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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 instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 01-01-2014 , and ending 12-31-2014

Name of foundation The Willowbank Foundation		<b>A Employer identification number</b>  04-6819602	
Number and street (or P O box number if mail is not delivered to street address) 123 Pleasant Street No 202		<b>B Telephone number</b> (see instructions)  (978) 740-9119	
City or town, state or province, country, and ZIP or foreign postal code Marblehead, MA 01945		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
<b>G</b> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16)▶\$ 993,546		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>J</b> Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> 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	<b>1</b> Contributions, gifts, grants, etc , received (attach schedule) . . . . .				
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B . . . . .				
	<b>3</b> Interest on savings and temporary cash investments				
	<b>4</b> Dividends and interest from securities. . . . .	17,739	17,739		
	<b>5a</b> Gross rents . . . . .				
	<b>b</b> Net rental income or (loss) _____				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	36,430			
	<b>b</b> Gross sales price for all assets on line 6a 295,004				
	<b>7</b> Capital gain net income (from Part IV, line 2) . . .		36,430		
	<b>8</b> Net short-term capital gain . . . . .				
	<b>9</b> Income modifications . . . . .				
	<b>10a</b> Gross sales less returns and allowances				
	<b>b</b> Less Cost of goods sold . . . . .				
	<b>c</b> Gross profit or (loss) (attach schedule) . . . . .				
	<b>11</b> Other income (attach schedule) . . . . .	844	844	0	
	<b>12 Total.</b> Add lines 1 through 11 . . . . .	55,013	55,013	0	
Operating and Administrative Expenses	<b>13</b> Compensation of officers, directors, trustees, etc	0	0	0	0
	<b>14</b> Other employee salaries and wages . . . . .				
	<b>15</b> Pension plans, employee benefits . . . . .				
	<b>16a</b> Legal fees (attach schedule) . . . . .				
	<b>b</b> Accounting fees (attach schedule) . . . . .	1,575	1,575	0	0
	<b>c</b> Other professional fees (attach schedule) . . . . .				
	<b>17</b> Interest . . . . .				
	<b>18</b> Taxes (attach schedule) (see instructions) . . .	7,177	7,177	0	0
	<b>19</b> Depreciation (attach schedule) and depletion . . .				
	<b>20</b> Occupancy . . . . .				
	<b>21</b> Travel, conferences, and meetings . . . . .				
	<b>22</b> Printing and publications . . . . .				
	<b>23</b> Other expenses (attach schedule) . . . . .	4,180	4,180	0	0
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	12,932	12,932	0	0
	<b>25</b> Contributions, gifts, grants paid . . . . .	110,000			110,000
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	122,932	12,932	0	110,000
	<b>27</b> Subtract line 26 from line 12				
	<b>a Excess of revenue over expenses and disbursements</b>	-67,919			
	<b>b Net investment income</b> (if negative, enter -0-)		42,081		
	<b>c Adjusted net income</b> (if negative, enter -0-)			0	

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 . . . . .	22,518	16,492	16,492
	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 (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)			
	b	Investments—corporate stock (attach schedule) . . . . .	851,187	790,699	977,054
	c	Investments—corporate bonds (attach schedule). . . . .			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	873,705	807,191	993,546	
Liabilities	17	Accounts payable and accrued expenses . . . . .	35		
	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) . . . . .	35	0	
	Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
24		Unrestricted . . . . .			
25		Temporarily restricted . . . . .			
26		Permanently restricted . . . . .			
Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.					
27		Capital stock, trust principal, or current funds . . . . .	1,508,596	1,508,596	
28		Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
29		Retained earnings, accumulated income, endowment, or other funds	-634,926	-701,405	
30		Total net assets or fund balances (see instructions) . . . . .	873,670	807,191	
31	Total liabilities and net assets/fund balances (see instructions) . .	873,705	807,191		

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) . . . . .	1873,670
2	Enter amount from Part I, line 27a . . . . .	2-67,919
3	Other increases not included in line 2 (itemize) ▶ _____	31,440
4	Add lines 1, 2, and 3 . . . . .	4807,191
5	Decreases not included in line 2 (itemize) ▶ _____	50
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6807,191

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 )
1 a	Via BNY Mellon 1099	P		
b	Via BNY Mellon 1099	P		
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 160,229		147,133	13,096
b 134,775		111,441	23,334
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
a			13,096
b			23,334
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	36,430
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 . . . . .	}	3	

Part V

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No  
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see 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))
2013	45,000	894,941	0 050283
2012	128,229	813,290	0 157667
2011	211,027	970,851	0 217363
2010	78,218	1,080,223	0 072409
2009	69,885	963,058	0 072566

2	Total of line 1, column (d). . . . .	2	0 570288
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 114058
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5. . . . .	4	983,578
5	Multiply line 4 by line 3. . . . .	5	112,185
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	421
7	Add lines 5 and 6. . . . .	7	112,606
8	Enter qualifying distributions from Part XII, line 4. . . . .	8	110,000

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 page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	842
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	842
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	842
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014	6a	3,840	
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	3,840
8		Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .		10	2,998
11		Enter the amount of line 10 to be Credited to 2015 estimated tax 880 Refunded		11	2,118

Part VII-A

Statements Regarding Activities

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	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . . <i>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.</i>	1b		No
c	Did the foundation file Form 1120-POL for this year? . . . . .	1c		No
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? . . . . . <i>If "Yes," attach a detailed description of the activities.</i>	2		No
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? <i>If "Yes," attach a conformed copy of the changes.</i> . . . .	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
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	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i> . . . . .	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions): MA			
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? <i>If "No," attach explanation.</i> . . . .	8b	Yes	
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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV.</i> . . . . .	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i> . . . . .	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of Stephen J Lockwood Telephone no (978) 740-9119 Located at 1925 Galleon Drive Naples FL ZIP+4 34102			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) 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)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
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 2014?	1c		No
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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? If "Yes," list the years 20 , 20 , 20 , 20 Yes No			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions ).	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 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 2014 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 2014.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2014?	4b		No

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))?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b		
Organizations relying on a current notice regarding disaster assistance check here.				<input type="checkbox"/>
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?				<input type="checkbox"/> Yes <input type="checkbox"/> 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?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		No
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b		

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Stephen J Lockwood	Trustee	0	0	0
1925 Galleon Drive Naples, FL 34102	0 00			
Frances R Lockwood	Trustee	0	0	0
1925 Galleon Drive Naples, FL 34102	0 00			
Henry W Comstock Jr	Trustee	0	0	0
One Post Office Square Boston, MA 02109	0 00			
Richard E Mastrocola	Trustee	0	0	0
401 Edgewater Place Wakefield, MA 01880	0 00			
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. . . . .		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	
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	
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	979,051
b	Average of monthly cash balances. . . . .	1b	19,505
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	998,556
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	998,556
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	14,978
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	983,578
6	Minimum investment return. Enter 5% of line 5. . . . .	6	49,179

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	49,179
2a	Tax on investment income for 2014 from Part VI, line 5. . . . .	2a	842
b	Income tax for 2014 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	842
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	48,337
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	0
5	Add lines 3 and 4. . . . .	5	48,337
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	48,337

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	110,000
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	110,000
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	110,000
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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				48,337
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only. . . . .			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009. . . . .	2,877			
b From 2010. . . . .	24,437			
c From 2011. . . . .	163,764			
d From 2012. . . . .	87,772			
e From 2013. . . . .	4,085			
f Total of lines 3a through e. . . . .	282,935			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 110,000				
a Applied to 2013, 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 2014 distributable amount. . . . .				48,337
e Remaining amount distributed out of corpus	61,663			
5 Excess distributions carryover applied to 2014 (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	344,598			
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 2013 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015 . . . . .				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). . . . .	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions). . .	2,877			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a . . . . .	341,721			
10 Analysis of line 9				
a Excess from 2010. . . .	24,437			
b Excess from 2011. . . .	163,764			
c Excess from 2012. . . .	87,772			
d Excess from 2013. . . .	4,085			
e Excess from 2014. . . .	61,663			

Part XIV

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

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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 organization 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) )

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

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

Stephen Frances Lockwood co SJL Co  
123 Pleasant St Suite 202  
Marblehead, MA 01945  
(978) 740-9119

b

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

Letter 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

Makes Grants to 501(c)(3) organizations

**Part XV**

**Supplementary Information** (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Inner City Fund 20 Franklin Street Suite 630 Boston, MA 02109	none	501(c)(3)	Scholarship Fund	25,000
Guadalupe IT IS 509 Hope Circle Immokalee, FL 34142	none	501(c)(3)	Scholarship Fund	25,000
Golisano Children's Museum of Naples 15080 Livingston Road Naples, FL 34109	none	501(c)(3)	Scholarship Fund	10,000
NCH Health PO Box 234 Naples, FL 34106	none	501(c)(3)	Scholarship Fund	50,000
<b>Total</b> . . . . .			<b>3a</b>	110,000
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> . . . . .			<b>3b</b>	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)



TY 2014 Accounting Fees Schedule

**Name:** The Willowbank Foundation

**EIN:** 04-6819602

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting	1,575	1,575	0	0

**TY 2014 Investments Corporate  
Stock Schedule**

**Name:** The Willowbank Foundation  
**EIN:** 04-6819602

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Mellon Bank	790,699	977,054



**TY 2014 Other Expenses Schedule****Name:** The Willowbank Foundation**EIN:** 04-6819602

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Management Fees - BNYMellon	4,125	4,125	0	0
Mass PC Fee	35	35	0	0
Investment Expenses	20	20	0	0

TY 2014 Other Income Schedule

**Name:** The Willowbank Foundation

**EIN:** 04-6819602

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Class Action	242	242	
Cash from Merger	602	602	

TY 2014 Other Increases Schedule

**Name:** The Willowbank Foundation

**EIN:** 04-6819602

Description	Amount
Change in unrealized appreciation/depreciation	1,440

**TY 2014 Taxes Schedule****Name:** The Willowbank Foundation**EIN:** 04-6819602

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Income Taxes	41	41	0	0
Federal Taxes	7,136	7,136	0	0

## Income for 2014

This section reports your sales transactions during the year. A schedule of your net gains and losses is shown below. Please note that if you have sold an asset for which the cost basis information is unknown it is shown separately in the section entitled Transactions with Unknown Cost Basis. Please review these carefully when preparing your return. An asterisk symbol (\*) next to the tax cost indicates that the tax cost has been adjusted for current year's return of capital.

The following items are provided to you to assist in the preparation of your tax returns. We have included the following Codes and Adjustment amounts: "W" for wash sales, "C" for collectibles, and "D" for Market Discount. Typically, collectibles are taxed at 28% rates. For your convenience, if applicable, we have included the portion subject to Section 988 translation gains and losses and Market Discount in the column titled "Portion Subject to 988 and Market Discount". We have also includes gains on collectibles taxed at 28% rates in the last column. If we have included a dagger symbol (†) next to the sale transaction with a net loss, this indicates that you can not take a loss on your tax return based on gross proceeds from a reportable change in control or capital structure.

### Short Term Transactions

DESCRIPTION		CUSIP								Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments				
<b>ADOBE SYS INC COM</b>		<b>00724F101</b>									
03/20/14	05/23/13	10	\$687 09	\$430 20	\$256 89		\$0 00		\$0 00	\$0.00	
10/14/14	04/15/14	10	\$609 11	\$609 33	\$-0 22		\$0 00		\$0 00	\$0 00	
<b>ALCATEL SPONSORED ADRS</b>		<b>013904305</b>									
02/06/14	10/02/13	250	\$1,086 06	\$978 40	\$107.66		\$0.00		\$0.00	\$0 00	
05/16/14	10/02/13	260	\$987 15	\$1,017 53	\$-30 38		\$0 00		\$0 00	\$0.00	
05/22/14	10/02/13	260	\$977 63	\$1,017 53	\$-39 90		\$0 00		\$0 00	\$0 00	
05/22/14	10/14/13	10	\$37 60	\$38.32	\$-0.72		\$0 00		\$0.00	\$0 00	

## Short Term Transactions

DESCRIPTION		CUSIP								Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments				
<b>ALCATEL SPONSORED ADRS</b>		<b>013904305</b>									
06/03/14	10/14/13	220	\$833.36	\$842.94	\$-9.58		\$0.00		\$0.00	\$0.00	\$0.00
06/03/14	10/01/13	110	\$416.68	\$411.18	\$5.50		\$0.00		\$0.00	\$0.00	\$0.00
<b>ALLERGAN INC COM</b>		<b>018490102</b>									
06/04/14	12/23/13	19	\$3,141.49	\$2,053.35	\$1,088.14		\$0.00		\$0.00	\$0.00	\$0.00
06/04/14	12/20/13	19	\$3,141.49	\$2,053.67	\$1,087.82		\$0.00		\$0.00	\$0.00	\$0.00
<b>AMGEN INC</b>		<b>031162100</b>									
01/24/14	09/16/13	17	\$2,036.90	\$1,986.16	\$50.74		\$0.00		\$0.00	\$0.00	\$0.00
02/04/14	09/16/13	14	\$1,624.25	\$1,635.66	\$-11.41		\$0.00		\$0.00	\$0.00	\$0.00
<b>APPLE COMPUTER INC COM</b>		<b>037833100</b>									
09/02/14	05/16/14	4	\$413.20	\$335.56	\$77.64		\$0.00		\$0.00	\$0.00	\$0.00
09/04/14	10/24/13	17	\$1,680.70	\$1,289.25	\$391.45		\$0.00		\$0.00	\$0.00	\$0.00
09/04/14	05/16/14	3	\$296.59	\$251.67	\$44.92		\$0.00		\$0.00	\$0.00	\$0.00
<b>BEAM INC</b>		<b>073730103</b>									
02/05/14	06/04/13	10	\$830.72	\$652.73	\$177.99		\$0.00		\$0.00	\$0.00	\$0.00
<b>BRISTOL MYERS SQUIBB CO COM</b>		<b>110122108</b>									
02/04/14	05/24/13	30	\$1,468.69	\$1,413.75	\$54.94		\$0.00		\$0.00	\$0.00	\$0.00
<b>CABOT OIL &amp; GAS CORP</b>		<b>127097103</b>									
06/13/14	12/16/13	10	\$345.93	\$357.49	\$-11.56		\$0.00		\$0.00	\$0.00	\$0.00

**Short Term Transactions**

DESCRIPTION		CUSIP								Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments				
<b>CABOT OIL &amp; GAS CORP</b>		<b>127097103</b>									
06/13/14	12/12/13	30	\$1,037 78	\$1,092 35	\$-54 57		\$0 00		\$0 00	\$0 00	\$0 00
06/16/14	12/16/13	60	\$2,078 13	\$2,144.93	\$-66 80		\$0 00		\$0 00	\$0 00	\$0 00
06/16/14	03/07/14	50	\$1,731.78	\$1,764 54	\$-32 76		\$0 00		\$0 00	\$0 00	\$0 00
<b>CHEVRONTEXACO CORP</b>		<b>166764100</b>									
11/20/14	04/30/14	20	\$2,331 71	\$2,513 24	\$-181.53		\$0 00		\$0 00	\$0 00	\$0 00
<b>COCA-COLA CO USD</b>		<b>191216100</b>									
01/13/14	05/23/13	100	\$3,961.49	\$4,172 80	\$-211 31		\$0 00		\$0 00	\$0.00	\$0.00
<b>COMCAST CORP NEW CL A</b>		<b>20030N101</b>									
03/21/14	01/13/14	20	\$1,001 64	\$1,060 78	\$-59 14		\$0 00		\$0.00	\$0 00	\$0 00
08/13/14	12/16/13	20	\$1,082 09	\$990 43	\$91 66		\$0.00		\$0 00	\$0 00	\$0 00
<b>CORNING INC COM</b>		<b>219350105</b>									
04/08/14	01/17/14	50	\$1,052 93	\$940 05	\$112 88		\$0 00		\$0 00	\$0 00	\$0 00
04/15/14	01/17/14	60	\$1,224 82	\$1,128 06	\$96 76		\$0 00		\$0 00	\$0 00	\$0 00
07/18/14	01/17/14	50	\$1,082 70	\$940 05	\$142 65		\$0 00		\$0 00	\$0 00	\$0 00
07/18/14	01/21/14	60	\$1,299 23	\$1,124 16	\$175 07		\$0 00		\$0 00	\$0 00	\$0 00
<b>COSTCO WHSL CORP NEW</b>		<b>22160K105</b>									
06/18/14	03/07/14	5	\$576 76	\$569 35	\$7 41		\$0 00		\$0 00	\$0 00	\$0 00

**Short Term Transactions**

DESCRIPTION		CUSIP								Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments				
<b>DEVON ENERGY CORPORATION NEW</b>		<b>25179M103</b>									
12/10/14	06/16/14	30	\$1,633 54	\$2,341 98	\$-708 44		\$0 00		\$0 00	\$0 00	
12/11/14	06/13/14	20	\$1,089 61	\$1,559 91	\$-470 30		\$0 00		\$0 00	\$0 00	
12/11/14	06/16/14	10	\$544 80	\$780.66	\$-235.86		\$0 00		\$0 00	\$0.00	
<b>DREYFUS BASIC S&amp;P 500 STK I</b>		<b>261978811</b>									
01/16/14	05/23/13	528 82	\$20,000 00	\$17,911 17	\$2,088 83		\$0 00		\$0 00	\$0 00	
<b>EXPRESS SCRIPTS HLDG CO</b>		<b>30219G108</b>									
04/08/14	04/29/13	30	\$2,183 58	\$1,756 88	\$426 70		\$0 00		\$0 00	\$0 00	
04/08/14	05/01/13	6	\$436.72	\$357 77	\$78 95		\$0 00		\$0 00	\$0 00	
04/08/14	05/02/13	34	\$2,474 73	\$2,057 81	\$416 92		\$0 00		\$0 00	\$0 00	
<b>FACEBOOK INC</b>		<b>30303M102</b>									
10/29/14	05/22/14	10	\$758.72	\$610 27	\$148 45		\$0 00		\$0 00	\$0 00	
10/29/14	05/02/14	10	\$758 72	\$609 38	\$149 34		\$0 00		\$0 00	\$0 00	
<b>FAMILY DLR STORES INC</b>		<b>307000109</b>									
04/24/14	05/23/13	26	\$1,486 63	\$1,678 09	\$-191 46		\$0 00		\$0.00	\$0.00	
04/25/14	05/23/13	14	\$801.97	\$903 58	\$-101 61		\$0 00		\$0 00	\$0 00	
<b>FNFV GROUP</b>		<b>31620R402</b>									
07/18/14	12/10/13	0 66	\$10 56	\$10 23	\$0.33		\$0.00		\$0.00	\$0.00	
09/16/14	12/10/13	4	\$59 85	\$61 91	\$-2 06		\$0 00		\$0 00	\$0 00	



**Short Term Transactions**

DESCRIPTION		CUSIP								Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments				
<b>FNFV GROUP</b>		<b>31620R402</b>									
09/17/14	12/10/13	5	\$74 84	\$77 39	\$-2 55		\$0 00		\$0 00	\$0 00	\$0 00
09/18/14	12/10/13	1	\$14 96	\$15 48	\$-0.52		\$0 00		\$0 00	\$0 00	\$0 00
09/19/14	12/09/13	20	\$284 17	\$301 47	\$-17 30		\$0.00		\$0 00	\$0 00	\$0 00
09/19/14	12/10/13	26	\$369 48	\$402 47	\$-32 99		\$0 00		\$0 00	\$0 00	\$0 00
<b>GILEAD SCIENCES INC</b>		<b>375558103</b>									
04/08/14	05/23/13	10	\$699 85	\$551 63	\$148 22		\$0 00		\$0 00	\$0 00	\$0 00
<b>GOOGLE INC</b>		<b>38259P508</b>									
01/07/14	05/23/13	2	\$2,270 79	\$1,769 00	\$501 79		\$0 00		\$0 00	\$0 00	\$0 00
01/13/14	05/23/13	1	\$1,144 59	\$884 50	\$260 09		\$0 00		\$0 00	\$0 00	\$0 00
01/21/14	05/23/13	1	\$1,155 24	\$884 50	\$270 74		\$0 00		\$0 00	\$0 00	\$0 00
01/27/14	05/23/13	2	\$2,205 57	\$1,769 00	\$436 57		\$0 00		\$0 00	\$0 00	\$0 00
12/16/14	07/16/14	3	\$1,499 06	\$1,782 28	\$-283 22		\$0 00		\$0 00	\$0 00	\$0 00
12/16/14	06/23/14	3	\$1,499.06	\$1,715 36	\$-216 30		\$0 00		\$0 00	\$0 00	\$0.00
<b>GOOGLE INC</b>		<b>38259P706</b>									
04/10/14	05/23/13	2	\$1,083 59	\$885 65	\$197 94		\$0 00		\$0 00	\$0 00	\$0 00
<b>HCA HOLDINGS INC</b>		<b>40412C101</b>									
09/03/14	06/04/14	20	\$1,391 41	\$1,095 59	\$295 82		\$0 00		\$0 00	\$0 00	\$0 00

**Short Term Transactions**

DESCRIPTION		CUSIP								Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments				
<b>HALLIBURTON COMPANY COM</b>		<b>406216101</b>									
03/07/14	01/13/14	10	\$560 62	\$500 92	\$59 70		\$0 00		\$0 00		\$0 00
03/07/14	02/04/14	20	\$1,121 23	\$985 65	\$135 58		\$0.00		\$0.00		\$0 00
04/30/14	05/23/13	10	\$630 43	\$431 28	\$199 15		\$0 00		\$0 00		\$0 00
04/30/14	02/04/14	10	\$630 43	\$492 83	\$137 60		\$0 00		\$0 00		\$0 00
<b>HARLEY DAVIDSON INC</b>		<b>412822108</b>									
08/13/14	08/23/13	10	\$622 02	\$598 31	\$23 71		\$0.00		\$0.00		\$0 00
<b>JOHNSON &amp; JOHNSON COM</b>		<b>478160104</b>									
09/03/14	04/08/14	7	\$725 98	\$688 97	\$37 01		\$0 00		\$0 00		\$0 00
10/24/14	04/11/14	10	\$1,028 27	\$969 19	\$59 08		\$0 00		\$0 00		\$0 00
10/24/14	04/08/14	33	\$3,393 30	\$3,248 01	\$145.29		\$0 00		\$0.00		\$0 00
<b>KLA TENCOR CORP</b>		<b>482480100</b>									
01/07/14	10/18/13	20	\$1,246 49	\$1,292 07	\$-45 58		\$0 00		\$0 00		\$0 00
01/07/14	10/17/13	10	\$623 25	\$638 00	\$-14 75		\$0 00		\$0 00		\$0 00
<b>KNOWLES CORP</b>		<b>49926D109</b>									
03/05/14	05/23/13	35	\$1,064.72	\$945.50	\$119.22		\$0.00		\$0.00		\$0 00
<b>LAS VEGAS SANDS CORP</b>		<b>517834107</b>									
01/14/14	05/23/13	10	\$792 80	\$574 18	\$218 62		\$0 00		\$0 00		\$0 00

**Short Term Transactions**

DESCRIPTION		CUSIP									Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments					
<b>MARATHON OIL CORP</b>		<b>565849106</b>										
01/14/14	12/09/13	20	\$686 11	\$729 05	\$-42 94		\$0 00		\$0 00		\$0 00	\$0 00
01/14/14	05/23/13	10	\$343 06	\$350 07	\$-7 01		\$0 00		\$0 00		\$0 00	\$0 00
03/24/14	05/23/13	60	\$2,054 36	\$2,100 42	\$-46 06		\$0 00		\$0 00		\$0 00	\$0.00
03/27/14	05/23/13	70	\$2,413 35	\$2,450.49	\$-37 14		\$0 00		\$0 00		\$0 00	\$0 00
<b>MERCK &amp; CO INC</b>		<b>58933Y105</b>										
04/08/14	01/14/14	40	\$2,200.30	\$2,098 71	\$101 59		\$0 00		\$0 00		\$0 00	\$0 00
<b>METLIFE INC</b>		<b>59156R108</b>										
01/21/14	05/23/13	30	\$1,579 38	\$1,252 31	\$327 07		\$0 00		\$0 00		\$0 00	\$0 00
01/22/14	05/23/13	10	\$524 95	\$417 44	\$107 51		\$0 00		\$0 00		\$0 00	\$0 00
<b>MICRON TECHNOLOGY</b>		<b>595112103</b>										
09/02/14	01/27/14	30	\$945 55	\$689 72	\$255.83		\$0 00		\$0 00		\$0 00	\$0 00
09/02/14	02/06/14	40	\$1,260 74	\$983 53	\$277 21		\$0 00		\$0 00		\$0 00	\$0 00
09/15/14	01/27/14	60	\$1,808 44	\$1,379 43	\$429 01		\$0 00		\$0 00		\$0 00	\$0 00
10/06/14	01/27/14	40	\$1,289 53	\$919 62	\$369 91		\$0 00		\$0 00		\$0 00	\$0.00
10/06/14	03/27/14	60	\$1,934 30	\$1,334 44	\$599 86		\$0.00		\$0 00		\$0 00	\$0.00
10/06/14	04/10/14	40	\$1,289 53	\$873 47	\$416 06		\$0 00		\$0 00		\$0 00	\$0 00
<b>MONSTER BEVERAGE CORP</b>		<b>611740101</b>										
11/24/14	01/13/14	12	\$1,305 43	\$836.15	\$469 28		\$0 00		\$0.00		\$0.00	\$0 00

**Short Term Transactions**

DESCRIPTION		CUSIP								Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments				
<b>OCWEN FINL CORP</b>		<b>675746309</b>									
08/07/14	02/21/14	30	\$766 60	\$1,077 38	\$-310 78		\$0 00		\$0 00	\$0 00	
08/07/14	02/24/14	20	\$511 07	\$780 43	\$-269 36		\$0 00		\$0 00	\$0 00	
<b>PEPSICO INC</b>		<b>713448108</b>									
08/14/14	05/30/14	10	\$916 48	\$881 49	\$34 99		\$0 00		\$0 00	\$0 00	
<b>PFIZER INC COM</b>		<b>717081103</b>									
04/11/14	11/14/13	40	\$1,198 72	\$1,277 50	\$-78 78		\$0 00		\$0 00	\$0 00	
06/04/14	11/05/13	40	\$1,183 28	\$1,246 70	\$-63.42		\$0 00		\$0.00	\$0.00	
<b>SALESFORCE COM INC</b>		<b>79466L302</b>									
01/27/14	05/23/13	20	\$1,148 17	\$907 36	\$240 81		\$0 00		\$0 00	\$0 00	
<b>SCHLUMBERGER LIMITED COM</b>		<b>806857108</b>									
04/30/14	12/09/13	10	\$1,015 04	\$880 70	\$134 34		\$0.00		\$0 00	\$0 00	
<b>SEMPRA ENERGY</b>		<b>816851109</b>									
02/04/14	05/23/13	10	\$910 95	\$790 48	\$120 47		\$0 00		\$0 00	\$0 00	
<b>SERVICENOW INC</b>		<b>81762P102</b>									
03/20/14	08/15/13	10	\$668.88	\$434.82	\$234.06		\$0 00		\$0 00	\$0.00	
03/20/14	12/12/13	10	\$668 88	\$490 34	\$178 54		\$0 00		\$0 00	\$0.00	
<b>SHIRE PHARMACEUTICALS GROUP</b>		<b>82481R106</b>									
01/14/14	05/23/13	7	\$1,020.25	\$673 25	\$347 00		\$0 00		\$0.00	\$0.00	



**BNY MELLON**  
WEALTH MANAGEMENT

WILLOWBANK FAMILY FDN-IMA

## 2014 Tax Information

Account Number 10000984000

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### Short Term Transactions

DESCRIPTION		CUSIP								Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments				
<b>SHIRE PHARMACEUTICALS GROUP</b>		<b>82481R106</b>									
05/21/14	05/23/13	8	\$1,360 55	\$769 42	\$591 13		\$0 00		\$0 00		\$0 00
<b>SOUTHWESTERN ENERGY CO</b>		<b>845467109</b>									
04/09/14	05/23/13	10	\$462.79	\$386 64	\$76 15		\$0.00		\$0 00		\$0 00
04/10/14	05/23/13	20	\$931.09	\$773 29	\$157.80		\$0 00		\$0 00		\$0 00
<b>SPLUNK INC</b>		<b>848637104</b>									
04/30/14	03/20/14	10	\$545 20	\$895 52	\$-350.32		\$0 00		\$0 00		\$0 00
05/01/14	03/20/14	10	\$563 87	\$895 51	\$-331 64		\$0 00		\$0 00		\$0 00
05/01/14	03/21/14	10	\$563 87	\$852 21	\$-288 34		\$0 00		\$0 00		\$0 00
05/01/14	03/27/14	10	\$563 87	\$730 65	\$-166 78		\$0 00		\$0 00		\$0 00
<b>TAIWAN SEMICONDUCTOR ADR</b>		<b>874039100</b>									
04/16/14	06/26/13	30	\$602 92	\$530 11	\$72 81		\$0 00		\$0 00		\$0 00
04/16/14	07/03/13	20	\$401 95	\$363 13	\$38 82		\$0 00		\$0 00		\$0 00
04/23/14	06/26/13	60	\$1,219 26	\$1,060 21	\$159 05		\$0 00		\$0 00		\$0 00
05/02/14	07/19/13	70	\$1,374 96	\$1,126 66	\$248 30		\$0 00		\$0 00		\$0 00
05/02/14	06/26/13	40	\$785 69	\$706 81	\$78 88		\$0 00		\$0 00		\$0 00
<b>TEVA PHARMACEUTICAL INDS ADR</b>		<b>881624209</b>									
01/14/14	05/23/13	30	\$1,242.85	\$1,175 01	\$67.84		\$0.00		\$0 00		\$0 00
01/24/14	05/23/13	30	\$1,292 67	\$1,175 01	\$117 66		\$0 00		\$0 00		\$0 00

**Short Term Transactions**

DESCRIPTION		CUSIP								Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments				
<b>TEVA PHARMACEUTICAL INDS ADR</b>		<b>881624209</b>									
02/04/14	05/23/13	20	\$884 00	\$783 34	\$100 66		\$0 00		\$0 00		\$0 00
<b>VALERO ENERGY CORP NEW</b>		<b>91913Y100</b>									
01/13/14	05/23/13	20	\$1,038 09	\$806 91	\$231 18		\$0 00		\$0 00		\$0 00
<b>VMWARE INC</b>		<b>928563402</b>									
01/17/14	07/29/13	10	\$979 88	\$818 83	\$161 05		\$0 00		\$0 00		\$0.00
01/17/14	07/29/13	20	\$1,959 75	\$1,651 88	\$307 87		\$0 00		\$0 00		\$0 00
<b>ACTAVIS PLC</b>		<b>G0083B108</b>									
02/04/14	09/30/13	8	\$1,479 91	\$1,152 08	\$327 83		\$0 00		\$0 00		\$0 00
<b>AON CORP</b>		<b>G0408V102</b>									
01/29/14	05/23/13	40	\$3,187 01	\$2,614 32	\$572 69		\$0 00		\$0 00		\$0 00
<b>ACCENTURE PLC IRELAND SHS CL A</b>		<b>G1151C101</b>									
03/27/14	04/17/13	20	\$1,559 40	\$1,537 72	\$21.68		\$0.00		\$0.00		\$0 00
<b>NABORS INDUSTRIES LTD COM</b>		<b>G6359F103</b>									
11/04/14	03/25/14	30	\$494 24	\$741 46	\$-247 22		\$0 00		\$0 00		\$0 00
11/05/14	03/25/14	20	\$333 77	\$494 31	\$-160.54		\$0 00		\$0 00		\$0 00
11/05/14	03/27/14	10	\$166.89	\$243 92	\$-77 03		\$0 00		\$0 00		\$0 00
11/20/14	03/24/14	10	\$162 91	\$241 91	\$-79 00		\$0 00		\$0 00		\$0.00
11/20/14	04/10/14	30	\$488 72	\$723 84	\$-235.12		\$0.00		\$0 00		\$0 00

**Short Term Transactions**

DESCRIPTION		CUSIP								Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments				
<b>NABORS INDUSTRIES LTD COM</b>		<b>G6359F103</b>									
11/20/14	04/09/14	20	\$325 81	\$486 29	\$-160 48		\$0 00		\$0 00	\$0 00	\$0 00
11/20/14	03/27/14	60	\$977 44	\$1,463 52	\$-486 08		\$0 00		\$0 00	\$0 00	\$0 00
11/20/14	03/24/14	10	\$162 91	\$241 19	\$-78 28		\$0 00		\$0 00	\$0 00	\$0 00
11/20/14	03/24/14	10	\$162 91	\$240 59	\$-77 68		\$0 00		\$0 00	\$0 00	\$0 00
<b>SEAGATE TECHNOLOGY</b>		<b>G7945M107</b>									
11/06/14	01/07/14	35	\$2,189 90	\$2,058 92	\$130 98		\$0 00		\$0 00	\$0 00	\$0 00
11/07/14	01/07/14	35	\$2,159 66	\$2,058 91	\$100 75		\$0 00		\$0 00	\$0 00	\$0 00
<b>AVAGO TECHNOLOGIES LTD</b>		<b>Y0486S104</b>									
08/29/14	10/14/13	10	\$823 95	\$440 08	\$383 87		\$0 00		\$0 00	\$0 00	\$0 00
08/29/14	04/23/14	10	\$823 95	\$643 45	\$180 50		\$0 00		\$0 00	\$0 00	\$0 00
09/04/14	10/14/13	10	\$866 20	\$440 08	\$426 12		\$0 00		\$0 00	\$0 00	\$0 00
<b>Total Short Term Gain/Loss</b>			<b>\$160,229.47</b>	<b>\$147,133.36</b>	<b>\$13,096 11</b>		<b>\$0.00</b>		<b>\$0 00</b>	<b>\$0 00</b>	<b>\$0 00</b>

**Long Term Transactions**

DESCRIPTION		CUSIP								Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments				
<b>AT&amp;T INC</b>		<b>00206R102</b>									
10/16/14	03/08/07	20	\$670 99	\$732 23	\$-61 24		\$0 00		\$0 00	\$0 00	\$0 00
<b>ADOBE SYS INC COM</b>		<b>00724F101</b>									
10/14/14	05/23/13	10	\$609 11	\$430 20	\$178 91		\$0.00		\$0.00	\$0 00	\$0 00
10/16/14	05/23/13	10	\$627 66	\$430 20	\$197 46		\$0 00		\$0 00	\$0 00	\$0 00
<b>BEAM INC</b>		<b>073730103</b>									
03/07/14	02/25/13	10	\$831 13	\$614 99	\$216 14		\$0 00		\$0 00	\$0 00	\$0 00
04/14/14	12/07/12	3	\$249 75	\$178 40	\$71 35		\$0 00		\$0 00	\$0 00	\$0 00
04/14/14	12/10/12	1	\$83 25	\$59 53	\$23 72		\$0.00		\$0 00	\$0 00	\$0 00
04/14/14	12/10/12	7	\$582 74	\$418 50	\$164 24		\$0 00		\$0 00	\$0 00	\$0 00
04/14/14	02/25/13	4	\$332 99	\$246 00	\$86 99		\$0 00		\$0 00	\$0 00	\$0 00
04/14/14	12/07/12	8	\$665 99	\$475 32	\$190 67		\$0 00		\$0 00	\$0 00	\$0 00
04/14/14	12/06/12	1	\$83 25	\$57 93	\$25 32		\$0 00		\$0 00	\$0 00	\$0 00
04/14/14	12/06/12	6	\$499 49	\$352 53	\$146 96		\$0 00		\$0 00	\$0 00	\$0 00
04/14/14	12/06/12	10	\$832 49	\$586 45	\$246 04		\$0 00		\$0 00	\$0 00	\$0 00
04/14/14	12/05/12	10	\$832 49	\$572 69	\$259 80		\$0 00		\$0 00	\$0 00	\$0 00
<b>BRISTOL MYERS SQUIBB CO COM</b>		<b>110122108</b>									
06/19/14	05/24/13	30	\$1,433 09	\$1,413 74	\$19 35		\$0.00		\$0 00	\$0 00	\$0 00



**Long Term Transactions**

DESCRIPTION		CUSIP								Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments				
<b>COSTCO WHSL CORP NEW</b>		<b>22160K105</b>									
06/18/14	05/23/13	3	\$346 05	\$337 62	\$8 43		\$0 00		\$0 00		\$0 00
<b>DISNEY (WALT) COMPANY HOLDING CO.</b>		<b>254687106</b>									
08/13/14	06/08/12	20	\$1,751 49	\$918 59	\$832 90		\$0.00		\$0 00		\$0 00
11/20/14	06/08/12	10	\$891 74	\$459 29	\$432 45		\$0 00		\$0 00		\$0 00
<b>DREYFUS BASIC S&amp;P 500 STK I</b>		<b>261978811</b>									
10/09/14	05/23/13	503 78	\$20,000.00	\$17,062 96	\$2,937 04		\$0 00		\$0 00		\$0 00
12/16/14	05/23/13	985 71	\$40,000.00	\$33,385 90	\$6,614.10		\$0 00		\$0 00		\$0 00
<b>FREEMPORT-MCMORAN COPPER &amp; GOLD INC (</b>		<b>35671D857</b>									
10/07/14	05/23/13	90	\$2,875 52	\$2,777 30	\$98 22		\$0 00		\$0 00		\$0 00
<b>GENERAL ELECTRIC CO</b>		<b>369604103</b>									
08/15/14	08/30/04	140	\$3,580 91	\$4,579.40	\$-998 49		\$0 00		\$0 00		\$0 00
08/15/14	01/28/11	110	\$2,813 58	\$2,229 59	\$583 99		\$0 00		\$0.00		\$0 00
<b>METLIFE INC</b>		<b>59156R108</b>									
06/09/14	05/23/13	50	\$2,736 21	\$2,087 17	\$649 04		\$0 00		\$0.00		\$0 00
06/10/14	05/23/13	60	\$3,296 58	\$2,504 61	\$791 97		\$0 00		\$0 00		\$0.00
<b>MONDELEZ INTERNATIONAL INC</b>		<b>609207105</b>									
12/15/14	05/23/13	40	\$1,468 23	\$1,249 12	\$219 11		\$0 00		\$0 00		\$0 00
12/18/14	05/23/13	110	\$4,013 32	\$3,435.08	\$578.24		\$0.00		\$0 00		\$0 00

**Long Term Transactions**

DESCRIPTION		CUSIP								Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments				
<b>NATIONAL-OILWELL INC</b>		<b>637071101</b>									
06/18/14	12/08/11	20	\$1,553 07	\$1,283.48	\$269 59		\$0 00		\$0 00	\$0 00	\$0 00
08/13/14	11/02/11	10	\$822 23	\$622 11	\$200 12		\$0 00		\$0 00	\$0 00	\$0 00
10/10/14	05/23/13	10	\$706 83	\$617 72	\$89 11		\$0 00		\$0.00	\$0.00	\$0 00
10/10/14	11/02/11	30	\$2,120 49	\$1,866 34	\$254 15		\$0 00		\$0 00	\$0 00	\$0 00
<b>NOW INC/DE</b>		<b>67011P100</b>									
06/11/14	05/23/13	2 5	\$84 35	\$67 17	\$17 18		\$0 00		\$0 00	\$0 00	\$0 00
06/11/14	12/08/11	4 5	\$151 83	\$125 61	\$26 22		\$0 00		\$0 00	\$0 00	\$0 00
06/11/14	11/02/11	10	\$337 40	\$270 59	\$66 81		\$0 00		\$0 00	\$0 00	\$0 00
06/12/14	12/08/11	0 5	\$16.58	\$13 96	\$2 62		\$0 00		\$0 00	\$0 00	\$0 00
<b>OCWEN FINL CORP</b>		<b>675746309</b>									
08/05/14	07/31/13	30	\$795 68	\$1,430 45	\$-634 77		\$0 00		\$0 00	\$0 00	\$0 00
08/06/14	07/30/13	10	\$261 08	\$475 44	\$-214 36		\$0 00		\$0 00	\$0 00	\$0 00
08/06/14	07/25/13	10	\$261 08	\$461 20	\$-200 12		\$0.00		\$0 00	\$0 00	\$0 00
08/06/14	07/26/13	10	\$261 08	\$472 54	\$-211.46		\$0 00		\$0 00	\$0 00	\$0 00
08/07/14	07/25/13	10	\$255 53	\$461 20	\$-205 67		\$0.00		\$0 00	\$0 00	\$0.00
<b>PVH CORP</b>		<b>693656100</b>									
08/13/14	07/02/13	6	\$673 59	\$761 51	\$-87 92		\$0 00		\$0 00	\$0 00	\$0 00

**Long Term Transactions**

DESCRIPTION		CUSIP								Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments				
<b>PEPSICO INC</b>		<b>713448108</b>									
08/14/14	06/04/13	10	\$916 48	\$815 56	\$100 92		\$0 00		\$0 00	\$0 00	
<b>PROCTER &amp; GAMBLE CO COM</b>		<b>742718109</b>									
05/30/14	05/23/13	20	\$1,612 36	\$1,571 32	\$41 04		\$0.00		\$0 00	\$0 00	
06/18/14	05/23/13	40	\$3,187 55	\$3,142 65	\$44 90		\$0 00		\$0 00	\$0 00	
<b>SCHLUMBERGER LIMITED COM</b>		<b>806857108</b>									
04/30/14	02/14/13	4	\$406 01	\$326.72	\$79 29		\$0 00		\$0 00	\$0.00	
<b>SEMPRA ENERGY</b>		<b>816851109</b>									
11/24/14	05/23/13	10	\$1,103 01	\$790 48	\$312 53		\$0 00		\$0 00	\$0 00	
<b>SHIRE PHARMACEUTICALS GROUP</b>		<b>82481R106</b>									
07/18/14	05/23/13	25	\$6,435 98	\$2,404 45	\$4,031 53		\$0 00		\$0 00	\$0 00	
<b>SOUTHWESTERN ENERGY CO</b>		<b>845467109</b>									
06/25/14	05/23/13	40	\$1,827 09	\$1,546.57	\$280 52		\$0 00		\$0 00	\$0 00	
12/31/14	05/23/13	20	\$546 03	\$773 29	\$-227 26		\$0 00		\$0.00	\$0 00	
<b>TEVA PHARMACEUTICAL INDS ADR</b>		<b>881624209</b>									
08/13/14	05/23/13	20	\$1,020 17	\$783 34	\$236 83		\$0 00		\$0 00	\$0 00	
09/02/14	05/23/13	50	\$2,611 46	\$1,958 35	\$653 11		\$0 00		\$0 00	\$0 00	
<b>WELLS FARGO &amp; CO NEW</b>		<b>949746101</b>									
02/21/14	08/10/10	40	\$1,829 58	\$1,118 35	\$711 23		\$0 00		\$0 00	\$0 00	

**Long Term Transactions**

DESCRIPTION		CUSIP								Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments				
<b>WELLS FARGO &amp; CO NEW</b>		<b>949746101</b>									
07/07/14	09/13/10	20	\$1,049 96	\$527 17	\$522 79		\$0 00		\$0 00	\$0 00	\$0 00
07/07/14	08/10/10	10	\$524 98	\$279 59	\$245 39		\$0 00		\$0 00	\$0 00	\$0 00
<b>YAHOO INC</b>		<b>984332106</b>									
06/16/14	05/23/13	60	\$2,087 96	\$1,565 28	\$522 68		\$0 00		\$0 00	\$0 00	\$0 00
06/23/14	05/23/13	70	\$2,350 78	\$1,826 16	\$524.62		\$0 00		\$0 00	\$0.00	\$0.00
07/16/14	05/23/13	60	\$2,041 90	\$1,565 28	\$476 62		\$0 00		\$0 00	\$0 00	\$0 00
<b>AON CORP</b>		<b>G0408V102</b>									
10/20/14	05/23/13	60	\$4,814 66	\$3,921 48	\$893 18		\$0 00		\$0 00	\$0 00	\$0 00
<i>Total Long Term Gain/Loss</i>			<i>\$134,774 83</i>	<i>\$111,440 70</i>	<i>\$23,334 13</i>		<i>\$0 00</i>		<i>\$0 00</i>	<i>\$0 00</i>	<i>\$0 00</i>