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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

▶ Do not enter Social Security numbers on this form as it may be made public.

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

07/01, 2013, and ending

06/30, 2014

Name of foundation **GEORGE J & EFFIE L SEAY****BANK OF AMERICA, NA**

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

P O BOX 40200, FL9-100-10-19

City or town, state or province, country, and ZIP or foreign postal code

JACKSONVILLE, FL 32203-0200**G** Check all that apply:☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change**H** Check type of organization:☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation**I** Fair market value of all assets at

end of year (from Part II, col. (c), line

16) ▶ \$ **4,174,875.****J** Accounting method: ☒ Cash ☐ Accrual☐ Other (specify) _____

(Part I, column (d) must be on cash basis.)

A Employer identification number**54-6030604****B** Telephone number (see instructions)**877-446-1410****C** If exemption application is pending, check here ☐**D** 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐**E** If private foundation status was terminated under section 507(b)(1)(A), check here ☐**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc., received (attach schedule)

2 Check ☐ if the foundation is not required to attach Sch B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a

7 Capital gain net income (from Part IV, line 2)

8 Net short-term capital gain

9 Income modifications

10 a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit or (loss) (attach schedule)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach schedule)

c Other professional fees (attach schedule)

17 Interest

18 Taxes (attach schedule) (see instructions)

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

24 Total operating and administrative expenses.

Add lines 13 through 23

25 Contributions, gifts, grants paid

26 Total expenses and disbursements Add lines 24 and 25

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)

REVENUE AND EXPENSES

OPERATING AND ADMINISTRATIVE EXPENSES

SCANNED OCT 15 2014

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P 18 line

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments	16,961.	35,484.	35,484.	
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule)	STMT 7	3,756,833.	3,698,008.	4,139,391.
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)					
14	Land, buildings, and equipment basis					
	Less: accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		3,773,794.	3,733,492.	4,174,875.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)			NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ 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 and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	3,147,687.	3,147,687.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	626,107.	585,805.		
	30	Total net assets or fund balances (see instructions)	3,773,794.	3,733,492.		
31	Total liabilities and net assets/fund balances (see instructions)	3,773,794.	3,733,492.			

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,773,794.
2	Enter amount from Part I, line 27a	2	-67,198.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	30,109.
4	Add lines 1, 2, and 3	4	3,736,705.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	3,213.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,733,492.

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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 PUBLICLY TRADED SECURITIES					
b OTHER GAINS AND LOSSES					
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 1,846,391.		1,801,924.	44,467.		
b 174,336.		133,559.	40,777.		
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			44,467.		
b			40,777.		
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	85,244.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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	205,426.	3,814,795.	0.053850
2011	184,501.	3,678,064.	0.050163
2010	195,041.	3,744,203.	0.052091
2009	128,919.	3,418,479.	0.037712
2008	212,771.	3,209,789.	0.066288
2 Total of line 1, column (d)			2 0.260104
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 0.052021
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 4,019,683.
5 Multiply line 4 by line 3			5 209,108.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,306.
7 Add lines 5 and 6			7 210,414.
8 Enter qualifying distributions from Part XII, line 4			8 191,641.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	2,611.
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	
3 Add lines 1 and 2		3	2,611.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,611.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	9,200.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	9,200.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ 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	6,589.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ☐ 2,612. Refunded ☐ 3,977.	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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 ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ _____		
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) ☐ VA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		X

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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 SEE STATEMENT 13 Telephone no 			
Located at ZIP+4 				
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			
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? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b		X
Organizations relying on a current notice regarding disaster assistance check here 		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? 1c		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No		
If "Yes," list the years 		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) 2b		X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.) 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)? (see instructions) ☐ 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? ☐ Yes ☒ No

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? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BANK OF AMERICA, NA P O BOX 40200, FL9-100-10-19, JACKSONVILLE, FL 32203	TRUSTEE 01	49,963.	-0-	-0-
Elizabeth D. Seaman P.O. Box 26688, Richmond, VA 23261-6688	Consultant 20	6,560.	-0-	-0-

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

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

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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 NONE	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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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	3,953,237.
b	Average of monthly cash balances	1b	127,659.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	4,080,896.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	4,080,896.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	61,213.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,019,683.
6	Minimum investment return. Enter 5% of line 5	6	200,984.

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	200,984.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	2,611.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,611.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	198,373.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	198,373.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	198,373.

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	191,641.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	191,641.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	191,641.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				198,373.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			NONE	
b Total for prior years 20 <u>11</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	14,594.			
b From 2009	NONE			
c From 2010	12,225.			
d From 2011	11,515.			
e From 2012	23,886.			
f Total of lines 3a through e	62,220.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ <u>191,641.</u>				
a Applied to 2012, but not more than line 2a . . .			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount				191,641.
e Remaining amount distributed out of corpus . .	NONE			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	6,732.			6,732.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	55,488.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . .	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .	7,862.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	47,626.			
10 Analysis of line 9				
a Excess from 2009 . . .	NONE			
b Excess from 2010 . . .	12,225.			
c Excess from 2011 . . .	11,515.			
d Excess from 2012 . . .	23,886.			
e Excess from 2013 . . .				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**NOT APPLICABLE**

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization.					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

N/A

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

N/A

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (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 14

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

N/A

c Any submission deadlines:

N/A

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

N/A

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				
SEE STATEMENT 19				155,000.
Total			3a	155,000.
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions to verify calculations.)

▼

NOT APPLICABLE

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | 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? | | Yes | No |
|---|--|-----|----|
| 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

**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.

Karen J. Kiser
Signature of officer or trustee

08/07/2014
Date

TRUSTEE
Title

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

BANK OF AMERICA, NA

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if self-employed	PTIN
---	------

Firm's name

Firm's EIN ▶

Firm's address ►

Phone no

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
USGI REPORTED AS NONQUALIFIED DIVIDENDS	955.	955.
FOREIGN DIVIDENDS	13,066.	13,066.
NONDIVIDEND DISTRIBUTIONS	1,774.	
DOMESTIC DIVIDENDS	29,495.	29,495.
OTHER INTEREST	10,941.	10,941.
FOREIGN INTEREST	409.	409.
U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE	1,006.	1,006.
NON-TAXABLE FOREIGN INCOME	-719.	
US GOVERNMENT INTEREST REPORTED AS QUALI	610.	610.
NONQUALIFIED FOREIGN DIVIDENDS	3,305.	3,305.
NONQUALIFIED DOMESTIC DIVIDENDS	23,211.	23,211.
	-----	-----
TOTAL	84,053.	82,998.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
PARTNERSHIP INCOME		10.
	-----	-----
TOTALS	=====	=====
		10.
		=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE - BOA	1,250.			1,250.
TOTALS	1,250.	NONE	NONE	1,250.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
GRANTMAKING FEES - BOA	10,132.		10,132.
INVESTMENT ADVISORY FEES	1,636.	1,636.	
	-----	-----	-----
TOTALS	11,768.	1,636.	10,132.
	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	1,405.	1,405.
EXCISE TAX ESTIMATES	7,483.	
FOREIGN TAXES ON QUALIFIED FOR	259.	259.
FOREIGN TAXES ON NONQUALIFIED	144.	144.
	-----	-----
TOTALS	9,291.	1,808.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
OTHER CHARITABLE EXPENSES	1,325.		1,325.
OTHER CHARITABLE EXPENSES	1,325.		1,325.
OTHER INVESTMENT FEE	13.	13.	
PARTNERSHIP EXPENSES		331.	
TOTALS	2,663.	344.	2,650.
	=====	=====	=====

GEORGE J & EFFIE L SEAY

54-6030604

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

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
921943858 VANGUARD FTSE DEVELO	139,342.	166,953.
922042858 VANGUARD FTSE EMERGI		
922908553 VANGUARD REIT ETF	219,507.	251,837.
00078H281 ASTON MONTAG & CALDW		
466001864 IVY ASSET STRATEGY F	217,706.	235,692.
693390841 PIMCO HIGH YIELD FD	75,559.	79,378.
722005667 PIMCO COMMODITY REAL		
714199106 PERMANENT PORTFOLIO		
72200Q182 PIMCO ALL ASSET ALL		
202671913 AGGREGATE BOND CTF	427,097.	419,871.
207543877 SMALL CAP GROWTH LEA	105,857.	129,779.
29099J109 EMERGING MARKETS STO	265,209.	284,961.
302993993 MID CAP VALUE CTF	160,034.	189,810.
303995997 SMALL CAP VALUE CTF	110,768.	129,324.
323991307 MID CAP GROWTH CTF	176,402.	187,286.
45399C107 DIVIDEND INCOME COMM	266,801.	312,683.
99Z466197 INTERNATIONAL FOCUSE	293,689.	346,931.
464287614 ISHARES RUSSELL 1000	229,920.	231,872.
73935S105 POWERSHARES DB COMMO	160,201.	163,467.
38145C646 GOLDMAN SACHS STRATE	350,000.	347,373.
	-----	-----
TOTALS	3,198,092.	3,477,217.
	=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION	AMOUNT
-----	-----
COMMON TRUST FUNDS ADJUSTMENT	27,099.
PARTNERSHIP ADJUSTMENT	3,010.

TOTAL	30,109.
	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION -----	AMOUNT -----
COST BASIS ADJUSTMENT	2,596.
PRIOR YEAR-END SALES ADJUSTMENT	617.

TOTAL	3,213.
	=====

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term ' Gain/Loss
OTHER GAINS AND LOSSES					
519.527 SMALL CAP GROWTH LEADERS CTF	02/22/2013	08/09/2013	10,000.00	8,666.00	1,334.00
349.314 SMALL CAP GROWTH LEADERS CTF	02/22/2013	09/30/2013	7,000.00	5,856.00	1,144.00
202.049 EMERGING MARKETS STOCK COMMON TRUST FUND					
788.376 MID CAP VALUE CTF	02/28/2013	12/06/2013	9,553.00	9,599.00	-46.00
413.12 MID CAP VALUE CTF	02/22/2013	08/09/2013	19,000.00	17,730.00	1,270.00
501.448 SMALL CAP VALUE CTF	02/22/2013	09/30/2013	10,000.00	9,327.00	673.00
694.846 MID CAP GROWTH CTF	02/22/2013	08/09/2013	11,000.00	10,155.00	845.00
635.567 MID CAP GROWTH CTF	06/07/2013	08/09/2013	16,000.00	15,311.00	689.00
	06/07/2013	09/30/2013	15,000.00	14,191.00	809.00
TOTAL OTHER GAINS AND LOSSES			97,553.00	90,835.00	6,718.00
Totals			97,553.00	90,835.00	6,718.00

Schedule D Detail of Long-term Capital Gains and Losses

JSA
3F0970 1 000

GAINS AND LOSSES FROM PASS-THRU ENTITIES
=====

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	1,533.00	

TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)		1,533.00
		=====

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	30,813.00	
PARTNERSHIPS, TRUSTS, S CORPORATIONS		
	-3,010.00	

TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)		27,803.00
		=====

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: BANK OF AMERICA, N.A.

ADDRESS: P O BOX 40200, FL9-100-10-19
JACKSONVILLE, FL 32203-0200

TELEPHONE NUMBER: (877)446-1410

GEORGE J & EFFIE L SEAY
FORM 990PF, PART XV - LINES 2a - 2d
=====

54-6030604

RECIPIENT NAME:
US TRUST/BANK OF AMERICA (SARAH KAY)
ADDRESS:
P O BOX 26688
RICHMOND, VA 23261-6688
RECIPIENT'S PHONE NUMBER: 804-887-8773

STATEMENT 14

=====

RECIPIENT NAME:

HOUSING OPPROTUNITIES MADE
EQUAL OF VIRGINIA, INC

ADDRESS:

626 EAST BROAD ST, STE 400
RICHMOND, VA 23219

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

GIRLS FOR A CHANGE

ADDRESS:

P O BOX 14844
RICHMOND, VA 23221

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

THE GRAY HAVEN PROJECT

ADDRESS:

P O BOX 172
RICHMOND, VA 23218

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

=====

RECIPIENT NAME:

GLOUCESTER ARTS ON MAIN, INC

ADDRESS:

6580 B MAIN STREET

GLOUCESTER, VA 23061

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 7,500.

RECIPIENT NAME:

PENINSULA AGENCY ON AGING

ADDRESS:

3001 TREYBURN DRIVE

WILLIAMSBURG, VA 23188

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

SO. RICHMOND ADULT DAY

CARE CENTER, INC

ADDRESS:

1500 HULL STREET

RICHMOND, VA 23224-3804

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
RESOURCES FOR INDEPENDENT
LIVING INC
ADDRESS:
4009 FITZHUGH AVE, STE 100
RICHMOND, VA 23230
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 7,500.

RECIPIENT NAME:
CHILDREN'S MUSEUM OF RICHMOND
ADDRESS:
2626 WEST BROAD STREET
RICHMOND, VA 23220
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
CHILDSAVERS-MEMORIAL CHILD
GUIDANCE CLINIC
ADDRESS:
200 NORTH 22ND STREET
RICHMOND, VA 23223
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
BIG BROTHERS & BIB SISTERS, SVCS
ADDRESS:
5511 STAPLES MILL RD, STE 200
RICHMOND, VA 23228
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
RICHMOND METRO HABITAT
FOR HUMANITY
ADDRESS:
2281 DABNEY RD, SUITE A
RICHMOND, VA 23230
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
CRATE COMMUNITY HOSPICE INC
ADDRESS:
3916 SOUTH CRATER ROAD
PETERSBURG, VA 23805
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

OLIVET MEDICAL MINISTRY

ADDRESS:

1620 OLD WILLIAMSBURG RD
YORKTOWN, VA 23690

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

FRIENDS ASSN FOR CHILDREN

ADDRESS:

1004 ST. JOHN STREET
RICHMOND, VA 23220

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

P C

AMOUNT OF GRANT PAID 15,000.

TOTAL GRANTS PAID:

155,000.

=====

FEDERAL FOOTNOTES

=====

THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.

GEORGE J & EFFIE L SEAY
54-6030604
Balance Sheet
6/30/2014



Cusip	Asset	Units	Basis	Market Value
	Cash/Cash Equivalent	35484.460	35,484.46	35,484.46
002824100	ABBOTT LABS	169.000	5,744.68	6,912.10
018490102	ALLERGAN INC	33.000	2,540.10	5,584.26
023135106	AMAZON COM INC	49.000	10,527.44	15,914.22
03027X100	AMERICAN TOWER CORP	188 000	14,478.83	16,916.24
042068106	ARM HLDGS PLC	216 000	9,349.16	9,771.84
04685W103	ATHENAHEALTH INC	71.000	8,271.61	8,884.23
09061G101	BIOMARIN PHARMACEUTICAL INC	123 000	8,267.45	7,651.83
126650100	CVS CAREMARK CORP	112 000	4,816.73	8,441.44
151020104	CELGENE CORP	134.000	8,623.54	11,507.92
156782104	CERNER CORP	258 000	12,627.79	13,307.64
166764100	CHEVRON CORP	44.000	3,386.89	5,744.20
169656105	CHIPOTLE MEXICAN GRILL INC	13.000	7,005.97	7,702.63
20030N200	COMCAST CORP	131.000	4,414.29	6,986.23
202671913	AGGREGATE BOND CTF	24971.952	427,097.21	419,870.91
207543877	SMALL CAP GROWTH LEADERS CTF	6020.150	105,856.73	129,779.38
22160K105	COSTCO WHSL CORP NEW	70.000	7,536.47	8,061.20
228368106	CROWN HLDGS INC	59.000	2,837.57	2,935.84
235851102	DANAHER CORP DEL	51.000	2,738.14	4,015.23
25243Q205	DIAGEO PLC	26.000	2,772.83	3,309.02
254687106	DISNEY WALT CO	51.000	2,541.74	4,372.74
262037104	DRIL-QUIP INC	70.000	7,536.89	7,646.80
29099J109	EMERGING MARKETS STOCK	5759.238	265,209.01	284,961.34
29444U502	EQUINIX INC	58 000	12,043.15	12,185.22
30219G108	EXPRESS SCRIPTS HLDG CO	65.000	4,221.34	4,506.45
30231G102	EXXON MOBIL CORP	61.000	5,122.64	6,141.48
302993993	MID CAP VALUE CTF	6417.103	160,034.30	189,810.21
303995997	SMALL CAP VALUE CTF	5132.094	110,768.27	129,324.15
311900104	FASTENAL CO	154.000	7,288.94	7,621.46
31620M106	FIDELITY NATL INFORMATION SVCS	93.000	4,517.10	5,090.82
323991307	MID CAP GROWTH CTF	7218.570	176,402.11	187,285.80
354613101	FRANKLIN RES INC	108.000	5,527.39	6,246.72
370334104	GENERAL MLS INC	133.000	5,150.36	6,987.82
38141G104	GOLDMAN SACHS GROUP INC	54.000	5,855.03	9,041.76

GEORGE J & EFFIE L SEAY
54-6030604
Balance Sheet
6/30/2014



Cusip	Asset	Units	Basis	Market Value
38145C646	GOLDMAN SACHS STRATEGIC	32833.021	350,000.00	347,373.36
38259P706	GOOGLE INC	33.000	14,412.23	18,984.24
438516106	HONEYWELL INTL INC	76.000	4,731.82	7,064.20
452308109	ILLINOIS TOOL WKS INC	57.000	4,768.45	4,990.92
452327109	ILLUMINA INC	52.000	7,363.00	9,284.08
453142101	IMPERIAL TOBACCO GROUP PLC	31.000	2,638.17	2,788.08
45399C107	DIVIDEND INCOME COMMON TRUST	6293.931	266,800.82	312,683.12
459200101	INTERNATIONAL BUSINESS MACHS	26.000	2,323.57	4,713.02
464287614	ISHARES RUSSELL 1000 GROWTH ETF	2550.000	229,920.24	231,871.50
466001864	IVY ASSET STRATEGY FUND	7331.009	217,706.10	235,691.94
46625H100	J P MORGAN CHASE & CO	247.000	9,086.62	14,232.14
478160104	JOHNSON & JOHNSON	93.000	6,054.81	9,729.66
478366107	JOHNSON CTLS INC	81.000	2,000.22	4,044.33
53578A108	LINKEDIN CORP	51.000	6,765.87	8,744.97
539830109	LOCKHEED MARTIN CORP	44.000	3,931.81	7,072.12
544147101	LORILLARD INC	72.000	2,845.24	4,389.84
580135101	MCDONALDS CORP	34.000	3,249.52	3,425.16
582839106	MEAD JOHNSON NUTRITION CO	109.000	8,634.27	10,155.53
59156R108	METLIFE INC	142.000	4,726.31	7,889.52
631103108	NASDAQ OMX GROUP	104.000	4,007.52	4,016.48
641069406	NESTLE S A	95.000	5,769.14	7,359.65
674599105	OCCIDENTAL PETE CORP DEL	58.000	2,834.79	5,952.54
675232102	OCEANEERING INTL INC	116.000	7,904.00	9,063.08
68389X105	ORACLE CORP	129.000	3,670.46	5,228.37
693390841	PIMCO HIGH YIELD FD	8124.624	75,559.01	79,377.58
717081103	PFIZER INC	338.000	6,422.71	10,031.84
718172109	PHILIP MORRIS INTL INC	122.000	10,532.11	10,285.82
73935S105	POWERSHARES DB COMMODITY	6150.000	160,201.35	163,467.00
740189105	PRECISION CASTPARTS CORP	55.000	8,051.48	13,882.00
741503403	PRICELINE GROUP INC	11.000	4,647.93	13,233.00
744320102	PRUDENTIAL FINL INC	38.000	1,991.54	3,373.26
747525103	QUALCOMM INC	157.000	9,157.01	12,434.40
790849103	ST JUDE MED INC	24.000	906.10	1,662.00
79466L302	SALESFORCE COM INC	331.000	11,663.32	19,224.48

GEORGE J & EFFIE L SEAY

54-6030604

Balance Sheet

6/30/2014

Bank of America



Cusip	Asset	Units	Basis	Market Value
806857108	SCHLUMBERGER LTD	156.000	12,496.63	18,400.20
808513105	SCHWAB CHARLES CORP NEW	271.000	5,204.02	7,298.03
81762P102	SERVICENOW INC	145.000	8,668.08	8,984.20
848637104	SPLUNK INC	155.000	8,065.72	8,576.15
855244109	STARBUCKS CORP	194.000	11,918.53	15,011.72
857477103	STATE STR CORP	45.000	2,651.62	3,026.70
87612E106	TARGET CORP	69.000	3,531.64	3,998.55
883556102	THERMO FISHER SCIENTIFIC CORP	38.000	1,521.10	4,484.00
88579Y101	3M CO	48.000	4,792.90	6,875.52
886547108	TIFFANY & CO NEW	110.000	8,473.82	11,027.50
887317303	TIME WARNER INC	69.000	4,753.47	4,847.25
89417E109	TRAVELERS COS INC	95.000	6,482.94	8,936.65
911312106	UNITED PARCEL SVC INC	54.000	4,102.38	5,543.64
913017109	UNITED TECHNOLOGIES CORP	59.000	1,765.38	6,811.55
921943858	VANGUARD FTSE DEVELOPED	3920.000	139,342.30	166,952.80
922908553	VANGUARD REIT	3365.000	219,507.42	251,836.60
92343V104	VERIZON COMMUNICATIONS INC	201.000	9,778.44	9,834.93
92345Y106	VERISK ANALYTICS INC	149.000	9,226.49	8,942.98
92826C839	VISA INC	67.000	7,222.33	14,117.57
928563402	VMWARE INC	90.000	7,245.98	8,712.90
92857W308	VODAFONE GROUP PLC NEW	39.000	1,991.82	1,302.21
949746101	WELLS FARGO & CO	293.000	10,678.97	15,400.08
99Z466197	INTERNATIONAL FOCUSED EQUITY	27822.352	293,689.16	346,930.82
G1151C101	ACCENTURE PLC	133.000	8,797.30	10,751.72
G2554F113	COVIDIEN PLC	80.000	5,114.88	7,214.40
G27823106	DELPHI AUTOMOTIVE PLC	57.000	1,607.95	3,918.18
G29183103	EATON CORP PLC	41.000	2,909.40	3,164.38
H0023R105	ACE LTD	176.000	14,078.03	18,251.20
		Totals	3,733,492.40	4,174,875.24