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Form **990-PF**

**Return of Private Foundation**

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

OMB No 1545-0052

**2014**

Department of the Treasury  
Internal Revenue Service

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Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

Open to Public Inspection

For calendar year 2014 or tax year beginning

, and ending

Name of foundation <b>TW HAMPTON W COOK</b>			A Employer identification number <b>21-6010687</b>		
Number and street (or P O box number if mail is not delivered to street address)		Room/suite	B Telephone number (see instructions) <b>(888) 730-4933</b>		
<b>Wells Fargo Bank N.A. Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041</b>					
City or town <b>Winston Salem</b>	State <b>NC</b>	ZIP code <b>27101-3818</b>			
Foreign country name	Foreign province/state/county	Foreign postal code	C If exemption application is pending, check here <input type="checkbox"/>		
G Check all that apply: <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"/>		
H Check type of organization: <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input checked="" 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) <b>\$ 1,942,988</b>		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
		(Part I, column (d) must be on cash basis)			

ENVELOPE POSTMARK DATE MAY 08 2015

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" 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	43,394	40,763		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	82,947			
	b Gross sales price for all assets on line 6a <b>868,419</b>				
	7 Capital gain net income (from Part IV, line 2)		82,947		
	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	126,341	123,710	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	27,382	20,536		6,846
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) <b>660</b>				660
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) <b>2,117</b>		561		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses. Add lines 13 through 23	30,159	21,097	0	7,506	
25 Contributions, gifts, grants paid <b>88,000</b>				88,000	
26 Total expenses and disbursements. Add lines 24 and 25	118,159	21,097	0	95,506	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	8,182				
b Net investment income (if negative, enter -0-)		102,613			
c Adjusted net income (if negative, enter -0-)			0		

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For Paperwork Reduction Act Notice, see instructions.

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HTA

*Handwritten initials/signature*

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	28,585	42,861	42,861	
	3	Accounts receivable				
		Less: allowance for doubtful accounts				
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule)				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U.S. and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)				
	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)	1,700,330	1,691,496	1,900,125		
14	Land, buildings, and equipment: basis					
	Less: accumulated depreciation (attach schedule)					
15	Other assets (describe )					
16	<b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,728,915	1,734,357	1,942,986		
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	<b>Total liabilities</b> (add lines 17 through 22)	0	0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	1,728,915	1,734,357		
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	<b>Total net assets or fund balances</b> (see instructions)	1,728,915	1,734,357			
31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	1,728,915	1,734,357			

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)	1,728,915
2	Enter amount from Part I, line 27a	8,182
3	Other increases not included in line 2 (itemize) <u>See Attached Statement</u>	3,418
4	Add lines 1, 2, and 3	1,740,515
5	Decreases not included in line 2 (itemize) <u>See Attached Statement</u>	6,158
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5)—Part II, column (b), line 30	1,734,357

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	See Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a			0	
b			0	
c			0	
d			0	
e			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(l) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a			0	
b			0	
c			0	
d			0	
e			0	
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	82,947
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		3	0

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	95,257	1,928,823	0.049386
2012	99,392	1,870,178	0.053146
2011	87,621	1,905,068	0.045994
2010	83,627	1,810,324	0.046194
2009	65,296	1,560,951	0.041831

2	Total of line 1, column (d)	2	0.236551
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.047310
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	1,982,575
5	Multiply line 4 by line 3	5	93,796
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,026
7	Add lines 5 and 6	7	94,822
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	95,506

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

Table with 11 rows for excise tax calculations. Includes sub-tables for credits/payments (6a-6d) and a total line (11). Values include 1,026 and 1,128.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, expenditures, and reporting. Includes 'Yes' and 'No' columns with 'X' marks.

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) . . . . .	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) . . . . .	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ WELLS FARGO BANK N.A Telephone no. ▶ 888-730-4933 Located at ▶ 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ▶ 27101-3818			
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			X
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . . See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . . <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 ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.) . . . . .	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . <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	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	X

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

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

<b>5b</b>	N/A	
<b>6b</b>		X
<b>7b</b>	N/A	

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

**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	Trustee	4.00	27,382	

**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 ▶

**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	
<b>Total.</b> Add lines 1 through 3 <span style="float: right;">▶</span>	0

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	1,944,277
<b>b</b>	Average of monthly cash balances	<b>1b</b>	68,489
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	Total (add lines 1a, b, and c)	<b>1d</b>	2,012,766
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	2,012,766
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b>	30,191
<b>5</b>	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	1,982,575
<b>6</b>	Minimum investment return. Enter 5% of line 5	<b>6</b>	99,129

**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 )

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	99,129
<b>2a</b>	Tax on investment income for 2014 from Part VI, line 5	<b>2a</b>	1,026
<b>b</b>	Income tax for 2014 (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	1,026
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	98,103
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	98,103
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	98,103

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	95,506
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	95,506
<b>5</b>	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)	<b>5</b>	1,026
<b>6</b>	Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	94,480

**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
<b>1</b> Distributable amount for 2014 from Part XI, line 7				98,103
<b>2</b> Undistributed income, if any, as of the end of 2014				
<b>a</b> Enter amount for 2013 only			23,719	
<b>b</b> Total for prior years: 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2014:				
<b>a</b> From 2009				
<b>b</b> From 2010				
<b>c</b> From 2011				
<b>d</b> From 2012				
<b>e</b> From 2013				
<b>f</b> Total of lines 3a through e	0			
<b>4</b> Qualifying distributions for 2014 from Part XII, line 4: $\$$ 95,506				
<b>a</b> Applied to 2013, but not more than line 2a			23,719	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)				
<b>d</b> Applied to 2014 distributable amount				71,787
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2014. (If an amount appears in column (d), the same amount must be shown in column (a))				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b. Taxable amount—see instructions				
<b>e</b> Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
<b>f</b> Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				26,316
<b>7</b> 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)				
<b>8</b> Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a				
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2010				
<b>b</b> Excess from 2011				
<b>c</b> Excess from 2012				
<b>d</b> Excess from 2013				
<b>e</b> Excess from 2014				

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

**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)

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year				(a) Total
	(a) 2014	(b) 2013	Prior 3 years		
			(c) 2012	(d) 2011	
<b>b</b> 85% of line 2a					0
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed					0
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					0
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					0
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:					
<b>a</b> "Assets" alternative test—enter:					
<b>(1)</b> Value of all assets					0
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					0
<b>b</b> "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
<b>c</b> "Support" alternative test—enter:					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
<b>(3)</b> Largest amount of support from an exempt organization					0
<b>(4)</b> Gross investment income					0

**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).)

NONE

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

NONE

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

Check here  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:

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

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**c** Any submission deadlines:

---

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

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**Part XV Supplementary Information (continued)**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p><b>a</b> <i>Paid during the year</i> See Attached Statement</p>				
<p><b>Total</b> . . . . .</p>			▶ <b>3a</b>	<b>88,000</b>
<p><b>b</b> <i>Approved for future payment</i> NONE</p>				
<p><b>Total</b> . . . . .</p>			▶ <b>3b</b>	<b>0</b>



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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

- (1) Cash
(2) Other assets

b Other transactions:

- (1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

Table with columns Yes and No, and rows 1a(1), 1a(2), 1b(1), 1b(2), 1b(3), 1b(4), 1b(5), 1b(6), 1c.

Table with 4 columns: (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.

Table with 3 columns: (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

Paid Preparer Use Only Ppnt/Type preparer's name JOSEPH J. CASTRIANO Preparer's signature Date 4/30/2015 Check self-employed PTIN P01251603 Firm's name PricewaterhouseCoopers, LLP Firm's EIN 13-4008324 Firm's address 600 GRANT STREET, PITTSBURGH, PA 15219-2777 Phone no 412-355-6000

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

Recipient(s) paid during the year

**Name**

THE CHILDREN'S HOME SOCIETY OF NJ

**Street**

635 S. CLINTON AVENUE

**City**

TRENTON

**State**

NJ

**Zip Code**

08611

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

17,600

**Name**

YMCA/CORPORATE OFFICE

**Street**

431 PENNINGTON AVENUE

**City**

TRENTON

**State**

NJ

**Zip Code**

08618

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

17,600

**Name**

YWCA OF TRENTON

**Street**

140 E HANOVER STREET

**City**

TRENTON

**State**

NJ

**Zip Code**

08608

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

17,600

**Name**

WESTMINSTER PRESBYTERIAN CHURCH

**Street**

P.O. BOX 3719

**City**

TRENTON

**State**

NJ

**Zip Code**

08629

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

17,600

**Name**

CAPITAL HEALTH SYSTEM FDN

**Street**

433 BELLEVUE AVENUE

**City**

TRENTON

**State**

NJ

**Zip Code**

08601

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

17,600

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

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

		Amount			Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss			
		35,813			Capital Gains/Losses		856,418		785,472		82,947			
		Short Term CG Distributions			Other sales		0		0		0			
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	ARTISAN INTERNATIONAL FU	04314H204		8/28/2011		1/21/2014	7,718	5,217				0	2,499
2	X	ARTISAN MID CAP FUND-INS	04314H600		2/11/2013		4/22/2014	11,466	9,588				0	1,877
3	X	CREDIT SUISSE COMM RET S	22544R305		8/26/2011		4/22/2014	7,852	9,155				0	-1,503
4	X	CREDIT SUISSE COMM RET S	22544R305		8/26/2011		6/18/2014	6,128	7,455				0	-1,327
5	X	CREDIT SUISSE COMM RET S	22544R305		10/20/2011		6/18/2014	20,665	22,597				0	-1,732
6	X	DIAMOND HILL LONG-SHORT	252645833		8/10/2012		4/22/2014	2,277	1,734				0	493
7	X	DIAMOND HILL LONG-SHORT	252645833		10/20/2011		10/22/2014	34,060	24,335				0	9,745
8	X	DIAMOND HILL LONG-SHORT	252645833		8/10/2012		10/22/2014	5,784	4,508				0	1,276
9	X	DODGE & COX INTL STOCK F	256208103		8/2/2008		1/21/2014	391	347				0	44
10	X	DODGE & COX INTL STOCK F	256208103		5/10/2012		1/21/2014	5,569	3,859				0	1,610
11	X	DODGE & COX INCOME FD C	256210105		2/11/2013		1/21/2014	7,489	7,601				0	-115
12	X	DODGE & COX INCOME FD C	256210105		2/11/2013		6/18/2014	13,108	13,052				0	56
13	X	DODGE & COX INCOME FD C	256210105		2/11/2013		9/5/2014	6,798	6,789				0	29
14	X	DODGE & COX INCOME FD C	256210105		2/11/2013		10/22/2014	3,411	3,397				0	14
15	X	DODGE & COX INCOME FD C	256210105		4/24/2014		10/22/2014	2,202	2,179				0	23
16	X	DODGE & COX INCOME FD C	256210105		4/24/2014		10/28/2014	7,761	7,694				0	67
17	X	DODGE & COX INCOME FD C	256210105		10/11/2013		10/28/2014	4,457	4,332				0	125
18	X	DREYFUS EMG MKT DEBT LC	261980494		2/4/2011		6/18/2014	227	227				0	0
19	X	DREYFUS EMG MKT DEBT LC	261980494		2/14/2012		6/18/2014	5,639	5,600				0	39
20	X	DREYFUS EMG MKT DEBT LC	261980494		12/28/2010		6/18/2014	13,644	13,662				0	-182
21	X	DRIEHAUS ACTIVE INCOME F	262028855		2/11/2013		1/21/2014	9,253	9,202				0	51
22	X	DRIEHAUS ACTIVE INCOME F	262028855		7/12/2013		1/21/2014	11,429	11,355				0	74
23	X	DRIEHAUS ACTIVE INCOME F	262028855		7/12/2013		6/18/2014	27,038	29,687				0	-151
24	X	DRIEHAUS ACTIVE INCOME F	262028855		10/11/2013		6/18/2014	11,386	11,301				0	85
25	X	EATON VANCE GLOBAL MAG	277923728		7/12/2013		10/22/2014	16,481	18,902				0	-421
26	X	EATON VANCE GLOBAL MAG	277923728		1/23/2014		10/22/2014	10,896	10,959				0	-69
27	X	HARBOR CAPITAL APRCTON	411511504		5/25/2011		1/21/2014	13,112	8,878				0	4,234
28	X	HARBOR CAPITAL APRCTON	411511504		2/11/2013		6/18/2014	1,578	1,200				0	378
29	X	HARBOR CAPITAL APRCTON	411511504		4/24/2014		6/18/2014	5,017	4,821				0	196
30	X	HARBOR CAPITAL APRCTON	411511504		5/25/2011		6/18/2014	10,945	7,290				0	3,655
31	X	ISHARES CORE S & P 500 ETT	464287200		8/9/2012		1/21/2014	3,146	2,391				0	755
32	X	KALMAR GR REVAL SM CAP F	463438305		2/11/2013		1/21/2014	5,862	4,353				0	1,308
33	X	KEELEY SMALL CAP VAL FD C	487308008		5/10/2012		1/21/2014	3,352	2,197				0	1,153
34	X	KEELEY SMALL CAP VAL FD C	487308008		12/28/2010		6/18/2014	27,015	17,267				0	9,748
35	X	KEELEY SMALL CAP VAL FD C	487308008		8/26/2011		6/18/2014	10,362	5,877				0	4,515
36	X	KEELEY SMALL CAP VAL FD C	487308008		5/10/2012		6/18/2014	999	840				0	359
37	X	LAUDUS MONDRIAN INTL FHJ	518550655		10/20/2011		4/22/2014	35,034	39,457				0	-4,423
38	X	LAUDUS MONDRIAN INTL FHJ	518550655		7/12/2013		4/22/2014	4,880	4,764				0	116
39	X	LAUDUS MONDRIAN INTL FHJ	518550655		1/23/2014		4/22/2014	5,884	5,575				0	109
40	X	MFS VALUE FUND-CLASS I #6	533936994		5/25/2011		1/21/2014	149	109				0	40
41	X	MFS VALUE FUND-CLASS I #6	533936994		2/14/2012		1/21/2014	6,019	4,370				0	1,649
42	X	MERGER FD SH BEN INT #260	589509108		10/20/2011		6/18/2014	8,478	6,137				0	339
43	X	MERGER FD SH BEN INT #260	589509108		7/12/2013		8/8/2014	18,836	16,467				0	369
44	X	MERGER FD SH BEN INT #260	589509108		10/20/2011		8/8/2014	1,462	1,417				0	45
45	X	ASG GLOBAL ALTERNATIVES	638727885		10/11/2013		1/21/2014	2,418	2,437				0	-19
46	X	ASG GLOBAL ALTERNATIVES	638727885		7/12/2013		1/21/2014	7,651	7,696				0	-47
47	X	ASG GLOBAL ALTERNATIVES	638727885		7/12/2013		6/18/2014	10,814	11,006				0	-192
48	X	NULVEEN HIGH YIELD MUNI BI	670650772		4/24/2014		10/28/2014	1,544	1,479				0	65
49	X	NULVEEN HIGH YIELD MUNI BI	670650772		4/24/2014		12/18/2014	33,818	32,362				0	1,556
50	X	OPPENHEIMER DEVELOPING	683974505		2/11/2013		6/18/2014	4,907	4,431				0	476
51	X	PIMCO TOTAL RET FD-INST #	693390700		5/10/2012		1/21/2014	5,268	5,512				0	-244
52	X	PIMCO TOTAL RET FD-INST #	693390700		5/10/2012		6/18/2014	637	658				0	-21
53	X	PIMCO TOTAL RET FD-INST #	693390700		4/24/2014		6/18/2014	10,302	10,226				0	76
54	X	PIMCO TOTAL RET FD-INST #	693390700		10/11/2013		6/18/2014	1,485	1,454				0	11
55	X	PIMCO TOTAL RET FD-INST #	693390700		10/11/2013		6/18/2014	7,365	7,271				0	94
56	X	PIMCO TOTAL RET FD-INST #	693390700		12/1/2008		9/30/2014	119,891	110,869				0	8,022
57	X	PIMCO TOTAL RET FD-INST #	693390700		10/11/2013		9/30/2014	7,572	7,537				0	35
58	X	PIMCO FOREGN BD FD USD	693390882		7/12/2013		10/22/2014	2,120	2,023				0	97
59	X	RIDGEWORTH SEIX HY BD-1#	766281945		7/12/2013		1/21/2014	14,789	15,074				0	-285
60	X	RIDGEWORTH SEIX HY BD-1#	766281945		10/11/2013		1/21/2014	2,528	2,573				0	-44
61	X	RIDGEWORTH SEIX HY BD-1#	766281945		8/26/2011		1/21/2014	30,671	29,147				0	1,524
62	X	RIDGEWORTH SEIX HY BD-1#	766281945		8/26/2011		4/22/2014	38,371	36,134				0	2,237
63	X	RIDGEWORTH SEIX HY BD-1#	766281945		10/20/2011		4/22/2014	11,574	10,654				0	721
64	X	T ROWE PRICE SHORT TERM	77957P105		2/14/2012		4/22/2014	14,894	15,055				0	-166
65	X	T ROWE PRICE SHORT TERM	77957P105		2/11/2013		4/22/2014	4,278	4,329				0	-44
66	X	T ROWE PRICE SHORT TERM	77957P105		2/11/2013		6/18/2014	10,351	10,459				0	-108
67	X	T ROWE PRICE SHORT TERM	77957P105		2/11/2013		10/22/2014	4,565	4,913				0	-48
68	X	T ROWE PRICE SHORT TERM	77957P105		2/11/2013		10/28/2014	10,730	10,842				0	-112
69	X	SPDR DJ WILSHIRE INTERNA	78463X863		5/23/2011		6/18/2014	1,227	1,110				0	117

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

		Amount												Totals		
		Long Term CG Distributions	Short Term CG Distributions											Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
			35,813											868,418	785,472	82,947
														0	0	0
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss		
70	X	VANGUARD TOTAL BOND MA	921937835		9/30/2014		10/22/2014	4,221	4,183				0	38		
71	X	VANGUARD TOTAL BOND MA	921937835		9/30/2014		10/28/2014	11,892	11,810				0	82		
72	X	VANGUARD FTSE EMERGING	922042858		2/7/2013		1/21/2014	15,912	17,810				0	-1,898		
73	X	VANGUARD FTSE EMERGING	922042858		12/28/2010		1/21/2014	14,105	16,882				0	-2,777		
74	X	VANGUARD FTSE EMERGING	922042858		12/28/2010		8/18/2014	2,212	2,395				0	-183		
75	X	VANGUARD REIT VIPER	922908553		10/9/2013		4/22/2014	4,177	3,789				0	388		
76	X	VANGUARD REIT VIPER	922908553		12/28/2010		4/22/2014	1,224	890				0	334		
77	X	VANGUARD REIT VIPER	922908553		12/28/2010		10/22/2014	4,978	3,374				0	1,602		

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

		660	0	0	660
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	660			660

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

		2,117	561	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	561	561		
2	PY EXCISE TAX DUE	428			
3	ESTIMATED EXCISE PAYMENTS	1,128			

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

			1,700,330	1,691,496	1,900,125
Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1				0	
2	ARTISAN INTERNATIONAL FUND 661		0	73,756	101,432
3	DODGE & COX INCOME FD COM 147		0	95,008	106,292
4	HARBOR CAPITAL APRCTION-INST 2012		0	104,208	148,504
5	PIMCO FOREIGN BD FD USD H-INST 103		0	40,696	43,241
6	T ROWE PRICE SHORT TERM BD FD 55		0	83,565	82,758
7	PRINCIPAL GL MULT STRAT-INST #4684		0	20,093	20,093
8	MERGER FUND-INST #301		0	29,201	28,820
9	ARTISAN MID CAP FUND-INSTL 1333		0	62,911	73,215
10	FID ADV EMER MKTS INC- CL I 607		0	29,695	28,798
11	ISHARES S & P 500 INDEX FUND		0	39,864	55,027
12	DREYFUS INTERNATL BOND FD CL I 6094		0	44,806	42,964
13	DODGE & COX INT'L STOCK FD 1048		0	57,626	96,309
14	MFS VALUE FUND-CLASS I 893		0	121,884	157,528
15	DREYFUS EMG MKT DEBT LOC C-I 6083		0	49,586	43,449
16	DRIEHAUS ACTIVE INCOME FUND		0	39,496	39,224
17	JP MORGAN MID CAP VALUE-I 758		0	56,139	76,784
18	ASG GLOBAL ALTERNATIVES-Y 1993		0	41,324	40,545
19	VANGUARD REIT VIPER		0	47,577	73,386
20	AQR MANAGED FUTURES STR-I		0	29,430	30,110
21	STRATTON SM-CAP VALUE FD 37		0	40,974	39,004
22	VANGUARD EMERGING MARKETS ETF		0	32,516	30,935
23	JPMORGAN HIGH YIELD FUND SS 3580		0	71,965	69,807
24	T ROWE PRICE INST FLOAT RATE 170		0	29,983	29,208
25	OPPENHEIMER DEVELOPING MKT-I 799		0	89,342	89,284
26	VANGUARD TOTAL BOND MARKET ETF		0	106,450	106,916
27	SPDR DJ WILSHIRE INTERNATIONAL REA		0	60,605	68,009
28	NEUBERGER BERMAN LONG SH-INS #183		0	71,078	71,298
29	KALMAR GR W/ VAL SM CAP-INS #4		0	34,513	38,370
30	CREDIT SUISSE COMM RT ST-CO 2156		0	87,205	68,815
31			0	0	0

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

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

1	COST BASIS ADJUSTMENT	1	665
2	MUTUAL FUND & CTF INCOME ADDITIONS	2	2,753
3	Total	3	3,418

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

1	MUTUAL FUND & CTF INCOME SUBTRACTION	1	5,161
2	PY RETURN OF CAPITAL ADJUSTMENT	2	997
3	Total	3	6,158

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

Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale		Gain or Loss	FMV as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj. Basis	Gain/Loss Excess of FMV Over Adjusted Basis of Losses	
								532,808	0						
Long Term CG Distributions		Amount		0		785,472		47,134		0		0		47,134	
Short Term CG Distributions		35,813		0		0		0		0		0		0	
1 ARTISAN INTERNATIONAL FUND #861	04314H004		8/29/2011	1/21/2014	7,718			5,217		2,499					2,499
2 ARTISAN MID-1000-INTL #133	04314H000		8/29/2011	1/21/2014	11,227			8,488		2,739					2,739
3 CREDIT SUISSE COMM RET BT I #2156	22544R305		8/29/2011	4/22/2014	7,652			9,153		1,501					1,501
4 CREDIT SUISSE COMM RET BT I #2156	22544R305		8/29/2011	6/18/2014	6,124			7,455		1,331					1,331
5 CREDIT SUISSE COMM RET BT I #2156	22544R305		10/20/2011	6/18/2014	20,865			22,597		1,732					1,732
6 DIAMOND HILL LONG-SHORT FD CL I #1	25264S833		8/10/2012	4/22/2014	2,221			1,734		487					487
7 DIAMOND HILL LONG-SHORT FD CL I #1	25264S833		10/20/2011	10/22/2014	34,062			24,335		9,727					9,727
8 DIAMOND HILL LONG-SHORT FD CL I #1	25264S833		8/10/2012	10/22/2014	5,764			4,508		1,256					1,256
9 DODGE & COX INTL STOCK FD #1048	25620I103		9/2/2008	1/21/2014	391			347		44					44
10 DODGE & COX INTL STOCK FD #1048	25620I103		5/19/2012	1/21/2014	5,569			3,959		1,610					1,610
11 DODGE & COX INCOME FD COM #147	256210105		2/11/2013	1/21/2014	7,486			7,601		115					115
12 DODGE & COX INCOME FD COM #147	256210105		2/11/2013	6/18/2014	13,108			13,052		56					56
13 DODGE & COX INCOME FD COM #147	256210105		2/11/2013	9/9/2014	6,798			6,789		9					9
14 DODGE & COX INCOME FD COM #147	256210105		2/11/2013	10/22/2014	3,411			3,397		14					14
15 DODGE & COX INCOME FD COM #147	256210105		4/24/2014	10/22/2014	2,202			2,179		23					23
16 DODGE & COX INCOME FD COM #147	256210105		4/24/2014	10/22/2014	7,761			7,694		67					67
17 DODGE & COX INCOME FD COM #147	256210105		10/11/2013	10/22/2014	4,437			4,332		105					105
18 DREYFUS EMG MKT DEBT LOC C1 #604	26198Q944		2/4/2011	6/18/2014	11,227			227		10,999					10,999
19 DREYFUS EMG MKT DEBT LOC C1 #604	26198Q944		2/14/2012	6/18/2014	5,539			5,029		510					510
20 DREYFUS EMG MKT DEBT LOC C1 #604	26198Q944		12/28/2010	6/18/2014	15,844			13,582		2,262					2,262
21 DRIEHAUS ACTIVE INCOME FUND	262028555		2/11/2013	1/21/2014	9,253			9,202		51					51
22 DRIEHAUS ACTIVE INCOME FUND	262028555		7/12/2013	1/21/2014	11,429			11,355		74					74
23 DRIEHAUS ACTIVE INCOME FUND	262028555		7/12/2013	6/18/2014	27,815			26,815		1,000					1,000
24 DRIEHAUS ACTIVE INCOME FUND	262028555		10/11/2013	6/18/2014	11,300			11,301		1					1
25 EATON VANCE GLOBAL MACRO I #804	277823728		7/12/2013	10/22/2014	18,481			18,902		421					421
26 EATON VANCE GLOBAL MACRO I #804	277823728		1/23/2014	10/22/2014	10,666			10,955		289					289
27 HARBOR CAPITAL APRCTION-INST #20	411511504		5/25/2011	1/21/2014	13,112			12,261		851					851
28 HARBOR CAPITAL APRCTION-INST #20	411511504		2/11/2013	6/18/2014	1,578			1,200		378					378
29 HARBOR CAPITAL APRCTION-INST #20	411511504		4/24/2014	6/18/2014	5,017			4,821		196					196
30 HARBOR CAPITAL APRCTION-INST #20	411511504		5/25/2011	6/18/2014	10,945			7,290		3,655					3,655
31 ISHARES CORE S&P 500 ETF	483438305		8/6/2012	1/21/2014	2,745			1,391		1,354					1,354
32 KALMAR DR W/VAL SM CAP INS #4	483438305		2/11/2013	1/21/2014	5,662			4,353		1,309					1,309
33 KEELEY SMALL CAP VAL FD CL I #2251	487300808		5/10/2012	1/21/2014	3,350			2,197		1,153					1,153
34 KEELEY SMALL CAP VAL FD CL I #2251	487300808		12/28/2010	6/18/2014	27,015			17,297		9,718					9,718
35 KEELEY SMALL CAP VAL FD CL I #2251	487300808		6/28/2011	10/30/2014	10,302			5,877		4,425					4,425
36 KEELEY SMALL CAP VAL FD CL I #2251	487300808		5/10/2012	6/18/2014	969			842		127					127
37 LAUDUS MONDRIAN INTL F.HINST #2944	51855Q655		10/20/2011	4/22/2014	35,034			39,457		-4,423					-4,423
38 LAUDUS MONDRIAN INTL F.HINST #2944	51855Q655		7/12/2013	4/22/2014	4,880			4,794		86					86
39 LAUDUS MONDRIAN INTL F.HINST #2944	51855Q655		1/23/2014	4/22/2014	5,684			5,575		109					109
40 IFS VALUE FUND-CLASS I #893	552983694		5/25/2011	1/21/2014	149			109		40					40
41 IFS VALUE FUND-CLASS I #893	552983694		2/14/2012	1/21/2014	6,010			4,370		1,640					1,640
42 MERGER FD SH BEN INT #280	589509108		10/20/2011	6/18/2014	8,476			5,137		3,339					3,339
43 MERGER FD SH BEN INT #280	589509108		7/12/2013	6/9/2014	18,336			18,497		-161					-161
44 MERGER FD SH BEN INT #280	589509108		10/20/2011	6/9/2014	1,462			1,617		-155					-155
45 ASG GLOBAL ALTERNATIVES-Y #1993	638721885		10/11/2013	1/21/2014	2,418			2,437		-19					-19
46 ASG GLOBAL ALTERNATIVES-Y #1993	638721885		7/12/2013	1/21/2014	7,651			7,698		-47					-47
47 ASG GLOBAL ALTERNATIVES-Y #1993	638721885		7/12/2013	6/18/2014	10,814			11,006		-192					-192
48 NUVEEN HIGH YIELD MUNI BD-R #1668	670650772		4/24/2014	10/28/2014	1,544			1,479		65					65
49 NUVEEN HIGH YIELD MUNI BD-R #1668	670650772		4/24/2014	12/19/2014	33,810			32,362		1,448					1,448
50 OPPENHEIMER DEVELOPING MKT-Y #7	683914505		2/11/2013	6/18/2014	4,907			4,431		476					476
51 PIMCO TOTAL RET FD-INST #35	693390700		5/10/2012	1/21/2014	5,268			5,512		-244					-244
52 PIMCO TOTAL RET FD-INST #35	693390700		5/10/2012	6/18/2014	6,317			6,584		-267					-267
53 PIMCO TOTAL RET FD-INST #35	693390700		4/24/2014	6/18/2014	10,302			10,226		76					76
54 PIMCO TOTAL RET FD-INST #35	693390700		10/11/2013	6/18/2014	1,465			1,454		11					11
55 PIMCO TOTAL RET FD-INST #35	693390700		10/11/2013	9/5/2014	7,365			7,271		94					94
56 PIMCO TOTAL RET FD-INST #35	693390700		12/15/2008	9/30/2014	118,891			110,869		8,022					8,022
57 PIMCO TOTAL RET FD-INST #35	693390700		10/11/2013	9/30/2014	7,572			7,537		35					35
58 PIMCO FOREIGN BD FUSD F-INST #1	693390892		7/12/2013	10/22/2014	2,120			2,023		97					97
59 RIDGEWORTH SEK HY BD-#5855	766281845		7/12/2013	1/21/2014	14,789			15,074		-285					-285
60 RIDGEWORTH SEK HY BD-#5855	766281845		10/11/2013	1/21/2014	3,529			2,373		1,156					1,156
61 RIDGEWORTH SEK HY BD-#5855	766281845		8/28/2011	1/21/2014	30,671			29,147		1,524					1,524
62 RIDGEWORTH SEK HY BD-#5855	766281845		6/26/2011	4/22/2014	38,371			36,134		2,237					2,237
63 RIDGEWORTH SEK HY BD-#5855	766281845		10/20/2011	4/22/2014	11,574			10,853		721					721
64 T ROWE PRICE SHORT TERM BD FD #5	77957P105		2/14/2012	4/23/2014	14,884			15,065		-181					-181
65 T ROWE PRICE SHORT TERM BD FD #5	77957P105		2/11/2013	4/23/2014	4,278			4,320		-42					-42
66 T ROWE PRICE SHORT TERM BD FD #5	77957P105		2/11/2013	6/18/2014	10,351			10,459		-108					-108
67 T ROWE PRICE SHORT TERM BD FD #5	77957P105		2/11/2013	10/22/2014	4,565			4,613		-48					-48
68 T ROWE PRICE SHORT TERM BD FD #5	77957P105		2/11/2013	10/28/2014	10,706			10,842		-136					-136
69 SPDR DOW JONES INTERNATIONAL R	78453X883		5/23/2011	6/18/2014	1,227			1,110		117					117
70 VANGUARD TOTAL BOND MARKET ETR	821837835		9/30/2014	10/22/2014	4,221			4,183		38					38
71 VANGUARD TOTAL BOND MARKET ETR	821837835		8/30/2014	10/28/2014	11,892			11,810		82					82
72 VANGUARD FTSE EMERGING MARKET	822042858		2/7/2013	1/21/2014	15,912			17,510		-1,598					-1,598
73 VANGUARD FTSE EMERGING MARKET	822042858		12/25/2010	1/21/2014	14,105			16,862		-2,757					-2,757
74 VANGUARD FTSE EMERGING MARKET	822042858		12/28/2010	6/18/2014	2,212			2,395		-183					-183
75 VANGUARD REIT VIPER	822085533		10/9/2013	4/22/2014	4,177			3,769		408					408
76 VANGUARD REIT VIPER	822085533		12/28/2010	10/22/2014	2,224			2,224		0					0
77 VANGUARD REIT VIPER	822085533		12/28/2010	10/22/2014	4,978			3,374		1,602					1,602

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

Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	27,382		0	
									Compensation	Benefits	Expense Account	
1 Wells Fargo Bank N.A. Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	27 382			

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

	Date		Amount
1 Credit from prior year return . . . . .		1	0
2 First quarter estimated tax payment . . . . .	5/7/2014	2	282
3 Second quarter estimated tax payment . . . . .	6/11/2014	3	282
4 Third quarter estimated tax payment . . . . .	9/9/2014	4	282
5 Fourth quarter estimated tax payment . . . . .	12/9/2014	5	282
6 Other payments . . . . .		6	
7 Total . . . . .		7	1,128

**Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income**

<b>1</b>	Distributable amounts for 2013 that remained undistributed at the beginning of the 2014 tax year	<b>1</b>	<u>23,719</u>
<b>2</b>		<b>2</b>	
<b>3</b>		<b>3</b>	
<b>4</b>		<b>4</b>	
<b>5</b>		<b>5</b>	
<b>6</b>		<b>6</b>	
<b>7</b>		<b>7</b>	
<b>8</b>		<b>8</b>	
<b>9</b>		<b>9</b>	
<b>10</b>	Total	<b>10</b>	<u>23,719</u>