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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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▶ Information about Form 990-PF and its 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 **10/1/2013**, and ending **9/30/2014**

Name of foundation SANDERS CAROLINE J S TD NO 2			A Employer identification number 23-2676889	
Number and street (or P O box number if mail is not delivered to street address) Room/suite Wells Fargo Bank N.A. Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041			B Telephone number (see instructions) (888) 730-4933	
City or town Winston Salem		State NC	ZIP code 27101-3818	
Foreign country name		Foreign province/state/county		Foreign postal code
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) ▶ \$ 3,652,896		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)		
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 ☐				

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	75,050	72,891		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	87,076			
	b Gross sales price for all assets on line 6a 1,121,891				
	7 Capital gain net income (from Part IV, line 2)		87,076		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	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	162,126	159,967	0	
	13 Compensation of officers, directors, trustees, etc	47,648	35,736		11,912
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				601
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)		1,116		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	9,211	9		9,202
	24 Total operating and administrative expenses. Add lines 13 through 23	65,470	36,861	0	21,715
	25 Contributions, gifts, grants paid	162,000			162,000
	26 Total expenses and disbursements. Add lines 24 and 25	227,470	36,861	0	183,715
	27 Subtract line 26 from line 12	-65,344			
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)		123,106		
	c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2013)

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Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	187,409	143,813	143,813
	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)	418,803	428,406	589,542
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶			
Liabilities	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	2,722,792	2,690,058	2,919,541
	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)	3,329,004	3,262,277	3,652,896
	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	3,329,004	3,262,277	
	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)	3,329,004	3,262,277	
	31 Total liabilities and net assets/fund balances (see instructions)	3,329,004	3,262,277	

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	3,329,004
2 Enter amount from Part I, line 27a	2	-65,344
3 Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	478
4 Add lines 1, 2, and 3	4	3,264,138
5 Decreases not included in line 2 (itemize) ▶ PY RETURN OF CAPITAL ADJUSTMENT	5	1,861
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,262,277

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement			
b See Attached Statement			
c See Attached Statement			
d See Attached Statement			
e See Attached Statement			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			0
b			0
c			0
d			0
e			0

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	87,076
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.

(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	156,611	3,511,299	0.044602
2011	165,878	3,381,592	0.049053
2010	165,128	3,456,495	0.047773
2009	104,900	3,150,182	0.033300
2008	189,441	2,753,869	0.068791

2 Total of line 1, column (d)	2	0.243519
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	0.048704
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	3,626,295
5 Multiply line 4 by line 3	5	176,615
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,231
7 Add lines 5 and 6	7	177,846
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	183,715

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	1,231	
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	1,231	
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	1,231	
6	Credits/Payments.			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	4,231	
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	4,231	
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	3,000	
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax 1,231 Refunded	11	1,769	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ WELLS FARGO BANK N A Telephone no. ▶ 888-730-4933 Located at ▶ 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ▶ 27101-3818			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ 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? ☐ 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
Wells Fargo Bank N.A. Trust Tax Dept 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	TRUSTEE 4.00	47,648		

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see instructions). If none, enter "NONE."

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1	NONE	
2		
3		
4		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

1	NONE	
2		
All other program-related investments See instructions		
3	NONE	
Total. Add lines 1 through 3		0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	3,513,314
b	Average of monthly cash balances	1b	168,204
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	3,681,518
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	3,681,518
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	55,223
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,626,295
6	Minimum investment return. Enter 5% of line 5	6	181,315

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	181,315
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,231
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,231
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	180,084
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	180,084
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	180,084

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	183,715
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	183,715
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	1,231
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	182,484

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				180,084
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			15,847	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 183,715				
a Applied to 2012, but not more than line 2a			15,847	
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				167,868
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				12,216
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

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

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

	Prior 3 years				(e) Total
	Tax year (a) 2013	(b) 2012	(c) 2011	(d) 2010	
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.

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

- c** Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	162,000
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

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

- | | | |
|---|---|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | |
| | (1) Cash | 1a |
| | (2) Other assets | 1a |
| b | Other transactions: | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b |
| | (3) Rental of facilities, equipment, or other assets | 1b |
| | (4) Reimbursement arrangements | 1b |
| | (5) Loans or loan guarantees | 1b |
| | (6) Performance of services or membership or fundraising solicitations | 1b |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1b |
| 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 | |

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

[illegible]

- 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.

John A. Salente SVP Wells Fargo Bank N.A.
Signature of officer or trustee

1/26/2015
Date

SVP Wells Fargo Bank N.A.
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 _____

JOSEPH J. CASTRIANO

Preparer's signature

Alfred

Date

1/26/2015

Check ☒ if self-employed

PTIN	
------	--

P01251603

Firm's name ► PricewaterhouseCoopers, LLP

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

Firm's EIN ▶ 13-4008324

Phone no	412-355-6000
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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

THE FRANKLIN INSTITUTE

Street

222 N 20TH ST

City

PHILADELPHIA

State

PA

Zip Code

19103

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

4,000

Name

PHILADELPHIA SCHOLARS PROGRAM

Street

1709 BENJAMIN FRANKLIN PARKWAY SUITE 700

City

PHILADELPHIA

State

PA

Zip Code

19103

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

4,000

Name

THE WYCK ASSOCIATION

Street

6026 GERMANTOWN AVE

City

PHILADELPHIA

State

PA

Zip Code

19144

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

Name

WILLIAMSON FREE SCHOOL OF MECHANICAL TRADES

Street

142 S NEW MIDDLETOWN RD

City

MEDIA

State

PA

Zip Code

19063

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

Name

BENEVOLENT RESIDENT SUBSIDY PROGRAM

Street

200 LOTHROP ST

City

PITTSBURGH

State

PA

Zip Code

15213-2582

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

4,000

Name

YMCA OF PHILADELPHIA & VICINITY

Street

2000 MARKET ST #750

City

PHILADELPHIA

State

PA

Zip Code

19103

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

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

Recipient(s) paid during the year

Name

CHESTER SENIOR CENTER

Street

721 HAYES ST

City

CHESTER

State

PA

Zip Code

19013

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

4,000

Name

TALLER PUERTORRIQUENO

Street

1926 LOCUST STREET

City

PHILADELPHIA

State

PA

Zip Code

19103

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

INN DWELLINGS

Street

50 SOUTH FIRST AVENUE

City

COATESVILLE

State

PA

Zip Code

19320

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

Name

QUALITY OF LIFE PROGRAMS AT SAUNDERS HOUSE

Street

100 E LANCASTER AVE

City

WYNNEWOOD

State

PA

Zip Code

19096

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

THE WILMA THEATER

Street

265 S BROAD ST

City

PHILADELPHIA

State

PA

Zip Code

19107

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

SILVER SPRINGS - MARTIN LUTHER SCHOOL

Street

512 W TOWNSHIP LINE RD

City

PLYMOUTH MEETING

State

PA

Zip Code

19462

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

4,000

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

Recipient(s) paid during the year

Name

ALLENS LANE ART CENTER

Street

601 W ALLENS LANE

City

PHILADELPHIA

State

PA

Zip Code

19119

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

Name

ARDEN THEATRE COMPANY

Street

40 N 2ND ST

City

PHILADELPHIA

State

PA

Zip Code

19106

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,000

Name

ASTRAL ARTISTIC SERVICES

Street

230 S BROAD ST

City

PHILADELPHIA

State

PA

Zip Code

19102

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

BREAKTHROUGH OF GREATER PHILADELPHIA

Street

34 WEST COULTER STREET

City

PHILADELPHIA

State

PA

Zip Code

19144

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

Name

CENTER FOR AUTISM

Street

2801 GRANT AVE

City

PHILADELPHIA

State

PA

Zip Code

19144

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

Name

DRUEDING CENTER

Street

413 W MASTER ST

City

PHILADELPHIA

State

PA

Zip Code

19122

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,500

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

Recipient(s) paid during the year

Name

NATIONAL LIBERTY MUSEUM

Street

321 CHESTNUT STREET

City

PHILADELPHIA

State

PA

Zip Code

19106

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

12,000

Name

NEIGHBORHOOD CENTER INC UNITED

Street

278 KAIGHNS AVE

City

CAMDEN

State

NJ

Zip Code

08103

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

Name

THE SCHOOL FOR CHILDREN WITH HIDDEN INTELLIGENCE

Street

345 OAK ST

City

LAKEWOOD TOWNSHIP

State

NJ

Zip Code

08701

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

WAGNER FREE INSTITUTE OF SCIENCE

Street

1700 W MONTGOMERY AVE

City

PHILADELPHIA

State

PA

Zip Code

19121

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

Name

PHILADELPHIA RONALD MCDONALD HOUSE

Street

3925 CHESTNUT STREET

City

PHILADELPHIA

State

PA

Zip Code

19104

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

Name

PHILADELPHIA YOUNG PLAYWRIGHTS

Street

1709 BENJAMIN FRANKLIN PARKWAY

City

PHILADELPHIA

State

PA

Zip Code

19103

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

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

Recipient(s) paid during the year

Name

SMITH MEMORIAL PLAYGROUND AND PLAYHOUSE

Street

3500 RESERVOIR DRIVE

City

PHILADELPHIA

State

PA

Zip Code

19121

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

SHRINERS HOSPITAL FOR CHILDREN

Street

3551 N BROAD ST

City

PHILADELPHIA

State

PA

Zip Code

19140-4131

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

4,000

Name

FIGHT TO LEARN PROGRAM

Street

PO BOX 45237

City

PHILADELPHIA

State

PA

Zip Code

19124

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

Name

WOODMERE ART MUSEUM, INC

Street

9201 GERMANTOWN AVENUE

City

PHILADELPHIA

State

PA

Zip Code

19118

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

Name

CHILDRENS SCHOLARSHIP FUND

Street

100 SOUTH BROAD STREET #1200

City

PHILADELPHIA

State

PA

Zip Code

19110

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

4,000

Name

COMMUNITY LEARNING CENTER

Street

2701 N. BROAD ST

City

PHILADELPHIA

State

PA

Zip Code

19132

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

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

Recipient(s) paid during the year

Name

BOY SCOUTS OF AMERICA

Street

1485 VALLEY FORGE ROAD

City

WAYNE

State

PA

Zip Code

19087

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

DELAWARE VALLEY ASSOCIATION FOR THE EDUCATION OF YOUNG CHILDREN

Street

1608 WALNUT STREET

City

PHILADELPHIA

State

PA

Zip Code

19103

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

4,000

Name

JOHN BARTRAM ASSOCIATION

Street

5400 LINDBERGH BOULEVARD

City

PHILADELPHIA

State

PA

Zip Code

19143

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,000

Name

AWBURY ARBORETUM ASSOCIATION

Street

1 AWBURY ROAD

City

PHILADELPHIA

State

PA

Zip Code

19138

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,000

Name

MAIN LINE ART CENTER

Street

746 PANMURE ROAD

City

HAVERFORD

State

PA

Zip Code

19041

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,000

Name

ADOPTION CENTER OF DELAWARE VALLEY

Street

1500 WALNUT ST

City

PHILADELPHIA

State

PA

Zip Code

19102

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

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

Recipient(s) paid during the year

Name

MIGHTY WRITERS - WRITING CENTER FOR STUDENTS IN NORTH PHILADELPHIA

Street

1501 CHRISTIAN STREET

City PHILADELPHIA	State PA	Zip Code 19146	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			Amount 2,500

Name

TURNING POINT INITIATIVE

Street

415 SOUTH FIFTEENTH ST

City PHILADELPHIA	State PA	Zip Code 19146	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			Amount 2,500

Name

UNITED NEGRO COLLEGE FUND INC

Street

100 WEST 10TH ST #1010

City WILMINGTON	State DE	Zip Code 19801	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			Amount 5,500

Name

ST. CHRISTOPHERS FOUNDATION FOR CHILDREN

Street

1800 JOHN F KENNEDY BOULEVARD #401

City PHILADELPHIA	State PA	Zip Code 19103	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			Amount 10,000

Name

KALEIDOSCOPE ARTS-ENRICHED PRESCHOOL PROGRAM SETTLEMENT MUSIC SCHOOL OF PHILADELPHIA

Street

PO BOX 63966

City PHILADELPHIA	State PA	Zip Code 19147	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			Amount 5,000

Name

BEST BUDDIES INTERNATIONAL INC

Street

491 ALLENDALE ROAD

City KING OF PRUSSIA	State PA	Zip Code 19406	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			Amount 2,500

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

Recipient(s) paid during the year

Name

MANNA

Street

2323 RANSTEAD ST

City

PHILADELPHIA

State

PA

Zip Code

19103

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,000

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

Account: SANDERS CAROLINE J S TD NO 2
EIN: 23-2676889

<u>Security Type</u>	<u>CUSIP</u>	<u>Asset Name</u>	<u>FMV</u>	<u>Units</u>	<u>Fed Cost</u>
Invest - Corp Stock	008252108	AFFILIATED MANAGERS GROUP, INC COM	12,021.60	60.00	6,606.64
Invest - Corp Stock	03524A108	ANHEUSER-BUSCH INBEV SPN ADR	13,302.00	120.00	9,177.66
Invest - Corp Stock	037411105	APACHE CORP	12,203.10	130.00	10,589.43
Invest - Corp Stock	037833100	APPLE INC	30,728.75	305.00	25,261.09
Invest - Corp Stock	071813109	BAXTER INTL INC	11,483.20	160.00	11,649.68
Invest - Corp Stock	084670702	BERKSHIRE HATHAWAY INC.	21,411.70	155.00	13,065.03
Invest - Corp Stock	088606108	BHP BILLITON LIMITED - ADR	6,182.40	105.00	6,807.28
Invest - Corp Stock	09247X101	BLACKROCK INC	8,208.00	25.00	7,861.24
Invest - Corp Stock	097023105	BOEING CO	17,196.30	135.00	11,167.70
Invest - Corp Stock	150870103	CELANESE CORP	9,070.60	155.00	5,816.31
Invest - Corp Stock	166764100	CHEVRON CORP	10,738.80	90.00	9,672.50
Invest - Corp Stock	17275R102	CISCO SYSTEMS INC	16,763.22	666.00	10,083.24
Invest - Corp Stock	172967424	CITIGROUP INC.	14,768.70	285.00	14,272.74
Invest - Corp Stock	12572Q105	CME GROUP INC	13,192.57	165.00	8,798.21
Invest - Corp Stock	20030N101	COMCAST CORP CLASS A	16,402.90	305.00	9,525.55
Invest - Corp Stock	231021106	CUMMINS INC.	16,497.50	125.00	16,876.36
Invest - Corp Stock	126650100	CVS HEALTH CORPORATION	14,883.33	187.00	8,604.01
Invest - Corp Stock	25243Q205	DIAGEO PLC - ADR	9,809.00	85.00	8,675.10
Invest - Corp Stock	268648102	E M C CORP MASS	11,557.70	395.00	10,007.38
Invest - Corp Stock	G29183103	EATON CORP PLC	8,998.54	142.00	7,465.79
Invest - Corp Stock	375558103	GILEAD SCIENCES INC	11,709.50	110.00	2,819.29
Invest - Corp Stock	38141G104	GOLDMAN SACHS GROUP INC	11,014.20	60.00	5,624.99
Invest - Corp Stock	38259P706	GOOGLE INC-CL C	17,898.16	31.00	13,852.02
Invest - Corp Stock	404280406	HSBC - ADR	13,483.20	265.00	14,473.25
Invest - Corp Stock	459200101	INTERNATIONAL BUSINESS MACHS CORP	7,593.20	40.00	7,376.60
Invest - Corp Stock	478366107	JOHNSON CONTROLS INC	11,880.00	270.00	6,775.57
Invest - Corp Stock	46625H100	JPMORGAN CHASE & CO	16,566.00	275.00	9,437.78
Invest - Corp Stock	517834107	LAS VEGAS SANDS CORP	11,819.90	190.00	11,957.16
Invest - Corp Stock	58155Q103	MCKESSON CORP	16,546.95	85.00	8,683.60
Invest - Corp Stock	594918104	MICROSOFT CORP	13,908.00	300.00	9,118.91
Invest - Corp Stock	611740101	MONSTER BEVERAGE CORP	8,708.65	95.00	4,847.84
Invest - Corp Stock	637071101	NATIONAL OILWELL INC COM	12,176.00	160.00	11,817.75
Invest - Corp Stock	641069406	NESTLE S.A. REGISTERED SHARES - ADR	9,940.05	135.00	7,877.25
Invest - Corp Stock	68389X105	ORACLE CORPORATION	9,876.24	258.00	7,515.51
Invest - Corp Stock	806857108	SCHLUMBERGER LTD	14,745.05	145.00	9,835.89
Invest - Corp Stock	87612E106	TARGET CORP	15,983.40	255.00	15,361.19
Invest - Corp Stock	883556102	THERMO FISHER SCIENTIFIC INC	10,344.50	85.00	4,509.61
Invest - Corp Stock	872540109	TJX COS INC NEW	10,946.45	185.00	8,116.40
Invest - Corp Stock	89151E109	TOTAL S.A. - ADR	10,634.25	165.00	6,913.72
Invest - Corp Stock	907818108	UNION PACIFIC CORP	19,732.44	182.00	10,793.72
Invest - Corp Stock	911312106	UNITED PARCEL SERVICE-CL B	9,829.00	100.00	7,411.99
Invest - Corp Stock	91324P102	UNITEDHEALTH GROUP INC	18,112.50	210.00	11,405.25
Invest - Corp Stock	902973304	US BANCORP DEL NEW	12,423.51	297.00	9,870.17

Invest - Corp Stock	254687106	WALT DISNEY CO	18,251.15	205.00	10,027.80
		Total - Invest Corp Stock	589,542.21	7,898.00	428,406.20
Invest - Other	04314H204	ARTISAN INTERNATIONAL FUND #661	175,302.30	5,835.63	144,737.53
Invest - Other	04314H600	ARTISAN MID CAP FUND-INS #1333	136,230.69	2,725.70	118,067.00
Invest - Other	63872T885	ASG GLOBAL ALTERNATIVES-Y #1993	73,015.88	6,519.28	73,808.60
Invest - Other	22544R305	CREDIT SUISSE COMM RET ST-I #2156	142,685.02	20,921.56	157,351.96
Invest - Other	256210105	DODGE & COX INCOME FD COM #147	223,709.18	16,210.81	186,670.44
Invest - Other	256206103	DODGE & COX INT'L STOCK FD #1048	178,139.77	3,942.89	146,054.59
Invest - Other	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	87,020.87	6,365.83	92,723.04
Invest - Other	261980668	DREYFUS INTERNATL BOND FD CL I #6094	82,512.01	4,862.23	83,156.00
Invest - Other	262028855	DRIEHAUS ACTIVE INCOME FUND	72,803.52	6,907.36	73,960.69
Invest - Other	277923728	EATON VANCE GLOBAL MACRO - I #0088	55,810.58	5,956.31	56,410.82
Invest - Other	315920702	FID ADV EMER MKTS INC- CL I #607	53,866.85	3,875.31	50,727.85
Invest - Other	339128100	JP MORGAN MID CAP VALUE-I #758	137,901.17	3,692.13	90,789.63
Invest - Other	4812C0803	JPMORGAN HIGH YIELD FUND SS #3580	64,627.62	8,170.37	65,531.00
Invest - Other	483438305	KALMAR GR W/ VAL SM CAP-INS #4	63,008.85	3,200.04	57,027.44
Invest - Other	589509207	MERGER FUND-INST #301	54,691.62	3,353.26	52,180.65
Invest - Other	64128R608	NEUBERGER BERMAN LONG SH-INS #183C	129,140.13	10,010.86	129,941.00
Invest - Other	67065Q772	NUVEEN HIGH YIELD MUNI BD-R #1668	64,098.55	3,774.94	62,339.00
Invest - Other	683974604	OPPENHEIMER DEVELOPING MKT-I #799	175,351.74	4,556.96	159,688.50
Invest - Other	693390882	PIMCO FOREIGN BD FD USD H-INST #103	84,991.83	7,650.03	78,497.11
Invest - Other	693390700	PIMCO TOTAL RET FD-INST #35	224,457.38	20,649.25	213,174.27
Invest - Other	74255L696	PRINCIPAL GL MULT STRAT-INST #4684	36,599.28	3,309.16	36,500.00
Invest - Other	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	121,124.25	2,925.00	94,966.56
Invest - Other	863137105	STRATTON SM-CAP VALUE FD #37	67,471.70	912.89	70,539.00
Invest - Other	77958B402	T ROWE PRICE INST FLOAT RATE #170	54,877.51	5,411.98	55,689.00
Invest - Other	77957P105	T ROWE PRICE SHORT TERM BD FD #55	177,023.02	37,111.75	178,100.48
Invest - Other	922042858	VANGUARD FTSE EMERGING MARKETS ET	58,060.32	1,392.00	55,081.44
Invest - Other	922908553	VANGUARD REIT VIPER	125,019.00	1,740.00	106,344.53
		Total - Invest Other	2,919,540.64	201,983.52	2,690,058.13
Savings & Temp Inv	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	100,729.77	100,729.77	100,729.77
Savings & Temp Inv	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	43,082.95	43,082.95	43,082.95
		Total - Savings & Temp Inv	143,812.72	143,812.72	143,812.72

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

Totals										Capital Gains/Losses		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Amount										Other sales		1,121,891		1,034,815		87,076	
Long Term CG Distributions										Short Term CG Distributions							
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	CAPITAL ONE FINANCIAL CORP	14040H105			7/24/2012		3/25/2014	10,398	7,539					2,857			
2	CHEVRON CORP	166764100			7/24/2012		11/27/2013	2,447	2,095					352			
3	COACH INC	189754104			1/15/2013		6/25/2014	4,426	7,976					-3,550			
4	COMCAST CORP CLASS A	20030N101			7/24/2012		9/10/2014	1,991	1,248					742			
5	COMCAST CORP CLASS A	20030N101			7/24/2012		11/27/2013	1,422	781					641			
6	CREDIT SUISSE COMM RET S	22544R305			1/11/2012		5/1/2014	14,930	15,968					-1,038			
7	CREDIT SUISSE COMM RET S	22544R305			1/11/2012		7/8/2014	5,821	6,380					-559			
8	CREDIT SUISSE COMM RET S	22544R305			4/16/2012		7/8/2014	39,514	41,753					-2,239			
9	WALT DISNEY CO	254687106			12/12/2013		2/7/2014	1,887	1,744					143			
10	WALT DISNEY CO	254687106			1/15/2013		9/10/2014	1,792	1,020					772			
11	DODGE & COX INTL STOCK F	258206103			3/13/2013		1/28/2014	5,034	4,392					642			
12	DODGE & COX INTL STOCK F	258206103			3/13/2013		5/1/2014	10,841	8,603					2,038			
13	DODGE & COX INCOME FD CL	258210105			3/13/2013		1/28/2014	10,383	10,535					-152			
14	DODGE & COX INCOME FD CL	258210105			3/13/2013		7/8/2014	165	165					0			
15	DODGE & COX INCOME FD CL	258210105			5/6/2014		7/8/2014	15,853	15,842					11			
16	DODGE & COX INCOME FD CL	258210105			4/16/2012		7/8/2014	1,305	1,282					23			
17	DODGE & COX INCOME FD CL	258210105			4/16/2012		9/11/2014	17,166	16,862					304			
18	DREYFUS EMG MKT DEBT LO	261880494			3/13/2013		1/28/2014	45,699	52,364					-6,665			
19	DREYFUS EMG MKT DEBT LO	261880494			3/13/2013		5/1/2014	5,375	5,852					-477			
20	DREYFUS EMG MKT DEBT LO	261880494			3/13/2013		7/8/2014	38,526	40,261					-1,735			
21	DRIEHAUS ACTIVE INCOME F	262028855			3/13/2013		1/28/2014	32,847	32,847					0			
22	DRIEHAUS ACTIVE INCOME F	262028855			3/13/2013		7/8/2014	35,920	36,053					-133			
23	DRIEHAUS ACTIVE INCOME F	262028855			5/6/2014		7/8/2014	213	214					-1			
24	DRIEHAUS ACTIVE INCOME F	262028855			9/12/2013		7/8/2014	32,839	32,839					0			
25	FID ADV EMER MKTS INC. CL	315920702			1/31/2014		5/1/2014	2,827	2,762					65			
26	FID ADV EMER MKTS INC. CL	315920702			1/28/2014		7/8/2014	1,888	1,723					163			
27	SCHLUMBERGER LTD	808857108			1/15/2013		2/7/2014	1,792	1,455					337			
28	TJX COS INC NEW	872540109			1/15/2013		1/28/2014	1,747	1,333					414			
29	THERMO FISHER SCIENTIFIC	883556102			1/15/2013		1/28/2014	1,680	1,015					665			
30	3M CO	88579Y101			1/15/2013		2/7/2014	2,601	1,946					655			
31	3M CO	88579Y101			7/24/2012		2/7/2014	1,951	1,315					636			
32	3M CO	88579Y101			7/24/2012		6/6/2014	9,769	6,135					3,634			
33	TOTAL S.A. - ADR	89151E109			7/24/2012		1/28/2014	2,333	1,678					657			
34	US BANCORP DEL NEW	902873304			1/15/2013		1/28/2014	1,619	1,331					288			
35	UNION PACIFIC CORP	907818108			1/15/2013		1/28/2014	1,725	1,313					412			
36	UNITED PARCEL SERVICE-CL	911312108			7/24/2012		1/28/2014	1,908	1,587					322			
37	UNITED PARCEL SERVICE-CL	911312108			1/15/2013		1/28/2014	1,797	1,360					437			
38	UNITEDHEALTH GROUP INC	91324P102			7/24/2012		1/28/2014	48,807	50,887					-2,080			
39	VANGUARD FTSE EMERGING	922042858			1/11/2012		1/28/2014	4,004	3,878					126			
40	VANGUARD FTSE EMERGING	922042858			1/11/2012		5/1/2014	3,033	2,730					303			
41	VANGUARD FTSE EMERGING	922042858			1/11/2012		7/8/2014	7,927	7,187					730			
42	VANGUARD REIT VIPER	922808553			9/10/2013		5/1/2014	2,545	2,314					231			
43	VANGUARD REIT VIPER	922808553			1/28/2014		5/1/2014	727	620					107			
44	VANGUARD REIT VIPER	922808553			2/6/2012		1/28/2014	1,836	1,390					446			
45	EATON CORP PLC	G29183103			1/15/2013		1/28/2014	1,870	1,248					622			
46	AFLAC INC	001055102			7/24/2012		1/28/2014	10,750	7,072					3,678			
47	AFLAC INC	001055102			7/24/2012		6/10/2014	1,991	1,405					586			
48	AFLAC INC	001055102			1/15/2013		1/28/2014	1,991	1,405					586			
49	ANHEUSER-BUSCH INBEV SF	008232108			7/24/2012		1/28/2014	1,968	1,530					438			
50	APPLE INC	037833100			7/24/2012		5/1/2014	2,858	3,003					-45			
51	ARTISAN INTERNATIONAL FU	04314H204			3/13/2013		1/28/2014	6,536	5,818					718			
52	ARTISAN INTERNATIONAL FU	04314H204			3/13/2013		5/1/2014	2,958	2,557					401			
53	ARTISAN MID CAP FUND-INS	04314H600			9/12/2013		5/1/2014	2,509	2,600					-91			
54	ARTISAN MID CAP FUND-INS	04314H600			1/31/2014		5/1/2014	2,841	2,983					-122			
55	ARTISAN MID CAP FUND-INS	04314H600			3/13/2013		5/1/2014	15,866	14,099					1,768			
56	BAXTER INTL INC	071813108			9/12/2013		1/27/2013	2,731	2,857					-126			
57	BERKSHIRE HATHAWAY INC	084670702			1/15/2013		1/28/2014	2,239	1,902					337			
58	BOEING CO	097023105			7/24/2012		1/27/2013	2,025	1,074					951			
59	CME GROUP INC	125720105			7/24/2012		1/28/2014	1,827	1,383					464			
60	CAPITAL ONE FINANCIAL CORP	14040H105			1/15/2013		1/28/2014	1,772	1,366					406			
61	FID ADV EMER MKTS INC. CL	315920702			7/24/2012		7/8/2014	347	314					33			
62	GILEAD SCIENCES INC	375558103			7/24/2012		12/12/2013	1,761	641					1,120			
63	GILEAD SCIENCES INC	375558103			7/24/2012		5/1/2014	1,967	641					1,326			
64	GILEAD SCIENCES INC	375558103			7/24/2012		9/10/2014	4,859	1,153					3,706			
65	GOOGLE INC	38259P508			7/24/2012		5/1/2014	5,878	3,340					2,539			
66	GOOGLE INC	38259P508			1/15/2013		5/1/2014	2,872	1,817					855			
67	JPMORGAN CHASE & CO	46625H100			7/24/2012		1/27/2013	3,738	2,231					1,507			
68	JPMORGAN CHASE & CO	46625H100			7/24/2012		1/28/2014	1,671	1,030					641			

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										Capital Gains/Losses		1,121,891		1,034,815		87,076	
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 JOHNSON CONTROLS INC	478366107			7/24/2012		11/27/2013	5,560	2,595				0	2,965			
70	X KALMAR GR W VAL SM CAP	483438305			3/13/2013		1/28/2014	2,273	1,864				1,864	409			
71	X KALMAR GR W VAL SM CAP	483438305			5/6/2014		7/8/2014	1,237	1,199				38	38			
72	X KEELEY SMALL CAP VAL FD	487300808			2/9/2012		1/28/2014	2,640	1,852				0	788			
73	X KEELEY SMALL CAP VAL FD	487300808			2/9/2012		5/1/2014	261	183				0	78			
74	X KEELEY SMALL CAP VAL FD	487300808			2/9/2012		7/8/2014	71,420	47,522				0	23,898			
75	X LAUDUS MONDRIAN INTL FFI	518550655			11/1/2012		5/1/2014	62,964	65,824				0	-2,860			
76	X LAUDUS MONDRIAN INTL FFI	518550655			9/12/2013		5/1/2014	10,141	9,800				0	341			
77	X LAUDUS MONDRIAN INTL FFI	518550655			1/31/2014		5/1/2014	9,547	9,261				0	286			
78	X MCKESSON CORP	581550103			1/15/2013		12/12/2013	2,355	1,532				0	823			
79	X MERGER FD SH BEN INT #260	589509108			9/12/2013		5/1/2014	1,425	1,419				0	6			
80	X MERGER FD SH BEN INT #260	589509108			9/12/2013		7/8/2014	17,201	16,856				0	345			
81	X MERGER FD SH BEN INT #260	589509108			3/13/2013		8/14/2014	2,174	2,100				0	74			
82	X MERGER FD SH BEN INT #260	589509108			9/12/2013		8/14/2014	16,984	16,725				0	259			
83	X MERGER FD SH BEN INT #260	589509108			1/31/2014		8/14/2014	3,544	3,445				0	99			
84	X MERGER FD SH BEN INT #260	589509108			1/11/2012		8/14/2014	14,529	13,818				0	710			
85	X MICROSOFT CORP	594918104			7/24/2012		11/27/2013	2,639	2,030				0	608			
86	X MONSTER BEVERAGE CORP	811740101			1/15/2013		9/10/2014	3,658	2,041				0	1,617			
87	X ASG GLOBAL ALTERNATIVES	838721885			9/12/2013		1/28/2014	12,477	12,936				0	-459			
88	X ASG GLOBAL ALTERNATIVES	838721885			9/12/2013		7/8/2014	19,001	19,491				0	-490			
89	X NESTLE S.A. REGISTERED SH	841069406			7/24/2012		1/28/2014	1,850	1,459				0	391			
90	X NOW INC/SH	87011P100			1/27/2013		6/10/2014	1,177	1,188				0	-11			
91	X NOW INC/SH	87011P100			1/27/2013		8/17/2014	8	8				0	0			
92	X ORACLE CORPORATION	68389X105			7/24/2012		5/1/2014	1,509	1,078				0	431			
93	X OPPENHEIMER DEVELOPING	883974505			3/13/2013		5/1/2014	8,588	8,178				0	408			
94	X OPPENHEIMER DEVELOPING	883974505			3/13/2013		7/8/2014	10,866	9,588				0	1,278			
95	X PIMCO TOTAL RET FD-INST #	693390700			3/13/2013		1/28/2014	9,733	10,102				0	-369			
96	X PIMCO TOTAL RET FD-INST #	693390700			3/13/2013		7/8/2014	4,487	4,598				0	-111			
97	X PIMCO TOTAL RET FD-INST #	693390700			4/16/2012		7/8/2014	14,247	14,573				0	-326			
98	X PIMCO TOTAL RET FD-INST #	693390700			1/31/2014		9/11/2014	18,023	16,435				0	-1,516			
99	X PIMCO FOREIGN BD FD USD	693390882			1/31/2014		5/1/2014	1,540	1,516				0	24			
100	X RIDGEWORTH SEIX HY BD-1 #	768281645			9/12/2013		1/28/2014	31,191	31,700				0	-509			
101	X RIDGEWORTH SEIX HY BD-1 #	768281645			1/1/2012		1/28/2014	52,335	50,733				0	1,602			
102	X RIDGEWORTH SEIX HY BD-1 #	768281645			1/1/2012		5/1/2014	91,138	86,842				0	4,296			
103	X T ROWE PRICE SHORT TERM	77857P105			3/5/2010		5/1/2014	36,158	38,610				0	-452			
104	X T ROWE PRICE SHORT TERM	77857P105			3/5/2010		7/8/2014	16,281	16,518				0	-238			
105	X SPDR DJ WILSHIRE INTERNA	78463X863			1/28/2013		5/1/2014	5,888	5,650				0	238			
106	X SPDR DJ WILSHIRE INTERNA	78463X863			1/28/2014		5/1/2014	2,133	2,004				0	128			

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

		601	0	0	601
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	601			601

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

		8,010	1,116	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	TAX WITHHELD	1,116	1,116		
2	PY EXCISE TAX DUE	2,663			
3	ESTIMATED EXCISE PAYMENTS	4,231			

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

		9,211	9	0	9,202
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	9	9		
2	STATE AG FEES	9,202			9,202

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

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

1	FEDERAL EXCISE TAX REFUND	1	125
2	MUTUAL FUND TIMING DIFFERENCE	2	349
3	COST BASIS ADJUSTMENT	3	4
4	Total	4	478

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

1	PY RETURN OF CAPITAL ADJUSTMENT	1	1,861
2	Total	2	1,861

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

[illegible]

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

Long Term CG Distributions		Amount		Short Term CG Distributions		Amount	
			30,038				0
85	MICROSOFT CORP	7/24/2012	2,638				
86	MONSTER BEVERAGE CORP	1/15/2013	2,041				
87	ASG GLOBAL ALTERNATIVES-Y #1993	12/8/2014	12,477				
88	ASG GLOBAL ALTERNATIVES-Y #1993	9/12/2013	19,001				
89	NESTLE SA REGISTERED SHARES -A	7/8/2014	1,850				
90	NOW INC SH	1/28/2012	1,177				
91	NOW INC SH	7/24/2012	8				
92	ORACLE CORPORATION	1/12/2013	1,509				
93	OPPENHEIMER DEVELOPING MKT-Y #7	7/24/2012	8,586				
94	OPPENHEIMER DEVELOPING MKT-Y #7	3/13/2013	9,588				
95	PIMCO TOTAL RET FDN-INT #35	3/13/2013	9,733				
96	PIMCO TOTAL RET FDN-INT #35	7/8/2014	4,487				
97	PIMCO TOTAL RET FDN-INT #35	4/16/2012	14,247				
98	PIMCO TOTAL RET FDN-INT #35	9/1/2012	18,023				
99	PIMCO FOREIGN BD FD USD H-INT #1	1/31/2014	31,191				
100	RIDGEMORTH SEIK HY BDN #5855	1/1/2012	52,335				
101	RIDGEMORTH SEIK HY BDN #5855	1/1/2012	68,842				
102	RIDGEMORTH SEIK HY BDN #5855	3/5/2010	36,158				
103	T ROWE PRICE SHORT TERM BD FD #5	7/8/2014	16,281				
104	T ROWE PRICE SHORT TERM BD FD #5	7/8/2014	5,888				
105	SPDR DJ WILSHIRE INTERNATIONAL R	9/10/2013	2,133				
106	SPDR DJ WILSHIRE INTERNATIONAL R	5/1/2014	2,133				
107	SPDR DJ WILSHIRE INTERNATIONAL R	7/8/2014	2,133				
108	SPDR DJ WILSHIRE INTERNATIONAL R	5/1/2014	2,133				
109	SPDR DJ WILSHIRE INTERNATIONAL R	7/8/2014	2,133				
110	SPDR DJ WILSHIRE INTERNATIONAL R	5/1/2014	2,133				
111	SPDR DJ WILSHIRE INTERNATIONAL R	7/8/2014	2,133				
112	SPDR DJ WILSHIRE INTERNATIONAL R	5/1/2014	2,133				
113	SPDR DJ WILSHIRE INTERNATIONAL R	7/8/2014	2,133				
114	SPDR DJ WILSHIRE INTERNATIONAL R	5/1/2014	2,133				
115	SPDR DJ WILSHIRE INTERNATIONAL R	7/8/2014	2,133				
116	SPDR DJ WILSHIRE INTERNATIONAL R	5/1/2014	2,133				
117	SPDR DJ WILSHIRE INTERNATIONAL R	7/8/2014	2,133				
118	SPDR DJ WILSHIRE INTERNATIONAL R	5/1/2014	2,133				
119	SPDR DJ WILSHIRE INTERNATIONAL R	7/8/2014	2,133				
120	SPDR DJ WILSHIRE INTERNATIONAL R	5/1/2014	2,133				
121	SPDR DJ WILSHIRE INTERNATIONAL R	7/8/2014	2,133				
122	SPDR DJ WILSHIRE INTERNATIONAL R	5/1/2014	2,133				
123	SPDR DJ WILSHIRE INTERNATIONAL R	7/8/2014	2,133				
124	SPDR DJ WILSHIRE INTERNATIONAL R	5/1/2014	2,133				
125	SPDR DJ WILSHIRE INTERNATIONAL R	7/8/2014	2,133				
126	SPDR DJ WILSHIRE INTERNATIONAL R	5/1/2014	2,133				
127	SPDR DJ WILSHIRE INTERNATIONAL R	7/8/2014	2,133				
128	SPDR DJ WILSHIRE INTERNATIONAL R	5/1/2014	2,133				
129	SPDR DJ WILSHIRE INTERNATIONAL R	7/8/2014	2,133				
130	SPDR DJ WILSHIRE INTERNATIONAL R	5/1/2014	2,133				
131	SPDR DJ WILSHIRE INTERNATIONAL R	7/8/2014	2,133				
132	SPDR DJ WILSHIRE INTERNATIONAL R	5/1/2014	2,133				
133	SPDR DJ WILSHIRE INTERNATIONAL R	7/8/2014	2,133				
134	SPDR DJ WILSHIRE INTERNATIONAL R	5/1/2014	2,133				
135	SPDR DJ WILSHIRE INTERNATIONAL R	7/8/2014	2,133				
136	SPDR DJ WILSHIRE INTERNATIONAL R	5/1/2014	2,133				

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	2/15/2014	2 1,058
3 Second quarter estimated tax payment	3/15/2014	3 1,058
4 Third quarter estimated tax payment	6/15/2014	4 1,058
5 Fourth quarter estimated tax payment	9/15/2014	5 1,057
6 Other payments		6
7 Total		7 4,231

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

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	<u>15,847</u>
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	<u>15,847</u>