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 DEC 1, 2013 , and ending NOV 30, 2014

Name of foundation: THE JACKSON FOUNDATION

A Employer identification number: 54-1186114

Number and street (or P O box number if mail is not delivered to street address): 104 SHOCKOE SLIP, SUITE 2B | Room/suite

B Telephone number: 804.648.1418

City or town, state or province, country, and ZIP or foreign postal code: RICHMOND, VA 23219

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 16,123,534.

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(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	936,458.		N/A	
2 Check ▶ ☐ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	14.	14.		STATEMENT 1
4 Dividends and interest from securities	231,984.	231,984.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	1,099,178.			
b Gross sales price for all assets on line 6a 5,345,332.				
7 Capital gain net income (from Part IV, line 2)		1,099,178.		
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)				
11 Other income	12,375.	12,375.		STATEMENT 3
12 **Total** Add lines 1 through 11	2,280,009.	1,343,551.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	44,518.	0.		0.
14 Other employee salaries and wages	15,559.	60,077.		0.
15 Pension plans, employee benefits				
16a Legal fees STMT 4	250.	250.		0.
b Accounting fees STMT 5	3,970.	3,970.		0.
c Other professional fees				
17 Interest				
18 Taxes STMT 6	45,635.	8,784.		0.
19 Depreciation and depletion	43.	0.		
20 Occupancy	11,700.	11,700.		0.
21 Travel, conferences, and meetings	755.	755.		0.
22 Printing and publications				
23 Other expenses STMT 7	13,368.	13,368.		0.
24 **Total operating and administrative expenses.** Add lines 13 through 23	135,798.	98,904.		0.
25 Contributions, gifts, grants paid	760,561.			760,561.
26 **Total expenses and disbursements.** Add lines 24 and 25	896,359.	98,904.		760,561.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	1,383,650.			
b **Net investment income** (if negative, enter -0-)		1,244,647.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

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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	182,234.	313,770.	313,770.
	2	Savings and temporary cash investments			
	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 9	439,191.	412,207.	418,972.
	b	Investments - corporate stock STMT 10	4,827,950.	5,601,498.	8,213,811.
	c	Investments - corporate bonds STMT 11	1,321,593.	1,334,801.	1,368,969.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 12	3,798,644.	4,131,007.	5,806,366.
	14	Land, buildings, and equipment: basis ▶ 1,732.			
		Less accumulated depreciation ▶ 1,732.	44.	0.	0.
	15	Other assets (describe ▶ PAYROLL RECEIVABLE)	2,394.	1,646.	1,646.
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	10,572,050.	11,794,929.	16,123,534.
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 ▶ ☐ 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 ▶ [X] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	15,823,493.	15,823,493.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	-5,251,443.	-4,028,564.	
	30	**Total net assets or fund balances**	10,572,050.	11,794,929.	
	31	**Total liabilities and net assets/fund balances**	10,572,050.	11,794,929.	

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	10,572,050.
2	Enter amount from Part I, line 27a	2	1,383,650.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	11,955,700.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	160,771.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,794,929.

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	DAVENPORT - SEE ATTACHED STATEMENT	P		
b	SUNTRUST - SEE ATTACHED STATEMENT	P		
c	LITIGATION PROCEEDS	P		
d	CAPITAL GAINS DIVIDENDS			
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	1,945,795.		1,471,379.	474,416.
b	3,109,537.		2,774,775.	334,762.
c	176.			176.
d	289,824.			289,824.
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				474,416.
b				334,762.
c				176.
d				289,824.
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } 2 1,099,178.

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	717,050.	13,016,453.	.055088
2011	573,502.	11,955,105.	.047971
2010	723,477.	12,119,782.	.059694
2009	605,200.	11,240,939.	.053839
2008	589,280.	9,659,604.	.061005

2	**Total** of line 1, column (d)	2	.277597
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	.055519
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	14,226,777.
5	Multiply line 4 by line 3	5	789,856.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	12,446.
7	Add lines 5 and 6	7	802,302.
8	Enter qualifying distributions from Part XII, line 4	8	760,561.

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	24,893.
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	24,893.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	**Tax based on investment income** Subtract line 4 from line 3. If zero or less, enter -0-	5	24,893.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a 18,240.		
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	18,240.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	150.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	6,803.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	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. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 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*	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? N/A	4b		
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) ▶ VA			
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 ▶ WWW.JACKSONF.ORG

14 The books are in care of ▶ THE FOUNDATION Telephone no. ▶ (804)644-5735

Located at ▶ 104 SHOCKOE SLIP, RICHMOND, VA ZIP+4 ▶ 23219

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

		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 ▶ ____, ____, ____, ____				
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?	☐ 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.)*	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

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
SEE STATEMENT 13		44,518.	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

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 N/A	
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	
All other program-related investments. See instructions. 3	
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	14,119,881.
b	Average of monthly cash balances		1b	323,547.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	14,443,428.
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	14,443,428.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	216,651.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	14,226,777.
6	**Minimum investment return.** Enter 5% of line 5		6	711,339.

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	711,339.
2a	Tax on investment income for 2013 from Part VI, line 5	2a 24,893.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	24,893.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	686,446.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	686,446.
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	686,446.

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	760,561.
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	760,561.
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	760,561.

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				686,446.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008 110,114.				
b From 2009 44,463.				
c From 2010 123,844.				
d From 2011				
e From 2012 84,429.				
f **Total** of lines 3a through e	362,850.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 760,561.				
a Applied to 2012, but not more than line 2a			0.	
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				686,446.
e Remaining amount distributed out of corpus	74,115.			
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	436,965.			
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				0.
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	110,114.			
9 **Excess distributions carryover to 2014** Subtract lines 7 and 8 from line 6a	326,851.			
10 Analysis of line 9:				
a Excess from 2009 44,463.				
b Excess from 2010 123,844.				
c Excess from 2011				
d Excess from 2012 84,429.				
e Excess from 2013 74,115.				

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

JILL MCCORMICK, 804-644-5735
104 SHOCKOE SLIP, SUITE 2B, RICHMOND, VA 23219

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

NO PRESCRIBED FORM

c Any submission deadlines:

NONE

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

NONE

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*				
NATIONAL CENTER FOR FAMILY PHILANTHROPY 1101 CONNECTICUT AVE. NW WASHINGTON , DC 20036	NONE	501(C)(3)	GENERAL	1,000.
PARTNERSHIP FOR NONPROFIT EXCELLENCE 7501 BOULDERS VIEW DR. STE 101 RICHMOND, VA 23225	NONE	501(C)(3)	GENERAL	30,000.
VA TREATMENT CENTER FOR CHILDREN'S ADVISORY COUNCIL P.O. BOX 980489 RICHMOND, VA 23298	NONE	501(C)(3)	CAPACITY BUILDING	40,000.
JEWISH FAMILY SERVICES OF RICHMOND 6718 PATTERSON AVE. RICHMOND, VA 23226	NONE	501(C)(3)	GENERAL	50,000.
CHILDSAVERS 200 N. 22ND ST. RICHMOND, VA 23223	NONE	501(C)(3)	GENERAL	50,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	760,561.
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 (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	14.	
4 Dividends and interest from securities			14	231,984.	
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			14	12,375.	
8 Gain or (loss) from sales of assets other than inventory			18	1,099,178.	
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.		1,343,551.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 1,343,551.

(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).

323621 10-10-13

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
		N/A	

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

Signature of officer or trustee: [signature] Date: 4-7-15 Title: Pres

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
L. MICHAEL GRACIK	[signature]	3/26/15		P00443599
Firm's name ▶ KEITER,STEPHENS,HURST,GARY & SHREAVES,P			Firm's EIN ▶ 54-1631262	
Firm's address ▶ P.O. BOX 32066 RICHMOND, VA 23294-2066			Phone no. (804)747-0000	

Form 990-PF (2013)

323622
10-10-13

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2013

Name of the organization	Employer identification number
THE JACKSON FOUNDATION	54-1186114

Organization type (check one):

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of $5,000 or more during the year ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization

THE JACKSON FOUNDATION

Employer identification number

54-1186114

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ESTATE OF PATRICIA ASCH 5 MOUNT HOREB ROAD WARREN , NJ 07059	$ 301,751.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
2	ESTATE OF PATRICIA ASCH 5 MOUNT HOREB ROAD WARREN, NJ 07059	$ 634,707.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization	Employer identification number
THE JACKSON FOUNDATION	54-1186114

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	VARIOUS SECURITIES	$ 634,707.	08/21/14

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
THE JACKSON FOUNDATION	54-1186114

Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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
FIRST CONTRACTORS 2300 N. LOMBARDY ST. RICHMOND, VA 23220	NONE	501(C)(3)	GENERAL	12,500.
J. SARGEANT REYNOLDS COMMUNITY COLLEGE 1851 DICKINSON RD GOOCHLAND , VA 23063	NONE	501(C)(3)	GENERAL	39,761.
HOPE IN THE CITIES 2201 WEST BROAD ST. RICHMOND, VA 23220	NONE	501(C)(3)	GENERAL	23,900.
PETER PAUL DEVELOPMENT CENTER 1708 N. 22ND ST. RICHMOND, VA 23223	NONE	501(C)(3)	GENERAL	60,000.
VIRGNIA LEAGUE FOR PLANNED PARENTHOOD 201 N. HAMILTON ST. RICHMOND, VA 23221	NONE	501(C)(3)	GENERAL	20,000.
RICHMOND COMMUNITY HIGH SCHOOL 201 E BROOKLAND PARK BLVD. RICHMOND, VA 23222	NONE	501(C)(3)	GENERAL	30,000.
VIRGINIA FIRST 2500 WEST BROAD ST. RICHMOND, VA 23220	NONE	501(C)(3)	GENERAL	75,000.
NEIGHBORHOOD RESOURCE CENTER 1519 WILLIAMSBURG RD RICHMOND, VA 23231	NONE	501(C)(3)	GENERAL	22,400.
BETTER HOUSING COALITION 23 W. BROAD ST. #100 RICHMOND, VA 23241	NONE	501(C)(3)	GENERAL	25,000.
COMMUNITIES IN SCHOOLS 2345 CRYSTAL DRIVE, SUITE 801 ARLINGTON, VA 22202	NONE	501(C)(3)	GENERAL	40,000.
Total from continuation sheets				589,561.

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
VIRGINIA CENTER FOR INCLUSIVE COMMUNITIES 5511 STAPLES MILL RD. RICHMOND, VA 23228	NONE	501(C)(3)	GENERAL	20,000.
RICHMOND PUBLIC SCHOOL EDUC. FOUNDATION 301 NORTH NINTH ST RICHMOND, VA 23219	NONE	501(C)(3)	GENERAL	35,000.
YWCA OF RICHMOND 6 N. 5TH ST. RICHMOND, VA 23219	NONE	501(C)(3)	GENERAL	56,000.
SERVICE KIDS IN PROGRESS 2431 DEVENWOOD RD RICHMOND, VA 23235	NONE	501(C)(3)	GENERAL	5,000.
CHALLENGE DISCOVERY 28 WESTHAMPTON WAY RICHMOND, VA 23173	NONE	501(C)(3)	GENERAL	10,000.
GREAT ASPIRATIONS SCHOLARSHIP PROGRAM 4551 COX RD. SUITE 110 GLEN ALLEN, VA 23060	NONE	501(C)(3)	GENERAL	15,000.
BOYS AND GIRLS CLUBS OF METRO RICHMOND 2409 BAINBRIDGE ST. RICHMOND, VA 23225	NONE	501(C)(3)	GENERAL	20,000.
PARTNERSHIP FOR THE FUTURE 4521 HIGHWOODS PARKWAY GLEN ALLEN, VA 23060	NONE	501(C)(3)	GENERAL	15,000.
ART 180 114 W. MARSHALL ST. RICHMOND, VA 23220	NONE	501(C)(3)	GENERAL	15,000.
SACRED HEAR CENTER 1400 PERRY ST RICHMOND, VA 23224	NONE	501(C)(3)	GENERAL	20,000.
Total from continuation sheets				

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05-01-13

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
RICHMOND HILL 2209 E. GRACE ST RICHMOND, VA 23223	NONE	501(C)(3)	GENERAL	30,000.
Total from continuation sheets				

DAVENPORT
& COMPANY LLC
EST. 1863 • MEMBER: NYSE • FINRA • SIPC

REALIZED GAINS AND LOSSES
THE JACKSON FOUNDATION
4551-1072-RSTJ-DAM-I-Y
From 12-01-13 Through 11-30-14

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss Short Term	Gain Or Loss Long Term
08-08-12	01-08-14	760 000	Aon Plc Cl A	39,100 94		62,054 36		22,953 42
04-02-08	01-15-14	695 000	Lowes Companies Inc	17,302 45		33,473 40		16,170 95
12-14-11	01-15-14	550 000	Lowes Companies Inc	13,466 57		26,489 73		13,023 16
09-22-10	01-15-14	300 000	Lowes Companies Inc	6,592 17		14,448 95		7,856 78
05-16-13	01-15-14	170 000	Valero Energy Corp	6,817 65		8,717 67	1,900 02	
11-14-12	01-15-14	690 000	Valero Energy Corp	18,775 61		35,383 48		16,607 87
08-21-13	01-23-14	395 000	Facebook Inc Cl A	15,328 61		22,043 77	6,715 16	
03-14-12	01-30-14	60,000 000	Bank Amer Corp Medium Term Sr Note Var 1 655% Due 01-30-14	58,863 94	1,136 06	60,000 00		0 00
02-10-12	02-07-14	60,000 000	Goldman Sachs Group Inc Note Var 1 237% Due 02-07-14	58,926 60	1,073 40	60,000 00		0 00
11-14-12	02-12-14	425 000	Walgreen Company Chg	13,890 19		27,222 43		13,332 24
06-25-08	02-20-14	340 000	Albemarle Corp	14,917 40		21,896 20		6,978 80
10-08-08	02-20-14	575 000	Albemarle Corp	14,596 74		37,030 33		22,433 59
06-04-08	02-26-14	425 000	Walt Disney Co	14,448 81		33,966 22		19,517 41
11-14-12	03-19-14	915 000	Walgreen Company Chg	29,904 76		61,110 77		31,206 01
10-17-12	03-26-14	34.000	Occidental Petroleum Corp	2,871 19		3,195 01		323 82
01-14-09	03-26-14	635 000	Occidental Petroleum Corp	34,863 91		59,671 43		24,807.52
08-21-13	04-09-14	975 000	Facebook Inc Cl A	37,836 43		57,869 65	20,033 22	
12-12-12	04-09-14	290 000	Johnson & Johnson	20,729.77		28,375 85		7,646 08
06-27-12	04-09-14	10 000	Johnson & Johnson	671 87		978 48		306 61
12-30-88	04-09-14	185 000	Johnson & Johnson	993 96		18,101 84		17,107 88
01-08-14	05-07-14	1,150 000	Ebay Inc	61,303 17		57,573 01	(3,730 16)	
08-22-12	05-07-14	415 000	Goldman Sachs Group Inc	43,810 44		64,084 45		20,274 01
01-18-12	06-11-14	133 000	Now Inc	4,038 56		4,285 70		247 14
12-05-12	06-11-14	90 000	Now Inc	2,533 82		2,900 10		366 28
06-25-08	06-12-14	50 000	Wal-mart Stores Inc	2,920 11		3,713 93		793 82
01-18-12	06-12-14	0 750	Now Inc	22 77		23 66		0 89
12-16-09	07-02-14	615 000	Wells Fargo & Co New	16,081 14		32,309 84		16,228 70
01-15-14	07-02-14	620 000	American Airlines Group Inc	18,125 57		25,987 90	7,862 33	
05-14-14	07-09-14	790 000	Ishares Floating Rate Bond Etf	40,187 30		40,020 51	(166 79)	
05-21-13	07-09-14	905 000	Ishares Floating Rate Bond Etf	45,991 56		45,846 29		(145 27)
05-18-11	07-15-14	33,000 000	At&t Inc Xxxpartial Call 00206r-av-4 2 500% Due 07-15-14	33,365 31	(365 31)	33,783 95		783 95
11-14-12	07-23-14	125 000	Mcdonalds Corp	10,690 56		11,878 04		1,187 48
06-03-09	07-23-14	570 000	Mcdonalds Corp	34,703 65		54,163 85		19,460 20
09-19-13	08-06-14	845 000	Chicago Bridge & Iron Company N V	56,623 87		49,103 04	(7,520 83)	
06-25-08	08-13-14	420 000	Wal-mart Stores Inc	24,528 97		30,898 26		6,369 29
10-22-08	08-13-14	430 000	Wal-mart Stores Inc	22,747 65		31,633 93		8,886 28
01-05-11	08-13-14	245 000	Wellpoint Inc Xxx	14,320 15		26 822 88		12,502 73
01-18-12	09-17-14	535 000	National Oilwell Varco Inc	36,117 12		43,411 66		7,294 54
12-05-12	09-17-14	360 000	National Oilwell Varco Inc	22,533 06		29,211 59		6,678 53
11-21-13	09-24-14	2,675 000	Flowers Foods Inc	59,554 06		49,409 36	(10,144 70)	
02-20-14	09-24-14	286 000	Flowers Foods Inc	6,091 17		5,282 65	(808 52)	
02-19-14	09-24-14	594 000	Flowers Foods Inc	12,384 72		10,971 65	(1,413 07)	
11-14-12	09-24-14	1,160 000	Valero Energy Corp	31,564 80		53,562 16		21,997 36
08-31-11	10-07-14	32 000	Berkshire Hathaway Inc De Cl B New	2,343 78		4,364 39		2,020 60
11-19-96	10-07-14	53 000	Berkshire Hathaway Inc De Cl B New	1,617 59		7,228 51		5,610 92

DAVENPORT
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REALIZED GAINS AND LOSSES
THE JACKSON FOUNDATION
4551-1072-RSTJ-DAM-I-Y
From 12-01-13 Through 11-30-14

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss Short Term	Gain Or Loss Long Term
06-26-13	10-07-14	100 000	Nestle S A Spnsd Adr Repstng Reg Shs	6,502 87		7,060 84		557 97
02-21-14	10-07-14	300.000	Activision Blizzard Inc	5,981 10		5,959 87	(21 23)	
06-27-12	10-07-14	22.000	Amazon com Inc	5,002 77		6,904 91		1,902 14
01-15-14	10-07-14	145 000	American Airlines Group Inc	4,239 05		4,882 60	643 55	
02-28-13	10-07-14	50 000	Amgen Inc	4,628 45		6,726 86		2,098 41
09-14-06	10-07-14	80 000	Apple Inc	851 65		7,827 64		6,975 99
09-03-08	10-07-14	80.000	Automatic Data Processing Inc	3,192 42		5,802 07		2,609 65
01-15-14	10-07-14	120 000	Cme Group Inc Class A	9,160 92		9,531 60	370 68	
04-02-14	10-07-14	130 000	Celgene Corp	9,712 10		11,946 24	2,234 14	
06-11-14	10-07-14	275 000	Cisco Systems Inc	6,935 01		6,690 85	(244 16)	
09-25-13	10-07-14	70 000	Directv	4,249 90		6,032 87		1,782 97
08-15-14	10-07-14	105 000	Dish Network Corp Cl A	6,812 05		6,588.65	(223 40)	
05-21-14	10-07-14	125 000	Express Scripts Hldg Company	8,773 97		8,646 06	(127 91)	
08-14-13	10-07-14	10 000	Google Inc Cl C	4,388 76		5,566.28		1,177.52
08-14-13	10-07-14	10 000	Google Inc Cl A	4,402 84		5,670 57		1,267 73
05-07-14	10-07-14	70 000	Liberty Media Corp Cl A	3,112.59		3,133 53	20 94	
05-07-14	10-07-14	145 000	Liberty Media Corp Del Ser C	6,215 59		6,529 75	314 16	
03-03-10	10-07-14	75 000	Qualcomm Inc	2,928 48		5,431.88		2,503 40
07-03-13	10-07-14	60 000	Starbucks Corp	4,037 84		4,362 10		324 26
05-21-14	10-07-14	140 000	Accenture Plc Ireland Class A New	11,139 69		10,962 17	(177.52)	
02-26-14	10-07-14	500 000	Alcoa Inc	6,013 05		7,879 82	1,866 77	
04-23-14	10-07-14	160 000	American Tower Corp New*	13,472 52		14,893 87	1,421 35	
03-27-13	10-07-14	125 000	Amerisourcebergen Corp	6,378 63		9,501 04		3,122 41
09-08-10	10-07-14	55 000	Anheuser Busch Inbev Sa/nv	3,070 04		5,719 02		2,648 98
04-09-14	10-07-14	126 000	Baxter International Inc	9,209 14		8,945 22	(263 92)	
01-23-14	10-07-14	367 000	Brookfield Asset Management Inc	13,982 63		16,313 70	2,331 07	
02-27-13	10-07-14	152 000	Capital One Financial Corp	7,841 19		12,235 87		4,394 68
05-25-11	10-07-14	155 000	Carmax Inc	4,495 53		7,168 86		2,673 33
06-16-10	10-07-14	130 000	Carmax Inc	2,819 47		6,012.60		3,193 13
03-16-06	10-07-14	15 000	Chevron Corp	859 87		1,661 26		801 39
07-23-14	10-07-14	130 000	Citigroup Inc New	6,501 57		6,604 65	103 08	
10-02-13	10-07-14	30 000	Cummins Inc	4,019 75		3,814 61		(205 14)
03-27-13	10-07-14	75 000	Danaher Corp	4,643 58		5,465 16		821 58
05-11-05	10-07-14	60 000	Danaher Corp	1,558 27		4,372 12		2,813 85
06-04-08	10-07-14	85 000	Walt Disney Co	2,889 76		7,337 04		4,447 28
04-07-92	10-07-14	85 000	Exxon Mobil Corp	1,015 58		7,876 77		6,861 19
01-30-13	10-07-14	170 000	General Electric Company	3,849 63		4,146 23		296 60
08-29-12	10-07-14	205 000	General Motors Company	4,406 04		6,411 31		2,005 27
08-08-14	10-07-14	75 000	Hershey Company	6,767 93		6,871 10	103 17	
09-26-07	10-07-14	110 000	Jpmorgan Chase & Company	5,090 73		6,437 86		1,347 13
12-30-88	10-07-14	95 000	Johnson & Johnson	510 41		9,656 08		9,145 67
01-03-13	10-07-14	20 000	Markel Corp	8,856 78		12,776 12		3,919 34
10-21-92	10-07-14	5 000	Markel Corp	144 97		3,194 03		3,049 05
07-17-13	10-07-14	50 000	Monsanto Company New	5,146 56		5,316 38		169 82
07-03-14	10-07-14	55 000	Pvh Corp	6,570 80		6,528 60	(42 20)	
04-17-13	10-07-14	60 000	Parker-hannifin Corp	5,248 38		6,510 65		1,262 27
05-11-05	10-07-14	75 000	Pepsico Inc	4,257 75		6,890 60		2,632 85
06-19-13	10-07-14	55 000	Praxair Inc	6,623 83		6,724 95		101 12
03-26-14	10-07-14	125 000	Range Resources Corp	10,764 52		7,994 57	(2,769 95)	

DAVENPORT
& COMPANY LLC
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REALIZED GAINS AND LOSSES
THE JACKSON FOUNDATION
4551-1072-RSTJ-DAM-1-Y
From 12-01-13 Through 11-30-14

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss Short Term	Gain Or Loss Long Term
09-17-14	10-07-14	65 000	Schlumberger Ltd	6,836 75		6,316 06	(520 69)	
04-25-12	10-07-14	80 000	Smucker Jm Company New	6,313 04		7,705 23		1,392 19
05-12-04	10-07-14	70 000	United Technologies Corp	2,907 73		7,030 34		4,122 61
10-23-13	10-07-14	50 000	Valeant Pharm Intl Inc Cda	5,693 47		6,227 36	533 89	
06-16-10	10-07-14	25 000	Visa Inc Class A	1,908 06		5,128 38		3,220 32
01-05-11	10-07-14	65 000	Wellpoint Inc Xxx	3,799 22		7,586 78		3,787 56
12-16-09	10-07-14	155 000	Wells Fargo & Co New	4,052 97		7,853 92		3,800 95
12-07-11	10-14-14	60,000 000	Hewlett Packard Co Glbl Note 2 125% Due 09-13-15	58,996 20	751 11	60,615 20		867 89
09-03-08	10-15-14	270 000	Cdk Global Inc	4,676 81		6,748 66		2,071 85
02-28-13	11-05-14	130 000	Amgen Inc	12,033 98		20,718 48		8,684 50
05-07-14	11-14-14	0 500	Liberty Broadband Corp Ser A	22 04		24 43	2 39	
05-07-14	11-14-14	0 750	Liberty Broadband Corp Ser C	32 79		36 31	3 52	
05-18-11	11-19-14	67,000 000	At&t Inc Sr Note 2 500% Due 08-15-15	67,741 69	(607 92)	67,786 00		652 23
TOTAL GAINS							46,459 46	456,481 91
TOTAL LOSSES							(28,175 05)	(350 41)
				1,469,392.22	**1,987.34**	**1,945,795.46**	**18,284.40**	**456,131.50**

TOTAL REALIZED GAIN/LOSS 474,415 90
NO CAPITAL GAINS DISTRIBUTIONS

The JACKSON FOUNDATION
54-1186114 [redacted]
Sch. B Attachment

Estate of Patricia Asch
[redacted]

To: Jackson Foundation
Distribution of residue per Article II, Paragraph C of Will

08/08/2014 Cash	$ 237,295.67
08/21/2014 Cash	64,455.02
08/21/2014 Abbvie Inc 200 Units	8,651 00
08/21/2014 American Intl Group Inc 300 Units	13,656.00
08/21/2014 CBRE Group Inc 200 Units	5,017.00
08/21/2014 Chevron Corp New 300 Units	36,494.00
08/21/2014 Cigna Corp 200 Units	14,824.00
08/21/2014 Corning Inc 400 Units	5,822.00
08/21/2014 Disney (Walt) Co 150 Units	9,480.30
08/21/2014 Dominion Res Inc New VA 200 Units	11,332.00
08/21/2014 E M C Corporation Mass 500 Units	12,127.50
08/21/2014 Emerson Elec Co 100 Units	5,700.50
08/21/2014 Exxon Mobil Corp 100 Units	9,221.52
08/21/2014 Foster Wheeler AG 200 Units	4,236.60
08/21/2014 General Electric 1,100 Units	25,740.00
08/21/2014 Hologic Inc 600 Units	11,574.00
08/21/2014 Humana Inc 100 Units	8,433.00

SUNTRUST

SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956

12/01/13 THROUGH 11/30/14

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
		SALES			
05/15/14	5,000	ALEXANDRIA REAL EST 3.900% 6/15/23	4,921.30	4,986.43-	65.13-
07/22/14	1,450	ANNALY CAPITAL MANAGEMENT REIT	16,252.98	24,853.36-	8,600.38-
10/09/14	3,200	ANNALY CAPITAL MANAGEMENT REIT	34,628.03	42,167.49-	7,539.46-
		TOTAL ANNALY CAPITAL MANAGEMENT REIT	50,881.01	67,020.85-	16,139.84-
12/16/13	20,000	ASPEN INSURANCE 6.000% 8/15/14	20,743.75	21,686.60-	942.85-
04/10/14	400	BAXTER INTL INC	29,225.91	13,992.00-	15,233.91
04/22/14	300	BED BATH & BEYOND INC	19,387.04	17,091.86-	2,295.18
05/02/14	450	BED BATH & BEYOND INC	28,006.84	27,185.94-	820.90
		TOTAL BED BATH & BEYOND INC	47,393.88	44,277.80-	3,116.08
09/09/14	150	BP PLC SPONS ADR	6,762.53	10,024.70-	3,262.17-
06/16/14	950	BROADCOM CORP	35,990.52	28,199.42-	7,791.10
02/04/14	800	CA INC	25,924.66	21,320.64-	4,604.02
07/18/14	750	CBRE GROUP INC	24,460.03	9,863.10-	14,596.93
01/28/14	350	CHUBB CORP	30,788.26	14,378.19-	16,410.07
04/02/14	900	COMERICA INC	45,982.68	29,964.21-	16,018.47
08/26/14	500	COMMUNITY HEALTH SYS INC	25,679.43	20,702.75-	4,976.68

SUNTRUST

SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956 12/01/13 THROUGH 11/30/14

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
04/15/14	15,000	CONAGRA FOODS INC 5.875% 4/15/14	15,000.00	15,911.85-	911.85-
02/03/14	15,000	CORNELL UNIV 4.350% 2/01/14	15,000.00	14,989.80-	10.20
06/12/14	1,200	CORNING INC	25,842.02	30,804.84-	4,962.82-
11/05/14	750	CORNING INC	15,260.21	18,183.85-	2,923.64-
		TOTAL CORNING INC	41,102.23	48,988.69-	7,886.46-
11/24/14	1,800	DENBURY RESOURCES INC	17,642.12	28,796.22-	11,154.10-
03/07/14	350	DISNEY WALT CO NEW	28,522.93	7,401.18-	21,121.75
10/16/14	200	DISNEY WALT CO NEW	17,072.02	12,490.10-	4,581.92
		TOTAL DISNEY WALT CO NEW	45,594.95	19,891.28-	25,703.67
04/10/14	500	DOMINION RESOURCES INC	34,832.02	28,622.90-	6,209.12
09/03/14	600	DOMINION RESOURCES INC	41,724.75	22,207.12-	19,517.63
		TOTAL DOMINION RESOURCES INC	76,556.77	50,830.02-	25,726.75
05/14/14	50	EOG RES INC	5,095.36	1,639.02-	3,456.34
10/16/14	350	EXXONMOBIL CORP	32,478.44	31,051.51-	1,426.93
VARIOUS	1,041,421.72	FEDERATED US TRSY CASH RES-I#125 FFS	1,041,421.72	1,041,421.72-	0.00
12/20/13	20,000	FHLMC 2.500% 10/02/19	20,162.00	20,742.00-	580.00-
12/16/13	229.23	FHLMC GD PL #A96464 4.000% 1/01/41	229.23	234.71-	5.48-
01/15/14	229.78	FHLMC GD PL #A96464 4.000% 1/01/41	229.78	235.27-	5.49-

SUNTRUST

SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956

12/01/13 THROUGH 11/30/14

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
02/18/14	274.64	FHLMC GD PL #A96464 4.000% 1/01/41	274.64	281.21-	6.57-
03/17/14	95.41	FHLMC GD PL #A96464 4.000% 1/01/41	95.41	97.69-	2.28-
04/15/14	217.68	FHLMC GD PL #A96464 4.000% 1/01/41	217.68	222.88-	5.20-
05/15/14	210.69	FHLMC GD PL #A96464 4.000% 1/01/41	210.69	215.73-	5.04-
06/16/14	132.46	FHLMC GD PL #A96464 4.000% 1/01/41	132.46	135.63-	3.17-
07/15/14	160.37	FHLMC GD PL #A96464 4.000% 1/01/41	160.37	164.20-	3.83-
08/15/14	133.84	FHLMC GD PL #A96464 4.000% 1/01/41	133.84	137.04-	3.20-
09/15/14	198.83	FHLMC GD PL #A96464 4.000% 1/01/41	198.83	203.58-	4.75-
10/15/14	234.89	FHLMC GD PL #A96464 4.000% 1/01/41	234.89	240.51-	5.62-
11/17/14	32.96	FHLMC GD PL #A96464 4.000% 1/01/41	32.96	33.75-	0.79-
		TOTAL FHLMC GD PL #A96464 4.000% 1/01/41	2,150.78	2,202.20-	51.42-
12/16/13	47.55	FHLMC GD PL #C03685 3.000% 10/01/41	47.55	49.07-	1.52-
01/15/14	162.82	FHLMC GD PL #C03685 3.000% 10/01/41	162.82	168.01-	5.19-
02/18/14	61.35	FHLMC GD PL #C03685 3.000% 10/01/41	61.35	63.31-	1.96-
03/13/14	25,070.33	FHLMC GD PL #C03685 3.000% 10/01/41	24,122.36	25,869.44-	1,747.08-
03/17/14	90.59	FHLMC GD PL #C03685 3.000% 10/01/41	90.59	93.48-	2.89-
		TOTAL FHLMC GD PL #C03685 3.000% 10/01/41	24,484.67	26,243.31-	1,758.64-
12/16/13	73.59	FHLMC GD PL #C91149 6.000% 1/01/28	73.59	77.11-	3.52-
01/15/14	106.04	FHLMC GD PL #C91149 6.000% 1/01/28	106.04	111.11-	5.07-
02/18/14	75.67	FHLMC GD PL #C91149 6.000% 1/01/28	75.67	79.29-	3.62-
03/17/14	54.63	FHLMC GD PL #C91149 6.000% 1/01/28	54.63	57.24-	2.61-
04/15/14	109.11	FHLMC GD PL #C91149 6.000% 1/01/28	109.11	114.33-	5.22-
05/15/14	83.23	FHLMC GD PL #C91149 6.000% 1/01/28	83.23	87.21-	3.98-
06/16/14	47.13	FHLMC GD PL #C91149 6.000% 1/01/28	47.13	49.38-	2.25-
07/15/14	143.33	FHLMC GD PL #C91149 6.000% 1/01/28	143.33	150.18-	6.85-
08/15/14	12.62	FHLMC GD PL #C91149 6.000% 1/01/28	12.62	13.22-	0.60-
09/15/14	64.94	FHLMC GD PL #C91149 6.000% 1/01/28	64.94	68.04-	3.10-

SUNTRUST

SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956 12/01/13 THROUGH 11/30/14

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
10/15/14	34.78	FHLMC GD PL #C91149 6.000% 1/01/28	34.78	36.44-	1.66-
11/17/14	90.04	FHLMC GD PL #C91149 6.000% 1/01/28	90.04	94.35-	4.31-
		TOTAL FHLMC GD PL #C91149 6.000% 1/01/28	895.11	937.90-	42.79-
03/17/14	67.38	FHLMC GD PL #C91451 3.000% 5/01/32	67.38	68.07-	0.69-
04/15/14	83.2	FHLMC GD PL #C91451 3.000% 5/01/32	83.20	84.06-	0.86-
05/15/14	77.55	FHLMC GD PL #C91451 3.000% 5/01/32	77.55	78.35-	0.80-
06/16/14	133.5	FHLMC GD PL #C91451 3.000% 5/01/32	133.50	134.88-	1.38-
07/15/14	128.07	FHLMC GD PL #C91451 3.000% 5/01/32	128.07	129.39-	1.32-
08/15/14	104.54	FHLMC GD PL #C91451 3.000% 5/01/32	104.54	105.62-	1.08-
09/15/14	180.2	FHLMC GD PL #C91451 3.000% 5/01/32	180.20	182.06-	1.86-
10/15/14	113.43	FHLMC GD PL #C91451 3.000% 5/01/32	113.43	114.60-	1.17-
11/17/14	99.43	FHLMC GD PL #C91451 3.000% 5/01/32	99.43	100.46-	1.03-
		TOTAL FHLMC GD PL #C91451 3.000% 5/01/32	987.30	997.49-	10.19-
05/15/14	184.96	FHLMC GD PL #G05963 4.500% 4/01/40	184.96	197.91-	12.95-
06/16/14	234.06	FHLMC GD PL #G05963 4.500% 4/01/40	234.06	250.44-	16.38-
07/15/14	351.09	FHLMC GD PL #G05963 4.500% 4/01/40	351.09	375.67-	24.58-
08/15/14	203.58	FHLMC GD PL #G05963 4.500% 4/01/40	203.58	217.83-	14.25-
09/15/14	166.92	FHLMC GD PL #G05963 4.500% 4/01/40	166.92	178.60-	11.68-
10/15/14	186.85	FHLMC GD PL #G05963 4.500% 4/01/40	186.85	199.93-	13.08-
11/17/14	215.52	FHLMC GD PL #G05963 4.500% 4/01/40	215.52	230.61-	15.09-
		TOTAL FHLMC GD PL #G05963 4.500% 4/01/40	1,542.98	1,650.99-	108.01-
12/16/13	172.37	FHLMC GD PL #G06229 4.000% 1/01/41	172.37	176.73-	4.36-
01/15/14	141.92	FHLMC GD PL #G06229 4.000% 1/01/41	141.92	145.51-	3.59-
02/18/14	127.8	FHLMC GD PL #G06229 4.000% 1/01/41	127.80	131.03-	3.23-
03/17/14	105.11	FHLMC GD PL #G06229 4.000% 1/01/41	105.11	107.77-	2.66-

SUNTRUST

SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956

12/01/13 THROUGH 11/30/14

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
04/15/14	116.41	FHLMC GD PL #G06229 4.000% 1/01/41	116.41	119.36-	2.95-
05/15/14	130.74	FHLMC GD PL #G06229 4.000% 1/01/41	130.74	134.05-	3.31-
06/16/14	201.43	FHLMC GD PL #G06229 4.000% 1/01/41	201.43	206.53-	5.10-
07/15/14	193.96	FHLMC GD PL #G06229 4.000% 1/01/41	193.96	198.87-	4.91-
08/15/14	164.05	FHLMC GD PL #G06229 4.000% 1/01/41	164.05	168.20-	4.15-
09/15/14	228.99	FHLMC GD PL #G06229 4.000% 1/01/41	228.99	234.79-	5.80-
10/15/14	138.19	FHLMC GD PL #G06229 4.000% 1/01/41	138.19	141.69-	3.50-
11/17/14	142.73	FHLMC GD PL #G06229 4.000% 1/01/41	142.73	146.34-	3.61-
		TOTAL FHLMC GD PL #G06229 4.000% 1/01/41	1,863.70	1,910.87-	47.17-
12/11/13	22,815.7	FHLMC GD PL #G08477 3.500% 2/01/42	22,687.36	22,808.58-	121.22-
12/16/13	134.48	FHLMC GD PL #G08477 3.500% 2/01/42	134.48	134.44-	0.04
		TOTAL FHLMC GD PL #G08477 3.500% 2/01/42	22,821.84	22,943.02-	121.18-
12/16/13	149.44	FHLMC GD PL #G08524 3.000% 3/01/43	149.44	153.57-	4.13-
01/13/14	23,954.06	FHLMC GD PL #G08524 3.000% 3/01/43	22,718.93	24,616.55-	1,897.62-
01/15/14	168.79	FHLMC GD PL #G08524 3.000% 3/01/43	168.79	173.46-	4.67-
02/13/14	14,315.51	FHLMC GD PL #G08524 3.000% 3/01/43	13,827.89	14,711.43-	883.54-
02/18/14	56.93	FHLMC GD PL #G08524 3.000% 3/01/43	56.93	58.50-	1.57-
		TOTAL FHLMC GD PL #G08524 3.000% 3/01/43	36,921.98	39,713.51-	2,791.53-
12/16/13	153.17	FHLMC GD PL #J19197 3.000% 5/01/27	153.17	160.06-	6.89-
01/15/14	166.19	FHLMC GD PL #J19197 3.000% 5/01/27	166.19	173.67-	7.48-
02/18/14	166.61	FHLMC GD PL #J19197 3.000% 5/01/27	166.61	174.11-	7.50-
03/17/14	157.62	FHLMC GD PL #J19197 3.000% 5/01/27	157.62	164.71-	7.09-
04/15/14	165.33	FHLMC GD PL #J19197 3.000% 5/01/27	165.33	172.77-	7.44-
05/15/14	153.28	FHLMC GD PL #J19197 3.000% 5/01/27	153.28	160.18-	6.90-
06/16/14	176.88	FHLMC GD PL #J19197 3.000% 5/01/27	176.88	184.84-	7.96-

SUNTRUST

SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956

12/01/13 THROUGH 11/30/14

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
07/15/14	151.4	FHLMC GD PL #J19197 3.000% 5/01/27	151.40	158.21-	6.81-
08/15/14	180.57	FHLMC GD PL #J19197 3.000% 5/01/27	180.57	188.70-	8.13-
09/15/14	182.98	FHLMC GD PL #J19197 3.000% 5/01/27	182.98	191.21-	8.23-
10/15/14	121.12	FHLMC GD PL #J19197 3.000% 5/01/27	121.12	126.57-	5.45-
11/17/14	219.47	FHLMC GD PL #J19197 3.000% 5/01/27	219.47	229.35-	9.88-
		TOTAL FHLMC GD PL #J19197 3.000% 5/01/27	1,994.62	2,084.38-	89.76-
12/16/13	167.51	FHLMC GD PL #Q09481 3.500% 7/01/42	167.51	177.19-	9.68-
01/15/14	52.07	FHLMC GD PL #Q09481 3.500% 7/01/42	52.07	55.08-	3.01-
02/18/14	52.64	FHLMC GD PL #Q09481 3.500% 7/01/42	52.64	55.68-	3.04-
03/17/14	56.96	FHLMC GD PL #Q09481 3.500% 7/01/42	56.96	60.25-	3.29-
04/15/14	260.83	FHLMC GD PL #Q09481 3.500% 7/01/42	260.83	275.91-	15.08-
05/15/14	261.6	FHLMC GD PL #Q09481 3.500% 7/01/42	261.60	276.72-	15.12-
06/16/14	55.41	FHLMC GD PL #Q09481 3.500% 7/01/42	55.41	58.61-	3.20-
07/15/14	290.53	FHLMC GD PL #Q09481 3.500% 7/01/42	290.53	307.33-	16.80-
08/15/14	241.18	FHLMC GD PL #Q09481 3.500% 7/01/42	241.18	255.12-	13.94-
09/15/14	56.06	FHLMC GD PL #Q09481 3.500% 7/01/42	56.06	59.30-	3.24-
10/15/14	165.8	FHLMC GD PL #Q09481 3.500% 7/01/42	165.80	175.39-	9.59-
11/17/14	54.68	FHLMC GD PL #Q09481 3.500% 7/01/42	54.68	57.84-	3.16-
		TOTAL FHLMC GD PL #Q09481 3.500% 7/01/42	1,715.27	1,814.42-	99.15-
12/16/13	101.33	FHLMC GD PL #Q14321 3.000% 12/01/42	101.33	98.39-	2.94
01/15/14	214.21	FHLMC GD PL #Q14321 3.000% 12/01/42	214.21	208.04-	6.17
02/18/14	150.6	FHLMC GD PL #Q14321 3.000% 12/01/42	150.60	146.30-	4.30
03/17/14	87.71	FHLMC GD PL #Q14321 3.000% 12/01/42	87.71	85.23-	2.48
04/10/14	27,521.09	FHLMC GD PL #Q14321 3.000% 12/01/42	26,626.65	26,742.42-	115.77-
04/16/14	128.72	FHLMC GD PL #Q14321 3.000% 12/01/42	128.72	128.72-	0.00
		TOTAL FHLMC GD PL #Q14321 3.000% 12/01/42	27,309.22	27,409.10-	99.88-

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DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
12/16/13	244.47	FHLMC GD PL #T60798 3.500% 7/01/42	244.47	253.48-	9.01-
01/15/14	32.85	FHLMC GD PL #T60798 3.500% 7/01/42	32.85	34.06-	1.21-
02/18/14	33.79	FHLMC GD PL #T60798 3.500% 7/01/42	33.79	35.04-	1.25-
03/17/14	66.04	FHLMC GD PL #T60798 3.500% 7/01/42	66.04	68.48-	2.44-
04/15/14	32.89	FHLMC GD PL #T60798 3.500% 7/01/42	32.89	34.10-	1.21-
05/15/14	94.95	FHLMC GD PL #T60798 3.500% 7/01/42	94.95	98.45-	3.50-
06/16/14	235.89	FHLMC GD PL #T60798 3.500% 7/01/42	235.89	244.59-	8.70-
07/15/14	163.34	FHLMC GD PL #T60798 3.500% 7/01/42	163.34	169.36-	6.02-
08/15/14	182.19	FHLMC GD PL #T60798 3.500% 7/01/42	182.19	188.91-	6.72-
09/15/14	100.39	FHLMC GD PL #T60798 3.500% 7/01/42	100.39	104.09-	3.70-
10/15/14	36.33	FHLMC GD PL #T60798 3.500% 7/01/42	36.33	37.67-	1.34-
11/17/14	92.29	FHLMC GD PL #T60798 3.500% 7/01/42	92.29	95.69-	3.40-
		TOTAL FHLMC GD PL #T60798 3.500% 7/01/42	1,315.42	1,363.92-	48.50-
04/23/14	10,000	FNMA 1.750% 11/20/20	9,574.10	10,000.00-	425.90-
12/26/13	144.21	FNMA PL #AB4696 4.000% 3/01/42	144.21	148.60-	4.39-
01/27/14	256.36	FNMA PL #AB4696 4.000% 3/01/42	256.36	264.17-	7.81-
02/25/14	150.25	FNMA PL #AB4696 4.000% 3/01/42	150.25	154.83-	4.58-
03/25/14	138.82	FNMA PL #AB4696 4.000% 3/01/42	138.82	143.05-	4.23-
04/25/14	198.49	FNMA PL #AB4696 4.000% 3/01/42	198.49	204.54-	6.05-
05/27/14	141.37	FNMA PL #AB4696 4.000% 3/01/42	141.37	145.68-	4.31-
06/25/14	196.33	FNMA PL #AB4696 4.000% 3/01/42	196.33	202.31-	5.98-
07/25/14	88.9	FNMA PL #AB4696 4.000% 3/01/42	88.90	91.61-	2.71-
08/25/14	143.99	FNMA PL #AB4696 4.000% 3/01/42	143.99	148.38-	4.39-
09/25/14	148.06	FNMA PL #AB4696 4.000% 3/01/42	148.06	152.57-	4.51-
10/27/14	93.93	FNMA PL #AB4696 4.000% 3/01/42	93.93	96.79-	2.86-
11/25/14	97.78	FNMA PL #AB4696 4.000% 3/01/42	97.78	100.76-	2.98-
		TOTAL FNMA PL #AB4696 4.000% 3/01/42	1,798.49	1,853.29-	54.80-

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11/25/14	208.21	FNMA PL #AE3328 4.000% 10/01/40	208.21	218.85-	10.64-
12/26/13	88.44	FNMA PL #AH1107 4.000% 12/01/40	88.44	90.76-	2.32-
01/27/14	144.6	FNMA PL #AH1107 4.000% 12/01/40	144.60	148.40-	3.80-
02/25/14	87.48	FNMA PL #AH1107 4.000% 12/01/40	87.48	89.78-	2.30-
03/25/14	134.01	FNMA PL #AH1107 4.000% 12/01/40	134.01	137.53-	3.52-
04/25/14	109.02	FNMA PL #AH1107 4.000% 12/01/40	109.02	111.88-	2.86-
05/27/14	155.19	FNMA PL #AH1107 4.000% 12/01/40	155.19	159.26-	4.07-
06/25/14	209.76	FNMA PL #AH1107 4.000% 12/01/40	209.76	215.27-	5.51-
07/25/14	171.85	FNMA PL #AH1107 4.000% 12/01/40	171.85	176.36-	4.51-
08/25/14	213.2	FNMA PL #AH1107 4.000% 12/01/40	213.20	218.80-	5.60-
09/25/14	166.46	FNMA PL #AH1107 4.000% 12/01/40	166.46	170.83-	4.37-
10/27/14	125.78	FNMA PL #AH1107 4.000% 12/01/40	125.78	129.08-	3.30-
11/25/14	82.8	FNMA PL #AH1107 4.000% 12/01/40	82.80	84.97-	2.17-
		TOTAL FNMA PL #AH1107 4.000% 12/01/40	1,688.59	1,732.92-	44.33-
12/26/13	244.48	FNMA PL #AL0578 3.500% 8/01/26	244.48	256.51-	12.03-
01/27/14	206.92	FNMA PL #AL0578 3.500% 8/01/26	206.92	217.10-	10.18-
02/25/14	249.99	FNMA PL #AL0578 3.500% 8/01/26	249.99	262.29-	12.30-
03/25/14	207.66	FNMA PL #AL0578 3.500% 8/01/26	207.66	217.88-	10.22-
04/25/14	200.87	FNMA PL #AL0578 3.500% 8/01/26	200.87	210.76-	9.89-
05/27/14	220.03	FNMA PL #AL0578 3.500% 8/01/26	220.03	230.86-	10.83-
06/25/14	204.35	FNMA PL #AL0578 3.500% 8/01/26	204.35	214.41-	10.06-
07/25/14	234.98	FNMA PL #AL0578 3.500% 8/01/26	234.98	246.55-	11.57-
08/25/14	274.68	FNMA PL #AL0578 3.500% 8/01/26	274.68	288.20-	13.52-
09/25/14	211.79	FNMA PL #AL0578 3.500% 8/01/26	211.79	222.21-	10.42-
10/27/14	226.66	FNMA PL #AL0578 3.500% 8/01/26	226.66	237.82-	11.16-
11/25/14	231.53	FNMA PL #AL0578 3.500% 8/01/26	231.53	242.93-	11.40-
		TOTAL FNMA PL #AL0578 3.500% 8/01/26	2,713.94	2,847.52-	133.58-

SunTrust

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DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
07/25/14	205.59	FNMA PL #AL1121 3.500% 12/01/26	205.59	217.99-	12.40-
08/25/14	190	FNMA PL #AL1121 3.500% 12/01/26	190.00	201.46-	11.46-
09/25/14	156.41	FNMA PL #AL1121 3.500% 12/01/26	156.41	165.84-	9.43-
10/27/14	160.94	FNMA PL #AL1121 3.500% 12/01/26	160.94	170.65-	9.71-
11/25/14	137.75	FNMA PL #AL1121 3.500% 12/01/26	137.75	146.06-	8.31-
		TOTAL FNMA PL #AL1121 3.500% 12/01/26	850.69	902.00-	51.31-
01/27/14	213.37	FNMA PL #AL1895 3.500% 6/01/42	213.37	214.34-	0.97-
02/25/14	199.24	FNMA PL #AL1895 3.500% 6/01/42	199.24	200.14-	0.90-
03/25/14	216.09	FNMA PL #AL1895 3.500% 6/01/42	216.09	217.07-	0.98-
04/10/14	34,040.35	FNMA PL #AL1895 3.500% 6/01/42	34,189.28	34,194.59-	5.31-
04/25/14	270.38	FNMA PL #AL1895 3.500% 6/01/42	270.38	271.61-	1.23-
		TOTAL FNMA PL #AL1895 3.500% 6/01/42	35,088.36	35,097.75-	9.39-
06/25/14	218.85	FNMA PL #AL2092 3.000% 7/01/27	218.85	227.47-	8.62-
07/25/14	191.41	FNMA PL #AL2092 3.000% 7/01/27	191.41	198.95-	7.54-
08/25/14	206.57	FNMA PL #AL2092 3.000% 7/01/27	206.57	214.70-	8.13-
09/25/14	218.73	FNMA PL #AL2092 3.000% 7/01/27	218.73	227.34-	8.61-
10/27/14	380.88	FNMA PL #AL2092 3.000% 7/01/27	380.88	395.88-	15.00-
11/25/14	149.59	FNMA PL #AL2092 3.000% 7/01/27	149.59	155.48-	5.89-
		TOTAL FNMA PL #AL2092 3.000% 7/01/27	1,366.03	1,419.82-	53.79-
06/25/14	276.44	FNMA PL #AL2908 3.000% 8/01/27	276.44	287.32-	10.88-
07/25/14	281.83	FNMA PL #AL2908 3.000% 8/01/27	281.83	292.93-	11.10-
08/25/14	280.06	FNMA PL #AL2908 3.000% 8/01/27	280.06	291.09-	11.03-
09/25/14	326.78	FNMA PL #AL2908 3.000% 8/01/27	326.78	339.65-	12.87-
10/27/14	264.76	FNMA PL #AL2908 3.000% 8/01/27	264.76	275.18-	10.42-
11/25/14	311.19	FNMA PL #AL2908 3.000% 8/01/27	311.19	323.44-	12.25-
		TOTAL FNMA PL #AL2908 3.000% 8/01/27	1,741.06	1,809.61-	68.55-

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12/26/13	166.26	FNMA PL #MA1165 3.000% 8/01/32	166.26	174.37-	8.11-
01/27/14	123.55	FNMA PL #MA1165 3.000% 8/01/32	123.55	129.57-	6.02-
02/25/14	133.38	FNMA PL #MA1165 3.000% 8/01/32	133.38	139.88-	6.50-
03/25/14	104.5	FNMA PL #MA1165 3.000% 8/01/32	104.50	109.59-	5.09-
04/25/14	144.89	FNMA PL #MA1165 3.000% 8/01/32	144.89	151.95-	7.06-
05/27/14	191.87	FNMA PL #MA1165 3.000% 8/01/32	191.87	201.22-	9.35-
06/25/14	163.55	FNMA PL #MA1165 3.000% 8/01/32	163.55	171.52-	7.97-
07/25/14	152.91	FNMA PL #MA1165 3.000% 8/01/32	152.91	160.36-	7.45-
08/25/14	221.89	FNMA PL #MA1165 3.000% 8/01/32	221.89	232.71-	10.82-
09/25/14	178.43	FNMA PL #MA1165 3.000% 8/01/32	178.43	187.13-	8.70-
10/27/14	209.75	FNMA PL #MA1165 3.000% 8/01/32	209.75	219.98-	10.23-
11/25/14	176.37	FNMA PL #MA1165 3.000% 8/01/32	176.37	184.97-	8.60-
		TOTAL FNMA PL #MA1165 3.000% 8/01/32	1,967.35	2,063.25-	95.90-
12/11/13	40,181.68	FNMA PL #MA1200 3.000% 10/01/32	40,520.71	42,411.37-	1,890.66-
12/26/13	277.2	FNMA PL #MA1200 3.000% 10/01/32	277.20	291.70-	14.50-
		TOTAL FNMA PL #MA1200 3.000% 10/01/32	40,797.91	42,703.07-	1,905.16-
12/26/13	53.64	FNMA PL #555455 6.000% 4/01/18	53.64	58.18-	4.54-
01/27/14	58.12	FNMA PL #555455 6.000% 4/01/18	58.12	63.04-	4.92-
02/25/14	66.58	FNMA PL #555455 6.000% 4/01/18	66.58	72.22-	5.64-
03/25/14	52.43	FNMA PL #555455 6.000% 4/01/18	52.43	56.87-	4.44-
04/25/14	49.25	FNMA PL #555455 6.000% 4/01/18	49.25	53.42-	4.17-
05/27/14	45.55	FNMA PL #555455 6.000% 4/01/18	45.55	49.41-	3.86-
06/25/14	55.37	FNMA PL #555455 6.000% 4/01/18	55.37	60.06-	4.69-
07/25/14	40.35	FNMA PL #555455 6.000% 4/01/18	40.35	43.77-	3.42-
08/25/14	52.68	FNMA PL #555455 6.000% 4/01/18	52.68	57.14-	4.46-
09/25/14	51.97	FNMA PL #555455 6.000% 4/01/18	51.97	56.37-	4.40-
10/27/14	41.09	FNMA PL #555455 6.000% 4/01/18	41.09	44.57-	3.48-

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11/25/14	42.43	FNMA PL #555455 6.000% 4/01/18	42.43	46.02-	3.59-
		TOTAL FNMA PL #555455 6.000% 4/01/18	609.46	661.07-	51.61-
12/26/13	268	FNMA PL #730969 5.000% 8/01/33	268.00	276.25-	8.25-
01/27/14	221.95	FNMA PL #730969 5.000% 8/01/33	221.95	228.78-	6.83-
02/25/14	103.36	FNMA PL #730969 5.000% 8/01/33	103.36	106.54-	3.18-
03/25/14	563.05	FNMA PL #730969 5.000% 8/01/33	563.05	580.38-	17.33-
04/25/14	329.78	FNMA PL #730969 5.000% 8/01/33	329.78	339.93-	10.15-
05/27/14	25.28	FNMA PL #730969 5.000% 8/01/33	25.28	26.06-	0.78-
06/25/14	258.63	FNMA PL #730969 5.000% 8/01/33	258.63	266.59-	7.96-
07/25/14	146.74	FNMA PL #730969 5.000% 8/01/33	146.74	151.26-	4.52-
08/25/14	162.77	FNMA PL #730969 5.000% 8/01/33	162.77	167.78-	5.01-
09/25/14	127.83	FNMA PL #730969 5.000% 8/01/33	127.83	131.76-	3.93-
10/27/14	23.05	FNMA PL #730969 5.000% 8/01/33	23.05	23.76-	0.71-
11/25/14	107.03	FNMA PL #730969 5.000% 8/01/33	107.03	110.32-	3.29-
		TOTAL FNMA PL #730969 5.000% 8/01/33	2,337.47	2,409.41-	71.94-
05/27/14	150.15	FNMA PL #890293 4.500% 8/01/40	150.15	160.92-	10.77-
06/25/14	184.95	FNMA PL #890293 4.500% 8/01/40	184.95	198.21-	13.26-
07/25/14	187.91	FNMA PL #890293 4.500% 8/01/40	187.91	201.39-	13.48-
08/25/14	123.99	FNMA PL #890293 4.500% 8/01/40	123.99	132.88-	8.89-
09/25/14	187.98	FNMA PL #890293 4.500% 8/01/40	187.98	201.46-	13.48-
10/27/14	226.51	FNMA PL #890293 4.500% 8/01/40	226.51	242.76-	16.25-
11/25/14	331.55	FNMA PL #890293 4.500% 8/01/40	331.55	355.33-	23.78-
		TOTAL FNMA PL #890293 4.500% 8/01/40	1,393.04	1,492.95-	99.91-
05/27/14	191.56	FNMA PL #932669 4.500% 3/01/40	191.56	204.94-	13.38-
06/25/14	224.02	FNMA PL #932669 4.500% 3/01/40	224.02	239.67-	15.65-

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07/25/14	381.2	FNMA PL #932669 4.500% 3/01/40	381.20	407.82-	26.62-
08/25/14	367.4	FNMA PL #932669 4.500% 3/01/40	367.40	393.06-	25.66-
09/25/14	380.55	FNMA PL #932669 4.500% 3/01/40	380.55	407.13-	26.58-
10/27/14	210.23	FNMA PL #932669 4.500% 3/01/40	210.23	224.91-	14.68-
11/25/14	300.55	FNMA PL #932669 4.500% 3/01/40	300.55	321.54-	20.99-
		TOTAL FNMA PL #932669 4.500% 3/01/40	2,055.51	2,199.07-	143.56-
01/16/14	750	FOSTER WHEELER AG	23,458.84	27,386.36-	3,927.52-
02/19/14	700	FOSTER WHEELER AG	22,055.56	18,680.11-	3,375.45
10/27/14	200	FOSTER WHEELER AG	6,075.86	4,618.68-	1,457.18
		TOTAL FOSTER WHEELER AG	51,590.26	50,685.15-	905.11
06/19/14	450	FREEPORT-MCMORAN COPPER AND GOLD INC	15,259.39	20,335.13-	5,075.74-
12/18/13	50	GENERAL ELECTRIC CORP	1,329.22	817.30-	511.92
06/16/14	10,000	GENWORTH FINL 5.750% 6/15/14	10,000.00	10,520.00-	520.00-
05/23/14	700	GNC HOLDINGS INC	25,518.84	25,321.49-	197.35
09/15/14	0.55	GNMA PL #146856 10.000% 5/15/16	0.55	0.00	0.55
10/15/14	0.55	GNMA PL #146856 10.000% 5/15/16	0.55	0.00	0.55
11/17/14	0.56	GNMA PL #146856 10.000% 5/15/16	0.56	0.00	0.56
		TOTAL GNMA PL #146856 10.000% 5/15/16	1.66	0.00	1.66
06/02/14	15,000	HEWLETT-PACKARD CO 4.750% 6/02/14	15,000.00	15,240.00-	240.00-
06/24/14	550	INTEL CORP	16,469.38	13,195.60-	3,273.78

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SUNTRUST

SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956

12/01/13 THROUGH 11/30/14

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
01/28/14	150	INTL. BUSINESS MACHINES CORP	27,406.56	16,771.87-	10,634.69
02/05/14	200	INTL. BUSINESS MACHINES CORP	35,440.58	30,168.08-	5,272.50
		TOTAL INTL. BUSINESS MACHINES CORP	62,847.14	46,939.95-	15,907.19
07/03/14	350	JOHNSON & JOHNSON	36,696.23	23,902.59-	12,793.64
01/17/14	351.19	JP MORGAN CHASE CMO 3.1491% 8/15/46	351.19	354.70-	3.51-
02/19/14	41.56	JP MORGAN CHASE CMO 3.1491% 8/15/46	41.56	41.98-	0.42-
03/17/14	9,550.95	JP MORGAN CHASE CMO 3.1491% 8/15/46	9,971.39	9,646.42-	324.97
03/18/14	56.3	JP MORGAN CHASE CMO 3.1491% 8/15/46	56.30	56.86-	0.56-
		TOTAL JP MORGAN CHASE CMO 3.1491% 8/15/46	10,420.44	10,099.96-	320.48
09/22/14	20,000	JPMORGAN CHASE MTN 4.400% 7/22/20	21,656.80	22,262.60-	605.80-
04/11/14	300	KLA-TENCOR CORP	20,486.84	16,349.76-	4,137.08
04/23/14	450	KLA-TENCOR CORP	29,680.49	24,458.42-	5,222.07
		TOTAL KLA-TENCOR CORP	50,167.33	40,808.18-	9,359.15
01/15/14	50	KONINKLIJKE PHILIPS NV-ADR	1,893.96	1,277.61-	616.35
08/06/14	550	KRAFT FOODS GROUP INC	29,799.88	24,405.09-	5,394.79
09/23/14	150	L3 COMMUNICATIONS HOLDINGS INC	17,387.60	13,416.95-	3,970.65
05/02/14	350	MACY'S INC	20,321.74	11,548.42-	8,773.32
09/15/14	600	MERCK & CO INC	36,288.03	22,938.00-	13,350.03

SUNTRUST

SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956

12/01/13 THROUGH 11/30/14

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
06/05/14	650	NETAPP INC	23,981.67	28,041.33-	4,059.66-
01/15/14	200	NOBLE CORPORATION PLC	7,314.27	6,979.56-	334.71
02/25/14	800	NOBLE CORPORATION PLC	25,023.08	24,208.10-	814.98
		TOTAL NOBLE CORPORATION PLC	32,337.35	31,187.66-	1,149.69
10/07/14	250	NORFOLK SOUTHERN CORP	27,346.47	11,932.06-	15,414.41
10/14/14	350	NORFOLK SOUTHERN CORP	37,266.68	14,044.91-	23,221.77
		TOTAL NORFOLK SOUTHERN CORP	64,613.15	25,976.97-	38,636.18
01/15/14	50	NORTHROP GRUMMAN CORPORATION	5,807.06	2,913.75-	2,893.31
08/06/14	250	NORTHROP GRUMMAN CORPORATION	31,038.59	14,568.72-	16,469.87
		TOTAL NORTHROP GRUMMAN CORPORATION	36,845.65	17,482.47-	19,363.18
06/17/14	100	NOVARTIS AG SPONS ADR	8,943.44	5,499.02-	3,444.42
~~08/14/14~~	~~200~~	~~NOVARTIS AG SPONS ADR~~	~~17,136.04~~	~~10,984.20-~~	~~6,151.84~~
08/15/14	300	NOVARTIS AG SPONS ADR	25,850.81	16,455.54-	9,395.27
		TOTAL NOVARTIS AG SPONS ADR	51,930.29	32,938.76-	18,991.53
08/25/14	100	NOW INC/DE	3,253.83	2,024.56-	1,229.27
03/24/14	500	OPEN TEXT CORP	24,432.70	13,838.93-	10,593.77
05/02/14	550	ORACLE CORPORATION	22,051.10	15,396.21-	6,654.89
10/16/14	150	PHILIP MORRIS INTERNATIONAL	12,709.86	13,153.69-	443.83-

SUNTRUST

SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956

12/01/13 THROUGH 11/30/14

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
02/10/14	600	REYNOLDS AMERICAN INC	28,325.38	14,521.48-	13,803.90
12/12/13	20,000	RLI CORP 5.950% 1/15/14	20,102.80	20,270.80-	168.00-
01/15/14	150	ROCKWELL COLLINS	11,401.08	10,497.05-	904.03
05/15/14	10,000	ROGERS COMM INC 4.100% 10/01/23	10,324.70	9,981.30-	343.40
10/07/14	350	ROYAL DUTCH SHELL PLC SPONS ADR	27,028.40	25,958.65-	1,069.75
03/11/14	250	SAFEWAY INC	9,821.55	6,216.28-	3,605.27
04/02/14	550	SAFEWAY INC	20,377.48	13,675.80-	6,701.68
		TOTAL SAFEWAY INC	30,199.03	19,892.08-	10,306.95
01/13/14	150	SANDISK CORP	10,983.70	6,388.15-	4,595.55
03/03/14	300	SANDISK CORP	22,877.33	12,776.31-	10,101.02
		TOTAL SANDISK CORP	33,861.03	19,164.46-	14,696.57
01/15/14	100	SIEMENS AG SPONS ADR	13,411.51	9,169.84-	4,241.67
08/25/14	1,400	SLM CORP	12,347.72	11,038.32-	1,309.40
12/26/13	800	SYMANTEC CORPORATION	17,931.60	12,456.00-	5,475.60
10/21/14	100	SYNOPSYS INC	3,726.62	3,853.52-	126.90-
10/21/14	700	SYNOPSYS INC	26,103.89	26,455.55-	351.66-
10/22/14	500	SYNOPSYS INC	18,833.63	18,507.05-	326.58
		TOTAL SYNOPSYS INC	48,664.14	48,816.12-	151.98-

SUNTRUST

SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956

12/01/13 THROUGH 11/30/14

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
10/17/14	15,000	TOTAL SYSTEM SVC 2.375% 6/01/18	15,050.10	14,956.50-	93.60
01/15/14	50	TRINITY INDUSTRIES INC	2,802.54	2,261.75-	540.79
02/27/14	250	TRINITY INDUSTRIES INC	17,334.12	11,308.72-	6,025.40
05/14/14	300	TRINITY INDUSTRIES INC	23,531.95	13,570.47-	9,961.48
		TOTAL TRINITY INDUSTRIES INC	43,668.61	27,140.94-	16,527.67
11/13/14	600	TUPPERWARE BRANDS CORPORATION	38,098.31	44,534.22-	6,435.91-
10/31/14	20,000	U.S. TREASURY NOTES 1.250% 10/31/15	20,220.31	20,415.63-	195.32-
08/25/14	25,000	U.S. TREASURY NOTES 1.750% 10/31/18	25,259.77	25,546.88-	287.11-
10/22/14	15,000	U.S. TREASURY NOTES 2.375% 8/15/24	15,203.91	14,992.38-	211.53
09/18/14	10,000	U.S. TREASURY NOTES 4.000% 8/15/18	10,967.19	10,876.56-	90.63
06/30/14	550	UNILEVER NV NY SHARES	24,098.04	17,423.10-	6,674.94
09/18/14	800	UNILEVER NV NY SHARES	32,983.99	23,973.85-	9,010.14
		TOTAL UNILEVER NV NY SHARES	57,082.03	41,396.95-	15,685.08
02/10/14	1,000	WR BERKLEY CORP	38,622.52	32,086.23-	6,536.29
08/25/14	10,000	XILINX INC 2.125% 3/15/19	9,962.90	9,947.70-	15.20
		TOTAL SALES	3,109,537.19	2,774,775.18-	334,762.01

FREE DELIVERIES

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The JACKSON FOUNDATION
54-1186114 [redacted]
Sch. B Attachment

Estate of Patricia Asch [redacted]

To: Jackson Foundation
Distribution of residue per Article II, Paragraph C of Will

08/08/2014 Cash	$ 237,295.67
08/21/2014 Cash	64,455.02
08/21/2014 Abbvie Inc 200 Units	8,651.00
08/21/2014 American Intl Group Inc 300 Units	13,656.00
08/21/2014 CBRE Group Inc 200 Units	5,017.00
08/21/2014 Chevron Corp New 300 Units	36,494.00
08/21/2014 Cigna Corp 200 Units	14,824.00
08/21/2014 Corning Inc 400 Units	5,822.00
08/21/2014 Disney (Walt) Co 150 Units	9,480.30
08/21/2014 Dominion Res Inc New VA 200 Units	11,332.00
08/21/2014 E M C Corporation Mass 500 Units	12,127.50
08/21/2014 Emerson Elec Co 100 Units	5,700.50
08/21/2014 Exxon Mobil Corp 100 Units	9,221.52
08/21/2014 Foster Wheeler AG 200 Units	4,236.60
08/21/2014 General Electric 1,100 Units	25,740.00
08/21/2014 Hologic Inc 600 Units	11,574 00
08/21/2014 Humana Inc 100 Units	8,433.00

The JACKSON FOUNDATION
54-1186114 [redacted] [redacted]
Schedule B Attachment Estate of Patricia Asch
[redacted]

08/21/2014	Johnson and Johnson 200 Units	$ 17,696.00
08/21/2014	JPMorgan Chase & Co 250 Units	13,620.00
08/21/2014	Koninklijke Philips N V 300 Units	8,430.00
08/21/2014	L-3 Communications Hldgs Inc 100 Units	8,755.00
08/21/2014	Macys Inc 150 Units	7,485.75
08/21/2014	Merck & Co Inc New 400 Units	18,974.00
08/21/2014	Monsanto Co New 150 Units	14,853.40
08/21/2014	National Grid PLC Spon ADR New 100 Units	5,633.51
08/21/2014	Norfolk Southern Corp 200 Units	14,542.00
08/21/2014	Northrop Grumman Corp 100 Units	8,463.50
08/21/2014	Novartis ADR 100 Units	7,111.50
08/21/2014	Nvidia Corp 400 Units	5,838.36
08/21/2014	Occidental Pete Corp 200 Units	18,273.00
08/21/2014	Oracle Corp 500 Units	15,725.00
08/21/2014	Pfizer Inc 446 Units	12,571.63
08/21/2014	Philip Morris Intl Inc 100 Units	8,845.00
08/21/2014	PPL Corp 400 Units	11,846.00

The JACKSON FOUNDATION [redacted] [redacted]
54-1186114
Estate of Patricia Asch
SCH. B ATTACHMENT [redacted]

08/21/2014	Prudential Financial Inc 100 Units	$	7,657.50
08/21/2014	Rockwell Collins Inc 200 Units		12,976.00
08/21/2014	Royal Dutch Shell PLC 258 Units		17,132.49
08/21/2014	Schlumberger Ltd 170 Units		12,710.23
08/21/2014	Siemens AG Sponsored ADR 200 Units		20,114.80
08/21/2014	SunTrust Banks Inc 82 Units		2,809.32
08/21/2014	Tupperware Brands Corp 100 Units		8,040.00
08/21/2014	Unilever NV NY Shs New 150 Units		5,997.75
08/21/2014	Vodafone Group PLC New Spons ADR 109 Units		3,290.04
08/21/2014	Xilinx Inc 200 Units		8,023.00
08/21/2014	Allianz SE SPD ADR 800 Units		11,890.79
08/21/2014	Intel Corp 300 Units		7,123.41
08/21/2014	Bio Rad Laboratories Cl A 50 Units		6,590.11
08/21/2014	National-Oilwell Inc 100 Units		7,011.20
08/21/2014	Qualcomm Inc 200 Units		14,670.48
08/21/2014	Shaw Communications Inc Cl B 500 Units		11,266.20
08/21/2014	Sysco Corp 200 Units		7,036.50

The JACKSON FOUNDATION
54-1186114 [redacted] [redacted]
Sch. B ATTACHMENT

Estate of Patricia Asch
[redacted]

08/21/2014	Broadcom Corp 200 Units	$ 5,800.08
08/21/2014	SLM Corp 300 Units	2,349.04
08/21/2014	Verizon Communications 52 Units	2,429.18
08/21/2014	Community Health Sys Inc 200 Units	8,281.10
08/21/2014	Copa Holdings SA 50 Units	6,192.75
08/21/2014	Navient Corp 300 Units	4,218.32
08/21/2014	Constellation Brands Inc 100 Units	8,320 62
08/21/2014	Maxim Integrated Prods Inc 300 Units	10,151.33
08/21/2014	Synopsys Inc 200 Units	7,644.28
08/21/2014	Scripps Networks Interact Inc Cl A 100 Units	7,416.31
08/21/2014	Now Inc/DE 25 Units	762.40
08/21/2014	Gilead Sciences Inc 50 Units	4,086.75
08/21/2014	Freeport-McMoran Inc 334 Units	9,133.23
08/21/2014	Abercrombie & Fitch Co Cl A 100 Units	3,982 27
08/21/2014	Generac Holdings 100 Units	4,275.83
08/21/2014	Safeway Inc 200 Units	4,339.40
08/21/2014	GNMA Pass-Thru X Single Family Mtg 14.48 Units	11.96

Total for Jackson Foundation $936,458.43

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
SUNTRUST CHECKING	14.	14.	
TOTAL TO PART I, LINE 3	14.	14.	

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
AMERICAN CENTURY	69,388.	53,879.	15,509.	15,509.	
COLUMBIA FUNDS	142,044.	132,626.	9,418.	9,418.	
DAVENPORT	93,119.	0.	93,119.	93,119.	
JANUS FUND	9,803.	5,646.	4,157.	4,157.	
ROBECO WPG	98,917.	97,673.	1,244.	1,244.	
SUNTRUST	108,537.	0.	108,537.	108,537.	
TO PART I, LINE 4	521,808.	289,824.	231,984.	231,984.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	164.	164.	
WPS CAPITAL K-1	12,211.	12,211.	
TOTAL TO FORM 990-PF, PART I, LINE 11	12,375.	12,375.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	250.	250.		0.
TO FM 990-PF, PG 1, LN 16A	250.	250.		0.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	3,970.	3,970.		0.
TO FORM 990-PF, PG 1, LN 16B	3,970.	3,970.		0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	4,729.	4,729.		0.
FOREIGN TAXES	3,951.	3,951.		0.
EXCISE TAX PAID	36,851.	0.		0.
OTHER TAXES	104.	104.		0.
TO FORM 990-PF, PG 1, LN 18	45,635.	8,784.		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
PARKING	2,970.	2,970.		0.
INVESTMENT MANAGEMENT FEES	5,103.	5,103.		0.
UTILITIES	2,500.	2,500.		0.
MISCELLANEOUS EXPENSES	583.	583.		0.
OFFICE EXPENSE	403.	403.		0.
POSTAGE	160.	160.		0.
INTERNET SERVICE PROVIDER	1,594.	1,594.		0.
BANK SERVICE CHARGE	55.	55.		0.
TO FORM 990-PF, PG 1, LN 23	13,368.	13,368.		0.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 8

DESCRIPTION	AMOUNT
BOOK/TAX DIFFERENCE IN BASIS OF SECURITIES	160,771.
TOTAL TO FORM 990-PF, PART III, LINE 5	160,771.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 9

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SUNTRUST US OBLIG. - SEE ATTACHED STATEMENT	X		412,207.	418,972.
TOTAL U.S. GOVERNMENT OBLIGATIONS			412,207.	418,972.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			412,207.	418,972.

FORM 990-PF	CORPORATE STOCK	STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SUNTRUST COMMON- SEE ATTACHED	2,815,935.	3,719,991.
DAVENPORT COMMON - SEE ATTACHED STATEMENT	2,785,563.	4,493,820.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,601,498.	8,213,811.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
DAVENPORT CORPORATE - SEE ATTACHED STATEMENT	947,382.	966,001.
SUNTRUST CORPORATE - SEE ATTACHED SCHEDULE 1	387,419.	402,968.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,334,801.	1,368,969.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BT. LP	COST	1,346.	1,346.
ROBECO WPG	COST	1,048,854.	1,090,093.
COLUMBIA FUND	COST	1,042,149.	1,714,862.
AMERICAN CENTURY FUND	COST	981,578.	1,323,695.
JANUS FUND	COST	744,749.	1,364,039.
WPS CAPITAL FUND, LLC	COST	312,331.	312,331.
TOTAL TO FORM 990-PF, PART II, LINE 13		4,131,007.	5,806,366.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ANTHONY JAMES ASCH 104 SHOCKOE SLIP	PRES/TREAS/DR 0.50	0.	0.	0.
THOMAS ANDREW ASCH 104 SHOCKOE SLIP	SECTY/DIR 0.50	0.	0.	0.
PATRICIA M. ASCH 104 SHOCKOE SLIP	A. SECT 20.00	0.	0.	0.
W. BIRCH DOUGLASS, III 104 SHOCKOE SLIP	A. SECT 0.50	0.	0.	0.
JILL MCCORMICK 104 SHOCKOE SLIP	EXEC. DIR. 20.00	44,518.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		44,518.	0.	0.