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Form **990-PF**

**Return of Private Foundation**

OMB No 1545-0052

**2013**

Department of the Treasury  
Internal Revenue Service

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

Do not enter Social Security numbers on this form as it may be made public.

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

**Open to Public Inspection**

For calendar year 2013 or tax year beginning 11/01, 2013, and ending 10/31, 2014

ENVELOPE FEB 13 2015  
POSTMARK DATE

Name of foundation <b>PROGRESSIVE EDUCATION FOUNDATION, INC.</b>		<b>A Employer identification number</b> 30-0259919
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 803878		<b>B Telephone number (see instructions)</b> 312-630-6000
Room/suite		
City or town, state or province, country, and ZIP or foreign postal code CHICAGO, IL 60680		
<b>G Check all that apply:</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<b>D</b> 1. Foreign organizations, check here <input type="checkbox"/>
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>H Check type of organization:</b> <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust		
<input type="checkbox"/> Other taxable private foundation		
<b>I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 15,503,275.</b>		
<b>J Accounting method:</b> <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual		
<input type="checkbox"/> Other (specify) _____		
(Part I, column (d) must be on cash basis.)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input 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	433,324.	433,486.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	679,206.			
b Gross sales price for all assets on line 6a	4,050,226.			
7 Capital gain net income (from Part IV, line 2)		679,206.		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
<b>12 Total. Add lines 1 through 11</b>	<b>1,112,530.</b>	<b>1,112,692.</b>		
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 2	2,000.	1,000.	NONE	1,000.
c Other professional fees (attach schedule) STMT 3	83,814.	83,814.		
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 4	7,344.	3,018.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 5	374.	313.		61.
<b>24 Total operating and administrative expenses.</b>				
Add lines 13 through 23	93,532.	88,145.	NONE	1,061.
25 Contributions, gifts, grants paid	1,000,000.			1,000,000.
<b>26 Total expenses and disbursements. Add lines 24 and 25</b>	<b>1,093,532.</b>	<b>88,145.</b>	<b>NONE</b>	<b>1,001,061.</b>
<b>27 Subtract line 26 from line 12:</b>				
a Excess of revenue over expenses and disbursements	18,998.			
b Net investment income (if negative, enter -0-)		1,024,547.		
c Adjusted net income (if negative, enter -0-)				

SCANNED FEB 26 2015  
E1-238 Revenue

Operating and Administrative Expenses

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 . . . . .	702,937.	189,234.	189,234.
	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 ▶	NONE		
	8 Inventories for sale or use . . . . .			
	9 Prepaid expenses and deferred charges . . . . .			
	10 a Investments - U.S. and state government obligations (attach schedule) . . . . .			
	b Investments - corporate stock (attach schedule) . STMT 6 . . . . .	4,174,330.	4,675,364.	5,501,835.
	c Investments - corporate bonds (attach schedule) . STMT 7 . . . . .	9,138,934.	9,243,828.	9,563,860.
	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 ▶ SEE ATTACHMENTS )	284,795.	210,698.	248,346.	
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	14,300,996.	14,319,124.	15,503,275.	
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) . . . . .		NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted . . . . .			
	25 Temporarily restricted . . . . .			
	26 Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds . . . . .	14,300,996.	14,319,124.	
	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) . . . . .	14,300,996.	14,319,124.		
31 Total liabilities and net assets/fund balances (see instructions) . . . . .	14,300,996.	14,319,124.		

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	14,300,996.
2 Enter amount from Part I, line 27a . . . . .	2	18,998.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3 . . . . .	4	14,319,994.
5 Decreases not included in line 2 (itemize) ▶ COST ADJUSTMENT	5	870.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	14,319,124.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)				(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a PUBLICLY TRADED SECURITIES</b>						
<b>b</b>						
<b>c</b>						
<b>d</b>						
<b>e</b>						
(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 4,050,226.		3,371,020.	679,206.			
b						
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			679,206.			
b						
c						
d						
e						
<b>2 Capital gain net income or (net capital loss)</b>				<b>2</b>	679,206.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }						
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>				<b>3</b>		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8						

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

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

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

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

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

(a) 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	993,087.	15,319,369.	0.064826
2011	1,001,061.	15,594,602.	0.064193
2010	1,000,561.	16,402,006.	0.061002
2009	1,000,561.	15,705,261.	0.063709
2008	1,000,561.	14,588,019.	0.068588
<b>2 Total of line 1, column (d)</b>			<b>2</b> 0.322318
<b>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</b>			<b>3</b> 0.064464
<b>4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5</b>			<b>4</b> 15,473,792.
<b>5 Multiply line 4 by line 3</b>			<b>5</b> 997,503.
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			<b>6</b> 10,245.
<b>7 Add lines 5 and 6</b>			<b>7</b> 1,007,748.
<b>8 Enter qualifying distributions from Part XII, line 4</b>			<b>8</b> 1,001,061.

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)

Table with 11 rows for excise tax calculations. Includes items like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', 'Credits/Payments', and 'Tax due'. Total tax due is 12,517.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and substantial contributors. Includes a field for state 'FL'.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). . . . . 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) . . . . . 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . . 13 X
Website address N/A
14 The books are in care of THE NORTHERN TRUST COMPANY Telephone no. (312) 630-6000
Located at PO BOX 803878, CHICAGO, IL ZIP+4 60680
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . 15
16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . . 16 Yes No X
See the 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.

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? . . . . . Yes X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . Yes X 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)? . . . . . Yes X 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.) . . . . . Yes X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? . . . . . 1b
Organizations relying on a current notice regarding disaster assistance check here . . . . .
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? . . . . . 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? . . . . . Yes X No
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) . . . . . 2b X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . Yes X No
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.) . . . . . 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . . 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013? . . . . . 4b X

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

**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?  Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)  Yes  No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945-5(d).

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  Yes  No

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No  
 If "Yes" to 6b, file Form 8870.

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

**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
STEPHANIE PEW 11127 OLD HARBOR RD, NORTH PALM BEACH, FL 33408	DIRECTOR 1	-0-	-0-	-0-
KATE PEW WOLTERS 2260 CASCADE SPRINGS DR SE, GRAND RAPID, MI 49546	DIRECTOR	-0-	-0-	-0-
JOHN E. PEW 11127 OLD HARBOUR RD, NORTH PALM BEACH, FL 33408	PRESIDENT 1	-0-	-0-	-0-
ROBERT C. PEW III PO BOX 219, WOODY CREEK, CO 81656	DIRECTOR 1	-0-	-0-	-0-

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

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

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

**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
SEE STATEMENT 8		

Total number of others receiving over \$50,000 for professional services . . . . . **NONE**

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

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

	Expenses
1 NONE	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments. See instructions. 3 NONE	

Total. Add lines 1 through 3 . . . . .

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	15,709,433.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	NONE
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	15,709,433.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	15,709,433.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	235,641.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	15,473,792.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	773,690.

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here  and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	773,690.
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2a</b>	20,491.
<b>b</b>	Income tax for 2013. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	20,491.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	753,199.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	753,199.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	753,199.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	1,001,061.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	1,001,061.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	1,001,061.

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

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
<b>1</b> Distributable amount for 2013 from Part XI, line 7 . . . . .				753,199.
<b>2</b> Undistributed income, if any, as of the end of 2013:				
<b>a</b> Enter amount for 2012 only . . . . .			NONE	
<b>b</b> Total for prior years: 20____, 20____, 20____		NONE		
<b>3</b> Excess distributions carryover, if any, to 2013:				
<b>a</b> From 2008 . . . . .	280,115.			
<b>b</b> From 2009 . . . . .	229,760.			
<b>c</b> From 2010 . . . . .	199,561.			
<b>d</b> From 2011 . . . . .	232,944.			
<b>e</b> From 2012 . . . . .	243,067.			
<b>f</b> Total of lines 3a through e . . . . .	1,185,447.			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4: ► \$ <u>1,001,061.</u>				
<b>a</b> Applied to 2012, but not more than line 2a . . . . .			NONE	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
<b>d</b> Applied to 2013 distributable amount . . . . .				753,199.
<b>e</b> Remaining amount distributed out of corpus . . . . .	247,862.			
<b>5</b> Excess distributions carryover applied to 2013 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	1,433,309.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		NONE		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .		NONE		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions . . . . .		NONE		
<b>e</b> Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions . . . . .			NONE	
<b>f</b> Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 . . . . .				NONE
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .	NONE			
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . . . .	280,115.			
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	1,153,194.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2009 . . . . .	229,760.			
<b>b</b> Excess from 2010 . . . . .	199,561.			
<b>c</b> Excess from 2011 . . . . .	232,944.			
<b>d</b> Excess from 2012 . . . . .	243,067.			
<b>e</b> Excess from 2013 . . . . .	247,862.			

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

NOT APPLICABLE

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)

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

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

**1 Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

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
<p><b>a Paid during the year</b></p> <p>MARY &amp; ROBERT PEW PUBLIC EDUCATION FUND 601 HERITAGE DRIVE STE 206 JUPITER FL 33458</p>	NONE	PUBLIC	GENERAL	1,000,000.
<b>Total</b> .....				<b>3a</b> 1,000,000.
<b>b Approved for future payment</b>				
<b>Total</b> .....				<b>3b</b>





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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST	433,486.	433,486.
RETURN OF CAPITAL	111.	
ACCRUED/DEFERRED INCOME	-273.	
TOTAL	433,324.	433,486.

FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE	2,000.	1,000.		1,000.
TOTALS	2,000.	1,000.	NONE	1,000.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
NORTHERN INVESTMENT ADVISORY F	76,135.	76,135.
COLUMBUS CIRCLE INVESTOR	3,368.	3,368.
EARNEST PARTNERS, LLC	2,021.	2,021.
NEUBERGER BERMAN	2,290.	2,290.
	-----	-----
TOTALS	83,814.	83,814.
	=====	=====

FORM 990PF, PART I - TAXES  
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ESTIMATED TAX	4,326.	
FOREIGN TAX	3,018.	3,018.
TOTALS	7,344.	3,018.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADR FEE	295.	295.	
FL FILING FEE	61.		61.
OTHER	18.	18.	
TOTALS	374.	313.	61.

PROGRESSIVE EDUCATION FOUNDATION, INC.  
FORM 990PF, PART II - CORPORATE STOCK  
=====

30-0259919

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
SEE ATTACHMENTS	4,675,364.	5,501,835.
	-----	-----
TOTALS	4,675,364.	5,501,835.
	=====	=====

PROGRESSIVE EDUCATION FOUNDATION, INC.

30-0259919

FORM 990PF, PART II - CORPORATE BONDS  
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHMENTS	9,243,828.	9,563,860.
TOTALS	9,243,828.	9,563,860.
	=====	=====

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

=====

NAME:

NORTHERN TRUST COMPANY

ADDRESS:

PO BOX 803878  
CHICAGO, IL 60680

TYPE OF SERVICE:

INVESTMENT ADVIOSRY

COMPENSATION ..... 76,135.

COMPENSATION EXPLANATION:

INVESTMENT ADVISORY FEE

TOTAL COMPENSATION: 76,135.

=====

**SCHEDULE D  
(Form 1041)**

**Capital Gains and Losses**

OMB No 1545-0092

Department of the Treasury  
Internal Revenue Service

▶ Attach to Form 1041, Form 5227, or Form 990-T.  
▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.  
▶ Information about Schedule D and its separate instructions is at [www.irs.gov/form1041](http://www.irs.gov/form1041)

**2013**

Name of estate or trust

Employer identification number

PROGRESSIVE EDUCATION FOUNDATION, INC.

30-0259919

Note: Form 5227 filers need to complete only Parts I and II.

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

See instructions for how to figure the amounts to enter on the lines below.

This form may be easier to complete if you round off cents to whole dollars.

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
<b>1a</b> Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
<b>1b</b> Totals for all transactions reported on Form(s) 8949 with <b>Box A</b> checked . . . . .	7,958.	10,023.		-2,065.
<b>2</b> Totals for all transactions reported on Form(s) 8949 with <b>Box B</b> checked . . . . .				
<b>3</b> Totals for all transactions reported on Form(s) 8949 with <b>Box C</b> checked . . . . .	1,125,953.	1,096,421.		29,532.
<b>4</b> Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .				<b>4</b>
<b>5</b> Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .				<b>5</b>
<b>6</b> Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet . . . . .				<b>6</b> ( )
<b>7</b> <b>Net short-term capital gain or (loss).</b> Combine lines 1a through 6 in column (h). Enter here and on line 17, column (3) on the back . . . . . ▶				<b>7</b> 27,467.

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

See instructions for how to figure the amounts to enter on the lines below.

This form may be easier to complete if you round off cents to whole dollars.

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
<b>8a</b> Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
<b>8b</b> Totals for all transactions reported on Form(s) 8949 with <b>Box D</b> checked . . . . .	4,911.	5,280.		-369.
<b>9</b> Totals for all transactions reported on Form(s) 8949 with <b>Box E</b> checked . . . . .	9,449.	5,938.		3,511.
<b>10</b> Totals for all transactions reported on Form(s) 8949 with <b>Box F</b> checked . . . . .	2,878,913.	2,253,358.		625,555.
<b>11</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .				<b>11</b>
<b>12</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .				<b>12</b>
<b>13</b> Capital gain distributions . . . . .				<b>13</b> 23,042.
<b>14</b> Gain from Form 4797, Part I . . . . .				<b>14</b>
<b>15</b> Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet . . . . .				<b>15</b> ( )
<b>16</b> <b>Net long-term capital gain or (loss).</b> Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back . . . . . ▶				<b>16</b> 651,739.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2013

JSA  
3F1210 1.000

<b>Part III Summary of Parts I and II</b>		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
<b>Caution: Read the instructions before completing this part.</b>				
<b>17</b> Net short-term gain or (loss) . . . . .	<b>17</b>			27,467.
<b>18</b> Net long-term gain or (loss):				
<b>a</b> Total for year . . . . .	<b>18a</b>			651,739.
<b>b</b> Unrecaptured section 1250 gain (see line 18 of the wrksh.) . . . . .	<b>18b</b>			14.
<b>c</b> 28% rate gain . . . . .	<b>18c</b>			
<b>19</b> Total net gain or (loss). Combine lines 17 and 18a . . . . . ▶	<b>19</b>			679,206.

**Note:** If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 18a and 19, column (2), are net gains, go to Part V, and do not complete Part IV. If line 19, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

**Part IV Capital Loss Limitation**

<b>20</b> Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: <b>a</b> The loss on line 19, column (3) or <b>b</b> \$3,000 . . . . .	<b>20</b> ( )
---	---------------

**Note:** If the loss on line 19, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

**Part V Tax Computation Using Maximum Capital Gains Rates**

**Form 1041 filers.** Complete this part **only** if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

**Caution:** Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 18b, col. (2) or line 18c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

**Form 990-T trusts.** Complete this part **only** if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col. (2) or line 18c, col. (2) is more than zero.

<b>21</b> Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34). . . . .	<b>21</b>			
<b>22</b> Enter the smaller of line 18a or 19 in column (2) but not less than zero . . . . .	<b>22</b>			
<b>23</b> Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . . . .	<b>23</b>			
<b>24</b> Add lines 22 and 23 . . . . .	<b>24</b>			
<b>25</b> If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . . . ▶	<b>25</b>			
<b>26</b> Subtract line 25 from line 24. If zero or less, enter -0- . . . . .	<b>26</b>			
<b>27</b> Subtract line 26 from line 21. If zero or less, enter -0- . . . . .	<b>27</b>			
<b>28</b> Enter the smaller of the amount on line 21 or \$2,450 . . . . .	<b>28</b>			
<b>29</b> Enter the smaller of the amount on line 27 or line 28 . . . . .	<b>29</b>			
<b>30</b> Subtract line 29 from line 28. If zero or less, enter -0-. This amount is taxed at 0% . . . . . ▶	<b>30</b>			
<b>31</b> Enter the smaller of line 21 or line 26 . . . . .	<b>31</b>			
<b>32</b> Subtract line 30 from line 26 . . . . .	<b>32</b>			
<b>33</b> Enter the smaller of line 21 or \$11,950 . . . . .	<b>33</b>			
<b>34</b> Add lines 27 and 30 . . . . .	<b>34</b>			
<b>35</b> Subtract line 34 from line 33. If zero or less, enter -0- . . . . .	<b>35</b>			
<b>36</b> Enter the smaller of line 32 or line 35 . . . . .	<b>36</b>			
<b>37</b> Multiply line 36 by 15%. . . . . ▶	<b>37</b>			
<b>38</b> Enter the amount from line 31 . . . . .	<b>38</b>			
<b>39</b> Add lines 30 and 36 . . . . .	<b>39</b>			
<b>40</b> Subtract line 39 from line 38. If zero or less, enter -0- . . . . .	<b>40</b>			
<b>41</b> Multiply line 40 by 20% . . . . . ▶	<b>41</b>			
<b>42</b> Figure the tax on the amount on line 27. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	<b>42</b>			
<b>43</b> Add lines 37, 41, and 42 . . . . .	<b>43</b>			
<b>44</b> Figure the tax on the amount on line 21. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	<b>44</b>			
<b>45</b> Tax on all taxable income. Enter the smaller of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . . . ▶	<b>45</b>			

# Sales and Other Dispositions of Capital Assets

Department of the Treasury  
Internal Revenue Service

Information about Form 8949 and its separate instructions is at [www.irs.gov/form8949](http://www.irs.gov/form8949).  
File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

**2013**

Attachment  
Sequence No **12A**

Name(s) shown on return <b>PROGRESSIVE EDUCATION FOUNDATION, INC.</b>	Social security number or taxpayer identification number <b>30-0259919</b>
--	---

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

**Part I Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

**Note.** You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box A, B, or C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr )	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	83. ADR DAIHATSU MTR CO LT	05/01/2013	02/03/2014	2,570.00	3,288.00			-718.00
	1. ECHOSTAR CORPORATION	02/20/2013	11/14/2013	51.00	40.00			11.00
	91. ADR MINDRAY MED INTL L ADR REPSTG CL A	03/11/2013	11/19/2013	3,519.00	3,440.00			79.00
	602. ADR TURKIYE GARANTI B SPONSORED ADR REPSTG 20	04/15/2013	01/15/2014	1,818.00	3,255.00			-1,437.00
<b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ▶				7,958.	10,023.			-2,065.

**Note.** If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.





**Sales and Other Dispositions of Capital Assets**

Information about Form 8949 and its separate instructions is at [www.irs.gov/form8949](http://www.irs.gov/form8949).

**2013**

Department of the Treasury  
Internal Revenue Service

File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

Attachment  
Sequence No **12A**

Name(s) shown on return: **PROGRESSIVE EDUCATION FOUNDATION, INC.**  
Social security number or taxpayer identification number: **30-0259919**

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

**Part I Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

**Note.** You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box A, B, or C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr)	(c) Date sold or disposed (Mo., day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
48.	ABBVIE INC COM USD0.01	12/23/2013	05/22/2014	2,577.00	2,534.00			43.00
16.	AGRIUM INC	04/25/2014	07/24/2014	1,475.00	1,503.00			-28.00
58.	ALLERGAN INC	01/21/2014	03/28/2014	7,096.00	6,611.00			485.00
23.	ALLIANCE DATA SYSTEMS	04/15/2014	07/24/2014	6,250.00	6,029.00			221.00
57.	ALLIANCE DATA SYSTEMS	04/30/2014	09/03/2014	15,011.00	14,025.00			986.00
16.	AMAZON COM INC	02/27/2014	06/20/2014	5,160.00	5,972.00			-812.00
8.	AMAZON COM INC	03/27/2014	07/15/2014	2,831.00	2,838.00			-7.00
13.	AMAZON COM INC	12/03/2013	07/28/2014	4,143.00	4,858.00			-715.00
6.	AMAZON COM INC	03/27/2014	09/03/2014	2,031.00	2,029.00			2.00
42.	AMERICAN EXPRESS CO	10/21/2013	05/22/2014	3,704.00	3,391.00			313.00
81.	AMERICAN EXPRESS CO	03/03/2014	10/17/2014	6,679.00	7,206.00			-527.00
56.	AMERICAN TOWER CORP	01/24/2014	09/03/2014	5,488.00	4,571.00			917.00
52.	AMERIPRISE FINANCIAL I	01/16/2014	07/24/2014	6,377.00	5,909.00			468.00
125.	AMERIPRISE FINANCIAL	05/20/2014	09/03/2014	15,733.00	13,573.00			2,160.00

**2 Totals.** Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ▶

**Note.** If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

**Sales and Other Dispositions of Capital Assets**

Information about Form 8949 and its separate instructions is at [www.irs.gov/form8949](http://www.irs.gov/form8949).

**2013**

Department of the Treasury  
Internal Revenue Service

File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

Attachment  
Sequence No **12A**

Name(s) shown on return: **PROGRESSIVE EDUCATION FOUNDATION, INC.**  
Social security number or taxpayer identification number: **30-0259919**

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

**Part I Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

**Note.** You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box A, B, or C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co.)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
184.	APPLE COMPUTER INC	06/30/2014	09/03/2014	18,179.00	16,669.00			1,510.00
191.	ARM HLDGS PLC SPONSOR	05/13/2014	09/03/2014	9,189.00	8,751.00			438.00
299.	AVON PRODS INC	08/02/2013	11/01/2013	5,196.00	6,562.00			-1,366.00
143.	BNP PARIBAS SPONSORED 1/4 SH	04/23/2014	07/24/2014	4,806.00	5,492.00			-686.00
329.	BARCLAYS PLC ADR	04/23/2014	07/24/2014	4,797.00	5,717.00			-920.00
38.	BIOMARIN PHARMACEUTICA ISIN CH0008107010	11/14/2013	05/21/2014	2,148.00	2,455.00			-307.00
48.	BOEING CO	10/24/2013	03/19/2014	5,948.00	5,425.00			523.00
52.	BOEING CO	07/25/2013	03/20/2014	6,381.00	5,437.00			944.00
22.	BOEING CO	01/08/2014	07/17/2014	2,792.00	3,104.00			-312.00
93.	BORG WARNER AUTOMOTIVE	07/17/2014	07/24/2014	6,085.00	5,896.00			189.00
222.	BORG WARNER AUTOMOTIV	05/22/2014	09/03/2014	13,915.00	13,431.00			484.00
221.	BOSTON SCIENTIFIC COR	03/26/2014	09/18/2014	2,735.00	2,989.00			-254.00
61.	BRINKER INTL INC	03/03/2014	07/14/2014	2,824.00	3,273.00			-449.00
73.	BRINKER INTL INC	03/28/2014	07/15/2014	3,384.00	3,857.00			-473.00
<p><b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ▶</p>								

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.

# Sales and Other Dispositions of Capital Assets

Department of the Treasury  
Internal Revenue Service

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**2013**

Attachment  
Sequence No **12A**

Name(s) shown on return: PROGRESSIVE EDUCATION FOUNDATION, INC. Social security number or taxpayer identification number: 30-0259919

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

**Part I Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

**Note.** You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

**You must check Box A, B, or C below. Check only one box.** If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co)	(b) Date acquired (Mo., day, yr)	(c) Date sold or disposed (Mo., day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
28.	CME GROUP INC	10/24/2013	04/07/2014	1,901.00	2,177.00			-276.00
59.	CME GROUP INC	10/24/2013	04/08/2014	4,013.00	4,578.00			-565.00
253.	BRAMBLES LTD RIGHTS	01/23/2014	05/28/2014	364.00	382.00			-18.00
172.	CATAMARAN CORP COM	02/13/2014	04/10/2014	6,611.00	8,501.00			-1,890.00
48.	CATAMARAN CORP COM	10/31/2013	07/24/2014	2,143.00	2,310.00			-167.00
281.	CATAMARAN CORP COM	08/18/2014	09/03/2014	13,467.00	13,002.00			465.00
41.	CENOVUS ENERGY INC COM	06/03/2014	07/24/2014	1,270.00	1,219.00			51.00
35.	CHURCH & DWIGHT INC	05/20/2014	09/03/2014	2,397.00	2,375.00			22.00
61.	ADR CIELO S A SPONSORE	04/23/2014	07/24/2014	1,227.00	1,070.00			157.00
125.	CISCO SYS INC	06/28/2013	11/15/2013	2,680.00	3,072.00			-392.00
311.	CISCO SYS INC	05/30/2013	12/03/2013	6,576.00	7,469.00			-893.00
93.	CITIGROUP INC COM NEW	07/17/2014	07/24/2014	4,653.00	4,620.00			33.00
217.	CITIGROUP INC COM NEW	07/17/2014	09/03/2014	11,310.00	10,717.00			593.00
337.	ADR COMPAGNIE FINANCI RICHEMONT AG SWITZ ADR	08/13/2013	07/24/2014	3,344.00	3,423.00			-79.00

**2 Totals.** Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►

**Note.** If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

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**Sales and Other Dispositions of Capital Assets**

Department of the Treasury  
Internal Revenue Service

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► File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

Attachment  
Sequence No **12A**

Name(s) shown on return: **PROGRESSIVE EDUCATION FOUNDATION, INC.**  
Social security number or taxpayer identification number: **30-0259919**

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

**Part I Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

**Note.** You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

**You must check Box A, B, or C below. Check only one box.** If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
116.	ADR CONTINENTAL AG SP ISIN #US2107712000	05/29/2014	07/24/2014	5,303.00	5,509.00			-206.00
57.	CORUS ENTMT INC CL B N	06/10/2014	07/24/2014	1,281.00	1,345.00			-64.00
15.	CREE INC	08/02/2013	03/28/2014	826.00	1,071.00			-245.00
42.	CREE INC	06/10/2013	03/31/2014	2,362.00	2,462.00			-100.00
31.	CROWN CASTLE INTL CORP	10/24/2013	01/08/2014	2,246.00	2,346.00			-100.00
95.	CROWN CASTLE INTL CORP	10/24/2013	01/09/2014	6,781.00	6,695.00			86.00
38.	CUMMINS ENGINE INC	06/20/2014	09/03/2014	5,468.00	5,674.00			-206.00
20.	DNB NOR ASA SPONSORED	05/15/2014	07/24/2014	3,642.00	3,714.00			-72.00
86.	DIGITAL RLTY TR INC CO	10/31/2013	12/03/2013	3,769.00	4,629.00			-860.00
39.	E I DU PONT DE NEMOURS	12/26/2013	04/15/2014	2,579.00	2,504.00			75.00
52.	EOG RES INC	05/20/2014	07/24/2014	6,029.00	5,230.00			799.00
150.	EOG RES INC	08/29/2014	09/03/2014	16,126.00	14,869.00			1,257.00
57.	EBAY INC	07/18/2013	01/31/2014	3,022.00	3,125.00			-103.00
134.	EBAY INC	05/13/2014	06/30/2014	6,703.00	6,891.00			-188.00

**2 Totals.** Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►

**Note.** If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

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# Sales and Other Dispositions of Capital Assets

Department of the Treasury  
Internal Revenue Service

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► File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

**2013**

Attachment  
Sequence No **12A**

Name(s) shown on return <b>PROGRESSIVE EDUCATION FOUNDATION, INC.</b>	Social security number or taxpayer identification number <b>30-0259919</b>
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Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

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- (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
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- (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	18. EDWARDS LIFESCIENCES C	07/17/2014	07/24/2014	1,534.00	1,557.00			-23.00
	125. EDWARDS LIFESCIENCES	07/17/2014	09/03/2014	12,237.00	9,242.00			2,995.00
	33. ENBRIDGE INC COM	06/03/2014	07/24/2014	1,669.00	1,571.00			98.00
	3. ADR EUTELSAT COMMUNICAT	08/20/2013	03/05/2014	24.00	23.00			1.00
	226. ADR EUTELSAT COMMUNIC	08/22/2013	03/06/2014	1,791.00	1,695.00			96.00
	344. ADR EUTELSAT COMMUNIC	08/22/2013	05/14/2014	2,885.00	2,555.00			330.00
	88. FACEBOOK INC CL A CL A	04/30/2014	09/03/2014	6,661.00	5,017.00			1,644.00
	6600. MFC FLEXSHARES TR TR TARGET DURATION TIPS IN	05/14/2013	04/22/2014	165,128.00	167,167.00			-2,039.00
	72. GEN MTRS CO COM	11/15/2013	01/21/2014	2,746.00	2,748.00			-2.00
	273. GEN MTRS CO COM	09/19/2013	02/07/2014	9,714.00	10,008.00			-294.00
	54. GILEAD SCIENCES INC	02/05/2014	09/03/2014	5,888.00	4,295.00			1,593.00
	216. GOODYEAR TIRE & RUBBE	06/20/2014	07/24/2014	6,119.00	5,878.00			241.00
	522. GOODYEAR TIRE & RUBBE	05/22/2014	09/03/2014	13,462.00	13,197.00			265.00
	6. GOOGLE INC COM USD0.001	03/06/2014	04/21/2014	3,179.00	2,952.00			227.00

**2 Totals.** Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►

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**Sales and Other Dispositions of Capital Assets**

Department of the Treasury  
Internal Revenue Service

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**2013**

Attachment  
Sequence No **12A**

Name(s) shown on return: PROGRESSIVE EDUCATION FOUNDATION, INC.  
Social security number or taxpayer identification number: 30-0259919

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

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1	(a) Description of property (Example: 100 sh. XYZ Co)	(b) Date acquired (Mo., day, yr)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
9.	GOOGLE INC COM USD0.001	07/17/2014	09/03/2014	5,187.00	5,183.00			4.00
266.	GROUPON INC	09/20/2013	12/03/2013	2,409.00	3,362.00			-953.00
48.	ADR GRUPO FINANCIERO B DE C	04/23/2014	07/24/2014	1,688.00	1,572.00			116.00
93.	HCA HLDGS INC COM	06/20/2014	07/24/2014	5,713.00	4,983.00			730.00
6.	HCA HLDGS INC COM	08/01/2014	08/19/2014	415.00	397.00			18.00
224.	HCA HLDGS INC COM	04/10/2014	09/03/2014	15,509.00	10,972.00			4,537.00
111.	HEALTH CARE REIT INC	08/16/2013	12/19/2013	5,850.00	6,766.00			-916.00
3.	ADR HENKEL AG & CO KGAA ADR REPSTG PFD SHS	09/19/2013	02/06/2014	336.00	311.00			25.00
32.	ADR HENKEL AG & CO KGA ADR REPSTG PFD SHS	09/19/2013	07/24/2014	3,677.00	3,314.00			363.00
328.	HOLOGIC INC COM	06/20/2013	12/04/2013	7,306.00	6,606.00			700.00
61.	HOME DEPOT INC	12/19/2013	07/17/2014	4,846.00	4,722.00			124.00
2.	HURON CONSULTING GROUP	01/10/2014	02/12/2014	129.00	121.00			8.00
7.	INTUITIVE SURGICAL INC	04/07/2014	04/24/2014	2,596.00	3,501.00			-905.00
5.	INTUITIVE SURGICAL INC	02/25/2014	07/24/2014	2,374.00	2,193.00			181.00

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**Note.** If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

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**Sales and Other Dispositions of Capital Assets**

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**2013**

Attachment Sequence No **12A**

Department of the Treasury  
Internal Revenue Service

Name(s) shown on return PROGRESSIVE EDUCATION FOUNDATION, INC.	Social security number or taxpayer identification number 30-0259919
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- (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	28. INTUITIVE SURGICAL INC	08/21/2014	09/03/2014	13,226.00	12,404.00			822.00
	600. MFC ISHARES TR S&P MI INDEX FD	09/19/2013	04/22/2014	81,809.00	75,276.00			6,533.00
	37. JACOBS ENGR GROUP INC	11/12/2013	04/30/2014	2,124.00	2,287.00			-163.00
	6. JOHNSON CONTROLS INC	11/22/2013	08/13/2014	287.00	303.00			-16.00
	30. JOHNSON CONTROLS INC	02/27/2014	08/19/2014	1,446.00	1,496.00			-50.00
	30. JOHNSON CONTROLS INC	09/16/2013	08/22/2014	1,446.00	1,289.00			157.00
	595. ADR JULIUS BAER GROUP	04/23/2014	07/24/2014	5,278.00	5,613.00			-335.00
	61. KLA-TENCOR CORP	03/15/2013	01/31/2014	3,743.00	3,233.00			510.00
	56. KANSAS CITY SOUTHERN I	01/24/2014	09/03/2014	6,487.00	5,854.00			633.00
	96. LAUDER ESTEE COS INC C	05/20/2014	09/03/2014	7,315.00	6,850.00			465.00
	12. LINKEDIN CORP CL A	10/30/2013	01/06/2014	2,452.00	2,700.00			-248.00
	1. LINKEDIN CORP CL A	05/15/2013	05/14/2014	146.00	192.00			-46.00
	12. LINKEDIN CORP CL A	06/20/2013	05/20/2014	1,794.00	2,088.00			-294.00
	20. MCDONALDS CORP	05/15/2013	01/23/2014	1,905.00	2,038.00			-133.00

**2 Totals.** Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►

**Note.** If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

# Sales and Other Dispositions of Capital Assets

Department of the Treasury  
Internal Revenue Service

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▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

**2013**

Attachment  
Sequence No **12A**

Name(s) shown on return <b>PROGRESSIVE EDUCATION FOUNDATION, INC.</b>	Social security number or taxpayer identification number <b>30-0259919</b>
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Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

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**You must check Box A, B, or C below. Check only one box.** If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
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- (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
3.	MCKESSON HBOC INC	08/01/2014	08/19/2014	576.00	585.00			-9.00
45.	MOHAWK INDS INC	05/13/2014	07/24/2014	5,863.00	6,235.00			-372.00
110.	MOHAWK INDS INC	07/17/2014	09/03/2014	16,061.00	14,593.00			1,468.00
48.	MONSANTO CO NEW	04/10/2014	09/03/2014	5,534.00	5,450.00			84.00
18.	MONSTER BEVERAGE CORP	02/28/2014	06/20/2014	1,308.00	1,314.00			-6.00
33.	MONSTER BEVERAGE CORP	01/13/2014	07/10/2014	2,337.00	2,297.00			40.00
21.	MONSTER BEVERAGE CORP	02/07/2014	07/15/2014	1,453.00	1,445.00			8.00
31.	MONSTER BEVERAGE CORP	02/07/2014	07/16/2014	2,118.00	2,094.00			24.00
11.	MORGAN STANLEY DEAN WI NEW	01/21/2014	08/19/2014	359.00	358.00			1.00
7.5	NOW INC COM	07/19/2013	06/20/2014	260.00	215.00			45.00
12.	OCCIDENTAL PETROLEUM C	10/23/2013	07/18/2014	1,203.00	1,150.00			53.00
29.	OCCIDENTAL PETROLEUM C	02/07/2014	07/25/2014	2,922.00	2,654.00			268.00
72.	OCCIDENTAL PETROLEUM C	02/07/2014	07/31/2014	7,083.00	6,442.00			641.00
75.	OCWEN FINL CORP COM NE	10/28/2013	01/17/2014	3,765.00	4,319.00			-554.00

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**Sales and Other Dispositions of Capital Assets**

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**2013**

Department of the Treasury  
Internal Revenue Service

File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

Attachment  
Sequence No **12A**

Name(s) shown on return: **PROGRESSIVE EDUCATION FOUNDATION, INC.**  
Social security number or taxpayer identification number: **30-0259919**

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

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**You must check Box A, B, or C below. Check only one box.** If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example. 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	41. PALO ALTO NETWORKS INC USDO.0001	07/17/2014	07/24/2014	3,430.00	3,186.00			244.00
	92. PALO ALTO NETWORKS INC USDO.0001	07/17/2014	09/03/2014	8,200.00	6,362.00			1,838.00
	13. PANERA BREAD CO CL A	09/20/2013	01/31/2014	2,180.00	2,214.00			-34.00
	26. PEPSICO INC	08/21/2013	01/31/2014	2,091.00	2,067.00			24.00
	14. PHARMACYCLICS INC COM	02/18/2014	05/23/2014	1,240.00	1,832.00			-592.00
	10. PHARMACYCLICS INC COM	08/27/2013	05/27/2014	879.00	1,153.00			-274.00
	25. PHARMACYCLICS INC COM	08/27/2013	05/30/2014	2,230.00	2,364.00			-134.00
	22. PRICE T ROWE GROUP INC	04/24/2013	04/21/2014	1,773.00	1,623.00			150.00
	9. PRICELINE COM INC COM	08/07/2014	09/03/2014	11,099.00	10,792.00			307.00
	7. PROCTER & GAMBLE CO	07/12/2013	01/31/2014	535.00	570.00			-35.00
	103. PRUDENTIAL PLC ADR	04/11/2014	07/24/2014	4,850.00	4,618.00			232.00
	14. ADR PUBLICIS S A NEW S	05/31/2013	02/06/2014	314.00	254.00			60.00
	93. ADR PUBLICIS S A NEW S	05/27/2014	07/24/2014	1,820.00	2,007.00			-187.00
	5. REGENERON PHARMACEUTICA	02/11/2014	06/23/2014	1,395.00	1,534.00			-139.00

**2 Totals.** Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked)

**Note.** If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

# Sales and Other Dispositions of Capital Assets

Department of the Treasury  
Internal Revenue Service

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**2013**

Attachment  
Sequence No **12A**

Name(s) shown on return: PROGRESSIVE EDUCATION FOUNDATION, INC.  
Social security number or taxpayer identification number: 30-0259919

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

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- (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example. 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
12.	REGENERON PHARMACEUTIC	02/11/2014	06/24/2014	3,393.00	3,102.00			291.00
10.	REGENERON PHARMACEUTIC	12/03/2013	07/24/2014	3,037.00	2,947.00			90.00
32.	REGENERON PHARMACEUTIC	08/18/2014	09/03/2014	11,564.00	9,342.00			2,222.00
117.	SLM CORPORATION SECUR	08/02/2013	01/21/2014	2,829.00	2,781.00			48.00
259.	SLM CORPORATION SECUR	05/01/2013	01/24/2014	5,975.00	5,196.00			779.00
273.	ADR SMC CORP JAPAN SP	06/03/2014	07/24/2014	3,625.00	3,695.00			-70.00
102.	SAFEWAY INC COM NEW	02/27/2014	03/28/2014	3,809.00	3,677.00			132.00
49.	SAFEWAY INC COM NEW	11/08/2013	04/02/2014	1,853.00	1,685.00			168.00
69.	SAFEWAY INC COM NEW	10/15/2013	04/04/2014	2,619.00	2,292.00			327.00
42.	ST JUDE MEDICAL INC	01/14/2014	04/17/2014	2,565.00	2,673.00			-108.00
105.	ST JUDE MEDICAL INC	10/23/2013	04/24/2014	6,535.00	5,932.00			603.00
128.	SALESFORCE COM INC CO	11/25/2013	09/03/2014	7,538.00	6,782.00			756.00
23.	SANOFI-AVENTIS SPONSOR	02/10/2014	07/24/2014	1,197.00	1,181.00			16.00
130.	ADR SANTEN PHARMACEUT	06/03/2014	07/24/2014	3,723.00	3,733.00			-10.00

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**Note.** If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

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**Sales and Other Dispositions of Capital Assets**

Department of the Treasury  
Internal Revenue Service

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**2013**

Attachment Sequence No **12A**

Name(s) shown on return: PROGRESSIVE EDUCATION FOUNDATION, INC. Social security number or taxpayer identification number: 30-0259919

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1	(a) Description of property (Example: 100 sh XYZ Co.)	(b) Date acquired (Mo, day, yr.)	(c) Date sold or disposed (Mo, day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
137.	SCHLUMBERGER LTD ISIN 86	08/29/2014	09/03/2014	14,809.00	14,624.00			185.00
57.	SERVICENOW INC COM USD	04/03/2014	07/24/2014	3,373.00	3,476.00			-103.00
175.	SERVICENOW INC COM US	07/31/2014	09/03/2014	10,962.00	9,958.00			1,004.00
557.	SIRIUS XM HLDGS INC C	06/10/2013	01/09/2014	2,084.00	1,873.00			211.00
27.	SOLARCITY CORP COM	01/10/2014	03/03/2014	2,215.00	1,786.00			429.00
70.	SPIRIT AIRLS INC COM	07/17/2014	07/24/2014	4,704.00	4,635.00			69.00
162.	SPIRIT AIRLS INC COM	07/17/2014	09/03/2014	11,709.00	10,029.00			1,680.00
53.	SPLUNK INC COMSTK COM	01/27/2014	07/24/2014	2,527.00	4,245.00			-1,718.00
131.	SPLUNK INC COMSTK COM	04/03/2014	09/03/2014	7,412.00	9,792.00			-2,380.00
37.	STARBUCKS CORP	01/31/2014	09/03/2014	2,837.00	2,658.00			179.00
98.	SUNCOR ENERGY INC NEW	04/25/2014	07/24/2014	4,150.00	3,629.00			521.00
32.	ADR SVENSKA CELLULOZA SCA SPONSORED ADR	04/23/2014	07/24/2014	823.00	898.00			-75.00
127.	TJX COS INC NEW	08/26/2014	09/03/2014	7,658.00	7,521.00			137.00
28.	TERADATA CORP DEL COM	02/07/2013	11/25/2013	1,265.00	1,775.00			-510.00

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# Sales and Other Dispositions of Capital Assets

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**2013**

Department of the Treasury  
Internal Revenue Service

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Attachment  
Sequence No **12A**

Name(s) shown on return <b>PROGRESSIVE EDUCATION FOUNDATION, INC.</b>	Social security number or taxpayer identification number <b>30-0259919</b>
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1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	163. TOLL BROTHERS INC	04/10/2014	07/24/2014	5,622.00	5,943.00			-321.00
	404. TOLL BROTHERS INC	07/17/2014	09/03/2014	13,683.00	14,356.00			-673.00
	116. TOSHIBA CORP ADR	07/17/2013	04/23/2014	2,858.00	3,367.00			-509.00
	37. TRACTOR SUPPLY CO	01/31/2014	07/17/2014	2,272.00	2,465.00			-193.00
	156. TRIMBLE NAVIGATION LT	05/13/2014	09/03/2014	5,143.00	5,778.00			-635.00
	477. TWENTY-FIRST CENTY FO CL A	04/15/2014	07/17/2014	15,678.00	15,142.00			536.00
	115. TWITTER INC COM	09/05/2014	10/29/2014	4,860.00	5,262.00			-402.00
	32. ULTA SALON COSMETICS & INC COMSTK	02/19/2013	12/20/2013	3,026.00	2,762.00			264.00
	24. UNDER ARMOUR INC CL A	01/31/2014	03/03/2014	2,677.00	2,591.00			86.00
	45. VALMONT INDS INC COM	06/20/2014	09/03/2014	6,238.00	6,941.00			-703.00
	44. VERIZON COMMUNICATIONS	05/15/2013	01/16/2014	2,136.00	2,338.00			-202.00
	43. WHIRLPOOL CORP	04/30/2014	07/24/2014	6,318.00	6,615.00			-297.00
	103. WHIRLPOOL CORP	07/17/2014	09/03/2014	15,766.00	15,055.00			711.00
	60. WHOLE FOODS MKT INC	01/31/2014	06/20/2014	2,341.00	3,163.00			-822.00

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# Sales and Other Dispositions of Capital Assets

Department of the Treasury  
Internal Revenue Service

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**2013**

Attachment  
Sequence No **12A**

Name(s) shown on return <b>PROGRESSIVE EDUCATION FOUNDATION, INC.</b>	Social security number or taxpayer identification number <b>30-0259919</b>
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**Part I Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

**Note.** You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

**You must check Box A, B, or C below. Check only one box.** If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co)	(b) Date acquired (Mo., day, yr)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	76. YELP INC CL A	12/12/2013	05/07/2014	3,830.00	5,195.00			-1,365.00
	77. YUM BRANDS INC	08/18/2014	09/03/2014	5,497.00	5,628.00			-131.00
	5. ACTAVIS PLC COM	10/01/2013	03/06/2014	1,108.00	720.00			388.00
	14. ACTAVIS PLC COM	10/01/2013	04/09/2014	2,767.00	2,016.00			751.00
	67. DELPHI AUTOMOTIVE PLC	04/23/2014	05/29/2014	4,639.00	4,195.00			444.00
	440. WEATHERFORD INTERNATI LTD (IE)USD0.001	07/25/2014	10/09/2014	8,099.00	10,128.00			-2,029.00
	229. UBS AG SHS COM	05/27/2014	07/24/2014	4,227.00	4,672.00			-445.00
	16. CHECK POINT SOFTWARE T	04/30/2014	07/24/2014	1,056.00	1,021.00			35.00
	27. ADR ASML HLDG NV NY RE REV SPLIT)	05/27/2014	07/24/2014	2,328.00	2,355.00			-27.00
	144. NIELSEN N.V	02/06/2014	07/24/2014	6,971.00	5,611.00			1,360.00
	54. NXP SEMICONDUCTORS N V	01/02/2014	04/28/2014	3,075.00	2,372.00			703.00
	68. NXP SEMICONDUCTORS N V	01/02/2014	07/24/2014	4,462.00	2,895.00			1,567.00
	163. NXP SEMICONDUCTORS N	08/18/2014	09/03/2014	11,255.00	7,906.00			3,349.00
	127. SENSATA TECHNOLOGIES	07/17/2014	07/24/2014	6,040.00	5,721.00			319.00

**2 Totals.** Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ▶

**Note.** If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.

# Sales and Other Dispositions of Capital Assets

Department of the Treasury  
Internal Revenue Service

► Information about Form 8949 and its separate instructions is at [www.irs.gov/form8949](http://www.irs.gov/form8949).  
► File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

**2013**

Attachment  
Sequence No **12A**

Name(s) shown on return <b>PROGRESSIVE EDUCATION FOUNDATION, INC.</b>	Social security number or taxpayer identification number <b>30-0259919</b>
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Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

**Part I Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

**Note.** You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

**You must check Box A, B, or C below. Check only one box.** If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	129. SENSATA TECHNOLOGIES	05/27/2014	07/24/2014	6,173.00	5,079.00			1,094.00
	301. SENSATA TECHNOLOGIES	05/22/2014	09/03/2014	14,583.00	12,868.00			1,715.00
<b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►				1,125,953.	1,096,421.			29,532.

**Note.** If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

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Social security number or taxpayer identification number

PROGRESSIVE EDUCATION FOUNDATION, INC.

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**Part II Long-Term.** Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

**Note.** You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

**You must check Box D, E, or F below. Check only one box.** If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- (E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	76. AARON'S INC CLASS A	08/30/2012	03/18/2014	2,393.00	2,266.00			127.00
	50. AARON'S INC CLASS A	08/30/2012	03/19/2014	1,553.00	1,487.00			66.00
	48. ABBVIE INC COM USD0.01	01/22/2013	03/31/2014	2,456.00	1,735.00			721.00
	50. ABBVIE INC COM USD0.01	01/22/2013	04/15/2014	2,347.00	1,658.00			689.00
	42. ABBVIE INC COM USD0.01	02/19/2010	05/13/2014	2,191.00	1,193.00			998.00
	68. ABBVIE INC COM USD0.01	10/24/2011	05/20/2014	3,637.00	1,847.00			1,790.00
	42. ABBVIE INC COM USD0.01	02/27/2009	05/22/2014	2,255.00	1,077.00			1,178.00
	23. AGRIMUM INC	09/13/2012	07/24/2014	2,120.00	2,418.00			-298.00
	255. AXZO N V SPONSORED AD	03/03/2010	07/24/2014	6,277.00	4,661.00			1,616.00
	15. ALEXION PHARMACEUTICAL	11/07/2012	05/01/2014	2,418.00	1,353.00			1,065.00
	17. ALEXION PHARMACEUTICAL	02/15/2013	05/13/2014	2,750.00	1,490.00			1,260.00
	30. ALEXION PHARMACEUTICAL	02/15/2013	07/24/2014	5,035.00	1,676.00			3,359.00
	71. ALEXION PHARMACEUTICAL	07/13/2010	09/03/2014	12,031.00	1,820.00			10,211.00
	17. AMAZON COM INC	05/07/2009	04/28/2014	4,915.00	1,347.00			3,568.00
<p><b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

**Note.** If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

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Social security number or taxpayer identification number

PROGRESSIVE EDUCATION FOUNDATION, INC.

30-0259919

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(D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)

(E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS

(F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
17.	AMAZON COM INC	01/28/2013	04/29/2014	5,012.00	4,720.00			292.00
9.	AMAZON COM INC	05/13/2009	04/30/2014	2,714.00	699.00			2,015.00
11.	AMAZON COM INC	05/13/2009	05/13/2014	3,344.00	825.00			2,519.00
16.	AMAZON COM INC	05/13/2009	05/14/2014	4,811.00	1,195.00			3,616.00
5.	AMAZON COM INC	04/15/2009	07/24/2014	1,798.00	370.00			1,428.00
12.	AMAZON COM INC	03/06/2013	07/28/2014	3,824.00	3,232.00			592.00
5.	AMAZON COM INC	04/15/2009	09/03/2014	1,692.00	370.00			1,322.00
31.	AMERICAN EXPRESS CO	05/06/2010	04/08/2014	2,679.00	1,310.00			1,369.00
35.	AMERICAN EXPRESS CO	07/16/2010	05/13/2014	3,123.00	1,474.00			1,649.00
38.	AMERICAN EXPRESS CO	07/16/2010	05/20/2014	3,313.00	1,573.00			1,740.00
29.	AMERICAN EXPRESS CO	06/09/2010	05/22/2014	2,558.00	1,113.00			1,445.00
19.	AMERICAN EXPRESS CO	10/28/2013	10/30/2014	1,683.00	1,570.00			113.00
65.	AMERICAN TOWER CORP	12/29/2010	07/24/2014	6,003.00	3,333.00			2,670.00
99.	AMERICAN TOWER CORP	08/26/2013	09/03/2014	9,702.00	5,697.00			4,005.00
<p><b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

**Note.** If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

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- (E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr.)	(c) Date sold or disposed (Mo, day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
1.	APPLE COMPUTER INC	10/08/2012	12/16/2013	561.00	642.00			-81.00
5.	APPLE COMPUTER INC	10/08/2012	01/07/2014	2,705.00	2,524.00			181.00
5.	APPLE COMPUTER INC	10/26/2012	04/29/2014	2,963.00	2,975.00			-12.00
5.	APPLE COMPUTER INC	03/26/2013	05/02/2014	2,963.00	2,313.00			650.00
227.	APPLE COMPUTER INC	03/17/2008	07/24/2014	22,019.00	4,134.00			17,885.00
7.	APPLE COMPUTER INC	03/26/2013	08/19/2014	696.00	463.00			233.00
361.	APPLE COMPUTER INC	04/20/2009	09/03/2014	35,666.00	6,325.00			29,341.00
53.	ADR ARKEMA SPONSORED A	06/22/2012	07/24/2014	5,067.00	3,540.00			1,527.00
124.	ARM HLDGS PLC SPONSOR	07/23/2013	07/24/2014	5,502.00	5,093.00			409.00
109.	ARM HLDGS PLC SPONSOR	07/24/2013	09/03/2014	5,244.00	4,289.00			955.00
43.	BASF AG SPONSORED ADR	03/13/2012	07/24/2014	4,749.00	2,671.00			2,078.00
21.	BAIDU COM INC SPONSORE	10/17/2012	04/23/2014	3,344.00	2,415.00			929.00
58.	BANK N S HALIFAX COM S	10/15/2012	07/24/2014	3,948.00	3,055.00			893.00
30.	BAYER A G 00	06/12/2013	07/24/2014	4,066.00	3,255.00			811.00
<p><b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

**Note.** If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

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30-0259919

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- (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
- (E) Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
- (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr)	(c) Date sold or disposed (Mo., day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the <b>Note</b> below and see <i>Column (e)</i> in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). <b>See the separate instructions.</b>		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
47.	BIOMARIN PHARMACEUTICA ISIN CH0008107010	02/27/2013	04/28/2014	2,653.00	2,487.00			166.00
41.	BIOMARIN PHARMACEUTICA ISIN CH0008107010	09/27/2012	05/13/2014	2,365.00	1,641.00			724.00
30.	BIOMARIN PHARMACEUTICA ISIN CH0008107010	09/27/2012	05/20/2014	1,687.00	1,201.00			486.00
16.	BIOMARIN PHARMACEUTICA ISIN CH0008107010	09/27/2012	05/21/2014	905.00	640.00			265.00
3.	BIOGEN IDEC INC COM STK IDEC SEC#2005597 EFF 11	02/07/2013	02/11/2014	946.00	477.00			469.00
22.	BIOGEN IDEC INC COM ST IDEC SEC#2005597 EFF 11	02/15/2012	07/24/2014	7,383.00	2,552.00			4,831.00
53.	BIOGEN IDEC INC COM ST IDEC SEC#2005597 EFF 11	12/29/2011	09/03/2014	18,178.00	5,335.00			12,843.00
1.	BIOGEN IDEC INC COM STK IDEC SEC#2005597 EFF 11	06/10/2013	10/09/2014	321.00	222.00			99.00
12.	BIOGEN IDEC INC COM ST IDEC SEC#2005597 EFF 11	07/26/2013	10/23/2014	3,770.00	2,646.00			1,124.00
46.	BOEING CO	07/08/2013	07/14/2014	5,972.00	3,843.00			2,129.00
32.	BOEING CO	09/15/2010	07/15/2014	4,144.00	2,039.00			2,105.00
49.	BOEING CO	09/15/2010	07/17/2014	6,219.00	2,438.00			3,781.00
184.	BOSTON SCIENTIFIC COR	08/02/2013	09/17/2014	2,274.00	2,077.00			197.00
368.	BOSTON SCIENTIFIC COR	08/27/2013	09/18/2014	4,555.00	4,094.00			461.00
<p><b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

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PROGRESSIVE EDUCATION FOUNDATION, INC.

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(E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS

(F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr)	(c) Date sold or disposed (Mo., day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	253. ADR BRAMBLES LTD ADR	06/20/2013	07/24/2014	4,460.00	3,984.00			476.00
	355. ADR BUNZL PLC SPONSOR TO SEC # 2014278 EFF 6/	04/01/2011	07/24/2014	9,895.00	3,776.00			6,119.00
	14. CNOOC LTD SPND ADR 00	06/19/2012	04/23/2014	2,281.00	2,779.00			-498.00
	37. CABOT OIL & GAS CORP C	05/10/2011	11/08/2013	1,222.00	519.00			703.00
	203. CABOT OIL & GAS CORP	05/19/2011	11/15/2013	6,731.00	2,773.00			3,958.00
	2. CANADIAN PACIFIC RAILWA	03/08/2013	08/19/2014	394.00	253.00			141.00
	19. CELGENE CORP	02/01/2012	04/28/2014	2,662.00	1,406.00			1,256.00
	98. CELGENE CORP	04/27/2012	07/24/2014	8,406.00	3,458.00			4,948.00
	236. CELGENE CORP	05/11/2011	09/03/2014	22,339.00	5,869.00			16,470.00
	85. CENOVUS ENERGY INC COM	04/23/2010	07/24/2014	2,632.00	2,458.00			174.00
	30. CHINA MOBILE HONG KONG SPONSORED ADR	03/19/2013	05/14/2014	1,471.00	1,559.00			-88.00
	20. CHINA MOBILE HONG KONG SPONSORED ADR	03/19/2013	05/27/2014	976.00	1,039.00			-63.00
	18. CHINA MOBILE HONG KONG SPONSORED ADR	03/19/2013	06/10/2014	888.00	827.00			61.00
	57. CHINA MOBILE HONG KONG SPONSORED ADR	10/21/2008	07/24/2014	3,121.00	2,540.00			581.00
<p><b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

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PROGRESSIVE EDUCATION FOUNDATION, INC.

30-0259919

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- (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
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- (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co )	(b) Date acquired (Mo , day, yr.)	(c) Date sold or disposed (Mo , day, yr )	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
54.	CHURCH & DWIGHT INC	06/20/2013	07/24/2014	3,597.00	3,230.00			367.00
96.	CHURCH & DWIGHT INC	08/21/2013	09/03/2014	6,574.00	5,792.00			782.00
83.	ADR CIELO S A SPONSORE	12/17/2012	07/08/2014	1,692.00	920.00			772.00
121.	ADR CIELO S A SPONSOR	12/17/2012	07/24/2014	2,434.00	1,341.00			1,093.00
58.	CITRIX SYS INC	06/09/2010	01/08/2014	3,541.00	2,507.00			1,034.00
58.	CITRIX SYS INC	06/24/2010	01/08/2014	3,541.00	2,606.00			935.00
73.	COMCAST CORP NEW CL A	02/26/2013	04/09/2014	3,607.00	2,902.00			705.00
56.	COMCAST CORP NEW CL A	01/02/2013	04/11/2014	2,715.00	2,013.00			702.00
144.	COMCAST CORP NEW CL A	08/02/2012	04/17/2014	7,087.00	4,487.00			2,600.00
15.	CORUS ENTMT INC CL B N	01/20/2010	02/06/2014	334.00	275.00			59.00
141.	CORUS ENTMT INC CL B	02/22/2010	07/24/2014	3,170.00	2,566.00			604.00
28.	COSTCO WHSL CORP NEW	01/05/2012	07/24/2014	3,305.00	1,889.00			1,416.00
78.	COSTCO WHSL CORP NEW	04/09/2009	09/03/2014	9,460.00	3,415.00			6,045.00
53.	CREE INC	03/19/2013	03/28/2014	2,919.00	2,848.00			71.00
<p><b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

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1	(a) Description of property (Example 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the <b>Note</b> below and see <i>Column (e)</i> in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) <b>See the separate instructions.</b>		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	33. CUMMINS ENGINE INC	10/30/2009	07/24/2014	4,978.00	1,579.00			3,399.00
	41. CUMMINS ENGINE INC	08/21/2013	09/03/2014	5,899.00	3,215.00			2,684.00
	58. DANAHER CORP	02/28/2008	07/24/2014	4,396.00	2,158.00			2,238.00
	140. DANAHER CORP	03/17/2008	09/03/2014	10,713.00	5,091.00			5,622.00
	98. DELTA AIR LINES INC DE COM NEW	07/25/2013	09/04/2014	3,827.00	1,837.00			1,990.00
	49. DELTA AIR LINES INC DE COM NEW	05/06/2013	09/18/2014	1,929.00	789.00			1,140.00
	601. ADR DEUTSCHE BOERSE A	05/02/2012	07/24/2014	4,328.00	3,931.00			397.00
	86. DIGITAL RLTY TR INC CO	11/01/2012	12/03/2013	3,769.00	5,993.00			-2,224.00
	33. WALT DISNEY CO	02/28/2008	03/27/2014	2,590.00	1,086.00			1,504.00
	30. WALT DISNEY CO	04/24/2008	03/31/2014	2,395.00	971.00			1,424.00
	39. WALT DISNEY CO	04/24/2008	05/13/2014	3,198.00	1,255.00			1,943.00
	47. WALT DISNEY CO	04/24/2008	07/24/2014	4,072.00	1,468.00			2,604.00
	111. WALT DISNEY CO	03/05/2009	09/03/2014	10,084.00	2,510.00			7,574.00
	24. DISCOVER FINL SVCS COM	10/11/2012	12/12/2013	1,260.00	922.00			338.00
<p><b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

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1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the <b>Note</b> below and see <i>Column (e)</i> in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) <b>See the separate instructions.</b>		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
24.	DISCOVER FINL SVCS COM	08/17/2012	12/16/2013	1,281.00	844.00			437.00
31.	DISCOVER FINL SVCS COM	07/20/2012	12/26/2013	1,689.00	917.00			772.00
29.	DISCOVER FINL SVCS COM	03/28/2011	01/21/2014	1,547.00	714.00			833.00
7.	DISCOVER FINL SVCS COM	07/12/2013	08/19/2014	428.00	355.00			73.00
44.	E I DU PONT DE NEMOURS	04/05/2012	03/27/2014	2,926.00	2,155.00			771.00
38.	E I DU PONT DE NEMOURS	09/22/2011	04/03/2014	2,579.00	1,577.00			1,002.00
54.	E I DU PONT DE NEMOURS	09/28/2011	04/08/2014	3,613.00	2,225.00			1,388.00
48.	E I DU PONT DE NEMOURS	09/28/2011	04/10/2014	3,220.00	1,964.00			1,256.00
5.	E I DU PONT DE NEMOURS	09/28/2011	04/15/2014	331.00	205.00			126.00
77.	EBAY INC	04/24/2013	06/20/2014	3,776.00	4,100.00			-324.00
73.	EBAY INC	06/07/2013	06/30/2014	3,652.00	3,826.00			-174.00
28.	EDWARDS LIFESCIENCES C	10/19/2012	04/30/2014	2,280.00	2,428.00			-148.00
35.	EDWARDS LIFESCIENCES C	06/14/2013	07/24/2014	2,983.00	2,564.00			419.00
45.	ENBRIDGE INC COM	03/20/2013	07/24/2014	2,276.00	2,064.00			212.00
<p><b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

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479.	ERICSSON L M TEL CO A	05/02/2012	07/24/2014	6,088.00	5,231.00			857.00
49.	EXPRESS SCRIPTS HLDG C	04/25/2012	02/27/2014	3,652.00	2,795.00			857.00
75.	EXPRESS SCRIPTS HLDG C	02/26/2013	06/20/2014	5,136.00	4,196.00			940.00
89.	EXPRESS SCRIPTS HLDG C	02/26/2013	06/30/2014	6,158.00	4,754.00			1,404.00
108.	FACEBOOK INC CL A CL	01/29/2013	07/24/2014	8,123.00	3,415.00			4,708.00
172.	FACEBOOK INC CL A CL	05/24/2013	09/03/2014	13,020.00	4,552.00			8,468.00
269.	FANUC CORPORATION	05/01/2013	07/24/2014	7,860.00	7,379.00			481.00
1400.	MFC FLEXSHARES TR MO GLOBAL UPSTREAM NAT RES	08/21/2012	04/22/2014	49,643.00	48,379.00			1,264.00
800.	MFC FLEXSHARES TR MOR GLOBAL UPSTREAM NAT RES	05/14/2013	06/02/2014	28,887.00	27,792.00			1,095.00
33.	GILEAD SCIENCES INC	04/10/2013	05/01/2014	2,624.00	1,643.00			981.00
96.	GILEAD SCIENCES INC	06/06/2013	07/24/2014	8,702.00	4,592.00			4,110.00
4.	GILEAD SCIENCES INC	07/11/2013	08/19/2014	405.00	223.00			182.00
22.	GILEAD SCIENCES INC	07/11/2013	08/27/2014	2,347.00	1,163.00			1,184.00
178.	GILEAD SCIENCES INC	03/26/2013	09/03/2014	19,408.00	6,972.00			12,436.00
<b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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	9. ADR GIVAUDAN SA ADR	06/26/2009	02/06/2014	267.00	108.00			159.00
	299. ADR GIVAUDAN SA ADR	06/26/2009	07/24/2014	10,022.00	3,596.00			6,426.00
	3. GOOGLE INC CL A	12/13/2012	04/02/2014	3,396.00	2,115.00			1,281.00
	13. GOOGLE INC CL A	02/15/2012	07/24/2014	7,821.00	4,082.00			3,739.00
	1. GOOGLE INC CL A	05/09/2013	08/19/2014	596.00	439.00			157.00
	31. GOOGLE INC CL A	05/22/2012	09/03/2014	18,227.00	7,160.00			11,067.00
	16. GOOGLE INC COM USD0.00	02/27/2013	04/21/2014	8,477.00	5,052.00			3,425.00
	15. GOOGLE INC COM USD0.00	02/15/2012	07/24/2014	8,883.00	4,672.00			4,211.00
	29. GOOGLE INC COM USD0.00	05/22/2012	09/03/2014	16,715.00	6,535.00			10,180.00
	18. W W GRAINGER INC	10/16/2012	02/05/2014	4,200.00	3,485.00			715.00
	20. W W GRAINGER INC	11/09/2011	02/11/2014	4,756.00	3,444.00			1,312.00
	85. ADR GRUPO FINANCIERO B DE C	04/01/2013	07/24/2014	2,989.00	3,324.00			-335.00
	35. ADR HENKEL AG & CO KGA ADR REPSTG PFD SHS	07/15/2013	07/24/2014	4,022.00	3,359.00			663.00
	60. HERTZ GLOBAL HLDGS INC	10/12/2012	11/12/2013	1,363.00	891.00			472.00
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(E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS

(F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
51.	HERTZ GLOBAL HLDGS INC	10/11/2012	11/18/2013	1,209.00	751.00			458.00
345.	HERTZ GLOBAL HLDGS IN	02/15/2013	03/19/2014	9,372.00	5,570.00			3,802.00
37.	HOME DEPOT INC	07/03/2012	04/03/2014	2,932.00	1,880.00			1,052.00
41.	HOME DEPOT INC	04/12/2012	04/15/2014	3,070.00	2,028.00			1,042.00
39.	HOME DEPOT INC	05/19/2009	07/10/2014	3,092.00	1,002.00			2,090.00
31.	HOME DEPOT INC	05/19/2009	07/14/2014	2,465.00	782.00			1,683.00
108.	HOME DEPOT INC	06/05/2013	07/17/2014	8,580.00	5,524.00			3,056.00
49.	HOME DEPOT INC	06/03/2009	07/18/2014	3,899.00	1,220.00			2,679.00
52.	HOME DEPOT INC	06/03/2009	07/23/2014	4,199.00	1,285.00			2,914.00
173.	ADR ICAP PLC SPONSORE 2 ORD SH ADR	07/16/2012	05/21/2014	2,210.00	1,841.00			369.00
78.	ADR ICICI BK LTD	03/08/2013	05/16/2014	3,973.00	3,467.00			506.00
259.	ADR IND & COMM BK OF- ADR IND & COMM BK OF-UN	12/21/2012	04/23/2014	3,111.00	3,587.00			-476.00
11.	INTERCONTINENTAL EXCHA COM	11/22/2010	04/28/2014	2,203.00	1,172.00			1,031.00
17.	INTERCONTINENTAL EXCHA COM	09/20/2010	04/29/2014	3,430.00	1,786.00			1,644.00
<p><b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

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PROGRESSIVE EDUCATION FOUNDATION, INC.

30-0259919

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1	(a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr)	(c) Date sold or disposed (Mo., day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	31. INTERCONTINENTAL EXCHA COM	09/30/2010	04/30/2014	6,320.00	3,240.00			3,080.00
	5. INTUITIVE SURGICAL INC	07/20/2012	04/03/2014	2,673.00	2,494.00			179.00
	12. INTUITIVE SURGICAL INC	03/25/2011	05/13/2014	4,404.00	3,765.00			639.00
	4. INTUITIVE SURGICAL INC	08/19/2010	07/24/2014	1,899.00	1,150.00			749.00
	1000. ISHARES RUSSELL 1000 INDEX	08/21/2012	04/22/2014	86,858.00	66,170.00			20,688.00
	500. MFC ISHARES TR RUSSEL INDEX FD	02/06/2013	02/12/2014	47,859.00	40,268.00			7,591.00
	800. MFC ISHARES TR RUSSEL INDEX FD	02/06/2013	04/22/2014	80,270.00	64,428.00			15,842.00
	150000. JPMORGAN CHASE & C P MORGAN NT 5.125 DUE 0	04/24/2008	09/15/2014	150,000.00	150,597.00			-597.00
	51. JACOBS ENGR GROUP INC	03/26/2013	03/27/2014	3,205.00	2,810.00			395.00
	133. JACOBS ENGR GROUP INC	04/15/2013	04/30/2014	7,636.00	7,129.00			507.00
	5. ADR JARDINE MATHESON HL	01/31/2013	02/06/2014	264.00	324.00			-60.00
	97. ADR JARDINE MATHESON H	04/05/2013	07/24/2014	5,777.00	6,371.00			-594.00
	69. JOHNSON CONTROLS INC	07/19/2013	07/25/2014	3,344.00	2,808.00			536.00
	35. JOHNSON CONTROLS INC	07/19/2013	08/06/2014	1,667.00	1,424.00			243.00
<p><b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

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						(f) Code(s) from instructions	(g) Amount of adjustment	
49.	JOHNSON CONTROLS INC	07/19/2013	08/13/2014	2,347.00	1,994.00			353.00
51.	KLA-TENCOR CORP	01/24/2013	01/31/2014	3,129.00	2,643.00			486.00
44.	KANSAS CITY SOUTHERN I	07/16/2010	02/25/2014	4,097.00	1,573.00			2,524.00
44.	KANSAS CITY SOUTHERN I	07/16/2010	02/27/2014	4,098.00	1,553.00			2,545.00
18.	KANSAS CITY SOUTHERN I	07/02/2010	07/17/2014	2,047.00	633.00			1,414.00
28.	KANSAS CITY SOUTHERN I	08/12/2010	07/24/2014	3,236.00	973.00			2,263.00
7.	KANSAS CITY SOUTHERN IN	08/12/2010	09/03/2014	811.00	236.00			575.00
.92	ADR KONINKLIJKE AHOLD	07/30/2009	04/03/2014	17.00	11.00			6.00
384.	ADR KONINKLIJKE AHOLD	07/30/2009	07/24/2014	6,871.00	4,567.00			2,304.00
26.	#REORG/KONINKLIJKE AHO STK SPLIT KONINKLIJKE 0	07/30/2009	02/06/2014	448.00	291.00			157.00
128.	ADR L OREAL CO ADR	11/09/2012	07/24/2014	4,426.00	2,807.00			1,619.00
23.	LAS VEGAS SANDS CORP	02/21/2013	08/08/2014	1,556.00	1,161.00			395.00
6.	LAS VEGAS SANDS CORP	02/21/2013	08/19/2014	416.00	290.00			126.00
14.	LAS VEGAS SANDS CORP	02/21/2013	08/20/2014	966.00	550.00			416.00
<p><b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

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12.	LAS VEGAS SANDS CORP	09/25/2009	08/22/2014	826.00	203.00			623.00
44.	LAS VEGAS SANDS CORP	09/11/2013	09/17/2014	2,740.00	2,299.00			441.00
76.	LAUDER ESTEE COS INC C	05/22/2012	07/24/2014	5,764.00	4,109.00			1,655.00
50.	LAUDER ESTEE COS INC C	10/24/2011	08/18/2014	3,831.00	2,283.00			1,548.00
38.	LAUDER ESTEE COS INC C	09/29/2011	09/03/2014	2,896.00	1,656.00			1,240.00
449.	LINDE AG-SPONSORED AD	04/05/2013	07/24/2014	9,298.00	5,787.00			3,511.00
13.	LINKEDIN CORP CL A	02/11/2013	02/28/2014	2,720.00	1,744.00			976.00
34.	LINKEDIN CORP CL A	09/06/2012	03/03/2014	6,810.00	3,739.00			3,071.00
17.	LINKEDIN CORP CL A	05/07/2013	05/14/2014	2,476.00	3,051.00			-575.00
8.	LINKEDIN CORP CL A	05/15/2013	05/20/2014	1,196.00	1,533.00			-337.00
173.	MASCO CORP	08/02/2013	10/29/2014	3,758.00	3,546.00			212.00
60.	MASCO CORP	11/19/2012	10/30/2014	1,316.00	951.00			365.00
121.	MASCO CORP	11/19/2012	10/31/2014	2,658.00	1,648.00			1,010.00
1.	MASTERCARD INC CL A	06/15/2009	11/06/2013	734.00	166.00			568.00
<p><b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

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1.	MASTERCARD INC CL A	06/15/2009	12/16/2013	797.00	166.00			631.00
6.	MASTERCARD INC CL A	06/15/2009	02/24/2014	459.00	100.00			359.00
115.	MASTERCARD INC CL A	01/22/2013	07/24/2014	8,904.00	5,488.00			3,416.00
10.	MASTERCARD INC CL A	07/11/2013	08/19/2014	767.00	599.00			168.00
28.	MASTERCARD INC CL A	04/05/2012	08/21/2014	2,155.00	1,202.00			953.00
257.	MASTERCARD INC CL A	03/09/2012	09/03/2014	19,480.00	9,212.00			10,268.00
28.	MCDONALDS CORP	08/30/2012	11/21/2013	2,735.00	2,362.00			373.00
44.	MCDONALDS CORP	08/31/2010	01/08/2014	4,184.00	3,090.00			1,094.00
25.	MCDONALDS CORP	03/17/2008	01/22/2014	2,373.00	1,350.00			1,023.00
33.	MCDONALDS CORP	03/17/2008	01/23/2014	3,143.00	1,777.00			1,366.00
59.	MONSANTO CO NEW	04/04/2013	07/24/2014	6,834.00	5,507.00			1,327.00
31.	MONSANTO CO NEW	01/19/2011	08/18/2014	3,703.00	2,220.00			1,483.00
31.	MONSANTO CO NEW	01/10/2011	08/26/2014	3,637.00	2,198.00			1,439.00
32.	MONSANTO CO NEW	04/06/2011	09/03/2014	3,690.00	2,242.00			1,448.00
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36.	NATIONAL-OILWELL INC	02/04/2013	02/05/2014	2,636.00	2,449.00			187.00
47.	NATIONAL-OILWELL INC	07/19/2013	07/24/2014	4,003.00	2,792.00			1,211.00
47.	NATIONAL-OILWELL INC	03/30/2009	08/18/2014	3,868.00	1,562.00			2,306.00
32.	NATIONAL-OILWELL INC	04/23/2009	08/26/2014	2,744.00	862.00			1,882.00
35.	NATIONAL-OILWELL INC	04/23/2009	08/29/2014	3,018.00	910.00			2,108.00
141.	NEW GOLD INC CDA COM	09/21/2012	05/05/2014	721.00	1,451.00			-730.00
145.	NEW GOLD INC CDA COM	11/09/2010	05/06/2014	731.00	1,307.00			-576.00
78.	NEW GOLD INC CDA COM	11/09/2010	05/07/2014	383.00	703.00			-320.00
129.	NEW GOLD INC CDA COM	11/09/2010	05/08/2014	628.00	1,163.00			-535.00
62.	NIKE INC CLASS B	04/05/2012	07/24/2014	4,874.00	2,853.00			2,021.00
142.	NIKE INC CLASS B	02/12/2009	09/03/2014	11,177.00	3,461.00			7,716.00
35.	NOBLE ENERGY INC	03/12/2012	02/05/2014	2,151.00	1,664.00			487.00
191.	NOBLE ENERGY INC	12/07/2012	02/07/2014	12,273.00	8,919.00			3,354.00
92.	NOBLE ENERGY INC	03/06/2012	03/13/2014	6,150.00	4,346.00			1,804.00
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- (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- (E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo, day, yr.)	(c) Date sold or disposed (Mo, day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
148.	ADR NOKIAN TYRES OYJ	04/08/2013	04/14/2014	2,743.00	3,309.00			-566.00
555.	ADR NORDEA BK AB SWED	06/21/2013	07/24/2014	7,624.00	5,731.00			1,893.00
12459.28	MFB NORTHERN FUND FD	12/27/2012	04/22/2014	131,570.00	136,678.00			-5,108.00
13596.91	MFB NORTHERN FUND FD	12/27/2012	06/02/2014	145,079.00	149,158.00			-4,079.00
2972.78	MFB NORTHERN FDS G ESTATE INDEX FD	03/28/2012	02/12/2014	27,409.00	24,882.00			2,527.00
3961.85	MFB NORTHERN FDS G ESTATE INDEX FD	03/28/2012	04/22/2014	38,113.00	33,161.00			4,952.00
8499.	MFB NORTHERN FDS GLO ESTATE INDEX FD	05/14/2013	06/02/2014	84,820.00	85,870.00			-1,050.00
14810.37	MFB NORTHN HI YIE FD	08/21/2012	04/22/2014	112,855.00	108,480.00			4,375.00
21421.42	MFB NORTHERN FDS FD	12/19/2012	04/22/2014	219,998.00	224,286.00			-4,288.00
92.	ADR NOVARTIS AG SPONSO #US66987V1098	06/17/2013	07/24/2014	8,204.00	4,915.00			3,289.00
.25	NOW INC COM	09/09/2008	06/02/2014	8.00	5.00			3.00
32.5	NOW INC COM	04/23/2009	06/20/2014	1,126.00	446.00			680.00
10.	PANERA BREAD CO CL A	06/27/2012	01/30/2014	1,680.00	1,387.00			293.00
31.	PANERA BREAD CO CL A	07/02/2012	01/31/2014	5,198.00	4,270.00			928.00
<p><b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

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PROGRESSIVE EDUCATION FOUNDATION, INC.	30-0259919

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- (E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
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1	(a) Description of property (Example: 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	571. ADR PARTNER COMMUNICA ADR ISIN US70211M1099	10/31/2012	07/24/2014	4,400.00	3,099.00			1,301.00
	55. PEPSICO INC	07/17/2012	01/08/2014	4,564.00	3,851.00			713.00
	153. PEPSICO INC	02/09/2012	01/31/2014	12,304.00	9,582.00			2,722.00
	197. ADR PERNOD RICARD S A	06/20/2012	07/24/2014	4,547.00	3,986.00			561.00
	14. PHARMACYCLICS INC COM	05/15/2013	05/23/2014	1,240.00	1,244.00			-4.00
	24. PFIZER INC	06/25/2012	02/27/2014	769.00	474.00			295.00
	423. PFIZER INC	06/04/2013	06/09/2014	12,387.00	8,208.00			4,179.00
	2. PIONEER NAT RES CO	09/14/2012	11/06/2013	411.00	231.00			180.00
	11. PRECISION CASTPARTS CO	10/28/2011	03/27/2014	2,690.00	1,793.00			897.00
	7. PRECISION CASTPARTS COR	10/28/2011	04/03/2014	1,795.00	910.00			885.00
	12. PRECISION CASTPARTS CO	04/10/2013	04/29/2014	3,005.00	2,245.00			760.00
	12. PRECISION CASTPARTS CO	04/10/2013	07/24/2014	2,829.00	1,606.00			1,223.00
	30. PRECISION CASTPARTS CO	08/20/2010	09/03/2014	7,218.00	3,587.00			3,631.00
	43. PRICE T ROWE GROUP INC	01/22/2013	04/08/2014	3,414.00	3,093.00			321.00
<p><b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

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1	(a) Description of property (Example 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	43. PRICE T ROWE GROUP INC	02/26/2013	04/15/2014	3,344.00	3,060.00			284.00
	26. PRICE T ROWE GROUP INC	02/26/2013	04/21/2014	2,095.00	1,825.00			270.00
	7. PRICELINE COM INC COM	09/26/2011	07/24/2014	8,673.00	3,249.00			5,424.00
	12. PRICELINE COM INC COM	02/03/2011	09/03/2014	14,799.00	5,040.00			9,759.00
	71. PROCTER & GAMBLE CO	12/07/2012	01/29/2014	5,529.00	5,002.00			527.00
	77. PROCTER & GAMBLE CO	01/02/2013	01/31/2014	5,881.00	5,339.00			542.00
	211. ADR PUBLICIS S A NEW ADR	05/31/2013	07/24/2014	4,130.00	3,743.00			387.00
	49. QUALCOMM INC	09/24/2010	01/30/2014	3,591.00	2,119.00			1,472.00
	97. QUALCOMM INC	09/17/2010	01/31/2014	7,143.00	4,098.00			3,045.00
	51. QUALCOMM INC	11/22/2010	03/13/2014	3,853.00	2,284.00			1,569.00
	37. QUALCOMM INC	10/26/2010	03/27/2014	2,927.00	1,622.00			1,305.00
	40. QUALCOMM INC	10/26/2010	04/29/2014	3,141.00	1,716.00			1,425.00
	122. QUALCOMM INC	08/31/2010	04/30/2014	9,575.00	4,741.00			4,834.00
	91. RED HAT INC	09/25/2012	12/20/2013	5,182.00	3,344.00			1,838.00
<p><b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

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	142. ADR REED ELSEVIER P L ADR NEW	04/02/2013	07/24/2014	9,451.00	5,329.00			4,122.00
	11. REGENERON PHARMACEUTIC	05/02/2013	06/20/2014	3,138.00	2,239.00			899.00
	7. REGENERON PHARMACEUTICA	12/18/2012	06/23/2014	1,953.00	1,261.00			692.00
	366. ADR ROCHE HLDG LTD SP ISIN #US771195104	07/23/2010	07/24/2014	13,653.00	5,939.00			7,714.00
	200000. SBC COMMUNICATIONS 09-15-2014 09-15-2014 B	03/04/2008	09/15/2014	200,000.00	202,442.00			-2,442.00
	100. ADR SIBMILLER PLC SPO	02/07/2013	07/24/2014	5,693.00	4,990.00			703.00
	248. ADR SAFRAN ADR EURO.2	10/16/2012	07/24/2014	3,838.00	2,433.00			1,405.00
	79. SALESFORCE COM INC COM	05/10/2012	04/03/2014	4,403.00	2,938.00			1,465.00
	101. SALESFORCE COM INC CO	05/10/2012	07/24/2014	5,450.00	2,897.00			2,553.00
	120. SALESFORCE COM INC CO	02/04/2010	09/03/2014	7,067.00	1,891.00			5,176.00
	140. SANOFI-AVENTIS SPONSO	06/12/2013	07/24/2014	7,285.00	6,881.00			404.00
	60. SAP AKTIENGESELLSCHAFT ADR	10/17/2008	07/24/2014	4,908.00	2,415.00			2,493.00
	15. ADR SBERBANK RUSSIA SP	09/18/2012	04/11/2014	135.00	187.00			-52.00
	370. ADR SBERBANK RUSSIA S	09/18/2012	04/14/2014	3,263.00	4,344.00			-1,081.00
<b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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28.	SCHLUMBERGER LTD ISIN 6	03/17/2008	02/05/2014	2,421.00	2,313.00			108.00
71.	SCHLUMBERGER LTD ISIN 6	11/23/2010	07/24/2014	8,019.00	5,320.00			2,699.00
69.	SCHLUMBERGER LTD ISIN 6	02/22/2010	09/03/2014	7,459.00	3,214.00			4,245.00
568.	ADR SCHNEIDER ELECTRI	04/05/2013	07/24/2014	10,466.00	6,668.00			3,798.00
343.	SGS SA HLDG SA ADR AD	09/01/2009	07/24/2014	7,666.00	4,292.00			3,374.00
67.	SILVER WHEATON CORP CO	12/18/2012	05/27/2014	1,381.00	1,747.00			-366.00
87.	SILVER WHEATON CORP CO	03/23/2010	07/24/2014	2,281.00	1,372.00			909.00
492.	SIRIUS XM HLDGS INC C	11/26/2012	12/19/2013	1,678.00	1,441.00			237.00
459.	SIRIUS XM HLDGS INC C	11/26/2012	12/23/2013	1,625.00	1,275.00			350.00
717.	SIRIUS XM HLDGS INC C	10/11/2012	01/07/2014	2,740.00	1,982.00			758.00
179.	SIRIUS XM HLDGS INC C	10/11/2012	01/09/2014	670.00	495.00			175.00
76.	SODEXO	12/13/2012	07/24/2014	7,797.00	4,101.00			3,696.00
162.	ADR SOFTBANK CORP ADR	04/04/2012	07/24/2014	5,987.00	2,319.00			3,668.00
147.	ADR SONOVA HLDG AG UN	06/17/2013	07/24/2014	4,609.00	3,358.00			1,251.00
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28.	STARBUCKS CORP	07/23/2010	12/19/2013	2,174.00	705.00			1,469.00
70.	STARBUCKS CORP	07/23/2010	07/24/2014	5,619.00	1,763.00			3,856.00
130.	STARBUCKS CORP	07/27/2010	09/03/2014	9,968.00	3,180.00			6,788.00
19.	STERICYCLE INC	10/28/2011	01/08/2014	2,204.00	1,609.00			595.00
27.	STERICYCLE INC	01/25/2013	07/24/2014	3,176.00	2,563.00			613.00
67.	STERICYCLE INC	01/24/2013	09/03/2014	7,877.00	5,512.00			2,365.00
132.	ADR SVENSKA CELLULOSA T SCA SPONSORED ADR	10/16/2012	07/24/2014	3,394.00	2,379.00			1,015.00
53.	TERADATA CORP DEL COM	11/01/2012	11/25/2013	2,395.00	3,136.00			-741.00
3.	TOYOTA MTR CORP ADR REP	02/07/2012	02/06/2014	348.00	238.00			110.00
67.	TOYOTA MTR CORP ADR RE	06/17/2013	07/24/2014	8,012.00	6,108.00			1,904.00
58.	TRACTOR SUPPLY CO	12/04/2012	07/15/2014	3,536.00	2,453.00			1,083.00
122.	TRACTOR SUPPLY CO	07/11/2012	07/17/2014	7,490.00	5,012.00			2,478.00
73.	TRIMBLE NAVIGATION LTD	05/03/2011	11/01/2013	2,399.00	1,636.00			763.00
122.	TRIMBLE NAVIGATION LT	06/24/2011	07/24/2014	3,815.00	2,409.00			1,406.00
<p><b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

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30-0259919

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- (E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	136. TRIMBLE NAVIGATION LT	08/04/2011	09/03/2014	4,484.00	2,549.00			1,935.00
	336. ADR TULLOW OIL PLC AD	11/01/2011	04/30/2014	2,466.00	3,619.00			-1,153.00
	83. URS CORP NEW	05/13/2010	10/27/2014	4,481.00	4,071.00			410.00
	19. ULTA SALON COSMETICS & INC COMSTK	05/10/2012	12/20/2013	1,797.00	1,596.00			201.00
	259. ADR UNICHARM CORP SPO	04/30/2013	06/03/2014	3,133.00	3,355.00			-222.00
	136. UNILEVER N V	03/24/2009	07/24/2014	5,867.00	2,873.00			2,994.00
	97. ADR UNITED OVERSEAS BK SPONSORED ADRISIN #US91	01/25/2012	07/24/2014	3,740.00	2,656.00			1,084.00
	22. VALEANT PHARMACEUTICAL INTERNATIONAL INC COMMO	05/07/2012	12/06/2013	2,369.00	1,149.00			1,220.00
	13. VALEANT PHARMACEUTICAL INTERNATIONAL INC COMMO	12/21/2012	01/21/2014	1,788.00	792.00			996.00
	49. VALEANT PHARMACEUTICAL INTERNATIONAL INC COMMO	12/21/2012	08/01/2014	5,863.00	2,690.00			3,173.00
	64. VALEANT PHARMACEUTICAL INTERNATIONAL INC COMMO	01/09/2012	08/06/2014	7,055.00	3,071.00			3,984.00
	28. VALMONT INDS INC COM	06/24/2013	07/24/2014	4,180.00	3,877.00			303.00
	16. VALMONT INDS INC COM	07/29/2013	08/18/2014	2,314.00	2,222.00			92.00
	6. VALMONT INDS INC COM	07/29/2013	09/03/2014	832.00	820.00			12.00
<p><b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

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Name(s) shown on return (Name and SSN or taxpayer identification no. not required if shown on other side)	Social security number or taxpayer identification number
PROGRESSIVE EDUCATION FOUNDATION, INC.	30-0259919

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- (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example. 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	53. VERIZON COMMUNICATIONS	07/19/2012	11/21/2013	2,669.00	2,380.00			289.00
	91. VERIZON COMMUNICATIONS	10/22/2012	01/02/2014	4,463.00	4,070.00			393.00
	102. VERIZON COMMUNICATION	11/09/2012	01/08/2014	4,951.00	4,439.00			512.00
	58. VERIZON COMMUNICATIONS	11/16/2012	01/16/2014	2,815.00	2,413.00			402.00
	118. ADR VOLKSWAGEN A G SP REPSTG PREF SH	06/17/2013	07/24/2014	5,820.00	5,499.00			321.00
	46. WHIRLPOOL CORP	01/02/2013	01/31/2014	6,160.00	4,631.00			1,529.00
	66. WHOLE FOODS MKT INC	02/14/2013	04/21/2014	3,207.00	2,227.00			980.00
	82. WHOLE FOODS MKT INC	09/24/2010	05/13/2014	3,225.00	1,513.00			1,712.00
	88. WHOLE FOODS MKT INC	07/02/2010	06/20/2014	3,434.00	1,539.00			1,895.00
	46. YUM BRANDS INC	07/16/2013	07/24/2014	3,399.00	3,275.00			124.00
	76. YUM BRANDS INC	07/16/2013	09/03/2014	5,426.00	5,242.00			184.00
	64. AON PLC COM	06/12/2013	07/24/2014	5,838.00	4,172.00			1,666.00
	35. ACCENTURE PLC SHS CL A	06/04/2009	06/30/2014	2,849.00	1,052.00			1,797.00
	57. EATON CORP PLC COM USD	07/18/2013	07/24/2014	4,410.00	3,677.00			733.00
<p><b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

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PROGRESSIVE EDUCATION FOUNDATION, INC.

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30.	EATON CORP PLC COM USD	03/26/2013	08/18/2014	2,059.00	1,827.00			232.00
107.	EATON CORP PLC COM US	04/15/2013	09/03/2014	7,458.00	6,346.00			1,112.00
25.	MICHAEL KORS HOLDINGS	09/27/2012	11/06/2013	1,975.00	1,320.00			655.00
24.	MICHAEL KORS HOLDINGS	09/27/2012	12/26/2013	1,946.00	1,191.00			755.00
32.	MICHAEL KORS HOLDINGS	09/14/2012	05/20/2014	2,935.00	1,726.00			1,209.00
22.	MICHAEL KORS HOLDINGS	02/14/2013	06/05/2014	2,053.00	1,365.00			688.00
31.	MICHAEL KORS HOLDINGS	02/22/2013	07/16/2014	2,457.00	1,772.00			685.00
26.	MICHAEL KORS HOLDINGS	09/25/2012	07/24/2014	2,126.00	1,390.00			736.00
26.	MICHAEL KORS HOLDINGS	03/27/2012	08/12/2014	2,009.00	1,200.00			809.00
26.	MICHAEL KORS HOLDINGS	12/13/2012	08/18/2014	2,060.00	1,365.00			695.00
37.	MICHAEL KORS HOLDINGS	12/13/2012	08/21/2014	3,028.00	1,841.00			1,187.00
59.	MICHAEL KORS HOLDINGS	02/15/2012	09/29/2014	4,210.00	2,232.00			1,978.00
129.	CHECK POINT SOFTWARE	05/14/2013	07/24/2014	8,518.00	5,988.00			2,530.00
50.	ADR ASML HLDG NV NY RE REV SPLIT)	04/01/2013	07/24/2014	4,311.00	3,455.00			856.00
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	73. NXP SEMICONDUCTORS N V	08/27/2013	09/03/2014	5,041.00	2,574.00			2,467.00
<b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, <b>line 8b</b> (if <b>Box D</b> above is checked), <b>line 9</b> (if <b>Box E</b> above is checked), or <b>line 10</b> (if <b>Box F</b> above is checked) ▶				2,878,913.	2,253,358.			625,555.

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# Custom Reporting

31 OCT 14

Account number 0062C

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## ◆ Asset Detail - Base Currency

Description/AssetID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<b>Equity Securities</b>								
<b>Common stock</b>								
<b>Canada - USD</b>								
CANADIAN PAC RY LTD COM CANADIAN PACIFICRAILWAY LTD CUSIP 13645T100								
CP		207 68	0 00	17,237 44	9,489 99	7,747 45	0 00	7,747 45
Total USD			0 00	17,237 44	9,489 99	7,747 45	0 00	7,747 45
Total Canada			0 00	17,237 44	9,489 99	7,747 45	0 00	7,747 45
<b>Netherlands - USD</b>								
NXP SEMICONDUCTORS N V COM STK CUSIP N6596X109								
		68 66	0 00	11,809 52	10,373 54	1,435 98	0 00	1,435 98
Total USD			0 00	11,809 52	10,373 54	1,435 98	0 00	1,435 98
Total Netherlands			0 00	11,809 52	10,373 54	1,435 98	0 00	1,435 98
<b>United States - USD</b>								
ACTAVIS PLC COM CUSIP G0083B108								
		242 74	0 00	16,020 84	9,504 66	6,516 18	0 00	6,516 18
ACTIVISION BLIZZARD INC COM STK CUSIP 00507Y109								
		19 95	0 00	6,004 95	3,863 88	2,141 07	0 00	2,141 07
AGILENT TECHNOLOGIES INC COM CUSIP 00846U101								
		55 28	0 00	4,919 92	2,763 91	2,156 01	0 00	2,156 01
AKAMAI TECHNOLOGIES INC COM STK CUSIP 00971T101								
		60 30	0 00	8,442 00	3,103 83	5,338 17	0 00	5,338 17

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Account number 0062C

31 OCT 14

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Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<b>Equity Securities</b>								
<b>Common stock</b>								
<b>United States - USD</b>								
ALCOA INC COM STK	CUSIP 013817101	16 76	0 00	9,720 80	9,297 40	423 40	0 00	423 40
ALLEGHENY TECHNOLOGIES INC COM CUSIP 01741R102								
133 000		32 85	0 00	4,369 05	4,114 96	254 09	0 00	254 09
AMERICAN EXPRESS CO CUSIP 025816109								
63 000		89 95	42 38	5,666 85	5,206 52	460 33	0 00	460 33
AMERISOURCEBERGEN CORP COM CUSIP 03073E105								
90 000		85 41	0 00	7,686 90	4,325 27	3,361 63	0 00	3,361 63
ANSYS INC COM CUSIP 03662Q105								
70 000		78 56	0 00	5,499 20	2,212 15	3,287 05	0 00	3,287 05
APPLE INC COM STK CUSIP 037833100								
420 000		108 00	0 00	45,360 00	14,454 08	30,905 92	0 00	30,905 92
AUTODESK INC COM CUSIP 052769106								
119 000		57 54	0 00	6,847 26	1,818 09	5,029 17	0 00	5,029 17
BIO RAD LABS INC CL.A CUSIP 09057Z207								
30 000		112 82	0 00	3,384 60	1,859 42	1,525 18	0 00	1,525 18
BIOGEN IDEC INC COM STK CUSIP 09062X103								
79 000		321 08	0 00	25,365 32	11,353 00	14,012 32	0 00	14,012 32

Northern Trust

\*Generated by Northern Trust from reviewed periodic data on 16 Dec 14 B003

# Custom Reporting

Account number 0062C

31 OCT 14

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<b>Equity Securities</b>								
<b>Common stock</b>								
<b>United States - USD</b>								
BORG WARNER INC COM	CUSIP 099724106							
148 000	57 02	8,438 96	0 00	1,371 22	7,067 74	0 00		7,067 74
BRISTOL MYERS SQUIBB CO COM CUSIP 110122108								
271 000	58 19	15,769 49	81 72	14,129 86	1,639 63	0 00		1,639 63
BROOKDALE SR LIVING INC COM STK CUSIP 112463104								
95 000	33 71	3,202 45	0 00	3,300 85	-98 40	0 00		-98 40
C R BARD CUSIP 067383109								
34 000	163 97	5,574 98	0 00	3,188 73	2,386 25	0 00		2,386 25
CABOT CORP COM CUSIP 127055101								
75 000	46 43	3,482 25	0 00	3,166 81	315 44	0 00		315 44
CAP 1 FNCL COM CUSIP 14040H105								
120 000	82 77	9,932 40	0 00	9,471 70	460 70	0 00		460 70
CBRE GROUP INC CL A CL A CUSIP 12504L109								
277 000	32 00	8,864 00	0 00	5,486 61	3,377 39	0 00		3,377 39
CHIPOTLE MEXICAN GRILL INC COM STK CUSIP 169656105								
16 000	638 00	10,208 00	0 00	8,906 14	1,301 86	0 00		1,301 86
CONSTELLATION BRANDS INC CL A CL A CUSIP 21036P108								
89 000	91 54	8,147 06	0 00	7,041 26	1,105 80	0 00		1,105 80

Northern Trust

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<b>Equity Securities</b>								
<b>Common stock</b>								
<b>United States - USD</b>								
CONTINENTAL RES INC COM CUSIP 212015101								
100 000		56 37	0 00	5,637 00	6,772 49	-1,135 49	0 00	-1,135 49
COVANCE INC COM CUSIP 222816100								
72 000		79 90	0 00	5,752 80	5,228 15	524 65	0 00	524 65
CVD								
CSX CORP COM CUSIP 126408103								
262 000		35 63	0 00	9,335 06	3,734 59	5,600 47	0 00	5,600 47
CSX								
CUMMINS INC CUSIP 231021105								
63 000		146 18	0 00	9,209 34	2,828 31	6,381 03	0 00	6,381 03
D R HORTON INC COM CUSIP 23331A109								
427 000		22 79	0 00	9,731 33	4,355 22	5,376 11	0 00	5,376 11
DHI								
DARDEN RESTAURANTS INC COM CUSIP 237194105								
93 000		51 78	51 15	4,815 54	2,745 36	2,070 18	0 00	2,070 18
DELTA AIR LINES INC DEL COM NEW COM NEW CUSIP 247361702								
417 000		40 23	0 00	16,775 91	6,871 32	9,904 59	0 00	9,904 59
DAL								
DISCOVER FINL SVCS COM STK CUSIP 254709108								
281 000		63 78	0 00	17,922 18	7,828 65	10,093 53	0 00	10,093 53
DOVER CORP COM CUSIP 260003108								
62 000		79 44	0 00	4,925 28	5,310 42	-385 14	0 00	-385 14

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<b>Equity Securities</b>								
<b>Common stock</b>								
<b>United States - USD</b>								
EASTMAN CHEM CO COM CUSIP 277432100								
109 000		80 78	0 00	8,805 02	3,716 30	5,088 72	0 00	5,088 72
EATON VANCE CORP COM NON VTG CUSIP 278265103								
162 000		36 83	40 50	5,966 46	4,240 11	1,726 35	0 00	1,726 35
EHOSTAR CORPORATION CUSIP 278768106								
112 000		46 73	0 00	5,233 76	4,377 24	856 52	0 00	856 52
EDWARDS LIFESCIENCES CORP COM CUSIP 28176E108								
31 000		120 92	0 00	3,748 52	3,712 08	36 44	0 00	36 44
ESTEE LAUDER COMPANIES INC CL A USD0 01 CUSIP 518439104								
186 000		75 18	0 00	13,983 48	8,123 39	5,860 09	0 00	5,860 09
EXPRESS SCRIPTS HLDG CO COM CUSIP 30219G108								
98 000		76 82	0 00	7,528 36	2,793 00	4,735 36	0 00	4,735 36
FACEBOOK INC CL A CL A CUSIP 30303M102								
247 000		74 99	0 00	18,522 53	12,990 10	5,532 43	0 00	5,532 43
FLEETCOR TECHNOLOGIES INC COM CUSIP 339041105								
82 000		150 56	0 00	12,345 92	9,004 12	3,341 80	0 00	3,341 80
GARMIN LTD COMMON STOCK CUSIP H2906T109								
137 000		55 48	0 00	7,600 76	7,777 18	-176 42	0 00	-176 42

# Custom Reporting

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Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<b>Equity Securities</b>								
<b>Common stock</b>								
<b>United States - USD</b>								
GATX CORP COM CUSIP 361448103								
	119 000	63.40	0.00	7,544.60	3,990.79	3,553.81	0.00	3,553.81
GENERAL DYNAMICS CORP COM CUSIP 369550108								
	52 000	139.76	32.24	7,267.52	3,742.87	3,524.65	0.00	3,524.65
GILEAD SCIENCES INC CUSIP 375558103								
GILD	336 000	112.00	0.00	37,632.00	8,900.12	28,731.88	0.00	28,731.88
GLOBAL PMTS INC COM CUSIP 37940X102								
	72 000	80.50	0.00	5,796.00	2,925.78	2,870.22	0.00	2,870.22
GOOGLE INC CL A CUSIP 38259P508								
GOOG	34 000	567.87	0.00	19,307.58	15,158.12	4,149.46	0.00	4,149.46
HALLIBURTON CO COM CUSIP 40621E101								
HAL	314 000	55.14	0.00	17,313.96	16,190.58	1,123.38	0.00	1,123.38
HCA HLDGS INC COM CUSIP 40412C101								
	246 000	70.05	0.00	17,232.30	14,950.27	2,282.03	0.00	2,282.03
ILLUMINA INC COM CUSIP 452327109								
	44 000	192.58	0.00	8,473.52	6,850.31	1,623.21	0.00	1,623.21
INTEGRYS ENERGY GROUP INC COM STK CUSIP 45822P105								
	94 000	72.68	0.00	6,831.92	4,065.53	2,766.39	0.00	2,766.39

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Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<b>Equity Securities</b>								
<b>Common stock</b>								
<b>United States - USD</b>								
INTERCONTINENTAL EXCHANGE INC COM CUSIP 45866F104								
41 000		208 29	0 00	8,539 89	2,292 48	6,247 41	0 00	6,247 41
INTL GAME TECH COM CUSIP 459902102								
232 000		16 39	0 00	3,802 48	3,183 18	619 30	0 00	619 30
INTUIT COM CUSIP 461202103								
133 000		88 01	0 00	11,705 33	3,320 14	8,385 19	0 00	8,385 19
JOY GLOBAL INC COM CUSIP 481165108								
102 000		52 63	0 00	5,368 26	2,082 66	3,285 60	0 00	3,285 60
KEYCORP NEW COM CUSIP 493267108								
469 000		13 20	0 00	6,190 80	3,747 69	2,443 11	0 00	2,443 11
KOHLS CORP COM CUSIP 500255104								
136 000		54 22	0 00	7,373 92	8,432 35	-1,058 43	0 00	-1,058 43
L BRANDS INC COM CUSIP 501797104								
105 000		72 12	0 00	7,572 60	7,200 54	372 06	0 00	372 06
LAW RESH CORP COM CUSIP 512807108								
170 000		77 86	0 00	13,236 20	9,319 99	3,916 21	0 00	3,916 21
LAS VEGAS SANDS CORP COM STK CUSIP 517834107								
140 000		62 26	0 00	8,716 40	4,099 64	4,616 76	0 00	4,616 76

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Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<b>Equity Securities</b>								
<b>Common stock</b>								
<b>United States - USD</b>								
LYONDELLBASELL IND NV COM USD001 CL 'A' CUSIP N53745100		91 63	0 00	12,828 20	8,242 21	4,585 99	0 00	4,585 99
MASCO CORP COM CUSIP 574599106		22 07	69 30	9,181 12	7,669 48	1,511 64	0 00	1,511 64
MASTERCARD INC CL A CUSIP 57636Q104 MA		83 75	57 42	43,717 50	19,522 17	24,195 33	0 00	24,195 33
MCKESSON CORP CUSIP 58155Q103 MCK		203 41	0 00	20,137 59	16,754 67	3,382 92	0 00	3,382 92
MEDNAX INC COM CUSIP 58502B106		62 43	0 00	5,368 98	2,986 64	2,382 34	0 00	2,382 34
MORGAN STANLEY COM STK USD00 01 CUSIP 617446448		34 95	54 50	19,047 75	17,267 38	1,780 37	0 00	1,780 37
MURPHY OIL CORP COM CUSIP 626717102		53 39	0 00	3,256 79	3,256 68	-8 89	0 00	-8 89
NABORS INDUSTRIES COM USD0 10 CUSIP G6359F103		17 85	0 00	6,443 85	6,388 82	55 03	0 00	55 03
NEWFIELD EXPLORATION CUSIP 651290108 NFX		32 61	0 00	5,217 60	6,048 43	-830 83	0 00	-830 83

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Description / Asset ID	Investment Mgr / ID	Exchange rate / local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss	
							Translation	Total
<b>Equity Securities</b>								
<b>Common stock</b>								
<b>United States - USD</b>								
NIKE INC CL B CUSIP 654106103								
	291 000	92 97	0 00	27 054 27	16 406 74	10 647 53	0 00	10 647 53
PIONEER NAT RES CO COM STK CUSIP 723787107								
	99 000	189 06	0 00	18 716 94	13 836 59	4 880 35	0 00	4 880 35
PPG IND INC COM CUSIP 693506107								
PPG	113 000	203 69	0 00	23 016 97	18 732 52	4 284 45	0 00	4 284 45
PROGRESSIVE CORP OH COM CUSIP 743315103								
	192 000	26 41	0 00	5 070 72	3 933 74	1 136 98	0 00	1 136 98
RAYMOND JAMES FNCL INC COM STK CUSIP 754730109								
RJF	134 000	56 13	0 00	7 521 42	3 261 88	4 259 54	0 00	4 259 54
REINSURANCE GROUP AMER INC COM NEW STK CUSIP 759351604								
	74 000	84 25	0 00	6 234 50	3 400 03	2 834 47	0 00	2 834 47
RENAISSANCE RE HLDGS LTD COM CUSIP G7496G103								
	53 000	103 33	0 00	5 476 49	4 886 96	589 53	0 00	589 53
REPUBLIC SVCS INC COM CUSIP 760759100								
RSG	220 000	38 40	0 00	8 448 00	4 888 23	3 559 77	0 00	3 559 77
ROYAL CARIBBEAN CRUISES COM STK CUSIP V7780T103								
	187 000	67 97	0 00	12 710 39	9 790 69	2 919 70	0 00	2 919 70

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Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<b>Equity Securities</b>								
<b>Common stock</b>								
<b>United States - USD</b>								
SALEFORCE COM INC COM STK CUSIP 79466L302								
	131 000	63 99	0 00	8,382 69	7,775 84	606 85	0 00	606 85
SCOTTS MIRACLE-GRO CLASS A COM NPV CUSIP 810186106								
	77 000	59 24	0 00	4,561 48	2,569 08	1,992 40	0 00	1,992 40
SEALED AIR CORP NEW COM STK CUSIP 81211K100								
	240 000	36 25	0 00	8,700 00	4,005 44	4,694 56	0 00	4,694 56
SERVICENOW INC COM USD0 001 CUSIP 81762P102								
	129 000	67 93	0 00	8,762 97	6,521 86	2,241 11	0 00	2,241 11
SNAP-ON INC COM CUSIP 833034101								
	88 000	132 14	0 00	11,628 32	4,006 80	7,621 52	0 00	7,621 52
SPLUNK INC COM STK COM USD0 001 CUSIP 848637104								
	137 000	66 08	0 00	9,052 96	8,138 23	914 73	0 00	914 73
STARBUCKS CORP COM CUSIP 855244109								
	260 000	75 56	0 00	19,645 60	6,712 16	12,933 44	0 00	12,933 44
STIFEL FINL CORP COM CUSIP 860630102								
	143 000	47 51	0 00	6,793 93	5,879 38	914 55	0 00	914 55
SYNOPSIS INC COM CUSIP 871607107								
	123 000	40 98	0 00	5,040 54	3,875 63	1,164 91	0 00	1,164 91

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<b>Equity Securities</b>								
<b>Common stock</b>								
<b>United States - USD</b>								
TABLEAU SOFTWARE INC CL A CL A	CUSIP 87336U105							
71 000	82 59	0 00	5,863 89	4,106 85	1,757 04	0 00		1,757 04
THE PRICELINE GROUP INC CUSIP 741503403								
9 000	1,206 21	0 00	10,855 89	10,628 30	227 59	0 00		227 59
TIFFANY & CO COM CUSIP 886547108								
67 000	96 12	0 00	6,440 04	6,750 24	-310 20	0 00		-310 20
TJX COS INC COM NEW CUSIP 872540109								
196 000	63 32	0 00	12,410 72	3,062 12	9,348 60	0 00		9,348 60
TJX								
ULTA SALON COSMETICS & FRAGRANCE INC COMSTK CUSIP 90384S303								
98 000	120 81	0 00	11,839 38	10,158 67	1,680 71	0 00		1,680 71
UNDER ARMOR INC CL A CUSIP 904311107								
136 000	65 58	0 00	8,918 88	7,431 31	1,487 57	0 00		1,487 57
UNITED CNTL HLDGS INC COM STK CUSIP 910047109								
299 000	52 81	0 00	15,790 19	13,893 86	1,896 33	0 00		1,896 33
UNITED STS STL CORP NEW COM CUSIP 912909108								
213 000	40 04	0 00	8,528 52	8,041 06	487 46	0 00		487 46
VALSPAR CORP COM CUSIP 920355104								
119 000	82 16	0 00	9,777 04	2,795 84	6,981 20	0 00		6,981 20

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Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<b>Equity Securities</b>								
<b>Common stock</b>								
<b>United States - USD</b>								
WESTN DIGITAL CORP COM	CUSIP 958102105							
83 000	98 37	6,164.71	0.00	8,061.84	102.87	0.00		102.87
WHITING PETE CORP COM STK CUSIP 966387102								
84 000	61 24	5,144.16	0.00	3,718.54	1,425.62	0.00		1,425.62
WORKDAY INC CL A COM USD0 001 CUSIP 98138H101								
108 000	95 48	10,311.84	0.00	8,572.33	1,739.51	0.00		1,739.51
XILINX INC COM CUSIP 983919101								
156 000	44 48	6,938.88	0.00	3,981.76	2,957.12	0.00		2,957.12
Total USD		1,033,653.52	429.21	660,771.42	372,882.10	0.00		372,882.10
Total United States		1,033,653.52	429.21	660,771.42	372,882.10	0.00		372,882.10
Total Common Stock		1,062,700.48	429.21	680,634.95	382,066.53	0.00		382,066.53
<b>Equity funds</b>								
<b>Emerging Markets Region - USD</b>								
MFC ISHARES TR MSCI EMERGING MKTS INDEX FD ETF CUSIP 464287234								
EEM								
10,000 000	42 15	421,500.00	0.00	353,660.00	67,820.00	0.00		67,820.00
MFC VANGUARD FTSE EMERGING MKTS ETF CUSIP 922042858								
VWO								
2,000 000	42 64	85,280.00	0.00	88,040.00	-2,760.00	0.00		-2,760.00
Total USD		506,780.00	0.00	441,720.00	65,060.00	0.00		65,060.00
Total Emerging Markets Region		506,780.00	0.00	441,720.00	65,060.00	0.00		65,060.00

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Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss	
						Translation	Total
<b>Equity Securities</b>							
<b>Equity funds</b>							
<b>Europe, Australia, and Far East Region - USD</b>							
MFC ISHARES TR MSCI EAFE ETF CUSIP 464287465	63 95	0 00	1,023,200 00	1,024,295 60	-1,095 60	0 00	-1,095 60
Total USD		0 00	1,023,200 00	1,024,295 60	-1,095 60	0 00	-1,095 60
Total Europe, Australia, and Far East Region		0 00	1,023,200 00	1,024,295 60	-1,095 60	0 00	-1,095 60
<b>Global Region - USD</b>							
MFC FLEXSHARES TR MORNINGSSTAR GLOBAL UPSTREAM NAT RES INDEX FD CUSIP 33939L407	33 16	0 00	387,972 00	411,534 02	-23,562 02	0 00	-23,562 02
Total USD		0 00	387,972 00	411,534 02	-23,562 02	0 00	-23,562 02
Total Global Region		0 00	387,972 00	411,534 02	-23,562 02	0 00	-23,562 02
<b>International Region - USD</b>							
MFB NORTHN INTL EQTY FD CUSIP 665162509	9 61	0 00	295,026 32	253,546 42	41,479 90	0 00	41,479 90
MFB NORTHN INTL EQTY INDEX FD CUSIP 665130209	12 07	0 00	447,139 78	386,716 00	60,423 78	0 00	60,423 78
Total USD		0 00	742,166 10	640,262 42	101,903 68	0 00	101,903 68
Total International Region		0 00	742,166 10	640,262 42	101,903 68	0 00	101,903 68
<b>United States - USD</b>							
MFC ISHARES TR GLOBAL INFRASTRUCTURE ETF INDEX FD CUSIP 464288372	43 28	0 00	363,552 00	364,715 50	-1,163 50	0 00	-1,163 50

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Description / Asset ID	Investment Mgr/ ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<b>Equity Securities</b>								
<b>Equity funds</b>								
<b>United States - USD</b>								
MFC ISHARES TR RUSSELL 1000 GROWTH ETF	CUSIP 464287614							
		93 96	0 00	328,860 00	272,635 60	56,224 40	0 00	56,224 40
MFC ISHARES TR RUSSELL 1000 VALUE ETF	CUSIP 464287598							
		102 20	0 00	613,200 00	451,250 00	161,950 00	0 00	161,950 00
MFC ISHARES TR RUSSELL 2000 VALUE ETF	CUSIP 464287630							
		100 08	0 00	250,200 00	181,908 25	68,291 75	0 00	68,291 75
MFO HBR FD CAP APPRECIATION FD	CUSIP 411511504							
		61 97	0 00	204,981 88	199,888 00	5,093 88	0 00	5,093 88
Total USD			0 00	1,760,793 88	1,470,397 35	290,396 53	0 00	290,396 53
Total United States			0 00	1,760,793 88	1,470,397 35	290,396 53	0 00	290,396 53
Total Equity Funds			0 00	4,420,911.98	3,988,209.39	432,702.59	0.00	432,702.59
<b>Other equity</b>								
<b>United States - USD</b>								
AMERICAN TOWER CORP	CUSIP 03027X100							
		97 50	0 00	12,772 50	3,973 74	8,798 76	0 00	8,798 76
BSTN PPTYS INC	CUSIP 101121101							
		126 75	0 00	5,450 25	2,545 63	2,904 62	0 00	2,904 62
Total USD			0 00	18,222 75	6,519 37	11,703 38	0 00	11,703 38
Total United States			0 00	18,222 75	6,519 37	11,703 38	0 00	11,703 38

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Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<b>Equity Securities</b>								
<b>Total Other Equity</b>				174,000	18,222.76	6,619.37	11,703.38	11,703.38
<b>Total Equity Securities</b>				147,387,240	5,601,836.21	4,675,363.71	826,471.60	826,471.60
<b>Fixed Income Securities</b>								
<b>Corporate/government</b>								
<b>United States - USD</b>								
AT&T INC 5.5% DUE 02-01-2018 CUSIP 00206RAJ1								
300,000,000	111 9277	111 9277	4,125.00	335,783.10	296,221.00	37,562.10	0.00	37,562.10
Issue Date 01 Feb 08	Rate 5.50%	Yield to Maturity 1.821%	Maturity Date 01 Feb 18					
CISCO SYS INC 5.5% DUE 02-22-2016 CUSIP 17275RAC6								
200,000,000	106 3547	106 3547	2,108.33	212,709.40	204,810.00	7,899.40	0.00	7,899.40
Issue Date 22 Feb 06	Rate 5.50%	Yield to Maturity 0.571%	Maturity Date 22 Feb 16					
EMERSON ELEC CO 5.375% DUE 10-15-2017 CUSIP 291011AW4								
200,000,000	111 5768	111 5768	477.77	223,153.60	202,838.00	20,315.60	0.00	20,315.60
Issue Date 18 May 07	Rate 5.375%	Yield to Maturity 1.29%	Maturity Date 15 Oct 17					
GEN ELEC CAP CORP MEDIUM TERM NTS BO TRANCHE # TR 00800 5.625 DUE 09-15-2017 CUSIP 36962G3H5								
100,000,000	111 7966	111 7966	718.75	111,796.60	99,180.00	12,616.60	0.00	12,616.60
Issue Date 24 Sep 07	Rate 5.625%	Yield to Maturity 1.325%	Maturity Date 15 Sep 17					
GEN ELEC CAP CORP MTN BO \$MNGEN ELEC CAP CRR 4.875 DUE 03-04-2015 CUSIP 36962GP65								
100,000,000	101 5082	101 5082	771.87	101,508.20	99,867.00	1,641.20	0.00	1,641.20
Issue Date 04 Mar 05	Rate 4.875%	Yield to Maturity 0.587%	Maturity Date 04 Mar 15					

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Description / Asset ID	Investment Mgr / ID	Exchange rate / local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<b>Fixed Income Securities</b>								
<b>Corporate/government</b>								
<b>United States - USD</b>								
GENERAL ELEC CO 5.25% DUE 12-06-2017 CUSIP 369604BC6								
	200,000,000	111.2875	4,229.16	222,575.00	199,348.00	23,227.00	0.00	23,227.00
Issue Date	08 Dec 07	Rate 5.25%	Yield to Maturity 1.519%	Maturity Date 06 Dec 17				
GOLDMAN SACHS 6.15% DUE 04-01-2018 CUSIP 38141GFM1								
	150,000,000	113.00	768.75	169,500.00	147,936.00	21,564.00	0.00	21,564.00
Issue Date	01 Apr 08	Rate 6.15%	Yield to Maturity 2.027%	Maturity Date 01 Apr 18				
GOLDMAN SACHS GROUP INC FOR FUTURE EQUITGS 5.75 10/01/16 5.75 10-1-16 BEO CUSIP 38141GER1								
	100,000,000	108.5151	479.16	108,515.10	98,694.00	9,821.10	0.00	9,821.10
Issue Date	19 Sep 06	Rate 5.75%	Yield to Maturity 1.186%	Maturity Date 01 Oct 16				
MCDONALDS CORP MEDIUM TERM NTS BOOK ENTRY SR NT 5.35% DUE 03-01-2018 CUSIP 58013MEE0								
	150,000,000	112.0194	1,337.50	168,029.10	151,588.50	16,440.60	0.00	16,440.60
Issue Date	29 Feb 08	Rate 5.35%	Yield to Maturity 1.616%	Maturity Date 01 Mar 18				
MFB NORTHERN FDS BD INDEX FD CUSIP 665162533								
	308,373,530	10.71	0.00	3,302,660.50	3,214,211.35	88,469.15	0.00	88,469.15
Issue Date	25 Aug 08							
MFB NORTHERN FDS FIXED INCOME FD CUSIP 665162806								
	77,538,930	10.40	0.00	806,404.87	786,862.48	19,542.39	0.00	19,542.39
Issue Date	25 Aug 08							
MFB NORTHERN HI YIELD FXD INC FD CUSIP 665162699								
	172,413,960	7.47	0.00	1,287,932.28	1,251,385.39	36,546.89	0.00	36,546.89
Issue Date	25 Aug 08							

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Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<b>Fixed Income Securities</b>								
<b>Corporate/government</b>								
<b>United States - USD</b>								
MICROSOFT CORP 3% DUE 10-01-2020 CUSIP 594918AH7								
	200,000,000	104.5275	500.00	209,055.00	203,514.00	5,541.00	0.00	5,541.00
Issue Date	27 Sep 10	Rate 3.00%	Yield to Maturity 2.009%	Maturity Date 01 Oct 20				
ORACLE CORP 5.75% DUE 04-15-2018 CUSIP 68389XAC9								
	200,000,000	113.5157	511.11	227,031.40	201,956.00	25,075.40	0.00	25,075.40
Issue Date	09 Apr 08	Rate 5.75%	Yield to Maturity 1.597%	Maturity Date 15 Apr 18				
TOYOTA MTR CR CORP 3.40% DUE 09-15-2021 CUSIP 89233P5F9								
	200,000,000	104.1138	868.88	208,227.60	202,174.00	6,053.60	0.00	6,053.60
Issue Date	15 Sep 11	Rate 3.40%	Yield to Maturity 2.555%	Maturity Date 15 Sep 21				
UTD TECHNOLOGIES 4.875% DUE 05-01-2015 CUSIP 913017BH1								
	200,000,000	102.1858	4,875.00	204,371.60	202,824.00	1,547.60	0.00	1,547.60
Issue Date	29 Apr 05	Rate 4.875%	Yield to Maturity 0.449%	Maturity Date 01 May 15				
<b>Total USD</b>			21,771.28	7,899,273.35	7,565,409.72	333,863.63	0.00	333,863.63
<b>Total United States</b>			21,771.28	7,899,273.35	7,565,409.72	333,863.63	0.00	333,863.63
<b>Total Corporate/Government</b>			21,771.28	7,899,273.35	7,566,409.72	333,863.63	0.00	333,863.63
<b>2,868,326,420</b>								
<b>Other bonds</b>								
<b>United States - USD</b>								
MFC FLEXSHARES TR TR IBOX 3 YR TARGET DURATION TIPS INDEX FD CUSIP 33939L506								
	37,000,000	24.75	0.00	915,750.00	931,828.21	-16,078.21	0.00	-16,078.21
Issue Date	07 Dec 12							

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<b>Fixed Income Securities</b>							
<b>Other bonds</b>							
<b>United States - USD</b>							
MFC ISHARES 1-3 YEAR CREDIT BOND ETF CUSIP 464286646	105.47	0.00	748,837.00	746,589.74	2,247.26	0.00	2,247.26
Issue Date 05 Dec 08							
Total USD		0.00	1,664,587.00	1,678,417.95	-13,830.95	0.00	-13,830.95
Total United States		0.00	1,664,587.00	1,678,417.95	-13,830.95	0.00	-13,830.95
<b>Total Other Bonds</b>		<b>0.00</b>	<b>1,664,587.00</b>	<b>1,678,417.95</b>	<b>-13,830.95</b>	<b>0.00</b>	<b>-13,830.95</b>
<b>Total Fixed Income Securities</b>							
2,902,426.420		21,771.28	9,563,860.35	9,243,827.67	320,032.68	0.00	320,032.68
<b>Real Estate</b>							
<b>Real estate funds</b>							
<b>United States - USD</b>							
MFB NORTHERN FDS GLOBAL REAL ESTATE INDEX FD CUSIP 665162541	10.12	0.00	248,346.11	210,698.03	37,648.08	0.00	37,648.08
Total USD		0.00	248,346.11	210,698.03	37,648.08	0.00	37,648.08
Total United States		0.00	248,346.11	210,698.03	37,648.08	0.00	37,648.08
<b>Total Real Estate Funds</b>		<b>0.00</b>	<b>248,346.11</b>	<b>210,698.03</b>	<b>37,648.08</b>	<b>0.00</b>	<b>37,648.08</b>
<b>Total Real Estate</b>		<b>0.00</b>	<b>248,346.11</b>	<b>210,698.03</b>	<b>37,648.08</b>	<b>0.00</b>	<b>37,648.08</b>

Northern Trust

\*Generated by Northern Trust from reviewed periodic data on 16 Dec 14 B003

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## ◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
USD - United States dollar								
		1.00	1.41	187,705.79	187,705.79	0.00	0.00	0.00
Total short term - all currencies								
			1.41	187,705.79	187,705.79	0.00	0.00	0.00
Total short term - all countries								
			1.41	187,705.79	187,705.79	0.00	0.00	0.00
Total Short Term								
			1.41	187,705.79	187,705.79	0.00	0.00	0.00
Total Cash and Short Term Investments								
			1.41	187,705.79	187,705.79	0.00	0.00	0.00

## Adjustments To Cash

Pending trade purchases								
USD - United States dollar								
		1.00	0.00	-12,747.99	-12,747.99	0.00	0.00	0.00
Total pending trade purchases - all currencies								
			0.00	-12,747.99	-12,747.99	0.00	0.00	0.00
Total pending trade purchases - all countries								
			0.00	-12,747.99	-12,747.99	0.00	0.00	0.00
Total Pending trade purchases								
			0.00	-12,747.99	-12,747.99	0.00	0.00	0.00
Pending trade sales								

# Custom Reporting

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## ◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<b>Adjustments To Cash</b>									
<b>Pending trade sales</b>									
USD - United States dollar			1.00	0.00	14,275.86	14,275.86	0.00	0.00	0.00
<b>Total pending trade sales - all currencies</b>									
				0.00	14,275.86	14,275.86	0.00	0.00	0.00
<b>Total pending trade sales - all countries</b>									
				0.00	14,275.86	14,275.86	0.00	0.00	0.00
<b>Total Pending trade sales</b>									
				0.00	14,275.86	14,275.86	0.00	0.00	0.00
<b>Total Adjustments To Cash</b>									
				0.00	1,627.87	1,627.87	0.00	0.00	0.00
<b>Total</b>									
				22,201.90	15,603,276.33	14,319,123.07	1,184,162.26	0.00	1,184,162.26

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