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EXTENDED TO AUGUST 17, 2015
Return of Private Foundation

OMB No 1545-0052

2014

Form 990-PF

Department of the Treasury
Internal Revenue Service

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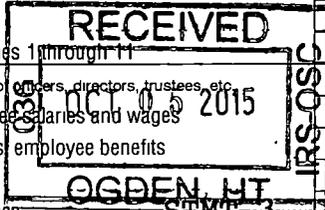
For calendar year 2014 or tax year beginning

, and ending

Name of foundation MACAULEY & HELEN DOW WHITING FOUNDATION		A Employer identification number 23-7418814
Number and street (or P O box number if mail is not delivered to street address) 3185 HAMMOCK WAY	Room/suite	B Telephone number 407-628-8900
City or town, state or province, country, and ZIP or foreign postal code VERO BEACH, FL 32963		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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 checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 3,574,268. (Part I, column (d) must be on cash basis.)	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"/>

SCANNED OCT 13 2015

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received					
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		43,231.	43,231.	43,231.	STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		249,393.			
b Gross sales price for all assets on line 6a 5,180,922.					
7 Capital gain net income (from Part IV, line 2)			249,393.		
8 Net short-term capital gain				N/A	
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		40,416.	40,416.	40,416.	STATEMENT 2
12 Total. Add lines 1 through 11		333,040.	333,040.	83,647.	
13 Compensation of officers, directors, trustees, etc.		0.	0.	0.	0.
14 Other employee salaries and wages					
15 Pension plans employee benefits					
16a Legal fees					
b Accounting fees STMT 3		2,500.	2,500.	2,500.	0.
c Other professional fees STMT 4		40,052.	40,052.	40,052.	0.
17 Interest		26.	26.	26.	0.
18 Taxes STMT 5		1,807.	1,807.	1,807.	0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		4,965.	4,965.	4,965.	0.
24 Total operating and administrative expenses Add lines 13 through 23		49,350.	49,350.	49,350.	0.
25 Contributions, gifts, grants paid		172,500.			172,500.
26 Total expenses and disbursements. Add lines 24 and 25		221,850.	49,350.	49,350.	172,500.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		111,190.			
b Net investment income (if negative, enter -0-)			283,690.		
c Adjusted net income (if negative, enter -0-)				34,297.	



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LHA For Paperwork Reduction Act Notice, see instructions

Form 990-PF (2014)

Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		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	280,887.	141,984.	141,984.
	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			
	b Investments - corporate stock STMT 7	3,135,670.	3,385,763.	3,432,284.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶			
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,416,557.	3,527,747.	3,574,268.	
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. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	5,063,261.	5,063,261.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	<1,646,704.>	<1,535,514.>		
30 Total net assets or fund balances	3,416,557.	3,527,747.		
31 Total liabilities and net assets/fund balances	3,416,557.	3,527,747.		

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	3,416,557.
2 Enter amount from Part I, line 27a	2	111,190.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	3,527,747.
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	3,527,747.

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				
b	SEE ATTACHED STATEMENT			
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				
b				
c				
d				
e	5,180,922.	4,931,529.	249,393.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			249,393.	
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	249,393.
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	101,694.

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	155,000.	3,478,502.	.044559
2012	194,064.	3,288,221.	.059018
2011	177,500.	3,615,244.	.049098
2010	135,000.	3,468,216.	.038925
2009	209,435.	3,105,769.	.067434
2	Total of line 1, column (d)		2 .259034
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 .051807
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5		4 3,568,000.
5	Multiply line 4 by line 3		5 184,847.
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 2,837.
7	Add lines 5 and 6		7 187,684.
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.		8 172,500.

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	5,674.
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	5,674.
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	5,674.
6	Credits/Payments:		
6a	2014 estimated tax payments and 2013 overpayment credited to 2014		4,827.
6b	Exempt foreign organizations - tax withheld at source		
6c	Tax paid with application for extension of time to file (Form 8868)		
6d	Backup withholding erroneously withheld		
7	Total credits and payments. Add lines 6a through 6d	7	4,827.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	11.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	858.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2015 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

N/A

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)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of MACAULEY WHITING, JR. Telephone no. 407-628-8900 Located at 3185 HAMMOCK WAY, VERO BEACH, FL ZIP+4 32789
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
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

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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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.)
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
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?
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? 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.)
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?
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.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?

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 Yes No X

If "Yes" to 6b, file Form 8870.

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **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
MACAULEY WHITING 3185 HAMMOCK WAY VERO BEACH, FL 32789	TRUSTEE 0.50	0.	0.	0.
SARA S. WHITING 3185 HAMMOCK WAY VERO BEACH, FL 32789	TRUSTEE 0.50	0.	0.	0.
MACAULEY WHITING, JR. 3185 HAMMOCK WAY VERO BEACH, FL 32789	TRUSTEE & PRESIDENT 2.00	0.	0.	0.
MARY M. WHITING P.O. BOX 1116 BLUE HILL, ME 04614	TRUSTEE & SECRETARY 0.50	0.	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	
3 All other program-related investments. See instructions.	
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	3,468,265.
b	Average of monthly cash balances	1b	154,070.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,622,335.
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	3,622,335.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	54,335.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,568,000.
6	Minimum investment return. Enter 5% of line 5	6	178,400.

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	178,400.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	5,674.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,674.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	172,726.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	172,726.
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	172,726.

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	172,500.
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	172,500.
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	0.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	172,500.

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				172,726.
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	55,277.			
b From 2010				
c From 2011				
d From 2012	31,525.			
e From 2013				
f Total of lines 3a through e	86,802.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ 172,500.				
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				172,500.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (if an amount appears in column (d), the same amount must be shown in column (a))	226.			226.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	86,576.			
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	55,051.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	31,525.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012	31,525.			
d Excess from 2013				
e Excess from 2014				

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		(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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:

- 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				
BLUE HILL HERITAGE TRUST P.O. BOX 222 BLUE HILL, ME 04614	NONE	PRIVATE	GENERAL	25,000.
BLUE HILL LIBRARY 5 PARKER POINT ROAD BLUE HILL, ME 04614	NONE	PRIVATE	GENERAL	30,000.
FLORIDA COLLEGIATE SUMMER LEAGUE 1778 PARK AVE MAITLAND, FL 32751	NONE	PRIVATE	GENERAL	40,000.
KNEISEL HALL P.O. BOX 648 BLUE HILL, ME 04614	NONE	PRIVATE	GENERAL	5,000.
NORTHWOOD UNIVERSITY 2600 NORTH MILITARY TRAIL WEST PALM BEACH, FL 33409	NONE	PRIVATE	GENERAL	25,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				172,500.
b Approved for future payment				
NONE				
Total ▶ 3b				0.

MACAULEY & HELEN DOW WHITING FOUNDATION

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 STATEMENT 1	P	VARIOUS	12/31/14
b STATEMENT 1	P	VARIOUS	12/31/14
c ACAP STRATEGIC FUND	P	02/26/13	12/31/14
d ACAP STRATEGIC FUND	P	VARIOUS	12/31/14
e STATEMENT 2	P	VARIOUS	12/31/14
f STATEMENT 2	P	VARIOUS	12/31/14
g STATEMENT 2	P	VARIOUS	12/31/14
h			
i			
j			
k			
l			
m			
n			
o			

(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 72,631.		71,261.	1,370.
b 269,715.		216,508.	53,207.
c 370,396.		334,444.	35,952.
d 29,604.		29,858.	<254.>
e 3,880,202.		3,779,878.	100,324.
f 394,866.		377,202.	17,664.
g 163,508.		122,378.	41,130.
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			** 1,370.
b			53,207.
c			35,952.
d			<254.>
e			** 100,324.
f			17,664.
g			41,130.
h			
i			
j			
k			
l			
m			
n			
o			

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	249,393.
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	101,694.

UBS FINANCIAL SERVICES INC. Account 3L 00203
 2014-1099-B Proceeds from Broker and Barter Exchange Transactions OMB No. 1545-0715

2- SHORT-TERM TRANSACTIONS 3- Basis is reported to the IRS**

Report on Form 8949, Part I, with Box A checked

1a- Description of property/CUSIP/Symbol	1c- Date sold or disposed	Quantity	6- Reported (G)ross (N)et	1d- Proceeds & 6- Reported (G)ross (N)et	1b- Date acquired	1e- Cost or other basis	1g- Adjustments & 1f- Code(s), if any	7- Less net allowed(X) Additional Information
ADT CORP COM / CUSIP: 001011106 / Symbol: ADT	12/08/14	21,000	693.89	693.89	08/27/14	769.78	0.00	-75.89 Sale
AT&T INC / CUSIP: 00206R102 / Symbol: T	02/05/14	105,000	3,379.32	3,379.32	02/07/13	3,699.82	0.00	-320.50 Sale
BHP BILLITON LIMITED SPON ADR / CUSIP: 088606108 / Symbol: BHP	01/16/14	13,000	867.33	867.33	02/07/13	1,004.58	0.00	-137.25 Sale
CME GROUP INC / CUSIP: 12572Q105 / Symbol: CME	08/27/14	32,000	2,441.02	2,441.02	01/31/14	2,353.17	0.00	87.85 Sale
CHUBB CORP COMMON STOCK / CUSIP: 171232101 / Symbol: CB	08/27/14	51,000	4,668.63	4,668.63	10/25/13	4,719.19	0.00	-50.56 Sale
COMCAST CORP NEW SPECIAL CL A / CUSIP: 20030N200 / Symbol: CMCSK	08/27/14	18,000	879.97	879.97	01/14/14	913.56	0.00	66.41 Sale
DEERE AND CO COMMON STOCK / CUSIP: 244199105 / Symbol: DE	01/31/14	56,000	4,847.90	4,847.90	02/07/13	5,154.80	0.00	-306.90 Sale
FLOWERVE CORP / CUSIP: 34354P105 / Symbol: FLS	10/23/14	6,000	397.85	397.85	08/27/14	456.31	0.00	-58.46 Sale
12/08/14	57,000	3,496.12	3,496.12	3,496.12	08/27/14	4,334.96	0.00	-838.84 Sale
		Security total:	3,893.97	3,893.97		4,791.27	0.00	-897.30
GENL ELECTRIC CO / CUSIP: 369804103 / Symbol: GE	08/27/14	55,000	1,440.42	1,440.42	11/08/13	1,477.28	0.00	-36.86 Sale
INTEL CORP COMMON STOCK / CUSIP: 458140100 / Symbol: INTC								
2 tax lots for 08/27/14. Total proceeds (and cost when required) reported to the IRS.								
		62,000	2,155.31	2,155.31	02/14/14	1,525.08	0.00	630.23 Sale
		35,000	1,216.70	1,216.70	08/14/14	1,187.17	0.00	29.53 Sale
		97,000	3,372.01	3,372.01	VARIOUS	2,712.25	0.00	659.76 Total of 2 lots
KONINKLIJKE PHILIPS NV SPON ADR / CUSIP: 500472303 / Symbol: PHG	10/23/14	12,000	320.89	320.89	08/27/14	370.56	0.00	-49.67 Sale

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UBS FINANCIAL SERVICES INC. Account 3L 00203
Proceeds from Broker and Barter Exchange Transactions OMB No. 1545-0715
 2014 1099-B* (continued)

2- SHORT-TERM TRANSACTIONS 5- COVERED tax lots 3- Basis is reported to the IRS**
 Report on Form 8949, Part I, with Box A checked

1a- Description of property/CUSIP/Symbol	1c- Date sold or disposed	Quantity	6- Reported (Gross (Net)	1d- Proceeds & 1b- Date acquired	1e- Cost or other basis	1f- Adjustments & 7- Loss not allowed (X)	Gain or loss(-) & Additional Information
KONINKLIJKE PHILIPS NV SPON ADR / CUSIP: 500472303 / Symbol: PHG (cont'd)	12/08/14	27,000	798.20	08/27/14	833.76	0.00	-35.56 Sale
		Security total:	1,119.09		1,204.32	0.00	-85.23
L-3 COMMUNICATIONS HOLDINGS CORP / CUSIP: 502424104 / Symbol: LLL	10/23/14	16,000	1,829.19	08/27/14	1,752.83	0.00	-76.36 Sale
	12/08/14	20,000	2,500.14	08/27/14	2,191.04	0.00	309.10 Sale
		Security total:	4,329.33		3,943.87	0.00	385.46
LOCKHEED MARTIN CORP COMMON STOCK / CUSIP: 539830109 / Symbol: LMT	08/27/14	16,000	2,825.38	01/31/14	2,384.35	0.00	441.03 Sale
LORILLARD INC / CUSIP: 544147101 / Symbol: LO	01/02/14	77,000	3,857.09	02/07/13	3,081.20	0.00	775.89 Sale
MERCK & CO INC NEW COM / CUSIP: 58933Y105 / Symbol: MRK	08/27/14	19,000	1,147.84	01/14/14	1,001.58	0.00	146.26 Sale
MICROSOFT CORP / CUSIP: 594918104 / Symbol: MSFT							
2 tax lots for 08/27/14. Total proceeds (and cost when required) reported to the IRS.							
		32,000	1,434.96	01/15/14	1,170.33	0.00	264.63 Sale
		27,000	1,210.74	08/14/14	1,193.73	0.00	17.01 Sale
		59,000	2,645.70	VARIOUS	2,364.06	0.00	281.64 Total of 2 lots
MORGAN STANLEY NEW / CUSIP: 617446448 / Symbol: MS	08/27/14	74,000	2,526.63	01/21/14	2,443.57	0.00	83.06 Sale
NEWMONT MINING CORP (HOLDING CO) / CUSIP: 651639106 / Symbol: NEM	01/15/14	46,000	1,088.23	02/14/13	2,048.93	0.00	-960.70 Sale
PHILIP MORRIS INTL INC / CUSIP: 718172109 / Symbol: PM	01/02/14	35,000	3,013.62	02/07/13	3,145.74	0.00	-132.12 Sale
PUBLIC SERVICE ENTERPRISE GROUP INC COMMON STOCK / CUSIP: 744573108 / Symbol: PEG	01/02/14	57,000	1,793.55	02/07/13	1,795.95	0.00	-2.40 Sale

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UBS FINANCIAL SERVICES INC
 Account 3L 00203
 2014-1099-B* (continued) OMB No. 1545-0715
Proceeds from Broker and Barter Exchange Transactions

2- SHORT-TERM TRANSACTIONS
 Report on Form 8949, Part I, with Box A checked
5- COVERED tax lots 3- Basis is reported to the IRS**

1a- Date sold or disposed	Quantity	6- Reported (G) / CUSIP	1d- Proceeds & Reported (N) net	1b- Date acquired	1e- Cost or other basis	1g- Adjustments & 1f- Code(s), if any	7- Loss not allowed (X)	Gain or loss(-) & Additional information
08/27/14	32 000	QUALCOMM INC COMMON STOCK / CUSIP: 747525103 / Symbol: QCOM	2,453.52	02/14/14	2,436.75	0.00		16.77 Sale
12/08/14	34 000	BRITISH SKY BROADCAST GRP PLC SPON ADR / CUSIP: 83084V106 / Symbol: SKYAY	2,010.72	08/27/14	1,979.48	0.00		31.24 Sale
12/08/14	25 000	STANLEY BLACK & DECKER INC COM / CUSIP: 854502101 / Symbol: SWK	2,392.20	08/27/14	2,272.39	0.00		119.81 Sale
08/27/14	27 000	SUNTRUST BANKS INC COMMON STOCK / CUSIP: 867914103 / Symbol: STI	1,025.02	01/14/14	1,031.87	0.00		-6.85 Sale
01/14/14	46 000	UNILEVER NV NY SHS NEW NETHERLANDS SPON SPON ADR / CUSIP: 904784709 / Symbol: UN	1,793.17	02/07/13	1,793.43	0.00		-0.26 Sale
08/27/14	38 000	UNION PACIFIC CORP COMMON STOCK / CUSIP: 907818108 / Symbol: UNP	3,999.54	01/14/14	3,209.91	0.00		789.63 Sale
07/02/14	0 918	VERITIV CORP COM / CUSIP: 923454102 / Symbol: VRTV	33.26	07/15/13	32.65	0.00		0.61 Sale
10/23/14	8 000	WESTERN UNION CO / CUSIP: 959802109 / Symbol: WU	131.62	08/27/14	140.22	0.00		-8.60 Sale
12/08/14	224 000	Security total:	4,140.35	08/27/14	3,926.04	0.00		214.31 Sale
			4,271.97		4,066.26	0.00		205.71
12/08/14	16 000	WYNDHAM WORLDWIDE CORP / CUSIP: 98310W108 / Symbol: WYN	1,350.85	08/27/14	1,288.72	0.00		62.13 Sale
10/23/14	56 000	YAHOO INC / CUSIP: 984332106 / Symbol: YHOO	2,369.87	08/27/14	2,140.07	0.00		229.80 Sale
		Totals:	72,631.04		71,260.80	0.00		1,370.24

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UBS FINANCIAL SERVICES INC.
Proceeds from Broker and Barter Exchange Transactions
 Account 3L 00203
 OMB No 1545-0715
 2014 1099-B* (continued)

2- LONG-TERM TRANSACTIONS		5- COVERED tax lots 3- Basis is reported to the IRS**					Gain or loss(-) & 7- Loss not allowed(X)	Additional Information
1a- Description of property/CUSIP/Symbol	1c- Date sold or disposed	Quantity	6- Reported (G)ross (N)et	1b- Date acquired	1d- Proceeds & 1e- Cost or other basis	1f- Adjustments & Code(s), if any		
ABBOTT LABS COMMON STOCK / CUSIP: 002824100 / Symbol: ABT	40,000	1,707.56	02/07/13	0.00	1,372.63	0.00	334.93 Sale	
ABBVIE INC COM / CUSIP: 00287Y108 / Symbol: ABBV	41,000	2,279.96	02/07/13	0.00	1,487.89	0.00	792.07 Sale	
AMER EXPRESS CO / CUSIP: 025816109 / Symbol: AXP	37,000	3,305.14	02/07/13	0.00	2,303.14	0.00	1,002.00 Sale	
AMERICAN TOWER CORP REIT SBI / CUSIP: 03027X100 / Symbol: AMT	14,000	1,381.77	02/07/13	0.00	1,061.20	0.00	320.57 Sale	
BHP BILLITON LIMITED SPON ADR / CUSIP: 088606108 / Symbol: BHP	56,000	3,911.16	02/07/13	0.00	4,327.43	0.00	-416.27 Sale	
BRISTOL MYERS SQUIBB CO COMMON STOCK / CUSIP: 110122108 / Symbol: BMY	146,000	7,331.96	02/07/13	0.00	5,324.15	0.00	2,007.81 Sale	
CHEVRON CORP / CUSIP: 166764100 / Symbol: CVX	64,000	8,234.07	02/07/13	0.00	7,358.52	0.00	875.55 Sale	
CITIGROUP INC / CUSIP: 172967424 / Symbol: C	46,000	2,384.30	03/11/13	0.00	2,195.26	0.00	189.04 Sale	
	23,000	1,192.75	05/08/13	0.00	1,131.60	0.00	60.35 Sale	
	69,000	3,576.45	VARIOUS	0.00	3,327.06	0.00	249.39 Total of 2 lots	
COCA COLA CO COM COMMON STOCK / CUSIP: 191216100 / Symbol: KO	29,000	1,113.70	02/07/13	0.00	1,127.13	0.00	-13.43 Sale	
	65,000	2,704.21	02/07/13	0.00	2,526.31	0.00	177.90 Sale	
		3,817.91		0.00	3,653.44	0.00	164.47	
COMCAST CORP NEW SPECIAL CL A / CUSIP: 20030N200 / Symbol: CMCSK	75,000	4,083.19	02/07/13	0.00	2,791.94	0.00	1,291.25 Sale	

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UBS FINANCIAL SERVICES INC. Account 3L 00203
2014-1099-B* (continued) OMB No. 1545-0715
Proceeds from Broker and Barter Exchange Transactions

2- LONG-TERM TRANSACTIONS 5- COVERED tax lots 3- Basis is reported to the IRS**
 Report on Form 8949, Part II, with Box D checked

1a- Description of property/CUSIP/Symbol	Quantity	6- Reported CL A / CUSIP: 20030N200 / Symbol: CMCSK (cont'd)	1d- Proceeds & Reported (G)/ross (Net) acquired	1b- Date acquired	1e- Cost or other basis	1g- Adjustments & 1f- Code(s), if any	7- Loss not allowed(X)	Gain or loss(-) & Additional Information
COMCAST CORP NEW SPECIAL CL A / CUSIP: 20030N200 / Symbol: CMCSK (cont'd)	58 000	3,157.66	02/21/13	2,206.08	0.00		951.58	Sale
08/27/14	133,000	7,240.85	VARIOUS	4,998.02	0.00		2,242.83	Total of 2 lots
CONOCOPHILLIPS / CUSIP: 20825C104 / Symbol: COP	43,000	3,489.96	02/07/13	2,477.47	0.00		1,012.49	Sale
08/27/14								
DIAGEO PLC NEW GB SPON ADR / CUSIP: 25243Q205 / Symbol: DEO	50 000	5,942.42	02/07/13	5,897.65	0.00		44.77	Sale
08/27/14								
DOMINION RESOURCES INC VA (NEW) / CUSIP: 25746U109 / Symbol: D	84,000	5,810.46	02/07/13	4,560.93	0.00		1,249.53	Sale
08/27/14								
DOW CHEMICAL COMMON STOCK / CUSIP: 260543103 / Symbol: DOW	50,000	2,686.59	02/07/13	1,808.82	0.00		1,077.77	Sale
08/27/14								
DU PONT DE NEMOURS COMMON STOCK / CUSIP: 263534109 / Symbol: DD	106 000	6,991.88	02/07/13	5,015.92	0.00		1,975.96	Sale
08/27/14								
DUKE ENERGY CORP NEW / CUSIP: 26441C204 / Symbol: DUK	30 000	2,176.55	02/14/13	2,039.94	0.00		136.61	Sale
08/27/14								
ENBRIDGE INC FOREIGN STOCK CAD / CUSIP: 29250N105 / Symbol: ENB	90 000	4,510.97	02/07/13	4,027.22	0.00		483.75	Sale
08/27/14								
EXXON MOBIL CORP / CUSIP: 30231G102 / Symbol: XOM	86,000	8,554.24	02/07/13	7,580.59	0.00		973.65	Sale
08/27/14								
FIFTH THIRD BANCORP COMMON STOCK / CUSIP: 316773100 / Symbol: FITB								
2 tax lots for 10/23/14. Total proceeds (and cost when required) reported to the IRS.								
	135 000	2,558.68	02/07/13	2,223.02	0.00		335.66	Sale
	33,000	625.45	05/08/13	581.19	0.00		44.26	Sale
10/23/14	168 000	3,184.13	VARIOUS	2,804.21	0.00		378.92	Total of 2 lots

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UBS FINANCIAL SERVICES INC. Account: 3L 00203
Proceeds from Broker and Barter Exchange Transactions OMB No. 1545-0715
 2014 1099-B* (continued)

3- COVERED tax lots 3- Basis is reported to the IRS**

1a- Description of property/CUSIP/Symbol	1c- Date sold or disposed	Quantity	6- Reported (Gross (Net)	1d- Proceeds & 1b- Date acquired	1e- Cost or other basis	1g- Adjustments & 1f- Code(s), if any	7- Loss not allowed (X)	Additional Information
2 tax lots for 08/27/14. Total proceeds (and cost when required) reported to the IRS								
GENL ELECTRIC CO / CUSIP: 369604103 / Symbol: GE		306,000	8,014.00	02/07/13	6,856.39	0.00		1,157.61 Sale
		1,000	26.79	02/08/13	22.48	0.00		3.71 Sale
		307,000	8,040.19	VARIOUS	6,878.87	0.00		1,161.32 Total of 2 lots
GENL MILLS INC COMMON STOCK / CUSIP: 370334104 / Symbol: GIS		48,000	2,554.02	02/07/13	2,036.64	0.00		517.38 Sale
HOME DEPOT INC / CUSIP: 437076102 / Symbol: HD		3,000	285.25	02/07/13	198.80	0.00		86.45 Sale
HONEYWELL INTL INC / CUSIP: 438516108 / Symbol: HON		41,000	3,918.28	02/07/13	2,881.41	0.00		1,036.87 Sale
INTEL CORP COMMON STOCK / CUSIP: 458140100 / Symbol: INTC		102,000	3,545.82	02/07/13	2,121.60	0.00		1,424.22 Sale
INTL PAPER CO COMMON STOCK / CUSIP: 460146103 / Symbol: IP		48,000	2,308.93	07/15/13	2,274.61	0.00		.34 32 Sale
JPMORGAN CHASE & CO / CUSIP: 46625H100 / Symbol: JPM		185,000	11,061.74	02/07/13	8,921.99	0.00		2,139.75 Sale
JOHNSON & JOHNSON COM COMMON STOCK / CUSIP: 478160104 / Symbol: JNJ		50,000	5,152.62	02/07/13	3,748.36	0.00		1,404.26 Sale
JOHNSON CONTROLS INC COMMON STOCK / CUSIP: 478366107 / Symbol: JCI		47,000	2,276.79	02/07/13	1,438.67	0.00		838.12 Sale
KIMBERLY CLARK CORP COMMON STOCK / CUSIP: 494368103 / Symbol: KMB		31,000	3,369.07	02/07/13	2,821.00	0.00		548.07 Sale
KINDER MORGAN INC / CUSIP: 49456B101 / Symbol: KMI		51,000	1,659.88	02/07/13	1,924.51	0.00		-264.63 Sale
		6,000	197.15	02/07/13	226.41	0.00		-29.26 Sale
			1,857.03		2,150.92	0.00		-293.89
			Security total:					

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UBS FINANCIAL SERVICES INC Account 3L 00203
2014 1099-B (continued) OMB No. 1545-0715
Proceeds from Broker and Barter Exchange Transactions

2- LONG-TERM TRANSACTIONS **3- COVERED tax lots** **3- Basis is reported to the IRS****
 Report on Form 8949, Part II, with Box D checked

1a- Description of property/CUSIP/Symbol	Quantity	6- Reported (G)/cross (N) net	1d- Proceeds & Reported (G)/cross (N) net	1b- Date acquired	1e- Cost or other basis	1g- Adjustments & If- Codes(s), if any	7- Loss not allowed(X)	Additional information
MARATHON OIL CORP / CUSIP: 565849106 / Symbol: MRO	69,000		2,813.97	02/07/13	2,345.31	0.00		468.66 Sale
MCDONALDS CORP / CUSIP: 580135101 / Symbol: MCD	59,000		5,564.35	02/07/13	5,577.09	0.00		-12.74 Sale
MEADWESTVACO CORP / CUSIP: 563334107 / Symbol: MWV	79,000		3,394.94	02/07/13	2,480.35	0.00		914.59 Sale
MERCK & CO INC NEW COM / CUSIP: 58933Y105 / Symbol: MRK								
2 tax lots for 08/27/14. Total proceeds (end cost when required) reported to the IRS								
	83,000		5,014.23	02/07/13	3,400.13	0.00		1,614.10 Sale
	28,000		1,691.54	04/19/13	1,318.80	0.00		372.74 Sale
	111,000		6,705.77	VARIOUS	4,718.93	0.00		1,986.84 Total of 2 lots
METLIFE INC / CUSIP: 58156R108 / Symbol: MET	31,000		1,697.63	07/09/13	1,508.40	0.00		191.23 Sale
MICROSOFT CORP / CUSIP: 594918104 / Symbol: MSFT	95,000		4,260.02	02/07/13	2,587.46	0.00		1,672.56 Sale
MONDELEZ INTL INC / CUSIP: 609207105 / Symbol: MDLZ	93,000		3,355.71	04/18/13	2,935.48	0.00		420.25 Sale
NEXTERA ENERGY INC COM / CUSIP: 65339F101 / Symbol: NEE	58,000		5,602.36	02/07/13	4,190.90	0.00		1,411.46 Sale
NORTHEAST UTILITIES COMMON STOCK / CUSIP: 664397106 / Symbol: NU	57,000		2,567.43	02/07/13	2,343.08	0.00		224.35 Sale
OCCIDENTAL PETROLEUM CRP COMMON STOCK / CUSIP: 674599105 / Symbol: OXY	46,000		4,751.11	02/07/13	4,053.02	0.00		698.09 Sale
PHILIP MORRIS INTL INC / CUSIP: 718172108 / Symbol: PM	38,000		3,306.95	02/07/13	3,415.37	0.00		-108.42 Sale

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UBS FINANCIAL SERVICES INC.
 Account 3L 00203
 2014 1099-B* (continued)
 OMB No. 1545-0715

5- COVERED tax lots 3- Basis is reported to the IRS**

2- LONG-TERM TRANSACTIONS
 Report on Form 8949, Part II, with Box D checked

1a- Description of property/CUSIP/Symbol	1c- Date sold or disposed	Quantity	6- Reported (G)ross (N)et	1b- Date acquired	1d- Proceeds & 6- Reported (G)ross (N)et	1e- Cost or other basis	1f- Adjustments & Code(s), if any	7- Loss not allowed(X)	Additional information
PRAXAIR INC COMMON STOCK / CUSIP: 74005P104 / Symbol: PX	08/27/14	31,000	4,068.97	02/07/13	3,421.78	0.00		647.19	Sale
PROCTER & GAMBLE CO / CUSIP: 742718109 / Symbol: PG	08/27/14	63,000	5,256.28	02/07/13	4,797.45	0.00		458.83	Sale
PRUDENTIAL FINANCIAL INC / CUSIP: 744320102 / Symbol: PRU									
2 tax lots for 08/27/14. Total proceeds (and cost when required) reported to the IRS									
		49,000	4,434.84	02/07/13	2,788.55	0.00		1,646.29	Sale
		18,000	1,629.13	07/11/13	1,400.93	0.00		228.20	Sale
		67,000	6,063.97	VARIOUS	4,189.48	0.00		1,874.49	Total of 2 lots
RAYTHEON CO NEW / CUSIP: 755111507 / Symbol: RTN	08/27/14	53,000	5,089.75	02/07/13	2,867.12	0.00		2,232.63	Sale
SCHLUMBERGER LTD NETHERLANDS ANTILLES FOREIGN STOCK / CUSIP: 806857108 / Symbol: SLB	08/27/14	34,000	3,773.58	02/07/13	2,654.56	0.00		1,119.02	Sale
SEMPRA ENERGY / CUSIP: 816851109 / Symbol: SRE	08/27/14	29,000	2,997.37	02/07/13	2,197.73	0.00		799.64	Sale
SUNTRUST BANKS INC COMMON STOCK / CUSIP: 867914103 / Symbol: STI									
2 tax lots for 08/27/14. Total proceeds (and cost when required) reported to the IRS.									
		77,000	2,923.20	02/22/13	2,144.49	0.00		778.71	Sale
		37,000	1,404.65	05/08/13	1,136.77	0.00		267.88	Sale
		114,000	4,327.85	VARIOUS	3,281.26	0.00		1,046.59	Total of 2 lots
3M CO / CUSIP: 88579Y101 / Symbol: MMM	08/27/14	31,000	4,464.01	02/07/13	3,168.20	0.00		1,295.81	Sale
TORONTO DOMINION BK NEW CANADA FOREIGN STOCK CAD / CUSIP: 891160509 / Symbol: TD	08/27/14	64,000	3,406.64	02/07/13	2,658.13	0.00		748.51	Sale
TOTAL S.A. FRANCE SPON ADR / CUSIP: 89151E109 / Symbol: TOT	08/27/14	70,000	4,603.10	02/07/13	3,635.04	0.00		968.06	Sale

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UBS FINANCIAL SERVICES INC.

Account 3L 00203

Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

(continued)

2- LONG-TERM TRANSACTIONS 5- COVERED tax lots 3- Basis is reported to the IRS**

Report on Form 8949, Part II, with Box D checked

1a- Description of property/CUSIP/Symbol

1c- Date sold or disposed	Quantity	6- Reported (G)ross (N)et	1b- Date acquired	1e- Cost or other basis	1g- Adjustments & Code(s), if any	7- Loss not allowed(X)	Gain or loss(-) & Additional information
US BANCORP DEL (NEW) / CUSIP: 902973304 / Symbol: USB	112.000	4,726.31	02/07/13	3,750.53	0.00		975.78 Sale
UNILEVER NV NY SHS NEW NETHERLANDS SPON SPON ADR / CUSIP: 904784709 / Symbol: UN	46.000	1,915.11	02/07/13	1,793.44	0.00		121.67 Sale
UNITED PARCEL SERVICE INC CL B / CUSIP: 911312106 / Symbol: UPS	34.000	3,305.41	03/18/13	2,904.39	0.00		401.02 Sale
UNTD TECHNOLOGIES CORP COMMON STOCK / CUSIP: 913017109 / Symbol: UTX	65.000	7,088.09	02/07/13	5,838.59	0.00		1,248.50 Sale
VF CORP COMMON STOCK / CUSIP: 918204108 / Symbol: VFC	22.000	1,370.33	02/07/13	846.65	0.00		523.68 Sale
08/18/14	15.000	940.08	02/07/13	577.27	0.00		362.81 Sale
08/27/14	55.000	3,523.07	02/07/13	2,116.64	0.00		1,406.43 Sale
	Security total:	5,833.48		3,540.56	0.00		2,292.92
VERIZON COMMUNICATIONS INC / CUSIP: 92343V104 / Symbol: VZ	159.000	7,861.38	02/07/13	7,063.86	0.00		797.52 Sale
WAL MART STORES INC COMMON STOCK / CUSIP: 931142103 / Symbol: WMT	45.000	3,407.36	02/07/13	3,200.26	0.00		207.10 Sale
WELLS FARGO & CO NEW / CUSIP: 949746101 / Symbol: WFC	194.000	9,967.52	02/07/13	6,717.23	0.00		3,250.29 Sale
WEYERHAEUSER CO / CUSIP: 962166104 / Symbol: WY	125.000	4,269.04	02/07/13	3,759.64	0.00		509.40 Sale
ACE LIMITED FOREIGN STOCK CHF / CUSIP: H0023R105 / Symbol: ACE	26.000	2,756.20	02/07/13	2,215.46	0.00		540.74 Sale
Totals:		269,715.43		216,508.18	0.00		53,207.25

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UBS FINANCIAL SERVICES INC.

Account 3L-00200

2014 1099-B*

OMB No. 1545-0715

Proceeds from Broker and Barter Exchange Transactions

2- SHORT-TERM TRANSACTIONS 5- COVERED tax lots 3- Basis is reported to the IRS**

Report on Form 8949, Part I, with Box A checked

1a- Description of property/CUSIP/Symbol

1c- Date sold or disposed	Quantity	6- Reported (Gross (Net) Proceeds & Adjustments & Code(s), if any)	1b- Date acquired	1e- Cost or other basis	1g- Adjustments & Code(s), if any	7- Loss not allowed (X)	Additional information
BLACKROCK GLOBAL ALLOCATION FUND INC INSTITUTIONAL / CUSIP: 092511509 / Symbol.							
11/25/14	814.835	17,999.70	08/08/14	17,698.21	0.00		Sale 301.49
12/08/14	2,559.197	56,097.60	08/08/14	55,585.76	0.00		Sale 511.84
	Security total:	74,097.30		73,283.97	0.00		813.33
COLUMBIA ACORN EMERGING MARKETS CLASS Z / CUSIP: 197199581 / Symbol:							
4 tax lots for 08/08/14. Total proceeds (and cost when required) reported to the IRS							
	1,133.771	15,362.59	12/10/13	15,088.74	0.00		Sale 273.85
	21.112	286.07	12/11/13	276.10	0.00		Sale 9.97
	1,231.624	16,688.50	05/01/14	16,415.73	0.00		Sale 272.77
	2.961	40.13	06/04/14	40.39	0.00		Sale -0.26
08/08/14	2,389.468	32,377.29	VARIOUS	31,820.96	0.00		Total of 4 lots 556.33
COLUMBIA ACORN EMERGING MARKETS CLASS A / CUSIP: 197199623 / Symbol.							
2 tax lots for 06/30/14. Total proceeds (and cost when required) reported to the IRS							
	2,138.593	29,572.58	10/02/13	27,331.22	0.00		Sale 2,181.36
06/30/14	181.179	2,500.27	12/10/13	2,404.25	0.00		Sale 96.02
	2,319.772	32,072.85	VARIOUS	29,735.47	0.00		Total of 2 lots 2,277.38
FEDERATED KAUFMANN LG CAP FUND CLASS A / CUSIP: 314172446 / Symbol. MFFSKD							
4 tax lots for 05/01/14. Total proceeds (and cost when required) reported to the IRS.							
	2,758.144	46,033.42	12/10/13	45,481.79	0.00		Sale 551.63
	20.517	342.43	12/27/13	340.99	0.00		Sale 1.44
	37.690	629.05	12/27/13	626.41	0.00		Sale 2.64
	5,882.353	98,178.47	01/17/14	100,000.00	0.00		Sale -1,823.53
05/01/14	8,698.704	145,181.37	VARIOUS	146,449.19	0.00		Total of 4 lots -1,267.82
OAKMARK INTL FUND CLASS I / CUSIP: 413838202 / Symbol. MFOMAC							
3 tax lots for 05/01/14. Total proceeds (and cost when required) reported to the IRS.							
	204.603	5,501.78	05/08/13	4,896.20	0.00		Sale 603.58
	199.259	5,358.07	06/26/13	4,531.15	0.00		Sale 826.92
	943.091	25,359.72	10/04/13	24,407.20	0.00		Sale 952.52
05/01/14	1,346.953	36,219.57	VARIOUS	33,836.55	0.00		Total of 3 lots 2,383.02

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UBS FINANCIAL SERVICES INC.

Proceeds from Broker and Barter Exchange Transactions

Account 3L 00200

2014 1099-B*

(continued)

1a- Description of property/CUSIP/Symbol	1c- Date sold or disposed	Quantity	6- Reported (Gross (Net)	1d- Proceeds & (Gross (Net)	1b- Date acquired	1e- Cost or other basis	1f- Adjustments & Code(s), if any	7- Loss not allowed(X)	Additional information
3- COVERED tax lots 3- Basis is reported to the IRS**									
2- SHORT-TERM TRANSACTIONS									
Report on Form 8949, Part I, with Box A checked									
1a- Description of property/CUSIP/Symbol									
OAKMARK INTL FUND CLASS 1 / CUSIP: 413838202 / Symbol: MFOMAC (cont'd)									
2 tax lots for 08/08/14 Total proceeds (and cost when required) reported to the IRS									
		1,171.015	-29,579.84	30,305.87	10/04/13	30,305.87	0.00	-726.03	Sale
		4,483.285	-113,247.79	116,027.41	10/04/13	116,027.41	0.00	-2,779.62	Sale
	08/08/14	5,654.300	142,827.83	146,333.28	VARIOUS	146,333.28	0.00	-3,505.65	Total of 2 lots
4 tax lots for 12/17/14. Total proceeds (and cost when required) reported to the IRS									
		225.325	5,563.28	5,757.06	12/19/13	5,757.06	0.00	-193.78	Sale
		334.993	8,270.97	8,559.07	12/19/13	8,559.07	0.00	-288.10	Sale
		314.199	7,757.57	8,489.65	06/23/14	8,489.65	0.00	-732.08	Sale
		281.993	6,962.41	7,585.60	06/30/14	7,585.60	0.00	-623.19	Sale
	12/17/14	1,156.510	28,554.23	30,391.38	VARIOUS	30,391.38	0.00	-1,837.15	Total of 4 lots
			207,601.43	210,561.21		210,561.21	0.00	-2,959.78	
									Security total:
HENDERSON GLOBAL INVESTORS EUROPEAN FOCUS FUND CLASS A / CUSIP: 425067709 / Symbol: MFHGAA									
2 tax lots for 05/01/14 Total proceeds (and cost when required) reported to the IRS									
		1,398.601	50,811.17	50,000.00	01/17/14	50,000.00	0.00	811.17	Sale
		1,408.451	51,169.03	50,000.00	01/23/14	50,000.00	0.00	1,169.03	Sale
	05/01/14	2,807.052	101,980.20	100,000.00	VARIOUS	100,000.00	0.00	1,980.20	Total of 2 lots
ISHARES MSCI SPAIN CAPPED ETF / CUSIP: 464286764 / Symbol: EWP									
	06/23/14	14,000	614.92	587.42	05/01/14	587.42	0.00	27.50	Sale
2 tax lots for 07/01/14. Total proceeds (and cost when required) reported to the IRS.									
		1,478.000	63,360.46	62,014.81	05/01/14	62,014.81	0.00	1,345.65	Sale
		53.000	2,272.06	2,267.08	06/30/14	2,267.08	0.00	4.98	Sale
	07/01/14	1,531.000	65,632.52	64,281.89	VARIOUS	64,281.89	0.00	1,350.63	Total of 2 lots
			66,247.44	64,869.31		64,869.31	0.00	1,378.13	
									Security total:
ISHARES MSCI ITALY CAPPED ETF / CUSIP: 464286855 / Symbol: EWI									
	05/09/14	3,471.000	60,359.36	62,599.83	05/01/14	62,599.83	0.00	-2,240.47	Sale
ISHARES S&P 500 GROWTH ETF / CUSIP: 464287309 / Symbol: IVW									
	10/14/14	102,000	10,371.54	10,531.50	09/08/14	10,531.50	0.00	-159.96	Sale
	11/25/14	1,176,000	132,704.32	121,422.00	09/08/14	121,422.00	0.00	11,282.32	Sale
									Note: 26
									Note: 26

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UBS FINANCIAL SERVICES INC. Account 3L 00200
2014 1099-B* (continued) OMB No. 1545-0715
Proceeds from Broker and Barter Exchange Transactions

2- SHORT-TERM TRANSACTIONS		3- Basis is reported to the IRS**		Gain or loss(-) & Additional Information	
1a- Date sold or disposed	Quantity	6- Reported (G)loss (Net)	1b- Date acquired	1e- Cost or other basis	7- Loss not allowed(X)
Report on Form 8949, Part I, with Box A checked					
1a- Description of property/CUSIP/Symbol					
	Security total:	143,075.86		131,953.50	11,122.36
ISHARES S&P 500 VALUE ETF / CUSIP: 464287408 / Symbol: IVE	1,378,000	129,497.65	10/14/14	119,736.71	9,760.94
11/25/14					Note: 26
ISHARES MSCI EAFE ETF / CUSIP: 464287465 / Symbol: EFA					
2 tax lots for 06/23/14. Total proceeds (and cost when required) reported to the IRS.					
06/23/14	269,000	18,902.89	12/10/13	17,519.97	1,382.92
	646,000	45,395.03	05/01/14	44,203.84	1,191.19
	915,000	64,297.92	VARIOUS	61,723.81	2,574.11
					Total of 2 lots
ISHARES RUSSELL MID-CAP VALUE ETF / CUSIP: 464287473 / Symbol: IWS					
08/23/14	62,000	4,492.72	05/01/14	4,280.92	211.80
08/08/14	2,421,000	168,449.46	05/01/14	167,162.99	1,286.47
	2,964,000	200,402.19	05/01/14	204,655.55	-4,253.36
					Note: 26
10/14/14	3,008,000	203,377.12	VARIOUS	207,846.43	-215.95
	Security total:	376,319.30		379,290.34	-4,469.31
					Total of 2 lots
ISHARES RUSSELL MID-CAP GROWTH ETF / CUSIP: 464287481 / Symbol: IWP					
2 tax lots for 05/01/14. Total proceeds (and cost when required) reported to the IRS.					
05/01/14	1,306,000	110,879.35	09/20/13	103,291.54	7,587.81
	384,000	32,601.58	12/10/13	31,497.68	1,103.90
	1,690,000	143,480.93	VARIOUS	134,789.22	8,691.71
					Total of 2 lots
ISHARES RUSSELL MIDCAP ETF / CUSIP: 464287499 / Symbol: IWR					
11/25/14	396,000	66,295.27	10/14/14	59,842.52	6,352.75
					Note: 26

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UBS FINANCIAL SERVICES INC. Account 3L 00200
 Proceeds from Broker and Barter Exchange Transactions
 2014 1099-B* (continued) OMB No. 1545-0715

2- SHORT-TERM TRANSACTIONS		5- COVERED tax lots 3- Basis is reported to the IRS**					Gain or loss(-) & 7- Less not allowed(X)	Additional Information
1a- Description of property/CUSIP/Symbol	Quantity	6- Reported (Gross (N)et	1d- Proceeds & Total proceeds (and cost when required) reported to the IRS.	1b- Date acquired	1e- Cost or other basis	1f- Adjustments & 1f- Code(s), if any		
ISHARES RUSSELL 1000 VALUE ETF / CUSIP: 464287598 / Symbol: IWD								
2 tax lots for 02/19/14. Total proceeds (and cost when required) reported to the IRS.								
	608,000	56,902.09	50,658.56	05/06/13	0.00	6,243.53	Sale	
	50,000	4,679.45	4,202.00	05/08/13	0.00	477.45	Sale	
02/19/14	658,000	61,581.54	54,860.56	VARIOUS	0.00	6,720.98	Total of 2 lots	
08/23/14	28,000	2,847.82	2,724.53	05/01/14	0.00	123.29	Sale	
2 tax lots for 10/14/14. Total proceeds (and cost when required) reported to the IRS								
	3,836,000	369,091.76	373,260.06	05/01/14	0.00	-4,168.30	Sale Note: 26	
10/14/14	48,000	4,618.46	4,866.08	06/30/14	0.00	-247.62	Sale Note: 26	
	3,884,000	373,710.22	378,126.14	VARIOUS	0.00	-4,415.92	Total of 2 lots	
	Security total.	438,139.58	435,711.23		0.00	2,428.35		
ISHARES RUSSELL 1000 GROWTH ETF / CUSIP: 464287614 / Symbol: IWF								
3 tax lots for 05/01/14. Total proceeds (and cost when required) reported to the IRS.								
	1,228,000	106,543.47	92,703.98	09/03/13	0.00	13,839.49	Sale	
	384,000	33,316.52	29,947.20	10/10/13	0.00	3,369.32	Sale	
	937,000	81,295.79	79,922.91	01/23/14	0.00	1,372.88	Sale	
05/01/14	2,549,000	221,155.78	202,574.09	VARIOUS	0.00	18,581.69	Total of 3 lots	
ISHARES RUSSELL 2000 VALUE ETF / CUSIP: 464287630 / Symbol: IWN								
2 tax lots for 01/17/14. Total proceeds (and cost when required) reported to the IRS								
	181,000	17,878.94	17,424.85	12/04/13	0.00	454.09	Sale	
	326,000	32,201.85	31,446.22	12/10/13	0.00	755.63	Sale	
01/17/14	507,000	50,080.79	48,871.07	VARIOUS	0.00	1,209.72	Total of 2 lots	
ISHARES RUSSELL 2000 GROWTH ETF / CUSIP: 464287648 / Symbol: IWO								
4 tax lots for 05/01/14. Total proceeds (and cost when required) reported to the IRS.								
	518,000	66,844.09	58,206.18	06/28/13	0.00	8,637.91	Sale	
	340,000	43,874.50	38,627.36	07/02/13	0.00	5,247.14	Sale	
	400,000	51,617.05	49,688.56	10/10/13	0.00	1,928.49	Sale	

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 **For NONCOVERED tax lots, values for "Date acquired," "Cost or other basis" and "Adjustments & Code(s), if any" are provided for your reference and are NOT reported to the IRS. For all tax lots, values for "Gain or loss(-)" and "Additional information" are provided for your reference and are NOT reported to the IRS.

UBS FINANCIAL SERVICES INC.

Account 3L 00200

Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

(continued)

5- COVERED tax lots 3- Basis is reported to the IRS**

2- SHORT-TERM TRANSACTIONS

Report on Form 8949, Part I, with Box A checked

1a- Description of property/CUSIP/Symbol

1c- Date sold or disposed	Quantity	6- Reported (G)/rose (Net)	1d- Proceeds & IWO (cont'd)	1b- Date acquired	1e- Cost or other basis	1g- Adjustments & Code(s), if any	7- Loss not allowed(X)	Gain or loss(-) & Additional information
ISHARES RUSSELL 2000 GROWTH ETF / CUSIP: 464287648 / Symbol: IWO (cont'd)	241,000	31,099.28	12/10/13	31,447.61	0.00		-348.33	Sale
05/01/14	1,499,000	193,434.92	VARIOUS	177,969.71	0.00		15,465.21	Total of 4 lots
ISHARES CORE MSCI EMERGING MARKETS ETF / CUSIP: 46434G103 / Symbol: IEMG	2,030,000	101,702.29	10/14/14	100,850.40	0.00		851.89	Sale Note: 26
CLEARBRIDGE AGGRESSIVE GROWTH FUND CLASS A / CUSIP: 52468C109 / Symbol:	58,315	11,873.52	05/01/14	11,021.54	0.00		851.98	Sale
11/25/14	146,520	33,365.52	05/01/14	29,931.65	0.00		3,433.87	Sale
MAINSTAY MARKETFIELD FUND CLASS I / CUSIP: 56064B852 / Symbol: MFMTCS	4,182,005	72,589.61	08/16/13	74,021.49	0.00		-1,421.88	Sale
3 tax lots for 09/25/14. Total proceeds (end cost when required) reported to the IRS.								
	2,009	34.14	12/04/13	36.24	0.00		-2.10	Sale
	244,242	4,149.67	06/23/14	4,379.26	0.00		-229.59	Sale
	120,827	2,052.85	06/30/14	2,159.18	0.00		-106.33	Sale
09/25/14	367,078	6,236.66	VARIOUS	6,574.68	0.00		-338.02	Total of 3 lots
	Security total:	78,836.27		80,596.17	0.00		-1,759.90	
13D ACTIVIST FUND CLASS I / CUSIP: 66537V237 / Symbol:								
7 tax lots for 10/14/14. Total proceeds (end cost when required) reported to the IRS.								
	1,794,339	27,830.20	12/10/13	27,988.79	0.00		-158.59	Sale
	5,455	84.60	12/16/13	82.94	0.00		1.66	Sale
	43,587	676.03	12/16/13	662.77	0.00		13.26	Sale
	4,516,694	70,053.93	05/01/14	74,228.22	0.00		-4,174.29	Sale
	1,042,198	16,164.49	06/23/14	18,196.77	0.00		-2,032.28	Sale
	82,067	1,272.86	06/30/14	1,433.71	0.00		-160.85	Sale
	10,962,451	170,027.62	08/08/14	187,238.67	0.00		-17,211.05	Sale
10/14/14	18,446,791	286,108.73	VARIOUS	309,831.87	0.00		-23,722.14	Total of 7 lots

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 **For NONCOVERED tax lots, values for "Date acquired", "Cost or other basis" and "Adjustments & Code(s)", if any, are provided for your reference and are NOT reported to the IRS. For all tax lots, values for "Gain or loss(-)" and "Additional information" are provided for your reference and are NOT reported to the IRS.

UBS FINANCIAL SERVICES INC. Account 3L 00200
2014 1099-B (continued) OMB No. 1545-0715
Proceeds from Broker and Barter Exchange Transactions

2- SHORT-TERM TRANSACTIONS 5- COVERED tax lots 3- Basis is reported to the IRS**

Report on Form 8949, Part I, with Box A checked

1a- Description of property/CUSIP/Symbol

1c- Date sold or disposed	Quantity	6- Reported (Gross) (Net)	1d- Proceeds & other basis	1b- Date acquired	1e- Cost or other basis	1f- Adjustments & Code(s), if any	7- Loss not allowed (X)	Gain or loss(-) & Additional Information
PUTNAM EQUITY SPECTRUM FUND CLASS A / CUSIP: 74676P169 / Symbol: MFPUNF								
05/01/14	43.820	1,874.19	1,786.62	12/10/13	0.00			77.57 Sale
06/30/14	20.139	895.60	825.70	12/10/13	0.00			69.90 Sale
	Security total:	2,769.79	2,622.32		0.00			147.47
PUTNAM EQUITY SPECTRUM CLASS Y / CUSIP: 74676P219 / Symbol: MFPUWS								
2 tax lots for 08/08/14. Total proceeds (and cost when required) reported to the IRS.								
	783.465	33,179.74	32,363.65	12/10/13	0.00			816.09 Sale
	1,638.620	69,395.56	70,000.00	01/17/14	0.00			-604.44 Sale
08/08/14	2,422.085	102,575.30	102,363.65	VARIOUS	0.00			211.65 Total of 2 lots
GUGGENHEIM S&P 500 EQUAL WEIGHT ETF / CUSIP: 78355W106 / Symbol: RSP								
11/25/14	1,486.000	119,078.57	107,284.62	10/14/14	0.00			11,793.95 Sale Note: 26
SPDR S&P 500 ETF TR / CUSIP: 78462F103 / Symbol: SPY								
5 tax lots for 05/01/14. Total proceeds (and cost when required) reported to the IRS.								
	346.000	65,203.37	56,005.64	09/06/13	0.00			9,197.73 Sale
	13.000	2,449.83	2,119.26	05/08/13	0.00			330.57 Sale
	4.000	753.79	676.86	07/11/13	0.00			76.93 Sale
	101.000	19,033.36	16,852.61	07/11/13	0.00			2,180.75 Sale
	242.000	45,604.67	40,398.96	07/11/13	0.00			5,205.71 Sale
05/01/14	706.000	133,045.02	116,053.33	VARIOUS	0.00			16,991.69 Total of 5 lots
10/14/14	366.000	69,408.83	72,466.50	09/25/14	0.00			-3,057.67 Sale Note: 26
	Security total:	202,453.85	188,519.83		0.00			13,934.02
TECHNOLOGY SECTOR SPDR TRUST SHS / CUSIP: 81369Y803 / Symbol: XLK								
2 tax lots for 05/01/14. Total proceeds (and cost when required) reported to the IRS.								
	564.000	20,636.36	17,991.60	06/10/13	0.00			2,644.76 Sale
	628.000	22,978.08	19,172.84	06/26/13	0.00			3,805.24 Sale
05/01/14	1,192.000	43,614.44	37,164.44	VARIOUS	0.00			6,450.00 Total of 2 lots
VANGUARD FTSE EMERGING MARKETS ETF / CUSIP: 922042858 / Symbol: VWO								
10/14/14	2,400.000	100,365.78	104,544.00	08/08/14	0.00			-4,178.22 Sale Note: 26

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UBS FINANCIAL SERVICES, INC.

Account 3L 00200

Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0745

(continued)

2- SHORT-TERM TRANSACTIONS *S- COVERED tax lots 3- Basis is reported to the IRS***

Report on Form 8949, Part I, with Box A checked

1a- Description of property/CUSIP/Symbol

1c- Date sold or disposed	Quantity	6- Reported (G)/net	1d- Proceeds & Reported (G)/net	1b- Date acquired	1e- Cost or other basis	1g- Adjustments & 1f- Code(s), if any	Gain or loss(-) & 7- Loss not allowed(X)	Additional Information
VIRTUS EMERGING MARKETS OPPORTUNITIES FUND - CLASS I / CUSIP: 92828T889 / Symbol:								
08/08/14	219,684	2,278.12	2,278.12	05/12/14	2,216.30	0.00	61.82	Sale
11/25/14	1,799,033	19,033.77	19,033.77	05/12/14	18,149.70	0.00	884.07	Sale
	Security total:	21,311.89	21,311.89		20,366.00	0.00	945.89	

WILLIAM BLAIR ALLOCATION FUND CLASS N / CUSIP: 969251792 / Symbol:

01/17/14	5,779,889	73,000.00	73,000.00	02/21/13	66,584.32	0.00	6,415.68	Sale
<i>6 tax lots for 01/21/14. Total proceeds (and cost when required) reported to the IRS.</i>								
	5,756,752	72,419.94	72,419.94	02/21/13	66,317.78	0.00	6,102.16	Sale
	1,807,034	22,732.49	22,732.49	02/26/13	20,762.82	0.00	1,969.67	Sale
	23,855	300.10	300.10	06/26/13	277.19	0.00	22.91	Sale
	61,690	776.06	776.06	12/19/13	759.41	0.00	16.65	Sale
	102,227	1,266.01	1,266.01	12/19/13	1,258.41	0.00	27.60	Sale
	182,824	2,299.93	2,299.93	12/19/13	2,250.56	0.00	49.37	Sale
01/21/14	7,934,382	99,814.53	99,814.53	VARIOUS	91,826.17	0.00	8,188.36	Total of 6 lots
	Security total:	172,814.53	172,814.53		158,210.49	0.00	14,604.04	

WISDOMTREE TRUST JAPAN HEDGED EQUITY FD / CUSIP: 97717W851 / Symbol: DXJ

08/08/14	902,000	43,488.52	43,488.52	05/01/14	41,922.07	0.00	1,566.45	Sale
<i>2 tax lots for 11/25/14. Total proceeds (and cost when required) reported to the IRS.</i>								
	237,000	13,050.17	13,050.17	06/23/14	11,730.32	0.00	1,319.85	Sale
	21,000	1,156.34	1,156.34	06/30/14	1,036.91	0.00	119.43	Note 26
11/25/14	258,000	14,206.51	14,206.51	VARIOUS	12,767.23	0.00	1,439.28	Note 26
	Security total:	57,695.03	57,695.03		54,689.30	0.00	3,005.73	Total of 2 lots
	Totals:	3,880,201.75	3,880,201.75		3,779,878.42	0.00	100,323.33	

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 **For NONCOVERED tax lots, values for "Date acquired," "Cost or other basis" and "Adjustments & Code(s), if any" are provided for your reference and are NOT reported to the IRS. For all tax lots, values for "Gain or loss(-)" and "Additional information" are provided for your reference and are NOT reported to the IRS.

UBS FINANCIAL SERVICES INC. Account 3L 00200
 2014 1099-B* (continued) OMB No. 1545-0715
Proceeds from Broker and Barter Exchange Transactions

2- LONG-TERM TRANSACTIONS		3- COVERED tax lots 3- Basis is reported to the IRS**					Gain or loss(-) & 7- Loss not allowed(X)		Additional Information
Report on Form 8949, Part II, with Box D checked									
1a- Description of property/CUSIP/Symbol									
1c- Date sold or disposed	Quantity	6- Reported (Gross (N)et	1d- Proceeds & 1b- Date acquired	1e- Cost or other basis	1g- Adjustments & 1f- Code(s), if any				
OAKMARK INTL FUND CLASS I / CUSIP: 413838202 / Symbol: MFOMAC									
05/01/14	5,560.237	149,514.78	02/26/13	121,546.78	0.00	27,968.00	Sale		
11/25/14	2,427.959	61,840.11	10/04/13	62,835.58	0.00	-995.47	Sale		
2 tax lots for 12/17/14 Total proceeds (and cost when required) reported to the IRS.									
	1,975.928	48,785.66	10/04/13	51,137.01	0.00	-2,351.35	Sale		
	2,656.491	65,588.77	12/10/13	69,971.97	0.00	-4,383.20	Sale		
12/17/14	4,632.419	114,374.43	VARIOUS	121,108.98	0.00	-6,734.55	Total of 2 lots		
	Security total:	325,729.32		305,491.34	0.00	20,237.98			
MAINSTAY MARKETFIELD FUND CLASS I / CUSIP: 56064B852 / Symbol: MFMTCS									
05/01/14	26.905	479.99	02/26/13	439.09	0.00	40.90	Sale		
2 tax lots for 08/08/14. Total proceeds (and cost when required) reported to the IRS.									
	143.243	2,486.70	02/26/13	2,337.73	0.00	148.97	Sale		
08/08/14	10.181	176.74	05/06/13	177.25	0.00	5.49	Sale		
	153.424	2,663.44	VARIOUS	2,508.98	0.00	154.46	Total of 2 lots		
09/25/14	3,874.111	65,821.14	08/16/13	68,571.76	0.00	-2,750.62	Sale		
	Security total:	68,964.57		71,519.83	0.00	-2,555.26			
VIRTUS EMERGING MARKETS OPPORTUNITIES FUND - CLASS A / CUSIP: 92828T707 / Symbol:									
3 tax lots for 02/19/14. Total proceeds (and cost when required) reported to the IRS.									
	19.298	170.98	06/26/13	189.32	0.00	-18.34	Sale		
	0.004	0.04	12/20/13	0.05	0.00	-0.01	Sale		
	0.137	1.21	12/20/13	1.37	0.00	-0.16	Sale		
02/19/14	19.439	172.23	VARIOUS	190.74	0.00	-18.51	Total of 3 lots		
	Totals:	394,866.12		377,201.91	0.00	17,664.21			

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 ** For NONCOVERED tax lots, values for "Date acquired," "Cost or other basis," and "Adjustments & Code(s), if any" are provided for your reference and are NOT reported to the IRS. For all tax lots, values for "Gain or loss(-)" and "Additional Information" are provided for your reference and are NOT reported to the IRS.

UBS FINANCIAL SERVICES INC.

Account 3L 00200

Proceeds from Broker and Barter Exchange Transactions

2014 - 1099-B*

(continued)

OMB No. 1545-0715

LONG-TERM TRANSACTIONS

Report on Form 8949, Part II, with Box E checked

5- NONCOVERED tax lots 3- Basis NOT reported to the IRS**

1a- Description of property/CUSIP/Symbol

1c- Date sold or disposed	Quantity	6- Reported (Gross (Net)	1d- Proceeds & Symbol	Date acquired	Cost or other basis	Adjustments & Code(s), if any	7- Loss not allowed (X)	Gain or loss(-) & Additional information
			MAINSTAY MARKETFIELD FUND CLASS I / CUSIP: 56064B852 / Symbol MFMTCS					
01/17/14	5,353.319	100,000.00		12/07/11	73,501.07	0.00		26,498.93 Sale
05/01/14	3,559.879	63,508.24		12/07/11	48,877.14	0.00		14,631.10 Sale
	Security total:	163,508.24			122,378.21	0.00		41,130.03
	Totals:	163,508.24			122,378.21	0.00		41,130.03

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** For NONCOVERED tax lots, values for "Date acquired," "Cost or other basis" and "Adjustments & Code(s), if any" are provided for your reference and are NOT reported to the IRS. For all tax lots, values for "Gain or loss(-)" and "Additional information" are provided for your reference and are NOT reported to the IRS.

Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

▶ **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
- 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 (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
Type or print	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	MACAULEY & HELEN DOW WHITING FOUNDATION	23-7418814
<small>File by the due date for filing your return. See instructions</small>	Number, street, and room or suite no. If a P O box, see instructions.	Social security number (SSN)
	3185 HAMMOCK WAY	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	VERO BEACH, FL 32963	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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

MACAULEY WHITING, JR.

- The books are in the care of ▶ **3185 HAMMOCK WAY - VERO BEACH, FL 32789**
Telephone No ▶ **407-628-8900** Fax No. ▶ **407-628-8535**
- 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 **AUGUST 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	\$	0.
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	\$	4,827.
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	\$	0.

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

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
UBS	43,231.	0.	43,231.	43,231.	43,231.
TO PART I, LINE 4	43,231.	0.	43,231.	43,231.	43,231.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CAPITAL GAIN DISTRIBUTIONS	40,416.	40,416.	40,416.
TOTAL TO FORM 990-PF, PART I, LINE 11	40,416.	40,416.	40,416.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,500.	2,500.	2,500.	0.
TO FORM 990-PF, PG 1, LN 16B	2,500.	2,500.	2,500.	0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT EXPENSES	40,052.	40,052.	40,052.	0.
TO FORM 990-PF, PG 1, LN 16C	40,052.	40,052.	40,052.	0.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	1,807.	1,807.	1,807.	0.
TO FORM 990-PF, PG 1, LN 18	1,807.	1,807.	1,807.	0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MOVING EXPENSE	4,965.	4,965.	4,965.	0.
TO FORM 990-PF, PG 1, LN 23	4,965.	4,965.	4,965.	0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
UBS	3,385,763.	3,432,284.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,385,763.	3,432,284.
