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POSTMARK DATE JAN 16 2013

Form **990-PF**

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

For calendar year 2013 or tax year beginning 10/1/2013, and ending 9/30/2014

Name of foundation  
**JOHN GARWOOD TRUST**

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 change

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

**I** Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 462,364**

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

**A** Employer identification number  
**94-6058648**

**B** Telephone number (see instructions)  
**(888) 730-4933**

**C** If exemption application is pending, check here ☐

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

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <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	10,845	10,556		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	6,064			
	b Gross sales price for all assets on line 6a 137,370				
	7 Capital gain net income (from Part IV, line 2)		6,064		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	16,909	16,620	0	
	13 Compensation of officers, directors, trustees, etc	7,834	5,876		1,959
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	733			733
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	494	78		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	10			10
	24 Total operating and administrative expenses. Add lines 13 through 23	9,071	5,954	0	2,702
	25 Contributions, gifts, grants paid	18,001			18,001
	26 Total expenses and disbursements. Add lines 24 and 25	27,072	5,954	0	20,703
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-10,163			
	b Net investment income (if negative, enter -0-)		10,666		
	c Adjusted net income (if negative, enter -0-)			0	

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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					
	2	Savings and temporary cash investments	6,735	16,681	16,681		
	3	Accounts receivable ▶					
		Less: allowance for doubtful accounts ▶					
	4	Pledges receivable ▶					
		Less: allowance for doubtful accounts ▶					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶					
		Less: allowance for doubtful accounts ▶					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments—U.S. and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)					
	c	Investments—corporate bonds (attach schedule)					
	11	Investments—land, buildings, and equipment basis ▶					
Liabilities		Less accumulated depreciation (attach schedule) ▶					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	385,294	364,997	445,683		
	14	Land, buildings, and equipment basis ▶					
		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)	392,029	381,678	462,364		
	17	Accounts payable and accrued expenses					
Net Assets or Fund Balances	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)	0	0			
		<b>Foundations that follow SFAS 117, check here ▶</b> <input type="checkbox"/>					
Net Assets or Fund Balances	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
		<b>Foundations that do not follow SFAS 117, check here ▶</b> <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	392,029	381,678			
	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)	392,029	381,678			
Net Assets or Fund Balances	31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	392,029	381,678			

**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	392,029
2	Enter amount from Part I, line 27a	2	-10,163
3	Other increases not included in line 2 (itemize) ▶ MUTUAL FUND TIMING DIFFERENCE	3	30
4	Add lines 1, 2, and 3	4	381,896
5	Decreases not included in line 2 (itemize) ▶ PY RETURN OF CAPITAL ADJUSTMENT	5	218
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	381,678

**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.)
<b>1a</b>	See Attached Statement			
<b>b</b>	See Attached Statement			
<b>c</b>	See Attached Statement			
<b>d</b>	See Attached Statement			
<b>e</b>	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)
<b>a</b>			0
<b>b</b>			0
<b>c</b>			0
<b>d</b>			0
<b>e</b>			0

  

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

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

  

<b>2</b> 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 }	<b>2</b>	6,064
<b>3</b> 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 }	<b>3</b>	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?  
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.☐ Yes ☒ No**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	19,568	444,255	0.044047
2011	18,269	422,057	0.043286
2010	19,716	431,680	0.045673
2009	15,691	403,397	0.038897
2008	13,599	353,674	0.038451

  

<b>2</b> Total of line 1, column (d)	<b>2</b>	0.210354
<b>3</b> 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	<b>3</b>	0.042071
<b>4</b> Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	<b>4</b>	467,936
<b>5</b> Multiply line 4 by line 3	<b>5</b>	19,687
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	107
<b>7</b> Add lines 5 and 6	<b>7</b>	19,794
<b>8</b> Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	<b>8</b>	20,703

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

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	<b>1</b>	107
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0
<b>3</b>	Add lines 1 and 2	<b>3</b>	107
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>	107
<b>6</b>	Credits/Payments:		
<b>a</b>	2013 estimated tax payments and 2012 overpayment credited to 2013	<b>6a</b>	289
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>	
<b>7</b>	Total credits and payments. Add lines 6a through 6d	<b>7</b>	289
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<b>9</b>	0
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	<b>10</b>	182
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> <b>Refunded</b>	<b>11</b>	75

**Part VII-A Statements Regarding Activities**

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

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ WELLS FARGO BANK N.A. Telephone no. ▶ 888-730-4933			
Located at ▶ 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ▶ 27101-3818				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	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 ▶				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)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

- 5a** During the year did the foundation pay or incur any amount to
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No
- Organizations relying on a current notice regarding disaster assistance check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
- If "Yes," attach the statement required by Regulations section 53.4945–5(d). N/A
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
- If "Yes," file Form 8870.
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b	N/A	
6b		X
7b	N/A	

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank N.A. Trust Tax Dept 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	TRUSTEE	4 00	7,834	

**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.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	458,380
<b>b</b>	Average of monthly cash balances	<b>1b</b>	16,682
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	475,062
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	475,062
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b>	7,126
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	467,936
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	23,397

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	23,397
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2a</b>	107
<b>b</b>	Income tax for 2013. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	107
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	23,290
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	23,290
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	23,290

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	20,703
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	20,703
<b>5</b>	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)	<b>5</b>	107
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	20,596

**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
<b>1</b> Distributable amount for 2013 from Part XI, line 7				23,290
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only			13,173	
<b>b</b> Total for prior years. 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2013				
<b>a</b> From 2008				
<b>b</b> From 2009				
<b>c</b> From 2010				
<b>d</b> From 2011				
<b>e</b> From 2012				
<b>f</b> Total of lines 3a through e	0			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4: ► \$ 20,703				
<b>a</b> Applied to 2012, but not more than line 2a			13,173	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)				
<b>d</b> Applied to 2013 distributable amount				7,530
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b. Taxable amount—see instructions				
<b>e</b> Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
<b>f</b> Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				15,760
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2009				
<b>b</b> Excess from 2010				
<b>c</b> Excess from 2011				
<b>d</b> Excess from 2012				
<b>e</b> Excess from 2013				

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

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

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

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2013	(b) 2012	(c) 2011	(d) 2010	
				0
<b>b</b> 85% of line 2a				0
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed				0
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities				0
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				0
<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				0
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)				0
<b>b</b> "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
<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)				0
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
<b>(3)</b> Largest amount of support from an exempt organization				0
<b>(4)</b> Gross investment income				0

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

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

NONE

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

NONE

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

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

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

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

- c** Any submission deadlines

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i> See Attached Statement				
<b>Total</b>			▶ <b>3a</b>	18,001
<b>b</b> <i>Approved for future payment</i> NONE				
<b>Total</b>			▶ <b>3b</b>	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	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments . . . . .					
3	Interest on savings and temporary cash investments . . . . .					
4	Dividends and interest from securities . . . . .			14	10,845	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property . . . . .					
b	Not debt-financed property . . . . .					
6	Net rental income or (loss) from personal property					
7	Other investment income . . . . .					
8	Gain or (loss) from sales of assets other than inventory			18	6,064	
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		16,909	0
13	Total. Add line 12, columns (b), (d), and (e)				13	16,909

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

[illegible]

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

**a** Transfers from the reporting foundation to a noncharitable exempt organization of:

**(1) Cash**

(2) Other assets

**b Other transactions:**

**(1) Sales of assets to a noncharitable exempt organization**

**(2) Purchases of assets from a noncharitable exempt organization**

**(3) Rental of facilities, equipment, or other assets**

#### (4) Reimbursement arrangements

**(5) Loans or loan guarantees**

**(6) Performance of services or membership or fundraising solicitations**

**c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees

**d** If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

	Yes	No
<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.

John S. Lutz SVP Wells Fargo Bank N.A.

1/15/2015

► SVP Wells Fargo Bank N.A.

Signature of officer or trustee

Date \_\_\_\_\_

Title

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

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

JOSEPH J CASTRIANO

Preparer's signature

*Alben*

Date \_\_\_\_\_

1/15/2015

Check ☒ if self-employed

PTIN	
------	--

P01251603

Firm's name ▶ PricewaterhouseCoopers, LLP

Firm's EIN ▶ 13-4008324

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

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

Recipient(s) paid during the year

**Name**

EBENEZER AME CHURCH

**Street**

132 N STANILAUS ST

**City**

STOCKTON

**State**

CA

**Zip Code**

95202-2646

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

150

**Name**

CONFERENCE CLAIMANTS ENDOWMENT

**Street**

37 W YOKUTS AVE STE A3

**City**

STOCKTON

**State**

CA

**Zip Code**

95207-5725

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

17,401

**Name**

CENTRAL UNITED METHODIST CHURCH

**Street**

3700 PACIFIC AVE

**City**

STOCKTON

**State**

CA

**Zip Code**

95204-1941

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

300

**Name**

SECOND BAPTIST CHURCH

**Street**

2350 E MARKET ST

**City**

STOCKTON

**State**

CA

**Zip Code**

95205-5635

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

150

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

## GARWOOD, JOHN T/U/W

Security Type	Asset Name	FMV	Fed Cost
Cash		-	-
<b>Total Cash</b>		<b>\$ -</b>	<b>\$ -</b>
Savings & Temp Inv	SECURED MARKET DEPOSIT ACCOUNT	14,996.45	14,996.45
Savings & Temp Inv	SECURED MARKET DEPOSIT ACCOUNT	1,684.20	1,684.20
<b>Total Savings &amp; Temporary Investments</b>		<b>\$ 16,680.65</b>	<b>\$ 16,680.65</b>
Invest - Other	AMEX CONSUMER DISCR SPDR	10,270.26	5,514.32
Invest - Other	AMEX ENERGY SELECT SPDR	7,612.08	5,040.01
Invest - Other	AMEX HEALTH CARE SPDR	9,522.59	4,721.03
Invest - Other	AMEX INDUSTRIAL SPDR	8,982.35	5,334.46
Invest - Other	AMEX MATERIALS SPDR	2,777.04	1,965.49
Invest - Other	AMEX TECHNOLOGY SELECT SPDR	16,359.00	9,871.37
Invest - Other	AQR MANAGED FUTURES STR-I #15213	7,674.13	7,415.60
Invest - Other	ASG GLOBAL ALTERNATIVES-Y #1993	14,082.48	14,484.84
Invest - Other	CONSUMER STAPLES SECTOR SPDR TR	7,849.14	5,134.15
Invest - Other	CREDIT SUISSE COMM RET ST-I #2156	17,931.30	20,746.09
Invest - Other	DIAMOND HILL LONG-SHORT FD CL I #11	9,357.97	6,675.86
Invest - Other	DREYFUS EMG MKT DEBT LOC C-I #6083	11,010.09	11,291.28
Invest - Other	DREYFUS INTERNATL BOND FD CL I #6094	3,559.53	3,574.20
Invest - Other	DRIEHAUS ACTIVE INCOME FUND	9,027.33	9,177.28
Invest - Other	FID ADV EMER MKTS INC- CL I #607	6,997.15	6,836.06
Invest - Other	FINANCIAL SELECT SECTOR SPDR	12,558.14	7,262.15
Invest - Other	ISHARES CORE S&P SMALL-CAP E	24,927.70	14,882.45
Invest - Other	ISHARES S&P MID-CAP 400 GROWTH	18,931.25	12,251.46
Invest - Other	ISHARES S&P MID-CAP 400 VALUE	18,648.05	13,131.88
Invest - Other	JPMORGAN HIGH YIELD FUND SS #3580	8,297.91	8,448.18
Invest - Other	MERGER FUND-INST #301	7,243.87	6,980.78
Invest - Other	NEUBERGER BERMAN LONG SH-INS #1830	9,237.39	9,258.87
Invest - Other	NUVEEN HIGH YIELD MUNI BD-R #1668	8,357.52	8,096.66
Invest - Other	PIMCO FOREIGN BD FD USD H-INST #103	3,576.90	3,445.12
Invest - Other	PRINCIPAL GL MULT STRAT-INST #4684	4,848.69	4,809.24
Invest - Other	ROBECO BP LNG/SHRT RES-INS	7,300.70	6,486.27
Invest - Other	SPDR DJ WILSHIRE INTERNATIONAL REAL	17,640.66	12,960.66
Invest - Other	T ROWE PRICE INST FLOAT RATE #170	6,993.24	7,096.26
Invest - Other	VANGUARD FTSE DEVELOPED ETF	52,430.25	48,468.50
Invest - Other	VANGUARD FTSE EMERGING MARKETS ETF	45,922.71	38,918.40
Invest - Other	VANGUARD INTERMEDIATE TERM B	14,998.28	15,062.72
Invest - Other	VANGUARD REIT VIPER	18,178.05	6,866.34
Invest - Other	VANGUARD SHORT TERM BOND ETF	22,579.74	22,789.25
<b>Total Other Investments</b>		<b>\$ 445,683.49</b>	<b>\$ 364,997.23</b>



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

Totals														
Capital Gains/Losses										Gross Sales		Cost, Other Basis and Expenses	Net Gain or Loss	
Other sales										137,370	131,306	0	6,064	
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 Improve-ments	Depreciation	Adjustments	Net Gain or Loss
1	X	SPDR DJ WILSHIRE INTERNA	78463X863		5/2/2011		9/17/2014	343	333				0	10
2	X	SPDR DJ WILSHIRE INTERNA	78463X863		7/1/2013		9/17/2014	558	538				0	20
3	X	AMEX MATERIALS SPDR	81369Y100		2/8/2013		10/9/2013	1,114	1,062				0	52
4	X	AMEX HEALTH CARE SPDR	81369Y209		6/19/2014		9/17/2014	452	422				0	30
5	X	RIDGEWORTH SEIX HY BD-I #	76628T645		10/4/2011		4/23/2014	9,290	8,300				0	990
6	X	RIDGEWORTH SEIX HY BD-I #	76628T645		10/18/2011		4/23/2014	2,527	2,352				0	175
7	X	SPDR DJ WILSHIRE INTERNA	78463X863		5/2/2011		10/9/2013	1,215	1,207				0	8
8	X	SPDR DJ WILSHIRE INTERNA	78463X863		5/2/2011		6/19/2014	574	541				0	33
9	X	FINANCIAL SELECT SECTOR	81369Y605		6/19/2014		9/17/2014	496	481				0	15
10	X	AMEX TECHNOLOGY SELECT	81369Y803		10/14/2011		10/9/2013	1,008	829				0	179
11	X	AMEX HEALTH CARE SPDR	81369Y209		9/30/2011		9/17/2014	65	32				0	33
12	X	AMEX TECHNOLOGY SELECT	81369Y803		9/30/2011		10/9/2013	882	668				0	214
13	X	CONSUMER STAPLES SECTO	81369Y308		10/14/2011		1/22/2014	591	431				0	160
14	X	AMEX CONSUMER DISCR SP	81369Y407		10/14/2011		10/9/2013	827	539				0	288
15	X	AMEX TECHNOLOGY SELECT	81369Y803		9/30/2011		1/22/2014	932	620				0	312
16	X	AMEX CONSUMER DISCR SP	81369Y407		10/14/2011		1/22/2014	650	385				0	265
17	X	AMEX CONSUMER DISCR SP	81369Y407		6/19/2014		9/17/2014	480	467				0	13
18	X	AMEX ENERGY SELECT SPDR	81369Y506		4/30/2010		9/17/2014	476	302				0	174
19	X	AMEX TECHNOLOGY SELECT	81369Y803		6/19/2014		9/17/2014	525	500				0	25
20	X	FINANCIAL SELECT SECTOR	81369Y605		10/9/2013		1/22/2014	724	649				0	75
21	X	VANGUARD INTERMEDIATE I	921937819		2/9/2012		6/19/2014	2,863	2,975				0	-112
22	X	VANGUARD INTERMEDIATE I	921937819		10/14/2011		6/19/2014	1,600	1,645				0	-45
23	X	VANGUARD INTERMEDIATE I	921937819		10/14/2011		9/5/2014	85	87				0	-2
24	X	VANGUARD INTERMEDIATE I	921937819		10/14/2011		9/17/2014	503	519				0	-16
25	X	VANGUARD SHORT TERM BO	921937827		9/30/2011		4/23/2014	6,165	6,269				0	-104
26	X	VANGUARD SHORT TERM BO	921937827		9/30/2011		6/19/2014	3,687	3,745				0	-58
27	X	VANGUARD SHORT TERM BO	921937827		10/14/2011		6/19/2014	401	406				0	-5
28	X	VANGUARD SHORT TERM BO	921937827		10/14/2011		9/5/2014	160	162				0	-2
29	X	VANGUARD SHORT TERM BO	921937827		10/14/2011		9/17/2014	560	568				0	-8
30	X	VANGUARD FTSE DEVELOPE	921943858		2/8/2013		10/9/2013	4,803	4,471				0	332
31	X	VANGUARD FTSE DEVELOPE	921943858		2/8/2013		1/22/2014	499	436				0	63
32	X	VANGUARD FTSE DEVELOPE	921943858		6/19/2014		9/17/2014	1,766	1,668				0	-102
33	X	VANGUARD FTSE EMERGING	922042858		2/8/2013		10/9/2013	7,657	8,277				0	-620
34	X	VANGUARD FTSE EMERGING	922042858		2/8/2013		4/23/2014	775	841				0	-66
35	X	VANGUARD FTSE EMERGING	922042858		8/23/2011		6/19/2014	916	928				0	-12
36	X	VANGUARD FTSE EMERGING	922042858		2/8/2013		6/19/2014	392	398				0	-6
37	X	VANGUARD FTSE EMERGING	922042858		9/7/2011		6/19/2014	916	914				0	2
38	X	VANGUARD FTSE EMERGING	922042858		9/7/2011		9/17/2014	1,245	1,218				0	28
39	X	VANGUARD FTSE EMERGING	922042858		4/30/2010		9/17/2014	312	299				0	13
40	X	VANGUARD REIT VIPER	922908553		1/22/2014		4/23/2014	793	741				0	52
41	X	VANGUARD REIT VIPER	922908553		10/9/2013		4/23/2014	505	460				0	45
42	X	VANGUARD REIT VIPER	922908553		10/9/2013		9/17/2014	597	524				0	73
43	X	VANGUARD REIT VIPER	922908553		2/6/2009		9/17/2014	373	136				0	237
44	X	AGR MANAGED FUTURES ST	00203H859		7/15/2013		10/9/2013	3,893	4,039				0	-146
45	X	AGR MANAGED FUTURES ST	00203H859		1/24/2014		8/8/2014	59	62				0	-3
46	X	CREDIT SUISSE COMM RET S	22544R305		9/9/2011		10/9/2013	1,101	1,403				0	-302
47	X	CREDIT SUISSE COMM RET S	22544R305		11/24/2010		10/9/2013	2,640	3,281				0	-641
48	X	CREDIT SUISSE COMM RET S	22544R305		11/24/2010		4/23/2014	1,210	1,401				0	-191
49	X	CREDIT SUISSE COMM RET S	22544R305		11/24/2010		6/19/2014	6,575	7,680				0	-1,105
50	X	CREDIT SUISSE COMM RET S	22544R305		11/24/2010		9/17/2014	477	619			141	-1	
51	X	DIAMOND HILL LONG-SHORT	25264S833		11/24/2010		9/17/2014	646	482				0	164
52	X	DREYFUS EMG MKT DEBT LO	261980494		8/13/2012		10/9/2013	1,684	1,737				0	-53
53	X	DREYFUS EMG MKT DEBT LO	261980494		11/24/2010		10/9/2013	4,664	4,806				0	-142
54	X	DREYFUS EMG MKT DEBT LO	261980494		11/24/2010		6/19/2014	4,996	5,037				0	-41
55	X	DREYFUS EMG MKT DEBT LO	261980494		11/24/2010		9/17/2014	227	236				0	-9
56	X	DREYFUS EMG MKT DEBT LO	261980494		2/9/2011		9/17/2014	250	258				0	-8
57	X	DRIEHAUS ACTIVE INCOME F	262028855		7/15/2013		1/22/2014	2,130	2,112				0	18
58	X	DRIEHAUS ACTIVE INCOME F	262028855		7/15/2013		6/19/2014	1,942	1,930				0	12
59	X	DRIEHAUS ACTIVE INCOME F	262028855		10/11/2013		9/17/2014	480	482				0	-2
60	X	ISHARES S&P MID-CAP 400 G	46428T606		2/8/2013		10/9/2013	1,086	991				0	95
61	X	ISHARES S&P MID-CAP 400 G	46428T606		8/9/2012		1/22/2014	303	217				0	86
62	X	ISHARES S&P MID-CAP 400 G	46428T606		5/9/2012		1/22/2014	757	542				0	215
63	X	ISHARES S&P MID-CAP 400 G	46428T606		5/9/2012		4/23/2014	1,201	867				0	334
64	X	ISHARES S&P MID-CAP 400 G	46428T606		2/8/2013		4/23/2014	150	124				0	26
65	X	ISHARES S&P MID-CAP 400 G	46428T606		9/7/2011		4/23/2014	1,801	1,178				0	623
66	X	ISHARES S&P MID-CAP 400 G	46428T606		4/30/2010		9/17/2014	631	623				0	8
67	X	ISHARES S&P MID-CAP 400 V	46428T705		4/30/2010		1/22/2014	1,414	915				0	499
68	X	ISHARES S&P MID-CAP 400 V	46428T705		6/19/2014		9/17/2014	633	631				0	2

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

Totals										Capital Gains/Losses		Cost, Other Basis and Expenses		Net Gain or Loss	
Amount										137,370		0		6,064	
Long Term CG Distributions										Other sales		0		0	
Short Term CG Distributions										0		0		0	
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	
69	X	IShares CORE S&P SMALL-C			5/9/2012		10/9/2013	195	145					50	
70	X	IShares CORE S&P SMALL-C			7/11/2013		10/9/2013	487	479					8	
71	X	IShares CORE S&P SMALL-C			9/7/2011		10/9/2013	1,071	704					367	
72	X	IShares CORE S&P SMALL-C			9/7/2011		1/22/2014	1,531	895					636	
73	X	IShares CORE S&P SMALL-C			11/22/2010		1/22/2014	109	83					26	
74	X	IShares CORE S&P SMALL-C			6/19/2014		9/17/2014	656	668					-12	
75	X	IShares CORE S&P SMALL-C			11/22/2010		9/17/2014	219	127					92	
76	X	LAUDUS MONDRIAN INTL F-H			10/4/2011		4/23/2014	1,367	1,505					-138	
77	X	LAUDUS MONDRIAN INTL F-H			2/13/2012		4/23/2014	882	955					-73	
78	X	LAUDUS MONDRIAN INTL F-H			1/24/2014		4/23/2014	1,332	1,310					22	
79	X	MERGER FD SH BEN INT #260			4/25/2014		8/8/2014	572	565					7	
80	X	MERGER FD SH BEN INT #260			2/12/2013		8/8/2014	1,747	1,688					59	
81	X	ASG GLOBAL ALTERNATIVES			7/15/2013		1/22/2014	1,326	1,335					-9	
82	X	ASG GLOBAL ALTERNATIVES			6/23/2014		8/8/2014	744	765					-21	
83	X	ASG GLOBAL ALTERNATIVES			7/15/2013		8/8/2014	1,547	1,626					-79	
84	X	ASG GLOBAL ALTERNATIVES			7/15/2013		9/17/2014	477	484					7	
85	X	NEUBERGER BERMAN LONG			6/23/2014		9/17/2014	485	478					7	
86	X	ROBECO BP LNG/SHRT RES-J			7/15/2013		1/22/2014	2,805	2,580					225	
87	X	ROBECO BP LNG/SHRT RES-J			7/15/2013		6/19/2014	4,817	4,283					534	
88	X	RIDGEWORTH SEIX HY BD-I #			2/13/2012		1/22/2014	730	716					14	
89	X	RIDGEWORTH SEIX HY BD-I #			7/15/2013		1/22/2014	4,413	4,507					-94	
90	X	RIDGEWORTH SEIX HY BD-I #			10/11/2013		1/22/2014	827	841					-14	
91	X	RIDGEWORTH SEIX HY BD-I #			10/18/2011		1/22/2014	4,827	4,528					299	

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

		733	0	0	733
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	733			733

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

		494	78	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	78	78		
2	PY EXCISE TAXES PAID	127			
3	ESTIMATED EXCISE TAXES PAID	289			

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

		10	0	0	10
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	STATE AG FEES	10			10

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

Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1			385,294	364,997	445,683
			385,294	364,997	445,683

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

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

Long Term CG Distributions		Short Term CG Distributions		Amount		1,951		0		135,419		0		141		131,447		4,113		0		Adjusted Basis as of 12/31/69		F M V as of 12/31/69		Excess of FMV Over Adj Basis		Gain Minus Excess of FMV Over Adjusted Basis or Losses		4,113	
Description of Property Sold		How Acquired		Date Acquired		Date Sold		Gross Sales Price		Depreciation Allowed		Adjustments		Cost or Other Basis Plus Expense of Sale		Gain or Loss		F M V as of 12/31/69		Adjusted Basis as of 12/31/69		Excess of FMV Over Adj Basis		Gain Minus Excess of FMV Over Adjusted Basis or Losses		4,113					
85	NEUBERGER BERMAN LONG SH-INS #64128R608			6/23/2014		9/17/2014		485						478		7		225		0		0		0		225		0		7	
86	ROBECO BP INC/SHRT RES-INS			7/15/2013		12/2/2014		2,805						2,580		225		534		0		0		0		534		0		225	
87	ROBECO BP INC/SHRT RES-INS			7/15/2013		6/19/2014		4,817						4,283		534		534		0		0		0		534		0		534	
88	RIDGEWORTH SEIX HY BD-I #5555			2/13/2012		12/2/2014		730						716		14		14		0		0		0		14		0		14	
89	RIDGEWORTH SEIX HY BD-I #5555			7/15/2013		12/2/2014		4,413						4,507		-94		-94		0		0		0		-94		0		-94	
90	RIDGEWORTH SEIX HY BD-I #5555			10/11/2013		12/2/2014		841						841		-14		-14		0		0		0		-14		0		-14	
91	RIDGEWORTH SEIX HY BD-I #5555			10/18/2011		12/2/2014		4,827						4,528		299		299		0		0		0		299		0		299	



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

	Date	Amount
1 Credit from prior year return . . . . .		0
2 First quarter estimated tax payment . . . . .		
3 Second quarter estimated tax payment . . . . .	2/11/2014	289
4 Third quarter estimated tax payment . . . . .		
5 Fourth quarter estimated tax payment . . . . .		
6 Other payments . . . . .		
7 Total . . . . .		289



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

<b>1</b>	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	<b>1</b>	13,173
<b>2</b>		<b>2</b>	
<b>3</b>		<b>3</b>	
<b>4</b>		<b>4</b>	
<b>5</b>		<b>5</b>	
<b>6</b>		<b>6</b>	
<b>7</b>		<b>7</b>	
<b>8</b>		<b>8</b>	
<b>9</b>		<b>9</b>	
<b>10</b>	Total	<b>10</b>	13,173