11/3/2014 2:54:26 PM - 5602264 - 291 - EF - WILLIAMS, M M & R P FDN TA

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: MARGARET M & R PARKS WILLIAMS CHARITABLE FDN

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 1908 | Room/suite:

City or town: ORLANDO | State: FL | ZIP code: 32802-1908

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

A Employer identification number: 59-7162849

B Telephone number (see instructions): (407) 237-5986

C If exemption application is pending, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 6,466,416

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

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

	Line	Description	(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	127,629	127,649		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	207,767			
	b	Gross sales price for all assets on line 6a 2,184,167				
	7	Capital gain net income (from Part IV, line 2)		207,767		
	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	335,396	335,416	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	57,064	28,532		28,532
	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)	20,394	1,534		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	1,000			1,000
	24	**Total operating and administrative expenses.** Add lines 13 through 23	78,458	30,066	0	29,532
	25	Contributions, gifts, grants paid	175,500			175,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	253,958	30,066	0	205,032
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	81,438			
	b	**Net investment income** (if negative, enter -0-)		305,350		
	c	**Adjusted net income** (if negative, enter -0-)			0	

RECEIVED
NOV 12 2014
OGDEN, UT
IRS-OSC

Postmark Missing

SCANNED NOV 19 2014

4no

For Paperwork Reduction Act Notice, see instructions.
HTA

Form **990-PF** (2013)

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	1,195	900	900
	2	Savings and temporary cash investments	314,552	191,081	191,081
	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)	5,297,621	5,502,825	6,274,435
	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)	5,613,368	5,694,806	6,466,416
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	5,320,870	5,358,848	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	292,498	335,958	
	30	**Total net assets or fund balances** (see instructions)	5,613,368	5,694,806	
	31	**Total liabilities and net assets/fund balances** (see instructions)	5,613,368	5,694,806	

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	5,613,368
2	Enter amount from Part I, line 27a	2	81,438
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	5,694,806
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	5,694,806

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	207,767
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	257,800	5,684,839	0.045349
2011	86,815	5,386,019	0 016119
2010	438,852	5,518,099	0 079530
2009	245,736	5,210,174	0 047165
2008	358,112	4,693,620	0 076298

2	**Total** of line 1, column (d)	2	0 264461
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	0.052892
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	6,124,849
5	Multiply line 4 by line 3	5	323,956
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,054
7	Add lines 5 and 6	7	327,010
8	Enter qualifying distributions from Part XII, line 4	8	205,032

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	6,107
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	6,107
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	6,107
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 11,295		
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	11,295
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	0
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	5,188
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 5,188 **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) ▶ FL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b		X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

		Line	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 ▶ SUNTRUST BANK Telephone no. ▶ (407) 237-5986
Located at ▶ 200 S ORANGE AVENUE ORLANDO FL ZIP+4 ▶ 32801

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

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

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

			Line	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		X
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		
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**

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 (No)

If "Yes" to 6b, file Form 8870

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (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
SUNTRUST BANK P.O BOX 620005 ORLANDO, FL 32862-0005	TRUSTEE AS REQUIRED	57,064		

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 ▶

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	5,970,278
b	Average of monthly cash balances		1b	247,843
c	Fair market value of all other assets (see instructions)		1c	
d	**Total** (add lines 1a, b, and c)		1d	6,218,121
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	6,218,121
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)		4	93,272
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	6,124,849
6	**Minimum investment return.** Enter 5% of line 5		6	306,242

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	306,242
2a	Tax on investment income for 2013 from Part VI, line 5	2a 6,107		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	6,107
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	300,135
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	300,135
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	300,135

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	205,032
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	205,032
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	205,032

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					300,135
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	3,300				
b	From 2009					
c	From 2010	170,287				
d	From 2011					
e	From 2012					
f	**Total** of lines 3a through e		173,587			
4	Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 205,032					
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					205,032
e	Remaining amount distributed out of corpus					
5	Excess distributions carryover applied to 2013. *(If an amount appears in column (d), the same amount must be shown in column (a).)*		95,103			95,103
6	**Enter the net total of each column as indicated below:**					
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		78,484			
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		78,484			
10	Analysis of line 9:					
a	Excess from 2009					
b	Excess from 2010	78,484				
c	Excess from 2011					
d	Excess from 2012					
e	Excess from 2013					

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

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

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

	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))

N/A

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.

N/A

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

M. CIANCIOTTO C/O SUNTRUST BANK P.O. BOX 62005 ORLANDO, FL 32862-005

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

SEE ATTACHED

c Any submission deadlines.

SEE ATTACHED

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

PREFERENCE GIVEN TO LAKE COUNTY ACCORDING TO DOCUMENT

Form 990-PF (2013) MARGARET M & R PARKS WILLIAMS CHARITABLE FDN 59-7162849 Page **11**

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**	175,500
b *Approved for future payment*				
NONE				
Total			▶ **3b**	0

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	127,714	
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	207,767	
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		335,481	0

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 335,481

(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

Barbara Allred — 11/3/2014 — TRUSTEE

Signature of officer or trustee | Date | Title

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
DONALD J ROMAN		11/3/2014		P00364310
Firm's name ► PRICEWATERHOUSECOOPERS, LLP			Firm's EIN ► 13-4008324	
Firm's address ► 600 GRANT STREET, PITTSBURGH PA 15219			Phone no 412-355-6000	

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

Recipient(s) paid during the year

Name
A GIFT FOR TEACHING
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSE	7,500

Name
MINDS IN MOTION AMKIDS INC.
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSE	6,000

Name
BEACON COLLEGE MARGARET & R PARKS WILLIAMS CHAR FDN
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSE	5,000

Name
BETA CENTER INC
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSE	5,000

Name
BOYS & GIRLS CLUB OF LAKE & SUMTER COUNTIES
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSE	5,000

Name
CAMP BOGGY CREEK
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSE	5,000

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

Recipient(s) paid during the year

Name				
CANINE COMPANIONS FOR INDEPENDENC				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL CHARITABLE PURPOSE				3,000

Name				
CHILDRENS HOME SOCIETY OF FLORIDA				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL CHARITABLE PURPOSE				5,000

Name				
CHRISTIAN HOME AND BIBLE SCHOOL				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL CHARITABLE PURPOSE				10,000

Name				
COVENANT HOUSE FLORIDA				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL CHARITABLE PURPOSE				7,500

Name				
EASTER SEALS FLORIDA INC				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL CHARITABLE PURPOSE				5,000

Name				
FATHER FLANAGAN'S HOME DBA GIRLS & BOYS TOWN				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL CHARITABLE PURPOSE				10,000

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

Recipient(s) paid during the year

Name	Street	City	State	Zip Code	Foreign Country	Relationship	Foundation Status	Purpose of grant/contribution	Amount
FLORIDA LIONS CONKLIN CENTERS FOR THE BLIND						NONE	PC	GENERAL CHARITABLE PURPOSE	3,750
FLORIDA SHERIFFS YOUTH RANCHES INC.						NONE	PC	GENERAL CHARITABLE PURPOSE	5,000
FLORIDA UNITED METHODIST CHILDREN'S HOME						NONE	PC	GENERAL CHARITABLE PURPOSE	7,500
HAVEN OF LAKE & SUMTER COUNTIES						NONE	PC	GENERAL CHARITABLE PURPOSE	10,000
JUSTICE AND PEACE OFFICE INC						NONE	PC	GENERAL CHARITABLE PURPOSE	5,000
KIDS HOUSE OF SEMINOLE CHILDREN'S ADVOCACY CENTER						NONE	PC	GENERAL CHARITABLE PURPOSE	2,500

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

Recipient(s) paid during the year

Name				
LAKE/SUMTER TAKE STOCK IN CHILDREN				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship: NONE	**Foundation Status**: PC			
Purpose of grant/contribution: GENERAL CHARITABLE PURPOSE				**Amount**: 4,000

Name				
LIGHTHOUSE CENTRAL FLORIDA				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship: NONE	**Foundation Status**: PC			
Purpose of grant/contribution: GENERAL CHARITABLE PURPOSE				**Amount**: 5,000

Name				
MEALS ON WHEELS PLUS OF MANATEE INC				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship: NONE	**Foundation Status**: PC			
Purpose of grant/contribution: GENERAL CHARITABLE PURPOSE				**Amount**: 2,500

Name				
NEMOURS FOUNDATION				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship: NONE	**Foundation Status**: PC			
Purpose of grant/contribution: GENERAL CHARITABLE PURPOSE				**Amount**: 5,000

Name				
NEW VISION FOR INDEPENDENCE INC				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship: NONE	**Foundation Status**: PC			
Purpose of grant/contribution: GENERAL CHARITABLE PURPOSE				**Amount**: 5,000

Name				
ORLANDO HEALTH FOUNDATION INC				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship: NONE	**Foundation Status**: PC			
Purpose of grant/contribution: GENERAL CHARITABLE PURPOSE				**Amount**: 7,500

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

Recipient(s) paid during the year

Name
ORLANDO UNION RESCUE MISSION
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSE	5,000

Name
PINES OF SARASOTA FOUNDATION INC
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSE	5,000

Name
RONALD MCDONALD HOUSE CHARITIES OF CENTRAL FL
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSE	3,750

Name
SALVATION ARMY - ORANGE COUNTY AREA COMMAND
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSE	2,500

Name
SENIORS FIRST INC
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSE	5,000

Name
SPACE COAST EARLY INTERVENTION CENTER
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSE	5,000

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

Recipient(s) paid during the year

Name				
SUNRISE ADULT DAY LEARNING CTR SCHOLARSHIP PROG SUNRISE ARC				
Street				
City	State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: PC			
Purpose of grant/contribution: GENERAL CHARITABLE PURPOSE				Amount: 5,000

Name				
THE ASSISTANCE FUND INC.				
Street				
City	State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: PC			
Purpose of grant/contribution: GENERAL CHARITABLE PURPOSE				Amount: 5,000

Name				
CENTRAL FLA ZOO 7 BOTANICAL GARDENS				
Street				
City	State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: PC			
Purpose of grant/contribution: GENERAL CHARITABLE PURPOSE				Amount: 2,500

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

SUNTRUST

WILLIAMS, M M & R P FDN TA
ACCOUNT NO. 5602264

PORTFOLIO DETAIL

AS OF 08/31/14

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
PRINCIPAL PORTFOLIO						
	PRINCIPAL CASH	335,057.40- 5.18-%	335,057.40-			
STIF & MONEY MARKET FUNDS						
191,080.93	FEDERATED MONEY MKT OBLIGS TR TRSY OBLIGS INSTL CL #68 FFS CUSIP: 609068DF5	191,080.93 1.000 2.95 %	191,080.93 1.00	0.00	26	0.01 % 0.00 %
EQUITY SECURITIES						
MUTUAL FUNDS-EQUITY						
4,061	ISHARES CORE MSCI EUROPE ETF CUSIP: 46434V738	194,643.73 47.930 3.01 %	192,978.72 47.52	1,665.01	0	0.00 % 0.00 %
3,700	ISHARES CORE MSCI PACIFIC ETF CUSIP: 46434V696	190,550.00 51.500 2.95 %	192,178.00 51.94	1,628.00-	0	0.00 % 0.00 %
TOTAL MUTUAL FUNDS-EQUITY		385,193.73	385,156.72	37.01	0	0.00 %

SUNTRUST

WILLIAMS, M M & R P FDN TA
ACCOUNT NO. 5602264

PORTFOLIO DETAIL

AS OF 08/31/14

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
MUTUAL FUNDS-FIXED INCOME						
1,567	ISHARES BARCLAYS 3-7 YEAR ETF CUSIP: 464288661	191,299.36 122.080 2.96 %	189,607.55 121.00	1,691.81	2,036	1.06 % 0.00 %
2,391	PIMCO 1-5 YEAR US TIPS INDEX ETF CUSIP: 72201R205	127,076 87 53.148 1.97 %	126,789.33 53.03	287.54	1,088	0.86 % 0.00 %
TOTAL MUTUAL FUNDS-FIXED INCOME		318,376.23	316,396.88	1,979.35	3,123	0.98 %
TOTAL EQUITY SECURITIES		703,569.96	701,553.60	2,016.36	3,123	0.44 %
MUTUAL FUNDS						
9,010.207	BRANDES INTERNATIONAL SMALL CAP EQUITY FUND CUSIP: 105262737	128,936.06 14.310 1.99 %	122,088.31 13.55	6,847.75	3,748	2.91 % 0.00 %
2,793.172	CAMBIAR SMALL CAP FUND CUSIP: 0075W0593	65,751.27 23.540 1.02 %	49,653.30 17.78	16,097.97	0	0.00 % 0.00 %
28,961.598	DOUBLELINE TOTAL RETURN BOND FUND CUSIP. 258620103	318,577.58 11.000 4.93 %	324,296.52 11.20	5,718.94-	16,276	5.11 % 0.00 %
7,872.877	EATON VANCE ATLANTA CAPITAL SMID CAP FUND CUSIP: 277902698	197,136.84 25.040 3.05 %	174,148.03 22.12	22,988.81	0	0.00 % 0.00 %

SUNTRUST

WILLIAMS, M M & R P FDN TA
ACCOUNT NO. 5602264

PORTFOLIO DETAIL

AS OF 08/31/14

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
17,555.345	EATON VANCE FLOATING-RATE FUND CUSIP: 277911491	159,753.64 9.100 2.47 %	160,923.54 9.17	1,169.90-	6,004	3.76 % 0.00 %
51,735.097	FEDERATED STRATEGIC VAL DIV IS CUSIP: 314172560	324,896.41 6.280 5.02 %	240,050 85 4.64	84,845.56	15,934	4.90 % 0.00 %
15,019.207	GOLDMAN SACHS LOCAL EMERGING MARKETS DEBT FUND CUSIP: 38145N303	127,963.64 8.520 1.98 %	143,454.54 9.55	15,490.90-	6,969	5.45 % 0.00 %
37,218.346	JOHN HANCOCK FUNDS III DISCIPLINED VALUE FUND CUSIP: 47803U640	719,430.63 19.330 11.13 %	589,598.29 15.84	129,832.34	5,173	0.72 % 0.00 %
29,756.645	JPMORGAN U.S. EQUITY FUND CUSIP: 4812A1142	457,657.20 15.380 7.08 %	395,860.81 13.30	61,796.39	4,553	0.99 % 0.00 %
8,993.102	MAINSTAY ICAP INTERNATIONAL FUND CUSIP: 56063J716	325,730.15 36 220 5.04 %	306,937.62 34 13	18,792.53	3,273	1.00 % 0.00 %
56,156.148	MANNING & NAPIER FUND INC-WORLD OPPORTUNITIES SERIES FUND CUSIP· 563821545	516,075.00 9.190 7.98 %	422,232.68 7.52	93,842.32	5,784	1.12 % 0.00 %
4,759.26	OPPENHEIMER DEVELOPING MARKETS FUND CUSIP: 683974505	194,558.55 40.880 3.01 %	154,940.02 32.56	39,618.53	776	0.40 % 0.00 %
13,341.823	OSTERWEIS STRATEGIC INCOME FUND CUSIP: 742935489	160,235.29 12.010 2.48 %	158,164.67 11.85	2,070.62	6,884	4.30 % 0.00 %

SUNTRUST

WILLIAMS, M M & R P FDN TA
ACCOUNT NO. 5602264

PORTFOLIO DETAIL

AS OF 08/31/14

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
13,312.822	PIMCO EMERGING LOCAL BOND INSTL FD CUSIP: 72201F516	127,669.96 9.590 1.97 %	140,103.69 10.52	12,433.73-	6,084	4.77 % 0.00 %
11,830.834	PIMCO INVESTMENT GRADE CORPORATE BOND FUND CUSIP· 722005816	127,891.32 10.810 1.98 %	123,898.90 10.47	3,992.42	4,555	3.56 % 0.00 %
2,539.512	T ROWE PRICE DIVERSIFIED SMALL-CAP GROWTH FUND INC CUSIP. 779917103	65,722.57 25.880 1.02 %	55,277.70 21.77	10,444.87	0	0.00 % 0.00 %
24,830.155	T. ROWE PRICE INSTITUTIONAL LARGE-CAP GROWTH FUND CUSIP: 45775L408	715,605.07 28.820 11.07 %	437,818.80 17.63	277,786.27	0	0.00 % 0.00 %
7,979.003	VAN ECK EMERGING MARKETS FUND CUSIP: 921075438	128,302.37 16.080 1.98 %	127,664.04 16.00	638.33	503	0.39 % 0.00 %
26,853.965	WASATCH LONG/SHORT FUND CUSIP: 936793769	452,757.85 16.860 7.00 %	422,955.51 15.75	29,802.34	0	0 00 % 0.00 %
11,584.946	WESTERN ASSET MORTGAGE BACKED SECURITIES FUND CUSIP: 52469F333	127,434.41 11.000 1.97 %	127,647.00 11.02	212.59-	5,931	4 65 % 0.00 %
11,111.239	WELLS FARGO ADVANTAGE ABSOLUTE RETURN FUND CUSIP: 94987W737	128,779.26 11.590 1.99 %	123,556.97 11.12	5,222.29	2,144	1.66 % 0.00 %

SUNTRUST

WILLIAMS, M M & R P FDN TA
ACCOUNT NO. 5602264

PORTFOLIO DETAIL
AS OF 08/31/14

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
TOTAL MUTUAL FUNDS		5,570,865.07	4,801,271.79	769,593.28	94,593	1.70 %
MISCELLANEOUS ASSETS						
1	CLASS ACTION PENDING COCA COLA CO ON RCPT OF FINAL PMT CUSIP: 997000ZY3	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	CLASS ACTION PENDING HALLIBURTON ON RCPT OF FINAL PMT CUSIP: 997000BE3	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0 00 % 0.00 %
1	CLASS ACTION PENDING TENET HEALTHCARE ON RCPT OF FINAL PMT CUSIP. 997000KE3	0.00 0.000 0.00 %	0.00 0 00	0 00	0	0 00 % 0.00 %
TOTAL MISCELLANEOUS ASSETS		0.00	0.00	0.00	0	0.00 %
PRINCIPAL PORTFOLIO TOTAL		6,130,458.56	5,358,848.92	771,609.64	97,743	1.51 %
INCOME PORTFOLIO						
	INCOME CASH	335,957.59 5.20 %	335,957.59			

SUNTRUST

WILLIAMS, M M & R P FDN TA
ACCOUNT NO. 5602264

PORTFOLIO DETAIL

AS OF 08/31/14

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
TOTAL ASSETS		6,466,416.15	5,694,806.51	771,609.64	97,763	1.51

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

	Amount
Long Term CG Distributions	60,971
Short Term CG Distributions	

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	2,184,167	1,976,400	207,767
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	ABERDEEN-EQY LONG SHOR	003020336			7/29/2013		10/7/2013	186	188				0	-2
2	X	ABERDEEN-EQY LONG SHOR	003020336			3/11/2013		10/7/2013	471	461				0	10
3	X	ABERDEEN-EQY LONG SHOR	003020336			10/18/2011		8/18/2014	116,385	104,929				0	11,456
4	X	ABERDEEN-EQY LONG SHOR	003020336			12/20/2011		8/18/2014	1,168	1,050				0	118
5	X	ABERDEEN-EQY LONG SHOR	003020336			8/6/2012		8/18/2014	41	38				0	3
6	X	ABERDEEN-EQY LONG SHOR	003020336			12/20/2012		8/18/2014	1,277	1,188				0	89
7	X	ABERDEEN-EQY LONG SHOR	003020336			3/11/2013		8/18/2014	2,034	1,962				0	72
8	X	ABERDEEN-EQY LONG SHOR	003020336			12/20/2013		8/18/2014	2,047	2,031				0	16
9	X	ABERDEEN-EQY LONG SHOR	003020336			3/24/2014		8/18/2014	4,621	4,494				0	127
10	X	CAMBIAR SMALL CAP-INS	0075W0593			3/28/2011		10/7/2013	2,490	2,050				0	440
11	X	CAMBIAR SMALL CAP-INS	0075W0593			12/12/2013		3/24/2014	5,553	5,170				0	383
12	X	BLACKSTONE ALT MULTI-STR	09257V201			6/16/2014		8/18/2014	127,404	126,770				0	634
13	X	BRANDES INTL S/C EQUITY-I	105262737			3/24/2014		8/18/2014	2,395	2,277				0	118
14	X	EATON VANCE ATLANTA CAP	277902698			7/29/2013		10/7/2013	486	473				0	13
15	X	EATON VANCE ATLANTA CAP	277902698			12/12/2013		3/24/2014	1,564	1,541				0	23
16	X	EATON VANCE ATLANTA CAP	277902698			7/29/2013		3/24/2014	4,557	4,184				0	373
17	X	EATON VANCE ATLANTA CAP	277902698			7/29/2013		8/18/2014	58,413	52,312				0	6,101
18	X	FEDERATED STRATEGIC VAL	314172560			10/7/2013		3/24/2014	1,335	1,275				0	60
19	X	FEDERATED STRATEGIC VAL	314172560			12/4/2013		3/24/2014	1,628	1,606				0	22
20	X	FEDERATED STRATEGIC VAL	314172560			7/18/2011		3/24/2014	326	260				0	66
21	X	FEDERATED STRATEGIC VAL	314172560			7/18/2011		8/18/2014	10,452	7,822				0	2,630
22	X	ABSOLUTE STRATEGIES FUN	34984T600			8/6/2012		3/24/2014	28,785	29,387				0	-602
23	X	ABSOLUTE STRATEGIES FUN	34984T600			2/5/2013		3/24/2014	20,829	21,000				0	-171
24	X	ABSOLUTE STRATEGIES FUN	34984T600			3/11/2013		3/24/2014	2,289	2,322				0	-33
25	X	ABSOLUTE STRATEGIES FUN	34984T600			7/29/2013		3/24/2014	8,504	8,666				0	-162
26	X	ABSOLUTE STRATEGIES FUN	34984T600			10/7/2013		3/24/2014	13,182	13,278				0	-96
27	X	ABSOLUTE STRATEGIES FUN	34984T600			10/18/2011		3/24/2014	98,199	98,824				0	-625
28	X	ABSOLUTE STRATEGIES FUN	34984T600			10/18/2011		6/16/2014	111,729	111,026				0	703
29	X	ABSOLUTE STRATEGIES FUN	34984T600			12/13/2011		6/16/2014	963	955				0	8
30	X	ABSOLUTE STRATEGIES FUN	34984T600			2/6/2012		6/16/2014	14,077	13,875				0	202
31	X	GOLDMAN SACHS LOC EMG M	38145N303			3/11/2013		8/18/2014	1,522	1,755				0	-233
32	X	T ROWE PRICE INST L/C GRV	45775L408			3/11/2013		10/7/2013	44,693	37,878				0	6,815
33	X	T ROWE PRICE INST L/C GRV	45775L408			2/6/2012		10/7/2013	48,201	35,534				0	12,667
34	X	T ROWE PRICE INST L/C GRV	45775L408			2/6/2012		3/24/2014	51,542	33,339				0	18,203
35	X	T ROWE PRICE INST L/C GRV	45775L408			10/18/2011		3/24/2014	6,867	4,071				0	2,796
36	X	ISHARES BARCLAYS 3-7 YEAR	464288661			10/7/2013		8/18/2014	5,007	4,975				0	32
37	X	ISHARES BARCLAYS 3-7 YEAR	464288661			7/29/2013		8/18/2014	55,441	54,950				0	491
38	X	JOHN HANCOCK III DISCPLN V	47803U640			3/11/2013		10/7/2013	53,190	48,054				0	5,136
39	X	JOHN HANCOCK III DISCPLN V	47803U640			12/16/2013		3/24/2014	31,760	30,159				0	1,601
40	X	JOHN HANCOCK III DISCPLN V	47803U640			3/11/2013		3/24/2014	9,083	7,729				0	1,354
41	X	JPMORGAN U S EQUITY FUN	4812A1142			3/11/2013		10/7/2013	91,937	83,419				0	8,518
42	X	T ROWE PRICE DIVERS S/C G	779917103			7/29/2013		3/24/2014	3,141	2,704				0	437
43	X	T ROWE PRICE REAL ESTATE	779919109			3/24/2014		8/18/2014	136,247	124,378				0	11,869
44	X	VANGUARD M/B SECUR INDX	92206C755			2/5/2013		8/18/2014	233,783	231,670				0	2,113
45	X	VANGUARD M/B SECUR INDX	92206C755			3/11/2013		8/18/2014	6,782	6,708				0	74
46	X	VANGUARD M/B SECUR INDX	92206C755			10/7/2013		8/18/2014	3,069	3,011				0	58
47	X	VANGUARD M/B SECUR INDX	92206C755			3/24/2014		8/18/2014	9,543	9,380				0	163
48	X	WASATCH LONG/SHORT FUN	936793769			8/6/2012		10/7/2013	4,184	3,509				0	675
49	X	WFA ABSOLUTE RETURN FUN	94987W737			3/24/2014		8/18/2014	839	810				0	29
50	X	JPMORGAN U S EQUITY FUN	4812A1142			12/12/2013		3/24/2014	28,837	27,359				0	1,478
51	X	JPMORGAN U S EQUITY FUN	4812A1142			3/11/2013		3/24/2014	124,874	108,136				0	16,738
52	X	WESTERN ASSET MTG BKD S	52469F333			7/29/2013		10/7/2013	812	820				0	-8
53	X	WESTERN ASSET MTG BKD S	52469F333			7/29/2013		8/18/2014	62,700	63,158				0	-458
54	X	MANNING & NAPIER WORLD (	563821545			7/18/2011		10/7/2013	3,504	3,492				0	12
55	X	MANNING & NAPIER WORLD (	563821545			3/24/2014		8/18/2014	11,465	11,239				0	226
56	X	MANNING & NAPIER WORLD (	563821545			7/18/2011		8/18/2014	45,638	43,794				0	1,844
57	X	OPPENHEIMER DEVELOPING	683974505			11/19/2012		10/7/2013	76,852	68,493				0	8,359
58	X	OPPENHEIMER DEVELOPING	683974505			12/6/2013		3/24/2014	1,376	1,438				0	-62
59	X	OPPENHEIMER DEVELOPING	683974505			11/19/2012		3/24/2014	34,418	32,022				0	2,396
60	X	OPPENHEIMER DEVELOPING	683974505			11/19/2012		8/18/2014	10,102	8,218				0	1,884
61	X	OPPENHEIMER DEVELOPING	683974505			2/6/2012		8/18/2014	82,945	66,577				0	16,368
62	X	PIMCO INVESTMENT GRD CO	722005816			7/29/2013		8/18/2014	12,882	12,654				0	228
63	X	PIMCO INVESTMENT GRD CO	722005816			10/7/2013		8/18/2014	3,507	3,442				0	65
64	X	PIMCO INVESTMENT GRD CO	722005816			1/26/2011		8/18/2014	113,284	110,444				0	2,840
65	X	PIMCO EMERGING LOCAL BO	72201F516			2/5/2013		10/7/2013	244	277				0	-33
66	X	PIMCO EMERGING LOCAL BO	72201F516			2/5/2013		8/18/2014	2,944	3,388				0	-444
67	X	PIMCO 1-5 YEAR US TIPS IND	72201R205			10/7/2013		8/18/2014	4,211	4,200				0	11
68	X	PIMCO 1-5 YEAR US TIPS IND	72201R205			7/29/2013		8/18/2014	56,507	56,222				0	285

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

	Amount
Long Term CG Distributions	60,971
Short Term CG Distributions	

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	2,184,167	1,976,400	207,767
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	T ROWE PRICE DIVERS S/C G	779917103			7/29/2013		10/7/2013	5,470	5,196				0	274
70	X	T ROWE PRICE DIVERS S/C G	779917103			12/13/2013		3/24/2014	403	384				0	19

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		20,394	1,534	0	0
1	FOREIGN TAX WITHHELD	1,534	1,534		
2	PY EXCISE TAX DUE	7,565			
3	ESTIMATED EXCISE PAYMENTS	11,295			

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

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		1,000	0	0	1,000
	Description				
1	MEMBERSHIP DUES	1,000			1,000

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

		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
			5,297,621	5,502,825	6,274,435
	Asset Description				
1	SEE ATTACHED			5,502,825	6,274,435

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

	Amount
Long Term CG Distributions	60,971
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
						2,123,198	0	0	1,976,400	146,796	0	0	0	146,796
1	ABERDEEN-EQY LONG SHORT-IN	003020336		7/29/2013	10/7/2013	186		0	188	-2	0	0	0	-2
2	ABERDEEN-EQY LONG SHORT-IN	003020336		3/11/2013	10/7/2013	471		0	461	10	0	0	0	10
3	ABERDEEN-EQY LONG SHORT-IN	003020336		10/18/2011	8/18/2014	116,385		0	104,929	11,456	0	0	0	11,456
4	ABERDEEN-EQY LONG SHORT-IN	003020336		12/20/2011	8/18/2014	1,168		0	1,050	118	0	0	0	118
5	ABERDEEN-EQY LONG SHORT-IN	003020336		8/6/2012	8/18/2014	41		0	38	3	0	0	0	3
6	ABERDEEN-EQY LONG SHORT-IN	003020336		12/20/2012	8/18/2014	1,277		0	1,188	89	0	0	0	89
7	ABERDEEN-EQY LONG SHORT-IN	003020336		3/11/2013	8/18/2014	2,034		0	1,962	72	0	0	0	72
8	ABERDEEN-EQY LONG SHORT-IN	003020336		12/20/2013	8/18/2014	2,047		0	2,031	16	0	0	0	16
9	ABERDEEN-EQY LONG SHORT-IN	003020336		3/24/2014	8/18/2014	4,621		0	4,494	127	0	0	0	127
10	CAMBIAR SMALL CAP-INS	0075W0593		3/28/2011	10/7/2013	2,490		0	2,050	440	0	0	0	440
11	CAMBIAR SMALL CAP-INS	0075W0593		12/12/2013	3/24/2014	5,553		0	5,170	383	0	0	0	383
12	BLACKSTONE ALT MULTI-STRAT-I	09257V201		8/18/2014	8/18/2014	127,404		0	126,770	634	0	0	0	634
13	BRANDES INTL S/C EQUITY-I	105262737		3/24/2014	8/18/2014	2 395		0	2 277	118	0	0	0	118
14	EATON VANCE ATLANTA CAPITAL SMID	277902698		7/29/2013	10/7/2013	486		0	473	13	0	0	0	13
15	EATON VANCE ATLANTA CAPITAL SMID	277902698		12/12/2013	3/24/2014	1,564		0	1,541	23	0	0	0	23
16	EATON VANCE ATLANTA CAPITAL SMID	277902698		7/29/2013	3/24/2014	4,557		0	4,184	373	0	0	0	373
17	EATON VANCE ATLANTA CAPITAL SMID	277902698		7/29/2013	8/18/2014	58,413		0	52,312	6,101	0	0	0	6,101
18	FEDERATED STRATEGIC VAL DIV IS	314172560		10/7/2013	3/24/2014	1,335		0	1,275	60	0	0	0	60
19	FEDERATED STRATEGIC VAL DIV IS	314172560		12/4/2013	3/24/2014	1,628		0	1,606	22	0	0	0	22
20	FEDERATED STRATEGIC VAL DIV IS	314172560		7/18/2011	3/24/2014	326		0	260	66	0	0	0	66
21	FEDERATED STRATEGIC VAL DIV IS	314172560		7/18/2011	8/18/2014	10 452		0	7,822	2,630	0	0	0	2 630
22	ABSOLUTE STRATEGIES FUND I	34984T600		8/6/2012	3/24/2014	28,785		0	29,387	-602	0	0	0	-602
23	ABSOLUTE STRATEGIES FUND I	34984T600		2/5/2013	3/24/2014	20,829		0	21,000	-171	0	0	0	-171
24	ABSOLUTE STRATEGIES FUND I	34984T600		3/11/2013	3/24/2014	2 289		0	2,322	-33	0	0	0	-33
25	ABSOLUTE STRATEGIES FUND I	34984T600		7/29/2013	3/24/2014	8,504		0	8,666	-162	0	0	0	-162
26	ABSOLUTE STRATEGIES FUND I	34984T600		10/7/2013	3/24/2014	13,182		0	13,278	-96	0	0	0	-96
27	ABSOLUTE STRATEGIES FUND I	34984T600		10/18/2011	3/24/2014	98,199		0	98,824	-625	0	0	0	-625
28	ABSOLUTE STRATEGIES FUND I	34984T600		10/18/2011	6/16/2014	111,729		0	111,026	703	0	0	0	703
29	ABSOLUTE STRATEGIES FUND I	34984T600		12/13/2011	6/16/2014	963		0	955	8	0	0	0	8
30	ABSOLUTE STRATEGIES FUND I	34984T600		2/6/2012	6/16/2014	14,077		0	13,875	202	0	0	0	202
31	GOLDMAN SACHS LOC EMG MK-I	38145N303		3/11/2013	8/18/2014	1,522		0	1,755	-233	0	0	0	-233
32	T ROWE PRICE INST L/C GRWTH	45775L408		3/11/2013	10/7/2013	44,693		0	37,878	6 815	0	0	0	6,815
33	T ROWE PRICE INST L/C GRWTH	45775L408		2/6/2012	10/7/2013	48,201		0	35,534	12,667	0	0	0	12,667
34	T ROWE PRICE INST L/C GRWTH	45775L408		2/6/2012	3/24/2014	51,542		0	33,339	18,203	0	0	0	18,203
35	T ROWE PRICE INST L/C GRWTH	45775L408		10/18/2011	3/24/2014	6 867		0	4,071	2,796	0	0	0	2,796
36	ISHARES BARCLAYS 3-7 YEAR ETF	464288661		10/7/2013	8/18/2014	5,007		0	4,975	32	0	0	0	32
37	ISHARES BARCLAYS 3-7 YEAR ETF	464288661		7/29/2013	8/18/2014	55,441		0	54,950	491	0	0	0	491
38	JOHN HANCOCK III DISCPLN V-I	47803U640		3/11/2013	10/7/2013	53,190		0	48,054	5,136	0	0	0	5,136
39	JOHN HANCOCK III DISCPLN V-I	47803U640		12/16/2013	3/24/2014	31 760		0	30,159	1,601	0	0	0	1,601
40	JOHN HANCOCK III DISCPLN V-I	47803U640		3/11/2013	3/24/2014	9,083		0	7,729	1,354	0	0	0	1,354
41	JPMORGAN U S EQUITY FUND-INST	4812A1142		3/11/2013	10/7/2013	91,937		0	83,419	8,518	0	0	0	8,518
42	T ROWE PRICE DIVERS S/C GRTH	779917103		7/29/2013	3/24/2014	3 141		0	2,704	437	0	0	0	437
43	T ROWE PRICE REAL ESTATE FUND	779919109		3/24/2014	8/18/2014	136,247		0	124,378	11,869	0	0	0	11 869
44	VANGUARD M/B SECUR INDX-SIG	92206C755		2/5/2013	8/18/2014	233,783		0	231,670	2,113	0	0	0	2,113
45	VANGUARD M/B SECUR INDX-SIG	92206C755		3/11/2013	8/18/2014	6,782		0	6,708	74	0	0	0	74
46	VANGUARD M/B SECUR INDX-SIG	92206C755		10/7/2013	8/18/2014	3,069		0	3,011	58	0	0	0	58
47	VANGUARD M/B SECUR INDX-SIG	92206C755		3/24/2014	8/18/2014	9,543		0	9,380	163	0	0	0	163
48	WASATCH LONG/SHORT FUND-INS	936793769		8/6/2012	10/7/2013	4,184		0	3,509	675	0	0	0	675
49	WFA ABSOLUTE RETURN FUND-INS	94987W737		3/24/2014	8/18/2014	839		0	810	29	0	0	0	29
50	JPMORGAN U S EQUITY FUND-INST	4812A1142		12/12/2013	3/24/2014	28,837		0	27,359	1,478	0	0	0	1,478
51	JPMORGAN U S EQUITY FUND-INST	4812A1142		3/11/2013	3/24/2014	124,874		0	108,136	16,738	0	0	0	16,738
52	WESTERN ASSET MTG BKD SEC-I	52469F333		7/29/2013	10/7/2013	812		0	820	-8	0	0	0	-8
53	WESTERN ASSET MTG BKD SEC-I	52469F333		7/29/2013	8/18/2014	62,700		0	63,158	-458	0	0	0	-458
54	MANNING & NAPIER WORLD OPPOR	563821545		7/18/2011	10/7/2013	3 504		0	3,492	12	0	0	0	12
55	MANNING & NAPIER WORLD OPPOR	563821545		3/24/2014	8/18/2014	11,465		0	11,239	226	0	0	0	226
56	MANNING & NAPIER WORLD OPPOR	563821545		7/18/2011	8/18/2014	45,638		0	43 794	1 844	0	0	0	1 844
57	OPPENHEIMER DEVELOPING MKT-Y	683974505		11/19/2012	10/7/2013	76 852		0	68 493	8,359	0	0	0	8 359
58	OPPENHEIMER DEVELOPING MKT-Y	683974505		12/6/2013	3/24/2014	1,376		0	1,438	-62	0	0	0	-62
59	OPPENHEIMER DEVELOPING MKT-Y	683974505		11/19/2012	3/24/2014	34 418		0	32,022	2,396	0	0	0	2,396
60	OPPENHEIMER DEVELOPING MKT-Y	683974505		11/19/2012	8/18/2014	10 102		0	8,218	1 884	0	0	0	1,884
61	OPPENHEIMER DEVELOPING MKT-Y	683974505		2/6/2012	8/18/2014	82 945		0	66,577	16 368	0	0	0	16,368
62	PIMCO INVESTMENT GRD CORP-IN	722005816		7/29/2013	8/18/2014	12,882		0	12,654	228	0	0	0	228
63	PIMCO INVESTMENT GRD CORP-IN	722005816		10/7/2013	8/18/2014	3,507		0	3,442	65	0	0	0	65
64	PIMCO INVESTMENT GRD CORP-IN	722005816		1/26/2011	8/18/2014	113 284		0	110,444	2,840	0	0	0	2 840
65	PIMCO EMERGING LOCAL BOND INST	72201F516		2/5/2013	10/7/2013	244		0	277	-33	0	0	0	-33
66	PIMCO EMERGING LOCAL BOND INST	72201F516		2/5/2013	8/18/2014	2 944		0	3,388	-444	0	0	0	-444
67	PIMCO 1-5 YEAR US TIPS INDEX ETF	72201R205		10/7/2013	8/18/2014	4,211		0	4,200	11	0	0	0	11
68	PIMCO 1-5 YEAR US TIPS INDEX ETF	72201R205		7/29/2013	8/18/2014	56,507		0	56,222	285	0	0	0	285
69	T ROWE PRICE DIVERS S/C GRTH	779917103		7/29/2013	10/7/2013	5,470		0	5,196	274	0	0	0	274
70	T ROWE PRICE DIVERS S/C GRTH	779917103		12/13/2013	3/24/2014	403		0	384	19	0	0	0	19

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

										57,064	0	0
	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	SUNTRUST BANK		P O BOX 620005	ORLANDO	FL	32862-0005		TRUSTEE	AS REQUIR	57,064		

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	1/10/2014	2	2,824
3	Second quarter estimated tax payment	2/10/2014	3	2,824
4	Third quarter estimated tax payment	5/13/2014	4	2,824
5	Fourth quarter estimated tax payment	8/12/2014	5	2,823
6	Other payments		6	
7	Total		7	11,295