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Return of Private Foundation

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

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▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2013 or tax year beginning **DEC 1, 2013**, and ending **NOV 30, 2014**

Name of foundation
THE PRENTICE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) Room/suite
52 ARNOLD PALMER

City or town, state or province, country, and ZIP or foreign postal code
SAN ANTONIO, TX 78257-1723

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 1,136,175.** (Part I, column (d) must be on cash basis.)

J Accounting method: Cash Accrual
 Other (specify) _____

A Employer identification number
76-0455526

B Telephone number
(210) 698-9773

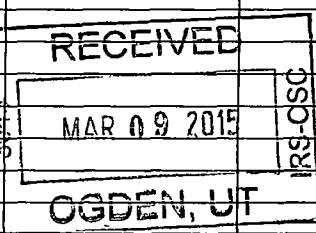
C If exemption application is pending, check here

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

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	1,200.		N/A	
	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	30,887.	30,887.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	10,682.			
	b Gross sales price for all assets on line 6a	81,837.			
	7 Capital gain net income (from Part IV, line 2)		10,682.		
	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)					
11 Other income					
12 Total. Add lines 1 through 11	42,769.	41,569.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 2 1,610.	1,610.		0.
	c Other professional fees	STMT 3 13,618.	13,618.		0.
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 Total operating and administrative expenses. Add lines 13 through 23	15,228.	15,228.		0.
	25 Contributions, gifts, grants paid	51,000.			51,000.
26 Total expenses and disbursements. Add lines 24 and 25	66,228.	15,228.		51,000.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<23,459.>				
b Net investment income (if negative, enter -0-)		26,341.			
c Adjusted net income (if negative, enter -0-)			N/A		



SCANNED MAR 10 2015

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		1.		
	2	Savings and temporary cash investments		38,585.	1,968.	1,968.
	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				
	7	Other notes and loans receivable ▶				
		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				
	b	Investments - corporate stock	STMT 4	653,586.	665,206.	665,206.
	c	Investments - corporate bonds				
	11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other	STMT 5	468,662.	469,001.	469,001.	
14	Land, buildings, and equipment: basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		1,160,834.	1,136,175.	1,136,175.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
27	Capital stock, trust principal, or current funds		0.	0.		
28	Paid-in or capital surplus, or land, bldg., and equipment fund		1,101,113.	1,101,113.		
29	Retained earnings, accumulated income, endowment, or other funds		59,721.	35,062.		
30	Total net assets or fund balances		1,160,834.	1,136,175.		
31	Total liabilities and net assets/fund balances		1,160,834.	1,136,175.		

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	1,160,834.
2	Enter amount from Part I, line 27a	2	<23,459.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,137,375.
5	Decreases not included in line 2 (itemize) ▶ FEDERAL INCOME TAX PAYMENTS	5	1,200.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,136,175.

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 UBS AG LONDON ENHANCED BIG CAP	P	05/20/13	06/10/14
b IMB	P	05/17/11	06/10/14
c MC DONALDS	P	04/09/12	06/10/14
d BARCLAYS ETF	P	04/09/12	08/04/14
e			

(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 38,862.		29,133.	9,729.
b 18,625.		18,089.	536.
c 17,072.		16,696.	376.
d 7,278.		7,237.	41.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(j) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			9,729.
b			536.
c			376.
d			41.
e			

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	10,682.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	563,294.	1,681,034.	.335088
2011	41,500.	1,686,769.	.024603
2010	37,000.	1,737,939.	.021290
2009	15,000.	1,557,966.	.009628
2008	23,010.	1,303,858.	.017648

2 Total of line 1, column (d)	2	.408257
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	.081651
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,395,512.
5 Multiply line 4 by line 3	5	113,945.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	263.
7 Add lines 5 and 6	7	114,208.
8 Enter qualifying distributions from Part XII, line 4	8	51,000.

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)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	527.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	527.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	527.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,536.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,536.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,009.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> 1,009. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> TX		
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 General Instruction G? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>		X	
14	The books are in care of ▶ <u>ROBERT J. FUMAGALLI, CPA</u> Telephone no. ▶ <u>(281) 477-9100</u> Located at ▶ <u>9977 W. SAM HOUSTON PKWY N. #150, HOUSTON, TX</u> ZIP+4 ▶ <u>77064</u>			
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	<u>N/A</u>
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶		16	Yes No X

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

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

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

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here 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? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d) N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870. X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

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

5b
6b
7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
F. DAVID PRENTICE 52 ARNOLD PALMER SAN ANTONIO, TX 782571723	PRES. /TRES. 1.00	0.	0.	0.
CYNTHIA R. PRENTICE 52 ARNOLD PALMER SAN ANTONIO, TX 782571723	V.P. /SECY. 1.00	0.	0.	0.
ROBERT J. FUMAGALLI 9977 W SAM HOUSTON PKWY N 150 HOUSTON, TX 77064	DIRECTOR 0.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000 0

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

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

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

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3 ▶ 0.

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,398,729.
b	Average of monthly cash balances	1b	18,034.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,416,763.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,416,763.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	21,251.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,395,512.
6	Minimum investment return. Enter 5% of line 5	6	69,776.

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	69,776.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	527.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	527.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	69,249.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	69,249.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	69,249.

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	51,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	51,000.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	51,000.

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

Part XIII. Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				69,249.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				481,654.
f Total of lines 3a through e	481,654.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 51,000.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				51,000.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	18,249.			18,249.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	463,405.			
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	463,405.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012	463,405.			
e Excess from 2013				

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

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

	Tax year		Prior 3 years		(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2 a 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					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
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)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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:
MRS. CYNTHIA R. PRENTICE, (210)698-9773
52 ARNOLD PALMER, SAN ANTONIO, TX 782571723

b The form in which applications should be submitted and information and materials they should include:
DETAILED DESCRIPTION OF ORGANIZATION AND ITS PURPOSE

c Any submission deadlines:
NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
LIMITED TO PURPOSE OF PROVIDING CARE TO ANIMALS

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	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
a Paid during the year				
OPERATION K-9 20540 HWY 46 WEST, SUITE 114 SPRING BRANCH, TX 78070	NONE	501 (C) 3	ANIMAL CARE	5,000.
LAGUNA MADRE HUMANE SOCIETY 262 WOODYS LANE PORT ISABEL, TX 78578	NONE	501 (C) 3	ANIMAL CARE	20,000.
ETOSHA RESCUE AND ADOPTION P.O. BOX 1688 SEGUIN, TX 78155	NONE	501 (C) 3	ANIMAL CARE	11,000.
HILL COUNTRY ANIMAL LEAGUE 115 W BANDERA RD BOERNE, TX 78006	NONE	501 (C) 3	ANIMAL CARE	10,000.
CRESSIE ANIMAL REFUGE AND ENRICHMENT(CARE) 1614 DOE PARK SAN ANTONIO, TX 78248	NONE	501 (C) 3	ANIMAL CARE	5,000.
Total				51,000.
b Approved for future payment				
NONE				
Total				0.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
VARIOUS-CHARLES SCHWAB	30,887.	0.	30,887.	30,887.	
TO PART I, LINE 4	30,887.	0.	30,887.	30,887.	

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ROBERT J FUMAGALLI, PC-GENERAL ACCOUNTING & TAX RETURN PREPARATION	1,610.	1,610.		0.
TO FORM 990-PF, PG 1, LN 16B	1,610.	1,610.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FISHER INVESTMENTS-INVESTMENT MANAGEMENT FEES	13,618.	13,618.		0.
TO FORM 990-PF, PG 1, LN 16C	13,618.	13,618.		0.



DUPLICATE STATEMENT

Schwab One® Account of
THE PRENTICE FOUNDATION

Account Number
8768-5275

Statement Period
November 1-30, 2014

SCHEDULE #1

PAGE 1 of 8

Investment Detail - Equities

Equities	Quantity	Market Price	Market Value	Account Assets	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
	Units Purchased	Cost Per Share	Cost Basis	Acquired		Holding Days	Holding Period
AMAZON COM INC (M) SYMBOL: AMZN	62.0000	338.6400	20,995.68	1%	9,623.86	N/A	N/A
	62.0000	183.4164	11,371.82	02/09/11	9,623.86	1390	Long-Term
MERICAN EXPRESS COMPANY (M) SYMBOL: AXP	311.0000	92.4200	28,742.62	2%	11,068.30	1,12%	323.44
	86.0000	60.1318	5,171.34	04/30/12	2,776.78	944	Long-Term
	225.0000	55.5688	12,502.98	07/24/12	8,291.52	859	Long-Term
Cost Basis			17,674.32				
APPLE INC (M) SYMBOL: AAPL	336.0000	118.9300	39,960.48	3%	15,222.53	1.58%	631.68
	161.0000	82.3168	13,253.01	07/25/12	5,894.72	858	Long-Term
	175.0000	65.6282	11,484.94	02/19/13	9,327.81	649	Long-Term
Cost Basis			24,737.95				
BANK OF AMERICA CORP (M) SYMBOL: BAC	1,304.0000	17.0400	22,220.16	2%	4,227.14	1.17%	260.80
	715.0000	13.4279	9,600.96	05/15/13	2,582.64	564	Long-Term
	589.0000	14.2479	8,392.06	08/20/13	1,644.50	467	Long-Term
Cost Basis			17,993.02				
BASF SE ADR SPONSORED ADR 1 ADR REPS 1 ORD /MBOL: BASFY	92.0000	90.5350	8,329.22	<1%	(864.49)	4.13%	344.81
	92.0000	99.9316	9,193.71	02/20/13	(864.49)	648	Long-Term
BAYER A G SPONSORED ADR SPONSORED ADR 1 ADR REP 1 ORD SYMBOL: BAYRY	74.0000	150.0700	11,105.18	<1%	455.34	3.85%	428.47
	74.0000	143.9167	10,649.84	06/10/14	455.34	173	Short-Term

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DUPLICATE STATEMENT



Schwab One® Account of
THE PRENTICE FOUNDATION

Account Number
8768-5275

Statement Period

November 1-30, 2014

Investment Detail - Equities (continued)

Equities (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield	Estimated Holding Days	Estimated Annual Income Holding Period
BERKSHIRE HATHAWAY B NEW (M)	166.0000	148.6900	24,682.54	2%	8,588.49	N/A	N/A	N/A
CLASS B	94.0000	83.6103	7,859.37	07/24/12	6,117.49	859		Long-Term
SYMBOL: BRKB	72.0000	114.3983	8,236.68	08/21/13	2,469.00	466		Long-Term
Cost Basis			16,096.05					
BHP BILLITON LTD ADR F (M)	121.0000	51.6300	6,247.23	<1%	(1,389.38)	4.80%		300.08
SPONSORED ADR	121.0000	63.1124	7,636.61	07/25/12	(1,389.38)	858		Long-Term
1 ADR REP 2 ORD								
SYMBOL: BHP								
CHEVRON CORPORATION (M)	111.0000	108.8700	12,084.57	<1%	(215.46)	3.93%		475.08
SYMBOL: CVX	111.0000	110.8110	12,300.03	08/01/12	(215.46)	851		Long-Term
								Accrued Dividend: 116.77
CISCO SYSTEMS INC (M)	423.0000	27.6400	11,691.72	<1%	4,607.35	2.74%		321.48
SYMBOL: CSCO	423.0000	16.7479	7,084.37	08/06/12	4,607.35	846		Long-Term
CITIGROUP INC NEW (M)	357.0000	53.9700	19,267.29	1%	1,519.43	0.07%		14.28
SYMBOL: C	183.0000	49.8922	9,130.28	05/23/13	746.23	556		Long-Term
	174.0000	49.5263	8,617.58	08/21/13	773.20	466		Long-Term
Cost Basis			17,747.86					
COCA COLA COMPANY (M)	306.0000	44.8300	13,717.98	<1%	2,350.37	2.72%		373.32
SYMBOL: KO	306.0000	37.1490	11,367.61	05/23/12	2,350.37	921		Long-Term
COMCAST CORP NEW CL A (M)	370.0000	57.0400	21,104.80	1%	8,192.94	1.57%		333.00
SYMBOL: CMCSA	370.0000	34.8969	12,911.86	08/06/12	8,192.94	846		Long-Term

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DUPLICATE STATEMENT

Schwab One® Account of
THE PRENTICE FOUNDATION

Account Number
8768-5275

Statement Period
November 1-30, 2014

Investment Detail - Equities (continued)

Equities (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
DAIMLER AG ADR F	186.0000	83.9600	15,616.56	1%	1,179.88	3.71%	580.32 Long-Term
SPONSORED ADR	186.0000	77.6165	14,436.68	09/23/13	1,179.88	433	
ADR REPS 1 ORD							
SYMBOL: DDAIY							
DISNEY WALT CO (M)	256.0000	92.5100	23,682.56	2%	11,370.33	0.92%	220.16 Long-Term
SYMBOL: DIS	256.0000	48.0946	12,312.23	07/24/12	11,370.33	859	
EXXON MOBIL CORPORATION (M)	136.0000	90.5400	12,313.44	<1%	815.97	3.04%	375.36 Long-Term
SYMBOL: XOM	136.0000	84.5402	11,497.47	07/24/12	815.97	859	Accrued Dividend: 93.84
GENERAL ELECTRIC COMPANY (M)	963.0000	26.4900	25,509.87	2%	4,509.49	3.32%	847.44 Long-Term
SYMBOL: GE	183.0000	28.3476	5,187.62	08/01/08	(339.95)	2312	
Cost Basis	780.0000	20.2727	15,812.76	04/27/11	4,849.44	1313	
			21,000.38				
GLAXOSMITHKLINE PLC ADRF (M)	366.0000	46.4500	17,000.70	1%	1,312.99	5.58%	948.97 Long-Term
SPONSORED ADR	16.0000	48.4943	775.91	08/05/08	(92.71)	2308	
1 ADR REP 2 ORD	350.0000	42.6051	14,911.80	04/27/11	1,345.70	1313	
SYMBOL: GSK							
Cost Basis			15,687.71				Accrued Dividend: 224.36
GOOGLE INC CL C NON VTG (M)	21.0000	541.8300	11,378.43	<1%	5,871.84	N/A	N/A Long-Term
NON VOTING SHARES	21.0000	262.2185	5,506.59	05/17/11	5,871.84	1293	
SYMBOL: GOOG							
GOOGLE INC CLASS A VTG (M)	21.0000	549.0800	11,530.68	<1%	6,006.45	N/A	N/A Long-Term
VOTING SHARES	21.0000	263.0585	5,524.23	05/17/11	6,006.45	1293	
SYMBOL: GOOGL							

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DUPLICATE STATEMENT

Schwab One® Account of
THE PRENTICE FOUNDATION

Account Number
8768-5275

Statement Period
November 1-30, 2014

Investment Detail - Equities (continued)

Equities (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
HOME DEPOT INC (M) SYMBOL: HD	247.0000 247.0000	99.4000 51.0097	24,551.80 12,599.42	2% 07/24/12	11,952.38 11,952.38	1.89% 859	464.36 Long-Term
HSBC HLDGS PLC ADR NEW F (M) SPONSORED ADR 1 ADR REPS 5 ORD SYMBOL: HSBC Cost Basis	421.0000 221.0000 200.0000	49.7500 44.8807 41.1981	20,944.75 9,918.64 8,239.62	1% 04/03/12 07/26/12	2,786.49 1,076.11 1,710.38	4.02% 971 857	842.00 Long-Term Long-Term
INTEL CORP (M) SYMBOL: INTG Cost Basis	570.0000 370.0000 200.0000	37.2500 19.8814 18.3294	21,232.50 7,356.12 3,665.88	1% 01/16/08 01/23/08	10,210.50 6,426.38 3,784.12	2.41% 2510 2503	513.00 Long-Term Long-Term
JOHNSON & JOHNSON (M) SYMBOL: JNJ Cost Basis	324.0000 64.0000 260.0000	108.2500 57.8934 64.5807	35,073.00 3,705.18 16,790.99	2% 01/30/09 04/27/11	14,576.83 3,222.82 11,354.01	2.58% 2130 1313	907.20 Long-Term Long-Term
JPMORGAN CHASE & CO (M) SYMBOL: JPM Cost Basis	401.0000 9.0000 330.0000 62.0000	60.1600 45.1277 34.5643 59.4137	24,124.16 406.15 11,406.23 3,683.65	2% 03/23/12 07/24/12 03/10/14	8,628.13 135.29 8,446.57 46.27	2.65% 982 859 265	641.60 Long-Term Long-Term Short-Term
L OREAL ADR F SPONSORED ADR 1 ADR REP 1/5 ORD SYMBOL: LRLCY	336.0000 336.0000	34.0800 24.1874	11,450.88 8,126.99	<1% 04/04/12	3,323.89 3,323.89	2.03% 970	232.64 Long-Term

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Schwab One® Account of
THE PRENTICE FOUNDATION

Account Number
8768-5275

Statement Period
November 1-30, 2014

Investment Detail - Equities (continued)

Equities (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield	Estimated Holding Days	Estimated Annual Income	Estimated Holding Period
LLOYDS BANKING GP ADR F (M)	4,845.0000	4.9900	24,176.55	2%	(1,703.72)	N/A	N/A	N/A	N/A
SPONSORED ADR	2,809.0000	5.3308	14,974.39	10/28/13	(957.48)	398	398	Long-Term	Long-Term
1 ADR REPS 4 ORD	2,036.0000	5.3565	10,905.88	06/10/14	(746.24)	173	173	Short-Term	Short-Term
SYMBOL: LYG									
Cost Basis			25,880.27						
LVMH MOET NEW ADR F	619.0000	35.5200	21,986.88	2%	2,554.48	2.95%	2.95%	650.19	Long-Term
1 ADR REPS 1/5 ORD	259.0000	29.5384	7,650.46	05/25/12	1,549.22	919	919	Long-Term	Long-Term
SYMBOL: LVMUY	360.0000	32.7276	11,781.94	08/09/12	1,005.26	843	843	Long-Term	Long-Term
Cost Basis			19,432.40						
MERCK & CO INC NEW (M)	181.0000	60.4000	10,932.40	<1%	378.75	2.91%	2.91%	318.56	Short-Term
SYMBOL: MRK	181.0000	58.3074	10,553.65	06/10/14	378.75	173	173	Short-Term	Short-Term
MICROSOFT CORP (M)	540.0000	47.8100	25,817.40	2%	12,717.64	2.34%	2.34%	604.80	Long-Term
SYMBOL: MSFT	390.0000	26.0632	10,164.67	07/29/08	8,481.23	2315	2315	Long-Term	Long-Term
Cost Basis	150.0000	19.5672	2,935.09	01/16/09	4,236.41	2144	2144	Long-Term	Long-Term
			13,099.76					Accrued Dividend: 167.40	
NOVARTIS A G SPON ADR F (M)	209.0000	96.6500	20,199.85	1%	7,731.22	2.85%	2.85%	576.80	Long-Term
SPONSORED ADR	209.0000	59.6585	12,468.63	08/14/12	7,731.22	838	838	Long-Term	Long-Term
ADR REP 1 ORD									
SYMBOL: NVS									
NOVO-NORDISK A-S ADR F (M)	405.0000	45.4600	18,411.30	1%	6,977.30	1.82%	1.82%	336.27	Long-Term
SPONSORED ADR	405.0000	28.2320	11,434.00	05/16/12	6,977.30	928	928	Long-Term	Long-Term
1 ADR REP 1 ORD									
SYMBOL: NVO									

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Schwab One® Account of
THE PRENTICE FOUNDATION

Account Number
8768-5275

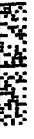
Statement Period
November 1-30, 2014

DUPLICATE STATEMENT

Investment Detail - Equities (continued)

Equities (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
ORACLE CORPORATION (M) SYMBOL: ORCL	309,000 159,000 150,000	42.4100 21.2284 16.8038	13,104.69 3,375.32 2,520.57 5,895.89	<1% 07/30/08 01/16/09	7,208.80 3,367.87 3,840.93	1.13% 2314 2144	148.32 Long-Term Long-Term
<i>Cost Basis</i>							
PEPSICO INCORPORATED (M) SYMBOL: PEP	162,000 162,000	100.1000 72.2365	16,216.20 11,702.64	1% 08/14/12	4,513.56 4,513.56	2.61% 838	424.44 Long-Term
PFIZER INCORPORATED (M) SYMBOL: PFE	990,000 510,000 480,000	31.1500 20.1820 24.3125	30,838.50 10,292.85 11,670.02 21,962.87	2% 03/14/11 08/06/12	8,875.63 5,593.65 3,281.98	3.33% 1357 846	1,029.60 Long-Term Long-Term
<i>Cost Basis</i>							Accrued Dividend: 257.40
PROCTER & GAMBLE (M) SYMBOL: PG	228,000 175,000 53,000	90.4300 66.0048 81.0579	20,618.04 11,550.85 4,296.07 15,846.92	1% 08/04/08 07/31/13	4,771.12 4,274.40 496.72	2.84% 2309 487	586.96 Long-Term Long-Term
<i>Cost Basis</i>							
QUALCOMM INC (M) SYMBOL: QCOM	286,000 126,000 160,000	72.9000 52.7856 68.1366	20,849.40 6,650.99 10,901.86 17,552.85	1% 03/15/11 04/12/12	3,296.55 2,534.41 762.14	2.30% 1356 962	480.48 Long-Term Long-Term
<i>Cost Basis</i>							
ROYAL BK CDA MONTREAL F (M) SYMBOL: RY	220,000 220,000	73.1500 52.5681	16,093.00 11,564.99	1% 08/14/12	4,528.01 4,528.01	3.63% 838	585.11 Long-Term
S A P SE ADR F (M) SPONSORED ADR 1 ADR REP 1 ORD SYMBOL: SAP	191,000 191,000	70.3200 66.2854	13,431.12 12,660.53	<1% 04/26/12	770.59 770.59	1.94% 948	260.88 Long-Term

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DUPLICATE STATEMENT

Schwab One® Account of
THE PRENTICE FOUNDATION

Account Number
8768-5275

Statement Period
November 1-30, 2014

Investment Detail - Equities (continued)

Equities (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
SANOFI ADR F (M)	431,000	48.2900	20,812.99	1%	5,630.33	3.95%	823.10
SPONSORED ADR	431,000	35.2265	15,182.66	03/01/11	5,630.33	1370	Long-Term
ADR REP 1 ORD							
SYMBOL: SNY							
SCHLUMBERGER LTD F (M)	124,000	85.9500	10,657.80	<1%	2,977.45	1.86%	198.40
SYMBOL: SLB	64,000	39.7859	2,546.30	01/16/09	2,954.50	2144	Long-Term
Cost Basis	60,000	85.5675	5,134.05	06/29/11	22.95	1250	Long-Term
			7,680.35				
SIEMENS A G ADR F	113,000	118.0000	13,334.00	<1%	(1,276.63)	3.46%	462.49
SPONSORED ADR	113,000	129.2976	14,610.63	10/28/13	(1,276.63)	398	Long-Term
ADR REP 1 ORD							
SYMBOL: SIEGY							
TOYOTA MOTOR CP ADR NEWF (M)	128,000	123.1300	15,760.64	1%	5,452.98	N/A	N/A
SPONSORED ADR	128,000	80.5285	10,307.66	08/06/12	5,452.98	846	Long-Term
ADR REP 2 ORD							
SYMBOL: TM							
3S GROUP AG F (M)	1,418,000	17.9900	25,509.82	2%	(3,853.64)	N/A	N/A
SYMBOL: UBS	897,000	20.9120	18,758.14	09/23/13	(2,621.11)	433	Long-Term
Cost Basis	521,000	20.3557	10,605.32	06/10/14	(1,232.59)	173	Short-Term
			29,363.46				
UNITED TECHNOLOGIES CORP (M)	267,000	110.0800	29,391.36	2%	9,086.67	2.14%	630.12
SYMBOL: UTX	135,000	65.0751	8,785.14	07/31/08	6,075.66	2313	Long-Term
Cost Basis	50,000	50.6486	2,532.43	01/16/09	2,971.57	2144	Long-Term
	82,000	109.5990	8,987.12	09/23/13	39.44	433	Long-Term
			20,304.69				Accrued Dividend: 157.53

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DUPLICATE STATEMENT

Schwab One® Account of
THE PRENTICE FOUNDATION

Account Number
8768-5275

Statement Period
November 1-30, 2014

Investment Detail - Equities (continued) SCHEDULE #1

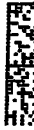
Page 8 of 8

Equities (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	Account Assets		Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
				% of Assets	Acquired			
VISA INC CL A (M)	94.0000	258.1900	24,269.86	2%		10,417.36	0.61%	150.40
GLASS A	24.0000	120.3966	2,889.52	04/12/12		3,307.04	962	Long-Term
SYMBOL: V	70.0000	156.6140	10,962.98	01/04/13		7,110.32	695	Long-Term
Cost Basis			13,852.50					Accrued Dividend: 45.12
WELLS FARGO & CO NEW (M)	484.0000	54.4800	26,368.32	2%		11,149.10	2.56%	677.60
SYMBOL: WFC	164.0000	27.9145	4,577.98	08/09/10		4,356.74	1574	Long-Term
Cost Basis	320.0000	33.2538	10,641.24	07/24/12		6,792.36	859	Long-Term
			15,219.22					Accrued Dividend: 169.40

Total Accrued Dividend for Equities: 1,588.87

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Investment Detail - Other Assets

Other Assets	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income	Holding Days	Holding Period
BARCLAYS BK PLC ETN F (M)	342.0000	115.7990	39,603.26	3%	5,262.63	N/A	N/A	N/A	N/A
FI ENHANCED EUR 50	119.0000	100.0578	11,906.88	05/22/13	1,873.20	557	Long-Term		
SYMBOL: FEELU	54.0000	104.3040	5,632.42	06/12/13	620.73	536	Long-Term		
<i>Cost Basis</i>	169.0000	99.4161	16,801.33	08/20/13	2,768.70	467	Long-Term		
			34,340.63						
BARCLAYS BK PLC ETN F (M)	453.0000	124.5845	56,436.78	4%	11,129.84	N/A	N/A	N/A	N/A
FI ENHANCED GLOBAL HIGH	453.0000	100.0153	45,306.94	05/21/13	11,129.84	558	Long-Term		
SYMBOL: FIGY									
CREDIT SUISSE ETN F (M)	367.0000	116.0400	42,586.68	3%	5,877.68	N/A	N/A	N/A	N/A
FI LARGE CAP GROWTH	367.0000	100.0245	36,709.00	06/10/14	5,877.68	173	Short-Term		
ENHANCED 2X									
SYMBOL: FLGE									
ISHARES IBOX INVESTMENT (M)	2,132.0000	120.0900	256,031.88	18%	33,091.01	3.34%	8,571.25	3.34%	8,571.25
GRADE CORPORATE BOND ETF	527.0000	101.1325	53,296.85	07/31/08	9,990.58	2313	Long-Term		
SYMBOL: LQD	235.0000	101.1834	23,778.10	01/16/09	4,443.05	2144	Long-Term		
	215.0000	98.5419	21,186.52	06/19/09	4,632.83	1990	Long-Term		
	500.0000	103.3016	51,650.80	08/14/09	8,394.20	1934	Long-Term		
<i>Cost Basis</i>	655.0000	111.4940	73,028.60	09/17/10	5,630.35	1535	Long-Term		
			222,940.87						
ISHARES TRUST (M)	427.0000	91.1300	38,912.51	3%	3,439.36	5.32%	2,070.78	5.32%	2,070.78
IBOX \$ HIGH YIELD CORP	112.0000	93.4632	10,467.88	07/31/08	(261.32)	2313	Long-Term		
BOND ETF	230.0000	75.4594	17,355.67	01/15/09	3,604.23	2145	Long-Term		
SYMBOL: HYG	85.0000	89.9952	7,649.60	10/12/10	96.45	1510	Long-Term		
<i>Cost Basis</i>			35,473.15						

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Investment Detail - Other Assets (continued) SCHEDULE #2

Page 2 of 2

Other Assets (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
ISHARES TRUST (M) IBS ETF SYMBOL: MBB	368.0000 368.0000	109.6600 106.8633	40,354.88 39,325.70	3% 05/25/11	1,029.18 1,029.18	1.24% 1285	504.09 Long-Term
SPDR BARCLAYS ETF (M) 1-3 YEAR US CORP INVESTMENT GRADE INDEX SYMBOL: SCPB	1,798.0000 1,798.0000	30.7300 30.5366	55,252.54 54,904.81	4% 04/09/12	347.73 347.73	1.14% 965	631.57 Long-Term

[REDACTED]

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[REDACTED]

Less: Margin Loan Balance (9.95)

[REDACTED]

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