

Form 990-PF

Return of Private Foundation

OMB No 1545-0052

2017

Department of the Treasury Internal Revenue Service

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. Go to www.irs.gov/Form990PF for instructions and the latest information.

Open to Public Inspection

For calendar year 2017 or tax year beginning 02/01, 2017, and ending 01/31, 2018

Name of foundation: THE CERIMON FUND NMA. Employer identification number: 13-6069576. Telephone number: 888-866-3275. Address: P O BOX 1802, PROVIDENCE, RI 02901-1802.

Check all that apply: Initial return, Final return, Address change. Check type of organization: Section 501(c)(3) exempt private foundation. Accounting method: Cash.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26).

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	128,308.	86,746.	86,746.
	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)			
	b	Investments - corporate stock (attach schedule) . STMT 6	3,357,988.	3,324,874.	3,956,585.
	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)	3,486,296.	3,411,620.	4,043,331.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)		NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26, and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	3,486,296.	3,411,620.	
	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)	3,486,296.	3,411,620.		
31	Total liabilities and net assets/fund balances (see instructions)	3,486,296.	3,411,620.		

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 3,486,296.
2	Enter amount from Part I, line 27a	2 -69,212.
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3	4 3,417,084.
5	Decreases not included in line 2 (itemize) ▶ SALES ADJUSTMENT	5 5,464.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 3,411,620.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, 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)
1 a 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 445,252.		386,379.	58,873.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a			58,873.	
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	58,873.
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 doesn't 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))
2016	191,195.	3,762,181.	0.050820
2015	185,695.	3,862,468.	0.048077
2014	204,573.	4,101,589.	0.049877
2013	191,620.	4,033,081.	0.047512
2012	190,730.	3,850,696.	0.049531
2 Total of line 1, column (d)			2 0.245817
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years			3 0.049163
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 3,921,248.
5 Multiply line 4 by line 3.			5 192,780.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 1,172.
7 Add lines 5 and 6			7 193,952.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 187,876.



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

Table with 11 rows for excise tax calculations. Includes categories like Exempt operating foundations, Domestic foundations, Tax under section 511, Add lines 1 and 2, Subtitle A (income) tax, Tax based on investment income, Credits/Payments, Total credits and payments, Total any penalty, Tax due, and Overpayment. Total amount owed is 1,748.

Part VII-A Statements Regarding Activities

Table with 10 rows for statements regarding activities. Columns include question number, Yes, and No. Questions cover political campaign participation, political expenditures, unrelated business income, and substantial contributors. Marked with 'X' in the Yes or No columns.



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:				Yes	No
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No	
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No	
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	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?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	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	<input type="checkbox"/>				
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?	<input type="checkbox"/>	Yes	<input type="checkbox"/>	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?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?					6b
If "Yes" to 6b, file Form 8870.					X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	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
BANK OF AMERICA 1 FINANCIAL PLAZA, PROVIDENCE, RI 02901	CO TRUSTEE 1	48,328.	-0-	-0-
PATRICIA DAVIDSON PO BOX 82, OLD LYME, CT 06371	CO TRUSTEE 1	7,469.	-0-	-0-

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

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	



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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,835,228.
b	Average of monthly cash balances	1b	145,734.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	3,980,962.
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	3,980,962.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	59,714.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,921,248.
6	Minimum investment return. Enter 5% of line 5	6	196,062.

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	196,062.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	2,344.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,344.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	193,718.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	193,718.
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	193,718.

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	187,876.
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	187,876.
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	187,876.

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				193,718.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			165,182.	
b Total for prior years 20____,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2017:				
a From 2012	NONE			
b From 2013	NONE			
c From 2014	NONE			
d From 2015	NONE			
e From 2016	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>187,876.</u>				
a Applied to 2016, but not more than line 2a			165,182.	
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 2017 distributable amount.				22,694.
e Remaining amount distributed out of corpus.	NONE			
5 Excess distributions carryover applied to 2017 (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 2016 Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018.				171,024.
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 2012 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2013	NONE			
b Excess from 2014	NONE			
c Excess from 2015	NONE			
d Excess from 2016	NONE			
e Excess from 2017	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 2017, 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)

Table with 5 columns: (a) 2017, (b) 2016, (c) 2015, (d) 2014, (e) Total. Rows include 2a (Adjusted net income), 2b (85% of line 2a), 2c (Qualifying distributions from Part XII), 2d (Amounts included in line 2c not used directly for active conduct of exempt activities), 2e (Qualifying distributions made directly for active conduct of exempt activities), 3 (Alternative tests: Assets, Endowment, Support).

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., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

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

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

c Any submission deadlines:

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

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
THE LAWRENCEVILLE SCHOOL DIRECTOR OF ALUMNI A BOX 6125 LAWRENCEVILLE NJ 08648	N/A	PC	SCHOLARSHIPS	64,000.
TEACHERS AND WRITERS COLLABORATIVE 520 EIGHTH AVE , SUITE 2020 NEW YORK NY 1001	N/A	PC	UNRESTRICTED GENERAL SUPPORT	86,000.
ST GEORGE'S SCHOOL 372 PURGATORY RD MIDDLETOWN RI 02842	N/A	PC	UNRESTRICTED GENERAL SUPPORT	14,500.
MT VERNON SONGBIRD SANCTUARY 1024 MT VERNON RD SOUTHTON CT 06489	N/A	PC	UNRESTRICTED GENERAL SUPPORT	800.
Total ▶ 3a				165,300.
b Approved for future payment				
Total ▶ 3b				

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	300.	300.
FOREIGN DIVIDENDS	24,244.	24,244.
NONDIVIDEND DISTRIBUTIONS	1,460.	
DOMESTIC DIVIDENDS	29,905.	29,905.
OTHER INTEREST	21,293.	21,293.
U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE	1,665.	1,665.
NONQUALIFIED FOREIGN DIVIDENDS	4,115.	4,115.
NONQUALIFIED DOMESTIC DIVIDENDS	15,436.	15,436.
TOTAL	98,418.	96,958.



FORM 990PF, PART I - OTHER INCOME
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DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
EXCISE TAX REFUND	11.
TOTALS	----- 11. =====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

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DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT ADVISORY FEES	3,080.	3,080.
TOTALS	3,080.	3,080.

FORM 990PF, PART I - TAXES

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DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	524.	524.
FOREIGN TAXES ON QUALIFIED FOR	1,097.	1,097.
FOREIGN TAXES ON NONQUALIFIED	430.	430.
TOTALS	2,051.	2,051.

FORM 990PF, PART I - OTHER EXPENSES
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DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER INVESTMENT FEE	29.	29.	
STATE FILING FEE	250.		250.
TOTALS	279.	29.	250.

THE CERIMON FUND NMA

13-6069576

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION

ENDING
BOOK VALUE

ENDING
FMV

SEE ATTACHED

3,324,874.

3,956,585.

TOTALS

3,324,874.

3,956,585.

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THE CERIMON FUND
 FOR 990PF BALANCE SHEET, PAGE 2
 YE 01/31/2018

Security Description	CUSIP	Quantity	Unit Cost	Fed Tax Cost	Price	Market Value
BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT	994458719	45977 38	1 \$	45,977 38	1	\$ 45,977 38
ADIANT PLC COM IRELAND	G0084W101	13	46 58 \$	605 60	64 8	\$ 842 40
JOHNSON CONTROLS INTL PLC COM IRELAND	G51502105	616	43 92 \$	27,056 34	39 13	\$ 24,104 08
CHUBB LTD COM SWITZERLAND	H1467J104	240	107 78 \$	25,887 67	156 15	\$ 37,476 00
AT&T INC COM	00206R102	810	34 19 \$	27,693 79	37 45	\$ 30,334 50
ASTRAZENECA PLC SPONSORED ADR UNITED KINGDOM	046353108	721	32 51 \$	23,437 29	35 06	\$ 25,278 26
BCE INC NEW COM CANADA	05534B760	740	45 71 \$	33,828 10	46 75	\$ 34,595 00
BOEING CO COM	097023105	55	65 18 \$	3,584 95	354 37	\$ 19,490 35
BRIGHTHOUSE FINL INC COM	10922N103	47	52 96 \$	2,489 19	64 26	\$ 3,020 22
CHEVRON CORP COM	166764100	322	86 89 \$	27,979 18	125 35	\$ 40,362 70
CISCO SYS INC COM	17275R102	995	25 25 \$	25,122 31	41 54	\$ 41,332 30
CONOCOPHILLIPS COM	20825C104	664	53 19 \$	35,318 74	58 81	\$ 39,049 84
CORNING INC COM	219350105	817	20 84 \$	17,024 62	31 22	\$ 25,506 74
DIAGEO PLC SPONSORED ADR NEW UNITED KINGDOM	25243Q205	238	117 47 \$	27,957 56	143 96	\$ 34,262 48
DOWDUPONT INC COM	26078J100	523	46 53 \$	24,332 62	75 58	\$ 39,528 34
EXXON MOBIL CORP COM	30231G102	332	77 17 \$	25,619 48	87 3	\$ 28,983 60
GENERAL ELEC CO COM	369604103	1652	23 74 \$	39,220 26	16 17	\$ 26,712 84
HCP INC REIT	40414L109	529	37 48 \$	19,825 51	24 08	\$ 12,738 32
HSBC HLDGS PLC SPON ADR NEW UNITED KINGDOM	404280406	541	44 35 \$	23,992 09	53 91	\$ 29,165 31
INTEL CORP COM	458140100	609	20 11 \$	12,238 93	48 14	\$ 29,317 26
J P MORGAN CHASE & CO COM	46625H100	381	38 27 \$	14,582 19	115 67	\$ 44,070 27
JOHNSON & JOHNSON COM	478160104	286	34 14 \$	9,763 66	138 19	\$ 39,522 34
KIMBERLY CLARK CORP COM	494368103	200	87 39 \$	17,477 97	117	\$ 23,400 00
LILLY ELI & CO COM	532457108	257	70 47 \$	18,111 06	81 45	\$ 20,932 65
MERCK & CO INC NEW COM	58933Y105	519	36 74 \$	19,067 53	59 25	\$ 30,750 75
METLIFE INC COM	59156R108	604	42 42 \$	25,624 17	48 07	\$ 29,034 28
MICROSOFT CORP COM	594918104	343	26 01 \$	8,922 17	95 01	\$ 32,588 43
NEXTERA ENERGY INC COM	65339F101	255	98 97 \$	25,237 31	158 42	\$ 40,397 10
NOVARTIS A G SPONSORED ADR SWITZERLAND	66987V109	335	71 49 \$	23,947 92	90 06	\$ 30,170 10
PFIZER INC COM	717081103	976	22 14 \$	21,610 95	37 04	\$ 36,151 04
RAYTHEON CO COM NEW	755111507	183	52 77 \$	9,656 54	208 94	\$ 38,236 02
ROYAL DUTCH SHELL PLC SPONSORED ADR CL B UNITED KINGDOM	780259107	590	61 55 \$	36,317 00	71 93	\$ 42,438 70
SIEMENS A G SPONSORED ADR GERMANY	826197501	246	69 49 \$	17,095 70	76 09	\$ 18,718 14
SUNTRUST BKS INC COM	867914103	276	65 93 \$	18,197 96	70 7	\$ 19,513 20

3M CO COM	88579Y101	130	165 69 \$	21,540 19	250 5 \$	32,565 00
TRAVELERS COS INC COM	89417E109	228	107 25 \$	24,452 43	149 92 \$	34,181 76
UNILEVER N V NEW NEW YORK SHSADR NETHERLANDS	904784709	505	39 84 \$	20,119 30	57 49 \$	29,032 45
WELLS FARGO & CO NEW COM	949746101	595	54 75 \$	32,576 80	65 78 \$	39,139 10
WELLTOWER INC REITS	95040Q104	462	70 77 \$	32,696 37	59 97 \$	27,706 14
BANK OF AMERICA TEMPORARY OVERNIGHT DEPOSIT	99Z490460	213 36	1 \$	213 36	1 \$	213 36
BANK OF AMERICA TEMPORARY OVERNIGHT DEPOSIT	99Z490460		0 \$	-	1 \$	-
BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT	994458719	2701 27	1 \$	2,701 27	1 \$	2,701 27
BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT	994458719	37849 87	1 \$	37,849 87	1 \$	37,849 87
ISHARES RUSSELL MID-CAP ETF	464287499	860	170 38 \$	146,527 98	215 83 \$	185,613 80
ISHARES RUSSELL 2000 ETF	464287655	205	115 03 \$	23,581 17	156 36 \$	32,053 80
ISHARES INTL SELECT DIVIDEND ETF	464288448	5000	34 08 \$	170,414 50	35 24 \$	176,200 00
ISHARES CORE MSCI EMERGING MKTS ETF	46434G103	3835	43 59 \$	167,148 48	61 44 \$	235,622 40
SPDR S&P 500 ETF TR UNIT SER 1	78462F103	150	203 06 \$	30,458 96	281 9 \$	42,286 00
SPDR DJ WILSHIRE INTL REAL ESTATE ETF	78463X863	520	41 48 \$	21,568 04	42 06 \$	21,871 20
UNDISCOVERED MANAGERS FDS BEHAVIORAL VALUE FD INSTL						
CL	904504842	1474 174	54 82 \$	80,814 23	70 75 \$	104,297 81
VANGUARD FTSE DEVELOPED MARKETS ETF	921943858	3785	39 72 \$	150,343 73	46 99 \$	177,857 15
VANGUARD REAL ESTATE ETF	922908553	1385	78 11 \$	108,186 36	79 45 \$	110,038 25
WEYERHAEUSER CO COM	962166104	6072	10 04 \$	60,971 93	37 54 \$	227,942 88
ANHEUSER BUSCH INBEV WORLDWIDE INC CO GTD NT DTD						
10/16/09 5 375% DUE 01/15/20	03523TAN8	50000	106 14 \$	53,069 04	105 43 \$	52,716 00
APPLE INC SR UNSECD NT DTD 05/13/15 2 700% DUE 05/13/22	037833BF6	50000	103 69 \$	51,843 35	99 54 \$	49,772 00
BB&T CORP UNSECD SR MTN CALL 05/19/18 @100 DTD 06/19/13						
2 050% DUE 06/19/18	05531FAN3	50000	100 14 \$	50,069 68	100 04 \$	50,020 50
BANK NEW YORK INC UNSECD MEDIUM TERM SR NT CALL 8/23/21						
@100 DTD 09/23/11 3 550% DUE 09/23/21	06406HBY4	50000	106 46 \$	53,229 52	102 59 \$	51,296 00
CATERPILLAR FINL SVCS CORP SR UNSECD MTN DTD 01/12/17						
2 100% DUE 01/10/20	14912L6Y2	50000	100 47 \$	50,236 41	99 37 \$	49,684 50
CISCO SYS INC SR UNSECD NT DTD 03/03/14 3 625% DUE 03/04/24						
CITIGROUP INC SR NT DTD 05/12/08 6 125% DUE 05/15/18	17275RAN2	50000	106 08 \$	53,041 94	103 52 \$	51,757 50
CMG ULTRA SHORT TERM BOND FUND	172967ES6	50000	101 22 \$	50,612 18	101 16 \$	50,580 50
COSTCO WHOLESALE CORP NEW UNSECD SR NT DTD 12/07/12	19765E823	5477 584	8 99 \$	49,243 48	9 \$	49,298 26
1 700% DUE 12/15/19						
DEERE JOHN CAP CORP SR UNSECD MTN DTD 07/14/15 2 375% DUE 07/14/20	22160KAF2	50000	100 24 \$	50,117 71	98 93 \$	49,466 00
DISNEY WALT CO SR UNSECD MTN DTD 09/17/15 1 500% DUE 09/17/18	24422ESY6	50000	101 72 \$	50,857 59	99 67 \$	49,834 50
DOUBLELINE TOTAL RETURN BD FUND CL I	25468PDD5	50000	100 11 \$	50,052 94	99 67 \$	49,836 00
GENERAL ELEC CAP CORP MTN DTD 04/21/08 5 625% DUE 05/01/18	258620103	13537 906	11 08 \$	150,000 00	10 51 \$	142,283 39
	36962G3U6	50000	101 01 \$	50,502 89	100 93 \$	50,463 00

GOLDMAN SACHS GROUP INC SR UNSECD NT DTD 01/22/13 3 625% DUE 01/22/23	38141GRD8	50000	103 03 \$	51,513 72	101 72 \$	50,858 00
ISHARES US PFD STK ETF	464288687	1850	39 5 \$	73,071 16	37 62 \$	69,597 00
JPMORGAN CHASE & CO UNSECD SR NT DTD 01/25/13 3 200% DUE 01/25/23	46625HJH4	50000	100 73 \$	50,364 42	100 62 \$	50,312 00
JOHNSON & JOHNSON UNSECD SR NT CALL 2/1/21 @100 DTD 03/01/16 1 650% DUE 03/01/21	478160BS2	50000	100 18 \$	50,090 85	97 68 \$	48,838 00
MICROSOFT CORP SR UNSECD NT DTD 02/08/11 4 000% DUE 02/08/21	594918AL8	50000	106 91 \$	53,455 03	104 37 \$	52,186 00
NBCUNIVERSAL MEDIA LLC UNSECD SR NT DTD 04/01/11 4 375% DUE 04/01/21	63946BAE0	50000	108 11 \$	54,055 36	105 31 \$	52,655 50
ORACLE CORP SR UNSECD NT DTD 07/08/09 5 000% DUE 07/08/19	68389XAG0	50000	104 48 \$	52,238 87	103 79 \$	51,894 00
PIMCO FOREIGN BD US\$HD INSTL	693390882	7748 405	10 95 \$	84,811 88	10 68 \$	82,752 97
PNC FDG CORP CO GTD SR NT DTD 06/09/09 6 700% DUE 06/10/19	693476BF9	50000	106 42 \$	53,207 79	105 59 \$	52,794 50
PEPSICO INC SR NT DTD 01/14/10 4 500% DUE 01/15/20	713448BN7	50000	105 04 \$	52,518 94	104 28 \$	52,139 00
PFIZER INC SR UNSECD NT DTD 05/15/14 3 400% DUE 05/15/24	717081DM2	50000	105 09 \$	52,545 98	102 47 \$	51,236 00
UNITED STATES TREAS NTS DTD 08/15/14 2 375% DUE 08/15/24	912828D56	50000	103 23 \$	51,613 45	98 36 \$	49,179 50
UNITED STATES TREAS NT DTD 02/16/10 3 625% DUE 02/15/20	912828MP2	50000	104 6 \$	52,301 67	102 9 \$	51,447 50
UNITEDHEALTH GROUP INC SR UNSECD NT CALL 02/15/21 @100 DTD 02/25/16 2 125% DUE 03/15/21	91324PCU4	50000	100 01 \$	50,002 55	98 52 \$	49,260 50
TOTAL						\$ 4,043,330 80