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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

Open to Public Inspection

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.

For calendar year 2014 or tax year beginning , and ending

Name of foundation WILLIAMSON I FBO CHARITIES 4947 TUW			A Employer identification number 23-6215020	
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N.A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041			B Telephone number (see instructions) (888) 730-4933	
City or town Winston Salem	State NC	ZIP code 27101-3818		
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) ▶ \$ 1,838,312		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 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	37,660	35,094		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	159,432			
	b Gross sales price for all assets on line 6a 1,262,220				
	7 Capital gain net income (from Part IV, line 2)		159,432		
	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	197,092	194,526	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	26,070	19,552		6,518
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,312			1,312
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,182	735		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	3	3		
	24 Total operating and administrative expenses. Add lines 13 through 23	29,567	20,290	0	7,830
	25 Contributions, gifts, grants paid	67,831			67,831
26 Total expenses and disbursements. Add lines 24 and 25	97,398	20,290	0	75,661	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	99,694				
b Net investment income (if negative, enter -0-)		174,236			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2014)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	94,979	26,383	26,383
	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)	1,524,922	1,693,948	1,811,929	
14	Land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)				
15	Other assets (describe)				
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,619,901	1,720,331	1,838,312	
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	1,619,901	1,720,331	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	1,619,901	1,720,331	
31	Total liabilities and net assets/fund balances (see instructions)	1,619,901	1,720,331		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,619,901
2	Enter amount from Part I, line 27a	2	99,694
3	Other increases not included in line 2 (itemize) <u>See Attached Statement</u>	3	4,424
4	Add lines 1, 2, and 3	4	1,724,019
5	Decreases not included in line 2 (itemize) <u>See Attached Statement</u>	5	3,688
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,720,331

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
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	159,432
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.

(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	44,774	1,782,767	0.025115
2012	44,632	1,681,823	0.026538
2011	74,770	1,707,317	0.043794
2010	53,035	1,562,355	0.033946
2009	140,320	1,388,698	0.101044

2	Total of line 1, column (d)	2	0.230437
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	0.046087
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	1,872,283
5	Multiply line 4 by line 3	5	86,288
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,742
7	Add lines 5 and 6	7	88,030
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	75,661

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 type="checkbox"/> and enter 1% of Part I, line 27b	1	3,485	
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	3,485	
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	3,485	
6	Credits/Payments.			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	1,338	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c	4,240	
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	5,578	
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	0	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,093	
11	Enter the amount of line 10 to be: Credited to 2015 estimated tax <input type="checkbox"/> 2,093 Refunded <input type="checkbox"/>	11	0	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► 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		1,221
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)
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
- If "Yes" to 6b, file Form 8870.
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b		X
6b		X
7b	N/A	

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	Trustee 4.00	26,070		

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	1,836,364
b	Average of monthly cash balances	1b	64,431
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,900,795
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	1,900,795
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	28,512
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,872,283
6	Minimum investment return. Enter 5% of line 5	6	93,614

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	93,614
2a	Tax on investment income for 2014 from Part VI, line 5	2a	3,485
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,485
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	90,129
4	Recoveries of amounts treated as qualifying distributions	4	1,848
5	Add lines 3 and 4	5	91,977
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	91,977

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	75,661
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	75,661
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	75,661

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				91,977
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			66,774	
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: ► \$ 75,661				
a Applied to 2013, but not more than line 2a			66,774	
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				8,887
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				83,090
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)**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	Prior 3 years			(e) Total
(a) 2014	(b) 2013	(c) 2012	(d) 2011	
				0
				0
				0
				0
				0

b 85% of line 2a**c** Qualifying distributions from Part XII, line 4 for each year listed**d** Amounts included in line 2c not used directly for active conduct of exempt activities**e** Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c**3** Complete 3a, b, or c for the alternative test relied upon**a** "Assets" alternative test—enter:**(1)** Value of all assets**(2)** Value of assets qualifying under section 4942(j)(3)(B)(i)**b** "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed**c** "Support" alternative test—enter:**(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)**(2)** Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)**(3)** Largest amount of support from an exempt organization**(4)** Gross investment income**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:****a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2))

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Attached Statement				
Total			3a	67,831
b <i>Approved for future payment</i> NONE				
Total			3b	0

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

Recipient(s) paid during the year

Name

TEMPLE UNIVERSITY

Street

2450 W HUNTING PARK AVENUE

City

PHILADELPHIA

State

PA

Zip Code

19129

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,062

Name

MERCANTILE BENEFICIAL ASSOCIATION

Street

1500 JOHN F KENNEDY BLVD, #1400

City

PHILADELPHIA

State

PA

Zip Code

19102

Foreign Country**Relationship**

NONE

Foundation Status

NC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,078

Name

THOMAS SCATTERGOOD BEHAVIORAL HEALTH FDN

Street

4641 ROOSEVELT BLVD

City

PHILADELPHIA

State

PA

Zip Code

19124

Foreign Country**Relationship**

NONE

Foundation Status

NC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,121

Name

MOORE COLLEGE OF ART

Street

C/O BUS OFF, 20TH ST & THE PKWY

City

PHILADELPHIA

State

PA

Zip Code

19103

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,078

Name

PENNSYLVANIA PRISON SOCIETY

Street

245 N. BROAD STREET, STE 300

City

PHILADELPHIA

State

PA

Zip Code

19107-1518

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,078

Name

TURNING POINTS FOR CHILDREN

Street

415 SOUTH 15TH STREET

City

PHILADELPHIA

State

PA

Zip Code

19146

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,062

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

Recipient(s) paid during the year

Name

EPISCOPAL COMMUNITY SERVICES

Street

225 SOUTH THIRD STREET

City

PHILADELPHIA

State

PA

Zip Code

19106-3910

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,062

Name

THE HISTORICAL SOCIETY OF PA

Street

1300 LOCUST ST

City

PHILADELPHIA

State

PA

Zip Code

19107

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,062

Name

SEAMENS CHURCH INSTITUTE

Street

475 NORTH 5TH STREET

City

PHILADELPHIA

State

PA

Zip Code

19123-4005

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,062

Name

TABOR SERVICES

Street

601 NEW BRITAIN ROAD

City

DOYLESTOWN

State

PA

Zip Code

18901

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,121

Name

UNIVERSITY OF PA

Street

3451 WALNUT ST

City

PHILADELPHIA

State

PA

Zip Code

19104

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,062

Name

FUEL SVGS SOC OF CITY & C/O FRIENDS FIDUCIARY CORP

Street

1650 ARCH STREET - SUITE 1904

City

PHILADELPHIA

State

PA

Zip Code

19103

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,062

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

Recipient(s) paid during the year

Name

UNION BENEVOLENT ASSOCIATION

Street

2024 BAINBRIDGE STREET

City PHILADELPHIA	State PA	Zip Code 19146	Foreign Country
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Relationship NONE	Foundation Status NC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 3,749
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Name

YOUTH SERVICE INC

Street

410 N 34TH ST

City PHILADELPHIA	State PA	Zip Code 19104	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 2,062
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Name

PA ASYLUM FOR INDIGENT WIDOWS

Street

1401 EAST SUSQUEHANNA AVE

City PHILADELPHIA	State PA	Zip Code 19125	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 5,099
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Name

UNITED COMMUNITIED SE, PA

Street

2028 SOUTH EIGHT ST

City PHILADELPHIA	State PA	Zip Code 19148	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 5,099
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Name

EDITH RUDOLPHY RES FOR THE BLIND

Street

PO BOX 54625

City PHILADELPHIA	State PA	Zip Code 19148	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 5,099
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Name

CHILDREN'S HOSP FDN (PHILA CHILD GUIDANCE CL)

Street

34TH ST & CIVIC CTR BLVD

City PHILADELPHIA	State PA	Zip Code 19104	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 5,099
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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

SPRING GARDEN SOUP SOCIETY

Street

51 ANNWOOD LANE

City

WAYNE

State

PA

Zip Code

19087

Foreign Country

Relationship

NONE

Foundation Status

NC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,712

Name

RICHMOND SOUP SOCIETY

Street

3068 FRANKFORD AVE

City

PHILADELPHIA

State

PA

Zip Code

19134

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

924

Name

FEMALE FIDUCIARY SOCIETY

Street

1650 ARCH ST

City

PHILADELPHIA

State

PA

Zip Code

19103

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,078

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

Long Term CG Distributions										Amount		Short Term CG Distributions									
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Cost, Other Basis and Expenses			Net Gain or Loss							
											Expense of Sale and Cost of Improvements	Depreciation	Adjustments								
1	X	PIMCO TOTAL RET FD-INST # 693390700			9/18/2008		8/5/2014	44,578	42,538					2,040							
2	X	PIMCO TOTAL RET FD-INST # 693390700			9/18/2008		9/11/2014	2,780	2,660					120							
3	X	PIMCO TOTAL RET FD-INST # 693390700			9/18/2008		10/1/2014	58,284	55,719					2,565							
4	X	PIMCO FOREIGN BD FD USD 693390882			7/12/2013		8/5/2014	3,637	3,517					120							
5	X	PIMCO FOREIGN BD FD USD 693390882			1/23/2014		8/5/2014	6,438	6,221					218							
6	X	PIMCO FOREIGN BD FD USD 693390882			7/17/2008		8/5/2014	18,909	17,390					1,519							
7	X	PIMCO FOREIGN BD FD USD 693390882			7/17/2008		10/16/2014	538	488					50							
8	X	PIMCO FOREIGN BD FD USD 693390882			8/4/2009		10/16/2014	239	211					28							
9	X	PRINCIPAL GL MULT STRAT-I 742551696			8/7/2014		10/16/2014	509	515					-6							
10	X	ROBECO BP LNG/SHRT RES-I 74925K581			8/7/2014		10/16/2014	200	207					-7							
11	X	RIDGEMOUNT SEIX HY BD-I # 76628T645			10/17/2011		12/1/2014	11,423	10,716					707							
12	X	RIDGEMOUNT SEIX HY BD-I # 76628T645			7/12/2013		12/1/2014	11,569	11,792					-223							
13	X	RIDGEMOUNT SEIX HY BD-I # 76628T645			10/17/2013		12/1/2014	2,706	2,753					-47							
14	X	RIDGEMOUNT SEIX HY BD-I # 76628T645			11/22/2011		12/1/2014	15,565	14,555					1,010							
15	X	RIDGEMOUNT SEIX HY BD-I # 76628T645			9/29/2011		4/22/2014	23,577	21,800					1,777							
16	X	RIDGEMOUNT SEIX HY BD-I # 76628T645			11/22/2011		4/22/2014	23,400	21,683					1,717							
17	X	T ROWE PRICE SHORT TERM 77957P105			2/11/2013		4/22/2014	17,658	17,840					0							
18	X	T ROWE PRICE SHORT TERM 77957P105			2/11/2013		6/18/2014	9,700	9,801					-101							
19	X	T ROWE PRICE SHORT TERM 77957P105			2/14/2012		8/5/2014	13,508	13,647					-141							
20	X	T ROWE PRICE SHORT TERM 77957P105			2/11/2013		8/5/2014	8,018	8,102					-84							
21	X	T ROWE PRICE SHORT TERM 77957P105			7/12/2013		8/5/2014	24,685	24,685					0							
22	X	T ROWE PRICE SHORT TERM 77957P105			7/12/2013		10/16/2014	1,997	1,997					0							
23	X	T ROWE PRICE SHORT TERM 77957P105			7/12/2013		10/29/2014	724	726					-2							
24	X	T ROWE PRICE SHORT TERM 77957P105			10/11/2013		10/29/2014	9,815	9,836					0							
25	X	T ROWE PRICE INST FLOAT F 77958B402			1/23/2014		10/16/2014	703	722					-19							
26	X	SPDR DJ WILSHIRE INTL 76463X863			12/1/2014		4/22/2014	2,038	1,960					78							
27	X	TARGET CORP 87612E108			8/6/2014		10/15/2014	1,200	1,160					40							
28	X	TARGET CORP 87612E108			8/6/2014		12/22/2014	1,860	1,450					410							
29	X	VANGUARD TOTAL BOND MA 921937835			10/1/2014		10/16/2014	2,163	2,135					28							
30	X	VANGUARD FTSE EMERGING 922042858			10/1/2014		10/29/2014	11,869	11,825					44							
31	X	VANGUARD FTSE EMERGING 922042858			11/18/2011		12/1/2014	13,358	13,478					-120							
32	X	VANGUARD FTSE EMERGING 922042858			5/8/2012		12/1/2014	4,086	4,276					-180							
33	X	VANGUARD FTSE EMERGING 922042858			8/6/2012		12/1/2014	3,300	3,464					-164							
34	X	VANGUARD FTSE EMERGING 922042858			2/7/2013		12/1/2014	1,811	1,803					-182							
35	X	VANGUARD FTSE EMERGING 922042858			10/13/2011		12/1/2014	5,186	5,223					-37							
36	X	VANGUARD FTSE EMERGING 922042858			10/13/2011		6/18/2014	1,852	1,781					171							
37	X	VANGUARD FTSE EMERGING 922042858			9/27/2011		8/5/2014	13,550	12,074					1,476							
38	X	VANGUARD FTSE EMERGING 922042858			10/13/2011		8/5/2014	10,359	9,378					981							
39	X	VANGUARD FTSE EMERGING 922042858			7/10/2013		8/5/2014	8,043	7,032					1,011							
40	X	VANGUARD REIT VIPER 922908553			11/19/2012		4/22/2014	4,033	3,442					591							
41	X	VANGUARD REIT VIPER 922908553			8/5/2014		10/16/2014	2,148	2,158					-8							
42	X	AQR MANAGED FUTURES ST 00203H859			8/7/2014		10/16/2014	2,741	2,586					155							
43	X	AFFILIATED MANAGERS GRO 008252108			8/6/2014		10/15/2014	1,767	1,956					-189							
44	X	ARTISAN MID CAP FUND-INS 04314H600			7/12/2013		4/22/2014	151	142					9							
45	X	ARTISAN MID CAP FUND-INS 04314H600			2/11/2013		4/22/2014	9,520	7,962					1,558							
46	X	BHP BILLITON LIMITED - ADR 08806108			8/7/2014		12/10/2014	2,815	3,881					-1,266							
47	X	CITIGROUP INC 172967424			8/6/2014		12/10/2014	5,194	6,307					-1,113							
48	X	CREDIT SUISSE COMM RET S 22544R305			10/17/2011		10/15/2014	492	481					11							
49	X	CREDIT SUISSE COMM RET S 22544R305			10/17/2011		4/22/2014	8,821	7,447					-826							
50	X	CREDIT SUISSE COMM RET S 22544R305			10/17/2011		6/18/2014	2,300	2,553					-253							
51	X	CREDIT SUISSE COMM RET S 22544R305			2/14/2012		6/18/2014	2,120	2,318					-188							
52	X	CREDIT SUISSE COMM RET S 22544R305			11/22/2011		6/18/2014	21,018	22,886					-1,880							
53	X	CREDIT SUISSE COMM RET S 22544R305			11/22/2011		10/16/2014	925	1,151					-228							
54	X	DIAMOND HILL LONG-SHORT 25284S833			8/29/2011		6/18/2014	1,472	1,109					363							
55	X	DIAMOND HILL LONG-SHORT 25284S833			8/29/2011		8/5/2014	12,853	8,600					4,253							
56	X	DIAMOND HILL LONG-SHORT 25284S833			10/17/2011		8/5/2014	15,288	10,470					4,798							
57	X	DIAMOND HILL LONG-SHORT 25284S833			8/10/2012		8/5/2014	10,226	7,807					2,419							
58	X	WALT DISNEY CO 254687108			8/6/2014		9/10/2014	1,344	1,298					46							
59	X	DODGE & COX INTL STOCK F 256206103			10/17/2011		4/22/2014	2,012	1,380					632							
60	X	DODGE & COX INCOME FD C 256210105			2/11/2013		6/18/2014	12,244	12,192					52							
61	X	DODGE & COX INCOME FD C 256210105			2/11/2013		8/5/2014	14,207	14,207					0							
62	X	DODGE & COX INCOME FD C 256210105			10/1/2013		8/5/2014	16,810	16,374					436							
63	X	DODGE & COX INCOME FD C 256210105			4/24/2014		8/5/2014	8,280	8,238					54							
64	X	DODGE & COX INCOME FD C 256210105			9/16/2008		8/5/2014	23,898	20,676					3,222							
65	X	DODGE & COX INCOME FD C 256210105			9/16/2008		9/11/2014	3,028	2,618					412							
66	X	DODGE & COX INCOME FD C 256210105			9/16/2008		10/16/2014	3,023	2,604					419							
67	X	DODGE & COX INCOME FD C 256210105			9/16/2008		10/29/2014	12,015	10,380					1,635							
68	X	DREYFUS EMG MKT DEBT LO 261980484			10/17/2011		6/18/2014	6,158	5,932					226							
69	X	DREYFUS EMG MKT DEBT LO 261980484			2/14/2012		6/18/2014	2,284	2,268					16							

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

Check "X" to include in Part IV		Long Term CG Distributions		Amount		Totals									
		Short Term CG Distributions		28,012		Capital Gains/Losses		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss			
		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	DREYFUS EMG MKT DEBT LO	261980494			11/22/2011		8/18/2014	12,206	11,488				0	718
71	X	DREYFUS INTERNATL BOND	261980668			4/24/2014		8/5/2014	27,997	27,997				0	0
72	X	DREYFUS INTERNATL BOND	261980668			4/24/2014		10/16/2014	372	375		-3		0	0
73	X	DRIEHAUS ACTIVE INCOME F	262028855			2/11/2013		1/21/2014	6,348	6,348				0	35
74	X	DRIEHAUS ACTIVE INCOME F	262028855			7/12/2013		1/21/2014	9,452	9,391				0	61
75	X	DRIEHAUS ACTIVE INCOME F	262028855			7/12/2013		6/18/2014	26,505	26,357				0	148
76	X	DRIEHAUS ACTIVE INCOME F	262028855			10/11/2013		6/18/2014	9,426	9,566				0	70
77	X	DRIEHAUS ACTIVE INCOME F	262028855			7/12/2013		10/16/2014	440	450				0	-10
78	X	EATON VANCE GLOBAL MACI	277923728			7/12/2013		8/5/2014	17,193	17,523				0	-330
79	X	EATON VANCE GLOBAL MACI	277923728			1/23/2014		8/5/2014	10,549	10,579				0	-30
80	X	EATON VANCE GLOBAL MACI	277923728			6/20/2014		8/5/2014	1,055	1,056				0	-1
81	X	FID ADV EMER MKTS INC - CL	319920702			10/11/2013		10/16/2014	597	557				0	10
82	X	JP MORGAN MID CAP VAL	339128100			10/16/2014		10/16/2014	143	152				0	-9
83	X	GILEAD SCIENCES INC	375558103			8/6/2014		9/10/2014	3,779	3,256				0	523
84	X	HSBC - ADP	404280406			8/6/2014		10/15/2014	1,230	1,329				0	-99
85	X	HARBOR CAPITAL APRCION	411511504			2/11/2013		6/18/2014	4,158	3,166				0	992
86	X	HARBOR CAPITAL APRCION	411511504			4/24/2014		6/18/2014	6,863	6,594				0	269
87	X	HARBOR CAPITAL APRCION	411511504			10/17/2011		6/18/2014	5,465	3,467				0	1,998
88	X	HARBOR CAPITAL APRCION	411511504			9/29/2011		8/7/2014	41,078	25,100				0	15,978
89	X	HARBOR CAPITAL APRCION	411511504			10/17/2011		8/7/2014	15,699	10,022				0	5,677
90	X	HARBOR CAPITAL APRCION	411511504			11/22/2011		8/7/2014	54,556	33,908				0	20,648
91	X	HARBOR CAPITAL APRCION	411511504			9/29/2011		8/7/2014	4,398	2,780				0	1,618
92	X	ISHARES CORE S & P 500 ETF	464287200			9/27/2011		8/5/2014	14,278	8,881				0	5,418
93	X	ISHARES CORE S & P 500 ETF	464287200			8/8/2012		8/5/2014	20,646	15,047				0	5,599
94	X	ISHARES CORE S & P 500 ETF	464287200			6/18/2014		8/5/2014	2,894	2,942				0	-48
95	X	JP MORGAN HIGH YIELD FUND	4812C0803			4/24/2014		10/16/2014	730	755				0	-25
96	X	KEELEY SMALL CAP VAL FD	487300808			9/29/2011		6/18/2014	19,932	10,700				0	9,232
97	X	KEELEY SMALL CAP VAL FD	487300808			10/17/2011		6/18/2014	16,054	8,997				0	7,057
98	X	LAUDUS MONDRIAN INTL FFI	51855Q655			10/17/2011		4/22/2014	12,774	14,399				0	-1,625
99	X	LAUDUS MONDRIAN INTL FFI	51855Q655			11/22/2011		4/22/2014	18,367	21,546				0	-2,178
100	X	LAUDUS MONDRIAN INTL FFI	51855Q655			7/12/2013		4/22/2014	4,816	4,701				0	115
101	X	LAUDUS MONDRIAN INTL FFI	51855Q655			1/23/2014		4/22/2014	5,934	5,920				0	114
102	X	MFS VALUE FUND-CLASS I #6	552983694			9/29/2011		8/7/2014	20,332	12,600				0	7,732
103	X	MFS VALUE FUND-CLASS I #6	552983694			10/17/2011		6/7/2014	28,755	17,021				0	9,734
104	X	MFS VALUE FUND-CLASS I #6	552983694			11/22/2011		8/7/2014	24,632	15,758				0	8,874
105	X	MFS VALUE FUND-CLASS I #6	552983694			2/14/2012		8/7/2014	13,578	9,775				0	3,803
106	X	MFS VALUE FUND-CLASS I #6	552983694			6/20/2014		8/7/2014	25,997	27,202				0	-1,205
107	X	MERGER FD SH BEN INT #260	569509108			11/22/2011		6/18/2014	2,398	2,313				0	83
108	X	MERGER FD SH BEN INT #260	569509108			4/24/2014		6/18/2014	2,793	2,735				0	58
109	X	MERGER FD SH BEN INT #260	569509108			2/11/2013		6/18/2014	4,441	4,245				0	196
110	X	MERGER FD SH BEN INT #260	569509108			7/12/2013		8/5/2014	17,835	17,432				0	403
111	X	MERGER FD SH BEN INT #260	569509108			2/11/2013		8/5/2014	1,411	1,358				0	53
112	X	MERGER FUND-INST #301	569509207			2/11/2013		10/16/2014	128	128				0	0
113	X	MONSTER BEVERAGE CORP	611740101			8/6/2014		9/10/2014	1,828	1,322				0	507
114	X	ASG GLOBAL ALTERNATIVES	639721885			7/12/2013		1/21/2014	6,367	6,406				0	-39
115	X	ASG GLOBAL ALTERNATIVES	639721885			7/12/2013		6/18/2014	10,181	10,362				0	-181
116	X	ASG GLOBAL ALTERNATIVES	639721885			7/12/2013		10/16/2014	1,121	1,208				0	-87
117	X	NEUBERGER BERMAN LONG	64128R608			6/20/2014		8/5/2014	28,282	28,814				0	-332
118	X	NEUBERGER BERMAN LONG	64128R608			6/20/2014		10/16/2014	328	336				0	-10
119	X	NUVEEN HIGH YIELD MUNI BI	67065Q772			4/24/2014		10/16/2014	1,980	1,889				0	91
120	X	NUVEEN HIGH YIELD MUNI BI	67065Q772			4/24/2014		12/19/2014	31,531	30,094				0	1,447
121	X	OPPENHEIMER DEVELOPING	683974505			2/11/2013		6/18/2014	1,607	1,451				0	156
122	X	OPPENHEIMER DEVELOPING	683974505			1/23/2014		6/18/2014	2,508	2,280				0	218
123	X	PIMCO TOTAL RET FD-INST #	693390700			5/10/2012		1/21/2014	3,472	3,634				0	-162
124	X	PIMCO TOTAL RET FD-INST #	693390700			5/10/2012		6/18/2014	5,117	5,281				0	-164
125	X	PIMCO TOTAL RET FD-INST #	693390700			4/24/2014		6/18/2014	6,470	6,423				0	47
126	X	PIMCO TOTAL RET FD-INST #	693390700			10/11/2013		8/5/2014	15,728	15,570				0	158
127	X	PIMCO TOTAL RET FD-INST #	693390700			4/24/2014		8/5/2014	3,820	3,782				0	38

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

		1,312	0	0	1,312
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,312			1,312

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

		2,182	735	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	735	735		
2	PY EXCISE TAX DUE	780			
3	ESTIMATED EXCISE PAYMENTS	667			

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

		3	3	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	3	3		

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

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1				0	
2	DODGE & COX INCOME FD COM 147		0	37,344	42,883
3	E M C CORP MASS		0	8,015	8,178
4	GILEAD SCIENCES INC		0	7,143	7,070
5	INTERNATIONAL BUSINESS MACHS CORP		0	5,421	4,813
6	JOHNSON CONTROLS INC		0	7,152	7,251
7	MICROSOFT CORP		0	9,159	9,754
8	NATIONAL OILWELL INC COM		0	10,389	8,847
9	NESTLE S.A. REGISTERED SHARES - ADR		0	6,281	6,201
10	ORACLE CORPORATION		0	7,214	8,095
11	PIMCO FOREIGN BD FD USD H-INST 103		0	11,789	13,347
12	T ROWE PRICE SHORT TERM BD FD 55		0	26,356	26,153
13	SCHLUMBERGER LTD		0	13,153	11,103
14	TJX COS INC NEW		0	6,487	8,230
15	AFFILIATED MANAGERS GROUP INC		0	5,868	6,367
16	APACHE CORPORATION COM		0	8,171	5,327
17	APPLE COMPUTER INC COM		0	19,212	22,076
18	ARTISAN INTERNATIONAL FUND 661		0	86,685	115,649
19	BAXTER INTL INC COM		0	7,438	7,329
20	BOEING COMPANY		0	10,806	11,698
21	CVS/CAREMARK CORPORATION		0	9,709	12,039
22	CISCO SYSTEMS INC		0	10,213	11,404
23	CUMMINS INC.		0	10,443	10,813
24	DIAGEO PLC - ADR		0	6,502	6,275
25	WALT DISNEY CO		0	11,712	12,716
26	THERMO FISHER SCIENTIFIC INC		0	6,599	6,891
27	TOTAL FINA ELF S.A. ADR		0	8,349	6,912
28	UNION PACIFIC CORP		0	11,884	14,296
29	MCKESSON CORP		0	9,561	10,379
30	PRINCIPAL GL MULT STRAT-INST #4684		0	18,585	18,619
31	GOLDMAN SACHS GROUP INC		0	6,026	6,784
32	HSBC - ADR		0	7,178	6,376
33	UNITED PARCEL SERVICE-CL B		0	5,735	6,670
34	TARGET CORP		0	6,960	9,109
35	UNITEDHEALTH GROUP INC		0	11,548	14,153
36	MERGER FUND-INST #301		0	27,335	27,137
37	BLACKROCK INC		0	6,520	7,509
38	ARTISAN MID CAP FUND-INSTL 1333		0	67,140	76,689
39	FID ADV EMER MKTS INC- CL I 607		0	27,044	26,228
40	JPMORGAN CHASE & CO		0	10,447	11,577
41	US BANCORP DEL NEW		0	8,234	8,990
42	ANHEUSER-BUSCH INBEV SPN ADR		0	8,655	8,986
43	DREYFUS INTERNATL BOND FD CL I 6094		0	13,948	13,374
44	DODGE & COX INT'L STOCK FD 1048		0	86,747	109,163
45	DREYFUS EMG MKT DEBT LOC C-I 6083		0	46,200	41,470
46	DRIEHAUS ACTIVE INCOME FUND		0	36,937	36,657

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

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
47	JP MORGAN MID CAP VALUE-I 758		0	57,936	78,889
48	BERSHIRE HATHAWAY INC		0	13,003	15,015
49	COMCAST CORP CLASS A		0	10,886	11,892
50	ASG GLOBAL ALTERNATIVES-Y 1993		0	57,659	57,501
51	VANGUARD REIT VIPER		0	60,410	80,028
52	AQR MANAGED FUTURES STR-I		0	26,114	28,125
53	LAS VEGAS SANDS CORP		0	8,135	7,561
54	STRATTON SM-CAP VALUE FD 37		0	57,178	55,436
55	CELANESE CORP		0	8,878	8,994
56	CITIGROUP INC		0	7,943	8,928
57	JPMORGAN HIGH YIELD FUND SS 3580		0	66,815	64,680
58	T ROWE PRICE INST FLOAT RATE 170		0	28,203	27,481
59	MONSTER BEVERAGE CORP		0	3,965	6,501
60	OPPENHEIMER DEVELOPING MKT-I 799		0	178,196	174,442
61	EATON CORP PLC		0	6,003	6,116
62	VANGUARD TOTAL BOND MARKET ETF		0	43,028	43,162
63	CME GROUP INC		0	8,186	9,752
64	SPDR DJ WILSHIRE INTERNATIONAL REA		0	63,927	76,156
65	ROBECO BP LNG/SHRT RES-INS		0	28,493	29,496
66	NEUBERGER BERMAN LONG SH-INS #183		0	38,266	38,384
67	KALMAR GR W/ VAL SM CAP-INS #4		0	51,568	54,931
68	CREDIT SUISSE COMM RT ST-CO 2156		0	82,452	65,291
69	GOOGLE INC-CL C		0	12,410	11,581

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	44
2	Mutual Fund & CTF Income Additions	2	2,532
3	Return of Prior Year Grants	3	1,848
4	Total	4	4,424

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

1	Mutual Fund & CTF Income Subtraction	1	2,958
2	PY Return of Capital Adjustment	2	730
3	Total	3	3,688

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

Long Term CG Distributions										Short Term CG Distributions										Amount		26,012		0																					
Description of Property Sold										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 Minus Excess of FMV Over Adjusted Basis or Losses	
1 PIMCO TOTAL RET FD-INST #35										2 PIMCO TOTAL RET FD-INST #35										693380700		9/18/2008		8/5/2014		44,578		0		0		42,538		2,040		0		0		2,040					
3 PIMCO FOREIGN BD FD-INST #35										4 PIMCO FOREIGN BD FD-INST #35										693380700		9/18/2008		8/5/2014		56,284		0		0		55,719		2,565		0		0		2,565					
5 PIMCO FOREIGN BD FD-INST #35										6 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2013		8/5/2014		6,439		0		0		6,221		218		0		0		218					
7 PIMCO FOREIGN BD FD-INST #35										8 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		18,909		0		0		17,390		1,519		0		0		1,519					
9 PIMCO FOREIGN BD FD-INST #35										10 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		538		0		0		488		50		0		0		50					
11 PIMCO FOREIGN BD FD-INST #35										12 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		238		0		0		211		28		0		0		28					
13 PIMCO FOREIGN BD FD-INST #35										14 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		509		0		0		515		5		0		0		5					
15 PIMCO FOREIGN BD FD-INST #35										16 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		200		0		0		207		7		0		0		7					
17 PIMCO FOREIGN BD FD-INST #35										18 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		11,423		0		0		10,716		707		0		0		707					
19 PIMCO FOREIGN BD FD-INST #35										20 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		11,569		0		0		11,762		223		0		0		223					
21 PIMCO FOREIGN BD FD-INST #35										22 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		2,708		0		0		2,753		47		0		0		47					
23 PIMCO FOREIGN BD FD-INST #35										24 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		15,595		0		0		14,555		1,010		0		0		1,010					
25 PIMCO FOREIGN BD FD-INST #35										26 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		23,577		0		0		21,800		1,777		0		0		1,777					
27 PIMCO FOREIGN BD FD-INST #35										28 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		23,400		0		0		21,683		1,717		0		0		1,717					
29 PIMCO FOREIGN BD FD-INST #35										30 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		17,656		0		0		17,840		-184		0		0		-184					
31 PIMCO FOREIGN BD FD-INST #35										32 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		9,700		0		0		9,801		-101		0		0		-101					
33 PIMCO FOREIGN BD FD-INST #35										34 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		13,508		0		0		13,847		-141		0		0		-141					
35 PIMCO FOREIGN BD FD-INST #35										36 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		8,018		0		0		8,102		-84		0		0		-84					
37 PIMCO FOREIGN BD FD-INST #35										38 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		24,685		0		0		24,685		0		0		0		0		0			
39 PIMCO FOREIGN BD FD-INST #35										40 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		1,997		0		0		1,997		0		0		0		0		0			
41 PIMCO FOREIGN BD FD-INST #35										42 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		726		0		0		726		0		0		0		0		0			
43 PIMCO FOREIGN BD FD-INST #35										44 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		9,815		0		0		9,836		-21		0		0		-21					
45 PIMCO FOREIGN BD FD-INST #35										46 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		703		0		0		722		-18		0		0		-18					
47 PIMCO FOREIGN BD FD-INST #35										48 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		1,960		0		0		1,960		78		0		0		78					
49 PIMCO FOREIGN BD FD-INST #35										50 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		1,180		0		0		1,180		40		0		0		40					
51 PIMCO FOREIGN BD FD-INST #35										52 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		1,450		0		0		1,450		410		0		0		410					
53 PIMCO FOREIGN BD FD-INST #35										54 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		2,135		0		0		2,135		28		0		0		28					
55 PIMCO FOREIGN BD FD-INST #35										56 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		1,869		0		0		1,869		44		0		0		44					
57 PIMCO FOREIGN BD FD-INST #35										58 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		13,388		0		0		13,478		-120		0		0		-120					
59 PIMCO FOREIGN BD FD-INST #35										60 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		4,088		0		0		4,276		-180		0		0		-180					
61 PIMCO FOREIGN BD FD-INST #35										62 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		3,300		0		0		3,494		-194		0		0		-194					
63 PIMCO FOREIGN BD FD-INST #35										64 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		1,811		0		0		1,803		8		0		0		8					
65 PIMCO FOREIGN BD FD-INST #35										66 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		5,188		0		0		5,223		-37		0		0		-37					
67 PIMCO FOREIGN BD FD-INST #35										68 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		1,781		0		0		1,771		10		0		0		10					
69 PIMCO FOREIGN BD FD-INST #35										70 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		12,074		0		0		12,074		1478		0		0		1478					
71 PIMCO FOREIGN BD FD-INST #35										72 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		9,378		0		0		9,378		981		0		0		981					
73 PIMCO FOREIGN BD FD-INST #35										74 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		7,032		0		0		7,032		1011		0		0		1011					
75 PIMCO FOREIGN BD FD-INST #35										76 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		3,442		0		0		3,442		581		0		0		581					
77 PIMCO FOREIGN BD FD-INST #35										78 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		2,156		0		0		2,156		8		0		0		8					
79 PIMCO FOREIGN BD FD-INST #35										80 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		2,566		0		0		2,566		155		0		0		155					
81 PIMCO FOREIGN BD FD-INST #35										82 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		1,956		0		0		1,956		189		0		0		189					
83 PIMCO FOREIGN BD FD-INST #35										84 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		142		0		0		142		9		0		9							
85 PIMCO FOREIGN BD FD-INST #35										86 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		7,982		0		0		7,982		1,558		0		0		1,558					
87 PIMCO FOREIGN BD FD-INST #35										88 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		3,881		0		0		3,881		1,268		0		0		1,268					
89 PIMCO FOREIGN BD FD-INST #35										90 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		6,307		0		0		6,307		-113		0		0		-113					
91 PIMCO FOREIGN BD FD-INST #35										92 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		491		0		0		491		11		0		0		11					
93 PIMCO FOREIGN BD FD-INST #35										94 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		8,821		0		0		8,821		438		0		0		438					
95 PIMCO FOREIGN BD FD-INST #35										96 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		2,553		0		0		2,553		253		0		0		253					
97 PIMCO FOREIGN BD FD-INST #35										98 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		2,318		0		0		2,318		198		0		0		198					
99 PIMCO FOREIGN BD FD-INST #35										100 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		22,898		0		0		22,898		-1,860		0		0		-1,860					
101 PIMCO FOREIGN BD FD-INST #35										102 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		925		0		0		925		226		0		0		226					
103 PIMCO FOREIGN BD FD-INST #35										104 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		1,151		0		0		1,151		363		0		0		363					
105 PIMCO FOREIGN BD FD-INST #35										106 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		8,600		0		0		8,600		4,253		0		0		4,253					
107 PIMCO FOREIGN BD FD-INST #35										108 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		10,470		0		0		10,470		4,788		0		0		4,788					
109 PIMCO FOREIGN BD FD-INST #35										110 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		7,807		0		0		7,807		2,419		0		0		2,419					
111 PIMCO FOREIGN BD FD-INST #35										112 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		1,298		0		0		1,298		46		0		0		46					
113 PIMCO FOREIGN BD FD-INST #35										114 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		1,360		0		0		1,360		632		0		0		632					
115 PIMCO FOREIGN BD FD-INST #35										116 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		12,182		0		0		12,182		52		0		0		52					
117 PIMCO FOREIGN BD FD-INST #35										118 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		14,207		0		0		14,207		0		0		0		0					
119 PIMCO FOREIGN BD FD-INST #35										120 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		16,374		0		0		16,374		436		0		0		436					
121 PIMCO FOREIGN BD FD-INST #35										122 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		8,236		0		0		8,236		54		0		0		54					
123 PIMCO FOREIGN BD FD-INST #35										124 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		20,876		0		0		20,876		3,222		0		0		3,222					
125 PIMCO FOREIGN BD FD-INST #35										126 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		2,816		0		0		2,816		412		0		0		412					
127 PIMCO FOREIGN BD FD-INST #35										128 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		3,023		0		0		3,023		419		0		0		419					
129 PIMCO FOREIGN BD FD-INST #35										130 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		12,015		0		0		12,015		1,635		0		0		1,635					
131 PIMCO FOREIGN BD FD-INST #35										132 PIMCO FOREIGN BD FD-INST #35										693380882		7/17/2008		8/5/2014		8,158		0		0		8,158		226		0		0		226					
133 PIMCO FOREIGN BD FD-INST #35																																													

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

Long Term CG Distributions										Amount		26.012		
Short Term CG Distributions										0				
	Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
85	HARBOR CAPITAL APRCTON-INST #20	41151504		2/11/2013	6/18/2014	4,158		0	3,166	992	0	0	0	992
86	HARBOR CAPITAL APRCTON-INST #20	41151504		4/24/2014	6/18/2014	6,863		0	6,594	269	0	0	0	269
87	HARBOR CAPITAL APRCTON-INST #20	41151504		10/17/2011	6/18/2014	5,485		0	3,467	1,998	0	0	0	1,998
88	HARBOR CAPITAL APRCTON-INST #20	41151504		9/28/2011	8/7/2014	41,078		0	25,100	15,978	0	0	0	15,978
89	HARBOR CAPITAL APRCTON-INST #20	41151504		10/17/2011	8/7/2014	15,869		0	10,022	5,847	0	0	0	5,847
90	HARBOR CAPITAL APRCTON-INST #20	41151504		11/22/2011	8/7/2014	54,556		0	33,908	20,648	0	0	0	20,648
91	HARBOR CAPITAL APRCTON-INST #20	41151504		9/25/2011	8/7/2014	4,358		0	2,780	1,578	0	0	0	1,578
92	SHARES CORE S & P 500 ETF	46428200		8/27/2011	8/5/2014	14,278		0	8,861	5,418	0	0	0	5,418
93	SHARES CORE S & P 500 ETF	46428200		8/8/2012	8/5/2014	20,846		0	15,047	5,599	0	0	0	5,599
94	SHARES CORE S & P 500 ETF	46428200		8/18/2012	8/5/2014	2,894		0	2,942	-48	0	0	0	-48
95	JPMORGAN HIGH YIELD FUND SS #358	48120003		4/24/2014	10/16/2014	730		0	755	-25	0	0	0	-25
96	KEELEY SMALL CAP VAL FD CL #2251	48730008		9/28/2011	6/18/2014	16,832		0	10,700	6,132	0	0	0	6,132
97	KEELEY SMALL CAP VAL FD CL #2251	48730008		10/17/2011	6/18/2014	16,054		0	8,987	7,057	0	0	0	7,057
98	LAUDUS MONDRIAN INTL FINIST #2940	51855065		11/22/2011	4/22/2014	12,774		0	14,389	-1,625	0	0	0	-1,625
99	LAUDUS MONDRIAN INTL FINIST #2940	51855065		7/12/2013	4/22/2014	19,387		0	21,546	-2,179	0	0	0	-2,179
100	LAUDUS MONDRIAN INTL FINIST #2940	51855065		1/23/2014	4/22/2014	816		0	1,701	-115	0	0	0	-115
101	MFS VALUE FUND-CLASS I #893	552883694		9/28/2011	8/7/2014	5,934		0	5,820	114	0	0	0	114
102	MFS VALUE FUND-CLASS I #893	552883694		10/17/2011	8/7/2014	20,332		0	12,600	7,732	0	0	0	7,732
103	MFS VALUE FUND-CLASS I #893	552883694		11/22/2011	8/7/2014	26,755		0	17,021	9,734	0	0	0	9,734
104	MFS VALUE FUND-CLASS I #893	552883694		2/14/2012	8/7/2014	24,632		0	15,758	8,874	0	0	0	8,874
105	MFS VALUE FUND-CLASS I #893	552883694		6/20/2014	8/7/2014	13,578		0	9,775	3,803	0	0	0	3,803
106	MFS VALUE FUND-CLASS I #893	552883694		11/22/2011	8/7/2014	25,897		0	27,202	-1,205	0	0	0	-1,205
107	MERGER FD SH BEN INT #260	588508108		4/24/2014	6/18/2014	2,398		0	2,313	83	0	0	0	83
108	MERGER FD SH BEN INT #260	588508108		2/11/2013	8/18/2014	2,793		0	2,735	58	0	0	0	58
109	MERGER FD SH BEN INT #260	588508108		7/12/2013	8/5/2014	4,441		0	4,245	196	0	0	0	196
110	MERGER FD SH BEN INT #260	588508108		2/11/2013	8/5/2014	17,835		0	17,432	403	0	0	0	403
111	MERGER FD SH BEN INT #260	588508108		2/11/2013	8/5/2014	1,411		0	1,358	53	0	0	0	53
112	MERGER FUND-INST #301	589509207		2/11/2013	10/16/2014	128		0	128	0	0	0	0	0
113	MONSTER BEVERAGE CORP	611740101		9/8/2014	9/10/2014	1,829		0	1,322	507	0	0	0	507
114	ASG GLOBAL ALTERNATIVES-Y #1983	638727885		7/12/2013	12/1/2014	6,387		0	6,406	-39	0	0	0	-39
115	ASG GLOBAL ALTERNATIVES-Y #1983	638727885		7/12/2013	6/18/2014	10,181		0	10,362	-181	0	0	0	-181
116	ASG GLOBAL ALTERNATIVES-Y #1983	638727885		7/12/2013	10/16/2014	1,121		0	1,208	-87	0	0	0	-87
117	NEUBERGER BERMAN LONG SH-INS #1	641286808		9/20/2014	8/5/2014	28,282		0	28,814	-532	0	0	0	-532
118	NEUBERGER BERMAN LONG SH-INS #1	641286808		9/20/2014	10/16/2014	326		0	336	-10	0	0	0	-10
119	NUVEEN HIGH YIELD MUNI BD-R #1688	670850772		4/24/2014	10/16/2014	1,980		0	1,889	91	0	0	0	91
120	NUVEEN HIGH YIELD MUNI BD-R #1688	670850772		2/11/2013	6/18/2014	31,531		0	30,084	1,447	0	0	0	1,447
121	OPPENHEIMER DEVELOPING MKT-Y #7	683974505		1/23/2014	6/18/2014	2,508		0	2,280	218	0	0	0	218
122	OPPENHEIMER DEVELOPING MKT-Y #7	683974505		5/10/2012	1/21/2014	3,472		0	3,634	-162	0	0	0	-162
123	PIMCO TOTAL RET FD-INST #35	693390700		5/10/2012	6/18/2014	5,117		0	5,281	-164	0	0	0	-164
124	PIMCO TOTAL RET FD-INST #35	693390700		4/24/2014	6/18/2014	6,470		0	6,423	47	0	0	0	47
125	PIMCO TOTAL RET FD-INST #35	693390700		10/11/2013	8/5/2014	15,728		0	15,570	158	0	0	0	158
126	PIMCO TOTAL RET FD-INST #35	693390700		4/24/2014	8/5/2014	3,820		0	3,782	38	0	0	0	38
127	PIMCO TOTAL RET FD-INST #35	693390700						0			0	0	0	

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

		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	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	26,070		
										26,070	0	0

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

	Date	Amount
1 Credit from prior year return		1 671
2 First quarter estimated tax payment	9/9/2014	2 350
3 Second quarter estimated tax payment	12/9/2014	3 317
4 Third quarter estimated tax payment		4
5 Fourth quarter estimated tax payment		5
6 Other payments		6
7 Total		7 1,338

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	66,774
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	66,774

Statement B

ISAIAH WILLIAMSON TRUST

EIN: 23-6215020

Tax Year End: 12-31-2014

Form 990-PF, Part VII-B, line 5c

The following information is provided in accordance with IRC Sec. 4945(h)(3) and Reg. 53.4945-5(d) to demonstrate that the foundation exercised expenditure responsibility in regard to its grants.

Name and Address of Grantee	Amount of Grant	Date of Grant	Purpose of Grant	Amounts Expended by Grantee	To the Grantor's Knowledge Grantee has Diverted a Portion of Funds from the Purpose of the Grant	Dates of Reports Received from the Grantee	Dates and Results of Any Verification of the Grantee's Reports
Spring Garden Soup Society	\$924	6/9/2014	To expend for charitable uses and purposes for which the institution was established	\$924	No	10/31/2014	10/31/2014
Union Benevolent Association	\$3,749	12/31/2014	To expend for charitable uses and purposes for which the institution was established	\$3,749	No	6/4/2015	6/4/2015
Mercantile Beneficial Association	\$3,077	12/31/2014	To expend for charitable uses and purposes for which the institution was established	\$3,077	No	4/14/2015	4/14/2015
Thomas Scattergood Behavioral Health Foundation	\$6,120	12/31/2014	To help transform how mental health is viewed and advancing innovative approaches to behavioral health care delivery and policymaking	\$6,120	No	5/15/2015	5/15/2015

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► **File a separate application for each return.**

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

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

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

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

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

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

Part I only ☐

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	WILLIAMSON I FBO CHARITIES 4947 TUW	23-6215020
	Number, street, and room or suite no. If a P O box, see instructions	Social security number (SSN)
	Wells Fargo Bank N A. Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041	
	City, town or post office, state, and ZIP code For a foreign address, see instructions	
	Winston Salem, NC 27101-3818	

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

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

- The books are in the care of ► WELLS FARGO BANK N.A.

Telephone No. ► (888) 730-4933 Fax No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15/2015, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year 2014 or

► ☐ tax year beginning, and ending

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

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	3,485
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	1,338
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	4,240

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

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

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