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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

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▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning

, 2014, and ending

, 20

Name of foundation CHARLES EADES SCHOLARSHIP TRUST 310109012		A Employer identification number 20-7217388						
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) 812-464-1584						
City or town, state or province, country, and ZIP or foreign postal code PO BOX 207 EVANSVILLE, IN 47702		C If exemption application is pending, check here <input type="checkbox"/>						
G Check all that apply: <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>						
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 1,474,292.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)								

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)					
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		35,370.	35,735.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		110,544.			
b Gross sales price for all assets on line 6a		415,075.			
7 Capital gain net income (from Part IV, line 2)			110,544.		
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		145,914.	146,279.		
13 Compensation of officers, directors, trustees, etc.		16,948.	15,253.		1,695.
14 Other employee salaries and wages			NONE	NONE	
15 Pension plans, employee benefits			NONE	NONE	
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule) STMT 1		850.	NONE	NONE	850.
c Other professional fees (attach schedule)					
17 Interest					
18 Taxes (attach schedule) (see instructions) STMT 2		2,893.	163.		
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings			NONE	NONE	
22 Printing and publications			NONE	NONE	
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses. Add lines 13 through 23.		20,691.	15,416.	NONE	2,545.
25 Contributions, gifts, grants paid		67,600.			67,600.
26 Total expenses and disbursements Add lines 24 and 25		88,291.	15,416.	NONE	70,145.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		57,623.			
b Net investment income (if negative, enter -0-)			130,863.		
c Adjusted net income (if negative, enter -0-)					

June P

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			
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶	NONE		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation (attach schedule) ▶				
12	Investments - mortgage loans				
13	Investments - other (attach schedule)	1,117,463.	1,171,549.	1,474,292.	
14	Land, buildings, and equipment basis ▶				
	Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	1,117,463.	1,171,549.	1,474,292.	
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)		NONE	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	1,117,463.	1,171,549.	
	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)	1,117,463.	1,171,549.	
	31	Total liabilities and net assets/fund balances (see instructions)	1,117,463.	1,171,549.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,117,463.
2	Enter amount from Part I, line 27a	2	57,623.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 3	3	570.
4	Add lines 1, 2, and 3	4	1,175,656.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 4	5	4,107.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,171,549.

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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 PUBLICLY TRADED SECURITIES					
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 415,075.		304,531.	110,544.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a			110,544.		
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	110,544.	
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.

(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			
2012			
2011			
2010			
2009			
2 Total of line 1, column (d)			2
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
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			4
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7
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

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	2,617.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	2,617.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,617.
6 Credits/Payments			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	1,812.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,812.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	805.	
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 <input type="checkbox"/> NONE Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 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.		X
c 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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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		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? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> IN		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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 <u>N/A</u>	13	X	
14	The books are in care of <u>OLD NATIONAL WEALTH MANAGEMENT</u> Telephone no <u>(812) 464-1584</u> Located at <u>P.O. BOX 207, EVANSVILLE, IN</u> ZIP+4 <u>47702</u>			
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 <u></u>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <u></u> 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) c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u></u>	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? 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?	4a	X
	4b	X

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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? ☐ Yes ☒ No

6b

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

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
OLD NATIONAL WEALTH MANAGEMENT P.O. Box 207, Evansville, IN 47702	Trustee 1	16,948.	-0-	-0-

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

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

Total number of other employees paid over \$50,000 ☐ NONE

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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		NONE
Total number of others receiving over \$50,000 for professional services		NONE

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	

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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	1,445,469.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,445,469.
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	NONE
3	Subtract line 2 from line 1d	3	1,445,469.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	21,682.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,423,787.
6	Minimum investment return. Enter 5% of line 5	6	71,189.

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	71,189.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	2,617.
b	Income tax for 2014. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,617.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	68,572.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	68,572.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	68,572.

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	70,145.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	70,145.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	70,145.

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				68,572.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			NONE	
b Total for prior years 20 <u>12</u> , 20 <u>20</u> , 20 <u>20</u>		NONE		
3 Excess distributions carryover, if any, to 2014				
a From 2009				NONE
b From 2010				NONE
c From 2011				NONE
d From 2012				1,763.
e From 2013				2,845.
f Total of lines 3a through e	4,608.			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ <u>70,145.</u>				
a Applied to 2013, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2014 distributable amount				68,572.
e Remaining amount distributed out of corpus	1,573.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	6,181.			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2013. Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				NONE
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)	NONE			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	6,181.			
10 Analysis of line 9:				
a Excess from 2010				NONE
b Excess from 2011				NONE
c Excess from 2012				1,763.
d Excess from 2013				2,845.
e Excess from 2014				1,573.

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**NOT APPLICABLE**

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 foundation 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 foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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.

N/A

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

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

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

SEE STATEMENT 5

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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				
UNIVERSITY OF KENTUCKY 128E W.D. FUNKHOUSER BLDG. LEXINGTON KY 4050	NONE	PC	SCHOLARSHIP	4,400.
WESTERN KENTUCKY UNIVERSITY 1906 COLLEGE HEIGHTS BLVD BOWLING GREEN KY 4	NONE	PC	SCHOLARSHIP	12,800.
NORTHERN KENTUCKY UNIVERSITY 100 NUNN DRIVE HIGHLAND HEIGHTS KY 41099	NONE	PC	SCHOLARSHIP	4,400.
MURRAY STATE UNIVERSITY 102 CURRIS CENTER MURRAY KY 420271	NONE	PC	SCHOLARSHIP	19,600.
MADISONVILLE COMMUNITY COLLEGE 2000 COLLEGE DRIVE Madisonville KY 42431	NONE	PC	SCHOLARSHIP	26,400.
Total			3a	67,600.
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated.

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	850.			850.
TOTALS	850.	NONE	NONE	850.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FEDERAL TAX PAYMENT - PRIOR YE	918.	
FEDERAL ESTIMATES - PRINCIPAL	1,812.	
FOREIGN TAXES ON QUALIFIED FOR	149.	149.
FOREIGN TAXES ON NONQUALIFIED	14.	14.
	-----	-----
TOTALS	2,893.	163.
	=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION

AMOUNT

ROUNDING

5.

MARKET DISCOUNT

565.

TOTAL

570.
=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES
=====DESCRIPTION
-----AMOUNT

TRANSFER TO ANOTHER ACCOUNT; DEPOSITED IN ERROR.	3,500.
PREMIUM AMORTIZATION	559.
ACCRUED INTEREST	48.

TOTAL	4,107.
	=====

CHARLES EADES SCHOLARSHIP TRUST 310109012
FORM 990PF, PART XV - LINES 2a - 2d
=====

20-7217388

RECIPIENT NAME:

JEFF JACKSON

ADDRESS:

OLD NATIONAL TRUST COMPANY

PO BOX 207, IN 47702

FORM, INFORMATION AND MATERIALS:

WRITTEN APPLICATION

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

STUDENTS RESIDING IN HUGHES KIRK AREA OF
MUHLENBERG COUNTY

FEDERAL FOOTNOTES

=====

ELECTION TO AMORTIZE BOND PREMIUM

TAXPAYER HEREBY ELECTS TO AMORTIZE BOND PREMIUM PURSUANT TO IRC SEC.
171(C) AND TREASURY REGULATION 1.171-4(A).

Charles Eades Scholarship Trust
December 1, 2014 - December 31, 2014

Account Number: 31-0109-01-2

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Statement Of Assets

Shares	Description	Market Price	Total Cost	Market Value	% Of Category	Estimated Current Income	Yield	Unrealized Gain / Loss
Cash & Equivalents								
Money Markets								
99,245.700	Goldman Sachs Financial Square Treasury Obligation #468	1.000	99,245.70	99,245.70	100.00	6	0.0	0.00
	Total Money Markets		99,245.70	99,245.70	100.00	6	0.0	0.00
Cash								
	Principal Cash		319,432.46	319,432.46	321.86	0	0.0	0.00
	Income Cash		-319,432.46	-319,432.46	-321.86	0	0.0	0.00
	Total Cash		0.00	0.00	0.00	0	0.0	0.00
	Total Cash & Equivalents		99,245.70	99,245.70	100.00	6	0.0	0.00

Fixed Income

U.S. Governments								
50,000.000	Fed Home Ln Bk 5.375% 06/10/2016	106.843	49,457.00	53,421.50	14.48	2,687	5.0	3,964.50
25,000.000	Fed Home Ln Bk 1.9% 02/24/2020	100.609	25,519.04	25,152.25	6.82	475	1.9	-366.79
25,000.000	Fed Home Ln Bk 2.44% 12/20/2024	96.570	23,549.25	24,142.50	6.54	610	2.5	593.25
20,000.000	Fed Home Ln Bk 3% 09/10/2021	104.952	20,855.22	20,990.40	5.69	600	2.9	135.18
25,000.000	Fed Nat Mtg Assoc 2 2% 10/27/2017	102.563	26,189.56	25,640.75	6.95	550	2.1	-548.81
20,000.000	Fed Nat Mtg Assoc 1 5% 09/24/2019	98.882	19,618.60	19,776.40	5.36	300	1.5	157.80
15,000.000	US Treasury N/B 1.375% 12/31/2018	99.617	15,235.09	14,942.55	4.05	206	1.4	-292.54
	Total U.S. Governments		180,423.76	184,066.35	49.90	5,428	2.9	3,642.59

Charles Eades Scholarship Trust
December 1, 2014 - December 31, 2014

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Statement Of Assets

<i>Shares</i>	<i>Description</i>	<i>Market Price</i>	<i>Total Cost</i>	<i>Market Value</i>	<i>% Of Category</i>	<i>Estimated Income</i>	<i>Current Yield</i>	<i>Unrealized Gain / Loss</i>
Corporate Bonds								
35,000,000	Caterpillar Inc 5.7% 08/15/2016	107.880	36,058.67	37,758.00	10.24	1,995	5.3	1,699.33
35,000,000	Dover Corp 4.875% 10/15/2015	103.458	33,534.55	36,210.30	9.82	1,706	4.7	2,675.75
25,000,000	Goldman Sachs 5.75% 10/01/2016	107.304	25,339.22	26,826.00	7.27	1,437	5.4	1,486.78
35,000,000	Natl Rural Utils 5.45% 02/01/2018	111.365	35,155.43	38,977.75	10.57	1,907	4.9	3,822.32
Total Corporate Bonds			130,087.87	139,772.05	37.89	7,045	5.0	9,684.18
Foreign Bonds								
15,000,000	Bk Nova Scotia 2.8% 07/21/2021	100.042	15,093.00	15,006.30	4.07	420	2.8	-86.70
Total Foreign Bonds			15,093.00	15,006.30	4.07	420	2.8	-86.70
Fixed Income Mutual Funds								
3,458.879	Voya GNMA Income CII Fd #2159	8.690	30,000.00	30,057.66	8.15	1,110	3.7	57.66
Total Fixed Income Mutual Funds			30,000.00	30,057.66	8.15	1,110	3.7	57.66
Total Fixed Income			355,604.63	368,902.36	100.00	14,003	3.8	13,297.73
Equities								
Common Stock								
Consumer Discretionary								
263,000	Directv	86.700	11,690.02	22,802.10	2.27	0	0.0	11,112.08
78,000	McDonalds Corp	93.700	3,874.32	7,308.60	0.73	265	3.6	3,434.28
335,000	Select Sector SPDR Consumer Discretionary	72.150	15,243.45	24,170.25	2.40	315	1.3	8,926.80

Charles Eades Scholarship Trust
December 1, 2014 - December 31, 2014

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Account Number: 31-0109-01-2

Statement Of Assets

Shares	Description	Market Price	Total Cost	Market Value	% Of Category	Estimated Income	Current Yield	Unrealized Gain / Loss
319 000	Tjx Co Inc	68.580	10,853.03	21,877.02	2.17	223	1.0	11,023.99
Total Consumer Discretionary			41,660.82	76,157.97	7.57	803	1.1	34,497.15
Consumer Staples								
212.000	CVS Health Corp	96.310	14,645.67	20,417.72	2.03	296	1.5	5,772.05
188.000	Church & Dwight Inc	78.810	4,633.65	14,816.28	1.47	233	1.6	10,182.63
124.000	Costco Whsl Corp New	141.750	8,178.23	17,577.00	1.75	176	1.0	9,398.77
198.000	Select Sector SPDR Consumer Staples	48.490	6,684.48	9,601.02	0.95	230	2.4	2,916.54
136 000	Walmart Stores Inc	85.880	7,562.14	11,679.68	1.16	261	2.2	4,117.54
Total Consumer Staples			41,704.17	74,091.70	7.36	1,196	1.6	32,387.53
Energy								
173.000	Chevron Corp	112.180	19,345.46	19,407.14	1.93	740	3.8	61.68
259 000	Conocophillips	69.060	18,224.24	17,886.54	1.78	756	4.2	-337.70
163.000	Noble Energy Inc	47.430	4,710.22	7,731.09	0.77	117	1.5	3,020.87
Total Energy			42,279.92	45,024.77	4.47	1,613	3.6	2,744.85
Financials								
271 000	Citigroup Inc	54.110	11,808.45	14,663.81	1.46	10	0.1	2,855.36
215.000	Franklin Res Inc	55.370	6,265.43	11,904.55	1.18	129	1.1	5,639.12
70 000	Goldman Sachs	193.830	9,665.13	13,568.10	1.35	168	1.2	3,902.97
339.000	JPMorgan Chase & Co	62.580	12,390.17	21,214.62	2.11	542	2.6	8,824.45
281.000	Metlife Inc	54.090	8,781.30	15,199.29	1.51	393	2.6	6,417.99
442.000	Wells Fargo & Co New	54.820	11,753.59	24,230.44	2.41	618	2.6	12,476.85
Total Financials			60,664.07	100,780.81	10.02	1,860	1.8	40,116.74

Charles Eades Scholarship Trust
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Statement Of Assets

Shares	Description	Market Price	Total Cost	Market Value	% Of Category	Estimated Income	Current Yield	Unrealized Gain / Loss
Health Care								
251.000	Abbott Labs	45.020	6,484.90	11,300.02	1.12	240	2.1	4,815.12
93.000	Allergan Inc Com	212.590	8,528.59	19,770.87	1.97	18	0.1	11,242.28
604.000	Pfizer Inc	31.150	16,324.31	18,814.60	1.87	676	3.6	2,490.29
254.000	Select Sector SPDR Hlth Care Etf	68.380	14,867.46	17,368.52	1.73	233	1.3	2,501.06
165.000	Thermo Fisher Scientific Inc	125.290	7,708.74	20,672.85	2.05	99	0.5	12,964.11
Total Health Care			53,914.00	87,926.86	8.74	1,266	1.4	34,012.86
Industrials								
80.000	Boeing Co	129.980	10,804.89	10,398.40	1.03	291	2.8	-406.49
209.000	Danaher Corp	85.710	7,263.88	17,913.39	1.78	83	0.5	10,649.51
261.000	Quanta Svcs Inc	28.390	6,870.87	7,409.79	0.74	0	0.0	538.92
236.000	Select Sector SPDR Industrial Etf	56.580	12,751.15	13,352.88	1.33	247	1.9	601.73
144.000	Stencycle Inc	131.080	10,730.87	18,875.52	1.88	0	0.0	8,144.65
131.000	Union Pacific Corp	119.130	11,429.20	15,606.03	1.55	262	1.7	4,176.83
Total Industrials			59,850.86	83,556.01	8.30	883	1.1	23,705.15
Information Technology								
363.000	Apple Inc	110.380	6,175.61	40,067.94	3.98	682	1.7	33,892.33
343.000	Ebay Inc	56.120	18,736.31	19,249.16	1.91	0	0.0	512.85
333.000	Oracle Corp	44.970	10,177.22	14,975.01	1.49	159	1.1	4,797.79
267.000	Qualcomm Inc	74.330	14,489.91	19,846.11	1.97	448	2.3	5,356.20
111.000	Visa Inc Cl A	262.200	7,537.62	29,104.20	2.89	213	0.7	21,566.58
158.000	Vmware Inc Cl A	82.520	14,043.00	13,038.16	1.30	0	0.0	-1,004.84
Total Information Technology			71,159.67	136,280.58	13.54	1,502	1.1	65,120.91

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Statement Of Assets

<i>Shares</i>	<i>Description</i>	<i>Market Price</i>	<i>Total Cost</i>	<i>Market Value</i>	<i>% Of Category</i>	<i>Estimated Income</i>	<i>Current Yield</i>	<i>Unrealized Gain / Loss</i>
Materials								
67,000	Praxair Inc	129.560	4,396.40	8,680.52	0.86	174	2.0	4,284.12
152,000	Select Sector SPDR Materials Etf	48.580	7,585.21	7,384.16	0.73	145	2.0	-201.05
	Total Materials		11,981.61	16,064.68	1.60	319	2.0	4,083.07
Utilities								
185,000	Select Sector SPDR Tr Utils	47.220	6,700.70	8,735.70	0.87	278	3.2	2,035.00
	Total Utilities		6,700.70	8,735.70	0.87	278	3.2	2,035.00
	Total Common Stock		389,915.82	628,619.08	62.48	9,720	1.5	238,703.26
Foreign Stock								
138,000	Perrigo Co PLC	167.160	21,004.29	23,068.08	2.29	57	0.3	2,063.79
170,000	Schlumberger Ltd	85.410	11,084.84	14,519.70	1.44	272	1.9	3,434.86
	Total Foreign Stock		32,089.13	37,587.78	3.74	329	0.9	5,498.65
Equity Mutual Funds								
Large Cap Funds								
2,267,987	Robeco Boston Partners All-Cap Value Instl Fd #81	22.440	46,697.85	50,893.63	5.06	498	1.0	4,195.78
	Total Large Cap Funds		46,697.85	50,893.63	5.06	498	1.0	4,195.78
Mid Cap Funds								
1,769,105	Goldman Sachs Mid Cap Value Instl Fd #864	41.580	57,051.22	73,559.39	7.31	705	1.0	16,508.17

Charles Eades Scholarship Trust
December 1, 2014 - December 31, 2014

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Statement Of Assets

Shares	Description	Market Price	Total Cost	Market Value	% Of Category	Estimated Income	Current Yield	Unrealized Gain / Loss
1,774.043	Goldman Sachs Growth Opportunities CII Fd #1132	27.750	36,151.66	49,229.69	4.89	0	0.0	13,078.03
Total Mid Cap Funds			93,202.88	122,789.08	12.20	705	0.6	29,586.20
Small Cap Funds								
375.131	Eagle Small Cap Growth CII Fd #3933	54.840	15,484.37	20,572.18	2.04	0	0.0	5,087.81
741.096	Federated Clover Small Value CII Fd #659	24.910	14,997.21	18,460.70	1.83	128	0.7	3,463.49
Total Small Cap Funds			30,481.58	39,032.88	3.88	128	0.3	8,551.30
International Funds								
1,182.823	Driehaus Emerging Mkts Growth Fd #3	29.640	29,731.99	35,058.87	3.48	0	0.0	5,326.88
1,527.006	Oakmark Intl Fd #109	23.340	39,244.05	35,640.32	3.54	0	0.0	-3,603.73
1,059.396	Oppenheimer Intl Growth CII Fd #1961	35.090	39,176.45	37,174.21	3.69	497	1.3	-2,002.24
Total International Funds			108,152.49	107,873.40	10.72	497	0.5	-279.09
Closed End - Equity Funds								
229.000	Vanguard Value Etf	84.490	16,158.63	19,348.21	1.92	428	2.2	3,189.58
Total Closed End - Equity Funds			16,158.63	19,348.21	1.92	428	2.2	3,189.58
Total Equity Mutual Funds			294,693.43	339,937.20	33.79	2,256	0.7	45,243.77
Total Equities			716,698.38	1,006,144.06	100.00	12,305	1.2	289,445.68
Total Assets			1,171,548.71	1,474,292.12		26,314	1.8	302,743.41