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Form **990**Department of the Treasury
Internal Revenue Service**Return of Organization Exempt From Income Tax**

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

- Do not enter Social Security numbers on this form as it may be made public.
Information about Form 990 and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013**Open to Public Inspection**

A For the 2013 calendar year, or tax year beginning 12/1/2013, and ending 11/30/2014

B Check if applicable:
☐ Address change
☐ Name change
☐ Initial return
☐ Terminated
☐ Amended return
☐ Application pending

C Name of organization TCH SUDEKUM MEMORIAL TRUST
 Doing Business As _____
 Number and street (or P O box if mail is not delivered to street address) Room/suite
P O BOX 1908
 City or town State ZIP code
ORLANDO FL 32802-1908
 Foreign country name Foreign province/state/county Foreign postal code

D Employer identification number 62-6177958

E Telephone number _____

G Gross receipts \$ 2,469,694

F Name and address of principal officer:
SUNTRUST BANKS, INC P.O. BOX 1908, ORLANDO, FL 32802-1908

H(a) Is this a group return for subordinates? ☐ Yes ☒ No
H(b) Are all subordinates included? ☐ Yes ☐ No
 If "No," attach a list (see instructions)

I Tax-exempt status ☒ 501(c)(3) ☐ 501(c) () ◀ (insert no) ☐ 4947(a)(1) or ☐ 527

J Website: ▶ N/A

K Form of organization ☐ Corporation ☒ Trust ☐ Association ☐ Other ▶

L Year of formation 1985

M State of legal domicile TN

Part I Summary

1 Briefly describe the organization's mission or most significant activities:
TO SUPPORT THE ADVENTURE SCIENCE CENTER

2 Check this box ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets

3 Number of voting members of the governing body (Part VI, line 1a)	<u>3</u>	<u>5</u>
4 Number of independent voting members of the governing body (Part VI, line 1b)	<u>4</u>	<u>5</u>
5 Total number of individuals employed in calendar year 2013 (Part V, line 2a)	<u>5</u>	<u>0</u>
6 Total number of volunteers (estimate if necessary)	<u>6</u>	<u>0</u>
7a Total unrelated business revenue from Part VIII, column (C), line 12	<u>7a</u>	<u>0</u>
b Net unrelated business taxable income from Form 990-T, line 34	<u>7b</u>	<u>0</u>

	Prior Year	Current Year
8 Contributions and grants (Part VIII, line 1h)	<u>0</u>	<u>0</u>
9 Program service revenue (Part VIII, line 2g)	<u>0</u>	<u>0</u>
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	<u>487,036</u>	<u>276,307</u>
11 Other revenue (Part VIII, column (A), lines 5, 8d, 8c, 9c, 10c, and 11e)	<u>0</u>	<u>0</u>
12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	<u>487,036</u>	<u>276,307</u>
13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	<u>40,000</u>	<u>103,121</u>
14 Benefits paid to or for members (Part IX, column (A), line 4)	<u>0</u>	<u>0</u>
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	<u>26,010</u>	<u>28,069</u>
16a Professional fundraising fees (Part IX, column (A), line 11e)	<u>0</u>	<u>0</u>
b Total fundraising expenses (Part IX, column (D), line 25)	<u>0</u>	<u>0</u>
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	<u>2,974</u>	<u>6,050</u>
18 Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	<u>68,984</u>	<u>137,240</u>
19 Revenue less expenses Subtract line 18 from line 12	<u>418,052</u>	<u>139,067</u>

	Beginning of Current Year	End of Year
20 Total assets (Part X, line 16)	<u>4,197,756</u>	<u>4,335,860</u>
21 Total liabilities (Part X, line 26)	<u>0</u>	<u>0</u>
22 Net assets or fund balances Subtract line 21 from line 20	<u>4,197,756</u>	<u>4,335,860</u>

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge

Sign Here Barbara Allred 4/13/2015
 Signature of officer Date
BARBARA ALLRED TRUST OFFICER
 Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name <u>DONALD J. ROMAN</u>	Preparer's signature <u>[Signature]</u>	Date <u>4/13/2015</u>	Check ☒ if self-employed	PTIN <u>P00364310</u>
Firm's name ▶ <u>PRICEWATERHOUSECOOPERS LLP</u>		Firm's EIN ▶ <u>13-4008324</u>		
Firm's address ▶ <u>600 GRANT STREET, PITTSBURGH PA 15219</u>		Phone no <u>412-355-6000</u>		

May the IRS discuss this return with the preparer shown above? (see instructions)

☒ Yes ☐ No

For Paperwork Reduction Act Notice, see the separate instructions.

Form **990** (2013)

HTA

SCANNED MAY 20 2015

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Part III**Statement of Program Service Accomplishments**Check if Schedule O contains a response or note to any line in this Part III ☐

- 1**
- Briefly describe the organization's mission:

TO SUPPORT THE ADVENTURE SCIENCE CENTER

- 2**
- Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?
- ☐
- Yes
- ☒
- No

If "Yes," describe these new services on Schedule O.

- 3**
- Did the organization cease conducting, or make significant changes in how it conducts, any program services?
- ☐
- Yes
- ☒
- No

If "Yes," describe these changes on Schedule O

- 4**
- Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a (Code) (Expenses \$ 103,121 including grants of \$) (Revenue \$)
ADVENTURE SCIENCE CENTER**4b** (Code) (Expenses \$ including grants of \$) (Revenue \$)**4c** (Code:) (Expenses \$ including grants of \$) (Revenue \$)**4d** Other program services (Describe in Schedule O.)

(Expenses \$ 0 including grants of \$ 0) (Revenue \$ 0)

4e Total program service expenses 103,121

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A	X	
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?		X
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III		
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V		X
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI		X
b Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII	X	
c Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX		X
e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X		X
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X		X
12a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI and XII		X
b Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If "Yes," complete Schedule F, Parts I and IV		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? If "Yes," complete Schedule F, Parts II and IV		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? If "Yes," complete Schedule F, Parts III and IV		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I (see instructions)		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III		X
20a Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		

Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	X	
22 Did the organization report more than \$5,000 of grants or other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>		X
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>		X
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i>		X
24b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
24c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
24d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		X
25b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>		X
26 Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If so, complete Schedule L, Part II</i>		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
28a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
28b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
28c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>		X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>		X
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
35b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O.	X	

Part V**Statements Regarding Other IRS Filings and Tax Compliance**Check if Schedule O contains a response or note to any line in this Part V. ☐

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	0	
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	0	
1c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?		
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	0	
2b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)		
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
3b	If "Yes," has it filed a Form 990-T for this year? If "No," to line 3b, provide an explanation in Schedule O		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		X
4b	If "Yes," enter the name of the foreign country See instructions for filing requirements for FinCen Form 114, Report of Foreign Bank and Financial Accounts (FBAR)		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
5b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
5c	If "Yes" to line 5a or 5b, did the organization file Form 8886-T?		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?		X
6b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7	Organizations that may receive deductible contributions under section 170(c).		
7a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?		X
7b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		
7c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
7d	If "Yes," indicate the number of Forms 8282 filed during the year		
7e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
7f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
7g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		
7h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		X
9	Sponsoring organizations maintaining donor advised funds.		
9a	Did the organization make any taxable distributions under section 4966?		X
9b	Did the organization make a distribution to a donor, donor advisor, or related person?		X
10	Section 501(c)(7) organizations. Enter:		
10a	Initiation fees and capital contributions included on Part VIII, line 12		
10b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities		
11	Section 501(c)(12) organizations. Enter:		
11a	Gross income from members or shareholders		
11b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)		
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		
12b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year		
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
13a	Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.		
13b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans		
13c	Enter the amount of reserves on hand		
14a	Did the organization receive any payments for indoor tanning services during the tax year?		X
14b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O		

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions. Check if Schedule O contains a response or note to any line in this Part VI. ☒ X

Section A. Governing Body and Management

	Yes	No
1a Enter the number of voting members of the governing body at the end of the tax year. If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.	5	
1b Enter the number of voting members included in line 1a, above, who are independent	5	
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2	X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?	3	X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4	X
5 Did the organization become aware during the year of a significant diversion of the organization's assets?	5	X
6 Did the organization have members or stockholders?	6	X
7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a	X
b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b	X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a The governing body?	8a	X
b Each committee with authority to act on behalf of the governing body?	8b	X
9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O	9	X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

	Yes	No
10a Did the organization have local chapters, branches, or affiliates?	10a	X
b If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10b	
11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	X
b Describe in Schedule O the process, if any, used by the organization to review this Form 990		
12a Did the organization have a written conflict of interest policy? If "No," go to line 13	12a	X
b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	
c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	12c	
13 Did the organization have a written whistleblower policy?	13	X
14 Did the organization have a written document retention and destruction policy?	14	X
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a The organization's CEO, Executive Director, or top management official.	15a	
b Other officers or key employees of the organization.	15b	
If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).		
16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a	X
b If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	16b	

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
☐ Own website ☐ Another's website ☒ Upon request ☐ Other (explain in Schedule O)

19 Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization.
 SUNTRUST BANKS, INC (615) 748-5904
 P O. BOX 305110, NASHVILLE, TN 37230-5110

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent ContractorsCheck if Schedule O contains a response or note to any line in this Part VII. ☐**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees****1a** Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
 - List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
 - List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
 - List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
 - List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.
- List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons

☐ Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) SUNTRUST BANKS, INC TRUSTEE	1 00		X					28,069		
(2) MARC STENGEL EX-OFFICIO (FAMILY) 2007-2014	1 00			X						
(3) MARK WOOLWINE EX-OFFICIO (FAMILY) 2007-2014	1 00			X						
(4) ROBERT E BAULCH III CMTE MEMBER 2007-2014	1 00			X						
(5) L GLENN WORLEY LIFETIME MEMBER	1 00			X						
(6) DEVAN ARD CMTE PRESIDENT 2012-2014	1 00			X						
(7) BART JOHNSTON CMTE MEMBER 2010-2014	1 00			X						
(8)										
(9)										
(10)										
(11)										
(12)										
(13)										
(14)										

Form 990 (2013)

TCH SUDEKUM MEMORIAL TRUST

62-6177958

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Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(15)										
(16)										
(17)										
(18)										
(19)										
(20)										
(21)										
(22)										
(23)										
(24)										
(25)										

1b Sub-total	28,069	0	0
c Total from continuation sheets to Part VII, Section A	0	0	0
d Total (add lines 1b and 1c)	28,069	0	0

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **0**

- 3** Did the organization list any **former** officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual
- 4** For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual
- 5** Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person

	Yes	No
3		X
4		X
5		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization Report compensation for the calendar year ending with or within the organization's tax year

(A) Name and business address	(B) Description of services	(C) Compensation
		0
		0
		0
		0
		0

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **0**

Form 990 (2013)

TCH SUDEKUM MEMORIAL TRUST

62-6177958

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Part VIII Statement of RevenueCheck if Schedule O contains a response or note to any line in this Part VIII ☐

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514
Contributions, Gifts, Grants and Other Similar Amounts	1a	Federated campaigns	1a 0			
	b	Membership dues	1b 0			
	c	Fundraising events	1c 0			
	d	Related organizations	1d 0			
	e	Government grants (contributions)	1e 0			
	f	All other contributions, gifts, grants, and similar amounts not included above	1f 0			
	g	Noncash contributions included in lines 1a-1f. \$	0			
	h	Total. Add lines 1a-1f	0			
Program Service Revenue	Business Code					
	2a	-----	0			
	b	-----	0			
	c	-----	0			
	d	-----	0			
	e	-----	0			
	f	All other program service revenue	0			
g	Total. Add lines 2a-2f	0				
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)	83,789			83,789
	4	Income from investment of tax-exempt bond proceeds	0			
	5	Royalties	0			
	6a	Gross rents				
	b	Less: rental expenses				
	c	Rental income or (loss)	0			
	d	Net rental income or (loss)	0			
	7a	Gross amount from sales of assets other than inventory	2,385,905	0		
	b	Less: cost or other basis and sales expenses	2,193,387	0		
	c	Gain or (loss)	192,518	0		
	d	Net gain or (loss)	192,518			192,518
	8a	Gross income from fundraising events (not including \$ of contributions reported on line 1c) See Part IV, line 18	0			
	b	Less: direct expenses	0			
	c	Net income or (loss) from fundraising events	0			
	9a	Gross income from gaming activities See Part IV, line 19	0			
	b	Less: direct expenses	0			
	c	Net income or (loss) from gaming activities	0			
10a	Gross sales of inventory, less returns and allowances	0				
b	Less: cost of goods sold	0				
c	Net income or (loss) from sales of inventory	0				
Miscellaneous Revenue		Business Code				
11a	-----		0			
b	-----		0			
c	-----		0			
d	All other revenue		0			
e	Total. Add lines 11a-11d		0			
12	Total revenue. See instructions		276,307	0	0	276,307

Part IX Statement of Functional Expenses*Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).*Check if Schedule O contains a response or note to any line in this Part IX. ☐

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21	103,121	103,121		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22	0			
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16	0			
4 Benefits paid to or for members	0			
5 Compensation of current officers, directors, trustees, and key employees	28,069		28,069	
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0			
7 Other salaries and wages	0			
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	0			
9 Other employee benefits	0			
10 Payroll taxes	0			
11 Fees for services (non-employees).				
a Management	0			
b Legal	0			
c Accounting	0			
d Lobbying	0			
e Professional fundraising services. See Part IV, line 17	0			
f Investment management fees	4,827		4,827	
g Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O)	0			
12 Advertising and promotion	0			
13 Office expenses	0			
14 Information technology	0			
15 Royalties	0			
16 Occupancy	0			
17 Travel	0			
18 Payments of travel or entertainment expenses for any federal, state, or local public officials	0			
19 Conferences, conventions, and meetings	0			
20 Interest	0			
21 Payments to affiliates	0			
22 Depreciation, depletion, and amortization	0	0	0	0
23 Insurance	0			
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a FOREIGN TAX WITHHELD	1,041		1,041	
b ADR FEES	182		182	
c	0			
d	0			
e All other expenses	0			
25 Total functional expenses. Add lines 1 through 24e	137,240	103,121	34,119	0
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here ☐ if following SOP 98-2 (ASC 958-720)				

Part X Balance SheetCheck if Schedule O contains a response or note to any line in this Part X ☐

		(A) Beginning of year		(B) End of year
Assets	1 Cash—non-interest-bearing	0	1	0
	2 Savings and temporary cash investments	219,966	2	183,963
	3 Pledges and grants receivable, net	0	3	0
	4 Accounts receivable, net	0	4	0
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions) Complete Part II of Schedule L		6	
	7 Notes and loans receivable, net	0	7	0
	8 Inventories for sale or use	0	8	0
	9 Prepaid expenses and deferred charges	0	9	0
	10a Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a 0		
	b Less accumulated depreciation	10b 0	10c	0
	11 Investments—publicly traded securities	0	11	0
	12 Investments—other securities See Part IV, line 11	3,977,790	12	4,151,897
	13 Investments—program-related See Part IV, line 11	0	13	0
	14 Intangible assets	0	14	0
	15 Other assets See Part IV, line 11	0	15	0
16 Total assets. Add lines 1 through 15 (must equal line 34)	4,197,756	16	4,335,860	
Liabilities	17 Accounts payable and accrued expenses	0	17	0
	18 Grants payable		18	
	19 Deferred revenue	0	19	0
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability Complete Part IV of Schedule D		21	
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties	0	23	0
	24 Unsecured notes and loans payable to unrelated third parties	0	24	0
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D	0	25	0
	26 Total liabilities. Add lines 17 through 25	0	26	0
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here ☐ and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets		27	
	28 Temporarily restricted net assets		28	
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117 (ASC 958), check here ☒ and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds	4,197,756	30	4,335,860
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
33 Total net assets or fund balances	4,197,756	33	4,335,860	
34 Total liabilities and net assets/fund balances	4,197,756	34	4,335,860	

Part XI Reconciliation of Net AssetsCheck if Schedule O contains a response or note to any line in this Part XI ☐

1	Total revenue (must equal Part VIII, column (A), line 12)	1	276,307
2	Total expenses (must equal Part IX, column (A), line 25)	2	137,240
3	Revenue less expenses. Subtract line 2 from line 1	3	139,067
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	4,197,756
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	-963
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	4,335,860

Part XII Financial Statements and ReportingCheck if Schedule O contains a response or note to any line in this Part XII ☐

	Yes	No
1 Accounting method used to prepare the Form 990. ☒ Cash ☐ Accrual ☐ Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O		
2a Were the organization's financial statements compiled or reviewed by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both ☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis		X
b Were the organization's financial statements audited by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both. ☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis		X
c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O		
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		X
b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		

SCHEDULE A
(Form 990 or 990-EZ)**Public Charity Status and Public Support**

OMB No 1545-0047

2013**Open to Public
Inspection**Department of the Treasury
Internal Revenue Service

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ.

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

Name of the organization

TCH SUDEKUM MEMORIAL TRUST

Employer identification number

62-6177958

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is (For lines 1 through 11, check only one box.)

- 1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
- 2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E.)
- 3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state. _____
- 5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)
- 6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7 ☐ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 9 ☐ An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)
- 10 ☐ An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**
- 11 ☒ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2).** See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h.
- a ☐ Type I b ☐ Type II c ☐ Type III—Functionally integrated d ☒ Type III—Non-functionally integrated
- e ☒ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2).**
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box. ☐
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

- (i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?
- (ii) A family member of a person described in (i) above?
- (iii) A 35% controlled entity of a person described in (i) or (ii) above?

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

h Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1–9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U S?		(vii) Amount of monetary support
			Yes	No	Yes	No	Yes	No	
(A) ADVENTURE SCIENC	62-0479192	7	X		X		X		103,121
(B)									
(C)									
(D)									
(E)									
Total	1								103,121

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						0
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						0
3 The value of services or facilities furnished by a governmental unit to the organization without charge						0
4 Total. Add lines 1 through 3	0	0	0	0	0	0
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public support. Subtract line 5 from line 4						0

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
7 Amounts from line 4	0	0	0	0	0	0
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						0
9 Net income from unrelated business activities, whether or not the business is regularly carried on						0
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV)						0
11 Total support. Add lines 7 through 10						0
12 Gross receipts from related activities, etc. (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ☐						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2013 (line 6, column (f) divided by line 11, column (f))	14	0.00%
15 Public support percentage from 2012 Schedule A, Part II, line 14	15	0.00%
16a 33 1/3% support test—2013. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ☐		
b 33 1/3% support test—2012. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ☐		
17a 10%-facts-and-circumstances test—2013. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization. ☐		
b 10%-facts-and-circumstances test—2012. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization. ☐		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ☐		

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II.

If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						0
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						0
3 Gross receipts from activities that are not an unrelated trade or business under section 513						0
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						0
5 The value of services or facilities furnished by a governmental unit to the organization without charge						0
6 Total. Add lines 1 through 5	0	0	0	0	0	0
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						0
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						0
c Add lines 7a and 7b	0	0	0	0	0	0
8 Public support (Subtract line 7c from line 6)						0

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
9 Amounts from line 6	0	0	0	0	0	0
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						0
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						0
c Add lines 10a and 10b	0	0	0	0	0	0
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						0
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV)						0
13 Total support. (Add lines 9, 10c, 11, and 12)	0	0	0	0	0	0

14 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ☐

Section C. Computation of Public Support Percentage

15 Public support percentage for 2013 (line 8, column (f) divided by line 13, column (f))	15	0.00%
16 Public support percentage from 2012 Schedule A, Part III, line 15	16	0.00%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2013 (line 10c, column (f) divided by line 13, column (f))	17	0.00%
18 Investment income percentage from 2012 Schedule A, Part III, line 17	18	0.00%

19a **33 1/3% support tests—2013.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ☐

b **33 1/3% support tests—2012.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ☐

20 **Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ☐

Part IV

Supplemental Information. Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

Area with horizontal dashed lines for supplemental information.

**SCHEDULE D
(Form 990)**Department of the Treasury
Internal Revenue Service**Supplemental Financial Statements**

- ▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
▶ Attach to Form 990.

OMB No 1545-0047

2013**Open to Public
Inspection**▶ Information about Schedule D (Form 990) and its instructions is at www.irs.gov/form990.

Name of the organization

TCH SUDEKUM MEMORIAL TRUST

Employer identification number

62-6177958

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.

Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		☐ Yes ☐ No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?		☐ Yes ☐ No

Part II Conservation Easements.

Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply)	
☐ Preservation of land for public use (e.g., recreation or education)	☐ Preservation of an historically important land area
☐ Protection of natural habitat	☐ Preservation of a certified historic structure
☐ Preservation of open space	
2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d
3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year	
4 Number of states where property subject to conservation easement is located	
5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?	☐ Yes ☐ No
6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year	
7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year	
8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?	☐ Yes ☐ No
9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.	

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items	
b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:	
(i) Revenues included in Form 990, Part VIII, line 1	▶ \$
(ii) Assets included in Form 990, Part X	▶ \$
2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:	
a Revenues included in Form 990, Part VIII, line 1	▶ \$
b Assets included in Form 990, Part X	▶ \$

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule D (Form 990) 2013

HTA

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):

- a ☐ Public exhibition d ☐ Loan or exchange programs
 b ☐ Scholarly research e ☐ Other _____
 c ☐ Preservation for future generations

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? ☐ Yes ☐ No

Part IV Escrow and Custodial Arrangements.

Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIII and complete the following table.

	Amount
1c Beginning balance	
1d Additions during the year	
1e Distributions during the year	
1f Ending balance	0

2a Did the organization include an amount on Form 990, Part X, line 21? ☐ Yes ☒ No

b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII ☐

Part V Endowment Funds.

Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance	0	0	0	0	0

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

- a Board designated or quasi-endowment _____ %
 b Permanent endowment _____ %
 c Temporarily restricted endowment _____ %

The percentages in lines 2a, 2b, and 2c should equal 100%

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by

- (i) unrelated organizations
 (ii) related organizations

	Yes	No
3a(i)		
3a(ii)		
3b		

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIII the intended uses of the organization's endowment funds

Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land	0	0		0
b Buildings	0	0	0	0
c Leasehold improvements	0	0	0	0
d Equipment	0	0	0	0
e Other	0	0	0	0

Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).) 0

Part VII Investments—Other Securities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) Financial derivatives	0	
(2) Closely-held equity interests	0	
(3) Other SEE ATTACHED	4,151,897	
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Column (b) must equal Form 990, Part X, col. (B) line 12.)	4,151,897	

Part VIII Investments—Program Related.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Column (b) must equal Form 990, Part X, col. (B) line 13.)	0	

Part IX Other Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.)	0

Part X Other Liabilities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	0
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.)	0

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII. ☐

Part XIII Supplemental Information *(continued)*

Area for supplemental information with horizontal dashed lines.

**SCHEDULE I
(Form 990)**Department of the Treasury
Internal Revenue Service

Name of the organization

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**

Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.

▶ Attach to Form 990.

▶ Information about Schedule I (Form 990) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2013**Open to Public
Inspection**

Employer identification number

62-6177958

TCH SUDEKUM MEMORIAL TRUST

Part I General Information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☐ Yes ☒ No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1) ADVENTURE SCIENCE CENTER 800 FORT NEGLEY BLVD NASHVILL	62-0479192		103,121				EDUCATIONAL
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							
(9)							
(10)							
(11)							
(12)							

- 2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table 1
- 3 Enter total number of other organizations listed in the line 1 table 1

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

HTA

Schedule I (Form 990) (2013)

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 22.
Part III can be duplicated if additional space is needed.

	(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
1						
2						
3						
4						
5						
6						
7						

Part IV Supplemental Information. Provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

Part I THE ORGANIZATION IS A CHARITABLE TRUST. THE CHARITABLE PAYEE IS NAMED IN THE TRUST DOCUMENT. GRANTS ARE PAID IN ACCORDANCE WITH THE TRUST DOCUMENT FOR PURPOSES SPECIFIED IN THE TRUST DOCUMENT.

SCHEDULE O
(Form 990 or 990-EZ)Department of the Treasury
Internal Revenue Service

Name of the organization

Supplemental Information to Form 990 or 990-EZComplete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

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

OMB No 1545-0047

2013**Open to Public
Inspection**

Employer identification number

TCH SUDEKUM MEMORIAL TRUST

62-6177958

Form 990, Part VI, Section C, Line 17: NO STATE FILING IS REQUIRED

Form 990, Part V, Section C, Line 19: THE TRUSTEE MAKES THE ORGANIZATION'S GOVERNING DOCUMENTS

& FINANCIAL STATEMENTS AVAILABLE TO THE PUBLIC UPON REQUEST

Form 990, Part VI, Section C, Line 19: THE ORGANIZATION HAS NO PAID OFFICERS OR EMPLOYEES. THE
CORPORATE TRUSTEE'S FEE IS AN AMOUNT DISCOUNTED FROM ITS STANDARD FEE SCHEDULE, WHICH IS
REVIEWED BY THE TRUST COMMITTEE.Form 990, Part VI, Section 1A: THE ORGANIZATION IS COMPOSED OF A TRUSTEE (SUNTRUST BANK,
NASHVILLE) AND A TRUST COMMITTEE OF WHICH THERE ARE 5 INDIVIDUAL VOTING MEMBERS. UNDER THE
TERMS OF THE GOVERNING TRUST INSTRUMENT, THE TRUST COMMITTEE HAS ONLY THOSE POWERS SET FORTH
IN THE INSTRUMENT. THE TRUST COMMITTEE HAS THE POWER TO MAKE ALL DECISIONS REGARDING
DISTRIBUTIONS AND THE POWER TO REMOVE THE CORPORATE TRUSTEE AND APPOINT A SUCCESSOR TRUSTEE.
ALL OTHER GOVERNANCE POWERS ARE HELD BY THE CORPORATE TRUSTEE.Form 990, Part VI, Line 2: TWO MEMBERS OF THE TRUST COMMITTEE (BART JOHNSTON & ROBERT E
BAULCH III) ARE COUSINS. THE TRUSTEE IS SUNTRUST BANK. SUNTRUST HAS VARIOUS DIVISIONS, AMONG
THEM RETAIL BANKING AND A TRUST DEPARTMENT, WHICH ACTS AS THE TRUSTEE OF THE ORGANIZATION.
TRUST COMMITTEE MEMBERS BART JOHNSTON AND ROBERT E. BAULCH III HAVE A BUSINESS RELATIONSHIP
WITH SUNTRUST'S RETAIL BANKING DIVISION.Form 990, Part VI, Line 7A: THE PRESIDENT OF THE TRUST COMMITTEE IS CHAIRMAN OF THE BOARD OF
DIRECTORS OF THE SUPPORTED ORGANIZATION. ONE MEMBER OF THE TRUST COMMITTEE IS APPOINTED BY
SAID PRESIDENT. TWO MEMBERS OF THE TRUST COMMITTEE ARE APPOINTED BY SAID PRESIDENT. TWO
MEMBERS OF THE TRUST COMMITTEE ARE SELECTED BY THE ELDEST DESCENDANT OF TWO OR FOUR SISTERS WHO
WERE GRANTORS OF THE ORGANIZATION.

Form 990, Part VI, Line 7A: THE ORGANIZATION HAS NO COMMITTEES OTHER THAN THE TRUST COMMITTEE.

Form 990, Part VI, Line 8B: AN ELECTRONIC COPY OF FORM 990 IS AVAILABLE TO THE TRUSTEE (BUT
NOT THE TRUST COMMITTEE) PRIOR TO FILING.

Form 990, Part XI, Line 9: THE CHANGE IN NET ASSETS IS DUE TO THE FOLLOWING: (1) (269) COST

For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule O (Form 990 or 990-EZ) (2013)

HTA

Name of the organization

Employer identification number

TCH SUDEKUM MEMORIAL TRUST

62-6177958

BASIS ADJUSTMENT OF MATTEL INC. (2) (694) WASH SALE ADJUSTMENT



TCH SUDEKUM MEMORIAL TRUST
ACCOUNT NO. 3621080

PORTFOLIO SUMMARY

AS OF 11/30/14

PAGE 2

MAJOR INVESTMENT CLASS	MARKET VALUE	PERCENT OF ACCOUNT	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
<u>PRINCIPAL PORTFOLIO</u>						
STIF & MONEY MARKET FUNDS	144,159.54	3.13 %	144,159.54	0.00	72	0.05 %
EQUITY SECURITIES	2,187,077.77	47.48 %	1,951,895.15	235,182.62	35,147	1.61 %
MUTUAL FUNDS	2,235,349.24	48.53 %	2,200,001.58	35,347.66	50,442	2.26 %
PRINCIPAL PORTFOLIO TOTAL	4,566,586.55	99.14 %	4,296,056.27	270,530.28	85,661	1.88 %
<u>INCOME PORTFOLIO</u>						
STIF & MONEY MARKET FUNDS	39,803.22	0.86 %	39,803.22	0.00	20	0.05 %
INCOME PORTFOLIO TOTAL	39,803.22	0.86 %	39,803.22	0.00	20	0.05 %

TOTAL ASSETS 4,606,389.77 100.00 % 4,335,859.49 270,530.28 85,681 1.86 %



TCH SUDEKUM MEMORIAL TRUST
ACCOUNT NO. 3621080

PORTFOLIO DETAIL
AS OF 11/30/14

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
<u>PRINCIPAL PORTFOLIO</u>						
<u>STIP & MONEY MARKET FUNDS</u>						
144,159.54	PWM FIDUCIARY MASTER DEP ACCT CUSIP: 99A101DF0	144,159.54 1.000 3.13 %	144,159.54 1.00	0.00	72	0.05 % 0.00 %
<u>EQUITY SECURITIES</u>						
<u>ENERGY</u>						
104	BG GROUP PLC SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 055434203	1,459.12 14.030 0.03 %	2,257.61 21.71	798.49-	31	2.12 % 0.00 %
147	CAMERON INTERNATIONAL CORP CUSIP: 13342B105	7,538.16 51.280 0.16 %	6,938.99 47.20	599.17	0	0.00 % 0.00 %
82	CANADIAN NATURAL RESOURCES CUSIP: 136385101	2,728.96 33.280 0.06 %	2,828.99 34.50	100.03-	65	2.38 % 0.00 %
112	CHEVRON CORPORATION CUSIP: 166764100	12,193.44 108.870 0.26 %	5,063.52 45.21	7,129.92	479	3.93 % 0.00 %
76	CONOCOPHILLIPS CUSIP: 20825C104	5,021.32 66.070 0.11 %	5,953.02 78.33	931.70-	222	4.42 % 0.00 %



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PORTFOLIO DETAIL

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
39	CORE LABORATORIES NV CUSIP: N22717107	5,024.37 128.830 0.11 %	5,727.99 146.87	703.62-	78	1.55 % 0.00 %
22	DRIL-QUIP INC CUSIP: 262037104	1,754.50 79.750 0.04 %	2,525.71 114.80	771.21-	0	0.00 % 0.00 %
250	EXXONMOBIL CORP CUSIP: 30231G102	22,635.00 90.540 0.49 %	22,413.44 89.65	221.56	690	3.05 % 0.00 %
114	FMSA HOLDINGS INC CUSIP: 30255X106	1,089.84 9.560 0.02 %	1,559.44 13.68	469.60-	0	0.00 % 0.00 %
183	HALLIBURTON CO CUSIP: 406216101	7,722.60 42.200 0.17 %	9,620.87 52.57	1,898.27-	132	1.71 % 0.00 %
67	MARATHON PETROLEUM CORPORATION CUSIP: 56585A102	6,036.03 90.090 0.13 %	5,930.72 88.52	105.31	134	2.22 % 0.00 %
360	NABORS INDUSTRIES LTD CUSIP: G6359F103	4,723.20 13.120 0.10 %	5,788.40 16.08	1,065.20-	86	1.82 % 0.00 %
79	PHILLIPS 66 CUSIP: 718546104	5,768.58 73.020 0.13 %	5,437.23 68.83	331.35	158	2.74 % 0.00 %
65	QEP RESOURCES INC CUSIP: 74733V100	1,328.60 20.440 0.03 %	1,853.48 28.52	524.88-	5	0.38 % 0.00 %



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PORTFOLIO DETAIL

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
94	REPSOL SA SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 76026T205	2,068.94 22.010 0.04 %	2,492.88 26.52	423.94-	97	4.69 % 0.00 %
39	ROSETTA RESOURCES INC CUSIP: 777779307	1,147.38 29.420 0.02 %	1,972.45 50.58	825.07-	0	0.00 % 0.00 %
215	SCHLUMBERGER LTD CUSIP: 806857108	18,479.25 85.950 0.40 %	19,247.27 89.52	768.02-	344	1.86 % 0.00 %
139	SEADRILL LIMITED CUSIP: G7945E105	2,037.74 14.660 0.04 %	6,619.74 47.62	4,582.00-	556	27.29 % 0.00 %
62	SUNCOR ENERGY INC CUSIP: 867224107	1,958.58 31.590 0.04 %	2,230.92 35.98	272.34-	61	3.11 % 0.00 %
61	SUPERIOR ENERGY SERVICES INC CUSIP: 868157108	1,177.91 19.310 0.03 %	1,585.70 26.00	407.79-	20	1.70 % 0.00 %
128	VALERO ENERGY CORP CUSIP: 91913Y100	6,222.08 48.610 0.14 %	5,588.31 43.66	633.77	141	2.27 % 0.00 %
82	WHITING PETROLEUM CORP CUSIP: 966387102	3,425.14 41.770 0.07 %	6,051.60 73.80	2,626.46-	0	0.00 % 0.00 %
131	WORLD FUEL SVCS CORP CUSIP: 981475106	5,931.68 45.280 0.13 %	4,962.03 37.88	969.65	20	0.34 % 0.00 %
TOTAL ENERGY		127,472.42	134,650.31	7,177.89-	3,320	2.60 %



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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
29	APTARGROUP INC CUSIP: 038336103	1,892.25 65.250 0.04 %	1,747.69 60.27	144.56	32	1.69 % 0.00 %
57	BAYER AG SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 072730302	8,553.99 150.070 0.19 %	7,001.44 122.83	1,552.55	120	1.40 % 0.00 %
154	CABOT CORP CUSIP: 127055101	6,634.32 43.080 0.14 %	7,567.20 49.14	932.88-	136	2.05 % 0.00 %
25	COMPASS MINERALS INTERNATIONAL INC CUSIP: 20451N101	2,176.25 87.050 0.05 %	1,938.13 77.53	238.12	60	2.76 % 0.00 %
86	DOW CHEMICAL COMPANY CUSIP: 260543103	4,185.62 48.670 0.09 %	4,002.55 46.54	183.07	144	3.44 % 0.00 %
67	ECOLAB INC CUSIP: 278865100	7,299.65 108.950 0.16 %	4,537.01 67.72	2,762.64	74	1.01 % 0.00 %
74	KAPSTONE PAPER CL A CUSIP: 48562P103	2,210.38 29.870 0.05 %	1,993.60 26.94	216.78	0	0.00 % 0.00 %
139	KONINKLIJKE DSM NV SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 780249108	2,287.25 16.455 0.05 %	2,616.71 18.83	329.46-	68	2.97 % 0.00 %

MATERIALS



TCH SUDEKUM MEMORIAL TRUST
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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
74	LYONDELLBASELL INDUSTRIES NV CUSIP: NS3745100	5,835.64 78.860 0.13 %	5,608.81 75.79	226.83	207	3.55 % 0.00 %
203	MONSANTO CO CUSIP: 61166W101	24,341.73 119.910 0.53 %	21,956.96 108.16	2,384.77	398	1.64 % 0.00 %
45	PRAXAIR INC CUSIP: 74005P104	5,777.10 128.380 0.13 %	5,742.54 127.61	34.56	117	2.03 % 0.00 %
102	RELiance STEEL & ALUMINUM CO CUSIP: 759509102	6,521.88 63.940 0.14 %	7,660.36 75.10	1,138.48-	143	2.19 % 0.00 %
95	RIO TINTO PLC SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 767204100	4,427.00 46.600 0.10 %	5,381.07 56.64	954.07-	192	4.34 % 0.00 %
89	RPM INTERNATIONAL INC CUSIP: 749685103	4,245.30 47.700 0.09 %	3,248.94 36.50	996.36	93	2.19 % 0.00 %
24	STEPAN COMPANY CUSIP: 858586100	993.60 41.400 0.02 %	1,366.92 56.95	373.32-	17	1.71 % 0.00 %
30	TORAY INDS AMERICAN DEPOSITORY RECEIPT CUSIP: 890880206	2,348.40 78.280 0.05 %	2,187.59 72.92	160.81	24	1.02 % 0.00 %
TOTAL MATERIALS		89,730.36	84,557.52	5,172.84	1,825	2.03 %



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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
115	AGCO CORP CUSIP: 001084102	4,851.85 42.190 0.11 %	6,616.79 57.54	1,764.94-	51	1.05 % 0.00 %
230	AIRBUS GROUP UNSPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 009279100	3,496.00 15.200 0.08 %	3,644.09 15.84	148.09-	45	1.29 % 0.00 %
31	ALLIANT TECHSYSTEMS INC CUSIP: 018804104	3,524.08 113.680 0.08 %	3,740.53 120.66	216.45-	40	1.14 % 0.00 %
78	CANADIAN NATIONAL RAILWAY CO CUSIP: 136375102	5,541.90 71.050 0.12 %	4,192.36 53.75	1,349.54	70	1.26 % 0.00 %
56	CATERPILLAR INC CUSIP: 149123101	5,633.60 100.600 0.12 %	5,485.86 97.96	147.74	157	2.79 % 0.00 %
91	CHICAGO BRIDGE & IRON COMPANY N.V. AMERICAN DEPOSITORY RECEIPT CUSIP: 167250109	4,552.73 50.030 0.10 %	5,862.91 64.43	1,310.18-	25	0.55 % 0.00 %
28	CORPORATE EXECUTIVE BRD CO CUSIP: 21988R102	2,049.88 73.210 0.04 %	2,012.78 71.88	37.10	29	1.41 % 0.00 %
16	COSTAR GROUP INC CUSIP: 22160N109	2,724.16 170.260 0.06 %	2,660.94 166.31	63.22	0	0.00 % 0.00 %

INDUSTRIALS



TCH SUDEKUM MEMORIAL TRUST
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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
134	DANAHER CORP CUSIP: 235851102	11,197.04 83.560 0.24 %	9,514.00 71.00	1,683.04	54	0.48 % 0.00 %
166	DELTA AIR LINES INC CUSIP: 247361702	7,747.22 46.670 0.17 %	5,666.82 34.14	2,080.40	60	0.77 % 0.00 %
73	DEUTSCHE POST AG SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 25157Y202	2,425.06 33.220 0.05 %	2,279.43 31.23	145.63	78	3.22 % 0.00 %
34	DONALDSON INC CUSIP: 257651109	1,326.00 39.000 0.03 %	1,313.59 38.63	12.41	22	1.66 % 0.00 %
121	EATON CORP PLC CUSIP: G29183103	8,207.43 67.830 0.18 %	8,553.05 70.69	345.62-	237	2.89 % 0.00 %
28	EXPONENT INC CUSIP: 30214U102	2,129.68 76.060 0.05 %	1,963.93 70.14	165.75	28	1.31 % 0.00 %
220	FASTENAL CO CUSIP: 311900104	9,944.00 45.200 0.22 %	11,068.50 50.31	1,124.50-	220	2.21 % 0.00 %
45	FEDEX CORPORATION CUSIP: 31428X106	8,018.10 178.180 0.17 %	5,579.04 123.98	2,439.06	36	0.45 % 0.00 %
58	GEA GROUP AG SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 361592108	2,771.82 47.790 0.06 %	2,514.88 43.36	256.94	47	1.70 % 0.00 %



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628	GENERAL ELECTRIC CORP CUSIP: 369604103	16,635.72 26.490 0.36 %	15,890.72 25.30	745.00	553	3.32 % 0.00 %
28	GENESEE & WYOMING INC CL A CUSIP: 371559105	2,760.52 98.590 0.06 %	2,786.81 99.53	26.29-	0	0.00 % 0.00 %
87	HEARTLAND EXPRESS INC CUSIP: 422347104	2,308.11 26.530 0.05 %	1,218.44 14.01	1,089.67	7	0.30 % 0.00 %
146	HOLCIM LTD UNSPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 434741203	2,140.36 14.660 0.05 %	2,282.27 15.63	141.91-	0	0.00 % 0.00 %
156	HONEYWELL INTERNATIONAL INC CUSIP: 438516106	15,454.92 99.070 0.34 %	13,720.46 87.95	1,734.46	323	2.09 % 0.00 %
51	HUNTINGTON INGALLS INDUSTRIES CUSIP: 446413106	5,557.47 108.970 0.12 %	5,203.14 102.02	354.33	82	1.48 % 0.00 %
318	HUTCHISON WHAMPOA LTD UNSPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 448415208	7,969.08 25.060 0.17 %	7,834.14 24.64	134.94	173	2.17 % 0.00 %
34	JACOBS ENGINEERING GROUP INC CUSIP: 469814107	1,579.30 46.450 0.03 %	2,027.59 59.63	448.29-	0	0.00 % 0.00 %
56	KANSAS CITY SOUTHERN CUSIP: 485170302	6,660.64 118.940 0.14 %	6,039.22 107.84	621.42	63	0.95 % 0.00 %



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27	KIRBY CORP CUSIP: 497266106	2,595.78 96.140 0.06 %	2,393.95 88.66	201.83	0	0.00 % 0.00 %
71	KONINKLIJKE PHILIPS NV AMERICAN DEPOSITORY RECEIPT CUSIP: 500472303	2,133.55 30.050 0.05 %	2,488.55 35.05	355.00-	66	3.09 % 0.00 %
26	LINCOLN ELEC HLDGS INC CUSIP: 533900106	1,873.04 72.040 0.04 %	1,799.07 69.19	73.97	30	1.60 % 0.00 %
46	L3 COMMUNICATIONS HOLDINGS INC CUSIP: 502424104	5,731.60 124.600 0.12 %	5,009.33 108.90	722.27	110	1.92 % 0.00 %
39	MIDDLEBY CORP CUSIP: 596278101	3,729.96 95.640 0.08 %	2,812.62 72.12	917.34	0	0.00 % 0.00 %
40	MOBILE MINI INC CUSIP: 60740F105	1,659.60 41.490 0.04 %	1,320.60 33.01	339.00	27	1.63 % 0.00 %
20	NORDSON CORP CUSIP: 655663102	1,563.00 78.150 0.03 %	1,444.97 72.25	118.03	18	1.15 % 0.00 %
75	PENTAIR PLC CUSIP: G7S00T104	4,853.25 64.710 0.11 %	5,849.58 77.99	996.33-	90	1.85 % 0.00 %
46	PRECISION CASTPARTS CORP CUSIP: 740189105	10,943.40 237.900 0.24 %	10,825.47 235.34	117.93	6	0.05 % 0.00 %



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33	PROTO LABS INC CUSIP: 743713109	2,141.70 64.900 0.05 %	2,432.00 73.70	290.30-	0	0.00 % 0.00 %
29	RBC BEARINGS INC CUSIP: 75524B104	1,843.82 63.580 0.04 %	1,819.49 62.74	24.33	0	0.00 % 0.00 %
77	RITCHIE BROS AUCTIONEERS INC CUSIP: 767744105	2,012.01 26.130 0.04 %	1,595.36 20.72	416.65	43	2.14 % 0.00 %
151	SECOM LTD UNSPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 813113206	2,179.69 14.435 0.05 %	2,284.63 15.13	104.94-	30	1.38 % 0.00 %
40	TORO CO CUSIP: 891092108	2,627.20 65.680 0.06 %	2,191.80 54.79	435.40	32	1.22 % 0.00 %
70	UNITED RENTALS INC CUSIP: 911363109	7,931.70 113.310 0.17 %	4,368.80 62.41	3,562.90	0	0.00 % 0.00 %
40	WABTEC CORP CUSIP: 929740108	3,539.60 88.490 0.08 %	2,514.60 62.86	1,025.00	10	0.28 % 0.00 %
TOTAL INDUSTRIALS		204,565.57	190,823.11	13,742.46	2,860	1.40 %



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269	ACCOR SA SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 00435F200	2,523.22 9.380 0.05 %	2,422.03 9.00	101.19	41	1.62 % 0.00 %
55	BRITISH SKY BROADCAST-SPONSORED AMERICAN DEPOSITORY RECEIPT TICKER CHANGE: SKYAY EFF 2014/11/24 CUSIP: 111013108	3,248.99 59.073 0.07 %	3,306.25 60.11	57.26-	117	3.60 % 0.00 %
210	COMCAST CORP-CL A CUSIP: 20030N101	11,978.40 57.040 0.26 %	9,981.19 47.53	1,997.21	189	1.58 % 0.00 %
42	DAIMLER AG CUSIP: D1668R123	3,523.80 83.900 0.08 %	3,430.02 81.67	93.78	0	0.00 % 0.00 %
108	DELPHI AUTOMOTIVE PLC CUSIP: G27823106	7,878.60 72.950 0.17 %	6,416.76 59.41	1,461.84	108	1.37 % 0.00 %
97	DENSO CORPORATION UNSPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 24872B100	2,264.95 23.350 0.05 %	2,278.58 23.49	13.63-	40	1.77 % 0.00 %
56	DEVRY EDUCATION GROUP INC CUSIP: 251893103	2,736.16 48.860 0.06 %	1,869.43 33.38	866.73	20	0.73 % 0.00 %
127	DISNEY WALT CO NEW CUSIP: 254687106	11,748.77 92.510 0.26 %	9,896.66 77.93	1,852.11	109	0.93 % 0.00 %

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29	DORMAN PRODUCTS CUSIP: 258278100	1,372.57 47.330 0.03 %	1,560.70 53.82	188.13-	0	0.00 % 0.00 %
106	GENERAL MOTORS CO CUSIP: 37045V100	3,543.58 33.430 0.08 %	3,901.35 36.81	357.77-	127	3.58 % 0.00 %
29	GROUP 1 AUTOMOTIVE INC CUSIP: 398905109	2,595.79 89.510 0.06 %	2,339.63 80.68	256.16	22	0.85 % 0.00 %
24	HARMAN INTERNATIONAL INDS CUSIP: 413086109	2,604.72 108.530 0.06 %	1,603.08 66.79	1,001.64	32	1.23 % 0.00 %
37	HIBBETT SPORTS INC CUSIP: 428567101	1,856.29 50.170 0.04 %	2,067.01 55.87	210.72-	0	0.00 % 0.00 %
105	KOHL'S CORP CUSIP: 500255104	6,260.10 59.620 0.14 %	5,496.44 52.35	763.66	164	2.62 % 0.00 %
48	LEAR CORP CUSIP: 521865204	4,603.68 95.910 0.10 %	4,593.77 95.70	9.91	38	0.83 % 0.00 %
274	LOWES COS INC CUSIP: 548661107	17,489.42 63.830 0.38 %	13,596.26 49.62	3,893.16	252	1.44 % 0.00 %
93	MACY'S INC CUSIP: 55616P104	6,036.63 64.910 0.13 %	2,822.70 30.35	3,213.93	116	1.92 % 0.00 %



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80	MAGNA INTERNATIONAL INC CL A CUSIP: 559222401	8,612.00 107.650 0.19 %	6,752.39 84.40	1,859.61	122	1.42 % 0.00 %
101	MICHAEL KORS HOLDINGS LTD CUSIP: G60754101	7,747.71 76.710 0.17 %	8,002.47 79.23	254.76-	0	0.00 % 0.00 %
87	NEWELL RUBBERMAID INC CUSIP: 651229106	3,158.97 36.310 0.07 %	2,440.15 28.05	718.82	59	1.87 % 0.00 %
61	NIKE INC-CLASS B CUSIP: 654106103	6,056.69 99.290 0.13 %	4,361.63 71.50	1,695.06	68	1.12 % 0.00 %
94	NORDSTROM INC CUSIP: 655664100	7,177.84 76.360 0.16 %	5,551.53 59.06	1,626.31	124	1.73 % 0.00 %
35	PANERA BREAD COMPANY CUSIP: 69840W108	5,859.00 167.400 0.13 %	5,573.52 159.24	285.48	0	0.00 % 0.00 %
80	PIER 1 IMPORTS INC CUSIP: 720279108	1,104.00 13.800 0.02 %	1,578.56 19.73	474.56-	19	1.72 % 0.00 %
250	PORSCHE AUTOMOBIL UNSPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 73328P106	2,162.50 8.650 0.05 %	2,232.99 8.93	70.49-	45	2.08 % 0.00 %
11	PRICELINE GROUP INC CUSIP: 741503403	12,762.09 1,160.190 0.28 %	12,526.10 1,138.74	235.99	0	0.00 % 0.00 %



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46	RALPH LAUREN CORP CUSIP: 751212101	8,505.40 184.900 0.18 %	7,428.60 161.49	1,076.80	83	0.98 % 0.00 %
91	ROSS STORES INC CUSIP: 778296103	8,324.68 91.480 0.18 %	6,637.95 72.94	1,686.73	73	0.88 % 0.00 %
63	RYLAND GROUP INC CUSIP: 783764103	2,465.19 39.130 0.05 %	2,616.04 41.52	150.85-	8	0.32 % 0.00 %
175	SONY CORP SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 835699307	3,848.25 21.990 0.08 %	3,102.97 17.73	745.28	38	0.99 % 0.00 %
161	STARBUCKS CORP CUSIP: 855244109	13,074.81 81.210 0.28 %	12,039.35 74.78	1,035.46	206	1.58 % 0.00 %
93	TIME WARNER INC CUSIP: 887317303	7,916.16 85.120 0.17 %	7,162.21 77.01	753.95	118	1.49 % 0.00 %
53	TOYOTA MOTOR CORP SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 892331307	6,525.89 123.130 0.14 %	6,879.39 129.80	353.50-	155	2.38 % 0.00 %
26	TRACTOR SUPPLY CO CUSIP: 892356106	2,000.18 76.930 0.04 %	1,711.26 65.82	288.92	17	0.85 % 0.00 %
24	TUPPERWARE BRANDS CORPORATION CUSIP: 899896104	1,614.00 67.250 0.04 %	2,094.36 87.26	480.36-	65	4.03 % 0.00 %



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298	TWENTY-FIRST CENTURY FOX INC CL A CUSIP: 90130A101	10,966.40 36.800 0.24 %	9,880.71 33.16	1,085.69	75	0.68 % 0.00 %
55	URBAN OUTFITTERS INC CUSIP: 917047102	1,777.60 32.320 0.04 %	1,981.16 36.02	203.56-	0	0.00 % 0.00 %
69	VIACOM INC-B CUSIP: 92553P201	5,218.47 75.630 0.11 %	5,987.81 86.78	769.34-	91	1.74 % 0.00 %
95	VOLKSWAGEN AG SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 928662303	4,296.47 45.226 0.09 %	4,421.60 46.54	125.13-	77	1.79 % 0.00 %
26	WHIRLPOOL CORPORATION CUSIP: 963320106	4,840.42 186.170 0.11 %	4,087.30 157.20	753.12	78	1.61 % 0.00 %
83	WILLIAM HILL PLC UNSPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 96925P104	1,739.68 20.960 0.04 %	2,141.72 25.80	402.04-	59	3.39 % 0.00 %
23	WPP PLC SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 92937A102	2,405.80 104.600 0.05 %	2,482.39 107.93	76.59-	67	2.78 % 0.00 %
37	WYNDHAM WORLDWIDE CORP CUSIP: 98310W108	3,084.32 83.360 0.07 %	2,369.81 64.05	714.51	52	1.69 % 0.00 %
TOTAL CONSUMER DISCRETIONARY		235,510.19	209,625.83	25,884.36	3,074	1.31 %



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CONSUMER STAPLES						
103	ALTRIA GROUP INC CUSIP: 02209S103	5,176.78 50.260 0.11 %	3,718.18 36.10	1,458.60	214	4.13 % 0.00 %
54	ANHEUSER BUSCH INBEV SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 03524A108	6,317.46 116.990 0.14 %	5,999.66 111.10	317.80	144	2.28 % 0.00 %
384	COCA COLA CO CUSIP: 191216100	17,214.72 44.830 0.37 %	15,192.53 39.56	2,022.19	468	2.72 % 0.00 %
112	COSTCO WHOLESALE CORP CUSIP: 22160K105	15,917.44 142.120 0.35 %	13,413.90 119.77	2,503.54	159	1.00 % 0.00 %
306	CVS HEALTH CORP CUSIP: 126650100	27,956.16 91.360 0.61 %	17,027.53 55.65	10,928.63	337	1.21 % 0.00 %
48	DIAGEO PLC SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 25243Q205	5,913.60 123.200 0.13 %	6,323.46 131.74	409.86-	162	2.74 % 0.00 %
66	HEINEKEN NV SPONS ADR AMERICAN DEPOSITORY RECEIPT CUSIP: 423012301	2,589.84 39.240 0.06 %	2,330.46 35.31	259.38	31	1.20 % 0.00 %
39	KIMBERLY CLARK CORP CUSIP: 494368103	4,547.01 116.590 0.10 %	4,106.85 105.30	440.16	131	2.88 % 0.00 %



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122	KROGER CO CUSIP: 501044101	7,300.48 59.840 0.16 %	4,919.71 40.33	2,380.77	90	1.23 % 0.00 %
60	LAUDER ESTEE COS CL-A CUSIP: 518439104	4,448.40 74.140 0.10 %	4,442.76 74.05	5.64	58	1.30 % 0.00 %
39	NATURAL GROCERS CUSIP: 63888U108	876.72 22.480 0.02 %	1,537.19 39.42	660.47-	0	0.00 % 0.00 %
74	NESTLE SA SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 641069406	5,553.70 75.050 0.12 %	5,166.31 69.81	387.39	150	2.70 % 0.00 %
162	PHILIP MORRIS INTERNATIONAL CUSIP: 718172109	14,082.66 86.930 0.31 %	14,566.93 89.92	484.27-	648	4.60 % 0.00 %
27	PRICESMART INC CUSIP: 741511109	2,617.92 96.960 0.06 %	2,551.64 94.51	66.28	19	0.73 % 0.00 %
131	PROCTER & GAMBLE CO CUSIP: 742718109	11,846.33 90.430 0.26 %	7,763.21 59.26	4,083.12	337	2.84 % 0.00 %
160	SEVEN & I HOLDINGS UNSPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 81783H105	2,966.40 18.540 0.06 %	2,974.20 18.59	7.80-	43	1.45 % 0.00 %
127	SUNTORY BVRE & FOOD LTD UNSPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 86803T104	2,233.93 17.590 0.05 %	2,186.31 17.22	47.62	38	1.70 % 0.00 %



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190	TYSON FOODS INC CL A CUSIP: 902494103	8,044.60 42.340 0.17 %	7,450.44 39.21	594.16	76	0.94 % 0.00 %
138	WHOLE FOODS MKT INC CUSIP: 966837106	6,766.14 49.030 0.15 %	6,546.73 47.44	219.41	72	1.05 % 0.00 %
TOTAL CONSUMER STAPLES		152,370.29	128,218.00	24,152.29	3,178	2.09 %
HEALTH CARE						
26	ACTAVIS PLC CUSIP: G0083B108	7,035.86 270.610 0.15 %	5,873.58 225.91	1,162.28	0	0.00 % 0.00 %
27	AIR METHODS CORPORATION CUSIP: 009128307	1,198.26 44.380 0.03 %	1,124.41 41.64	73.85	0	0.00 % 0.00 %
31	ALLERGAN INC CUSIP: 018490102	6,630.59 213.890 0.14 %	3,051.34 98.43	3,579.25	6	0.09 % 0.00 %
548	BOSTON SCIENTIFIC CORP CUSIP: 101137107	7,052.76 12.870 0.15 %	7,160.33 13.07	107.57-	0	0.00 % 0.00 %
233	BRISTOL MYERS SQUIBB CO CUSIP: 110122108	13,758.65 59.050 0.30 %	11,784.41 50.58	1,974.24	336	2.44 % 0.00 %
127	CELGENE CORP CUSIP: 151020104	14,438.63 113.690 0.31 %	11,335.32 89.25	3,103.31	0	0.00 % 0.00 %



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30	CEPHEID COM CUSIP: 15670R107	1,652.40 55.080 0.04 %	1,343.41 44.78	308.99	0	0.00 % 0.00 %
104	CIGNA CORP CUSIP: 125509109	10,700.56 102.890 0.23 %	8,212.67 78.97	2,487.89	4	0.04 % 0.00 %
40	CUBIST PHARMACEUTICALS INC CUSIP: 229678107	3,032.40 75.810 0.07 %	2,581.00 64.52	451.40	0	0.00 % 0.00 %
176	EXPRESS SCRIPTS HLDG CUSIP: 30219G108	14,634.40 83.150 0.32 %	11,286.97 64.13	3,347.43	0	0.00 % 0.00 %
294	GILEAD SCIENCES INC CUSIP: 375558103	29,494.08 100.320 0.64 %	19,887.75 67.65	9,606.33	0	0.00 % 0.00 %
101	ICON PLC CUSIP: G4705A100	5,609.54 55.540 0.12 %	5,736.50 56.80	126.96-	0	0.00 % 0.00 %
17	ICU MED INC CUSIP: 44930G107	1,422.73 83.690 0.03 %	1,159.15 68.19	263.58	0	0.00 % 0.00 %
46	JAZZ PHARMACEUTICALS PLC. CUSIP: G50871105	8,146.14 177.090 0.18 %	4,742.52 103.10	3,403.62	0	0.00 % 0.00 %
93	JOHNSON & JOHNSON CUSIP: 478160104	10,067.25 108.250 0.22 %	8,571.62 92.17	1,495.63	260	2.58 % 0.00 %



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82	LILLY ELI & CO CUSIP: 532457108	5,585.84 68.120 0.12 %	5,471.36 66.72	114.48	161	2.88 % 0.00 %
29	MALLINCKRODT PLC CUSIP: G5785G107	2,674.38 92.220 0.06 %	2,699.80 93.10	25.42-	0	0.00 % 0.00 %
47	MEDNAX INC CUSIP: 58502B106	3,076.62 65.460 0.07 %	2,381.14 50.66	695.48	0	0.00 % 0.00 %
191	MERCK & CO INC CUSIP: 58933Y105	11,536.40 60.400 0.25 %	9,335.59 48.88	2,200.81	344	2.98 % 0.00 %
95	NOVARTIS AG SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 66987V109	9,181.75 96.650 0.20 %	7,415.99 78.06	1,765.76	222	2.42 % 0.00 %
126	NOVO NORDISK AS SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 670100205	5,727.96 45.460 0.12 %	4,353.93 34.55	1,374.03	76	1.33 % 0.00 %
129	OTSUKA HOLDINGS LIMITED AMERICAN DEPOSITORY RECEIPT CUSIP: 689164101	2,036.27 15.785 0.04 %	1,963.81 15.22	72.46	33	1.62 % 0.00 %
75	PERRIGO CO PLC CUSIP: G97822103	12,014.25 160.190 0.26 %	11,312.49 150.83	701.76	32	0.27 % 0.00 %
396	PFIZER INC CUSIP: 717081103	12,335.40 31.150 0.27 %	9,553.49 24.12	2,781.91	412	3.34 % 0.00 %



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236	ROCHE HOLDING LTD SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 771195104	8,840.56 37.460 0.19 %	7,834.15 33.20	1,006.41	216	2.44 % 0.00 %
73	ST JUDE MEDICAL INC CUSIP: 790849103	4,961.08 67.960 0.11 %	4,784.46 65.54	176.62	79	1.59 % 0.00 %
41	STERIS CORP CUSIP: 859152100	2,613.75 63.750 0.06 %	1,798.47 43.87	815.28	38	1.45 % 0.00 %
55	THERMO FISHER SCIENTIFIC INC CUSIP: 883556102	7,110.95 129.290 0.15 %	5,336.19 97.02	1,774.76	33	0.46 % 0.00 %
55	UNITEDHEALTH GROUP INC CUSIP: 91324P102	5,424.65 98.630 0.12 %	3,791.52 68.94	1,633.13	83	1.53 % 0.00 %
20	WATERS CORP CUSIP: 941848103	2,318.00 115.900 0.05 %	2,133.50 106.67	184.50	0	0.00 % 0.00 %
40	WEST PHARMACEUTICAL SVCS INC CUSIP: 955306105	2,080.40 52.010 0.05 %	1,632.43 40.81	447.97	18	0.87 % 0.00 %
TOTAL HEALTH CARE		232,392.51	185,649.30	46,743.21	2,351	1.01 %



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59	ACE LIMITED CUSIP: H0023R105	6,746.06 114.340 0.15 %	5,701.44 96.63	1,044.62	153	2.27 % 0.00 %
239	AEGON NV AMERICAN DEPOSITORY RECEIPT CUSIP: 007924103	1,876.15 7.850 0.04 %	2,178.84 9.12	302.69-	60	3.20 % 0.00 %
75	AMERICAN CAMPUS COMMUNITIES INC REAL ESTATE INVESTMENT TRUST CUSIP: 024835100	3,000.00 40.000 0.07 %	2,770.63 36.94	229.37	114	3.80 % 0.00 %
141	AMERICAN EXPRESS CO CUSIP: 025816109	13,031.22 92.420 0.28 %	11,498.95 81.55	1,532.27	147	1.13 % 0.00 %
120	AMERICAN INTERNATIONAL GROUP CUSIP: 026874784	6,576.00 54.800 0.14 %	6,032.27 50.27	543.73	60	0.91 % 0.00 %
39	ARTISAN PARTNERS CUSIP: 04316A108	2,018.25 51.750 0.04 %	2,208.07 56.62	189.82-	86	4.26 % 0.00 %
83	ASSURANT INC CUSIP: 04621X108	5,609.97 67.590 0.12 %	5,467.24 65.87	142.73	90	1.60 % 0.00 %
100	AXA SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 054536107	2,414.00 24.140 0.05 %	2,483.95 24.84	69.95-	93	3.85 % 0.00 %

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187	BANCO BILBAO VIZCAYA SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 05946K101	2,002.77 10.710 0.04 %	2,217.13 11.86	214.36-	65	3.25 % 0.00 %
663	BANK OF AMERICA CORP CUSIP: 060505104	11,297.52 17.040 0.25 %	10,365.44 15.63	932.08	133	1.18 % 0.00 %
154	BARCLAYS PLC SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 06738E204	2,354.66 15.290 0.05 %	2,580.98 16.76	226.32-	64	2.72 % 0.00 %
116	BERKSHIRE HATHAWAY INC-CL B CUSIP: 084670702	17,248.04 148.690 0.37 %	14,797.87 127.57	2,450.17	0	0.00 % 0.00 %
60	CAPITAL ONE FINANCIAL CORP CUSIP: 14040H105	4,992.00 83.200 0.11 %	4,978.61 82.98	13.39	72	1.44 % 0.00 %
32	CARDTRONICS INC CUSIP: 14161H108	1,253.12 39.160 0.03 %	1,164.00 36.38	89.12	0	0.00 % 0.00 %
115	CITIGROUP INC CUSIP: 172967424	6,206.55 53.970 0.13 %	5,587.87 48.59	618.68	5	0.08 % 0.00 %
111	DBS GROUP HLDGS LTD SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 23304Y100	6,743.25 60.750 0.15 %	5,961.27 53.71	781.98	200	2.97 % 0.00 %
312	DEUTSCHE BOERSE AG UNSPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 251542106	2,262.00 7.250 0.05 %	2,467.92 7.91	205.92-	60	2.65 % 0.00 %



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48	FIRST REPUBLIC BANK CUSIP: 33616C100	2,473.44 51.530 0.05 %	2,193.84 45.70	279.60	27	1.09 % 0.00 %
82	GLACIER BANCORP INC CUSIP: 37637Q105	2,245.16 27.380 0.05 %	1,956.93 23.86	288.23	59	2.63 % 0.00 %
63	GOLDMAN SACHS GROUP INC CUSIP: 38141G104	11,869.83 188.410 0.26 %	8,528.83 135.38	3,341.00	151	1.27 % 0.00 %
35	GREENHILL & CO CUSIP: 395259104	1,551.20 44.320 0.03 %	1,778.73 50.82	227.53-	63	4.06 % 0.00 %
145	HIGHWOODS PROPERTIES INC REAL ESTATE INVESTMENT TRUST CUSIP: 431284108	6,258.20 43.160 0.14 %	6,150.87 42.42	107.33	247	3.95 % 0.00 %
42	HSBC HOLDINGS PLC SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 404280406	2,089.50 49.750 0.05 %	2,211.36 52.65	121.86-	103	4.93 % 0.00 %
25	IBERIABANK CORP CUSIP: 450828108	1,633.00 65.320 0.04 %	1,332.88 53.32	300.12	34	2.08 % 0.00 %
442	ING GROEP NV SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 456837103	6,453.20 14.600 0.14 %	5,267.56 11.92	1,185.64	0	0.00 % 0.00 %
69	INTERCONTINENTAL EXCHANGE INC CUSIP: 45866F104	15,593.31 225.990 0.34 %	12,763.29 184.98	2,830.02	179	1.15 % 0.00 %



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346	JP MORGAN CHASE & CO CUSIP: 46625H100	20,815.36 60.160 0.45 %	16,819.62 48.61	3,995.74	554	2.66 % 0.00 %
246	JULIUS BAER GROUP LTD UNSPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 48137C108	2,214.00 9.000 0.05 %	2,462.46 10.01	248.46-	0	0.00 % 0.00 %
163	LINCOLN NATL CORP CUSIP: 534187109	9,230.69 56.630 0.20 %	7,047.72 43.24	2,182.97	130	1.41 % 0.00 %
73	MANNING & NAPIER CUSIP: 56382Q102	1,117.63 15.310 0.02 %	1,236.26 16.94	118.63-	47	4.21 % 0.00 %
42	MARKETAXESS CUSIP: 57060D108	2,753.94 65.570 0.06 %	2,378.67 56.63	375.27	27	0.98 % 0.00 %
170	MARSH & MCLENNAN COS INC CUSIP: 571748102	9,620.30 56.590 0.21 %	7,690.74 45.24	1,929.56	190	1.97 % 0.00 %
122	METLIFE INC CUSIP: 59156R108	6,784.42 55.610 0.15 %	6,088.10 49.90	696.32	171	2.52 % 0.00 %
26	MID-AMER APARTMENT COMM REAL ESTATE INVESTMENT TRUST CUSIP: 59522J103	1,915.16 73.660 0.04 %	1,679.99 64.61	235.17	76	3.97 % 0.00 %
78	MITSUBISHI ESTATE AMERICAN DEPOSITORY RECEIPT CUSIP: 606783207	1,757.34 22.530 0.04 %	2,261.22 28.99	503.88-	6	0.34 % 0.00 %



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274	MORGAN STANLEY CUSIP: 617446448	9,639.32 35.180 0.21 %	8,976.95 32.76	662.37	110	1.14 % 0.00 %
31	NATIONAL HEALTH INVS INC REAL ESTATE INVESTMENT TRUST CUSIP: 63633D104	2,054.68 66.280 0.04 %	1,810.87 58.42	243.81	95	4.62 % 0.00 %
194	NATIONAL RETAIL PROPERTIES INC REAL ESTATE INVESTMENT TRUST CUSIP: 637417106	7,474.82 38.530 0.16 %	6,809.94 35.10	664.88	326	4.36 % 0.00 %
163	OMEGA HEALTHCARE INVS INC REAL ESTATE INVESTMENT TRUST CUSIP: 681936100	6,229.86 38.220 0.14 %	5,296.50 32.49	933.36	339	5.44 % 0.00 %
48	PNC FINANCIAL SERVICES GROUP CUSIP: 693475105	4,198.56 87.470 0.09 %	3,790.82 78.98	407.74	92	2.19 % 0.00 %
54	PROASSURANCE CORP CUSIP: 74267C106	2,434.86 45.090 0.05 %	2,550.15 47.22	115.29-	65	2.67 % 0.00 %
111	PRUDENTIAL FINL INC CUSIP: 744320102	9,432.78 84.980 0.20 %	9,261.86 83.44	170.92	258	2.74 % 0.00 %
129	PRUDENTIAL PLC AMERICAN DEPOSITORY RECEIPT CUSIP: 74435K204	6,219.09 48.210 0.14 %	6,011.43 46.60	207.66	151	2.43 % 0.00 %
112	RAYMOND JAMES FINANCIAL INC CUSIP: 754730109	6,305.60 56.300 0.14 %	5,634.81 50.31	670.79	81	1.28 % 0.00 %



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27	SIGNATURE BANK CUSIP: 82669G104	3,274.29 121.270 0.07 %	3,041.34 112.64	232.95	0	0.00 % 0.00 %
212	SOCIETE GENERALE SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 83364L109	2,105.16 9.930 0.05 %	2,305.15 10.87	199.99-	45	2.14 % 0.00 %
128	SPRINGLEAF HOLDINGS INC CUSIP: 85172J101	5,075.20 39.650 0.11 %	4,967.81 38.81	107.39	0	0.00 % 0.00 %
293	STARWOOD PROPERTY TRUST INC REAL ESTATE INVESTMENT TRUST CUSIP: 85571B105	7,049.58 24.060 0.15 %	6,965.39 23.77	84.19	563	7.99 % 0.00 %
402	SUMITOMO MITSUI FINL GROUP SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 86562M209	3,039.12 7.560 0.07 %	4,003.43 9.96	964.31-	84	2.76 % 0.00 %
21	SVB FINANCIAL GROUP CUSIP: 78486Q101	2,208.15 105.150 0.05 %	1,712.02 81.52	496.13	0	0.00 % 0.00 %
63	T ROWE PRICE GROUP INC CUSIP: 74144T108	5,258.61 83.470 0.11 %	4,710.82 74.77	547.79	111	2.11 % 0.00 %
27	TEXAS CAPITAL BANCSHARES CUSIP: 88224Q107	1,488.51 55.130 0.03 %	1,603.64 59.39	115.13-	0	0.00 % 0.00 %
590	TWO HARBORS INVT CORP REAL ESTATE INVESTMENT TRUST CUSIP: 90187B101	6,200.90 10.510 0.13 %	6,146.62 10.42	54.28	614	9.90 % 0.00 %



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138	UNIBAIL-RODAMCO SE AMERICAN DEPOSITORY RECEIPT CUSIP: 904587102	3,654.24 26.480 0.08 %	3,474.39 25.18	179.85	111	3.04 % 0.00 %
162	UNITED OVERSEAS BANK-SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 911271302	5,977.80 36.900 0.13 %	5,697.75 35.17	280.05	181	3.03 % 0.00 %
581	WELLS FARGO & CO CUSIP: 949746101	31,652.88 54.480 0.69 %	10,464.21 18.01	21,188.67	813	2.57 % 0.00 %
TOTAL FINANCIALS		332,981.25	283,547.45	49,433.80	7,501	2.25 %
INFORMATION TECHNOLOGY						
21	AKAMAI TECHNOLOGIES INC CUSIP: 00971T101	1,356.81 64.610 0.03 %	1,112.27 52.97	244.54	0	0.00 % 0.00 %
33	ANSYS INC CUSIP: 03662Q105	2,756.16 83.520 0.06 %	2,866.88 86.88	110.72-	0	0.00 % 0.00 %
265	APPLE INC CUSIP: 037833100	31,516.45 118.930 0.68 %	13,140.15 49.59	18,376.30	498	1.58 % 0.00 %
65	AVAGO TECHNOLOGIES LTD CUSIP: Y0486S104	6,071.00 93.400 0.13 %	5,479.50 84.30	591.50	83	1.37 % 0.00 %
53	BLACKBAUD INC CUSIP: 09227Q100	2,249.32 42.440 0.05 %	2,043.95 38.57	205.37	25	1.11 % 0.00 %



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33	CHECK POINT SOFTWARE TECH LTD CUSIP: M22465104	2,551.23 77.310 0.06 %	1,925.88 58.36	625.35	0	0.00 % 0.00 %
319	CISCO SYSTEMS INC CUSIP: 17275R102	8,817.16 27.640 0.19 %	7,828.17 24.54	988.99	242	2.74 % 0.00 %
39	COGNEX CORP CUSIP: 192422103	1,587.69 40.710 0.03 %	1,588.77 40.74	1.08-	0	0.00 % 0.00 %
85	COGNIZANT TECHNOLOGY SOLUTIONS CORP CUSIP: 192446102	4,589.15 53.990 0.10 %	4,539.88 53.41	49.27	0	0.00 % 0.00 %
251	EMC CORP MASS CUSIP: 268648102	7,617.85 30.350 0.17 %	7,298.01 29.08	319.84	115	1.51 % 0.00 %
355	ERICSSON SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 294821608	4,469.45 12.590 0.10 %	5,035.33 14.18	565.88-	107	2.39 % 0.00 %
17	F5 NETWORKS INC CUSIP: 315616102	2,196.23 129.190 0.05 %	1,580.58 92.98	615.65	0	0.00 % 0.00 %
34	GARTNER INC CL A CUSIP: 366651107	2,906.32 85.480 0.06 %	1,995.63 58.69	910.69	0	0.00 % 0.00 %
24	GOOGLE INC CL A CUSIP: 38259P508	13,177.92 549.080 0.29 %	4,947.15 206.13	8,230.77	0	0.00 % 0.00 %



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28	GOOGLE INC CLASS C CUSIP: 38259P706	15,171.24 541.830 0.33 %	6,907.27 246.69	8,263.97	0	0.00 % 0.00 %
275	HEWLETT PACKARD CO CUSIP: 428236103	10,741.50 39.060 0.23 %	8,521.53 30.99	2,219.97	176	1.64 % 0.00 %
105	HITACHI LTD SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 433578507	8,118.60 77.320 0.18 %	7,719.09 73.52	399.51	94	1.16 % 0.00 %
276	INTEL CORP CUSIP: 458140100	10,281.00 37.250 0.22 %	8,501.19 30.80	1,779.81	248	2.41 % 0.00 %
295	JUNIPER NETWORKS INC CUSIP: 48203R104	6,537.20 22.160 0.14 %	6,473.05 21.94	64.15	118	1.81 % 0.00 %
48	MICROCHIP TECHNOLOGY INC CUSIP: 595017104	2,167.20 45.150 0.05 %	1,927.70 40.16	239.50	68	3.14 % 0.00 %
222	MICRON TECHNOLOGY INC CUSIP: 595112103	7,980.90 35.950 0.17 %	3,853.55 17.36	4,127.35	0	0.00 % 0.00 %
246	MICROSOFT CORP CUSIP: 594918104	11,761.26 47.810 0.26 %	11,280.28 45.85	480.98	305	2.59 % 0.00 %
122	NXP SEMICONDUCTORS CUSIP: N6596X109	9,492.82 77.810 0.21 %	4,886.38 40.05	4,606.44	0	0.00 % 0.00 %



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249	ORACLE CORPORATION CUSIP: 68389X105	10,560.09 42.410 0.23 %	5,842.23 23.46	4,717.86	120	1.14 % 0.00 %
27	POWER INTEGRATIONS INC CUSIP: 739276103	1,354.32 50.160 0.03 %	1,463.70 54.21	109.38-	13	0.96 % 0.00 %
183	QUALCOMM INC CUSIP: 747525103	13,340.70 72.900 0.29 %	10,579.97 57.81	2,760.73	307	2.30 % 0.00 %
118	SKYWORKS SOLUTIONS INC CUSIP: 83088M102	7,961.46 67.470 0.17 %	3,251.29 27.55	4,710.17	61	0.77 % 0.00 %
35	SOLERA HOLDINGS CUSIP: 83421A104	1,843.45 52.670 0.04 %	1,988.09 56.80	144.64-	27	1.46 % 0.00 %
52	SS&C TECHNOLOGIES HLDGS INC CUSIP: 78467J100	2,628.60 50.550 0.06 %	2,257.35 43.41	371.25	26	0.99 % 0.00 %
115	TAIWAN SEMICONDUCTOR SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 874039100	2,699.05 23.470 0.06 %	2,097.35 18.24	601.70	46	1.70 % 0.00 %
191	TEXAS INSTRUMENTS INC CUSIP: 882508104	10,394.22 54.420 0.23 %	7,969.29 41.72	2,424.93	260	2.50 % 0.00 %
26	TYLER TECHNOLOGIES INC CUSIP: 902252105	2,823.08 108.580 0.06 %	2,183.61 83.98	639.47	0	0.00 % 0.00 %



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150	VERIFONE SYSTEMS, INC CUSIP: 92342Y109	5,349.00 35.660 0.12 %	5,524.57 36.83	175.57-	0	0.00 % 0.00 %
84	VISA INC CL A CUSIP: 92826C839	21,687.96 258.190 0.47 %	14,191.36 168.94	7,496.60	161	0.74 % 0.00 %
97	VMWARE INC. CUSIP: 928563402	8,532.12 87.960 0.19 %	8,874.34 91.49	342.22-	0	0.00 % 0.00 %
22	ZEBRA TECHNOLOGIES CORP CUSIP: 989207105	1,609.30 73.150 0.03 %	984.83 44.76	624.47	0	0.00 % 0.00 %
TOTAL INFORMATION TECHNOLOGY		264,897.81	188,660.17	76,237.64	3,103	1.17 %
TELECOMMUNICATION SERVICES						
96	AMERICA MOVIL SAB DE CD SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 02364W105	2,276.16 23.710 0.05 %	2,062.80 21.49	213.36	35	1.54 % 0.00 %
328	AT&T INC CUSIP: 00206R102	11,604.64 35.380 0.25 %	11,292.35 34.43	312.29	604	5.20 % 0.00 %
75	NIPPON TELEGRAPH & TELEPHN SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 654624105	2,012.25 26.830 0.04 %	1,969.15 26.26	43.10	56	2.78 % 0.00 %
587	ROYAL KPN NEDERLAND NV SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 780641205	1,951.78 3.325 0.04 %	2,214.35 3.77	262.57-	13	0.67 % 0.00 %



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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE \$ OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
67	SOFTBANK CORP UNSPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 83404D109	2,233.11 33.330 0.05 %	2,888.97 43.12	655.86-	10	0.45 % 0.00 %
212	TELSTRA CORP SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 87969N204	5,130.40 24.200 0.11 %	4,950.39 23.35	180.01	273	5.32 % 0.00 %
102	VODAFONE GROUP SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 92857W308	3,728.10 36.550 0.08 %	4,824.42 47.30	1,096.32-	184	4.94 % 0.00 %
TOTAL TELECOMMUNICATION SERVICES		28,936.44	30,202.43	1,265.99-	1,173	4.05 %
UTILITIES						
440	AES CORP CUSIP: 00130H105	6,102.80 13.870 0.13 %	6,483.15 14.73	380.35-	88	1.44 % 0.00 %
63	CLECO CORP CUSIP: 12561W105	3,384.99 53.730 0.07 %	2,868.71 45.54	516.28	101	2.98 % 0.00 %
74	CONSOLIDATED EDISON INC CUSIP: 209115104	4,673.10 63.150 0.10 %	4,124.50 55.74	548.60	186	3.98 % 0.00 %
70	ENTERGY CORP CUSIP: 29364G103	5,873.00 83.900 0.13 %	4,634.80 66.21	1,238.20	232	3.95 % 0.00 %
223	EXELON CORP CUSIP: 30161N101	8,065.91 36.170 0.18 %	7,169.80 32.15	896.11	277	3.43 % 0.00 %



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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
218	GREAT PLAINS ENERGY INC CUSIP: 391164100	5,705.06 26.170 0.12 %	5,796.13 26.59	91.07-	214	3.75 % 0.00 %
81	NATIONAL GRID PLC SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP: 636274300	5,880.60 72.600 0.13 %	4,984.69 61.54	895.91	374	6.36 % 0.00 %
213	PUBLIC SVC ENTERPRISE GROUP INC CUSIP: 744573106	8,899.14 41.780 0.19 %	7,313.68 34.34	1,585.46	315	3.54 % 0.00 %
90	QUESTAR CORP CUSIP: 748356102	2,159.10 23.990 0.05 %	1,984.86 22.05	174.24	68	3.15 % 0.00 %
TOTAL UTILITIES		50,743.70	45,360.32	5,383.38	1,855	3.66 %
MUTUAL FUNDS-EQUITY						
731	ISHARES MSCI JAPAN ETF CUSIP: 464286848	8,494.22 11.620 0.18 %	8,633.01 11.81	138.79-	124	1.46 % 0.00 %



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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
<u>MUTUAL FUNDS-FIXED INCOME</u>						
2,259	ISHARES BARCLAYS 3-7 YEAR ETF CUSIP: 464288661	277,947.36 123.040 6.03 %	278,824.46 123.43	877.10-	3,212	1.16 % 0.00 %
3,450	PIMCO 1-5 YEAR US TIPS INDEX ETF CUSIP: 72201R205	181,035.65 52.474 3.93 %	183,143.24 53.08	2,107.59-	1,570	0.87 % 0.00 %
TOTAL MUTUAL FUNDS-FIXED INCOME			461,967.70	2,984.69-	4,782	1.04 %
TOTAL EQUITY SECURITIES			1,951,895.15	235,182.62	35,147	1.61 %
<u>MUTUAL FUNDS</u>						
27,168.632	BLACKSTONE ALTERNATIVE MULTI-STRATEGY FUND CUSIP: 09257V201	274,403.18 10.100 5.96 %	272,229.70 10.02	2,173.48	0	0.00 % 0.00 %
6,936.064	BRANDES INTERNATIONAL SMALL CAP EQUITY FUND CUSIP: 105262737	90,307.55 13.020 1.96 %	94,965.00 13.69	4,657.45-	2,698	2.99 % 0.00 %
20,232.062	DOUBLELINE TOTAL RETURN BOND FUND CUSIP: 258620103	222,755.00 11.010 4.84 %	227,101.44 11.22	4,346.44-	10,966	4.92 % 0.00 %
12,564.19	EATON VANCE FLOATING-RATE FUND CUSIP: 277911491	113,203.35 9.010 2.46 %	115,300.00 9.18	2,096.65-	4,310	3.81 % 0.00 %



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20,129.225	GOTHAM NEUTRAL FUND CUSIP: 360873111	230,077.04 11.430 4.99 %	228,668.00 11.36	1,409.04	0	0.00 % 0.00 %
2,972.415	OPPENHEIMER DEVELOPING MARKETS FUND CUSIP: 683974505	114,289.36 38.450 2.48 %	85,848.64 28.88	28,440.72	486	0.43 % 0.00 %
17,066.188	OSTERWEIS STRATEGIC INCOME FUND CUSIP: 742935489	199,845.06 11.710 4.34 %	201,295.00 11.79	1,449.94-	9,694	4.85 % 0.00 %
9,793.255	PIMCO EMERGING LOCAL BOND INSTL FD CUSIP: 72201F516	87,747.56 8.960 1.90 %	103,691.00 10.59	15,943.44-	4,545	5.18 % 0.00 %
25,562.864	PIMCO INVESTMENT GRADE CORPORATE BOND FUND CUSIP: 722005816	277,357.07 10.850 6.02 %	282,344.59 11.05	4,987.52-	10,199	3.68 % 0.00 %
4,215.069	VANGUARD MORTGAGE-BACKED SECURITIES INDEX FUND CUSIP: 92206C755	89,654.52 21.270 1.95 %	89,233.00 21.17	421.52	1,458	1.63 % 0.00 %
10,946.902	WASATCH LONG/SHORT FUND CUSIP: 936793769	173,946.27 15.890 3.78 %	142,861.21 13.05	31,085.06	0	0.00 % 0.00 %
31,539.955	WELLS FARGO ADVANTAGE ABSOLUTE RETURN FUND CUSIP: 94987W737	361,763.28 11.470 7.85 %	356,464.00 11.30	5,299.28	6,087	1.68 % 0.00 %



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TOTAL MUTUAL FUNDS						
		2,235,349.24	2,200,001.58	35,347.66	50,442	2.26 %
	PRINCIPAL PORTFOLIO TOTAL	4,566,586.55	4,296,056.27	270,530.28	85,661	1.88 %
INCOME PORTFOLIO						
STIP & MONEY MARKET FUNDS						
39,803.22	PWM FIDUCIARY MASTER DEP ACCT CUSIP: 99A101DF0	39,803.22 1.000 0.86 %	39,803.22 1.00	0.00	20	0.05 % 0.00 %
	INCOME PORTFOLIO TOTAL	39,803.22	39,803.22	0.00	20	0.05 %

TOTAL INVESTMENT ASSETS: 4,606,389.77
TOTAL LIABILITIES: 270,530.28
NET ASSETS: 4,335,859.49