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

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning , and ending

Name of foundation
GERRISH H. MILLIKEN FOUNDATION
C/O WILMINGTON TRUST COMPANY 009209-009

A Employer identification number
06-6037106

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
1100 NORTH MARKET ST. DE3-C070

B Telephone number
(302)651-8571

City or town, state or province, country, and ZIP or foreign postal code
WILMINGTON, DE 19890-0001

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)* ▶$ 6,451,414.

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			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	837.	837.		STATEMENT 1
	4 Dividends and interest from securities	51,318.	51,318.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<3,230.>			
	b Gross sales price for all assets on line 6a 1,054,043.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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	6,100.	0.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	55,025.	52,155.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	4,000.	4,000.		0.
	b Accounting fees STMT 5	1,960.	980.		980.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 6	155.	155.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	11,736.	11,736.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	17,851.	16,871.		980.
	25 Contributions, gifts, grants paid	250,000.			250,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	267,851.	16,871.		250,980.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<212,826.>			
	b **Net investment income** (if negative, enter -0-)		35,284.		
	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			
	2	Savings and temporary cash investments	2,651,405.	1,244,886.	1,244,886.
	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 10	2,388,877.	3,570,221.	3,535,108.
	b	Investments - corporate stock			
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 11	1,566,931.	1,573,666.	1,671,420.
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	6,607,213.	6,388,773.	6,451,414.
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 ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	6,607,213.	6,388,773.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30	**Total net assets or fund balances**	6,607,213.	6,388,773.	
	31	**Total liabilities and net assets/fund balances**	6,607,213.	6,388,773.	

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	6,607,213.
2	Enter amount from Part I, line 27a	2	<212,826.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	6,394,387.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	5,614.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,388,773.

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				
b	SEE ATTACHED STATEMENT			
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				
b				
c				
d				
e	1,054,043.		1,057,273.	<3,230.>

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				
b				
c				
d				
e				<3,230.>

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** <3,230.>

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))
2013	374,337.	3,508,552.	.106693
2012	552,325.	3,779,581.	.146134
2011	817,725.	4,348,427.	.188051
2010	2,215,008.	5,325,398.	.415933
2009	2,411,802.	7,238,942.	.333171

2	Total of line 1, column (d)	2	1.189982
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	.237996
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	6,528,643.
5	Multiply line 4 by line 3	5	1,553,791.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	353.
7	Add lines 5 and 6	7	1,554,144.
8	Enter qualifying distributions from Part XII, line 4	8	250,980.

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	706.
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	706.
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	706.
6	Credits/Payments:				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	1,122.		
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	1,122.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	416.
11	Enter the amount of line 10 to be: **Credited to 2015 estimated tax** ▶ 416. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 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?	2		X
	If "Yes," attach a detailed description of the activities			
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?	5		X
	If "Yes," attach the statement required by General Instruction T.			
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) ▶ DE			
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 2014 or the taxable year beginning in 2014 (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)*

		No.	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 ▶ NO WEB SITE

14 The books are in care of ▶ WILMINGTON TRUST CO Telephone no. ▶ (302) 651-8571
Located at ▶ 1100 NORTH MARKET STREET, WILMINGTON, DE ZIP+4 ▶ 19890-0001

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

		No.	Yes	No
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		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly 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.

			No.	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)?	N/A	1b		
	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 2014?		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 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 ▶ ____, ____, ____, ____	☐ 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.)	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 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.)*	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 2014?		4b		X

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

		Yes	No
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 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? 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 12		0.	0.	0.

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

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

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

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	3,888,767.
b	Average of monthly cash balances ARISTOTLE FUND L.P.	1b	1,067,877.
c	Fair market value of all other assets reference line 1c	1c	1,671,420.
d	**Total** (add lines 1a, b, and c)	1d	6,628,064.
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	6,628,064.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	99,421.
5	**Net value of noncharitable-use assets**. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,528,643.
6	**Minimum investment return**. Enter 5% of line 5	6	326,432.

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	326,432.
2a	Tax on investment income for 2014 from Part VI, line 5 — 2a: 706.		
b	Income tax for 2014. (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	706.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	325,726.
4	Recoveries of amounts treated as qualifying distributions	4	6,100.
5	Add lines 3 and 4	5	331,826.
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	331,826.

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	250,980.
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	250,980.
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	250,980.

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.

Form **990-PF** (2014)

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				331,826.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010 1,510,206.				
c From 2011 602,572.				
d From 2012 359,456.				
e From 2013 181,787.				
f Total of lines 3a through e	2,654,021.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ $ 250,980.				
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				250,980.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	80,846.			80,846.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,573,175.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			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	0.			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	2,573,175.			
10 Analysis of line 9:				
a Excess from 2010 1,429,360.				
b Excess from 2011 602,572.				
c Excess from 2012 359,456.				
d Excess from 2013 181,787.				
e Excess from 2014				

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 2014, 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) 2014	(b) 2013	(c) 2012	(d) 2011	(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).)

PHOEBE MILLIKEN

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 ▶ [X] 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:

NONE

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

N/A

c Any submission deadlines:

N/A

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

GRANTS MADE AS SELECTED BY TRUSTEES

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				
BOY SCOUTS OF AMERICA P.O. BOX 1869 BANGOR, ME 04402		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
CAPE ANN ANIMAL AID 4 PAWS LANE GLOUCESTER, MA 01930		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
DANA-FARBER CANCER INSTITUTE 450 BROOKLINE AVENUE BOSTON, MA 02115		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
DOWNEAST HORIZONS 1200 STATE HIGHWAY 3 BAR HARBOR, ME 04609		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	10,000.
FOREST SOCIETY OF MAINE 115 FRANKLIN STREET, 3RD FLOOR BANGOR, ME 04401		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	10,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	250,000.
b Approved for future payment NONE				
Total			▶ 3b	0.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FRIENDS OF ACADIA 43 COTTAGE STREET BAR HARBOR, ME 04609		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
THEATER ARTISTS WORKSHOP 5 GREGORY BLVD. NORWALK, CT 06855		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
LOUISE DUPONT CROWNINSHIELD COMMUNITY HOUSE P.O. BOX 101 BOCA GRANDE, FL 33921		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
MAINE TREE FOUNDATION 153 HOSPITAL STREET AUGUSTA, ME 04330		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
MOUNT DESERT ISLAND HISTORICAL SOCIETY P.O. BOX 653 MOUNT DESERT, ME 04660		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	10,000.
MOUNT DESERT ISLAND HOSPITAL P.O. BOX 8 BAR HARBOR, ME 04609		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	70,000.
NEIGHBORHOOD HOUSE CLUB P.O. BOX 332 NORTHEAST HARBOR, ME 04662		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
ST. BARNABAS EPISCOPAL CHURCH 954 LAKE AVENUE GREENWICH, CT 06831		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	3,500.
ROUND HILL VOLUNTEER FIRE DEPARTMENT INC. P.O. BOX 8 GREENWICH, CT 06831		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
NATIONAL AUDUBON SOCIETY 613 RIVERSVILLE ROAD GREENWICH, CT 06831		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,500.
Total from continuation sheets				227,500.

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ST. MARY OF PROVIDENCE 4200 NORTH AUSTIN AVENUE CHICAGO, IL 60634		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	15,000.
THE HERITAGE FOUNDATION 214 MASSACHUSETTS AVE. NE WASHINGTON, DC 20002		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	10,000.
ENVIRONMENTAL DEFENSE FUND 257 PARK AVENUE SOUTH NEW YORK, NY 10010		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
WILLOWWIND 1140 STATE HIGHWAY 3 BAR HARBOR, ME 04609-7129		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	5,000.
MAINE COAST HERITAGE TRUST 1 BOWDOIN MILL ISLAND, STE 201 TOPSHAM, ME 04086		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
HARTE RESEARCH SUPPORT FOUNDATION 20742 STONE OAK PKWY, STE 107 SAN ANTONIO, TX 78258		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	15,000.
NORTHEAST HARBOR VILLAGE PO BOX 208 MT. DESSERT, ME 04660		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	5,000.
HURRICANE ISLAND FOUNDATION PO BOX 1280 ROCKLAND, ME 30000		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	30,000.
ACADIA FAMILY CENTER 1 FERLAND POINT ROAD SOUTHWEST HARBOR, ME 04679		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	5,000.
AFRICAN WILDLIFE FOUNDATION 1400 16TH ST. NW, STE 120 WASHINGTON, DC 20036		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	300.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
COLLEGE OF THE ATLANTIC 105 EDEN STREET BAR HARBOR, ME 04609		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
COVENANT HOUSE 461 EIGHT AVENUE NEW YORK, NY 10001		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,500.
PURCHASE COLLEGE FOUNDATION PO BOX 140 PURCHASE, NY 10577		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	200.
HOSPICE REGATTA OF MAINE 14 MCKENZIE AVENUE ELLSWORTH, ME 04605		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
ISLAND HOUSING TRUST P.O. BOX 779 WEST TISBURY, MA 02575		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	10,000.
JEFFERSON DAVIS GRANT FOUNDATION P.O. BOX 620 BAR HARBOR, ME 04609		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	10,000.
MOUNT DESERT NURSING ASSOCIATION PO BOX 397 NORTHEAST HARBOR, ME 04662		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	10,000.
PETITE PLAISANCE CONSERVATION FUND PO BOX 1112 NORTHEAST HARBOR, ME 04662		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	5,000.
VOICE OF THE RETARDED 836 S ARLINGTON HEIGHTS ROAD ELK GROVE VILLAGE, SC 60007		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
ISLAND READERS AND WRITERS P.O. BOX 227 MOUNT DESERT, ME 04660		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,500.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MARINE BIOLOGICAL LABORATORY 7 M B L STREET WOODS HOLE, MA 02543		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
NATURAL RESOURCES DEFENSE COUNCIL INC. 40 WEST 20TH STREET NEW YORK, NY 10011		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	10,000.
Total from continuation sheets				

423631
05-01-14

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	837.	
4 Dividends and interest from securities			14	51,318.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	<3,230.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a PRIOR YEAR RECOVERIES			01	6,100.	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		55,025.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 55,025.

(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).

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: Thomas J. [signature] Date: 5-12-15 Title: TREASURER

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
PETER M. HYDE, CPA	PETER M. HYDE, CP	05/08/15		P00091243

Firm's name ▶ WILMINGTON TRUST COMPANY — Firm's EIN ▶ 51-0055023

Firm's address ▶ TRUST TAX SERVICES DE3-C070
1100 N MARKET STREET, DE 19890-0001 — Phone no. 302 651 8938

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
RESTRICTED SHORT TERM INVESTMENT CORP INTEREST	59.	59.	
RESTRICTED SHORT TERM INVESTMENT FD US INTEREST	778.	778.	
TOTAL TO PART I, LINE 3	837.	837.	

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
ARISTOTLE FUND DIVIDEND INCOME K-1 BOX 6	11,053.	0.	11,053.	11,053.	
ARISTOTLE FUND INTEREST INCOME K-1 BOX 5	162.	0.	162.	162.	
U. S. TREASURY INTEREST (DIRECT FROM SPECIFIC	40,103.	0.	40,103.	40,103.	
TO PART I, LINE 4	51,318.	0.	51,318.	51,318.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
PRIOR YEAR RECOVERIES	6,100.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	6,100.	0.	

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 FEES IVINS PHILLIPS BARKER	4,000.	4,000.		0.
TO FM 990-PF, PG 1, LN 16A	4,000.	4,000.		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
ADMINISTRATIVE FEES	1,960.	980.		980.
TO FORM 990-PF, PG 1, LN 16B	1,960.	980.		980.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ARISTOTLE FUND FOREIGN TAX BOX 16L OF K-1	155.	155.		0.
TO FORM 990-PF, PG 1, LN 18	155.	155.		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
WILMINGTON TRUST (CUSTODIAN) FEE	1,014.	1,014.		0.
ARISTOTLE FUND OTHER DEDUCTIONS BOX 13K	10,722.	10,722.		0.
TO FORM 990-PF, PG 1, LN 23	11,736.	11,736.		0.

FORM 99PF YEAR 2014 PAGE 12 PART XVI -A
ANALYSIS OF INCOME PRODUCING ACTIVITIES
EXPLANATION LINE 11A PRIOR YEAR RECOVERIES

THE AMOUNT SHOWN THEREON IS COMPRISED OF THE FOLLOWING REVERSALS OF PAYMENTS ORIGINALLY DISBURSED IN YEAR 2013

11/01/2013	NATURAL RESOURCES COUNCIL	2,000.
12/20/2013	BOY SCOUTS OF AMERICA NATIONAL COUNCIL	100.
12/20/2013	OUR PLACE, WASHINGTON D.C.	1,000.
12/20/2013	ROUND HILL VOLUNTEER FIRE DEPT.	1,000.
12/20/2013	NATIONAL AUDOBON SOCIETY	1,500.
12/20/2013	LOUISE DUPONT CROWNSHIELD COMMUNITY HOUSE	500.
TOTAL LINE 11A OF PART XVI-A AND LINE 4 PART XI		6,100.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 9

DESCRIPTION	AMOUNT
SHORT TERM INVESTMENT FUND DIVIDEND TIMING DIFFERENCE	29.
U.S. TREASURY ACCRUED INTEREST MARCH 2015 POSTED IN DECEMBER 2014	651.
1/10/14 CASH TRANSFER TO BE REVERSED IN 2015	4,934.
TOTAL TO FORM 990-PF, PART III, LINE 5	5,614.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 10

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
UNITED STATES TREASURY NOTES, SEE ATTACHED	X		3,570,221.	3,535,108.
TOTAL U.S. GOVERNMENT OBLIGATIONS			3,570,221.	3,535,108.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			3,570,221.	3,535,108.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
THE ARISTOTLE FUND OF MAINE, LP	COST	1,573,666.	1,671,420.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,573,666.	1,671,420.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
PHOEBE MILLIKEN P.O. BOX 1926 SPARTANBURG, SC 29304	TRUSTEE 1.00	0.	0.	0.
PETER MILLIKEN P.O. BOX 1926 SPARTANBURG, SC 29304	TRUSTEE 1.00	0.	0.	0.
THOMAS HAMILTON P.O. BOX 1926 SPARTANBURG, SC 29304	OFFICER / TREASURER 1.00	0.	0.	0.
STEPHEN G. MILLIKEN P.O. BOX 1926 SPARTANBURG, SC 29304	TRUSTEE 1.00	0.	0.	0.
JOHN W. MILLIKEN P.O. BOX 1926 SPARTANBURG, SC 29304	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

Exclusion Codes

General Exceptions

01 - Income from an activity that is not regularly carried on (section 512(a)(1))

02 - Income from an activity in which labor is a material income-producing factor and substantially all (at least 85%) of the work is performed with unpaid labor (section 513(a)(1))

03 - Section 501(c)(3) organization - Income from an activity carried on primarily for the convenience of the organization's members, students, patients, visitors, officers, or employees (hospital parking lot or museum cafeteria, for example) (section 513(a)(2))

04 - Section 501(c)(4) local association of employees organized before May 27, 1969 - Income from the sale of work-related clothes or equipment and items normally sold through vending machines; food dispensing facilities; or snack bars for the convenience of association members at their usual places of employment (section 513(a)(2))

05 - Income from the sale of merchandise, substantially all of which (at least 85%) was donated to the organization (section 513(a)(3))

Specific Exceptions

06 - Section 501(c)(3), (4), or (5) organization conducting an agricultural or educational fair or exposition - Qualified public entertainment activity income (section 513(d)(2))

07 - Section 501(c)(3), (4), (5), or (6) organization - Qualified convention and trade show activity income (section 513(d)(3))

08 - Income from hospital services described in section 513(e)

09 - Income from noncommercial bingo games that do not violate state or local law (section 513(f))

10 - Income from games of chance conducted by an organization in North Dakota (section 311 of the Deficit Reduction Act of 1984, as amended)

11 - Section 501(c)(12) organization - Qualified pole rental income (section 513(g)) and/or member income (described in section 501(c)(12)(H))

12 - Income from the distribution of low-cost articles in connection with the solicitation of charitable contributions (section 513(h))

13 - Income from the exchange or rental of membership or donor list with an organization eligible to receive charitable contributions by a section 501(c)(3) organization; by a war veterans' organization; or an auxiliary unit or society of, or trust or foundation for, a war veterans' post or organization (section 513(h))

Modifications and Exclusions

14 - Dividends, interest, payments with respect to securities loans, annuities, income from notional principal contracts, other substantially similar income from ordinary and routine investments, and loan commitment fees, excluded by section 512(b)(1)

15 - Royalty income excluded by section 512(b)(2)

16 - Real property rental income that does not depend on the income or profits derived by the person leasing the property and is excluded by section 512(b)(3)

17 - Rent from personal property leased with real property and incidental (10% or less) in relation to the combined income from the real and personal property (section 512(b)(3))

18 - Gain or loss from the sale of investments and other non-inventory property and from certain property acquired from financial institutions that are in conservatorship or receivership (sections 512(b)(5) and (16)(A))

19 - Gain or loss from the lapse or termination of options to buy or sell securities or real property, and on options and from the forfeiture of good-faith deposits for the purchase, sale, or lease of investment real estate (section 512(b)(5))

20 - Income from research for the United States; its agencies or instrumentalities; or any state or political subdivision (section 512(b)(7))

21 - Income from research conducted by a college, university, or hospital (section 512(b)(8))

22 - Income from research conducted by an organization whose primary activity is conducting fundamental research, the results of which are freely available to the general public (section 512(b)(9))

23 - Income from services provided under license issued by a federal regulatory agency and conducted by a religious order or school operated by a religious order, but only if the trade or business has been carried on by the organization since before May 27, 1959 (section 512(b)(15))

Foreign Organizations

24 - Foreign organizations only - Income from a trade or business NOT conducted in the United States and NOT derived from United States sources (patrons) (section 512(a)(2))

Social Clubs and VEBAs

25 - Section 501(c)(7), (9), or (17) organization - Non-exempt function income set aside for a charitable, etc., purpose specified in section 170(c)(4) (section 512(a)(3)(B)(i))

26 - Section 501(c)(7), (9), or (17) organization - Proceeds from the sale of exempt function property that was or will be timely reinvested in similar property (section 512(a)(3)(D))

27 - Section 501(c)(9) or (17) organization - Nonfunction income set aside for the payment of life, sick, accident, or other benefits (section 512(a)(3)(B)(ii))

Veterans' Organizations

28 - Section 501(c)(19) organization - Payments for life, sick, accident, or health insurance for members or their dependents that are set aside for the payment of such insurance benefits or for a charitable, etc., purpose specified in section 170(c)(4) (section 512(a)(4))

29 - Section 501(c)(19) organization - Income from an insurance set-aside (see code 28 above) that is set aside for payment of insurance benefits or for a charitable, etc., purpose specified in section 170(c)(4) (Regs. section 1.512(a)-4(b)(2))

Debt-Financed Income

30 - Income exempt from debt-financed (section 514) provisions because at least 85% of the use of the property is for the organization's exempt purposes. (**Note:** *This code is only for income from the 15% or less non-exempt purpose use.*) (section 514(b)(1)(A))

31 - Gross income from mortgaged property used in research activities described in section 512(b)(7), (8), or (9) (section 514(b)(1)(C))

32 - Gross income from mortgaged property used in any activity described in section 513(a)(1), (2), or (3) (section 514(b)(1)(D))

33 - Income from mortgaged property (neighborhood land) acquired for exempt purpose use within 10 years (section 514(b)(3))

34 - Income from mortgaged property acquired by bequest or devise (applies to income received within 10 years from the date of acquisition) (section 514(c)(2)(B))

35 - Income from mortgaged property acquired by gift where the mortgage was placed on the property more than 5 years previously and the property was held by the donor for more than 5 years (applies to income received within 10 years from the date of gift (section 514(c)(2)(B))

36 - Income from property received in return for the obligation to pay an annuity described in section 514(c)(5)

37 - Income from mortgaged property that provides housing to low and moderate income persons, to the extent the mortgage is insured by the Federal Housing Administration (section 514(c)(6)). (**Note:** *In many cases, this would be exempt function income reportable in column (e). It would not be so in the case of a section 501(c)(5) or (6) organization, for example, that acquired the housing as an investment or as a charitable activity.*)

38 - Income from mortgaged real property owned by: a school described in section 170(b)(1)(A)(ii); a section 509(a)(3) affiliated support organization of such a school; a section 501(c)(25) organization; or by a partnership in which any of the above organizations owns an interest if the requirements of section 514(c)(9)(B)(vi) are met (section 514(c)(9))

Special Rules

39 - Section 501(c)(5) organization - Farm income used to finance the operation and maintenance of a retirement home, hospital, or similar facility operated by the organization for its members on property adjacent to the farm land (section 1951(b)(8)(B) of Public Law 94-455)

40 - Annual dues, not exceeding $158 (subject to inflation), paid to a section 501(c)(5) agricultural or horticultural organization (section 512(d))

Trade or Business

41 - Gross income from an unrelated activity that is regularly carried on but, in light of continuous losses sustained over a number of tax periods, cannot be regarded as being conducted with the motive to make a profit (not a trade or business)

Other

42 - Receipt of qualified sponsorship payments described in section 513(i)

43 - Exclusion of any gain or loss from the qualified sale, exchange, or other disposition of any qualifying brownfield property (section 512(b)(19))

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	U.S. TREASURY NOTES 1.875%	P	02/16/10	02/28/14
b	U.S. TREASURY NOTES 2.375%	P	VARIOUS	08/31/14
c	U.S. TREASURY NOTES 2.125%	P	VARIOUS	11/30/14
d	U.S. TREASURY NOTES 2.625%	P	VARIOUS	12/31/14
e	ARISTOTLE FUND S/T LOSS K-1 BOX 8	P	VARIOUS	12/31/14
f	ARISTOTLE FUND L/T GAIN K-1 BOX 9	P	VARIOUS	12/31/14
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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	277,000.		276,395.	605.
b	242,000.		245,420.	<3,420.>
c	243,000.		245,829.	<2,829.>
d	241,000.		244,983.	<3,983.>
e			44,646.	<44,646.>
f	51,043.			51,043.
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				605.
b				<3,420.>
c				<2,829.>
d				<3,983.>
e				<44,646.>
f				51,043.
g				
h				
i				
j				
k				
l				
m				
n				
o				

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	<3,230.>
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

423591
05-01-14

Balance Sheet Supporting Detail for 990PF page two part II

Account: 009209-009 CUST FOR GERRISH H MILLIKEN FDTN

As of Date 12/31/2014

Description	CUSIP	Quantity	Market Value	Price	Federal Tax Cost
RESTRICTED SHORT TERM INVESTMENT FND	821400009	1,244,885 5200	1,244,885 52	1 000000	1,244,885 52
THE ARISTOTLE FUND OF MAINE, LP	LP0055444	1 0000	1,671,420 00		1,573,666 00
UNITED STATES TREASURY NOTES DTD 05/31/2012 0.625% 05/31/2017	912828SY7	259,000 0000	257,523 70	0 994300	256,802 98
UNITED STATES TREASURY NOTES DTD 08/31/2012 0.625% 08/31/2017	912828TM2	245,000 0000	242,665 15	0 990470	240,684 61
UNITED STATES TREASURY NOTES DTD 02/28/2013 0.750% 02/28/2018	912828UR9	243,000 0000	239,658 75	0.986250	238,586.95
UNITED STATES TREASURY NOTES DTD 12/31/2012 0 750% 12/31/2017	912828UE8	245,000.0000	242,415 25	0 989450	240,005 12
UNITED STATES TREASURY NOTES DTD 02/29/2012 0 875% 02/28/2017	912828SJ0	259,000 0000	259,626 78	1 002420	259,990 42
UNITED STATES TREASURY NOTES DTD 11/30/2011 0.875% 11/30/2016	912828RU6	257,000 0000	258,125 66	1 004380	260,055.95
UNITED STATES TREASURY NOTES DTD 05/31/2013 1.000% 05/31/2018	912828VE7	182,000 0000	180,236 42	0 990310	179,142 64
UNITED STATES TREASURY NOTES DTD 08/31/2011 1.000% 08/31/2016	912828RF9	257,000.0000	258,927 50	1 007500	261,159 87
UNITED STATES TREASURY NOTES DTD 08/31/2010 1 250% 08/31/2015	912828NV8	245,000 0000	246,741 95	1.007110	250,405.98
UNITED STATES TREASURY NOTES DTD 11/30/2010 1 375% 11/30/2015	912828PJ3	245,000 0000	247,450 00	1 010000	251,196.57
UNITED STATES TREASURY NOTES DTD 08/31/2011 1.500% 08/31/2018	912828RE2	131,000 0000	131,634 04	1 004840	131,204.70
UNITED STATES TREASURY NOTES DTD 05/31/2011 1 750% 05/31/2016	912828QP8	240,000.0000	244,368.00	1.018200	248,422.79
UNITED STATES TREASURY NOTES DTD 02/28/2011 2 125% 02/29/2016	912828QJ2	240,000 0000	244,912.80	1 020470	250.012 98
UNITED STATES TREASURY NOTES DTD 05/31/2010 2 125% 05/31/2015	912828NF3	240,000 0000	241,968 00	1 008200	251,744 00
UNITED STATES TREASURY NOTES DTD 02/28/2010 2.375% 02/28/2015	912828MR8	238,000.0000	238,854 42	1 003590	250,805.15
TOTAL Principal Portfolio - USD		**4,770,886.5200**	**6,451,413.94**		**6,388,773.23**
TOTAL 009209-009			**$6,451,414**		**$6,388,773**