	24.48
0.50475	ITT	1/04/11 [r]	$	10.18	$	21.95
0.441	ITT	4/04/11 [r]	$	10.27	$	19.18
0.45135	ITT	7/05/11 [r]	$	10.23	$	19.63
0.67445	ITT	10/04/11 [r]	$	10.32	$	29.33
0.4965	ITT	1/04/12 [r]	$	9.83	$	21.59
0.4286	ITT	4/03/12 [r]	$	9.87	$	18.64
0.551	ITT	7/03/12 [r]	$	9.91	$	23.96
0.498	ITT	10/02/12 [r]	$	9.96	$	21.66
0.4135	ITT	01/02/13 [r]	$	10.01	$	17.98
0.3917	ITT	4/02/13 [r]	$	11.04	$	17.04
0.3672	ITT	7/01/13 [r]	$	11.08	$	15.97
0.3076	ITT	10/02/13 [r]	$	11.11	$	13.38
0.2586	ITT	1/02/14 [r]	$	11.15	$	11.25
0.2788	ITT	4/02/14 [r]	$	12.29	$	12.13
111.9915						
216	***XLS***	[ITT SPINOFF] 11/01/12	$	2,845.57	$	3,479.76
216	***XYL***	[ITT SPINOFF] 11/01/12	$	7,053.91	$	8,169.12
76	**Mead Johnson**	[P] 12/23/09	$	3,321 20	$	6,550.44
0.2942	Mead Johnson	10/04/11 [r]	$	19.76	$	25.36
0.2787	Mead Johnson	1/04/12 [r]	$	19.84	$	24.02
0.275	Mead Johnson	4/04/12 [r]	$	22.97	$	23.70
0.2897	Mead Johnson	7/09/12 [r]	$	23.05	$	24.97
0.3168	Mead Johnson	10/02/12 [r]	$	23.14	$	27.30
0.3306	Mead Johnson	1/04/13 [r]	$	23.24	$	28.49
0.3402	Mead Johnson	4/02/13 [r]	$	26.45	$	29.32
0.3786	Mead Johnson	7/08/13 [r]	$	26.56	$	32.63
0.3601	Mead Johnson	10/02/13 [r]	$	26.69	$	31.04
0.3206	Mead Johnson	1/06/14 [r]	$	26.81	$	27.63
0.3468	Mead Johnson	4/02/14 [r]	$	29.69	$	29.89
79.5313						
508	**EXPRESS SCRIPT**	[P] 4/3/12	$	7,329.78	$	35,478.72
1000	**Pfizer Inc**	[D] 2/25/04	$	37,250.00	$	29,570.00
246	Pfizer Inc	[D] 6/21/04	$	8,710.86	$	7,274.22
9.0593	Pfizer Inc	9/07/05 [r]	$	236.74	$	267.88
11.2854	Pfizer Inc	12/07/05 [r]	$	238.46	$	333.71
11.6562	Pfizer Inc	3/08/06 [r]	$	303.92	$	344.67
12.7329	Pfizer Inc	6/07/06 [r]	$	306.72	$	376.51
11.0718	Pfizer Inc	9/06/06 [r]	$	309.78	$	327.39
12.6001	Pfizer Inc	12/06/06 [r]	$	312.43	$	372.58
15.0068	Pfizer Inc	3/07/07 [r]	$	381.18	$	443.75
14.2365	Pfizer Inc	6/06/07 [r]	$	385.53	$	420.97
15.7547	Pfizer Inc	9/06/07 [r]	$	389.66	$	465.87

16.5501	Pfizer Inc	12/05/07 [r]	$	394.23	$	489.39
19.718	Pfizer Inc	3/05/08 [r]	$	440.31	$	583.06
23.4707	Pfizer Inc	6/04/08 [r]	$	446 61	$	694.03
23.7232	Pfizer Inc	9/04/08 [r]	$	454.13	$	701.50
28.3503	Pfizer Inc	12/03/08 [r]	$	461.72	$	838.32
38.9239	Pfizer Inc	3/04/09 [r]	$	470.79	$	1,150.98
16.4225	Pfizer Inc	6/03/09 [r]	$	241 62	$	485.61
15.0795	Pfizer Inc	9/03/09 [r]	$	244.25	$	445.90
13.0579	Pfizer Inc	12/02/09 [r]	$	246.66	$	386.12
15.9528	Pfizer Inc	3/03/10 [r]	$	279.85	$	471.72
18.8245	Pfizer Inc	6/03/10 [r]	$	282.72	$	556.64
17.452	Pfizer Inc	9/02/10 [r]	$	286.11	$	516.06
17.2386	Pfizer Inc	12/02/10 [r]	$	289.25	$	509.75
16.9354	Pfizer Inc	3/02/11 [r]	$	324.83	$	500.78
15.7971	Pfizer Inc	6/08/11 [r]	$	328.22	$	467.12
17.5065	Pfizer Inc	9/07/11 [r]	$	331.38	$	517.67
16.4253	Pfizer Inc	12/07/11 [r]	$	334.88	$	485.70
17.2483	Pfizer Inc	3/07/12 [r]	$	371.98	$	510.03
17.2604	Pfizer Inc	6/06/12 [r]	$	375.78	$	510.39
15.6485	Pfizer Inc	9/06/12 [r]	$	379.57	$	462.73
15.1141	Pfizer Inc	12/05/12 [r]	$	383.02	$	446.92
14.9515	Pfizer Inc	3/06/13 [r]	$	421.46	$	442.12
15.2373	Pfizer Inc	6/06/13 [r]	$	425.05	$	450.57
15.1182	Pfizer Inc	9/05/13 [r]	$	428.71	$	447.05
13.8286	Pfizer Inc	12/04/13 [r]	$	432.34	$	408.91
14.4154	Pfizer Inc	3/06/14 [r]	$	471.96	$	426.26
1829.6543						
300	**Roche**	[P] 5/12/06	$	6,009.99	$	11,145.00
300	Roche	10/09/09 [s]	$	6,009.99	$	11,145.00
600	Roche	02/27/14 [s]	$	12,019.98	$	22,290.00
1200						
505	**Staples Inc**	[D] 2/25/03	$	8,739.87	$	5,943.85
252	Staples Inc	4/18/05 [s]	$	4,369.93	$	2,966.04
6.4252	Staples Inc	4/21/06 [r]	$	166.54	$	75.62
0.448	Staples Inc	[D] 3/17/07	$	9.47	$	5.27
8.3702	Staples Inc	4/21/07 [r]	$	221.39	$	98.52
11.2218	Staples Inc	4/18/08 [r]	$	254.84	$	132.08
3.1216	Staples Inc	4/17/09 [r]	$	64.64	$	36.74
3.172	Staples Inc	7/16/09 [r]	$	64.89	$	37.33
2.8429	Staples Inc	10/16/09 [r]	$	65.16	$	33.46
2.5513	Staples Inc	1/15/10 [r]	$	65.39	$	30.03
2.9436	Staples Inc	4/16/10 [r]	$	71.56	$	34.65
3.5879	Staples Inc	7/16/10 [r]	$	71.83	$	42.23
3.5197	Staples Inc	10/15/10 [r]	$	72.15	$	41.43
3.1237	Staples Inc	1/14/11 [r]	$	72.47	$	36.77
4.02	Staples Inc	4/15/11 [r]	$	80 83	$	47.32
5.3339	Staples Inc	7/15/11 [r]	$	81.23	$	62.78
5.4846	Staples Inc	10/14/11 [r]	$	81 77	$	64.55
5.5248	Staples Inc	1/13/12 [r]	$	82.32	$	65.03
5.8745	Staples Inc	4/13/12 [r]	$	91.16	$	69.14
7.3786	Staples Inc	7/13/12 [r]	$	91.80	$	86.85
8.0882	Staples Inc	10/19/12 [r]	$	92.61	$	95.20
8.2026	Staples Inc	12/24/12 [r]	$	93.50	$	96.54
8.1306	Staples Inc	4/19/13 [r]	$	102.99	$	95.70
866.3657						

400	**Swift Energy**	[P] 6/14/01	$	14,003.89	$	4,412.00
400	Swift Energy	[D] 6/21/04	$	8,700.00	$	4,412.00
800						
236.744	***USAA Aggressive Growth***	[D] 3/14/06	$	7,587.65	$	9,244.85
0.579	*USAA Aggressive Growth*	12/27/07 [r]	$	22.03	$	22.61
1.757	*USAA Aggressive Growth*	12/18/08 [r]	$	38.38	$	68.61
1.053	*USAA Aggressive Growth*	12/21/09 [r]	$	29.40	$	41.12
0.07	*USAA Aggressive Growth*	12/20/10 [r]	$	2.30	$	2.73
25.212	*USAA Aggressive Growth*	12/07/12 [r]	$	822.93	$	984.53
0.644	*USAA Aggressive Growth*	12/18/12 [r]	$	21.34	$	25.15
19.454	*USAA Aggressive Growth*	12/06/13 [r]	$	773.30	$	759.68
6.592	*USAA Aggressive Growth*	12/18/12 [r]	$	253.66	$	257.42
292.105						
545.134	***USAA Extended Market***	[D] 3/14/06	$	6,994.07	$	9,616.16
20.404	*USAA Extended Market*	12/13/06 [r]	$	275.25	$	359.93
5.919	*USAA Extended Market*	12/27/06 [r]	$	79.32	$	104.41
28.18	*USAA Extended Market*	12/13/07 [r]	$	378.46	$	497.10
5.561	*USAA Extended Market*	12/27/07 [r]	$	73.52	$	98.10
26.892	*USAA Extended Market*	12/11/08 [r]	$	189.32	$	474.37
9.437	*USAA Extended Market*	12/29/08 [r]	$	67.00	$	166.47
3.672	*USAA Extended Market*	12/29/09 [r]	$	37.93	$	64.77
17.481	*USAA Extended Market*	12/09/10 [r]	$	217.12	$	308.36
5.502	*USAA Extended Market*	12/29/10 [r]	$	69.77	$	97.06
25.133	*USAA Extended Market*	12/08/11 [r]	$	287.77	$	443.35
5.473	*USAA Extended Market*	12/28/11 [r]	$	62.88	$	96.54
4.951	*USAA Extended Market*	12/07/12 [r]	$	65.35	$	87.34
9.954	*USAA Extended Market*	12/28/12 [r]	$	131.09	$	175.59
21.747	*USAA Extended Market*	12/06/13 [r]	$	374.04	$	383.62
5.24	*USAA Extended Market*	12/27/13 [r]	$	91.96	$	92.43
740.68						
543.618	***USAA Total Return***	[D] 3/14/06	$	5,414.44	$	5,050.21
4.228	*USAA Total Return*	3/29/06 [r]	$	41.86	$	39.28
5.146	*USAA Total Return*	6/28/06 [r]	$	50.95	$	47.81
5.748	*USAA Total Return*	9/27/06 [r]	$	56.96	$	53.40
6.288	*USAA Total Return*	12/27/06 [r]	$	62.88	$	58.42
1.307	*USAA Total Return*	3/28/07 [r]	$	13.00	$	12.14
1.184	*USAA Total Return*	6/27/07 [r]	$	12.46	$	11.00
2.594	*USAA Total Return*	9/26/07 [r]	$	27.81	$	24.10
58.807	*USAA Total Return*	12/13/07 [r]	$	561 02	$	546.32
2.453	*USAA Total Return*	12/27/07 [r]	$	23.18	$	22.79
2.375	*USAA Total Return*	3/27/08 [r]	$	21.47	$	22.06
1.176	*USAA Total Return*	6/26/08 [r]	$	10.77	$	10.93
1.584	*USAA Total Return*	9/26/08 [r]	$	13.97	$	14.72
6.037	*USAA Total Return*	12/11/08 [r]	$	42.62	$	56.08
5.561	*USAA Total Return*	12/29/08 [r]	$	39.15	$	51.66
1.451	*USAA Total Return*	3/27/09 [r]	$	9.72	$	13.48
0.451	*USAA Total Return*	6/26/09 [r]	$	3.25	$	4.19
0.084	*USAA Total Return*	9/28/09 [r]	$	0.65	$	0.78
7.42	*USAA Total Return*	12/10/09 [r]	$	58.84	$	68.93

0.594	*USAA Total Return*	12/29/09 [r]	$	4.76	$	5.52
0.805	*USAA Total Return*	4/30/10 [r]	$	6.58	$	7.48
1.499	*USAA Total Return*	12/29/10 [r]	$	12.50	$	13.93
1.054	*USAA Total Return*	12/28/11 [r]	$	8.66	$	9.79
0.459	*USAA Total Return*	3/28/12 [r]	$	3 97	$	4.26
1.185	*USAA Total Return*	6/27/12 [r]	$	9.93	$	11.01
0.367	*USAA Total Return*	9/26/12 [r]	$	3.32	$	3.41
2.734	*USAA Total Return*	12/27/12 [r]	$	24.63	$	25.40
0.363	*USAA Total Return*	3/27/13 [r]	$	3.33	$	3.37
0.981	*USAA Total Return*	6/26/13 [r]	$	8.39	$	9.11
1.242	*USAA Total Return*	9/26/13 [r]	$	10.98	$	11.54
0.67	*USAA Total Return*	12/17/13 [r]	$	5.89	$	6.22
2.477	*USAA Total Return*	3/27/14 [r]	$	22.71	$	23.01
671.942						
375.466	***USAA World Growth***	[D] 3/14/06	$	7,152.63	$	10,269.00
31.763	*USAA World Growth*	12/13/06 [r]	$	643.52	$	868.72
8.524	*USAA World Growth*	12/27/06 [r]	$	170.48	$	233.13
27.02	*USAA World Growth*	12/13/07 [r]	$	560.12	$	739.00
3.879	*USAA World Growth*	12/27/07 [r]	$	78.90	$	106.09
11.025	*USAA World Growth*	12/11/08 [r]	$	136.49	$	301.53
7.901	*USAA World Growth*	12/29/08 [r]	$	98.29	$	216.09
2.31	*USAA World Growth*	12/29/09 [r]	$	39.16	$	63.18
1.165	*USAA World Growth*	3/29/10 [r]	$	20.06	$	31 86
2.798	*USAA World Growth*	12/29/10 [r]	$	52.54	$	76.53
4.439	*USAA World Growth*	12/28/11 [r]	$	77.69	$	121.41
0.208	*USAA World Growth*	12/07/12 [r]	$	4.46	$	5 69
4.369	*USAA World Growth*	12/27/12 [r]	$	94.32	$	119.49
7.978	*USAA World Growth*	12/06/13 [r]	$	209.66	$	218.20
3.375	*USAA World Growth*	12/27/13 [r]	$	90 76	$	92.31
492.22						
148	**Zimmer Holdings**	[D] 2/25/04	$	11,459.64	$	15,023.48
9	Zimmer	[D] 2/21/06	$	628 20	$	913.59
0.4497	Zimmer	4/30/12 [r]	$	28.26	$	45.65
0.4819	Zimmer	7/30/12 [r]	$	28.34	$	48.92
0.4444	Zimmer	10/31/12 [r]	$	28.43	$	45.11
0.3791	Zimmer	1/28/13 [r]	$	28.51	$	38.48
0.4196	Zimmer	4/29/13 [r]	$	31.75	$	42.59
0.3818	Zimmer	7/29/13 [r]	$	31.83	$	38.76
0.3665	Zimmer	10/28/13 [r]	$	31.91	$	37.20
0.3466	Zimmer	2/03/14 [r]	$	31.98	$	35.18
0.3552	Zimmer	4/29/14 [r]	$	35.26	$	36.06
157						
0.1512	Anadarko	[D] 3/17/08	$	9.31	$	15.22
0.0001	Anadarko	6/26/08 [r]	$	0.01	$	0.01
0.0002	Anadarko	9/25/08 [r]	$	0.01	$	0.02
0.0003	Anadarko	12/26/08 [r]	$	0.01	$	0.03
0.0002	Anadarko	3/26/09 [r]	$	0.01	$	0.02
0.0002	Anadarko	6/25/09 [r]	$	0.01	$	0.02
0.0002	Anadarko	9/24/09 [r]	$	0.01	$	0.02
0.0002	Anadarko	12/24/09 [r]	$	0.01	$	0.02
0.0001	Anadarko	3/25/10 [r]	$	0.01	$	0.01
0.0003	Anadarko	6/24/10 [r]	$	0.01	$	0.03

0.0002	Anadarko	9/23/10 [r]	$	0.01	$	0.02
0.0001	Anadarko	12/23/10 [r]	$	0.01	$	0.01
0.0001	Anadarko	3/24/11 [r]	$	0.01	$	0.01
0.0001	Anadarko	6/23/11 [r]	$	0.01	$	0.01
0.0001	Anadarko	9/29/11 [r]	$	0.01	$	0.01
0.0001	Anadarko	12/29/11 [r]	$	0.01	$	0.01
0.0001	Anadarko	3/29/12 [r]	$	0.01	$	0.01
0.0002	Anadarko	6/28/12 [r]	$	0.01	$	0.02
0.0001	Anadarko	9/27/12 [r]	$	0.01	$	0.01
0.0001	Anadarko	12/27/12 [r]	$	0.01	$	0.01
0.0001	Anadarko	3/28/13 [r]	$	0.01	$	0.01
0.0001	Anadarko	6/28/13 [r]	$	0.01	$	0.01
0.0003	Anadarko	9/28/13 [r]	$	0.03	$	0.03
0.0004	Anadarko	12/28/13 [r]	$	0.03	$	0.04
0.0004	Anadarko	3/24/14 [r]	$	0.03	$	0.04
0.0703	IBM	[D] 3/17/08	$	8.18	$	13.10
0.0003	IBM	6/11/08 [r]	$	0.04	$	0.06
0.0003	IBM	9/11/08 [r]	$	0.04	$	0.06
0.0005	IBM	12/11/08 [r]	$	0.04	$	0.09
0.0005	IBM	3/11/09 [r]	$	0.04	$	0.09
0.0004	IBM	6/11/09 [r]	$	0.04	$	0.07
0.0003	IBM	9/11/09 [r]	$	0.04	$	0.06
0.0003	IBM	12/11/09 [r]	$	0.04	$	0.06
0.0003	IBM	3/11/10 [r]	$	0.04	$	0.06
0.0004	IBM	6/11/10 [r]	$	0.04	$	0.07
0.0004	IBM	9/13/10 [r]	$	0.05	$	0.07
0.0003	IBM	12/13/10 [r]	$	0.05	$	0.06
0.0003	IBM	3/11/11 [r]	$	0.05	$	0.06
0.0004	IBM	6/13/11 [r]	$	0.06	$	0.07
0.0004	IBM	9/13/11 [r]	$	0.06	$	0.07
0.0003	IBM	12/12/11 [r]	$	0.06	$	0.06
0.0003	IBM	3/13/12 [r]	$	0.06	$	0.06
0.0003	IBM	6/12/12 [r]	$	0.06	$	0.06
0.0003	IBM	9/11/12 [r]	$	0.06	$	0.06
0.0004	IBM	12/11/12 [r]	$	0.07	$	0.07
0.0003	IBM	3/12/13 [r]	$	0.07	$	0.06
0.0003	IBM	6/12/13 [r]	$	0.07	$	0.06
0.0004	IBM	9/11/13 [r]	$	0.07	$	0.07
0.0004	IBM	12/11/13 [r]	$	0.07	$	0.07
0.0004	IBM	3/13/14 [r]	$	0.07	$	0.07
0.3911	QQQQ	[D] 3/17/08	$	16.33	$	34.75
0.0002	QQQQ	5/01/08 [r]	$	0.01	$	0.02
0.0002	QQQQ	8/01/08 [r]	$	0.01	$	0.02
0.0003	QQQQ	11/03/08 [r]	$	0.01	$	0.03
0.0007	QQQQ	1/02/09 [r]	$	0.02	$	0.06
0.0006	QQQQ	5/01/09 [r]	$	0.02	$	0.05
0.0005	QQQQ	8/03/09 [r]	$	0.02	$	0.04
0.0005	QQQQ	11/02/09 [r]	$	0.02	$	0.04
0.0006	QQQQ	1/04/10 [r]	$	0.03	$	0.05
0.0004	QQQQ	5/03/10 [r]	$	0.02	$	0.04
0.0009	QQQQ	8/02/10 [r]	$	0.04	$	0.08
0.0008	QQQQ	11/01/10 [r]	$	0.04	$	0.07
0.0008	QQQQ	1/03/11 [r]	$	0.04	$	0.07
0.0005	QQQQ	5/02/11 [r]	$	0.03	$	0.04
0.0009	QQQQ	8/01/11 [r]	$	0.05	$	0.08
0.0007	QQQQ	11/01/11 [r]	$	0.04	$	0.06
0.0011	QQQQ	1/03/12 [r]	$	0.06	$	0.10

0.0007	QQQQ	5/01/12 [r]	$	0.05	$	0.06
0.0009	QQQQ	8/01/12 [r]	$	0.06	$	0.08
0.0012	QQQQ	11/01/12 [r]	$	0.08	$	0.11
0.0022	QQQQ	1/02/13 [r]	$	0 15	$	0.20
0.0008	QQQQ	5/01/13 [r]	$	0.06	$	0.07
0.0012	QQQQ	8/01/13 [r]	$	0 09	$	0.11
0.0012	QQQQ	11/01/13 [r]	$	0.10	$	0.11
0.0013	QQQQ	1/02/14 [r]	$	0.11	$	0.12
0.0009	QQQQ	5/01/14 [r]	$	0.08	$	0.08
0.7434	SPY	[D] 3/17/07	$	95.45	$	140 60
0.0035	SPY	5/01/08 [r]	$	0.48	$	0.66
0.004	SPY	8/01/08 [r]	$	0 50	$	0.76
0.0054	SPY	11/03/08 [r]	$	0.52	$	1.02
0.0066	SPY	2/03/09 [r]	$	0.54	$	1.25
0.0049	SPY	5/01/09 [r]	$	0.43	$	0.93
0.004	SPY	8/03/09 [r]	$	0.40	$	0.76
0.004	SPY	11/02/09 [r]	$	0.39	$	0.76
0.0042	SPY	02/01/10 [r]	$	0.46	$	0.79
0.0031	SPY	5/03/10 [r]	$	0.37	$	0.59
0.0037	SPY	8/02/10 [r]	$	0.42	$	0.70
0.0039	SPY	11/01/10 [r]	$	0.47	$	0.74
0 004	SPY	02/01/11 [r]	$	0.52	$	0.76
0.0032	SPY	5/02/11 [r]	$	0.44	$	0.61
0.0039	SPY	8/01/11 [r]	$	0.50	$	0.74
0.0041	SPY	11/01/11 [r]	$	0 50	$	0.78
0.0047	SPY	2/01/12 [r]	$	0.62	$	0.89
0.0036	SPY	5/01/12 [r]	$	0.50	$	0.68
0.004	SPY	8/01/12 [r]	$	0.56	$	0.57
0 0045	SPY	11/01/12 [r]	$	0.64	$	0.85
0.0056	SPY	2/01/13 [r]	$	0.84	$	1.06
0.0036	SPY	5/01/13 [r]	$	0.57	$	0.68
0.0041	SPY	8/01/13 [r]	$	0.70	$	0 78
0.004	SPY	11/01/13 [r]	$	0.70	$	0 76
0 0046	SPY	2/01/14 [r]	$	0.82	$	0 87
0.0037	SPY	5/01/14 [r]	$	0.70	$	0.70
			$	988,195.30	$	1,925,701.14