POSTMARK DATE MAY 1 7 2015

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ 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*

OMB No 1545-0052

2014

Open to Public Inspection

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

Name of foundation: ROBERTI HELEN CHARITABLE TRUST

A Employer identification number: 36-7056111

Number and street (or P O box number if mail is not delivered to street address): 111 WEST MONROE STREET TAX DIV 10C

Room/suite:

B Telephone number (see instructions): 312-461-5154

City or town, state or province, country, and ZIP or foreign postal code: CHICAGO, IL 60603

C If exemption application is pending, check here . . . . . . ▶ ☐

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

D 1 Foreign organizations, check here . . ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation . . . . ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 5,394,574.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) ____________ *(Part I, column (d) must be on cash basis)*

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

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

	Line	Description	(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 ▶ [X] if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	160,355.	150,668.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	247,644.			
	b	Gross sales price for all assets on line 6a 1,514,623.				
	7	Capital gain net income (from Part IV, line 2)		247,644.		
	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	407,999.	398,312.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	57,450.	28,725.		28,725.
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 5	1,050.	525.	NONE	525.
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 6	11,279.	797.		
	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 7	1,437.	1,422.		15.
	24	**Total operating and administrative expenses** Add lines 13 through 23	71,216.	31,469.	NONE	29,265.
	25	Contributions, gifts, grants paid	220,970.			220,970.
	26	**Total expenses and disbursements** Add lines 24 and 25	292,186.	31,469.	NONE	250,235.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	115,813.			
	b	**Net investment income** (if negative, enter -0-)		366,843.		
	c	**Adjusted net income** (if negative, enter -0-)				

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing	67.	NONE	
2 Savings and temporary cash investments	175,690.	116,969.	116,969.
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 ▶ NONE			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10a Investments - U S and state government obligations (attach schedule)	809,218.	711,256.	725,052.
b Investments - corporate stock (attach schedule)	1,937,831.	2,154,278.	2,966,572.
c Investments - corporate bonds (attach schedule)	1,464,364.	1,520,156.	1,564,981.
11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
12 Investments - mortgage loans			
13 Investments - other (attach schedule) STMT 8	2.	2.	21,000.
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)	4,387,172.	4,502,661.	5,394,574.
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 ▶ ☐ **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 and complete lines 27 through 31. ▶ X			
27 Capital stock, trust principal, or current funds	4,387,172.	4,502,661.	
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)	4,387,172.	4,502,661.	
31 **Total liabilities and net assets/fund balances** (see instructions)	4,387,172.	4,502,661.	

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	4,387,172.
2 Enter amount from Part I, line 27a	2	115,813.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	4,502,985.
5 Decreases not included in line 2 (itemize) ▶ TIMING DIFFERENCES	5	324.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,502,661.

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	1,514,623.		1,266,979.	247,644.
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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				247,644.
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	247,644.
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	239,469.	5,105,951.	0.046900
2012	232,980.	4,833,383.	0.048202
2011	224,505.	4,733,509.	0.047429
2010	213,132.	4,540,934.	0.046936
2009	234,880.	4,264,416.	0.055079

2	**Total** of line 1, column (d)	2	0.244546
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	0.048909
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	5,371,651.
5	Multiply line 4 by line 3	5	262,722.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,668.
7	Add lines 5 and 6	7	266,390.
8	Enter qualifying distributions from Part XII, line 4	8	250,235.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ ☐ and enter 1% of Part I, line 27b			1	7,337.
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	
3	Add lines 1 and 2			3	7,337.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	NONE
5	**Tax based on investment income** Subtract line 4 from line 3 If zero or less, enter -0-			5	7,337.
6	Credits/Payments				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	7,812.		
b	Exempt foreign organizations - tax withheld at source	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	7,812.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	475.
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 475. **Refunded** ▶			11	

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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*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*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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? *If "Yes," attach a detailed description of the activities*	2		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? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ SEE STATEMENT 9 Telephone no ▶

Located at ▶ ZIP+4 ▶

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

			Yes	No
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		X
	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 ▶			

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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ 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)? ☐ Yes ☒ 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) ☐ Yes ☒ 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)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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? ☐ Yes ☒ 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? ☐ Yes ☒ 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)?		5b	
	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?		6b	X
	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?		7b	

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
BMO HARRIS BANK N.A. 111 W. MONROE ST., TAX DIV 10C, CHICAGO, IL 60603	TRUSTEE	57,450.	-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

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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	5,350,791.
b	Average of monthly cash balances	1b	102,662.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	5,453,453.
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	5,453,453.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	81,802.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,371,651.
6	**Minimum investment return.** Enter 5% of line 5	6	268,583.

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	268,583.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	7,337.		
b	Income tax for 2014 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	7,337.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	261,246.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	261,246.
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	261,246.

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	250,235.
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	250,235.
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	250,235.

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				261,246.
2	Undistributed income, if any, as of the end of 2014				
a	Enter amount for 2013 only			220,960.	
b	Total for prior years 20 12 ,20 ,20		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 ▶ $ 250,235.				
a	Applied to 2013, but not more than line 2a			220,960.	
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				29,275.
e	Remaining amount distributed out of corpus	NONE			
5	Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	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				231,971.
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

1a 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	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
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:

SEE STATEMENT 10

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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*				
UNIVERSITY OF ARIZONA GRADUATE COLLEGE P.O. BOX 210066 TUCSON AZ 85721	NONE	PC	GENERAL OPERATING PURPOSES	120,000.
NATIONAL JUDICIAL COLLEGE JUDICIAL COLLEGE BUILDING MS 358 RENO NV 895	NONE	PC	GENERAL OPERATING PURPOSES	7,290.
MINNESOTA STATE UNIVERSITY MOORHEAD 1004 7TH AVENUE SOUTH MOORHEAD MN 56563	NONE	PC	GENERAL OPERATING PURPOSES	7,290.
AMERICAN INDIAN EDUCATION FUND 2401 EGLIN STREET RAPID CITY SD 57703	NONE	PC	GENERAL OPERATING PURPOSES	6,000.
AMERICAN INDIAN SCIENCE & ENGIN SOC. P.O. BOX 9828 ALBUQUERQUE NM 87119	NONE	PC	GENERAL OPERATING PURPOSES	7,500.
UNIVERSITY OF NORTH DAKOTA AMERICAN INDIAN ST P.O. BOX 8274 GRAND FORKS ND 58202	NONE	PC	GENERAL OPERATING PURPOSES	16,000.
SOUTH DAKOTA STATE UNIVERSITY 823 MEDARY AVE, BOX 2201 BROOKINGS SD 57007	NONE	PC	GENERAL OPERATING PURPOSES	13,600.
AMERICAN INDIAN COLLEGE FUND 8333 GREENWOOD BLVD DENVER CO 80221	NONE	PC	GENERAL OPERATING PURPOSES	7,290.
UNIVERSITY OF MONTANA FOUNDATION P.O. BOX 7159 MISSOULA MT 59807	NONE	PC	GENERAL OPERATING PURPOSES	20,000.
SALISH KOOTENAI COLLEGE FOUNDATION INC P.O. BOX 117 PABLO MT 59855	NONE	PC	GENERAL OPERATING PURPOSES	16,000.
Total . . . . . . ▶ **3a**				220,970.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions.)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	160,355.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	247,644.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				407,999.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 407,999.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

			Yes	No
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 (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

▶ Signature of officer or trustee | 5-7-15 Date | ▶ BMO Harris Bank N.A., Trustee VP Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
PATRICK T. BURKE		5/4/15		P00010768
Firm's name ▶ FRIEDMAN & HUEY ASSOCIATES LLP			Firm's EIN ▶ 36-3382360	
Firm's address ▶ 1313 WEST 175TH STREET HOMEWOOD, IL 60430			Phone no 708-799-6800	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AGCO CORPORATION COMMON STOCK	50.	50.
AT&T INC 5.500% 2/01/18	2,750.	2,750.
AMERICAN ELECTRIC POWER INC COMMON STOCK	344.	344.
AMERICAN EXPRESS COMPANY	126.	126.
AMERIPRISE FINANCIAL INC.	678.	678.
APPLE COMPUTER INC COMMON STOCK	1,486.	1,486.
ARCHER DANIELS MIDLAND COMPANY COMMON ST	150.	150.
BABCOCK & WILCOX	50.	50.
BAKER HUGHES INC COMMON STOCK	77.	77.
BANK OF AMERICA NA 5.650% 5/01/18	4,238.	4,238.
BMO PRIME MONEY MARKET CL I # 090	3.	3.
BOEING COMPANY COMMON STOCK	383.	383.
BOEING CO 6.000% 3/15/19	3,000.	3,000.
CF INDUSTRIES HOLDINGS INC	263.	263.
CVS CORP	296.	296.
CANADIAN NATURAL RESOURCES LTD COMMON ST	227.	227.
CAPITAL ONE FINANCIAL CORP COMMON STOCK	60.	60.
CATERPILLAR INC COMMON STOCK	105.	105.
CHEVRON TEXACO INC COMMON STOCK	466.	466.
CISCO SYSTEMS INC COMMON STOCK	761.	761.
CISCO SYSTEMS INC 5.500% 2/22/16	2,750.	2,750.
CITIGROUP INC	6.	6.
COCA COLA ENTERPRISES INC	850.	850.
COMCAST CORP-CL A	761.	761.
CUYAHOGA CNTY OH 4.484% 6/01/20	3,363.	
DEVON ENERGY CORP 3.250% 5/15/22	3,250.	3,250.
DIRECTV HOLDINGS 5.875% 10/01/19	5,875.	5,875.
DISCOVER FINL SVCS	575.	575.
DODGE & COX INTL STOCK FUND	1,688.	1,688.
DODGE & COX STOCK FUND	971.	971.
DOVER CORPORATION COMMON STOCK	47.	47.
DR PEPPER SNAPPLE GROUP INC	338.	338.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
EOG RES INC COMMON STOCK	80.	80.
EXELON GENERATION 4.000% 10/01/20	4,000.	4,000.
EXELON CORPORATION COMMON STOCK	628.	628.
EXXON MOBIL CORP COMMON STOCK	945.	945.
FHLMC MTN 5.000% 11/13/14	2,500.	2,500.
FFCB 4.875% 12/16/15	3,656.	3,656.
FHLB 5.000% 12/21/15	2,500.	2,500.
FHLB 5.500% 8/13/14	2,750.	2,750.
FHLB 5.250% 9/12/14	2,625.	2,625.
FHLB 3.750% 9/09/16	1,875.	1,875.
FHLMC 5.000% 7/15/14	2,500.	2,500.
FHLMC 4.750% 11/17/15	4,750.	4,750.
FIFTH THIRD BANCORP	333.	333.
FOOT LOCKER INC COMMON STOCK	44.	44.
FRANKLIN HIGH INCOME FUND-AD	6,257.	6,257.
FRANKLIN FLOAT RATE DLY A-AD	9,774.	9,774.
FRANKLIN RESOURCES INC COMMON STOCK	54.	54.
GATEWAY FUND-Y	1,041.	1,041.
HALLIBURTON COMPANY COMMON STOCK	425.	425.
HARBOR FUND INTERNATIONAL FUND	1,726.	1,726.
HEWLETT-PACKARD CO	244.	244.
HOME DEPOT INC COMMON STOCK	106.	106.
HUMANA INC COMMON STOCK	35.	35.
HUNTINGTON INGALLS INDUSTRIES	175.	175.
ISHARES TR S & P 500 INDEX FD	3,579.	3,579.
ISHARES TRUST S&P 500/BARRA VALUE INDEX	2,503.	2,503.
ISHARES TRUST RUSSELL 1000 VALUE INDEX F	5,222.	5,222.
ISHARES TR DOW JONES US REAL ESTATE	4,094.	4,094.
JOHNSON & JOHNSON COMMON STOCK	1,129.	1,129.
KROGER COMPANY	459.	459.
MACY S INC	675.	675.
MAGNA INTERNATIONAL INC COMMON STOCK CLA	190.	190.
MARATHON PETROLEUM CORPORATION	383.	383.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MARICOPA CNTY AZ 4.553% 7/01/17	3,415.	
MASTERCARD INC-A	33.	33.
MCKESSON HBOC INC COMMON STOCK	234.	234.
MEDTRONIC	223.	223.
MERCK & CO INC NEW	220.	220.
MET GOVT NASHVILL TN 5.817% 7/01/21	2,909.	
MICROSOFT CORP	399.	399.
MORGAN STANLEY MTN 5.500% 1/26/20	4,125.	4,125.
NETAPP INC	284.	284.
NORTHROP GRUMMAN CORP COMMON STOCK	881.	881.
ORACLE CORPORATION COMMON STOCK	528.	528.
OSHKOSH TRUCK CORPORATION COMMON STOCK C	124.	124.
P P G INDUSTRIES INC COMMON STOCK	341.	341.
PACKAGING CORP AMER COMMON STOCK	420.	420.
PETSMART INC COMMON STOCK	88.	88.
QUALCOMM, INC.	238.	238.
ROYAL BK SCOTLND 6.125% 1/11/21	3,063.	3,063.
SKYWORKS SOLUTIONS INC COMMON STOCK	42.	42.
SOUTHWEST AIRLINES COMPANY COMMON STOCK	195.	195.
TJX COMPANIES INC NEW COMMON STOCK	96.	96.
TARGET CORP 5.875% 7/15/16	2,938.	2,938.
TEMPLETON GLOBAL BOND FUND-AD	4,130.	4,130.
THERMO FISHER 3.150% 1/15/23	1,598.	1,598.
TIME WARNER INC 5.875% 11/15/16	5,875.	5,875.
TRAVELERS COMPANIES INC	703.	703.
TWEEDY BROWNE FUND INC GLOBAL VALUE FUND	1,486.	1,486.
TYSON FOODS INC CLASS A COMMON STOCK	229.	229.
UNION PACIFIC CORPORATION	561.	561.
U.S. TREASURY TIPS 1.375% 7/15/18	3,303.	3,303.
UNUMPROVIDENT CORPORATION COMMON STOCK	286.	286.
VANGUARD FTSE EMERGING MARKETS ETF	2,300.	2,300.
VERIZON COMM INC 5.150% 9/15/23	379.	379.
VIRTUS INSIGHT GOVERNMENT MMF I	9.	9.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
WACHOVIA CORP 5.750% 6/15/17	2,875.	2,875.
WAL-MART STORES INC	620.	620.
WALGREEN CO 5.250% 1/15/19	2,625.	2,625.
WELLS FARGO & COMPANY NEW COMMON STOCK	1,405.	1,405.
WISDOMTREE INTL S/C DVD FUND	1,882.	1,882.
WYETH 5.450% 4/01/17	4,088.	4,088.
AMDOCS LIMITED COMMON STOCK	384.	384.
DELPHI AUTOMOTIVE PLC	575.	575.
EVEREST RE GROUP LTD COMMON STOCK	523.	523.
XL GROUP PUBLIC LIMITED COMPANY	76.	76.
LYONDELLBASELL INDUSTRIES NV	403.	403.
TOTAL	160,355.	150,668.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	1,050.	525.		525.
TOTALS	1,050.	525.	NONE	525.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	104.	104.
FEDERAL TAX PAYMENT - PRIOR YE	2,670.	
FEDERAL ESTIMATES - PRINCIPAL	7,812.	
FOREIGN TAXES ON QUALIFIED FOR	389.	389.
FOREIGN TAXES ON NONQUALIFIED	304.	304.
TOTALS	11,279.	797.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER NON-ALLOCABLE EXPENSE -	15.		15.
OTHER NON-ALLOCABLE EXPENSE -	71.	71.	
REAL ESTATE TAX ON NON-RENTAL	1,351.	1,351.	
TOTALS	1,437.	1,422.	15.

ROBERTI HELEN CHARITABLE TRUST 36-7056111

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE
SECURITY LAND CO MONTGOMERY TX	C	1.	1.
5 ACRES VACANT LOT MONTGOMERY	C	1.	1.
TOTALS		2.	2.

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
===

NAME: HECTOR AHUMADA
C/O BMO HARRIS BANK
ADDRESS: 111 W. MONROE ST., TAX DIV 10C
CHICAGO, IL 60603

TELEPHONE NUMBER: (312)461-5154

RECIPIENT NAME:
HELEN ROBERTI CHARITABLE TRUST ADMINISTRATOR
ADDRESS:
111 W. MONROE STREET, TAX DIV, 10C
CHICAGO, IL 60603
RECIPIENT'S PHONE NUMBER: 312 461-5154
FORM, INFORMATION AND MATERIALS:
WRITTEN APPLICATION BY SCHOOLS, COLLEGES AND UNIVERSITIES DESCRIBED IN CODE SECTION 170(B)(I)(A)(II)
SUBMISSION DEADLINES:
NONE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
MAINTAIN SCHOLARSHIP OR COMPARABLE PROGRAMS TO ENABLE NATIVE AMERICANS TO ATTAIN UNDERGRADUATE, POST-GRADUATE AND PROFESSIONAL DEGREES.

• *Details of assets in your account*

DESCRIPTION OF ASSET	QUANTITY	X CURRENT UNIT VALUE	= CURRENT TOTAL MARKET VALUE	- FEDERAL TAX COST	= UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
CASH & SHORT-TERM							
BMO PRIME MONEY MARKET CL I # 090	111,346.320	1.0000	111,346.32	111,346.32	0.00	11 25	0.01%
BMO PRIME MONEY MARKET CL I # 090 (INCOME INVESTMENT)	5,622 420	1 0000	5,622 42	5,622.42	0.00	0 57	0.01%
TOTAL CASH & SHORT-TERM			**$116,968.74**	**$116,968.74**	**$0.00**	**$11.82**	**.01%**
FIXED INCOME/LOW VOLATILITY							
U.S. government bonds							
FEDERAL FARM CREDIT BANK DTD 11/18/2005 4.875% 12/16/2015 NON CALLABLE MOODYS: AAA S&P: AA+	75,000.000	104.3480	78,261 00	82,548.75	-4,287.75	3,656.25	4 67%
FEDERAL HOME LOAN BANK DTD 11/04/2005 5.000% 12/21/2015 NON CALLABLE MOODYS: AAA S&P AA+	50,000 000	104.5220	52,261.00	51,578.50	682.50	2,500 00	4.78%
FEDERAL HOME LOAN BANK DTD 08/07/2009 3 750% 09/09/2016 NON CALLABLE MOODYS: AAA S&P: AA+	50,000.000	104.9470	52,473.50	51,102.00	1,371.50	1,875.00	3.57%
FEDERAL HOME LOAN MORTGAGE CORP DTD 10/21/2005 4.750% 11/17/2015 NON CALLABLE MOODYS: AAA S&P: AA+	100,000.000	103.8870	103,887.00	99,414.90	4,472.10	4,750.00	4.57%
UNITED STATES TREASURY NOTES TREASURY INFLATION INDEX DTD 07/15/2008 1 375% 07/15/2018 MOODYS: AAA S&P: N/A	110,115.000	104.7420	115,336.65	112,403 85	2,932 80	1,514.08	1.31%

• Details of assets in your account (continued)

DESCRIPTION OF ASSET	QUANTITY	X CURRENT UNIT VALUE	= CURRENT TOTAL MARKET VALUE	- FEDERAL TAX COST	= UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
Total U.S. government bonds			**$402,219.15**	**$397,048.00**	**$5,171.15**	**$14,295.33**	**3.55%**
Corporate and other taxable							
Corporate							
AT&T INC DTD 02/01/2008 5.500% 02/01/2018 NON CALLABLE MOODYS. A3 S&P. A-	50,000.000	110.3890	55,194.50	40,030.00	15,164.50	2,750.00	4.98%
BANK OF AMERICA NA DTD 05/02/2008 5.650% 05/01/2018 NON CALLABLE MOODYS: BAA2 S&P: A-	75,000.000	111.0970	83,322.75	72,303.75	11,019.00	4,237.50	5.09%
BOEING CO DTD 03/13/2009 6.000% 03/15/2019 NON CALLABLE MOODYS· A2 S&P: A	50,000.000	115.4100	57,705.00	54,769 50	2,935.50	3,000.00	5.20%
BOSTON PROPERTIES LP DTD 06/27/2013 3.800% 02/01/2024 CALLABLE MOODYS: BAA2 S&P: A-	50,000.000	102.7670	51,383.50	50,720.00	663.50	1,900.00	3 70%
CISCO SYSTEMS INC DTD 02/22/2006 5.500% 02/22/2016 CALLABLE MOODYS: A1 S&P: AA-	50,000.000	105.5020	52,751 00	51,915.00	836 00	2,750 00	5 21%
DEVON ENERGY CORPORATION DTD 05/14/2012 3.250% 05/15/2022 CALLABLE MOODYS BAA1 S&P: BBB+	100,000.000	98.2360	98,236 00	102,412 00	-4,176.00	3,250 00	3 31%

• *Details of assets in your account (continued)*

DESCRIPTION OF ASSET	QUANTITY	X CURRENT UNIT VALUE	= CURRENT TOTAL MARKET VALUE	- FEDERAL TAX COST	= UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
DIRECTV HOLDINGS DTD 04/01/2010 5.875% 10/01/2019 NON CALLABLE MOODYS: BAA2 S&P: BBB	100,000.000	114 3830	114,383.00	115,453.00	-1,070.00	5,875.00	5.14%
EXELON GENERATION CO LLC DTD 09/30/2010 4.000% 10/01/2020 CALLABLE MOODYS: BAA2 S&P: BBB	100,000 000	104 3410	104,341.00	93,207.00	11,134.00	4,000.00	3.83%
MORGAN STANLEY MEDIUM TERM NOTE DTD 01/26/2010 5.500% 01/26/2020 NON CALLABLE MOODYS: BAA2 S&P: A-	75,000.000	112.5130	84,384.75	75,034.50	9,350.25	4,125.00	4.89%
TARGET CORPORATION DTD 07/14/2006 5 875% 07/15/2016 NON CALLABLE MOODYS: A2 S&P: A	50,000.000	107.4040	53,702.00	51,492.50	2,209.50	2,937.50	5.47%
THERMO FISHER SCIENTIFIC DTD 08/22/2012 3.150% 01/15/2023 CALLABLE MOODYS: BAA3 S&P: BBB	50,000.000	98.0230	49,011.50	49,306.29	-294.79	1,575.00	3 21%
TIME WARNER INC DTD 11/13/2006 5.875% 11/15/2016 NON CALLABLE MOODYS: BAA2 S&P: BBB	100,000 000	108 3950	108,395.00	118,218.00	-9,823 00	5,875.00	5 42%
VERIZON COMMUNICATIONS DTD 09/18/2013 5.150% 09/15/2023 NON CALLABLE MOODYS. BAA1 S&P: BBB+	50,000.000	110.4230	55,211 50	56,099.50	-888.00	2,575.00	4.66%

• *Details of assets in your account (continued)*

DESCRIPTION OF ASSET		QUANTITY	X CURRENT UNIT VALUE	= CURRENT TOTAL MARKET VALUE	- FEDERAL TAX COST	= UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
WACHOVIA CORP DTD 06/08/2007 5.750% 06/15/2017 NON CALLABLE MOODYS: A2 S&P: A+		50,000.000	110 4030	55,201 50	53,265.00	1,936.50	2,875.00	5.21%
WALGREEN CO DTD 01/13/2009 5.250% 01/15/2019 NON CALLABLE MOODYS: BAA2 S&P: BBB		50,000.000	111 1590	55,579.50	50,878.00	4,701.50	2,625.00	4.72%
WYETH DTD 03/27/2007 5.450% 04/01/2017 NON CALLABLE MOODYS: A1 S&P: AA		75,000.000	109.5790	82,184.25	82,067.70	116.55	4,087.50	4.97%
International								
ROYAL BK OF SCOTLAND PLC DTD 01/11/2011 6.125% 01/11/2021 NON CALLABLE MOODYS: BAA1 S&P: A-		50,000.000	117.8380	58,919.00	51,770 50	7,148.50	3,062.50	5.20%
TEMPLETON GLOBAL BOND FUND	TGBAX	4,467 661	12.4100	55,443.67	55,044 68	398.99	1,889.82	3.41%
Other								
CUYAHOGA COUNTY OHIO REVENUE BONDS DTD 09/03/2010 4 484% 06/01/2020 NON CALLABLE MOODYS: AA2 S&P AA-		75,000.000	110 9050	83,178.75	75,252 75	7,926.00	3,363.00	4.04%
FLORIDA STATE HURRICANE CATASTROPHE REVENUE BOND DTD 04/23/2013 2.995% 07/01/2020 NON CALLABLE MOODYS AA3 S&P: AA-		50,000.000	101.6270	50,813.50	50,661 50	152.00	1,497.50	2.95%

• Details of assets in your account (continued)

DESCRIPTION OF ASSET		QUANTITY	X CURRENT UNIT VALUE	= CURRENT TOTAL MARKET VALUE	- FEDERAL TAX COST	= UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
MARICOPA CNTY ARIZONA SCH DIST GENERAL OBLIGATION DTD 04/22/2010 4.553% 07/01/2017 NON CALLABLE AGM MOODYS: N/R S&P: AA		75,000 000	107.0300	80,272.50	82,170 00	-1,897.50	3,414.75	4.25%
MET GOVT NASHVILLE TENNESSEE REVENUE BOND DTD 04/21/2010 5.817% 07/01/2021 NON CALLABLE MOODYS: AA3 S&P: A		50,000.000	116.8140	58,407.00	55,858.00	2,549.00	2,908.50	4.98%
NEW HAMPSHIRE STATE HSG FIN AUTHS SINGLE FAMILY HOUSING REVENUE DTD 07/24/2014 2.086% 07/01/2018 NON CALLABLE MOODYS: AA3 S&P: N/R		50,000.000	100.3230	50,161.50	50,265.50	-104.00	1,043.00	2.08%
Total Corporate and other taxable				**$1,598,182.67**	**$1,538,194.67**	**$59,988.00**	**$71,616.57**	**4.48%**
Alternatives-Low Volatility								
Opportunistic low volatility								
FRANKLIN FLOATING RATE DAILY ACCESS FUND	FDAAX	21,735.243	8.9100	193,661 02	197,775.29	-4,114.27	7,868.16	4.06%
FRANKLIN HIGH INCOME FUND	FVHIX	48,470.000	1.9800	95,970 60	98,394.10	-2,423.50	6,204.16	6.46%
Total Alternatives-Low Volatility				**$289,631.62**	**$296,169.39**	**-$6,537.77**	**$14,072.32**	**4.86%**
TOTAL FIXED INCOME/LOW VOLATILITY				**$2,290,033.44**	**$2,231,412.06**	**$58,621.38**	**$99,984.22**	**4.37%**
EQUITY/HIGH VOLATILITY								
U.S. equity								

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• *Details of assets in your account (continued)*

DESCRIPTION OF ASSET		QUANTITY	X CURRENT UNIT VALUE	= CURRENT TOTAL MARKET VALUE	- FEDERAL TAX COST	= UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
AES CORP Utilities	AES	2,625 000	13.7700	36,146.25	31,582.20	4,564 05	1,050.00	2.90%
AETNA INC Health care	AET	325 000	88.8300	28,869 75	24,403.37	4,466.38	325 00	1 13%
AMDOCS LTD ORD Information technology	DOX	825 000	46.6550	38,490.38	35,991.84	2,498.54	511 50	1.33%
AMERICAN ELEC PWR INC Utilities	AEP	225 000	60.7200	13,662.00	11,346.37	2,315.63	477 00	3.49%
AMERIPRISE FINANCIAL INC. Financials	AMP	300.000	132 2500	39,675.00	15,811.89	23,863 11	696 00	1.75%
APPLE INC Information technology	AAPL	805.000	110.3800	88,855.90	21,966.67	66,889 23	1,513 40	1.70%
ARCHER DANIELS MIDLAND CO Consumer staples	ADM	625.000	52 0000	32,500 00	32,072 75	427 25	600 00	1.85%
BED BATH & BEYOND INC Consumer discretionary	BBBY	275.000	76.1700	20,946.75	21,373.63	-426.88	0.00	0.00%
CAPITAL ONE FINANCIAL CORP Financials	COF	200.000	82.5500	16,510.00	16,325.16	184 84	240.00	1 45%
CHIPOTLE MEXICAN GRILL INC Consumer discretionary	CMG	25 000	684 5100	17,112 75	15,228.75	1,884.00	0 00	0.00%
CINTAS CORP Industrials	CTAS	200.000	78 4400	15,688.00	16,059 48	-371.48	170 00	1.08%
CISCO SYSTEMS INC Information technology	CSCO	850 000	27 8150	23,642 75	15,771.83	7,870.92	646 00	2.73%

• Details of assets in your account (continued)

DESCRIPTION OF ASSET		QUANTITY X	CURRENT UNIT VALUE =	CURRENT TOTAL MARKET VALUE -	FEDERAL TAX COST =	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
COMCAST CORP-CL A CL A COMMON STOCK Consumer discretionary	CMCSA	725 000	58.0100	42,057.25	18,139 40	23,917.85	652.50	1.55%
CVS HEALTH CORP Consumer staples	CVS	300.000	96 3100	28,893.00	16,930.76	11,962.24	420.00	1.45%
DISCOVER FINL SVCS Financials	DFS	625.000	65.4900	40,931 25	19,894.72	21,036 53	600.00	1 47%
DR PEPPER SNAPPLE GROUP INC Consumer staples	DPS	275 000	71.6800	19,712.00	14,297.11	5,414.89	451.00	2.29%
EDWARDS LIFESCIENCES CORP Health care	EW	125.000	127.3800	15,922.50	12,274.03	3,648 47	0.00	0.00%
EOG RES INC Energy	EOG	25 000	92.0700	2,301 75	2,841.50	-539.75	16.75	0 73%
EVEREST RE GROUP LIMITED Financials	RE	175 000	170 3000	29,802.50	24,416.62	5,385.88	665.00	2.23%
EXELON CORP Utilities	EXC	675.000	37 0800	25,029 00	22,084 31	2,944 69	837.00	3.34%
EXXON MOBIL CORPORATION Energy	XOM	350.000	92 4500	32,357.50	16,614.12	15,743.38	966.00	2.98%
FIFTH THIRD BANCORP Financials	FITB	875 000	20 3750	17,828 13	20,645 28	-2,817.15	455.00	2 55%
FOOT LOCKER INC Consumer discretionary	FL	200 000	56.1800	11,236.00	11,236 28	-0.28	176.00	1 57%
GENERAL DYNAMICS CORP Industrials	GD	175 000	137 6200	24,083.50	24,818 48	-734 98	434 00	1.80%

• Details of assets in your account (continued)

DESCRIPTION OF ASSET		QUANTITY	X CURRENT UNIT VALUE	= CURRENT TOTAL MARKET VALUE	- FEDERAL TAX COST	= UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
GILEAD SCIENCES INC Health care	GILD	400 000	94.2600	37,704 00	37,443 78	260 22	0.00	0.00%
HALLIBURTON CO Energy	HAL	25.000	39.3300	983.25	1,273 82	-290 57	18.00	1.83%
HCA HOLDINGS INC Health care	HCA	175.000	73.3900	12,843.25	11,947.25	896.00	0.00	0.00%
HEWLETT PACKARD CO Information technology	HPQ	525 000	40.1300	21,068 25	15,180.33	5,887.92	336.00	1.59%
HOME DEPOT INC Consumer discretionary	HD	225 000	104 9700	23,618.25	20,322 52	3,295.73	423.00	1.79%
HUNTINGTON INGALLS INDUSTRIES Industrials	HII	175 000	112.4600	19,680.50	15,230.25	4,450.25	280.00	1.42%
JOHNSON & JOHNSON Health care	JNJ	600.000	104.5700	62,742.00	59,004.71	3,737.29	1,680.00	2.68%
KROGER CO Consumer staples	KR	675 000	64 2100	43,341 75	17,023.23	26,318.52	499.50	1.15%
MACY'S INC Consumer discretionary	M	600 000	65.7500	39,450.00	19,300.04	20,149.96	750.00	1.90%
MAGNA INTERNATIONAL INC CLASS A COMMON STOCK CLASS A Consumer discretionary	MGA	125 000	108.6900	13,586.25	10,053.41	3,532.84	190.00	1.40%
MARATHON PETROLEUM CORPROATION Energy	MPC	225.000	90.2600	20,308.50	13,032 96	7,275.54	450.00	2.22%
MEDTRONIC INC Health care	MDT	250.000	72.2000	18,050 00	14,354.95	3,695 05	305.00	1.69%

• *Details of assets in your account (continued)*

DESCRIPTION OF ASSET		QUANTITY X	CURRENT UNIT VALUE =	CURRENT TOTAL MARKET VALUE -	FEDERAL TAX COST =	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
MERCK & CO INC NEW Health care	MRK	250.000	56.7900	14,197.50	14,149.98	47.52	450.00	3 17%
MICROSOFT CORP Information technology	MSFT	475 000	46.4500	22,063.75	17,673.95	4,389 80	589.00	2.67%
MYLAN INC Health care	MYL	925.000	56.3700	52,142.25	25,832.87	26,309.38	0.00	0.00%
NETAPP INC Information technology	NTAP	450 000	41.4500	18,652.50	17,691.66	960.84	297.00	1 59%
NORTHROP GRUMMAN CORPORATION Industrials	NOC	325.000	147.3900	47,901.75	21,939.64	25,962.11	910 00	1.90%
O'REILLY AUTOMOTIVE INC Consumer discretionary	ORLY	100.000	192.6200	19,262.00	13,231.92	6,030.08	0.00	0.00%
ORACLE CORPORATION Information technology	ORCL	1,100.000	44.9700	49,467.00	14,817.00	34,650 00	528 00	1.07%
SKYWORKS SOLUTIONS INC Information technology	SWKS	325.000	72 7100	23,630.75	18,012.74	5,618.01	169.00	0.71%
SOUTHWEST AIRLINES CO Industrials	LUV	975.000	42.3200	41,262.00	18,065.97	23,196.03	234.00	0.57%
TRAVELERS COMPANIES INC Financials	TRV	350.000	105.8500	37,047.50	19,729.68	17,317.82	770.00	2.08%
TYSON FOODS INC CLASS A CLASS A COMMON STOCK Consumer staples	TSN	475 000	40.0900	19,042.75	10,485.43	8,557.32	190.00	1.00%
UGI CORP NEW Utilities	UGI	600.000	37.9800	22,788.00	20,925.78	1,862.22	522.00	2.29%

• Details of assets in your account (continued)

DESCRIPTION OF ASSET		QUANTITY	X CURRENT UNIT VALUE	= CURRENT TOTAL MARKET VALUE	- FEDERAL TAX COST	= UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
UNION PAC CORP Industrials	UNP	300 000	119.1300	35,739.00	19,418 93	16,320.07	600.00	1 68%
VERIZON COMMUNICATIONS Telecommunication services	VZ	450 000	46.7800	21,051.00	21,577 32	-526.32	990 00	4 70%
WAL MART STORES INC Consumer staples	WMT	150 000	85.8800	12,882.00	7,577 80	5,304.20	288 00	2 24%
WELLS FARGO & CO Financials	WFC	1,125.000	54.8200	61,672.50	43,714.75	17,957.75	1,575.00	2 55%
XEROX CORP Information technology	XRX	850.000	13.8600	11,781.00	11,347.42	433.58	212.50	1.80%
Total U.S. equity				**$1,486,213.16**	**$1,012,486.64**	**$473,726.52**	**$25,158.15**	**1.69%**
U.S. equity funds								
DODGE & COX STOCK FUND Large cap value	DODGX	346.933	180.9400	62,774.06	50,260.18	12,513 88	1,119.55	1.78%
ISHARES CORE S&P 500 ETF Large cap diversified equity	IVV	900.000	206.8700	186,183.00	167,066 82	19,116.18	3,404.70	1 83%
ISHARES RUSSELL 1000 VALUE ETF Large cap value	IWD	2,500.000	104 4000	261,000.00	138,410.82	122,589.18	5,222.50	2.00%
ISHARES S&P 500 VALUE ETF Large cap value	IVE	1,250 000	93 7700	117,212.50	73,275 37	43,937 13	2,503.75	2 14%
TOUCHSTONE SANDS CAPITAL INSTL GRWTH Large cap growth	CISGX	8,553 612	22 2500	190,317.87	123,053.43	67,264 44	0 00	0 00%
Total U.S. equity funds				**$817,487.43**	**$552,066.62**	**$265,420.81**	**$12,250.50**	**1.50%**
International								

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• Details of assets in your account (continued)

DESCRIPTION OF ASSET		QUANTITY	X CURRENT UNIT VALUE	= CURRENT TOTAL MARKET VALUE	- FEDERAL TAX COST	= UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
DELPHI AUTOMOTIVE PLC Consumer discretionary	DLPH	575.000	72 7200	41,814.00	19,523 84	22,290 16	575.00	1.38%
DODGE & COX INTERNATIONAL STOCK FUND Developed large cap	DODFX	1,608.172	42.1100	67,720.12	50,287 54	17,432.58	0.00	0.00%
HARBOR INTERNATIONAL FUND #11 Developed large cap	HAINX	1,156.896	64.7800	74,943.72	47,941.77	27,001.95	1,640.48	2.19%
LYONDELLBASELL INDUSTRIES NV Materials	LYB	25.000	79.3900	1,984.75	2,455.74	-470 99	70.00	3.53%
TWEEDY BROWNE GLOBAL VALUE FUND Developed large cap	TBGVX	2,920.273	26.0400	76,043.91	76,355.12	-311.21	963.69	1.27%
VANGUARD FTSE EMERGING MARKETS ETF Emerging	VWO	2,000.000	40.0200	80,040.00	80,476.60	-436 60	2,286.00	2.86%
WISDOMTREE INTERNATIONAL SMALLCAP DIVIDEND FUND Developed small cap	DLS	1,000.000	55.5200	55,520.00	64,706.00	-9,186.00	2,005.00	3 61%
Total International				**$398,066.50**	**$341,746.61**	**$56,319.89**	**$7,540.17**	**1.89%**
Alternatives-High Volatility								
Hedge funds								
GATEWAY FUND Total return hedge funds	GTEYX	5,057.316	29.5700	149,544.83	149,999 99	-455 16	2,301.08	1.54%
Total Alternatives-High Volatility				**$149,544.83**	**$149,999.99**	**-$455.16**	**$2,301.08**	**1.54%**
REITS								
ISHARES DJ U.S. REAL ESTATE ETF Domestic reits	IYR	1,500.000	76.8400	115,260.00	97,978.40	17,281.60	4,219.50	3.66%

• Details of assets in your account (continued)

DESCRIPTION OF ASSET	QUANTITY	X CURRENT UNIT VALUE	= CURRENT TOTAL MARKET VALUE	- FEDERAL TAX COST	= UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
Total REITS			**$115,260.00**	**$97,978.40**	**$17,281.60**	**$4,219.50**	**3.66%**
TOTAL EQUITY/HIGH VOLATILITY			**$2,966,571.92**	**$2,154,278.26**	**$812,293.66**	**$51,469.40**	**1.73%**
OTHER ASSETS							
Real estate							
5 ACRES VACANT LAND MONTGOMERY COUNTY TEXAS	1.000	21,000.0000	21,000.00	1.00	20,999.00	0.00	0.00%
Total Real estate			**$21,000.00**	**$1.00**	**$20,999.00**	**$0.00**	**.00%**
Miscellaneous							
ONE COPY OF CONTRACT OF PURCHASE SECURITY LAND CO MONTGOMERY TX *HELD IN TRUST VAULT 1.00*	1.000	0.0000	0 00	1 00	-1 00	0.00	0.00%
Total Miscellaneous			**$0.00**	**$1.00**	**-$1.00**	**$0.00**	**.00%**
TOTAL OTHER ASSETS			**$21,000.00**	**$2.00**	**$20,998.00**	**$0.00**	**.00%**
TOTAL ASSETS IN YOUR ACCOUNT			**$5,394,574.10**	**$4,502,661.06**	**$891,913.04**	**$151,465.44**	**2.81%**