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Return of Private Foundation

2013

Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf

Open to Public Inspection

For calendar year **2013** or tax year beginning **10/01, 2013**, and ending **09/30, 2014**

Name of foundation **LUCY & EMILY BEASLEY CHARITABLE TRUST**
V15913003
 Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
10 S DEARBORN IL1-0111
 City or town, state or province, country, and ZIP or foreign postal code
CHICAGO, IL 60603

A Employer identification number
34-1350747

B Telephone number (see instructions)
866-888-5157

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

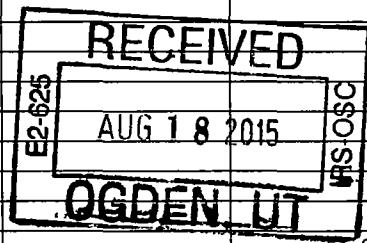
G Check all that apply:
 Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

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) **\$ 7,930,734.**

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

| 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 | 202,249. | 201,900. | | |
| | 5a Gross rents | | | | |
| | b Net rental income or (loss) | | | | |
| | 6a Net gain or (loss) from sale of assets not on line 10 | 359,560. | | | |
| | b Gross sales price for all assets on line 6a | 3,141,727. | | | |
| | 7 Capital gain net income (from Part IV, line 2) | | 359,560. | | |
| | 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) | 4,652. | 4,975. | | STMT 1 | |
| 12 Total. Add lines 1 through 11 | 566,461. | 566,435. | | | |
| Operating and Administrative Expenses | 13 Compensation of officers, directors, trustees, etc. | 97,447. | 73,085. | | 24,362. |
| | 14 Other employee salaries and wages | | | | |
| | 15 Pension plans, employee benefits | | | | |
| | 16a Legal fees (attach schedule) | | | | |
| | b Accounting fees (attach schedule) STMT 2 | 1,545. | 773. | NONE | 773. |
| | c Other professional fees (attach schedule) STMT 3 | 61,685. | 61,685. | | |
| | 17 Interest | | | | |
| | 18 Taxes (attach schedule) (see instructions) STMT 4 | 15,584. | 884. | | |
| | 19 Depreciation (attach schedule) and depletion | | | | |
| | 20 Occupancy | | | | |
| | 21 Travel, conferences, and meetings | | | | |
| | 22 Printing and publications | | | | |
| | 23 Other expenses (attach schedule) STMT 5 | 200. | | | 200. |
| | 24 Total operating and administrative expenses. Add lines 13 through 23 | 176,461. | 136,427. | NONE | 25,335. |
| | 25 Contributions, gifts, grants paid | 362,000. | | | 362,000. |
| 26 Total expenses and disbursements. Add lines 24 and 25 | 538,461. | 136,427. | NONE | 387,335. | |
| 27 Subtract line 26 from line 12 | | | | | |
| a Excess of revenue over expenses and disbursements | 28,000. | | | | |
| b Net investment income (if negative, enter -0-) | | 430,008. | | | |
| c Adjusted net income (if negative, enter -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 (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 | 296,234. | 198,572. | 198,572. |
| | 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 ▶ | | | |
| | 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) | 3,508,396. | 3,483,320. | 4,149,005. |
| | c Investments - corporate bonds (attach schedule) | 2,654,720. | 2,706,828. | 2,744,455. |
| | 11 Investments - land, buildings, and equipment basis ▶ | | | |
| Less accumulated depreciation ▶ (attach schedule) | | | | |
| 12 Investments - mortgage loans | | | | |
| 13 Investments - other (attach schedule) | 739,226. | 840,260. | 838,702. | |
| 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) | 7,198,576. | 7,228,980. | 7,930,734. | |
| 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 | 7,198,576. | 7,228,980. | |
| | 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) | 7,198,576. | 7,228,980. | | |
| 31 Total liabilities and net assets/fund balances (see instructions) | 7,198,576. | 7,228,980. | | |

| 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 | 7,198,576. |
| 2 Enter amount from Part I, line 27a | 2 | 28,000. |
| 3 Other increases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT | 3 | 2,404. |
| 4 Add lines 1, 2, and 3 | 4 | 7,228,980. |
| 5 Decreases not included in line 2 (itemize) ▶ | 5 | |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 7,228,980. |

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 3,141,727. | | 2,782,167. | 359,560. | | | |
| b | | | | | | |
| c | | | | | | |
| d | | | | | | |
| e | | | | | | |
| 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 | | | 359,560. | | | |
| b | | | | | | |
| c | | | | | | |
| d | | | | | | |
| e | | | | | | |
| 2 Capital gain net income or (net capital loss) | | | | 2 | 359,560. | |
| { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 } | | | | | | |
| 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 | 381,982. | 7,858,487. | 0.048608 |
| 2011 | 403,464. | 7,700,538. | 0.052394 |
| 2010 | 368,593. | 8,036,376. | 0.045866 |
| 2009 | 354,073. | 7,577,067. | 0.046730 |
| 2008 | 435,435. | 6,876,054. | 0.063326 |
| 2 Total of line 1, column (d) | | | 2 0.256924 |
| 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 0.051385 |
| 4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5 | | | 4 8,079,732. |
| 5 Multiply line 4 by line 3 | | | 5 415,177. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | | | 6 4,300. |
| 7 Add lines 5 and 6 | | | 7 419,477. |
| 8 Enter qualifying distributions from Part XII, line 4 | | | 8 387,335. |

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions) | | 1 | 8,600. |
| 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 | | | |
| 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 | 8,600. |
| 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 | 8,600. |
| 6 Credits/Payments | | | |
| a 2013 estimated tax payments and 2012 overpayment credited to 2013 | 6a | 8,686. | |
| b Exempt foreign organizations - tax withheld at source | 6b | NONE | |
| c Tax paid with application for extension of time to file (Form 8868) | 6c | 6,300. | |
| d Backup withholding erroneously withheld | 6d | | |
| 7 Total credits and payments. Add lines 6a through 6d | | 7 | 14,986. |
| 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 | 6,386. |
| 11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> 6,386. Refunded <input type="checkbox"/> 11 | | 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)? <i>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</i> | | 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. <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____ | | |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ _____ | | |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i> | | 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? <i>If "Yes," attach a conformed copy of the changes</i> | | 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? | | X |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i> | | 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? <i>If "Yes," complete Part II, col. (c), and Part XV</i> | X | |
| 8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> OH | | |
| 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? <i>If "No," attach explanation.</i> | 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)? <i>If "Yes," complete Part XIV.</i> | | X |
| 10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i> | | 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 JPMORGAN CHASE BANK, NA Telephone no. (866) 888-5157
Located at 10 S DEARBORN; MC: 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 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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(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 X 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 X 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 X 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 X 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

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)? Yes No

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 |
|--|---|---|---|---------------------------------------|
| HOWARD W CABLE JR 1300 EAST 9TH ST, CLEVELAND, OH 44114 | TRUSTEE 2 | 77,447. | -0- | -0- |
| A RUSSELL SMITH 1300 EAST 9TH ST, CLEVELAND, OH 44114 | BOARD MEMBER 2 | 10,000. | -0- | -0- |
| GAY W CABLE 1300 EAST 9TH ST, CLEVELAND, OH 44114 | BOARD MEMBER 2 | 10,000. | -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 | 7,769,609. |
| b | Average of monthly cash balances | 1b | 433,165. |
| c | Fair market value of all other assets (see instructions) | 1c | NONE |
| d | Total (add lines 1a, b, and c) | 1d | 8,202,774. |
| 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 | 8,202,774. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 123,042. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 8,079,732. |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 403,987. |

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 | 403,987. |
| 2a | Tax on investment income for 2013 from Part VI, line 5 | 2a | 8,600. |
| b | Income tax for 2013. (This does not include the tax from Part VI.) | 2b | |
| c | Add lines 2a and 2b | 2c | 8,600. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 395,387. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | NONE |
| 5 | Add lines 3 and 4 | 5 | 395,387. |
| 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 | 395,387. |

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 | 387,335. |
| 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 | 387,335. |
| 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 | 387,335. |

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 | | | | 395,387. |
| 2 Undistributed income, if any, as of the end of 2013 | | | | |
| a Enter amount for 2012 only | | | 361,951. | |
| 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>387,335.</u> | | | | |
| a Applied to 2012, but not more than line 2a | | | 361,951. | |
| 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 | | | | 25,384. |
| 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 | | | | |
| f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 | | | | 370,003. |
| 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:

SEE STATEMENT 6

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)

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

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|--|--------------------------------------|-------------------------------------|----------|
| a <i>Paid during the year</i> SEE STATEMENT 14 | | | | 362,000. |
| Total ▶ 3a | | | | 362,000. |
| b <i>Approved for future payment</i> | | | | |
| Total ▶ 3b | | | | |

LUCY & EMILY BEASLEY CHARITABLE TRUST

34-1350747

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

| DESCRIPTION ----- | REVENUE AND EXPENSES PER BOOKS ----- | NET INVESTMENT INCOME ----- |
|--------------------------|--|--------------------------------------|
| DEFERRED INCOME | -323. | |
| OTHER TAXABLE OID INCOME | 4,975. | 4,975. |
| TOTALS | ----- 4,652. | ----- 4,975. |

LUCY & EMILY BEASLEY CHARITABLE TRUST

34-1350747

FORM 990PF, PART I - ACCOUNTING FEES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME | ADJUSTED NET INCOME | CHARITABLE PURPOSES |
|---------------------------------|--------------------------------|-----------------------|---------------------|---------------------|
| TAX PREPARATION FEE (NON-ALLOC) | 1,545. | 773. | | 773. |
| TOTALS | 1,545. | 773. | NONE | 773. |

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|--------------------------------|---|-----------------------------|
| INVESTMENT MGMT FEES-SUBJECT T | 61,685. | 61,685. |
| TOTALS | 61,685. | 61,685. |

FORM 990PF, PART I - TAXES

=====

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|--------------------------------|---|-----------------------------|
| ----- | ----- | ----- |
| FOREIGN TAXES | 17. | 17. |
| FEDERAL TAX PAYMENT - PRIOR YE | 10,500. | |
| FEDERAL ESTIMATES - INCOME | 4,200. | |
| FOREIGN TAXES ON QUALIFIED FOR | 815. | 815. |
| FOREIGN TAXES ON NONQUALIFIED | 52. | 52. |
| | ----- | ----- |
| TOTALS | 15,584. | 884. |
| | ===== | ===== |

LUCY & EMILY BEASLEY CHARITABLE TRUST

34-1350747

FORM 990PF, PART I - OTHER EXPENSES

=====

REVENUE
AND
EXPENSES
PER BOOKS

CHARITABLE
PURPOSES

DESCRIPTION

ATTORNEY GENERAL FEE

200.

200.

TOTALS

200.
=====

200.
=====

LUCY & EMILY BEASLEY CHARITABLE TRUST
FORM 990PF, PART XV - LINES 2a - 2d

34-1350747

=====

RECIPIENT NAME:

JPMORGAN CHASE BANK, NA

ADDRESS:

1300 EAST 9TH STREET

CLEVELAND, OH 44114

RECIPIENT'S PHONE NUMBER: 216-781-2204

FORM, INFORMATION AND MATERIALS:

BY LETTER - DESCRIPTION OF ORGANIZATION AND NEED

SUBMISSION DEADLINES:

NO DEADLINE - ANYTIME DURING THE YEAR

RESTRICTIONS OR LIMITATIONS ON AWARDS:

NO RESTRICTIONS OF ANY KIND

STATEMENT 6

=====

RECIPIENT NAME:
ACCESS
ADDRESS:
PO BOX 1007
AKRON, OH 44309
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 40,000.

RECIPIENT NAME:
GOODWILL INDUSTRIES
ADDRESS:
570 E. WATERLOO ROAD
AKRON, OH 44319
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 30,000.

RECIPIENT NAME:
HAVEN OF REST
ADDRESS:
AKRON, OH
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:
BELMONT UNIVERSITY
ADDRESS:
190 BELMONT BLVD.
NASHVILLE, TN 37212
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
HUMANE SOCIETY OF GREATER AKRON
ADDRESS:
4904 QUICK ROAD
PENINSULA, OH 44264
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
BATTERED WOMEN'S SHELTER
ADDRESS:
759 W. MARKET STREET
AKRON, OH 44303
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:
H M LIFE OPPORTUNITY SERVICES
ADDRESS:
PO BOX 8174
AKRON, OH 44320
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:
ARDMORE FOUNDATION INC.
ADDRESS:
981 E. MARKET STREET
AKRON, OH 44305
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
BOYS AND GIRLS CLUBS OF THE WESTERN
RESERVE INC.
ADDRESS:
889 JONATHAN AVE.
AKRON, OH 44306
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 40,000.

=====

RECIPIENT NAME:
CUMBERLAND COLLEGE
ADDRESS:
816 WALNUT STREET
WILLIAMSBURG, KY 40769
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
GENNESARET
ADDRESS:
PO BOX 4933
AKRON, OH 44310
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
PROJECT LEARN OF SUMMIT COUNTY
ADDRESS:
1040 E. TALLMADGE AVE.
AKRON, OH 44310
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
SALVATION ARMY
ADDRESS:
190 S. MAPLE STREET
AKRON, OH 44302
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 45,000.

RECIPIENT NAME:
WEBB SCHOOL
ADDRESS:
PO BOX 488
BELLE BUCKLE, TN 37020
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
AKRON BOARD OF EDUCATION
ADDRESS:
70 NORTH BROADWAY
AKRON, OH 44308
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
AKRON-SUMMIT COUNTY PUBLIC LIBRARY
ADDRESS:
60 S HIGH ST
AKRON, OH 44326
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
VALLEY VIEW BAPTIST CHURCH
ADDRESS:
2442 EASTLAND AVE.
NASHVILLE, TN 37206
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
AKRON ROTARY FOUNDATION
ADDRESS:
4460 REX LAKE DRIVE
AKRON, OH 44319
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 40,000.

RECIPIENT NAME:
AKRON ZOO
ADDRESS:
500 EDGEWOOD AVE
AKRON, OH 44307
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
SUMMIT COUNTY COMMUNITY DRUG BOARD
ADDRESS:
725 E MARKET ST
AKRON, OH 44305
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
KENT STATE UNIVERSITY
ADDRESS:
PO BOX 5190
KENT, OH 44242
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
UNIVERSITY OF AKRON FOUNDATION
ADDRESS:
302 E. BUCHEL AVE.
AKRON, OH 44304
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
OPEN M
ADDRESS:
AKRON, OH
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 33,000.

RECIPIENT NAME:
BROKEN CHAINS MINISTRY
ADDRESS:
AKRON, OH
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 6,000.

TOTAL GRANTS PAID: 362,000.
=====



J.P. Morgan Chase Bank, N.A.
 270 Park Avenue, New York, NY 10017-2014

LUCY & EMILY BEASLEY CHARITABLE TR A/CCT V15913003
 As of 9/30/14

Investment Management Account

| J.P. Morgan Team | |
|----------------------|--|
| Jonathan Stroup | Banker |
| Daniel Moore | Investment Specialist |
| Justin Devine | Client Service Team |
| | 216/781-2387 |
| | 216/781-2366 |
| | 877/576-2305 |
| Online access | www.jp.morganonline.com |

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| Holdings | |
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| Alternative Assets | 16 |
| Cash & Fixed Income | 19 |

Please see disclosures located at the end of this statement package for important information relating to each J.P. Morgan account(s)



1604073019031000131155
 1614073005001000131155

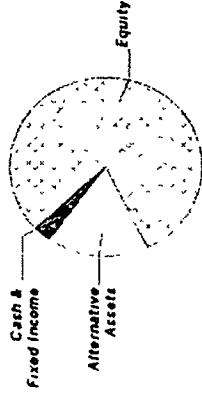
J.P. Morgan



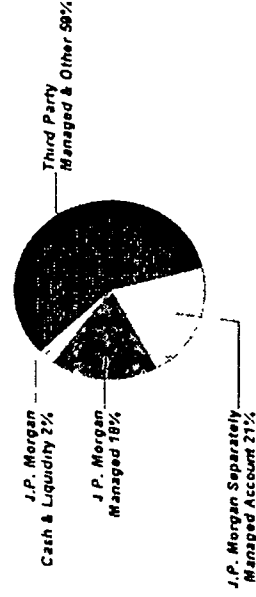
Account Summary

| Asset Allocation | Beginning Market Value | Ending Market Value | Change in Value | Estimated Annual Income | Current Allocation |
|-----------------------------------|------------------------|-----------------------|----------------------|-------------------------|--------------------|
| Equity | 4,189,409.66 | 4,149,005.39 | (40,404.27) | 70,128.34 | 80% |
| Alternative Assets | 723,181.72 | 838,701.55 | 115,519.83 | 5,508.65 | 17% |
| Cash & Fixed Income | 301,385.68 | 151,870.74 | (149,514.94) | 57.91 | 3% |
| Market Value | \$5,213,977.06 | \$5,139,577.68 | (\$74,399.38) | \$75,694.90 | 100% |
| Accruals | 1,287.29 | 1,148.51 | (138.78) | | |
| Market Value with Accruals | \$5,215,264.35 | \$5,140,726.19 | (\$74,538.16) | | |

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 Separately Managed Account includes fixed income, equity, and alternative separately managed accounts managed 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.



LUCY & EMILY BEASLEY CHARITABLE TR ACCT. V15913003
As of 9/30/14



1604073018031000131156
1614073005001000131156

Account Summary CONTINUED

| Cost Summary | Cost |
|---------------------|-----------------------|
| Equity | 3,483,320.07 |
| Cash & Fixed Income | 151,870.74 |
| Total | \$3,635,190.81 |

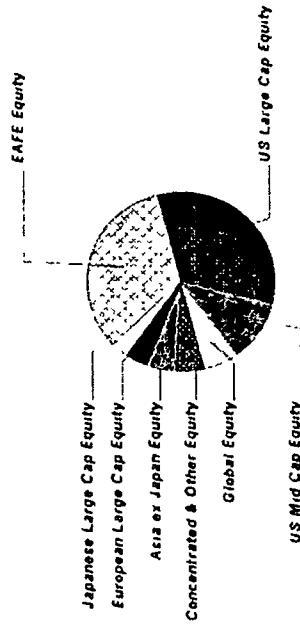
J.P.Morgan



LUCY & EMILY BEASLEY CHARITABLE TR ACCT. V15913003
As of 9/30/14

Equity Summary

| Asset Categories | Beginning Market Value | Ending Market Value | Change In Value | Current Allocation |
|-----------------------------|------------------------|-----------------------|----------------------|--------------------|
| US Large Cap Equity | 1,879,608.35 | 1,361,692.33 | (517,916.02) | 26% |
| US Mid Cap Equity | 526,411.09 | 461,211.70 | (65,199.39) | 9% |
| EAFE Equity | 1,186,721.73 | 1,454,243.37 | 267,521.64 | 27% |
| European Large Cap Equity | 90,876.00 | 137,497.80 | 46,621.80 | 3% |
| Japanese Large Cap Equity | 0.00 | 88,712.51 | 88,712.51 | 2% |
| Asia ex-Japan Equity | 161,756.16 | 186,170.95 | 24,414.79 | 4% |
| Emerging Market Equity | 174,850.77 | 0.00 | (174,850.77) | |
| Global Equity | 169,185.56 | 253,878.98 | 84,693.42 | 5% |
| Concentrated & Other Equity | 0.00 | 205,597.75 | 205,597.75 | 4% |
| Total Value | \$4,189,409.66 | \$4,149,005.39 | (\$40,404.27) | 80% |



| Market Value/Cost | Current Period Value |
|-------------------------|----------------------|
| Market Value | 4,149,005.39 |
| Tax Cost | 3,483,320.07 |
| Unrealized Gain/Loss | 665,685.32 |
| Estimated Annual Income | 70,128.34 |
| Accrued Dividends | 1,143.91 |
| Yield | 1.69% |

J.P.Morgan



LUCY & EMILY BEASLEY CHARITABLE TR ACCT. V15913003
As of 9/30/14



1604073018031000131157
1614073005001000131157

Note P Indicates position adjusted for Pending Trade Activity

Equity Detail

| | Price | Quantity | Value | Adjusted Tax Cost Original Cost | Unrealized Gain/Loss | Est Annual Inc Accrued Div. | Yield |
|---|--------|-----------|-----------|------------------------------------|-------------------------|--------------------------------|-------|
| US Large Cap Equity | | | | | | | |
| ABBOTT LABORATORIES 002824-10-0 ABT | 41 59 | 123 000 | 5,115 57 | 5,199 40 | (83 83) | 108 24 | 2 12% |
| ACCENTURE PLC-CLA G1151C-10-1 ACN | 81 32 | 99,000 | 8,050.68 | 8,052.59 | (1 91) | 201 96 | 2 51% |
| ACE LTD NEW H0023R-10-5 ACE | 104 87 | 139 000 | 14,576.93 | 9,709.86 | 4,867 07 | 361.40 76 80 | 2 48% |
| ACTAVIS, INC. G0083B-10-8 ACT | 241 28 | 28 000 | 6,755 84 | 6,163.59 | 592 25 | | |
| ADOBE SYSTEMS INC 00724F-10-1 ADBE | 69 19 | 128,000 | 8,856 32 | 4,872.14 | 3,984 18 | | |
| ALEXION PHARMACEUTICALS INC 015351-10-9 ALXN | 165 82 | 34 000 | 5,637 88 | 3,798 41 | 1,839 47 | | |
| ALLIANCE DATA SYSTEMS CORP 018581-10-8 ADS | 248.27 | 20,000 | 4,965 40 | 3,530 99 | 1,434 41 | | |
| ANADARKO PETROLEUM CORP 032511-10-7 APC | 101 44 | 123 000 | 12,477 12 | 9,611.53 | 2,865.59 | 132 84 | 1 06% |
| APPLE INC. 037833-10-0 AAPL | 100 75 | 441,000 | 44,430 75 | 20,460 01 | 23,970 74 | 829 08 | 1 87% |
| AVAGO TECHNOLOGIES LTD Y0486S-10-4 AVGO | 87 00 | 228 000 | 19,836 00 | 8,472 63 | 11,363 37 | 291 84 | 1 47% |
| BANK OF AMERICA CORP 060505-10-4 BAC | 17 05 | 1,346 000 | 22,949 30 | 13,985 38 | 8,963 92 | 269 20 | 1 17% |

J.P.Morgan



LUCY & EMILY BEASLEY CHARITABLE TR ACCT_V15913003
As of 9/30/14

| | Price | Quantity | Value | Adjusted Tax Cost Original Cost | Unrealized Gain/Loss | Est. Annual Inc Accrued Div | Yield |
|--|--------|----------|-----------|------------------------------------|-------------------------|--------------------------------|-------|
| US Large Cap Equity | | | | | | | |
| BIOGEN INC 09062X-10-3 BIIB | 330.81 | 44,000 | 14,555.64 | 5,378.32 | 9,177.32 | | |
| BRISTOL MYERS SQUIBB CO 110122-10-8 BMY | 51.18 | 272,000 | 13,920.96 | 11,556.67 | 2,364.29 | 391.68 | 2.81% |
| BROADCOM CORP CL A 111320-10-7 BRCM | 40.42 | 166,000 | 6,709.72 | 6,346.30 | 363.42 | 79.68 | 1.19% |
| CAPITAL ONE FINANCIAL CORP 14040H-10-5 COF | 81.62 | 124,000 | 10,120.88 | 6,754.57 | 3,366.31 | 148.80 | 1.47% |
| CELGENE CORPORATION 151020-10-4 CELG | 94.78 | 115,000 | 10,899.70 | 4,239.82 | 6,659.88 | | |
| CHARTER COMMUNICATIONS INC 16117M-30-5 CHTR | 151.37 | 48,000 | 7,265.76 | 7,753.31 | (487.55) | | |
| CITIGROUP INC NEW 172967-42-4 C | 51.82 | 364,000 | 18,862.48 | 13,247.62 | 5,614.86 | 14.56 | 0.08% |
| COLGATE PALMOLIVE CO 194162-10-3 CL | 65.22 | 77,000 | 5,021.94 | 4,765.56 | 256.38 | 110.88 | 2.21% |
| COMCAST CORP CL A 20030N-10-1 CMCS A | 53.78 | 389,000 | 20,920.42 | 11,475.14 | 9,445.28 | 350.10 87.53 | 1.67% |
| COSTCO WHOLESALE CORP 22160K-10-5 COST | 125.32 | 42,000 | 5,263.44 | 5,106.56 | 156.88 | 59.64 | 1.13% |
| CVS HEALTH CORPORATION 126650-10-0 CVS | 79.59 | 123,000 | 9,789.57 | 7,863.51 | 1,926.06 | 135.30 | 1.38% |
| DISH NETWORK CORP CL A 25470M-10-9 DISH | 64.58 | 144,000 | 9,299.52 | 5,427.51 | 3,872.01 | | |



LUCY & EMILY BEASLEY CHARITABLE TR ACCT. V15913003
As of 9/30/14



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| | Price | Quantity | Value | Adjusted Tax Cost Original Cost | Unrealized Gain/Loss | Est Annual Inc Accrued Div | Yield |
|--|-------------------|------------|-----------|------------------------------------|-------------------------|-------------------------------|-------|
| US Large Cap Equity | | | | | | | |
| FACEBOOK INC-A 30303M-10-2 FB | 79.04 | 186,000 | 14,701.44 | 14,123.56 | 577.88 | | |
| GENERAL MOTORS CO 37045V-10-0 GM | 31.94 | 440,000 | 14,053.60 | 12,674.89 | 1,378.71 | 528.00 | 3.76% |
| GOOGLE INC CLASS C 38259P-70-6 GOOG | 577.36 | 41,000 | 23,671.76 | 19,042.28 | 4,629.48 | | |
| GOOGLE INC CLASS A 38259P-50-8 GOOG L | 588.41 | 26,000 | 15,298.66 | 14,402.35 | 896.31 | | |
| GS CYCLICAL SECT REL PER NT 3/4/15 1.08 XLEV BASKET UPSIDE- UNCAPPED 1.1 SPX DOWNSIDE 2/14/14 SPX 1838 63 BSKT.IXM 215 86 IXI 513 97 IXT 360.81 38147Q-NP-7 | 106.83 9/29/14 | 80,000,000 | 85,460.80 | 80,000.00 | 5,460.80 | | |
| P HARMAN INTERNATIONAL INDUSTRY INC 413086-10-9 HAR | 98.04 | 36,000 | 3,529.44 | 3,708.89 | (179.45) | 47.52 | 1.35% |
| HARTFORD FINANCIAL SERVICES GROUP INC 416515-10-4 HIG | 37.25 | 181,000 | 6,742.25 | 5,548.25 | 1,194.00 | 130.32 32.58 | 1.93% |
| HOME DEPOT INC 437076-10-2 HD | 91.74 | 189,000 | 17,338.86 | 10,791.78 | 6,547.08 | 355.32 | 2.05% |
| HONEYWELL INTERNATIONAL INC 438516-10-6 HON | 93.12 | 246,000 | 22,907.52 | 15,211.57 | 7,695.95 | 442.80 | 1.93% |
| HUMANA INC 444859-10-2 HUM | 130.29 | 88,000 | 11,465.52 | 8,143.44 | 3,322.08 | 98.56 24.64 | 0.86% |
| INVECO LTD G491BT-10-8 IVZ | 39.48 | 86,000 | 3,395.28 | 2,190.59 | 1,204.69 | 86.00 | 2.53% |

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| | Price | Quantity | Value | Adjusted Tax Cost Original Cost | Unrealized Gain/Loss | Est. Annual Inc Accrued Div | Yield |
|---|--------|----------|-----------|------------------------------------|-------------------------|--------------------------------|-------|
| US Large Cap Equity | | | | | | | |
| JOHNSON & JOHNSON 478160-10-4 JUN | 106.59 | 299,000 | 31,870.41 | 24,756.51 | 7,113.90 | 837.20 | 2.63% |
| KLA-TENCOR CORP 482480-10-0 KLAC | 78.78 | 156,000 | 12,289.68 | 10,291.39 | 1,998.29 | 312.00 | 2.54% |
| LAM RESEARCH CORP 512807-10-8 LRCX | 74.70 | 133,000 | 9,935.10 | 7,024.50 | 2,910.60 | 95.76 23.94 | 0.96% |
| LOWES COMPANIES INC 548661-10-7 LOW | 52.92 | 298,000 | 15,770.16 | 5,844.48 | 9,925.68 | 274.16 | 1.74% |
| MARATHON OIL CORP 565849-10-6 MRO | 37.59 | 284,000 | 10,675.56 | 10,580.73 | 94.83 | 238.56 | 2.23% |
| MARSH & MCLENNAN COMPANIES INC 571748-10-2 MMC | 52.34 | 220,000 | 11,514.80 | 10,198.10 | 1,316.70 | 246.40 | 2.14% |
| MASCO CORP 574599-10-6 MAS | 23.92 | 456,000 | 10,907.52 | 7,448.05 | 3,459.47 | 164.16 | 1.51% |
| MASTERCARD INC - CLASS A 57636Q-10-4 MA | 73.92 | 200,000 | 14,784.00 | 6,560.70 | 8,223.30 | 88.00 | 0.60% |
| MERCK AND CO INC 58933Y-10-5 MRK | 59.28 | 243,000 | 14,405.04 | 13,110.69 | 1,294.35 | 427.68 106.92 | 2.97% |
| METLIFE INC 59156R-10-8 MET | 53.72 | 330,000 | 17,727.60 | 10,507.84 | 7,219.76 | 462.00 | 2.61% |
| MICROSOFT CORP 594918-10-4 MSFT | 46.36 | 572,000 | 26,517.92 | 17,975.15 | 8,542.77 | 709.28 | 2.67% |
| MONDELEZ INTERNATIONAL-W1 609207-10-5 MDLZ | 34.27 | 276,000 | 9,457.14 | 7,447.19 | 2,009.95 | 165.60 41.40 | 1.75% |
| MORGAN STANLEY 617446-44-8 MS | 34.57 | 479,000 | 16,559.03 | 11,142.68 | 5,416.35 | 191.60 | 1.16% |



LUCY & EMILY BEASLEY CHARITABLE TR ACCT. V15913003
As of 9/30/14



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| | Price | Quantity | Value | Adjusted Tax Cost Original Cost | Unrealized Gain/Loss | Est Annual Inc Accrued Div. | Yield |
|---|--------|-------------|------------|------------------------------------|-------------------------|--------------------------------|-------|
| US Large Cap Equity | | | | | | | |
| NEXTERA ENERGY INC 65339F-10-1 NEE | 93.88 | 84,000 | 7,885.92 | 6,744.26 | 1,141.66 | 243.60 | 3.09% |
| NISOURCE INC 65473P-10-5 NI | 40.98 | 167,000 | 6,843.66 | 5,263.52 | 1,580.14 | 173.68 | 2.54% |
| OCCIDENTAL PETROLEUM CORP 674599-10-5 OXY | 96.15 | 188,000 | 18,076.20 | 16,704.22 | 1,371.98 | 541.44 | 3.00% |
| ORACLE CORP 68389X-10-5 ORCL | 38.28 | 270,000 | 10,335.60 | 7,532.10 | 2,803.50 | 129.60 | 1.25% |
| PACCAR INC 693718-10-8 PCAR | 56.88 | 247,000 | 14,048.13 | 10,793.56 | 3,254.57 | 217.36 | 1.55% |
| PERRIGO CO LTD G97822-10-3 PRGO | 150.19 | 57,000 | 8,560.83 | 8,854.37 | (293.54) | 23.94 | 0.28% |
| PHILLIPS 66 718546-10-4 PSX | 81.31 | 150,000 | 12,196.50 | 10,299.42 | 1,897.08 | 300.00 | 2.46% |
| PROCTER & GAMBLE CO 742718-10-9 PG | 83.74 | 174,000 | 14,570.76 | 11,331.41 | 3,239.35 | 447.87 | 3.07% |
| SCHLUMBERGER LTD 806857-10-8 SLB | 101.69 | 273,000 | 27,761.37 | 22,324.23 | 5,437.14 | 436.80 | 1.57% |
| SG REN SPX 10/16/14 2 XLEV- 8%CAP- 16%MAXPYMT INITIAL LEVEL-09/27/13 SPX 1691 75 83368W-EU-1 | 115.30 | 125,000,000 | 144,125.00 | 125,000.00 | 19,125.00 | | |
| SPDR S&P 500 ETF TRUST 78462F-10-3 SPY | 197.02 | 1,029,000 | 202,733.58 | 187,313.33 | 15,420.25 | 3,787.74 | 1.87% |
| STATE STREET CORP 857477-10-3 STT | 73.61 | 115,000 | 8,465.15 | 6,796.91 | 1,668.24 | 138.00 | 1.63% |
| | | | 34.50 | | | 34.50 | |



LUCY & EMILY BEASLEY CHARITABLE TR ACCT. V15913003
As of 9/30/14

| | Price | Quantity | Value | Adjusted Tax Cost Original Cost | Unrealized Gain/Loss | Est Annual Inc Accrued Div | Yield |
|---|--------|----------|-----------|------------------------------------|-------------------------|-------------------------------|-------|
| US Large Cap Equity | | | | | | | |
| THE MOSAIC COMPANY NEW | 44.41 | 147,000 | 6,528.27 | 7,124.40 | (596.13) | 147.00 | 2.25% |
| 61945C-10-3 MOS | | | | | | | |
| TIME WARNER INC NEW | 75.21 | 411,000 | 30,911.31 | 14,224.94 | 16,686.37 | 521.97 | 1.69% |
| 887317-30-3 TWX | | | | | | | |
| TJX COMPANIES INC 872540-10-9 TJX | 59.17 | 91,000 | 5,384.47 | 5,087.18 | 297.29 | 63.70 | 1.18% |
| TWENTY FIRST CENTY FOX INC CL A | 34.29 | 309,000 | 10,595.61 | 10,114.63 | 480.98 | 77.25 | 0.73% |
| 90130A-10-1 FOXA | | | | | | 38.63 | |
| UNION PACIFIC CORP 907818-10-8 UNP | 108.42 | 71,000 | 7,697.82 | 7,319.20 | 378.62 | 142.00 | 1.84% |
| UNITEHEALTH GROUP INC 91324P-10-2 UNH | 86.25 | 274,000 | 23,632.50 | 17,752.50 | 5,880.00 | 411.00 | 1.74% |
| UNITED TECHNOLOGIES CORP 913017-10-9 UTX | 105.60 | 202,000 | 21,331.20 | 15,678.67 | 5,652.53 | 476.72 | 2.23% |
| UNITED CONTINENTAL HOLDINGS INC. 910047-10-9 UAL | 46.79 | 224,000 | 10,480.96 | 9,422.91 | 1,058.05 | | |
| VERTEX PHARMACEUTICALS INC 92532F-10-0 VRTX | 112.31 | 86,000 | 9,658.66 | 4,862.02 | 4,796.64 | | |
| WALT DISNEY CO 254687-10-6 DIS | 89.03 | 130,000 | 11,573.90 | 8,645.04 | 2,928.86 | 111.80 | 0.97% |
| WELLS FARGO & CO 949746-10-1 WFC | 51.87 | 576,000 | 29,877.12 | 16,457.65 | 13,419.47 | 806.40 | 2.70% |



LUCY & EMILY BEASLEY CHARITABLE TR ACCT. V15913003
As of 9/30/14



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| | Price | Quantity | Value | Adjusted Tax Cost Original Cost | Unrealized Gain/Loss | Est Annual Inc Accrued Div | Yield |
|--|--------|------------|-----------------------|------------------------------------|-------------------------|---------------------------------------|--------------|
| US Large Cap Equity | | | | | | | |
| YUM BRANDS INC 988498-10-1 YUM | 71.98 | 155,000 | 11,156.90 | 5,392.91 | 5,763.99 | 254.20 | 2.28% |
| Total US Large Cap Equity | | | \$1,361,692.33 | \$1,053,536.41 | \$308,155.92 | \$18,838.19 \$716.68 | 1.38% |
| US Mid Cap Equity | | | | | | | |
| ISHARES RUSSELL MIDCAP GROWTH INDEX FUND 464287-48-1 IWP | 88.35 | 2,604,000 | 230,063.40 | 144,628.50 | 85,434.90 | 2,179.54 | 0.95% |
| ISHARES RUSSELL MIDCAP INDEX FUND 464287-49-9 IWR | 158.34 | 740,000 | 117,171.60 | 63,506.06 | 53,665.54 | 1,662.04 | 1.42% |
| JPM MID CAP EQ FD - SEL FUND 689 4812A1-26-6 VSNG X | 44.19 | 2,579,242 | 113,976.70 | 87,926.06 | 26,050.64 | 270.82 54.27 | 0.24% |
| Total US Mid Cap Equity | | | \$461,211.70 | \$296,060.62 | \$165,151.08 | \$4,112.40 \$54.27 | 0.89% |
| EAFE Equity | | | | | | | |
| ARTISAN INTL VALUE FUND-INV 04314H-88-1 ARTK X | 36.56 | 4,811,934 | 175,924.31 | 131,847.00 | 44,077.31 | 4,441.41 | 2.52% |
| ISHARES MSCI EAFE INDEX FUND 464287-46-5 EFA | 64.12 | 5,010,000 | 321,241.20 | 320,562.95 | 678.25 | 11,162.28 | 3.47% |
| JPM INTL VALUE FD - INSTL FUND 1375 4812AO-57-3 JUNUS X | 14.45 | 23,219,918 | 335,527.82 | 326,804.29 | 8,723.53 | 7,383.93 | 2.20% |



LUCY & EMILY BEASLEY CHARITABLE TR ACCT. V15913003
As of 9/30/14

| | Price | Quantity | Value | Adjusted Tax Cost Original Cost | Unrealized Gain/Loss | Est. Annual Inc. Accrued Div. | Yield |
|---|--------|-------------|-----------------------|------------------------------------|-------------------------|----------------------------------|--------------|
| EAFE Equity | | | | | | | |
| JPM REN MSEA 10/16/14 | 101.71 | 100,000,000 | 101,710,000 | 100,000.00 | 1,710.00 | | |
| 2 XLEV - 10%CAP - 20%MAXPYMT INITIAL LEVEL-09/27/13 MSEA 1835 850 48126N-UT-2 | | | | | | | |
| T ROWE PRICE OVERSEAS STOCK | 10.00 | 51,984,004 | 519,840,040 | 487,263.60 | 32,576.44 | 9,876.96 | 1.90% |
| 77956H-75-7 TROS X | | | | | | | |
| Total EAFE Equity | | | \$1,454,243.37 | \$1,366,477.84 | \$87,765.53 | \$32,864.58 | 2.26% |
| European Large Cap Equity | | | | | | | |
| VANGUARD FTSE EUROPE ETF | 55.22 | 2,490,000 | 137,497,800 | 143,714.06 | (6,216.26) | 5,893.83 | 4.29% |
| 922042-87-4 VGK | | | | | | | |
| Japanese Large Cap Equity | | | | | | | |
| BROWN ADV JAPAN ALPHA OPP-IS | 10.95 | 8,101,599 | 88,712,510 | 81,015.99 | 7,696.52 | | |
| 115233-57-9 BAFJ X | | | | | | | |
| Asia ex-Japan Equity | | | | | | | |
| MATTHEWS PACIFIC TIGER FD-IS | 28.29 | 6,580,804 | 186,170,950 | 139,988.43 | 46,182.52 | 1,322.74 | 0.71% |
| 577130-83-4 MIPT X | | | | | | | |



LUCY & EMILY BEASLEY CHARITABLE TR ACCT. V15913003
As of 9/30/14



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| | Price | Quantity | Value | Adjusted Tax Cost Original Cost | Unrealized Gain/Loss | Est. Annual Inc Accrued Div. | Yield |
|--|-------|------------|------------|------------------------------------|-------------------------|---------------------------------|-------|
| Global Equity | | | | | | | |
| JPM GLOB RES ENH INDEX FD - SEL FUND 3457 46637K-51-3 JEIT X | 18.59 | 13 656 750 | 253,878.98 | 221 205.61 | 32,673.37 | 2,526.49 1.09 | 1.00% |
| Concentrated & Other Equity | | | | | | | |
| ALCOA INC 013817-10-1 AA | 16.09 | 475 000 | 7,642.75 | 8,014.34 | (371.59) | 57.00 | 0.75% |
| ARCHER DANIELS MIDLAND CO 039483-10-2 ADM | 51.10 | 141 000 | 7,205.10 | 5,259.70 | 1,945.40 | 135.36 | 1.88% |
| BOSTON SCIENTIFIC CORP 101137-10-7 BSX | 11.81 | 616 000 | 7,274.96 | 8,131.18 | (856.22) | | |
| CHENIERE ENERGY INC 16411R-20-8 LNG | 80.03 | 41 000 | 3,281.23 | 886.18 | 2,395.05 | | |
| CISCO SYSTEMS INC 17275R-10-2 CSCO | 25.17 | 374 000 | 9,413.58 | 9,076.82 | 336.76 | 284.24 71.06 | 3.02% |
| CSX CORP 126408-10-3 CSX | 32.06 | 308 000 | 9,874.48 | 6,786.95 | 3,087.53 | 197.12 | 2.00% |
| DANAHER CORP 235851-10-2 DHR | 75.98 | 90 000 | 6,898.20 | 6,941.53 | (103.33) | 36.00 9.00 | 0.53% |
| DOMINION RESOURCES INC VA 25746U-10-9 D | 69.09 | 86 000 | 5,941.74 | 6,025.23 | (83.49) | 206.40 | 3.47% |
| DOW CHEMICAL CO 260543-10-3 DOW | 52.44 | 223 000 | 11,694.12 | 7,618.96 | 4,075.16 | 330.04 82.51 | 2.82% |
| EBAY INC 278642-10-3 EBAY | 56.63 | 85 000 | 4,813.55 | 4,401.41 | 412.14 | | |



LUCY & EMILY BEASLEY CHARITABLE TR ACCT. V15913003
As of 9/30/14

| | Price | Quantity | Value | Adjusted Tax Cost Original Cost | Unrealized Gain/Loss | Est Annual Inc Accrued Div | Yield |
|---|----------|----------|-----------|------------------------------------|-------------------------|-------------------------------|-------|
| Concentrated & Other Equity | | | | | | | |
| EMERSON ELECTRIC CO 291011-10-4 EMR | 62.58 | 120,000 | 7,509.60 | 7,081.67 | 427.93 | 206.40 | 2.75% |
| EOG RESOURCES INC 26875P-10-1 EOG | 99.02 | 66,000 | 6,535.32 | 4,380.45 | 2,154.87 | 44.22 | 0.68% |
| EXXON MOBIL CORP 30231G-10-2 XOM | 94.05 | 156,000 | 14,671.80 | 13,913.45 | 758.35 | 430.56 | 2.93% |
| FLOWSERVE CORP 34354P-10-5 FLS | 70.52 | 72,000 | 5,077.44 | 5,538.57 | (461.13) | 46.08 | 0.91% |
| FLUOR CORP 343412-10-2 FLR | 66.79 | 153,000 | 10,218.87 | 9,785.07 | 433.80 | 128.52 | 1.26% |
| FREEMPORT-MCMORAN INC CL B 35671D-85-7 FCX | 32.65 | 307,000 | 10,023.55 | 10,798.56 | (775.01) | 383.75 | 3.83% |
| GENERAL MILLS INC 370334-10-4 GIS | 50.45 | 136,000 | 6,861.20 | 5,272.25 | 1,588.95 | 223.04 | 3.25% |
| INTERCONTINENTAL EXCHANGE, INC 45866F-10-4 ICE | 195.05 | 32,000 | 6,241.60 | 5,154.63 | 1,086.97 | 83.20 | 1.33% |
| JOHNSON CONTROLS INC 478366-10-7 JCI | 44.00 | 181,000 | 7,964.00 | 6,325.61 | 1,638.39 | 159.28 | 2.00% |
| PHILIP MORRIS INTERNATIONAL 718172-10-9 PM | 83.40 | 106,000 | 8,840.40 | 9,161.23 | (320.83) | 424.00 | 4.80% |
| QUALCOMM INC 747525-10-3 QCOM | 74.77 | 245,000 | 18,318.65 | 16,971.39 | 1,347.26 | 411.60 | 2.25% |
| STRYKER CORP 863667-10-1 SYK | 80.75 | 65,000 | 5,248.75 | 5,452.49 | (203.74) | 79.30 | 1.51% |
| THE PRICELINE GROUP INC. 741503-40-3 PCLN | 1,158.58 | 7,000 | 8,110.06 | 4,885.88 | 3,224.18 | 19.83 | |



LUCY & EMILY BEASLEY CHARITABLE TR ACCT V15913003
As of 9/30/14



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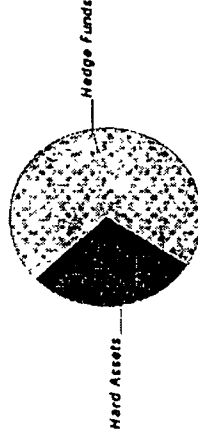
| | Price | Quantity | Value | Adjusted Tax Cost Original Cost | Unrealized Gain/Loss | Est Annual Inc. Accrued Div | Yield |
|--|-------|----------|---------------------|------------------------------------|-------------------------|--------------------------------------|--------------|
| Concentrated & Other Equity | | | | | | | |
| VERIZON COMMUNICATIONS INC 92343V-10-4 VZ | 49.99 | 320,000 | 15,996.80 | 13,457.56 | 2,539.24 | 704.00 | 4.40% |
| Total Concentrated & Other Equity | | | \$205,597.75 | \$181,321.11 | \$24,276.64 | \$4,570.11 \$371.87 | 2.22% |

J.P. Morgan

Alternative Assets Summary

| Asset Categories | Beginning Estimated Value | Ending Estimated Value | Change In Value | Current Allocation |
|--------------------|---------------------------|------------------------|---------------------|--------------------|
| Hedge Funds | 362,215.34 | 604,282.45 | 242,067.11 | 12% |
| Hard Assets | 360,966.38 | 234,419.10 | (126,547.28) | 5% |
| Total Value | \$723,181.72 | \$838,701.55 | \$115,519.83 | 17% |

Asset Categories



Alternative Assets as a percentage of your portfolio - 17 %

Note P indicates position adjusted for Pending Trade Activity

Alternative Assets Detail

| | Price | Quantity | Estimated Value | Cost |
|---|-------|------------|-----------------|------------|
| Hedge Funds | | | | |
| GATEWAY FUND-Y 367829-88-4 GTEY X | 29.52 | 8,271.254 | 244,167.42 | 237,759.01 |
| GOTHAM ABSOLUTE RETURN FUND 360873-13-7 GARI X | 13.64 | 12,098.062 | 165,017.57 | 161,590.19 |



LUCY & EMILY BEASLEY CHARITABLE TR ACCT. V15913003
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| | Price | Quantity | Estimated Value | Cost |
|--|-------|------------|---------------------|---------------------|
| Hedge Funds | | | | |
| INV BALANCED-RISK ALLOC-Y 00141V-69-7 ABRY X | 12 34 | 2,637 403 | 32,545 55 | 33,574 14 |
| PIMCO UNCONSTRAINED BOND-P 72201M-45-3 PUCP X | 11 27 | 14,423 417 | 162,551.91 | 162,407 67 |
| Total Hedge Funds | | | \$604,282.45 | \$595,331.01 |

| | Price | Quantity | Estimated Value | Cost | Est Annual Income Accrued Income |
|--|--------|-------------|-----------------|------------|-------------------------------------|
| Hard Assets | | | | | |
| BARC BREN PLDMLNPM 2/17/15 10% BUFFER-1 21%XLEV 12.10%MAX-10%CAP PLDMLNPM 726.20 06741T-4X-2 | 105 17 | 40,000 000 | 42,068 00 | 40,000 00 | |
| DB MARKET PLUS WTI 07/21/15 79.9% BARRIER- 6 5%CPN INITIAL LEVEL 05/23/14 CL1 104.35 25152R-KH-5 | 94 38 | 40,000 000 | 37,752 00 | 40,000 00 | |
| JPM ENHANCED BETA DAILY RETURN NOTE LNKD TO JBACDJUST MATURITY DATE 11/27/18 DD 11/22/13 48126N-TE-7 | 93 17 | 123,000 000 | 114,599 10 | 124,929 26 | |



LUCY & EMILIA BEASLEY CHARITABLE TR ACCT. V15913003
As of 9/30/14

| | Price | Quantity | Estimated Value | Cost | Est. Annual Income Accrued Income |
|--|--------|------------|---------------------|---------------------|--------------------------------------|
| Hard Assets | | | | | |
| P JPM LEV CONT BUFF EQ WTI 12/21/15 85% BARRIER - 10% CAP - 0% CPN 150% LEVERAGE - 15% MAX PAYMENT INITIAL LEVEL-9/26/14 CL1 93 54 48127D-NV-6 | 100.00 | 40,000,000 | 40,000,000 | 40,000,000 | |
| Total Hard Assets | | | \$234,419.10 | \$244,929.26 | |



LUCY & EMILY BEASLEY CHARITABLE TR ACCT. V15913003
As of 9/30/14



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Cash & Fixed Income Summary

| Asset Categories | Beginning Market Value | Ending Market Value | Change In Value | Current Allocation |
|-------------------------------------|------------------------|---------------------|-----------------------|--------------------|
| Cash | 249,143.93 | 151,870.74 | (97,273.19) | 3% |
| Complementary Structured Strategies | 52,241.75 | 0.00 | (52,241.75) | |
| Total Value | \$301,385.68 | \$151,870.74 | (\$149,514.94) | 3% |

| Market Value/Cost | Current Period Value |
|-------------------------|----------------------|
| Market Value | 151,870.74 |
| Tax Cost | 151,870.74 |
| Estimated Annual Income | 57.91 |
| Accrued Interest | 4.60 |
| Yield | 0.03% |

SUMMARY BY MATURITY

| Cash & Fixed Income | Market Value | % of Bond Portfolio |
|-------------------------|--------------|---------------------|
| 0-6 months ¹ | 151,870.74 | 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.

SUMMARY BY TYPE

| Cash & Fixed Income | Market Value | % of Bond Portfolio |
|---------------------|--------------|---------------------|
| Cash | 151,870.74 | 100% |

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LUCY & EMILY BEASLEY CHARITABLE TR ACCT. V15913003
As of 9/30/14

Note: 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 | 54,815.11 | 54,815.11 | 54,815.11 | | 16.44 | 0.03% ¹ |
| US DOLLAR INCOME | 1.00 | 138,259.33 | 138,259.33 | 138,259.33 | | 41.47 | 0.03% ¹ |
| COST OF PENDING PURCHASES | 1.00 | (41,203.70) | (41,203.70) | (41,203.70) | | | |
| Total Cash | | | \$151,870.74 | \$151,870.74 | \$0.00 | \$57.91 | 0.04% |
| | | | | | | \$4.60 | |



LUCY & EMILY BEASLEY CHARITABLE TR ACCT. V15913003
As of 9/30/14

Portfolio Activity Detail

TRADE ACTIVITY

| Trade Date Est. Settle Date | Type | Description | Quantity | Per Unit Amount | Market Cost |
|---|----------|---|------------|--------------------|----------------------|
| Pending Securities Purchased | | | | | |
| 9/26 10/1 | Purchase | HARMAN INTERNATIONAL INDUSTRY INC (ID: 413086-10-9) | 1 000 | 104.152 | (104 17) |
| 9/26 10/1 | Purchase | JPM LEV CONT BUFF EQ WTI 12/21/15 85% BARRIER - 10% CAP - 0% CPN 150% LEVERAGE - 15% MAX PAYMENT INITIAL LEVEL-9/26/14 CL1 93 54 (ID: 48127D-NV-6) | 40,000 000 | 100.00 | (40,000 00) |
| 9/29 10/2 | Purchase | HARMAN INTERNATIONAL INDUSTRY INC (ID: 413086-10-9) | 1 000 | 102 109 | (102 13) |
| 9/29 10/2 | Purchase | HARMAN INTERNATIONAL INDUSTRY INC (ID: 413086-10-9) | 3 000 | 102 36 | (307 13) |
| 9/30 10/3 | Purchase | HARMAN INTERNATIONAL INDUSTRY INC (ID: 413086-10-9) | 2 000 | 98 161 | (196 37) |
| 9/30 10/3 | Purchase | HARMAN INTERNATIONAL INDUSTRY INC (ID: 413086-10-9) | 1 000 | 98 101 | (98 12) |
| 9/30 10/3 | Purchase | HARMAN INTERNATIONAL INDUSTRY INC (ID: 413086-10-9) | 4 000 | 98 929 | (395 78) |
| Total Pending Securities Purchased | | | | | (\$41,203.70) |

J.P. Morgan

