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Return of Private Foundation

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

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

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation The Landon Family Foundation		A Employer identification number 54-1844797
Number and street (or P O box number if mail is not delivered to street address) c/o Joan L. Gignoux 3685 Harbor Road		B Telephone number 802-985-3889
City or town, state or province, country, and ZIP or foreign postal code Shelburne, VT 05482		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,979,952.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		2.	2.		Statement 1
4 Dividends and interest from securities		51,146.	51,146.		Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		17,704.			
b Gross sales price for all assets on line 6a		588,810.			
7 Capital gain net income (from Part IV, line 2)			17,704.		
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)					
11 Other income		329.	0.		Statement 3
12 Total. Add lines 1 through 11.		69,181.	68,852.		
13 Compensation of officers, directors, trustees, etc.		1,350.	0.		1,350.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees Stmt 4		3,911.	0.		3,911.
b Accounting fees					
c Other professional fees Stmt 5		20,401.	20,401.		0.
17 Interest					
18 Taxes Stmt 6		1,181.	781.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 7		32.	7.		25.
24 Total operating and administrative expenses. Add lines 13 through 23		26,875.	21,189.		5,286.
25 Contributions, gifts, grants paid		93,355.			93,355.
26 Total expenses and disbursements. Add lines 24 and 25		120,230.	21,189.		98,641.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<51,049.>			
b Net investment income (if negative, enter -0-)			47,663.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		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	180,383.	94,448.	94,451.
	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			
	7 Other notes and loans receivable ▶ 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			
	b Investments - corporate stock Stmt 8	1,495,146.	1,525,711.	1,853,961.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 9	33,148.	37,469.	31,540.
	14 Land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶			
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	1,708,677.	1,657,628.	1,979,952.	
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			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
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	1,708,677.	1,657,628.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 Total net assets or fund balances	1,708,677.	1,657,628.	
31 Total liabilities and net assets/fund balances	1,708,677.	1,657,628.		

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	1,708,677.
2 Enter amount from Part I, line 27a	2	<51,049.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,657,628.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,657,628.

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 US Trust - see attached	P	Various	Various
b US Trust - see attached	P	Various	Various
c Capital Gain distributions	P	Various	Various
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 128,319.		125,361.	2,958.
b 449,743.		445,745.	3,998.
c 10,748.			10,748.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			2,958.
b			3,998.
c			10,748.
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	17,704.
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). If (loss), enter -0- in Part I, line 8	3	N/A

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))
2012	94,899.	1,839,745.	.051583
2011	83,695.	1,901,010.	.044027
2010	80,395.	1,768,880.	.045450
2009	94,794.	1,607,912.	.058955
2008	106,451.	1,950,076.	.054588

2 Total of line 1, column (d)	2	.254603
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	.050921
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,895,506.
5 Multiply line 4 by line 3	5	96,521.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	477.
7 Add lines 5 and 6	7	96,998.
8 Enter qualifying distributions from Part XII, line 4	8	98,641.

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	477.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	477.
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	477.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,278.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,278.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	801.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input checked="" type="checkbox"/> 801. Refunded <input checked="" type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> VA		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>None</u>	13		X
14	The books are in care of ► <u>Joan Gignoux, President</u> Telephone no. ► <u>802-985-3889</u> Located at ► <u>3685 Harbor Road, Shelburne, VT</u> ZIP+4 ► <u>05482</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15		N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

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

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ 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)?

N/A

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?

N/A

☐ 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

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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?

N/A

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.

(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
See Statement 10		1,350.	0.	0.

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

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

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

0

Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3 Five highest-paid independent contractors for professional services. 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		0

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 <u>The Landon Family Foundation makes grants to qualifying public charities and does not carry on charitable activities directly.</u>	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 <u>None</u>	0.
2	
All other program-related investments. See instructions.	
3 <u>None</u>	0.
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,771,249.
b	Average of monthly cash balances	1b	122,049.
c	Fair market value of all other assets	1c	31,074.
d	Total (add lines 1a, b, and c)	1d	1,924,372.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,924,372.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	28,866.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,895,506.
6	Minimum investment return. Enter 5% of line 5	6	94,775.

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	94,775.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	477.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	477.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	94,298.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	94,298.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	94,298.

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	98,641.
b	Program-related investments - total from Part IX-B	1b	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)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	98,641.
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	5	477.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	98,164.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				94,298.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			88,052.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 98,641.				
a Applied to 2012, but not more than line 2a			88,052.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				10,589.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				83,709.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

N/A

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 2013, enter the date of the ruling ▶

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

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

Tax year	Prior 3 years			(e) Total
(a) 2013	(b) 2012	(c) 2011	(d) 2010	

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).)

None

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

None

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

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

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

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

c Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Innocence Project 40 Worth St. Suite 701 New York, NY 10013	None	Public	Charitable support	5,000.
Adirondack Community Trust 302 Bear Cub Lane Lake Placid, NY 12946	None	Public	Charitable support	26,200.
Community Foundation for Palm Beach & Marin Counties, Inc. 700 South Dixie Hwy. Suite 200 West Palm Beach, FL 33401	None	Public	Charitable support	24,955.
Inland Northwest Community Foundation 618 West Riverside Avenue Spokane, WA 99201	None	Public	charitable support	10,600.
Vermont Community Foundation 3 Court St PO Box 30 Middlebury, VT 05753	none	public	charitable support	10,600.
Total	See continuation sheet(s)			93,355.
b Approved for future payment				
None				
Total				0.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
Homeward Bound USA, Inc. P. O. Box 1100 Saranac Lake, NY 12983	None	Public	Charitable Support	10,000.
Biodiversity (aka Biodiversity Research Institute) 19 Flaggy Meadow Road Gorham, ME 04038	None	Public	Charitable Support	5,000.
Adirondack North Country Association (ANCA) 67 Main Street Suite 201 Saranac Lake, NY 12983	None	Public	Charitable Support	1,000.
Total from continuation sheets				16,000.

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.		

[illegible]

- 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
N/A		

**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.

May the IRS discuss this return with the preparer shown below (see instr)?

Signature of officer or trustee

Date _____

Title

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐
self-employed

PTIN

Michele A. W.
McKinnon

June 24th.

5/9/14

P01319465

Firm's name ► **McGuireWoods LLP**

Firm's EIN ▶ 54-0505857

Firm's address ► P. O. Box 397
Richmond, VA 23218-0397

Phone no. (804) 775-1000

Form **990-PF** (2013)

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Bank of America	2.	2.	
Total to Part I, line 3	2.	2.	

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
US Trust Account	51,146.	0.	51,146.	51,146.	
To Part I, line 4	51,146.	0.	51,146.	51,146.	

Form 990-PF	Other Income	Statement	3
Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Class Action	329.	0.	
Total to Form 990-PF, Part I, line 11	329.	0.	

Form 990-PF

Legal Fees

Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
McGuireWoods LLP	3,911.	0.		3,911.
To Fm 990-PF, Pg 1, ln 16a	3,911.	0.		3,911.

Form 990-PF Other Professional Fees Statement 5

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
U. S. Trust Company, N.A. - Account management fees	20,401.	20,401.		0.
To Form 990-PF, Pg 1, ln 16c	20,401.	20,401.		0.

Form 990-PF

Taxes

Statement 6

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign Tax paid	781.	781.		0.
2013 estimated tax paid	400.	0.		0.
To Form 990-PF, Pg 1, ln 18	1,181.	781.		0.

Form 990-PF	Other Expenses			Statement 7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
SCC Annual Registration fees	25.	0.		25.
Investment expense	7.	7.		0.
To Form 990-PF, Pg 1, ln 23	32.	7.		25.

Form 990-PF	Corporate Stock	Statement	8
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Description	Book Value	Fair Market Value
See attached schedule	1,525,711.	1,853,961.
Total to Form 990-PF, Part II, line 10b	1,525,711.	1,853,961.

Form 990-PF	Other Investments	Statement	9
Description	Valuation Method	Book Value	Fair Market Value
See attached schedule	COST	37,469.	31,540.
Total to Form 990-PF, Part II, line 13		37,469.	31,540.

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Settlement Date



Portfolio Detail

Account: 06-06-010-5878503 THE LONDON FAMILY FDN AGY C/A

Dec. 01, 2013 through Dec. 31, 2013

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Cash/Currency									
Cash Equivalents									
2,096.880	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT (Income Investment)	994458719	\$2,096.88	\$0.23	\$2,096.88	1,000	\$0.00	\$1.26	0.06%
86,813.680	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT	994458719	86,813.68	3.48	86,813.68	1,000	0.00	52.09	0.06
5,537.100	BANK OF AMERICA TEMPORARY OVERNIGHT DEPOSIT	99Z490460	5,537.10	0.01	5,537.10	1,000	0.00	3.32	0.06
	Total Cash Equivalents		\$94,447.66	\$3.72	\$94,447.66		\$0.00	\$56.67	0.06%
	Total Cash/Currency		\$94,447.66	\$3.72	\$94,447.66		\$0.00	\$56.67	0.06%

Equities

Consumer Discretionary									
150.000	COACH INC Ticker: COH	189754104	\$8,419.50 56.130	\$50.63	\$8,377.31 55.849		\$42.19	\$202.50	2.40%
100.000	MCDONALDS CORP Ticker: MCD	580135101	9,703.00 97.030	0.00	9,124.50 91.245		578.50	324.00	3.33
130.000	TARGET CORP Ticker: TGT	87612E106	8,225.10 63.270	0.00	7,962.73 61.252		262.37	223.60	2.71
227.000	TJX COS INC NEW Ticker: TJX	872540109	14,466.71 63.730	0.00	3,244.40 14.293		11,222.31	131.66	0.91
100.000	YUM BRANDS INC Ticker: YUM	988498101	7,561.00 75.610	0.00	6,535.50 65.355		1,025.50	148.00	1.95
	Total Consumer Discretionary		\$48,375.31	\$50.63	\$35,244.44		\$13,130.87	\$1,029.76	2.12%
Consumer Staples									
225.000	COCA COLA CO Ticker: KO	191216100	\$9,294.75 41.310	\$0.00	\$8,702.45 38.678		\$592.30	\$252.00	2.71%
150.000	KRAFT FOODS GROUP INC Ticker: KFT	50076Q106	8,086.50 53.910	78.75	6,552.44 43.683		1,534.06	315.00	3.89

(1) Market Value

Portfolio Detail section does not include Accrued Income

8/30

6000206 001/001 8/30

0007392 02-002 405 B

Portfolio Detail

Account: 06-06-010-5878503 THE LONDON FAMILY FDN AGY C/A

Dec. 01, 2013 through Dec. 31, 2013

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)									
Consumer Staples (cont)									
200.000	LORILLARD INC Ticker: LO	544147101	10,136.00 50.680	0.00	4,181.00 20.905	5,955.00	440.00	4.34	
100.000	MEAD JOHNSON NUTRITION CO Ticker: MJN	582839106	8,376.00 83.760	34.00	7,583.50 75.835	792.50	136.00	1.62	
225.000	MONDELEZ INTL INC Ticker: MDLZ	609207105	7,942.50 35.300	31.50	5,794.37 25.753	2,148.13	126.00	1.58	
150.000	NESTLE S A SPONSORED ADR SWITZERLAND Ticker: NSRG Y	641069406	11,013.60 73.424	0.00	9,365.51 62.437	1,648.09	272.40	2.47	
135.000	PEPSICO INC Ticker: PEP	713448108	11,196.90 82.940	76.61	9,444.24 69.957	1,752.66	306.45	2.73	
125.000	PHILIP MORRIS INTL INC Ticker: PM	718172109	10,891.25 87.130	117.50	11,319.88 90.559	-428.63	470.00	4.31	
120.000	PROCTER & GAMBLE CO Ticker: PG	742718109	9,769.20 81.410	0.00	7,931.62 66.097	1,837.58	288.72	2.95	
100.000	SMUCKER J M CO NEW COM Ticker: SJM	832696405	10,362.00 103.620	0.00	8,436.07 84.361	1,925.93	232.00	2.23	
Total Consumer Staples			\$97,068.70	\$338.36	\$79,311.08	\$17,757.62	\$2,838.57	2.92%	
Energy									
100.000	DIAMOND OFFSHORE DRILLING INC Ticker: DO	25271C102	\$5,692.00 56.920	\$0.00	\$6,808.06 68.081	-\$1,116.06	\$50.00	0.87%	
190.000	EXXON MOBIL CORP Ticker: XOM	30231G102	19,228.00 101.200	0.00	16,507.20 86.880	2,720.80	478.80	2.49	
140.000	OCCIDENTAL PETE CORP DEL Ticker: OXY	674599105	13,314.00 95.100	89.60	12,185.95 87.043	1,128.05	358.40	2.69	
130.000	SCHLUMBERGER LTD NETHERLANDS ANTILLES Ticker: SLB	806857108	11,714.30 90.110	40.63	9,631.30 74.087	2,083.00	162.50	1.38	
Total Energy			\$49,948.30	\$130.23	\$45,132.51	\$4,815.79	\$1,049.70	2.10%	

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Settlement Date



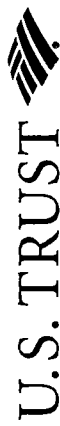
Portfolio Detail

Dec. 01, 2013 through Dec. 31, 2013

Account: 06-06-010-5878503 THE LONDON FAMILY FDN AGY C/A

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)									
Financials									
50.000	BLACKROCK INC CLA Ticker: BLK	09247X101	\$15,823.50 316.470	\$0.00	\$10,037.73 200.755		\$5,785.77	\$336.00	2.12%
150.000	CHUBB CORP Ticker: CB	171232101	14,494.50 96.630	66.00	11,072.10 73.814		3,422.40	264.00	1.82
150.000	CULLEN/FROST BANKERS INC Ticker: CFR	229899109	11,164.50 74.430	0.00	8,765.87 58.439		2,398.63	300.00	2.68
350.000	WELLS FARGO & CO NEW COM Ticker: WFC	949746101	15,890.00 45.400	0.00	12,009.10 34.312		3,880.90	420.00	2.64
300.000	WEYERHAEUSER CO Ticker: WY	962166104	9,471.00 31.570	0.00	7,341.36 24.471		2,129.64	264.00	2.78
Total Financials			\$56,843.50	\$66.00	\$49,226.16		\$17,617.34	\$1,584.00	2.37%
Health Care									
140.000	ABBOTT LABS Ticker: ABT	002824100	\$5,366.20 38.330	\$0.00	\$4,353.26 31.095		\$1,012.94	\$123.20	2.29%
140.000	ABBVIE INC Ticker: ABBV	00287Y109	7,393.40 52.810	0.00	4,720.71 33.719		2,672.69	224.00	3.03
150.000	BAXTER INTL INC Ticker: BAX	071813109	10,432.50 69.550	73.50	7,567.55 50.450		2,864.95	294.00	2.81
140.000	BECTON DICKINSON & CO Ticker: BDX	075887109	15,468.60 110.490	0.00	10,799.60 77.140		4,669.00	305.20	1.97
100.000	JOHNSON & JOHNSON Ticker: JNJ	478160104	9,159.00 91.590	0.00	6,578.94 65.789		2,580.06	264.00	2.88
150.000	NOVARTIS AG SPONSORED ADR SWITZERLAND Ticker: NVS	66987V109	12,057.00 80.380	0.00	9,050.27 60.335		3,006.73	308.55	2.55
125.000	ROCHE HLDG LTD SPONSORED ADR SWITZERLAND Ticker: RHHBY	771195104	8,756.38 70.051	0.00	6,013.13 48.105		2,743.25	203.00	2.31

Settlement Date



Bank of America Private Wealth Management

Portfolio Detail

Account: 06-06-010-5878503 THE LONDON FAMILY FDN AGY C/A

Dec 01, 2013 through Dec. 31, 2013

Equities (cont)		Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Health Care (cont)					\$68,633.08	\$73.50	\$49,083.46	\$19,549.62	\$1,721.95	2.50%	
Total Health Care											
Industrials											
92,000	ADT CORP Ticker: ADT	00101J106			\$3,723.24 40.470	\$0.00	\$1,289.22 14.013	\$2,434.02	\$46.00	1.23%	
150,000	CATERPILLAR INC Ticker: CAT	149123101			13,621.50 90.810	0.00	12,611.25 84.075	1,010.25	360.00	2.64	
100,000	DEERE & CO Ticker: DE	244199105			9,133.00 91.330	51.00	7,770.69 77.707	1,362.31	204.00	2.23	
200,000	EMERSON ELEC CO Ticker: EMR	291011104			14,036.00 70.180	0.00	10,375.50 51.878	3,660.50	344.00	2.45	
135,000	HONEYWELL INTL INC Ticker: HON	438516106			12,334.95 91.370	0.00	8,143.13 60.319	4,191.82	243.00	1.97	
185,000	TYCO INTL LTD NEWFCOM SWITZERLAND Ticker: TYC	H89128104			7,592.40 41.040	0.00	1,999.90 10.810	5,592.50	118.40	1.55	
113,000	UNION PAC CORP Ticker: UNP	907818108			18,984.00 168.000	89.27	6,411.80 56.742	12,572.20	357.08	1.88	
150,000	UNITED PARCEL SVC INC CLB Ticker: UPS	911312106			15,762.00 105.080	0.00	11,682.24 77.882	4,079.76	372.00	2.36	
100,000	3M CO Ticker: MMM	88579Y101			14,025.00 140.250	0.00	9,208.50 92.085	4,816.50	342.00	2.43	
Total Industrials					\$109,212.09	\$140.27	\$69,492.23	\$39,719.86	\$2,386.48	2.18%	
Information Technology											
200,000	ACCENTURE PLC CLACOM IRELAND Ticker: ACN	G1151C101			\$16,444.00 82.220	\$0.00	\$13,544.10 67.721	\$2,899.90	\$372.00	2.26%	
30,000	APPLE INC Ticker: AAPL	037833100			16,830.60 561.020	0.00	16,653.17 555.106	177.43	366.00	2.17	

36981506100

Settlement Date



Portfolio Detail

Account: 06-06-010-5878503 THE LONDON FAMILY FDN AGY C/A

Dec. 01, 2013 through Dec. 31, 2013

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)									
Information Technology (cont)									
200.000	AUTOMATIC DATA PROCESSING INC Ticker: ADP	053015103	16,159.80 80.799	96.00	12,022.85 60.114	4,136.95	384.00	2.37	
90.000	INTERNATIONAL BUSINESS MACHS Ticker: IBM	459200101	16,881.30 187.570	0.00	14,033.74 155.930	2,847.56	342.00	2.02	
200.000	QUALCOMM INC Ticker: QCOM	747525103	14,850.00 74.250	0.00	12,521.54 62.608	2,328.46	280.00	1.88	
400.000	TE CONNECTIVITY LTD SWITZERLAND Ticker: TEL	H84989104	22,044.00 55.110	0.00	14,887.73 37.219	7,156.27	400.00	1.81	
75.000	VISA INC CLACOM Ticker: V	92826C839	16,701.00 222.680	0.00	12,390.38 165.205	4,310.62	120.00	0.71	
Total Information Technology			\$119,910.70	\$96.00	\$96,053.51	\$23,857.19	\$2,264.00	1.88%	
Materials									
150.000	PRAXAIR INC Ticker: PX	74005P104	\$19,504.50 130.030	\$0.00	\$16,577.85 110.519	\$2,926.65	\$360.00	1.84%	
Total Materials			\$19,504.50	\$0.00	\$16,577.85	\$2,926.65	\$360.00	1.84%	
Other Equities									
2,153.316	COLUMBIA ACORN SELECT FUND CLASS Z SHARES Ticker: ACTWX	197199854	\$57,536.60 26.720	\$0.00	\$50,000.00 23.220	\$7,536.60	\$305.77	0.53%	
5,602.967	COLUMBIA DIVIDEND INCOME FUND CLASS Z SHARES Ticker: GSFTX	19765N245	102,702.39 18.330	0.00	75,714.75 13.513	26,987.64	1,989.05	1.93	
11,307.248	COLUMBIA SELECT LARGE CAP GROWTH FUND CLASS Z SHARES Ticker: UMLGX	19765Y688	217,551.45 19.240	0.00	106,975.95 9.461	110,575.50	0.00	0.00	
2,000.000	ISHARES INTL SELECT DIVIDEND ETF Ticker: IDV	464288448	75,880.00 37.940	0.00	65,250.00 32.625	10,630.00	3,398.00	4.47	
1,000.000	ISHARES MSCI EAFE ETF Ticker: EFA	464287465	67,095.00 67.095	0.00	64,821.50 64.822	2,273.50	1,703.00	2.53	

Portfolio Detail

Account: 06-06-010-5878503 THE LONDON FAMILY FDN AGY C/A

Dec. 01, 2013 through Dec. 31, 2013

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)									
Other Equities (cont)									
2,500.000	ISHARES MSCI EMERGING MARKETS ETF Ticker: EEM	464287234	104,487.50 41.795	0.00	89,635.50 35.854		14,852.00	2,145.00	2.05
300.000	ISHARES RUSSELL MID-CAP ETF Ticker: IWR	464287499	44,994.00 149.980	0.00	44,103.51 147.012		890.49	591.30	1.31
1,000.000	ISHARES RUSSELL 2000 ETF Ticker: IVM	464287655	115,360.00 115.360	0.00	100,272.50 100.273		15,087.50	1,414.00	1.22
500.000	ISHARES SELECT DIVIDEND ETF Ticker: DVY	464287168	35,675.00 71.350	0.00	25,417.50 50.835		10,257.50	1,093.00	3.06
Total Other Equities			\$821,281.94	\$0.00	\$622,191.21		\$199,090.73	\$12,639.12	1.53%
Total Equities			\$1,400,778.12	\$894.99	\$1,062,312.45		\$338,465.67	\$25,873.58	1.84%
Fixed Income									
Investment Grade Taxable									
2,932.040	COLUMBIA BOND FUND CLASS Z SHARES	19765Y886	\$25,450.11 8.680	\$102.59	\$25,563.90 8.719		-\$113.79	\$586.41	2.30%
4,282.833	COLUMBIA STRATEGIC INCOME FUND CLASS Z SHARES	19765L694	25,354.37 5.920	0.00	26,210.94 6.120		-856.57	1,134.95	4.47
2,613.181	PRINCIPAL PFD SECS FUND INSTL CL	74253Q416	25,661.44 9.820	0.00	27,124.81 10.380		-1,463.37	1,502.58	5.85
6,619.594	PRUDENTIAL SHORT-TERM CORPORATE BD FUND INC CLZ	74441R508	75,198.59 11.360	193.94	75,000.00 11.330		198.59	2,389.67	3.17
11,737.089	WELLS FARGO ADVANTAGE ULTRA SHORT TERM INCOME FUND	949917744	100,234.74 8.540	81.97	100,000.00 8.520		234.74	1,056.34	1.05
Total Investment Grade Taxable			\$251,899.25	\$378.50	\$253,899.65		-\$2,000.40	\$6,669.95	2.64%
Global High Yield Taxable									
5,018.738	ARTIO GLOBAL HIGH INCOME FUND CL I	04315J860	\$50,438.32 10.050	\$0.00	\$49,569.18 9.877		\$869.14	\$3,618.51	7.17%

36991507100

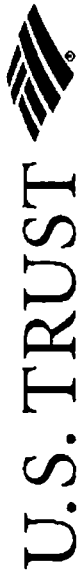
Settlement Date

Portfolio Detail

Account: 06-06-010-5878503 THE LANDON FAMILY FDN AGY C/A

Dec. 01, 2013 through Dec. 31, 2013

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)								
Global High Yield Taxable (cont)								
Total Global High Yield Taxable			\$50,438.32	\$0.00	\$49,569.18	\$869.14	\$3,618.51	7.17%
Total Fixed Income								
Total Fixed Income			\$302,337.57	\$378.50	\$303,468.83	-\$1,131.26	\$10,288.46	3.40%
Hedge Funds								
Hedge Funds Specific Strategy								
12,381.735	PIMCO ALL ASSET FUND INSTL CL	722005626	\$149,571.36 12.080	\$0.00	\$159,929.96 12.917	-\$10,358.60	\$7,329.99	4.90%
Total Hedge Funds Specific Strategy			\$149,571.36	\$0.00	\$159,929.96	-\$10,358.60	\$7,329.99	4.90%
Total Hedge Funds			\$149,571.36	\$0.00	\$159,929.96	-\$10,358.60	\$7,329.99	4.90%
Real Estate								
Public REITs								
500.000	ISHARES U S REAL ESTATE ETF	464287739	\$31,540.00 63.080	\$0.00	\$37,469.10 74.938	-\$5,929.10	\$1,192.00	3.77%
Total Public REITs			\$31,540.00	\$0.00	\$37,469.10	-\$5,929.10	\$1,192.00	3.77%
Total Real Estate			\$31,540.00	\$0.00	\$37,469.10	-\$5,929.10	\$1,192.00	3.77%
Total Portfolio			\$1,978,674.71	\$1,277.21	\$1,657,628.00	\$321,046.71	\$44,740.70	2.26%
Accrued Income			\$1,277.21					
Total			\$1,979,951.92					



Bank of America Private Wealth Management

2013 Tax Information Letter

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THE LANDON FAMILY FDN AGY NMA

Proceeds From Broker Transactions

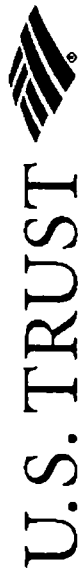
We have adjusted tax costs for amortization of premium paid for the acquisition of municipal bonds through date of sale and for non-taxable dividends. An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital. However, we have not made adjustments to the cost basis of all partnerships.

If applicable, we have shown IRC Section 988 translation gains and losses separately within the sales sections. Please note these gains or losses are not entitled to capital gains treatment. Rather, under IRC Section 988, they are either ordinary income or loss. However, we have not made adjustments to the cost basis of all partnerships.

Short term transactions

This category includes sales of assets held 12 months or less.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
AIR PRODUCTS & CHEMICALS INC	APD	009158106	75	08/22/12	04/03/13	\$6,320.35	\$6,326.62	\$-6.27
STANLEY BLACK & DECKER INC	SWK	854502101	110	08/22/12	04/03/13	\$8,693.65	\$7,461.85	\$1,231.80
CISCO SYSTEM INC	CSCO	17275R102	63	08/22/12	04/03/13	\$1,334.79	\$1,201.47	\$133.32
CISCO SYSTEM INC	CSCO	17275R102	70	11/02/12	04/03/13	\$1,483.10	\$1,219.75	\$263.35
AIR PRODUCTS & CHEMICALS INC	APD	009158106	35	11/02/12	04/03/13	\$2,949.49	\$2,740.68	\$208.81
CORNING INC	GLW	219350105	65	11/02/12	04/03/13	\$865.46	\$771.88	\$93.58
CORNING INC	GLW	219350105	325	08/22/12	04/03/13	\$4,327.27	\$3,832.92	\$494.35
GENERAL DYNAMICS CORP	GD	369550108	20	11/02/12	04/03/13	\$1,366.07	\$1,382.30	\$-16.23
GENERAL DYNAMICS CORP	GD	369550108	50	08/22/12	04/03/13	\$3,415.17	\$3,319.68	\$95.49
GENERAL DYNAMICS CORP	GD	369550108	50	09/11/12	04/03/13	\$3,415.17	\$3,303.25	\$111.92
ISHARES TR DJ US REAL ESTATE	IYR	464287739	500	09/11/12	04/03/13	\$34,754.22	\$33,148.40	\$1,605.82
PNC BANK CORP	PNC	693475105	100	08/22/12	04/03/13	\$6,511.35	\$6,254.37	\$256.98
PNC BANK CORP	PNC	693475105	20	11/02/12	04/03/13	\$1,302.27	\$1,184.70	\$117.57
STANLEY BLACK & DECKER INC	SWK	854502101	20	11/02/12	04/03/13	\$1,580.66	\$1,403.97	\$176.69
COLUMBIA FDS SER TR I STRATEGI	LSIZ X	197651L694	8223 68	09/11/12	06/27/13	\$50,000.00	\$51,809.21	\$-1,809.21
Total short term gain/loss from sales:							\$128,319.02	\$125,361.05



Bank of America Private Wealth Management

THE LONDON FAMILY FDN AGY NMA

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Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
CISCO SYSTEM INC	CSCO	17275R102	200	04/28/11	04/03/13	\$4,237.42	\$3,477.14	\$760.28
PENTAIR LTD	PNR	H6169Q108	15.84	04/17/09	04/03/13	\$820.36	\$258.75	\$561.61
PENTAIR LTD	PNR	H6169Q108	14.97	01/14/09	04/03/13	\$775.35	\$245.43	\$529.92
LORILLARD INC	LO	544147101	97	11/21/06	04/03/13	\$3,942.48	\$2,027.78	\$1,914.70
COLUMBIA FDS SER TR I SMALL CA	CMSC X	19765P596	0.26	01/05/04	04/03/13	\$7.59	\$0.00	\$7.59
COLUMBIA FDS SER TR I SMALL CA	CMSC X	19765P596	896.55	05/22/09	04/03/13	\$26,573.77	\$25,000.00	\$1,573.77
COLUMBIA FDS SER TR I SMALL CA	CMSC X	19765P596	481.59	05/01/02	04/03/13	\$14,274.35	\$16,250.00	\$-1,975.65
COLUMBIA FDS SER TR I SMALL CA	CMSC X	19765P596	259.32	02/25/04	04/03/13	\$7,686.19	\$10,248.00	\$-2,561.81
COLUMBIA FDS SER TR I SMALL CA	CMSC X	19765P596	399.72	11/14/06	04/03/13	\$11,847.70	\$21,000.00	\$-9,152.30
CISCO SYSTEM INC	CSCO	17275R102	57	08/24/11	04/03/13	\$1,207.66	\$875.61	\$332.05
PENTAIR LTD	PNR	H6169Q108	13.2	03/26/09	04/03/13	\$683.65	\$204.74	\$478.91
COLUMBIA FDS SER TR I BOND FD	UMMG X	19765Y886	4166.96	07/30/03	06/27/13	\$37,794.33	\$38,314.52	\$-520.19
COLUMBIA FDS SER TR I BOND FD	UMMG X	19765Y886	127.59	05/24/06	06/27/13	\$1,157.23	\$1,115.62	\$41.61
COLUMBIA FUNDS SER TR II MASS	CUGZ X	197661607	6205.67	06/20/12	06/27/13	\$34,069.15	\$35,000.00	\$-930.85
COLUMBIA FDS SER TR I BOND FD	UMMG X	19765Y886	890.87	10/19/06	06/27/13	\$8,080.23	\$7,856.65	\$223.58
COLUMBIA FDS SER TR I BOND FD	UMMG X	19765Y886	5508.09	11/17/04	06/27/13	\$49,958.38	\$50,370.00	\$-411.62
COLUMBIA FDS SER TR I BOND FD	UMMG X	19765Y886	1.08	05/06/03	06/27/13	\$9.83	\$9.94	\$-0.11
ARTIO GLOBAL HIGH INCOME FUND	JHYI X	04315J860	1998	04/02/08	10/10/13	\$20,000.00	\$19,815.33	\$184.67
COLUMBIA FDS SER TR I STRATEGI	LSIZ X	19765L694	1225.49	09/11/12	10/10/13	\$7,500.00	\$7,720.59	\$-220.59
PRINCIPAL PFD SECS FUND	PFSI X	74253Q416	2277.23	09/11/12	10/10/13	\$23,000.00	\$23,637.63	\$-637.63
COLUMBIA DIVIDEND INCOME CL Z	GSFT X	19765N245	2394.21	11/16/06	12/19/13	\$43,000.00	\$36,106.30	\$6,893.70
COLUMBIA FDS SER TR I STRATEGI	LSIZ X	19765L694	2455.59	09/11/12	12/19/13	\$14,512.52	\$15,470.20	\$-957.68
COLUMBIA FDS SER TR I STRATEGI	LSIZ X	19765L694	1436.12	06/20/12	12/19/13	\$8,487.48	\$8,789.06	\$-301.58
COLUMBIA FDS SER TR I BOND FD	UMMG X	19765Y886	2655.88	05/17/06	12/19/13	\$23,106.14	\$23,156.10	\$-49.96
COLUMBIA FDS SER TR I BOND FD	UMMG X	19765Y886	5619.98	05/24/06	12/19/13	\$48,893.86	\$49,140.38	\$-246.52
ISHARES TR DOW JONES SELECT DI	DVY	464287168	500	11/21/11	12/19/13	\$35,116.88	\$25,417.50	\$9,699.38
PRINCIPAL PFD SECS FUND	PFSI X	74253Q416	2335.03	09/11/12	12/19/13	\$23,000.00	\$24,237.56	\$-1,237.56
Total long term gain/loss from sales:						\$449,742.55	\$445,744.83	\$3,997.72

Form 990-PF Part VIII - List of Officers, Directors Statement 10
 Trustees and Foundation Managers

Name and Address	Title and Avg Hrs/Wk	Compensation	Employee Ben Plan Contrib	Expense Account
James W. Newberry 2834 East Somerset Court Hayden, ID 83835	Asst. Secretary/Director 1.00	0.	0.	0.
Suzanne T. Newberry 160 Witch Hazel Drive Shelburne, VT 05482	Director 5.00	0.	0.	0.
Christopher C. Gignoux 3685 Harbor Road Shelburne, VT 05482	Director 1.00	0.	0.	0.
Joan L. Gignoux 3685 Harbor Road Shelburne, VT 05482	President/Director 20.00	750.	0.	0.
Deborah Landon O'Kain 420 Brazilian Avenue Palm Beach, FL 33480	Vice Pres/Director 5.00	0.	0.	0.
Joseph Erdman 290 Farmington Drive Charlottesville, VA 22901	Secretary/Director 1.00	0.	0.	0.
Reginald Gignoux 3685 Harbor Road Shelburne, VT 05482	Treasurer/Director 7.00	600.	0.	0.
Judith Ann Landon 247 West 87th St. Apt. 11A New York, NY 10024	Director 5.00	0.	0.	0.
Jesse J. Tron 11b Cos Cob Avenue Cos Cob, NY 06807	Director 1.00	0.	0.	0.
Katherine Boulanger Tron 11b Cos Cob Avenue Cos Cob, NY 06807	Director 1.00	0.	0.	0.
Gardner Case Newberry 160 Witch Hazel Drive Shelburne, VT 05482	Director 5.00	0.	0.	0.

Totals included on 990-PF, Page 6, Part VIII

1,350.

0.

0.