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For calendar year 2013 or tax year beginning 08/01, 2013, and ending 07/31, 2014

Name of foundation: **MEMORIAL CENTER TRUST P62092005**

Employer identification number: **13-6029907**

Number and street (or P O box number if mail is not delivered to street address): **10 S DEARBORN IL1-0117**

Room/suite: _____

Telephone number (see instructions): **866-888-5157**

City or town, state or province, country, and ZIP or foreign postal code: **CHICAGO, IL 60603**

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) ▶ \$ **509,099.**

J Accounting method: Cash Accrual
 Other (specify) _____ (Part I, column (d) must be on cash basis.)

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)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	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	10,848.	10,754.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	16,872.			
	b Gross sales price for all assets on line 6a	137,250.			
	7 Capital gain net income (from Part IV, line 2)		16,872.		JUN 23 2015
	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) (attach schedule)					
11 Other income (attach schedule)	8.			STMT 2	
12 Total. Add lines 1 through 11	27,728.	27,626.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	5,360.	4,020.		1,340.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 3	182.	182.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 4	100.			100.
	24 Total operating and administrative expenses. Add lines 13 through 23	5,642.	4,202.	NONE	1,440.
	25 Contributions, gifts, grants paid	4,631.			4,631.
26 Total expenses and disbursements. Add lines 24 and 25	10,273.	4,202.	NONE	6,071.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	17,455.				
b Net investment income (if negative, enter -0-)		23,424.			
c Adjusted net income (if negative, enter -0-)					

ENVELOPE
POSTMARK DATE JUN 12 2015

SCANNED JUN 25 2015

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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		1,821.	1,821.	
	2	Savings and temporary cash investments	22,231.	41,847.	41,847.	
	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)		217,980.	274,366.	
	c	Investments - corporate bonds (attach schedule)		108,179.	109,577.	
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans				
	13	Investments - other (attach schedule)	410,362.	79,907.	81,488.	
	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)	432,593.	449,734.	509,099.		
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 ▶ <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, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	432,593.	449,734.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds					
30	Total net assets or fund balances (see instructions)	432,593.	449,734.			
31	Total liabilities and net assets/fund balances (see instructions)	432,593.	449,734.			

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	432,593.
2	Enter amount from Part I, line 27a	2	17,455.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	450,048.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 5	5	314.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	449,734.

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				
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 137,250.		120,378.	16,872.	
b				
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			16,872.	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	16,872.
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) (see instructions). If (loss), enter -0- in Part I, line 8			3	

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	NONE	NONE	NONE
2011	NONE	NONE	NONE
2010			
2009			
2008			

2 Total of line 1, column (d)	2	NONE
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	NONE
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	493,275.
5 Multiply line 4 by line 3	5	NONE
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	234.
7 Add lines 5 and 6	7	234.
8 Enter qualifying distributions from Part XII, line 4 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.	8	6,071.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	234.
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	234.
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	234.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	
b	Exempt foreign organizations - tax withheld at source	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868)	6c	1,000.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	1,000.
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	766.
11	Enter the amount of line 10 to be Credited to 2014 estimated tax ▶ 236. Refunded ▶	11	530.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

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 JP MORGAN CHASE BANK, NA Telephone no (866) 888-5157
Located at 10 S DEARBORN IL1-0117, CHICAGO, IL ZIP+4 60603
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? 16 Yes No X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country

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

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

1a During the year did the foundation (either directly or indirectly).
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X 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 X
(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 X
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 X
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 X
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

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)? **5b**

Organizations relying on a current notice regarding disaster assistance check here **5b**

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 **6b** X
If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **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 (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
JP MORGAN CHASE BANK .N.A. 10 S DEARBORN ST ; MC : IL1-0117, CHICAGO, IL 60603	TRUSTEE 2	5,360.	-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**

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	

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	462,151.
b	Average of monthly cash balances	1b	38,636.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	500,787.
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	500,787.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	7,512.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	493,275.
6	Minimum investment return. Enter 5% of line 5	6	24,664.

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	24,664.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	234.
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	234.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	24,430.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	24,430.
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	24,430.

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	6,071.
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	6,071.
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	234.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	5,837.

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				24,430.
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	NONE			
b From 2009	NONE			
c From 2010	NONE			
d From 2011	NONE			
e From 2012	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ <u>6,071.</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				6,071.
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))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
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				18,359.
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)	NONE			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2009	NONE			
b Excess from 2010	NONE			
c Excess from 2011	NONE			
d Excess from 2012	NONE			
e Excess from 2013	NONE			

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)

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

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

1 Information Regarding Foundation Managers:

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

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:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p><i>a Paid during the year</i></p> <p>MEMORIAL SLOAN-KETTERING CANCER CENTER 633 THIRD AVE NEW YORK NY 10017-6706</p>	NONE	PC	GENERAL	4,631.
Total				▶ 3a 4,631.
<i>b Approved for future payment</i>				
Total				▶ 3b

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST FROM SECURITIES	10,848.	10,754.
TOTAL	10,848.	10,754.

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
DEFERRED INCOME	8.

TOTALS	8.
	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES ON QUALIFIED FOR	155.	155.
FOREIGN TAXES ON NONQUALIFIED	27.	27.
TOTALS	182.	182.

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

REVENUE
AND
EXPENSES
PER BOOKS

CHARITABLE
PURPOSES

DESCRIPTION

ATTORNEY GENERAL FEE

100.

100.

TOTALS

100.
=====

100.
=====

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

=====

DESCRIPTION -----	AMOUNT -----
ADJUSTMENT TO BASIS	202.
PRIOR PERIOD ADJUSTMENT	112.

TOTAL	314.
	=====

Account Summary

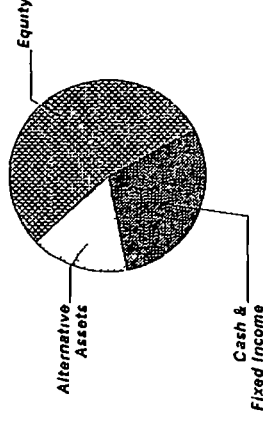
PRINCIPAL

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	257,200.97	274,366.21	17,165.24	4,592.58	54%
Alternative Assets	83,886.75	81,488.40	(2,398.35)	836.43	16%
Cash & Fixed Income	134,236.05	151,423.68	17,187.63	3,233.68	30%
Market Value	\$475,323.77	\$507,278.29	\$31,954.52	\$8,662.69	100%

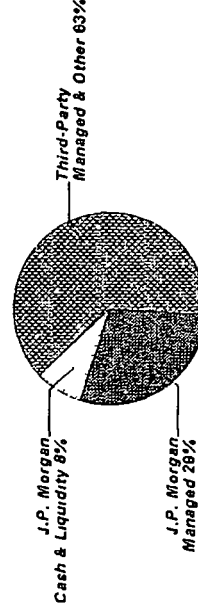
INCOME

Cash Position	Beginning Market Value	Ending Market Value	Change In Value
Cash Balance	1,232.90	1,821.41	588.51
Accruals	135.77	160.08	24.31
Market Value	\$1,368.67	\$1,981.49	\$612.82

Asset Allocation



Manager Allocation *



* J.P. Morgan Managed includes (to the extent permitted under applicable law) mutual funds, other registered funds and hedge funds managed by J.P. Morgan and structured products issued by J.P. Morgan. J.P. Morgan Cash & Liquidity Funds includes cash, J.P. Morgan deposit sweeps and J.P. Morgan money market mutual funds. Third-Party Managed & Other includes mutual funds, exchange traded funds, hedge funds, and separately managed accounts managed by parties other than J.P. Morgan, structured products and exchange traded notes issued by parties other than J.P. Morgan, and other investments not managed or issued by J.P. Morgan. See important information about investment principles and conflicts in the disclosures section.



MEMORIAL CTR TR U/W H SPENADEL ACCT. P62092005
As of 7/31/14



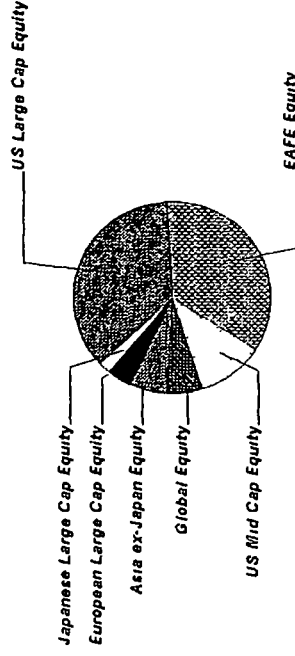
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Account Summary CONTINUED

<u>Cost Summary</u>	<u>Cost</u>
Equity	217,980 20
Cash & Fixed Income	150,025 65
Total	\$368,005.85

Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap Equity	114,190 07	100,421 99	(13,768 08)	20%
US Mid Cap Equity	32,462 92	31,471 82	(991 10)	6%
EAFE Equity	67,955 34	95,198 36	27,243 02	19%
European Large Cap Equity	4,889 20	9,923 28	5,054 08	2%
Japanese Large Cap Equity	0 00	5,280 80	5,280 80	1%
Asia ex-Japan Equity	18,580 67	16,324 63	(2,256 04)	3%
Emerging Market Equity	9,256 34	0 00	(9,256 34)	
Global Equity	9,886 43	15,745 33	5,858 90	3%
Total Value	\$257,200.97	\$274,366.21	\$17,165.24	54%



Equity as a percentage of your portfolio - 54 %

Market Value/Cost	Current Period Value
Market Value	274,366 21
Tax Cost	217,980 20
Unrealized Gain/Loss	56,386 01
Estimated Annual Income	4,592 58
Yield	1 67 %



MEMORIAL CIR TR U/W H SPENADEL ACCT. P62092005

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Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Large Cap Equity							
FMI LARGE CAP FUND	22.21	510.019	11,327.52	7,114.76	4,212.76	90.27	0.80%
LARGE CAP FD							
302933-20-5 FMIH X							
HARTFORD CAPITAL APPREC-I	48.09	528.208	25,401.52	17,555.09	7,846.43	124.12	0.49%
416649-30-9 ITHI X							
JPM US LARGE CAP CORE PLUS FD - SEL	29.40	780.645	22,950.96	15,759.68	7,191.28	309.13	1.35%
FUND 1002							
4812A2-38-9 JLPS X							
SPDR S&P 500 ETF TRUST	193.09	211.000	40,741.99	32,698.63	8,043.36	755.16	1.85%
78462F-10-3 SPY							
Total US Large Cap Equity			\$100,421.99	\$73,128.16	\$27,293.83	\$1,278.68	1.27%
US Mid Cap Equity							
ISHARES CORE S&P MID-CAP ETF	136.76	83.000	11,351.08	7,549.79	3,801.29	146.24	1.29%
464287-50-7 IJH							
JPM MID CAP EQ FD - SEL	43.25	238.082	10,297.05	8,059.70	2,237.35	103.80	1.01%
FUND 689							
4812A1-26-6 VSNG X							
JPM MKT EXP ENH INDEX FD - SEL	13.33	736.961	9,823.69	6,595.80	3,227.89	142.97	1.46%
FUND 3708							
4812C1-63-7 PGMI X							
Total US Mid Cap Equity			\$31,471.82	\$22,205.29	\$9,266.53	\$393.01	1.25%



MEMORIAL CTR TR U/W H SPENADEL ACCT: P62092005
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	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div.	Yield
EAFE Equity							
ISHARES MSCI EAFE INDEX FUND 464287-46-5 EFA	66.59	453,000	30,165.27	28,725.45	1,439.82	1,009.28	3.35%
MFS INTL VALUE-I 55273E-82-2 MINI X	36.22	554,297	20,076.64	14,289.68	5,786.96	366.39	1.82%
OAKMARK INTERNATIONAL FD-I 413838-20-2 OAKI X	26.08	665,578	17,358.27	16,490.00	868.27	290.19	1.67%
T ROWE PRICE OVERSEAS STOCK 77956H-75-7 TROS X	10.30	2,679,435	27,598.18	23,335.00	4,263.18	509.09	1.84%
Total EAFE Equity			\$95,198.36	\$82,840.13	\$12,358.23	\$2,174.95	2.28%
European Large Cap Equity							
VANGUARD FTSE EUROPE ETF 922042-87-4 VGK	57.36	173,000	9,923.28	9,013.53	909.75	398.41	4.01%
Japanese Large Cap Equity							
BROWN ADV JAPAN ALPHA OPP-IS 115233-57-9 BAFJ X	10.53	501,500	5,280.80	5,015.00	265.80		



MEMORIAL CTR TR U/W H SPENADEL ACCT: P62092005
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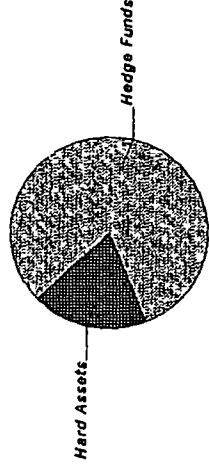


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	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc. Accrued Div	Yield
Asia ex-Japan Equity							
ABERDEEN ASIA-PAC XJ-INST EQUITY FUND - INSTITUTIONAL SERVICE SHARES 003021-69-8 AAPI X	12.55	448 369	5,627.03	4,734.78	892.25	67.25	1.20%
MATTHEWS PACIFIC TIGER FD-IS 577130-83-4 MIPT X	28.42	376.411	10,697.60	7,656.31	3,041.29	75.65	0.71%
Total Asia ex-Japan Equity			\$16,324.63	\$12,391.09	\$3,933.54	\$142.90	0.88%
Global Equity							
JPM GLOB RES ENH INDEX FD - SEL FUND 3457 46637K-51-3 JEIT X	18.62	845 614	15,745.33	13,387.00	2,358.33	204.63	1.30%

Alternative Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Hedge Funds	60,910.93	65,746.15	4,835.22	13%
Real Estate & Infrastructure	5,867.62	0.00	(5,867.62)	
Hard Assets	17,108.20	15,742.25	(1,365.95)	3%
Total Value	\$83,886.75	\$81,488.40	(\$2,398.35)	16%



Alternative Assets as a percentage of your portfolio - 16 %

Alternative Assets Detail

Hedge Funds	Price	Quantity	Estimated Value	Cost
EQUINOX FDS TR	9.84	803.366	7,905.12	8,316.00
EQNX CB STGY I 29446A-81-9 EBSIX				
GATEWAY FUND-Y 367829-88-4 GTEY X	29.25	496.811	14,531.72	13,486.00



MEMORIAL CERTIFICATE FOR JAY H. SPENADEL ACCY: P62092005
As of 7/31/14



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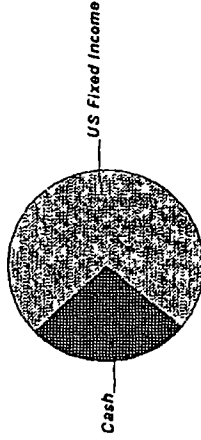
	Price	Quantity	Estimated Value	Cost
Hedge Funds				
GOTHAM ABSOLUTE RETURN FUND 360873-13-7 GARI X	13.55	379,297	5,139.47	4,965.00
INV BALANCED-RISK ALLOC-Y 00141V-69-7 ABRY X	12.60	1,043,311	13,145.72	12,720.00
PIMCO UNCONSTRAINED BOND-P 72201M-45-3 PUCP X	11.25	908,116	10,216.31	10,395.00
PRUDENTIAL INVT PORTFOLIOS 9 PRU ABRTN FD Z 74441J-82-9 PADZ X	9.88	1,037,664	10,252.12	10,304.00
THE ARBITRAGE FUND-I 03875R-20-5 ARBN X	12.98	350,978	4,555.69	4,594.30
Total Hedge Funds			\$65,746.15	\$64,780.30

	Price	Quantity	Estimated Value	Cost	Est Annual Income	Accrued Income
Hard Assets						
PIMCO COMMODITY PL STRAT-P 72201P-16-7 PCLP X	11.00	1,431,114	15,742.25	15,126.87	177.45	

Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	20,998 30	41,846 95	20,848 65	8%
US Fixed Income	104,048 44	109,576 73	5,528 29	22%
Foreign Exchange & Non-USD Fixed Income	9,189 31	0 00	(9,189 31)	
Total Value	\$134,236.05	\$151,423.68	\$17,187.63	30%

Asset Categories



Market Value/Cost	Current Period Value
Market Value	151,423 68
Tax Cost	150,025 65
Unrealized Gain/Loss	1,398 03
Estimated Annual Income	3,233 68
Accrued Interest	160 08
Yield	2 13%

Cash & Fixed Income as a percentage of your portfolio - 30 %

SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months ¹	41,846.95	27%
6-12 months ¹	109,576.73	73%
Total Value	\$151,423.68	100%

SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio
Cash	41,846 95	27%
Mutual Funds	109,576.73	73%
Total Value	\$151,423.68	100%

¹ The years indicate the number of years until the bond is scheduled to mature based on the statement end date. Some bonds may be called, or paid in full, before their stated maturity.



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Note ¹ This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account.

Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Income Accrued Interest	Yield
Cash							
US DOLLAR PRINCIPAL	1.00	41,846.95	41,846.95	41,846.95		12.55 1.23	0.03% ¹
US Fixed Income							
DODGE & COX INCOME FUND 256210-10-5	13.86	680.58	9,432.81	9,181.00	251.81	289.24	3.07%
JPM STRAT INC OPP FD - SEL FUND 3844 4812A4-35-1	11.86	859.25	10,190.69	10,072.00	118.69	267.22 11.17	2.62%
JPM CORE BD FD - SEL FUND 3720 4812C0-38-1	11.67	1,254.30	14,637.72	14,575.00	62.72	494.19 33.87	3.38%
JPM HIGH YIELD FD - SEL FUND 3580 4812C0-80-3	8.02	1,101.77	8,836.21	8,554.93	281.28	557.49 40.77	6.31%
JPM SHORT DURATION BD FD - SEL FUND 3133 4812C1-33-0	10.89	3,288.66	35,813.50	35,099.77	713.73	493.29 32.89	1.38%
JPM UNCONSTRAINED DEBT FD - SELECT FUND 2130 48121A-29-0	10.34	985.67	10,191.86	9,999.00	192.86	334.14 23.66	3.28%



MEMORIAL CTR TR U/W H SPENADEL ACCT: P62092005
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	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Income Accrued Interest	Yield
US Fixed Income							
JPM INFLATION MGD BD FD - SEL FUND 2037 48121A-56-3	10.58	969.84	10,260.94	10,322.00	(61.06)	261.85 16.49	2.55%
DOUBLELINE TOTAL RET BD-I 258620-10-3	10.94	933.55	10,213.00	10,375.00	(162.00)	523.71	5.13%
Total US Fixed Income			\$109,576.73	\$108,178.70	\$1,398.03	\$3,221.13 \$158.85	2.94%