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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

Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.

Information about Form 990-PF and its instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 10-01-2013 , and ending 09-30-2014

Name of foundation MARY E BIVINS TRUST		<b>A Employer identification number</b>  75-6013328	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 1		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code AMARILLO, TX 79105		<b>B Telephone number</b> (see instructions)  (806) 378-8000	
<b>G</b> Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$</b> 56,607,064		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
<b>J</b> Accounting method <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) <u>MODIFIED CASH</u> (Part I, column (d) must be on cash basis.)		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments	3,994	3,994		
	4 Dividends and interest from securities. . . . .	557,425	557,425		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	459,611			
	b Gross sales price for all assets on line 6a 4,857,751				
	7 Capital gain net income (from Part IV, line 2) . . .		459,611		
	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) . . . . .				
Operating and Administrative Expenses	11 Other income (attach schedule) . . . . .	11,508,637	11,508,637		
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	12,529,667	12,529,667		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .	1,425	1,425		
	b Accounting fees (attach schedule) . . . . .				
	c Other professional fees (attach schedule) . . . . .	133,390	120,051		13,339
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions)	1,032,905	900,494		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	63,568	63,568		
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	1,231,288	1,085,538		13,339
	25 Contributions, gifts, grants paid . . . . .	11,218,283			12,797,713
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	12,449,571	1,085,538		12,811,052
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	80,096			
	b <b>Net investment income</b> (if negative, enter -0-)		11,444,129		
	c <b>Adjusted net income</b> (if negative, enter -0-)				

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 . . . . .	9,915,365	8,038,595	8,038,595
	2	Savings and temporary cash investments . . . . .			
	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)	9,343,695	9,422,944	9,315,227
	b	Investments—corporate stock (attach schedule) . . . . .	7,462,239	7,802,452	11,602,117
	c	Investments—corporate bonds (attach schedule). . . . .	2,884,019	2,840,031	2,834,181
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)	88	2,050	24,816,944
	16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	29,605,406	28,106,072	56,607,064
	17	Accounts payable and accrued expenses . . . . .	12,797,713	11,218,283	
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
Net Assets or Fund Balances	22	Other liabilities (describe ▶ _____)			
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	12,797,713	11,218,283	
		<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
		<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	27	Capital stock, trust principal, or current funds . . . . .	2,476,468	2,476,468	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	12,169,681	12,169,681	
	29	Retained earnings, accumulated income, endowment, or other funds	2,161,544	2,241,640	
	30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	16,807,693	16,887,789	
	31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	29,605,406	28,106,072	

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	16,807,693
2	Enter amount from Part I, line 27a . . . . .	2	80,096
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3 . . . . .	4	16,887,789
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	16,887,789

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 Additional Data Table				
b				
c				
d				
e				

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	459,611
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	-33,956

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	7,804,012	44,820,250	0 174118
2011	5,110,915	39,546,055	0 129240
2010	3,607,483	37,277,128	0 096775
2009	3,336,553	36,945,113	0 090311
2008	6,851,353	38,876,443	0 176234

2 Total of line 1, column (d). . . . .	2	0 666678
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 133336
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5. . . . .	4	54,899,888
5 Multiply line 4 by line 3. . . . .	5	7,320,131
6 Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	114,441
7 Add lines 5 and 6. . . . .	7	7,434,572
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	12,811,052

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		1	114,441
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)					
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		2	
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-)			
3		Add lines 1 and 2. . . . .		3	114,441
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	114,441
6		Credits/Payments		7	259,341
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	259,341		
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	259,341
8		Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .		10	144,900
11		Enter the amount of line 10 to be Credited to 2014 estimated tax  144,900 Refunded		11	

Part VII-AStatements Regarding Activities

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	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for 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>	1b		No
c	Did the foundation file Form 1120-POL for this year? . . . . .	1c		No
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>	2		No
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> . . . . .	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .	4b		
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>	5		No
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	Yes	
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>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) TX _____			
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? <i>If "No," attach explanation.</i>	8b	Yes	
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> . . . . .	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶AMARILLO NATIONAL BANK TRUST DEPT Telephone no ▶(806) 378-8000 Located at ▶PO BOX 1 AMARILLO TX ZIP +4 ▶79105			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ). . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. . . . . ▶ <input type="checkbox"/>	1b		No
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		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions ). . . . .	2b		
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i> ). . . . .	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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.	<input checked="" type="checkbox"/>		
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?	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

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
JOE BATSON	TRUSTEE/PT	0	0	0
BOX 708	2 00			
AMARILLO,TX 79105				
MARK BIVINS	TRUSTEE/PT	0	0	0
BOX 708	2 00			
AMARILLO,TX 79105				
RICHARD WARE	TRUSTEE/PT	0	0	0
BOX 1	2 00			
AMARILLO,TX 79105				
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
AMARILLO NATIONAL BANK	TRUSTEE	133,390
PO BOX 1		
AMARILLO,TX 79105		
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	
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 N/A	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3 . . . . .	



Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities. . . . .	1a	23,374,281
b	Average of monthly cash balances. . . . .	1b	7,546,752
c	Fair market value of all other assets (see instructions). . . . .	1c	24,814,894
d	Total (add lines 1a, b, and c). . . . .	1d	55,735,927
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	55,735,927
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	836,039
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	54,899,888
6	Minimum investment return. Enter 5% of line 5. . . . .	6	2,744,994

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	2,744,994
2a	Tax on investment income for 2013 from Part VI, line 5. . . . .	2a	114,441
b	Income tax for 2013 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	114,441
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	2,630,553
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	
5	Add lines 3 and 4. . . . .	5	2,630,553
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	2,630,553

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	12,811,052
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	12,811,052
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	114,441
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	12,696,611
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				2,630,553
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only. . . . .				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008. . . . .	4,969,953			
b From 2009. . . . .	1,563,229			
c From 2010. . . . .	1,848,222			
d From 2011. . . . .	3,297,395			
e From 2012. . . . .	5,825,573			
f Total of lines 3a through e. . . . .	17,504,372			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 12,811,052				
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. . . . .				2,630,553
e Remaining amount distributed out of corpus	10,180,499			
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	27,684,871			
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .				
d Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . . . .				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . .	4,969,953			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	22,714,918			
10 Analysis of line 9				
a Excess from 2009. . . .	1,563,229			
b Excess from 2010. . . .	1,848,222			
c Excess from 2011. . . .	3,297,395			
d Excess from 2012. . . .	5,825,573			
e Excess from 2013. . . .	10,180,499			

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

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

b

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

c

Any submission deadlines



d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> MARY E BIVINS FOUNDATION PO BOX 1 AMARILLO,TX 79105		SO II	RELIGIOUS, CHARITABLE OR EDUCATIONAL	12,797,713
<b>Total</b> . . . . .  <b>3a</b>				12,797,713
<b>b</b> <i>Approved for future payment</i> MARY E BIVINS FOUNDATION PO BOX 1 AMARILLO,TX 79105		SO II	RELIGIOUS, CHARITABLE OR EDUCATIONAL	11,218,283
<b>Total</b> . . . . .  <b>3b</b>				11,218,283

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)



Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
320000 SH FANNIE MAE	P	2013-04-09	2014-02-28
2988 898 SH THORNBURG INTL VALUE FD	P	2009-08-31	2014-08-21
16 SH APPLE COMPUTER INC	P	2011-06-27	2014-01-10
80 SH DIRECTV COM	P	2010-12-08	2014-05-02
14 SH MASTERCARD INC CLASS A	P	2011-06-27	2013-12-12
110 SH ABBVIE INC COM	P	2008-02-22	2014-07-21
75000 SH FEDERAL HOMEL LOAN BANK	P	2013-03-27	2014-03-18
324 SH CONAGRA FOODS INC	P	2013-11-26	2014-02-21
13 SH APPLE COMPUTER INC	P	2012-12-26	2014-01-10
27 SH DIRECTV COM	P	2011-09-29	2014-05-12
110 SH MCKESSON HBOC INC COM	P	2012-03-28	2014-01-21
32 SH ABBVIE INC COM	P	2008-06-27	2014-07-21
125000 SH COCA COLA CO	P	2009-07-01	2013-12-02
155 SH PETSMART	P	2013-10-28	2014-05-22
136 SH BOEING COMPANY	P	2011-11-01	2013-11-26
80 SH ECOLAB INC	P	2011-06-03	2013-10-29
147 SH MCKESSON HBOC INC COM	P	2012-03-28	2013-11-26
278 SH ABBVIE INC COM	P	2008-10-28	2014-07-21
175000 SH FED HOME LOAN BANK	P	2009-07-21	2014-06-13
143 SH PETSMART	P	2013-10-29	2014-05-22
56 SH BOEING COMPANY	P	2011-12-28	2013-11-26
103 SH ECOLAB INC	P	2011-06-03	2013-11-26
332 SH MOTOROLA SOLUTIONS INC	P	2012-06-14	2013-10-23
74 SH ABBVIE INC COM	P	2009-06-19	2014-07-21
500000 SH FED HOME LOAN BANK	P	2006-03-15	2014-05-27
89 SH PETSMART	P	2013-11-26	2014-05-22
107 SH CELGENE CORP	P	2011-05-19	2014-01-21
87 SH EXXON MOBIL CORP COM	P	2010-08-02	2014-05-01
108 SH MOTOROLA SOLUTIONS INC	P	2012-09-26	2013-10-23
595 SH ABBVIE INC COM	P	2013-01-31	2014-07-21

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
500000 SH FEDERAL FARM CREDIT	P	2011-08-25	2013-10-04
106 SH PETSMART	P	2014-01-31	2014-05-22
213 SH CELGENE CORP	P	2012-04-27	2014-01-21
82 SH EXXON MOBIL CORP COM	P	2011-12-28	2014-05-01
56 SH THE KROGER CO	P	2011-05-24	2014-08-27
901 SH HERBALIFE LTD	P	2012-12-21	2014-05-20
75000 SH FEDERAL HOME LOAN BANK	P	2012-10-01	2013-10-02
119 SH PETSMART	P	2014-03-26	2014-05-22
244 SH CONAGRA FOODS INC	P	2012-11-20	2014-02-12
120 SH EXXON MOBIL CORP COM	P	2012-03-19	2014-05-01
419 SH THE KROGER CO	P	2012-02-28	2014-08-27
692 SH HUNTSMAN CORP	P	2010-05-12	2014-06-25
343636 37 SH FEDERAL HOME LOAN BANK	P	2010-10-28	2014-02-10
425 SH SOUTHWEST AIRLINES	P	2013-12-24	2014-08-27
341 SH CONAGRA FOODS INC	P	2012-11-19	2014-02-12
95 SH EXXON MOBIL CORP COM	P	2012-06-22	2014-05-01
140 SH THE KROGER CO	P	2012-05-11	2014-08-27
183 SH MAGNA INTERNATIONAL INC - CL	P	2012-07-24	2014-06-03
356363 63 SH FEDERAL HOME LOAN BANK	P	2010-10-28	2013-11-18
74 SH AMGEN INC COM	P	2012-09-26	2014-01-31
97 SH CONAGRA FOODS INC	P	2012-12-10	2014-02-12
69 SH HOME DEPOT INC	P	2011-12-05	2013-11-26
336 SH TJX COS INC	P	2009-09-04	2013-11-25
1543 SH POTASH CORP OF SASKATCHEWAN	P	2013-08-13	2014-09-22
500000 SH FREDDIE MAC	P	2012-05-31	2014-05-30
124 SH AMGEN INC COM	P	2012-09-26	2014-03-24
287 SH CONAGRA FOODS INC	P	2012-12-10	2014-02-21
35 SH HOME DEPOT INC	P	2011-12-23	2013-11-26
33 SH TJX COS INC	P	2009-12-15	2013-11-25
0 08 SH SEVENTY SEVEN ENERGY INC CO	P	2012-12-19	2014-07-21



Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
190000 SH HEWLETT-PACKARD CO	P	2009-07-01	2014-06-02
58 SH AMGEN INC COM	P	2012-09-27	2014-03-24
18 SH DIRECTV COM	P	2008-10-28	2014-03-27
86 SH INTERNATIONAL BUSINESS MACHS	P	2008-10-28	2013-10-17
229 SH UNITED PARCEL SERVICE, INC	P	2012-11-30	2014-03-12
155 SH SEVENTY SEVEN ENERGY INC COM	P	2012-12-19	2014-09-22
2203 SH ISHARES RUSSELL 2000	P	2010-08-04	2014-01-24
16 SH APPLE COMPUTER INC	P	2010-08-02	2013-12-04
54 SH DIRECTV COM	P	2009-09-04	2014-05-02
53 SH INTERNATIONAL BUSINESS MACHS	P	2009-09-04	2013-10-17
221 SH VIACOM INC-CLASS B	P	2012-03-30	2013-11-26
125000 SH ORACLE CORP	P	2009-07-01	2014-07-08
21 SH APPLE COMPUTER INC	P	2010-11-01	2013-12-04
218 SH DIRECTV COM	P	2009-09-04	2014-03-27
90 SH KIMBERLY CLARK - COMMON	P	2012-06-22	2013-11-18
1061 SH NEWMONT MINING CORP NEW COM	P	2013-03-26	2013-12-17
7248 919 SH THORNBURG INTL VALUE FD	P	2008-08-22	2014-08-21
2 SH APPLE COMPUTER INC	P	2011-04-06	2014-01-10
53 SH DIRECTV COM	P	2009-12-15	2014-05-02
129 SH KIMBERLY CLARK - COMMON	P	2012-06-26	2013-11-18
353 SH NEWMONT MINING CORP NEW COM	P	2013-05-09	2013-12-17
5050 505 SH THORNBURG INTL VALUE FD	P	2008-10-24	2014-08-21
19 SH APPLE COMPUTER INC	P	2011-04-06	2013-12-04
91 SH DIRECTV COM	P	2010-12-08	2014-05-12
15 SH MASTERCARD INC CLASS A	P	2011-06-03	2013-12-12
61 SH ABBVIE INC COM	P	2008-02-19	2014-07-21

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
320,000		322,397	-2,397
92,267		70,000	22,267
8,502		5,303	3,199
6,405		3,200	3,205
10,968		3,804	7,164
5,964		371	5,593
74,325		77,962	-3,637
9,208		10,549	-1,341
6,908		6,667	241
2,305		1,152	1,153
18,588		9,700	8,888
1,735		106	1,629
126,153		127,384	-1,231
8,644		11,457	-2,813
18,251		8,635	9,616
8,526		4,326	4,200
24,214		12,963	11,251
15,073		914	14,159
175,000		191,411	-16,411
7,975		10,539	-2,564
7,515		4,104	3,411
11,109		5,569	5,540
21,091		15,689	5,402
4,012		220	3,792
500,000		539,270	-39,270
4,964		6,556	-1,592
17,777		6,486	11,291
8,828		5,394	3,434
6,861		5,422	1,439
32,260		21,840	10,420

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
500,000		500,000	
5,912		6,688	-776
35,387		15,649	19,738
8,321		6,927	1,394
2,844		1,363	1,481
56,280		24,354	31,926
67,688		75,000	-7,312
6,636		8,156	-1,520
7,056		6,805	251
12,176		10,417	1,759
21,280		10,006	11,274
19,225		7,390	11,835
343,636		343,636	
13,689		8,039	5,650
9,861		9,531	330
9,640		7,835	1,805
7,110		3,238	3,872
19,137		7,035	12,102
356,364		356,364	
8,844		6,204	2,640
2,805		2,886	-81
5,566		2,786	2,780
21,195		6,065	15,130
53,779		47,926	5,853
500,000		500,000	
14,841		10,396	4,445
8,156		8,538	-382
2,823		1,472	1,351
2,082		632	1,450
2		1	1

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
190,000		199,612	-9,612
6,942		4,902	2,040
1,349		338	1,011
15,084		7,112	7,972
22,531		16,713	5,818
3,708		2,177	1,531
249,486		145,640	103,846
9,036		4,194	4,842
4,324		1,332	2,992
9,296		6,192	3,104
17,499		10,526	6,973
125,000		126,112	-1,112
11,859		6,380	5,479
16,339		5,378	10,961
9,695		7,316	2,379
24,480		43,581	-19,101
223,774		196,518	27,256
1,063		676	387
4,244		1,767	2,477
13,896		10,521	3,375
8,144		12,009	-3,865
155,909		90,000	65,909
10,730		6,425	4,305
7,770		3,640	4,130
11,752		4,139	7,613
3,307		211	3,096

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			-2,397
			22,267
			3,199
			3,205
			7,164
			5,593
			-3,637
			-1,341
			241
			1,153
			8,888
			1,629
			-1,231
			-2,813
			9,616
			4,200
			11,251
			14,159
			-16,411
			-2,564
			3,411
			5,540
			5,402
			3,792
			-39,270
			-1,592
			11,291
			3,434
			1,439
			10,420

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			-776
			19,738
			1,394
			1,481
			31,926
			-7,312
			-1,520
			251
			1,759
			11,274
			11,835
			5,650
			330
			1,805
			3,872
			12,102
			2,640
			-81
			2,780
			15,130
			5,853
			4,445
			-382
			1,351
			1,450
			1

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			-9,612
			2,040
			1,011
			7,972
			5,818
			1,531
			103,846
			4,842
			2,992
			3,104
			6,973
			-1,112
			5,479
			10,961
			2,379
			-19,101
			27,256
			387
			2,477
			3,375
			-3,865
			65,909
			4,305
			4,130
			7,613
			3,096

TY 2013 Compensation Explanation

**Name:** MARY E BIVINS TRUST

**EIN:** 75-6013328

Person Name	Explanation
JOE BATSON	
MARK BIVINS	
RICHARD WARE	



# TY 2013 Investments Government Obligations Schedule

**Name:** MARY E BIVINS TRUST

**EIN:** 75-6013328

**US Government Securities - End of  
Year Book Value:**

8,845,285

**US Government Securities - End of  
Year Fair Market Value:**

8,746,828

**State & Local Government  
Securities - End of Year Book  
Value:**

577,659

**State & Local Government  
Securities - End of Year Fair  
Market Value:**

568,399

**TY 2013 Legal Fees Schedule**

**Name:** MARY E BIVINS TRUST

**EIN:** 75-6013328

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	1,425	1,425		

**TY 2013 Other Assets Schedule****Name:** MARY E BIVINS TRUST**EIN:** 75-6013328

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
OFFICE EQUIPMENT	86	86	86
PURCHASED INTEREST	2	1,964	1,964
OIL & GAS MINERAL INTERESTS			24,814,894

**TY 2013 Other Expenses Schedule****Name:** MARY E BIVINS TRUST**EIN:** 75-6013328

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
RENT & ROYALTY EXPENSE	10,604	10,604		
OFFICE EXPENSE	52,964	52,964		

TY 2013 Other Income Schedule

**Name:** MARY E BIVINS TRUST

**EIN:** 75-6013328

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
SETTLEMENT PROCEEDS	763	763	
ROYALTY INCOME	11,507,874	11,507,874	

## TY 2013 Other Professional Fees Schedule

**Name:** MARY E BIVINS TRUST

**EIN:** 75-6013328

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AMARILLO NATIONAL BANK - TRUSTEE	133,390	120,051		13,339

**TY 2013 Taxes Schedule****Name:** MARY E BIVINS TRUST**EIN:** 75-6013328

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SEVERENCE TAXES	653,228	653,228		
AD VALOREM TAXES	246,949	246,949		
EXCISE TAXES	132,411			
FOREIGN TAXES	317	317		

Statement 10 - Form 990-PF, Part XV, Line 2 - Supplementary InformationNAME AND ADDRESS OF GRANTEE:

MARY E. BIVINS FOUNDATION  
C/O AMARILLO NATIONAL BANK  
AMARILLO, TEXAS

AMOUNT OF GRANT:

\$11,218,283

PURPOSE OF GRANT:

MAINTAINING A HOME FOR WORTHY AGED AND NEEDY PERSONS AND IN AIDING AND ASSISTING WORTHY RELIGIOUS UNDERTAKINGS, INCLUDING EDUCATION OF MINISTERS TO PREACH THE CHRISTIAN RELIGION.

AMOUNTS EXPENDED:

TO THE BEST OF THE KNOWLEDGE OF THE GRANTOR, THE GRANTEE HAS NOT DIVERTED ANY FUNDS FROM THE PURPOSE OF THE GRANT.



## Statement 11 - Form 990-PF, Part II, Balance Sheet column (b) and (c)

October 01, 2013 To September 30, 2014

Consolidation: Mary E Bivins Trust-Global Bridge Accounts

## Summary Of Investment Holdings

Shares or Par Value	Investment Category			Tax Cost	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	Accrued Income
<b>Money Market Funds</b>									
8,038,594.78	Money Market-Invesco/AIM Prime			8,038,594.78	100.00	8,038,594.78	9,682.49	0.12%	84.28
	50075000	-	7,788,602.98 Units						
	500750LG	-	62,122.93 Units						
	500750LV	-	187,888.85 Units						
<b>Totals</b>				8,038,594.78		8,038,594.78	9,682.49	0.12%	84.28
<b>Federal Agencies</b>									
150,000	Freddie Mac		5.050% 01/29/2015	167,182.50	101.56	152,333.70	7,575.00	4.97%	1,354.18
	50075000	-	150,000 Units						
225,000	Fed Home Loan Bank	2.3	2.320% 05/19/2015	225,000.00	101.38	228,051.00	5,220.00	2.28%	1,910.11
	50075000	-	225,000 Units						
350,000	Fed Home Loan Bank	6.0	6.000% 02/12/2016	408,805.00	107.52	376,325.25	21,000.00	5.58%	2,639.66
	50075000	-	350,000 Units						
150,000	Fannie Mae		5.375% 07/15/2016	170,590.50	108.41	162,609.75	8,062.50	4.96%	1,899.07
	50075000	-	150,000 Units						
150,000	Fed Home Loan Bank	3.7	3.750% 08/09/2016	152,589.00	105.89	158,830.35	5,625.00	3.54%	329.96
	50075000	-	150,000 Units						
240,000	Freddie Mac		1.250% 05/12/2017	241,648.80	100.70	241,674.24	3,000.00	1.24%	1,156.42
	50075000	-	240,000 Units						
310,000	Federal Home Loan Bank		1.000% 01/25/2018	310,310.00	98.69	305,943.03	3,100.00	1.01%	1,342.18
	50075000	-	310,000 Units						
600,000	Fannie Mae		1.000% 04/30/2018	599,700.00	98.46	590,784.00	6,000.00	1.02%	2,513.97
	50075000	-	600,000 Units						
500,000	Fannie Mae 1.8750% 02/19/19		1.875% 02/19/2019	503,525.00	100.29	501,444.50	9,375.00	1.87%	1,073.67
	50075000	-	500,000 Units						
310,000	Federal Farm Credit Bank		2.125% 03/06/2019	310,000.00	101.36	314,209.80	6,587.50	2.10%	441.82
	50075000	-	310,000 Units						
275,000	Freddie Mac		1.750% 05/30/2019	278,058.75	99.70	274,168.48	4,812.50	1.76%	1,613.13
	50075000	-	275,000 Units						
500,000	Fed Home Loan Bank	4.3	4.375% 08/14/2019	514,774.82	111.13	555,625.50	21,875.00	3.94%	6,478.86

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## Statement 11 - Form 990-PF, Part II, Balance Sheet column (b) and (c)

October 01, 2013 To September 30, 2014

Consolidation: Mary E Bivins Trust-Global Bridge Accounts

## Summary Of Investment Holdings

Shares or Par Value	Investment Category			Tax Cost	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	Accrued Income
	50075000	-	500,000 Units						
500,000	Fannie Mae 2.2500% 04/07/20	2.250%	04/07/2020	500,000.00	99.20	496,023.50	11,250.00	2.27%	5,438.45
	50075000	-	500,000 Units						
500,000	Freddie Mac 1.3750% 05/01/20	1.375%	05/01/2020	478,020.00	98.40	482,003.00	6,875.00	1.43%	2,981.38
	50075000	-	500,000 Units						
500,000	Fed. Home Loan Bank 2.3750%	2.375%	03/12/2021	498,900.00	100.20	500,978.50	11,875.00	2.37%	597.07
	50075000	-	500,000 Units						
500,000	Federal Farm Credit Bank 2.7	2.740%	04/08/2021	500,000.00	100.32	501,590.00	13,700.00	2.73%	6,582.12
	50075000	-	500,000 Units						
300,000	Federal Farm Credit	2.850%	09/29/2021	300,000.00	89.84	288,929.80	7,950.00	2.88%	22.21
	50075000	-	300,000 Units						
500,000	Fed. Home Loan Bank 2.8750%	2.875%	12/10/2021	504,845.00	102.04	510,188.00	14,375.00	2.82%	4,418.80
	50075000	-	500,000 Units						
300,000	Freddie Mac	2.375%	01/13/2022	298,039.27	99.42	298,265.40	7,125.00	2.39%	1,532.47
	50075000	-	300,000 Units						
500,000	Freddie Mac	2.250%	09/28/2022	500,000.00	95.50	477,488.00	11,250.00	2.38%	125.70
	50075000	-	500,000 Units						
625,000	Federal Home Loan Bank	3.000%	04/17/2023	648,687.50	100.53	628,338.88	18,750.00	2.98%	8,537.01
	50075000	-	625,000 Units						
330,000	Federal Farm Credit Bank	2.350%	08/14/2024	327,609.14	95.47	315,036.48	7,755.00	2.46%	998.45
	50075000	-	330,000 Units						
410,000	Freddie Mac	2.550%	11/21/2025	410,000.00	91.71	375,983.37	10,455.00	2.78%	3,767.30
	50075000	-	410,000 Units						
Totals				8,848,288.08		8,746,828.33	223,692.50	2.66%	57,418.00
Muni - Tax Exempt (In State)									
400,000	Pearland TX ISD	3.000%	02/15/2017	430,720.00	103.74	414,940.00	12,000.00	2.89%	1,508.38
	50075000	-	400,000 Units						
Totals				430,720.00		414,940.00	12,000.00	2.89%	1,508.38

## Statement 11 - Form 990-PF, Part II, Balance Sheet column (b) and (c)

October 01, 2013 To September 30, 2014

Consolidation: Mary E Blvins Trust-Global Bridge Accounts

## Summary Of Investment Holdings

Shares or Par Value	Investment Category			Tax Cost	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	Accrued Income
<b><u>Taxable out of State Municipal</u></b>									
145,000	Tacoma Wash Ref Taxable LTD 50075000	3.541%	12/01/2018	148,938.65	105.83	153,459.30	5,134.45	3.35%	1,706.70
	-	145,000 Units							
<b>Totals</b>				148,938.65	1	153,459.30	5,134.45	3.35%	1,706.70
<b><u>Bonds - Industrial</u></b>									
125,000	Cisco Systems 50075000	5.500%	02/22/2016	133,888.75	106.49	133,112.13	8,875.00	5.18%	729.75
	-	125,000 Units							
350,000	Glaxosmithkline Cap Inc 50075000	0.700%	03/18/2016	350,689.50	100.06	350,228.45	2,450.00	0.70%	82.12
	-	350,000 Units							
250,000	ConocoPhillips 50075000	6.825%	10/15/2016	256,407.50	109.81	274,524.25	14,062.50	5.12%	6,481.32
	-	250,000 Units							
50,000	Perrigo Co. LTD 2.3000% 11/0 50075000	2.300%	11/08/2018	50,087.50	99.33	49,866.40	1,150.00	2.32%	456.15
	-	50,000 Units							
200,000	Costco Wholesale Corp 50075000	1.760%	12/15/2019	201,200.00	97.67	195,330.80	3,400.00	1.74%	997.21
	-	200,000 Units							
750,000	Wal-Mart Stores 50075000	3.825%	07/08/2020	809,032.50	106.44	798,275.25	27,187.50	3.41%	6,227.30
	-	750,000 Units							
300,000	Colgate Palmolive Co 50075000	1.950%	02/01/2023	288,725.10	92.89	278,687.30	5,850.00	2.10%	964.11
	-	300,000 Units							
<b>Totals</b>				2,090,038.85	2	2,079,802.58	60,978.00	2.93%	15,937.58
<b><u>Bonds - Financial</u></b>									
450,000	General Elec Cap Corp 50075000	1.026%	04/16/2020	450,000.00	100.97	454,378.50	4,619.03	1.02%	973.11
	-	450,000 Units							
<b>Totals</b>				450,000.00	2	454,378.50	4,619.03	1.02%	973.11
<b><u>Time Deposits - Other Banks</u></b>									
100,000	S & T Bank PA .3000% 12/28/1 50075000	0.300%	12/28/2014	100,000.00	1.00	100,000.00	300.00	0.30%	0.00
	-	100,000 Units							
200,000	HSBC Bank	2.250%	11/14/2023	200,000.00	1.00	200,000.00	4,500.00	2.25%	1,898.73

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	Tax Cost	Market
1 = Inv. Gov. Obligations	9,422,943.73	9,315,227.63

October 01, 2013 To September 30, 2014

Consolidation: Mary E Blivins Trust-Global Bridge Accounts

**Summary Of Investment Holdings**

Shares or Par Value	Investment Category		Tax Cost	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	Accrued Income
	50075000	- 200,000 Units						
<b>Totals</b>			300,000.00		300,000.00	4,800.00	1.60%	1,699.73
<b>Small &amp; Mid Cap Value</b>								
17,019.413	Northern Small Cap Value Fund		172,725.50	20.09	341,920.01	2,694.05	0.79%	2,694.00
	50075000	- 17,019.413 Units						
<b>Totals</b>			172,725.50		341,920.01	2,694.05	0.79%	2,694.00
<b>Intl World (includes US holdin</b>								
14,568.373	Causeway International Value		235,975.25	16.95	232,333.85	2,396.17	1.03%	0.00
	50075000	- 14,568.373 Units						
7,054.567	Federated International Leaders		235,975.25	32.55	229,628.16	2,273.69	0.99%	0.00
	50075000	- 7,054.567 Units						
<b>Totals</b>			471,950.50		461,961.81	4,669.86	1.01%	0.00
<b>Exchange Traded Funds</b>								
22,450	Ishares JD Select Dividend		979,939.47	73.86	1,658,167.00	52,428.97	3.18%	13,183.31
	50075000	- 22,450 Units						
7,300	Ishares MSCI EAFE Index Fund		374,927.27	64.12	468,076.00	16,283.79	3.47%	0.00
	50075000	- 7,300 Units						
7,942	Ishares Russell 2000		550,050.82	109.35	668,457.70	11,934.53	1.37%	2,419.21
	50075000	- 7,942 Units						
3,600	Ishares Russell Midcap Grwth		200,880.00	88.35	318,060.00	3,013.51	0.95%	634.86
	50075000	- 3,600 Units						
13,016	Ishares Russell Midcap Value		733,930.72	70.00	911,120.00	16,779.81	1.84%	3,054.59
	50075000	- 13,016 Units						
7,750	S & P Depository Receipt		631,454.95	197.02	1,528,905.00	26,525.74	1.87%	7,278.72
	50075000	- 7,750 Units						
<b>Totals</b>			3,677,183.03		6,760,775.70	128,948.36	2.24%	26,570.69
<b>Real Estate Investment Trusts</b>								
1,002	Prologis Inc Com		18,486.85	37.70	37,775.40	1,322.64	3.50%	330.88

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2 = Inv. Corporate Bonds

Tax Cost  
2,840,030.85Market  
2,834,181.08

## Statement 11 - Form 990-PF, Part II, Balance Sheet column (b) and (c)

October 01, 2013 To September 30, 2014

Consolidation: Mary E Bivins Trust-Global Bridge Accounts

## Summary Of Investment Holdings

Shares or Par Value	Investment Category		Tax Cost	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	Accrued Income
	500750LV	- 1,002 Units						
	<b>Totals</b>		18,488.66		37,775.40	1,322.84	3.50%	330.68
	<b>Equity Large</b>							
281	3M Co Com		37,648.32	141.68	39,812.08	961.02	2.41%	0.00
	500750LG	- 281 Units						
1,398	Abbott Laboratories		63,253.27	41.59	58,142.82	1,230.24	2.12%	0.00
	500750LG	- 1,398 Units						
800	Abbvie Inc Com		20,403.55	57.76	48,208.00	1,344.00	2.91%	0.00
	500750LG	- 800 Units						
1,595	ADT Corp Com		48,269.99	35.48	56,558.70	1,276.00	2.26%	0.00
	500750LV	- 1,595 Units						
358	American Express Co		15,822.43	87.54	31,339.32	372.32	1.19%	0.00
	500750LG	- 358 Units						
381	Amgen Inc. Com		33,923.25	140.46	53,515.26	929.64	1.74%	0.00
	500750LG	- 381 Units						
1,918	Apple Computer Inc.		132,058.62	100.75	183,238.50	3,605.84	1.87%	0.00
	500750LG	- 1,917 Units						
	500750LV	- 721 Units						
3,868	Avon Products		60,973.07	12.60	48,738.80	928.32	1.90%	0.00
	500750LV	- 3,868 Units						
1,104	B B & T Corp Comm		23,958.34	37.21	41,079.84	1,059.84	2.58%	0.00
	500750LV	- 1,104 Units						
535	Baxter International Inc.		30,572.39	71.77	38,396.95	1,112.80	2.90%	278.20
	500750LV	- 535 Units						
1,128	Carnival Corp		38,163.88	40.17	45,311.78	1,128.00	2.49%	0.00
	500750LV	- 1,128 Units						
481	Caterpillar Inc.		15,659.48	99.03	45,652.83	1,280.80	2.83%	0.00
	500750LV	- 481 Units						
432	ChevronTexaco Corp		28,590.44	119.32	51,548.24	1,848.96	3.59%	0.00
	500750LV	- 432 Units						

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## Statement 11 - Form 990-PF, Part II, Balance Sheet column (b) and (c)

October 01, 2013 To September 30, 2014

Consolidation: Mary E Bivins Trust-Global Bridge Accounts

## Summary Of Investment Holdings

Shares or Par Value	Investment Category		Tax Cost	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	Accrued Income
1,974	Cisco Systems Inc		38,198.90	25.17	49,685.58	1,500.24	3.02%	375.06
	500750LV	- 1,974 Units						
1,606	Cosch Inc.		55,290.89	35.61	57,189.66	2,168.10	3.79%	0.00
	500750LV	- 1,606 Units						
1,810	Coca-Cola Company - Common		63,433.97	42.66	77,214.60	2,208.20	2.86%	552.05
	500750LG	- 1,810 Units						
674	Colgate Palmolive Co		20,391.66	65.22	43,958.28	970.56	2.21%	0.00
	500750LV	- 674 Units						
1,809	Comcast Corp New Cl A		66,573.13	53.78	97,288.02	1,628.10	1.67%	407.03
	500750LG	- 1,809 Units						
683	ConocoPhillips Com		30,137.13	76.52	52,263.16	1,994.36	3.82%	0.00
	500750LV	- 683 Units						
303	Costco Whal Corp New Com		26,428.93	125.32	37,971.96	430.26	1.13%	0.00
	500750LG	- 303 Units						
863	CVS Corp Com Stk		35,157.72	79.59	68,686.17	949.30	1.38%	0.00
	500750LG	- 863 Units						
503	Danaher Corp. DE		22,064.63	75.98	38,217.94	201.20	0.53%	50.30
	500750LG	- 503 Units						
595	Deere & Co. - Common		26,318.26	61.99	46,764.05	1,428.00	2.93%	357.00
	500750LV	- 595 Units						
426	DIRECTV COM		20,516.73	88.52	36,857.52	0.00	0.00%	0.00
	500750LG	- 426 Units						
498	Disney Com Stk		37,402.41	89.03	44,336.94	428.28	0.97%	0.00
	500750LG	- 498 Units						
1,195	Dow Chemical Common		29,934.03	52.44	62,665.80	1,766.60	2.82%	442.15
	500750LV	- 1,195 Units						
936	E. I. DuPont De Nemours & Co.		27,138.01	71.76	67,167.36	1,759.68	2.62%	0.00
	500750LV	- 936 Units						
429	Ecolab Inc		24,229.32	114.83	49,262.07	471.90	0.96%	117.98
	500750LG	- 429 Units						
2,679	EMC Corp		59,538.10	29.26	78,387.54	1,232.34	1.57%	308.09

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## Statement 11 - Form 990-PF, Part II, Balance Sheet column (b) and (c)

October 01, 2013 To September 30, 2014

Consolidation: Mary E Bivins Trust-Global Bridge Accounts

## Summary Of Investment Holdings

Shares or Par Value	Investment Category		Tax Cost	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	Accrued Income
	500750LG	-	2,679 Units					
747	Emerson Electric Company	-	27,140.24	62.58	46,747.26	1,284.84	2.75%	0.00
	500750LV	-	747 Units					
775	Expeditors Intl Of Washington	-	34,170.78	40.58	31,449.50	496.00	1.58%	0.00
	500750LG	-	775 Units					
828	Express Scripts Hldg Co	-	49,276.37	70.63	58,340.38	0.00	0.00%	0.00
	500750LG	-	828 Units					
203	Fedex Corp Com	-	28,008.48	161.45	32,774.35	162.40	0.50%	40.60
	500750LG	-	203 Units					
3,276	Ford Motor Company Del Com	-	42,620.43	14.79	46,452.04	1,638.00	3.38%	0.00
	500750LV	-	3,276 Units					
680	Garmin LTD Common Stock	-	13,570.31	61.99	35,353.20	1,305.60	3.69%	0.00
	500750LV	-	680 Units					
1,975	General Electric Co	-	24,179.30	25.62	50,599.50	1,738.00	3.43%	434.50
	500750LV	-	1,975 Units					
984	General Mills, Inc.	-	47,891.51	50.45	48,633.80	1,580.98	3.25%	0.00
	500750LG	-	984 Units					
85	GOOGLE INC CL C	-	29,754.16	577.39	49,075.60	0.00	0.00%	0.00
	500750LG	-	85 Units					
85	Google Inc. Class A	-	29,846.07	588.41	50,014.85	0.00	0.00%	0.00
	500750LG	-	85 Units					
907	Harley Davidson, Inc.	-	13,459.59	58.20	52,787.40	, 997.70	1.89%	0.00
	500750LV	-	907 Units					
1,754	Hewlett Packard Co.	-	40,358.22	35.47	62,214.38	1,122.56	1.80%	280.64
	500750LV	-	1,754 Units					
1,047	Home Depot Inc.	-	39,869.41	91.74	96,051.78	1,968.36	2.05%	0.00
	500750LG	-	472 Units					
	500750LV	-	575 Units					
375	Honeywell International Inc	-	24,715.73	93.12	34,920.00	675.00	1.93%	0.00
	500750LG	-	375 Units					
1,991	Huntsman Corp	-	21,262.69	25.99	51,748.09	995.50	1.92%	248.88

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## Statement 11 - Form 990-PF, Part II, Balance Sheet column (b) and (c)

October 01, 2013 To September 30, 2014

Consolidation: Mary E Bivins Trust-Global Bridge Accounts

## Summary Of Investment Holdings

Shares or Par Value	Investment Category		Tax Cost	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	Accrued Income
	500750LV	-		1,891 Units				
260	International Business Machs	-	44,804.85	189.83	49,355.80	1,144.00	2.32%	0.00
	500750LG	-		260 Units				
1,583	Invesco, Ltd	-	34,175.39	39.48	62,496.84	1,583.00	2.53%	0.00
	500750LV	-		1,583 Units				
833	J.P. Morgan Chase & Co Com	-	34,373.87	60.24	50,179.92	1,332.80	2.66%	0.00
	500750LV	-		833 Units				
584	Johnson & Johnson	-	52,333.81	108.59	62,248.58	1,635.20	2.63%	0.00
	500750LG	-		584 Units				
2,151	Masco Corp.	-	24,766.40	23.92	51,451.92	774.36	1.51%	0.00
	500750LV	-		2,151 Units				
570	Mastercard Inc Class A	-	20,993.11	73.92	42,134.40	250.80	0.60%	0.00
	500750LG	-		570 Units				
182	McKesson Hbec Inc Com	-	21,314.31	194.07	35,429.94	174.72	0.48%	43.68
	500750LG	-		182 Units				
852	Merck & Co Inc New Com	-	28,307.07	59.28	50,500.58	1,499.52	2.97%	374.88
	500750LV	-		852 Units				
1,324	Microsoft Corp.	-	34,387.39	48.38	61,380.64	1,641.76	2.67%	0.00
	500750LV	-		1,324 Units				
1,533	Mondelēoz Int'l. Inc. Com	-	39,413.43	34.27	52,528.25	919.80	1.75%	229.95
	500750LV	-		1,533 Units				
2,334	Oracle Systems	-	78,100.45	38.28	89,345.52	1,120.32	1.25%	0.00
	500750LG	-		2,334 Units				
1,149	Paychex	-	32,523.48	44.20	50,785.80	1,748.48	3.44%	0.00
	500750LV	-		1,149 Units				
816	PENTAIR PLC COM STK	-	35,528.54	65.49	53,439.84	979.20	1.83%	0.00
	500750LV	-		816 Units				
1,578	Pfizer Inc.	-	34,485.93	29.57	46,601.40	1,641.12	3.52%	0.00
	500750LV	-		1,578 Units				
380	Praxair Inc	-	38,928.51	129.00	50,310.00	1,014.00	2.02%	0.00
	500750LG	-		380 Units				

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## Statement 11 - Form 990-PF, Part II, Balance Sheet column (b) and (c)

October 01, 2013 To September 30, 2014

Consolidation: Mary E Bivins Trust-Global Bridge Accounts

## Summary Of Investment Holdings

Shares or Par Value	Investment Category		Tax Cost	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	Accrued Income
523	Procter & Gamble - Common		30,887.78	63.74	43,796.02	1,348.41	3.07%	0.00
	500750LV	- 523 Units						
1,148	Qualcomm Inc		63,489.08	74.77	85,835.96	1,928.64	2.25%	0.00
	500750LG	- 1,148 Units						
688	Schlumberger Ltd		60,848.91	101.69	69,962.72	1,100.80	1.57%	275.20
	500750LG	- 688 Units						
282	Sigma Aldrich Corp		20,887.95	138.01	38,354.82	259.44	0.68%	0.00
	500750LG	- 282 Units						
790	Southwest Airlines		14,942.28	33.77	28,878.30	189.80	0.71%	0.00
	500750LG	- 790 Units						
4,835	Staples Inc		67,303.63	12.10	56,083.50	2,224.80	3.97%	556.20
	500750LV	- 4,835 Units						
2,277	Symantec Corp		49,538.18	23.51	53,532.27	1,368.20	2.55%	0.00
	500750LV	- 2,277 Units						
925	The Kroger Co		35,437.35	52.00	48,100.00	684.50	1.42%	0.00
	500750LG	- 925 Units						
611	Tiffany & Co		35,000.22	96.31	58,845.41	928.72	1.58%	232.18
	500750LV	- 611 Units						
584	TJX Cos Inc		18,847.28	59.17	34,555.28	408.80	1.18%	0.00
	500750LG	- 584 Units						
1,291	Transocean LTD Switz		61,809.09	31.97	41,273.27	3,873.00	8.38%	0.00
	500750LV	- 1,291 Units						
1,130	Union Pacific Corporation Common		51,752.21	108.42	122,514.60	2,260.00	1.84%	565.00
	500750LG	- 552 Units						
	500750LV	- 578 Units						
522	United Parcel Service, Inc.		26,848.84	88.29	51,307.38	1,398.96	2.73%	0.00
	500780LV	- 522 Units						
564	United Technologies Common		42,149.01	105.60	59,558.40	1,331.04	2.23%	0.00
	500750LG	- 564 Units						
704	Verisign Inc.		40,303.32	55.12	38,804.48	0.00	0.00%	0.00
	500750LG	- 704 Units						

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Consolidation: Mary E Blvins Trust-Global Bridge Accounts

## Summary Of Investment Holdings

Shares or Par Value	Investment Category		Tax Cost	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	Accrued Income
1,944	Verizon Communications Com 500750LG	- 1,944 Units	88,302.09	49.99	97,180.56	4,278.80	4.40%	0.00
533	Viacom Inc-Class B 500750LG	- 533 Units	25,591.31	76.94	41,009.02	703.56	1.72%	175.89
1,052	Wal-Mart Stores, Inc. 500750LG	- 1,052 Units	88,951.53	78.47	80,448.44	2,019.84	2.51%	0.00
618	Wellpoint Inc 500750LV	- 618 Units	38,621.54	119.62	73,925.16	1,081.50	1.48%	0.00
1,558	Weyerhaeuser Co 500750LV	- 1,558 Units	28,877.07	31.88	49,637.88	1,807.28	3.64%	0.00
<b>Totals</b>			3,019,385.17		4,388,292.80	96,638.79	2.21%	6,346.46
<b>Equity Mid</b>								
135	Autozone Inc 500750LG	- 135 Units	57,427.34	509.88	68,804.10	0.00	0.00%	0.00
2,805	Corning, Inc. 500750LV	- 2,805 Units	37,574.38	19.34	54,248.70	1,122.00	2.07%	280.50
7,172	Fortress Investments Group LLC 500750LV	- 7,172 Units	48,984.76	6.88	49,343.36	2,295.04	4.65%	0.00
521	Magna International Inc.- CL A 500750LV	- 521 Units	20,028.28	94.91	49,446.11	791.92	1.60%	0.00
629	Pal CP 500750LV	- 629 Units	16,661.66	83.70	52,647.30	691.90	1.31%	0.00
568	Partnre LTD 500750LV	- 568 Units	39,112.03	109.89	62,417.62	1,622.24	2.44%	0.00
1,084	Southwestern Energy Co 500750LG	- 1,084 Units	47,707.61	34.95	37,885.80	0.00	0.00%	0.00
429	Staricycle Inc. 500750LG	- 429 Units	40,229.25	116.56	50,004.24	0.00	0.00%	0.00
307	Wynn Resorts, Limited 500750LV	- 307 Units	33,937.22	187.08	57,433.60	1,535.00	2.67%	0.00

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Consolidation: Mary E Blivins Trust-Global Bridge Accounts

**Summary Of Investment Holdings**

Shares or Par Value	Investment Category		Tax Cost	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	Accrued Income
<b>Totals</b>			341,662.63		482,232.69	7,958.10	1.66%	280.60
<b>Equity Small</b>								
2,179	Chesapeake Energy Corp 500750LV	- 2,179 Units	35,837.20	22.99	50,095.21	762.65	1.52%	0.00
1,555	Hancock Holding Co 500750LV	- 1,555 Units	52,998.50	32.05	49,837.75	1,492.80	3.00%	0.00
0.563	Seventy Seven Energy Inc Com Stk 500750LV	- 0.563 Units	7.91	23.74	13.37	0.00	0.00%	0.00
568	Tupperware Corporation 500750LV	- 568 Units	12,215.66	69.04	38,214.72	1,544.96	3.94%	386.24
<b>Totals</b>			101,059.27		139,161.05	3,800.41	2.73%	386.24
<b>Total Investments</b>			28,104,021.99		31,790,120.93	667,033.67	1.78%	115,913.71
<b>Plus Accrued Income</b>					115,913.71			
<b>Plus Net Cash</b>					0.00			
<b>Total Market Value</b>					31,906,034.64			

Note: "\*" Denotes Invested Income

	Tax Cost	Market
3 = Inv. Corporate Stock	7,802,452.65	11,602,117.46