



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form

990-PF

Department of the Treasury  
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation HUTTO PATTERSON CHARITABLE FOUNDATION		A Employer identification number 95-4181302	
Number and street (or P O box number if mail is not delivered to street address) 13949 VENTURA BLVD SUITE 215		B Telephone number (see instructions) (818) 921-3988	
City or town, state or province, country, and ZIP or foreign postal code SHERMAN OAKS, CA 91423		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 9,520,152	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities. . . . .	363,043	363,043		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	537,079			
	b Gross sales price for all assets on line 6a 2,670,226				
	7 Capital gain net income (from Part IV, line 2) . . .		537,079		
	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) . . . . .	-16,712			
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	883,410	900,122		
	13 Compensation of officers, directors, trustees, etc	101,928	50,964		50,964
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .				
	b Accounting fees (attach schedule) . . . . .	25,200	12,600		12,600
	c Other professional fees (attach schedule) . . . . .	49,827	49,827		
	17 Interest . . . . .	264	264		
	18 Taxes (attach schedule) (see instructions)	23,510	23,510		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .	14,739	14,739		
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	6,758	6,757		
	24 <b>Total operating and administrative expenses.</b>				
	Add lines 13 through 23 . . . . .	222,226	158,661		63,564
	25 Contributions, gifts, grants paid . . . . .	1,262,000			1,262,000
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	1,484,226	158,661		1,325,564
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	-600,816			
	b <b>Net investment income</b> (if negative, enter -0-)		741,461		
	c <b>Adjusted net income</b> (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing . . . . .	432,826	1,034,274	1,034,274
	2	Savings and temporary cash investments . . . . .			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) . . . . .	6,517,611	5,410,282	8,485,878
	c	Investments—corporate bonds (attach schedule). . . . .	49,728		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	7,000,165	6,444,556	9,520,152	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22) . . . . .		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 . . . . .			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	7,000,165	6,444,556	
	30	Total net assets or fund balances (see page 17 of the instructions) . . . . .	7,000,165	6,444,556	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	7,000,165	6,444,556	

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	7,000,165
2	Enter amount from Part I, line 27a . . . . .	2	-600,816
3	Other increases not included in line 2 (itemize) ▶ _____	3	45,207
4	Add lines 1, 2, and 3 . . . . .	4	6,444,556
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	6,444,556

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 )
1 a	LONG TERM (SEE ATTACHMENT B)	P		
b	SHORT TERM (SEE ATTACHMENT B)	P		
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 2,260,495		1,723,813	536,682
b 409,731		409,334	397
c			
d			
e			

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

(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			536,682
b			397
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	537,079
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 . . . . .		3	397

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	1,116,103	9,426,222	0 118404
2011	1,182,922	8,579,856	0 137872
2010	495,538	9,974,737	0 049679
2009	514,322	8,703,164	0 059096
2008	330,174	7,343,855	0 044959

2 Total of line 1, column (d). . . . .	2	0 410010
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 082002
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5. . . . .	4	9,980,676
5 Multiply line 4 by line 3. . . . .	5	818,435
6 Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	7,415
7 Add lines 5 and 6. . . . .	7	825,850
8 Enter qualifying distributions from Part XII, line 4. . . . .	8	1,325,564

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	1	7,415
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2. . . . .	3	7,415
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	5	7,415
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,147
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	1,147
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	52
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	9	6,320
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .	10	
11	Enter the amount of line 10 to be Credited to 2014 estimated tax  Refunded	11	

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	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . . 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.	1b		No
c	Did the foundation file Form 1120-POL for this year? . . . . .	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation  \$ _____ (2) On foundation managers  \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers  \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . If "Yes," attach a detailed description of the activities.	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T.	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) CA _____			
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 .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV . . . . .	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶HW LLP Telephone no ▶(818) 921-3980 Located at ▶13949 VENTURA BLVD SUITE 215 SHERMAN OAKS CA ZIP +4 ▶91423			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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

Part VII-B

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

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

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CATHERINE HUTTO GORDON	PRESIDENT 2 50	25,482	0	0
PO BOX 80880 SAN MARINO,CA 91118				
EILEEN C HUTTO	VICE PRESIDE 2 50	25,482	0	0
PO BOX 80880 SAN MARINO,CA 91118				
HARRY L HATHAWAY	TRUSTEE 2 50	25,482	0	0
PO BOX 80880 SAN MARINO,CA 91118				
DOUGLAS JOHNSON	EMERITUS TRU 2 50	25,482	0	0
PO BOX 80880 SAN MARINO,CA 91118				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3. . . . .	



Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities. . . . .	1a	9,709,013
b	Average of monthly cash balances. . . . .	1b	423,653
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	10,132,666
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	10,132,666
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	151,990
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,980,676
6	Minimum investment return. Enter 5% of line 5. . . . .	6	499,034

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	499,034
2a	Tax on investment income for 2013 from Part VI, line 5. . . . .	2a	7,415
b	Income tax for 2013 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	7,415
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	491,619
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	
5	Add lines 3 and 4. . . . .	5	491,619
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	491,619

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	1,325,564
b	Program-related investments—total from Part IX-B. . . . .	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required). . . . .	3a	
b	Cash distribution test (attach the required schedule). . . . .	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,325,564
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions). . . . .	5	7,415
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	1,318,149
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				491,619
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only. . . . .				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008. . . . .				
b From 2009. . . . .	55,256			
c From 2010. . . . .				
d From 2011. . . . .	763,677			
e From 2012. . . . .	652,424			
f Total of lines 3a through e. . . . .	1,471,357			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 1,325,564				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions). . . . .				
c Treated as distributions out of corpus (Election required—see instructions). . . . .				
d Applied to 2013 distributable amount. . . . .				491,619
e Remaining amount distributed out of corpus	833,945			
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	2,305,302			
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .				
d Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . . . .				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . .				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	2,305,302			
10 Analysis of line 9				
a Excess from 2009. . . .	55,256			
b Excess from 2010. . . .				
c Excess from 2011. . . .	763,677			
d Excess from 2012. . . .	652,424			
e Excess from 2013. . . .	833,945			

## Part XIV

---

4942(j)(3) or 4942(j)(5)

**3** Complete 3a, b, or c for the alternative test relied upon

## Part XV

**1**

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

## 2

other conditions, complete items 2a, b, c, and d

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

**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)				
a Paid during the year See Additional Data Table				
Total . . . . .			▶ 3a	1,262,000
b Approved for future payment See Additional Data Table				
Total . . . . .			▶ 3b	2,577,500





Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
CAL TECH 551 S HILL AVE PASADENA,CA 91106	NONE	PC	AID CALTECH'S ONGOING OPERATIONS	7,000
GOOD SAMARITAN HOSPITAL 1225 WILSHIRE BLVD LOS ANGELES,CA 90017	NONE	PC	COMMUNITY PROGRAM	20,000
LIBRARY FOUNDATION OF LOS ANGELES 63 W FIFTH ST LOS ANGELES,CA 90071	NONE	PF	COMMUNITY PROGRAM	102,500
MONROVIA SCHOOLS FOUNDATION PO BOX 2447 MONROVIA,CA 91017	NONE	PF	MUSIC PROGRAM	10,000
PASADENA POLICE FOUNDATION 207 N GARFIELD AVE PASADENA,CA 91101	NONE	PF	COMMUNITY PROGRAM	10,000
UC BERKELEY - BACKUP CHILDCARE 2080 ADDISON ST BERKLEY,CA 94720	NONE	PC	CHILDCARE SUPPORT	200,000
UC BERKELEY - YALI 2080 ADDISON ST BERKELEY,CA 94720	NONE	PC	DEVELOPMENT OF COLLEGE PLAZA	20,000
UC BERKELEY - STEM 2080 ADDISON ST BERKLEY,CA 94720	NONE	PC	PROFESSIONAL DEVELOPMENT PROGRAM	50,000
USCUNITED FRIENDS OF THE CHILDREN 669 W 34TH ST 220 LOS ANGELES,CA 90089	NONE	PC	FOSTER CARE SUPPORT PROGRAM	125,000
ART CENTER COLLEGE OF DESIGN 1700 LINDA ST PASADENA,CA 91103	NONE	PC	ART PROGRAM	100,000
HOPE HAVEN WEST 1878 E HATCH RD MODESTO,CA 95351	NONE	PC	WHEELCHAIRS FOR THE DISABLED	100,000
PASADENA CITY COLLEGE 1570 E COLORADO BLVD PASADENA,CA 91106	NONE	PC	DEVELOPMENT OF COLLEGE PLAZA	50,000
PHILANTHROPIC VENTURES FUND 1222 PRESERVATION PARK WA OAKLAND,CA 94612	NONE	PC	COMMUNITY PROGRAMS	27,000
UC BERKELEY - EARLY CHILDHOOD ED 2080 ADDISON ST BERKELEY,CA 94720	NONE	PC	SCHOLARSHIPS FOR EARLY CHILDHOOD ED	100,000
UC BERKELEY - HEWLETT CHALLENGE 2080 ADDISON ST BERKELEY,CA 94720	NONE	PC	FACULTY PROGRAM	30,000
<b>Total</b> . . . . .  <b>3a</b>				1,262,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
UC BERKELEY - CONNECT PROGRAM 2080 ADDISON ST BERKELEY,CA 94720	NONE	PC	STUDENT PROGRAM	200,000
UC REGENTS 2080 ADDISON ST BERKLEY,CA 94720	NONE	PC	FACULTY POGRAM	6,000
VERBUM DEI HIGH SCHOOL 11100 S CENTRAL AVE LOS ANGELES,CA 90059	NONE	PC	ADOPT-A-STUDENT PROGRAM	4,500
UOP SCHOOL OF DENTISTRY 155 5TH ST SAN FRANCISCO,CA 94103	NONE	PC	PEDIATRIC DENTISTRY CLINIC	100,000
<b>Total . . . . .</b> ▶ <b>3a</b>				1,262,000



## TY 2013 Accounting Fees Schedule

**Name:** HUTTO PATTERSON CHARITABLE  
FOUNDATION

**EIN:** 95-4181302

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	25,200	12,600		12,600

**TY 2013 Compensation Explanation**

**Name:** HUTTO PATTERSON CHARITABLE  
FOUNDATION

**EIN:** 95-4181302

Person Name	Explanation
CATHERINE HUTTO GORDON	
EILEEN C HUTTO	
HARRY L HATHAWAY	
DOUGLAS JOHNSON	

**TY 2013 Investments Corporate  
Bonds Schedule**

**Name:** HUTTO PATTERSON CHARITABLE  
FOUNDATION  
**EIN:** 95-4181302

Name of Bond	End of Year Book Value	End of Year Fair Market Value
STRUCTURED PRODUCTS (SEE ATT A)		

# TY 2013 Investments Corporate Stock Schedule

**Name:** HUTTO PATTERSON CHARITABLE  
FOUNDATION

**EIN:** 95-4181302

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COMMON STOCK (SEE ATT A)	4,837,040	7,805,066
MUTUAL FUNDS (SEE ATT A)	195,254	264,612
OTHER EQUITY INVESTMENTS (SEE ATT A)	377,988	416,200

**TY 2013 Other Expenses Schedule**

**Name:** HUTTO PATTERSON CHARITABLE  
FOUNDATION

**EIN:** 95-4181302

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
MEMBERSHIP DUES	3,434	3,433		
MISCELLANEOUS EXPENSE	3,324	3,324		

TY 2013 Other Income Schedule

**Name:** HUTTO PATTERSON CHARITABLE  
FOUNDATION  
**EIN:** 95-4181302

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
SEE ATTACHED LISTING	-16,712		

## TY 2013 Other Increases Schedule

**Name:** HUTTO PATTERSON CHARITABLE  
FOUNDATION

**EIN:** 95-4181302

Description	Amount
ADJ FOR ACQ TO EQUITY METHOD OF INVEST	29,237
UNREALIZED GAIN	15,970

TY 2013 Other Professional Fees Schedule

**Name:** HUTTO PATTERSON CHARITABLE  
FOUNDATION  
**EIN:** 95-4181302

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MANAGEMENT FEES	49,827	49,827		



TY 2013 Taxes Schedule

**Name:** HUTTO PATTERSON CHARITABLE  
FOUNDATION  
**EIN:** 95-4181302

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD	23,510	23,510		

## TY 2013 GeneralDependencySmall

**Name:** HUTTO PATTERSON CHARITABLE  
FOUNDATION

**EIN:** 95-4181302



**Business Name or Person Name:**

**Taxpayer Identification Number:**

**Form, Line or Instruction**

**Reference:**

**Regulations Reference:**

**Description:** WAIVE NOL CARRYBACK

**Attachment Information:**

## Common stock

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Sep 30 (\$)	Value on Sep 30 (\$)	Unrealized gain or loss (\$)	Holding period
ABBOTT LABS								
Symbol: ABT Exchange: NYSE								
EAI: \$880 Current yield: 2.12%	Apr 9, 10	1,000,000	25.685	25,685.89	41.590	41,590.00	15,904.11	LT
ABBVIE INC COM								
Symbol: ABBV Exchange: NYSE								
EAI: \$3,360 Current yield: 2.91%	Apr 9, 10	1,000,000	27.854	27,854.11	57.760	57,760.00	29,905.89	LT
	Feb 1, 13	1,000,000	37.512	37,512.00	57.760	57,760.00	20,248.00	LT
Security total		2,000,000	32.683	65,366.11		115,520.00	50,153.89	

continued next page

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Sep 30 (\$)	Value on Sep 30 (\$)	Unrealized gain or loss (\$)	Holding period
<b>AEGON NV ADR N Y SHS</b>								
NETHERLANDS ADR								
Symbol AEG Exchange NYSE								
EAI \$2,520 Current yield 3.07%	Jan 25, 13	1,000,000	6.825	6,825.58	8.220	8,220.00	1,394.42	LT
	Feb 15, 13	5,000,000	7.046	35,234.24	8.220	41,100.00	5,865.76	LT
	Sep 5, 13	4,000,000	7.430	29,720.97	8.220	32,880.00	3,159.03	LT
Security total		10,000,000	7.178	71,780.79		82,200.00	10,419.21	
<b>AIR PROD &amp; CHEMICAL INC</b>								
Symbol APD Exchange NYSE								
EAI \$3,080 Current yield 2.37%	Sep 10, 12	500,000	84.563	42,281.83	130.180	65,090.00	22,808.17	LT
	Aug 8, 13	500,000	108.809	54,404.64	130.180	65,090.00	10,685.36	LT
Security total		1,000,000	96.686	96,686.47		130,180.00	33,493.53	
<b>ALLIANZ SE ADR</b>								
Symbol AZSEY Exchange OTC								
EAI \$3,240 Current yield 3.35%	Aug 1, 05	1,900,000	13.240	25,156.00	16.120	30,628.00	5,472.00	LT
	Aug 1, 05	100,000	13.232	1,323.25	16.120	1,612.00	288.75	LT
	Jan 19, 07	1,000,000	20.180	20,180.00	16.120	16,120.00	-4,060.00	LT
	Mar 18, 09	3,000,000	8.582	25,747.73	16.120	48,360.00	22,612.27	LT
Security total		6,000,000	12.068	72,406.98		96,720.00	24,313.02	
<b>AQUA AMER INC</b>								
Symbol WTR Exchange NYSE								
EAI \$2,063 Current yield 2.81%	Feb 17, 10	3,125,000	13.800	43,125.00	23.530	73,531.25	30,406.25	LT
<b>ASTRAZENECA PLC SPON ADR</b>								
Symbol AZN Exchange NYSE								
EAI \$5,600 Current yield 3.92%	Feb 3, 12	1,000,000	48.075	48,075.29	71.440	71,440.00	23,364.71	LT
	Aug 17, 12	1,000,000	47.797	47,797.29	71.440	71,440.00	23,642.71	LT
Security total		2,000,000	47.936	95,872.58		142,880.00	47,007.42	
<b>AT&amp;T INC</b>								
Symbol T Exchange NYSE								
EAI \$3,680 Current yield 5.22%	Dec 29, 09	2,000,000	28.740	57,480.00	35.240	70,480.00	13,000.00	LT
<b>ATMOS ENERGY CORP</b>								
Symbol ATO Exchange NYSE								
EAI \$4,440 Current yield 3.10%	Aug 10, 10	2,500,000	29.312	73,280.51	47.700	119,250.00	45,969.49	LT
	Jan 25, 12	500,000	32.907	16,453.95	47.700	23,850.00	7,396.04	LT

continued next page

Your assets • **Equities • Common stock** (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Sep 30 (\$)	Value on Sep 30 (\$)	Unrealized gain or loss (\$)	Holding period
Security total		3,000,000	29.911	89,734.47		143,100.00	53,365.53	
BANK OF MONTREAL CANADA								
Symbol: BMO Exchange: NYSE								
EAI: \$4,260 Current yield: 3.86%	Mar 23, 04	300,000	40.563	12,165.00	73.620	22,086.00	9,917.00	LT
	Mar 23, 04	200,000	40.570	8,114.00	73.620	14,724.00	6,610.00	LT
	Mar 30, 04	1,000,000	42.483	42,483.55	73.620	73,620.00	31,136.45	LT
Security total		1,500,000	41.844	62,762.55		110,430.00	47,667.45	
BANK OF NOVA SCOTIA CANADA CAD								
Symbol: BNS Exchange: NYSE								
EAI: \$3,538 Current yield: 3.81%								
CAD Exchange rate: 1.11755	Mar 23, 04	500,000	26.750	13,375.00	61.850	30,925.00	17,550.00	LT
	Mar 30, 04	500,000	27.690	16,734.00	61.850	30,925.00	20,375.00	LT
	Mar 30, 04	400,000	27.900	11,160.00	61.850	24,740.00	13,580.00	LT
Security total		1,500,000	27.513	41,269.00		92,775.00	51,506.00	
BANK OF AMER CORP								
Symbol: BAC Exchange: NYSE								
EAI: \$2,000 Current yield: 1.17%	Sep 28, 10	2,407,000	17.739	42,700.01	17.050	41,039.35	-1,660.66	LT
	Sep 30, 11	7,533,000	11.855	90,019.82	17.050	129,460.65	39,440.83	LT
Security total		10,000,000	13.272	132,719.83		170,500.00	37,780.17	
BASF SE SPON ADR								
Symbol: BASFY Exchange: OTC								
EAI: \$4,079 Current yield: 2.97%	Mar 18, 09	1,500,000	32.624	48,937.04	91.570	137,355.00	88,417.96	LT
BAXTER INTL INC								
Symbol: BAX Exchange: NYSE								
EAI: \$2,495 Current yield: 2.90%	Nov 7, 89	800,000	11.541	9,233.00	71.770	57,416.00	48,183.00	LT
	Dec 17, 91	400,000	19.540	7,816.00	71.770	28,708.00	20,892.00	LT
Security total		1,200,000	14.208	17,049.00		86,124.00	69,075.00	
BAYER AG SPON ADR								
Symbol: BAYRY Exchange: OTC								
EAI: \$2,111 Current yield: 1.51%	Jul 25, 06	500,000	49.971	24,985.88	140.110	70,055.00	45,069.12	LT
	Mar 29, 12	500,000	70.531	35,265.59	140.110	70,055.00	34,789.41	LT
Security total		1,000,000	60.251	60,251.47		140,110.00	72,858.53	

continued next page

## Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Sep 30 (\$)	Value on Sep 30 (\$)	Unrealized gain or loss (\$)	Holding period
BHP BILLITON LTD SPON ADR								
Symbol BHP Exchange NYSE								
EAI \$2,420 Current yield 4.11%	Aug 16, 06	1,000,000	43.832	43,832.47	58.880	58,880.00	15,047.53	LT
BNP PARIBAS SA ADR								
Symbol BNPQY Exchange OTC								
EAI \$2,145 Current yield 2.17%	Apr 15, 09	2,000,000	25.490	50,980.00	32.920	65,840.00	14,860.00	LT
	May 22, 09	1,000,000	32.730	32,730.00	32.920	32,920.00	190.00	LT
Security total		3,000,000	27.903	83,710.00		98,760.00	15,050.00	
BRISTOL MYERS SQUIBB CO								
Symbol BMY Exchange NYSE								
EAI \$2,880 Current yield 2.81%	May 3, 04	1,000,000	25.870	25,870.00	51.180	51,180.00	25,310.00	LT
	Dec 5, 07	1,000,000	29.850	29,850.00	51.180	51,180.00	21,330.00	LT
Security total		2,000,000	27.860	55,720.00		102,360.00	46,640.00	
CHEVRON CORP								
Symbol CVX Exchange NYSE								
EAI \$4,280 Current yield 3.59%	Mar 19, 04	1,000,000	45.060	45,060.00	119.320	119,320.00	74,260.00	LT
CLOROX CO								
Symbol CLX Exchange NYSE								
EAI \$2,960 Current yield 3.08%	Sep 17, 12	1,000,000	70.826	70,826.27	96.040	96,040.00	25,213.73	LT
COCA COLA CO COM								
Symbol KO Exchange NYSE								
EAI \$1,220 Current yield 2.86%	Jan 12, 98	1,000,000	31.585	31,585.00	42.660	42,660.00	11,075.00	LT
COLGATE PALMOLIVE CO								
Symbol CL Exchange NYSE								
EAI \$2,880 Current yield 2.21%	Nov 17, 03	600,000	26.540	15,924.00	65.220	39,132.00	23,208.00	LT
	Mar 19, 04	400,000	27.990	11,196.00	65.220	26,088.00	14,892.00	LT
	May 22, 09	1,000,000	32.830	32,830.00	65.220	65,220.00	32,390.00	LT
Security total		2,000,000	29.975	59,950.00		130,440.00	70,490.00	
DOW CHEMICAL								
Symbol DOW Exchange NYSE								
EAI \$2,960 Current yield 2.82%	Apr 9, 10	500,000	31.450	15,725.44	52.440	26,220.00	10,494.56	LT
	Aug 17, 12	1,500,000	30.590	45,885.89	52.440	78,660.00	32,774.11	LT
Security total		2,000,000	30.806	61,611.33		104,880.00	43,268.67	

continued next page

Your assets , **Equities , Common stock** (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Sep 30 (\$)	Value on Sep 30 (\$)	Unrealized gain or loss (\$)	Holding period
DU PONT DE NEMOURS								
Symbol: DD Exchange: NYSE								
EAI: \$3,760 Current yield: 2.62%	Dec 29, 09	1,000,000	34.504	34,504.80	71.750	71,760.00	37,255.20	LT
	Apr 7, 10	1,000,000	39.430	39,430.00	71.750	71,760.00	32,330.00	LT
Security total		2,000,000	36.967	73,934.80		143,520.00	69,585.20	
EXXON MOBIL CORP								
Symbol: XOM Exchange: NYSE								
EAI: \$5,520 Current yield: 2.93%	Mar 30, 94	2,000,000	16.140	32,280.00	94.050	188,100.00	155,820.00	LT
GALLAGHER ARTHUR J & CO								
Symbol: AIG Exchange: NYSE								
EAI: \$2,880 Current yield: 3.17%	Jan 19, 07	500,000	24.422	14,711.15	45.360	22,680.00	7,968.85	LT
	Apr 9, 10	1,500,000	24.920	37,380.00	45.360	68,040.00	30,660.00	LT
Security total		2,000,000	24.045	52,091.15		90,720.00	38,628.85	
GENL ELECTRIC CO								
Symbol: GE Exchange: NYSE								
EAI: \$5,280 Current yield: 3.43%	Jan 19, 89	800,000	4.270	3,416.00	25.620	20,496.00	17,080.00	LT
	Jun 26, 08	2,600,000	37.300	96,980.00	25.620	66,612.00	-30,368.00	LT
	Jan 2, 09	2,600,000	36.046	93,721.92	25.620	66,612.00	-27,109.92	LT
Security total		6,000,000	32.353	194,117.92		153,720.00	-40,397.92	
GLAXO SMITHKLINE PLC ADR								
Symbol: GSK Exchange: NYSE								
EAI: \$5,308 Current yield: 5.77%	Jan 18, 12	1,000,000	45.945	45,945.18	45.970	45,970.00	24.82	LT
	Aug 8, 13	1,000,000	52.535	52,535.13	45.970	45,970.00	-6,565.13	LT
Security total		2,000,000	49.241	98,481.31		91,940.00	-6,541.31	
HONEYWELL INTL INC								
Symbol: HON Exchange: NYSE								
EAI: \$1,800 Current yield: 1.93%	Apr 9, 10	1,000,000	46.480	46,480.74	93.120	93,120.00	46,639.26	LT
HSBC HOLDINGS PLC NEW GB SPON ADR								
Symbol: HSBC Exchange: NYSE								
EAI: \$9,800 Current yield: 4.82%	Aug 24, 01	500,000	77.330	38,665.00	50.880	25,440.00	-13,225.00	LT
	Jan 19, 07	500,000	93.670	46,835.25	50.880	25,440.00	-21,395.25	LT
	Apr 8, 09	1,250,000	18.190	22,737.50	50.880	63,600.00	40,862.50	LT

continued next page

## Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Sep 30 (\$)	Value on Sep 30 (\$)	Unrealized gain or loss (\$)	Holding period
	Jul 1, 14	1,750 000	51 395	89,941 25	50 880	89,040 00	-901 25	ST
Security total		4,000 000	49 639	198,554 00		203,520 00	4,966 00	
INTL BUSINESS MACH								
Symbol IBM Exchange NYSE								
EAI \$2,200 Current yield 2 32%	Jul 7, 95	300 000	25 280	7,584 00	189 830	56,949 00	49,365 00	LT
	Feb 10, 98	200 000	49 440	9,888 00	189 830	37,966 00	28,078 00	LT
Security total		500 000	34 944	17,472 00		94,915 00	77,443 00	
JOHNSON & JOHNSON COM								
Symbol JNJ Exchange NYSE								
EAI \$2,800 Current yield 2 63%	Jan 29, 96	400 000	23 910	9,564 00	106 590	42,636 00	33,072 00	LT
	Jan 16, 97	600 000	26 390	15,834 00	106 590	63,954 00	48,120 00	LT
Security total		1,000 000	25 398	25,398 00		106,590 00	81,192 00	
JPMORGAN CHASE & CO								
Symbol JPM Exchange NYSE								
EAI \$6,400 Current yield 2 66%	Mar 11, 09	1,600 000	35 810	57,296 00	60 240	96,384 00	39,088 00	LT
	Mar 18, 09	2,400 000	27 300	65,520 00	60 240	144,576 00	79,056 00	LT
Security total		4,000 000	30 704	122,816 00		240,960 00	118,144 00	
KIMBERLY CLARK CORP								
Symbol KMB Exchange NYSE								
EAI \$5,040 Current yield 3 12%	Jul 22, 10	1,500 000	63 768	95,652 29	107 570	161,355 00	65,702 71	LT
LILLY ELI & CO								
Symbol LLY Exchange NYSE								
EAI \$5,880 Current yield 3 02%	Oct 16, 09	1,000 000	34 793	34,793 46	64 850	64,850 00	30,056 54	LT
	Dec 7, 09	2,000 000	38 190	76,380 00	64 850	129,700 00	53,320 00	LT
Security total		3,000 000	37 058	111,173 46		194,550 00	83,376 54	
MANULIFE FINANCIAL CORP CAD								
Symbol MFC Exchange NYSE								
EAI \$3,397 Current yield 2 94%								
CAD Exchange rate 1 11755	Apr 23, 14	4,000 000	18 796	75,186 00	19 250	77,000 00	1,814 00	ST
	May 7, 14	2,000 000	18 874	37,749 00	19 250	38,500 00	751 00	ST
Security total		6,000 000	18 823	112,935 00		115,500 00	2,565 00	
MERCK & CO INC NEW COM								
Symbol MRK Exchange NYSE								
EAI \$4,400 Current yield 2 97%	Jan 19, 89	2,500 000	9 990	24,975 00	59 280	148,200 00	123,225 00	LT

continued next page



Your assets • **Equities** • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price Average price per share (\$)	Cost basis (\$)	Price per share on Sep 30 (\$)	Value on Sep 30 (\$)	Unrealized gain or loss (\$)	Holding period
METLIFE INC								
Symbol: MET Exchange: NYSE								
EAI: 32,800 Current yield: 2.61%	Mar 21, 12	2,000,000	39.403	78,806.35	52.720	107,110.00	28,633.65	LT
MICROSOFT CORP								
Symbol: MSFT Exchange: OTC								
EAI: 33,100 Current yield: 2.67%	Jan 27, 12	2,500,000	36.659	91,649.40	46.360	115,900.00	24,250.60	ST
NATIONAL GRID PLC NEW SPON ADR								
Symbol: NRG Exchange: NYSE								
EAI: 56,900 Current yield: 4.80%	Oct 1, 10	2,000,000	43.320	86,640.10	71.880	143,760.00	57,119.90	LT
NESTLE S.A. SPONSORED ADR								
PRCTG REG SHS SWITZ ADR								
Symbol: NSRGY Exchange: OTC								
EAI: 56,081 Current yield: 2.75%	Dec 17, 93	500,000	8.782	4,391.45	73.630	36,815.00	32,423.55	LT
	Jan 16, 97	500,000	10.930	5,465.00	73.630	36,815.00	31,350.00	LT
	Mar 19, 04	2,000,000	25.940	51,880.00	73.630	147,260.00	95,380.00	LT
Security total		3,000,000	20.579	61,736.45		220,890.00	159,153.55	
NEW YORK CMNTY BANCORP								
Symbol: NYCB Exchange: NYSE								
EAI: 56,000 Current yield: 6.30%	Aug 21, 12	3,000,000	13.467	40,402.87	15.870	47,610.00	7,207.13	LT
	Sep 5, 12	3,000,000	13.627	40,882.97	15.870	47,610.00	6,727.03	LT
Security total		6,000,000	13.548	81,285.84		95,220.00	13,934.16	
NOVARTIS AG SPON ADR								
Symbol: NVS Exchange: NYSE								
EAI: 37,014 Current yield: 2.18%	Sep 11, 97	1,000,000	25.233	25,233.13	94.130	94,130.00	68,896.87	LT
	Jan 11, 06	500,000	55.160	27,580.00	94.130	47,065.00	19,485.00	LT
	Aug 28, 06	500,000	57.864	28,932.11	94.130	47,065.00	18,132.89	LT
	May 22, 09	1,000,000	40.980	40,980.00	94.130	94,130.00	53,150.00	LT
Security total		3,000,000	40.908	122,725.24		282,390.00	159,664.76	
OAO GAZPROM LEVEL 1 ADR								
PROGRAM (RUSSIA) SPON ADR								
Symbol: OGZPY Exchange: OTC								
EAI: 53,130 Current yield: 4.48%	May 14, 13	10,000,000	8.133	81,332.35	6.980	69,800.00	-11,532.35	LT

continued next page

Your assets • **Equities • Common stock** (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Sep 30 (\$)	Value on Sep 30 (\$)	Unrealized gain or loss (\$)	Holding period
<b>OMEGA HEALTHCARE INVS INC</b>								
Symbol OHI Exchange NYSE								
EAI \$7,140 Current yield 5.97%	Aug 22, 13	2,500,000	29.314	73,287.26	34.190	85,475.00	12,187.74	LT
	Sep 24, 13	1,000,000	30.473	30,473.80	34.190	34,190.00	3,716.20	LT
Security total		3,500,000	29.646	103,761.06		119,665.00	15,903.94	
<b>PETROCHINA CO LTD SPON ADR</b>								
Symbol PTR Exchange NYSE								
EAI \$3,761 Current yield 3.66%	Oct 8, 13	800,000	113.745	90,996.33	128.510	102,808.00	11,811.67	ST
<b>PFIZER INC</b>								
Symbol PFE Exchange NYSE								
EAI \$4,160 Current yield 3.52%	Jan 19, 07	1,000,000	27.793	27,793.42	29.570	29,570.00	1,776.58	LT
	Dec 5, 07	1,000,000	24.280	24,280.36	29.570	29,570.00	5,289.64	LT
	Oct 16, 09	985,000	17.520	17,257.20	29.570	29,126.45	11,869.25	LT
	Apr 7, 10	1,015,000	17.430	17,691.45	29.570	30,013.55	12,322.10	LT
Security total		4,000,000	21.756	87,022.43		118,280.00	31,257.57	
<b>PROLOGIS INC COM</b>								
Symbol PLD Exchange NYSE								
EAI \$2,640 Current yield 3.50%	Feb 15, 11	1,339,000	35.168	47,090.88	37.700	50,480.30	3,389.42	LT
	Aug 8, 13	661,000	38.432	25,403.68	37.700	24,919.70	-483.98	LT
Security total		2,000,000	36.247	72,494.56		75,400.00	2,905.44	
<b>RAYTHEON CO NEW</b>								
Symbol RTN Exchange NYSE								
EAI \$968 Current yield 2.38%	Feb 10, 98	400,000	23.762	9,504.97	101.620	40,648.00	31,143.03	LT
<b>REALTY INCOME CORP MD SBI</b>								
Symbol O Exchange NYSE								
EAI \$9,887 Current yield 5.39%	Mar 5, 13	1,500,000	45.266	67,900.38	40.790	61,185.00	-6,715.38	LT
	Aug 8, 13	1,000,000	43.078	43,078.96	40.790	40,790.00	-2,288.96	LT
	Jun 19, 14	2,000,000	44.245	88,490.00	40.790	81,580.00	-6,910.00	ST
Security total		4,500,000	44.327	199,469.34		183,555.00	-15,914.34	
<b>ROCHE HLDG LTD SPONS ADR SWITZ ADR</b>								
Symbol RHHBY Exchange OTC								
EAI \$2,745 Current yield 2.47%	Apr 11, 08	800,000	22.765	18,212.00	36.990	29,592.00	11,380.00	LT
	Apr 9, 10	1,200,000	20.795	24,954.00	36.990	44,388.00	19,434.00	LT

continued next page

Your assets • **Equities • Common stock** (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Sep 30 (1)	Value on Sep 30 (\$)	Unrealized gain or loss (\$)	Holding period
Security total	Oct 16, 13	1,000,000	34.319	34,319.17	36.990	36,990.00	2,670.55	ST
ROYAL BANK OF CANADA CAD		3,500,000	25.828	77,485.47		110,970.00	32,484.53	
Symbol: RY Exchange: NYSE								
EAI: 38.226 Current yield: 3.84%								
CAD Exchange rate: 1.11755	Aug 17, 11	3,000,000	52.902	158,708.11	71.450	214,350.00	55,641.89	LT
ROYAL DUTCH SHELL PLC CL A SPON ADR								
Symbol: RDSA Exchange: NYSE								
EAI: 59.588 Current yield: 4.20%	May 22, 09	1,000,000	52.690	52,690.00	75.130	75,130.00	23,440.00	LT
	Sep 24, 10	2,000,000	60.772	121,544.26	75.130	152,260.00	30,715.74	LT
Security total		3,000,000	58.078	174,234.26		228,390.00	54,155.74	
SEMPRA ENERGY								
Symbol: SRE Exchange: NYSE								
EAI: 55.280 Current yield: 2.51%	May 18, 05	2,000,000	32.280	64,560.00	105.390	210,780.00	146,220.00	LT
SOUTHERN CO								
Symbol: SO Exchange: NYSE								
EAI: 36.300 Current yield: 4.81%	Mar 19, 04	1,000,000	31.041	31,041.17	43.650	43,650.00	12,608.83	LT
	Mar 30, 04	600,000	30.970	18,582.00	43.650	26,190.00	7,608.00	LT
	Mar 30, 04	400,000	30.950	12,380.00	43.650	17,450.00	5,080.00	LT
	Sep 5, 13	1,000,000	41.373	41,373.03	43.650	43,650.00	2,276.97	LT
Security total		3,000,000	34.459	103,376.20		130,950.00	27,573.80	
STERICYL INC								
Symbol: SRCL Exchange: OTC	May 25, 11	500,000	88.344	44,172.15	116.560	58,280.00	14,107.85	LT
SWISS RE LTD SPON ADR								
Symbol: SSREX Exchange: OTC								
EAI: 55.177 Current yield: 5.40%	Dec 22, 11	700,000	49.451	34,623.39	79.850	55,895.00	21,271.61	LT
	Jan 25, 12	500,000	56.825	28,412.59	79.850	39,925.00	11,512.41	LT
Security total		1,200,000	52.530	63,035.98		95,820.00	32,784.02	
TOTAL S.A. FRANCE SPON ADR								
Symbol: TOT Exchange: NYSE								
EAI: 55.498 Current yield: 4.27%	Sep 24, 10	2,000,000	51.631	103,262.57	64.450	128,900.00	25,637.43	LT

continued next page

Your assets • **Equities • Common stock** (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Sep 30 (\$)	Value on Sep 30 (\$)	Unrealized gain or loss (\$)	Holding period
VERIZON COMMUNICATIONS INC								
Symbol VZ Exchange NYSE								
EAI \$1,157 Current yield 4.40%	Feb 24, 14	526,000	48.115	25,308.49	49.990	26,294.74	986.25	ST
W P CAREY INC REIT								
Symbol WPC Exchange NYSE								
EAI \$11,280 Current yield 5.90%	Feb 10, 12	2,000,000	44.504	89,008.92	63.770	127,540.00	38,531.08	LT
	Jun 19, 14	1,000,000	64.876	64,876.00	63.770	63,770.00	-1,106.00	ST
Security total		3,000,000	51.295	153,884.92		191,310.00	37,425.08	
WALT DISNEY CO (HOLDING CO)								
DISNEY COM								
Symbol DIS Exchange NYSE								
EAI \$1,720 Current yield 0.97%	Jan 19, 89	2,000,000	5.740	11,480.00	89.030	178,060.00	166,580.00	LT
3M CO								
Symbol MMM Exchange NYSE								
EAI \$3,420 Current yield 2.41%	Mar 18, 09	1,000,000	50.320	50,320.00	141.680	141,680.00	91,360.00	LT
<b>Total</b>				<b>\$4,837,040.39</b>		<b>\$7,805,065.99</b>	<b>\$2,968,025.60</b>	
<b>Total estimated annual income</b>				<b>\$257,529</b>				

**Mutual funds**

*Total reinvested* is the total of all reinvested dividends. It does not include any cash dividends. It is not a tax lot for the purposes of determining holding periods or cost basis. The shares you receive each time you reinvest dividends become a separate tax lot.

*Cost basis* is the total purchase cost of the security, including reinvested dividends. The cost basis may need to be adjusted for return of capital payments in order to determine the adjusted cost basis for tax reporting purposes.

*Unrealized (tax) gain or loss* is the difference between the current value and the cost basis and would generally be your taxable gain or loss if the security was sold on this date. The unrealized (tax) gain or loss may need to be adjusted for return of capital payments in order to determine the realized gain or loss for tax reporting purposes.

*Investment return* is the current value minus the amount you invested. It does not include shares that are not reflected on your statement, including shares that have been realized as either a gain or a loss. It also does not include cash dividends that were not reinvested.

Holding	Number of shares	Purchase price/ Average price per share (\$)	Client investment (\$)	Cost basis (\$)	Price per share on Sep 30 (\$)	Value on Sep 30 (\$)	Unrealized (tax) gain or loss (\$)	Investment return (\$)	Holding period
ADVISORY RESEARCH MLP & ENERGY INCOME FUND									
CLASS C									
Symbol INFFX									
Trade date Jul 6, 12	9,174.312	10.595	97,205.75	97,205.75	14.870	136,422.01	39,216.26		LT
Trade date Oct 17, 12	8,620.690	11.373	98,048.48	98,048.48	14.870	128,189.65	30,141.17		LT
EAI \$9,058 Current yield 3.42%									

continued next page

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Sep 30 (\$)	Value on Sep 30 (\$)	Unrealized gain or loss (\$)	Holding period
KINDER MORGAN ENERGY PARTNERS MLP								
Symbol KMP Exchange NYSE								
EAI \$11,126 Current yield 5.95%	Sep 18, 13	1,000,000	80.415	80,415.17	93.280	93,380.00	12,864.83	LT
	Jul 14, 14	1,000,000	80.996	80,996.90	93.280	93,280.00	12,283.10	ST
Security total		2,000,000	80.706	161,412.07		186,560.00	25,147.93	
ONEOK PARTNERS LP								
Symbol OKS Exchange NYSE								
EAI \$6,080 Current yield 5.43%	May 13, 13	1,000,000	53.262	53,262.13	55.960	55,960.00	2,697.87	LT
	Aug 8, 13	500,000	50.424	25,712.33	55.960	27,980.00	2,767.67	LT
	Sep 24, 13	500,000	54.389	27,194.89	55.960	27,980.00	785.11	LT
Security total		2,000,000	52.835	105,659.35		111,920.00	6,250.65	
PLAINS ALL AMER PIPELINE LP								
UNIT LID PARTNERSHIP INT MLP								
Symbol PAA Exchange NYSE								
EAI \$5,160 Current yield 4.38%	Nov 21, 13	1,000,000	52.425	52,425.04	58.860	58,860.00	6,434.96	ST
	May 7, 14	1,000,000	58.481	58,481.83	58.860	58,860.00	378.17	ST
Security total		2,000,000	55.153	110,906.87		117,720.00	6,813.15	
<b>Total</b>				<b>\$377,988.29</b>		<b>\$416,200.00</b>	<b>\$38,211.71</b>	
<b>Total estimated annual income: \$22,360</b>								

## Hutto Patterson Charitable Foundation

## Realized Gains and Losses

For the fiscal year ended September 30, 2014

Security Description	Quantity or Face		Purchase Date	Sale Date	Term	Sale Amount	Cost Basis	Gain or (Loss)
	Value							
Long term realized gains and losses								
RTS Barclays PLC Spon Exp 10/02/2013	3,000.000		VARIOUS	10/01/13	LT	15,969.70	15,969.70	-
Scor Spon Adr	10,000.000		03/13/12	10/18/13	LT	32,844.17	27,934.03	4,910.14
Swiss Re Ltd Spon Adr	500.000		12/22/11	10/18/13	LT	42,376.50	24,731.00	17,645.50
Barclays DBL Short Lev	48,000.000		12/23/10	11/15/13	LT	28,596.51	49,728.00	(21,131.49)
WTS GENERAL MOTORS CO EXP 07/10/19	48.645		06/12/12	12/23/13	LT	1,095.33	-	1,095.33
WTS GENERAL MOTORS CO EXP 07/10/19	48.645		06/12/12	12/23/13	LT	1,468.45	-	1,468.45
GENERAL MOTORS CO	0.511		12/07/08	12/23/13	LT	21.17	5.06	16.11
JPMORGAN CHASE & CO	10,000.000		03/30/04	02/07/14	LT	56,663.91	42,760.00	13,903.91
SEMPRA ENERGY	500.000		05/18/05	02/07/14	LT	46,029.10	16,140.00	29,889.10
SWISS RE LTD SPON ADR	500.000		12/22/11	02/07/14	LT	44,894.22	24,730.99	20,163.23
VODAFONE GROUP PLC SPON ADR	0.909		07/13/12	02/27/14	LT	37.44	48.25	(10.81)
ALLIANZ SE ADR	3,000.000		VARIOUS	03/24/14	LT	49,168.91	40,799.55	8,369.36
BANK OF AMERICA CORP	4,230.000		VARIOUS	03/24/14	LT	73,262.40	113,317.30	(40,054.90)
BASF SE SPON ADR	500.000		VARIOUS	03/24/14	LT	52,602.84	12,322.52	40,280.32
DOW CHEMICAL	500.000		12/29/09	03/24/14	LT	25,031.60	14,551.30	10,480.30
JPMORGAN CHASE & CO	1,000.000		03/11/09	03/24/14	LT	60,612.96	35,810.00	24,802.96
LILLY ELI & CO	1,000.000		10/01/09	03/24/14	LT	57,168.84	33,343.90	23,824.94
NESTE S A SPONSORED ADR RESTG REG	1,000.000		12/17/93	03/24/14	LT	73,368.38	8,782.91	64,585.47
NOVARTIS AG SPON ADR	1,000.000		VARIOUS	03/24/14	LT	81,138.31	41,527.20	39,611.11
ENI SPA IT SPON	1,500.000		05/10/11	04/23/14	LT	77,071.30	75,937.50	1,133.80
BARCLAYS PLC ADR	12,000.000		VARIOUS	05/07/14	LT	197,968.25	328,906.35	(130,938.10)
RTS DEUTSCHE BK AG EX 06/24/2014	832.000		09/20/11	06/24/14	LT	1,561.83	-	1,561.83
ALLIANZ SE ADR	1,000.000		07/28/05	08/14/14	LT	17,001.62	13,174.39	3,827.23

Net long term realized gains and losses

Security Description	Quantity or Face	Purchase Date	Sale Date	Term	Sale Amount	Cost Basis	Gain or (Loss)
	Value						
Short term realized gains and losses							
CAPSTED MTG CORP NEW 2001 REITS	12,000.000	03/31/13	12/09/13	ST	14,050.43	15,986.13	(1,935.70)
HATTERAS FINANCIAL CORP REIT	600.000	03/21/13	12/09/13	ST	9,615.41	17,074.33	(7,458.92)
MAI STREET CAPITAL HOLDINGS	2,500.000	03/05/13	12/09/13	ST	79,569.57	82,731.66	(3,162.09)
VERIZON COMMUNICATIONS INC	0.002	02/24/14	02/24/14	ST	0.09	0.10	(0.01)
VERIZON COMMUNICATIONS INC	0.002	02/24/14	02/24/14	ST	0.09	0.09	-
DARDEN RESTAURANTS INC	2,500.000	VARIOUS	06/20/14	ST	120,722.58	119,984.70	737.88
STAG INDL INC SBI	4,000.000	12/17/13	08/14/14	ST	90,962.04	80,441.43	10,520.61
BCE INC NEW CAD	2,000.000	11/07/13	09/03/14	ST	90,207.01	88,578.60	1,628.41
NATIONWIDE GENEVA MID CAP GROWTH	95.799	12/13/13	09/03/14	ST	2,874.94	2,750.93	124.01
NATIONWIDE GENEVA SMALL CAP GROW	41.173	12/13/13	09/03/14	ST	1,728.49	1,786.48	(57.99)
Total					409,730.65	409,334.45	396.20
Net short term realized gains and losses							396.20
Total realized gains and losses					2,670,225.68	2,133,147.49	537,078.19



HUTTO-PATTERSON CHARITABLE FOUNDATION  
FEDRAL SUPPORTING SCHEDULE  
FORM 990-T, TAX YEAR 2013  
FEIN 95-4181302

STATEMENT 1 FORM 990-T, PART 1, LINE 5 - INCOME(LOSS) FROM PARTNERSHIPS

**GROSS INCOME FROM PARTNERSHIPS**

NAME	<u>GROSS INCOME</u>	<u>GROSS DEDUCTIONS</u>	<u>INCOME (LOSS)</u>
KINDER MORGAN ENERGY PARTNERS LP	(5,435)	171	(5,606)
ONEOK PARTNERS, L P	(11,106)	-	(11,106)
TOTAL GROSS INCOME	<u>(16,541)</u>	<u>171</u>	<u>(16,712)</u>

**UNRELATED BUSINESS TAXABLE INCOME FROM PATNERSHIPS SCHEDULE K-1**

	<u>GROSS INCOME FROM UBT</u>	<u>GROSS DEDUCTIONS RELATED TO UBT</u>	<u>NET UBT INCOME (LOSS)</u>
KINDER MORGAN ENERGY PARTNERS LP	(5,436)	156	(5,592)
ONEOK PARTNERS, L P	(11,075)	-	(11,075)
STMT 1, FORM 990-T, PART I, LINE-5 TOTAL NET UBS INCOME/(LOSS)	<u>(16,511)</u>	<u>156</u>	<u>(16,667)</u>

SUPPORTING STATEMENT

ADJUSTMENTS AND MODIFICATIONS TO STATEMENT 1

**EXCLUDABLE INCOME**

	<u>INTEREST</u>	<u>DIVIDENDS</u>	<u>ROYALTIES</u>	<u>NET SECTION 1231 GAIN</u>	<u>GROSS DEDUCTIONS RELATED TO EXCLUDABLE INCOME</u>	<u>TOTAL</u>
KINDER MORGAN ENERGY PARTNERS LP	11	14	15	(39)	(15)	(14)
ONEOK PARTNERS, L P	1	-	-	(32)	-	(31)
TOTAL ADJUSTMENTS AND MODIFICATION	<u>12</u>	<u>14</u>	<u>15</u>	<u>(71)</u>	<u>(15)</u>	<u>(45)</u>