Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning , and ending

Name of foundation	A Employer identification number
JOHN CRAIN KUNKEL FOUNDATION	23-7026914
Number and street (or P O box number if mail is not delivered to street address) 225 MARKET STREET, 2ND FLOOR — Room/suite	B Telephone number 717-902-9817
City or town, state or province, country, and ZIP or foreign postal code HARRISBURG, PA 17101	C If exemption application is pending, check here ▶ [ ]
G Check all that apply [ ] Initial return [ ] Initial return of a former public charity [ ] Final return [ ] Amended return [ ] Address change [ ] Name change	D 1. Foreign organizations, check here ▶ [ ] 2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]
H Check type of organization [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation	E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 13,151,761. J Accounting method [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(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			N/A	
2 Check ▶ [X] if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	1.	1.		STATEMENT 1
4 Dividends and interest from securities	243,023.	243,023.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	599,016.			
b Gross sales price for all assets on line 6a 5,599,943.				
7 Capital gain net income (from Part IV, line 2)		599,016.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances 37,000.				STATEMENT 3
b Less Cost of goods sold				
c Gross profit or (loss)	37,000.		MAY 21 2015	STATEMENT 4
11 Other income				
12 **Total.** Add lines 1 through 11	879,040.	842,040.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	90,000.	0.		90,000.
14 Other employee salaries and wages				
15 Pension plans, employee benefits	13,091.	0.		13,091.
16a Legal fees				
b Accounting fees STMT 5	9,000.	450.		8,550.
c Other professional fees STMT 6	54,190.	48,771.		5,419.
17 Interest				
18 Taxes STMT 7	7,042.	0.		0.
19 Depreciation and depletion				
20 Occupancy	5,400.	0.		5,400.
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 8	1,972.	0.		1,972.
24 **Total operating and administrative expenses.** Add lines 13 through 23	180,695.	49,221.		124,432.
25 Contributions, gifts, grants paid	675,000.			675,000.
26 **Total expenses and disbursements.** Add lines 24 and 25	855,695.	49,221.		799,432.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	23,345.			
b **Net investment income** (if negative, enter -0-)		792,819.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

SCANNED MAY 22 2015

Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		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	84,803.	99,493.	99,493.
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			
7	Other notes and loans receivable ▶			
	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 STMT 9	2,244,513.	2,154,608.	2,150,575.
b	Investments - corporate stock STMT 10	7,238,711.	7,024,105.	8,506,689.
c	Investments - corporate bonds STMT 11	2,010,751.	2,323,917.	2,354,737.
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
12	Investments - mortgage loans			
13	Investments - other STMT 12	37,900.	37,900.	37,900.
14	Land, buildings, and equipment basis ▶ 2,367.			
	Less accumulated depreciation ▶	2,367.	2,367.	2,367.
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	11,619,045.	11,642,390.	13,151,761.
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			
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 ▶ ☐ 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 ▶ [X] and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	11,619,045.	11,642,390.	
28	Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30	**Total net assets or fund balances**	11,619,045.	11,642,390.	
31	**Total liabilities and net assets/fund balances**	11,619,045.	11,642,390.	

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	11,619,045.
2	Enter amount from Part I, line 27a	2	23,345.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	11,642,390.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,642,390.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo., day, yr)
1a	PUBLICLY TRADED SECURITIES	P		
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	5,599,943.		5,000,927.	599,016.
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				599,016.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } — 2 — 599,016.

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) If (loss), enter -0- in Part I, line 8 — 3 — N/A

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	780,698.	12,502,696.	.062442
2012	680,867.	12,011,870.	.056683
2011	687,862.	12,335,329.	.055764
2010	680,581.	11,851,011.	.057428
2009	668,427.	10,877,280.	.061452

2	Total of line 1, column (d)	2	.293769
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	.058754
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	13,355,685.
5	Multiply line 4 by line 3	5	784,700.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	7,928.
7	Add lines 5 and 6	7	792,628.
8	Enter qualifying distributions from Part XII, line 4	8	799,432.

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

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

		Line	Amount
1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ______ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	7,928.
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	7,928.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	7,928.
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014 — 6a: 8,960.		
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	8,960.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	1,032.
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 1,032. Refunded ▶	11	0.

Part VII-A Statements Regarding Activities

		Line	Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on Form 990-T for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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 *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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 ▶ KUNKELFOUNDATION.ORG

14 The books are in care of ▶ FOUNDATION OFFICE Telephone no ▶717-902-9817

Located at ▶225 MARKET STREET, 2ND FLOOR, HARRISBURG, PA ZIP+4 ▶17101

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 N/A

			Yes	No
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		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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c		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? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
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) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2014 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014)* N/A	3b		
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)? N/A | **5b** |

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? 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 (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? N/A | **7b** |

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
SEE STATEMENT 13		90,000.	0.	0.

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

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

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

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

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
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	13,506,384.
b	Average of monthly cash balances		1b	10,821.
c	Fair market value of all other assets		1c	41,866.
d	**Total** (add lines 1a, b, and c)		1d	13,559,071.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	13,559,071.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	203,386.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	13,355,685.
6	**Minimum investment return** Enter 5% of line 5		6	667,784.

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	667,784.
2a	Tax on investment income for 2014 from Part VI, line 5	2a 7,928.		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	7,928.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	659,856.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	659,856.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	659,856.

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	799,432.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
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	799,432.
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	5	7,928.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	791,504.

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					659,856.
2 Undistributed income, if any, as of the end of 2014					
a Enter amount for 2013 only				0.	
b Total for prior years ____, ____, ____			0.		
3 Excess distributions carryover, if any, to 2014					
a From 2009	130,705.				
b From 2010	95,166.				
c From 2011	82,590.				
d From 2012	90,621.				
e From 2013	191,393.				
f Total of lines 3a through e		590,475.			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 799,432.					
a Applied to 2013, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required - see instructions)			0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.			
d Applied to 2014 distributable amount					659,856.
e Remaining amount distributed out of corpus		139,576.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))		0.			0.
6 Enter the net total of each column as indicated below:					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		730,051.			
b Prior years' undistributed income Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount - see instr				0.	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)		0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7		130,705.			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a		599,346.			
10 Analysis of line 9					
a Excess from 2010	95,166.				
b Excess from 2011	82,590.				
c Excess from 2012	90,621.				
d Excess from 2013	191,393.				
e Excess from 2014	139,576.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

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

SEE STATEMENT 14

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
BIG BROTHERS BIG SISTERS OF THE CAPITAL REGION 1500 N.2ND STREET HARRISBURG, PA 17101	NONE	PUBLIC CHARITY	GENERAL PURPOSE FUND	5,000.
BRETHREN HOUSING ASSOCIATION 219 HUMMEL STREET HARRISBURG, PA 17104	NONE	PUBLIC CHARITY	GENERAL PURPOSE FUND	10,000.
CENTRAL PA CONSERVANCY 401 E. LOUTHER ST,#308 CARLISLE, PA 17013	NONE	PUBLIC CHARITY	GENERAL PURPOSE FUND	3,000.
CENTRAL PENN COLLEGE EDUCATION FOUNDATION 600 VALLEY ROAD SUMMERDALE, PA 17093-0309	NONE	PUBLIC CHARITY	GENERAL PURPOSE FUND	10,000.
CENTRAL PENNSYLVANIA YOUTH BALLET 5 N ORANGE STREET CARLISLE, PA 17013	NONE	PUBLIC CHARITY	GENERAL PURPOSE FUND	75,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	675,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1.	
4 Dividends and interest from securities			14	243,023.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	599,016.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory			16		
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		842,040.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 842,040.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

, president | 5/12/15 ▶ President

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
GARY J. DUBAS		5/12/15		P00252339
Firm's name ▶ MCKONLY & ASBURY, LLP			Firm's EIN ▶ 23-1909723	
Firm's address ▶ 415 FALLOWFIELD ROAD CAMP HILL, PA 17011			Phone no 7177617910	

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CHANNELS FOOD RESCUE 3305 NORTH 6TH STREET HARRISBURG, PA 17110	NONE	PUBLIC CHARITY	GENERAL PURPOSE FUND	15,000.
CULTURAL ENRICHMENT FUND PO BOX 12084 HARRISBURG, PA 17108	NONE	PUBLIC CHARITY	GENERAL PURPOSE FUND	15,000.
GAMUT THEATRE GROUP INC. 605 STRAWBERRY STREET HARRISBURG, PA 17101	NONE	PUBLIC CHARITY	GENERAL PURPOSE FUND	20,000.
HARRISBURG ACADEMY 10 ERFORD ROAD WORMLEYSBURG, PA 17043	NONE	NONPROFIT SCHOOL	BUILDING FUND	25,000.
HISTORICAL SOCIETY OF DAUPHIN COUNTY 219 S. FRONT STREET HARRISBURG, PA 17104	NONE	PUBLIC CHARITY	GENERAL PURPOSE FUND	10,000.
HUMANE SOCIETY OF HARRISBURG AREA 7790 GRAYSON ROAD HARRISBURG, PA 17111	NONE	PUBLIC CHARITY	GENERAL PURPOSE FUND	50,000.
JOSHUA GROUP 1442 MARKET STREET HARRISBURG, PA 17103	NONE	PUBLIC CHARITY	GENERAL PURPOSE FUND	10,000.
KEYSTONE HUMAN SERVICES 124 PINE STREET HARRISBURG, PA 17101	NONE	PUBLIC CHARITY	SUSQUEHANNA SERVICE DOG CAMPAIGN	200,000.
MOM-N-PA 420 E. ORANGE STREET SHIPPENSBURG, PA 17257	NONE	PUBLIC CHARITY	GENERAL PURPOSE FUND	12,000.
PLANNED PARENTHOOD KEYSTONE 5920 HAMILTON BOULEVARD ALLENTOWN, PA 18106	NONE	PUBLIC CHARITY	GENERAL PURPOSE FUND	5,000.
Total from continuation sheets				572,000.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
PRESBYTERIAN APARTMENTS INC. 322 N 2ND STREET HARRISBURG, PA 17101	NONE	PUBLIC CHARITY	GENERAL PURPOSE FUND	10,000.
STOP THE VIOLENCE MINISTRY 1678 S CAMERON STREET HARRISBURG, PA 17058	NONE	PUBLIC CHARITY	GENERAL PURPOSE FUND	10,000.
SUSQUEHANNA ART MUSEUM 1401 N. 3RD STREET HARRISBURG, PA 17102	NONE	PUBLIC CHARITY	GENERAL PURPOSE FUND	50,000.
UNITED METHODIST HOME FOR CHILDREN,RESIDENTIAL CARE INC. 5120 SIMPSON FERRY ROAD MECHANICSBURG, PA 17050	NONE	PUBLIC CHARITY	GENERAL PURPOSE FUND	15,000.
VICKI'S ANGEL FOUNDATION 511 BRIDGE STREET NEW CUMBERLAND, PA 17070	NONE	PUBLIC CHARITY	GENERAL PURPOSE FUND	25,000.
WHITAKER CENTER FOR SCIENCE AND THE ARTS 222 MARKET STREET HARRISBURG, PA 17101	NONE	PUBLIC CHARITY	GENERAL PURPOSE FUND	100,000.
Total from continuation sheets				

423631
05-01-14

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MELLON	1.	1.	
TOTAL TO PART I, LINE 3	1.	1.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INVESTMENT PORTFOLIO	243,023.	0.	243,023.	243,023.	
TO PART I, LINE 4	243,023.	0.	243,023.	243,023.	

FORM 990-PF — INCOME AND COST OF GOODS SOLD INCLUDED ON PART I, LINE 10 — STATEMENT 3

INCOME

1. GROSS RECEIPTS		
2. RETURNS AND ALLOWANCES		
3. LINE 1 LESS LINE 2		
4. COST OF GOODS SOLD (LINE 15)		
5. GROSS PROFIT (LINE 3 LESS LINE 4)		
6. OTHER INCOME	37,000	
7. GROSS INCOME (ADD LINES 5 AND 6)		37,000

COST OF GOODS SOLD

8. INVENTORY AT BEGINNING OF YEAR	
9. MERCHANDISE PURCHASED	
10. COST OF LABOR	
11. MATERIALS AND SUPPLIES	
12. OTHER COSTS	
13. ADD LINES 8 THROUGH 12	
14. INVENTORY AT END OF YEAR	
15. COST OF GOODS SOLD (LINE 13 LESS LINE 14)	

FORM 990-PF COST OF GOODS SOLD - OTHER INCOME STATEMENT 4

DESCRIPTION	AMOUNT
FARM CROP PROCEEDS	37,000.
TOTAL OTHER INCOME	37,000.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	9,000.	450.		8,550.
TO FORM 990-PF, PG 1, LN 16B	9,000.	450.		8,550.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	54,190.	48,771.		5,419.
TO FORM 990-PF, PG 1, LN 16C	54,190.	48,771.		5,419.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX DEPOSIT	1,559.	0.		0.
REAL ESTATE TAXES	5,483.	0.		0.
TO FORM 990-PF, PG 1, LN 18	7,042.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ASSOCIATION DUES	1,370.	0.		1,370.
OFFICE SUPPLIES	602.	0.		602.
TO FORM 990-PF, PG 1, LN 23	1,972.	0.		1,972.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 9

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. TREASURY OBLIGATIONS	X		1,841,600.	1,834,708.
STATE AND MUNICIPAL OBLIGATIONS		X	313,008.	315,867.
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,841,600.	1,834,708.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			313,008.	315,867.
TOTAL TO FORM 990-PF, PART II, LINE 10A			2,154,608.	2,150,575.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	7,024,105.	8,506,689.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,024,105.	8,506,689.

FORM 990-PF CORPORATE BONDS STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	2,323,917.	2,354,737.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,323,917.	2,354,737.

FORM 990-PF OTHER INVESTMENTS STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
REAL ESTATE	COST	37,900.	37,900.
TOTAL TO FORM 990-PF, PART II, LINE 13		37,900.	37,900.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
NANCY W. BERGERT 225 MARKET STREET, 2ND FLOOR HARRISBURG, PA 17101	TRUSTEE 6.00	10,000.	0.	0.
ELIZABETH K. DAVIS 225 MARKET STREET, 2ND FLOOR HARRISBURG, PA 17101	TRUSTEE 6.00	7,500.	0.	0.
DEBORAH K. FACINI 225 MARKET STREET, 2ND FLOOR HARRISBURG, PA 17101	TRUSTEE 6.00	7,500.	0.	0.
JOHN C. KUNKEL,II 225 MARKET STREET, 2ND FLOOR HARRISBURG, PA 17101	TRUSTEE 6.00	7,500.	0.	0.
PAUL A. KUNKEL 225 MARKET STREET, 2ND FLOOR HARRISBURG, PA 17101	TRUSTEE 6.00	7,500.	0.	0.

JOHN K. STARK 225 MARKET STREET, 2ND FLOOR HARRISBURG, PA 17101	TRUSTEE 6.00	15,000.	0.	0.
JAY W. STARK 225 MARKET STREET, 2ND FLOOR HARRISBURG, PA 17101	TRUSTEE 6.00	15,000.	0.	0.
JENNIFER R. MAGUIRE-WRIGHT 225 MARKET STREET, 2ND FLOOR HARRISBURG, PA 17101	TRUSTEE 6.00	10,000.	0.	0.
WILLIAM T. WRIGHT II 225 MARKET STREET, 2ND FLOOR HARRISBURG, PA 17101	TRUSTEE 6.00	10,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		90,000.	0.	0.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 14
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

JOHN C. KUNKEL, II
225 MARKET STREET, 2ND FLOOR
HARRISBURG, PA 17101

TELEPHONE NUMBER

717-902-9817

FORM AND CONTENT OF APPLICATIONS

WRITTEN, INCLUDING SPECIFIC PROJECT BUDGET INCLUDING TOTAL PROJECT COST AND AMOUNT THAT IS REQUESTED. OTHER INFORMATION IS REQUIRED AS OUTLINED ON THE FOUNDATION'S WEBSITE KUNKELFOUNDATION.ORG.

ANY SUBMISSION DEADLINES

OCTOBER 1ST

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

BNY MELLON
WEALTH MANAGEMENT

Investment by Sector

Detail Settlement Date Positions as of 12/31/14

Settlement Date Positions as of 31 Dec 14
KUNKEL JOHN CRAIN FOUNDATION T/A - 10172827BN6

Shares/Par	Security Description	Cost	Market Value
Fixed Income			
Taxable Fixed Income			
Treasury			
49,551 75	US TREASURY INFLATION INDEXED BOND DTD 7/15/2008 1 375% 7/15/2018-912828JE1	48,633.33	51,901 49
35,000 00	UNITED STATES TREASURY NOTE DTD 7/31/2009 3.25% 7/31/2016-912828LD0	38,915 74	36,501 15
5,000 00	UNITED STATES TREASURY NOTE DTD 11/15/2009 3 375% 11/15/2019-912828LY4	4,980 10	5,416 80
90,000 00	UNITED STATES TREASURY NOTE DTD 2/28/2011 2 125% 2/29/2016-912828QJ2	94,956 82	91,842 30
40,000 00	UNITED STATES TREASURY NOTE DTD 6/30/2011 1 5% 6/30/2016-912828QR4	40,037 64	40,603 20
31,606 50	UNITED STATES TREASURY INFLATION PROTECTED SECURITY DTD 7/15/2011 0 625% 7/15/2021-912828QV5	32,804 02	32,004 11
5,000 00	UNITED STATES TREASURY NOTE DTD 8/15/2011 2 125% 8/15/2021-912828RC6	4,941 82	5,059 00
20,000 00	UNITED STATES TREASURY NOTE DTD 9/30/2011 1% 9/30/2016-912828RJ1	19,928 19	20,146 80
55,000 00	UNITED STATES TREASURY NOTE DTD 9/30/2011 1 375% 9/30/2018-912828RH5	54,733 78	54,948 30
210,000 00	UNITED STATES TREASURY NOTE DTD 12/31/2011 0 875% 12/31/2016-912828RX0	210,882 59	210,787 50
170,000 00	UNITED STATES TREASURY NOTE DTD 1/31/2012 0 875% 1/31/2017-912828SC5	169,308 71	170,491.30
40,000 00	UNITED STATES TREASURY NOTE DTD 2/15/2012 2% 2/15/2022-912828SF8	39,391 84	40,100 00
50,000.00	UNITED STATES TREASURY NOTE DTD 2/29/2012 0 875% 2/28/2017-912828SJ0	49,918 10	50,121 00

BNY MELLON
WEALTH MANAGEMENT

Investment by Sector

Detail Settlement Date Positions as of 12/31/14

Settlement Date Positions as of 31 Dec 14
KUNKEL JOHN CRAIN FOUNDATION T/A - 10172827BN6

Shares/Par	Security Description	Cost	Market Value
5,000 00	UNITED STATES TREASURY NOTE DTD 4/30/2012 1 25% 4/30/2019-912828ST8	4,845 92	4,941 80
83,635 20	US TREASURY INFLATION INDEXED BOND DTD 4/15/2012 0 125% 4/15/2017-912828SQ4	86,218 58	83,700.44
30,000 00	UNITED STATES TREASURY NOTE DTD 5/15/2012 1 75% 5/15/2022-912828SV3	30,044 65	29,491 50
15,000 00	UNITED STATES TREASURY NOTE DTD 8/31/2012 0 625% 8/31/2017-912828TM2	14,809 03	14,857 05
80,000 00	UNITED STATES TREASURY NOTE DTD 9/30/2012 0 625% 9/30/2017-912828TS9	79,346 97	79,144 00
15,000 00	UNITED STATES TREASURY NOTE DTD 10/31/2012 0 75% 10/31/2017-912828TW0	14,820 75	14,880.45
90,000 00	UNITED STATES TREASURY NOTE DTD 12/15/2012 25% 12/15/2015-912828UC2-121515	89,657 52	90,007 20
5,000 00	UNITED STATES TREASURY NOTE DTD 2/28/2013 1 25% 2/29/2020-912828UQ1	5,014 08	4,893 35
97,585 90	WI TREASURY SEC DTD 4/15/2013 0 125% 4/15/2018-912828UX6	102,217 46	97,219 95
25,000 00	UNITED STATES TREASURY NOTE DTD 4/30/2013 0 625% 4/30/2018-912828UZ1	24,440 32	24,492 25
70,000 00	UNITED STATES TREASURY NOTE DTD 6/15/2013 0 375% 6/15/2016-912828VG2-UST0516	69,808 31	70,054 60
135,000 00	UNITED STATES TREAS NOTE DTD 7/15/2013 0 625% 7/15/2016-912828VL1	135,213 15	135,263 25
25,000 00	UNITED STATES TREASURY N/B DTD 12/2/2013 2% 11/30/2020-912828A42-UST2020A	24,752 63	25,218 75
130,000 00	UNITED STATES TREASURY NOTES DTD 1/15/2014 0 75% 01/15/2017-912828A91	130,061 68	130,091 00
10,000 00	UNITED STATES TREASURY NOTE DTD 2/15/2014 2 75% 2/15/2024-912828B66-USE2524	10,043 71	10,522 70

BNY MELLON
WEALTH MANAGEMENT

Investment by Sector

Detail Settlement Date Positions as of 12/31/14

Settlement Date Positions as of 31 Dec 14
KUNKEL JOHN CRAIN FOUNDATION T/A - 10172827BN6

Shares/Par	Security Description	Cost	Market Value
15,000 00	UNITED STATES TREASURY NOTES DTD 5/15/2014 .875 5/15/2017-912828WH9	15,013 76	15,008 25
15,000 00	UNITED STATES TREASURY NOTE DTD 8/15/2014 2 375 8/15/2024-912828D56-UST2324	15,043.44	15,277 80
20,000 00	UNITED STATES TREASURY NOTES DTD 11/15/2014 2 25% 11/15/2024-912828G38	20,065 59	20,134 40
Sub Total Treasury		**1,680,850.23**	**1,675,121.69**
Government Related			
15,000 00	FEDERAL NATIONAL MORTGAGE ASSN DTD 4/30/2012 2% 4/30/2020-3136G0DU2	14,891 40	15,126 30
20,000 00	FEDERAL HOME LOAN BANK DTD 5/4/2004 5 375% 5/15/2019-3133X72S2	23,147 97	23,160 80
Sub Total Government Related		**38,039.37**	**38,287.10**
Corporate			
25,000 00	BURLINGTON NORTHN SANTA F DTD 4/13/2007 5 65% 5/1/2017-12189TAY0	27,489 59	27,421 50
25,000 00	MCDONALD'S CORP DTD 10/18/2007 5 8% 10/15/2017-58013MEB6	25,899 93	27,939 00
30,000 00	AMERICAN INTL GROUP DTD 12/12/2007 5 85% 1/16/2018-02687QDG0	35,208 34	33,543 00
25,000 00	NOVA SCOTIA PROVINCE DTD 1/26/2007 5 125% 1/26/2017-669827FT9	26,586 75	27,142 25
30,000 00	ASTRAZENECA PLC DTD 9/12/2007 5 9% 9/15/2017-046353AB4	30,390 44	33,637 20
35,000 00	ORACLE CORP DTD 4/9/2008 5 75% 4/15/2018-68389XAC9	35,839 20	39,566 10
5,000 00	JOHNSON CONTROLS INC DTD 1/17/2006 5 5% 1/15/2016-478366AR8	5,408.60	5,236 15
30,000 00	GLAXOSMITHKLINE CAP INC DTD 5/13/2008 5 65% 5/15/2018-377372AD9	30,045 49	33,795 60
10,000 00	UNITED TECHNOLOGIES CORP DTD 12/18/2005 6 125% 2/1/2019-913017BQ1	9,983 80	11,610 20

BNY MELLON
WEALTH MANAGEMENT

Investment by Sector

Detail Settlement Date Positions as of 12/31/14

Settlement Date Positions as of 31 Dec 14
KUNKEL JOHN CRAIN FOUNDATION T/A - 10172827BN6

Shares/Par	Security Description	Cost	Market Value
20,000 00	AMGEN INC DTD 1/16/2009 5 7% 2/1/2019-031162AZ3	19,955 40	22,497 60
20,000 00	PFIZER INC DTD 3/24/2009 6 2% 3/15/2019-717081DB6	20,992 70	23,267 80
15,000 00	OCCIDENTAL PETROLEUM COR DTD 5/15/09 4 125% 6/1/2016-674599BX2	16,636 50	15,672 15
20,000 00	METLIFE INC DTD 5/29/2009 6 75% 6/1/2016-59156RAU2	19,952 60	21,562 00
26,000 00	PRUDENTIAL FINANCIAL INC DTD 9/15/2009 4 75% 9/17/2015-74432QBJ3	26,358 16	26,679 12
30,000 00	ONTARIO (PROVINCE OF) DTD 10/7/2009 4% 10/7/2019-6832348D3	29,948.40	32,810 10
30,000 00	ADOBE SYSTEMS INC DTD 2/1/2010 4 75% 2/1/2020-00724FAB7	33,289 70	32,931 90
35,000 00	KRAFT FOODS INC DTD 2/8/2010 4 125% 2/9/2016-50075NBB9	35,155 69	36,300 25
30,000 00	GRUPO TELEVISA SAB DTD 5/12/2008 6% 5/15/2018-40049JAX5-TV18	34,446 79	33,322 80
40,000 00	WAL-MART STORES INC DTD 7/8/2010 3 625% 7/8/2020-931142CU5	43,761 75	42,714 40
25,000 00	AMERICAN EXPRESS CREDIT CO DTD 9/13/2010 2 75% 9/15/2015-0258M0DA4	25,300 90	25,385 75
25,000 00	DISCOVERY COMMUNICATIONS DTD 6/3/2010 3 7% 6/1/2015-25470DAB5	26,174 75	25,284 50
30,000 00	DOW CHEMICAL CO/THE DTD 11/9/2010 4 25% 11/15/2020-260543CC5	30,827 59	32,073 90
20,000 00	TIME WARNER CABLE INC DTD 11/15/2010 4 125% 2/15/2021-88732JAX6	19,685 45	21,403 80
30,000 00	PETROBRAS INTL FIN CO DTD 1/27/2011 3 875% 1/27/2016-71645WAT8	30,135 40	29,439 00
35,000 00	TELEFONICA EMISIONES SAU DTD 2/16/2011 3 992% 2/16/2016-87938WAN3	36,666 82	35,997 15
15,000 00	GENERAL ELEC CAP CORP DTD 2/11/2011 5 3% 2/11/2021-369622SM8	16,338.75	17,129 85
30,000.00	BP CAPITAL MARKETS PLC DTD 3/11/2011 3 2% 3/11/2016-05565QBQ0	29,972 40	30,808 80

BNY MELLON
WEALTH MANAGEMENT

Investment by Sector

Detail Settlement Date Positions as of 12/31/14

Settlement Date Positions as of 31 Dec 14
KUNKEL JOHN CRAIN FOUNDATION T/A - 10172827BN6

Shares/Par	Security Description	Cost	Market Value
35,000 00	AT&T INC DTD 4/29/2011 4 45% 5/15/2021-00206RAX0	36,952 10	37,604 35
20,000 00	HYDRO-QUEBEC DTD 6/30/2011 2% 6/30/2016-448814JB0	20,100 20	20,383 20
45,000 00	HSBC FINANCE CORP DTD 7/15/2011 6 676% 1/15/2021-40429CGD8	52,103 16	53,390 70
35,000 00	NBC UNIVERSAL MEDIA LLC DTD 4/1/2011 4 375% 4/1/2021-63946BAE0	39,494 35	38,493 00
35,000 00	BOSTON PROPERTIES LP DTD 11/10/2011 3 7% 11/15/2018-10112RAT1	36,849 58	36,905 05
10,000 00	DUKE ENERGY CAROLINAS DTD 12/8/2011 1 75% 12/15/2016-26442CAL8	9,983 70	10,144 30
35,000 00	TIME WARNER INC DTD 10/17/2011 4% 1/15/2022-887317AN5	36,547 20	36,583 05
30,000 00	A B B FINANCE USA INC DTD 5/8/2012 1 625% 5/8/2017-00037BAA0	30,351 67	30,098 70
25,000 00	DIAGEO CAPITAL PLC DTD 5/11/2012 1 5% 5/11/2017-25243YAR0	25,123 11	25,033 25
25,000 00	FORD MOTOR CREDIT CO LLC DTD 6/12/2012 3% 6/12/2017-345397WD1	25,207 95	25,650 25
25,000 00	ANHEUSER-BUSCH INBEV WOR DTD 7/16/2012 1 375% 7/15/2017-03523TBN7	24,975 16	24,977 75
35,000 00	WALGREENS CO DTD 9/13/2012 1 80% 9/15/2017-931422AJ8	35,060 11	35,017 15
30,000 00	ROYAL BK SCOTLND GRP PLC DTD 9/18/2012 2 55% 9/18/2015-780099CC9	30,043 22	30,300 30
15,000 00	ROYAL BANK OF CANADA DTD 9/19/2012 1 20% 9/19/2017-78011DAC8	14,998 50	14,914 35
30,000 00	DR PEPPER SNAPPLE GROUP DTD 11/15/2011 2 6% 1/15/2019-26138EAN9	30,387 77	30,244 80
30,000 00	NYSE EURONEXT DTD 10/5/2012 2% 10/5/2017-629491AB7	30,074 08	30,255 60
35,000 00	MORGAN STANLEY DTD 10/23/12 4 875% 11/1/22-6174824M3	36,116 15	37,172 80
30,000 00	AMAZON COM INC DTD 11/29/2012 1 2% 11/29/2017-023135AH9	29,775 60	29,681 70

BNY MELLON
WEALTH MANAGEMENT

Investment by Sector

Detail Settlement Date Positions as of 12/31/14

Settlement Date Positions as of 31 Dec 14
KUNKEL JOHN CRAIN FOUNDATION T/A - 10172827BN6

Shares/Par	Security Description	Cost	Market Value
40,000 00	INTEL CORP DTD 12/11/2012 1 35% 12/15/2017-458140AL4	40,028 30	39,941 60
18,000 00	CONAGRA FOODS INC DTD 1/25/2013 3 2% 1/25/2023-205887BR2	17,715 14	17,631 36
15,000 00	COCA-COLA CO/THE DTD 3/5/2013 1 15% 4/1/2018-191216BA7	14,828 85	14,826 60
40,000 00	JP MORGAN CHASE & CO DTD 5/1/2013 3 375% 5/1/2023-46625HJJ0	38,820 55	39,572 40
30,000 00	APPLE INC DTD 5/3/2013 1% 5/3/2018-037833AJ9	29,558 10	29,554 80
30,000 00	EMC CORP DTD 6/6/2013 1 875% 6/1/2018-268648AP7	30,004 43	29,898 00
40,000 00	GOLDMAN SACHS GROUP INC DTD 7/19/2013 2 9% 7/19/2018-38147MAA3	40,905 57	41,035 20
30,000 00	ABBVIE INC DTD 5/6/2013 1 2% 11/6/2015-00287YAG4	30,175 51	30,088 20
50,000 00	VERIZON COMMUNICATIONS DTD 9/18/2013 5 15% 9/15/2023-92343VBR4	50,267 98	55,211 50
20,000 00	SOCIETE GENERALE DTD 10/1/2013 2 625% 10/1/2018-83368RAD4	20,047 34	20,312 80
60,000 00	BANK OF AMERICA CORP DTD 10/22/2013 2 6% 1/15/2019-06051GEX3	60,162 12	60,466 80
20,000 00	KROGER CO/THE DTD 12/23/2013 2 3% 1/15/2019-501044CW9	20,147 34	19,995 20
30,000 00	TOYOTA MOTOR CREDIT CORP DTD 1/17/2014 2 1% 1/17/2019-89236TBB0	30,019 12	30,125 70
25,000 00	BRITICH TELECOM PLC DTD 2/14/2014 1 25% 2/14/2017-111021AJ0	24,974 75	24,875 50
35,000 00	CISCO SYSTEMS DTD 03/03/2014 2 125% 03/01/2019-17275RAR3	34,975 15	35,164 85
35,000 00	RABOBANK NEDERLAND NY DTD 3/19/2013 1 7% 3/19/2018-74977EPZ0	34,879 25	34,938 75
25,000 00	FIDELITY NATIONALINFORM DTD 6/3/2014 3 875% 6/5/2024-31620MAM8	24,920 62	25,252 50
30,000 00	CATERPILLAR FINANCIAL SE DTD 6/9/2014 2 1% 6/9/2019-14912L6B2	30,000 00	30,087 00
35,000 00	21ST CENTURY FOX AMERICA DTD 9/14/2012 3% 9/15/2022-652482CG3	34,334 30	34,763 75

BNY MELLON
WEALTH MANAGEMENT

Investment by Sector

Detail Settlement Date Positions as of 12/31/14

Settlement Date Positions as of 31 Dec 14
KUNKEL JOHN CRAIN FOUNDATION T/A - 10172827BN6

Shares/Par	Security Description	Cost	Market Value
15,000 00	AMERICAN HONDA FINANCE DTD 7/15/2014 1 2% 7/14/2017-02665WAF8	14,978 85	14,947 80
65,000 00	CITIGROUP INC DTD 7/29/2014 2 5% 7/29/2019-172967HU8	64,498 45	65,052 00
20,000 00	C V S CAREMARK CORP DTD 8/12/2014 2 25% 8/12/2019-126650CE8	20,009.89	19,916 40
20,000 00	THOMSON REUTERS CORP DTD 9/29/2014 1 65% 9/29/2017-884903BU8	19,970 55	19,877 40
Sub Total Corporate		**1,992,817.66**	**2,025,558.28**
Mortgage Backed Securities			
19,066 56	GNMA REMIC TRUST 2013-17 PASSTHRU CTF GNR 2013-17 AB DTD 2/1/2013 2 29917% 1/16/2049 SERIES 2013-17 CLASS AB-38378B7N3-GRT2249	19,052 76	18,935 00
24,132 59	FEDERAL NATIONAL MORTGAGE ASSN PASSTHRU CTF POOL NUMBER 465274 DTD 6/1/2010 3 69% 6/1/2017-31381M2F1-465274A	26,064 14	25,530 11
21,628 50	FEDERAL HOME LOAN MORTGAGE CORP PASSTHRU CTF DTD 12/1/2011 1 5% 7/15/2019 SERIES 3977 CLASS GA-3137AJZ49-FRS1519	21,892 08	21,748 54
38,047 51	GOVERNMENT NATIONAL MORTGAGE ASSOC PASSTHRU CTF DTD 8/1/2005 4 978% 2/16/2037 SERIES 2005-59 CLASS C-38373MRG7-GRT4937	40,045 01	39,499 02
15,000 00	GOVERNMENT NATIONAL MORTGAGE ASSOCIA PASSTHRU CTF DTD 2/1/2011 7% 10/16/2033 SERIES 2011-15 CLASS BA-38376GE55-GRT7033	15,656 25	15,586 95
Sub Total Mortgage Backed Securities		**122,710.24**	**121,299.62**
Asset Backed Securities			
20,000 00	SANTANDER DRIVE AUTO RECEIVABLES TRU PASSTHRU CTF DTD 5/4/2011 4 01% 2/15/2017 SERIES 2011-1 CLASS D-80282PAF2	20,475 78	20,333 80
45,000 00	SANTANDER DRIVE AUTO RECEIVABLES TRUST PASSTHRU CTF DTD 5/16/2012 3 27% 4/16/2018 SERIES 2012-3 CLASS C-80282WAE0	45,833 20	45,644 40
10,000 00	AMERICREDIT AUTOMOBILE RECEIVABLES TRUST PASSTHRU CTF DTD 6/27/2012 1 59% 7/10/2017 SERIES 2012-3 CLASS B-03061UAD5	10,050 78	10,047 10

BNY MELLON
WEALTH MANAGEMENT

Investment by Sector

Detail Settlement Date Positions as of 12/31/14

Settlement Date Positions as of 31 Dec 14
KUNKEL JOHN CRAIN FOUNDATION T/A - 10172827BN6

Shares/Par	Security Description	Cost	Market Value
20,000 00	SANTANDER DRIVE AUTO RECEIVABLES TRUST PASSTHRU CTF DTD 3/13/2013 1 33% 3/15/2018 SERIES 2013-2 CLASS B-80283DAD3	20,073 44	20,041 80
15,000 00	SANTANDER DRIVE AUTO RECEIVABLES TR PASSTHRU CTF DTD 11/20/2013 1 55% 10/15/2018 SERIES 2013-5 CLASS B-80281CAE5	15,096 68	15,048 00
Sub Total Asset Backed Securities		**111,529.88**	**111,115.10**
Other Individual Taxable Bonds			
10,000 00	CALIFORNIA ST DTD 4/28/2009 5 45% 4/1/2015 BUILD AMERICA BONDS-TAXABLE-VAR PURP-13063A5C4	10,061 80	10,127 80
20,000 00	CALIFORNIA ST DTD 4/28/2009 5.95% 4/1/2016 BUILD AMERICA BONDS-TAXABLE-VAR PURP-13063A5D2	20,101.20	21,314 60
40,000 00	MASSACHUSETTS ST DTD 12/1/2010 4 2% 12/1/2021 BUILD AMERICA BONDS-SER E-57582PWK2	40,512 55	43,974 00
20,000 00	UNIV OF CALIFORNIA CA REVENUES DTD 3/14/2013 1 796% 7/1/2019 TXBL-NTS-SER AH-91412GSB2	20,000 00	19,791 20
40,000 00	FLORIDA ST HURRICANE CATASTROPHE DTD 4/23/2013 2 995% 7/1/2020 SER A-34074GDH4-FSH2920	40,000 00	40,650 80
50,000 00	BANC OF AMERICA COMMERCIAL MORTGAGE TR PASSTHRU CTF DTD 9/1/2005 4 933% 7/10/2045 SERIES 2005-4 CLASS A5A-05947UX37-B2A5445	52,390 63	50,472 00
32,578 53	WACHOVIA BANK COMMERCIAL MORTGAGE PASSTHRU CTF DTD 3/1/2006 5 558% 3/15/2045-92976BFR8-W2A8445	34,943 02	33,724 64
30,000 00	NEW JERSEY ST ECON DEV AUTH RE DTD 5/6/2014 1 096% 6/15/2016 TXBL-REF-SCH FACS CONSTR-SER Q-6459186N8-NJS1016	30,000 00	30,009 30
25,000 00	CALIFORNIA ST EARTHQUAKE AUTH DTD 11/6/2014 2 805% 7/1/2019 TXBL-13017HAE6	24,999 35	24,950 75
Sub Total Other Individual Taxable Bonds		**273,008.55**	**275,015.09**
Sub Total Taxable Fixed Income		**4,218,955.93**	**4,246,396.88**

BNY MELLON
WEALTH MANAGEMENT

Investment by Sector

Detail Settlement Date Positions as of 12/31/14

Settlement Date Positions as of 31 Dec 14
KUNKEL JOHN CRAIN FOUNDATION T/A - 10172827BN6

Shares/Par	Security Description	Cost	Market Value
Tax Exempt Fixed Income			
ETM/Pre-Refunded			
40,000 00	MET TRANSPRTN AUTH NY SPL OBLG DTD 8/14/2014 3 018% 7/1/2024 ESCROWED TO MATURITY-59261EAK5	40,000 00	40,851 60
Sub Total ETM/Pre-Refunded		**40,000.00**	**40,851.60**
Sub Total Tax Exempt Fixed Income		**40,000.00**	**40,851.60**
High Yield			
33,808 34	DREYFUS HIGH YIELD FUND-261980759-DLHRX	219,568.92	218,063 82
Sub Total High Yield		**219,568.92**	**218,063.82**
Total Fixed Income		**4,478,524.85**	**4,505,312.30**

SUMMARY

	Cost	Market Value
U.S and State Government Obligations	**2,154,608.39**	**2,150,575.10**
Corporate Bonds	**2,323,916.46**	**2,354,737.20**
Totals	**4,478,524.85**	**4,505,312.30**

High yield

Pooled vehicle

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
33,808.344	Dreyfus High Yield Fund	$ 6.4500	$ 218,063.82	$ 219,568.92	$ -1,505.10	$ 13,895.23	6.4%	1.7%
Total high yield pooled vehicle			$ 218,063.82	$ 219,568.92	$ -1,505.10	$ 13,895.23		1.7%
Total high yield fixed income			**$ 218,063.82**	**$ 219,568.92**	**$ -1,505.10**	**$ 13,895.23**		**1.7%**
Total fixed income			**$ 4,505,312.30**	**$ 4,478,524.85**	**$ 26,787.45**	**$ 117,525.99**		**34.4%**

Equities

U.S. large cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
224	Actavis PLC (ACT)	$ 257.4100	$ 57,659.84	$ 32,258.24	$ 25,401.60	$ 0.00	0.0%	0.4%
680	Accenture PLC (ACN)	89.3100	60,730.80	56,685.71	4,045.09	1,387.20	2.3	0.5
907	Eaton Corp PLC (ETN)	67.9600	61,639.72	50,782.62	10,857.10	1,777.72	2.9	0.5
1,240	Ingersoll-Rand PLC (IR)	63.3900	78,603.60	62,454.42	16,149.18	1,240.00	1.6	0.6
2,210	Invesco Limited (IVZ)	39.5200	87,339.20	72,602.03	14,737.17	2,210.00	2.5	0.7
580	Mallinckrodt PLC (MNK)	99.0300	57,437.40	48,175.12	9,262.28	0.00	0.0	0.4
1,140	T E Connectivity Limited (TEL)	63.2500	72,105.00	68,244.42	3,860.58	1,322.40	1.8	0.6
830	Avago Technologies (AVGO)	100.5900	83,489.70	34,914.12	48,575.58	1,162.00	1.4	0.6
980	Aflac Inc (AFL)	61.0900	59,868.20	61,336.83	-1,468.63	1,528.80	2.6	0.5
410	AT&T Inc (T)	33.5900	13,771.90	11,599.22	2,172.68	770.80	5.6	0.1
1,360	Abbott Laboratories (ABT)	45.0200	61,227.20	52,337.85	8,889.35	1,305.60	2.1	0.5
1,280	Abbvie Inc. (ABBV)	65.4400	83,763.20	70,350.21	13,412.99	2,508.80	3.0	0.6
690	Adobe Systems Inc (ADBE)	72.7000	50,163.00	32,864.35	17,298.65	0.00	0.0	0.4
135	Alexion Pharmaceuticals Inc (ALXN)	185.0300	24,979.05	21,171.02	3,808.03	0.00	0.0	0.2
206	Amazon.Com Inc (AMZN)	310.3500	63,932.10	49,237.52	14,694.58	0.00	0.0	0.5
211	Amgen Inc (AMGN)	159.2900	33,610.19	24,651.74	8,958.45	666.76	2.0	0.3
1,788	Apple Inc (AAPL)	110.3800	197,359.44	57,170.29	140,189.15	3,361.44	1.7	1.5

Equities

U.S. large cap
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
118	Biogen Idec Inc (BIIB)	339.4500	40,055.10	36,295.66	3,759.44	0.00	0.0	0.3
690	Bristol-Myers Squibb Company (BMY)	59.0300	40,730.70	30,262.09	10,468.61	1,021.20	2.5	0.3
960	Capital One Financial Corporation (COF)	82.5500	79,248.00	49,073.27	30,174.73	1,152.00	1.5	0.6
710	Cardinal Health Inc (CAH)	80.7300	57,318.30	50,452.97	6,865.33	972.70	1.7	0.4
490	Caterpillar Inc (CAT)	91.5300	44,849.70	41,111.88	3,737.82	1,372.00	3.1	0.3
830	Celanese Corp (CE) Series A	59.9600	49,766.80	40,838.91	8,927.89	830.00	1.7	0.4
487	Celgene Corp (CELG)	111.8600	54,475.82	50,074.51	4,401.31	0.00	0.0	0.4
2,270	Centerpoint Energy Inc (CNP)	23.4300	53,186.10	56,651.27	-3,465.17	2,156.50	4.1	0.4
460	The Cheesecake Factory (CAKE)	50.3100	23,142.60	22,290.11	852.49	303.60	1.3	0.2
497	Chevron Corporation (CVX)	112.1800	55,753.46	62,599.31	-6,845.85	2,127.16	3.8	0.4
1,300	Comcast Corp Cl A (CMCSA)	58.0100	75,413.00	60,159.11	15,253.89	1,170.00	1.6	0.6
434	Costco Whsl Corp New (COST)	141.7500	61,519.50	50,846.18	10,673.32	616.28	1.0	0.5
390	The Walt Disney Company (DIS)	94.1900	36,734.10	17,874.83	18,859.27	448.50	1.2	0.3
810	Dover Corp (DOV)	71.7200	58,093.20	59,866.48	-1,773.28	1,296.00	2.2	0.4
1,050	Dow Chemical Co (DOW)	45.6100	47,890.50	51,582.90	-3,692.40	1,764.00	3.7	0.4
1,420	Electronic Arts Inc (EA)	47.0150	66,761.30	53,514.62	13,246.68	0.00	0.0	0.5
688	Exxon Mobil Corp (XOM)	92.4500	63,605.60	36,346.24	27,259.36	1,898.88	3.0	0.5
1,000	Facebook Inc. (FB)	78.0200	78,020.00	51,023.32	26,996.68	0.00	0.0	0.6
1,730	F N F V Group (FNF)	34.4500	59,598.50	43,198.81	16,399.69	1,314.80	2.2	0.5
600	Gilead Sciences Inc (GILD)	94.2600	56,556.00	36,969.36	19,586.64	0.00	0.0	0.4
99	Google Inc - Cl A (GOOGL)	530.6600	52,535.34	48,212.82	4,322.52	0.00	0.0	0.4
46	Google Inc-Cl C (GOOG)	526.4000	24,214.40	20,712.96	3,501.44	0.00	0.0	0.2
690	H C A Holdings Inc (HCA)	73.3900	50,639.10	37,246.10	13,393.00	0.00	0.0	0.4
1,050	Halliburton Co (HAL)	39.3300	41,296.50	50,648.29	-9,351.79	756.00	1.8	0.3
740	Harley Davidson Inc (HOG)	65.9100	48,773.40	43,204.72	5,568.68	814.00	1.7	0.4
1,480	Hartford Finl Svcs Group Inc (HIG)	41.6900	61,701.20	53,989.81	7,711.39	1,065.60	1.7	0.5

Equities

U.S. large cap
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
419	Hershey Co (HSY)	103.9300	43,546.67	43,748.31	-201.64	896.66	2.1	0.3
610	Home Depot Inc (HD)	104.9700	64,031.70	48,746.87	15,284.83	1,146.80	1.8	0.5
760	Honeywell Intl Inc (HON)	99.9200	75,939.20	64,284.68	11,654.52	1,573.20	2.1	0.6
640	Illinois Tool Wks Inc (ITW)	94.7000	60,608.00	55,547.71	5,060.29	1,241.60	2.1	0.5
2,460	Intel Corp (INTC)	36.2900	89,273.40	85,318.20	3,955.20	2,214.00	2.5	0.7
421	Intercontinentalexchange Group, Inc.(ICE)	219.2900	92,321.09	63,066.83	29,254.26	1,094.60	1.2	0.7
1,432	JP Morgan Chase & Co (JPM)	62.5800	89,614.56	53,659.90	35,954.66	2,291.20	2.6	0.7
1,050	Johnson Controls Inc (JCI)	48.3400	50,757.00	43,113.32	7,643.68	1,092.00	2.2	0.4
730	Lam Resh Corp (LRCX)	79.3400	57,918.20	53,333.03	4,585.17	525.60	0.9	0.4
690	Las Vegas Sands Corp (LVS)	58.1600	40,130.40	38,636.88	1,493.52	1,380.00	3.4	0.3
1,640	Marathon Oil Corp (MRO)	28.2900	46,395.60	50,817.86	-4,422.26	1,377.60	3.0	0.4
520	Mead Johnson Nutrition Company (MJN)	100.5400	52,280.80	47,870.20	4,410.60	780.00	1.5	0.4
1,110	Merck & Co Inc (MRK)	56.7900	63,036.90	57,911.39	5,125.51	1,998.00	3.2	0.5
648	Monster Beverage Corporation (MNST)	108.3500	70,210.80	44,732.17	25,478.63	0.00	0.0	0.5
880	Nucor Corp (NUE)	49.0500	43,164.00	41,498.16	1,665.84	1,311.20	3.0	0.3
630	PNC Financial Services Group (PNC)	91.2300	57,474.90	48,792.55	8,682.35	1,209.60	2.1	0.4
402	P V H Corp (PVH)	128.1700	51,524.34	36,886.36	14,637.98	60.30	0.1	0.4
908	Pepsico Inc (PEP)	94.5600	85,860.48	41,684.64	44,175.84	2,378.96	2.8	0.7
1,622	Pfizer Inc (PFE)	31.1500	50,525.30	26,031.16	24,494.14	1,816.64	3.6	0.4
510	Philip Morris International Inc (PM)	81.4500	41,539.50	22,432.32	19,107.18	2,040.00	4.9	0.3
540	Phillips 66 (PSX)	71.7000	38,718.00	39,689.66	-971.66	1,080.00	2.8	0.3
430	The Procter & Gamble Company (PG)	91.0900	39,168.70	35,160.15	4,008.55	1,106.82	2.8	0.3
1,180	Salesforce.Com Inc (CRM)	59.3100	69,985.80	55,272.19	14,713.61	0.00	0.0	0.5
643	Schlumberger Ltd (SLB)	85.4100	54,918.63	53,836.60	1,082.03	1,028.80	1.9	0.4
328	Sempra Energy (SRE)	111.3600	36,526.08	28,985.96	7,540.12	865.92	2.4	0.3
1,210	Servicenow, Inc. (NOW)	67.8500	82,098.50	56,884.92	25,213.58	0.00	0.0	0.6

Equities

U.S. large cap
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
1,870	Southwestern Energy Co (SWN)	27.2900	51,032.30	65,783.85	-14,751.55	0.00	0.0	0.4
1,160	State Street Corp (STT)	78.5000	91,060.00	82,185.77	8,874.23	1,392.00	1.5	0.7
372	Thermo Fisher Scientific Inc. (TMO)	125.2900	46,607.88	39,351.77	7,256.11	223.20	0.5	0.4
890	Time Warner Inc (TWX)	85.4200	76,023.80	67,680.26	8,343.54	1,130.30	1.5	0.6
940	Twitter, Inc. (TWTR)	35.8700	33,717.80	46,732.65	-13,014.85	0.00	0.0	0.3
470	Union Pac Corp (UNP)	119.1300	55,991.10	39,948.03	16,043.07	940.00	1.7	0.4
592	United Technologies Corp (UTX)	115.0000	68,080.00	63,634.31	4,445.69	1,397.12	2.1	0.5
1,100	Valero Energy Corp New (VLO)	49.5000	54,450.00	43,887.87	10,562.13	1,210.00	2.2	0.4
420	Verizon Communications Inc (VZ)	46.7800	19,647.60	20,880.72	-1,233.12	924.00	4.7	0.2
1,560	Wells Fargo & Company (WFC)	54.8200	85,519.20	38,574.56	46,944.64	2,184.00	2.6	0.7
810	Yum! Brands Inc (YUM)	72.8500	59,008.50	60,420.27	-1,411.77	1,328.40	2.3	0.5
3,138.78	Dreyfus Strategic Value Fund (DRGYX)	39.8200	124,986.22	127,482.34	-2,496.12	1,500.34	1.2	1.0
32,742.123	BNY Mellon Income Stock Fund (MPISX)	8.9500	293,042.00	289,339.09	3,702.91	6,581.17	2.3	2.2
8,758.176	BNY Mellon Focused Equity (MFOMX) Opportunities Fund	15.0900	132,160.88	118,080.26	14,080.62	840.78	0.6	1.0
10,028.789	Dreyfus U.S. Equity Fund (DPUYX)	19.7400	197,968.29	186,196.39	11,771.90	1,213.48	0.6	1.5
Total U.S. large cap			**$ 5,466,421.88**	**$ 4,490,002.40**	**$ 976,419.48**	**$ 91,695.03**		**41.8%**

U.S. mid cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
56,624.099	The BNY Mellon Mid Cap (MPMCX) Multi-Strategy Fund	$ 15.0000	$ 849,361.49	$ 570,295.92	$ 279,065.57	$ 2,327.25	0.3%	6.5%
Total U.S. mid cap			**$ 849,361.49**	**$ 570,295.92**	**$ 279,065.57**	**$ 2,327.25**		**6.5%**

U.S. small cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
6,292.223	Dreyfus Opportunistic Small Cap Fund(DSCVX)	$ 30.6700	$ 192,982.48	$ 158,604.24	$ 34,378.24	$ 0.00	0.0%	1.5%
11,121.768	Dreyfus Select Managers Small Cap (DMVYX) Value Fund	22.7400	252,909.00	219,516.41	33,392.59	1,623.78	0.6	1.9
Total U.S. small cap			**$ 445,891.48**	**$ 378,120.65**	**$ 67,770.83**	**$ 1,623.78**		**3.4%**

Developed international

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
431	Anheuser Busch Inbev Spn (BUD)	$ 112.3200	$ 48,409.92	$ 46,567.36	$ 1,842.56	$ 1,152.49	2.4%	0.4%
25,839.723	BNY Mellon International Fund (MPITX)	11.4000	294,572.84	264,118.48	30,454.36	4,857.87	1.7	2.3
10,974.852	Dreyfus/Newton International Equity (NIEYX) Fund	18.8000	206,327.22	149,732.88	56,594.34	7,012.93	3.4	1.6
20,707.523	Dreyfus International Stock Fund (DISYX)	14.5100	300,466.16	252,331.73	48,134.43	4,762.73	1.6	2.3
Total developed international			**$ 849,776.14**	**$ 712,750.45**	**$ 137,025.69**	**$ 17,786.02**		**6.5%**

Emerging markets

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
63,176.506	BNY Mellon Emerging Markets Fund (MEMKX)	$ 9.3500	$ 590,700.33	$ 579,435.07	$ 11,265.26	$ 8,276.12	1.4%	4.5%
6,207.966	Dfa Emerging Markets Core Equity (DFCEX) Funds	18.9200	117,454.72	120,000.00	-2,545.28	2,396.27	2.0	0.9
Total emerging markets			**$ 708,155.05**	**$ 699,435.07**	**$ 8,719.98**	**$ 10,672.39**		**5.4%**

Equity reits

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
15,805.025	Dreyfus Global Real Estate (DRLYX) Securities Fund	$ 9.0500	$ 143,035.48	$ 120,646.68	$ 22,388.80	$ 3,729.99	2.6%	1.1%
1,641.1301	Outfront Media Inc. (OUT)	26.8400	44,047.93	52,854.18	-8,806.25	2,428.87	5.5	0.3
Total equity reits			**$ 187,083.41**	**$ 173,500.86**	**$ 13,582.55**	**$ 6,158.86**		**1.4%**
Total equities			**$ 8,506,689.45**	**$ 7,024,105.35**	**$ 1,482,584.10**	**$ 130,263.33**		**65.0%**
Total assets			**$ 13,095,022.76**	**$ 11,585,651.21**	**$ 1,509,371.55**	**$ 247,789.32**		**100.0%**