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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 12/1/2013 **, and ending** 11/30/2014

Name of foundation: THE ROGER JAMES CHARITABLE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): P O. BOX 1501, NJ2-130-03-31 | Room/suite:

City or town: PENNINGTON | State: NJ | ZIP code: 08534-1501

Foreign country name | Foreign province/state/county | Foreign postal code

A Employer identification number: 26-1586251

B Telephone number (see instructions): 609-274-6834

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 10,923,826

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	243,816	226,436		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	495,332			
	b	Gross sales price for all assets on line 6a 4,566,059				
	7	Capital gain net income (from Part IV, line 2)		495,332		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	739,148	721,768	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	88,812	35,525		53,287
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	17,952	397		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	25			25
	24	**Total operating and administrative expenses.** Add lines 13 through 23	106,789	35,922	0	53,312
	25	Contributions, gifts, grants paid				
	26	**Total expenses and disbursements.** Add lines 24 and 25	106,789	35,922	0	53,312
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	632,359			
	b	**Net investment income** (if negative, enter -0-)		685,846		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	2	4	4
	2	Savings and temporary cash investments	252,494	650,327	650,327
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less. allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	2,555,266	1,620,508	1,694,414
	b	Investments—corporate stock (attach schedule)	3,453,850	4,944,843	6,387,964
	c	Investments—corporate bonds (attach schedule)	2,445,007	1,286,586	1,356,435
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)		829,819	834,681
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	8,706,619	9,332,087	10,923,825
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	8,706,619	9,332,087	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	8,706,619	9,332,087	
	31	**Total liabilities and net assets/fund balances** (see instructions)	8,706,619	9,332,087	

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	8,706,619
2	Enter amount from Part I, line 27a	2	632,359
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	10,489
4	Add lines 1, 2, and 3	4	9,349,467
5	Decreases not included in line 2 (itemize) ▶ BOND AMORTIZATION	5	17,380
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	9,332,087

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	See Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			

	(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				0
b				0
c				0
d				0
e				0

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				0
b				0
c				0
d				0
e				0

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	495,332
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0

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	522,411	9,327,304	0 056009
2011	505,419	9,152,376	0 055223
2010	504,905	8,981,528	0.056216
2009	498,542	8,643,524	0 057678
2008	863,204	8,289,026	0 104138

2	**Total** of line 1, column (d)	2	0.329264
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 065853
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	10,227,522
5	Multiply line 4 by line 3	5	673,513
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	6,858
7	Add lines 5 and 6	7	680,371
8	Enter qualifying distributions from Part XII, line 4	8	53,312

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______________ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	13,717
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0
3	Add lines 1 and 2		3	13,717
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	13,717
6	Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a 13,257		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	13,257
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	460
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	0
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶	**Refunded** ▶	11	0

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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*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*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation. ▶ $ ______ **(2)** On foundation managers ▶$ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶$ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ WA			
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*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ MLTC, A DIVISION OF BANK OF AMERICA, N.A Telephone no ▶ 609-274-6834
Located at ▶ 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ▶ 08534-1501

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

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? . **5b** N/A

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** No: 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? **7b** N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MLTC, A DIVISION OF BANK OF AMERICA, N.A. P.O Box 1501, NJ2-130-03-31 Pennington, NJ 08534-	TRUSTEE 2 00	88,812		
		0		
		0		
		0		

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

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

Total number of other employees paid over $50,000 ▶ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

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

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	0

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	10,026,392
b	Average of monthly cash balances	1b	356,879
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	10,383,271
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	10,383,271
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	155,749
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	10,227,522
6	**Minimum investment return.** Enter 5% of line 5	6	511,376

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	511,376
2a	Tax on investment income for 2013 from Part VI, line 5	2a	13,717		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	13,717
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	497,659
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	497,659
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	497,659

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	53,312
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	53,312
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	53,312

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

			(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1	Distributable amount for 2013 from Part XI, line 7					497,659
2	Undistributed income, if any, as of the end of 2013:					
a	Enter amount for 2012 only				0	
b	Total for prior years 20____, 20____, 20____					
3	Excess distributions carryover, if any, to 2013:					
a	From 2008	452,889				
b	From 2009	72,132				
c	From 2010	65,873				
d	From 2011	56,759				
e	From 2012	69,303				
f	**Total** of lines 3a through e		716,956			
4	Qualifying distributions for 2013 from Part XII, line 4. ▶ $ 53,312					
a	Applied to 2012, but not more than line 2a					
b	Applied to undistributed income of prior years (Election required—see instructions)					
c	Treated as distributions out of corpus (Election required—see instructions)					
d	Applied to 2013 distributable amount					53,312
e	Remaining amount distributed out of corpus					
5	Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		444,347			444,347
6	**Enter the net total of each column as indicated below:**					
a	Corpus. Add lines 3f, 4c, and 4e Subtract line 5		272,609			
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					
d	Subtract line 6c from line 6b Taxable amount—see instructions					
e	Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				0	
f	Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014					0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)		8,542			
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		264,067			
10	Analysis of line 9					
a	Excess from 2009	72,132				
b	Excess from 2010	65,873				
c	Excess from 2011	56,759				
d	Excess from 2012	69,303				
e	Excess from 2013					

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed .					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter: (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 **Information Regarding Foundation Managers:**

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

ROGER JAMES

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

NONE

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

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

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

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

c Any submission deadlines.

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
NONE				
Total			▶ 3a	0
b *Approved for future payment*				
NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	243,816	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	495,332	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		739,148	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 739,148

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	Not Applicable

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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		Not Applicable	

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Edward R. K. | 1/6/2015 | Trustee

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
DONALD J ROMAN		1/6/2015		P00364310
Firm's name ▶ PricewaterhouseCoopers, LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219			Phone no 412-355-6000	

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	1,598
Short Term CG Distributions	

Totals	Gross Sales	Cost Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	4,566,059	4,070,727	495,332
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	AT&T INC	00206RAJ1			2/20/2008		6/26/2014	46,335	40,358				0	5,977
2	X	AGILENT TECHNOLOGIES INC	00846U101			8/27/2012		5/29/2014	16,095	10,656				0	5,439
3	X	AGILENT TECHNOLOGIES INC	00846U101			8/28/2012		5/30/2014	6,148	4,061				0	2,087
4	X	AGILENT TECHNOLOGIES INC	00846U101			8/27/2012		5/30/2014	10,040	6,703				0	3,337
5	X	AGILENT TECHNOLOGIES INC	00846U101			8/28/2012		6/2/2014	11,499	7,563				0	3,936
6	X	AGILENT TECHNOLOGIES INC	00846U101			8/29/2012		6/2/2014	4,815	3,169				0	1,646
7	X	AGILENT TECHNOLOGIES INC	00846U101			8/30/2012		6/3/2014	4,090	2,677				0	1,413
8	X	AGILENT TECHNOLOGIES INC	00846U101			8/29/2012		6/3/2014	12,894	8,464				0	4,430
9	X	ANHEUSER-BUSCH INBEV WC	03523TBP2			5/8/2013		3/4/2014	6,634	6,987				0	-353
10	X	BORG WARNER INC COM	099724106			8/8/2013		6/19/2014	10,476	7,732				0	2,744
11	X	BORG WARNER INC COM	099724106			8/9/2013		6/20/2014	12,010	8,957				0	3,053
12	X	BORG WARNER INC COM	099724106			8/9/2013		6/23/2014	8,920	6,681				0	2,239
13	X	BORG WARNER INC COM	099724106			8/12/2013		6/23/2014	3,167	2,387				0	780
14	X	BORG WARNER INC COM	099724106			8/12/2013		6/24/2014	12,048	9,111				0	2,937
15	X	BORG WARNER INC COM	099724106			8/12/2013		6/25/2014	4,328	3,313				0	1,015
16	X	CVS HEALTH CORP	126650100			7/10/2012		7/1/2014	18,748	11,688				0	7,060
17	X	CVS HEALTH CORP	126650100			7/9/2012		7/1/2014	12,448	7,764				0	4,684
18	X	CHEVRON CORP	166764100			1/2/2008		3/14/2014	40,128	33,022				0	7,106
19	X	CHEVRON CORP	166764100			3/17/2008		5/29/2014	27,457	19,084				0	8,373
20	X	CHEVRON CORP	166764100			1/2/2008		5/29/2014	21,234	16,370				0	4,864
21	X	CHEVRON CORP	166764AA8			12/3/2012		3/4/2014	201,910	204,529				0	-2,619
22	X	CHEVRON CORP	166764AA8			9/13/2013		3/4/2014	4,973	4,885				0	88
23	X	CHUBB CORP	171232101			3/17/2008		1/9/2014	4,772	2,573				0	2,199
24	X	CHUBB CORP	171232101			1/12/2009		1/9/2014	11,011	5,418				0	5,593
25	X	ANHEUSER-BUSCH INBEV WC	03523TBP2			9/13/2013		3/4/2014	11,372	10,948				0	424
26	X	ANHEUSER-BUSCH INBEV WC	03523TBP2			7/16/2012		3/4/2014	88,133	94,109				0	-5,976
27	X	APPLE INC	037833100			6/4/2012		8/27/2014	15,551	12,266				0	3,285
28	X	APPLE INC	037833100			6/25/2012		8/27/2014	28,275	22,937				0	5,338
29	X	APPLE INC	037833100			6/26/2012		8/27/2014	20,095	16,242				0	3,853
30	X	APPLE INC	037833AK6			5/13/2013		6/26/2014	60,587	62,601				0	-2,014
31	X	APPLIED MATERIAL INC	038222105			5/28/2013		5/29/2014	6,470	4,742				0	1,728
32	X	APPLIED MATERIAL INC	038222105			5/24/2013		5/29/2014	21,368	15,306				0	6,062
33	X	APPLIED MATERIAL INC	038222105			5/23/2013		5/29/2014	21,858	15,715				0	6,143
34	X	APPLIED MATERIAL INC	038222105			5/29/2013		5/30/2014	3,389	2,502				0	887
35	X	APPLIED MATERIAL INC	038222105			5/28/2013		5/30/2014	14,764	10,949				0	3,815
36	X	BIOGEN IDEC INC	09062X103			6/11/2013		10/13/2014	31,964	23,335				0	8,629
37	X	BLACKROCK STRATEGIC	09256H286			3/4/2014		6/26/2014	276,360	272,896				0	3,464
38	X	BORG WARNER INC COM	099724106			8/8/2013		6/18/2014	11,409	8,501				0	2,908
39	X	BORG WARNER INC COM	099724106			8/9/2013		6/19/2014	1,106	823				0	283
40	X	GENERAL ELEC CAP CORP	36962G6R0			5/8/2013		3/4/2014	5,043	5,028				0	15
41	X	GENERAL ELEC CAP CORP	36962G6R0			1/9/2013		3/4/2014	98,850	97,982				0	868
42	X	GENWORTH FINL INC COM	37247D106			1/10/2014		11/11/2014	7,854	16,049				0	-8,195
43	X	GENWORTH FINL INC COM	37247D106			1/9/2014		11/11/2014	7,846	15,973				0	-8,127
44	X	GENWORTH FINL INC COM	37247D106			1/13/2014		11/11/2014	6,770	13,714				0	-6,944
45	X	GENWORTH FINL INC COM	37247D106			7/8/2014		11/11/2014	6,572	13,733				0	-7,161
46	X	GOLDMAN SACHS GROUP INC	38141GEE0			12/26/2007		6/26/2014	29,907	27,626				0	2,281
47	X	GOOGLE INC SHS CL C	38259P706			6/26/2012		6/17/2014	16,888	8,730				0	8,158
48	X	GOOGLE INC SHS CL C	38259P706			6/27/2012		6/17/2014	15,254	7,981				0	7,273
49	X	GOOGLE INC SHS CL C	38259P706			6/25/2012		6/17/2014	1,090	560				0	530
50	X	INTL PAPER CO	460146103			12/17/2012		7/1/2014	28,924	21,667				0	7,257
51	X	INTL PAPER CO	460146103			1/14/2013		7/1/2014	19,707	15,740				0	3,967
52	X	DISNEY (WALT) CO COM STK	254687106			12/12/2012		10/27/2014	19,250	10,823				0	8,427
53	X	E M C CORPORATION MASS	268648102			10/31/2012		6/17/2014	15,720	14,536				0	1,184
54	X	E M C CORPORATION MASS	268648102			11/1/2012		6/17/2014	10,471	9,952				0	519
55	X	EXXON MOBIL CORP COM	30231G102			7/10/2012		1/8/2014	7,940	6,607				0	1,333
56	X	EXXON MOBIL CORP COM	30231G102			7/9/2012		1/8/2014	35,478	29,511				0	5,967
57	X	EXXON MOBIL CORP COM	30231G102			5/22/2009		1/8/2014	7,035	4,815				0	2,220
58	X	FEDERAL NATL MTG ASSOC	3135G0BA0			8/2/2012		6/26/2014	36,206	36,147				0	59
59	X	FEDERAL HOME LN MTG COR	3137EADH9			11/18/2013		6/26/2014	48,101	48,117				0	-16
60	X	FEDERAL NATL MTG ASSOC	31398ADM1			12/26/2007		6/26/2014	48,532	43,752				0	4,780
61	X	INTL PAPER CO	460146103			6/27/2014		7/1/2014	10,643	10,208				0	435
62	X	INTL PAPER CO	460146103			10/24/2012		7/1/2014	6,874	4,954				0	1,920
63	X	INTL PAPER CO	460146103			10/23/2012		7/1/2014	1,782	1,295				0	487
64	X	JPMORGAN CHASE & CO	46625HBV1			12/26/2007		6/26/2014	35,313	34,977				0	336
65	X	JPMORGAN CHASE & CO	46625HBV1			1/3/2008		9/15/2014	75,000	74,697				0	303
66	X	JPMORGAN CHASE & CO	46625HBV1			5/8/2013		9/15/2014	9,000	9,000				0	0
67	X	JPMORGAN CHASE & CO	46625HBV1			2/21/2008		9/15/2014	25,000	24,990				0	10
68	X	JPMORGAN CHASE & CO	46625HBV1			9/13/2013		9/15/2014	4,000	4,000				0	0

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount	Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Long Term CG Distributions	1,598	Capital Gains/Losses	4,566,059	4,070,727	495,332
Short Term CG Distributions		Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
69	X	JPMORGAN CHASE & CO	46625HBV1			12/26/2007		9/15/2014	35,000	35,000				0	0
70	X	KNOWLES CORP SHS	49926D109			5/27/2008		4/16/2014	7,520	4,372				0	3,148
71	X	KNOWLES CORP SHS	49926D109			5/27/2008		4/17/2014	1,799	1,037				0	762
72	X	CHUBB CORP	171232101			1/12/2009		1/10/2014	15,775	7,766				0	8,009
73	X	CHUBB CORP	171232101			1/12/2009		1/13/2014	15,731	7,811				0	7,920
74	X	CHUBB CORP	171232101			1/12/2009		1/15/2014	15,694	7,811				0	7,883
75	X	CHUBB CORP	171232101			3/26/2012		1/16/2014	7,406	5,627				0	1,779
76	X	CHUBB CORP	171232101			1/12/2009		1/16/2014	8,309	4,154				0	4,155
77	X	CHUBB CORP	171232101			3/26/2012		1/17/2014	16,909	12,901				0	4,008
78	X	CISCO SYSTEMS INC	17275RAE2			2/24/2009		6/26/2014	44,161	38,290				0	5,871
79	X	CITIGROUP INC	172967FT3			11/17/2011		6/26/2014	23,966	21,300				0	2,666
80	X	COCA COLA COM	191216100			9/11/2012		5/29/2014	13,255	12,338				0	917
81	X	COCA COLA COM	191216100			9/10/2012		5/29/2014	6,668	6,207				0	461
82	X	COCA COLA COM	191216100			9/13/2012		5/29/2014	11,425	10,743				0	682
83	X	COCA COLA COM	191216100			9/12/2012		5/29/2014	13,336	12,389				0	947
84	X	CREDIT SUISSE FB USA INC	22541LAR4			12/26/2007		6/26/2014	18,422	17,962				0	460
85	X	CREDIT SUISSE FB USA INC	22541LAR4			1/3/2008		6/26/2014	11,258	10,903				0	355
86	X	DEERE & COMPANY	244199BE4			5/8/2013		3/4/2014	5,770	6,109				0	-339
87	X	DEERE & COMPANY	244199BE4			9/13/2013		3/4/2014	21,156	20,456				0	700
88	X	DEERE & COMPANY	244199BE4			6/12/2012		3/4/2014	182,708	190,786				0	-8,078
89	X	DISNEY (WALT) CO COM STK	254687106			12/11/2012		10/27/2014	41,162	23,128				0	18,034
90	X	TERADATA CORP DEL	88076W103			11/18/2012		2/27/2014	2,476	3,595				0	-1,119
91	X	TERADATA CORP DEL	88076W103			1/15/2013		2/27/2014	4,906	7,054				0	-2,148
92	X	TERADATA CORP DEL	88076W103			11/15/2012		2/27/2014	2,476	3,361				0	-885
93	X	TERADATA CORP DEL	88076W103			1/14/2013		2/27/2014	7,290	10,467				0	-3,177
94	X	TWENTY-FIRST CENTURY	90130A101			8/31/2010		1/9/2014	34,389	11,361				0	23,028
95	X	TWENTY-FIRST CENTURY	90130A101			8/31/2010		2/7/2014	14,299	4,931				0	9,368
96	X	TWENTY-FIRST CENTURY	90130A101			10/4/2012		2/7/2014	28,469	19,591				0	8,878
97	X	UNITED CONTL HLDGS INC	910047109			1/14/2013		1/15/2014	16,018	9,084				0	6,934
98	X	UNITED CONTL HLDGS INC	910047109			1/16/2013		3/14/2014	4,557	2,671				0	1,886
99	X	UNITED CONTL HLDGS INC	910047109			1/15/2013		3/14/2014	30,243	17,562				0	12,681
100	X	UNITED CONTL HLDGS INC	910047109			1/14/2013		3/14/2014	7,371	4,295				0	3,076
101	X	U S TREASURY BOND	912810FT0			6/24/2009		6/26/2014	89,687	74,897				0	14,790
102	X	U S TREASURY BOND	912810QU5			2/24/2012		6/26/2014	124,409	129,365				0	-4,956
103	X	U S TREASURY NOTE	912828ND8			6/11/2010		6/26/2014	49,141	45,598				0	3,543
104	X	U S TREASURY NOTE	912828NT3			5/8/2013		3/4/2014	6,230	6,514				0	-284
105	X	U S TREASURY NOTE	912828NT3			10/28/2010		3/4/2014	92,417	88,545				0	3,872
106	X	U S TREASURY NOTE	912828NT3			9/13/2013		3/4/2014	7,269	7,144				0	125
107	X	U S TREASURY NOTE	912828PA2			5/8/2013		3/4/2014	4,125	4,177				0	-52
108	X	U S TREASURY NOTE	912828PA2			9/13/2013		3/4/2014	3,094	3,053				0	41
109	X	WHIRLPOOL CORP	963320106			2/10/2014		7/24/2014	16,587	15,466				0	1,121
110	X	WHIRLPOOL CORP	963320106			2/7/2014		7/24/2014	26,422	24,579				0	1,843
111	X	WHIRLPOOL CORP	963320106			6/27/2014		7/24/2014	12,037	11,324				0	713
112	X	ALLEGION PLC SHS	G0176J109			11/13/2012		12/10/2013	3,665	2,467				0	1,198
113	X	ALLEGION PLC SHS	G0176J109			11/14/2012		12/10/2013	4,297	2,864				0	1,433
114	X	UNITEDHEALTH GROUP INC	91324P102			6/27/2014		7/1/2014	16,390	16,346				0	44
115	X	VALERO ENERGY CORP NEW	91913Y100			11/15/2011		5/7/2014	41,798	16,490				0	25,308
116	X	ALLEGION PLC SHS	G0176J109			11/15/2012		12/11/2013	6,640	4,373				0	2,267
117	X	ALLEGION PLC SHS	G0176J109			11/14/2012		12/11/2013	2,580	1,713				0	867
118	X	ALLEGION PLC SHS	G0176J109			11/15/2012		12/13/2013	28	19				0	9
119	X	INGERSOLL-RAND PLC	G47791101			11/15/2012		4/16/2014	4,623	2,924				0	1,699
120	X	INGERSOLL-RAND PLC	G47791101			11/14/2012		4/16/2014	12,842	8,187				0	4,655
121	X	INGERSOLL-RAND PLC	G47791101			11/14/2012		4/16/2014	15,125	9,642				0	5,483
122	X	INGERSOLL-RAND PLC	G47791101			11/13/2012		4/16/2014	14,897	9,590				0	5,307
123	X	INGERSOLL-RAND PLC	G47791101			11/15/2012		4/17/2014	22,656	14,113				0	8,543
124	X	MARATHON OIL CORP	565849106			2/21/2013		3/14/2014	5,997	6,287				0	-290
125	X	MARATHON OIL CORP	565849106			2/20/2013		3/14/2014	9,536	10,247				0	-711
126	X	MARATHON OIL CORP	565849106			2/22/2013		3/14/2014	28,706	30,306				0	-1,600
127	X	MASTERCARD INC	57636Q104			12/11/2012		5/29/2014	30,707	19,308				0	11,399
128	X	MCKESSON CORPORATION C	58155Q103			3/9/2009		1/9/2014	31,139	6,955				0	24,184
129	X	MCKESSON CORPORATION C	58155Q103			3/9/2009		3/14/2014	22,569	4,845				0	17,724
130	X	MEDTRONIC INC COM	585055106			8/6/2013		10/27/2014	25,812	21,536				0	4,276
131	X	MEDTRONIC INC COM	585055106			8/5/2013		10/27/2014	25,879	21,593				0	4,286
132	X	MEDTRONIC INC COM	585055106			7/8/2014		10/27/2014	13,271	12,805				0	466
133	X	MEDTRONIC INC COM	585055106			8/8/2013		10/27/2014	10,750	9,014				0	1,736
134	X	MERCK AND CO INC SHS	58933Y105			6/26/2012		4/16/2014	20,669	14,754				0	5,915
135	X	MERCK AND CO INC SHS	58933Y105			6/25/2012		4/16/2014	7,751	5,511				0	2,240
136	X	MICROSOFT CORP	594918104			1/11/2010		9/23/2014	23,777	15,508				0	8,269

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount	Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Long Term CG Distributions	1,598	Capital Gains/Losses	4,566,059	4,070,727	495,332
Short Term CG Distributions		Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
137	X	MICROSOFT CORP	594918104			11/17/2009		9/23/2014	8,642	5,545				0	3,097
138	X	MICROSOFT CORP	594918104			11/16/2009		9/23/2014	44,097	28,080				0	16,017
139	X	MICROSOFT CORP	594918104			12/31/2009		9/23/2014	10,931	7,218				0	3,713
140	X	PFIZER INC	717081103			8/15/2012		10/27/2014	22,609	18,822				0	3,787
141	X	PFIZER INC	717081103			8/14/2012		10/27/2014	11,130	9,237				0	1,893
142	X	PHILIP MORRIS INTL INC	718172109			10/17/2011		5/29/2014	28,492	21,940				0	6,552
143	X	PHILIP MORRIS INTL INC	718172109			1/3/2012		9/15/2014	10,339	9,764				0	575
144	X	PHILIP MORRIS INTL INC	718172109			10/17/2011		9/15/2014	36,229	29,095				0	7,134
145	X	REGIONS FINL CORP	7591EP100			10/11/2013		5/29/2014	7,894	7,599				0	295
146	X	REGIONS FINL CORP	7591EP100			10/10/2013		5/29/2014	21,297	20,284				0	1,013
147	X	REGIONS FINL CORP	7591EP100			10/14/2013		5/30/2014	17,477	16,828				0	649
148	X	REGIONS FINL CORP	7591EP100			10/11/2013		5/30/2014	4,313	4,119				0	194
149	X	SHELL INTERNATIONAL FIN	822582AJ1			9/17/2009		6/26/2014	47,704	42,779				0	4,925
150	X	TERADATA CORP DEL	88076W103			11/15/2012		2/26/2014	464	622				0	-158
151	X	TERADATA CORP DEL	88076W103			11/14/2012		2/26/2014	14,932	20,714				0	-5,782
152	X	TERADATA CORP DEL	88076W103			11/13/2012		2/26/2014	9,784	13,610				0	-3,826
153	X	MICROSOFT CORP	594918104			12/30/2009		9/23/2014	10,604	7,068				0	3,536
154	X	MICROSOFT CORP	594918104			12/29/2009		9/23/2014	18,639	12,572				0	6,067
155	X	MICROSOFT CORP	594918104			1/4/2010		9/23/2014	8,829	5,878				0	2,951
156	X	MYLAN INC	628530107			5/30/2014		10/2/2014	7,155	7,681				0	-526
157	X	MYLAN INC	628530107			5/29/2014		10/2/2014	35,353	37,574				0	-2,221
158	X	MYLAN INC	628530107			6/27/2014		10/3/2014	14,238	15,235				0	-997
159	X	MYLAN INC	628530107			5/30/2014		10/3/2014	7,119	7,380				0	-261
160	X	NETAPP INC	64110D104			8/8/2013		8/7/2014	12,085	13,329				0	-1,244
161	X	NETAPP INC	64110D104			8/9/2013		8/8/2014	17,790	19,718				0	-1,928
162	X	NETAPP INC	64110D104			6/27/2014		8/8/2014	4,283	3,963				0	320
163	X	NETAPP INC	64110D104			8/8/2013		8/8/2014	14,201	15,621				0	-1,420
164	X	NETAPP INC	64110D104			6/27/2014		8/11/2014	4,483	4,106				0	377
165	X	ORACLE CORP $0 01 DEL	68389X105			11/1/2012		10/27/2014	25,401	20,783				0	4,618
166	X	ORACLE CORP $0 01 DEL	68389X105			10/31/2012		10/27/2014	17,511	14,192				0	3,319
167	X	PFIZER INC	717081103			8/14/2012		5/29/2014	11,583	9,430				0	2,153
168	X	PFIZER INC	717081103			8/13/2012		5/29/2014	5,836	4,697				0	1,139
169	X	PFIZER INC	717081103			8/17/2012		10/27/2014	4,243	3,493				0	750
170	X	PFIZER INC	717081103			8/16/2012		10/27/2014	22,667	18,798				0	3,869
171	X	U S TREASURY NOTE	912828PA2			8/2/2012		3/4/2014	107,246	108,544				0	-1,298
172	X	U S TREASURY NOTE	912828QF0			5/27/2011		6/26/2014	19,557	19,110				0	447
173	X	U S TREASURY NOTE	912828RM4			11/17/2011		3/4/2014	156,731	155,542				0	1,189
174	X	U S TREASURY NOTE	912828RM4			5/8/2013		3/4/2014	5,056	5,073				0	-17
175	X	U S TREASURY NOTE	912828SF8			2/27/2012		6/26/2014	147,433	150,885				0	-3,452
176	X	UNITEDHEALTH GROUP INC	91324P102			1/9/2014		7/1/2014	54,088	50,230				0	3,858
177	X	VALERO ENERGY CORP NEW	91913Y100			11/14/2011		5/7/2014	9,109	3,550				0	5,559
178	X	VALERO ENERGY CORP NEW	91913Y100			11/28/2011		5/7/2014	10,320	3,506				0	6,814
179	X	VERIZON COMMUNICATIONS	92343VAY0			8/25/2011		6/26/2014	38,390	37,573				0	817
180	X	VERIZON COMMUNICATIONS	92343VAY0			5/8/2013		11/24/2014	8,268	8,268				0	0
181	X	VERIZON COMMUNICATIONS	92343VAY0			8/25/2011		11/24/2014	151,933	151,933				0	0
182	X	WELLS FARGO & COMPANY	94974BFG0			1/9/2013		6/26/2014	19,946	20,064				0	-118
183	X	WELLS FARGO & COMPANY	94974BFQ8			11/18/2013		6/26/2014	23,198	23,177				0	21
184	X	WHIRLPOOL CORP	963320106			2/7/2014		7/23/2014	5,455	5,189				0	266

Part I, Line 18 (990-PF) - Taxes

		17,952	397	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	397	397		
2	PY EXCISE TAX DUE	4,298			
3	ESTIMATED EXCISE PAYMENTS	13,257			

Part I, Line 23 (990-PF) - Other Expenses

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		25	0	0	25
	Description				
1	STATE AG FEES	25			25

Part II, Line 10a (990-PF) - Investments - U.S. and State Government Obligations

		Federal	2,555,266	1,620,508	0	1,694,414	
		State/Local	0	0	0	0	
	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year	State/Local Obligation
1				0			
2	U S TREASURY BOND		0	137,485		164,852	
3	FEDERAL NATL MTG ASSOC		0	174,854		188,416	
4	U S TREASURY NOTE		0	149,017		159,217	
5	U S TREASURY NOTE		0	81,649		83,012	
6	FEDERAL NATL MTG ASSOC		0	167,126		167,634	
7	U S TREASURY BOND 3 125% FEB 15 20		0	237,464		249,810	
8	U S TREASURY NOTE 2 000% FEB 15 20		0	497,545		505,595	
9	FEDERAL HOME LN MTG CORP		0	175,368		175,878	

Part II, Line 10b (990-PF) - Investments - Corporate Stock

			3,453,850	4,944,843	0	6,387,964
	Description	Num. Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1						
2	EMC CORP(MASS) USD 0.01	0		74,469		87,196
3	DISNEY (WALT) COMPANY HOLDING CO.	0		51,352		77,061
4	DOVER CORPORATION	0		39,796		58,897
5	HALLIBURTON COMPANY COM	0		73,967		62,161
6	HOME DEPOT INC USD 0.05	0		74,286		82,303
7	LOWES COMPANIES INC COM	0		116,832		184,852
8	MICRON TECHNOLOGY	0		136,939		157,533
9	ORACLE CORPORATION	0		56,044		69,722
10	PFIZER INC COM	0		67,322		79,028
11	PARKER HANNIFIN CORP	0		66,750		71,870
12	QUALCOMM INC	0		153,568		143,613
13	SCHLUMBERGER LIMITED COM	0		135,270		121,791
14	TEVA PHARMACEUTICAL INDS ADR	0		62,310		66,667
15	UNION PACIFIC CORP	0		84,203		103,108
16	INTEL CORPORATION	0		63,651		71,483
17	CISCO SYS INC	0		117,686		130,820
18	DOW CHEMICAL COMPANY COMMON	0		76,541		85,805
19	SUNTRUST BANKS INC	0		55,775		71,822
20	CVS CORP	0		104,979		177,604
21	ROSS STORES INC	0		32,881		108,404
22	WESTERN DIGITAL CORP	0		90,781		102,960
23	VALERO ENERGY CORP NEW	0		32,863		58,867
24	WELLS FARGO & CO NEW	0		61,195		65,594
25	BP P L C SPONS ADR	0		92,282		77,775
26	ASTRAZENECA PLC SPONS ADR	0		64,488		67,346
27	AMGEN INC	0		59,195		129,107
28	APPLE COMPUTER INC COM	0		107,886		151,517
29	GOLDMAN SACHS GROUP INC	0		64,207		94,393
30	MCKESSON CORPORATION	0		52,017		122,662
31	UNIVERSAL HEALTH SVCS INC CL B	0		61,356		73,339
32	EXXON MOBIL CORP	0		63,759		65,642
33	UNITED HEALTH GROUP INC	0		77,402		82,948
34	PACKAGING CORP AMER	0		54,544		88,542
35	AETNA INC	0		96,363		116,902
36	J P MORGAN CHASE & CO	0		118,681		177,833
37	US BANCORP DEL	0		120,170		150,678
38	3M CO	0		121,496		194,349
39	COMCAST CORP NEW CL A	0		138,207		198,043
40	GENERAL ELECTRIC CO	0		54,934		54,967
41	MICROSOFT CORP COM	0		57,812		75,635
42	PRICELINE COM INC	0		96,972		92,815
43	BIOGEN IDEC INC	0		82,163		88,922
44	TRW AUTOMOTIVE HLDGS CORP	0		49,663		81,272
45	GOOGLE INC	0		77,710		120,249
46	LAS VEGAS SANDS CORP	0		77,337		65,410

Part II, Line 10b (990-PF) - Investments - Corporate Stock

			3,453,850	4,944,843	0	6,387,964
	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
47	MOLSON COOR BREW CO CL B	0		88,490		101,638
48	HESS CORP	0		61,550		48,644
49	MASTERCARD INC	0		99,061		159,653
50	TRAVELERS COS INC	0		48,971		91,185
51	DISCOVER FINL SVCS	0		67,725		121,464
52	BROCADE COMMUNICATIONS	0		61,948		75,958
53	DELTA AIR LINES INC	0		60,094		79,479
54	PHILIP MORRIS INTL INC	0		61,928		64,676
55	AMERICAN INTERNATIONAL	0		73,225		105,106
56	SUNCOR ENERGY INC NEW	0		107,328		94,991
57	MERCK AND CO INC SHS	0		122,142		161,630
58	UNITED CONTL HLDGS INC	0		36,358		79,048
59	CITIGROUP INC COM NEW	0		116,518		187,492
60	MARATHON PETROLEUM CORP	0		92,582		95,585
61	FACEBOOK INC	0		60,974		73,116
62	GOOGLE INC SHS CL C	0		58,195		83,984
63	DR PEPPER SNAPPLE GROUP	0		109,650		154,808

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

	Description	Interest Rate	Maturity Date	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
				2,445,007	1,286,586	0	1,356,435
1							
2	CREDIT SUISSE FIRST BOSTON USA			0	117,333		118,627
3	GOLDMAN SACHS GROUP INC			0	156,809		164,756
4	AT&T INC			0	140,456		154,701
5	CISCO SYSTEMS INC			0	145,537		161,326
6	SHELL INTERNATIONAL FIN			0	147,230		160,171
7	CITIGROUP INC			0	79,715		90,732
8	WELLS FARGO & COMPANY			0	86,149		86,100
9	APPLE INC			0	161,403		162,833
10	WELLS FARGO & COMPANY			0	82,576		82,721
11	JPMORGAN CHASE & CO			0	169,378		174,468

Part II, Line 13 (990-PF) - Investments - Other

			0	829,819	834,681
	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1				0	
2	BLACKROCK STRATEGIC		0	829,819	834,681

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	9,457
2	PURCHASE OF ACCRUED INTEREST C/O FROM PY	2	1,024
3	FEDERAL EXCISE TAX REFUND	3	8
4	Total	4	10,489

Line 5 - Decreases not included in Part III, Line 2

1	BOND AMORTIZATION	1	17,380
2	Total	2	17,380

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Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	1,598
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						4,564,461	0	0	4,070,727	493,734	0	0	0	493,734
1	AT&T INC	00206RAJ1		2/20/2008	6/26/2014	46,335		0	40,358	5 977	0	0	0	5,977
2	AGILENT TECHNOLOGIES INC	00846U101		8/27/2012	5/29/2014	16,095		0	10,656	5 439	0	0	0	5,439
3	AGILENT TECHNOLOGIES INC	00846U101		8/28/2012	5/30/2014	6 148		0	4 061	2,087	0	0	0	2 087
4	AGILENT TECHNOLOGIES INC	00846U101		8/27/2012	5/30/2014	10,040		0	6,703	3 337	0	0	0	3,337
5	AGILENT TECHNOLOGIES INC	00846U101		8/28/2012	6/2/2014	11,499		0	7,563	3 936	0	0	0	3 936
6	AGILENT TECHNOLOGIES INC	00846U101		8/29/2012	6/2/2014	4 815		0	3 169	1 646	0	0	0	1,646
7	AGILENT TECHNOLOGIES INC	00846U101		8/30/2012	6/3/2014	4,090		0	2,677	1,413	0	0	0	1 413
8	AGILENT TECHNOLOGIES INC	00846U101		8/29/2012	6/3/2014	12,894		0	8,464	4,430	0	0	0	4 430
9	ANHEUSER-BUSCH INBEV WOR	03523TBP2		5/8/2013	3/4/2014	6,634		0	6,987	-353	0	0	0	-353
10	BORG WARNER INC COM	099724106		8/8/2013	6/19/2014	10,476		0	7 732	2,744	0	0	0	2,744
11	BORG WARNER INC COM	099724106		8/9/2013	6/20/2014	12,010		0	8,957	3,053	0	0	0	3,053
12	BORG WARNER INC COM	099724106		8/9/2013	6/23/2014	8,920		0	6,681	2,239	0	0	0	2,239
13	BORG WARNER INC COM	099724106		8/12/2013	6/23/2014	3,167		0	2,387	780	0	0	0	780
14	BORG WARNER INC COM	099724106		8/12/2013	6/24/2014	12,048		0	9,111	2,937	0	0	0	2 937
15	BORG WARNER INC COM	099724106		8/12/2013	6/25/2014	4,328		0	3,313	1,015	0	0	0	1,015
16	CVS HEALTH CORP	126650100		7/10/2012	7/1/2014	18,748		0	11,688	7,060	0	0	0	7,060
17	CVS HEALTH CORP	126650100		7/9/2012	7/1/2014	12 448		0	7 764	4 684	0	0	0	4,684
18	CHEVRON CORP	166764100		1/2/2008	3/14/2014	40,128		0	33,022	7,106	0	0	0	7 106
19	CHEVRON CORP	166764100		3/17/2008	5/29/2014	27 457		0	19 084	8 373	0	0	0	8 373
20	CHEVRON CORP	166764100		1/2/2008	5/29/2014	21,234		0	16,370	4,864	0	0	0	4,864
21	CHEVRON CORP	166764AA8		12/3/2012	3/4/2014	201,910		0	204,529	-2 619	0	0	0	-2,619
22	CHEVRON CORP	166764AA8		9/13/2013	3/4/2014	4 973		0	4 885	88	0	0	0	88
23	CHUBB CORP	171232101		3/17/2008	1/9/2014	4,772		0	2 573	2 199	0	0	0	2,199
24	CHUBB CORP	171232101		1/12/2009	1/9/2014	11,011		0	5 418	5,593	0	0	0	5,593
25	ANHEUSER-BUSCH INBEV WOR	03523TBP2		9/13/2013	3/4/2014	11,372		0	10,948	424	0	0	0	424
26	ANHEUSER-BUSCH INBEV WOR	03523TBP2		7/16/2012	3/4/2014	88 133		0	94,109	-5,976	0	0	0	-5,976
27	APPLE INC	037833100		6/4/2012	8/27/2014	15 551		0	12 266	3,285	0	0	0	3,285
28	APPLE INC	037833100		6/25/2012	8/27/2014	28 275		0	22,937	5,338	0	0	0	5,338
29	APPLE INC	037833100		6/26/2012	8/27/2014	20,095		0	16,242	3,853	0	0	0	3,853
30	APPLE INC	037833AK6		5/13/2013	6/26/2014	60,587		0	62,601	-2,014	0	0	0	-2 014
31	APPLIED MATERIAL INC	038222105		5/28/2013	5/29/2014	6,470		0	4,742	1,728	0	0	0	1,728
32	APPLIED MATERIAL INC	038222105		5/24/2013	5/29/2014	21 368		0	15 306	6 062	0	0	0	6 062
33	APPLIED MATERIAL INC	038222105		5/23/2013	5/29/2014	21 858		0	15,715	6,143	0	0	0	6 143
34	APPLIED MATERIAL INC	038222105		5/29/2013	5/30/2014	3 389		0	2 502	887	0	0	0	887
35	APPLIED MATERIAL INC	038222105		5/28/2013	5/30/2014	14 764		0	10 949	3 815	0	0	0	3,815
36	BIOGEN IDEC INC	09062X103		6/11/2013	10/13/2014	31 964		0	23,335	8 629	0	0	0	8 629
37	BLACKROCK STRATEGIC	09256H286		3/4/2014	6/26/2014	276 360		0	272 896	3,464	0	0	0	3,464
38	BORG WARNER INC COM	099724106		8/8/2013	6/18/2014	11 409		0	8,501	2,908	0	0	0	2,908
39	BORG WARNER INC COM	099724106		8/9/2013	6/19/2014	1,106		0	823	283	0	0	0	283
40	GENERAL ELEC CAP CORP	36962G6R0		5/8/2013	3/4/2014	5,043		0	5,028	15	0	0	0	15
41	GENERAL ELEC CAP CORP	36962G6R0		1/9/2013	3/4/2014	98,850		0	97,982	868	0	0	0	868
42	GENWORTH FINL INC COM	37247D106		1/10/2014	11/11/2014	7,854		0	16,049	-8,195	0	0	0	-8 195
43	GENWORTH FINL INC COM	37247D106		1/9/2014	11/11/2014	7,846		0	15,973	-8 127	0	0	0	-8 127
44	GENWORTH FINL INC COM	37247D106		1/13/2014	11/11/2014	6,770		0	13 714	-6,944	0	0	0	-6,944
45	GENWORTH FINL INC COM	37247D106		7/8/2014	11/11/2014	6 572		0	13,733	-7 161	0	0	0	-7,161
46	GOLDMAN SACHS GROUP INC	38141GEE0		12/26/2007	6/26/2014	29,907		0	27 626	2 281	0	0	0	2,281
47	GOOGLE INC SHS CL C	38259P706		6/26/2012	6/17/2014	16 888		0	8 730	8,158	0	0	0	8,158
48	GOOGLE INC SHS CL C	38259P706		6/27/2012	6/17/2014	15 254		0	7 981	7,273	0	0	0	7 273
49	GOOGLE INC SHS CL C	38259P706		6/25/2012	6/17/2014	1,090		0	560	530	0	0	0	530
50	INTL PAPER CO	460146103		12/17/2012	7/1/2014	28,924		0	21 667	7,257	0	0	0	7,257
51	INTL PAPER CO	460146103		1/14/2013	7/1/2014	19,707		0	15 740	3,967	0	0	0	3,967
52	DISNEY (WALT) CO COM STK	254687106		12/12/2012	10/27/2014	19,250		0	10,823	8,427	0	0	0	8,427
53	E M C CORPORATION MASS	268648102		10/31/2012	6/17/2014	15,720		0	14,536	1,184	0	0	0	1,184
54	E M C CORPORATION MASS	268648102		11/1/2012	6/17/2014	10,471		0	9,952	519	0	0	0	519
55	EXXON MOBIL CORP COM	30231G102		7/10/2012	1/8/2014	7,940		0	6,607	1,333	0	0	0	1 333
56	EXXON MOBIL CORP COM	30231G102		7/9/2012	1/8/2014	35,478		0	29,511	5 967	0	0	0	5,967
57	EXXON MOBIL CORP COM	30231G102		5/22/2009	1/8/2014	7 035		0	4 815	2,220	0	0	0	2,220
58	FEDERAL NATL MTG ASSOC	3135G0BA0		8/2/2012	6/26/2014	36 206		0	36 147	59	0	0	0	59
59	FEDERAL HOME LN MTG CORP	3137EADH9		11/18/2013	6/26/2014	48 101		0	48 117	-16	0	0	0	-16
60	FEDERAL NATL MTG ASSOC	31398ADM1		12/26/2007	6/26/2014	48 532		0	43,752	4 780	0	0	0	4,780
61	INTL PAPER CO	460146103		6/27/2014	7/1/2014	10 643		0	10,208	435	0	0	0	435
62	INTL PAPER CO	460146103		10/24/2012	7/1/2014	6 874		0	4,954	1,920	0	0	0	1,920
63	INTL PAPER CO	460146103		10/23/2012	7/1/2014	1,782		0	1,295	487	0	0	0	487
64	JPMORGAN CHASE & CO	46625HBV1		12/26/2007	6/26/2014	35,313		0	34,977	336	0	0	0	336
65	JPMORGAN CHASE & CO	46625HBV1		1/3/2008	9/15/2014	75,000		0	74,697	303	0	0	0	303
66	JPMORGAN CHASE & CO	46625HBV1		5/8/2013	9/15/2014	9 000		0	9,000	0	0	0	0	0
67	JPMORGAN CHASE & CO	46625HBV1		2/21/2008	9/15/2014	25,000		0	24,990	10	0	0	0	10
68	JPMORGAN CHASE & CO	46625HBV1		9/13/2013	9/15/2014	4,000		0	4,000	0	0	0	0	0
69	JPMORGAN CHASE & CO	46625HBV1		12/26/2007	9/15/2014	35 000		0	35 000	0	0	0	0	0
70	KNOWLES CORP SHS	49926D109		5/27/2008	4/16/2014	7,520		0	4 372	3,148	0	0	0	3,148
71	KNOWLES CORP SHS	49926D109		5/27/2008	4/17/2014	1,799		0	1,037	762	0	0	0	762
72	CHUBB CORP	171232101		1/12/2009	1/10/2014	15,775		0	7,766	8,009	0	0	0	8,009
73	CHUBB CORP	171232101		1/12/2009	1/13/2014	15,731		0	7,811	7,920	0	0	0	7,920
74	CHUBB CORP	171232101		1/12/2009	1/15/2014	15,694		0	7,811	7,883	0	0	0	7,883
75	CHUBB CORP	171232101		3/26/2012	1/16/2014	7,406		0	5,627	1 779	0	0	0	1,779
76	CHUBB CORP	171232101		1/12/2009	1/16/2014	8 309		0	4,154	4,155	0	0	0	4,155
77	CHUBB CORP	171232101		3/26/2012	1/17/2014	16 909		0	12 901	4 008	0	0	0	4 008
78	CISCO SYSTEMS INC	17275RAE2		2/24/2009	6/26/2014	44 161		0	38 290	5 871	0	0	0	5,871
79	CITIGROUP INC	172967FT3		11/17/2011	6/26/2014	23 966		0	21 300	2 666	0	0	0	2 666
80	COCA COLA COM	191216100		9/11/2012	5/29/2014	13 255		0	12 338	917	0	0	0	917
81	COCA COLA COM	191216100		9/10/2012	5/29/2014	6,668		0	6 207	461	0	0	0	461
82	COCA COLA COM	191216100		9/13/2012	5/29/2014	11 425		0	10 743	682	0	0	0	682
83	COCA COLA COM	191216100		9/12/2012	5/29/2014	13,336		0	12 389	947	0	0	0	947
84	CREDIT SUISSE FB USA INC	22541LAR4		12/26/2007	6/26/2014	18,422		0	17,962	460	0	0	0	460

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	1,598
Short Term CG Distributions	0

#	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						4,564,461	0	0	4,070,727	493,734	0	0	0	493,734
85	CREDIT SUISSE FB USA INC	22541LAR4		1/3/2008	6/26/2014	11,258		0	10,903	355	0	0	0	355
86	DEERE & COMPANY	244199BE4		5/8/2013	3/4/2014	5,770		0	6,109	-339	0	0	0	-339
87	DEERE & COMPANY	244199BE4		9/13/2013	3/4/2014	21,156		0	20 456	700	0	0	0	700
88	DEERE & COMPANY	244199BE4		6/12/2012	3/4/2014	182 708		0	190 786	-8,078	0	0	0	-8,078
89	DISNEY (WALT) CO COM STK	254687106		12/11/2012	10/27/2014	41,162		0	23,128	18,034	0	0	0	18,034
90	TERADATA CORP DEL	88076W103		11/18/2012	2/27/2014	2 476		0	3,595	-1,119	0	0	0	-1,119
91	TERADATA CORP DEL	88076W103		1/15/2013	2/27/2014	4,906		0	7,054	-2,148	0	0	0	-2 148
92	TERADATA CORP DEL	88076W103		11/15/2012	2/27/2014	2,476		0	3,361	-885	0	0	0	-885
93	TERADATA CORP DEL	88076W103		1/14/2013	2/27/2014	7 290		0	10,467	-3 177	0	0	0	-3,177
94	TWENTY-FIRST CENTURY	90130A101		8/31/2010	1/9/2014	34,389		0	11 361	23 028	0	0	0	23,028
95	TWENTY-FIRST CENTURY	90130A101		8/31/2010	2/7/2014	14 299		0	4,931	9 368	0	0	0	9 368
96	TWENTY-FIRST CENTURY	90130A101		10/4/2012	2/7/2014	28,469		0	19 591	8 878	0	0	0	8,878
97	UNITED CONTL HLDGS INC	910047109		1/14/2013	1/15/2014	16 018		0	9 084	6,934	0	0	0	6,934
98	UNITED CONTL HLDGS INC	910047109		1/16/2013	3/14/2014	4 557		0	2 671	1 886	0	0	0	1,886
99	UNITED CONTL HLDGS INC	910047109		1/15/2013	3/14/2014	30,243		0	17,562	12,681	0	0	0	12 681
100	UNITED CONTL HLDGS INC	910047109		1/14/2013	3/14/2014	7,371		0	4,295	3,076	0	0	0	3 076
101	U S TREASURY BOND	912810FT0		6/24/2009	6/26/2014	89,687		0	74 897	14,790	0	0	0	14,790
102	U S TREASURY BOND	912810QU5		2/24/2012	6/26/2014	124,409		0	129,365	-4,956	0	0	0	-4,956
103	U S TREASURY NOTE	912828ND8		6/11/2010	6/26/2014	49,141		0	45,598	3,543	0	0	0	3 543
104	U S TREASURY NOTE	912828NT3		5/8/2013	3/4/2014	6,230		0	6,514	-284	0	0	0	-284
105	U S TREASURY NOTE	912828NT3		10/28/2010	3/4/2014	92,417		0	88,545	3,872	0	0	0	3,872
106	U S TREASURY NOTE	912828NT3		9/13/2013	3/4/2014	7,269		0	7,144	125	0	0	0	125
107	U S TREASURY NOTE	912828PA2		5/8/2013	3/4/2014	4,125		0	4,177	-52	0	0	0	-52
108	U S TREASURY NOTE	912828PA2		9/13/2013	3/4/2014	3,094		0	3,053	41	0	0	0	41
109	WHIRLPOOL CORP	963320106		2/10/2014	7/24/2014	16,587		0	15 466	1,121	0	0	0	1,121
110	WHIRLPOOL CORP	963320106		2/7/2014	7/24/2014	26 422		0	24,579	1 843	0	0	0	1,843
111	WHIRLPOOL CORP	963320106		6/27/2014	7/24/2014	12,037		0	11,324	713	0	0	0	713
112	ALLEGION PLC SHS	G0176J109		11/13/2012	12/10/2013	3,665		0	2,467	1 198	0	0	0	1,198
113	ALLEGION PLC SHS	G0176J109		11/14/2012	12/10/2013	4 297		0	2,864	1 433	0	0	0	1 433
114	UNITEDHEALTH GROUP INC	91324P102		6/27/2014	7/1/2014	16 390		0	16,346	44	0	0	0	44
115	VALERO ENERGY CORP NEW	91913Y100		11/15/2011	5/7/2014	41,798		0	16,490	25,308	0	0	0	25,308
116	ALLEGION PLC SHS	G0176J109		11/15/2012	12/11/2013	6,640		0	4,373	2,267	0	0	0	2,267
117	ALLEGION PLC SHS	G0176J109		11/14/2012	12/11/2013	2,580		0	1,713	867	0	0	0	867
118	ALLEGION PLC SHS	G0176J109		11/15/2012	12/13/2013	28		0	19	9	0	0	0	9
119	INGERSOLL-RAND PLC	G47791101		11/15/2012	4/16/2014	4,623		0	2,924	1,699	0	0	0	1,699
120	INGERSOLL-RAND PLC	G47791101		11/14/2012	4/16/2014	12,842		0	8,187	4 655	0	0	0	4,655
121	INGERSOLL-RAND PLC	G47791101		11/14/2012	4/16/2014	15 125		0	9,642	5 483	0	0	0	5 483
122	INGERSOLL-RAND PLC	G47791101		11/13/2012	4/16/2014	14 897		0	9 590	5,307	0	0	0	5 307
123	INGERSOLL-RAND PLC	G47791101		11/15/2012	4/17/2014	22,656		0	14,113	8,543	0	0	0	8,543
124	MARATHON OIL CORP	565849106		2/21/2013	3/14/2014	5,997		0	6,287	-290	0	0	0	-290
125	MARATHON OIL CORP	565849106		2/20/2013	3/14/2014	9,536		0	10,247	-711	0	0	0	-711
126	MARATHON OIL CORP	565849106		2/22/2013	3/14/2014	28,706		0	30,306	-1,600	0	0	0	-1,600
127	MASTERCARD INC	57636Q104		12/11/2012	5/29/2014	30 707		0	19,308	11,399	0	0	0	11,399
128	MCKESSON CORPORATION COM	58155Q103		3/9/2009	1/9/2014	31,139		0	6,955	24,184	0	0	0	24,184
129	MCKESSON CORPORATION COM	58155Q103		3/9/2009	3/14/2014	22,569		0	4,845	17,724	0	0	0	17,724
130	MEDTRONIC INC COM	585055106		8/6/2013	10/27/2014	25 812		0	21,536	4 276	0	0	0	4,276
131	MEDTRONIC INC COM	585055106		8/5/2013	10/27/2014	25 879		0	21 593	4 286	0	0	0	4,286
132	MEDTRONIC INC COM	585055106		7/8/2014	10/27/2014	13 271		0	12,805	466	0	0	0	466
133	MEDTRONIC INC COM	585055106		8/8/2013	10/27/2014	10 750		0	9 014	1,736	0	0	0	1,736
134	MERCK AND CO INC SHS	58933Y105		6/26/2012	4/16/2014	20 669		0	14 754	5,915	0	0	0	5,915
135	MERCK AND CO INC SHS	58933Y105		6/25/2012	4/16/2014	7 751		0	5,511	2,240	0	0	0	2 240
136	MICROSOFT CORP	594918104		1/11/2010	9/23/2014	23 777		0	15 508	8,269	0	0	0	8,269
137	MICROSOFT CORP	594918104		11/17/2009	9/23/2014	8,642		0	5,545	3,097	0	0	0	3,097
138	MICROSOFT CORP	594918104		11/16/2009	9/23/2014	44,097		0	28,080	16 017	0	0	0	16,017
139	MICROSOFT CORP	594918104		12/31/2009	9/23/2014	10 931		0	7,218	3 713	0	0	0	3,713
140	PFIZER INC	717081103		8/15/2012	10/27/2014	22 609		0	18,822	3 787	0	0	0	3,787
141	PFIZER INC	717081103		8/14/2012	10/27/2014	11,130		0	9 237	1,893	0	0	0	1,893
142	PHILIP MORRIS INTL INC	718172109		10/17/2011	5/29/2014	28,492		0	21 940	6 552	0	0	0	6,552
143	PHILIP MORRIS INTL INC	718172109		1/3/2012	9/15/2014	10 339		0	9,764	575	0	0	0	575
144	PHILIP MORRIS INTL INC	718172109		10/17/2011	9/15/2014	36,229		0	29,095	7,134	0	0	0	7,134
145	REGIONS FINL CORP	7591EP100		10/11/2013	5/29/2014	7,894		0	7,599	295	0	0	0	295
146	REGIONS FINL CORP	7591EP100		10/10/2013	5/29/2014	21,297		0	20,284	1,013	0	0	0	1,013
147	REGIONS FINL CORP	7591EP100		10/14/2013	5/30/2014	17,477		0	16,828	649	0	0	0	649
148	REGIONS FINL CORP	7591EP100		10/11/2013	5/30/2014	4,313		0	4,119	194	0	0	0	194
149	SHELL INTERNATIONAL FIN	822582AJ1		9/17/2009	6/26/2014	47,704		0	42 779	4,925	0	0	0	4,925
150	TERADATA CORP DEL	88076W103		11/15/2012	2/26/2014	464		0	622	-158	0	0	0	-158
151	TERADATA CORP DEL	88076W103		11/14/2012	2/26/2014	14 932		0	20 714	-5 782	0	0	0	-5,782
152	TERADATA CORP DEL	88076W103		11/13/2012	2/26/2014	9,784		0	13 610	-3,826	0	0	0	-3,826
153	MICROSOFT CORP	594918104		12/30/2009	9/23/2014	10,604		0	7,068	3,536	0	0	0	3 536
154	MICROSOFT CORP	594918104		12/29/2009	9/23/2014	18,639		0	12,572	6,067	0	0	0	6,067
155	MICROSOFT CORP	594918104		1/4/2010	9/23/2014	8,829		0	5,878	2,951	0	0	0	2,951
156	MYLAN INC	628530107		5/30/2014	10/2/2014	7,155		0	7,681	-526	0	0	0	-526
157	MYLAN INC	628530107		5/29/2014	10/2/2014	35,353		0	37,574	-2,221	0	0	0	-2,221
158	MYLAN INC	628530107		6/27/2014	10/3/2014	14,238		0	15,235	-997	0	0	0	-997
159	MYLAN INC	628530107		5/30/2014	10/3/2014	7,119		0	7,380	-261	0	0	0	-261
160	NETAPP INC	64110D104		8/8/2013	8/7/2014	12 085		0	13 329	-1 244	0	0	0	-1 244
161	NETAPP INC	64110D104		8/9/2013	8/8/2014	17 790		0	19 718	-1 928	0	0	0	-1,928
162	NETAPP INC	64110D104		6/27/2014	8/8/2014	4 283		0	3 963	320	0	0	0	320
163	NETAPP INC	64110D104		8/8/2013	8/8/2014	14,201		0	15 621	-1,420	0	0	0	-1,420
164	NETAPP INC	64110D104		6/27/2014	8/11/2014	4 483		0	4 106	377	0	0	0	377
165	ORACLE CORP $0 01 DEL	68389X105		11/1/2012	10/27/2014	25,401		0	20 783	4 618	0	0	0	4,618
166	ORACLE CORP $0 01 DEL	68389X105		10/31/2012	10/27/2014	17,511		0	14 192	3,319	0	0	0	3,319
167	PFIZER INC	717081103		8/14/2012	5/29/2014	11,583		0	9 430	2,153	0	0	0	2,153
168	PFIZER INC	717081103		8/13/2012	5/28/2014	5 836		0	4,697	1,139	0	0	0	1 139

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	1,598
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						4,564,461	0	0	4,070,727	493,734	0	0	0	493,734
169	PFIZER INC	717081103		8/17/2012	10/27/2014	4,243		0	3 493	750	0	0	0	750
170	PFIZER INC	717081103		8/16/2012	10/27/2014	22,667		0	18,798	3,869	0	0	0	3,869
171	U S TREASURY NOTE	912828PA2		8/2/2012	3/4/2014	107,246		0	108,544	-1,298	0	0	0	-1,298
172	U S TREASURY NOTE	912828QF0		5/27/2011	6/26/2014	19 557		0	19,110	447	0	0	0	447
173	U S TREASURY NOTE	912828RM4		11/17/2011	3/4/2014	156,731		0	155,542	1,189	0	0	0	1,189
174	U S TREASURY NOTE	912828RM4		5/8/2013	3/4/2014	5,056		0	5,073	-17	0	0	0	-17
175	U S TREASURY NOTE	912828SF8		2/27/2012	6/26/2014	147,433		0	150 885	-3 452	0	0	0	-3,452
176	UNITEDHEALTH GROUP INC	91324P102		1/9/2014	7/1/2014	54,088		0	50,230	3 858	0	0	0	3 858
177	VALERO ENERGY CORP NEW	91913Y100		11/14/2011	5/7/2014	9,109		0	3 550	5 559	0	0	0	5 559
178	VALERO ENERGY CORP NEW	91913Y100		11/28/2011	5/7/2014	10,320		0	3 506	6 814	0	0	0	6 814
179	VERIZON COMMUNICATIONS	92343VAY0		8/25/2011	6/26/2014	38,390		0	37,573	817	0	0	0	817
180	VERIZON COMMUNICATIONS	92343VAY0		5/8/2013	11/24/2014	8,268		0	8 268	0	0	0	0	0
181	VERIZON COMMUNICATIONS	92343VAY0		8/25/2011	11/24/2014	151,933		0	151 933	0	0	0	0	0
182	WELLS FARGO & COMPANY	94974BFG0		1/9/2013	6/26/2014	19 946		0	20,064	-118	0	0	0	-118
183	WELLS FARGO & COMPANY	94974BFQ8		11/18/2013	6/26/2014	23 198		0	23,177	21	0	0	0	21
184	WHIRLPOOL CORP	963320106		2/7/2014	7/23/2014	5 455		0	5 189	266	0	0	0	266

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
										88,812	0	0
1	MLTC, A DIVISION OF BANK OF A	X	P O Box 1501, NJ2-130-03-31	Pennington	NJ	08534-1501		TRUSTEE	2 00	88,812		

Part VI, Line 6a (990-PF) - Estimated Tax Payments

		Date		Amount
1	Credit from prior year return		1	0
2	First quarter estimated tax payment	4/11/2014	2	3,314
3	Second quarter estimated tax payment	5/14/2014	3	3,314
4	Third quarter estimated tax payment	8/14/2014	4	3,314
5	Fourth quarter estimated tax payment	11/14/2014	5	3,315
6	Other payments		6	
7	Total		7	13,257