Form **990-PF** | **Return of Private Foundation** | OMB No 1545-0052

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*.

Department of the Treasury
Internal Revenue Service

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning JUN 1, 2013 , and ending MAY 31, 2014

Name of foundation WILLIAM E SCOTT FOUNDATION	A Employer identification number 75-6024661
Number and street (or P O box number if mail is not delivered to street address) 801 CHERRY STREET — Room/suite 2000	B Telephone number 817-336-2400
City or town, state or province, country, and ZIP or foreign postal code FORT WORTH, TX 76102-6882	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: [X] 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) ▶$ 21,890,282. — J Accounting method: [X] 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))

		(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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	6.	6.		STATEMENT 1
	4 Dividends and interest from securities	355,996.	355,996.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,202,454.			
	b Gross sales price for all assets on line 6a 8,313,731.				
	7 Capital gain net income (from Part IV, line 2)		1,202,454.		
	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)				
	11 Other income	82,366.	82,366.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	1,640,822.	1,640,822.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	14,000.	7,000.		7,000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	21,242.	21,242.		0.
	b Accounting fees STMT 5	12,600.	12,600.		0.
	c Other professional fees STMT 6	85,246.	83,621.		1,625.
	17 Interest				
	18 Taxes STMT 7	19,401.	19,477.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	3,555.	0.		3,555.
	22 Printing and publications				
	23 Other expenses STMT 8	3,669.	3,669.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	159,713.	147,609.		12,180.
	25 Contributions, gifts, grants paid	932,250.			932,250.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,091,963.	147,609.		944,430.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	548,859.			
	b **Net investment income** (if negative, enter -0-)		1,493,213.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	49,899.	28,258.	28,258.
	2 Savings and temporary cash investments	1,271,994.	1,160,750.	1,160,750.
	3 Accounts receivable ▶ 2,119.			
	Less: allowance for doubtful accounts ▶	1,979.	2,119.	2,119.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	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 STMT 9	195,281.	0.	0.
	b Investments - corporate stock STMT 10	4,412,349.	8,899,176.	13,377,128.
	c Investments - corporate bonds STMT 11	2,775,200.	3,221,183.	3,267,113.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 12	6,902,188.	2,846,263.	4,054,914.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	15,608,890.	16,157,749.	21,890,282.
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	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	2,205,884.	2,205,884.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	13,403,006.	13,951,865.	
	30 **Total net assets or fund balances**	15,608,890.	16,157,749.	
	31 **Total liabilities and net assets/fund balances**	15,608,890.	16,157,749.	

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	15,608,890.
2 Enter amount from Part I, line 27a	2	548,859.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	16,157,749.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	16,157,749.

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	BANK OF AMERICA #308 (SEE ATTACHED SCHEDULE)	P	VARIOUS	VARIOUS
b	BANK OF AMERICA #308 (SEE ATTACHED SCHEDULE)	P	VARIOUS	VARIOUS
c	BANK OF AMERICA #033 (SEE ATTACHED SCHEDULE)	P	VARIOUS	VARIOUS
d	BANK OF AMERICA #033 (SEE ATTACHED SCHEDULE)	P	VARIOUS	VARIOUS
e	CAPITAL GAINS DIVIDENDS			

	(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	3,295,909.		3,187,239.	108,670.
b	3,095,408.		2,801,429.	293,979.
c	96,213.		85,321.	10,892.
d	1,497,926.		1,037,288.	460,638.
e	328,275.			328,275.

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				108,670.
b				293,979.
c				10,892.
d				460,638.
e				328,275.

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** 1,202,454.

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).
If (loss), enter -0- in Part I, line 8 **3** N/A

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	1,023,296.	18,981,947.	.053909
2011	972,329.	18,753,301.	.051848
2010	696,479.	18,715,210.	.037215
2009	772,044.	17,638,364.	.043771
2008	1,021,277.	17,225,875.	.059287

2	**Total** of line 1, column (d)	2	.246030
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	.049206
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	20,871,257.
5	Multiply line 4 by line 3	5	1,026,991.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	14,932.
7	Add lines 5 and 6	7	1,041,923.
8	Enter qualifying distributions from Part XII, line 4	8	944,430.

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	29,864.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	29,864.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	29,864.
6 Credits/Payments:				
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	6,805.		
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	6,805.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	23,059.
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. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
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) ▶ TX			
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

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 ▶ N/A

14 The books are in care of ▶ DECKER, JONES, MCMACKIN, ET AL Telephone no. ▶ 817-336-0361

Located at ▶ 801 CHERRY STREET, STE 2000, FORT WORTH, TX ZIP+4 ▶ 76102-6882

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

			Yes	No
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)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	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. ▶ ____, ____, ____, ____				
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.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		4b		X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ 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)? N/A **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? N/A ☐ 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? N/A **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.

(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
RAYMOND B. KELLY III 301 VIRGINIA PLACE FORT WORTH, TX 76107	PRESIDENT 8.00	20,500.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	0.
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
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	20,160,383.
b	Average of monthly cash balances		1b	39,810.
c	Fair market value of all other assets		1c	988,900.
d	**Total** (add lines 1a, b, and c)		1d	21,189,093.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	21,189,093.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	317,836.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	20,871,257.
6	**Minimum investment return.** Enter 5% of line 5		6	1,043,563.

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	1,043,563.
2a	Tax on investment income for 2013 from Part VI, line 5	2a 29,864.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	29,864.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	1,013,699.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	1,013,699.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	1,013,699.

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	944,430.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	944,430.
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	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	944,430.

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				1,013,699.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012 76,382.				
f **Total** of lines 3a through e	76,382.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 944,430.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				944,430.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	69,269.			69,269.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	7,113.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	7,113.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012 7,113.				
e Excess from 2013				

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

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

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

1 **Information Regarding Foundation Managers:**

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

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:

RAYMOND B. KELLY III, (817) 336-2400, RKELLY@DECKERJONES.COM
801 CHERRY STREET, SUITE 2000, FORT WORTH, TX 76102-6882

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

WRITTEN

c Any submission deadlines:

NONE

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

RECIPIENTS MUST BE LOCATED IN TEXAS, LOUISIANA, OKLAHOMA, OR NEW MEXICO.
GRANTS ARE CURRENTLY LIMITED TO FORT WORTH AND TARRANT COUNTY.

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
TRINITY VALLEY SCHOOL 7500 DUTCH BRANCH ROAD FORT WORTH, TX 76132	N/A	PUBLIC		50,000.
PERFORMING ARTS FORT WORTH INC 330 EAST 4TH ST, SUITE 300 FORT WORTH, TX 76102	N/A	PUBLIC		5,000.
HISTORIC FORT WORTH INC 1110 PENN ST FORT WORTH, TX 76102	N/A	PUBLIC		30,000.
BALLET CONCERTO 3803 CAMP BOWIE BLVD FORT WORTH, TX 76107	N/A	PUBLIC		5,000.
VAN ZANDT COTTAGE FRIENDS INC PO BOX 470742 FORT WORTH, TX 76147	N/A	PUBLIC		25,000.
Total SEE CONTINUATION SHEET(S)			▶ **3a**	932,250.
b *Approved for future payment* NONE				
Total			▶ **3b**	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	6.	
4 Dividends and interest from securities			14	355,996.	
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			15	82,366.	
8 Gain or (loss) from sales of assets other than inventory			18	1,202,454.	
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)		0.		1,640,822.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 1,640,822.

(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).
	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
		N/A	

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
N/A		

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

Raymond B Kelly Jr | 10/15/14 | PRESIDENT

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
PATRICK H ADMIRE		10/13/14		P00514421

Firm's name ▶ ADMIRE SANFORD & ASSOCIATES, PLLC — Firm's EIN ▶ 46-1281344

Firm's address ▶ 3430 HILLDALE ROAD, SUITE 100 FORT WORTH, TX 76116-5414 — Phone no. 817-735-1840

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
KEY SCHOOL 3947 E LOOP S FORT WORTH, TX 76119	N/A	PUBLIC		10,000.
JUNIOR LEAGUE OF FORT WORTH 255 BAILEY AVENUE FORT WORTH, TX 76107	N/A	PUBLIC		15,000.
COVENANT CLASSICAL SCHOOL 1701 WIND STAR WAY FORT WORTH, TX 76108	N/A	PUBLIC		25,000.
COOK CHILDREN'S HEALTH FOUNDATION 801 7TH STREET FORT WORTH, TX 76104	N/A	PUBLIC		100,000.
THE WARM PLACE 809 LIPSCOMB ST FORT WORTH, TX 76104	N/A	PUBLIC		2,000.
STAGE WEST THEATRE 821 W HICKORY FORT WORTH, TX 76104	N/A	PUBLIC		10,000.
ALLIANCE FOR CHILDREN 908 SOUTHLAND AVE FORT WORTH, TX 76104	N/A	PUBLIC		5,000.
TARRANT AREA FOOD BANK 2600 CULLEN STREET FORT WORTH, TX 76107	N/A	PUBLIC	SOCIAL WELFARE	25,000.
ALL SAINTS' HEALTH FOUNDATION 1400 8TH AVENUE FORT WORTH, TX 76104	N/A	PUBLIC	SOCIAL WELFARE	105,000.
BREAKTHROUGH FORT WORTH 4200 COUNTRY DAY LANE FORT WORTH, TX 76109	N/A	PUBLIC	EDUCATIONAL	10,000.
Total from continuation sheets				817,250.

323631
05-01-13

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CAMP FIRE USA TEXAS COUNCIL 2700 MEACHAM BLVD FORT WORTH, TX 76137	N/A	PUBLIC	EDUCATIONAL	50,000.
CANCER CARE SERVICES 623 SOUTH HENDERSON STREET FORT WORTH, TX 76104	N/A	PUBLIC	SOCIAL WELFARE	5,000.
COMMUNITIES IN SCHOOL OF GREATER TARRANT COUNTY 6707 BRENTWOOD STAIR RD, SUITE 510 FORT WORTH, TX 76112	N/A	PUBLIC	SOCIAL WELFARE	15,000.
COMMUNITY FOUNDATION OF N TX 306 W 7TH ST, STE 850 FORT WORTH, TX 76102	N/A	PUBLIC	SOCIAL WELFARE	5,000.
CONFERENCE OF SW FOUNDATIONS 624 NORTH GOOD=LATIMER EXPRESSWAY DALLAS, TX 75204	N/A	PUBLIC	SOCIAL WELFARE	5,000.
DAVEY O'BRIEN FOUNDATION 306 W. 7TH STREET, STE 305 FORT WORTH, TX 76102	N/A	PUBLIC	EDUCATIONAL	8,000.
FORT WORTH ACADEMY 7301 DUTCH BRANCH RS FORT WORTH, TX 76132	N/A	PUBLIC	EDUCATIONAL	50,000.
FORT WORTH MODERN ART MUSEUM 3200 DARNELL STREET FORT WORTH, TX 76107	N/A	PUBLIC	CULTURAL	5,000.
FORT WORTH OPERA ASSOCIATION, 1300 GENDY STREET FORT WORTH, TX 76107	N/A	PUBLIC	CULTURAL	40,000.
Total from continuation sheets				

323631
05-01-13

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FORT WORTH SYMPHONY ORCHESTRA 4401 TRAIL LAKE DRIVE FORT WORTH, TX 76109	N/A	PUBLIC	CULTURAL	50,000.
FOUNDATION CENTER 79 FIFTH AVENUE, 2ND FLOOR NEW YORK, NY 10003	N/A	PUBLIC	EDUCATIONAL	2,250.
FUNDING INFORMATION CENTER 329 SOUTH HENDERSON FORT WORTH, TX 76104	N/A	PUBLIC	SOCIAL WELFARE	5,000.
GOODFELLOW FUND P O BOX 1870 FORT WORTH, TX 76101	N/A	PUBLIC	SOCIAL WELFARE	2,500.
IMAGINATION CELEBRATION 100 N. UNIVERSITY DRIVE FORT WORTH, TX 76107	N/A	PUBLIC	EDUCATIONAL	20,000.
JAMES "JIM BOB" NORMAN SCHOLARSHIP FUND P O BOX 17005 FORT WORTH, TX 76102	N/A	PUBLIC	EDUCATIONAL	5,000.
JAMES L WEST ALZHEIMER CENTER 1111 SUMMIT AVENUE FORT WORTH, TX 76102	N/A	PUBLIC	SOCIAL WELFARE	50,000.
KIDS WHO CARE INC 1300 GENDY STREET FORT WORTH, TX 76107	N/A	PUBLIC	SOCIAL WELFARE	50,000.
KIMBELL ART MUSEUM 3333 CAMP BOWIE FORT WORTH, TX 76107	N/A	PUBLIC	CULTURAL	5,000.
LONE STAR FILM SOCIETY 2501 FOREST PARK BLVD FORT WORTH, TX 76110	N/A	PUBLIC	CULTURAL	5,000.
Total from continuation sheets				

323631
05-01-13

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MAYFEST, INC 3228 CAMP BOWIE BLVD FORT WORTH, TX 76107	N/A	PUBLIC	CULTURAL	2,500.
MULTICULTURAL ALLIANCE 500 WEST 7TH STREET, SUITE 1707 FORT WORTH, TX 76102	N/A	PUBLIC	CULTURAL	10,000.
RONALD MCDONALD HOUSE OF FORT WORTH 1004 7TH AVENUE FORT WORTH, TX 76104	N/A	PUBLIC	SOCIAL WELFARE	10,000.
TEXAS BALLET THEATER 1600 GREEN OAKS ROAD FORT WORTH, TX 76116	N/A	PUBLIC	CULTURAL	40,000.
THE OAKRIDGE SCHOOL 5900 W PIONEER PKWY ARLINGTON, TX 76013	N/A	PUBLIC	EDUCATIONAL	45,000.
VAN CLIBURN FOUNDATION 2525 RIDGMAR BLVD FORT WORTH, TX 76116	N/A	PUBLIC	CULTURAL	25,000.
Total from continuation sheets				

323631
05-01-13

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BANK OF AMERICA, N.A.	6.	6.	
TOTAL TO PART I, LINE 3	6.	6.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
BANK OF AMERICA-AGENCY ACCT-7308	253,758.	0.	253,758.	253,758.	
BANK OF AMERICA-AGENCY ACCT-7308	325,488.	325,488.	0.	0.	
BANK OF AMERICA-CUSTODIAL ACCT-7033	102,238.	0.	102,238.	102,238.	
BANK OF AMERICA-CUSTODIAL ACCT-7033	2,787.	2,787.	0.	0.	
TO PART I, LINE 4	684,271.	328,275.	355,996.	355,996.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
OIL & GAS ROYALTIES	73,328.	73,328.	
LITIGATION SETTLEMENT	38.	38.	
LEASE BONUS	9,000.	9,000.	
TOTAL TO FORM 990-PF, PART I, LINE 11	82,366.	82,366.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DECKER, JONES, MCMACKIN, MCCLANE, HALL & BATES	21,242.	21,242.		0.
TO FM 990-PF, PG 1, LN 16A	21,242.	21,242.		0.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SUSAN F. HALL - ACCOUNTING FEE	3,000.	3,000.		0.
ACCOUNTING FEES	9,600.	9,600.		0.
TO FORM 990-PF, PG 1, LN 16B	12,600.	12,600.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
RAYMOND KELLY III - MANAGEMENT	6,500.	4,875.		1,625.
INVESTMENT MANAGEMENT FEES	78,746.	78,746.		0.
TO FORM 990-PF, PG 1, LN 16C	85,246.	83,621.		1,625.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AD VALOREM TAXES	5,187.	5,187.		0.
GROSS PRODUCTION TAXES	5,048.	5,048.		0.
FOREIGN TAXES	9,242.	9,242.		0.
US TREASURY	-76.	0.		0.
TO FORM 990-PF, PG 1, LN 18	19,401.	19,477.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK/FILING FEES	64.	64.		0.
DUES & SUBSCRIPTIONS	2,770.	2,770.		0.
MEALS	835.	835.		0.
TO FORM 990-PF, PG 1, LN 23	3,669.	3,669.		0.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 9

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U. S. GOVERNMENT OBLIGATIONS - ATTACHMENT II	X		0.	0.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.

FORM 990-PF	CORPORATE STOCK	STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK - ATTACHMENT II	5,687,320.	7,763,707.
CORPORATE STOCK - ATTACHMENT I	3,211,856.	5,613,421.
TOTAL TO FORM 990-PF, PART II, LINE 10B	8,899,176.	13,377,128.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS - ATTACHMENT II	1,738,459.	1,798,314.
CORPORATE BONDS - ATTACHMENT I	1,482,724.	1,468,799.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,221,183.	3,267,113.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MINERAL PROPERTIES	COST	77,481.	988,900.
MUTUAL FUNDS - ATTACHMENT II	COST	1,119,390.	1,339,411.
PUBLIC REITS - ATTACHMENT II	COST	654,374.	677,824.
OTHER INVESTMENTS - ATTACHMENT II	COST	995,018.	1,048,779.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,846,263.	4,054,914.

US Trust
Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)
CUST WILLIAM E SCOTT FDN
Trust Year 6/1/2013 - 5/31/2014

Account Id: 022003037033

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
00724F101	ADOBE SYSTEM INC								
Sold		11/05/13	250	13,749.76					
Acq		09/23/10	250	13,749.76	6,667.53	6,667.53	7,082 23	7,082.23	L
			Total for 11/5/2013		6,667 53	6,667.53	7,082.23	7,082.23	
00724F101	ADOBE SYSTEM INC								
Sold		12/26/13	200	11,933.79					
Acq		09/23/10	200	11,933.79	5,334.02	5,334.02	6,599.77	6,599.77	L
			Total for 12/26/2013		5,334 02	5,334.02	6,599.77	6,599.77	
00724F101	ADOBE SYSTEM INC								
Sold		03/27/14	450	28,559.83					
Acq		09/23/10	450	28,559.83	12,001 54	12,001.54	16,558.29	16,558 29	L
			Total for 3/27/2014		12,001.54	12,001.54	16,558.29	16,558 29	
00846UAF8	AGILENT TECHNOLOGIES INC								
Sold		07/15/13	50000	50,000 00					
Acq		09/28/10	50000	50,000.00	51,168.50	51,168.50	-1,168.50	-1,168.50	L
			Total for 7/15/2013		51,168.50	51,168 50	-1,168.50	-1,168.50	
009363AH5	AIRGAS INC								
Sold		10/01/13	50000	50,000 00					
Acq		09/17/10	50000	50,000 00	50,888.50	50,888 50	-888 50	-888 50	L
			Total for 10/1/2013		50,888.50	50,888.50	-888.50	-888.50	
00971T101	AKAMAI TECHNOLOGIES INC								
Sold		12/26/13	175	8,238 85					
Acq		05/28/10	175	8,238 85	6,997.01	6,997.01	1,241 84	1,241.84	L
			Total for 12/26/2013		6,997.01	6,997.01	1,241.84	1,241 84	
023135106	AMAZON COM INC								
Sold		12/26/13	35	14,115 25					
Acq		01/31/11	35	14,115 25	5,978 51	5,978.51	8,136.74	8,136.74	L
			Total for 12/26/2013		5,978 51	5,978 51	8,136.74	8,136.74	
031100100	AMETEK AEROSPACE PRODS INC								
Sold		12/26/13	150	7,870 36					
Acq		05/28/10	150	7,870 36	2,728 81	2,728.81	5,141.55	5,141.55	L
			Total for 12/26/2013		2,728 81	2,728 81	5,141.55	5,141.55	
05531FAH6	BB&T CORP								
Sold		04/28/14	50000	50,000.00					
Acq		10/12/12	50000	50,000 00	51,066 00	51,066 00	-1,066.00	-1,066 00	L
			Total for 4/28/2014		51,066 00	51,066 00	-1,066.00	-1,066 00	
127097103	CABOT OIL & GAS CORP CL A								
Sold		11/05/13	150	5,219 90					
Acq		05/28/10	150	5,219 90	1,311 10	1,311.10	3,908 80	3,908 80	L
			Total for 11/5/2013		1,311 10	1,311 10	3,908 80	3,908.80	

US Trust
Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)
CUST WILLIAM E SCOTT FDN
Trust Year 6/1/2013 - 5/31/2014

Account Id: 022003037033

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
127097103	CABOT OIL & GAS CORP CL A								
Sold		12/26/13	400	15,452.73					
Acq		05/28/10	400	15,452.73	3,496 26	3,496.26	11,956 47	11,956.47	L
			Total for 12/26/2013		3,496.26	3,496.26	11,956.47	11,956 47	
14057J101	CAPITOL FED FINL INC								
Sold		10/16/13	5325	67,148 14					
Acq		09/22/11	5325	67,148.14	56,511.56	56,511.56	10,636.58	10,636.58	L
			Total for 10/16/2013		56,511.56	56,511.56	10,636 58	10,636.58	
151020104	CELGENE CORP COM								
Sold		11/05/13	100	14,995.73					
Acq		12/13/12	100	14,995 73	8,110.84	8,110.84	6,884.89	6,884.89	S
			Total for 11/5/2013		8,110 84	8,110.84	6,884.89	6,884 89	
151020104	CELGENE CORP COM								
Sold		12/26/13	100	16,906 70					
Acq		12/13/12	100	16,906.70	8,110 84	8,110.84	8,795.86	8,795.86	L
			Total for 12/26/2013		8,110 84	8,110.84	8,795.86	8,795.86	
200340107	COMERICA INC								
Sold		12/26/13	125	5,946 14					
Acq		06/06/12	125	5,946 14	3,561 25	3,561.25	2,384 89	2,384.89	L
			Total for 12/26/2013		3,561.25	3,561 25	2,384.89	2,384.89	
203607106	COMMUNITY BANK SYSTEM INC								
Sold		01/09/14	2425	94,916 24					
Acq		05/08/12	2425	94,916.24	68,221 31	68,221.31	26,694.93	26,694.93	L
			Total for 1/9/2014		68,221.31	68,221 31	26,694 93	26,694.93	
222816100	COVANCE INC								
Sold		11/05/13	75	6,554.13					
Acq		11/12/12	75	6,554 13	3,997.39	3,997 39	2,556.74	2,556.74	S
			Total for 11/5/2013		3,997.39	3,997.39	2,556.74	2,556.74	
235851102	DANAHER CORP								
Sold		12/26/13	125	9,604.83					
Acq		05/28/10	125	9,604 83	5,010.81	5,010 81	4,594.02	4,594.02	L
			Total for 12/26/2013		5,010 81	5,010.81	4,594.02	4,594 02	
24702RAK7	DELL INC								
Sold		09/10/13	50000	50,000.00					
Acq		09/17/10	50000	50,000 00	50,159 50	50,159.50	-159.50	-159.50	L
			Total for 9/10/2013		50,159.50	50,159.50	-159.50	-159 50	
26875P101	EOG RES INC								
Sold		11/05/13	75	13,747 26					
Acq		10/13/10	75	13,747 26	7,392 75	7,392 75	6,354 51	6,354.51	L
			Total for 11/5/2013		7,392.75	7,392 75	6,354.51	6,354.51	

US Trust
Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)
CUST WILLIAM E SCOTT FDN
Trust Year 6/1/2013 - 5/31/2014

Account Id: 022003037033

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
291011104	EMERSON ELECTRIC CO								
Sold		01/08/14	1275	87,348.08					
Acq		04/16/99	1275	87,348.08	39,571 54	39,571.54	47,776.54	47,776.54	L
			Total for 1/8/2014		39,571 54	39,571.54	47,776.54	47,776 54	
30219G108	EXPRESS SCRIPTS HLDG CO								
Sold		04/30/14	1450	97,141.47					
Acq		09/13/10	1450	97,141.47	67,178.50	67,178.50	29,962.97	29,962.97	L
			Total for 4/30/2014		67,178.50	67,178 50	29,962.97	29,962.97	
38259P508	GOOGLE INC CL A								
Sold		12/26/13	15	16,770 60					
Acq		10/10/08	15	16,770.60	4,984.65	4,984.65	11,785.95	11,785.95	L
			Total for 12/26/2013		4,984.65	4,984.65	11,785.95	11,785.95	
402635304	GULFPORT ENERGY CORP NEW								
Sold		10/16/13	125	8,253.60					
Acq		10/04/12	125	8,253.60	3,696.34	3,696.34	4,557.26	4,557.26	L
			Total for 10/16/2013		3,696 34	3,696 34	4,557 26	4,557 26	
402635304	GULFPORT ENERGY CORP NEW								
Sold		11/05/13	225	13,612.26					
Acq		10/04/12	225	13,612.26	6,653.41	6,653.41	6,958.85	6,958 85	L
			Total for 11/5/2013		6,653.41	6,653.41	6,958.85	6,958.85	
402635304	GULFPORT ENERGY CORP NEW								
Sold		12/26/13	225	13,513 26					
Acq		10/04/12	225	13,513.26	6,653.41	6,653.41	6,859 85	6,859.85	L
			Total for 12/26/2013		6,653 41	6,653.41	6,859.85	6,859 85	
402635304	GULFPORT ENERGY CORP NEW								
Sold		01/07/14	250	13,890.60					
Acq		10/04/12	250	13,890.60	7,392 67	7,392.67	6,497.93	6,497.93	L
			Total for 1/7/2014		7,392.67	7,392.67	6,497.93	6,497.93	
438516106	HONEYWELL INTL INC								
Sold		12/26/13	125	11,371.05					
Acq		05/28/10	125	11,371.05	5,397 16	5,397.16	5,973 89	5,973.89	L
			Total for 12/26/2013		5,397.16	5,397 16	5,973 89	5,973.89	
46625HBJ8	J P MORGAN CHASE & CO NT								
Sold		03/15/14	50000	50,000 00					
Acq		09/30/10	50000	50,000 00	54,241 50	54,241 50	-4,241 50	-4,241.50	L
			Total for 3/15/2014		54,241 50	54,241 50	-4,241 50	-4,241.50	
471109108	JARDEN CORP								
Sold		11/05/13	200	11,009.80					
Acq		06/02/10	200	11,009 80	3,775 43	3,775 43	7,234 37	7,234 37	L
			Total for 11/5/2013		3,775 43	3,775 43	7,234 37	7,234 37	

Account Id: 022003037033

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
471109108	JARDEN CORP								
	Sold	12/26/13	125	7,589.86					
	Acq	06/02/10	125	7,589.86	2,359 64	2,359.64	5,230.22	5,230.22	L
			Total for 12/26/2013		2,359.64	2,359.64	5,230 22	5,230.22	
49926D109	KNOWLES CORP								
	Sold	04/16/14	0.5	15 40					
	Acq	01/08/14	0 5	15 40	15.52	15.52	-0.12	-0 12	S
			Total for 4/16/2014		15 52	15.52	-0 12	-0.12	
501889208	LKQ CORP								
	Sold	10/16/13	525	16,898.56					
	Acq	05/28/10	525	16,898.56	4,893.00	4,893.00	12,005.56	12,005 56	L
			Total for 10/16/2013		4,893.00	4,893.00	12,005.56	12,005.56	
501889208	LKQ CORP								
	Sold	12/26/13	375	12,318.53					
	Acq	05/28/10	375	12,318 53	3,495.00	3,495.00	8,823.53	8,823 53	L
			Total for 12/26/2013		3,495 00	3,495.00	8,823.53	8,823 53	
501889208	LKQ CORP								
	Sold	01/15/14	1100	32,776.67					
	Acq	05/28/10	1100	32,776 67	10,252 00	10,252.00	22,524 67	22,524.67	L
			Total for 1/15/2014		10,252.00	10,252.00	22,524.67	22,524.67	
64110D104	NETAPP INC								
	Sold	03/17/14	1875	69,649 64					
	Acq	11/18/11	1875	69,649 64	65,544 19	65,544 19	4,105.45	4,105 45	L
			Total for 3/17/2014		65,544.19	65,544.19	4,105 45	4,105.45	
696429307	PALL CORP								
	Sold	12/26/13	100	8,525 85					
	Acq	11/01/11	100	8,525.85	5,007.94	5,007.94	3,517.91	3,517.91	L
			Total for 12/26/2013		5,007 94	5,007.94	3,517.91	3,517 91	
704326107	PAYCHEX INC								
	Sold	12/26/13	300	13,649 76					
	Acq	07/30/09	300	13,649 76	7,947.06	7,947 06	5,702 70	5,702.70	L
			Total for 12/26/2013		7,947.06	7,947 06	5,702 70	5,702 70	
70959W103	PENSKE AUTOMOTIVE GROUP INC								
	Sold	12/26/13	250	11,800 29					
	Acq	11/19/10	250	11,800 29	3,780.38	3,780 38	8,019.91	8,019 91	L
			Total for 12/26/2013		3,780.38	3,780.38	8,019.91	8,019 91	
717081103	PFIZER INC								
	Sold	01/16/14	2800	87,020.80					
	Acq	12/13/12	2800	87,020.80	71,900 92	71,900 92	15,119 88	15,119 88	L
			Total for 1/16/2014		71,900 92	71,900 92	15,119.88	15,119 88	

Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)

Account Id: 022003037033

CUST WILLIAM E SCOTT FDN
Trust Year 6/1/2013 - 5/31/2014

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
773903109	ROCKWELL INTL CORP NEW								
Sold		12/26/13	75	8,812.34					
Acq		01/30/13	75	8,812.34	6,710.51	6,710.51	2,101.83	2,101 83	S
		Total for 12/26/2013			6,710 51	6,710.51	2,101.83	2,101 83	
774341101	ROCKWELL COLLINS INC								
Sold		10/10/13	1225	82,392.67					
Acq		07/21/10	1225	82,392 67	67,418.49	67,418 49	14,974.18	14,974.18	L
		Total for 10/10/2013			67,418 49	67,418 49	14,974 18	14,974 18	
78388J106	SBA COMMUNICATIONS CORP								
Sold		11/05/13	125	11,244.80					
Acq		06/02/10	125	11,244.80	4,117.50	4,117 50	7,127.30	7,127.30	L
		Total for 11/5/2013			4,117 50	4,117.50	7,127.30	7,127 30	
78388J106	SBA COMMUNICATIONS CORP								
Sold		12/26/13	125	11,027.30					
Acq		06/02/10	125	11,027.30	4,117.50	4,117.50	6,909.80	6,909.80	L
		Total for 12/26/2013			4,117.50	4,117.50	6,909.80	6,909.80	
78454L100	SM ENERGY CO								
Sold		11/05/13	100	8,974 84					
Acq		05/28/10	100	8,974 84	4,375.24	4,375.24	4,599 60	4,599 60	L
		Total for 11/5/2013			4,375 24	4,375.24	4,599 60	4,599.60	
78454L100	SM ENERGY CO								
Sold		02/25/14	800	57,132 13					
Acq		05/28/10	800	57,132 13	35,001.92	35,001 92	22,130.21	22,130 21	L
		Total for 2/25/2014			35,001 92	35,001 92	22,130 21	22,130.21	
78454L100	SM ENERGY CO								
Sold		02/25/14	350	24,995 30					
Acq		07/01/10	350	24,995 30	14,113 86	14,113 86	10,881 44	10,881.44	L
		Total for 2/25/2014			14,113.86	14,113 86	10,881 44	10,881.44	
806857108	SCHLUMBERGER LTD								
Sold		06/21/13	725	52,146 89					
Acq		05/28/10	725	52,146 89	41,015.06	41,015 06	11,131 83	11,131 83	L
		Total for 6/21/2013			41,015 06	41,015 06	11,131.83	11,131 83	
806857108	SCHLUMBERGER LTD								
Sold		06/21/13	200	14,385.35					
Acq		06/03/10	200	14,385.35	11,150.00	11,150.00	3,235 35	3,235 35	L
		Total for 6/21/2013			11,150 00	11,150.00	3,235 35	3,235.35	
883556102	THERMO ELECTRON CORP								
Sold		11/05/13	75	7,307 12					
Acq		05/28/10	75	7,307 12	3,936 00	3,936.00	3,371 12	3,371 12	L
		Total for 11/5/2013			3,936 00	3,936 00	3,371 12	3,371 12	

Statement of Capital Gains and Losses From Sales 6/24/2014 09:57:32
(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)

Account Id: 022003037033

CUST WILLIAM E SCOTT FDN
Trust Year 6/1/2013 - 5/31/2014

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
883556102	THERMO ELECTRON CORP								
Sold		12/26/13	75	8,251.35					
Acq		05/28/10	75	8,251 35	3,936.00	3,936 00	4,315.35	4,315 35	L
		Total for 12/26/2013			3,936.00	3,936.00	4,315.35	4,315.35	
886547108	TIFFANY & CO NEW								
Sold		12/26/13	125	11,364.80					
Acq		01/17/12	125	11,364.80	7,459 21	7,459.21	3,905.59	3,905.59	L
		Total for 12/26/2013			7,459 21	7,459.21	3,905.59	3,905 59	
892356106	TRACTOR SUPPLY CO								
Sold		11/05/13	125	8,832.34					
Acq		05/28/10	125	8,832.34	2,136.92	2,136 92	6,695 42	6,695.42	L
		Total for 11/5/2013			2,136 92	2,136 92	6,695.42	6,695.42	
892356106	TRACTOR SUPPLY CO								
Sold		12/26/13	125	9,542 33					
Acq		05/28/10	125	9,542 33	2,136 92	2,136.92	7,405.41	7,405.41	L
		Total for 12/26/2013			2,136 92	2,136 92	7,405 41	7,405 41	
896239100	TRIMBLE NAV LTD								
Sold		12/26/13	200	6,855.88					
Acq		07/06/11	200	6,855.88	4,124 17	4,124.17	2,731.71	2,731.71	L
		Total for 12/26/2013			4,124.17	4,124.17	2,731.71	2,731.71	
949746101	WELLS FARGO & CO (NEW)								
Sold		12/26/13	75	3,415 44					
Acq		05/28/10	75	3,415.44	2,181.52	2,181.52	1,233.92	1,233.92	L
		Total for 12/26/2013			2,181.52	2,181 52	1,233.92	1,233 92	
949746101	WELLS FARGO & CO (NEW)								
Sold		12/26/13	25	1,138 48					
Acq		05/31/11	25	1,138 48	708.00	708 00	430 48	430 48	L
		Total for 12/26/2013			708.00	708.00	430 48	430 48	
988498101	YUM BRANDS INC								
Sold		10/10/13	1000	65,835 65					
Acq		12/10/12	1000	65,835 65	66,486 40	66,486 40	-650 75	-650.75	S
		Total for 10/10/2013			66,486 40	66,486.40	-650.75	-650.75	
G5785G107	MALLINCKRODT PLC								
Sold		09/25/13	175	7,421 36					
Acq		06/10/02	175	7,421.36	1,704 90	1,704.90	5,716.46	5,716 46	L
		Total for 9/25/2013			1,704.90	1,704.90	5,716 46	5,716 46	

US Trust
Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)
CUST WILLIAM E SCOTT FDN
Trust Year 6/1/2013 - 5/31/2014

Account Id: 022003037033

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
H27178104	FOSTER WHEELER AG								
Sold		03/06/14	2325	74,947.39					
Acq		05/28/10	2325	74,947 39	56,323.82	56,323.82	18,623.57	18,623.57	L
			Total for 3/6/2014		56,323 82	56,323.82	18,623.57	18,623 57	
	Total for Account: 022003037033				1,122,608 23	1,122,608.23	471,531.25	471,531 25	

Total Proceeds: 1,594,139.48

	Fed	State
S/T Gain/Loss	10,892 59	10,892.59
L/T Gain/Loss	460,638.66	460,638.66

	Proceeds	Cost	Gain (Loss)
Total - Short Term	96,213.25	85,320.66	10,892.59
Total - Long Term	1,497,926.23	1,037,287.57	460,638.66
Total	1,594,139.48	1,122,608.23	471,531.25

US Trust
Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)
IM WILLIAM E SCOTT FDN - TAP
Trust Year 6/1/2013 - 5/31/2014

Account Id: 022003017308

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
0003128#8	ABERDEEN ASSET MANAGEMENT PLC				022002725711				
Sold		04/10/14	855	6,362.76					
Acq		02/04/14	855	6,362.76	5,465.12	5,465 12	897.64	897.64	S
			Total for 4/10/2014		5,465 12	5,465 12	897.64	897 64	
0447889#6	HUNTING PLC				022002725711				
Sold		03/21/14	472	6,542.04					
Acq		02/04/14	472	6,542 04	5,867.41	5,867.41	674.63	674.63	S
			Total for 3/21/2014		5,867.41	5,867.41	674.63	674.63	
053015103	AUTOMATIC DATA PROCESSING INC				022003017308				
Sold		06/25/13	200	13,690 12					
Acq		11/02/12	200	13,690.12	11,507 10	11,507.10	2,183.02	2,183.02	S
			Total for 6/25/2013		11,507.10	11,507.10	2,183.02	2,183.02	
053015103	AUTOMATIC DATA PROCESSING INC				022003017308				
Sold		06/25/13	300	20,535.18					
Acq		04/08/11	300	20,535 18	15,844 80	15,844 80	4,690 38	4,690 38	L
			Total for 6/25/2013		15,844.80	15,844 80	4,690 38	4,690.38	
0540528#5	HSBC HLDGS				022002725711				
Sold		02/24/14	570	6,141.02					
Acq		02/04/14	570	6,141 02	5,863 94	5,863.94	277 08	277 08	S
			Total for 2/24/2014		5,863.94	5,863 94	277.08	277.08	
056752108	BAIDU COM INC SPONSORED ADR REPSTG				022002725711				
Sold		04/09/14	28	4,338.26					
Acq		03/21/14	28	4,338 26	4,492.66	4,492.66	-154.40	-154 40	S
			Total for 4/9/2014		4,492.66	4,492.66	-154 40	-154.40	
071813109	BAXTER INTERNATIONAL INC				022003017308				
Sold		06/25/13	100	6,918.58					
Acq		11/02/12	100	6,918.58	6,455.24	6,455.24	463 34	463.34	S
			Total for 6/25/2013		6,455.24	6,455.24	463 34	463 34	
071813109	BAXTER INTERNATIONAL INC				022003017308				
Sold		06/25/13	400	27,674.32					
Acq		04/08/11	400	27,674 32	21,541 76	21,541 76	6,132.56	6,132 56	L
			Total for 6/25/2013		21,541 76	21,541.76	6,132 56	6,132 56	
0718875#6	RIO TINTO				022002725711				
Sold		05/21/14	60	3,219 40					
Acq		02/04/14	60	3,219.40	3,183 28	3,183 28	36 12	36 12	S
			Total for 5/21/2014		3,183 28	3,183 28	36 12	36 12	
073730103	BEAM INC				022003017308				
Sold		05/01/14	400	33,400 00					
Acq		06/25/13	400	33,400 00	24,986 24	24,986 24	8,413 76	8,413 76	S
			Total for 5/1/2014		24,986.24	24,986 24	8,413.76	8,413 76	

US Trust
Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)
IM WILLIAM E SCOTT FOUNDATION
Trust Year 6/1/2013 - 5/31/2014

Account Id: 022003017308

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
149123101	CATERPILLAR INC				022003017308				
Sold		06/25/13	200	16,492.71					
Acq		12/18/12	200	16,492.71	18,190.88	18,190.88	-1,698.17	-1,698.17	S
			Total for 6/25/2013		18,190 88	18,190.88	-1,698.17	-1,698 17	
171232101	CHUBB CORP				022003017308				
Sold		06/25/13	200	16,490 75					
Acq		11/02/12	200	16,490.75	14,935 61	14,935.61	1,555.14	1,555 14	S
			Total for 6/25/2013		14,935.61	14,935.61	1,555.14	1,555.14	
171232101	CHUBB CORP				022003017308				
Sold		06/25/13	300	24,736.13					
Acq		04/08/11	300	24,736 13	18,662.25	18,662.25	6,073.88	6,073.88	L
			Total for 6/25/2013		18,662.25	18,662.25	6,073 88	6,073.88	
189754104	COACH INC				022003017308				
Sold		06/25/13	500	27,540.87					
Acq		11/02/12	500	27,540 87	28,570.35	28,570.35	-1,029.48	-1,029 48	S
			Total for 6/25/2013		28,570.35	28,570.35	-1,029 48	-1,029.48	
191216100	COCA COLA				022003017308				
Sold		06/25/13	300	11,913 54					
Acq		11/02/12	300	11,913 54	11,131.47	11,131 47	782.07	782 07	S
			Total for 6/25/2013		11,131.47	11,131 47	782.07	782.07	
191216100	COCA COLA				022003017308				
Sold		06/25/13	400	15,884.73					
Acq		04/08/11	400	15,884 73	13,495.34	13,495.34	2,389.39	2,389.39	L
			Total for 6/25/2013		13,495.34	13,495.34	2,389.39	2,389.39	
197199813	COLUMBIA ACORN TR INTL CL Z				022003017308				
Sold		01/28/14	507.28	22,949.12					
Acq		12/11/13	507.28	22,949 12	22,832.47	22,832.47	116 65	116 65	S
			Total for 1/28/2014		22,832 47	22,832.47	116.65	116 65	
197199813	COLUMBIA ACORN TR INTL CL Z				022003017308				
Sold		01/28/14	5980 86	270,574 15					
Acq		04/13/11	5980.86	270,574.15	250,000 00	250,000 00	20,574.15	20,574 15	L
			Total for 1/28/2014		250,000.00	250,000.00	20,574 15	20,574 15	
197199813	COLUMBIA ACORN TR INTL CL Z				022003017308				
Sold		01/28/14	196 19	8,875 68					
Acq		05/14/09	196.19	8,875.68	5,010 72	5,010.72	3,864 96	3,864.96	L
			Total for 1/28/2014		5,010.72	5,010 72	3,864 96	3,864.96	
19765J830	COLUMBIA FDS SER TR MID CAP VALUE				022003017308				
Sold		03/24/14	3377.73	62,724.35					
Acq		12/09/13	3377.73	62,724 35	58,434.65	58,434.65	4,289.70	4,289 70	S
			Total for 3/24/2014		58,434 65	58,434 65	4,289.70	4,289 70	

US Trust
Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)
IM WILLIAM E SCOTT FOUNDATION
Trust Year 6/1/2013 - 5/31/2014

Account Id: 022003017308

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
19765J830	COLUMBIA FDS SER TR MID CAP VALUE				022003017308				
Sold		03/24/14	480.08	8,915.05					
Acq		12/09/13	480.08	8,915.05	8,305.35	8,305.35	609.70	609.70	S
			Total for 3/24/2014		8,305.35	8,305.35	609.70	609.70	
19765J830	COLUMBIA FDS SER TR MID CAP VALUE				022003017308				
Sold		03/24/14	128.3	2,382.61					
Acq		06/21/13	128.3	2,382.61	2,137.54	2,137.54	245.07	245 07	S
			Total for 3/24/2014		2,137.54	2,137.54	245.07	245.07	
19765J830	COLUMBIA FDS SER TR MID CAP VALUE				022003017308				
Sold		03/24/14	5781.57	107,363 83					
Acq		05/14/09	5781 57	107,363 83	49,432 46	49,432 46	57,931.37	57,931.37	L
			Total for 3/24/2014		49,432.46	49,432.46	57,931.37	57,931.37	
19765P232	COLUMBIA FDS SER TR I MID CAP				022003017308				
Sold		03/24/14	1726.88	55,277.39					
Acq		12/05/13	1726.88	55,277 39	52,687.07	52,687.07	2,590 32	2,590.32	S
			Total for 3/24/2014		52,687 07	52,687.07	2,590.32	2,590 32	
19765P232	COLUMBIA FDS SER TR I MID CAP				022003017308				
Sold		03/24/14	122.63	3,925 39					
Acq		12/05/13	122.63	3,925 39	3,741 44	3,741.44	183.95	183.95	S
			Total for 3/24/2014		3,741.44	3,741.44	183.95	183 95	
19765P232	COLUMBIA FDS SER TR I MID CAP				022003017308				
Sold		03/24/14	514 84	16,479.99					
Acq		12/07/12	514 84	16,479 99	13,457.90	13,457.90	3,022.09	3,022.09	L
			Total for 3/24/2014		13,457.90	13,457 90	3,022.09	3,022 09	
19765P232	COLUMBIA FDS SER TR I MID CAP				022003017308				
Sold		03/24/14	693 58	22,201 40					
Acq		05/14/09	693.58	22,201 40	10,500.76	10,500.76	11,700.64	11,700.64	L
			Total for 3/24/2014		10,500.76	10,500.76	11,700.64	11,700 64	
19765Y688	COLUMBIA FDS SER TR I SELECT LARGE				022003017308				
Sold		03/24/14	6145 24	119,770.77					
Acq		12/11/13	6145.24	119,770 77	111,659 05	111,659.05	8,111 72	8,111.72	S
			Total for 3/24/2014		111,659.05	111,659 05	8,111 72	8,111.72	
19765Y688	COLUMBIA FDS SER TR I SELECT LARGE				022003017308				
Sold		03/24/14	2542.77	49,558.55					
Acq		04/13/11	2542 77	49,558.55	34,835 92	34,835 92	14,722 63	14,722.63	L
			Total for 3/24/2014		34,835 92	34,835.92	14,722 63	14,722 63	
2011646#2	ALIMENTATION COUCHE TARD INC				022002725711				
Sold		02/21/14	40	3,111 39					
Acq		02/04/14	40	3,111 39	2,938.98	2,938.98	172 41	172 41	S
			Total for 2/21/2014		2,938.98	2,938.98	172 41	172.41	

Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)

Account Id: 022003017308

IM WILLIAM E SCOTT FDN - TAP
Trust Year 6/1/2013 - 5/31/2014

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
2011646#2	ALIMENTATION COUCHE TARD INC				022002725711				
	Sold	04/09/14	8	658.40					
	Acq	02/04/14	8	658 40	587.80	587 80	70.60	70 60	S
			Total for 4/9/2014		587.80	587.80	70 60	70 60	
2011646#2	ALIMENTATION COUCHE TARD INC				022002725711				
	Sold	05/21/14	303	8,183.44					
	Acq	02/04/14	303	8,183.44	7,420 93	7,420.93	762 51	762.51	S
			Total for 5/21/2014		7,420.93	7,420.93	762.51	762 51	
2043423#4	ALFA S A B				022002725711				
	Sold	05/21/14	1000	2,866 08					
	Acq	02/04/14	1000	2,866 08	2,775.36	2,775.36	90.72	90 72	S
			Total for 5/21/2014		2,775 36	2,775.36	90.72	90.72	
2077303#7	NATIONAL BK CDA MONTREAL QUE				022002725711				
	Sold	02/21/14	295	11,540 27					
	Acq	02/04/14	295	11,540.27	11,127.78	11,127.78	412 49	412 49	S
			Total for 2/21/2014		11,127.78	11,127.78	412.49	412.49	
2077303#7	NATIONAL BK CDA MONTREAL QUE				022002725711				
	Sold	02/24/14	255	9,967.29					
	Acq	02/04/14	255	9,967.29	9,618.93	9,618.93	348 36	348.36	S
			Total for 2/24/2014		9,618.93	9,618.93	348.36	348 36	
229899109	CULLEN FROST BANKERS INC				022003017308				
	Sold	06/25/13	200	13,026 67					
	Acq	04/08/11	200	13,026 67	11,935.00	11,935.00	1,091 67	1,091.67	L
			Total for 6/25/2013		11,935.00	11,935.00	1,091 67	1,091.67	
229899109	CULLEN FROST BANKERS INC				022003017308				
	Sold	06/25/13	100	6,513.34					
	Acq	11/02/12	100	6,513.34	5,639 19	5,639.19	874.15	874 15	S
			Total for 6/25/2013		5,639.19	5,639.19	874.15	874.15	
25271C102	DIAMOND OFFSHORE DRILLING INC				022003017308				
	Sold	06/25/13	200	13,449 67					
	Acq	04/08/11	200	13,449.67	15,751.00	15,751 00	-2,301.33	-2,301.33	L
			Total for 6/25/2013		15,751 00	15,751.00	-2,301 33	-2,301.33	
25271C102	DIAMOND OFFSHORE DRILLING INC				022003017308				
	Sold	06/25/13	100	6,724 83					
	Acq	11/02/12	100	6,724 83	6,853 73	6,853.73	-128.90	-128.90	S
			Total for 6/25/2013		6,853 73	6,853 73	-128 90	-128.90	
2643674#7	GRUPO MEXICO SA DE CV				022002725711				
	Sold	05/21/14	3348	10,788 58					
	Acq	02/04/14	3348	10,788 58	10,795.23	10,795 23	-6 65	-6 65	S
			Total for 5/21/2014		10,795.23	10,795 23	-6 65	-6.65	

Account Id: 022003017308

US Trust
Statement of Capital Gains and Losses From Sales
(Does not Include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)
IM WILLIAM E SCOTT FDN - TAP
Trust Year 6/1/2013 - 5/31/2014

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
2715777#9	QUEBECOR INC				022002725711				
Sold		03/21/14	25	571.04					
Acq		02/21/14	25	571.04	567 58 ☐	567 58	3.46	3 46	S
			Total for 3/21/2014		567.58	567.58	3.46	3.46	
2715777#9	QUEBECOR INC				022002725711				
Sold		03/21/14	263	6,007.35					
Acq		02/04/14	263	6,007 35	5,670 48 ☐	5,670.48	336.87	336.87	S
			Total for 3/21/2014		5,670.48	5,670.48	336.87	336.87	
291011104	EMERSON ELECTRIC CO				022003017308				
Sold		06/25/13	500	27,390.32					
Acq		11/02/12	500	27,390.32	24,971 70 ☐	24,971 70	2,418.62	2,418.62	S
			Total for 6/25/2013		24,971 70	24,971.70	2,418.62	2,418.62	
29364G103	ENTERGY CORP NEW				022003017308				
Sold		03/24/14	500	33,037.76					
Acq		06/25/13	500	33,037 76	34,483.60 ☐	34,483.60	-1,445.84	-1,445 84	S
			Total for 3/24/2014		34,483 60	34,483.60	-1,445 84	-1,445 84	
375558103	GILEAD SCIENCES INC				022003017308				
Sold		03/24/14	200	14,472.90					
Acq		06/25/13	200	14,472.90	10,041.00 ☐	10,041.00	4,431.90	4,431.90	S
			Total for 3/24/2014		10,041 00	10,041.00	4,431.90	4,431.90	
4072168#0	BANCA POPOLARE DI MILANO ITL				022002725711				
Sold		02/24/14	2590	1,766 98					
Acq		02/04/14	2590	1,766.98	1,545.04 ☐	1,545.04	221.94	221.94	S
			Total for 2/24/2014		1,545 04	1,545.04	221.94	221 94	
4072168#0	BANCA POPOLARE DI MILANO ITL				022002725711				
Sold		03/21/14	3137	2,900.86					
Acq		02/04/14	3137	2,900 86	1,871.34 ☐	1,871.34	1,029 52	1,029.52	S
			Total for 3/21/2014		1,871 34	1,871 34	1,029.52	1,029 52	
4354134#3	UNITED INTERNET AG REG SHARE				022002725711				
Sold		05/21/14	103	4,765.94					
Acq		02/04/14	103	4,765.94	4,551.37 ☐	4,551 37	214.57	214 57	S
			Total for 5/21/2014		4,551.37	4,551.37	214 57	214 57	
438516106	HONEYWELL INTL INC				022003017308				
Sold		06/25/13	100	7,750 70					
Acq		11/02/12	100	7,750.70	6,248.82 ☐	6,248 82	1,501 88	1,501 88	S
			Total for 6/25/2013		6,248 82	6,248.82	1,501 88	1,501.88	
4419011#2	BREMBO SPA				022002725711				
Sold		05/21/14	144	5,325 17					
Acq		02/04/14	144	5,325 17	3,743.75 ☐	3,743 75	1,581.42	1,581.42	S
			Total for 5/21/2014		3,743 75	3,743 75	1,581 42	1,581 42	

US Trust
Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)
IM WILLIAM E SCOTT FOUNDATION
Trust Year 6/1/2013 - 5/31/2014

Account Id: 022003017308

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
464286509	ISHARES INC MSCI CDA INDEX FD				022003017308				
Sold		06/25/13	3900	101,632 23					
Acq		11/02/12	3900	101,632 23	110,916 00	110,916.00	-9,283 77	-9,283.77	S
			Total for 6/25/2013		110,916.00	110,916 00	-9,283 77	-9,283 77	
464286509	ISHARES INC MSCI CDA INDEX FD				022003017308				
Sold		06/25/13	4500	117,267.96					
Acq		05/04/10	4500	117,267.96	124,650 00	124,650 00	-7,382.04	-7,382 04	L
			Total for 6/25/2013		124,650 00	124,650 00	-7,382.04	-7,382.04	
464286673	ISHARES INC MSCI SINGAPORE INDEX				022003017308				
Sold		01/28/14	7200	89,422 44					
Acq		11/02/12	7200	89,422.44	95,184.00	95,184.00	-5,761.56	-5,761.56	L
			Total for 1/28/2014		95,184 00	95,184.00	-5,761.56	-5,761 56	
464286673	ISHARES INC MSCI SINGAPORE INDEX				022003017308				
Sold		01/28/14	10500	130,407 73					
Acq		05/04/10	10500	130,407 73	121,642.50	121,642.50	8,765.23	8,765.23	L
			Total for 1/28/2014		121,642 50	121,642.50	8,765.23	8,765 23	
464286848	ISHARES INC MSCI JAPAN INDEX FD				022003017308				
Sold		01/28/14	20500	237,385 85					
Acq		07/11/13	20500	237,385 85	242,002.49	242,002.49	-4,616.64	-4,616.64	S
			Total for 1/28/2014		242,002.49	242,002.49	-4,616.64	-4,616 64	
464287234	ISHARES TR MSCI EMERGING MKTS				022003017308				
Sold		01/28/14	15500	593,794.65					
Acq		06/25/13	15500	593,794 65	575,825.00	575,825.00	17,969.65	17,969.65	S
			Total for 1/28/2014		575,825 00	575,825 00	17,969 65	17,969.65	
464287234	ISHARES TR MSCI EMERGING MKTS				022003017308				
Sold		03/24/14	10000	393,192.30					
Acq		06/25/13	10000	393,192.30	371,500 00	371,500.00	21,692.30	21,692.30	S
			Total for 3/24/2014		371,500.00	371,500 00	21,692.30	21,692.30	
464288687	ISHARES TR S&P U S PFD STK INDEX				022003017308				
Sold		07/11/13	12000	467,049 86					
Acq		05/17/13	12000	467,049.86	491,022 00	491,022.00	-23,972 14	-23,972 14	S
			Total for 7/11/2013		491,022.00	491,022 00	-23,972 14	-23,972 14	
50076Q106	KRAFT FOODS GROUP INC				022003017308				
Sold		06/25/13	200	10,910.49					
Acq		11/02/12	200	10,910.49	8,922 66	8,922.66	1,987.83	1,987 83	S
			Total for 6/25/2013		8,922 66	8,922 66	1,987 83	1,987.83	
5344101#2	FRED OLSEN ENERGY ASA				022002725711				
Sold		03/21/14	111	3,555 80					
Acq		02/04/14	111	3,555 80	3,876 05	3,876.05	-320 25	-320.25	S
			Total for 3/21/2014		3,876 05	3,876.05	-320.25	-320 25	

US Trust
Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)
IM WILLIAM E SCOTT FDN - TAP
Trust Year 6/1/2013 - 5/31/2014

Account Id: 022003017308

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
5344101#2	FRED OLSEN ENERGY ASA				022002725711				
Sold		03/24/14	255	8,192 42					
Acq		02/04/14	255	8,192.42	8,904 45	8,904.45	-712 03	-712.03	S
		Total for 3/24/2014			8,904.45	8,904.45	-712.03	-712.03	
5817186@7	PORTUGAL TELECOM SGPS SA				022002725711				
Sold		03/21/14	397	1,722.65					
Acq		02/04/14	397	1,722.65	1,718.78	1,718.78	3.87	3.87	S
		Total for 3/21/2014			1,718 78	1,718 78	3 87	3.87	
582839106	MEAD JOHNSON NUTRITION CO				022003017308				
Sold		06/25/13	500	38,656 33					
Acq		12/18/12	500	38,656.33	33,138.71	33,138 71	5,517.62	5,517.62	S
		Total for 6/25/2013			33,138.71	33,138.71	5,517.62	5,517.62	
585464100	MELCO PBL ENTMT MACAU LTD ADR				022002725711				
Sold		05/21/14	77	2,468.27					
Acq		03/21/14	77	2,468.27	3,137.34	3,137.34	-669.07	-669.07	S
		Total for 5/21/2014			3,137.34	3,137.34	-669 07	-669.07	
6054409#5	ASAHI BREWERIES LTD				022002725711				
Sold		05/22/14	66	1,878 28					
Acq		02/05/14	66	1,878 28	1,731.22	1,731.22	147.06	147.06	S
		Total for 5/22/2014			1,731 22	1,731.22	147.06	147 06	
609207105	MONDELEZ INTL INC				022003017308				
Sold		06/25/13	200	5,728 68					
Acq		11/02/12	200	5,728.68	5,264.10	5,264.10	464.58	464.58	S
		Total for 6/25/2013			5,264.10	5,264.10	464.58	464.58	
609207105	MONDELEZ INTL INC				022003017308				
Sold		06/25/13	100	2,864 34					
Acq		04/08/11	100	2,864 34	2,060 57	2,060.57	803.77	803.77	L
		Total for 6/25/2013			2,060.57	2,060.57	803 77	803.77	
6173694#7	CAPCOM CO LTD				022002725711				
Sold		02/24/14	120	2,318 30					
Acq		02/05/14	120	2,318 30	2,260.99	2,260.99	57 31	57.31	S
		Total for 2/24/2014			2,260 99	2,260 99	57 31	57 31	
6173694#7	CAPCOM CO LTD				022002725711				
Sold		03/24/14	480	8,518.11					
Acq		02/05/14	480	8,518 11	9,043.97	9,043 97	-525.86	-525.86	S
		Total for 3/24/2014			9,043 97	9,043 97	-525 86	-525 86	
6269861@2	DON QUIJOTE HOLDINGS CO LTD				022002725711				
Sold		05/22/14	79	4,454.45					
Acq		02/05/14	79	4,454.45	4,560 93	4,560 93	-106.48	-106 48	S
		Total for 5/22/2014			4,560 93	4,560 93	-106 48	-106 48	

US Trust
Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)
IM WILLIAM E SCOTT FDN - TAP
Trust Year 6/1/2013 - 5/31/2014

Account Id: 022003017308

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
6332439#9	FAST RETAILING CO LTD				022002725711				
Sold		05/22/14	13	4,077.20					
Acq		02/05/14	13	4,077.20	4,708 68	4,708 68	-631 48	-631 48	S
			Total for 5/22/2014		4,708.68	4,708.68	-631 48	-631.48	
641069406	NESTLE S A ADR REG				022003017308				
Sold		06/25/13	200	12,793 78					
Acq		11/02/12	200	12,793 78	12,576.00	12,576.00	217.78	217.78	S
			Total for 6/25/2013		12,576.00	12,576 00	217.78	217.78	
641069406	NESTLE S A ADR REG				022003017308				
Sold		06/25/13	300	19,190.66					
Acq		04/08/11	300	19,190.66	17,512.50	17,512 50	1,678.16	1,678.16	L
			Total for 6/25/2013		17,512.50	17,512.50	1,678.16	1,678.16	
65249B109	NEWS CORP NEW				022003017308				
Sold		08/29/13	200	3,145.34					
Acq		06/25/13	200	3,145.34	2,888.65	2,888 65	256 69	256 69	S
			Total for 8/29/2013		2,888 65	2,888.65	256.69	256 69	
6565127#1	TAMBANG BATUBARA BUKIT				022002725711				
Sold		03/24/14	2143	1,731.52					
Acq		02/24/14	2143	1,731 52	1,726 76	1,726.76	4.76	4 76	S
			Total for 3/24/2014		1,726.76	1,726.76	4 76	4.76	
6565127#1	TAMBANG BATUBARA BUKIT				022002725711				
Sold		03/26/14	2056	1,658 78					
Acq		02/05/14	2056	1,658.78	1,575 35	1,575.35	83.43	83 43	S
			Total for 3/26/2014		1,575 35	1,575.35	83.43	83 43	
6565127#1	TAMBANG BATUBARA BUKIT				022002725711				
Sold		03/28/14	1682	1,350.30					
Acq		02/24/14	1682	1,350.30	1,355.30	1,355.30	-5.00	-5 00	S
			Total for 3/28/2014		1,355.30	1,355.30	-5.00	-5 00	
6565127#1	TAMBANG BATUBARA BUKIT				022002725711				
Sold		03/28/14	53	42 55					
Acq		02/05/14	53	42 55	40 61	40 61	1 94	1 94	S
			Total for 3/28/2014		40 61	40 61	1.94	1.94	
6651048#5	PT BK MANDIRI				022002725711				
Sold		02/24/14	3410	2,760 44					
Acq		02/05/14	3410	2,760 44	2,421 97	2,421.97	338 47	338 47	S
			Total for 2/24/2014		2,421.97	2,421 97	338 47	338 47	
6685661#9	PHILIPPINE LONG DISTANCE TEL CO				022002725711				
Sold		03/24/14	176	10,422 54					
Acq		02/05/14	176	10,422 54	10,349.10	10,349 10	73 44	73.44	S
			Total for 3/24/2014		10,349 10	10,349 10	73 44	73 44	

US Trust
Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual *funds or CTF's - See Tax Transaction Detail)*
IM WILLIAM E SCOTT FOUNDATION
Trust Year 6/1/2013 - 5/31/2014

Account Id: 022003017308

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
66987V109	NOVARTIS AG SPONSORED ADR				022003017308				
Sold		06/25/13	200	13,702.76					
Acq		11/02/12	200	13,702.76	12,141.98	12,141.98	1,560.78	1,560 78	S
			Total for 6/25/2013		12,141.98	12,141.98	1,560 78	1,560 78	
66987V109	NOVARTIS AG SPONSORED ADR				022003017308				
Sold		06/25/13	300	20,554 14					
Acq		04/08/11	300	20,554.14	16,718.82	16,718.82	3,835.32	3,835.32	L
			Total for 6/25/2013		16,718 82	16,718 82	3,835.32	3,835.32	
674599105	OCCIDENTAL PETROLEUM CORP				022003017308				
Sold		06/25/13	200	17,659.35					
Acq		11/02/12	200	17,659 35	15,670.04	15,670.04	1,989.31	1,989 31	S
			Total for 6/25/2013		15,670.04	15,670.04	1,989 31	1,989.31	
6755821#7	RMB HOLDINGS LIMITED				022002725711				
Sold		03/24/14	1456	6,006 70					
Acq		02/04/14	1456	6,006.70	5,602.98	5,602.98	403.72	403.72	S
			Total for 3/24/2014		5,602.98	5,602.98	403.72	403.72	
6755821#7	RMB HOLDINGS LIMITED				022002725711				
Sold		04/10/14	1143	5,485.14					
Acq		02/04/14	1143	5,485.14	4,398.50	4,398.50	1,086 64	1,086 64	S
			Total for 4/10/2014		4,398 50	4,398.50	1,086.64	1,086 64	
6858946#9	SUMITOMO CORP				022002725711				
Sold		03/24/14	482	5,971.88					
Acq		02/05/14	482	5,971.88	5,816.23	5,816 23	155 65	155 65	S
			Total for 3/24/2014		5,816.23	5,816 23	155 65	155 65	
6888783#2	KASIKORNBANK PCL				022002725711				
Sold		02/24/14	1075	5,419 63					
Acq		02/05/14	1075	5,419.63	5,545 33	5,545 33	-125 70	-125.70	S
			Total for 2/24/2014		5,545.33	5,545.33	-125.70	-125 70	
6888783#2	KASIKORNBANK PCL				022002725711				
Sold		03/24/14	1336	6,961 44					
Acq		02/05/14	1336	6,961.44	6,891 68	6,891.68	69 76	69 76	S
			Total for 3/24/2014		6,891.68	6,891.68	69.76	69 76	
6919519#6	UNIVERSAL ROBINA CORP				022002725711				
Sold		02/24/14	1530	4,456.57					
Acq		02/05/14	1530	4,456 57	3,885.27	3,885.27	571 30	571.30	S
			Total for 2/24/2014		3,885 27	3,885 27	571 30	571 30	
7057720#9	OPERA SOFTWARE ASA				022002725711				
Sold		04/10/14	801	9,815 70					
Acq		03/21/14	801	9,815 70	10,434 69	10,434.69	-618 99	-618.99	S
			Total for 4/10/2014		10,434.69	10,434 69	-618 99	-618 99	

US Trust
Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)
IM WILLIAM E SCOTT FDN - TAP
Trust Year 6/1/2013 - 5/31/2014

Account Id: 022003017308

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
7110388#9	ROCHE HLDGS AG-GENUSSCHEIN				022002725711				
Sold		05/21/14	14	4,146.65					
Acq		02/04/14	14	4,146.65	3,865.24 ☐	3,865.24	281.41	281.41	S
		Total for 5/21/2014			3,865.24	3,865.24	281.41	281 41	
713448108	PEPSICO INC				022003017308				
Sold		06/25/13	100	8,007 36					
Acq		11/02/12	100	8,007 36	6,906.07 ☐	6,906 07	1,101.29	1,101.29	S
		Total for 6/25/2013			6,906 07	6,906.07	1,101.29	1,101 29	
718172109	PHILIP MORRIS INTL INC				022003017308				
Sold		06/25/13	100	8,649.52					
Acq		11/02/12	100	8,649.52	8,710.50 ☐	8,710 50	-60.98	-60.98	S
		Total for 6/25/2013			8,710.50	8,710.50	-60.98	-60.98	
7309681#1	BNP PARIBAS SA				022002725711				
Sold		05/21/14	35	2,422.02					
Acq		02/24/14	35	2,422.02	2,811.96 ☐	2,811.96	-389 94	-389.94	S
		Total for 5/21/2014			2,811.96	2,811 96	-389 94	-389 94	
7309681#1	BNP PARIBAS SA				022002725711				
Sold		05/21/14	11	761 20					
Acq		02/04/14	11	761 20	847.96 ☐	847.96	-86 76	-86.76	S
		Total for 5/21/2014			847.96	847.96	-86 76	-86 76	
74734M109	QIHOO 360 TECHNOLOGY CO LTD				022002725711				
Sold		04/09/14	66	6,060 92					
Acq		03/21/14	66	6,060.92	7,273 39 ☐	7,273 39	-1,212 47	-1,212 47	S
		Total for 4/9/2014			7,273 39	7,273 39	-1,212 47	-1,212 47	
747525103	QUALCOMM INC				022003017308				
Sold		06/25/13	100	6,092 63					
Acq		11/02/12	100	6,092 63	5,940.61 ☐	5,940.61	152.02	152.02	S
		Total for 6/25/2013			5,940 61	5,940 61	152 02	152 02	
771195104	ROCHE HLDG LTD SPONSORED ADR				022003017308				
Sold		06/25/13	400	23,135.60					
Acq		11/05/12	400	23,135 60	19,260 00 ☐	19,260 00	3,875.60	3,875.60	S
		Total for 6/25/2013			19,260 00	19,260.00	3,875 60	3,875.60	
78464A417	SPDR LEHMAN HIGH YIELD BD ETF				022003017308				
Sold		06/12/13	15100	602,180.53					
Acq		02/07/12	15100	602,180 53	598,650 07 ☐	598,650 07	3,530 46	3,530.46	L
		Total for 6/12/2013			598,650.07	598,650.07	3,530.46	3,530.46	
78464A888	SPDR SER TR S&P HOMEBUILDERS ETF				022003017308				
Sold		03/24/14	5000	160,746 44					
Acq		07/11/13	5000	160,746 44	155,250 00 ☐	155,250 00	5,496 44	5,496 44	S
		Total for 3/24/2014			155,250 00	155,250 00	5,496 44	5,496 44	

US Trust
Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)
IM WILLIAM E SCOTT FOUNDATION
Trust Year 6/1/2013 - 5/31/2014

Account Id: 022003017308

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
79466L302	SALESFORCE COM INC				022003017308				
Sold		03/24/14	600	33,876 75					
Acq		06/25/13	600	33,876 75	22,734.30	22,734.30	11,142.45	11,142.45	S
			Total for 3/24/2014		22,734.30	22,734.30	11,142 45	11,142 45	
81369Y605	SECTOR SPDR TR SHS BEN				022003017308				
Sold		03/24/14	8000	178,796 04					
Acq		07/11/13	8000	178,796.04	161,360.00	161,360.00	17,436 04	17,436.04	S
			Total for 3/24/2014		161,360 00	161,360.00	17,436 04	17,436 04	
832696405	SMUCKER J M CO NEW				022003017308				
Sold		06/25/13	100	10,026.54					
Acq		11/02/12	100	10,026 54	8,530.21	8,530.21	1,496.33	1,496 33	S
			Total for 6/25/2013		8,530.21	8,530.21	1,496.33	1,496 33	
832696405	SMUCKER J M CO NEW				022003017308				
Sold		06/25/13	200	20,053.07					
Acq		04/08/11	200	20,053 07	14,610 34	14,610.34	5,442.73	5,442.73	L
			Total for 6/25/2013		14,610.34	14,610.34	5,442 73	5,442.73	
872540109	TJX COS INC NEW				022003017308				
Sold		06/25/13	100	4,901.78					
Acq		11/02/12	100	4,901.78	4,155.26	4,155 26	746 52	746.52	S
			Total for 6/25/2013		4,155.26	4,155.26	746 52	746 52	
872540109	TJX COS INC NEW				022003017308				
Sold		06/25/13	600	29,410.71					
Acq		03/12/10	600	29,410.71	12,626.19	12,626.19	16,784 52	16,784.52	L
			Total for 6/25/2013		12,626.19	12,626.19	16,784.52	16,784 52	
87612E106	TARGET CORP				022003017308				
Sold		06/25/13	100	6,887 90					
Acq		11/02/12	100	6,887 90	6,269.58	6,269.58	618.32	618.32	S
			Total for 6/25/2013		6,269.58	6,269.58	618.32	618.32	
880208400	TEMPLETON INCOME TR GLOBAL BD FD				022003017308				
Sold		07/11/13	36049.03	467,916 37					
Acq		04/13/11	36049.03	467,916.37	500,000.00	500,000.00	-32,083 63	-32,083.63	L
			Total for 7/11/2013		500,000.00	500,000.00	-32,083 63	-32,083 63	
880208400	TEMPLETON INCOME TR GLOBAL BD FD				022003017308				
Sold		07/11/13	466.99	6,061 47					
Acq		12/19/12	466.99	6,061.47	6,164 20	6,164.20	-102 73	-102 73	S
			Total for 7/11/2013		6,164 20	6,164.20	-102.73	-102.73	
880208400	TEMPLETON INCOME TR GLOBAL BD FD				022003017308				
Sold		07/11/13	4.67	60.66					
Acq		12/19/12	4 67	60 66	61 68	61 68	-1 02	-1 02	S
			Total for 7/11/2013		61.68	61 68	-1 02	-1 02	

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
880208400	TEMPLETON INCOME TR GLOBAL BD FD				022003017308				
	Sold	07/11/13	232 29	3,015 12					
	Acq	12/19/11	232.29	3,015.12	2,847 87	2,847.87	167.25	167.25	L
			Total for 7/11/2013		2,847.87	2,847 87	167.25	167 25	
88579Y101	3M CO				022003017308				
	Sold	06/25/13	200	21,618.73					
	Acq	04/08/11	200	21,618 73	18,607 40	18,607.40	3,011 33	3,011.33	L
			Total for 6/25/2013		18,607 40	18,607.40	3,011 33	3,011 33	
88579Y101	3M CO				022003017308				
	Sold	06/25/13	100	10,809 36					
	Acq	11/02/12	100	10,809.36	8,900 92	8,900.92	1,908.44	1,908.44	S
			Total for 6/25/2013		8,900 92	8,900.92	1,908 44	1,908 44	
911312106	UNITED PARCEL SVC INC CL B				022003017308				
	Sold	06/25/13	300	25,751.55					
	Acq	11/02/12	300	25,751.55	22,072.50	22,072.50	3,679.05	3,679 05	S
			Total for 6/25/2013		22,072.50	22,072 50	3,679.05	3,679.05	
912828BH2	UNITED STATES TREAS NTS				022003017308				
	Sold	08/15/13	200000	200,000 00					
	Acq	08/15/03	200000	200,000 00	195,281 25	195,281 25	4,718.75	4,718 75	L
			Total for 8/15/2013		195,281 25	195,281.25	4,718 75	4,718.75	
922042858	VANGUARD INTL EQUITY INDEX FD INC				022003017308				
	Sold	06/25/13	20000	738,195.14					
	Acq	05/14/09	20000	738,195.14	589,200 00	589,200.00	148,995.14	148,995 14	L
			Total for 6/25/2013		589,200.00	589,200 00	148,995 14	148,995 14	
949746101	WELLS FARGO & CO (NEW)				022003017308				
	Sold	06/25/13	600	24,032.94					
	Acq	11/02/12	600	24,032.94	20,274 90	20,274.90	3,758 04	3,758.04	S
			Total for 6/25/2013		20,274.90	20,274.90	3,758.04	3,758 04	
B019M65#3	AZIMUT HOLDING SPA				022002725711				
	Sold	05/21/14	450	11,755 72					
	Acq	02/04/14	450	11,755.72	12,808 94	12,808 94	-1,053.22	-1,053 22	S
			Total for 5/21/2014		12,808.94	12,808 94	-1,053.22	-1,053 22	
B01CT30#1	TENCENT HOLDINGS LIMITED				022002725711				
	Sold	04/10/14	107	7,361 17					
	Acq	03/24/14	107	7,361 17	8,143 40	8,143 40	-782 23	-782.23	S
			Total for 4/10/2014		8,143 40	8,143.40	-782 23	-782 23	
B01FLR7#2	PING AN INSURANCE GROUP CO H				022002725711				
	Sold	03/24/14	280	2,212 55					
	Acq	02/05/14	280	2,212 55	2,208 22	2,208.22	4 33	4 33	S
			Total for 3/24/2014		2,208.22	2,208 22	4 33	4 33	

US Trust
Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)
IM WILLIAM E SCOTT FDN - TAP
Trust Year 6/1/2013 - 5/31/2014

Account Id: 022003017308

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
B05MTR0#2	SHIP HEALTHCARE HOLDINGS INC				022002725711				
Sold		02/24/14	75	2,688.25					
Acq		02/05/14	75	2,688 25	2,678.35	2,678.35	9.90	9.90	S
			Total for 2/24/2014		2,678 35	2,678.35	9.90	9.90	
B1JKTQ6#5	CHINA COMMUNICATIONS CONST CO				022002725711				
Sold		03/24/14	20511	14,294.05					
Acq		02/05/14	20511	14,294.05	14,851.08	14,851.08	-557 03	-557 03	S
			Total for 3/24/2014		14,851 08	14,851 08	-557.03	-557.03	
B1KKBX6#7	ELECTROLUX AB				022002725711				
Sold		03/21/14	519	11,511 98					
Acq		02/04/14	519	11,511.98	10,725.92	10,725.92	786.06	786 06	S
			Total for 3/21/2014		10,725.92	10,725 92	786.06	786 06	
B1LB9P6#6	SCOR SE				022002725711				
Sold		02/24/14	120	4,125 65					
Acq		02/04/14	120	4,125 65	3,933 11	3,933.11	192.54	192 54	S
			Total for 2/24/2014		3,933 11	3,933.11	192 54	192 54	
B1VYK30#7	MEDA AB-A SHS				022002725711				
Sold		03/21/14	163	2,471.77					
Acq		02/04/14	163	2,471 77	1,951.12	1,951 12	520 65	520.65	S
			Total for 3/21/2014		1,951 12	1,951.12	520 65	520.65	
B1YD5Q2#4	ACTELION LTD				022002725711				
Sold		04/10/14	60	5,847.02					
Acq		02/04/14	60	5,847.02	5,818 18	5,818.18	28 84	28 84	S
			Total for 4/10/2014		5,818 18	5,818 18	28.84	28.84	
B1YD5Q2#4	ACTELION LTD				022002725711				
Sold		05/21/14	27	2,506.74					
Acq		02/04/14	27	2,506 74	2,618.18	2,618.18	-111.44	-111.44	S
			Total for 5/21/2014		2,618.18	2,618 18	-111 44	-111 44	
B292RC1#2	START TODAY CO LTD				022002725711				
Sold		04/10/14	98	2,249.27					
Acq		03/24/14	98	2,249 27	2,548.94	2,548 94	-299.67	-299 67	S
			Total for 4/10/2014		2,548.94	2,548 94	-299 67	-299 67	
B292RC1#2	START TODAY CO LTD				022002725711				
Sold		04/10/14	62	1,423.01					
Acq		02/05/14	62	1,423 01	1,365 75	1,365 75	57 26	57.26	S
			Total for 4/10/2014		1,365.75	1,365 75	57 26	57 26	
B4YC9W4#1	YOOX SPA				022002725711				
Sold		04/10/14	191	6,696 43					
Acq		03/21/14	191	6,696 43	7,221 38	7,221 38	-524 95	-524 95	S
			Total for 4/10/2014		7,221 38	7,221 38	-524 95	-524.95	

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Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)
IM WILLIAM E SCOTT FDN - TAP
Trust Year 6/1/2013 - 5/31/2014

Account Id: 022003017308

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
B627LW9#3	JX HLDGS INC				022002725711				
	Sold	03/24/14	1775	8,770 42					
	Acq	02/05/14	1775	8,770.42	8,319.93	8,319.93	450 49	450 49	S
		Total for 3/24/2014			8,319.93	8,319.93	450 49	450.49	
B627LW9#3	JX HLDGS INC				022002725711				
	Sold	05/22/14	972	4,959.64					
	Acq	04/10/14	972	4,959 64	4,710 65	4,710 65	248.99	248.99	S
		Total for 5/22/2014			4,710.65	4,710.65	248.99	248.99	
B63Z081#4	SAN MIGUEL PURE FOODS CO INC				022002725711				
	Sold	02/24/14	8	39 59					
	Acq	02/05/14	8	39 59	40 99	40.99	-1 40	-1.40	S
		Total for 2/24/2014			40 99	40.99	-1.40	-1 40	
B63Z081#4	SAN MIGUEL PURE FOODS CO INC				022002725711				
	Sold	02/25/14	49	249 00					
	Acq	02/05/14	49	249 00	251 04	251.04	-2.04	-2.04	S
		Total for 2/25/2014			251 04	251.04	-2.04	-2.04	
B63Z081#4	SAN MIGUEL PURE FOODS CO INC				022002725711				
	Sold	02/26/14	256	1,252 32					
	Acq	02/05/14	256	1,252 32	1,311 57	1,311.57	-59.25	-59.25	S
		Total for 2/26/2014			1,311 57	1,311.57	-59 25	-59 25	
B63Z081#4	SAN MIGUEL PURE FOODS CO INC				022002725711				
	Sold	02/27/14	68	334.21					
	Acq	02/05/14	68	334.21	348.39	348.39	-14.18	-14.18	S
		Total for 2/27/2014			348 39	348.39	-14.18	-14.18	
B63Z081#4	SAN MIGUEL PURE FOODS CO INC				022002725711				
	Sold	02/28/14	24	121.79					
	Acq	02/05/14	24	121.79	122.96	122.96	-1 17	-1.17	S
		Total for 2/28/2014			122.96	122.96	-1.17	-1 17	
B63Z081#4	SAN MIGUEL PURE FOODS CO INC				022002725711				
	Sold	03/03/14	12	59.22					
	Acq	02/05/14	12	59.22	61.48	61 48	-2 26	-2 26	S
		Total for 3/3/2014			61 48	61 48	-2.26	-2.26	
B63Z081#4	SAN MIGUEL PURE FOODS CO INC				022002725711				
	Sold	03/04/14	27	133.34					
	Acq	02/05/14	27	133 34	138 33	138 33	-4 99	-4.99	S
		Total for 3/4/2014			138 33	138 33	-4.99	-4 99	
B63Z081#4	SAN MIGUEL PURE FOODS CO INC				022002725711				
	Sold	03/05/14	13	65 64					
	Acq	02/05/14	13	65.64	66 60	66 60	-0.96	-0 96	S
		Total for 3/5/2014			66 60	66 60	-0 96	-0 96	

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
B63Z081#4	SAN MIGUEL PURE FOODS CO INC				022002725711				
	Sold	03/06/14	8	39.85					
	Acq	02/05/14	8	39.85	40.99 ☐	40.99	-1.14	-1.14	S
			Total for 3/6/2014		40.99	40.99	-1.14	-1.14	
B87CVM3#0	AURIZON HOLDINGS LTD				022002725711				
	Sold	04/10/14	1802	8,709.61					
	Acq	02/05/14	1802	8,709.61	7,833 22 ☐	7,833.22	876.39	876.39	S
			Total for 4/10/2014		7,833.22	7,833.22	876.39	876.39	
B87CVM3#0	AURIZON HOLDINGS LTD				022002725711				
	Sold	05/22/14	1185	5,347 58					
	Acq	02/05/14	1185	5,347.58	5,151.15 ☐	5,151.15	196.43	196.43	S
			Total for 5/22/2014		5,151.15	5,151 15	196.43	196.43	
B8L1BL5#0	HUADIAN FUXIN ENERGY CORP				022002725711				
	Sold	02/24/14	3460	1,638 10					
	Acq	02/05/14	3460	1,638 10	1,528 49 ☐	1,528.49	109 61	109.61	S
			Total for 2/24/2014		1,528 49	1,528 49	109.61	109.61	
B97C733#7	TELE2 AB				022002725711				
	Sold	03/21/14	1077	13,257 49					
	Acq	02/04/14	1077	13,257 49	11,673.83 ☐	11,673.83	1,583.66	1,583 66	S
			Total for 3/21/2014		11,673 83	11,673.83	1,583.66	1,583 66	
BD4T6W7#7	TELEKOMUNIKASI INDONESIA PERSERO				022002725711				
	Sold	02/24/14	14260	2,908 64					
	Acq	02/05/14	14260	2,908.64	2,651.84 ☐	2,651.84	256 80	256 80	S
			Total for 2/24/2014		2,651.84	2,651.84	256.80	256 80	
BD4T6W7#7	TELEKOMUNIKASI INDONESIA PERSERO				022002725711				
	Sold	03/24/14	14898	2,826 38					
	Acq	02/05/14	14898	2,826.38	2,770.49 ☐	2,770.49	55.89	55 89	S
			Total for 3/24/2014		2,770.49	2,770.49	55.89	55.89	
BKRC9B2#1	KONINKLIJKE PHILIP				022002725711				
	Sold	05/30/14	304	00					
	Acq	02/04/14	304	0.00	00 ☐	00	0.00	0 00	S*
			Total for 5/30/2014		0.00	0.00	0.00	0 00	
BMJJN24#3	ABERTIS INFRAESTRUCTURAS SA				022002725711				
	Sold	05/29/14	444	476 56					
	Acq	02/04/14	444	476 56	.00 ☐	.00	476 56	476.56	S*
			Total for 5/29/2014		0.00	0 00	476.56	476 56	
BMMV2L9#8	TENCENT HOLDINGS LTD				022002725711				
	Sold	05/22/14	470	6,851 92					
	Acq	03/24/14	470	6,851 92	7,154.01 ☐	7,154.01	-302 09	-302 09	S
			Total for 5/22/2014		7,154 01	7,154 01	-302 09	-302 09	

US Trust
Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)
IM WILLIAM E SCOTT FDN - TAP
Trust Year 6/1/2013 - 5/31/2014

Account Id: 022003017308

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
BMMV2L9#8	TENCENT HOLDINGS LTD				022002725711				
Sold		05/22/14	185	2,697.03					
Acq		02/06/14	185	2,697.03	2,455.39	2,455.39	241 64	241.64	S
			Total for 5/22/2014		2,455.39	2,455.39	241.64	241.64	
G1151C101	ACCENTURE PLC				022003017308				
Sold		06/25/13	200	15,991.00					
Acq		11/02/12	200	15,991.00	13,611 45	13,611 45	2,379.55	2,379 55	S
			Total for 6/25/2013		13,611 45	13,611.45	2,379.55	2,379 55	
G1151C101	ACCENTURE PLC				022003017308				
Sold		06/25/13	200	15,991.00					
Acq		04/08/11	200	15,991.00	11,044.80	11,044 80	4,946.20	4,946.20	L
			Total for 6/25/2013		11,044 80	11,044.80	4,946 20	4,946.20	
G50871105	JAZZ PHARMACEUTICALS PLC				022002725711				
Sold		04/09/14	81	10,843.25					
Acq		03/21/14	81	10,843 25	12,223.17	12,223.17	-1,379.92	-1,379.92	S
			Total for 4/9/2014		12,223.17	12,223.17	-1,379.92	-1,379 92	
G50871105	JAZZ PHARMACEUTICALS PLC				022002725711				
Sold		05/21/14	53	6,837 27					
Acq		03/21/14	53	6,837 27	7,997.87	7,997.87	-1,160 60	-1,160 60	S
			Total for 5/21/2014		7,997.87	7,997.87	-1,160 60	-1,160.60	
H84989104	TE CONNECTIVITY LTD				022003017308				
Sold		06/25/13	600	26,959.33					
Acq		04/08/11	600	26,959 33	20,324.70	20,324.70	6,634 63	6,634 63	L
			Total for 6/25/2013		20,324 70	20,324.70	6,634.63	6,634 63	
H84989104	TE CONNECTIVITY LTD				022003017308				
Sold		06/25/13	200	8,986 44					
Acq		11/02/12	200	8,986.44	6,488.60	6,488.60	2,497 84	2,497.84	S
			Total for 6/25/2013		6,488.60	6,488.60	2,497.84	2,497 84	
N97284108	YANDEX NV				022002725711				
Sold		05/21/14	75	2,309.91					
Acq		02/21/14	75	2,309.91	2,762.66	2,762 66	-452.75	-452 75	S
			Total for 5/21/2014		2,762 66	2,762.66	-452 75	-452 75	

US Trust
Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)
IM WILLIAM E SCOTT FDN - TAP
Trust Year 6/1/2013 - 5/31/2014

Account Id: 022003017308

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
N97284108	YANDEX NV				022002725711				
Sold		05/21/14	181	5,574 59					
Acq		03/21/14	181	5,574.59	5,508.41 ☐	5,508 41	66.18	66 18	S
			Total for 5/21/2014		5,508.41	5,508.41	66 18	66 18	
			Total for Account: 022002725711		5,988,667.57	5,988,667.57	402,649.39	402,649.39	

Total Proceeds:
6,391,316 96

	Fed	State
S/T Gain/Loss	108,670.74	108,670.74
L/T Gain/Loss	293,978.65	293,978.65

CAUTION: One or more sales in this account may not have Tax Cost. The Gain/Loss from these sales are included in the totals above.

	Proceeds	Cost	Gain (Loss)
Total - Short Term	3,295,909.39	3,187,238.65	108,670.74
Total - Long Term	3,095,407.57	2,801,428.92	293,978.65
Total	6,391,316.96	5,988,667.57	402,649.39

Agency Account FMV for Year Ending 5/31/14
William E. Scott Foundation

DESCRIPTION OF ASSETS	Beginning Shares/Units	TAX COSTS	MARKET VALUE
STOCKS			
ABBOTT LABS	500	17,556 10	20,005.00
ABBVIE INC	800	33,547.60	43,464.00
AIR PRODS & CHEMS INC	100	9,443 60	11,997.00
AMAZON COM INC.	100	27,092.93	31,255.00
AMERICAN EXPRESS CO	400	29,350 68	36,600.00
AMGEN INC	300	28,925.10	34,797.00
ANADARKO PETE CORP	300	25,471.38	30,858.00
APPLE INC	200	98,113.93	126,600.00
AT&T INC	600	20,900 82	21,282 00
BB&T CORP	500	16,764.00	18,960.00
BECTON DICKINSON & CO	400	32,520 91	47,080 00
BERKSHIRE HATHAWAY INC DEL	500	62,327.50	64,170.00
BLACKROCK INC	100	18,856.50	30,490.00
BROADCOM CORP	1300	42,327 34	41,431.00
CATERPILLAR INC	300	27,286.32	30,669.00
CHEVRON CORP	300	35,256.90	36,837.00
CITIGROUP INC	600	28,107.00	28,542 00
COLUMBIA DIVIDEND INCOME FUND	153 632479	2,041,376.82	2,900,581.20
COMCAST CORP	700	27,903 89	36,540.00
COSTCO WHSL CORP NEW	200	22,013.04	23,204.00
DANAHER CORP DEL	400	24,760 08	31,372.00
DEERE & CO	300	25,716 54	27,351.00
DISNEY WALT CO	500	31,497 20	42,005.00
DOW CHEM CO	700	22,697.50	36,484.00
EBAY INC	400	20,695 44	20,292.00
EXXON MOBIL CORP.	600	18,507.99	60,318.00
FEDEX CORP	200	19,505.58	28,832.00
GENERAL DYNAMICS CORP	500	53,437.50	59,060 00
GENERAL ELECTRIC	1100	25,474 79	29,469 00
GOLDMAN SACHS GROUP INC	200	30,508.24	31,962.00
GOOGLE INC	100	43,599.52	57,165.00
GOOGLE INC	100	43,460.23	55,989.00
HOME DEPOT INC	300	22,291 50	24,069.00
HONEYWELL INTL INC	300	17,507 37	27,945.00
INTERNATIONAL BUSINESS MACHINES	200	27,205.84	36,872.00
J P MORGAN CHASE	800	41,514.40	44,456.00
JOHNSON & JOHNSON	400	26,118.86	40,584.00
KRAFT FOODS INC	266	10,008.70	15,816.36
MCDONALDS CORP	300	26,100.66	30,429.00
MCKESSON CORP	300	33,349.23	56,892.00
METLIFE INC	600	26,551 32	30,558.00
MICROSOFT CORP	1000	40,565.00	40,940.00
MONDELEZ INTL INC	400	8,242.27	15,048.00
MONSANTO CO	300	30,638.46	36,555.00
NATIONAL OILWELL VARCO INC	300	20,463.66	24,561.00
OCCIDENTAL PETE CORP DEL	300	18,445.50	29,907.00
ORACLE CORP	1000	30,086 90	42,020.00
PEPSICO INC	300	20,718 20	26,499 00
PFIZER INC	700	19,440 82	20,741.00
PHILIP MORRIS INTL INC	300	12,709.50	26,562.00
PROCTER & GAMBLE CO	500	33,552.13	40,395.00
QUALCOMM INC	400	23,762.44	32,180.00
SCHLUMERGER LTD	400	30,357 22	41,616 00
SELECT SECTOR SPDR TR FINANCIAL	16500	319,055.00	367,785 00
SELECT SECTOR SPDR TR TECHNOLOGY	10000	363,200 00	378,200.00
SOUTHERN CO	400	17,367 88	17,512 00
STARBUCKS CORP	400	25,943 32	29,296 00
TARGET CORP	300	15,842 94	17,028 00

ATTACHMENT II

Agency Account FMV for Year Ending 5/31/14
William E. Scott Foundation

DESCRIPTION OF ASSETS	Beginning Shares/Units	TAX COSTS	MARKET VALUE
TWENTY-FIRST CENTY FOX INC	800	22,339.75	28,328 00
UNITEDHEALTH GROUP INC	400	25,737.36	31,852.00
VERIZON COMMUNICATIONS INC	400	19,977.92	19,984.00
VISA INC	100	17,946.30	21,483.00
WELLS FARGO & COM	600	16,413.00	30,468.00
WHOLE FOODS MKT INC	600	30,972.90	22,944.00
AMERICAN WTR WKS CO INC	500	22,623.50	24,305.00
BEAM INC	16783.184	255,460.00	533,023.88
COLUMBIA MID CAP GROWTH FUND	29306.145	250,567.54	562,971.05
SPDR S&P HOMEBUILDERS	11200	332,339.08	352,800.00
CAMBIAR SMALL CAP FUND	11906.858	228,190 68	270,642.88
CAVIUM INC	500	21,995.50	24,490.00
COLUMBIA SMALL CAP GROWTH I FUND	8568 55	176,714 49	250,287.35
TOTAL STOCKS		**5,687,320.11**	**7,763,706.72**
MUTUAL FUNDS			
CHICAGOBRDG & IRON CO NV	400	23,685.76	32,560.00
COLUMBIA ACORN INTERNATIONAL FUND CL Z	5676.949	144,989.28	274,764.33
ISHARES INC MSCI JAPAN	21900	240,232.50	253,602.00
ISHARES MSCI MEXICO CAPPED	4000	250,360 40	264,880.00
ISHARES MSCI POLAND CAPPPED	8500	247,435.00	255,085.00
ISHARES MSCI SOUTH KOREA CAPPPED	4000	212,687.37	258,520.00
Total Mutual Funds		**1,119,390.31**	**1,339,411.33**
GOVERNMENT BONDS			
Total Government Bonds		-	-
CORPORATE BONDS			
SBC COMMUNICATIONS INC 9/15/14	100000	98,384.00	101,336.00
WELLS FARGO & CO 11/15/14	250000	247,000 00	255,105.00
BERKSHIRE HATHAWAY FIN CORP.	200000	196,016.00	205,580.00
UNITED TECHNOLOGIES CORP 5/01/15	200000	199,264 00	208,372.00
CITIGROUP, INC.	200000	194,664.00	208,020.00
SBC COMMUNICATIONS INC 6/15/16	200000	202,466.00	219,236 00
CMG ULTRA SHORT TERM	66666 503	600,665.19	600,665.19
Total Corporate Bonds		**1,738,459.19**	**1,798,314.19**
PUBLIC REITs			
CORRECTIONS CORP AMER	500	16,119 75	16,265 00
NUVEEN REAL ESTATE SECS FD	27091.475	605,516.94	622,020.27
SIMON PPTY GROUP INC NEW	100	15,670.20	16,646.00
SL GREEN RLTY CORP	200	17,066.94	21,898.00
WASHINGTON PRIME GROUP INC	50	-	994.50
Total Public REITs		**654,373.83**	**677,823.77**
MELCO CROWN ENTERTAINMENT LTD	253	10,308.41	8,720 91
VIPSHOP HLDGS LTD	12	2,036.43	1,951.92
WUXI PHARMATECH CAYMAN INC	93	3,455 89	3,103 41
AXIS CAP HLDGS LTD	120	5,228 30	5,518 80
GASLOG LTD	415	10,121 85	9,690 25
LAZARD LTD	195	9,410.81	9,847 50
FABRINET	546	10,643 01	10,384.92
MAIDEN HLDGS LTD	740	8,234 38	9,057.60
ABERDEEN ASSET MGMT PLC	339	2,166 87	2,530 37

Agency Account FMV for Year Ending 5/31/14
William E. Scott Foundation

DESCRIPTION OF ASSETS	Beginning Shares/Units	TAX COSTS	MARKET VALUE
ABERTIS INFRAESTRUCTURAS	444	9,928 43	9,739.21
ACS ACTIVIDADES CO	152	5,295.27	6,760.58
ACTELION LTD	103	9,987.87	10,254 49
AERCAP HOLDINGS NV	95	3,892.63	4,478.30
AFREN PLC	1813	4,377.44	4,637 58
ALIMENTATION COUCHETARD INC	378	9,257.80	10,214.62
AMCOR LIMITED	491	4,692.66	4,848.49
ANRITSU CORP	277	2,832.46	2,864.06
ARCADIS NV	73	2,613.01	2,582 45
ARM HOLDINGS PLC	279	3,990.21	4,303.08
ASAHI GROUP HLDS LTD	309	8,105.26	8,713.16
ASAHI KASEI CORP	464	3,329.81	3,465 92
ASTRAZENECA	55	3,491.45	3,951.25
ATCO LTD	24	1,062.61	1,139.58
AURIZON HOLDINGS LTD	2242	9,745.89	10,307.93
AURUBIS AG	48	2,524.78	2,617.32
AVAGO TECHNOLOGIES LTD	72	4,727.88	5,088.24
BANK OF NOVA SCOTIA	166	9,126.11	10,609.55
BELLATRIX EXPL LTD	616	5,551.09	5,395.00
BELLE INTERNATIONAL HLDGS LTD	849	908 00	842 11
BETSSON AB	131	3,648.10	4,530.29
BETSSON AB NPV	131	180.78	186.60
BNP PARIBAS SA	181	13,952.80	12,687.55
BOLIDEN AB	177	2,625.35	2,464.33
BOUYGUES	147	5,591.20	6,831.06
BP PLC	2287	17,708.92	19,291.76
BREMBO SPA	61	1,585.90	2,398.91
BRITISH SKY BROADC	250	3,866 06	3,698.56
CANADIAN IMPERIAL BK COMM	214	16,585.83	18,904 76
CAPCOM CO LTD	209	3,937.90	3,535.20
CENTAMIN PLC	1496	1,106.56	1,525.65
CENTURY YOKYO LEASING COPR	54	1,507.50	1,674.48
CHICAGO BRDG & IRON CO NV	144	12,480.80	11,721.60
CHORUS AVIATION INC	229	737 85	843.58
COGENCO CABLE INC	249	11,431 28	14,350.44
COMPUGROUP MED AG	190	4,932.91	5,130.85
CORUS ENTERTAINMENT INC	411	9,157.80	9,454.00
CTRIP COM INTL LTD	38	1,443.60	2,105 96
DAI-ICHI LIFE INCUANCE CO	940	13,772.57	13,932.08
DELHAIZE GROUP	63	3,957.10	4,484.02
DEUTSCHE BANK AG	41	1,944.18	1,662 45
DIGITAL CHINA HLDGS LTD	1663	1,555.08	1,478 34
DON QUIJOTE HOLDINGS CO LTD	70	4,041.33	4,127.97
DS SMITH PLC	727	3,896.78	3,870.48
DUERR AG	104	8,492.34	8,907.90
ELECTRICITE DE FRANCE	30	1,024.73	1,054 32
ELECTROLUX AB	45	929.99	1,132.46
ENERGIA DE PORTUGAL SA	3112	11,774.36	14,735.29
FAST RETAILING CO LTD	20	6,914.47	6,602.78
FUJITSU GENERAL LTD	428	4,587.13	4,644.08
GAS NATURAL SDG S A	277	6,904.32	7,992 40
GERRESHEIMER AG	83	5,574.45	5,591 53
GILDAN ACTIVEWEAR INC	20	1,052.95	1,083.67
GRIFOLS SA	65	3,336.09	3,525 66
HEXPOL AB	43	3,225 55	4,119 95
HSBC HLDGS	1829	18,816 06	19,299 99
HUADIAN FUXIN ENERGY CORP	2166	956.85	1,061 62
HUNTING PLC	484	6,016 58	6,653.01
ICON PC	90	4,111.20	3,804 30

Agency Account FMV for Year Ending 5/31/14
William E. Scott Foundation

DESCRIPTION OF ASSETS	Beginning Shares/Units	TAX COSTS	MARKET VALUE
INDRA SISTEMAS SA	67	1,180.56	1,208.64
JAPAN TABACCO INC	83	2,559.27	2,809.49
JU TENG INTRNATIONAL HOLDINGS	3064	2,016.91	2,335.66
JX HLDGS INC	1916	9,169.96	9,980.64
KAKAKU COM INC	156	2,816.43	2,730.71
KDDI CORP	104	5,684.45	6,187 15
KONINKLIJKE PHILIPS NV	304	10,527.74	9,611.46
KYORIN HLDGS INC	755	14,193.30	14,573.88
LAWSON INC	50	3,562.36	3,592.31
LIBERBANK SA	3427	-	823.03
LIBERBANK SA	3427	4,111.65	3,694.27
LLOYDS TSB GROUP	3611	4,757.16	4,715.28
LYONDELLBASELL INDUSTIRES NV	72	6,514.16	7,169 04
MANULIFE FINANCIAL COPR	51	913.28	929.23
MARINE HARVEST	475	5,537 28	5,709.38
MATSUMOTOKIYOSHI HOLDINGS CO LTD	131	4,082.36	4,480.61
MEDA AB A SHS	209	2,501.74	3,663.92
MEDIOLANUM SPA	591	5,031.30	5,076.60
MITSUBISHI ESTATE	70	1,707.07	1,700.03
MUENCHENER RUECKVER AG	80	16,480.30	17,750.07
NATIONAL BK CDA MONTREAL QUE	28	1,056.20	1,169.40
NEVSUN RESOURCES LTD	157	578.67	521.67
NKSJ HLDGS INC	400	9,895 32	11,117.99
NOVARTIS AG	103	8,126 78	9,252.08
OPEN TEXT CORP	137	6,671.42	6,382.83
OPERA SOFTWARE ASA	138	1,797.74	1,765 00
ORIENTAL LAND CO	83	12,358.40	13,827.21
OSRAM LICHTE AG	12	713.01	609.54
PLATIC OMNIUM CIE	153	4,974 10	5,201.66
POWER FINL CORP	189	5,715.86	5,664.19
PRECISION DRILLING TR	348	4,380.73	4,510.08
PRYSMIAN SPA	317	7,557.22	7,366 54
QUEBECOR INC	46	991.79	1,107 93
RECKITT BENCKISER GROUP OLC	349	27,028 49	29,825 91
RENAULT SA	12	1,011.17	1,130 83
RENGO CO LTD	1600	8,287.30	7,579 73
RIO TINTO	264	14,006 41	13,534.82
ROCHE HLDGS AG	52	14,356 62	15,327.48
SANDS CHINA LTD	777	6,059 62	5,662.42
SANOFI	114	11,166 11	12,202.03
SAP AG	27	2,048.35	2,069.10
SCOR SE	709	23,238 11	24,776.81
SENSATA TECH HLDG NV	196	8,351.78	8,406.44
SHIP HEALTHCARE HOLDINGS INC	37	1,321.32	1,309.16
SIEMENS AG	154	19,695.89	20,480.32
SOFTBANK CORP	111	8,255.42	8,013 12
SOLVAY SA	12	1,686.85	1,942 85
SSE PLC	269	5,901.76	7,016.28
SWISS RE LTD	127	12,198.45	11,315.57
TAYLOR WIMPEY PLC	3031	5,915 45	5,500.93
TELEFONICA SA	901	13,649.77	15,134.65
TELENOR ASA	229	4,738.22	5,432 21
TELE2 AB	84	910 49	995.34
TENCENT HOLDINGS LTD	195	2,588 11	2,749.08
TOKYO GAS CO	1044	4,936 13	5,910 30
TONGDA GROUP HLDGS LTD	17415	2,167 93	2,223.37
TOTAL SA	397	22,496 47	27,888 08
TOYO TIRE & RUBBER CO LTD	1301	11,073.89	11,380 30
UNITED INTERNET AG	130	5,744 45	6,014 46

ATTACHMENT II

Agency Account FMV for Year Ending 5/31/14
William E. Scott Foundation

DESCRIPTION OF ASSETS	Beginning Shares/Units	TAX COSTS	MARKET VALUE
WINCOR NIXDORF AG	32	2,287.06	2,083.50
WYNN MACAU LTD	523	2,331.10	2,175.52
YAHOO JAMPAN CORP	833	4,602.96	3,839.76
TANGZIJIANG SHIPBUILDING HLDGS	5515	5,018 47	4,443.10
YOOX SPA	41	1,642.59	1,314.74
ZURICH INSURANCE GROUP AG	48	13,937.47	14,427.65
ADHI KARYA PERSERO TBK PT	52213	14,530.35	13,997.78
ALFA S AB	2093	5,808.83	5,833.84
AMBEV SA	1531	11,289.50	10,778.24
AMERICA MOVIL S AB	12034	12,640 80	11,587.90
ARCA CONTINENTAL SAB DE CV	1914	10,435 92	12,355.43
BAIDU INC	57	9,145.78	9,451.18
BANCO BRADESCO SA	330	4,768 66	4,603.50
BANK OF CHINA LTD	35841	14,922.93	17,058.17
BANK OF COMMUNICATIONS CO LTD	1558	999.23	1,042.96
CHINA CONSTUCTION BK-H	2184	1,475.35	1,602.86
CHINA OILFIELD SVCS LTD	359	965.56	885.35
COMPANHIA DE SANEAMENTO BASICO	312	3,161.81	3,054.48
GRUPO MEXICO SA DE CV	1467	4,730.17	4,811.76
INDO TAMBANGRAYA MEGAH PT	1064	2,318.91	2,611.01
INDUSTRIAL & COMMERCIAL BK OF CHINA	8867	5,331.60	5,764.17
KASIKORNBANK PCL	587	3,028.01	3,350.46
NICE SYS LTD	84	3,238.51	3,295.32
PHILIPPINE LONG DISTANCE TEL CO	17	999.63	1,095.65
PING AN INSURANCE GROUP CO H	773	6,096 28	5,977.25
PT BK MANDIRI	7959	5,652.91	6,936.43
PT PERUSAHAAN GAS NEGARA	12224	5,637 04	5,680.00
SAMSONITE INTERNATIONAL SA	3991	12,477.84	12,534.65
SAN MIGUEL PURE FGOODS CO INC	298	1,526.75	1,620.93
TAIWAN SEMICONDUCTOR MFG LTD	230	4,083.97	4,728.80
TATA MTRS LTD	105	3,456.38	3,910.20
TELEKOMUNIKASI INDONESIA PERSERO	40628	7,555 34	8,960.51
UNIVERSAL ROBINA CORP	2361	5,995.50	8,039 96
VALE SA	175	2,578 43	2,231.25
ZHUZHOU CSR TIMES ELECTRIC CO	312	935.56	917.53
Total - SUB ACCOUNT		**995,018.14**	**1,048,779.43**
BANK OF AMERICA - MONEY MARKET-SAVINGS ACCT		9,457.59	9,457.59
BANK OF AMERICA - MONEY MARKET		647,778.23	647,778.23
GRAND TOTALS		**10,851,797.40**	**13,285,271.26**

ATTACHMENT II

WILLIAM E. SCOTT FOUNDATION
CUSTODY ACCOUNT FMV FOR THE YEAR ENDING 5/31/14

DESCRIPTION OF ASSETS	Beginning Shares/Units	TAX COSTS	MARKET VALUE
STOCKS			
ABBOTT LABS	1075	26,101.01	43,010.75
ABBVIE INC	1075	28,304.31	58,404.75
ACI WORLDWIDE INC	1475	79,268.71	80,107.25
ADOBE SYS INC	1375	36,671.39	88,742.50
AKAMAI TECHNOLOGIES INC	2050	58,048.41	111,397.00
AMAZON COM INC	265	45,265.90	82,825.75
AMERICAN EXPRESS CO	1100	83,719.02	100,650.00
AMETEK INC NEW	1930	35,110.75	102,444.40
APPLE INC	145	20,014.86	91,785.00
BE AEROSPACE INC	1050	78,412.11	101,587.50
CABOT OIL & GAS CORP	2500	20,230.64	90,600.00
CELGENE CORP	675	54,748.17	103,295.25
CINEMARK HLDGS INC	3175	50,834.92	100,076.00
COCA COLA CO	1800	46,663.38	73,638.00
COMERICA INC	2225	63,390.25	106,733.25
COVANCE INC	1175	62,625.74	98,535.50
COVIDIEN PLC	1400	17,796.19	102,354.00
DANAHER CORP DEL	1275	51,110.22	99,998.25
DENTSPLY INTL INC NEW	1825	54,952.57	86,304.25
DOVER CORP	825	64,946.83	71,923.50
DU PONT	1400	61,366.90	97,034.00
EBAY INC	1425	84,327.80	72,290.25
EMC CORP	2625	49,212.93	69,720.00
EOG RES INC	1200	59,142.00	126,960.00
EXXON MOBIL CORP	875	52,710.52	87,963.75
F M C CORP	1360	41,588.80	104,121.60
F5 NETWORKS INC	675	60,608.20	73,271.25
GOOGLE INC	100	16,642.08	57,165.00
GOOGLE INC	200	16,588.92	55,989.00
GULFPORT ENERGY CORP	1375	40,659.71	84,603.75
HONEYWELL INTL INC	1175	50,733.33	109,451.25
JARDEN CORP	1737	32,789.58	98,279.46
J P MORGAN CHASE	1795	77,099.00	99,748.15
JOHNSON & JOHNSON	875	55,275.85	88,777.50
KIMBERLY CLARK CORP	825	54,887.25	92,688.75
KIRBY CORP	1050	41,824.12	116,077.50
KNOWLES CORP	412	12,790.35	11,622.52
KRAFT FOODS GROUP INC	508	19,529.87	30,205.68
LKQ CORP	1850	17,242.00	51,319.00
MERCK & CO INC	1500	78,644.85	86,790.00
MONDELEZ INTL INC	1525	36,150.33	57,370.50
MONSANTO CD	875	44,553.30	106,618.75
NATIONAL INSTRS CORP	2862	61,404.62	81,967.68

WILLIAM E. SCOTT FOUNDATION
CUSTODY ACCOUNT FMV FOR THE YEAR ENDING 5/31/14

DESCRIPTION OF ASSETS	Beginning Shares/Units	TAX COSTS	MARKET VALUE
NUANCE COMMUNICATIONS INC	3975	67,944.02	64,335.38
PALL CORP	1225	61,347.27	103,806.50
PAYCHEX INC	2150	56,953.93	88,386.50
PENSKE AUTOMOTIVE GROUP INC	2150	32,511.22	100,018.00
PEPSICO INC	875	55,401.50	77,288.75
PROCTER & GAMBLE CO	900	55,456.02	72,711.00
PRUDENTIAL FINL INC	950	55,471.45	78,052.00
QUALCOMM INC	650	39,199.10	52,292.50
RANGE RES CORP	1250	55,628.05	116,187.50
ROCKWELL AUTOMATION INC	975	87,236.67	118,053.00
ROPER INDS INC NEW	700	40,964.70	99,176.00
SBA COMMUNICATIONS CORP	1200	39,528.00	121,800.00
SUNTRUST BKS INC	2450	67,095.46	93,884.00
THERMO FISHER SCIENTIFIC CORP	975	49,000.50	113,987.25
TIBCO SOFTWARE INC	2875	33,263.17	61,841.25
TIFFANY & CO	1075	64,149.23	106,865.75
TRACTOR SUPPLY CO	1300	22,223.99	84,526.00
TRIMBLE NAVIGATION LTD	3100	63,924.64	111,817.00
V F CORP	1600	77,844.68	100,832.00
WELLS FARGO & CO	2325	62,771.84	118,063.50
ZION BANCORPORATION	2625	79,953.30	75,048.75
Total Stocks		**3,211,856.43**	**5,613,420.87**
BONDS			
WELLS FARGO & CO	50000	52,960.00	50,581.00
ECOLAB INC	50000	50,900.50	50,525.00
PRUDENTIAL FINL OINC	50000	51,699.00	51,086.50
ADOBE SYS INC 02/01/15	50000	52,503.50	50,906.50
EXPRESS SCRIPTS HLDGS CO	50000	50,826.00	50,549.00
AMERICAN TOWER CORP	50000	52,498.50	51,641.50
TIME WARNER INC 07/15/15	50000	52,077.00	51,476.50
AMERICAN EXPRESS CR CORP 09/15/15	50000	52,768.50	51,442.00
COMERICA INC	50000	52,038.50	51,578.50
CEGENE CORP 10/15/15	50000	50,415.50	51,104.00
TEXAS INSTRUMENTS INC	50000	51,932.50	51,799.00
APPLIED MATLS INC	50000	51,977.50	51,810.00
BANK AMER CORP	50000	50,043.50	50,184.00
AMGEN INC	50000	52,097.00	51,294.50
DEVON ENERGY CORP 05/15/17	50000	51,201.00	50,908.00
ANHEUSER BUSCH INBEV 07/15/17	50000	50,794.50	50,362.00
WALGREEN CO 09/15/17	50000	50,842.50	50,658.50
LKCM FD	45070.468	500,000.00	498,028.67
TEVA PHARMACEUTICAL 06/15/15	50000	53,100.00	51,303.00

WILLIAM E. SCOTT FOUNDATION
CUSTODY ACCOUNT FMV FOR THE YEAR ENDING 5/31/14

DESCRIPTION OF ASSETS	Beginning Shares/Units	TAX COSTS	MARKET VALUE
NOBLE HLDG INTL LTD	50000	52,048.50	51,561.00
Total Bonds		**1,482,724.00**	**1,468,799.17**
CASH EQUIVALENTS			
BOFA TREAS.RESERVES (MM FUNDS)		503,514.27	503,514.27
Total Cash Equivalents		**503,514.27**	**503,514.27**
GRAND TOTALS		5,198,094.70	7,585,734.31

ATTACHMENT I