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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

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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 IVIE FRANCES WICKAM SCHOLARSHIP TRUST TUW		A Employer identification number 95-6530377
Number and street (or P O box number if mail is not delivered to street address) Room/suite Wells Fargo Bank N A. Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041		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
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		C If exemption application is pending, check here ☐ D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 758,300	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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	17,822	17,455		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	27,760			
	b Gross sales price for all assets on line 6a	261,345			
	7 Capital gain net income (from Part IV, line 2)		27,760		
	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	45,582	45,215	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	11,935	8,951		2,984
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	11,600			11,600
	b Accounting fees (attach schedule)	1,102			1,102
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	511	511		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	1,082	72		1,010
	24 Total operating and administrative expenses. Add lines 13 through 23	26,230	9,534	0	16,696
	25 Contributions, gifts, grants paid	19,000			19,000
26 Total expenses and disbursements. Add lines 24 and 25	45,230	9,534	0	35,696	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	352				
b Net investment income (if negative, enter -0-)		35,681			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

HTA

Form **990-PF** (2013)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash—non-interest-bearing					
	2 Savings and temporary cash investments	12,109	8,685	8,685		
	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)	614,567	619,096	749,615		
	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)	626,676	627,781	758,300		
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	626,676	627,781			
	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)	626,676	627,781			
	31 Total liabilities and net assets/fund balances (see instructions)	626,676	627,781			

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	626,676
2 Enter amount from Part I, line 27a	2	352
3 Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	1,419
4 Add lines 1, 2, and 3	4	628,447
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	666
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	627,781

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) 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))
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	27,760
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	9,482	684,838	0.013846
2011	36,957	683,111	0.054101
2010	44,770	702,643	0.063717
2009	65,996	662,740	0.099581
2008	46,291	656,996	0.070459

2 Total of line 1, column (d)	2	0.301704
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	0.060341
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	724,558
5 Multiply line 4 by line 3	5	43,721
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	357
7 Add lines 5 and 6	7	44,078
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	35,696

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	714	
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	714	
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	714	
6	Credits/Payments:			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	360	
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	360	
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	354	
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?		X
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
c Did the foundation file Form 1120-POL for this year?		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? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 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
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?	X	
7 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	
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 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
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►				X

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

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

		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)? Organizations relying on a current notice regarding disaster assistance check here ☐	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? ☐ 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
	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, NC	TRUSTEE	4 00	11,935	

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	714,076
b	Average of monthly cash balances	1b	21,516
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	735,592
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	735,592
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	11,034
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	724,558
6	Minimum investment return. Enter 5% of line 5	6	36,228

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	36,228
2a	Tax on investment income for 2013 from Part VI, line 5	2a	714
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	714
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	35,514
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	35,514
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	35,514

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	35,696
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	35,696
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	35,696

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				35,514
2 Undistributed income, if any, as of the end of 2013.				
a Enter amount for 2012 only			13,595	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 35,696				
a Applied to 2012, but not more than line 2a			13,595	
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				22,101
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	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				13,413
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)													
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	<table border="1"> <tr> <th>Tax year</th> <th colspan="3">Prior 3 years</th> <th rowspan="2">(e) Total</th> </tr> <tr> <th>(a) 2013</th> <th>(b) 2012</th> <th>(c) 2011</th> <th>(d) 2010</th> </tr> </table>				Tax year	Prior 3 years			(e) Total	(a) 2013	(b) 2012	(c) 2011	(d) 2010
	Tax year	Prior 3 years			(e) Total								
(a) 2013	(b) 2012	(c) 2011	(d) 2010										
					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 <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	19,000
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

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

Recipient(s) paid during the year

Name

CALIFORNIA STATE UNIVERSITY

Street

401 GOLDEN SHORE

City

LONG BEACH

State

CA

Zip Code

90802

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

6,250

Name

PALOMAR COLLEGE

Street

1140 W MISSION RD

City

SAN MARCOS

State

CA

Zip Code

92069

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,000

Name

SAN DIEGO STATE UNIVERSITY

Street

5500 CAMPANILE DR

City

SAN DIEGO

State

CA

Zip Code

92115

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

4,000

Name

RICE UNIVERSITY

Street

6100 MAIN STREET

City

HOUSTON

State

TX

Zip Code

77005

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

2,000

Name

TEXAS STATE UNIVERSITY

Street

601 UNIVERSITY DR

City

SAN MARCOS

State

TX

Zip Code

78666

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

3,500

Name

REGENTS OF UNIVERSITY OF CALIFORNIA

Street

1111 FRANKLIN ST

City

OAKLAND

State

CA

Zip Code

94607

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

2,250

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

Long Term CG Distributions										Short Term CG Distributions										Amount		3,033	
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	X	AFLAC INC		001055102			2/22/2010		1/22/2014	324	246					78							
2	X	AFLAC INC		001055102			12/15/2009		1/22/2014	194	142					52							
3	X	AQR MANAGED FUTURES ST		00203H859			7/15/2013		10/9/2013	6,065	6,293					228							
4	X	AFFILIATED MANAGERS GRO		008252108			7/15/2011		7/11/2013	336	199					137							
5	X	AFFILIATED MANAGERS GRO		008252108			10/15/2010		7/11/2013	336	172					164							
6	X	ANHEUSER-BUSCH INBEV SF		03524A108			2/9/2013		7/11/2013	466	429					37							
7	X	ANHEUSER-BUSCH INBEV SF		03524A108			2/15/2012		7/11/2013	279	193					86							
8	X	APACHE CORP		037411105			2/15/2012		1/22/2014	508	645					137							
9	X	APPLE INC		037833100			1/29/2013		7/11/2013	846	917					71							
10	X	APPLE INC		037833100			1/29/2013		10/9/2013	485	459					26							
11	X	BERKSHIRE HATHAWAY INC		084670702			2/22/2010		7/11/2013	579	399					180							
12	X	INTERNATIONAL BUSINESS M		459200101			6/17/2013		10/9/2013	359	407					48							
13	X	ISHARES CORE S & P 500 ETF		464287200			8/6/2010		6/10/2013	331	225					106							
14	X	ISHARES CORE S & P 500 ETF		464287200			12/15/2009		6/10/2013	3,145	2,127					1,018							
15	X	ISHARES CORE S & P 500 ETF		464287200			12/15/2009		7/11/2013	2,012	1,343					669							
16	X	ISHARES CORE S & P 500 ETF		464287200			2/22/2010		7/11/2013	9,055	6,034					3,021							
17	X	ISHARES CORE S & P 500 ETF		464287200			2/12/2010		7/11/2013	2,515	1,618					897							
18	X	ISHARES CORE S & P 500 ETF		464287200			2/12/2010		1/22/2014	1,113	647					466							
19	X	ISHARES S&P MIDCAP 400 GF		464287606			2/8/2013		7/11/2013	2,428	2,229					199							
20	X	ISHARES S&P MIDCAP 400 GF		464287606			3/20/2012		10/9/2013	407	338					69							
21	X	BERKSHIRE HATHAWAY INC		084670702			10/15/2010		7/11/2013	463	335					128							
22	X	BERKSHIRE HATHAWAY INC		084670702			2/8/2013		7/11/2013	116	97					19							
23	X	BOEING CO		097023105			2/15/2012		10/9/2013	461	301					160							
24	X	CME GROUP INC		12572Q105			8/30/2012		10/9/2013	435	327					108							
25	X	CVS/CAREMARK CORPORATI		126650100			2/12/2010		10/9/2013	229	133					96							
26	X	CVS/CAREMARK CORPORATI		126650100			12/15/2009		10/9/2013	171	95					76							
27	X	CAPITAL ONE FINANCIAL CO		14040H105			8/6/2010		1/22/2014	73	41					32							
28	X	CAPITAL ONE FINANCIAL CO		14040H105			12/15/2009		1/22/2014	437	241					196							
29	X	CAPITAL ONE FINANCIAL CO		14040H105			12/15/2009		3/25/2014	151	80					71							
30	X	CAPITAL ONE FINANCIAL CO		14040H105			2/12/2010		3/25/2014	829	386					443							
31	X	CAPITAL ONE FINANCIAL CO		14040H105			2/22/2010		3/25/2014	603	308					295							
32	X	CAPITAL ONE FINANCIAL CO		14040H105			10/15/2010		3/25/2014	301	150					151							
33	X	CELANESE CORP		150870103			7/15/2011		1/22/2014	383	374					9							
34	X	CHEVRON CORP		166764100			10/15/2010		7/11/2013	495	333					162							
35	X	CHEVRON CORP		166764100			2/15/2012		7/11/2013	248	248					38							
36	X	CHEVRON CORP		166764100			2/8/2013		7/11/2013	619	575					44							
37	X	CHEVRON CORP		166764100			12/15/2009		7/11/2013	495	311					184							
38	X	CISCO SYSTEMS INC		17275R102			2/15/2012		7/11/2013	205	159					46							
39	X	CISCO SYSTEMS INC		17275R102			2/8/2013		7/11/2013	588	488					100							
40	X	CISCO SYSTEMS INC		17275R102			5/21/2012		7/11/2013	205	134					71							
41	X	COACH INC		189754104			1/8/2013		7/11/2013	592	583					9							
42	X	COMCAST CORP CLASS A		20030N101			2/8/2013		7/11/2013	922	466					56							
43	X	DIAMOND HILL LONG-SHORT		25264S833			10/19/2010		7/11/2013	4,494	3,400					1,094							
44	X	COMCAST CORP CLASS A		20030N101			2/22/2010		7/11/2013	348	130					218							
45	X	CREDIT SUISSE COMM RETS		22544R305			7/19/2011		10/9/2013	3,484	4,570					1,086							
46	X	CREDIT SUISSE COMM RETS		22544R305			7/19/2011		4/23/2014	1,643	2,006					363							
47	X	DIAGEO PLC - ADR		25243Q205			12/15/2009		7/11/2013	243	137					106							
48	X	DIAMOND HILL LONG-SHORT		25264S833			7/19/2011		7/11/2013	3,991	3,213					778							
49	X	DIAGEO PLC - ADR		25243Q205			2/22/2010		7/11/2013	243	132					111							
50	X	DIAMOND HILL LONG-SHORT		25264S833			9/2/2011		7/11/2013	3,316	2,509					807							
51	X	DIAMOND HILL LONG-SHORT		25264S833			2/17/2012		7/11/2013	451	385					66							
52	X	DIAMOND HILL LONG-SHORT		25264S833			3/22/2012		7/11/2013	502	427					75							
53	X	DIAMOND HILL LONG-SHORT		25264S833			8/10/2010		7/11/2013	4,933	3,707					1,226							
54	X	WALT DISNEY CO		254687106			2/15/2012		7/11/2013	198	124					74							
55	X	WALT DISNEY CO		254687106			2/8/2013		7/11/2013	593	490					103							
56	X	WALT DISNEY CO		254687106			12/15/2009		7/11/2013	263	129					134							
57	X	DREYFUS EMG MKT DEBT LO		261980494			10/19/2010		7/11/2013	3,320	3,500					180							
58	X	DREYFUS EMG MKT DEBT LO		261980494			9/2/2011		10/9/2013	5,816	6,157					341							
59	X	DREYFUS EMG MKT DEBT LO		261980494			8/13/2012		10/9/2013	628	648					20							
60	X	DRIEHAUS ACTIVE INCOME F		262028655			7/15/2013		1/22/2014	3,340	3,312					28							
61	X	GATEWAY FUND - Y #1986		367829884			8/13/2012		7/11/2013	16,857	16,425					432							
62	X	GATEWAY FUND - Y #1986		367829884			2/12/2013		7/11/2013	12,463	12,299					164							
63	X	GILEAD SCIENCES INC		375558103			2/15/2012		7/11/2013	839	410					429							
64	X	GILEAD SCIENCES INC		375558103			2/15/2012		12/12/2013	493	191					302							
65	X	GILEAD SCIENCES INC		375558103			3/20/2012		7/11/2013	141	47					94							
66	X	GOLDMAN SACHS GROUP INC		38141G104			2/8/2013		7/11/2013	635	603					32							
67	X	GOOGLE INC		38259P508			6/7/2012		4/25/2014	1,571	875					696							
68	X	INTEL CORP		458140100			12/15/2009		6/17/2013	477	378					99							

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

Amount										Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Long Term CG Distributions										Capital Gains/Losses		261,345		233,585		27,760	
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			
69	X	INTEL CORP			2/12/2010		6/17/2013	652	534				0	118			
70	X	INTEL CORP			2/22/2010		6/17/2013	50	42				0	8			
71	X	INTEL CORP			6/30/2010		6/17/2013	251	197				0	54			
72	X	INTEL CORP			8/6/2010		6/17/2013	251	206				0	45			
73	X	INTEL CORP			10/15/2010		6/17/2013	201	154				0	47			
74	X	ISHARES S&P MID-CAP 400 G			2/8/2013		10/9/2013	1,086	991				0	95			
75	X	ISHARES S&P MID-CAP 400 G			8/31/2011		1/22/2014	1,211	802				0	409			
76	X	ISHARES S&P MID-CAP 400 G			2/8/2013		1/22/2014	303	248				0	55			
77	X	ISHARES S&P MID-CAP 400 G			2/22/2010		4/23/2014	3,002	1,575				0	1,427			
78	X	ISHARES S&P MID-CAP 400 G			2/8/2013		4/23/2014	1,651	1,362				0	289			
79	X	ISHARES S&P MID-CAP 400 G			12/31/2009		4/23/2014	300	157				0	143			
80	X	ISHARES S&P MID-CAP 400 G			2/8/2013		7/11/2013	2,120	1,923				0	197			
81	X	ISHARES S&P MID-CAP 400 G			8/31/2011		7/11/2013	2,226	1,568				0	658			
82	X	ISHARES S&P MID-CAP 400 G			8/6/2010		1/22/2014	118	69				0	49			
83	X	ISHARES S&P MID-CAP 400 G			8/31/2011		1/22/2014	118	75				0	43			
84	X	ISHARES S&P MID-CAP 400 G			2/22/2010		1/22/2014	1,532	884				0	648			
85	X	ISHARES S&P MID-CAP 400 G			8/6/2010		10/9/2013	2,141	1,239				0	882			
86	X	ISHARES S&P MID-CAP 400 G			2/22/2010		1/22/2014	1,093	572				0	521			
87	X	ISHARES S&P MID-CAP 400 G			2/22/2010		1/22/2014	1,531	779				0	752			
88	X	ISHARES S&P MID-CAP 400 G			2/8/2013		7/11/2013	558	484				0	74			
89	X	ISHARES S&P MID-CAP 400 G			5/24/1979		7/11/2013	446	25				0	421			
90	X	ISHARES S&P MID-CAP 400 G			7/15/2011		7/11/2013	328	366				0	38			
91	X	ISHARES S&P MID-CAP 400 G			2/15/2012		7/11/2013	333	333				0	31			
92	X	ISHARES S&P MID-CAP 400 G			3/20/2012		7/11/2013	146	129				0	17			
93	X	ISHARES S&P MID-CAP 400 G			3/20/2012		1/22/2014	1,279	807				0	472			
94	X	ISHARES S&P MID-CAP 400 G			10/19/2010		7/11/2013	433	492				0	59			
95	X	ISHARES S&P MID-CAP 400 G			2/17/2012		7/11/2013	914	1,000				0	86			
96	X	ISHARES S&P MID-CAP 400 G			8/10/2010		7/11/2013	514	560				0	46			
97	X	ISHARES S&P MID-CAP 400 G			8/10/2010		4/23/2014	3,082	3,282				0	-200			
98	X	ISHARES S&P MID-CAP 400 G			3/22/2012		4/23/2014	449	473				0	-24			
99	X	ISHARES S&P MID-CAP 400 G			1/24/2014		4/23/2014	2,176	2,141				0	35			
100	X	ISHARES S&P MID-CAP 400 G			11/7/2012		7/11/2013	472	379				0	93			
101	X	ISHARES S&P MID-CAP 400 G			5/8155Q103		7/11/2013	505	284				0	221			
102	X	ISHARES S&P MID-CAP 400 G			8/10/2010		7/11/2013	2,633	2,597				0	36			
103	X	ISHARES S&P MID-CAP 400 G			5/8509108		7/11/2013	2,208	2,200				0	8			
104	X	ISHARES S&P MID-CAP 400 G			5/8509108		7/11/2013	978	988				0	-10			
105	X	ISHARES S&P MID-CAP 400 G			5/8509108		7/11/2013	1,281	1,263				0	18			
106	X	ISHARES S&P MID-CAP 400 G			5/8509108		7/11/2013	931	913				0	18			
107	X	ISHARES S&P MID-CAP 400 G			5/94918104		1/22/2014	72	60				0	12			
108	X	ISHARES S&P MID-CAP 400 G			2/22/2010		1/22/2014	362	288				0	74			
109	X	ISHARES S&P MID-CAP 400 G			6/38721885		1/22/2014	1,783	1,797				0	-14			
110	X	ISHARES S&P MID-CAP 400 G			641069406		7/11/2013	403	418				0	-15			
111	X	ISHARES S&P MID-CAP 400 G			641069406		7/11/2013	201	145				0	56			
112	X	ISHARES S&P MID-CAP 400 G			63389X105		1/22/2014	342	260				0	82			
113	X	ISHARES S&P MID-CAP 400 G			63389X105		1/22/2014	114	84				0	30			
114	X	ISHARES S&P MID-CAP 400 G			693390882		7/11/2013	2,167	2,187				0	-20			
115	X	ISHARES S&P MID-CAP 400 G			74925K581		1/22/2014	4,193	3,857				0	336			
116	X	ISHARES S&P MID-CAP 400 G			76828T645		1/22/2014	2,139	2,102				0	37			
117	X	ISHARES S&P MID-CAP 400 G			76828T645		1/22/2014	5,237	5,216				0	21			
118	X	ISHARES S&P MID-CAP 400 G			76828T645		1/22/2014	6,625	6,766				0	-141			
119	X	ISHARES S&P MID-CAP 400 G			76828T645		1/22/2014	1,495	1,464				0	31			
120	X	ISHARES S&P MID-CAP 400 G			76828T645		4/23/2014	3,701	3,441				0	260			
121	X	ISHARES S&P MID-CAP 400 G			76828T645		4/23/2014	5,681	5,222				0	469			
122	X	ISHARES S&P MID-CAP 400 G			76828T645		4/23/2014	4,398	4,075				0	323			
123	X	ISHARES S&P MID-CAP 400 G			76828T645		4/23/2014	3,427	3,172				0	255			
124	X	ISHARES S&P MID-CAP 400 G			76828T645		4/23/2014	1,580	1,580				0	44			
125	X	ISHARES S&P MID-CAP 400 G			78463X863		6/10/2013	1,105	1,121				0	-16			
126	X	ISHARES S&P MID-CAP 400 G			78463X863		6/10/2013	1,555	1,500				0	55			
127	X	ISHARES S&P MID-CAP 400 G			78463X863		10/9/2013	1,695	1,695				0	22			
128	X	ISHARES S&P MID-CAP 400 G			808857108		7/11/2013	231	284				0	-33			
129	X	ISHARES S&P MID-CAP 400 G			808857108		7/11/2013	462	470				0	-8			
130	X	ISHARES S&P MID-CAP 400 G			808857108		7/11/2013	77	78				0	-1			
131	X	ISHARES S&P MID-CAP 400 G			872540109		10/8/2013	384	192				0	192			
132	X	ISHARES S&P MID-CAP 400 G			87612E106		7/11/2013	507	436				0	71			
133	X	ISHARES S&P MID-CAP 400 G			87612E106		7/11/2013	290	150				0	140			
134	X	ISHARES S&P MID-CAP 400 G			881624209		8/19/2013	40	59				0	-19			
135	X	ISHARES S&P MID-CAP 400 G			881624209		8/19/2013	238	317				0	-79			
136	X	ISHARES S&P MID-CAP 400 G			881624209		8/19/2013	278	349				0	-71			

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

Totals										Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Capital Gains/Losses										261,345		233,585		27,760	
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	TEVA PHARMACEUTICAL IND	881624209			10/15/2010		8/19/2013	278	381				0	-103	
138	TEVA PHARMACEUTICAL IND	881624209			7/15/2011		8/19/2013	397	481				0	-84	
139	TEVA PHARMACEUTICAL IND	881624209			8/31/2011		8/19/2013	397	413				0	-16	
140	THERMO FISHER SCIENTIFIC	883556102			7/15/2011		7/11/2013	621	441				0	180	
141	THERMO FISHER SCIENTIFIC	883556102			8/31/2011		7/11/2013	177	110				0	67	
142	THERMO FISHER SCIENTIFIC	883556102			8/31/2011		8/29/2013	447	279				0	172	
143	3M CO	88579101			7/15/2011		7/11/2013	458	381				0	77	
144	3M CO	88579101			7/15/2011		2/7/2014	520	381				0	139	
145	3M CO	88579101			3/20/2012		2/7/2014	260	179				0	81	
146	TOTAL S.A. - ADR	89151E109			7/15/2012		1/22/2014	482	361				0	121	
147	US BANCORP DEL NEW	902973304			2/8/2013		7/11/2013	409	370				0	39	
148	US BANCORP DEL NEW	902973304			2/15/2012		7/11/2013	261	201				0	60	
149	UNION PACIFIC CORP	907818108			7/15/2011		7/11/2013	634	402				0	232	
150	UNION PACIFIC CORP	907818108			2/8/2013		7/11/2013	792	662				0	130	
151	UNION PACIFIC CORP	907818108			8/31/2011		7/11/2013	634	370				0	264	
152	UNION PACIFIC CORP	907818108			8/31/2011		4/23/2014	384	185				0	199	
153	UNITED PARCEL SERVICE CL	911312106			2/15/2012		1/22/2014	496	362				0	114	
154	UNITEDHEALTH GROUP INC	91324P102			4/2/2013		7/11/2013	614	557				0	57	
155	UNITEDHEALTH GROUP INC	91324P102			2/8/2013		7/11/2013	273	229				0	44	
156	VANGUARD INTERMEDIATE T	921937819			3/20/2012		6/10/2013	4,097	4,141				0	-44	
157	VANGUARD INTERMEDIATE T	921937819			11/16/2012		6/10/2013	1,195	1,267				0	-72	
158	VANGUARD INTERMEDIATE T	921937819			7/15/2011		6/10/2013	1,110	1,107				0	3	
159	VANGUARD INTERMEDIATE T	921937819			7/15/2011		7/11/2013	3,578	3,662				0	-84	
160	VANGUARD SHORT TERM BO	921937827			6/30/2010		7/11/2013	5,528	5,593				0	-65	
161	VANGUARD SHORT TERM BO	921937827			9/30/2010		4/23/2014	1,601	1,621				0	-20	
162	VANGUARD SHORT TERM BO	921937827			10/9/2013		4/23/2014	7,847	7,870				0	-23	
163	VANGUARD FTSE DEVELOPE	921943858			2/8/2013		6/10/2013	3,318	3,235				0	83	
164	VANGUARD FTSE DEVELOPE	921943858			2/8/2013		10/9/2013	7,145	6,652				0	493	
165	VANGUARD FTSE EMERGING	922042858			7/15/2011		10/8/2013	573	668				0	-95	
166	VANGUARD FTSE EMERGING	922042858			2/8/2013		10/9/2013	10,773	11,643				0	-870	
167	VANGUARD FTSE EMERGING	922042858			10/15/2010		4/23/2014	979	1,138				0	-159	

Part I, Line 16a (990-PF) - Legal Fees

		11,600	0	0	11,600
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	LEGAL FEES	11,600			11,600

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

		1,102	0	0	1,102
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,102			1,102

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

		511	511	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	511	511		

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

		1,082	72	0	1,010
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ARD FEES	2	2		
2	MINERAL INTEREST FEES	70	70		
3	STATE AG FEES	10			10
4	USER DETERMINATION FEE	1,000			1,000

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1	SEE ATTACHED		614,567	619,096	749,615

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

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

1	Federal Excise Tax Refund	1	1,418
2	Rounding	2	1
3	Total	3	1,419

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

1	Mutual Fund Timing Difference	1	77
2	PY Return of Capital Adjustment	2	589
3	Total	3	666

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

Long Term CG Distributions														Amount		
Short Term CG Distributions														3.033		
														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	24,727	0	Gains Minus Excess of FMV Over Adjusted Basis or Losses	24,727
1 AFLAC INC	001055102		2/22/2010	1/22/2014	324			246	58	0	0	0	58	0	0	0
2 AFLAC INC	001055102		2/22/2010	1/22/2014	142			142	194	0	0	0	194	0	52	78
3 AOR MANAGED FUTURES STR.#15213	000203H59		7/15/2013	10/9/2013	6,065			6,293	-228	0	0	0	-228	0	-228	0
4 AFFILIATED MANAGERS GROUP, INC C	008232108		7/15/2013	7/11/2013	336			199	336	0	0	0	336	0	137	137
5 AFFILIATED MANAGERS GROUP, INC C	008232108		7/15/2013	7/11/2013	336			172	336	0	0	0	336	0	164	164
6 ANHEUSER-BUSCH INBEV SPN ADR	035244108		2/8/2013	7/11/2013	429			429	37	0	0	0	37	0	37	37
7 ANHEUSER-BUSCH INBEV SPN ADR	035244108		2/8/2013	7/11/2013	466			193	66	0	0	0	66	0	66	66
8 APACHE CORP	037411105		2/15/2012	1/22/2014	508			645	-137	0	0	0	-137	0	-137	0
9 APPLE INC	037833100		1/29/2013	7/11/2013	846			917	-71	0	0	0	-71	0	-71	0
10 APPLE INC	037833100		1/29/2013	10/6/2013	485			459	26	0	0	0	26	0	26	26
11 BERSHIRE HATHAWAY INC	084670702		2/22/2010	7/11/2013	579			399	180	0	0	0	180	0	180	180
12 INTERNATIONAL BUSINESS MACHS CO	459200101		6/17/2013	10/9/2013	359			407	-48	0	0	0	-48	0	-48	0
13 SHARES CORE S & P 500 ETF	464287200		8/6/2010	6/10/2013	331			225	106	0	0	0	106	0	106	106
14 SHARES CORE S & P 500 ETF	464287200		12/15/2009	6/10/2013	3,145			2,127	1,018	0	0	0	1,018	0	1,018	1,018
15 SHARES CORE S & P 500 ETF	464287200		12/15/2009	7/11/2013	2,012			1,343	669	0	0	0	669	0	669	669
16 SHARES CORE S & P 500 ETF	464287200		2/22/2010	7/11/2013	9,055			6,034	3,021	0	0	0	3,021	0	3,021	3,021
17 SHARES CORE S & P 500 ETF	464287200		2/12/2010	7/11/2013	2,515			1,618	897	0	0	0	897	0	897	897
18 SHARES CORE S & P 500 ETF	464287200		2/12/2010	1/22/2014	1,113			647	466	0	0	0	466	0	466	466
19 SHARES S&P MID-CAP 400 GROWTH	464287606		2/8/2013	7/11/2013	2,428			2,229	199	0	0	0	199	0	199	199
20 SHARES S&P MID-CAP 400 GROWTH	464287606		3/20/2012	10/9/2013	407			338	69	0	0	0	69	0	69	69
21 BERSHIRE HATHAWAY INC	084670702		10/15/2010	7/11/2013	463			335	128	0	0	0	128	0	128	128
22 BERSHIRE HATHAWAY INC	084670702		2/8/2013	7/11/2013	116			97	19	0	0	0	19	0	19	19
23 BOEING CO	087023105		2/15/2012	10/9/2013	461			301	160	0	0	0	160	0	160	160
24 CME GROUP INC	125720105		8/20/2012	10/9/2013	435			327	108	0	0	0	108	0	108	108
25 CYSERMARK CORPORATION	136550100		2/12/2010	10/9/2013	225			133	96	0	0	0	96	0	96	96
26 CYSERMARK CORPORATION	136550100		2/12/2010	10/9/2013	171			95	76	0	0	0	76	0	76	76
27 CAPITAL ONE FINANCIAL CORP	14040H105		9/8/2010	1/22/2014	43			241	33	0	0	0	33	0	33	33
28 CAPITAL ONE FINANCIAL CORP	14040H105		12/15/2009	1/22/2014	151			80	196	0	0	0	196	0	196	196
29 CAPITAL ONE FINANCIAL CORP	14040H105		2/12/2010	3/23/2014	829			366	443	0	0	0	443	0	443	443
30 CAPITAL ONE FINANCIAL CORP	14040H105		2/12/2010	3/23/2014	603			350	285	0	0	0	285	0	285	285
31 CAPITAL ONE FINANCIAL CORP	14040H105		10/15/2010	3/23/2014	301			130	151	0	0	0	151	0	151	151
32 CAPITAL ONE FINANCIAL CORP	14040H105		7/15/2011	1/22/2014	383			374	9	0	0	0	9	0	9	9
33 CELANESE CORP	150070103		10/15/2010	7/11/2013	455			333	162	0	0	0	162	0	162	162
34 CHEVRON CORP	166764100		2/15/2012	7/11/2013	248			210	38	0	0	0	38	0	38	38
35 CHEVRON CORP	166764100		2/8/2013	7/11/2013	619			575	44	0	0	0	44	0	44	44
36 CHEVRON CORP	166764100		12/15/2009	7/11/2013	495			311	184	0	0	0	184	0	184	184
37 CHEVRON CORP	166764100		2/15/2012	7/11/2013	205			159	46	0	0	0	46	0	46	46
38 CISCO SYSTEMS INC	17275R102		2/8/2013	7/11/2013	588			488	100	0	0	0	100	0	100	100
39 CISCO SYSTEMS INC	17275R102		5/21/2012	7/11/2013	205			134	71	0	0	0	71	0	71	71
40 CISCO SYSTEMS INC	17275R102		1/9/2013	7/11/2013	592			563	9	0	0	0	9	0	9	9
41 COMCAST CORP CLASS A	20030N101		2/8/2013	7/11/2013	522			466	56	0	0	0	56	0	56	56
42 COMCAST CORP CLASS A	20030N101		2/8/2013	7/11/2013	4,494			3,400	1,094	0	0	0	1,094	0	1,094	1,094
43 COMCAST CORP CLASS A	20030N101		2/22/2010	7/11/2013	348			130	218	0	0	0	218	0	218	218
44 CREDIT SUISSE COMM RET ST1-#2156	25244R305		7/19/2011	10/9/2013	3,484			4,570	-1,086	0	0	0	-1,086	0	-1,086	0
45 CREDIT SUISSE COMM RET ST1-#2156	25244R305		7/19/2011	4/23/2014	1,643			2,008	-363	0	0	0	-363	0	-363	0
46 DIADEM P.L.C. - ADR	25243O205		12/15/2009	7/11/2013	243			137	108	0	0	0	108	0	108	108
47 DIADEM P.L.C. - ADR	25243O205		7/19/2011	7/11/2013	3,991			3,213	778	0	0	0	778	0	778	778
48 DIAMOND HILL LONG-SHORT FD CL1-#	25264S833		2/22/2010	7/11/2013	243			132	111	0	0	0	111	0	111	111
49 DIAMOND HILL LONG-SHORT FD CL1-#	25264S833		9/2/2011	7/11/2013	3,316			2,509	807	0	0	0	807	0	807	807
50 DIAMOND HILL LONG-SHORT FD CL1-#	25264S833		2/17/2012	7/11/2013	451			385	66	0	0	0	66	0	66	66
51 DIAMOND HILL LONG-SHORT FD CL1-#	25264S833		3/22/2012	7/11/2013	502			427	75	0	0	0	75	0	75	75
52 DIAMOND HILL LONG-SHORT FD CL1-#	25264S833		8/10/2010	7/11/2013	4,633			3,707	1,226	0	0	0	1,226	0	1,226	1,226
53 DIAMOND HILL LONG-SHORT FD CL1-#	25264S833		2/15/2012	7/11/2013	188			124	74	0	0	0	74	0	74	74
54 WALT DISNEY CO	254687106		2/8/2013	7/11/2013	583			480	103	0	0	0	103	0	103	103
55 WALT DISNEY CO	254687106		2/8/2013	7/11/2013	283			129	150	0	0	0	150	0	150	150
56 WALT DISNEY CO	254687106		12/15/2009	7/11/2013	3,320			3,500	-180	0	0	0	-180	0	-180	0
57 DREYFUS EMG MKT DEBT LOC C1-#608	261980494		10/19/2010	10/9/2013	5,816			6,157	-341	0	0	0	-341	0	-341	0
58 DREYFUS EMG MKT DEBT LOC C1-#608	261980494		9/2/2011	10/9/2013	5,816			6,157	-341	0	0	0	-341	0	-341	0
59 DREYFUS EMG MKT DEBT LOC C1-#608	261980494		8/13/2012	10/9/2013	628			648	-20	0	0	0	-20	0	-20	0
60 DRIEHAUS ACTIVE INCOME FUND	262028855		7/15/2013	1/22/2014	3,340			3,312	28	0	0	0	28	0	28	28
61 GATEWAY FUND - Y #1986	367625884		8/13/2012	7/11/2013	16,857			16,425	432	0	0	0	432	0	432	432
62 GATEWAY FUND - Y #1986	367625884		2/12/2013	7/11/2013	12,463			12,299	164	0	0	0	164	0	164	164
63 GILEAD SCIENCES INC	375558103		2/15/2012	7/11/2013	639			410	429	0	0	0	429	0	429	429
64 GILEAD SCIENCES INC	375558103		2/15/2012	12/12/2013	493			191	302	0	0	0	302	0	302	302
65 GILEAD SCIENCES INC	375558103		3/20/2012	12/12/2013	141			47	94	0	0	0	94	0	94	94
66 GOLDMAN SACHS GROUP INC	38141G104		2/8/2013	7/11/2013	635			603	32	0	0	0	32	0	32	32
67 GOOGLE INC	38259P508		6/7/2012	4/25/2014	1,571			875	696	0	0	0	696	0	696	696
68 INTEL CORP	458140100		12/15/2009	8/17/2013	477			378	99	0	0	0	99	0	99	99
69 INTEL CORP	458140100		2/12/2010	8/17/2013	652			534	118	0	0	0	118	0	118	118
70 INTEL CORP	458140100		2/22/2010	8/17/2013	50			42	8	0	0	0	8	0	8	8
71 INTEL CORP	458140100		6/30/2010	8/17/2013	251			197	54	0	0	0	54	0	54	54
72 INTEL CORP	458140100		8/6/2010	8/17/2013	251			206	45	0	0	0	45	0	45	45
73 INTEL CORP	458140100		10/15/2010	8/17/2013	201			154	47	0	0	0	47	0	47	47
74 SHARES S&P MID-CAP 400 GROWTH	464287606		2/8/2013	10/9/2013	1,086			991	95	0	0	0	95	0	95	95
75 SHARES S&P MID-CAP 400 GROWTH	464287606		8/31/2011	12/22/2014	1,211			802	409	0	0	0	409	0	409	409
76 SHARES S&P MID-CAP 400 GROWTH	464287606		2/8/2013	12/22/2014	303			248	55	0	0	0	55	0	55	55
77 SHARES S&P MID-CAP 400 GROWTH	464287606		2/22/2010	4/23/2014	3,002			1,575	1,427	0	0	0	1,427	0	1,427	1,427
78 SHARES S&P MID-CAP 400 GROWTH	464287606		2/8/2013	4/23/2014	1,651			1,362	289	0	0	0	289	0	289	289
79 SHARES S&P MID-CAP 400 GROWTH	464287606		12/31/2009	4/23/2014	300			157	143	0	0	0	143	0	143	143
80 SHARES S&P MID-CAP 400 GROWTH	464287606		2/8/2013	7/11/2013	2,120			1,523	597	0	0	0	597	0	597	597
81 SHARES S&P MID-CAP 400 VALUE	464287705		8/31/2011	7/11/2013	2,266			1,568	698	0	0	0	698	0	698	698
82 SHARES S&P MID-CAP 400 VALUE	464287705		8/6/2010	12/22/2014	118			75	43	0	0	0	43	0	43	43
83 SHARES S&P MID-CAP 400 VALUE	464287705		8/31/2011	12/22/2014	75			118	43	0	0	0	43	0	43	43
84 SHARES S&P MID-CAP 400 VALUE	464287705															

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

Long Term CG Distributions										3,033	Short Term CG Distributions										0
Amount																					
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 Adj. Basis or Losses								
85 ISHARES CORE SAP SMALL-CAP E	484287604	Acquired	8/6/2010	10/6/2013	2,141		0	1,259	882	521	0	0	882								
86 ISHARES CORE SAP SMALL-CAP E	484287604	Acquired	8/6/2010	12/2/2014	1,093		0	572	521	0	0	0	521								
87 ISHARES CORE SAP SMALL-CAP E	484287604	Acquired	2/22/2010	12/2/2014	1,531		0	776	752	0	0	0	752								
88 JPMORGAN CHASE & CO	46625H100	Acquired	2/6/2013	7/1/2013	558		0	484	74	0	0	0	74								
89 JPMORGAN CHASE & CO	46625H100	Acquired	5/24/1978	7/1/2013	448		0	35	421	0	0	0	421								
90 JOHNSON CONTROLS INC	473366107	Acquired	7/15/2011	7/1/2013	328		0	366	38	0	0	0	38								
91 JOHNSON CONTROLS INC	473366107	Acquired	2/15/2012	7/1/2013	364		0	333	31	0	0	0	31								
92 JOHNSON CONTROLS INC	473366107	Acquired	3/20/2012	7/1/2013	146		0	128	17	0	0	0	17								
93 JOHNSON CONTROLS INC	473366107	Acquired	3/20/2012	7/1/2013	1,279		0	807	472	0	0	0	472								
94 LAUDUS MONDRIAN INTL F-INST #294518550655		Acquired	10/19/2010	7/1/2013	433		0	492	59	0	0	0	59								
95 LAUDUS MONDRIAN INTL F-INST #294518550655		Acquired	2/17/2012	7/1/2013	514		0	1,000	86	0	0	0	86								
96 LAUDUS MONDRIAN INTL F-INST #294518550655		Acquired	8/10/2010	7/1/2013	514		0	560	46	0	0	0	46								
97 LAUDUS MONDRIAN INTL F-INST #294518550655		Acquired	4/23/2014	7/1/2013	3,082		0	3,282	200	0	0	0	200								
98 LAUDUS MONDRIAN INTL F-INST #294518550655		Acquired	3/22/2012	4/23/2014	449		0	473	24	0	0	0	24								
99 LAUDUS MONDRIAN INTL F-INST #294518550655		Acquired	1/24/2014	4/23/2014	2,176		0	2,141	35	0	0	0	35								
100 MCKESSON CORP	58155Q103	Acquired	1/17/2012	7/1/2013	472		0	379	93	0	0	0	93								
101 MCKESSON CORP	58155Q103	Acquired	1/17/2012	7/1/2013	505		0	284	221	0	0	0	221								
102 MERGER FD SH BEN INT #260	569509108	Acquired	8/10/2010	7/1/2013	2,633		0	2,597	36	0	0	0	36								
103 MERGER FD SH BEN INT #260	569509108	Acquired	10/19/2010	7/1/2013	2,208		0	2,200	8	0	0	0	8								
104 MERGER FD SH BEN INT #260	569509108	Acquired	7/19/2011	7/1/2013	978		0	988	10	0	0	0	10								
105 MERGER FD SH BEN INT #260	569509108	Acquired	3/22/2012	7/1/2013	1,281		0	1,263	18	0	0	0	18								
106 MERGER FD SH BEN INT #260	569509108	Acquired	2/17/2012	7/1/2013	931		0	913	18	0	0	0	18								
107 MICROSOFT CORP	594918104	Acquired	12/15/2009	7/1/2013	72		0	60	12	0	0	0	12								
108 MICROSOFT CORP	594918104	Acquired	2/22/2010	7/1/2013	362		0	288	74	0	0	0	74								
109 ASG GLOBAL ALTERNATIVES-Y #1993	638777885	Acquired	7/15/2013	7/1/2013	1,783		0	1,797	14	0	0	0	14								
110 NESTLE S A REGISTERED SHARES -A	841069406	Acquired	2/6/2013	7/1/2013	403		0	418	15	0	0	0	15								
111 NESTLE S A REGISTERED SHARES -A	841069406	Acquired	6/30/2010	7/1/2013	201		0	145	56	0	0	0	56								
112 ORACLE CORPORATION	64389X105	Acquired	10/15/2010	7/1/2013	342		0	260	82	0	0	0	82								
113 ORACLE CORPORATION	64389X105	Acquired	8/31/2011	7/1/2013	114		0	84	30	0	0	0	30								
114 PIMCO FOREIGN BD FD USD H-INST #1	633390882	Acquired	9/2/2011	7/1/2013	2,167		0	2,187	20	0	0	0	20								
115 ROBOCO BP LINGSHIRT RES-INS	74925K561	Acquired	7/15/2013	7/1/2013	4,193		0	3,857	336	0	0	0	336								
116 RIDGEWORTH SEIX HY BD-1 #5855	766287645	Acquired	3/22/2012	7/1/2013	2,138		0	2,102	37	0	0	0	37								
117 RIDGEWORTH SEIX HY BD-1 #5855	766287645	Acquired	8/13/2012	7/1/2013	5,237		0	5,216	21	0	0	0	21								
118 RIDGEWORTH SEIX HY BD-1 #5855	766287645	Acquired	7/15/2013	7/1/2013	6,625		0	6,766	141	0	0	0	141								
119 RIDGEWORTH SEIX HY BD-1 #5855	766287645	Acquired	2/17/2012	7/1/2013	1,495		0	1,464	31	0	0	0	31								
120 RIDGEWORTH SEIX HY BD-1 #5855	766287645	Acquired	12/17/2009	7/1/2013	3,701		0	3,441	260	0	0	0	260								
121 RIDGEWORTH SEIX HY BD-1 #5855	766287645	Acquired	2/17/2010	7/1/2013	5,691		0	5,222	469	0	0	0	469								
122 RIDGEWORTH SEIX HY BD-1 #5855	766287645	Acquired	2/24/2010	7/1/2013	4,398		0	4,075	323	0	0	0	323								
123 RIDGEWORTH SEIX HY BD-1 #5855	766287645	Acquired	7/22/2010	7/1/2013	3,427		0	3,172	255	0	0	0	255								
124 RIDGEWORTH SEIX HY BD-1 #5855	766287645	Acquired	2/17/2012	7/1/2013	1,580		0	1,536	44	0	0	0	44								
125 SPDR DJ WILSHIRE INTERNATIONAL R#78463X863		Acquired	7/15/2011	6/10/2013	1,105		0	1,121	16	0	0	0	16								
126 SPDR DJ WILSHIRE INTERNATIONAL R#78463X863		Acquired	7/15/2011	6/10/2013	1,555		0	1,500	55	0	0	0	55								
127 SPDR DJ WILSHIRE INTERNATIONAL R#78463X863		Acquired	7/11/2013	10/9/2013	1,717		0	1,695	22	0	0	0	22								
128 SCHLUMBERGER LTD	808857108	Acquired	7/15/2011	7/1/2013	231		0	264	33	0	0	0	33								
129 SCHLUMBERGER LTD	808857108	Acquired	2/6/2013	7/1/2013	462		0	470	8	0	0	0	8								
130 SCHLUMBERGER LTD	808857108	Acquired	8/31/2011	7/1/2013	77		0	78	1	0	0	0	1								
131 TJX COS INC NEW	875401009	Acquired	8/31/2011	10/9/2013	384		0	381	3	0	0	0	3								
132 TARGET CORP	87612E106	Acquired	2/6/2013	7/1/2013	507		0	436	71	0	0	0	71								
133 TARGET CORP	87612E106	Acquired	11/15/2001	7/1/2013	290		0	150	140	0	0	0	140								
134 TEVA PHARMACEUTICAL INDUSTRIES	881624209	Acquired	2/12/2010	8/19/2013	40		0	59	19	0	0	0	19								
135 TEVA PHARMACEUTICAL INDUSTRIES	881624209	Acquired	6/30/2010	8/19/2013	238		0	317	78	0	0	0	78								
136 TEVA PHARMACEUTICAL INDUSTRIES	881624209	Acquired	8/16/2010	8/19/2013	278		0	349	71	0	0	0	71								
137 TEVA PHARMACEUTICAL INDUSTRIES	881624209	Acquired	10/15/2010	8/19/2013	278		0	381	103	0	0	0	103								
138 TEVA PHARMACEUTICAL INDUSTRIES	881624209	Acquired	7/15/2011	8/19/2013	397		0	481	84	0	0	0	84								
139 TEVA PHARMACEUTICAL INDUSTRIES	881624209	Acquired	8/31/2011	8/19/2013	397		0	413	16	0	0	0	16								
140 THERMO FISHER SCIENTIFIC INC	883556102	Acquired	7/15/2011	7/1/2013	621		0	441	180	0	0	0	180								
141 THERMO FISHER SCIENTIFIC INC	883556102	Acquired	8/31/2011	7/1/2013	1,771		0	225	172	0	0	0	172								
142 THERMO FISHER SCIENTIFIC INC	883556102	Acquired	8/31/2011	8/29/2013	447		0	381	67	0	0	0	67								
143 3M CO	885791101	Acquired	7/15/2011	7/1/2013	458		0	381	77	0	0	0	77								
144 3M CO	885791101	Acquired	7/15/2011	7/1/2013	520		0	381	139	0	0	0	139								
145 3M CO	885791101	Acquired	3/20/2012	7/1/2013	260		0	179	81	0	0	0	81								
146 TOTAL S.A. -ADR	902973304	Acquired	7/5/2012	7/1/2013	482		0	381	121	0	0	0	121								
147 US BANCORP DEL NEW	902973304	Acquired	2/6/2013	7/1/2013	409		0	370	39	0	0	0	39								
148 US BANCORP DEL NEW	902973304	Acquired	2/15/2012	7/1/2013	261		0	201	60	0	0	0	60								
149 UNION PACIFIC CORP	907818108	Acquired	7/15/2011	7/1/2013	634		0	602	232	0	0	0	232								
150 UNION PACIFIC CORP	907818108	Acquired	2/6/2013	7/1/2013	792		0	682	110	0	0	0	110								
151 UNION PACIFIC CORP	907818108	Acquired	8/31/2011	7/1/2013	634		0	370	264	0	0	0	264								
152 UNION PACIFIC CORP	907818108	Acquired	8/31/2011	7/1/2013	384		0	185	199	0	0	0	199								
153 UNITED PARCEL SERVICE-CL B	913121208	Acquired	2/15/2012	7/1/2013	406		0	382	114	0	0	0	114								
154 UNITEDHEALTH GROUP INC	913121208	Acquired	4/20/2012	7/1/2013	514		0	557	57	0	0	0	57								
155 UNITEDHEALTH GROUP INC	913121208	Acquired	2/6/2013	7/1/2013	273		0	229	44	0	0	0	44								
156 VANGUARD INTERMEDIATE TERM B	921837819	Acquired	3/20/2012	6/10/2013	4,097		0	4,141	44	0	0	0	44								
157 VANGUARD INTERMEDIATE TERM B	921837819	Acquired	1/16/2012	6/10/2013	1,195		0	1,267	72	0	0	0	72								
158 VANGUARD INTERMEDIATE TERM B	921837819	Acquired	7/15/2011	6/10/2013	1,110		0	1,107	3	0	0	0	3								
159 VANGUARD INTERMEDIATE TERM B	921837819	Acquired	7/15/2011	7/1/2013	3,578		0	3,662	84	0	0	0	84								
160 VANGUARD SHORT TERM BOND ETF	921837827	Acquired	6/30/2010	7/1/2013	5,528		0	5,593	65	0	0	0	65								
161 VANGUARD SHORT TERM BOND ETF	921837827	Acquired	6/30/2010	4/23/2014	1,601		0	1,621	20	0	0	0	20								
162 VANGUARD SHORT TERM BOND ETF	921837827	Acquired	10/9/2013	7/1/2013	7,847		0	7,870	23	0	0	0	23								
163 VANGUARD FTSE DEVELOPED ETF	921943858	Acquired	2/6/2013	8/10/2013	3,318		0	3,235	83	0	0	0	83								
164 VANGUARD FTSE DEVELOPED ETF	921943858	Acquired	2/6/2013	10/9/2013	714		0	652	62	0	0	0	62								
165 VANGUARD FTSE EMERGING MARKET	922042858	Acquired	7/15/2011	7/1/2013	573	</															

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

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
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	11,935		

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

	Date	Amount
1 Credit from prior year return	1	360
2 First quarter estimated tax payment	2	
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	
7 Total	7	360

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	13,595
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	13,595

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	64,383
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	64,383

Security Type	EIN	CUSIP	Asset Name	FMV	Units	Fed Cost
Invest - Corp Stock	95-6530377	001055102	AFLAC INC	1,775.67	29.00	1,334.80
Invest - Corp Stock	95-6530377	008252108	AFFILIATED MANAGERS GROUP, INC COM	2,263.20	12.00	917.40
Invest - Corp Stock	95-6530377	037411105	APACHE CORP	1,864.40	20.00	1,957.71
Invest - Corp Stock	95-6530377	037833100	APPLE INC	5,064.00	8.00	1,934.19
Invest - Corp Stock	95-6530377	071813109	BAXTER INTL INC	2,232.30	30.00	2,093.30
Invest - Corp Stock	95-6530377	097023105	BOEING CO	2,434.50	18.00	1,246.64
Invest - Corp Stock	95-6530377	126650100	CVS/CAREMARK CORPORATION	2,741.20	35.00	1,079.31
Invest - Corp Stock	95-6530377	17275R102	CISCO SYSTEMS INC	2,979.02	121.00	1,927.06
Invest - Corp Stock	95-6530377	231021106	CUMMINS INC.	2,446.88	16.00	2,160.68
Invest - Corp Stock	95-6530377	25243Q205	DIAGEO PLC - ADR	1,931.85	15.00	975.55
Invest - Corp Stock	95-6530377	254687106	WALT DISNEY CO	3,780.45	45.00	1,391.54
Invest - Corp Stock	95-6530377	268648102	E M C CORP MASS	1,673.28	63.00	1,084.41
Invest - Corp Stock	95-6530377	375558103	GILEAD SCIENCES INC	2,436.30	30.00	705.75
Invest - Corp Stock	95-6530377	459200101	INTERNATIONAL BUSINESS MACHS CORP	1,474.88	8.00	1,629.79
Invest - Corp Stock	95-6530377	478366107	JOHNSON CONTROLS INC	2,079.48	43.00	1,342.47
Invest - Other	95-6530377	589509108	MERGER FD SH BEN INT #260	14,163.09	866.77	13,625.89
Invest - Corp Stock	95-6530377	594918104	MICROSOFT CORP	1,760.42	43.00	1,200.81
Invest - Corp Stock	95-6530377	637071101	NATIONAL OILWELL INC COM	1,146.18	14.00	1,094.63
Invest - Corp Stock	95-6530377	641069406	NESTLE S.A. REGISTERED SHARES - ADR	2,121.52	27.00	1,280.00
Invest - Corp Stock	95-6530377	68389X105	ORACLE CORPORATION	1,974.94	47.00	1,088.38
Invest - Other	95-6530377	693390882	PIMCO FOREIGN BD FD USD H-INST #103	5,693.15	526.66	5,589.81
Invest - Corp Stock	95-6530377	806857108	SCHLUMBERGER LTD	3,017.16	29.00	2,120.98
Invest - Corp Stock	95-6530377	872540109	TJX COS INC NEW	1,960.20	36.00	989.20
Invest - Corp Stock	95-6530377	883556102	THERMO FISHER SCIENTIFIC INC	1,987.47	17.00	818.64
Invest - Corp Stock	95-6530377	89151E109	TOTAL S.A. - ADR	1,944.60	28.00	1,263.89
Invest - Corp Stock	95-6530377	907818108	UNION PACIFIC CORP	3,188.32	16.00	1,303.18
Invest - Corp Stock	95-6530377	58155Q103	MCKESSON CORP	2,465.32	13.00	1,232.38
Invest - Corp Stock	95-6530377	38259P706	GOOGLE INC-CL C	2,799.45	5.00	1,905.19
Invest - Corp Stock	95-6530377	38141G104	GOLDMAN SACHS GROUP INC	1,598.10	10.00	1,219.86
Invest - Corp Stock	95-6530377	404280406	HSBC - ADR	2,477.84	47.00	2,504.68
Savings & Temp Inv	95-6530377	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	8,626.30	8,626.30	8,626.30
Savings & Temp Inv	95-6530377	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	59.03	59.03	59.03
Invest - Corp Stock	95-6530377	911312106	UNITED PARCEL SERVICE-CL B	1,765.96	17.00	1,174.94
Invest - Corp Stock	95-6530377	87612E106	TARGET CORP	2,270.40	40.00	1,655.51
Invest - Corp Stock	95-6530377	91324P102	UNITEDHEALTH GROUP INC	3,264.83	41.00	1,364.56

Other Assets	95-6530377	MIX084005	CA, ORA, SAN GAB, L1/2, 00008 MI	1.00	1.00	1.00
Other Assets	95-6530377	MIX084013	CA, LOS, TR1077/1779, LO, 00008 MI	1.00	1.00	1.00
Invest - Other	95-6530377	315920702	FID ADV EMER MKTS INC- CL I #607	11,397.95	799.86	10,862.04
Invest - Corp Stock	95-6530377	189754104	COACH INC	1,384.14	34.00	1,860.83
Invest - Corp Stock	95-6530377	088606108	BHP BILLITON LIMITED - ADR	1,289.72	19.00	1,600.51
Invest - Other	95-6530377	464287804	ISHARES CORE S&P SMALL-CAP E	41,095.90	383.00	20,730.81
Invest - Corp Stock	95-6530377	46625H100	JPMORGAN CHASE & CO	3,000.78	54.00	167.98
Invest - Corp Stock	95-6530377	902973304	US BANCORP DEL NEW	2,447.02	58.00	1,429.52
Invest - Other	95-6530377	464287705	ISHARES S&P MID-CAP 400 VALUE	27,714.43	227.00	17,303.46
Invest - Other	95-6530377	464287200	ISHARES CORE S & P 500 ETF	18,029.91	93.00	9,878.12
Invest - Corp Stock	95-6530377	03524A108	ANHEUSER-BUSCH INBEV SPN ADR	2,418.24	22.00	1,411.74
Invest - Other	95-6530377	261980668	DREYFUS INTERNATL BOND FD CL I #6094	5,732.37	336.60	5,735.74
Invest - Other	95-6530377	464287606	ISHARES S&P MID-CAP 400 GROWTH	27,419.69	181.00	14,122.88
Invest - Corp Stock	95-6530377	166764100	CHEVRON CORP	1,964.64	16.00	1,161.76
Invest - Other	95-6530377	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	27,058.32	1,876.44	26,773.79
Invest - Other	95-6530377	262028855	DRIEHAUS ACTIVE INCOME FUND	18,530.99	1,720.61	18,437.44
Invest - Corp Stock	95-6530377	88579Y101	3M CO	1,710.60	12.00	1,013.25
Invest - Corp Stock	95-6530377	084670702	BERKSHIRE HATHAWAY INC.	3,721.86	29.00	2,366.15
Invest - Corp Stock	95-6530377	20030N101	COMCAST CORP CLASS A	3,132.00	60.00	940.80
Invest - Other	95-6530377	67065Q772	NUVEEN HIGH YIELD MUNI BD-R #1668	13,272.85	789.11	12,980.88
Invest - Other	95-6530377	63872T885	ASG GLOBAL ALTERNATIVES-Y #1993	25,819.50	2,293.03	26,415.68
Invest - Other	95-6530377	922908553	VANGUARD REIT VIPER	31,593.87	423.00	17,697.02
Invest - Other	95-6530377	00203H859	AQR MANAGED FUTURES STR-I #15213	10,652.58	1,071.69	10,979.88
Invest - Corp Stock	95-6530377	150870103	CELANESE CORP	1,630.20	26.00	1,274.43
Invest - Other	95-6530377	922042858	VANGUARD FTSE EMERGING MARKETS ETF	79,945.74	1,894.00	79,247.11
Invest - Corp Stock	95-6530377	172967424	CITIGROUP INC.	1,807.66	38.00	1,913.49
Invest - Other	95-6530377	4812C0803	JPMORGAN HIGH YIELD FUND SS #3580	13,698.13	1,682.82	13,553.10
Invest - Other	95-6530377	77958B402	T ROWE PRICE INST FLOAT RATE #170	11,359.38	1,106.07	11,380.50
Invest - Corp Stock	95-6530377	611740101	MONSTER BEVERAGE CORP	1,803.88	26.00	1,215.82
Invest - Corp Stock	95-6530377	G29183103	EATON CORP PLC	2,210.70	30.00	1,550.16
Invest - Other	95-6530377	921937827	VANGUARD SHORT TERM BOND ETF	44,167.05	549.00	44,019.06
Invest - Corp Stock	95-6530377	12572Q105	CME GROUP INC	2,232.00	31.00	1,663.30
Invest - Other	95-6530377	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	32,317.80	732.00	26,390.28
Invest - Other	95-6530377	921937819	VANGUARD INTERMEDIATE TERM B	32,520.53	383.00	31,554.16
Invest - Other	95-6530377	921943858	VANGUARD FTSE DEVELOPED ETF	85,149.36	1,996.00	72,552.21
Invest - Other	95-6530377	74925K581	ROBECO BP LNG/SHRT RES-INS	19,189.87	1,289.64	17,152.24

Invest - Other
Invest - Other
Cash

95-6530377 25264S833
95-6530377 22544R305
95-6530377

DIAMOND HILL LONG-SHORT FD CL I #11
CREDIT SUISSE COMM RET ST-I #2156

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33,875.09

668.74
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11,036.51
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