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## 990-PF

Department of the Treasury Internal Revenue Service

### Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public. ▶ Information about Form 990-PF and its separate instructions is at www.irs gov/form990pf OMB No. 1545-0052

Open to Public Inspection

11/01 10/31,2014 , 2013, and ending For calendar year 2013 or tax year beginning A Employer identification number Name of foundation 35-6009070 TR U/W MARY J PROCTOR R60694008 Room/suite B Telephone number (see instructions) Number and street (or P.O. box number if mail is not delivered to street address) 866-888-5157 10 S DEARBORN IL1-0117 City or town, state or province, country, and ZIP or foreign postal code If exemption application is pending, check here CHICAGO, IL 60603 Initial return of a former public charity G Check all that apply: Initial return D 1 Foreign organizations, check here Final return Amended return 2 Foreign proapizations meeting the 85% test, check here and attach Address change Name change computation . . . . . . H Check type of organization: | Section 501(c)(3) exempt private foundation E If private foundation status was termina X Section 4947(a)(1) nonexempt charitable trust \_\_\_\_ Other taxable private foundation under section 507(b)(1)(A), check here ... I Fair market value of all assets at J Accounting method: X Cash Accrual If the foundation is in a 60-month termination end of year (from Part II, col. (c), line Other (specify) under section 507(b)(1)(B), check here . -665,764. (Part I, column (d) must be on cash basis.) (d) Disbursements Part I Analysis of Revenue and Expenses (The (a) Revenue and (b) Net investment (c) Adjusted net for charitable total of amounts in columns (b), (c), and (d) expenses per income income purposes may not necessarily equal the amounts in books (cash basis only) column (a) (see instructions) , Contributions, gifts, grants, etc., received (attach schedule) Check ► X if the foundation is **not** required to attach Sch. B 3 Interest on savings and temporary cash investments 11,515 11,503 STMT Dividends and interest from securities . . . . b Net rental income or (loss) 37,311 Net gain or (loss) from sale of assets not on line 10 Gross sales price for all 182,558. assets on line 6a 37,311 Capital gain net income (from Part IV, line 2) . Net short-term capital gain . . . . . . . . 1 1 10 a Gross sales less returns and allowances OQUELLIT. b Less Cost of goods sold . c Gross profit or (loss) (attach schedule) Other income (attach schedule) . . . . . . -988 STMT 48,826 47,826 12 Total. Add lines 1 through 11 . . . . . . . . 7,833 5,875 958 13 Compensation of officers, directors, trustees, etc. NONE NONE 14 Other employee salaries and wages . . . . . Expenses NONE NONE 15 Pension plans, employee benefits . . . . . . 16a Legal fees (attach schedule) . . . . . . . . . b Accounting fees (attach schedule) . . . . . c Other professional fees (attach schedule) . . . 17 1,146 384 Taxes (attach schedule) (see instructions) STMT . 3 18 19 Depreciation (attach schedule) and depletion. 20 and 21 Travel, conferences, and meetings . . . . . NONE NONE NONE NONE 22 23 Other expenses (attach schedule) . . . . . 24 Total operating and administrative expenses. 8,979 6,259 NONE 1,958 Add lines 13 through 23 ...... 30,000 30,000 25 Contributions, gifts, grants paid . . . . . . . 38,979 Total expenses and disbursements Add lines 24 and 25 6.259 NONE 31,958 27 Subtract line 26 from line 12: 9,847 a Excess of revenue over expenses and disbursements 41,567 b Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-). .

JSA For Paperwork Reduction Act Notice, see instructions.

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Form 990-PF (2013)

		I D-1 Ob	Attached schedules and amounts in the	Beginning of year	End o	of year
نا	art II	Balance Sneets	description column should be for end-of-year amounts only. (See instructions.)	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-beari	ng	287.	408	<del> </del>
	2		cash investments	13,331.	20,267	20,267
	3	Accounts receivable				
		Less: allowance for doub	otful accounts >			
	4					
			otful accounts			ļ
	5					<u></u>
	6	Receivables due from	officers, directors, trustees, and other			ł
			ach schedule) (see instructions)			<u> </u>
	7		ceivable (attach schedule)			
			otful accounts >NONE			
ssets	8		e			
SS	9		eferred charges			
۷			government obligations (attach schedule)	401 250		
			stock (attach schedule)	401,378.	418,474	
	11 °	Investments - corporate Investments - land, building	bonds (attach schedule)	51,841.	32,484	32,306
	` `	and equipment basis Less accumulated deprecia				
		(attach schedule)				
			loans	80,558.	04 200	. 84,585
	13 14	Land, buildings, and	ch schedule)	00,330.	84,289	04,303
		equipment, basis Less: accumulated deprecia	tion L			
		(attach schedule)				
	15 16	Total assets (describe	completed by all filers - see the		<del></del>	- <del></del>
	1.0		age 1, item I)	547,395.	555,922	665,764
_	17		ccrued expenses	347,373.	333,322	000,704
	18					
s	)					
Liabilities	20		rs, trustees, and other disqualified persons			
į	21		tes payable (attach schedule)			
Ë	22					
		Other habilities (accorde	·			
	23	Total liabilities (add line	s 17 through 22)		NONE	1
			ow SFAS 117, check here . >			1
s	ł	and complete lines 2	4 through 26 and lines 30 and 31.			1
Š	24	Unrestricted		_		
alai	25	Temporarily restricted				
8	26	Permanently restricted				]
Net Assets or Fund Balances		Foundations that do	not follow SFAS 117, ▶ 🗓			
ř	l	-	plete lines 27 through 31.			}
S	27	Capital stock, trust princ	ipal, or current funds	547,395.	555,922	
set	28	Paid-in or capital surplus, or	land, bldg, and equipment fund			[
Ä	29	-	ated income, endowment, or other funds			
Set	30		I balances (see instructions)	547,395.	555,922	
	31		net assets/fund balances (see	547,395.		
		instructions)	555,922			
			anges in Net Assets or Fund			Γ
1			palances at beginning of year - Part			F48 305
2			f on prior year's return)			547,395.
2	. Ente	er amount from Part I, er increases not includ		9,847.		
					<u>3</u>	557,242.
5	Dec	reases not included in	line 2 (itemize) ► SEE STA	 PEMENT 4	5	1,320.
			plances at end of year (line 4 minus ).			555, 922.

6

P	art IV Capital Gains	and Losses for Tax on Inve	estment Income			
		d describe the kind(s) of property sold (e		(b) How acquired	(c) Date	(d) Date sold
	2-story b	P - Purchase D - Donation	acquired (mo., day, yr.)	(mo., day, yr.)		
1a	PUBLICLY TRADED	SECURITIES				
b						
С					_	
d						ļ
e			· · · · · · · · · · · · · · · · · · ·	ļ		<u> </u>
	(e) Gross sales price	(f) Depreciation allowed	(g) Cost or other basis		(h) Gain or (lo	
	· · · · · · · · · · · · · · · · · · ·	(or allowable)	plus expense of sale		(e) plus (f) mini	
a	182,558.		145,247.			37,311.
b						
<u>c</u>				ļ		
<u>d</u>						
<u>e</u>						
_	Complete only for assets s	showing gain in column (h) and owned			Gains (Col. (h) ga	
	(i) F.M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (ı) over col. (ı), ıf any	coi.	(k), but not less t Losses (from co	
_		33 51 127 517 55	over our q <sub>ff</sub> is any			27 211
<u>a</u>						37,311.
<u>_b</u>						
_c d				<u> </u>		
e						
		( If	gain, also enter in Part I line 7			
2	Capital gain net income or	(net capital loss)	gain, also enter in Part I, line 7 (loss), enter -0- in Part I, line 7	2		37,311.
3	Net short-term capital gain	or (loss) as defined in sections 122				3,,322.
•		rt I, line 8, column (c) (see instr				
	•		1	3		
P.		Inder Section 4940(e) for Redu		ncome		
Wa		the section 4942 tax on the distrib		ase perio	d?	Yes X No
_		not qualify under section 4940(e). [				
1		ount in each column for each year;		any entri		
	(a) Base period years	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets		(d) Distribution ra	
_ <u>c</u>	alendar year (or tax year beginning in)			<del> </del>	(col (b) divided by	
	2012	29,369.	623,498.		· · · · · · · · · · · · · · · · · · ·	0.047104
_	2011	29,375.	582,696.	<del> </del>		0.050412
	2010	29,658.	632,475.	ļ		
	2009	26,863.	605,665.			0.044353
_	2008	33,526.	538,497.	<del> </del>		0.062258
2	Total of line 1 column Id	1		2		0.251019
3	Average distribution ratio	)	the total on line 2 by 5, or by the	-		0.231019
J	•	dation has been in existence if less	• • •	3		0.050204
	number of years the lound	dation has been in existence in less	titali 5 years			0.030204
4	Enter the net value of non	ncharitable-use assets for 2013 fror	m Part X line 5	4		675,030.
7	Litter the het value of hor	ichantable-use assets tot 2015 ffor	marra, mes	<del></del>	<del> </del>	075,030.
5	Multiply line 4 by line 3			5		_33,889
,	Multiply line 4 by line 3				· · · · · · · · · · · · · · · · · · ·	33,009
6	Enter 1% of net investmen	nt income (1% of Part I, line 27b)		6		416.
-	= 170 OF HOL HIVESUITE			<del>                                     </del>		410.
7	Add lines 5 and 6			7		34,305.
-		• • • • • • • • • • • • • • • • • • • •	• • • • • • • • • • • • • • • • • • • •	<del></del>		
8	Enter qualifying distribution	ons from Part XII, line 4		8		31,958.
_	If line 8 is equal to or gr	eater than line 7, check the box i	n Part VI, line 1b, and complete t		using a 1% ta	

Part	Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see i	nstru	ctions	s)
1a	Exempt operating foundations described in section 4940(d)(2), check here and enter "N/A" on line 1			
	Date of ruling or determination letter (attach copy of letter if necessary - see instructions)			
Ь	Domestic foundations that meet the section 4940(e) requirements in Part V, check		8	<u>31.</u>
	here and enter 1% of Part I, line 27b			
С	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 2			
3	Add lines 1 and 2		8	31.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 4		N	ONE
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0		8	31,
6	Credits/Payments			
а	2013 estimated tax payments and 2012 overpayment credited to 2013 6a 500.			
b	Exempt foreign organizations - tax withheld at source			
	Tax paid with application for extension of time to file (Form 8868) 6c 1,300.			
d	Backup withholding erroneously withheld		1 0	
7	Total credits and payments. Add lines 6a through 6d		1,8	00.
8	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached			
	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 11	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid  Enter the amount of line 10 to be: Credited to 2014 estimated tax ▶ 969. Refunded ▶ 11			69.
	Enter the amount of line 10 to be: Credited to 2014 estimated tax ▶ 969. Refunded ▶ 11  VII-A Statements Regarding Activities			
	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate	T-"	Yes	No
14	or intervene in any political campaign?	1a	163	}
h	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the	<u> </u>		
-	definition)?	1b		}
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or			
	distributed by the foundation in connection with the activities.	1 1	ł	
С	Did the foundation file Form 1120-POL for this year?	1c_		}
	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:			
	(1) On the foundation. $\blacktriangleright$ \$	1 1		
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on		l	
	foundation managers. > \$			_
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation,			,
	or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		1 7
	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		
_	If "Yes," has it filed a tax return on Form 990-T for this year?	_4b_		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	-3-1		
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:			
٥	By language in the governing instrument, or			
	By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict			
	with the state law remain in the governing instrument?	6	Х	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)			
_	<u>IN</u>			
þ	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate)	,	Х	
e	of each state as required by General Instruction G? If "No," attach explanation	86		
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete			
	Part XIV	9		,
10				
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and	10		)

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c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.

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

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?

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . .

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Par	VII-B Statements Regarding Activities for	Which Form 47	20 May Be Requi	red (continued)						
5a	During the year did the foundation pay or incur any amour	nt to.								
	(1) Carry on propaganda, or otherwise attempt to influence	e legislation (section	4945(e))?	. Yes X 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 X No									
	(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes X 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 X No									
	(5) Provide for any purpose other than religious, cha	arıtable, scientific, I	iterary, or educationa	I						
	purposes, or for the prevention of cruelty to children o	r animals?		YesX No	,	Ì				
b	If any answer is "Yes" to 5a(1)-(5), did any of the	transactions fail to	qualify under the ex	ceptions described in	1					
	Regulations section 53.4945 or in a current notice regards	ng disaster assistanc	e (see instructions)?		5b_					
	Organizations relying on a current notice regarding disaste	er assistance check h	ere							
C	If the answer is "Yes" to question 5a(4), does the f	oundation claim ex	emption from the tax	·						
	because it maintained expenditure responsibility for the gr	ant?		Yes No	•					
	If "Yes," attach the statement required by Regulations section	on 53 4945-5(d).								
6a	Did the foundation, during the year, receive any fund	•								
	on a personal benefit contract?			. Yes X No	•					
b	Did the foundation, during the year, pay premiums, directly	or indirectly, on a p	ersonal benefit contrac	t?	6b	X				
	If "Yes" to 6b, file Form 8870.									
7 a	At any time during the tax year, was the foundation a part	y to a prohibited tax :	shelter transaction?	. Yes X No	•					
	If "Yes," did the foundation receive any proceeds or have a				. 7b					
Par	Information About Officers, Directors, and Contractors	Trustees, Found	dation Managers,	Highly Paid Empl	oyees,					
1	List all officers, directors, trustees, foundation ma	nagers and their o	compensation (see	instructions).						
	(a) Name and address	(b) Title, and average hours per week	(c) Compensation (If not paid,	(d) Contributions to employee benefit plans	(e) Expens	e account,				
	ODGAN GUAGE DAWY N.A.	devoted to position	enter -0-)	and deferred compensation	other all					
	ORGAN CHASE BANK, N.A.	TRUSTEE	7 022	,		٥				
10 5	DEARBORN ST IL1-0117, CHICAGO, IL 60603	2	7,833.	-0-		-0-				
			Į							
					<del></del>					
2	Compensation of five highest-paid employees	Other than thos	e included on line	1 - see instruction	ons). If no	ne enter				
_	"NONE."	(Other than the				, onto				
		(b) Title, and average		(d) Contributions to employee benefit	(e) Expens	e account.				
<b>(8</b>	) Name and address of each employee paid more than \$50,000	hours per week devoted to position	(c) Compensation	plans and deferred compensation	other all	owances				
				componsation		<del></del>				
NON			NONE	NONE	N	ONE				
1101			HOLLE	NONE						
				1						
				, l						
					· · · · · · · · · · · · · · · · · · ·	<del></del>				
Tota	I number of other employees paid over \$50,000 .				N	ONE				
	The state of the s				Form 990	D-PF (2013)				
						,,,				

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "  (a) Name and address of each person paid more than \$50,000  (b) Type of service  NONE	(c) Compensation
	NONE
NONE	NONE
l l	
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 numb organizations and other beneficiaries served, conferences convened, research papers produced, etc.	per of Expenses
1NONE	
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
1NONE	
	]
2	
All other program-related investments. See instructions.	
3NONE_	
Total. Add lines 1 through 3	. ▶

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Part	Minimum Investment Return (All domestic foundations must complete this part. Foreign see instructions.)	gn found	ations,
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc.,		
	purposes:		
а	Average monthly fair market value of securities	1a	666,477.
b	Average of monthly cash balances	1b	18,833.
C	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	685,310.
e	Total (add lines 1a, b, and c)  Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	685,310.
4	Subtract line 2 from line 1d  Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see		
	instructions)	4	10,280.
5	instructions)  Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	675,030.
6	Minimum investment return. Enter 5% of line 5	6	33,752.
Part		dations	
1	Minimum investment return from Part X, line 6	1	33,752.
2a	Tax on investment income for 2013 from Part VI, line 5		
b	Income tax for 2013. (This does not include the tax from Part VI.) 2b		
C	Add lines 2a and 2b	2c	831.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	32,921.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	32,921.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII,		
	line 1	7	32,921.
Part	XII Qualifying Distributions (see instructions)	<u> </u>	
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	31,958.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc.,	\- <del>'''</del>	
_	purposes .	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:	<del>-</del>  -	
а	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	31,958.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income.		<u>31,330.</u>
3	Enter 1% of Part I, line 27b (see instructions)		N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	N/A 31,958.
U	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when c		
	qualifies for the section 4940(e) reduction of tax in those years	aiculating	, whether the loundation

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Pa	rt XIII Undistributed Income (see instru	ıctions)			
_		(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1	Distributable amount for 2013 from Part XI,	Corpus	Tears prior to 2012	2012	
	line 7				32,921.
2	Undistributed income, if any, as of the end of 2013.				
	Enter amount for 2012 only		32027	28,312.	
	Total for prior years: 20_11_,20,20		NONE		·- <u></u>
3	Excess distributions carryover, if any, to 2013				
a	From 2008 NONE From 2009 NONE				
D			j	J	
<u>د</u>	* * * * * * * * * * * * * * * * * * * *			Ì	
a	From 2011 NONE From 2012 NONE		i	1	
	Total of lines 3a through e	NONE	j	]	
4	Qualifying distributions for 2013 from Part XII,	NOND			
7	line 4 ▶ \$31,958			İ	
я	Applied to 2012, but not more than line 2a			28,312.	
					<del></del>
D	Applied to undistributed income of prior years (Election required - see instructions)		NONE	İ	
c	Treated as distributions out of corpus (Election				<del></del>
_	required - see instructions)	NONE			
d	Applied to 2013 distributable amount				3,646.
e	Remaining amount distributed out of corpus	NONE			
5	Excess distributions carryover applied to 2013	NONE			NONE
	(If an amount appears in column (d), the same amount must be shown in column (a))				
6	Enter the net total of each column as				
	indicated below:	NONE			
	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONB			
ь	Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
С	Enter the amount of prior years' undistributed		NOME		
	income for which a notice of deficiency has				
	been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d	Subtract line 6c from line 6b. Taxable				
_	amount - see instructions		NONE		
е	Undistributed income for 2012. Subtract line 4a from line 2a Taxable amount - see				
	instructions				
f	Undistributed income for 2013. Subtract lines		ļ	}	
	4d and 5 from line 1. This amount must be			İ	A
	distributed in 2014				29,275.
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section				
	170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE		j	
8	Excess distributions carryover from 2008 not	10112			· · · · · · · · · · · · · · · · · · ·
Ü	applied on line 5 or line 7 (see instructions)	NONE		ĺ	
9	Excess distributions carryover to 2014.				
	Subtract lines 7 and 8 from line 6a	NONE			
	Analysis of line 9.				
	Excess from 2009 NONE				
	Excess from 2010 NONE				
	Excess from 2011 NONE				
	Excess from 2012 NONE	1			
е	Excess from 2013 NONE				

Form 990-PF (2013)

Pa	rt XIV Private Ope	erating Foundations	(see instructions a	nd Part VII-A, question	on 9)	NOT APPLICABLE
1 a	If the foundation has				ting	
	foundation, and the ruling				▶∟	
b	Check box to indicate who		private operating founda		4942()	(3) or 4942(j)(5)
2a	Enter the lesser of the ad-	Tax year		Prior 3 years		(e) Total
	justed net income from Part  I or the minimum investment	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
	return from Part X for each					
	year listed					
b	85% of line 2a					<del></del>
C	Qualifying distributions from Part			1		
А	XII, line 4 for each year listed .  Amounts included in line 2c not		<del></del>	<del></del>		<del></del>
_	used directly for active conduct	1				
	of exempt activities	<u> </u>	<u> </u>			
-	directly for active conduct of					
	exempt activities Subtract line 2d from line 2c	1				
3	Complete 3a, b, or c for the	<del></del>	<del></del>			
•	alternative test relied upon "Assets" alternative test - enter					
a	(1) Value of all assets					
	(2) Value of assets qualifying					
	under section 4942(j)(3)(B)(i)	[				
þ	"Endowment" alternative test-					
	enter 2/3 of minimum invest-					ł
	ment return shown in Part X, line 6 for each year listed	ļ				
C	"Support" alternative test - enter,	j				
	(1) Total support other than gross investment income					
	(interest, dividends, rents,					
	payments on securities loans (section 512(a)(5)),					
	or royalties)	ļ		<del> </del>		ļ
	(2) Support from general public and 5 or more	)	]		l	
	exempt organizations as provided in section 4942					
	(j)(3)(B)(m)					
	(3) Largest amount of sup- port from an exempt			{		
	organization			<del> </del>	<u> </u>	<del> </del>
0.	(4) Gross investment income	tom Information (	Complete this part	t only if the found	ation had \$5,000	or more in assets
Fa		tary information ( e during the year - s		only if the lound	ation nad \$5,000	or more in assets
1	<del></del>	<del></del>				
а	List any managers of	the foundation who I	nave contributed mor			ed by the foundation
	before the close of any	y tax year (but only if th	ney have contributed r	more than \$5,000). (Se	ee section 507(d)(2).)	
	N/A					
b	List any managers of					y large portion of the
	ownership of a partner	rship or other entity) of	t which the foundation	i has a 10% or greater	interest.	
	,					
_	N/A Information Regarding	Cantillation Count	Cife I am Caladarah	Diameter.		
2				-		
	Check here ► if the unsolicited requests for the control of	the foundation only or funds if the found	makes contributions	to preselected chari	table organizations a	and does not accept
	other conditions, comp			ants, etc. (500 matrac	ions, to marriagais t	organizations ander
a	The name, address, an			person to whom app	lications should be ad	dressed:
	SEE STATEMENT					
b	The form in which app	lications should be sul	omitted and information	on and materials they	should include:	
	SEE ATTACHED S'	TATEMENT FOR L	INE 2			
	A m			<del></del>		
С	Any submission deadli פּבּבּ אַתִּידאַ רְעַבָּיָה פִי		INE O			
	SEE HITACHED S	TATEMENT FOR L	TING Z			
d	Any restrictions or li	imitations on awards,	such as by geogra	phical areas, charita	ole fields, kinds of	institutions, or other
	factors:					
	SEE ATTACHED S'	TATEMENT FOR L	INE 2			

rm 990-PF (2013)		···		Page
art XV Supplementary Information		avad for E	utura Paymant	
3 Grants and Contributions Paid Duri Recipient	If recipient is an individual,	Foundation		<del> </del>
Name and address (home or business)	show any relationship to any foundation manager or substantial contributor	status of recipient	Purpose of grant or contribution	Amount
a Paid during the year	or substantial contributor	Touplant		<del></del>
<i>,</i>				
AST TENTH UNITED METHOD CHILDREN AND YOUTH	<u>:</u>			
327 E 10TH STREET INDIANAPOLIS IN 46201	NONE	PC	GENERAL	2,500
AY NURSERY ASSOCIATION OF INDIANAPOLIS PROG		20	l ammost	10.000
L5 N ALABAMA ST, SUITE 300 INDIANAPOLIS IN	NONE	PC	GENERAL	10,000
PARFISH INC				
L4 BLACKSHER STREET BREWTON AL 36426	NONE	PC	GENERAL	2,500
				•
MARYS CHILD CENTER, INC				
DI DR. MARTIN LUTHER KING JR ST INDIANAPOL	NONE	PC	GENERAL	2,500
DYS AND GIRLS CLUBS OF INDIANAPOLIS				
236 EAST 10TH ST, SUITE 200 INDIANAPOLIS I	NONE	PC	GENERAL	10,000
SSISTANCE LEAGUE OF INDIANAPOLIS NORTHBROOK			]	
175 W 86 TH ST SUITE E INDIANAPOLIS IN 462	NONE	PC	GENERAL	2,500
.,, ,, ,, ,, ,, ,, ,, ,, ,, ,, ,, ,, ,,	110112	-		2,500
		ĺ		
		1		
			ļ	
Total			▶ 3a	30,000
b Approved for future payment				
			1	
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	1	İ	1	
		1		
	1	1		
			l l	

Page **12** 

Part XVI-	A Analysis of Income-Produ	cing Activ	<u>/ities</u>			<del></del>
Enter gross a	amounts unless otherwise indicated.	(a)	ted business income (b)	(c)	section 512, 513, or 514 (d)	(e) Related or exempt function income
1 Program	service revenue:	Business code	Amount	Exclusion code	Amount	(See instructions)
a			<u> </u>			<del></del>
ь		<u> </u>				
c		<b> </b>				
d		ļ	<u> </u>			
		<del></del>	<del></del>		<u></u>	
f	· · · · · · · · · · · · · · · · · · ·	<del> </del>		<del></del>		
-	and contracts from government agencies	<u> </u>				
	ship dues and assessments					
	n savings and temporary cash investments	<del></del>		14	11,515.	
	Is and interest from securities al income or (loss) from real estate:	<del></del>	<del> </del>	114	11,010.	<del></del>
	financed property	<del> </del>				
	debt-financed property			<del></del>		<del></del>
	l income or (loss) from personal property	1				
	vestment income					<del></del>
	oss) from sales of assets other than inventory	I .	<del></del>	18	37,311.	<del></del>
	me or (loss) from special events	<b></b>				<del></del>
	ofit or (loss) from sales of inventory.					<del></del>
•	venue a					
	701100 0					
						· ·_ ·_ ·_ ·_
е —						
12 Subtotal	. Add columns (b), (d), and (e)				48,826.	
	dd line 12, columns (b), (d), and (e)				13	48,826.
	eet in line 13 instructions to verify calci	ulations.)				
Part XVI-	<b>Relationship of Activities</b>	to the Ac	complishment of E	xempt Purp	oses	
Line No.	Explain below how each activity	ty for which	n income is reported	in column (e	e) of Part XVI-A contribu	ted importantly to the
▼	accomplishment of the foundation					
			·			-,- (
						<del></del>
	<u> </u>				<del></del>	
	<del> </del>		NOT APPLICAB	ILE		
	<del> </del>					
					<del></del>	
			<del></del>		<del></del>	
	<del> </del>					
	<del></del>					
	<del></del>				·—- · · · · · · · · ·	
	<del> </del>				<del></del>	
				<del> </del>	<del></del>	
	<del> </del>					
	<del> </del>				<del></del>	
	L					5 000 DE 10010

Form 99	0-PF (20	013)					35-6009070				ge <b>13</b>
Part >		Exempt Orga	nizations				d Relationships		charita	ble	
ir	section	organization direct on 501(c) of the Co ations?							1	es	No
	-	rs from the reportin	g foundation to	a noncharitable ex	kempt organ	ızation of:	:				
		h	-						1a(1)	_	<u>X</u>
		er assets							1a(2)	_	<u>X</u>
		ransactions:									37
		es of assets to a non chases of assets fro							1b(1) 1b(2)		<u>X</u>
		tal of facilities, equi							1b(2)	$\dashv$	$\frac{x}{X}$
		nbursement arrang							1b(4)	$\neg$	<u> </u>
		ns or loan guarante							1b(5)		X
(6	6) Perf	ormance of services	s or membershi	ip or fundraising so	licitations .				1b(6)		_X_
		of facilities, equipn							1c	l	<u>X</u>
V	alue o	inswer to any of the f the goods, other n any transaction o	assets, or serv	ices given by the	reporting fo	undation.	If the foundation	received less	than fa	ir m	arket
(a) Line		(b) Amount involved	<del>,</del>	noncharitable exempt or		T	cription of transfers, tran				
			ļ			<u> </u>					
			<del> </del>			<del> </del>					
	_		<del> </del>	<del></del>							
			<u> </u>								
				<del></del>		<del> </del>	<del></del>				
									<del></del> -		
			<del>                                     </del>								
			ļ	·			<del></del>				
			<del> </del>	<del></del>		<del> </del>					
d	escrib	foundation directly ed in section 501(c	) of the Code (c						Yes	X	No
b if	"Yes,	' complete the follogous (a) Name of organization		(b) Type of	organization	· · ·	(c) Desc	ription of relation	shin		
		(a) Hallio or organization	···	(5) 1700	Organization		(0, 000				
		penalties of perjury, I decl						est of my knowledg	ge and beli	ef, ıt	ıs true,
Sign	correct	and complete Declaration of	or preparer (other than			preparer nas	any knowledge	May the IR	S discuss	this	return
Here	1/4		E PRESIDEN		2015	<u></u>			eparer sho	wn_	below
	Sign	ature of officer or trustee		Date		Title		(see instruction	ns)? [X]\	es _	No
	<u> </u>	Print/Type preparer's na	ame	parer's signatu	ראיי		Date	Check If	PTIN		
Paid		CAROLYN J. S	SECHEL	Carolin	J. Sed	ul	09/04/2015		P0125	639	9
Prepa		Firm's name DI	ELOITTE TA				Firm's		10657		
Use C	Only		27 PUBLIC		,						
		ı CI	LEVELAND,	OH	44	114	Phone		86-96		106:
								Fo	rm <b>990-</b>	rr (	(2013)

TR U/W MARY J PROCTOR R60694008

35-6009070

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST OF SECURITIES	11,515.	11,503.
TOTAL	11,515.	11,503.

. TR U/W MARY J PROCTOR R60694008

35-6009070

FORM 990PF, PART I - OTHER INCOME

REVENUE AND EXPENSES PER BOOKS

NET INVESTMENT INCOMP

PARTNERSHIP NII

DESCRIPTION

TOTALS

-988.

-988.

TR U/W MARY J PROCTOR R60694008

35-6009070

FORM 990PF, PART I - TAXES 

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL TAX PAYMENT - PRIOR YE FEDERAL ESTIMATES - INCOME FOREIGN TAXES ON QUALIFIED FOR FOREIGN TAXES ON NONQUALIFIED	262. 500. 344. 40.	344. 40.
TOTALS	1,146.	384.

ADJUSTMENT TO BASIS

1,055.

1,320.

=============

FORM 990PF, PA	ART III - OTHE	R DECREASES IN	NET WORTH OR	FUND BALANCES
=======================================		=======================================	:==========	=======================================
DESCRIPTION				AMOUNT
PRIOR YEAR ADJ	JUSTMENT			265.

TOTAL

TR U/W MARY J PROCTOR R60694008 FORM 990PF, PART XV - LINES 2a - 2d 

RECIPIENT NAME:

JPMORGAN CHASE BANK, NA

ADDRESS:

2200 ROSS AVE, FLOOR 5

DALLAS, TX 75201-2787

RECIPIENT'S PHONE NUMBER: 214-965-2098

FORM, INFORMATION AND MATERIALS:

WRITTEN REQUESTS WITH A SHORT EXPLANATION ABOUT THE USE OF THE FUNDS SUBMISSION DEADLINES:

RESTRICTIONS OR LIMITATIONS ON AWARDS:

AWARDS ARE FOR THE CARE AND COMFORT OF WORTHY CHILDREN

J P. Morgan Team		
Laurine Bitonti	T & E Officer	248/738-6154
Lisanne Marshall	T & E Administrator	248/738-6193
Laurine Bitonti	Client Service Team	248/738-6154
Lisanne Marshali	Client Service Team	
Online access	www.jpmorganonline.com	

Table of Contents	Page
Account Summary	2
Holdings	
Equity	4
Alternative Assets	8
Cash & Fixed Income	10

Please see disclosures located at the end of this statement package for important information relating to each J P Morgan account(s)

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0000000208 15 0 15 RRRRR SCHMIH 20150609

000013 0470 of 1210 NEPOCHOL XI NEROSEN

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## **Account Summary**

#### PRINCIPAL

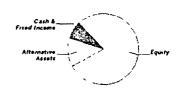
Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	513,918 56	528,198 17	14 279 61	7,587 73	79%
Alternative Assets	79 251 17	84 585 04	5,333 87	430 89	13%
Cash & Fixed Income	66,805 68	52,573 28	(14,232 40)	856 55	8%
Market Value	\$659,975 41	J \$665,356.49	\$5,381,08	\$8,875.17	100%

### INCOME

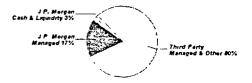
Cash Position	Beginning Market Value	Ending Market Value	Change In Value	
Cash Balance	287 69	√ 407 51	119 92	
Accruals	45 24	15 37	(29 87)	
Market Value	\$332.93	\$422.98	\$90.05	

\* J.P. Morgan Managed includes (to the extent permitted under applicable law) mutual funds other registered funds and hedge funds managed by J.P. Morgan and structured products issued by J.P. Morgan. J.P. Morgan Cash & Liquidity. Funds includes cash, J.P. Morgan deposit sweeps and J.P. Morgan money market mutual funds. Third-Party Managed & Other includes mutual funds, exchange braded funds, hedge funds, and separately managed accounts managed by parties other than J.P. Morgan, structured products and exchange traded notes issued by parties other than J.P. Morgan and other investments not managed or issued by J.P. Morgan. See important information about investment principles and conflicts in the disclosures section.





Manager Allocation



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# Account Summary CONTINUED

Cost Summary	Cost
Equity	418 474 34
Cash & Fixed Income	52.751 75
Total	\$471,226.09

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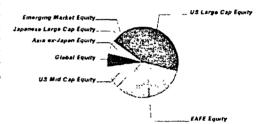


# **Equity Summary**

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap Equity	204,621 46	215 073 28	10,451 82	32%
US Mid Cap Equity	58,303 01	55,863 99	(2,439 02)	8%
EAFE Equity	166 384 31	178,383 15	11 998 84	27%
European Large Cap Equity	13,116 18	0 00	(13 116 18)	
Japanese Large Cap Equity	0 00	6 213 91	6 213 91	1%
Asia ex-Japan Equity	37,887 38	33,260 25	(4 627 13)	5%
Emerging Market Equity	12 709 80	5 968 40	(6,741 40)	1%
Global Equity	20 896 42	33 435 19	12 538 77	5%
Total Value	\$513,918.56	\$528,198.17	\$14,279.61	79%

Market Value/Cost	Curre Period Val		
Market Value	7	528 198 17	
Tax Cost	J	418,474 34	
Unrealized Gain/Loss		109,723 83	
Estimated Annual Income		7,587 73	
Yield		1 43%	

Asset Categories



Equity as a percentage of your portfolio - 79 %

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# **Equity Detail**

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yıəld
US Large Cap Equity							
FMI LARGE CAP FUND LARGE CAP FD 302933-20-5 FMIH X	22 68	597 399	13,549 01	6,481 78	7,067 23	105 73	0 78%
HARTFORD CAPITAL APPREC-I 416649-30-9 ITHI X	49 60	676 813	33,569 92	23,358 92	10,211 00	159 05	0 47%
JPM US LARGE CAP CORE PLUS FD - SEL FUND 1002 4812A2-38-9 JLPS X	30 87	659 188	20,349 13	12,764 19	7,584 94	75 80	0 37%
MANNING & NAPIER EQUITY SERI 563821-60-2 EXEY X	21 15	1,248 966	26,415 63	24,692 05	1,723.58	9 99	0 04%
NEUBERGER BER MU/C OPP-INS 64122Q-30-9 NMUL X	16 01	1,259 084	20,157 93	13,700 94	6,456 99	135 98	0 67%
SPDR S&P 500 ETF TRUST 78462F-10-3 SPY	201 66	501 000	101,031 66	74,959 00	26,072 66	1,844 18	1 83%
Total US Large Cap Equity			\$215,073.28	\$155,956 88	\$59,116.40	\$2,330.73	1.08%
US Mid Cap Equity							
ASTON/FAIRPOINTE MID CAP-I 00078H-15-8 ABMI X	47 74	595 542	28,431 18	19,770 57	8,660 61	36 32	0 13%
ISHARES CORE S&P MID-CAP ETF 464287-50-7 IJH	141 58	96 000	13,591 68	8,696 68	4 895 00	168 76	1 24%

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000013 0472 of 1210 MSP00406 XL MINIMODER



	Рлсе	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Mid Cap Equity							
JPM MKT EXP ENH INDEX FD - SEL FUND 3708 4812C1-63-7 PGMI X	13 92	994 334	13 841 13	6,741 59	7,099 54	119 32	0 86%
Total US Mid Cap Equity			\$55,863 99	\$35,208.84	\$20,655,15	\$324.40	0 58%
EAFE Equity							
DODGE & COX INTL STOCK FUND 256206-10-3 DODF X	44 39	804 257	35,700 97	28,635 55	7,065 42	558 95	1 57%
ISHARES MSCI EAFE INDEX FUND 464287-46-5 EFA	63 95	930 000	59,473 50	59,696 94	(223 44)	2 072 04	3 48 %
JPM INTL VALUE FD - INSTL FUND 1375 4812A0-57-3 JNUS X	14 41	1,619 085	23,331 01	20,328 12	3,002 89	514 86	2 21 %
MFS INTL VALUE-I 55273E-82-2 MINI X	35 95	788 667	28,352 58	20,405 00	7 947 58	521 30	1 84%
OAKMARK INTERNATIONAL FD-I 413838-20-2 OAKI X	24 72	1 275 287	31,525 09	31,767 00	(241.91)	556 02	1 76%
Total EAFE Equity			\$178,383.15	\$160,832.61	\$17,550.54	\$4,223.17	2.37%
Japanese Large Cap Equity							
BROWN ADV JAPAN ALPHA OPP-IS 115233-57-9 BAFJ X	10 99	565 415	5.213 91	5,654 15	559 76		

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				Adjusted Tax Cost	Unrealized	Est Annual Inc	
	Price	Quantity	Value	Original Cost	Gain/Loss	Accrued Div	Yield
Asia ex-Japan Equity							
COLUMBIA ASIA PAX X-JPN-R5 19763P-57-2 TAPR X	14 66	1 386 386	20,324 42	16,282 00	4,042 42	242 61	1 19%
T ROWE PRICE NEW ASIA 77956H-50-0 PRAS X	17 73	729 601	12,935 83	11,136 36	1,799 47	109 44	0 85 %
Total Asia ex-Japan Equity			\$33,260.25	\$27,418.36	\$5,841.89	\$352.05	1 06%
Emerging Market Equity							
JPM CHINA REGION FD - SEL FUND 3810 4812A3-52-8 JCHS X	22 16	269 332	5,968 40	4,918 00	1,050 40	28 54	0 48%
Global Equity							
JPM GLBL RES ENH INDEX FD - SEL FUND 3457 46637K-51-3 JEIT X	18 81	1,777 522	33,435 19	28 485 50	4,949 69	328 84	0 98%

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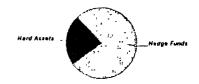
000013 0473 of 1210 REPOSMA XI, REMEMBERS



# **Alternative Assets Summary**

Asset Categories	Beginning Estmated Value	Ending Estimated Value	Change In Value	Current Allocation
Hedge Funds	52,986 17	66 061 88	13,075 71	10%
Hard Assets	26,265 00	18 523 16	(7,741 84)	3%
Total Value	\$79,251.17	√ \$84,5B5.04	\$5,333.87	13%

Asset Categories



## **Alternative Assets Detail**

Alternative Assets as a percentage of your portfolio - 13 %

	Price	Quantity	Estimated Value	Cast
Hedge Funds				
EQUINOX FDS TR EQNX CB STGY J 29446A-81-9 EBSI X	11 25	878 080	9 878 40	9,175 94
GATEWAY FUND-Y 367829-88-4 GTEY X	29 42	441 965	13,002 61	12,238 00

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	Price	Quantity	Estimated Value	Cost
Hedge Funds				
GOTHAM ABSOLUTE RETURN FUND 360873-13-7 GARI X	13 87	956 088	13,260 94	12,390 90
INV BALANCED-RISK ALLOC-Y 00141V-69-7 ABRY X	12 51	846 710	10,592 34	10,448 41
PIMCO UNCONSTRAINED BOND-P 72201M-45-3 PUCP X	11 27	1.714 959	19,327 59	19,758 03
Total Hedge Funds			\$66,061.88	√ \$64,011.28

	Price	Quantity	Estmated Value	Cost	Est Annual Income Accrued Income
Hard Assets					
INV BALANCE RISK COMM STR-Y BLRSK CMD FD Y 00888Y-50-8 BRCY X	8 13	2,278 372	18,523 16	✓ 20,277 51	

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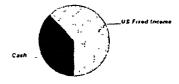
000013 0474 of 1210 NEPODENS EL MERODONIA



# Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	13 331 58	√ 20,267 33	6,935 75	3%
US Fixed Income	47 572 54	32,305 95	(15 366 59)	5%
Foreign Exchange & Non-USD Fixed Income	5,801 56	0 00	(5 801 56)	
Total Value	\$66,805.68	\$52,573.28	(\$14,232.40)	8%

Assel	Categories



Market Value/Cost	Current Period Value		
Market Value	J	52.573 28	
Tax Cost	1	52,751 75	
Unrealized Gain/Loss		(178 47)	
Estimated Annual Income		856 55	
Accrued Interest		15 37	
Yield		1 62%	

Cash & Fixed Income as a percentage of your portfolio - 8 %

### SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months <sup>1</sup>	20,267 33	38%
6-12 months¹	32 305 95	62%
Total Value	\$52,573 <i>.2</i> 8	100%

<sup>&</sup>lt;sup>1</sup> The years indicate the number of years until the bond is scheduled to mature based on the statement end date. Some bonds may be called, or paid in full, before their stated maturity.

### SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio	
Cash	20 267 33	38%	
Mutual Funds	32,305 95	62%	
Total Value	\$52,573,28	100%	

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Note 1 This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the Interest rate and all interest is left in the account

## Cash & Fixed Income Detail

	Pnce	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Income Accrued Interest	Yield
Cash							
US DOLLAR PRINCIPAL	1 00	20,267 33	20,267 33	20,267 33		6 08	0 03%
US Fixed Income							
JPM SHORT DURATION BD FD - SEL FUND 3133 4812C1-33-0	10 90	1,708 28	18,620 21	18,652 42	(32 21)	160 57 15 37	0 86%
DOUBLELINE TOTAL RET BD-I 258620-10-3	10 97	1,247 56	13 685 74	13,832 00	(146 26)	689 90	5 04 %
Total US Fixed Income			\$32,305.95	\$32,484 42	(\$178.47)	\$850.47 \$15 37	2.63 %

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