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Form **990-PF**

# Return of Private Foundation

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

OMB No 1545-0052

**2013**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2013 or tax year beginning

6/1/2013

, and ending

5/31/2014

Name of foundation

JAMES W. COFFROTH TRUST

A Employer identification number

94-6057063

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

Room/suite

Wells Fargo Bank N A - 1 W 4th St 4th Floor MAC D4000-041

B Telephone number (see instructions)

(888) 730-4933

City or town

State

ZIP code

Winston Salem

NC

27101-3818

Foreign country name

Foreign province/state/country

Foreign postal code

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 changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐H Check type of organization: ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationE 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) ☐ \$ 840,368J Accounting method ☒ Cash ☐ Accrual☐ Other (specify) \_\_\_\_\_

(Part I, column (d) must be on cash basis)

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

## Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

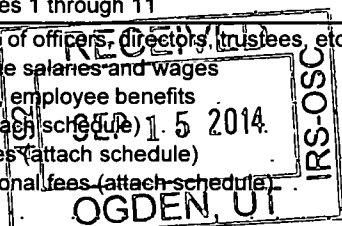
	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	19,578	19,188		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	23,841			
b Gross sales price for all assets on line 6a	275,707			
7 Capital gain net income (from Part IV, line 2)		23,841		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	43,419	43,029	0	
<b>Operating and Administrative Expenses</b>				
13 Compensation of officers, directors, trustees, etc	12,622	9,466		3,156
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	1,073			1,073
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	1,200	469		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	1,010			1,010
24 Total operating and administrative expenses. Add lines 13 through 23	15,905	9,935	0	5,239
25 Contributions, gifts, grants paid	22,110			22,110
26 Total expenses and disbursements. Add lines 24 and 25	38,015	9,935	0	27,349
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	5,404			
b Net investment income (if negative, enter -0-)		33,094		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2013)

HTA

ENVELOPE  
SCANNED SEP 24 2014  
POSTMARK DATE SEP 11 2014



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<b>Part II</b>		<b>Balance Sheets</b>	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	19,640	17,429	17,429
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment: basis			
		Less: accumulated depreciation (attach schedule)			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	656,634	663,561	822,939
	14	Land, buildings, and equipment: basis			
		Less: accumulated depreciation (attach schedule)			
	15	Other assets (describe)			
	16	<b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)	676,274	680,990	840,368
<b>Liabilities</b>	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
	23	<b>Total liabilities</b> (add lines 17 through 22)	0	0	
<b>Net Assets or Fund Balances</b>		<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b> <input type="checkbox"/>			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> <input checked="" type="checkbox"/>			
	27	Capital stock, trust principal, or current funds	676,274	680,990	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	<b>Total net assets or fund balances</b> (see instructions)	676,274	680,990	
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	676,274	680,990	

**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	676,274
2	Enter amount from Part I, line 27a	2	5,404
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	681,678
5	Decreases not included in line 2 (itemize) See Attached Statement	5	688
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	680,990

**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.)
<b>1a</b>	See Attached Statement			
<b>b</b>	See Attached Statement			
<b>c</b>	See Attached Statement			
<b>d</b>	See Attached Statement			
<b>e</b>	See Attached Statement			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a</b>			0
<b>b</b>			0
<b>c</b>			0
<b>d</b>			0
<b>e</b>			0

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

(i) FMV 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))
<b>a</b>			0
<b>b</b>			0
<b>c</b>			0
<b>d</b>			0
<b>e</b>			0

<b>2</b>	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 }	<b>2</b>	23,841
<b>3</b>	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }	<b>3</b>	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	38,537	754,243	0.051094
2011	21,563	735,044	0.029336
2010	44,120	740,568	0.059576
2009	62,142	721,929	0.086078
2008	30,764	694,736	0.044282

<b>2</b>	Total of line 1, column (d)	<b>2</b>	0.270366
<b>3</b>	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	<b>3</b>	0.054073
<b>4</b>	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	<b>4</b>	802,001
<b>5</b>	Multiply line 4 by line 3	<b>5</b>	43,367
<b>6</b>	Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	331
<b>7</b>	Add lines 5 and 6	<b>7</b>	43,698
<b>8</b>	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	<b>8</b>	27,349

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

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		0
<b>3</b>	Add lines 1 and 2		662
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-		662
<b>6</b>	<b>Credits/Payments:</b>		
<b>a</b>	2013 estimated tax payments and 2012 overpayment credited to 2013	<b>6a</b>	649
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>	
<b>7</b>	Total credits and payments. Add lines 6a through 6d	<b>7</b>	649
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<b>9</b>	13
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	<b>10</b>	0
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	0

**Part VII-A Statements Regarding Activities**

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

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ WELLS FARGO BANK N A Telephone no. ▶ 888-730-4933			
Located at ▶ 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ▶ 27101-3818				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

- 5a** During the year did the foundation pay or incur any amount to
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No  
Organizations relying on a current notice regarding disaster assistance check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No  
If "Yes," attach the statement required by Regulations section 53.4945–5(d)
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No  
If "Yes" to 6b, file Form 8870
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b	N/A	
6b		X
7b	N/A	

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank N A Trust Tax Dept 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC		12,622		

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

**Total number of other employees paid over \$50,000**

0

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

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

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

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

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

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

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



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	786,723
<b>b</b>	Average of monthly cash balances	<b>1b</b>	27,491
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	814,214
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	814,214
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b>	12,213
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	802,001
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	40,100

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	40,100
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2a</b>	662
<b>b</b>	Income tax for 2013. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	662
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	39,438
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	39,438
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	39,438

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	27,349
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	27,349
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	27,349

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

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
<b>1</b> Distributable amount for 2013 from Part XI, line 7				39,438
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only			16,447	
<b>b</b> Total for prior years: 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2013:				
<b>a</b> From 2008				
<b>b</b> From 2009				
<b>c</b> From 2010				
<b>d</b> From 2011				
<b>e</b> From 2012				
<b>f</b> Total of lines 3a through e	0			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4. <b>►</b> \$ 27,349				
<b>a</b> Applied to 2012, but not more than line 2a			16,447	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)				
<b>d</b> Applied to 2013 distributable amount				10,902
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
<b>d</b> Subtract line 6c from line 6b. Taxable amount—see instructions				
<b>e</b> Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
<b>f</b> Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				28,536
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2009				
<b>b</b> Excess from 2010				
<b>c</b> Excess from 2011				
<b>d</b> Excess from 2012				
<b>e</b> Excess from 2013				

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

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

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

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

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

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

NONE

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

NONE

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

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

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

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

- c** Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> See Attached Statement				
<b>Total</b>			<b>3a</b>	22,110
<b>b</b> <i>Approved for future payment</i> NONE				
<b>Total</b>			<b>3b</b>	0

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue:					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	19,578	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	23,841	
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		43,419	0
13	Total. Add line 12, columns (b), (d), and (e)				13	43,419

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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

- |   |  |    |
|---|--|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?  |    |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of:   |    |
|   | (1) Cash   | 1a |
|   | (2) Other assets   | 1a |
| b | Other transactions:  |    |
|   | (1) Sales of assets to a noncharitable exempt organization   | 1b |
|   | (2) Purchases of assets from a noncharitable exempt organization   | 1b |
|   | (3) Rental of facilities, equipment, or other assets   | 1b |
|   | (4) Reimbursement arrangements   | 1b |
|   | (5) Loans or loan guarantees   | 1b |
|   | (6) Performance of services or membership or fundraising solicitations   | 1b |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees   | 1  |
| 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. |    |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

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

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

**Sign  
Here**

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

**John A. Silente SVP Wells Fargo Bank N.A.**

9/2/2014

► SVP Wells Fargo Bank N.A.

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

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Preparer's signature

Date:

Check ☒ if self-employed

PTIN	
P01251603	

Firm's name ▶ PricewaterhouseCoopers, LLP

Firm's EIN ▶ 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Phone no 412-355-6000

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

Recipient(s) paid during the year

**Name**

LELAND STANFORD JR UNIVERSITY

**Street**

450 SERRA MALL

**City**

STANFORD

**State**

CA

**Zip Code**

94305-2004

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

4,326

**Name**

ST MARYS COLLEGE OF CALIFORNIA

**Street**

PO BOX 4200

**City**

MORAGA

**State**

CA

**Zip Code**

94575

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

4,326

**Name**

SANTA CLARA UNIVERSITY

**Street**

500 EL CAMINO REAL

**City**

SANTA CLARA

**State**

CA

**Zip Code**

95053

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

4,326

**Name**

UNIVERSITY OF SAN FRANCISCO

**Street**

2130 FULTON ST IMN 300

**City**

SAN FRANCISCO

**State**

CA

**Zip Code**

94117

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

4,806

**Name**

UNIVERSITY OF CALIFORNIA

**Street**

PO BOX 60000

**City**

SAN FRANCISCO

**State**

CA

**Zip Code**

94160-3706

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

4,326

**Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

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

Amount										Totals		Cost, Other Basis and Expenses		Net Gain or Loss			
Long Term CG Distributions										Capital Gains/Losses		275,707		251,866		23,841	
Short Term CG Distributions										Other sales		0		0		0	
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss			
1	CREDIT SUISSE COMM RET S	22544R305			8/17/2011		10/9/2013	1,833	2,329				0	-496			
2	CREDIT SUISSE COMM RET S	22544R305			10/12/2010		10/9/2013	4,009	4,950				0	-941			
3	CREDIT SUISSE COMM RET S	22544R305			10/12/2010		4/23/2014	2,099	2,414				0	-315			
4	DIAMOND HILL LONG-SHORT	25264S833			10/18/2011		7/11/2013	2,185	1,697				0	488			
5	DIAMOND HILL LONG-SHORT	25264S833			5/4/2010		7/11/2013	16,576	12,574				0	4,002			
6	DREYFUS EMG MKT DEBT LO	261980494			10/12/2010		10/10/2013	10,445	11,076				0	-631			
7	DRIEHAUS ACTIVE INCOME F	262028655			7/15/2013		1/22/2014	3,762	3,731				0	31			
8	GATEWAY FUND - Y #1986	367829884			8/13/2012		7/11/2013	19,045	18,957				0	488			
9	GATEWAY FUND - Y #1986	367829884			2/12/2013		7/11/2013	12,800	12,631				0	169			
10	ISHARES S&P MIDCAP 400 G	464287606			2/8/2013		10/9/2013	2,293	2,105				0	188			
11	ISHARES S&P MID-CAP 400 G	464287606			2/8/2013		10/9/2013	1,358	1,238				0	120			
12	ISHARES S&P MID-CAP 400 G	464287606			8/9/2012		1/22/2014	303	217				0	86			
13	ISHARES S&P MID-CAP 400 G	464287606			5/9/2012		1/22/2014	1,514	1,083				0	431			
14	ISHARES S&P MID-CAP 400 G	464287606			5/9/2012		4/23/2014	1,951	1,408				0	543			
15	ISHARES S&P MID-CAP 400 G	464287606			2/8/2013		4/23/2014	750	619				0	131			
16	ISHARES S&P MID-CAP 400 G	464287606			8/15/2011		4/23/2014	3,002	1,969				0	1,033			
17	ISHARES S&P MIDCAP 400 VA	464287705			4/30/2010		7/11/2013	4,346	3,125				0	1,221			
18	ISHARES S&P MID-CAP 400 V	464287705			4/30/2010		1/22/2014	1,768	1,143				0	625			
19	ISHARES CORE S&P SMALL-C	464287804			8/15/2011		10/9/2013	1,265	830				0	435			
20	ISHARES CORE S&P SMALL-C	464287804			8/15/2011		1/22/2014	2,077	1,213				0	864			
21	ISHARES CORE S&P SMALL-C	464287804			10/7/2010		1/22/2014	984	540				0	444			
22	LAUDUS MONDRIAN INTL FLM	51855Q655			10/4/2011		7/11/2013	2,202	2,480				0	-278			
23	LAUDUS MONDRIAN INTL FLM	51855Q655			10/4/2011		4/23/2014	2,368	2,606				0	-238			
24	LAUDUS MONDRIAN INTL FLM	51855Q655			2/13/2012		4/23/2014	1,510	1,636				0	-126			
25	LAUDUS MONDRIAN INTL FLM	51855Q655			12/4/2014		4/23/2014	2,425	2,386				0	39			
26	MERGER FD SH BEN INT #260	589509108			5/4/2010		7/11/2013	8,544	8,384				0	160			
27	ASG GLOBAL ALTERNATIVES	638721885			10/11/2013		1/22/2014	1,164	1,173				0	-9			
28	ASG GLOBAL ALTERNATIVES	638721885			7/15/2013		1/22/2014	1,751	1,764				0	-13			
29	ROBECO BP LNG/SHRT RES-I	74925K581			7/15/2013		1/22/2014	4,454	4,096				0	358			
30	RIDGEWORTH SEIX HY BD-I #	76628T645			2/13/2012		1/22/2014	1,204	1,181				0	23			
31	RIDGEWORTH SEIX HY BD-I #	76628T645			7/15/2013		1/22/2014	7,570	7,731				0	-161			
32	RIDGEWORTH SEIX HY BD-I #	76628T645			10/11/2013		1/22/2014	2,177	2,212				0	-35			
33	RIDGEWORTH SEIX HY BD-I #	76628T645			10/18/2011		1/22/2014	8,068	7,570				0	498			
34	RIDGEWORTH SEIX HY BD-I #	76628T645			10/4/2011		4/23/2014	16,117	14,400				0	1,717			
35	RIDGEWORTH SEIX HY BD-I #	76628T645			10/18/2011		4/23/2014	4,655	4,333				0	322			
36	SPDR DJ WILSHIRE INTERNA	78463X863			5/2/2011		10/9/2013	1,508	1,498				0	10			
37	AMEX MATERIALS SPDR	81369Y100			2/8/2013		7/11/2013	2,244	2,203				0	41			
38	AGR MANAGED FUTURES ST	00203H858			7/15/2013		10/9/2013	6,557	6,803				0	-246			
39	AMEX HEALTH CARE SPDR	81369Y209			10/14/2011		7/11/2013	1,136	753				0	383			
40	AMEX HEALTH CARE SPDR	81369Y209			2/8/2013		7/11/2013	2,125	1,863				0	262			
41	AMEX HEALTH CARE SPDR	81369Y209			9/30/2011		7/11/2013	1,779	1,159				0	620			
42	AMEX HEALTH CARE SPDR	81369Y209			10/9/2013		1/22/2014	917	797				0	120			
43	CONSUMER STAPLES SECTO	81369Y308			2/8/2013		7/11/2013	2,146	1,854				0	192			
44	CONSUMER STAPLES SECTO	81369Y308			10/14/2011		7/11/2013	2,971	2,217				0	754			
45	AMEX CONSUMER DISCR SPI	81369Y407			2/8/2013		7/11/2013	6,333	5,419				0	914			
46	AMEX CONSUMER DISCR SPI	81369Y407			10/14/2011		7/11/2013	710	462				0	248			
47	AMEX ENERGY SELECT SPDR	81369Y506			10/14/2011		1/22/2014	2,341	1,385				0	956			
48	AMEX ENERGY SELECT SPDR	81369Y506			10/14/2011		7/11/2013	1,141	921				0	220			
49	AMEX ENERGY SELECT SPDR	81369Y506			2/8/2013		7/11/2013	2,607	2,504				0	103			
50	AMEX ENERGY SELECT SPDR	81369Y506			4/30/2010		7/11/2013	1,222	907				0	315			
51	FINANCIAL SELECT SECTOR	81369Y605			4/30/2010		7/11/2013	804	661				0	143			
52	FINANCIAL SELECT SECTOR	81369Y605			10/7/2010		7/11/2013	563	415				0	148			
53	FINANCIAL SELECT SECTOR	81369Y605			2/8/2013		7/11/2013	2,914	2,553				0	361			
54	FINANCIAL SELECT SECTOR	81369Y605			7/22/2010		7/11/2013	2,633	1,868				0	765			
55	FINANCIAL SELECT SECTOR	81369Y605			10/9/2013		1/22/2014	1,272	1,140				0	132			
56	AMEX MATERIALS SPDR	81369Y100			2/8/2013		10/9/2013	1,816	1,731				0	85			
57	AMEX INDUSTRIAL SPDR	81369Y704			4/30/2010		7/11/2013	3,385	2,537				0	848			
58	AMEX TECHNOLOGY SELECT	81369Y803			2/8/2013		7/11/2013	3,973	3,743				0	230			
59	AMEX TECHNOLOGY SELECT	81369Y803			10/14/2011		7/11/2013	5,389	6,612				0	1,223			
60	AMEX TECHNOLOGY SELECT	81369Y803			10/14/2011		10/9/2013	1,890	1,555				0	335			
61	AMEX TECHNOLOGY SELECT	81369Y803			9/30/2011		10/9/2013	945	716				0	229			
62	AMEX TECHNOLOGY SELECT	81369Y803			9/30/2011		1/22/2014	1,614	1,074				0	540			
63	VANGUARD INTERMEDIATE T	921937818			9/30/2011		7/11/2013	5,659	5,864				0	-305			
64	VANGUARD INTERMEDIATE T	921937818			2/8/2012		7/11/2013	1,997	2,100				0	-103			
65	VANGUARD SHORT TERM BO	921937827			9/30/2011		7/11/2013	5,609	5,699				0	-90			
66	VANGUARD SHORT TERM BO	921937827			9/30/2011		4/23/2014	10,729	10,909				0	-180			
67	VANGUARD FTSE DEVELOPE	921943858			2/8/2013		7/11/2013	2,963	2,808				0	55			
68	VANGUARD FTSE DEVELOPE	921943858			2/8/2013		10/9/2013	6,599	6,143				0	456			



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

Totals											
Capital Gains/Losses											
Other sales											
Gross Sales											
275,707											
Cost, Other Basis and Expenses											
251,866											
Net Gain or Loss											
23,841											
0											
0											
0											
0											
0											
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**Part-I, Line 16b (990-PF) - Accounting Fees**

		1,073	0	0	1,073
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,073			1,073

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

		1,200	469	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES WITHHELD	469	469		
2	PY EXCISE TAX DUE	82			
3	ESTIMATED EXCISE PAYMENTS	649			

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

		1,010	0	0	1,010
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	STATE AG FEES	10			10
2	USER FEE FOR FORM 8940	1,000			1,000

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

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

<b>1</b>	<b>ROUNDING</b>	<b>1</b>	<b>7</b>
<b>2</b>	<b>MUTUAL FUND TIMING DIFFERENCE</b>	<b>2</b>	<b>88</b>
<b>3</b>	<b>PY RETURN OF CAPITAL ADJUSTMENT</b>	<b>3</b>	<b>593</b>
<b>4</b>	<b>Total</b>	<b>4</b>	<b>688</b>

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

Amount														
Long Term CG Distributions														
Short Term CG Distributions														
3.44B														
0														
Description of Property Sold														
CUSIP #														
How Acquired														
Date Acquired														
Date Sold														
Gross Sales Price														
Depreciation Allowed														
Adjustments														
Cost or Other Expense of Sale														
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F M V as of 12/31/69														
Adjusted Basis as of 12/31/69														
Excess of FMV Over Adj Basis														
Gains Minus Excess of FMV Over Adjusted Basis or Losses														
20,393														
0														
20,393														
251,866														
Gain or Loss														
F M V as of 12/31/69														
Adjusted Basis as of 12/31/69														
Excess of FMV Over Adj Basis														
Gains Minus Excess of FMV Over Adjusted Basis or Losses														
20,393														
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20,393														
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Gain or Loss														
F M V as of 12/31/69														
Adjusted Basis as of 12/31/69														
Excess of FMV Over Adj Basis														
Gains Minus Excess of FMV Over Adjusted Basis or Losses														

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

		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N A Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818				12,622		
										12,622		0

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

	Date		Amount
1 Credit from prior year return		1	0
2 First quarter estimated tax payment	10/9/2013	2	162
3 Second quarter estimated tax payment	11/8/2013	3	162
4 Third quarter estimated tax payment	2/11/2014	4	162
5 Fourth quarter estimated tax payment	5/7/2014	5	163
6 Other payments		6	
7 Total		7	649



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

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	16,447
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	16,447

Security Type	CUSIP	Asset Name	Fed Cost	FMV
Savings & Temp Inv	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	9435.1	9435.1
Savings & Temp Inv	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	7993.81	7993.81
<b>Total</b>			<b>17428.91</b>	<b>17428.91</b>
Invest - Other	589509108	MERGER FD SH BEN INT #260	14968.43	15534.32
Invest - Other	693390882	PIMCO FOREIGN BD FD USD H-INST #103	5831.84	5929.9
Invest - Other	81369Y308	CONSUMER STAPLES SECTOR SPDR TR	9069.78	14097.52
Invest - Other	81369Y605	FINANCIAL SELECT SECTOR SPDR	12208.62	21086.34
Invest - Other	81369Y100	AMEX MATERIALS SPDR	3426.14	4858.92
Invest - Other	81369Y803	AMEX TECHNOLOGY SELECT SPDR	16707.12	26814.38
Invest - Other	81369Y506	AMEX ENERGY SELECT SPDR	9105.92	14677.74
Invest - Other	315920702	FID ADV EMER MKTS INC- CL I #607	12037.41	12631.3
Invest - Other	464287804	ISHARES CORE S&P SMALL-CAP E	25232.57	45495.2
Invest - Other	464287705	ISHARES S&P MID-CAP 400 VALUE	19999.88	30400.41
Invest - Other	261980668	DREYFUS INTERNATL BOND FD CL I #6094	6280.38	6276.7
Invest - Other	464287606	ISHARES S&P MID-CAP 400 GROWTH	18169.39	29995.02
Invest - Other	81369Y704	AMEX INDUSTRIAL SPDR	8964.71	15782.6
Invest - Other	81369Y209	AMEX HEALTH CARE SPDR	8445.16	15784.56
Invest - Other	81369Y407	AMEX CONSUMER DISCR SPDR	9326.37	17667.92
Invest - Other	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	29668.01	30046.59
Invest - Other	262028855	DRIEHAUS ACTIVE INCOME FUND	20374.32	20477.87
Invest - Other	67065Q772	NUVEEN HIGH YIELD MUNI BD-R #1668	14242.91	14563.26
Invest - Other	63872T885	ASG GLOBAL ALTERNATIVES-Y #1993	29184.92	28526.24
Invest - Other	922908553	VANGUARD REIT VIPER	13637.68	34954.92
Invest - Other	00203H859	AQR MANAGED FUTURES STR-I #15213	12124.4	11763.48
Invest - Other	922042858	VANGUARD FTSE EMERGING MARKETS ETF	75977.19	89485.2
Invest - Other	4812C0803	JPMORGAN HIGH YIELD FUND SS #3580	14869.19	15029.22
Invest - Other	77958B402	T ROWE PRICE INST FLOAT RATE #170	12482.82	12459.34
Invest - Other	921937827	VANGUARD SHORT TERM BOND ETF	48777.77	48511.35
Invest - Other	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	24897.34	35673.2
Invest - Other	921937819	VANGUARD INTERMEDIATE TERM B	35700.25	35577.29
Invest - Other	921943858	VANGUARD FTSE DEVELOPED ETF	79603.88	93425.4
Invest - Other	74925K581	ROBECO BP LNG/SHRT RES-INS	18950.26	21201.5
Invest - Other	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	12347.97	17045.42
Invest - Other	22544R305	CREDIT SUISSE COMM RET ST-I #2156	40948.4	37165.87
<b>Total</b>			<b>663561.03</b>	<b>822938.98</b>