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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 7/1/2013, and ending 6/30/2014

Name of foundation EDDY FOUNDATION			A Employer identification number 41-6242226	
Number and street (or P O box number if mail is not delivered to street address) Room/suite Wells Fargo Bank N.A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041			B Telephone number (see instructions) (888) 730-4933	
City or town Winston Salem		State NC	ZIP code 27101-3818	
Foreign country name		Foreign province/state/county		Foreign postal code
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change				
H Check type of organization. <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation				
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 3,628,284		J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>				

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	70,750	70,701		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	16,711			
	b Gross sales price for all assets on line 6a 328,298				
	7 Capital gain net income (from Part IV, line 2)		16,711		
	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)	618	618			
12 Total. Add lines 1 through 11	88,079	88,030	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	51,010	33,195		17,815
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	685			685
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	4,638	1,873		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	802	777		
	24 Total operating and administrative expenses. Add lines 13 through 23	57,135	35,845	0	18,500
	25 Contributions, gifts, grants paid	84,481			84,481
26 Total expenses and disbursements. Add lines 24 and 25	141,616	35,845	0	102,981	
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements	-53,537				
b Net investment income (if negative, enter -0-)		52,185			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2013)

HTA

21 P

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	32,868		
	2	Savings and temporary cash investments		145,892	145,892
	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 ▶			
Liabilities		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	2,684,710	2,522,967	3,482,392
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,717,578	2,668,859	3,628,284
	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 ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	2,717,578	2,668,859	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	2,717,578	2,668,859	
	31	Total liabilities and net assets/fund balances (see instructions)	2,717,578	2,668,859	

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	2,717,578
2	Enter amount from Part I, line 27a	2	-53,537
3	Other increases not included in line 2 (itemize) ▶ Partnership Income Adjustment	3	8,558
4	Add lines 1, 2, and 3	4	2,672,599
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	3,740
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,668,859

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			0
b			0
c			0
d			0
e			0

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	16,711
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	179,886	3,137,430	0.057335
2011	298,420	3,113,457	0.095848
2010	385,399	3,393,578	0.113567
2009	247,383	3,316,132	0.074600
2008	256,468	3,288,727	0.077984

2 Total of line 1, column (d)	2	0.419334
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	0.083867
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	3,391,801
5 Multiply line 4 by line 3	5	284,460
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	522
7 Add lines 5 and 6	7	284,982
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	102,981

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 type="checkbox"/> and enter 1% of Part I, line 27b	1		1,044
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		1,044
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		1,044
6	Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,832	
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		1,832
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		788
11	Enter the amount of line 10 to be. Credited to 2014 estimated tax 788 Refunded	11		0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MN		
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)? ☐ Yes ☒ No
- Organizations relying on a current notice regarding disaster assistance check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No
- If "Yes," attach the statement required by Regulations section 53.4945–5(d)
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
- If "Yes" to 6b, file Form 8870.
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b N/A

6b X

7b N/A

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank N.A. Trust Tax Dept 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	TRUSTEE	5.00 44,260		
RODNEY EDWARDS DULUTH, MN 55802	CO-TRUSTEE	1.00 3,375		
ELIZABETH SIMONSON DULUTH, MN 55803	CO-TRUSTEE	1.00 3,375		
BARBARA A SPENCER DULUTH, MN 55803	CO-TRUSTEE	1.00 0		

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	3,382,225
b	Average of monthly cash balances	1b	61,228
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	3,443,453
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	3,443,453
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	51,652
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,391,801
6	Minimum investment return. Enter 5% of line 5	6	169,590

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	169,590
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,044
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,044
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	168,546
4	Recoveries of amounts treated as qualifying distributions	4	348
5	Add lines 3 and 4	5	168,894
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	168,894

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	102,981
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	102,981
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	102,981

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				168,894
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			0	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013:				
a From 2008	92,886			
b From 2009	82,362			
c From 2010	217,738			
d From 2011	144,545			
e From 2012	24,846			
f Total of lines 3a through e	562,377			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 102,981				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2013 distributable amount				102,981
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))	65,913			65,913
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	496,464			
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				0
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)	26,973			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	469,491			
10 Analysis of line 9:				
a Excess from 2009	82,362			
b Excess from 2010	217,738			
c Excess from 2011	144,545			
d Excess from 2012	24,846			
e Excess from 2013				

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

N/A

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

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

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

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

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

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

NONE

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

NONE

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

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

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

SEE ATTACHED

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

SEE ATTACHED

c Any submission deadlines:

SEE ATTACHED

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

SEE ATTACHED

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Attached Statement				
Total			3a	84,481
b <i>Approved for future payment</i> NONE				
Total			3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue.					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	70,750	
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	16,711	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a OTHER INCOME			01	618	
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0		88,079	0
13	Total. Add line 12, columns (b), (d), and (e)				13 88,079	88,079

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

[illegible]

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

Recipient(s) paid during the year

Name

SEE ATTACHED STATEMENT

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			Amount 84,481

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

Tax Transaction Detail (Distributions + Beneficiary)

8/14/2014 10:15:13

Main Account Id:

EDDY FOUNDATION CHAR TRUST U/W

Trust Year 7/1/2013 - 6/30/2014

Tax Code/Desc		Paid For	Transactions	Income	Principal
149 BENEFICIARY DISTRIBUTIONS					
		000000000	No Beny Linked		
10/01/13			0 Units	Reg Code 000	0 00
Added:	FYE	03/28/14	CASH DISBURSEMENT TRAN # XA000001000001 DISCRETIONARY DISTRIBUTION EDDY ESSAY AWARD - DONALD FAHEY-AHRNDT UNIVERSITY OF MINNESOTA DULUTH DPR APPROVED 3/8/2013		-3,000 00
10/01/13			0 Units	Reg Code 000	0 00
Added:	FYE	03/28/14	CASH DISBURSEMENT TRAN # XA000001000003 DISCRETIONARY DISTRIBUTION EDDY ESSAY AWARD - AUDREY BENNETT UNIVERSITY OF MINNESOTA DULUTH DPR 3/8/2013		-3,000 00
12/11/13			0 Units	Reg Code 000	0 00
Added:	FYE	03/28/14	CASH DISBURSEMENT TRAN # EA017777000001 DIST TO/FOR BENEFICIARY/CLIENT CREDIT INVOICE #135112 EDDY FOUNDATION SECURITY JEWELERS 307 WEST SUPERIOR STREET DULUTH, MN 55802		-800 00
01/23/14			0 Units	Reg Code 000	0 00
Added:	013	02/10/14	CASH DISBURSEMENT TRAN # EA031808000001 DIST TO/FOR BENEFICIARY/CLIENT CREDIT ACCOUNT #008022 EDDY FOUNDATION THE KITCHI GAMMI CLUB 831 EAST SUPERIOR STREET DULUTH, MN 55802		-812 63
01/24/14			0 Units	Reg Code 000	0 00
Added:	013	02/10/14	CASH DISBURSEMENT TRAN # EA032846000001 DIST TO/FOR BENEFICIARY/CLIENT CREDIT EDDY FOUNDATION STATEMENT 12/31/2013 LAW OFFICE OF RODNEY EDWARDS 309 ALWORTH BUILDING DULUTH, MN 55802 CORRESPONDENCE WITH CORPORATE TTEE, STATE OF MN ATTY GENERAL, ANNUAL ACCTNG		-1,630 50
Total For: No Beny				0 00	-9,243 13
		416242226	EDDY FOUNDATION CHAR TRUST U/W		
08/28/13			0 Units	Reg Code 000	0 00
Added:	FYE	03/28/14	CASH DISBURSEMENT TRAN # EA040400000001 DISCRETIONARY DISTRIBUTION GRANT TO COLLEGE OF ST SCHOLASTICA COLLEGE OF ST SCHOLASTICA PER DDR APPROVED 08/23/2013		-2,238.00

Tax Transaction Detail (Distributions + Beneficiary)

8/14/2014 10:15:13

Main Account Id:

EDDY FOUNDATION CHAR TRUST U/W

Trust Year 7/1/2013 - 6/30/2014

Tax Code/Desc		Paid For	Transactions	Income	Principal
149 BENEFICIARY DISTRIBUTIONS					
		416242226	EDDY FOUNDATION CHAR TRUST U/W		
10/10/13			0 Units	Reg Code 000	0 00
Added:	FYE 03/28/14		CASH DISBURSEMENT TRAN # EA014558000001 DISCRETIONARY DISTRIBUTION TUITION FOR TAYLOR KOSEY UNIVERSITY OF MINNESOTA DULUTH PER DDR APPROVED 10/08/2013		-3,000 00
10/10/13			0 Units	Reg Code 000	0 00
Added:	FYE 03/28/14		CASH DISBURSEMENT TRAN # EA014559000001 DISCRETIONARY DISTRIBUTION TUITION FOR RACHEL CYR UNIVERSITY OF MINNESOTA DULUTH PER DDR APPROVED 10/08/2013		-3,000 00
10/10/13			0 Units	Reg Code 000	0 00
Added:	FYE 03/28/14		CASH DISBURSEMENT TRAN # EA014568000001 DISCRETIONARY DISTRIBUTION TUITION FOR LAURA CHRISTENSEN UNIVERSITY OF MINNESOTA DULUTH PER DDR APPROVED 10/08/2013		-2,000 00
10/10/13			0 Units	Reg Code 000	0 00
Added:	FYE 03/28/14		CASH DISBURSEMENT TRAN # EA014569000001 DISCRETIONARY DISTRIBUTION TUITION FOR ALEXANDRA ZELENT UNIVERSITY OF MINNESOTA DULUTH PER DDR APPROVED 10/08/2013		-2,000 00
10/10/13			0 Units	Reg Code 000	0 00
Added:	FYE 03/28/14		CASH DISBURSEMENT TRAN # EA014570000001 DISCRETIONARY DISTRIBUTION TUITION FOR MICHELLE MARNICH UNIVERSITY OF MINNESOTA DULUTH PER DDR APPROVED 10/08/2013		-3,000 00
10/10/13			0 Units	Reg Code 000	0 00
Added:	FYE 03/28/14		CASH DISBURSEMENT TRAN # EA014571000001 DISCRETIONARY DISTRIBUTION TUITION FOR MICHAELA SILKER UNIVERSITY OF MINNESOTA DULUTH PER DDR APPROVED 10/08/2013		-2,000 00
10/10/13			0 Units	Reg Code 000	0 00
Added:	FYE 03/28/14		CASH DISBURSEMENT TRAN # EA014572000001 DISCRETIONARY DISTRIBUTION TUITION FOR JOSHUA SONIK UNIVERSITY OF MINNESOTA DULUTH PER DDR APPROVED 10/08/2013		-5,000 00

Tax Transaction Detail (Distributions + Beneficiary)

8/14/2014 10:15:13

Main Account Id:

EDDY FOUNDATION CHAR TRUST U/W

Trust Year 7/1/2013 - 6/30/2014

Tax Code/Desc		Paid For	Transactions	Income	Principal
149 BENEFICIARY DISTRIBUTIONS					
		416242226	EDDY FOUNDATION CHAR TRUST U/W		
10/10/13			0 Units	Reg Code 000	0 00
Added:	FYE 03/28/14		CASH DISBURSEMENT		-2,000 00
			TRAN # EA014573000001		
			DISCRETIONARY DISTRIBUTION		
			TUITION FOR KALLIE SANDE		
			UNIVERSITY OF MINNESOTA DULUTH		
			PER DDR APPROVED 10/08/2013		
10/10/13			0 Units	Reg Code 000	0.00
Added:	FYE 03/28/14		CASH DISBURSEMENT		-3,000 00
			TRAN # EA014574000001		
			DISCRETIONARY DISTRIBUTION		
			TUITION FOR VALARIE SKINNER		
			UNIVERSITY OF MINNESOTA DULUTH		
			PER DDR APPROVED 10/08/2013		
10/10/13			0 Units	Reg Code 000	0 00
Added:	FYE 03/28/14		CASH DISBURSEMENT		-3,000 00
			TRAN # EA014576000001		
			DISCRETIONARY DISTRIBUTION		
			TUITION FOR BRIGID RACHIE		
			UNIVERSITY OF MINNESOTA DULUTH		
			PER DDR APPROVED 10/08/2013		
10/10/13			0 Units	Reg Code 000	0 00
Added:	FYE 03/28/14		CASH DISBURSEMENT		-5,000 00
			TRAN # EA014577000001		
			DISCRETIONARY DISTRIBUTION		
			TUITION FOR ALISSA ACKER		
			UNIVERSITY OF MINNESOTA DULUTH		
			PER DDR APPROVED 10/08/2013		
10/10/13			0 Units	Reg Code 000	0 00
Added:	FYE 03/28/14		CASH DISBURSEMENT		-2,000 00
			TRAN # EA014578000001		
			DISCRETIONARY DISTRIBUTION		
			TUITION FOR EMILLEE HUNSTIGER		
			UNIVERSITY OF MINNESOTA DULUTH		
			PER DDR APPROVED 10/08/2013		
Total For: EDDY FOUNDATION CHAR TRUST U/W				0 00	-37,238 00

Tax Transaction Detail (Distributions + Beneficiary)

8/14/2014 10:15:13

Main Account Id:

EDDY FOUNDATION CHAR TRUST U/W

Trust Year 7/1/2013 - 6/30/2014

Tax Code/Desc	Paid For	Transactions	Income	Principal
149 BENEFICIARY DISTRIBUTIONS				
	UNIVOF 10			
11/29/13		0 Units		
		Reg Code 000	0 00	-38,000 00
Added: FYE 03/28/14		CASH DISBURSEMENT TRAN # EA039910000001 DISCRETIONARY DISTRIBUTION DEPARTMENT OF COMMUNICATION SCIENCES AND DISORDERS UNIVERSITY OF MINNESOTA PER DDR APPROVED 08/23/2013		
		Total For:	0 00	-38,000 00
		Total for Taxcode: 149	0 00	-84,481 13
		Total for Distributions:	0 00	-84,481 13

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

Long Term CG Distributions										Amount				
Short Term CG Distributions										12,218				
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	CHIPOTLE MEXICAN GRILL INC	189656105		6/25/2012		2/5/2014	543	412				0	131
2	X	CHIPOTLE MEXICAN GRILL INC	189656105		5/10/2017		2/5/2014	2,173	1,465				0	708
3	X	CITRIX SYS INC COM	177376100		5/8/2007		11/4/2013	4,822	2,682				0	2,140
4	X	CITRIX SYS INC COM	177376100		2/4/2013		11/4/2013	1,837	2,328				0	-481
5	X	COMPANHIA DE BEBIDAS-PR	20441W203		3/24/2011		8/20/2013	5,805	4,578				0	1,226
6	X	COMPANHIA DE BEBIDAS-PR	20441W203		5/18/2011		8/20/2013	1,043	939				0	104
7	X	COSTCO WHOLESALE CORP	22160K105		9/13/2011		12/5/2013	2,424	2,817				0	820
8	X	COSTCO WHOLESALE CORP	22160K105		9/13/2011		12/5/2013	4,242	2,817				0	1,425
9	X	THE DIRECTV GROUP HOLDING	25490A309		3/25/2013		5/22/2014	6,385	4,236				0	2,149
10	X	THE DIRECTV GROUP HOLDING	25490A309		3/25/2013		5/22/2014	1,848	1,236				0	612
11	X	THE DIRECTV GROUP HOLDING	25490A309		6/10/2013		5/22/2014	3,218	3,218				0	1,150
12	X	GNMA POOL #584350 5 500*	36201JEX3		4/29/2002		9/15/2013	76	76				0	0
13	X	GNMA POOL #584350 5 500*	36201JEX3		4/29/2002		10/15/2013	76	76				0	0
14	X	GNMA POOL #584350 5 500*	36201JEX3		4/29/2002		11/15/2013	76	77				0	-1
15	X	GNMA POOL #584350 5 500*	36201JEX3		4/29/2002		12/15/2013	77	77				0	0
16	X	GNMA POOL #584350 5 500*	36201JEX3		4/29/2002		1/15/2014	78	78				0	0
17	X	GNMA POOL #584350 5 500*	36201JEX3		4/29/2002		2/15/2014	79	79				0	0
18	X	GNMA POOL #584350 5 500*	36201JEX3		4/29/2002		3/15/2014	81	81				0	0
19	X	GNMA POOL #584350 5 500*	36201JEX3		4/29/2002		4/15/2014	606	606				0	0
20	X	GNMA POOL #584350 5 500*	36201JEX3		4/29/2002		5/15/2014	538	539				0	0
21	X	GNMA POOL #584350 5 500*	36201JEX3		4/29/2002		6/15/2014	65	65				0	-1
22	X	GNMA POOL #661127 6 000*	3629AVPL8		3/19/2007		7/15/2013	89	91				0	0
23	X	GNMA POOL #661127 6 000*	3629AVPL8		3/19/2007		8/15/2013	90	92				0	-2
24	X	GNMA POOL #661127 6 000*	3629AVPL8		3/19/2007		9/15/2013	105	107				0	-2
25	X	DODGE & COX INT'L STOCK F	256206103		3/30/2005		1/22/2013	25,000	18,159				0	6,841
26	X	DODGE & COX STOCK FUND	256219106		3/30/2005		10/16/2013	1,368	1,047				0	321
27	X	DODGE & COX STOCK FUND	256219106		12/19/2012		10/16/2013	1,449	1,142				0	307
28	X	DODGE & COX STOCK FUND	256219106		3/29/2013		10/16/2013	1,734	1,502				0	232
29	X	DODGE & COX STOCK FUND	256219106		3/29/2013		10/16/2013	1,834	1,641				0	193
30	X	DODGE & COX STOCK FUND	256219106		9/25/2013		10/16/2013	1,283	1,249				0	34
31	X	DODGE & COX STOCK FUND	256219106		7/17/2002		10/16/2013	17,333	9,940				0	7,393
32	X	THE ENDOWMENT TEI FUND	28299D444		11/30/2009		9/30/2013	4,637	5,058				0	-421
33	X	THE ENDOWMENT TEI FUND	28299D444		11/30/2009		12/31/2013	18,199	19,065				0	-866
34	X	THE ENDOWMENT TEI FUND	28299D444		11/30/2009		4/12/2014	35,749	47,584				0	-11,835
35	X	THE ENDOWMENT TEI FUND	28299D444		11/30/2009		7/17/2014	230	306				0	-76
36	X	GNMA POOL #584350 5 500*	36201JEX3		4/29/2002		4/15/2013	75	75				0	0
37	X	GNMA POOL #584350 5 500*	36201JEX3		4/29/2002		8/15/2013	76	76				0	0
38	X	UNION PACIFIC CORP	907818108		7/25/2008		4/9/2014	1,080	1,080				0	1,536
39	X	US TREAS INFL IND 1.250% 4	912829KM1		11/5/2009		4/15/2014	55,360	52,559				0	2,801
40	X	WHOLE FOODS MKT INC	966837106		11/23/2011		5/22/2014	4,782	4,085				0	697
41	X	WHOLE FOODS MKT INC	966837106		6/10/2013		5/22/2014	2,396	2,396				0	-577
42	X	ENSCO PLC-CL A	G3157S106		2/27/2012		8/20/2013	3,554	3,787				0	-233
43	X	ENSCO PLC-CL A	G3157S106		3/26/2012		8/20/2013	1,944	1,886				0	58
44	X	ENSCO PLC-CL A	G3157S106		3/25/2012		8/20/2013	333	329				0	4
45	X	JAZZ PHARMACEUTICALS PLC	G50871105		6/10/2013		2/6/2014	2,636	1,243				0	1,393
46	X	GNMA POOL #661127 6 000*	3629AVPL8		3/19/2007		10/15/2013	105	106				0	-1
47	X	GNMA POOL #661127 6 000*	3629AVPL8		3/19/2007		11/15/2013	114	116				0	-2
48	X	GNMA POOL #661127 6 000*	3629AVPL8		3/19/2007		12/15/2013	115	117				0	-2
49	X	GNMA POOL #661127 6 000*	3629AVPL8		3/19/2007		1/15/2014	130	132				0	-2
50	X	GNMA POOL #661127 6 000*	3629AVPL8		3/19/2007		2/15/2014	93	95				0	-2
51	X	GNMA POOL #661127 6 000*	3629AVPL8		3/19/2007		3/15/2014	130	133				0	-3
52	X	GNMA POOL #661127 6 000*	3629AVPL8		3/19/2007		4/15/2014	106	106				0	-2
53	X	GNMA POOL #661127 6 000*	3629AVPL8		3/19/2007		5/15/2014	95	97				0	-2
54	X	GNMA POOL #661127 6 000*	3629AVPL8		3/19/2007		6/15/2014	96	97				0	-1
55	X	GATEWAY FUND - Y #1986	367829884		5/15/2013		7/3/2013	44,287	45,000				0	-713
56	X	INTUIT COM	461202103		6/18/2012		4/9/2014	1,946	1,526				0	420
57	X	INTUIT COM	461202103		7/1/2011		4/9/2014	748	522				0	228
58	X	INTUITIVE SURGICAL INC	46120E602		5/17/2012		5/22/2014	2,546	3,671				0	-1,125
59	X	INTUITIVE SURGICAL INC	46120E602		8/15/2012		5/22/2014	728	1,034				0	-305
60	X	INTUITIVE SURGICAL INC	46120E602		5/18/2012		5/22/2014	364	536				0	-172
61	X	INTUITIVE SURGICAL INC	46120E602		11/19/2012		5/22/2014	1,455	2,166				0	-711
62	X	ISHARES MSCI EAFE GROWT	49/2008		4/9/2008		11/2/2013	24,464	25,910				0	-1,446
63	X	ESTEE LAUDER COMPANIES	518439104		5/17/2012		12/5/2013	1,983	1,506				0	457
64	X	ESTEE LAUDER COMPANIES	518439104		7/1/2011		12/5/2013	634	470				0	164
65	X	RALPH LAUREN CORP	751212101		2/27/2012		11/4/2013	4,044	4,150				0	-106
66	X	RALPH LAUREN CORP	751212101		6/18/2012		11/4/2013	1,853	1,593				0	260
67	X	RALPH LAUREN CORP	751212101		8/14/2012		11/4/2013	152	168				0	16
68	X	SANDISK CORP COM	80004C101		1/10/2012		4/9/2014	2,676	1,727				0	949

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

										Amount			
										12,218			
Long Term CG Distributions													
Short Term CG Distributions													
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Gross Sales	Totals		Net Gain or Loss	
										Capital Gains/Losses	Other sales	Gross Sales	Cost, Other Basis and Expenses
					</								

Part I, Line 11 (990-PF) - Other Income

		618	618	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	OTHER INCOME	618	618	

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

		685	0	0	685
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	685			685

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

		4,638	1,873	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	1,873	1,873		
2	PY EXCISE TAX DUE	933			
3	ESTIMATED EXCISE PAYMENTS	1,832			

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

		802	777	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	38	38		
2	PARTNERSHIP EXPENSES	739	739		
3	STATE AG FEES	25			

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

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1				2,522,967	3,482,392

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

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

1	Partnership Income Adjustment	1	8,558
2	Total	2	8,558

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

1	Mutual Fund Timing Difference	1	3,260
2	Partnership Income Adjustment	2	
3	Cost Basis Adjustment	3	480
4	Total	4	3,740

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

Long Term CG Distributions										12,218	Amount									
Short Term CG Distributions										0	Amount									
	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gain Minus Excess of FMV Over Adjusted Basis or Losses						
1	CHIPOTLE MEXICAN GRILL INC	169656105		9/25/2012	2/5/2014	543			412	131			0	4,493						
2	CHIPOTLE MEXICAN GRILL INC	169656105		6/10/2013	2/5/2014	2,173			2,862	708			0	0						
3	CITRIX SYS INC COM	177376100		5/6/2007	11/4/2013	4,822			2,862	2,140			0	2,140						
4	CITRIX SYS INC COM	177376100		3/24/2011	11/4/2013	1,637			4,579	-491			0	-491						
5	COMPANHIA DE BEBIDAS-PRE ADR	20441W203		3/24/2011	8/20/2013	5,995			939	1,226			0	1,226						
6	COMPANHIA DE BEBIDAS-PRE ADR	20441W203		5/19/2011	8/20/2013	1,043			4,579	104			0	104						
7	COSTCO WHOLESALE CORP	211804105		9/13/2011	12/5/2013	2,424			1,604	820			0	820						
8	COSTCO WHOLESALE CORP	211804105		3/25/2013	12/5/2013	4,242			2,817	1,425			0	1,425						
9	THE DIRECTV GROUP HOLDINGS CL A	24490A309		3/25/2013	5/22/2014	6,385			4,238	2,149			0	2,149						
10	THE DIRECTV GROUP HOLDINGS CL A	24490A309		6/10/2013	5/22/2014	1,948			1,238	612			0	612						
11	THE DIRECTV GROUP HOLDINGS CL A	24490A309		6/10/2013	5/22/2014	4,388			3,218	1,150			0	1,150						
12	GNMA POOL #584350 5.000% 4/15/17	38201JEX3		4/28/2002	9/15/2013	76			76	0			0	0						
13	GNMA POOL #584350 5.000% 4/15/17	38201JEX3		4/28/2002	10/15/2013	76			76	0			0	0						
14	GNMA POOL #584350 5.000% 4/15/17	38201JEX3		4/28/2002	11/15/2013	76			77	-1			0	-1						
15	GNMA POOL #584350 5.000% 4/15/17	38201JEX3		4/28/2002	12/15/2013	77			77	0			0	0						
16	GNMA POOL #584350 5.000% 4/15/17	38201JEX3		4/28/2002	11/15/2013	78			78	0			0	0						
17	GNMA POOL #584350 5.000% 4/15/17	38201JEX3		4/28/2002	2/15/2014	79			79	0			0	0						
18	GNMA POOL #584350 5.000% 4/15/17	38201JEX3		4/28/2002	3/15/2014	81			81	0			0	0						
19	GNMA POOL #584350 5.000% 4/15/17	38201JEX3		4/28/2002	4/15/2014	606			606	0			0	0						
20	GNMA POOL #584350 5.000% 4/15/17	38201JEX3		4/28/2002	5/15/2014	538			538	-1			0	-1						
21	GNMA POOL #584350 5.000% 4/15/17	38201JEX3		4/28/2002	6/15/2014	65			65	0			0	0						
22	GNMA POOL #584350 5.000% 4/15/17	38201JEX3		4/28/2002	7/15/2014	89			91	-2			0	-2						
23	GNMA POOL #584350 5.000% 4/15/17	38201JEX3		3/19/2007	8/15/2013	90			92	0			0	0						
24	GNMA POOL #584350 5.000% 4/15/17	38201JEX3		3/19/2007	9/15/2013	105			107	-2			0	-2						
25	DODGE & COX INTL STOCK FUND #1048	256208103		3/30/2005	11/22/2013	25,000			18,159	6,841			0	6,841						
26	DODGE & COX STOCK FUND #145	256218106		9/25/2012	10/16/2013	1,388			1,447	321			0	321						
27	DODGE & COX STOCK FUND #145	256218106		12/18/2012	10/16/2013	1,449			1,442	307			0	307						
28	DODGE & COX STOCK FUND #145	256218106		3/28/2013	10/16/2013	1,734			1,502	232			0	232						
29	DODGE & COX STOCK FUND #145	256218106		8/25/2013	10/16/2013	1,634			1,449	183			0	183						
30	DODGE & COX STOCK FUND #145	256218106		9/25/2013	10/16/2013	1,733			1,449	34			0	34						
31	DODGE & COX STOCK FUND #145	256218106		11/17/2002	10/16/2013	4,333			5,058	733			0	733						
32	THE ENDOWMENT TEL FUND LP	29389D444		11/30/2009	9/30/2013	4,333			4,333	-421			0	-421						
33	THE ENDOWMENT TEL FUND LP	29389D444		11/30/2009	12/31/2013	18,199			19,065	-866			0	-866						
34	THE ENDOWMENT TEL FUND LP	29389D444		11/30/2009	4/1/2014	35,748			47,584	-11,835			0	-11,835						
35	GNMA POOL #584350 5.000% 4/15/17	38201JEX3		4/28/2002	7/15/2013	75			75	0			0	0						
36	GNMA POOL #584350 5.000% 4/15/17	38201JEX3		4/28/2002	8/15/2013	76			76	0			0	0						
37	UNION PACIFIC CORP	907818108		7/25/2008	4/9/2014	2,518			1,080	1,538			0	1,538						
38	US TREAS INFUND 1.250% 4/15/14	912828681		11/25/2009	4/15/2014	55,860			52,559	2,801			0	2,801						
39	WHOLE FOODS MKT INC	866537108		11/23/2011	5/2/2014	4,782			4,085	897			0	897						
40	WHOLE FOODS MKT INC	866537108		6/10/2013	5/2/2014	1,719			2,396	-677			0	-677						
41	ENSCO PLC-CL A	331575108		2/27/2012	8/20/2013	3,554			3,787	-233			0	-233						
42	ENSCO PLC-CL A	331575108		3/25/2012	8/20/2013	1,844			1,866	-86			0	-86						
43	ENSCO PLC-CL A	331575108		3/25/2012	8/20/2013	333			329	4			0	4						
44	JAZZ PHARMACEUTICALS PLC	350871105		6/10/2013	2/5/2014	2,338			1,243	1,393			0	1,393						
45	GNMA POOL #581127 8.000% 2/15/22	3825A1VL8		3/19/2007	10/15/2013	106			106	-1			0	-1						
46	GNMA POOL #581127 8.000% 2/15/22	3825A1VL8		3/19/2007	11/15/2013	114			116	-2			0	-2						
47	GNMA POOL #581127 8.000% 2/15/22	3825A1VL8		3/19/2007	12/15/2013	115			117	-2			0	-2						
48	GNMA POOL #581127 8.000% 2/15/22	3825A1VL8		3/19/2007	11/15/2014	130			132	-2			0	-2						
49	GNMA POOL #581127 8.000% 2/15/22	3825A1VL8		3/19/2007	2/15/2014	93			95	-2			0	-2						
50	GNMA POOL #581127 8.000% 2/15/22	3825A1VL8		3/19/2007	3/15/2014	130			133	-3			0	-3						
51	GNMA POOL #581127 8.000% 2/15/22	3825A1VL8		3/19/2007	4/15/2014	104			106	-2			0	-2						
52	GNMA POOL #581127 8.000% 2/15/22	3825A1VL8		3/19/2007	5/15/2014	95			97	-2			0	-2						
53	GNMA POOL #581127 8.000% 2/15/22	3825A1VL8		3/19/2007	6/15/2014	96			97	-1			0	-1						
54	GATEWAY FUND - Y #1988	367298884		6/15/2013	7/22/2013	42,287			45,890	-3,713			0	-3,713						
55	INTUIT COM	461202103		6/15/2012	4/9/2014	1,946			1,950	-4			0	-4						
56	INTUIT COM	461202103		7/7/2011	4/9/2014	2,746			3,522	-776			0	-776						
57	INTUIT SURGICAL INC	46120E602		9/17/2012	5/22/2014	2,546			3,624	-1,078			0	-1,078						
58	INTUIT SURGICAL INC	46120E602		6/19/2012	5/22/2014	348			536	-188			0	-188						
59	INTUIT SURGICAL INC	46120E602		11/19/2012	5/22/2014	1,455			2,166	-711			0	-711						
60	SHARESOCIETY GROWTH ETF	514391004		4/27/2008	1/22/2013	24,664			25,910	-1,446			0	-1,446						
61	ESTEE LAUDER COMPANIES INC	514391004		6/17/2012	12/5/2013	1,963			1,506	457			0	457						
62	ESTEE LAUDER COMPANIES INC	514391004		7/17/2011	12/5/2013	654			470	184			0	184						
63	ESTEE LAUDER COMPANIES INC	514391004		2/27/2012	11/4/2013	4,044			4,150	-106			0	-106						
64	RALPH LAUREN CORP	751212101		6/18/2012	11/4/2013	1,653			1,593	60			0	60						
65	RALPH LAUREN CORP	751212101		8/14/2012	11/4/2013	1,653			1,593	60			0	60						
66	RALPH LAUREN CORP	751212101		11/09/2012	4/9/2014	2,676			1,727	949			0	949						
67	SANDSK CORP COM	90004C101		9/7/2012	11/4/2013	2,257			4,195	-1,938			0	-1,938						
68	TERADATA CORP	98076W103		2/20/2013	11/4/2013	1,432			2,052	-620			0	-620						
69	TERADATA CORP	98076W103		8/20/2013	11/4/2013	1,478			2,078	-602			0	-602						
70	TERADATA CORP	98076W103		7/5/2008	12/5/2013	2,600			1,234	1,366			0	1,366						
71	TERADATA CORP	98076W103		7/5/2008	12/5/2013	2,600			1,234	1,366			0	1,366						
72	UNION PACIFIC CORP	907818108		7/5/2008	12/5/2013	2,600			1,234	1,366			0	1,366						
73	FINAL YEAR PARTNERSHIP ADJUSTME								8,297	-9,297			0	-9,297						

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

Name		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N.A. Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	5 00	44,260		
2	RODNEY EDWARDS			DULUTH	MN	55802		CO-TRUSTEE	1 00	3,375		
3	ELIZABETH SIMONSON			DULUTH	MN	55803		CO-TRUSTEE	1 00	3,375		
4	BARBARA A SPENCER			DULUTH	MN	55803		CO-TRUSTEE	1 00	0		
										51,010	0	0

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

	Date		Amount
1 Credit from prior year return		1	0
2 First quarter estimated tax payment	11/8/2013	2	458
3 Second quarter estimated tax payment	12/10/2013	3	458
4 Third quarter estimated tax payment	3/12/2014	4	458
5 Fourth quarter estimated tax payment	6/11/2014	5	458
6 Other payments		6	
7 Total		7	1,832

EDWIN H. EDDY FAMILY FOUNDATION Page 1 of 4
STATEMENT TO APPLICANTS

Attachment to Form 990-PF, Part XV, Line 2 EIN 41-6242226

The Edwin H. Eddy Family Foundation may lawfully make grants directly to institutions, organizations or individuals for the purpose of performing services to residents of the City of Duluth and surrounding areas for one or more of the following purposes:

1. Research educational work treatment and rehabilitation in the field of communicative disorders and related fields of neuro-pathology.
2. Financial assistance in testing, interpreting tests and treatment of individuals who have communication disorders with special consideration given to stuttering.
3. Scholarships to be given to students in the field of communicative disorders.
4. Funding of projects, programs and research that have application to helping individuals with communicative disorders.
5. Special consideration for funding to be given to institutions or organizations or faculties jointly sponsoring projects or programs.
6. Assistance to help in the rehabilitation of individuals with speech and/or hearing disorders.

In order to provide the Edwin H. Eddy Family Foundation Advisory Committee and the Edwin H. Eddy Family Foundation Trustees, the basis for making a determination of appropriateness and fundability, a grant application should provide the following information:

Identification of need to be met—definition of the problem.
Purpose, goals and objectives—the desired outcome of the project.
Method of achieving the goals and objectives—proposed activities.
Description of the applicant agency and its qualifications to conduct program including staff, responsibility for execution, experience and past record.
Description of project impact on Duluth area population to be served.
Assurance of nonduplication of existing programs.
Time frame of grant request and program operation.
Coordination of the program and funding with other organizations.
Budget per project—show cost to be covered by grant, other organizations or proposed grants and application share. Include past year's audit or final budget. Include budget detail.
Source of funds in budget for three years following Edwin H. Eddy grant.
Evaluation—how will you determine if program goals have been achieved, by whom will reports be filed.

The following documentation is required for all applications:

1. Copy of Articles of Incorporation.
2. List of officers and board of directors.
3. Proof of tax exempt status.
4. Letters of commitment from participating agencies.

Edwin H. Eddy Family Foundation is to be provided with eight copies of the grant proposal and cover letters and one copy each of Articles of Incorporation and proof of tax exempt status.

Upon approval of grant applications by the Edwin H. Eddy Family Foundation Trustees, the recipient will be required to enter into a grant agreement prior to the disbursement of funds evidencing the agreement of the recipient to all of the provisions of the grant agreement. Included in the agreement will be the outline of the specific programs that have been approved for funding, along with a detail of the specific dollar amounts for each part of the program, the dates and amounts of distributions, the repayment of any unused funds, the record of expenditures to be forwarded to the trustees, and reporting requirements to the Edwin H. Eddy Family Foundation.

GUIDELINES FOR EDWIN H. EDDY FOUNDATION SCHOLARSHIPS

Page 2 of 4

Attachment to Form 990-PF, Part XV, Line 2 EIN 41-6240226

1. The award will be strictly scholarship and not traineeship.
2. Scholarships will be granted to college seniors and students in an accredited graduate program of Communication Disorders. Seniors will be defined as "a student who has completed the junior sequence". Grants are made only to full-time students.
3. Applicants must meet a minimum overall grade point average (currently 3.3) to qualify for a scholarship. This GPA minimum is subject to change.
4. Edwin H. Eddy recipients must agree to volunteer their time (once during the duration of the scholarship) to a local high school to help in the recruiting efforts in the Communication Disorders Program.
5. Amount of grants are as follows:
\$1,500 to senior level students for regular school year
\$4,000 to graduate level students
6. Priorities for granting scholarships shall be made in the following order:
 - A. Duluth area residents attending the University of Minnesota, Duluth.
 - B. Duluth area residents attending other accredited institutions.
 - C. Non-Duluth area students attending the University of Minnesota, Duluth.
7. Each applicant must provide the Edwin H. Eddy Foundation a completed application form and a certified copy of the most recent transcript(s) from present or previous institution(s) attended.
8. If an applicant meets the GPA requirements, upon successful completion of a personal interview with a member of the Scholarship Committee, a scholarship will be granted. The Committee's recommendation and the trustees' approval is based upon a determination that the applicant's interest and desire in the field has merit.
9. Interviews must be arranged by the applicant at the Department of Communication Sciences and Disorders; University of Minnesota, Duluth. Telephone number: (218) 726-7974. Renewal applicants will not be interviewed.
10. Applicants will be notified of awards within two weeks after interviews are completed.
11. The Edwin H. Eddy Foundation pays installment of the grant directly to the applicant as per schedule listed above.
12. To receive continued payments, a scholar must maintain the minimum GPA requirements each semester. Recipients not attending UMD must provide the Edwin H. Eddy Foundation a GPA report at the end of each semester.
13. All applications for UMD students must be received by July 8 at the following address:

For University of Minnesota-Duluth students:

Department of Communication Sciences and Disorders
University of Minnesota, Duluth
221 Bohannon Hall
10 University Drive
Duluth, MN 55812-2496

For Non-University of Minnesota-Duluth students or special situations:

Edwin H. Eddy Foundation Scholarship
Wells Fargo Bank North, N.A.
Trust Department
P.O. Box 488
Duluth, MN 55801-0488

Attachment to Form 990-PF, Part XV, Line d EIN 41-6242226

APPLICATION FOR
EDWIN H. EDDY FAMILY
FOUNDATION SCHOLARSHIP

Page 3 of 4

WELLS FARGO BANK MINNESOTA, N.A.
TRUST DEPARTMENT
DULUTH, MN 55802

Name _____
(last) (first) (middle)

Present

Address _____ Phone _____
_____ Zip code _____

High School from which you graduated _____
_____ (Year)

College(s) attended or planning to attend:

Name of School	Date	Degree or Certificate
_____	_____	_____
_____	_____	_____
_____	_____	_____

Check class standing for Grant Award Year Sr. _____ Grad. _____

When do you expect to graduate? _____
(month) (year)

(OVER)

Attachment to Form 990-PF, Part XV, Line 2 EIN 41-6242226

List of honors or special recognition received.

Page 4 of 4

What are your career goals?

Unusual circumstances or other comments.

If awarded an Edwin H. Eddy Foundation Scholarship, I agree to abide by all its requirements.

Signed _____

Dated _____



Account Statement For:
EDDY FOUNDATION CHAR TRUST U/W

Period Covered: June 1, 2014 - June 30, 2014

ASSET DETAIL

ASSET DESCRIPTION

Cash & Equivalents

CASH

INCOME

Total Cash

MONEY MARKET

FEDERATED TREAS OBL FD 68

Asset held in Invested Income Portfolio

FEDERATED TREAS OBL FD 68

Total Money Market

Total Cash & Equivalents

PRICE	QUANTITY	MARKET VALUE AS OF 06/30/14	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
		\$7.20	\$7.20	\$0.00		
		\$7.20	\$7.20	\$0.00		
	8,204.720	\$8,204.72	\$8,204.72	\$0.00	0.01%	\$0.07
	137,679.630	137,679.63	137,679.63	0.00	0.01	1.13
		\$145,884.35	\$145,884.35	\$0.00	0.01%	\$1.20
		\$145,891.55	\$145,891.55	\$0.00	0.01%	\$1.20

**WELLS
FARGO**

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Fixed Income

GOVERNMENT OBLIGATIONS

FED NATL MTG ASSN
DTD 03/04/11 2.375 04/11/2016
CUSIP: 3135G0B80
MOODY'S RATING: AAA
STANDARD & POOR'S RATING: AA+

GOVT NATL MTG ASSN POOL #584350
DTD 04/01/02 5.500 04/15/2017
CUSIP: 36201JEX3

MOODY'S RATING: N/A
STANDARD & POOR'S RATING: N/A

GOVT NATL MTG ASSN POOL #661127
DTD 02/01/07 6.000 02/15/2022
CUSIP: 36294VPL8

MOODY'S RATING: N/A
STANDARD & POOR'S RATING: N/A

US TREASURY INFLATION BOND
DTD 01/15/10 1.375 01/15/2020
CUSIP: 912828MF4

MOODY'S RATING: AAA
STANDARD & POOR'S RATING: N/A

Total Government Obligations

CORPORATE OBLIGATIONS

UNILEVER CAPITAL CORP
DTD 02/10/11 2.750 02/10/2016
CUSIP: 904764AL1

MOODY'S RATING: A1
STANDARD & POOR'S RATING: A+

Total Corporate Obligations

ASSET DESCRIPTION	PAR VALUE	PRICE	MARKET VALUE AS OF 06/30/14	COST BASIS	UNREALIZED GAIN/LOSS	YIELD TO MATURITY	ACCRUED INCOME
FED NATL MTG ASSN DTD 03/04/11 2.375 04/11/2016 CUSIP: 3135G0B80 MOODY'S RATING: AAA STANDARD & POOR'S RATING: AA+	50,000.000	\$103.640	\$51,820.00	\$50,058.20	\$1,761.80	0.32%	\$263.89
GOVT NATL MTG ASSN POOL #584350 DTD 04/01/02 5.500 04/15/2017 CUSIP: 36201JEX3 MOODY'S RATING: N/A STANDARD & POOR'S RATING: N/A	1,697.770	104.849	1,780.09	1,699.89	80.20	3.67	7.78
GOVT NATL MTG ASSN POOL #661127 DTD 02/01/07 6.000 02/15/2022 CUSIP: 36294VPL8 MOODY'S RATING: N/A STANDARD & POOR'S RATING: N/A	10,381.560	107.421	11,151.98	10,577.83	574.15	4.83	51.91
US TREASURY INFLATION BOND DTD 01/15/10 1.375 01/15/2020 CUSIP: 912828MF4 MOODY'S RATING: AAA STANDARD & POOR'S RATING: N/A	27,404.750	109.688	30,059.72	26,383.25	3,676.47	- 0.36	173.85
Total Government Obligations			\$94,811.79	\$88,719.17	\$6,092.62		\$497.43
CORPORATE OBLIGATIONS UNILEVER CAPITAL CORP DTD 02/10/11 2.750 02/10/2016 CUSIP: 904764AL1 MOODY'S RATING: A1 STANDARD & POOR'S RATING: A+	50,000.000	\$103.707	\$51,853.50	\$50,370.50	\$1,483.00	0.44%	\$538.54
Total Corporate Obligations			\$51,853.50	\$50,370.50	\$1,483.00		\$538.54



ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 06/30/14	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCURED INCOME
Fixed Income							
DOMESTIC MUTUAL FUNDS							
JPMORGAN HIGH YIELD FUND SELECT SHARES #3580 SYMBOL: OHYFX CUSIP: 4812C0803	9,044.623	\$8.170	\$73,894.57	\$74,000.00	-\$105.43	5.78%	\$0.00
RIDGEWORTH SEIX HIGH YIELD BOND FUND CLASS I #5855 SYMBOL: SAMHX CUSIP: 76628T645	7,537.688	10.090	76,055.27	75,000.00	1,055.27	5.88	12.25
Total Domestic Mutual Funds			\$149,949.84	\$149,000.00	\$949.84	5.83%	\$12.25
INTERNATIONAL MUTUAL FUNDS							
DREYFUS EMERGING MARKETS DEBT LOCAL CURRENCY FUND CLASS I #6083 SYMBOL: DBBIX CUSIP: 261980494	5,036.937	\$14.620	\$73,640.02	\$75,000.00	-\$1,359.98	1.63%	\$0.00
PIMCO FOREIGN BOND (UNHEDGED) FUND #1853 SYMBOL: PFUIX CUSIP: 722005220	6,832.177	10.660	72,831.01	75,493.56	-2,662.55	2.55	0.00
TEMPLETON GLOBAL BOND FUND - ADVISOR CLASS #616 SYMBOL: TGBAX CUSIP: 880208400	3,744.248	13.310	49,835.94	44,893.53	4,942.41	3.63	0.00
Total International Mutual Funds			\$196,306.97	\$195,387.09	\$919.88	2.48%	\$0.00
Total Fixed Income			\$492,922.10	\$483,476.76	\$9,445.34		\$1,048.22



ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 06/30/14	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities							
CONSUMER DISCRETIONARY							
AMAZON COM INC COM SYMBOL: AMZN CUSIP: 023135106	32.000	\$324.780	\$10,392.96	\$2,699.00	\$7,693.96	0.00%	\$0.00
AMC NETWORKS INC SYMBOL: AMCX CUSIP: 00164V103	104.000	61.490	6,394.96	7,026.52	- 631.56	0.00	0.00
CHIPOTLE MEXICAN GRILL INC CL A	17.000	592.510	10,072.67	3,629.95	6,442.72	0.00	0.00
SYMBOL: CMG CUSIP: 169656105							
HOME DEPOT INC SYMBOL: HD CUSIP: 437076102	150.000	80.960	12,144.00	9,865.73	2,278.27	2.32	0.00
LAS VEGAS SANDS CORP COM	150.000	76.220	11,433.00	6,819.87	4,613.13	2.62	0.00
SYMBOL: LVS CUSIP: 517834107							
POLARIS INDS INC COM SYMBOL: PII CUSIP: 731068102	78.000	130.240	10,158.72	6,009.46	4,149.26	1.47	0.00
STARBUCKS CORP COM SYMBOL: SBUX CUSIP: 855244109	141.000	77.380	10,910.58	7,682.98	3,227.60	1.34	0.00
THE PRICELINE GROUP INC. SYMBOL: PCLN CUSIP: 741503403	11.000	1,203.000	13,233.00	5,237.63	7,995.37	0.00	0.00
TRACTOR SUPPLY CO COM SYMBOL: TSCO CUSIP: 892356106	248.000	60.400	14,979.20	2,142.17	12,837.03	1.06	0.00
TWENTY FIRST CENTURY FOX INC SYMBOL: FOXA CUSIP: 90130A101	222.000	35.150	7,803.30	7,702.91	100.39	0.71	0.00
Total Consumer Discretionary			\$107,522.39	\$58,816.22	\$48,706.17	1.02%	\$0.00



ASSET DETAIL *(continued)*

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 06/30/14	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities <i>(continued)</i>							
CONSUMER STAPLES							
COCA COLA CO SYMBOL: KO CUSIP: 191216100	249,000	\$42.360	\$10,547.64	\$8,753.21	\$1,794.43	2.88%	\$75.95
ESTEE LAUDER COMPANIES INC SYMBOL: EL CUSIP: 518439104	102,000	74.260	7,574.52	5,091.27	2,483.25	1.08	0.00
MONDELEZ INTERNATIONAL INC SYMBOL: MDLZ CUSIP: 609207105	252,000	37.610	9,477.72	6,687.57	2,790.15	1.49	35.28
MONSTER BEVERAGE CORP SYMBOL: MNST CUSIP: 611740101	170,000	71.030	12,075.10	9,128.41	2,946.69	0.00	0.00
WHITEWAVE FOODS CO SYMBOL: WWAV CUSIP: 966244105	425,000	32.370	13,757.25	8,650.67	5,106.58	0.00	0.00
Total Consumer Staples			\$53,432.23	\$38,311.13	\$15,121.10	0.99%	\$111.23
ENERGY							
CONCHO RESOURCES INC SYMBOL: CXO CUSIP: 20605P101	61,000	\$144.500	\$8,814.50	\$4,942.64	\$3,871.86	0.00%	\$0.00
Total Energy			\$8,814.50	\$4,942.64	\$3,871.86	0.00%	\$0.00
FINANCIALS							
INTERCONTINENTAL EXCHANGE, INC SYMBOL: ICE CUSIP: 45866F104	48,000	\$188.900	\$9,067.20	\$3,160.36	\$5,906.84	1.38%	\$0.00
Total Financials			\$9,067.20	\$3,160.36	\$5,906.84	1.38%	\$0.00



ASSET DETAIL (continued)

ASSET DESCRIPTION

Equities (continued)

HEALTH CARE

ALEXION PHARMACEUTICALS INC
SYMBOL: ALXN CUSIP: 015351109
CARDINAL HEALTH INC COM
SYMBOL: CAH CUSIP: 14149Y108
CELGENE CORP COM
SYMBOL: CELG CUSIP: 151020104
CERNER CORP COM
SYMBOL: CERN CUSIP: 156782104
GILEAD SCIENCES INC
SYMBOL: GILD CUSIP: 375558103
TEAM HEALTH HOLDINGS INC
SYMBOL: TMH CUSIP: 87817A107

Total Health Care

INDUSTRIALS

DANAHER CORP
SYMBOL: DHR CUSIP: 235851102
FASTENAL CO
SYMBOL: FAST CUSIP: 311900104
FORTUNE BRANDS HOME & SECURITY
SYMBOL: FBHS CUSIP: 34964C106
PRECISION CASTPARTS CORP
SYMBOL: PCP CUSIP: 740189105
STERICYCLE INC COM
SYMBOL: SRCL CUSIP: 858912108
UNION PACIFIC CORP
SYMBOL: UNP CUSIP: 907818108

Total Industrials

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 06/30/14	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
ALEXION PHARMACEUTICALS INC SYMBOL: ALXN CUSIP: 015351109	64,000	\$156.250	\$10,000.00	\$5,981.91	\$4,018.09	0.00%	\$0.00
CARDINAL HEALTH INC COM SYMBOL: CAH CUSIP: 14149Y108	83,000	68.560	5,690.48	5,651.59	38.89	2.00	28.43
CELGENE CORP COM SYMBOL: CELG CUSIP: 151020104	162,000	85.880	13,912.56	4,625.16	9,287.40	0.00	0.00
CERNER CORP COM SYMBOL: CERN CUSIP: 156782104	223,000	51.580	11,502.34	9,017.25	2,485.09	0.00	0.00
GILEAD SCIENCES INC SYMBOL: GILD CUSIP: 375558103	195,000	82.910	16,167.45	11,986.56	4,180.89	0.00	0.00
TEAM HEALTH HOLDINGS INC SYMBOL: TMH CUSIP: 87817A107	219,000	49.940	10,936.86	8,626.72	2,310.14	0.00	0.00
Total Health Care			\$68,209.69	\$45,889.19	\$22,320.50	0.17%	\$28.43
DANAHER CORP SYMBOL: DHR CUSIP: 235851102	146,000	\$78.730	\$11,494.58	\$2,580.59	\$8,913.99	0.51%	\$14.60
FASTENAL CO SYMBOL: FAST CUSIP: 311900104	134,000	49.490	6,631.66	3,765.45	2,866.21	2.02	0.00
FORTUNE BRANDS HOME & SECURITY SYMBOL: FBHS CUSIP: 34964C106	249,000	39.930	9,942.57	8,298.47	1,644.10	1.20	0.00
PRECISION CASTPARTS CORP SYMBOL: PCP CUSIP: 740189105	76,000	252.400	19,182.40	5,745.11	13,437.29	0.05	0.00
STERICYCLE INC COM SYMBOL: SRCL CUSIP: 858912108	91,000	118.420	10,776.22	5,578.00	5,198.22	0.00	0.00
UNION PACIFIC CORP SYMBOL: UNP CUSIP: 907818108	134,000	99.750	13,366.50	5,169.41	8,197.09	1.82	60.97
Total Industrials			\$71,393.93	\$31,137.03	\$40,256.90	0.79%	\$75.57



ASSET DETAIL (continued)

ASSET DESCRIPTION

Equities (continued)

INFORMATION TECHNOLOGY

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 06/30/14	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
APPLE INC SYMBOL: AAPL CUSIP: 037833100	350,000	\$92.930	\$32,525.50	\$4,901.45	\$27,624.05	2.02%	\$0.00
FACEBOOK INC SYMBOL: FB CUSIP: 30303M102	253,000	67.290	17,024.37	12,885.04	4,139.33	0.00	0.00
GOOGLE INC CL A SYMBOL: GOOGL CUSIP: 38259P508	24,000	584.670	14,032.08	7,248.16	6,783.92	0.00	0.00
GOOGLE INC CLASS C SYMBOL: GOOG CUSIP: 38259P706	24,000	575.280	13,806.72	7,225.01	6,581.71	0.00	0.00
INTUIT COM SYMBOL: INTU CUSIP: 461202103	102,000	80.530	8,214.06	5,023.33	3,190.73	0.94	0.00
MICROSOFT CORP SYMBOL: MSFT CUSIP: 594918104	237,000	41.700	9,882.90	7,017.27	2,865.63	2.69	0.00
ORACLE CORPORATION SYMBOL: ORCL CUSIP: 68389X105	207,000	40.530	8,389.71	5,639.63	2,750.08	1.18	0.00
QUALCOMM INC SYMBOL: QCOM CUSIP: 747525103	223,000	79.200	17,661.60	12,407.90	5,253.70	2.12	0.00
SALESFORCE COM INC COM SYMBOL: CRM CUSIP: 79466L302	149,000	58.080	8,653.92	8,282.98	370.94	0.00	0.00
SANDISK CORP COM SYMBOL: SNDK CUSIP: 80004C101	109,000	104.430	11,382.87	5,341.68	6,041.19	0.86	0.00
VISA INC-CLASS A SHRS SYMBOL: V CUSIP: 92826C839	69,000	210.710	14,538.99	13,186.66	1,352.33	0.76	0.00

Total Information Technology

\$156,112.72 **\$89,159.11** **\$66,953.61** **1.08%** **\$0.00**



ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 06/30/14	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCURED INCOME
Equities (continued)							
MATERIALS							
CELANESE CORP SYMBOL: CE CUSIP: 150870103	115.000	\$64.280	\$7,392.20	\$5,810.43	\$1,581.77	1.56%	\$0.00
ECOLAB INC SYMBOL: ECL CUSIP: 278865100	99.000	111.340	11,022.66	3,242.52	7,780.14	0.99	27.23
MONSANTO CO NEW SYMBOL: MON CUSIP: 61166W101	115.000	124.740	14,345.10	9,109.47	5,235.63	1.38	0.00
Total Materials			\$32,759.96	\$18,162.42	\$14,597.54	1.29%	\$27.23
INTERNATIONAL EQUITIES							
ACCENTURE PLC CUSIP: G1151C101	91.000	\$80.840	\$7,356.44	\$3,351.16	\$4,005.28	2.30%	\$0.00
CATAMARAN CORPORATION CUSIP: 148887102	188.000	44.160	8,302.08	5,428.97	2,873.11	0.00	0.00
CHICAGO BRIDGE & IRON COMPANY N.V. CUSIP: 167250109	121.000	68.200	8,252.20	9,243.93	- 991.73	0.41	0.00
DIAGEO PLC - ADR SPONSORED ADR CUSIP: 25243Q205	45.000	127.270	5,727.15	2,949.14	2,778.01	2.51	0.00
JAZZ PHARMACEUTICALS PLC CUSIP: G50871105	47.000	147.010	6,909.47	3,245.66	3,663.81	0.00	0.00
SCHLUMBERGER LTD CUSIP: 806857108	158.000	117.950	18,636.10	11,017.05	7,619.05	1.36	63.20
Total International Equities			\$55,183.44	\$35,235.91	\$19,947.53	1.09%	\$63.20



ASSET DETAIL (continued)

ASSET DESCRIPTION

Equities (continued)

DOMESTIC MUTUAL FUNDS

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 06/30/14	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
DODGE & COX STOCK FUND #145 SYMBOL: DODGX CUSIP: 256219106	2,540.800	\$178.730	\$454,117.18	\$208,124.33	\$245,992.85	1.59%	\$0.00
ISHARES RUSSELL MID-CAP GROWTH SYMBOL: IWP CUSIP: 464287481	1,970.000	89.560	176,433.20	91,723.20	84,710.00	0.84	0.00
ISHARES RUSSELL 1000 GROWTH ETF SYMBOL: IWF CUSIP: 464287614	400.000	90.930	36,372.00	25,422.80	10,949.20	1.28	0.00
ISHARES RUSSELL 2000 ETF SYMBOL: IWM CUSIP: 464287655	1,000.000	118.810	118,810.00	70,039.50	48,770.50	1.22	0.00
JP MORGAN MID CAP VALUE FUND-CLASS I #758	4,256.768	37.990	161,714.62	84,447.05	77,267.57	0.80	0.00
ROYCE PENNSYLVANIA MUTUAL FUND INVESTOR CLASS INV #260 SYMBOL: PENNX CUSIP: 780905840	3,305.785	15.030	49,685.95	40,000.00	9,685.95	0.01	0.00

Total Domestic Mutual Funds

INTERNATIONAL MUTUAL FUNDS

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 06/30/14	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
DODGE & COX INTERNATIONAL STOCK FUND #1048	4,622.495	\$46.440	\$214,668.67	\$136,546.90	\$78,121.77	1.50%	\$0.00
SYMBOL: DODFX CUSIP: 256206103							
ISHARES MSCI EAFE GROWTH ETF SYMBOL: EFG CUSIP: 464288885	2,840.000	72.450	205,758.00	189,827.80	15,930.20	2.13	3,074.30
ISHARES MSCI EMERGING MARKETS SYMBOL: EEM CUSIP: 464287234	6,595.000	43.230	285,101.85	237,752.58	47,349.27	1.63	0.00

Total International Mutual Funds

Total Equities

\$2,265,157.53

\$1,408,698.17

\$856,459.36

1.29%

\$3,379.96



ASSET DETAIL *(continued)*

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 06/30/14	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Complementary Strategies							
HEDGE INVESTMENTS							
ASGI MESIROW INSIGHT FUND, LLC	232.649	\$1,058.872	\$246,345.72	\$205,483.13	\$40,862.59	0.00%	\$0.00
Total Hedge Investments			\$246,345.72	\$205,483.13	\$40,862.59	0.00%	\$0.00
OTHER							
AQR MANAGED FUTURES STRATEGY FUND CLASS I #15213 SYMBOL: AQMIX CUSIP: 00203H859	4,437.870	\$10.040	\$44,556.21	\$45,000.00	-\$443.79	0.00%	\$0.00
Total Other			\$44,556.21	\$45,000.00	-\$443.79	0.00%	\$0.00
Total Complementary Strategies			\$290,901.93	\$250,483.13	\$40,418.80	0.00%	\$0.00



ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 06/30/14	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Real Assets							
REAL ASSET FUNDS							
POWERSHARES DB COMMODITY INDEX SYMBOL: DBC CUSIP: 739355105	5,490,000	\$26.580	\$145,924.20	\$122,547.93	\$23,376.27	0.00%	\$0.00
SPDR DJ WILSHIRE INTERNATIONAL REAL ESTATE ETF SYMBOL: RWX CUSIP: 78463X863	3,050,000	44.240	134,932.00	116,632.89	18,299.11	4.37	1,639.83
SPDR DOW JONES REIT ETF SYMBOL: RWR CUSIP: 78464A607	1,838,000	83.000	152,554.00	141,128.07	11,425.93	3.04	0.00
Total Real Asset Funds			\$433,410.20	\$380,308.89	\$53,101.31	2.43%	\$1,639.83
Total Real Assets			\$433,410.20	\$380,308.89	\$53,101.31	2.43%	\$1,639.83

ACCOUNT VALUE AS OF 06/30/14	COST BASIS	UNREALIZED GAIN/LOSS	ACCRUED INCOME
\$3,628,283.31	\$2,668,858.50	\$959,424.81	\$6,069.21
TOTAL ASSETS			