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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2014

Open to Public Inspection

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

Name of foundation
REES PAUL AND MARTHA CHARITABLE TUA

A Employer identification number
20-6740669

Number and street (or P O box number if mail is not delivered to street address) Room/suite
PO BOX 2907 - TRUST TAX DEPT

B Telephone number (see instructions)
(540) 665-4345

City or town, state or province, country, and ZIP or foreign postal code
WILSON, NC 278942907

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 8,597,218

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

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

	Line	Description	(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)	10,598			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	1,004	1,004		
	4	Dividends and interest from securities	157,625	157,625		
	5a	Gross rents				
	b	Net rental income or (loss) ________				
	6a	Net gain or (loss) from sale of assets not on line 10	469,078			
	b	Gross sales price for all assets on line 6a 2,970,280				
	7	Capital gain net income (from Part IV, line 2)		469,078		
	8	Net short-term capital gain			0	
	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)	197	197		
	12	**Total.** Add lines 1 through 11	638,502	627,904		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	69,057	69,057		
	14	Other employee salaries and wages		0	0	0
	15	Pension plans, employee benefits		0	0	
	16a	Legal fees (attach schedule)				0
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	1,140	1,140		0
	17	Interest				0
	18	Taxes (attach schedule) (see instructions)	9,436	1,631		0
	19	Depreciation (attach schedule) and depletion	0	0		
	20	Occupancy				
	21	Travel, conferences, and meetings		0	0	
	22	Printing and publications		0	0	
	23	Other expenses (attach schedule)	4,456	4,456		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	84,089	76,284	0	0
	25	Contributions, gifts, grants paid	376,498			376,498
	26	**Total expenses and disbursements.** Add lines 24 and 25	460,587	76,284	0	376,498
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	177,915			
	b	**Net investment income** (if negative, enter -0-)		551,620		
	c	**Adjusted net income** (if negative, enter -0-)			0	

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	225	1,310	1,310
	2	Savings and temporary cash investments	338,947	344,475	344,475
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶		0	0
	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 ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)		692,735	694,401
	b	Investments—corporate stock (attach schedule)		3,248,902	4,021,850
	c	Investments—corporate bonds (attach schedule)		2,384,040	2,356,534
	11	Investments—land, buildings, and equipment basis ▶ 985,017			
		Less accumulated depreciation (attach schedule) ▶	985,017	985,017	731,918
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	6,620,874	466,659	446,730
	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)	7,945,063	8,123,138	8,597,218
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	7,945,063	8,123,138	
	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)	7,945,063	8,123,138	
	31	**Total liabilities and net assets/fund balances** (see instructions)	7,945,063	8,123,138	

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	7,945,063
2	Enter amount from Part I, line 27a	2	177,915
3	Other increases not included in line 2 (itemize) ▶	3	756
4	Add lines 1, 2, and 3	4	8,123,734
5	Decreases not included in line 2 (itemize) ▶	5	596
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	8,123,138

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 Additional Data Table			
b				
c				
d				
e				

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	469,078
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	389,180	8,822,123	0 044114
2012	280,826	7,972,465	0 035224
2011	200,003	1,237,318	0 161642
2010	114,915	11,538	9 959698
2009	95,029	10,053	9 4528

2	**Total** of line 1, column (d).	2	19 653478
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	3 930696
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	8,731,123
5	Multiply line 4 by line 3.	5	34,319,390
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	5,516
7	Add lines 5 and 6.	7	34,324,906
8	Enter qualifying distributions from Part XII, line 4.	8	376,498

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI **Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	11,032
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	11,032
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	11,032
6	Credits/Payments				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	5,332		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	0		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	5,332
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	5,700
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 0 **Refunded** ▶			11	0

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ VA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10	Yes	

Part VII-A Statements Regarding Activities *(continued)*

				Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13	Yes	
	Website address ▶				
14	The books are in care of ▶BRANCH BANKING AND TRUST Telephone no ▶(540) 665-4345				
	Located at ▶148 S QUEEN ST MARTINSBURG WV ZIP+4 ▶25401				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶		15		
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?		16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶				

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

				Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.				
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?		1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?	☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)		2b		No
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2014 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.)*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?		4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ **Yes** ☑ **No**			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ **Yes** ☑ **No**			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ **Yes** ☑ **No**			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions). ☐ **Yes** ☑ **No**			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ **Yes** ☐ **No**			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ **Yes** ☑ **No**			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ **Yes** ☑ **No**			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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
BRANCH BANKING AND TRUST COMPANY 148 S QUEEN ST MARTINSBURG, WV 25401	TRUSTEE 10	69,057		

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				
Total number of other employees paid over $50,000. ▶				0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	

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	7,660,861
b	Average of monthly cash balances			1b	474,089
c	Fair market value of all other assets (see instructions)			1c	729,134
d	**Total** (add lines 1a, b, and c)			1d	8,864,084
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0		
2	Acquisition indebtedness applicable to line 1 assets			2	0
3	Subtract line 2 from line 1d			3	8,864,084
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	132,961
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	8,731,123
6	**Minimum investment return.** Enter 5% of line 5			6	436,556

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	436,556
2a	Tax on investment income for 2014 from Part VI, line 5	2a	11,032		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	11,032
3	Distributable amount before adjustments Subtract line 2c from line 1			3	425,524
4	Recoveries of amounts treated as qualifying distributions			4	0
5	Add lines 3 and 4			5	425,524
6	Deduction from distributable amount (see instructions)			6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	425,524

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	376,498
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	376,498
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	376,498

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				425,524
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			0	
b Total for prior years 2012 , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009. 96,000				
b From 2010. 116,000				
c From 2011. 139,145				
d From 2012. 0				
e From 2013. 0				
f **Total** of lines 3a through e.	351,145			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 376,498				
a Applied to 2013, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2014 distributable amount.				376,498
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	49,026			49,026
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	302,119			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .	46,974			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	255,145			
10 Analysis of line 9				
a Excess from 2010. . . . 116,000				
b Excess from 2011. . . . 139,145				
c Excess from 2012. . . . 0				
d Excess from 2013. . . . 0				
e Excess from 2014. . . . 0				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling. . . . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2014	**(b)** 2013	**(c)** 2012	**(d)** 2011	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

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

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

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

a The name, address, and telephone number or email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				376,498
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1,004	
4 Dividends and interest from securities			14	157,625	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	469,078	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a LITIGATION PROCEED			14	197	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				627,904	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 627,904

(See worksheet in line 13 instructions to verify calculations)

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

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

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	**1a(1)**		No
(2) Other assets	**1a(2)**		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		No
(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		No
(3) Rental of facilities, equipment, or other assets	**1b(3)**		No
(4) Reimbursement arrangements	**1b(4)**		No
(5) Loans or loan guarantees	**1b(5)**		No
(6) Performance of services or membership or fundraising solicitations	**1b(6)**		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2015-03-16	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
50000 HAMPTON VA VA GO REF PUB IMPT DTD 9/30/0		2011-05-13	2014-02-01
100000 NORFOLK VA REF CAP IMPT SER A DTD 1/21/2		2011-05-13	2014-03-01
200 AT&T INC		2012-06-26	2014-03-18
290 AT&T INC		2013-06-06	2014-03-18
520 ABBOTT LABORATORIES		2011-07-22	2014-03-18
250 ABBVIE INC COMMON		2013-02-15	2014-03-18
670 ALTRIA GROUP INC		2012-03-01	2014-03-18
40 AMAZON INC COMMON		2012-06-26	2014-03-18
25 APPLE COMPUTER CORPORATION COMMON		2011-05-13	2014-03-18
280 BP AMOCO PLC ADS L C		2013-02-15	2014-03-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
50,000		50,000	
100,000		100,000	
6,581		7,022	-441
9,542		10,297	-755
20,703		12,594	8,109
13,263		9,373	3,890
24,532		20,763	3,769
15,076		9,005	6,071
13,276		8,583	4,693
13,324		11,777	1,547

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-441
			-755
			8,109
			3,890
			3,769
			6,071
			4,693
			1,547

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
440 BAXTER INTERNATIONAL INCORPORATED		2012-03-01	2014-03-18
60 BLACKROCK INC COMMON		2011-10-04	2014-03-18
150 BOEING COMPANY		2012-06-26	2014-03-18
380 BRISTOL MYERS SQUIBB COMPANY		2012-09-04	2014-03-18
710 CADENCE DESIGN SYSTEMS, INC COMMON		2013-02-15	2014-03-18
240 CANADIAN NATL RY CO		2012-06-26	2014-03-18
200 CELANESE CORPORATION COMMON		2013-02-15	2014-03-18
280 CHEVRON TEXACO CORP COMMON		2011-08-03	2014-03-18
250 CHICAGO BRIDGE & IRON CO NV		2012-09-04	2014-03-18
290 COCA COLA COMPANY		2011-08-03	2014-03-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
29,653		25,540	4,113
18,096		8,380	9,716
18,674		10,628	8,046
20,841		12,586	8,255
11,130		10,153	977
13,638		9,976	3,662
10,939		10,012	927
32,614		28,338	4,276
21,710		9,347	12,363
11,140		9,887	1,253

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			4,113
			9,716
			8,046
			8,255
			977
			3,662
			927
			4,276
			12,363
			1,253

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
320 CONOCOPHILLIPS COM		2011-08-03	2014-03-18
230 DOMINION RESOURCES INC/VA COMMON		2013-02-15	2014-03-18
190 DUKE ENERGY CORPORATION COMMON		2012-09-04	2014-03-18
150 FLOWSERVE CORP COM		2012-09-04	2014-03-18
460 GENERAL MILLS, INCORPORATED		2012-06-26	2014-03-18
290 GLAXO PLC		2012-09-04	2014-03-18
740 INTEL CORPORATION		2011-08-03	2014-03-18
410 INTEL CORPORATION		2013-06-06	2014-03-18
390 LAREDO PETROLEUM HOLDINGS INC COMMON		2013-09-09	2014-03-18
140 LAS VEGAS SANDS CORP		2011-07-22	2014-03-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
21,780		17,169	4,611
16,234		12,636	3,598
13,320		12,311	1,009
11,592		6,365	5,227
23,347		17,563	5,784
15,895		13,082	2,813
18,355		16,084	2,271
10,170		10,083	87
9,646		10,448	-802
11,696		6,545	5,151

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			4,611
			3,598
			1,009
			5,227
			5,784
			2,813
			2,271
			87
			-802
			5,151

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
200 LINCOLN NATL CORP IND		2013-12-05	2014-03-18
1550 LONZA GROUP AG ADR		2013-02-15	2014-03-18
200 MASTERCARD INC - CLASS A		2013-02-15	2014-03-18
350 MAXIM INTEGRATED PRODUCTS INC COMON		2013-06-06	2014-03-18
310 MCDONALDS CORPORATION		2011-06-14	2014-03-18
210 METLIFE COMMON		2013-09-09	2014-03-18
290 MICROSOFT CORPORATION		2011-10-04	2014-03-18
220 NATIONAL GRID GROUP-SPON ADR		2012-09-04	2014-03-18
130 NATIONAL-OILWELL INC		2013-12-05	2014-03-18
230 NIKE INCORPORATED CLASS B		2012-12-31	2014-03-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
10,129		10,186	-57
16,623		10,160	6,463
15,764		10,436	5,328
11,467		10,210	1,257
30,154		26,792	3,362
10,994		10,180	814
11,473		7,188	4,285
15,085		12,057	3,028
9,693		10,629	-936
18,287		11,700	6,587

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-57
			6,463
			5,328
			1,257
			3,362
			814
			4,285
			3,028
			-936
			6,587

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
150 NORDSON CORP		2012-09-04	2014-03-18
440 NOVARTIS AG		2011-07-22	2014-03-18
290 OCCIDENTAL PETE CORP		2012-12-31	2014-03-18
310 OMNICOM GROUP INCORPORATED		2011-07-22	2014-03-18
1327 264 OPPENHEIMER DEVELOPING MARKETS FUND CL Y		2011-08-03	2014-03-18
1230 PEARSON PLC SPONSORED ADR		2011-07-22	2014-03-18
430 PEPSICO INCORPORATED		2011-06-14	2014-03-18
610 PFIZER INCORPORATED		2011-06-14	2014-03-18
240 PHILIP MORRIS INTERNATIONAL		2011-07-22	2014-03-18
70 PUBLIC STORAGE INC		2012-09-04	2014-03-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
10,640		8,808	1,832
36,328		26,291	10,037
28,300		21,774	6,526
22,724		13,887	8,837
47,596		45,538	2,058
21,136		23,008	-1,872
35,257		29,165	6,092
19,517		16,043	3,474
19,348		17,333	2,015
11,823		10,201	1,622

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,832
			10,037
			6,526
			8,837
			2,058
			-1,872
			6,092
			3,474
			2,015
			1,622

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
650 RAMCO-GERSHENSON PROPERTIES TRUST COMMON		2013-12-05	2014-03-18
580 ROGERS COMMUNICATIONS INC INC		2013-09-09	2014-03-18
250 SALESFORCE COM INC COMMON		2012-09-04	2014-03-18
180 SANDISK CORP		2013-06-06	2014-03-18
620 SOUTHERN COMPANY		2012-12-31	2014-03-18
720 SPECTRA ENERGY CORPORATION		2012-12-31	2014-03-18
250 TARGET CORP COM		2011-08-03	2014-03-18
160 TARGET CORP COM		2013-09-09	2014-03-18
160 TAUBMAN CENTERS INC		2013-12-05	2014-03-18
220 TIME WARNER CABLE INC		2013-02-15	2014-03-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
10,477		10,054	423
22,583		24,293	-1,710
14,860		9,025	5,835
14,046		10,447	3,599
26,942		26,151	791
26,693		19,465	7,228
14,943		12,319	2,624
9,563		10,234	-671
11,117		10,606	511
30,092		19,182	10,910

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			423
			-1,710
			5,835
			3,599
			791
			7,228
			2,624
			-671
			511
			10,910

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
260 THE TRAVELERS COMPANIES INC		2011-08-03	2014-03-18
360 TRINITY INDS INC		2012-09-04	2014-03-18
470 UNILEVER PLC-SPONSORED ADR		2012-03-01	2014-03-18
250 UNITED PARCEL SERVICES B		2012-09-04	2014-03-18
160 UNITED HEALTH GROUP INC		2011-05-13	2014-03-18
247 22 VERIZON COMMUNICATIONS INC		2014-02-24	2014-03-18
249 78 VERIZON COMMUNICATIONS INC		2011-06-14	2014-03-18
150 WESCO INTERNATIONAL INC COMMON		2013-06-06	2014-03-18
150 YUM! BRANDS, INC COMMON		2013-09-09	2014-03-18
620 ZIONS BANCORPORATION		2013-02-15	2014-03-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
21,870		13,884	7,986
26,622		10,077	16,545
18,666		15,392	3,274
24,434		18,395	6,039
12,467		7,677	4,790
11,534		11,895	-361
11,653		10,895	758
12,647		10,621	2,026
11,283		10,758	525
19,453		15,147	4,306

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			7,986
			16,545
			3,274
			6,039
			4,790
			-361
			758
			2,026
			525
			4,306

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
460 ENSCO PLC		2012-06-26	2014-03-18
22 VERIZON COMMUNICATIONS INC		2012-06-26	2014-03-27
727 VODAFONE GROUP PLC -SP ADR		2012-06-26	2014-03-27
391 ESSEX PPTY TR INC COM		2013-09-09	2014-04-16
87 BLACKHAWK NETWORK HOLDINGS I COMMON -B		2014-04-15	2014-04-28
07 BLACKHAWK NETWORK HOLDINGS I COMMON -B		2014-04-15	2014-05-06
100000 CATERPILLAR FINANCIAL SE DTD 05/20/2011		2012-02-22	2014-05-20
100000 JPMORGAN CHASE & CO JPMORGAN CHASE & CO DTD 05/18/09 4 65% 06/		2012-03-14	2014-06-01
35000 LEESBURG VA PREREFUNDED PUB UTIL DTD 03/22/2006 4% 07/01/2014		2011-05-13	2014-07-01
15000 LEESBURG VA UNREFUNDED BALANCE PUB UTIL DTD 03/22/2006 4% 07/01		2011-05-13	2014-07-01

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
22,533		19,518	3,015
10		10	
27		37	-10
65		66	-1
1,970		2,112	-142
2		2	
100,000		100,000	
100,000		100,000	
35,000		35,000	
15,000		15,000	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,015
			-10
			-1
			-142

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
75 TIME INC COMMON		2014-03-18	2014-07-15
50000 VIRGINIA ST PUBLIC SCH AUTH DTD 7/17/200		2011-05-13	2014-07-15
14647 485 ABERDEEN EQUITY LONG SHORT FUND INST CL		2011-06-14	2014-07-24
30 AMAZON INC COMMON		2012-06-26	2014-07-24
420 ASTRAZENECA PLC SPONS ADR		2012-06-26	2014-07-24
1050 BANK OF AMER CORP COMMON		2014-03-18	2014-07-24
540 BIOMED REALTY TRUST INC COMMON		2013-12-05	2014-07-24
1010 BROCADE COMMUNICATIONS SYSYEM COMMON		2014-03-18	2014-07-24
40 CVS CORP COMMON		2012-09-04	2014-07-24
200 CVS CORP COMMON		2014-03-18	2014-07-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
19		16	3
50,000		50,000	
183,826		166,480	17,346
10,812		6,754	4,058
31,330		18,152	13,178
16,343		18,074	-1,731
11,839		10,126	1,713
9,610		10,192	-582
3,149		1,829	1,320
15,747		14,756	991

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			3
			17,346
			4,058
			13,178
			-1,731
			1,713
			-582
			1,320
			991

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
300 CABOT OIL AND GAS		2014-03-18	2014-07-24
650 DDR CORP COMMON		2013-09-09	2014-07-24
210 EPR PROPERTIES COMMON		2013-09-09	2014-07-24
190 EQUITY RESIDENTIAL PPTY		2014-03-18	2014-07-24
240 EXPRESS SCRIPTS HOLDING CO COMMON		2011-10-04	2014-07-24
360 GANNETT INCORPORATED		2014-03-18	2014-07-24
60 GOLDMAN SACHS GROUP COMMON		2014-03-18	2014-07-24
12 GOOGLE INC CL A		2014-03-18	2014-07-24
22 GOOGLE INC CL A		2011-05-13	2014-07-24
140 HALLIBURTON COMPANY		2012-12-31	2014-07-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
9,928		10,060	-132
11,625		10,134	1,491
11,862		10,301	1,561
12,421		11,093	1,328
15,978		8,374	7,604
12,015		10,161	1,854
10,570		10,096	474
7,231		7,266	-35
13,256		7,839	5,417
10,278		4,761	5,517

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-132
			1,491
			1,561
			1,328
			7,604
			1,854
			474
			-35
			5,417
			5,517

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
420 J P MORGAN CHASE & CO		2014-03-18	2014-07-24
260 KATE SPADE & CO COMMON		2014-03-18	2014-07-24
290 ELI LILLY & CO		2012-06-26	2014-07-24
280 LORILLARD INC COMMON		2012-09-04	2014-07-24
400 LOWES COMPANIES INCORPORATED		2013-09-09	2014-07-24
170 MACERICH COMPANY COMMON		2012-12-31	2014-07-24
400 MEADWESTVACO CORP		2012-09-04	2014-07-24
360 MERCK & CO INC		2012-12-31	2014-07-24
420 METLIFE COMMON		2013-06-06	2014-07-24
310 NCR CORPORATION - W/I		2014-03-18	2014-07-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
24,824		24,349	475
10,505		10,398	107
18,639		12,099	6,540
17,061		11,816	5,245
19,162		18,684	478
11,430		9,867	1,563
17,638		11,452	6,186
20,891		14,658	6,233
23,207		18,089	5,118
10,009		10,659	-650

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			475
			107
			6,540
			5,245
			478
			1,563
			6,186
			6,233
			5,118
			-650

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
100 PIONEER NAT RES CO COMMON		2012-12-31	2014-07-24
12 PRICELINE COM INC COMMON		2013-09-09	2014-07-24
60 PUBLIC STORAGE INC		2012-09-04	2014-07-24
200 QUALCOMM INC COMMON		2012-03-01	2014-07-24
210 REGENCY CENTERS CORP		2013-12-05	2014-07-24
950 REGION FINL CORP NEW		2014-03-18	2014-07-24
710 RETAIL OPPORTUNITY INVESTMENTS CORP COMM		2013-06-06	2014-07-24
290 ROBERT HALF INTL COMMON		2013-02-15	2014-07-24
160 ROCKWOOD HOLDINGS INC COMMON		2013-06-06	2014-07-24
530 SAFEWAY INC		2012-09-04	2014-07-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
23,222		10,364	12,858
14,886		11,595	3,291
10,472		8,744	1,728
15,255		12,616	2,639
11,752		10,085	1,667
9,742		10,293	-551
11,228		10,079	1,149
14,786		10,305	4,481
13,148		9,978	3,170
18,483		8,341	10,142

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			12,858
			3,291
			1,728
			2,639
			1,667
			-551
			1,149
			4,481
			3,170
			10,142

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
200 SANOFI-AVENTIS SPONSORED ADR		2014-03-18	2014-07-24
50 SHERWIN WILLIAMS		2014-03-18	2014-07-24
480 SVENSKA HANDELSB-A		2013-02-15	2014-07-24
590 TESCO PLC SPONS ADR		2012-06-26	2014-07-24
165 TIMKENSTEEL CORP COMMON		2012-09-04	2014-07-24
2460 TURKIYE GARANTI BANKASI A S		2012-06-26	2014-07-24
240 TYSON FOODS, INC COMMON		2014-03-18	2014-07-24
120 UNITED PARCEL SERVICES B		2013-06-06	2014-07-24
80 VALEANT PHARMACEUTICALS INTERNATIONAL, I		2014-03-18	2014-07-24
220 VALERO ENERGY CORP		2013-02-15	2014-07-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
10,385		10,128	257
10,685		10,249	436
11,676		10,070	1,606
8,269		8,649	-380
6,942		3,795	3,147
10,775		9,397	1,378
9,491		10,166	-675
12,471		10,194	2,277
9,973		11,493	-1,520
10,713		9,493	1,220

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			257
			436
			1,606
			-380
			3,147
			1,378
			-675
			2,277
			-1,520
			1,220

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
160 VIACOM INC NEW CL B		2013-06-06	2014-07-24
7950 035 WASATCH 1ST SOURCE LONG/SHORT FUND # 9		2011-08-03	2014-07-24
65 WASHINGTON PRIM GROUP COMMON		2012-03-01	2014-07-24
140 BUNGE LIMITED		2013-02-15	2014-07-24
20 COVIDIEN PLC		2014-03-18	2014-07-24
160 COVIDIEN PLC		2013-02-15	2014-07-24
132 ASML HOLDING NV		2012-03-01	2014-07-24
220 VISTAPRINT NV		2013-06-06	2014-07-24
50000 SUFFOLK VA SUFFOLK VA PUB IMPT GO DTD 07/28/04 CALLABLE 08/01/1		2011-05-13	2014-08-01
200000 VIRGINIA ST PUBLIC BLDG ST PUB BLDG AUTH PUB FACS REV SER B DT		2011-05-13	2014-08-01

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
13,687		10,637	3,050
134,515		101,334	33,181
1,247		1,029	218
10,527		10,506	21
1,775		1,427	348
14,200		9,262	4,938
11,451		5,662	5,789
8,508		10,214	-1,706
50,000		50,000	
200,000		200,000	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,050
			33,181
			218
			21
			348
			4,938
			5,789
			-1,706

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
206 VERITIV CORP COMMON		2014-03-18	2014-08-13
4 VERITIV CORP COMMON		2014-03-18	2014-09-30
92 AECOM TECHNOLOGY CORP COMMON		2012-09-04	2014-12-08
CAPITAL GAIN DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
8		7	1
201		132	69
27		28	-1
			22,918

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1
			69
			-1

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ST MARY'S CATHOLIC HIGH SCHOOL 114 QUEENS ROAD ST MARYS,PA 15857	NONE	EXEMPT	EDUCATIONAL	13,125
EARLHAM COLLEGE 801 NATIONAL ROAD RICHMOND,IN 47374	NONE	EXEMPT	EDUCATIONAL	11,987
SHEPHERD UNIVERSITY FOUNDATION PO BOX 5000 SHEPHERDSTOWN,WV 25443	NONE	EXEMPT	EDUCATIONAL	1,500
ALS ASSOCIATION 27001 AGOURA ROAD SUITE 250 CALABASAS HILLS,CA 91301	NONE	EXEMPT	CHARITABLE	13,125
AMERICAN HEART ASSOCIATION ATTN BETSY WOODMAN BEQUEST ADM ATTN BETSY WOODMAN BEQUEST ADM ST PETERSBURG,FL 33742	NONE	EXEMPT	CHARITABLE	13,125
ST BONAVENTURE UNIVERSITY 3261 WEST STATE ROAD ST BONAVENTURE,NY 14778	NONE	EXEMPT	EDUCATIONAL	47,946
D'YOUVILLE COLLEGE 320 PORTER AVENUE BUFFALO,NY 142011084	NONE	EXEMPT	EDUCATIONAL	23,973
NIAGARA UNIVERSITY ATTN LESLIE K WISE DIRECTOR OF PLANNED GIVING NIAGARA UNIVERSITY,NY 14109	NONE	EXEMPT	EDUCATIONAL	23,973
ST LEO SCHOOL THE DIOCESE OF ERIE 111 DEPOT STREET RIDGWAY,PA 15853	NONE	EXEMPT	EDUCATIONAL	23,973
FRANCISCAN CHURCH AND MONASTARY JAMES R ONEILL WASHINGTON DC,DC 20017	NONE	EXEMPT	RELIGIOUS	23,973
ELK COUNTY CATHOLIC SCHOOL SYSTE 114 QUEENS RD ST MARYS,PA 15857	NONE	EXEMPT	EDUCATIONAL	23,973
UNIVERSITY OF DETROIT MERCY 4001 W MCNICHOLS ROAD DETROIT,MI 482213038	NONE	EXEMPT	EDUCATIONAL	23,973
MACALESTER COLLEGE ATTN DEB DERRINGER DIRECTOR OF GIFT ADMINISTRATION SAINT PAUL,MN 55105	NONE	EXEMPT	EDUCATIONAL	11,987
SACRED HEART OF JESUS CATHOLIC ATTN REVEREND STANLEY J KREMPA WINCHESTER,VA 22601	NONE	EXEMPT	RELIGIOUS	23,973
LITTLE SISTERS OF THE POOR ST JOSEPH'S HOME FOR THE AGED 1503 MICHAELS ROAD HENRICO,VA 23229	NONE	EXEMPT	COMMUNITY	23,973
Total . . . . ▶ **3a**				376,498

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
CATHOLIC DIOCESE OF ARLINGTON 200 N GLEBE ROAD STE 914 ARLINGTON, VA 22203	NONE	EXEMPT	RELIGIOUS	23,973
ETERNAL WORD TELEVISION NETWORK INC 5817 OLD LEED ROAD IRONDALE, AL 35210	NONE	EXEMPT	RELIGIOUS	47,946
Total . . . . ▶ **3a**				376,498

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

Schedule of Contributors

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

OMB No 1545-0047

2014

Name of the organization	**Employer identification number**
REES PAUL AND MARTHA CHARITABLE TUA	20-6740669

Organization type (check one)

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

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

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or other property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

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

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year . . . . ▶ $ ____________

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

Name of organization
REES PAUL AND MARTHA CHARITABLE TUA

Employer identification number
20-6740669

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MARTHA N REES IRREVOCABLE TRUST C/O BRANCH BANKING AND TRUST 148 S QUEEN ST MARTINSBURG, WV 25401	$ 10,598	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization
REES PAUL AND MARTHA CHARITABLE TUA

Employer identification number
20-6740669

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

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

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

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

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

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

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

Name of organization	Employer identification number
REES PAUL AND MARTHA CHARITABLE TUA	20-6740669

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

Use duplicate copies of Part III if additional space is needed

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

TY 2014 Other Decreases Schedule

Name: REES PAUL AND MARTHA CHARITABLE TUA

EIN: 20-6740669

Description	Amount
DIFF IN MUTUAL FUNDS RECEIVED/REPORTED	596

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491105004085

TY 2014 Other Expenses Schedule

Name: REES PAUL AND MARTHA CHARITABLE TUA

EIN: 20-6740669

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
REAL ESTATE EXPENSE ON NON-REN	4,118	4,118		0
OTHER ALLOCABLE EXPENSES - 2%	338	338		0

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491105004085

TY 2014 Other Income Schedule

Name: REES PAUL AND MARTHA CHARITABLE TUA

EIN: 20-6740669

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

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491105004085

TY 2014 Other Increases Schedule

Name: REES PAUL AND MARTHA CHARITABLE TUA

EIN: 20-6740669

Description	Amount
ACCRUED INTEREST PAID PRIOR YEAR	752
ROUNDING	4

TY 2014 Other Professional Fees Schedule

Name: REES PAUL AND MARTHA CHARITABLE TUA

EIN: 20-6740669

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER NON-ALLOCABLE EXPENSE -	390	390		
OTHER NON-ALLOCABLE EXPENSE -	750	750		

TY 2014 Taxes Schedule

Name: REES PAUL AND MARTHA CHARITABLE TUA

EIN: 20-6740669

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	2,622	0		0
REAL ESTATE TAX ON NON-RENTAL	407	407		0
FEDERAL ESTIMATES - PRINCIPAL	5,183	0		0
FOREIGN TAXES ON QUALIFIED FOR	853	853		0
FOREIGN TAXES ON NONQUALIFIED	371	371		0