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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

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▶ 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

11/01, 2013, and ending

10/31, 2014

Name of foundation WESTERSTROM CHARITABLE TRUST		A Employer identification number 58-6249967
Number and street (or P O box number if mail is not delivered to street address) P O BOX 40200, FL9-100-10-19		B Telephone number (see instructions) 404-842-1870
City or town, state or province, country, and ZIP or foreign postal code JACKSONVILLE, FL 32203-0200		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 3,179,829.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	52,081.	52,081.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	139,762.			
	b Gross sales price for all assets on line 6a	960,569.			
	7 Capital gain net income (from Part IV, line 2)		139,762.		
	8 Net short-term capital gain				
Operating and Administrative Expenses	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)				
	12 Total Add lines 1 through 11	191,843.	191,843.		
	13 Compensation of officers, directors, trustees, etc.	16,429.	12,322.		4,107.
	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)	1,250.	NONE	NONE	1,250.
	c Other professional fees (attach schedule)	21,668.	17,168.		4,500.
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	5,186.	642.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	267.	NONE	NONE	267.
22 Printing and publications		NONE	NONE		
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses. Add lines 13 through 23	44,800.	30,132.	NONE	10,124.	
25 Contributions, gifts, grants paid	132,000.			132,000.	
26 Total expenses and disbursements Add lines 24 and 25	176,800.	30,132.	NONE	142,124.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	15,043.				
b Net investment income (if negative, enter -0-)		161,711.			
c Adjusted net income (if negative, enter -0-)					

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments	141,242.	167,734.	167,734.	
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) . STMT 5	2,488,583.	2,474,438.	3,012,095.	
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶ (attach schedule)					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)					
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶ (attach schedule)					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	2,629,825.	2,642,172.	3,179,829.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		NONE			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, . . . ▶ ☒ check here and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	2,629,825.	2,642,172.		
	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)	2,629,825.	2,642,172.		
	31	Total liabilities and net assets/fund balances (see instructions)	2,629,825.	2,642,172.		

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	2,629,825.
2	Enter amount from Part I, line 27a	2	15,043.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,644,868.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	2,696.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,642,172.

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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 960,569.		820,807.	139,762.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0- or Losses (from col. (h)))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			139,762.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	139,762.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8					

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

(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	139,898.	2,882,149.	0.048539
2011	144,588.	2,765,076.	0.052291
2010	136,947.	2,999,634.	0.045655
2009	130,904.	2,743,995.	0.047706
2008	166,857.	2,575,880.	0.064777
2 Total of line 1, column (d)			2 0.258968
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 0.051794
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 3,153,195.
5 Multiply line 4 by line 3			5 163,317.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,617.
7 Add lines 5 and 6			7 164,934.
8 Enter qualifying distributions from Part XII, line 4			8 142,124.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b.		1	3,234.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2.		3	3,234.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	3,234.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013.	6a	2,466.	
b Exempt foreign organizations - tax withheld at source.	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868).	6c	NONE	
d Backup withholding erroneously withheld.	6d		
7 Total credits and payments. Add lines 6a through 6d.	7	2,466.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed.	9	768.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.	10		
11 Enter the amount of line 10 to be Credited to 2014 estimated tax. NONE Refunded.	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes.		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ GA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <u>N/A</u>				
14	The books are in care of <u>BANK OF AMERICA, NA</u> Telephone no <u>(404) 842-1870</u>			
	Located at <u>3414 PEACHTREE RD NE, ATLANTA, GA</u> ZIP+4 <u>30302</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	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <u></u>	16	Yes	No X

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b**Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **6b** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LARRY B HOOKS 3414 PEACHTREE RD NE STE 722, ATLANTA, GA 30326	TRUSTEE 5	16,429.	-0-	-0-

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 NONE	
2	
3	
4	

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

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

Amount

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,047,513.
b	Average of monthly cash balances	1b	153,700.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	3,201,213.
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	3,201,213.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	48,018.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	3,153,195.
6	Minimum investment return. Enter 5% of line 5	6	157,660.

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	157,660.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	3,234.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,234.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	154,426.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	154,426.
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	154,426.

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	142,124.
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	142,124.
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	142,124.

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				154,426.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			131,825.	
b Total for prior years 20 <u>11</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2013				
a From 2008	NONE			
b From 2009	NONE			
c From 2010	NONE			
d From 2011	NONE			
e From 2012	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ <u>142,124.</u>				
a Applied to 2012, but not more than line 2a			131,825.	
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				10,299.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2013 . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2012. Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				144,127.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2009	NONE			
b Excess from 2010	NONE			
c Excess from 2011	NONE			
d Excess from 2012	NONE			
e Excess from 2013	NONE			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

NOT APPLICABLE

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

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

4942(j)(3) or 4942(j)(5)

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

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

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

NONE

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

NONE

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

SEE STATEMENT 7

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

N/A

c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE STATEMENT 13				132,000.
Total			▶ 3a	132,000.
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						
4 Dividends and interest from securities			14	52,081.		
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	139,762.		
9 Net income or (loss) from special events . . .						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)				191,843.		
13 Total. Add line 12, columns (b), (d), and (e)				191,843.		

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

[illegible]

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
USGI REPORTED AS NONQUALIFIED DIVIDENDS	187.	187.
FOREIGN DIVIDENDS	3,727.	3,727.
DOMESTIC DIVIDENDS	35,707.	35,707.
OTHER INTEREST	53.	53.
US GOVERNMENT INTEREST REPORTED AS QUALI	202.	202.
NONQUALIFIED FOREIGN DIVIDENDS	877.	877.
NONQUALIFIED DOMESTIC DIVIDENDS	11,328.	11,328.
	-----	-----
TOTAL	52,081.	52,081.
	=====	=====

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

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

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
INVESTMENT MGMT FEES - BOA	12,884.	12,884.	
INVESTMENT ADVISORY FEES	4,284.	4,284.	
OTHER PROFESSIONAL FEES - CHAR	4,500.		4,500.
TOTALS	21,668.	17,168.	4,500.
	=====	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	139.	139.
EXCISE TAX - PRIOR YEAR	2,078.	
EXCISE TAX ESTIMATES	2,466.	
FOREIGN TAXES ON QUALIFIED FOR	390.	390.
FOREIGN TAXES ON NONQUALIFIED	113.	113.
	-----	-----
TOTALS	5,186.	642.
	=====	=====

WESTERSTROM CHARITABLE TRUST

58-6249967

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

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
SCHEDULE ATTACHED	2,474,438.	3,012,095.
	-----	-----
TOTALS	2,474,438.	3,012,095.
	=====	=====

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

DESCRIPTION -----	AMOUNT -----
ADJUST FOR PRIOR YEAR END SALES	2,153.
ADJUST FOR CURRENT YEAR END SALES	535.
ROUNDING	8.

TOTAL	2,696.
	=====

WESTERSTROM CHARITABLE TRUST
FORM 990PF, PART XV - LINES 2a - 2d
=====

58-6249967

RECIPIENT NAME:

LARRY B HOOKS

ADDRESS:

3414 PEACHTREE RD NE, SUITE 722

ATLANTA, GA 30326

RECIPIENT'S PHONE NUMBER: 404-842-1870

STATEMENT 7

RECIPIENT NAME:
FIRST BAPTIST CHURCH OF TYRO
ADDRESS:
305 ARROWWOOD ROAD
TYRON, GA 30290
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL OPERATING SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
GEORGIA CENTER FOR HUMANE
EDUCATION
ADDRESS:
104 GLEN WAY, NE
ATLANTA, GA 30319
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL OPERATING SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
ATLANTA HUMANE SOCIETY
ADDRESS:
981 HOWELL MILL RD, NW
ATLANTA, GA 30318
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL OPERATING SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

GOOD SAMARITAN HEALTH CENTER

ADDRESS:

1015 DONALD LEE HOLLOWELL PKWY
ATLANTA, GA 30318-6653

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

THE LIONHEART SCHOOL

ADDRESS:

225 ROSWELL ST.
ALPHARETTA, GA 30009

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

THE ELAINE CLARK CENTER

ADDRESS:

5130 PEACHTREE BLVD
CHAMBLEE, GA 30341

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
LUTHERAN CHURCH OF THE REDEEMER
ADDRESS:
731 PEACHTREE ST NE
ATLANTA, GA 30308-1281
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL OPERATING SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
CURE CHILDHOOD CANCER
ADDRESS:
1117 PERIMETER CENTER W., STE N402
ATLANTA, GA 30338
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL OPERATING SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
SUNSHINE HOUSE REGIONAL
ADDRESS:
328 WEST MAIN ST.
SWAINSBORO, GA 30401
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL OPERATING SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
YMCA OF METRO ATLANTA
ADDRESS:
100 EDGEWOOD AVE, NE, STE 1100
ATLANTA, GA 30303
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL OPERATING SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
THE SALVATION ARMY
GEORGIA DIVISION
ADDRESS:
1000 CENTER PLACE
NORCROSS, GA 30093
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL OPERATING SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
VISITING NURSE/HOSPICE OF ATLANTA
ADDRESS:
5775 GLENRIDGE DR., NE
ATLANTA, GA 30328
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL OPERATING SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
ATLANTA MISSION
ADDRESS:
P.O. BOX 1807
ATLANTA, GA 30301-1807
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL OPERATING SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
ALZHEIMER'S ASSOCIATION,
ATLANTA AREA CHAPTER
ADDRESS:
41 PERIMETER CENTER EAST, STE 550
ATLANTA, GA 30346
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL OPERATING SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
ATLANTA COMMUNITY FOOD
BANK
ADDRESS:
732 JOSEPH E. LOWERY BLVD, N.W.
ATLANTA, GA
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL OPERATING SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

WESTERSTROM CHARITABLE TRUST

58-6249967

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

=====

RECIPIENT NAME:

AMERICAN CANCER SOCIETY

ADDRESS:

P.O. BOX 56567

ATLANTA, GA 30343

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 6,000.

TOTAL GRANTS PAID:

132,000.

=====

WESTERSTROM CHARITABLE TRUST

58-6249967

Balance Sheet

10/31/2014

Bank of America



Cusip	Asset	Units	Basis	Market Value
	Cash/Cash Equivalent	167734.120	167,734.12	167,734.12
00724F101	ADOBE SYS INC	369.000	21,313.97	25,874.28
00751Y106	ADVANCED AUTO PTS INC	148.000	20,152.93	21,750.08
008252108	AFFILIATED MANAGERS GROUP	119.000	14,718.75	23,775.01
015351109	ALEXION PHARMACEUTICALS INC	132.000	8,270.99	25,259.52
01609W102	ALIBABA GROUP HLDG LTD	126.000	10,783.24	12,423.60
018581108	ALLIANCE DATA SYS CORP	89.000	16,344.56	25,218.15
023135106	AMAZON COM INC	76.000	13,146.38	23,214.96
025816109	AMERICAN EXPRESS CO	164.000	10,122.30	14,751.80
037833100	APPLE INC	362.000	34,468.34	39,096.00
04314H204	ARTISAN INTERNATIONAL FUND	5788.928	157,500.00	175,346.63
04314H881	ARTISAN INTL VALUE FUND	5688.642	197,500.00	207,692.32
067901108	BARRICK GOLD CORP	913.000	24,460.31	10,837.31
071813109	BAXTER INTL INC	216.000	12,725.78	15,150.24
075896100	BED BATH & BEYOND INC	254.000	17,583.71	17,104.36
09062X103	BIOGEN IDEC INC	59.000	5,615.86	18,943.72
091936526	BLACKROCK GLOBAL LONG/SHORT	3043.478	35,000.00	36,065.21
126650100	CVS HEALTH CORP	173.000	7,706.05	14,845.13
13645T100	CANADIAN PAC RY LTD	162.000	18,996.60	33,644.16
151020104	CELGENE CORP	360.000	21,815.19	38,552.40
156782104	CERNER CORP	347.000	13,816.29	21,978.98
166764100	CHEVRON CORP	140.000	15,961.66	16,793.00
171232101	CHUBB CORP	180.000	14,565.60	17,884.80
17275R102	CISCO SYS INC	511.000	10,723.90	12,504.17
19765E823	CMG ULTRA SHORT TERM BOND	4445.680	39,966.67	39,966.66
19765J814	COLUMBIA SMALL CAP INDEX FUND	8654.431	140,081.38	203,379.13
19765J830	COLUMBIA MID CAP VALUE FUND	8012.295	95,495.93	147,105.74
19765P232	COLUMBIA MID CAP GROWTH FUND	5080.581	123,303.52	170,250.27
20825C104	CONOCOPHILLIPS	241.000	12,526.26	17,388.15
26138E109	DR PEPPER SNAPPLE INC	350.000	15,573.54	24,237.50
278642103	EBAY INC	349.000	18,027.80	18,322.50
278865100	ECOLAB INC	191.000	18,566.06	21,244.93
30161N101	EXELON CORP	593.000	17,738.40	21,697.87
30219G108	EXPRESS SCRIPTS HLDG CO	311.000	19,928.00	23,891.02

WESTERSTROM CHARITABLE TRUST**58-6249967****Balance Sheet****10/31/2014****Bank of America**

Cusip	Asset	Units	Basis	Market Value
30231G102	EXXON MOBIL CORP	256 000	22,419.92	24,757.76
30249U101	FMC TECHNOLOGIES INC	416 000	21,623.98	23,312.64
30303M102	FACEBOOK INC	371.000	14,287.63	27,821.29
314172560	FEDERATED STRATEGIC VALUE FUND	15209.063	78,022.49	95,360.83
375558103	GILEAD SCIENCES INC	405.000	22,825.34	45,360 00
37733W105	GLAXOSMITHKLINE PLC	260 000	11,657.91	11,827 40
38259P508	GOOGLE INC	31.000	11,705 84	17,603 97
38259P706	GOOGLE INC	40 000	16,430 30	22,363.20
406216101	HALLIBURTON CO	399.000	24,977 68	22,000.86
464286533	ISHARES MSCI EMERGING MKTS MIN	1000.000	56,158.00	60,560.00
464287291	ISHARES TR	450 000	25,096.50	41,823 00
464287648	ISHARES RUSSELL 2000 GROWTH ETF	180 000	24,097.10	24,773 40
466001864	IVY ASSET STRATEGY FUND	1529 176	45,000.00	47,771.46
478160104	JOHNSON & JOHNSON	112.000	7,236.46	12,071.36
52470H765	LEGG MASON CLEARBRIDGE SMALL	858.984	24,000 00	25,288.49
57060U605	MARKET VECTORS ETF TR	570.000	25,022.81	30,586.20
57060U787	MARKET VECTORS AFRICA INDEX ETF	895 000	24,800 45	26,447.25
585055106	MEDTRONIC INC	441.000	20,443 88	30,058.56
594918104	MICROSOFT CORP	546 000	15,420 36	25,634.70
60871R209	MOLSON COORS BREWING CO	330 000	15,003 61	24,545.40
611740101	MONSTER BEVERAGE CORP	270.000	18,123 51	27,237.60
651639106	NEWMONT MNG CORP	364 000	14,672.49	6,828.64
693475105	PNC FINL SVCS GROUP INC	283.000	17,507.94	24,448 37
713448108	PEPSICO INC	323.000	22,894.23	31,062 91
722005667	PIMCO COMMODITY REALRETURN	18768.218	143,577.35	97,219 37
72200Q182	PIMCO ALL ASSET ALL AUTH FUND	5485.124	61,253 54	54,522 13
740189105	PRECISION CASTPARTS CORP	90.000	22,620 11	19,863 00
741503403	PRICELINE GROUP INC	28.000	13,377 37	33,773 88
742718109	PROCTER & GAMBLE CO	241.000	16,941 61	21,032 07
80004C101	SANDISK CORP	215 000	20,152 58	20,240 10
808090757	SCHRODER EMERGING MKT EQUITY	9801.581	124,623.53	131,341 19
808513105	SCHWAB CHARLES CORP NEW	854.000	16,522.59	24,484 18
83088M102	SKYWORKS SOLUTIONS INC	294.000	15,218.06	17,122.56
845467109	SOUTHWESTERN ENERGY CO	427.000	14,104 05	13,881.77

WESTERSTROM CHARITABLE TRUST

58-6249967

Balance Sheet

10/31/2014

Bank of America



Cusip	Asset	Units	Basis	Market Value
855244109	STARBUCKS CORP	356.000	17,983.80	26,899.36
867914103	SUNTRUST BKS INC	297.000	8,726.13	11,624.58
874039100	TAIWAN SEMICONDUCTOR MFG LTD	804.000	12,742.92	17,704.08
87612E106	TARGET CORP	483.000	29,146.76	29,859.06
891027104	TORCHMARK CORP	211.000	7,799.97	11,174.56
892356106	TRACTOR SUPPLY CO	364.000	18,623.32	26,652.08
89417E109	TRAVELERS COS INC	193.000	15,715.85	19,454.40
902973304	US BANCORP DEL	526.000	17,437.42	22,407.60
911363109	UNITED RENTALS INC	140.000	15,200.12	15,408.40
92826C839	VISA INC	147.000	15,699.33	35,490.21
928563402	VMWARE INC	185.000	18,179.01	15,460.45
931142103	WAL-MART STORES INC	418.000	29,708.05	31,880.86
949746101	WELLS FARGO & CO	500.000	17,748.17	26,545.00
G60754101	MICHAEL KORS HLDGS LTD	284.000	17,408.03	22,319.56
		Totals	2,642,172.19	3,179,829.45