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Form **990-PF**

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

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

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

Name of foundation
MOORE, BERNICE H T/U/W

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

City or town State ZIP code
Winston Salem NC 27101-3818

Foreign country name Foreign province/state/county Foreign postal code

A Employer identification number
95-6774204

B Telephone number (see instructions)
(888) 730-4933

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

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

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) ▶ \$ **250,510**

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

ENVELOPE POSTMARK DATE SEP 19 2014

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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	5,891	5,774		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	7,172			
	b Gross sales price for all assets on line 6a	82,943			
	7 Capital gain net income (from Part IV, line 2)		7,172		
	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	13,063	12,946	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	4,017	3,012		1,005
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,102			1,102
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	152	143		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	10			10
	24 Total operating and administrative expenses. Add lines 13 through 23	5,281	3,155	0	2,117
25 Contributions, gifts, grants paid	9,158			9,158	
26 Total expenses and disbursements. Add lines 24 and 25	14,439	3,155	0	11,275	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-1,376				
b Net investment income (if negative, enter -0-)		9,791			
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)		
		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	7,352	3,195	3,195
	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)	197,716	200,300	247,315	
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)	205,068	203,495	250,510	
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. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	205,068	203,495	
	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)	205,068	203,495		
31 Total liabilities and net assets/fund balances (see instructions)	205,068	203,495		

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	205,068
2 Enter amount from Part I, line 27a	2	-1,376
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	203,692
5 Decreases not included in line 2 (itemize) <u>See Attached Statement</u>	5	197
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	203,495

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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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		
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	7,172	
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	11,443	230,025	0.049747
2011	9,288	222,222	0.041796
2010	10,039	219,755	0.045683
2009	9,543	207,407	0.046011
2008	9,558	198,204	0.048223
2	Total of line 1, column (d)	2	0.231460
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	0.046292
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	240,234
5	Multiply line 4 by line 3	5	11,121
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	98
7	Add lines 5 and 6	7	11,219
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	11,275

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter. _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	98	
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	98	
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	98	
6	Credits/Payments.			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	105	
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	105	
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	0	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	7	
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> 7 Refunded <input type="checkbox"/> 11	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? Website address ▶ N/A	13	X	
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	16	Yes	No 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **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	4,017		

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	236,934
b	Average of monthly cash balances	1b	6,958
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	243,892
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	243,892
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	3,658
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	240,234
6	Minimum investment return. Enter 5% of line 5	6	12,012

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	12,012
2a	Tax on investment income for 2013 from Part VI, line 5	2a	98
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	98
3	Distributable amount before adjustments Subtract line 2c from line 1	3	11,914
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	11,914
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	11,914

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	11,275
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	11,275
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	98
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	11,177

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				11,914
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			4,267	
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 ▶ \$ 11,275				
a Applied to 2012, but not more than line 2a			4,267	
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				7,008
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				4,906
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				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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
<p>a Paid during the year See Attached Statement</p>				
Total				▶ 3a 9,158
<p>b Approved for future payment NONE</p>				
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

SACRAMENTO PUBLIC LIBRARY AUTHORITY

Street

828 1 ST

City

SACRAMENTO

State

CA

Zip Code

95814-2508

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

9,158

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

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

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

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Capital Gains/Losses		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss
								Other sales	Other sales	Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	
								Amount	82,943	0	75,771	0	7,172	
								1,039	0	0	0	0	0	0
1	X	MERGER FD SH BEN INT #26C	589509108		5/4/2010		7/11/2013	2,704	2,704	2,653				51
2	X	ASG GLOBAL ALTERNATIVES	638721885		10/1/2013		10/1/2013	362	362	364				-2
3	X	ASG GLOBAL ALTERNATIVES	638721885		7/15/2013		10/22/2014	553	553	557				-4
4	X	PIMCO FLOREIGN BD FD USD	693390882		8/17/2013		7/11/2013	381	381	383				-2
5	X	ROBECO BP LINGSHIRT RES-I	74925K581		7/15/2013		10/22/2014	1,359	1,359	1,250				109
6	X	RIDGEWORTH SEIX HY BD-I #	766281645		2/13/2012		10/22/2014	266	266	261				5
7	X	RIDGEWORTH SEIX HY BD-I #	766281645		7/15/2013		10/22/2014	2,134	2,134	2,179				-45
8	X	RIDGEWORTH SEIX HY BD-I #	766281645		10/1/2013		10/22/2014	660	660	671				-11
9	X	RIDGEWORTH SEIX HY BD-I #	766281645		10/18/2011		10/22/2014	2,704	2,704	2,537				167
10	X	RIDGEWORTH SEIX HY BD-I #	766281645		10/4/2011		4/23/2014	3,022	3,022	2,700				322
11	X	AQR MANAGED FUTURES STI	00203H859		7/15/2013		10/9/2013	1,976	1,976	2,050				-74
12	X	CREDIT SUISSE COMM RET S	22544R305		8/17/2011		10/9/2013	946	946	1,202				-256
13	X	CREDIT SUISSE COMM RET S	22544R305		10/12/2010		10/9/2013	811	811	1,001				-190
14	X	DIAMOND HILL LONG-SHORT	25245S833		10/18/2011		4/23/2014	652	652	750				-88
15	X	DIAMOND HILL LONG-SHORT	25245S833		10/18/2011		7/11/2013	2,192	2,192	1,702				490
16	X	DIAMOND HILL LONG-SHORT	25245S833		11/25/2011		7/11/2013	2,550	2,550	1,934				616
17	X	DIAMOND HILL LONG-SHORT	25245S833		10/4/2011		7/11/2013	676	676	491				185
18	X	DREHAUS EMG MKT DEBT LO	261980494		10/12/2010		10/9/2013	3,146	3,146	3,350				-204
19	X	DREHAUS ACTIVE INCOME F	262028855		7/15/2013		10/22/2014	1,147	1,147	1,147				0
20	X	GATEWAY FUND - Y #1986	367529884		8/13/2012		7/11/2013	5,722	5,722	5,575				147
21	X	GATEWAY FUND - Y #1986	367529884		2/12/2013		7/11/2013	4,042	4,042	3,989				53
22	X	ISHARES S&P MIDCAP 400 GH	464287606		2/8/2013		7/11/2013	405	405	372				33
23	X	ISHARES S&P MIDCAP 400 G	464287606		2/8/2013		10/9/2013	272	272	248				24
24	X	ISHARES S&P MID-CAP 400 G	464287606		5/9/2012		10/9/2013	757	757	542				215
25	X	ISHARES S&P MID-CAP 400 G	464287606		5/9/2012		4/23/2014	300	300	217				83
26	X	ISHARES S&P MID-CAP 400 G	464287606		2/8/2013		4/23/2014	450	450	372				78
27	X	ISHARES S&P MID-CAP 400 G	464287606		8/15/2011		4/23/2014	901	901	591				310
28	X	ISHARES S&P MID-CAP 400 V	464287705		4/30/2010		7/11/2013	1,378	1,378	991				387
29	X	ISHARES CORE S&P SMALL-C	464287804		7/11/2013		10/9/2013	471	471	305				166
30	X	ISHARES CORE S&P SMALL-C	464287804		7/11/2013		10/9/2013	487	487	479				8
31	X	ISHARES CORE S&P SMALL-C	464287804		8/15/2011		10/9/2013	195	195	128				67
32	X	ISHARES CORE S&P SMALL-C	464287804		8/15/2011		10/22/2014	195	195	128				67
33	X	LAUDUS MONDRIAN INTL F-III	518506655		10/4/2011		7/11/2013	257	257	289				-32
34	X	LAUDUS MONDRIAN INTL F-III	518506655		10/4/2011		4/23/2014	184	184	202				-18
35	X	LAUDUS MONDRIAN INTL F-III	518506655		11/25/2011		4/23/2014	945	945	1,027				-82
36	X	LAUDUS MONDRIAN INTL F-III	518506655		2/13/2012		4/23/2014	113	113	122				-9
37	X	LAUDUS MONDRIAN INTL F-III	518506655		1/24/2014		4/23/2014	639	639	650				-11
38	X	FINANCIAL SELECT SECTOR	81369Y605		10/7/2010		7/11/2013	121	121	89				32
39	X	FINANCIAL SELECT SECTOR	81369Y605		10/14/2011		7/11/2013	181	181	113				68
40	X	FINANCIAL SELECT SECTOR	81369Y605		2/8/2013		10/9/2013	395	395	354				41
41	X	AMEX INDUSTRIAL SPDR	81369Y704		2/8/2013		7/11/2013	401	401	365				36
42	X	AMEX INDUSTRIAL SPDR	81369Y704		4/30/2010		7/11/2013	980	980	734				246
43	X	AMEX INDUSTRIAL SPDR	81369Y704		10/9/2010		10/9/2013	312	312	274				38
44	X	AMEX INDUSTRIAL SPDR	81369Y704		4/30/2010		10/9/2013	52	52	33				19
45	X	AMEX TECHNOLOGY SELECT	81369Y803		2/8/2013		7/11/2013	858	858	809				49
46	X	AMEX TECHNOLOGY SELECT	81369Y803		10/14/2011		7/11/2013	1,971	1,971	1,606				365
47	X	AMEX TECHNOLOGY SELECT	81369Y803		10/14/2011		10/9/2013	410	410	337				73
48	X	AMEX TECHNOLOGY SELECT	81369Y803		11/22/2011		10/9/2013	410	410	321				89
49	X	AMEX TECHNOLOGY SELECT	81369Y803		11/22/2011		10/9/2013	538	538	371				167
50	X	VANGUARD INTERMEDIATE T	921937819		2/9/2012		7/11/2013	1,165	1,165	1,226				-61
51	X	VANGUARD INTERMEDIATE T	921937819		2/9/2012		7/11/2013	83	83	87				-4
52	X	VANGUARD SHORT TERM BO	921937827		5/24/2013		7/11/2013	1,202	1,202	1,212				-10
53	X	VANGUARD SHORT TERM BO	921937827		9/30/2011		7/11/2013	1,923	1,923	1,954				-31
54	X	VANGUARD SHORT TERM BO	921937827		9/30/2011		4/23/2014	2,162	2,162	2,198				-36
55	X	VANGUARD SHORT TERM BO	921937827		11/22/2011		4/23/2014	1,121	1,121	1,138				-17
56	X	VANGUARD FTSE DEVELOPE	921943858		2/8/2013		7/11/2013	333	333	327				6
57	X	VANGUARD FTSE DEVELOPE	921943858		2/8/2013		10/9/2013	1,991	1,991	1,854				137
58	X	VANGUARD FTSE DEVELOPE	921943858		2/8/2013		10/9/2013	374	374	327				47
59	X	VANGUARD FTSE EMERGING	922042958		2/8/2013		10/9/2013	3,441	3,441	3,719				-278
60	X	VANGUARD FTSE EMERGING	922042958		5/24/2013		4/23/2014	571	571	600				-29
61	X	VANGUARD REIT VIPER	922908553		7/11/2013		4/23/2014	577	577	569				8
62	X	RIDGEWORTH SEIX HY BD-I #	766281645		10/18/2011		4/23/2014	258	258	240				18
63	X	RIDGEWORTH SEIX HY BD-I #	766281645		11/25/2011		4/23/2014	2,968	2,968	2,400				568
64	X	SPDR DJ WILSHIRE INTL #	78463X863		7/11/2013		10/9/2013	461	461	455				6
65	X	AMEX MATERIALS SPDR	81369Y100		2/8/2013		10/9/2013	721	721	708				13
66	X	AMEX MATERIALS SPDR	81369Y100		2/9/2012		10/9/2013	83	83	76				7
67	X	AMEX MATERIALS SPDR	81369Y100		2/8/2013		10/9/2013	454	454	433				21
68	X	AMEX HEALTH CARE SPDR	81369Y209		11/22/2011		7/11/2013	49	49	32				17

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

		152	143	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	143	143		
2	ESTIMATED EXCISE PAYMENTS	9			

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

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

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

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

1	MUTUAL FUND TIMING DIFFERENCE	1	26
2	PY RETURN OF CAPITAL ADJUSTMENT	2	165
3	ROUNDING	3	6
4	Total	4	197

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

CUIP #	Description of Property Sold	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis of Losses
1	MERGER FD SH BEN INT #260		5/4/2013	7/11/2013	2,704			2,653	-51				0
2	ASC GLOBAL ALTERNATIVES-Y #1993		10/11/2013	12/22/2014	364			364	0				0
3	ASC GLOBAL ALTERNATIVES-Y #1993		7/15/2013	12/22/2014	557			557	-4				-4
4	PIMCO FOREIGN BD FUND H-INST #1		7/15/2011	12/22/2014	383			383	109				109
5	ROBECO BP LINGSHRT RES-INS		7/15/2013	12/22/2014	1,359			1,261	98				98
6	RIDGEMOUNT SEIX HY BD1 #6855		7/15/2013	12/22/2014	2,665			2,651	14				14
7	RIDGEMOUNT SEIX HY BD1 #6855		7/15/2013	12/22/2014	2,134			2,179	-45				-45
8	RIDGEMOUNT SEIX HY BD1 #6855		10/11/2013	12/22/2014	660			671	-11				-11
9	RIDGEMOUNT SEIX HY BD1 #6855		10/11/2013	12/22/2014	2,704			2,537	167				167
10	RIDGEMOUNT SEIX HY BD1 #6855		10/11/2013	12/22/2014	3,022			2,700	322				322
11	ADP MANAGED FUTURES STR1 #1521		10/9/2013	10/9/2013	1,976			2,050	-74				-74
12	CREDIT SUISSE COMMA RET ST1 #2158		8/17/2011	10/9/2013	946			1,202	-256				-256
13	CREDIT SUISSE COMMA RET ST1 #2158		10/12/2010	10/9/2013	811			1,001	-190				-190
14	CREDIT SUISSE COMMA RET ST1 #2158		10/12/2010	10/9/2013	652			750	-98				-98
15	DIAMOND HILL LONG SHORT FD CL1 #5294		10/18/2011	7/11/2013	2,192			1,702	490				490
16	DIAMOND HILL LONG SHORT FD CL1 #5294		11/25/2011	7/11/2013	2,550			1,934	616				616
17	DIAMOND HILL LONG SHORT FD CL1 #5294		10/4/2011	7/11/2013	676			491	185				185
18	DREYFUS EMG MKT DEBT LOC CH #608		10/17/2010	10/9/2013	3,146			3,350	-204				-204
19	DREYFUS ACTIVE INCOME FUND		7/15/2013	12/22/2014	1,157			1,147	10				10
20	GATEWAY FUND-Y #1988		8/13/2012	7/11/2013	5,722			4,717	1,005				1,005
21	GATEWAY FUND-Y #1988		2/12/2013	7/11/2013	4,042			3,969	73				73
22	ISHARES S&P MID-CAP 400 GROWTH		2/8/2013	7/11/2013	405			372	33				33
23	ISHARES S&P MID-CAP 400 GROWTH		4/4/2013	7/11/2013	272			248	24				24
24	ISHARES S&P MID-CAP 400 GROWTH		5/9/2012	7/11/2013	757			542	215				215
25	ISHARES S&P MID-CAP 400 GROWTH		4/4/2013	7/11/2013	300			217	83				83
26	ISHARES S&P MID-CAP 400 GROWTH		8/15/2011	4/23/2014	901			372	529				529
27	ISHARES S&P MID-CAP 400 GROWTH		8/15/2011	4/23/2014	901			591	310				310
28	ISHARES S&P MID-CAP 400 VALUE		4/30/2010	7/11/2013	1,378			991	387				387
29	ISHARES S&P MID-CAP 400 VALUE		4/30/2010	12/22/2014	471			305	166				166
30	ISHARES S&P SMALL-CAP E		7/11/2013	10/9/2013	487			479	8				8
31	ISHARES S&P SMALL-CAP E		8/15/2011	10/9/2013	195			128	67				67
32	ISHARES S&P SMALL-CAP E		8/15/2011	12/22/2014	984			575	409				409
33	LAUDUS MONDRIAN INTL FI-INST #2940		10/4/2011	7/11/2013	257			289	-32				-32
34	LAUDUS MONDRIAN INTL FI-INST #2940		10/4/2011	4/23/2014	184			202	-18				-18
35	LAUDUS MONDRIAN INTL FI-INST #2940		11/25/2011	4/23/2014	945			1,027	-82				-82
36	LAUDUS MONDRIAN INTL FI-INST #2940		2/13/2012	4/23/2014	113			122	-9				-9
37	LAUDUS MONDRIAN INTL FI-INST #2940		1/24/2014	4/23/2014	650			639	11				11
38	FINANCIAL SELECT SECTOR SPDR		10/7/2010	7/11/2013	121			89	32				32
39	FINANCIAL SELECT SECTOR SPDR		10/14/2011	7/11/2013	181			113	68				68
40	FINANCIAL SELECT SECTOR SPDR		10/9/2013	12/22/2014	395			354	41				41
41	AMEX INDUSTRIAL SPDR		2/8/2013	7/11/2013	401			365	36				36
42	AMEX INDUSTRIAL SPDR		4/30/2010	7/11/2013	980			734	246				246
43	AMEX INDUSTRIAL SPDR		10/9/2013	12/22/2014	312			274	38				38
44	AMEX INDUSTRIAL SPDR		4/30/2010	7/11/2013	52			33	19				19
45	AMEX TECHNOLOGY SELECT SPDR		2/8/2013	7/11/2013	858			809	49				49
46	AMEX TECHNOLOGY SELECT SPDR		10/14/2011	7/11/2013	1,971			1,606	365				365
47	AMEX TECHNOLOGY SELECT SPDR		10/14/2011	10/9/2013	410			337	73				73
48	AMEX TECHNOLOGY SELECT SPDR		11/22/2011	10/9/2013	410			321	89				89
49	AMEX TECHNOLOGY SELECT SPDR		3/15/2013	7/11/2013	538			371	167				167
50	VANGUARD INTERMEDIATE TERM B		11/22/2011	7/11/2013	1,163			1,228	-65				-65
51	VANGUARD INTERMEDIATE TERM B		9/21/2012	7/11/2013	83			87	-4				-4
52	VANGUARD SHORT TERM BOND ETF		9/21/2012	7/11/2013	1,202			1,212	-10				-10
53	VANGUARD SHORT TERM BOND ETF		9/30/2011	7/11/2013	1,923			1,954	-31				-31
54	VANGUARD SHORT TERM BOND ETF		9/19/2012	4/23/2014	2,162			2,198	-36				-36
55	VANGUARD SHORT TERM BOND ETF		11/22/2011	4/23/2014	1,121			1,138	-17				-17
56	VANGUARD FTSE DEVELOPED ETF		2/8/2013	7/11/2013	333			327	6				6
57	VANGUARD FTSE DEVELOPED ETF		2/8/2013	10/9/2013	1,991			1,854	137				137
58	VANGUARD FTSE DEVELOPED ETF		2/8/2013	12/22/2014	374			371	3				3
59	VANGUARD FTSE EMERGING MARKET		9/22/2012	10/9/2013	3,441			3,719	-278				-278
60	VANGUARD FTSE EMERGING MARKET		5/24/2013	4/23/2014	571			600	-29				-29
61	VANGUARD REIT VIPER		7/11/2013	4/23/2014	577			569	8				8
62	RIDGEMOUNT SEIX HY BD1 #6855		10/18/2011	4/23/2014	258			240	18				18
63	RIDGEMOUNT SEIX HY BD1 #6855		11/25/2011	4/23/2014	2,968			2,732	236				236
64	SPDR DJ WILSHIRE INTERNATIONAL RE		7/11/2013	10/9/2013	461			455	6				6
65	AMEX MATERIALS SPDR		2/8/2013	7/11/2013	721			708	13				13
66	AMEX MATERIALS SPDR		2/8/2012	10/9/2013	83			76	7				7
67	AMEX MATERIALS SPDR		2/8/2013	10/9/2013	454			433	21				21
68	AMEX HEALTH CARE SPDR		11/22/2011	7/11/2013	49			32	17				17
69	AMEX HEALTH CARE SPDR		5/24/2012	7/11/2013	363			363	0				0
70	AMEX HEALTH CARE SPDR		9/30/2011	7/11/2013	515			515	0				0
71	AMEX HEALTH CARE SPDR		10/9/2013	12/22/2014	344			299	45				45
72	CONSUMER STAPLES SECTOR SPDR		10/14/2011	7/11/2013	867			647	220				220
73	CONSUMER STAPLES SECTOR SPDR		2/8/2013	7/11/2013	206			188	18				18
74	CONSUMER STAPLES SECTOR SPDR		11/22/2011	7/11/2013	330			245	85				85
75	AMEX CONSUMER DISCR SPDR		2/8/2013	7/11/2013	1,716			1,469	247				247
76	AMEX CONSUMER DISCR SPDR		10/14/2011	7/11/2013	178			115	63				63
77	AMEX CONSUMER DISCR SPDR		2/8/2013	7/11/2013	715			423	292				292
78	AMEX ENERGY SELECT SPDR		2/8/2013	7/11/2013	570			548	22				22
79	AMEX ENERGY SELECT SPDR		10/14/2011	7/11/2013	815			658	157				157
80	FINANCIAL SELECT SECTOR SPDR		4/30/2010	7/11/2013	563			479	84				84
81	FINANCIAL SELECT SECTOR SPDR		7/22/2010	7/11/2013	965			684	281				281

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
Wells Fargo Bank N.A. Trust Tax D 1	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4.00	4,017	4,017	0

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

	<u>Date</u>	<u>Amount</u>
1 Credit from prior year return		96
2 First quarter estimated tax payment	10/9/2013	9
3 Second quarter estimated tax payment		
4 Third quarter estimated tax payment		
5 Fourth quarter estimated tax payment		
6 Other payments		
7 Total		105

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	4,267
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	4,267

Security Type	EIN	CUSIP	Asset Name	FMV	Fed Cost
Savings & Temp Inv	95-6774204	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	3,194.30	3,194.30
Savings & Temp Inv	95-6774204	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	0.42	0.42
			Total Savings & Temp Inv	3,194.72	3,194.72
Invest - Other	95-6774204	589509108	MERGER FD SH BEN INT #260	5,012.41	4,837.97
Invest - Other	95-6774204	693390882	PIMCO FOREIGN BD FD USD H-INST #103	1,896.21	1,862.02
Invest - Other	95-6774204	81369Y308	CONSUMER STAPLES SECTOR SPDR TR	4,233.76	2,731.95
Invest - Other	95-6774204	81369Y605	FINANCIAL SELECT SECTOR SPDR	6,352.65	3,644.85
Invest - Other	95-6774204	81369Y100	AMEX MATERIALS SPDR	1,472.40	1,040.53
Invest - Other	95-6774204	81369Y803	AMEX TECHNOLOGY SELECT SPDR	8,055.66	5,048.93
Invest - Other	95-6774204	81369Y506	AMEX ENERGY SELECT SPDR	4,384.26	2,750.55
Invest - Other	95-6774204	315920702	FID ADV EMER MKTS INC- CL I #607	3,813.49	3,634.19
Invest - Other	95-6774204	464287804	ISHARES CORE S&P SMALL-CAP E	13,627.10	7,651.74
Invest - Other	95-6774204	464287705	ISHARES S&P MID-CAP 400 VALUE	9,156.75	6,029.71
Invest - Other	95-6774204	261980668	DREYFUS INTERNATL BOND FD CL I #6094	1,888.12	1,889.22
Invest - Other	95-6774204	464287606	ISHARES S&P MID-CAP 400 GROWTH	9,089.40	5,502.94
Invest - Other	95-6774204	81369Y704	AMEX INDUSTRIAL SPDR	4,702.35	2,674.69
Invest - Other	95-6774204	81369Y209	AMEX HEALTH CARE SPDR	4,723.41	2,506.06
Invest - Other	95-6774204	81369Y407	AMEX CONSUMER DISCR SPDR	5,320.08	2,839.13
Invest - Other	95-6774204	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	9,031.30	8,830.30
Invest - Other	95-6774204	262028855	DRIEHAUS ACTIVE INCOME FUND	6,162.71	6,131.53
Invest - Other	95-6774204	67065Q772	NUVEEN HIGH YIELD MUNI BD-R #1668	4,374.01	4,277.79
Invest - Other	95-6774204	63872T885	ASG GLOBAL ALTERNATIVES-Y #1993	8,576.60	8,774.63
Invest - Other	95-6774204	922908553	VANGUARD REIT VIPER	10,531.29	4,484.69
Invest - Other	95-6774204	00203H859	AQR MANAGED FUTURES STR-I #15213	3,540.80	3,649.36
Invest - Other	95-6774204	922042858	VANGUARD FTSE EMERGING MARKETS ETF	26,339.04	22,926.82
Invest - Other	95-6774204	4812C0803	JPMORGAN HIGH YIELD FUND SS #3580	4,514.50	4,466.39
Invest - Other	95-6774204	779588402	T ROWE PRICE INST FLOAT RATE #170	3,741.92	3,748.98
Invest - Other	95-6774204	921937827	VANGUARD SHORT TERM BOND ETF	14,561.45	14,641.43
Invest - Other	95-6774204	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	10,728.45	7,470.00
Invest - Other	95-6774204	921937819	VANGUARD INTERMEDIATE TERM B	10,698.66	10,742.95
Invest - Other	95-6774204	921943858	VANGUARD FTSE DEVELOPED ETF	28,112.94	23,953.85
Invest - Other	95-6774204	74925K581	ROBECO BP LNG/SHRT RES-INS	6,372.17	5,695.55
Invest - Other	95-6774204	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	5,139.50	3,697.10
Invest - Other	95-6774204	22544R305	CREDIT SUISSE COMM RET ST-I #2156	11,161.71	12,163.99
			Total Invest - Other	247,315.10	200,299.84
			Total Assets	250,509.82	203,494.56