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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 **NOV 1, 2013**, and ending **OCT 31, 2014**

Name of foundation

A Employer identification number

WHELESS FOUNDATION**72-6017724**

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

Room/suite

B Telephone number

(318) 429-1724**333 TEXAS STREET SH-2069**

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

C If exemption application is pending, check here ☐**SHREVEPORT, LA 71101**D 1 Foreign organizations, check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationF If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

I Fair market value of all assets at end of year

J Accounting method:

☒ Cash☐ Accrual

(from Part II, col. (c), line 16)

☐ Other (specify)▶ \$ **9,734,793.** (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).)

(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			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	54.	54.		STATEMENT 1
	4 Dividends and interest from securities	228,722.	228,722.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	40,237.			
	b Gross sales price for all assets on line 6a	1,659,399.			
	7 Capital gain net income (from Part IV, line 2)		40,237.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	270,881.	270,881.		STATEMENT 3
	12 Total. Add lines 1 through 11	539,894.	539,894.		
	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	3,030.	2,273.		757.
	c Other professional fees STMT 5	54,596.	40,947.		13,649.
	17 Interest				
	18 Taxes STMT 6	39,031.	8,650.		0.
	19 Depreciation and depletion	40,632.	40,632.		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	2,695.	2,695.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	139,984.	95,197.		14,406.
	25 Contributions, gifts, grants paid	367,300.			367,300.
	26 Total expenses and disbursements. Add lines 24 and 25	507,284.	95,197.		381,706.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	32,610.			
	b Net investment income (if negative, enter -0-)		444,697.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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10-10-13

LHA For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2013)

14590218 756104 00782-066X

2013.05060 WHELESS FOUNDATION

007820R1

SCANNED MAR 05 2015

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		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		1,116,980.	558,983.	558,983.
	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				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations STMT 8		311,362.	448,484.	451,242.
	b	Investments - corporate stock STMT 9		2,596,997.	3,389,795.	7,327,646.
	c	Investments - corporate bonds STMT 10		594,974.	354,791.	363,161.
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 11		337,510.	278,565.	1,033,761.	
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		4,957,823.	5,030,618.	9,734,793.	
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				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
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, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		479,857.	479,857.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		2,200,863.	2,200,863.	
	29	Retained earnings, accumulated income, endowment, or other funds		2,277,103.	2,349,898.	
30	Total net assets or fund balances		4,957,823.	5,030,618.		
31	Total liabilities and net assets/fund balances		4,957,823.	5,030,618.		

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	4,957,823.
2	Enter amount from Part I, line 27a	2	32,610.
3	Other increases not included in line 2 (itemize) ▶ PERCENTAGE DEPLETION NOT BOOKED	3	40,632.
4	Add lines 1, 2, and 3	4	5,031,065.
5	Decreases not included in line 2 (itemize) ▶ INCOME TIMING DIFFERENCES	5	447.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,030,618.

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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 PER REGIONS BANK SCHEDULE	P		
b PER REGIONS BANK SCHEDULE	P		
c CAPITAL GAINS DIVIDENDS			
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 176,316.		135,505.	40,811.
b 1,482,539.		1,483,657.	<1,118.>
c 544.			544.
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			40,811.
b			<1,118.>
c			544.
d			
e			

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	40,237.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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	351,219.	8,083,960.	.043446
2011	326,846.	7,217,596.	.045285
2010	302,317.	6,626,917.	.045620
2009	260,222.	6,075,959.	.042828
2008	306,117.	5,213,752.	.058713

2 Total of line 1, column (d)	2	.235892
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	.047178
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	9,316,706.
5 Multiply line 4 by line 3	5	439,544.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,447.
7 Add lines 5 and 6	7	443,991.
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	381,706.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	8,894.
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		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	8,894.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	8,894.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	20,720.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	
a 2013 estimated tax payments and 2012 overpayment credited to 2013		6d	
b Exempt foreign organizations - tax withheld at source		7	20,720.
c Tax paid with application for extension of time to file (Form 8868)		8	
d Backup withholding erroneously withheld		9	
7 Total credits and payments. Add lines 6a through 6d		10	11,826.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		11	0.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> 11,826. Refunded <input type="checkbox"/>			

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
1b 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
1c 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"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
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"/> LA		
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? Website address ► N/A	13	X	
14	The books are in care of ► REGIONS BANK TRUST DEPARTMENT Located at ► 333 TEXAS STREET SH-2069, SHREVEPORT, LA Telephone no. ► (318) 429-1724 ZIP+4 ► 71101			
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		N/A
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" 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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
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? If "Yes," list the years ► _____, _____, _____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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.)	N/A	2b
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.)	N/A	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)? ☐ 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)?

N/A

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?

N/A

☐ 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?

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?

N/A

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.

(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
NICHOLAS H. WHELESS, JR. 333 TEXAS STREET, SUITE 890 SHREVEPORT, LA 71101	BOARD OF CON 0.00	0.	0.	0.
ELISE W. SCHMIDT 333 TEXAS STREET, SUITE 890 SHREVEPORT, LA 71101	BOARD OF CON 0.00	0.	0.	0.
JAMES E. DEVAN 333 TEXAS STREET, SUITE 890 SHREVEPORT, LA 71101	BOARD OF CON 0.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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				

Total number of other employees paid over \$50,000

▶ 0

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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. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

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 THE ONLY ACTIVITY OF THIS FOUNDATION IS MAKING GRANTS TO INTERNAL REVENUE CODE 501(C)(3) ORGANIZATIONS.	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	
Total. Add lines 1 through 3	0.

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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	8,112,476.
b	Average of monthly cash balances	1b	584,587.
c	Fair market value of all other assets	1c	761,522.
d	Total (add lines 1a, b, and c)	1d	9,458,585.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	9,458,585.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	141,879.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,316,706.
6	Minimum investment return. Enter 5% of line 5	6	465,835.

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	465,835.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	8,894.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	8,894.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	456,941.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	456,941.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	456,941.

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	381,706.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	381,706.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	381,706.

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.

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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				456,941.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			366,639.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 381,706.				
a Applied to 2012, but not more than line 2a			366,639.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				15,067.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				441,874.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

N/A

- ☐ 4942(i)(3) or ☐ 4942(i)(5)

- (4) Gross investment income**

[illegible]

NO RESTRICTIONS OR LIMITATIONS

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				
AMERICAN CANCER SOCIETY 2121 FAIRFIELD AVE SHREVEPORT, LA 71104-2057	NONE	PUBLIC	CHARITABLE	100.
AMERICAN QUARTER HORSE FOUNDATION P. O. BOX 32111 AMARILLO, TX 79120-2111	NONE	PUBLIC	CHARITABLE	1,000.
ARTHRITIS FOUNDATION P. O. BOX 7669 ATLANTA, GA 30357-0669	NONE	PUBLIC	MEDICAL	1,000.
ASSISTANCE DOGS OF THE WEST 730 SAINT MICHAELS DR #R SANTA FE, NM 87505-7710	NONE	PUBLIC	CHARITABLE	15,000.
CENTENARY COLLEGE OF LOUISIANA 2911 CENTENARY BLVD. SHREVEPORT, LA 71104-3335	NONE	PUBLIC	EDUCATIONAL	20,200.
Total	SEE CONTINUATION SHEET(S)			3a 367,300.
b Approved for future payment				
NONE				
Total				3b 0.

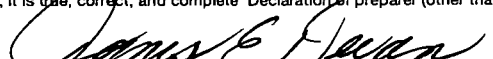

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

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

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="checked" type="checkbox"/> Yes <input type="checkbox"/> No		
	Signature of officer or trustee 		Date 2/26/2015		Title BOARD OF CONTROL		
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date	Check <input type="checkbox"/> if self-employed	PTIN
	ALICE V. FRAZIER		 CPA		02/18/15	<input type="checkbox"/>	P00542808
	Firm's name ▶ HEARD MCELROY & VESTAL, L.L.C.					Firm's EIN ▶ 72-0398470	
	Firm's address ▶ 333 TEXAS STREET, SUITE 1525 SHREVEPORT, LA 71101					Phone no. 318-429-1525	

Form **990-PF** (2013)

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
CHRISTUS SCHUMPERT FOUNDATION ONE SANIT MARY PLACE SHREVEPORT, LA 71101	NONE	PUBLIC	MEDICAL RESEARCH	1,000.
CLOSE UP FOUNDATION 1330 BRADDOCK PLACE, STE. 400 ALEXANDRIA, VA 22314-1650	NONE	PUBLIC	EDUCATIONAL	1,000.
COMMUNITY RENEWAL INTERNATIONAL 838 MARGARET PLACE SHREVEPORT, LA 71101	NONE	PUBLIC	CHARITABLE	30,000.
DURHAM ACADEMY, INC. 3601 RIDGE ROAD DURHAM, NC 27705-5599	NONE	PUBLIC	EDUCATIONAL	5,000.
ESPERANZA SHELTER FOR BATTERED FAMILIES 2845 AGUA FRIA STREET SANTA FE, NM 87507	NONE	PUBLIC	CHARITABLE	10,000.
FIRST BAPTIST CHURCH OF SHREVEPORT 543 OCKLEY DRIVE SHREVEPORT, LA 71106-1229	NONE	PUBLIC	RELIGIOUS	500.
FIRST PRESBYTERIAN CHURCH OF SHREVEPORT 900 JORDAN STREET SHREVEPORT, LA 71101	NONE	PUBLIC	RELIGIOUS	100.
FIRST UNITED METHODIST CHURCH OF SHREVEPORT 500 COMMON STREET SHREVEPORT, LA 71101-3430	NONE	PUBLIC	RELIGIOUS	300.
FOOD DEPOT 1222 SILER RD SANTA FE, NM 87507-4106	NONE	PUBLIC	CHARITABLE	10,000.
FOOD FOR SANTA FE P. O. BOX 31086 SANTA FE, NM 87594-1086	NONE	PUBLIC	CHARITABLE	10,000.
Total from continuation sheets				330,000.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
FRIENDS OF LOUISIANA PUBLIC BROADCASTING 7733 PERKINS ROAD BATON ROUGE, LA 70810-1009	NONE	PUBLIC	EDUCATIONAL	1,200.
FRIENDS OF LOUISIANA STATE EXHIBIT MUSEUM 3015 GREENWOOD ROAD SHREVEPORT, LA 71109	NONE	PUBLIC	EDUCATION	1,000.
GLEN RETIREMENT CENTER 403 EAST FLOURNOY LUCAS RD SHREVEPORT, LA 71115-3903	NONE	PUBLIC	CHARITABLE	5,200.
HEART OF HOPE MINISTRIES 10420 HEART OF HOPE WAY KEITHVILLE, LA 71047	NONE	PUBLIC	CHARITABLE	500.
HUMANE SOCIETY OF NORTHWEST LOUISIANA 512 W 67TH STREET SHREVEPORT, LA 71106	NONE	PUBLIC	CHARITABLE	10,000.
JUNIOR ACHIEVEMENT OF NW LA 3833 GILBERT DRIVE SHREVEPORT, LA 71104-5005	NONE	PUBLIC	EDUCATIONAL	3,500.
KITCHEN ANGELS 1222 SILER RD #A SANTA FE, NM 87507-4107	NONE	PUBLIC	CHARITABLE	10,000.
MD ANDERSON CANCER CENTER 2450 HOLCOMBE BLVD., STE 1 HOUSTON, TX 77021-2040	NONE	PUBLIC	MEDICAL	5,000.
MIT 77 MASSACHUSETTS AVE. CAMBRIDGE, MA 02139-4301	NONE	PUBLIC	EDUCATIONAL	5,000.
MOTHERS AGAINST DRUGS 138 E COLUMBIA STREET SHREVEPORT, LA 71104-3410	NONE	PUBLIC	CHARITABLE	5,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
NOEL UNITED METHODIST CHURCH 520 HERNDON STREET SHREVEPORT, LA 71101	NONE	PUBLIC	RELIGIOUS	1,200.
NORWELA COUNCIL, BOY SCOUTS OF AMERICA 3508 BEVERLY PLACE SHREVEPORT, LA 71104-4606	NONE	PUBLIC	CHARITABLE	3,000.
PAIDEIA SCHOOL 1509 PONCE DE LEON AVE NE ATLANTA, GA 30307	NONE	PUBLIC	EDUCATIONAL	5,000.
PUBLIC AFFAIRS RESEARCH COUNCIL 4664 JAMESTOWN AVE., STE. 300 BATON ROUGE, LA 70808-3238	NONE	PUBLIC	CIVIC	1,100.
SALVATION ARMY 200 EAST STONER AVENUE SHREVEPORT, LA 71101-4214	NONE	PUBLIC	CHARITABLE	12,000.
SANTA FE COMMUNITY FOUNDATION P. O. BOX 1827 SANTA FE, NM 87504-1827	NONE	PUBLIC	CHARITABLE	11,000.
SCI-PORT 820 CLYDE FANT PARKWAY SHREVEPORT, LA 71101	NONE	PUBLIC	EDUCATIONAL	25,000.
ST JUDE CHILDREN'S RESEARCH HOSPITAL 501 ST. JUDE PLACE MEMPHIS, TN 38105-1905	NONE	PUBLIC	MEDICAL	5,000.
ST MARK'S EPISCOPAL CATHEDRAL 908 RUTHERFORD STREET SHREVEPORT, LA 71104-4246	NONE	PUBLIC	RELIGIOUS	29,100.
ST. GEORGE GREEK ORTHODOX CHURCH 1719 CRESWELL AVENUE SHREVEPORT, LA 71101	NONE	PUBLIC	RELIGIOUS	100.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
ST. JOSEPH CATHOLIC CHURCH 211 ATLANTIC AVENUE SHREVEPORT, LA 71105	NONE	PUBLIC	RELIGIOUS	100.
THE NATURE CONSERVANCY 1324 N. HEARNE SHREVEPORT, LA 71107-6554	NONE	PUBLIC	CHARITABLE	3,500.
UNITED WAY OF NORTHWEST LA 402 EDWARDS STREET SHREVEPORT, LA 71101-3107	NONE	PUBLIC	CHARITABLE	22,000.
VAIL VALLEY MEDICAL CENTER 181 WEST MEADOW DR VAIL, CO 81657-5242	NONE	PUBLIC	MEDICAL	5,000.
VOLUNTEERS FOR YOUTH JUSTICE 900 JORDAN STREET SHREVEPORT, LA 71101	NONE	PUBLIC	CHARITABLE	5,000.
VOLUNTEERS OF AMERICA 360 JORDAN STREET SHREVEPORT, LA 71101-4847	NONE	PUBLIC	CHARITABLE	10,000.
WILLOW CHUTE BAPTIST CHURCH 2645 DR MARTIN LUTHER KING DR SHREVEPORT, LA 71107-4940	NONE	PUBLIC	RELIGIOUS	100.
WOUNDED WARRIOR PROJECT 7020 A. C. SKINNER PWKY, STE 100 JACKSONVILLE, FL 32256	NONE	PUBLIC	CHARITABLE	10,100.
YMCA 400 MCNEIL STREET SHREVEPORT, LA 71101	NONE	PUBLIC	CHARITABLE	20,000.
AMERICAN HEART ASSOCIATION 7272 GREENVUKE AVENUE DALLAS, TX 75231	NONE	PUBLIC	MEDICAL RESEARCH	200.
Total from continuation sheets				

Part XV: Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
FOOD BANK OF NORTHWEST LOUISIANA 2307 TEXAS AVENUE SHREVEPORT, LA 71103	NONE	PUBLIC	CHARITABLE	10,000.
SHREVEPORT REGIONAL ARTS COUNCIL 801 CROCKETT STREET SHREVEPORT, LA 71101	NONE	PUBLIC	CHARITABLE	5,000.
PRESERVATION RESOURCE CENTER 923 TCHOUPITOU LAS STREET NEW ORLEANS, LA 71013	NONE	PUBLIC	CHARITABLE	2,400.
SHREVEPORT GARDEN STUDY CLUB 808 MONROVIA STREET SHREVEPORT, LA 71106	NONE	PUBLIC	CHARITABLE	17,000.
LOYOLA COLLEGE PREP 921 JORDAN STREET SHREVEPORT, LA 71101	NONE	PUBLIC	EDUCATIONAL	100.
LSUS FOUNDATION ONE UNIVERSITY PLACE SHREVEPORT, LA 71115-3903	NONE	PUBLIC	EDUCATIONAL	1,100.
UNIVERSITY OF ARKANSAS ONE UNIVERSITY FAYETTEVILLE, AR 72701	NONE	PUBLIC	EDUCATIONAL	100.
CHRISTIAN CHILDREN'S HOME P. O. BOX 649 MORRILTON, AR 72110	NONE	PUBLIC	CHARITABLE	100.
SHRINERS' HOSPITAL FOR CHILDREN 3100 SAMFORD AVENUE SHREVEPORT, LA 71103	NONE	PUBLIC	CHARITABLE	100.
ST. PAUL'S EPISCOPAL CHURCH 275 SOUTHFIELD ROAD SHREVEPORT, LA 71105	NONE	PUBLIC	RELIGIOUS	200.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
CATHOLIC CHARITIES 331 EAST 71ST STREET SHREVEPORT, LA 71106	NONE	PUBLIC	CHARITABLE	100.
JESUS MINISTRIES P. O. BOX 197 TELFORD, PA 78969	NONE	PUBLIC	RELIGIOUS	100.
BROADMOOR UNITED METHODIST CHURCH 3715 YOUREE DRIVE SHREVEPORT, LA 71105	NONE	PUBLIC	RELIGIOUS	100.
WILLOW POINT BAPTIST CHURCH 5500 SOUTH LAKESHORE DRIVE SHREVEPORT, LA 71119	NONE	PUBLIC	CHARITABLE	100.
ROBINSON'S RESCUE 2515 LINE AVENUE SHREVEPORT, LA 71104	NONE	PUBLIC	CHARITABLE	5,000.
HOLY ANGELS RESIDENTIAL FACILITY 10450 ELLERBE ROAD SHREVEPORT, LA 71106	NONE	PUBLIC	CHARITABLE	100.
PULMONARY FIBROSIS FOUNDATION 230 E OHIO ST, #304 CHICAGO, IL 60611	NONE	PUBLIC	MEDICAL RESEARCH	100.
MEADONS MUSEUM, CENTENARY COLLEGE OF LA 2911 CENTENARY BLVD. SHREVEPORT, LA 71104	NONE	PUBLIC	CHARITABLE	100.
FIRST BAPTIST CHURCH OF BATON ROUGE, LA 10748 PERKINS ROAD BATON ROUGE, LA 70810-1609	NONE	PUBLIC	RELIGIONS	100.
ROSS ALEXANDER LYNN FOUNDATION P. O. BOX 905 RUSTON, LA 71273	NONE	PUBLIC	CHARITABLE	100.
Total from continuation sheets				

3 Grants and Contributions Paid During the Year (Continuation)**Total from continuation sheets**

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
REGIONS MONEY MARKET AND SWEEP ACCOUNT	54.	54.	
TOTAL TO PART I, LINE 3	54.	54.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CORPORATE INTEREST	29,003.	0.	29,003.	29,003.	
CORPORATE STOCKS	194,413.	544.	193,869.	193,869.	
OID--USGI	489.	0.	489.	489.	
U. S. GOVERNMENT	5,361.	0.	5,361.	5,361.	
TO PART I, LINE 4	229,266.	544.	228,722.	228,722.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OIL AND GAS ROYALTIES	270,881.	270,881.	
TOTAL TO FORM 990-PF, PART I, LINE 11	270,881.	270,881.	

FORM 990-PF

ACCOUNTING FEES

STATEMENT

4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
HEARD, MCCELROY, & VESTAL	3,030.	2,273.		757.
TO FORM 990-PF, PG 1, LN 16B	3,030.	2,273.		757.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AGENCY FEES	54,596.	40,947.		13,649.
TO FORM 990-PF, PG 1, LN 16C	54,596.	40,947.		13,649.

FORM 990-PF

TAXES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FORM 990-PF TAX PAYMENTS	30,381.	0.		0.
PROPERTY TAX	408.	408.		0.
OIL & GAS SEVERANCE TAXES	8,242.	8,242.		0.
TO FORM 990-PF, PG 1, LN 18	39,031.	8,650.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ROYALTIES, OTHER EXPENSES	2,695.	2,695.		0.
TO FORM 990-PF, PG 1, LN 23	2,695.	2,695.		0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	8
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U S TREASURIES	X		448,484.	451,242.
TOTAL U.S. GOVERNMENT OBLIGATIONS			448,484.	451,242.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			448,484.	451,242.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	3,389,795.	7,327,646.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,389,795.	7,327,646.

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	354,791.	363,161.
TOTAL TO FORM 990-PF, PART II, LINE 10C	354,791.	363,161.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MINERAL LEASES	COST	1,383.	761,674.
FHLMC POOL	COST	277,182.	272,087.
TOTAL TO FORM 990-PF, PART II, LINE 13		278,565.	1,033,761.

ACCT H705 5055000054
FROM 11/01/2013
TO 10/31/2014

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
WHELESS FDN

PAGE 118

RUN 01/05/2015
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TRUST YEAR ENDING 10/31/2014

TAX PREPARER: 6990
TRUST ADMINISTRATOR: 1531
INVESTMENT OFFICER: 600

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	MARKET DISCOUNT	TERM	NC	8949
3000.0000 AT&T INC DTD 05/13/08 5 6% 05/15/2018 - 00206RAM4 - MINOR = 45									
SOLD		07/07/2014	3414.60						
ACQ	3000.0000	07/09/2012	3414.60	3638.25	-223.65	0.00	LT	Y	F
5000.0000 BHP BILLITON FIN USA LTD DTD 02/24/2012 - 055451AN8 - MINOR = 45									
SOLD		04/04/2014	5031.50						
ACQ	5000.0000	07/09/2012	5031.50	5022.70	8.80	0.00	LT	Y	F
6660 CDK GLOBAL INC - 12508E101 - MINOR = 50									
SOLD		10/06/2014	19.59						
ACQ	6660	09/03/1991	19.59	2.04	17.55	0.00	LT	Y	F
10000.0000 CATERPILLAR INC DTD 12/05/08 7.9% 12/15/ - 149123BQ3 - MINOR = 45									
SOLD		09/11/2014	12309.70						
ACQ	4000.0000	07/10/2012	4923.88	5461.84	-537.96	0.00	LT	Y	F
	5000.0000	05/15/2013	6154.85	6663.18	-508.33	0.00	LT	Y	F
	1000.0000	06/05/2013	1230.97	1317.04	-86.07	0.00	LT	Y	F
28000.0000 CREDIT SUISSE NEW YORK DTD 5/4/09 5 5% 0 - 22546QAA5 - MINOR = 45									
SOLD		01/15/2014	28404.60						
ACQ	18000.0000	07/07/2009	18260.10	18970.38	-710.28	0.00	LT	Y	F
	10000.0000	07/09/2012	10144.50	10643.60	-499.10	0.00	LT	Y	F
166.5500 FEDERAL HOME LOAN MTG CORP POOL #G01840 DTD 06/01/2005 5% 07/01/2035 - 3128LXBH2 - MINOR = 35									
SOLD		11/15/2013	166.55						
ACQ	166.5500	08/11/2011	166.55	181.05	-14.50	0.00	LT	Y	F
141.1700 FEDERAL HOME LOAN MTG CORP POOL #G01840 DTD 06/01/2005 5% 07/01/2035 - 3128LXBH2 - MINOR = 35									
SOLD		12/16/2013	141.17						
ACQ	141.1700	08/11/2011	141.17	153.46	-12.29	0.00	LT	Y	F
157.9100 FEDERAL HOME LOAN MTG CORP POOL #G01840 DTD 06/01/2005 5% 07/01/2035 - 3128LXBH2 - MINOR = 35									
SOLD		12/31/2013	157.91						
ACQ	157.9100	08/11/2011	157.91	171.65	-13.74	0.00	LT	Y	F
116.8300 FEDERAL HOME LOAN MTG CORP POOL #G01840 DTD 06/01/2005 5% 07/01/2035 - 3128LXBH2 - MINOR = 35									
SOLD		01/31/2014	116.83						
ACQ	116.8300	08/11/2011	116.83	127.00	-10.17	0.00	LT	Y	F
109.8300 FEDERAL HOME LOAN MTG CORP POOL #G01840 DTD 06/01/2005 5% 07/01/2035 - 3128LXBH2 - MINOR = 35									
SOLD		03/17/2014	109.83						
ACQ	109.8300	08/11/2011	109.83	119.39	-9.56	0.00	LT	Y	F
116.0500 FEDERAL HOME LOAN MTG CORP POOL #G01840 DTD 06/01/2005 5% 07/01/2035 - 3128LXBH2 - MINOR = 35									
SOLD		04/15/2014	116.05						
ACQ	116.0500	08/11/2011	116.05	126.15	-10.10	0.00	LT	Y	F
108.3300 FEDERAL HOME LOAN MTG CORP POOL #G01840 DTD 06/01/2005 5% 07/01/2035 - 3128LXBH2 - MINOR = 35									
SOLD		05/15/2014	108.33						
ACQ	108.3300	08/11/2011	108.33	117.76	-9.43	0.00	LT	Y	F
119.1000 FEDERAL HOME LOAN MTG CORP POOL #G01840 DTD 06/01/2005 5% 07/01/2035 - 3128LXBH2 - MINOR = 35									
SOLD		06/16/2014	119.10						
ACQ	119.1000	08/11/2011	119.10	129.47	-10.37	0.00	LT	Y	F
110.7800 FEDERAL HOME LOAN MTG CORP POOL #G01840 DTD 06/01/2005 5% 07/01/2035 - 3128LXBH2 - MINOR = 35									
SOLD		07/15/2014	110.78						
ACQ	110.7800	08/11/2011	110.78	120.42	-9.64	0.00	LT	Y	F
111.0100 FEDERAL HOME LOAN MTG CORP POOL #G01840 DTD 06/01/2005 5% 07/01/2035 - 3128LXBH2 - MINOR = 35									
SOLD		08/15/2014	111.01						
ACQ	111.0100	08/11/2011	111.01	120.67	-9.66	0.00	LT	Y	F
115.0000 FEDERAL HOME LOAN MTG CORP POOL #G01840 DTD 06/01/2005 5% 07/01/2035 - 3128LXBH2 - MINOR = 35									
SOLD		09/15/2014	115.00						
ACQ	115.0000	08/11/2011	115.00	125.01	-10.01	0.00	LT	Y	F
108.5500 FEDERAL HOME LOAN MTG CORP POOL #G01840 DTD 06/01/2005 5% 07/01/2035 - 3128LXBH2 - MINOR = 35									
SOLD		10/15/2014	108.55						
ACQ	108.5500	08/11/2011	108.55	118.00	-9.45	0.00	LT	Y	F
149.8700 FEDERAL HOME LOAN MORTGAGE CORP POOL #G04774 DTD 10/01/2008 4.5% 01/01/2038 - 3128M6T73 - MINOR = 35									
SOLD		11/15/2013	149.87						
ACQ	149.8700	07/09/2012	149.87	161.18	-11.31	0.00	LT	Y	F
145.2300 FEDERAL HOME LOAN MORTGAGE CORP POOL #G04774 DTD 10/01/2008 4.5% 01/01/2038 - 3128M6T73 - MINOR = 35									
SOLD		12/16/2013	145.23						
ACQ	145.2300	07/09/2012	145.23	156.19	-10.96	0.00	LT	Y	F
147.8300 FEDERAL HOME LOAN MORTGAGE CORP POOL #G04774 DTD 10/01/2008 4.5% 01/01/2038 - 3128M6T73 - MINOR = 35									
SOLD		12/31/2013	147.83						
ACQ	147.8300	07/09/2012	147.83	158.99	-11.16	0.00	LT	Y	F
113.8900 FEDERAL HOME LOAN MORTGAGE CORP POOL #G04774 DTD 10/01/2008 4.5% 01/01/2038 - 3128M6T73 - MINOR = 35									
SOLD		01/31/2014	113.89						
ACQ	113.8900	07/09/2012	113.89	122.49	-8.60	0.00	LT	Y	F
106.9900 FEDERAL HOME LOAN MORTGAGE CORP POOL #G04774 DTD 10/01/2008 4.5% 01/01/2038 - 3128M6T73 - MINOR = 35									
SOLD		03/17/2014	106.99						
ACQ	106.9900	07/09/2012	106.99	115.06	-8.07	0.00	LT	Y	F
131.5800 FEDERAL HOME LOAN MORTGAGE CORP POOL #G04774 DTD 10/01/2008 4.5% 01/01/2038 - 3128M6T73 - MINOR = 35									
SOLD		04/15/2014	131.58						
ACQ	131.5800	07/09/2012	131.58	141.51	-9.93	0.00	LT	Y	F
120.6400 FEDERAL HOME LOAN MORTGAGE CORP POOL #G04774 DTD 10/01/2008 4.5% 01/01/2038 - 3128M6T73 - MINOR = 35									
SOLD		05/15/2014	120.64						
ACQ	120.6400	07/09/2012	120.64	129.74	-9.10	0.00	LT	Y	F
102.9000 FEDERAL HOME LOAN MORTGAGE CORP POOL #G04774 DTD 10/01/2008 4.5% 01/01/2038 - 3128M6T73 - MINOR = 35									
SOLD		06/16/2014	102.90						
ACQ	102.9000	07/09/2012	102.90	110.67	-7.77	0.00	LT	Y	F
97.8200 FEDERAL HOME LOAN MORTGAGE CORP POOL #G04774 DTD 10/01/2008 4.5% 01/01/2038 - 3128M6T73 - MINOR = 35									
SOLD		07/15/2014	97.82						
ACQ	97.8200	07/09/2012	97.82	105.20	-7.38	0.00	LT	Y	F
115.2800 FEDERAL HOME LOAN MORTGAGE CORP POOL #G04774 DTD 10/01/2008 4.5% 01/01/2038 - 3128M6T73 - MINOR = 35									
SOLD		08/15/2014	115.28						
ACQ	115.2800	07/09/2012	115.28	123.98	-8.70	0.00	LT	Y	F

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TAX PREPARER 6990
TRUST ADMINISTRATOR 1531
INVESTMENT OFFICER 600

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	MARKET DISCOUNT	TERM	NC
110 9900 FEDERAL HOME LOAN MORTGAGE CORP			POOL #G04774 DTD	10/01/2008 4 5%	01/01/2038 - 3128M6T73 - MINOR = 35			
SOLD		09/15/2014	110.99					
ACQ	110.9900	07/09/2012	110.99	119.37	-8.38	0.00	LT	Y F
117.1300 FEDERAL HOME LOAN MORTGAGE CORP			POOL #G04774 DTD	10/01/2008 4 5%	01/01/2038 - 3128M6T73 - MINOR = 35			
SOLD		10/15/2014	117.13					
ACQ	117.1300	07/09/2012	117.13	125.97	-8.84	0.00	LT	Y F
155.8900 FEDERAL HOME LOAN MORTGAGE CORP			POOL #G14056 DTD	02/01/2011 4%	08/01/2025 - 3128MCWR2 - MINOR = 35			
SOLD		11/15/2013	155.89					
ACQ	155.8900	08/11/2011	155.89	164.95	-9.06	0.00	LT	Y F
101.8000 FEDERAL HOME LOAN MORTGAGE CORP			POOL #G14056 DTD	02/01/2011 4%	08/01/2025 - 3128MCWR2 - MINOR = 35			
SOLD		12/16/2013	101.80					
ACQ	101.8000	08/11/2011	101.80	107.72	-5.92	0.00	LT	Y F
162.0700 FEDERAL HOME LOAN MORTGAGE CORP			POOL #G14056 DTD	02/01/2011 4%	08/01/2025 - 3128MCWR2 - MINOR = 35			
SOLD		12/31/2013	162.07					
ACQ	162.0700	08/11/2011	162.07	171.49	-9.42	0.00	LT	Y F
114 9700 FEDERAL HOME LOAN MORTGAGE CORP			POOL #G14056 DTD	02/01/2011 4%	08/01/2025 - 3128MCWR2 - MINOR = 35			
SOLD		01/31/2014	114.97					
ACQ	114.9700	08/11/2011	114.97	121.65	-6.68	0.00	LT	Y F
96 6800 FEDERAL HOME LOAN MORTGAGE CORP			POOL #G14056 DTD	02/01/2011 4%	08/01/2025 - 3128MCWR2 - MINOR = 35			
SOLD		03/17/2014	96.68					
ACQ	96.6800	08/11/2011	96.68	102.30	-5.62	0.00	LT	Y F
151.3500 FEDERAL HOME LOAN MORTGAGE CORP			POOL #G14056 DTD	02/01/2011 4%	08/01/2025 - 3128MCWR2 - MINOR = 35			
SOLD		04/15/2014	151.35					
ACQ	151.3500	08/11/2011	151.35	160.15	-8.80	0.00	LT	Y F
123.9100 FEDERAL HOME LOAN MORTGAGE CORP			POOL #G14056 DTD	02/01/2011 4%	08/01/2025 - 3128MCWR2 - MINOR = 35			
SOLD		05/15/2014	123.91					
ACQ	123.9100	08/11/2011	123.91	131.11	-7.20	0.00	LT	Y F
128 4800 FEDERAL HOME LOAN MORTGAGE CORP			POOL #G14056 DTD	02/01/2011 4%	08/01/2025 - 3128MCWR2 - MINOR = 35			
SOLD		06/16/2014	128.48					
ACQ	128.4800	08/11/2011	128.48	135.95	-7.47	0.00	LT	Y F
97 5100 FEDERAL HOME LOAN MORTGAGE CORP			POOL #G14056 DTD	02/01/2011 4%	08/01/2025 - 3128MCWR2 - MINOR = 35			
SOLD		07/15/2014	97.51					
ACQ	97.5100	08/11/2011	97.51	103.18	-5.67	0.00	LT	Y F
140.4300 FEDERAL HOME LOAN MORTGAGE CORP			POOL #G14056 DTD	02/01/2011 4%	08/01/2025 - 3128MCWR2 - MINOR = 35			
SOLD		08/15/2014	140.43					
ACQ	140.4300	08/11/2011	140.43	148.59	-8.16	0.00	LT	Y F
122 2300 FEDERAL HOME LOAN MORTGAGE CORP			POOL #G14056 DTD	02/01/2011 4%	08/01/2025 - 3128MCWR2 - MINOR = 35			
SOLD		09/15/2014	122.23					
ACQ	122.2300	08/11/2011	122.23	129.33	-7.10	0.00	LT	Y F
98 5500 FEDERAL HOME LOAN MORTGAGE CORP			POOL #G14056 DTD	02/01/2011 4%	08/01/2025 - 3128MCWR2 - MINOR = 35			
SOLD		10/15/2014	98.55					
ACQ	98.5500	08/11/2011	98.55	104.28	-5.73	0.00	LT	Y F
56 4400 FEDERAL HOME LOAN MORTGAGE CORP			POOL #G08344 DTD	05/01/2009 4.5%	05/01/2039 - 3128MJL24 - MINOR = 35			
SOLD		11/15/2013	56.44					
ACQ	56.4400	04/06/2012	56.44	59.90	-3.46	0.00	LT	Y F
57 2600 FEDERAL HOME LOAN MORTGAGE CORP			POOL #G08344 DTD	05/01/2009 4.5%	05/01/2039 - 3128MJL24 - MINOR = 35			
SOLD		12/16/2013	57.26					
ACQ	57.2600	04/06/2012	57.26	60.77	-3.51	0.00	LT	Y F
48 7400 FEDERAL HOME LOAN MORTGAGE CORP			POOL #G08344 DTD	05/01/2009 4 5%	05/01/2039 - 3128MJL24 - MINOR = 35			
SOLD		12/31/2013	48.74					
ACQ	48.7400	04/06/2012	48.74	51.73	-2.99	0.00	LT	Y F
44 9400 FEDERAL HOME LOAN MORTGAGE CORP			POOL #G08344 DTD	05/01/2009 4.5%	05/01/2039 - 3128MJL24 - MINOR = 35			
SOLD		01/31/2014	44.94					
ACQ	44.9400	04/06/2012	44.94	47.69	-2.75	0.00	LT	Y F
36.0100 FEDERAL HOME LOAN MORTGAGE CORP			POOL #G08344 DTD	05/01/2009 4 5%	05/01/2039 - 3128MJL24 - MINOR = 35			
SOLD		03/17/2014	36.01					
ACQ	36.0100	04/06/2012	36.01	38.22	-2.21	0.00	LT	Y F
41 4400 FEDERAL HOME LOAN MORTGAGE CORP			POOL #G08344 DTD	05/01/2009 4.5%	05/01/2039 - 3128MJL24 - MINOR = 35			
SOLD		04/15/2014	41.44					
ACQ	41.4400	04/06/2012	41.44	43.98	-2.54	0.00	LT	Y F
39.7800 FEDERAL HOME LOAN MORTGAGE CORP			POOL #G08344 DTD	05/01/2009 4.5%	05/01/2039 - 3128MJL24 - MINOR = 35			
SOLD		05/15/2014	39.78					
ACQ	39.7800	04/06/2012	39.78	42.22	-2.44	0.00	LT	Y F
50.7400 FEDERAL HOME LOAN MORTGAGE CORP			POOL #G08344 DTD	05/01/2009 4 5%	05/01/2039 - 3128MJL24 - MINOR = 35			
SOLD		06/16/2014	50.74					
ACQ	50.7400	04/06/2012	50.74	53.85	-3.11	0.00	LT	Y F
59 8300 FEDERAL HOME LOAN MORTGAGE CORP			POOL #G08344 DTD	05/01/2009 4 5%	05/01/2039 - 3128MJL24 - MINOR = 35			
SOLD		07/15/2014	59.83					
ACQ	59.8300	04/06/2012	59.83	63.49	-3.66	0.00	LT	Y F
61.2200 FEDERAL HOME LOAN MORTGAGE CORP			POOL #G08344 DTD	05/01/2009 4.5%	05/01/2039 - 3128MJL24 - MINOR = 35			
SOLD		08/15/2014	61.22					
ACQ	61.2200	04/06/2012	61.22	64.97	-3.75	0.00	LT	Y F
50.7200 FEDERAL HOME LOAN MORTGAGE CORP			POOL #G08344 DTD	05/01/2009 4.5%	05/01/2039 - 3128MJL24 - MINOR = 35			
SOLD		09/15/2014	50.72					
ACQ	50.7200	04/06/2012	50.72	53.83	-3.11	0.00	LT	Y F
52.2700 FEDERAL HOME LOAN MORTGAGE CORP			POOL #G08344 DTD	05/01/2009 4.5%	05/01/2039 - 3128MJL24 - MINOR = 35			
SOLD		10/15/2014	52.27					
ACQ	52.2700	04/06/2012	52.27	55.47	-3.20	0.00	LT	Y F
55 6500 FEDERAL HOME LOAN MORTGAGE CORP			POOL #G08463 DTD	10/01/2011 4%	10/01/2041 - 3128MJQR4 - MINOR = 35			
SOLD		11/15/2013	55.65					
ACQ	55.6500	05/07/2012	55.65	58.94	-3.29	0.00	LT	Y F
28 4200 FEDERAL HOME LOAN MORTGAGE CORP			POOL #G08463 DTD	10/01/2011 4%	10/01/2041 - 3128MJQR4 - MINOR = 35			
SOLD		12/16/2013	28.42					
ACQ	28.4200	05/07/2012	28.42	30.10	-1.68	0.00	LT	Y F

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TAX PREPARER: 6990
TRUST ADMINISTRATOR: 1531
INVESTMENT OFFICER: 600

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	MARKET DISCOUNT	TERM	NC
25.0500 FEDERAL HOME LOAN MORTGAGE CORP								
SOLD		12/31/2013	25 05					
ACQ	25 0500	05/07/2012	25 05	26.53	-1.48	0.00	LT	Y F
38.4400 FEDERAL HOME LOAN MORTGAGE CORP								
SOLD		01/31/2014	38 44					
ACQ	38.4400	05/07/2012	38 44	40 71	-2.27	0.00	LT	Y F
25 8300 FEDERAL HOME LOAN MORTGAGE CORP								
SOLD		03/17/2014	25 83					
ACQ	25.8300	05/07/2012	25 83	27.36	-1.53	0.00	LT	Y F
31 7400 FEDERAL HOME LOAN MORTGAGE CORP								
SOLD		04/15/2014	31 74					
ACQ	31.7400	05/07/2012	31 74	33.61	-1.87	0.00	LT	Y F
41.8300 FEDERAL HOME LOAN MORTGAGE CORP								
SOLD		05/15/2014	41 83					
ACQ	41.8300	05/07/2012	41 83	44 30	-2.47	0.00	LT	Y F
37 9600 FEDERAL HOME LOAN MORTGAGE CORP								
SOLD		06/16/2014	37 96					
ACQ	37 9600	05/07/2012	37 96	40 20	-2.24	0.00	LT	Y F
71.1600 FEDERAL HOME LOAN MORTGAGE CORP								
SOLD		07/15/2014	71 16					
ACQ	71 1600	05/07/2012	71 16	75.36	-4.20	0.00	LT	Y F
47.3000 FEDERAL HOME LOAN MORTGAGE CORP								
SOLD		08/15/2014	47 30					
ACQ	47.3000	05/07/2012	47 30	50.09	-2 79	0.00	LT	Y F
68.6800 FEDERAL HOME LOAN MORTGAGE CORP								
SOLD		09/15/2014	68 68					
ACQ	68.6800	05/07/2012	68 68	72 74	-4.06	0.00	LT	Y F
44.0500 FEDERAL HOME LOAN MORTGAGE CORP								
SOLD		10/15/2014	44 05					
ACQ	44.0500	05/07/2012	44 05	46.65	-2.60	0.00	LT	Y F
77.4300 FEDERAL HOME LOAN MORTGAGE CORP								
SOLD		11/15/2013	77 43					
ACQ	77.4300	08/11/2011	77 43	80.99	-3.56	0.00	LT	Y F
98 4100 FEDERAL HOME LOAN MORTGAGE CORP								
SOLD		12/16/2013	98 41					
ACQ	98 4100	08/11/2011	98 41	102 93	-4.52	0.00	LT	Y F
72 2800 FEDERAL HOME LOAN MORTGAGE CORP								
SOLD		12/31/2013	72 28					
ACQ	72 2800	08/11/2011	72 28	75 60	-3.32	0.00	LT	Y F
116.4700 FEDERAL HOME LOAN MORTGAGE CORP								
SOLD		01/31/2014	116 47					
ACQ	116.4700	08/11/2011	116 47	121 82	-5.35	0.00	LT	Y F
48 4900 FEDERAL HOME LOAN MORTGAGE CORP								
SOLD		03/17/2014	48 49					
ACQ	48 4900	08/11/2011	48 49	50.72	-2 23	0.00	LT	Y F
155.7500 FEDERAL HOME LOAN MORTGAGE CORP								
SOLD		04/15/2014	155 75					
ACQ	155 7500	08/11/2011	155 75	162 90	-7.15	0.00	LT	Y F
130.9000 FEDERAL HOME LOAN MORTGAGE CORP								
SOLD		05/15/2014	130 90					
ACQ	130.9000	08/11/2011	130 90	136.91	-6.01	0.00	LT	Y F
128.0400 FEDERAL HOME LOAN MORTGAGE CORP								
SOLD		06/16/2014	128 04					
ACQ	128.0400	08/11/2011	128 04	133.92	-5.88	0.00	LT	Y F
44 8800 FEDERAL HOME LOAN MORTGAGE CORP								
SOLD		07/15/2014	44 88					
ACQ	44.8800	08/11/2011	44 88	46 94	-2.06	0.00	LT	Y F
42.3200 FEDERAL HOME LOAN MORTGAGE CORP								
SOLD		08/15/2014	42 32					
ACQ	42.3200	08/11/2011	42 32	44 26	-1.94	0.00	LT	Y F
200 7900 FEDERAL HOME LOAN MORTGAGE CORP								
SOLD		09/15/2014	200 79					
ACQ	200.7900	08/11/2011	200 79	210 01	-9.22	0.00	LT	Y F
78.2900 FEDERAL HOME LOAN MORTGAGE CORP								
SOLD		10/15/2014	78 29					
ACQ	78.2900	08/11/2011	78 29	81 89	-3.60	0.00	LT	Y F
4000.0000 FEDERAL HOME LOAN MTG CORP DTD 01/07/201								
SOLD		08/06/2014	4053 08					
ACQ	4000.0000	01/10/2012	4053 08	4274.28	-221.20	0.00	LT	Y F
31000.0000 FEDERAL HOME LOAN MTG CORP DTD 06/02/201								
SOLD		07/10/2014	31015.04					
ACQ	16000 0000	06/07/2012	16007.76	16210.24	-202.48	0.00	LT	Y F
	15000.0000	07/09/2012	15007.28	15196.80	-189.52	0.00	LT	Y F
176 5400 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011								
SOLD		11/25/2013	176 54					
ACQ	176 5400	08/09/2011	176 54	185.48	-8.94	0.00	LT	Y F
182.1800 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011								
SOLD		12/26/2013	182 18					
ACQ	182 1800	08/09/2011	182 18	191.40	-9.22	0.00	LT	Y F
188.7400 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011								
SOLD		12/31/2013	188 74					
ACQ	188.7400	08/09/2011	188 74	198.29	-9.55	0.00	LT	Y F
207.6100 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011								
SOLD		02/25/2014	207 61					
ACQ	207.6100	08/09/2011	207 61	218.12	-10.51	0.00	LT	Y F

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TAX PREPARER: 6990
TRUST ADMINISTRATOR: 1531
INVESTMENT OFFICER: 600

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	MARKET DISCOUNT	TERM NC
119.4800 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026 - 3138A8SR8 - MINOR = 35							
SOLD		03/25/2014	119.48				
ACQ	119.4800	08/09/2011	119.48	125.53	-6.05	0.00	LT Y F
154.7900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026 - 3138A8SR8 - MINOR = 35							
SOLD		04/25/2014	154.79				
ACQ	154.7900	08/09/2011	154.79	162.63	-7.84	0.00	LT Y F
175.0100 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026 - 3138A8SR8 - MINOR = 35							
SOLD		05/27/2014	175.01				
ACQ	175.0100	08/09/2011	175.01	183.87	-8.86	0.00	LT Y F
122.8100 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026 - 3138A8SR8 - MINOR = 35							
SOLD		06/25/2014	122.81				
ACQ	122.8100	08/09/2011	122.81	129.03	-6.22	0.00	LT Y F
188.0200 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026 - 3138A8SR8 - MINOR = 35							
SOLD		07/25/2014	188.02				
ACQ	188.0200	08/09/2011	188.02	197.54	-9.52	0.00	LT Y F
225.6500 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026 - 3138A8SR8 - MINOR = 35							
SOLD		08/25/2014	225.65				
ACQ	225.6500	08/09/2011	225.65	237.07	-11.42	0.00	LT Y F
149.7700 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026 - 3138A8SR8 - MINOR = 35							
SOLD		09/25/2014	149.77				
ACQ	149.7700	08/09/2011	149.77	157.35	-7.58	0.00	LT Y F
151.2200 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026 - 3138A8SR8 - MINOR = 35							
SOLD		10/27/2014	151.22				
ACQ	151.2200	08/09/2011	151.22	158.88	-7.66	0.00	LT Y F
106.3200 FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ9355 DTD 01/01/2012 3% 01/01/2027 - 3138E2MD4 - MINOR = 35							
SOLD		11/25/2013	106.32				
ACQ	106.3200	08/07/2013	106.32	109.59	-3.27	0.00	ST Y C
96.4200 FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ9355 DTD 01/01/2012 3% 01/01/2027 - 3138E2MD4 - MINOR = 35							
SOLD		12/26/2013	96.42				
ACQ	96.4200	08/07/2013	96.42	99.39	-2.97	0.00	ST Y C
110.1000 FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ9355 DTD 01/01/2012 3% 01/01/2027 - 3138E2MD4 - MINOR = 35							
SOLD		12/31/2013	110.10				
ACQ	110.1000	08/07/2013	110.10	113.49	-3.39	0.00	ST Y C
109.8100 FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ9355 DTD 01/01/2012 3% 01/01/2027 - 3138E2MD4 - MINOR = 35							
SOLD		02/25/2014	109.81				
ACQ	109.8100	08/07/2013	109.81	113.19	-3.38	0.00	ST Y C
90.2600 FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ9355 DTD 01/01/2012 3% 01/01/2027 - 3138E2MD4 - MINOR = 35							
SOLD		03/25/2014	90.26				
ACQ	90.2600	08/07/2013	90.26	93.04	-2.78	0.00	ST Y C
94.6100 FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ9355 DTD 01/01/2012 3% 01/01/2027 - 3138E2MD4 - MINOR = 35							
SOLD		04/25/2014	94.61				
ACQ	94.6100	08/07/2013	94.61	97.52	-2.91	0.00	ST Y C
120.0900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ9355 DTD 01/01/2012 3% 01/01/2027 - 3138E2MD4 - MINOR = 35							
SOLD		05/27/2014	120.09				
ACQ	120.0900	08/07/2013	120.09	123.79	-3.70	0.00	ST Y C
95.8700 FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ9355 DTD 01/01/2012 3% 01/01/2027 - 3138E2MD4 - MINOR = 35							
SOLD		06/25/2014	95.87				
ACQ	95.8700	08/07/2013	95.87	98.82	-2.95	0.00	ST Y C
125.5300 FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ9355 DTD 01/01/2012 3% 01/01/2027 - 3138E2MD4 - MINOR = 35							
SOLD		07/25/2014	125.53				
ACQ	125.5300	08/07/2013	125.53	129.39	-3.86	0.00	ST Y C
122.9400 FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ9355 DTD 01/01/2012 3% 01/01/2027 - 3138E2MD4 - MINOR = 35							
SOLD		08/25/2014	122.94				
ACQ	122.9400	08/07/2013	122.94	126.72	-3.78	0.00	LT Y F
109.0300 FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ9355 DTD 01/01/2012 3% 01/01/2027 - 3138E2MD4 - MINOR = 35							
SOLD		09/25/2014	109.03				
ACQ	109.0300	08/07/2013	109.03	112.39	-3.36	0.00	LT Y F
103.7200 FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ9355 DTD 01/01/2012 3% 01/01/2027 - 3138E2MD4 - MINOR = 35							
SOLD		10/27/2014	103.72				
ACQ	103.7200	08/07/2013	103.72	106.91	-3.19	0.00	LT Y F
31.9600 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041 - 3138EGNK6 - MINOR = 35							
SOLD		11/25/2013	31.96				
ACQ	31.9600	11/04/2011	31.96	34.00	-2.04	0.00	LT Y F
79.4100 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041 - 3138EGNK6 - MINOR = 35							
SOLD		12/26/2013	79.41				
ACQ	79.4100	11/04/2011	79.41	84.47	-5.06	0.00	LT Y F
79.8400 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041 - 3138EGNK6 - MINOR = 35							
SOLD		12/31/2013	79.84				
ACQ	79.8400	11/04/2011	79.84	84.93	-5.09	0.00	LT Y F
74.2400 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041 - 3138EGNK6 - MINOR = 35							
SOLD		02/25/2014	74.24				
ACQ	74.2400	11/04/2011	74.24	78.97	-4.73	0.00	LT Y F
44.5600 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041 - 3138EGNK6 - MINOR = 35							
SOLD		03/25/2014	44.56				
ACQ	44.5600	11/04/2011	44.56	47.40	-2.84	0.00	LT Y F
47.4800 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041 - 3138EGNK6 - MINOR = 35							
SOLD		04/25/2014	47.48				
ACQ	47.4800	11/04/2011	47.48	50.51	-3.03	0.00	LT Y F
64.5700 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041 - 3138EGNK6 - MINOR = 35							
SOLD		05/27/2014	64.57				
ACQ	64.5700	11/04/2011	64.57	68.69	-4.12	0.00	LT Y F
47.2700 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041 - 3138EGNK6 - MINOR = 35							
SOLD		06/25/2014	47.27				
ACQ	47.2700	11/04/2011	47.27	50.28	-3.01	0.00	LT Y F

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TAX PREPARER: 6990
TRUST ADMINISTRATOR: 1531
INVESTMENT OFFICER: 600

LEGEND. F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	MARKET DISCOUNT	TERM	NC
43.3200 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041 - 3138EGNK6 - MINOR = 35								
SOLD		07/25/2014	43.32					
ACQ	43.3200	11/04/2011	43.32	46.08	-2.76	0.00	LT	Y F
49.8300 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041 - 3138EGNK6 - MINOR = 35								
SOLD		08/25/2014	49.83					
ACQ	49.8300	11/04/2011	49.83	53.01	-3.18	0.00	LT	Y F
58.4100 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041 - 3138EGNK6 - MINOR = 35								
SOLD		09/25/2014	58.41					
ACQ	58.4100	11/04/2011	58.41	62.13	-3.72	0.00	LT	Y F
63.2800 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041 - 3138EGNK6 - MINOR = 35								
SOLD		10/27/2014	63.28					
ACQ	63.2800	11/04/2011	63.28	67.31	-4.03	0.00	LT	Y F
145.9400 FEDERAL NATIONAL MORTGAGE ASSN POOL #A04144 DTD 06/01/2012 4% 06/01/2042 - 3138LUTA3 - MINOR = 35								
SOLD		11/25/2013	145.94					
ACQ	145.9400	07/11/2013	145.94	151.10	-5.16	0.00	ST	Y C
63.3400 FEDERAL NATIONAL MORTGAGE ASSN POOL #A04144 DTD 06/01/2012 4% 06/01/2042 - 3138LUTA3 - MINOR = 35								
SOLD		12/26/2013	63.34					
ACQ	63.3400	07/11/2013	63.34	65.58	-2.24	0.00	ST	Y C
73.2900 FEDERAL NATIONAL MORTGAGE ASSN POOL #A04144 DTD 06/01/2012 4% 06/01/2042 - 3138LUTA3 - MINOR = 35								
SOLD		12/31/2013	73.29					
ACQ	73.2900	07/11/2013	73.29	75.88	-2.59	0.00	ST	Y C
127.5300 FEDERAL NATIONAL MORTGAGE ASSN POOL #A04144 DTD 06/01/2012 4% 06/01/2042 - 3138LUTA3 - MINOR = 35								
SOLD		02/25/2014	127.53					
ACQ	127.5300	07/11/2013	127.53	132.04	-4.51	0.00	ST	Y C
39.0300 FEDERAL NATIONAL MORTGAGE ASSN POOL #A04144 DTD 06/01/2012 4% 06/01/2042 - 3138LUTA3 - MINOR = 35								
SOLD		03/25/2014	39.03					
ACQ	39.0300	07/11/2013	39.03	40.41	-1.38	0.00	ST	Y C
55.2900 FEDERAL NATIONAL MORTGAGE ASSN POOL #A04144 DTD 06/01/2012 4% 06/01/2042 - 3138LUTA3 - MINOR = 35								
SOLD		04/25/2014	55.29					
ACQ	55.2900	07/11/2013	55.29	57.25	-1.96	0.00	ST	Y C
51.9700 FEDERAL NATIONAL MORTGAGE ASSN POOL #A04144 DTD 06/01/2012 4% 06/01/2042 - 3138LUTA3 - MINOR = 35								
SOLD		05/27/2014	51.97					
ACQ	51.9700	07/11/2013	51.97	53.81	-1.84	0.00	ST	Y C
70.9200 FEDERAL NATIONAL MORTGAGE ASSN POOL #A04144 DTD 06/01/2012 4% 06/01/2042 - 3138LUTA3 - MINOR = 35								
SOLD		06/25/2014	70.92					
ACQ	70.9200	07/11/2013	70.92	73.43	-2.51	0.00	ST	Y C
68.6000 FEDERAL NATIONAL MORTGAGE ASSN POOL #A04144 DTD 06/01/2012 4% 06/01/2042 - 3138LUTA3 - MINOR = 35								
SOLD		07/25/2014	68.60					
ACQ	68.6000	07/11/2013	68.60	71.03	-2.43	0.00	LT	Y F
144.9200 FEDERAL NATIONAL MORTGAGE ASSN POOL #A04144 DTD 06/01/2012 4% 06/01/2042 - 3138LUTA3 - MINOR = 35								
SOLD		08/25/2014	144.92					
ACQ	144.9200	07/11/2013	144.92	150.05	-5.13	0.00	LT	Y F
110.4700 FEDERAL NATIONAL MORTGAGE ASSN POOL #A04144 DTD 06/01/2012 4% 06/01/2042 - 3138LUTA3 - MINOR = 35								
SOLD		09/25/2014	110.47					
ACQ	110.4700	07/11/2013	110.47	114.38	-3.91	0.00	LT	Y F
128.2800 FEDERAL NATIONAL MORTGAGE ASSN POOL #A04144 DTD 06/01/2012 4% 06/01/2042 - 3138LUTA3 - MINOR = 35								
SOLD		10/27/2014	128.28					
ACQ	128.2800	07/11/2013	128.28	132.82	-4.54	0.00	LT	Y F
12.6500 FEDERAL NATIONAL MORTGAGE ASSN POOL #AQ0546 DTD 11/01/2012 3.5% 11/01/2042 - 3138MFTC1 - MINOR = 35								
SOLD		11/25/2013	12.65					
ACQ	12.6500	07/08/2013	12.65	12.62	0.03	0.00	ST	Y C
19.2000 FEDERAL NATIONAL MORTGAGE ASSN POOL #AQ0546 DTD 11/01/2012 3.5% 11/01/2042 - 3138MFTC1 - MINOR = 35								
SOLD		12/26/2013	19.20					
ACQ	19.2000	07/08/2013	19.20	19.16	0.04	0.00	ST	Y C
9.3700 FEDERAL NATIONAL MORTGAGE ASSN POOL #AQ0546 DTD 11/01/2012 3.5% 11/01/2042 - 3138MFTC1 - MINOR = 35								
SOLD		12/31/2013	9.37					
ACQ	9.3700	07/08/2013	9.37	9.35	0.02	0.00	ST	Y C
8.8600 FEDERAL NATIONAL MORTGAGE ASSN POOL #AQ0546 DTD 11/01/2012 3.5% 11/01/2042 - 3138MFTC1 - MINOR = 35								
SOLD		02/25/2014	8.86					
ACQ	8.8600	07/08/2013	8.86	8.84	0.02	0.00	ST	Y C
7.1700 FEDERAL NATIONAL MORTGAGE ASSN POOL #AQ0546 DTD 11/01/2012 3.5% 11/01/2042 - 3138MFTC1 - MINOR = 35								
SOLD		03/25/2014	7.17					
ACQ	7.1700	07/08/2013	7.17	7.15	0.02	0.00	ST	Y C
8.4800 FEDERAL NATIONAL MORTGAGE ASSN POOL #AQ0546 DTD 11/01/2012 3.5% 11/01/2042 - 3138MFTC1 - MINOR = 35								
SOLD		04/25/2014	8.48					
ACQ	8.4800	07/08/2013	8.48	8.46	0.02	0.00	ST	Y C
16.3400 FEDERAL NATIONAL MORTGAGE ASSN POOL #AQ0546 DTD 11/01/2012 3.5% 11/01/2042 - 3138MFTC1 - MINOR = 35								
SOLD		05/27/2014	16.34					
ACQ	16.3400	07/08/2013	16.34	16.30	0.04	0.00	ST	Y C
16.4200 FEDERAL NATIONAL MORTGAGE ASSN POOL #AQ0546 DTD 11/01/2012 3.5% 11/01/2042 - 3138MFTC1 - MINOR = 35								
SOLD		06/25/2014	16.42					
ACQ	16.4200	07/08/2013	16.42	16.38	0.04	0.00	ST	Y C
14.3100 FEDERAL NATIONAL MORTGAGE ASSN POOL #AQ0546 DTD 11/01/2012 3.5% 11/01/2042 - 3138MFTC1 - MINOR = 35								
SOLD		07/25/2014	14.31					
ACQ	14.3100	07/08/2013	14.31	14.28	0.03	0.00	LT	Y F
18.1500 FEDERAL NATIONAL MORTGAGE ASSN POOL #AQ0546 DTD 11/01/2012 3.5% 11/01/2042 - 3138MFTC1 - MINOR = 35								
SOLD		08/25/2014	18.15					
ACQ	18.1500	07/08/2013	18.15	18.11	0.04	0.00	LT	Y F
16.1100 FEDERAL NATIONAL MORTGAGE ASSN POOL #AQ0546 DTD 11/01/2012 3.5% 11/01/2042 - 3138MFTC1 - MINOR = 35								
SOLD		09/25/2014	16.11					
ACQ	16.1100	07/08/2013	16.11	16.07	0.04	0.00	LT	Y F
15.3100 FEDERAL NATIONAL MORTGAGE ASSN POOL #AQ0546 DTD 11/01/2012 3.5% 11/01/2042 - 3138MFTC1 - MINOR = 35								
SOLD		10/27/2014	15.31					
ACQ	15.3100	07/08/2013	15.31	15.27	0.04	0.00	LT	Y F

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TAX PREPARER: 6990
TRUST ADMINISTRATOR: 1531
INVESTMENT OFFICER: 600

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	MARKET DISCOUNT	TERM	NC
100.8700 FEDERAL NATIONAL MORTGAGE ASSN POOL #AT2062 DTD 04/01/2013 2 5% 04/01/2028 - 3138WPJG0 - MINOR = 35								
SOLD		04/25/2014	100.87					
ACQ	100.8700	03/07/2014	100.87	101.06	-0.19	0.00	ST	Y C
115.8400 FEDERAL NATIONAL MORTGAGE ASSN POOL #AT2062 DTD 04/01/2013 2.5% 04/01/2028 - 3138WPJG0 - MINOR = 35								
SOLD		05/27/2014	115.84					
ACQ	115.8400	03/07/2014	115.84	116.06	-0.22	0.00	ST	Y C
108.9700 FEDERAL NATIONAL MORTGAGE ASSN POOL #AT2062 DTD 04/01/2013 2 5% 04/01/2028 - 3138WPJG0 - MINOR = 35								
SOLD		06/25/2014	108.97					
ACQ	108.9700	03/07/2014	108.97	109.17	-0.20	0.00	ST	Y C
119.3400 FEDERAL NATIONAL MORTGAGE ASSN POOL #AT2062 DTD 04/01/2013 2.5% 04/01/2028 - 3138WPJG0 - MINOR = 35								
SOLD		07/25/2014	119.34					
ACQ	119.3400	03/07/2014	119.34	119.56	-0.22	0.00	ST	Y C
106.3800 FEDERAL NATIONAL MORTGAGE ASSN POOL #AT2062 DTD 04/01/2013 2.5% 04/01/2028 - 3138WPJG0 - MINOR = 35								
SOLD		08/25/2014	106.38					
ACQ	106.3800	03/07/2014	106.38	106.58	-0.20	0.00	ST	Y C
118.7900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AT2062 DTD 04/01/2013 2 5% 04/01/2028 - 3138WPJG0 - MINOR = 35								
SOLD		09/25/2014	118.79					
ACQ	118.7900	03/07/2014	118.79	119.01	-0.22	0.00	ST	Y C
110.5700 FEDERAL NATIONAL MORTGAGE ASSN POOL #AT2062 DTD 04/01/2013 2 5% 04/01/2028 - 3138WPJG0 - MINOR = 35								
SOLD		10/27/2014	110.57					
ACQ	110.5700	03/07/2014	110.57	110.78	-0.21	0.00	ST	Y C
170.1900 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 - 31402RFV6 - MINOR = 35								
SOLD		11/25/2013	170.19					
ACQ	170.1900	08/09/2011	170.19	183.57	-13.38	0.00	LT	Y F
150.9800 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 - 31402RFV6 - MINOR = 35								
SOLD		12/26/2013	150.98					
ACQ	150.9800	08/09/2011	150.98	162.85	-11.87	0.00	LT	Y F
139.3600 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 - 31402RFV6 - MINOR = 35								
SOLD		12/31/2013	139.36					
ACQ	139.3600	08/09/2011	139.36	150.31	-10.95	0.00	LT	Y F
138.6000 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 - 31402RFV6 - MINOR = 35								
SOLD		02/25/2014	138.60					
ACQ	138.6000	08/09/2011	138.60	149.49	-10.89	0.00	LT	Y F
104.3300 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 - 31402RFV6 - MINOR = 35								
SOLD		03/25/2014	104.33					
ACQ	104.3300	08/09/2011	104.33	112.53	-8.20	0.00	LT	Y F
114.1600 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 - 31402RFV6 - MINOR = 35								
SOLD		04/25/2014	114.16					
ACQ	114.1600	08/09/2011	114.16	123.13	-8.97	0.00	LT	Y F
123.5700 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 - 31402RFV6 - MINOR = 35								
SOLD		05/27/2014	123.57					
ACQ	123.5700	08/09/2011	123.57	133.28	-9.71	0.00	LT	Y F
112.0300 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 - 31402RFV6 - MINOR = 35								
SOLD		06/25/2014	112.03					
ACQ	112.0300	08/09/2011	112.03	120.83	-8.80	0.00	LT	Y F
133.9500 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 - 31402RFV6 - MINOR = 35								
SOLD		07/25/2014	133.95					
ACQ	133.9500	08/09/2011	133.95	144.48	-10.53	0.00	LT	Y F
108.5000 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 - 31402RFV6 - MINOR = 35								
SOLD		08/25/2014	108.50					
ACQ	108.5000	08/09/2011	108.50	117.03	-8.53	0.00	LT	Y F
107.3300 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 - 31402RFV6 - MINOR = 35								
SOLD		09/25/2014	107.33					
ACQ	107.3300	08/09/2011	107.33	115.77	-8.44	0.00	LT	Y F
113.8300 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 - 31402RFV6 - MINOR = 35								
SOLD		10/27/2014	113.83					
ACQ	113.8300	08/09/2011	113.83	122.78	-8.95	0.00	LT	Y F
346.9800 FEDERAL NATIONAL MORTGAGE ASSN POOL #889579 DTD 05/01/08 6% 05/01/2038 - 31410KJY1 - MINOR = 35								
SOLD		11/25/2013	346.98					
ACQ	346.9800	04/07/2011	346.98	377.78	-30.80	0.00	LT	Y F
302.9600 FEDERAL NATIONAL MORTGAGE ASSN POOL #889579 DTD 05/01/08 6% 05/01/2038 - 31410KJY1 - MINOR = 35								
SOLD		12/26/2013	302.96					
ACQ	302.9600	04/07/2011	302.96	329.85	-26.89	0.00	LT	Y F
270.4400 FEDERAL NATIONAL MORTGAGE ASSN POOL #889579 DTD 05/01/08 6% 05/01/2038 - 31410KJY1 - MINOR = 35								
SOLD		12/31/2013	270.44					
ACQ	270.4400	04/07/2011	270.44	294.44	-24.00	0.00	LT	Y F
252.0400 FEDERAL NATIONAL MORTGAGE ASSN POOL #889579 DTD 05/01/08 6% 05/01/2038 - 31410KJY1 - MINOR = 35								
SOLD		02/25/2014	252.04					
ACQ	252.0400	04/07/2011	252.04	274.41	-22.37	0.00	LT	Y F
206.7200 FEDERAL NATIONAL MORTGAGE ASSN POOL #889579 DTD 05/01/08 6% 05/01/2038 - 31410KJY1 - MINOR = 35								
SOLD		03/25/2014	206.72					
ACQ	206.7200	04/07/2011	206.72	225.07	-18.35	0.00	LT	Y F
205.2800 FEDERAL NATIONAL MORTGAGE ASSN POOL #889579 DTD 05/01/08 6% 05/01/2038 - 31410KJY1 - MINOR = 35								
SOLD		04/25/2014	205.28					
ACQ	205.2800	04/07/2011	205.28	223.50	-18.22	0.00	LT	Y F
191.5100 FEDERAL NATIONAL MORTGAGE ASSN POOL #889579 DTD 05/01/08 6% 05/01/2038 - 31410KJY1 - MINOR = 35								
SOLD		05/27/2014	191.51					
ACQ	191.5100	04/07/2011	191.51	208.51	-17.00	0.00	LT	Y F
186.0100 FEDERAL NATIONAL MORTGAGE ASSN POOL #889579 DTD 05/01/08 6% 05/01/2038 - 31410KJY1 - MINOR = 35								
SOLD		06/25/2014	186.01					
ACQ	186.0100	04/07/2011	186.01	202.52	-16.51	0.00	LT	Y F
195.9600 FEDERAL NATIONAL MORTGAGE ASSN POOL #889579 DTD 05/01/08 6% 05/01/2038 - 31410KJY1 - MINOR = 35								
SOLD		07/25/2014	195.96					
ACQ	195.9600	04/07/2011	195.96	213.35	-17.39	0.00	LT	Y F

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WHELESS FDN

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TRUST YEAR ENDING 10/31/2014

TAX PREPARER: 6990
TRUST ADMINISTRATOR: 1531
INVESTMENT OFFICER: 600

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	MARKET DISCOUNT	TERM NC
184.1500 FEDERAL NATIONAL MORTGAGE ASSN POOL #889579 DTD 05/01/08 6% 05/01/2038 - 31410KJY1 - MINOR = 35							
SOLD		08/25/2014	184.15				
ACQ	184.1500	04/07/2011	184.15	200.49	-16.34	0.00	LT Y F
169.1200 FEDERAL NATIONAL MORTGAGE ASSN POOL #889579 DTD 05/01/08 6% 05/01/2038 - 31410KJY1 - MINOR = 35							
SOLD		09/25/2014	169.12				
ACQ	169.1200	04/07/2011	169.12	184.13	-15.01	0.00	LT Y F
166.9200 FEDERAL NATIONAL MORTGAGE ASSN POOL #889579 DTD 05/01/08 6% 05/01/2038 - 31410KJY1 - MINOR = 35							
SOLD		10/27/2014	166.92				
ACQ	166.9200	04/07/2011	166.92	181.73	-14.81	0.00	LT Y F
229.4100 FEDERAL NATIONAL MORTGAGE ASSN POOL #890396 DTD 11/01/2011 3.5% 10/01/2026 - 31410LGD8 - MINOR = 35							
SOLD		11/25/2013	229.41				
ACQ	229.4100	07/09/2012	229.41	243.25	-13.84	0.00	LT Y F
194.1200 FEDERAL NATIONAL MORTGAGE ASSN POOL #890396 DTD 11/01/2011 3.5% 10/01/2026 - 31410LGD8 - MINOR = 35							
SOLD		12/26/2013	194.12				
ACQ	194.1200	07/09/2012	194.12	205.83	-11.71	0.00	LT Y F
203.0900 FEDERAL NATIONAL MORTGAGE ASSN POOL #890396 DTD 11/01/2011 3.5% 10/01/2026 - 31410LGD8 - MINOR = 35							
SOLD		12/31/2013	203.09				
ACQ	203.0900	07/09/2012	203.09	215.34	-12.25	0.00	LT Y F
178.5300 FEDERAL NATIONAL MORTGAGE ASSN POOL #890396 DTD 11/01/2011 3.5% 10/01/2026 - 31410LGD8 - MINOR = 35							
SOLD		02/25/2014	178.53				
ACQ	178.5300	07/09/2012	178.53	189.30	-10.77	0.00	LT Y F
165.6500 FEDERAL NATIONAL MORTGAGE ASSN POOL #890396 DTD 11/01/2011 3.5% 10/01/2026 - 31410LGD8 - MINOR = 35							
SOLD		03/25/2014	165.65				
ACQ	165.6500	07/09/2012	165.65	175.64	-9.99	0.00	LT Y F
162.2700 FEDERAL NATIONAL MORTGAGE ASSN POOL #890396 DTD 11/01/2011 3.5% 10/01/2026 - 31410LGD8 - MINOR = 35							
SOLD		04/25/2014	162.27				
ACQ	162.2700	07/09/2012	162.27	172.06	-9.79	0.00	LT Y F
164.0400 FEDERAL NATIONAL MORTGAGE ASSN POOL #890396 DTD 11/01/2011 3.5% 10/01/2026 - 31410LGD8 - MINOR = 35							
SOLD		05/27/2014	164.04				
ACQ	164.0400	07/09/2012	164.04	173.93	-9.89	0.00	LT Y F
167.5700 FEDERAL NATIONAL MORTGAGE ASSN POOL #890396 DTD 11/01/2011 3.5% 10/01/2026 - 31410LGD8 - MINOR = 35							
SOLD		06/25/2014	167.57				
ACQ	167.5700	07/09/2012	167.57	177.68	-10.11	0.00	LT Y F
163.2300 FEDERAL NATIONAL MORTGAGE ASSN POOL #890396 DTD 11/01/2011 3.5% 10/01/2026 - 31410LGD8 - MINOR = 35							
SOLD		07/25/2014	163.23				
ACQ	163.2300	07/09/2012	163.23	173.07	-9.84	0.00	LT Y F
173.6900 FEDERAL NATIONAL MORTGAGE ASSN POOL #890396 DTD 11/01/2011 3.5% 10/01/2026 - 31410LGD8 - MINOR = 35							
SOLD		08/25/2014	173.69				
ACQ	173.6900	07/09/2012	173.69	184.17	-10.48	0.00	LT Y F
151.5100 FEDERAL NATIONAL MORTGAGE ASSN POOL #890396 DTD 11/01/2011 3.5% 10/01/2026 - 31410LGD8 - MINOR = 35							
SOLD		09/25/2014	151.51				
ACQ	151.5100	07/09/2012	151.51	160.65	-9.14	0.00	LT Y F
172.6000 FEDERAL NATIONAL MORTGAGE ASSN POOL #890396 DTD 11/01/2011 3.5% 10/01/2026 - 31410LGD8 - MINOR = 35							
SOLD		10/27/2014	172.60				
ACQ	172.6000	07/09/2012	172.60	183.01	-10.41	0.00	LT Y F
176.8300 FEDERAL NATIONAL MORTGAGE ASSN POOL #930636 DTD 03/01/2009 4% 03/01/2024 - 31412N4V5 - MINOR = 35							
SOLD		11/25/2013	176.83				
ACQ	176.8300	07/09/2012	176.83	188.77	-11.94	0.00	LT Y F
205.2800 FEDERAL NATIONAL MORTGAGE ASSN POOL #930636 DTD 03/01/2009 4% 03/01/2024 - 31412N4V5 - MINOR = 35							
SOLD		12/26/2013	205.28				
ACQ	205.2800	07/09/2012	205.28	219.14	-13.86	0.00	LT Y F
192.3500 FEDERAL NATIONAL MORTGAGE ASSN POOL #930636 DTD 03/01/2009 4% 03/01/2024 - 31412N4V5 - MINOR = 35							
SOLD		12/31/2013	192.35				
ACQ	192.3500	07/09/2012	192.35	205.33	-12.98	0.00	LT Y F
250.9100 FEDERAL NATIONAL MORTGAGE ASSN POOL #930636 DTD 03/01/2009 4% 03/01/2024 - 31412N4V5 - MINOR = 35							
SOLD		02/25/2014	250.91				
ACQ	250.9100	07/09/2012	250.91	267.85	-16.94	0.00	LT Y F
159.0300 FEDERAL NATIONAL MORTGAGE ASSN POOL #930636 DTD 03/01/2009 4% 03/01/2024 - 31412N4V5 - MINOR = 35							
SOLD		03/25/2014	159.03				
ACQ	159.0300	07/09/2012	159.03	169.76	-10.73	0.00	LT Y F
169.1700 FEDERAL NATIONAL MORTGAGE ASSN POOL #930636 DTD 03/01/2009 4% 03/01/2024 - 31412N4V5 - MINOR = 35							
SOLD		04/25/2014	169.17				
ACQ	169.1700	07/09/2012	169.17	180.59	-11.42	0.00	LT Y F
224.8800 FEDERAL NATIONAL MORTGAGE ASSN POOL #930636 DTD 03/01/2009 4% 03/01/2024 - 31412N4V5 - MINOR = 35							
SOLD		05/27/2014	224.88				
ACQ	224.8800	07/09/2012	224.88	240.06	-15.18	0.00	LT Y F
177.7500 FEDERAL NATIONAL MORTGAGE ASSN POOL #930636 DTD 03/01/2009 4% 03/01/2024 - 31412N4V5 - MINOR = 35							
SOLD		06/25/2014	177.75				
ACQ	177.7500	07/09/2012	177.75	189.75	-12.00	0.00	LT Y F
163.7800 FEDERAL NATIONAL MORTGAGE ASSN POOL #930636 DTD 03/01/2009 4% 03/01/2024 - 31412N4V5 - MINOR = 35							
SOLD		07/25/2014	163.78				
ACQ	163.7800	07/09/2012	163.78	174.83	-11.05	0.00	LT Y F
191.8200 FEDERAL NATIONAL MORTGAGE ASSN POOL #930636 DTD 03/01/2009 4% 03/01/2024 - 31412N4V5 - MINOR = 35							
SOLD		08/25/2014	191.82				
ACQ	191.8200	07/09/2012	191.82	204.77	-12.95	0.00	LT Y F
202.8400 FEDERAL NATIONAL MORTGAGE ASSN POOL #930636 DTD 03/01/2009 4% 03/01/2024 - 31412N4V5 - MINOR = 35							
SOLD		09/25/2014	202.84				
ACQ	202.8400	07/09/2012	202.84	216.53	-13.69	0.00	LT Y F
213.5300 FEDERAL NATIONAL MORTGAGE ASSN POOL #930636 DTD 03/01/2009 4% 03/01/2024 - 31412N4V5 - MINOR = 35							
SOLD		10/27/2014	213.53				
ACQ	213.5300	07/09/2012	213.53	227.94	-14.41	0.00	LT Y F
1062.2200 FEDERAL NATIONAL MORTGAGE ASSN POOL # 948631 DTD 08/01/07 6% 08/01/2037 - 31413LLL1 - MINOR = 35							
SOLD		11/25/2013	1062.22				
ACQ	1062.2200	07/08/2008	1062.22	1073.84	-11.62	0.00	LT Y F

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TRUST YEAR ENDING 10/31/2014

TAX PREPARER: 6990
TRUST ADMINISTRATOR: 1531
INVESTMENT OFFICER: 600

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	MARKET DISCOUNT	TERM NC
225.7100 FEDERAL NATIONAL MORTGAGE ASSN POOL # 948631 DTD 08/01/07 6% 08/01/2037 - 31413LLL1 - MINOR = 35							
SOLD		12/26/2013	225.71				
ACQ	225.7100	07/08/2008	225.71	228.18	-2.47	0.00	LT Y F
1414.3800 FEDERAL NATIONAL MORTGAGE ASSN POOL # 948631 DTD 08/01/07 6% 08/01/2037 - 31413LLL1 - MINOR = 35							
SOLD		12/31/2013	1414.38				
ACQ	1414.3800	07/08/2008	1414.38	1429.85	-15.47	0.00	LT Y F
553.4000 FEDERAL NATIONAL MORTGAGE ASSN POOL # 948631 DTD 08/01/07 6% 08/01/2037 - 31413LLL1 - MINOR = 35							
SOLD		02/25/2014	553.40				
ACQ	553.4000	07/08/2008	553.40	559.45	-6.05	0.00	LT Y F
316.4000 FEDERAL NATIONAL MORTGAGE ASSN POOL # 948631 DTD 08/01/07 6% 08/01/2037 - 31413LLL1 - MINOR = 35							
SOLD		03/25/2014	316.40				
ACQ	316.4000	07/08/2008	316.40	319.86	-3.46	0.00	LT Y F
1041.3000 FEDERAL NATIONAL MORTGAGE ASSN POOL # 948631 DTD 08/01/07 6% 08/01/2037 - 31413LLL1 - MINOR = 35							
SOLD		04/25/2014	1041.30				
ACQ	1041.3000	07/08/2008	1041.30	1052.69	-11.39	0.00	LT Y F
808.9300 FEDERAL NATIONAL MORTGAGE ASSN POOL # 948631 DTD 08/01/07 6% 08/01/2037 - 31413LLL1 - MINOR = 35							
SOLD		05/27/2014	808.93				
ACQ	808.9300	07/08/2008	808.93	817.78	-8.85	0.00	LT Y F
1052.3400 FEDERAL NATIONAL MORTGAGE ASSN POOL # 948631 DTD 08/01/07 6% 08/01/2037 - 31413LLL1 - MINOR = 35							
SOLD		06/25/2014	1052.34				
ACQ	1052.3400	07/08/2008	1052.34	1063.85	-11.51	0.00	LT Y F
413.5200 FEDERAL NATIONAL MORTGAGE ASSN POOL # 948631 DTD 08/01/07 6% 08/01/2037 - 31413LLL1 - MINOR = 35							
SOLD		07/25/2014	413.52				
ACQ	413.5200	07/08/2008	413.52	418.04	-4.52	0.00	LT Y F
132.7400 FEDERAL NATIONAL MORTGAGE ASSN POOL # 948631 DTD 08/01/07 6% 08/01/2037 - 31413LLL1 - MINOR = 35							
SOLD		08/25/2014	132.74				
ACQ	132.7400	07/08/2008	132.74	134.19	-1.45	0.00	LT Y F
26.3200 FEDERAL NATIONAL MORTGAGE ASSN POOL # 948631 DTD 08/01/07 6% 08/01/2037 - 31413LLL1 - MINOR = 35							
SOLD		09/25/2014	26.32				
ACQ	26.3200	07/08/2008	26.32	26.61	-0.29	0.00	LT Y F
126.3800 FEDERAL NATIONAL MORTGAGE ASSN POOL # 948631 DTD 08/01/07 6% 08/01/2037 - 31413LLL1 - MINOR = 35							
SOLD		10/27/2014	126.38				
ACQ	126.3800	07/08/2008	126.38	127.76	-1.38	0.00	LT Y F
85.5300 FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5.5% 04/01/2034 - 31415P3Y2 - MINOR = 35							
SOLD		11/25/2013	85.53				
ACQ	85.5300	03/06/2012	85.53	93.20	-7.67	0.00	LT Y F
74.4900 FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5.5% 04/01/2034 - 31415P3Y2 - MINOR = 35							
SOLD		12/26/2013	74.49				
ACQ	74.4900	03/06/2012	74.49	81.17	-6.68	0.00	LT Y F
50.4600 FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5.5% 04/01/2034 - 31415P3Y2 - MINOR = 35							
SOLD		12/31/2013	50.46				
ACQ	50.4600	03/06/2012	50.46	54.99	-4.53	0.00	LT Y F
47.6800 FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5.5% 04/01/2034 - 31415P3Y2 - MINOR = 35							
SOLD		02/25/2014	47.68				
ACQ	47.6800	03/06/2012	47.68	51.96	-4.28	0.00	LT Y F
41.6300 FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5.5% 04/01/2034 - 31415P3Y2 - MINOR = 35							
SOLD		03/25/2014	41.63				
ACQ	41.6300	03/06/2012	41.63	45.36	-3.73	0.00	LT Y F
49.7100 FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5.5% 04/01/2034 - 31415P3Y2 - MINOR = 35							
SOLD		04/25/2014	49.71				
ACQ	49.7100	03/06/2012	49.71	54.17	-4.46	0.00	LT Y F
32.8100 FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5.5% 04/01/2034 - 31415P3Y2 - MINOR = 35							
SOLD		05/27/2014	32.81				
ACQ	32.8100	03/06/2012	32.81	35.75	-2.94	0.00	LT Y F
50.1700 FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5.5% 04/01/2034 - 31415P3Y2 - MINOR = 35							
SOLD		06/25/2014	50.17				
ACQ	50.1700	03/06/2012	50.17	54.67	-4.50	0.00	LT Y F
41.1000 FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5.5% 04/01/2034 - 31415P3Y2 - MINOR = 35							
SOLD		07/25/2014	41.10				
ACQ	41.1000	03/06/2012	41.10	44.79	-3.69	0.00	LT Y F
52.1700 FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5.5% 04/01/2034 - 31415P3Y2 - MINOR = 35							
SOLD		08/25/2014	52.17				
ACQ	52.1700	03/06/2012	52.17	56.85	-4.68	0.00	LT Y F
58.3800 FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5.5% 04/01/2034 - 31415P3Y2 - MINOR = 35							
SOLD		09/25/2014	58.38				
ACQ	58.3800	03/06/2012	58.38	63.62	-5.24	0.00	LT Y F
54.4300 FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5.5% 04/01/2034 - 31415P3Y2 - MINOR = 35							
SOLD		10/27/2014	54.43				
ACQ	54.4300	03/06/2012	54.43	59.31	-4.88	0.00	LT Y F
28.0700 FEDERAL NATIONAL MORTGAGE ASSN POOL #AA7236 DTD 05/01/2009 4% 06/01/2039 - 31416RBE2 - MINOR = 35							
SOLD		11/25/2013	28.07				
ACQ	28.0700	02/07/2012	28.07	29.69	-1.62	0.00	LT Y F
50.7800 FEDERAL NATIONAL MORTGAGE ASSN POOL #AA7236 DTD 05/01/2009 4% 06/01/2039 - 31416RBE2 - MINOR = 35							
SOLD		12/26/2013	50.78				
ACQ	50.7800	02/07/2012	50.78	53.71	-2.93	0.00	LT Y F
36.2800 FEDERAL NATIONAL MORTGAGE ASSN POOL #AA7236 DTD 05/01/2009 4% 06/01/2039 - 31416RBE2 - MINOR = 35							
SOLD		12/31/2013	36.28				
ACQ	36.2800	02/07/2012	36.28	38.37	-2.09	0.00	LT Y F
18.8400 FEDERAL NATIONAL MORTGAGE ASSN POOL #AA7236 DTD 05/01/2009 4% 06/01/2039 - 31416RBE2 - MINOR = 35							
SOLD		02/25/2014	18.84				
ACQ	18.8400	02/07/2012	18.84	19.93	-1.09	0.00	LT Y F
18.1100 FEDERAL NATIONAL MORTGAGE ASSN POOL #AA7236 DTD 05/01/2009 4% 06/01/2039 - 31416RBE2 - MINOR = 35							
SOLD		03/25/2014	18.11				
ACQ	18.1100	02/07/2012	18.11	19.15	-1.04	0.00	LT Y F

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FROM 11/01/2013
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REGIONS BANK, TRUST DEPARTMENT
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TRUST YEAR ENDING 10/31/2014

TAX PREPARER: 6990
TRUST ADMINISTRATOR: 1531
INVESTMENT OFFICER: 600

LEGEND. F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	MARKET DISCOUNT	TERM	NC
74.0700 FEDERAL NATIONAL MORTGAGE ASSN POOL #AA7236 DTD 05/01/2009 4% 06/01/2039 - 31416RBE2 - MINOR = 35								
SOLD		04/25/2014	74.07					
ACQ	74.0700	02/07/2012	74.07	78.34	-4.27	0.00	LT	Y F
18.4400 FEDERAL NATIONAL MORTGAGE ASSN POOL #AA7236 DTD 05/01/2009 4% 06/01/2039 - 31416RBE2 - MINOR = 35								
SOLD		05/27/2014	18.44					
ACQ	18.4400	02/07/2012	18.44	19.50	-1.06	0.00	LT	Y F
36.9200 FEDERAL NATIONAL MORTGAGE ASSN POOL #AA7236 DTD 05/01/2009 4% 06/01/2039 - 31416RBE2 - MINOR = 35								
SOLD		06/25/2014	36.92					
ACQ	36.9200	02/07/2012	36.92	39.05	-2.13	0.00	LT	Y F
51.5900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AA7236 DTD 05/01/2009 4% 06/01/2039 - 31416RBE2 - MINOR = 35								
SOLD		07/25/2014	51.59					
ACQ	51.5900	02/07/2012	51.59	54.56	-2.97	0.00	LT	Y F
34.8800 FEDERAL NATIONAL MORTGAGE ASSN POOL #AA7236 DTD 05/01/2009 4% 06/01/2039 - 31416RBE2 - MINOR = 35								
SOLD		08/25/2014	34.88					
ACQ	34.8800	02/07/2012	34.88	36.89	-2.01	0.00	LT	Y F
13.5800 FEDERAL NATIONAL MORTGAGE ASSN POOL #AA7236 DTD 05/01/2009 4% 06/01/2039 - 31416RBE2 - MINOR = 35								
SOLD		09/25/2014	13.58					
ACQ	13.5800	02/07/2012	13.58	14.36	-0.78	0.00	LT	Y F
7.7900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AA7236 DTD 05/01/2009 4% 06/01/2039 - 31416RBE2 - MINOR = 35								
SOLD		10/27/2014	7.79					
ACQ	7.7900	02/07/2012	7.79	8.24	-0.45	0.00	LT	Y F
26.6000 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3416 DTD 07/01/2011 4% 08/01/2041 - 31416YYN2 - MINOR = 35								
SOLD		11/25/2013	26.60					
ACQ	26.6000	07/09/2012	26.60	28.48	-1.88	0.00	LT	Y F
69.6700 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3416 DTD 07/01/2011 4% 08/01/2041 - 31416YYN2 - MINOR = 35								
SOLD		12/26/2013	69.67					
ACQ	69.6700	07/09/2012	69.67	74.59	-4.92	0.00	LT	Y F
106.1500 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3416 DTD 07/01/2011 4% 08/01/2041 - 31416YYN2 - MINOR = 35								
SOLD		12/31/2013	106.15					
ACQ	106.1500	07/09/2012	106.15	113.65	-7.50	0.00	LT	Y F
86.3400 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3416 DTD 07/01/2011 4% 08/01/2041 - 31416YYN2 - MINOR = 35								
SOLD		02/25/2014	86.34					
ACQ	86.3400	07/09/2012	86.34	92.44	-6.10	0.00	LT	Y F
72.7900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3416 DTD 07/01/2011 4% 08/01/2041 - 31416YYN2 - MINOR = 35								
SOLD		03/25/2014	72.79					
ACQ	72.7900	07/09/2012	72.79	77.93	-5.14	0.00	LT	Y F
94.0500 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3416 DTD 07/01/2011 4% 08/01/2041 - 31416YYN2 - MINOR = 35								
SOLD		04/25/2014	94.05					
ACQ	94.0500	07/09/2012	94.05	100.69	-6.64	0.00	LT	Y F
116.1500 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3416 DTD 07/01/2011 4% 08/01/2041 - 31416YYN2 - MINOR = 35								
SOLD		05/27/2014	116.15					
ACQ	116.1500	07/09/2012	116.15	124.35	-8.20	0.00	LT	Y F
72.3900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3416 DTD 07/01/2011 4% 08/01/2041 - 31416YYN2 - MINOR = 35								
SOLD		06/25/2014	72.39					
ACQ	72.3900	07/09/2012	72.39	77.50	-5.11	0.00	LT	Y F
78.3700 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3416 DTD 07/01/2011 4% 08/01/2041 - 31416YYN2 - MINOR = 35								
SOLD		07/25/2014	78.37					
ACQ	78.3700	07/09/2012	78.37	83.90	-5.53	0.00	LT	Y F
169.4100 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3416 DTD 07/01/2011 4% 08/01/2041 - 31416YYN2 - MINOR = 35								
SOLD		08/25/2014	169.41					
ACQ	169.4100	07/09/2012	169.41	181.37	-11.96	0.00	LT	Y F
158.9600 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3416 DTD 07/01/2011 4% 08/01/2041 - 31416YYN2 - MINOR = 35								
SOLD		09/25/2014	158.96					
ACQ	158.9600	07/09/2012	158.96	170.19	-11.23	0.00	LT	Y F
92.4400 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3416 DTD 07/01/2011 4% 08/01/2041 - 31416YYN2 - MINOR = 35								
SOLD		10/27/2014	92.44					
ACQ	92.4400	07/09/2012	92.44	98.97	-6.53	0.00	LT	Y F
84.7000 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4.5% 11/01/2033 - 31419AGR2 - MINOR = 35								
SOLD		11/25/2013	84.70					
ACQ	84.7000	06/07/2012	84.70	91.11	-6.41	0.00	LT	Y F
101.8700 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4.5% 11/01/2033 - 31419AGR2 - MINOR = 35								
SOLD		12/26/2013	101.87					
ACQ	101.8700	06/07/2012	101.87	109.57	-7.70	0.00	LT	Y F
78.6700 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4.5% 11/01/2033 - 31419AGR2 - MINOR = 35								
SOLD		12/31/2013	78.67					
ACQ	78.6700	06/07/2012	78.67	84.62	-5.95	0.00	LT	Y F
47.6000 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4.5% 11/01/2033 - 31419AGR2 - MINOR = 35								
SOLD		02/25/2014	47.60					
ACQ	47.6000	06/07/2012	47.60	51.20	-3.60	0.00	LT	Y F
48.7000 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4.5% 11/01/2033 - 31419AGR2 - MINOR = 35								
SOLD		03/25/2014	48.70					
ACQ	48.7000	06/07/2012	48.70	52.38	-3.68	0.00	LT	Y F
67.6100 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4.5% 11/01/2033 - 31419AGR2 - MINOR = 35								
SOLD		04/25/2014	67.61					
ACQ	67.6100	06/07/2012	67.61	72.72	-5.11	0.00	LT	Y F
64.1300 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4.5% 11/01/2033 - 31419AGR2 - MINOR = 35								
SOLD		05/27/2014	64.13					
ACQ	64.1300	06/07/2012	64.13	68.98	-4.85	0.00	LT	Y F
90.5400 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4.5% 11/01/2033 - 31419AGR2 - MINOR = 35								
SOLD		06/25/2014	90.54					
ACQ	90.5400	06/07/2012	90.54	97.39	-6.85	0.00	LT	Y F
76.8500 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4.5% 11/01/2033 - 31419AGR2 - MINOR = 35								
SOLD		07/25/2014	76.85					
ACQ	76.8500	06/07/2012	76.85	82.66	-5.81	0.00	LT	Y F

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TRUST YEAR ENDING 10/31/2014

TAX PREPARER: 6990
TRUST ADMINISTRATOR 1531
INVESTMENT OFFICER 600

LEGEND. F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	MARKET DISCOUNT	TERM NC
77 9900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4 5% 11/01/2033 - 31419AGR2 - MINOR = 35							
SOLD		08/25/2014	77.99				
ACQ	77.9900	06/07/2012	77.99	83.89	-5.90	0.00	LT Y F
62.6900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4.5% 11/01/2033 - 31419AGR2 - MINOR = 35							
SOLD		09/25/2014	62.69				
ACQ	62.6900	06/07/2012	62.69	67.43	-4.74	0.00	LT Y F
66.4100 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4.5% 11/01/2033 - 31419AGR2 - MINOR = 35							
SOLD		10/27/2014	66.41				
ACQ	66.4100	06/07/2012	66.41	71.43	-5.02	0.00	LT Y F
147.0800 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3066 DTD 09/01/2010 3.5% 09/01/2025 - 31419DMQ1 - MINOR = 35							
SOLD		11/25/2013	147.08				
ACQ	147.0800	08/09/2011	147.08	152.60	-5.52	0.00	LT Y F
168.9900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3066 DTD 09/01/2010 3.5% 09/01/2025 - 31419DMQ1 - MINOR = 35							
SOLD		12/26/2013	168.99				
ACQ	168.9900	08/09/2011	168.99	175.33	-6.34	0.00	LT Y F
173.2800 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3066 DTD 09/01/2010 3.5% 09/01/2025 - 31419DMQ1 - MINOR = 35							
SOLD		12/31/2013	173.28				
ACQ	173.2800	08/09/2011	173.28	179.78	-6.50	0.00	LT Y F
139.0900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3066 DTD 09/01/2010 3.5% 09/01/2025 - 31419DMQ1 - MINOR = 35							
SOLD		02/25/2014	139.09				
ACQ	139.0900	08/09/2011	139.09	144.31	-5.22	0.00	LT Y F
129.0000 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3066 DTD 09/01/2010 3.5% 09/01/2025 - 31419DMQ1 - MINOR = 35							
SOLD		03/25/2014	129.00				
ACQ	129.0000	08/09/2011	129.00	133.84	-4.84	0.00	LT Y F
167.2300 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3066 DTD 09/01/2010 3.5% 09/01/2025 - 31419DMQ1 - MINOR = 35							
SOLD		04/25/2014	167.23				
ACQ	167.2300	08/09/2011	167.23	173.50	-6.27	0.00	LT Y F
140.4700 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3066 DTD 09/01/2010 3.5% 09/01/2025 - 31419DMQ1 - MINOR = 35							
SOLD		05/27/2014	140.47				
ACQ	140.4700	08/09/2011	140.47	145.74	-5.27	0.00	LT Y F
135.2400 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3066 DTD 09/01/2010 3.5% 09/01/2025 - 31419DMQ1 - MINOR = 35							
SOLD		06/25/2014	135.24				
ACQ	135.2400	08/09/2011	135.24	140.31	-5.07	0.00	LT Y F
211.5000 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3066 DTD 09/01/2010 3.5% 09/01/2025 - 31419DMQ1 - MINOR = 35							
SOLD		07/25/2014	211.50				
ACQ	211.5000	08/09/2011	211.50	219.43	-7.93	0.00	LT Y F
182.0500 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3066 DTD 09/01/2010 3.5% 09/01/2025 - 31419DMQ1 - MINOR = 35							
SOLD		08/25/2014	182.05				
ACQ	182.0500	08/09/2011	182.05	188.88	-6.83	0.00	LT Y F
180.7100 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3066 DTD 09/01/2010 3.5% 09/01/2025 - 31419DMQ1 - MINOR = 35							
SOLD		09/25/2014	180.71				
ACQ	180.7100	08/09/2011	180.71	187.49	-6.78	0.00	LT Y F
146.1800 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3066 DTD 09/01/2010 3.5% 09/01/2025 - 31419DMQ1 - MINOR = 35							
SOLD		10/27/2014	146.18				
ACQ	146.1800	08/09/2011	146.18	151.66	-5.48	0.00	LT Y F
3000.0000 GOLDMAN SACHS GROUP INC DTD 2/5/09 7.5% - 38141EA25 - MINOR = 45							
SOLD		07/07/2014	3639.96				
ACQ	3000.0000	07/09/2012	3639.96	3476.40	163.56	0.00	LT Y F
14000.0000 GOLDMAN SACHS GROUP INC DTD 5/6/09 6% 05 - 38141EA33 - MINOR = 45							
SOLD		01/15/2014	14215.32				
ACQ	2000.0000	05/27/2009	2030.76	2044.14	-13.38	0.00	LT Y F
	7000.0000	05/28/2009	7107.66	7146.86	-39.20	0.00	LT Y F
	5000.0000	07/10/2012	5076.90	5322.85	-245.95	0.00	LT Y F
0800 INTERCONTINENTALEXCHANGE - 45866F104 - MINOR = 50							
SOLD		11/22/2013	16.38				
ACQ	.0800	01/24/2013	16.38	15.80	0.58	0.00	ST C
613.0000 INTERCONTINENTALEXCHANGE - 45866F104 - MINOR = 50							
SOLD		02/19/2014	132044.03				
ACQ	613.0000	01/24/2013	132044.03	121088.20	10955.83	0.00	LT F
4000.0000 INTERNATIONAL BUSINESS MACHINES DTD 07/22/2011 1.95% 07/22/2016 - 459200GX3 - MINOR = 45							
SOLD		07/07/2014	4098.64				
ACQ	4000.0000	07/09/2012	4098.64	4162.20	-63.56	0.00	LT Y F
24000.0000 MORGAN STANLEY DTD 11/20/2009 4 2% 11/20 - 61747YCK9 - MINOR = 45							
SOLD		10/20/2014	24066.24				
ACQ	14000.0000	07/08/2011	14038.64	14621.32	-582.68	0.00	LT Y F
	10000.0000	07/09/2012	10027.60	10105.60	-78.00	0.00	LT Y F
3600.0000 NYSE EURONEXT - 629491101 - MINOR = 50							
SOLD		11/15/2013	161676.00				
ACQ	3600.0000	01/24/2013	161676.00	121104.00	40572.00	0.00	ST C
29000.0000 ONTARIO (PROVINCE OF) DTD 01/27/2011 1 3 - 68323AAE4 - MINOR = 45							
SOLD		01/08/2014	29013.92				
ACQ	14000.0000	01/28/2011	14006.72	14003.64	3.08	0.00	LT Y F
	4000.0000	01/31/2011	4001.92	4001.76	0.16	0.00	LT Y F
	11000.0000	07/09/2012	11005.28	11160.93	-155.65	0.00	LT Y F
27000.0000 QUEBEC PROVINCE DTD 05/05/2004 4.875% 05 - 748148RM7 - MINOR = 45							
SOLD		01/15/2014	27365.85				
ACQ	17000.0000	10/19/2011	17230.35	18681.98	-1451.63	0.00	LT Y F
	10000.0000	07/10/2012	10135.50	10802.50	-667.00	0.00	LT Y F
2300.0000 SOUTHERN CO - 842587107 - MINOR = 50							
SOLD		02/19/2014	97076.24				
ACQ	2300.0000	11/21/2011	97076.24	98440.00	-1363.76	0.00	LT F
4000.0000 UNITED STATES TREASURY N/B DTD 11/15/201 - 912828PC8 - MINOR = 30							
SOLD		07/07/2014	4124.84				
ACQ	4000.0000	07/09/2012	4124.84	4437.66	-312.82	0.00	LT Y F

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TRUST YEAR ENDING 10/31/2014

TAX PREPARER: 6990
TRUST ADMINISTRATOR: 1531
INVESTMENT OFFICER: 600

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	MARKET DISCOUNT	TERM	NC
12000.0000 UNITED STATES TREASURY DTD 11/30/2010 1 - 912828PJ3 - MINOR = 30								
SOLD		03/06/2014	12224.06					
ACQ	12000.0000	12/11/2012	12224.06	12370.09	-146.03	0.00	LT	Y F
109000.0000 UNITED STATES TREASURY DTD 11/30/2010 1 - 912828PJ3 - MINOR = 30								
SOLD		05/08/2014	110958.59					
ACQ	109000.0000	12/11/2012	110958.59	112361.67	-1403.08	0.00	LT	Y F
7000 0000 UNITED STATES TREASURY DTD 11/30/2010 1 - 912828PJ3 - MINOR = 30								
SOLD		07/07/2014	7106.64					
ACQ	7000.0000	12/11/2012	7106.64	7215.89	-109.25	0.00	LT	Y F
4228.8400 UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 .625% 07/15/2021 - 912828QV5 - MINOR = 30								
SOLD		09/19/2014	4305.32					
ACQ	4228.8400	08/25/2011	4305.32	4437.31	-131.99	0.00	LT	Y F
22201 4100 UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 .625% 07/15/2021 - 912828QV5 - MINOR = 30								
SOLD		09/19/2014	22610.75					
ACQ	22201.4100	08/25/2011	22610.75	23295.90	-685.15	0.00	LT	Y F
13000 0000 UNITED STATES TREASURY DTD 05/15/2013 1 - 912828VB3 - MINOR = 30								
SOLD		05/06/2014	12168.21					
ACQ	13000.0000	01/15/2014	12168.21	11876.47	291.74	0.00	ST	C
TOTALS			784519.43	744826.52				

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM	ST WASH SALE	LT WASH SALE	1250 GAIN
NONCOVERED FROM ABOVE	-52.63	0.00	-10710.85	0.00	0.00	0.00*
COVERED FROM ABOVE	40864.32	0.00	9592.07	0.00	0.00	
COMMON TRUST FUND	0.00	0.00	0.00			0.00
CAPITAL GAIN DIV/DIST	0.00	0.00	544.18			0.00
	40811.69	0.00	-574.60	0.00	0.00	0.00
STATE						
NONCOVERED FROM ABOVE	-52.63	0.00	-10710.85	0.00	0.00	0.00*
COVERED FROM ABOVE	40864.32	0.00	9592.07	0.00	0.00	
COMMON TRUST FUND	0.00	0.00	0.00			0.00
CAPITAL GAIN DIV/DIST	0.00	0.00	544.18			0.00
	40811.69	0.00	-574.60	0.00	0.00	0.00

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

CAPITAL LOSS CARRYOVER

FEDERAL	0.00	0.00
LOUISIANA	N/A	N/A