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

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

OMB No 1545-0052

2013Department of the Treasury
Internal Revenue ServiceDo 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.

Open to Public Inspection

For calendar year 2013 or tax year beginning

11/1/2013

, and ending

10/31/2014

Name of foundation

HOOBER S FBO MEMORIAL FUND TUW

A Employer identification number

23-6240582

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

B Telephone number (see instructions)

(888) 730-4933

City or town

State

ZIP code

Winston Salem

NC

27101-3818

Foreign country name

Foreign province/state/country

Foreign postal code

G Check all that apply.

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization:

☐ Section 501(c)(3) exempt private foundation☒ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐

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

1,064,407

J Accounting method. ☒ Cash ☐ Accrual
☐ 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 ☐**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	20,928	20,217		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	32,932			
b Gross sales price for all assets on line 6a	580,733			
7 Capital gain net income (from Part IV, line 2)		32,932		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	53,860	53,149	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	16,138	12,104		4,035
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	1,120			1,120
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	2,046	196		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23	19,304	12,300	0	5,155
25 Contributions, gifts, grants paid	42,928			42,928
26 Total expenses and disbursements. Add lines 24 and 25	62,232	12,300	0	48,083
27 Subtract line 26 from line 12.				
a Excess of revenue over expenses and disbursements	-8,372			
b Net investment income (if negative, enter -0-)		40,849		
c Adjusted net income (if negative, enter -0-)			0	

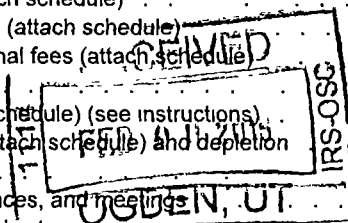
For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2013)

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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		31,818	30,368	30,368
	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 ▶				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments—mortgage loans					
13	Investments—other (attach schedule)		906,499	899,208	1,034,039	
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)		938,317	929,576	1,064,407	
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	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		938,317	929,576	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)		938,317	929,576		
31	Total liabilities and net assets/fund balances (see instructions)		938,317	929,576		

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	938,317
2	Enter amount from Part I, line 27a	2	-8,372
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	164
4	Add lines 1, 2, and 3	4	930,109
5	Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	5	533
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	929,576

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement			
b See Attached Statement			
c See Attached Statement			
d See Attached Statement			
e See Attached Statement			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			0
b			0
c			0
d			0
e			0

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

(i) 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))
a			0
b			0
c			0
d			0
e			0

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	32,932
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	0

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	45,545	1,013,252	0.044949
2011	48,885	971,249	0.050332
2010	43,225	1,002,314	0.043125
2009	31,216	917,472	0.034024
2008	34,561	782,674	0.044158

2 Total of line 1, column (d)	2	0.216588
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	0.043318
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,058,315
5 Multiply line 4 by line 3	5	45,844
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	408
7 Add lines 5 and 6	7	46,252
8 Enter qualifying distributions from Part XII, line 4	8	48,083

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 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	408
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	0
3	Add lines 1 and 2	3	408
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	408
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,205
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	1,205
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	797
11	Enter the amount of line 10 to be Credited to 2014 estimated tax ▶ 408 Refunded ▶	11	389

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
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
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ PA		
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	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 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? Website address ► N/A	13	X	
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		552
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes No	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))?	<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 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)?		5b	N/A
	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	X
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<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	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	16,138	

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	1,037,471
b	Average of monthly cash balances	1b	36,960
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,074,431
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	1,074,431
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	16,116
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,058,315
6	Minimum investment return. Enter 5% of line 5	6	52,916

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	52,916
2a	Tax on investment income for 2013 from Part VI, line 5	2a	408
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	408
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	52,508
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	52,508
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	52,508

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	48,083
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	48,083
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	408
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	47,675

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				52,508
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			47,657	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ <u>48,083</u>				
a Applied to 2012, but not more than line 2a			47,657	
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				426
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013. (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				52,082
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				
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

N/A

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

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

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

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

NONE

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

NONE

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

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

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

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

- c** Any submission deadlines:

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

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

Recipient 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
a <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	42,928
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

Security Type	EIN	CUSIP	Asset Name	FMV	Fed Cost
Savings & Temp Inv	23-6240582	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	28,317.07	28,317.07
Savings & Temp Inv	23-6240582	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	2,050.81	2,050.81
Total Savings & Temp Inv				30,367.88	30,367.88
Invest - Other	23-6240582	04314H204	ARTISAN INTERNATIONAL FUND #661	64,822.72	52,796.25
Invest - Other	23-6240582	256210105	DODGE & COX INCOME FD COM #147	23,892.76	21,088.93
Invest - Other	23-6240582	411511504	HARBOR CAPITAL APRCTION-INST #2012	90,370.60	67,200.70
Invest - Other	23-6240582	693390882	PIMCO FOREIGN BD FD USD H-INST #103	7,659.36	6,307.31
Invest - Other	23-6240582	77957P105	T ROWE PRICE SHORT TERM BD FD #55	14,536.75	14,567.16
Invest - Other	23-6240582	74255L696	PRINCIPAL GL MULT STRAT-INST #4684	10,910.13	10,782.36
Invest - Other	23-6240582	589509207	MERGER FUND-INST #301	16,000.66	15,634.14
Invest - Other	23-6240582	04314H600	ARTISAN MID CAP FUND-INS #1333	45,786.82	36,394.96
Invest - Other	23-6240582	315920702	FID ADV EMER MKTS INC- CL I #607	16,006.91	15,482.46
Invest - Other	23-6240582	464287200	ISHARES CORE S & P 500 ETF	33,493.35	26,641.64
Invest - Other	23-6240582	261980668	DREYFUS INTERNATL BOND FD CL I #6094	7,620.72	7,697.56
Invest - Other	23-6240582	256206103	DODGE & COX INT'L STOCK FD #1048	63,925.60	39,516.28
Invest - Other	23-6240582	552983694	MFS VALUE FUND-CLASS I #893	90,524.74	73,587.87
Invest - Other	23-6240582	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	25,724.56	26,676.91
Invest - Other	23-6240582	262028855	DRIEHAUS ACTIVE INCOME FUND	21,299.31	21,504.55
Invest - Other	23-6240582	339128100	JP MORGAN MID CAP VALUE-I #758	42,811.38	30,140.60
Invest - Other	23-6240582	67065Q772	NUVEEN HIGH YIELD MUNI BD-R #1668	17,397.71	16,686.77
Invest - Other	23-6240582	63872T885	ASG GLOBAL ALTERNATIVES-Y #1993	31,728.47	31,814.56
Invest - Other	23-6240582	922908553	VANGUARD REIT VIPER	41,153.79	26,546.92
Invest - Other	23-6240582	00203H859	AQR MANAGED FUTURES STR-I #15213	15,336.40	15,321.76
Invest - Other	23-6240582	863137105	STRATTON SM-CAP VALUE FD #37	30,866.79	30,932.60
Invest - Other	23-6240582	4812C0803	JPMORGAN HIGH YIELD FUND SS #3580	18,657.73	18,886.54
Invest - Other	23-6240582	77958B402	T ROWE PRICE INST FLOAT RATE #170	15,666.78	15,891.76
Invest - Other	23-6240582	683974604	OPPENHEIMER DEVELOPING MKT-I #799	109,126.28	100,632.97
Invest - Other	23-6240582	921937835	VANGUARD TOTAL BOND MARKET ETF	23,802.04	23,701.09
Invest - Other	23-6240582	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	44,119.14	42,216.93
Invest - Other	23-6240582	74925K581	ROBECO BP LNG/SHRT RES-INS	16,214.86	15,323.58
Invest - Other	23-6240582	64128R608	NEUBERGER BERMAN LONG SH-INS #1830	21,196.55	21,050.03
Invest - Other	23-6240582	483438305	KALMAR GR W/ VAL SM CAP-INS #4	31,799.08	27,559.29
Invest - Other	23-6240582	22544R305	CREDIT SUISSE COMM RET ST-I #2156	41,587.15	46,623.75
Total Invest - Other				1,034,039.14	899,208.23
Total				1,064,407.02	929,576.11

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

Recipient(s) paid during the year

Name

EVANG LUTH CHURCH IN AMERICA

Street

8765 WEST HIGGINS ROAD

City

CHICAGO

State

IL

Zip Code

60631-4101

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,439

Name

NATIONAL LUTHERAN COMMUNITIES &SVCS

Street

9701 VIERS DRIVE

City

ROCKVILLE

State

MD

Zip Code

20850

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10,732

Name

YOUNG WOMENS CHRISTIAN ASSN

Street

320 EAST MARKET STREET

City

YORK

State

PA

Zip Code

17403

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,146

Name

YORK HOSPITAL

Street

912 SOUTH GEORGE STREET

City

YORK

State

PA

Zip Code

17403

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

4,293

Name

MARTIN LIBRARY ASSOCIATION

Street

159 EAST MARKET STREET

City

YORK

State

PA

Zip Code

17401-1221

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

4,293

Name

CHILDRENS HOME OF YORK

Street

77 SHOE HOUSE ROAD

City

YORK

State

PA

Zip Code

17406

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

4,293

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

Recipient(s) paid during the year

Name

FORSIGHT VISION

Street

1380 SPAHN AVENUE

City

YORK

State

PA

Zip Code

17403-5751

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

4,293

Name

ELCA BOARD OF PENSIONS

Street

800 MARQUETTE AVE STE 1050W

City

MINNEAPOLIS

State

MN

Zip Code

55402-2892

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

4,293

Name

WOMENS MISSIONARY SOCIETY

Street

25 WEST SPRINGETTSBURY AVENUE

City

YORK

State

PA

Zip Code

17403-2202

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,146

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

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

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

Amount										Totals				Net Gain or Loss					
Long Term CG Distributions										Capital Gains/Losses				Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Short Term CG Distributions										Other sales				580,733		547,801		32,932	
														0		0		0	
</																			

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

Check "X" to include in Part IV	Long Term CG Distributions	Short Term CG Distributions	Amount	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Totals			Net Gain or Loss			
											Gross Sales	Cost or Other Basis	Valuation Method		Expense of Sale and Cost of Improvements	Depreciation	Adjustments
69	X			589509108			2/11/2013		6/18/2014	4,337	4,145		192	0			
70	X	MERGER FD SH BEN INT #296		589509108			7/12/2013		8/8/2014	10,116	9,918		198	0			
71	X	MERGER FD SH BEN INT #296		589509108			7/12/2013		1/21/2014	3,943	3,968		-25	0			
72	X	ASG GLOBAL ALTERNATIVES		638721885			7/12/2013		6/18/2014	5,526	5,624		98	0			
73	X	ASG GLOBAL ALTERNATIVES		638721885			7/12/2013		6/18/2014	5,526	5,624		98	0			
74	X	NEUBERGER BERMAN LONG		64128R508			6/20/2014		10/14/2014	16,511	17,106		595	0			
75	X	MUEVEN HIGH YIELD MUNI BD		670650772			4/24/2014		10/14/2014	1,526	1,462		64	0			
76	X	OPPENHEIMER DEVELOPING		683974505			2/11/2013		6/18/2014	2,572	2,322		250	0			
77	X	MERGER FD SH BEN INT #296		589509108			2/11/2013		8/8/2014	776	749		27	0			

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

		1,120	0	0	1,120
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,120			1,120

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

		2,046	196	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	196	196		
2	PY EXCISE TAX DUE	645			
3	ESTIMATED EXCISE PAYMENTS	1,205			

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	SEE ATTACHED		906,499	899,208	1,034,039

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

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

1	MUTUAL FUND TIMING DIFFERENCE	1	162
2	ROUNDING	2	2
3	Total	3	164

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

1	COST BASIS ADJUSTMENT	1	533
2	Total	2	533

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

Long Term CG Distributions										11,553	Amount										
Short Term CG Distributions										0											
	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj. Basis	21,369	0	0	0	0	0	21,369	Gains Minus Excess of FMV Over Adjusted Basis or Losses
1	PIMCO TOTAL RET FD-INST #35	693390700		2/11/2013	6/19/2014	1,745		0	1,792	-47		0	0	-47	0	0	0	0	0	21,369	-47
2	PIMCO TOTAL RET FD-INST #35	693390700		2/11/2013	9/5/2014	2,509		0	2,561	-52		0	0	-52	0	0	0	0	0	21,369	-52
3	PIMCO TOTAL RET FD-INST #35	693390700		4/24/2014	9/5/2014	1,364		0	1,364	18		0	0	18	0	0	0	0	0	21,369	18
4	PIMCO TOTAL RET FD-INST #35	693390700		8/22/2009	9/30/2014	1,163		0	1,134	29		0	0	29	0	0	0	0	0	21,369	29
5	PIMCO TOTAL RET FD-INST #35	693390700		11/5/2008	9/30/2014	55,304		0	52,811	2,493		0	0	2,493	0	0	0	0	0	21,369	2,493
6	PIMCO TOTAL RET FD-INST #35	693390700		10/11/2013	9/30/2014	7,076		0	7,044	32		0	0	32	0	0	0	0	0	21,369	32
7	PIMCO TOTAL RET FD-INST #35	693390700		4/24/2014	9/30/2014	3,332		0	3,316	16		0	0	16	0	0	0	0	0	21,369	16
8	PIMCO FOREIGN BD FD USD-HINSI #1	693390882		11/14/2012	10/14/2014	1,608		0	1,634	-26		0	0	-26	0	0	0	0	0	21,369	-26
9	PIMCO FOREIGN BD FD USD-HINSI #1	693390882		7/22/2014	10/14/2014	2,001		0	1,895	106		0	0	106	0	0	0	0	0	21,369	106
10	PIMCO FOREIGN BD FD USD-HINSI #1	693390882		12/31/2009	10/14/2014	3,322		0	3,333	-11		0	0	-11	0	0	0	0	0	21,369	-11
11	PIMCO FOREIGN BD FD USD-HINSI #1	693390882		12/11/2012	10/14/2014	10,411		0	8,558	1,853		0	0	1,853	0	0	0	0	0	21,369	1,853
12	RIDGEWORTH SEIX HY BDI #5555	766287645		12/11/2012	12/11/2014	24,118		0	24,827	-709		0	0	-709	0	0	0	0	0	21,369	-709
13	RIDGEWORTH SEIX HY BDI #5555	766287645		7/12/2013	4/22/2014	18,721		0	18,037	684		0	0	684	0	0	0	0	0	21,369	684
14	RIDGEWORTH SEIX HY BDI #5555	766287645		7/12/2013	4/22/2014	8,052		0	8,133	-81		0	0	-81	0	0	0	0	0	21,369	-81
15	T ROWE PRICE SHORT TERM BD FD #577957P105	7957P105		12/11/2012	4/22/2014	10,355		0	10,384	-129		0	0	-129	0	0	0	0	0	21,369	-129
16	T ROWE PRICE SHORT TERM BD FD #577957P105	7957P105		12/11/2012	6/19/2014	5,513		0	5,582	-69		0	0	-69	0	0	0	0	0	21,369	-69
17	PIMCO TOTAL RET FD-INST #35	693390700		12/11/2012	6/19/2014	4,849		0	4,849	0		0	0	0	0	0	0	0	0	21,369	0
18	T ROWE PRICE SHORT TERM BD FD #577957P105	7957P105		12/11/2012	10/14/2014	5,925		0	5,999	-74		0	0	-74	0	0	0	0	0	21,369	-74
19	T ROWE PRICE SHORT TERM BD FD #577957P105	7957P105		2/11/2013	10/14/2014	7,769		0	7,850	-81		0	0	-81	0	0	0	0	0	21,369	-81
20	T ROWE PRICE SHORT TERM BD FD #577957P105	7957P105		10/11/2013	10/14/2014	6,126		0	6,126	0		0	0	0	0	0	0	0	0	21,369	0
21	T ROWE PRICE SHORT TERM BD FD #577957P105	7957P105		12/31/2014	10/14/2014	8,220		0	8,220	0		0	0	0	0	0	0	0	0	21,369	0
22	T ROWE PRICE SHORT TERM BD FD #577957P105	7957P105		9/5/2014	10/14/2014	4,584		0	4,584	0		0	0	0	0	0	0	0	0	21,369	0
23	T ROWE PRICE SHORT TERM BD FD #577957P105	7957P105		9/5/2014	10/28/2014	4,866		0	4,866	0		0	0	0	0	0	0	0	0	21,369	0
24	T ROWE PRICE SHORT TERM BD FD #577957P105	7957P105		7/12/2013	10/28/2014	1,001		0	1,001	0		0	0	0	0	0	0	0	0	21,369	0
25	T ROWE PRICE INST FLOAT RATE #1707358B402	7958B402		12/31/2014	10/28/2014	182		0	186	-4		0	0	-4	0	0	0	0	0	21,369	-4
26	VANGUARD TOTAL BOND MARKET ETF	921937835		9/30/2014	10/14/2014	35,791		0	35,429	362		0	0	362	0	0	0	0	0	21,369	362
27	VANGUARD TOTAL BOND MARKET ETF	921937835		9/30/2014	10/28/2014	6,772		0	6,725	47		0	0	47	0	0	0	0	0	21,369	47
28	VANGUARD FTSE EMERGING MARKET	922042858		2/7/2013	12/12/2014	13,516		0	13,516	-1,612		0	0	-1,612	0	0	0	0	0	21,369	-1,612
29	VANGUARD FTSE EMERGING MARKET	922042858		12/17/2010	12/12/2014	1,650		0	1,579	-329		0	0	-329	0	0	0	0	0	21,369	-329
30	VANGUARD FTSE EMERGING MARKET	922042858		12/17/2010	6/19/2014	7,811		0	8,481	-67		0	0	-67	0	0	0	0	0	21,369	-67
31	VANGUARD FTSE EMERGING MARKET	922042858		12/17/2010	10/14/2014	13,523		0	13,313	210		0	0	210	0	0	0	0	0	21,369	210
32	VANGUARD FTSE EMERGING MARKET	922042858		7/10/2013	10/14/2014	4,119		0	3,783	336		0	0	336	0	0	0	0	0	21,369	336
33	VANGUARD REIT VIPER	922906553		12/12/2014	4/22/2014	2,160		0	2,005	155		0	0	155	0	0	0	0	0	21,369	155
34	VANGUARD REIT VIPER	922906553		12/17/2010	4/22/2014	360		0	360	0		0	0	0	0	0	0	0	0	21,369	0
35	CREDIT SUISSE COMM RET ST-1#2168	22344R305		2/11/2013	4/22/2014	4,069		0	4,214	-145		0	0	-145	0	0	0	0	0	21,369	-145
36	CREDIT SUISSE COMM RET ST-1#2168	22344R305		2/11/2013	6/19/2014	14,449		0	15,217	-768		0	0	-768	0	0	0	0	0	21,369	-768
37	DIAMOND HILL LONG-SHORT FD CL #1	252845633		2/11/2013	6/19/2014	1,306		0	1,085	221		0	0	221	0	0	0	0	0	21,369	221
38	DIAMOND HILL LONG-SHORT FD CL #1	252845633		2/11/2013	10/14/2014	20,867		0	18,225	2,642		0	0	2,642	0	0	0	0	0	21,369	2,642
39	DODGE & COX INT'L STOCK FD #14048	266201053		5/12/2009	12/12/2014	1,814		0	950	864		0	0	864	0	0	0	0	0	21,369	864
40	DODGE & COX INCOME FD COM #147	266201053		10/11/2013	12/12/2014	1,994		0	1,972	22		0	0	22	0	0	0	0	0	21,369	22
41	DODGE & COX INCOME FD COM #147	266201053		4/24/2014	6/19/2014	5,933		0	5,935	-2		0	0	-2	0	0	0	0	0	21,369	-2
42	ARTISAN INTERNATIONAL FUND #681	8431H4504		1/14/2012	12/12/2014	1,634		0	1,241	393		0	0	393	0	0	0	0	0	21,369	393
43	ARTISAN MID CAP FUND-INS #1333	8431H4500		4/10/2012	4/22/2014	4,985		0	3,970	1,015		0	0	1,015	0	0	0	0	0	21,369	1,015
44	DODGE & COX INCOME FD COM #147	266201053		10/11/2013	6/19/2014	1,572		0	1,525	47		0	0	47	0	0	0	0	0	21,369	47
45	DODGE & COX INCOME FD COM #147	266201053		10/11/2013	9/5/2014	3,594		0	3,466	128		0	0	128	0	0	0	0	0	21,369	128
46	DODGE & COX INCOME FD COM #147	266201053		10/11/2013	10/14/2014	546		0	529	17		0	0	17	0	0	0	0	0	21,369	17
47	DODGE & COX INCOME FD COM #147	266201053		9/5/2008	10/14/2014	36,093		0	31,739	4,354		0	0	4,354	0	0	0	0	0	21,369	4,354
48	DODGE & COX INCOME FD COM #147	266201053		9/5/2008	10/28/2014	6,742		0	6,742	0		0	0	0	0	0	0	0	0	21,369	0
49	DREYFUS EMG MKT DEBT LOC CH #608	261900494		2/11/2010	6/19/2014	5,229		0	5,229	0		0	0	0	0	0	0	0	0	21,369	0
50	DREYFUS EMG MKT DEBT LOC CH #608	261900494		12/11/2010	6/19/2014	6,953		0	6,953	0		0	0	0	0	0	0	0	0	21,369	0
51	DREYFUS INTERNATIONAL FUND #146	261900682		7/14/2014	10/14/2014	18,226		0	18,226	0		0	0	0	0	0	0	0	0	21,369	0
52	DREYFUS ACTIVE INCOME FUND	262028852		7/12/2013	12/12/2014	1,463		0	1,463	0		0	0	0	0	0	0	0	0	21,369	0
53	DREYFUS ACTIVE INCOME FUND	262028852		7/12/2013	12/12/2014	19,102		0	18,986	116		0	0	116	0	0	0	0	0	21,369	116
54	DREYFUS ACTIVE INCOME FUND																				

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	16,138		Benefits	Expense Account	0
										Compensation	16,138			
1	Wells Fargo Bank N.A. Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00					

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

	Date		Amount
1 Credit from prior year return		1	
2 First quarter estimated tax payment	3/12/2014	2	301
3 Second quarter estimated tax payment	4/10/2014	3	301
4 Third quarter estimated tax payment	7/9/2014	4	301
5 Fourth quarter estimated tax payment	10/9/2014	5	302
6 Other payments		6	
7 Total		7	1,205

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

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	47,657
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	47,657