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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*.

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 ERKILETIAN FAMILY FOUNDATION

A Employer identification number
13-4238878

Number and street (or P O box number if mail is not delivered to street address) Room/suite
2009 14th STREET N SUITE ONE

B Telephone number (see instructions)
(703) 671-4400

City or town, state or province, country, and ZIP or foreign postal code
ARLINGTON, VA 22201

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 1,442,988

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) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	44	44		
	4	Dividends and interest from securities	43,392	43,392		
	5a	Gross rents				
	b	Net rental income or (loss) ______				
	6a	Net gain or (loss) from sale of assets not on line 10	74,721			
	b	Gross sales price for all assets on line 6a 402,300				
	7	Capital gain net income (from Part IV, line 2)		74,721		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	18	18		
	12	**Total.** Add lines 1 through 11	118,175	118,175		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	10,000			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	3,000	1,200		
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	3,153			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	565			
	22	Printing and publications				
	23	Other expenses (attach schedule)	18,925	17,600		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	35,643	18,800		0
	25	Contributions, gifts, grants paid	144,500			144,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	180,143	18,800		144,500
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-61,968			
	b	**Net investment income** (if negative, enter -0-)		99,375		
	c	**Adjusted net income** (if negative, enter -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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	119,314	76,648	76,648
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)	1,084,242	1,059,027	1,360,445
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)		5,913	5,895
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)	1,203,556	1,141,588	1,442,988
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶ ______)			
23	**Total liabilities** (add lines 17 through 22)		0	
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			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	1,203,556	1,141,588	
30	**Total net assets or fund balances** (see instructions)	1,203,556	1,141,588	
31	**Total liabilities and net assets/fund balances** (see instructions)	1,203,556	1,141,588	

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	1,203,556
2	Enter amount from Part I, line 27a	2	-61,968
3	Other increases not included in line 2 (itemize) ▶ ______	3	
4	Add lines 1, 2, and 3	4	1,141,588
5	Decreases not included in line 2 (itemize) ▶ ______	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,141,588

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	publicaly traded securities	P	2000-01-01	
b	long term gains from K-1's	P	2000-01-01	2014-12-31
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	402,083		327,579	74,504
b	217			217
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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				74,504
b				217
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	74,721
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	74,504

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	136,042	1,440,267	0 09446
2012	147,985	1,397,842	0 10587
2011	106,930	1,449,692	0 07376
2010	146,186	1,433,305	0 10199
2009	124,501	1,230,701	0 10116

2	**Total** of line 1, column (d)	2	0 47724
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 09545
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	1,475,968
5	Multiply line 4 by line 3	5	140,878
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	994
7	Add lines 5 and 6	7	141,872
8	Enter qualifying distributions from Part XII, line 4	8	144,500

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 ▶ ☐ 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	994
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	
3	Add lines 1 and 2			3	994
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	994
6	Credits/Payments				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	2,000		
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	2,000
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	10
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	996
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 996 **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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? *If "Yes," attach a conformed copy of the changes*	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		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	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? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶VA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	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)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	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 ▶ALEXANDER T ERKILETIAN Telephone no ▶(703) 671-4400

Located at ▶2009 14th STREET N SUITE ONE ARLINGTON VA ZIP +4 ▶22201

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 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		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)?	1b		No
	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		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? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		No
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		No
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))? ☐ 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)?	**5b**		**No**
	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? ☐ Yes ☑ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		**No**

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
STEFANIE S ERKILETIAN 247 MURTHA ST ALEXANDRIA, VA 22304	President 2 00	0		
MICHAEL P ERKILETIAN 1070 Sn MIGUEL CANYON RD WATSONVILLE, CA 95076	Vice President 1 00	0		
ALEXANDER T ERKILETIAN 200 LOCUST GROVE DRIVE PURCELLVILLE, VA 20132	Vice President 15 50	10,000		
KAREN S WAX 5505 SEMINARY RD 215N FALLS CHURCH, VA 22041	Secretary/TREAS 1 00	0		

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 Emerging Scholars Program - TO PROVIDE ACADEMIC ENRICHMENT TO DIVERSE STUDENTS	40,000
2 the shakespeare theatre Co - CAMPAIGN FOR THE HARMAN CENTER FOR THE ARTS	25,000
3 SWEET RELIEF MUSICIANS FUND - SUPPORT FOR MUSICIANS BY PROVIDING MEDICAL CARE, FOOD, UTILITIES AND HOUSING	11,700
4 ALLIANCE FOR THE CHESAPEAKE BAY - TO ASSIST THE ORGANIZATION TOWARDS COLLABORATION AND RESTORATION OF THE CHESAPEAKE BAY	10,000

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 . . . . ▶	

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	1,471,578
b	Average of monthly cash balances	1b	26,867
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	1,498,445
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	
3	Subtract line 2 from line 1d	3	1,498,445
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	22,477
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,475,968
6	**Minimum investment return.** Enter 5% of line 5	6	73,798

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	73,798
2a	Tax on investment income for 2014 from Part VI, line 5 — 2a: 994		
b	Income tax for 2014 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	994
3	Distributable amount before adjustments Subtract line 2c from line 1	3	72,804
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	72,804
6	Deduction from distributable amount (see instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	72,804

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	144,500
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	144,500
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	994
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	143,506

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					72,804
2 Undistributed income, if any, as of the end of 2014					
a Enter amount for 2013 only.					
b Total for prior years 20___ , 20___ , 20___					
3 Excess distributions carryover, if any, to 2014					
a From 2009.	63,464				
b From 2010.	74,949				
c From 2011.	35,703				
d From 2012.	79,783				
e From 2013.	67,205				
f Total of lines 3a through e.		321,104			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 144,500					
a Applied to 2013, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).		0			
d Applied to 2014 distributable amount.					72,804
e Remaining amount distributed out of corpus		71,696			
5 Excess distributions carryover applied to 2014					
(If an amount appears in column (d), the same amount must be shown in column (a).)					
6 Enter the net total of each column as indicated below:					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		392,800			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.					
d Subtract line 6c from line 6b Taxable amount —see instructions					
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions					
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)					
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .		63,464			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a		329,336			
10 Analysis of line 9					
a Excess from 2010. . . .	74,949				
b Excess from 2011. . . .	35,703				
c Excess from 2012. . . .	79,783				
d Excess from 2013. . . .	67,205				
e Excess from 2014. . . .	71,696				

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)

	Tax year	Prior 3 years			
	(a) 2014	**(b)** 2013	**(c)** 2012	**(d)** 2011	**(e) Total**
2a 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 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 email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				144,500
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
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					44
4 Dividends and interest from securities. . . .					43,392
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.					18
8 Gain or (loss) from sales of assets other than inventory					74,721
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .					118,175

13 **Total.** Add line 12, columns (b), (d), and (e). 13 118,175

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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)**		**No**
(2) Other assets.	**1a(2)**		**No**
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		**No**
(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		**No**
(3) Rental of facilities, equipment, or other assets.	**1b(3)**		**No**
(4) Reimbursement arrangements.	**1b(4)**		**No**
(5) Loans or loan guarantees.	**1b(5)**		**No**
(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		**No**
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		**No**

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

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

b If "Yes," complete the following schedule

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

******	2015-11-11	******
Signature of officer or trustee	Date	Title

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
William J Sault				P01261028

Firm's name ▶ William J Sault CPA LLC

Firm's EIN ▶

Firm's address ▶ 15104 Carrolton Road Rockville, MD 20853

Phone no (301) 929-9400

Form 990PF Part XV Line 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*				
SHAKESPEARE THEATRE CO 516 EIGHTH ST SE WASHINGTON, DC 20003	N/A	PC	CAMPAIGN FOR THE HARMAN CENTER FOR THE ARTS	25,000
EMERGING SCHOLARS PROGRAM 4401 FORD AVE SUITE 400 ALEXANDRIA, VA 22302	N/A	PC	TO PROVIDE ACADEMIC ENRICHMENT TO DIVERSE STUDENTS	40,000
THE CHILDREN'S CHARITIES FOUNDATION 4900 WETHEREDSVILLE RD BLDG 1B BALTIMORE, MD 21207	N/A	PC	for general purposes HELP AT-RISK CHILDREN IN THE WASHINGTON METROPOLITAN AREA	5,000
AFRICA CONSERVATION FUND 306 5TH STREET SE WASHINGTON, DC 20003	N/A	PC	FOR GORILLA PROTECTION IN THE DEMOCRATIC REPUBLIC OF CONGO	2,000
MOUNTAIN GORILLA VETERINARY PROJECT THE MD ZOO DRUID HILL PARK BALTIMORE, MD 21217	N/A	PC	to help with health interventions and disease prevention to aid the animals in the wild	10,000
MEN AGAINST BREAST CANCER PO Box 150 Adamstown, MD 21710	N/A	PC	DONATION TO MAMMOGRAPHY PROGRAM	2,500
Operation Smile 5670 Wilshire Blvd Los Angeles, CA 90036	N/A	PC	to provide free cleft lip surgery	11,200
St Gregory Illuminator Armenian Chu 6700 WEST DIVERSEY AVE CHICAGO, IL 60639	N/A	PC	TO CONTINUE & FURTHER THE CHURCH'S VARIOUS MINISTRIES	5,000
ST MARY ARMENIAN APOSTOLIC 4125 FESSENDEN ST NW WASHINGTON, DC 20016	N/A	PC	TO CONTINUE & FURTHER THE CHURCH'S VARIOUS MINISTRIES	1,700
SWEET RELIEF MUSICIANS FUND 2601 E CHAPMAN AVE STE 204 FULLERTON, CA 92831	N/A	PC	SUPPORT FOR MUSICIANS BY PROVIDING MEDICAL CARE, FOOD, UTILITIES AND HOUSING	11,700
SMITHSONIAN INSTITUTION PO BOX 37012 MRC 1205 WASHINGTON, DC 20013	N/A	501C 3	PROVIDING FUNDS FOR INTERNS, AND MATERIALS TO FURTHER THE GLOBAL VOLCANISM PROGRAM	6,700
WORLD CENTRAL KITCHEN 1250 24TH ST NW STE 300 WASHINGTON, DC 20037	N/A	PC	SUPORTING THE MISSION TO FIND SMART SOLUTIONS TO HUNGER AND POVERTY	5,000
NORTHERN VIRGINIA CONSERVATION TRUS 4022-A HUMMER RD ANNANDALE, VA 22003	N/A	PC	TO ASSIST WITH PRESERVAION OF PROPERTIES IN NORTHERN VIRGINIA	1,700
ALLIANCE FOR THE CHESAPEAKE BAY 501 6TH STREET ANNAPOLIS, MD 21403	N/A	PC	TO ASSIST THE ORGANIZATION TOWARDS COLLABORATION AND RESTORATION OF THE CHESAPEAKE BAY	10,000
MONTEREY BAY AQUARIUM 886 CANNERY ROW MONTEREY, CA 93940	N/A	PC	TO ASSIST THE ORGANIZATION IN CARING FOR THE ECOSYSTEMS AND OCEANS	2,000
Total . . . . ▶ **3a**				144,500

Form 990PF Part XV Line 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*				
INSTITUTE TO REDUCE SPENDING PO BOX 1031 ALEXANDRIA, VA 22313	N/A	PC	TO HELP THE ORGANIZATION TO promote rigorous academic research and scholarship on the subject of federal spending and budgeting	5,000
Total . . . . ▶ **3a**				144,500

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TY 2014 Accounting Fees Schedule

Name: THE ERKILETIAN FAMILY FOUNDATION

EIN: 13-4238878

Software ID: 14000265

Software Version: 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
accounting fees	3,000	1,200	0	0

TY 2014 Investments Corporate Stock Schedule

Name: THE ERKILETIAN FAMILY FOUNDATION

EIN: 13-4238878

Software ID: 14000265

Software Version: 2014v5.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
S & S - 7612-8928 schedule attached	1,059,027	1,360,445

TY 2014 Investments - Other Schedule

Name: THE ERKILETIAN FAMILY FOUNDATION

EIN: 13-4238878

Software ID: 14000265

Software Version: 2014v5.0

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
publicaly traded partnerships	FMV	5,913	5,895

TY 2014 Other Expenses Schedule

Name: THE ERKILETIAN FAMILY FOUNDATION

EIN: 13-4238878

Software ID: 14000265

Software Version: 2014v5.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
bank charges	227			
courier charges	154			
foreign taxes	1,000	1,000		
investment expenses	16,600	16,600		
License & annual fees	150			
logo design costs	318			
payroll processing costs	476			

TY 2014 Other Income Schedule

Name: THE ERKILETIAN FAMILY FOUNDATION

EIN: 13-4238878

Software ID: 14000265

Software Version: 2014v5.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Other Investment Income	18	18	

TY 2014 Taxes Schedule

Name: THE ERKILETIAN FAMILY FOUNDATION

EIN: 13-4238878

Software ID: 14000265

Software Version: 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
federal taxes & penalties	2,388			
payroll taxes	765			

ERKILETIAN FAMILY FOUNDATION

Portfolio Positions

Prices are provided as a general guideline and may not reflect the actual current price. Refer to the disclosure on the back of this statement regarding the price/value presented.

Cost basis and the associated gain/loss for unrealized open positions are provided on this statement for informational purposes only. This statement is not a tax document and should not be used for tax preparation

Equities

Security Description	Symbol Cusip	Quantity Long	Quantity Short	Account Type	Current Market Price	Original/ Adjusted Cost	Current Market Value	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
ABBOTT LABORATORIES	ABT	169		1	45 020	5,079 44	7,608 38	2,528 94	162	2 13
ABBVIE INC	ABBV	220		1	65 440	7 624 73	14,396 80	6,772 07	431	3.00
ACCENTURE PLC IRELAND CLASS A NEW	ACN	195		1	89 310	13,560 51	17,415 45	3,854 94	397	2 28
ACE LTD	ACE	107		1	114 880	8,715 00	12,292 16	3,577 16	278	2 26
ACTAVIS PLC	ACT	20		1	257 410	4,497 84	5,148 20	650 36		
ACTIVISION BLIZZARD INC	ATVI	259		1	20 150	5,354.06	5,218 85	-135 21	51	0 99
AKAMAI TECHNOLOGIES INC	AKAM	60		1	62 960	2,088 54	3,777.60	1,689.06		
ALTRIA GROUP INC	MO	203		1	49 270	4,693 55	10,001 81	5,308 26	422	4 22
AMBEV S A SPONS ADR	ABEV	447		1	6 220	2,775 06	2,780 34	5 28	168	6.05
AMERICAN CAMPUS COMMUNITIES INC	ACC	87		1	41 360	2,805 15	3,598.32	793 17	132	3 68
AMPHENOL CORP CLASS A NEW	APH	94		1	53 810	2,549 75	5 058 14	2,508 39	47	0.93
ANHEUSER BUSCH INBEV SA/NV	BUD	39		1	112 320	4,326 51	4,380.48	53 97	126	2 88
ANSYS INC	ANSS	35		1	82 000	2,180 15	2,870 00	689 85		
ANTHEM INC	ANTM	59		1	125 670	3,690.77	7,414 53	3,723 76	103	1 39
APPLE INC	AAPL	154		1	110 380	10,041 26	16,998 52	6,957 26	289	1 70
ASTRAZENECA PLC SPONSORED ADR	AZN	58		1	70 380	3,087 85	4,082 04	994 19	162	3.98

Portfolio Positions (continued)

Equities (continued)

Security Description	Symbol Cusip	Quantity Long	Quantity Short	Account Type	Current Market Price	Original/ Adjusted Cost	Current Market Value	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
AT&T INC	T	458		1	33 590	13,271 62	15,384 22	2,112 60	861	5 60
AUSTRALIA & NEW ZEALAND BANKING GROUP LIMITED SPONSORED ADR	ANZBY	66		1	26 000	2,003 10	1,716 00	-287 10	103	6.01
AVAGO TECHNOLOGIES LIMITED	AVGO	47		1	100 590	3,980 86	4,727 73	746 87	60	1 27
BAIDU INC SPONSORED ADR REPSTG ORD SHARES CLASS A	BIDU	10		1	227 970	2,173.50	2,279 70	106 20		
BANK MONTREAL QUEBEC	BMO	45		1	70 730	3,188 21	3,182 85	-5 36	123	3 87
BANK NEW YORK MELLON CORP	BK	75		1	40 570	2,498.02	3,042 75	544 73	51	1 68
BAXTER INTERNATIONAL INC	BAX	139		1	73.290	7,923 03	10,187 31	2,264 28	289	2.84
BAYER A G SPONSORED ADR	BAYRY	31		1	136 840	2,686 15	4,242 04	1,555 89	89	2 12
BCE INC NEW	BCE	216		1	45 860	9,566 19	9,905.76	339 57	467	4 72
BLACKROCK INC	BLK	16		1	357 560	2,851 00	5.720 96	2,869 96	123	2 16
BOEING COMPANY	BA	79		1	129 980	8,963 39	10,268 42	1,305 03	244	2 38
BP PLC SPONSORED ADR	BP	64		1	38 120	3,016 26	2,439 68	-576 58	153	6.30
BRISTOL MYERS SQUIBB COMPANY	BMY	46		1	59 030	2,703.26	2,715 38	12 12	68	2 51
BRITISH AMERN TOBACCO PLC SPONS ADR 25P	BTI	32		1	107 820	3,286 90	3,450 24	163 34	154	4 49

Portfolio Positions (continued)

Equities (continued)

Security Description	Symbol Cusip	Quantity Long	Quantity Short	Account Type	Current Market Price	Original/ Adjusted Cost	Current Market Value	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
CABOT OIL&GAS CORP	COG	87		1	29 610	2,967 90	2,576 07	-391 83	6	0 27
CANADIAN IMPERIAL BANK COMMERCE	CM	26		1	85 950	2,255 71	2,234 70	-21.01	91	4 08
CANADIAN NATIONAL RAILWAY COMPANY	CNI	62		1	68 910	2,346.95	4,272 42	1,925 47	54	1 27
CAPITAL ONE FINANCIAL CORP	COF	57		1	82 550	3,566 45	4,705 35	1,138 90	68	1 45
CATERPILLAR INC	CAT	49		1	91 530	4,625.55	4,484 97	-140 58	137	3 06
CBRE GROUP INC CL A	CBG	140		1	34 250	3,094.19	4,795.00	1,700 81		
CENTRICA PLC SPONSORED ADR NEW	CPYYY	42		1	17 260	928 20	724 92	-203.28	47	6 56
CHECK POINT SOFTWARE TECHNOLOGIES LTD	CHKP	78		1	78 570	3,212 15	6,128 46	2,916 31		
CHEVRON CORP	CVX	233		1	112.180	19,029 28	26,137 94	7,108 66	997	3 82
CHICAGO BRIDGE & IRON COMPANY N V N Y REGISTRY SHARES	CBI	70		1	41 980	3,496 00	2,938 60	-557 40	19	0 67
CISCO SYSTEMS INC	CSCO	558		1	27.815	11,869 37	15,520 77	3,651 40	424	2 73
CITRIX SYSTEMS INC	CTXS	73		1	63 800	4,073 59	4,657 40	583 81		
CNOOC LTD SPONS ADR	CEO	43		1	135 440	7,527 87	5,823 92	-1,703 95	316	5 43
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A	CTSH	68		1	52 660	2 087.60	3,580 88	1,493 28		
COLFAX CORP	CFX	14		1	51 570	740 28	721 98	-18.30		

Portfolio Positions (continued)

Equities (continued)

Security Description	Symbol Cusip	Quantity Long	Quantity Short	Account Type	Current Market Price	Original/ Adjusted Cost	Current Market Value	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
COLGATE-PALMOLIVE COMPANY	CL	119		1	69 190	7,949 87	8,233 61	283 74	171	2 08
COMCAST CORP CL A NEW	CMCSA	95		1	58 010	1,738 05	5,510 95	3,772 90	85	1 55
CONOCOPHILLIPS	COP	120		1	69 060	6,375 67	8,287 20	1,911 53	350	4 23
CORE LABORATORIES NV	CLB	29		1	120.340	4,031 29	3,489 86	-541.43	58	1 66
CORNING INC	GLW	164		1	22 930	2,801 12	3,760 52	959 40	78	2.09
COSTCO WHOLESALE CORP	COST	29		1	141 750	2,460 36	4,110 75	1,650 39	41	1 00
COVANCE INC	CVD	23		1	103 840	1,047 65	2,388 32	1,340 67		
COVIDIEN PLC NEW	COV	79		1	102 280	4,616.15	8,080 12	3,463 97	113	1 41
CRESCENT POINT ENERGY CORP	CPG	55		1	23.160	1,886 59	1,273 80	-612.79	133	10 45
CULLEN FROST BANKERS INC	CFR	76		1	70 640	4,682.78	5,368.64	685 86	155	2 89
CVS HEALTH CORP	CVS	114		1	96.310	5,827 37	10,979 34	5,151 97	159	1 45
DANAHER CORP	DHR	68		1	85 710	2,699 26	5,828 28	3,129.02	27	0 47
DAVITA HEALTHCARE PARTNERS INC	DVA	62		1	75.740	Please Provide	4,695 88			
DBS GROUP HLDGS LTD SPONS ADR	DBSDY	86		1	62 230	3,839 90	5,351 78	1,511.88	233	4 36
DELPHI AUTOMOTIVE PLC	DLPH	71		1	72 720	4,138 54	5,163.12	1,024 58	71	1 38
DIAGEO PLC NEW SPONSORED ADR	DEO	88		1	114 090	7,311 80	10,039 92	2,728 12	296	2 95
DIAMOND OFFSHORE DRILLING INC	DO	150		1	36 710	6,897 80	5,506 50	-1,391 30	75	1 36

Portfolio Positions (continued)

Equities (continued)

Security Description	Symbol Cusip	Quantity Long	Quantity Short	Account Type	Current Market Price	Original/ Adjusted Cost	Current Market Value	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
DIRECTV	DTV	60		1	86.700	2,942 01	5,202 00	2,259 99		
DISCOVER FINANCIAL SVCS	DFS	91		1	65 490	5,329 84	5,959 59	629 75	87	1 47
DISCOVERY COMMUNICATIONS INC NEW SERIES A	DISCA	126		1	34.450	5,089 61	4,340 70	-748 91		
DISCOVERY COMMUNICATIONS INC NEW SERIES C	DISCK	139		1	33 720	5,397 39	4,687 08	-710 31		
DU PONT E I DE NEMOURS & COMPANY	DD	117		1	73.940	5,761 26	8,650 98	2,889.72	219	2 54
DUNKIN BRANDS GRP INC	DNKN	133		1	42 650	5,641 81	5,672 45	30 64	122	2.16
E M C CORP MASS	EMC	216		1	29 740	5,326 40	6,423 84	1,097 44	99	1 55
E N I SPA SPONSORED ADR	E	70		1	34 910	3 416 98	2,443 70	-973 28	203	8 33
EATON CORP PLC	ETN	60		1	67 960	3,865 49	4,077 60	212 11	117	2 88
EBAY INC	EBAY	103		1	56 120	2 467 11	5,780 36	3,313.25		
ECOLAB INC	ECL	41		1	104 520	2,966 92	4,285 32	1,318 40	54	1 26
ENSCO PLC CL A	ESV	88		1	29 950	4,596 09	2,635 60	-1,960 49	264	10 02
EOG RESOURCES INC	EOG	41		1	92 070	2,086 73	3,774 87	1,688 14	27	0 73
ESTEE LAUDER COMPANY INC	EL	60		1	76 200	3,506 40	4,572 00	1,065 60	57	1 26
EXPEDITORS INTL WASH INC	EXPD	77		1	44 610	2,998 57	3,434 97	436 40	49	1 43
EXPRESS SCRIPTS HLDG COMPANY	ESRX	88		1	84 670	4,886 64	7,450 96	2,564.32		
FASTENAL COMPANY	FAST	89		1	47 560	4,201 61	4,232 84	31 23	89	2 10

Portfolio Positions (continued)

Equities (continued)

Security Description	Symbol Cusip	Quantity Long	Short	Account Type	Current Market Price	Original/ Adjusted Cost	Current Market Value	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
FIDELITY NATIONAL INFORMATION SERVICES INC	FIS	118		1	62 200	4,113 81	7,339 60	3,225 79	113	1.54
FMC TECHNOLOGIES	FTI	89		1	46 840	4,009 45	4,168 76	159.31		
FORD MOTOR COMPANY NEW	F	335		1	15 500	3,905 07	5,192 50	1,287.43	167	3 23
FOSSIL GROUP INC	FOSL	18		1	110 740	1,546 14	1,993 32	447 18		
GENERAL ELECTRIC COMPANY	GE	722		1	25 270	21,376 21	18,244.94	-3,131 27	664	3 64
GENERAL MILLS INC	GIS	173		1	53 330	6,592 97	9,226.09	2,633 12	283	3 08
GENERAL MOTORS COMPANY	GM	175		1	34.910	5,664 03	6,109 25	445.22	210	3 44
GENPACT LTD	G	148		1	18 930	2,430.16	2,801 64	371 48		
GENUINE PARTS COMPANY	GPC	82		1	106 570	4,064 74	8,738.74	4,674 00	188	2 16
GILEAD SCIENCES INC	GILD	56		1	94 260	4,238 07	5,278 56	1,040 49		
GLAXOSMITHKLINE PLC SPONSORED ADR	GSK	71		1	42.740	3,696 19	3,034 54	-661.65	188	6 20
GOOGLE INC CL A	GOOGL	6		1	530.660	1,834 01	3,183 96	1,349 95		
GOOGLE INC CL C	GOOG	6		1	526.400	1,828 15	3 158 40	1,330 25		
HALLIBURTON COMPANY	HAL	73		1	39 330	2,451 45	2,871 09	419.64	52	1 83
HALYARD HEALTH INC	HYH	8		1	45 470	173 78	363 76	189 98		
HCA HOLDINGS INC	HCA	49		1	73 390	1 910 94	3,596 11	1,685 17		
HCP INC	HCP	218		1	44 030	7,367 60	9,598 54	2,230 94	475	4.95
HDFC BANK LTD ADR REPSTG 3 SHS	HDB	37		1	50 750	1,969 85	1,877 75	-92 10	12	0.67

Portfolio Positions (continued)

Equities (continued)

Security Description	Symbol Cusip	Quantity Long	Quantity Short	Account Type	Current Market Price	Original/ Adjusted Cost	Current Market Value	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
HEALTH CARE REIT INC	HCN	143		1	75 670	6,039.94	10,820 81	4,780 87	454	4 20
HITACHI LTD ADR 10 COM	HTHIY	56		1	74 560	4,179 49	4,175.36	-4 13	58	1 40
HONEYWELL INTL INC	HON	68		1	99.920	5,495 83	6,794 56	1,298 73	140	2.07
HSBC HOLDINGS PLC SPONSORED ADR NEW	HSBC	147		1	47 230	8,109 84	6,942 81	-1,167 03	360	5.19
HUTCHISON WHAMPOA LTD ADR	HUWHY	150		1	22 998	3,574 92	3,449 70	-125 22	114	3 32
ICON PLC	ICLR	72		1	50 990	4,078 14	3,671.28	-406 86		
IMPERIAL TOBACCO GRP PLC SPONS ADR	ITYBY	41		1	87 500	3,335 21	3,587.50	252.29	170	4 74
ING GROEP N V SPONSORED ADR	ING	333		1	12 970	3,645 74	4,319 01	673 27		
INTEL CORP	INTC	168		1	36 290	3,978 59	6,096.72	2,118 13	151	2 48
INTL BUSINESS MACHINES CORP	IBM	41		1	160 440	6,606 39	6,578 04	-28.35	180	2 74
INTUIT INC	INTU	53		1	92.190	1,490 40	4,886 07	3,395 67	53	1.08
INTUITIVE SURGICAL INC NEW	ISRG	13		1	528 940	5,952 74	6,876 22	923.48		
ISHARES MSCI JAPAN ETF	EWJ	510		1	11.240	5,998 34	5,732 40	-265 94	86	1 51
ITC HOLDINGS CORP	ITC	147		1	40 430	3,677.14	5,943 21	2,266 07	95	1 61
JAZZ PHARMACEUTICALS PLC SHS USD	JAZZ	26		1	163 730	1,530 36	4,256 98	2,726 62		

Portfolio Positions (continued)

Equities (continued)

Security Description	Symbol Cusip	Quantity Long	Short	Account Type	Current Market Price	Original/ Adjusted Cost	Current Market Value	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
JB HUNT TRANSPORT SVCS INC	JBHT	39		1	84 250	2,931 16	3,285 75	354 59	31	0 95
JOHNSON & JOHNSON	JNJ	87		1	104 570	5,585 68	9,097 59	3,511.91	243	2 68
JPMORGAN CHASE & COMPANY	JPM	284		1	62 580	13,281 08	17,772.72	4,491 64	454	2.56
KIMBERLY CLARK CORP	KMB	66		1	115 540	4,011 85	7,625 64	3,613 79	221	2 91
KINDER MORGAN INC DE	KMI	451		1	42 310	16,038.97	19,081.81	3,042 84	793	4.16
LENNAR CORP	LEN	73		1	44 810	2,781 97	3,271 13	489 16	11	0 36
LILLY ELI & COMPANY	LLY	131		1	68 990	4,696 71	9,037 69	4,340 98	262	2 90
LOWES COMPANIES INC	LOW	112		1	68 800	3,875 08	7,705 60	3,830 52	103	1 34
LYONDELLBASELL INDUSTRIES N V ORD SHS CL A	LYB	54		1	79 390	4,006 15	4,287 06	280 91	151	3.53
MACYS INC	M	102		1	65 750	5,184 56	6,706 50	1,521.94	127	1 90
MAGNA INTERNATIONAL INC CLASS A	MGA	51		1	108 690	4,194.68	5,543.19	1,348 51	77	1 40
MALLINCKRODT PUBLIC LTD COMPANY	MNK	24		1	99 030	2,180 41	2,376 72	196 31		
MARSH & MCLENNAN COS INC	MMC	146		1	57 240	7,578 54	8,357 04	778 50	163	1 96
MAXIM INTEGRATED PRODUCTS INC	MXIM	297		1	31 870	8,579 70	9,465 39	885 69	332	3 51
MC CORMICK & COMPANY INC NON VOTING	MKC	70		1	74.300	3,137 40	5,201 00	2,063 60	112	2 15

Portfolio Positions (continued)

Equities (continued)

Security Description	Symbol Cusip	Quantity Long	Short	Account Type	Current Market Price	Original/ Adjusted Cost	Current Market Value	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
MCDONALDS CORP	MCD	103		1	93 700	6,774 16	9,651 10	2,876 94	350	3 63
MEAD JOHNSON NUTRITION COMPANY	MJN	58		1	100.540	4,840 68	5,831 32	990 64	87	1 49
MEDNAX INC	MD	72		1	66 110	3,919 32	4,759 92	840 60		
MERCK & COMPANY INC NEW	MRK	168		1	56 790	5,331 60	9,540 72	4,209.12	302	3.17
METLIFE INC	MET	315		1	54 090	12,271 85	17,038.35	4,766 50	441	2 59
MICROSOFT CORP	MSFT	521		1	46 450	14,654 82	24,200 45	9,545 63	646	2 67
MONDELEZ INTERNATIONAL INC	MDLZ	119		1	36 325	3,082 28	4,322 67	1,240 39	71	1 65
MUNICH RE GROUP ADR	MURGY	79		1	19 840	1,664 53	1,567 36	-97 17	79	5 05
MYRIAD GENETICS INC	MYGN	107		1	34 060	2,626 74	3,644 42	1,017 68		
NATIONAL AUSTRALIA BANK LTD SPONSORED ADR NEW	NABZY	144		1	13 640	2,311.20	1,964 16	-347 04	125	6 39
NATIONAL GRID PLC SPONSORED ADR NEW	NGG	119		1	70 660	7,496 48	8,408 54	912 06	548	6 53
NATIONAL INSTRUMENTS CORP	NATI	81		1	31 090	2,186 95	2,518.29	331 34	48	1 93
NCR CORP NEW	NCR	164		1	29 140	5 259 88	4,778.96	-480 92		
NESTLE S A SPNSD ADR REPSTING REG SHS	NSRGY	46		1	72 950	3,357 08	3,355.70	-1 38	111	3.31
NETSUITE INC	N	14		1	109 170	1,190 98	1,528 38	337 40		
NEXTERA ENERGY INC	NEE	152		1	106 290	8,606 24	16 156 08	7,549 84	440	2 73
NIELSEN N V	NLSN	235		1	44 730	9,663.92	10,511 55	847 63	235	2 24

Portfolio Positions (continued)

Equities (continued)

Security Description	Symbol Cusip	Quantity Long	Quantity Short	Account Type	Current Market Price	Original/ Adjusted Cost	Current Market Value	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
NOVARTIS AG SPONSORED ADR	NVS	186		1	92.660	11,358 76	17,234 76	5,876 00	513	2.98
NOVO NORDISK AS ADR	NVO	220		1	42 320	8,268.53	9,310 40	1,041 87	182	1 96
NXP SEMICONDUCTORS N V	NXPI	93		1	76 400	2,396 17	7,105 20	4,709 03		
OCCIDENTAL PETROLEUM CORP	OXY	108		1	80 610	9,166 82	8,705 88	-460 94	311	3 57
OMNICOM GROUP INC	OMC	94		1	77 470	4,501 56	7,282 18	2,780 62	188	2.58
PACKAGING CORP OF AMERICA	PKG	75		1	78 050	4,009 31	5,853.75	1,844 44	120	2.05
PEARSON PLC SPONSORED ADR	PSO	385		1	18 450	6,420 98	7,103 25	682 27	313	4 42
PENTAIR PLC	PNR	54		1	66.420	4,253 75	3,586.68	-667 07	69	1 93
PEPSICO INC	PEP	107		1	94 560	7,269.14	10,117 92	2,848.78	280	2 77
PFIZER INC	PFE	834		1	31 150	19,557.99	25,979 10	6,421 11	934	3 60
PHILIP MORRIS INTL INC	PM	270		1	81 450	15,894 86	21,991 50	6,096 64	1,080	4 91
PHILLIPS 66	PSX	74		1	71 700	4,489 51	5,305 80	816 29	148	2 79
PRUDENTIAL PLC ADR	PUK	89		1	46 170	4,160 51	4,109 13	-51 38	50	1 23
QUALCOMM INC	QCOM	322		1	74 330	19,507 89	23,934 26	4,426 37	540	2.26
RAYTHEON COMPANY NEW	RTN	86		1	108.170	4,939 92	9 302 62	4,362 70	208	2 24
RIO TINTO PLC SPONSORED ADR	RIO	74		1	46 060	4,229 01	3,408 44	-820.57	149	4 40

Portfolio Positions (continued)

Equities (continued)

Security Description	Symbol Cusip	Quantity Long	Short	Account Type	Current Market Price	Original/ Adjusted Cost	Current Market Value	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
ROCHE HOLDING LIMITED SPONSORED ADR	RHHBY	206		1	33 990	7,167.75	7,001 94	-165 81	228	3 26
ROGERS COMMUNICATIONS INC CLASS B NON-VOTING	RCI	70		1	38 860	2,968 00	2,720 20	-247 80	112	4 13
ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG B SHARES	RDS/B	154		1	69 560	11,052 67	10,712 24	-340 43	579	5 41
RYMAN HOSPITALITY PPTYS INC	RHP	59		1	52 740	2,008 03	3,111 66	1,103 63	129	4 17
SALESFORCE.COM INC	CRM	80		1	59.310	2,771 00	4,744 80	1,973 80		
SANOFI SPON ADR	SNY	73		1	45 610	3,810 54	3,329 53	-481 01	139	4 19
SCHLUMBERGER LTD	SLB	95		1	85 410	8,174 88	8,113 95	-60 93	152	1 87
SCHWAB CHARLES CORP NEW	SCHW	241		1	30 190	3,752 96	7,275 79	3,522 83	57	0 79
SCOTTS MIRACLE-GRO CO	SMG	97		1	62 320	5,433 89	6,045 04	611 15	174	2 89
SHAW COMMUNICATIONS INC CL B NON VTG SH	SJR	110		1	26 990	2,585 88	2,968 90	383 02	51	1 73
SINGAPORE TELECOMMUNICATIONS LTD SPONSORED ADR NEW 2006	SGAPY	114		1	29 460	3,354.37	3,358 44	4 07	150	4 49
SOFTBANK CORP ADR	SFTBY	64		1	29 700	2 699 71	1,900 80	-798 91	10	0 57
SPECTRA ENERGY CORP	SE	276		1	36 300	7,899 46	10,018 80	2,119 34	408	4 08
SSE PLC SPON ADR	SSEZY	147		1	25 260	3,323 67	3,713 22	389 55	209	5 63

Portfolio Positions (continued)

Equities (continued)

Security Description	Symbol Cusip	Quantity Long	Quantity Short	Account Type	Current Market Price	Original/ Adjusted Cost	Current Market Value	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
STARBUCKS CORP	SBUX	76		1	82 050	3,939 53	6,235 80	2,296 27	97	1 56
STATOIL ASA SPONSORED ADR	STO	72		1	17 610	1,668 17	1,267 92	-400 25	139	10 97
STERICYCLE INC	SRCL	38		1	131 080	3,177 94	4,981 04	1,803 10		
SWEDBANK AB SPONSORED ADR	SWDBY	47		1	24 907	1,213 07	1,170 63	-42 44	73	6 27
SWISSCOM SPONSORED ADR	SCMWY	58		1	52 445	3,009 62	3,041 81	32 19	144	4 75
SYMANTEC CORP	SYMC	237		1	25 655	4,282 59	6,080 23	1,797 64	142	2 34
TAIWAN SEMICONDUCTOR MANUFACTURING COMPANY LTD SPONS ADR	TSM	210		1	22 380	4,431 25	4,699 80	268 55	104	2 23
TE CONNECTIVITY LTD	TEL	77		1	63 250	4,091 81	4,870 25	778 44	89	1 83
TELEFONICA BRASIL SA SPONSORED ADR	VIV	97		1	17 680	1,904 98	1,714 96	-190 02	125	7 29
TELENOR ASA SPONSORED ADR	TELNY	26		1	60 544	1,769 43	1,574 14	-195.29	91	5 80
TELSTRA LTD SPONS ADR	TLSYY	104		1	24 428	2,522 00	2,540 49	18 49	137	5 43
TELUS CORP	TU	23		1	36 040	844 71	828 92	-15 79	32	3 89
TIME WARNER CABLE INC	TWC	101		1	152 060	9,469 73	15,358.06	5,888.33	303	1.97
TOTAL S A SPONSORED ADR	TOT	57		1	51 200	3,413 10	2,918 40	-494.70	152	5 22
TOYOTA MOTOR CORP SPONSORED ADR	TM	39		1	125 480	3,947 19	4,893 72	946 53	125	2 57

Portfolio Positions (continued)

Equities (continued)

Security Description	Symbol Cusip	Quantity Long	Quantity Short	Account Type	Current Market Price	Original/ Adjusted Cost	Current Market Value	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
TRAVELERS COMPANIES INC	TRV	84		1	105 850	5,419 81	8,891 40	3,471 59	184	2 08
TRIPADVISOR INC	TRIP	15		1	74 660	1,087 17	1,119 90	32.73		
TUPPERWARE BRANDS CORP	TUP	48		1	63 000	4,121.97	3,024.00	-1,097 97	130	4 32
UNILEVER N V NEW YORK SHARES NEW	UN	204		1	39 040	6,375 08	7,964.16	1,589 08	307	3 86
UNILEVER PLC SPONSORED ADR NEW	UL	339		1	40 480	11,864 17	13,722 72	1,858 55	510	3 72
UNION PACIFIC CORP	UNP	73		1	119 130	4,632.26	8,696.49	4,064 23	146	1 68
UNITED OVERSEAS BK LTD SPONS ADR	UOVEY	111		1	36.970	3,884 17	4,103 67	219 50	70	1.71
UNITED PARCEL SERVICE INC CL B	UPS	82		1	111 170	6,115 91	9,115 94	3,000 03	219	2 41
UNITEDHEALTH GROUP INC	UNH	145		1	101 090	8,811 07	14,658 05	5,846.98	217	1 48
V F CORP	VFC	122		1	74 900	3 012 41	9,137 80	6,125 39	156	1 71
VERISK ANALYTICS INC CLASS A	VRSK	90		1	64 050	5,558 92	5,764 50	205 58		
VERIZON COMMUNICATIONS INC	VZ	212		1	46.780	9,941 03	9,917 36	-23.67	466	4 70
VIPSHOP HOLDINGS INC ADR	VIPS	90		1	19 540	Please Provide	1,758 60			
VISA INC CLASS A	V	29		1	262 200	5,120 63	7,603.80	2,483 17	55	0 73
VODAFONE GROUP PLC NEW SPONSORED ADR NO PAR	VOD	220		1	34 170	11,044 99	7,517.40	-3,527 59	396	5 27

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BB&T Scott & Stringfellow

Account Number: 76128928

Financial Advisor: RR71
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ERKILETIAN FAMILY FOUNDATION

Portfolio Positions (continued)

Equities (continued)

Security Description	Symbol Cusip	Quantity Long	Quantity Short	Account Type	Current Market Price	Original/ Adjusted Cost	Current Market Value	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
VOLKSWAGEN A G SPONSORED ADR	VLKAY	51		1	43 060	1,911.99	2,196 06	284 07	55	2 55
WELLS FARGO & CO NEW	WFC	179		1	54 820	6,233 94	9,812 78	3,578.84	250	2 55
WESTPAC BANKING CORP SPONSORED ADR	WBK	69		1	26 900	2,140 32	1,856 10	-284 22	113	6 10
WHIRLPOOL CORP	WHR	37		1	193 740	4,508 84	7,168 38	2,659 54	111	1 55
WHOLE FOODS MARKET INC	WFM	96		1	50 420	4,927 13	4,840 32	-86 81	49	1.03
ZURICH INSURANCE GRP LTD	ZURVY	92		1	31 200	2,453 30	2,870 40	417 10	176	6 17
3M COMPANY	MMM	51		1	164 320	4,338 43	8,380 32	4,041 89	209	2 50
Total for Equities							1,360,445 01 A2		34,975	2 57
Total for Equities with cost data						1,052,572 33	1,353,990 53	301,418 20 A·2 TB		

Limited Partnerships

Security Description	Symbol Cusip	Quantity Long	Quantity Short	Account Type	Current Market Price	Original/ Adjusted Cost	Current Market Value	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
KKR & COMPANY DEL COM UNITS	KKR	254		1	23 210	5,658 07	5,895 34	237 27	510	8.66
Total for Limited Partnerships							5,895 34		510	8 65
Total for Limited Partnerships with cost data						5,658 07 A2	5,895 34 A2	237 27 A3 TB		

Conclusion: Account Balance appear Reasonable