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Form **990-PF****Return of Private Foundation**

OMB No. 1545-0052

**2013**Department of the Treasury  
Internal Revenue Service

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](http://www.irs.gov/form990pf)

Open to Public Inspection

For calendar year **2013** or tax year beginning **10/01, 2013**, and ending **09/30, 2014**Name of foundation **ANNA W THORNTON & ALEXANDER P THORNTON**  
**CHARITABLE TRUST R77776004**A Employer identification number  
**75-6496915**

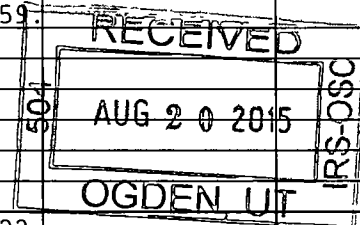
Number and street (or P.O. box number if mail is not delivered to street address) Room/suite

**10 S DEARBORN IL1-0117**

City or town, state or province, country, and ZIP or foreign postal code

**CHICAGO, IL 60603**G Check all that apply: Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change ☐H Check type of organization: ☒ Section 501(c)(3) exempt private foundation  
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **2,122,797.**  
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) |
|------------------------------------------------------------------------------------------------|------------------------------------|---------------------------|-------------------------|-------------------------------------------------------------|
| <b>Revenue</b>                                                                                 |                                    |                           |                         |                                                             |
| 1 Contributions, gifts, grants, etc., received (attach schedule)                               |                                    |                           |                         |                                                             |
| 2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B |                                    |                           |                         |                                                             |
| 3 Interest on savings and temporary cash investments                                           |                                    |                           |                         |                                                             |
| 4 Dividends and interest from securities                                                       | 47,639.                            | 47,363.                   |                         | STMT 1                                                      |
| 5a Gross rents                                                                                 |                                    |                           |                         |                                                             |
| b Net rental income or (loss)                                                                  |                                    |                           |                         |                                                             |
| 6a Net gain or (loss) from sale of assets not on line 10                                       | 61,959.                            |                           |                         |                                                             |
| b Gross sales price for all assets on line 6a                                                  | 707,545.                           |                           |                         |                                                             |
| 7 Capital gain net income (from Part IV, line 2)                                               |                                    | 61,959.                   |                         |                                                             |
| 8 Net short-term capital gain                                                                  |                                    |                           |                         |                                                             |
| 9 Income modifications                                                                         |                                    |                           |                         |                                                             |
| 10a Gross sales less returns and allowances                                                    |                                    |                           |                         |                                                             |
| b Less Cost of goods sold                                                                      |                                    |                           |                         |                                                             |
| c Gross profit or (loss) (attach schedule)                                                     |                                    |                           |                         |                                                             |
| 11 Other income (attach schedule)                                                              | 152.                               |                           |                         |                                                             |
| 12 Total. Add lines 1 through 11                                                               | 109,750.                           | 109,322.                  |                         | STMT 2                                                      |
| 13 Compensation of officers, directors, trustees, etc.                                         | 32,066.                            | 24,050.                   |                         | 8,017.                                                      |
| 14 Other employee salaries and wages                                                           |                                    | NONE                      | NONE                    |                                                             |
| 15 Pension plans, employee benefits                                                            |                                    | NONE                      | NONE                    |                                                             |
| 16a Legal fees (attach schedule)                                                               |                                    |                           |                         |                                                             |
| b Accounting fees (attach schedule)                                                            |                                    |                           |                         |                                                             |
| c Other professional fees (attach schedule)                                                    |                                    |                           |                         |                                                             |
| 17 Interest                                                                                    |                                    |                           |                         |                                                             |
| 18 Taxes (attach schedule) (see instructions) STMT 3                                           | 6,425.                             | 525.                      |                         |                                                             |
| 19 Depreciation (attach schedule) and depletion                                                |                                    |                           |                         |                                                             |
| 20 Occupancy                                                                                   |                                    |                           |                         |                                                             |
| 21 Travel, conferences, and meetings                                                           |                                    | NONE                      | NONE                    |                                                             |
| 22 Printing and publications                                                                   |                                    | NONE                      | NONE                    |                                                             |
| 23 Other expenses (attach schedule)                                                            |                                    |                           |                         |                                                             |
| 24 Total operating and administrative expenses. Add lines 13 through 23                        | 38,491.                            | 24,575.                   | NONE                    | 8,017.                                                      |
| 25 Contributions, gifts, grants paid                                                           | 89,000.                            |                           |                         | 89,000.                                                     |
| 26 Total expenses and disbursements. Add lines 24 and 25                                       | 127,491.                           | 24,575.                   | NONE                    | 97,017.                                                     |
| 27 Subtract line 26 from line 12                                                               |                                    |                           |                         |                                                             |
| a Excess of revenue over expenses and disbursements                                            | -17,741.                           |                           |                         |                                                             |
| b Net investment income (if negative, enter -0-)                                               |                                    | 84,747.                   |                         |                                                             |
| c Adjusted net income (if negative, enter -0-)                                                 |                                    |                           |                         |                                                             |



JSA For Paperwork Reduction Act Notice, see instructions.

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| Part II Balance Sheets      |                                                                                                                                   | Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)                |            | Beginning of year | End of year    |                       |
|-----------------------------|-----------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------|------------|-------------------|----------------|-----------------------|
|                             |                                                                                                                                   |                                                                                                                                   |            | (a) Book Value    | (b) Book Value | (c) Fair Market Value |
| Assets                      | 1                                                                                                                                 | Cash - non-interest-bearing . . . . .                                                                                             |            |                   | 3,104.         | 3,104.                |
|                             | 2                                                                                                                                 | Savings and temporary cash investments . . . . .                                                                                  |            | 85,288.           | 192,640.       | 192,640.              |
|                             | 3                                                                                                                                 | Accounts receivable ▶<br>Less: allowance for doubtful accounts ▶                                                                  |            |                   |                |                       |
|                             | 4                                                                                                                                 | Pledges receivable ▶<br>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) ▶<br>Less: allowance for doubtful accounts ▶                                   |            |                   |                | NONE                  |
|                             | 8                                                                                                                                 | Inventories for sale or use . . . . .                                                                                             |            |                   |                |                       |
|                             | 9                                                                                                                                 | Prepaid expenses and deferred charges . . . . .                                                                                   |            |                   |                |                       |
|                             | 10 a                                                                                                                              | Investments - U.S. and state government obligations (attach schedule) . . . . .                                                   |            |                   |                |                       |
|                             | b                                                                                                                                 | Investments - corporate stock (attach schedule) . . . . .                                                                         | 886,199.   | 907,988.          | 1,140,717.     |                       |
|                             | c                                                                                                                                 | Investments - corporate bonds (attach schedule) . . . . .                                                                         | 605,785.   | 476,079.          | 484,292.       |                       |
|                             | 11                                                                                                                                | Investments - land, buildings, and equipment basis<br>Less: accumulated depreciation (attach schedule) ▶                          |            |                   |                |                       |
|                             | 12                                                                                                                                | Investments - mortgage loans . . . . .                                                                                            |            |                   |                |                       |
|                             | 13                                                                                                                                | Investments - other (attach schedule) . . . . .                                                                                   | 322,382.   | 301,044.          | 302,044.       |                       |
|                             | 14                                                                                                                                | Land, buildings, and equipment basis<br>Less: accumulated depreciation (attach schedule) ▶                                        |            |                   |                |                       |
| 15                          | Other assets (describe ▶) . . . . .                                                                                               |                                                                                                                                   |            |                   |                |                       |
| 16                          | <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .                    | 1,899,654.                                                                                                                        | 1,880,855. | 2,122,797.        |                |                       |
| Liabilities                 | 17                                                                                                                                | Accounts payable and accrued expenses . . . . .                                                                                   |            |                   |                |                       |
|                             | 18                                                                                                                                | Grants payable . . . . .                                                                                                          |            |                   |                |                       |
|                             | 19                                                                                                                                | Deferred revenue . . . . .                                                                                                        |            |                   |                |                       |
|                             | 20                                                                                                                                | Loans from officers, directors, trustees, and other disqualified persons . . . . .                                                |            |                   |                |                       |
|                             | 21                                                                                                                                | Mortgages and other notes payable (attach schedule) . . . . .                                                                     |            |                   |                |                       |
|                             | 22                                                                                                                                | Other liabilities (describe ▶) . . . . .                                                                                          |            |                   |                |                       |
|                             | 23                                                                                                                                | <b>Total liabilities</b> (add lines 17 through 22) . . . . .                                                                      |            |                   | NONE           |                       |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31. |                                                                                                                                   |            |                   |                |                       |
|                             | 27                                                                                                                                | Capital stock, trust principal, or current funds . . . . .                                                                        | 1,899,654. | 1,880,855.        |                |                       |
|                             | 28                                                                                                                                | Paid-in or capital surplus, or land, bldg., and equipment fund . . . . .                                                          |            |                   |                |                       |
|                             | 29                                                                                                                                | Retained earnings, accumulated income, endowment, or other funds . . . . .                                                        |            |                   |                |                       |
|                             | 30                                                                                                                                | <b>Total net assets or fund balances</b> (see instructions) . . . . .                                                             | 1,899,654. | 1,880,855.        |                |                       |
|                             | 31                                                                                                                                | <b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .                                                | 1,899,654. | 1,880,855.        |                |                       |

**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 | 1,899,654. |
| 2 | Enter amount from Part I, line 27a . . . . .                                                                                                                         | 2 | -17,741.   |
| 3 | Other increases not included in line 2 (itemize) ▶                                                                                                                   | 3 |            |
| 4 | Add lines 1, 2, and 3 . . . . .                                                                                                                                      | 4 | 1,881,913. |
| 5 | Decreases not included in line 2 (itemize) ▶ <b>PRIOR PERIOD ADJUSTMENT</b>                                                                                          | 5 | 1,058.     |
| 6 | <b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .                                               | 6 | 1,880,855. |

**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,<br>2-story brick warehouse; or common stock, 200 shs. MLC Co.) |                                            |                                                 | (b) How<br>acquired<br>P - Purchase<br>D - Donation                                            | (c) Date<br>acquired<br>(mo., day, yr.) | (d) Date sold<br>(mo., day, yr.) |
|---------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------|-------------------------------------------------|------------------------------------------------------------------------------------------------|-----------------------------------------|----------------------------------|
| <b>1a PUBLICLY TRADED SECURITIES</b>                                                                                                  |                                            |                                                 |                                                                                                |                                         |                                  |
| <b>b</b>                                                                                                                              |                                            |                                                 |                                                                                                |                                         |                                  |
| <b>c</b>                                                                                                                              |                                            |                                                 |                                                                                                |                                         |                                  |
| <b>d</b>                                                                                                                              |                                            |                                                 |                                                                                                |                                         |                                  |
| <b>e</b>                                                                                                                              |                                            |                                                 |                                                                                                |                                         |                                  |
| (e) Gross sales price                                                                                                                 | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g)                                                   |                                         |                                  |
| <b>a</b> 707,545.                                                                                                                     |                                            | 645,586.                                        | 61,959.                                                                                        |                                         |                                  |
| <b>b</b>                                                                                                                              |                                            |                                                 |                                                                                                |                                         |                                  |
| <b>c</b>                                                                                                                              |                                            |                                                 |                                                                                                |                                         |                                  |
| <b>d</b>                                                                                                                              |                                            |                                                 |                                                                                                |                                         |                                  |
| <b>e</b>                                                                                                                              |                                            |                                                 |                                                                                                |                                         |                                  |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69                                           |                                            |                                                 | (l) Gains (Col. (h) gain minus<br>col. (k), but not less than -0- or<br>Losses (from col. (h)) |                                         |                                  |
| (i) F.M.V. as of 12/31/69                                                                                                             | (j) Adjusted basis<br>as of 12/31/69       | (k) Excess of col. (i)<br>over col. (j), if any |                                                                                                |                                         |                                  |
| <b>a</b>                                                                                                                              |                                            |                                                 | 61,959.                                                                                        |                                         |                                  |
| <b>b</b>                                                                                                                              |                                            |                                                 |                                                                                                |                                         |                                  |
| <b>c</b>                                                                                                                              |                                            |                                                 |                                                                                                |                                         |                                  |
| <b>d</b>                                                                                                                              |                                            |                                                 |                                                                                                |                                         |                                  |
| <b>e</b>                                                                                                                              |                                            |                                                 |                                                                                                |                                         |                                  |
| <b>2 Capital gain net income or (net capital loss)</b>                                                                                |                                            |                                                 | <b>2</b>                                                                                       | 61,959.                                 |                                  |
| { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 }                                                   |                                            |                                                 |                                                                                                |                                         |                                  |
| <b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>                                                |                                            |                                                 | <b>3</b>                                                                                       |                                         |                                  |
| If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in<br>Part I, line 8                       |                                            |                                                 |                                                                                                |                                         |                                  |

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

| (a)<br>Base period years<br>Calendar year (or tax year beginning in)                                                                                                                      | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col. (b) divided by col. (c)) |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------|----------------------------------------------|-------------------------------------------------------------|
| 2012                                                                                                                                                                                      | 101,162.                                 | 2,042,393.                                   | 0.049531                                                    |
| 2011                                                                                                                                                                                      | 86,338.                                  | 1,958,127.                                   | 0.044092                                                    |
| 2010                                                                                                                                                                                      | 99,133.                                  | 1,855,215.                                   | 0.053435                                                    |
| 2009                                                                                                                                                                                      | 92,303.                                  | 1,966,178.                                   | 0.046945                                                    |
| 2008                                                                                                                                                                                      | 111,258.                                 | 1,835,359.                                   | 0.060619                                                    |
| <b>2 Total of line 1, column (d)</b>                                                                                                                                                      |                                          |                                              | 0.254622                                                    |
| <b>3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the<br/>number of years the foundation has been in existence if less than 5 years</b> |                                          |                                              | 0.050924                                                    |
| <b>4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5</b>                                                                                                     |                                          |                                              | 2,143,492.                                                  |
| <b>5 Multiply line 4 by line 3</b>                                                                                                                                                        |                                          |                                              | 109,155.                                                    |
| <b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>                                                                                                                       |                                          |                                              | 847.                                                        |
| <b>7 Add lines 5 and 6</b>                                                                                                                                                                |                                          |                                              | 110,002.                                                    |
| <b>8 Enter qualifying distributions from Part XII, line 4</b>                                                                                                                             |                                          |                                              | 97,017.                                                     |

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

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

|                                                                                                                                                                                                                                                   |    |        |        |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|--------|--------|
| 1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . .<br>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 type="checkbox"/> and enter 1% of Part I, line 27b . . . . .                                                                                       |    | 1      | 1,695. |
| 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      |        |
| 3 Add lines 1 and 2 . . . . .                                                                                                                                                                                                                     |    | 3      | 1,695. |
| 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                                                                                                     |    | 4      | NONE   |
| 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-                                                                                                                                                         |    | 5      | 1,695. |
| 6 Credits/Payments.                                                                                                                                                                                                                               |    |        |        |
| a 2013 estimated tax payments and 2012 overpayment credited to 2013 . . . . .                                                                                                                                                                     | 6a | 3,486. |        |
| b Exempt foreign organizations - tax withheld at source . . . . .                                                                                                                                                                                 | 6b | NONE   |        |
| c Tax paid with application for extension of time to file (Form 8868) . . . . .                                                                                                                                                                   | 6c | NONE   |        |
| d Backup withholding erroneously withheld . . . . .                                                                                                                                                                                               | 6d |        |        |
| 7 Total credits and payments. Add lines 6a through 6d . . . . .                                                                                                                                                                                   | 7  | 3,486. |        |
| 8 Enter any penalty for underpayment of estimated tax. Check here <input 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 | 1,791. |        |
| 11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> 1,791. Refunded <input type="checkbox"/>                                                                                                            | 11 |        |        |

**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  |
| 1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . . .<br>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 |     | X  |
| 1c 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:<br>(1) On the foundation. <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____                                                                                                                           |     |    |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ _____                                                                                                                                                                               |     |    |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .<br>If "Yes," attach a detailed description of the activities                                                                                                                                                                                |     | X  |
| 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .                                                                                                                  |     | 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? . . . . .                                                                                                                                                                                                                                                                            |     |    |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .<br>If "Yes," attach the statement required by General Instruction T                                                                                                                                                                          |     | X  |
| 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:<br>• By language in the governing instrument, or<br>• 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? If "Yes," complete Part II, col (c), and Part XV                                                                                                                                                                                                                      | X   |    |
| 8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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? If "No," attach explanation. . . . .                                                                                                                                  | X   |    |
| 9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV. . . . .                                                                                         |     | X  |
| 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .                                                                                                                                                                                                         |     | X  |

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**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? . . . . .                                                                       | 13 | X   |    |
| Website address <u>N/A</u> |                                                                                                                                                                                                     |    |     |    |
| 14                         | The books are in care of <u>JP MORGAN CHASE BANK, NA</u> Telephone no. <u>(866) 888-5157</u>                                                                                                        |    |     |    |
|                            | Located at <u>10 S DEARBORN IL1-0117, CHICAGO, IL</u> ZIP+4 <u>60603</u>                                                                                                                            |    |     |    |
| 15                         | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . .                                                                                       | 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 the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country <u></u>                                                          |    |     | 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? . . . . .                                                                                                                                                                                                                                                                                                                                                                                                           | <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? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) . . . . .                                                                                                                                                                                                                                                  | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |    |
| b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? . . . . .                                                                                                                                                                                                                                                                           | 1b                                                                  | X  |
| Organizations relying on a current notice regarding disaster assistance check here . . . . .                                                                                                                                                                                                                                                                                                                                                                                                               |                                                                     |    |
| c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? . . . . .                                                                                                                                                                                                                                                                                                        | 1c                                                                  | X  |
| 2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):                                                                                                                                                                                                                                                                                                                           |                                                                     |    |
| a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? . . . . .                                                                                                                                                                                                                                                                                                                                              | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |    |
| If "Yes," list the years <u></u>                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                     |    |
| b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) . . . . .                                                                                                                                                                                      | 2b                                                                  | X  |
| c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u></u>                                                                                                                                                                                                                                                                                                                                                                                  |                                                                     |    |
| 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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013) . . . . . | 3b                                                                  |    |
| 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .                                                                                                                                                                                                                                                                                                                                                                               | 4a                                                                  | X  |
| b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013? . . . . .                                                                                                                                                                                                                                                              | 4b                                                                  | X  |

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**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)? ☐ Yes ☒ No **5b**

Organizations relying on a current notice regarding disaster assistance check here ☐ **5b**

**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 **6b**

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **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 **7b**

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **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 |
|--------------------------------------------------------------------------------|-----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| JP MORGAN CHASE BANK, NA<br>10 S DEARBORN ST; MC; IL 1-0117, CHICAGO, IL 60603 | TRUSTEE<br>2                                              | 32,066.                                   | -0-                                                                   | -0-                                   |
|                                                                                |                                                           |                                           |                                                                       |                                       |
|                                                                                |                                                           |                                           |                                                                       |                                       |
|                                                                                |                                                           |                                           |                                                                       |                                       |
|                                                                                |                                                           |                                           |                                                                       |                                       |

**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                                                          |                                                           | NONE             | NONE                                                                  | NONE                                  |
|                                                               |                                                           |                  |                                                                       |                                       |
|                                                               |                                                           |                  |                                                                       |                                       |
|                                                               |                                                           |                  |                                                                       |                                       |
|                                                               |                                                           |                  |                                                                       |                                       |

**Total number of other employees paid over \$50,000** ☐ **NONE**

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**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                                                                                      |                     | NONE             |
|                                                                                           |                     |                  |
|                                                                                           |                     |                  |
|                                                                                           |                     |                  |
|                                                                                           |                     |                  |
|                                                                                           |                     |                  |
| <b>Total</b> number of others receiving over \$50,000 for professional services . . . . . |                     | NONE             |

**Part IX-A Summary of Direct Charitable Activities**

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

Expenses

|        |  |
|--------|--|
| 1 NONE |  |
|        |  |
| 2      |  |
|        |  |
| 3      |  |
|        |  |
| 4      |  |
|        |  |

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

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

Amount

|                                                        |  |
|--------------------------------------------------------|--|
| 1 NONE                                                 |  |
|                                                        |  |
| 2                                                      |  |
|                                                        |  |
| All other program-related investments See instructions |  |
| 3 NONE                                                 |  |
|                                                        |  |
| <b>Total.</b> Add lines 1 through 3 . . . . .          |  |

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**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 | 2,007,941. |
| b | Average of monthly cash balances                                                                            | 1b | 168,193.   |
| c | Fair market value of all other assets (see instructions)                                                    | 1c | NONE       |
| d | Total (add lines 1a, b, and c)                                                                              | 1d | 2,176,134. |
| 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  | NONE       |
| 3 | Subtract line 2 from line 1d                                                                                | 3  | 2,176,134. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)   | 4  | 32,642.    |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.       | 5  | 2,143,492. |
| 6 | Minimum investment return. Enter 5% of line 5                                                               | 6  | 107,175.   |

**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  | 107,175. |
| 2a | Tax on investment income for 2013 from Part VI, line 5                                              | 2a | 1,695.   |
| b  | Income tax for 2013. (This does not include the tax from Part VI.)                                  | 2b |          |
| c  | Add lines 2a and 2b                                                                                 | 2c | 1,695.   |
| 3  | Distributable amount before adjustments. Subtract line 2c from line 1.                              | 3  | 105,480. |
| 4  | Recoveries of amounts treated as qualifying distributions                                           | 4  | NONE     |
| 5  | Add lines 3 and 4                                                                                   | 5  | 105,480. |
| 6  | Deduction from distributable amount (see instructions)                                              | 6  | NONE     |
| 7  | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1. | 7  | 105,480. |

**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 | 97,017. |
| 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  | NONE    |
| 3 | Amounts set aside for specific charitable projects that satisfy the:                                                                                 |    |         |
| a | Suitability test (prior IRS approval required)                                                                                                       | 3a | NONE    |
| b | Cash distribution test (attach the required schedule)                                                                                                | 3b | NONE    |
| 4 | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.                                          | 4  | 97,017. |
| 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  | N/A     |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4                                                                                       | 6  | 97,017. |

**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)<br>Corpus | (b)<br>Years prior to 2012 | (c)<br>2012 | (d)<br>2013 |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2013 from Part XI, line 7 . . . . .                                                                                                                       |               |                            |             | 105,480.    |
| 2 Undistributed income, if any, as of the end of 2013                                                                                                                                |               |                            |             |             |
| a Enter amount for 2012 only . . . . .                                                                                                                                               |               |                            | 88,254.     |             |
| b Total for prior years 20 <u>11</u> , 20 <u>  </u> , 20 <u>  </u>                                                                                                                   |               | NONE                       |             |             |
| 3 Excess distributions carryover, if any, to 2013                                                                                                                                    |               |                            |             |             |
| a From 2008 . . . . .                                                                                                                                                                | NONE          |                            |             |             |
| b From 2009 . . . . .                                                                                                                                                                | NONE          |                            |             |             |
| c From 2010 . . . . .                                                                                                                                                                | NONE          |                            |             |             |
| d From 2011 . . . . .                                                                                                                                                                | NONE          |                            |             |             |
| e From 2012 . . . . .                                                                                                                                                                | NONE          |                            |             |             |
| f Total of lines 3a through e . . . . .                                                                                                                                              | NONE          |                            |             |             |
| 4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ <u>97,017.</u>                                                                                                       |               |                            |             |             |
| a Applied to 2012, but not more than line 2a . . .                                                                                                                                   |               |                            | 88,254.     |             |
| b Applied to undistributed income of prior years (Election required - see instructions) . . . . .                                                                                    |               | NONE                       |             |             |
| c Treated as distributions out of corpus (Election required - see instructions) . . . . .                                                                                            | NONE          |                            |             |             |
| d Applied to 2013 distributable amount . . . . .                                                                                                                                     |               |                            |             | 8,763.      |
| e Remaining amount distributed out of corpus . .                                                                                                                                     | NONE          |                            |             |             |
| 5 Excess distributions carryover applied to 2013 . (If an amount appears in column (d), the same amount must be shown in column (a) )                                                | NONE          |                            |             | NONE        |
| 6 Enter the net total of each column as indicated below:                                                                                                                             |               |                            |             |             |
| a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5                                                                                                                                  | NONE          |                            |             |             |
| b Prior years' undistributed income. Subtract line 4b from line 2b . . . . .                                                                                                         |               | NONE                       |             |             |
| 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 . . . . . |               | NONE                       |             |             |
| d Subtract line 6c from line 6b. Taxable amount - see instructions . . . . .                                                                                                         |               | NONE                       |             |             |
| 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 . . . . .                                                              |               |                            |             | 96,717.     |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . .                                      | NONE          |                            |             |             |
| 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .                                                                                  | NONE          |                            |             |             |
| 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .                                                                                              | NONE          |                            |             |             |
| 10 Analysis of line 9                                                                                                                                                                |               |                            |             |             |
| a Excess from 2009 . . .                                                                                                                                                             | NONE          |                            |             |             |
| b Excess from 2010 . . .                                                                                                                                                             | NONE          |                            |             |             |
| c Excess from 2011 . . .                                                                                                                                                             | NONE          |                            |             |             |
| d Excess from 2012 . . .                                                                                                                                                             | NONE          |                            |             |             |
| e Excess from 2013 . . .                                                                                                                                                             | NONE          |                            |             |             |

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

NOT APPLICABLE

**1 a** 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)

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

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

**a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

SEE STATEMENT 4

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

SEE ATTACHED STATEMENT FOR LINE 2

**c** Any submission deadlines.

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

| Recipient<br>Name and address (home or business)                                   | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount         |
|------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|----------------|
| <b>a Paid during the year</b>                                                      |                                                                                                                    |                                      |                                     |                |
| THE PARENTING CENTER<br>2928 WEST 5TH STREET FORT WORTH TX 76107                   | NONE                                                                                                               | PC                                   | GENERAL                             | 25,000.        |
| What About Remembering Me Center, Inc.<br>809 LIPSCOMB ST Fort Worth TX 76104 3121 | NONE                                                                                                               | PC                                   | GENERAL                             | 10,000.        |
| UNITED WAY OF TARRANT COUNTY<br>500 N MAIN STREET Fort Worth TX 76164              | NONE                                                                                                               | PC                                   | GENERAL                             | 24,000.        |
| HELPING RESTOREABILITY<br>4300 BELTWAY PL#130 Arlington TX 76018                   | NONE                                                                                                               | PC                                   | GENERAL                             | 30,000.        |
| <b>Total</b> . . . . .                                                             |                                                                                                                    |                                      | <b>3a</b>                           | <b>89,000.</b> |
| <b>b Approved for future payment</b>                                               |                                                                                                                    |                                      |                                     |                |
| <b>Total</b> . . . . .                                                             |                                                                                                                    |                                      | <b>3b</b>                           |                |

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions to verify calculations.)

| Line No. | Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.) |
|----------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| ▼        |                                                                                                                                                                                                                                                   |

NOT APPLICABLE

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

- |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |     |    |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|----|
| <p><b>1</b> 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?</p> <p><b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash . . . . .</p> <p>(2) Other assets . . . . .</p> <p><b>b</b> Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization . . . . .</p> <p>(2) Purchases of assets from a noncharitable exempt organization . . . . .</p> <p>(3) Rental of facilities, equipment, or other assets . . . . .</p> <p>(4) Reimbursement arrangements . . . . .</p> <p>(5) Loans or loan guarantees . . . . .</p> <p>(6) Performance of services or membership or fundraising solicitations . . . . .</p> <p><b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .</p> <p><b>d</b> 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.</p> | Yes | No |
| <b>1a(1)</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |     | X  |
| <b>1a(2)</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |     | X  |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |     |    |
| <b>1b(1)</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |     | X  |
| <b>1b(2)</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |     | X  |
| <b>1b(3)</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |     | X  |
| <b>1b(4)</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |     | X  |
| <b>1b(5)</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |     | X  |
| <b>1b(6)</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |     | X  |
| <b>1c</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |     | 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.

Signature of officer or trustee

08/03/2015  
Date

▶  
Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

CAROLYN J. SECHSEL

Preparer's signature \_\_\_\_\_

Preparer's signature: Carolyn J. Seckel  
LLP  
MADE

Date

08/03/2015

|                                                 |      |
|-------------------------------------------------|------|
| Check <input type="checkbox"/> if self-employed | PTIN |
|                                                 | P0   |

|      |  |
|------|--|
| PTIN |  |
|------|--|

P01256399

Firm's name ► DELOITTE TAX LLP

Firm's EIN ▶ 86-1065772

Firm's address ► 127 PUBLIC SQUARE  
CLEVELAND, OH

44114

Phone no. 312-486-9652

Form **990-PF** (2013)

## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

| DESCRIPTION<br>-----                   | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS<br>----- | NET<br>INVESTMENT<br>INCOME<br>----- |
|----------------------------------------|--------------------------------------------------|--------------------------------------|
| DIVIDENDS AND INTEREST FROM SECURITIES | 47,639.                                          | 47,363.                              |
|                                        | -----                                            | -----                                |
| TOTAL                                  | 47,639.                                          | 47,363.                              |
|                                        | =====                                            | =====                                |

FORM 990PF, PART I - OTHER INCOME  
=====

| DESCRIPTION<br>----- | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS<br>----- |
|----------------------|--------------------------------------------------|
| TAX REFUND           | 157.                                             |
| DEFERRED INCOME      | -5.                                              |
|                      | -----                                            |
| TOTALS               | 152.                                             |
|                      | =====                                            |



## FORM 990PF, PART I - TAXES

=====

| DESCRIPTION<br>-----           | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS<br>----- | NET<br>INVESTMENT<br>INCOME<br>----- |
|--------------------------------|--------------------------------------------------|--------------------------------------|
| FOREIGN TAXES                  |                                                  | 5.                                   |
| FEDERAL TAX PAYMENT - PRIOR YE | 5,900.                                           |                                      |
| FOREIGN TAXES ON QUALIFIED FOR | 460.                                             | 460.                                 |
| FOREIGN TAXES ON NONQUALIFIED  | 60.                                              | 60.                                  |
|                                | -----                                            | -----                                |
| TOTALS                         | 6,425.                                           | 525.                                 |
|                                | =====                                            | =====                                |

=====

RECIPIENT NAME:

KONNIE DARROW, C/O JP MORGAN CHASE BANK, NA

ADDRESS:

420 THROCKMORTON, FL 3

FORT WORTH, TX 76102

RECIPIENT'S PHONE NUMBER: 817-884-4772

FORM, INFORMATION AND MATERIALS:

NONE

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

ORGANIZATIONS PROVIDING WOMEN'S AND CHILDREN'S

CHILDREN'S SERVICES IN TARRANT COUNTY

RECEIVE FIRST PRIORITY

JPMorgan Chase Bank, N.A.  
270 Park Avenue, New York, NY 10017-2014

ANNA W & ALEXANDER P THORNTON CHAR ACCT. R77776004  
As of 9/30/14

## Fiduciary Account

### J.P. Morgan Team

|                  |                                                                    |              |
|------------------|--------------------------------------------------------------------|--------------|
| Claire Shaw      | Banker                                                             | 432/253-7955 |
| William Dykeman  | T & E Officer                                                      | 817/884-4159 |
| Deborah Ottinger | T & E Administrator                                                | 214/965-2914 |
| Joel East        | Portfolio Manager                                                  | 817/884-4574 |
| Jerry Shults Jr  | Client Service Team                                                | 877/576-2452 |
| Adam Barnes      | Client Service Team                                                |              |
| Online access    | <a href="http://www.jpmorganonline.com">www.jpmorganonline.com</a> |              |

### Table of Contents

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| Alternative Assets  | 15 |
| Cash & Fixed Income | 18 |

Please see disclosures located at the end of this statement package for important information relating to each J.P. Morgan account(s)

J.P.Morgan

0000000208 15 0 15 RRRR SCHMHI 20150609

Page 1 of 20

000013 1101 of 1210 NSPQ2486 XL RRRRRRRR

1604073018031000131101  
1614073005001000131101



ANNA W & ALEXANDER P THORNTON CHAR ACCT. R7776004  
As of 9/30/14

## Account Summary

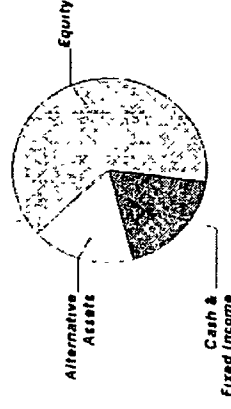
### PRINCIPAL

| Asset Allocation    | Beginning Market Value | Ending Market Value   | Change In Value    | Estimated Annual Income | Current Allocation |
|---------------------|------------------------|-----------------------|--------------------|-------------------------|--------------------|
| Equity              | 1,070,969.23           | 1,140,717.41          | 69,748.18          | 21,934.44               | 64%                |
| Alternative Assets  | 311,027.12             | 302,043.89            | (8,983.23)         | 2,430.91                | 17%                |
| Cash & Fixed Income | 359,221.89             | 337,087.94            | (22,133.95)        | 6,646.41                | 19%                |
| <b>Market Value</b> | <b>\$1,741,218.24</b>  | <b>\$1,779,849.24</b> | <b>\$38,631.00</b> | <b>\$31,011.76</b>      | <b>100%</b>        |

### INCOME

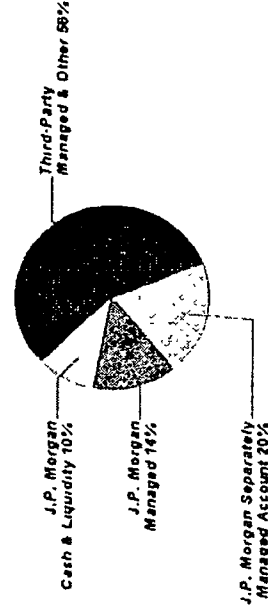
| Cash Position       | Beginning Market Value | Ending Market Value | Change In Value     |
|---------------------|------------------------|---------------------|---------------------|
| Cash Balance        | 5,403.42               | 3,104.30            | (2,299.12)          |
| Accruals            | 1,047.65               | 787.42              | (260.23)            |
| <b>Market Value</b> | <b>\$6,451.07</b>      | <b>\$3,891.72</b>   | <b>(\$2,559.35)</b> |

### Asset Allocation



### Manager Allocation \*

\* J.P. Morgan Managed includes (to the extent permitted under applicable law) mutual funds, other registered funds and hedge funds managed by J.P. Morgan and structured products issued by J.P. Morgan. J.P. Morgan Separately Managed Account includes fixed income, equity, and alternative separately managed accounts managed by J.P. Morgan. J.P. Morgan Cash & Liquidity Funds includes cash, J.P. Morgan deposit sweeps and J.P. Morgan money market mutual funds. Third-Party Managed & Other includes mutual funds, exchange traded funds, hedge funds, and separately managed accounts managed by parties other than J.P. Morgan, structured products and exchange traded notes issued by parties other than J.P. Morgan, and other investments not managed or issued by J.P. Morgan. See important information about investment principles and conflicts in the disclosures section.





ANNA W & ALEXANDER P THORNTON CHAR ACCT. R77776004  
As of 9/30/14



1604073018031000131102  
1614073005001000131102

Account Summary CONTINUED

| Cost Summary        | Cost           |
|---------------------|----------------|
| Equity              | 907,988.18     |
| Cash & Fixed Income | 340,153.09     |
| Total               | \$1,248,141.27 |

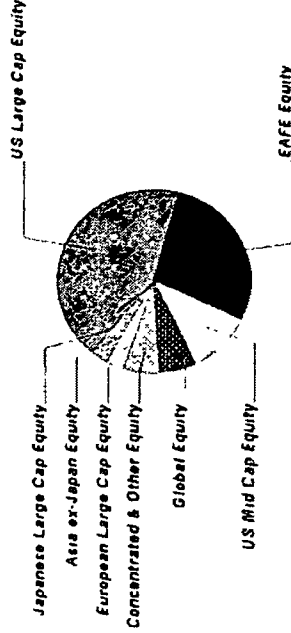


ANNA W & ALEXANDER P THORNTON CHAR ACCT. R17778004  
As of 9/30/14

## Equity Summary

| Asset Categories            | Beginning<br>Market Value | Ending<br>Market Value | Change<br>In Value | Current<br>Allocation |
|-----------------------------|---------------------------|------------------------|--------------------|-----------------------|
| US Large Cap Equity         | 510,758.69                | 442,804.91             | (67,953.78)        | 26%                   |
| US Mid Cap Equity           | 135,788.81                | 131,094.43             | (4,694.38)         | 7%                    |
| EAFE Equity                 | 274,881.25                | 326,029.04             | 51,147.79          | 19%                   |
| European Large Cap Equity   | 22,719.00                 | 40,862.80              | 18,143.80          | 2%                    |
| Japanese Large Cap Equity   | 0.00                      | 24,172.43              | 24,172.43          | 1%                    |
| Asia ex-Japan Equity        | 37,091.07                 | 42,689.44              | 5,598.37           | 2%                    |
| Emerging Market Equity      | 44,665.22                 | 0.00                   | (44,665.22)        |                       |
| Global Equity               | 45,065.19                 | 67,847.50              | 22,782.31          | 4%                    |
| Concentrated & Other Equity | 0.00                      | 65,216.86              | 65,216.86          | 4%                    |
| <b>Total Value</b>          | <b>\$1,070,969.23</b>     | <b>\$1,140,717.41</b>  | <b>\$69,748.18</b> | <b>64%</b>            |

### Asset Categories



Equity as a percentage of your portfolio - 64 %

| Market Value/Cost       | Current<br>Period Value |
|-------------------------|-------------------------|
| Market Value            | 1,140,717.41            |
| Tax Cost                | 907,988.18              |
| Unrealized Gain/Loss    | 232,729.23              |
| Estimated Annual Income | 21,934.44               |
| Accrued Dividends       | 446.18                  |
| Yield                   | 1.92%                   |



ANNA W & ALEXANDER P THORNTON CHAR ACCT. R77776004  
As of 9/30/14



1604073019031000131103  
1614073005001000131103

Note: P Indicates position adjusted for Pending Trade Activity.

## Equity Detail

|                                                 | Price  | Quantity | Value     | Adjusted Tax Cost<br>Original Cost | Unrealized<br>Gain/Loss | Est. Annual Inc.<br>Accrued Div. | Yield |
|-------------------------------------------------|--------|----------|-----------|------------------------------------|-------------------------|----------------------------------|-------|
| US Large Cap Equity                             |        |          |           |                                    |                         |                                  |       |
| ABBOTT LABORATORIES<br>002824-10-0 ABT          | 41.59  | 39,000   | 1,622.01  | 1,648.12                           | (26.11)                 | 34.32                            | 2.12% |
| ACCENTURE PLC-CL A<br>G1151C-10-1 ACN           | 81.32  | 31,000   | 2,520.92  | 2,519.97                           | 0.95                    | 63.24                            | 2.51% |
| ACE LTD NEW<br>H0023R-10-5 ACE                  | 104.87 | 44,000   | 4,614.28  | 2,306.36                           | 2,307.92                | 114.40<br>24.31                  | 2.48% |
| ACTAVIS, INC.<br>G0083B-10-8 ACT                | 241.28 | 9,000    | 2,171.52  | 1,976.99                           | 194.53                  |                                  |       |
| ADOBE SYSTEMS INC<br>00724F-10-1 ADBE           | 69.19  | 40,000   | 2,767.60  | 1,355.34                           | 1,412.26                |                                  |       |
| ALEXION PHARMACEUTICALS INC<br>015351-10-9 ALXN | 165.82 | 11,000   | 1,824.02  | 1,087.84                           | 736.18                  |                                  |       |
| ALLIANCE DATA SYSTEMS CORP<br>018581-10-8 ADS   | 248.27 | 7,000    | 1,737.89  | 1,236.85                           | 501.04                  |                                  |       |
| ANADARKO PETROLEUM CORP<br>032511-10-7 APC      | 101.44 | 39,000   | 3,956.16  | 2,851.39                           | 1,104.77                | 42.12                            | 1.06% |
| APPLE INC.<br>037833-10-0 AAPL                  | 100.75 | 140,000  | 14,105.00 | 2,471.77                           | 11,633.23               | 263.20                           | 1.87% |
| AVAGO TECHNOLOGIES LTD<br>Y0486S-10-4 AVGO      | 87.00  | 73,000   | 6,351.00  | 2,430.71                           | 3,920.29                | 93.44                            | 1.47% |
| BANK OF AMERICA CORP<br>060505-10-4 BAC         | 17.05  | 427,000  | 7,280.35  | 4,681.76                           | 2,598.59                | 85.40                            | 1.17% |

J.P.Morgan



ANNA W & ALEXANDER P THORNTON CHAR ACCT: R77776004  
As of 9/30/14

|                                             | Price  | Quantity   | Value     | Adjusted Tax Cost<br>Original Cost | Unrealized<br>Gain/Loss | Est. Annual Inc.<br>Accrued Div | Yield |
|---------------------------------------------|--------|------------|-----------|------------------------------------|-------------------------|---------------------------------|-------|
| <b>US Large Cap Equity</b>                  |        |            |           |                                    |                         |                                 |       |
| <b>BIOGEN INC</b>                           |        |            |           |                                    |                         |                                 |       |
| 09062X-10-3 BIIB                            | 330.81 | 14,000     | 4,631.34  | 1,174.64                           | 3,456.70                |                                 |       |
| <b>BRISTOL MYERS SQUIBB CO</b>              |        |            |           |                                    |                         |                                 |       |
| 110122-10-8 BMY                             | 51.18  | 87,000     | 4,452.66  | 3,442.78                           | 1,009.88                | 125.28                          | 2.81% |
| <b>BROADCOM CORP</b>                        |        |            |           |                                    |                         |                                 |       |
| CL A                                        | 40.42  | 53,000     | 2,142.26  | 2,027.07                           | 115.19                  | 25.44                           | 1.19% |
| 111320-10-7 BROM                            |        |            |           |                                    |                         |                                 |       |
| <b>CAPITAL ONE FINANCIAL CORP</b>           |        |            |           |                                    |                         |                                 |       |
| 14040H-10-5 COF                             | 81.62  | 38,000     | 3,101.56  | 2,050.29                           | 1,051.27                | 45.60                           | 1.47% |
| <b>CELGENE CORPORATION</b>                  |        |            |           |                                    |                         |                                 |       |
| 151020-10-4 CELG                            | 94.78  | 37,000     | 3,506.86  | 921.43                             | 2,585.43                |                                 |       |
| <b>CHARTER COMMUNICATIONS INC</b>           |        |            |           |                                    |                         |                                 |       |
| 16117M-30-5 CHTR                            | 151.37 | 15,000     | 2,270.55  | 2,426.60                           | (156.05)                |                                 |       |
| <b>CITIGROUP INC NEW</b>                    |        |            |           |                                    |                         |                                 |       |
| 172967-42-4 C                               | 51.82  | 116,000    | 6,011.12  | 4,185.28                           | 1,825.84                | 4.64                            | 0.08% |
| <b>COLGATE PALMOLIVE CO</b>                 |        |            |           |                                    |                         |                                 |       |
| 194162-10-3 CL                              | 65.22  | 25,000     | 1,630.50  | 1,537.17                           | 93.33                   | 36.00                           | 2.21% |
| <b>COMCAST CORP</b>                         |        |            |           |                                    |                         |                                 |       |
| CL A                                        | 53.78  | 125,000    | 6,722.50  | 2,824.51                           | 3,897.99                | 112.50<br>28.13                 | 1.67% |
| 20030N-10-1 CMCS A                          |        |            |           |                                    |                         |                                 |       |
| <b>COSTCO WHOLESALE CORP</b>                |        |            |           |                                    |                         |                                 |       |
| 22160K-10-5 COST                            | 125.32 | 13,000     | 1,629.16  | 1,573.01                           | 56.15                   | 18.46                           | 1.13% |
| <b>CS CYCLICAL SECT REL PERF NT 2/25/15</b> |        |            |           |                                    |                         |                                 |       |
| 1.09 XLEV BASKET UPSIDE-UNCAPPED            | 109.46 | 20,000,000 | 21,892.42 | 19,800.00                          | 2,092.42                |                                 |       |
| 1.1 SPX DOWNSIDE                            |        |            |           |                                    |                         |                                 |       |
| 27/14 SPX:1797 02 BSKT.IXM:212.50           |        |            |           |                                    |                         |                                 |       |
| IXI:504.93 IXT:351.01                       |        |            |           |                                    |                         |                                 |       |
| 22547Q-HK-5                                 |        |            |           |                                    |                         |                                 |       |

J.P. Morgan





ANNA W & ALEXANDER P THORNTON CHAR ACCT. R77776004  
As of 9/30/14



1604073018031000131104  
1614073005001000131104

### US Large Cap Equity

|                                                             | Price  | Quantity | Value    | Adjusted Tax Cost<br>Original Cost | Unrealized<br>Gain/Loss | Est. Annual Inc<br>Accrued Div. | Yield |
|-------------------------------------------------------------|--------|----------|----------|------------------------------------|-------------------------|---------------------------------|-------|
| CVS HEALTH CORPORATION<br>126650-10-0 CVS                   | 79.59  | 39,000   | 3,104.01 | 2,453.26                           | 650.75                  | 42.90                           | 1.38% |
| DISH NETWORK CORP<br>CL A<br>25470M-10-9 DISH               | 64.58  | 46,000   | 2,970.68 | 1,717.29                           | 1,253.39                |                                 |       |
| FACEBOOK INC-A<br>30303M-10-2 FB                            | 79.04  | 59,000   | 4,663.36 | 4,479.06                           | 184.30                  |                                 |       |
| GENERAL MOTORS CO<br>37045V-10-0 GM                         | 31.94  | 140,000  | 4,471.50 | 4,226.20                           | 245.40                  | 168.00                          | 3.76% |
| GOOGLE INC CLASS C<br>38259P-70-6 GOOG                      | 577.36 | 13,000   | 7,505.68 | 5,291.57                           | 2,214.11                |                                 |       |
| GOOGLE INC CLASS A<br>38259P-50-8 GOOGL                     | 588.41 | 8,000    | 4,707.28 | 2,545.54                           | 2,161.74                |                                 |       |
| HARMAN INTERNATIONAL<br>INDUSTRY INC<br>413086-10-8 HAR     | 98.04  | 12,000   | 1,176.48 | 1,237.52                           | (61.04)                 | 15.84                           | 1.35% |
| HARTFORD FINANCIAL SERVICES GROUP<br>INC<br>416515-10-4 HIG | 37.25  | 58,000   | 2,160.50 | 1,751.60                           | 408.90                  | 41.76<br>10.44                  | 1.93% |
| HOME DEPOT INC<br>437076-10-2 HD                            | 91.74  | 61,000   | 5,596.14 | 2,786.01                           | 2,810.13                | 114.68                          | 2.05% |
| HONEYWELL INTERNATIONAL INC<br>438516-10-6 HON              | 93.12  | 79,000   | 7,356.48 | 4,255.97                           | 3,100.51                | 142.20                          | 1.93% |
| HUMANA INC<br>444859-10-2 HUM                               | 130.29 | 28,000   | 3,648.12 | 2,270.18                           | 1,377.94                | 31.36<br>7.84                   | 0.86% |
| INVECO LTD<br>G491BT-10-8 IVZ                               | 39.48  | 28,000   | 1,105.44 | 504.37                             | 601.07                  | 28.00                           | 2.53% |

J.P. Morgan

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ANNA W & ALEXANDER P THORNTON CHAR ACCT, RY7776004  
As of 9/30/14

|                                                                        | Price  | Quantity  | Value     | Adjusted Tax Cost<br>Original Cost | Unrealized<br>Gain/Loss | Est Annual Inc.<br>Accrued Div | Yield |
|------------------------------------------------------------------------|--------|-----------|-----------|------------------------------------|-------------------------|--------------------------------|-------|
| <b>US Large Cap Equity</b>                                             |        |           |           |                                    |                         |                                |       |
| <b>JOHNSON &amp; JOHNSON</b><br>478160-10-4 JNJ                        | 106.59 | 95,000    | 10,126.05 | 7,193.29                           | 2,932.76                | 266.00                         | 2.63% |
| <b>JPM EQ INC FD - SEL</b><br>FUND 3128<br>4812C0-49-8 HLIE X          | 13.77  | 3,353,092 | 46,172.08 | 34,704.50                          | 11,467.58               | 814.80<br>-98.58               | 1.76% |
| <b>JPM LARGE CAP GRWTH FD - SEL</b><br>FUND 3118<br>4812C0-53-0 SEEG X | 33.64  | 927,223   | 31,191.78 | 20,686.34                          | 10,505.44               |                                |       |
| <b>KLA-TENCOR CORP</b><br>482480-10-0 KLAC                             | 78.78  | 50,000    | 3,939.00  | 3,295.63                           | 643.37                  | 100.00                         | 2.54% |
| <b>LAM RESEARCH CORP</b><br>512807-10-8 LRCX                           | 74.70  | 42,000    | 3,137.40  | 2,228.67                           | 908.73                  | 30.24<br>7.56                  | 0.96% |
| <b>LOWES COMPANIES INC</b><br>548661-10-7 LOW                          | 52.92  | 96,000    | 5,080.32  | 1,911.31                           | 3,169.01                | 88.32                          | 1.74% |
| <b>MARATHON OIL CORP</b><br>565849-10-6 MRO                            | 37.59  | 90,000    | 3,383.10  | 3,352.81                           | 30.29                   | 75.60                          | 2.23% |
| <b>MARSH &amp; MCLENNAN COMPANIES INC</b><br>571748-10-2 MMC           | 52.34  | 70,000    | 3,663.80  | 3,250.48                           | 413.32                  | 78.40                          | 2.14% |
| <b>MASCO CORP</b><br>574599-10-6 MAS                                   | 23.92  | 147,000   | 3,516.24  | 2,161.70                           | 1,354.54                | 52.92                          | 1.51% |
| <b>MASTERCARD INC - CLASS A</b><br>57636Q-10-4 MA                      | 73.92  | 60,000    | 4,435.20  | 1,758.26                           | 2,676.94                | 26.40                          | 0.90% |
| <b>MERCK AND CO INC</b><br>58933Y-10-5 MRK                             | 59.28  | 77,000    | 4,564.56  | 3,273.03                           | 1,291.53                | 135.52<br>33.88                | 2.97% |
| <b>METLIFE INC</b><br>59156R-10-8 MET                                  | 53.72  | 107,000   | 5,748.04  | 3,380.50                           | 2,367.54                | 149.80                         | 2.61% |

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### US Large Cap Equity

|                                                       | Price  | Quantity | Value     | Adjusted Tax Cost<br>Original Cost | Unrealized<br>Gain/Loss | Est. Annual Inc.<br>Accrued Div. | Yield |
|-------------------------------------------------------|--------|----------|-----------|------------------------------------|-------------------------|----------------------------------|-------|
| <b>MICROSOFT CORP</b><br>594918-10-4 MSFT             | 46.36  | 182,000  | 8,437.52  | 3,085.47                           | 5,352.05                | 225.68                           | 2.67% |
| <b>MONDELEZ INTERNATIONAL-W/I</b><br>609207-10-5 MDLZ | 34.27  | 88,000   | 3,015.32  | 2,153.87                           | 861.45                  | 52.80<br>13.20                   | 1.75% |
| <b>MORGAN STANLEY</b><br>617446-44-8 MS               | 34.57  | 152,000  | 5,254.64  | 3,541.77                           | 1,712.87                | 60.80                            | 1.16% |
| <b>NEXTERA ENERGY INC</b><br>65339F-10-1 NEE          | 93.88  | 27,000   | 2,534.76  | 2,109.55                           | 425.21                  | 78.30                            | 3.09% |
| <b>NISOURCE INC</b><br>65473P-10-5 NI                 | 40.98  | 53,000   | 2,171.94  | 1,488.88                           | 683.06                  | 55.12                            | 2.54% |
| <b>OCCIDENTAL PETROLEUM CORP</b><br>674599-10-5 OXY   | 96.15  | 60,000   | 5,769.00  | 3,947.84                           | 1,821.16                | 172.80<br>36.00                  | 3.00% |
| <b>ORACLE CORP</b><br>68389X-10-5 ORCL                | 38.28  | 86,000   | 3,292.08  | 1,803.31                           | 1,488.77                | 41.28                            | 1.25% |
| <b>PACCAR INC</b><br>693718-10-8 PCAR                 | 56.88  | 79,000   | 4,493.13  | 3,012.39                           | 1,480.74                | 69.52                            | 1.55% |
| <b>PERRIGO CO LTD</b><br>G97822-10-3 PRGO             | 150.19 | 18,000   | 2,703.42  | 2,796.12                           | (92.70)                 | 7.56                             | 0.28% |
| <b>PHILLIPS 66</b><br>718546-10-4 PSX                 | 81.31  | 48,000   | 3,902.88  | 2,798.41                           | 1,104.47                | 96.00                            | 2.46% |
| <b>PROCTER &amp; GAMBLE CO</b><br>742718-10-9 PG      | 83.74  | 55,000   | 4,605.70  | 2,948.37                           | 1,657.33                | 141.57                           | 3.07% |
| <b>SCHLUMBERGER LTD</b><br>806857-10-8 SLB            | 101.69 | 87,000   | 8,847.03  | 7,296.91                           | 1,550.12                | 139.20<br>34.80                  | 1.57% |
| <b>SPDR S&amp;P 500 ETF TRUST</b><br>78462F-10-3 SPY  | 197.02 | 240,000  | 47,284.80 | 36,417.54                          | 10,867.26               | 883.44                           | 1.87% |



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|                                                        | Price  | Quantity | Value     | Adjusted Tax Cost<br>Original Cost | Unrealized<br>Gain/Loss | Est Annual Inc<br>Accrued Div. | Yield |
|--------------------------------------------------------|--------|----------|-----------|------------------------------------|-------------------------|--------------------------------|-------|
| <b>US Large Cap Equity</b>                             |        |          |           |                                    |                         |                                |       |
| STATE STREET CORP<br>857477-10-3 STT                   | 73.61  | 37,000   | 2,723.57  | 2,191.28                           | 532.29                  | 44.40<br>11.10                 | 1.63% |
| THE MOSAIC COMPANY<br>NEW<br>61945C-10-3 MOS           | 44.41  | 51,000   | 2,264.91  | 2,459.13                           | (194.22)                | 51.00                          | 2.25% |
| TIME WARNER INC<br>NEW<br>887317-30-3 TWX              | 75.21  | 133,000  | 10,002.93 | 2,724.22                           | 7,278.71                | 168.91                         | 1.69% |
| TJX COMPANIES INC<br>872540-10-9 TJX                   | 59.17  | 29,000   | 1,715.93  | 1,621.22                           | 94.71                   | 20.30                          | 1.18% |
| TWENTY FIRST CENTY FOX INC<br>CL A<br>90130A-10-1 FOXA | 34.29  | 98,000   | 3,360.42  | 3,208.03                           | 152.39                  | 24.50<br>12.25                 | 0.73% |
| UNION PACIFIC CORP<br>907818-10-8 UNP                  | 108.42 | 22,000   | 2,385.24  | 2,268.07                           | 117.17                  | 44.00<br>8.50                  | 1.84% |
| UNITEDHEALTH GROUP INC<br>91324P-10-2 UNH              | 86.25  | 87,000   | 7,503.75  | 4,682.85                           | 2,820.90                | 130.50                         | 1.74% |
| UNITED TECHNOLOGIES CORP<br>913017-10-9 UTX            | 105.60 | 64,000   | 6,758.40  | 3,456.48                           | 3,301.92                | 151.04                         | 2.23% |
| UNITED CONTINENTAL HOLDINGS INC.<br>910047-10-9 UAL    | 46.79  | 71,000   | 3,322.09  | 2,979.83                           | 342.26                  |                                |       |
| VERTEX PHARMACEUTICALS INC<br>92532F-10-0 VRTX         | 112.31 | 27,000   | 3,032.37  | 1,517.55                           | 1,514.82                |                                |       |
| WALT DISNEY CO<br>254687-10-6 DIS                      | 89.03  | 42,000   | 3,739.26  | 2,789.44                           | 949.82                  | 36.12                          | 0.97% |
| WELLS FARGO & CO<br>949746-10-1 WFC                    | 51.87  | 186,000  | 9,647.82  | 3,815.15                           | 5,832.67                | 260.40                         | 2.70% |

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### US Large Cap Equity

|                                   | Price | Quantity | Value        | Adjusted Tax Cost<br>Original Cost | Unrealized<br>Gain/Loss | Est Annual Inc<br>Accrued Div | Yield |
|-----------------------------------|-------|----------|--------------|------------------------------------|-------------------------|-------------------------------|-------|
| YUM BRANDS INC<br>988498-10-1 YUM | 71.98 | 51.000   | 3,670.98     | 1,742.14                           | 1,928.84                | 83.64                         | 2.28% |
| Total US Large Cap Equity         |       |          | \$442,804.91 | \$296,100.79                       | \$146,704.12            | \$6,505.66<br>\$326.59        | 1.47% |

### US Mid Cap Equity

|                                                    |        |           |              |              |             |            |       |
|----------------------------------------------------|--------|-----------|--------------|--------------|-------------|------------|-------|
| ASTON RIVER RD DIV ALL CAP-I<br>00080Y-87-6 ARID X | 13.77  | 4,555.151 | 62,724.43    | 55,572.84    | 7,151.59    | 1,990.60   | 3.17% |
| ISHARES CORE S&P MID-CAP ETF<br>464287-50-7 IJH    | 136.74 | 500.000   | 68,370.00    | 53,097.70    | 15,272.30   | 879.00     | 1.29% |
| Total US Mid Cap Equity                            |        |           | \$131,094.43 | \$108,670.54 | \$22,423.89 | \$2,869.60 | 2.19% |

### EAFE Equity

|                                                   |       |           |              |              |             |            |       |
|---------------------------------------------------|-------|-----------|--------------|--------------|-------------|------------|-------|
| ARTISAN INTL VALUE FUND-INV<br>04314H-88-1 ARTK X | 36.56 | 1,284.805 | 46,972.47    | 32,680.02    | 14,292.45   | 1,185.87   | 2.52% |
| ISHARES MSCI EAFE INDEX FUND<br>464287-46-5 EFA   | 64.12 | 2,025.000 | 129,843.00   | 127,875.91   | 1,967.09    | 4,511.70   | 3.47% |
| OAKMARK INTERNATIONAL FD-I<br>413838-20-2 OAKI X  | 25.01 | 4,128.082 | 103,243.33   | 105,150.00   | (1,906.67)  | 1,799.84   | 1.74% |
| T ROWE PRICE OVERSEAS STOCK<br>77956H-75-7 TROS X | 10.00 | 4,597.024 | 45,970.24    | 37,912.31    | 8,057.93    | 873.43     | 1.90% |
| Total EAFE Equity                                 |       |           | \$326,029.04 | \$303,618.24 | \$22,410.80 | \$8,370.84 | 2.56% |

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|                                                                    | Price | Quantity  | Value     | Adjusted Tax Cost<br>Original Cost | Unrealized<br>Gain/Loss | Est Annual Inc<br>Accrued Div. | Yield |
|--------------------------------------------------------------------|-------|-----------|-----------|------------------------------------|-------------------------|--------------------------------|-------|
| <b>European Large Cap Equity</b>                                   |       |           |           |                                    |                         |                                |       |
| VANGUARD FTSE EUROPE ETF<br>922042-87-4 VGK                        | 55.22 | 740 000   | 40,862.80 | 42,705.63                          | (1,842.83)              | 1,751.58                       | 4.29% |
| <b>Japanese Large Cap Equity</b>                                   |       |           |           |                                    |                         |                                |       |
| BROWN ADV JAPAN ALPHA OPP-IS<br>115233-57-9 BAFJ X                 | 10.95 | 2,207 528 | 24,172.43 | 21,700.00                          | 2,472.43                |                                |       |
| <b>Asia ex-Japan Equity</b>                                        |       |           |           |                                    |                         |                                |       |
| MATTHEWS PACIFIC TIGER FD-IS<br>577130-83-4 MIPT X                 | 28.29 | 1,508 994 | 42,689.44 | 30,434.30                          | 12,255.14               | 303.30                         | 0.71% |
| <b>Global Equity</b>                                               |       |           |           |                                    |                         |                                |       |
| JPM GLBL RES ENH INDEX FD - SEL<br>FUND 3457<br>46637K-51-3 JEIT X | 18.59 | 3,649 677 | 67,847.50 | 57,900.00                          | 9,947.50                | 675.19<br>0.29                 | 1.00% |
| <b>Concentrated &amp; Other Equity</b>                             |       |           |           |                                    |                         |                                |       |
| ALCOA INC<br>013817-10-1 AA                                        | 18.09 | 151 000   | 2,429.59  | 2,548.02                           | (118.43)                | 18.12                          | 0.75% |
| ARCHER DANIELS MIDLAND CO<br>039483-10-2 ADM                       | 51.10 | 45 000    | 2,299.50  | 1,619.88                           | 679.62                  | 43.20                          | 1.88% |



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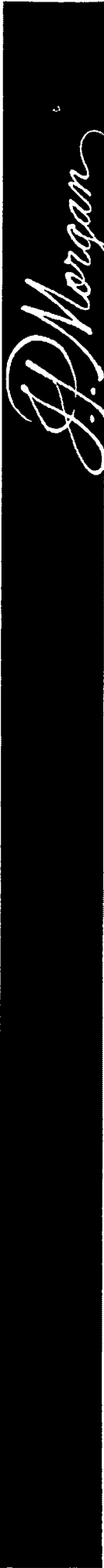


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### Concentrated & Other Equity

|                                                   | Price | Quantity | Value    | Adjusted Tax Cost<br>Original Cost | Unrealized<br>Gain/Loss | Est. Annual Inc<br>Accrued Div | Yield |
|---------------------------------------------------|-------|----------|----------|------------------------------------|-------------------------|--------------------------------|-------|
| <b>BOSTON SCIENTIFIC CORP</b><br>101137-10-7 BSX  | 11.81 | 195,000  | 2,302.95 | 2,572.89                           | (269.94)                |                                |       |
| <b>CHENIERE ENERGY INC</b><br>16411R-20-8 LNG     | 80.03 | 13,000   | 1,040.39 | 202.39                             | 838.00                  |                                |       |
| <b>CISCO SYSTEMS INC</b><br>17275R-10-2 CSCO      | 25.17 | 119,000  | 2,995.23 | 1,085.88                           | 1,909.35                | 90.44<br>22.61                 | 3.02% |
| <b>CSX CORP</b><br>126408-10-3 CSX                | 32.06 | 99,000   | 3,173.94 | 2,144.97                           | 1,028.97                | 63.36                          | 2.00% |
| <b>DANAHER CORP</b><br>235851-10-2 DHR            | 75.98 | 29,000   | 2,203.42 | 2,236.72                           | (33.30)                 | 11.60<br>2.90                  | 0.53% |
| <b>DOMINION RESOURCES INC VA</b><br>25746U-10-9 D | 69.09 | 27,000   | 1,865.43 | 1,891.89                           | (26.46)                 | 64.80                          | 3.47% |
| <b>DOW CHEMICAL CO</b><br>260543-10-3 DOW         | 52.44 | 72,000   | 3,775.68 | 2,206.91                           | 1,568.77                | 106.56<br>26.64                | 2.82% |
| <b>EBAY INC</b><br>278642-10-3 EBAY               | 56.63 | 27,000   | 1,529.01 | 1,398.38                           | 130.63                  |                                |       |
| <b>EMERSON ELECTRIC CO</b><br>291011-10-4 EMR     | 62.58 | 38,000   | 2,378.04 | 1,830.91                           | 547.13                  | 65.36                          | 2.75% |
| <b>EOG RESOURCES INC</b><br>26875P-10-1 EOG       | 99.02 | 20,000   | 1,980.40 | 1,049.02                           | 931.38                  | 13.40                          | 0.68% |
| <b>EXXON MOBIL CORP</b><br>30231G-10-2 XOM        | 94.05 | 50,000   | 4,702.50 | 1,175.34                           | 3,527.16                | 138.00                         | 2.93% |
| <b>FLOWSERVE CORP</b><br>34354P-10-5 FLS          | 70.52 | 23,000   | 1,621.96 | 1,769.41                           | (147.45)                | 14.72<br>3.68                  | 0.91% |
| <b>FLUOR CORP</b><br>343412-10-2 FLR              | 66.79 | 48,000   | 3,205.92 | 2,424.09                           | 781.83                  | 40.32<br>10.08                 | 1.26% |

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|                                                   | Price    | Quantity | Value       | Adjusted Tax Cost<br>Original Cost | Unrealized<br>Gain/Loss | Est. Annual Inc<br>Accrued Div. | Yield |
|---------------------------------------------------|----------|----------|-------------|------------------------------------|-------------------------|---------------------------------|-------|
| <b>Concentrated &amp; Other Equity</b>            |          |          |             |                                    |                         |                                 |       |
| FREEPORT-MCMORAN INC<br>CL B<br>356710-85-7 FCX   | 32.65    | 97 000   | 3,167.05    | 3,271.29                           | (104.24)                | 121.25                          | 3.83% |
| GENERAL MILLS INC<br>370334-10-4 GIS              | 50.45    | 44 000   | 2,219.80    | 1,160.87                           | 1,058.93                | 72.16                           | 3.25% |
| INTERCONTINENTAL EXCHANGE, INC<br>45866F-10-4 ICE | 195.05   | 10 000   | 1,950.50    | 1,494.17                           | 456.33                  | 26.00                           | 1.33% |
| JOHNSON CONTROLS INC<br>478366-10-7 JCI           | 44.00    | 59 000   | 2,596.00    | 911.81                             | 1,684.19                | 51.92<br>12.98                  | 2.00% |
| PHILIP MORRIS INTERNATIONAL<br>718172-10-9 PM     | 83.40    | 34,000   | 2,835.60    | 2,795.48                           | 40.12                   | 136.00<br>34.00                 | 4.80% |
| QUALCOMM INC<br>747525-10-3 QCOM                  | 74.77    | 78,000   | 5,832.06    | 3,759.22                           | 2,072.84                | 131.04                          | 2.25% |
| STRYKER CORP<br>863667-10-1 SYK                   | 80.75    | 21,000   | 1,695.75    | 1,761.83                           | (66.08)                 | 25.62<br>6.41                   | 1.51% |
| THE PRICELINE GROUP INC.<br>741503-40-3 PCLN      | 1,158.58 | 2 000    | 2,317.16    | 1,401.05                           | 916.11                  |                                 |       |
| VERIZON COMMUNICATIONS INC<br>92343V-10-4 VZ      | 49.99    | 102 000  | 5,098.98    | 4,146.26                           | 952.72                  | 224.40                          | 4.40% |
| Total Concentrated & Other Equity                 |          |          | \$65,216.86 | \$46,858.68                        | \$18,358.18             | \$1,458.27<br>\$119.30          | 2.24% |

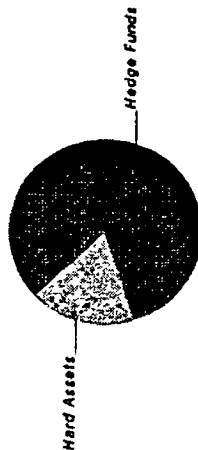




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## Alternative Assets Summary

| Asset Categories   | Beginning<br>Estimated Value | Ending<br>Estimated Value | Change<br>In Value  | Current<br>Allocation | Asset Categories |
|--------------------|------------------------------|---------------------------|---------------------|-----------------------|------------------|
| Hedge Funds        | 208,893.88                   | 241,590.97                | 32,697.09           | 14%                   |                  |
| Hard Assets        | 102,133.24                   | 60,452.92                 | (41,680.32)         | 3%                    |                  |
| <b>Total Value</b> | <b>\$311,027.12</b>          | <b>\$302,043.89</b>       | <b>(\$8,983.23)</b> | <b>17%</b>            |                  |



## Alternative Assets Detail

Alternative Assets as a percentage of your portfolio - 17 %

|                                      | Price | Quantity  | Estimated<br>Value | Cost      |
|--------------------------------------|-------|-----------|--------------------|-----------|
| <b>Hedge Funds</b>                   |       |           |                    |           |
| EQUINOX FDS TR                       | 11.05 | 2,197.009 | 24,276.95          | 21,926.15 |
| EQNX CB STGY I<br>29446A-81-9 EBSI X |       |           |                    |           |
| <b>GATEWAY FUND-Y</b>                |       |           |                    |           |
| 367829-88-4 GTEY X                   | 29.52 | 2,182.910 | 64,439.50          | 59,221.46 |

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|                                                   | Price | Quantity  | Estimated<br>Value  | Cost                |
|---------------------------------------------------|-------|-----------|---------------------|---------------------|
| <b>Hedge Funds</b>                                |       |           |                     |                     |
| GOTHAM ABSOLUTE RETURN FUND<br>360873-13-7 GARI X | 13.64 | 3,239,240 | 44,183.23           | 43,426.00           |
| INV BALANCED-RISK ALLOC-Y<br>00141V-69-7 ABRY X   | 12.34 | 2,317,321 | 28,595.74           | 30,495.95           |
| PIMCO UNCONSTRAINED BOND-P<br>72201M-45-3 PUCP X  | 11.27 | 5,378,829 | 60,619.40           | 62,035.99           |
| THE ARBITRAGE FUND-I<br>03875R-20-5 ARBN X        | 12.94 | 1,505,112 | 19,476.15           | 19,656.76           |
| <b>Total Hedge Funds</b>                          |       |           | <b>\$241,590.97</b> | <b>\$236,762.31</b> |

|                                                                                                                                     | Price | Quantity   | Estimated<br>Value | Cost      | Est Annual Income<br>Accrued Income |
|-------------------------------------------------------------------------------------------------------------------------------------|-------|------------|--------------------|-----------|-------------------------------------|
| <b>Hard Assets</b>                                                                                                                  |       |            |                    |           |                                     |
| BARC BREN WTI 9/3/15<br>1.3715 XLEV, 13.715% MAX PAYMENT<br>10% BUFFER<br>INITIAL LEVEL-8/15/14 CL1 97.35<br>06741U-HQ-0            | 97.81 | 11,000,000 | 10,759.10          | 10,890.00 |                                     |
| BARC MARKET PLUS WTI 06/22/15<br>LNKD TO CL1<br>80% BARRIER-7.20% CPN, UNCAPPED<br>INITIAL LEVEL-04/11/14 CL1 103.74<br>06741U-BY-9 | 97.62 | 11,000,000 | 10,738.20          | 10,868.00 |                                     |

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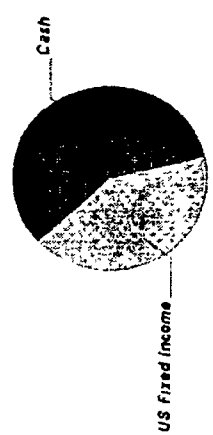
|                           |       |           |                    | Est Annual Income  |
|---------------------------|-------|-----------|--------------------|--------------------|
|                           |       |           |                    | Accrued Income     |
|                           | Price | Quantity  | Estimated Value    | Cost               |
| <b>Hard Assets</b>        |       |           |                    |                    |
| PIMCO COMMODITYPL STRAT-P | 10 05 | 3,876 181 | 38,955.62          | 42,524.06          |
| 72201P-16-7 PCLP X        |       |           |                    | 786 86             |
| <b>Total Hard Assets</b>  |       |           | <b>\$60,452.92</b> | <b>\$64,282.06</b> |
|                           |       |           |                    | <b>\$786.86</b>    |

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# Cash & Fixed Income Summary

| Asset Categories                        | Beginning Market Value | Ending Market Value | Change In Value      | Current Allocation |
|-----------------------------------------|------------------------|---------------------|----------------------|--------------------|
| Cash                                    | 74,318.12              | 190,471.15          | 116,153.03           | 11%                |
| US Fixed Income                         | 249,721.11             | 146,616.79          | (103,104.32)         | 8%                 |
| Complementary Structured Strategies     | 13,851.00              | 0.00                | (13,851.00)          |                    |
| Foreign Exchange & Non-USD Fixed Income | 21,331.66              | 0.00                | (21,331.66)          |                    |
| <b>Total Value</b>                      | <b>\$359,221.89</b>    | <b>\$337,087.94</b> | <b>(\$22,133.95)</b> | <b>19%</b>         |

| Market Value/Cost       | Current Period Value |
|-------------------------|----------------------|
| Market Value            | 337,087.94           |
| Tax Cost                | 340,153.09           |
| Unrealized Gain/Loss    | (3,065.15)           |
| Estimated Annual Income | 6,646.41             |
| Accrued Interest        | 341.24               |
| Yield                   | 1.97%                |



Cash & Fixed Income as a percentage of your portfolio - 19 %

## SUMMARY BY MATURITY

| Cash & Fixed Income      | Market Value        | % of Bond Portfolio |
|--------------------------|---------------------|---------------------|
| 0-6 months <sup>1</sup>  | 190,471.15          | 57%                 |
| 6-12 months <sup>1</sup> | 146,616.79          | 43%                 |
| <b>Total Value</b>       | <b>\$337,087.94</b> | <b>100%</b>         |

<sup>1</sup> The years indicate the number of years until the bond is scheduled to mature based on the statement end date. Some bonds may be called, or paid in full, before their stated maturity

## SUMMARY BY TYPE

| Cash & Fixed Income | Market Value        | % of Bond Portfolio |
|---------------------|---------------------|---------------------|
| Cash                | 190,471.15          | 57%                 |
| Mutual Funds        | 146,616.79          | 43%                 |
| <b>Total Value</b>  | <b>\$337,087.94</b> | <b>100%</b>         |



ANNA W & ALEXANDER P THORNTON CHAR ACCT. R7776004  
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Note <sup>1</sup> This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account.

## Cash & Fixed Income Detail

|                                                           | Price | Quantity   | Value        | Adjusted Tax Cost<br>Original Cost | Unrealized<br>Gain/Loss | Est. Annual Income<br>Accrued Interest | Yield               |
|-----------------------------------------------------------|-------|------------|--------------|------------------------------------|-------------------------|----------------------------------------|---------------------|
| Cash                                                      |       |            |              |                                    |                         |                                        |                     |
| US DOLLAR PRINCIPAL                                       | 1.00  | 190,976 71 | 190,976 71   | 190,976 71                         |                         |                                        |                     |
| COST OF PENDING PURCHASES                                 | 1 00  | (505.56)   | (505.56)     | (505.56)                           |                         | 57 29                                  | 0.03 % <sup>1</sup> |
| Total Cash                                                |       |            | \$190,471.15 | \$190,471.15                       | \$0.00                  | \$57.29                                | 0.03 %              |
| US Fixed Income                                           |       |            |              |                                    |                         |                                        |                     |
| JPM HIGH YIELD FD - SEL<br>FUND 3580<br>4812CO-80-3       | 7 91  | 8,691 34   | 68,748 53    | 69,991.44                          | (1,242 91)              | 4,006 70<br>304 20                     | 5.83 %              |
| JPM INFLATION MGD BD FD - SEL<br>FUND 2037<br>48121A-56-3 | 10 45 | 3,703 70   | 38,703 63    | 39,185.11                          | (481 48)                | 574 07<br>37 04                        | 1.48 %              |
| DOUBLELINE TOTAL RET BD-I<br>258620-10-3                  | 10.94 | 3,579.95   | 39,164 63    | 40,505.39                          | (1,340.76)              | 2,008 35                               | 5.13 %              |
| Total US Fixed Income                                     |       |            | \$146,616.79 | \$149,681.94                       | (\$3,065.15)            | \$6,589.12<br>\$341.24                 | 4.49 %              |

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ANNA W & ALEXANDER P THORNTON CHAR ACCT. R77776004  
As of 9/30/14

## Portfolio Activity Detail

### TRADE ACTIVITY

| Trade Date<br>Est. Settle Date     | Type     | Description                                            | Quantity | Per Unit<br>Amount | Market Cost |
|------------------------------------|----------|--------------------------------------------------------|----------|--------------------|-------------|
| Pending Securities Purchased       |          |                                                        |          |                    |             |
| 9/26<br>10/1                       | Purchase | HARMAN INTERNATIONAL INDUSTRY INC<br>(ID. 413086-10-9) | 1 000    | 103 904            | (103 92)    |
| 9/29<br>10/2                       | Purchase | HARMAN INTERNATIONAL INDUSTRY INC<br>(ID. 413086-10-9) | 1 000    | 102 109            | (102 13)    |
| 9/29<br>10/2                       | Purchase | HARMAN INTERNATIONAL INDUSTRY INC<br>(ID. 413086-10-9) | 1 000    | 102 36             | (102 38)    |
| 9/30<br>10/3                       | Purchase | HARMAN INTERNATIONAL INDUSTRY INC<br>(ID. 413086-10-9) | 1 000    | 98 161             | (98 18)     |
| 9/30<br>10/3                       | Purchase | HARMAN INTERNATIONAL INDUSTRY INC<br>(ID. 413086-10-9) | 1 000    | 98 929             | (98 95)     |
| Total Pending Securities Purchased |          |                                                        |          |                    | (\$505.56)  |

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JPMorgan Chase Bank, N.A.  
270 Park Avenue, New York, NY 10017-2014



ANNA W & ALEXANDER P THORNTON CHAR F ACCT. R77776301  
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## Fiduciary Account

| J.P. Morgan Team |                                                                      | Table of Contents   | Page |
|------------------|----------------------------------------------------------------------|---------------------|------|
| Claire Shaw      | Banker                                                               | Account Summary     | 2    |
| William Dykeman  | T & E Officer                                                        | Holdings            |      |
| Deborah Ottinger | T & E Administrator                                                  | Cash & Fixed Income | 4    |
| Joel East        | Portfolio Manager                                                    |                     |      |
| Jerry Shults Jr  | Client Service Team                                                  |                     |      |
| Adam Barnes      | Client Service Team                                                  |                     |      |
| Online access    | <a href="http://www.jpmmorganonline.com">www.jpmmorganonline.com</a> |                     |      |

Please see disclosures located at the end of this statement package for important information relating to each J P Morgan account(s)

J.P.Morgan

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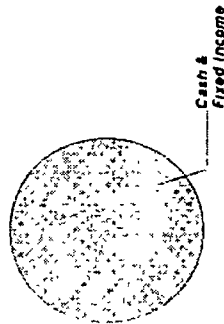
ANNA W & ALEXANDER P THORNTON CHAR F ACCT. R77776301  
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## Account Summary

### PRINCIPAL

| Asset Allocation    | Beginning<br>Market Value | Ending<br>Market Value | Change<br>In Value | Estimated<br>Annual Income | Current<br>Allocation |
|---------------------|---------------------------|------------------------|--------------------|----------------------------|-----------------------|
| Cash & Fixed Income | 347,196.68                | 339,844.71             | (7,351.97)         | 10,431.90                  | 100%                  |
| Market Value        | \$347,196.68              | \$339,844.71           | (\$7,351.97)       | \$10,431.90                | 100%                  |

### Asset Allocation

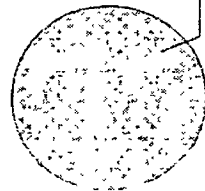


### INCOME

| Cash Position | Beginning<br>Market Value | Ending<br>Market Value | Change<br>In Value |
|---------------|---------------------------|------------------------|--------------------|
| Accruals      | 3,728.33                  | 2,826.79               | (901.54)           |
| Market Value  | \$3,728.33                | \$2,826.79             | (\$901.54)         |

\* J.P. Morgan Separately Managed Account includes fixed income, equity, and alternative separately managed accounts managed by J.P. Morgan. See important information about investment principles and conflicts in the disclosures section.

### Manager Allocation \*







ANNA W & ALEXANDER P THORNTON CHAR F ACCT. R77776301  
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## Account Summary CONTINUED

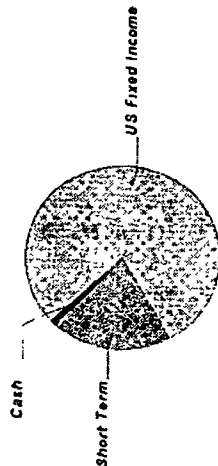
| Cost Summary        | Cost                |
|---------------------|---------------------|
| Cash & Fixed Income | 328,566.57          |
| <b>Total</b>        | <b>\$328,566.57</b> |

J.P.Morgan

# Cash & Fixed Income Summary

| Asset Categories   | Beginning Market Value | Ending Market Value | Change In Value     | Current Allocation |
|--------------------|------------------------|---------------------|---------------------|--------------------|
| Cash               | 5,566.13               | 2,169.06            | (3,397.07)          | 1%                 |
| Short Term         | 71,047.70              | 68,824.50           | (2,223.20)          | 20%                |
| US Fixed Income    | 270,582.85             | 268,851.15          | (1,731.70)          | 79%                |
| <b>Total Value</b> | <b>\$347,196.68</b>    | <b>\$339,844.71</b> | <b>(\$7,351.97)</b> | <b>100%</b>        |

| Market Value/Cost       | Current Period Value |
|-------------------------|----------------------|
| Market Value            | 339,844.71           |
| Tax Cost                | 328,566.57           |
| Unrealized Gain/Loss    | 11,278.14            |
| Estimated Annual Income | 10,431.90            |
| Accrued Interest        | 2,826.79             |
| Yield                   | 1.23%                |



Cash & Fixed Income as a percentage of your portfolio - 100%

## SUMMARY BY MATURITY

| Cash & Fixed Income      | Market Value        | % of Bond Portfolio |
|--------------------------|---------------------|---------------------|
| 0-6 months <sup>1</sup>  | 2,169.06            | 1%                  |
| 6-12 months <sup>1</sup> | 15,378.45           | 4%                  |
| 1-5 years <sup>1</sup>   | 219,226.65          | 65%                 |
| 5-10 years <sup>1</sup>  | 103,070.55          | 30%                 |
| <b>Total Value</b>       | <b>\$339,844.71</b> | <b>100%</b>         |

<sup>1</sup> The years indicate the number of years until the bond is scheduled to mature based on the statement end date. Some bonds may be called, or paid in full, before their stated maturity.

## SUMMARY BY TYPE

| Cash & Fixed Income   | Market Value        | % of Bond Portfolio |
|-----------------------|---------------------|---------------------|
| Cash                  | 2,169.06            | 1%                  |
| Govt and Agency Bonds | 337,675.65          | 99%                 |
| <b>Total Value</b>    | <b>\$339,844.71</b> | <b>100%</b>         |



ANNA W & ALEXANDER P THORNTON CHAR F ACCT. R77776301  
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Note: \* This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding. There is no change in the interest rate and all interest is left in the account.

## Cash & Fixed Income Detail

|                                                                   | Price  | Quantity  | Value       | Adjusted Tax Cost<br>Original Cost | Unrealized<br>Gain/Loss | Est. Annual Income<br>Accrued Interest | Yield  |
|-------------------------------------------------------------------|--------|-----------|-------------|------------------------------------|-------------------------|----------------------------------------|--------|
| <b>Cash</b>                                                       |        |           |             |                                    |                         |                                        |        |
| US DOLLAR PRINCIPAL                                               | 1.00   | 2,169.06  | 2,169.06    | 2,169.06                           |                         | 0.65                                   | 0.03 % |
| <b>Short Term</b>                                                 |        |           |             |                                    |                         |                                        |        |
| US TREAS 4.5% 11/15/15<br>912828-EN-6 NR /AAA                     | 104.82 | 40,000.00 | 41,928.00   | 37,845.31                          | 4,082.69                | 1,800.00<br>680.00                     | 0.21 % |
| US TREAS 5.125% 05/15/16<br>912828-FF-2 NR /AAA                   | 107.59 | 25,000.00 | 26,896.50   | 25,979.49                          | 917.01                  | 1,281.25<br>484.03                     | 0.43 % |
| Total Short Term                                                  |        |           | \$68,824.50 | \$63,824.80                        | \$4,999.70              | \$3,081.25<br>\$1,164.03               | 0.30 % |
| <b>US Fixed Income</b>                                            |        |           |             |                                    |                         |                                        |        |
| US TREAS 4.125% 05/15/15<br>912828-DV-9 NR /AAA                   | 102.52 | 15,000.00 | 15,378.45   | 14,689.45                          | 689.00                  | 618.75<br>233.75                       | 0.09 % |
| FNMA 5.375% 07/15/16<br>31359M-S6-1 AA+ /AAA                      | 108.53 | 10,000.00 | 10,853.10   | 10,184.13                          | 668.97                  | 537.50<br>113.47                       | 0.57 % |
| FHLMC<br>0.875% 10/14/2016 DTD 08/16/2013<br>3137EA-DS-5 AAA /AAA | 100.39 | 15,000.00 | 15,058.95   | 15,042.15                          | 16.80                   | 131.25<br>60.89                        | 0.68 % |
| FNMA 5% 02/13/17<br>31359M-4D-2 AA+ /AAA                          | 109.66 | 15,000.00 | 16,448.25   | 14,370.61                          | 2,077.64                | 750.00<br>99.99                        | 0.87 % |



ANNA W & ALEXANDER P THORNTON CHAR F ACCT. R7776301  
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|                                                 | Price  | Quantity  | Value     | Adjusted Tax Cost |  | Unrealized<br>Gain/Loss | Est Annual Income  |  | Yield |
|-------------------------------------------------|--------|-----------|-----------|-------------------|--|-------------------------|--------------------|--|-------|
|                                                 |        |           |           | Original Cost     |  |                         | Accrued Interest   |  |       |
| US Fixed Income                                 |        |           |           |                   |  |                         |                    |  |       |
| US TREAS 4.5% 05/15/17<br>912828-GS-3 NR /AAA   | 109.23 | 20,000.00 | 21,845.40 | 20,525.77         |  | 1,319.63                | 900.00<br>340.00   |  | 0.93% |
| US TREAS 1.875% 08/31/17<br>912828-NW-6 NR /AAA | 102.34 | 15,000.00 | 15,350.40 | 15,887.70         |  | (537.30)                | 281.25<br>25.77    |  | 1.06% |
| FHLB 5% 11/17/17<br>3133XM-Q8-7 AA+ /AAA        | 111.38 | 10,000.00 | 11,138.10 | 10,157.37         |  | 980.73                  | 500.00<br>186.11   |  | 1.28% |
| US TREAS 0.75% 02/28/18<br>912828-UR-9 NR /AAA  | 98.12  | 5,000.00  | 4,905.85  | 4,926.56          |  | (20.71)                 | 37.50<br>3.21      |  | 1.32% |
| US TREAS 1.5% 08/31/18<br>912828-RE-2 NR /AAA   | 99.97  | 40,000.00 | 39,987.50 | 41,306.25         |  | (1,318.65)              | 600.00<br>51.64    |  | 1.51% |
| US TREAS 2.75% 02/15/19<br>912828-KD-1 NR /AAA  | 104.66 | 5,000.00  | 5,233.20  | 5,298.24          |  | (65.04)                 | 137.50<br>17.57    |  | 1.64% |
| US TREAS 0.875% 07/31/19<br>912828-TH-3 NR /AAA | 95.81  | 10,000.00 | 9,581.30  | 9,650.78          |  | (69.48)                 | 87.50<br>14.82     |  | 1.78% |
| US TREAS 3.375% 11/15/19<br>912828-LY-4 NR /AAA | 107.70 | 15,000.00 | 16,154.25 | 14,635.61         |  | 1,518.64                | 506.25<br>191.25   |  | 1.80% |
| US TREAS 3.625% 02/15/21<br>912828-PX-2 NR /AAA | 109.10 | 35,000.00 | 38,185.70 | 36,991.80         |  | 1,193.90                | 1,268.75<br>162.09 |  | 2.09% |
| US TREAS 2% 11/15/21<br>912828-RR-3 NR /AAA     | 98.47  | 10,000.00 | 9,846.90  | 10,426.95         |  | (580.05)                | 200.00<br>75.55    |  | 2.23% |
| US TREAS 2% 02/15/22<br>912828-SF-8 NR /AAA     | 98.23  | 25,000.00 | 24,558.50 | 24,093.75         |  | 464.75                  | 500.00<br>63.88    |  | 2.26% |
| US TREAS 1.625% 08/15/22<br>912828-TJ-9 NR /AAA | 94.98  | 5,000.00  | 4,749.20  | 4,662.89          |  | 86.31                   | 81.25<br>10.38     |  | 2.33% |



ANNA W & ALEXANDER P THORNTON CHAR F ACCT. R77776301  
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|                       | Price | Quantity  | Value        | Adjusted Tax Cost |  | Unrealized<br>Gain/Loss | Est. Annual Income |  | Yield |
|-----------------------|-------|-----------|--------------|-------------------|--|-------------------------|--------------------|--|-------|
|                       |       |           |              | Original Cost     |  |                         | Accrued Interest   |  |       |
| US Fixed Income       |       |           |              |                   |  |                         |                    |  |       |
| FHFLB 2.125% 03/10/23 | 95.76 | 10,000.00 | 9,576.00     | 9,722.70          |  | (146.70)                | 212.50             |  | 2.69% |
| 313382-AX-1 AA+ /AAA  |       |           |              |                   |  |                         | 12.39              |  |       |
| Total US Fixed Income |       |           | \$268,851.15 | \$262,572.71      |  | \$6,278.44              | \$7,350.00         |  | 1.48% |
|                       |       |           |              |                   |  |                         | \$1,662.76         |  |       |

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