



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2013

Open to Public Inspection

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

HELEN E GILBERT T/U/W

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041

City or town

State

ZIP code

Winston Salem

NC

27101-3818

Foreign country name

Foreign province/state/county

Foreign postal code

A Employer identification number

95-6024818

B Telephone number (see instructions)

(888) 730-4933

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 changeH Check type of organization ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationD 1 Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 111,880**J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <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	2,571	2,520		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	1,702			
b Gross sales price for all assets on line 6a	18,250			
7 Capital gain net income (from Part IV, line 2)		1,702		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	4,273	4,222	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	2,120	1,590		530
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	812			812
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	119			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	10			10
24 Total operating and administrative expenses. Add lines 13 through 23	3,061	1,625	0	1,352
25 Contributions, gifts, grants paid	4,352			4,352
26 Total expenses and disbursements. Add lines 24 and 25	7,413	1,625	0	5,704
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-3,140			
b Net investment income (if negative, enter -0-)		2,597		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2013)

HTA

19

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	738	953	953
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
Liabilities	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	92,017	90,433	110,927
	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)	92,755	91,386	111,880
	17	Accounts payable and accrued expenses			
	18	Grants payable			
Net Assets or Fund Balances	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	
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	24	Unrestricted			
Net Assets or Fund Balances	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27	Capital stock, trust principal, or current funds	92,755	91,386	
	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)	92,755	91,386	
Net Assets or Fund Balances	31	Total liabilities and net assets/fund balances (see instructions)	92,755	91,386	

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	92,755
2	Enter amount from Part I, line 27a	2	-3,140
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	1,901
4	Add lines 1, 2, and 3	4	91,516
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	130
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	91,386

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	1,702
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?
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.☐ Yes ☒ No**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	4,949	103,697	0.047726
2011	5,653	100,320	0.056350
2010	3,364	105,603	0.031855
2009	4,248	99,882	0.042530
2008	3,941	93,585	0.042111

2 Total of line 1, column (d)	2	0.220572
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	0.044114
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	107,364
5 Multiply line 4 by line 3	5	4,736
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	26
7 Add lines 5 and 6	7	4,762
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	5,704

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1		26
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		26
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		26
6	Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a		50
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		50
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		24
11	Enter the amount of line 10 to be Credited to 2014 estimated tax 24 Refunded	11		0

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?			5b N/A
	Organizations relying on a current notice regarding disaster assistance check here			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	<input type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			7b N/A

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank N.A. Trust Tax Dept 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	TRUSTEE	4 00	2,120	

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	106,205
b	Average of monthly cash balances	1b	2,794
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	108,999
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	108,999
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	1,635
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	107,364
6	Minimum investment return. Enter 5% of line 5	6	5,368

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	5,368
2a	Tax on investment income for 2013 from Part VI, line 5	2a	26
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	26
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	5,342
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	5,342
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	5,342

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	5,704
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	5,704
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	26
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	5,678

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				5,342
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			2,471	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013.				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 5,704				
a Applied to 2012, but not more than line 2a			2,471	
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				3,233
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				2,109
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**N/A****1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶**b** Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:****a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

NONE

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d**a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed**b** The form in which applications should be submitted and information and materials they should include.**c** Any submission deadlines:**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	4,352
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	2,571	
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	1,702	
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		4,273	0
13	Total. Add line 12, columns (b), (d), and (e)				13	4,273

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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?

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

(1) Cash

(2) Other assets

b Other transactions

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

[illegible]

☐ Yes ☒ No

b If "Yes," complete the following schedule

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

**Sign
Here**

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

 SVP Wells Fargo Bank N.A.

10/8/2014

SVP Wells Fargo Bank N A

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☒ if self-employed

PTIN

JOSEPH J. CASTRIANO

10/8/2014

P01251603

Firm's name ▶ PricewaterhouseCoopers, LLP

Firm's EIN ▶ 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Phone no	412-355-6000
----------	--------------

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

Name

TOWN OF WEST BROOKFIELD

Street

PO BOX 583

City

WEST BROOKFIELD

State

MA

Zip Code

01585-0583

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

4,352

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

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

Long Term CG Distributions										Amount		Totals		Net Gain or Loss	
Short Term CG Distributions										468		Capital Gains/Losses		1,702	
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	Cost, Other Basis and Expenses			Net Gain or Loss		
										Valuation Method	Expense of Sale and Cost of Improvements	Depreciation		Adjustments	
1	X	TAXABLE SHORT-TERM BOND	999612906		8/7/2009		4/22/2014	143	146				0	-3	
2	X	TAXABLE SHORT-TERM BOND	999612906		10/21/2011		4/22/2014	575	581				0	-6	
3	X	TAXABLE SHORT-TERM BOND	999612906		8/15/2012		4/22/2014	11	11				0	0	
4	X	AOR MANAGED FUTURES ST	00203H859		7/2/2013		10/14/2013	939	950				0	-11	
5	X	CORE EQUITY FUND	140955127		3/7/2011		1/22/2014	276	245				0	31	
6	X	CREDIT SUISSE COMM RET S	22544R305		3/9/2011		10/14/2013	708	926				0	-218	
7	X	CREDIT SUISSE COMM RET S	22544R305		8/17/2011		10/14/2013	118	149				0	-31	
8	X	CREDIT SUISSE COMM RET S	22544R305		8/17/2011		4/22/2014	423	502				0	-78	
9	X	DREYFUS EMG MKT DEBT LO	261880494		8/17/2011		10/14/2013	637	677				0	-40	
10	X	DREYFUS EMG MKT DEBT LO	261880494		10/12/2010		10/14/2013	892	942				0	-50	
11	X	DRIEHAUS ACTIVE INCOME F	262028855		10/17/2013		1/22/2014	486	482				0	4	
12	X	ISHARES S&P MID-CAP 400 G	464287606		8/15/2012		10/14/2013	279	218				0	61	
13	X	ISHARES S&P MID-CAP 400 G	464287606		3/7/2011		1/22/2014	303	212				0	91	
14	X	ISHARES S&P MID-CAP 400 G	464287606		2/7/2013		4/22/2014	451	369				0	82	
15	X	ISHARES S&P MID-CAP 400 G	464287606		3/7/2011		4/22/2014	150	106				0	44	
16	X	ISHARES S&P MID-CAP 400 V	464287705		4/30/2010		1/22/2014	354	229				0	125	
17	X	ISHARES CORE S&P SMALL-C	464287804		8/15/2011		10/14/2013	302	192				0	110	
18	X	ISHARES CORE S&P SMALL-C	464287804		8/15/2011		1/22/2014	328	192				0	136	
19	X	ISHARES CORE S&P SMALL-C	464287804		10/7/2010		1/22/2014	109	60				0	49	
20	X	ASG GLOBAL ALTERNATIVES	638721885		10/17/2013		1/22/2014	146	148				0	-2	
21	X	ASG GLOBAL ALTERNATIVES	638721885		7/2/2013		1/22/2014	288	285				0	3	
22	X	ROBECO BP LNG/SHRT RES-I	74925K581		7/2/2013		1/22/2014	636	576				0	60	
23	X	AMEX MATERIALS SPOR	81369Y100		2/7/2013		10/14/2013	169	157				0	12	
24	X	AMEX CONSUMER DISCR SP	81369Y407		4/30/2010		1/22/2014	195	107				0	88	
25	X	FINANCIAL SELECT SECTOR	81369Y605		10/15/2013		1/22/2014	154	142				0	12	
26	X	AMEX TECHNOLOGY SELECT	81369Y803		4/30/2010		10/14/2013	227	167				0	60	
27	X	AMEX TECHNOLOGY SELECT	81369Y803		4/30/2010		1/22/2014	179	119				0	60	
28	X	VANGUARD FTSE DEVELOPE	921943858		2/7/2013		10/14/2013	761	686				0	75	
29	X	VANGUARD FTSE DEVELOPE	921943858		2/7/2013		1/22/2014	374	325				0	49	
30	X	VANGUARD FTSE EMERGING	922042858		2/7/2013		10/14/2013	1,563	1,627				0	-64	
31	X	VANGUARD FTSE EMERGING	922042858		3/7/2011		4/22/2014	371	421				0	-50	
32	X	VANGUARD REIT VIPER	922085553		10/15/2013		4/22/2014	216	203				0	13	
33	X	VANGUARD REIT VIPER	922085553		2/6/2009		4/22/2014	72	28				0	44	
34	X	WELLS FARGO ADV HI INC-IN	949917538		10/17/2013		1/22/2014	179	183				0	-4	
35	X	WELLS FARGO ADV HI INC-IN	949917538		7/2/2013		1/22/2014	676	686				0	-10	
36	X	WELLS FARGO ADV HI INC-IN	949917538		7/24/2008		4/22/2014	245	230				0	15	
37	X	WELLS FARGO ADV HI INC-IN	949917538		10/25/2011		4/22/2014	382	370				0	12	
38	X	WELLS FARGO ADV HI INC-IN	949917538		7/2/2013		4/22/2014	328	332				0	-4	
39	X	WELLS FARGO ADV HI INC-IN	949917538		8/11/2009		4/22/2014	1,605	1,441				0	164	
40	X	TAXABLE SHORT-TERM BOND	999612906		7/15/2005		4/22/2014	731	746				0	-15	
41	X	ST CTF LOSS							380					-380	
42	X	LT CTF GAIN						801						801	

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

		812	0	0	812
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	812			812

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

		119	35	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	35	35		
2	PY EXCISE TAX DUE	34			
3	ESTIMATED EXCISE PAYMENTS	50			

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

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

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

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

1	Gain on PY Sales Settled in CY	1	1,588
2	Mutual Fund Timing Difference	2	155
3	Undistributed CTF Capital Gain	3	158
4	Total	4	1,901

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

1	Cost Basis Adjustment	1	125
2	CTF Income Timing Difference	2	4
3	CTF Book to Tax Difference	3	1
4	Total	4	130

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

Long Term CG Distributions													Amount	
Short Term CG Distributions													0	
CUSIP #	Description of Property Sold	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	1234	F M V as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
1	TAXABLE SHORT-TERM BOND FUND		8/7/2009	4/22/2014	143			146	-3	0	0	0	0	-3
2	TAXABLE SHORT-TERM BOND FUND		10/21/2011	4/22/2014	575			581	-6	0	0	0	0	-6
3	TAXABLE SHORT-TERM BOND FUND		8/15/2012	4/22/2014	11			11	0	0	0	0	0	0
4	AQR MANAGED FUTURES STR-I #1521.3		7/2/2013	10/14/2013	939			950	-11	0	0	0	0	-11
5	CORE EQUITY FUND		3/7/2011	1/22/2014	276			245	31	0	0	0	0	31
6	CREDIT SUISSE COMM RET ST-I #2156		3/9/2011	10/14/2013	708			926	-218	0	0	0	0	-218
7	CREDIT SUISSE COMM RET ST-I #2156		8/17/2011	4/22/2014	118			149	-31	0	0	0	0	-31
8	CREDIT SUISSE COMM RET ST-I #2156		8/17/2011	4/22/2014	423			502	-79	0	0	0	0	-79
9	DREYFUS EMG MKT DEBT LOC C-I #608		10/14/2010	10/14/2013	882			877	-40	0	0	0	0	-40
10	DREYFUS EMG MKT DEBT LOC C-I #608		10/14/2010	10/14/2013	882			942	-50	0	0	0	0	-50
11	DRIEHAUS ACTIVE INCOME FUND		8/17/2011	1/22/2014	486			482	4	0	0	0	0	4
12	SHARES SAP MID-CAP 400 GROWTH		8/15/2012	10/14/2013	278			218	61	0	0	0	0	61
13	SHARES SAP MID-CAP 400 GROWTH		3/7/2011	1/22/2014	303			212	91	0	0	0	0	91
14	SHARES SAP MID-CAP 400 GROWTH		3/7/2011	1/22/2014	451			369	82	0	0	0	0	82
15	SHARES SAP MID-CAP 400 GROWTH		3/7/2011	1/22/2014	150			106	44	0	0	0	0	44
16	SHARES SAP MID-CAP 400 VALUE		4/30/2010	1/22/2014	354			229	125	0	0	0	0	125
17	SHARES CORE SAP SMALL-CAP E		8/15/2011	10/14/2013	302			192	110	0	0	0	0	110
18	SHARES CORE SAP SMALL-CAP E		8/15/2011	10/14/2013	328			192	136	0	0	0	0	136
19	SHARES CORE SAP SMALL-CAP E		10/7/2010	1/22/2014	109			60	49	0	0	0	0	49
20	ASC GLOBAL ALTERNATIVES-Y #1993		10/17/2010	1/22/2014	146			148	-2	0	0	0	0	-2
21	ASC GLOBAL ALTERNATIVES-Y #1993		7/2/2013	1/22/2014	288			285	3	0	0	0	0	3
22	ROBOCO BP LONGSHRT RES-INS		7/2/2013	1/22/2014	636			576	60	0	0	0	0	60
23	AMEX MATERIALS SPDR		4/30/2010	10/14/2013	169			157	12	0	0	0	0	12
24	AMEX CONSUMER DISCR SPDR		2/7/2013	1/22/2014	195			107	88	0	0	0	0	88
25	FINANCIAL SELECT SECTOR SPDR		10/15/2013	1/22/2014	154			142	12	0	0	0	0	12
26	AMEX TECHNOLOGY SELECT SPDR		4/30/2010	10/14/2013	227			197	30	0	0	0	0	30
27	AMEX TECHNOLOGY SELECT SPDR		4/30/2010	1/22/2014	179			119	60	0	0	0	0	60
28	VANGUARD FTSE DEVELOPED ETF		2/7/2013	10/14/2013	781			666	75	0	0	0	0	75
29	VANGUARD FTSE DEVELOPED ETF		2/7/2013	1/22/2014	374			325	49	0	0	0	0	49
30	VANGUARD FTSE EMERGING MARKETS		2/7/2013	10/14/2013	1563			1627	-64	0	0	0	0	-64
31	VANGUARD FTSE EMERGING MARKETS		3/7/2011	4/22/2014	371			421	-50	0	0	0	0	-50
32	VANGUARD FTSE EMERGING MARKETS		10/15/2013	4/22/2014	216			203	13	0	0	0	0	13
33	VANGUARD REIT VIPER		2/6/2009	4/22/2014	72			28	44	0	0	0	0	44
34	WELLS FARGO ADV HI INC-INS #3110		10/17/2010	1/22/2014	179			183	-4	0	0	0	0	-4
35	WELLS FARGO ADV HI INC-INS #3110		7/2/2013	1/22/2014	676			688	-10	0	0	0	0	-10
36	WELLS FARGO ADV HI INC-INS #3110		7/2/2013	1/22/2014	245			230	15	0	0	0	0	15
37	WELLS FARGO ADV HI INC-INS #3110		10/25/2011	4/22/2014	382			370	12	0	0	0	0	12
38	WELLS FARGO ADV HI INC-INS #3110		7/2/2013	1/22/2014	328			332	-4	0	0	0	0	-4
39	WELLS FARGO ADV HI INC-INS #3110		8/17/2009	4/22/2014	1605			1441	164	0	0	0	0	164
40	TAXABLE SHORT-TERM BOND FUND		7/15/2005	4/22/2014	731			746	-15	0	0	0	0	-15
41	ST CTF LOSS							380	-380	0	0	0	0	-380
42	ST CTF GAIN				801			801	0	0	0	0	0	0

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

Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
Wells Fargo Bank N A Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	2,120		
1									2,120		0

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

	Date	Amount
1 Credit from prior year return		0
2 First quarter estimated tax payment	11/8/2013	50
3 Second quarter estimated tax payment		
4 Third quarter estimated tax payment		
5 Fourth quarter estimated tax payment		
6 Other payments		
7 Total		50

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	2,471
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	2,471

Security Type	EIN	CUSIP	Asset Name	Units	FMV	Fed Cost
Savings & Temp Inv	95-6024818	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	536 56	536 56	536 56
Savings & Temp Inv	95-6024818	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	416.47	416.47	416.47
			TOTAL CASH, SAVINGS, AND TEMP INV		953.03	953.03
Invest - Other	95-6024818	589509108	MERGER FD SH BEN INT #260	130 067	2,142.20	2,046 65
Invest - Other	95-6024818	693390882	PIMCO FOREIGN BD FD USD H-INST #103	78 684	856.87	835 40
Invest - Other	95-6024818	81369Y308	CONSUMER STAPLES SECTOR SPDR TR	28	1,249 36	780 42
Invest - Other	95-6024818	81369Y605	FINANCIAL SELECT SECTOR SPDR	84	1,910 16	1,335 33
Invest - Other	95-6024818	81369Y100	AMEX MATERIALS SPDR	8	397 12	278 27
Invest - Other	95-6024818	81369Y803	AMEX TECHNOLOGY SELECT SPDR	60	2,301 00	1,407 30
Invest - Other	95-6024818	81369Y506	AMEX ENERGY SELECT SPDR	14	1,401.40	885 19
Invest - Other	95-6024818	999612906	TAXABLE SHORT-TERM BOND FUND	138 7921	1,106 17	1,107 80
Invest - Other	95-6024818	999708902	TAXABLE INTERMEDIATE TERM BD FD	428 1476	4,341 42	4,289 06
Invest - Other	95-6024818	991283912	TAXABLE TOTAL RETURN BOND FUND	723 8978	5,559.54	5,396 17
Invest - Other	95-6024818	315920702	FID ADV EMER MKTS INC- CL I #607	117 521	1,691 13	1,607 69
Invest - Other	95-6024818	464287804	ISHARES CORE S&P SMALL-CAP E	57	6,389 13	3,402 12
Invest - Other	95-6024818	464287705	ISHARES S&P MID-CAP 400 VALUE	33	4,188.36	2,746 43
Invest - Other	95-6024818	464287606	ISHARES S&P MID-CAP 400 GROWTH	27	4,241 16	2,532.04
Invest - Other	95-6024818	81369Y704	AMEX INDUSTRIAL SPDR	26	1,405 56	838 44
Invest - Other	95-6024818	81369Y209	AMEX HEALTH CARE SPDR	23	1,399 09	720.76
Invest - Other	95-6024818	81369Y407	AMEX CONSUMER DISCR SPDR	23	1,535 02	784 30
Invest - Other	95-6024818	140995127	CORE EQUITY FUND	396 4745	6,185 00	4,925 02
Invest - Other	95-6024818	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	282 444	4,129 33	4,056 09
Invest - Other	95-6024818	262028855	DRIEHAUS ACTIVE INCOME FUND	255 539	2,741 93	2,735 55
Invest - Other	95-6024818	67065Q772	NUVEEN HIGH YIELD MUNI BD-R #1668	114 65	1,929 56	1,883 70
Invest - Other	95-6024818	63872T885	ASG GLOBAL ALTERNATIVES-Y #1993	355 758	4,012 95	4,020 93
Invest - Other	95-6024818	94985D582	WELLS FARGO ADV INTL BOND-IS #4705	76.832	879 73	850 63
Invest - Other	95-6024818	922908553	VANGUARD REIT VIPER	61	4,565 24	1,697 72
Invest - Other	95-6024818	00203H859	AQR MANAGED FUTURES STR-I #15213	158 652	1,592 87	1,615 44
Invest - Other	95-6024818	922042858	VANGUARD FTSE EMERGING MARKETS ETF	275	11,860 75	10,692 20
Invest - Other	95-6024818	779588402	T ROWE PRICE INST FLOAT RATE #170	172 063	1,770 53	1,770 07
Invest - Other	95-6024818	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	106	4,689 44	3,382 20
Invest - Other	95-6024818	921943858	VANGUARD FTSE DEVELOPED ETF	292	12,436 28	10,544 33
Invest - Other	95-6024818	74925K581	ROBOCO BP LNG/SHRT RES-INS	191.732	2,856 81	2,507 85
Invest - Other	95-6024818	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	99 59	2,373 23	1,746 91
Invest - Other	95-6024818	949917538	WELLS FARGO ADV HI INC-INS #3110	249 147	1,881 06	1,584 88
Invest - Other	95-6024818	22544R305	CREDIT SUISSE COMM RET ST-I #2156	637.335	4,907 48	5,426 12
			TOTAL OTHER INVESTMENTS		110,926.88	90,433.01
			GRAND TOTAL		111,879.91	91,386.04