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

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

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

10/01, 2013, and ending

09/30, 2014

Name of foundation

ARTHUR F & ALICE E ADAMS

A Employer identification number

65-6003785

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

Room/suite

B Telephone number (see instructions)

1525 W W.T. HARRIS BLVD. D1114-044

336-747-8186

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

CHARLOTTE, NC 28262

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) \$ 15,797,887.

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)
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	82.	82.		STMT 1
4 Dividends and interest from securities	398,731.	395,191.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	485,465.			
b Gross sales price for all assets on line 6a	3,366,453.			
7 Capital gain net income (from Part IV, line 2)		485,465.		
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)	6,243.	-1,815.		STMT 2
12 Total. Add lines 1 through 11	890,521.	878,923.		
13 Compensation of officers, directors, trustees, etc.	295,207.	164,636.		130,571.
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)	13,585.	13,585.		
17 Interest				
18 Taxes (attach schedule) (see instructions)	23,147.	6,935.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	2,053.	NONE	NONE	2,053.
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 5	795.	2,486.		
24 Total operating and administrative expenses. Add lines 13 through 23	334,787.	187,642.	NONE	132,624.
25 Contributions, gifts, grants paid	830,000.			830,000.
26 Total expenses and disbursements. Add lines 24 and 25	1,164,787.	187,642.	NONE	962,624.
27 Subtract line 26 from line 12.				
a Excess of revenue over expenses and disbursements	-274,266.			
b Net investment income (if negative, enter -0-)		691,281.		
c Adjusted net income (if negative, enter -0-)				

JSA For Paperwork Reduction Act Notice, see instructions

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SCANNED MAY 26 2013

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	972,405.	516,391.	516,391.
	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)	1,244,408.	1,415,209.	1,429,396.
	b	Investments - corporate stock (attach schedule)	7,640,437.	7,512,973.	8,820,925.
	c	Investments - corporate bonds (attach schedule)	3,905,996.	3,766,895.	3,897,337.
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)	844,999.	1,123,904.	1,133,838.
	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)	14,608,245.	14,335,372.	15,797,887.
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	14,608,245.	14,335,372.	
	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)	14,608,245.	14,335,372.	
	31	Total liabilities and net assets/fund balances (see instructions)	14,608,245.	14,335,372.	

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	14,608,245.
2	Enter amount from Part I, line 27a	2	-274,266.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 26	3	14,608.
4	Add lines 1, 2, and 3	4	14,348,587.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 27	5	13,215.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	14,335,372.

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Part IV Capital Gains and Losses for Tax on Investment Income(a) List and describe the kind(s) of property sold (e.g., real estate,
2-story brick warehouse; or common stock, 200 shs. MLC Co.)(b) How
acquired
P - Purchase
D - Donation(c) Date
acquired
(mo., day, yr.)(d) Date sold
(mo., day, yr.)**1a PUBLICLY TRADED SECURITIES**

b			
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 3,366,445.		2,880,980.	485,465.
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			485,465.
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	485,465.
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	936,005.	15,532,601.	0.060261
2011	993,564.	15,348,375.	0.064734
2010	770,626.	16,294,726.	0.047293
2009	1,471,015.	10,556,952.	0.139341
2008	1,293,173.	14,509,341.	0.089127

2 Total of line 1, column (d)	2	0.400756
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	0.080151
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	15,718,323.
5 Multiply line 4 by line 3	5	1,259,839.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,913.
7 Add lines 5 and 6	7	1,266,752.
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	962,624.

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	13,826.
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	13,826.
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	13,826.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	11,654.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	2,320.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	13,974.	
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	148.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> 148. Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ <u>N/A</u>				
14	The books are in care of ▶ <u>Wells Fargo Bank NA</u> Telephone no. ▶ <u>(336) 747-8186</u> Located at ▶ <u>1W 4TH STREET 6TH FLOOR, WINSTON SALEM, NC</u> ZIP+4 ▶ <u>27101-3818</u>			
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 ▶ <u>15</u>			
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.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception: Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations 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
Wells Fargo Bank NA 1525 West WT Harris Blvd D1114-044, Charlotte, NC 282	Co-Trustee 40	149,551.	-0-	-0-
Paul L. Guiabo 1525 West WT Harris Blvd D1114-044, Charlotte, NC 282	President 1	20,000.	-0-	-0-
Renee C. Guiabo 1525 W. W.T. Harris Blvd D1114-044, Charlotte, NC 282	Governor 1	16,000.	-0-	-0-
Arete Warren 520 East 86 Street Apt 11B, New York, NY 10028	Co-Trustee 40	109,656.	-0-	-0-

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	15,192,469.
b	Average of monthly cash balances	1b	765,219.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	15,957,688.
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	15,957,688.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	239,365.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	15,718,323.
6	Minimum investment return. Enter 5% of line 5	6	785,916.

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	785,916.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	13,826.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	13,826.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	772,090.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	772,090.
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	772,090.

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	962,624.
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	962,624.
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	962,624.

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				772,090.
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	572,850.			
b From 2009	949,273.			
c From 2010	NONE			
d From 2011	231,327.			
e From 2012	170,413.			
f Total of lines 3a through e	1,923,863.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ <u>962,624.</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				772,090.
e Remaining amount distributed out of corpus	190,534.			
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	2,114,397.			
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				NONE
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)	572,850.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	1,541,547.			
10 Analysis of line 9				
a Excess from 2009	949,273.			
b Excess from 2010	NONE			
c Excess from 2011	231,327.			
d Excess from 2012	170,413.			
e Excess from 2013	190,534.			

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 Paid during the year SEE STATEMENT 33				830,000.
Total			▶ 3a	830,000.
b Approved for future payment				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments				14	82.	
4 Dividends and interest from securities				14	398,731.	
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property .						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory				18	485,465.	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue: a _____						
b UST REFUND				01	2,319.	
c MUTUAL FUND INCOME				01	3,924.	
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)					890,521.	
13 Total. Add line 12, columns (b), (d), and (e)						890,521.

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

[illegible]

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees		1c	X
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

[Signature]

Wells Fargo Bank, N.A.

Signature of officer or trustee

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

S.V.P.

Date **05/04/2015**

Trustee

Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶		
Firm's address ▶			Phone no		

ARTHUR F & ALICE E ADAMS

65-6003785

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
WELLS FARGO - SECURED MARKET DEPOSIT ACC	82.	82.
TOTAL	82.	82.
	=====	=====

ARTHUR F & ALICE E ADAMS

65-6003785

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
INVESTMENT MGMT FEES-SUBJECT T	13,585.	13,585.
	-----	-----
TOTALS	13,585.	13,585.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	3,246.	3,246.
FEDERAL TAX PAYMENT - PRIOR YE	4,968.	
FEDERAL ESTIMATES - PRINCIPAL	11,244.	
FOREIGN TAXES ON QUALIFIED FOR	3,460.	3,460.
FOREIGN TAXES ON NONQUALIFIED	229.	229.
	-----	-----
TOTALS	23,147.	6,935.
	=====	=====

ARTHUR F & ALICE E ADAMS

65-6003785

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
3133XLJP9 FED HOME LN BK		
3133X1BV8 FED HOME LN BK		
3133XHZK1 FED HOME LN BK	21,930.	21,754.
3137EACH0 FED HOME LN MTG CORP	52,461.	50,488.
3137EACA5 FED HOME LN MTG CORP	56,327.	54,142.
31298WMD4 FHLMC POOL #C59356	3,346.	3,823.
31298YZJ3 FHLMC POOL #C60745	1,458.	1,629.
3128MMDL4 FHLMC POOL #G18106	5,165.	5,642.
3128PCQT2 FHLMC POOL #J01366	8,939.	9,790.
31398AMW9 FED NATL MTG ASSN		
31359MH89 FED NATL MTG ASSN	52,588.	58,657.
31398ADM1 FED NATL MTG ASSN	88,034.	94,852.
31386SVN4 FNMA POOL #572221	1,626.	1,882.
31387FGS7 FNMA POOL #582609	2,052.	2,133.
31389NK95 FNMA POOL #630420	3,708.	4,240.
31404PPQ5 FED NATL MTG ASSN		
31409WW80 FNMA POOL #880971	3,820.	4,098.
36212VVM8 GNMA POOL #545220	1,249.	1,399.
912828DV9 U S TREASURY NOTE	43,255.	41,009.
912828BH2 U S TREASURY NOTE		
912828CJ7 U S TREASURY NOTES		
912828FF2 U S TREASURY NOTES	34,645.	32,277.
912828JZ4 US TREASURY NOTE		
912828MP2 US TREASURY NOTE	39,943.	43,603.
912828QN3 US TREASURY NOTE	91,677.	95,372.
912828NT3 US TREASURY NOTE	45,223.	46,519.
912828JR2 US TREASURY NOTE	137,857.	135,928.
912828LY4 US TREASURY NOTE	48,605.	53,832.
31407PPQ5 FNMA POOL #836631	6,646.	7,113.

ARTHUR F & ALICE E ADAMS

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FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
31410KJM7 FNMA POOL #889568	14,198.	13,758.
912828RR3 US TREASURY NOTE	39,788.	39,378.
912828SV3 US TREASURY NOTE		
912828TJ9 US TREASURY NOTE	19,872.	18,991.
313383V81 FED HOME LN BK	89,931.	90,178.
3135G0JA2 FED NATL MTG ASSN	25,231.	25,126.
912828TY6 US TREASURY NOTE	84,784.	80,332.
912828UN8 US TREASURY NOTE	79,425.	77,631.
912828VB3 US TREASURY NOTE	27,795.	28,434.
3128Q0HV2 FHLMC POOL #J19244	25,298.	25,322.
3137EADB2 FED HOME LN MTG CORP	34,402.	34,798.
912828D56 US TREASURY NOTE	49,240.	49,422.
912828HA1 US TREASURY NOTE	22,285.	22,091.
912828QF0 US TREASURY NOTE	77,402.	76,878.
912828WE6 US TREASURY NOTE	75,004.	76,875.
	-----	-----
TOTALS	1,415,209.	1,429,396.
	=====	=====

ARTHUR F & ALICE E ADAMS

65-6003785

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

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
124857202 CBS CORP NEW		
25470M109 DISH NETWORKS CORP		
345370860 FORD MOTOR COMPANY		
37045V100 GENERAL MOTORS CO	19,057.	14,501.
478366107 JOHNSON CONTROLS INC	16,371.	25,960.
53071M104 LIBERTY INTERACTIVE		
254687106 WALT DISNEY CO	24,662.	46,652.
19122T109 COCA-COLA ENTERPRISE		
205887102 CONAGRA FOODS INC		
126650100 CVS HEALTH CORPORATI	42,193.	64,627.
370334104 GENERAL MILLS INC		
713448108 PEPSICO INC	33,805.	35,467.
13342B105 CAMERON INTL CORP	13,067.	13,940.
166764100 CHEVRON CORP	20,331.	23,625.
20825C104 CONOCOPHILLIPS		
25179M103 DEVON ENERGY CORP		
30231G102 EXXON MOBIL CORP		
674599105 OCCIDENTAL PETE CORP		
75281A109 RANGE RES CORP	14,878.	16,003.
001055102 AFLAC INC		
020002101 ALLSTATE CORP		
03076C106 AMERIPRISE FINL		
060505104 BANK OF AMERICA CORP		
316673100 FIFTH THIRD BANCORP		
354613101 FRANKLIN RESOURCES I		
416515104 HARTFORD FINANCIAL		
46625H100 JPMORGAN CHASE & CO	27,514.	41,144.
571748102 MARSH & MCLENNAN		
744320102 PRUDENTIAL FINL		

ARTHUR F & ALICE E ADAMS

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FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
78442P106 SLM CORP		
876914103 SUNTRUST BANK INC		
89417E109 TRAVELERS CO		
902973304 US BANCORP DEL NEW	18,791.	30,452.
101137107 BOSTON SCIENTIFIC		
151020104 CELGENE CORP COM	18,310.	22,463.
58933Y105 MERCK & CO		
94973V107 WELLPOINT INC		
097023105 BOEING CO	24,724.	41,016.
18683K101 CLIFFS NAT		
369604103 GENERAL ELECTRIC CO		
438516106 HONEYWELL INTERNATIO		
452308109 ILLINOIS TOOLS WORKS		
00724F101 ADOBE SYS INC		
268648102 E M C CORP MASS	22,951.	28,324.
38259P508 GOOGLE INC	32,902.	59,429.
48203R104 JUNIPER NETWORKS		
482480100 KLA-TENCOR CORP		
57772K101 MAXIM INTEGRATED		
594918104 MICROSOFT CORP		
67066G104 NVIDIA CORP		
61945C103 MOSAIC CO/THE		
156700106 CENTURYLINK INC	40,101.	61,473.
852061100 SPRINT NEXTEL CORP		
025537101 AMERICAN ELECTRIC PO		
26884L109 EQT CORPORATION		
69331C108 PG&E CORP		
69351T106 PPL CORPORATION		
744573106 PUBLIC SVC ENTERPRIS		

ARTHUR F & ALICE E ADAMS

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FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
023135106 AMAZON COM INC COM		
099724106 BORG WARNER INC.	32,038.	29,987.
189754104 COACH INC		
500255104 KOHLS CORP		
517834107 LAS VEGAS SANDS CORP	28,697.	28,368.
580135101 MCDONALDS CORP		
641101106 NETFLIX.COM		
855244109 STARBUCKS CORP COM	14,222.	23,544.
85590A401 STARWOOD HOTELS & RE	24,500.	24,880.
887317303 TIME WARNER INC		
918204108 V F CORP		
988498101 YUM BRANDS INC		
191216100 COCA COLA CO		
518439104 ESTEE LAUDER CO		
494368103 KIMBERLY CLARK CORP		
501044101 KROGER CO		
582839106 MEAD JOHNSON NUTRITI		
713448108 PEPSICO INC	17,741.	22,945.
742718109 PROCTER & GAMBLE CO		
902494103 TYSON FOODS INC		
931142103 WAL MART STORES INC		
057224107 BAKER HUGHES INC		
26875P101 EOG RESOURCES, INC		
637071101 NATIONAL OILWELL INC	23,483.	27,396.
75281A109 RANGE RES CORP		
12572Q105 CME GROUP INC	19,531.	28,784.
200340107 COMERICA INC	29,203.	30,963.
018490102 ALLERGAN INC		
302182100 EXPRESS SCRIPTS INC		

ARTHUR F & ALICE E ADAMS

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

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV -----
375558103 GILEAD SCIENCES INC		
452327109 ILLUMINA INC	7,714.	28,316.
478160104 JOHNSON & JOHNSON	27,570.	40,291.
91324P102 UNITEDHEALTH GROUP I	26,523.	42,263.
941848103 WATERS CORP		
097023105 BOEING CO		
235851102 DANAHER CORP	21,648.	28,037.
740189105 PRECISION CASTPARTS	27,910.	40,270.
755111507 RAYTHEON CO		
760759100 REPUBLIC SERVICE INC		
858912108 STERICYCLE INC		
913017109 UNITED TECHNOLOGIES		
88579Y101 3M CO		
037833100 APPLE INC	112,126.	188,201.
177376100 CITRIX SYS INC COM		
268648102 EMC CORP		
38259P508 GOOGLE INC		
458140100 INTEL CORP		
48203R104 JUNIPER NETWORKS		
594918104 MICOSOF CORP		
68389X105 ORACLE CORPORATION	20,948.	25,265.
747525103 QUALCOMM INC		
92342Y109 VERIFONE SYSTEMS		
01741R102 ALLEGHENY TECHNOLOGI		
35671D587 FREEMPORT-MCMORAN		
61166W101 MONSANTO CO NEW	11,314.	17,102.
74005P104 PRAXAIR INC		
826552101 SIGMA ALDRICH CORP		
025537101 AMERICAN ELECTRIC		

ARTHUR F & ALICE E ADAMS

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FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
001317205 AIA GROUP LTD-SP ADR	13,933.	20,509.
002824100 ABBOTT LABS	18,575.	20,379.
003021714 ABERDEEN EMERG MARKE	474,959.	477,663.
00751Y106 ADVANCE AUTO PTS INC	14,304.	25,148.
008252108 AFFILIATED MANAGERS	17,738.	29,854.
009126202 AIR LIQUIDE - ADR	18,779.	22,131.
018805101 ALLIANZ SE ADR	15,641.	23,084.
02364W105 AMERICA MOVIL S.A.B.		
025083320 AMER CENT SMALL CAP	159,961.	300,809.
026874784 AMERICAN INTERNATIONAL		
032095101 AMPHENOL CORP CL A	10,093.	16,477.
03524A108 ANHEUSER-BUSCH INBEV	34,376.	48,663.
037411105 APACHE CORP	48,036.	49,000.
042068106 ARM HOLDINGS PLC - A	10,927.	15,597.
04315J837 ARTIO INTERNATIONAL		
049255706 ATLAS COPCO AB ADR	9,885.	13,056.
055434203 BG GROUP PLC - ADR	16,718.	14,294.
075896100 BED BATH & BEYOND IN		
084423102 BERKLEY W R CORP	17,353.	21,749.
084670702 BERKSHIRE HATHAWAY I	31,524.	51,112.
088606108 BHP BILLITON LIMITED	15,000.	12,954.
09062X103 BIOGEN IDEC INC		
110122108 BRISTOL MYERS SQUIBB	21,280.	31,936.
112585104 BROOKFIELD ASSET MAN	24,308.	31,472.
115236101 BROWN & BROWN INC	27,362.	30,703.
115637209 BROWN FORMAN CORP CL	5,158.	7,218.
12541W209 C H ROBINSON WORLDWI		
12637N105 CSL LIMITED - ADR		
136375102 CANADIAN NATL RR CO	10,707.	19,017.

ARTHUR F & ALICE E ADAMS

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FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
14040H105 CAPITAL ONE FINANCIA		
143130102 CARMAX INC	14,011.	19,974.
150870103 CELANESE CORP	14,428.	21,360.
156782104 CERNER CORP COM		
17275R102 CISCO SYSTEMS INC	28,034.	38,334.
191459205 COCHLEAR LTD-UNSPON		
20030N101 COMCAST CORP CLASS A	54,707.	73,894.
217204106 COPART INC COM	24,745.	26,305.
228227104 CROWN CASTLE INTL CO		
23304Y100 DBS GROUP HOLDINGS L	8,419.	12,196.
237545108 DASSAULT SYSTEMES S.	17,288.	26,877.
246248306 DELAWARE POOLED TR I	575,309.	418,385.
249030107 DENTSPLY INTL INC CO	19,335.	23,028.
25243Q205 DIAGEO PLC - ADR	19,694.	21,695.
25470F104 DISCOVERY COMMUNICAT		
25470F302 DISCOVERY COMMUNICAT	17,330.	21,995.
256206103 DODGE & COX INT'L ST	347,000.	482,744.
278865100 ECOLAB INC		
30219G108 EXPRESS SCRIPTS HOLD		
30303M102 FACEBOOK INC	16,176.	17,073.
307000109 FAMILY DLR STORES IN		
307305102 FANUC CORPORATION AD	21,683.	24,154.
31428X106 FEDEX CORPORATION		
358029106 FRESENIUS MEDICAL CA	10,522.	10,514.
368287207 OA0 GAZPROM LEVEL 1		
37637Q105 GLACIER BANCORP INC	10,751.	14,482.
38141G104 GOLDMAN SACHS GROUP	13,709.	23,864.
404280406 HSBC - ADR	33,440.	32,004.
443251103 HOYA CORP ADR		

ARTHUR F & ALICE E ADAMS

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FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
44980Q518 ING INTERNATIONAL RE		
45104G104 ICICI BANK LTD. - AD	11,358.	16,743.
45167R104 IDEX CORP		
453038408 IMPERIAL OIL LTD COM	15,294.	16,763.
459200101 INTERNATIONAL BUSINE	21,052.	19,552.
464287481 ISHARES RUSSELL MID-	75,101.	108,582.
465562106 ITAU UNIBANCO BANCO	24,972.	21,292.
466140100 JGC CORP-UNSPONSORED	16,037.	14,846.
46625H365 JP MORGAN ALERIAN ML	64,056.	90,236.
469814107 JACOBS ENGR GROUP IN	17,757.	18,796.
481165108 JOY GLOBAL INC		
49456B101 KINDER MORGAN INC/DE		
50075N104 KRAFT FOODS INC		
501897102 LI & FUNG LTD ADR	11,756.	17,200.
502117203 L'OREAL - ADR	8,165.	8,227.
502441306 LVMH MOET HENNESSY U	33,618.	36,427.
50540R409 LABORATORY CRP OF AM		
527288104 LEUCADIA NATL CORP C		
530555309 LIBERTY GLOBAL INC		
53578A108 LINKEDIN CORP		
54338V101 LONZA GROUP AG ADR	13,216.	18,740.
55261F104 M & T BANK CORPORATI	27,550.	40,077.
570535104 MARKEL HOLDINGS		
579780206 MCCORMICK & CO INC N		
594901100 MICROS SYS INC		
62474M108 MTN GROUP LTD ADR	12,637.	14,364.
641069406 NESTLE S.A. REGISTER	43,551.	53,897.
65528V107 NOKIAN TYRES OYJ-UNS		
66987V109 NOVARTIS AG - ADR		

ARTHUR F & ALICE E ADAMS

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FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
67103H107 O'REILLY AUTOMOTIVE		
681919106 OMNICOM GROUP	14,821.	19,763.
683974505 OPPENHEIMER DEVELOPI		
71654V101 PETROLEO BRASILEIRO		
717081103 PFIZER INC	28,301.	31,078.
718172109 PHILIP MORRIS INTERN		
722005667 PIMCO COMMODITY REAL		
73755L107 POTASH CORP SASK	504,937.	414,108.
767744105 RITCHIE BROS AUCTION		
771195104 ROCHE HOLDINGS LTD -	13,277.	25,153.
779919109 T ROWE PRICE REAL ES	665,500.	976,343.
780905451 ROYCE PREMIER FUND W		
80004C101 SANDISK CORP COM		
803054204 SAP SE	18,924.	21,504.
803866300 SASOL LIMITED - ADR	6,616.	7,574.
806857108 SCHLUMBERGER LTD	40,628.	55,319.
80687P106 SCHNEIDER ELECTRIC S	11,797.	15,748.
824348106 SHERWIN WILLIAMS CO	23,564.	32,192.
83569C102 SONOVA HOLDIN-UNSPON	6,995.	10,452.
86959C103 SVENSKA HANDELSB-A-U	5,952.	8,348.
870123106 SWATCH GROUP AG/THE-	7,035.	8,102.
87184P109 SYSMEX CORP-UNSPON A	9,196.	18,659.
872540109 TJX COS INC NEW	22,056.	28,402.
874039100 TAIWAN SEMICONDUCTOR	22,639.	29,887.
87612E106 TARGET CORP	71,637.	72,583.
878377100 TECHNE CORP		
88076W103 TERADATA CORP		
881575302 TESCO PLC - ADR	15,429.	16,609.
881624209 TEVA PHARMACEUTICAL		

ARTHUR F & ALICE E ADAMS

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FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
883556102 THERMO FISHER SCIENT	11,572.	24,949.
886547108 TIFFANY & CO NEW		
89151E109 TOTAL S.A. - ADR	19,792.	25,780.
900148701 TURKIYE GARANTI BANK	11,401.	10,874.
904311107 UNDER ARMOUR INC		
90460M204 UNI CHARM CORPORATIO	13,920.	19,815.
904767704 UNILEVER PLC - ADR	6,945.	8,715.
907818108 UNION PACIFIC CORP	52,401.	95,518.
911312106 UNITED PARCEL SERVIC	17,942.	23,590.
920355104 VALSPAR CORP		
92343V104 VERIZON COMMUNICATIO	22,526.	27,095.
92532F100 VERTEX PHARMACEUTICA		
92857W209 VODAFONE GROUP PLC N		
92933H101 WPP GRP PLC AMER DEP		
929740108 WABTEC CORP		
959802109 WESTERN UNION CO/THE		
981475106 WORLD FUEL SERVICES	18,293.	18,762.
98418R100 XINYI GLASS HOLDI-UN	2,611.	2,954.
G0450A105 ARCH CAPITAL GROUP L	10,843.	14,774.
G16962105 BUNGE LIMITED	10,998.	13,645.
G24140108 COOPER INDUSTRIES PL		
G2554F113 COVIDIEN PLC		
G3157S106 ENSCO PLC-CL A		
H5833N103 NOBLE CORPORATION		
N07059186 ASML HOLDING NV0NY R		
N72482107 QIAGEN N.V.		
008916108 AGRIUM INC COM		
018581108 ALLIANCE DATA SYS CO	28,385.	38,730.
053015103 AUTOMATIC DATA PROCE		

ARTHUR F & ALICE E ADAMS

65-6003785

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
056752108 BAIDU INC ADR	4,026.	8,947.
05946K101 BANCO BILBAO VIZCAYA	11,266.	13,860.
071813109 BAXTER INTL INC	27,587.	28,349.
072743206 BAYERISCHE MOTOREN W	15,042.	16,543.
09061G101 BIOMARIN PHARMACEUTI		
194014106 COLFAX CORPORATION		
228368106 CROWN HLDGS INC	20,418.	24,263.
25490A309 THE DIRECTV GROUP HO		
25746U109 DOMINION RES INC VA	28,247.	32,472.
278642103 EBAY INC		
28176E108 EDWARDS LIFESCIENCES		
302130109 EXPEDITORS INTL WASH	15,577.	17,855.
437076102 HOME DEPOT INC	27,779.	32,384.
43858F109 HONG KONG EXCH & CLE	8,258.	11,224.
50076Q106 KRAFT FOODS GROUP IN		
550021109 LULULEMON ATHLETICA		
58155Q103 MCKESSON CORP	18,021.	36,987.
611740101 MONSTER BEVERAGE COR	10,506.	21,267.
670100205 NOVO NORDISK A/S - A	14,521.	18,381.
714290103 PERRIGO CO		
71654V408 PETROLEO BRASILEIRO		
778296103 ROSS STORES INC	34,334.	38,924.
89155H256 TOUCHSTONE SMALL CAP	210,000.	225,241.
90130A101 TWENTY FIRST CENTURY	13,898.	15,602.
904784709 UNILEVER N.V. - ADR	17,968.	18,610.
92937A102 WPP PLC NEW ADR	12,753.	23,804.
966837106 WHOLE FOODS MKT INC		
G0408V102 AON PLC		
G29183103 EATON CORP PLC	18,595.	22,813.

ARTHUR F & ALICE E ADAMS

65-6003785

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
G5480U120 LIBERTY GLOBAL PLC-S	19,225.	26,660.
G60754101 MICHAEL KORS HOLDING	17,795.	20,841.
M22465104 CHECK POINT SOFTWARE	31,756.	40,319.
N07059210 ASML HOLDING NV-NY R	32,013.	31,392.
013817101 ALCOA INC	7,561.	8,883.
09238E203 BLACKHAWK NETWORK HD	20,439.	21,341.
09247X101 BLACKROCK INC	15,149.	16,457.
12514G108 CDW CORP/DE	22,627.	20,682.
125581801 CIT GROUP INC.	6,687.	13,618.
12637N204 CSL LTE-SPONSORED AD	34,825.	36,015.
172967424 CITIGROUP INC.	37,699.	39,852.
22160K105 COSTCO WHOLESAL COR	39,779.	38,934.
231021106 CUMMINS INC.	19,580.	21,942.
23918K108 DAVITA HEALTHCARE PA	7,256.	6,833.
26876F102 ENN ENERGY HOLDINGS-	14,082.	14,368.
311900104 FASTENAL CO	31,480.	35,956.
339041105 FLEETCOR TECHNOLOGIE	9,875.	8,074.
35952Q106 FUCHS PETROLUB SE-PR	15,531.	13,581.
368736104 GENERAC HOLDINGS INC	23,446.	24,783.
369550108 GENERAL DYNAMICS COR	11,140.	20,208.
38259P706 GOOGLE INC-CL C	26,969.	26,385.
406216101 HALLIBURTON CO	27,427.	30,853.
461202103 INTUIT COM	15,966.	15,731.
573284106 MARTIN MARIETTA MATL	11,848.	8,884.
606783207 MITSUBISHI ESTATE CO	3,592.	4,025.
61022V107 MONOTARO CO LTD-UNSP	14,654.	15,209.
65339F101 NEXTERA ENERGY INC	17,797.	16,065.
655044105 NOBLE ENERGY INC	524,000.	618,108.
683974604 OPPENHEIMER DEVELOPI		

ARTHUR F & ALICE E ADAMS

65-6003785

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
751212101 RALPH LAUREN CORP	32,287.	32,452.
79546E104 SALLY BEAUTY CO INC	24,167.	25,180.
80007R105 SANDS CHINA LTD-UNSP	14,687.	10,045.
848637104 SPLUNK INC	16,128.	15,556.
87155N109 SYMRISE AG ADR	8,168.	8,031.
893641100 TRANSDIGM GROUP INC	16,608.	20,645.
92826C839 VISA INC-CLASS A SHR	32,352.	31,792.
928563402 VMWARE INC	21,986.	22,052.
92914A810 VOYA INTL RL EST FD	438,337.	349,222.
950814103 WESCO AIRCRAFT HOLDI	25,350.	21,767.
985817105 YELP INC	28,441.	27,846.
G0083B108 ACTAVIS PLC	15,930.	16,166.
G97822103 PERRIGO CO PLC	39,750.	37,247.
M85548101 STRATASYS LTD	16,286.	15,098.
N53745100 LYONDELLBASELL INDU-	22,426.	28,143.
	-----	-----
TOTALS	7,512,973.	8,820,925.
	=====	=====

ARTHUR F & ALICE E ADAMS

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FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
002824AW0 ABBOTT LABORATORIES		
03523TAN8 ANHEUSER-BUSCH INBEV	39,956.	39,487.
06406HBL2 BANK OF NEW YORK MEL		
14912L3K5 CATERPILLAR FIN SERV	45,470.	50,625.
172967EM9 CITIGROUP INC	20,240.	22,562.
20030NBA8 COMCAST CORP	29,970.	34,003.
20825CAR5 CONOCOPHILLIPS	49,345.	51,343.
22160KAC9 COSTCO WHOLESALE COR	43,734.	44,136.
126650BH2 CVS CAREMARK CORP	11,781.	13,334.
244199BB0 DEERE & CO		
25470DAC3 DISCOVERY COMMUNICAT	30,177.	33,268.
260543CC5 DOW CHEMICAL CO/THE	31,009.	31,963.
26138EAM1 DR PEPPER SNAPPLE GR	24,670.	25,680.
36962G3H5 GENERAL ELEC CAP COR	50,401.	55,885.
38143UAB7 GOLDMAN SACHS GROUP		
437076AP7 HOME DEPOT INC	42,593.	47,989.
441812JY1 HOUSEHOLD FINANCE CO		
459200GJ4 IBM CORPORATION	41,830.	44,821.
46625HHU7 JPMORGAN CHASE & CO	53,831.	58,681.
565849AD8 MARATHON OIL CORP	11,304.	12,382.
585055AR7 MEDTRONIC INC	49,996.	50,600.
59018YUW9 MERRILL LYNCH & CO	48,092.	50,648.
59156RAN8 METLIFE INC	43,833.	41,247.
61746SBR9 MORGAN STANLEY		
637432CU7 NATIONAL RURAL UTILS		
66989HAC2 NOVARTIS CAPITAL COR	49,761.	50,685.
674599BZ7 OCCIDENTAL PETROLEUM	29,610.	30,663.
694308GD3 PACIFIC GAS & ELECTR		
10138MAH8 PEPSI BOTTLING GROUP		

ARTHUR F & ALICE E ADAMS

65-6003785

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

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
786514BS7 SAFEWAY INC		
78387GAL7 SBC COMMUNICATIONS		
87612EAH9 TARGET CORP		
87236YAA6 TD AMERITRADE HOLDIN		
87927VAQ1 TELECOM IT CAP	34,952.	40,478.
91159HGR5 US BANCORP		
961214BN2 WESTPAC BANKING CORP	50,780.	51,087.
35671DAU9 FREEPORT-MCMORAN C	39,899.	39,086.
40414LAG4 HCP INC	24,772.	24,208.
40429CFN7 HSBC FINANCE CORP	52,262.	52,924.
539473AQ1 LLOYDS BANK PLC	52,462.	53,468.
56501RAA4 MANULIFE FINANCIAL	50,390.	51,357.
63307A2A2 NATIONAL BANK OF CAN	50,760.	50,409.
637432MQ5 NATIONAL RURAL UTIL	30,264.	30,083.
04621XAE8 ASSURANT INC	29,982.	30,128.
06739FGF2 BARCLAYS BANK PLC	55,922.	53,674.
205887BQ4 CONAGRA FOODS INC	15,038.	14,910.
261980494 DREYFUS EMG MKT DEBT	440,000.	419,953.
30219GAF5 EXPRESS SCRIPTS HOLD	26,560.	25,894.
68389XAN5 ORACLE CORP		
693390841 PIMCO HIGH YIELD FD-	645,798.	677,618.
693390882 PIMCO FOREIGN BD FD	558,074.	589,761.
693391559 PIMCO EMERG MKTS BD-	126,094.	167,743.
761713AV8 REYNOLDS AMERICAN IN	35,020.	35,105.
76628T678 RIDGEWORTH SEIX FLOA	232,500.	230,178.
89155T706 TOUCHSTONE INTL FIXE	175,000.	177,753.
92343VBR4 VERIZON COMMUNICATIO	42,942.	44,295.
00206RBD3 AT&T INC	44,881.	44,565.
29379VAZ6 ENTERPRISE PRODUCTS	34,496.	34,448.

ARTHUR F & ALICE E ADAMS

65-6003785

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

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
38144LAB6 GOLDMAN SACHS GROUP	46,032.	44,930.
61746BDQ6 MORGAN STANLEY	50,406.	49,948.
68389XAP0 ORACLE CORP	43,034.	43,007.
71645WAR2 PETROBRAS INTL FIN	30,972.	30,325.
	-----	-----
TOTALS	3,766,895.	3,897,337.
	=====	=====

ARTHUR F & ALICE E ADAMS

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FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV -----
693390841 PIMCO HIGH YIELD FD-	C		
693391104 PIMCO REAL RETURN FU	C		
693391559 PIMCO EMERG MKTS BD-	C		
722005220 PIMCO FOREIGN BOND	C		
693390882 PIMCO FOREIGN BD FD	C		
025083320 AMERICAN CENTURY SMA	C		
464287499 ISHARES TR RUSSELL	C		
780905451 ROYCE PREMIER FUND.	C		
04315J837 ARTIO INTERNATIONAL	C		
246248306 DELAWARE POOLED TR	C		
256206103 DODGE & COX INTERNAT	C		
411511801 HARBOR INTERNATIONAL	C		
784924425 SSGA EMERGING MKT	C		
ASGI MULTI-STRATEGY II ASP	C		
ALPHAMETRIX MANAGED FUTURE	C		
AURORA GLOBAL OPPORTUNITIES	C		
DORCHESTER CAPITAL INTERNATION	C		
K2 OVERSEAS LONG ASP	C		
SELECTINVEST INSTITUTIONAL ARV	C		
44980Q518 ING INTERNATIONAL RE	C		
722005667 PIMCO COMMODITY RTN	C		
779919109 TROWE PRICE RE	C		
43812BAH6 HONDA AUTO RECEIVABL	C		
61746WXN5 MORGAN STANLEY DEAN	C		
98153YAD6 WORLD OMNI AUTO RECE	C		
G3223R108 EVEREST RE GROUP	C		
G491BT108 INVESCO LIMITED	C		
N53745100 LYONDELLBASELL INDUS	C		
881624209 TEVA PHARMACEUTICAL	C		

ARTHUR F & ALICE E ADAMS

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FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV -----
904784709 UNILVER NV	C		
101121101 BOSTON PROPERTIES IN	C		
828806109 SIMON PROPERTY GROUP	C		
055434203 BG GROUP PLC-ADR	C		
136385101 CANADIAN NAT RES	C		
G2554F113 COVIDIEN PLC	C		
806857108 SCHLUMBERGER LTD	C		
G81477104 SINA CORPORATION	C		
H89128104 TYCO INTERNATIONAL	C		
261980494 DREYFUS EMG MKT DEBT	C		
89155T706 TOUCHSTONE INTL FIXE	C		
AGO992220 AURORA GLOBAL OPP II	C		
AMX994405 ALPHAMETRIX MGD FUT	C		
DCI992405 DORCHESTER CAP INTL	C		
IMS992225 ASGI MULT-STR II ASP	C		
SLI994108 SELECTINVEST INST AR	C		
02005ACW6 ALLY MASTER OWNER TR	C	65,201.	64,617.
GTA994003 ASGI AURORA OPPORTUN	C	445,000.	448,218.
GTC997004 ASGI CORBIN MULTI ST	C	613,703.	621,003.
IMS992605 ASGI MULTI-STRAT II	C		
TOTALS			
		1,123,904.	1,133,838.
		=====	=====

ARTHUR F & ALICE E ADAMS

65-6003785

FORM 990PF, PART II - OTHER ASSETS
=====

DESCRIPTION

43812BAH6 HONDA AUTO RECEIVABL
61746WXN5 MORGAN STANLEY DEAN
98153YAD6 WORLD OMNI AUTO RECE

TOTALS

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

MUTUAL FUND TAX EFFECTIVE DATE BEFORE TYE
ACCRUED INTEREST CURRENT YEAR
ROUNDING

14,116.
485.
7.

TOTAL

14,608.
=====

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

MUTUAL FUND POSTING DATE AFTER TYE
ROC BASIS ADJUSTMENT
TAX COST ADJUSTMENT

10,743.
1,658.
814.

TOTAL

13,215.
=====

RECIPIENT NAME:

Wells Fargo Philanthropic Services

ADDRESS:

1 West 4th St

Winston Salem, NC 27101

RECIPIENT'S PHONE NUMBER: 888-234-1999

FORM, INFORMATION AND MATERIALS:

Applications must be submitted through the online grant application to
grantadministration@wellsfargo.com

SUBMISSION DEADLINES:

February 15th

RESTRICTIONS OR LIMITATIONS ON AWARDS:

Primarily to organizations benefitting arts, culture, humaninities, and
education in the Memphis, Miami, and New York City areas.

=====

RECIPIENT NAME:

Metropolitan Opera

ADDRESS:

30 LINCOLN CENTER

New York, NY 10023

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GIULIO CESARE PRODUCTION MEMORIAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 500,000.

RECIPIENT NAME:

PHILHARMONIC-SYMPHONY SOCIETY OF NEW YOR

ADDRESS:

10 LINCOLN CENTER PLAZA

NEW YORK, NY 10023

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:

NEW YORK BOTANICAL GARDEN

ADDRESS:

2900 SOUTHERN BOULEVARD

BRONX, NY 10458

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

INTERPRETATION AND EDUCATION PROGRAMMING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 15,000.

ARTHUR F & ALICE E ADAMS

65-6003785

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

FIRST REFORMED EPISCOPAL CHURCH
OF NEW YORK

ADDRESS:

317 EAST 50TH ST
NEW YORK, NY 10022

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

LIBRARY AQUISITION

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

Mannes College
The New School For Music

ADDRESS:

150 WEST 85TH ST
New York, NY 10024

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATION

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:

Hudson Review, Inc.

ADDRESS:

684 PARK AVE
New York, NY 10065-5043

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

ARTHUR F & ALICE E ADAMS

65-6003785

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

BARD COLLEGE

ADDRESS:

POB 500

ANNANDALE ON HUDSON, NY 12504

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT BARDS 2015 SUMMER FESTIVAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:

OPTIMIST INTERNATIONAL FOUNDATION

ADDRESS:

4494 LINDELL BLVD

ST LOUIS, MO 63108

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

THE HENRY AND VIRGINIA CLARK MEMORIAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

Circuit Playhouse on the Square

ADDRESS:

66 SOUTH COOPER ST

Memphis, TN 38104

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

FIRST INSTALL PLEDGE FOR CAPITAL CAMPAIGN

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 120,000.

=====

RECIPIENT NAME:

Preservation League of New York

ADDRESS:

44 CENTRAL AVE

Albany, NY 12206

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

FOURTH INSTALL OF FIVE YEAR PLEDGE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:

THE BOOK ARTS PRESS INC

ADDRESS:

114 ALDERMAN LIBRARY

CHARLOTTEVILLE, VA 22904

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

WILLIAM T. BUICE III SCHOLARSHIP PROGRAM

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:

KROC Center of Memphis- Salvation

Army

ADDRESS:

696 JACKSON AVE

Memphis, TN 38105

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SECOND INSTALL OF 5 YEAR PLEDGE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

ARTHUR F & ALICE E ADAMS

65-6003785

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

Theatre Memphis

ADDRESS:

60 PARK EXTENDED

Memphis, TN 38117

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SECOND INSTALL OF 3 YEAR PLEDGE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:

Memphis Brooks Museum of Art

ADDRESS:

1934 POPLAR AVE

Memphis, TN 38104

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

DIAS DE LOS MUERTOS COMMUNITY CELEBRATION

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

FRIENDS OF LEVITT PAVILLION MEMPHIS

ADDRESS:

POB 982

MEMPHIS, TN 38101

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUSTAIN FIFTY FREE CONCERTS AT LEVITT SHELL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

TOTAL GRANTS PAID:

830,000.

=====

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T.

► Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.

► Information about Schedule D and its separate instructions is at www.irs.gov/form1041

OMB No. 1545-0092

2013

Name of estate or trust

ARTHUR F & ALICE E ADAMS

Employer identification number

65-6003785

Note: Form 5227 filers need to complete *only* Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

See instructions for how to figure the amounts to enter on the lines below.

This form may be easier to complete if you round off cents to whole dollars.

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with Box A checked				
2 Totals for all transactions reported on Form(s) 8949 with Box B checked				
3 Totals for all transactions reported on Form(s) 8949 with Box C checked	861,698.	792,635.	1,658.	70,721.
4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824			4	
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts			5	
6 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet			6	()
7 Net short-term capital gain or (loss). Combine lines 1a through 6 in column (h). Enter here and on line 17, column (3) on the back ►			7	70,721.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below.

This form may be easier to complete if you round off cents to whole dollars.

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with Box D checked				
9 Totals for all transactions reported on Form(s) 8949 with Box E checked				
10 Totals for all transactions reported on Form(s) 8949 with Box F checked	2,495,059.	2,097,962.		397,097.
11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824			11	
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts.			12	
13 Capital gain distributions.			13	17,647.
14 Gain from Form 4797, Part I.			14	
15 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet			15	()
16 Net long-term capital gain or (loss). Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back ►			16	414,744.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041

Schedule D (Form 1041) 2013

JSA
3F1210 1 000

DMD257 5892 05/04/2015 11:48:57

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Part III Summary of Parts I and II Caution: Read the instructions before completing this part.		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
17	Net short-term gain or (loss)	17		70,721.
18	Net long-term gain or (loss):			
a	Total for year	18a		414,744.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	18b		
c	28% rate gain	18c		
19	Total net gain or (loss). Combine lines 17 and 18a. ▶	19		485,465.

Note: If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 18a and 19, column (2), are net gains, go to Part V, and **do not** complete Part IV. If line 19, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

20	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 19, column (3) or b \$3,000	20	()
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Note: If the loss on line 19, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 18b, col. (2) or line 18c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part **only** if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col. (2) or line 18c, col. (2) is more than zero.

21	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34).	21		
22	Enter the smaller of line 18a or 19 in column (2) but not less than zero.	22		
23	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T).	23		
24	Add lines 22 and 23	24		
25	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0-. ▶	25		
26	Subtract line 25 from line 24. If zero or less, enter -0-.	26		
27	Subtract line 26 from line 21. If zero or less, enter -0-.	27		
28	Enter the smaller of the amount on line 21 or \$2,450	28		
29	Enter the smaller of the amount on line 27 or line 28	29		
30	Subtract line 29 from line 28. If zero or less, enter -0-. This amount is taxed at 0% ▶	30		
31	Enter the smaller of line 21 or line 26	31		
32	Subtract line 30 from line 26.	32		
33	Enter the smaller of line 21 or \$11,950	33		
34	Add lines 27 and 30	34		
35	Subtract line 34 from line 33. If zero or less, enter -0-.	35		
36	Enter the smaller of line 32 or line 35	36		
37	Multiply line 36 by 15%. ▶	37		
38	Enter the amount from line 31	38		
39	Add lines 30 and 36	39		
40	Subtract line 39 from line 38. If zero or less, enter -0-.	40		
41	Multiply line 40 by 20% ▶	41		
42	Figure the tax on the amount on line 27. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041).	42		
43	Add lines 37, 41, and 42	43		
44	Figure the tax on the amount on line 21. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041).	44		
45	Tax on all taxable income. Enter the smaller of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36). ▶	45		

Schedule D (Form 1041) 2013

Form **8949****Sales and Other Dispositions of Capital Assets**

OMB No 1545-0074

Department of the Treasury
Internal Revenue Service► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.**2013**Attachment
Sequence No **12A**

► File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

Name(s) shown on return

ARTHUR F & ALICE E ADAMS

Social security number or taxpayer identification number

65-6003785

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- ☒ (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr)	(c) Date sold or disposed (Mo., day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	198. ABBOTT LABS W/RIGHTS 11/10/2009	11/07/2013	07/03/2014	8,250.00	7,506.00			744.00
	1. AGRIUM INC COM	01/29/2013	10/10/2013	83.00	110.00			-27.00
	276. AGRIUM INC COM	02/22/2013	10/29/2013	23,641.00	30,250.00			-6,609.00
	5. ALLIANCE DATA SYSTEMS C COM	04/19/2013	10/10/2013	1,099.00	847.00			252.00
	35. ALLIANCE DATA SYSTEMS COM	04/19/2013	02/27/2014	9,955.00	5,932.00			4,023.00
	35. ANHEUSER-BUSCH INBEV S	06/06/2013	01/16/2014	3,620.00	3,003.00			617.00
	97. APACHE CORP COM RTS EX	06/16/2014	07/03/2014	9,660.00	9,525.00			135.00
	4. AUTOMATIC DATA PROCESSI	03/07/2013	10/10/2013	287.00	251.00			36.00
	431. AUTOMATIC DATA PROCES	03/07/2013	11/18/2013	33,305.00	27,043.00			6,262.00
	70. BAIDU INC ADR	06/11/2013	01/13/2014	12,385.00	6,874.00			5,511.00
	176. BIOMARIN PHARMACEUTIC	11/15/2013	04/11/2014	10,607.00	13,030.00			-2,423.00
	92. BIOMARIN PHARMACEUTICA	11/15/2013	07/03/2014	5,915.00	6,811.00			-896.00
	246. BIOMARIN PHARMACEUTIC	02/19/2014	09/16/2014	16,447.00	18,213.00			-1,766.00
	183. CIT GROUP INC.	12/04/2013	07/03/2014	8,438.00	9,201.00			-763.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►								

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions

Form **8949** (2013)JSA
3X2615 2 000

Sales and Other Dispositions of Capital Assets

OMB No 1545-0074

Department of the Treasury
Internal Revenue Service► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949

► File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

2013Attachment
Sequence No **12A**

Name(s) shown on return

ARTHUR F & ALICE E ADAMS

Social security number or taxpayer identification number

65-6003785

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1	(a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
99	CELGENE CORP COM	10/04/2013	07/03/2014	8,811.00	7,648.00			1,163.00
245.	COLFAX CORPORATION	02/21/2013	01/29/2014	15,072.00	10,160.00			4,912.00
257.	COMCAST CORP NEW CL A	07/11/2013	07/03/2014	14,060.00	12,049.00			2,011.00
257.	COMERICA INC COM RT E 07/01/2006	12/18/2013	07/03/2014	13,125.00	12,086.00			1,039.00
72.	COSTCO WHOLESALE CORP	01/28/2014	07/03/2014	8,381.00	8,255.00			126.00
222.	DELTA AIR LINES INC	01/13/2014	07/03/2014	8,598.00	6,870.00			1,728.00
531.	DELTA AIR LINES INC	01/13/2014	08/28/2014	21,037.00	16,433.00			4,604.00
96.	THE DIRECTV GROUP HOLD COM	08/19/2013	05/06/2014	7,836.00	5,691.00			2,145.00
179.	THE DIRECTV GROUP HOL COM	08/19/2013	05/19/2014	15,006.00	10,612.00			4,394.00
1.	DOMINION RES INC VA NEW	09/11/2013	10/10/2013	62.00	58.00			4.00
199.	DOMINION RES INC VA N	09/11/2013	07/03/2014	13,611.00	11,960.00			1,651.00
1.	EBAY INC COM	06/26/2013	10/10/2013	53.00	52.00			1.00
370.	EBAY INC COM	07/02/2013	12/18/2013	19,613.00	19,174.00			439.00
288.	EBAY INC COM	08/15/2013	01/17/2014	15,470.00	14,925.00			545.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►								

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For Paperwork Reduction Act Notice, see your tax return instructions

Form **8949** (2013)JSA
3X2615 2 000

Sales and Other Dispositions of Capital Assets

OMB No 1545-0074

Department of the Treasury
Internal Revenue Service► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.**2013**
Attachment
Sequence No **12A**

► File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

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ARTHUR F & ALICE E ADAMS

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1	(a) Description of property (Example: 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	290. EDWARDS LIFESCIENCES	02/20/2013	02/13/2014	19,475.00	25,749.00			-6,274.00
	152.16 FHLMC POOL #J19244 6/01/27	03/10/2014	04/15/2014	152.00	160.00			-8.00
	163.43 FHLMC POOL #J19244 6/01/27	03/10/2014	05/15/2014	163.00	172.00			-9.00
	153.05 FHLMC POOL #J19244 6/01/27	03/10/2014	06/15/2014	153.00	161.00			-8.00
	153.46 FHLMC POOL #J19244 6/01/27	03/10/2014	07/15/2014	153.00	161.00			-8.00
	154.11 FHLMC POOL #J19244 6/01/27	03/10/2014	08/15/2014	154.00	162.00			-8.00
	159.46 FHLMC POOL #J19244 6/01/27	03/10/2014	09/15/2014	159.00	168.00			-9.00
	23. FEDEX CORP COM	03/28/2013	02/18/2014	3,057.00	2,157.00			900.00
	117. FEDEX CORP COM	03/28/2013	02/25/2014	15,557.00	10,971.00	.		4,586.00
	99. FLEETCOR TECHNOLOGIES	05/02/2014	07/03/2014	13,044.00	12,318.00			726.00
	243.99985 GENERAL MOTORS C	12/16/2013	04/11/2014	7,951.00	9,609.00	W	1,658.00	
	387.00015 GENERAL MOTORS C	12/16/2013	04/11/2014	12,610.00	15,240.00			-2,630.00
	185. GENERAL MOTORS CO	11/17/2013	07/03/2014	7,021.00	7,766.00			-745.00
	92 HALLIBURTON CO COM W/R 12/15/2005	04/23/2014	07/03/2014	6,492.00	5,964.00			528.00
2 Totals	Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►							

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Form **8949** (2013)JSA
3X2615 2 000

Sales and Other Dispositions of Capital Assets

OMB No 1545-0074

2013Attachment
Sequence No **12A**Department of the Treasury
Internal Revenue Service► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949

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1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	20. INTL BUSINESS MACHINES	03/07/2013	01/29/2014	3,547.00	3,991.00			-444.00
	86. INTUIT COM W/RTS EXP 5	10/29/2013	07/03/2014	7,018.00	6,144.00			874.00
	1. JOHNSON & JOHNSON COM	10/18/2012	10/10/2013	88.00	73.00			15.00
	61. LABORATORY CORP AMER H	04/01/2014	07/03/2014	6,422.00	6,242.00			180.00
	129. LULULEMON ATHLETICA I	06/26/2013	10/18/2013	9,503.00	8,345.00			1,158.00
	224. LULULEMON ATHLETICA I	08/21/2013	10/31/2013	15,504.00	14,491.00			1,013.00
	127. NEXTERA ENERGY INC	01/29/2014	07/03/2014	12,513.00	11,488.00			1,025.00
	66. NEXTERA ENERGY INC	01/29/2014	07/17/2014	6,505.00	5,970.00			535.00
	77. NEXTERA ENERGY INC	01/29/2014	07/30/2014	7,421.00	6,965.00			456.00
	86. NOBLE ENERGY INC COM	10/25/2013	07/03/2014	6,474.00	6,513.00			-39.00
	81. NOW INC/SH	07/05/2013	06/10/2014	2,649.00	2,325.00			324.00
	.25 NOW INC/SH	07/05/2013	06/17/2014	8.00	7.00			1.00
	458. ORACLE CORP COM	12/23/2013	07/03/2014	18,865.00	17,064.00			1,801.00
	785. ORACLE CORP COM	01/29/2014	09/04/2014	32,560.00	29,248.00			3,312.00
2 Totals Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►								

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Form **8949** (2013)JSA
3X2615 2 000

Sales and Other Dispositions of Capital Assets**2013**Attachment
Sequence No. **12A**Department of the Treasury
Internal Revenue Service► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.

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1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions.		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	310. ORACLE CORP COM	01/29/2014	09/23/2014	12,076.00	11,550.00			526.00
	45000. ORACLE CORP 10/15/17	09/25/2013	06/11/2014	44,848.00	44,393.00			455.00
	54. PPG INDS INC COM W/RTS EXP 04/30/2008	10/03/2013	07/03/2014	11,312.00	8,989.00			2,323.00
	49. PPG INDS INC COM W/RTS EXP 04/30/2008	10/03/2013	07/15/2014	10,079.00	8,157.00			1,922.00
	77. PPG INDS INC COM W/RTS EXP 04/30/2008	10/03/2013	09/18/2014	15,624.00	12,818.00			2,806.00
	73. PEPSICO INC COM	11/04/2013	07/03/2014	6,565.00	6,152.00			413.00
	25. PERRIGO CO COM W/RTS E 04/10/2006	09/04/2013	12/19/2013	3,884.00	3,020.00			864.00
	56. PHILIP MORRIS INTERNAT	05/10/2013	03/10/2014	4,487.00	4,717.00			-230.00
	84. RALPH LAUREN CORP	03/18/2014	07/03/2014	13,666.00	13,767.00			-101.00
	75. STARWOOD HOTELS & RESO WORLDWIDE	06/19/2014	07/03/2014	6,210.00	6,094.00			116.00
	70. TJX COS INC NEW COM	03/19/2013	01/06/2014	4,422.00	3,201.00			1,221.00
	127. TEVA PHARMACEUTICAL I	03/05/2014	07/03/2014	6,944.00	6,342.00			602.00
	183. TWENTY FIRST CENTURY	07/11/2013	07/03/2014	6,586.00	5,590.00			996.00
	3 UNILEVER N V NEW YORK S	10/17/2012	10/10/2013	112.00	115.00			-3.00
2 Totals Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►								

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.

Form **8949** (2013)

Form **8949****Sales and Other Dispositions of Capital Assets**

OMB No 1545-0074

Department of the Treasury
Internal Revenue Service► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949**2013**Attachment
Sequence No **12A**

► File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

Name(s) shown on return

ARTHUR F & ALICE E ADAMS

Social security number or taxpayer identification number

65-6003785

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part I **Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box A, B, or C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- ☐ (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- ☐ (B) Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
- ☒ (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	96. VMWARE INC	02/11/2014	07/03/2014	9,356.00	8,982.00			374.00
	490. WAL MART STORES INC C	08/26/2013	06/26/2014	36,725.00	36,999.00			-274.00
	7. WHOLE FOODS MKT INC COM	04/12/2013	10/10/2013	418.00	305.00			113.00
	167. YELP INC	04/10/2014	07/03/2014	12,989.00	11,641.00			1,348.00
	6397.07 ALPHAMETRIX MGD FU HOLDBACK	10/31/2013	01/31/2014	6,397.00	6,397.00			
	53. AON PLC	05/06/2013	02/19/2014	4,524.00	3,361.00			1,163.00
	65. AON PLC	05/06/2013	02/27/2014	5,578.00	4,122.00			1,456.00
	255. AON PLC	05/06/2013	03/10/2014	22,045.00	16,169.00			5,876.00
	64 DELPHI AUTOMOTIVE PLC	03/31/2014	07/03/2014	4,493.00	4,352.00			141.00
	173. DELPHI AUTOMOTIVE PLC	03/31/2014	09/17/2014	11,534.00	11,764.00			-230.00
	9. EATON CORP PLC	02/05/2013	10/10/2013	610.00	533.00			77.00
	3. MICHAEL KORS HOLDINGS L	06/26/2013	10/10/2013	222.00	179.00			43.00
	67. MICHAEL KORS HOLDINGS	06/26/2013	10/31/2013	5,144.00	4,005.00			1,139.00
	246. MICHAEL KORS HOLDINGS	06/26/2013	06/17/2014	21,928.00	14,704.00			7,224.00
2 Totals	Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►							

Note If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions

Form **8949** (2013)JSA
3X2615 2 000

Form **8949****Sales and Other Dispositions of Capital Assets**

OMB No 1545-0074

2013Attachment
Sequence No **12A**Department of the Treasury
Internal Revenue Service► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.

► File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

Name(s) shown on return

ARTHUR F & ALICE E ADAMS

Social security number or taxpayer identification number

65-6003785

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Part I **Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box A, B, or C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ (B) Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co.)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	47. PERRIGO CO PLC	02/27/2014	07/03/2014	7,113.00	7,802.00			-689.00
	117. CHECK POINT SOFTWARE	08/05/2013	07/03/2014	7,886.00	6,917.00			969.00
	105. LYONDELLBASELL INDU-C	02/10/2014	07/03/2014	10,448.00	9,091.00			1,357.00
	171. NIELSEN N.V	11/22/2013	07/03/2014	8,447.00	7,434.00			1,013.00
	142. NIELSEN N.V	01/21/2014	09/19/2014	6,364.00	6,173.00			191.00
	290. NIELSEN N.V	01/21/2014	09/23/2014	13,017.00	12,607.00			410.00
2 Totals	Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►			861,698.	792,635.		1,658	70,721.

Note If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.

Form **8949** (2013)JSA
3X2615 2 000

Name(s) shown on return (Name and SSN or taxpayer identification no. not required if shown on other side)

ARTHUR F & ALICE E ADAMS

Social security number or taxpayer identification number

65-6003785

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Part II Long-Term. Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ **(F)** Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
410.	AFLAC INC COM	08/28/2012	06/10/2014	25,928.00	18,995.00			6,933.00
77.	AIA GROUP LTD-SP ADR	02/09/2012	06/03/2014	1,548.00	1,074.00			474.00
117.	ADVANCE AUTO PARTS CO	09/04/2012	04/22/2014	14,338.00	8,671.00			5,667.00
18.	AIR LIQUIDE ADR FRANCE	11/11/2011	07/31/2014	20.00	17.00			3.00
24.	ALLIANCE DATA SYSTEMS COM	04/19/2013	04/24/2014	5,757.00	4,068.00			1,689.00
55.	ALLIANCE DATA SYSTEMS COM	05/08/2013	07/03/2014	15,492.00	9,321.00			6,171.00
18.	AMAZON COM INC COM	03/26/2012	10/07/2013	5,590.00	3,320.00			2,270.00
38.	AMAZON COM INC COM	03/26/2012	10/25/2013	13,808.00	7,010.00			6,798.00
83.	AMAZON COM INC COM	06/06/2012	05/06/2014	24,814.00	15,311.00			9,503.00
4.	AMERICAN INTERNATIONAL	10/09/2012	10/10/2013	198.00	140.00			58.00
491	AMERICAN INTERNATIONAL	10/09/2012	12/17/2013	24,256.00	17,226.00			7,030.00
384.	ANHEUSER-BUSCH INBEV	10/15/2012	01/16/2014	39,719.00	32,948.00			6,771.00
1	APPLE COMPUTER INC COM	11/24/2008	10/10/2013	490.00	235.00			255.00
45.	APPLE COMPUTER INC COM	05/30/2012	06/10/2014	4,237.00	4,050.00			187.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

Note If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

Name(s) shown on return (Name and SSN or taxpayer identification no. not required if shown on other side.)

Social security number or taxpayer identification number

ARTHUR F & ALICE E ADAMS

65-6003785

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Part II **Long-Term.** Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ **(F)** Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr)	(c) Date sold or disposed (Mo., day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see <i>Column (e)</i> in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	458. APPLE COMPUTER INC CO	02/05/2010	07/03/2014	42,712.00	18,231.00			24,481.00
	30000. BANK OF NEW YORK ME 5/15/14	05/16/2011	05/15/2014	30,000.00	32,510.00			-2,510.00
	208. BED BATH & BEYOND INC	11/15/2012	06/13/2014	12,511.00	13,576.00			-1,065.00
	140. BERKLEY WR CORP COM	09/04/2012	07/15/2014	6,458.00	5,339.00			1,119.00
	1. BIOGEN INC	12/06/2011	10/10/2013	234.00	116.00			118.00
	96. BIOGEN INC	02/01/2012	01/10/2014	27,775.00	11,158.00			16,617.00
	5. BOEING CO COM	07/22/2010	10/10/2013	593.00	354.00			239.00
	42. BOEING CO COM	07/22/2010	11/21/2013	5,581.00	2,974.00			2,607.00
	37. BOEING CO COM	12/17/2010	02/27/2014	4,750.00	2,620.00			2,130.00
	68. BOEING CO COM	12/05/2011	03/13/2014	8,287.00	4,815.00			3,472.00
	43. BOEING CO COM	12/05/2011	04/11/2014	5,283.00	3,045.00			2,238.00
	170. BOEING CO COM	01/09/2013	04/23/2014	22,104.00	12,039.00			10,065.00
	35000. PEPSI BOTTLING GROU 3/15/14	10/22/2008	03/15/2014	35,000.00	34,928.00			72.00
	7. BRISTOL-MYERS SQUIBB CO	08/28/2012	10/10/2013	335.00	239.00			96.00

2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

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ARTHUR F & ALICE E ADAMS

65-6003785

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You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ (E) Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ (F) Long-term transactions **not** reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see <i>Column (e)</i> in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
266.	BRISTOL-MYERS SQUIBB	08/28/2012	07/03/2014	12,808.00	9,071.00			3,737.00
320.	C H ROBINSON WORLDWID	09/04/2012	02/05/2014	17,035.00	18,118.00			-1,083.00
50.	CME GROUP INC	08/28/2012	02/07/2014	3,785.00	2,713.00			1,072.00
137.	CVS CORP COM	05/15/2013	07/03/2014	10,504.00	8,303.00			2,201.00
8000.	CVS CAREMARK CORP 6/01/17	08/27/2008	08/20/2014	9,009.00	7,854.00			1,155.00
355.	CAPITAL ONE FINL CORP 11/29/2005	08/28/2012	03/25/2014	26,743.00	20,139.00			6,604.00
425.	COACH INC COM W/RTS A 5/2/2011	02/04/2013	06/25/2014	14,470.00	23,345.00			-8,875.00
12.	COCA-COLA CO COM	05/19/2011	10/10/2013	452.00	396.00			56.00
435.	COCA-COLA CO COM	06/22/2011	11/26/2013	17,544.00	14,347.00			3,197.00
942.	COCA-COLA CO COM	06/26/2012	03/11/2014	36,397.00	31,069.00			5,328.00
242.	COCHLEAR LTD-UNSPON A	11/11/2011	09/15/2014	7,283.00	6,815.00			468.00
20.	COCHLEAR LTD-UNSPON AD	11/11/2011	09/16/2014	605.00	563.00			42.00
4	CROWN CASTLE INTL CORP	04/25/2012	10/10/2013	283.00	232.00			51.00
129.	CROWN CASTLE INTL COR	06/08/2012	07/03/2014	9,497.00	7,477.00			2,020.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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☐ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ **(F)** Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co.)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see <i>Column (e)</i> in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	307. CROWN CASTLE INTL COR	02/21/2013	09/25/2014	24,086.00	17,795.00			6,291.00
	6 DANAHER CORP COM	05/17/2011	10/10/2013	413.00	320.00			93.00
	74 DANAHER CORP COM	05/17/2011	02/27/2014	5,693.00	4,341.00			1,352.00
	153. DANAHER CORP COM	11/09/2011	07/03/2014	12,139.00	8,976.00			3,163.00
	30000. DEERE & CO 4/25/14	02/24/2006	04/25/2014	30,000.00	33,367.00			-3,367.00
	50. DISNEY (WALT) COMPANY COMPANY COM	08/16/2011	02/07/2014	3,776.00	2,353.00			1,423.00
	5. DISCOVERY COMMUNICATION	06/29/2012	10/10/2013	400.00	270.00			130.00
	309. DISCOVERY COMMUNICATI	06/29/2012	01/29/2014	24,138.00	16,661.00			7,477.00
	40. EDWARDS LIFESCIENCES C	12/10/2012	02/13/2014	2,686.00	3,552.00			-866.00
	6. FACEBOOK INC	05/14/2012	10/10/2013	294.00	205.00			89.00
	370. FACEBOOK INC	11/19/2012	12/16/2013	19,957.00	12,650.00			7,307.00
	83. FAMILY DLR STORES INC	10/14/2011	10/07/2013	5,869.00	4,876.00			993.00
	94. FAMILY DLR STORES INC	10/14/2011	01/14/2014	5,993.00	5,522.00			471.00
	326. FAMILY DLR STORES INC	05/09/2012	04/01/2014	18,903.00	19,151.00			-248.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ►								

Note If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

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ARTHUR F & ALICE E ADAMS

Social security number or taxpayer identification number

65-6003785

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You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

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☒ **(F)** Long-term transactions **not** reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	192.37 FHLMC POOL #G18106 3/01/21	03/24/2006	10/15/2013	192.00	192.00			
	188.17 FHLMC POOL #G18106 3/01/21	03/24/2006	11/15/2013	188.00	188.00			
	124.05 FHLMC POOL #G18106 3/01/21	03/24/2006	12/15/2013	124.00	124.00			
	184.21 FHLMC POOL #G18106 3/01/21	03/24/2006	01/15/2014	184.00	184.00			
	170.05 FHLMC POOL #G18106 3/01/21	03/24/2006	02/15/2014	170.00	170.00			
	133.04 FHLMC POOL #G18106 3/01/21	03/24/2006	03/15/2014	133.00	133.00			
	218.22 FHLMC POOL #G18106 3/01/21	03/24/2006	04/15/2014	218.00	218.00			
	175.79 FHLMC POOL #G18106 3/01/21	03/24/2006	05/15/2014	176.00	176.00			
	144.71 FHLMC POOL #G18106 3/01/21	03/24/2006	06/15/2014	145.00	145.00			
	175.43 FHLMC POOL #G18106 3/01/21	03/24/2006	07/15/2014	175.00	175.00			
	142.87 FHLMC POOL #G18106 3/01/21	03/24/2006	08/15/2014	143.00	143.00			
	130.3 FHLMC POOL #G18106 3/01/21	03/24/2006	09/15/2014	130.00	130.00			
	572.84 FHLMC POOL #J01366 4/01/21	10/15/2007	10/15/2013	573.00	571.00			2.00
	218.84 FHLMC POOL #J01366 4/01/21	10/15/2007	11/15/2013	219.00	218.00			1.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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1	(a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	115.83 FHLMO POOL #J01366 4/01/21	10/15/2007	12/15/2013	116.00	115.00			1.00
	595.52 FHLMO POOL #J01366 4/01/21	10/15/2007	01/15/2014	596.00	594.00			2.00
	113.07 FHLMO POOL #J01366 4/01/21	10/15/2007	02/15/2014	113.00	113.00			
	114. FHLMO POOL #J01366 4/01/21	10/15/2007	03/15/2014	114.00	114.00			
	112.09 FHLMO POOL #J01366 4/01/21	10/15/2007	04/15/2014	112.00	112.00			
	113. FHLMO POOL #J01366 4/01/21	10/15/2007	05/15/2014	113.00	113.00			
	120.52 FHLMO POOL #J01366 4/01/21	10/15/2007	06/15/2014	121.00	120.00			1.00
	300.25 FHLMO POOL #J01366 4/01/21	10/15/2007	07/15/2014	300.00	299.00			1.00
	111.4 FHLMO POOL #J01366 4/01/21	10/15/2007	08/15/2014	111.00	111.00			
	116.03 FHLMO POOL #J01366 4/01/21	10/15/2007	09/15/2014	116.00	116.00			
	9.84 FEDERAL HOME LN MTG C CTFS POOL #C59356 DTD 1	10/01/2001	10/15/2013	10.00	10.00			
	9.9 FEDERAL HOME LN MTG CO CTFS POOL #C59356 DTD 1	10/01/2001	11/15/2013	10.00	10.00			
	11.19 FEDERAL HOME LN MTG CTFS POOL #C59356 DTD 1	10/01/2001	12/15/2013	11.00	11.00			
	11.33 FEDERAL HOME LN MTG CTFS POOL #C59356 DTD 1	10/01/2001	01/15/2014	11.00	11.00			
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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Social security number or taxpayer identification number

ARTHUR F & ALICE E ADAMS

65-6003785

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☒ **(F)** Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	11.39 FEDERAL HOME LN MTG CTFS POOL #C59356 DTD 1	10/01/2001	02/15/2014	11.00	11.00			
	11.45 FEDERAL HOME LN MTG CTFS POOL #C59356 DTD 1	10/01/2001	03/15/2014	11.00	11.00			
	11.52 FEDERAL HOME LN MTG CTFS POOL #C59356 DTD 1	10/01/2001	04/15/2014	12.00	12.00			
	11.9 FEDERAL HOME LN MTG C CTFS POOL #C59356 DTD 1	10/01/2001	05/15/2014	12.00	12.00			
	12.01 FEDERAL HOME LN MTG CTFS POOL #C59356 DTD 1	10/01/2001	06/15/2014	12.00	12.00			
	12.08 FEDERAL HOME LN MTG CTFS POOL #C59356 DTD 1	10/01/2001	07/15/2014	12.00	12.00			
	12.14 FEDERAL HOME LN MTG CTFS POOL #C59356 DTD 1	10/01/2001	08/15/2014	12.00	12.00			
	12.25 FEDERAL HOME LN MTG CTFS POOL #C59356 DTD 1	10/01/2001	09/15/2014	12.00	12.00			
	80.01 FEDERAL HOME LN MTG CTFS POOL #C60745 DTD 1	11/02/2001	10/15/2013	80.00	81.00			-1.00
	74.76 FEDERAL HOME LN MTG CTFS POOL #C60745 DTD 1	11/02/2001	11/15/2013	75.00	75.00			
	7.33 FEDERAL HOME LN MTG C CTFS POOL #C60745 DTD 1	11/02/2001	12/15/2013	7.00	7.00			
	95.03 FEDERAL HOME LN MTG CTFS POOL #C60745 DTD 1	11/02/2001	01/15/2014	95.00	96.00			-1.00
	126.93 FEDERAL HOME LN MTG CTFS POOL #C60745 DTD 1	11/02/2001	02/15/2014	127.00	128.00			-1.00
	6.63 FEDERAL HOME LN MTG C CTFS POOL #C60745 DTD 1	11/02/2001	03/15/2014	7.00	7.00			
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ►								

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Social security number or taxpayer identification number

ARTHUR F & ALICE E ADAMS

65-6003785

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1	(a) Description of property (Example: 100 sh XYZ Co.)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see <i>Column (e)</i> in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	123.49 FEDERAL HOME LN MTG CTFS POOL #C60745 DTD 1	11/02/2001	04/15/2014	123.00	125.00			-2.00
	151.81 FEDERAL HOME LN MTG CTFS POOL #C60745 DTD 1	11/02/2001	05/15/2014	152.00	153.00			-1.00
	6 FEDERAL HOME LN MTG COR POOL #C60745 DTD 11/1/2	11/02/2001	06/15/2014	6.00	6.00			
	109.3 FEDERAL HOME LN MTG CTFS POOL #C60745 DTD 1	11/02/2001	07/15/2014	109.00	110.00			-1.00
	98.8 FEDERAL HOME LN MTG C CTFS POOL #C60745 DTD 1	11/02/2001	08/15/2014	99.00	100.00			-1.00
	202.48 FEDERAL HOME LN MTG CTFS POOL #C60745 DTD 1	11/02/2001	09/15/2014	202.00	204.00			-2.00
	40000. FED HOME LN BK 8/13/14	07/19/2007	08/13/2014	40,000.00	40,179.00			-179.00
	694.19 FEDERAL NATL MTG AS PASS THRU CTF POOL #572	04/06/2001	10/25/2013	694.00	677.00			17.00
	8.81 FEDERAL NATL MTG ASSN PASS THRU CTF POOL #572	04/06/2001	11/25/2013	9.00	9.00			
	8.86 FEDERAL NATL MTG ASSN PASS THRU CTF POOL #572	04/06/2001	12/25/2013	9.00	9.00			
	8.91 FEDERAL NATL MTG ASSN PASS THRU CTF POOL #572	04/06/2001	01/25/2014	9.00	9.00			
	8.96 FEDERAL NATL MTG ASSN PASS THRU CTF POOL #572	04/06/2001	02/25/2014	9.00	9.00			
	9.01 FEDERAL NATL MTG ASSN PASS THRU CTF POOL #572	04/06/2001	03/25/2014	9.00	9.00			
	996.01 FEDERAL NATL MTG AS PASS THRU CTF POOL #572	04/06/2001	04/25/2014	996.00	971.00			25.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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1	(a) Description of property (Example: 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see <i>Column (e)</i> in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
4.94	FEDERAL NATL MTG ASSN PASS THRU CTF POOL #572	04/06/2001	05/25/2014	5.00	5.00			
6.1	FEDERAL NATL MTG ASSN THRU CTF POOL #572221 D	04/06/2001	06/25/2014	6.00	6.00			
5.03	FEDERAL NATL MTG ASSN PASS THRU CTF POOL #572	04/06/2001	07/25/2014	5.00	5.00			
6.2	FEDERAL NATL MTG ASSN THRU CTF POOL #572221 D	04/06/2001	08/25/2014	6.00	6.00			
5.21	FEDERAL NATL MTG ASSN PASS THRU CTF POOL #572	04/06/2001	09/25/2014	5.00	5.00			
156.23	FEDERAL NATL MTG AS PASS THRU CTF POOL #582	07/02/2001	10/25/2013	156.00	154.00			2.00
149.75	FEDERAL NATL MTG AS PASS THRU CTF POOL #582	07/02/2001	11/25/2013	150.00	147.00			3.00
152.42	FEDERAL NATL MTG AS PASS THRU CTF POOL #582	07/02/2001	12/25/2013	152.00	150.00			2.00
154.7	FEDERAL NATL MTG ASS PASS THRU CTF POOL #582	07/02/2001	01/25/2014	155.00	152.00			3.00
154.11	FEDERAL NATL MTG AS PASS THRU CTF POOL #582	07/02/2001	02/25/2014	154.00	152.00			2.00
149.48	FEDERAL NATL MTG AS PASS THRU CTF POOL #582	07/02/2001	03/25/2014	149.00	147.00			2.00
151.33	FEDERAL NATL MTG AS PASS THRU CTF POOL #582	07/02/2001	04/25/2014	151.00	149.00			2.00
203.96	FEDERAL NATL MTG AS PASS THRU CTF POOL #582	07/02/2001	05/25/2014	204.00	201.00			3.00
135.98	FEDERAL NATL MTG AS PASS THRU CTF POOL #582	07/02/2001	06/25/2014	136.00	134.00			2.00
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						(f) Code(s) from instructions	(g) Amount of adjustment	
215.94	FEDERAL NATL MTG AS PASS THRU CTF POOL #582	07/02/2001	07/25/2014	216.00	213.00			3.00
132.35	FEDERAL NATL MTG AS PASS THRU CTF POOL #582	07/02/2001	08/25/2014	132.00	130.00			2.00
133.	FEDERAL NATL MTG ASSN PASS THRU CTF POOL #582	07/02/2001	09/25/2014	133.00	131.00			2.00
12.66	FEDERAL NATL MTG ASS PASS THRU CTF POOL #630	03/05/2002	10/25/2013	13.00	13.00			
12.73	FEDERAL NATL MTG ASS PASS THRU CTF POOL #630	03/05/2002	11/25/2013	13.00	13.00			
12.8	FEDERAL NATL MTG ASSN PASS THRU CTF POOL #630	03/05/2002	12/25/2013	13.00	13.00			
12.87	FEDERAL NATL MTG ASS PASS THRU CTF POOL #630	03/05/2002	01/25/2014	13.00	13.00			
12.94	FEDERAL NATL MTG ASS PASS THRU CTF POOL #630	03/05/2002	02/25/2014	13.00	13.00			
13.02	FEDERAL NATL MTG ASS PASS THRU CTF POOL #630	03/05/2002	03/25/2014	13.00	13.00			
13.09	FEDERAL NATL MTG ASS PASS THRU CTF POOL #630	03/05/2002	04/25/2014	13.00	13.00			
13.2	FEDERAL NATL MTG ASSN PASS THRU CTF POOL #630	03/05/2002	05/25/2014	13.00	13.00			
13.27	FEDERAL NATL MTG ASS PASS THRU CTF POOL #630	03/05/2002	06/25/2014	13.00	13.00			
13.34	FEDERAL NATL MTG ASS PASS THRU CTF POOL #630	03/05/2002	07/25/2014	13.00	13.00			
13.42	FEDERAL NATL MTG ASS PASS THRU CTF POOL #630	03/05/2002	08/25/2014	13.00	13.00			
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

Name(s) shown on return (Name and SSN or taxpayer identification no. not required if shown on other side)

Social security number or taxpayer identification number

ARTHUR F & ALICE E ADAMS

65-6003785

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Part II Long-Term. Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

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☐ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ **(F)** Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see <i>Column (e)</i> in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	13.49 FEDERAL NATL MTG ASS PASS THRU CTF POOL #630	03/05/2002	09/25/2014	13.00	13.00			
	90.22 FNMA POOL #836631 10/01/20	10/15/2007	10/25/2013	90.00	90.00			
	91.01 FNMA POOL #836631 10/01/20	10/15/2007	11/25/2013	91.00	91.00			
	628.65 FNMA POOL #836631 10/01/20	10/15/2007	12/25/2013	629.00	626.00			3.00
	86.22 FNMA POOL #836631 10/01/20	10/15/2007	01/25/2014	86.00	86.00			
	86.78 FNMA POOL #836631 10/01/20	10/15/2007	02/25/2014	87.00	86.00			1.00
	101.91 FNMA POOL #836631 10/01/20	10/15/2007	03/25/2014	102.00	101.00			1.00
	87.37 FNMA POOL #836631 10/01/20	10/15/2007	04/25/2014	87.00	87.00			
	101.31 FNMA POOL #836631 10/01/20	10/15/2007	05/25/2014	101.00	101.00			
	88.44 FNMA POOL #836631 10/01/20	10/15/2007	06/25/2014	88.00	88.00			
	88.66 FNMA POOL #836631 10/01/20	10/15/2007	07/25/2014	89.00	88.00			1.00
	86.67 FNMA POOL #836631 10/01/20	10/15/2007	08/25/2014	87.00	86.00			1.00
	87.06 FNMA POOL #836631 10/01/20	10/15/2007	09/25/2014	87.00	87.00			
	54.81 FNMA POOL #880971 10/01/21	01/08/2007	10/25/2013	55.00	55.00			
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ►								

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☒ (F) Long-term transactions **not** reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	244.63 FNMA POOL #880971 10/01/21	01/08/2007	11/25/2013	245.00	245.00			
	45.44 FNMA POOL #880971 10/01/21	01/08/2007	12/25/2013	45.00	46.00			-1.00
	45.7 FNMA POOL #880971 10/01/21	01/08/2007	01/25/2014	46.00	46.00			
	49.75 FNMA POOL #880971 10/01/21	01/08/2007	02/25/2014	50.00	50.00			
	46.55 FNMA POOL #880971 10/01/21	01/08/2007	03/25/2014	47.00	47.00			
	59.98 FNMA POOL #880971 10/01/21	01/08/2007	04/25/2014	60.00	60.00			
	46.77 FNMA POOL #880971 10/01/21	01/08/2007	05/25/2014	47.00	47.00			
	47.66 FNMA POOL #880971 10/01/21	01/08/2007	06/25/2014	48.00	48.00			
	252.31 FNMA POOL #880971 10/01/21	01/08/2007	07/25/2014	252.00	253.00			-1.00
	45.97 FNMA POOL #880971 10/01/21	01/08/2007	08/25/2014	46.00	46.00			
	303.62 FNMA POOL #880971 10/01/21	01/08/2007	09/25/2014	304.00	304.00			
	838.84 FNMA POOL #889568 3/01/20	03/07/2012	10/25/2013	839.00	917.00			-78.00
	633.84 FNMA POOL #889568 3/01/20	03/07/2012	11/25/2013	634.00	693.00			-59.00
	633.86 FNMA POOL #889568 3/01/20	03/07/2012	12/25/2013	634.00	693.00			-59.00

2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶

Note If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

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ARTHUR F & ALICE E ADAMS

Social security number or taxpayer identification number

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☐ (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ (E) Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see <i>Column (e)</i> in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	733.99 FNMA POOL #889568 3/01/20	03/07/2012	01/25/2014	734.00	802.00			-68.00
	607.75 FNMA POOL #889568 3/01/20	03/07/2012	02/25/2014	608.00	664.00			-56.00
	589.61 FNMA POOL #889568 3/01/20	03/07/2012	03/25/2014	590.00	644.00			-54.00
	686.01 FNMA POOL #889568 3/01/20	03/07/2012	04/25/2014	686.00	750.00			-64.00
	488.9 FNMA POOL #889568 3/01/20	03/07/2012	05/25/2014	489.00	534.00			-45.00
	568.32 FNMA POOL #889568 3/01/20	03/07/2012	06/25/2014	568.00	621.00			-53.00
	598.92 FNMA POOL #889568 3/01/20	03/07/2012	07/25/2014	599.00	655.00			-56.00
	604.07 FNMA POOL #889568 3/01/20	03/07/2012	08/25/2014	604.00	660.00			-56.00
	454.57 FNMA POOL #889568 3/01/20	03/07/2012	09/25/2014	455.00	497.00			-42.00
	3. FEDEX CORP COM	01/12/2012	10/10/2013	345.00	281.00			64.00
	42. FEDEX CORP COM	01/12/2012	11/21/2013	5,762.00	3,938.00			1,824.00
	109. FEDEX CORP COM	01/31/2012	02/10/2014	14,218.00	10,221.00			3,997.00
	20. FEDEX CORP COM	01/31/2012	02/18/2014	2,658.00	1,875.00			783.00
	192. FRESENIUS MED CARE AK HAFT SPONSORED ADR	11/11/2011	10/08/2013	6,170.00	6,667.00			-497.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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ARTHUR F & ALICE E ADAMS

Social security number or taxpayer identification number

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☒ (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	120. FRESNIUS MED CARE AK HAFT SPONSORED ADR	11/11/2011	05/19/2014	3,900.00	4,167.00			-267.00
	3.63 GOVERNMENT NATL MTG A THRU CTF POOL #545220 D	05/14/2001	10/15/2013	4.00	4.00			
	3.66 GOVERNMENT NATL MTG A THRU CTF POOL #545220 D	05/14/2001	11/15/2013	4.00	4.00			
	214.4 GOVERNMENT NATL MTG PASS THRU CTF POOL #545	05/14/2001	12/15/2013	214.00	222.00			-8.00
	3.23 GOVERNMENT NATL MTG A THRU CTF POOL #545220 D	05/14/2001	01/15/2014	3.00	3.00			
	3.26 GOVERNMENT NATL MTG A THRU CTF POOL #545220 D	05/14/2001	02/15/2014	3.00	3.00			
	3.28 GOVERNMENT NATL MTG A THRU CTF POOL #545220 D	05/14/2001	03/15/2014	3.00	3.00			
	3.3 GOVERNMENT NATL MTG AS THRU CTF POOL #545220 D	05/14/2001	04/15/2014	3.00	3.00			
	3.33 GOVERNMENT NATL MTG A THRU CTF POOL #545220 D	05/14/2001	05/15/2014	3.00	3.00			
	3.35 GOVERNMENT NATL MTG A THRU CTF POOL #545220 D	05/14/2001	06/15/2014	3.00	3.00			
	3.37 GOVERNMENT NATL MTG A THRU CTF POOL #545220 D	05/14/2001	07/15/2014	3.00	3.00			
	3.4 GOVERNMENT NATL MTG AS THRU CTF POOL #545220 D	05/14/2001	08/15/2014	3.00	4.00			-1.00
	3.42 GOVERNMENT NATL MTG A THRU CTF POOL #545220 D	05/14/2001	09/15/2014	3.00	4.00			-1.00
	810. GAZPROM O A O SPONSOR	02/04/2013	03/05/2014	5,674.00	8,890.00			-3,216.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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ARTHUR F & ALICE E ADAMS

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1	(a) Description of property (Example 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
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	85. GILEAD SCIENCES INC CO	08/28/2012	12/12/2013	6,002.00	2,465.00			3,537.00
	140. GILEAD SCIENCES INC C	08/28/2012	09/10/2014	15,111.00	4,060.00			11,051.00
	190 GLACIER BANCORP INC N	09/04/2012	11/07/2013	5,278.00	2,918.00			2,360.00
	40000. GOLDMAN SACHS GROUP 1/15/14	03/15/2004	01/15/2014	40,000.00	41,461.00			-1,461.00
	1. GOOGLE INC CL A	04/01/2011	10/10/2013	867.00	657.00			210.00
	29. GOOGLE INC CL A	08/03/2011	07/03/2014	17,133.00	9,546.00			7,587.00
	10. GOOGLE INC-CL C	04/28/2011	04/24/2014	5,257.00	3,281.00			1,976.00
	25. GOOGLE INC-CL C	08/03/2011	07/03/2014	14,560.00	8,203.00			6,357.00
	60. GOOGLE INC-CL C	06/07/2013	08/26/2014	34,720.00	19,688.00			15,032.00
	182. HOME DEPOT INC COM	07/02/2013	07/03/2014	14,940.00	14,322.00			618.00
	78. HOME DEPOT INC COM	07/26/2013	08/26/2014	7,140.00	6,138.00			1,002.00
	31. ICICI BK LTD SPON ADR ADR	11/11/2011	06/03/2014	1,591.00	1,033.00			558.00
	3. ILLUMINA INC COM	04/18/2012	10/10/2013	233.00	164.00			69.00
	56. ILLUMINA INC COM	04/18/2012	11/01/2013	5,303.00	3,055.00			2,248.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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						(f) Code(s) from instructions	(g) Amount of adjustment	
167	ILLUMINA INC COM	04/18/2012	11/21/2013	15,793.00	9,112.00			6,681.00
2.	INTL BUSINESS MACHINES	09/05/2012	10/10/2013	369.00	399.00			-30.00
147.	INTL BUSINESS MACHINE	09/21/2012	01/29/2014	26,074.00	29,337.00			-3,263.00
.5	ITAU UNIBANCO H-SPON PR	11/11/2011	06/19/2014	8.00	8.00	W		
162.	JOHNSON & JOHNSON COM	10/18/2012	07/03/2014	17,081.00	11,816.00			5,265.00
225.	JOHNSON CTLS INC COM ATTACHED EXP 11/30/2004	08/28/2012	11/14/2013	11,038.00	6,243.00			4,795.00
299	KINDER MORGAN INC/DEL	08/07/2012	02/27/2014	9,564.00	11,121.00			-1,557.00
973.	KINDER MORGAN INC/DEL	04/02/2013	06/16/2014	34,336.00	36,189.00			-1,853.00
3.	KRAFT FOODS GROUP INC	04/27/2012	10/10/2013	158.00	147.00			11.00
373.	KRAFT FOODS GROUP INC	10/09/2012	11/06/2013	20,212.00	18,222.00			1,990.00
137.	KRAFT FOODS GROUP INC	05/08/2013	07/03/2014	8,309.00	6,693.00			1,616.00
324.	KRAFT FOODS GROUP INC	08/14/2013	09/17/2014	18,666.00	15,828.00			2,838.00
45.	L'OREAL - ADR	11/11/2011	06/03/2014	1,562.00	974.00			588.00
555.	LEUCADIA NATL CORP CO	09/04/2012	01/24/2014	15,340.00	11,397.00			3,943.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ►								

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Social security number or taxpayer identification number

ARTHUR F & ALICE E ADAMS

65-6003785

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☐ (E) Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

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1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	20. MCKESSON HBOC INC COM	11/07/2012	12/12/2013	3,141.00	1,897.00			1,244.00
	365. MICROS SYS INC COM	01/31/2013	06/17/2014	24,490.00	17,823.00			6,667.00
	12 MICROSOFT CORP COM	11/09/2011	10/10/2013	405.00	333.00			72.00
	392. MICROSOFT CORP COM	03/02/2012	07/03/2014	16,366.00	10,891.00			5,475.00
	337. MICROSOFT CORP COM	05/17/2012	07/23/2014	15,120.00	9,363.00			5,757.00
	7. MONSANTO CO NEW COM	10/17/2011	10/10/2013	734.00	521.00			213.00
	47. MONSANTO CO NEW COM	11/09/2011	03/05/2014	5,287.00	3,499.00			1,788.00
	99. MONSANTO CO NEW COM	01/06/2012	07/03/2014	12,512.00	7,369.00			5,143.00
	87. MONSANTO CO NEW COM	01/31/2012	08/26/2014	10,194.00	6,476.00			3,718.00
	152. MONSANTO CO NEW COM	04/12/2012	09/29/2014	17,182.00	11,314.00			5,868.00
	55. MONSTER BEVERAGE CORP	11/15/2012	09/10/2014	5,046.00	2,491.00			2,555.00
	50000. MORGAN STANLEY 10/15/15	03/20/2007	06/11/2014	52,979.00	49,624.00			3,355.00
	144. NOKIAN TYRES OYJ-UNSP	03/08/2012	03/12/2014	2,896.00	3,024.00			-128.00
	337. NOKIAN TYRES OYJ-UNSP	06/27/2012	03/13/2014	6,663.00	7,078.00			-415.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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☒ **(F)** Long-term transactions **not** reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
4.	O'REILLY AUTOMOTIVE INC	07/20/2012	10/10/2013	503.00	367.00			136.00
52.	O'REILLY AUTOMOTIVE IN	07/20/2012	07/03/2014	7,932.00	4,777.00			3,155.00
16.	O'REILLY AUTOMOTIVE IN	07/20/2012	08/26/2014	2,483.00	1,470.00			1,013.00
104.	O'REILLY AUTOMOTIVE I	07/20/2012	09/19/2014	16,015.00	9,553.00			6,462.00
63.	OMNICOM GRP INC COM	09/04/2012	02/28/2014	4,791.00	3,253.00			1,538.00
108.	PERRIGO CO COM W/RTS 04/10/2006	05/14/2013	12/19/2013	16,778.00	13,047.00			3,731.00
359.	PETROLEO BRASILEIRO S ADR	10/03/2012	01/13/2014	4,521.00	8,261.00			-3,740.00
7	PFIZER INC COM W/RTS AT 10/15/2007	07/16/2012	10/10/2013	201.00	161.00			40.00
216.	PFIZER INC COM W/RTS 10/15/2007	07/16/2012	07/03/2014	6,549.00	4,983.00			1,566.00
3.	PHILIP MORRIS INTERNATI	06/12/2012	10/10/2013	258.00	253.00			5.00
238.	PHILIP MORRIS INTERNA	06/20/2012	03/10/2014	19,070.00	20,045.00			-975.00
63.	PRECISION CASTPARTS CO W/RIGHTS ATTACHED EXPIR	10/21/2010	07/03/2014	16,006.00	9,675.00			6,331.00
2.	PROCTER & GAMBLE CO COM	05/11/2011	10/10/2013	156.00	129.00			27.00
174.	PROCTER & GAMBLE CO C	11/09/2011	12/23/2013	14,123.00	11,266.00			2,857.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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1	(a) Description of property (Example. 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see <i>Column (e)</i> in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	120. PROCTER & GAMBLE CO C	10/24/2012	07/03/2014	9,595.00	7,770.00			1,825.00
11	RANGE RES CORP COM	11/09/2011	10/10/2013	859.00	633.00			226.00
174.	RANGE RES CORP COM	04/18/2012	07/03/2014	14,821.00	10,969.00			3,852.00
209.	RANGE RES CORP COM	06/18/2012	09/09/2014	15,839.00	13,176.00			2,663.00
630.	RITCHIE BROS AUCTIONE	09/04/2012	10/09/2013	11,565.00	11,693.00			-128.00
42.	ROCHE HLDG LTD SPONSOR	11/11/2011	06/03/2014	1,574.00	820.00			754.00
50000.	SBC COMMUNICATIONS 6/15/16	06/04/2007	07/15/2014	54,738.00	49,436.00			5,302.00
40000.	SAFeway INC 8/15/20	08/17/2010	03/10/2014	40,621.00	40,391.00			230.00
333.	SANDISK CORP COM W/RT EXP 04/28/2007	03/05/2012	10/01/2013	19,786.00	16,327.00			3,459.00
110.	SAP AG SPONSORED ADR	11/11/2011	05/14/2014	8,451.00	6,788.00			1,663.00
82.	SCHNEIDER ELECTRIC SE	11/11/2011	06/03/2014	1,545.00	936.00			609.00
63.	SHERWIN WILLIAMS CO CO ATTACHED EXP 04/22/2007	08/14/2012	07/03/2014	13,050.00	10,099.00			2,951.00
1	STARBUCKS CORP COM	09/27/2010	10/10/2013	77.00	39.00			38.00
242.	STARBUCKS CORP COM	12/17/2010	11/07/2013	19,603.00	9,477.00			10,126.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see <i>Column (e)</i> in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	151. STARBUCKS CORP COM	01/31/2012	01/22/2014	11,132.00	5,913.00			5,219.00
	130. STARBUCKS CORP COM	12/06/2012	07/03/2014	10,177.00	5,926.00			4,251.00
	90. TJX COS INC NEW COM	09/04/2012	10/16/2013	5,190.00	4,115.00			1,075.00
	200. TJX COS INC NEW COM	09/04/2012	01/06/2014	12,636.00	9,145.00			3,491.00
	38. TECHNE CORP COM	09/04/2012	12/19/2013	3,495.00	2,668.00			827.00
	156. TECHNE CORP COM	01/09/2013	08/15/2014	14,977.00	10,952.00			4,025.00
	521. TESCO PLC SPONSORED A	11/11/2011	08/06/2014	6,432.00	10,222.00			-3,790.00
	75. 3M CO COM	08/28/2012	02/07/2014	9,770.00	6,940.00			2,830.00
	165. 3M CO COM	08/28/2012	08/06/2014	23,028.00	15,267.00			7,761.00
	49. TIFFANY & CO NEW COM W ATTACHED EXP 9/17/2008	09/04/2012	01/10/2014	4,422.00	2,890.00			1,532.00
	136. TIFFANY & CO NEW COM ATTACHED EXP 9/17/2008	12/27/2012	01/16/2014	11,924.00	8,020.00			3,904.00
	199. UNILEVER N V NEW YORK	10/17/2012	07/03/2014	8,782.00	7,624.00			1,158.00
	4. UNION PAC CORP COM	10/05/2011	10/10/2013	627.00	407.00			220.00
	181. UNION PAC CORP COM	10/07/2011	07/03/2014	18,159.00	10,317.00			7,842.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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	50000. US BANCORP 5/15/14	10/15/2010	05/15/2014	50,000.00	54,817.00			-4,817.00
	15000. U S TREASURY NOTES 5/15/14	03/16/2005	01/30/2014	15,202.00	15,266.00			-64.00
	25000. U S TREASURY NOTE 5/15/15	02/11/2010	09/23/2014	25,651.00	27,034.00			-1,383.00
	75000. US TREASURY NOTE 5/15/22	08/29/2012	08/08/2014	72,759.00	75,471.00			-2,712.00
	16. VERIZON COMMUNICATIONS 04/25/2012	10/10/2013		748.00	665.00			83.00
	224. VERIZON COMMUNICATION 04/25/2012	02/14/2014		10,435.00	9,310.00			1,125.00
	289. VERIZON COMMUNICATION 06/11/2012	07/03/2014		14,285.00	12,011.00			2,274.00
	154. VERIZON COMMUNICATION 06/11/2012	07/23/2014		7,847.00	6,400.00			1,447.00
	79. VERTEX PHARMACEUTICALS W/RTS ATTACHED 11/02/2012	11/06/2013		4,933.00	4,176.00			757.00
	183. VERTEX PHARMACEUTICAL W/RTS ATTACHED 11/02/2012	11/12/2013		10,892.00	9,673.00			1,219.00
	70. WABTEC COM 09/04/2012	12/02/2013		4,810.00	2,727.00			2,083.00
	52. WABTEC COM 09/04/2012	07/22/2014		4,252.00	2,026.00			2,226.00
	46. WABTEC COM 09/04/2012	09/09/2014		3,835.00	1,792.00			2,043.00
	110. WABTEC COM 09/04/2012	09/17/2014		9,169.00	4,285.00			4,884.00

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124.	WHOLE FOODS MKT INC C	04/12/2013	07/03/2014	4,869.00	5,409.00			-540.00
293.	WHOLE FOODS MKT INC C	04/12/2013	07/15/2014	10,855.00	12,780.00			-1,925.00
3984.42	WORLD OMNI AUTO RE 5/15/15	03/11/2010	10/15/2013	3,984.00	3,974.00			10.00
27152.96	WORLD OMNI AUTO R 5/15/15	03/11/2010	11/15/2013	27,153.00	27,080.00			73.00
292.664	ALPHAMETRIX MGD FU (WINTON) (RF)	06/28/2010	10/31/2013	319,916.00	300,000.00			19,916.00
75.	ARCH CAP GROUP LTD COM	09/04/2012	07/24/2014	4,160.00	3,012.00			1,148.00
36.	BUNGE LIMITED COM	11/11/2011	07/11/2014	2,657.00	2,444.00			213.00
191.	EATON CORP PLC	02/26/2013	04/11/2014	13,696.00	11,226.00			2,470.00
141.	EATON CORP PLC	04/01/2013	06/05/2014	10,391.00	8,350.00			2,041.00
149.	EATON CORP PLC	04/01/2013	06/09/2014	11,316.00	8,824.00			2,492.00
235.	ENSCO PLC-CL A	03/20/2013	07/25/2014	12,515.00	13,446.00			-931.00
11.2654	ASGI MULTI-STRAT I 11-2	10/30/2007	12/01/2013	9,746.00	13,329.00			-3,583.00
52.	ASML HOLDING NV-NY REG	01/31/2012	10/08/2013	5,159.00	2,710.00			2,449.00
118	ASML HOLDING NV-NY RE	06/13/2012	01/29/2014	10,203.00	6,149.00			4,054.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

Note If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

Name(s) shown on return. (Name and SSN or taxpayer identification no. not required if shown on other side.)

ARTHUR F & ALICE E ADAMS

Social security number or taxpayer identification number

65-6003785

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part II Long-Term. Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ (E) Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see <i>Column (e)</i> in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	76. ASML HOLDING NV-NY REG	12/06/2012	07/03/2014	7,256.00	3,960.00			3,296.00
	35.2605 SELECTINVEST INST R/INT I1-2	10/30/2007	10/31/2013	26,973.00	35,416.00			-8,443.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶				2,495,059	2,097,962.			397,097.

Note If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

Cert Mail Num - Fed	Account	Name	Tax ID	Tax Due - 990PF	Tax Due	Over Payment	Tax Due - 990T	Prep Code
7006 2760 0002 3332 6573	4019303082	ARTHUR F & ALICE E ADAMS	65-6003785	0 00	0 00	148 00	0 00	598