ENVELOPE POSTMARK DATE AUG 2 9 2014

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning 6/1/2013 **, and ending** 5/31/2014

Name of foundation: SIMON BRUML TRUST	A Employer identification number: 94-6461662
Number and street (or P O box number if mail is not delivered to street address): Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041 — Room/suite:	B Telephone number (see instructions): (888) 730-4933
City or town: Winston Salem — State: NC — ZIP code: 27101-3818	
Foreign country name — Foreign province/state/county — 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 change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 2,538,470

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

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

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	63,843	60,752		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	79,489			
	b	Gross sales price for all assets on line 6a 882,470				
	7	Capital gain net income (from Part IV, line 2)		79,489		
	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	143,332	140,241	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	31,393	23,545		7,848
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	1,116			1,116
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	2,884	1,675		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	15	5		10
	24	**Total operating and administrative expenses.** Add lines 13 through 23	35,408	25,225	0	8,974
	25	Contributions, gifts, grants paid	38,664			38,664
	26	**Total expenses and disbursements.** Add lines 24 and 25	74,072	25,225	0	47,638
	27	Subtract line 26 from line 12.				
	a	**Excess of revenue over expenses and disbursements**	69,260			
	b	**Net investment income** (if negative, enter -0-)		115,016		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

	Line	Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	10,768	74,555	74,555
	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)	305,744		
	c	Investments—corporate bonds (attach schedule)	196,732		
	11	Investments—land, buildings, and equipment basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,602,663	2,109,643	2,463,915
	14	Land, buildings, and equipment: basis ▶			
		Less. accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	2,115,907	2,184,198	2,538,470
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**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	2,115,907	2,184,198	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	2,115,907	2,184,198	
	31	**Total liabilities and net assets/fund balances** (see instructions)	2,115,907	2,184,198	

Part III Analysis of Changes in Net Assets or Fund Balances

	Description	Line	Amount
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	2,115,907
2	Enter amount from Part I, line 27a	2	69,260
3	Other increases not included in line 2 (itemize) ▶ PURCHASE OF ACCRUED INTEREST C/O FROM	3	152
4	Add lines 1, 2, and 3	4	2,185,319
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	1,121
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,184,198

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			

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

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

	(i) 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				0
b				0
c				0
d				0
e				0

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	79,489
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	180,496	2,287,071	0 078920
2011	109,958	2,255,777	0.048745
2010	102,820	2,230,830	0 046090
2009	88,928	2,098,644	0 042374
2008	94,873	2,010,155	0 047197

2	**Total** of line 1, column (d)	2	0 263326
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 052665
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,385,813
5	Multiply line 4 by line 3	5	125,649
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,150
7	Add lines 5 and 6	7	126,799
8	Enter qualifying distributions from Part XII, line 4	8	47,638

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	2,300
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	2,300
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	2,300
6	Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a 2,261		
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	2,261
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	39
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	0
11	Enter the amount of line 10 to be. **Credited to 2014 estimated tax** ▶	**Refunded** ▶	11	0

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 ▶ $ ________ **(2)** On foundation managers. ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *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?	4b	N/A	
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) ▶ CA			
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 ▶ 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

			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 ▶ 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? ☐ 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)*	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)?		**5b**	N/A
	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**	X (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?		**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, I	TRUSTEE 4 00	31,393		

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	
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	2,350,196
b	Average of monthly cash balances		1b	71,949
c	Fair market value of all other assets (see instructions)		1c	
d	**Total** (add lines 1a, b, and c)		1d	2,422,145
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e		
2	Acquisition indebtedness applicable to line 1 assets		2	
3	Subtract line 2 from line 1d		3	2,422,145
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)		4	36,332
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	2,385,813
6	**Minimum investment return.** Enter 5% of line 5		6	119,291

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	119,291
2a	Tax on investment income for 2013 from Part VI, line 5	2a 2,300		
b	Income tax for 2013. (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	2,300
3	Distributable amount before adjustments Subtract line 2c from line 1		3	116,991
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	116,991
6	Deduction from distributable amount (see instructions)		6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	116,991

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	47,638
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	47,638
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	47,638

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				116,991
2	Undistributed income, if any, as of the end of 2013				
a	Enter amount for 2012 only			0	
b	Total for prior years: 20___, 20___, 20___				
3	Excess distributions carryover, if any, to 2013:				
a	From 2008				
b	From 2009				
c	From 2010				
d	From 2011				
e	From 2012 286				
f	**Total** of lines 3a through e	286			
4	Qualifying distributions for 2013 from Part XII, line 4 ► $ 47,638				
a	Applied to 2012, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see instructions)				
c	Treated as distributions out of corpus (Election required—see instructions)				
d	Applied to 2013 distributable amount				47,638
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2013. *(If an amount appears in column (d), the same amount must be shown in column (a).)*	286			286
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e Subtract line 5	0			
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				
d	Subtract line 6c from line 6b Taxable amount—see instructions				
e	Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f	Undistributed income for 2013. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				69,067
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a				
10	Analysis of line 9:				
a	Excess from 2009				
b	Excess from 2010				
c	Excess from 2011				
d	Excess from 2012				
e	Excess from 2013				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient 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*				
See Attached Statement				
Total			▶ 3a	38,664
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 (See instructions)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	63,843	
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	79,489	
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		143,332	0

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 143,332

(See worksheet in line 13 instructions to verify calculations)

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		Not Applicable	

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

b If "Yes," complete the following schedule.

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

Sign Here

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

SVP Wells Fargo Bank N A | 8/28/2014 | SVP Wells Fargo Bank N A

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
JOSEPH J CASTRIANO		8/28/2014		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	

Security Type	EIN	CUSIP	Asset Name	FMV	Units	Fed Cost
Savings & Temp Inv	94-6461662	VP0528308	FEDERATED TREAS OBL FD 68	74,394.62	74,394.62	74,394.62
Savings & Temp Inv	94-6461662	VP0528308	FEDERATED TREAS OBL FD 68	160.68	160 68	160.68
			Total Savings & Temp Inv	**$74,555.30**		**$74,555.30**
Invest - Other	94-6461662	278407GP0	EAU CLAIRE CNTY WIS 4 500% 9/01/22	55,209.00	50,000.00	50,634.73
Invest - Other	94-6461662	06051GEG0	BANK OF AMERICA CORP 3.625% 3/17/16	52,410.00	50,000.00	49,837.00
Invest - Other	94-6461662	17275RAC6	CISCO SYSTEMS INC 5.500% 2/22/16	54,332.50	50,000.00	45,246.00
Invest - Other	94-6461662	001055102	AFLAC INC	5,939.31	97.00	3,940.13
Invest - Other	94-6461662	008252108	AFFILIATED MANAGERS GROUP, INC COM	7,166.80	38.00	3,914.38
Invest - Other	94-6461662	037411105	APACHE CORP	6,338.96	68.00	6,010.90
Invest - Other	94-6461662	037833100	APPLE INC	17,724.00	28.00	3,961.01
Invest - Other	94-6461662	071813109	BAXTER INTL INC	6,845.72	92.00	6,379.96
Invest - Other	94-6461662	097023105	BOEING CO	8,115.00	60.00	4,188.60
Invest - Other	94-6461662	126650100	CVS/CAREMARK CORPORATION	8,380.24	107.00	4,792.48
Invest - Other	94-6461662	17275R102	CISCO SYSTEMS INC	8,764.72	356.00	5,927.18
Invest - Other	94-6461662	231021106	CUMMINS INC.	8,105 29	53.00	7,104.18
Invest - Other	94-6461662	25243Q205	DIAGEO PLC - ADR	6,181.92	48.00	3,618.24
Invest - Other	94-6461662	254687106	WALT DISNEY CO	11,425.36	136.00	5,767.76
Invest - Other	94-6461662	268648102	E M C CORP MASS	4,435.52	167.00	4,270.49
Invest - Other	94-6461662	375558103	GILEAD SCIENCES INC	7,714.95	95.00	2,407.77
Invest - Other	94-6461662	459200101	INTERNATIONAL BUSINESS MACHS CORP	4,609.00	25.00	5,133.84
Invest - Other	94-6461662	478366107	JOHNSON CONTROLS INC	6,867.12	142.00	4,490.80
Invest - Other	94-6461662	594918104	MICROSOFT CORP	5,731.60	140.00	4,136.19
Invest - Other	94-6461662	637071101	NATIONAL OILWELL INC COM	6,140.25	75.00	5,308.09
Invest - Other	94-6461662	641069406	NESTLE S.A. REGISTERED SHARES - ADR	6,364.57	81.00	4,486.77
Invest - Other	94-6461662	68389X105	ORACLE CORPORATION	6,555.12	156.00	3,382.44
Invest - Other	94-6461662	806857108	SCHLUMBERGER LTD	9,155.52	88.00	8,134.08
Invest - Other	94-6461662	872540109	TJX COS INC NEW	6,098.40	112.00	4,373.59
Invest - Other	94-6461662	883556102	THERMO FISHER SCIENTIFIC INC	5,845.50	50.00	2,149.00
Invest - Other	94-6461662	89151E109	TOTAL S.A. - ADR	6,389.40	92.00	4,079.28
Invest - Other	94-6461662	907818108	UNION PACIFIC CORP	10,362.04	52.00	5,715.84
Invest - Other	94-6461662	58155Q103	MCKESSON CORP	8,344.16	44.00	4,081.81
Invest - Other	94-6461662	38259P706	GOOGLE INC-CL C	8,958.24	16.00	5,540.17
Invest - Other	94-6461662	38141G104	GOLDMAN SACHS GROUP INC	5,273.73	33.00	3,198 90
Invest - Other	94-6461662	404280406	HSBC - ADR	8,066.16	153.00	8,159.72

Invest - Other	94-6461662	911312106	UNITED PARCEL SERVICE-CL B	6,025.04	58.00	4,441.64
Invest - Other	94-6461662	87612E106	TARGET CORP	6,867.96	121.00	7,052.45
Invest - Other	94-6461662	91324P102	UNITEDHEALTH GROUP INC	9,874.12	124.00	7,206.53
Invest - Other	94-6461662	189754104	COACH INC	4,071.00	100.00	5,329.55
Invest - Other	94-6461662	088606108	BHP BILLITON LIMITED - ADR	3,326.12	49.00	3,460.87
Invest - Other	94-6461662	46625H100	JPMORGAN CHASE & CO	8,946.77	161.00	4,891.18
Invest - Other	94-6461662	902973304	US BANCORP DEL NEW	7,087.92	168.00	5,024.86
Invest - Other	94-6461662	03524A108	ANHEUSER-BUSCH INBEV SPN ADR	7,254.72	66.00	4,707.12
Invest - Other	94-6461662	166764100	CHEVRON CORP	5,525.55	45.00	4,658.40
Invest - Other	94-6461662	88579Y101	3M CO	5,987.10	42.00	3,609 48
Invest - Other	94-6461662	084670702	BERKSHIRE HATHAWAY INC.	11,037.24	86.00	7,586.01
Invest - Other	94-6461662	20030N101	COMCAST CORP CLASS A	9,343.80	179.00	2,430.02
Invest - Other	94-6461662	150870103	CELANESE CORP	5,266.80	84.00	3,239.03
Invest - Other	94-6461662	172967424	CITIGROUP INC.	5,946.25	125.00	5,917.21
Invest - Other	94-6461662	611740101	MONSTER BEVERAGE CORP	5,203.50	75.00	3,351.28
Invest - Other	94-6461662	G29183103	EATON CORP PLC	6,337.34	86.00	4,437.67
Invest - Other	94-6461662	12572Q105	CME GROUP INC	6,912.00	96.00	5,148.23
Invest - Other	94-6461662	589509108	MERGER FD SH BEN INT #260	50,375.70	3,082.97	46,725.58
Invest - Other	94-6461662	693390882	PIMCO FOREIGN BD FD USD H-INST #103	18,889.51	1,747.41	18,553.91
Invest - Other	94-6461662	315920702	FID ADV EMER MKTS INC- CL I #607	38,590.30	2,708.09	37,106.69
Invest - Other	94-6461662	464287804	ISHARES CORE S&P SMALL-CAP E	137,129.40	1,278.00	94,491.38
Invest - Other	94-6461662	464287705	ISHARES S&P MID-CAP 400 VALUE	91,201.23	747.00	67,102.89
Invest - Other	94-6461662	464287200	ISHARES CORE S & P 500 ETF	59,324.22	306.00	42,178.43
Invest - Other	94-6461662	261980668	DREYFUS INTERNATL BOND FD CL I #6094	18,731.01	1,099.88	18,742.00
Invest - Other	94-6461662	464287606	ISHARES S&P MID-CAP 400 GROWTH	89,833.57	593.00	64,642.87
Invest - Other	94-6461662	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	90,084.55	6,247.20	88,123.00
Invest - Other	94-6461662	262028855	DRIEHAUS ACTIVE INCOME FUND	62,281.07	5,782.83	62,089.00
Invest - Other	94-6461662	67065Q772	NUVEEN HIGH YIELD MUNI BD-R #1668	43,587.16	2,591.39	42,732.00
Invest - Other	94-6461662	63872T885	ASG GLOBAL ALTERNATIVES-Y #1993	86,463.64	7,678.83	88,031.39
Invest - Other	94-6461662	922908553	VANGUARD REIT VIPER	104,491.31	1,399.00	74,863.64
Invest - Other	94-6461662	00203H859	AQR MANAGED FUTURES STR-I #15213	37,678.22	3,790.57	38,484.56
Invest - Other	94-6461662	922042858	VANGUARD FTSE EMERGING MARKETS ETF	262,588.41	6,221.00	257,507.42
Invest - Other	94-6461662	4812C0803	JPMORGAN HIGH YIELD FUND SS #3580	45,110.45	5,541.82	44,429.00
Invest - Other	94-6461662	77958B402	T ROWE PRICE INST FLOAT RATE #170	37,281.58	3,630.14	37,353.00
Invest - Other	94-6461662	921937827	VANGUARD SHORT TERM BOND ETF	50,844.40	632.00	50,786.91
Invest - Other	94-6461662	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	106,048.30	2,402.00	87,330.39

Invest - Other	94-6461662	921937819	VANGUARD INTERMEDIATE TERM B	37,360.40	440.00	36,805.77
Invest - Other	94-6461662	921943858	VANGUARD FTSE DEVELOPED ETF	282,153.24	6,614.00	242,546.04
Invest - Other	94-6461662	74925K581	ROBECO BP LNG/SHRT RES-INS	63,253.72	4,250.92	57,004.87
Invest - Other	94-6461662	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	50,579.30	2,176.39	35,448.48
Invest - Other	94-6461662	22544R305	CREDIT SUISSE COMM RET ST-I #2156	111,170.72	14,551.14	113,701.35
			Total Other Investments	**$2,463,914.74**		**$2,109,643.43**
			Grand Total	**$2,538,470.04**		**$2,184,198.73**

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

Recipient(s) paid during the year

Name					
GRAND LODGE F & A M OF CALIFORNIA					
Street					
1111 CALIFORNIA STREET					
City		**State**	**Zip Code**	**Foreign Country**	
SAN FRANCISCO		CA	94108		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL SUPPORT GRANT					9,666

Name					
HOME FOR JEWISH PARENTS					
Street					
4000 CAMINO TASSAJARA					
City		**State**	**Zip Code**	**Foreign Country**	
DANVILLE		CA	94506		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL SUPPORT GRANT					9,666

Name					
EASTERN STAR HOMES OF CALIFORNIA					
Street					
16960 BASTANCHURY ROAD SUITE E					
City		**State**	**Zip Code**	**Foreign Country**	
YORBA LINDA		CA	92886-1711		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL SUPPORT GRANT					9,666

Name					
PCD UNITARIAN UNIVERSALIST ASSOCIATION					
Street					
4100 REDWOOD ROAD #344					
City		**State**	**Zip Code**	**Foreign Country**	
OAKLAND		CA	94619		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL SUPPORT GRANT					9,666

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

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

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

	Amount
Long Term CG Distributions	9,653
Short Term CG Distributions	

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	882,470	802,981	79,489
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 Improve-ments	Depreciation	Adjustments	Net Gain or Loss
1	X	AFLAC INC	001055102			2/13/2013		7/24/2013	726	589				0	137
2	X	AFLAC INC	001055102			6/8/2012		7/24/2013	1,391	934				0	457
3	X	AFLAC INC	001055102			6/8/2012		1/29/2014	618	406				0	212
4	X	AQR MANAGED FUTURES STI	00203H859			7/26/2013		10/16/2013	19,999	20,138				0	-139
5	X	AFFILIATED MANAGERS GRO	008252108			6/8/2012		7/24/2013	2,430	1,442				0	988
6	X	ANHEUSER-BUSCH INBEV SP	03524A108			2/13/2013		7/24/2013	1,069	1,059				0	10
7	X	ANHEUSER-BUSCH INBEV SP	03524A108			3/29/2012		7/24/2013	1,158	927				0	231
8	X	ANHEUSER-BUSCH INBEV SP	03524A108			3/29/2012		1/29/2014	585	428				0	157
9	X	APACHE CORP	037411105			5/4/2012		7/24/2013	1,970	2,142				0	-172
10	X	APACHE CORP	037411105			5/4/2012		1/29/2014	488	536				0	-48
11	X	APPLE INC	037833100			2/13/2013		7/24/2013	3,547	3,748				0	-201
12	X	APPLE INC	037833100			1/29/2013		7/24/2013	887	919				0	-32
13	X	BAXTER INTL INC	071813109			8/19/2013		1/29/2014	751	787				0	-36
14	X	BERKSHIRE HATHAWAY INC	084670702			2/13/2013		7/24/2013	1,985	1,666				0	319
15	X	BERKSHIRE HATHAWAY INC	084670702			9/30/2008		7/24/2013	1,868	1,411				0	457
16	X	BERKSHIRE HATHAWAY INC	084670702			9/30/2008		1/29/2014	892	706				0	186
17	X	BHP BILLITON LIMITED - ADR	088606108			2/13/2013		7/24/2013	695	864				0	-169
18	X	BHP BILLITON LIMITED - ADR	088606108			3/29/2012		7/24/2013	569	636				0	-67
19	X	CREDIT SUISSE COMM RET S	22544R305			7/11/2012		5/1/2014	6,240	6,400				0	-160
20	X	CUMMINS INC	231021106			11/14/2013		1/29/2014	2,027	2,108				82	1
21	X	DIAGEO PLC - ADR	25243Q205			6/8/2012		7/24/2013	984	786				0	198
22	X	DIAGEO PLC - ADR	25243Q205			2/13/2013		7/24/2013	984	948				0	36
23	X	DIAGEO PLC - ADR	25243Q205			9/12/2011		7/24/2013	246	151				0	95
24	X	DIAMOND HILL LONG-SHORT	25264S833			8/17/2012		7/24/2013	22,779	19,211				0	3,568
25	X	DIAMOND HILL LONG-SHORT	25264S833			5/9/2012		7/24/2013	35,701	29,439				0	6,262
26	X	DIAMOND HILL LONG-SHORT	25264S833			10/18/2013		1/29/2014	1,312	1,297				0	15
27	X	DIAMOND HILL LONG-SHORT	25264S833			5/9/2012		1/29/2014	174	138				0	36
28	X	WALT DISNEY CO	254687106			2/13/2013		7/24/2013	1,943	1,645				0	298
29	X	WALT DISNEY CO	254687106			3/29/2012		7/24/2013	1,425	933				0	492
30	X	WALT DISNEY CO	254687106			3/29/2012		1/29/2014	861	509				0	352
31	X	DREYFUS EMG MKT DEBT LO	261980494			4/2/2012		10/16/2013	24,199	24,283				0	-84
32	X	DRIEHAUS ACTIVE INCOME F	262028855			7/26/2013		1/29/2014	10,985	10,965				0	20
33	X	E M C CORP MASS	268648102			8/15/2012		7/24/2013	1,840	1,787				0	53
34	X	E M C CORP MASS	268648102			8/15/2012		1/29/2014	474	492				0	-18
35	X	FID ADV EMER MKTS INC- CL	315920702			10/18/2013		5/1/2014	652	645				0	7
36	X	CAPITAL ONE FINANCIAL COF	14040H105			7/9/2012		7/24/2013	1,379	1,083				0	296
37	X	CAPITAL ONE FINANCIAL COF	14040H105			7/9/2012		1/29/2014	561	433				0	128
38	X	CAPITAL ONE FINANCIAL COF	14040H105			7/9/2012		3/27/2014	6,203	4,442				0	1,761
39	X	CELANESE CORP	150870103			2/13/2013		7/24/2013	483	505				0	-22
40	X	CELANESE CORP	150870103			6/8/2012		7/24/2013	967	771				0	196
41	X	CELANESE CORP	150870103			6/8/2012		1/29/2014	563	424				0	139
42	X	CHEVRON CORP	166764100			2/13/2013		7/3/2013	1,309	1,266				0	43
43	X	CHEVRON CORP	166764100			5/4/2012		7/3/2013	2,619	2,277				0	342
44	X	CHEVRON CORP	166764100			5/4/2012		7/24/2013	2,147	1,760				0	387
45	X	CHEVRON CORP	166764100			5/4/2012		1/29/2014	697	621				0	76
46	X	CISCO SYSTEMS INC	17275R102			2/13/2013		7/24/2013	1,763	1,451				0	312
47	X	CISCO SYSTEMS INC	17275R102			7/9/2012		7/24/2013	1,814	1,182				0	632
48	X	CISCO SYSTEMS INC	17275R102			7/9/2012		1/29/2014	605	466				0	139
49	X	CISCO SYSTEMS INC	17275R102			7/9/2012		5/1/2014	116	83				0	33
50	X	CITIGROUP INC	172967424			3/27/2014		5/1/2014	287	284				0	3
51	X	COACH INC	189754104			1/9/2013		7/24/2013	2,191	2,159				0	32
52	X	COACH INC	189754104			1/9/2013		1/29/2014	439	525				0	-86
53	X	COMCAST CORP CLASS A	20030N101			2/13/2013		7/24/2013	1,747	1,609				0	138
54	X	COMCAST CORP CLASS A	20030N101			12/19/2008		7/24/2013	1,299	458				0	841
55	X	COMCAST CORP CLASS A	20030N101			12/19/2008		10/16/2013	420	142				0	278
56	X	COMCAST CORP CLASS A	20030N101			12/19/2008		1/29/2014	422	126				0	296
57	X	CREDIT SUISSE COMM RET S	22544R305			2/15/2013		10/16/2013	10,470	11,422				0	-952
58	X	CREDIT SUISSE COMM RET S	22544R305			7/11/2012		10/16/2013	6,709	7,265				0	-556
59	X	GOOGLE INC	38259P508			7/16/2010		5/1/2014	4,279	1,854				0	2,425
60	X	HSBC - ADR	404280406			2/25/2013		7/24/2013	1,629	1,582				0	47
61	X	HSBC - ADR	404280406			2/25/2013		1/29/2014	673	709				36	0
62	X	INTEL CORP	458140100			7/9/2012		6/18/2013	6,740	6,930				0	-190
63	X	INTEL CORP	458140100			2/13/2013		6/18/2013	483	403				0	80
64	X	IBM CORP 6 500% 10/1	459200GN5			10/15/2008		10/15/2013	50,000	50,856				0	-856
65	X	ISHARES CORE S & P 500 ETF	464287200			5/4/2012		7/24/2013	52,359	42,592				0	9,767
66	X	ISHARES CORE S & P 500 ETF	464287200			5/4/2012		1/29/2014	3,036	2,343				0	693
67	X	ISHARES S&P MIDCAP 400 GF	464287606			2/13/2013		7/24/2013	9,416	8,557				0	859
68	X	ISHARES S&P MID-CAP 400 G	464287606			2/13/2013		10/16/2013	3,669	3,225				0	444

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

	Amount
Long Term CG Distributions	9,653
Short Term CG Distributions	

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	882,470	802,981	79,489
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
69	X	ISHARES S&P MID-CAP 400 G	464287606			2/13/2013		1/29/2014	2,911	2,480				0	431
70	X	ISHARES S&P MID-CAP 400 G	464287606			8/15/2012		1/29/2014	1,892	1,417				0	475
71	X	ISHARES S&P MID-CAP 400 G	464287606			8/15/2012		5/1/2014	17,026	12,427				0	4,599
72	X	ISHARES S&P MIDCAP 400 VA	464287705			2/13/2013		7/24/2013	3,123	2,811				0	312
73	X	ISHARES S&P MIDCAP 400 VA	464287705			8/15/2012		7/24/2013	12,383	9,567				0	2,816
74	X	ISHARES S&P MID-CAP 400 V	464287705			8/15/2012		10/16/2013	1,324	998				0	326
75	X	ISHARES S&P MID-CAP 400 V	464287705			8/15/2012		1/29/2014	3,421	2,496				0	925
76	X	ISHARES CORE S&P SMALL-C	464287804			5/4/2012		10/16/2013	6,705	4,863				0	1,842
77	X	ISHARES CORE S&P SMALL-C	464287804			5/4/2012		1/29/2014	8,294	5,821				0	2,473
78	X	JPMORGAN CHASE & CO	46625H100			2/13/2013		7/24/2013	1,697	1,468				0	229
79	X	JPMORGAN CHASE & CO	46625H100			12/11/2008		7/24/2013	1,584	851				0	733
80	X	JPMORGAN CHASE & CO	46625H100			12/11/2008		1/29/2014	880	486				0	394
81	X	JOHNSON CONTROLS INC	478366107			3/29/2012		7/24/2013	3,162	2,462				0	700
82	X	JOHNSON CONTROLS INC	478366107			3/29/2012		11/14/2013	3,288	2,143				0	1,145
83	X	JOHNSON CONTROLS INC	478366107			3/29/2012		1/29/2014	562	384				0	178
84	X	LAUDUS MONDRIAN INTL FI-I	51855Q655			5/9/2012		7/24/2013	3,320	3,655				0	-335
85	X	LAUDUS MONDRIAN INTL FI-I	51855Q655			5/9/2012		5/1/2014	11,677	12,504				0	-827
86	X	LAUDUS MONDRIAN INTL FI-I	51855Q655			10/18/2013		5/1/2014	565	563				0	2
87	X	LAUDUS MONDRIAN INTL FI-I	51855Q655			1/31/2014		5/1/2014	6,761	6,558				0	203
88	X	MCKESSON CORP	58155Q103			2/13/2013		7/24/2013	2,246	1,997				0	249
89	X	MCKESSON CORP	58155Q103			2/13/2013		12/13/2013	314	210				0	104
90	X	MCKESSON CORP	58155Q103			11/7/2012		12/13/2013	471	278				0	193
91	X	MCKESSON CORP	58155Q103			11/7/2012		1/29/2014	868	464				0	404
92	X	MERGER FD SH BEN INT #260	589509108			2/15/2013		7/24/2013	27,219	26,744				0	475
93	X	MICROSOFT CORP	594918104			7/9/2012		7/24/2013	1,629	1,527				0	102
94	X	MICROSOFT CORP	594918104			7/9/2012		1/29/2014	576	479				0	97
95	X	MONSTER BEVERAGE CORP	611740101			2/13/2013		7/24/2013	564	434				0	130
96	X	MONSTER BEVERAGE CORP	611740101			1/22/2013		7/24/2013	1,066	810				0	256
97	X	MONSTER BEVERAGE CORP	611740101			1/22/2013		1/29/2014	411	286				0	125
98	X	NATIONAL OILWELL INC COM	637071101			7/5/2013		7/24/2013	1,945	1,928				0	17
99	X	NATIONAL OILWELL INC COM	637071101			7/5/2013		1/29/2014	657	643				0	14
100	X	ASG GLOBAL ALTERNATIVES	63872T885			10/18/2013		1/29/2014	2,766	2,891				0	-125
101	X	ASG GLOBAL ALTERNATIVES	63872T885			7/26/2013		1/29/2014	5,485	5,673				0	-188
102	X	NESTLE S A REGISTERED SH	641069406			2/13/2013		7/24/2013	1,004	1,054				0	-50
103	X	NESTLE S A REGISTERED SH	641069406			6/8/2012		7/24/2013	870	743				0	127
104	X	NESTLE S A REGISTERED SH	641069406			6/8/2012		1/29/2014	516	400				0	116
105	X	ORACLE CORPORATION	68389X105			2/13/2013		7/24/2013	486	524				0	-38
106	X	ORACLE CORPORATION	68389X105			9/1/2010		7/24/2013	1,230	845				0	385
107	X	ORACLE CORPORATION	68389X105			9/1/2010		10/16/2013	330	222				0	108
108	X	ORACLE CORPORATION	68389X105			9/1/2010		5/1/2014	244	133				0	111
109	X	PIMCO FOREIGN BD FD USD	693390882			12/6/2011		7/24/2013	3,802	3,816				0	-14
110	X	ROBECO BP LNG/SHRT RES-I	74925K581			10/18/2013		1/29/2014	1,662	1,620				0	42
111	X	ROBECO BP LNG/SHRT RES-I	74925K581			7/26/2013		1/29/2014	12,840	12,134				0	706
112	X	ROBECO BP LNG/SHRT RES-I	74925K581			7/26/2013		5/1/2014	175	161				0	14
113	X	RIDGEWORTH SEIX HY BD-I #	76628T645			5/9/2012		1/29/2014	9,326	9,278				0	48
114	X	RIDGEWORTH SEIX HY BD-I #	76628T645			7/26/2013		1/29/2014	13,557	14,000				0	-443
115	X	RIDGEWORTH SEIX HY BD-I #	76628T645			10/18/2013		1/29/2014	13,407	13,859				0	-452
116	X	RIDGEWORTH SEIX HY BD-I #	76628T645			4/2/2012		1/29/2014	19,582	19,382				0	200
117	X	BHP BILLITON LIMITED - ADR	088606108			3/29/2012		1/29/2014	443	494				0	-51
118	X	BOEING CO	097023105			2/13/2013		7/24/2013	962	674				0	288
119	X	BOEING CO	097023105			6/8/2012		7/24/2013	1,603	1,047				0	556
120	X	CME GROUP INC	12572Q105			9/20/2012		7/24/2013	2,507	1,973				0	534
121	X	CME GROUP INC	12572Q105			9/20/2012		1/29/2014	799	638				0	161
122	X	CVS/CAREMARK CORPORATI	126650100			2/13/2013		7/24/2013	1,663	1,375				0	288
123	X	CVS/CAREMARK CORPORATI	126650100			6/8/2012		7/24/2013	1,047	761				0	286
124	X	CVS/CAREMARK CORPORATI	126650100			6/8/2012		1/29/2014	815	537				0	278
125	X	CAPITAL ONE FINANCIAL COF	14040H105			2/13/2013		7/24/2013	758	610				0	148
126	X	GATEWAY FUND - Y #1986	367829884			8/17/2012		7/24/2013	56,397	55,094				0	1,303
127	X	GATEWAY FUND - Y #1986	367829884			2/15/2013		7/24/2013	40,413	39,925				0	488
128	X	GILEAD SCIENCES INC	375558103			5/4/2012		7/24/2013	2,625	1,115				0	1,510
129	X	GILEAD SCIENCES INC	375558103			5/4/2012		12/13/2013	1,704	608				0	1,096
130	X	GILEAD SCIENCES INC	375558103			5/4/2012		1/29/2014	721	228				0	493
131	X	GOLDMAN SACHS GROUP IN	38141G104			2/13/2013		7/24/2013	989	926				0	63
132	X	GOLDMAN SACHS GROUP IN	38141G104			9/21/2011		7/24/2013	1,154	695				0	459
133	X	GOOGLE INC	38259P508			1/29/2010		5/1/2014	1,070	528				0	542
134	X	3M CO	88579Y101			2/13/2013		7/24/2013	1,046	925				0	121
135	X	THERMO FISHER SCIENTIFIC	883556102			9/1/2010		1/29/2014	667	258				0	409
136	X	3M CO	88579Y101			6/8/2012		7/24/2013	1,627	1,203				0	424

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

	Amount
Long Term CG Distributions	9,653
Short Term CG Distributions	

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	882,470	802,981	79,489
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
137	X	3M CO	88579Y101			6/8/2012		2/7/2014	2,470	1,633				0	837
138	X	TOTAL S A. - ADR	89151E109			2/13/2013		7/24/2013	1,161	1,143				0	18
139	X	TOTAL S A. - ADR	89151E109			7/9/2012		7/24/2013	686	576				0	110
140	X	TOTAL S A - ADR	89151E109			7/9/2012		1/29/2014	688	532				0	156
141	X	US BANCORP DEL NEW	902973304			2/13/2013		7/24/2013	1,466	1,327				0	139
142	X	US BANCORP DEL NEW	902973304			6/8/2012		7/24/2013	1,165	927				0	238
143	X	US BANCORP DEL NEW	902973304			6/8/2012		1/29/2014	683	508				0	175
144	X	UNION PACIFIC CORP	907818108			2/13/2013		7/3/2013	2,325	2,026				0	299
145	X	UNION PACIFIC CORP	907818108			6/8/2012		7/3/2013	1,550	1,099				0	451
146	X	UNION PACIFIC CORP	907818108			6/8/2012		7/24/2013	3,034	2,088				0	946
147	X	RIDGEWORTH SEIX HY BD-I #	76628T645			4/2/2012		5/1/2014	62,370	60,618				0	1,752
148	X	SPDR DJ WILSHIRE INTERNA	78463X863			7/24/2013		10/16/2013	3,001	2,880				0	121
149	X	SPDR DJ WILSHIRE INTERNA	78463X863			7/9/2012		10/16/2013	1,115	954				0	161
150	X	SPDR DJ WILSHIRE INTERNA	78463X863			1/29/2014		5/1/2014	768	716				0	52
151	X	SCHLUMBERGER LTD	806857108			8/4/2008		7/24/2013	2,727	3,145				0	-418
152	X	SCHLUMBERGER LTD	806857108			8/4/2008		1/29/2014	520	572				0	-52
153	X	TJX COS INC NEW	872540109			2/13/2013		7/24/2013	1,239	1,085				0	154
154	X	TJX COS INC NEW	872540109			3/29/2012		7/24/2013	1,032	781				0	251
155	X	TJX COS INC NEW	872540109			3/29/2012		1/29/2014	633	430				0	203
156	X	TARGET CORP	87612E106			2/13/2013		7/24/2013	1,535	1,318				0	217
157	X	TARGET CORP	87612E106			6/8/2012		7/24/2013	1,243	994				0	249
158	X	TARGET CORP	87612E106			8/30/2013		10/16/2013	382	380				0	2
159	X	TARGET CORP	87612E106			8/30/2013		1/29/2014	518	570				0	-52
160	X	TEVA PHARMACEUTICAL IND	881624209			3/29/2012		7/24/2013	1,772	1,893				0	-121
161	X	TEVA PHARMACEUTICAL IND	881624209			3/29/2012		8/19/2013	3,832	4,226				0	-394
162	X	TEVA PHARMACEUTICAL IND	881624209			2/13/2013		8/19/2013	838	816				0	22
163	X	THERMO FISHER SCIENTIFIC	883556102			2/13/2013		7/3/2013	680	600				0	80
164	X	THERMO FISHER SCIENTIFIC	883556102			9/1/2010		7/3/2013	1,191	602				0	589
165	X	THERMO FISHER SCIENTIFIC	883556102			9/1/2010		7/24/2013	1,995	946				0	1,049
166	X	THERMO FISHER SCIENTIFIC	883556102			9/1/2010		8/30/2013	1,596	774				0	822
167	X	UNITED PARCEL SERVICE-CL	911312106			6/8/2012		1/29/2014	475	383				0	92
168	X	UNION PACIFIC CORP	907818108			6/8/2012		1/29/2014	1,033	660				0	373
169	X	UNITEDHEALTH GROUP INC	91324P102			4/4/2013		7/24/2013	2,101	1,804				0	297
170	X	UNITED PARCEL SERVICE-CL	911312106			2/13/2013		7/24/2013	784	744				0	40
171	X	UNITED PARCEL SERVICE-CL	911312106			6/8/2012		7/24/2013	1,046	919				0	127
172	X	UNITEDHEALTH GROUP INC	91324P102			6/8/2012		7/24/2013	942	759				0	183
173	X	UNITEDHEALTH GROUP INC	91324P102			6/8/2012		1/29/2014	785	642				0	143
174	X	VANGUARD SHORT TERM BO	921937827			10/16/2013		5/1/2014	9,296	9,323				0	-27
175	X	VANGUARD FTSE DEVELOPE	921943858			2/13/2013		7/24/2013	15,456	14,979				0	477
176	X	VANGUARD FTSE DEVELOPE	921943858			2/13/2013		10/16/2013	18,823	17,139				0	1,684
177	X	VANGUARD FTSE DEVELOPE	921943858			2/13/2013		1/29/2014	1,954	1,795				0	159
178	X	VANGUARD FTSE EMERGING	922042858			2/13/2013		10/16/2013	34,072	35,944				0	-1,872
179	X	VANGUARD FTSE EMERGING	922042858			2/13/2013		5/1/2014	4,985	5,434				0	-449
180	X	VANGUARD REIT VIPER	922908553			2/13/2013		7/24/2013	1,768	1,728				0	40
181	X	VANGUARD REIT VIPER	922908553			2/13/2013		5/1/2014	2,327	2,223				0	104
182	X	VANGUARD REIT VIPER	922908553			10/16/2013		5/1/2014	4,654	4,408				0	246
183	X	EATON CORP PLC	G29183103			2/13/2013		7/24/2013	682	606				0	76
184	X	EATON CORP PLC	G29183103			12/3/2012		7/24/2013	273	207				0	66
185	X	EATON CORP PLC	G29183103			12/3/2012		1/29/2014	365	260				0	105

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

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		1,116	0	0	1,116
	Description				
1	TAX PREP FEES	1,116			1,116

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

		2,884	1,675	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	1,675	1,675		
2	ESTIMATED EXCISE PAYMENTS	1,209			

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		15	5	0	10
1	ADR FEES	5	5		
2	STATE AG FEES	10			10

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

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

1	PURCHASE OF ACCRUED INTEREST C/O FROM PY	1	152
2	Total	2	152

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

1	COST BASIS ADJUSTMENT	1	15
2	MUTUAL FUND TIMING DIFFERENCE	2	212
3	PY RETURN OF CAPITAL ADJUSTMENT	3	894
4	Total	4	1,121

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

	Amount
Long Term CG Distributions	9,653
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	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
						872,817	0	118	803,099	69,836	0	0	0	69,836
1	AFLAC INC	001055102		2/13/2013	7/24/2013	726		0	589	137	0	0	0	137
2	AFLAC INC	001055102		6/8/2012	7/24/2013	1,391		0	934	457	0	0	0	457
3	AFLAC INC	001055102		6/8/2012	1/29/2014	618		0	406	212	0	0	0	212
4	AQR MANAGED FUTURES STR-I #1521	00203H859		7/26/2013	10/16/2013	19,999		0	20,138	-139	0	0	0	-139
5	AFFILIATED MANAGERS GROUP, INC C	008252108		6/8/2012	7/24/2013	2,430		0	1,442	988	0	0	0	988
6	ANHEUSER-BUSCH INBEV SPN ADR	03524A108		2/13/2013	7/24/2013	1,069		0	1,059	10	0	0	0	10
7	ANHEUSER-BUSCH INBEV SPN ADR	03524A108		3/29/2012	7/24/2013	1,158		0	927	231	0	0	0	231
8	ANHEUSER-BUSCH INBEV SPN ADR	03524A108		3/29/2012	1/29/2014	585		0	428	157	0	0	0	157
9	APACHE CORP	037411105		5/4/2012	7/24/2013	1,970		0	2,142	-172	0	0	0	-172
10	APACHE CORP	037411105		5/4/2012	1/29/2014	488		0	536	-48	0	0	0	-48
11	APPLE INC	037833100		2/13/2013	7/24/2013	3,547		0	3,748	-201	0	0	0	-201
12	APPLE INC	037833100		1/29/2013	7/24/2013	887		0	919	-32	0	0	0	-32
13	BAXTER INTL INC	071813109		8/19/2013	1/29/2014	751		0	787	-36	0	0	0	-36
14	BERKSHIRE HATHAWAY INC	084670702		2/13/2013	7/24/2013	1,985		0	1,666	319	0	0	0	319
15	BERKSHIRE HATHAWAY INC	084670702		9/30/2008	7/24/2013	1,868		0	1,411	457	0	0	0	457
16	BERKSHIRE HATHAWAY INC	084670702		9/30/2008	1/29/2014	892		0	706	186	0	0	0	186
17	BHP BILLITON LIMITED - ADR	088606108		2/13/2013	7/24/2013	695		0	864	-169	0	0	0	-169
18	BHP BILLITON LIMITED - ADR	088606108		3/29/2012	7/24/2013	569		0	636	-67	0	0	0	-67
19	CREDIT SUISSE COMM RET ST-I #2156	22544R305		7/11/2012	5/1/2014	6,240		0	6,400	-160	0	0	0	-160
20	CUMMINS INC	231021106		11/14/2013	1/29/2014	2,027		82	2,108	1	0	0	0	1
21	DIAGEO PLC - ADR	25243Q205		6/8/2012	7/24/2013	984		0	786	198	0	0	0	198
22	DIAGEO PLC - ADR	25243Q205		2/13/2013	7/24/2013	984		0	948	36	0	0	0	36
23	DIAGEO PLC - ADR	25243Q205		9/12/2011	7/24/2013	246		0	151	95	0	0	0	95
24	DIAMOND HILL LONG-SHORT FD CL I #	25264S833		8/17/2012	7/24/2013	22,779		0	19,211	3,568	0	0	0	3,568
25	DIAMOND HILL LONG-SHORT FD CL I #	25264S833		5/9/2012	7/24/2013	35,701		0	29,439	6,262	0	0	0	6,262
26	DIAMOND HILL LONG-SHORT FD CL I #	25264S833		10/18/2013	1/29/2014	1,312		0	1,297	15	0	0	0	15
27	DIAMOND HILL LONG-SHORT FD CL I #	25264S833		5/9/2012	1/29/2014	174		0	138	36	0	0	0	36
28	WALT DISNEY CO	254687106		2/13/2013	7/24/2013	1,943		0	1,645	298	0	0	0	298
29	WALT DISNEY CO	254687106		3/29/2012	7/24/2013	1,425		0	933	492	0	0	0	492
30	WALT DISNEY CO	254687106		3/29/2012	1/29/2014	861		0	509	352	0	0	0	352
31	DREYFUS EMG MKT DEBT LOC C-I #608	261980494		4/2/2012	10/16/2013	24,199		0	24,283	-84	0	0	0	-84
32	DRIEHAUS ACTIVE INCOME FUND	262028855		7/26/2013	1/29/2014	10,985		0	10,965	20	0	0	0	20
33	E M C CORP MASS	268648102		8/15/2012	7/24/2013	1,840		0	1,787	53	0	0	0	53
34	E M C CORP MASS	268648102		8/15/2012	1/29/2014	474		0	492	-18	0	0	0	-18
35	FID ADV EMER MKTS INC- CL I #607	315920702		10/18/2013	5/1/2014	652		0	645	7	0	0	0	7
36	CAPITAL ONE FINANCIAL CORP	14040H105		7/9/2012	7/24/2013	1,379		0	1,083	296	0	0	0	296
37	CAPITAL ONE FINANCIAL CORP	14040H105		7/9/2012	1/29/2014	561		0	433	128	0	0	0	128
38	CAPITAL ONE FINANCIAL CORP	14040H105		7/9/2012	3/27/2014	6,203		0	4,442	1,761	0	0	0	1,761
39	CELANESE CORP	150870103		2/13/2013	7/24/2013	483		0	505	-22	0	0	0	-22
40	CELANESE CORP	150870103		6/8/2012	7/24/2013	967		0	771	196	0	0	0	196
41	CELANESE CORP	150870103		6/8/2012	1/29/2014	563		0	424	139	0	0	0	139
42	CHEVRON CORP	166764100		2/13/2013	7/3/2013	1,309		0	1,266	43	0	0	0	43
43	CHEVRON CORP	166764100		5/4/2012	7/3/2013	2,619		0	2,277	342	0	0	0	342
44	CHEVRON CORP	166764100		5/4/2012	7/24/2013	2,147		0	1,760	387	0	0	0	387
45	CHEVRON CORP	166764100		5/4/2012	1/29/2014	697		0	621	76	0	0	0	76
46	CISCO SYSTEMS INC	17275R102		2/13/2013	7/24/2013	1,763		0	1,451	312	0	0	0	312
47	CISCO SYSTEMS INC	17275R102		7/9/2012	7/24/2013	1,814		0	1,182	632	0	0	0	632
48	CISCO SYSTEMS INC	17275R102		7/9/2012	1/29/2014	605		0	466	139	0	0	0	139
49	CISCO SYSTEMS INC	17275R102		7/9/2012	5/1/2014	116		0	83	33	0	0	0	33
50	CITIGROUP INC	172967424		3/27/2014	5/1/2014	287		0	284	3	0	0	0	3
51	COACH INC	189754104		1/9/2013	7/24/2013	2,191		0	2,159	32	0	0	0	32
52	COACH INC	189754104		1/9/2013	1/29/2014	439		0	525	-86	0	0	0	-86
53	COMCAST CORP CLASS A	20030N101		2/13/2013	7/24/2013	1,747		0	1,609	138	0	0	0	138
54	COMCAST CORP CLASS A	20030N101		12/19/2008	7/24/2013	1,299		0	458	841	0	0	0	841
55	COMCAST CORP CLASS A	20030N101		12/19/2008	10/16/2013	420		0	142	278	0	0	0	278
56	COMCAST CORP CLASS A	20030N101		12/19/2008	1/29/2014	422		0	126	296	0	0	0	296
57	CREDIT SUISSE COMM RET ST-I #2156	22544R305		2/15/2013	10/16/2013	10,470		0	11,422	-952	0	0	0	-952
58	CREDIT SUISSE COMM RET ST-I #2156	22544R305		7/11/2012	10/16/2013	6,709		0	7,265	-556	0	0	0	-556
59	GOOGLE INC	38259P508		7/16/2010	5/1/2014	4,279		0	1,854	2,425	0	0	0	2,425
60	HSBC - ADR	404280406		2/25/2013	7/24/2013	1,629		0	1,582	47	0	0	0	47
61	HSBC - ADR	404280406		2/25/2013	1/29/2014	673		36	709	0	0	0	0	0
62	INTEL CORP	458140100		7/9/2012	6/18/2013	6,740		0	6,930	-190	0	0	0	-190
63	INTEL CORP	458140100		2/13/2013	6/18/2013	483		0	403	80	0	0	0	80
64	IBM CORP 6 500% 10/15/13	459200GN5		10/15/2008	10/15/2013	50,000		0	50,856	-856	0	0	0	-856
65	ISHARES CORE S & P 500 ETF	464287200		5/4/2012	7/24/2013	52,359		0	42,592	9,767	0	0	0	9,767
66	ISHARES CORE S & P 500 ETF	464287200		5/4/2012	1/29/2014	3,036		0	2 343	693	0	0	0	693
67	ISHARES S&P MIDCAP 400 GROWTH	464287606		2/13/2013	7/24/2013	9,416		0	8,557	859	0	0	0	859
68	ISHARES S&P MID-CAP 400 GROWTH	464287606		2/13/2013	10/16/2013	3,669		0	3,225	444	0	0	0	444
69	ISHARES S&P MID-CAP 400 GROWTH	464287606		2/13/2013	1/29/2014	2,911		0	2,480	431	0	0	0	431
70	ISHARES S&P MID-CAP 400 GROWTH	464287606		8/15/2012	1/29/2014	1,892		0	1,417	475	0	0	0	475
71	ISHARES S&P MID-CAP 400 GROWTH	464287606		8/15/2012	5/1/2014	17,026		0	12,427	4,599	0	0	0	4,599
72	ISHARES S&P MIDCAP 400 VALUE	464287705		2/13/2013	7/24/2013	3,123		0	2,811	312	0	0	0	312
73	ISHARES S&P MIDCAP 400 VALUE	464287705		8/15/2012	7/24/2013	12,383		0	9,567	2,816	0	0	0	2,816
74	ISHARES S&P MID-CAP 400 VALUE	464287705		8/15/2012	10/16/2013	1,324		0	998	326	0	0	0	326
75	ISHARES S&P MID-CAP 400 VALUE	464287705		8/15/2012	1/29/2014	3,421		0	2,496	925	0	0	0	925
76	ISHARES CORE S&P SMALL-CAP E	464287804		5/4/2012	10/16/2013	6,705		0	4,863	1,842	0	0	0	1,842
77	ISHARES CORE S&P SMALL-CAP E	464287804		5/4/2012	1/29/2014	8,294		0	5,821	2,473	0	0	0	2,473
78	JPMORGAN CHASE & CO	46625H100		2/13/2013	7/24/2013	1,697		0	1,468	229	0	0	0	229
79	JPMORGAN CHASE & CO	46625H100		12/11/2008	7/24/2013	1,584		0	851	733	0	0	0	733
80	JPMORGAN CHASE & CO	46625H100		12/11/2008	1/29/2014	880		0	486	394	0	0	0	394
81	JOHNSON CONTROLS INC	478366107		3/29/2012	7/24/2013	3,162		0	2,462	700	0	0	0	700
82	JOHNSON CONTROLS INC	478366107		3/29/2012	11/14/2013	3,288		0	2,143	1,145	0	0	0	1,145
83	JOHNSON CONTROLS INC	478366107		3/29/2012	1/29/2014	562		0	384	178	0	0	0	178
84	LAUDUS MONDRIAN INTL FI-INST #2940	51855Q655		5/9/2012	7/24/2013	3,320		0	3,655	-335	0	0	0	-335

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

	Amount
Long Term CG Distributions	9,653
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	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
						872,817	0	118	803,099	69,836	0	0	0	69,836
85	LAUDUS MONDRIAN INTL FI-INST #294	51855Q655		5/9/2012	5/1/2014	11,677		0	12,504	-827	0	0	0	-827
86	LAUDUS MONDRIAN INTL FI-INST #294	51855Q655		10/18/2013	5/1/2014	565		0	563	2	0	0	0	2
87	LAUDUS MONDRIAN INTL FI-INST #294	51855Q655		1/31/2014	5/1/2014	6,761		0	6,558	203	0	0	0	203
88	MCKESSON CORP	58155Q103		2/13/2013	7/24/2013	2,246		0	1,997	249	0	0	0	249
89	MCKESSON CORP	58155Q103		2/13/2013	12/13/2013	314		0	210	104	0	0	0	104
90	MCKESSON CORP	58155Q103		11/7/2012	12/13/2013	471		0	278	193	0	0	0	193
91	MCKESSON CORP	58155Q103		11/7/2012	1/29/2014	868		0	464	404	0	0	0	404
92	MERGER FD SH BEN INT #260	589509108		2/15/2013	7/24/2013	27,219		0	26,744	475	0	0	0	475
93	MICROSOFT CORP	594918104		7/9/2012	7/24/2013	1,629		0	1,527	102	0	0	0	102
94	MICROSOFT CORP	594918104		7/9/2012	1/29/2014	576		0	479	97	0	0	0	97
95	MONSTER BEVERAGE CORP	611740101		2/13/2013	7/24/2013	564		0	434	130	0	0	0	130
96	MONSTER BEVERAGE CORP	611740101		1/22/2013	7/24/2013	1,066		0	810	256	0	0	0	256
97	MONSTER BEVERAGE CORP	611740101		1/22/2013	1/29/2014	411		0	286	125	0	0	0	125
98	NATIONAL OILWELL INC COM	637071101		7/5/2013	7/24/2013	1,945		0	1,928	17	0	0	0	17
99	NATIONAL OILWELL INC COM	637071101		7/5/2013	1/29/2014	657		0	643	14	0	0	0	14
100	ASG GLOBAL ALTERNATIVES-Y #1993	63872T885		10/18/2013	1/29/2014	2,766		0	2,891	-125	0	0	0	-125
101	ASG GLOBAL ALTERNATIVES-Y #1993	63872T885		7/26/2013	1/29/2014	5,485		0	5,673	-188	0	0	0	-188
102	NESTLE S A REGISTERED SHARES - A	641069406		2/13/2013	7/24/2013	1,004		0	1,054	-50	0	0	0	-50
103	NESTLE S A REGISTERED SHARES - A	641069406		6/8/2012	7/24/2013	870		0	743	127	0	0	0	127
104	NESTLE S A REGISTERED SHARES - A	641069406		6/8/2012	1/29/2014	516		0	400	116	0	0	0	116
105	ORACLE CORPORATION	68389X105		2/13/2013	7/24/2013	486		0	524	-38	0	0	0	-38
106	ORACLE CORPORATION	68389X105		9/1/2010	7/24/2013	1,230		0	845	385	0	0	0	385
107	ORACLE CORPORATION	68389X105		9/1/2010	10/16/2013	330		0	222	108	0	0	0	108
108	ORACLE CORPORATION	68389X105		9/1/2010	5/1/2014	244		0	133	111	0	0	0	111
109	PIMCO FOREIGN BD FD USD H-INST #1	693390882		12/6/2011	7/24/2013	3,802		0	3,816	-14	0	0	0	-14
110	ROBECO BP LNG/SHRT RES-INS	74925K581		10/18/2013	1/29/2014	1,662		0	1,620	42	0	0	0	42
111	ROBECO BP LNG/SHRT RES-INS	74925K581		7/26/2013	1/29/2014	12,840		0	12,134	706	0	0	0	706
112	ROBECO BP LNG/SHRT RES-INS	74925K581		7/26/2013	5/1/2014	175		0	161	14	0	0	0	14
113	RIDGEWORTH SEIX HY BD-I #5855	76628T645		5/9/2012	1/29/2014	9,326		0	9,278	48	0	0	0	48
114	RIDGEWORTH SEIX HY BD-I #5855	76628T645		7/26/2013	1/29/2014	13,557		0	14,000	-443	0	0	0	-443
115	RIDGEWORTH SEIX HY BD-I #5855	76628T645		10/18/2013	1/29/2014	13,407		0	13,859	-452	0	0	0	-452
116	RIDGEWORTH SEIX HY BD-I #5855	76628T645		4/2/2012	1/29/2014	19,582		0	19,382	200	0	0	0	200
117	BHP BILLITON LIMITED - ADR	088606108		3/29/2012	1/29/2014	443		0	494	-51	0	0	0	-51
118	BOEING CO	097023105		2/13/2013	7/24/2013	962		0	674	288	0	0	0	288
119	BOEING CO	097023105		6/8/2012	7/24/2013	1,603		0	1,047	556	0	0	0	556
120	CME GROUP INC	12572Q105		9/20/2012	7/24/2013	2,507		0	1,973	534	0	0	0	534
121	CME GROUP INC	12572Q105		9/20/2012	1/29/2014	799		0	638	161	0	0	0	161
122	CVS/CAREMARK CORPORATION	126650100		2/13/2013	7/24/2013	1,663		0	1,375	288	0	0	0	288
123	CVS/CAREMARK CORPORATION	126650100		6/8/2012	7/24/2013	1,047		0	761	286	0	0	0	286
124	CVS/CAREMARK CORPORATION	126650100		6/8/2012	1/29/2014	815		0	537	278	0	0	0	278
125	CAPITAL ONE FINANCIAL CORP	14040H105		2/13/2013	7/24/2013	758		0	610	148	0	0	0	148
126	GATEWAY FUND - Y #1986	367829884		8/17/2012	7/24/2013	56,397		0	55,094	1,303	0	0	0	1,303
127	GATEWAY FUND - Y #1986	367829884		2/15/2013	7/24/2013	40,413		0	39,925	488	0	0	0	488
128	GILEAD SCIENCES INC	375558103		5/4/2012	7/24/2013	2,625		0	1,115	1,510	0	0	0	1,510
129	GILEAD SCIENCES INC	375558103		5/4/2012	12/13/2013	1,704		0	608	1,096	0	0	0	1,096
130	GILEAD SCIENCES INC	375558103		5/4/2012	1/29/2014	721		0	228	493	0	0	0	493
131	GOLDMAN SACHS GROUP INC	38141G104		2/13/2013	7/24/2013	989		0	926	63	0	0	0	63
132	GOLDMAN SACHS GROUP INC	38141G104		9/21/2011	7/24/2013	1,154		0	695	459	0	0	0	459
133	GOOGLE INC	38259P508		1/29/2010	5/1/2014	1,070		0	528	542	0	0	0	542
134	3M CO	88579Y101		2/13/2013	7/24/2013	1,046		0	925	121	0	0	0	121
135	THERMO FISHER SCIENTIFIC INC	883556102		9/1/2010	1/29/2014	667		0	258	409	0	0	0	409
136	3M CO	88579Y101		6/8/2012	7/24/2013	1,627		0	1,203	424	0	0	0	424
137	3M CO	88579Y101		6/8/2012	2/7/2014	2,470		0	1,633	837	0	0	0	837
138	TOTAL S A - ADR	89151E109		2/13/2013	7/24/2013	1,161		0	1,143	18	0	0	0	18
139	TOTAL S A - ADR	89151E109		7/9/2012	7/24/2013	686		0	576	110	0	0	0	110
140	TOTAL S A - ADR	89151E109		7/9/2012	1/29/2014	688		0	532	156	0	0	0	156
141	US BANCORP DEL NEW	902973304		2/13/2013	7/24/2013	1,466		0	1,327	139	0	0	0	139
142	US BANCORP DEL NEW	902973304		6/8/2012	7/24/2013	1,165		0	927	238	0	0	0	238
143	US BANCORP DEL NEW	902973304		6/8/2012	1/29/2014	683		0	508	175	0	0	0	175
144	UNION PACIFIC CORP	907818108		2/13/2013	7/3/2013	2,325		0	2,026	299	0	0	0	299
145	UNION PACIFIC CORP	907818108		6/8/2012	7/3/2013	1,550		0	1,099	451	0	0	0	451
146	UNION PACIFIC CORP	907818108		6/8/2012	7/24/2013	3,034		0	2,088	946	0	0	0	946
147	RIDGEWORTH SEIX HY BD-I #5855	76628T645		4/2/2012	5/1/2014	62,370		0	60,618	1,752	0	0	0	1,752
148	SPDR DJ WILSHIRE INTERNATIONAL R	78463X863		7/24/2013	10/16/2013	3,001		0	2,880	121	0	0	0	121
149	SPDR DJ WILSHIRE INTERNATIONAL R	78463X863		7/9/2012	10/16/2013	1,115		0	954	161	0	0	0	161
150	SPDR DJ WILSHIRE INTERNATIONAL R	78463X863		1/29/2014	5/1/2014	768		0	716	52	0	0	0	52
151	SCHLUMBERGER LTD	806857108		8/4/2008	7/24/2013	2,727		0	3,145	-418	0	0	0	-418
152	SCHLUMBERGER LTD	806857108		8/4/2008	1/29/2014	520		0	572	-52	0	0	0	-52
153	TJX COS INC NEW	872540109		2/13/2013	7/24/2013	1,239		0	1,085	154	0	0	0	154
154	TJX COS INC NEW	872540109		3/29/2012	7/24/2013	1,032		0	781	251	0	0	0	251
155	TJX COS INC NEW	872540109		3/29/2012	1/29/2014	633		0	430	203	0	0	0	203
156	TARGET CORP	87612E106		2/13/2013	7/24/2013	1,535		0	1,318	217	0	0	0	217
157	TARGET CORP	87612E106		6/8/2012	7/24/2013	1,243		0	994	249	0	0	0	249
158	TARGET CORP	87612E106		8/30/2013	10/16/2013	382		0	380	2	0	0	0	2
159	TARGET CORP	87612E106		8/30/2013	1/29/2014	518		0	570	-52	0	0	0	-52
160	TEVA PHARMACEUTICAL INDUSTRIES	881624209		3/29/2012	7/24/2013	1,772		0	1,893	-121	0	0	0	-121
161	TEVA PHARMACEUTICAL INDUSTRIES	881624209		3/29/2012	8/19/2013	3,832		0	4,226	-394	0	0	0	-394
162	TEVA PHARMACEUTICAL INDUSTRIES	881624209		2/13/2013	8/19/2013	838		0	816	22	0	0	0	22
163	THERMO FISHER SCIENTIFIC INC	883556102		2/13/2013	7/3/2013	680		0	600	80	0	0	0	80
164	THERMO FISHER SCIENTIFIC INC	883556102		9/1/2010	7/3/2013	1,191		0	602	589	0	0	0	589
165	THERMO FISHER SCIENTIFIC INC	883556102		9/1/2010	7/24/2013	1,995		0	946	1,049	0	0	0	1,049
166	THERMO FISHER SCIENTIFIC INC	883556102		9/1/2010	8/30/2013	1,596		0	774	822	0	0	0	822
167	UNITED PARCEL SERVICE-CL B	911312106		6/8/2012	1/29/2014	475		0	383	92	0	0	0	92
168	UNION PACIFIC CORP	907818108		6/8/2012	1/29/2014	1,033		0	660	373	0	0	0	373

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

	Amount
Long Term CG Distributions	9,653
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	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
						872,817	0	118	803,099	69,836	0	0	0	69,836
169	UNITEDHEALTH GROUP INC	91324P102		4/4/2013	7/24/2013	2,101		0	1,804	297	0	0	0	297
170	UNITED PARCEL SERVICE-CL B	911312106		2/13/2013	7/24/2013	784		0	744	40	0	0	0	40
171	UNITED PARCEL SERVICE-CL B	911312106		6/8/2012	7/24/2013	1,046		0	919	127	0	0	0	127
172	UNITEDHEALTH GROUP INC	91324P102		6/8/2012	7/24/2013	942		0	759	183	0	0	0	183
173	UNITEDHEALTH GROUP INC	91324P102		6/8/2012	1/29/2014	785		0	642	143	0	0	0	143
174	VANGUARD SHORT TERM BOND ETF	921937827		10/16/2013	5/1/2014	9,296		0	9,323	-27	0	0	0	-27
175	VANGUARD FTSE DEVELOPED ETF	921943858		2/13/2013	7/24/2013	15,456		0	14,979	477	0	0	0	477
176	VANGUARD FTSE DEVELOPED ETF	921943858		2/13/2013	10/16/2013	18,823		0	17,139	1,684	0	0	0	1,684
177	VANGUARD FTSE DEVELOPED ETF	921943858		2/13/2013	1/29/2014	1,954		0	1,795	159	0	0	0	159
178	VANGUARD FTSE EMERGING MARKETS	922042858		2/13/2013	10/16/2013	34,072		0	35,944	-1,872	0	0	0	-1,872
179	VANGUARD FTSE EMERGING MARKETS	922042858		2/13/2013	5/1/2014	4,985		0	5,434	-449	0	0	0	-449
180	VANGUARD REIT VIPER	922908553		2/13/2013	7/24/2013	1,768		0	1,728	40	0	0	0	40
181	VANGUARD REIT VIPER	922908553		2/13/2013	5/1/2014	2,327		0	2,223	104	0	0	0	104
182	VANGUARD REIT VIPER	922908553		10/16/2013	5/1/2014	4,654		0	4,408	246	0	0	0	246
183	EATON CORP PLC	G29183103		2/13/2013	7/24/2013	682		0	606	76	0	0	0	76
184	EATON CORP PLC	G29183103		12/3/2012	7/24/2013	273		0	207	66	0	0	0	66
185	EATON CORP PLC	G29183103		12/3/2012	1/29/2014	365		0	260	105	0	0	0	105

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
										31,393	0	0
1	Wells Fargo Bank N A Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	31,393		

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

		Date		Amount
1	Credit from prior year return		1	1,052
2	First quarter estimated tax payment		2	
3	Second quarter estimated tax payment	11/8/2013	3	78
4	Third quarter estimated tax payment	2/11/2014	4	565
5	Fourth quarter estimated tax payment	5/7/2014	5	566
6	Other payments		6	
7	Total		7	2,261