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Form **990-PF****Return of Private Foundation**

OMB No 1545-0052

or Section 4947(a)(1) Trust Treated as Private Foundation

2014

Open to Public Inspection

Department of the Treasury
Internal Revenue ServiceDo 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.

For calendar year 2014 or tax year beginning

, and ending

Name of foundation

MEL WOLF FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address)

P.O. BOX 1501, NJ2-130-03-31

Room/suite

City or town

PENNINGTON

State

NJ

ZIP code

08534-1501

Foreign country name

Foreign province/state/county

Foreign postal code

A Employer identification number

20-1270730

B Telephone number (see instructions)

609-274-6834

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name changeH Check type of organization ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col (c), line 16) ☐ \$ 4,370,708J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	128,043	125,330		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	130,309			
b Gross sales price for all assets on line 6a 1,447,125				
7 Capital gain net income (from Part IV, line 2)		130,309		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	258,352	255,639	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	46,200			46,200
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	1,500			1,500
c Other professional fees (attach schedule)	51,409	30,846		20,564
17 Interest				
18 Taxes (attach schedule) (see instructions)	6,382	2,004		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	6,445	455		5,990
24 Total operating and administrative expenses. Add lines 13 through 23	111,936	33,305	0	74,254
25 Contributions, gifts, grants paid	177,100			177,100
26 Total expenses and disbursements. Add lines 24 and 25	289,036	33,305	0	251,354
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-30,684			
b Net investment income (if negative, enter -0-)		222,334		
c Adjusted net income (if negative, enter -0-)			0	

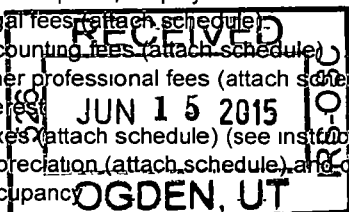
For Paperwork Reduction Act Notice, see instructions.

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POSTMARK DATE JUN 10 2015

SCANNED JUN 16 2015



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			1,011	5,877	5,877
	2 Savings and temporary cash investments			164,239	161,245	161,245
	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)			824,873	574,382	603,330
	b Investments—corporate stock (attach schedule)			1,466,252	1,600,696	2,001,315
	c Investments—corporate bonds (attach schedule)			735,703	401,523	427,484
Liabilities	11 Investments—land, buildings, and equipment basis ▶					
	Less: accumulated depreciation (attach schedule) ▶					
	12 Investments—mortgage loans					
	13 Investments—other (attach schedule)			763,110	1,181,050	1,171,457
	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)			3,955,188	3,924,773	4,370,708
	17 Accounts payable and accrued expenses					
	18 Grants payable					
Net Assets or Fund Balances	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable (attach schedule)					
	22 Other liabilities (describe ▶)					
	23 Total liabilities (add lines 17 through 22)			0	0	
	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			3,955,188	3,924,773	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds					
	30 Total net assets or fund balances (see instructions)			3,955,188	3,924,773	
	31 Total liabilities and net assets/fund balances (see instructions)			3,955,188	3,924,773	

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	3,955,188
2 Enter amount from Part I, line 27a	2	-30,684
3 Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	2,784
4 Add lines 1, 2, and 3	4	3,927,288
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	2,515
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,924,773

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Page **3****Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement			
b See Attached Statement			
c See Attached Statement			
d See Attached Statement			
e See Attached Statement			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			0
b			0
c			0
d			0
e			0

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			0
b			0
c			0
d			0
e			0

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	130,309
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }	3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	260,466	4,303,692	0.060522
2012	243,027	4,220,933	0.057577
2011	198,157	4,192,906	0.047260
2010	214,957	4,073,741	0.052766
2009	164,642	3,848,035	0.042786

2 Total of line 1, column (d)	2	0.260911
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	0.052182
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	4,400,686
5 Multiply line 4 by line 3	5	229,637
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,223
7 Add lines 5 and 6	7	231,860
8 Enter qualifying distributions from Part XII, line 4 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	8	251,354

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	2,223	
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	2,223	
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	2,223	
6	Credits/Payments:			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	3,521	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	3,521	
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	0	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,298	
11	Enter the amount of line 10 to be Credited to 2015 estimated tax ☐ Refunded ☐	11	1,298	

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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ (2) On foundation managers ☐ \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ NV		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

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		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? Website address N/A	13	X	
14	The books are in care of U.S. Trust-MLT, a Division of Bank of America, N.A. Telephone no 609-274-6834 Located at 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 08534-1501			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year 15			
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? 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 16	Yes	No	
				X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	X
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?	☐ Yes ☒ No	
If "Yes," list the years 20 , 20 , 20 , 20		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. 20 , 20 , 20 , 20		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 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	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	X

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

- 5a** During the year did the foundation pay or incur any amount to
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 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)? ☐ Yes ☒ 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? ☐ Yes ☒ 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? ☐ Yes ☒ No

5b

N/A

6b

X

7b

N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SUSAN LOUISE FESSEND 809 VISTA WAY OCEANSIDE, CA 92054	TRUSTEE 5 00	15,400		
GEORGE CASTELLE 6 OBSERVATORY RD CHARLESTON, WV 25314	TRUSTEE 5 00	15,400		
SUSAN GIULLIAN 152 MONROE ST DENVER, CO 80206	TRUSTEE 5 00	15,400		

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

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

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

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1	NONE	
2		
3		
4		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1	NONE	
2		
All other program-related investments See instructions		
3	NONE	
Total. Add lines 1 through 3		0

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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	4,316,427
b	Average of monthly cash balances	1b	151,275
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	4,467,702
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	4,467,702
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	67,016
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,400,686
6	Minimum investment return. Enter 5% of line 5	6	220,034

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	220,034
2a	Tax on investment income for 2014 from Part VI, line 5	2a	2,223
b	Income tax for 2014 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,223
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	217,811
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	217,811
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	217,811

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	251,354
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	251,354
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	2,223
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	249,131

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.

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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				217,811
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014				
a From 2009				
b From 2010	15,241			
c From 2011	136,903			
d From 2012	37,308			
e From 2013	52,323			
f Total of lines 3a through e	241,775			
4 Qualifying distributions for 2014 from Part XII, line 4 $\blacktriangleright$ \$ 251,354				
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)				
d Applied to 2014 distributable amount				217,811
e Remaining amount distributed out of corpus	33,543			
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	275,318			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	275,318			
10 Analysis of line 9:				
a Excess from 2010	15,241			
b Excess from 2011	136,903			
c Excess from 2012	37,308			
d Excess from 2013	52,323			
e Excess from 2014	33,543			

Part XV **Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	177,100
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | |
|---|--|----|
| 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 | 1a |
| | (1) Cash | 1a |
| | (2) Other assets | 1a |
| b | Other transactions | 1b |
| | (1) Sales of assets to a noncharitable exempt organization | 1b |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b |
| | (3) Rental of facilities, equipment, or other assets | 1b |
| | (4) Reimbursement arrangements | 1b |
| | (5) Loans or loan guarantees | 1b |
| | (6) Performance of services or membership or fundraising solicitations | 1b |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1 |
| 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. | |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 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 and correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Don Corbett
Signature of officer or trustee

5-29-15

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

**Paid
Preparer
Use Only**

Print/Type preparer's name
DONALD J ROMAN

Preparer's signature 

Date	5/8/2015
------	----------

Check ☒ if self-employed

PTIN
P00364310

Firm's name	► PricewaterhouseCoopers, LLP
Firm's address	► 600 GRANT STREET, PITTSBURGH, PA 15219

Firm's EIN ▶	13-4008324
Phone no	412-355-6000

MEL WOLF FOUNDATION

20-1270730 Page 1 of 2

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

YWCA OF CHARLESTON

Street

1114 QUARRIER ST

City

CHARLESTON

State

WV

Zip Code

25301

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

39,600

Name

BALI CHILDRENS PROJECT

Street

P O Box 171

City

DUTCH FLAT

State

CA

Zip Code

95714

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

13,000

Name

FLORENCE CRITTENTON SERVICES OF COLORADO

Street

55 S ZUNI STREET

City

DENVER

State

CO

Zip Code

80223

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

15,000

Name

THE GATHERING PLACE A REFUGE FOR REBUILDING LIVES

Street

1535 HIGH STREET

City

DENVER

State

CO

Zip Code

80218

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

15,000

Name

WORK OPTIONS FOR WOMEN

Street

1200 FEDERAL BLVD

City

DENVER

State

CO

Zip Code

80204

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

LAFAYETTE ORINDA PRESBYTERIAN CHURCH

Street

49 KNOX DR

City

LAFAYETTE

State

CA

Zip Code

94549

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

35,000

MEL WOLF FOUNDATION

20-1270730 Page 2 of 2

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

AMERICAN FOUNDATION FOR AIDS RESEARCH

Street

120 WALL STREET, 13TH FLOOR

City

NEW YORK

State

NY

Zip Code

100005

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

12,000

Name

LAOTONG YOGA

Street

PO BOX 406

City

CHARLESTON

State

WV

Zip Code

25322

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

5,000

Name

THE GAY LESBIAN BISEXUAL & TRANSGENDER COMMUNITY CENTER OF CO (AKA THE CENTER)

Street

1050 BROADWAY

City

DENVER

State

CO

Zip Code

80203

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

20,000

Name

AMERICAN FOUNDATION FOR AIDS RESEARCH

Street

120 WALL STREET, 13TH FLOOR

City

NEW YORK

State

NY

Zip Code

100005

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

12,500

Name**Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

5/8/2015 9:49:46 AM - RXH - LA - MEL WOLF FOUNDATION DIMA

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

Long Term CG Distributions										Amount		7,019		
Short Term CG Distributions														
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	HORACE MANN EDUCTRS NE	440327104		10/9/2013		2/12/2014	56	57					-1
2	X	HORACE MANN EDUCTRS NE	440327104		10/9/2013		9/30/2014	58	57					1
3	X	HORACE MANN EDUCTRS NE	440327104		10/9/2013		12/18/2014	543	488					57
4	X	HORACE MANN EDUCTRS NE	440327104		10/9/2013		12/18/2014	128	114					14
5	X	HUNTINGTON INGALLS INDS	448413108		10/14/2013		17/2014	821	639					182
6	X	HUNTINGTON INGALLS INDS	448413108		10/14/2013		12/18/2014	438	284					154
7	X	HUNTINGTON INGALLS INDS	448413108		11/6/2013		12/18/2014	438	291					147
8	X	INTEL CORP	458140100		8/21/2014		12/23/2014	1,165	1,080					85
9	X	INTEGRYS ENERGY GROUP	45822P105		11/5/2007		17/2014	537	531					6
10	X	INTEGRYS ENERGY GROUP	45822P105		11/5/2007		2/12/2014	55	53					2
11	X	INTEGRYS ENERGY GROUP	45822P105		11/5/2007		9/30/2014	65	53					12
12	X	INTEGRYS ENERGY GROUP	45822P105		11/5/2007		12/18/2014	685	478					207
13	X	INTERCONTINENTAL	45866F104		9/11/2009		17/2014	1,138	443					693
14	X	INTERCONTINENTAL	45866F104		9/11/2009		2/12/2014	215	89					126
15	X	INTERCONTINENTAL	45866F104		9/11/2009		12/18/2014	1,110	443					667
16	X	INTL GAME TECHNOLOGY	459902102		3/6/2007		17/2014	545	1,239					-694
17	X	INTL GAME TECHNOLOGY	459902102		3/6/2007		2/12/2014	-14	40					-28
18	X	INTL GAME TECHNOLOGY	459902102		3/6/2007		9/30/2014	17	40					-23
19	X	MEDICAL PPTYS TR INC	584631304		9/10/2013		12/18/2014	639	563					76
20	X	METLIFE INC COM	58933Y105		8/1/2013		12/18/2014	176	146					30
21	X	MUENCHENER RUECK-UNSP	59156R108		5/14/2012		11/11/2014	3,568	2,235					1,333
22	X	MUENCHENER RUECK-UNSP	626188106		6/6/2012		9/19/2014	1,378	870					506
23	X	MUENCHENER RUECK-UNSP	626188106		2/15/2013		9/19/2014	518	484					54
24	X	MUENCHENER RUECK-UNSP	626188106		1/13/2014		9/19/2014	957	1,004					-47
25	X	NETAPP INC	64110D104		8/5/2013		8/11/2014	5,536	5,888					-362
26	X	NETAPP INC	64110D104		8/6/2013		8/11/2014	1,365	1,486					-121
27	X	NETAPP INC	64110D104		8/9/2013		8/12/2014	1,731	1,862					-151
28	X	NETAPP INC	64110D104		8/28/2013		8/12/2014	197	231					-34
29	X	NETAPP INC	64110D104		1/22/2014		8/12/2014	157	182					-25
30	X	NETAPP INC	64110D104		8/6/2013		8/12/2014	1,534	1,658					-122
31	X	NEWFIELD EXPL CO COM	651290108		4/25/2008		17/2014	465	1,225					-760
32	X	NEWFIELD EXPL CO COM	651290108		6/11/2008		17/2014	98	255					-157
33	X	NEWFIELD EXPL CO COM	651290108		8/11/2008		12/18/2014	408	1,020					-611
34	X	NIDEK CORPORATION ADR	654080109		3/20/2013		4/8/2014	368	195					173
35	X	NINTENDO LTD ADR	654445303		2/15/2013		5/9/2014	1,080	945					135
36	X	NINTENDO LTD ADR	654445303		1/13/2014		5/9/2014	263	383					-120
37	X	NINTENDO LTD ADR	654445303		11/19/2012		5/9/2014	105	134					-28
38	X	NINTENDO LTD ADR	654445303		8/24/2012		5/9/2014	79	119					-40
39	X	NINTENDO LTD ADR	654445303		11/11/2011		5/9/2014	527	813					-289
40	X	METLIFE INC COM	59156R108		5/15/2012		11/11/2014	55	34					21
41	X	METLIFE INC COM	59156R108		5/15/2012		12/23/2014	497	307					190
42	X	MICROSOFT CORP	594918104		8/1/2013		2/12/2014	225	191					34
43	X	MICROSOFT CORP	594918104		7/2/2012		5/29/2014	640	489					151
44	X	MICROSOFT CORP	594918104		7/16/2012		5/29/2014	6,525	4,811					1,714
45	X	MICROSOFT CORP	594918104		1/22/2014		5/29/2014	400	362					38
46	X	MICROSOFT CORP	594918104		8/1/2013		7/23/2014	271	191					80
47	X	MICROSOFT CORP	594918104		8/1/2013		12/18/2014	708	478					230
48	X	MONOLITHIC PWR SYSTEMS	609839105		8/2/2011		17/2014	1,321	475					846
49	X	MONOLITHIC PWR SYSTEMS	609839105		8/2/2011		2/12/2014	35	12					23
50	X	MONOLITHIC PWR SYSTEMS	609839105		8/2/2011		9/30/2014	221	59					162
51	X	MONOLITHIC PWR SYSTEMS	609839105		8/2/2011		10/20/2014	116	36					80
52	X	MONOLITHIC PWR SYSTEMS	609839105		8/2/2011		10/21/2014	2,505	761					1,744
53	X	MONOLITHIC PWR SYSTEMS	609839105		8/2/2011		10/22/2014	395	119					278
54	X	MONOLITHIC PWR SYSTEMS	609839105		8/2/2011		10/23/2014	1,033	308					724
55	X	MONOLITHIC PWR SYSTEMS	609839105		8/2/2011		10/24/2014	441	131					310
56	X	INTL GAME TECHNOLOGY	459902102		3/6/2007		12/18/2014	458	1,079					-621
57	X	INTL PAPER CO	460146103		3/6/2010		1/28/2014	551	304					247
58	X	INTL PAPER CO	460146103		3/9/2011		1/28/2014	459	265					194
59	X	INTL PAPER CO	460146103		6/6/2011		1/28/2014	5,828	3,795					2,033
60	X	INTL PAPER CO	460146103		11/13/2012		9/23/2014	4,145	2,890					1,255
61	X	INTL PAPER CO	460146103		12/3/2012		9/23/2014	2,389	1,797					592
62	X	INTL PAPER CO	460146103		6/6/2011		9/23/2014	244	147					97
63	X	INTL PAPER CO	460146103		12/3/2012		9/24/2014	1,018	770					248
64	X	INTL PAPER CO	460146103		1/22/2014		9/24/2014	727	711					16
65	X	INTUIT INC COM	461202103		8/13/2007		17/2014	1,460	542					918
66	X	INTUIT INC COM	461202103		8/13/2007		9/30/2014	284	86					178
67	X	INTUIT INC COM	461202103		8/13/2007		12/18/2014	1,408	428					878
68	X	ITAU UNIBANCO BANCO HOL	465562106		1/13/2014		6/19/2014	9	8					-1
69	X	ITRON INC	465741106		4/28/2009		17/2014	495	566					-71

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

		Amount		Totals		Capital Gains/Losses		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss		
		7,019		Other sales		1,447,125		1,318,816		0		130,303		
		Long Term CG Distributions		Short Term CG Distributions										
Check "x" to include in Part IV	Description	CUSIP #	Purchaser	Check "x" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
70	X													
71	X	ITRON INC			4/28/2009		9/30/2014	78	94					-16
72	X	ITRON INC			4/28/2009		12/18/2014	331	377					-46
73	X	ITRON INC			7/30/2010		12/18/2014	281	281					-96
74	X	JPMORGAN CHASE & CO			2/13/2012		12/23/2014	1,191	728					463
75	X	JPMORGAN CHASE & CO			3/7/2007		1/7/2014	8,238	7,951					287
76	X	JPMORGAN CHASE & CO			3/7/2007		9/15/2014	38,000	35,781					2,219
77	X	MONOLITHIC PWR SYSTEMS			8/2/2011		12/18/2014	681	166					515
78	X	MONSTER BEVERAGE CORP			8/1/2013		2/12/2014	218	189					29
79	X	MONSTER BEVERAGE CORP			8/1/2013		7/23/2014	68	83					3
80	X	MOOG INC CL A			11/12/2012		12/18/2014	1,221	682					539
81	X	MOOG INC CL A			11/12/2012		1/7/2014	809	515					294
82	X	MOOG INC CL A			11/12/2012		9/30/2014	68	43					25
83	X	MUECHNER RUECK-UNSP			10/13/2011		12/18/2014	723	429					294
84	X	PARKER HANNIFIN CORP			10/13/2011		9/19/2014	518	352					166
85	X	PRIZER INC			13/2012		12/23/2014	1,050	633					417
86	X	PROCTER & GAMBLE CO			10/8/2012		12/5/2014	7,758	6,148					1,592
87	X	PROCTER & GAMBLE CO			8/1/2013		2/12/2014	78	82					4
88	X	PROCTER & GAMBLE CO			14/2013		12/18/2014	1,005	898					107
89	X	PROTECTIVE LIFE CORP CON			1/7/2013		1/7/2014	102	543					378
90	X	PROTECTIVE LIFE CORP CON			1/7/2013		9/30/2014	69	30					39
91	X	PROTECTIVE LIFE CORP CON			1/7/2013		12/18/2014	1,182	512					670
92	X	PUB SVC ENTERPRISE GRP			12/5/2014		12/23/2014	251	245					6
93	X	PUBLICIS GROUPE SPON ADR			6/7/2011		4/10/2014	1,829	1,160					669
94	X	PUBLICIS GROUPE SPON ADR			5/28/2010		4/10/2014	1,372	663					709
95	X	PUBLICIS GROUPE SPON ADR			2/15/2013		4/10/2014	152	118					34
96	X	PUBLICIS GROUPE SPON ADR			1/13/2014		4/10/2014	1,503	1,538					-35
97	X	PUBLICIS GROUPE SPON ADR			3/30/2011		4/10/2014	1,045	565					360
98	X	NINTENDO LTD			12/1/2011		5/9/2014	395	395					-170
99	X	NOVARTIS ADR			8/1/2013		2/12/2014	162	145					17
100	X	NOVARTIS ADR			8/1/2013		12/18/2014	1,600	1,230					370
101	X	NOVO NORDISK A S ADR			2/18/2014		12/18/2014	574	577					3
102	X	ON SEMICONDUCTOR CRP C			8/21/2015		10/20/2014	150	115					35
103	X	ON SEMICONDUCTOR CRP C			8/21/2015		12/18/2014	958	756					202
104	X	ORACLE CORP \$0.01 DEL			8/1/2013		2/12/2014	114	99					15
105	X	ORACLE CORP \$0.01 DEL			8/1/2013		12/18/2014	4,225	3,081					1,134
106	X	JPMORGAN CHASE & CO			2/8/2009		9/15/2014	15,000	15,000					0
107	X	JPMORGAN CHASE & CO			9/18/2014		12/23/2014	5,098	4,982					117
108	X	JOY GLOBAL INC DEL COM			10/14/2008		1/7/2014	610	358					252
109	X	JOY GLOBAL INC DEL COM			10/14/2008		2/12/2014	56	33					23
110	X	JOY GLOBAL INC DEL COM			10/14/2008		12/18/2014	324	228					96
111	X	JOY GLOBAL INC DEL COM			3/27/2009		12/18/2014	139	71					68
112	X	JTEKT CORP SHS			6/18/2013		4/9/2014	729	553					178
113	X	JTEKT CORP SHS			7/2/2013		4/9/2014	501	380					121
114	X	JTEKT CORP SHS			1/13/2014		4/9/2014	775	849					-74
115	X	JTEKT CORP SHS			4/28/2013		4/9/2014	1,230	873					357
116	X	KEYCORP NEW COM			12/8/2012		1/7/2014	974	578					395
117	X	KEYCORP NEW COM			12/8/2012		2/12/2014	13	8					5
118	X	RYDER SYSTEM INC			10/31/2013		12/18/2014	722	528					194
119	X	SBA COMMUNICATIONS CRP			1/15/2009		1/7/2014	1,596	304					1,292
120	X	SBA COMMUNICATIONS CRP			1/15/2009		2/12/2014	94	17					77
121	X	SEA COMMUNICATIONS CRP			1/15/2009		12/18/2014	1,930	287					1,643
122	X	SEI INV CO PA PV \$0.01			8/1/2013		2/12/2014	173	161					12
123	X	SEI INV CO PA PV \$0.01			8/1/2013		7/23/2014	1,103	1,065					38
124	X	SABILLER PLC SPON ADR			8/1/2013		12/18/2014	92	100					8
125	X	SABILLER PLC SPON ADR			8/1/2013		12/18/2014	1,003	949					54
126	X	SCHLUMBERGER LTD			11/9/2012		2/12/2014	90	69					21
127	X	QUALCOMM INC			8/1/2013		2/12/2014	152	130					22
128	X	QUALCOMM INC			8/1/2013		7/23/2014	82	65					17
129	X	QUALCOMM INC			8/1/2013		12/18/2014	874	781					93
130	X	RAYMOND JAMES FINL INC			3/6/2007		1/7/2014	949	524					425
131	X	RAYMOND JAMES FINL INC			3/6/2007		12/18/2014	281	148					133
132	X	RAYMOND JAMES FINL INC			1/9/2008		12/18/2014	561	285					276
133	X	REINSURANCE GROUP AMER			4/4/2013		1/7/2014	847	848					198
134	X	REINSURANCE GROUP AMER			4/4/2013		9/30/2014	80	59					21
135	X	REINSURANCE GROUP AMER			4/4/2013		12/18/2014	771	531					246
136	X	REPUBLIC SERVICES INC			3/6/2007		1/7/2014	622	525					97
137	X	REPUBLIC SERVICES INC			3/6/2007		2/12/2014	34	28					6
138	X	REPUBLIC SERVICES INC			3/6/2007		9/30/2014	117	83					34

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

Check "x" to include in Part IV		Long Term CG Distributions		Amount	Totals		Capital Gains/Losses		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
		Short Term CG Distributions		7,019					1,447,125		1,318,816		130,309	
Check "x" to include in Part IV	Description	CUSIP #	Purchaser	Check "x" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
139	X	REPUBLIC SERVICES INC			3/6/2007		12/18/2014	885	470					215
140	X	REXAM PLC SHS ADR			3/12/2012		2/28/2014	577	453					124
141	X	REXAM PLC SHS ADR			9/2/2012		2/28/2014	742	599					143
142	X	REXAM PLC SHS ADR			2/15/2013		2/28/2014	2,518	2,232					284
143	X	REXAM PLC SHS ADR			1/13/2014		2/28/2014	2,103	2,120					-17
144	X	REXAM PLC SHS ADR			5/27/2011		2/28/2014	701	553					148
145	X	REXAM PLC SHS ADR			8/30/2011		2/28/2014	886	846					220
146	X	REXAM PLC SHS ADR			7/12/2011		2/28/2014	907	692					215
147	X	RYDER SYSTEM INC			10/30/2013		1/7/2014	796	728					68
148	X	RYDER SYSTEM INC			10/30/2013		12/18/2014	90	66					24
149	X	SCHLUMBERGER LTD			11/9/2012		7/23/2014	339	207					132
150	X	SCHLUMBERGER LTD			11/9/2012		12/18/2014	413	345					68
151	X	SCHLUMBERGER LTD			11/29/2013		12/23/2014	259	288					-9
152	X	THE SCOTTS MIRACLE GRO			3/6/2007		1/7/2014	622	411					211
153	X	THE SCOTTS MIRACLE GRO			3/6/2007		9/30/2014	55	41					14
154	X	THE SCOTTS MIRACLE GRO			3/6/2007		12/18/2014	582	370					192
155	X	SHELL INTERNATIONAL FIN			9/17/2009		1/7/2014	8,005	7,959					46
156	X	SHELL INTERNATIONAL FIN			9/17/2009		12/23/2014	5,481	4,974					507
157	X	SNAP ON INC COM			3/6/2007		1/7/2014	1,513	885					628
158	X	SNAP ON INC COM			3/6/2007		9/30/2014	121	49					72
159	X	SNAP ON INC COM			3/6/2007		12/18/2014	1,631	587					1,044
160	X	SONOCO PRODUCTS CO			3/15/2013		1/7/2014	798	647					151
161	X	SONOCO PRODUCTS CO			3/18/2013		1/7/2014	42	34					8
162	X	SONOCO PRODUCTS CO			3/18/2013		9/30/2014	39	34					5
163	X	SONOCO PRODUCTS CO			3/18/2013		12/18/2014	741	580					161
164	X	SUNTRUST BKS INC COM			12/2/2013		12/23/2014	342	233					109
165	X	TJX COS INC NEW			3/6/2007		1/7/2014	1,521	323					1,198
166	X	TJX COS INC NEW			3/6/2007		9/30/2014	178	40					138
167	X	TJX COS INC NEW			3/6/2007		12/18/2014	1,488	298					1,172
168	X	TAKATA CORP SHS			7/12/2013		7/30/2014	923	1,028					-105
169	X	TAKATA CORP SHS			1/13/2014		7/30/2014	281	410					-128
170	X	TAL INTL GROUP INC			11/11/2013		1/7/2014	749	735					13
171	X	TAL INTL GROUP INC			11/11/2013		2/12/2014	43	53					-10
172	X	TAL INTL GROUP INC			11/11/2013		9/30/2014	41	48					-7
173	X	TECHTRONIC INDS SPD ADR			11/11/2013		12/18/2014	538	608					-70
174	X	TECHTRONIC INDS SPD ADR			12/9/2012		5/19/2014	76	30					46
175	X	TECHTRONIC INDS SPD ADR			2/9/2012		5/19/2014	2,916	1,232					1,684
176	X	TECHTRONIC INDS SPD ADR			2/15/2013		5/19/2014	489	342					157
177	X	TECHTRONIC INDS SPD ADR			11/3/2014		5/19/2014	1,194	1,131					63
178	X	TELEDYNE TECH INC			12/2/2013		1/7/2014	631	487					144
179	X	TELEDYNE TECH INC			12/2/2013		1/7/2014	180	140					40
180	X	TELEDYNE TECH INC			12/3/2013		9/30/2014	95	70					25
181	X	TELEDYNE TECH INC			12/3/2013		12/18/2014	893	530					263
182	X	3M COMPANY			6/27/2012		12/23/2014	335	175					160
183	X	TRAVELERS COS INC			5/14/2012		12/23/2014	320	194					128
184	X	UNITED NAT FOODS INC			6/12/2008		1/7/2014	2,888	800					2,088
185	X	UNITED NAT FOODS INC			6/6/2012		3/14/2014	3,516	2,291					1,225
186	X	UNITED NAT FOODS INC			6/12/2008		12/18/2014	1,691	463					1,228
187	X	UNITED NAT FOODS INC			8/6/2012		4/23/2014	9,482	6,095					3,387
188	X	UNITED PARCEL SVC CL B			8/12/2013		2/12/2014	289	265					24
189	X	UNITED PARCEL SVC CL B			12/2/2014		4/23/2014	392	388					6
190	X	UNITED PARCEL SVC CL B			7/25/2012		12/23/2014	184	134					50
191	X	US BANCORP NEW			9/29/2014		12/23/2014	138	100					38
192	X	UNITED PARCEL SVC CL B			8/1/2013		7/23/2014	523	442					81
193	X	UNITED PARCEL SVC CL B			8/1/2013		12/18/2014	891	708					173
194	X	US TREASURY BOND			9/24/2009		1/7/2014	8,977	8,098					879
195	X	US TREASURY BOND			9/24/2009		12/23/2014	5,299	4,048					1,251
196	X	US TREASURY BOND			2/24/2012		1/7/2014	13,063	15,043					-1,980
197	X	US TREASURY BOND			2/24/2012		12/23/2014	7,468	7,020					448
198	X	US TREASURY NOTE			12/3/2014		12/23/2014	8,110	8,058					52
199	X	US TREASURY NOTE			12/3/2014		12/23/2014	10,981	11,028					-45
200	X	US TREASURY NOTE			9/11/2010		1/7/2014	8,684	8,114					550
201	X	US TREASURY NOTE			6/11/2010		12/23/2014	4,347	4,049					298
202	X	US TREASURY NOTE			10/28/2010		1/7/2014	4,099	3,980					119
203	X	US TREASURY NOTE			10/28/2010		3/4/2014	28,037	26,862					1,175
204	X	US TREASURY NOTE			8/2/2012		1/7/2014	5,134	5,227					-93
205	X	US TREASURY NOTE			8/2/2012		3/4/2014	31,987	32,352					-365
206	X	US TREASURY NOTE			5/27/2011		1/7/2014	5,171	5,037					134
207	X	US TREASURY NOTE			5/27/2011		12/23/2014	2,041	2,009					32

Part I, Line 5 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV		Amount		Totals		Capital Gains/Losses		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
		7,019		Other sales		1,447,125		0		1,316,816		130,309	
Long Term CG Distributions		Short Term CG Distributions		Purchaser		Check "X" if Purchaser is a Business		Date Acquired		Acquisition Method		Date Sold	
Description		CUSIP #		Gross Sales Price		Cost or Other Basis		Valuation Method		Expense of Sale and Cost of Improvements		Depreciation	
Net Gain or Loss													
277	X	AMERICAN TOWER REIT INC	03027X100	487	227								282
278	X	AMERICAN TOWER REIT INC	03027X100	94	38								96
279	X	AMERICAN TOWER REIT INC	03027X100	490	189								301
280	X	AMGEN INC COM PV \$0.0001	031162100	122	110								12
281	X	AMGEN INC COM PV \$0.0001	031162100	121	110								11
282	X	AMGEN INC COM PV \$0.0001	031162100	137	87								458
283	X	ANALOG DEVICES INC COM	032654105	113	100								13
284	X	ANHEUSER-BUSCH INBEV VC	03523BP2	4,987	5,061								-394
285	X	XILINX INC	983919101	434	254								180
286	X	XILINX INC	983919101	304	150								154
287	X	YUM BRANDS INC	0323100	75	73								2
288	X	YUM BRANDS INC	0323100	356	363								-7
289	X	ZIMMER HOLDINGS INC COM	03523BP2	191	169								22
290	X	ZIMMER HOLDINGS INC COM	03523BP2	3,266	2,870								396
291	X	ZIMMER HOLDINGS INC COM	03523BP2	478	422								56
292	X	ZIMMER HOLDINGS INC COM	03523BP2	2,377	2,111								266
293	X	AMER EXPRESS COMPANY	025816109	89	62								27
294	X	AMER EXPRESS COMPANY	025816109	443	312								131
295	X	AMER EXPRESS COMPANY	025816109	3,369	2,461								908
296	X	AMER EXPRESS COMPANY	025816109	3,211	2,291								920
297	X	AMER EXPRESS COMPANY	025816109	275	195								80
298	X	AMER EXPRESS COMPANY	025816109	367	259								108
299	X	AMER EXPRESS COMPANY	025816109	828	589								237
300	X	AMER EXPRESS COMPANY	025816109	555	457								98
301	X	ANHEUSER-BUSCH INBEV VC	03523BP2	27,482	29,346								-1,864
302	X	ANYS INC COM	03682Q105	1,199	401								798
303	X	ANYS INC COM	03682Q105	81	29								52
304	X	ANYS INC COM	03682Q105	995	344								651
305	X	APPLE INC	037833K6	9,017	9,781								-764
306	X	APPLE INC	037833K6	4,841	4,891								-50
307	X	ARM HLDGS PLC SPD ADR	042068106	185	163								22
308	X	ARM HLDGS PLC SPD ADR	042068106	787	893								94
309	X	ARYZTA AG-UNSPON ADR	04338X102	606	396								210
310	X	ARYZTA AG-UNSPON ADR	04338X102	389	247								142
311	X	ASTORIA FINANCIAL CORP	046265104	489	608								-139
312	X	ASTORIA FINANCIAL CORP	046265104	69	139								-70
313	X	ASTORIA FINANCIAL CORP	046265104	13	18								-5
314	X	ASTORIA FINANCIAL CORP	046265104	12	18								-6
315	X	ZIMMER HOLDINGS INC COM	03523BP2	5,136	4,559								577
316	X	ZIMMER HOLDINGS INC COM	03523BP2	476	422								54
317	X	ZIMMER HOLDINGS INC COM	03523BP2	207	169								38
318	X	ZIMMER HOLDINGS INC COM	03523BP2	2,086	1,688								398
319	X	ZIMMER HOLDINGS INC COM	03523BP2	2,180	1,773								407
320	X	ZIMMER HOLDINGS INC COM	03523BP2	571	421								149
321	X	INGERSOLL-RAND PLC	G47791101	10,838	6,929								3,907
322	X	INGERSOLL-RAND PLC	G47791101	542	559								-17
323	X	NABORS INDUSTRIES LTD	G6359F103	731	648								83
324	X	NABORS INDUSTRIES LTD	G6359F103	127	103								24
325	X	NABORS INDUSTRIES LTD	G6359F103	92	118								-26
326	X	NABORS INDUSTRIES LTD	G6359F103	437	564								-127
327	X	TE CONNECTIVITY LTD	G91442103	355	158								197
328	X	TE CONNECTIVITY LTD	H84989104	3,884	2,793								1,071
329	X	TE CONNECTIVITY LTD	H84989104	824	586								238
330	X	TE CONNECTIVITY LTD	H84989104	3,590	2,569								1,021
331	X	TE CONNECTIVITY LTD	H84989104	1,889	1,531								358
332	X	ELECTROLUX AB SPONS	010198208	472	474								-2
333	X	ELECTROLUX AB SPONS	010198208	1,626	1,738								-112
334	X	ALIBABA GROUP HOLDING LT	01609W102	653	559								94
335	X	ALLEGHENY TECH INC	01741R102	738	578								160
336	X	ALLEGHENY TECH INC	01741R102	110	83								27
337	X	ALLEGHENY TECH INC	01741R102	583	496								87
338	X	ALTERA CORP COM	021441100	37	36								1
339	X	AMAZON COM INC COM	023135106	3,615	3,038								577
340	X	AMAZON COM INC COM	023135106	1,446	1,032								414
341	X	AMAZON COM INC COM	023135106	1,807	1,316								491
342	X	AMAZON COM INC COM	023135106	297	304								7
343	X	ASTORIA FINANCIAL CORP	046265104	78	85								0
344	X	ASTORIA FINANCIAL CORP	046265104	288	224								64
345	X	ASTORIA FINANCIAL CORP	046265104	52	72								-20

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

Check "X" to include in Part IV		Amount		Totals		Capital Gains/Losses		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
		Long Term CG Distributions	Short Term CG Distributions	7,019	Other sales	1,447,125	0	1,318,818	0	130,303	0		
346	X	ASTORIA FINANCIAL CORP	049265104										
347	X	AUTODESK INC DEL PV50 01	052769108	9/11/2009	12/18/2014	26	20						8
348	X	AUTODESK INC DEL PV50 01	052769108	12/29/2008	12/18/2014	943	350						593
349	X	AUTODESK INC DEL PV50 01	052769108	8/1/2013	12/18/2014	1,058	331						727
350	X	AUTOMATIC DATA PROC	053015103	8/1/2013	12/18/2014	784	449						315
351	X	AUTOMATIC DATA PROC	053015103	8/1/2013	12/18/2014	76	72						4
352	X	AUTOMATIC DATA PROC	053015103	8/1/2013	12/18/2014	1,560	1,387						213
353	X	AUTOMATIC DATA PROC	053015103	8/1/2013	12/18/2014	2,010	1,727						283
354	X	BNP PARIBAS SPONSORD AD	05565A202	7/19/2013	12/18/2014	85	83						22
355	X	BNP PARIBAS SPONSORD AD	05565A202	7/19/2013	12/18/2014	2,083	1,703						390
356	X	BNP PARIBAS SPONSORD AD	05565A202	7/29/2013	12/18/2014	1,279	1,134						145
357	X	BNP PARIBAS SPONSORD AD	05565A202	7/24/2013	12/18/2014	256	220						36
358	X	BNP PARIBAS SPONSORD AD	05565A202	7/25/2013	12/18/2014	385	318						47
359	X	BNP PARIBAS SPONSORD AD	05565A202	8/1/2013	12/18/2014	37	33						4
360	X	BANC SANTANDER SA ADR	05984H105	9/1/2013	12/18/2014	9	0						9
361	X	BARD C R INC	087383109	3/6/2007	12/18/2014	788	473						313
362	X	BARD C R INC	087383109	3/6/2007	12/18/2014	143	79						64
363	X	BARD C R INC	087383109	3/6/2007	12/18/2014	854	394						460
364	X	BARCLAYS PLC RIGHTS	08738E121	1/6/2014	12/18/2014	1	0						1
365	X	BIO RAD LABS CLA	090572207	12/23/2008	12/18/2014	123	70						53
366	X	BIO RAD LABS CLA	090572207	12/29/2008	12/18/2014	492	278						216
367	X	BIO RAD LABS CLA	090572207	12/29/2008	12/18/2014	801	346						255
368	X	BLACKROCK STRATEGIC	08256H286	3/4/2014	12/23/2014	24,339	24,627						286
369	X	BORG WARNER INC COM	099724106	10/30/2007	12/18/2014	1,517	690						827
370	X	BORG WARNER INC COM	099724106	10/30/2007	12/18/2014	693	332						361
371	X	BORG WARNER INC COM	099724106	10/13/2008	12/18/2014	160	38						122
372	X	BORG WARNER INC COM	099724106	1/9/2008	12/18/2014	533	218						315
373	X	BOSTON PPTYS INC	101121101	3/6/2007	12/18/2014	725	820						95
374	X	BOSTON PPTYS INC	101121101	3/6/2007	12/18/2014	116	117						1
375	X	BRISTOL-MYERS SQUIBB CO	110122108	3/9/2011	9/30/2014	933	820						113
376	X	BRISTOL-MYERS SQUIBB CO	110122108	3/9/2011	2/20/2014	537	294						273
377	X	BRISTOL-MYERS SQUIBB CO	110122108	12/20/2010	2/20/2014	4,831	2,399						2,432
378	X	BRISTOL-MYERS SQUIBB CO	110122108	12/21/2010	2/20/2014	1,986	982						1,004
379	X	BRISTOL-MYERS SQUIBB CO	110122108	12/22/2014	2/20/2014	429	441						12
380	X	BRISTOL-MYERS SQUIBB CO	110122108	12/13/2010	2/20/2014	2,791	1,374						1,417
381	X	CBRE GROUP INC	12504L109	3/8/2012	12/18/2014	733	522						211
382	X	CBRE GROUP INC	12504L109	3/8/2012	12/18/2014	53	37						16
383	X	CBRE GROUP INC	12504L109	3/9/2012	9/30/2014	30	19						11
384	X	CBRE GROUP INC	12504L109	3/9/2012	12/18/2014	102	57						45
385	X	CDK GLOBAL INC SHS	12508E101	3/6/2012	12/18/2014	814	448						366
386	X	CDK GLOBAL INC SHS	12508E101	11/13/2014	10/10/2014	17	19						2
387	X	CDK GLOBAL INC SHS	12508E101	8/1/2013	11/11/2014	1,062	765						297
388	X	CSX CORP	126408103	1/3/2014	11/11/2014	76	61						15
389	X	CSX CORP	126408103	3/6/2007	12/18/2014	1,272	554						718
390	X	CSX CORP	126408103	3/6/2007	2/12/2014	55	25						30
391	X	CSX CORP	126408103	3/6/2007	9/30/2014	128	49						79
392	X	CHEVRON CORP	166764100	7/10/2007	12/18/2014	1,443	493						950
393	X	CHEVRON CORP	166764100	1/3/2012	10/8/2014	620	447						173
394	X	CHEVRON CORP	166764A48	12/3/2012	5/29/2014	6,590	5,959						631
395	X	CHEVRON CORP	166764A48	12/3/2012	17/2014	8,868	9,071						205
396	X	CHUBB CORP	171232101	12/3/2012	3/4/2014	59,678	60,452						774
397	X	CHUBB CORP	171232101	8/2/2011	10/8/2014	464	312						152
398	X	CHUBB CORP	171232101	13/9/2012	10/8/2014	4,923	3,552						1,371
399	X	CHUBB CORP	171232101	3/19/2012	10/8/2014	1,115	808						307
400	X	CISCO SYSTEMS INC COM	171232101	12/12/2012	10/9/2014	4,518	3,264						1,224
401	X	CISCO SYSTEMS INC COM	17275R102	2/21/2012	10/9/2014	376	269						107
402	X	CISCO SYSTEMS INC COM	17275R102	8/1/2013	12/18/2014	822	638						184
403	X	CISCO SYSTEMS INC COM	17275R102	2/21/2012	12/23/2014	1,124	1,062						62
404	X	CISCO SYSTEMS INC	17275RAE2	2/24/2008	12/23/2014	9,056	7,854						1,202
405	X	CISCO SYSTEMS INC	17275RAE2	2/24/2008	12/23/2014	4,443	3,827						516
406	X	CVS HEALTH CORP	126650100	7/10/2012	12/18/2014	3,914	1,967						1,927
407	X	CVS HEALTH CORP	126650100	7/10/2012	12/18/2014	2,516	1,289						1,247
408	X	CVS HEALTH CORP	126650100	7/9/2012	12/18/2014	1,398	710						688
409	X	CVS HEALTH CORP	126650100	7/11/2012	12/23/2014	779	376						403
410	X	CABOT CORP	127055101	11/7/2013	12/18/2014	508	469						39
411	X	CABOT CORP	127055101	11/11/2013	12/18/2014	295	336						41
412	X	CABOT CORP	127055101	11/7/2013	12/18/2014	188	188						0
413	X	CASH AMERICAN INTL INC	14754D100	11/7/2013	12/18/2014	653	712						59
414	X	CASH AMERICAN INTL INC	14754D100	11/7/2013	9/30/2014	87	84						3

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

Long Term CG Distributions	7,019
Short Term CG Distributions	

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

Long Term CG Distributions										Amount					
Short Term CG Distributions										7,019					
Check "x" to include in Part IV	Description	CUSIP #	Purchaser	Check "x" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Cost, Other Basis and Expenses	Net Gain or Loss	
484	X	DANONE-SPONS ADR	236381100		6/17/2014		6/17/2014	7	0					7	
485	X	DANONE-SPONS ADR	236381100		6/17/2014		7/23/2014	290	239					51	
486	X	DANONE-SPONS ADR	236381100		8/1/2013		12/18/2014	808	982					178	
487	X	DARDEN RESTAURANTS INC	237194105		3/6/2007		9/30/2014	103	79					24	
488	X	DARDEN RESTAURANTS INC	237194105		3/6/2007		12/18/2014	631	435					196	
489	X	DEERE & COMPANY	244199BE4		6/12/2012		7/7/2014	8,486	9,038					-552	
490	X	DEERE & COMPANY	244199BE4		6/12/2012		3/4/2014	58,738	59,244					-2,508	
491	X	DEUTSCHE BOERSE AG SHS	251542106		2/15/2013		9/25/2014	295	278					17	
492	X	DEUTSCHE BOERSE AG SHS	251542106		1/13/2014		9/25/2014	521	647					-128	
493	X	DEUTSCHE BOERSE AG SHS	251542106		1/23/2013		9/25/2014	2,084	1,936					128	
494	X	DIAGEO PLC SPSD ADR NEW	25243Q205		8/1/2013		9/17/2014	1,205	1,260					-55	
495	X	DIAGEO PLC SPSD ADR NEW	25243Q205		1/13/2014		9/18/2014	121	131					-10	
496	X	DIAGEO PLC SPSD ADR NEW	25243Q205		8/1/2013		9/18/2014	1,091	1,134					-43	
497	X	DISNEY (WALT) CO COM STK	254887108		11/13/2012		11/4/2014	5,933	3,177					0	
498	X	DISNEY (WALT) CO COM STK	254887108		11/13/2012		12/23/2014	284	144					140	
499	X	DISCOVER FINL SVCS	254709108		11/15/2010		12/23/2014	331	95					236	
500	X	DARDEN RESTAURANTS INC	237194105		3/6/2007		7/7/2014	632	475					157	
501	X	GENERAL ELEC CAP CORP	36882G360		1/9/2013		3/4/2014	30,280	29,995					285	
502	X	GENWORTH FINL INC COM	37247D108		12/19/2013		1/11/2014	3,820	6,683					-3,043	
503	X	GLOBAL PMTS INC GEORGIA	37940X102		1/28/2009		7/7/2014	390	212					178	
504	X	GLOBAL PMTS INC GEORGIA	37940X102		1/29/2009		7/7/2014	65	35					30	
505	X	GLOBAL PMTS INC GEORGIA	37940X102		1/29/2009		2/12/2014	67	35					32	
506	X	GLOBAL PMTS INC GEORGIA	37940X102		1/28/2008		12/18/2014	847	279					368	
507	X	GOLDMAN SACHS GROUP INC	38141G104		4/30/2012		12/23/2014	391	230					161	
508	X	GOLDMAN SACHS GROUP INC	38141G104		3/7/2007		7/7/2014	9,737	8,920					817	
509	X	CITIGROUP INC COM NEW	172967424		6/13/2012		12/23/2014	656	334					322	
510	X	CITIGROUP INC COM NEW	172967FT3		11/17/2011		7/7/2014	4,258	3,865					393	
511	X	CITIGROUP INC	172967FT3		11/17/2011		12/23/2014	3,287	2,911					356	
512	X	COCA COLA COM	191218100		8/1/2013		2/12/2014	39	41					2	
513	X	COCA COLA COM	191218100		8/1/2013		12/18/2014	772	800					28	
514	X	COMCAST CORP NEW CL A	20030N101		8/27/2012		12/23/2014	465	273					192	
515	X	COVANCE INC	222816100		3/6/2007		7/7/2014	907	605					302	
516	X	COVANCE INC	222816100		3/6/2007		12/18/2014	825	484					341	
517	X	CREDIT SUISSE FB USA INC	22541LAR4		11/1/2007		7/7/2014	8,259	5,974					285	
518	X	FEDERAL NATL MTG ASSOC	3139BADM1		9/5/2007		12/23/2014	5,524	5,039					485	
519	X	FIRST POTOMAC RLTY TR	33810F109		7/1/2011		7/1/2014	383	463					-80	
520	X	FIRST POTOMAC RLTY TR	33810F109		7/1/2011		2/12/2014	25	29					-4	
521	X	FIRST POTOMAC RLTY TR	33810F109		7/1/2011		9/30/2014	48	57					-9	
522	X	FIRST POTOMAC RLTY TR	33810F109		7/1/2011		12/18/2014	352	415					0	
523	X	FRANKLIN RES INC	354813101		8/1/2013		2/10/2014	1,840	1,555					85	
524	X	FRANKLIN RES INC	354813101		8/1/2013		2/11/2014	7,013	6,689					0	
525	X	FRANKLIN RES INC	354813101		8/1/2013		2/12/2014	478	451					0	
526	X	FRANKLIN RES INC	354813101		1/13/2014		2/12/2014	373	404					-31	
527	X	GATX CORPORATION	361448103		3/6/2007		7/7/2014	928	834					95	
528	X	GATX CORPORATION	361448103		3/6/2007		2/12/2014	58	48					12	
529	X	GATX CORPORATION	361448103		3/6/2007		9/30/2014	117	93					24	
530	X	GATX CORPORATION	361448103		3/6/2007		12/18/2014	614	510					104	
531	X	GATX CORPORATION	361448103		4/16/2010		12/18/2014	335	201					134	
532	X	GENERAL ELECTRIC	369604103		3/9/2011		5/29/2014	1,200	922					278	
533	X	GENERAL ELECTRIC	369604103		4/5/2011		5/29/2014	2,560	1,978					562	
534	X	GENERAL ELECTRIC	369604103		2/4/2013		5/29/2014	27	22					5	
535	X	GENERAL ELECTRIC	369604103		10/25/2010		5/29/2014	3,360	2,056					1,304	
536	X	GENERAL ELECTRIC	369604103		4/4/2011		5/29/2014	1,440	1,117					323	
537	X	GENERAL ELEC CAP CORP	36882G6R0		1/9/2013		7/7/2014	4,020	3,869					21	
538	X	HONDA MOTOR ADR NEW	438128308		12/12/2012		8/4/2014	868	843					0	
539	X	HONDA MOTOR ADR NEW	438128308		2/7/2013		8/4/2014	698	728					-68	
540	X	HONDA MOTOR ADR NEW	438128308		2/15/2013		6/4/2014	595	520					-45	
541	X	HONDA MOTOR ADR NEW	438128308		1/13/2014		6/4/2014	1,801	2,103					-302	
542	X	HORACE MANN EDUCTRS NE	440327104		9/17/2013		7/7/2014	245	221					24	
543	X	HORACE MANN EDUCTRS NE	440327104		9/13/2013		7/7/2014	92	83					9	
544	X	HORACE MANN EDUCTRS NE	440327104		9/19/2013		7/7/2014	153	193					21	
545	X	HORACE MANN EDUCTRS NE	440327104		10/8/2013		7/7/2014	143	153					10	
546	X	KEYCORP NEW COM	493267108		12/6/2012		9/30/2014	98	147					59	
547	X	KEYCORP NEW COM	493267108		12/6/2012		12/18/2014	876	514					362	
548	X	KINGFISHER PLC SP ADR	495724403		7/18/2013		9/18/2014	2,090	2,328					-238	
549	X	KINGFISHER PLC SP ADR	495724403		7/13/2014		9/18/2014	924	924					0	
550	X	ELI LILLY & CO	532457108		9/27/2010		5/29/2014	8,277	5,030					-190	
551	X	ELI LILLY & CO	532457108		3/9/2011		5/29/2014	526	526					367	
552	X	LOWE'S COMPANIES INC	548661107		8/1/2013		2/12/2014	329	316					13	
Capital Gains/Losses										1,447,125		1,316,818		130,303	
Other sales										0		0		0	

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

Totals														
Capital Gains/Losses														
Other sales														
Amount														
7,019														
Long Term CG Distributions														
Short Term CG Distributions														
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
553	X	LOWE'S COMPANIES INC			8/12/2013		7/23/2014	432	407				0	25
554	X	LOWE'S COMPANIES INC			8/12/2013		9/17/2014	3,692	3,072				0	590
555	X	LOWE'S COMPANIES INC			8/12/2013		9/18/2014	3,625	3,027				0	598
556	X	LOWE'S COMPANIES INC			8/12/2013		12/18/2014	665	452				0	213
557	X	LOWE'S COMPANIES INC			12/19/2013		12/23/2014	542	383				0	159
558	X	MACYS INC			7/8/2013		12/23/2014	257	200				0	57
559	X	MARATHON OIL CORP			3/8/2010		8/11/2014	288	129				0	137
560	X	MARATHON OIL CORP			3/9/2011		8/11/2014	381	298				0	83
561	X	MARATHON OIL CORP			7/11/2011		8/11/2014	4,492	3,788				0	706
562	X	MARATHON OIL CORP			5/17/2010		8/11/2014	4,225	2,076				0	2,149
563	X	MARATHON PETROLEUM CO			3/27/2012		12/23/2014	263	134				0	129
564	X	MEDICAL PPTYS TR INC			9/9/2013		1/7/2014	312	302				0	10
565	X	MEDICAL PPTYS TR INC			9/10/2013		1/7/2014	387	372				0	15
									Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
									1,447,125		1,318,816		130,329	
									0		0		0	

Part I, Line 16b (990-PF) - Accounting Fees

		1,500	0	0	1,500
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,500			1,500

Part I, Line 16c (990-PF) - Other Professional Fees

		51,409	30,846	0	20,564
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	MLTC FEES AS AGENT	51,409	30,846		20,564

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

		6,382	2,004	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	2,004	2,004		
2	PY EXCISE TAX DUE	857			
3	ESTIMATED EXCISE PAYMENTS	3,521			

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

		6,445	455	0	5,990
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	INVESTMENT FEES	455	455		
2	OTHER MISC FEES	5,990			5,990

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

		Federal		State/Local		0		574,382		0		603,330	
		824,873		0		0		0		0		0	
	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year	State/Local Obligation						
1				0									
2	FEDERAL NATL MTG ASSOC		0	53,227		53,282							
3	FEDERAL HOME LN MTG CORP		0	56,114		56,110							
4	FEDERAL NATL MTG ASSOC		0	52,410		57,490							
5	U S TREASURY BOND		0	44,526		58,689							
6	U S. TREASURY BOND 3 125% FEB 15 20		0	84,530		89,348							
7	U S TREASURY NOTE		0	82,592		83,519							
8	U S TREASURY NOTE		0	127,296		127,070							
9	U S. TREASURY NOTE		0	47,576		51,274							
10	U S TREASURY NOTE		0	26,111		26,548							

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

Description		Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1						
2	DAIMLER-CHRYSLER AG	0		4,002		4,779
3	ACCENTURE PLC SHS	0		3,194		3,840
4	UBS GROUP AG NAMEN-AKT	0		5,089		5,797
5	ADECCO SA ADR	0		4,102		4,838
6	AKZO NOBEL NV ADR	0		5,956		6,338
7	AMADEUS IT HOLDING-UNSP	0		2,314		3,362
8	ARYZTA AG-UNSPON ADR	0		3,247		4,274
9	AVIVA PLC SHS	0		5,441		6,720
10	AXA ADR	0		6,859		7,645
11	BP PLC SPONS ADR	0		5,648		4,269
12	BNP PARIBAS	0		4,102		3,349
13	BANCO SANTANDER CENT HISPANO S A	0		3,115		3,307
14	BARCLAYS PLC ADR	0		5,752		5,539
15	BAYER A G SPONSORED ADR	0		4,500		6,295
16	C & C GROUP PLC SPON ADR	0		4,115		3,465
17	CNOOC LTD SPONSORED ADR	0		6,517		4,334
18	CARNIVAL PLC ADR	0		6,224		7,468
19	CHINA CONSTRUCT UNSPN AD	0		1,596		1,612
20	CHOW TAI FOOK JEWELLERY	0		2,556		2,090
21	CORBION NV SHS ADR	0		5,301		3,988
22	CREDIT SUISSE GROUP SPONSORED AD	0		4,140		4,038
23	DANONE-SPONS ADR	0		3,624		3,215
24	EMBRAER S A SPONSRD ADR	0		2,998		3,133
25	ERICSSON (LM) TELEPHONE CO ADR (NE	0		5,330		6,413
26	FLETCHER BUILDING LTD	0		6,042		5,264
27	GDF SUEZ ADR	0		1,779		1,538
28	GAZPROM O A O	0		5,217		2,931
29	G4S PLC SHS	0		3,228		3,176
30	GREEK ORGANISATION OF	0		3,733		2,238
31	H LUNDBECK A/S	0		2,571		2,395
32	HSBC HLDGS PLC	0		5,895		4,959
33	HEIDELBERGCEMENT AG SHS	0		4,833		5,530
34	HITACHI LTD ADR 10 COM	0		4,880		5,219
35	HOYA CORP	0		5,803		8,352
36	HYPERMARCAS S A-UNSP ADR	0		3,566		2,905
37	INCITEC PIVOT LTD SHS	0		5,816		5,528
38	INDRA SISTEMAS SA SHS	0		7,762		4,229
39	ITAU UNIBANCO BANCO MULT	0		9,537		9,237
40	KT CORP	0		3,552		3,163
41	LG PHILIPS LCD CO LTD	0		5,619		6,575
42	LIXIL GROUP CORPORATION	0		4,779		3,990
43	LLOYDS TSB GROUP PLC	0		2,230		2,928
44	MARINE HARVEST ASA ADR	0		4,139		7,049
45	NESTLE S A SPONSORED ADR	0		7,066		6,638
46	NIDEC CORP	0		1,777		3,177

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

Description		Num Shares/ Face Value	1,466,252		1,600,696		0	2,001,315
			Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year		
47	NORSK HYDRO A S SPONSORED ADR	0		3,566		3,641		
48	NSK LTD ADR	0		5,076		6,910		
49	ORKLA AS A SHS ADR	0		1,794		1,353		
50	OTSUKA HOLDINGS CO LTD	0		7,321		6,937		
51	POSCO	0		5,534		4,084		
52	QINETIQ GROUP PLC ADR	0		2,906		2,747		
53	RIO TINTO PLC SPON ADR	0		3,420		2,671		
54	ROYAL KPN NV	0		5,379		4,442		
55	SAFRAN SA-UNSPON ADR	0		4,605		6,073		
56	SANOFI-SYNTHELABO	0		2,267		2,417		
57	SCHNEIDER ELEC SA ADR	0		3,956		3,473		
58	SONY CORP ADR AMERN SH NEW	0		4,289		4,503		
59	SUMITOMO MITSUI-UNSPONS	0		8,611		6,254		
60	TDK CORP ADR	0		3,499		3,767		
61	TELEPERFORMCE UNSPOND	0		5,386		6,746		
62	TEVA PHARMACEUTICAL INDS ADR	0		5,498		7,764		
63	TOTAL FINA ELF SA ADR	0		6,652		6,144		
64	TOYOTA MTR CORP ADR 2 COM	0		3,544		3,890		
65	TRAVELSKY TECHNOLOGY LTD	0		2,884		4,281		
66	TURKIYE GARANTI BANKASI A S	0		1,788		1,739		
67	UNILEVER NV NY SHARE F NEW	0		4,302		4,607		
68	WPP PLC NEW/ADR	0		3,944		5,621		
69	WIENERBERGER BAUST SPADR	0		5,335		4,571		
70	ALIBABA GROUP HOLDING LT	0		14,237		15,903		
71	ALTERA CORP	0		1,725		1,884		
72	AMAZON COM INC	0		33,070		33,207		
73	AMERICAN EXPRESS COMPANY	0		11,401		13,770		
74	AMGEN INC	0		15,407		22,301		
75	ANALOG DEVICES INC	0		3,193		3,553		
76	ARM HLDGS PLC	0		16,385		18,427		
77	AUTODESK INC COM	0		13,722		23,483		
78	AUTOMATIC DATA PROCESSING INC CON	0		5,763		7,587		
79	CISCO SYS INC	0		39,331		42,585		
80	COCA-COLA CO USD	0		24,462		26,092		
81	DANONE-SPONS ADR	0		30,319		24,954		
82	EXPEDITORS INTL WASH INC COM	0		22,847		24,312		
83	FACEBOOK INC	0		21,180		41,429		
84	FACTSET RESH SYS INC	0		13,871		17,453		
85	GOOGLE INC	0		15,550		19,104		
86	GOOGLE INC SHS CL C	0		15,500		18,950		
87	GREENHILL & CO INC	0		9,002		7,499		
88	LOWES COMPANIES INC COM	0		17,430		26,419		
89	MERCK AND CO INC SHS	0		10,342		12,096		
90	MICROSOFT CORP COM	0		12,901		18,719		
91	MONSTER BEVERAGE CORP	0		17,581		30,771		
92	NOVARTIS AG SPNSRD ADR	0		18,913		24,092		

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

Description		Num Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
93	NOVO NORDISK A/S ADR	0		21,853		20,356
94	ORACLE CORPORATION	0		24,640		33,458
95	PROCTER & GAMBLE CO COM	0		24,416		27,600
96	QUALCOMM INC	0		27,740		31,293
97	SEI INVESTMENTS CO	0		18,588		23,023
98	SABMILLER PLC	0		12,833		13,251
99	SCHLUMBERGER LIMITED COM	0		20,648		22,548
100	UNITED PARCEL SVC INC CL B	0		20,513		25,569
101	VARIAN MED SYS INC	0		18,227		21,368
102	VISA INC CL A SHRS	0		22,870		40,903
103	YUM BRANDS INC	0		16,292		16,173
104	ZIMMER HLDGS INC	0		12,269		16,219
105	NABORS INDUSTRIES LTD COM	0		2,529		2,116
106	AKAMAI TECHNOLOGIES INC	0		2,344		4,092
107	ALLEGHENY TECHNOLOGIES INC	0		1,880		2,295
108	AMERICAN TOWER REIT INC	0		1,094		1,977
109	ANSYS INC	0		2,034		3,608
110	ASTORIA FINL CORP	0		1,277		1,697
111	AUTODESK INC COM	0		1,385		3,483
112	BARD C R INCORPORATED	0		1,656		3,332
113	BIO RAD LABS INC CL A	0		1,225		1,808
114	BORG WARNER INC	0		1,455		4,671
115	BOSTON PPTYS INC	0		2,790		3,346
116	CBRE GROUP INC	0		1,876		3,254
117	CSX CORP COM	0		2,275		5,326
118	COVANCE INC	0		1,778		3,011
119	D R HORTON INC	0		1,756		3,389
120	DARDEN RESTAURANTS INC COM	0		1,681		2,404
121	EASTMAN CHEMICAL CO	0		1,317		2,655
122	EATON VANCE CORP COM NON VTG	0		1,791		2,456
123	ENOVA INTL INC COM	0		1,315		1,224
124	FAIRCHILD SEMICONDUCTOR INTL	0		2,866		2,701
125	FIRST POTOMAC RLTY TR	0		1,496		1,434
126	GATX CORP COM	0		2,026		3,625
127	GLOBAL PMTS INC	0		1,067		2,180
128	HEXCEL CORP NEW COM	0		1,830		2,987
129	HORACE MANN EDUCATORS CORP NEW	0		2,384		2,754
130	HUNTINGTON INGALLS INDS	0		2,481		3,824
131	INTEGRYS ENERGY GROUP	0		1,916		2,803
132	INTERCONTINENTAL EXCHANGE	0		1,805		3,947
133	INTERNATIONAL GAME TECHNOLOGY CO	0		2,060		1,811
134	INTUIT INC COM	0		2,236		5,716
135	ITRON INC COM	0		1,841		1,734
136	JOY GLOBAL INC	0		1,316		1,675
137	KEYCORP NEW COM	0		1,861		3,141
138	MEDICAL PPTYS TR INC	0		2,283		2,618

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

Description		Nurm Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
139	MONOLITHIC PWR SYS INC	0		746		2,388
140	MOOG INC CL A	0		1,595		2,739
141	NEWFIELD EXPL CO	0		3,365		2,197
142	ON SEMICONDUCTOR CORP	0		3,030		3,920
143	PROTECTIVE LIFE CORP COM	0		2,039		4,667
144	RAYMOND JAMES FINL INC	0		1,885		3,552
145	REINSURANCE GROUP AMERICA	0		2,057		3,067
146	REPUBLIC SVCS COM	0		1,799		2,455
147	RYDER SYSTEM INCORPORATED COMM	0		2,511		3,528
148	SBA COMMUNICATIONS CORP CL A	0		1,767		6,978
149	SCOTT'S COMPANY	0		1,394		1,994
150	SNAP ON INC	0		2,169		6,017
151	SONOCO PRODUCTS CO COM	0		2,081		2,666
152	TJX COS INC NEW	0		1,515		5,212
153	TAL INTL GROUP INC	0		2,479		2,178
154	TELEDYNE TECHNOLOGIES INC NPV	0		1,967		2,877
155	UNITED NAT FOODS INC	0		2,523		6,341
156	VALSPAR CORP COM	0		2,592		5,535
157	WHITING PETE CORP NEW	0		2,285		2,178
158	XILINX INC	0		1,487		2,771
159	TYCO INTL PLC SHS	0		5,355		10,044
160	ADT CORP SHS	0		3,160		4,022
161	AT&T INC	0		7,112		7,793
162	AETNA INC	0		15,330		19,276
163	AMERICAN INTERNATIONAL	0		13,476		20,948
164	CABOT CORPORATION COMMON	0		1,677		1,535
165	CASH AMERICA INTERNATIONAL INC	0		1,316		1,357
166	CENTENE CORP DEL	0		1,507		6,127
167	BP P L C SPONS ADR	0		6,954		5,413
168	BERKSHIRE HATHAWAY INC	0		4,560		8,559
169	BROCADE COMMUNICATIONS	0		6,857		8,430
170	CVS CORP	0		11,423		22,440
171	CHEVRONTExaco CORP	0		6,434		6,506
172	CISCO SYS INC	0		17,912		19,916
173	CITIGROUP INC COM NEW	0		11,173		21,428
174	COMCAST CORP NEW CL A	0		10,558		16,417
175	DISNEY (WALT) COMPANY HOLDING CO	0		4,296		7,724
176	DISCOVER FINL SVCS	0		4,937		15,783
177	DOW CHEMICAL COMPANY COMMON	0		8,063		8,894
178	DR PEPPER SNAPPLE GROUP	0		10,604		12,472
179	EMC CORP(MASS) USD 0 01	0		15,528		16,982
180	EXXON MOBIL CORP	0		21,951		22,096
181	FEDEX CORPORATION	0		7,373		7,815
182	GENERAL ELECTRIC CO	0		7,748		8,592
183	GOLDMAN SACHS GROUP INC	0		12,357		20,352
184	HALLIBURTON COMPANY COM	0		8,394		7,158

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

		1,466,252	1,600,896	0	2,001,315
		Book Value	Book Value	FMV	FMV
		Beg of Year	End of Year	Beg of Year	End of Year
Description	Num Shares/ Face Value				
185 HESS CORP	0		16,137		12,697
186 HEWLETT PACKARD COMPANY	0				14,688
187 HOME DEPOT INC USD 0.05	0		11,204		12,701
188 INTEL CORPORATION	0		27,643		29,141
189 J P MORGAN CHASE & CO	0		22,968		35,483
190 LOWES COMPANIES INC COM	0		15,250		21,947
191 MACYS INC	0		6,089		7,956
192 MARATHON PETROLEUM CORP	0		5,881		11,914
193 MEDTRONIC INC	0		10,996		14,296
194 MERCK AND CO INC SHS	0		11,450		14,765
195 METLIFE INC	0		5,642		9,358
196 MOLSON COOR BREW CO CL B	0		9,418		10,060
197 PARKER HANNIFIN CORP	0		10,529		16,119
198 PFIZER INC COM	0		12,704		15,357
199 PUBLIC SERVICE ENTERPRISE GROUP IN	0		7,640		7,744
200 PULTE HOMES INC	0		8,031		8,326
201 SCHLUMBERGER LIMITED COM	0		10,703		10,249
202 STATE ST CORP COM	0		7,081		11,540
203 SUNCOR ENERGY INC NEW	0		10,251		9,915
204 SUNTRUST BANKS INC	0		8,295		11,858
205 TESORO PETROLEUM CORPORATION CO	0		5,713		7,509
206 TEVA PHARMACEUTICAL INDS ADR	0		8,563		9,489
207 3M CO	0		9,180		16,432
208 TOTAL SYS SVCS INC	0		3,550		3,939
209 TRAVELERS COS INC	0		8,975		14,501
210 US BANCORP DEL	0		10,939		14,519
211 UNITED CONTL HLDGS INC	0		5,488		13,177
212 UNITED HEALTH GROUP INC	0		16,837		22,139
213 UNIVERSAL HEALTH SVCS INC CL B	0		7,193		8,901
214 VALERO ENERGY CORP NEW	0		4,522		8,217
215 WAL MART STORES INC	0		8,642		10,649
216 WELLS FARGO & CO NEW	0		11,743		16,775
217 WESTERN DIGITAL CORP	0		6,559		10,406

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

		735,703		401,523		0		427,484	
Description		Interest Rate	Maturity Date	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year		
1									
2	AT&T INC			0	43,692		48,571		
3	APPLE INC			0	54,776		54,432		
4	CISCO SYSTEMS INC			0	44,181		50,293		
5	CITIGROUP INC			0	24,887		28,412		
6	CREDIT SUISSE FIRST BOSTON USA			0	34,085		36,061		
7	GOLDMAN SACHS GROUP INC			0	47,071		51,132		
8	JPMORGAN CHASE & CO			0	53,802		55,274		
9	SHELL INTERNATIONAL FIN			0	44,769		49,386		
10	WELLS FARGO & COMPANY			0	27,074		26,852		
11	WELLS FARGO & COMPANY			0	27,186		27,071		

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

		763,110	1,181,050	1,171,457
		Book Value	Book Value	FMV
		Beg. of Year	End of Year	End of Year
1	Asset Description			
2	BLACKROCK HIGH YLD	0	192,660	192,300
3	BLACKROCK STRATEGIC	0	224,716	227,881
4	COHEN & STEERS REALTY	0	81,243	95,072
5	EATON VANCE FLOATING RTE	0	99,219	95,571
6	HARTFORD INFLATION PLUS	0	62,528	54,222
7	OPPENHEIMER DEVELOPING	0	69,996	69,178
8	TEMPLETON GLOBAL BOND FD	0	178,488	168,489
9	BLACKROCK STRATEGIC	0	272,200	268,744

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

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

1	Cost Basis Adjustment	1	1,223
2	Gain on PY Sales Settled in CY	2	1,102
3	PY Late Posting Mutual Funds	3	185
4	Purchase of Accrued Interest c/o from PY	4	274
5	Total	5	2,784

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

1	Bond Amortization	1	2,369
2	CY Late Posting Mutual Funds	2	10
3	Purchase of Accrued Interest c/o to Next Year	3	136
4	Total	4	2,515

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

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

Long Term CG Distributions		Short Term CG Distributions		Amount		7/019		1,440,106		0		249		1,317,065		123,290		0		0		123,290		0		Gain Minus Excess, of FMV Over Adjusted Basis or Losses		123,290	
Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gain Minus Excess, of FMV Over Adjusted Basis or Losses	1,440,106	1,317,065	123,290	0	0	0	0	0	0	0	0	0	0	0	0	0
85 PFIZER INC	717081103		10/8/2012	12/5/2014	7,738			6,146	1,592				1,592																
86 PROCTER & GAMBLE CO	742718109		8/1/2013	2/12/2014	78			82																					
87 PROCTER & GAMBLE CO	742718109		8/1/2013	12/18/2014	1,005			898	1,005																				
88 PROTECTIVE LIFE CORP COM	743974103		1/4/2013	1/17/2014	922			543	379																				
89 PROTECTIVE LIFE CORP COM	743974103		1/17/2013	1/17/2014	102																								
90 PROTECTIVE LIFE CORP COM	743974103		1/17/2013	9/30/2014	69			30	39																				
91 PROTECTIVE LIFE CORP COM	743974103		1/17/2013	12/18/2014	1,182			512	670																				
92 PUB SVC ENTERPRISE GRP	744573106		12/5/2014	12/23/2014	251			245	6																				
93 PUBLICIS GROUPE SPON ADR	74463M106		6/7/2011	4/10/2014	1,829			1,160	669																				
94 PUBLICIS GROUPE SPON ADR	74463M106		5/28/2013	4/10/2014	1,372			663	709																				
95 PUBLICIS GROUPE SPON ADR	74463M106		2/15/2013	4/10/2014	152			118	34																				
96 PUBLICIS GROUPE SPON ADR	74463M106		1/13/2014	4/10/2014	1,538			1,538	-35																				
97 PUBLICIS GROUPE SPON ADR	74463M106		3/30/2011	4/10/2014	1,045			685	360																				
98 NINTENDO LTD ADR	854445303		12/1/2011	5/9/2014	395			555	-170																				
99 NOVARTIS ADR	65987V109		8/1/2013	2/12/2014	162			145	17																				
100 NOVARTIS ADR	65987V109		8/1/2013	12/18/2014	1,800			1,230	370																				
101 NOVO NORDISK A S ADR	670100205		2/18/2014	12/18/2014	574			577	0																				
102 ON SEMICONDUCTOR CRP COM	682181105		10/2/2014	12/18/2014	150			115	35																				
103 ON SEMICONDUCTOR CRP COM	682181105		10/2/2014	12/18/2014	959			756	202																				
104 ORACLE CORP \$0 01 DEL	68389X105		8/1/2013	2/12/2014	114			99	15																				
105 ORACLE CORP \$0 01 DEL	68389X105		8/1/2013	4/22/2014	4,225			3,091	1,134																				
106 JPMORGAN CHASE & CO	46825H9V1		2/6/2009	9/15/2014	15,000			15,000	0																				
107 JPMORGAN CHASE & CO	46825H9V1		9/16/2014	12/23/2014	5,099			4,982	117																				
108 JOY GLOBAL INC DEL COM	10142008		10/14/2008	1/17/2014	610			358	252																				
109 JOY GLOBAL INC DEL COM	481185108		2/12/2014	2/12/2014	56			33	23																				
110 JOY GLOBAL INC DEL COM	481185108		10/14/2008	12/18/2014	324			238	86																				
111 JOY GLOBAL INC DEL COM	481185108		3/27/2009	12/18/2014	139			21	68																				
112 JTEKT CORP SHS	48124H102		6/18/2013	4/8/2014	728			553	176																				
113 JTEKT CORP SHS	48124H102		7/2/2013	4/8/2014	501			380	121																				
114 JTEKT CORP SHS	48124H102		11/3/2013	4/8/2014	375			849	-474																				
115 JTEKT CORP SHS	48124H102		4/26/2013	4/8/2014	1,230			873	-147																				
116 KEY CORP NEW COM	493287108		12/9/2012	1/17/2014	914			579	335																				
117 KEY CORP NEW COM	493287108		12/9/2012	2/12/2014	13			8	5																				
118 RYDER SYSTEM INC	783549108		10/31/2013	12/18/2014	722			528	194																				
119 SBA COMMUNICATIONS CRPA	78388J106		1/15/2009	1/17/2014	1,596			304	1,292																				
120 SBA COMMUNICATIONS CRPA	78388J106		1/15/2009	2/12/2014	94			17	77																				
121 SBA COMMUNICATIONS CRPA	78388J106		1/15/2009	12/18/2014	1,930			287	1,643																				
122 SEI INV CO PA PV \$0 01	784117103		8/1/2013	7/23/2014	173			105	38																				
123 SEI INV CO PA PV \$0 01	784117103		8/1/2013	7/23/2014	1,103			1,085	18																				
124 SAMILLER PLC SPON ADR	78572M105		8/1/2013	2/12/2014	92			100	8																				
125 SAMILLER PLC SPON ADR	78572M105		8/1/2013	2/12/2014	1,003			949	54																				
126 SCHLUMBERGER LTD	808657108		11/9/2012	12/18/2014	90			69	21																				
127 QUALCOMM INC	747525103		8/1/2013	2/12/2014	152			130	22																				
128 QUALCOMM INC	747525103		8/1/2013	7/23/2014	82			65	17																				
129 QUALCOMM INC	747525103		8/1/2013	12/18/2014	874			781	93																				
130 RAYMOND JAMES FINL INC	754730109		3/6/2007	1/17/2014	949			524	425																				
131 RAYMOND JAMES FINL INC	754730109		3/6/2007	12/18/2014	281			146	135																				
132 RAYMOND JAMES FINL INC	754730109		1/9/2008	12/18/2014	561			285	276																				
133 REINSURANCE GROUP AMERICA	759351604		4/4/2013	1/17/2014	847			648	199																				
134 REINSURANCE GROUP AMERICA	759351604		4/4/2013	9/30/2014	80			59	21																				
135 REINSURANCE GROUP AMERICA	759351604		4/4/2013	12/18/2014	777			531	246																				
136 REPUBLIC SERVICES INC	760759100		3/6/2007	1/17/2014	822			525	97																				
137 REPUBLIC SERVICES INC	760759100		3/6/2007	2/12/2014	34			28	6																				
138 REPUBLIC SERVICES INC	760759100		3/6/2007	9/30/2014	117			83	34																				
139 REPUBLIC SERVICES INC	760759100		3/6/2007	12/18/2014	685			470	215																				
140 REXAM PLC SHS ADR	761655505		3/12/2012	2/28/2014	577			453	124																				
141 REXAM PLC SHS ADR	761655505		8/2/2012	2/28/2014	742			559	143																				
142 REXAM PLC SHS ADR	761655505		2/15/2013	2/28/2014	2,516			2,232	284																				
143 REXAM PLC SHS ADR	761655505		1/13/2014	2/28/2014	2,103			2,120	-17																				
144 REXAM PLC SHS ADR	761655505		5/27/2011	2/28/2014	701			553	148																				
145 REXAM PLC SHS ADR	761655505		6/9/2011	2/28/2014	666			646	220																				
146 REXAM PLC SHS ADR	761655505		7/1/2011	2/28/2014	907			728	178																				
147 RYDER SYSTEM INC	783549108		10/30/2013	1/17/2014	796			66	68																				
148 RYDER SYSTEM INC	783549108		10/30/2013	12/18/2014	90			207	132																				
149 SCHLUMBERGER LTD	808657108		11/9/2012	7/23/2014	339			207	68																				

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

Long Term CG Distributions													7/019	Amount
Short Term CG Distributions													0	0
Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/09	Adjusted Basis as of 12/31/09	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses	
253 WELLS FARGO & COMPANY	94974BFC8		11/18/2013	12/23/2014	2,000		0	2,014	-14	0	0	0	123,290	
254 WHIRLPOOL CORP	953320I06		2/17/2014	7/24/2014	3,953		0	3,987	276	0	0	0	-14	
255 WHIRLPOOL CORP	953320I06		2/10/2014	7/24/2014	2,349		0	2,190	159	0	0	0	218	
256 WHIRLPOOL CORP	953320I06		3/14/2014	7/25/2014	3,459		0	821	54	0	0	0	159	
257 WHIRLPOOL CORP	953320I06		10/31/2007	1/7/2014	1,249		0	556	693	0	0	0	54	
258 WHITING PETROLEUM CORP	966387I02		10/31/2007	12/18/2014	487		0	424	63	0	0	0	90	
259 WHITING PETROLEUM CORP	966387I02		3/12/2013	7/30/2014	1,298		0	997	301	0	0	0	63	
260 WOLTERS KLUWR NV SPN ADR	977874Z05		1/13/2014	7/30/2014	387		0	408	-21	0	0	0	301	
261 WOLTERS KLUWR NV SPN ADR	977874Z05		3/6/2007	1/7/2014	772		0	431	341	0	0	0	-21	
262 XLINX INC	9833919I01		2/20/2008	1/7/2014	9,058		0	7,875	1,183	0	0	0	341	
263 AT&T INC	00206RAJ1		1/29/2013	1/7/2014	4,407		0	3,337	470	0	0	0	1,183	
264 AT&T INC	00206RAJ1		1/29/2013	1/7/2014	4,407		0	3,337	470	0	0	0	1,183	
265 AARON'S INC SHS A	002535300		1/29/2013	2/12/2014	498		0	505	-7	0	0	0	470	
266 AARON'S INC SHS A	002535300		1/29/2013	2/12/2014	60		0	59	1	0	0	0	-7	
267 AARON'S INC SHS A	002535300		1/29/2013	4/7/2014	246		0	237	9	0	0	0	1	
268 AARON'S INC SHS A	002535300		2/7/2013	4/7/2014	892		0	859	33	0	0	0	9	
269 AARON'S INC SHS A	002535300		2/13/2013	4/8/2014	861		0	832	29	0	0	0	33	
270 AARON'S INC SHS A	002535300		2/7/2013	4/8/2014	154		0	148	6	0	0	0	29	
271 AARON'S INC SHS A	002535300		2/14/2013	4/8/2014	400		0	386	14	0	0	0	6	
272 AARON'S INC SHS A	002535300		2/14/2013	4/8/2014	61		0	59	2	0	0	0	14	
273 AARON'S INC SHS A	002535300		2/14/2013	4/8/2014	61		0	59	2	0	0	0	2	
274 ADGECO SA ADR	008754Z04		2/12/2012	8/12/2014	656		0	462	194	0	0	0	194	
275 AGILENT TECHNOLOGIES INC	00846U101		10/6/2012	5/29/2014	1,763		0	1,203	560	0	0	0	560	
276 AGILENT TECHNOLOGIES INC	00846U101		10/6/2012	5/29/2014	1,692		0	1,165	527	0	0	0	527	
277 AMERICAN INTERNATIONAL	026874784		9/17/2012	12/23/2014	564		0	346	215	0	0	0	215	
278 AMERICAN TOWER REIT INC	03027X100		3/6/2007	1/7/2014	487		0	227	260	0	0	0	260	
279 AMERICAN TOWER REIT INC	03027X100		3/6/2007	9/30/2014	94		0	18	58	0	0	0	58	
280 AMERICAN TOWER REIT INC	03027X100		3/6/2007	1/15/2014	480		0	188	301	0	0	0	301	
281 AMGEN INC COM PV \$0.001	031162I00		8/12/2013	7/23/2014	121		0	110	12	0	0	0	12	
282 AMGEN INC COM PV \$0.001	031162I00		8/12/2013	7/23/2014	121		0	110	11	0	0	0	11	
283 ANALOG DEVICES INC COM	032654I05		9/12/2013	12/18/2014	1,337		0	879	458	0	0	0	458	
284 ANHEUSER-BUSCH INBEV WOR	03523TBQ2		7/16/2012	1/7/2014	4,697		0	100	13	0	0	0	13	
285 ANHEUSER-BUSCH INBEV WOR	03523TBQ2		3/6/2007	12/18/2014	434		0	5,091	-394	0	0	0	-394	
286 XLINX INC	9833919I01		10/14/2008	12/19/2014	304		0	150	154	0	0	0	180	
287 YUM BRANDS INC	048488I01		2/10/2014	7/23/2014	75		0	73	2	0	0	0	2	
288 YUM BRANDS INC	048488I01		2/10/2014	12/18/2014	358		0	363	-7	0	0	0	-7	
289 ZIMMER HOLDINGS INC COM	98956P102		8/17/2013	2/12/2014	191		0	169	22	0	0	0	22	
290 ZIMMER HOLDINGS INC COM	98956P102		8/17/2013	2/18/2014	3,268		0	2,870	396	0	0	0	396	
291 ZIMMER HOLDINGS INC COM	98956P102		8/17/2013	2/19/2014	478		0	422	56	0	0	0	56	
292 ZIMMER HOLDINGS INC COM	98956P102		8/17/2013	2/19/2014	2,377		0	2,111	266	0	0	0	266	
293 AMER EXPRESS COMPANY	025816I09		2/28/2013	2/12/2014	89		0	62	27	0	0	0	27	
294 AMER EXPRESS COMPANY	025816I09		2/28/2013	2/18/2014	443		0	312	131	0	0	0	131	
295 AMER EXPRESS COMPANY	025816I09		3/8/2013	2/18/2014	3,369		0	2,461	908	0	0	0	908	
296 AMER EXPRESS COMPANY	025816I09		3/13/2013	1/11/2014	3,211		0	2,281	920	0	0	0	920	
297 AMER EXPRESS COMPANY	025816I09		3/11/2013	1/11/2014	275		0	195	80	0	0	0	80	
298 AMER EXPRESS COMPANY	025816I09		3/8/2013	1/11/2014	367		0	259	108	0	0	0	108	
299 AMER EXPRESS COMPANY	025816I09		3/12/2013	1/11/2014	826		0	589	237	0	0	0	237	
300 AMER EXPRESS COMPANY	025816I09		8/1/2013	12/18/2014	555		0	457	98	0	0	0	98	
301 ANHEUSER-BUSCH INBEV WOR	03523TBQ2		7/16/2012	3/4/2014	27,482		0	29,346	-1,864	0	0	0	-1,864	
302 AN S Y S INC COM	03662Q105		12/12/2008	1/7/2014	1,199		0	401	798	0	0	0	798	
303 AN S Y S INC COM	03662Q105		12/12/2008	1/7/2014	81		0	29	52	0	0	0	52	
304 AN S Y S INC COM	03662Q105		12/12/2008	12/18/2014	954		0	344	651	0	0	0	651	
305 APPLE INC	037833XK6		5/13/2013	1/7/2014	9,017		0	9,781	-764	0	0	0	-764	
306 APPLE INC	037833XK6		5/13/2013	12/23/2014	4,841		0	4,891	-50	0	0	0	-50	
307 ARM HLDGS PLC SPD ADR	042066I06		8/1/2013	2/12/2014	185		0	163	22	0	0	0	22	
308 ARM HLDGS PLC SPD ADR	042066I06		8/1/2013	12/18/2014	787		0	693	94	0	0	0	94	
309 ARYZTA AG-UNSPON ADR	04338X102		5/9/2011	9/12/2014	568		0	396	210	0	0	0	210	
310 ARYZTA AG-UNSPON ADR	04338X102		6/30/2011	9/12/2014	388		0	247	142	0	0	0	142	
311 ASTORIA FINANCIAL CORP	046285I04		3/6/2007	1/7/2014	469		0	608	-139	0	0	0	-139	
312 ASTORIA FINANCIAL CORP	046285I04		10/13/2008	12/2014	13		0	139	-70	0	0	0	-70	
313 ASTORIA FINANCIAL CORP	046285I04		10/13/2008	9/30/2014	18		0	18	-5	0	0	0	-5	
314 ZIMMER HOLDINGS INC COM	98956P102		8/17/2013	2/20/2014	12		0	18	6	0	0	0	6	
315 ZIMMER HOLDINGS INC COM	98956P102		8/17/2013	2/21/2014	5,136		0	4,559	577	0	0	0	577	
316 ZIMMER HOLDINGS INC COM	98956P102		8/17/2013	2/21/2014	478		0	422	54	0	0	0	54	
317 ZIMMER HOLDINGS INC COM	98956P102		8/17/2013	7/23/2014	207		0	169	38	0	0	0	38	
318 ZIMMER HOLDINGS INC COM	98956P102		8/17/2013	9/12/2014	2,086		0	1,688	398	0	0	0	398	
319 ZIMMER HOLDINGS INC COM	98956P102		8/17/2013	9/12/2014	2,180		0	1,773	407	0	0	0	407	
320 ZIMMER HOLDINGS INC COM	98956P102		8/17/2013	12/18/2014	571		0	422	149	0	0	0	149	
321 INGERSOLL-RAND PLC	G47791101		1/23/2012	10/27/2014	10,836		0	9,929	3,907	0	0	0	3,907	
322 INGERSOLL-RAND PLC	G47791101		1/22/2014	10/27/2014	542		0	559	-17	0	0	0	-17	
323 NABORS INDUSTRIES LTD	G6359F103		1/15/2013	1/7/2014	731		0	648	83	0	0	0	83	
324 NABORS INDUSTRIES LTD	G6359F103		1/15/2013	2/12/2014	127		0	103	24	0	0	0	24	
325 NABORS INDUSTRIES LTD	G6359F103		1/15/2013	12/18/2014	118		0	118	-26	0	0	0	-26	
326 NABORS INDUSTRIES LTD	G6359F103		1/15/2013	12/18/2014	437		0	564	-127	0	0	0	-127	
327 TYCO INTL PLC SHS	G91442106		5/23/2013	12/23/2014	355		0	158	197	0	0	0	197	
328 NABORS INDUSTRIES LTD	H84989I04		6/21/2013	9/11/2014	3,884		0	2,793	1,071	0	0	0	1,071	
329 TE CONNECTIVITY LTD	H84989I04		6/21/2013	9/11/2014	3,590		0	2,569	1,021	0	0	0	1,021	
330 TE CONNECTIVITY LTD	H84989I04		8/8/2013	9/12/2014	1,889		0	1,531	358	0	0	0	358	
331 TE CONNECTIVITY LTD	H84989I04		7/15/2013	5/14/2014	472		0	474	-2	0	0	0	-2	
332 ELECTROLUX AB SPONS	010198208		5/20/2013	5/14/2014	1,738		0	1,738	-112	0	0	0	-112	
333 ELECTROLUX AB SPONS	010198208		8/19/2014	12/18/2014	653		0	559	94	0	0	0	94	
334 ALIBABA GROUP HOLDING LT	01609W102		1/7/2012	1/7/2014	738		0	578	160	0	0	0	160	
335 ALLEGHENY TECH INC	01741R102		1/17/2012	9/30/2014	110		0	83	27	0	0	0	27	

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

Long Term CG Distributions	Short Term CG Distributions	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	249	1,317,085	123,290	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
337 ALLEGHEE TECH INC		01741R102		11/17/2012	12/18/2014	563			0	496	67	0	0	0	123,290
338 ALTEA CORP		021441100		8/1/2013	12/18/2014	37			0	36	0	0	0	0	67
339 ALTEA CORP		021441100		8/1/2013	12/18/2014	37			0	36	0	0	0	0	1
340 AMAZON COM INC COM		023135106		5/7/2013	2/10/2014	3,615			0	3,038	577	0	0	0	577
341 AMAZON COM INC COM		023135106		5/7/2013	2/10/2014	1,446			0	1,032	414	0	0	0	414
342 AMAZON COM INC COM		023135106		5/7/2013	2/10/2014	1,807			0	1,316	491	0	0	0	491
343 ASTORIA FINANCIAL CORP		042625104		8/1/2013	12/18/2014	297			7	304	0	0	0	0	0
344 ASTORIA FINANCIAL CORP		042625104		3/9/2011	12/18/2014	78			0	85	-7	0	0	0	-7
345 ASTORIA FINANCIAL CORP		042625104		8/15/2011	12/18/2014	288			0	224	64	0	0	0	64
346 ASTORIA FINANCIAL CORP		042625104		10/13/2008	12/18/2014	52			0	72	-20	0	0	0	-20
347 AUTODESK INC DEL PV50 01		046265104		9/11/2009	12/18/2014	26			0	20	6	0	0	0	6
348 AUTODESK INC DEL PV50 01		052769106		12/28/2008	1/7/2014	843			0	350	583	0	0	0	583
349 AUTODESK INC DEL PV50 01		052769106		12/28/2008	12/18/2014	1,058			0	448	315	0	0	0	315
350 AUTOMATIC DATA PROC		053015103		8/1/2013	12/18/2014	76			0	72	4	0	0	0	4
351 AUTOMATIC DATA PROC		053015103		8/1/2013	9/17/2014	1,580			0	1,367	213	0	0	0	213
352 AUTOMATIC DATA PROC		053015103		8/1/2013	9/18/2014	2,010			0	1,727	283	0	0	0	283
353 AUTOMATIC DATA PROC		053015103		8/1/2013	12/18/2014	85			0	63	22	0	0	0	22
354 BNP PARIBAS SPONSORD ADR		05565A202		7/16/2013	5/9/2014	2,083			0	1,703	380	0	0	0	380
355 BNP PARIBAS SPONSORD ADR		05565A202		7/26/2013	5/9/2014	1,279			0	1,134	145	0	0	0	145
356 BNP PARIBAS SPONSORD ADR		05565A202		7/24/2013	5/9/2014	256			0	220	36	0	0	0	36
357 BNP PARIBAS SPONSORD ADR		05565A202		7/25/2013	5/9/2014	318			0	318	47	0	0	0	47
358 BNP PARIBAS SPONSORD ADR		05565A202		8/1/2013	5/9/2014	37			0	33	4	0	0	0	4
359 BANCO SANTANDER SA ADR		05964H105		8/15/2014	8/15/2014	0			0	0	0	0	0	0	0
360 BARD C R INC		067383109		3/6/2007	1/7/2014	786			0	473	313	0	0	0	313
361 BARD C R INC		067383109		3/6/2007	9/30/2014	143			0	78	64	0	0	0	64
362 BARD C R INC		067383109		3/6/2007	12/18/2014	854			0	394	460	0	0	0	460
363 BARCLAYS PLC RIGHTS		06738E121		1/6/2014	1/6/2014	1			0	0	1	0	0	0	1
364 BIO RAD LABS CL A		090572207		12/23/2008	1/7/2014	123			0	70	53	0	0	0	53
365 BIO RAD LABS CL A		090572207		12/23/2008	1/7/2014	492			0	276	216	0	0	0	216
366 BIO RAD LABS CL A		090572207		12/29/2008	12/18/2014	601			0	546	285	0	0	0	285
367 BLACKROCK STRATEGIC		095894038		3/6/2010	12/23/2014	24,359			0	24,627	-268	0	0	0	-268
368 BORG WARNER INC COM		099724108		10/30/2007	1/7/2014	1,317			0	827	827	0	0	0	827
369 BORG WARNER INC COM		099724108		10/30/2007	12/18/2014	693			0	332	361	0	0	0	361
370 BORG WARNER INC COM		099724108		10/13/2008	12/18/2014	160			0	38	122	0	0	0	122
371 BORG WARNER INC COM		099724108		1/9/2009	12/18/2014	533			0	218	315	0	0	0	315
372 BOSTON PPYS INC		101121101		3/6/2007	1/7/2014	725			0	820	-95	0	0	0	-95
373 BOSTON PPYS INC		101121101		3/6/2007	9/30/2014	116			0	117	-1	0	0	0	-1
374 BOSTON PPYS INC		101121101		3/6/2007	12/18/2014	933			0	820	113	0	0	0	113
375 BRISTOL-MYERS SQUIBB CO		110122108		3/9/2011	2/20/2014	537			0	264	273	0	0	0	273
376 BRISTOL-MYERS SQUIBB CO		110122108		12/20/2010	2/20/2014	4,631			0	2,399	2,432	0	0	0	2,432
377 BRISTOL-MYERS SQUIBB CO		110122108		12/21/2010	2/20/2014	1,886			0	982	1,004	0	0	0	1,004
378 BRISTOL-MYERS SQUIBB CO		110122108		1/22/2014	2/20/2014	429			0	441	-12	0	0	0	-12
379 BRISTOL-MYERS SQUIBB CO		125041109		3/8/2012	1/7/2014	2,791			0	1,374	1,417	0	0	0	1,417
380 CBRE GROUP INC		125041109		3/8/2012	1/7/2014	733			0	522	211	0	0	0	211
381 CBRE GROUP INC		125041109		3/8/2012	2/12/2014	53			0	37	16	0	0	0	16
382 CBRE GROUP INC		125041109		3/8/2012	9/30/2014	30			0	19	-11	0	0	0	-11
383 CBRE GROUP INC		125041109		3/9/2012	12/18/2014	102			0	57	45	0	0	0	45
384 CBRE GROUP INC		125041109		3/8/2012	12/18/2014	814			0	448	366	0	0	0	366
385 CDK GLOBAL INC SHS		12508E101		1/13/2014	10/10/2014	17			0	19	-2	0	0	0	-2
386 CDK GLOBAL INC SHS		12508E101		8/1/2013	11/11/2014	1,062			0	765	297	0	0	0	297
387 CDK GLOBAL INC SHS		12508E101		1/13/2014	11/11/2014	76			0	61	15	0	0	0	15
388 CSX CORP		126408103		3/6/2007	1/7/2014	1,272			0	554	718	0	0	0	718
389 CSX CORP		126408103		3/6/2007	2/12/2014	55			0	25	30	0	0	0	30
390 CSX CORP		126408103		3/6/2007	9/30/2014	128			0	49	79	0	0	0	79
391 CSX CORP		126408103		3/6/2007	12/18/2014	1,443			0	493	950	0	0	0	950
392 CHEVRON CORP		166764100		7/10/2007	1/8/2014	620			0	447	173	0	0	0	173
393 CHEVRON CORP		166764100		1/3/2012	5/28/2014	6,590			0	5,959	631	0	0	0	631
394 CHEVRON CORP		166764AAB		1/3/2012	1/7/2014	8,866			0	9,071	-205	0	0	0	-205
395 CHEVRON CORP		166764AAB		12/3/2012	3/4/2014	59,678			0	60,452	-774	0	0	0	-774
396 CHEVRON CORP		166764AAB		8/22/2011	10/8/2014	464			0	312	152	0	0	0	152
397 CHEVRON CORP		171232101		1/30/2012	10/8/2014	4,923			0	3,552	1,371	0	0	0	1,371
398 CHEVRON CORP		171232101		1/31/2012	10/8/2014	1,115			0	808	307	0	0	0	307
399 CHEVRON CORP		171232101		3/18/2012	10/9/2014	4,518			0	3,294	1,224	0	0	0	1,224
400 CHEVRON CORP		171232101		1/31/2012	10/8/2014	375			0	269	107	0	0	0	107
401 CISCO SYSTEMS INC COM		17275R102		2/21/2012	12/18/2014	82			0	638	184	0	0	0	184
402 CISCO SYSTEMS INC COM		17275R102		8/1/2013	12/18/2014	1,124			0	1,082	62	0	0	0	62
403 CISCO SYSTEMS INC COM		17275R102		2/21/2012	12/23/2014	370			0	356	104	0	0	0	104
404 CISCO SYSTEMS INC		17275RAE2		2/24/2009	12/23/2014	9,056			0	7,854	1,202	0	0	0	1,202
405 CYS HEALTH CORP		126650100		7/10/2012	12/16/2014	4,443			0	3,827	519	0	0	0	519
407 CYS HEALTH CORP		126650100		7/10/2012	12/16/2014	3,914			0	3,967	-53	0	0	0	-53
408 CYS HEALTH CORP		126650100		7/10/2012	12/16/2014	2,516			0	1,269	1,247	0	0	0	1,247
409 CYS HEALTH CORP		126650100		7/11/2012	12/23/2014	1,398			0	710	688	0	0	0	688
410 CABOT CORP		127055101		11/7/2013	1/7/2014	779			0	376	403	0	0	0	403
411 CABOT CORP		127055101		11/1/2013	12/18/2014	295			0	469	-39	0	0	0	-39
412 CABOT CORP		127055101		11/7/2013	12/18/2014	168			0	336	-41	0	0	0	-41
413 CASH AMERICAN INTL INC		14754D100		11/7/2013	1/7/2014	553			0	188	-20	0	0	0	-20
414 CASH AMERICAN INTL INC		14754D100		11/7/2013	9/30/2014	87			0	712	-59	0	0	0	-59
415 CASH AMERICAN INTL INC		14754D100		11/7/2013	12/18/2014	323			0	315	8	0	0	0	8
416 CENTENE CORP		15135R101		1/13/2010	9/30/2014	1,198			0	435	763	0	0	0	763
417 CENTENE CORP		15135R101		1/13/2010	1/7/2014	166			0	44	122	0	0	0	122
418 CENTENE CORP		15135R101		1/13/2010	12/18/2014	1,810			0	370	1,440	0	0	0	1,440
419 CHEVRON CORP		166764100		6/7/2010	1/8/2014	2,733			0	2,733	0	0	0	0	0
420 CHEVRON CORP		166764100		1/3/2012	1/8/2014	124			0	110	14	0	0	0	14

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

Long Term CG Distributions																		7,019	0
Short Term CG Distributions																		Amount	0

7.019

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	SUSAN LOUISE FESSEND		809 VISTA WAY	OCEANSIDE	CA	92054		TRUSTEE	5 00	15,400		
2	GEORGE CASTELLE		6 OBSERVATORY RD	CHARLESTON	WV	25314		TRUSTEE	5 00	15,400		
3	SUSAN GIULLIAN		152 MONROE ST	DENVER	CO	80206		TRUSTEE	5 00	15,400		
										46,200	0	0

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

	Date	Amount
1 Credit from prior year return	1	0
2 First quarter estimated tax payment	2	
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	3,521
7 Total	7	3,521

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► File a separate application for each return.

► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box. ☐
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only. ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	MEL WOLF FOUNDATION	20-1270730
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	P.O. BOX 1501, NJ2-130-03-31	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	PENNINGTON, NJ 08534-1501	

Enter the Return code for the return that this application is for (file a separate application for each return). ☐ 04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► U.S. Trust-MLT, a Division of Bank of America, N.A.

Telephone No. ► 609-274-6834 Fax No. ► _____

- If the organization does not have an office or place of business in the United States, check this box. ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box. ☐. If it is for part of the group, check this box. ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15/2015, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► ☒ calendar year 2014 or

► ☐ tax year beginning _____, and ending _____

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	2,223
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	3,521
c	Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev 1-2014)