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

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public.

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning JUL 1, 2013 , and ending JUN 30, 2014

Name of foundation: BENDON FAMILY FOUNDATION 106281-000

A Employer identification number: 65-0631534

Number and street (or P O box number if mail is not delivered to street address): 7881 W. CHARLESTOM #250 | Room/suite:

B Telephone number: 609-274-6834

City or town, state or province, country, and ZIP or foreign postal code: LAS VEGAS, NV 89117

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 10,487,153.

J Accounting method: [X] 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))

	Line		(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	209,654.		N/A	
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	184,100.	175,027.		STATEMENT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,706,852.			
	b	Gross sales price for all assets on line 6a 19,566,773.				
	7	Capital gain net income (from Part IV, line 2)		1,706,852.		
	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)				
	11	Other income				
	12	**Total.** Add lines 1 through 11	2,100,606.	1,881,879.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	37,912.	0.		37,912.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees STMT 2	1,302.	0.		1,302.
	b	Accounting fees				
	c	Other professional fees STMT 3	67,411.	40,447.		28,964.
	17	Interest				
	18	Taxes STMT 4	66,627.	2,066.		64,061.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 5	15,459.	14,866.		593.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	188,711.	57,379.		132,832.
	25	Contributions, gifts, grants paid	440,400.			440,400.
	26	**Total expenses and disbursements.** Add lines 24 and 25	629,111.	57,379.		573,232.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	1,471,495.			
	b	**Net investment income** (if negative, enter -0-)		1,824,500.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	1,737.	1,415.	1,415.
	2 Savings and temporary cash investments	250,785.	476,099.	476,099.
	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			
	7 Other notes and loans receivable ▶			
	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 STMT 7	812,100.	2,287,553.	2,297,460.
	b Investments - corporate stock STMT 8	5,238,564.	6,036,477.	6,682,243.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	2,040,701.	1,060,062.	1,029,936.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	8,343,887.	9,861,606.	10,487,153.
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	8,343,887.	9,861,606.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	8,343,887.	9,861,606.	
	31 **Total liabilities and net assets/fund balances**	8,343,887.	9,861,606.	

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	8,343,887.
2	Enter amount from Part I, line 27a	2	1,471,495.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	46,224.
4	Add lines 1, 2, and 3	4	9,861,606.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,861,606.

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				
b	SEE ATTACHED STATEMENT			
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				
b				
c				
d				
e	19,566,773.		17,859,921.	1,706,852.

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				1,706,852.

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 1,706,852.

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)
If (loss), enter -0- in Part I, line 8 } 3 N/A

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	399,510.	8,838,284.	.045202
2011	411,153.	8,346,617.	.049260
2010	346,240.	8,273,512.	.041849
2009	320,125.	7,409,468.	.043205
2008	186,669.	6,438,761.	.028991

2	Total of line 1, column (d)	2	.208507
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	.041701
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	10,127,822.
5	Multiply line 4 by line 3	5	422,340.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	18,245.
7	Add lines 5 and 6	7	440,585.
8	Enter qualifying distributions from Part XII, line 4	8	573,232.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1				
Date of ruling or determination letter ________ (attach copy of letter if necessary-see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b			1	18,245.
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	18,245.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	18,245.
6 Credits/Payments				
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	727.		
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	727.
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	96.
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	17,614.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11 Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶	**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		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ NONE

14 The books are in care of ▶ ADVISORY TRUST COMPANY OF DELAWARE Telephone no ▶302-636-8500

Located at ▶2710 CENTERVILLE RD., STE 101, WILMINGTON, DE ZIP+4 ▶19808

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

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

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

			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 instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____ , ____ , ____ , ____			
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) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____ , ____ , ____ , ____			
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.)* N/A	3b		
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)? ☐ 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)? N/A | 5b | |

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b | |

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.

(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
SUSAN K BENDON 451 LAULEA PAIA MAUI, HI 96779	VICE PRESIDENT 16.00	93,635.	0.	0.
JAMES A BENDON 451 LAULEA PAIA MAUI, HI 96779	PRESIDENT 0.00	0.	0.	0.
JOHN JAMES BENDON 451 LAULEA PAIA MAUI, HI 96779	DIRECTOR 0.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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. 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 ▶ 0

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 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
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	9,591,870.
b	Average of monthly cash balances	1b	690,183.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	10,282,053.
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	0.
3	Subtract line 2 from line 1d	3	10,282,053.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	154,231.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	10,127,822.
6	**Minimum investment return.** Enter 5% of line 5	6	506,391.

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	506,391.
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 18,245.		
b	Income tax for 2013 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	18,245.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	488,146.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	488,146.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	488,146.

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	573,232.
b	Program-related investments - total from Part IX-B	1b	0.
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	573,232.
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	5	18,245.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	554,987.

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				488,146.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			436,570.	
b Total for prior years ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 573,232.				
a Applied to 2012, but not more than line 2a			436,570.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				136,662.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				351,484.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

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

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

	Tax year	Prior 3 years			
	(a) 2013	**(b)** 2012	**(c)** 2011	**(d)** 2010	**(e) Total**
2 a 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 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 ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED SCHEDULE	NONE	PUBLIC	UNRESTRICTED	440,400.
Total			▶ 3a	440,400.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Form **990-PF** (2013)

323611
10-10-13

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income
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	184,100.	
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	1,706,852.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		1,890,952.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 1,890,952.

(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)

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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
N/A		

Sign Here

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

▶ Susan Bendon, Director 11-15-2014 ▶ Director

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
JON LUTTINEN	JON LUTTINEN	11/12/14		P01233833
Firm's name ▶ WILMINGTON TRUST COMPANY			Firm's EIN ▶ 51-0055023	
Firm's address ▶ TRUST TAX SERVICES DE3-C070 1100 N MARKET STREET, DE 19890-0001			Phone no (302) 651-1942	

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

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 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
BENDON FAMILY FOUNDATION 106281-000	65-0631534

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 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 to 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 990-PF, 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	Employer identification number
BENDON FAMILY FOUNDATION 106281-000	65-0631534

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	BENDON CLUT 1100 N. MARKET STREET WILMINGTON, DE	$ 209,654.	Person [X] 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.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
BENDON FAMILY FOUNDATION 106281-000	65-0631534

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: BENDON FAMILY FOUNDATION 106281-000

Employer identification number: 65-0631534

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.) ▶ $

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

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS AND INTEREST	184,917.	817.	184,100.	175,027.	
TO PART I, LINE 4	184,917.	817.	184,100.	175,027.	

FORM 990-PF LEGAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	1,302.	0.		1,302.
TO FM 990-PF, PG 1, LN 16A	1,302.	0.		1,302.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEES FOR AGENT	67,411.	40,447.		28,964.
TO FORM 990-PF, PG 1, LN 16C	67,411.	40,447.		28,964.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ESTIMATED 990PF TAX PAID	500.	0.		0.
PAYROLL TAXES	64,061.	0.		64,061.
FOREIGN TAXES	2,066.	2,066.		0.
TO FORM 990-PF, PG 1, LN 18	66,627.	2,066.		64,061.

FORM 990-PF — OTHER EXPENSES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER EXPENSES	429.	0.		429.
REGISTRATION AGENT FEES	328.	164.		164.
PARTNERSHIP DEDUCTIONS	14,702.	14,702.		0.
TO FORM 990-PF, PG 1, LN 23	15,459.	14,866.		593.

FORM 990-PF — OTHER INCREASES IN NET ASSETS OR FUND BALANCES — STATEMENT 6

DESCRIPTION	AMOUNT
FEDERAL TAX REFUND PRIOR YEARS	8,371.
AMORTIZATION ON GOVT BONDS	36,860.
COST BASIS ADJ	993.
TOTAL TO FORM 990-PF, PART III, LINE 3	46,224.

FORM 990-PF — U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS — STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
	X		2,287,553.	2,297,460.
TOTAL U.S. GOVERNMENT OBLIGATIONS			2,287,553.	2,297,460.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			2,287,553.	2,297,460.

FORM 990-PF	CORPORATE STOCK	STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
	6,036,477.	6,682,243.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,036,477.	6,682,243.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
	COST	1,060,062.	1,029,936.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,060,062.	1,029,936.

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	PUBLICILY TRADED SECURITIES - CS	P		
b	CAPITAL GAIN DISTRIBUTIONS - CS	P		
c	PUBLICILY TRADED SECURITIES - ML	P		
d	PUBLICILY TRADED SECURITIES - ML	P		
e	CAPITAL GAIN DISTRIBUTIONS - ML	P		
f	CAPITAL GAINS DIVIDENDS			
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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	18,763,954.		17,132,216.	1,631,738.
b	726.			726.
c	149,301.		165,521.	<16,220.>
d	651,475.		562,184.	89,291.
e	500.			500.
f	817.			817.
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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				1,631,738.
b				726.
c				<16,220.>
d				89,291.
e				500.
f				817.
g				
h				
i				
j				
k				
l				
m				
n				
o				

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	1,706,852.
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) If (loss), enter "-0-" in Part I, line 8	3	N/A

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05-01-13

102 CHARITABLE DEDUCTION - CURRENT INCOME

09/30/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR: 65-0631534 PAID TO. MAUI ACADEMY OF THE PERFORMING ARTS 81 N. CHURCH ST WAILUKU, HI 96793 TR TRAN#=CS002416000001 TR CD=147 REG=0 PORT=INC	-1000 00	-1000.00	1309000003
09/30/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR· 65-0631534 PAID TO: BOOK TRUST P O BOX 2465	-3000 00	-3000.00	1309000004

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102	CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED) WAILUKU, HI 96793 TR TRAN#=CS002436000001 TR CD=147 REG=0 PORT=INC				
09/30/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR: 65-0631534 PAID TO. FEED MY SHEEP P O BOX 847 PUUNENE, HI 96784 TR TRAN#=CS002436000002 TR CD=147 REG=0 PORT=INC	-5000 00	-5000 00		1309000005
09/30/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO HALE KAU KAU 25 W LIPOA ST KIHEI, HI 96753 TR TRAN#=CS002436000003 TR CD=147 REG=0 PORT=INC	-5000 00	-5000.00		1309000006
09/30/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO. HAWAII PUBLIC RADIO 738 KAHEKA ST , STE 101 HONOLULU, HI 96814 TR TRAN#=CS002436000004 TR CD=147 REG=0 PORT=INC	-1000 00	-1000 00		1309000007
09/30/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO IMUA FAMILY SERVICES 95 MAHALANI ST , STE 19A WAILUKU, HI 96793 TR TRAN#=CS002436000005 TR CD=147 REG=0 PORT=INC	-5000 00	-5000 00		1309000008
09/30/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR· 65-0631534 PAID TO LAHAINA INTERMEDIATE SCHOOL FDN 871 LAHAINALUNA RD LAHAINA, HI 96761 TR TRAN#=CS002436000006 TR CD=147 REG=0 PORT=INC	-5000 00	-5000 00		1309000009
09/30/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO MA KA HANA KA'IKE ATTN RICK RUIZ P. O BOX 968 HANA, HI 96713 TR TRAN#=CS002436000007 TR CD=147 REG=0 PORT=INC	-5000 00	-5000.00		1309000010
09/30/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR: 65-0631534 PAID TO MAUI ARTS AND CULTURAL CENTER C/O SUSANA BROWN CAN-DO-DAYS EDUCATIONAL PROGRAM ONE CAMERON WAY TR TRAN#=CS002436000008 TR CD=147 REG=0 PORT=INC	-5000 00	-5000.00		1309000011
09/30/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO· MAUI FOOD BANK 760 KOLU ST WAILUKU, HI 96793 TR TRAN#=CS002436000009 TR CD=147 REG=0 PORT=INC	-5000.00	-5000 00		1309000012
09/30/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO MAUI YOUTH AND FAMILY SERVICES	-1000 00	-1000.00		1309000013

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102	CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED) P O BOX 790006 PAIA, HI 96779 TR TRAN#=CS002436000010 TR CD=147 REG=0 PORT=INC				
09/30/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR. 65-0631534 PAID TO PACIFIC CANCER FOUNDATION 227 MAHALANI ST., STE 99 WAILUKU, HI 96793 TR TRAN#=CS002436000011 TR CD=147 REG=0 PORT=INC	-5000 00	-5000.00		1309000014
09/30/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR. 65-0631534 PAID TO ROUTT COUNTY UNITED WAY P O BOX 774005 STEAMBOAT SPRINGS, CO 80477 TR TRAN#=CS002436000012 TR CD=147 REG=0 PORT=INC	-5000 00	-5000 00		1309000015
09/30/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO HAWAII PUBLIC TELEVISION PBS HAWAII 2350 DOLE ST HONOLULU, HI 96822 TR TRAN#=CS002436000013 TR CD=147 REG=0 PORT=INC	-1000 00	-1000 00		1309000016
10/14/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO UNIV. OF HI FDN AT MAUI COMM CLLG ATTN CORDY MCLAUGHLIN 590 LIPOA PKWY, STE 228 KIHEI, HI 96753 TR TRAN#=CS001174000001 TR CD=147 REG=0 PORT=INC	-33000 00	-33000 00		1310000002
10/15/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO IMUA FAMILY SERVICES 95 MAHALANI ST , STE 19A WAILUKU, HI 96793 TR TRAN#=CS001202000001 TR CD=147 REG=0 PORT=INC	-5000 00	-5000.00		1310000003
10/16/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO MONTESSORI SCHOOL OF MAUI 2933 BALDWIN AVE MAKAWAO, HI 96768 TR TRAN#=CS001405000001 TR CD=147 REG=0 PORT=INC	-5000 00	-5000 00		1310000004
10/16/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO SEABURY HALL ATTN JOSEPH J SCHMIDT 480 OLINDA RD MAKAWAO, HI 96768 TR TRAN#=CS001405000002 TR CD=147 REG=0 PORT=INC	-5000.00	-5000 00		1310000005
10/16/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR· 65-0631534 PAID TO HAWAII METH PROJECT ATTN CINDY ADAMS 1001 BISHOP ST , STE 2880 HONOLULU, HI 96813 TR TRAN#=CS001405000003 TR CD=147 REG=0 PORT=INC	-1000.00	-1000 00		1310000006
10/16/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT	-5000 00	-5000 00		1310000007

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102	CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED) FOR 65-0631534 PAID TO LA'A KEA FOUNDATION PO BOX 790994 PAIA, HI 96779 TR TRAN#=CS001405000004 TR CD=147 REG=0 PORT=INC				
10/16/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO MAUI ADULT DAY CARE CENTER ATTN SANDY FREEMAN 11 MAHAOLU ST , STE B KAHULUI, HI 96732 TR TRAN#=CS001405000005 TR CD=147 REG=0 PORT=INC	-5000 00	-5000 00		1310000008
10/16/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO PACIFIC PRIMATE SANCTUARY, INC 500-A HALOA RD HAIKU, HI 96793 TR TRAN#=CS001405000006 TR CD=147 REG=0 PORT=INC	-5000 00	-5000 00		1310000009
10/16/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO· SALVATION ARMY OF MAUI 35 HALEKUAI ST , STE 105 KIHEI, HI 96753 TR TRAN#=CS001405000007 TR CD=147 REG=0 PORT=INC	-5000 00	-5000 00		1310000010
10/16/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO WHALE TRUST P O BOX 243 MAKAWAO, HI 96768 TR TRAN#=CS001405000008 TR CD=147 REG=0 PORT=INC	-5000 00	-5000 00		1310000011
12/18/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO HAWAII CANINES FOR INDEPENDENCE, INC P O BOX 1803 MAKAWAO, HI 96768 TR TRAN#=CS001562000001 TR CD=147 REG=0 PORT=INC	-5000 00	-5000 00		1312000009
12/18/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO· UNITED METHODIST RETIREMENT HOMES FOUNDATION, INC 2600 CROASDAILE FARM PKWY SUITE A-500 DURHAM, NC 27705 TR TRAN#=CS001562000002 TR CD=147 REG=0 PORT=INC	-5000 00	-5000 00		1312000010
12/18/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO CARDEN ACADEMY OF MAUI 55A MAKAENA PL PUKALANI, HI 96768 TR TRAN#=CS001562000003 TR CD=147 REG=0 PORT=INC	-5000 00	-5000.00		1312000011
12/18/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO PACIFIC CANCER FOUNDATION 227 MAHALANI ST , STE 99 WAILUKU, HI 96793 TR TRAN#=CS001562000004 TR CD=147 REG=0 PORT=INC	-1000 00	-1000 00		1312000012
12/18/13	CASH DISBURSEMENT	-500 00	-500.00		1312000013

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102	CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED) GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO HAWAII PUBLIC TELEVISION PBS HAWAII 2350 DOLE ST HONOLULU, HI 96822 TR TRAN#=CS001562000005 TR CD=147 REG=0 PORT=INC				
12/18/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO MONTESSORI SCHOOL OF MAUI 2933 BALDWIN AVE MAKAWAO, HI 96768 TR TRAN#=CS001562000006 TR CD=147 REG=0 PORT=INC	-10000 00	-10000 00		1312000014
12/18/13	CASH DISBURSEMENT GRANT PAYMENTS 06 2013 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO HUI NO'EAU VISUAL ARTS CENTER 2841 BALDWIN AVE. MAKAWAO, HI 96768 TR TRAN#=CS001562000007 TR CD=147 REG=0 PORT=INC	-500 00	-500 00		1312000015
01/28/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO MAUI YOUTH & FAMILY SERVICES P O BOX 790006 PAIA, HI 96779 TR TRAN#=CS002276000001 TR CD=147 REG=0 PORT=INC	-900 00	-900 00		1401000014
02/03/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO WHALE TRUST P O BOX 243 MAKAWAO, HI 96768 TR TRAN#=CS000099000001 TR CD=147 REG=0 PORT=INC	-1000 00	-1000 00		1402000001
02/04/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO COMMUNITY CLINIC OF MAUI, INC ATTN DANA ALONZO-HOWETH,MPH, CEO 1881 NANI STREET WAILUKU, HI 96793 TR TRAN#=CS000237000002 TR CD=147 REG=0 PORT=INC	-4500 00	-4500.00		1402000008
02/04/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO MAUI ADULT DAY CARE CENTER ATTN: SANDY FREEMAN 11 MAHAOLU ST , STE B KAHULUI, HI 96732 TR TRAN#=CS000237000003 TR CD=147 REG=0 PORT=INC	-1000 00	-1000.00		1402000009
03/28/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR. 65-0631534 PAID TO. MONTESSORI SCHOOL OF MAUI 2933 BALDWIN AVE MAKAWAO, HI 96768 TR TRAN#=CS002412000001 TR CD=147 REG=0 PORT=INC	-1500.00	-1500 00		1403000011
03/28/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO: MAUI FAMILY YMCA ATTN MIKE MORRIS, CEO 250 KANALOA AVE. KAHULUI, HI 96732	-3000 00	-3000 00		1403000012

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102	CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED) TR TRAN#=CS002412000002 TR CD=147 REG=0 PORT=INC				
03/28/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO. MAUI UNITED WAY ATTN LAKSMI ABRAHAM 270 HO'OKAHI ST , STE 301 WAILUKU, HI 96793 TR TRAN#=CS002412000003 TR CD=147 REG=0 PORT=INC	-100000 00	-100000 00		1403000013
04/02/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO HAWAIIAN ISLAND LAND TRUST P O BOX 965 WAILUKU, HI 96793 TR TRAN#=CS000198000001 TR CD=147 REG=0 PORT=INC	-1000 00	-1000.00		1404000005
04/02/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO FRIENDS OF THE CHILDRENS JUSTICE CTR 1773-A WILI PA LOOP WAILUKU, HI 96793 TR TRAN#=CS000198000002 TR CD=147 REG=0 PORT=INC	-1000 00	-1000 00		1404000006
04/02/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO HAWAII CANINES FOR INDEPENDENCE ATTN MO MAUER P O BOX 1803 MAKAWAO, HI 96768 TR TRAN#=CS000198000003 TR CD=147 REG=0 PORT=INC	-1000 00	-1000 00		1404000007
04/02/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO· MAUI HUMANE SOCIETY P O BOX 1047 PUUNENE, HI 96784 TR TRAN#=CS000198000004 TR CD=147 REG=0 PORT=INC	-1000 00	-1000 00		1404000008
04/02/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO HAWAII PUBLIC RADIO 738 KAHEKA ST , STE 101 HONOLULU, HI 96814 TR TRAN#=CS000198000005 TR CD=147 REG=0 PORT=INC	-3000 00	-3000 00		1404000009
04/24/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO IMUA FAMILY SERVICES 95 MAHALANI ST , STE 19A WAILUKU, HI 96793 TR TRAN#=CS002127000001 TR CD=147 REG=0 PORT=INC	-5000 00	-5000 00		1404000016
04/24/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO MONTESSORI SCHOOL OF MAUI 2933 BALDWIN AVE MAKAWAO, HI 96768 TR TRAN#=CS002127000002 TR CD=147 REG=0 PORT=INC	-1500 00	-1500 00		1404000017
04/24/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR: 65-0631534 PAID TO· PLANNED PARENTHOOD OF HAWAII 1350 S KING ST., STE 309	-1000 00	-1000 00		1404000018

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102	CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED) HONOLULU, HI 96814 TR TRAN#=CS002127000003 TR CD=147 REG=0 PORT=INC				
04/24/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO HAWAII PUBLIC TELEVISION/PBS HAWAII 2350 DOLE ST. HONOLULU, HI 96822 TR TRAN#=CS002127000004 TR CD=147 REG=0 PORT=INC	-5000 00	-5000 00		1404000019
04/24/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR. 65-0631534 PAID TO HAIKU ELEMENTARY SCHOOL FDN INC 105 PAUWELA ROAD HAIKU, HI 96708 TR TRAN#=CS002127000005 TR CD=147 REG=0 PORT=INC	-10000 00	-10000 00		1404000020
05/05/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO ROUTT COUNTY UNITED WAY P O BOX 774005 STEAMBOAT SPRINGS, CO 80477 TR TRAN#=CS000372000001 TR CD=147 REG=0 PORT=INC	-10000 00	-10000 00		1405000005
05/05/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO SEABURY HALL DEVELOPMENT OFFICE 480 OLINDA RD MAKAWAO, HI 96768 TR TRAN#=CS000372000002 TR CD=147 REG=0 PORT=INC	-5000 00	-5000 00		1405000006
05/05/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO YAMPA VALLEY COMMUNITY FOUNDATION P O BOX 881869 STEAMBOAT SPRINGS, CO 80488 TR TRAN#=CS000372000003 TR CD=147 REG=0 PORT=INC	-10000 00	-10000 00		1405000007
05/20/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO HAWAIIAN KAMALI'I, INC. P O BOX 5053 KAHULUI, HI 96733 TR TRAN#=CS001725000001 TR CD=147 REG=0 PORT=INC	-10000 00	-10000 00		1405000012
05/20/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO CARDEN ACADEMYOF MAUI 55A MAKAENA PL PUKALANI, HI 96768 TR TRAN#=CS001725000002 TR CD=147 REG=0 PORT=INC	-10000 00	-10000.00		1405000013
05/20/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO LAHAINA INTERMEDIATE SCHOOL FDN 871 LAHAINALUNA RD LAHAINA, HI 96761 TR TRAN#=CS001725000003 TR CD=147 REG=0 PORT=INC	-15000 00	-15000 00		1405000014
05/20/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR. 65-0631534 PAID TO WOMEN HELPING WOMEN 1935 MAIN ST , STE 202 WAILUKU, HI 96793	-10000.00	-10000 00		1405000015

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102	CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED) TR TRAN#=CS001725000004 TR CD=147 REG=0 PORT=INC				
05/20/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO HOSPICE MAUI, INC 400 MAHALANI ST WAILUKU, HI 96793 TR TRAN#=CS001725000005 TR CD=147 REG=0 PORT=INC	-15000 00	-15000 00		1405000016
06/12/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR. 65-0631534 PAID TO: HALE KAU KAU 25 W. LIPOA ST KIHEI, HI 96753 TR TRAN#=CS001077000001 TR CD=147 REG=0 PORT=INC	-5000 00	-5000 00		1406000007
06/12/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO HAWAII CANINES FOR INDEPENDENCE, INC PO BOX 1803 MAKAWAO, HI 96768 TR TRAN#=CS001077000002 TR CD=147 REG=0 PORT=INC	-10000 00	-10000 00		1406000008
06/12/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO LA'A KEA FOUNDATION PO BOX 790994 PAIA, HI 96779 TR TRAN#=CS001077000003 TR CD=147 REG=0 PORT=INC	-1000 00	-1000 00		1406000009
06/12/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO MA KA HANA KA 'IKE P O BOX 968 HANA, HI 96713 TR TRAN#=CS001077000004 TR CD=147 REG=0 PORT=INC	-5000 00	-5000 00		1406000010
06/12/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO· MAUI ACADEMY OF PERFORMING ARTS 81 N CHURCH ST. WAILUKU, HI 96793 TR TRAN#=CS001077000005 TR CD=147 REG=0 PORT=INC	-5000 00	-5000 00		1406000011
06/12/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR· 65-0631534 PAID TO MAUI ADULT DAY CARE CENTERS 11 MAHAOLU ST., STE B KAHULUI, HI 96732 TR TRAN#=CS001077000006 TR CD=147 REG=0 PORT=INC	-5000 00	-5000 00		1406000012
06/12/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO MAUI FOOD BANK, INC 760 KOLU ST WAILUKU, HI 96793 TR TRAN#=CS001077000007 TR CD=147 REG=0 PORT=INC	-10000 00	-10000.00		1406000013
06/12/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO· MAUI HUMANE SOCIETY P O BOX 1047 PUUNENE, HI 96784 TR TRAN#=CS001077000008 TR CD=147 REG=0 PORT=INC	-3000 00	-3000 00		1406000014

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102	CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED)				
06/12/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO· MAUI NUI BOTANICAL GARDENS PO BOX 6040 KAHULUI, HI 96733 TR TRAN#=CS001077000009 TR CD=147 REG=0 PORT=INC	-1000 00	-1000 00		1406000015
06/12/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR. 65-0631534 PAID TO NATURE CONSERVANCY OF HAWAII PO BOX 1716 MAKAWAO, HI 96768 TR TRAN#=CS001077000010 TR CD=147 REG=0 PORT=INC	-1000 00	-1000 00		1406000016
06/12/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR. 65-0631534 PAID TO. PACIFIC PRIMATE SANCTUARY, INC. 500-A HALOA RD HAIKU, HI 96793 TR TRAN#=CS001077000011 TR CD=147 REG=0 PORT=INC	-5000 00	-5000.00		1406000017
06/12/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO PAIA YOUTH AND CULTURAL CENTER P O BOX 790999 PAIA, HI 96779 TR TRAN#=CS001077000012 TR CD=147 REG=0 PORT=INC	-5000.00	-5000 00		1406000018
06/12/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR 65-0631534 PAID TO· SALVATION ARMY OF MAUI 35 HALEKUAI ST., STE 105 KIHEI, HI 96753 TR TRAN#=CS001077000013 TR CD=147 REG=0 PORT=INC	-5000.00	-5000 00		1406000019
06/18/14	CASH DISBURSEMENT GRANT PAYMENTS 06 2013-2014 FOUNDATION DISBURSEMENT FOR. 65-0631534 PAID TO ASSISTANCE DOGS OF HAWAII P O BOX 1803 MAKAWAO, HI 96768 TR TRAN#=CS001535000001 TR CD=147 REG=0 PORT=INC	-10000.00	-10000 00		1406000022
06/18/14	CASH DISBURSEMENT GRANT PAYMENTS STOP ISSUED ON CK228575585DTD6/12/14 FOR: 65-0631534 PAID TO. HAWAII CANINES FOR INDEPENDENCE INC TR TRAN#=CS001631000026 TR CD=147 REG=0 PORT=INC	10000 00	10000.00		1406000023
	TOTAL CODE 102 - CHARITABLE DEDUCTION - CURRENT INCOME	-440400 00	-440400.00	0 00	

Investment Detail

QUANTITY / DESCRIPTION	MARKET VALUE (M/V) / MARKET UNIT PRICE	%M/V	FEDERAL TAX COST / AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) / YTM (%)
PRINCIPAL PORTFOLIO(S)							
Equity							
5,504.0000 ADVISORSHARES TR MARS HILL GLOBAL RELATIVE VALUE CUSIP 00768Y404 TKR AGLS	$114,152.96 20.7400	1 09	$119,610.87 21.73	($5,457 91)	$0.00	$0 00	0.00
1,262.0000 AFLAC INCORPORATED CUSIP 001055102 TKR AFL	78,559.50 62.2500	0.75	79,897 21 63.31	(1,337.71)	0.00	1,867.76	2.38
3,852.0000 AKAMAI TECHNOLOGIES INC COM CUSIP 00971T101 TKR AKAM	235,203.12 61.0600	2.25	208,963.68 54.25	26,239.44	0.00	0.00	0.00
829 0000 APACHE CORP COM CUSIP 037411105 TKR APA	83,413.98 100.6200	0 80	71,759.98 86.56	11,654.00	0.00	829.00	0.99
1,134 0000 APPLE INC CUSIP 037833100 TKR AAPL	105,382 62 92.9300	1.01	85,122.67 75.06	20,259 95	0.00	2,131.92	2.02
1,229.0000 BED BATH & BEYOND INC COM CUSIP 075896100 TKR BBBY	70,520.02 57.3800	0.68	76,207.59 62.01	(5,687.57)	0.00	0.00	0.00
3,110.0000 BEST BUY COMPANY INC CUSIP 086516101 TKR BBY	96,441.10 31.0100	0.92	87,074.40 28.00	9,366.70	528.70	2,363 60	2.45
2,708 0000 BROADCOM CORP CL A CUSIP 111320107 TKR BRCM	100,520.96 37.1200	0.96	71,929.91 26 56	28,591.05	0.00	1,299.84	1.29
914.0000 CELGENE CORP COM CUSIP 151020104 TKR CELG	78,494.32 85 8800	0 75	51,264 13 56.09	27,230 19	0.00	0.00	0 00

continued

Investment Detail

QUANTITY DESCRIPTION	MARKET VALUE (M/V) MARKET UNIT PRICE	%M/V	FEDERAL TAX COST AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) YTM (%)
PRINCIPAL PORTFOLIO(S)							
Equity							
7,256.0000 CISCO SYSTEMS INC CUSIP 17275R102 TKR CSCO	$180,311.60 24.8500	1.73	$179,469.18 24.73	$842.42	$1,858.01	$5,514.56	3.06
1,426.0000 COGNIZANT TECHNOLOGY SOLUTIONS CORP CUSIP 192446102 TKR CTSH	69,745.66 48 9100	0.67	59,043.21 41.40	10,702.45	0.00	0.00	0.00
604.0000 COPA HOLDINGS SA CLASS A CUSIP P31076105 TKR CPA	86,112.28 142.5700	0.82	83,638.48 138.47	2,473.80	0.00	2,319.36	2.69
1,241 0000 CVS/CAREMARK CORPORATION CUSIP 126650100 TKR CVS	93,534.17 75.3700	0.90	72,376 46 58.32	21,157.71	0 00	1,365.10	1 46
5,158.0000 EGSHARES EMERGING MARKETS CONSUMER ETF CUSIP 268461779 TKR ECON	143,031.34 27.7300	1.37	135,944.76 26.36	7,086.58	0.00	1,010 96	0 71
1,755.0000 EMBRAER SA ADR CUSIP 29082A107 TKR ERJ	63,934 65 36.4300	0 61	59,094.36 33.67	4,840.29	124.43	203 58	0.32
0.6061 EMC CORP MASS COM CUSIP 268648102 TKR EMC	15.96 26 3400	0 00	14.38 23.73	1.58	0.07	0.27	1.69
1,223.0000 EMERSON ELECTRIC COMPANY CUSIP 291011104 TKR EMR	81,158.28 66.3600	0 78	79,695 96 65.16	1,462 32	0.00	2,103.56	2 59
3,935.0000 EXPEDITORS INTL WASH INC COM CUSIP 302130109 TKR EXPD	173,769.60 44 1600	1.66	161,970.50 41 16	11,799.10	0.00	2,518.40	1.45

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QUANTITY / DESCRIPTION	MARKET VALUE (M/V) / MARKET UNIT PRICE	%M/V	FEDERAL TAX COST / AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) / YTM (%)
PRINCIPAL PORTFOLIO(S)							
Equity							
2,328.0000 F5 NETWORKS INC COM CUSIP 315616102 TKR FFIV	$259,432.32 111 4400	2.48	$254,059.76 109.13	$5,372.56	$0.00	$0.00	0 00
4,187.0000 FIFTH THIRD BANCORP COM CUSIP 316773100 TKR FITB	89,392.45 21.3500	0.86	76,420 74 18.25	12,971 71	544 31	2,177 24	2 44
2,867.0000 FOREST LABS INC COM CUSIP 345838106 TKR FRX	283,833.00 99.0000	2.72	272,229.10 94.95	11,603.90	0.00	0.00	0.00
1,563 0000 FRANKLIN RESOURCES INC CUSIP 354613101 TKR BEN	90,403 92 57.8400	0 87	79,702 73 50.99	10,701 19	187.56	750 24	0.83
136.0000 GOOGLE INC CLASS A CUSIP 38259P508 TKR GOOGL	79,515 12 584.6700	0.76	57,830.98 425.23	21,684.14	0.00	0.00	0.00
1,896.0000 HOLLYFRONTIER CORP CUSIP 436106108 TKR HFC	82,836.24 43.6900	0 79	85,334.22 45.01	(2,497.98)	0.00	2,426.88	2.93
3,391 0000 INTEL CORP COM CUSIP 458140100 TKR INTC	104,781.90 30 9000	1.00	67,927 16 20.03	36,854 74	0.00	3,051.90	2.91
2,200.0000 ISHARES MSCI GERMANY ETF CUSIP 464286806 TKR EWG	68,816 00 31.2800	0 66	65,339 78 29.70	3,476 22	0.00	1,388.20	2 02
922.0000 ISHARES MSCI MEXICO CAPPED ETF CUSIP 464286822 TKR EWW	62,520.82 67 8100	0.60	59,901.15 64 97	2,619.67	0.00	1,007.74	1.61

continued

Investment Detail

PRINCIPAL PORTFOLIO(S)

Equity

QUANTITY / DESCRIPTION	MARKET VALUE (M/V) / MARKET UNIT PRICE	%M/V	FEDERAL TAX COST / AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) / YTM (%)
1,791 0000 ISHARES MSCI PHILIPPINES ETF CUSIP 46429B408 TKR EPHE	$65,962 53 36.8300	0 63	$59,924.35 33.46	$6,038.18	$477.77	$553.41	0 84
5,910.0000 ISHARES MSCI SINGAPORE ETF CUSIP 464286673 TKR EWS	79,903.20 13 5200	0.77	79,675.75 13.48	227.45	2,657.04	2,659.50	3.33
2,087.0000 ISHARES MSCI SWITZERLAND CAPPED ETF CUSIP 464286749 TKR EWL	71,625.84 34.3200	0.69	65,362 54 31.32	6,263.30	0 00	1,644.55	2 30
913 0000 JOHNSON & JOHNSON CUSIP 478160104 TKR JNJ	95,518.06 104 6200	0.91	63,071.72 69.08	32,446 34	0.00	2,556.40	2.68
11,432 0000 JUNIPER NETWORKS INC CUSIP 48203R104 TKR JNPR	281,768.28 24 5400	2 70	279,326.06 24.33	2,442.22	0.00	4,592 80	1.63
1,610.0000 LAM RESEARCH CORP COMMON CUSIP 512807108 TKR LRCX	108,803.80 67 5800	1.04	82,220.12 51.07	26,583.68	289.80	1,159.20	1.07
1,243.0000 MARATHON PETROLEUM CORPORATION CUSIP 56585A102 TKR MPC	97,041 01 78.0700	0.93	80,120.55 64.46	16,920.46	0.00	2,088 24	2.15
732 0000 MICHAEL KORS HOLDINGS LTD CUSIP G60754101 TKR KORS	64,891.80 88.6500	0 62	50,626.40 69.16	14,265.40	0.00	0 00	0.00
2,690 0000 MONSTER BEVERAGE CORPORATION CUSIP 611740101 TKR MNST	191,070.70 71.0300	1 83	185,360.37 68.91	5,710 33	0.00	0 00	0 00
9,910 0000 NOBLE CORPORATION PLC CUSIP G65431101 TKR NE	332,579.60 33.5600	3.18	310,939.13 31.38	21,640.47	0.00	13,626 25	4 10

continued

Investment Detail

QUANTITY / DESCRIPTION	MARKET VALUE (M/V) / MARKET UNIT PRICE	%M/V	FEDERAL TAX COST / AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) / YTM (%)
PRINCIPAL PORTFOLIO(S)							
Equity							
2,142 0000 ORACLE CORPORATION COM CUSIP 68389X105 TKR ORCL	$86,815.26 40 5300	0 83	$71,761 67 33.50	$15,053.59	$0.00	$1,028.16	1.18
1,369.0000 POWERSHARES FTSE RAFI US 1500 SMALL MID PORTFOLIO ETF CUSIP 73935X567 TKR PRFZ	138,063.65 100 8500	1.32	123,873.47 90.48	14,190.18	0.00	1,167.75	0.85
4,436.0000 POWERSHARES S&P 500 DOWNSIDE HEDGED PORTFOLIO CUSIP 73935B805 TKR PHDG	125,849.32 28.3700	1.21	119,993.88 27.05	5,855 44	0.00	2,067.17	1.64
233.3333 RAYONIER ADVANCED MATERIALS CUSIP 75508B104 TKR RYAM	9,041.67 38.7500	0.09	10,158.36 43.54	(1,116.69)	0.00	65.33	0.72
700.0000 RAYONIER INC COM CUSIP 754907103 TKR RYN	24,885.00 35.5500	0.24	29,594.49 42.28	(4,709.49)	0 00	840.00	3.38
6,256 0000 RED HAT INC COM CUSIP 756577102 TKR RHT	345,769 12 55.2700	3.31	312,449.04 49.94	33,320.08	0.00	0.00	0.00
6,083.0000 ROBERT HALF INTL INC COM CUSIP 770323103 TKR RHI	290,402.42 47.7400	2 78	277,312.41 45.59	13,090.01	0.00	4,379.76	1.51
929.0000 STARBUCKS CORP COM CUSIP 855244109 TKR SBUX	71,886.02 77 3800	0.69	36,853 56 39.67	35,032 46	0.00	966.16	1.34
1,057 0000 STRYKER CORP COM CUSIP 863667101 TKR SYK	89,126.24 84.3200	0.85	71,649.77 67.79	17,476.47	322.39	1,289.54	1.45

continued

QUANTITY / DESCRIPTION	MARKET VALUE (M/V) / MARKET UNIT PRICE	%M/V	FEDERAL TAX COST / AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) / YTM (%)
PRINCIPAL PORTFOLIO(S)							
Equity							
4,140.0000 TAIWAN SEMICONDUCTOR MFG CO LTD SPONSORED ADR CUSIP 874039100 TKR TSM	$88,554.60 21.3900	0.85	$67,936.42 16.41	$20,618.18	$0.00	$1,660 14	1.87
1,096 0000 UNITEDHEALTH GROUP INC CUSIP 91324P102 TKR UNH	89,598 00 81.7500	0.86	79,707 99 72.73	9,890.01	0 00	1,644 00	1 83
2,012.0000 URBAN OUTFITTERS INC CUSIP 917047102 TKR URBN	68,126.32 33.8600	0.65	73,686.57 36.62	(5,560.25)	0.00	0.00	0 00
588 0000 VALMONT INDUSTRIES INCORPORATED CUSIP 920253101 TKR VMI	89,346 60 151.9500	0 86	81,156 35 138.02	8,190 25	220 50	882.00	0 99
1,787.0000 VANGUARD SMALL-CAP GROWTH EXCHANGE TRADED FUND CUSIP 922908595 TKR VBK	227,645.93 127.3900	2.18	207,131 36 115.91	20,514.57	0.00	1,420.66	0.62
2,267.0000 VANGUARD SMALL-CAP VALUE ETF CUSIP 922908611 TKR VBR	239,168.50 105.5000	2 29	207,185.32 91.39	31,983.18	0.00	4,128 20	1.73
315.0000 W W GRAINGER INC COM CUSIP 384802104 TKR GWW	80,095.05 254.2700	0.77	74,769.28 237.36	5,325.77	0.00	1,360 80	1.70
1,084 0000 WAL MART STORES INC COM CUSIP 931142103 TKR WMT	81,375.88 75.0700	0.78	70,334 54 64.88	11,041.34	0.00	2,081.28	2 56

continued

Investment Detail

QUANTITY / DESCRIPTION	MARKET VALUE (M/V) / MARKET UNIT PRICE	%M/V	FEDERAL TAX COST / AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) / YTM (%)
PRINCIPAL PORTFOLIO(S)							
Equity							
1,766.0000 WISDOMTREE INTERNATIONAL HEDGED EQUITY FUND CUSIP 97717X701 TKR HEDJ	$103,187.38 58.4300	0 99	$101,506.85 57.48	$1,680.53	$0.00	$1,898.45	1.84
2,087 0000 XL GROUP PLC CUSIP G98290102 TKR XL	68,307 51 32.7300	0.65	60,965 24 29.21	7,342.27	0.00	1,335 68	1.96
TOTAL Equity	6,682,243.18	63.99	6,036,476.91	645,766.27	7,210.58	91,425.54	1.37
Fixed Income							
9,954 0000 GUGGENHEIM BULLETSHARES 2017 CORPORATE BOND ETF CUSIP 18383M548 TKR BSCH	228,046.14 22 9100	2 18	226,436.58 22.75	1,609 56	0.00	3,951.73	1 73
10,434.0000 GUGGENHEIM BULLERSHARES 2019 CORPORATE BOND ETF CUSIP 18383M522 TKR BSCJ	220,992 12 21.1800	2 12	214,505.30 20.56	6,486.82	0.00	4,517.92	2 04
4,601.0000 GUGGENHEIM BULLETSHARES 2021 CORPORATE BOND ETF CUSIP 18383M266 TKR BSCL	96,713.02 21.0200	0.93	94,273.57 20.49	2,439.45	0.00	2,871.02	2.97
10,758.0000 GUGGENHEIM BULLETSHARES 2018 CORPORATE BOND ETF CUSIP 18383M530 TKR BSCI	228,822.66 21 2700	2 19	226,133.16 21.02	2,689.50	0 00	3,926.67	1.72
5,256 0000 WISDOMTREE BLOOMBERG U.S. DOLLAR BULLISH FUND CUSIP 97717W471 TKR USDU	129,250.30 24.5910	1.24	130,874 40 24.90	(1,624 10)	0.00	0.00	0 00

continued

Investment Detail

PRINCIPAL PORTFOLIO(S)

Fixed Income

	QUANTITY DESCRIPTION	MARKET VALUE (M/V) MARKET UNIT PRICE	%M/V	FEDERAL TAX COST AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) YTM (%)
2017	75,000.0000 JP MORGAN CHASE & CO DTD 06/27/2007 6 125% 06/27/2017 NON CALLABLE CUSIP 46625HGN4 RATING BAA1	$84,458 25 112 6110	0 81	$86,894.29 1.16	($2,436.04)	$51.04	$4,575 00	5.42 1.78
2018	77,000.0000 HEWLETT-PACKARD CO DTD 03/03/2008 5 500% 03/01/2018 NON CALLABLE CUSIP 428236AS2 RATING BAA1	87,100.86 113.1180	0.83	86,407.81 1.12	693.05	1,411.67	4,235.00	4.86 1.79
2019	74,000 0000 FPL GROUP CAPITAL INCORPORATED DTD 03/09/09 6 000% 03/01/19 CALLABLE CUSIP 302570BD7 RATING BAA1	86,219.62 116.5130	0 83	87,045 88 1.18	(826 26)	1,480.00	4,440.00	5.15 2.25
2019	78,000.0000 LOCKHEED MARTIN CORP DTD 11/18/2009 4.250% 11/15/2019 NON CALLABLE CUSIP 539830AT6 RATING BAA1	86,071.44 110 3480	0.82	86,210 66 1 11	(139.22)	423.58	3,276.00	3 81 2 20
2019	76,000.0000 WALGREEN CO DTD 01/13/2009 5.250% 01/15/2019 NON CALLABLE CUSIP 931422AE9 RATING BAA1	86,236.44 113.4690	0.83	86,712 75 1.14	(476 31)	1,839.83	3,952.00	4.58 2 12
2020	80,000 0000 AMGEN INC DTD 03/12/2010 4 500% 03/15/2020 NON CALLABLE CUSIP 031162BB5 RATING BAA1	86,681 60 108.3520	0 83	87,244 29 1.09	(562.69)	1,060.00	3,600 00	4 15 2.90

continued

Investment Detail

	QUANTITY DESCRIPTION	MARKET VALUE (M/V) MARKET UNIT PRICE	%M/V	FEDERAL TAX COST AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) YTM (%)
PRINCIPAL PORTFOLIO(S)								
Fixed Income								
2020	76,000.0000 COMCAST CORP MEDIUM TERM NOTE DTD 03/01/2010 5.150% 03/01/2020 NON CALLABLE CUSIP 20030NBA8 RATING A3	$87,092.20 114 5950	0.83	$86,508.36 1.14	$583 84	$1,304.67	$3,876.00	4.45 2 38
2020	78,000.0000 CREDIT SUISSE MEDIUM TERM NOTE DTD 01/14/2010 5.400% 01/14/2020 NON CALLABLE CUSIP 22546QAD9 RATING BAA2	87,648.60 112.3700	0.84	86,424.86 1.11	1,223.74	1,953.90	4,212.00	4.81 2.96
2020	75,000 0000 GOLDMAN SACHS GROUP INC MEDIUM TERM NOTE DTD 06/03/2010 6.000% 06/15/2020 NON CALLABLE CUSIP 38141EA66 RATING BAA1	87,420.75 116 5610	0 84	86,865.25 1.16	555.50	200 00	4,500.00	5 15 2.95
2020	82,000.0000 OMNICOM GROUP INC DTD 08/05/2010 4.450% 08/15/2020 NON CALLABLE CUSIP 682134AC5 RATING BAA1	89,415.26 109 0430	0.86	86,604 94 1.06	2,810.32	1,378.51	3,608 00	4.04 2.83
2020	79,000.0000 PRUDENTIAL FINANCIAL INC DTD 11/18/10 4.500% 11/15/20 CALLABLE CUSIP 74432QBP9 RATING BAA1	87,075.38 110.2220	0.83	87,114.09 1 10	(38.71)	454.25	3,555 00	4 08 2 74

continued

Investment Detail

	QUANTITY DESCRIPTION	MARKET VALUE (M/V) MARKET UNIT PRICE	%M/V	FEDERAL TAX COST AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) YTM (%)
PRINCIPAL PORTFOLIO(S)								
Fixed Income								
2020	75,000.0000 VALERO ENERGY CORP DTD 02/08/2010 6.125% 02/01/2020 NON CALLABLE CUSIP 91913YAR1 RATING BAA2	$88,629.00 118.1720	0.85	$87,473.69 1 17	$1,155.31	$1,914.06	$4,575.00	5 16 2 61
2021	82,000 0000 VIACOM INC DTD 02/22/2011 4.500% 03/01/2021 NON CALLABLE CUSIP 925524BG4 RATING BAA2	89,498.08 109.1440	0.86	86,811.76 1.06	2,686.32	1,230 00	3,690.00	4.12 2.98
2035	7,313 5600 FEDL NATL MTGE ASSN POOL #735580 30 YR GTD SINGLE FAMILY MORTGAGE DTD 05/01/2005 5.000% 06/01/2035 NON CALLABLE CUSIP 31402RFV6	8,145 26 111 3720	0 08	7,545.25 1.03	600.01	0.00	365.67	4 49 4.18
2036	116.8600 FEDL NATL MTGE ASSN POOL #190377 30 YR GTD SINGLE FAMILY MORTGAGE DTD 10/01/2006 5 000% 11/01/2036 NON CALLABLE CUSIP 31368HM26	129.99 111 2330	0.00	133.24 1 14	(3 25)	0.00	5 84	4 49 4.22
2036	354 1200 FEDL NATL MTGE ASSN POOL #745148 31 YR GTD SINGLE FAMILY MORTGAGE DTD 12/01/2005 5.000% 01/01/2036 NON CALLABLE CUSIP 31403CZM6	393 95 111 2490	0 00	405.58 1.15	(11.63)	0.00	17.70	4.49 4.20

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Investment Detail

	QUANTITY / DESCRIPTION	MARKET VALUE (M/V) / MARKET UNIT PRICE	%M/V	FEDERAL TAX COST / AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) / YTM (%)
PRINCIPAL PORTFOLIO(S)								
Fixed Income								
2036	339.8400 FEDL NATL MTGE ASSN POOL #745336 30 YR GTD SINGLE FAMILY MORTGAGE DTD 02/01/2006 5.000% 03/01/2036 NON CALLABLE CUSIP 31403DBD0	$378.10 111 2570	0.00	$387 66 1.14	($9.56)	$0.00	$16.99	4.49 4 21
2038	1,505.5600 FEDERAL HOME LOAN MORTGAGE CORP GOLD POOL #G05188-29 YR GTD MTGE DTD 01/01/2009 5.000% 09/01/2038 NON CALLABLE CUSIP 3128M7CZ7	1,666 13 110.6650	0.02	1,716.00 1 14	(49.87)	0.00	75.27	4.52 4.29
2038	8,814 2300 FEDL NATL MTGE ASSN POOL #889579 30 YR GTD SINGLE FAMILY MORTGAGE DTD 05/01/2008 6.000% 05/01/2038 NON CALLABLE CUSIP 31410KJY1	9,933.20 112.6950	0.10	9,666.54 1.10	266 66	0.00	528 85	5 32 5.08
2039	26,576.8100 FEDERAL HOME LOAN MORTGAGE CORP GOLD POOL #G07021-27 YR GTD MTGE DTD 05/01/2012 5.000% 09/01/2039 NON CALLABLE CUSIP 3128M9D25	29,411.23 110 6650	0 28	30,514.78 1.15	(1,103.55)	0.00	1,328.84	4.52 4.31
2039	2,336 7500 FEDL NATL MTGE ASSN POOL #971036 30 YR GTD SINGLE FAMILY MORTGAGE DTD 01/01/2009 4 500% 02/01/2039 NON CALLABLE CUSIP 31414NHM9	2,532 27 108 3670	0 02	2,584 38 1.11	(52 11)	0.00	105.15	4 15 3.97

continued

	QUANTITY / DESCRIPTION	MARKET VALUE (M/V) / MARKET UNIT PRICE	%M/V	FEDERAL TAX COST / AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) / YTM (%)
PRINCIPAL PORTFOLIO(S)								
Fixed Income								
2039	12,245.2100 FEDL NATL MTGE ASSN POOL #995672 30 YR GTD SINGLE FAMILY MORTGAGE DTD 04/01/2009 4.500% 04/01/2039 NON CALLABLE CUSIP 31416CCH7	$13,270.01 108.3690	0.13	$13,015.59 1.06	$254.42	$0.00	$551.03	4 15 3 97
2039	4,405.2300 FEDL NATL MTGE ASSN POOL #AA7681 30 YR GTD SINGLE FAMILY MORTGAGE DTD 06/01/2009 4.500% 06/01/2039 NON CALLABLE CUSIP 31416RRB1	4,774.90 108.3670	0.05	4,886.87 1.11	(111.97)	0.00	198.28	4.15 3.97
2040	27,569 2500 FEDERAL HOME LOAN MORTGAGE CORP GOLD POOL #A94713-30 YR GTD MTGE DTD 10/01/2010 4.000% 11/01/2040 NON CALLABLE CUSIP 312943GW7	29,246 01 106.0820	0.28	30,287.98 1.10	(1,041.97)	0.00	1,102 77	3.77 3.64
2040	12,714.9500 FEDL NATL MTGE ASSN POOL #AE5471 30 YR GTD SINGLE FAMILY MORTGAGE DTD 10/01/2010 4.500% 10/01/2040 NON CALLABLE CUSIP 31419GCH5	13,779.32 108.3710	0.13	13,868.04 1 09	(88.72)	0.00	572.17	4 15 3.99
2040	4,683 8800 FEDL NATL MTGE ASSN POOL #AE7731 30 YR GTD SINGLE FAMILY MORTGAGE DTD 11/01/2010 4 500% 11/01/2040 NON CALLABLE CUSIP 31419JSV1	5,075 97 108.3710	0 05	5,242 13 1.12	(166.16)	0 00	210 77	4 15 3.99

continued

Investment Detail

	QUANTITY / DESCRIPTION	MARKET VALUE (M/V) / MARKET UNIT PRICE	%M/V	FEDERAL TAX COST / AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) / YTM (%)
PRINCIPAL PORTFOLIO(S)								
Fixed Income								
2041	20,096.4900 FEDERAL HOME LOAN MORTGAGE CORP GOLD POOL #A96409-30 YR GTD MTGE DTD 01/01/2011 3.500% 01/01/2041 NON CALLABLE CUSIP 312945DN5	$20,683.51 102 9210	0.20	$21,382.73 1.06	($699 22)	$0.00	$703 37	3.40 3 33
2041	23,307.9000 FEDL NATL MTGE ASSN POOL #AB4102 30 YR GTD SINGLE FAMILY MORTGAGE DTD 11/01/2011 3.500% 12/01/2041 NON CALLABLE CUSIP 31417ARY7	24,030.21 103.0990	0.23	24,327.77 1.04	(297.56)	0.00	815.77	3.39 3.33
2041	2,547 1000 FEDL NATL MTGE ASSN POOL #AE0949 30 YR GTD SINGLE FAMILY MORTGAGE DTD 02/01/2011 4.000% 02/01/2041 NON CALLABLE CUSIP 31419BBT1	2,706 98 106.2770	0 03	2,786 46 1.09	(79.48)	0 00	101.88	3.76 3.63
2041	35,869.9500 FEDL NATL MTGE ASSN POOL #AH2683 31 YR GTD SINGLE FAMILY MORTGAGE DTD 12/01/2010 4.000% 01/01/2041 NON CALLABLE CUSIP 3138A36V4	38,121.51 106.2770	0.37	39,005.44 1.09	(883.93)	0.00	1,434.79	3.76 3.63
2041	8,568 1800 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0828 DTD 01/01/11 3.500% 02/01/41 CUSIP 31419A4N4	8,833 71 103.0990	0.08	9,270.10 1.08	(436 39)	0.00	299.88	3 39 3 32

continued

Investment Detail

	QUANTITY / DESCRIPTION	MARKET VALUE (M/V) / MARKET UNIT PRICE	%M/V	FEDERAL TAX COST / AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) / YTM (%)
PRINCIPAL PORTFOLIO(S)								
Fixed Income								
2042	765.1600 FEDERAL HOME LOAN MORTGAGE CORP GOLD POOL #C03815-30 YR GTD MTGE DTD 03/01/2012 3 500% 03/01/2042 NON CALLABLE CUSIP 31292LGY5	$787.51 102 9210	0.01	$821.05 1.07	($33.54)	$0.00	$26.78	3.40 3 34
2042	1,835 5700 FEDL NATL MTGE ASSN POOL #AB7364 30 YR GTD SINGLE FAMILY MORTGAGE DTD 11/01/2012 3.000% 12/01/2042 NON CALLABLE CUSIP 31417EFE6	1,815 47 98.9050	0.02	1,922.00 1.05	(106.53)	0.00	55.06	3.03 3.06
2042	6,128.8500 FEDL NATL MTGE ASSN POOL #AL2118 30 YR GTD SINGLE FAMILY MORTGAGE DTD 07/01/2012 4.000% 05/01/2042 NON CALLABLE CUSIP 3138EJK80	6,513.56 106.2770	0.06	6,736.97 1 10	(223.41)	0.00	245 15	3 76 3.64
2042	38,278.3500 FEDL NATL MTGE ASSN POOL #AP7553 30 YR GTD SINGLE FAMILY MORTGAGE DTD 09/01/2012 3.000% 09/01/2042 NON CALLABLE CUSIP 3138MBMB9	37,859.20 98.9050	0.36	40,505.15 1.06	(2,645.95)	0.00	1,148.35	3.03 3.06
TOTAL Fixed Income		2,297,459.72	22.00	2,287,553.35	9,906.37	14,701.51	77,271.70	3.36

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Investment Detail

QUANTITY / DESCRIPTION	MARKET VALUE (M/V) / MARKET UNIT PRICE	%M/V	FEDERAL TAX COST / AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) / YTM (%)
PRINCIPAL PORTFOLIO(S)							
Cash & Currency							
(42,379.3700) CASH	($42,379.37) 1.0000	(0.41)	($42,379.37) 1.00	$0.00	$0.00	$0.00	0.00
9,050.9000 GOLDMAN SACHS FINANCIAL SQUARE FUNDS-PRIME OBLIGATIONS FUND CUSIP 38141W349 TKR FBSXX	9,050.90 1.0000	0.09	9,050.90 1.00	0.00	0.06	0.00	0.00
467,047.6000 SCHWAB MUNICIPAL MONEY FUND CUSIP 808515308 TKR SWXXX	467,047.60 1.0000	4.47	467,047.60 1.00	0.00	0.00	0.00	0.00
TOTAL Cash & Currency	433,719.13	4.15	433,719.13	0.00	0.06	0.00	0.00
Other Assets							
3,301.0000 ISHARES MSCI UNITED KINGDOM ETF CUSIP 464286699 TKR EWU	68,924.88 20.8800	0.66	65,312.93 19.79	3,611.95	0.00	4,146.05	6.02
THE ENDOWMENT FUND TEI FD LP CUSIP 99T792KR2	961,010.97	9.20	994,749		0.00	0.00	0.00
TOTAL Other Assets	1,029,935.85	9.86		964,622.92	0.00	4,146.05	0.40
TOTAL PRINCIPAL PORTFOLIO(S)	10,443,357.88	100.00	9,817,811.32		21,912.15	172,843.29	1.66
ACCRUED INCOME	21,912.15						
MARKET VALUE WITH ACCRUED INCOME	10,465,270.03						

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ADVISORY
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Investment Detail

QUANTITY / DESCRIPTION	MARKET VALUE (M/V) / MARKET UNIT PRICE	%M/V	FEDERAL TAX COST / AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) / YTM (%)
INCOME PORTFOLIO(S)							
Cash & Currency							
43,794.3500 CASH	$43,794.35 1.0000	100.00	$43,794.35 1.00	$0.00	$0.00	$0.00	0.00
TOTAL Cash & Currency	43,794.35	100.00	43,794.35	0.00	0.00	0.00	0.00
TOTAL INCOME PORTFOLIO(S)	43,794.35	100.00	43,794.35	0.00	0.00	0.00	0.00
GRAND TOTAL(S)	10,487,152.23		9,861605.67		21,912.15	172,843.29	1.65
ACCRUED INCOME	21,912.15						
MARKET VALUE WITH ACCRUED INCOME	10,509,064.38						