

**UNITED STATES HOUSE OF REPRESENTATIVES**  
**2013 FINANCIAL DISCLOSURE STATEMENT**

Form A  
 For Use by Members, Officers, and Employees

Name: GEORGE J. (MIKE) KELLY Daytime Telephone: 202-225-5406

*JK*

**HAND DELIVERED**  
 Page 1 of 2  
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FILER STATUS	<input checked="" type="checkbox"/> Member of or Candidate for U.S. House of Representatives	State: <u>PR</u> District: <u>03</u>	<input type="checkbox"/> Officer or Employee	Employing Office: _____
REPORT TYPE	<input checked="" type="checkbox"/> 2013 Annual (Due: May 15, 2014)	<input type="checkbox"/> Amendment	<input type="checkbox"/> Termination Date: _____	

**PRELIMINARY INFORMATION - ANSWER EACH OF THESE QUESTIONS**

A. Did you, your spouse, or your dependent child: a. Own any reportable asset that was worth more than \$1,000 at the end of the reporting period? or b. Make more than \$200 in unearned income from any reportable asset during the reporting period?	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	F. Did you have any reportable agreement or arrangement with an outside entity during the reporting period or in the current calendar year up through the date of filing?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
B. Did you, your spouse, or your dependent child purchase, sell, or exchange any securities or reportable real estate in a transaction exceeding \$1,000 during the reporting period?	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	G. Did you, your spouse, or your dependent child receive any reportable gift(s) totaling more than \$350 in value from a single source during the reporting period?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
C. Did you or your spouse have "earned" income (e.g., salaries, honoraria, or pension/IRA distributions) of \$200 or more during the reporting period?	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	H. Did you, your spouse, or your dependent child receive any reportable travel or reimbursements for travel totaling more than \$350 in value from a single source during the reporting period?	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>
D. Did you, your spouse, or your dependent child have any reportable liability (more than \$10,000) at any point during the reporting period?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	I. Did any individual or organization make a donation to charity in lieu of paying you for a speech, appearance, or article during the reporting period?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
E. Did you hold any reportable positions during the reporting period or in the current calendar year up through the date of filing?	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	<b>ATTACH THE CORRESPONDING SCHEDULE IF YOU ANSWER "YES"</b>	

**IPO, EXCLUSION OF SPOUSE, DEPENDENT, OR TRUST INFORMATION - ANSWER EACH OF THESE QUESTIONS**

IPO - Did you purchase any shares that were allocated as a part of an Initial Public Offering during the reporting period? If you answered "yes" to this question, please contact the Committee on Ethics for further guidance.	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
TRUSTS - Details regarding "Qualified Blind Trusts" approved by the Committee on Ethics and certain other "excepted trusts" need not be disclosed. Have you excluded from this report details of such a trust that benefits you, your spouse, or dependent child?	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>
EXEMPTION - Have you excluded from this report any other assets, "unearned" income, transactions, or liabilities of a spouse or dependent child because they meet all three tests for exemption? Do not answer "yes" unless you have first consulted with the Committee on Ethics.	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

**SCHEDULE A -- ASSETS & "UNEARNED INCOME"**

Name: George J. (Mike) Kelly Page 2 of 18

BLOCK A Asset and/or Income Source			BLOCK B Value of Asset											BLOCK C Type of Income					BLOCK D Amount of Income								BLOCK E Transaction								
Identify (a) each asset held for investment or production of income and with a fair market value exceeding \$1,000 at the end of the reporting period, and (b) any other reportable asset or source of income that generated more than \$200 in "unearned" income during the year.  Provide complete names of stocks and mutual funds (do not use only ticker symbols).  For all IRAs and other retirement plans (such as 401(k) plans) provide the value for each asset held in the account that exceeds the reporting threshold.  For bank and other cash accounts, total the amount in all interest-bearing accounts. If the total is over \$5,000, list every financial institution where there is more than \$1,000 in interest-bearing accounts.  For rental and other real property held for investment, provide a complete address or description, e.g., "rental property," and a city and state.  For an ownership interest in a privately-held business that is not publicly traded, state the name of the business, the nature of its activities, and its geographic location in Block A.  Exclude: Your personal residence, including second homes and vacation homes (unless there was rental income during the reporting period); and any financial interest in, or income derived from, a federal retirement program, including the Thrift Savings Plan.  If you have a privately-traded fund that is an Excepted Investment Fund, please check the "EIF" box.  If you so choose, you may indicate that an asset or income source is that of your spouse, (S), or dependent child (DC), or jointly held with anyone (JT), in the optional column on the far left.  For a detailed discussion of Schedule A requirements, please refer to the instruction booklet.			Indicate value of asset at close of the reporting period. If you use a valuation method other than fair market value, please specify the method used.  If an asset was sold during the reporting period and is included only because it generated income, the value should be "None."  Column M is for assets held by your spouse or dependent child in which you have no interest.											Check all columns that apply. For accounts that generate tax-deferred income (such as 401(k), IRA, or 529 accounts), you may check the "Tax-Deferred" column. Dividends, interest, and capital gains, when reported, must be disclosed as income for assets held in taxable accounts. Check "None" if the asset generated no income during the reporting period.					For assets for which you checked "Tax-Deferred" in Block C, you may check the "None" column. For all other assets indicate the category of income by checking the appropriate box below: Dividends, interest, and capital gains, when reported, must be disclosed as income for assets held in taxable accounts. Check "None" if no income was earned or generated.  Column XII is for assets held by your spouse or dependent child in which you have no interest.								Indicate if the asset had purchases (P), sales (S), exchanges (E), or redemptions (R) exceeding \$1,000 in the reporting period.  If only a portion of an asset was sold, please indicate the dollar amount (to quarter).								
S, DC, JT, or None	EIF	Asset/Income Source	A	B	C	D	E	F	G	H	I	J	K	L	M	None	Dividends	Interest	Excepted/Blind Trust	Other Type of Income (Specify: e.g., Partnership Income or Farm Income)	None	I	II	III	IV	V	VI	VII	VIII	IX	X	XI	XII	Transaction	
			\$1,001-\$15,000	\$15,001-\$50,000	\$50,001-\$100,000	\$100,001-\$500,000	\$500,001-\$1,000,000	\$1,000,001-\$5,000,000	\$5,000,001-\$25,000,000	\$25,000,001-\$50,000,000	Spouse/DC Asset over \$1,000,000*	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None
		Example: Mega Corp. Stock					X										X																		
		Example: Mutual & Bond																																	
		Example: ABC Hedge Fund																																	

Use additional sheets if more space is required.

SEE FOLLOWING SCHEDULES



Name: George J. (Mike) Kelly

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	BLOCK A Asset and/or Income Source	BLOCK B Year-End Value of Asset													BLOCK C Type of Income							BLOCK D Amount of Income												BLOCK E Transaction			
		A	B	C	D	E	F	G	H	I	J	K	L	M	None	Dividend	Rent	Interest	Capital Gains	Exempt Blind Trust	Other Type of Income (Specify)	I	II	III	IV	V	VI	VII	VIII	IX	X	XI	XII				
SP	Dekalb Pri Hosp Auth Children Bonds		X																X																		S
SP	Florida St Brd Cap Outlay Ser Bonds								X										X																	S	
SP	Hanover County VA Ref 7 Pub Impt Bonds									X									X																	S	
SP	Illinois St Sales Tax Rev Agrm Ca Bonds										X								X																	P	
SP	Maryland ST 2nd 5 Go Call										X								X																	P	
SP	Mich Mun Auth Rev Clean Water Bonds										X								X																	P	
SP	Michigan St Environmental Prog Bonds										X								X																	P	
SP	Michigan State Trunk Line Rd Ref Fsa										X								X																	P	
SP	Missouri St Hwys & Trans Commn Bonds										X								X																	P	
SP	Nevada State Unemployment Compens Rev Call										X								X																	P	
SP	North Carolina St Estm Muni PR Bonds										X								X																	P	
SP	Ohio State Common Sch Go										X								X																	P	
SP	Ohio St Wtr Dev Auth Wtr Ref In Bonds										X								X																	P	
SP	Prince Georges Crty MD Ref Cons Bonds										X								X																	S	
SP	Puerto Rico Elec Pwr Auth Pwr Bonds										X								X																	S(part)	
SP	Southern Calif Pub Pwr Auth Rev Bonds										X								X																	S	
SP	Tampa Bay Wtr Fla A Regl Wtr Ref Bonds										X								X																	S	
SP	Washington St Ser C G O Ambac Bonds										X								X																	S	
SP	Blackrock Liquidity funds											X							X																	S	
SP	3M Company stock																		X																	S	
SP	Accenture PLC Class A stock																		X																	S	
SP	Aetna Inc New stock																		X																	S	
SP	Agrium Inc stock																		X																	S(part)	
SP	Allergan Inc stock																		X																	P	
SP	Alltra Group Inc stock																		X																	S(part)	
SP	American Express co stock																		X																	S	
SP	Anheuser-Busch stock																		X																	S	
SP	Apple Inc stock																		X																	P S(part)	
SP	AT&T Inc stock																		X																	S	
SP	Avnet Inc stock																		X																	P S	
SP	B/E Aerospace Inc stock																		X																	P	
SP	Baxter International Inc stock																		X																	P S	
SP	Becton Dickinson & Co stock																		X																	P S(part)	
SP	Best Buy Co Inc																		X																	P	
SP	Boeing Co stock																		X																	S(part)	
SP	Canadian Pacific Railway Ltd stock																		X																	P	
SP	Capital One Financial Corp stock																		X																	S	
SP	CBS Corp Class B WI stock																		X																	P	
SP	Calgene Corp stock																		X																	P	
SP	CF Industries Holdings Inc stock																		X																	S	

SCHEDULE A - ASSETS AND "UNEARNED" INCOME

Name: George J. (Mike) Kelly

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SP, DC, JT	BLOCK A Asset and/or Income Source	BLOCK B Year-End Value of Asset													BLOCK C Type of Income						BLOCK D Amount of Income												BLOCK E Transaction					
		A	B	C	D	E	F	G	H	I	J	K	L	M	None	Dividend	Rent	Interest	Capital Gains	Excepted Blind Trust	Other Type of Income (Specify)	I	II	III	IV	V	VI	VII	VIII	IX	X	XI		XII				
		None	\$1-\$1,000	\$1,001-\$15,000	\$15,001-\$50,000	\$50,001-\$100,000	\$100,001-\$250,000	\$250,001-\$500,000	\$500,001-\$1,000,000	\$1,000,001-\$5,000,000	\$5,000,001-\$25,000,000	\$25,000,001-\$50,000,000	Over \$50,000,000	Spouse/DC Asset over \$1,000,000	None	Dividend	Rent	Interest	Capital Gains	Excepted Blind Trust	Other Type of Income (Specify)	None	\$1-\$200	\$201-\$1,000	\$1,001-\$2,500	\$2,501-\$5,000	\$5,001-\$15,000	\$15,001-\$50,000	\$50,001-\$100,000	\$100,001-\$1,000,000	\$1,000,001-\$5,000,000	Over \$5,000,000		Spouse/DC Income over \$1,000,000				
SP	Chewon Corporation stock			X											X					X																		P S(part)
SP	Chubb Corp stock			X											X					X																	S(part)	
SP	Cisco Systems Inc stock			X											X					X																	S(part)	
SP	Citigroup Inc stock			X											X					X																	S(part)	
SP	Coca-Cola co stock			X											X					X																	P S	
SP	Comcast Corp Class A stock			X											X					X																	P	
SP	Conagra Foods Inc stock			X											X					X																	P	
SP	Conoco Phillips stock			X											X					X																	S	
SP	Cooper Cos Inc New stock			X											X					X																	S	
SP	Covidien PLC Irish Le stock			X											X					X																	S	
SP	CVS Caremark Corp stock			X											X					X																	P	
SP	D R Horton Inc stock			X											X					X																	P S	
SP	Delta Airlines Inc stock			X											X					X																	P	
SP	Discover Financial W/L stock			X											X					X																		
SP	Disney Co stock			X											X					X																	S	
SP	Eastman Chemical Co stock			X											X					X																	S(part)	
SP	Ebay Inc stock			X											X					X																	P S	
SP	Edison Intd stock			X											X					X																	S	
SP	ENSCO PLC Class A stock			X											X					X																	S	
SP	Egg Res Inc stock			X											X					X																	P	
SP	Equity Residential Ben Int stock			X											X					X																	S	
SP	Exxon Mobile Corp stock			X											X					X																	S	
SP	Fifth Third Bancorp stock			X											X					X																	S	
SP	FMC Corporation New stock			X											X					X																	S	
SP	Ford Motor Company stock			X											X					X																	P S	
SP	Franklin Resources Inc stock			X											X					X																	P	
SP	Gannett Inc stock			X											X					X																	S	
SP	General Electric Co stock			X											X					X																	P	
SP	Goldman Sachs Group Inc stock			X											X					X																	P S(part)	
SP	Google Inc-Cl A stock			X											X					X																	P	
SP	Halliburton Co stock			X											X					X																	P	
SP	Helmreich & Payne Inc stock			X											X					X																	P S	
SP	Hertz Global Holdings Inc stock			X											X					X																	P	
SP	Home Depot Inc stock			X											X					X																	S	
SP	Intel Corp stock			X											X					X																	S(part)	
SP	International Business Machines stock			X											X					X																	S	
SP	International Paper Company stock			X											X					X																	P S	
SP	Invesco Ltd stock			X											X					X																	P	
SP	Jacobs Engineering Group stock			X											X					X																	P S	

Name: George J. (Mike) Kelly

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SP, DC, JT	BLOCK A Asset and/or Income Source	BLOCK B Year-End Value of Asset													BLOCK C Type of Income						BLOCK D Amount of Income												BLOCK E Transaction							
		A	B	C	D	E	F	G	H	I	J	K	L	M	None	Dividend	Rent	Interest	Capital Gains	Excepted Blind Trust	Other Type of Income (Specify)	I	II	III	IV	V	VI	VII	VIII	IX	X	XI		XII						
		None	\$1-\$1,000	\$1,001-\$15,000	\$15,001-\$50,000	\$50,001-\$100,000	\$100,001-\$250,000	\$250,001-\$500,000	\$500,001-\$1,000,000	\$1,000,001-\$5,000,000	\$5,000,001-\$25,000,000	\$25,000,001-\$50,000,000	Over \$50,000,000	Spouse/DC Asset over \$1,000,000	None	\$1-\$200	\$201-\$1,000	\$1,001-\$2,500	\$2,501-\$5,000	\$5,001-\$15,000	\$15,001-\$50,000	\$50,001-\$100,000	\$100,001-\$1,000,000	\$1,000,001-\$5,000,000	Over \$5,000,000	Spouse/DC Income over \$1,000,000														
SP	Jazz Pharmaceutical's PLC stock																																							P
SP	JM Strucker Co stock																																					P S		
SP	Johnson & Johnson stock																																				S(Part)			
SP	JP Morgan Chase & Co stock																																				S(Part)			
SP	Las Vegas Sands Corp stock																																				P			
SP	Limited Brands Inc stock																																				S			
SP	Lincoln National Corp stock																																				P			
SP	Lockheed Martin Corp stock																																				P			
SP	M&T Bank Corp stock																																				S			
SP	Macy's Inc stock																																				S			
SP	Magna International stock																																			P				
SP	Manpower Group Inc stock																																				P			
SP	McCormick & Co stock																																				S			
SP	Mckesson Corporation stock																																				P			
SP	Merck & Co Inc stock																																				S			
SP	Methanex Corp stock																																				P			
SP	Microsoft Corp stock																																				S(Part)			
SP	Monsanto Co stock																																				P S			
SP	Moody's Corp stock																																				S			
SP	MYlan Inc stock																																				S			
SP	National Oil Well Varco Inc stock																																				S			
SP	Nike Inc Class B stock																																				P			
SP	NU Skin Enterprises Inc stock																																				P			
SP	NXP Semi Conductors stock																																				P			
SP	OGE Energy Corp stock																																				S			
SP	Omnicare Inc stock																																				P			
SP	Oracle Corp stock																																				P S(Part)			
SP	Pall Corp stock																																				S			
SP	Pfizer Inc stock																																				S			
SP	Phillip Morris International stock																																				S			
SP	Polaris Inds Inc stock																																				S(Part)			
SP	PPG Industries Inc stock																																				P			
SP	Proctor & Gamble Co stock																																				P			
SP	PVH Corp stock																																				S(Part)			
SP	Qualcomm stock																																				S(Part)			
SP	Regions Financial Corp stock																																				P			
SP	Resmed Inc stock																																				S			
SP	Robert Half International Inc stock																																				P S			
SP	Rock-Tenn Co Class A stock																																				P S			
SP	Ross Stores Inc stock																																				S			

Name: George J. (Mike) Kelly

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SP, DC, JT	BLOCK A Asset and/or Income Source	BLOCK B Year-End Value of Asset													BLOCK C Type of Income						BLOCK D Amount of Income												BLOCK E Transaction			
		A	B	C	D	E	F	G	H	I	J	K	L	M	None	Dividend	Rent	Interest	Capital Gains	Excepted Blind Trust	Other Type of Income (Specify)	I	II	III	IV	V	VI	VII	VIII	IX	X	XI		XII		
SP	Schlumberger Ltd stock															X																				P
SP	Shire PLC stock																			X																P
SP	State St Corp stock																			X																P
SP	Suncor Energy Inc stock																			X																S
SP	The Hershey Company stock																			X																S(part)
SP	Union Pacific Corp stock																			X																S(part)
SP	United Health Group Inc stock																			X																S
SP	United Technologies Corp stock																			X																S(part)
SP	Valero Energy Corp stock																			X																PS
SP	Verizon Communications Inc stock																			X																P
SP	Visa Inc Class A stock																			X																P
SP	Wells Fargo & Co stock																			X																S(part)
SP	Whole Foods Mkt Inc stock																			X																S
SP	Wisconsin Energy Corp stock																			X																P
SP	Wyndham Worldwide Corp stock																			X																P
SP	Yahoo Inc stock																			X																P
SP	AQR managed futures strategy Fund class 1																			X																P
SP	Artisan FDS Inc International Fund #661																			X																P S(part)
SP	Artisan Intl Fund #963																			X																S
SP	Artisan Small Cap Value																			X																S
SP	Aston Tarrro Small Cap																			X																S
SP	Atossa Gemmetics Inc																			X																S(part)
SP	Baron Small Cap Fund																			X																S
SP	Blackrock Funds Equity Divident Institutional Class Fund 383																			X																S(part)
SP	Diamond Hill Long-short Fund Class 1																			X																P
SP	Dodge & Cox Intl Fund																			X																P S(part)
SP	Driehaus Active Income Fund #640																			X																P
SP	Faton Vance Global Fund																			X																S
SP	Fidelity Adv Floating																			X																S
SP	Goldman Sachs Absolute Return Tracker Fund Class 1																			X																S
SP	Harbor Intl Fund																			X																P
SP	Ipath Dow Jones-UBS Commodity Index Total Return EFT																			X																P S(part)
SP	Ishares Iboxx \$ Investment (LQD) Grade Corporate Bond ETDf																			X																P
SP	Ishares JP Morgan Emerg Mkts Bond																			X																PS
SP	Ishares MSCI Emerging Markets (eemr) ETF																			X																P
SP	Ishares TIPS Bond (tip) ETF																			X																P
SP	Pimco 0-5 Year High Yield (HY5) Corporate Bond Fund ETF																			X																P
SP	PNC Small Cap Fund (ptcax) Class 1 Fund #426																			X																P S(part)
SP	SPDR Barclays high yield bond etf																			X																S
SP	SPDR Dow Jones REIT																			X																S

Name: George J. (Mike) Kelly

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SP, DC, JT	BLOCK A Asset and/or Income Source	BLOCK B Year-End Value of Asset													BLOCK C Type of Income							BLOCK D Amount of Income												BLOCK E Transaction	
		A	B	C	D	E	F	G	H	I	J	K	L	M	None	Dividend	Rent	Interest	Capital Gains	Excepted Blind Trust	Other Type of Income (Specify)	I	II	III	IV	V	VI	VII	VIII	IX	X	XI	XII		
SP	SPDR Gold Trust ETF					X								X	None																				
SP	T Rowe Price Growth stock fd#40							X							None	X																			
SP	T Rowe Price New Horizons Fd Inc fd#42								X						None					X															
SP	T Rowe Price Value Fd Inc fund#107									X					None					X															
SP	Vanguard Growth ETF									X					None	X																			
SP	Vanguard Mid Cap Value ETF										X				None	X																			
SP	Vanguard Divd Cap Growth Index ETF										X				None	X																			
SP	Vanguard Mid Cap ETF										X				None	X																			
SP	Vanguard Small Cap									X					None	X																			
SP	Vanguard Small Cap Growth ETF									X					None	X																			
SP	Vanguard Small Cap Value ETF									X					None	X																			
SP	Vanguard Value ETF										X				None	X																			



**SCHEDULE B - TRANSACTIONS**

Name: *GEORGE (SHARE) KELLY*

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Report any purchase, sale, or exchange transaction that exceeded \$1,000 in the reporting period of any security or real property held by you, your spouse, or your dependent child for investment or the production of income. Exclude transactions that resulted in a capital loss. Provide a brief description of an exchange transaction. Exclude transactions between you, your spouse, or dependent child, or the purchase or sale of your personal residence, unless it generated rental income. If only a portion of an asset is sold, please check "partial sale" on the type of transaction.

Capital Gains: If a sales transaction resulted in a capital gain in excess of \$200, check the "capital gain" box, unless it was an asset in a tax-deferred account, and check the capital gain income on Schedule A.

\* Column K is for assets solely held by your spouse or dependent child.

SP, DC, JT	SP	Example	Buyer Corp. Stock	Asset	Type of Transaction		Check Box if Capital Gain Exceeded \$200	Date	Amount of Transaction											
					Buy	Sell			A	B	C	D	E	F	G	H	I			
		<i>SEE FOLLOWING SCHEDULES</i>					<input checked="" type="checkbox"/>	5/17/13		<input checked="" type="checkbox"/>										

Use additional sheets if more space is required.



11/28/18

SCHEDULE B - TRANSACTIONS

Name: George J. (Mike) Kelly

Asset	SP	DC	JT	Type of Transaction	Date	Amount of Transaction
Maryland ST 2nd S Go Call Bonds				PURCHASE	9/10/2013	A \$1 - \$1,000
Michigan State Trunk Line Fd Ref Fsa Bonds				P	10/21/2013	B \$1,001-\$15,000
NevadaState Unemployment Compens Rev Call Bonds				P	10/30/2013	C \$15,001-\$50,000
Ohio State Common Sch Go Bonds				P	7/26/2013	D \$50,001-\$100,000
Puerto Rico Elec Pwr Auth Bonds				S(Part)	7/1/2013	E \$100,001-\$250,000
Puerto Rico Elec Pwr Auth Bonds				S	9/25/2013	F \$250,001-\$500,000
Southern Calif Pub Wtr Auth Rev Bonds				S(Part)	1/17/2013	G \$500,001-\$1,000,000
Southern Calif Pub Wtr Auth Rev Bonds				P	7/29/2013	H \$1,000,001-\$5,000,000
3M Company stock				S	2/1/2013	I \$5,000,001-\$25,000,000
Accenture PLC Class A stock				S	7/1/2013	J \$25,000,001-\$50,000,000
AETNA Inc New stock				P	5/30/2013	K Over \$50,000,000
AETNA Inc New stock				P	5/31/2013	
Agrium Inc stock				S	3/20/2013	
Allergan Inc stock				S(Part)	7/19/2013	
Altria Inc New stock				P	5/13/2013	
American Express Co stock				S(Part)	7/1/2013	
Amgen Inc				P	12/30/2013	
Anheuser Bush Inbev stock				S	2/8/2013	
Apple Inc stock				P	10/21/2013	
Apple Inc stock				S(Part)	2/21/2013	
Apple Inc stock				S(Part)	3/16/2013	
Apple Inc stock				S(Part)	10/29/2013	
AT&T Inc stock				S	5/15/1930	
Avet Inc stock				P	3/16/2013	
Avet Inc stock				P	8/20/2013	
Avet Inc stock				P	8/21/2013	
Avet Inc stock				S	11/18/2013	
B/E Aerospace Inc stock				P	5/1/2013	
Baxter International Inc stock				P	5/2/2013	
Baxter International Inc stock				P	8/8/13, 8/9/13	
Becton Dickinson & Co stock				P	12/30/2013	
Becton Dickinson & Co stock				S(Part)	3/13/2013	
Best Buy Co Inc stock				P	9/19/2013	
Boeing Co stock				S(Part)	2/15/2013	
Canadian Pacific Railway LTD stock				P	11/7/2013	
Capitol One Financial Corp stock				S	1/22/2013	
CBS Corp Class B stock				P	5/17/2013	
Celgene Corp stock				P	8/29/2013	
CF Industries Holdings Inc stock				S	1/22/2013	
CF Industries Holdings Inc stock				S	3/15/2013	
CF Industries Holdings Inc stock				S	10/29/2013	
Chevron Corporation stock				P	2/25/2013	
Chevron Corporation stock				S(Part)	8/27/2013	
Chevron Corporation stock				S(Part)	10/28/2013	
Cisco Systems Inc stock				S(Part)	7/19/2013	
Cisco Systems Inc stock				S(Part)	11/18/2013	
Coca-Cola Co stock				S(Part)	10/9/2013	
Comcast Corporation Class A				S(Part)	10/22/2013	
Congra Foods Inc stock				P	2/8/2013	
Congra Foods Inc stock				P	2/11/2013	
Congra Foods Inc stock				S	9/9/2013	

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SCHEDULE B - TRANSACTIONS

Name: George J. (Mike) Kelly

Asset	SP	DC	JT	Date	Amount of Transaction	Type of Transaction
Conoco Phillips stock				8/27/2013		PURCHASE
Cooper Cos Inc New stock				12/12/2013		SALE
Covidein plc				5/30/2013		EXCHANGE
Covidein plc				5/31/2013		EXCHANGE
CVS Caremark Corporation stock				2/21/2013		EXCHANGE
D R Horton Inc stock				3/13/2013		EXCHANGE
D R Horton Inc stock				12/17/2013		EXCHANGE
D R Horton Inc stock				12/18/2013		EXCHANGE
Delta Airlines Inc stock				7/25/2013		EXCHANGE
Delta Airlines Inc stock				7/26/2013		EXCHANGE
Eastman Chemical Co stock				6/5/2013		EXCHANGE
Ebay Inc stock				3/16/2013		EXCHANGE
Edison Intl stock				5/1/2013		EXCHANGE
Edison Intl stock				8/8/2013		EXCHANGE
Edison Intl stock				8/9/2013		EXCHANGE
EMC Corp stock				2/21/2013		EXCHANGE
ENSCO PLC Class A stock				9/7/2013		EXCHANGE
EOG Res Inc stock				7/25/2013		EXCHANGE
Equity Residential				2/8/2013		EXCHANGE
Exxon Mobile Corp stock				5/1/2013		EXCHANGE
Exxon Mobile Corp stock				7/25/2013		EXCHANGE
Exxon Mobile Corp stock				8/27/2013		EXCHANGE
FMC Cororation New stock				1/23/2013		EXCHANGE
FMC Cororation New stock				1/24/2013		EXCHANGE
Ford Motor Company stock				7/22/2013		EXCHANGE
Ford Motor Company stock				8/20/2013		EXCHANGE
Franklin Resources Inc stock				6/4/2013		EXCHANGE
Gannett Inc stock				5/17/2013		EXCHANGE
Goldman Sachs Group Inc stock				1/22/2013		EXCHANGE
Goldman Sachs Group Inc stock				2/8/2013		EXCHANGE
Google Inc Class A stock				7/1/2013		EXCHANGE
Google Inc Class A stock				10/21/2013		EXCHANGE
Google Inc Class A stock				10/29/2013		EXCHANGE
Halliburton Co stock				5/1/2013		EXCHANGE
Helmerich & Payne Inc stock				2/25/2013		EXCHANGE
Helmerich & Payne Inc stock				2/26/2013		EXCHANGE
Hertz Global Holdings Inc stock				4/8/2013		EXCHANGE
Hertz Global Holdings Inc stock				4/9/2013		EXCHANGE
Hertz Global Holdings Inc stock				11/1/2013		EXCHANGE
Home Depot Inc stock				3/13/2013		EXCHANGE
Home Depot Inc stock				10/22/2013		EXCHANGE
Intel Corp stock				7/22/2013		EXCHANGE
International Business Machines Corp stock				10/21/2013		EXCHANGE
International Paper Co stock				3/20/2013		EXCHANGE
International Paper Co stock				9/19/2013		EXCHANGE
Invesco Ltd stock				5/8/2013		EXCHANGE
Invesco Ltd stock				5/9/2013		EXCHANGE
Jacobs Engineering Group Inc				2/19/2013		EXCHANGE
Jacobs Engineering Group Inc				2/19/2013		EXCHANGE
Jacobs Engineering Group Inc				11/22/2013		EXCHANGE
Jazz Pharmaceuticals Plc stock				8/29/2013		EXCHANGE
Jazz Pharmaceuticals Plc stock				8/30/2013		EXCHANGE

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Name: George J. (Mike) Kelly

Asset	SP, DC, JT	Date	Type of Transaction		Amount of Transaction
			A	B	
JM Smucker Co stock	SP	9/9/2013	x		\$1 - \$1,000
JM Smucker Co stock	SP	9/10/13	x		\$1,001-\$15,000
JM Smucker Co stock	SP	12/17/2013	x		\$15,001-\$50,000
JM Smucker Co stock	SP	12/18/2013	x		\$50,001-\$100,000
Johnson & Johnson stock	SP	10/29/2013	x		\$100,001-\$250,000
JF Morgan Chase & Co stock	SP	10/9/2013	x		\$250,001-\$500,000
Las Vegas Sands Corp stock	SP	10/22/2013	x		\$500,001-\$1,000,000
Limited Brands Inc	SP	3/19/2013	x		\$1,000,001-\$5,000,000
Lincoln National Corp	SP	12/18/2013	x		\$5,000,001-\$25,000,000
Lockheed Martin Corp stock	SP	11/22/2013	x		\$25,000,001-\$50,000,000
Lockheed Martin Corp stock	SP	11/25/2013	x		\$50,000,001-\$25,000,000
M&T Bank Corp stock	SP	6/4/2013	x		\$25,000,001-\$50,000,000
Macy's Inc stock	SP	8/20/2013	x		\$50,000,001-\$25,000,000
Magma International stock	SP	12/31/2013	x		\$25,000,001-\$50,000,000
Manpower Group Inc stock	SP	11/1/2013	x		\$50,000,001-\$25,000,000
Manpower Group Inc stock	SP	11/4/2013	x		\$25,000,001-\$50,000,000
Manpower Group Inc stock	SP	12/18/2013	x		\$50,000,001-\$25,000,000
McCormick & Co Inc stock	SP	1/29/2013	x		\$25,000,001-\$50,000,000
McKesson Corporation stock	SP	10/28/2013	x		\$50,000,001-\$25,000,000
McKesson Corporation stock	SP	10/29/2013	x		\$25,000,001-\$50,000,000
McKesson Corporation stock	SP	12/17/2013	x		\$50,000,001-\$25,000,000
Merck & Co Inc	SP	3/13/2013	x		\$25,000,001-\$50,000,000
Methanex Corp stock	SP	11/18/2013	x		\$50,000,001-\$25,000,000
Methanex Corp stock	SP	11/19/2013	x		\$25,000,001-\$50,000,000
Microsoft Corp stock	SP	7/22/2013	x		\$50,000,001-\$25,000,000
Monanto Co stock	SP	1/22/2013	x		\$25,000,001-\$50,000,000
Monanto Co stock	SP	1/23/2013	x		\$50,000,001-\$25,000,000
Monanto Co stock	SP	7/25/2013	x		\$25,000,001-\$50,000,000
Moody's corp stock	SP	2/8/2013	x		\$50,000,001-\$25,000,000
Mylan Inc stock	SP	5/8/2013	x		\$25,000,001-\$50,000,000
National Oil Well Varco Inc stock	SP	2/5/2013	x		\$50,000,001-\$25,000,000
Nike Inc Class B stock	SP	3/13/2013	x		\$25,000,001-\$50,000,000
NU Skin Enterprises Inc stock	SP	12/18/2013	x		\$50,000,001-\$25,000,000
NU Skin Enterprises Inc stock	SP	12/30/2013	x		\$25,000,001-\$50,000,000
NXP semiconductors	SP	12/2/2013	x		\$50,000,001-\$25,000,000
OGE Energy Corp stock	SP	5/1/2013	x		\$25,000,001-\$50,000,000
Omicare Inc stock	SP	12/12/2013	x		\$50,000,001-\$25,000,000
Omicare Inc stock	SP	12/13/2013	x		\$25,000,001-\$50,000,000
Oracle Corp stock	SP	2/21/2013	x		\$50,000,001-\$25,000,000
Oracle Corp stock	SP	10/21/2013	x		\$25,000,001-\$50,000,000
Oracle Corp stock	SP	7/22/2013	x		\$50,000,001-\$25,000,000
Pall Corp stock	SP	4/8/2013	x		\$25,000,001-\$50,000,000
Pall Corp stock	SP	4/9/2013	x		\$50,000,001-\$25,000,000
Pfizer Inc stock	SP	7/1/2013	x		\$25,000,001-\$50,000,000
Pfizer Inc stock	SP	8/29/2013	x		\$50,000,001-\$25,000,000
Pfizer Inc stock	SP	8/30/2013	x		\$25,000,001-\$50,000,000
Phillip Morris International stock	SP	5/13/2013	x		\$50,000,001-\$25,000,000
Polaris Inds Inc stock	SP	7/19/2013	x		\$25,000,001-\$50,000,000
PPG Industries Inc stock	SP	10/29/2003	x		\$50,000,001-\$25,000,000
PPG Industries Inc stock	SP	11/7/2013	x		\$25,000,001-\$50,000,000
PPG Industries Inc stock	SP	11/8/13	x		\$50,000,001-\$25,000,000
Proctor & Gamble Co stock	SP	1/29/2013	x		\$25,000,001-\$50,000,000

1/4/18

SCHEDULE B - TRANSACTIONS

Asset	SP	DC	SP	JT	Date	Amount of Transaction												
						A	B	C	D	E	F	G	H	I	J	K	L	
				Type of Transaction														
				PURCHASE														
				SALE														
				EXCHANGE														
				Check Box if Capital Gain Exceeded \$200														
SP	PVH Corp stock				7/19/2013	x												
SP	Qualcomm stock				11/18/2013	x												
SP	Regions Financial Corp stock				7/1/2013	x												
SP	Regions Financial Corp stock				7/2/13	x												
SP	Resmed Inc stock				2/15/2013	x												
SP	Resmed Inc stock				2/19/2013	x												
SP	Resmed Inc stock				10/28/2013	x												
SP	Resmed Inc stock				10/29/13	x												
SP	Robert Half International Inc stock				2/1/2013	x												
SP	Robert Half International Inc stock				5/2/2013	x												
SP	Rock-Tenn Co Class A stock				6/5/2013	x												
SP	Rock-Tenn Co Class A stock				11/7/2013	x												
SP	Ross Stores Inc stock				3/13/2013	x												
SP	Schlumberger Ltd stock				9/4/2013	x												
SP	Schlumberger Ltd stock				9/9/2013	x												
SP	Schlumberger Ltd stock				10/28/2013	x												
SP	Shire Plc stock				8/20/2013	x												
SP	Shire Plc stock				8/21/2013	x												
SP	State Str Corp stock				2/8/2013	x												
SP	State Str Corp stock				11/12/2013	x												
SP	Suncor Energy Inc stock				2/25/2013	x												
SP	Suncor Energy Inc stock				2/26/2013	x												
SP	The Hershey Company				8/29/2013	x												
SP	Union Pacific Corp stock				11/7/2013	x												
SP	UnitedHealth Group Inc stock				3/13/2013	x												
SP	United Technologies Corp stock				7/19/2013	x												
SP	Valero Energy Corp stock				2/5/2013	x												
SP	Valero Energy Corp stock				7/25/2013	x												
SP	Verizon Communications Inc stock				5/15/2013	x												
SP	Verizon Communications Inc stock				10/9/2013	x												
SP	Via Inc stock				2/8/2013	x												
SP	Wells Fargo & Co stock				7/9/2013	x												
SP	Whole Foods Mkt Inc stock				2/21/2013	x												
SP	Wyndham Worldwide Corp stock				3/19/2013	x												
SP	Yarvo Inc stock				7/22/2013	x												
SP	NTS 2013d Emrn LP, Indiana, PA				12/19/2013													

Name: George J. (Mike) Kelly

**SCHEDULE C - EARNED INCOME**

Name: George T. (Mike) Kelly Page 15 of 18

List the source, type, and amount of earned income from any source (other than the filer's current employment by the U.S. government) totaling \$200 or more during the reporting period. For a spouse, list the source and amount of any honoraria; list only the source for other spouse earned income exceeding \$1,000. See examples below.  
**EXCLUDE:** Military pay (such as National Guard or Reserve pay), federal retirement programs, and benefits received under the Social Security Act.  
**INCOME LIMITS and PROHIBITED INCOME:** The 2013 limit on outside earned income for Members and employees compensated at or above the "senior staff" rate was \$26,955. In addition, certain types of income (notably honoraria, director's fees, and payments for professional services involving a fiduciary relationship) were totally prohibited.

Source (include date of receipt for honoraria)	Type	Amount
Examples: Keene State State of Maryland Civil War Roundtable (Oct. 2) Ontario County Board of Education	Approved Teaching Fee Legislative Pension Spouse Speech Spouse Salary	\$6,000 \$18,000 \$1,000 N/A
KELLY CHEVROLET CADILLAC, INC. BUTLER, PA	SPOUSE JOURNAL	N/A
KELLY CHEVROLET CADILLAC, INC. BUTLER, PA	JNL JNL	\$15,155

Use additional sheets if more space is required.

**SCHEDULE D - LIABILITIES**

Name: RODACE J (MIKE) KELLY Page 16 of 18

Report liabilities of over \$10,000 owed to any one creditor at any time during the reporting period by you, your spouse, or your dependent child. Mark the highest amount owed during the reporting period. Members: Members are required to report all liabilities secured by real property including mortgages on their personal residence. Exclude: Any mortgage on your personal residence (unless you rent it out or are a Member); loans secured by automobiles, household furniture, or appliances; liabilities of a business in which you own an interest (unless you are personally liable); and liabilities owed to you by a spouse or the child, parent, or sibling of you or your spouse. Report a revolving charge account (i.e., credit card) only if the balance at the close of reporting period exceeded \$10,000. \*Column K is for liabilities held solely by your spouse or dependent child.

SP OC, JT	Creditor	Date Liability Incurred MO/YR	Type of Liability	Amount of Liability								
				A	B	C	D	E	F	G		
Example	First Bank of Wilmington, DE	5/98	Mortgage on Rental Property, Dover, DE				X					
	N/A											

**SCHEDULE E - POSITIONS**

Report all positions, compensated or uncompensated, held during the current or prior calendar year as an officer, director, trustee of an organization, partner, proprietor, representative, employee, or consultant of any corporation, firm, partnership, or other business enterprise, nonprofit organization, labor organization, or educational or other institution other than the United States. Exclude: Positions listed in Schedule C; positions held in any religious, social, fraternal, or political entities (such as political parties and campaign organizations); and positions solely of an honorary nature.

Position	Name of Organization
PRESIDENT	KELLY CHERBOLET CAROLAC, INC
PRESIDENT	MIKE KELLY/HUNDAY, INC
GENERAL MANAGER	MIKE KELLY AUTOMATIVE, INC
BOARD MEMBER EMERITUS	THE HAROLDON HUNDAY
BOARD MEMBER EMERITUS	HUNDAY HOPE OJ SHEETS

Use additional sheets if more space is required.



**SCHEDULE H - TRAVEL PAYMENTS and REIMBURSEMENTS**

Name: GEORGE J (MIKE) KELLY

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Identify the source and list travel itinerary, dates, and nature of expenses provided for travel and travel-related expenses totaling more than \$350 received by you, your spouse, or your dependent child during the reporting period. Indicate whether a family member accompanied the traveler at the sponsor's expense. Disclosure is required regardless of whether the expenses were paid directly by the sponsor or were paid by you and reimbursed by the sponsor.

**EXCLUDE:** Privately-sponsored travel approved by the Ethics Committee, if post-travel disclosure was filed with the Clerk; travel-related expenses provided by federal, state, and local governments, or by a foreign government required to be separately reported under the Foreign Gifts and Decorations Act (FGDA, 5 U.S.C. § 7342); political travel that is required to be reported under the Federal Election Campaign Act; travel provided to a spouse or dependent child that is totally independent of the or her relationship to the filer.

Source	Dates	City of Departure - Destinations - City of Return		Lodging? (Y/N)	Fees? (Y/N)	Family Member Included? (Y/N)
		Government of China (PACSA)	Habitat for Humanity (family furnished)			
Example:	Aug. 8-11			Y	Y	N
	Mar. 3-4			Y	Y	Y
FLAVYAN CENTER FOR GLOBAL POLICY EXCHANGE - (KIDON) JANEY	APR 10-18	PITTSBURGH PA - DUBLIN IRELAND - PITTSBURGH PA		Y	Y	Y

Use additional sheets if more space is required.

**FILER NOTES**  
(Optional)

Name: GEORGE J. SUKES KELLY Page 18 of 18

NOTE NUMBER	NOTES
SCH A	RE EXHAUSTION, LTD, CAMPBELL GAS PARTNERS AND NTS LP'S ARE VALUED AT MARKET VALUE. ALL OF THE PARTNERSHIPS ARE NATURAL GAS OPERATIONS. MR. KELLY IS AN INVESTOR AND IS NOT INVOLVED WITH THE MANAGEMENT OR OPERATIONS OF ANY OF THE PARTNERSHIPS