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## Return of Private Foundation

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2013 or tax year beginning

12/1/2013

, and ending

11/30/2014

Name of foundation <b>HALL, FOREST &amp; PAULINE CHAR T/U/A</b>		A Employer identification number <b>75-6287809</b>							
		B Telephone number (see instructions) <b>(888) 730-4933</b>							
Number and street (or P O box number if mail is not delivered to street address) <b>Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041</b>		Room/suite							
City or town <b>Winston Salem</b>		State <b>NC</b>	ZIP code <b>27101-3818</b>						
Foreign country name		Foreign province/state/county	Foreign postal code						
<b>G</b> Check all that apply <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input checked="" type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input checked="" type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change		
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<b>H</b> Check type of organization <table border="0"> <tr> <td><input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation</td> </tr> <tr> <td><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust</td> </tr> <tr> <td><input type="checkbox"/> Other taxable private foundation</td> </tr> </table>		<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation	<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust	<input type="checkbox"/> Other taxable private foundation					
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<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ <b>621,656</b>		<b>J</b> Accounting method <table border="0"> <tr> <td><input checked="" type="checkbox"/> Cash</td> <td><input type="checkbox"/> Accrual</td> </tr> <tr> <td colspan="2"><input type="checkbox"/> Other (specify) _____</td> </tr> </table> (Part I, column (d) must be on cash basis)		<input checked="" type="checkbox"/> Cash	<input type="checkbox"/> Accrual	<input type="checkbox"/> Other (specify) _____			
<input checked="" type="checkbox"/> Cash	<input type="checkbox"/> Accrual								
<input type="checkbox"/> Other (specify) _____									
		(a) Revenue and expenses per books	(b) Net investment income						
		(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)						
<b>Revenue</b>	1 Contributions, gifts, grants, etc , received (attach schedule)								
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B								
	3 Interest on savings and temporary cash investments								
	4 Dividends and interest from securities	10,583	10,109						
	5a Gross rents								
	b Net rental income or (loss)								
	6a Net gain or (loss) from sale of assets not on line 10	39,791							
	b Gross sales price for all assets on line 6a	239,080							
	7 Capital gain net income (from Part IV, line 2)		39,791						
	8 Net short-term capital gain								
	9 Income modifications								
	10a Gross sales less returns and allowances								
b Less Cost of goods sold									
c Gross profit or (loss) (attach schedule)									
11 Other income (attach schedule)									
12 Total. Add lines 1 through 11	50,374	49,900	0						
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc	8,390	6,292	2,097					
	14 Other employee salaries and wages								
	15 Pension plans, employee benefits								
	16a Legal fees (attach schedule)								
	b Accounting fees (attach schedule)	615		615					
	c Other professional fees (attach schedule)								
	17 Interest								
	18 Taxes (attach schedule) (see instructions)	382	145						
	19 Depreciation (attach schedule) and depletion								
	20 Occupancy								
	21 Travel, conferences, and meetings								
	22 Printing and publications								
	23 Other expenses (attach schedule)	35	35						
	24 Total operating and administrative expenses.	9,422	6,472	2,712					
25 Contributions, gifts, grants paid	24,586		24,586						
26 Total expenses and disbursements. Add lines 24 and 25	34,008	6,472	0	27,298					
27 Subtract line 26 from line 12:									
a Excess of revenue over expenses and disbursements	16,366								
b Net investment income (if negative, enter -0-)		43,428							
c Adjusted net income (if negative, enter -0-)			0						

For Paperwork Reduction Act Notice, see instructions.

HTA

Form 990-PF (2013)

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7/12

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	19,824	22,280	22,280
	3	Accounts receivable ►			
		Less allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less. allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ►			
		Less: accumulated depreciation (attach schedule) ►			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	449,685	463,628	599,376
	14	Land, buildings, and equipment: basis ►			
		Less: accumulated depreciation (attach schedule) ►			
	15	Other assets (describe ► )			
	16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	469,509	485,908	621,656
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ► )			
	23	<b>Total liabilities</b> (add lines 17 through 22)	0	0	
		Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	469,510	485,908	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	<b>Total net assets or fund balances</b> (see instructions)	469,510	485,908	
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	469,510	485,908	

**Part III Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	469,510
2	Enter amount from Part I, line 27a	2	16,366
3	Other increases not included in line 2 (itemize) ► See Attached Statement	3	300
4	Add lines 1, 2, and 3	4	486,176
5	Decreases not included in line 2 (itemize) ► PY Return of Capital Adjustment	5	268
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	485,908

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b See Attached Statement				
c See Attached Statement				
d See Attached Statement				
e See Attached Statement				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a			0	
b			0	
c			0	
d			0	
e			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a			0	
b			0	
c			0	
d			0	
e			0	
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	39,791
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	{ }		3	0

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	28,389	593,509	0.047832
2011	29,827	567,182	0.052588
2010		565,866	0.000000
2009		514,868	0.000000
2008		447,800	0.000000

2 Total of line 1, column (d) 2 0 100420

3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years 3 0 020084

4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5 4 612,464

5 Multiply line 4 by line 3 5 12,301

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 434

7 Add lines 5 and 6 7 12,735

8 Enter qualifying distributions from Part XII, line 4 8 27,298

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)	1	434
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	2	0
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)	3	434
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
3	Add lines 1 and 2	5	0
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	7	239
<b>5 Tax based on investment income.</b>	Subtract line 4 from line 3 If zero or less, enter -0-	8	
<b>6 Credits/Payments:</b>		9	217***
a	2013 estimated tax payments and 2012 overpayment credited to 2013	10	
b	Exempt foreign organizations—tax withheld at source	11	0
c	Tax paid with original Form 1041 credited towards Form 990-PF		
d	Backup withholding erroneously withheld		
7	Total credits and payments Add lines 6a through 6d		
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> ►		
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> ►		
11	Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> ►	Refunded	

**Part VII-A Statements Regarding Activities**

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

**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14	The books are in care of ► WELLS FARGO BANK N A Located at ► 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC	Telephone no ► 888-730-4933 ZIP+4 ► 27101-3818	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ►	16	Yes No X

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

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

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

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

5a	During the year did the foundation pay or incur any amount to (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		5b	N/A
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	X
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	N/A
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			

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

<b>1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).</b>				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank N A Trust Tax Dept 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC 27101	TRUSTEE 4 00	8,390		
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<b>2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."</b>				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
-----				
-----				
-----				
-----				
-----				
<b>Total number of other employees paid over \$50,000</b> ► 0				

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
<b>Total number of others receiving over \$50,000 for professional services</b>		►

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc		Expenses
<b>1</b>	NONE	
<b>2</b>		
<b>3</b>		
<b>4</b>		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
<b>1</b>	NONE	
<b>2</b>		
All other program-related investments See instructions		
<b>3</b>	NONE	
<b>Total. Add lines 1 through 3</b>		► 0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	598,657
b	Average of monthly cash balances	1b	23,134
c	Fair market value of all other assets (see instructions)	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	621,791
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	621,791
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	9,327
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	612,464
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	30,623

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

1	Minimum investment return from Part X, line 6	1	30,623
2a	Tax on investment income for 2013 from Part VI, line 5	2a	
b	Income tax for 2013 (This does not include the tax from Part VI )	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	30,623
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	30,623
6	Deduction from distributable amount (see instructions)	6	
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	30,623

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	27,298
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	27,298
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	434
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	26,864

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

## Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distrnbutable amount for 2013 from Part XI, line 7				30,623
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			24,586	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2013 from Part XII, line 4. ► \$ 27,298				
a Applied to 2012, but not more than line 2a			24,586	
b Applied to undistrnbuted income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2013 distributable amount				2,712
e Remaining amount distrnbuted out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a) )				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distrnbuted in 2014			0	
7 Amounts treated as distrnbutions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				27,911
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ►				
b	Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)				
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.				
b	85% of line 2a				0
c	Qualifying distributions from Part XII, line 4 for each year listed				0
d	Amounts included in line 2c not used directly for active conduct of exempt activities				0
e	Qualifying distributions made directly for active conduct of exempt activities				0
	Subtract line 2d from line 2c				0
3	Complete 3a, b, or c for the alternative test relied upon:				
a	"Assets" alternative test—enter				
(1)	Value of all assets				0
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
c	"Support" alternative test—enter				
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3)	Largest amount of support from an exempt organization				0
(4)	Gross investment income				0

**Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)****1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines.

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

**Part XV Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>Name and address (home or business)</b>				
<i>a Paid during the year</i> See Attached Statement				
<b>Total</b>			► 3a	24,586
<i>b Approved for future payment</i> NONE				
<b>Total</b>			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities					
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory					
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue. a					
b						
c						
d						
e						
12	Subtotal Add columns (b), (d), and (e)		0		50,374	0
13	Total. Add line 12, columns (b), (d), and (e)				13	50,374
(See worksheet in line 13 instructions to verify calculations)						

## Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions )
Not Applicable	



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

Recipient(s) paid during the year

Name

BLOODCARE

Street

2205 HIGHWAY 121

City BEDFORD	State TX	Zip Code 76021	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 24,586
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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**Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory**

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Totals					
															Capital Gains/Losses	Other sales	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss	
		Long Term CG Distributions	Amount	7,924												239,080	0	199,288	199,288	0
		Short Term CG Distributions																		
1	X	AQR MANAGED FUTURES ST	0020316859			1/23/2014	7/30/2014	4/04	688	695	421					0	0	0	-17	
2	X	AQR MANAGED FUTURES ST	0020316859			1/23/2014	10/22/2014	2,300	881	1,308						0	0	0	-17	
3	X	ARTISAN INTERNATIONAL FU	043141H204			8/18/2014	7/30/2014									0	0	0	-1,09	
4	X	ARTISAN MID CAP FUND-INS	043141H204			1/23/2014	4/22/2014									0	0	0	-2	
5	---	ARTISAN MID CAP FUND-INS	043141H200			-	-									0	0	0	-7	
6	X	ARTISAN MID CAP FUND-INS	043141H200			2/11/2013	4/22/2014									0	0	0	-423	
7	X	ARTISAN MID CAP FUND-INS	043141H200			6/18/2014	7/30/2014	452	459						0	0	0	-7		
8	X	ARTISAN MID CAP FUND-INS	043141H200			6/18/2014	10/22/2014	645	692						0	0	0	-17		
9	X	CREDIT SUISSE COMM RET S	225454R305			10/8/2010	8/18/2014	2,398	2,826						0	0	0	-348		
10	X	DIAMOND HILL LONG SHORT	2528458833			8/10/2012	7/30/2014	8,286	9,884						0	0	0	-1,388		
11	X	DIAMOND HILL LONG SHORT	2528458833			8/10/2012	7/30/2014	687	501						0	0	0	168		
12	X	DIAMOND HILL LONG SHORT	2528458833			5/32/2014	10/22/2014	5,925	4,159						0	0	0	-1,761		
13	X	DIAMOND HILL LONG SHORT	2528458833			10/8/2010	10/22/2014	983	866						0	0	0	297		
14	X	DIAMOND HILL LONG SHORT	2528458833			11/19/2010	10/22/2014	184	127						0	0	0	57		
15	X	DIAMOND HILL LONG SHORT	2528458833			8/10/2012	10/22/2014	4,817	3,754						0	0	0	1,082		
16	X	DODGE & COX INTL STOCK F	258206103			2/5/2010	12/21/2014	1,080	748						0	0	0	334		
17	X	DODGE & COX INTL STOCK F	258206103			6/18/2014	7/30/2014	1,451	1,453						0	0	0	2		
18	X	DODGE & COX INCOME FD CO	258210105			2/11/2013	6/18/2014	4,750	4,730						0	0	0	20		
19	X	DODGE & COX INCOME FD CO	258210105			2/11/2013	7/30/2014	598	598						0	0	0	0		
20	X	DODGE & COX INCOME FD CO	258210105			2/11/2013	9/5/2014	1,059	1,054						0	0	0	5		
21	X	DODGE & COX INCOME FD CO	258210105			2/11/2013	10/22/2014	975	971						0	0	0	4		
22	X	DODGE & COX INCOME FD CO	258210105			2/11/2013	10/28/2014	3,590	3,582						0	0	0	8		
23	X	DODGE & COX INCOME FD CO	258210105			4/24/2014	10/28/2014	330	327						0	0	0	3		
24	X	DREYFUS ENG MKT DEBT LO	2819804940			11/19/2010	8/18/2014	2,240	2,302						0	0	0	-62		
25	X	DREYFUS ENG MKT DEBT LO	2819804940			8/1/2011	8/18/2014	3,398	3,442						0	0	0	-104		
26	X	DREYFUS ENG MKT DEBT LO	2819804940			8/10/2012	8/18/2014	1,226	1,247						0	0	0	-19		
27	X	DREYFUS ENG MKT DEBT LO	2819804940			8/10/2012	7/30/2014	607	616						0	0	0	-9		
28	X	DREYFUS ENG MKT DEBT LO	2819804940			4/24/2014	7/30/2014	68	68						0	0	0	1,934		
29	X	DREHAUS ACTIVE INCOME F	2820288855			7/12/2013	12/21/2014	2,624	2,807						0	0	0	17		
30	X	DREHAUS ACTIVE INCOME F	2820288855			7/12/2013	8/18/2014	2,633	2,618						0	0	0	15		
31	X	DREHAUS ACTIVE INCOME F	2820288855			7/12/2013	7/30/2014	311	311						0	0	0	0		
32	X	FID ADV EMER MKTS INC-CL	316520702			10/11/2013	7/30/2014	216	204						0	0	0	12		
33	X	JPMORGAN MID CAP VALUE	3391281000			6/18/2014	7/30/2014	896	906						0	0	0	-8		
34	X	HARBOR CAPITAL ARCTION	411511504			3/3/2009	12/21/2014	2,876	1,042						0	0	0	1,934		
35	X	HARBOR CAPITAL ARCTION	411511504			4/24/2014	8/18/2014	1,848	1,773						0	0	0	73		
36	X	HARBOR CAPITAL ARCTION	411511504			3/3/2009	8/18/2014	4,488	1,584						0	0	0	2,874		
37	X	KEELEY SMALL CAP VAL FD	411511504			3/3/2009	7/30/2014	2,450	856						0	0	0	1,601		
38	X	ISHARES CORE S&P 500 ETN	484287200			4/22/2014	7/30/2014	754	785						0	0	0	-57		
39	X	JPMORGAN HIGH YIELD FUN	4812C08003			4/24/2014	7/30/2014	200	203						0	0	0	-3		
40	X	KALIJAR GR W/VAL SM CAP-I	4834385305			2/11/2013	12/21/2014	1,146	881						0	0	0	265		
41	X	KEELEY SMALL CAP VAL FD	487300808			4/8/2014	7/30/2014	5,972	1,114						0	0	0	3,858		
42	X	KEELEY SMALL CAP VAL FD	487300808			5/19/2009	8/18/2014	2,098	822						0	0	0	1,187		
43	X	KEELEY SMALL CAP VAL FD	487300808			5/19/2009	8/18/2014	9,619	8,907						0	0	0	5312		
44	X	LAUDUS MONDRIAN INTL FHN	5185568555			6/18/2014	7/30/2014	3,625	3,748						0	0	0	-123		
45	X	OPPENHEIMER DEVELOPING	5883974505			7/23/2010	4/22/2014	1,109	1,087						0	0	0	22		
46	X	OPPENHEIMER DEVELOPING	5883974505			1/23/2014	2/14/2014	530	520						0	0	0	200		
47	X	MERGER FD SH BEN INT #18	5883974505			5/8/2010	1/21/2014	7,30	2,414						0	0	0	108		
48	X	AS GLOBAL ALTERNATIVES	6338217885			10/11/2013	12/21/2014	1,220	1,230						0	0	0	-10		
49	X	AS GLOBAL ALTERNATIVES	6338217885			7/12/2013	12/21/2014	1,111	1,116						0	0	0	-2		
50	X	AS GLOBAL ALTERNATIVES	6338217885			7/12/2013	12/21/2014	1,109	1,014						0	0	0	-81		
51	X	AS GLOBAL ALTERNATIVES	6338217885			7/12/2013	7/30/2014	3,933	4,014						0	0	0	0		
52	X	NEUBERGER BERMAN LONG	6412886808			8/18/2014	4/13/2014	413	413						0	0	0	0		
53	X	NUVEEN HIGH YIELD MUNI BI	670856Q772			4/24/2014	7/30/2014	302	286						0	0	0	28		
54	X	NUVEEN HIGH YIELD MUNI BI	670856Q772			10/22/2014	6/34/2014	634	808						0	0	0	28		
55	X	OPPENHEIMER DEVELOPING	683974505			2/11/2013	4/22/2014	1,274	1,215						0	0	0	58		
56	X	OPPENHEIMER DEVELOPING	683974505			2/11/2013	6/18/2014	723	652						0	0	0	7		
57	X	OPPENHEIMER DEVELOPING	683974505			1/23/2014	5/14/2014	504	480						0	0	0	44		
58	X	OPPENHEIMER DEVELOPING	683974505			7/12/2013	3/7/2014	3,143	3,143						0	0	0	577		
59	X	OPPENHEIMER DEVELOPING	683974505			6/10/2012	7/30/2014	3,720	693						0	0	0	10		
60	X	PIMCO TOTAL RET FD-INST #	6933980700			4/28/2011	6/18/2014	2,493	2,521						0	0	0	-28		
61	X	PIMCO TOTAL RET FD-INST #	6933980700			2/5/2010	2/5/2010	2,139	2,153						0	0	0	-14		
62	X	PIMCO TOTAL RET FD-INST #	6933980700			2/5/2010	7/30/2014	700	700						0	0	0	5		
63	X	PIMCO TOTAL RET FD-INST #	6933980700			2/5/2010	1/2/2014	1,031	1,031						0	0	0	-1		
64	X	PIMCO TOTAL RET FD-INST #	6933980700			2/5/2010	2/7/2014	2,816	2,816						0	0	0	-28		
65	X	PIMCO TOTAL RET FD-INST #	6933980700			2/4/2011	7/30/2014	7,462	7,462						0	0	0	62		
66	X	MF'S VALUE FUND-CLASS #8	9521883694			6/19/2011	7/30/2014	1,244	1,244						0	0	0	-12		
67	X	MERGER FD SH BEN INT #260	98839809108			4/24/2014	9/30/2014	902	885						0	0	0	17		
68	X	PIMCO TOTAL RET FD-INST #	9933980700			10/24/2011	9/30/2014	1,413	1,398						0	0	0	15		

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

	Amount	Long Term CG Distributions										Short Term CG Distributions										Total									
		Capital Gains/Losses					Other Sales					Gross Sales					Cost and Expenses					Net Gain or Loss									
Check "X" to include in Part IV	Description	CUSIP #		Purchaser		Check "X" if Purchaser is a Business		Date Acquired		Acquisition Method		Date Sold		Gross Sales Price		Cost or Other Basis		Valuation Method		Expense of Sale and Cost of Improvements		Depreciation		Adjustments		Net Gain or Loss					
69 X	PIMCO TOTAL RET FD-INST #	693390700						10/11/2013		4/24/2014		9/30/2014		1,651		1,643				0		0		24							
70 X	PIMCO TOTAL RET FD-INST #	693390700						8/1/2011		7/30/2014		1/21/2014		1,65		1,65		0		0		0		0							
71 X	PIMCO FOREIGN BD FD USD	693390882						7/1/2013		7/1/2013		8/1/2013		3,160		2,915		0		0		245		0							
72 X	ROBECO BP LNGSHRT RES-H	749251581						7/1/2013		8/1/2014		8/1/2014		6,345		5,657		0		0		688		0							
73 X	ROBECO BP LNGSHRT RES-H	749251581						7/1/2013		7/30/2014		7/1/2014		3,60		3,19		0		0		41		0							
74 X	ROBECO BP LNGSHRT RES-H	749251581						7/1/2013		8/1/2014		8/1/2014		5,128		5,112		0		0		16		0							
75 X	RIDGEMORTH SEX HY BD-1#	768281845						8/1/2012		7/1/2014		7/1/2013		6,323		6,445		0		0		-122		0							
76 X	RIDGEMORTH SEX HY BD-1#	768281845						7/1/2013		4/22/2014		1,804		1,378		0		0		0		420		0							
77 X	RIDGEMORTH SEX HY BD-1#	768281845						7/1/2013		4/8/2009		4/22/2014		804		634		0		0		170		0							
78 X	RIDGEMORTH SEX HY BD-1#	768281845						7/1/2013		5/19/2009		4/22/2014		6,17		5,12		0		0		105		0							
79 X	RIDGEMORTH SEX HY BD-1#	768281845						7/1/2013		6/24/2014		6/24/2014		688		565		0		0		103		0							
80 X	RIDGEMORTH SEX HY BD-1#	768281845						7/1/2013		8/18/2009		4/22/2014		4,693		4,122		0		0		57		0							
81 X	RIDGEMORTH SEX HY BD-1#	768281845						7/1/2013		8/24/2008		4/22/2014		5,532		5,048		0		0		484		0							
82 X	RIDGEMORTH SEX HY BD-1#	768281845						7/1/2013		10/24/2011		4/22/2014		1,451		1,375		0		0		78		0							
83 X	T ROWE PRICE SHORT TERM	77857P105						2/14/2012		4/22/2014		445		450		0		0		-5		0		0							
84 X	T ROWE PRICE SHORT TERM	77857P105						2/1/2013		4/22/2014		2,999		3,030		0		0		-31		0		0							
85 X	T ROWE PRICE SHORT TERM	77857P105						10/11/2013		1/21/2014		1,082		1,101		0		0		-19		0		61							
86 X	T ROWE PRICE SHORT TERM	77857P105						10/24/2011		4/22/2014		153		153		0		0		0		0		0							
87 X	T ROWE PRICE SHORT TERM	77857P105						7/1/2013		8/18/2014		2,216		2,218		0		0		0		0		0							
88 X	T ROWE PRICE SHORT TERM	77857P105						7/1/2013		7/30/2014		311		311		0		0		0		0		0							
89 X	T ROWE PRICE SHORT TERM	77857P105						7/1/2013		4/22/2013		688		688		0		0		0		0		0							
90 X	T ROWE PRICE SHORT TERM	77857P105						7/1/2013		10/28/2014		748		748		0		0		0		0		0							
91 X	T ROWE PRICE SHORT TERM	77857P105						10/11/2013		10/28/2014		2,686		2,686		0		0		0		0		0							
92 X	T ROWE PRICE SHORT TERM	77857P105						12/3/2014		1/21/2014		152		152		0		0		0		0		0							
93 X	T ROWE PRICE INST FLOAT R	77858B02						4/28/2011		4/22/2014		467		467		0		0		0		0		0							
94 X	SPDR DL WILSHIRE INTERNA	784631883						4/27/2011		4/22/2014		382		387		0		0		0		0		0							
95 X	SPDR DL WILSHIRE INTERNA	784631883						4/27/2011		4/22/2014		1,263		1,263		0		0		0		0		0							
96 X	SPDR DL WILSHIRE INTERNA	784631883						4/27/2011		4/22/2014		1,263		1,263		0		0		0		0		0							
97 X	SPDR DL WILSHIRE INTERNA	784631883																													

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

	615	0	0	615
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1 TAX PREP FEES	615			615

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

		382	145	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	145	145		
2	ESTIMATED EXCISE PAYMENTS	237			

**Part I, Line 23 (990-PF) - Other Expenses**

		35	35	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	3	3		
2	MINERAL INTEREST FEE	32	32		

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

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

1	Cost Basis Adjustment	1	70
2	0	2	230
3	Total	3	300

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

1	PY Return of Capital Adjustment	1	268
2	Total	2	268

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

Autumn											31,867	
Long Term CG Distributions		0		231,156		0		199,249		31,867		
Short Term CG Distributions		0		Gross Sales Price		Depreciation Allowed		Cost or Other Basis Plus		Excess of FMV Over Adjusted Basis or Losses		
Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Adjustments	Depreciation Allowed	Cost or Other Basis Plus	Excess of FMV Over Adjusted Basis or Losses	Adjusted Basis as of 12/31/69	FMV as of 12/31/69	Gain or Loss	
1. BOR MANAGED FUTURES STR #15213000000H559			7/23/2014	7/23/2014	404				421			
2. BAC MANAGED FUTURES STR #15213000000H559			7/23/2014	10/22/2014	688				689		-17	
3. ARTISAN INTERNATIONAL FUND #65213000000H204			3/26/2009	12/17/2014	2,300				891		-1,409	
4. ARTISAN MID CAP FUND #133	04314H500		6/18/2014	7/23/2014	1,308				1,308		-2	
5. ARTISAN MID CAP FUND-INS #133	04314H500		4/22/2014	4/22/2014	802				909		-7	
6. ARTISAN MID CAP FUND-INS #133	04314H500		6/1/2013	4/22/2014	2,567				2,164		423	
7. ARTISAN MID CAP FUND-INS #133	04314H500		6/1/2013	7/23/2014	432				459		-27	
8. ARTISAN MID CAP FUND-INS #133	04314H500		6/1/2014	10/22/2014	645				662		-17	
9. CREDIT SUISSE COMM RET ST #2156	25244R005		10/8/2010	10/8/2010	2,316				2,632		-346	
10. CREDIT SUISSE COMM RET ST #2156	25244R005		10/8/2010	6/18/2014	8,256				6,684		-1,358	
11. DIAMOND HILL LONG-SHORT FD CL #18	25264SA333		8/10/2012	7/23/2014	687				1,166		166	
12. DIAMOND HILL LONG-SHORT FD CL #18	25264SA333		5/26/2010	10/22/2014	5,926				4,159		1,767	
13. DIAMOND HILL LONG-SHORT FD CL #18	25264SA333		8/10/2010	10/22/2014	963				666		297	
14. DIAMOND HILL LONG-SHORT FD CL #18	25264SA333		11/19/2014	10/22/2014	184				127		57	
15. DIAMOND HILL LONG-SHORT FD CL #18	25264SA333		8/1/2012	10/22/2014	4,817				3,754		1,063	
16. DODGE & COX INTL STOCK FD #1046	256210103		2/26/2011	1/27/2014	1,000				746		314	
17. DODGE & COX INTL STOCK FD #1046	256210103		6/1/2014	7/23/2014	1,491				1,453		-2	
18. DODGE & COX INCOME FD CON #147	256210105		2/11/2013	6/18/2014	4,730				4,730		20	
19. DODGE & COX INCOME FD CON #147	256210105		2/11/2013	7/23/2014	598				596		0	
20. DODGE & COX INCOME FD CON #147	256210105		2/11/2013	10/22/2014	1,059				1,054		0	
21. DODGE & COX INCOME FD CON #147	256210105		2/11/2013	7/23/2014	975				971		4	
22. DODGE & COX INCOME FD CON #147	256210105		2/11/2013	10/26/2014	3,500				3,582		8	
23. DODGE & COX INCOME FD CON #147	256210105		2/11/2013	10/28/2014	330				321		-9	
24. DREYFUS EMLG MKT DEBT LOC C #656	261989436		1/11/2010	8/18/2014	2,200				2,302		-102	
25. DREYFUS EMLG MKT DEBT LOC C #656	261989436		8/1/2012	8/18/2014	3,338				3,442		-104	
26. DREYFUS EMLG MKT DEBT LOC C #656	261989436		8/1/2012	8/18/2014	1,228				1,247		-19	
27. DREYFUS EMLG MKT DEBT LOC C #656	261989436		8/1/2012	7/30/2014	607				616		-9	
28. DREYFUS INTERNAL BOND FD CL #6	261989436		8/1/2012	7/30/2014	69				68		-1	
29. DREIHAUS ACTIVE INCOME FUND	2620288555		7/24/2013	7/23/2014	2,624				2,607		17	
30. DREIHAUS ACTIVE INCOME FUND	2620288555		7/24/2013	6/18/2014	2,631				2,618		15	
31. DREIHAUS ACTIVE INCOME FUND	2620288555		7/24/2013	7/30/2014	31				311		0	
32. DREIHAUS EMER. MKT INS CL #607	33972002		7/15/2013	7/30/2014	216				204		12	
33. DWP EMER. MKT INS CL #607	33972002		8/1/2014	7/23/2014	888				908		-2	
34. HARBOR CAPITAL APRTNINST #220	411151004		7/24/2014	6/18/2014	2,876				1,042		1,834	
35. HARBOR CAPITAL APRTNINST #220	411151004		7/24/2014	6/18/2014	1,846				1,773		73	
36. HARBOR CAPITAL APRTNINST #220	411151004		7/24/2014	6/18/2014	4,468				1,594		2,874	
37. HARBOR CAPITAL APRTNINST #220	411151004		7/24/2014	6/18/2014	2,456				1,655		1,601	
38. SHARES CORE S & P 500 EFT	464287200		2/27/2009	4/22/2014	754				297		457	
39. SHARES CORE S & P 500 EFT	464287200		2/27/2009	7/23/2014	753				785		0	
40. JPMORGAN HIGH YIELD FUND SS #550 #4182C0003	483438305		4/24/2014	10/28/2014	200				203		0	
41. KALMAR GRV VNL SM CAP INS #4	483438305		4/24/2014	10/27/2014	1,166				881		-365	
42. KEELEY SMALL CAP VAL FD CL #2251	487300008		4/8/2009	6/18/2014	5,912				2,114		3,858	
43. KEELEY SMALL CAP VAL FD CL #2251	487300008		5/19/2009	6/18/2014	5,912				822		1,187	
44. KEELEY SMALL CAP VAL FD CL #2251	487300008		5/24/2009	6/18/2014	9,816				3,907		5,912	
45. LAUDUS MONDORN INTL F/HST #2941055555	529983694		7/25/2010	7/23/2014	3,625				3,748		-123	
46. LAUDUS MONDORN INTL F/HST #2941055555	529983694		7/25/2010	7/23/2014	1,09				1,087		22	
47. LAUDUS VALUE FUND CLASS #993	529983694		2/14/2012	7/23/2014	730				530		0	
48. MERGER FD SM BN INT #650	569501008		2/11/2013	10/22/2014	2,522				2,414		108	
49. AGS GLOBAL ALTERNATIVES #1863	638727885		10/11/2013	12/17/2014	1,220				1,230		-10	
50. AGS GLOBAL ALTERNATIVES #1863	638727885		5/27/2009	6/18/2014	1,111				1,118		-7	
51. AGS GLOBAL ALTERNATIVES #1863	638727885		7/1/2013	7/30/2014	9,816				9,807		5,912	
52. NEUBERGER BERMAN LONG SHRS #641286808	670650722		6/1/2014	6/18/2014	413				413		0	
53. NEUBERGER BERMAN LONG SHRS #641286808	670650722		6/1/2014	6/18/2014	302				296		6	
54. NEUBERGER BERMAN LONG SHRS #641286808	670650722		6/1/2014	6/18/2014	634				608		26	
55. NEUBERGER BERMAN LONG SHRS #641286808	670650722		2/11/2013	6/18/2014	1,274				1,215		59	
56. OPPENHEIMER DEVELOPING MKT-#7	6833974505		2/11/2013	6/18/2014	723				652		71	
57. OPPENHEIMER DEVELOPING MKT-#7	6833974505		2/11/2013	6/18/2014	5,912				5,912		0	
58. OPPENHEIMER DEVELOPING MKT-#7	6833974505		2/11/2013	6/18/2014	5,912				5,912		0	
59. OPPENHEIMER DEVELOPING MKT-#7	6833974505		2/11/2013	6/18/2014	5,912				5,912		0	
60. PIMCO TOTAL RET-FD-INST #35	683397000		2/25/2010	7/30/2014	1,030				1,031		-1	
61. PIMCO TOTAL RET-FD-INST #35	683397000		2/25/2010	7/30/2014	1,631				1,643		-1	
62. PIMCO TOTAL RET-FD-INST #35	683397000		2/25/2010	7/30/2014	185				159		26	
63. PIMCO TOTAL RET-FD-INST #35	683397000		2/25/2010	7/30/2014	2,816				2,915		-92	
64. PIMCO TOTAL RET-FD-INST #35	683397000		2/25/2010	7/30/2014	3,143				3,143		517	
65. PIMCO TOTAL RET-FD-INST #35	683397000		2/25/2010	7/30/2014	7,462				6,631		16	
66. PIMCO TOTAL RET-FD-INST #35	683397000		2/25/2010	7/30/2014	1,244				1,256		-12	
67. PIMCO TOTAL RET-FD-INST #35	683397000		2/25/2010	7/30/2014	2,491				2,521		-28	
68. PIMCO TOTAL RET-FD-INST #35	683397000		2/25/2010	6/18/2014	2,139				2,533		-14	
69. PIMCO TOTAL RET-FD-INST #35	683397000		10/11/2013	6/18/2014	5,337				5,333		0	
70. PIMCO TOTAL RET-FD-INST #35	683397000		10/11/2013	6/18/2014	2,139				2,139		0	
71. PIMCO FOREIGN FD USD-H-INST #1	683390892		2/22/2011	7/30/2014	185				184		0	
72. ROBECO BP INGSHRT RES-NS	74925K581		7/1/2013	1/21/2014	3,160				245		245	
73. ROBECO BP INGSHRT RES-NS	74925K581		7/1/2013	6/18/2014	6,345				6,567		68	
74. ROBECO BP INGSHRT RES-NS	74925K581		7/1/2013	7/30/2014	360				319		41	
75. ROGGEWORTH SEXY SHX BD-#5555	766217645		8/1/2014	12/17/2014	5,128				5,112		16	
76. ROGGEWORTH SEXY SHX BD-#5555	766217645		7/1/2013	12/17/2014	6,352				6,445		426	
77. ROGGEWORTH SEXY SHX BD-#5555	766217645		7/1/2013	6/18/2014	1,804				1,738		170	
78. ROGGEWORTH SEXY SHX BD-#5555	766217645		4/22/2014	7/30/2014	804				634		105	
79. ROGGEWORTH SEXY SHX BD-#5555	766217645		5/19/2009	4/22/2014	617				512		0	
80. ROGGEWORTH SEXY SHX BD-#5555	766217645		5/19/2009	4/22/2014	668				656		103	
81. ROGGEWORTH SEXY SHX BD-#5555	766217645		6/1/2014	4/22/2014	4,631				4,122		571	
82. ROGGEWORTH SEXY SHX BD-#5555	766217645		6/1/2014	4/22/2014	5,552				5,548		441	
83. ROGGEWORTH SEXY SHX BD-#5555	766217645		10/22/2011	4/22/2014	1,431				1,373		59	
84. TROWE PRICE SHORT TERM BD-FD-#5	78570105		2/14/2012	4/22/2014	445				450		0	

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

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

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

	Date	Amount
1	1	2
2 Credit from prior year return	4/1/2014	237
3 First quarter estimated tax payment		3
4 Second quarter estimated tax payment		4
5 Third quarter estimated tax payment		5
6 Fourth quarter estimated tax payment		6
7 Other payments		
7 Total		239

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

1	Distrbutable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	24,586
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	24,586