Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning 9/1/2013, and ending 8/31/2014

Name of foundation: ELLIOTT HERFORD N TR U/DEED

A Employer identification number: 22-3216666

Number and street (or P O box number if mail is not delivered to street address): BNY Mellon, N A - P O BOX 185 Room/suite

B Telephone number (see instructions): (617) 722-7772

City or town: Pittsburgh State: PA ZIP code: 15230-0185

Foreign country name Foreign province/state/county Foreign postal code

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 4,559,732

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

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

		(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 ▶ ☒ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	94,691	94,996		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	252,940			
b	Gross sales price for all assets on line 6a 1,019,101				
7	Capital gain net income (from Part IV, line 2)		252,940		
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	347,631	347,936	0	
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	35,492	21,295		14,197
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	11,034	789		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	35			35
24	**Total operating and administrative expenses.** Add lines 13 through 23	46,561	22,084	0	14,232
25	Contributions, gifts, grants paid	204,795			204,795
26	**Total expenses and disbursements.** Add lines 24 and 25	251,356	22,084	0	219,027
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	96,275			
b	**Net investment income** (if negative, enter -0-)		325,852		
c	**Adjusted net income** (if negative, enter -0-)			0	

SCANNED JAN 27 2015

ENVELOPE POSTMARK DATE JAN 09 2015

For Paperwork Reduction Act Notice, see instructions.
HTA

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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	52,331	24,914	24,914
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	3,671,644	3,795,879	4,534,818
	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)	3,723,975	3,820,793	4,559,732
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	3,723,975	3,820,793	
	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)	3,723,975	3,820,793	
	31	**Total liabilities and net assets/fund balances** (see instructions)	3,723,975	3,820,793	

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	3,723,975
2	Enter amount from Part I, line 27a	2	96,275
3	Other increases not included in line 2 (itemize) ▶ GAIN ON PY SALES SETTLED IN CY	3	849
4	Add lines 1, 2, and 3	4	3,821,099
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	306
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,820,793

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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				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	252,940
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	207,301	4,006,365	0 051743
2011	180,903	3,631,112	0 049820
2010	194,160	3,576,720	0 054284
2009	206,894	3,280,359	0 063071
2008			0 000000

2	**Total** of line 1, column (d)	2	0 218918
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 054730
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	4,347,666
5	Multiply line 4 by line 3	5	237,948
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,259
7	Add lines 5 and 6	7	241,207
8	Enter qualifying distributions from Part XII, line 4	8	219,027

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______________ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	6,517
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	6,517
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	6,517
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 6,494		
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	6,494
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	23
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	0
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ | **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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	If the answer is "Yes" to **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶$ ________ **(2)** On foundation managers ▶$ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶$ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ▶ N/A			
14	The books are in care of ▶ BNY MELLON, N A Telephone no ▶ (617) 722-7772			
	Located at ▶ P O BOX 185, PITTSBURGH, PA ZIP+4 ▶ 15230-0185			
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?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

	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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 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? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a	During the year did the foundation pay or incur any amount to				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?		**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	☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		**6b**		X
	If "Yes" to 6b, file Form 8870				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		**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
BNY Mellon, N A P O BOX 185 Pittsburgh, PA 15230-0185	TRUSTEE SEE ATTACHED	45,231	NONE	NONE
BNY Mellon, N A P O BOX 185 Pittsburgh, PA 15230-0185	FEE REIMBURSEMENT	-9,739	N/A	N/A

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 ▶				NONE

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 ▶		NONE

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 ▶	NONE

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	4,383,716
b	Average of monthly cash balances	1b	30,158
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	4,413,874
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	4,413,874
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	66,208
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,347,666
6	**Minimum investment return.** Enter 5% of line 5	6	217,383

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	217,383
2a	Tax on investment income for 2013 from Part VI, line 5	2a	6,517		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	6,517
3	Distributable amount before adjustments Subtract line 2c from line 1			3	210,866
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	210,866
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	210,866

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	219,027
b	Program-related investments—total from Part IX-B	1b	NONE
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	219,027
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	219,027

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					210,866
2	Undistributed income, if any, as of the end of 2013					
a	Enter amount for 2012 only				0	
b	Total for prior years 20____, 20____, 20____					
3	Excess distributions carryover, if any, to 2013					
a	From 2008					
b	From 2009	45,008				
c	From 2010	20,309				
d	From 2011	2,089				
e	From 2012	13,477				
f	**Total** of lines 3a through e		80,883			
4	Qualifying distributions for 2013 from Part XII, line 4 ► $ 219,027					
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					210,866
e	Remaining amount distributed out of corpus		8,161			
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		89,044			
b	Prior years' undistributed income Subtract line 4b from line 2b			0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d	Subtract line 6c from line 6b Taxable amount—see instructions					
e	Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				0	
f	Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014					0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)					
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		89,044			
10	Analysis of line 9					
a	Excess from 2009	45,008				
b	Excess from 2010	20,309				
c	Excess from 2011	2,089				
d	Excess from 2012	13,477				
e	Excess from 2013	8,161				

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)

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					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

NOT APPLICABLE

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

NOT APPLICABLE

c Any submission deadlines

NOT APPLICABLE

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

NOT APPLICABLE

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Attached Statement				
Total			▶ **3a**	204,795
b *Approved for future payment*				
NONE				
Total			▶ **3b**	NONE

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	94,691	
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	252,940	
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		347,631	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 347,631

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	NOT APPLICABLE

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		NOT APPLICABLE	

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

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee: [signature] Date: 12/4/2014 Title: VICE PRESIDENT

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
Shawn P Hanlon	[signature]	12/4/2014		P00965923
Firm's name ▶ PRICEWATERHOUSECOOPERS LLP		Firm's EIN ▶ 13-4008324		
Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219		Phone no (412) 355-6000		

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

	Amount
Long Term CG Distributions	57,628
Short Term CG Distributions	

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	1,019,101	766,161	252,940
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	BNY MELLON FOC EQ OPP-M	05569M475			2/22/2011		3/28/2014	10,000	7,934				0	2,066
2	X	BNY MELLON FOC EQ OPP-M	05569M475			2/22/2011		7/10/2014	10,686	7,836				0	2,850
3	X	BNY MELLON M/C MULTI-STR	05569M509			1/17/2006		9/17/2013	10,000	10,142				0	-142
4	X	BNY MELLON M/C MULTI-STR	05569M509			1/17/2006		11/20/2013	1,926	1,891				0	35
5	X	BNY MELLON M/C MULTI-STR	05569M509			2/17/2011		11/20/2013	6,065	5,543				0	522
6	X	BNY MELLON M/C MULTI-STR	05569M509			2/17/2011		12/31/2013	3,774	3,457				0	317
7	X	LYONDELLBASELL INDU -CL A	N53745100			3/29/2012		9/17/2013	1,453	753				0	700
8	X	LYONDELLBASELL INDU -CL A	N53745100			3/30/2012		9/17/2013	2,179	1,205				0	974
9	X	A D T CORP	00101J106			3/16/2009		9/17/2013	2,688	788				0	1,900
10	X	AT&T INC	00206R102			10/16/2008		9/17/2013	3,821	2,698				0	1,123
11	X	AT&T INC	00206R102			1/30/2012		9/17/2013	2,084	1,756				0	328
12	X	ALLIANCE DATA SYS CORP	018581108			10/16/2008		9/17/2013	6,062	1,236				0	4,826
13	X	AMAZON COM INC	023135106			1/30/2012		9/17/2013	3,039	1,921				0	1,118
14	X	AMERICAN EXPRESS CO	025816109			6/21/2010		9/17/2013	1,535	845				0	690
15	X	AMERICAN EXPRESS CO	025816109			7/7/2010		9/17/2013	5,373	2,795				0	2,578
16	X	AMERICAN INTERNATIONAL G	026874784			9/12/2012		9/17/2013	5,537	3,718				0	1,819
17	X	AMERICAN TOWER CORP	03027X100			7/6/2012		9/17/2013	1,328	1,276				0	52
18	X	AMERICAN TOWER CORP	03027X100			7/10/2012		9/17/2013	148	142				0	6
19	X	AMERIPRISE FINANCIAL INC	03076C106			1/21/2009		9/17/2013	4,638	958				0	3,680
20	X	AMPHENOL CORP NEW	032095101			3/5/2013		9/17/2013	546	507				0	39
21	X	AMPHENOL CORP NEW	032095101			3/7/2013		9/17/2013	1,793	1,669				0	124
22	X	ANADARKO PETROLEUM COR	032511107			6/18/2010		9/17/2013	4,689	2,127				0	2,562
23	X	APPLE INC	037833100			10/16/2008		9/17/2013	9,151	1,905				0	7,246
24	X	BNY MELLON INCOME STOCK	05569M301			12/12/2012		9/17/2013	172	142				0	30
25	X	BNY MELLON INCOME STOCK	05569M301			1/30/2012		9/17/2013	9,828	7,559				0	2,269
26	X	BNY MELLON INCOME STOCK	05569M301			1/30/2012		11/20/2013	20,000	14,678				0	5,322
27	X	BNY MELLON CORP BOND-M	05569M368			12/14/2012		2/18/2014	10,000	10,259				0	-259
28	X	BNY MELLON FOC EQ OPP-M	05569M475			9/17/2013		11/20/2013	15,946	15,000				0	946
29	X	BNY MELLON FOC EQ OPP-M	05569M475			2/22/2011		11/20/2013	9,054	7,014				0	2,040
30	X	BNY MELLON FOC EQ OPP-M	05569M475			12/11/2013		12/31/2013	20,765	20,011				0	754
31	X	BNY MELLON FOC EQ OPP-M	05569M475			2/22/2011		12/31/2013	4,234	3,405				0	829
32	X	BNY MELLON M/C MULTI-STR	05569M509			12/16/2013		12/31/2013	17,100	16,510				0	590
33	X	BNY MELLON M/C MULTI-STR	05569M509			12/7/2006		12/31/2013	19,126	17,451				0	1,675
34	X	BNY MELLON M/C MULTI-STR	05569M509			12/7/2006		2/18/2014	5,000	4,515				0	485
35	X	BNY MELLON M/C MULTI-STR	05569M509			12/7/2006		7/10/2014	8,376	7,276				0	1,100
36	X	BNY MELLON M/C MULTI-STR	05569M509			12/7/2006		7/29/2014	7,590	6,615				0	975
37	X	BANK OF AMERICA CORP	060505104			1/30/2012		9/17/2013	2,883	1,420				0	1,463
38	X	BANK OF AMERICA CORP	060505104			12/21/2012		9/17/2013	4,469	3,503				0	966
39	X	BEAM INC	073730103			12/5/2012		9/17/2013	1,317	1,145				0	172
40	X	BEAM INC	073730103			12/6/2012		9/17/2013	2,371	2,111				0	260
41	X	BEAM INC	073730103			12/6/2012		9/17/2013	1,844	1,645				0	199
42	X	BEAM INC	073730103			12/6/2012		9/17/2013	263	232				0	31
43	X	BEAM INC	073730103			12/7/2012		9/17/2013	132	119				0	13
44	X	BEST BUY INC	086516101			3/19/2013		9/17/2013	5,445	3,091				0	2,354
45	X	C B S CORP-CLASS B	124857202			5/5/2011		9/17/2013	7,887	3,757				0	4,130
46	X	C B R E GROUP INC	12504L109			1/20/2012		9/17/2013	709	532				0	177
47	X	C B R E GROUP INC	12504L109			1/23/2012		9/17/2013	472	357				0	115
48	X	C B R E GROUP INC	12504L109			1/24/2012		9/17/2013	118	89				0	29
49	X	C B R E GROUP INC	12504L109			1/24/2012		9/17/2013	590	447				0	143
50	X	CIGNA CORP	125509109			6/22/2009		9/17/2013	5,026	1,465				0	3,561
51	X	CVS CAREMARK CORP	126650100			4/17/2013		9/17/2013	2,739	2,573				0	166
52	X	CVS CAREMARK CORP	126650100			4/18/2013		9/17/2013	2,739	2,562				0	177
53	X	CAPITAL ONE FINANCIAL COR	14040H105			9/30/2010		9/17/2013	4,138	2,375				0	1,763
54	X	CHUBB CORP	171232101			10/16/2008		9/17/2013	5,323	2,396				0	2,927
55	X	DREYFUS BASIC S&P500 STO	261978811			9/19/2013		11/20/2013	15,000	14,520				0	480
56	X	DREYFUS BASIC S&P500 STO	261978811			12/27/2013		12/31/2013	845	842				0	3
57	X	DREYFUS BASIC S&P500 STO	261978811			9/19/2013		12/31/2013	99,155	92,789				0	6,366
58	X	DREYFUS BASIC S&P500 STO	261978811			9/19/2013		3/28/2014	20,000	18,540				0	1,460
59	X	DREYFUS BASIC S&P500 STO	261978811			9/19/2013		7/10/2014	20,225	17,710				0	2,515
60	X	DREYFUS EMG MKT DEBT LO	261980494			10/31/2011		2/18/2014	17,560	18,582				0	-1,022
61	X	DREYFUS EMG MKT DEBT LO	261980494			12/21/2011		2/18/2014	161	159				0	2
62	X	DREYFUS EMG MKT DEBT LO	261980494			12/14/2012		2/18/2014	4,351	5,000				0	-649
63	X	DREYFUS EMG MKT DEBT LO	261980494			12/30/2013		2/18/2014	106	110				0	-4
64	X	DREYFUS EMG MKT DEBT LO	261980494			12/31/2013		2/18/2014	3,864	4,000				0	-136
65	X	CISCO SYSTEMS INC	17275R102			1/17/2013		9/17/2013	1,954	1,682				0	272
66	X	D T E ENERGY COMPANY	233331107			4/15/2013		9/17/2013	3,962	4,237				0	-275
67	X	CISCO SYSTEMS INC	17275R102			1/30/2013		9/17/2013	5,129	4,317				0	812
68	X	COGNIZANT TECHNOLOGY S	192446102			10/11/2011		9/17/2013	816	675				0	141

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

	Amount		Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Long Term CG Distributions	57,628		Capital Gains/Losses	1,019,101	766,161	252,940
Short Term CG Distributions			Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
69	X	COGNIZANT TECHNOLOGY S	192446102			10/11/2011		9/17/2013	1,631	1,351				0	280
70	X	COGNIZANT TECHNOLOGY S	192446102			9/21/2011		9/17/2013	816	689				0	127
71	X	COGNIZANT TECHNOLOGY S	192446102			9/21/2011		9/17/2013	2,447	2,052				0	395
72	X	DANAHER CORP	235851102			3/11/2005		9/17/2013	3,508	1,362				0	2,146
73	X	COGNIZANT TECHNOLOGY S	192446102			1/30/2012		9/17/2013	816	709				0	107
74	X	CONAGRA FOODS INC	205887102			11/27/2012		9/17/2013	2,867	2,668				0	199
75	X	COSTCO WHSL CORP NEW	22160K105			9/6/2013		9/17/2013	4,969	4,809				0	160
76	X	COSTCO WHSL CORP NEW	22160K105			9/9/2013		9/17/2013	2,484	2,416				0	68
77	X	WALT DISNEY CO/THE	254687106			6/7/2012		9/17/2013	2,544	1,736				0	808
78	X	DFA EMERG MKTS CORE EQ	233203421			9/21/2012		2/18/2014	25,000	25,654				0	-654
79	X	DFA EMERG MKTS CORE EQ	233203421			9/21/2012		7/10/2014	19,969	18,259				0	1,710
80	X	WALT DISNEY CO/THE	254687106			6/8/2012		9/17/2013	5,491	3,766				0	1,725
81	X	DREYFUS FLOATING RATE IN	261949739			2/18/2014		7/29/2014	15,180	15,180				0	0
82	X	QUALCOMM INC	747525103			3/3/2010		9/17/2013	5,544	3,118				0	2,426
83	X	ROBERT HALF INTL INC	770323103			12/2/2011		9/17/2013	1,922	1,355				0	567
84	X	SCHLUMBERGER LTD	806857108			2/15/2013		9/17/2013	7,048	6,414				0	634
85	X	DREYFUS SELECT MGER S/C	86271F578			2/17/2011		11/20/2013	3,000	2,032				0	968
86	X	DREYFUS SELECT MGER S/C	86271F578			12/4/2013		12/31/2013	3,849	3,726				0	123
87	X	DREYFUS SELECT MGER S/C	86271F578			2/17/2011		12/31/2013	1,151	780				0	371
88	X	DREYFUS SELECT MGER S/C	86271F578			2/17/2011		3/28/2014	2,500	1,733				0	767
89	X	DREYFUS SELECT MGER S/C	86271F677			3/2/2010		11/20/2013	3,000	2,036				0	964
90	X	DREYFUS SELECT MGER S/C	86271F677			12/31/2013		12/31/2013	5,993	5,993				0	0
91	X	DREYFUS HIGH YIELD-I	261980759			6/19/2008		7/29/2014	5,448	5,384				0	64
92	X	DREYFUS GLOBAL REAL ES	261986582			1/30/2012		12/31/2013	15,000	13,407				0	1,593
93	X	DREYFUS OPPORTUNISTIC S	26200C403			3/2/2010		11/20/2013	3,000	1,935				0	1,065
94	X	DREYFUS OPPORTUNISTIC S	26200C403			12/11/2013		12/31/2013	5,000	4,687				0	313
95	X	DREYFUS OPPORTUNISTIC S	26200C403			12/11/2013		3/28/2014	2,500	2,366				0	134
96	X	DREYFUS OPPORTUNISTIC S	26200C403			12/11/2013		7/10/2014	1,472	1,378				0	94
97	X	DREYFUS OPPORTUNISTIC S	26200C403			3/2/2010		7/10/2014	2,118	1,434				0	684
98	X	E M C CORP MASS	268648102			7/17/2009		9/17/2013	5,919	3,017				0	2,902
99	X	E M C CORP MASS	268648102			7/17/2009		9/17/2013	1,076	547				0	529
100	X	E O G RES INC	26875P101			11/14/2011		9/17/2013	3,698	2,264				0	1,434
101	X	EXPRESS SCRIPTS HOLDING	30219G108			4/29/2013		9/17/2013	4,611	4,099				0	512
102	X	EXXON MOBIL CORP	30231G102			8/13/2002		9/17/2013	3,566	1,429				0	2,137
103	X	EXXON MOBIL CORP	30231G102			7/29/2003		9/17/2013	5,350	2,136				0	3,214
104	X	FACEBOOK INC-A	30303M102			1/31/2013		9/17/2013	3,558	2,509				0	1,049
105	X	FEDEX CORP	31428X106			6/20/2012		9/17/2013	3,988	3,297				0	691
106	X	FEDEX CORP	31428X106			6/20/2012		9/17/2013	1,108	915				0	193
107	X	FEDEX CORP	31428X106			6/21/2012		9/17/2013	1,662	1,370				0	292
108	X	FLUOR CORP NEW	343412102			10/12/2012		9/17/2013	2,718	2,255				0	463
109	X	FLUOR CORP NEW	343412102			10/15/2012		9/17/2013	680	569				0	111
110	X	GENERAL ELECTRIC COMPA	369604103			1/30/2012		9/17/2013	6,099	4,722				0	1,377
111	X	H C A HOLDINGS INC	40412C101			5/1/2013		9/17/2013	531	516				0	15
112	X	H C A HOLDINGS INC	40412C101			5/2/2013		9/17/2013	2,327	2,306				0	21
113	X	INFORMATICA CORP	45666Q102			8/11/2010		9/17/2013	1,841	1,412				0	429
114	X	INFORMATICA CORP	45666Q102			8/11/2010		9/17/2013	269	206				0	63
115	X	INFORMATICA CORP	45666Q102			8/12/2010		9/17/2013	652	503				0	149
116	X	INFORMATICA CORP	45666Q102			8/12/2010		9/17/2013	38	29				0	9
117	X	INFORMATICA CORP	45666Q102			8/12/2010		9/17/2013	269	207				0	62
118	X	JUNIPER NETWORKS INC	48203R104			1/31/2013		9/17/2013	2,325	2,462				0	-137
119	X	LILLY ELI & CO	532457108			12/21/2012		9/17/2013	6,494	5,906				0	588
120	X	LILLY ELI & CO	532457108			12/21/2012		9/17/2013	1,082	992				0	90
121	X	MARTIN MARIETTA MATLS IN	573284106			6/27/2013		9/17/2013	394	440				0	-46
122	X	MARTIN MARIETTA MATLS IN	573284106			7/1/2013		9/17/2013	295	331				0	-36
123	X	MARTIN MARIETTA MATLS IN	573284106			7/17/2013		9/17/2013	197	210				0	-13
124	X	MARTIN MARIETTA MATLS IN	573284106			7/1/2013		9/17/2013	591	665				0	-74
125	X	MCKESSON CORPORATION	58155Q103			2/4/2009		9/17/2013	4,714	1,640				0	3,074
126	X	MERCK & CO INC	58933Y105			1/19/2007		9/17/2013	1,202	626				0	576
127	X	MERCK & CO INC	58933Y105			10/16/2008		9/17/2013	3,601	1,020				0	2,581
128	X	MOODYS CORP	615369105			4/30/2012		9/17/2013	1,410	828				0	582
129	X	MOODYS CORP	615369105			4/30/2012		9/17/2013	705	413				0	292
130	X	NATIONAL OILWELL VARCO I	637071101			11/2/2011		9/17/2013	3,946	3,449				0	497
131	X	NEWS CORP - CLASS B	65249B208			4/28/2005		9/17/2013	206	89				0	117
132	X	NEWS CORP - CLASS B	65249B208			10/16/2008		9/17/2013	858	207				0	651
133	X	NEXTERA ENERGY INC	65339F101			8/24/2010		9/17/2013	8,689	6,003				0	2,686
134	X	NIKE INC CLASS B	654106103			2/22/2013		9/17/2013	682	544				0	138
135	X	NIKE INC CLASS B	654106103			2/25/2013		9/17/2013	682	547				0	135
136	X	NIKE INC CLASS B	654106103			2/26/2013		9/17/2013	2,727	2,173				0	554

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

	Amount	Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Long Term CG Distributions	57,628	Capital Gains/Losses	1,019,101	766,161	252,940
Short Term CG Distributions		Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
137	X	ORACLE CORP	68389X105			1/19/2007		9/17/2013	1,329	694				0	635
138	X	ORACLE CORP	68389X105			10/16/2008		9/17/2013	3,987	1,929				0	2,058
139	X	P V H CORP	693656100			11/3/2011		9/17/2013	246	145				0	101
140	X	P V H CORP	693656100			11/3/2011		9/17/2013	2,214	1,326				0	888
141	X	PEPSICO INC	713448108			11/16/2000		9/17/2013	6,530	3,625				0	2,905
142	X	PEPSICO INC	713448108			7/12/2001		9/17/2013	3,265	1,808				0	1,457
143	X	INTERCONTINENTALEXCHAN	45865V100			1/30/2012		9/17/2013	3,448	2,196				0	1,252
144	X	INTUIT	461202103			10/11/2011		9/17/2013	2,654	2,046				0	608
145	X	INTUIT	461202103			10/12/2011		9/17/2013	663	518				0	145
146	X	JP MORGAN CHASE & CO	46625H100			3/3/2009		9/17/2013	8,698	3,552				0	5,146
147	X	JOHNSON & JOHNSON	478160104			6/14/2012		9/17/2013	9,773	7,199				0	2,574
148	X	JOHNSON & JOHNSON	478160104			6/15/2012		9/17/2013	1,777	1,318				0	459
149	X	PEPSICO INC	713448108			8/13/2002		9/17/2013	4,081	2,220				0	1,861
150	X	PFIZER INC	717081103			7/7/2009		9/17/2013	1,747	893				0	854
151	X	OCCIDENTAL PETROLEUM C(	674599105			4/23/2009		9/17/2013	2,098	1,277				0	821
152	X	OCCIDENTAL PETROLEUM C(	674599105			4/23/2009		9/17/2013	2,737	1,664				0	1,073
153	X	PHILIP MORRIS INTERNAT	718172109			10/16/2008		9/17/2013	5,275	2,454				0	2,821
154	X	PRAXAIR INC	74005P104			2/4/2005		9/17/2013	3,887	1,411				0	2,476
155	X	T ROWE PRICE GROUP INC	74144T108			1/30/2012		9/17/2013	2,182	1,740				0	442
156	X	DREYFUS SELECT MGER S/C	86271F677			3/2/2010		12/31/2013	7	5				0	2
157	X	DREYFUS SELECT MGER S/C	86271F677			3/19/2014		3/28/2014	15	15				0	0
158	X	DREYFUS SELECT MGER S/C	86271F677			3/2/2010		3/28/2014	1,985	1,392				0	593
159	X	DREYFUS US EQUITY FUND-I	86271F727			2/22/2011		11/20/2013	20,000	14,166				0	5,834
160	X	DREYFUS US EQUITY FUND-I	86271F727			12/31/2013		2/18/2014	1,176	1,196				0	-20
161	X	PFIZER INC	717081103			7/7/2009		9/17/2013	12,341	6,311				0	6,030
162	X	PHILIP MORRIS INTERNAT	718172109			1/19/2007		9/17/2013	7,033	3,649				0	3,384
163	X	DREYFUS US EQUITY FUND-I	86271F727			2/22/2011		2/18/2014	14,824	10,479				0	4,345
164	X	DREYFUS US EQUITY FUND-I	86271F727			2/22/2011		3/28/2014	5,000	3,525				0	1,475
165	X	DREYFUS US EQUITY FUND-I	86271F727			2/22/2011		7/10/2014	6,066	4,152				0	1,914
166	X	TARGET CORP	87612E106			1/30/2012		9/17/2013	3,857	3,027				0	830
167	X	TERADATA CORPORATION	88076W103			3/2/2011		9/17/2013	2,954	2,373				0	581
168	X	TEXAS INSTRUMENTS INC	882508104			3/5/2013		9/17/2013	3,257	2,796				0	461
169	X	TRANSCANADA CORP	89353D107			10/19/2011		9/17/2013	441	427				0	14
170	X	TRANSCANADA CORP	89353D107			1/30/2012		9/17/2013	2,648	2,455				0	193
171	X	TWENTY-FIRST CENTURY FO	90130A200			4/28/2005		9/17/2013	1,958	835				0	1,123
172	X	TWENTY-FIRST CENTURY FO	90130A200			10/16/2008		9/17/2013	6,528	1,552				0	4,976
173	X	UNILEVER PLC ADR	904767704			5/27/2010		9/17/2013	3,194	2,171				0	1,023
174	X	VIACOM INC-CLASS B	92553P201			8/28/2013		9/17/2013	3,331	3,179				0	152
175	X	VISA INC-CLASS A SHRS	92826C839			3/27/2013		9/17/2013	4,782	4,216				0	566
176	X	VIRTUS EMERGING MKTS OP	92828T889			12/20/2012		2/18/2014	239	268				0	-29
177	X	VIRTUS EMERGING MKTS OP	92828T889			6/17/2013		2/18/2014	11,761	12,890				0	-1,129
178	X	VIRTUS EMERGING MKTS OP	92828T889			6/17/2013		3/28/2014	10,000	10,372				0	-372
179	X	VIRTUS EMERGING MKTS OP	92828T889			6/20/2014		7/10/2014	1,087	1,069				0	18
180	X	VIRTUS EMERGING MKTS OP	92828T889			6/17/2013		7/10/2014	5,706	5,487				0	219
181	X	WAL MART STORES INC	931142103			2/27/2013		9/6/2013	3,637	3,571				0	66
182	X	WAL MART STORES INC	931142103			2/26/2013		9/6/2013	1,455	1,424				0	31
183	X	WAL MART STORES INC	931142103			2/26/2013		9/9/2013	2,196	2,135				0	61
184	X	WELLS FARGO & COMPANY	949746101			3/5/2001		9/17/2013	5,977	3,441				0	2,536
185	X	WELLS FARGO & COMPANY	949746101			7/12/2001		9/17/2013	3,415	1,824				0	1,591
186	X	XILINX INC	983919101			7/12/2013		9/17/2013	1,438	1,290				0	148
187	X	XILINX INC	983919101			7/15/2013		9/17/2013	1,438	1,299				0	139
188	X	XILINX INC	983919101			7/17/2013		9/17/2013	959	869				0	90
189	X	ACCENTURE PLC-CL A	G1151C101			4/17/2013		9/17/2013	3,064	3,075				0	-11
190	X	EATON CORP PLC	G29183103			11/30/2012		9/17/2013	3,269	2,458				0	811
191	X	TYCO INTERNATIONAL LTD	H89128104			3/16/2009		9/17/2013	3,518	952				0	2,566

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

		11,034	789	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	789	789		
2	PY EXCISE TAX DUE	3,751			
3	ESTIMATED EXCISE PAYMENTS	6,494			

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

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		35	0	0	35
	Description				
1	MA STATE AG FILING FEE	35			35

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

	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
			3,671,644	3,795,879	4,534,818
1				0	
2	BNY MELLON CORP BOND-M		0	70,037	70,388
3	BNY MELLON FOCUSED EQUITY OPP-M		0	186,497	272,934
4	BNY MELLON S/T US GVT SECS FD CL M		0	30,000	30,000
5	BNY MELLON INTERMEDIATE BOND FD C		0	122,644	120,244
6	BNY MELLON BOND FD CL M		0	458,757	469,559
7	BNY MELLON INTL FD CL M SHSS		0	155,330	176,587
8	DFA EMERG MKTS CORE EQUITY		0	243,345	276,710
9	DREYFUS FLOATING RATE INC-Y		0	45,820	45,922
10	DREYFUS INFL TN ADJ SEC-Y		0	67,596	67,780
11	DREYFUS BASIC S&P 500 STK I		0	981,441	1,162,920
12	DREYFUS PREM LT TRM HI YLD-R		0	42,139	44,568
13	DREYFUS GLOBAL REAL ES SEC-Y		0	61,073	79,772
14	DREYFUS GROWTH & VALUE FDS INC		0	44,527	66,572
15	DREYFUS/NEWTON INTERN EQTY-Y		0	75,084	92,930
16	ASG MANAGED FUTURES STRAT-Y		0	58,448	67,437
17	ASG GLOBAL ALTERNATIVES FUND-Y		0	121,515	123,598
18	DREYFUS SELECT MGER S/C GR-Y		0	47,585	66,587
19	DREYFUS INTENATION STOCK-Y		0	168,943	190,392
20	DREYFUS US EQUITY FUND-Y		0	186,707	276,148
21	DREYFUS SELECT MGER S/C VL-Y		0	47,740	69,656
22	TCW EMERGING MARKETS INCOME FUNI		0	38,422	39,850
23	VIRTUS EMERGING MKTS OPPOR-I		0	108,779	120,152
24	BNY MELLON MID CAP STK FD CL M		0	240,161	326,843
25	ADVANTAGE DYN TOTAL RET -Y		0	55,202	67,769
26	BNY MELLON INCOME STK FD CL M		0	138,087	209,500

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	849
2	Total	2	849

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

1	ADT DIVIDEND ADJUSTMENT	1	24
2	SALES COST BASIS ADJUSTMENT	2	39
3	BASIS CHANGE ON RETURN OF CAPITAL	3	243
4	Total	4	306

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

	Amount
Long Term CG Distributions	57,628
Short Term CG Distributions	0

#	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						961,473	0	0	766,161	195,312	0	0	0	195,312
1	BNY MELLON FOC EQ OPP-M	05569M475		2/22/2011	3/28/2014	10,000		0	7,934	2 066	0	0	0	2,066
2	BNY MELLON FOC EQ OPP-M	05569M475		2/22/2011	7/10/2014	10 686		0	7,836	2 850	0	0	0	2 850
3	BNY MELLON M/C MULTI-STRATEGY FU	05569M509		1/17/2006	9/17/2013	10,000		0	10,142	-142	0	0	0	-142
4	BNY MELLON M/C MULTI-STRATEGY FU	05569M509		1/17/2006	11/20/2013	1,926		0	1,891	35	0	0	0	35
5	BNY MELLON M/C MULTI-STRATEGY FU	05569M509		2/17/2011	11/20/2013	6,065		0	5,543	522	0	0	0	522
6	BNY MELLON M/C MULTI-STRATEGY FU	05569M509		2/17/2011	12/31/2013	3,774		0	3,457	317	0	0	0	317
7	LYONDELLBASELL INDU -CL A	N53745100		3/29/2012	9/17/2013	1,453		0	753	700	0	0	0	700
8	LYONDELLBASELL INDU -CL A	N53745100		3/30/2012	9/17/2013	2 179		0	1 205	974	0	0	0	974
9	A D T CORP	00101J106		3/16/2009	9/17/2013	2 688		0	788	1 900	0	0	0	1 900
10	AT&T INC	00206R102		10/16/2008	9/17/2013	3 821		0	2 698	1,123	0	0	0	1,123
11	AT&T INC	00206R102		1/30/2012	9/17/2013	2 084		0	1,756	328	0	0	0	328
12	ALLIANCE DATA SYS CORP	018581108		10/16/2008	9/17/2013	6 062		0	1,236	4 826	0	0	0	4,826
13	AMAZON COM INC	023135106		1/30/2012	9/17/2013	3 039		0	1,921	1 118	0	0	0	1,118
14	AMERICAN EXPRESS CO	025816109		6/21/2010	9/17/2013	1 535		0	845	690	0	0	0	690
15	AMERICAN EXPRESS CO	025816109		7/7/2010	9/17/2013	5 373		0	2,795	2,578	0	0	0	2 578
16	AMERICAN INTERNATIONAL GROUP	026874784		9/12/2012	9/17/2013	5,537		0	3,718	1 819	0	0	0	1,819
17	AMERICAN TOWER CORP	03027X100		7/6/2012	9/17/2013	1,328		0	1 276	52	0	0	0	52
18	AMERICAN TOWER CORP	03027X100		7/10/2012	9/17/2013	148		0	142	6	0	0	0	6
19	AMERIPRISE FINANCIAL INC	03076C106		1/21/2009	9/17/2013	4,638		0	958	3,680	0	0	0	3,680
20	AMPHENOL CORP NEW	032095101		3/5/2013	9/17/2013	546		0	507	39	0	0	0	39
21	AMPHENOL CORP NEW	032095101		3/7/2013	9/17/2013	1 793		0	1,669	124	0	0	0	124
22	ANADARKO PETROLEUM CORP	032511107		6/18/2010	9/17/2013	4,689		0	2,127	2,562	0	0	0	2,562
23	APPLE INC	037833100		10/16/2008	9/17/2013	9 151		0	1,905	7,246	0	0	0	7 246
24	BNY MELLON INCOME STOCK-M	05569M301		12/12/2012	9/17/2013	172		0	142	30	0	0	0	30
25	BNY MELLON INCOME STOCK-M	05569M301		1/30/2012	9/17/2013	9,828		0	7,559	2 269	0	0	0	2 269
26	BNY MELLON INCOME STOCK-M	05569M301		1/30/2012	11/20/2013	20,000		0	14,678	5,322	0	0	0	5 322
27	BNY MELLON CORP BOND-M	05569M368		12/14/2012	2/18/2014	10,000		0	10,259	-259	0	0	0	-259
28	BNY MELLON FOC EQ OPP-M	05569M475		9/17/2013	11/20/2013	15,946		0	15 000	946	0	0	0	946
29	BNY MELLON FOC EQ OPP-M	05569M475		2/22/2011	11/20/2013	9,054		0	7 014	2 040	0	0	0	2,040
30	BNY MELLON FOC EQ OPP-M	05569M475		12/11/2013	12/31/2013	20,765		0	20,011	754	0	0	0	754
31	BNY MELLON FOC EQ OPP-M	05569M475		2/22/2011	12/31/2013	4 234		0	3 405	829	0	0	0	829
32	BNY MELLON M/C MULTI-STRATEGY FU	05569M509		12/16/2013	12/31/2013	17,100		0	16,510	590	0	0	0	590
33	BNY MELLON M/C MULTI-STRATEGY FU	05569M509		12/7/2006	12/31/2013	19,126		0	17,451	1,675	0	0	0	1 675
34	BNY MELLON M/C MULTI-STRATEGY FU	05569M509		12/7/2006	2/18/2014	5 000		0	4,515	485	0	0	0	485
35	BNY MELLON M/C MULTI-STRATEGY FU	05569M509		12/7/2006	7/10/2014	8,376		0	7,276	1,100	0	0	0	1,100
36	BNY MELLON M/C MULTI-STRATEGY FU	05569M509		12/7/2006	7/29/2014	7,590		0	6 615	975	0	0	0	975
37	BANK OF AMERICA CORP	060505104		1/30/2012	9/17/2013	2,883		0	1 420	1,463	0	0	0	1,463
38	BANK OF AMERICA CORP	060505104		12/21/2012	9/17/2013	4 469		0	3,503	966	0	0	0	966
39	BEAM INC	073730103		12/5/2012	9/17/2013	1 317		0	1,145	172	0	0	0	172
40	BEAM INC	073730103		12/6/2012	9/17/2013	2 371		0	2,111	260	0	0	0	260
41	BEAM INC	073730103		12/6/2012	9/17/2013	1 844		0	1,645	199	0	0	0	199
42	BEAM INC	073730103		12/6/2012	9/17/2013	263		0	232	31	0	0	0	31
43	BEAM INC	073730103		12/7/2012	9/17/2013	132		0	119	13	0	0	0	13
44	BEST BUY INC	086516101		3/19/2013	9/17/2013	5 445		0	3,091	2,354	0	0	0	2,354
45	C B S CORP-CLASS B	124857202		5/5/2011	9/17/2013	7 887		0	3,757	4,130	0	0	0	4,130
46	C B R E GROUP INC	12504L109		1/20/2012	9/17/2013	709		0	532	177	0	0	0	177
47	C B R E GROUP INC	12504L109		1/23/2012	9/17/2013	472		0	357	115	0	0	0	115
48	C B R E GROUP INC	12504L109		1/24/2012	9/17/2013	118		0	89	29	0	0	0	29
49	C B R E GROUP INC	12504L109		1/24/2012	9/17/2013	590		0	447	143	0	0	0	143
50	CIGNA CORP	125509109		6/22/2009	9/17/2013	5 026		0	1,465	3,561	0	0	0	3 561
51	CVS CAREMARK CORP	126650100		4/17/2013	9/17/2013	2 739		0	2,573	166	0	0	0	166
52	CVS CAREMARK CORP	126650100		4/18/2013	9/17/2013	2 739		0	2,562	177	0	0	0	177
53	CAPITAL ONE FINANCIAL CORP	14040H105		9/30/2010	9/17/2013	4,138		0	2,375	1 763	0	0	0	1,763
54	CHUBB CORP	171232101		10/16/2008	9/17/2013	5 323		0	2,396	2 927	0	0	0	2 927
55	DREYFUS BASIC S&P500 STOCK IDX	261978811		9/19/2013	11/20/2013	15,000		0	14 520	480	0	0	0	480
56	DREYFUS BASIC S&P500 STOCK IDX	261978811		12/27/2013	12/31/2013	845		0	842	3	0	0	0	3
57	DREYFUS BASIC S&P500 STOCK IDX	261978811		9/19/2013	12/31/2013	99,155		0	92 789	6,366	0	0	0	6 366
58	DREYFUS BASIC S&P500 STOCK IDX	261978811		9/19/2013	3/28/2014	20,000		0	18,540	1,460	0	0	0	1,460
59	DREYFUS BASIC S&P500 STOCK IDX	261978811		9/19/2013	7/10/2014	20,225		0	17 710	2 515	0	0	0	2,515
60	DREYFUS EMG MKT DEBT LOC C-I	261980494		10/31/2011	2/18/2014	17,560		0	18 582	-1 022	0	0	0	-1 022
61	DREYFUS EMG MKT DEBT LOC C-I	261980494		12/21/2011	2/18/2014	161		0	159	2	0	0	0	2
62	DREYFUS EMG MKT DEBT LOC C-I	261980494		12/14/2012	2/18/2014	4,351		0	5,000	-649	0	0	0	-649
63	DREYFUS EMG MKT DEBT LOC C-I	261980494		12/30/2013	2/18/2014	106		0	110	-4	0	0	0	-4
64	DREYFUS EMG MKT DEBT LOC C-I	261980494		12/31/2013	2/18/2014	3 864		0	4,000	-136	0	0	0	-136
65	CISCO SYSTEMS INC	17275R102		1/17/2013	9/17/2013	1 954		0	1 682	272	0	0	0	272
66	D T E ENERGY COMPANY	233331107		4/15/2013	9/17/2013	3,962		0	4 237	-275	0	0	0	-275
67	CISCO SYSTEMS INC	17275R102		1/30/2013	9/17/2013	5,129		0	4,317	812	0	0	0	812
68	COGNIZANT TECHNOLOGY SOLUTIONS	192446102		10/11/2011	9/17/2013	816		0	675	141	0	0	0	141
69	COGNIZANT TECHNOLOGY SOLUTIONS	192446102		10/11/2011	9/17/2013	1,631		0	1,351	280	0	0	0	280
70	COGNIZANT TECHNOLOGY SOLUTIONS	192446102		9/21/2011	9/17/2013	816		0	689	127	0	0	0	127
71	COGNIZANT TECHNOLOGY SOLUTIONS	192446102		9/21/2011	9/17/2013	2,447		0	2,052	395	0	0	0	395
72	DANAHER CORP	235851102		3/11/2005	9/17/2013	3,508		0	1 362	2 146	0	0	0	2 146
73	COGNIZANT TECHNOLOGY SOLUTIONS	192446102		1/30/2012	9/17/2013	816		0	709	107	0	0	0	107
74	CONAGRA FOODS INC	205887102		11/27/2012	9/17/2013	2,867		0	2,668	199	0	0	0	199
75	COSTCO WHSL CORP NEW	22160K105		9/6/2013	9/17/2013	4,969		0	4 809	160	0	0	0	160
76	COSTCO WHSL CORP NEW	22160K105		9/9/2013	9/17/2013	2 484		0	2,416	68	0	0	0	68
77	WALT DISNEY CO/THE	254687106		6/7/2012	9/17/2013	2 544		0	1,736	808	0	0	0	808
78	DFA EMERG MKTS CORE EQUITY	233203421		9/21/2012	2/18/2014	25 000		0	25,654	-654	0	0	0	-654
79	DFA EMERG MKTS CORE EQUITY	233203421		9/21/2012	7/10/2014	19 969		0	18,259	1,710	0	0	0	1 710
80	WALT DISNEY CO/THE	254687106		6/8/2012	9/17/2013	5 491		0	3,766	1,725	0	0	0	1,725
81	DREYFUS FLOATING RATE INC-Y	261949739		2/18/2014	7/29/2014	15 180		0	15,180	0	0	0	0	0
82	QUALCOMM INC	747525103		3/3/2010	9/17/2013	5 544		0	3,118	2,426	0	0	0	2 426
83	ROBERT HALF INTL INC	770323103		12/2/2011	9/17/2013	1 922		0	1,355	567	0	0	0	567
84	SCHLUMBERGER LTD	806857108		2/15/2013	9/17/2013	7 048		0	6 414	634	0	0	0	634

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

	Amount
Long Term CG Distributions	57,628
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						961,473	0	0	766,161	195,312	0	0	0	195,312
85	DREYFUS SELECT MGER S/C GR-I	86271F578		2/17/2011	11/20/2013	3 000		0	2,032	968	0	0	0	968
86	DREYFUS SELECT MGER S/C GR-I	86271F578		12/4/2013	12/31/2013	3 849		0	3,726	123	0	0	0	123
87	DREYFUS SELECT MGER S/C GR-I	86271F578		2/17/2011	12/31/2013	1,151		0	780	371	0	0	0	371
88	DREYFUS SELECT MGER S/C GR-I	86271F578		2/17/2011	3/28/2014	2 500		0	1,733	767	0	0	0	767
89	DREYFUS SELECT MGER S/C VL-I	86271F677		3/2/2010	11/20/2013	3 000		0	2 036	964	0	0	0	964
90	DREYFUS SELECT MGER S/C VL-I	86271F677		12/31/2013	12/31/2013	5 993		0	5 993	0	0	0	0	0
91	DREYFUS HIGH YIELD-I	261980759		6/19/2008	7/29/2014	5,448		0	5,384	64	0	0	0	64
92	DREYFUS GLOBAL REAL ES SEC-I	261986582		1/30/2012	12/31/2013	15,000		0	13,407	1 593	0	0	0	1 593
93	DREYFUS OPPORTUNISTIC S/C	26200C403		3/2/2010	11/20/2013	3 000		0	1 935	1,065	0	0	0	1,065
94	DREYFUS OPPORTUNISTIC S/C	26200C403		12/11/2013	12/31/2013	5 000		0	4 687	313	0	0	0	313
95	DREYFUS OPPORTUNISTIC S/C	26200C403		12/11/2013	3/28/2014	2,500		0	2 366	134	0	0	0	134
96	DREYFUS OPPORTUNISTIC S/C	26200C403		12/11/2013	7/10/2014	1,472		0	1,378	94	0	0	0	94
97	DREYFUS OPPORTUNISTIC S/C	26200C403		3/2/2010	7/10/2014	2,118		0	1,434	684	0	0	0	684
98	E M C CORP MASS	268648102		7/17/2009	9/17/2013	5,919		0	3 017	2,902	0	0	0	2,902
99	E M C CORP MASS	268648102		7/17/2009	9/17/2013	1,076		0	547	529	0	0	0	529
100	E O G RES INC	26875P101		11/14/2011	9/17/2013	3,698		0	2,264	1,434	0	0	0	1,434
101	EXPRESS SCRIPTS HOLDING CO	30219G108		4/29/2013	9/17/2013	4,611		0	4,099	512	0	0	0	512
102	EXXON MOBIL CORP	30231G102		8/13/2002	9/17/2013	3,566		0	1,429	2 137	0	0	0	2,137
103	EXXON MOBIL CORP	30231G102		7/29/2003	9/17/2013	5,350		0	2 136	3 214	0	0	0	3 214
104	FACEBOOK INC-A	30303M102		1/31/2013	9/17/2013	3,558		0	2 509	1,049	0	0	0	1,049
105	FEDEX CORP	31428X106		6/20/2012	9/17/2013	3,988		0	3,297	691	0	0	0	691
106	FEDEX CORP	31428X106		6/20/2012	9/17/2013	1,108		0	915	193	0	0	0	193
107	FEDEX CORP	31428X106		6/21/2012	9/17/2013	1 662		0	1 370	292	0	0	0	292
108	FLUOR CORP NEW	343412102		10/12/2012	9/17/2013	2 718		0	2 255	463	0	0	0	463
109	FLUOR CORP NEW	343412102		10/15/2012	9/17/2013	680		0	569	111	0	0	0	111
110	GENERAL ELECTRIC COMPANY	369604103		1/30/2012	9/17/2013	6 099		0	4 722	1,377	0	0	0	1 377
111	H C A HOLDINGS INC	40412C101		5/1/2013	9/17/2013	531		0	516	15	0	0	0	15
112	H C A HOLDINGS INC	40412C101		5/2/2013	9/17/2013	2 327		0	2 306	21	0	0	0	21
113	INFORMATICA CORP	45666Q102		8/11/2010	9/17/2013	1,841		0	1,412	429	0	0	0	429
114	INFORMATICA CORP	45666Q102		8/11/2010	9/17/2013	269		0	206	63	0	0	0	63
115	INFORMATICA CORP	45666Q102		8/12/2010	9/17/2013	652		0	503	149	0	0	0	149
116	INFORMATICA CORP	45666Q102		8/12/2010	9/17/2013	38		0	29	9	0	0	0	9
117	INFORMATICA CORP	45666Q102		8/12/2010	9/17/2013	269		0	207	62	0	0	0	62
118	JUNIPER NETWORKS INC	48203R104		1/31/2013	9/17/2013	2 325		0	2,462	-137	0	0	0	-137
119	LILLY ELI & CO	532457108		12/21/2012	9/17/2013	6 494		0	5,906	588	0	0	0	588
120	LILLY ELI & CO	532457108		12/21/2012	9/17/2013	1,082		0	992	90	0	0	0	90
121	MARTIN MARIETTA MATLS INC	573284106		6/27/2013	9/17/2013	394		0	440	-46	0	0	0	-46
122	MARTIN MARIETTA MATLS INC	573284106		7/1/2013	9/17/2013	295		0	331	-36	0	0	0	-36
123	MARTIN MARIETTA MATLS INC	573284106		7/17/2013	9/17/2013	197		0	210	-13	0	0	0	-13
124	MARTIN MARIETTA MATLS INC	573284106		7/1/2013	9/17/2013	591		0	665	-74	0	0	0	-74
125	MCKESSON CORPORATION	58155Q103		2/4/2009	9/17/2013	4 714		0	1,640	3,074	0	0	0	3,074
126	MERCK & CO INC	58933Y105		1/19/2007	9/17/2013	1 202		0	626	576	0	0	0	576
127	MERCK & CO INC	58933Y105		10/16/2008	9/17/2013	3,601		0	1,020	2 581	0	0	0	2 581
128	MOODYS CORP	615369105		4/30/2012	9/17/2013	1 410		0	828	582	0	0	0	582
129	MOODYS CORP	615369105		4/30/2012	9/17/2013	705		0	413	292	0	0	0	292
130	NATIONAL OILWELL VARCO INC	637071101		11/2/2011	9/17/2013	3 946		0	3,449	497	0	0	0	497
131	NEWS CORP - CLASS B	65249B208		4/28/2005	9/17/2013	206		0	89	117	0	0	0	117
132	NEWS CORP - CLASS B	65249B208		10/16/2008	9/17/2013	858		0	207	651	0	0	0	651
133	NEXTERA ENERGY INC	65339F101		8/24/2010	9/17/2013	8,689		0	6,003	2 686	0	0	0	2 686
134	NIKE INC CLASS B	654106103		2/22/2013	9/17/2013	682		0	544	138	0	0	0	138
135	NIKE INC CLASS B	654106103		2/25/2013	9/17/2013	682		0	547	135	0	0	0	135
136	NIKE INC CLASS B	654106103		2/26/2013	9/17/2013	2,727		0	2,173	554	0	0	0	554
137	ORACLE CORP	68389X105		1/19/2007	9/17/2013	1,329		0	694	635	0	0	0	635
138	ORACLE CORP	68389X105		10/16/2008	9/17/2013	3,987		0	1,929	2 058	0	0	0	2 058
139	P V H CORP	693656100		11/3/2011	9/17/2013	246		0	145	101	0	0	0	101
140	P V H CORP	693656100		11/3/2011	9/17/2013	2,214		0	1,326	888	0	0	0	888
141	PEPSICO INC	713448108		11/16/2000	9/17/2013	6,530		0	3,625	2 905	0	0	0	2,905
142	PEPSICO INC	713448108		7/12/2001	9/17/2013	3,265		0	1,808	1,457	0	0	0	1,457
143	INTERCONTINENTALEXCHANGE INC	45865V100		1/30/2012	9/17/2013	3,448		0	2,196	1,252	0	0	0	1 252
144	INTUIT	461202103		10/11/2011	9/17/2013	2,654		0	2 046	608	0	0	0	608
145	INTUIT	461202103		10/12/2011	9/17/2013	663		0	518	145	0	0	0	145
146	JP MORGAN CHASE & CO	46625H100		3/3/2009	9/17/2013	8 698		0	3 552	5 146	0	0	0	5,146
147	JOHNSON & JOHNSON	478160104		6/14/2012	9/17/2013	9,773		0	7,199	2 574	0	0	0	2,574
148	JOHNSON & JOHNSON	478160104		6/15/2012	9/17/2013	1 777		0	1 318	459	0	0	0	459
149	PEPSICO INC	713448108		8/13/2002	9/17/2013	4,081		0	2,220	1,861	0	0	0	1 861
150	PFIZER INC	717081103		7/7/2009	9/17/2013	1,747		0	893	854	0	0	0	854
151	OCCIDENTAL PETROLEUM CORP	674599105		4/23/2009	9/17/2013	2 098		0	1 277	821	0	0	0	821
152	OCCIDENTAL PETROLEUM CORP	674599105		4/23/2009	9/17/2013	2,737		0	1,664	1,073	0	0	0	1,073
153	PHILIP MORRIS INTERNAT	718172109		10/16/2008	9/17/2013	5,275		0	2 454	2,821	0	0	0	2,821
154	PRAXAIR INC	74005P104		2/4/2005	9/17/2013	3 887		0	1,411	2,476	0	0	0	2,476
155	T ROWE PRICE GROUP INC	74144T108		1/30/2012	9/17/2013	2,182		0	1,740	442	0	0	0	442
156	DREYFUS SELECT MGER S/C VL-I	86271F677		3/2/2010	12/31/2013	7		0	5	2	0	0	0	2
157	DREYFUS SELECT MGER S/C VL-I	86271F677		3/19/2014	3/28/2014	15		0	15	0	0	0	0	0
158	DREYFUS SELECT MGER S/C VL-I	86271F677		3/2/2010	3/28/2014	1,985		0	1,392	593	0	0	0	593
159	DREYFUS US EQUITY FUND-I	86271F727		2/22/2011	11/20/2013	20,000		0	14,166	5 834	0	0	0	5 834
160	DREYFUS US EQUITY FUND-I	86271F727		12/31/2013	2/18/2014	1 176		0	1 196	-20	0	0	0	-20
161	PFIZER INC	717081103		7/7/2009	9/17/2013	12,341		0	6,311	6 030	0	0	0	6 030
162	PHILIP MORRIS INTERNAT	718172109		1/19/2007	9/17/2013	7 033		0	3,649	3 384	0	0	0	3 384
163	DREYFUS US EQUITY FUND-I	86271F727		2/22/2011	2/18/2014	14,824		0	10 479	4,345	0	0	0	4 345
164	DREYFUS US EQUITY FUND-I	86271F727		2/22/2011	3/28/2014	5,000		0	3,525	1,475	0	0	0	1,475
165	DREYFUS US EQUITY FUND-I	86271F727		2/22/2011	7/10/2014	6,066		0	4,152	1,914	0	0	0	1,914
166	TARGET CORP	87612E106		1/30/2012	9/17/2013	3 857		0	3 027	830	0	0	0	830
167	TERADATA CORPORATION	88076W103		3/2/2011	9/17/2013	2,954		0	2,373	581	0	0	0	581
168	TEXAS INSTRUMENTS INC	882508104		3/5/2013	9/17/2013	3,257		0	2,796	461	0	0	0	461

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

	Amount
Long Term CG Distributions	57,628
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						961,473	0	0	766,161	195,312	0	0	0	195,312
169	TRANSCANADA CORP	89353D107		10/19/2011	9/17/2013	441		0	427	14	0	0	0	14
170	TRANSCANADA CORP	89353D107		1/30/2012	9/17/2013	2,648		0	2 455	193	0	0	0	193
171	TWENTY-FIRST CENTURY FOX - B	90130A200		4/28/2005	9/17/2013	1,958		0	835	1,123	0	0	0	1,123
172	TWENTY-FIRST CENTURY FOX - B	90130A200		10/16/2008	9/17/2013	6 528		0	1,552	4 976	0	0	0	4 976
173	UNILEVER PLC ADR	904767704		5/27/2010	9/17/2013	3,194		0	2,171	1,023	0	0	0	1 023
174	VIACOM INC-CLASS B	92553P201		8/28/2013	9/17/2013	3,331		0	3,179	152	0	0	0	152
175	VISA INC-CLASS A SHRS	92826C839		3/27/2013	9/17/2013	4 782		0	4 216	566	0	0	0	566
176	VIRTUS EMERGING MKTS OPPOR-I	92828T889		12/20/2012	2/18/2014	239		0	268	-29	0	0	0	-29
177	VIRTUS EMERGING MKTS OPPOR-I	92828T889		6/17/2013	2/18/2014	11,761		0	12,890	-1 129	0	0	0	-1,129
178	VIRTUS EMERGING MKTS OPPOR-I	92828T889		6/17/2013	3/28/2014	10 000		0	10,372	-372	0	0	0	-372
179	VIRTUS EMERGING MKTS OPPOR-I	92828T889		6/20/2014	7/10/2014	1 087		0	1,069	18	0	0	0	18
180	VIRTUS EMERGING MKTS OPPOR-I	92828T889		6/17/2013	7/10/2014	5,706		0	5,487	219	0	0	0	219
181	WAL MART STORES INC	931142103		2/27/2013	9/6/2013	3,637		0	3,571	66	0	0	0	66
182	WAL MART STORES INC	931142103		2/26/2013	9/6/2013	1,455		0	1,424	31	0	0	0	31
183	WAL MART STORES INC	931142103		2/26/2013	9/9/2013	2,196		0	2,135	61	0	0	0	61
184	WELLS FARGO & COMPANY	949746101		3/5/2001	9/17/2013	5 977		0	3,441	2 536	0	0	0	2 536
185	WELLS FARGO & COMPANY	949746101		7/12/2001	9/17/2013	3,415		0	1,824	1 591	0	0	0	1 591
186	XILINX INC	983919101		7/12/2013	9/17/2013	1,438		0	1,290	148	0	0	0	148
187	XILINX INC	983919101		7/15/2013	9/17/2013	1 438		0	1,299	139	0	0	0	139
188	XILINX INC	983919101		7/17/2013	9/17/2013	959		0	869	90	0	0	0	90
189	ACCENTURE PLC-CL A	G1151C101		4/17/2013	9/17/2013	3,064		0	3,075	-11	0	0	0	-11
190	EATON CORP PLC	G29183103		11/30/2012	9/17/2013	3 269		0	2 458	811	0	0	0	811
191	TYCO INTERNATIONAL LTD	H89128104		3/16/2009	9/17/2013	3,518		0	952	2,566	0	0	0	2 566

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
										35,492	0	0
1	BNY Mellon, N A		P O BOX 185	Pittsburgh	PA	15230-0185		TRUSTEE	SEE ATTAC	45,231	NONE	NONE
2	BNY Mellon, N A		P O BOX 185	Pittsburgh	PA	15230-0185		FEE	REIMBURS	-9,739	N/A	N/A

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

		Date		Amount
1	Credit from prior year return		1	0
2	First quarter estimated tax payment	1/9/2014	2	6,494
3	Second quarter estimated tax payment		3	
4	Third quarter estimated tax payment		4	
5	Fourth quarter estimated tax payment		5	
6	Other payments		6	
7	Total		7	6,494

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

Recipient(s) paid during the year

Name	GIRL SCOUTS OF THE USA
Street	420 5TH AVENUE
City	NEW YORK
State	NY
Zip Code	10018
Foreign Country	
Relationship	NONE
Foundation Status	PUBLIC
Purpose of grant/contribution	
Amount	204,795

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	

Attachment to Form 990-PF Part VIII, Column (b) Title and average hours per week devoted to position

As Trustee, BNY Mellon, N.A. provides administrative services such as acting as investment manager for the named organization. These services require numerous individual bank employees' involvement in the activities of the organization and thus cannot be quantified on an hourly basis. Therefore, the Trustee's fees are not based upon an hourly basis but are calculated based upon factors such as the market value of the account and in accordance with our agreement with the client.