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Return of Private Foundation

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

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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.

For calendar year 2013 or tax year beginning JUL 1, 2013, and ending JUN 30, 2014

Name of foundation RICHARD D. AND LYNETTE S. MERILLAT NON-PROFIT CORPORATION		A Employer identification number 38-3148627
Number and street (or P.O. box number if mail is not delivered to street address) BANK OF AMERICA, N.A. P.O. BOX 1524	Room/suite	B Telephone number 614-225-3070
City or town, state or province, country, and ZIP or foreign postal code PENNINGTON, NJ 08534-0725		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input checked="" type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 15,756,622.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	241,158.	241,158.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	240,471.			
	b Gross sales price for all assets on line 6a	7,563,610.			
	7 Capital gain net income (from Part IV, line 2)		240,471.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	6.	18.		0.	STATEMENT 2
12 Total. Add lines 1 through 11	481,635.	481,647.	0.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	1,812.	1,812.	0.	0.
	b Accounting fees STMT 4	9,250.	5,550.	0.	3,700.
	c Other professional fees STMT 5	63,623.	63,623.	0.	0.
	17 Interest				
	18 Taxes STMT 6	4,257.	4,257.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 Total operating and administrative expenses Add lines 13 through 23	78,942.	75,242.	0.	3,700.
25 Contributions, gifts, grants paid	750,000.			750,000.	
26 Total expenses and disbursements. Add lines 24 and 25	828,942.	75,242.	0.	753,700.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-347,307.				
b Net investment income (if negative, enter -0-)		406,405.			
c Adjusted net income (if negative, enter -0-)			0.		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		313,946.	196,110.	196,110.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock STMT 8		13,994,557.	14,297,844.	15,330,202.
	c	Investments - corporate bonds				
	11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 9		889,185.	346,942.	230,310.	
14	Land, buildings, and equipment: basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		15,197,688.	14,840,896.	15,756,622.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		15,197,688.	14,840,896.	
	30	Total net assets or fund balances		15,197,688.	14,840,896.	
31	Total liabilities and net assets/fund balances		15,197,688.	14,840,896.		

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	15,197,688.
2	Enter amount from Part I, line 27a	2	-347,307.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	14,850,381.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	9,485.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	14,840,896.

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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 7,563,610.		7,323,139.	240,471.

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			240,471.

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	240,471.
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	774,775.	15,221,924.	.050899
2011	806,937.	15,695,870.	.051411
2010	767,122.	16,427,706.	.046697
2009	846,715.	15,995,923.	.052933
2008	865,191.	17,211,501.	.050268

2 Total of line 1, column (d)	2	.252208
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	.050442
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	15,528,979.
5 Multiply line 4 by line 3	5	783,313.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,064.
7 Add lines 5 and 6	7	787,377.
8 Enter qualifying distributions from Part XII, line 4	8	753,700.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	8,128.
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	8,128.
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	8,128.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	28,613.	
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	28,613.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	20,485.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> 20,485. Refunded <input type="checkbox"/> 0.	11		0.

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► BANK OF AMERICA, N. A. Telephone no. ► 614-225-3070
 Located at ► PO BOX 1524, PENNINGTON, NJ ZIP+4 ► 08534-0725

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year
 ► 15 N/A

16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?
 See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►

16		Yes	No
			X

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

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

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

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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)?

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

☒ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

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

5b X

6b X

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
RICHARD D. MERILLAT	TRUSTEE, PRESIDENT			
1800 WEST US 223				
ADRIAN, MI 49221	1.00	0.	0.	0.
LYNETTE S. MERILLAT	TRUSTEE, SECRETARY			
1800 WEST US 223				
ADRIAN, MI 49221	1.00	0.	0.	0.
JOHN THURMAN	TRUSTEE			
1800 WEST US 223				
ADRIAN, MI 49221	1.00	0.	0.	0.
TRICIA MCGUIRE	TRUSTEE			
1800 WEST US 223				
ADRIAN, MI 49221	1.00	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

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

Total number of others receiving over \$50,000 for professional services

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.

Part IX-B	Summary of Program-Related Investments
------------------	-----------------------------------------------

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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	15,302,385.
b Average of monthly cash balances	1b	463,076.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	15,765,461.
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	15,765,461.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	236,482.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,528,979.
6 Minimum investment return. Enter 5% of line 5	6	776,449.

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	776,449.
2a Tax on investment income for 2013 from Part VI, line 5	2a	8,128.
b Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	8,128.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	768,321.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	768,321.
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	768,321.

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	753,700.
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	753,700.
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	753,700.

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.

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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				768,321.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			746,082.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: \$ 753,700.				
a Applied to 2012, but not more than line 2a			746,082.	
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				7,618.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				760,703.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014 Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

N/A

- ☐ 4942(i)(3) or ☐ 4942(i)(5)

- (4) Gross investment income

[illegible]

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).)

SEE STATEMENT 10

- 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 11

- 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:

RICHARD D. AND LYNETTE S. MERILLAT
NON-PROFIT CORPORATION
Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient		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
Name and address (home or business)					
a Paid during the year					
BOYS AND GIRLS CLUB OF COLLIER COUNTY NAPLES, FL			PUBLIC	OPERATING SUPPORT	15,000.
CEO FORUM COLORADO SPRINGS, CO			PUBLIC	OPERATING SUPPORT	30,000.
CHARLEVOIX AREA HOSPITAL FOUNDATION CHARLEVOIX, MI			PUBLIC	OPERATING SUPPORT	10,000.
HUNTINGTON UNIVERSITY HUNTINGTON, IN			PUBLIC	OPERATING SUPPORT	400,000.
LENAWEE CHRISTIAN MINISTRIES ADRIAN, MI			PUBLIC	OPERATING SUPPORT	200,000.
Total		SEE CONTINUATION SHEET(S) ▶ 3a			750,000.
b Approved for future payment					
NONE					
Total		▶ 3b			0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities			14	241,158.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income			14	6.		
8 Gain or (loss) from sales of assets other than inventory			18	240,471.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		481,635.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	481,635.

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

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 | | X |
| | (2) Other assets | | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | | X |
| | (3) Rental of facilities, equipment, or other assets | | X |
| | (4) Reimbursement arrangements | | X |
| | (5) Loans or loan guarantees | | X |
| | (6) Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]


- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee: *Richard Marshall* Date: 5/11/15 Title: Pres.

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

Paid Preparer Use Only	Print/Type preparer's name DOUGLAS A. KELLY, CPA	Preparer's signature  CPA	Date 5/6/15	Check <input type="checkbox"/> if self-employed	PTIN P00091369
	Firm's name ▶ REHMANN ROBSON LLC			Firm's EIN ▶ 38-3635706	
	Firm's address ▶ 555 BRIARWOOD CIRCLE #300 ANN ARBOR, MI 48108			Phone no. 734-761-2005	

Form **990-PF** (2013)

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	PUBLICLY TRADED SECURITIES 015	P	VARIOUS	VARIOUS
b	PUBLICLY TRADED SECURITIES 022	P	VARIOUS	VARIOUS
c	PUBLICLY TRADED SECURITIES 024	P	VARIOUS	VARIOUS
d	PUBLICLY TRADED SECURITIES M82	P	VARIOUS	VARIOUS
e	PUBLICLY TRADED SECURITIES J05	P	VARIOUS	VARIOUS
f	PUBLICLY TRADED SECURITIES - SETTLEMENTS	P	VARIOUS	VARIOUS
g	CAPITAL GAINS DIVIDENDS			
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 1,920,867.		1,840,880.	79,987.
b 2,849,891.		2,626,709.	223,182.
c 1,310,210.		1,362,665.	-52,455.
d 937,228.		902,885.	34,343.
e 487,361.		590,000.	-102,639.
f 695.			695.
g 57,358.			57,358.
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

(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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			79,987.
b			223,182.
c			-52,455.
d			34,343.
e			-102,639.
f			695.
g			57,358.
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	240,471.
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

RICHARD D. AND LYNETTE S. MERILLAT
NON-PROFIT CORPORATION

38-3148627

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
NATIONAL DAY OF PRAYER TASK FORCE DALLAS, TX		PUBLIC	OPERATING SUPPORT	5,000.
OPERA NAPLES NAPLES, FL		PUBLIC	OPERATING SUPPORT	5,000.
PRISON FELLOWSHIP LANSLOWNE, VA		PUBLIC	OPERATING SUPPORT	10,000.
RBC MINISTRIES GRAND RAPIDS, MI		PUBLIC	OPERATING SUPPORT	5,000.
REMEDY LIVE FORT WAYNE, IN		PUBLIC	OPERATING SUPPORT	15,000.
SPRING ARBOR UNIVERSITY SPRING ARBOR, MI		PUBLIC	OPERATING SUPPORT	50,000.
WBCL RADIO NETWORK FORT WAYNE, IN		PUBLIC	OPERATING SUPPORT	5,000.
Total from continuation sheets				95,000.

Richard D. & Lynette S. Merillat Non-Profit Corporation

EIN: 38-3148627

Form 990-PF, Part VII-B, Line 5(c)

Fiscal Year Ended June 30, 2014

REPORT ON EXPENDITURE RESPONSIBILITY GRANTS

Pursuant to Treasury Regulation 53.4945-5(d), the taxpayer provides the following report:

The name and address of the Grantee is The Merillat Foundation, 3992 Holden Drive, Ann Arbor, Michigan 48103.

The date of the grant was June 8, 2010, \$50,000.

The purpose of the grant is to fund educational, charitable and religious grants of the Grantee, including promotion and general advancement of education, and the promotion and support of organizations that promote and support Christian causes and values.

The Grantee expended \$18,500 of the grant during the period ended December 31, 2010 based on the Grantee's report to the Taxpayer dated March 23, 2011.

The Grantee expended \$11,500 of the grant during the period ended December 31, 2011 based on the Grantee's report to the Taxpayer dated February 14, 2012.

The Grantee expended none of the grant during the period ended December 31, 2012 based on the Grantee's report to the Taxpayer dated January 21, 2013.

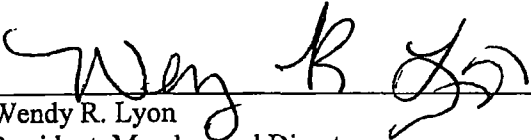
The Grantee dissolved its foundation as of February 13, 2013. Based on the attached resolution documents of The Merillat Foundation, all remaining assets, including the \$20,000 of this grant were distributed on February 4, 2013 in accordance with the grant purpose.

To the knowledge of the Taxpayer, no portion of the granted funds has been diverted from the purpose of the grant.

CERTIFICATION

I hereby certify that I am an officer, Member and Director of The Merillat Foundation, a Michigan nonprofit corporation. The attached resolutions are a true and correct copy of resolutions approving the dissolution and plan of distributing Foundation assets. The resolutions have not been revoked or amended in any manner.

IN WITNESS WHEREOF, I have set my hand this 16 day of May,
2013.



Wendy R. Lyon
President, Member and Director

**ACTION BY WRITTEN CONSENT OF THE MEMBERS AND DIRECTORS
OF
THE MERILLAT FOUNDATION**

The undersigned, being the Members and Directors of The Merillat Foundation, a Michigan nonprofit corporation (the "Corporation") do hereby consent to act by written consent and hereby authorize, approve and agree pursuant to Sections 450.2407 and 450.2525 of the Michigan Nonprofit Corporation Act that the following actions are hereby taken and resolutions adopted without a meeting, to wit:

RESOLVED, that the Corporation be dissolved pursuant to the remainder of this Action;

RESOLVED FURTHER, that the Corporation acting through its Directors and Officers, seek approval of the dissolution from the Michigan Attorney General by submitting a Dissolution Questionnaire and following approval, a Certificate of Dissolution;

RESOLVED FURTHER, that the following plan of distribution of assets be implemented:

- All liabilities and obligations of the Corporation shall be paid and discharged or adequately provided for;
- Any assets held conditionally by the Corporation shall be returned, transferred or conveyed as required; and
- All remaining assets of the Corporation shall be distributed to Lenawee Christian School, a Michigan nonprofit corporation which is an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, to be used for educational and charitable purposes consistent with Article VII of Corporation's Articles of Incorporation.

RESOLVED FURTHER, that any of Officers and Directors of the Corporation are hereby authorized to sign all necessary documents related to the Corporation's dissolution;

RESOLVED, that all acts of the Officers and Directors of the Corporation since its formation be, and the same hereby are, ratified and confirmed; and

RESOLVED, that this Action may signed in counterparts, each of which shall be considered an original.

IN WITNESS WHEREOF, the undersigned have taken this Action as of the
13th day of February, 2013.



Wendy R. Lyon
Member and Director

Collette C. Cook
Member and Director

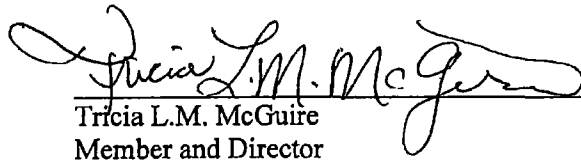
Tricia L.M. McGuire
Member and Director

RESOLVED, that this Action may signed in counterparts, each of which shall be considered an original.

IN WITNESS WHEREOF, the undersigned have taken this Action as of the
13 day of Feb., 2013.

Wendy R. Lyon
Member and Director

Collette C. Cook
Member and Director




Tricia L.M. McGuire
Member and Director

RESOLVED, that this Action may signed in counterparts, each of which shall be considered an original.

IN WITNESS WHEREOF, the undersigned have taken this Action as of the 13th day of FEBRUARY, 2013.

Wendy R. Lyon
Member and Director



Collette C. Cook
Member and Director

Tricia L.M. McGuire
Member and Director

ATTACHMENT C

The Merillat Foundation distributed its remaining cash of \$31,448.65 on February 4, 2013 to Lenawee Christian School located in Adrian, Michigan. Lenawee Christian School is a Michigan nonprofit corporation that has been determined by the Internal Revenue Service to be exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. The distribution will be used by the School to promote the advancement of Christian education. A receipt, which has been signed on behalf of Lenawee Christian School, is attached.

RICHARD & LYNETTE MERILLAT NONPROFIT CORP
FISCAL YEAR ENDED JUNE 30, 2014
FORM 990-PF, PART II, BALANCE SHEETS, LINES 1

38-3148627

ACCOUNT	CASH
XXX-XX015	17,032
XXX-XX022	5,416
XXX-XX024	25,216
XXX-XXD41	56,376
XXX-XXE21	11,255
XXX-XXM82	30,395
XXX-XXJ05	50,420
TOTAL	<u><u>196,110</u></u>

RICHARD & LYNETTE MERILLAT NONPROFIT CORP
FISCAL YEAR ENDED JUNE 30, 2014
FORM 990-PF, PART II, BALANCE SHEETS, LINES 10-13

38-3148627

BOOK VALUE

ACCOUNT	US GOV'T SECURITIES	EQUITIES	MUTUAL FUNDS	CORP BONDS	OTHER	TOTAL
XXX-XX015	-	-	1,940,722	-	-	1,940,722
XXX-XX022	-	-	3,931,669	-	-	3,931,669
XXX-XX024	-	-	3,982,161	-	-	3,982,161
XXX-XXD41	-	2	-	-	-	2
XXX-XXE21	-	-	-	-	346,942	346,942
XXX-XXM82	-	-	4,443,290	-	-	4,443,290
XXX-XXJ05	-	-	-	-	-	-
TOTAL	0	2	14,297,842	0	346,942	14,644,786

FAIR MARKET VALUE

ACCOUNT	US GOV'T SECURITIES	EQUITIES	MUTUAL FUNDS	CORP BONDS	OTHER	TOTAL
XXX-XX015	-	-	1,955,639	-	-	1,955,639
XXX-XX022	-	-	4,268,781	-	-	4,268,781
XXX-XX024	-	-	4,048,097	-	-	4,048,097
XXX-XXD41	-	998	-	-	-	998
XXX-XXE21	-	-	-	-	230,310	230,310
XXX-XXM82	-	-	5,056,688	-	-	5,056,688
XXX-XXJ05	-	-	-	-	-	-
TOTAL	0	998	15,329,204	0	230,310	15,560,512

RLFDN FIXED INCOME Account Number: 656-74015

ACCOUNT INVESTMENT OBJECTIVE

May 31, 2014 - June 30, 2014

INCOME: Objective is to obtain a continuing stream of income from investments In order to satisfy current yield requirements, the investor should be willing to accept the risk of principal loss

If you have changes to your investment objective, please contact your Private Wealth Advisor(s)

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

CASH/MONEY ACCOUNTS	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	0.62	0.62		.62		
BIF MONEY FUND	3,316.00	3,316.00	1.0000	3,316.00		
TOTAL		3,316.62		3,316.62		

MUTUAL FUNDS/CLOSED END FUNDS/UIT

Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Income	Annual Current Yield%
DOUBLELINE CORE FIXED INCOME FUND CL I	44,265	492,162.07	11.0200	487,800.30	(4,361.77)	492,162	(4,361)	21,244	4.35
SYMBOL: DBLFX Initial Purchase: 04/09/12									
Fixed Income 100%									
.0370 Fractional Share		0.40	11.0200	.41	.01			1	4.35
PIMCO FOREIGN BOND FD (USD HEDGED) CL P	45,007	483,375.18	10.8900	490,126.23	6,751.05	483,375	6,751	11,205	2.28
SYMBOL: PFBPX Initial Purchase: 04/10/14									
Fixed Income 100%									
.5750 Fractional Share		6.18	10.8900	6.26	.08			1	2.28
VANGUARD TOTAL BOND MKT	7,113	577,777.47	82.2200	584,830.86	7,053.39	577,777	7,053	14,938	2.55
SYMBOL: VND Initial Purchase: 03/26/14									
Fixed Income 100%									

+

002

1031

23 of 42

RL FDN FIXED INCOME Account Number: 656-74015

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

May 31, 2014 - June 30, 2014

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	(continued) Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income Yield%
VANGUARD CHARLOTTE FUNDS SHS TOTAL INTER SYMBOL: BNDX Initial Purchase 04/10/14 Fixed Income 100%	7,642	387,401.07	51.4100	392,875.22	5,474.15	387,401	5,474	1.45
Subtotal (Fixed Income)		1,940,722.37		1,955,639.28	14,916.91		14,917	2.71
TOTAL				1,958,955.90	14,916.91		53,091	2.71

Total Client Investment: Cost of shares directly purchased and still held. Does not include shares purchased through reinvestment.
Cumulative Investment Return: Estimated Market Value minus Total Client Investment. Cumulative Investment Return is the dollar value of the capital appreciation (depreciation) of all shares purchased and still held, including shares acquired through reinvestment of dividends and distributions, which may be greater or less than the actual income distributed.

Unrealized Gain or (Loss): Estimated Market Value minus Total Cost Basis (total cost of shares directly purchased and still held, as well as cost of shares acquired through reinvestment). Provided for Tax Planning purposes only and is not applicable to retirement accounts.

Initial Purchase: Date of your initial investment in this fund.

Market Timing: Merrill Lynch's policies prohibit mutual fund market timing, which involves the purchase and sale of mutual fund shares within short periods of time with the intention of capturing short-term profits resulting from market volatility. Market timing may result in lower returns for long-term fund shareholders because market timers capture short-term gains that would otherwise pass to all shareholders and due to increased transaction costs and fewer assets for investment due to the need to retain cash to satisfy redemptions.

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est Annual Yield%
CASH	0.32	0.32		.32		
BIF MONEY FUND	13,715.00	13,715.00	1.0000	13,715.00		
TOTAL		13,715.32		13,715.32		
TOTAL INCOME INVESTMENTS		13,715.32		13,715.32		

+

Account Number: 656-74022

RL FDN LONG SHORT

ACCOUNT INVESTMENT OBJECTIVE

May 31, 2014 - June 30, 2014

TOTAL RETURN: Objective is to strike a balance between current income and growth. Despite the relatively balanced nature of the portfolio, the investor should be willing to assume the risk of price volatility and principal loss

If you have changes to your investment objective, please contact your Private Wealth Advisor(s)

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

CASH/MONEY ACCOUNTS		Quantity	Total		Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
Description	Cost Basis		Cost Basis	Market Price				
CASH	0.35	0.35	0.35		.35			
BIF MONEY FUND	703.00	703.00	703.00	1.0000	703.00			
TOTAL			703.35		703.35			

MUTUAL FUNDS/CLOSED END FUNDS/UIT

Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income	Yield%
CALAMOS MARKET NEUTRAL INCOME FD CL I SYMBOL: CMNIX Initial Purchase 11/19/10 Alternative Investments 100% .7450 Fractional Share	56,897	676,925.46	12.9800	738,523.06	61,597.60	676,925	61,597	9,099	1.23
		8.89	12.9800	9.67	.78			1	1.23

GOHAM ABSOLUTE RETURN 78,259 1,030,923.98 13.5700 1,061,974.63 31,050.65 1,030,923 31,050

FUND INSTL CLASS
SYMBOL: GARIX Initial Purchase 03/04/14
Alternative Investments 100%
4960 Fractional Share

6.55 13.5700 6.73 18

ROBECO BP LONG SHORT 71,474 897,715.32 14.9000 1,064,962.60 167,247.28 897,715 167,247

RESEARCH FD INSTL CL
SYMBOL: BPIRX Initial Purchase 10/12/12

RL FDN LONG SHORT

Account Number: 656-74022

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

May 31, 2014 - June 30, 2014

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	(continued) Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income Yield%
Alternative Investments 100% .7800 Fractional Share		10.23	14.9000	11.62	1.39			
UAM FPA CRESCENT PORT SYMBOL: FPACX Initial Purchase 04/10/14 Alternative Investments 100% .6310 Fractional Share	25.091	835,530.30	34.6200	868,650.42	33,120.12	835,530	33,120	6,524 .75
WELLS FARGO ABSOLUTE RETURN FD CL ADM SYMBOL: WARDX Initial Purchase 04/04/13 Alternative Investments 100% .6020 Fractional Share	45.929	490,521.08	11.6400	534,613.56	44,092.48	490,521	44,092	7,897 1.47
		6.42	11.6400	7.01	59			1 1.47
Subtotal (Alternative Investments)				4,268,781.15				
TOTAL		3,931,669.24		4,268,781.15	337,111.91		337,106	23,523 55
TOTAL PRINCIPAL INVESTMENTS		3,932,372.59		4,269,484.50	337,111.91		23,523	55

Total Client Investment: Cost of shares directly purchased and still held. Does not include shares purchased through reinvestment.
Cumulative Investment Return: Estimated Market Value minus Total Client Investment. Cumulative Investment Return is the dollar value of the capital appreciation (depreciation) of all shares purchased and still held, including shares acquired through reinvestment of dividends and distributions which may be greater or less than the actual income distributed.

Market Timing: Merrill Lynch's policies prohibit mutual fund market timing, which involves the purchase and sale of mutual fund shares within short periods of time with the intention of capturing short-term profits resulting from market volatility. Market timing may result in lower returns for long-term fund shareholders because market timers capture short-term gains that would otherwise pass to all shareholders and due to increased transaction costs and fewer assets for investment due to the need to retain cash to satisfy redemptions.

Unrealized Gain or (Loss): Estimated Market Value minus Total Cost Basis (total cost of shares directly purchased and still held, as well as cost of shares acquired through reinvestment). Provided for Tax Planning purposes only and is not applicable to retirement accounts.
Initial Purchase: Date of your initial investment in this fund.

RL FDN ABS RET Account Number: 656-74024

ACCOUNT INVESTMENT OBJECTIVE

May 31, 2014 - June 30, 2014

INCOME: Objective is to obtain a continuing stream of income from investments. In order to satisfy current yield requirements, the investor should be willing to accept the risk of principal loss.
If you have changes to your investment objective, please contact your Private Wealth Advisor(s)

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

CASH/MONEY ACCOUNTS	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est Annual Yield%
CASH	0.46	0.46		.46		
BIF MONEY FUND	6,634.00	6,634.00	1.0000	6,634.00		
TOTAL		6,634.46		6,634.46		

MUTUAL FUNDS/CLOSED END FUNDS/UIT

Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income	Current Yield%
ALLIANCEBERNSTEIN UNCONSTRAINED BOND ADV SYMBOL: AGSIX Initial Purchase: 12/26/13 Alternative Investments 100% 0310 Fractional Share	115,003	998,978.96	8.7400	1,005,126.22	6,147.26	998,978	6,147	11,951	1.18
BLACKROCK GLOBAL LONG SHORT CREDIT FUND CL I SYMBOL: BGCIX Initial Purchase 02/22/13 Alternative Investments 100% 9120 Fractional Share	92,154	980,636.35	10.9900	1,012,772.46	32,136.11	980,636	32,136	12,984	1.28
BLACKROCK STRATEGIC INCOME OPPRTNITS PTF INST SYMBOL: BSIX Initial Purchase: 12/27/12	97,864	990,533.35	10.3700	1,014,849.68	24,316.33	990,533	24,316	23,291	2.29

RL FDN ABS RET

Account Number: 656-74024

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

May 31, 2014 - June 30, 2014

MUTUAL FUNDS/CLOSED END FUNDS/JIT Description	(continued) Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income Yield%
Alternative Investments 100%								
4130 Fractional Share		4 24	10 3700	4.28	.04			1 2 29
PIMCO UNCONSTRAINED BOND FUND CL P SYMBOL: PUCPX Initial Purchase 11/19/10	89,773	1,011,996.45	11.3100	1,015,332.63	3,336.18	1 011,996	3,336	7,981 .78
Alternative Investments 100%								
1060 Fractional Share		1 20	11 3100	1.20				1 78
Subtotal (Alternative Investments)				4,048,096.76				
TOTAL		3,982,160.58		4,048,096.76	65,936.18		65,935	56,210 1 39
TOTAL PRINCIPAL INVESTMENTS		3,988,795.04		4,054,731.22	65,936.18		56,210	1 39

Total Client Investment: Cost of shares directly purchased and still held. Does not include shares purchased through reinvestment.

Cumulative Investment Return: Estimated Market Value minus Total Client Investment. Cumulative Investment Return is the dollar value of the capital appreciation (depreciation) of all shares purchased and still held, including shares acquired through reinvestment of dividends and distributions, which may be greater or less than the actual income distributed.

Initial Purchase: Date of your initial investment in this fund

Market Timing: Merrill Lynch's policies prohibit mutual fund market timing, which involves the purchase and sale of mutual fund shares within short periods of time with the intention of capturing short-term profits resulting from market volatility. Market timing may result in lower returns for long-term fund shareholders because market timers capture short-term gains that would otherwise pass to all shareholders and due to increased transaction costs and fewer assets for investment due to the need to retain cash to satisfy redemptions.

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est Annual Yield%
CASH	0.06	0 06			.06	

+

R AND L FDN CASH

Account Number: 656-74D41

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

May 31, 2014 - June 30, 2014

CASH/MONEY ACCOUNTS		Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
Description							
CASH		0.36	0.36		.36		
BIF MONEY FUND		55,540.00	55,540.00	1.0000	55,540.00		
TOTAL			55,540.36		55,540.36		

EQUITIES		Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Current Annual Income	Estimated Current Yield%
Description	Symbol								
ACCELERATE DIAGNOSTICS INC	AXDX	38	0.0263	1.00	26.0000	988.00		987.00	
LUMENIS LTD		1	1.0000	1.00	N/A	N/A		N/A	
LUMENIS LTD SHS CL B	LMNS	1	N/A	N/A	9.7400	9.74			
TOTAL				2.00		997.74		987.00	
TOTAL PRINCIPAL INVESTMENTS				55,542.36		56,538.10		987.00	

Notes
Total values exclude N/A items

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

CASH/MONEY ACCOUNTS		Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
Description							
CASH		0.95	0.95		.95		
BIF MONEY FUND		835.00	835.00	1.0000	835.00		
TOTAL			835.95		835.95		
TOTAL INCOME INVESTMENTS			835.95		835.95		

RL FDN LOWE Account Number: 656-74E21

ASSETS NOT HELD/VALUED BY MLPF&S

May 31, 2014 - June 30, 2014

The amount shown for Assets Not Held/Valued by MLPF&S is for informational purposes only, may vary from values (if any) provided by the issuer or others, and may change. These investments are generally illiquid, not listed on any securities exchange or NASDAQ market, and investors may not be able to sell them or realize amounts shown upon a sale or liquidation. Except for individual retirement accounts, MLPF&S does not hold or act as custodian of and has no responsibility to safekeep, monitor or value these investments and the investments are not registered in the name of nor held by MLPF&S or its nominees. MLPF&S makes no representation as to the accuracy of the value(s) provided, and the investments are not covered by SIPC.

ALL OTHER ASSETS NOT HELD/VALUED BY MLPF&S

Description	Quantity	Basis	Est Value Per Unit	Est. Value
LOWE REAL ESTATE INCOME & GROWTH PARTNERS LLC	1,000	346,942	230.31	230,310 (1)
Sub-Total				230,310

(1) - An estimate of value provided to Merrill Lynch by an independent valuation service on at least an annual basis. This amount has not been adjusted to reflect changes which may have taken place subsequent to that valuation date.

(2) - Unavailable, the value of this investment may be different than its original purchase price.

TOTAL ASSETS NOT HELD/VALUED BY MLPF&S

\$230,310.00

The amount shown for Assets Not Held/Valued by MLPF&S is for informational purposes only, may vary from values (if any) provided by the issuer or others, and may change. These investments are generally illiquid, not listed on any securities exchange or NASDAQ market, and investors may not be able to sell them or realize amounts shown upon a sale or liquidation. Except for individual retirement accounts, MLPF&S does not hold or act as custodian of and has no responsibility to safekeep, monitor or value these investments and the investments are not registered in the name of nor held by MLPF&S or its nominees. MLPF&S makes no representation as to the accuracy of the value(s) provided, and the investments are not covered by SIPC.

YOUR TRUST MANAGEMENT ACCOUNT TRANSACTIONS

CASH/OTHER TRANSACTIONS

Date	Transaction Type	Quantity	Description	Income Cash	Principal Cash
06/09	Portfolio Xfer		P640ADJ NON RPT		(50.00)
			ADJ NON RPT		

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1031



13 of 42

Account Number 656-74M82

ACCOUNT INVESTMENT OBJECTIVE

May 31, 2014 - June 30, 2014

GROWTH: Objective is to accumulate wealth over time through price appreciation rather than current income. The investor should be willing to accept the risk of price volatility and principal loss in seeking to achieve growth

If you have changes to your investment objective, please contact your Private Wealth Advisor(s).

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

CASH/MONEY ACCOUNTS	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	0.54	0.54		54		
BIF MONEY FUND	14,651.00	14,651.00	1.0000	14,651.00		
TOTAL		14,651.54		14,651.54		

MUTUAL FUNDS/CLOSED END FUNDS/UIT

Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income	Yield%
ISHARES CORE S&P SMALL CAP ETF SYMBOL: IJR Initial Purchase 01/02/14 Equity 100%	2,186	238,072.06	112.0900	245,028.74	6,956.68	238,072	6,956	2,683	1.09
ISHARES MSCI EAFE SYMBOL: EFA Initial Purchase 08/24/12 Equity 100%	25,412	1,507,762.09	68.3700	1,737,418.44	229,656.35	1,507,752	229,656	58,593	3.25
ISHARES MSCI EMERGING MKTS SYMBOL: EEM Initial Purchase 12/27/12 Equity 100%	12,402	511,707.31	43.2300	536,138.46	24,431.15	511,707	24,431	8,756	1.63
ISHARES MSCI EAFE SMALL	4,649	237,508.42	52.9200	246,025.08	8,516.66	237,508	8,516	5,742	2.33

Account Number: 656-74M82

RL FDN EQUITY

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

May 31, 2014 - June 30, 2014

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	(continued) Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income	Yield%
CAP									
SYMBOL: SCZ	Initial Purchase: 01/02/14								
Equity: 100%									
SPDR S&P 500 ETF TRUST	11,711	1,948,239.77	195.7200	2,292,076.92	343,837.15	1,948,239	343,837	41,913	1.82
SYMBOL: SPY	Initial Purchase: 08/24/12								
Equity: 100%									
Subtotal (Equities)				5,056,687.64					
TOTAL		4,443,289.65		5,056,687.64	613,397.99		613,396	115,987	2.29
TOTAL PRINCIPAL INVESTMENTS		4,457,941.19		5,071,339.18	613,397.99			115,987	2.28

Total Client Investment: Cost of shares directly purchased and still held. Does not include shares purchased through reinvestment.

Cumulative Investment Return: Estimated Market Value minus Total Client Investment.

Cumulative Investment Return: The dollar value of the capital appreciation (depreciation) of all shares purchased and still held, including shares acquired through reinvestment of dividends and distributions, which may be greater or less than the actual income distributed.

Initial Purchase: Date of your initial investment in this fund.

Unrealized Gain or (Loss): Estimated Market Value minus Total Cost Basis (total cost of shares directly purchased and still held, as well as cost of shares acquired through reinvestment). Provided for Tax Planning purposes only and is not applicable to retirement accounts.

Market Timing: Merrill Lynch's policies prohibit mutual fund market timing, which involves the purchase and sale of mutual fund shares within short periods of time with the intention of capturing short-term profits resulting from market volatility. Market timing may result in lower returns for long-term fund shareholders because market timers capture short-term gains that would otherwise pass to all shareholders and due to increased transaction costs and fewer assets for investment due to the need to retain cash to satisfy redemptions.

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est Annual Yield%
CASH	696.70	696.70		696.70		

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MERRILL LYNCH 015	90,471.	11,812.	78,659.	78,659.	78,659.
MERRILL LYNCH 022	72,380.	44,324.	28,056.	28,056.	28,056.
MERRILL LYNCH 024	62,259.	1,222.	61,037.	61,037.	61,037.
MERRILL LYNCH E21	6.	0.	6.	6.	6.
MERRILL LYNCH J05	9.	0.	9.	9.	9.
MERRILL LYNCH M82	73,391.	0.	73,391.	73,391.	73,391.
TO PART I, LINE 4	298,516.	57,358.	241,158.	241,158.	241,158.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INCOME (LOSS) FROM LOWE PASSTHROUGH ENTITY	-12.	0.	0.
MISCELLANEOUS INCOME	18.	18.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	6.	18.	0.

FORM 990-PF	LEGAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	1,812.	1,812.	0.	0.
TO FM 990-PF, PG 1, LN 16A	1,812.	1,812.	0.	0.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTANT FEES	9,250.	5,550.	0.	3,700.
TO FORM 990-PF, PG 1, LN 16B	9,250.	5,550.	0.	3,700.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TRUSTEE FEES	52,973.	52,973.	0.	0.
INVESTMENT MANAGEMENT FEES	10,650.	10,650.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	63,623.	63,623.	0.	0.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	4,257.	4,257.	0.	0.
TO FORM 990-PF, PG 1, LN 18	4,257.	4,257.	0.	0.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
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DESCRIPTION	AMOUNT
PRIOR PERIOD ADJUSTMENT: BASIS REDUCTION OF SECURITIES	9,485.
TOTAL TO FORM 990-PF, PART III, LINE 5	9,485.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT	14,297,844.	15,330,202.
TOTAL TO FORM 990-PF, PART II, LINE 10B	14,297,844.	15,330,202.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT	COST	346,942.	230,310.
TOTAL TO FORM 990-PF, PART II, LINE 13		346,942.	230,310.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	10
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NAME OF MANAGERRICHARD D. MERILLAT
LYNETTE S. MERILLAT

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 11

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

RICHARD D MERILLAT, 1800 WEST US 223, ADRIAN, MI 49221

FORM AND CONTENT OF APPLICATIONS

WRITTEN LETTER INCLUDING PURPOSE OF REQUEST, PROOF OF EXEMPT STATUS AND
DESCRIPTION OF CHARITABLE ACTIVITY.

ANY SUBMISSION DEADLINES

RESTRICTIONS AND LIMITATIONS ON AWARDS

RESTRICTED TO ORGANIZATIONS LOCATED WITHIN THE CITY OF ADRIAN, MICHIGAN AND
SURROUNDING COMMUNITIES OR ORGANIZATIONS PROMOTING CHRISTIAN VALUES.

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

Department of the Treasury
Internal Revenue Service

► File a separate application for each return.

► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on **e-file for Charities & Nonprofits**.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization or other filer, see instructions. RICHARD D. AND LYNETTE S. MERRILLAT NON-PROFIT CORPORATION	Enter filer's identifying number Employer identification number (EIN) or 38-3148627
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. MERRILL LYNCH TRUST CO FSB PO BOX 1525	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PENNINGTON, NJ 08534	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

MERRILL LYNCH TRUST CO FSB

- The books are in the care of ► **PO BOX 1525 - PENNINGTON, NJ 08534**

Telephone No ► **(609) 274-1674**

Fax No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **FEBRUARY 15, 2015**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► ☐ calendar year _____ or

► ☒ tax year beginning **JUL 1, 2013**, and ending **JUN 30, 2014**

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	28,613.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	28,613.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. RICHARD D. AND LYNETTE S. MERRILLAT NON-PROFIT CORPORATION	Employer identification number (EIN) or 38-3148627
	Number, street, and room or suite no. If a P.O. box, see instructions. MERRILL LYNCH TRUST CO FSB PO BOX 1525	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PENNINGTON, NJ 08534	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (Individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

MERRILL LYNCH TRUST CO FSB

- The books are in the care of **PO BOX 1525 - PENNINGTON, NJ 08534**

Telephone No. **(609) 274-1674**

Fax No.

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **MAY 15, 2015**

5 For calendar year , or other tax year beginning **JUL 1, 2013**, and ending **JUN 30, 2014**

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED TO GATHER THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	28,613.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	28,613.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature **[Signature]** Title **CPA**

Date **2/9/15**

Form 8868 (Rev. 1-2014)