



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



Form **990-PF**

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

OMB No 1545-0052

2013

Department of the Treasury
Internal Revenue Service

▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2013 or tax year beginning 11/1/2013, and ending 10/31/2014

Name of foundation: **JACK PHINIZY EDUCATIONAL &**

Number and street (or P O box number if mail is not delivered to street address): **Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041** Room/suite: _____

City or town: **Winston Salem** State: **NC** ZIP code: **27101-3818**

Foreign country name: _____ Foreign province/state/county: _____ Foreign postal code: _____

A Employer identification number: **59-6122859**

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

G Check all that apply. Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ **587,390**

J Accounting method Cash Accrual
 Other (specify) _____

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

C If exemption application is pending, check here

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

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

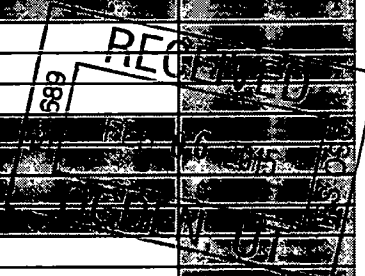
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	11,629	11,235		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	18,673			
	b Gross sales price for all assets on line 6a 249,087				
	7 Capital gain net income (from Part IV, line 2)		18,673		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	30,302	29,908	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	9,610	7,208		2,402
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,116			1,116
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	234	108		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	10,960	7,316	0	3,518
	25 Contributions, gifts, grants paid	24,000			24,000
26 Total expenses and disbursements. Add lines 24 and 25	34,960	7,316	0	27,518	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-4,658				
b Net investment income (if negative, enter -0-)		22,592			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2013)

ENVELOPE POSTMARK DATE FEB 02 2015

SCANNED FEB 10 2015



21

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	19,573	23,676	23,676
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	497,977	488,942	563,714	
14	Land, buildings, and equipment basis ▶				
	Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	517,550	512,618	587,390	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
27	Capital stock, trust principal, or current funds	517,550	512,618		
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)	517,550	512,618		
31	Total liabilities and net assets/fund balances (see instructions)	517,550	512,618		

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)	1 517,550
2	Enter amount from Part I, line 27a	2 -4,658
3	Other increases not included in line 2 (itemize) ▶ MUTUAL FUND TIMING DIFFERENCE	3 21
4	Add lines 1, 2, and 3	4 512,913
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5 295
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 512,618

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	See Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a			0	
b			0	
c			0	
d			0	
e			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				0
b				0
c				0
d				0
e				0
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	18,673	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }	3	0	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	23,426	559,765	0.041850
2011	20,644	536,083	0.038509
2010	21,251	557,985	0.038085
2009	21,421	518,040	0.041350
2008	23,400	429,666	0.054461
2	Total of line 1, column (d)	2	0.214255
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.042851
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	588,187
5	Multiply line 4 by line 3	5	25,204
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	226
7	Add lines 5 and 6	7	25,430
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	27,518

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	226	
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0	
3	Add lines 1 and 2	3	226	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	226	
6	Credits/Payments.			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	249	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	249	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	23	
11	Enter the amount of line 10 to be Credited to 2014 estimated tax 23 Refunded	11	0	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ WELLS FARGO BANK N.A Telephone no ▶ 888-730-4933 Located at ▶ 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ▶ 27101-3818			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

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

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

If "Yes," attach the statement required by Regulations section 53.4945–5(d) N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

If "Yes" 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
Wells Fargo Bank N.A. Trust Tax Dept 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	TRUSTEE 4 00	9,610		

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

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

Total number of other employees paid over \$50,000 Yes No 0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
2	
3	
4	

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

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

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

Total. Add lines 1 through 3 ▶ 0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	572,505
b	Average of monthly cash balances	1b	24,639
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	597,144
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	597,144
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	8,957
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	588,187
6	Minimum investment return. Enter 5% of line 5	6	29,409

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

1	Minimum investment return from Part X, line 6	1	29,409
2a	Tax on investment income for 2013 from Part VI, line 5	2a	226
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	226
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	29,183
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	29,183
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	29,183

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	27,518
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	27,518
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	226
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	27,292

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				29,183
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			23,052	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013.				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 27,518				
a Applied to 2012, but not more than line 2a			23,052	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2013 distributable amount				4,466
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013. (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions				0
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				24,717
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9.				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶
- b** Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

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

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

NONE

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

NONE

- 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

- a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:
-
- b** The form in which applications should be submitted and information and materials they should include
-
- c** Any submission deadlines:
-
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors.

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p>a <i>Paid during the year</i> See Attached Statement</p>				
Total			▶ 3a	24,000
<p>b <i>Approved for future payment</i> NONE</p>				
Total			▶ 3b	0

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

Recipient(s) paid during the year

Name

GEORGIA INSTITUTE OF TECHNOLOGY

Street

225 N AVE NW, LYMAN HALL STE 317

City

ATLANTA

State

GA

Zip Code

30332-0257

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

24,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

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

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		Valuation Method	Cost, Other Basis and Expenses			Net Gain or Loss	
								Capital Gains/Losses	Other sales		Gross Sales	Cost or Other Basis	Expense of Sale and Cost of Improvements		Depreciation
								Amount	6,444	249,087	0	230,414	0	18,672	
1	Long Term CG Distributions														
2	Short Term CG Distributions														
1	ARTISAN INTERNATIONAL FU	04314H204			8/26/2011		1/21/2014	908	614					0	29
2	ARTISAN MID CAP FUND-INS	04314H600			6/20/2014		8/7/2014	590	612					0	-2
3	ARTISAN INTERNATIONAL FU	04314H204			6/20/2014		8/7/2014	847	878					0	-3
4	CREDIT SUISSE COMM RET S	22544R305			8/26/2011		4/22/2014	2,242	2,683					0	-44
5	ARTISAN MID CAP FUND-INS	04314H600			2/11/2013		4/22/2014	2,742	2,293					0	44
6	CREDIT SUISSE COMM RET S	22544R305			8/26/2011		6/18/2014	2,141	2,605					0	-46
7	CREDIT SUISSE COMM RET S	22544R305			12/6/2011		6/18/2014	5,908	6,506					0	-58
8	DIAMOND HILL LONG-SHORT	25264S833			8/10/2012		8/7/2014	770	590					0	181
9	DIAMOND HILL LONG-SHORT	25264S833			12/6/2011		10/22/2014	8,790	6,529					0	2,261
10	DIAMOND HILL LONG-SHORT	25264S833			8/10/2012		10/22/2014	2,511	1,957					0	554
11	DODGE & COX INTL STOCK F	256206103			1/18/2007		12/1/2014	993	1,007					0	-11
12	DODGE & COX INTL STOCK F	256206103			6/20/2014		8/7/2014	810	844					0	-3
13	DODGE & COX INCOME FD C	256210105			2/11/2013		1/21/2014	1,079	1,096					0	-1
14	DODGE & COX INCOME FD C	256210105			2/11/2013		6/18/2014	3,900	3,884					0	16
15	DODGE & COX INCOME FD C	256210105			2/11/2013		8/7/2014	1,738	1,734					0	-4
16	DODGE & COX INCOME FD C	256210105			2/11/2013		9/5/2014	1,658	1,651					0	-7
17	DODGE & COX INCOME FD C	256210105			2/11/2013		10/22/2014	211	210					0	1
18	DODGE & COX INCOME FD C	256210105			4/24/2014		10/22/2014	1,377	1,362					0	11
19	DODGE & COX INCOME FD C	256210105			4/24/2014		10/28/2014	1,649	1,635					0	11
20	DODGE & COX INCOME FD C	256210105			10/11/2013		10/28/2014	1,856	1,804					0	52
21	DREYFUS EMG MKT DEBT LO	261980494			8/10/2012		6/18/2014	417	423					0	-6
22	DREYFUS EMG MKT DEBT LO	261980494			12/17/2010		8/7/2014	6,187	6,149					0	38
23	DREYFUS EMG MKT DEBT LO	261980494			12/17/2010		8/7/2014	540	546					0	-6
24	DREYFUS INTERNATL BOND I	261980669			4/24/2014		8/7/2014	374	379					0	-5
25	DRIEHAUS ACTIVE INCOME F	262028855			2/11/2013		12/1/2014	2,984	2,967					0	17
26	DRIEHAUS ACTIVE INCOME F	262028855			7/11/2013		1/21/2014	2,362	2,343					0	19
27	DRIEHAUS ACTIVE INCOME F	262028855			7/11/2013		6/18/2014	8,163	8,102					0	61
28	DRIEHAUS ACTIVE INCOME F	262028855			10/11/2013		6/18/2014	3,264	3,240					0	24
29	DRIEHAUS ACTIVE INCOME F	262028855			10/11/2013		8/7/2014	449	450					0	-1
30	EATON VANCE GLOBAL MACH	277923728			7/11/2013		8/7/2014	103	106					0	-3
31	EATON VANCE GLOBAL MACH	277923728			7/11/2013		10/22/2014	5,121	5,261					0	-140
32	EATON VANCE GLOBAL MACH	277923728			12/3/2014		10/22/2014	3,523	3,557					0	-34
33	FID ADV EMER MKTS INC- CI	315920702			10/11/2013		8/7/2014	297	285					0	12
34	JF MORGAN MID CAP VALUE	339128100			6/20/2014		8/7/2014	694	720					0	-26
35	HARBOR CAPITAL APRCTN	411511504			11/21/2012		12/1/2014	997	719					0	278
36	HARBOR CAPITAL APRCTN	411511504			5/25/2011		12/1/2014	1,708	1,158					0	550
37	HARBOR CAPITAL APRCTN	411511504			4/24/2014		6/18/2014	1,557	1,496					0	61
38	HARBOR CAPITAL APRCTN	411511504			5/25/2011		6/18/2014	3,646	2,428					0	1,218
39	HARBOR CAPITAL APRCTN	411511504			5/25/2011		8/7/2014	2,092	1,402					0	690
40	SHARES CORE S & P 500 ETH	464287200			8/24/2011		12/1/2014	740	469					0	271
41	SHARES CORE S & P 500 ETH	464287200			6/18/2014		8/7/2014	385	392					0	-7
42	JPMORGAN HIGH YIELD FUND	4812C0803			4/24/2014		8/7/2014	152	154					0	-2
43	JPMORGAN HIGH YIELD FUND	4812C0803			4/24/2014		10/28/2014	112	114					0	-2
44	KALMAR GR W VAL SM CAP-I	483438305			2/11/2013		12/1/2014	862	662					0	200
45	KEELEY SMALL CAP VAL FD C	487300808			5/10/2012		12/1/2014	4	3					0	1
46	KEELEY SMALL CAP VAL FD C	487300808			12/17/2010		12/1/2014	766	496					0	270
47	KEELEY SMALL CAP VAL FD C	487300808			12/17/2010		6/18/2014	11,464	7,254					0	4,210
48	LAUDUS MONDRIAN INTL F-III	51855Q655			12/6/2011		4/22/2014	10,254	11,258					0	-1,004
49	LAUDUS MONDRIAN INTL F-III	51855Q655			5/10/2012		4/22/2014	26	28					0	-2
50	LAUDUS MONDRIAN INTL F-III	51855Q655			7/1/2013		4/22/2014	919	890					0	29
51	LAUDUS MONDRIAN INTL F-III	51855Q655			1/23/2014		4/22/2014	2,380	2,335					0	45
52	MFS VALUE FUND-CLASS I #8	552983694			5/25/2011		12/1/2014	1,094	798					0	296
53	MFS VALUE FUND-CLASS I #8	552983694			6/20/2014		8/7/2014	669	700					0	-31
54	MERGER FD SH BEN INT #260	589509108			12/6/2011		6/18/2014	2,985	2,998					0	-13
55	MERGER FD SH BEN INT #260	589509108			12/6/2011		8/7/2014	5,346	5,267					0	79
56	MERGER FD SH BEN INT #260	589509108			10/11/2013		8/7/2014	600	599					0	1
57	MERGER FD SH BEN INT #260	589509108			7/11/2013		8/7/2014	408	399					0	9
58	ASS GLOBAL ALTERNATIVES	638721885			7/11/2013		6/18/2014	3,220	3,218					0	2
59	ASS GLOBAL ALTERNATIVES	638721885			7/11/2013		8/7/2014	274	282					0	-8
60	NEUBERGER BERMAN LONG	64128R608			6/20/2014		8/7/2014	776	776					0	0
61	NUVEEN HIGH YIELD MUNI BI	67065Q772			4/24/2014		8/7/2014	504	493					0	11
62	NUVEEN HIGH YIELD MUNI BI	67065Q772			4/24/2014		10/28/2014	292	279					0	13
63	OPPENHEIMER DEVELOPING	683974505			2/11/2013		6/18/2014	1,425	1,286					0	139
64	OPPENHEIMER DEVELOPING	683974505			2/11/2013		8/7/2014	1,574	1,431					0	143
65	PIMCO TOTAL RET FD-INST #	683390700			5/10/2012		6/18/2014	918	947					0	-29
66	PIMCO TOTAL RET FD-INST #	683390700			8/26/2011		6/18/2014	2,767	2,784					0	-17
67	PIMCO TOTAL RET FD-INST #	683390700			8/26/2011		8/7/2014	333	334					0	-1
68	PIMCO TOTAL RET FD-INST #	683390700			4/24/2014		8/7/2014	1,693	1,672					0	21

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

		1,116	0	0	1,116
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,116			1,116

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

		234	108	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	108	108		
2	ESTIMATED EXCISE PAYMENTS	126			

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

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

1	MUTUAL FUND TIMING DIFFERENCE	1	21
2	Total	2	21

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

1	PY RETURN OF CAPITAL ADJUSTMENT	1	288
2	ROUNDING	2	7
3	Total	3	295

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

Amount	Long Term CG Distributions	Short Term CG Distributions	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	242,643	12,229	230,426	Gain or Loss	12,229	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	0	0	Gains Minus Excess of FMV Over Adjusted Basis of Losses
6,444	0	0																12,22
			04314H204		8/26/2011	1/21/2014	908			614	294							29
			04314H600		8/26/2011	8/7/2014	590			612	-22							-2
			04314H204		8/26/2011	8/7/2014	847			878	-31							-3
			04314H204		8/26/2011	4/22/2014	2,242			2,683	-441							-44
			04314H600		8/26/2011	6/18/2014	2,141			2,293	-152							-15
			04314H204		8/26/2011	6/18/2014	5,908			6,506	-598							-59
			04314H204		8/10/2012	8/7/2014	770			590	180							18
			04314H204		12/6/2011	10/22/2014	8,790			6,529	2,261							2,26
			04314H204		10/2/2012	10/22/2014	2,511			1,957	554							55
			04314H204		11/8/2007	1/21/2014	993			1,007	-14							-1
			04314H204		8/20/2014	8/7/2014	810			844	-34							-3
			04314H204		2/11/2013	1/21/2014	1,079			1,096	-17							-1
			04314H204		2/11/2013	6/18/2014	3,900			3,684	216							21
			04314H204		2/11/2013	9/5/2014	1,736			1,734	2							2
			04314H204		2/11/2013	10/22/2014	1,656			1,651	5							5
			04314H204		4/24/2014	10/22/2014	211			210	1							1
			04314H204		4/24/2014	10/22/2014	1,377			1,362	15							15
			04314H204		10/11/2013	10/28/2014	1,856			1,635	221							22
			04314H204		10/11/2013	10/28/2014	417			1,804	-1,387							-1,38
			04314H204		12/17/2010	6/18/2014	6,187			423	5,764							5,76
			04314H204		12/17/2010	8/7/2014	640			648	-8							-8
			04314H204		4/24/2014	8/7/2014	374			375	-1							-1
			04314H204		2/11/2013	1/21/2014	2,894			2,967	-73							-73
			04314H204		7/17/2013	1/21/2014	2,382			2,343	39							39
			04314H204		10/11/2013	6/18/2014	8,163			8,102	61							61
			04314H204		10/11/2013	8/7/2014	449			3,240	-2,791							-2,79
			04314H204		10/11/2013	8/7/2014	109			450	-341							-34
			04314H204		7/17/2013	10/22/2014	5,121			5,261	-140							-14
			04314H204		12/3/2014	10/22/2014	3,523			3,557	-34							-3
			04314H204		10/11/2013	8/7/2014	297			285	12							12
			04314H204		6/20/2014	8/7/2014	694			720	-26							-2
			04314H204		11/21/2012	1/21/2014	997			719	278							27
			04314H204		5/25/2011	1/21/2014	1,706			1,155	551							55
			04314H204		4/24/2014	6/18/2014	1,657			1,486	171							17
			04314H204		5/25/2011	6/18/2014	3,646			2,428	1,218							1,21
			04314H204		5/25/2011	8/7/2014	2,092			1,402	690							69
			04314H204		8/24/2011	1/21/2014	740			469	271							27
			04314H204		4/24/2014	8/7/2014	152			392	-240							-24
			04314H204		4/24/2014	10/28/2014	112			114	-2							-2
			04314H204		2/11/2013	1/21/2014	862			662	200							20
			04314H204		5/10/2012	1/21/2014	4			3	1							1
			04314H204		12/17/2010	1/21/2014	766			496	270							27
			04314H204		12/6/2011	4/22/2014	10,254			7,254	3,000							3,00
			04314H204		5/10/2012	4/22/2014	28			11,258	-1,004							-1,00
			04314H204		7/17/2013	4/22/2014	919			890	29							29
			04314H204		5/25/2011	1/21/2014	1,084			2,333	-1,249							-1,24
			04314H204		6/20/2014	8/7/2014	689			798	-109							-10
			04314H204		12/6/2011	8/7/2014	2,985			700	2,285							2,28
			04314H204		10/11/2013	8/7/2014	5,346			5,267	79							79
			04314H204		10/11/2013	8/7/2014	600			599	1							1
			04314H204		7/17/2013	8/7/2014	408			399	9							9
			04314H204		7/17/2013	6/18/2014	3,220			3,218	2							2
			04314H204		6/20/2014	8/7/2014	274			282	-8							-8
			04314H204		4/24/2014	8/7/2014	765			776	-11							-1
			04314H204		4/24/2014	10/28/2014	504			493	11							11
			04314H204		2/11/2013	10/28/2014	282			279	3							3
			04314H204		2/11/2013	6/18/2014	1,425			1,286	139							13
			04314H204		5/10/2012	6/18/2014	1,574			1,431	143							14
			04314H204		8/26/2011	6/18/2014	918			847	71							71
			04314H204		8/26/2011	8/7/2014	2,767			2,784	-17							-1
			04314H204		4/24/2014	8/7/2014	1,933			334	1,600							1,60
			04314H204		10/11/2013	8/7/2014	1,545			1,872	-327							-32
			04314H204		7/17/2009	9/30/2014	3,168			3,051	117							11
			04314H204		12/6/2011	4/22/2014	3,479			3,269	210							21
			04314H204		2/11/2013	4/22/2014	5,676			5,735	-59							-5
			04314H204		2/11/2013	6/18/2014	3,060			3,112	-52							-5
			04314H204		2/11/2013	10/28/2014	1,289			1,162	1,127							1,12
			04314H204		2/11/2013	10/28/2014	3,085			3,117	-32							-3
			04314H204		12/3/2014	8/7/2014	215			217	-2							-2
			04314H204		5/23/2011	4/22/2014	722			674	48							48
			04314H204		9/30/2014	10/22/2014	1,242			951	291							29
			04314H204		9/30/2014	10/22/2014	3,386			3,362	24							24
			04314H204		2/7/2013	1/21/2014	4,597			5,145	-548							-54
			04314H204		12/17/2010	1/21/2014	3,811			4,370	-559							-55
			04314H204		12/17/2010	6/18/2014	651			707	-56							-5

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

Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	12	230,426	12,229	F M V as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj Basis	0	Gains Minus Excess of FMV Over Adjusted Basis or Losses	12,22
Long Term CG Distributions	6,444	0														
Short Term CG Distributions																
85 VANGUARD FTSE EMERGING MARKET	922042658		12/17/2010	8/7/2014	518			0	565	-47	0	0	0	0	0	-4
86 VANGUARD REIT VIPER	922908553		10/9/2013	4/22/2014	536			0	655	81	0	0	0	0	0	8
87 PIMCO TOTAL RET FD-INST #35	683390700		10/30/2008	9/30/2014	27,528			0	25,680	1,848	0	0	0	0	0	1,84
88 PIMCO TOTAL RET FD-INST #35	683390700		10/11/2013	9/30/2014	4,098			0	4,079	19	0	0	0	0	0	1
89 PIMCO TOTAL RET FD-INST #35	683390700		4/24/2014	9/30/2014	991			0	987	4	0	0	0	0	0	1
90 PIMCO FOREIGN BD FD USD H-INST #1	683390882		8/26/2011	8/7/2014	631			0	613	18	0	0	0	0	0	1
91 PIMCO FOREIGN BD FD USD H-INST #1	683390882		1/23/2014	8/7/2014	91			0	86	3	0	0	0	0	0	3
92 RIDGEWORTH SEIX HY BDL #5855	766287645		7/1/2013	1/21/2014	3,482			0	3,521	-39	0	0	0	0	0	-3
93 RIDGEWORTH SEIX HY BDL #5855	766287645		10/11/2013	1/21/2014	1,240			0	1,261	-21	0	0	0	0	0	-2
94 RIDGEWORTH SEIX HY BDL #5855	766287645		8/26/2011	1/21/2014	8,776			0	8,340	436	0	0	0	0	0	43
95 RIDGEWORTH SEIX HY BDL #5855	766287645		8/26/2011	4/22/2014	11,004			0	10,739	665	0	0	0	0	0	66
96 ASG GLOBAL ALTERNATIVES-Y #1993	838727885		10/17/2013	1/21/2014	791			0	797	-6	0	0	0	0	0	-6
97 ASG GLOBAL ALTERNATIVES-Y #1993	838727885		7/1/2013	1/21/2014	1,724			0	1,702	22	0	0	0	0	0	2
98 VANGUARD REIT VIPER	922908553		10/9/2013	8/7/2014	669			0	658	86	0	0	0	0	0	8
99 VANGUARD REIT VIPER	922908553		12/17/2010	8/7/2014	766			0	466	203	0	0	0	0	0	20
100 VANGUARD REIT VIPER	922908553		12/17/2010	10/22/2014	766			0	509	257	0	0	0	0	0	25

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

	Date		Amount
1 Credit from prior year return		1	123
2 First quarter estimated tax payment	3/12/2014	2	126
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	
7 Total		7	249

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

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	23,052
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	23,052

Part VII-A, Line 8b (990-PF) - Copy of Form 990-PF to Attorney General

FLORIDA DOES NOT REQUIRE A COPY OF FORM 990-PF TO BE FILED WITH THEIR OFFICE

Security Type	EIN	CUSIP	Asset Name	Units	FMV	Fed Cost
Savings & Temp Inv	59-6122859	VP0528308	FEDERATED TREAS OBL FD 68	17,760.75	\$ 17,760.75	\$ 17,760.75
Savings & Temp Inv	59-6122859	VP0528308	FEDERATED TREAS OBL FD 68	5,915.62	\$ 5,915.62	\$ 5,915.62
Total					\$ 23,676.37	\$ 23,676.37
Invest - Other	59-6122859	04314H204	ARTISAN INTERNATIONAL FUND #661	949.49	\$ 28,760.17	\$ 20,207.59
Invest - Other	59-6122859	256210105	DODGE & COX INCOME FD COM #147	2,219.97	\$ 30,835.44	\$ 27,960.38
Invest - Other	59-6122859	411511504	HARBOR CAPITAL APRCTION-INST #2012	729.98	\$ 45,236.55	\$ 30,277.09
Invest - Other	59-6122859	693390882	PIMCO FOREIGN BD FD USD H-INST #103	1,186.92	\$ 13,245.97	\$ 12,122.65
Invest - Other	59-6122859	77957P105	T ROWE PRICE SHORT TERM BD FD #55	5,014.35	\$ 23,968.57	\$ 24,051.20
Invest - Other	59-6122859	74255L696	PRINCIPAL GL MULT STRAT-INST #4684	525.00	\$ 5,827.50	\$ 5,764.50
Invest - Other	59-6122859	589509207	MERGER FUND-INST #301	531.82	\$ 8,567.68	\$ 8,423.91
Invest - Other	59-6122859	04314H600	ARTISAN MID CAP FUND-INS #1333	444.11	\$ 23,217.91	\$ 18,336.31
Invest - Other	59-6122859	315920702	FID ADV EMER MKTS INC- CL I #607	612.72	\$ 8,602.53	\$ 8,320.69
Invest - Other	59-6122859	464287200	ISHARES CORE S & P 500 ETF	77.00	\$ 15,630.23	\$ 10,605.23
Invest - Other	59-6122859	261980668	DREYFUS INTERNATL BOND FD CL I #6094	763.00	\$ 12,864.18	\$ 12,993.89
Invest - Other	59-6122859	256206103	DODGE & COX INT'L STOCK FD #1048	658.63	\$ 29,236.45	\$ 20,502.57
Invest - Other	59-6122859	552983694	MFS VALUE FUND-CLASS I #893	1,290.77	\$ 45,318.83	\$ 35,486.01
Invest - Other	59-6122859	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	1,011.84	\$ 13,781.22	\$ 14,178.44
Invest - Other	59-6122859	262028855	DRIEHAUS ACTIVE INCOME FUND	1,081.52	\$ 11,399.23	\$ 11,349.99
Invest - Other	59-6122859	339128100	JP MORGAN MID CAP VALUE-I #758	598.20	\$ 23,078.71	\$ 15,984.21
Invest - Other	59-6122859	67065Q772	NUVEEN HIGH YIELD MUNI BD-R #1668	567.13	\$ 9,714.85	\$ 9,317.87
Invest - Other	59-6122859	63872T885	ASG GLOBAL ALTERNATIVES-Y #1993	1,050.35	\$ 11,753.37	\$ 11,835.81
Invest - Other	59-6122859	922908553	VANGUARD REIT VIPER	261.00	\$ 20,616.39	\$ 13,272.50
Invest - Other	59-6122859	00203H859	AQR MANAGED FUTURES STR-I #15213	814.90	\$ 8,532.03	\$ 8,466.84
Invest - Other	59-6122859	863137105	STRATTON SM-CAP VALUE FD #37	147.08	\$ 11,027.68	\$ 11,495.35
Invest - Other	59-6122859	922042858	VANGUARD FTSE EMERGING MARKETS ETF	219.00	\$ 9,338.16	\$ 9,534.93
Invest - Other	59-6122859	4812C0803	JPMORGAN HIGH YIELD FUND SS #3580	1,285.37	\$ 10,257.22	\$ 10,382.39
Invest - Other	59-6122859	77958B402	T ROWE PRICE INST FLOAT RATE #170	847.74	\$ 8,604.52	\$ 8,727.82
Invest - Other	59-6122859	683974604	OPPENHEIMER DEVELOPING MKT-I #799	741.68	\$ 29,066.36	\$ 26,093.47
Invest - Other	59-6122859	921937835	VANGUARD TOTAL BOND MARKET ETF	374.00	\$ 30,802.64	\$ 30,672.00
Invest - Other	59-6122859	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	467.00	\$ 20,319.17	\$ 17,216.38
Invest - Other	59-6122859	64128R608	NEUBERGER BERMAN LONG SH-INS #1830	1,580.22	\$ 20,574.41	\$ 20,432.19
Invest - Other	59-6122859	483438305	KALMAR GR W/ VAL SM CAP-INS #4	541.55	\$ 11,280.47	\$ 9,556.25

Invest - Other	59-6122859	22544R305	CREDIT SUISSE COMM RET ST-I #2156	3,292.28	\$ 22,255.79	\$ 25,373.06
Total					\$ 563,714.23	\$ 488,941.52