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 ,

Name of foundation: THE BETTY ANN & BEN HUGER FAMILY FOUNDATION

A Employer identification number: 54-6480836

Number and street (or P O box number if mail is not delivered to street address): 213 74th STREET

Room/suite:

B Telephone number (see instructions): (757) 624-3392

City or town, state or province, country, and ZIP or foreign postal code: VIRGINIA BEACH VA 23451

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: ☒ 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, column (c), line 16)* ► $ 276,650.

J Accounting method ☒ 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	Ck ► ☒ if the foundn is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	1,919.			
	5 a	Gross rents				
	b	Net rental income or (loss)				
	6 a	Net gain or (loss) from sale of assets not on line 10				
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		2,810.		
	8	Net short-term capital gain			2,810.	
	9	Income modifications				
	10 a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule) CAPITAL GAINS	2,805.			
	12	**Total.** Add lines 1 through 11	4,724.	2,810.	2,810.	
OPERATING AND ADMINISTRATIVE EXPENSES	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16 a	Legal fees (attach schedule)				
	b	Accounting fees (attach sch) L-16b Stmt	1,350.	675.		
	c	Other prof fees (attach sch) L-16c Stmt	508.	254.		
	17	Interest				
	18	Taxes (attach schedule)(see instrs) See Line 18 Stmt	126.			
	19	Depreciation (attach sch) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) MISC OTHER	50.			
	24	**Total operating and administrative expenses.** Add lines 13 through 23	2,034.	929.		
	25	Contributions, gifts, grants paid	12,000.			12,000.
	26	**Total expenses and disbursements.** Add lines 24 and 25	14,034.	929.		12,000.
	27	Subtract line 26 from line 12.				
	a	**Excess of revenue over expenses and disbursements**	-9,310.			
	b	**Net investment income** (if negative, enter -0-)		1,881.		
	c	**Adjusted net income** (if negative, enter -0-)			2,810.	

SCANNED APR 0 9 2015

Rec in Batching/ Ogden APR 02 2015

Benjamin Huger II

3

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments	1,013.	276,650.	276,650.
	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 sch) ►			
		Less: allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U.S. and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule)	284,952.	0.	0.
	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)			
	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)	285,965.	276,650.	276,650.
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	**Total liabilities** (add lines 17 through 22)			
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 ► [X] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	285,965.	276,650.	
	30	**Total net assets or fund balances** (see instructions)	285,965.	276,650.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	285,965.	276,650.	

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	285,965.
2	Enter amount from Part I, line 27a	2	-9,310.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	276,655.
5	Decreases not included in line 2 (itemize) ► WASH SALE DISALLOWANCE FOR TAX NOT BOOK	5	5.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	276,650.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	SEE S.T.SUMMARY UBS (COVERED) PUBLICALLY TRADED	P	Various	12/31/14
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	289,326.		286,516.	2,810.
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a	0.	0.	0.	2,810.
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	2,810.
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	2,810.

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 (column (b) divided by column (c))
2013	13,874.	233,280.	0.059474
2012	13,000.	282,814.	0.045967
2011	13,000.	285,181.	0.045585
2010	12,102.	240,840.	0.050249
2009	15,243.	243,153.	0.062689

2	**Total** of line 1, column (d)	2	0.263964
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	0.052793
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	269,434.
5	Multiply line 4 by line 3	5	14,224.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	19.
7	Add lines 5 and 6	7	14,243.
8	Enter qualifying distributions from Part XII, line 4	8	12,000.

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

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

1 a	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 instrs)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☐ and enter 1% of Part I, line 27b	1	38.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	38.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	38.
6	Credits/Payments.		
a	2014 estimated tax pmts and 2013 overpayment credited to 2014 — 6 a		
b	Exempt foreign organizations — tax withheld at source — 6 b		
c	Tax paid with application for extension of time to file (Form 8868) — 6 c		
d	Backup withholding erroneously withheld — 6 d		
7	Total credits and payments. Add lines 6a through 6d	7	
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	38.
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►	10	0.
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ► **Refunded** ►	11	

Part VII-A Statements Regarding Activities

			Yes	No
1 a	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?	1 a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1 b		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?	1 c		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
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4 a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4 b		X
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, column (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► VA - Virginia			
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*	8 b	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)*

		Line	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 ► BENJAMIN HUGER II Telephone no. ► (757) 428-6852

Located at ► 213 74TH STREET VIRGINIA BEACH VA ZIP + 4 ► 23451

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

		Line	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.

		Line	Yes	No
1 a	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)?	1 b		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?	1 c		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 ► 20__ , 20__ , 20__ , 20__ .			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement — see instructions)	2 b		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. ► 20__ , 20__ , 20__ , 20__ .			
3 a	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)*	3 b		
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a		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?	4 b		X

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

		Yes	No
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		X
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
BENJAMIN HUGER II 213 74th STREET VIRGINIA BEACH VA 23451	TRUSTEE 1.00	0.	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				

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		
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	0.
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	0.
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3 ▶	None

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	1 a	34,693.
b	Average of monthly cash balances	1 b	238,844.
c	Fair market value of all other assets (see instructions)	1 c	
d	**Total** (add lines 1a, b, and c)	1 d	273,537.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1 e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	273,537.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	4,103.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	269,434.
6	**Minimum investment return.** Enter 5% of line 5	6	13,472.

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	13,472.
2 a	Tax on investment income for 2014 from Part VI, line 5	2 a	38.		
b	Income tax for 2014. (This does not include the tax from Part VI.)	2 b			
c	Add lines 2a and 2b			2 c	38.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	13,434.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	13,434.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	13,434.

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	1 a	12,000.
b	Program-related investments — total from Part IX-B	1 b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	12,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	12,000.

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

Part XIII Undistributed Income *(see instructions)*

		(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7					13,434.
2 Undistributed income, if any, as of the end of 2014					
a Enter amount for 2013 only				11,538.	
b Total for prior years 20 ___, 20 ___, 20 ___					
3 Excess distributions carryover, if any, to 2014					
a From 2009	0.				
b From 2010	0.				
c From 2011	0.				
d From 2012	0.				
e From 2013	208.				
f **Total** of lines 3a through e		208.			
4 Qualifying distributions for 2014 from Part XII, line 4: ► $ 12,000.					
a Applied to 2013, but not more than line 2a				11,538.	
b Applied to undistributed income of prior years (Election required — see instructions)					
c Treated as distributions out of corpus (Election required — see instructions)					
d Applied to 2014 distributable amount					462.
e Remaining amount distributed out of corpus		0.			
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		208.			208.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.			
b Prior years' undistributed income Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b. Taxable amount — see instructions			0.		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount — see instructions				0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015					12,764.
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)					
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)		0.			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a		0.			
10 Analysis of line 9					
a Excess from 2010	0.				
b Excess from 2011	0.				
c Excess from 2012	0.				
d Excess from 2013	0.				
e Excess from 2014	0.				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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			
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	(e) Total
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).)

BENJAMIN HUGER II & ELIZABETH C. HUGER

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

NONE

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

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

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

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

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				
CUNY SCHOOL OF PROFESSIONAL STUDIES FD 119 W. 31ST ST NY NY 10003		501(C)(3)	UNRESTRICTED	200.
ALZHEIMERS ASSOCIATION OF SE VA 6350 CENTER DRIVE #102 NORFOLK VA 23502		501(C)(3)	UNRESTRICTED	2,000.
WOODWARD ACADEMY 1662 RUGBY AVENUE COLLEGE PARK GA 30337		501(C)(3)	UNRESTRICTED	1,500.
ST LUKES EPISCOPAL CHURCH 435 PEACHTREE ST ATLANTA GA 30308		501(C)(3)	UNRESTRICTED	1,000.
ACCESS TIDEWATER FOUNDATION 7300 NEWPORT AVENUE NORFOLK VA 23505		501(C)(3)	UNRESTRICTED	200.
SUGAR PLUM BAKERY 1353 LASKIN RD VIRGINIA BEACH VA 23451		501(C)(3)	UNRESTRICTED	100.
EPISCOPAL HIGH SCHOOL 1200 NO. QUAKER LANE ALEXANDRIA VA 22302		501(c)(3)	UNRESTRICTED	200.
ELON UNIVERSITY 2600 CAMPUS BOX ELON NC 27244		501(C)(3)	UNRESTRICTED	100.
SILVERKEY SENIOR SERVICES 2250 BOTT AVENUE COLORADO SPRINGS CO 80904		501(C)(3)	UNRESTRICTED	100.
See Line 3a statement				6,600.
Total . . . . ► **3a**				12,000.
b Approved for future payment				
Total . . . . ► **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	1,919.	
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				1,919.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 1,919.

(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)
	N/A

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	1 a (1)		X
(2) Other assets	1 a (2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1 b (1)		X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)		X
(3) Rental of facilities, equipment, or other assets	1 b (3)		X
(4) Reimbursement arrangements	1 b (4)		X
(5) Loans or loan guarantees	1 b (5)		X
(6) Performance of services or membership or fundraising solicitations	1 b (6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c		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

2 a 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

Benjamin Huger Jr | 03/17/2015 | PRESIDENT

Signature of officer or trustee | Date | 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
THOMAS H. HILL	[signature]	03/08/15		P00100877

Firm's name ► THOMAS H. HILL CPA — Firm's EIN ► 54-1485997

Firm's address ► 729 THIMBLE SHOALS BLVD STE 6A, NEWPORT NEWS VA 23606-4242 — Phone no (757) 595-4454

Form 990-PF, Page 1, Part I, Line 18
Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
FEDERAL TAXES	126.			
Total	126.			

Form 990-PF, Page 11, Part XV, line 3a
Line 3a statement

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	Person or Business Checkbox / Amount
a Paid during the year				
OUR LADY OF LOURDES 2710 OVERBROOK DR RALEIGH NC 27608		501(C)(3)	UNRESTRICTED	Person or Business 2,000.
ONE LOVE FOUNDATION P.O.BOX 368 BRONXVILLE NY 10708		501(C)(3)	UNRESTRICTED	Person or Business 500.
ROCKY MOUNTAIN HUMANE SERVICES 9900 EAST ILIFF AVE DENVER CO 80231		501(C)(3)	UNRESTRICTED	Person or Business 3,000.
LEE'S FRIENDS 7400 HAMPTON BLVD NORFOLK VA 23505		501(C)(3)	UNRESTRICTED	Person or Business 100.
WAKE COUNTY SPCA 200 PETFINDER LANE RALEIGH NC 27603		501(C)(3)	UNRESTRICTED	Person or Business 500.
LIONHEART SCHOOL 225 ROSWELL ST ALPHARETTA GA 30009		501(C)(3)	UNRESTRICTED	Person or Business 500.
Total				6,600.

Form 990-PF, Page 1, Part I
Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
THOMAS H. HILL, CPA	TAX PREPARATION FEES	1,350.	675.		
Total		1,350.	675.		

Form 990-PF, Page 1, Part I
Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
UBS ACCT FEES	INVESTMENT	508.	254.		
Total		508.	254.		

Supporting Statement of:

Form 990-PF, p3/Part IV, Line 1(g)-1

Description	Amount
COST AS REPORTED TO IRS	286,521.
LESS WASH SALE ADJUSTMENT	-5.
Total	286,516.

UBS FINANCIAL SERVICES INC. Account VN 90332

Proceeds from Broker and Barter Exchange Transactions

2014 1099-B* OMB No. 1545-0715

2- SHORT-TERM TRANSACTIONS *5- COVERED tax lots 3- Basis is reported to the IRS***

Report on Form 8949, Part I, with Box A checked

1c- Date sold or disposed	Quantity	1d- Proceeds & 6- Reported (G)ross (N)et	1b- Date acquired	1e- Cost or other basis	1g- Adjustments & 1f- Code(s), if any	Gain or loss(-) & 7- Loss not allowed(X)	Additional information
1a- Description of property/CUSIP/Symbol							
INVESCO BALANCED-RISK ALLOCATION FUND A / CUSIP: 00141V747 / Symbol MFANLJ							
	4 tax lots for 03/27/14. Total proceeds (and cost when required) reported to the IRS.						
	832 798	9,910 30	05/09/13	10,784 74	0 00	-874 44	Sale
	23.456	279 12	05/23/13	300 00	0 00	-20 88	Sale
	29.397	349 82	12/13/13	341.30	0 00	8 52	Sale
	37.997	452.17	12/13/13	441.14	0.00	11.03	Sale
03/27/14	923 648	10,991.41	VARIOUS	11,867.18	0 00	-875 77	Total of 4 lots
ALLIANZGI INCOME & GROWTH FUND CLASS A / CUSIP 018920496 / Symbol MFPILS							
	13 tax lots for 03/27/14. Total proceeds (and cost when required) reported to the IRS.						
	862.090	10,948 54	05/09/13	10,784.74	0 00	163 80	Sale
	6 034	76 64	05/16/13	75 43	0.00	1 21	Sale
	24 038	305 28	05/23/13	300 00	0 00	5 28	Sale
	6 516	82 75	06/20/13	78.06	0 00	4 69	Sale
	6.346	80.60	07/18/13	78 63	0 00	1 97	Sale
	6 496	82.50	08/22/13	79.19	0 00	3 31	Sale
	6 371	80 91	09/19/13	79.76	0.00	1 15	Sale
	6 436	81.73	10/17/13	80.32	0 00	1 41	Sale
	6.384	81 08	11/21/13	80 88	0.00	0 20	Sale
	6 448	81.89	12/19/13	81 44	0 00	0 45	Sale
	6 381	81.04	01/16/14	82.00	0 00	-0 96	Sale
	6 420	81.53	02/20/14	82.56	0.00	-1 03	Sale
	6.458	82.02	03/20/14	83 12	0.00	-1.10	Sale
03/27/14	956 418	12,146.51	VARIOUS	11,966.13	0 00	180 38	Total of 13 lots
BLACKROCK MULTI-ASSET INCOME PORTFOLIO FUND CLASS A / CUSIP: 09256H351 / Symbol							
	14 tax lots for 03/27/14 Total proceeds (and cost when required) reported to the IRS						
	1,185.657	13,457 21	05/09/13	13,480.92	0 00	-23 71	Sale
	33 040	375 00	05/23/13	375.00	0.00	0 00	Sale
	2 530	28 71	05/31/13	28 34	0 00	0 37	Sale
	4 298	48 79	06/28/13	46 93	0 00	1.86	Sale
	4.157	47.18	07/31/13	45 77	0 00	1 41	Sale
	4.664	52 94	08/30/13	50.46	0 00	2 48	Sale
	4 920	55 84	09/30/13	54 17	0 00	1.67	Sale
	4 339	49 24	10/31/13	48.81	0 00	0 43	Sale

*** This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. Remember, taxpayers are ultimately responsible for the accuracy of their tax return(s).**
**For NONCOVERED tax lots, values for "Date acquired," "Cost or other basis" and "Adjustments & Code(s), if any" are provided for your reference and are NOT reported to the IRS For all tax lots, values for "Gain or loss(-)" and "Additional information" are provided for your reference and are NOT reported to the IRS

UBS FINANCIAL SERVICES INC. Account VN 90332

Proceeds from Broker and Barter Exchange Transactions

2014 1099-B* (continued) OMB No. 1545-0715

2- SHORT-TERM TRANSACTIONS *5- COVERED tax lots 3- Basis is reported to the IRS***

Report on Form 8949, Part I, with Box A checked

1a- Description of property/CUSIP/Symbol

1c- Date sold or disposed	Quantity	1d- Proceeds & 6- Reported (G)ross (N)et	1b- Date acquired	1e- Cost or other basis	1g- Adjustments & 1f- Code(s), if any	Gain or loss(-) & 7- Loss not allowed(X)	Additional information
BLACKROCK MULTI-ASSET INCOME PORTFOLIO FUND CLASS A / CUSIP. 09256H351 / Symbol· (cont'd)							
	5 295	60.10	11/29/13	59 57	0.00	0.53	Sale
	0 337	3 82	12/20/13	3 78	0.00	0 04	Sale
	1 864	21 16	12/20/13	20 89	0 00	0 27	Sale
	4 692	53 26	12/31/13	53 02	0.00	0 24	Sale
	4 164	47 26	01/31/14	46 51	0.00	0.75	Sale
	6 800	77.18	02/28/14	77.45	0.00	-0.27	Sale
03/27/14	1,266 757	14,377.69	VARIOUS	14,391.62	0.00	-13 93	Total of 14 lots
FIRST EAGLE GLOBAL FUND CLASS A / CUSIP 32008F507 / Symbol MFHSSG							
	5 tax lots for 03/27/14. Total proceeds (and cost when required) reported to the IRS						
	219 223	11,958 62	05/09/13	11,458.79	0.00	499.83	Sale
	6 120	333 84	05/23/13	318 75	0 00	15 09	Sale
	1 427	77.84	12/17/13	74.14	0.00	3.70	Sale
	2 845	155 20	12/17/13	147.85	0 00	7.35	Sale
	6 270	342 03	12/17/13	325 85	0.00	16.18	Sale
03/27/14	235 885	12,867 53	VARIOUS	12,325 38	0 00	542.15	Total of 5 lots
OAKMARK EQUITY & INCOME FUND CLASS I / CUSIP· 413838400 / Symbol MFOMAB							
	4 tax lots for 03/27/14. Total proceeds (and cost when required) reported to the IRS.						
	350 154	11,509 56	05/09/13	10,784.74	0 00	724.82	Sale
	9 634	316 67	05/23/13	300.00	0.00	16 67	Sale
	1 862	61.21	12/19/13	59.73	0.00	1.48	Sale
	28 551	938 47	12/19/13	915 91	0.00	22.56	Sale
03/27/14	390 201	12,825 91	VARIOUS	12,060 38	0 00	765.53	Total of 4 lots
IVY ASSET STRATEGY FUND CLASS A / CUSIP 466000759 / Symbol.							
	3 tax lots for 03/27/14. Total proceeds (and cost when required) reported to the IRS.						
	581 074	18,117 89	05/09/13	16,177.11	0.00	1,940.78	Sale
	16.175	504 33	05/23/13	450 00	0.00	54.33	Sale
	2.896	90 30	12/12/13	89.60	0.00	0 70	Sale
03/27/14	600 145	18,712 52	VARIOUS	16,716 71	0 00	1,995.81	Total of 3 lots

*** This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. Remember, taxpayers are ultimately responsible for the accuracy of their tax return(s).**

**For NONCOVERED tax lots, values for "Date acquired," "Cost or other basis" and "Adjustments & Code(s), if any" are provided for your reference and are NOT reported to the IRS. For all tax lots, values for "Gain or loss(-)" and "Additional information" are provided for your reference and are NOT reported to the IRS

UBS FINANCIAL SERVICES INC. Account VN 90332

Proceeds from Broker and Barter Exchange Transactions

(continued)

2014 1099-B* OMB No. 1545-0715

2- SHORT-TERM TRANSACTIONS *5- COVERED tax lots 3- Basis is reported to the IRS***

Report on Form 8949, Part I, with Box A checked

1a- Description of property/CUSIP/Symbol

1c- Date sold or disposed	Quantity	1d- Proceeds & 6- Reported (G)ross (N)et	1b- Date acquired	1e- Cost or other basis	1g- Adjustments & 1f- Code(s), if any	Gain or loss(-) & 7- Loss not allowed(X)	Additional information
JOHN HANCOCK STRATEGIC INCOME OPP CLASS A / CUSIP. 47804A155 / Symbol							
	13 tax lots for 03/27/14 Total proceeds (and cost when required) reported to the IRS						
	1,766.060	19,391.34	05/09/13	20,221.39	0.00	-830 05	Sale
	49.256	540.83	05/23/13	562 50	0 00	-21 67	Sale
	3.770	41.39	05/31/13	42.49	0.00	-1.10	Sale
	5 848	64.21	06/28/13	64.04	0.00	0.17	Sale
	5 785	63.52	07/31/13	63 40	0.00	0 12	Sale
	6 144	67.46	08/30/13	66.36	0.00	1.10	Sale
	5 875	64 51	09/30/13	63 69	0.00	0.82	Sale
	5.550	60.94	10/31/13	61 05	0.00	-0.11	Sale
	5.618	61.68	11/29/13	61.74	0.00	-0.06	Sale
	21.112	231 81	12/23/13	227.59	0.00	4 22	Sale
	15 091	165 70	12/31/13	162.83	0 00	2 87	Sale
	5 749	63 13	01/31/14	62 38	0.00	0.75	Sale
	5 594	61.42	02/28/14	61 42	0.00	0.00	Sale
03/27/14	1,901 452	20,877.94	VARIOUS	21,720 88	0 00	-842.94	Total of 13 lots
JPMORGAN INCOME BUILDER CLASS A / CUSIP 4812A3288 / Symbol MFVIBX							
	12 tax lots for 03/27/14 Total proceeds (and cost when required) reported to the IRS						
	1,551 017	16,130.57	05/09/13	16,177.11	0 00	-46.54	Sale
	43.436	451.74	05/23/13	450 00	0 00	1 74	Sale
	6.912	71.88	05/31/13	70.16	0.00	1.72	Sale
	6 998	72.78	06/28/13	68.86	0.00	3 92	Sale
	5 618	58.43	07/31/13	56.29	0 00	2.14	Sale
	6 437	66 94	08/30/13	62 95	0.00	3.99	Sale
	5.320	55.33	09/30/13	53.47	0 00	1.86	Sale
	4 888	50 84	10/31/13	50.40	0.00	0 44	Sale
	4 922	51.19	11/29/13	50.55	0 00	0 64	Sale
	10 014	104.14	12/31/13	103 04	0 00	1 10	Sale
	3 588	37 32	01/31/14	36 20	0 00	1 12	Sale
	4 432	46.09	02/28/14	46.18	0 00	-0 09	Sale
03/27/14	1,653 582	17,197.25	VARIOUS	17,225 21	0 00	-27 96	Total of 12 lots

*** This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. Remember, taxpayers are ultimately responsible for the accuracy of their tax return(s).**

**For NONCOVERED tax lots, values for "Date acquired," "Cost or other basis" and "Adjustments & Code(s), if any" are provided for your reference and are NOT reported to the IRS. For all tax lots, values for "Gain or loss(-)" and "Additional information" are provided for your reference and are NOT reported to the IRS

UBS FINANCIAL SERVICES INC. | Account VN 90332

Proceeds from Broker and Barter Exchange Transactions

(continued)

2014 1099-B* | OMB No. 1545-0715

2- SHORT-TERM TRANSACTIONS

*5- COVERED tax lots 3- Basis is reported to the IRS***

Report on Form 8949, Part I, with Box A checked

1c- Date sold or disposed	Quantity	1d- Proceeds & 6- Reported (G)ross (N)et	1b- Date acquired	1e- Cost or other basis	1g- Adjustments & 1f- Code(s), if any	Gain or loss(-) & 7- Loss not allowed(X)	Additional Information
JP MORGAN LARGE CAP GROWTH FUND CLASS A / CUSIP. 4812C0506 / Symbol MFVIML							
	2 tax lots for 03/27/14 Total proceeds (and cost when required) reported to the IRS						
	506 802	*15,726 07*	*05/09/13*	*13,480 92*	*0 00*	*2,245.15*	*Sale*
	13 925	*432 09*	*05/23/13*	*375.00*	*0 00*	*57 09*	*Sale*
03/27/14	520 727	16,158 16	VARIOUS	13,855 92	0.00	2,302.24	Total of 2 lots
LOOMIS SAYLES STRATEGIC INCOME FUND CLASS A / CUSIP. 543487284 / Symbol							
	15 tax lots for 03/27/14. Total proceeds (and cost when required) reported to the IRS						
	944 157	*15,739.09*	*05/09/13*	*15,503 06*	*0 00*	*236 03*	*Sale*
	26.312	*438 63*	*05/23/13*	*431.25*	*0 00*	*7 38*	*Sale*
	3 928	*65.48*	*05/28/13*	*64.14*	*0 00*	*1 34*	*Sale*
	3.416	*56.94*	*06/25/13*	*52.81*	*0 00*	*4.13*	*Sale*
	3.448	*57 48*	*07/26/13*	*54.75*	*0 00*	*2.73*	*Sale*
	3 911	*65.19*	*08/27/13*	*60.74*	*0 00*	*4 45*	*Sale*
	3 035	*50 60*	*09/25/13*	*48.47*	*0 00*	*2 13*	*Sale*
	3.302	*55 04*	*10/28/13*	*54.25*	*0 00*	*0 79*	*Sale*
	4 006	*66.78*	*11/26/13*	*65 34*	*0 00*	*1 44*	*Sale*
	0.104	*1.73*	*12/16/13*	*1 69*	*0 00*	*0 04*	*Sale*
	2 572	*42.88*	*12/16/13*	*41 61*	*0.00*	*1.27*	*Sale*
	5 655	*94 27*	*12/16/13*	*91.50*	*0 00*	*2 77*	*Sale*
	2.480	*41.34*	*01/28/14*	*40.35*	*0.00*	*0 99*	*Sale*
	2 723	*45.39*	*02/24/14*	*45.17*	*0 00*	*0.22*	*Sale*
	2.749	*45 83*	*03/25/14*	*45 72*	*0.00*	*0.11*	*Sale*
03/27/14	1,011 798	16,866.67	VARIOUS	16,600 85	0 00	265.82	Total of 15 lots
MAINSTAY MARKETFIELD FUND CLASS I / CUSIP 56064B852 / Symbol MFMTCS							
	3 tax lots for 03/27/14 Total proceeds (and cost when required) reported to the IRS						
	876 938	*15,749 81*	*05/09/13*	*14,829 02*	*0 00*	*920 79*	*Sale*
	24 222	*435 03*	*05/23/13*	*412 50*	*0 00*	*22 53*	*Sale*
	0 106	*1 90*	*12/04/13*	*1 91*	*0.00*	*-0 01*	*Sale*
03/27/14	901 266	16,186 74	VARIOUS	15,243 43	0.00	943 31	Total of 3 lots
AMG YACKTMAN FUND CLASS SERVICE / CUSIP. 561709478 / Symbol MFYAAB							
01/24/14	23.154	531 16	05/09/13	513.32	0 00	17.84	Sale

*** This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. Remember, taxpayers are ultimately responsible for the accuracy of their tax return(s).**

**For NONCOVERED tax lots, values for "Date acquired," "Cost or other basis" and "Adjustments & Code(s), if any" are provided for your reference and are NOT reported to the IRS. For all tax lots, values for "Gain or loss(-)" and "Additional information" are provided for your reference and are NOT reported to the IRS

UBS FINANCIAL SERVICES INC. Account VN 90332

Proceeds from Broker and Barter Exchange Transactions

(continued)

2014 1099-B* OMB No. 1545-0715

2- SHORT-TERM TRANSACTIONS

*5- COVERED tax lots 3- Basis is reported to the IRS***

Report on Form 8949, Part I, with Box A checked

1a- Description of property/CUSIP/Symbol

1c- Date sold or disposed	Quantity	1d- Proceeds & 6- Reported (G)ross (N)et	1b- Date acquired	1e- Cost or other basis	1g- Adjustments & 1f- Code(s), if any	Gain or loss(-) & 7- Loss not allowed(X)	Additional information
AMG YACKTMAN FUND CLASS SERVICE / CUSIP. 561709478 / Symbol. MFYAAB (cont'd)							
	5 tax lots for 03/27/14. Total proceeds (and cost when required) reported to the IRS						
	224 052	*5,247 30*	*05/09/13*	*4,967.24*	*0.00*	*280 06*	*Sale*
	8 319	*194 83*	*05/23/13*	*187.50*	*0.00*	*7 33*	*Sale*
	1 356	*31.76*	*12/26/13*	*31.76*	*0.00*	*0 00*	*Sale*
	2.300	*53 87*	*12/26/13*	*53 89*	*0.00*	*-0 02*	*Sale*
	5.937	*139 04*	*12/26/13*	*139 11*	*0.00*	*-0.07*	*Sale*
03/27/14	241 964	5,666.80	VARIOUS	5,379.50	0 00	287.30	Total of 5 lots
Security total.		6,197 96		5,892.82	0.00	305.14	
PIMCO ALL ASSETS ALL AUTH-A / CUSIP: 72200Q232 / Symbol MFPIAA							
	6 tax lots for 03/27/14. Total proceeds (and cost when required) reported to the IRS.						
	1,936 219	*19,400 92*	*05/09/13*	*21,569 48*	*0 00*	*-2,168 56*	*Sale*
	54 895	*550 05*	*05/23/13*	*600.00*	*0 00*	*-49 95*	*Sale*
	14 000	*140.28*	*06/20/13*	*143 22*	*0 00*	*-2 94*	*Sale*
	14 357	*143.85*	*09/19/13*	*148.16*	*0 00*	*-4 31*	*Sale*
	62.524	*626.49*	*12/30/13*	*620 24*	*0 00*	*6 25*	*Sale*
	10.782	*108 04*	*03/20/14*	*106 31*	*0 00*	*1 73*	*Sale*
03/27/14	2,092 777	20,969.63	VARIOUS	23,187 41	0 00	-2,217 78	Total of 6 lots
PIMCO EMERGING MARKETS LOCAL BOND FUND A / CUSIP 72201F425 / Symbol							
03/03/14	109 890	1,000.00	05/09/13	1,226.15	4 54 W	-221.61	Sale
	12 tax lots for 03/27/14 Total proceeds (and cost when required) reported to the IRS.						
	550.940	*5,140.27*	*05/09/13*	*6,131.88*	*0.00*	*-991.61*	*Sale*
	19.062	*177.85*	*05/23/13*	*204 53*	*0.00*	*-26 68*	*Sale*
	1.906	*17 79*	*05/31/13*	*19 55*	*0.00*	*-1 76*	*Sale*
	2.494	*23 26*	*06/28/13*	*24 17*	*0.00*	*-0 91*	*Sale*
	2 418	*22 56*	*07/31/13*	*23.38*	*0 00*	*-0.82*	*Sale*
	2.865	*26 73*	*08/30/13*	*26 23*	*0 00*	*0 50*	*Sale*
	2 112	*19 71*	*09/30/13*	*20 15*	*0.00*	*-0.44*	*Sale*
	2 166	*20 21*	*10/31/13*	*21 10*	*0 00*	*-0 89*	*Sale*
	2 706	*25 25*	*11/29/13*	*25 27*	*0.00*	*-0 02*	*Sale*
	2 678	*24 98*	*12/31/13*	*24 76*	*0 00*	*0.22*	*Sale*
	2 616	*24 41*	*01/31/14*	*23 02*	*0 00*	*1 39*	*Sale*

*** This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. Remember, taxpayers are ultimately responsible for the accuracy of their tax return(s).**

**For NONCOVERED tax lots, values for "Date acquired," "Cost or other basis" and "Adjustments & Code(s), if any" are provided for your reference and are NOT reported to the IRS. For all tax lots, values for "Gain or loss(-)" and "Additional information" are provided for your reference and are NOT reported to the IRS

UBS FINANCIAL SERVICES INC. Account VN 90332

Proceeds from Broker and Barter Exchange Transactions
(continued)

2014 1099-B* OMB No. 1545-0715

2- SHORT-TERM TRANSACTIONS *5- COVERED tax lots 3- Basis is reported to the IRS***

Report on Form 8949, Part I, with Box A checked

1a- Description of property/CUSIP/Symbol 1c- Date sold or disposed	Quantity	1d- Proceeds & 6- Reported (G)ross (N)et	1b- Date acquired	1e- Cost or other basis	1g- Adjustments & 1f- Code(s), if any	Gain or loss(-) & 7- Loss not allowed(X)	Additional information
PIMCO EMERGING MARKETS LOCAL BOND FUND A / CUSIP 72201F425 / Symbol (cont'd)							
	2 207	*20.59*	*02/28/14*	*24.74*	*0 00*	*-4.15*	*Sale*
03/27/14	594 170	5,543.61	VARIOUS	6,568.78	0 00	-1,025 17	Total of 12 lots
Security total		6,543 61		7,794 93	4 54 W	-1,246 78	
PIMCO INCOME FUND CLASS A / CUSIP: 72201F474 / Symbol.							
14 tax lots for 03/27/14. Total proceeds (and cost when required) reported to the IRS							
	2,101 469	*26,205.31*	*05/09/13*	*26,961.85*	*0.00*	*-756 54*	*Sale*
	58 731	*732.38*	*05/23/13*	*750 00*	*0 00*	*-17.62*	*Sale*
	6 322	*78 83*	*05/31/13*	*80.10*	*0 00*	*-1 27*	*Sale*
	9.192	*114.63*	*06/28/13*	*112.23*	*0 00*	*2.40*	*Sale*
	9.215	*114.91*	*07/31/13*	*112.79*	*0 00*	*2 12*	*Sale*
	9 355	*116.66*	*08/30/13*	*113.20*	*0 00*	*3 46*	*Sale*
	9 277	*115.68*	*09/30/13*	*113.74*	*0 00*	*1 94*	*Sale*
	9.213	*114 89*	*10/31/13*	*114 06*	*0 00*	*0.83*	*Sale*
	9.313	*116.13*	*11/29/13*	*114 64*	*0 00*	*1.49*	*Sale*
	0 423	*5.27*	*12/11/13*	*5 18*	*0.00*	*0.09*	*Sale*
	2.764	*34.47*	*12/11/13*	*33.89*	*0 00*	*0 58*	*Sale*
	9.399	*117.21*	*12/31/13*	*115 23*	*0 00*	*1 98*	*Sale*
	9 353	*116.63*	*01/31/14*	*115 79*	*0 00*	*0 84*	*Sale*
	9.312	*116 12*	*02/28/14*	*116.21*	*0 00*	*-0.09*	*Sale*
03/27/14	2,253.338	28,099.12	VARIOUS	28,858 91	0.00	-759.79	Total of 14 lots
PRUDENTIAL REAL ASSETS FUND CLASS A / CUSIP 74440K819 / Symbol MFPRAK							
3 tax lots for 03/27/14. Total proceeds (and cost when required) reported to the IRS							
	999 513	*10,594 83*	*05/09/13*	*10,784 74*	*0.00*	*-189.91*	*Sale*
	28 355	*300.57*	*05/23/13*	*300 00*	*0.00*	*0 57*	*Sale*
	7 872	*83 44*	*12/27/13*	*80 37*	*0 00*	*3 07*	*Sale*
03/27/14	1,035.740	10,978 84	VARIOUS	11,165 11	0 00	-186.27	Total of 3 lots
PRUDENTIAL JENNISON MID-CAP GROWTH FUND INC A / CUSIP. 74441C105 / Symbol: MFPRKA							
4 tax lots for 03/27/14. Total proceeds (and cost when required) reported to the IRS							
	369 287	*14,357.88*	*05/09/13*	*12,806.88*	*0.00*	*1,551 00*	*Sale*
	10 202	*396 66*	*05/23/13*	*356 25*	*0.00*	*40 41*	*Sale*
	3.395	*131 99*	*12/17/13*	*127.19*	*0 00*	*4 80*	*Sale*

*** This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. Remember, taxpayers are ultimately responsible for the accuracy of their tax return(s).**

**For NONCOVERED tax lots, values for "Date acquired," "Cost or other basis" and "Adjustments & Code(s), if any" are provided for your reference and are NOT reported to the IRS For all tax lots, values for "Gain or loss(-)" and "Additional information" are provided for your reference and are NOT reported to the IRS

UBS FINANCIAL SERVICES INC. Account VN 90332

Proceeds from Broker and Barter Exchange Transactions

2014 1099-B* **(continued)** OMB No. 1545-0715

2- SHORT-TERM TRANSACTIONS *5- COVERED tax lots 3- Basis is reported to the IRS***

Report on Form 8949, Part I, with Box A checked

1a- Description of property/CUSIP/Symbol 1c- Date sold or disposed	Quantity	1d- Proceeds & 6- Reported (G)ross (N)et	1b- Date acquired	1e- Cost or other basis	1g- Adjustments & 1f- Code(s), if any	Gain or loss(-) & 7- Loss not allowed(X)	Additional information
PRUDENTIAL JENNISON MID-CAP GROWTH FUND INC A / CUSIP: 74441C105 / Symbol. MFPRKA (cont'd)							
	6.691	260 15	12/17/13	250 64	0 00	9.51	Sale
03/27/14	389 575	15,146 68	VARIOUS	13,540 96	0 00	1,605 72	Total of 4 lots
ROYCE PREMIER FUND / CUSIP 780905600 / Symbol							
	3 tax lots for 03/27/14. Total proceeds (and cost when required) reported to the IRS.						
	426 611	9,423.83	05/09/13	8,762.60	0.00	661.23	Sale
	11.657	257.51	05/23/13	243.75	0.00	13 76	Sale
	46.849	1,034.89	12/05/13	992.72	0.00	42.17	Sale
03/27/14	485.117	10,716.23	VARIOUS	9,999.07	0 00	717 16	Total of 3 lots
FRANKLIN/TEMPLETON GLOBAL BOND FUND CLASS A / CUSIP 880208103 / Symbol:							
	14 tax lots for 03/27/14 Total proceeds (and cost when required) reported to the IRS.						
	584.011	7,597.98	05/09/13	8,088.55	0 00	-490 57	Sale
	1.706	22 20	05/15/13	23 36	0 00	-1 16	Sale
	16.605	216 03	05/23/13	225 00	0.00	-8 97	Sale
	1 842	23 96	06/17/13	24 09	0.00	-0 13	Sale
	1 854	24 13	07/15/13	24 18	0 00	-0 05	Sale
	1 885	24 52	08/15/13	24.24	0 00	0 28	Sale
	1 872	24 35	09/16/13	24 32	0 00	0 03	Sale
	1 853	24.11	10/15/13	24.39	0.00	-0 28	Sale
	1 874	24 38	11/15/13	24 47	0 00	-0 09	Sale
	0.146	1.90	12/16/13	1.90	0.00	0.00	Sale
	4.113	53.51	12/16/13	53.67	0 00	-0 16	Sale
	1.889	24.58	01/15/14	24.71	0 00	-0 13	Sale
	1 925	25.04	02/18/14	24 79	0 00	0 25	Sale
	1 933	25.15	03/17/14	24 86	0.00	0 29	Sale
03/27/14	623 508	8,111 84	VARIOUS	8,612.53	0 00	-500 69	Total of 14 lots
THORNBURG DEVELOPING WORLD FUND CLASS A / CUSIP 885216408 / Symbol MFLTDJ							
	3 tax lots for 03/27/14. Total proceeds (and cost when required) reported to the IRS						
	691 890	12,675 42	05/09/13	12,806 88	0.00	-131.46	Sale
	17 800	326.10	05/16/13	332 50	0 00	-6.40	Sale

*** This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. Remember, taxpayers are ultimately responsible for the accuracy of their tax return(s).**

**For NONCOVERED tax lots, values for "Date acquired," "Cost or other basis" and "Adjustments & Code(s), if any" are provided for your reference and are NOT reported to the IRS. For all tax lots, values for "Gain or loss(-)" and "Additional information" are provided for your reference and are NOT reported to the IRS

UBS FINANCIAL SERVICES INC. Account VN 90332

Proceeds from Broker and Barter Exchange Transactions

2014 1099-B* **(continued)** OMB No. 1545-0715

2- SHORT-TERM TRANSACTIONS *5- COVERED tax lots 3- Basis is reported to the IRS***

Report on Form 8949, Part I, with Box A checked

1a- Description of property/CUSIP/Symbol

1c- Date sold or disposed	Quantity	1d- Proceeds & 6- Reported (G)ross (N)et	1b- Date acquired	1e- Cost or other basis	1g- Adjustments & 1f- Code(s), if any	Gain or loss(-) & 7- Loss not allowed(X)	Additional information
THORNBURG DEVELOPING WORLD FUND CLASS A / CUSIP 885216408 / Symbol MFLTDJ (cont'd)							
	19 236	*352.40*	*05/23/13*	*356.25*	*0.00*	*-3 85*	*Sale*
03/27/14	728.926	13,353.92	VARIOUS	13,495 63	0.00	-141.71	Total of 3 lots
	Totals:	**289,326.16**		**286,521.06**	**4.54 W**	**2,809.64**	

* **This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. Remember, taxpayers are ultimately responsible for the accuracy of their tax return(s).**
**For NONCOVERED tax lots, values for "Date acquired," "Cost or other basis" and "Adjustments & Code(s), if any" are provided for your reference and are NOT reported to the IRS. For all tax lots, values for "Gain or loss(-)" and "Additional information" are provided for your reference and are NOT reported to the IRS.