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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.

Name of foundation

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041

City or town

State

ZIP code

Winston Salem

NC

27101-3818

Foreign country name

Foreign province/state/county

Foreign postal code

A Employer identification number

95-6020126

B Telephone number (see instructions)

(888) 730-4933

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 ☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 2 813 434

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements
for charitable
purposes
(cash basis only)

Revenue

[illegible]

Operating and Administrative Expenses

35,328	26,496		8,832
1,154			1,154
5,485	468		
10			10
41,977	26,964	0	9,996
115,654			115,654
157,631	26,964	0	125,650

137,581	23,584	0	120,585
-63,349			
	65,108		
		0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2013) $12ne$

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	81,592	16,372	16,372
	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			
Liabilities	Less: accumulated depreciation (attach schedule)			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	2,287,102	2,294,400	2,797,062
	14 Land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)			
	15 Other assets (describe)			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,368,694	2,310,772	2,813,434
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
Net Assets or Fund Balances	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0	0	
	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	2,368,694	2,310,772	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	2,368,694	2,310,772	
	31 Total liabilities and net assets/fund balances (see instructions)	2,368,694	2,310,772	

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	2,368,694
2 Enter amount from Part I, line 27a	2	-63,349
3 Other increases not included in line 2 (itemize) <input type="checkbox"/> Cost Basis Adjustment	3	17,428
4 Add lines 1, 2, and 3	4	2,322,773
5 Decreases not included in line 2 (itemize) <input type="checkbox"/> See Attached Statement	5	12,001
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,310,772

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
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	26,784
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }	3	0

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

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

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

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

(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	134,379	2,691,914	0.049919
2011	121,021	2,566,969	0.047145
2010	192,185	2,700,021	0.071179
2009	73,513	2,531,603	0.029038
2008	72,825	2,211,200	0.032935

2 Total of line 1, column (d)	2	0.230216
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	0.046043
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,795,769
5 Multiply line 4 by line 3	5	128,726
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	651
7 Add lines 5 and 6	7	129,377
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	125,650

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		1,302
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		1,302
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		1,302
6	Credits/Payments:			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a		3,012
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		3,012
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		1,710
11	Enter the amount of line 10 to be Credited to 2014 estimated tax 1,302 Refunded	11		408

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

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

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

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

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

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

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

5b	N/A	
6b		X
7b	N/A	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank N.A. Trust Tax Dept 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	TRUSTEE 4 00	35,328		

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

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

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

0

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

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

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

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

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

Expenses

1 NONE	
.....	
2	
.....	
3	
.....	
4	
.....	

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

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

Amount

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

Total. Add lines 1 through 3



0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,746,833
b	Average of monthly cash balances	1b	91,511
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,838,344
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	2,838,344
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	42,575
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,795,769
6	Minimum investment return. Enter 5% of line 5	6	139,788

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	139,788
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,302
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,302
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	138,486
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	138,486
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	138,486

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	125,650
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	125,650
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	125,650

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				138,486
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			63,055	
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 ▶ \$ 125,650				
a Applied to 2012, but not more than line 2a			63,055	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2013 distributable amount				62,595
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013. (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				75,891
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9.				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon.					
a "Assets" alternative test—enter:					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

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

NONE

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

NONE

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

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

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

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

- c** Any submission deadlines:

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

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

Recipient 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 <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	115,654
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

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

Recipient(s) paid during the year

Name

THE BLALOCK FOUNDATION

Street

2001 WILSHIRE BLD, SUITE 504

City

SANTA MONICA

State

CA

Zip Code

90404

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

14,457

Name

AMERICAN HEART ASSOCIATION

Street

1710 GILBRETH ROAD

City

BURLINGAME

State

CA

Zip Code

94010

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

57,827

Name

AMERICAN CANCER SOCIETY, INC

Street

P O BOX 720366

City

OKLAHOMA CITY

State

OK

Zip Code

73162

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

43,370

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

#	Security Type	EIN	CUSIP	Asset Name	Units	FMV	Fed Cost
	Savings & Temp Inv	95-6020126	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	16,323.14	16,323.14	16,323.14
	Savings & Temp Inv	95-6020126	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	49.01	49.01	49.01
				TOTAL CASH, SAVINGS, AND TEMP INV		16,372.15	16,372.15
	Invest - Other	95-6020126	693330882	PIMCO FOREIGN BD FD USD H-INST #103	1,982.64	22,403.85	21,053.37
	Invest - Other	95-6020126	77957P105	T ROWE PRICE SHORT TERM BD FD #55	8,578.00	41,002.84	41,088.62
	Invest - Other	95-6020126	74255L696	PRINCIPAL GL MULT STRAT-INST #4684	2,633.88	29,710.11	29,077.98
	Invest - Other	95-6020126	81369Y308	CONSUMER STAPLES SECTOR SPDR TR	712.00	35,101.60	19,375.12
	Invest - Other	95-6020126	81369Y605	FINANCIAL SELECT SECTOR SPDR	2,221.00	54,192.40	33,261.76
	Invest - Other	95-6020126	81369Y100	AMEX MATERIALS SPDR	200.00	9,832.00	6,458.77
	Invest - Other	95-6020126	81369Y803	AMEX TECHNOLOGY SELECT SPDR	1,563.00	66,411.87	34,223.53
	Invest - Other	95-6020126	81369Y506	AMEX ENERGY SELECT SPDR	317.00	25,302.94	17,766.54
	Invest - Other	95-6020126	999708902	TAXABLE INTERMEDIATE TERM BD FD	9,532.67	96,947.24	94,283.98
	Invest - Other	95-6020126	589509207	MERGER FUND-INST #301	2,655.34	42,989.99	41,704.60
	Invest - Other	95-6020126	315920702	FID ADV EMER MKTS INC-CL I #607	3,045.68	42,091.23	41,664.84
	Invest - Other	95-6020126	464287804	ISHARES CORE S&P SMALL-CAP E	1,506.00	167,617.80	93,059.74
	Invest - Other	95-6020126	464287705	ISHARES S&P MID-CAP 400 VALUE	965.00	122,381.30	79,892.54
	Invest - Other	95-6020126	464287606	ISHARES S&P MID-CAP 400 GROWTH	777.00	124,351.08	72,224.46
	Invest - Other	95-6020126	81369Y704	AMEX INDUSTRIAL SPDR	710.00	40,406.10	23,015.93
	Invest - Other	95-6020126	81369Y209	AMEX HEALTH CARE SPDR	607.00	42,253.27	19,009.83
	Invest - Other	95-6020126	81369Y407	AMEX CONSUMER DISCR SPDR	594.00	42,655.14	17,996.49
	Invest - Other	95-6020126	140995127	CORE EQUITY FUND	10,321.35	162,870.83	136,819.63
	Invest - Other	95-6020126	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	4,997.03	66,710.38	71,433.93
	Invest - Other	95-6020126	262028855	DRIEHAUS ACTIVE INCOME FUND	5,421.29	57,140.44	58,143.20
	Invest - Other	95-6020126	67065Q772	NUVEEN HIGH YIELD MUNI BD-R #1668	2,920.09	50,079.47	47,977.02
	Invest - Other	95-6020126	63872T885	ASG GLOBAL ALTERNATIVES-Y #1993	7,728.08	89,800.23	88,817.27
	Invest - Other	95-6020126	94985D582	WELLS FARGO ADV INTL BOND-IS #4705	1,951.15	21,072.46	21,628.59
	Invest - Other	95-6020126	922908553	VANGUARD REIT VIPER	1,564.00	126,011.48	51,308.54
	Invest - Other	95-6020126	00203H859	AQR MANAGED FUTURES STR-I #15213	4,007.30	45,162.21	40,902.34
	Invest - Other	95-6020126	922042858	VANGUARD FTSE EMERGING MARKETS ETF	6,632.00	279,671.44	250,253.58
	Invest - Other	95-6020126	77958B402	T ROWE PRICE INST FLOAT RATE #170	4,402.65	44,686.88	45,289.86
	Invest - Other	95-6020126	921937835	VANGUARD TOTAL BOND MARKET ETF	1,144.00	94,803.28	93,820.24
	Invest - Other	95-6020126	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	2,610.00	112,125.60	90,239.51
	Invest - Other	95-6020126	921943858	VANGUARD FTSE DEVELOPED ETF	8,241.00	326,426.01	302,342.64
	Invest - Other	95-6020126	74925K581	ROBOCO BP LNG/SHRT RES-INS	2,910.49	44,617.86	38,767.77
	Invest - Other	95-6020126	252645833	DIAMOND HILL LONG-SHORT FD CL I #11	2,438.20	58,443.63	40,955.21
	Invest - Other	95-6020126	949917538	WELLS FARGO ADV HI INC-INS #3110	6,371.98	46,069.44	43,513.17
	Invest - Other	95-6020126	64128R608	NEUBERGER BERMAN LONG SH-INS #1830	4,537.12	59,708.46	58,165.84
	Invest - Other	95-6020126	22544R305	CREDIT SUISSE COMM RET ST-I #2156	16,334.47	106,010.72	128,864.00
				TOTAL OTHER INVESTMENTS		2,797,061.58	2,294,400.44
				GRAND TOTAL		2,813,433.73	2,310,772.59

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

Totals										Capital Gains/Losses		Other sales		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
										716,363		889,579				26,784		0	
										0		0							
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					
1	X CORE EQUITY FUND	140995127			4/29/2011		1/22/2014	2,110	1,887					223					
2	X CORE EQUITY FUND	140995127			3/7/2012		1/22/2014	1,127	1,014					113					
3	X CORE EQUITY FUND	140995127			1/22/2010		1/22/2014	1,550	1,286					264					
4	X CREDIT SUISSE COMM RET S	22544R305			10/12/2010		4/22/2014	9,800	11,300					-1,500					
5	X CREDIT SUISSE COMM RET S	22544R305			10/12/2010		7/31/2014	32,634	40,138					-7,504					
6	X DIAMOND HILL LONG-SHORT	25264S833			8/17/2012		7/31/2014	3,487	2,661					826					
7	X DREYFUS EMG MKT DEBT LO	261980484			11/24/2010		7/31/2014	3,960	4,029					-69					
8	X DREYFUS EMG MKT DEBT LO	261980484			8/17/2012		7/31/2014	13,404	13,582					-178					
9	X DREYFUS EMG MKT DEBT LO	261980484			3/9/2012		7/31/2014	13,545	13,677					-132					
10	X DRIEHAUS ACTIVE INCOME F	262028855			7/17/2013		1/22/2014	14,107	14,003					104					
11	X DRIEHAUS ACTIVE INCOME F	262028855			7/17/2013		7/31/2014	11,277	11,288					-11					
12	X SHARES S&P MID-CAP 400 G	464287606			3/6/2012		1/22/2014	3,483	2,500					983					
13	X SHARES S&P MID-CAP 400 G	464287606			2/7/2013		4/22/2014	11,888	9,721					2,167					
14	X SHARES S&P MID-CAP 400 G	464287606			3/6/2012		4/22/2014	4,815	3,478					1,337					
15	X SHARES CORE S&P SMALL-C	464287804			10/7/2010		1/22/2014	4,045	2,219					1,826					
16	X MERGER FD SH BEN INT #260	589509108			2/11/2013		7/31/2014	12,211	11,741					470					
17	X ASG GLOBAL ALTERNATIVES	638721885			10/17/2013		1/22/2014	817	827					-10					
18	X ASG GLOBAL ALTERNATIVES	638721885			7/17/2013		1/22/2014	9,470	9,553					-83					
19	X ASG GLOBAL ALTERNATIVES	638721885			7/17/2013		7/31/2014	15,081	15,623					-542					
20	X PIMCO TOTAL RET FD-INST #	693390700			8/4/2014		9/5/2014	13,864	13,839					25					
21	X PIMCO TOTAL RET FD-INST #	693390700			8/4/2014		9/30/2014	96,058	96,677					-619					
22	X ROBECO BP LNG/SHRT RES-	74925K581			7/17/2013		1/22/2014	15,255	14,053					1,202					
23	X ROBECO BP LNG/SHRT RES-	74925K581			7/17/2013		7/31/2014	28,837	25,814					3,023					
24	X SPDR DJ WILSHIRE INTERNA	78463X863			5/2/2011		4/22/2014	3,218	3,162					56					
25	X SPDR DJ WILSHIRE INTERNA	78463X863			2/22/2010		7/31/2014	3,010	2,829					181					
26	X AMEX INDUSTRIAL SPDR	81369Y704			2/22/2010		1/22/2014	3,326	1,857					1,469					
27	X VANGUARD FTSE DEVELOPE	921943858			2/7/2013		1/22/2014	4,577	3,972					605					
28	X VANGUARD FTSE EMERGING	922042858			2/7/2013		4/22/2014	8,081	8,619					-538					
29	X VANGUARD FTSE EMERGING	922042858			2/7/2013		7/31/2014	12,587	12,577					10					
30	X VANGUARD FTSE EMERGING	922042858			8/15/2011		7/31/2014	4,036	3,974					-62					
31	X VANGUARD REIT VIPER	922908553			10/15/2013		4/22/2014	8,210	7,720					490					
32	X WELLS FARGO ADV HI INC-IN	949917538			7/17/2013		1/22/2014	24,668	25,457					-789					
33	X WELLS FARGO ADV HI INC-IN	949917538			2/21/2006		4/22/2014	22,343	23,043					-700					
34	X WELLS FARGO ADV HI INC-IN	949917538			2/9/2011		4/22/2014	2,579	2,600					-21					
35	X WELLS FARGO ADV HI INC-IN	949917538			5/3/2011		4/22/2014	2,882	2,936					-54					
36	X WELLS FARGO ADV HI INC-IN	949917538			8/17/2012		4/22/2014	25,839	26,285					-446					
37	X WELLS FARGO ADV HI INC-IN	949917538			7/17/2013		4/22/2014	5,257	5,404					-147					
38	X WELLS FARGO ADV HI INC-IN	949917538			10/17/2013		4/22/2014	3,429	3,498					-69					
39	X WELLS FARGO ADV HI INC-IN	949917538			10/17/2010		4/22/2014	2,141	2,113					28					
40	X TAXABLE TOTAL RETURN BO	991283912			2/15/2006		7/23/2014	11,317	11,195					122					
41	X TAXABLE TOTAL RETURN BO	991283912			4/21/2006		7/23/2014	28,201	27,544					657					
42	X TAXABLE TOTAL RETURN BO	991283912			6/15/2007		7/23/2014	9,987	9,787					200					
43	X TAXABLE TOTAL RETURN BO	991283912			5/7/2009		7/23/2014	24,705	23,440					1,265					
44	X TAXABLE TOTAL RETURN BO	991283912			8/7/2009		7/23/2014	11,691	11,451					240					
45	X TAXABLE TOTAL RETURN BO	991283912			10/15/2013		7/23/2014	21,377	21,659					-282					
46	X TAXABLE TOTAL RETURN BO	991283912			4/22/2014		7/23/2014	34,557	35,086					-529					
47	X TAXABLE SHORT-TERM BONI	999612906			11/7/2003		1/22/2014	5,074	5,197					-123					
48	X TAXABLE SHORT-TERM BONI	999612906			11/7/2003		4/22/2014	7,210	7,383					-173					
49	X TAXABLE SHORT-TERM BONI	999612906			5/7/2009		4/22/2014	12,071	12,209					-138					
50	X TAXABLE SHORT-TERM BONI	999612906			8/7/2009		4/22/2014	3,908	3,982					-74					
51	X TAXABLE SHORT-TERM BONI	999612906			8/15/2012		4/22/2014	9,952	10,032					-80					
52	X TAXABLE SHORT-TERM BONI	999612906			2/6/2009		8/1/2014	9,853	9,765					88					
53	X TAXABLE SHORT-TERM BONI	999612906			8/15/2012		8/1/2014	3,193	3,186					7					
54	X TAXABLE SHORT-TERM BONI	999612906			10/15/2013		9/15/2014	15,130	14,972					158					
55	X TAXABLE INTERMEDIATE TER	999708902			10/14/2005		9/15/2014	3,402	3,338					64					
56	X TAXABLE INTERMEDIATE TER	999708902			2/15/2006		9/15/2014	13,004	12,702					302					
57	X ST CTF								9,695					-9,695					
58	X LT CTF							20,701						20,701					

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

		1,154	0	0	1,154
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,154			1,154

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

		5,485	468	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WTHHELD	468	468		
2	PY EXCISE TAX DUE	2,005			
3	ESTIMATED EXCISE PAYMENTS	3,012			

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

		10	0	0	10
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	STATE AG FEE	10			10

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

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

1	Cost Basis Adjustment	1	17,428
2	Total	2	17,428

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

1	Mutual Fund Timing Difference	1	114
2	CTF Income Timing Difference	2	89
3	Undistributed CTF Capital Loss	3	11,798
4	Total	4	12,001

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

Amount		Long Term CG Distributions		Short Term CG Distributions		12,082		704,301		0		689,579		14,772		0		0		0		14,772		0		0		Gains Minus Excesses of FMV Over Adjusted Basis of Losses		14,772	
CUSIP #	Description of Property Sold	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis																			
140985127	1 CORE EQUITY FUND		4/26/2011	1/22/2014	2,110			0	1,887	223	0	0	223	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
140985127	2 CORE EQUITY FUND		3/7/2012	1/22/2014	1,127			0	1,014	113	0	0	113	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
140985127	3 CORE EQUITY FUND		11/22/2010	1/22/2014	1,550			0	1,286	264	0	0	264	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
22544R305	4 CREDIT SUISSE COMM RET ST-I #2156		10/22/2010	4/22/2014	9,800			0	11,300	-1,500	0	0	-1,500	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
22544R305	5 CREDIT SUISSE COMM RET ST-I #2156		10/22/2010	7/31/2014	32,634			0	40,138	-7,504	0	0	-7,504	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
22544R305	6 DIAMOND HILL LONG-SHORT FD CL I #1		8/17/2012	7/31/2014	3,487			0	2,661	826	0	0	826	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
26180D494	7 DREYFUS EMG MKT DEBT LOC C-I #808		11/24/2010	7/31/2014	3,950			0	4,029	-69	0	0	-69	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
26180D494	8 DREYFUS EMG MKT DEBT LOC C-I #808		8/17/2012	7/31/2014	13,404			0	13,582	-178	0	0	-178	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
26180D494	9 DREYFUS EMG MKT DEBT LOC C-I #808		3/6/2012	7/31/2014	13,545			0	13,677	-132	0	0	-132	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
26202R855	10 DRIEHAUS ACTME INCOME FUND		7/17/2013	1/22/2014	14,107			0	14,003	104	0	0	104	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
26202R855	11 DRIEHAUS ACTIVE INCOME FUND		7/17/2013	7/31/2014	11,277			0	11,288	-11	0	0	-11	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
4642R7606	12 ISHARES S&P MID-CAP 400 GROWTH		3/6/2012	1/22/2014	3,483			0	2,900	583	0	0	583	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
4642R7606	13 ISHARES S&P MID-CAP 400 GROWTH		2/7/2013	4/22/2014	11,868			0	9,721	2,167	0	0	2,167	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
4642R7606	14 ISHARES S&P MID-CAP 400 GROWTH		3/6/2012	4/22/2014	4,815			0	3,478	1,337	0	0	1,337	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
4642R7606	15 ISHARES S&P SMALL-CAP E		10/7/2010	1/22/2014	4,045			0	2,219	1,826	0	0	1,826	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
56550H108	16 MERGER FD SH BEN INT #750		2/17/2013	7/31/2014	12,211			0	11,741	470	0	0	470	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
638727885	17 ASG GLOBAL ALTERNATIVES-V #1893		10/17/2013	1/22/2014	817			0	827	-10	0	0	-10	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
638727885	18 ASG GLOBAL ALTERNATIVES-V #1893		7/17/2013	1/22/2014	9,470			0	9,553	-83	0	0	-83	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
638727885	19 ASG GLOBAL ALTERNATIVES-V #1893		7/17/2013	7/31/2014	15,081			0	15,623	-542	0	0	-542	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
693390700	20 PIMCO TOTAL RET FD-INST #35		8/4/2014	9/5/2014	13,864			0	13,839	25	0	0	25	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
693390700	21 PIMCO TOTAL RET FD-INST #35		8/4/2014	9/30/2014	96,058			0	96,877	-619	0	0	-619	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
74925K581	22 ROBECO BP LONGSHIRT RES-INS		7/17/2013	1/22/2014	15,255			0	14,053	1,202	0	0	1,202	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
74925K581	23 ROBECO BP LONGSHIRT RES-INS		7/17/2013	7/31/2014	28,837			0	25,814	3,023	0	0	3,023	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
78463X063	24 SPDR DJ WILSHIRE INTERNATIONAL R		5/2/2011	4/22/2014	3,218			0	3,162	56	0	0	56	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
78463X063	25 SPDR DJ WILSHIRE INTERNATIONAL R		5/2/2011	7/31/2014	3,010			0	2,829	181	0	0	181	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
81359V704	26 AMEX INDUSTRIAL SPDR		2/22/2010	1/22/2014	3,326			0	1,857	1,469	0	0	1,469	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
821943A58	27 VANGUARD FTSE DEVELOPED ETF		2/7/2013	1/22/2014	4,577			0	3,972	605	0	0	605	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
822042856	28 VANGUARD FTSE EMERGING MARKET		2/7/2013	4/22/2014	8,081			0	8,619	-538	0	0	-538	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
822042856	29 VANGUARD FTSE EMERGING MARKET		2/7/2013	7/31/2014	12,547			0	12,577	-30	0	0	-30	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
822042856	30 VANGUARD FTSE EMERGING MARKET		8/15/2011	7/31/2014	4,036			0	3,974	62	0	0	62	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
82260R553	31 VANGUARD REIT VIPER		10/15/2013	4/22/2014	8,210			0	7,720	490	0	0	490	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
849917538	32 WELLS FARGO ADV HINC-INS #3110		7/17/2013	1/22/2014	24,688			0	25,457	-769	0	0	-769	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
849917538	33 WELLS FARGO ADV HINC-INS #3110		2/21/2006	4/22/2014	22,343			0	23,043	-700	0	0	-700	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
849917538	34 WELLS FARGO ADV HINC-INS #3110		2/8/2011	4/22/2014	2,579			0	2,600	-21	0	0	-21	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
849917538	35 WELLS FARGO ADV HINC-INS #3110		5/2/2011	4/22/2014	2,882			0	2,938	-54	0	0	-54	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
849917538	36 WELLS FARGO ADV HINC-INS #3110		8/17/2012	4/22/2014	5,257			0	26,285	-446	0	0	-446	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
849917538	37 WELLS FARGO ADV HINC-INS #3110		7/17/2013	4/22/2014	3,429			0	3,468	-69	0	0	-69	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
849917538	38 WELLS FARGO ADV HINC-INS #3110		10/17/2013	4/22/2014	2,141			0	2,113	28	0	0	28	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
849917538	39 WELLS FARGO ADV HINC-INS #3110		2/15/2006	7/3/2014	11,317			0	11,195	122	0	0	122	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
891263912	40 AXABLE TOTAL RETURN BOND FUND		4/21/2006	7/3/2014	28,201			0	27,544	657	0	0	657	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
891263912	41 AXABLE TOTAL RETURN BOND FUND		6/15/2007	7/3/2014	9,997			0	9,787	200	0	0	200	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
891263912	42 AXABLE TOTAL RETURN BOND FUND		5/7/2009	7/3/2014	24,705			0	23,440	1,265	0	0	1,265	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
891263912	43 AXABLE TOTAL RETURN BOND FUND		8/7/2009	7/3/2014	11,691			0	11,451	240	0	0	240	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
891263912	44 AXABLE TOTAL RETURN BOND FUND		10/15/2013	7/3/2014	21,377			0	21,659	-282	0	0	-282	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
891263912	45 AXABLE TOTAL RETURN BOND FUND		4/22/2014	7/3/2014	34,557			0	35,086	-529	0	0	-529	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
896812808	46 AXABLE SHORT TERM BOND FUND		1/17/2003	4/22/2014	5,074			0	5,197	-123	0	0	-123	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
896812808	47 AXABLE SHORT TERM BOND FUND		5/7/2009	4/22/2014	7,210			0	7,383	-173	0	0	-173	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
896812808	48 AXABLE SHORT TERM BOND FUND		11/7/2003	4/22/2014	12,071			0	12,209	-138	0	0	-138	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
896812808	49 AXABLE SHORT TERM BOND FUND		5/7/2009	4/22/2014	3,908			0	3,982	-74	0	0	-74	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
896812808	50 AXABLE SHORT TERM BOND FUND		8/15/2012	4/22/2014	9,952			0	10,032	-80	0	0	-80	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
896812808	51 AXABLE SHORT TERM BOND FUND</																														

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

	Date		Amount
1 Credit from prior year return		1	
2 First quarter estimated tax payment	4/10/2014	2	753
3 Second quarter estimated tax payment	5/7/2014	3	753
4 Third quarter estimated tax payment	8/11/2014	4	753
5 Fourth quarter estimated tax payment	11/12/2014	5	753
6 Other payments		6	
7 Total		7	3,012

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

		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N.A. Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	35,328		
										35,328	0	0

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

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	63,055
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	63,055