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Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

2014

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

Open to Public Inspection

For calendar year 2014 or tax year beginning , 2014, and ending , 20

Name of foundation
AUGUST CLOUSE TR U/W CHARITABLE 03-1169

Number and street (or P O box number if mail is not delivered to street address) Room/suite
PO BOX 0634

City or town, state or province, country, and ZIP or foreign postal code
MILWAUKEE, WI 53201-0634

A Employer identification number
31-6021973

B Telephone number (see instructions)
513-632-4426

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

G Check all that apply:
 Initial return
 Final return
 Address change
 Initial return of a former public charity
 Amended return
 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) **\$ 10,761,536.**

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

ENVELOPE POSTMARK DATE MAY 14 2015

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	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	345,802.	338,807.	6,997.	STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	733,134.			
	b Gross sales price for all assets on line 6a	1,724,245.			
	7 Capital gain net income (from Part IV, line 2)		733,134.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	1,078,936.	1,071,941.	6,997.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	125,142.	112,628.		12,514.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule) STMT 6	2,131.	NONE	NONE	2,131.
	b Accounting fees (attach schedule) STMT 7	1,500.	NONE	NONE	1,500.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 8	10,053.	5,162.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 9	200.			200.
	24 Total operating and administrative expenses. Add lines 13 through 23.	139,026.	117,790.	NONE	16,345.
	25 Contributions, gifts, grants paid	493,440.			493,440.
26 Total expenses and disbursements. Add lines 24 and 25	632,466.	117,790.	NONE	509,785.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	446,470.				
b Net investment income (if negative, enter -0-)		954,151.			
c Adjusted net income (if negative, enter -0-)			6,997.		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing		3,889.	3,889.
	2	Savings and temporary cash investments	146,681.	90,418.	90,418.
	3	Accounts receivable ▶ 4,550.			
		Less allowance for doubtful accounts ▶		4,550.	
	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 ▶ NONE			
	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) STMT 10.	787,215.	925,983.	5,553,995.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶ (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule) STMT 18.	4,799,467.	5,162,826.	5,165,633.	
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶ (attach schedule)				
15	Other assets (describe ▶ STMT 19)	38.	26.	-52,399.	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	5,733,401.	6,187,692.	10,761,536.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)			NONE	
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, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	5,733,401.	6,187,692.	
	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)	5,733,401.	6,187,692.		
31	Total liabilities and net assets/fund balances (see instructions)	5,733,401.	6,187,692.		

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	5,733,401.
2	Enter amount from Part I, line 27a	2	446,470.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 20	3	7,821.
4	Add lines 1, 2, and 3	4	6,187,692.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,187,692.

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 PUBLICLY TRADED SECURITIES				
b				
c				
d				
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 1,724,225.		991,091.	733,134.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))
(i) 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			733,134.	
b				
c				
d				
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	733,134.
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	

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))
2013			
2012			
2011			
2010			
2009			

2 Total of line 1, column (d) **2**

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**

4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5 **4**

5 Multiply line 4 by line 3 **5**

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

7 Add lines 5 and 6 **7**

8 Enter qualifying distributions from Part XII, line 4 **8**
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)

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits and payments. Values include 19,083, 12,328, 6,755, and NONE.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question number, Yes, and No. Includes sub-rows 4a-4b and 8a-8b. Marked with 'X' for 'No' responses.

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 ▶ <u>N/A</u>	13	X	
14	The books are in care of ▶ <u>US BANK NA</u> Telephone no ▶ <u>(513) 632-4292</u> Located at ▶ <u>425 WALNUT ST, CINCINNATI, OH</u> ZIP+4 ▶ <u>45201-1118</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ <u>15</u>			
16	At any time during calendar year 2014, 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?	16	Yes	No
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22 1) If "Yes," enter the name of the foreign country ▶			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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here ▶ <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 2014?	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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <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)	2b	X
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 2014 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 2014)	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 2014?	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 4945(d)(4)(A)? (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

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
US BANK PO BOX 1118, CINCINNATI, OH 45201-1118	TRUSTEE 2	125,142.	-0-	-0-

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

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

Total number of other employees paid over \$50,000 **NONE**

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		NONE
Total number of others receiving over \$50,000 for professional services ▶		NONE

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 ▶	

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	10,620,871.
b	Average of monthly cash balances	1b	99,789.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	10,720,660.
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	NONE
3	Subtract line 2 from line 1d	3	10,720,660.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	160,810.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,559,850.
6	Minimum investment return Enter 5% of line 5	6	527,993.

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	527,993.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	19,083.
b	Income tax for 2014. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	19,083.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	508,910.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	508,910.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	508,910.

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	509,785.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	509,785.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	509,785.

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				508,910.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			493,559.	
b Total for prior years 20 <u>12</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2014				
a From 2009	NONE			
b From 2010	NONE			
c From 2011	NONE			
d From 2012	NONE			
e From 2013	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ <u>509,785.</u>				
a Applied to 2013, but not more than line 2a			493,559.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2014 distributable amount				16,226.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2014 <i>(If an amount appears in column (d), the same amount must be shown in column (a))</i>	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				492,684.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	NONE			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2010	NONE			
b Excess from 2011	NONE			
c Excess from 2012	NONE			
d Excess from 2013	NONE			
e Excess from 2014	NONE			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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 2014, 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) 2014	(b) 2013	(c) 2012	(d) 2011	
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))

N/A

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

N/A

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 Paid during the year				
SOCIETY FOR THE PROPAGATION OF THE FAITH 70 W. 36TH ST #8 NEW YORK NY 10018-1256	NONE	CHARITABLE	CHARITABLE	49,344.
MARYKNOLL FATHERS PO BOX 306 MARYKNOLL NY 10545-0306	NONE	CHARITABLE	CHARITABLE	49,344.
MISSION OF OUR LADY OF MERCY 1140 W JACKSON BLVD CHICAGO IL 60607-2906	NONE	CHARITABLE	CHARITABLE	49,344.
DIVINE WORD MISSIONARIES MISSION OFFICE P.O. BOX 6099 TECHNY IL 60082-6099	NONE	CHARITABLE	CHARITABLE	49,344.
SOCIETY OF THE DIVINE SAVIOR 1303 MILWAUKEE DRIVE NEW HOLSTEIN WI 53061	NONE	CHARITABLE	CHARITABLE	49,344.
PRIESTS OF THE SACRED HEART ATTN: DEVELOPMENT PO BOX 367 HALES CORNERS WI 53130	NONE	CHARITABLE	CHARITABLE	49,344.
ST JOSEPHS INDIAN SCHOOL 1301 N MAIN ST. P.O. BOX 100 CHAMBERLAIN SD	NONE	CHARITABLE	CHARITABLE	49,344.
BOYS TOWN P.O. BOX 145 BOYS TOWN NE 68010	NONE	CHARITABLE	CHARITABLE	49,344.
ST AUGUSTINES INDIAN MISSION PO BOX GG WINNEBAGO NE 68071	NONE	CHARITABLE	CHARITABLE	49,344.
SAINT MARTIN DE PORRES MISSION 2229 HAMPTON STREET COLUMBIA SC 29240-4187	NONE	CHARITABLE	CHARITABLE	49,344.
Total			3a	493,440.
b Approved for future payment				
Total			3b	

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash, (2) Other assets. b Other transactions: (1) Sales of assets to a noncharitable exempt organization, (2) Purchases of assets from a noncharitable exempt organization, (3) Rental of facilities, equipment, or other assets, (4) Reimbursement arrangements, (5) Loans or loan guarantees, (6) Performance of services or membership or fundraising solicitations. c Sharing of facilities, equipment, mailing lists, other assets, or paid employees. d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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

Paid Preparer Use Only: Print/Type preparer's name, Preparer's signature, Date, Check self-employed if, PTIN, Firm's name, Firm's address, Firm's EIN, Phone no.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES
 =====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
AZZ INCORPORATED	13.		
AARONS INC	20.		
ABAXIS INC	21.		
ABERDEEN FDS EMRGN	8,289.	8,289.	
ACTIVISION BLIZZARD INC	63.	63.	
ALLEGHENY TECHNOLOGIES INC	46.	46.	
AMERICAN EQUITY INVT LIFE HL	33.	33.	
AMERICAN STATES WATER CO	21.	21.	
AMERICAN TOWER CORP	50.	50.	
AMTRUST FINANCIAL SERVICES	34.	34.	
ARCTIC CAT INC	16.	16.	
ASHFORD HOSPITALITY TR INC	214.	214.	214.
ASTORIA FINANCIAL CORP	20.		
CR BARD INC	15.		
BBCN BANCORP INC	32.		
BORG WARNER INC	43.		
BRANDYWINE REALTY TRUST	65.		
BUCKLE INC	72.		
CF INDUSTRIES HOLDINGS INC	50.		
CNO FINANCIAL GROUP INC	44.		
CSX CORP	79.		
CAMDEN PPTY TR SBI	97.		
CARTERS INC	39.		
CELADON GROUP INC	3.		
CHEMICAL FINANCIAL CORP	32.		
CHESAPEAKE LODGING TRUST	48.		
CHURCH AND DWIGHT CO INC	66.		
CINEMARK HLDGS INC	57.		
CINTAS CORP	197.	197.	
CLARCOR INC	47.	47.	
COACH INC	22.	22.	
COHEN STEERS INC	40.	31.	9.
GG8816 L691 05/07/2015 13:04:32			STATEMENT 1

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES
 =====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
-----	-----	-----	-----
COMMUNITY TR BANCORP INC	24.		24.
COMPUTER PROGRAMS & SYSTEMS	229.		229.
COOPER COS INC	2.		2.
CRANE CO	29.		29.
CUMMINS INC.	103.		103.
D R HORTON INC	23.		23.
DSW INC CL A	37.		37.
DARDEN RESTAURANTS INC	92.		92.
DONALDSON CO INC	57.		57.
EASTMAN CHEM CO	70.		70.
EATON VANCE CORP	49.		49.
ENERSYS	33.		33.
EQUIFAX INC	52.		52.
EXXON MOBIL CORP	22,068.		22,068.
F E I CO	43.		43.
FLIR SYSTEMS INC	62.		62.
F M C CORPORATION	29.		29.
FACTSET RESEARCH SYSTEMS INC	56.		56.
FIFTH THIRD BANCORP	3,968.		3,968.
FINANCIAL ENGINES INC	26.		26.
FIRST AMERICAN PRIME OBLIG FUND CL Y	16.		16.
FIRSTMERIT CORP	56.		56.
FORRESTER RESH INC	74.		74.
G A T X CORP	27.		27.
GENERAL ELEC CO	20,275.		20,275.
GLOBAL PAYMENTS INC	2.		2.
GRAINGER W W INC	58.		58.
OAKMARK GLOBAL FUND CL I	4,437.		4,437.
HEARTLAND EXPRESS INC	18.		18.
H E I C O CORPORATION CL A	68.		68.
JACK HENRY ASSOCIATES INC	56.		56.
HITTITE MICROWAVE CORP	66.		66.
HUBBELL INC CL B	65.		65.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
HUMANA INC	19.		
HUNT J B TRANS SVCS INC	28.		
HUNTINGTON INGALLS INDUSTRIE	44.		
INGREDION INC	81.		
INTEGRATED SILICON SOLUTION INC	13.		
INTEL CORP	2,700.	2,700.	
INTEGRYS ENERGY GROUP INC	78.		
INTERCONTINENTAL EXCHANGE IN	27.		
INTERNATIONAL GAME TECHNOLOGY	35.		
INTUIT INC	43.		
ISHARES MSCI EAFE ETF	38,776.	38,776.	
ISHARES DOW JONES US REAL ESTATE ETF	2,616.	2,616.	
ISHARES S P U S PREFERRED STOCK ETF	8,733.	8,733.	
JOY GLOBAL INC	28.		
J2 GLOBAL INC	40.		
KEYCORP NEW COM	63.		
LA Z BOY INC	18.		
LAKELAND FINANCIAL CORP	28.		
LITHIA MOTORS INC CL A	13.		
LITTELFUSE INC	21.		
MASCO CORP COM W/RIGHTS ATTACHED EXP 12/	31.		
MATTEL INC	154.		123.
MAXIMUS INC	8.		
MENTOR GRAPHICS CORP	14.		
MERCADOLIBRE INC	32.		
MERCK AND CO INC	2,628.	2,628.	
MICROSOFT CORP	2,875.	2,875.	
MONRO MUFFLER BRAKE INC	44.		
MORNINGSTAR INC	39.		
MURPHY OIL CORP	36.		
NORTHERN TR CORP	56.		
NUVEEN HIGH INCOME BOND FD CL I	16,315.	16,315.	
NUVEEN STRATEGIC INCOME I	32,222.	32,222.	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
NUVEEN REAL ESTATE SECS I	13,427.	13,427.	
NUVEEN DIVIDEND VALUE FUND CLASS I	3,205.	3,205.	
NUVEEN INTERMEDIATE GOVT BD FD CL I	8,356.	7,824.	532.
NUVEEN INTL SELECT FD CL I	15,186.	15,186.	
NUVEEN LARGE CAP GRWTH OPP CL I	1,791.	1,791.	
NUVEEN INTERNATIONAL GROWTH I	401.	401.	
OCEANEERING INTERNATIONAL INC	54.	54.	
OMEGA FLEX INC	67.	67.	
ONEOK INC	58.	58.	
PENNYMAC MTG INV TR	50.	50.	
POOL CORPORATION	39.	39.	
PRICE SMART INC	30.	30.	
PRIMORIS SERVICES CORP	9.	9.	
PROCTER & GAMBLE CO	89,137.	89,137.	
PROGRESSIVE CORP	296.	296.	
PROTECTIVE LIFE CORP	90.	90.	
RAYMOND JAMES FINL INC	84.	84.	
REINSURANCE GROUP AMERICA	37.	37.	
ROSS STORES INC	64.	64.	
T ROWE PRICE INTL GR&INC FD	8,207.	8,207.	38.
SABRA HEALTH CARE REIT INC	60.	22.	
THE SCOTT'S MIRACLE GRO COMPANY	56.	56.	
SCRIPPS NETWORKS INTERACTIVE INC	38.	38.	
SEALED AIR CORP NEW COM	52.	52.	
UTILITIES SELECT SECTOR SPDR ETF	5,271.	5,271.	
SIGMA ALDRICH CORP COM	34.	34.	
SINCLAIR BROADCAST GROUP INC A	34.	34.	
SKYWORKS SOLUTIONS INC	39.	39.	
SMITH A O CORP	44.	44.	
SNAP ON INC	54.	54.	
SONOCO PRODS CO	74.	74.	
SUMMIT HOTEL PROPERTIES INC	48.		48.
T J X COS INC NEW	70.	70.	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES
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DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
-----	-----	-----	-----
TAL INTL GROUP INC	95.		95.
TECHNE CORP	92.		
TEREX CORP	12.		
TEXAS ROADHOUSE INC	127.		
THOR INDUSTRIES INC	36.		
TRIUMPH GROUP INC	5.		
URS CORPORATION	34.		
UBIQUITI NETWORKS INC	10.		
UNION BANKSHARES CORP	13.		
V F CORP	2,166.	2,166.	
VALSPAR CORP	68.		
VANGUARD REIT ETF	17,769.	11,852.	5,918.
VERIZON COMMUNICATIONS	8,560.	8,560.	
WESBANCO INC	32.		
WILLIAMS SONOMA INC	71.		
WILSHIRE BANCORP INC	30.		
WINTRUST FINANCIAL CORP	17.		
WOLVERINE WORLD WIDE INC	34.		
XILINX INC	83.		
NABORS INDUSTRIES LTD	9.		
RENAISSANCERE HLDGS LTD COM	16.		
CORE LABORATORIES N V	45.		
TOTAL	345,802.	338,807.	6,997.
	=====	=====	=====

FORM 990PF, PART I - LEGAL FEES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES	2,131.			2,131.
TOTALS	2,131.	NONE	NONE	2,131.

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEES	1,500.			1,500.
TOTALS	1,500.	NONE	NONE	1,500.

FORM 990PF, PART I - TAXES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	7.	7.
FEDERAL ESTIMATES - PRINCIPAL	4,891.	
FOREIGN TAXES ON QUALIFIED FOR	4,664.	4,664.
FOREIGN TAXES ON NONQUALIFIED	491.	491.
TOTALS	10,053.	5,162.

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FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
OTHER NON-ALLOCABLE EXPENSE -	200.	200.
TOTALS	----- 200. =====	----- 200. =====

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FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
EXXON MOBIL CORP 9400 SH	13,145.	9,789.	647,150.
FIFTH THIRD BANCORP 8083 SH	4,168.		
GENERAL ELECTRIC CO 23,040 SH	20,820.	20,820.	582,221.
INTEL CORP 3,000 SH	63,059.	63,059.	108,870.
MERCK AND CO INC NEW 1493 SH	54,702.	54,702.	84,787.
MICROSOFT CORP 2,500 SH	62,924.	62,924.	116,125.
PROCTER & GAMBLE CO. 35200 SH	26,376.	25,402.	3,087,951.
V F CORP 700 SH	37,187.	37,187.	146,504.
VERIZON COMMUNICATIONS 4,000 S	108,280.	89,331.	154,374.
ALLEGHENY TECHNOLOGIES INC.128	5,722.		
AMERICAN TOWER CORP 151 SH	6,218.	82.	198.
ASTORIA FINL CORP 250 SH	3,827.		
AUTODESK INC. 77 SH	2,318.		
BORG WARNER INC. 168 SH	3,287.	65.	110.
BOSTON PPTYS INC. 43 SH	3,291.	306.	515.
COVANACE INC. 67 SH	3,578.		
CSX CORP 255 SH	4,571.		
CUMMINS INC. 82 SH	5,757.		
D R HORTON INC. 303 SH	3,856.	52.	101.
DARDEN RESTAURANTS INC. 84 SH	3,686.		
EASTMAN CHEM CO. 99 SH	3,106.	31.	76.
EATON VANCE CORP 112 SH	3,748.		
EXPRESS SCRIPTS HLDGS 156 SH	8,097.		
G A T X CORP 81 SH	2,472.		
GLOBAL PAYMENTS INC. 61 SH	2,586.	42.	81.
INTEGRYS ENERGY GROUP 57 SH	2,760.		
INTERCONTINENTAL EXCHANGE 42 S	4,829.		
INTERNATIONAL GAME TECH 161 S	3,357.		
INTUIT INC. 110 SH	4,038.	73.	184.

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FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	----
JOY GLOBAL INC 75 SH	3,728.		
KEYCORP NEW 505 SH	4,038.	139.	236.
MASCO CORP 201 SH	2,917.	44.	76.
MATTEL INC. 199 SH	4,440.	122.	93.
NEWFIELD EXPL CO 149 SH	6,876.	690.	786.
NORTHERN TR CORP 59 SH	3,112.		
ONEOK INC. 56 SH	1,289.	80.	199.
PROGRESSIVE CORP 198 SH	4,043.		
RAYMOND JAMES FINL INC. 112 SH	3,108.	4,920.	8,536.
REINSURANCE GROUP AMERICA 59 S	2,872.	97.	175.
SNAP ON INC. 60 SH	2,876.	45.	137.
SYNOPSYS INC. 138 SH	3,014.	4,856.	8,085.
SCOTTS MIRACLE GRO CO 64 SH	2,947.		
TJX COMPANIES INC. 211 SH	4,591.	131.	411.
URS CORPORATION 78 SH	3,648.		
VALSPAR CORP 128 SH	4,102.	96.	259.
FLEXTRONICS INTERN'T'L LTD 512	3,518.	324.	492.
AARONS INC. 315 SH	8,079.	232.	245.
ABAXIS INC. 214 SH	5,303.		
ANSYS INC. 101 SH	4,472.	4,384.	8,118.
COHEN & STEERS INC. 90 SH	2,121.		
COPART INC. 268 SH	6,030.	184.	365.
FACTSET RESEARCH SYSTEMS 75 SH	6,587.		
FLIR SYSTEMS INC. 310 SH	7,999.		
H E I C O CORP CL A 166 SH	2,745.	66.	189.
HEARTLAND EXPRESS INC. 307 SH	4,490.	2,932.	5,348.
HITTITE MICROWAVE CORP 219 SH	10,635.		
MORNINGSTAR INC. 114 SH	5,571.		
OMEGA FLEX INC. 157 SH	2,226.		

AUGUST CLOUSE TR U/W CHARITABLE 03-1169

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FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
POOL CORPORATION 93 SH	2,099.	75.	190.
TECHNE CORP. 148 SH	9,310.		
WHITING PETROLEUM CORP 72 SH	4,156.		
XILINX INC. 154 SH	4,555.		
NABORS INDUS. LTD. 231 SH	4,117.		
AAON INC. 210 SH	2,819.		
FINANCIAL ENGINES INC. 127 SH	2,456.	1,963.	3,765.
HIBBETT SPORTS INC. 223 SH	10,105.		
MERCADOLIBRE INC. 103 SH	7,392.		
NVE CORP. 205 SH	10,787.	55.	71.
PRICE SMART INC. 85 SH	4,741.		
SIRONA DENTAL SYS. INC. 175 SH	9,741.	86.	175.
ACTIVISION BLIZZARD INC 313 SH	3,534.	34.	60.
AKAMAI TECHNOLOGIES INC 94 SH	3,514.		
CBRE GROUP INC 192 SH	3,421.		
MEDNAX INC. 102 SH	3,506.	69.	132.
MURPHY OIL CORP. 58 SH	3,125.		
PROTECTIVE LIFE CORP 125 SH	3,502.	2,045.	5,084.
SEALED AIR CORP. 197 SH	3,473.	71.	170.
CHEFS WAREHSE HOLDGS 656 SH	10,489.	300.	484.
FORRESTER RESH INC 230 SH	6,739.		
MONRO MUFFLER BRAKE 180 SH	6,210.	143.	231.
CF INDUSTRIES HOLDINGS 25 SH	5,250.		
COACH INC. 65 SH	3,977.		
CR BARD INC. 34 SH	2,826.	166.	333.
ECHOSTAR CORP 105 SH	4,062.		
HUMANA INC. 35 SH	2,609.		
HUNTINGTON INGALLS IND 44 SH	2,966.	2,966.	4,948.
SONOCO PRODS CO. 117 SH	4,011.		

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FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
STIFEL FINL CORP 110 SH	4,330.	197.	255.
RENAISSANCE RE HOLDGS 49 SH	4,693.	192.	194.
CLARCOR INC. 138 SH	7,878.		
COMPUTER PROG & SYS 201 SH	10,897.		
HUB GROUP INC CL A 224 SH	8,236.		
VISTAPRINT NV 122 SH	6,547.		
ALERE INC		3,333.	3,496.
ALLIANCE DATA SYSTEMS CORP		7,212.	8,009.
AMERICAN AXLE & MFG HLDGS INC		3,289.	3,931.
AMERICAN EQUITY INVT LIFE HL		3,856.	4,758.
AMERICAN STATES WATER CO		1,485.	1,883.
AMN HEALTHCARE SVCS INC		1,421.	2,489.
AMSURG CORP		1,250.	1,423.
AMTRUST FINANCIAL SERVICES		3,505.	4,725.
ARCTIC CAT		2,212.	2,237.
ARRIS GROUP INC		2,224.	2,053.
ASHFORD HOSPITALITY TR INC		2,612.	2,536.
ASHFORD INC		112.	188.
ATWOOD OCEANICS INC		3,641.	2,071.
AUXILIUM PHARMACEUTICALS INC		2,336.	3,714.
AZZ INCORPORATED		1,930.	2,064.
BBNC BANCORP INC		2,504.	2,315.
BIO TECHNE CORP		61.	92.
BLUCORA INC		1,976.	1,440.
BOISE CASCADE CO		2,867.	4,049.
BRANDYWINE REALTY TRUST		3,466.	3,596.
BUCKLE INC		7,388.	8,613.
BUFFALO WILD WINGS INC		3,133.	3,788.
CAMDEN PPTY TR SBI		7,422.	7,753.

AUGUST CLOUSE TR U/W CHARITABLE 03-1169

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FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
CARDTRONICS INC		2,885.	3,897.
CARMIKE CINEMAS INC		3,581.	2,706.
CARTERS INC		7,348.	8,906.
CELADON GROUP INC		1,678.	1,702.
CENTENE CORP		4,184.	5,919.
CHEMICAL FINANCIAL CORP		1,876.	2,022.
CHESAPEAKE LODGING TRUST		2,358.	2,977.
CHURCH AND DWIGHT CO INC		7,316.	8,354.
CINEMARK HLDGS INC		3,545.	4,021.
CINTAS CORP		7,219.	9,099.
CNO FINANCIAL CORP		4,206.	4,253.
COMMUNITY TR BANCORP		1,417.	1,501.
COOPER COS INC		7,305.	9,077.
CRANE CO		3,231.	2,583.
CYBERONICS		3,069.	3,007.
DONALDSON CO INC		7,097.	6,644.
DSW INC CL A		1,711.	2,462.
ELECTRONICS FOR IMAGING		3,386.	3,641.
ELLIE MAE INC		27.	40.
EMERGENT BIOSOLUTIONS INC		2,144.	2,696.
ENANTA PHARMACEUTICALS INC		829.	1,068.
ENERSYS		4,347.	3,888.
ENTEGRIS INC		2,979.	3,395.
EQUIFAX		7,264.	8,330.
FEI CO		7,141.	7,770.
FMC CORPORATION		7,306.	5,418.
F5 NETWORKS INC		7,265.	8,611.
FINISAR CORPORATION		3,046.	2,523.
FIRSTMERIT CORP		3,348.	3,306.

AUGUST CLOUSE TR U/W CHARITABLE 03-1169

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FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
GRAINGER W W INC		7,130.	6,882.
GRAND CANYON EDUCATION INC		3,181.	3,406.
GRAPHIC PACKAGING HLDG CO		4,482.	5,353.
HAIN CELESTRIAL GROUP INC		7,444.	9,443.
HANGER INC		2,885.	2,124.
HEXCEL CORP NEW		7,330.	7,385.
HILLTOP HOLDINGS INC		4,311.	4,249.
HUBBEL INC CL B		7,207.	6,517.
HUNT J B TRANS SVCS INC		5,314.	5,813.
IDEXX LABS INC		7,328.	8,303.
IGATE CORPORATION		2,927.	3,474.
INGREDION INC		7,285.	8,145.
INTEGRATED SILICON SOLUTIONS		1,629.	1,839.
J2 GLOBAL INC		3,348.	4,402.
JACK HENRY ASSOCIATES INC		7,352.	7,892.
JARDEN CORP		7,342.	9,241.
JETBLUE AIRWAYS CORP		3,609.	5,551.
KAPSTONE PAPER AND PACKAGING		2,086.	2,052.
KORN FERRY INTL		3,782.	3,566.
LA Z BOY INC		3,058.	3,382.
LAKELAND FINANCIAL CORP		2,393.	2,869.
LITHIA MOTORS INC CL A		3,225.	3,554.
LITTLEFUSE INC		3,527.	3,963.
MADDEN STEVEN LTD		2,988.	2,897.
MASTEC INC		11,444.	7,891.
MATRIX SERVICE CO		3,053.	2,165.
MAXIMUS INC		4,101.	5,045.
MEDASSETS INC		3,922.	3,359.
MENTOR GRAPHICS		2,812.	2,981.

AUGUST CLOUSE TR U/W CHARITABLE 03-1169

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FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
MICROSEMI CORP		2,867.	3,264.
MOOG INC CLASS A		3,269.	3,405.
MYR GROUP INC DELAWARE		1,427.	1,562.
MYRIAD GENETICS INC		2,362.	2,282.
NETGEAR INC		1,209.	1,316.
O REILLY AUTOMATIVE INC		7,335.	9,438.
OCEANEERING INTERNATIONAL INC		7,393.	5,881.
ORBITAL SCIENCES CORP		4,022.	4,060.
PAREXEL INTL CORP		7,406.	7,890.
PENNYMAC MTG INV TR		1,007.	1,012.
PRIMORIS SERVICES CORP		3,491.	2,789.
ROSETTA RESOURCES INC		3,552.	1,673.
ROSS STORES INC		7,311.	10,086.
SABRA HEALTH CARE REIT INC		2,408.	2,521.
SANCHEZ ENERGY CORP		2,478.	687.
SAPIENT CORP		2,705.	4,180.
SCHEIN HENRY CORP		7,178.	8,169.
SCRIPPS NETWORKS INTERACTIVE I		7,290.	7,151.
SIGMA ALDRICH CORP		7,216.	10,021.
SIGNATURE BK		7,446.	7,810.
SILICON IMAGE INC		1,399.	1,474.
SINCLAIR BROADCAST GROUP INC A		3,086.	2,791.
SKYWORKS SOLUTIONS INC		7,488.	11,706.
SMITH A O CORP		7,248.	8,349.
SPIRIT AIRLINES INC		3,878.	4,837.
STONE ENERGY CORP		3,981.	1,553.
SUMMIT HOTEL PROPERTIES		2,075.	2,538.
SWIFT TRANSPORTATION CO		3,305.	3,865.
SYNAPTICS INC		3,019.	3,167.

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FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
TAL INTL GROUP INC		2,806.	2,876.
TENNECO AUTOMOTIVE INC		5,036.	4,416.
TEREX CORP		3,061.	2,175.
TEXAS ROADHOUSE INC		10,803.	14,247.
THOR INDUSTRIES		4,362.	4,023.
THORATEC CORP		2,801.	2,727.
TRIMAS CORP		3,110.	2,816.
TRIUMPH GROUP INC		4,791.	4,571.
UBIQUITI NETWORKS INC		2,003.	1,689.
UNION BANKSHARES CORP		1,106.	1,060.
UNISYS CORPORATION		2,194.	2,801.
VCA INC		3,973.	5,609.
WABASH NATL CORP		3,311.	2,979.
WESBANCO INC		2,157.	2,540.
WESTERN ALLIANCE BANCOPR		4,536.	5,310.
WILLIAM SONOMA INC		7,262.	8,098.
WILSHIRE BANCOPR INC		3,065.	3,009.
WINTRUST FINANCIAL CORP		3,751.	3,975.
WOLVERINE WORLD WIDE INC		7,400.	8,311.
CORE LABORATORIES N V		7,197.	5,415.
TOTALS	787,215.	925,983.	5,553,995.

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FORM 990PF, PART II - OTHER INVESTMENTS

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DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
NUVEEN INTERM. GOVT BD FD CL I	C	580,115.	560,359.	567,276.
NUVEEN INTERN'T'L SELECT FD CL	C	200,000.	200,000.	128,940.
NUVEEN LARGE CAP GRWTH OPP CL	C	131,361.	94,326.	154,445.
I SHARES MSCI EAFE INDEX FD ET	C	1,066,697.	1,066,697.	973,440.
UTILITIES SELECT SECTOR SPDR	C	104,755.	104,755.	165,270.
ABERDEEN FDS EMRGN MKT INSTL	C	500,000.	500,000.	463,170.
CREDIT SUISSE COMM RET ST CO	C	92,000.	92,000.	74,019.
NUVEEN DIVIDEND VALUE FUND	C	129,373.	129,373.	118,803.
NUVEEN HIGH INCOME BOND FD	C	233,003.	233,003.	224,056.
NUVEEN REAL ESTATE SECS I	C	385,000.	273,726.	307,600.
NUVEEN STRATEGIC INCOME FD	C	522,288.	483,253.	561,857.
IPATH DJ UBS COMM	C	120,519.	120,519.	97,537.
ISHARES DJ US REAL ESTATE	C	248,278.		
OAKMARK GLOBAL FUND	C	243,039.	243,039.	236,631.
T ROWE PRICE INTL GR&INC	C	243,039.	243,039.	222,517.
VANGUARD REIT ETF	C		636,836.	686,637.
ISHARES SP US PREFERRED STOCK	C		181,901.	183,435.
TOTALS		4,799,467.	5,162,826.	5,165,633.

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FORM 990PF, PART II - OTHER ASSETS

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DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
CALL ON PG 1/6/14@83.200	-11,893.		
PUT ON PG 1/6/14@ 56.600	-3,088.		
PUT ON PG 1/6/14@ 68.240	15,005.		
CALL ON PG 2/18/14@ 83.270	-16,262.		
PUT ON PG 2/18/14@68.190	16,276.		
CALL ON PG 1/09/15 @ 88.840		-4,721.	-38,305.
CALL ON PG 3/10/15 @ 93.740		-11,129.	-15,660.
PUT ON PG 1/9/15 @ 73.050		4,733.	
PUT ON PG 3/10/15 @ 78.670		11,143.	1,566.
TOTALS	38.	26.	-52,399.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

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DESCRIPTION -----	AMOUNT -----
WASH SALE ADJUSTMENT	86.
RETURN OF CAPITAL	621.
ACCURED INCOME	4,925.
COST BASIS ADJUSTMENT	2,189.

TOTAL	7,821.
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