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

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation: FULLER E. CALLAWAY FOUNDATION

A Employer identification number: 58-0566148

Number and street (or P.O. box number if mail is not delivered to street address): 209 BROOME STREET, P.O. BOX 790

Room/suite:

B Telephone number: (706) 884-7348

City or town, state or province, country, and ZIP or foreign postal code: LAGRANGE, GA 30241

C If exemption application is pending, check here ▶ [ ]

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

D 1. Foreign organizations, check here ▶ [ ]

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 55,149,275.

J Accounting method: [ ] Cash [X] 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).)

			(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	3,323.			
	2	Check ▶ [X] if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments	81,134.	81,134.		STATEMENT 1
	4	Dividends and interest from securities	531,334.	531,334.		STATEMENT 2
	5a	Gross rents	121,919.	121,919.		STATEMENT 3
	b	Net rental income or (loss) 101,021.				STATEMENT 4
	6a	Net gain or (loss) from sale of assets not on line 10	5,807,742.			STATEMENT 5
	b	Gross sales price for all assets on line 6a 14,360,796.				
	7	Capital gain net income (from Part IV, line 2)		988,823.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances 92,691.				STATEMENT 6
	b	Less: Cost of goods sold				
	c	Gross profit or (loss)	92,691.		92,691.	
	11	Other income	30,758.	30,758.	0.	STATEMENT 7
	12	**Total.** Add lines 1 through 11	6,668,901.	1,753,968.	92,691.	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	0.	0.	0.	0.
	14	Other employee salaries and wages	571,913.	0.	92,691.	479,222.
	15	Pension plans, employee benefits	12,903.	0.	0.	12,903.
	16a	Legal fees STMT 8	4,471.	3,759.	0.	712.
	b	Accounting fees STMT 9	12,800.	6,400.	0.	6,400.
	c	Other professional fees STMT 10	50,806.	50,806.	0.	0.
	17	Interest				
	18	Taxes STMT 11	222,826.	152,130.	0.	43,538.
	19	Depreciation and depletion	64,620.	8,979.	0.	
	20	Occupancy				
	21	Travel, conferences, and meetings	10,878.	0.	0.	10,878.
	22	Printing and publications				
	23	Other expenses STMT 12	1,093,564.	174,002.	0.	753,253.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	2,044,781.	396,076.	92,691.	1,306,906.
	25	Contributions, gifts, grants paid	961,120.			1,166,755.
	26	**Total expenses and disbursements.** Add lines 24 and 25	3,005,901.	396,076.	92,691.	2,473,661.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	3,663,000.			
	b	**Net investment income** (if negative, enter -0-)		1,357,892.		
	c	**Adjusted net income** (if negative, enter -0-)			0.	

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	91,557.	190,197.	190,197.
	2 Savings and temporary cash investments	154,867.	5,577.	5,577.
	3 Accounts receivable ▶ 207.			
	Less: allowance for doubtful accounts ▶	294.	207.	
	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	37,424.	43,364.	
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶ 8,566,992.			
	Less: accumulated depreciation STMT 14 ▶ 446,595.	7,802,765.	8,120,397.	24,206,266.
	12 Investments - mortgage loans			
	13 Investments - other STMT 15	24,365,280.	23,788,031.	30,747,235.
	14 Land, buildings, and equipment: basis ▶ 4,305,233.			
	Less: accumulated depreciation STMT 16 ▶ 1,041,379.	3,319,495.	3,263,854.	0.
	15 Other assets (describe ▶ STATEMENT 17)	18,859,730.	22,673,935.	0.
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	54,631,412.	58,085,562.	55,149,275.
Liabilities	17 Accounts payable and accrued expenses	11,044.	10,543.	
	18 Grants payable	1,799,363.	1,593,728.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 18)	20,372.	17,658.	
	23 **Total liabilities** (add lines 17 through 22)	1,830,779.	1,621,929.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	45,810,150.	48,741,603.	
	25 Temporarily restricted			
	26 Permanently restricted	6,990,483.	7,722,030.	
	Foundations that do not follow SFAS 117, check here ▶ [ ] 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			
	30 **Total net assets or fund balances**	52,800,633.	56,463,633.	
	31 **Total liabilities and net assets/fund balances**	54,631,412.	58,085,562.	

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	52,800,633.
2	Enter amount from Part I, line 27a	2	3,663,000.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	56,463,633.
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	56,463,633.

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				
b	SEE ATTACHED STATEMENT			
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				
b				
c				
d				
e				988,823.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) **or** Losses (from col. (h))
a				
b				
c				
d				
e				988,823.

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	988,823.
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	2,275,339.	51,089,064.	.044537
2011	2,426,980.	52,333,389.	.046375
2010	2,271,406.	51,279,518.	.044295
2009	2,285,719.	49,194,386.	.046463
2008	4,998,544.	53,789,947.	.092927

2 **Total** of line 1, column (d)	2	.274597
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	.054919
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	52,803,996.
5 Multiply line 4 by line 3	5	2,899,943.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	13,579.
7 Add lines 5 and 6	7	2,913,522.
8 Enter qualifying distributions from Part XII, line 4	8	2,473,661.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	27,158.
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	27,158.
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	27,158.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 10,000.		
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	10,000.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	330.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	17,488.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶	**Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 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.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ GA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.CALLAWAYFOUNDATION.ORG

14 The books are in care of ▶ THE FOUNDATION Telephone no. ▶ (706) 884-7348

Located at ▶ 209 BROOME STREET, P.O. BOX 790, LAGRANGE, GA ZIP+4 ▶ 30241

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

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for Form 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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) 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? ☐ Yes ☒ 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?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☒ Yes ☐ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 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)? **5b** No: 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? 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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: 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 19		0.	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 SEE STATEMENT 20	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 NONE	0.
2	
All other program-related investments. See instructions.	
3	
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	29,169,154.
b	Average of monthly cash balances	1b	265,398.
c	Fair market value of all other assets	1c	24,173,566.
d	**Total** (add lines 1a, b, and c)	1d	53,608,118.
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	53,608,118.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	804,122.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	52,803,996.
6	**Minimum investment return.** Enter 5% of line 5	6	2,640,200.

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	2,640,200.
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 27,158.		
b	Income tax for 2013. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	27,158.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,613,042.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,613,042.
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	2,613,042.

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	2,473,661.
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	2,473,661.
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	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,473,661.

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				2,613,042.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			0.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008 ... 1,672,436.				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	1,672,436.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 2,473,661.				
a Applied to 2012, but not more than line 2a			0.	
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				2,473,661.
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).)	139,381.			139,381.
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	1,533,055.			
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				0.
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	1,533,055.			
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)

	Tax year	Prior 3 years			
	(a) 2013	**(b)** 2012	**(c)** 2011	**(d)** 2010	**(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).)

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:

SEE STATEMENT 21

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				
AUBURN UNIVERSITY FOUNDATION AUBURN, AL	N/A	PUBLIC CHARITY	SCHOLARSHIP FUND	74,585.
CHILDREN'S HEALTHCARE FOUNDATION OF ATLANTA, INC. ATLANTA, GA	N/A	PUBLIC CHARITY	OPERATIONS	500.
FIRST BAPTIST CHURCH OF LAGRANGE, GA, INC. LAGRANGE, GA	N/A	PUBLIC CHARITY	MISSIONARY OPERATIONS	1,500.
GEORGIA TECH ALUMNI ASSOCIATION ATLANTA, GA	N/A	PUBLIC CHARITY	SCHOLARSHIP FUND	250.
TROUP COUNTY BAPTIST ASSOCIATION LAGRANGE, GA	N/A	PUBLIC CHARITY	OPERATIONS	5,000.
Total SEE CONTINUATION SHEET(S) ▶ **3a**				1,166,755.
b Approved for future payment				
AUBURN UNIVERSITY FOUNDATION AUBURN, AL	N/A	PUBLIC CHARITY	SCHOLARSHIP FUND	166,472.
FIRST BAPTIST CHURCH OF LAGRANGE, GA, INC. LAGRANGE, GA	N/A	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	5,000.
GEORGIA TECH FOUNDATION, INC. ATLANTA, GA	N/A	PUBLIC CHARITY	SCHOLARSHIP FUND	25,000.
Total SEE CONTINUATION SHEET(S) ▶ **3b**				1,593,728.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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			14	81,134.	
4 Dividends and interest from securities			14	531,334.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			16	101,021.	
6 Net rental income or (loss) from personal property					
7 Other investment income			01	30,758.	
8 Gain or (loss) from sales of assets other than inventory			18	5,807,742.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					92,691.
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		6,551,989.	92,691.

13 Total. Add line 12, columns (b), (d), and (e) .... 13 6,644,680.

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

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

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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.

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	

Form **990-PF** (2013)

323622
10-10-13

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	CREDIT SUISSE MANAGED INVESTMENT ACCTS (NET) - ST		VARIOUS	VARIOUS
b	SUNTRUST FIXED INCOME MANAGED INVESTMENT ACCT (NE		VARIOUS	VARIOUS
c	SUNTRUST CORE MANAGED INVESTMENT ACCT (NET) - STM		VARIOUS	VARIOUS
d	SUNTRUST MISC MANAGED INVESTMENT ACCT (NET) - STM		VARIOUS	VARIOUS
e	SUNTRUST ALT FUNDS MANAGED INVESTMENT ACCT (NET)		VARIOUS	VARIOUS
f	TTP FUND II LP		VARIOUS	VARIOUS
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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				25,749.
b				21,121.
c				250,210.
d				689,493.
e				2,660.
f				<410.>
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				25,749.
b				21,121.
c				250,210.
d				689,493.
e				2,660.
f				<410.>
g				
h				
i				
j				
k				
l				
m				
n				
o				

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	988,823.
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

323591
05-01-13

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
UNITED WAY OF WEST GEORGIA, INC. LAGRANGE, GA	N/A	PUBLIC CHARITY	FUND DRIVE	30,000.
GEORGE E. SIMS NURSING SCHOLARSHIP FD, LAGRANGE-TROUP CO HOSPITAL AUTHORITY LAGRANGE, GA	N/A	PUBLIC CHARITY	NURSING SCHOLARSHIP PROGRAM	750,000.
HATTON LOVEJOY SCHOLARSHIP PLAN LAGRANGE, GA	NONE	N/A	SCHOLARSHIP GRANTS TO INDIVIDUAL STUDENTS	145,800.
HATTON LOVEJOY GRADUATE STUDIES FUND LAGRANGE, GA	NONE	N/A	GRADUATE STUDIES SCHOLARSHIPS TO INDIVIDUAL STUDENTS	159,120.
Total from continuation sheets				1,084,920.

323631
05-01-13

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (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
GEORGE E. SIMS NURSING SCHOLARSHIP FD, LAGRANGE-TROUP CO HOSPITAL AUTHORITY LAGRANGE, GA	N/A	PUBLIC CHARITY	NURSING SCHOLARSHIP PROGRAM	1,019,624.
HATTON LOVEJOY SCHOLARSHIP PLAN LAGRANGE, GA	NONE	N/A	SCHOLARSHIP GRANTS TO INDIVIDUAL STUDENTS	216,000.
HATTON LOVEJOY GRADUATE STUDIES FUND LAGRANGE, GA	NONE	N/A	GRADUATE STUDIES SCHOLARSHIPS TO INDIVIDUAL STUDENTS	161,632.
Total from continuation sheets				1,397,256.

Form **2220**

Department of the Treasury
Internal Revenue Service

Underpayment of Estimated Tax by Corporations

▶ Attach to the corporation's tax return. FORM 990-PF

▶ Information about Form 2220 and its separate instructions is at www.irs.gov/form2220.

OMB No. 1545-0142

2013

Name	Employer identification number
FULLER E. CALLAWAY FOUNDATION	58-0566148

Note: Generally, the corporation is not required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 38 on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220.

Part I Required Annual Payment

1	Total tax (see instructions)		1	27,158.
2 a	Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a		
b	Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2b		
c	Credit for federal tax paid on fuels (see instructions)	2c		
d	**Total**. Add lines 2a through 2c		2d	
3	Subtract line 2d from line 1. If the result is less than $500, **do not** complete or file this form. The corporation does not owe the penalty		3	27,158.
4	Enter the tax shown on the corporation's 2012 income tax return (see instructions). **Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5**		4	19,372.
5	**Required annual payment.** Enter the **smaller** of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3		5	19,372.

Part II Reasons for Filing - Check the boxes below that apply. If any boxes are checked, the corporation **must** file Form 2220 even if it does not owe a penalty (see instructions).

6 ☐ The corporation is using the adjusted seasonal installment method.

7 ☒ The corporation is using the annualized income installment method.

8 ☒ The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Part III Figuring the Underpayment

			(a)	(b)	(c)	(d)
9	**Installment due dates.** Enter in columns (a) through (d) the 15th day of the 4th (**Form 990-PF filers:** Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	9	05/15/13	06/15/13	09/15/13	12/15/13
10	**Required installments.** If the box on line 6 and/or line 7 above is checked, enter the amounts from Sch A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% of line 5 above in each column.	10	4,843.	8,736.	6,790.	6,789.
11	Estimated tax paid or credited for each period (see instructions). For column (a) only, enter the amount from line 11 on line 15	11		10,000.		
	Complete lines 12 through 18 of one column before going to the next column.					
12	Enter amount, if any, from line 18 of the preceding column	12				
13	Add lines 11 and 12	13		10,000.		
14	Add amounts on lines 16 and 17 of the preceding column	14		4,843.	3,579.	10,369.
15	Subtract line 14 from line 13. If zero or less, enter -0-	15	0.	5,157.	0.	0.
16	If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16		0.	3,579.	
17	**Underpayment.** If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18	17	4,843.	3,579.	6,790.	6,789.
18	**Overpayment.** If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	18				

Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17 - no penalty is owed.

JWA **For Paperwork Reduction Act Notice, see separate instructions.** Form **2220** (2013)

312801
12-26-13

Part IV Figuring the Penalty

		(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 3rd month after the close of the tax year, whichever is earlier (see instructions). **(Form 990-PF and Form 990-T filers:** Use 5th month instead of 3rd month.)	19				
20 Number of days from due date of installment on line 9 to the date shown on line 19	20				
21 Number of days on line 20 after 4/15/2013 and before 7/1/2013	21				
22 Underpayment on line 17 x Number of days on line 21 / 365 x 3%	22	$	$	$	$
23 Number of days on line 20 after 06/30/2013 and before 10/1/2013	23				
24 Underpayment on line 17 x Number of days on line 23 / 365 x 3%	24	$	$	$	$
25 Number of days on line 20 after 9/30/2013 and before 1/1/2014	25				
26 Underpayment on line 17 x Number of days on line 25 / 365 x 3%	26	$	$	$	$
27 Number of days on line 20 after 12/31/2013 and before 4/1/2014	27	SEE ATTACHED WORKSHEET			
28 Underpayment on line 17 x Number of days on line 27 / 365 x 3%	28	$	$	$	$
29 Number of days on line 20 after 3/31/2014 and before 7/1/2014	29				
30 Underpayment on line 17 x Number of days on line 29 / 365 x *%	30	$	$	$	$
31 Number of days on line 20 after 6/30/2014 and before 10/01/2014	31				
32 Underpayment on line 17 x Number of days on line 31 / 365 x *%	32	$	$	$	$
33 Number of days on line 20 after 9/30/2014 and before 1/1/2015	33				
34 Underpayment on line 17 x Number of days on line 33 / 365 x *%	34	$	$	$	$
35 Number of days on line 20 after 12/31/2014 and before 2/16/2015	35				
36 Underpayment on line 17 x Number of days on line 35 / 365 x *%	36	$	$	$	$
37 Add lines 22, 24, 26, 28, 30, 32, 34, and 36	37	$	$	$	$

38 **Penalty.** Add columns (a) through (d) of line 37. Enter the total here and on Form 1120; line 33; or the comparable line for other income tax returns ..... 38 $ 330.

* Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at **www.irs.gov**. You can also call 1-800-829-4933 to get interest rate information.

Schedule A **Adjusted Seasonal Installment Method and Annualized Income Installment Method** (see instructions)

Form 1120S filers: For lines 1, 2, 3, and 21, below, "taxable income" refers to excess net passive income or the amount on which tax is imposed under section 1374(a), whichever applies.

Part I - Adjusted Seasonal Installment Method (Caution: Use this method only if the base period percentage for any 6 consecutive months is at least 70%. See instructions.)

		(a)	(b)	(c)	(d)
1 Enter taxable income for the following periods:		First 3 months	First 5 months	First 8 months	First 11 months
a Tax year beginning in 2010	1a				
b Tax year beginning in 2011	1b				
c Tax year beginning in 2012	1c				
2 Enter taxable income for each period for the tax year beginning in 2012. (see instructions for the treatment of extraordinary items).	2				
3 Enter taxable income for the following periods:		First 4 months	First 6 months	First 9 months	Entire year
a Tax year beginning in 2010	3a				
b Tax year beginning in 2011	3b				
c Tax year beginning in 2012	3c				
4 Divide the amount in each column on line 1a by the amount in column (d) on line 3a	4				
5 Divide the amount in each column on line 1b by the amount in column (d) on line 3b	5				
6 Divide the amount in each column on line 1c by the amount in column (d) on line 3c	6				
7 Add lines 4 through 6	7				
8 Divide line 7 by 3.0	8				
9a Divide line 2 by line 8	9a				
b Extraordinary items (see instructions)	9b				
c Add lines 9a and 9b	9c				
10 Figure the tax on the amt on ln 9c using the instr for Form 1120, Sch J, ln 2 (or comparable ln of corp's return)	10				
11a Divide the amount in columns (a) through (c) on line 3a by the amount in column (d) on line 3a	11a				
b Divide the amount in columns (a) through (c) on line 3b by the amount in column (d) on line 3b	11b				
c Divide the amount in columns (a) through (c) on line 3c by the amount in column (d) on line 3c	11c				
12 Add lines 11a though 11c	12				
13 Divide line 12 by 3.0	13				
14 Multiply the amount in columns (a) through (c) of line 10 by columns (a) through (c) of line 13. In column (d), enter the amount from line 10, column (d)	14				
15 Enter any alternative minimum tax for each payment period (see instructions)	15				
16 Enter any other taxes for each payment period (see instr)	16				
17 Add lines 14 through 16	17				
18 For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c (see instructions)	18				
19 Total tax after credits. Subtract line 18 from line 17. If zero or less, enter -0-	19				

Part II - Annualized Income Installment Method **

		(a)	(b)	(c)	(d)
20 Annualization periods (see instructions)	20	First 2 months	First 3 months	First 6 months	First 9 months
21 Enter taxable income for each annualization period (see instructions for the treatment of extraordinary items)	21	245,371.	401,923.	808,938.	1,086,715.
22 Annualization amounts (see instructions)	22	6.000000	4.000000	2.000000	1.333330
23a Annualized taxable income. Multiply line 21 by line 22	23a	1,472,226.	1,607,692.	1,617,876.	1,448,950.
b Extraordinary items (see instructions)	23b				
c Add lines 23a and 23b	23c	1,472,226.	1,607,692.	1,617,876.	1,448,950.
24 Figure the tax on the amount on line 23c using the instructions for Form 1120, Schedule J, line 2 (or comparable line of corporation's return)	24	29,445.	32,154.	32,358.	28,979.
25 Enter any alternative minimum tax for each payment period (see instructions)	25				
26 Enter any other taxes for each payment period (see instr)	26				
27 Total tax. Add lines 24 through 26	27	29,445.	32,154.	32,358.	28,979.
28 For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c (see instructions)	28				
29 Total tax after credits. Subtract line 28 from line 27. If zero or less, enter -0-	29	29,445.	32,154.	32,358.	28,979.
30 Applicable percentage	30	25%	50%	75%	100%
31 Multiply line 29 by line 30	31	7,361.	16,077.	24,269.	28,979.

Part III - Required Installments

		1st installment	2nd installment	3rd installment	4th installment
Note: Complete lines 32 through 38 of one column before completing the next column.					
32 If only Part I or Part II is completed, enter the amount in each column from line 19 or line 31. If both parts are completed, enter the **smaller** of the amounts in each column from line 19 or line 31	32	7,361.	16,077.	24,269.	28,979.
33 Add the amounts in all preceding columns of line 38 (see instructions)	33		4,843.	13,579.	20,369.
34 **Adjusted seasonal or annualized income installments.** Subtract line 33 from line 32. If zero or less, enter -0-	34	7,361.	11,234.	10,690.	8,610.
35 Enter 25% of line 5 on page 1 of Form 2220 in each column. **Note:** "Large corporations," see the instructions for line 10 for the amounts to enter	35	4,843.	8,736.	6,790.	6,789.
36 Subtract line 38 of the preceding column from line 37 of the preceding column	36				
37 Add lines 35 and 36	37	4,843.	8,736.	6,790.	6,789.
38 **Required installments.** Enter the **smaller** of line 34 or line 37 here and on page 1 of Form 2220, line 10 (see instructions)	38	4,843.	8,736.	6,790.	6,789.

Form **2220** (2013)

** ANNUALIZED INCOME INSTALLMENT METHOD USING STANDARD OPTION

JWA
312822
12-26-13

FORM 990-PF
UNDERPAYMENT OF ESTIMATED TAX WORKSHEET

Name(s)	Identifying Number
FULLER E. CALLAWAY FOUNDATION	58-0566148

(A) *Date	(B) Amount	(C) Adjusted Balance Due	(D) Number Days Balance Due	(E) Daily Penalty Rate	(F) Penalty
		-0-			
05/15/13	4,843.	4,843.	31	.000082192	12.
06/15/13	8,736.	13,579.			
06/15/13	<10,000.>	3,579.	92	.000082192	27.
09/15/13	6,790.	10,369.	91	.000082192	78.
12/15/13	6,789.	17,158.	151	.000082192	213.

Penalty Due (Sum of Column F). .... 330.

* Date of estimated tax payment, withholding credit date or installment due date.

312511
05-01-13

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 ACCOUNTS	54.	54.	54.
CREDIT SUISSE/HORIZON ACCOUNT	5.	5.	5.
SUNTRUST FIXED INCOME ACCOUNT	79,757.	79,757.	79,757.
SUNTRUST SPENDING ACCOUNT	24.	24.	24.
TTV TTP FUND II	1,294.	1,294.	1,294.
TOTAL TO PART I, LINE 3	81,134.	81,134.	81,134.

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
CREDIT SUISSE/HORIZON ACCOUNT	12,198.	0.	12,198.	12,198.	12,198.
SUNTRUST ALT FUNDS ACCOUNT	5.	0.	5.	5.	5.
SUNTRUST CORE ACCOUNT	20,467.	0.	20,467.	20,467.	20,467.
SUNTRUST FIXED INCOME ACCOUNT	20,828.	0.	20,828.	20,828.	20,828.
SUNTRUST INT'L ACCOUNT	125,734.	0.	125,734.	125,734.	125,734.
SUNTRUST MISC ACCOUNT	352,081.	0.	352,081.	352,081.	352,081.
SUNTRUST SPENDING ACCOUNT	21.	0.	21.	21.	21.
TO PART I, LINE 4	531,334.	0.	531,334.	531,334.	531,334.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
VARIOUS	1	121,919.
TOTAL TO FORM 990-PF, PART I, LINE 5A		121,919.

FORM 990-PF RENTAL EXPENSES STATEMENT 4

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
DEPRECIATION EXPENSE		1,592.	
MAINTENANCE EXPENSE		1,500.	
PROPERTY TAXES		17,806.	
- SUBTOTAL -	1		20,898.
TOTAL RENTAL EXPENSES			20,898.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			101,021.

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 5

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CREDIT SUISSE MANAGED INVESTMENT ACCTS (NET) - STMT ATTACHED	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	25,749.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SUNTRUST FIXED INCOME MANAGED INVESTMENT ACCT (NET) - STMT ATTACHED	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	21,121.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SUNTRUST CORE MANAGED INVESTMENT ACCT (NET) - STMT ATTACHED	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	250,210.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SUNTRUST MISC MANAGED INVESTMENT ACCT (NET) - STMT ATTACHED	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	689,493.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SUNTRUST ALT FUNDS MANAGED INVESTMENT ACCT (NET) - STMT ATTACHED	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	2,660.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TTP FUND II LP	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	<410.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
NET UNREALIZED GAIN/LOSS ON INVESTMENTS	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	3,766,549.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
OTHER NON-TAXABLE GAINS	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	1,052,370.

NET GAIN OR LOSS FROM SALE OF ASSETS	5,807,742.
CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	5,807,742.

FORM 990-PF	INCOME AND COST OF GOODS SOLD INCLUDED ON PART I, LINE 10	STATEMENT 6

INCOME

1. GROSS RECEIPTS	92,691	
2. RETURNS AND ALLOWANCES		
3. LINE 1 LESS LINE 2		92,691
4. COST OF GOODS SOLD (LINE 15)		
5. GROSS PROFIT (LINE 3 LESS LINE 4).		92,691
6. OTHER INCOME		
7. GROSS INCOME (ADD LINES 5 AND 6)		92,691

COST OF GOODS SOLD

8. INVENTORY AT BEGINNING OF YEAR		
9. MERCHANDISE PURCHASED.		
10. COST OF LABOR.		
11. MATERIALS AND SUPPLIES		
12. OTHER COSTS.		
13. ADD LINES 8 THROUGH 12		
14. INVENTORY AT END OF YEAR		
15. COST OF GOODS SOLD (LINE 13 LESS LINE 14). .		

FORM 990-PF OTHER INCOME STATEMENT 7

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	30,758.	30,758.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	30,758.	30,758.	0.

FORM 990-PF LEGAL FEES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WALLACE, MORRISON, & CASTEEL	712.	0.	0.	712.
WILLIS, MCKENZIE	3,759.	3,759.	0.	0.
TO FM 990-PF, PG 1, LN 16A	4,471.	3,759.	0.	712.

FORM 990-PF ACCOUNTING FEES STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GAY & JOSEPH	12,800.	6,400.	0.	6,400.
TO FORM 990-PF, PG 1, LN 16B	12,800.	6,400.	0.	6,400.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 10

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SUNTRUST BANKS, INC.	27,995.	27,995.	0.	0.
CREDIT SUISSE/HORIZON ASSET MANAGEMENT	14,092.	14,092.	0.	0.
TTV TTP FUND II	8,719.	8,719.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	50,806.	50,806.	0.	0.

FORM 990-PF TAXES STATEMENT 11

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROPERTY AND INVESTMENT TAXES	152,271.	152,130.	0.	141.
PAYROLL TAXES	43,397.	0.	0.	43,397.
FEDERAL EXCISE TAXES	27,158.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	222,826.	152,130.	0.	43,538.

FORM 990-PF OTHER EXPENSES STATEMENT 12

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FORESTRY EXPENSE	163,169.	0.	0.	0.
INSURANCE EXPENSE	38,654.	15,021.	0.	23,633.
GENERAL EXPENSE	361,494.	152,406.	0.	209,088.
MAINTENANCE EXPENSE	85,597.	6,575.	0.	79,022.
GARDEN SUPPLIES	27,473.	0.	0.	27,473.
HEALTH & LIFE INSURANCE EXPENSE	155,339.	0.	0.	155,339.
MARKETING EXPENSE	63,535.	0.	0.	63,535.
STAFF DEVELOPMENT	3,998.	0.	0.	3,998.
GIFT SHOP EXPENSES	18,887.	0.	0.	18,887.
STRATEGIC PLANNING	6,064.	0.	0.	6,064.
HILLS & DALES ESTATE-DIRECT CAPITAL EXPENDITURES-MAIN HOUSE RENOVATIONS	66,326.	0.	0.	63,186.
HILLS & DALES ESTATE-DIRECT CAPITAL EXPENDITURES-GENERAL	8,421.	0.	0.	8,421.
UTILITIES	73,412.	0.	0.	73,412.
HILLS & DALES ESTATE-DIRECT CAPITAL EXPENDITURES-HORTICULTURE	21,195.	0.	0.	21,195.
TO FORM 990-PF, PG 1, LN 23	1,093,564.	174,002.	0.	753,253.

FOOTNOTES STATEMENT 13

FULLER E. CALLAWAY FOUNDATION RECEIVED A GRANT FROM CALLAWAY FOUNDATION, INC. IN THE AMOUNT OF $3,000,000. GRANT DATE WAS 3/18/09. CALLAWAY FOUNDATION, INC. IS ADMINISTERING THE GRANT UNDER AN EXPENDITURE RESPONSIBILITY AGREEMENT WITH FULLER E. CALLAWAY FOUNDATION.

PURPOSE OF GRANT: THE RESTORATION OF THE SECOND AND THIRD FLOORS AND MECHANICAL SYSTEM UPGRADES OF THE HISTORIC FULLER E. CALLAWAY FAMILY HOME AT HILLS AND DALES ESTATE. HILLS AND DALES ESTATE IS OWNED BY FULLER E. CALLAWAY FOUNDATION AND OPERATED FOR THE EDUCATION AND ENRICHMENT OF OF THE PUBLIC.

TOTAL GRANT AMOUNT EXPENDED IN 2013 WAS $3,141 CONTRIBUTION IS INCLUDED ON PART I, LINE 1 & EXPENDITURE IS SHOWN ON PART 1, LINE 23. DETAIL OF LINE 23 IS SHOWN IN STATEMENT 12.

FORM 990-PF DEPRECIATION OF ASSETS HELD FOR INVESTMENT STATEMENT 14

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
238 MAIN STREET, AMERICAN RED CROSS	7,000.	7,000.	0.
238 MAIN STREET, LAND	3,000.	0.	3,000.
238 MAIN STREET, IMPROVEMENTS	99,053.	99,053.	0.
238 MAIN STREET, IMPROVEMENTS	41,456.	41,456.	0.
238 MAIN STREET, HEATING AND AIR COND. IMP.	2,577.	2,577.	0.
238 MAIN STREET, HEATING AND AIR COND. IMP.	3,165.	3,165.	0.
CORNER BULL AND BROOME ST, LAND	22,840.	0.	22,840.
CORNER BULL AND BROOME ST, LAND	34,760.	0.	34,760.
232 MAIN STREET, LOY'S OFFICE FURNITURE	21,112.	21,112.	0.
232 MAIN STREET, LAND	7,170.	0.	7,170.
232 MAIN STREET, ALTERATIONS	5,655.	5,655.	0.
232 MAIN STREET, NEW ROOF	7,800.	7,800.	0.
232 MAIN STREET, INSULATION	1,266.	1,266.	0.
232 MAIN STREET, AIR CONDITIONING-HEATING	4,280.	4,280.	0.
232 MAIN STREET, AIR CONDITIONING-HEATING	3,708.	3,708.	0.
232 MAIN STREET, IMPROVEMENTS-NEW FRONT	16,983.	16,983.	0.
232 MAIN STREET, IMPROVEMENTS-RENOVATION	126,810.	126,810.	0.
232 MAIN STREET, NEW ROOF	33,040.	33,040.	0.
FARM EQUIPMENT, VARIOUS ITEMS	3,136.	3,136.	0.
FARM TRACTOR	4,668.	4,668.	0.
BUSH HOG	613.	613.	0.
BUSH HOG - MODEL SQ60R4	683.	683.	0.
HARROW	463.	463.	0.
TOP FOR TRACTOR	440.	440.	0.
GMC TRUCK	11,863.	11,863.	0.
OTHER INVESTMENT PROPERTY	7,753,949.	0.	7,753,949.
238 MAIN STREET, NEW ROOF	12,298.	12,298.	0.
238 MAIN STREET, NEW ROOF	6,775.	6,775.	0.
CORNER BULL AND BROOME ST, ADJ FOR DEMOLITION	1,034.	0.	1,034.
CORNER BULL AND BROOME ST, DEMOLITION COSTS	93,395.	0.	93,395.
RENOVATED PARKING	170,313.	0.	170,313.
238 MAIN STREET, IMPROVEMENTS	24,080.	2,932.	21,148.
2009 FORD F-150 TRUCK	25,919.	23,328.	2,591.
238 MAIN STREET, NEW HVAC UNIT	4,667.	1,634.	3,033.
JOHN DEERE Z930A COMM ZTRAK	11,021.	3,857.	7,164.
TOTAL TO FM 990-PF, PART II, LN 11	8,566,992.	446,595.	8,120,397.

FORM 990-PF OTHER INVESTMENTS STATEMENT 15

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CREDIT SUISSE/HORIZON ASSET (STMT ATTACHED)	COST	1,055,749.	1,670,476.
SUNTRUST FIXED INCOME (STMT ATTACHED)	COST	3,027,192.	3,032,550.
SUNTRUST CORE EQUITIES (STMT ATTACHED)	COST	762,610.	1,042,083.
SUNTRUST MISC (STMT ATTACHED)	COST	12,476,197.	16,607,953.
SUNTRUST INTL EQUITIES (STMT ATTACHED)	COST	3,178,663.	3,817,425.
SUNTRUST ALTERNATIVE FUNDS (STMT ATTACHED)	COST	2,879,087.	4,168,190.
TTV - TTP FUND II	COST	408,533.	408,558.
TOTAL TO FORM 990-PF, PART II, LINE 13		23,788,031.	30,747,235.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 16

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FIVE POINTS PARKING LOT	20,000.	20,000.	0.
FIVE POINTS PARKING LOT, LAND	46,858.	0.	46,858.
1200 VERNON ROAD, HILLS AND DALES	2,170,000.	834,615.	1,335,385.
1200 VERNON ROAD, LAND	680,000.	0.	680,000.
1200 VERNON ROAD, HOUSEHOLD FURNISHINGS	186,764.	186,764.	0.
CARTER STREET, LAND	300,000.	0.	300,000.
CARTER STREET, LAND	417,613.	0.	417,613.
FIVE POINTS PARKING LOT RENOVATIONS	483,998.	0.	483,998.
TOTAL TO FM 990-PF, PART II, LN 14	4,305,233.	1,041,379.	3,263,854.

FORM 990-PF OTHER ASSETS STATEMENT 17

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ADJUSTMENT TO FMV	18,854,883.	22,657,285.	0.
GRANT RECEIVABLE	3,971.	0.	0.
PREPAID INSURANCE	876.	16,650.	0.
TO FORM 990-PF, PART II, LINE 15	18,859,730.	22,673,935.	0.

FORM 990-PF OTHER LIABILITIES STATEMENT 18

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
RES FOR EXCISE TAX	19,372.	17,158.
SECURITY DEPOSITS	1,000.	500.
TOTAL TO FORM 990-PF, PART II, LINE 22	20,372.	17,658.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 19

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
H. SPEER BURDETTE, III 209 BROOME STREET LAGRANGE, GA 30240	* PRES. & GEN. MGR. 7.00	0.	0.	0.
D. RAY MCKENZIE, JR. 209 BROOME STREET LAGRANGE, GA 30240	VICE PRESIDENT 1.00	0.	0.	0.
ESTHER S. RAINEY 209 BROOME STREET LAGRANGE, GA 30240	* SECRETARY & TREASURER 6.00	0.	0.	0.
JANE ALICE CRAIG 209 BROOME STREET LAGRANGE, GA 30240	TRUSTEE 1.00	0.	0.	0.
ELLEN H. HARRIS 209 BROOME STREET LAGRANGE, GA 30240	TRUSTEE 1.00	0.	0.	0.
CHARLES D. HUDSON, JR. 209 BROOME STREET LAGRANGE, GA 30240	TRUSTEE 1.00	0.	0.	0.
IDA H. RUSSELL 209 BROOME STREET LAGRANGE, GA 30240	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 20

ACTIVITY ONE

INDIVIDUAL AND GROUP TOURS AND GROUP FUNCTIONS WERE HELD DURING THE YEAR AT THE 1916 MUSEUM HOME, HILLS AND DALES, AND PUBLIC GARDEN, THE 5 1/2 ACRE HISTORIC FERRELL GARDENS WHICH WERE BEGUN IN 1841. AS REPORTED ON FORM 990-PF FOR 1999, THESE TWO FACILITIES ARE NOW OPERATED AND MAINTAINED AS A MUSEUM AND PUBLIC GARDEN OPEN FOR THE INSTRUCTION OF THE INTERESTED PUBLIC. THE PROPERTIES WERE RECEIVED UNDER THE WILLS OF FULLER E.CALLAWAY, JR. AND ALICE HAND CALLAWAY AT THE END OF 1998.

	EXPENSES
TO FORM 990-PF, PART IX-A, LINE 1	0.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 21
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

H. SPEER BURDETTE, III, GENERAL MANAGER, (706) 884-7348
209 BROOME STREET, P.O. BOX 790
LAGRANGE, GA 30241

FORM AND CONTENT OF APPLICATIONS

THE FOUNDATION HAS GRANT APPLICATION GUIDELINES WHICH SHOULD BE FOLLOWED. THIS DOCUMENT CAN BE OBTAINED AT WWW.CALLAWAYFOUNDATION.ORG ON THE GRANT POLICIES PAGE. APPLICATIONS FOR COLLEGE SCHOLARSHIPS UNDER THE HATTON LOVEJOY SCHOLARSHIP PLAN SHOULD BE SUBMITTED ON THE FORM ATTACHED AND INCLUDE THE INFORMATION AND MATERIAL AS SET FORTH ON SAID FORM. APPLICATIONS FOR GRADUATE STUDIES SCHOLARSHIPS UNDER THE HATTON LOVEJOY GRADUATE STUDIES FUND SHOULD BE SUBMITTED ON THE FORM ATTACHED AND INCLUDE THE INFORMATION AND MATERIAL AS SET FORTH ON SAID FORM. SEE SCHOLARSHIP APPLICATIONS FOR THOSE DEADLINES.

ANY SUBMISSION DEADLINES

GRANT REQUESTS MUST BE RECEIVED BY 3/31, 6/30, 9/30, OR 12/31 TO BE CONSIDERED AT THE NEXT MEETING.

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE PRESENT PROGRAM OF GRANTS IS LARGELY CONFINED TO LAGRANGE AND TROUP COUNTY, GEORGIA. THE HATTON LOVEJOY SCHOLARSHIP PROGRAM AWARDS COLLEGE SCHOLARSHIPS TO WORTHY HIGH SCHOOL STUDENTS, WHO ARE RESIDENTS OF TROUP COUNTY, GEORGIA. THE HATTON LOVEJOY GRADUATE STUDIES FUND AWARDS SCHOLARSHIPS TO STUDENTS FOR GRADUATE SCHOOL. FIRST PREFERENCE IS GIVEN TO CHILDREN OF FORMER EMPLOYEES OF CALLAWAY MILLS WHO GRADUATED FROM HIGH SCHOOL IN TROUP COUNTY, GA AND CURRENTLY LIVE IN TROUP COUNTY, GA. SECOND PREFERENCE IS GIVEN TO THOSE WHO CURRENTLY LIVE IN TROUP COUNTY, GA WHO GRADUATED FROM HIGH SCHOOL IN TROUP COUNTY, GA. THIRD PREFERENCE IS GIVEN TO THOSE WHO HAVE BEEN EMPLOYED OR LIVED IN TROUP COUNTY, GA FOR THE LAST FIVE YEARS OR MORE AND CAN DEMONSTRATE A LIKELIHOOD OF EMPLOYMENT IN TROUP COUNTY AFTER COMPLETION OF THE DEGREE.

2013 DEPRECIATION AND AMORTIZATION REPORT

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Asset No.	Description	Date Acquired	Method	Life	Line No.	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	238 MAIN STREET, AMERICAN RED CROSS	061518	SL	40.00	16	7,000.			7,000.	7,000.		0.
2	238 MAIN STREET, LAND	061518	L			3,000.			3,000.			0.
3	238 MAIN STREET, IMPROVEMENTS	061581	SL	20.00	16	99,053.			99,053.	99,053.		0.
4	238 MAIN STREET, IMPROVEMENTS	061588	SL	20.00	16	41,456.			41,456.	41,456.		0.
5	238 MAIN STREET, HEATING AND AIR CON	061590	SL	10.00	16	2,577.			2,577.	2,577.		0.
6	238 MAIN STREET, HEATING AND AIR CON	061597	SL	10.00	16	3,165.			3,165.	3,165.		0.
7	CORNER BULL AND BROOME ST, LAND	061554	L			22,840.			22,840.			0.
8	CORNER BULL AND BROOME ST, LAND	061583	L			34,760.			34,760.			0.
9	232 MAIN STREET, LOY'S OFFICE FURNIT	061538	SL	40.00	16	21,112.			21,112.	21,112.		0.
10	232 MAIN STREET, LAND	061538	L			7,170.			7,170.			0.
11	232 MAIN STREET, ALTERATIONS	061542	SL	40.00	16	5,655.			5,655.	5,655.		0.
12	232 MAIN STREET, NEW ROOF	061570	SL	9.00	16	7,800.			7,800.	7,800.		0.
13	232 MAIN STREET, INSULATION	061578	SL	10.00	16	1,266.			1,266.	1,266.		0.
14	232 MAIN STREET, AIR CONDITIONING-HE	061579	SL	10.00	16	4,280.			4,280.	4,280.		0.
15	232 MAIN STREET, AIR CONDITIONING-HE	061584	SL	10.00	16	3,708.			3,708.	3,708.		0.
16	232 MAIN STREET, IMPROVEMENTS-NEW FR	061584	SL	10.00	16	16,983.			16,983.	16,983.		0.
17	232 MAIN STREET, IMPROVEMENTS-RENOVA	061591	SL	20.00	16	126,810.			126,810.	126,810.		0.
18	232 MAIN STREET, NEW ROOF	061592	SL	10.00	16	33,040.			33,040.	33,040.		0.

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(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

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Asset No.	Description	Date Acquired	Method	Life	Line No.	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
19	FARM EQUIPMENT, VARIOUS ITEMS	VARIES	SL	5.00	16	3,136.			3,136.	3,136.		0.
20	FARM TRACTOR	061570	SL	5.00	16	4,668.			4,668.	4,668.		0.
21	BUSH HOG	061571	SL	5.00	16	613.			613.	613.		0.
22	BUSH HOG - MODEL SQ60R4	061589	SL	5.00	16	683.			683.	683.		0.
23	HARROW	061572	SL	5.00	16	463.			463.	463.		0.
24	TOP FOR TRACTOR	061574	SL	5.00	16	440.			440.	440.		0.
25	GMC TRUCK	061591	SL	5.00	16	11,863.			11,863.	11,863.		0.
26	FIVE POINTS PARKING LOT	061567	SL	20.00	16	20,000.			20,000.	20,000.		0.
27	FIVE POINTS PARKING LOT, LAND	061567	L			46,858.			46,858.			0.
28	1200 VERNON ROAD, HILLS AND DALES	061598	SL	39.00	16	2,170,000.			2,170,000.	778,974.		55,641.
29	1200 VERNON ROAD, LAND	061598	L			680,000.			680,000.			0.
30	1200 VERNON ROAD, HOUSEHOLD FURNISHIN	061598	SL	10.00	16	186,764.			186,764.	186,764.		0.
31	OTHER INVESTMENT PROPERTY	VARIES	L			7,753,949.			7,753,949.			0.
32	238 MAIN STREET, NEW ROOF	090401	SL	10.00	16	12,298.			12,298.	12,298.		0.
33	CARTER STREET, LAND	093001	L			300,000.			300,000.			0.
34	238 MAIN STREET, NEW ROOF	101403	SL	10.00	16	6,775.			6,775.	6,268.		507.
35	CORNER BULL AND BROOME ST, ADJ FOR	123104	L			1,034.			1,034.			0.
36	CORNER BULL AND BROOME ST, DEMOLITI	123104	L			93,395.			93,395.			0.

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

2013 DEPRECIATION AND AMORTIZATION REPORT

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Asset No.	Description	Date Acquired	Method	Life	Line No.	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
37	CARTER STREET, LAND	010204	L			417,613.			417,613.			0.
38	RENOVATED PARKING	061505	L			170,313.			170,313.			0.
39	FIVE POINTS PARKING LOT RENOVATIONS	061506	L			483,998.			483,998.			0.
40	238 MAIN STREET, IMPROVEMENTS	052109	SL	39.00	16	24,080.			24,080.	2,315.		617.
41	2009 FORD F-150 TRUCK	072809	SL	5.00	16	25,919.			25,919.	18,144.		5,184.
42	238 MAIN STREET, NEW HVAC UNIT	081310	SL	10.00	16	4,667.			4,667.	1,167.		467.
43	JOHN DEERE Z930A COMM ZTRAK	061312	SL	5.00	16	11,021.			11,021.	1,653.		2,204.
	* TOTAL 990-PF PG 1 DEPR					12,872,225.		0.	12,872,225.	1,423,354.	0.	64,620.

328102
05-01-13

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

Fuller E. Callaway Foundation

Form 990-PF
58-0566148

Account: Credit Suisse/Horizon Asset Management
Dates: 01/01/2013 to 12/31/2013
Schedule for Part IV - Capital Gains and Losses

Closing Date	Opening Date	Description	Quantity	Tax Cost	Cash Proceeds	Realized G/L
12/31/2013		BROOKFIELD PPTY PARTNERS		0.00	30.55	30.55
11/7/2013	8/30/2012	ROUSE PPTYS INC COM	7	96.51	138.11	41.60
10/24/2013	11/18/2010	FOREST CITY ENTERPRISES INC CL A	415	6,431.67	8,440.81	2,009.14
10/24/2013	10/25/2010	FOREST CITY ENTERPRISES INC CL A	93	1,361.89	1,891.55	529.66
10/24/2013	10/22/2010	FOREST CITY ENTERPRISES INC CL A	29	418.65	589.84	171.19
10/9/2013	8/30/2012	ROUSE PPTYS INC COM	56	772.05	1,084.09	312.04
10/9/2013	8/29/2012	ROUSE PPTYS INC COM	99	1,360.92	1,916.52	555.60
10/8/2013	8/29/2012	ROUSE PPTYS INC COM	44	604.86	878.87	274.01
10/7/2013	8/29/2012	ROUSE PPTYS INC COM	49	673.59	985.85	312.26
10/4/2013	8/29/2012	ROUSE PPTYS INC COM	106	1,457.15	2,143.51	686.36
9/30/2013	10/20/2011	JARDINE STRATEGIC HLDGS LTD BERMUNDA ADR	101	1,407.39	1,702.61	295.22
9/27/2013	10/20/2011	JARDINE STRATEGIC HLDGS LTD BERMUNDA ADR	190	2,647.58	3,286.07	638.49
9/30/2013		BROOKFIELD PPTY PARTNERS		0.00	33.00	33.00
7/31/2013		BASIS ADJUSTMENT			1,076.01	1,076.01
7/9/2013	9/24/2008	HENDERSON LAND DEVELOPMENT CO LTD SHS ISIN#HK0012000102	1,200	5,262.65	7,206.12	1,943.47
7/1/2013		BROOKFIELD PPTY PARTNERS L P UNIT LP ISIN#BMG162491077			16.85	16.85
6/27/2013	3/8/2011	FRANCO NEV CORP COM ISIN#CA3518581051	103	3,721.18	3,381.09	(340.09)
6/27/2013	2/8/2011	FRANCO NEV CORP COM ISIN#CA3518581051	182	5,410.50	5,974.35	563.85
6/27/2013	12/20/2010	FRANCO NEV CORP COM ISIN#CA3518581051	123	4,018.49	4,037.61	19.12
6/5/2013	12/20/2010	FRANCO NEV CORP COM ISIN#CA3518581051	24	784.09	1,030.19	246.10
6/5/2013	11/10/2010	FRANCO NEV CORP COM ISIN#CA3518581051	138	4,539.21	5,923.58	1,384.37
5/29/2013	8/5/2005	BERKSHIRE HATHAWAY INC DEL CL B NEW	76	4,224.08	8,524.10	4,300.02
5/23/2013	4/26/2007	BEIJING CAPITAL INTERNATIONAL AIRPORT CO LTD BCIA SHS H ISIN#CNE100000221	10,000	9,946.00	6,468.00	(3,478.00)
5/23/2013	3/20/2007	BEIJING CAPITAL INTERNATIONAL AIRPORT CO LTD BCIA SHS H ISIN#CNE100000221	1,798	1,743.88	1,162.95	(580.93)
5/22/2013	3/20/2007	BEIJING CAPITAL INTERNATIONAL AIRPORT CO LTD BCIA SHS H ISIN#CNE100000221	7,207	6,990.07	4,752.30	(2,237.77)

Fuller E. Callaway Foundation **Form 990-PF**

Account: Credit Suisse/Horizon Asset Management **58-0566148**

Dates: 01/01/2013 to 12/31/2013

Schedule for Part IV - Capital Gains and Losses

Closing Date	Opening Date	Description	Quantity	Tax Cost	Cash Proceeds	Realized G/L
5/21/2013	3/20/2007	BEIJING CAPITAL INTERNATIONAL AIRPORT CO LTD BCIA SHS H ISIN#CNE100000221	4,995	4,844.65	3,319.18	(1,525.47)
5/21/2013	2/21/2007	BEIJING CAPITAL INTERNATIONAL AIRPORT CO LTD BCIA SHS H ISIN#CNE100000221	907	1,000.33	602.70	(397.63)
5/21/2013	3/25/2011	MARKET VECTORS ETF TR GAMING ETF	161	5,190.54	7,024.51	1,833.97
5/21/2013	5/21/2009	MARKET VECTORS ETF TR GAMING ETF	151	3,205.73	6,588.21	3,382.48
5/20/2013	2/21/2007	BEIJING CAPITAL INTERNATIONAL AIRPORT CO LTD BCIA SHS H ISIN#CNE100000221	1,093	1,205.47	728.48	(476.99)
5/20/2013	1/17/2007	BEIJING CAPITAL INTERNATIONAL AIRPORT CO LTD BCIA SHS H ISIN#CNE100000221	8,693	7,270.83	5,793.89	(1,476.94)
5/16/2013	1/17/2007	BEIJING CAPITAL INTERNATIONAL AIRPORT CO LTD BCIA SHS H ISIN#CNE100000221	7,371	6,165.10	4,876.65	(1,288.45)
5/14/2013	6/28/2011	GREENLIGHT CAPITAL RE LTD CL A ISIN#KYG4095J1094	103	2,700.52	2,508.53	(191.99)
5/14/2013	2/19/2009	CME GROUP INC COM	151	5,557.45	9,602.68	4,045.23
5/13/2013	6/28/2011	GREENLIGHT CAPITAL RE LTD CL A ISIN#KYG4095J1094	27	707.90	655.79	(52.11)
5/13/2013	5/5/2011	GREENLIGHT CAPITAL RE LTD CL A ISIN#KYG4095J1094	17	447.45	412.91	(34.54)
5/13/2013	5/4/2011	GREENLIGHT CAPITAL RE LTD CL A ISIN#KYG4095J1094	51	1,349.60	1,238.72	(110.88)
5/13/2013	5/3/2011	GREENLIGHT CAPITAL RE LTD CL A ISIN#KYG4095J1094	20	542.20	485.77	(56.43)
5/10/2013	5/3/2011	GREENLIGHT CAPITAL RE LTD CL A ISIN#KYG4095J1094	31	840.40	760.76	(79.64)
5/10/2013	5/2/2011	GREENLIGHT CAPITAL RE LTD CL A ISIN#KYG4095J1094	19	521.92	466.28	(55.64)
4/30/2013		BROOKFIELD PPTY PARTNERS L P UNIT LP ISIN#BMG162491077			2,885.26	2,885.26
4/18/2013	4/18/2013	BROOKFIELD PPTY PARTNERS L P UNIT LP ISIN#BMG162491077	1	0.00	16.90	16.90
3/1/2013	8/5/2005	CRIMSON WINE GROUP LTD COM	0	1.64	2.58	0.94
2/20/2013	5/2/2011	GREENLIGHT CAPITAL RE LTD CL A ISIN#KYG4095J1094	79	2,170.10	1,943.80	(226.30)
2/20/2013	4/6/2011	GREENLIGHT CAPITAL RE LTD CL A ISIN#KYG4095J1094	62	1,756.68	1,525.52	(231.16)
2/20/2013	4/5/2011	GREENLIGHT CAPITAL RE LTD CL A ISIN#KYG4095J1094	132	3,736.75	3,247.87	(488.88)
2/14/2013	2/19/2009	CME GROUP INC COM	115	4,232.49	6,621.40	2,388.91
2/6/2013	5/21/2009	MARKET VECTORS ETF TR GAMING ETF	163	3,460.49	6,221.71	2,761.22

Fuller E. Callaway Foundation

Form 990-PF
58-0566148

Account: Credit Suisse/Horizon Asset Management
Dates: 01/01/2013 to 12/31/2013
Schedule for Part IV - Capital Gains and Losses

Closing Date	Opening Date	Description	Quantity	Tax Cost	Cash Proceeds	Realized G/L
1/31/2013	5/22/2007	IMPERIAL OIL LTD COM	146	7,152.44	6,388.61	(763.83)
1/25/2013	3/26/2010	BOK FINANCIAL CORP NEW	18	949.25	1,006.52	57.27
1/25/2013	3/25/2010	BOK FINANCIAL CORP NEW	72	3,802.33	4,026.06	223.73
1/24/2013	5/22/2007	IMPERIAL OIL LTD COM	68	3,331.27	3,021.90	(309.37)
1/23/2013	5/21/2009	MARKET VECTORS ETF TR GAMING ETF	165	3,502.95	6,281.62	2,778.67
1/23/2013	5/22/2007	IMPERIAL OIL LTD COM	107	5,241.85	4,739.54	(502.31)
1/11/2013	5/21/2009	MARKET VECTORS ETF TR GAMING ETF	21	445.83	790.66	344.83
1/11/2013	5/8/2009	MARKET VECTORS ETF TR GAMING ETF	147	3,267.81	5,534.59	2,266.78
1/4/2013	4/4/2012	LENNAR CORP CL A COM STK	87	2,303.61	3,469.87	1,166.26
1/4/2013	2/29/2012	LENNAR CORP CL A COM STK	65	1,529.56	2,592.44	1,062.88

Total Gains/Losses for Credit Suisse Account - Part IV, Form 990 PF $ 25,748.89

Fuller E. Callaway Foundation
Account: SunTrust Fixed Income
Dates: 01/01/2013 to 12/31/2013
Schedule for Part IV - Capital Gains and Losses

Form 990-PF
58-0566148

					Gains/Losses	
Date	Description	Description 2	Cash Proceeds	Tax Cost	Long Term	Short Term
1/8/2013	SOLD 8,000 PAR VALUE OF	WATSON PHARMACEUTICA 3.250% 10/01/22	8,101.12	(7,933.20)	0.00	167.92
1/9/2013	SOLD 48,000 PAR VALUE OF	FNMA REMIC 2011-46-B 3.000% 5/25/26	50,700.00	(42,211.87)	8,488.13	0.00
1/15/2013	PAID DOWN 1,071.77 PAR VALUE OF	FHLMC GOLD #J19417 3.000% 6/01/27	1,071.77	(1,122.01)		(50.24)
1/15/2013	PAID DOWN 1,019.01 PAR VALUE OF	FHLMC GOLD #J19310 3.000% 6/01/27	1,019.01	(1,065.02)		(46.01)
1/23/2013	SOLD 18,000 PAR VALUE OF	XEROX CORP 6.350% 5/15/18	20,865.42	(18,240.40)	2,625.02	0.00
1/25/2013	PAID DOWN 246.01 PAR VALUE OF	FNMA POOL #AB5887 2.500% 8/01/27	246.01	(253.97)	(7.96)	0.00
1/25/2013	SOLD 9,000 PAR VALUE OF	BIOMED REALTY LP 3.850% 4/15/16	9,543.78	(8,942.85)	600.93	0.00
1/28/2013	SOLD 32,000 PAR VALUE OF	US TREAS NTS 1.625% 11/15/22	31,441.12	(32,145.00)	0.00	(703.88)
1/28/2013	SOLD 5,000 PAR VALUE OF	WAL-MART STORES INC 4.250% 4/15/21	5,795.55	(4,967.45)	828.10	0.00
1/28/2013	SOLD 27,000 PAR VALUE OF	WAL-MART STORES INC 4.250% 4/15/21	31,289.49	(27,084.45)	4,134.50	70.54
1/28/2013	SOLD 150 SHARES OF	SCE TRUST I 5.6250% PFD	3,914.91	(3,727.50)	0.00	187.41
1/29/2013	SOLD 250 SHARES OF	SCE TRUST I 5.6250% PFD	6,512.35	(6,207.50)	0.00	304.85
1/29/2013	SOLD 150 SHARES OF	PNC FINL SVCS 6.125% SER PFD	4,117.40	(4,236.00)	0.00	(118.60)
1/30/2013	MATURED 10,000 PAR VALUE OF	DIAGEO CAPITAL PLC 5.200% 1/30/13	10,000.00	(10,042.98)	(42.98)	
1/31/2013	SOLD 4,000 PAR VALUE OF	US TREAS NTS 1.625% 11/15/22	3,872.95	(4,018.12)	0.00	(145.17)
1/31/2013	SOLD 7,000 PAR VALUE OF	US TREAS NTS 1.625% 11/15/22	6,781.22	(7,031.72)	0.00	(250.50)
1/31/2013	SOLD 249,000 PAR VALUE OF	US TREAS 1.750% 5/31/16	259,339.34	(253,887.45)	5,904.87	(452.98)
2/1/2013	SOLD 25 SHARES OF	ARCH CAP GROUP LTD 6.750% PFD	674.98	(637.37)	0.00	37.61
2/1/2013	SOLD 2,000 PAR VALUE OF	BARRICK AUSTRALIA FI 4.950% 1/15/20	2,227.24	(2,279.12)	(51.88)	0.00
2/1/2013	SOLD 50 SHARES OF	PNC FINL SVCS 6.125% SER PFD	1,367.46	(1,257.50)	0.00	109.96
2/1/2013	SOLD 25 SHARES OF	REINSURANCE GROUP AMER PFD-6.200%	672.48	(691.00)	0.00	(18.52)
2/1/2013	SOLD 2,000 PAR VALUE OF	WILLIAMS PARTNERS LP 4.125% 11/15/20	2,141.16	(2,057.60)	83.56	0.00
2/1/2013	SOLD 2,000 PAR VALUE OF	WELLS FARGO & CO 1.250% 2/13/15	2,017.22	(1,994.32)	0.00	22.90
2/1/2013	SOLD 3,000 PAR VALUE OF	ORACLE CORP 5.750% 4/15/18	3,630.24	(3,619.32)	10.92	0.00
2/1/2013	SOLD 2,000 PAR VALUE OF	GENERAL ELECTRIC CO 2.700% 10/09/22	1,977.38	(1,995.30)	0.00	(17.92)
2/1/2013	SOLD 2,000 PAR VALUE OF	DEERE & CO 2.600% 6/08/22	1,996.00	(1,994.92)	0.00	1.08
2/1/2013	SOLD 23,000 PAR VALUE OF	SCHERING PLOUGH 6.000% 9/15/17	27,875.31	(23,371.77)	4,554.06	(50.52)
2/1/2013	SOLD 2,000 PAR VALUE OF	SBC COMMUNICATIONS 5.100% 9/15/14	2,142.30	(2,053.47)	88.83	0.00
2/1/2013	SOLD 2,000 PAR VALUE OF	GLAXOSMITHKLINE CAP 5.650% 5/15/18	2,417.40	(2,405.40)	12.00	0.00
2/1/2013	SOLD 1,000 PAR VALUE OF	GENERAL ELEC CO 5.250% 12/06/17	1,169.72	(1,148.94)	20.78	0.00
2/1/2013	SOLD 1,000 PAR VALUE OF	JOHN DEERE CAPITAL 1.250% 12/02/14	1,012.92	(1,007.35)	5.57	0.00
2/1/2013	SOLD 2,000 PAR VALUE OF	NBCUNIVERSAL MEDIA 4.375% 4/01/21	2,206.96	(2,066.56)	140.40	0.00
2/1/2013	SOLD 2,000 PAR VALUE OF	COMCAST CORP 3.125% 7/15/22	2,017.14	(2,011.32)	0.00	5.82
2/1/2013	SOLD 1,000 PAR VALUE OF	BP CAPITAL MARKET PL 2.248% 11/01/16	1,038.57	(1,006.45)	32.12	0.00
2/1/2013	SOLD 2,000 PAR VALUE OF	ANHEUSER-BUSCH INBEV 2.500% 7/15/22	1,961.88	(1,990.36)	0.00	(28.48)

Fuller E. Callaway Foundation | **Form 990-PF**
Account: SunTrust Fixed Income | **58-0566148**
Dates: 01/01/2013 to 12/31/2013
Schedule for Part IV - Capital Gains and Losses

					Gains/Losses	
Date	Description	Description 2	Cash Proceeds	Tax Cost	Long Term	Short Term
2/1/2013	SOLD 1,000 PAR VALUE OF	TRANS-CANADA PIPELIN 3.800% 10/01/20	1,104.71	(1,043.35)	61.36	0.00
2/1/2013	SOLD 2,000 PAR VALUE OF	PRAXAIR INC 4.625% 3/30/15	2,174.16	(2,213.98)	(39.82)	0.00
2/1/2013	SOLD 2,000 PAR VALUE OF	NOVARTIS SECS INVEST 5.125% 2/10/19	2,381.22	(2,342.66)	38.56	0.00
2/1/2013	SOLD 2,000 PAR VALUE OF	EXELON GENERATION CO 6.200% 10/01/17	2,348.52	(2,308.78)	39.74	0.00
2/1/2013	SOLD 2,000 PAR VALUE OF	WEATHERFORD INTL LTD 5.125% 9/15/20	2,166.42	(2,073.66)	92.76	0.00
2/1/2013	SOLD 2,000 PAR VALUE OF	UNITED TECHNOLOGIES 3.100% 6/01/22	2,068.24	(2,161.48)	0.00	(93.24)
2/1/2013	SOLD 2,000 PAR VALUE OF	NASDAQ OMX GROUP 5.550% 1/15/20	2,191.14	(2,045.78)	145.36	0.00
2/1/2013	SOLD 3,000 PAR VALUE OF	TIME WARNER CABLE IN 5.850% 5/01/17	3,508.68	(3,422.31)	86.37	0.00
2/1/2013	SOLD 2,000 PAR VALUE OF	INTEL CORP 1.950% 10/01/16	2,070.94	(2,041.60)	29.34	0.00
2/1/2013	SOLD 1,000 PAR VALUE OF	CISCO SYSTEMS INC 5.500% 2/22/16	1,140.63	(1,162.16)	(21.53)	0.00
2/1/2013	SOLD 2,000 PAR VALUE OF	3M CO 1.375% 9/29/16	2,041.92	(2,018.48)	23.44	0.00
2/1/2013	SOLD 2,000 PAR VALUE OF	ENSCO PLC 4.700% 3/15/21	2,242.80	(2,052.74)	190.06	0.00
2/1/2013	SOLD 1,000 PAR VALUE OF	SOUTHERN CAL EDISON 5.750% 3/15/14	1,057.02	(994.92)	62.10	0.00
2/1/2013	SOLD 2,000 PAR VALUE OF	COVIDIEN INTL 6.000% 10/15/17	2,401.12	(2,399.80)	1.32	0.00
2/1/2013	SOLD 1,000 PAR VALUE OF	TC PIPELINES LP 4.650% 6/15/21	1,061.36	(1,005.08)	56.28	0.00
2/1/2013	SOLD 2,000 PAR VALUE OF	STRYKER CORP 2.000% 9/30/16	2,073.00	(2,023.06)	49.94	0.00
2/1/2013	SOLD 1,000 PAR VALUE OF	ROGERS WIRELESS INC 7.500% 03/15/15	1,139.28	(1,176.32)	(37.04)	0.00
2/1/2013	SOLD 2,000 PAR VALUE OF	PACCAR FINL CORP 1.550% 9/29/14	2,034.94	(2,023.98)	10.96	0.00
2/1/2013	SOLD 2,000 PAR VALUE OF	BERKSHIRE HATHAWAY 3.200% 2/11/15	2,104.96	(2,118.06)	(13.10)	0.00
2/6/2013	SOLD 75 SHARES OF	PNC FINL SVCS 6.125% SER PFD	2,039.95	(1,882.50)	0.00	157.45
2/6/2013	SOLD 125 SHARES OF	US BANCORP 6.000% PFD-G	3,368.67	(3,595.50)	0.00	(226.83)
2/11/2013	SOLD 21,000 PAR VALUE OF	TIME WARNER CABLE IN 5.850% 5/01/17	24,334.80	(20,881.97)	3,452.83	0.00
2/11/2013	SOLD 7,000 PAR VALUE OF	US TREAS NTS 1.625% 11/15/22	6,790.25	(7,031.72)	0.00	(241.47)
2/12/2013	SOLD 21,000 PAR VALUE OF	SBC COMMUNICATIONS 5.100% 9/15/14	22,477.14	(20,861.46)	1,679.64	(63.96)
2/15/2013	MATURED 23,000 PAR VALUE OF	BOEING CO 5.125% 2/15/13	23,000.00	(22,886.67)	113.33	
2/15/2013	PAID DOWN 906.91 PAR VALUE OF	FHLMC GOLD #J19417 3.000% 6/01/27	906.91	(949.42)	0.00	(42.51)
2/15/2013	PAID DOWN 1,646.64 PAR VALUE OF	FHLMC GOLD #J19310 3.000% 6/01/27	1,646.64	(1,721.00)	0.00	(74.36)
2/19/2013	SOLD 15,000 PAR VALUE OF	TIME WARNER CABLE IN 5.850% 5/01/17	17,361.45	(15,354.18)	2,044.44	(37.17)
2/19/2013	SOLD 9,000 PAR VALUE OF	STRYKER CORP 2.000% 9/30/16	9,314.10	(8,983.26)	330.84	0.00
2/20/2013	SOLD 358,000 PAR VALUE OF	US TREAS NTS 1.625% 11/15/22	345,360.97	(358,012.11)	0.00	(12,651.14)
2/25/2013	PAID DOWN 278.06 PAR VALUE OF	FNMA POOL #AB5887 2.500% 8/01/27	278.06	(287.05)	0.00	(8.99)
2/27/2013	SOLD 225,000 PAR VALUE OF	US TREAS 1.750% 5/31/16	234,711.91	(234,148.73)	0.00	563.18
2/28/2013	SOLD 356,000 PAR VALUE OF	US TREAS 1.750% 5/31/16	371,365.21	(369,635.29)	0.00	1,729.92
2/28/2013	SOLD 122,000 PAR VALUE OF	US TREAS 0.375% 3/15/15	122,305.00	(122,241.60)	0.00	63.40
3/1/2013	SOLD 10,864.745 SHARES OF	RIDGEWORTH SEIX FLT HIGH INCOME#RGCJ	98,000.00	(96,044.35)	0.00	1,955.65

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					Gains/Losses	
Date	Description	Description 2	Cash Proceeds	Tax Cost	Long Term	Short Term
3/1/2013	SOLD 342,000 PAR VALUE OF	US TREAS 0.375% 3/15/15	342,868.36	(342,654.61)	0.00	213.75
3/1/2013	SOLD 80,000 PAR VALUE OF	US TREAS NTS 0.625% 8/31/17	79,900.00	(80,187.77)	0.00	(287.77)
3/1/2013	SOLD 125,000 PAR VALUE OF	US TREAS 1.000% 3/31/17	127,177.73	(127,500.65)	0.00	(322.92)
3/1/2013	SOLD 68,000 PAR VALUE OF	US TREAS NTS 2.000% 2/15/23	68,695.94	(67,660.00)	0.00	1,035.94
3/1/2013	SOLD 170,000 PAR VALUE OF	US TREAS 2.125% 8/15/21	177,211.72	(179,881.25)	0.00	(2,669.53)
3/6/2013	MATURED 12,000 PAR VALUE OF	KELLOGG CO 4.250% 3/06/13	12,000.00	(11,977.56)	22.44	
3/15/2013	SOLD 5,000 PAR VALUE OF	NASDAQ OMX GROUP 5.550% 1/15/20	5,361.15	(4,979.15)	382.00	0.00
3/15/2013	PAID DOWN 869.96 PAR VALUE OF	FHLMC GOLD #J19417 3.000% 6/01/27	869.96	(910.74)	0.00	(40.78)
3/15/2013	PAID DOWN 993.76 PAR VALUE OF	FHLMC GOLD #J19310 3.000% 6/01/27	993.76	(1,038.63)	0.00	(44.87)
3/18/2013	SOLD 2,000 PAR VALUE OF	NASDAQ OMX GROUP 5.550% 1/15/20	2,143.82	(1,991.66)	152.16	0.00
3/21/2013	SOLD 37,475.17 PAR VALUE OF	FHLMC GOLD #J19310 3.000% 6/01/27	39,319.65	(39,167.42)	0.00	152.23
3/25/2013	SOLD 38,000 PAR VALUE OF	US TREAS NTS 2.000% 2/15/23	38,237.50	(37,810.00)	0.00	427.50
3/25/2013	PAID DOWN 238.08 PAR VALUE OF	FNMA POOL #AB5887 2.500% 8/01/27	238.08	(245.78)	0.00	(7.70)
3/27/2013	SOLD 196,000 PAR VALUE OF	US TREAS 1.000% 3/31/17	199,200.31	(198,702.29)	0.00	498.02
4/9/2013	SOLD 29,000 PAR VALUE OF	US TREAS NTS 0.625% 8/31/17	29,058.81	(29,068.07)	0.00	(9.26)
4/10/2013	SOLD 7,000 PAR VALUE OF	WAL-MART STORES INC 1.625% 4/15/14	7,093.59	(6,981.10)	112.49	0.00
4/12/2013	SOLD 6,000 PAR VALUE OF	US TREAS NTS 2.000% 2/15/23	6,145.52	(6,077.13)	0.00	68.39
4/15/2013	SOLD 10,000 PAR VALUE OF	US TREAS NTS 2.000% 2/15/23	10,172.23	(10,128.55)	0.00	43.68
4/15/2013	SOLD 3,210.2 SHARES OF	FHLMC GOLD	3,210.20	(3,360.68)		(150.48)
4/15/2013	SOLD 15,000 SHARES OF	VERIZON COMM INC	15,000.00	(15,062.67)		(62.67)
4/15/2013	SOLD 162.89 SHARE OF	FHLMC GOLD	162.89	(171.85)		(8.96)
4/16/2013	SOLD 5,000 PAR VALUE OF	LIFE TECH CORP 5.000% 1/15/21	5,450.00	(4,977.80)	472.20	0.00
4/18/2013	SOLD 2,000 PAR VALUE OF	LIFE TECH CORP 6.000% 3/01/20	2,345.00	(2,202.82)	0.00	142.18
4/18/2013	SOLD 3,000 PAR VALUE OF	LIFE TECH CORP 6.000% 3/01/20	3,510.00	(3,303.45)	0.00	206.55
4/25/2013	SOLD 247.75 SHARES OF	FNMA POOL	247.75	(255.75)		(8.01)
4/25/2013	SOLD 202.35 SHARES OF	FNMA POOL	202.35	(201.79)		0.56
4/26/2013	SOLD 4,000 PAR VALUE OF	ANHEUSER-BUSCH INBEV 2.500% 7/15/22	4,014.36	(3,980.72)	0.00	33.64
4/26/2013	SOLD 6,000 PAR VALUE OF	WAL-MART STORES INC 1.125% 4/11/18	6,009.54	(5,994.48)	0.00	15.06
4/26/2013	SOLD 4,000 PAR VALUE OF	TIME WARNER CABLE 8.250% 2/14/14	4,238.08	(4,261.08)	(23.00)	0.00
4/26/2013	SOLD 3,000 PAR VALUE OF	FISERV INC 4.750% 6/15/21	3,291.00	(3,007.35)	283.65	0.00
4/26/2013	SOLD 4,000 PAR VALUE OF	DEERE & CO 2.600% 6/08/22	4,084.12	(3,989.84)	0.00	94.28
4/26/2013	SOLD 3,000 PAR VALUE OF	CME GROUP INC 5.750% 2/15/14	3,121.02	(3,187.77)	(66.75)	0.00
4/26/2013	SOLD 2,000 PAR VALUE OF	BARRICK AUSTRALIA FI 4.950% 1/15/20	2,205.44	(2,255.70)	(50.26)	0.00
4/26/2013	SOLD 2,000 PAR VALUE OF	THERMO FISHER SCIENT 2.250% 8/15/16	2,055.52	(2,069.12)	(13.60)	0.00
4/26/2013	SOLD 4,000 PAR VALUE OF	PACCAR FINL CORP 1.550% 9/29/14	4,064.16	(3,995.56)	68.60	0.00

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4/26/2013	SOLD 2,000 PAR VALUE OF	EBAY INC 2.600% 7/15/22	2,005.40	(1,997.38)	0.00	8.02
4/26/2013	SOLD 3,000 PAR VALUE OF	JOHN DEERE CAPITAL 1.250% 12/02/14	3,039.18	(3,011.07)	28.11	0.00
4/26/2013	SOLD 2,000 PAR VALUE OF	COMCAST CORP 3.125% 7/15/22	2,104.68	(2,011.32)	0.00	93.36
4/26/2013	SOLD 5,000 PAR VALUE OF	BERKSHIRE HATHAWAY 3.200% 2/11/15	5,244.15	(5,192.99)	51.16	0.00
4/26/2013	SOLD 2,000 PAR VALUE OF	AMERICAN EXPRESS 2.375% 3/24/17	2,099.86	(1,994.58)	105.28	0.00
4/26/2013	SOLD 5,000 PAR VALUE OF	BARRICK GOLD FIN CO 4.875% 11/15/14	5,299.35	(4,891.28)	408.07	0.00
4/26/2013	SOLD 3,000 PAR VALUE OF	NBCUNIVERSAL MEDIA 4.375% 4/01/21	3,447.48	(3,099.84)	347.64	0.00
4/26/2013	SOLD 3,000 PAR VALUE OF	CISCO SYSTEMS INC 5.500% 2/22/16	3,404.40	(3,319.34)	85.06	0.00
4/26/2013	SOLD 4,000 PAR VALUE OF	EXELON GENERATION CO 6.200% 10/01/17	4,699.92	(3,990.24)	709.68	0.00
4/26/2013	SOLD 2,000 PAR VALUE OF	GENERAL ELECTRIC CO 2.700% 10/09/22	2,052.86	(1,995.30)	0.00	57.56
4/26/2013	SOLD 4,000 PAR VALUE OF	GLAXOSMITHKLINE CAP 5.650% 5/15/18	4,850.84	(4,416.04)	434.80	0.00
4/26/2013	SOLD 2,000 PAR VALUE OF	INTEL CORP 1.950% 10/01/16	2,074.92	(1,996.94)	77.98	0.00
4/26/2013	SOLD 7,000 PAR VALUE OF	INTEL CORP 2.700% 12/15/22	6,972.77	(6,941.62)	0.00	31.15
4/26/2013	SOLD 2,000 PAR VALUE OF	NOVARTIS SECS INVEST 5.125% 2/10/19	2,392.16	(2,360.84)	31.32	0.00
4/26/2013	SOLD 7,000 PAR VALUE OF	ORACLE CORP 5.750% 4/15/18	8,472.52	(8,225.57)	246.95	0.00
4/26/2013	SOLD 6,000 PAR VALUE OF	UNITED TECHNOLOGIES 3.100% 6/01/22	6,378.72	(6,484.44)	0.00	(105.72)
4/26/2013	SOLD 4,000 PAR VALUE OF	WELLS FARGO & CO 1.250% 2/13/15	4,044.24	(3,988.64)	55.60	0.00
4/26/2013	SOLD 2,000 PAR VALUE OF	TOYOTA MTR CR CORP 3.200% 6/17/15	2,109.60	(1,997.52)	112.08	0.00
4/26/2013	SOLD 2,000 PAR VALUE OF	3M CO 1.375% 9/29/16	2,051.22	(1,983.12)	68.10	0.00
4/26/2013	SOLD 5,000 PAR VALUE OF	PRAXAIR INC 4.625% 3/30/15	5,398.20	(5,327.85)	70.35	0.00
4/26/2013	SOLD 2,000 PAR VALUE OF	FIDELITY NATIONAL IN 3.500% 4/15/23	2,015.32	(1,999.16)	0.00	16.16
4/26/2013	SOLD 2,000 PAR VALUE OF	TC PIPELINES LP 4.650% 6/15/21	2,170.80	(2,010.16)	160.64	0.00
4/26/2013	SOLD 3,000 PAR VALUE OF	TRANS-CANADA PIPELIN 3.800% 10/01/20	3,317.37	(3,130.05)	187.32	0.00
4/26/2013	SOLD 2,000 PAR VALUE OF	UNITED PARCEL SVC 3.125% 1/15/21	2,160.76	(2,111.22)	49.54	0.00
4/26/2013	SOLD 3,000 PAR VALUE OF	WILLIAMS PARTNERS LP 4.125% 11/15/20	3,257.64	(2,999.73)	257.91	0.00
4/26/2013	SOLD 3,000 PAR VALUE OF	ROGERS WIRELESS INC 7.500% 03/15/15	3,375.48	(3,373.68)	1.80	0.00
4/26/2013	SOLD 10,000 PAR VALUE OF	MIDAMERICAN ENERGY 5.000% 2/15/14	10,346.00	(9,749.76)	596.24	0.00
4/26/2013	SOLD 3,000 PAR VALUE OF	BP CAPITAL MARKET PL 2.248% 11/01/16	3,126.09	(3,000.00)	126.09	0.00
4/26/2013	SOLD 3,000 PAR VALUE OF	COMCAST CORP NEW 4.950% 6/15/16	3,373.14	(2,886.78)	486.36	0.00
4/26/2013	SOLD 7,000 PAR VALUE OF	ENTERPRISE PRODS 5.600% 10/15/14	7,489.86	(7,121.17)	368.69	0.00
4/26/2013	SOLD 8,000 PAR VALUE OF	ENERGY TRAN PTNR 6.700% 7/01/18	9,798.08	(7,976.48)	1,821.60	0.00
4/26/2013	SOLD 7,000 PAR VALUE OF	KINDER MORGAN ENERGY 3.450% 2/15/23	7,240.45	(6,994.47)	0.00	245.98
4/26/2013	SOLD 3,000 PAR VALUE OF	BHP BILLITON FIN USA 1.125% 11/21/14	3,032.58	(2,989.35)	43.23	0.00
4/26/2013	SOLD 3,000 PAR VALUE OF	SOUTHERN CAL EDISON 5.750% 3/15/14	3,134.64	(2,984.76)	149.88	0.00
4/26/2013	SOLD 2,000 PAR VALUE OF	ERP OPERATING LP 3.000% 4/15/23	2,020.06	(2,013.88)	0.00	6.18

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4/26/2013	SOLD 3,000 PAR VALUE OF	ENSCO PLC 4.700% 3/15/21	3,392.58	(2,940.75)	451.83	0.00
4/26/2013	SOLD 2,000 PAR VALUE OF	GENERAL ELEC CO 5.250% 12/06/17	2,354.60	(2,152.75)	201.85	0.00
4/26/2013	SOLD 5,000 PAR VALUE OF	AT&T INC 0.900% 2/12/16	5,005.90	(4,996.75)	0.00	9.15
4/26/2013	SOLD 2,000 PAR VALUE OF	AT&T INC 3.875% 8/15/21	2,215.10	(1,994.10)	221.00	0.00
4/29/2013	SOLD 3,000 PAR VALUE OF	EXPRESS SCRIPTS HLDG 2.650% 2/15/17	3,157.20	(3,117.00)	0.00	40.20
4/29/2013	SOLD 3,000 PAR VALUE OF	AMERICAN TOWER CORP 3.500% 1/31/23	3,024.30	(2,981.10)	0.00	43.20
4/29/2013	SOLD 7,000 PAR VALUE OF	TIME WARNER CABLE 4.000% 9/01/21	7,635.46	(7,406.35)	0.00	229.11
4/29/2013	SOLD 3,000 PAR VALUE OF	WEATHERFORD INTL LTD 5.125% 9/15/20	3,325.56	(3,203.89)	121.67	0.00
4/29/2013	SOLD 4,000 PAR VALUE OF	COVIDIEN INTL 6.000% 10/15/17	4,807.64	(4,412.94)	394.70	0.00
4/29/2013	SOLD 8,000 PAR VALUE OF	MACYS RETAIL HLDGS 2.875% 2/15/23	7,904.72	(7,988.96)	0.00	(84.24)
4/29/2013	SOLD 2,000 PAR VALUE OF	EL PASO PIPELINE 6.500% 4/01/20	2,456.88	(2,300.08)	156.80	0.00
4/29/2013	SOLD 2,000 PAR VALUE OF	DOW CHEM CO 3.000% 11/15/22	1,998.16	(1,964.24)	0.00	33.92
4/29/2013	SOLD 2,000 PAR VALUE OF	AUTOZONE INC 3.700% 4/15/22	2,094.14	(2,017.18)	76.96	0.00
4/30/2013	CHANGE IN BASIS		0.00	529.45	529.45	
5/3/2013	SOLD 15,000 PAR VALUE OF	US TREAS NTS 2.000% 2/15/23	15,442.91	(15,405.53)	0.00	37.38
5/13/2013	SOLD 16,000 PAR VALUE OF	US TREAS NTS 2.000% 2/15/23	16,332.44	(16,428.78)	0.00	(96.34)
5/14/2013	SOLD 6,000 PAR VALUE OF	US TREAS NTS 2.000% 2/15/23	6,122.32	(6,159.37)	0.00	(37.05)
5/15/2013	SOLD 18,000 SHARES OF	BERKSHIRE HATH 4.60 %	18,000.00	(17,875.80)	124.20	
5/15/2013	SOLD 1,580.26 UNITS OF	FHLMC GOLD #J19417	1,580.26	(1,654.33)	(74.07)	
5/15/2013	SOLD 180.6 UNITS OF	FHLMC GOLD #J22996	180.60	(190.53)	(9.93)	
5/16/2013	SOLD 50 SHARES OF	PNC FINL SVCS 6.125% SER PFD	1,419.96	(1,250.00)	169.96	0.00
5/16/2013	SOLD 282,000 PAR VALUE OF	US TREAS NTS 2.000% 2/15/23	284,357.34	(281,957.57)	0.00	2,399.77
5/17/2013	SOLD 25 SHARES OF	PNC FINL SVCS 6.125% SER PFD	709.98	(625.00)	84.98	0.00
5/20/2013	SOLD 4,000 PAR VALUE OF	US TREAS 0.750% 2/28/18	3,997.09	(4,021.72)	0.00	(24.63)
5/23/2013	SOLD 8,000 PAR VALUE OF	TRANSCONTINENTAL GAS 6.050% 6/15/18	9,889.46	(7,741.72)	2,147.74	0.00
5/23/2013	SOLD 7,000 PAR VALUE OF	EL PASO NAT GAS CO 5.950% 4/15/17	8,135.05	(7,068.18)	1,066.87	0.00
5/24/2013	SOLD 25 SHARES OF	PNC FINL SVCS 6.125% SER PFD	709.98	(625.00)	84.98	0.00
5/28/2013	SOLD 6,000 PAR VALUE OF	NASDAQ OMX GROUP 5.550% 1/15/20	6,510.84	(6,050.82)	460.02	0.00
5/28/2013	SOLD 372.01 UNITS OF	FNMA POOL #AB5887	372.01	(384.04)	(12.03)	
5/28/2013	SOLD 207.35 UNITS OF	FNMA POOL #AM2100	207.35	(206.80)	0.55	
5/31/2013	SOLD 238,000 PAR VALUE OF	US TREAS NTS 0.625% 8/31/17	235,842.33	(237,971.23)	0.00	(2,128.90)
6/3/2013	SOLD 41,000 PAR VALUE OF	US TREAS NTS 0.625% 8/31/17	40,553.16	(40,934.34)	0.00	(381.18)
6/6/2013	SOLD 13,000 PAR VALUE OF	US TREAS 1.750% 5/15/23	12,555.61	(12,773.19)	0.00	(217.58)
6/17/2014	SOLD 764.57 UNITS OF	FHLMC GOLD #J19417	764.57	(800.41)	(35.84)	
6/17/2014	SOLD 176.37 UNITS OF	FHLMC GOLD #J22996	176.37	(186.07)	(9.70)	

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6/18/2013	SOLD 45,709.51 PAR VALUE OF	FNMA POOL #AB5887 2.500% 8/01/27	47,315.55	(47,714.15)	0.00	(398.60)
6/21/2013	SOLD 8,000 PAR VALUE OF	THERMO FISHER SCIENT 2.250% 8/15/16	8,188.32	(8,033.40)	154.92	0.00
6/21/2013	SOLD 7,000 PAR VALUE OF	CLOROX CO 3.050% 9/15/22	6,808.13	(6,977.81)	0.00	(169.68)
6/21/2013	SOLD 66,000 PAR VALUE OF	US TREAS 1.750% 5/15/23	63,437.34	(64,796.08)	0.00	(1,358.74)
6/24/2013	SOLD 9,000 PAR VALUE OF	US TREAS 1.750% 5/15/23	8,658.25	(8,835.83)	0.00	(177.58)
6/25/2013	SOLD 203.53 UNITS OF	FNMA POOL #AM2100	203.53	(202.99)	0.54	
6/26/2013	SOLD 14,000 PAR VALUE OF	US TREAS 1.750% 5/15/23	13,105.26	(13,744.62)	0.00	(639.36)
6/27/2013	SOLD 112,000 PAR VALUE OF	US TREAS 0.375% 3/15/15	112,061.25	(112,168.01)	(1.49)	(105.27)
6/28/2013	SOLD 12,000 PAR VALUE OF	ORACLE CORP 5.750% 4/15/18	13,902.24	(12,731.28)	1,170.96	0.00
6/28/2013	SOLD 46,000 PAR VALUE OF	US TREAS 1.750% 5/15/23	42,873.44	(45,160.91)	0.00	(2,287.47)
7/1/2013	SOLD 50,000 PAR VALUE OF	US TREAS 0.375% 11/15/15	49,876.95	(50,132.81)	0.00	(255.86)
7/15/2013	SOLD 396.12 SHARES OF	FHLMC GD PL #J22996 3.000% 3/01/28	396.12	(414.69)	(18.57)	
7/15/2013	SOLD 7,000 SHARES OF	THOMSON REUTERS	7,000.00	(6,964.86)	35.14	
7/16/2013	SOLD 16,000 PAR VALUE OF	U.S. TREASURY NOTES 0.750% 2/28/18	15,607.45	(16,086.87)	0.00	(479.42)
7/18/2013	SOLD 37,312.17 PAR VALUE OF	FHLMC GD PL #J22996 3.000% 3/01/28	38,459.57	(39,541.55)	0.00	(1,081.97)
7/18/2013	SOLD 10,000 PAR VALUE OF	TRANS-CANADA PL 3.800% 10/01/20	10,510.50	(10,433.50)	77.00	0.00
7/18/2013	SOLD 46,000 PAR VALUE OF	FNMA PL TBA 2.500% 7/15/28	45,439.38	(46,977.50)	0.00	(1,538.12)
7/18/2013	SOLD 40,000 PAR VALUE OF	FNMA PL TBA 2.000% 7/15/28	38,916.19	(38,688.03)	0.00	228.16
7/19/2013	SOLD 10,000 PAR VALUE OF	U.S. TREASURY NOTES 1.750% 5/15/23	9,322.62	(9,817.59)	0.00	(494.97)
7/30/2013	SOLD 8,000 PAR VALUE OF	AT&T INC 3.875% 8/15/21	8,272.72	(7,976.40)	296.32	0.00
7/30/2013	SOLD 14,000 PAR VALUE OF	TIME WARNER CABLE 8.250% 2/14/14	14,525.00	(13,978.86)	546.14	0.00
8/1/2013	MATURED 12,000 PAR VALUE OF	WALGREEN CO 4.875% 8/01/13	12,000.00	(11,953.08)	46.92	0.00
8/1/2013	MATURED 17,000 PAR VALUE OF	CME GROUP INC 5.400% 8/01/13	17,000.00	(16,998.13)	1.87	0.00
8/2/2013	SOLD 2,000 PAR VALUE OF	BEST BUY CO INC 5.000% 8/01/18	1,985.18	(1,999.94)	0.00	(14.76)
8/2/2013	SOLD 1,000 PAR VALUE OF	TC PIPELINES LP 4.650% 6/15/21	1,023.51	(1,005.08)	18.43	0.00
8/2/2013	SOLD 25 SHARES OF	PNC FINANCIAL SERV 6.125% PFD SER P	641.73	(625.00)	16.73	0.00
8/2/2013	SOLD 25 SHARES OF	PUBLIC STORAGE 5.625% PFD SER U REIT	571.24	(625.00)	(53.76)	0.00
8/2/2013	SOLD 25 SHARES OF	REINSURANCE GRP OF AMER 6.200% PFD	630.23	(684.00)	0.00	(53.77)
8/2/2013	SOLD 100 SHARES OF	US BANCORP 6.000% PFD SER G	2,635.95	(2,500.00)	135.95	0.00
8/2/2013	SOLD 2,000 PAR VALUE OF	PACCAR FINL CORP MTN 1.550% 9/29/14	2,024.98	(1,997.78)	27.20	0.00
8/2/2013	SOLD 4,000 PAR VALUE OF	LAZARD GROUP LLC 7.125% 5/15/15	4,348.40	(4,172.76)	175.64	0.00
8/2/2013	SOLD 3,000 PAR VALUE OF	KINDER MORGAN ENERGY 3.450% 2/15/23	2,847.57	(2,997.63)	0.00	(150.06)
8/2/2013	SOLD 2,000 PAR VALUE OF	ENSCO PLC 4.700% 3/15/21	2,145.40	(1,960.50)	184.90	0.00
8/2/2013	SOLD 1,000 PAR VALUE OF	DOMINION RESOURCES 1.950% 8/15/16	1,021.84	(999.76)	22.08	0.00
8/2/2013	SOLD 1,000 PAR VALUE OF	HOWARD HUGHES MEDICL 3.500% 9/01/23	999.03	(997.93)	0.00	1.10

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Date	Description	Description 2	Cash Proceeds	Tax Cost	Long Term	Short Term
8/2/2013	SOLD 2,000 PAR VALUE OF	BERKSHIRE HATHAWAY 3.200% 2/11/15	2,080.78	(1,998.34)	82.44	0.00
8/2/2013	SOLD 2,000 PAR VALUE OF	PRAXAIR INC 4.625% 3/30/15	2,134.12	(1,997.18)	136.94	0.00
8/2/2013	SOLD 2,000 PAR VALUE OF	WILLIAMS PARTNERS LP 4.125% 11/15/20	2,011.40	(1,999.82)	11.58	0.00
8/2/2013	SOLD 2,000 PAR VALUE OF	WAL-MART STORES INC 1.125% 4/11/18	1,955.16	(1,998.16)	0.00	(43.00)
8/2/2013	SOLD 1,000 PAR VALUE OF	MORGAN STANLEY MTN 3.750% 2/25/23	962.47	(981.48)	0.00	(19.01)
8/2/2013	SOLD 3,000 PAR VALUE OF	MACYS RETAIL HLDGS 2.875% 2/15/23	2,785.20	(2,995.86)	0.00	(210.66)
8/2/2013	SOLD 3,000 PAR VALUE OF	INTEL CORP 2.700% 12/15/22	2,823.18	(2,974.98)	0.00	(151.80)
8/2/2013	SOLD 2,000 PAR VALUE OF	GOLDMAN SACHS MTN 3.625% 1/22/23	1,919.80	(1,956.00)	0.00	(36.20)
8/2/2013	SOLD 1,000 PAR VALUE OF	GENERAL ELECTRIC CO 5.250% 12/06/17	1,140.02	(991.95)	148.07	0.00
8/2/2013	SOLD 2,000 PAR VALUE OF	EMC CORP 3.375% 6/01/23	1,969.32	(1,998.50)	0.00	(29.18)
8/2/2013	SOLD 2,000 PAR VALUE OF	COVIDIEN INTL 6.000% 10/15/17	2,328.96	(2,014.10)	314.86	0.00
8/2/2013	SOLD 2,000 PAR VALUE OF	NBCUNIVERSAL MEDIA 4.375% 4/01/21	2,165.46	(2,066.56)	98.90	0.00
8/2/2013	SOLD 1,000 PAR VALUE OF	BOSTON PROP LP 3.800% 2/01/24	982.84	(1,001.26)	0.00	(18.42)
8/2/2013	SOLD 2,000 PAR VALUE OF	BANK OF AMER CRP MTN 3.300% 1/11/23	1,893.64	(1,929.50)	0.00	(35.86)
8/2/2013	SOLD 2,000 PAR VALUE OF	APPLE INC 2.400% 5/03/23	1,838.10	(1,997.34)	0.00	(159.24)
8/2/2013	SOLD 2,000 PAR VALUE OF	AGILENT TECH INC 3.875% 7/15/23	1,947.28	(1,990.88)	0.00	(43.60)
8/2/2013	SOLD 2,000 PAR VALUE OF	WELLS FARGO CO MTN 1.250% 2/13/15	2,013.76	(1,994.32)	19.44	0.00
8/2/2013	SOLD 2,000 PAR VALUE OF	NEWMONT MINING CORP 3.500% 3/15/22	1,734.12	(1,958.48)	(224.36)	0.00
8/2/2013	SOLD 3,000 PAR VALUE OF	ENERGY TRAN PTNR 6.700% 7/01/18	3,535.35	(2,991.18)	544.17	0.00
8/2/2013	SOLD 2,000 PAR VALUE OF	EXPRESS SCRIPTS 2.650% 2/15/17	2,058.12	(2,078.00)	0.00	(19.88)
8/2/2013	SOLD 3,000 PAR VALUE OF	ENTERPRISE PRODUCTS 5.600% 10/15/14	3,170.61	(3,051.93)	118.68	0.00
8/2/2013	SOLD 2,000 PAR VALUE OF	ERP OPERATING-LP 3.000% 4/15/23	1,859.82	(2,014.40)	0.00	(154.58)
8/2/2013	SOLD 3,000 PAR VALUE OF	TIME WARNER CABLE 4.000% 9/01/21	2,830.53	(3,174.15)	0.00	(343.62)
8/2/2013	SOLD 1,000 PAR VALUE OF	DIGITAL REALTY LP 5.875% 2/01/20	1,092.42	(1,067.72)	24.70	0.00
8/2/2013	SOLD 2,000 PAR VALUE OF	BHP FINANCE USA 1.125% 11/21/14	2,016.54	(1,992.90)	23.64	0.00
8/2/2013	SOLD 2,000 PAR VALUE OF	ANHEUSER-BUSCH 2.500% 7/15/22	1,873.42	(1,990.36)	(116.94)	0.00
8/2/2013	ACCRETED DISCOUNT ON	MIDAMERICAN EGY HLDG 5.000% 2/15/14	0.00	127.50	127.50	0.00
8/2/2013	SOLD 4,000 PAR VALUE OF	MIDAMERICAN EGY HLDG 5.000% 2/15/14	4,095.84	(3,902.78)	193.06	0.00
8/2/2013	SOLD 1,000 PAR VALUE OF	BP CAPITAL PLC 2.248% 11/01/16	1,031.78	(1,000.00)	31.78	0.00
8/2/2013	SOLD 2,000 PAR VALUE OF	GLAXOSMITHKLINE CAP 5.650% 5/15/18	2,330.84	(1,998.78)	332.06	0.00
8/2/2013	SOLD 1,000 PAR VALUE OF	CISCO SYSTEMS INC 5.500% 2/22/16	1,119.84	(995.43)	124.41	0.00
8/2/2013	SOLD 2,000 PAR VALUE OF	BARRICK AUSTRALIA 4.950% 1/15/20	1,919.58	(2,224.70)	(305.12)	0.00
8/2/2013	SOLD 1,000 PAR VALUE OF	CITIGROUP INC 3.375% 3/01/23	957.72	(978.31)	0.00	(20.59)
8/2/2013	SOLD 2,000 PAR VALUE OF	AT&T INC 0.900% 2/12/16	1,993.14	(1,998.70)	0.00	(5.56)
8/2/2013	SOLD 2,000 PAR VALUE OF	ORACLE CORP 5.750% 4/15/18	2,342.02	(1,999.06)	342.96	0.00

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8/2/2013	SOLD 2,000 PAR VALUE OF	FISERV INC 4.750% 6/15/21	2,093.04	(2,004.90)	88.14	0.00
8/2/2013	ACCRETED DISCOUNT ON	COMCAST CORP 4.950% 6/15/16	0.00	30.24	30.24	0.00
8/2/2013	SOLD 1,000 PAR VALUE OF	COMCAST CORP 4.950% 6/15/16	1,110.60	(963.01)	147.59	0.00
8/2/2013	SOLD 2,000 PAR VALUE OF	WEATHERFORD INTL 5.125% 9/15/20	2,107.32	(2,057.82)	49.50	0.00
8/2/2013	ACCRETED DISCOUNT ON	UNITED TECH CORP 3.100% 6/01/22	0.00	0.25	0.25	0.00
8/2/2013	ACCRETED ADJUSTMENT ON	UNITED TECH CORP 3.100% 6/01/22	0.00	(0.20)	(0.20)	0.00
8/2/2013	SOLD 2,000 PAR VALUE OF	UNITED TECH CORP 3.100% 6/01/22	1,979.66	(2,161.48)	(181.82)	0.00
8/2/2013	SOLD 1,000 PAR VALUE OF	EXELON GENERATION 6.200% 10/01/17	1,150.63	(997.56)	153.07	0.00
8/2/2013	SOLD 2,000 PAR VALUE OF	DEERE & CO 2.600% 6/08/22	1,901.70	(1,994.92)	(93.22)	0.00
8/2/2013	SOLD 2,000 PAR VALUE OF	CC HOLDINGS GS V 3.849% 4/15/23	1,879.96	(1,907.84)	0.00	(27.88)
8/2/2013	ACCRETED DISCOUNT ON	ORACLE CORP 1.200% 10/15/17	0.00	1.40	1.40	0.00
8/2/2013	SOLD 2,000 PAR VALUE OF	ORACLE CORP 1.200% 10/15/17	1,959.76	(1,936.22)	0.00	23.54
8/2/2013	SOLD 25 SHARES OF	ARCH CAPITAL 6.750% PFD SER C	633.73	(636.25)	(2.52)	0.00
8/2/2013	SOLD 16,000 PAR VALUE OF	U.S. TREASURY NOTES 0.750% 2/28/18	15,640.57	(16,066.70)	0.00	(426.13)
8/8/2013	SOLD 12,000 PAR VALUE OF	U.S. TREASURY NOTES 1.750% 5/15/23	11,083.08	(11,781.11)	0.00	(698.03)
8/12/2013	SOLD 8,000 PAR VALUE OF	NBCUNIVERSAL MEDIA 4.375% 4/01/21	8,654.08	(8,266.24)	387.84	0.00
8/12/2013	ACCRETED DISCOUNT ON	COMCAST CORP 4.950% 6/15/16	0.00	303.14	303.14	0.00
8/12/2013	SOLD 10,000 PAR VALUE OF	COMCAST CORP 4.950% 6/15/16	11,102.30	(9,630.84)	1,471.46	0.00
8/12/2013	SOLD 4,000 PAR VALUE OF	TIME WARNER INC 4.875% 3/15/20	4,357.24	(3,971.52)	385.72	0.00
8/12/2013	ACCRETED DISCOUNT ON	MERCK & CO INC 1.300% 5/18/18	0.00	1.04	1.04	0.00
8/12/2013	SOLD 9,000 PAR VALUE OF	MERCK & CO INC 1.300% 5/18/18	8,801.73	(8,980.25)	0.00	(178.52)
8/12/2013	SOLD 10,000 PAR VALUE OF	ROGERS WIRELESS INC 7.500% 3/15/15	11,039.70	(10,967.21)	72.49	0.00
8/12/2013	SOLD 15,000 PAR VALUE OF	GLAXOSMITHKLINE CAP 5.650% 5/15/18	17,440.20	(14,990.85)	2,449.35	0.00
8/15/2013	PAID DOWN 334.58 PAR VALUE OF	FHLMC GD PL #J19417 3.000% 6/01/27	334.58	(350.26)	(15.68)	0.00
8/19/2013	SOLD 13,000 PAR VALUE OF	COVIDIEN INTL 6.000% 10/15/17	15,046.85	(13,091.65)	1,955.20	0.00
8/19/2013	SOLD 5,000 PAR VALUE OF	DUKE ENERGY 4.300% 6/15/20	5,419.00	(5,269.71)	149.29	0.00
8/19/2013	SOLD 22,000 PAR VALUE OF	ENTERPRISE PRODUCTS 5.600% 10/15/14	23,210.66	(22,072.94)	1,137.72	0.00
8/19/2013	SOLD 17,000 PAR VALUE OF	U.S. TREASURY NOTES 1.750% 5/15/23	15,612.71	(16,689.90)	0.00	(1,077.19)
8/21/2013	SOLD 214,000 PAR VALUE OF	U.S. TREASURY NOTES 1.750% 5/15/23	194,522.66	(204,770.94)	0.00	(10,248.28)
8/22/2013	SOLD 9,000 PAR VALUE OF	KROGER CO 7.500% 1/15/14	9,242.28	(8,982.72)	259.56	0.00
8/22/2013	ACCRETED DISCOUNT ON	MIDAMERICAN EGY HLDG 5.000% 2/15/14	0.00	1,088.64	1,088.64	0.00
8/22/2013	SOLD 34,000 PAR VALUE OF	MIDAMERICAN EGY HLDG 5.000% 2/15/14	34,723.86	(33,178.52)	1,545.34	0.00
8/22/2013	SOLD 3,000 PAR VALUE OF	STATOIL ASA 3.125% 8/17/17	3,158.28	(3,041.70)	116.58	0.00
8/22/2013	SOLD 6,000 PAR VALUE OF	JUNIPER NETWORKS INC 3.100% 3/15/16	6,179.76	(6,108.90)	70.86	0.00
8/22/2013	SOLD 8,000 PAR VALUE OF	FISERV INC 4.750% 6/15/21	8,158.08	(8,019.60)	138.48	0.00

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8/26/2013	PAID DOWN 435.81 PAR VALUE OF	FNMA PL #AT7985 2.000% 6/01/23	435.81	(439.90)	0.00	(4.09)
8/26/2013	PAID DOWN 398.18 PAR VALUE OF	FNMA PL #AB7246 2.500% 12/01/27	398.18	(397.99)	0.00	0.19
8/26/2013	PAID DOWN 207.43 PAR VALUE OF	FNMA PL #AM4079 3.610% 7/01/28	207.43	(210.15)	0.00	(2.72)
8/26/2013	PAID DOWN 204.72 PAR VALUE OF	FNMA PL #AM2100 2.325% 1/01/28	204.72	(204.17)	0.00	0.55
8/27/2013	SOLD 62,858.83 PAR VALUE OF	FHLMC GD PL #J19417 3.000% 6/01/27	64,076.72	(65,805.34)	(1,728.62)	0.00
8/28/2013	SOLD 11,639.33 PAR VALUE OF	FNMA PL #AM2100 2.325% 1/01/28	10,802.30	(11,608.22)	0.00	(805.92)
8/29/2013	PAID DOWN-RV -207.43 PAR VALUE OF	FNMA PL #AM4079 3.610% 7/01/28	(207.43)	210.15	0.00	2.72
8/29/2013	PAID DOWN 207.43 PAR VALUE OF	FNMA PL #AM4079 3.730% 7/01/28	207.43	(210.15)	0.00	(2.72)
9/3/2013	SOLD 151,000 PAR VALUE OF	U.S. TREASURY NOTES 0.625% 8/31/17	147,289.88	(150,466.45)	0.00	(3,176.57)
9/6/2013	DISTRIBUTED 0.01 PAR VALUE OF	FHLMC GD PL #J19417 3.000% 6/01/27	0.00	(0.01)	(0.01)	0.00
9/10/2013	SOLD 11,000 PAR VALUE OF	U.S. TREASURY NOTES 0.375% 3/15/15	11,012.46	(11,015.94)	0.00	(3.48)
9/10/2013	SOLD 187,000 PAR VALUE OF	U.S. TREASURY NOTES 0.625% 8/31/17	181,762.54	(185,661.24)	0.00	(3,898.70)
9/16/2013	SOLD 34,000 PAR VALUE OF	U.S. TREASURY NOTES 2.500% 8/15/23	32,667.76	(33,115.72)	0.00	(447.96)
9/17/2013	SOLD 11,000 PAR VALUE OF	U.S. TREASURY NOTES 2.500% 8/15/23	10,645.03	(10,701.89)	0.00	(56.86)
9/17/2013	SOLD 67,000 PAR VALUE OF	U.S. TREASURY NOTES 2.500% 8/15/23	64,803.91	(65,184.24)	0.00	(380.33)
9/17/2013	PAID DOWN 6.17 PAR VALUE OF	LB-UBS CMO V-M 5.624% 11/15/30	6.17	(6.23)	(0.06)	0.00
9/23/2013	SOLD 15,000 PAR VALUE OF	ORACLE CORP 5.750% 4/15/18	17,295.15	(14,992.95)	2,302.20	0.00
9/25/2013	SOLD 313,000 PAR VALUE OF	U.S. TREASURY NOTES 0.375% 11/15/15	312,889.96	(313,511.66)	0.00	(621.70)
9/25/2013	PAID DOWN 473.47 PAR VALUE OF	FNMA PL #AT7985 2.000% 6/01/23	473.47	(477.91)	0.00	(4.44)
9/25/2013	PAID DOWN 369.82 PAR VALUE OF	FNMA PL #AB7246 2.500% 12/01/27	369.82	(369.65)	0.00	0.17
9/25/2013	PAID DOWN 208.23 PAR VALUE OF	FNMA PL #AM4079 3.730% 7/01/28	208.23	(210.96)	0.00	(2.73)
9/25/2013	ACCRETED DISCOUNT ON	FNMA PL #AL4042 2.000% 8/01/28	0.00	38.09	38.09	0.00
9/25/2013	PAID DOWN 276.74 PAR VALUE OF	FNMA PL #AL4042 2.000% 8/01/28	276.74	(264.72)	0.00	12.02
9/25/2013	PAID DOWN 153.99 PAR VALUE OF	FNMA PL #AM2100 2.325% 1/01/28	153.99	(153.58)	0.00	0.41
9/30/2013	ACCRETED DISCOUNT ON	U.S. TREASURY NOTES 2.500% 8/15/23	0.00	3.63	3.63	0.00
9/30/2013	SOLD 8,000 PAR VALUE OF	U.S. TREASURY NOTES 2.500% 8/15/23	7,914.66	(7,786.82)	0.00	127.84
10/2/2013	SOLD 11,000 PAR VALUE OF	CITIGROUP INC 3.375% 3/01/23	10,465.62	(10,761.41)	0.00	(295.79)
10/2/2013	SOLD 10,000 PAR VALUE OF	GOLDMAN SACHS MTN 3.625% 1/22/23	9,602.90	(9,780.00)	0.00	(177.10)
10/2/2013	SOLD 10,000 PAR VALUE OF	BANK OF AMER CRP MTN 3.300% 1/11/23	9,392.70	(9,647.50)	0.00	(254.80)
10/2/2013	SOLD 11,000 PAR VALUE OF	MORGAN STANLEY MTN 3.750% 2/25/23	10,628.53	(10,796.28)	0.00	(167.75)
10/3/2013	SOLD 54,584.34 PAR VALUE OF	FNMA PL #AM4079 3.730% 7/01/28	56,413.77	(55,300.77)	0.00	1,113.00
10/9/2013	SOLD -REV -54,584.34 PAR VALUE OF	FNMA PL #AM4079 3.730% 7/01/28	(56,413.77)	55,300.77	0.00	(1,113.00)
10/9/2013	SOLD 54,368.46 PAR VALUE OF	FNMA PL #AM4079 3.730% 7/01/28	56,190.65	(55,082.06)	0.00	1,108.59
10/11/2013	SOLD 9,000 PAR VALUE OF	TIME WARNER CABLE 4.000% 9/01/21	8,443.44	(9,515.49)	0.00	(1,072.05)
10/15/2013	SOLD 8,000 PAR VALUE OF	MACYS RETAIL HLDGS 2.875% 2/15/23	7,195.68	(7,988.96)	0.00	(793.28)

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10/15/2013	SOLD 15,000 PAR VALUE OF	WELLPOINT INC 2.300% 7/15/18	14,989.20	(14,979.48)	0.00	9.72
10/15/2013	ACCRETED DISCOUNT ON	WEATHERFORD INTL 4.950% 10/15/13	0.00	2,046.40	2,046.40	0.00
10/15/2013	MATURED 40,000 PAR VALUE OF	WEATHERFORD INTL 4.950% 10/15/13	40,000.00	(40,000.00)	0.00	0.00
10/16/2013	FULL CALL	12,000 $1 PV	12,253.80	(11,939.04)	314.76	0.00
10/17/2013	SOLD 17,000 PAR VALUE OF	TIME WARNER CABLE 4.000% 9/01/21	15,816.80	(17,957.27)	0.00	(2,140.47)
10/18/2013	ACCRETED DISCOUNT ON	BARRICK GOLD FIN 4.875% 11/15/14	0.00	462.89	462.89	0.00
10/18/2013	SOLD 18,000 PAR VALUE OF	BARRICK GOLD FIN 4.875% 11/15/14	18,711.90	(17,628.41)	1,083.49	0.00
10/18/2013	SOLD 150 SHARES OF	US BANCORP 6.000% PFD SER G	4,049.85	(4,202.00)	(152.15)	0.00
10/21/2013	SOLD 75 SHARES OF	US BANCORP 6.000% PFD SER G	2,024.92	(1,875.00)	149.92	0.00
10/22/2013	SOLD 48,273.27 PAR VALUE OF	FNMA PL #AT7985 2.000% 6/01/23	48,522.18	(48,725.82)	0.00	(203.64)
10/22/2013	SOLD 550 SHARES OF	US BANCORP 6.000% PFD SER G	14,849.48	(13,750.00)	1,099.48	0.00
10/23/2013	SOLD 11,000 PAR VALUE OF	U.S. TREASURY NOTES 2.500% 8/15/23	10,911.91	(10,883.13)	0.00	28.78
10/23/2013	SOLD 50 SHARES OF	REINSURANCE GRP OF AMER 6.200% PFD	1,232.97	(1,325.00)	(92.03)	0.00
10/25/2013	PAID DOWN 428.51 PAR VALUE OF	FNMA PL #AT7985 2.000% 6/01/23	428.51	(432.52)	0.00	(4.01)
10/25/2013	PAID DOWN 268.55 PAR VALUE OF	FNMA PL #AB7246 2.500% 12/01/27	268.55	(268.42)	0.00	0.13
10/25/2013	PAID DOWN 215.88 PAR VALUE OF	FNMA PL #AM4079 3.730% 7/01/28	215.88	(218.71)	0.00	(2.83)
10/25/2013	ACCRETED DISCOUNT ON	FNMA PL #AL4042 2.000% 8/01/28	0.00	27.76	27.76	0.00
10/25/2013	PAID DOWN 281.88 PAR VALUE OF	FNMA PL #AL4042 2.000% 8/01/28	281.88	(269.84)	0.00	12.04
10/25/2013	PAID DOWN 157.66 PAR VALUE OF	FNMA PL #AM2100 2.250% 1/01/28	157.66	(157.24)	0.00	0.42
10/28/2013	SOLD 125 SHARES OF	REINSURANCE GRP OF AMER 6.200% PFD	3,087.44	(3,125.00)	(37.56)	0.00
10/30/2013	SOLD 25,000 PAR VALUE OF	COMCAST CORP 3.125% 7/15/22	24,713.25	(24,708.10)	(119.91)	125.06
10/30/2013	SOLD 5,000 PAR VALUE OF	U.S. TREASURY NOTES 2.500% 8/15/23	4,997.05	(4,946.87)	0.00	50.18
10/30/2013	SOLD 8,000 PAR VALUE OF	U.S. TREASURY NOTES 2.500% 8/15/23	7,995.91	(7,915.00)	0.00	80.91
10/30/2013	SOLD 25,000 PAR VALUE OF	U.S. TREASURY NOTES 1.375% 7/31/18	25,163.00	(24,999.25)	0.00	163.75
10/30/2013	SOLD 12,000 PAR VALUE OF	U.S. TREASURY NOTES 1.375% 7/31/18	12,080.59	(11,936.95)	0.00	143.64
11/1/2013	ACCRETED DISCOUNT ON	UNITED TECH CORP 3.100% 6/01/22	0.00	0.33	0.33	0.00
11/1/2013	ACCRETED ADJUSTMENT ON	UNITED TECH CORP 3.100% 6/01/22	0.00	(0.26)	(0.26)	0.00
11/1/2013	SOLD 19,000 PAR VALUE OF	UNITED TECH CORP 3.100% 6/01/22	18,829.95	(20,208.40)	(1,378.45)	0.00
11/1/2013	SOLD 15,000 PAR VALUE OF	DEERE & CO 2.600% 6/08/22	14,389.95	(14,961.90)	(571.95)	0.00
11/1/2013	ACCRETED DISCOUNT ON	VERIZON COMM INC 5.550% 2/15/16	0.00	95.14	95.14	0.00
11/1/2013	SOLD 10,000 PAR VALUE OF	VERIZON COMM INC 5.550% 2/15/16	10,994.80	(9,800.94)	1,193.86	0.00
11/1/2013	MATURED 8,000 PAR VALUE OF	GEORGIA POWER CO 6.000% 11/01/13	8,000.00	(7,994.88)	5.12	0.00
11/4/2013	SOLD 26,000 PAR VALUE OF	ENERGY TRAN PTNR 6.700% 7/01/18	30,633.46	(25,923.56)	4,709.90	0.00
11/4/2013	SOLD 7,000 PAR VALUE OF	ENERGY TRAN PTNR 4.650% 6/01/21	7,325.43	(6,932.24)	393.19	0.00
11/4/2013	SOLD 12,000 PAR VALUE OF	U.S. TREASURY NOTES 2.500% 8/15/23	11,971.87	(11,977.55)	0.00	(5.68)

Fuller E. Callaway Foundation
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Schedule for Part IV - Capital Gains and Losses

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					Gains/Losses	
Date	Description	Description 2	Cash Proceeds	Tax Cost	Long Term	Short Term
11/12/2013	SOLD 14,000 PAR VALUE OF	U.S. TREASURY NOTES 2.500% 8/15/23	13,827.68	(13,973.80)	0.00	(146.12)
11/13/2013	SOLD 8,000 PAR VALUE OF	EL PASO PIPELINE 6.500% 4/01/20	9,274.16	(9,134.66)	139.50	0.00
11/15/2013	SOLD 9,000 PAR VALUE OF	WILLIAMS PARTNERS LP 4.125% 11/15/20	9,136.62	(8,999.19)	137.43	0.00
11/15/2013	MATURED 18,000 PAR VALUE OF	ALABAMA POWER CO 5.800% 11/15/13	18,000.00	(18,166.06)	(166.06)	0.00
11/15/2013	TENDER OFFER	37,000 PAR VALUE OF	40,528.69	(36,753.23)	3,775.46	0.00
11/18/2013	PAID DOWN 650.3 PAR VALUE OF	LB-UBS CMO V-M 5.454% 11/15/30	650.30	(656.35)	(6.05)	0.00
11/18/2013	ACCRETED DISCOUNT ON	U.S. TREASURY NOTES 2.500% 8/15/23	0.00	75.26	75.26	0.00
11/18/2013	SOLD 224,000 PAR VALUE OF	U.S. TREASURY NOTES 2.500% 8/15/23	220,141.72	(219,842.51)	0.00	299.21
11/22/2013	SOLD 15,000 PAR VALUE OF	MORGAN STANLEY MTN 2.125% 4/25/18	14,917.50	(14,906.65)	0.00	10.85
11/22/2013	SOLD 11,000 PAR VALUE OF	MORGAN STANLEY MTN 2.125% 4/25/18	10,940.05	(10,920.25)	0.00	19.80
11/22/2013	SOLD 32,000 PAR VALUE OF	U.S. TREASURY NOTES 2.750% 11/15/23	32,116.25	(32,080.00)	0.00	36.25
11/25/2013	SOLD 16,000 PAR VALUE OF	AT&T INC 0.900% 2/12/16	15,953.12	(15,989.60)	0.00	(36.48)
11/25/2013	SOLD 10,000 PAR VALUE OF	U.S. TREASURY NOTES 1.375% 7/31/18	10,042.97	(10,057.03)	0.00	(14.06)
11/25/2013	PAID DOWN 272.09 PAR VALUE OF	FNMA PL #AB7246 2.500% 12/01/27	272.09	(271.96)	0.00	0.13
11/25/2013	ACCRETED DISCOUNT ON	FNMA PL #AL4042 2.000% 8/01/28	0.00	27.34	27.34	0.00
11/25/2013	PAID DOWN 234.71 PAR VALUE OF	FNMA PL #AL4042 2.000% 8/01/28	234.71	(224.84)	0.00	9.87
11/25/2013	PAID DOWN 154.88 PAR VALUE OF	FNMA PL #AM2100 2.325% 1/01/28	154.88	(154.47)	0.00	0.41
11/26/2013	SOLD 1,000 PAR VALUE OF	AT&T INC 3.875% 8/15/21	1,004.00	(997.05)	6.95	0.00
11/27/2013	ACCRETED DISCOUNT ON	PUERTO RICO SALES 6.000% 8/01/42	0.00	0.96	0.96	0.00
11/27/2013	SOLD 5,000 PAR VALUE OF	PUERTO RICO SALES 6.000% 8/01/42	4,021.90	(3,950.46)	0.00	71.44
11/27/2013	ACCRETED DISCOUNT ON	PUERTO RICO SALES 6.000% 8/01/42	0.00	0.95	0.95	0.00
11/27/2013	SOLD 5,000 PAR VALUE OF	PUERTO RICO SALES 6.000% 8/01/42	4,046.15	(3,950.45)	0.00	95.70
12/4/2013	SOLD 32,000 PAR VALUE OF	U.S. TREASURY NOTES 0.625% 8/31/17	31,670.00	(31,763.75)	0.00	(93.75)
12/5/2013	SOLD 10,000 PAR VALUE OF	U.S. TREASURY NOTES 2.750% 11/15/23	9,960.94	(10,025.00)	0.00	(64.06)
12/5/2013	SOLD 9,000 PAR VALUE OF	U.S. TREASURY NOTES 2.750% 11/15/23	8,960.63	(9,022.50)	0.00	(61.87)
12/5/2013	SOLD 21,000 PAR VALUE OF	ERP OPERATING-LP 3.000% 4/15/23	19,421.22	(21,139.00)	0.00	(1,717.78)
12/5/2013	SOLD 8,000 PAR VALUE OF	BOSTON PROP LP 3.800% 2/01/24	7,768.72	(8,010.08)	0.00	(241.36)
12/9/2013	SOLD 15,000 PAR VALUE OF	WELLS FARGO CO 4.125% 8/15/23	14,689.50	(15,022.05)	0.00	(332.55)
12/9/2013	SOLD 11,000 PAR VALUE OF	EMC CORP 3.375% 6/01/23	10,658.89	(10,991.75)	0.00	(332.86)
12/10/2013	SOLD 14,000 PAR VALUE OF	JPMORGAN CHASE MTN 3.200% 1/25/23	13,134.94	(13,481.58)	0.00	(346.64)
12/10/2013	SOLD 50,000 PAR VALUE OF	U.S. TREASURY NOTES 0.625% 8/31/17	49,394.53	(49,630.86)	0.00	(236.33)
12/10/2013	SOLD 9,000 PAR VALUE OF	AMER INTL GROUP 4.125% 2/15/24	8,981.37	(8,994.33)	0.00	(12.96)
12/10/2013	SOLD 19,000 PAR VALUE OF	U.S. TREASURY NOTES 1.375% 7/31/18	19,010.39	(19,106.48)	0.00	(96.09)
12/17/2013	PAID DOWN 1,601.68 PAR VALUE OF	LB-UBS CMO V-M 5.455% 11/15/30	1,601.68	(1,616.57)	(14.89)	0.00
12/18/2013	ACCRETED DISCOUNT ON	U.S. TREASURY NOTES 0.625% 8/31/17	0.00	9.37	9.37	0.00

Fuller E. Callaway Foundation
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Date	Description	Description 2	Cash Proceeds	Tax Cost	Gains/Losses Long Term	Gains/Losses Short Term
12/18/2013	SOLD 108,000 PAR VALUE OF	U.S. TREASURY NOTES 0.625% 8/31/17	106,582.50	(106,916.84)	0.00	(334.34)
12/18/2013	SOLD 368,000 PAR VALUE OF	U.S. TREASURY NOTES 0.375% 11/15/15	368,388.13	(368,390.13)	0.00	(2.00)
12/18/2013	SOLD 212,000 PAR VALUE OF	U.S. TREASURY NOTES 0.750% 2/28/18	207,950.47	(212,009.86)	0.00	(4,059.39)
12/18/2013	SOLD 166,000 PAR VALUE OF	U.S. TREASURY NOTES 2.750% 11/15/23	164,690.16	(166,415.00)	0.00	(1,724.84)
12/23/2013	TENDER WITH CONSENT	7,000 PAR VALUE OF	6,850.55	(6,963.95)	0.00	(113.40)
12/26/2013	PAID DOWN 278.65 PAR VALUE OF	FNMA PL #AB7246 2.500% 12/01/27	278.65	(278.52)	0.00	0.13
12/26/2013	ACCRETED DISCOUNT ON	FNMA PL #AL4042 2.000% 8/01/28	0.00	23.57	23.57	0.00
12/26/2013	PAID DOWN 256.69 PAR VALUE OF	FNMA PL #AL4042 2.000% 8/01/28	256.69	(246.05)	0.00	10.64
12/26/2013	PAID DOWN 158.54 PAR VALUE OF	FNMA PL #AM2100 2.250% 1/01/28	158.54	(158.12)	0.00	0.42
12/31/2013	SOLD 264,000 PAR VALUE OF	U.S. TREASURY NOTES 0.750% 2/28/18	257,142.19	(261,804.26)	0.00	(4,662.07)
12/31/2013	SOLD 104,000 PAR VALUE OF	U.S. TREASURY NOTES 0.375% 11/15/15	104,060.94	(103,684.65)	0.00	376.29

Total Gains/Losses for SunTrust Fixed Income Account - Part IV, Form 990 PF $ 21,120.81

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					Gain/Losses	
Date	**Description**	**Description 2**	**Cash Proceeds**	**Tax Cost**	**Long Term**	**Short Term**
1/15/2013	SOLD 69 SHARES OF	COACH INC COM	3,946.23	(4,118.96)	(172.73)	0.00
1/15/2013	SOLD 197 SHARES OF	COACH INC COM	11,220.00	(11,731.86)	(511.86)	0.00
1/15/2013	SOLD 430 SHARES OF	EXXON MOBIL CORP COM	38,186.80	(36,155.65)	0.00	2,031.15
1/15/2013	SOLD 113 SHARES OF	PHILIP MORRIS INTL INC COM	9,803.10	(5,704.21)	4,098.89	0.00
1/24/2013	SOLD 357 SHARES OF	CAPITAL ONE FINL CORP COM	20,403.24	(18,741.26)	1,661.98	0.00
2/8/2013	SOLD 313 SHARES OF	NATIONAL OILWELL VARCO INC COM	21,422.29	(22,817.65)	(1,395.36)	0.00
2/8/2013	SOLD 214 SHARES OF	COLGATE PALMOLIVE CO COM	23,493.74	(20,098.74)	2,783.41	611.59
2/12/2013	SOLD 769 SHARES OF	MICROSOFT CORP COM	20,978.61	(21,243.90)	286.42	(551.71)
2/25/2013	SOLD 49 SHARES OF	CHEVRON CORP COM	5,652.06	(5,261.38)	390.68	0.00
2/25/2013	SOLD 66 SHARES OF	PHILLIPS 66 COM	4,224.61	(3,672.29)	0.00	552.32
2/25/2013	SOLD 24 SHARES OF	PPG INDUSTRIES INC COM	3,242.32	(2,517.53)	0.00	724.79
2/25/2013	SOLD 61 SHARES OF	CATERPILLAR INC COM	5,728.99	(4,391.12)	1,337.87	0.00
3/8/2013	SOLD 292 SHARES OF	TERADATA CORP DEL COM	17,224.49	(14,097.56)	3,126.93	0.00
3/8/2013	SOLD 564 SHARES OF	US BANCORP COM	19,093.79	(16,264.24)	2,829.55	0.00
3/8/2013	SOLD 39 SHARES OF	CBS CORP CL B COM	1,751.12	(899.64)	851.48	0.00
3/8/2013	SOLD 138 SHARES OF	CATERPILLAR INC COM	12,488.45	(10,785.73)	1,869.55	(166.83)
3/8/2013	SOLD 104 SHARES OF	UNITEDHEALTH GROUP INC COM	5,558.46	(4,610.64)	947.82	0.00
3/8/2013	SOLD 60 SHARES OF	CBS CORP CL B COM	2,693.14	(1,384.07)	1,309.07	0.00
3/8/2013	SOLD 47 SHARES OF	HOME DEPOT INC COM	3,299.95	(2,210.54)	1,089.41	0.00
3/11/2013	SOLD 117 SHARES OF	UNITEDHEALTH GROUP INC COM	6,258.56	(5,186.97)	1,071.59	0.00
3/12/2013	SOLD 48 SHARES OF	WHOLE FOODS MKT INC COM	4,138.34	(2,252.13)	1,886.21	0.00
3/12/2013	SOLD 11 SHARES OF	APPLE INC COM	4,679.92	(1,664.40)	3,015.52	0.00
3/20/2013	SOLD 456 SHARES OF	JP MORGAN CHASE & CO COM	22,580.52	(19,028.72)	3,551.80	0.00
3/25/2013	SOLD 155 SHARES OF	WHOLE FOODS MKT INC COM	13,434.42	(7,251.90)	6,182.52	0.00
4/8/2013	SOLD 42 SHARES OF	INTERNATIONAL BUSINESS MACHS COM	8,951.83	(6,921.06)	2,030.77	0.00
4/12/2013	SOLD 22 SHARES OF	MASTERCARD INC CL A COM	11,546.87	(6,865.88)	4,680.99	0.00
4/26/2013	SOLD 104 SHARES OF	ADT CORP COM	4,520.47	(3,988.02)	0.00	532.45
4/26/2013	SOLD 52 SHARES OF	CUMMINS INC COM	5,588.87	(4,730.55)	858.32	0.00
4/26/2013	SOLD 98 SHARES OF	TYCO INTL LTD COM	3,040.76	(2,969.11)	0.00	71.65
5/2/2013	SOLD 243 SHARES OF	UNITEDHEALTH GROUP INC COM	14,542.10	(10,772.95)	3,769.15	0.00
5/16/2013	ADJUST BASIS OF ADT CORP	ADT CORP COM	0.00	(29.13)		(29.13)
5/17/2013	SOLD 200 SHARES OF	ALLERGAN INC COM	20,871.13	(16,080.80)	4,790.33	0.00
5/17/2013	SOLD 221 SHARES OF	INTUIT INC COM	13,150.31	(14,931.41)	0.00	(1,781.10)

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Date	**Description**	**Description 2**	**Cash Proceeds**	**Tax Cost**	**Long Term**	**Short Term**
5/20/2013	SOLD 63 SHARES OF	BAXTER INTL INC COM	4,441.27	(3,700.00)	741.27	0.00
5/20/2013	SOLD 29 SHARES OF	WALT DISNEY CO COM	1,953.54	(1,407.33)	0.00	546.21
5/20/2013	SOLD 38 SHARES OF	MCDONALDS CORP COM	3,863.15	(2,638.05)	1,225.10	0.00
5/20/2013	SOLD 93 SHARES OF	PFIZER INC COM	2,736.73	(2,137.75)	598.98	0.00
5/20/2013	SOLD 24 SHARES OF	CHEVRON CORP COM	2,943.52	(2,577.00)	366.52	0.00
5/20/2013	SOLD 100 SHARES OF	CBS CORP CL B COM	5,005.66	(2,306.78)	2,698.88	0.00
5/20/2013	SOLD 227 SHARES OF	DEERE & CO COM	20,234.76	(20,200.86)	33.90	0.00
5/28/2013	SOLD 337 SHARES OF	ADT CORP COM	14,149.14	(12,173.66)	0.00	1,975.48
5/31/2013	SOLD 581 SHARES OF	AT&T INC COM	21,246.62	(19,292.10)	1,954.52	0.00
6/4/2013	SOLD 352 SHARES OF	PFIZER INC COM	9,948.79	(8,091.29)	1,857.50	0.00
6/4/2013	SOLD 562 SHARES OF	PFIZER INC COM	15,889.94	(13,157.08)	1,031.02	1,701.84
6/4/2013	SOLD 219 SHARES OF	CHUBB CORP COM	19,211.72	(16,845.19)	0.00	2,366.53
6/12/2013	SOLD 172 SHARES OF	IRON MOUNTAIN INC COM	4,981.01	(5,873.44)	0.00	(892.43)
6/12/2013	SOLD 38 SHARES OF	CHEVRON CORP COM	4,620.89	(4,080.25)	540.64	0.00
6/12/2013	SOLD 179 SHARES OF	IRON MOUNTAIN INC COM	5,061.35	(6,112.47)	0.00	(1,051.12)
6/26/2013	SOLD 616 SHARES OF	ORACLE CORP COM	18,644.76	(21,617.57)	0.00	(2,972.81)
6/26/2013	SOLD 200 SHARES OF	PHILIP MORRIS INTL INC COM	17,531.63	(9,937.80)	7,593.83	0.00
6/26/2013	SOLD 161 SHARES OF	MYLAN INC COM	4,874.64	(2,452.14)	2,422.50	0.00
6/26/2013	SOLD 116 SHARES OF	CUMMINS INC COM	12,927.21	(10,909.53)	1,698.95	318.73
7/12/2013	SOLD 0.375 SHARES OF	MALLINCKRODT PLC	15.79	(16.97)	0.00	(1.18)
7/19/2013	SOLD 48 SHARES OF	INTL. BUSINESS MACHINES CORP	9,316.28	(7,909.78)	1,406.50	0.00
7/19/2013	SOLD 36 SHARES OF	MALLINCKRODT PLC	1,482.70	(1,625.45)	0.00	(142.75)
7/29/2013	SOLD 141 SHARES OF	MCDONALDS CORP	13,586.24	(9,788.54)	3,797.70	0.00
7/29/2013	SOLD 297 SHARES OF	PHILLIPS 66	17,174.35	(16,657.81)	0.00	516.54
7/29/2013	SOLD 258 SHARES OF	NORFOLK SOUTHERN CORP	19,149.71	(18,951.98)	197.73	0.00
8/7/2013	SOLD 98 SHARES OF	MACY'S INC	4,842.73	(2,808.07)	2,034.66	0.00
8/7/2013	SOLD 775 SHARES OF	MICROSOFT CORP	24,544.44	(25,752.17)	0.00	(1,207.73)
8/7/2013	SOLD 111 SHARES OF	BB&T CORPORATION	4,043.08	(3,457.72)	0.00	585.36
8/7/2013	SOLD 71 SHARES OF	KRAFT FOODS GROUP INC	4,077.32	(2,577.91)	1,499.41	0.00
8/7/2013	SOLD 10 SHARES OF	V.F. CORP	2,016.42	(1,602.60)	0.00	413.82
8/7/2013	SOLD 42 SHARES OF	EOG RES INC	6,417.24	(4,650.52)	1,766.72	0.00
8/16/2013	SOLD 211 SHARES OF	FIFTH THIRD BANCORP	4,027.49	(2,969.11)	1,058.38	0.00
8/16/2013	SOLD 48 SHARES OF	COSTCO WHOLESALE CORP	5,541.41	(3,774.48)	1,766.93	0.00

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Date	**Description**	**Description 2**	**Cash Proceeds**	**Tax Cost**	**Long Term**	**Short Term**
8/16/2013	SOLD 82 SHARES OF	ALLSTATE CORP	4,132.31	(2,802.29)	1,330.02	0.00
8/19/2013	SOLD 436 SHARES OF	MACY'S INC	20,337.73	(13,834.03)	5,842.79	660.91
8/19/2013	LITIGATION PROCEEDS	TYCO INTERNATIONAL	169.29	0.00	169.29	0.00
8/26/2013	SOLD 39 SHARES OF	CHEVRON CORPORATION	4,601.36	(4,187.62)	413.74	0.00
8/26/2013	SOLD 75 SHARES OF	ALLSTATE CORP	3,663.67	(2,563.07)	1,100.60	0.00
8/26/2013	SOLD 67 SHARES OF	KRAFT FOODS GROUP INC	3,495.74	(2,775.40)	640.39	79.95
8/26/2013	SOLD 102 SHARES OF	METLIFE INC	4,862.57	(4,087.54)	0.00	775.03
8/26/2013	SOLD 147 SHARES OF	BB&T CORPORATION	5,196.97	(4,553.09)	0.00	643.88
8/26/2013	SOLD 111 SHARES OF	DISCOVER FINL SVCS	5,433.99	(2,851.36)	2,582.63	0.00
9/4/2013	SOLD 243 SHARES OF	BAXTER INTL INC	17,020.51	(14,271.44)	2,749.07	0.00
9/4/2013	SOLD 45 SHARES OF	BAXTER INTL INC	3,153.40	(2,592.06)	561.34	0.00
9/10/2013	SOLD 557 SHARES OF	BB&T CORPORATION	18,913.55	(16,415.61)	0.00	2,497.94
9/19/2013	SOLD 649 SHARES OF	MONDELEZ INTERNATIONAL INC	20,597.01	(15,542.53)	5,061.72	(7.24)
10/8/2013	SOLD 107 SHARES OF	INTL. BUSINESS MACHINES CORP	19,687.15	(18,389.26)	1,723.34	(425.45)
10/28/2013	SOLD 1,075 SHARES OF	FIFTH THIRD BANCORP	20,642.00	(14,650.07)	5,991.93	0.00
11/5/2013	LITIGATION PROCEEDS	INT'L GAME TECH	136.64	0.00	136.64	0.00
11/22/2013	SOLD 635 SHARES OF	SYMANTEC CORPORATION	14,957.98	(16,972.05)	0.00	(2,014.07)
12/11/2013	SOLD 138 SHARES OF	BOEING CO	18,540.72	(9,252.33)	9,288.39	0.00
12/11/2013	SOLD 110 SHARES OF	COVIDIEN PLC	7,455.67	(6,458.78)	0.00	996.89
12/11/2013	SOLD 130 SHARES OF	TE CONNECTIVITY LIMITED	6,984.77	(6,728.76)	0.00	256.01
12/11/2013	SOLD 201 SHARES OF	TYCO INTERNATIONAL LTD	7,539.37	(5,521.66)	2,017.71	0.00
12/11/2013	SOLD 84 SHARES OF	ADOBE SYS INC	4,645.11	(4,625.31)	0.00	19.80
12/11/2013	SOLD 136 SHARES OF	ALLSTATE CORP	7,311.23	(4,647.71)	2,663.52	0.00
12/11/2013	SOLD 99 SHARES OF	AMERICAN EXPRESS CO	8,441.58	(5,679.78)	2,761.80	0.00
12/11/2013	SOLD 75 SHARES OF	AMERIPRISE FINANCIAL INC.	8,111.85	(6,610.81)	0.00	1,501.04
12/11/2013	SOLD 88 SHARES OF	ANADARKO PETROLEUM CORPORATION	7,500.98	(7,637.32)	(136.34)	0.00
12/11/2013	SOLD 169 SHARES OF	ANALOG DEVICES INC	8,262.26	(4,977.49)	3,284.77	0.00
12/11/2013	SOLD 38 SHARES OF	APPLE INC	21,489.76	(5,749.76)	15,740.00	0.00
12/11/2013	SOLD 77 SHARES OF	BECTON DICKINSON	8,261.95	(7,842.76)	0.00	419.19
12/11/2013	SOLD 52 SHARES OF	BOEING CO	6,951.23	(3,426.96)	3,524.27	0.00
12/11/2013	SOLD 137 SHARES OF	CBS CORPORATION CLASS B	8,112.99	(3,160.29)	4,952.70	0.00
12/11/2013	SOLD 101 SHARES OF	CIGNA CORP	8,693.92	(7,902.95)	0.00	790.97
12/11/2013	SOLD 156 SHARES OF	CVS CAREMARK CORP	10,603.13	(7,905.21)	0.00	2,697.92

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Date	Description	Description 2	Cash Proceeds	Tax Cost	Gain/Losses Long Term	Gain/Losses Short Term
12/11/2013	SOLD 47 SHARES OF	CHEVRON CORPORATION	5,810.97	(5,012.79)	798.18	0.00
12/11/2013	SOLD 402 SHARES OF	CISCO SYSTEMS INC	8,518.23	(9,710.58)	0.00	(1,192.35)
12/11/2013	SOLD 206 SHARES OF	CITIGROUP INC	10,654.13	(10,023.77)	0.00	630.36
12/11/2013	SOLD 160 SHARES OF	COMCAST CORP-CL A	7,899.06	(5,504.58)	2,394.48	0.00
12/11/2013	SOLD 71 SHARES OF	COSTCO WHOLESALE CORP	8,521.27	(5,426.33)	3,094.94	0.00
12/11/2013	SOLD 264 SHARES OF	D R HORTON INC	5,150.55	(7,004.45)	0.00	(1,853.90)
12/11/2013	SOLD 298 SHARES OF	DELTA AIR LINES INC	8,567.35	(5,198.71)	0.00	3,368.64
12/11/2013	SOLD 96 SHARES OF	DEVON ENERGY CORPORATION	5,836.69	(6,003.47)	0.00	(166.78)
12/11/2013	SOLD 122 SHARES OF	DISNEY WALT CO NEW	8,728.94	(5,920.50)	2,808.44	0.00
12/11/2013	SOLD 136 SHARES OF	DISCOVER FINL SVCS	7,233.71	(3,427.31)	3,806.40	0.00
12/11/2013	SOLD 60 SHARES OF	EOG RES INC	9,557.23	(6,643.60)	2,913.63	0.00
12/11/2013	SOLD 118 SHARES OF	EBAY INC	6,123.50	(6,571.20)	0.00	(447.70)
12/11/2013	SOLD 526 SHARES OF	GENWORTH FINANCIAL	8,031.88	(6,895.63)	0.00	1,136.25
12/11/2013	SOLD 169 SHARES OF	GILEAD SCIENCES INC	12,301.29	(5,726.90)	6,574.39	0.00
12/11/2013	SOLD 12 SHARES OF	GOOGLE INC CL A	13,015.45	(7,335.84)	5,679.61	0.00
12/11/2013	SOLD 26 SHARES OF	GRAINGER W W INC	6,673.82	(5,079.60)	1,594.22	0.00
12/11/2013	SOLD 151 SHARES OF	HALLIBURTON CO	7,460.78	(6,179.74)	0.00	1,281.04
12/11/2013	SOLD 106 SHARES OF	HOME DEPOT INC	8,330.39	(5,118.40)	3,211.99	0.00
12/11/2013	SOLD 116 SHARES OF	HONEYWELL INTERNATIONAL INC	10,186.94	(7,048.27)	3,138.67	0.00
12/11/2013	SOLD 88 SHARES OF	HUNT JB TRANS SVCS	6,709.00	(6,428.92)	0.00	280.08
12/11/2013	SOLD 132 SHARES OF	JACOBS ENGINEERING GROUP INC	7,731.10	(7,772.71)	0.00	(41.61)
12/11/2013	SOLD 229 SHARES OF	JOHNSON CONTROLS INC	11,777.26	(7,875.10)	0.00	3,902.16
12/11/2013	SOLD 104 SHARES OF	KRAFT FOODS GROUP INC	5,620.06	(4,809.35)	810.71	0.00
12/11/2013	SOLD 207 SHARES OF	KROGER CO	8,348.16	(7,925.02)	0.00	423.14
12/11/2013	SOLD 139 SHARES OF	LOWES COS INC	6,580.14	(6,497.52)	0.00	82.62
12/11/2013	SOLD 10 SHARES OF	MASTERCARD INC CL A	7,635.76	(3,100.35)	4,535.41	0.00
12/11/2013	SOLD 67 SHARES OF	MCKESSON CORP	10,714.45	(6,084.98)	4,629.47	0.00
12/11/2013	SOLD 166 SHARES OF	METLIFE INC	8,603.63	(6,652.27)	0.00	1,951.36
12/11/2013	SOLD 48 SHARES OF	MOHAWK INDUSTRIES INC	6,767.88	(5,857.35)	0.00	910.53
12/11/2013	SOLD 59 SHARES OF	MONSANTO CO	6,591.95	(5,842.67)	0.00	749.28
12/11/2013	SOLD 384 SHARES OF	MORGAN STANLEY	11,807.79	(9,362.82)	0.00	2,444.97
12/11/2013	SOLD 256 SHARES OF	MYLAN INC	10,901.57	(3,899.06)	7,002.51	0.00
12/11/2013	SOLD 95 SHARES OF	NORFOLK SOUTHERN CORP	8,527.05	(8,428.31)	0.00	98.74

Fuller E. Callaway Foundation **Form 990-PF**
Account: SunTrust Core Equities **58-0566148**
Dates: 01/01/13 to 12/31/13
Schedule for Part IV - Capital Gains and Losses

					Gain/Losses	
Date	**Description**	**Description 2**	**Cash Proceeds**	**Tax Cost**	**Long Term**	**Short Term**
12/11/2013	SOLD 54 SHARES OF	PPG INDUSTRIES INC	10,115.64	(5,664.43)	4,451.21	0.00
12/11/2013	SOLD 126 SHARES OF	PROCTER & GAMBLE CO	10,537.19	(10,023.45)	0.00	513.74
12/11/2013	SOLD 266 SHARES OF	PULTE GROUP INC	4,896.97	(6,392.75)	0.00	(1,495.78)
12/11/2013	SOLD 363 SHARES OF	SOUTHWEST AIRLINES CO	6,737.16	(5,978.96)	0.00	758.20
12/11/2013	SOLD 63 SHARES OF	TRW AUTOMOTIVE HOLDINGS CORP	4,753.89	(4,487.00)	0.00	266.89
12/11/2013	SOLD 172 SHARES OF	TEXAS INSTRUMENTS INC	7,462.95	(6,762.91)	0.00	700.04
12/11/2013	SOLD 34 SHARES OF	V.F. CORP	7,861.68	(5,448.85)	2,412.83	0.00
12/11/2013	SOLD 53 SHARES OF	WHIRLPOOL CORPORATION	8,033.60	(6,989.85)	0.00	1,043.75
12/11/2013	SOLD 122 SHARES OF	XILINX INC	5,325.20	(5,416.26)	0.00	(91.06)
12/11/2013	SOLD 94 SHARES OF	ZIMMER HLDGS INC	8,634.68	(7,611.00)	0.00	1,023.68

Total Gains/Losses for SunTrust Core Equities Account - Part IV, Form 990 PF $ 250,210.09

Fuller E. Callaway Foundation

Form 990-PF
58-0566148

Account: SunTrust Miscellaneous Funds
Dates: 01/01/13 to 12/31/13
Schedule for Part IV - Capital Gains and Losses

					Gains/Losses	
Date	Description	Description 2	Cash Proceeds	Tax Cost	Long Term	Short Term
1/23/2013	SOLD 17,718.715 SHARES OF	RIDGEWORTH SEIX FLT HIGH INCOME#RGCJ	160,000.00	(160,177.18)	(177.18)	0.00
1/23/2013	SOLD 13,049.903 SHARES OF	GOLDMAN SACHS GROWTH OPPTYS-I	337,340.00	(262,145.60)	72,206.01	2,988.39
1/30/2013	SOLD 13,141.099 SHARES OF	GOLDMAN SACHS GROWTH OPPTYS-I	342,457.04	(254,701.05)	87,755.99	0.00
2/11/2013	SOLD 109,802.723 SHARES OF	FEDERATED STRATEGIC VALUE-I	573,170.21	(563,704.63)	0.00	9,465.58
3/6/2013	SOLD 303.836 SHARES OF	INVESCO SMALL CAP GROWTH-I	10,692.00	(9,479.68)	0.00	1,212.32
3/6/2013	SOLD 583.201 SHARES OF	HARTFORD DIVIDEND & GROWTH-Y	13,227.00	(12,100.90)	0.00	1,126.10
3/6/2013	SOLD 183.197 SHARES OF	HARBOR CAP APPRECIATION-I	8,264.00	(6,305.13)	1,822.55	136.32
3/7/2013	SOLD 383.283 SHARES OF	VANGUARD INSTL INDEX-I	54,292.00	(49,937.94)	0.00	4,354.06
3/7/2013	SOLD 1,685.287 SHARES OF	VANGUARD INSTL INDEX-I	238,721.00	(219,576.03)	0.00	19,144.97
3/7/2013	SOLD 807.387 SHARES OF	HARBOR CAP APPRECIATION-I	36,397.00	(25,408.47)	10,988.53	0.00
3/7/2013	SOLD 1,339.507 SHARES OF	INVESCO SMALL CAP GROWTH-I	47,231.00	(41,792.60)	0.00	5,438.40
3/7/2013	SOLD 2,555.36 SHARES OF	HARTFORD DIVIDEND & GROWTH-Y	58,160.00	(45,573.09)	11,836.30	750.61
3/7/2013	SOLD 19,270.21 SHARES OF	RIDGEWORTH SEIX FLT HIGH INCOME#RGCJ	174,010.00	(174,202.69)	(192.69)	0.00
3/8/2013	SOLD 500 SHARES OF	ISHARES TR RUSSELL 1000 GROWTH INDEX	35,099.21	(30,803.50)	0.00	4,295.71
3/8/2013	SOLD 188 SHARES OF	ISHARES RUSSELL MIDCAP VALUE INDEX	10,473.24	(9,069.65)	0.00	1,403.59
3/8/2013	SOLD 211 SHARES OF	ISHARES RUSSELL MIDCAP GROWTH INDEX	14,444.73	(14,071.63)	0.00	373.10
3/8/2013	SOLD 95 SHARES OF	ISHARES TR DOW JONES SEL DIVD INDEX	5,858.51	(5,065.87)	792.64	0.00
3/8/2013	SOLD 39 SHARES OF	ISHARES TR RUSSELL 2000 GROWTH INDEX	4,087.88	(3,628.11)	0.00	459.77
3/8/2013	SOLD 415 SHARES OF	ISHARES TR RUSSELL 1000 VALUE INDEX	33,095.50	(32,540.77)	0.00	554.73
3/8/2013	SOLD 128 SHARES OF	ISHARES TR RUSSELL 2000 VALUE INDEX	10,493.20	(9,212.20)	0.00	1,281.00
3/11/2013	SOLD 2,199 SHARES OF	ISHARES TR RUSSELL 1000 GROWTH INDEX	154,300.59	(135,473.79)	0.00	18,826.80
3/11/2013	SOLD 927 SHARES OF	ISHARES RUSSELL MIDCAP GROWTH INDEX	63,516.71	(61,821.82)	0.00	1,694.89
3/11/2013	SOLD 172 SHARES OF	ISHARES TR RUSSELL 2000 GROWTH INDEX	18,081.97	(16,000.90)	0.00	2,081.07
3/11/2013	SOLD 416 SHARES OF	ISHARES TR DOW JONES SEL DIVD INDEX	25,666.66	(22,183.16)	3,483.50	0.00
3/11/2013	SOLD 1,819 SHARES OF	ISHARES TR RUSSELL 1000 VALUE INDEX	145,389.59	(142,630.52)	0.00	2,759.07
3/11/2013	SOLD 561 SHARES OF	ISHARES TR RUSSELL 2000 VALUE INDEX	46,040.30	(40,375.34)	0.00	5,664.96
3/11/2013	SOLD 2,193 SHARES OF	ISHARES IBOXX $HIGHYLD CORP BD ETF	205,940.24	(201,663.69)	0.00	4,276.55
3/11/2013	SOLD 827 SHARES OF	ISHARES RUSSELL MIDCAP VALUE INDEX	46,153.92	(39,896.80)	0.00	6,257.12
3/19/2013	CASH RECEIPT	LIQUIDATION/LITIGATION PROCEED	192.59	0.00	192.59	0.00
6/28/2013	SOLD 18,277 SHARES OF	HARTFORD DIVIDEND & GROWTH-Y	437,734.15	(309,816.61)	127,775.68	141.86
6/28/2013	SOLD 11,453.582 SHARES OF	HARBOR CAP APPRECIATION-I	535,340.42	(360,444.23)	174,896.19	0.00
9/3/2013	SOLD -REV -494 SHARES OF	ISHARES RUSSELL 1000 GROWTH ETF	(37,133.82)	30,433.86	(6,699.96)	0.00
9/3/2013	SOLD -REV -410 SHARES OF	ISHARES RUSSELL 1000 VALUE ETF	(34,653.00)	32,148.72	0.00	(2,504.28)
9/3/2013	SOLD 394.8 SHARES OF	T. ROWE PRICE INST L/C GRWTH	8,958.00	(8,460.56)	0.00	497.44
9/3/2013	SOLD 420 SHARES OF	JOHN HANCOCK III DISCPLN V-I	7,056.00	(6,921.60)	0.00	134.40
9/3/2013	SOLD 305.44 SHARES OF	INVESCO SMALL CAP GROWTH FD-R5	11,790.00	(7,295.98)	4,138.10	355.92

Fuller E. Callaway Foundation
Account: SunTrust Miscellaneous Funds
Dates: 01/01/13 to 12/31/13
Schedule for Part IV - Capital Gains and Losses

Form 990-PF
58-0566148

					Gains/Losses	
Date	**Description**	**Description 2**	**Cash Proceeds**	**Tax Cost**	**Long Term**	**Short Term**
9/3/2013	SOLD 292.6 SHARES OF	HARTFORD DIVIDEND AND GROWTH FUND-Y	7,078.00	(6,104.44)	932.79	40.77
9/3/2013	SOLD 167.111 SHARES OF	RIDGEWORTH SEIX FLT HIGH INCOME#RGCJ	1,504.00	(1,514.27)	(0.20)	(10.07)
9/3/2013	SOLD 345.009 SHARES OF	ABSOLUTE STRATEGIES FUND I	3,871.00	(3,884.80)	(13.80)	0.00
9/3/2013	SOLD 410 SHARES OF	ISHARES RUSSELL 1000 VALUE ETF	34,653.00	(32,148.72)	0.00	2,504.28
9/3/2013	SOLD 494 SHARES OF	ISHARES RUSSELL 1000 GROWTH ETF	37,133.82	(30,433.86)	6,699.96	0.00
9/3/2013	SOLD 410 SHARES OF	ISHARES RUSSELL 1000 VALUE ETF	34,653.00	(28,187.25)	6,465.75	0.00
9/3/2013	SOLD 494 SHARES OF	ISHARES RUSSELL 1000 GROWTH ETF	37,133.82	(30,433.86)	6,699.96	0.00
9/4/2013	SOLD 382.476 SHARES OF	VANGUARD INSTITUTIONAL INDEX FUND	57,643.00	(53,488.54)	2,916.14	1,238.32
9/5/2013	SOLD 126 SHARES OF	ISHARES RUSSEL 2000 VALUE ETF	10,972.89	(9,068.26)	1,904.63	0.00
9/5/2013	SOLD 208 SHARES OF	ISHARES RUSSELL MIDCAP GRWTH ETF	15,549.83	(13,871.56)	0.00	1,678.27
9/5/2013	SOLD 18 SHARES OF	ISHARES IBOXX H/Y CORP BOND ETF	1,647.87	(1,647.18)	0.69	0.00
9/5/2013	SOLD 186 SHARES OF	ISHARES RUSSELL MIDCAP VALUE ETF	10,919.89	(8,973.16)	1,946.73	0.00
9/5/2013	SOLD 39 SHARES OF	ISHARES RUSSELL 2000 GROWTH ETF	4,598.41	(3,628.11)	970.30	0.00
9/5/2013	SOLD 93 SHARES OF	ISHARES DJ SELECT DIVIDEND ETF	6,023.51	(4,959.22)	1,064.29	0.00
9/12/2013	SOLD 5,806 SHARES OF	ISHARES DJ SELECT DIVIDEND ETF	383,305.44	(309,604.36)	73,701.08	0.00
12/11/2013	SOLD 21,499.11 SHARES OF	ABSOLUTE STRATEGIES FUND I	237,780.16	(239,015.66)	(1,235.50)	0.00

Total Gains/Losses for SunTrust Miscellaneous Funds Account - Part IV, Form 990 PF $ 689,493.09

Fuller E. Callaway Foundation
Account: SunTrust Alternative Funds
Dates: 01/01/2013 to 12/31/2013
Schedule for Part IV - Capital Gains and Losses

Form 990-PF
58-0566148

					Gains/Losses	
Date	**Description**	**Description 2**	**Cash Proceeds**	**Tax Cost**	**Long Term**	**Short Term**
7/31/2013	SOLD 4.8988 SHARES OF	LHP LOW VOLATILTY LTD OFFSHR-A	8,320.66	(5,186.80)	3,133.86	0.00
10/11/2013	FED BASIS OF SPRINGHARBOUR2013 PRIV EQTY FD LP	ADJUSTED BY $474.00-	0.00	(474.00)	(474.00)	0.00

Total Gains/Losses for SunTrust Alternative Funds Account - Part IV, Form 990 PF $ 2,659.86

CREDIT SUISSE

CREDIT SUISSE SECURITIES (USA), LLC
Monarch Plaza
3414 Peachtree Rd NE Suite 400
Atlanta GA 30326
(800) 621-2096

Managed Account Statement

FULLER E CALLAWAY FOUNDATION
ATTN SPEER BURDETTE
HORIZON ASSET MANAGEMENT, INC
P.O. BOX 790
LAGRANGE GA 30241-0014

Your Relationship Manager:
MICHAEL OLMSTED
(404) 897-3326

Account Number: 2A7-010388
Statement Period: 12/01/2013 - 12/31/2013

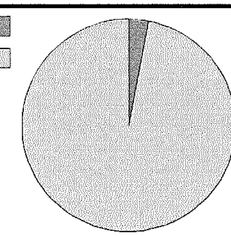
Valuation at a Glance

	This Period	Year-to-Date
Beginning Account Value	**$1,650,311.17**	**$1,230,087.64**
Cash Deposits	16.95	5,837.00
Cash Withdrawals	-310.50	-1,152.93
Dividends/Interest	3,334.08	6,415.26
Fees	0.00	-14,023.41
Change in Account Value	17,124.11	443,312.25
Ending Account Value	**$1,670,475.81**	**$1,670,475.81**
Accrued Interest	$0.00	
Account Value with Accrued Interest	**$1,670,475.81**	
Estimated Annual Income	$9,776.15	

Asset Allocation

	Prior Year-End	Last Period	This Period	% Allocation
Cash, Money Funds, and Bank Deposits	42,607.27	43,496.65	46,550.78	3%
Equities	1,158,836.77	1,606,814.52	1,623,925.03	97%
Exchange-Traded Products	28,643.60	0.00	0.00	0%
Account Total (Pie Chart)	**$1,230,087.64**	**$1,650,311.17**	**$1,670,475.81**	**100%**

See page 2 of this statement for important information regarding the Asset Allocation section.



Pie Chart allocation only includes products that are of positive value.

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Asset Allocation Disclosure and Footnotes

Note: Unpriced securities are not included in the Total Account Value.

Summary of Gains and Losses

	Realized		
	This Period	Year-to-Date	Unrealized
Short-Term Gain/Loss	0.00	2,229.32	54,033.57
Long-Term Gain/Loss	227.46	19,688.64	560,693.56
Net Gain/Loss	**227.46**	**21,917.96**	**614,727.13**

This summary excludes transactions where cost basis information is not available.

Client Service Information

Your Relationship Manager: F17	Contact Information	Client Service Information
MICHAEL OLMSTED PRIVATE BANKING USA MONARCH PLAZA 3414 PEACHTREE RD NE SUITE 400 ATLANTA GA 30326-1167	**Telephone Number:** (404) 897-3326 **Fax Number:** (404) 962-4238	**Service Hours:** Monday - Friday 07:00 a.m. - 10:00 p.m. (EST) Saturday - Sunday 08:00 a.m. - 06:00 p.m. (EST) **Client Service Telephone Number:** (866) 355-4746 **Web Site:** WWW.CREDIT-SUISSE.COM/CLIENTVIEW

Your Account Information

Investment Objective

Investment Objective: GROWTH
Risk Exposure: NONE SPECIFIED
Please review your investment objective. If you wish to make a change or have any questions please contact your Relationship Manager.

Tax Lot Default Disposition Method

Default Method for Mutual Funds: FIRST IN FIRST OUT
Default Method for Stocks in a Dividend Reinvestment Plan: FIRST IN FIRST OUT
Default Method for all Other Securities: FIRST IN FIRST OUT

Electronic Delivery

You have not selected any account communications for electronic delivery. To register and turn off paper communications, log in to your account or contact your Relationship Manager for more information.

Portfolio Manager

Portfolio Manager : HORIZON ASSET MANAGEMENT, LLC
Portfolio Investment Style: ABSOLUTE RETURN

Form 990-PF, 58-0566148

CREDIT SUISSE

CREDIT SUISSE SECURITIES (USA), LLC
Monarch Plaza
3414 Peachtree Rd NE Suite 400
Atlanta GA 30326
(800) 621-2096

Managed Account Statement

Statement Period: 12/01/2013 - 12/31/2013

Portfolio Holdings

Opening Date	Quantity	Account Number	Activity Ending	Opening Balance	Closing Balance	Accrued Income	Income This Year	30-Day Yield	Current Yield
Cash, Money Funds, and Bank Deposits 3.00% of Portfolio									
Cash Balance				0.00	222.01				
Money Market									
FEDERATED PRIME CASH SERIES									
11/30/13	46,328.770	0000129284	12/31/13	43,496.65	46,328.77	0.00	4.77	0.01%	0.01%
Total Money Market				$43,496.65	$46,328.77	$0.00	$4.77		
Total Cash, Money Funds, and Bank Deposits				$43,496.65	$46,550.78	$0.00	$4.77		

Date Acquired	Quantity	Unit Cost	Adjusted Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income	Estimated Yield
Fixed Income 0.00% of Portfolio *(In Maturity Date Sequence)*									
Corporate Bonds									
5ESC MIRANT CORP SR DEBE CONV 2.500% 06/15/21 B/E DTD 05/31/01 CALLABLE SECURITY IN DEFAULT1ST CPN DTE 12/15/01 CPN PMT SEMI ANNUAL ON JUN 15 AND DEC 15			Security Identifier: 6046759B6						
08/26/05 *	69,000.000	0.0000	0.00 Original Cost Basis: $0.00	N/A	N/A	N/A	0.00		
Total Corporate Bonds	69,000.000		$0.00		$0.00	$0.00	$0.00	$0.00	
Total Fixed Income	69,000.000		$0.00		$0.00	$0.00	$0.00	$0.00	

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities 97.00% of Portfolio								
Common Stocks								
BROOKFIELD PPTY PARTNERS L P UNIT LP ISIN#BMG162491077 Dividend Option: Cash			Security Identifier: BPY CUSIP: G16249107					

Form 990-PF, 58-0566148

[redacted]

Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
BROOKFIELD PPTY PARTNERS L P UNIT LP *(continued)*								
04/18/13 *	132.000	21.8270	2,881.18	19.9400	2,632.08	-249.10	132.00	5.01%
GLENCORE XSTRATA PLC SHS				**Security Identifier: GLCNF**				
ISIN#JE00B4T3BW64				CUSIP: G39420107				
Dividend Option: Cash								
02/08/12	746.000	7.0830	5,283.55	5.2200	3,894.12	-1,389.43	117.49	3.01%
HENDERSON LAND DEVELOPMENT CO LTD				**Security Identifier: HLDVF**				
SHS ISIN#HK0012000102				CUSIP: Y31476107				
Dividend Option: Cash								
09/24/08 *	2,100.000	4.3860	9,209.65	5.7070	11,984.91	2,775.26		
09/14/10 *	2,200.000	5.8830	12,942.20	5.7070	12,555.62	-386.58		
09/27/10 *	660.000	6.4410	4,250.82	5.7070	3,766.69	-484.13		
10/25/10 *	990.000	6.7910	6,723.09	5.7070	5,650.03	-1,073.06		
Total Noncovered	**5,950.000**		**33,125.76**		**33,957.25**	**831.49**		
03/29/11	770.000	6.0660	4,670.89	5.7070	4,394.47	-276.42		
04/11/11	550.000	6.6050	3,632.60	5.7070	3,138.90	-493.70		
05/12/11	1,210.000	6.0880	7,366.70	5.7070	6,905.58	-461.12		
Total Covered	**2,530.000**		**15,670.19**		**14,438.95**	**-1,231.24**		
Total	**8,480.000**		**$48,795.95**		**$48,396.20**	**-$399.75**	**$0.00**	
AIR LEASE CORP CL A				**Security Identifier: AL**				
Dividend Option: Cash				CUSIP: 00912X302				
11/11/11	225.000	22.8560	5,142.51	31.0800	6,993.00	1,850.49	27.00	0.38%
11/29/11	76.000	21.9770	1,670.28	31.0800	2,362.08	691.80	9.12	0.38%
11/30/11	132.000	22.3030	2,943.93	31.0800	4,102.56	1,158.63	15.84	0.38%
12/21/11	172.000	23.6800	4,072.96	31.0800	5,345.76	1,272.80	20.64	0.38%
Total Covered	**605.000**		**13,829.68**		**18,803.40**	**4,973.72**	**72.60**	
Total	**605.000**		**$13,829.68**		**$18,803.40**	**$4,973.72**	**$72.60**	
AUTONATION INC DEL COM				**Security Identifier: AN**				
Dividend Option: Cash				CUSIP: 05329W102				
12/21/10 *	182.000	27.6910	5,039.69	49.6900	9,043.58	4,003.89		
Total Noncovered	**182.000**		**5,039.69**		**9,043.58**	**4,003.89**		
01/03/11	139.000	28.5040	3,962.00	49.6900	6,906.91	2,944.91		
01/04/11	58.000	28.2390	1,637.86	49.6900	2,882.02	1,244.16		
01/14/11	193.000	28.3000	5,461.90	49.6900	9,590.17	4,128.27		
01/26/11	155.000	29.6280	4,592.40	49.6900	7,701.95	3,109.55		
02/02/11	222.000	28.5570	6,339.57	49.6900	11,031.18	4,691.61		
02/10/11	75.000	33.4500	2,508.76	49.6900	3,726.75	1,217.99		
02/23/11	254.000	32.3620	8,219.92	49.6900	12,621.26	4,401.34		
03/08/11	31.000	33.2050	1,029.35	49.6900	1,540.39	511.04		
03/09/11	116.000	33.2160	3,853.10	49.6900	5,764.04	1,910.94		

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Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
AUTONATION INC DEL COM *(continued)*								
03/28/11	111.000	34.5860	3,839.07	49.6900	5,515.59	1,676.52		
04/21/11	44.000	33.6240	1,479.47	49.6900	2,186.36	706.89		
04/25/11	118.000	33.9030	4,000.58	49.6900	5,863.42	1,862.84		
Total Covered	**1,516.000**		**46,923.98**		**75,330.04**	**28,406.06**		
Total	**1,698.000**		**$51,963.67**		**$84,373.62**	**$32,409.95**	**$0.00**	
BERKSHIRE HATHAWAY INC DEL CL B NEW			**Security Identifier: BRK B**					
Dividend Option: Cash			CUSIP: 084670702					
08/05/05 *,3	167.000	55.5800	9,281.86	118.5600	19,799.52	10,517.66		
11/23/10 *	163.000	79.7070	12,992.24	118.5600	19,325.28	6,333.04		
Total Noncovered	**330.000**		**22,274.10**		**39,124.80**	**16,850.70**		
Total	**330.000**		**$22,274.10**		**$39,124.80**	**$16,850.70**	**$0.00**	
BROOKFIELD ASSET MGMT INC VTG			**Security Identifier: BAM**					
SHS CL A ISIN#CA1125851040			CUSIP: 112585104					
Dividend Option: Cash								
08/29/05 *	292.000	17.1820	5,017.13	38.8300	11,338.36	6,321.23	233.60	2.06%
09/07/05 *	225.000	18.1530	4,084.50	38.8300	8,736.75	4,652.25	180.00	2.06%
09/13/05 *	225.000	18.3900	4,137.74	38.8300	8,736.75	4,599.01	180.00	2.06%
10/26/05 *	720.000	19.3980	13,966.22	38.8300	27,957.60	13,991.38	576.00	2.06%
07/26/07 *	680.000	35.9810	24,467.07	38.8300	26,404.40	1,937.33	544.00	2.06%
08/31/07 *	50.000	33.9940	1,699.70	38.8300	1,941.50	241.80	40.00	2.06%
11/19/07 *	121.000	33.8770	4,099.14	38.8300	4,698.43	599.29	96.80	2.06%
Total Noncovered	**2,313.000**		**57,471.50**		**89,813.79**	**32,342.29**	**1,850.40**	
Total	**2,313.000**		**$57,471.50**		**$89,813.79**	**$32,342.29**	**$1,850.40**	
BROOKFIELD RESIDENTIAL PPTYS			**Security Identifier: BRP**					
INC COM ISIN#CA11283W1041			CUSIP: 11283W104					
Dividend Option: Cash								
05/08/12	469.000	11.4510	5,370.57	24.1900	11,345.11	5,974.54		
09/06/12	116.000	14.5050	1,682.61	24.1900	2,806.04	1,123.43		
09/07/12	59.000	14.5110	856.14	24.1900	1,427.21	571.07		
09/10/12	71.000	14.4850	1,028.44	24.1900	1,717.49	689.05		
09/11/12	68.000	14.5010	986.04	24.1900	1,644.92	658.88		
09/12/12	69.000	14.5410	1,003.32	24.1900	1,669.11	665.79		

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Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
BROOKFIELD RESIDENTIAL PPTYS *(continued)*								
09/13/12	50.000	14.6510	732.54	24.1900	1,209.50	476.96		
Total Covered	**902.000**		**11,659.66**		**21,819.38**	**10,159.72**		
Total	**902.000**		**$11,659.66**		**$21,819.38**	**$10,159.72**	**$0.00**	
CBOE HLDGS INC COM			**Security Identifier: CBOE**					
Dividend Option: Cash			CUSIP: 12503M108					
08/24/12	54.000	28.7920	1,554.79	51.9600	2,805.84	1,251.05	38.88	1.38%
08/27/12	147.000	29.0000	4,262.97	51.9600	7,638.12	3,375.15	105.84	1.38%
Total Covered	**201.000**		**5,817.76**		**10,443.96**	**4,626.20**	**144.72**	
Total	**201.000**		**$5,817.76**		**$10,443.96**	**$4,626.20**	**$144.72**	
CALLOWAY REAL ESTATE INVT TR TR UNIT NEW			**Security Identifier: CWYUF**					
ISIN#CA1312532056			CUSIP: 131253205					
Dividend Option: Cash								
05/22/12	191.000	27.8130	5,312.26	23.6844	4,523.73	-788.53	279.08	6.16%
06/21/12	199.000	27.2920	5,431.13	23.6844	4,713.20	-717.93	290.77	6.16%
08/08/12	49.000	29.9980	1,469.91	23.6844	1,160.54	-309.37	71.60	6.16%
08/09/12	135.000	30.2110	4,078.46	23.6844	3,197.40	-881.06	197.25	6.16%
08/30/12	198.000	29.7740	5,895.33	23.6844	4,689.52	-1,205.81	289.30	6.16%
Total Covered	**772.000**		**22,187.09**		**18,284.39**	**-3,902.70**	**1,128.00**	
Total	**772.000**		**$22,187.09**		**$18,284.39**	**-$3,902.70**	**$1,128.00**	
COLFAX CORP COM			**Security Identifier: CFX**					
Dividend Option: Cash			CUSIP: 194014106					
01/06/12	163.000	29.6570	4,834.06	63.6900	10,381.47	5,547.41		
01/27/12	167.000	31.9590	5,337.14	63.6900	10,636.23	5,299.09		
05/07/13	156.000	45.1490	7,043.26	63.6900	9,935.64	2,892.38		
Total Covered	**486.000**		**17,214.46**		**30,953.34**	**13,738.88**		
Total	**486.000**		**$17,214.46**		**$30,953.34**	**$13,738.88**	**$0.00**	
CONTINENTAL RES INC COM			**Security Identifier: CLR**					
ISIN#US2120151012			CUSIP: 212015101					
Dividend Option: Cash								
12/16/11	75.000	63.1950	4,739.63	112.5200	8,439.00	3,699.37		
12/21/11	69.000	65.9600	4,551.27	112.5200	7,763.88	3,212.61		
Total Covered	**144.000**		**9,290.90**		**16,202.88**	**6,911.98**		
Total	**144.000**		**$9,290.90**		**$16,202.88**	**$6,911.98**	**$0.00**	
CRIMSON WINE GROUP LTD COM			**Security Identifier: CWGL**					
Dividend Option: Cash			CUSIP: 22662X100					
08/05/05 *	82.500	5.4520	449.75	8.8400	729.30	279.55		
05/04/10 *	20.300	7.1430	145.00	8.8400	179.45	34.45		
08/31/10 *	67.000	6.0950	408.36	8.8400	592.28	183.92		

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Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
CRIMSON WINE GROUP LTD COM *(continued)*								
10/13/10 *	17.900	7.2860	130.42	8.8400	158.24	27.82		
Total Noncovered	**187.700**		**1,133.53**		**1,659.27**	**525.74**		
01/24/13	33.300	7.0760	235.64	8.8400	294.37	58.73		
02/13/13	24.000	7.7450	185.87	8.8400	212.16	26.29		
Total Covered	**57.300**		**421.51**		**506.53**	**85.02**		
Total	**245.000**		**$1,555.04**		**$2,165.80**	**$610.76**	**$0.00**	
DISH NETWORK CORP CL A			**Security Identifier: DISH**					
Dividend Option: Cash			CUSIP: 25470M109					
10/18/11	188.000	26.0900	4,904.92	57.9200	10,888.96	5,984.04		
11/03/11	196.000	23.6930	4,643.73	57.9200	11,352.32	6,708.59		
11/29/11	194.000	24.0000	4,656.04	57.9200	11,236.48	6,580.44		
04/25/12	165.000	31.4190	5,184.20	57.9200	9,556.80	4,372.60		
Total Covered	**743.000**		**19,388.89**		**43,034.56**	**23,645.67**		
Total	**743.000**		**$19,388.89**		**$43,034.56**	**$23,645.67**	**$0.00**	
DREAMWORKS ANIMATION SKG INC CL A			**Security Identifier: DWA**					
Dividend Option: Cash			CUSIP: 26153C103					
06/23/10 *	158.000	28.8620	4,560.20	35.5000	5,609.00	1,048.80		
07/01/10 *	182.000	28.3860	5,166.23	35.5000	6,461.00	1,294.77		
Total Noncovered	**340.000**		**9,726.43**		**12,070.00**	**2,343.57**		
01/06/11	34.000	29.5240	1,003.83	35.5000	1,207.00	203.17		
01/07/11	145.000	29.3910	4,261.75	35.5000	5,147.50	885.75		
02/16/11	136.000	29.0560	3,951.62	35.5000	4,828.00	876.38		
02/17/11	70.000	27.7300	1,941.11	35.5000	2,485.00	543.89		
04/27/11	239.000	25.8930	6,188.38	35.5000	8,484.50	2,296.12		
06/15/11	219.000	21.3930	4,685.15	35.5000	7,774.50	3,089.35		
07/12/11	247.000	20.8660	5,153.85	35.5000	8,768.50	3,614.65		
08/05/11	112.000	19.6600	2,201.89	35.5000	3,976.00	1,774.11		
08/08/11	166.000	18.9850	3,151.44	35.5000	5,893.00	2,741.56		
08/25/11	235.000	19.6980	4,629.08	35.5000	8,342.50	3,713.42		
09/21/11	256.000	19.4940	4,990.46	35.5000	9,088.00	4,097.54		
01/23/13	371.000	17.2420	6,396.60	35.5000	13,170.50	6,773.90		
05/01/13	160.000	20.9020	3,344.37	35.5000	5,680.00	2,335.63		

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Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
DREAMWORKS ANIMATION SKG INC CL A *(continued)*								
06/04/13	116.000	22.0390	2,556.57	35.5000	4,118.00	1,561.43		
06/05/13	238.000	22.1080	5,261.59	35.5000	8,449.00	3,187.41		
06/28/13	293.000	25.7380	7,541.23	35.5000	10,401.50	2,860.27		
Total Covered	**3,037.000**		**67,258.92**		**107,813.50**	**40,554.58**		
Total	**3,377.000**		**$76,985.35**		**$119,883.50**	**$42,898.15**	**$0.00**	
FAMILY DOLLAR STORES			**Security Identifier: FDO**					
Dividend Option: Cash			CUSIP: 307000109					
11/08/12	92.000	66.5970	6,126.88	64.9700	5,977.24	-149.64	95.68	1.60%
11/14/12	90.000	66.1710	5,955.35	64.9700	5,847.30	-108.05	93.60	1.60%
11/21/12	80.000	68.9560	5,516.45	64.9700	5,197.60	-318.85	83.20	1.60%
Total Covered	**262.000**		**17,598.68**		**17,022.14**	**-576.54**	**272.48**	
Total	**262.000**		**$17,598.68**		**$17,022.14**	**-$576.54**	**$272.48**	
GOOGLE INC CL A			**Security Identifier: GOOG**					
Dividend Option: Cash			CUSIP: 38259P508					
09/28/11	9.000	537.4780	4,837.30	1,120.7100	10,086.39	5,249.09		
10/25/11	8.000	587.9090	4,703.27	1,120.7100	8,965.68	4,262.41		
Total Covered	**17.000**		**9,540.57**		**19,052.07**	**9,511.50**		
Total	**17.000**		**$9,540.57**		**$19,052.07**	**$9,511.50**	**$0.00**	
HOWARD HUGHES CORP COM			**Security Identifier: HHC**					
Dividend Option: Cash			CUSIP: 44267D107					
01/25/12 *	21.000	47.4440	996.33	120.1000	2,522.10	1,525.77		
Total Noncovered	**21.000**		**996.33**		**2,522.10**	**1,525.77**		
01/05/11	35.000	54.3250	1,901.37	120.1000	4,203.50	2,302.13		
01/06/11	65.000	54.8960	3,568.24	120.1000	7,806.50	4,238.26		
04/19/11	91.000	62.9820	5,731.36	120.1000	10,929.10	5,197.74		
08/10/11	61.000	52.8210	3,222.07	120.1000	7,326.10	4,104.03		
08/11/11	24.000	54.4460	1,306.71	120.1000	2,882.40	1,575.69		
08/12/11	89.000	52.8680	4,705.22	120.1000	10,688.90	5,983.68		
11/21/11	11.000	45.0040	495.04	120.1000	1,321.10	826.06		
11/22/11	32.000	45.0540	1,441.74	120.1000	3,843.20	2,401.46		
11/23/11	70.000	44.1920	3,093.43	120.1000	8,407.00	5,313.57		
11/25/11	12.000	44.7310	536.77	120.1000	1,441.20	904.43		
12/09/11	88.000	48.0450	4,227.96	120.1000	10,568.80	6,340.84		
12/12/11	46.000	47.3710	2,179.05	120.1000	5,524.60	3,345.55		
01/05/12	91.000	45.2320	4,116.07	120.1000	10,929.10	6,813.03		
01/26/12	73.000	50.5310	3,688.78	120.1000	8,767.30	5,078.52		
02/16/12	19.000	55.1470	1,047.80	120.1000	2,281.90	1,234.10		
02/17/12	40.000	54.9820	2,199.26	120.1000	4,804.00	2,604.74		
02/21/12	25.000	54.6800	1,367.00	120.1000	3,002.50	1,635.50		

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Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
HOWARD HUGHES CORP COM *(continued)*								
02/27/12	46.000	55.5050	2,553.23	120.1000	5,524.60	2,971.37		
02/28/12	72.000	55.2830	3,980.40	120.1000	8,647.20	4,666.80		
Total Covered	**990.000**		**51,361.50**		**118,899.00**	**67,537.50**		
Total	**1,011.000**		**$52,357.83**		**$121,421.10**	**$69,063.27**	**$0.00**	
JARDEN CORP COM			**Security Identifier: JAH**					
Dividend Option: Cash			CUSIP: 471109108					
06/22/10 *	166.500	19.9170	3,316.26	61.3500	10,214.77	6,898.51		
07/13/10 *	132.000	19.5890	2,585.69	61.3500	8,098.20	5,512.51		
08/09/10 *	231.000	18.9250	4,371.69	61.3500	14,171.85	9,800.16		
08/10/10 *	99.000	18.5040	1,831.89	61.3500	6,073.65	4,241.76		
09/02/10 *	165.000	19.3870	3,198.91	61.3500	10,122.75	6,923.84		
09/14/10 *	189.000	19.7970	3,741.63	61.3500	11,595.15	7,853.52		
09/15/10 *	174.000	19.8690	3,457.16	61.3500	10,674.90	7,217.74		
09/28/10 *	57.000	20.3440	1,159.58	61.3500	3,496.95	2,337.37		
09/29/10 *	157.500	20.7980	3,275.65	61.3500	9,662.63	6,386.98		
10/19/10 *	307.500	21.4950	6,609.84	61.3500	18,865.13	12,255.29		
11/10/10 *	45.000	21.7450	978.53	61.3500	2,760.75	1,782.22		
11/11/10 *	195.000	21.7600	4,243.11	61.3500	11,963.25	7,720.14		
12/16/10 *	264.000	20.9100	5,520.31	61.3500	16,196.40	10,676.09		
Total Noncovered	**2,182.500**		**44,290.25**		**133,896.38**	**89,606.13**		
07/28/11	442.500	20.6590	9,141.67	61.3500	27,147.37	18,005.70		
Total Covered	**442.500**		**9,141.67**		**27,147.37**	**18,005.70**		
Total	**2,625.000**		**$53,431.92**		**$161,043.75**	**$107,611.83**	**$0.00**	
JARDINE STRATEGIC HLDGS LTD BERMUNDA			**Security Identifier: JSHLY**					
ADR			CUSIP: 471122200					
Dividend Option: Cash								
10/20/11	65.000	13.9350	905.75	16.0000	1,040.00	134.25	6.99	0.67%
10/28/11	364.000	14.8040	5,388.51	16.0000	5,824.00	435.49	39.13	0.67%
11/04/11	356.000	15.6070	5,556.02	16.0000	5,696.00	139.98	38.27	0.67%
11/28/11	272.000	14.6550	3,986.05	16.0000	4,352.00	365.95	29.24	0.67%
12/08/11	284.000	15.4400	4,384.93	16.0000	4,544.00	159.07	30.53	0.67%
01/06/12	316.000	15.0090	4,742.97	16.0000	5,056.00	313.03	33.96	0.67%

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Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
JARDINE STRATEGIC HLDGS LTD BERMUDA *(continued)*								
Total Covered	**1,657.000**		**24,964.23**		**26,512.00**	**1,547.77**	**178.12**	
Total	**1,657.000**		**$24,964.23**		**$26,512.00**	**$1,547.77**	**$178.12**	
L BRANDS INC COM			**Security Identifier: LB**					
Dividend Option: Cash			CUSIP: 501797104					
07/21/11	138.000	40.7410	5,622.19	61.8500	8,535.30	2,913.11	165.60	1.94%
07/27/11	160.000	37.8680	6,058.80	61.8500	9,896.00	3,837.20	192.00	1.94%
08/03/11	156.000	35.7510	5,577.12	61.8500	9,648.60	4,071.48	187.20	1.94%
08/11/11	118.000	33.6860	3,974.92	61.8500	7,298.30	3,323.38	141.60	1.94%
09/21/11	135.000	40.8550	5,515.47	61.8500	8,349.75	2,834.28	162.00	1.94%
10/03/11	133.000	37.6450	5,006.85	61.8500	8,226.05	3,219.20	159.60	1.94%
Total Covered	**840.000**		**31,755.35**		**51,954.00**	**20,198.65**	**1,008.00**	
Total	**840.000**		**$31,755.35**		**$51,954.00**	**$20,198.65**	**$1,008.00**	
LENNAR CORP CL A COM STK			**Security Identifier: LEN**					
Dividend Option: Cash			CUSIP: 526057104					
04/04/12	141.000	26.4780	3,733.44	39.5600	5,577.96	1,844.52	22.56	0.40%
LEUCADIA NATL CORP COM			**Security Identifier: LUK**					
Dividend Option: Cash			CUSIP: 527288104					
08/05/05 *	828.000	18.4840	15,304.75	28.3400	23,465.52	8,160.77	207.00	0.88%
05/04/10 *	203.000	24.2190	4,916.54	28.3400	5,753.02	836.48	50.75	0.88%
08/31/10 *	670.000	20.6650	13,845.82	28.3400	18,987.80	5,141.98	167.50	0.88%
10/13/10 *	179.000	24.7040	4,422.10	28.3400	5,072.86	650.76	44.75	0.88%
Total Noncovered	**1,880.000**		**38,489.21**		**53,279.20**	**14,789.99**	**470.00**	
01/24/13	333.000	23.9930	7,989.53	28.3400	9,437.22	1,447.69	83.25	0.88%
02/13/13	240.000	26.2580	6,301.98	28.3400	6,801.60	499.62	60.00	0.88%
Total Covered	**573.000**		**14,291.51**		**16,238.82**	**1,947.31**	**143.25**	
Total	**2,453.000**		**$52,780.72**		**$69,518.02**	**$16,737.30**	**$613.25**	
LIBERTY INTERACTIVE CORP INTERACTIVE COM			**Security Identifier: LINTA**					
SER A			CUSIP: 53071M104					
Dividend Option: Cash								
06/07/12	312.000	14.7100	4,589.40	29.3500	9,157.20	4,567.80		
06/20/12	333.000	14.9460	4,976.88	29.3500	9,773.55	4,796.67		
10/03/12	338.000	18.8480	6,370.56	29.3500	9,920.30	3,549.74		
10/23/12	321.000	20.2030	6,485.10	29.3500	9,421.35	2,936.25		
Total Covered	**1,304.000**		**22,421.94**		**38,272.40**	**15,850.46**		
Total	**1,304.000**		**$22,421.94**		**$38,272.40**	**$15,850.46**	**$0.00**	

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Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
LIBERTY INTERACTIVE CORP LIBERTY VENTURE			Security Identifier: LVNTA					
COM SER A			CUSIP: 53071M880					
Dividend Option: Cash								
10/17/12 *,3	5.679	47.0500	267.20	122.5900	696.20	429.00		
Total Noncovered	**5.679**		**267.20**		**696.20**	**429.00**		
06/07/12	15.350	38.8510	596.36	122.5900	1,881.76	1,285.40		
06/20/12	16.650	39.4740	657.24	122.5900	2,041.12	1,383.88		
10/17/12 3	5.321	46.8760	249.42	122.5900	652.29	402.87		
Total Covered	**37.321**		**1,503.02**		**4,575.17**	**3,072.15**		
Total	**43.000**		**$1,770.22**		**$5,271.37**	**$3,501.15**	**$0.00**	
LIBERTY MEDIA CORP DELAWARE CL A			Security Identifier: LMCA					
Dividend Option: Cash			CUSIP: 531229102					
06/21/10 *	14.536	38.9430	566.07	146.2920	2,126.46	1,560.39		
07/13/10 *	87.000	39.7790	3,460.81	146.2920	12,727.40	9,266.59		
08/05/10 *	100.000	42.4690	4,246.92	146.2920	14,629.20	10,382.28		
08/12/10 *	87.000	41.9950	3,653.55	146.2920	12,727.40	9,073.85		
09/02/10 *	92.000	42.1030	3,873.46	146.2920	13,458.86	9,585.40		
12/13/10 *	105.000	54.9500	5,769.79	146.2920	15,360.66	9,590.87		
Total Noncovered	**485.536**		**21,570.60**		**71,029.98**	**49,459.38**		
07/08/11	25.557	74.3590	1,900.42	146.2920	3,738.84	1,838.42		
07/11/11	110.161	73.3540	8,080.78	146.2920	16,115.72	8,034.94		
08/02/11	56.403	76.3940	4,308.79	146.2920	8,251.23	3,942.44		
08/18/11	75.791	66.2540	5,021.46	146.2920	11,087.62	6,066.16		
08/25/11	40.539	66.0110	2,676.03	146.2920	5,930.58	3,254.55		
09/08/11	78.435	67.8620	5,322.77	146.2920	11,474.38	6,151.61		
09/21/11	57.284	72.9920	4,181.27	146.2920	8,380.18	4,198.91		
10/05/11	86.366	60.7580	5,247.43	146.2920	12,634.71	7,387.28		
10/06/11	12.338	60.7330	749.32	146.2920	1,804.95	1,055.63		
10/12/11	47.590	61.8070	2,941.36	146.2920	6,962.00	4,020.64		
Total Covered	**590.464**		**40,429.63**		**86,380.21**	**45,950.58**		
Total	**1,076.000**		**$62,000.23**		**$157,410.19**	**$95,409.96**	**$0.00**	

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Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
MSC INDL DIRECT INC CL A			**Security Identifier: MSM**					
Dividend Option: Cash			CUSIP: 553530106					
04/12/12	69.000	78.4850	5,415.49	80.8700	5,580.03	164.54	91.08	1.63%
06/05/12	83.000	66.8330	5,547.15	80.8700	6,712.21	1,165.06	109.56	1.63%
Total Covered	**152.000**		**10,962.64**		**12,292.24**	**1,329.60**	**200.64**	
Total	**152.000**		**$10,962.64**		**$12,292.24**	**$1,329.60**	**$200.64**	
OSH ONE LIQUIDATING CORP CL A			**Security Identifier: OSHWQ**					
Dividend Option: Cash			CUSIP: 688197102					
04/28/10 *	0.954	143.6390	136.96	0.1920	0.18	-136.78		
05/28/10 *	2.755	107.2450	295.45	0.1920	0.53	-294.92		
06/17/10 *	2.936	93.8210	275.42	0.1920	0.56	-274.86		
06/24/10 *	2.710	88.2390	239.11	0.1920	0.52	-238.59		
07/01/10 *	3.749	78.1700	293.02	0.1920	0.72	-292.30		
07/08/10 *	2.845	75.7210	215.45	0.1920	0.55	-214.90		
07/15/10 *	3.432	77.8730	267.29	0.1920	0.66	-266.63		
07/20/10 *	3.161	77.5570	245.19	0.1920	0.61	-244.58		
07/29/10 *	3.929	82.7290	325.06	0.1920	0.75	-324.31		
08/05/10 *	2.303	86.2890	198.75	0.1920	0.44	-198.31		
11/18/10 *	4.878	76.3780	372.54	0.1920	0.94	-371.60		
Total Noncovered	**33.652**		**2,864.24**		**6.46**	**-2,857.78**		
06/15/11	2.349	83.9810	197.23	0.1920	0.45	-196.78		
Total Covered	**2.349**		**197.23**		**0.45**	**-196.78**		
Total	**36.000**		**$3,061.47**		**$6.91**	**-$3,054.56**	**$0.00**	
SEARS CDA INC COM			**Security Identifier: SEARF**					
ISIN#CA81234D1096			CUSIP: 81234D109					
Dividend Option: Cash								
11/13/12	349.000	11.6880	4,079.28	12.2375	4,270.92	191.64		
SEARS HLDGS CORP COM			**Security Identifier: SHLD**					
Dividend Option: Cash			CUSIP: 812350106					
04/28/10 *	41.000	112.2430	4,601.96	49.0400	2,010.64	-2,591.32		
05/28/10 *	61.000	83.8030	5,112.00	49.0400	2,991.44	-2,120.56		
06/17/10 *	65.000	73.3140	4,765.43	49.0400	3,187.60	-1,577.83		
06/24/10 *	60.000	68.9540	4,137.23	49.0400	2,942.40	-1,194.83		
07/01/10 *	83.000	61.0840	5,069.96	49.0400	4,070.32	-999.64		
07/08/10 *	63.000	59.1730	3,727.93	49.0400	3,089.52	-638.41		
07/15/10 *	76.000	60.8520	4,624.76	49.0400	3,727.04	-897.72		
07/20/10 *	70.000	60.6060	4,242.41	49.0400	3,432.80	-809.61		
07/29/10 *	87.000	64.6470	5,624.33	49.0400	4,266.48	-1,357.85		
08/05/10 *	51.000	67.4300	3,438.94	49.0400	2,501.04	-937.90		
11/18/10 *	108.000	59.6840	6,445.92	49.0400	5,296.32	-1,149.60		

CREDIT SUISSE

CREDIT SUISSE SECURITIES (USA), LLC
Monarch Plaza
3414 Peachtree Rd NE Suite 400
Atlanta GA 30326
(800) 621-2096

Managed Account
Statement

Statement Period: 12/01/2013 - 12/31/2013

Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
SEARS HLDGS CORP COM *(continued)*								
Total Noncovered	**765.000**		**51,790.87**		**37,515.60**	**-14,275.27**		
06/15/11	52.000	65.6260	3,412.53	49.0400	2,550.08	-862.45		
01/08/13	116.000	40.7920	4,731.90	49.0400	5,688.64	956.74		
09/13/13	101.000	60.0290	6,062.94	49.0400	4,953.04	-1,109.90		
09/26/13	130.000	59.8790	7,784.22	49.0400	6,375.20	-1,409.02		
10/02/13	54.000	64.7870	3,498.52	49.0400	2,648.16	-850.36		
10/22/13	209.000	56.2050	11,746.80	49.0400	10,249.36	-1,497.44		
10/23/13	24.000	55.9890	1,343.74	49.0400	1,176.96	-166.78		
Total Covered	**686.000**		**38,580.65**		**33,641.44**	**-4,939.21**		
Total	**1,451.000**		**$90,371.52**		**$71,157.04**	**-$19,214.48**	**$0.00**	
SEARS HOMETOWN & OUTLET STORES INC			**Security Identifier: SHOS**					
COM			CUSIP: 812362101					
Dividend Option: Cash								
10/11/12 3	178.000	24.2950	4,324.43	25.5000	4,539.00	214.57		
STARZ COM SER A			**Security Identifier: STRZA**					
Dividend Option: Cash			CUSIP: 85571Q102					
06/21/10 *	14.536	5.3140	77.24	29.2400	425.02	347.78		
07/13/10 *	87.000	5.4270	472.17	29.2400	2,543.88	2,071.71		
08/05/10 *	100.000	5.7940	579.42	29.2400	2,924.00	2,344.58		
08/12/10 *	87.000	5.7290	498.46	29.2400	2,543.88	2,045.42		
09/02/10 *	92.000	5.7440	528.46	29.2400	2,690.08	2,161.62		
12/13/10 *	105.000	7.4970	787.18	29.2400	3,070.20	2,283.02		
Total Noncovered	**485.536**		**2,942.93**		**14,197.06**	**11,254.13**		
07/08/11	25.557	10.1450	259.28	29.2400	747.30	488.02		
07/11/11	110.161	10.0080	1,102.47	29.2400	3,221.12	2,118.65		
08/02/11	56.403	10.4230	587.86	29.2400	1,649.21	1,061.35		
08/18/11	75.791	9.0390	685.09	29.2400	2,216.13	1,531.04		
08/25/11	40.539	9.0060	365.10	29.2400	1,185.37	820.27		
09/08/11	78.435	9.2590	726.20	29.2400	2,293.43	1,567.23		
09/21/11	57.284	9.9580	570.46	29.2400	1,674.98	1,104.52		
10/05/11	86.366	8.2890	715.92	29.2400	2,525.35	1,809.43		
10/06/11	12.338	8.2870	102.24	29.2400	360.76	258.52		

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Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
STARZ COM SER A *(continued)*								
10/12/11	47.590	8.4320	401.30	29.2400	1,391.52	990.22		
01/23/13	569.000	15.8200	9,001.81	29.2400	16,637.56	7,635.75		
01/29/13	359.000	16.2730	5,842.15	29.2400	10,497.16	4,655.01		
02/07/13	425.000	16.3920	6,966.39	29.2400	12,427.00	5,460.61		
10/10/13	186.000	28.8660	5,369.08	29.2400	5,438.65	69.57		
Total Covered	**2,129.464**		**32,695.35**		**62,265.54**	**29,570.19**		
Total	**2,615.000**		**$35,638.28**		**$76,462.60**	**$40,824.32**	**$0.00**	
TOURMALINE OIL CORP COM			**Security Identifier: TRMLF**					
ISIN#CA89156V1067			CUSIP: 89156V106					
Dividend Option: Cash								
01/25/12 *	198.000	24.7790	4,906.34	42.0784	8,331.54	3,425.20		
Total Noncovered	**198.000**		**4,906.34**		**8,331.54**	**3,425.20**		
03/01/12	220.000	25.8760	5,692.76	42.0784	9,257.26	3,564.50		
Total Covered	**220.000**		**5,692.76**		**9,257.26**	**3,564.50**		
Total	**418.000**		**$10,599.10**		**$17,588.80**	**$6,989.70**	**$0.00**	
VIACOM INC NEW CL B			**Security Identifier: VIAB**					
Dividend Option: Cash			CUSIP: 92553P201					
03/07/12	114.000	47.5320	5,418.68	87.3400	9,956.76	4,538.08	136.80	1.37%
05/14/13	100.000	68.7930	6,879.29	87.3400	8,734.00	1,854.71	120.00	1.37%
05/22/13	105.000	69.6890	7,317.30	87.3400	9,170.70	1,853.40	126.00	1.37%
06/05/13	120.000	65.9280	7,911.37	87.3400	10,480.80	2,569.43	144.00	1.37%
07/02/13	94.000	67.4760	6,342.70	87.3400	8,209.96	1,867.26	112.80	1.37%
10/23/13	97.000	84.1010	8,157.79	87.3400	8,471.98	314.19	116.40	1.37%
Total Covered	**630.000**		**42,027.13**		**55,024.20**	**12,997.07**	**756.00**	
Total	**630.000**		**$42,027.13**		**$55,024.20**	**$12,997.07**	**$756.00**	
WENDYS CO COM			**Security Identifier: WEN**					
Dividend Option: Cash			CUSIP: 95058W100					
10/26/12	1,442.000	4.2070	6,066.64	8.7200	12,574.24	6,507.60	288.40	2.29%
11/07/12	1,426.000	4.3010	6,132.66	8.7200	12,434.72	6,302.06	285.20	2.29%
11/27/12	1,263.000	4.6680	5,895.81	8.7200	11,013.36	5,117.55	252.60	2.29%
12/04/12	1,376.000	4.6980	6,463.76	8.7200	11,998.72	5,534.96	275.20	2.29%
01/04/13	1,359.000	4.7480	6,452.53	8.7200	11,850.48	5,397.95	271.80	2.29%
02/21/13	948.000	5.5050	5,218.83	8.7200	8,266.56	3,047.73	189.60	2.29%
Total Covered	**7,814.000**		**36,230.23**		**68,138.08**	**31,907.85**	**1,562.80**	
Total	**7,814.000**		**$36,230.23**		**$68,138.08**	**$31,907.85**	**$1,562.80**	
WPX ENERGY INC COM			**Security Identifier: WPX**					
Dividend Option: Cash			CUSIP: 98212B103					
02/08/12	301.000	17.6220	5,304.28	20.3800	6,134.38	830.10		
02/15/12	286.000	18.1830	5,200.42	20.3800	5,828.68	628.26		

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Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
WPX ENERGY INC COM *(continued)*								
02/21/12	378.000	19.0650	7,206.65	20.3800	7,703.64	496.99		
Total Covered	**965.000**		**17,711.35**		**19,666.70**	**1,955.35**		
Total	**965.000**		**$17,711.35**		**$19,666.70**	**$1,955.35**	**$0.00**	
WYNN RESORTS LTD COM			**Security Identifier: WYNN**					
Dividend Option: Cash			CUSIP: 983134107					
07/22/11	34.000	159.4840	5,422.45	194.2100	6,603.14	1,180.69	136.00	2.05%
09/30/11	46.000	109.2040	5,023.37	194.2100	8,933.66	3,910.29	184.00	2.05%
Total Covered	**80.000**		**10,445.82**		**15,536.80**	**5,090.98**	**320.00**	
Total	**80.000**		**$10,445.82**		**$15,536.80**	**$5,090.98**	**$320.00**	
Total Common Stocks			**$964,405.16**		**$1,567,564.11**	**$603,158.95**	**$8,379.06**	
Preferred Stocks *(Listed by expiration date)*								
OSH ONE LIQUIDATING CORP PFD CL A			**Security Identifier: OSHSQ**					
Dividend Option: Cash			CUSIP: 688197201					
04/28/10 *	0.954	3.6810	3.51	0.0100	0.01	-3.50		
05/28/10 *	2.755	2.7440	7.56	0.0100	0.03	-7.53		
06/17/10 *	2.936	2.4020	7.05	0.0100	0.03	-7.02		
06/24/10 *	2.710	2.2580	6.12	0.0100	0.03	-6.09		
07/01/10 *	3.749	2.0010	7.50	0.0100	0.04	-7.46		
07/08/10 *	2.845	1.9370	5.51	0.0100	0.03	-5.48		
07/15/10 *	3.432	1.9930	6.84	0.0100	0.03	-6.81		
07/20/10 *	3.161	1.9830	6.27	0.0100	0.03	-6.24		
07/29/10 *	3.929	2.1170	8.32	0.0100	0.04	-8.28		
08/05/10 *	2.303	2.2060	5.08	0.0100	0.02	-5.06		
11/18/10 *	4.878	1.9540	9.53	0.0100	0.05	-9.48		
Total Noncovered	**33.652**		**73.29**		**0.34**	**-72.95**		
06/15/11	2.349	2.1460	5.04	0.0100	0.02	-5.02		
Total Covered	**2.349**		**5.04**		**0.02**	**-5.02**		
Total	**36.000**		**$78.33**		**$0.36**	**-$77.97**	**$0.00**	
Total Preferred Stocks			**$78.33**		**$0.36**	**-$77.97**	**$0.00**	

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Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Real Estate Investment Trusts								
EQUITY LIFESTYLE PPTYS INC COM			**Security Identifier: ELS**					
Dividend Option: Cash			CUSIP: 29472R108					
02/15/12	156.000	33.7340	5,262.54	36.2300	5,651.88	389.34	156.00	2.76%
02/22/12	94.000	33.3530	3,135.17	36.2300	3,405.62	270.45	94.00	2.76%
02/23/12	72.000	33.5710	2,417.13	36.2300	2,608.56	191.43	72.00	2.76%
05/03/12	64.000	35.1910	2,252.25	36.2300	2,318.72	66.47	64.00	2.76%
05/04/12	88.000	35.1710	3,095.01	36.2300	3,188.24	93.23	88.00	2.76%
Total Covered	**474.000**		**16,162.10**		**17,173.02**	**1,010.92**	**474.00**	
Total	**474.000**		**$16,162.10**		**$17,173.02**	**$1,010.92**	**$474.00**	
ROUSE PPTYS INC COM			**Security Identifier: RSE**					
Dividend Option: Cash			CUSIP: 779287101					
08/30/12	64.000	13.7870	882.35	22.1900	1,420.16	537.81	33.28	2.34%
09/17/12	157.000	14.4810	2,273.47	22.1900	3,483.83	1,210.36	81.64	2.34%
09/18/12	182.000	14.4050	2,621.73	22.1900	4,038.58	1,416.85	94.64	2.34%
09/19/12	80.000	14.3930	1,151.45	22.1900	1,775.20	623.75	41.60	2.34%
10/17/12	66.000	15.2140	1,004.12	22.1900	1,464.54	460.42	34.32	2.34%
10/19/12	129.000	15.2790	1,971.03	22.1900	2,862.51	891.48	67.08	2.34%
10/22/12	91.000	15.1300	1,376.79	22.1900	2,019.29	642.50	47.32	2.34%
10/23/12	89.000	15.1280	1,346.38	22.1900	1,974.91	628.53	46.28	2.34%
12/19/12	234.000	16.2180	3,794.90	22.1900	5,192.46	1,397.56	121.68	2.34%
12/20/12	147.000	16.5060	2,426.43	22.1900	3,261.93	835.50	76.44	2.34%
01/24/13	135.000	18.1700	2,452.90	22.1900	2,995.65	542.75	70.20	2.34%
01/25/13	99.000	18.2940	1,811.14	22.1900	2,196.81	385.67	51.48	2.34%
01/28/13	124.000	18.4510	2,287.97	22.1900	2,751.56	463.59	64.48	2.34%
01/29/13	169.000	18.6490	3,151.65	22.1900	3,750.11	598.46	87.88	2.34%
Total Covered	**1,766.000**		**28,552.31**		**39,187.54**	**10,635.23**	**918.32**	
Total	**1,766.000**		**$28,552.31**		**$39,187.54**	**$10,635.23**	**$918.32**	
Total Real Estate Investment Trusts			**$44,714.41**		**$56,360.56**	**$11,646.15**	**$1,392.32**	
Total Equities			**$1,009,197.90**		**$1,623,925.03**	**$614,727.13**	**$9,771.38**	

	Cost Basis	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income
Total Portfolio Holdings	**$1,055,748.68**	**$1,670,475.81**	**$614,727.13**	**$0.00**	**$9,776.15**

* Noncovered under the cost basis rules as defined below.
Securities acquired before 2011 are generally not subject to the new cost basis reporting rules set forth in the Internal Revenue Code of 1986, as amended ("IRC") (incorporating amendments enacted by P.L.110-343, the Emergency Economic Stabilization Act of 2008) and are, therefore, considered " noncovered," under the new cost basis reporting rules, and marked or denoted as such. All other securities in this section are securities which are "covered" under the new cost basis reporting rules. Securities which are "covered" under the new cost basis reporting rules are defined as securities which have been acquired on or after their "applicable date(s)" at which they are subject to the cost basis reporting rules and the adjusted basis will be reported to the IRS on form 1099-B for the applicable tax year in which the security is disposed.

SUNTRUST

PORTFOLIO SUMMARY

FULLER E CALLAWAY FDN / FIXED I A
ACCOUNT NO. 1129547

AS OF 12/31/13

MAJOR INVESTMENT CLASS	MARKET VALUE	PERCENT OF ACCOUNT	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET
PRINCIPAL PORTFOLIO						
PRINCIPAL CASH	2,939,398.59-	96.93-%	2,939,398.59-			
STIF & MONEY MARKET FUNDS	92,098.87	3.04 %	92,098.87	0.00	1	0.01 %
US GOVERNMENT & AGENCY BONDS	1,583,115.47	52.20 %	1,585,194.50	2,079.03-	3,735	1.03 %
CORPORATE OBLIGATIONS	917,615.96	30.26 %	918,762.50	1,146.54-	9,467	3.58 %
FOREIGN OBLIGATIONS	21,780.00	0.72 %	21,735.60	44.40	218	4.04 %
PREFERRED SECURITIES	18,279.75	0.60 %	19,445.00	1,165.25-	0	6.67 %
PROPRIETARY FUNDS	399,660.44	13.18 %	389,955.65	9,704.79	1,393	4.18 %
MISCELLANEOUS ASSETS	0.00	0.00 %	0.00	0.00	0	0.00 %
PRINCIPAL PORTFOLIO TOTAL	**93,151.90**	**3.07 %**	**87,793.53**	**5,358.37**	**14,813**	**2.24 %**
INCOME PORTFOLIO						
INCOME CASH	2,939,398.59	96.93 %	2,939,398.59			
TOTAL ASSETS	**3,032,550.49**	**100.00 %**	**3,027,192.12**	**5,358.37**	**14,813**	**2.24 %**

Form 990-PF, 58-0566148

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE / MARKET PRICE / % OF MARKET	FED TAX COST / COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
PRINCIPAL PORTFOLIO						
	PRINCIPAL CASH	2,939,398.59- 96.93-%	2,939,398.59-			
STIF & MONEY MARKET FUNDS						
92,098.87	FEDERATED MONEY MKT OBLIGS TR TRSY OBLIGS INSTL CL #68 FFS CUSIP: 609068DF5	92,098.87 1.000 3.04 %	92,098.87 1.00	0.00	1	0.01 % 0.00 %
US GOVERNMENT & AGENCY BONDS						
34,904.24	FEDL NATL MTGE ASSN POOL #AB7246 15 YR GTD SINGLE FAMILY MORTGAGE DTD 11/01/2012 2.500% 12/01/2027 NON CALLABLE CUSIP: 31417EBQ3	34,663.40 99.310 1.14 %	34,887.88 99.95	224.48-	73	2.52 % 2.56 %
38,949.98	FEDERAL NATL MTGE ASSN POOL #AL4042 30 YR GTD SINGLE FAMILY MORTGAGE DTD 08/01/2013 2.000% 08/01/2028 NON CALLABLE CUSIP: 3138ELP49	37,568.42 96.453 1.24 %	37,336.31 95.86	232.11	65	2.07 % 2.29 %
34,292.93	FEDL NATL MTGE ASSN POOL #AM2100 15 YR GTD SINGLE FAMILY MORTGAGE DTD 01/01/2013 2.250% 01/01/2028 NON CALLABLE CUSIP: 3138L2KN6	32,275.82 94.118 1.06 %	34,201.24 99.73	1,925.42-	69	2.47 % 2.83 %
751,000	UNITED STATES TREASURY NOTES DTD 06/15/2013 0.500% 06/15/2016 CUSIP: 912828VG2	750,233.98 99.898 24.74 %	748,606.29 99.68	1,627.69	175	0.50 % 0.54 %

Form 990-PF, 58-0566148

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
221,000	UNITED STATES TREASURY NOTES DTD 02/28/2013 0.750% 02/28/2018 CUSIP: 912828UR9	215,181.07 97.367 7.10 %	215,078.55 97.32	102.52	563	0.77 % 1.40 %
429,000	UNITED STATES TREASURY NOTES DTD 07/31/2013 1.375% 07/31/2018 CUSIP: 912828VQ0	425,147.58 99.102 14.02 %	425,497.12 99.18	349.54-	2,469	1.39 % 1.58 %
90,000	UNITED STATES TREASURY NOTES DTD 11/15/2013 2.750% 11/15/2023 CUSIP: 912828WE6	88,045.20 97.828 2.90 %	89,587.11 99.54	1,541.91-	321	2.81 % 3.01 %
TOTAL US GOVERNMENT & AGENCY BONDS		**1,583,115.47**	**1,585,194.50**	**2,079.03-**	**3,735**	**1.03 %**
CORPORATE OBLIGATIONS						
17,000	AGILENT TECHNOLOGIES INC DTD 06/21/2013 3.875% 07/15/2023 CALLABLE CUSIP: 00846UAJ0 MOODY'S RATING: BAA2	16,112.77 94.781 0.53 %	16,922.48 99.54	809.71-	348	4.09 % 4.56 %
11,000	ALLSTATE CORP DTD 08/08/2013 VAR CPN 08/15/2053 CALLABLE CUSIP: 020002BB6 MOODY'S RATING: BAA1	11,082.50 100.750 0.37 %	11,000.00 100.00	82.50	251	5.71 % 5.70 %
9,000	AMERICAN EXPRESS CREDIT MEDIUM TERM NOTE DTD 03/26/2012 2.375% 03/24/2017 NON CALLABLE CUSIP: 0258M0DD8 MOODY'S RATING: A2	9,250.92 102.788 0.31 %	8,975.61 99.73	275.31	58	2.31 % 1.49 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
18,000	AMERICAN INTL GROUP MEDIUM TERM NOTE DTD 12/12/2007 5.850% 01/16/2018 NON CALLABLE CUSIP: 02687QDG0 MOODY'S RATING: BAA1	20,646.90 114.705 0.68 %	20,720.70 115.11	73.80-	483	5.10 % 2.04 %
10,000	AMERICAN TOWER CORP DTD 01/08/2013 3.500% 01/31/2023 NON CALLABLE CUSIP: 03027XAB6 MOODY'S RATING: BAA3	9,117.40 91.174 0.30 %	9,927.10 99.27	809.70-	147	3.84 % 4.70 %
17,000	AMERICAN TOWER CORP DTD 08/19/2013 5.000% 02/15/2024 NON CALLABLE CUSIP: 03027XAD2 MOODY'S RATING: BAA3	17,125.63 100.739 0.56 %	16,980.96 99.89	144.67	312	4.96 % 4.91 %
4,000	ANALOG DEVICES MEDIUM TERM NOTE DTD 04/04/2011 3.000% 04/15/2016 NON CALLABLE CUSIP: 032654AG0 MOODY'S RATING: A3	4,169.52 104.238 0.14 %	3,981.12 99.53	188.40	25	2.88 % 1.12 %
13,000	ANHEUSER-BUSCH INBEV WOR DTD 07/16/2012 2.500% 07/15/2022 NON CALLABLE CUSIP: 03523TBP2 MOODY'S RATING: A3	12,024.61 92.497 0.40 %	12,937.34 99.52	912.73-	150	2.70 % 3.53 %
9,000	APPLE INC DTD 05/03/2013 2.400% 05/03/2023 NON CALLABLE CUSIP: 037833AK6 MOODY'S RATING: AA1	8,092.89 89.921 0.27 %	8,988.03 99.87	895.14-	35	2.67 % 3.69 %

Form 990-PF, 58-0566148

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
20,000	AT&T INC DTD 11/27/2013 2.375% 11/27/2018 NON CALLABLE CUSIP: 00206RCA8 MOODY'S RATING: A3	20,017.20 100.086 0.66 %	20,000.00 100.00	17.20	45	2.37 % 2.36 %
7,000	AUTOZONE INC DTD 04/24/2012 3.700% 04/15/2022 CALLABLE CUSIP: 053332AM4 MOODY'S RATING: BAA2	6,754.16 96.488 0.22 %	7,060.13 100.86	305.97-	55	3.83 % 4.21 %
8,000	BARRICK AUSTRALIA FIN DTD 10/16/2009 4.950% 01/15/2020 NON CALLABLE CUSIP: 06849UAC9	8,101.44 101.268 0.27 %	8,605.63 107.57	504.19-	183	4.89 % 4.71 %
51,000	BARRICK GOLD CORP DTD 04/03/2012 3.850% 04/01/2022 NON CALLABLE CUSIP: 067901AL2	45,932.13 90.063 1.51 %	44,581.31 87.41	1,350.82	491	4.28 % 5.35 %
5,000	BECTON DICKINSON DTD 11/12/2010 3.250% 11/12/2020 NON CALLABLE CUSIP: 075887AW9 MOODY'S RATING: A3	4,992.00 99.840 0.16 %	4,997.45 99.95	5.45-	22	3.27 % 3.28 %
18,000	BERKSHIRE HATHAWAY INC DTD 02/11/2010 3.200% 02/11/2015 NON CALLABLE CUSIP: 084670AV0 MOODY'S RATING: AA2	18,552.60 103.070 0.61 %	17,985.06 99.92	567.54	224	3.10 % 0.43 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
26,000	BEST BUY CO INC DTD 07/16/2013 5.000% 08/01/2018 NON CALLABLE CUSIP: 086516AM3 MOODY'S RATING: BAA2	27,235.00 104.750 0.90 %	26,539.58 102.08	695.42	596	4.77 % 3.86 %
8,000	BHP BILLITON FIN USA LTD DTD 11/21/2011 1.125% 11/21/2014 NON CALLABLE CUSIP: 055451AJ7	8,057.60 100.720 0.27 %	7,971.60 99.64	86.00	10	1.12 % 0.31 %
19,000	BNP PARIBAS MEDIUM TERM NOTE DTD 12/12/2013 2.400% 12/12/2018 NON CALLABLE CUSIP: 05574LTX6	19,012.16 100.064 0.63 %	18,955.54 99.77	56.62	24	2.40 % 2.39 %
12,000	BP CAPITAL MARKETS PLC DTD 11/01/2011 2.248% 11/01/2016 NON CALLABLE CUSIP: 05565QBT4	12,418.32 103.486 0.41 %	12,000.00 100.00	418.32	45	2.17 % 1.00 %
13,000	CC HOLDINGS GS V LLC/CRO DTD 04/15/2013 3.849% 04/15/2023 NON CALLABLE CUSIP: 14987BAE3 MOODY'S RATING: BAA3	12,169.30 93.610 0.40 %	12,400.96 95.39	231.66-	106	4.11 % 4.71 %
13,000	CISCO SYSTEMS INC DTD 02/22/2006 5.500% 02/22/2016 NON CALLABLE CUSIP: 17275RAC6 MOODY'S RATING: A1	14,301.69 110.013 0.47 %	12,940.59 99.54	1,361.10	256	5.00 % 0.78 %

SUNTRUST

FULLER E CALLAWAY FDN / FIXED I A
ACCOUNT NO. 1129547

PORTFOLIO DETAIL

AS OF 12/31/13

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
25,000	CITIGROUP INC DTD 09/26/2013 2.500% 09/26/2018 NON CALLABLE CUSIP: 172967HC8 MOODY'S RATING: BAA2	25,126.25 100.505 0.83 %	25,229.25 100.92	103.00-	165	2.49 % 2.39 %
13,000	CME GROUP INC DTD 02/09/2009 5.750% 02/15/2014 NON CALLABLE CUSIP: 12572QAD7 MOODY'S RATING: AA3	13,076.18 100.586 0.43 %	12,979.07 99.84	97.11	282	5.72 % 0.93 %
4,000	DIGITAL REALTY TRUST LP DTD 08/01/2010 5.875% 02/01/2020 NON CALLABLE CUSIP: 25389JAH9 MOODY'S RATING: BAA2	4,255.44 106.386 0.14 %	4,239.54 105.99	15.90	98	5.52 % 4.66 %
4,000	DOMINION RESOURCES INC DTD 08/15/2011 1.950% 08/15/2016 NON CALLABLE CUSIP: 25746UBN8 MOODY'S RATING: BAA2	4,066.20 101.655 0.13 %	3,999.04 99.98	67.16	29	1.92 % 1.31 %
6,000	DOW CHEMICAL CO/THE DTD 11/14/2012 3.000% 11/15/2022 CALLABLE CUSIP: 260543CH4 MOODY'S RATING: BAA2	5,595.84 93.264 0.18 %	5,892.72 98.21	296.88-	23	3.22 % 3.91 %
7,000	EBAY INC DTD 07/24/2012 2.600% 07/15/2022 CALLABLE CUSIP: 278642AE3 MOODY'S RATING: A2	6,438.11 91.973 0.21 %	6,990.83 99.87	552.72-	84	2.83 % 3.70 %

Form 990-PF, 58-0566148

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE / MARKET PRICE / % OF MARKET	FED TAX COST / COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
10,000	ENSCO PLC DTD 03/17/2011 4.700% 03/15/2021 NON CALLABLE CUSIP: 29358QAA7	10,577.40 105.774 0.35 %	9,802.50 98.03	774.90	138	4.44 % 3.78 %
14,000	ENTERPRISE PRODUCTS DTD 03/18/2013 3.350% 03/15/2023 CALLABLE CUSIP: 29379VAZ6 MOODY'S RATING: BAA1	13,298.74 94.991 0.44 %	13,531.70 96.66	232.96-	138	3.53 % 4.01 %
13,000	EXELON GENERATION CO LLC DTD 09/28/2007 6.200% 10/01/2017 NON CALLABLE CUSIP: 30161MAE3 MOODY'S RATING: BAA2	14,690.65 113.005 0.48 %	12,968.28 99.76	1,722.37	202	5.49 % 2.54 %
8,000	EXPRESS SCRIPTS HOLDING DTD 08/15/2012 2.650% 02/15/2017 NON CALLABLE CUSIP: 30219GAD0 MOODY'S RATING: BAA3	8,245.44 103.068 0.27 %	8,312.00 103.90	66.56-	80	2.57 % 1.64 %
8,000	FIDELITY NATIONAL INFORM DTD 04/15/2013 3.500% 04/15/2023 CALLABLE CUSIP: 31620MAK2 MOODY'S RATING: BAA3	7,292.08 91.151 0.24 %	7,996.64 99.96	704.56-	59	3.84 % 4.69 %
10,000	GENERAL ELECTRIC CO DTD 10/09/2012 2.700% 10/09/2022 NON CALLABLE CUSIP: 369604BD4 MOODY'S RATING: AA3	9,360.00 93.600 0.31 %	9,976.50 99.76	616.50-	62	2.88 % 3.56 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
8,000	GENERAL ELECTRIC CO DTD 12/06/2007 5.250% 12/06/2017 NON CALLABLE CUSIP: 369604BC6 MOODY'S RATING: AA3	9,055.52 113.194 0.30 %	7,935.60 99.19	1,119.92	29	4.64 % 1.76 %
26,000	GOLDMAN SACHS GROUP INC DTD 07/19/2013 2.900% 07/19/2018 NON CALLABLE CUSIP: 38147MAA3 MOODY'S RATING: BAA1	26,459.42 101.767 0.87 %	26,632.84 102.43	173.42-	339	2.85 % 2.49 %
9,000	HOWARD HUGHES MEDICAL DTD 07/22/2013 3.500% 09/01/2023 NON CALLABLE CUSIP: 44266RAC1 MOODY'S RATING: AAA	8,850.24 98.336 0.29 %	8,981.37 99.79	131.13-	139	3.56 % 3.71 %
8,000	INTEL CORP DTD 09/19/2011 1.950% 10/01/2016 NON CALLABLE CUSIP: 458140AH3 MOODY'S RATING: A1	8,224.00 102.800 0.27 %	7,987.76 99.85	236.24	39	1.90 % 0.92 %
24,000	INTEL CORP DTD 12/11/2012 2.700% 12/15/2022 NON CALLABLE CUSIP: 458140AM2 MOODY'S RATING: A1	22,123.44 92.181 0.73 %	23,799.84 99.17	1,676.40-	29	2.93 % 3.74 %
10,000	JOHN DEERE CAPITAL CORP MEDIUM TERM NOTE DTD 12/02/2011 1.250% 12/02/2014 NON CALLABLE CUSIP: 24422ERK7 MOODY'S RATING: A2	10,088.30 100.883 0.33 %	9,987.10 99.87	101.20	10	1.24 % 0.29 %

Form 990-PF, 58-0566148

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
25,000	JPMORGAN CHASE & CO DTD 05/15/2013 1.625% 05/15/2018 NON CALLABLE CUSIP: 46625HJL5 MOODY'S RATING: A3	24,480.00 97.920 0.81 %	24,586.50 98.35	106.50-	52	1.66 % 2.13 %
25,000	KINDER MORGAN ENERGY PARTNERS DTD 08/13/2012 3.450% 02/15/2023 CALLABLE CUSIP: 494550BM7 MOODY'S RATING: BAA2	23,221.00 92.884 0.77 %	24,980.25 99.92	1,759.25-	326	3.72 % 4.41 %
16,000	KINROSS GOLD CORP DTD 03/01/2012 5.125% 09/01/2021 CALLABLE CUSIP: 496902AJ6	15,285.12 95.532 0.50 %	15,000.00 93.75	285.12	273	5.36 % 5.86 %
20,000	LAZARD GROUP LLC DTD 11/14/2013 4.250% 11/14/2020 NON CALLABLE CUSIP: 52107QAF2 MOODY'S RATING: BA2	19,956.60 99.783 0.66 %	19,934.20 99.67	22.40	111	4.26 % 4.29 %
7,741.85	LB-UBS COMMERCIAL MORTGAGE TRUST CMO SERIES 2005-C7 CLASS A3 DTD 10/11/2005 VAR CPN 11/15/2030 NON CALLABLE CUSIP: 52108MAD5 MOODY'S RATING: N/A	8,014.98 103.528 0.26 %	7,813.82 100.93	201.16	23	5.27 % 5.14 %
22,000	MACYS RETAIL HLDGS INC DTD 11/20/2012 2.875% 02/15/2023 CALLABLE CUSIP: 55616XAH0 MOODY'S RATING: BAA3	19,910.44 90.502 0.66 %	21,969.64 99.86	2,059.20-	239	3.18 % 4.14 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
30,000	MORGAN STANLEY MEDIUM TERM NOTE DTD 11/22/2013 5.000% 11/24/2025 NON CALLABLE CUSIP: 6174467X1 MOODY'S RATING: BAA3	30,089.70 100.299 0.99 %	30,009.97 100.03	79.73	163	4.99 % 4.97 %
61,000	NEWMONT MINING CORP DTD 03/08/2012 3.500% 03/15/2022 CALLABLE CUSIP: 651639AN6 MOODY'S RATING: BAA1	51,921.98 85.118 1.71 %	55,126.04 90.37	3,204.06-	629	4.11 % 5.80 %
9,000	NOVARTIS SECS INVEST LTD DTD 02/10/2009 5.125% 02/10/2019 NON CALLABLE CUSIP: 66989GAA8	10,191.33 113.237 0.34 %	8,983.98 99.82	1,207.35	181	4.52 % 2.36 %
12,000	ORACLE CORP DTD 10/25/2012 1.200% 10/15/2017 NON CALLABLE CUSIP: 68389XAN5 MOODY'S RATING: A1	11,808.72 98.406 0.39 %	11,608.92 96.74	199.80	30	1.22 % 1.64 %
15,000	ORACLE CORP DTD 07/16/2013 2.375% 01/15/2019 CALLABLE CUSIP: 68389XAQ8 MOODY'S RATING: A1	15,134.25 100.895 0.50 %	14,888.55 99.26	245.70	163	2.35 % 2.19 %
14,000	PACCAR FINANCIAL CORP MEDIUM TERM NOTE DTD 09/29/2011 1.550% 09/29/2014 NON CALLABLE CUSIP: 69371RK39 MOODY'S RATING: A1	14,117.46 100.839 0.47 %	13,984.46 99.89	133.00	55	1.54 % 0.42 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
18,000	PRAXAIR INC DTD 03/07/2008 4.625% 03/30/2015 NON CALLABLE CUSIP: 74005PAR5 MOODY'S RATING: A2	18,910.08 105.056 0.62 %	17,974.62 99.86	935.46	210	4.41 % 0.56 %
9,000	TC PIPELINES LP DTD 06/17/2011 4.650% 06/15/2021 NON CALLABLE CUSIP: 87233QAA6 MOODY'S RATING: BAA2	9,106.92 101.188 0.30 %	9,045.72 100.51	61.20	19	4.60 % 4.46 %
15,000	TIME WARNER INC DTD 06/13/2012 3.400% 06/15/2022 NON CALLABLE CUSIP: 887317AQ8 MOODY'S RATING: BAA2	14,637.75 97.585 0.48 %	14,919.75 99.46	282.00-	23	3.48 % 3.74 %
7,000	TOYOTA MOTOR CREDIT CORP MEDIUM TERM NOTE DTD 06/17/2010 3.200% 06/17/2015 NON CALLABLE CUSIP: 89233P4B9 MOODY'S RATING: AA3	7,279.58 103.994 0.24 %	6,991.32 99.88	288.26	9	3.08 % 0.45 %
9,000	UNITED PARCEL SERVICE DTD 11/12/2010 3.125% 01/15/2021 NON CALLABLE CUSIP: 911312AM8 MOODY'S RATING: AA3	9,010.80 100.120 0.30 %	9,051.16 100.57	40.36-	130	3.12 % 3.11 %
34,000	VERIZON COMMUNICATIONS DTD 09/18/2013 5.150% 09/15/2023 NON CALLABLE CUSIP: 92343VBR4 MOODY'S RATING: BAA1	36,505.46 107.369 1.20 %	33,889.84 99.68	2,615.62	501	4.80 % 4.22 %

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
20,000	WAL-MART STORES INC DTD 04/11/2013 1.125% 04/11/2018 NON CALLABLE CUSIP: 931142DF7 MOODY'S RATING: AA2	19,410.00 97.050 0.64 %	19,981.60 99.91	571.60-	50	1.16 % 1.85 %
8,000	WEATHERFORD INTL LTD DTD 09/23/2010 5.125% 09/15/2020 NON CALLABLE CUSIP: 94707VAA8	8,594.08 107.426 0.28 %	8,223.44 102.79	370.64	121	4.77 % 3.86 %
9,000	WELLPOINT INC DTD 09/10/2012 3.300% 01/15/2023 NON CALLABLE CUSIP: 94973VBA4 MOODY'S RATING: BAA2	8,398.89 93.321 0.28 %	8,533.26 94.81	134.37-	137	3.54 % 4.20 %
14,000	WELLS FARGO & COMPANY MEDIUM TERM NOTE DTD 02/15/2012 1.250% 02/13/2015 NON CALLABLE CUSIP: 94974BFA3 MOODY'S RATING: A2	14,115.64 100.826 0.47 %	13,960.24 99.72	155.40	67	1.24 % 0.51 %
9,000	ZOETIS INC DTD 08/01/2013 3.250% 02/01/2023 CALLABLE CUSIP: 98978VAB9 MOODY'S RATING: BAA2	8,421.03 93.567 0.28 %	8,650.53 96.12	229.50-	122	3.48 % 4.11 %
7,000	3M COMPANY MEDIUM TERM NOTE DTD 09/29/2011 1.375% 09/29/2016 NON CALLABLE CUSIP: 88579YAD3 MOODY'S RATING: AA2	7,104.16 101.488 0.23 %	6,940.92 99.16	163.24	25	1.35 % 0.83 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
TOTAL CORPORATE OBLIGATIONS		**917,615.96**	**918,762.50**	**1,146.54-**	**9,467**	**3.58 %**
FOREIGN OBLIGATIONS						
22,000	UNITED MEXICAN STATES DTD 10/02/2013 4.000% 10/02/2023 NON CALLABLE CUSIP: 91086QBC1 MOODY'S RATING: BAA1	21,780.00 99.000 0.72 %	21,735.60 98.80	44.40	218	4.04 % 4.12 %
PREFERRED SECURITIES						
PREFERREDS						
275	ARCH CAPITAL 6.750% PREFERRED SERIES C CALLABLE CUSIP: G0450A204	6,305.75 22.930 0.21 %	6,945.00 25.25	639.25-	0	7.36 % 0.00 %
250	PNC FINANCIAL SERVICES 6.125% PREFERRED SERIES P CALLABLE CUSIP: 693475857	6,312.50 25.250 0.21 %	6,250.00 25.00	62.50	0	6.07 % 0.00 %
100	PUBLIC STORAGE 5.625% PREFERRED REAL ESTATE INVT TRUST CALLABLE CUSIP: 74460W602	2,021.00 20.210 0.07 %	2,500.00 25.00	479.00-	0	6.98 % 0.00 %
150	REINSURANCE GRP OF AMER 6.200% PREFERRED DUE 09/15/2042 CALLABLE CUSIP: 759351703	3,640.50 24.270 0.12 %	3,750.00 25.00	109.50-	0	6.40 % 0.00 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
TOTAL PREFERREDS		**18,279.75**	**19,445.00**	**1,165.25-**	**0**	**6.67 %**
TOTAL PREFERRED SECURITIES		**18,279.75**	**19,445.00**	**1,165.25-**	**0**	**6.67 %**
PROPRIETARY FUNDS						
44,112.631	RIDGEWORTH FD-SEIX FLTG RT HIGH INCM I SHS #RGCJ CUSIP: 76628T678	399,660.44 9.060 13.18 %	389,955.65 8.84	9,704.79	1,393	4.18 % 0.00 %
MISCELLANEOUS ASSETS						
1	CLASS ACTION PENDING LEHMAN BROTHERS HLDGS INC ON RCPT OF FINAL PMT CUSIP: 997001PZ9	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
PRINCIPAL PORTFOLIO TOTAL		**93,151.90**	**87,793.53**	**5,358.37**	**14,813**	**2.24 %**
INCOME PORTFOLIO						
	INCOME CASH	2,939,398.59 96.93 %	2,939,398.59			

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
TOTAL ASSETS		3,032,550.49	3,027,192.12	5,358.37	14,813	2.24 %

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SUNTRUST

PORTFOLIO SUMMARY

FULLER E CALLAWAY FDN / EQ I A
ACCOUNT NO. 1128417

AS OF 12/31/13

MAJOR INVESTMENT CLASS	MARKET VALUE	PERCENT OF ACCOUNT	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET
PRINCIPAL PORTFOLIO						
PRINCIPAL CASH	544,440.72-	52.25-%	544,440.72-			
STIF & MONEY MARKET FUNDS	25,187.39	2.42 %	25,187.39	0.00	0	0.01 %
EQUITY SECURITIES	1,016,895.22	97.58 %	737,422.27	279,472.95	803	1.28 %
MISCELLANEOUS ASSETS	0.00	0.00 %	0.00	0.00	0	0.00 %
PRINCIPAL PORTFOLIO TOTAL	**497,641.89**	**47.75 %**	**218,168.94**	**279,472.95**	**803**	**1.25 %**
INCOME PORTFOLIO						
INCOME CASH	544,440.72	52.25 %	544,440.72			
TOTAL ASSETS	**1,042,082.61**	**100.00 %**	**762,609.66**	**279,472.95**	**803**	**1.25 %**

Form 990-PF, 58-0566148

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
PRINCIPAL PORTFOLIO						
	PRINCIPAL CASH	544,440.72- 52.25-%	544,440.72-			
STIF & MONEY MARKET FUNDS						
25,187.39	FEDERATED MONEY MKT OBLIGS TR TRSY OBLIGS INSTL CL #68 FFS CUSIP: 609068DF5	25,187.39 1.000 2.42 %	25,187.39 1.00	0.00	0	0.01 % 0.00 %
EQUITY SECURITIES						
ENERGY						
181	ANADARKO PETROLEUM CORPORATION CUSIP: 032511107	14,356.92 79.320 1.38 %	13,764.22 76.05	592.70	0	0.91 % 0.00 %
98	CHEVRON CORPORATION CUSIP: 166764100	12,241.18 124.910 1.17 %	9,831.59 100.32	2,409.59	0	3.20 % 0.00 %
195	DEVON ENERGY CORPORATION CUSIP: 25179M103	12,064.65 61.870 1.16 %	12,130.28 62.21	65.63-	0	1.43 % 0.00 %
122	EOG RES INC CUSIP: 26875P101	20,476.48 167.840 1.96 %	14,511.89 118.95	5,964.59	0	0.45 % 0.00 %
307	HALLIBURTON CO CUSIP: 406216101	15,580.25 50.750 1.50 %	12,539.97 40.85	3,040.28	0	1.18 % 0.00 %

Form 990-PF, 58-0566148

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
TOTAL ENERGY		**74,719.48**	**62,777.95**	**11,941.53**	**0**	**1.30 %**
MATERIALS						
121	MONSANTO CO CUSIP: 61166W101	14,102.55 116.550 1.35 %	11,021.06 91.08	3,081.49	0	1.47 % 0.00 %
112	PPG INDUSTRIES INC CUSIP: 693506107	21,241.92 189.660 2.04 %	11,695.89 104.43	9,546.03	0	1.29 % 0.00 %
TOTAL MATERIALS		**35,344.47**	**22,716.95**	**12,627.52**	**0**	**1.36 %**
INDUSTRIALS						
108	BOEING CO CUSIP: 097023105	14,740.92 136.490 1.41 %	7,844.33 72.63	6,896.59	0	2.14 % 0.00 %
604	DELTA AIR LINES INC CUSIP: 247361702	16,591.88 27.470 1.59 %	9,988.20 16.54	6,603.68	0	0.87 % 0.00 %
55	GRAINGER W W INC CUSIP: 384802104	14,048.10 255.420 1.35 %	10,737.17 195.22	3,310.93	0	1.46 % 0.00 %
237	HONEYWELL INTERNATIONAL INC CUSIP: 438516106	21,654.69 91.370 2.08 %	14,400.33 60.76	7,254.36	0	1.97 % 0.00 %
180	HUNT JB TRANS SVCS CUSIP: 445658107	13,914.00 77.300 1.34 %	12,605.76 70.03	1,308.24	0	0.78 % 0.00 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
268	JACOBS ENGINEERING GROUP INC CUSIP: 469814107	16,881.32 62.990 1.62 %	15,050.96 56.16	1,830.36	0	0.00 % 0.00 %
193	NORFOLK SOUTHERN CORP CUSIP: 655844108	17,916.19 92.830 1.72 %	16,328.31 84.60	1,587.88	0	2.24 % 0.00 %
738	SOUTHWEST AIRLINES CO CUSIP: 844741108	13,903.92 18.840 1.33 %	10,592.44 14.35	3,311.48	44	0.85 % 0.00 %
408	TYCO INTERNATIONAL LTD CUSIP: H89128104	16,744.32 41.040 1.61 %	11,309.47 27.72	5,434.85	0	1.56 % 0.00 %
TOTAL INDUSTRIALS		**146,395.34**	**108,856.97**	**37,538.37**	**44**	**1.35 %**
CONSUMER DISCRETIONARY						
279	CBS CORPORATION CLASS B CUSIP: 124857202	17,783.46 63.740 1.71 %	6,435.91 23.07	11,347.55	50	0.75 % 0.00 %
327	COMCAST CORP-CL A CUSIP: 20030N101	16,992.56 51.965 1.63 %	11,249.98 34.40	5,742.58	64	1.50 % 0.00 %
537	D R HORTON INC CUSIP: 23331A109	11,985.84 22.320 1.15 %	12,350.64 23.00	364.80-	0	0.00 % 0.00 %
248	DISNEY WALT CO NEW CUSIP: 254687106	18,947.20 76.400 1.82 %	12,035.12 48.53	6,912.08	213	1.12 % 0.00 %

Form 990-PF, 58-0566148

SUNTRUST

FULLER E CALLAWAY FDN / EQ I A
ACCOUNT NO. 1128417

PORTFOLIO DETAIL

AS OF 12/31/13

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
217	HOME DEPOT INC CUSIP: 437076102	17,867.78 82.340 1.71 %	10,206.10 47.03	7,661.68	0	1.90 % 0.00 %
467	JOHNSON CONTROLS INC CUSIP: 478366107	23,957.10 51.300 2.30 %	14,611.32 31.29	9,345.78	103	1.72 % 0.00 %
282	LOWES COS INC CUSIP: 548661107	13,973.10 49.550 1.34 %	13,142.94 46.61	830.16	0	1.45 % 0.00 %
100	MOHAWK INDUSTRIES INC CUSIP: 608190104	14,890.00 148.900 1.43 %	11,394.24 113.94	3,495.76	0	0.00 % 0.00 %
539	PULTE GROUP INC CUSIP: 745867101	10,979.43 20.370 1.05 %	11,142.11 20.67	162.68-	27	0.98 % 0.00 %
130	TRW AUTOMOTIVE HOLDINGS CORP CUSIP: 87264S106	9,670.70 74.390 0.93 %	9,258.89 71.22	411.81	0	0.00 % 0.00 %
276	V.F. CORP CUSIP: 918204108	17,205.84 62.340 1.65 %	11,057.95 40.07	6,147.89	0	1.69 % 0.00 %
110	WHIRLPOOL CORPORATION CUSIP: 963320106	17,254.60 156.860 1.66 %	13,990.50 127.19	3,264.10	0	1.59 % 0.00 %
TOTAL CONSUMER DISCRETIONARY		**191,507.61**	**136,875.70**	**54,631.91**	**457**	**1.16 %**

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SunTrust

FULLER E CALLAWAY FDN / EQ I A
ACCOUNT NO. 1128417

PORTFOLIO DETAIL

AS OF 12/31/13

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
CONSUMER STAPLES						
145	COSTCO WHOLESALE CORP CUSIP: 22160K105	17,257.90 119.020 1.66 %	11,043.34 76.16	6,214.56	0	1.04 % 0.00 %
319	CVS CAREMARK CORP CUSIP: 126650100	22,830.83 71.570 2.19 %	15,693.52 49.20	7,137.31	0	1.54 % 0.00 %
212	KRAFT FOODS GROUP INC CUSIP: 50076Q106	11,428.92 53.910 1.10 %	9,819.36 46.32	1,609.56	111	3.89 % 0.00 %
422	KROGER CO CUSIP: 501044101	16,681.66 39.530 1.60 %	14,888.46 35.28	1,793.20	0	1.67 % 0.00 %
256	PROCTER & GAMBLE CO CUSIP: 742718109	20,840.96 81.410 2.00 %	19,637.77 76.71	1,203.19	0	2.96 % 0.00 %
TOTAL CONSUMER STAPLES		**89,040.27**	**71,082.45**	**17,957.82**	**111**	**2.10 %**

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
HEALTH CARE						
158	BECTON DICKINSON CUSIP: 075887109	17,457.42 110.490 1.68 %	15,827.12 100.17	1,630.30	0	1.97 % 0.00 %
206	CIGNA CORP CUSIP: 125509109	18,020.88 87.480 1.73 %	15,927.65 77.32	2,093.23	0	0.04 % 0.00 %
224	COVIDIEN PLC CUSIP: G2554F113	15,254.40 68.100 1.46 %	12,919.87 57.68	2,334.53	0	1.88 % 0.00 %
345	GILEAD SCIENCES INC CUSIP: 375558103	25,909.50 75.100 2.49 %	12,909.82 37.42	12,999.68	0	0.00 % 0.00 %
138	MCKESSON CORP CUSIP: 58155Q103	22,273.20 161.400 2.14 %	12,932.29 93.71	9,340.91	49	0.59 % 0.00 %
520	MYLAN INC CUSIP: 628530107	22,568.00 43.400 2.17 %	7,919.96 15.23	14,648.04	0	0.00 % 0.00 %
191	ZIMMER HLDGS INC CUSIP: 98956P102	17,799.29 93.190 1.71 %	14,601.36 76.45	3,197.93	38	0.86 % 0.00 %
TOTAL HEALTH CARE		**139,282.69**	**93,038.07**	**46,244.62**	**87**	**0.66 %**

SUNTRUST

FULLER E CALLAWAY FDN / EQ I A
ACCOUNT NO. 1128417

PORTFOLIO DETAIL

AS OF 12/31/13

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
FINANCIALS						
278	ALLSTATE CORP CUSIP: 020002101	15,162.12 54.540 1.45 %	9,500.46 34.17	5,661.66	104	1.83 % 0.00 %
202	AMERICAN EXPRESS CO CUSIP: 025816109	18,327.46 90.730 1.76 %	11,589.04 57.37	6,738.42	0	1.01 % 0.00 %
152	AMERIPRISE FINANCIAL INC. CUSIP: 03076C106	17,487.60 115.050 1.68 %	13,382.14 88.04	4,105.46	0	1.81 % 0.00 %
420	CITIGROUP INC CUSIP: 172967424	21,886.20 52.110 2.10 %	18,204.88 43.34	3,681.32	0	0.08 % 0.00 %
276	DISCOVER FINL SVCS CUSIP: 254709108	15,442.20 55.950 1.48 %	6,632.75 24.03	8,809.45	0	1.43 % 0.00 %
1,067	GENWORTH FINANCIAL CUSIP: 37247D106	16,570.51 15.530 1.59 %	13,649.28 12.79	2,921.23	0	0.00 % 0.00 %
338	METLIFE INC CUSIP: 59156R108	18,224.96 53.920 1.75 %	12,936.38 38.27	5,288.58	0	2.04 % 0.00 %
780	MORGAN STANLEY CUSIP: 617446448	24,460.80 31.360 2.35 %	15,701.94 20.13	8,758.86	0	0.64 % 0.00 %
TOTAL FINANCIALS		**147,561.85**	**101,596.87**	**45,964.98**	**104**	**1.05 %**

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
INFORMATION TECHNOLOGY						
173	ADOBE SYS INC CUSIP: 00724F101	10,359.07 59.879 0.99 %	9,518.46 55.02	840.61	0	0.00 % 0.00 %
345	ANALOG DEVICES INC CUSIP: 032654105	17,570.85 50.930 1.69 %	13,125.27 38.04	4,445.58	0	2.67 % 0.00 %
80	APPLE INC CUSIP: 037833100	44,881.60 561.020 4.31 %	26,826.09 335.33	18,055.51	0	2.17 % 0.00 %
817	CISCO SYSTEMS INC CUSIP: 17275R102	18,325.31 22.430 1.76 %	17,354.72 21.24	970.59	0	3.03 % 0.00 %
240	EBAY INC CUSIP: 278642103	13,167.60 54.865 1.26 %	13,351.91 55.63	184.31-	0	0.00 % 0.00 %
25	GOOGLE INC CL A CUSIP: 38259P508	28,017.75 1,120.710 2.69 %	13,813.43 552.54	14,204.32	0	0.00 % 0.00 %
23	MASTERCARD INC CL A CUSIP: 57636Q104	19,215.58 835.460 1.84 %	8,483.21 368.84	10,732.37	0	0.53 % 0.00 %
266	TE CONNECTIVITY LIMITED CUSIP: H84989104	14,659.26 55.110 1.41 %	13,229.48 49.73	1,429.78	0	1.81 % 0.00 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
351	TEXAS INSTRUMENTS INC CUSIP: 882508104	15,412.41 43.910 1.48 %	13,720.24 39.09	1,692.17	0	2.73 % 0.00 %
249	XILINX INC CUSIP: 983919101	11,434.08 45.920 1.10 %	11,054.50 44.40	379.58	0	2.18 % 0.00 %
TOTAL INFORMATION TECHNOLOGY		**193,043.51**	**140,477.31**	**52,566.20**	**0**	**1.57 %**
TOTAL EQUITY SECURITIES		**1,016,895.22**	**737,422.27**	**279,472.95**	**803**	**1.28 %**
MISCELLANEOUS ASSETS						
1	CLASS ACTION PENDING AMERICAN INTL GROUP ON RCPT OF FINAL PMT CUSIP: 997001FA5	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	CLASS ACTION PENDING CAREER EDUCATION ON RCPT OF FINAL PMT CUSIP: 997000ZM9	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	CLASS ACTION PENDING DELL INC ON RCPT OF FINAL PMT CUSIP: 997001HY1	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	CLASS ACTION PENDING FEDERAL HOME LOAN MTG CORP ON RCPT OF FINAL PMT CUSIP: 997000NN0	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
1	CLASS ACTION PENDING KING PHARMACEUTICALS ON RCPT OF FINAL PMT CUSIP: 997000QD9	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	CLASS ACTION PENDING MEDTRONIC, INC ON RCPT OF FINAL PMT CUSIP: 997001RQ7	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	CLASS ACTION PENDING MERRILL LYNCH / TYCO ON RCPT OF FINAL PMT CUSIP: 997000VV3	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	CLASS ACTION PENDING SLM CORPORATION ON RCPT OF FINAL PMT CUSIP: 997001QY1	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	CLASS ACTION PENDING TENET HEALTHCARE ON RCPT OF FINAL PMT CUSIP: 997000KE3	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	CLASS ACTION PENDING TENET HEALTHCARE CORP ON RCPT OF FINAL PMT CUSIP: 997001AH5	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
TOTAL MISCELLANEOUS ASSETS		**0.00**	**0.00**	**0.00**	**0**	**0.00 %**
PRINCIPAL PORTFOLIO TOTAL		**497,641.89**	**218,168.94**	**279,472.95**	**803**	**1.25 %**

Form 990-PF, 58-0566148

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
INCOME PORTFOLIO						
	INCOME CASH	544,440.72 52.25 %	544,440.72			
TOTAL ASSETS		1,042,082.61	762,609.66	279,472.95	803	1.25 %

SUNTRUST

FULLER E CALLAWAY FDN / MISC FDS I A
ACCOUNT NO. 7911848

PORTFOLIO SUMMARY

AS OF 12/31/13

MAJOR INVESTMENT CLASS	MARKET VALUE	PERCENT OF ACCOUNT	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET
PRINCIPAL PORTFOLIO						
PRINCIPAL CASH	1,297,741.41-	7.81-%	1,297,741.41-			
STIF & MONEY MARKET FUNDS	1,116,193.89	6.72 %	1,116,193.89	0.00	6	0.01 %
EQUITY SECURITIES	8,106,763.68	48.81 %	5,917,826.90	2,188,936.78	537	1.54 %
MUTUAL FUNDS	7,289,536.08	43.89 %	5,348,966.48	1,940,569.60	2,397	1.26 %
PROPRIETARY FUNDS	95,458.94	0.57 %	93,209.78	2,249.16	333	4.18 %
PRINCIPAL PORTFOLIO TOTAL	**15,310,211.18**	**92.19 %**	**11,178,455.64**	**4,131,755.54**	**3,273**	**1.33 %**
INCOME PORTFOLIO						
INCOME CASH	1,297,741.41	7.81 %	1,297,741.41			
TOTAL ASSETS	**16,607,952.59**	**100.00 %**	**12,476,197.05**	**4,131,755.54**	**3,273**	**1.33 %**

SUNTRUST

FULLER E CALLAWAY FDN / MISC FDS I A
ACCOUNT NO. 7911848

PORTFOLIO DETAIL

AS OF 12/31/13

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE / MARKET PRICE / % OF MARKET	FED TAX COST / COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
PRINCIPAL PORTFOLIO						
	PRINCIPAL CASH	1,297,741.41- 7.81-%	1,297,741.41-			
STIF & MONEY MARKET FUNDS						
1,116,193.89	FEDERATED MONEY MKT OBLIGS TR TRSY OBLIGS INSTL CL #68 FFS CUSIP: 609068DF5	1,116,193.89 1.000 6.72 %	1,116,193.89 1.00	0.00	6	0.01 % 0.00 %
EQUITY SECURITIES						
MUTUAL FUNDS-EQUITY						
7,851	ISHARES RUSSEL 2000 VALUE ETF CUSIP: 464287630	781,174.50 99.500 4.70 %	564,007.07 71.84	217,167.43	0	1.77 % 0.00 %
12,965	ISHARES RUSSELL MIDCAP GRWTH ETF CUSIP: 464287481	1,093,727.40 84.360 6.59 %	839,154.04 64.72	254,573.36	0	0.80 % 0.00 %
11,586	ISHARES RUSSELL MIDCAP VALUE ETF CUSIP: 464287473	761,316.06 65.710 4.58 %	557,147.97 48.09	204,168.09	0	1.71 % 0.00 %
30,698	ISHARES RUSSELL 1000 GROWTH ETF CUSIP: 464287614	2,638,493.10 85.950 15.89 %	1,843,609.04 60.06	794,884.06	0	1.29 % 0.00 %
25,486	ISHARES RUSSELL 1000 VALUE ETF CUSIP: 464287598	2,400,016.62 94.170 14.45 %	1,785,668.83 70.06	614,347.79	0	1.95 % 0.00 %

Form 990-PF, 58-0566148

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
2,400	ISHARES RUSSELL 2000 GROWTH ETF CUSIP: 464287648	325,224.00 135.510 1.96 %	223,003.57 92.92	102,220.43	0	0.72 % 0.00 %
TOTAL MUTUAL FUNDS-EQUITY		7,999,951.68	5,812,590.52	2,187,361.16	0	1.48 %
MUTUAL FUNDS-FIXED INCOME						
1,150	ISHARES IBOXX H/Y CORP BOND ETF CUSIP: 464288513	106,812.00 92.880 0.64 %	105,236.38 91.51	1,575.62	537	6.10 % 0.00 %
TOTAL EQUITY SECURITIES		**8,106,763.68**	**5,917,826.90**	**2,188,936.78**	**537**	**1.54 %**
MUTUAL FUNDS						
19,475.255	HARTFORD DIVIDEND AND GROWTH FUND CUSIP: 416645828	492,334.45 25.280 2.96 %	333,444.56 17.12	158,889.89	2,397	1.74 % 0.00 %
19,794.218	INVESCO SMALL CAP GROWTH FD-R5 CUSIP: 00141M622	840,066.61 42.440 5.06 %	460,324.26 23.26	379,742.35	0	0.29 % 0.00 %
50,823.252	JOHN HANCOCK FUNDS III DISCIPLINED VALUE FUND CUSIP: 47803U640	914,310.30 17.990 5.51 %	860,833.44 16.94	53,476.86	0	0.00 % 0.00 %
24,439.372	T. ROWE PRICE INSTITUTIONAL LARGE-CAP GROWTH FUND CUSIP: 45775L408	666,217.28 27.260 4.01 %	523,783.74 21.43	142,433.54	0	0.00 % 0.00 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
25,854.25	VANGUARD INSTITUTIONAL INDEX FUND CUSIP: 922040100	4,376,607.44 169.280 26.35 %	3,170,580.48 122.63	1,206,026.96	0	1.85 % 0.00 %
TOTAL MUTUAL FUNDS		7,289,536.08	5,348,966.48	1,940,569.60	2,397	1.26 %
PROPRIETARY FUNDS						
10,536.307	RIDGEWORTH FD-SEIX FLTG RT HIGH INCM I SHS #RGCJ CUSIP: 76628T678	95,458.94 9.060 0.57 %	93,209.78 8.85	2,249.16	333	4.18 % 0.00 %
PRINCIPAL PORTFOLIO TOTAL		**15,310,211.18**	**11,178,455.64**	**4,131,755.54**	**3,273**	**1.33 %**
INCOME PORTFOLIO						
	INCOME CASH	1,297,741.41 7.81 %	1,297,741.41			
TOTAL ASSETS		**16,607,952.59**	**12,476,197.05**	**4,131,755.54**	**3,273**	**1.33 %**

SUNTRUST

FULLER E CALLAWAY FDN / INT'L I A
ACCOUNT NO. 1129548

PORTFOLIO SUMMARY

AS OF 12/31/13

MAJOR INVESTMENT CLASS	MARKET VALUE	PERCENT OF ACCOUNT	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET
PRINCIPAL PORTFOLIO						
PRINCIPAL CASH	552,910.35-	14.48-%	552,910.35-			
STIF & MONEY MARKET FUNDS	1,558.07	0.04 %	1,558.07	0.00	0	0.00 %
EQUITY SECURITIES	247,169.12	6.47 %	262,489.52	15,320.40-	0	2.73 %
MUTUAL FUNDS	3,568,698.01	93.48 %	2,914,615.78	654,082.23	0	1.67 %
PRINCIPAL PORTFOLIO TOTAL	**3,264,514.85**	**85.52 %**	**2,625,753.02**	**638,761.83**	**0**	**1.74 %**
INCOME PORTFOLIO						
INCOME CASH	552,910.35	14.48 %	552,910.35			
TOTAL ASSETS	**3,817,425.20**	**100.00 %**	**3,178,663.37**	**638,761.83**	**0**	**1.74 %**

Form 990-PF, 58-0566148

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
PRINCIPAL PORTFOLIO						
	PRINCIPAL CASH	552,910.35- 14.48-%	552,910.35-			
STIF & MONEY MARKET FUNDS						
1,558.07	FEDERATED MONEY MKT OBLIGS TR TRSY OBLIGS INSTL CL #68 FFS CUSIP: 609068DF5	1,558.07 1.000 0.04 %	1,558.07 1.00	0.00	0	0.00 % 0.00 %
EQUITY SECURITIES						
MUTUAL FUNDS-EQUITY						
6,008	VANGUARD FTSE EMERGING MARKETS ETF CUSIP: 922042858	247,169.12 41.140 6.47 %	262,489.52 43.69	15,320.40-	0	2.73 % 0.00 %
MUTUAL FUNDS						
41,119.078	ARTISAN INTERNATIONAL VALUE FUND CUSIP: 04314H881	1,511,948.50 36.770 39.61 %	1,233,889.50 30.01	278,059.00	0	2.51 % 0.00 %
65,540.887	MFS RESEARCH INTERNATIONAL FUND CUSIP: 552983470	1,209,229.37 18.450 31.68 %	953,301.74 14.55	255,927.63	0	1.49 % 0.00 %
22,564.434	OPPENHEIMER DEVELOPING MARKETS FUND CUSIP: 683974505	847,520.14 37.560 22.20 %	727,424.54 32.24	120,095.60	0	0.43 % 0.00 %

Form 990-PF, 58-0566148

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
TOTAL MUTUAL FUNDS		3,568,698.01	2,914,615.78	654,082.23	0	1.67 %
PRINCIPAL PORTFOLIO TOTAL		**3,264,514.85**	**2,625,753.02**	**638,761.83**	**0**	**1.74 %**
INCOME PORTFOLIO						
	INCOME CASH	552,910.35 14.48 %	552,910.35			
TOTAL ASSETS		**3,817,425.20**	**3,178,663.37**	**638,761.83**	**0**	**1.74 %**

SUNTRUST

PORTFOLIO SUMMARY

FULLER E CALLAWAY FDN / ALTERNATIVES
ACCOUNT NO. 1129050

AS OF 12/31/13

MAJOR INVESTMENT CLASS	MARKET VALUE	PERCENT OF ACCOUNT	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET
PRINCIPAL PORTFOLIO						
PRINCIPAL CASH	476.76	0.01 %	476.76			
STIF & MONEY MARKET FUNDS	21,879.99	0.52 %	21,879.99	0.00	0	0.01 %
MUTUAL FUNDS	4,146,309.86	99.48 %	2,857,207.45	1,289,102.41	0	0.00 %
PRINCIPAL PORTFOLIO TOTAL	**4,168,666.61**	**100.01 %**	**2,879,564.20**	**1,289,102.41**	**0**	**0.00 %**
INCOME PORTFOLIO						
INCOME CASH	476.76-	0.01-%	476.76-			
TOTAL ASSETS	**4,168,189.85**	**100.00 %**	**2,879,087.44**	**1,289,102.41**	**0**	**0.00 %**

Form 990-PF, 58-0566148

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
PRINCIPAL PORTFOLIO						
	PRINCIPAL CASH	476.76 0.01 %	476.76			
STIF & MONEY MARKET FUNDS						
21,879.99	FEDERATED MONEY MKT OBLIGS TR TRSY OBLIGS INSTL CL #68 FFS CUSIP: 609068DF5	21,879.99 1.000 0.52 %	21,879.99 1.00	0.00	0	0.01 % 0.00 %
MUTUAL FUNDS						
1,601.368	LIGHTHOUSE DIVERSIFIED LTD OFFSHORE FD CUSIP: 532LHP115	3,022,990.04 1,887.755 72.53 %	1,798,716.92 1,123.24	1,224,273.12	0	0.00 % 0.00 %
3.53	LIGHTHOUSE LOW VOLATILITY LTD OFFSHORE CL A**FD UNDER LIQUIDATION* CUSIP: 532LHP479	5,837.41 1,653.656 0.14 %	3,737.53 1,058.79	2,099.88	0	0.00 % 0.00 %
4,645.78	PINE GROVE OFFSHORE FD LTD LOW VOLATILITY FD CL A CUSIP: 994989J77	527,667.69 113.580 12.66 %	500,000.00 107.62	27,667.69	0	0.00 % 0.00 %
56,718	SPRINGHARBOUR 2013 PRIVATE EQUITY FUND LP CUSIP: 994991H75	56,718.00 1.000 1.36 %	54,753.00 0.97	1,965.00	0	0.00 % 0.00 %
500	VOYAGER PARTNERS OFFSHORE LTD CL S MARCH 2013 CUSIP: 994939HY5	533,096.72 1,066.193 12.79 %	500,000.00 1,000.00	33,096.72	0	0.00 % 0.00 %

Form 990-PF, 58-0566148

SUNTRUST

FULLER E CALLAWAY FDN / ALTERNATIVES
ACCOUNT NO. 1129050

PORTFOLIO DETAIL

AS OF 12/31/13

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
TOTAL MUTUAL FUNDS		4,146,309.86	2,857,207.45	1,289,102.41	0	0.00 %
PRINCIPAL PORTFOLIO TOTAL		**4,168,666.61**	**2,879,564.20**	**1,289,102.41**	**0**	**0.00 %**
INCOME PORTFOLIO						
	INCOME CASH	476.76- 0.01-%	476.76-			
TOTAL ASSETS		**4,168,189.85**	**2,879,087.44**	**1,289,102.41**	**0**	**0.00 %**

Hatton Lovejoy Scholarship Plan & Application

sponsored by Fuller E. Callaway Foundation – LaGrange, Georgia

PURPOSE

The purpose of the Scholarship Plan is to encourage and assist worthy young men and women to prepare themselves through college training for positions of community leadership and service.

SCHOLARSHIP AWARDS

A maximum of ten scholarships may be awarded each year under the Hatton Lovejoy Scholarship Plan. Not more than six awards may be made to any one sex.

The maximum amount of a scholarship award shall be $2,250.00 per semester of college attendance for 8 semesters, or a total maximum value per scholarship award of $18,000.00.

Students receiving scholarship awards may attend any college or university of their choice approved by the Hatton Lovejoy Scholarship Plan Committee. They will be expected to pursue a full course of study each quarter or semester during the period of the award.

The amount of any scholarship award shall not exceed the actual expenses of tuition, room, board, books and lab fees of the student as approved by the Hatton Lovejoy Scholarship Plan Committee. A recipient of a Lovejoy Scholarship award will not be permitted, without specific approval of the Hatton Lovejoy Scholarship Plan Committee, to accept any other scholarship funds or loans except from parents or legal guardian. Such approval is routinely given, unless the total scholarships received would exceed the actual allowed school expenses.

Additional scholarship awards to substitute for vacancies in scholarships previously awarded may be made in the discretion of the Hatton Lovejoy Scholarship Plan Committee.

ELIGIBILITY REQUIREMENTS

Applicants for scholarship awards shall have been residents of Troup County, Georgia, for at least two years. Applicants for scholarship awards must be graduates of (or scheduled for graduation within six months) an accredited high school with a scholastic standing in the upper 25% of their class. Applicants for scholarship awards, while in college, must maintain a cumulative scholastic standing in the upper one-half of their college class.

WITHDRAWAL OF AWARDS

A scholarship award may be withdrawn if the original eligibility status of the student changes during the period of the award, except that the award may be continued through the school year during which such change in status occurs.
A scholarship award will be withdrawn if a cumulative scholastic standing in the upper one-half of the student's class is not

maintained, except that the award may be continued through the freshman year. A scholarship award will be withdrawn if the personal conduct of the student, in the opinion of the Scholarship Committee, becomes unsatisfactory.

APPLICATION

All applications must be returned to the Hatton Lovejoy Scholarship Plan Committee not later than the closing date shown on the application form. The official transcript of an applicant's high school record and other information requested on the application form must accompany the application.

Letters of reference are not desired as the Committee will make its own investigation.

SELECTION OF SCHOLARSHIP AWARD STUDENTS

Responsibility for the selection of the applicants to receive scholarship awards will be vested in the Hatton Lovejoy Scholarship Plan Committee. The Committee will give consideration to the following factors when selecting a student for a scholarship award:

- College Board and intelligence test
- Scholastic record
- Financial needs
- Planned course of study
- Character
- Qualities of leadership
- Participation in student and community activities
- Cooperation with school authorities
- Personal interview by Scholarship Plan Committee or by designated representatives
- Other information obtained through investigation by the Committee
- Purpose in life

ADMINISTRATION

The Hatton Lovejoy Scholarship Plan is sponsored by Fuller E. Callaway Foundation. The Plan is administered by the Hatton Lovejoy Scholarship Plan Committee appointed by the Board of Trustees of Fuller E. Callaway Foundation.

The decision of the Scholarship Plan Committee will be final in the administration of the Scholarship Plan.

Students receiving scholarship awards will be required to make periodic reports to the Scholarship Plan Committee. The Committee also requires that a transcript of the student's grades be received from the college after each quarter or semester. Until quarterly or semester reports and transcripts are received, no further payment will be made.

The right is reserved by Fuller E. Callaway Foundation to modify or discontinue this Hatton Lovejoy Scholarship Plan at any time except that scholarships previously awarded will be fulfilled.

Applications and correspondence should be addressed to:

Fuller E. Callaway Foundation
Hatton Lovejoy Scholarship Plan Committee
P.O. Box 790
LaGrange, Georgia 30241

HATTON LOVEJOY SCHOLARSHIP PLAN

Sponsored By Fuller E. Callaway Foundation

APPLICATION

Read Carefully Before Filling Out Application

1. Study the requirements in Hatton Lovejoy Scholarship Plan pamphlet.
2. Do not submit an application unless you are reasonably sure that your high school scholastic record places you in the top 25% of your class.
3. Read the application blank before attempting to fill it out.
4. Answer all questions. Do not answer with a check mark. If the answer is "none," please write "none."
5. Give special care and thought to answering question 17.
6. Do not submit letters of reference as the Scholarship Committee will make its own investigation.
7. Attach a recent individual portrait/passport photograph and high school transcript.
8. Attach additional pages to answer any questions for which sufficient space has not been provided.
9. Incomplete applications will not be considered.
10. Late applications will not be considered.

CLOSING DATE

For submitting Application

February 15, 2014

FORWARD THIS APPLICATION TO:
(together with photograph and transcripts)

Fuller E. Callaway Foundation
Hatton Lovejoy Scholarship Committee
P.O. Box 790
LaGrange, Georgia 30241

NAME ______________________________

ADDRESS ______________________________

CITY______________________ STATE ________ ZIP__________

1. Full Name ______________________ Telephone ______________

2. Email Address ______________________

3. Current Home Address ______________________

____
City State County Zip

4. Have you been a resident of Troup County for at least two years? ______________

5. Date of Birth ______________ Place of Birth ______________
Month Day Year

6. Father's name in full ______________________

Address ______________________

Where is Father employed? ______________________

Mother's name in full ______________________

Address ______________________

Where is Mother employed? ______________________

7. List schools attended and attach transcripts as applicable.

	Name of School	**Location**	**From**	**To**
Junior High School				
High School				
Other				

8. List extra-curricular activities, honors received, and offices held in:

School ______________________

Church ______________________

Community ______________________

9. Name of college or university you desire to attend ______________________________

10. Address of Financial Aid Office of college or university you desire to attend ______________________

____

____

11. Itemize the cost of attending this school on a quarter (or semester) basis, according to the school's policy.

 Tuition or matriculation fees $______________________________

 Room $______________________________

 Meals $______________________________

 Textbooks $______________________________

 Laboratory or other special fees $______________________________

 Others (Specify) $______________________________

 Total Cost $______________________________

12. From what source do you propose to pay expenses over and above a scholarship award?______________

____

____

13. What course of study do you propose to take?______________________________

 For what occupation or profession are you preparing?______________________________

14. Have you had any previous experience in this field? Yes_____ No _____ If yes, explain ______________

____

____

15. Have you been offered a scholarship of any other nature? Yes _____ No _____ If yes, explain ____________

____

____

16. Supply additional information that might be helpful to the Hatton Lovejoy Scholarship Plan Committee. (Please type your answer on a separate sheet of paper.)

17. Explain your desire to go to college, your need for a scholarship, and your plans beyond college. (Please type your answer on a separate sheet of paper.)

Date _____/_____/_____ Signature ______________________________

HATTON LOVEJOY GRADUATE STUDIES FUND INFORMATION & APPLICATION

sponsored by Fuller E. Callaway Foundation - LaGrange, Georgia

PURPOSE

The purpose of the graduate studies scholarship program is to encourage and assist worthy young men and women to advance themselves through postgraduate education to assume roles in community leadership and service. Funds for the graduate studies scholarships were provided in a bequest in the will of Fuller E. Callaway, III, who died in 1971.

ELIGIBILITY REQUIREMENTS

The graduate studies scholarship grants are open to any person enrolled or accepted in any accredited postgraduate program of study.

- First preference is given to children of former employees of Callaway Mills who graduated from high school in Troup County, Georgia and who currently live in Troup County, Georgia.
- Second preference is given to those who currently live in Troup County, Georgia who graduated from high school in Troup County, Georgia.
- Third preference is given to those who have been employed or lived in Troup County, Georgia for the last five years or more and can demonstrate a likelihood of employment in Troup County after completion of the graduate degree.
- For those students who are within two years of completing their undergraduate degree or graduate degree, if consecutive, residency within Troup County is based on the residency of their parent or guardian.

WITHDRAWAL OF AWARDS

A scholarship award may be withdrawn if the original eligibility status of the student changes during the period of the award. A scholarship award will be withdrawn if the recipient fails to maintain at least the minimum average required to remain in good standing at the institution attended. A scholarship award will be withdrawn if the personal conduct of the student, in the opinion of the Graduate Studies Fund Committee, becomes unsatisfactory.

APPLICATION

All applications must be returned to the Hatton Lovejoy Graduate Studies Fund Committee not later than the closing date shown on the application form.

Official transcripts of scholastic records and other information requested on the application form must accompany the application.

SELECTION OF SCHOLARSHIP PROGRAM STUDENTS

Responsibility for the selection of the applicants to receive scholarship awards will be vested in the Hatton Lovejoy Graduate Studies Fund Committee. The Committee will give consideration to the following factors when selecting a student for a scholarship award:

- Scholastic record
- Graduate program entrance tests
- Financial needs
- Recommendations from instructors and others with personal knowledge of applicants character and ability
- Personal interview by Graduate Studies Fund Committee
- Other information obtained through investigation by the Committee

Minimum Requirements of Applicants for Consideration:

- Completion of undergraduate degree from an accredited institution or completion of four years of a five or six year program which results in a master's level degree or equivalent upon completion.
- Graduate work must be working toward an advanced degree which is progressive (i.e. at least one level beyond existing degree currently held). For example, an applicant might be working toward a master's degree. After completion, the applicant might reapply for a scholarship for a doctorate degree which is in normal progression. If applicant decided to work toward a second master's degree, applicant would not be eligible for scholarship assistance.

ADMINISTRATION

The Hatton Lovejoy Graduate Studies Fund is sponsored by Fuller E. Callaway Foundation. The Fund is administered by the Hatton Lovejoy Graduate Studies Fund Committee appointed by the Board of Trustees of Fuller E. Callaway Foundation.

The decision of the Graduate Studies Fund Committee will be final in the administration of the Scholarship Fund.

Students receiving scholarship awards will be required to make periodic reports to the Graduate Studies Fund Committee. The Committee also requires that a transcript of the student's grades be received from the college after each quarter or semester. Until quarterly or semester reports and transcripts are received, no further payment will be made.

The right is reserved by Fuller E. Callaway Foundation to modify or discontinue this Hatton Lovejoy Graduate Studies Fund at any time except that scholarships previously awarded will be fulfilled.

Applications and correspondence should be addressed to:

Fuller E. Callaway Foundation
Hatton Lovejoy Graduate Studies Fund Committee
P.O. Box 790
LaGrange, Georgia 30241

HATTON LOVEJOY GRADUATE STUDIES FUND

Sponsored By Fuller E. Callaway Foundation

APPLICATION

Read Carefully Before Filling Out Application

1. Answer all questions. Do not answer with a check mark. If the answer is "none," please write "none."
2. Give special care and thought to answering question 23.
3. Submit two letters of reference from instructors or others with knowledge of your character and ability.
4. Attach a recent individual portrait/passport photograph, high school transcript, and college transcript(s).
5. Attach copies of results of all graduate school entrance tests taken, showing dates of such tests.
6. Attach additional pages to answer any questions for which sufficient space has not been provided.
7. Incomplete applications will not be considered.
8. Late applications will not be considered.

CLOSING DATE

For submitting Application

May 15, 2014

FORWARD THIS APPLICATION TO:

Fuller E. Callaway Foundation
Hatton Lovejoy Graduate Studies Committee
P.O. Box 790
LaGrange, Georgia 30241

NAME ____________________

ADDRESS ____________________

CITY ____________________ STATE ________ ZIP ________

1. Full Name ______________________________

2. Current Home Address ______________________________

______________________________ Telephone ______________
City State County Zip

3. Your Temporary Address at School (*If Applicable*) ______________________________

______________________________ Telephone ______________
City State County Zip

4. Email Address ______________________________

5. Date of Birth ______________ Place of Birth ______________

6. List work experience ______________________________

____

____

7. Are you married? ______________ Wife or husband's name ______________

Is wife/husband employed? ______________ Where? ______________

8. If you did not graduate from high school in Troup County, have you been employed or lived in Troup County for the last 5 years or more? Yes ________ No ________ If yes, explain the likelihood of employment in Troup County after completion of your graduate degree ______________________________

____

____

9. Have you served in Armed Services? If so, give date of entrance, branch, highest rank held, and date of discharge ______________________________

____

10. Father's name in full ______________________________

Address ______________________________

Where is Father employed? ______________ How long? ______________

Mother's name in full (include Maiden Name) ______________________________

Address ______________________________

Where is Mother employed? ______________ How long? ______________

11. Was your father or mother ever employed by Callaway Mills Company? ____________________

If so, when? ____________________

____

12. List schools attended:

	Name of School	Location	From	To
High School				
College (s)				
Degrees Awarded				

Gradepoint average achieved for the most recent advanced degree currently held (ex. 3.5 out of a 4.0 scale):

____

13. List extracurricular activities, honors received, and offices held in:

College ____________________

____

____

Church ____________________

____

____

Community ____________________

____

____

14. Name and address of graduate school wherein you are now enrolled or now accepted as a candidate for a graduate degree: Name: ____________________

Address: ____________________

____

15. Degree you are seeking: ____________________

16. Is the degree you are seeking a more advanced degree than the highest level degree you currently hold?

Yes________ No ________

17. How many semesters will it take to earn your degree? ____________________

18. Will you be attending graduate school during the summers? ____________________

19. Itemize the cost of attending this school on a semester basis, according to the school's policy.

	Semester	Tuition	Fees	Books	Total
Ex.	*Fall 2014*	*3,400.00*	*575.00*	*350.00*	*8,525.00*
	Summer 2014				
	Fall 2014				
	Spring 2015				
	Summer 2015				
	Fall 2015				
	Spring 2016				
	Summer 2016				
	Fall 2016				
	Spring 2017				
	Summer 2017				
	Fall 2017				
	Spring 2018				
	Summer 2018				
	TOTALS				

20. From what source do you propose to pay expenses over and above a scholarship award? ____________________

____

21. Have you been offered any other scholarships or other type of aid? Yes _____ No _____

If yes, explain ____________________

____

____

22. Supply on a separate sheet additional information that might be helpful to the Hatton Lovejoy Graduate Studies Fund Committee.

23. Explain on a separate sheet your desire to go to graduate school, your need for a scholarship and your plans beyond graduate school.

Date ______________________ Signature ______________________________________