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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

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

Open to Public Inspection

For calendar year 2014 or tax year beginning , and ending

Name of foundation
JOHN E LENTZ T W

Number and street (or P O box number if mail is not delivered to street address) Room/suite
Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041

City or town State ZIP code
Winston Salem NC 27101-3818

Foreign country name Foreign province/state/county Foreign postal code

A Employer identification number
23-6207832

B Telephone number (see instructions)
(888) 730-4933

C If exemption application is pending, check here

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

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

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

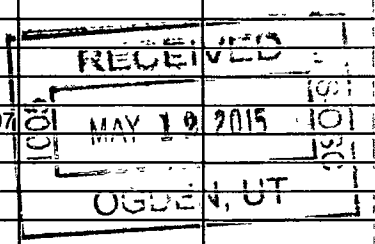
G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 217,960**

J Accounting method: Cash Accrual
 Other (specify) _____
(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <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	4,840	4,547		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	7,397			
	b Gross sales price for all assets on line 6a	97,570			
	7 Capital gain net income (from Part IV, line 2)		7,397		
	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	12,237	11,944	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	3,746	2,809		937
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,139			1,139
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	149	63		
	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	5,034	2,872	0	2,076
25 Contributions, gifts, grants paid	8,530			8,530	
26 Total expenses and disbursements. Add lines 24 and 25	13,564	2,872	0	10,606	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-1,327				
b Net investment income (if negative, enter -0-)		9,072			
c Adjusted net income (if negative, enter -0-)			0		



For Paperwork Reduction Act Notice, see instructions.

HTA

Form **990-PF** (2014)

POSTAGE WILL BE PAID BY ADDRESSEE
MAY 18 2015

SCANNED MAY 18 2015

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	8,492	9,764	9,764
		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)	194,376	191,460	208,199	
	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)	202,868	201,224	217,963	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)	0	0		
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, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	202,868	201,224		
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)	202,868	201,224			
31	Total liabilities and net assets/fund balances (see instructions)	202,868	201,224			

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	202,868
2	Enter amount from Part I, line 27a	2	-1,327
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	323
4	Add lines 1, 2, and 3	4	201,864
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	640
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	201,224

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				
1b See Attached Statement				
1c See Attached Statement				
1d See Attached Statement				
1e See Attached Statement				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a			0	
b			0	
c			0	
d			0	
e			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				0
b				0
c				0
d				0
e				0
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	7,397	
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	10,997	218,571	0.050313
2012	8,421	208,866	0.040318
2011	8,486	212,198	0.039991
2010	7,945	198,911	0.039942
2009	5,816	172,209	0.033773
2 Total of line 1, column (d)		2	0.204337
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	0.040867
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5		4	223,426
5 Multiply line 4 by line 3		5	9,131
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	91
7 Add lines 5 and 6		7	9,222
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	10,606

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)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	91
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	91
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	91
6	Credits/Payments:		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	64
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	64
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	27
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0
11	Enter the amount of line 10 to be. Credited to 2015 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
b		X
c		X
d		
e		
2		X
3		X
4a		X
4b	N/A	
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
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 ▶ <input checked="" type="checkbox"/>			
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A				
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
				X
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 ▶				

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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.</i>)	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)? **5b** N/A

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? N/A Yes No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** 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	3,746		

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	
Total. Add lines 1 through 3	0

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	218,349
b	Average of monthly cash balances	1b	8,479
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	226,828
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	226,828
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	3,402
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	223,426
6	Minimum investment return. Enter 5% of line 5	6	11,171

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	11,171
2a	Tax on investment income for 2014 from Part VI, line 5	2a	91
b	Income tax for 2014. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	91
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	11,080
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	11,080
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	11,080

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	10,606
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	10,606
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	91
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	10,515

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				11,080
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			8,948	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ <u>10,606</u>				
a Applied to 2013, but not more than line 2a			8,948	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2014 distributable amount				1,658
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				9,422
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e 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)

	Tax year				(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					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter:					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) 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:

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

- c** Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient	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>a <i>Paid during the year</i> See Attached Statement</p>				
<p>Total</p>			▶ 3a	8,530
<p>b <i>Approved for future payment</i> NONE</p>				
<p>Total</p>			▶ 3b	0

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

Recipient(s) paid during the year

Name

THE SALVATION ARMY

Street

701 NORTH BROAD STREET

City

PHILADELPHIA

State

PA

Zip Code

19123

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

50

Name

FRANKLIN AND MARSHALL COLLEGE

Street

PO BOX 3003

City

LANCASTER

State

PA

Zip Code

17604-3003

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

699

Name

MUHLENBERG COLLEGE

Street

24TH & CHEW STREETS

City

ALLENTOWN

State

PA

Zip Code

18104

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

699

Name

BETHANY CHILDREN'S HOME

Street

1863 BETHANY ROAD

City

WOMELSDORF

State

PA

Zip Code

19567-9214

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,797

Name

CEDAR CREST COLLEGE

Street

100 COLLEGE DRIVE

City

ALLENTOWN

State

PA

Zip Code

18104

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

699

Name

YMCA

Street

425 SOUTH 15TH STREET

City

ALLENTOWN

State

PA

Zip Code

18102

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

699

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

Recipient(s) paid during the year

Name

LEHIGH VALLEY HOSPITAL, INC.

Street

2100 MACK BLVD

City

ALLENTOWN

State

PA

Zip Code

18103

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,797

Name

LENTZ CEMETERY FUND

Street

101N INDEPNENCE MALL E MACY1372-062

City

PHILADELPHIA

State

PA

Zip Code

19106-2112

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

90

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

Part 1, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

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	Totals	
															Gross Sales	Net Gain or Loss
	Long Term CG Distributions	Amount	3,947												97,570	7,397
	Short Term CG Distributions														0	0
1	X AQR MANAGED FUTURES ST	00203H859			10/24/2014		12/16/2014	397	364					33		
2	X ARTISAN INTERNATIONAL FU	04314H204			6/20/2014		12/16/2014	582	596					-34		
3	X ARTISAN MID CAP FUND-INS	04314H600			2/17/2013		4/22/2014	1,296	1,084					212		
4	X CREDIT SUISSE COMM RET S	22544R305			7/18/2011		4/22/2014	847	1,030					-183		
5	X CREDIT SUISSE COMM RET S	22544R305			7/18/2011		6/18/2014	3,030	3,749					-719		
6	X DIAMOND HILL LONG-SHORT	25264S833			8/10/2012		10/22/2014	227	179					48		
7	X DIAMOND HILL LONG-SHORT	25264S833			7/18/2011		10/22/2014	3,349	2,456					893		
8	X DIAMOND HILL LONG-SHORT	25264S833			8/10/2012		10/22/2014	1,155	900					255		
9	X DODGE & COX INTL STOCK F	256206103			7/18/2011		12/12/2014	259	211					48		
10	X DODGE & COX INCOME FD CC	256210105			2/17/2013		12/12/2014	410	416					-6		
11	X DODGE & COX INCOME FD CC	256210105			2/17/2013		6/18/2014	1,449	1,442					7		
12	X DODGE & COX INCOME FD CC	256210105			2/17/2013		9/5/2014	808	804					4		
13	X DODGE & COX INCOME FD CC	256210105			2/17/2013		10/22/2014	520	517					3		
14	X DODGE & COX INCOME FD CC	256210105			4/24/2014		10/22/2014	93	92					1		
15	X DODGE & COX INCOME FD CC	256210105			7/12/2013		4/22/2014	558	544					14		
16	X LAUDUS MONDRIAN INTL FHM	51855Q655			12/3/2014		4/22/2014	620	608					12		
17	X LAUDUS MONDRIAN INTL FHM	51855Q655			2/14/2012		12/12/2014	285	193					72		
18	X MFS VALUE FUND-CLASS I #8	552983694			6/20/2014		12/12/2014	642	665					-23		
19	X MFS VALUE FUND-CLASS I #8	552983694			7/18/2011		6/18/2014	956	934					22		
20	X MERGER FD SH BEN INT #26C	589509108			7/18/2011		10/22/2014	2,286	2,255					-4		
21	X ASG GLOBAL ALTERNATIVES	63872T885			7/12/2013		8/21/2014	812	816					31		
22	X ASG GLOBAL ALTERNATIVES	63872T885			7/12/2013		6/18/2014	1,209	1,230					-21		
23	X NEUBERGER BERMAN LONG	64128R608			6/20/2014		12/16/2014	512	517					-5		
24	X NUVEEN HIGH YIELD MUNI BI	67065Q772			4/24/2014		10/28/2014	189	181					8		
25	X NUVEEN HIGH YIELD MUNI BI	67065Q772			4/24/2014		12/19/2014	3,811	3,636					175		
26	X OPPENHEIMER DEVELOPING	683974505			2/11/2013		6/18/2014	514	464					50		
27	X PIMCO TOTAL RET FD-INST #	693390700			5/10/2012		12/12/2014	398	416					-18		
28	X PIMCO TOTAL RET FD-INST #	693390700			10/11/2013		6/18/2014	259	268					-9		
29	X PIMCO TOTAL RET FD-INST #	693390700			10/11/2013		6/18/2014	1,125	1,117					8		
30	X PIMCO TOTAL RET FD-INST #	693390700			4/24/2014		9/30/2014	866	855					11		
31	X PIMCO TOTAL RET FD-INST #	693390700			12/16/2008		9/30/2014	12,868	11,895					1,073		
32	X PIMCO TOTAL RET FD-INST #	693390700			10/11/2013		9/30/2014	693	690					3		
33	X PIMCO TOTAL RET FD-INST #	693390700			4/24/2014		10/22/2014	325	324					1		
34	X PIMCO FOREIGN BD FD USD	683390882			10/11/2013		10/22/2014	278	264					14		
35	X RIDGEWORTH SEIX HY BD-#	76628T645			7/12/2013		12/12/2014	1,685	1,718					-33		
36	X RIDGEWORTH SEIX HY BD-#	76628T645			10/11/2013		12/12/2014	275	280					-5		
37	X RIDGEWORTH SEIX HY BD-#	76628T645			7/18/2011		12/12/2014	3,147	3,191					-44		
38	X RIDGEWORTH SEIX HY BD-#	76628T645			7/18/2011		4/22/2014	4,228	4,290					-22		
39	X RIDGEWORTH SEIX HY BD-#	76628T645			10/24/2011		4/22/2014	1,387	1,315					72		
40	X T ROWE PRICE SHORT TERM	77957P105			2/14/2012		4/22/2014	1,651	1,668					-17		
41	X T ROWE PRICE SHORT TERM	77957P105			2/11/2013		4/22/2014	490	485					-5		
42	X T ROWE PRICE SHORT TERM	77957P105			2/11/2013		6/18/2014	1,159	1,171					-12		
43	X VANGUARD FTSE EMERGING	922042858			2/12/2013		12/12/2014	1,650	1,647					-197		
44	X VANGUARD FTSE EMERGING	922042858			2/11/2013		10/22/2014	503	508					-5		
45	X T ROWE PRICE SHORT TERM	77957P105			2/11/2013		10/28/2014	1,207	1,220					-13		
46	X T ROWE PRICE SHORT TERM	77957P105			2/11/2013		12/16/2014	352	358					-6		
47	X SPDR DJ WILLIAMS INTERNA	78463X863			7/14/2011		6/18/2014	263	236					27		
48	X VANGUARD FTSE EMERGING	922042858			7/14/2011		10/22/2014	1,729	2,095					-366		
49	X VANGUARD TOTAL BOND MA	921937835			9/30/2014		10/22/2014	497	492					5		
50	X VANGUARD FTSE EMERGING	922042858			11/19/2012		6/18/2014	217	238					-21		
51	X VANGUARD REIT VIPER	922908553			7/14/2011		4/22/2014	576	492					84		
52	X VANGUARD REIT VIPER	922908553			10/9/2013		10/22/2014	72	59					13		
53	X VANGUARD REIT VIPER	922908553			9/30/2014		10/28/2014	1,321	454					82		
54	X VANGUARD REIT VIPER	922908553			7/14/2011		12/16/2014	641	467					174		
55	X VANGUARD REIT VIPER	922908553			9/30/2014		10/28/2014	497	482					15		
56	X VANGUARD TOTAL BOND MA	921937835			4/24/2014		10/28/2014	1,044	1,035					9		
57	X DODGE & COX INCOME FD CC	256210105			10/11/2013		10/28/2014	332	323					9		
58	X DODGE & COX INCOME FD CC	256210105			10/11/2013		12/16/2014	528	513					15		
59	X DODGE & COX INCOME FD CC	256210105			8/12/2011		6/18/2014	1,189	1,226					-37		
60	X DREYFUS EMG MKT DEBT LC	261880494			8/10/2012		6/18/2014	1,007	1,023					-16		
61	X DREYFUS EMG MKT DEBT LC	261880494			2/17/2013		12/12/2014	789	785					4		
62	X DRIEHAUS ACTIVE INCOME F	262028655			7/12/2013		12/12/2014	1,252	1,244					8		
63	X DRIEHAUS ACTIVE INCOME F	262028655			7/12/2013		6/18/2014	3,096	3,079					17		
64	X DRIEHAUS ACTIVE INCOME F	262028655			10/11/2013		6/18/2014	1,220	1,211					9		
65	X DRIEHAUS ACTIVE INCOME F	262028655			7/12/2013		10/22/2014	2,060	2,128					-48		
66	X EATON VANCE GLOBAL MACH	277923728			12/3/2014		10/22/2014	1,221	1,229					-8		
67	X EATON VANCE GLOBAL MACH	277923728			6/20/2014		10/22/2014	121	121					0		
68	X HARBOR CAPITAL APRCTON	411511504			7/18/2011		1/21/2014	460	319					141		

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

		1,139	0	0	1,139
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,139			1,139

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

		149	63	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Foreign Tax Withheld	63	63		
2	PY Excise Tax Due	22			
3	Estimated Excise Payments	64			

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

	Asset Description	Basis of Valuation	Book Value Beg. of Year	194,376	191,460	208,199
			Book Value End of Year	FMV End of Year		
1			0			
2	ARTISAN INTERNATIONAL FUND 661		8,258		10,850	
3	DODGE & COX INCOME FD COM 147		10,602		11,435	
4	HARBOR CAPITAL APRCTION-INST 2012		11,573		15,914	
5	PIMCO FOREIGN BD FD USD H-INST 103		4,700		4,827	
6	T ROWE PRICE SHORT TERM BD FD 55		9,042		8,960	
7	PRINCIPAL GL MULT STRAT-INST #4684		2,262		2,262	
8	MERGER FUND-INST #301		3,315		3,249	
9	ARTISAN MID CAP FUND-INSTL 1333		7,092		8,260	
10	FID ADV EMER MKTS INC- CL I 607		3,350		3,249	
11	ISHARES S & P 500 INDEX FUND		4,200		5,792	
12	DREYFUS INTERNATL BOND FD CL I 6094		5,041		4,834	
13	DODGE & COX INT'L STOCK FD 1048		9,238		10,845	
14	MFS VALUE FUND-CLASS I 893		13,466		17,044	
15	DREYFUS EMG MKT DEBT LOC C-I 6083		5,674		4,901	
16	DRIEHAUS ACTIVE INCOME FUND		4,448		4,416	
17	JP MORGAN MID CAP VALUE-I 758		6,403		8,637	
18	ASG GLOBAL ALTERNATIVES-Y 1993		4,656		4,569	
19	VANGUARD REIT VIPER		5,539		7,614	
20	AQR MANAGED FUTURES STR-I		2,946		3,014	
21	STRATTON SM-CAP VALUE FD 37		4,603		4,382	
22	VANGUARD EMERGING MARKETS ETF		3,618		3,522	
23	JPMORGAN HIGH YIELD FUND SS 3580		7,860		7,617	
24	T ROWE PRICE INST FLOAT RATE 170		3,376		3,289	
25	OPPENHEIMER DEVELOPING MKT-I 799		9,975		10,050	
26	VANGUARD TOTAL BOND MARKET ETF		11,482		11,532	
27	SPDR DJ WILSHIRE INTERNATIONAL REA		7,208		7,607	
28	NEUBERGER BERMAN LONG SH-INS #183		7,489		7,512	
29	KALMAR GR W/ VAL SM CAP-INS #4		3,850		4,282	
30	CREDIT SUISSE COMM RT ST-CO 2156		10,194		7,734	
31			0		0	

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

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

1	Cost Basis Adjustment	1	14
2	Mutual Fund & CTF Income Additions	2	309
3	Total	3	323

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

1	Mutual Fund & CTF Income Subtraction	1	532
2	PY Return of Capital Adjustment	2	108
3	Total	3	640

Part IV (950-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		Short Term CG Distributions		Amount		Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses		
3,947	0	3,947	0																
1	AOR MANAGED FUTURE STR-#15213	02/20/1959	12/16/2014	397	364													3,450	
2	ARTISAN INTERNATIONAL FUND #651	04/31/4620	4/22/2014	1,296	566														0
3	CREDIT SUISSE COMM RET ST-#2156	7/18/2011	4/22/2014	847	1,094														0
4	DIAMOND HILL LONG SHORT FD CL #1	8/10/2012	12/12/2014	3,030	3,749														0
5	DIAMOND HILL LONG SHORT FD CL #1	8/10/2012	12/12/2014	227	179														0
6	DIAMOND HILL LONG SHORT FD CL #1	8/10/2012	12/12/2014	3,349	2,456														0
7	DODGE & COX INTL STOCK FD CL #1	8/10/2012	12/12/2014	1,559	900														0
8	DODGE & COX INTL STOCK FD CL #1	8/10/2012	12/12/2014	259	211														0
9	DODGE & COX INTL STOCK FD CL #1	8/10/2012	12/12/2014	410	416														0
10	DODGE & COX INTL STOCK FD CL #1	8/10/2012	12/12/2014	1,449	1,442														0
11	DODGE & COX INTL STOCK FD CL #1	8/10/2012	12/12/2014	808	804														0
12	DODGE & COX INTL STOCK FD CL #1	8/10/2012	12/12/2014	520	517														0
13	DODGE & COX INTL STOCK FD CL #1	8/10/2012	12/12/2014	92	92														0
14	DODGE & COX INTL STOCK FD CL #1	8/10/2012	12/12/2014	544	544														0
15	LAUDUS MONDRIAN INTL F-INST #2940	7/12/2013	4/22/2014	558	608														0
16	LAUDUS MONDRIAN INTL F-INST #2940	7/12/2013	4/22/2014	620	608														0
17	LAUDUS MONDRIAN INTL F-INST #2940	7/12/2013	4/22/2014	265	153														0
18	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	189	161														0
19	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	3,811	3,636														0
20	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	514	464														0
21	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	398	416														0
22	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	259	268														0
23	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	812	816														0
24	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	1,209	1,230														0
25	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	1,091	1,230														0
26	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	189	161														0
27	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	3,811	3,636														0
28	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	514	464														0
29	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	398	416														0
30	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	259	268														0
31	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	812	816														0
32	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	1,209	1,230														0
33	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	1,091	1,230														0
34	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	189	161														0
35	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	3,811	3,636														0
36	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	514	464														0
37	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	398	416														0
38	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	259	268														0
39	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	812	816														0
40	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	1,209	1,230														0
41	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	1,091	1,230														0
42	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	189	161														0
43	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	3,811	3,636														0
44	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	514	464														0
45	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	398	416														0
46	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	259	268														0
47	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	812	816														0
48	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	1,209	1,230														0
49	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	1,091	1,230														0
50	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	189	161														0
51	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	3,811	3,636														0
52	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	514	464														0
53	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	398	416														0
54	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	259	268														0
55	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	812	816														0
56	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	1,209	1,230														0
57	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	1,091	1,230														0
58	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	189	161														0
59	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	3,811	3,636														0
60	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	514	464														0
61	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	398	416														0
62	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	259	268														0
63	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	812	816														0
64	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	1,209	1,230														0
65	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	1,091	1,230														0
66	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	189	161														0
67	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	3,811	3,636														0
68	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	514	464														0
69	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	398	416														0
70	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	259	268														0
71	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	812	816														0
72	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	1,209	1,230														0
73	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	1,091	1,230														0
74	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	189	161														0
75	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	3,811	3,636														0
76	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	514	464														0
77	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	398	416														0
78	MFS VALUE FUND-CLASS #893	5/29/83694	12/12/2014	259	268														

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	64
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	
7 Total		7	64

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

1	Distributable amounts for 2013 that remained undistributed at the beginning of the 2014 tax year	1	<u>8,948</u>
2	_____	2	_____
3	_____	3	_____
4	_____	4	_____
5	_____	5	_____
6	_____	6	_____
7	_____	7	_____
8	_____	8	_____
9	_____	9	_____
10	Total	10	<u>8,948</u>