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2013

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Form **990-PF**

Return of Private Foundation

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

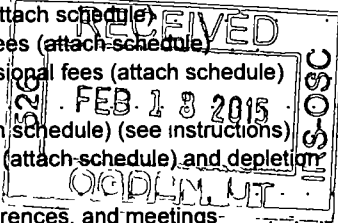
Department of the Treasury
Internal Revenue Service

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.

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

Name of foundation THOMPSON, JACK W FOUNDATION TUA			A Employer identification number 81-6010360	
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	B Telephone number (see instructions) (888) 730-4933	
City or town Winston Salem	State NC	ZIP code 27101-3818		
Foreign country name	Foreign province/state/county	Foreign postal code	C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change			D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 303,296		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		
			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	11,600			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	6,095	5,893		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	8,384			
	b Gross sales price for all assets on line 6a	99,568			
	7 Capital gain net income (from Part IV, line 2)		8,384		
	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	26,079	14,277	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	4,410	3,308		1,102
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	604			604
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	118	83		
	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	5,132	3,391	0	1,706
25 Contributions, gifts, grants paid	23,600			23,600	
26 Total expenses and disbursements. Add lines 24 and 25	28,732	3,391	0	25,306	
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements	-2,653				
b Net investment income (if negative, enter -0-)		10,886			
c Adjusted net income (if negative, enter -0-)			0		



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	12,864	17,921	17,921
	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)	245,150	237,302	285,375	
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)	258,014	255,223	303,296	
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 and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	258,014	255,223	
	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)	258,014	255,223		
31	Total liabilities and net assets/fund balances (see instructions)	258,014	255,223		

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	258,014
2	Enter amount from Part I, line 27a	2	-2,653
3	Other increases not included in line 2 (itemize) ▶ MUTUAL FUND TIMING DIFFERENCE	3	9
4	Add lines 1, 2, and 3	4	255,370
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	147
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	255,223

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	See Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a			0	
b			0	
c			0	
d			0	
e			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(j) FMV as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) 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	8,384	
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	33,911	292,992	0.115740
2011	31,523	285,143	0.110552
2010	33,283	297,588	0.111843
2009	20,651	274,557	0.075216
2008	13,569	240,596	0.056397
2	Total of line 1, column (d)	2	0.469748
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	0.093950
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	302,686
5	Multiply line 4 by line 3	5	28,437
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	109
7	Add lines 5 and 6	7	28,546
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	25,306

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 type="checkbox"/> and enter 1% of Part I, line 27b	1	218	
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	218	
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	218	
6	Credits/Payments:			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	143	
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	143	
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	75	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ _____		
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) <input type="checkbox"/> MT		
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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	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 ▶		Yes	No
				X

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

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

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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? 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)? **5b** 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 **6a**

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

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 **7a**

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **7b** N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank N A, Trust Tax Dept 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	TRUSTEE 4 00	4,410		
MASONIC SENIOR WARDEN OF MASONIC BLUE LC BOX 416 GLENDIVE, MT 59330	Administrative Com 1 00	0		

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

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

Total number of other employees paid over \$50,000 **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	291,570
b	Average of monthly cash balances	1b	15,725
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	307,295
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	307,295
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	4,609
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	302,686
6	Minimum investment return. Enter 5% of line 5	6	15,134

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	15,134
2a	Tax on investment income for 2013 from Part VI, line 5	2a	218
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	218
3	Distributable amount before adjustments Subtract line 2c from line 1	3	14,916
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	14,916
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	14,916

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	25,306
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	25,306
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	25,306

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				14,916
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			0	
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			10,228	
d From 2011			16,850	
e From 2012			19,547	
f Total of lines 3a through e	46,625			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 25,306				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2013 distributable amount				14,916
e Remaining amount distributed out of corpus	10,390			
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	57,015			
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	57,015			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010			10,228	
c Excess from 2011			16,850	
d Excess from 2012			19,547	
e Excess from 2013			10,390	

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:

JACK W THOMPSON FOUNDATION SCHOLARSHIPS PO BOX 597 HELENA, MT 59624

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

SCHOLARSHIP APPLICATION, SCHOOL TRANSCRIPT, REFERENCES, AND A FINANCIAL AID FORM

c Any submission deadlines:
 APRIL 1ST OF EACH YEAR

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

STUDENTS FROM DAWSON COUNTY FOR SCHOLARSHIPS TO ACCREDITED COLLEGES OR UNIVERSITIES

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>				
<p>Total</p>			▶ 3a	23,600
<p>b <i>Approved for future payment</i> NONE</p>				
<p>Total</p>			▶ 3b	0

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2013

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

Name of the organization THOMPSON, JACK W FOUNDATION TUA	Employer identification number 81-6010360
--	---

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

- 501(c)() (enter number) organization
- 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- 527 political organization

Form 990-PF

- 501(c)(3) exempt private foundation
- 4947(a)(1) nonexempt charitable trust treated as a private foundation
- 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization THOMPSON, JACK W FOUNDATION TUA	Employer identification number 81-6010360
--	---

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	GLENDIVE LODGE NO 31 AF& AM BOX 416 GLENDIVE MT 59330 Foreign State or Province Foreign Country	\$ 11,600	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	----- ----- Foreign State or Province Foreign Country	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	----- ----- Foreign State or Province Foreign Country	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	----- ----- Foreign State or Province Foreign Country	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	----- ----- Foreign State or Province Foreign Country	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	----- ----- Foreign State or Province Foreign Country	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	----- ----- Foreign State or Province Foreign Country	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization THOMPSON, JACK W FOUNDATION TUA	Employer identification number 81-6010360
--	---

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	\$	-----
-----	\$	-----
-----	\$	-----
-----	\$	-----
-----	\$	-----
-----	\$	-----
-----	\$	-----

Name of organization THOMPSON, JACK W FOUNDATION TUA	Employer identification number 81-6010360
--	---

Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ 0
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
..... For Prov Country

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
..... For Prov Country

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
..... For Prov Country

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
..... For Prov Country

Security Type	EIN	CUSIP	Asset Name	FMV	Fed Cost
Savings & Temp Inv	81-6010360	VP0528308	FEDERATED TREAS OBL FD 68	10,040.33	10,040.33
Savings & Temp Inv	81-6010360	VP0528308	FEDERATED TREAS OBL FD 68	7,880.92	7,880.92
Total Cash, Savings, & Temp Inv:				<u>17,921.25</u>	<u>17,921.25</u>
Invest - Other	81-6010360	256210105	DODGE & COX INCOME FD COM #147	15,672.96	15,596.31
Invest - Other	81-6010360	693390882	PIMCO FOREIGN BD FD USD H-INST #103	6,465.33	6,137.74
Invest - Other	81-6010360	77954Q106	T ROWE PRICE BLUE CHIP GRWTH #93	22,999.27	16,122.11
Invest - Other	81-6010360	880196506	TEMPLETON FOREIGN FD - ADV #604	14,762.64	11,956.23
Invest - Other	81-6010360	74255L696	PRINCIPAL GL MULT STRAT-INST #4684	2,971.78	2,945.01
Invest - Other	81-6010360	94975G686	WF ADV INDEX FUND-ADMIN #88	7,900.19	4,783.60
Invest - Other	81-6010360	589509207	MERGER FUND-INST #301	4,355.03	4,253.37
Invest - Other	81-6010360	04314H600	ARTISAN MID CAP FUND-INS #1333	11,957.22	9,326.59
Invest - Other	81-6010360	315920702	FID ADV EMER MKTS INC- CLI #607	4,328.88	4,187.05
Invest - Other	81-6010360	008882532	INVESCO INTL GROWTH-Y #8516	15,013.98	11,868.97
Invest - Other	81-6010360	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	7,003.55	7,271.63
Invest - Other	81-6010360	262028855	DRIEHAUS ACTIVE INCOME FUND	5,802.21	5,774.82
Invest - Other	81-6010360	339128100	JP MORGAN MID CAP VALUE-I #758	11,755.75	7,225.96
Invest - Other	81-6010360	67065Q772	NUVEEN HIGH YIELD MUNI BD-R #1668	4,934.14	4,732.52
Invest - Other	81-6010360	63872T885	ASG GLOBAL ALTERNATIVES-Y #1993	5,931.18	6,084.89
Invest - Other	81-6010360	94985D582	WELLS FARGO ADV INTL BOND-IS #4705	6,384.44	6,507.60
Invest - Other	81-6010360	94975J581	WFA CORE BD FD-I #944	15,648.74	14,713.75
Invest - Other	81-6010360	94975P751	WELLS FARGO ADV EMG MK E-INS #4146	14,146.30	13,516.39
Invest - Other	81-6010360	94975J268	WF ADV C & B LARGE CAP VAL-I #1868	20,356.23	12,027.26
Invest - Other	81-6010360	922908553	VANGUARD REIT VIPER	10,900.62	3,868.67
Invest - Other	81-6010360	00203H859	AQR MANAGED FUTURES STR-I #15213	4,330.25	4,297.16
Invest - Other	81-6010360	94975P447	WELLS FARGO ADV SP S/C VA-IS #4143	5,826.01	3,982.92
Invest - Other	81-6010360	922042858	VANGUARD FTSE EMERGING MARKETS ETF	4,733.04	2,412.02
Invest - Other	81-6010360	949917652	WF ADV SHORT-TERM BOND FUND-#3102	13,714.86	13,489.57
Invest - Other	81-6010360	779588402	T ROWE PRICE INST FLOAT RATE #170	4,673.67	4,736.35
Invest - Other	81-6010360	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	10,224.85	7,698.46
Invest - Other	81-6010360	949917538	WELLS FARGO ADV HI INC-INS #3110	4,961.39	3,933.97
Invest - Other	81-6010360	949921571	WFA SMALL COMPANY GROWTH-#3162	5,817.47	4,450.40
Invest - Other	81-6010360	64128R608	NEUBERGER BERMAN LONG SH-INS #1830	10,474.33	10,401.93
Invest - Other	81-6010360	22544R305	CREDIT SUISSE COMM RET ST-I #2156	11,328.36	12,998.76
Total Investments:				<u>285,374.67</u>	<u>237,302.01</u>
Grand Total.				303,295.92	255,223.26

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

Recipient(s) paid during the year

Name

CARROLL COLLEGE

Street

1601 NORTH BENTON AVENUE

City

HELENA

State

MT

Zip Code

59625

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,200

Name

DAWSON COMMUNITY COLLEGE

Street

300 COLLEGE DRIVE

City

GLEDIVIE

State

MT

Zip Code

59330

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,200

Name

DICKINSON STATE UNIVERSITY

Street

291 CAMPUS DRIVE

City

DICKINSON

State

ND

Zip Code

58601

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

2,400

Name

MONTANA STATE UNIVERSITY

Street

201 STRAND UNION BUILDING

City

BOZEMAN

State

MT

Zip Code

59717

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

6,000

Name

MONTANA TECH OF THE UNIVERSITY OF MONTANA

Street

1300 WEST PARK STREET

City

BUTTE

State

MT

Zip Code

59701

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

3,600

Name

ST. CLOUD STATE UNIVERSITY

Street

720 4TH AVENUE SOUTH

City

ST. CLOUD

State

MN

Zip Code

56301

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

2,400

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

Recipient(s) paid during the year

Name

UNIVERSITY OF MONTANA

Street

32 CAMPUS DRIVE

City

MISSOULA

State

MT

Zip Code

59812

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

5,600

Name

UNIVERSITY OF MARY

Street

7500 UNIVERSITY DRIVE

City

BISMARCK

State

ND

Zip Code

58504

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,200

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

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

Check "X" to include in Part IV	Description	CUSIP #	Amount	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	WF ADV SHORT-TERM BOND	949917652			6/20/2014		8/1/2014	291						0
2	X	WF ADV SHORT-TERM BOND	949917652			1/24/2014		8/1/2014	424						0
3	X	WF ADV SHORT-TERM BOND	949917652			1/24/2014		9/5/2014	890						2
4	X	WF ADV SHORT-TERM BOND	949917652			10/11/2013		10/11/2014	734						4
5	X	WFA SMALL COMPANY GROV	949921571			2/12/2013		1/22/2014	678						152
6	X	ARTISAN MID CAP FUND-INS	04314H600			6/20/2014		8/1/2014	204						-8
7	X	INVECO INTL GROWTH-Y #8	068862332			6/20/2014		8/1/2014	599						-11
8	X	ARTISAN MID CAP FUND-INS	04314H600			2/12/2013		4/22/2014	1,446						235
9	X	CREDIT SUISSE COMM RET S	22544R305			10/8/2010		6/18/2014	1,051						-155
10	X	CREDIT SUISSE COMM RET S	22544R305			10/8/2010		6/18/2014	3,822						-840
11	X	CREDIT SUISSE COMM RET S	22544R305			8/9/2011		6/18/2014	295						-46
12	X	DIAMOND HILL LONG-SHORT	25264S833			8/13/2012		6/18/2014	261						65
13	X	DIAMOND HILL LONG-SHORT	25264S833			8/13/2012		8/1/2014	258						62
14	X	DIAMOND HILL LONG-SHORT	25264S833			5/3/2010		10/21/2014	3,469						1,049
15	X	DIAMOND HILL LONG-SHORT	25264S833			7/21/2010		10/21/2014	162						56
16	X	DIAMOND HILL LONG-SHORT	25264S833			10/8/2010		10/21/2014	277						87
17	X	DIAMOND HILL LONG-SHORT	25264S833			5/3/2010		10/21/2014	678						212
18	X	DIAMOND HILL LONG-SHORT	25264S833			8/13/2012		10/21/2014	1,195						271
19	X	DODGE & COX INCOME FD CC	256210105			5/9/2013		10/21/2014	2,810						-60
20	X	DODGE & COX INCOME FD CC	256210105			5/9/2013		6/18/2014	2,939						0
21	X	DODGE & COX INCOME FD CC	256210105			5/9/2013		8/1/2014	749						-3
22	X	DODGE & COX INCOME FD CC	256210105			5/9/2013		10/21/2014	850						-1
23	X	DODGE & COX INCOME FD CC	256210105			5/9/2013		10/21/2014	13						0
24	X	DODGE & COX INCOME FD CC	256210105			5/9/2013		10/29/2014	1,753						-3
25	X	DREYFUS EMG MKT DEBT LO	261980494			11/9/2010		6/18/2014	1,214						-33
26	X	DREYFUS EMG MKT DEBT LO	261980494			9/9/2012		6/18/2014	90						-2
27	X	DREYFUS EMG MKT DEBT LO	261980494			8/13/2012		6/18/2014	2,035						-23
28	X	DREYFUS EMG MKT DEBT LO	261980494			8/13/2012		8/1/2014	301						-6
29	X	DRIEHAUS ACTIVE INCOME F	262028855			2/12/2013		1/27/2014	1,480						7
30	X	DRIEHAUS ACTIVE INCOME F	262028855			7/11/2013		1/27/2014	1,334						0
31	X	DRIEHAUS ACTIVE INCOME F	262028855			7/11/2013		6/18/2014	4,351						28
32	X	DRIEHAUS ACTIVE INCOME F	262028855			10/11/2013		6/18/2014	1,421						10
33	X	DRIEHAUS ACTIVE INCOME F	262028855			10/11/2013		8/1/2014	236						-1
34	X	EATON VANCE GLOBAL MACI	277923728			7/11/2013		8/1/2014	222						-7
35	X	EATON VANCE GLOBAL MACI	277923728			7/11/2013		10/21/2014	2,535						-73
36	X	EATON VANCE GLOBAL MACI	277923728			1/24/2014		10/21/2014	1,679						-17
37	X	EATON VANCE GLOBAL MACI	277923728			6/20/2014		10/21/2014	177						-1
38	X	FID ADV EMER MKTS INC-CL	315920702			10/11/2013		8/1/2014	214						10
39	X	JP MORGAN MID CAP VALUE	339128100			6/20/2014		8/1/2014	379						-12
40	X	MERGER FD SH BEN INT #260	589509108			5/11/2012		6/18/2014	727						32
41	X	MERGER FD SH BEN INT #260	589509108			5/11/2012		6/18/2014	727						32
42	X	MERGER FD SH BEN INT #260	589509108			2/12/2013		6/18/2014	742						0
43	X	MERGER FD SH BEN INT #260	589509108			7/11/2013		8/1/2014	2,763						67
44	X	ASG GLOBAL ALTERNATIVES	638721885			7/11/2013		1/22/2014	1,063						-5
45	X	ASG GLOBAL ALTERNATIVES	638721885			7/11/2013		6/18/2014	1,198						-19
46	X	ASG GLOBAL ALTERNATIVES	638721885			7/11/2013		8/1/2014	199						-8
47	X	NEUBERGER BERMAN LONG	64128R608			4/24/2014		8/1/2014	409						0
48	X	NUVEEN HIGH YIELD MUNI BI	67065Q772			4/24/2014		8/1/2014	252						-5
49	X	NUVEEN HIGH YIELD MUNI BI	67065Q772			4/24/2014		10/29/2014	189						0
50	X	PIMCO FOREIGN BD FD USD	693390882			9/9/2011		8/1/2014	328						8
51	X	PIMCO FOREIGN BD FD USD	693390882			9/9/2011		10/21/2014	278						10
52	X	T ROWE PRICE BLUE CHIP GF	77954Q106			5/11/2012		1/22/2014	2,296						13
53	X	T ROWE PRICE BLUE CHIP GF	77954Q106			5/11/2012		1/22/2014	1,541						755
54	X	T ROWE PRICE BLUE CHIP GF	77954Q106			2/12/2013		6/18/2014	983						41
55	X	T ROWE PRICE BLUE CHIP GF	77954Q106			2/12/2013		6/18/2014	1,662						447
56	X	T ROWE PRICE INST FLOAT F	77954Q106			1/24/2014		8/1/2014	1,185						325
57	X	SPDR DJ WILSHIRE INTERNA	78463X863			7/11/2013		8/1/2014	133						-1
58	X	TEMPLETON FOREIGN FD - A	880196506			6/20/2014		8/1/2014	571						33
59	X	VANGUARD FTSE EMERGING	922042858			9/9/2011		1/22/2014	460						-14
60	X	VANGUARD FTSE EMERGING	922042858			5/9/2012		1/22/2014	1,586						-61
61	X	VANGUARD FTSE EMERGING	922042858			2/8/2013		1/22/2014	317						-16
62	X	VANGUARD FTSE EMERGING	922042858			2/8/2013		1/22/2014	793						-16
63	X	VANGUARD FTSE EMERGING	922042858			7/11/2013		1/22/2014	476						-92
64	X	VANGUARD FTSE EMERGING	922042858			10/22/2008		1/22/2014	595						5
65	X	VANGUARD FTSE EMERGING	922042858			10/22/2008		6/18/2014	304						269
66	X	VANGUARD FTSE EMERGING	922042858			10/22/2008		8/1/2014	308						152
67	X	VANGUARD REIT VIPER	922908553			7/11/2013		4/22/2014	360						156
68	X	VANGUARD REIT VIPER	922908553			10/9/2013		4/22/2014	144						4

Totals: Capital Gains/Losses Other sales: 91,184; Gross Sales: 99,568; Cost, Other Basis and Expenses: 8,384; Net Gain or Loss: 8,384

Part 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	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	Totals	
															Capital Gains/Losses	Other sales
	Long Term CG Distributions	3,432													Gross Sales	99,568
	Short Term CG Distributions														Cost, Other Basis and Expenses	91,184
															Net Gain or Loss	8,384
69	X VANGUARD REIT VIPER	922908553			10/8/2013		8/1/2014	750	658					0	0	92
70	X WF ADV INDEX FUND-ADMIN	94975G886			6/20/2014		8/1/2014	310	315					0	0	-5
71	X WF ADV INDEX FUND-ADMIN	94975G886			10/22/2008		8/1/2014	4	2					0	0	2
72	X WF ADV C & B LARGE CAP VA	94975J268			2/6/2009		1/22/2014	532	252					0	0	280
73	X WF ADV C & B LARGE CAP VA	94975J268			6/20/2014		8/1/2014	485	502					0	0	-16
74	X WFA CORE BD FD-#944	94975J581			10/11/2013		1/22/2014	2,311	2,332					0	0	-21
75	X WFA CORE BD FD-#944	94975J581			2/4/2011		1/22/2014	134	134					0	0	0
76	X WFA CORE BD FD-#944	94975J581			4/24/2014		6/18/2014	2,848	2,827					0	0	21
77	X WFA CORE BD FD-#944	94975J581			4/24/2014		10/21/2014	647	638					0	0	9
78	X WFA CORE BD FD-#944	94975J581			2/4/2011		10/21/2014	33	32					0	0	1
79	X WFA CORE BD FD-#944	94975J581			9/5/2014		10/21/2014	645	638					0	0	8
80	X WFA CORE BD FD-#944	94975J581			4/24/2014		10/21/2014	156	153					0	0	3
81	X WFA CORE BD FD-#944	94975J581			4/24/2014		10/28/2014	500	491					0	0	9
82	X WFA CORE BD FD-#944	94975J581			12/22/2008		10/28/2014	1,233	1,157					0	0	76
83	X WELLS FARGO ADV SP S/C VJ	94975P447			8/13/2012		4/22/2014	463	319					0	0	144
84	X WELLS FARGO ADV SP S/C VJ	94975P447			8/13/2012		8/1/2014	64	46					0	0	18
85	X WELLS FARGO ADV EMG MK	94975P751			2/12/2013		4/22/2014	532	546					0	0	-14
86	X WELLS FARGO ADV EMG MK	94975P751			2/12/2013		6/18/2014	76	75					0	0	1
87	X WELLS FARGO ADV EMG MK	94975P751			10/8/2010		6/18/2014	155	152					0	0	3
88	X WELLS FARGO ADV EMG MK	94975P751			10/8/2010		8/1/2014	906	863					0	0	23
89	X WELLS FARGO ADV INTL BON	94985D582			7/21/2010		6/18/2014	170	168					0	0	2
90	X WELLS FARGO ADV INTL BON	94985D582			7/21/2010		8/1/2014	271	268					0	0	3
91	X WELLS FARGO ADV HI INC-IN	949917538			7/11/2013		1/22/2014	2,150	2,194					0	0	-44
92	X WELLS FARGO ADV HI INC-IN	949917538			10/11/2013		4/22/2014	287	292					0	0	-5
93	X WELLS FARGO ADV HI INC-IN	949917538			7/23/2009		4/22/2014	3,331	2,915					0	0	416
94	X WELLS FARGO ADV HI INC-IN	949917538			10/19/2009		4/22/2014	564	518					0	0	46
95	X WELLS FARGO ADV HI INC-IN	949917538			5/5/2010		4/22/2014	21	20					0	0	1
96	X WELLS FARGO ADV HI INC-IN	949917538			5/5/2010		4/22/2014	482	462					0	0	20
97	X WELLS FARGO ADV HI INC-IN	949917538			10/11/2013		4/22/2014	5	5					0	0	0
98	X WELLS FARGO ADV HI INC-IN	949917538			10/22/2008		4/22/2014	2,442	1,868					0	0	554
99	X WELLS FARGO ADV HI INC-IN	949917538			10/22/2008		8/1/2014	66	52					0	0	14
100	X WF ADV SHORT-TERM BOND	949917652			2/12/2013		4/22/2014	3,281	3,281					0	0	0
101	X WF ADV SHORT-TERM BOND	949917652			1/24/2014		4/22/2014	4,904	4,898					0	0	6

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

		604	0	0	604
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	604			604

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

		118	83	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	83	83		
2	ESTIMATED EXCISE PAYMENTS	35			

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	9
2	Total	2	9

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

1	PY RETURN OF CAPITAL ADJUSTMENT	1	141
2	ROUNDING	2	6
3	Total	3	147

Part 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	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/19	Adjusted Basis as of 12/31/19	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
					96,136	0	0	91,184	4,952	0	0	0	4,952
85 WELLS FARGO ADV EMG MK E-INS #41 94875P751		Acquired	2/12/2013	4/22/2014	532			546	-14	0	0	0	-14
86 WELLS FARGO ADV EMG MK E-INS #41 94875P751		Acquired	2/12/2013	6/18/2014	76			75	1	0	0	0	1
87 WELLS FARGO ADV EMG MK E-INS #41 94875P751		Acquired	1/08/2010	8/18/2014	155			152	3	0	0	0	3
88 WELLS FARGO ADV EMG MK E-INS #41 94875P751		Acquired	1/08/2010	8/18/2014	908			883	23	0	0	0	23
89 WELLS FARGO ADV INTL BOND-IS #4794885D582		Acquired	7/21/2010	8/18/2014	170			168	2	0	0	0	2
90 WELLS FARGO ADV INTL BOND-IS #4794885D582		Acquired	7/21/2010	8/18/2014	271			268	3	0	0	0	3
91 WELLS FARGO ADV HI INC-INS #3110		Acquired	7/11/2013	12/22/2014	2,150			2,194	-44	0	0	0	-44
92 WELLS FARGO ADV HI INC-INS #3110		Acquired	1/01/17/2013	12/22/2014	287			292	-5	0	0	0	-5
93 WELLS FARGO ADV HI INC-INS #3110		Acquired	7/23/2009	4/22/2014	3,331			2,915	418	0	0	0	418
94 WELLS FARGO ADV HI INC-INS #3110		Acquired	1/01/9/2009	4/22/2014	584			518	48	0	0	0	48
95 WELLS FARGO ADV HI INC-INS #3110		Acquired	5/21/2010	4/22/2014	21			20	1	0	0	0	1
96 WELLS FARGO ADV HI INC-INS #3110		Acquired	5/21/2010	4/22/2014	482			462	20	0	0	0	20
97 WELLS FARGO ADV HI INC-INS #3110		Acquired	1/01/12/2013	4/22/2014	5			5	0	0	0	0	0
98 WELLS FARGO ADV HI INC-INS #3110		Acquired	1/02/2008	4/22/2014	2,442			1,888	554	0	0	0	554
99 WELLS FARGO ADV HI INC-INS #3110		Acquired	1/02/2008	8/18/2014	66			52	14	0	0	0	14
100 WELLS FARGO ADV HI INC-INS #3110		Acquired	2/12/2013	4/22/2014	3,281			3,281	0	0	0	0	0
101 WELLS FARGO ADV HI INC-INS #3110		Acquired	1/24/2014	4/22/2014	4,904			4,889	15	0	0	0	15

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

		Check "X" if Business		Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
	Name			1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	4,410		0
1	Wells Fargo Bank N A Trust Tax D	X											
2	MASONIC SENIOR WARDEN OF			BOX 416	GLENDIVE	MT	59330		Administrative Com	1 00	0		

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

	Date	Amount
1 Credit from prior year return		108
2 First quarter estimated tax payment	3/12/2014	35
3 Second quarter estimated tax payment		
4 Third quarter estimated tax payment		
5 Fourth quarter estimated tax payment		
6 Other payments		
7 Total		143