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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

▶ Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.

▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 07-01-2013 , and ending 06-30-2014

Name of foundation
WELLS FAMILY FOUNDATION INC

A Employer identification number
20-4003386

Number and street (or P O box number if mail is not delivered to street address) 680 VIA LUGANO
Room/suite

B Telephone number (see instructions)
(407) 628-1411

City or town, state or province, country, and ZIP or foreign postal code
WINTER PARK, FL 32789

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

E If private foundation status was terminated under section 507(b)(1)(A), 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)*▶$ 5,257,825

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

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

Part I Analysis of Revenue and Expenses

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

	Line	Description	(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)	147,056			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	292	292	292	
	4	Dividends and interest from securities	151,443	151,443	151,443	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	139,045			
	b	Gross sales price for all assets on line 6a 2,107,550				
	7	Capital gain net income (from Part IV, line 2)		139,045		
	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)	2,713			
	12	**Total.** Add lines 1 through 11	440,549	290,780	151,735	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	4,500			4,500
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	6,541	3,271		3,270
	c	Other professional fees (attach schedule)	8,779	4,389		4,390
	17	Interest				
	18	Taxes (attach schedule) (see instructions)				
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	1,491	1,491		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	21,311	9,151		12,160
	25	Contributions, gifts, grants paid	208,860			208,860
	26	**Total expenses and disbursements.** Add lines 24 and 25	230,171	9,151		221,020
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	210,378			
	b	**Net investment income** (if negative, enter -0-)		281,629		
	c	**Adjusted net income** (if negative, enter -0-)			151,735	

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	95,351	263,700	263,700
	2	Savings and temporary cash investments			
	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)	4,251,345	4,293,374	4,994,125
	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)	4,346,696	4,557,074	5,257,825
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	
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	4,346,696	4,557,074	
	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			
	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 page 17 of the instructions)	4,346,696	4,557,074	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	4,346,696	4,557,074	

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	4,346,696
2	Enter amount from Part I, line 27a	2	210,378
3	Other increases not included in line 2 (itemize) ▶ ________	3	
4	Add lines 1, 2, and 3	4	4,557,074
5	Decreases not included in line 2 (itemize) ▶ ________	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,557,074

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)
1 a	UBS STCL - SEE ATTACHED STMT	P	2013-01-01	2013-06-30
b	UBS LTCG - SEE ATTACHED STMT	P	2012-01-01	2013-06-30
c				
d				
e				

	(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	699,808		716,713	-16,905
b	1,407,742		1,251,792	155,950
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				-16,905
b				155,950
c				
d				
e				

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	139,045
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	-16,905

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 page 18 of 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			
2011			
2010			
2009			
2008			

2	**Total** of line 1, column (d)	2	
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	
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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	5,633
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	
3	Add lines 1 and 2	3	5,633
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	5,633
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 8,000		
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	8,000
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	2,367
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 2,367 **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		No
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ FL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶STEPHEN WELLS Telephone no ▶(407) 628-1411

Located at ▶680 VIA LUGANO WINTER PARK FL ZIP+4 ▶32789

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 |

		Line	Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶			

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

		Line	Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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 page 20 of the instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		No
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		No
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		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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**		**No**
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☑ No			
	If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		**No**

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
STEPHEN WELLS 680 VIA LUGANO WINTER PARK, FL 32789	Director 1 00	0		
KRISTI WELLS 680 VIA LUGANO WINTER PARK, FL 32789	Director 1 00	0		
STEPHANIE W Shackelford 867 Cherokee Ave S E Atlanta, GA 30315	Director 5 00	4,500		

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 ▶

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	
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	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	

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	4,771,900
b	Average of monthly cash balances	1b	266,799
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	5,038,699
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	5,038,699
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	75,580
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,963,119
6	**Minimum investment return.** Enter 5% of line 5	6	248,156

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	248,156
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 5,633		
b	Income tax for 2013 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	5,633
3	Distributable amount before adjustments Subtract line 2c from line 1	3	242,523
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	242,523
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	242,523

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	221,020
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	221,020
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	221,020

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				242,523
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			207,424	
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.				
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 221,020				
a Applied to 2012, but not more than line 2a			207,424	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2013 distributable amount.				13,596
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				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				228,927
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)

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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the organization 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))

STEPHEN WELLS

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

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 of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				208,860
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	292	
4 Dividends and interest from securities. . . .			14	151,443	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	139,045	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a Othe Income			1	2,713	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				293,493	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 293,493

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

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

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

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

Sign Here

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

****** | 2015-01-06 | ******

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
KENNETH L SCEARCE				P00074818
Firm's name ▶ Scearce Satcher & Jung PA			Firm's EIN ▶	
Firm's address ▶ 1030 W CANTON AVE STE 210 Winter Park, FL 32789			Phone no (407) 647-6441	

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
FLORIDA BAPTIST CHILDREN'S HOMES 3125 BRUTON BLVD SUITE B ORLANDO,FL 32805	NONE	EXEMPT	CHILDRENS ASSISTANCE	66,560
PINE CREST ELEMENTARY SCHOOL 405 WEST 27th STREET SANFORD,FL 32771	NONE	EXEMPT	PUBLIC SCHOOL	2,000
NEW CITY CHURCH 815 N MAGNOLIA AVE SUITE 100 ORLANDO,FL 32803	NONE	EXEMPT	MINISTRY SERVICES	110,000
ST PAUL'S UNITED METHODIST CHURCH 1591 HIGHLAND AVENUE MELBOURNE,FL 32935	NONE	EXEMPT	MINISTRY SERVICES	100
HOSPICE OF THE COMFORTER 496 W CENTRAL PARKWAY ALTAMONTE SPRINGS,FL 32714	NONE	EXEMPT	HEALTH & MEDICAL SERVICES	1,000
CAMPUS CRUSADE FOR CHRIST 100 LAKE HART DRIVE ORLANDO,FL 32832	NONE	EXEMPT	MINISTRY SERVICES	18,000
BELOVED ATLANTA 1270 CAROLINE ST SUITE D120-426 ATLANTA,GA 30307	NONE	EXEMPT	WOMENS MINISTRY	7,500
CARE FOR AIDS 977 GRANT COVE PLACE ATLANTA,GA 30315	NONE	EXEMPT	HEALTH & MEDICAL SERVICES	2,500
Z883 1065 RAINER DRIVE ALTAMONTE SPRINGS,FL 32714	NONE	EXEMPT	PUBLIC RADIO	1,200
Total . . . . ▶ **3a**				208,860

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Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2013

Name of the organization	Employer identification number
WELLS FAMILY FOUNDATION INC	20-4003386

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization
WELLS FAMILY FOUNDATION INC

Employer identification number
20-4003386

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	STEPHEN L WELLS 680 VIA LUGANA WINTER PARK, FL32789	$ 132,158	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	STEPHANIE AND JOHN SHACKELFORD 867 Cherokee Ave S E ATLANTA, GA 30315	$ 14,898	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
WELLS FAMILY FOUNDATION INC	20-4003386

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization
WELLS FAMILY FOUNDATION INC

Employer identification number
20-4003386

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e) and** the following line entry
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

TY 2013 Accounting Fees Schedule

Name: WELLS FAMILY FOUNDATION INC

EIN: 20-4003386

Software ID: 13000170

Software Version: 2013v4.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	6,541	3,271	0	3,270

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TY 2013 Other Expenses Schedule

Name: WELLS FAMILY FOUNDATION INC

EIN: 20-4003386

Software ID: 13000170

Software Version: 2013v4.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER EXPENSES	1,491	1,491		

TY 2013 Other Income Schedule

Name: WELLS FAMILY FOUNDATION INC

EIN: 20-4003386

Software ID: 13000170

Software Version: 2013v4.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Othe Income	2,713		

TY 2013 Other Professional Fees Schedule

Name: WELLS FAMILY FOUNDATION INC

EIN: 20-4003386

Software ID: 13000170

Software Version: 2013v4.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	8,779	4,389	0	4,390

UBS

Realized gain/loss

from 07/01/2013 to 06/30/2014

	CUSIP	Symbol	Quantity	Purchase date	Purchase amount ($)	Sale date	Sale amount ($)	Realized gain/(loss) ($)	Percent gain/(loss) (%)	Term
ALLIANCEBERNSTEIN SELECT US L/S PORTFOLIO FUND CLASS A	01878T103	MFALEV	553 45	01/10/2014	6,597 11	05/12/2014	6,586 04	-11 07	-0 17%	S
EATON VANCE ATLANTA CAPITAL SMID-CAP FUND CLASS A	277902656	MFEVRF	285.32	03/22/2012	4,670.64	05/12/2014	6,462 42	1,791.78	38 36%	L
FIRST EAGLE OVERSEAS FUND CLASS A	32008F101	MFHSSO	173 57	03/22/2012	3,818 63	01/17/2014	4,054 70	236 07	6 18%	L
FIRST EAGLE OVERSEAS FUND CLASS A	32008F101	MFHSSO	282 01	03/22/2012	6,204.24	05/12/2014	6,771.09	566.85	9.14%	L
FPA CRESCENT FUND	30254T759	MFFPCD	233 38	03/22/2012	6,616 30	01/17/2014	7,664.15	1,047 85	15 84%	L
FPA CRESCENT FUND	30254T759	MFFPCD	279.19	03/22/2012	7,915.15	05/12/2014	9,461 89	1,546.74	19.54%	L
GABELLI EQUITY INCOME FD	36239T202	MFGAEI	277 95	03/22/2012	6,110 32	05/12/2014	8,105 12	1,994 80	32 65%	L
GOLDMAN SACHS STRATEGIC INCOME CL A	38145C661	MFGSDP	862.30	06/07/2013	9,114.48	05/12/2014	9,166 22	51.74	0.57%	S
INVESCO BALANCED-RISK ALLOCATION FUND A	00141V747	MFANU	13,346 12	03/22/2012	164,424 15	01/10/2014	157,751 09	-6,673 06	-4 06%	L
INVESCO BALANCED-RISK ALLOCATION FUND A	00141V747	MFANU	6,044.65	09/21/2012	78,943 14	01/10/2014	71,447.78	-7,495 36	-9.49%	L
INVESCO BALANCED-RISK ALLOCATION FUND A	00141V747	MFANU	451.41	12/07/2012	5,615 57	01/10/2014	5,335 69	-279 88	-4 98%	L
INVESCO BALANCED-RISK ALLOCATION FUND A	00141V747	MFANU	217.29	12/07/2012	2,703 07	01/10/2014	2,568 35	-134.72	-4.98%	L
INVESCO BALANCED-RISK ALLOCATION FUND A	00141V747	MFANU	329 52	12/07/2012	4,099 21	01/10/2014	3,894.90	-204.31	-4 98%	L
INVESCO BALANCED-RISK ALLOCATION FUND A	00141V747	MFANU	298.99	01/22/2013	3,779 22	01/10/2014	3,534.05	-245.17	-6.49%	S
INVESCO BALANCED-RISK ALLOCATION FUND A	00141V747	MFANU	1,687.12	01/25/2013	21,291 47	01/10/2014	19,941.77	-1,349.70	-6 34%	S
INVESCO BALANCED-RISK ALLOCATION FUND A	00141V747	MFANU	44.42	06/07/2013	555 68	01/10/2014	525.04	-30.64	-5.51%	S
INVESCO BALANCED-RISK ALLOCATION FUND A	00141V747	MFANU	769.72	12/13/2013	8,936 42	01/10/2014	9,098 05	161 63	1.81%	S
INVESCO BALANCED-RISK ALLOCATION FUND A	00141V747	MFANU	994 88	12/13/2013	11,550 53	01/10/2014	11,759.46	208 93	1.81%	S
ISHARES RUSSELL 1000 GROWTH ETF	464287614	IWF	687 00	08/28/2009	30,825 69	08/16/2013	51,965 22	21,139 53	68 58%	L
ISHARES RUSSELL 1000 GROWTH ETF	464287614	IWF	428 00	08/28/2009	19,204.36	01/17/2014	36,741 45	17,537 09	91.32%	L
ISHARES RUSSELL 1000 GROWTH ETF	464287614	IWF	169 00	08/28/2009	7,583 03	05/12/2014	14,760 15	7,177 12	94 65%	L
ISHARES RUSSELL 1000 GROWTH ETF	464287614	IWF	436 00	08/28/2009	19,563.32	06/27/2014	39,527 76	19,964 44	102.05%	L
ISHARES RUSSELL 1000 GROWTH ETF	464287614	IWF	39 00	01/07/2010	1,965 15	06/27/2014	3,535 74	1,570 59	79.92%	L
ISHARES RUSSELL 1000 GROWTH ETF	464287614	IWF	35.00	10/01/2010	1,799.58	06/27/2014	3,173 10	1,373 52	76.32%	L
ISHARES RUSSELL 1000 GROWTH ETF	464287614	IWF	40 00	09/30/2011	2,126 90	06/27/2014	3,626 40	1,499 50	70.50%	L
ISHARES RUSSELL 1000 GROWTH ETF	464287614	IWF	115.00	08/13/2012	7,469.94	06/27/2014	10,425.90	2,955 96	39.57%	L

UBS

Realized gain/loss - from 07/01/2013 to 06/30/2014 (continued)

	CUSIP	Symbol	Quantity	Purchase date	Purchase amount ($)	Sale date	Sale amount ($)	Realized gain/(loss) ($)	Percent gain/(loss) (%)	Term
ISHARES RUSSELL 1000 VALUE ETF	464287598	IWD	601 00	08/28/2009	32,501 66	08/16/2013	51,939 62	19,437 96	59 81%	L
ISHARES RUSSELL 1000 VALUE ETF	464287598	IWD	116.00	08/28/2009	6,273 20	01/17/2014	10,897 28	4,624.08	73.71%	L
ISHARES RUSSELL 1000 VALUE ETF	464287598	IWD	140.00	08/28/2009	7,571 10	05/12/2014	13,682 39	6,111 29	80 72%	L
ISHARES RUSSELL 1000 VALUE ETF	464287598	IWD	114 00	08/28/2009	6,165.04	06/27/2014	11,533.14	5,368 10	87 07%	L
ISHARES RUSSELL 1000 VALUE ETF	464287598	IWD	19 00	12/08/2009	1,077 11	06/27/2014	1,922 19	845 08	78 46%	L
ISHARES RUSSELL 1000 VALUE ETF	464287598	IWD	17.00	01/26/2010	973.54	06/27/2014	1,719.85	746 31	76.66%	L
ISHARES RUSSELL 1000 VALUE ETF	464287598	IWD	48 00	02/11/2010	2,681 76	06/27/2014	4,856.06	2,174 30	81 08%	L
ISHARES RUSSELL 1000 VALUE ETF	464287598	IWD	18 00	07/12/2010	1,013.81	06/27/2014	1,821.02	807 21	79.62%	L
ISHARES RUSSELL 1000 VALUE ETF	464287598	IWD	26 00	01/06/2011	1,708 20	06/27/2014	2,630 36	922 16	53 98%	L
ISHARES RUSSELL 1000 VALUE ETF	464287598	IWD	17.00	07/13/2011	1,154.47	06/27/2014	1,719.86	565 39	48.97%	L
ISHARES RUSSELL 1000 VALUE ETF	464287598	IWD	20 00	09/30/2011	1,146 40	06/27/2014	2,023 36	876 96	76.50%	L
ISHARES RUSSELL 1000 VALUE ETF	464287598	IWD	17.00	01/03/2012	1,096 16	06/27/2014	1,719.85	623.69	56.90%	L
ISHARES RUSSELL 1000 VALUE ETF	464287598	IWD	390 00	03/22/2012	27,209 40	06/27/2014	39,455 47	12,246 07	45 01%	L
JHANCOCK2 GLOBAL ABSOLUTE RETURN STRATEGIES FUND CLASS A	47804M886	MFJHDI	17,223.74	04/01/2013	188,083.28	01/10/2014	191,528.02	3,444 74	1.83%	S
JHANCOCK2 GLOBAL ABSOLUTE RETURN STRATEGIES FUND CLASS A	47804M886	MFJHDI	191 95	12/23/2013	2,115 24	01/10/2014	2,134 44	19 20	0 91%	S
MAINSTAY MARKETFIELD FUND CLASS I	56064B852	MFMTCS	350.40	11/16/2012	5,364.64	05/12/2014	6,219.61	854.97	15 94%	L
METROPOLITAN WEST TOTAL RETURN BOND FUND	592905103	MFMZAA	13,944.03	03/22/2012	146,691.22	08/16/2013	146,412 34	-278.88	-0 19%	L
METROPOLITAN WEST TOTAL RETURN BOND FUND	592905103	MFMZAA	18.42	03/30/2012	194.10	08/16/2013	193 37	-0 73	-0 38%	L
METROPOLITAN WEST TOTAL RETURN BOND FUND	592905103	MFMZAA	82 98	04/30/2012	881 24	08/16/2013	871 28	-9 96	-1 13%	L
METROPOLITAN WEST TOTAL RETURN BOND FUND	592905103	MFMZAA	74 09	05/31/2012	789.76	08/16/2013	777 90	-11 86	-1 50%	L
METROPOLITAN WEST TOTAL RETURN BOND FUND	592905103	MFMZAA	81 36	06/29/2012	868 11	08/16/2013	854.28	-13 83	-1 59%	L
METROPOLITAN WEST TOTAL RETURN BOND FUND	592905103	MFMZAA	77.90	07/31/2012	845 22	08/16/2013	817 95	-27 27	-3.23%	L
METROPOLITAN WEST TOTAL RETURN BOND FUND	592905103	MFMZAA	76 50	08/31/2012	836 13	08/16/2013	803 24	-32 89	-3 93%	S
METROPOLITAN WEST TOTAL RETURN BOND FUND	592905103	MFMZAA	68.16	09/28/2012	753 20	08/16/2013	715.71	-37.49	-4.98%	S
METROPOLITAN WEST TOTAL RETURN BOND FUND	592905103	MFMZAA	74 12	10/31/2012	821.31	08/16/2013	778 31	-43 00	-5 24%	S
METROPOLITAN WEST TOTAL RETURN BOND FUND	592905103	MFMZAA	63.68	11/30/2012	707 45	08/16/2013	668 61	-38 84	-5.49%	S
METROPOLITAN WEST TOTAL RETURN BOND FUND	592905103	MFMZAA	148 37	12/14/2012	1,618 67	08/16/2013	1,557 84	-60 83	-3 76%	S

Realized gain/loss - from 07/01/2013 to 06/30/2014 (continued)

	CUSIP	Symbol	Quantity	Purchase date	Purchase amount ($)	Sale date	Sale amount ($)	Realized gain/(loss) ($)	Percent gain/(loss) (%)	Term
METROPOLITAN WEST TOTAL RETURN BOND FUND	592905103	MFMZAA	336.26	12/14/2012	3,668.59	08/16/2013	3,530 72	-137 87	-3 76%	S
METROPOLITAN WEST TOTAL RETURN BOND FUND	592905103	MFMZAA	68 65	12/31/2012	748 29	08/16/2013	720 83	-27 46	-3 67%	S
METROPOLITAN WEST TOTAL RETURN BOND FUND	592905103	MFMZAA	1,953 93	01/25/2013	21,297.86	08/16/2013	20,516 28	-781.58	-3 67%	S
METROPOLITAN WEST TOTAL RETURN BOND FUND	592905103	MFMZAA	56 77	01/31/2013	618 24	08/16/2013	596 10	-22 14	-3 58%	S
METROPOLITAN WEST TOTAL RETURN BOND FUND	592905103	MFMZAA	61 43	02/28/2013	670 83	08/16/2013	645.03	-25 80	-3 85%	S
METROPOLITAN WEST TOTAL RETURN BOND FUND	592905103	MFMZAA	61 68	03/28/2013	673 49	08/16/2013	647 58	-25 91	-3 85%	S
METROPOLITAN WEST TOTAL RETURN BOND FUND	592905103	MFMZAA	57.40	04/30/2013	632.55	08/16/2013	602.70	-29.85	-4.72%	S
METROPOLITAN WEST TOTAL RETURN BOND FUND	592905103	MFMZAA	46.42	05/31/2013	503 61	08/16/2013	487 37	-16 24	-3.22%	S
METROPOLITAN WEST TOTAL RETURN BOND FUND	592905103	MFMZAA	37.94	06/28/2013	401.38	08/16/2013	398.35	-3.03	-0 75%	S
METROPOLITAN WEST TOTAL RETURN BOND FUND	592905103	MFMZAA	45 20	07/31/2013	479 12	08/16/2013	474 60	-4 52	-0 94%	S
OAKMARK INTL FUND CLASS I	413838202	MFOMAC	197 91	10/31/2013	5,288 05	05/12/2014	5,278.14	-9 91	-0 19%	S
OPPENHEIMER CAPITAL INCOME FUND CLASS A	683793103	MFOPEI	954 43	08/16/2013	8,895.31	05/12/2014	9,401 16	505 85	5 69%	S
OPPENHEIMER DEVELOPING MARKETS FUND CL A	683974109	MFOPDH	3,443 60	08/28/2009	85,435.69	03/31/2014	128,583.99	43,148.30	50.50%	L
OPPENHEIMER DEVELOPING MARKETS FUND CL A	683974109	MFOPDH	17 36	12/08/2009	495 31	03/31/2014	648.26	152 95	30 88%	L
OPPENHEIMER DEVELOPING MARKETS FUND CL A	683974109	MFOPDH	5.66	12/22/2010	200.46	03/31/2014	211.38	10.92	5.45%	L
OPPENHEIMER DEVELOPING MARKETS FUND CL A	683974109	MFOPDH	44.79	02/08/2011	1,555 63	03/31/2014	1,672 53	116 90	7 51%	L
OPPENHEIMER DEVELOPING MARKETS FUND CL A	683974109	MFOPDH	72 78	12/12/2011	2,177.43	03/31/2014	2,717.42	539.99	24 80%	L
OPPENHEIMER DEVELOPING MARKETS FUND CL A	683974109	MFOPDH	14.85	12/07/2012	508.38	03/31/2014	554 57	46 19	9 09%	L
OPPENHEIMER DEVELOPING MARKETS FUND CL A	683974109	MFOPDH	292.98	01/25/2013	10,649.98	03/31/2014	10,940.03	290.05	2 72%	L
OPPENHEIMER DEVELOPING MARKETS FUND CL A	683974109	MFOPDH	118.45	06/07/2013	4,169 32	03/31/2014	4,422 81	253 49	6 08%	S
OPPENHEIMER DEVELOPING MARKETS FUND CL A	683974109	MFOPDH	19.15	12/06/2013	718 76	03/31/2014	715.14	-3 62	-0.50%	S
OPPENHEIMER DEVELOPING MARKETS FUND CL A	683974109	MFOPDH	3 89	12/06/2013	146.07	03/31/2014	145 32	-0 75	-0 51%	S
OPPENHEIMER DEVELOPING MARKETS FUND CL A	683974109	MFOPDH	8 21	01/17/2014	305 23	03/31/2014	306.71	1 48	0.48%	S
PARNASSUS WORKPLACE FUND INVESTOR	701765869	MFPKHA	740 97	03/22/2012	16,634 87	01/17/2014	20,198.96	3,564.09	21 43%	L
PARNASSUS WORKPLACE FUND INVESTOR	701765869	MFPKHA	190 58	03/22/2012	4,278.47	05/12/2014	5,387.63	1,109.16	25 92%	L
PIMCO ALL ASSETS ALL AUTH-A	72200Q232	MFPIAA	18,579 17	03/22/2012	195,452 84	01/17/2014	184,491.14	-10,961 70	-5 61%	L
PIMCO ALL ASSETS ALL AUTH-A	72200Q232	MFPIAA	88 61	06/21/2012	911 77	01/17/2014	879.86	-31 91	-3 50%	L
PIMCO ALL ASSETS ALL AUTH-A	72200Q232	MFPIAA	136 31	09/20/2012	1,513 09	01/17/2014	1,353 60	-159 49	-10 54%	L

UBS

Realized gain/loss - from 07/01/2013 to 06/30/2014 (continued)

	CUSIP	Symbol	Quantity	Purchase date	Purchase amount ($)	Sale date	Sale amount ($)	Realized gain/(loss) ($)	Percent gain/(loss) (%)	Term
PIMCO ALL ASSETS ALL AUTH-A	72200Q232	MFPIAA	567 24	12/27/2012	6,319 11	01/17/2014	5,632 74	-686.37	-10 86%	L
PIMCO ALL ASSETS ALL AUTH-A	72200Q232	MFPIAA	112 37	12/31/2012	1,243 91	01/17/2014	1,115 82	-128 09	-10 30%	L
PIMCO ALL ASSETS ALL AUTH-A	72200Q232	MFPIAA	1,594 15	01/25/2013	17,742 89	01/17/2014	15,829.91	-1,912 98	-10 78%	S
PIMCO ALL ASSETS ALL AUTH-A	72200Q232	MFPIAA	119 47	03/21/2013	1,305 77	01/17/2014	1,186 31	-119.46	-9.15%	S
PIMCO ALL ASSETS ALL AUTH-A	72200Q232	MFPIAA	782 84	06/07/2013	8,329 40	01/17/2014	7,773.58	-555.82	-6 67%	S
PIMCO ALL ASSETS ALL AUTH-A	72200Q232	MFPIAA	154 55	06/20/2013	1,581 03	01/17/2014	1,534.66	-46 37	-2 93%	S
PIMCO ALL ASSETS ALL AUTH-A	72200Q232	MFPIAA	158.48	09/19/2013	1,635 53	01/17/2014	1,573 72	-61.81	-3.78%	S
PIMCO ALL ASSETS ALL AUTH-A	72200Q232	MFPIAA	690 21	12/30/2013	6,846 91	01/17/2014	6,853 82	6 91	0 10%	S
POWERSHARES ETF DIVID ACHIEVERS PORTFOLIO	73935X732	PFM	468.00	03/22/2012	7,314.80	05/12/2014	9,670.31	2,355 51	32.20%	L
PUTNAM EQUITY SPECTRUM FUND CLASS A	74676P169	MFPUNF	89 39	03/31/2014	3,917 83	05/12/2014	3,793 60	-124 23	-3 17%	S
RS LOW DURATION BOND FUND A	74972K666	MFRSWJ	18,354 07	06/07/2013	187,762 15	10/31/2013	186,293.82	-1,468 33	-0.78%	S
RS LOW DURATION BOND FUND A	74972K666	MFRSWJ	2 88	06/19/2013	29 37	10/31/2013	29 20	-0 17	-0 58%	S
RS LOW DURATION BOND FUND A	74972K666	MFRSWJ	15 04	06/28/2013	152 82	10/31/2013	152.67	-0.15	-0.10%	S
RS LOW DURATION BOND FUND A	74972K666	MFRSWJ	25.03	07/31/2013	253.82	10/31/2013	254.07	0 25	0 10%	S
RS LOW DURATION BOND FUND A	74972K666	MFRSWJ	24.26	08/30/2013	245.28	10/31/2013	246.25	0.97	0.40%	S
RS LOW DURATION BOND FUND A	74972K666	MFRSWJ	26 14	09/30/2013	264 77	10/31/2013	265.29	0 52	0.20%	S
SCHRODER ABSOLUTE RET EMD AND CCY FUND CLASS ADV	808090641	MFSKBB	647.76	01/10/2014	6,510.00	05/12/2014	6,658.98	148.98	2.29%	S
TCW EMERGING MARKETS INCOME FUND CLASS N	87234N351	MFTCJA	13,328 62	03/22/2012	149,527.50	03/31/2014	145,948.34	-3,579.16	-2 39%	L
TCW EMERGING MARKETS INCOME FUND CLASS N	87234N351	MFTCJA	78.78	03/30/2012	887.75	03/31/2014	862.64	-25.11 ws1	-2 83%	L
TCW EMERGING MARKETS INCOME FUND CLASS N	87234N351	MFTCJA	76 57	04/30/2012	865 10	03/31/2014	838 40	-26.70 ws2	-3 09%	L
TCW EMERGING MARKETS INCOME FUND CLASS N	87234N351	MFTCJA	79.70	05/31/2012	863.06	03/31/2014	872.76	9.70	1 12%	L
TCW EMERGING MARKETS INCOME FUND CLASS N	87234N351	MFTCJA	78 26	06/29/2012	867 00	03/31/2014	856.94	-10 06	-1 16%	L
TCW EMERGING MARKETS INCOME FUND CLASS N	87234N351	MFTCJA	87.86	07/31/2012	1,008.43	03/31/2014	962 01	-46.42	-4.60%	L
TCW EMERGING MARKETS INCOME FUND CLASS N	87234N351	MFTCJA	87 59	08/31/2012	1,013 29	03/31/2014	959 12	-54 17	-5 35%	L
TCW EMERGING MARKETS INCOME FUND CLASS N	87234N351	MFTCJA	87.26	09/28/2012	1,018.18	03/31/2014	955.45	-62 73	-6.16%	L
TCW EMERGING MARKETS INCOME FUND CLASS N	87234N351	MFTCJA	86 42	11/01/2012	1,023 02	03/31/2014	946.25	-76 77	-7 50%	L
TCW EMERGING MARKETS INCOME FUND CLASS N	87234N351	MFTCJA	86.09	11/30/2012	1,027.78	03/31/2014	942.69	-85 09	-8.28%	L

Realized gain/loss - from 07/01/2013 to 06/30/2014 (continued)

	CUSIP	Symbol	Quantity	Purchase date	Purchase amount ($)	Sale date	Sale amount ($)	Realized gain/(loss) ($)	Percent gain/(loss) (%)	Term
TCW EMERGING MARKETS INCOME FUND CLASS N	87234N351	MFTCJA	338 64	12/28/2012	4,036 12	03/31/2014	3,708 13	-327 99	-8 13%	L
TCW EMERGING MARKETS INCOME FUND CLASS N	87234N351	MFTCJA	86.63	12/28/2012	1,032.49	03/31/2014	948 59	-83 90	-8.13%	L
TCW EMERGING MARKETS INCOME FUND CLASS N	87234N351	MFTCJA	1,449 70	01/25/2013	17,611 72	03/31/2014	15,874 20	-1,737 52	-9 87%	L
TCW EMERGING MARKETS INCOME FUND CLASS N	87234N351	MFTCJA	87.62	01/31/2013	1,051 34	03/31/2014	959 48	-91.86	-8.74%	L
TCW EMERGING MARKETS INCOME FUND CLASS N	87234N351	MFTCJA	88 61	02/28/2013	1,056 93	03/31/2014	970 25	-86 68	-8 20%	L
TCW EMERGING MARKETS INCOME FUND CLASS N	87234N351	MFTCJA	89.99	03/28/2013	1,062.60	03/31/2014	985.38	-77 22	-7.27%	L
TCW EMERGING MARKETS INCOME FUND CLASS N	87234N351	MFTCJA	74.30	04/30/2013	890 72	03/31/2014	813 61	-77 11	-8 66%	S
TCW EMERGING MARKETS INCOME FUND CLASS N	87234N351	MFTCJA	77.14	05/31/2013	895 40	03/31/2014	844.68	-50.72	-5.66%	S
TCW EMERGING MARKETS INCOME FUND CLASS N	87234N351	MFTCJA	81 40	06/28/2013	897 70	03/31/2014	891 39	-6 31	-0 70%	S
TCW EMERGING MARKETS INCOME FUND CLASS N	87234N351	MFTCJA	82.48	07/31/2013	902 92	03/31/2014	903.15	0 23	0 03%	S
TCW EMERGING MARKETS INCOME FUND CLASS N	87234N351	MFTCJA	66 48	08/30/2013	701 68	03/31/2014	727 95	26 27	3.74%	S
TCW EMERGING MARKETS INCOME FUND CLASS N	87234N351	MFTCJA	65.45	09/30/2013	705 01	03/31/2014	716 63	11.62	1 65%	S
TCW EMERGING MARKETS INCOME FUND CLASS N	87234N351	MFTCJA	64 45	11/01/2013	708 29	03/31/2014	705.72	-2 57	-0.36%	S
TCW EMERGING MARKETS INCOME FUND CLASS N	87234N351	MFTCJA	65.65	11/29/2013	711.03	03/31/2014	718 91	7.88	1.11%	S
TCW EMERGING MARKETS INCOME FUND CLASS N	87234N351	MFTCJA	65 97	12/30/2013	713.82	03/31/2014	722.39	8.57	1 20%	S
TCW EMERGING MARKETS INCOME FUND CLASS N	87234N351	MFTCJA	1,632.12	01/17/2014	17,773.84	03/31/2014	17,871.77	97.93	0.55%	S
TCW EMERGING MARKETS INCOME FUND CLASS N	87234N351	MFTCJA	73.94	01/31/2014	785 99	03/31/2014	809 66	23 67	3 01%	S
TCW EMERGING MARKETS INCOME FUND CLASS N	87234N351	MFTCJA	72 33	02/28/2014	789.13	03/31/2014	792.02	2 89	0.37%	S
VIRTUS MULTI-SECTOR SHORT TERM BOND FUND - CLASS A	92828R644	MFVPEG	1,887 24	03/22/2012	9,153 09	05/12/2014	9,247 45	94 36	1 03%	L
VIRTUS MULTI-SECTOR SHORT TERM BOND FUND - CLASS A	92828R644	MFVPEG	19,652 88	03/22/2012	95,316.46	06/27/2014	96,692 16	1,375 70	1.44%	L
WISDOMTREE EMERGING MARKETS EQUITY INCOM	97717W315	DEM	2,581 00	03/15/2013	144,107.58	08/16/2013	129,798 02	-14,309 56	-9 93%	S
WISDOMTREE EMERGING MARKETS EQUITY INCOM	97717W315	DEM	83.00	06/07/2013	4,389 20	08/16/2013	4,174.05	-215.15	-4.90%	S
TOTAL REALIZED GAIN/(LOSS):					**1,968,504.90**		**2,107,550.03**	**139,045.13**	**7.06%**	

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Realized gain/loss - from 07/01/2013 to 06/30/2014 (continued)

TOTAL GAINS:	194,402 98
TOTAL LOSSES:	-55,357 85
SHORT TERM - TOTAL REALIZED GAIN/(LOSS):	-16,905 30
LONG TERM - TOTAL REALIZED GAIN/(LOSS):	155,950 43

ws1 . Wash Sale adjustment amount of $5 51
ws2 Wash Sale adjustment amount of $5 36