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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation The Frars Charitable Foundation		A Employer identification number 95-6047586	
% MARILYN N STAMBLER		B Telephone number (see instructions) (323) 951-1006	
Number and street (or P O box number if mail is not delivered to street address) Room/suite PO Box 1523 Suite		C If exemption application is pending, check here <input type="checkbox"/>	
City or town, state or province, country, and ZIP or foreign postal code Beverly Hills, CA 90213		D 1. Foreign organizations, check here <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return, <input checked="" type="checkbox"/> Initial return of a former public charity, <input type="checkbox"/> Final return, <input type="checkbox"/> Amended return, <input type="checkbox"/> Address change, <input type="checkbox"/> Name change		2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization: <input type="checkbox"/> Section 501(c)(3) exempt private foundation, <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust, <input checked="" type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 7,165,313		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method: <input type="checkbox"/> Cash, <input checked="" type="checkbox"/> Accrual, <input type="checkbox"/> 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)	0			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	258	258		
	4 Dividends and interest from securities	253,472	240,352	13,120	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	328,399			
	b Gross sales price for all assets on line 6a 3,191,467				
	7 Capital gain net income (from Part IV, line 2)		328,399		
	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	582,129	569,009	13,120		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	16,000	6,400	5,600	4,000
	14 Other employee salaries and wages	0			
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	8,780	3,512	4,390	878
	c Other professional fees (attach schedule)	50,822	50,822		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,703	612	938	153
	19 Depreciation (attach schedule) and depletion	340		340	
	20 Occupancy	21,388	8,555	7,486	5,347
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	22,723	2,284	2,840	17,599
	24 Total operating and administrative expenses. Add lines 13 through 23	121,756	72,185	21,594	27,977
25 Contributions, gifts, grants paid	366,298			366,298	
26 Total expenses and disbursements. Add lines 24 and 25	488,054	72,185	21,594	394,275	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	94,075				
b Net investment income (if negative, enter -0-)		496,824			
c Adjusted net income (if negative, enter -0-)					

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

Part II Balance Sheets		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	225	225	225	225	
	2	Savings and temporary cash investments	395,263	273,502	273,502	273,502	
	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	49,452	51,047	51,047	51,047	
	10a	Investments—U S and state government obligations (attach schedule)	67,480 <input checked="" type="checkbox"/>	614,136	614,136	614,136	
	b	Investments—corporate stock (attach schedule)	2,110,124 <input checked="" type="checkbox"/>	2,499,702	3,274,284	3,274,284	
	c	Investments—corporate bonds (attach schedule)	3,667,158 <input checked="" type="checkbox"/>	2,949,734	2,949,734	2,949,734	
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	634,161 <input checked="" type="checkbox"/>	774,582			
	14	Land, buildings, and equipment basis ▶ _____ 5,534 Less accumulated depreciation (attach schedule) ▶ 4,901	973 <input checked="" type="checkbox"/>	633	633	633	
15	Other assets (describe ▶ _____)	4,306 <input checked="" type="checkbox"/>	1,752 <input checked="" type="checkbox"/>	1,752 <input checked="" type="checkbox"/>	1,752		
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	6,929,142	7,165,313	7,165,313	7,165,313		
Liabilities	17	Accounts payable and accrued expenses	0	1,674			
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶ _____)	0 <input checked="" type="checkbox"/>	10,160 <input checked="" type="checkbox"/>			
23	Total liabilities (add lines 17 through 22)	0	11,834				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted	6,929,142	7,153,479			
	25	Temporarily restricted	0	0			
	26	Permanently restricted	0	0			
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds					
	28	Paid-in or capital surplus, or land, bldg, and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds					
30	Total net assets or fund balances (see page 17 of the instructions)	6,929,142	7,153,479				
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	6,929,142	7,165,313				

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	6,929,142
2	Enter amount from Part I, line 27a	2	94,075
3	Other increases not included in line 2 (itemize) ▶ _____ <input checked="" type="checkbox"/>	3	140,422
4	Add lines 1, 2, and 3	4	7,163,639
5	Decreases not included in line 2 (itemize) ▶ _____ <input checked="" type="checkbox"/>	5	10,160
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	7,153,479

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1 a	CHARLES SCHWAB - COVE STREET CAPITAL - SEE ATTACHED			2014-06-30
b	CHARLES SCHWAB - COVE STREET CAPITAL - SEE ATTACHED			2014-06-30
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,620,065		1,545,575	74,490
b	1,571,402		1,317,493	253,909
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			74,490
b			253,909
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	328,399
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	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012			
2011			
2010			
2009			
2008			

2	Total of line 1, column (d).	2	
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	
5	Multiply line 4 by line 3.	5	
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	
7	Add lines 5 and 6.	7	
8	Enter qualifying distributions from Part XII, line 4.	8	

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

Table with 11 rows for excise tax calculations. Includes categories like Exempt operating foundations, Domestic foundations, Tax under section 511, and Tax due. Values include 9,936 and 10,160.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political purposes, Form 1120-POL, political expenditures, and substantial contributors. Includes Yes/No columns.

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		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address www.friarscharitablefoundation.org	13	Yes	
14	The books are in care of MARILYN N STAMBLER Telephone no (323) 951-1006 Located at PO BOX 1523 Beverly Hills CA ZIP +4 90213			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year.	15		
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 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

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 type="checkbox"/> Yes <input checked="" 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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years 20__ , 20__ , 20__ , 20__ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20__ , 20__ , 20__ , 20__			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i>)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

Part 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
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 ANNUAL HOLIDAY PARTY TO UNDER PRIVILEGED CHILDREN IN THE GREATER LOS ANGELES AREA	17,032
2 SUPPORT FOR PROGRAMS AND AWARDS TO INNER CITY FILMMAKERS	31,308
3 WALLIS ANNENBERG CENTER FOR THE PERFORMING ARTS IS SUPPORTED BY DIRECT CONTRIBUTIONS	95,000
4 CENTER THEARTE GROUP FOR THE PERFORMING ARTS IS SUPPORTED BY DIRECT CONTRIBUTIONS	25,000

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 	
2 	
All other program-related investments. See page 24 of the instructions	
3 	
Total. Add lines 1 through 3	▶

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	6,658,539
b	Average of monthly cash balances.	1b	334,607
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	6,993,146
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	0
3	Subtract line 2 from line 1d.	3	6,993,146
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	104,897
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	6,888,249
6	Minimum investment return. Enter 5% of line 5.	6	344,412

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	344,412
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	9,936
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	9,936
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	334,476
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	334,476
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	334,476

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	394,275
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	394,275
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	394,275

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				334,476
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.				
b Total for prior years 2011, 2010, 2009				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>394,275</u>				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2013 distributable amount.				334,476
e Remaining amount distributed out of corpus	59,799			
5 Excess distributions carryover applied to 2013 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	59,799			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a.	59,799			
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.	59,799			

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

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

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

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	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test—enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.

c "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

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

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

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Additional Data Table				
Total				3a 366,298
b <i>Approved for future payment</i>				
Total				3b

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

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.
(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.

Table with 4 columns: (a) Line No, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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

b If "Yes," complete the following schedule
Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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

Sign Here
Signature of officer or trustee: *****
Date: 2014-10-05
Title: *****
May the IRS discuss this return with the preparer shown below (see instr.)? Yes No

Paid Preparer Use Only
Table with 5 columns: Print/Type preparer's name, Preparer's Signature, Date, Check if self-employed, PTIN.
Firm's name: Belinkoff and Simon
Firm's address: 1640 S Sepulveda Blvd Ste 112 Los Angeles, CA 900257534
Phone no: (310) 479-1990

Form 990PF Part VIII Line 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
SIDNEY J GITTLER PO Box 1523 Beverly Hills, CA 90213	CHAIRMAN OF BOARD 2 0	0		
Marilyn N Stambler PO Box 1523 Beverly Hills, CA 90213	PRESIDENT, COO 35 0	16,000		
MARCH SCHWARTZ PO Box 1523 Beverly Hills, CA 90213	VICE PRESIDENT 2 0	0		
ROY WALLENSTEIN PO Box 1523 Beverly Hills, CA 90213	TREASURER 2 0	0		
LENORE ROSS PO Box 1523 Beverly Hills, CA 90213	TRUSTEE 2 0	0		
Margaret G GRAF PO Box 1523 Beverly Hills, CA 90213	TRUSTEE 2 0	0		
LISSA ROTH HARRISION PO Box 1523 Beverly Hills, CA 90213	TRUSTEE 2 0	0		
JOANNE FREED PO Box 1523 Beverly Hills, CA 90213	TRUSTEE 2 0	0		
LOU ZIGMAN PO Box 1523 Beverly Hills, CA 90213	SECRETARY 2 0	0		

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CENTER THEATRE GROUP 135 N Grand AveNUE LOS ANGELES, CA 90012	NONE	PC	SUPPORT FOR THE ARTS AND PROGRAM SERVICES	25,000
JOHN WAYNE CANCER INSTITUTE 2200 Santa Monica Blvd SANTA MONICA, CA 90404	NONE	PC	SUPPORT FOR HEALTHCARE SERVICES	1,500
PROFESSIONAL DANCERS SOCIETY 123 FIRST STREET LOS ANGELES, CA 90025	NONE	PC	SUPPORT FOR THE ARTS AND PROGRAM SERVICES	5,000
PROJECT ECHO 1437 6th Street SANTA MONICA, CA 90401	NONE	PC	SUPPORT FOR GENERAL ACTIVITIES	5,000
ST FRANCIS CENTER 3630 E Imperial Hwy LYNWOOD, CA 90262	NONE	PC	SUPPORT FOR HEALTHCARE SERVICES	2,500
VENICE FAMILY CLINIC 2059 pico blvd santa monica, CA 90450	NONE	PC	GENERAL SUPPORT	1,000
Westside Center for Independent Living (WCIL) 2901 Venice Blvd LOS ANGELES, CA 90066	NONE	PC	SUPPORT FOR HEALTHCARE SERVICES	5,000
INNER-CITY FILMMAKERS 3000 WEST OLYMPIC BLVD SANTA MONICA, CA 90404	NONE	PC	SUPPORT OF ORGANIZATION AND AWARDS TO STUDENTS	31,308
WALLIS ANNENBERG CENTER FOR THE PERFORMING ARTS 9911 W PICO BLVD SUITE 680 LOS ANGELES, CA 90035	NONE	PC	SUPPORT FOR THE ARTS AND PROGRAM SERVICES	95,000
PATH (PEOPLE ASSITING THE HOMELESS) 340 NORTH MADISON AVENUE LOS ANGELES, CA 90004	NONE	PC	SUPPORT FOR HEALTHCARE SERVICES	20,000
South Central Los Angeles Ministry Project -sclamp 892 E 48th Street LOS ANGELES, CA 90011	NONE	PC	SUPPORT FOR HEALTHCARE SERVICES	10,000
BETTER WITH BOOKS 9663 Santa Monica Blvd 927 LOS ANGELES, CA 90210	NONE	PC	SUPPORT FOR READING PROGRAMS AND UNDERWRITE BOOKS FOR DISTRIBUTION TO CHILDREN	8,495
UCLA FOUNDATIONS 10920 WILSHIRE BLVD LOS AQNGELES, CA 90024	NONE	PC	SUPPORT FOR HEALTHCARE SERVICES	5,000
JEWISH FAMILY SERVICES (SOVA) 4311 Wilshire Blvd LOS ANGELES, CA 90010	NONE	PC	SUPPORT FOR HEALTHCARE AND GENERAL WELFARE	10,000
JEWISH BIG BROTHERS BIG SISTERS 6505 Wilshire Boulevard LOS ANGLS, CA 90048	NONE	PC	SUPPORT FOR HEALTHCARE AND GENERAL WELFARE	5,000
Total			3a	366,298

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CEDARS SINAI MEDICAL CENTER 6500 WILSHIRE BLVD LOS ANGELES, CA 90048	NONE	PC	SUPPORT FOR HEALTHCARE	10,000
LOS ANGELES JEWISH HOMES 7150 Tampa Avenue RESEDA, CA 91335	NONE	PC	SUPPORT FOR HEALTHCARE AND GENERAL WELFARE	4,500
Aids Project LA P O Box 933005 LOS ANGELES, CA 90093	NONE	PC	SUPPORT FOR HEALTHCARE AND GENERAL WELFARE	1,000
Associates for Breast & Prostate Cancer 5670 Wilshire Boulevard SUITE 830 LOS ANGELES, CA 90036	NONE	PC	SUPPORT FOR HEALTHCARE	5,000
Aviva Family and Childrens Service 7120 Franklin Avenue LOS ANGELES, CA 90046	NONE	PC	SUPPORT FOR HEALTHCARE AND GENERAL WELFARE	10,000
Beit T'Shuvah 8831 Venice Blvd LOS ANGELES, CA 90034	NONE	PC	SUPPORT FOR HEALTHCARE AND ADDICTION SERVICES	2,500
Beverly Hills Police Association 663 Santa Monica Blvd 786 BEVERLY HILLS, CA 90210	NONE	PC	COMMUNITY SUPPORT TO ORGANIZATION	3,500
CASA OF LOS ANGELES 201 Centre Plaza Dr Room 1100 MONTEREY PARK, CA 91754	NONE	PC	SUPPORT FOR HEALTHCARE AND GENERAL WELFARE	10,000
Catholic Big Brothers Big Sisters 1530 James M Wood Blvd LOS ANGELES, CA 90015	NONE	PC	SUPPORT FOR HEALTHCARE AND GENERAL WELFARE	5,000
Children's Burn Foundation 5000 Van Nuys Blvd SHERMAN OAKS, CA 91403	NONE	PC	SUPPORT FOR HEALTHCARE	10,000
DIAVOLO DANCE THEATRE 616 MOULTON AVENUE LOS ANGELES, CA 90031	NONE	PC	SUPPORT FOR THE ARTS AND PROGRAM SERVICES	1,000
FREE THE CHILDREN 6500 MAIN ST STE 5 WILLIAMSVILLE, NY 14221	none	PC	SUPPORT FOR HEALTHCARE AND GENERAL WELFARE	2,800
Friendly House LA 347 S NORMANDIE AVENUE LOS ANGELES, CA 90020	NONE	PC	SUPPORT FOR HEALTHCARE AND GENERAL WELFARE	5,000
Friends of Sheba Medical Center 2566 Overland Avenue Suite 670 LOS ANGELES, CA 90064	none	PC	SUPPORT FOR HEALTHCARE	500
FRIENDS OF LARC 10560 WILSHIRE BLVD LOS ANGELES, CA 90024	NONE	PC	SUPPORT FOR PROGRAM SERVICES FOR DEVELOPMENTALLY DISABLED	5,000
Total				366,298

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HARMONY PROJECT 817 Vine Street Suite 212 LOS ANGELES, CA 90038	NONE	PC	SUPPORT FOR HEALTHCARE AND GENERAL WELFARE	10,000
THE JEFFREY FOUNDATION 5470 W Washington Blvd LOS ANGELES, CA 90016	NONE	PC	SUPPORT FOR HEALTHCARE AND GENERAL WELFARE	10,000
JVS - JEWISH VOCATIONAL SERVICES 6505 Wilshire Blvd Suite 200 LOS ANGELES, CA 90048	NONE	PC	SUPPORT FOR PUBLIC GENERAL WELFARE	1,000
Lupus LA 8383 Wilshire Blvd Suite 232 BEVERLY HILLS, CA 90211	NONE	PC	SUPPORT FOR HEALTHCARE AND GENERAL WELFARE	5,000
OPICA - OPTIMISTIC PEOPLE IN A CARING ATMOSPHERE 11759 Missouri Avenue LOS ANGELES, CA 90025	NONE	PC	SUPPORT FOR HEALTHCARE AND GENERAL WELFARE	5,000
PLATO SOCIETY OF LOS ANGELES 1083 GAYLEY AVENUE LOS ANGELES, CA 90024	NONE	PC	SUPPORT FOR HEALTHCARE AND GENERAL WELFARE	6,000
Christine O'Donovan Middle Academy 5355 4th Ave LOS ANGELES, CA 90045	NONE	PC	PROVIDE SUPPORT FOR TRANSPORTATION TO CHARITY EVENTS	945
The Road Theatre Company 5108 Lankershim Blvd NORTH HOLLYWOOD, CA 91601	NONE	PC	SUPPORT FOR THE ARTS AND PROGRAM SERVICES	1,000
Torrance Memorial Foundation 3330 Lomita Boulevard TORRANCE, CA 90505	NONE	PC	SUPPORT FOR HEALTHCARE AND GENERAL WELFARE	5,000
Tourette Syndrome Association 4240 Bell Boulevard Suite 205 BAYSIDE, NY 11361	NONE	PC	SUPPORT FOR HEALTHCARE AND GENERAL WELFARE	1,000
Tower Cancer Research Foundation 9090 Wilshire Blvd 350 BEVERLY HILLS, CA 90211	NONE	PC	SUPPORT FOR HEALTHCARE AND GENERAL WELFARE	1,000
Variety Boys & Girls Club 2530 Cincinnati Street LOS ANGELES, CA 90033	NONE	PC	SUPPORT FOR PROGRAM SERVICES	250
Young Musicians Foundation 244 South San Pedro Street SUITE 506 LOS ANGELES, CA 90012	NONE	PC	SUPPORT FOR THE ARTS AND PROGRAM SERVICES	10,000
Beverly Hills Firemen's Association 427 N Canon Drive 108 BEVERLY HILLS, CA 90210	NONE	PC	COMMUNITY SUPPORT TO THE ORGANIZATION	4,500
Total				366,298

Form **4562**
 Department of the Treasury
 Internal Revenue Service (99)

Depreciation and Amortization
 (Including Information on Listed Property)

OMB No 1545-0172
2013
 Attachment
 Sequence No **179**

▶ See separate instructions. ▶ Attach to your tax return.

Name(s) shown on return The Friars Charitable Foundation	Business or activity to which this form relates GENERAL DEPRECIATION	Identifying number 95-6047586
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Part I Election To Expense Certain Property Under Section 179
Note: If you have any listed property, complete Part V before you complete Part I.

1 Maximum amount (see instructions)	1	
2 Total cost of section 179 property placed in service (see instructions)	2	
3 Threshold cost of section 179 property before reduction in limitation (see instructions)	3	\$ 2,600,000
4 Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5 Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost
7 Listed property Enter the amount from line 29	7	
8 Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9 Tentative deduction Enter the smaller of line 5 or line 8	9	
10 Carryover of disallowed deduction from line 13 of your 2012 Form 4562	10	
11 Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12 Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13 Carryover of disallowed deduction to 2014 Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.) (See instructions.)

14 Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15 Property subject to section 168(f)(1) election	15	
16 Other depreciation (including ACRS)	16	340

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A

17 MACRS deductions for assets placed in service in tax years beginning before 2013	17	
18 If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>		

Section B—Assets Placed in Service During 2013 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2013 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (see instructions.)

21 Listed property Enter amount from line 28	21	
22 Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations—see instructions	22	340
23 For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.**

Section A—Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? Yes No
24b If "Yes," is the evidence written? Yes No
(a) Type of property (list vehicles first) (b) Date placed in service (c) Business/investment use percentage (d) Cost or other basis (e) Basis for depreciation (business/investment use only) (f) Recovery period (g) Method/Convention (h) Depreciation/deduction (i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions) 25
26 Property used more than 50% in a qualified business use
27 Property used 50% or less in a qualified business use
28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1 28
29 Add amounts in column (i), line 26 Enter here and on line 7, page 1 29

Section B—Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

30 Total business/investment miles driven during the year (do not include commuting miles)
31 Total commuting miles driven during the year
32 Total other personal(noncommuting) miles driven
33 Total miles driven during the year Add lines 30 through 32
34 Was the vehicle available for personal use during off-duty hours?
35 Was the vehicle used primarily by a more than 5% owner or related person?
36 Is another vehicle available for personal use?
(a) Vehicle 1 (b) Vehicle 2 (c) Vehicle 3 (d) Vehicle 4 (e) Vehicle 5 (f) Vehicle 6
Yes No Yes No Yes No Yes No Yes No Yes No

Section C—Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons (see instructions)

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners
39 Do you treat all use of vehicles by employees as personal use?
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of vehicles, and retain the information received?
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions)
Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles

Part VI Amortization

(a) Description of costs (b) Date amortization begins (c) Amortizable amount (d) Code section (e) Amortization period or percentage (f) Amortization for this year
42 Amortization of costs that begins during your 2013 tax year (see instructions)
43 Amortization of costs that began before your 2013 tax year 43
44 Total. Add amounts in column (f) See the instructions for where to report 44

TY 2013 Accounting Fees Schedule

Name: The Friars Charitable Foundation

EIN: 95-6047586

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BELINKOFF AND SIMON	8,780	3,512	4,390	878

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Depreciation Schedule

Name: The Friars Charitable Foundation

EIN: 95-6047586

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
OFFICE FURNITURE	2006-08-08	4,073	4,025	SL	7	48			
COMPUTER EQUIPMENT	2011-03-16	1,461	526	SL	5	292			

**TY 2013 Investments Corporate
Bonds Schedule**

Name: The Friars Charitable Foundation

EIN: 95-6047586

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CHARLES SCHWAB - COVE STREET	2,949,734	2,949,734

**TY 2013 Investments Corporate
Stock Schedule****Name:** The Friars Charitable Foundation**EIN:** 95-6047586

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CHARLES SCHWAB - COVE STREET	2,499,702	3,274,284

**TY 2013 Investments Government
Obligations Schedule**

Name: The Friars Charitable Foundation

EIN: 95-6047586

US Government Securities - End of Year Book Value:	352,874
US Government Securities - End of Year Fair Market Value:	352,874
State & Local Government Securities - End of Year Book Value:	261,262
State & Local Government Securities - End of Year Fair Market Value:	261,262

TY 2013 Investments - Land Schedule

Name: The Friars Charitable Foundation

EIN: 95-6047586

TY 2013 Investments - Other Schedule

Name: The Friars Charitable Foundation

EIN: 95-6047586

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
UNREALIZED APPRECIATION INV	FMV	774,582	

TY 2013 Land, Etc. Schedule

Name: The Friars Charitable Foundation

EIN: 95-6047586

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
OFFICE FURNITURE	4,073	4,073		
COMPUTER EQUIPMENT	1,461	818	643	

TY 2013 Other Assets Schedule

Name: The Friars Charitable Foundation

EIN: 95-6047586

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
SEC DEPOSITS -AVE OF STARS	4,306	0	0
SEC DEPOSITS -8383 WILSHIRE	0	1,752	1,752

TY 2013 Other Decreases Schedule

Name: The Friars Charitable Foundation

EIN: 95-6047586

Description	Amount
TAX BASED ON INVESTMENT INCOME	9,936
	224

TY 2013 Other Expenses Schedule

Name: The Friars Charitable Foundation

EIN: 95-6047586

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	2,871	1,148	1,436	287
OFFICE, MEETING, POSTAGE	2,820	1,136	1,404	280
CHILDREN HOLIDAY PROGRAM	17,032			17,032

TY 2013 Other Income Schedule

Name: The Friars Charitable Foundation

EIN: 95-6047586

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
DIVIDEND INCOME - CHARLES SCHWAB AND COMPANY			
INTEREST INCOME - PREFERRED BANK			

TY 2013 Other Increases Schedule

Name: The Friars Charitable Foundation

EIN: 95-6047586

Description	Amount
NET UNREALZED GAIN OR LOSS CHANGE	140,422

TY 2013 Other Liabilities Schedule

Name: The Friars Charitable Foundation

EIN: 95-6047586

Description	Beginning of Year - Book Value	End of Year - Book Value
TAX ON NET INVESTMENT INCOME PAYABLE	0	10,160

TY 2013 Other Professional Fees Schedule

Name: The Friars Charitable Foundation

EIN: 95-6047586

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	50,822	50,822		

TY 2013 Taxes Schedule

Name: The Friars Charitable Foundation

EIN: 95-6047586

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	1,532	612	767	153
PERSONAL PROPERTY TAX	26		26	
ATTORNEY GENERAL	125		125	
FRANCHISE TAX BOARD	20		20	

TY 2013 IRS Payment**Name:** The Friars Charitable Foundation**EIN:** 95-6047586**Type of Account:** Checking**Payment Amount in Dollars and** 10,160**Cents:****Requested Payment Date:** 2014-10-20**Taxpayer's Daytime Phone** (310) 479-1990**Number:**

The Friars Charitable Foundation
 Realized Gains and Losses
 From 07-01-2013 Through 06-30-2014

95-6047586

Open Date	Close Date	Quantity	Security	Proceeds	Cost Basis	Gain or Loss	
						Short Term	Long Term
9/5/2013	4/4/2014	1200	NeuStar Inc	\$ 38,575 08	\$ 60,940 27	\$ (22,365 19)	
10/28/2013	1/22/2014	1922	Target Corp	\$ 113,427 63	\$ 124,034 02	\$ (10,606 39)	
7/25/2013	6/2/2014	200000	Michigan State Strategic Fund 6 25% 6/1/14	\$ 200,000 00	\$ 208,286 00	\$ (8,286 00)	
11/12/2013	1/29/2014	300000	Coventry Health Care Inc 6 3% 08/15/14	\$ 308,230 00	\$ 312,822 00	\$ (4,592 00)	
2/12/2013	7/17/2013	200000	Ingersoll - Rand Global 6% 08/15/13	\$ 200,858 00	\$ 205,432 00	\$ (4,574 00)	
10/17/2013	3/10/2014	1700	Centurytel Inc	\$ 52,214 14	\$ 56,448 61	\$ (4,234 47)	
10/31/2013	4/4/2014	200	NeuStar Inc	\$ 6,429 18	\$ 9,010 91	\$ (2,581 73)	
1/8/2013	8/29/2013	43000	Cleveland Elec Illum Co 5 65% 12/15/13	\$ 43,682 71	\$ 44,936 72	\$ (1,254 01)	
1/16/2013	11/29/2013	100000	Dell Inc 2 1% 04/01/14	\$ 100,623 00	\$ 100,707 00	\$ (84 00)	
10/28/2013	10/28/2013	3569	Target Corp	\$ 231,137 27	\$ 230,321 24	\$ 816 03	
4/17/2013	10/3/2013	100	SPX Corp	\$ 8,430 90	\$ 7,328 28	\$ 1,102 62	
4/17/2013	11/12/2013	100	SPX Corp	\$ 9,401 99	\$ 7,328 28	\$ 2,073 71	
5/1/2013	2/10/2014	100	SPX Corp	\$ 9,741 34	\$ 6,909 02	\$ 2,832 32	
10/31/2012	9/12/2013	2000	Western Union Co	\$ 37,572 75	\$ 25,586 95	\$ 11,985 80	
4/17/2013	2/10/2014	500	SPX Corp	\$ 48,706 69	\$ 36,641 39	\$ 12,065 30	
10/15/2012	8/12/2013	1100	Hewlett-Packard Company	\$ 29,233 68	\$ 15,852 80	\$ 13,380 88	
11/15/2012	10/21/2013	1029	Crosstex Energy Inc	\$ 28,763 77	\$ 11,818 06	\$ 16,945 71	
11/5/2012	11/5/2013	3700	Corning Inc	\$ 61,602 38	\$ 43,587 55	\$ 18,014 83	
11/16/2012	10/21/2013	3271	Crosstex Energy Inc	\$ 91,434 70	\$ 37,584 56	\$ 53,850 14	
Total Short Term Gains (Losses)				\$ 1,620,065 21	\$ 1,545,575 66	\$ 74,489 55	
12/6/2011	10/1/2013	100000	Airgas 2 85% 10/01/13	\$ 100,000 00	\$ 102,870 00	\$ (2,870 00)	
5/7/2012	1/14/2014	500	American International Group Inc	\$ 25,913 59	\$ 15,433 00	\$ 10,480 59	
5/8/2012	1/14/2014	100	American International Group Inc	\$ 5,182 72	\$ 3,221 35	\$ 1,961 37	
3/15/2012	1/14/2014	500	Capital One Financial Corporation	\$ 38,718 38	\$ 26,460 89	\$ 12,257 49	
11/28/2011	9/24/2013	800	Chesapeake Energy Corporation	\$ 20,967 49	\$ 18,681 85	\$ 2,285 64	
12/5/2011	6/16/2014	350	Covidien PLC	\$ 31,922 36	\$ 14,476 62	\$ 17,445 74	
6/1/2012	6/16/2014	650	Covidien PLC	\$ 59,284 37	\$ 30,282 54	\$ 29,001 83	
5/17/2012	8/26/2013	100000	Donnelley R R & Sons Co 5 500% Due 05-15-15	\$ 104,494 22	\$ 102,240 00	\$ 2,254 22	

The Friars Charitable Foundation
 Realized Gains and Losses
 From 07-01-2013 Through 06-30-2014

95-6047586

Open Date	Close Date	Quantity	Security	Proceeds	Cost Basis	Gain or Loss	
						Short Term	Long Term
7/17/2012	8/26/2013	72000	Donnelley R R & Sons Co 5 500% Due 05-15-15	\$ 75,235 83	\$ 74,160 00		\$ 1,075 83
1/11/2011	12/18/2013	6000	Fed Natl Mtg 0 75% 12/18/13	\$ 6,000 00	\$ 5,930 82		\$ 69 18
2/11/2011	7/15/2013	149	FHLMC 4 500% Due 02-01-41	\$ 149 09	\$ 150 13		\$ (1 04)
2/11/2011	8/15/2013	139	FHLMC 4 500% Due 02-01-41	\$ 139 20	\$ 140 17		\$ (0 97)
2/11/2011	10/15/2013	60	FHLMC 4 500% Due 02-01-41	\$ 60 50	\$ 60 92		\$ (0 42)
2/7/2011	7/15/2013	127	FHLMC 5 500% Due 03-01-40	\$ 127 27	\$ 136 68		\$ (9 41)
2/7/2011	8/15/2013	138	FHLMC 5 500% Due 03-01-40	\$ 137 91	\$ 148 10		\$ (10 19)
2/7/2011	10/15/2013	82	FHLMC 5 500% Due 03-01-40	\$ 81 78	\$ 87 83		\$ (6 05)
2/7/2011	11/15/2013	94	FHLMC 5 500% Due 03-01-40	\$ 94 23	\$ 101 20		\$ (6 97)
2/7/2011	12/15/2013	79	FHLMC 5 500% Due 03-01-40	\$ 79 42	\$ 85 29		\$ (5 87)
2/7/2011	1/15/2014	65	FHLMC 5 500% Due 03-01-40	\$ 65 26	\$ 70 08		\$ (4 82)
2/7/2011	2/15/2014	55	FHLMC 5 500% Due 03-01-40	\$ 55 33	\$ 59 42		\$ (4 09)
2/7/2011	3/15/2014	42	FHLMC 5 500% Due 03-01-40	\$ 42 08	\$ 45 19		\$ (3 11)
2/7/2011	4/15/2014	50	FHLMC 5 500% Due 03-01-40	\$ 49 61	\$ 53 28		\$ (3 67)
2/7/2011	5/15/2014	41	FHLMC 5 500% Due 03-01-40	\$ 40 52	\$ 43 52		\$ (3 00)
2/7/2011	6/16/2014	34	FHLMC 5 500% Due 03-01-40	\$ 33 71	\$ 36 20		\$ (2 49)
9/24/2010	8/15/2013	142	FHLMC 5 500% Due 11-01-37	\$ 142 49	\$ 154 18		\$ (11 69)
10/27/2010	8/15/2013	3	FHLMC 5 500% Due 11-01-37	\$ 2 90	\$ 3 14		\$ (0 24)
9/24/2010	9/15/2013	117	FHLMC 5 500% Due 11-01-37	\$ 116 53	\$ 126 09		\$ (9 56)
10/27/2010	9/15/2013	2	FHLMC 5 500% Due 11-01-37	\$ 2 37	\$ 2 57		\$ (0 20)
2/7/2011	9/15/2013	109	FHLMC 5 500% Due 11-01-37	\$ 109 15	\$ 117 22		\$ (8 07)
9/24/2010	11/15/2013	87	FHLMC 5 500% Due 11-01-37	\$ 86 52	\$ 93 62		\$ (7 10)
10/27/2010	11/15/2013	2	FHLMC 5 500% Due 11-01-37	\$ 1 76	\$ 1 91		\$ (0 15)
9/24/2010	12/15/2013	68	FHLMC 5 500% Due 11-01-37	\$ 68 06	\$ 73 65		\$ (5 59)
10/27/2010	12/15/2013	1	FHLMC 5 500% Due 11-01-37	\$ 1 39	\$ 1 50		\$ (0 11)
9/24/2010	1/15/2014	78	FHLMC 5 500% Due 11-01-37	\$ 78 10	\$ 84 51		\$ (6 41)
10/27/2010	1/15/2014	2	FHLMC 5 500% Due 11-01-37	\$ 1 59	\$ 1 72		\$ (0 13)
9/24/2010	2/15/2014	57	FHLMC 5 500% Due 11-01-37	\$ 57 35	\$ 62 06		\$ (4 71)
10/27/2010	2/15/2014	1	FHLMC 5 500% Due 11-01-37	\$ 1 17	\$ 1 26		\$ (0 09)
9/24/2010	3/15/2014	39	FHLMC 5 500% Due 11-01-37	\$ 39 09	\$ 42 30		\$ (3 21)
10/27/2010	3/15/2014	1	FHLMC 5 500% Due 11-01-37	\$ 0 80	\$ 0 86		\$ (0 06)

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9/24/2010	4/15/2014	48	FHLMC 5 500% Due 11-01-37	\$ 47 76	\$ 51 68		\$ (3 92)
10/27/2010	4/15/2014	1	FHLMC 5 500% Due 11-01-37	\$ 0 97	\$ 1 05		\$ (0 08)
9/24/2010	5/15/2014	46	FHLMC 5 500% Due 11-01-37	\$ 46 40	\$ 50 21		\$ (3 81)
10/27/2010	5/15/2014	1	FHLMC 5 500% Due 11-01-37	\$ 0 95	\$ 1 02		\$ (0 07)
9/24/2010	6/16/2014	41	FHLMC 5 500% Due 11-01-37	\$ 41 22	\$ 44 60		\$ (3 38)
2/9/2011	7/25/2013	99	FNMA 4 500% Due 02-01-41	\$ 98 51	\$ 99 32		\$ (0 81)
3/2/2011	7/25/2013	65	FNMA 4 500% Due 02-01-41	\$ 64 75	\$ 66 04		\$ (1 29)
2/9/2011	8/25/2013	130	FNMA 4 500% Due 02-01-41	\$ 129 67	\$ 130 74		\$ (1 07)
3/2/2011	8/25/2013	56	FNMA 4 500% Due 02-01-41	\$ 56 07	\$ 57 19		\$ (1 12)
2/11/2011	9/15/2013	77	FNMA 4 500% Due 02-01-41	\$ 76 84	\$ 77 38		\$ (0 54)
2/9/2011	9/25/2013	83	FNMA 4 500% Due 02-01-41	\$ 83 16	\$ 83 84		\$ (0 68)
3/2/2011	9/25/2013	38	FNMA 4 500% Due 02-01-41	\$ 37 77	\$ 38 52		\$ (0 75)
2/9/2011	10/25/2013	47	FNMA 4 500% Due 02-01-41	\$ 47 04	\$ 47 43		\$ (0 39)
3/2/2011	10/25/2013	31	FNMA 4 500% Due 02-01-41	\$ 30 91	\$ 31 53		\$ (0 62)
2/11/2011	11/15/2013	39	FNMA 4 500% Due 02-01-41	\$ 39 11	\$ 39 38		\$ (0 27)
2/9/2011	11/25/2013	32	FNMA 4 500% Due 02-01-41	\$ 31 59	\$ 31 85		\$ (0 26)
3/2/2011	11/25/2013	27	FNMA 4 500% Due 02-01-41	\$ 26 85	\$ 27 39		\$ (0 54)
2/11/2011	12/15/2013	40	FNMA 4 500% Due 02-01-41	\$ 40 30	\$ 40 58		\$ (0 28)
2/9/2011	12/25/2013	31	FNMA 4 500% Due 02-01-41	\$ 31 48	\$ 31 74		\$ (0 26)
3/2/2011	12/25/2013	17	FNMA 4 500% Due 02-01-41	\$ 17 02	\$ 17 37		\$ (0 35)
10/7/2011	12/25/2013	11	FNMA 4 500% Due 02-01-41	\$ 10 92	\$ 11 52		\$ (0 60)
2/11/2011	1/15/2014	62	FNMA 4 500% Due 02-01-41	\$ 62 22	\$ 62 65		\$ (0 43)
2/9/2011	1/25/2014	35	FNMA 4 500% Due 02-01-41	\$ 34 71	\$ 35 00		\$ (0 29)
3/2/2011	1/25/2014	21	FNMA 4 500% Due 02-01-41	\$ 21 11	\$ 21 53		\$ (0 42)
2/11/2011	2/15/2014	39	FNMA 4 500% Due 02-01-41	\$ 39 19	\$ 39 46		\$ (0 27)
2/9/2011	2/25/2014	35	FNMA 4 500% Due 02-01-41	\$ 35 17	\$ 35 46		\$ (0 29)
3/2/2011	2/25/2014	14	FNMA 4 500% Due 02-01-41	\$ 14 07	\$ 14 35		\$ (0 28)
2/11/2011	3/15/2014	33	FNMA 4 500% Due 02-01-41	\$ 32 67	\$ 32 90		\$ (0 23)
2/9/2011	3/25/2014	35	FNMA 4 500% Due 02-01-41	\$ 35 02	\$ 35 31		\$ (0 29)
3/2/2011	3/25/2014	22	FNMA 4 500% Due 02-01-41	\$ 21 53	\$ 21 96		\$ (0 43)
2/11/2011	4/15/2014	33	FNMA 4 500% Due 02-01-41	\$ 33 17	\$ 33 40		\$ (0 23)

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3/2/2011	4/25/2014	14	FNMA 4 500% Due 02-01-41	\$ 13 80	\$ 14 08		\$ (0 28)
2/9/2011	4/25/2014	36	FNMA 4 500% Due 02-01-41	\$ 35 65	\$ 35 94		\$ (0 29)
2/11/2011	5/15/2014	27	FNMA 4 500% Due 02-01-41	\$ 27 29	\$ 27 48		\$ (0 19)
3/2/2011	5/27/2014	18	FNMA 4 500% Due 02-01-41	\$ 18 41	\$ 18 78		\$ (0 37)
2/9/2011	5/27/2014	50	FNMA 4 500% Due 02-01-41	\$ 50 06	\$ 50 47		\$ (0 41)
2/11/2011	6/16/2014	70	FNMA 4 500% Due 02-01-41	\$ 69 97	\$ 70 46		\$ (0 49)
3/2/2011	6/25/2014	26	FNMA 4 500% Due 02-01-41	\$ 26 29	\$ 26 81		\$ (0 52)
2/9/2011	6/25/2014	51	FNMA 4 500% Due 02-01-41	\$ 50 97	\$ 51 39		\$ (0 42)
10/7/2011	7/25/2013	35	FNMA 4 500% Due 05-01-41	\$ 34 61	\$ 36 51		\$ (1 90)
10/7/2011	8/26/2013	28	FNMA 4 500% Due 05-01-41	\$ 28 21	\$ 29 76		\$ (1 55)
10/7/2011	9/25/2013	23	FNMA 4 500% Due 05-01-41	\$ 22 56	\$ 23 80		\$ (1 24)
10/7/2011	10/25/2013	15	FNMA 4 500% Due 05-01-41	\$ 15 17	\$ 16 00		\$ (0 83)
10/7/2011	11/25/2013	11	FNMA 4 500% Due 05-01-41	\$ 11 30	\$ 11 92		\$ (0 62)
10/7/2011	1/25/2014	13	FNMA 4 500% Due 05-01-41	\$ 13 42	\$ 14 16		\$ (0 74)
10/7/2011	2/25/2014	8	FNMA 4 500% Due 05-01-41	\$ 7 99	\$ 8 43		\$ (0 44)
10/7/2011	3/25/2014	9	FNMA 4 500% Due 05-01-41	\$ 9 23	\$ 9 74		\$ (0 51)
10/7/2011	4/25/2014	10	FNMA 4 500% Due 05-01-41	\$ 10 34	\$ 10 91		\$ (0 57)
9/24/2010	4/25/2014	71	FNMA 4 500% Due 05-01-41	\$ 70 62	\$ 77 96		\$ (7 34)
10/7/2011	5/27/2014	9	FNMA 4 500% Due 05-01-41	\$ 9 11	\$ 9 61		\$ (0 50)
10/7/2011	6/25/2014	11	FNMA 4 500% Due 05-01-41	\$ 11 45	\$ 12 08		\$ (0 63)
2/2/2011	7/25/2013	156	FNMA 4 500% Due 08-01-40	\$ 155 65	\$ 158 43		\$ (2 78)
2/2/2011	8/25/2013	106	FNMA 4 500% Due 08-01-40	\$ 106 11	\$ 108 00		\$ (1 89)
2/2/2011	9/25/2013	83	FNMA 4 500% Due 08-01-40	\$ 82 57	\$ 84 04		\$ (1 47)
2/2/2011	10/25/2013	22	FNMA 4 500% Due 08-01-40	\$ 22 26	\$ 22 66		\$ (0 40)
2/2/2011	11/25/2013	27	FNMA 4 500% Due 08-01-40	\$ 27 19	\$ 27 67		\$ (0 48)
2/2/2011	12/25/2013	32	FNMA 4 500% Due 08-01-40	\$ 32 23	\$ 32 80		\$ (0 57)
2/2/2011	1/25/2014	32	FNMA 4 500% Due 08-01-40	\$ 31 69	\$ 32 26		\$ (0 57)
2/2/2011	2/25/2014	38	FNMA 4 500% Due 08-01-40	\$ 37 86	\$ 38 54		\$ (0 68)
2/2/2011	3/25/2014	21	FNMA 4 500% Due 08-01-40	\$ 20 64	\$ 21 01		\$ (0 37)
2/2/2011	4/25/2014	31	FNMA 4 500% Due 08-01-40	\$ 31 12	\$ 31 67		\$ (0 55)
2/2/2011	5/27/2014	60	FNMA 4 500% Due 08-01-40	\$ 59 59	\$ 60 65		\$ (1 06)

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2/2/2011	6/25/2014	55	FNMA 4 500% Due 08-01-40	\$ 55 25	\$ 56 24		\$ (0 99)
10/11/2011	7/25/2013	51	FNMA 5 000% Due 01-01-39	\$ 50 60	\$ 54 34		\$ (3 74)
10/11/2011	8/26/2013	120	FNMA 5 000% Due 01-01-39	\$ 120 17	\$ 129 05		\$ (8 88)
10/11/2011	9/25/2013	146	FNMA 5 000% Due 01-01-39	\$ 146 29	\$ 157 10		\$ (10 81)
10/11/2011	10/25/2013	62	FNMA 5 000% Due 01-01-39	\$ 61 61	\$ 66 16		\$ (4 55)
10/11/2011	11/25/2013	55	FNMA 5 000% Due 01-01-39	\$ 54 74	\$ 58 79		\$ (4 05)
10/11/2011	12/25/2013	29	FNMA 5 000% Due 01-01-39	\$ 28 73	\$ 30 85		\$ (2 12)
10/11/2011	1/25/2014	38	FNMA 5 000% Due 01-01-39	\$ 37 59	\$ 40 37		\$ (2 78)
10/11/2011	2/25/2014	28	FNMA 5 000% Due 01-01-39	\$ 28 46	\$ 30 56		\$ (2 10)
10/11/2011	3/25/2014	8	FNMA 5 000% Due 01-01-39	\$ 8 40	\$ 9 02		\$ (0 62)
10/11/2011	4/25/2014	22	FNMA 5 000% Due 01-01-39	\$ 22 14	\$ 23 78		\$ (1 64)
10/11/2011	5/27/2014	73	FNMA 5 000% Due 01-01-39	\$ 73 11	\$ 78 51		\$ (5 40)
10/11/2011	6/25/2014	34	FNMA 5 000% Due 01-01-39	\$ 34 30	\$ 36 83		\$ (2 53)
9/24/2010	7/25/2013	107	FNMA 5 000% Due 02-01-36	\$ 106 53	\$ 115 12		\$ (8 59)
9/29/2010	7/25/2013	29	FNMA 5 000% Due 02-01-36	\$ 28 91	\$ 31 18		\$ (2 27)
11/10/2010	7/25/2013	10	FNMA 5 000% Due 02-01-36	\$ 9 64	\$ 10 39		\$ (0 75)
12/8/2010	7/25/2013	4	FNMA 5 000% Due 02-01-36	\$ 4 06	\$ 4 38		\$ (0 32)
9/24/2010	8/26/2013	98	FNMA 5 000% Due 02-01-36	\$ 98 12	\$ 106 04		\$ (7 92)
9/29/2010	8/26/2013	27	FNMA 5 000% Due 02-01-36	\$ 26 63	\$ 28 72		\$ (2 09)
11/10/2010	8/26/2013	9	FNMA 5 000% Due 02-01-36	\$ 8 88	\$ 9 57		\$ (0 69)
12/8/2010	8/26/2013	4	FNMA 5 000% Due 02-01-36	\$ 3 74	\$ 4 03		\$ (0 29)
9/24/2010	9/25/2013	88	FNMA 5 000% Due 02-01-36	\$ 88 14	\$ 95 25		\$ (7 11)
9/29/2010	9/25/2013	24	FNMA 5 000% Due 02-01-36	\$ 23 92	\$ 25 80		\$ (1 88)
11/10/2010	9/25/2013	8	FNMA 5 000% Due 02-01-36	\$ 7 97	\$ 8 60		\$ (0 63)
12/8/2010	9/25/2013	3	FNMA 5 000% Due 02-01-36	\$ 3 37	\$ 3 62		\$ (0 25)
9/24/2010	10/25/2013	65	FNMA 5 000% Due 02-01-36	\$ 64 88	\$ 70 11		\$ (5 23)
9/29/2010	10/25/2013	18	FNMA 5 000% Due 02-01-36	\$ 17 61	\$ 18 99		\$ (1 38)
11/10/2010	10/25/2013	6	FNMA 5 000% Due 02-01-36	\$ 5 87	\$ 6 33		\$ (0 46)
12/8/2010	10/25/2013	2	FNMA 5 000% Due 02-01-36	\$ 2 47	\$ 2 67		\$ (0 20)
9/24/2010	11/25/2013	53	FNMA 5 000% Due 02-01-36	\$ 53 34	\$ 57 64		\$ (4 30)
9/29/2010	11/25/2013	14	FNMA 5 000% Due 02-01-36	\$ 14 48	\$ 15 61		\$ (1 13)

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11/10/2010	11/25/2013	5	FNMA 5 000% Due 02-01-36	\$ 4 83	\$ 5 20		\$ (0 37)
12/8/2010	11/25/2013	2	FNMA 5 000% Due 02-01-36	\$ 2 02	\$ 2 19		\$ (0 17)
9/24/2010	12/25/2013	44	FNMA 5 000% Due 02-01-36	\$ 43 90	\$ 47 44		\$ (3 54)
9/29/2010	12/25/2013	12	FNMA 5 000% Due 02-01-36	\$ 11 92	\$ 12 85		\$ (0 93)
11/10/2010	12/25/2013	4	FNMA 5 000% Due 02-01-36	\$ 3 97	\$ 4 28		\$ (0 31)
12/8/2010	12/25/2013	2	FNMA 5 000% Due 02-01-36	\$ 1 67	\$ 1 80		\$ (0 13)
9/24/2010	1/25/2014	44	FNMA 5 000% Due 02-01-36	\$ 44 39	\$ 47 97		\$ (3 58)
9/29/2010	1/25/2014	12	FNMA 5 000% Due 02-01-36	\$ 12 05	\$ 12 99		\$ (0 94)
11/10/2010	1/25/2014	4	FNMA 5 000% Due 02-01-36	\$ 4 02	\$ 4 33		\$ (0 31)
12/8/2010	1/25/2014	2	FNMA 5 000% Due 02-01-36	\$ 1 68	\$ 1 82		\$ (0 14)
9/24/2010	2/25/2014	34	FNMA 5 000% Due 02-01-36	\$ 34 50	\$ 37 28		\$ (2 78)
9/29/2010	2/25/2014	9	FNMA 5 000% Due 02-01-36	\$ 9 36	\$ 10 10		\$ (0 74)
11/10/2010	2/25/2014	3	FNMA 5 000% Due 02-01-36	\$ 3 12	\$ 3 37		\$ (0 25)
12/8/2010	2/25/2014	1	FNMA 5 000% Due 02-01-36	\$ 1 32	\$ 1 42		\$ (0 10)
9/24/2010	4/25/2014	32	FNMA 5 000% Due 02-01-36	\$ 32 47	\$ 35 09		\$ (2 62)
9/29/2010	4/25/2014	9	FNMA 5 000% Due 02-01-36	\$ 8 81	\$ 9 50		\$ (0 69)
11/10/2010	4/25/2014	3	FNMA 5 000% Due 02-01-36	\$ 2 94	\$ 3 17		\$ (0 23)
12/8/2010	4/25/2014	1	FNMA 5 000% Due 02-01-36	\$ 1 24	\$ 1 33		\$ (0 09)
9/24/2010	5/27/2014	46	FNMA 5 000% Due 02-01-36	\$ 46 01	\$ 49 72		\$ (3 71)
9/24/2010	6/25/2014	50	FNMA 5 000% Due 02-01-36	\$ 49 68	\$ 53 69		\$ (4 01)
7/11/2011	8/26/2013	28	FNMA 5 500% Due 05-01-34	\$ 27 54	\$ 30 28		\$ (2 74)
7/11/2011	9/25/2013	78	FNMA 5 500% Due 05-01-34	\$ 78 10	\$ 85 88		\$ (7 78)
7/11/2011	10/25/2013	23	FNMA 5 500% Due 05-01-34	\$ 22 87	\$ 25 15		\$ (2 28)
7/11/2011	11/25/2013	20	FNMA 5 500% Due 05-01-34	\$ 19 72	\$ 21 68		\$ (1 96)
7/11/2011	5/27/2014	20	FNMA 5 500% Due 05-01-34	\$ 20 03	\$ 22 03		\$ (2 00)
4/19/2011	7/25/2013	84	FNMA 5 500% Due 12-01-35	\$ 83 79	\$ 91 22		\$ (7 43)
4/19/2011	8/25/2013	83	FNMA 5 500% Due 12-01-35	\$ 83 30	\$ 90 69		\$ (7 39)
4/19/2011	9/25/2013	71	FNMA 5 500% Due 12-01-35	\$ 70 51	\$ 76 77		\$ (6 26)
4/19/2011	10/25/2013	60	FNMA 5 500% Due 12-01-35	\$ 60 50	\$ 65 87		\$ (5 37)
4/19/2011	11/25/2013	62	FNMA 5 500% Due 12-01-35	\$ 62 24	\$ 67 76		\$ (5 52)
4/19/2011	12/25/2013	48	FNMA 5 500% Due 12-01-35	\$ 47 62	\$ 51 84		\$ (4 22)

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4/19/2011	1/25/2014	42	FNMA 5 500% Due 12-01-35	\$ 42 27	\$ 46 02		\$ (3 75)
4/19/2011	2/25/2014	39	FNMA 5 500% Due 12-01-35	\$ 39 10	\$ 42 57		\$ (3 47)
4/19/2011	3/25/2014	33	FNMA 5 500% Due 12-01-35	\$ 33 27	\$ 36 22		\$ (2 95)
4/19/2011	4/25/2014	35	FNMA 5 500% Due 12-01-35	\$ 34 90	\$ 38 00		\$ (3 10)
4/19/2011	5/27/2014	34	FNMA 5 500% Due 12-01-35	\$ 34 04	\$ 37 06		\$ (3 02)
4/19/2011	6/25/2014	33	FNMA 5 500% Due 12-01-35	\$ 32 87	\$ 35 79		\$ (2 92)
9/24/2010	7/25/2013	208	FNMA 6 000% Due 11-01-38	\$ 207 57	\$ 229 13		\$ (21 56)
9/24/2010	8/26/2013	198	FNMA 6 000% Due 11-01-38	\$ 198 32	\$ 218 92		\$ (20 60)
9/24/2010	9/25/2013	218	FNMA 6 000% Due 11-01-38	\$ 218 14	\$ 240 80		\$ (22 66)
9/24/2010	10/25/2013	118	FNMA 6 000% Due 11-01-38	\$ 118 12	\$ 130 39		\$ (12 27)
9/24/2010	11/25/2013	113	FNMA 6 000% Due 11-01-38	\$ 112 78	\$ 124 49		\$ (11 71)
9/24/2010	12/25/2013	89	FNMA 6 000% Due 11-01-38	\$ 89 41	\$ 98 70		\$ (9 29)
9/24/2010	1/25/2014	84	FNMA 6 000% Due 11-01-38	\$ 83 77	\$ 92 47		\$ (8 70)
9/24/2010	2/25/2014	70	FNMA 6 000% Due 11-01-38	\$ 70 47	\$ 77 79		\$ (7 32)
9/24/2010	3/25/2014	78	FNMA 6 000% Due 11-01-38	\$ 78 31	\$ 86 44		\$ (8 13)
9/24/2010	5/27/2014	60	FNMA 6 000% Due 11-01-38	\$ 59 64	\$ 65 83		\$ (6 19)
9/24/2010	6/25/2014	67	FNMA 6 000% Due 11-01-38	\$ 66 86	\$ 73 80		\$ (6 94)
7/11/2011	7/25/2013	25	FNMA5 500% Due 05-01-34	\$ 24 95	\$ 27 44		\$ (2 49)
7/11/2011	12/25/2013	34	FNMA5 500% Due 05-01-34	\$ 33 55	\$ 36 89		\$ (3 34)
7/11/2011	1/25/2014	19	FNMA5 500% Due 05-01-34	\$ 19 37	\$ 21 30		\$ (1 93)
7/11/2011	2/25/2014	22	FNMA5 500% Due 05-01-34	\$ 22 21	\$ 24 42		\$ (2 21)
7/11/2011	3/25/2014	21	FNMA5 500% Due 05-01-34	\$ 20 93	\$ 23 02		\$ (2 09)
7/11/2011	4/25/2014	4	FNMA5 500% Due 05-01-34	\$ 4 43	\$ 4 87		\$ (0 44)
7/11/2011	6/25/2014	29	FNMA5 500% Due 05-01-34	\$ 29 01	\$ 31 90		\$ (2 89)
11/22/2011	8/12/2013	1100	Hewlett-Packard Company	\$ 29,233 67	\$ 28,734 84		\$ 498 83
6/29/2012	3/10/2014	125000	JC Penney Corp 6 875% 10/15/15	\$ 120,062 50	\$ 125,937 50		\$ (5,875 00)
1/18/2011	1/14/2014	310	Liberty Interactive Corporation	\$ 8,685 10	\$ 4,346 08		\$ 4,339 02
11/22/2011	1/14/2014	1790	Liberty Interactive Corporation	\$ 50,149 45	\$ 24,271 42		\$ 25,878 03
11/29/2011	7/26/2013	2000	Macquarie Infrastructure Company LLC	\$ 112,658 29	\$ 51,408 95		\$ 61,249 34
12/5/2011	7/10/2013	44	Mallinckrodt PLC	\$ 1,858 19	\$ 1,386 88		\$ 471 31
6/1/2012	7/10/2013	81	Mallinckrodt PLC	\$ 3,420 77	\$ 2,901 11		\$ 519 66

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6/1/2012	11/1/2013	250000	National Rural 1 125% 11/01/13	\$ 250,000 00	\$ 251,725 00		\$ (1,725 00)
1/3/2012	8/21/2013	50	Pioneer Natural Resources Co	\$ 8,342 45	\$ 4,587 02		\$ 3,755 43
1/3/2012	10/16/2013	100	Pioneer Natural Resources Co	\$ 21,356 11	\$ 9,174 04		\$ 12,182 07
1/3/2012	11/5/2013	50	Pioneer Natural Resources Co	\$ 10,600 08	\$ 4,587 02		\$ 6,013 06
6/22/2012	11/5/2013	200	Pioneer Natural Resources Co	\$ 42,400 30	\$ 16,173 53		\$ 26,226 77
11/29/2011	8/16/2013	3500	Star Gas Partners L P	\$ 16,853 06	\$ 17,380 98		\$ (527 92)
11/29/2011	8/19/2013	6500	Star Gas Partners L P	\$ 30,747 09	\$ 32,278 97		\$ (1,531 88)
6/1/2012	8/19/2013	2500	Star Gas Partners L P	\$ 11,825 81	\$ 9,808 45		\$ 2,017 36
6/14/2012	8/19/2013	994	Star Gas Partners L P	\$ 4,701 94	\$ 3,925 52		\$ 776 42
6/14/2012	8/21/2013	2306	Star Gas Partners L P	\$ 11,185 73	\$ 9,106 90		\$ 2,078 83
6/18/2012	8/21/2013	5780	Star Gas Partners L P	\$ 28,037 10	\$ 23,399 02		\$ 4,638 08
6/18/2012	8/22/2013	3420	Star Gas Partners L P	\$ 16,577 76	\$ 13,845 09		\$ 2,732 67
11/22/2011	1/14/2014	600	The Bank of New York Mellon Corporation	\$ 20,235 30	\$ 10,982 38		\$ 9,252 92
1/3/2012	10/31/2013	400	The Boeing Company	\$ 51,987 35	\$ 29,959 35		\$ 22,028 00
9/26/2012	4/3/2014	100000	Viacom Inc 4 375% 09/15/14	\$ 101,772 89	\$ 107,074 00		\$ (5,301 11)
1/10/2012	1/14/2014	30	Wells Fargo & Co New Perp Pfd	\$ 34,177 86	\$ 32,602 05		\$ 1,575 81
6/8/2012	7/22/2013	3100	Western Union Co	\$ 53,853 72	\$ 50,256 85		\$ 3,596 87
6/28/2012	7/22/2013	1100	Western Union Co	\$ 19,109 38	\$ 18,042 84		\$ 1,066 54
6/28/2012	9/12/2013	1900	Western Union Co	\$ 35,694 12	\$ 31,164 91		\$ 4,529 21
Total Short Term Gains (Losses)				\$ 1,571,402 03	\$ 1,317,493 41		\$ 253,908 62
Total Short and Long Term Gains (Losses)				\$ 3,191,467 24	\$ 2,863,069 07	\$ 74,489 55	\$ 253,908 62