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Return of Private Foundation

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

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2013 or tax year beginning

10/1/2013

, and ending

9/30/2014

Name of foundation

PETER NELSON CHARITABLE FOUNDATION

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

Room/suite

Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041

City or town

State

ZIP code

Winston Salem

NC

27101-3818

Foreign country name

Foreign province/state/county

Foreign postal code

G Check all that apply

 Initial return Initial return of a former public charity Final return Amended return Address change Name changeH 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) ► \$ 582,435 (Part I, column (d) must be on cash basis)

J Accounting method

 Cash Accrual Other (specify) _____

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)
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	14,039	13,671		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	12,578			
b Gross sales price for all assets on line 6a	177,744			
7 Capital gain net income (from Part IV, line 2)		12,578		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	26,617	26,249	0	

Revenue	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
13 Compensation of officers, directors, trustees, etc	9,618	7,214		2,405
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	612			612
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	340	162		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	1			
24 Total operating and administrative expenses.	10,571	7,376	0	3,017
Add lines 13 through 23				
25 Contributions, gifts, grants paid	26,550			26,550
26 Total expenses and disbursements. Add lines 24 and 25	37,121	7,376	0	29,567

Operating and Administrative Expenses	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-10,504			
b Net investment income (if negative, enter -0-)		18,873		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

HTA

Form 990-PF (2013)

15

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	8,072	12,718	12,718
	3 Accounts receivable ►			
	Less allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ►			
	Less. allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)		53,290	84,295
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	487,241	418,288	485,422
	14 Land, buildings, and equipment, basis ►			
	Less accumulated depreciation (attach schedule) ►			
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	495,313	484,296	582,435
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 ►)	0	0	
	23 Total liabilities (add lines 17 through 22)	0	0	
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, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	495,313	484,296	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	495,313	484,296	
	31 Total liabilities and net assets/fund balances (see instructions)	495,313	484,296	

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	495,313
2 Enter amount from Part I, line 27a	2	-10,504
3 Other increases not included in line 2 (itemize) ► MUTUAL FUND TIMING DIFFERENCE	3	22
4 Add lines 1, 2, and 3	4	484,831
5 Decreases not included in line 2 (itemize) ► See Attached Statement	5	535
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	484,296

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	See Attached Statement				
b	See Attached Statement				
c	See Attached Statement				
d	See Attached Statement				
e	See Attached Statement				
	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				0	
b				0	
c				0	
d				0	
e				0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				0	
b				0	
c				0	
d				0	
e				0	
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	12,578
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	{ If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	25,699	565,859	0.045416
2011	36,926	533,832	0.069172
2010	498	542,620	0.000918
2009	27,297	508,111	0.053723
2008	28,450	463,106	0.061433

- 2 Total of line 1, column (d) 2 0.230662
- 3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years 3 0.046132
- 4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5 4 595,786
- 5 Multiply line 4 by line 3 5 27,485
- 6 Enter 1% of net investment income (1% of Part I, line 27b) 6 189
- 7 Add lines 5 and 6 7 27,674
- 8 Enter qualifying distributions from Part XII, line 4 8 29,567

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)

1b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

1c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments

a 2013 estimated tax payments and 2012 overpayment credited to 2013 6a 385

b Exempt foreign organizations—tax withheld at source 6b

c Tax paid with application for extension of time to file (Form 8868) 6c

d Backup withholding erroneously withheld 6d

7 Total credits and payments Add lines 6a through 6d 7 385

8 Enter any **penalty** for underpayment of estimated tax Check here if Form 2220 is attached 8

9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ► 9 0

10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ► 10 196

11 Enter the amount of line 10 to be **Credited to 2014 estimated tax** ► 189 Refunded ► 11 7

1	189
2	0
3	189
4	
5	189
7	385
8	
9	0
10	196
11	7

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? 1a X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

c Did the foundation file Form 1120-POL for this year? 1b X

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year
(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____

2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 1c X
If "Yes," attach a detailed description of the activities

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 2 X

b If "Yes," has it filed a tax return on Form 990-T for this year? 3 X

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T 4a X

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either
• By language in the governing instrument, or
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? 4b N/A

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 5 X

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► 6 X

MT
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 7 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 8b X

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses 9 X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14	The books are in care of ► WELLS FARGO BANK N A Located at ► 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC	Telephone no ► 888-730-4933 ZIP+4 ► 27101-3818	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	N/A
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ►	16	Yes X No

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.

1a	During the year did the foundation (either directly or indirectly)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	                        	
(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)? Organizations relying on a current notice regarding disaster assistance check here	                        	1b X	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	                        	1c X	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))	                        	2b N/A	
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	                        	3b N/A
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)	                        	4a X	
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	                        	4b X	

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

5a	During the year did the foundation pay or incur any amount to (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (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) (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		5b	N/A
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank N A, Trust Tax Dept 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, I	TRUSTEE 4 00	9,618		

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services	►	

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	585,109
b	Average of monthly cash balances	1b	19,750
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	604,859
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	604,859
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	9,073
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	595,786
6	Minimum investment return. Enter 5% of line 5	6	29,789

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	29,789
2a	Tax on investment income for 2013 from Part VI, line 5	2a	189
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	189
3	Distributable amount before adjustments Subtract line 2c from line 1	3	29,600
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	29,600
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	29,600

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	29,567
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the	3a	
a	Suitability test (prior IRS approval required)	3b	
b	Cash distribution test (attach the required schedule)	4	29,567
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	
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)	6	189
6	Adjusted qualifying distributions. Subtract line 5 from line 4		29,378

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				29,600
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			5,111	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ 29,567				
a Applied to 2012, but not more than line 2a			5,111	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2013 distributable amount				24,456
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014			0	
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				5,144
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ►				
b	Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)				
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed				
b	85% of line 2a				
c	Qualifying distributions from Part XII, line 4 for each year listed				
d	Amounts included in line 2c not used directly for active conduct of exempt activities				
e	Qualifying distributions made directly for active conduct of exempt activities				
	Subtract line 2d from line 2c				
3	Complete 3a, b, or c for the alternative test relied upon				
a	"Assets" alternative test—enter				
(1)	Value of all assets				0
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
c	"Support" alternative test—enter				
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3)	Largest amount of support from an exempt organization				0
(4)	Gross investment income				0

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

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

NONE

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

NONE**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

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

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

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

c Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i> See Attached Statement				
Total				► 3a 26,550
<i>b Approved for future payment</i> NONE				
Total				► 3b 0

Part XVI-A | Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income	Excluded by section 512, 513, or 514	(e) Related or exempt function income (See instructions)	
		(a) Business code	(b) Amount		(c) Exclusion code
1	Program service revenue				
a					
b					
c					
d					
e					
f					
g	Fees and contracts from government agencies				
2	Membership dues and assessments				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities				
5	Net rental income or (loss) from real estate			14	14,039
a	Debt-financed property				
b	Not debt-financed property				
6	Net rental income or (loss) from personal property				
7	Other investment income				
8	Gain or (loss) from sales of assets other than inventory			18	12,578
9	Net income or (loss) from special events				
10	Gross profit or (loss) from sales of inventory				
11	Other revenue a				
b					
c					
d					
e					
12	Subtotal Add columns (b), (d), and (e)		0		26,617
13	Total Add line 12, columns (b), (d), and (e)			13	26,617
(See worksheet in line 13 instructions to verify calculations.)					

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

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

Recipient(s) paid during the year

Name

AGRICULTURE IN MONTANA SCHOOLS INC

Street

2675 MATYAS COURT

City HELENA	State MT	Zip Code 59602	Foreign Country
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Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 4,000
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Name

MONTANA FF FOUNDATION

Street

502 SOUTH 19TH, SUITE 110

City BOZEMAN	State MT	Zip Code 59718	Foreign Country
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Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 5,000
--	-----------------

Name

FARM IN THE DELL - GREAT FALLS

Street

PO BOX 1273

City GREAT FALLS	State MT	Zip Code 59403	Foreign Country
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Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 2,500
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Name

UNIVERSITY OF MONTANA - HELENA COLLEGE

Street

1115 N ROBERTS STREET

City HELENA	State MT	Zip Code 59601	Foreign Country
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Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 4,200
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Name

HELENA INDUSTRIES

Street

1325 HELENA AVENUE

City HELENA	State MT	Zip Code 59601	Foreign Country
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Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 3,200
--	-----------------

Name

CASCADE COUNTY FFA

Street

PO BOX 529

City CASCADE	State MT	Zip Code 59421	Foreign Country
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Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 5,150
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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

WEST MONT

Street

2708 BOZEMAN AVENUE

City HELENA	State MT	Zip Code 59601	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 2,500
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions		Amount	Totals							Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss		
			Capital Gains/Losses		Other sales											
							177,744		165,166		0		0		12,578	
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments			Net Gain or Loss
1 X	MERGER FD SH BEN INT #260	589509108			6/2/2014	8/8/2014		816	822					0		-6
2 X	MERGER FD SH BEN INT #260	589509108			2/1/2013	8/8/2014		2,255	2,179					0		76
3 X	MERGER FUND-INST #301	589509207			2/1/2013	9/25/2014		621	599					0		22
4 X	MICROSOFT CORP	594918104			9/5/2003	1/22/2014		399	315					0		84
5 X	MONSTER BEVERAGE CORP	611740101			1/2/2013	9/10/2014		549	289					0		290
6 X	ASG GLOBAL ALTERNATIVES	638721885			7/1/2013	1/22/2014		1,875	1,689					0		14
7 X	ASG GLOBAL ALTERNATIVES	638721885			6/2/2014	8/8/2014		1,018	1,048					0		30
8 X	ASG GLOBAL ALTERNATIVES	638721885			7/1/2013	8/8/2014		1,821	1,914					0		93
9 X	ASG GLOBAL ALTERNATIVES	638721885			7/1/2013	9/25/2014		619	634					0		15
10 X	NESTLE S A REGISTERED SH	641069406			9/28/2011	10/9/2013		333	276					0		57
11 X	NEUBERGER BERMAN LONG	641268569			6/2/2014	9/25/2014		618	621					0		-3
12 X	NOW INC/SH	67011P100			7/1/2013	6/6/2014		167	149					0		18
13 X	NOW INC/SH	67011P100			7/1/2013	6/17/2014		8	7					0		1
14 X	NUVEEN HIGH YIELD MUNI B	870650772			4/25/2014	9/25/2014		528	609					0		19
15 X	ORACLE CORPORATION	88389X105			11/1/2010	10/9/2013		291	265					0		26
16 X	ROBECO BP LNG/SHRT RES	74925K581			7/1/2013	1/22/2014		3,731	3,431					0		300
17 X	ROBECO BP LNG/SHRT RES	74925K581			7/1/2013	6/19/2014		6,119	5,440					0		679
18 X	ROBECO BP LNG/SHRT RES	74925K581			7/1/2013	9/25/2014		615	545					0		70
19 X	RIDGEWORTH SEIX HY BD-1	766281645			8/13/2012	1/22/2014		5,770	5,747					0		23
20 X	RIDGEWORTH SEIX HY BD-1	766281645			7/1/2013	1/22/2014		5,855	5,980					0		-125
21 X	RIDGEWORTH SEIX HY BD-1	766281645			4/15/2010	1/22/2014		1,324	1,281					0		43
22 X	RIDGEWORTH SEIX HY BD-1	766281645			7/16/2009	4/23/2014		5,874	5,000					0		874
23 X	RIDGEWORTH SEIX HY BD-1	766281645			9/3/2009	4/23/2014		2,269	2,000					0		269
24 X	RIDGEWORTH SEIX HY BD-1	766281645			4/15/2010	4/23/2014		5,745	5,514					0		231
25 X	LAUDUS MONDRIAN INTL F	51855Q565			7/19/2010	4/23/2014		2,880	2,974					0		-94
26 X	LAUDUS MONDRIAN INTL F	51855Q565			1/24/2014	4/23/2014		1,700	1,672					0		28
27 X	MCKESSON CORP	58155Q103			11/7/2012	10/9/2013		402	284					0		118
28 X	RIDGEWORTH SEIX HY BD-1	766281645			12/9/2011	4/23/2014		532	500					0		32
29 X	RIDGEWORTH SEIX HY BD-1	766281645			12/30/2011	4/23/2014		650	615					0		35
30 X	SPDR DJ WILSHIRE INTERN	74463K663			11/13/2007	6/19/2014		618	638					0		-220
31 X	SPDR DJ WILSHIRE INTERN	74463K663			11/13/2007	9/25/2014		125	179					0		-54
32 X	SPDR DJ WILSHIRE INTERN	74463K663			4/30/2008	9/25/2014		789	1,057					0		-268
33 X	SCHLUMBERGER LTD	806857108			4/27/2011	9/25/2014		406	352					0		54
34 X	TJX COS INC NEW	872540109			12/28/2011	10/9/2013		274	163					0		111
35 X	TJX COS INC NEW	872540109			12/6/2011	10/9/2013		55	32					0		23
36 X	3M CO	88579Y101			6/23/1972	2/7/2014		650	30					0		620
37 X	3M CO	88579Y101			6/23/1972	8/6/2014		1,396	59					0		1,337
38 X	TOTAL S.A. -ADR	89151E309			7/5/2012	10/9/2013		350	271					0		79
39 X	US BANCORP DEL NEW...	802973304			12/28/2011	10/9/2013		358	273					0		85
40 X	AFLAC INC	001055102			11/2/2009	10/9/2013		373	252					0		121
41 X	AFLAC INC	001055102			11/2/2009	6/9/2014		1,569	1,092					0		517
42 X	AQR MANAGED FUTURES ST	0203H859			7/1/2013	10/9/2013		5,082	5,273					0		-191
43 X	AQR MANAGED FUTURES ST	0203H859			7/1/2013	9/25/2014		617	802					0		15
44 X	AFFILIATED MANAGERS GRC	08252108			7/1/2010	9/25/2014		402	123					0		279
45 X	APACHE CORP	037411105			11/2/2009	10/9/2013		344	383					0		-39
46 X	APPLE INC	037833100			1/29/2013	1/22/2014		551	459					0		92
47 X	BERKSHIRE HATHAWAY INC	084670702			4/14/2010	1/22/2014		346	243					0		103
48 X	BOEING CO	097023105			4/27/2011	10/9/2013		346	228					0		118
49 X	CME GROUP INC	12572Q105			8/30/2012	10/9/2013		363	273					0		90
50 X	CVS/CAREMARK CORPORATI	126850100			7/15/2009	10/9/2013		343	190					0		153
51 X	CAPITAL ONE FINANCIAL COR	14040H105			12/6/2011	10/9/2013		339	227					0		112
52 X	CAPITAL ONE FINANCIAL COR	14040H105			12/6/2011	3/25/2014		377	227					0		150
53 X	CAPITAL ONE FINANCIAL COR	14040H105			12/28/2011	3/25/2014		1,205	879					0		526
54 X	CELANESE CORP	150870103			9/28/2011	1/22/2014		328	225					0		103
55 X	CISCO SYSTEMS INC	17275R102			2/8/2013	9/25/2014		319	276					0		43
56 X	COACH INC	189754104			1/9/2013	6/25/2014		409	699					0		-290
57 X	COACH INC	189754104			1/29/2013	6/25/2014		511	783					0		-272
58 X	COMCAST CORP CLASS A	2003N101			11/2/2009	1/22/2014		319	88					0		231
59 X	CREDIT SUISSE COMM RET S	22544R305			11/8/2010	10/9/2013		4,041	5,261					0		-1,220
60 X	CREDIT SUISSE COMM RET S	22544R305			11/8/2010	4/23/2014		1,431	1,734					0		-303
61 X	CREDIT SUISSE COMM RET S	22544R305			11/8/2010	6/19/2014		8,395	10,270					0		-1,875
62 X	CREDIT SUISSE COMM RET S	22544R305			2/1/2012	6/19/2014		34	37					0		3
63 X	CREDIT SUISSE COMM RET S	22544R305			2/1/2012	9/25/2014		732	905					0		173
64 X	DIAMOND HILL LONG-SHORT	25264S833			8/1/2012	9/25/2014		894	678					0		216
65 X	WALT DISNEY CO	254687106			9/3/2010	1/22/2014		370	173					0		197
66 X	WALT DISNEY CO	254687106			9/3/2010	9/25/2014		353	138					0		215
67 X	DREYFUS EMG MKT DEBT LO	261980494			11/1/2010	10/10/2013		4,740	5,000					0		260
68 X	DREYFUS EMG MKT DEBT LO	261980494			4/27/2011	10/10/2013		297	320					0		23

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

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Totals		Cost, Other Basis and Expenses		Net Gain or Loss	
									Capital Gains/Losses		177,744	165,166	12,578	
									Other sales	0	0	0	0	
69 X	DREYFUS EMG MKT DEBT LO	281980494			8/12/2012	10/10/2013	8/19/2014	2,338	2,399			0	-64	
70 X	DREYFUS EMG MKT DEBT LO	281980494			3/20/2011	10/10/2013	8/19/2014	545	551			0	-36	
71 X	DREYFUS EMG MKT DEBT LO	281980494			2/12/2012	10/10/2013	8/19/2014	505	516			0	-7	
72 X	DREYFUS EMG MKT DEBT LO	281980494			2/12/2012	8/19/2014	2,402	2,429			0	10		
73 X	ISHARES CORE S & P 500 ETF	464287200			12/8/2011	12/22/2014	1,799	887			0	412		
74 X	DREYFUS EMG MKT DEBT LO	281980494			7/15/2013	8/19/2014	4,070	3,068			0	104		
75 X	DREYFUS EMG MKT DEBT LO	281980494			7/15/2013	9/25/2014	610	621			0	-11		
76 X	DRIEHAUS ACTIVE INCOME F	262028855			7/15/2013	1/27/2014	2,630	2,646			0	14		
77 X	DRIEHAUS ACTIVE INCOME F	262028855			7/15/2013	6/19/2014	2,428	2,412			0	16		
78 X	DRIEHAUS ACTIVE INCOME F	262028855			10/11/2013	9/25/2014	623	632			0	-9		
79 X	E.M.C. CORP MASS	288548102			4/27/2011	1/22/2014	310	335			0	-25		
80 X	ISHARES CORE S & P 500 ETF	464287200			6/19/2014	9/25/2014	791	791			0	0		
81 X	GILEAD SCIENCES INC	375558103			12/28/2011	12/12/2013	583	180			0	403		
82 X	GILEAD SCIENCES INC	375558103			12/28/2011	9/10/2014	864	180			0	704		
83 X	GOLDMAN SACHS GROUP INC	381415104			1/10/2011	10/9/2013	307	340			0	33		
84 X	GOOGLE INC	382595P508			6/7/2012	4/25/2014	1,047	583			0	464		
85 X	INTERNATIONAL BUSINESS M	45920101			6/17/2013	10/9/2013	359	407			0	-48		
86 X	ISHARES SAP MID-CAP 400 G	464287606			2/8/2013	10/9/2013	1,755	1,610			0	155		
87 X	ISHARES SAP MID-CAP 400 G	464287606			8/9/2012	1/22/2014	2,218	869			0	342		
88 X	ISHARES SAP MID-CAP 400 G	464287606			9/28/2011	4/23/2014	1,501	938			0	563		
89 X	ISHARES SAP MID-CAP 400 G	464287606			8/9/2012	4/23/2014	150	109			0	41		
90 X	ISHARES SAP MID-CAP 400 G	464287606			2/8/2013	4/23/2014	1,851	1,362			0	289		
91 X	ISHARES SAP MID-CAP 400 G	464287606			4/14/2010	4/23/2014	750	446			0	304		
92 X	ISHARES SAP MID-CAP 400 G	464287606			6/19/2014	9/25/2014	781	779			0	-18		
93 X	ISHARES SAP MID-CAP 400 V	464287705			4/14/2010	10/9/2013	852	602			0	250		
94 X	ISHARES SAP MID-CAP 400 V	464287705			4/14/2010	1/22/2014	825	527			0	298		
95 X	ISHARES SAP MID-CAP 400 V	464287705			6/19/2014	9/25/2014	969	1,010			0	-41		
96 X	ISHARES CORE S&P SMALL C	464287804			8/9/2012	10/9/2013	876	870			0	206		
97 X	ISHARES CORE S&P SMALL C	464287804			12/6/2011	10/9/2013	779	547			0	232		
98 X	ISHARES CORE S&P SMALL C	464287804			12/6/2011	1/22/2014	1,749	1,094			0	655		
99 X	ISHARES CORE S&P SMALL C	464287804			4/30/2008	1/22/2014	328	190			0	138		
100 X	ISHARES CORE S&P SMALL C	464287804			6/19/2014	9/25/2014	945	1,002			50	-6		
101 X	ISHARES CORE S&P SMALL C	464287804			4/30/2008	9/25/2014	105	63			0	42		
102 X	JPMORGAN CHASE & CO	46625H100			8/20/2001	1/22/2014	350	197			0	153		
103 X	JOHNSON CONTROLS INC	478366107			4/27/2011	1/22/2014	665	530			0	135		
104 X	JOHNSON CONTROLS INC	478366107			3/12/2012	1/22/2014	460	286			0	174		
105 X	UNION PACIFIC CORP	907818108			9/3/2010	1/22/2014	338	158			0	180		
106 X	UNITED PARCEL SERVICE CL	911312106			9/28/2011	10/9/2013	357	254			0	103		
107 X	UNITEDHEALTH GROUP INC	91324P102			4/2/2013	1/22/2014	148	124			0	24		
108 X	UNITEDHEALTH GROUP INC	91324P102			11/1/2010	1/22/2014	222	109			0	113		
109 X	VANGUARD INTERMEDIATE T	921937819			4/23/2014	6/19/2014	5,727	5,693			0	34		
110 X	VANGUARD INTERMEDIATE T	921937819			4/23/2014	9/25/2014	673	670			0	3		
111 X	VANGUARD SHORT TERM BC	921937827			10/9/2013	4/23/2014	7,684	7,710			0	-24		
112 X	VANGUARD SHORT TERM BC	921937827			10/6/2013	6/19/2014	1,282	1,285			0	-3		
113 X	VANGUARD SHORT TERM BC	921937827			1/22/2014	8/19/2014	1,824	1,921			0	-3		
114 X	VANGUARD SHORT TERM BC	921937827			4/14/2009	6/19/2014	2,084	2,048			0	36		
115 X	VANGUARD SHORT TERM BC	921937827			4/14/2009	9/5/2014	80	79			0	-1		
116 X	VANGUARD SHORT TERM BC	921937827			4/14/2009	9/25/2014	960	945			0	15		
117 X	VANGUARD FTSE DEVELOPE	921943556			2/8/2013	10/9/2013	6,650	6,470			0	480		
118 X	VANGUARD FTSE DEVELOPE	921943556			6/19/2014	9/25/2014	2,361	2,563			202	0		
119 X	VANGUARD FTSE EMERGING	922042858			2/8/2013	10/9/2013	1,679	1,815			0	136		
120 X	VANGUARD FTSE EMERGING	922042858			2/8/2013	4/23/2014	1,020	1,107			0	-87		
121 X	VANGUARD FTSE EMERGING	922042858			2/8/2013	6/19/2014	1,675	1,904			0	-29		
122 X	VANGUARD FTSE EMERGING	922042858			9/3/2010	6/19/2014	654	639			0	15		
123 X	VANGUARD FTSE EMERGING	922042858			9/3/2010	9/25/2014	2,068	2,087			13	-6		
124 X	VANGUARD REIT VIPER	922908553			2/12/2007	4/23/2014	361	403			0	-42		
125 X	VANGUARD REIT VIPER	922908553			7/13/2007	4/23/2014	1,298	1,242			0	56		
126 X	VANGUARD REIT VIPER	922908553			7/13/2007	9/25/2014	143	136			0	7		
127 X	VANGUARD REIT VIPER	922908553			4/30/2008	9/25/2014	1,072	952			0	120		

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

		612	0	0	612
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	612			612

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

		340	162	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	163	162		
2	ESTIMATED EXCISE PAYMENTS	177			

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

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

Part II, Line 10b (990-PF) - Investments - Corporate Stock

	Description	Num Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1				53,290	0	84,295

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

		487,241	418,288	485,422
	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year
1			418,288	485,422

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

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

1	<u>MUTUAL FUND TIMING DIFFERENCE</u>	1	22
2	Total	2	22

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

1	<u>COST BASIS ADJUSTMENT</u>	1	265
2	<u>PY RETURN OF CAPITAL ADJUSTMENT</u>	2	270
3	Total	3	535

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

Amount												10,26														
Long Term CG Distributions			Short Term CG Distributions			175,292			438			165,604			10,126			0			0			10,26		
Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	F M V as of 12/31/09	Adjusted Basis as of 12/31/09	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses														
1 MERGER FD SH BEN INT #260	589509106		6/23/2014	8/9/2014	816			822	-6	0	0	0														
2 MERGER FD SH BEN INT #260	589509106		2/12/2013	8/9/2014	2,255			2,170	76	0	0	76														
3 MERGER FUND-INST #301	589508207		2/12/2013	9/25/2014	821			599	22	0	0	22														
4 MICROSOFT CORP	584918104		8/5/2003	1/22/2014	398			315	84	0	0	84														
5 MONSTER BEVERAGE CORP	611740101		1/27/2013	9/19/2014	549			250	260	0	0	260														
6 ASG GLOBAL ALTERNATIVES Y #1903	636727845		1/27/2013	9/19/2014	1,252			1,048	104	0	0	104														
7 ASG GLOBAL ALTERNATIVES Y #1903	636727845		6/23/2014	8/9/2014	1,014			1,048	-34	0	0	30														
8 ASG GLOBAL ALTERNATIVES Y #1903	636727845		7/15/2013	8/9/2014	1,221			1,214	-7	0	0	23														
9 ASG GLOBAL ALTERNATIVES Y #1903	636727845		7/15/2013	9/25/2014	619			634	-15	0	0	15														
10 NESTLE S A REGISTERED SHARES A	6410659400		9/26/2011	10/9/2013	333			276	57	0	0	57														
11 NEUBERGER BERMAN LONG SH-INS #	64128R006		6/23/2013	8/25/2014	616			621	-5	0	0	3														
12 NESTLE S A REGISTERED SHARES A	64128R006		7/11/2013	8/17/2014	167			149	18	0	0	18														
13 NONGSH	670117102		7/11/2013	8/17/2014	6			6	0	0	0	0														
14 NUVEEN HIGH YIELD MUNI BD-R #1668	670557072		4/26/2014	9/25/2014	826			600	206	0	0	206														
15 ORACLE CORPORATION	68389X105		1/11/2010	10/9/2013	261			265	26	0	0	26														
16 ROBECO BP LNG/SHRT RES-INS	74925K561		7/15/2013	1/22/2014	3,731			3,431	300	0	0	300														
17 ROBECO BP LNG/SHRT RES-INS	74925K561		7/15/2013	8/19/2014	6,119			5,440	679	0	0	679														
18 ROBECO BP LNG/SHRT RES-INS	74925K561		7/15/2013	9/25/2014	615			545	70	0	0	70														
19 RIDGEWORTH SEIX HY BD-#5455	76628T645		8/13/2012	1/22/2014	5,770			5,747	23	0	0	23														
20 RIDGEWORTH SEIX HY BD-#5455	76628T645		8/13/2012	9/25/2014	5,859			5,811	-128	0	0	-128														
21 RIDGEWORTH SEIX HY BD-#5455	76628T645		4/26/2010	1/22/2014	5,753			5,741	12	0	0	12														
22 RIDGEWORTH SEIX HY BD-#5455	76628T645		7/18/2009	4/23/2014	5,874			5,000	874	0	0	874														
23 RIDGEWORTH SEIX HY BD-#5455	76628T645		9/3/2008	4/23/2014	2,269			2,000	269	0	0	269														
24 RIDGEWORTH SEIX HY BD-#5455	76628T645		4/15/2010	4/23/2014	5,745			5,514	231	0	0	231														
25 LAUDUS MONDRIAN INTL FIN-INST #2840	518550655		7/19/2010	4/23/2014	2,680			2,974	-94	0	0	-94														
26 LAUDUS MONDRIAN INTL FIN-INST #2840	518550655		12/4/2014	4/23/2014	1,700			1,672	28	0	0	28														
27 MCKESSON CORP	618552055		1/7/2012	4/23/2014	402			264	138	0	0	138														
28 RIDGEWORTH SEIX HY BD-#5455	76628T645		12/20/2011	4/23/2014	523			505	38	0	0	38														
29 RIDGEWORTH SEIX HY BD-#5455	76628T645		12/30/2011	4/23/2014	650			615	35	0	0	35														
30 SPDR DJ WILSHIRE INTERNATIONAL R	78463X683		6/19/2014	8/19/2014	618			634	-220	0	0	220														
31 SPDR DJ WILSHIRE INTERNATIONAL R	78463X683		1/13/2007	9/25/2014	125			179	54	0	0	54														
32 SPDR DJ WILSHIRE INTERNATIONAL R	78463X683		4/30/2004	9/25/2014	769			1,057	-266	0	0	266														
33 SCHLUMBERGER LTD	7846837106		4/27/2011	9/25/2014	406			352	54	0	0	54														
34 SIEBEL SYSTEMS INC	784740109		1/29/2011	10/9/2013	274			163	111	0	0	111														
35 TIAA COOP INC NEW	872460109		12/20/2011	10/9/2013	26			33	23	0	0	23														
36 3M CO	88579Y101		6/23/1972	2/27/2014	850			30	620	0	0	620														
37 3M CO	88579Y101		6/23/1972	8/9/2014	1,396			59	1,337	0	0	1,337														
38 TOTAL B A ADR	89151E109		7/5/2012	10/9/2013	350			271	79	0	0	79														
39 US BANCORP DEL NEW	902973304		12/28/2011	10/9/2013	356			273	85	0	0	85														
40 AER CAPITAL INC	901053102		11/2/2009	10/9/2013	373			252	121	0	0	121														
41 AER CAPITAL INC	901053102		1/1/2009	10/9/2013	373			1,052	-680	0	0	-680														
42 AER MANAGED FUTURES STR. I #15213	902030459		7/15/2013	9/25/2014	5,043			5,253	-191	0	0	-191														
43 AER MANAGED FUTURES STR. I #15213	902030459		7/15/2013	9/25/2014	517			802	15	0	0	15														
44 AFFILIATED MANAGERS GROUP, INC	C006252108		7/19/2010	9/25/2014	402			123	279	0	0	279														
45 APACHE CORP	037411105		11/2/2005	10/9/2013	344			363	39	0	0	39														
46 APPLE INC	037833100		1/9/2013	1/22/2014	551			459	92	0	0	92														
47 BERKSHIRE HATHAWAY INC	0464670702		4/4/2010	1/22/2014	346			243	103	0	0	103														
48 CACI INC	047273005		4/7/2012	1/22/2014	346			226	20	0	0	20														
49 CMC GROUP INC	047273005		1/27/2013	10/9/2013	343			203	40	0	0	40														
50 CVS/CAREMARK CORPORATION	120650100		7/15/2009	10/9/2013	343			190	153	0	0	153														
51 CAPITAL ONE FINANCIAL CORP	14040H105		12/6/2011	10/9/2013	339			227	112	0	0	112														
52 CAPITAL ONE FINANCIAL CORP	14040H105		3/25/2014	10/9/2013	377			227	150	0	0	150														
53 CAPITAL ONE FINANCIAL CORP	14040H105		12/8/2011	3/25/2014	205			679	526	0	0	526														
54 CELANESE CORP	150870103		9/2/2011	1/22/2014	326			225	103	0	0	103														
55 CESSCO SYSTEMS INC	172751000		2/8/2013	9/25/2014	319			276	43	0	0	43														
56 COACH INC	189754104		1/8/2013	1/22/2014	511			783	-272	0	0	-272														
57 COMCAST CORP CLASS A	200330N101		11/2/2013	1/22/2014	319			66	231	0	0	231														
58 CREDIT SUISSE COMM RET ST #2158	22544R305		11/8/2010	10/9/2013	4,041			5,261	-1,220	0	0	-1,220														
59 CREDIT SUISSE COMM RET ST #2158	22544R305		11/8/2010	4/23/2014	1,431			1,734	-303	0	0	-303														
60 CREDIT SUISSE COMM RET ST #2158	22544R305		6/18/2012	6/19/2014	8,395			10,270	1,875	0	0	1,875														
61 CREDIT SUISSE COMM RET ST #2158	22544R305		6/18/2012	6/19/2014	3,344			37	3	0	0	3														
62 CREDIT SUISSE COMM RET ST #2158	22544R305		6/18/2012	6/19/2014	74			173	-99	0	0	-99														
63 DIAMOND HILL LONG-SHORT FD CL1#	22545A503		8/3/2012	9/25/2014	894			878	216	0	0	216														
64 WALT DISNEY CO	254687106		9/2/2010	1/22/2014	370			173	197	0	0	197														
65 WALT DISNEY CO	254687106		9/2/2010	9/25/2014	353			139	215	0	0	215														
66 DREYFUS EMG MKT DEBT LOC C-#602	261980494		11/1/2009	10/10/2013	4,740			5,000	260	0	0	260														
67 DREYFUS EMG MKT DEBT LOC C-#602	261980494		4/27/2011	10/10/2013	297			320	-23	0	0	-23														
68 DREYFUS EMG MKT DEBT LOC C-#602	261980494		8/13/2012	10/10/2013	2,335			2,399	-64	0	0	-64														
69 DREYFUS EMG MKT DEBT LOC C-#602	261980494		8/3/2012	10/10/2013	555			391	36	0	0	36														
70 DREYFUS EMG MKT DEBT LOC C-#602	261980494		8/3/2012	10/10/2013	544			347	57	0	0	57														
71 DREYFUS EMG MKT DEBT LOC C-#602	261980494		8/3/2012	10/10/2013	2402			2,303	10	0	0	10														
72 DREYFUS EMG MKT DEBT LOC C-#602	261980494		2/3/2012	6/19/2014	2,402			2,303	10	0	0	10														
73 ISHARES CORE S & P 500 EFT	484237200		6/19/2014	7/15/2014	781			2,087	412	0	0	412														
74 DREYFUS EMG MKT DEBT LOC C-#602	261980494		12/28/2011	12/12/2013	563			3,068	104	0	0	104														
75 DREYFUS ACTIVE INCOME FUND	262028553		7/15/2014	8/15/2014	810			821	11	0	0	11														
76 DREYFUS ACTIVE INCOME FUND	262028553		7/15/2013	8/15/2014	2,630			2,616	14	0	0	14														
77 DREYFUS ACTIVE INCOME FUND	262028553		7/15/2013	8/15/2014	2,428			2,412	16	0	0	16														
78 DREYFUS ACTIVE INCOME FUND	262028553		7/15/2013	8/15/2014	523			523	-3	0	0	3														
79 E M CORP MASS	265845107		4/27/2011	1/22/2014	10			336	-25	0	0	-25														
80 ISHARES CORE S & P 500 EFT	484237200		6/19/2014	9/25/2014	781			701	0	0	0	0														
E1 GILEAD SCIENCES INC	375558103		12/28/2011	12/12/2013	563			160	403	0	0	403														
B2 GILEAD SCIENCES INC	375558103		12/28/2011	9/10/2014	884			160	704	0	0	704														
B3 GOLDMAN SACHS GROUP INC	38141G104		1/1/2011	10/9/2013	307			340	33	0	0	33														
B4 GOOGLE INC	38259P508		6/7/2012	4/23/2014	1,047			583	484	0	0	0														

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

				Amount										
	Long Term CG Distributions	Short Term CG Distributions		2,452	0	175,292	0	438	165,604	10,126	0	0	0	10,126
Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/13	Adjusted Basis as of 12/31/13	Excess of FMV Over Adj Basis	Gain Minus Excess of FMV Over Adjusted Basis or Losses	
85 INTERNATIONAL BUSINESS MACHINES CORP	459200101	6/17/2013	10/9/2013	359	1,765	0	0	407	48	0	0	0	0	-48
86 SHARES S&P MID-CAP 400 GROWTH	454267006	2/2/2013	10/9/2013	1,211	0	0	0	1,610	155	0	0	0	0	155
87 SHARES S&P MID-CAP 400 GROWTH	454267006	8/9/2012	1/2/2014	0	0	0	0	669	342	0	0	0	0	342
88 SHARES S&P MID-CAP 400 GROWTH	454267006	9/26/2011	4/23/2014	1,501	0	0	0	938	563	0	0	0	0	563
89 SHARES S&P MID-CAP 400 GROWTH	454267006	4/23/2010	4/23/2014	1,501	0	0	0	109	41	0	0	0	0	41
90 SHARES S&P MID-CAP 400 GROWTH	454267006	2/2/2010	4/23/2014	1,501	0	0	0	1,367	261	0	0	0	0	261
91 SHARES S&P MID-CAP 400 GROWTH	454267006	4/14/2010	4/23/2014	1,501	0	0	0	1,366	260	0	0	0	0	260
92 SHARES S&P MID-CAP 400 GROWTH	454267006	6/19/2014	9/25/2014	761	0	0	0	779	18	0	0	0	0	-18
93 SHARES S&P MID-CAP 400 VALUE	454267005	4/14/2010	10/9/2013	852	0	0	0	602	250	0	0	0	0	250
94 SHARES S&P MID-CAP 400 VALUE	454267005	4/14/2010	1/22/2014	825	0	0	0	527	298	0	0	0	0	298
95 SHARES S&P MID-CAP 400 VALUE	454267005	6/19/2014	9/25/2014	969	0	0	0	1,010	-41	0	0	0	0	-41
96 SHARES CORE S&P SMALL-CAP E	454267004	6/9/2012	10/9/2013	876	0	0	0	870	26	0	0	0	0	26
97 SHARES CORE S&P SMALL-CAP E	454267004	12/6/2011	10/9/2013	779	0	0	0	547	232	0	0	0	0	232
98 SHARES CORE S&P SMALL-CAP E	454267004	12/6/2011	1/22/2014	1,141	0	0	0	1,141	0	0	0	0	0	0
99 SHARES CORE S&P SMALL-CAP E	454267004	4/30/2004	1/22/2014	324	0	0	0	180	144	0	0	0	0	144
100 SHARES CORE S&P SMALL-CAP E	454267004	6/19/2014	9/25/2014	946	0	0	0	50	1,002	-6	0	0	0	-6
101 SHARES CORE S&P SMALL-CAP E	454267004	4/30/2005	9/25/2014	105	0	0	0	63	42	0	0	0	0	42
102 JPMORGAN CHASE & CO	458251100	9/20/2001	1/22/2014	350	0	0	0	197	153	0	0	0	0	153
103 PRINCIPAL CONTROLS INC	473368107	4/27/2011	1/22/2014	665	0	0	0	530	135	0	0	0	0	135
104 UNION PACIFIC CORP	400136108	3/1/2012	1/22/2014	460	0	0	0	286	174	0	0	0	0	174
105 UNION PACIFIC CORP	400136108	3/1/2012	1/22/2014	389	0	0	0	155	180	0	0	0	0	180
106 UNITED PARCEL SERVICE-CL B	811312105	9/24/2011	1/22/2014	327	0	0	0	0	327	0	0	0	0	0
107 UNITEDHEALTH GROUP INC	81324P102	4/2/2011	1/22/2014	148	0	0	0	124	24	0	0	0	0	24
108 UNITEDHEALTH GROUP INC	81324P102	11/1/2010	1/22/2014	222	0	0	0	109	113	0	0	0	0	113
109 VANGUARD INTERMEDIATE TERM B	821937619	4/23/2014	6/19/2013	5,727	0	0	0	5,693	34	0	0	0	0	34
110 VANGUARD INTERMEDIATE TERM B	921937619	4/23/2014	9/25/2014	873	0	0	0	870	3	0	0	0	0	3
111 VANGUARD SHORT TERM BOND ETF	921937627	10/9/2013	4/23/2014	7,666	0	0	0	7,710	24	0	0	0	0	24
112 VANGUARD SHORT TERM BOND ETF	921937627	10/9/2013	6/19/2014	7,621	0	0	0	1,285	3	0	0	0	0	3
113 VANGUARD SHORT TERM BOND ETF	921937627	10/9/2013	7/22/2014	7,621	0	0	0	1,921	0	0	0	0	0	0
114 VANGUARD SHORT TERM BOND ETF	921937627	4/14/2009	6/19/2014	1,064	0	0	0	2,464	-390	0	0	0	0	-390
115 VANGUARD SHORT TERM BOND ETF	921937627	4/14/2009	9/5/2014	80	0	0	0	79	-1	0	0	0	0	-1
116 VANGUARD SHORT TERM BOND ETF	921937627	4/14/2009	9/25/2014	960	0	0	0	945	15	0	0	0	0	15
117 VANGUARD FTSE DEVELOPED ETF	921943856	2/6/2013	10/9/2013	6,650	0	0	0	6,470	480	0	0	0	0	480
118 VANGUARD FTSE DEVELOPED ETF	921943856	6/19/2014	8/25/2014	2,361	0	0	0	2,563	0	0	0	0	0	0
119 VANGUARD FTSE EMERGING MARKET	922042856	2/6/2013	10/9/2013	1,679	0	0	0	1,815	136	0	0	0	0	136
120 VANGUARD FTSE EMERGING MARKET	922042856	2/6/2013	6/23/2014	1,020	0	0	0	1,102	87	0	0	0	0	-87
121 VANGUARD FTSE EMERGING MARKET	922042856	2/6/2013	8/25/2014	1,020	0	0	0	1,024	24	0	0	0	0	-24
122 VANGUARD FTSE EMERGING MARKET	922042856	9/2/2010	6/19/2014	654	0	0	0	639	15	0	0	0	0	-15
123 VANGUARD FTSE EMERGING MARKET	922042856	9/2/2010	9/25/2014	2,088	0	0	0	2,087	-1	0	0	0	0	-6
124 VANGUARD REIT VIPER	922906553	2/1/2007	4/23/2014	361	0	0	0	403	-42	0	0	0	0	-42
125 VANGUARD REIT VIPER	922906553	7/1/2007	4/23/2014	1,298	0	0	0	1,242	56	0	0	0	0	56
126 VANGUARD REIT VIPER	922906553	7/1/2007	9/25/2014	143	0	0	0	136	7	0	0	0	0	7
127 VANGUARD REIT VIPER	922906553	4/30/2008	9/25/2014	1,072	0	0	0	952	120	0	0	0	0	120

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N A Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	9,618	0	

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

	Date	Amount
1 Credit from prior year return	1	208
2 First quarter estimated tax payment	2	177
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	
7 Total	7	385

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

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	5,111
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	5,111

			FMV	COST
Cash	81-6010230			
Invest - Corp Stock	81-6010230	008252108	AFFILIATED MANAGERS GROUP, INC COM	1,602 88
Invest - Corp Stock	81-6010230	03524A108	ANHEUSER-BUSCH INBEV SPN ADR	1,995 30
Invest - Corp Stock	81-6010230	037411105	APACHE CORP	1,689.66
Invest - Corp Stock	81-6010230	037833100	APPLE INC	4,231 50
Invest - Corp Stock	81-6010230	071813109	BAXTER INTL INC	1,722 48
Invest - Corp Stock	81-6010230	084670702	BERKSHIRE HATHAWAY INC.	2,900.94
Invest - Corp Stock	81-6010230	088606108	BHP BILLITON LIMITED - ADR	942.08
Invest - Corp Stock	81-6010230	09247X101	BLACKROCK INC	1,313 28
Invest - Corp Stock	81-6010230	097023105	BOEING CO	2,547.60
Invest - Corp Stock	81-6010230	150870103	CELANESE CORP	1,228 92
Invest - Corp Stock	81-6010230	166764100	CHEVRON CORP	1,551.16
Invest - Corp Stock	81-6010230	17275R102	CISCO SYSTEMS INC	2,164.62
Invest - Corp Stock	81-6010230	172967424	CITIGROUP INC	2,124.62
Invest - Corp Stock	81-6010230	12572Q105	CME GROUP INC	1,998 87
Invest - Corp Stock	81-6010230	20030N101	COMCAST CORP CLASS A	2,312 54
Invest - Corp Stock	81-6010230	231021106	CUMMINS INC	2,375.64
Invest - Corp Stock	81-6010230	126650100	CVS HEALTH CORPORATION	2,228 52
Invest - Corp Stock	81-6010230	25243Q205	DIAGEO PLC - ADR	1,384.80
Invest - Corp Stock	81-6010230	268648102	E M C CORP MASS	1,726 34
Invest - Corp Stock	81-6010230	G29183103	EATON CORP PLC	1,457 51
Invest - Corp Stock	81-6010230	375558103	GILEAD SCIENCES INC	1,703 20
Invest - Corp Stock	81-6010230	38141G104	GOLDMAN SACHS GROUP INC	1,468 56
Invest - Corp Stock	81-6010230	38259P706	GOOGLE INC-CL C	2,309 44
Invest - Corp Stock	81-6010230	404280406	HSBC - ADR	1,882 56
Invest - Corp Stock	81-6010230	459200101	INTERNATIONAL BUSINESS MACHS CORP	1,138.98
Invest - Corp Stock	81-6010230	478366107	JOHNSON CONTROLS INC	1,496.00
Invest - Corp Stock	81-6010230	46625H100	JPMORGAN CHASE & CO	2,289.12
Invest - Corp Stock	81-6010230	517834107	LAS VEGAS SANDS CORP	1,679 67
Invest - Corp Stock	81-6010230	58155Q103	MCKESSON CORP	2,336.04
Invest - Corp Stock	81-6010230	594918104	MICROSOFT CORP	2,132 56
Invest - Corp Stock	81-6010230	611740101	MONSTER BEVERAGE CORP	1,283 38
Invest - Corp Stock	81-6010230	637071101	NATIONAL OILWELL INC COM	1,598.10
				1,393 90

Invest - Corp Stock	81-6010230	641069406	NESTLE S A. REGISTERED SHARES - ADR	1,472.60	1,104.20
Invest - Corp Stock	81-6010230	68389X105	ORACLE CORPORATION	1,531.20	1,178.00
Invest - Corp Stock	81-6010230	806857108	SCHLUMBERGER LTD	2,033.80	1,673.88
Invest - Corp Stock	81-6010230	87612E106	TARGET CORP	2,444.52	1,466.17
Invest - Corp Stock	81-6010230	883556102	THERMO FISHER SCIENTIFIC INC	1,703.80	679.56
Invest - Corp Stock	81-6010230	872540109	TJX COS INC NEW	1,715.93	918.57
Invest - Corp Stock	81-6010230	89151E109	TOTAL S.A. - ADR	1,546.80	1,083.34
Invest - Corp Stock	81-6010230	907818108	UNION PACIFIC CORP	2,818.92	1,025.57
Invest - Corp Stock	81-6010230	911312106	UNITED PARCEL SERVICE-CL B	1,376.06	889.14
Invest - Corp Stock	81-6010230	91324P102	UNITEDHEALTH GROUP INC	2,501.25	1,055.31
Invest - Corp Stock	81-6010230	902973304	US BANCORP DEL NEW	1,840.52	1,164.57
Invest - Corp Stock	81-6010230	254687106	WALT DISNEY CO	2,492.84	967.40
TOTAL CORPORATE STOCK:				84,295.11	53,290.48
Invest - Other	81-6010230	00203H859	AQR MANAGED FUTURES STR-I #15213	9,266.63	8,956.65
Invest - Other	81-6010230	63872T885	ASG GLOBAL ALTERNATIVES-Y #1993	18,105.89	18,623.20
Invest - Other	81-6010230	22544R305	CREDIT SUISSE COMM RET ST-I #2156	22,939.87	26,036.13
Invest - Other	81-6010230	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	11,969.68	8,419.48
Invest - Other	81-6010230	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	14,075.89	14,109.17
Invest - Other	81-6010230	261980668	DREYFUS INTERNATL BOND FD CL I #6094	4,559.57	4,578.38
Invest - Other	81-6010230	262028855	DRIEHAUS ACTIVE INCOME FUND	11,541.82	11,733.72
Invest - Other	81-6010230	315920702	FID ADV EMER MKTS INC- CL I #607	8,891.64	8,686.93
Invest - Other	81-6010230	464287200	ISHARES CORE S & P 500 ETF	14,869.50	9,572.00
Invest - Other	81-6010230	464287804	ISHARES CORE S&P SMALL-CAP E	31,915.80	14,515.32
Invest - Other	81-6010230	464287606	ISHARES S&P MID-CAP 400 GROWTH	24,232.00	15,075.54
Invest - Other	81-6010230	464287705	ISHARES S&P MID-CAP 400 VALUE	23,701.07	16,613.41
Invest - Other	81-6010230	4812C0803	JPMORGAN HIGH YIELD FUND SS #3580	10,630.00	10,822.92
Invest - Other	81-6010230	589509207	MERGER FUND-INST #301	8,694.89	8,358.70
Invest - Other	81-6010230	64128R608	NEUBERGER BERMAN LONG SH-INS #1830	11,819.72	11,847.20
Invest - Other	81-6010230	67065Q772	NUVEEN HIGH YIELD MUNI BD-R #1668	10,080.87	9,766.22
Invest - Other	81-6010230	693390882	PIMCO FOREIGN BD FD USD H-INST #103	4,765.30	4,579.90
Invest - Other	81-6010230	74255L696	PRINCIPAL GL MULT STRAT-INST #4684	6,243.52	6,192.72
Invest - Other	81-6010230	74925K581	ROBECO BP LNG/SHRT RES-INS	8,730.02	7,756.14
Invest - Other	81-6010230	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	22,527.04	19,002.40

Invest - Other	81-6010230	77958B402	T ROWE PRICE INST FLOAT RATE #170	8,952 18	9,083 94
Invest - Other	81-6010230	921943858	VANGUARD FTSE DEVELOPED ETF	66,978 75	61,871 38
Invest - Other	81-6010230	922042858	VANGUARD FTSE EMERGING MARKETS ETF	58,602 55	51,402 12
Invest - Other	81-6010230	921937819	VANGUARD INTERMEDIATE TERM B	19,295.54	18,302 48
Invest - Other	81-6010230	922908553	VANGUARD REIT VIPER	23,207.55	14,151.13
Invest - Other	81-6010230	921937827	VANGUARD SHORT TERM BOND ETF	28,825.20	28,230.94
			TOTAL INVESTMENT OTHER:	485,422 49	418,288.12
Savings & Temp Inv	81-6010230	VP4560000	WF ADV GOVT MM FD-INSTL #1751	12,718.00	12,718 00
			TOTAL SAVINGS & TEMP INVESTMENT	12,718.00	12,718 00
			TOTAL SECURITIES:	582,435.60	484,296.60