Form **990-PF**

Department of the Treasury
Internal Revenue Service

CHANGE OF ACCOUNTING PERIOD

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 FEB 1, 2014 **, and ending** DEC 31, 2014

Name of foundation: ISABEL JAMES LEHTO FOUNDATION, INC.

A Employer identification number: 26-0709589

Number and street (or P O box number if mail is not delivered to street address): 107 N 2ND ST #B

Room/suite:

B Telephone number: 910-762-7475

City or town, state or province, country, and ZIP or foreign postal code: WILMINGTON, NC 28401

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: ☒ 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)* ▶$ 10,072,069.

J Accounting method: ☒ 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	190,139.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	130.	130.		STATEMENT 1
	4 Dividends and interest from securities	201,663.	201,663.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	184,637.			
	b Gross sales price for all assets on line 6a 3,887,874.				
	7 Capital gain net income (from Part IV, line 2)		184,637.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	576,569.	386,430.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	9,586.	0.		0.
	b Accounting fees STMT 4	10,692.	0.		0.
	c Other professional fees STMT 5	71,490.	0.		0.
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	7,632.	0.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	99,400.	0.		0.
	25 Contributions, gifts, grants paid	533,720.			533,720.
	26 **Total expenses and disbursements** Add lines 24 and 25	633,120.	0.		533,720.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<56,551.>			
	b **Net investment income** (if negative, enter -0-)		386,430.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

RECEIVED
APR 2 0 2015
OGDEN, UT

14

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	99,975.	70,552.	70,552.
	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	1,985.	2,778.	2,778.
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 7	9,290,419.	9,262,498.	9,998,739.
	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)	9,392,379.	9,335,828.	10,072,069.
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 ▶ ☒ and complete lines 27 through 31			
	27	Capital stock, trust principal, or current funds	143,730.	143,730.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	9,248,649.	9,192,098.	
	30	**Total net assets or fund balances**	9,392,379.	9,335,828.	
	31	**Total liabilities and net assets/fund balances**	9,392,379.	9,335,828.	

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	9,392,379.
2	Enter amount from Part I, line 27a	2	<56,551.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	9,335,828.
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	9,335,828.

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	U S TRUST-PER ATTACHED	P		
b	U S TRUST-PER ATTACHED	P		
c	TRUST CO OF THE SOUTH-PER ATTACHED	P		
d	TRUST CO OF THE SOUTH-PER ATTACHED	P		
e	CAPITAL GAINS DIVIDENDS			

	(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	282,333.		275,809.	6,524.
b	2,016,458.		1,957,282.	59,176.
c	481,479.		479,202.	2,277.
d	997,209.		990,944.	6,265.
e	110,395.			110,395.

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				6,524.
b				59,176.
c				2,277.
d				6,265.
e				110,395.

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 } 2 184,637.

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	405,000.	7,773,306.	.052101
2012	25,000.	136,884.	.182636
2011	2,500.	45,119.	.055409
2010	2,500.	45,655.	.054759
2009	2,499.	48,056.	.052002

2	**Total** of line 1, column (d)	2	.396907
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	.079381
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	10,187,598.
5	Multiply line 4 by line 3	5	808,702.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,864.
7	Add lines 5 and 6	7	812,566.
8	Enter qualifying distributions from Part XII, line 4	8	533,720.

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)

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 ▶ ☐ and enter 1% of Part I, line 27b			1	7,729.
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	7,729.
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	7,729.
6	Credits/Payments:				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	2,778.		
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	2,778.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	12.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	4,963.
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** ▶		**Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	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) ▶ NC			
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 ▶ N/A

14 The books are in care of ▶ JOHN C WESSELL, III Telephone no. ▶ 910-762-7475

Located at ▶ 107 N 2ND ST #B, WILMINGTON, NC ZIP+4 ▶ 28401

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)?	N/A	1b		
	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

Form **990-PF** (2014)

423541
11-24-14

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

			Yes	No
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
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
JANET G CORCORAN 313 VILLAGE GREEN DRIVE TRENT WOODS, NC 28562	PRESIDENT 0.00	0.	0.	0.
ALEXANDER B KOONCE PO BOX 3606 WILMINGTON, NC 28406	DIRECTOR 0.00	0.	0.	0.
MARTHA C PURVIS 1223 PEMBROKE JONES DR WILMINGTON, NC 28405	DIRECTOR/SEC 0.00	0.	0.	0.
JOHN C WESSELL, III PO BOX 1049 WILMINGTON, NC 28402	DIRECTOR/TREAS. 0.00	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	
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	10,256,725.
b	Average of monthly cash balances			1b	86,014.
c	Fair market value of all other assets			1c	
d	**Total** (add lines 1a, b, and c)			1d	10,342,739.
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	10,342,739.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	155,141.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	10,187,598.
6	**Minimum investment return** Enter 5% of line 5 ADJUSTED FOR SHORT TAX PERIOD			6	466,113.

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	466,113.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	7,729.		
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	7,729.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	458,384.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	458,384.
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	458,384.

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	533,720.
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	533,720.
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	533,720.

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.

Form **990-PF** (2014)

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					458,384.
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					
b From 2010					
c From 2011					
d From 2012	18,156.				
e From 2013	20,120.				
f **Total** of lines 3a through e		38,276.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ $ 533,720.					
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					458,384.
e Remaining amount distributed out of corpus		75,336.			
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		113,612.			
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		0.			
9 **Excess distributions carryover to 2015** Subtract lines 7 and 8 from line 6a		113,612.			
10 Analysis of line 9:					
a Excess from 2010					
b Excess from 2011					
c Excess from 2012	18,156.				
d Excess from 2013	20,120.				
e Excess from 2014	75,336.				

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:

JOHN C WESSELL, III, 910-762-7475, WESSELL@BELLSOUTH.NET
107 N 2ND ST #B, WILMINGTON, NC 28401

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

N/A

c Any submission deadlines:

N/A

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

N/A

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*				
AMERICAN NATIONAL RED CROSS 1102 S. 16TH STREET WILMINGTON, NC 28401		PUBLIC CHARITY	OPERATING FUNDS	50,000.
BRIGADE BOYS & GIRLS CLUB, INC 2759 VANCE STREET WILMINGTON, NC 28412		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	50,000.
EPISCOPAL DIOCESE OF EAST CAROLINA 705 DOCTORS DRIVE KINSTON, NC 28501		CHURCH	YOUTH, COLLEGE, AND YOUNG ADULT PROGRAMS	65,000.
GOOD SHEPHERD MINISTRIES OF WILMINGTON, INC. 811 MARTIN STREET WILMINGTON, NC 28401		PUBLIC CHARITY	OPERATIONS	50,000.
LOWER CAPE FEAR HISTORICAL SOCIETY, INC. 126 S. 3RD STREET WILMINGTON, NC 28401		PUBLIC CHARITY	HISTORIC HOUSE PRESERVATION	40,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	533,720.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Form **990-PF** (2014)

423611
11-24-14

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	130.	
4 Dividends and interest from securities			14	201,663.	
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			14	184,637.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		386,430.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 386,430.

(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).

423621
11-24-14

Form **990-PF** (2014)

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

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

Signature of officer or trustee | Date 4/6/15 | Title TREASURER

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
W GORDON DOUGLAS		03/25/15		P00238579

Firm's name ▶ DIXON HUGHES GOODMAN LLP

Firm's EIN ▶ 56-0747981

Firm's address ▶ 1003 RED BANKS ROAD
GREENVILLE, NC 27858

Phone no. 252-321-0505

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**
▶ **Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990*.**

OMB No 1545-0047

2014

Name of the organization
ISABEL JAMES LEHTO FOUNDATION, INC.

Employer identification number
26-0709589

Organization type (check one).

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or property) from any one contributor. Complete Parts I and II See instructions for determining a contributor's total contributions.

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
ISABEL JAMES LEHTO FOUNDATION, INC.	26-0709589

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ISABEL J. LEHTO 4701 TRENT RIVER DRIVE NEW BERN, NC 28562	$ 190,139.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
ISABEL JAMES LEHTO FOUNDATION, INC.	26-0709589

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	
(a) No. from Part I	**(b) Description of noncash property given**	**(c) FMV (or estimate) (see instructions)**	**(d) Date received**
		$	
(a) No. from Part I	**(b) Description of noncash property given**	**(c) FMV (or estimate) (see instructions)**	**(d) Date received**
		$	
(a) No. from Part I	**(b) Description of noncash property given**	**(c) FMV (or estimate) (see instructions)**	**(d) Date received**
		$	
(a) No. from Part I	**(b) Description of noncash property given**	**(c) FMV (or estimate) (see instructions)**	**(d) Date received**
		$	
(a) No. from Part I	**(b) Description of noncash property given**	**(c) FMV (or estimate) (see instructions)**	**(d) Date received**
		$	

Name of organization	Employer identification number
ISABEL JAMES LEHTO FOUNDATION, INC.	26-0709589

Part III *Exclusively* **religious, charitable, etc , contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor.** Complete columns **(a)** through **(e) and** the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc , contributions of $1,000 or less for the year (Enter this info once) ▶ $

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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
LOWER CAPE FEAR HOSPICE, INC. 1414 PHYSICIANS DRIVE WILMINGTON, NC 28401		PUBLIC CHARITY	ADDITIONAL BEDS IN HOSPICE CENTER	75,000.
MINISTERING CIRCLE OF WILMINGTON, NC P O BOX 3862 WILMINGTON, NC 28406		PUBLIC CHARITY	NURSING SCHOLARSHIPS	25,000.
NAT'L SOCIETY OF THE COLONIAL DAMES OF AMERICA 224 MARKET STREET WILMINGTON, NC 28401		PUBLIC CHARITY	SUPPORT FOR BURGWIN-WRIGHT HOUSE	25,000.
SAINT MARY'S SCHOOL 900 HILLSBOROUGH STREET RALEIGH, NC 27603		PUBLIC CHARITY	RENOVATION OF DORMITORY	75,000.
SALVATION ARMY 820 NORTH 2ND STREET WILMINGTON, NC 28401		CHURCH	TRANSPORTATION NEEDS	50,000.
FAMILIES FIRST, INC. P O BOX 1776 WHITEVILLE, NC 28472		PUBLIC CHARITY	OPERATING FUNDS	6,500.
HOPE HARBOR HOME, INC. P O BOX 230 SUPPLY, NC 28462		PUBLIC CHARITY	OPERATING FUNDS	6,500.
PENDER HUMANE SOCIETY P O BOX 626 BURGAW, NC 28425		PUBLIC CHARITY	OPERATING FUNDS	15,000.
UNC PEMBROKE P O BOX 1510 PEMBROKE, NC 28372		PUBLIC CHARITY	TUITION	720.
Total from continuation sheets				278,720.

423631
05-01-14

Settlement Date

Account Summary
Dec. 01, 2014 through Dec. 31, 2014

Account: IM ISABEL JAMES LEHTO FOUNDATION

Market Value $4,864,675.21

Account Activity

Description	Current Period	YTD Since 01/01/14
Beginning Market Value	**$4,936,765.11**	**$4,902,944.82**
Income	36,164.77 4006	93,340.23
Deposits	77,021.31 4003	188,620.99
Disbursements	0.00	-266,500.00
Bank Fees	-2,926.57 6010	-35,388.27
Non-Cash Transactions	0.00	6,488.75
Change in Market Value	-182,349.41 1450	-24,831.31
Ending Market Value	**$4,864,675.21**	**$4,864,675.21** ✓
Change in Account Value	-72,089.90	-38,269 61
Accrued Income	1,603.49	1,603 49
Ending Value + Accrued Income	**$4,866,278.70**	**$4,866,278.70**

Income Summary

Description	Current Period	YTD Since 01/01/14
Dividends - Taxable	$36,158.68	$93,228.54
Interest - Taxable	6 09	111 69
Total Income	**$36,164.77**	**$93,340.23**

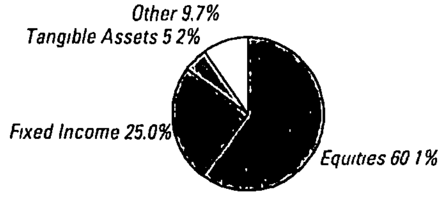
① To post changes in MV of Assets
1450 <182,349.41>
4050 182,349.41

② To post Dec Inv Fees & Div
1450 33,238.20
4006 < 36,164.77>
6010 2,926.57

③ To record contrib.
4003 <77,021.31>
1450 77,021.31

Portfolio Allocation

Description	Market Value	Book Value	Unrealized Gain/Loss	Accrued Income	Estimated Annual Income	Current Yield
Cash/Currency	$232,737.23	$232,737 23	$0 00	$8 72	$139 64	0 06%
Equities	2,919,160 97	2,666,938.84	252,222.13	0.00	41,715.54	1 42
Fixed Income	1,216,830 33	1,228,016 83	-11,186.50	1,594 77	24,380 09	2 00
Real Estate	240,789 82	226,592.50	14,197.32	0.00	5,195.63	2.15
Tangible Assets	255,156.86	313,299 46	-58,142.60	0.00	0 00	0.00
Total Assets	**$4,864,675.21**	**$4,667,584.86**	**$197,090.35**	**$1,603.49**	**$71,430.90**	**1.46%**
Total	**$4,864,675.21**	**$4,667,584.86**	**$197,090.35**	**$1,603.49**	**$71,430.90**	



Assets representing less than 5% of total are grouped together as "Other" for display on the pie chart

The amounts shown throughout this statement should not be used in the preparation of tax documents. Detail specifying taxable nature of income will be provided with year-end tax documentation. Please consult your tax advisor.

Account Summary

Dec. 01, 2014 through Dec. 31, 2014

Account: IM ISABEL JAMES LEHTO FOUNDATION

Cash Summary

	Current Period	*YTD Since 01/01/14*
Beginning Value	**$0.00**	**$0.00**
Income	36,164.77	93,340.23
Deposits	77,021 31	188,620.99
Disbursements	0.00	-266,500.00
Bank Fees	-2,926 57	-35,388.27
Purchases	0.00	-2,258,554.40
Sales and Maturities	0 00	2,298,791.24
Net Automated Money Market Transactions	-110,259.51	-20,309.79
Ending Value	**$0.00**	**$0.00**

Settlement Date

U.S. TRUST

Bank of America Private Wealth Management

Portfolio Analysis

Dec. 01, 2014 through Dec. 31, 2014

Account: IM ISABEL JAMES LEHTO FOUNDATION

Portfolio Summary by Asset Class

Description	*Market Value*	*% of Account*	*% of Sector*	*Book Value*	*Estimated Annual Income*	*Current Yield*
Cash/Currency						
Cash Equivalents	$232,737 23	4 8%	100.0%	$232,737 23	$139 64	0.06%
Total Cash/Currency	**$232,737.23**	**4.8%**	**100.0%**	**$232,737.23**	**$139.64**	**0.06%**
Equities						
U.S Large Cap	$1,228,659.39	25.3%	42.1%	$1,047,351.61	$17,811.60	1.45%
U S Mid Cap	348,565.64	7 2	11 9	291,640.67	1,931 34	0.55
U.S. Small Cap	391,861.71	8.1	13 4	345,315.41	1,952.40	0 49
International Developed	624,264.39	12.8	21 4	643,510 92	19,131.63	3.06
Emerging Markets	325,809.84	6.7	11 2	339,120 23	888 57	0.27
Total Equities	**$2,919,160.97**	**60.0%**	**100.0%**	**$2,666,938.84**	**$41,715.54**	**1.42%**
Fixed Income						
Investment Grade Taxable	$1,034,855.45	21 3%	85.0%	$1,033,642.92	$13,868 24	1.34%
Global High Yield Taxable	181,974.88	3.7	15.0	194,373.91	10,511.85	5.77
Total Fixed Income	**$1,216,830.33**	**25.0%**	**100.0%**	**$1,228,016.83**	**$24,380.09**	**2.00%**
Real Estate						
Public REITs	$240,789.82	5.0%	100 0%	$226,592.50	$5,195 63	2.15%
Total Real Estate	**$240,789.82**	**5.0%**	**100.0%**	**$226,592.50**	**$5,195.63**	**2.15%**
Tangible Assets						
Commodities	$255,156.86	5.2%	100.0%	$313,299 46	$0 00	0.00%
Total Tangible Assets	**$255,156.86**	**5.2%**	**100.0%**	**$313,299.46**	**$0.00**	**0.00%**
Total Assets	**$4,864,675.21**	**100.0%**		**$4,667,584.86**	**$71,430.90**	**1.46%**
Total	**$4,864,675.21**			**$4,667,584.86**	**$71,430.90**	

Settlement Date

Portfolio Analysis

Dec. 01, 2014 through Dec 31, 2014

Account: IM ISABEL JAMES LEHTO FOUNDATION

Equities - Summary by Business Sector

Sector	*Market Value*	*% of Equities*	*% of S&P 500*
Consumer Discretionary	$0.00	0.0%	12.1%
Consumer Staples	0.00	0.0	9 8
Energy	0.00	0.0	8.4
Financials	0 00	0.0	16.7
Health Care	0.00	0.0	14.2
Industrials	0.00	0.0	10.4
Information Technology	0.00	0.0	19.7
Materials	0.00	0.0	3.2
Telecommunication Services	0.00	0.0	2.3
Utilities	0.00	0.0	3.2
Other Equities	2,919,160.97	100.0	0.0
Total Equities	**$2,919,160.97**	**100.0%**	**100.0%**

Portfolio Detail

Account: IM ISABEL JAMES LEHTO FOUNDATION

Dec. 01, 2014 through Dec. 31, 2014

Units	Description	CUSIP Sector (2)	Market Value/ Market Price	% of Total	Book Value/ Average Unit Cost	Unrealized Gain/Loss	Accrued Income	Estimated Annual Income	Cur Yld/ YTM
Cash/Currency									
Cash Equivalents									
232,737.230	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT	994458719	$232,737.23	4.8%	$232,737.23 1.000	$0.00	$8.72	$139.64	0.06%
	Total Cash Equivalents		**$232,737.23**	**4.8%**	**$232,737.23**	**$0.00**	**$8.72**	**$139.64**	**0.06%**
Total Cash/Currency			**$232,737.23**	**4.8%**	**$232,737.23**	**$0.00**	**$8.72**	**$139.64**	**0.06%**
Equities									

(2)Industry Sector Codes

CND = Consumer Discretionary
CNS = Consumer Staples
ENR = Energy
FIN = Financials
HEA = Health Care
IND = Industrials
IFT = Information Technology
MAT = Materials
OEQ = Other Equities
TEL = Telecommunication Services
UTL = Utilities

Units	Description	CUSIP Sector (2)	Market Value/ Market Price	% of Total	Book Value/ Average Unit Cost	Unrealized Gain/Loss	Accrued Income	Estimated Annual Income	Cur Yld/ YTM
U.S. Large Cap									
15,548.402	COLUMBIA DIVIDEND INCOME FUND CLASS Z SHARES Ticker: GSFT X	19765N245 OEQ	$294,642.22 18.950	6.1%	$255,655.57 16.443	$38,986.65	$0.00	$6,654.72	2.25%
3,290.000	ISHARES RUSSELL 1000 GROWTH ETF Ticker: IWF	464287614 OEQ	314,556.90 95.610	6 5	285,610.16 86.812	28,946.74	0.00	4,168.43	1.32
8,853.717	MFS VALUE FUND CL I Ticker: MEII X	552983694 OEQ	310,854.00 35.110	6.4	252,503.28 28.519	58,350 72	0.00	6,976 73	2.24
11,720.709	TCW SELECT EQUITIES FUND CL I Ticker: TGCE X	87234N302 OEQ	308,606.27 26.330	6.3	253,582.60 21.635	55,023.67	0.00	11.72	0.00
	Total U.S. Large Cap		**$1,228,659.39**	**25.3%**	**$1,047,351.61**	**$181,307.78**	**$0.00**	**$17,811.60**	**1.45%**
U.S. Mid Cap									
4,227 738	GOLDMAN SACHS GROWTH OPPORTUNITIES FUND INSTL Ticker: GGOI X	38142Y401 OEQ	$117,319 73 27.750	2.4%	$113,911.04 26.944	$3,408.69	$0.00	$0.00	0.00%
606.000	ISHARES CORE S&P MID CAP ETF Ticker: IJH	464287507 OEQ	87,748.80 144.800	1.8	70,657.97 116.597	17,090.83	0.00	1,176.85	1.34

Portfolio Detail

Account: IM ISABEL JAMES LEHTO FOUNDATION

Dec. 01, 2014 through Dec 31, 2014

Units	Description	CUSIP Sector (2)	Market Value/ Market Price	% of Total	Book Value/ Average Unit Cost	Unrealized Gain/Loss	Accrued Income	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)									
U.S. Mid Cap (cont)									
7,185.634	JOHN HANCOCK FDS III DISCIPLINED VALUE MID CAP FUND Ticker: JVMI X	47803W406 OEQ	143,497.11 19.970	3.0	107,071.66 14.901	36,425.45	0.00	754.49	0.52
	Total U.S. Mid Cap		**$348,565.64**	**7.2%**	**$291,640.67**	**$56,924.97**	**$0.00**	**$1,931.34**	**0.55%**
U.S. Small Cap									
1,088.000	ISHARES RUSSELL 2000 ETF Ticker: IWM	464287655 OEQ	$130,146.56 119.620	2.7%	$104,816.31 96.339	$25,330.25	$0.00	$1,643.97	1.26%
6,697.519	KALMAR GROWTH-WITH-VALUE SMALL CAP FUND Ticker KGSA X	483438404 OEQ	132,209.03 19.740	2 7	122,203.26 18.246	10,005.77	0.00	0.00	0.00
3,281.128	VICTORY SMALL CO OPPTY FUND CL I SHS Ticker: VSOI X	92646A815 OEQ	129,506.12 39.470	2.7	118,295.84 36.053	11,210.28	0.00	308.43	0.23
	Total U.S. Small Cap		**$391,861.71**	**8.1%**	**$345,315.41**	**$46,546.30**	**$0.00**	**$1,952.40**	**0.49%**
International Developed									
5,709.688	INVESCO INTL GROWTH FUND CL Y Ticker: AIIY X	008882532 OEQ	$184,308.73 32.280	3.8%	$200,809.95 35.170	-$16,501.22	$0.00	$2,529.39	1 37%
13,710.668	JPMORGAN INTL VALUE FUND INSTL CL Ticker: JNUS X	4812A0573 OEQ	181,803.46 13.260	3 7	188,650.21 13.759	-6,846.75	0.00	7,102.13	3.90
6,815.000	VANGUARD FTSE DEVELOPED MARKETS ETF Ticker: VEA	921943858 OEQ	258,152.20 37.880	5.3	254,050 76 37 278	4,101.44	0.00	9,500.11	3.68
	Total International Developed		**$624,264.39**	**12.8%**	**$643,510.92**	**-$19,246.53**	**$0.00**	**$19,131.63**	**3.06%**
Emerging Markets									
32,910.085	COLUMBIA EMERGING MARKETS FUND CLASS Z SHARES Ticker: UMEM X	19765Y852 OEQ	$325,809.84 9.900	6 7%	$339,120.23 10.304	-$13,310.39	$0.00	$888.57	0.27%
	Total Emerging Markets		**$325,809.84**	**6.7%**	**$339,120.23**	**-$13,310.39**	**$0.00**	**$888.57**	**0.27%**

Portfolio Detail

Account: IM ISABEL JAMES LEHTO FOUNDATION

Dec. 01, 2014 through Dec. 31, 2014

Units	*Description*	*CUSIP Sector (2)*	*Market Value/ Market Price*	*% of Total*	*Book Value/ Average Unit Cost*	*Unrealized Gain/Loss*	*Accrued Income*	*Estimated Annual Income*	*Cur Yld/ YTM*
Equities (cont)									
Emerging Markets (cont)									
Total Equities			**$2,919,160.97**	**60.0%**	**$2,666,938.84**	**$252,222.13**	**$0.00**	**$41,715.54**	**1.42%**
Fixed Income									
Investment Grade Taxable									
2,835.000	ISHARES MBS ETF	464288588	$309,922.20 109.320	6.4%	$303,916.29 107 202	$6,005.91	$0.00	$5,332.64	1.72%
23,710.000	SPDR BARCLAYS SHORT TERM CORP BD ETF	78464A474	724,933.25 30.575	14.9	729,726.63 30.777	-4,793.38	718.77	8,535.60	1.17
	Total Investment Grade Taxable		**$1,034,855.45**	**21.3%**	**$1,033,642.92**	**$1,212.53**	**$718.77**	**$13,868.24**	**1.34%**
Global High Yield Taxable									
20,332.389	NEUBERGER BERMAN HIGH INCOME BD FUND INSTL CL	64128K868	$181,974.88 8.950	3.7%	$194,373.91 9.560	-$12,399.03	$876.00	$10,511.85	5.77%
	Total Global High Yield Taxable		**$181,974.88**	**3.7%**	**$194,373.91**	**-$12,399.03**	**$876.00**	**$10,511.85**	**5.77%**
Total Fixed Income			**$1,216,830.33**	**25.0%**	**$1,228,016.83**	**-$11,186.50**	**$1,594.77**	**$24,380.09**	**2.00%**
Real Estate									
Public REITs									
9,840.205	PRUDENTIAL GLOBAL REAL ESTATE FUND CL Z	744336504	$240,789.82 24.470	5.0%	$226,592.50 23.027	$14,197.32	$0.00	$5,195.63	2.15%
	Total Public REITs		**$240,789.82**	**5.0%**	**$226,592.50**	**$14,197.32**	**$0.00**	**$5,195.63**	**2.15%**
Total Real Estate			**$240,789.82**	**5.0%**	**$226,592.50**	**$14,197.32**	**$0.00**	**$5,195.63**	**2.15%**
Tangible Assets									
Commodities									
42,455.385	CREDIT SUISSE COMMODITY-RETURN STRATEGY FUND CL I	22544R305	$255,156.86 6.010	5.2%	$313,299.46 7.379	-$58,142.60	$0.00	$0.00	0.00%
	Total Commodities		**$255,156.86**	**5.2%**	**$313,299.46**	**-$58,142.60**	**$0.00**	**$0.00**	**0.00%**

Portfolio Detail

Account: IM ISABEL JAMES LEHTO FOUNDATION

Dec 01, 2014 through Dec. 31, 2014

Units	Description	CUSIP Sector (2)	Market Value/ Market Price	% of Total	Book Value/ Average Unit Cost	Unrealized Gain/Loss	Accrued Income	Estimated Annual Income	Cur Yld/ YTM
Tangible Assets (cont)									
Commodities (cont)									
Total Tangible Assets			$255,156.86	5.2%	$313,299.46	-$58,142.60	$0.00	$0.00	0.00%
Total Portfolio			$4,864,675.21	100.0%	$4,667,584.86	$197,090.35	$1,603.49	$71,430.90	1.46%

TRUST COMPANY
OF THE SOUTH

Account Information

Name.	ISABEL JAMES LEHTO FOUNDATION, INC.
Account#	
Investment Objective	BALANCED GROWTH
Period	12/01/2014 - 12/31/2014

Market Value Summary

As of 12/31/2013	5,104,213 11
As of 11/30/2014	5,165,014 96
As of 12/31/2014	5,134,063 90

Account Summary

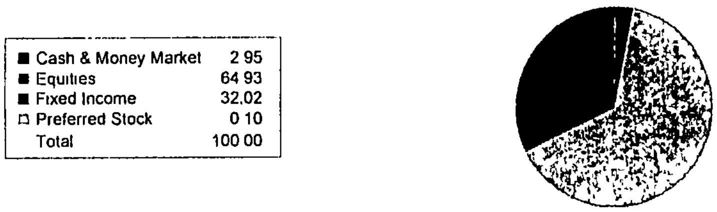
Portfolio Holdings

	Prior MV 11/30/14	Current MV 12/31/14	% of Portfolio
Cash & Money Market	99,660.81	151,472.00	2.95
Fixed Income	1,653,124 69	1,643,948 36	32 02
Preferred Stock	6,120 85	5,314.31	0 10
Equities	3,406,108 61	3,333,329.23	64.93
Total Market Value	**5,165,014.96**	**5,134,063.90** 1470 YTD ✓	**100.00**
Total Accrued Income		**$2,393.44**	
Total Market Value and Accrued Income		**$5,136,457.34**	

Account Activity

	Current Period		YTD
Beginning Balance	5,165,014.96		5,104,213 11
Dividends/Interest	55,049 18	4075	135,329 73
Deposits	0 00		95,067.27
Distributions	0 00		(266,500 00)
Fees	(3,237.99)	6010	(39,044.05)
Capital Changes	(82,762.25)	4070	104,997 84
Ending Balance	**5,134,063.90**		**5,134,063.90**

Portfolio Allocation



Realized Gain/Loss Summary

	Current Period	YTD
Short Term	-	2,093 94
Long Term	-	5,193 84

① To post changes in MV of Assets
1470 < 82,762.25 >
4070 82,762.25

② To post Dec Inv. Fees & Div.
1470 51,811.19
4075 < 55,049.18 >
6010 3,237.99

TRUST COMPANY OF THE SOUTH

Account Information

Name ISABEL JAMES LEHTO FOUNDATION, INC
Account#
Investment Objective ʙALANCED GROWTH
Period 12/01/2014 - 12/31/2014

Portfolio Holdings Report

Units		Ticker	Tax Lots	Tax Cost	Price	Current MV	% Port	Unreal. G/L	Current Yld
	Cash & Money Market								
	Cash								
	Cash					1,689 81	0 03		
Subtotal:						***1,689.81***	***0.03***		
	Money Market - Principal								
149,782 1900	BLACKROCK T-FUND INST	TSTXX		149,782 19	1 00	149,782 19	2 92	0 00	0 01
Subtotal.				***149,782.19***		***149,782.19***	***2.92***	***$0.00***	**0.01**
Total Cash & Money Market				149,782 19		151,472 00	2 95	0 00	**0.01**
	Fixed Income								
	Mutual Funds								
	Taxable								
58,269 2490	JP MORGAN CORE BOND FD SEL	WOBDX	05/12/2014	680,002 13	11.75	684,663 68	13 34	4,661 54	2 53
3,897 9760	TEMPLETON GLOBAL BOND FD ADV CL	TGBAX	04/09/2013	53,051 45				(4,677 57)	2 38
1,479 6880			05/12/2014	19,502 29				(1,139 36)	2 38
1,137 7050			09/05/2013	14,471 61				(352 69)	2 38
136 8160			10/22/2014	1,796 39				(98 50)	2 38
34 4790			11/04/2013	452 37				(24 49)	2 38
6,686 6640	*Subtotal*			*89,274 11*	*12 41*	*82,981 50*	*1 62*		2 38
24,300 6280	VANGUARD SHORT TERM INVESTMENT GRADE FD INSTI	VFSIX	04/09/2013	262,689 78				(3,645 09)	1 88
1,797 7920			09/05/2013	19,074 57				89.89	1 88
671 2650			11/04/2013	7,209 38				(53 70)	1 88
26,769 6850	*Subtotal*			*288,973 73*	*10 66*	*285,364 84*	*5 56*		1 88
32,110 4090	VANGUARD TOTAL BD MKT INDEX INSTL	VBTIX	09/23/2014	346,471.32	10 87	349,040 15	6 80	2,568.82	2 46

Account Information

Name ISABEL JAMES LEHTO FOUNDATION, INC
Account#
Investment Objective BALANCED GROWTH
Period 12/01/2014 - 12/31/2014

Portfolio Holdings Report

Units		Ticker	Tax Lots	Tax Cost	Price	Current MV	% Port	Unreal. G/L	Current Yld
7,597 3050	VANGUARD TOTAL INTERNATIONAL BOND INDEX FD IN	VTIFX	10/21/2014	237,947 60	31 84	241,898 19	4 71	3,950 59	1 60
	Taxable Subtotal			1,642,668 89		1,643,948 36	32 02	1,279 44	**2.19**
Subtotal:				***1,642,668.89***		***1,643,948.36***	***32.02***	***$1,279.44***	**2.19**
Total Fixed Income				1,642,668 89		1,643,948 36	32 02	1,279 44	**2.19**
	Preferred Stock								
	PREFERRED STOCK								
21 0000	WILLIAMS COS INC 5 500% PREFERREED		07/21/2014	0 00	253 06	5,314 31	0 10	5,314 31	1 09
Subtotal:				***0.00***		***5,314.31***	***0.10***	***$5,314.31***	**1.09**
Total Preferred Stock				0 00		5,314 31	0 10	5,314.31	**1.09**
	Equities								
	Mutual Funds								
1,504 8620	DFA EMERGING MKTS SML CAP PORT	DEMSX	04/09/2013	32,083 66				(2,151 96)	2 15
222 7460			09/05/2013	4,332 40				98 02	2 15
51 2490			12/19/2013	1,011 15				8 19	2.15
1,778 8570	*Subtotal*			*37,427 21*	*19 89*	*35,381 47*	*0 69*		2 15
3,069 5220	DFA EMERGING MKTS VALUE	DFEVX	04/09/2013	88,985 45				(9,945 25)	2 62
306 1360			09/05/2013	8,274 85				(391 85)	2 62
128 2640			12/19/2013	3,478 52				(175 72)	2 62
90.8150			05/12/2014	2,568 24				(229 75)	2 62
73 7890			05/31/2013	2,136 18				(236 11)	2 62
3,668 5260	*Subtotal*			*105,443 24*	*25 75*	*94,464 54*	*1 84*		2 62
23,833 4300	DFA INTERNATIONAL VALUE PORTFOLIO	DFIVX	04/09/2013	402,546 63				18,113 41	4.88
1,925 7550			10/22/2014	34,316 96				(327 38)	4 88

TRUST
COMPANY
OF THE SOUTH

Account Information

Name ISABEL JAMES LEHTO FOUNDATION, INC
Account#.
Investment Objective BALANCED GROWTH
Period 12/01/2014 - 12/31/2014

Portfolio Holdings Report

Units		Ticker	Tax Lots	Tax Cost	Price	Current MV	% Port	Unreal. G/L	Current Yld
69 3360			05/12/2014	1,395 73				(171 95)	4 88
25,828 5210	*Subtotal*			*438,259 32*	*17 65*	*455,873 40*	*8 88*		4 88
3,465 8370	DFA INTL REAL ESTATE SEC PORT	DFITX	04/09/2013	19,200 74				(1,039 75)	5 45
437 6150			12/19/2013	2,135 56				157 54	5 45
343 2030			09/05/2013	1,688 56				109 82	5 45
323 5040			05/31/2013	1,701 63				(6 47)	5 45
4,570 1590	*Subtotal*			*24,726 49*	*5 24*	*23,947 63*	*0 47*		5 45
7,027 8480	DFA INTL SMALL COMPANY PORTFOLIO	DFISX	04/09/2013	117,646 17				1,686 68	2 63
547 9670			10/22/2014	9,808 61				(504 13)	2 63
104.2880			12/19/2013	1,935 59				(164 78)	2 63
7,680 1030	*Subtotal*			*129,390 37*	*16 98*	*130,408 15*	*2 54*		2 63
10,143 4170	DFA LARGE CAP INTL PORTFOLIO	DFALX	04/09/2013	202,868 34				7,303 26	3 54
610 4930			10/22/2014	12,716 58				(67 17)	3 54
10,753 9100	*Subtotal*			*215,584 92*	*20 72*	*222,821 02*	*4 34*		3 54
937 3930	DFA REAL ESTATE SECURITIES PORTFOLIO	DFREX	04/09/2013	27,400 00				3,599 59	2 59
206 3610			09/05/2013	5,272 52				1,551 84	2 59
61 9800			12/19/2013	1,594 13				455 55	2 59
1,205 7340	*Subtotal*			*34,266 65*	*33 07*	*39,873 62*	*0 78*		2 59
32,017 3130	DFA US LARGE CAP VALUE PORTFOLIO	DFLVX	04/09/2013	826,366 85				261,901 62	1,72
247 0170			05/12/2014	8,050 29				345 82	1 72
32,264 3300	*Subtotal*			*834,417 14*	*33 99*	*1,096,664 58*	*21 36*		1 72
8,113 3730	DFA US SMALL CAP VALUE PORTFOLIO	DFSVX	04/09/2013	236,504 81				47,219 84	0 71
324 3050			05/12/2014	11,525 79				(184 84)	0 71
8,437 6780	*Subtotal*			*248,030 60*	*34 97*	*295,065 60*	*5 75*		0 71

TRUST
COMPANY
OF THE SOUTH

Account Information

Name ISABEL JAMES LEHTO FOUNDATION, INC
Account#
Investment Objective BALANCED GROWTH
Period 12/01/2014 - 12/31/2014

Portfolio Holdings Report

Units		Ticker	Tax Lots	Tax Cost	Price	Current MV	% Port	Unreal. G/L	Current Yld
15,637 9530	VANGUARD GROWTH INDEX FUND - INSTITUTIONAL SHARES	VIGIX	04/09/2013	621,608 63				218,149 44	1 22
376 2200			05/12/2014	18,344 47				1,858 54	1 22
16,014 1730	*Subtotal*			*639,953 10*	*53 70*	*859,961 09*	*16 75*		1 22
2,066 7940	VANGUARD SMALL CAP GROWTH INDEX FUND INSTITUTIONAL SHARES	VSGIX	04/09/2013	56,816 16				16,451 69	1 02
157 9770			05/12/2014	5,323 83				276 45	1 02
2,224 7710	*Subtotal*			*62,139 99*	*35 45*	*78,868 13*	*1 54*		1 02
Subtotal·				***2,769,639.03***		***3,333,329.23***	***64.93***	***$563,690.19***	**2.84**
Total Equities				2,769,639 03		3,333,329 23	64 93	563,690 19	**2.84**
Grand Total All Assets				**4,562,090.11**		**5,134,063.90**	**100.00**	**570,283.94**	**2.58**

107-2

Corrected ☒

1099-B

TAX YEAR: 2014

Proceeds from Broker Transactions

Department of the Treasury - Internal Revenue Service
Copy B for Recipient (OMB No. 1545-0715)

Recipient Information
Name: ISABEL JAMES LEHTO FOUNDATION, INC.
Address: 1001 COLLEGE COURT
NEW BERN, NC 28562
Taxpayer ID No: XX-XXX9589
Account Number: A015209

Payer Information
Name: TRUST COMPANY OF THE SOUTH
Address: P.O. BOX 1898
BURLINGTON, NC 27216
Phone #: (800) 800-9440
Federal ID No: 56-1312015

Box 1a: Description of property	CUSIP	Box 1b: Date acquired	Box 1d: Proceeds	Box 1e: Cost or other basis	Box 1f: Code, if any	Box 5: Check if noncovered security	Box 4: Federal income tax withheld	Box 14: State name
		Box 1c: Date sold or disposed	Box 6: Reported to IRS: Gross Proceeds or Net		Box 1g: Adjustments	Box 7: Check if, loss not allowed based on amount in 1d	Box 16: State tax withheld	Box 15: State identification no.
Short-term transaction for which basis is reported to the IRS; report on Form 8949, Part I, with Box A checked.								
25082.873 DFA 2 YR GLOBAL	233203645	09/05/2013	251,079.56	251,581.22				
		05/12/2014	Net					
1016.012 DFA 2 YR GLOBAL	233203645	11/04/2013	10,180.44	10,221.08				
		10/21/2014	Net					
2655.382 JP MORGAN CORE BOND FD SEL	4812C0381	05/12/2014	31,333.50	30,988.31				
		10/22/2014	Net					
69.933 PIMCO TOTAL RETURN FD INST SHS	693390700	11/04/2013	762.27	760.87				
		09/23/2014	Net					
14337.864 PIMCO UNCONSTRAINED BOND FUN	72201M487		161,444.35	159,138.75				
		05/12/2014	Net					
1392.947 VANGUARD TOTAL BD MKT INDEX I	921937504	09/23/2014	15,197.05	15,029.90				
		10/22/2014	Net					
366.810 VANGUARD TOTAL INTERNATIONAL B	92203J209	10/21/2014	11,482.24	11,482.23				
		10/22/2014	Net					
Total			481,479.41	479,202.36				

✓ 9405

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

Taxpayer ID No: XX-XXX9589

Account Number: A015209

Federal ID No: 561312015

Box 1a: Description of property	CUSIP	Box 1b: Date acquired	Box 1d: Proceeds	Box 1e: Cost or other basis	Box 1f: Code, if any	Box 5: Check if noncovered security	Box 4: Federal income tax withheld	Box 14: State name
		Box 1c: Date sold or disposed	Box 6: Reported to IRS: Gross Proceeds or Net		Box 1g: Adjustments	Box 7: Check if, loss not allowed based on amount in 1d	Box 16: State tax withheld	Box 15: State identification no.
Long-term transaction for which basis is reported to the IRS; report on Form 8949, Part II, with Box D checked.								
352.185 DFA INTL REAL ESTATE SEC PORT	233203348	04/09/2013	1,944.06	1,951.10				
		05/12/2014	Net					
131.885 DFA INTL REAL ESTATE SEC PORT	233203348	04/09/2013	720.09	730.64				
		10/22/2014	Net					
12.483 DFA EMERGING MKTS VALUE	233203587	04/09/2013	339.90	361.88				
		10/22/2014	Net					
9.115 DFA EMERGING MKTS SML CAP PORT	233203611	04/09/2013	192.96	194.33				
		05/12/2014	Net					
60.902 DFA EMERGING MKTS SML CAP PORT	233203611	04/09/2013	1,285.04	1,298.43				
		10/22/2014	Net					
167.084 DFA INTL SMALL COMPANY	233203629	04/09/2013	3,348.36	2,796.99				
		05/12/2014	Net					
14481.010 DFA 2 YR GLOBAL	233203645	09/05/2013	145,099.72	145,244.53				
		10/21/2014	Net					
120.493 DFA US SMALL CAP VALUE	233203819	04/09/2013	4,048.57	3,512.37				
		10/22/2014	Net					
1424.388 DFA US LARGE CAP VALUE	233203827	04/09/2013	45,936.52	36,763.45				
		10/22/2014	Net					
122.080 DFA REAL ESTATE SECURITIES	233203835	04/09/2013	3,675.64	3,568.40				
		05/12/2014	Net					
87.424 DFA REAL ESTATE SECURITIES	233203835	04/09/2013	2,724.13	2,555.40				
		10/22/2014	Net					
15.776 DFA LARGE CAP INTL PORTFOLIO	233203868	04/09/2013	364.11	315.52				
		05/12/2014	Net					

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

Taxpayer ID No: XX-XXX9589 ***Federal ID No:*** 561312015

Account Number: A015209

Box 1a: Description of property	CUSIP	Box 1b: Date acquired	Box 1d: Proceeds	Box 1e: Cost or other basis	Box 1f: Code, if any	Box 5: Check if noncovered security	Box 4: Federal income tax withheld	Box 14: State name
		Box 1c: Date sold or disposed	Box 6: Reported to IRS: Gross Proceeds or Net		Box 1g: Adjustments	Box 7: Check if, loss not allowed based on amount in 1d	Box 16: State tax withheld	Box 15: State identification no.
12530.735 PIMCO TOTAL RETURN FD INST S	693390700	04/09/2013	136,334.40	141,288.82				
		05/12/2014	Net					
33156.281 PIMCO TOTAL RETURN FD INST S	693390700		361,403.48	372,235.88				
		09/23/2014	Net					
7181.516 TEMPLETON GLOBAL BOND FD ADV	880208400	04/09/2013	94,149.67	97,740.43				
		10/21/2014	Net					
10259.185 VANGUARD SHORT TERM INVESTME	922031877	04/09/2013	110,388.83	110,901.79				
		05/12/2014	Net					
862.590 VANGUARD SHORT TERM	922031877	04/09/2013	9,281.47	9,324.60				
		10/22/2014	Net					
122.923 VANGUARD SM CAP GR INDEX FD IN	922908819	04/09/2013	4,093.33	3,379.15				
		10/22/2014	Net					
1428.429 VANGUARD GROWTH INDEX FD INST	922908868	04/09/2013	71,878.55	56,780.05				
		10/22/2014	Net					
Total			997,209.03	990,943.76				

9405

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

Income for 2014

This section reports your sales transactions during the year. A schedule of your net gains and losses is shown below. Please note that if you have sold an asset for which the cost basis information is unknown it is shown separately in the section entitled Transactions with Unknown Cost Basis. Please review these carefully when preparing your return. An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for current year's return of capital.

The following items are provided to you to assist in the preparation of your tax returns. We have included the following Codes and Adjustment amounts: "W" for wash sales, "C" for collectibles, and "D" for Market Discount. Typically, collectibles are taxed at 28% rates. For your convenience, if applicable, we have included the portion subject to Section 988 translation gains and losses and Market Discount in the column titled "Portion Subject to 988 and Market Discount". We have also includes gains on collectibles taxed at 28% rates in the last column. If we have included a dagger symbol (†) next to the sale transaction with a net loss, this indicates that you can not take a loss on your tax return based on gross proceeds from a reportable change in control or capital structure.

Short Term Transactions

DESCRIPTION		CUSIP	SYMBOL						
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
INVESCO INTL GROWTH FUND		008882532	AIIY X						
10/23/14	09/12/14	241.4	$8,000.00	$8,506.94	$-506.94	W	$506.94	$0.00	$0.00
CREDIT SUISSE COMMODITY-RETURN		22544R305	CRSO X						
05/05/14	08/16/13	1152.37	$9,000.00	$8,573.63	$426.37		$0.00	$0.00	$0.00
ISHARES TR RUSSELL 1000 GROWTH		464287614	IWF						
07/18/14	05/05/14	335	$30,315.64	$29,081.89	$1,233.75		$0.00	$0.00	$0.00
10/01/14	05/05/14	85	$7,707.19	$7,378.99	$328.20		$0.00	$0.00	$0.00
10/23/14	05/05/14	170	$15,445.00	$14,757.97	$687.03		$0.00	$0.00	$0.00

Short Term Transactions

DESCRIPTION		CUSIP	SYMBOL						
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
ISHARES TR		464288588	MBB						
10/23/14	05/05/14	280	$30,536.43	$29,997.97	$538.46		$0.00	$0.00	$0.00
JOHN HANCOCK FDS III INTL GROWTH		47803T627	GOGI X						
09/12/14	12/19/13	429.55	$10,592.78	$10,000.00	$592.78		$0.00	$0.00	$0.00
09/12/14	10/03/13	1688.48	$41,637.82	$40,000.00	$1,637.82		$0.00	$0.00	$0.00
MFS RESEARCH BD FUND		55272P778	MRBI X						
05/05/14	10/03/13	1357.21	$14,807.16	$14,535.72	$271.44		$0.00	$0.00	$0.00
MFS EMERGING MKTS DEBT FUND		55273E640	MEDI X						
05/05/14	10/03/13	342	$5,119.69	$5,000.00	$119.69		$0.00	$0.00	$0.00
METROPOLITAN WEST FDS TOTAL RETU		592905509	MWTI X						
05/05/14	10/03/13	1320.2	$14,205.31	$14,033.68	$171.63		$0.00	$0.00	$0.00
PIMCO TOTAL RETURN FUND #35		693390700	PTTR X						
05/05/14	10/03/13	1247.04	$13,530.41	$13,488.78 *	$41.63		$0.00	$0.00	$0.00
PIMCO FOREIGN FD #103		693390882	PFOR X						
09/29/14	10/03/13	283.55	$3,141.78	$3,000.00	$141.78		$0.00	$0.00	$0.00
09/29/14	07/18/14	91.41	$1,012.80	$1,000.00	$12.80		$0.00	$0.00	$0.00
SPDR BARCLAYS CAPITAL SHORT TERM		78464A474	SCPB						
10/23/14	05/05/14	1180	$36,272.16	$36,320.40	$-48.24	W	$48.24	$0.00	$0.00
10/23/14	05/05/14	935	$28,741.07	$28,779.30	$-38.23		$0.00	$0.00	$0.00

Short Term Transactions

Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
DESCRIPTION		CUSIP	SYMBOL						
VANGUARD INTL EQUITY INDEX FD INC		922042858	VWO						
05/05/14	08/16/13	300	$12,267.84	$11,908.50	$359.34		$0.00	$0.00	$0.00
Total Short Term Gain/Loss			*$282,333.08*	*$276,363.77*	*$5,969.31*		*$555.18*	*$0.00*	*$0.00*

9405

Long Term Transactions

Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
DESCRIPTION		CUSIP	SYMBOL						
ABN AMRO FDS MONTAG & CALDWELL		00078H281	MCGI X						
05/05/14	04/04/13	10863.75	$306,248.97	$287,128.77	$19,120.20		$0.00	$0.00	$0.00
COLUMBIA DIVIDEND INCOME CL Z		19765N245	GSFT X						
07/18/14	04/04/13	1543.21	$30,000.00	$25,262.35	$4,737.65		$0.00	$0.00	$0.00
10/01/14	04/04/13	427.08	$8,200.00	$6,991.35	$1,208.65		$0.00	$0.00	$0.00
10/23/14	04/04/13	782.07	$15,000.00	$12,802.40	$2,197.60		$0.00	$0.00	$0.00
COLUMBIA FDS SER TR I EMERGING		19765Y852	UMEM X						
10/23/14	04/04/13	497.47	$5,039.33	$5,138.82	$-99.49		$0.00	$0.00	$0.00
10/23/14	04/04/13	983.28	$9,960.67	$10,157.33	$-196.66	W	$196.66	$0.00	$0.00
CREDIT SUISSE COMMODITY-RETURN		22544R305	CRSO X						
10/23/14	08/16/13	2225.52	$15,000.00	$16,557.86	$-1,557.86	W	$1,557.86	$0.00	$0.00

Long Term Transactions

DESCRIPTION Date sold or disposed	Date acquired	CUSIP Units	SYMBOL Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
GOLDMAN SACHS TR GROWTH		38142Y401	GGOI X						
07/18/14	04/04/13	634.92	$20,000.00	$16,844.45	$3,155.55		$0.00	$0.00	$0.00
10/01/14	04/04/13	129.5	$4,100 00	$3,435.66	$664.34		$0.00	$0.00	$0.00
10/23/14	04/04/13	312.31	$10,000.00	$8,285.45	$1,714.55		$0.00	$0.00	$0.00
ISHARES TR S&P MIDCAP 400 INDEX FD		464287507	IJH						
07/18/14	04/04/13	90	$12,628.07	$10,096.97	$2,531.10		$0.00	$0.00	$0.00
10/23/14	04/04/13	40	$5,477.27	$4,487.54	$989.73		$0.00	$0.00	$0.00
ISHARES TR RUSSELL 2000 INDEX FD		464287655	IWM						
10/23/14	04/04/13	50	$5,525.62	$4,581.75	$943.87		$0.00	$0.00	$0.00
JOHN HANCOCK FDS III INTL GROWTH		47803T627	GOGI X						
09/12/14	04/04/13	6116.02	$150,821.10	$133,512.76	$17,308.34		$0.00	$0.00	$0.00
JOHN HANCOCK FDS III		47803W406	JVMI X						
05/05/14	04/04/13	162.08	$3,000.00	$2,384.12	$615.88		$0.00	$0.00	$0.00
07/18/14	04/04/13	1027.75	$20,000.00	$15,118.19	$4,881.81		$0.00	$0.00	$0.00
10/23/14	04/04/13	527.43	$10,000.00	$7,758.44	$2,241.56		$0.00	$0.00	$0.00
JPMORGAN INTL VALUE FUND		4812A0573	JNUS X						
10/23/14	04/04/13	359.71	$5,000.00	$4,784.17	$215.83		$0.00	$0.00	$0.00
KALMAR GROWTH-WITH-VALUE SMALL		483438404	KGSA X						
10/23/14	04/04/13	407.33	$8,000.00	$7,086.66	$913.34		$0.00	$0.00	$0.00

Long Term Transactions

DESCRIPTION		CUSIP	SYMBOL						
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
MFS RESEARCH BD FUND		55272P778	MRBI X						
05/05/14	03/06/13	510.2	$5,566.33	$5,622.44	$-56.11		$0.00	$0.00	$0.00
05/05/14	04/04/13	31500.62	$343,671.73	$349,341.84	$-5,670.11		$0.00	$0.00	$0.00
MFS EMERGING MKTS DEBT FUND		55273E640	MEDI X						
05/05/14	04/04/13	2970.61	$44,469.99	$47,500.00	$-3,030.01		$0.00	$0.00	$0.00
MFS VALUE FUND		552983694	MEII X						
07/18/14	04/04/13	718.39	$25,000.00	$20,395.12	$4,604.88		$0.00	$0.00	$0.00
10/23/14	04/04/13	444.05	$15,000.00	$12,606.58	$2,393.42		$0.00	$0.00	$0.00
METROPOLITAN WEST FDS TOTAL RETU		592905509	MWTI X						
05/05/14	03/06/13	561.27	$6,039.29	$6,117.86	$-78.57		$0.00	$0.00	$0.00
05/05/14	04/04/13	31829.24	$342,482.61	$348,848.46	$-6,365.85		$0.00	$0.00	$0.00
NEUBERGER BERMAN HIGH INCOME BD		64128K868	NHIL X						
10/23/14	04/04/13	1396.35	$13,000.00	$13,390.98	$-390.98		$0.00	$0.00	$0.00
PIMCO TOTAL RETURN FUND	#35	693390700	PTTR X						
05/05/14	04/04/13	24645.6	$267,404.78	$277,672.59 *	$-10,267.81		$0.00	$0.00	$0.00
05/05/14	03/06/13	597.98	$6,488.04	$6,719.23 *	$-231.19		$0.00	$0.00	$0.00
PIMCO FOREIGN FD	#103	693390882	PFOR X						
09/29/14	04/04/13	4333.94	$48,020.08	$47,500.00	$520.08		$0.00	$0.00	$0.00

Long Term Transactions

DESCRIPTION		CUSIP	SYMBOL						
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
PRUDENTIAL GLOBAL REAL ESTATE		744336504	PURZ X						
05/05/14	04/04/13	554.37	$13,000.00	$12,883.58	$116.42		$0.00	$0.00	$0.00
07/18/14	04/04/13	240.29	$6,000.00	$5,584.29	$415.71		$0.00	$0.00	$0.00
10/23/14	04/04/13	1039.07	$25,000.00	$24,147.96	$852.04		$0.00	$0.00	$0.00
TCW GALILEO FDS INC CORE		87234N302	TGCE X						
07/18/14	04/04/13	1173.25	$30,000.00	$25,084.09	$4,915.91		$0.00	$0.00	$0.00
10/01/14	04/04/13	323.47	$8,200.00	$6,915.81	$1,284.19		$0.00	$0.00	$0.00
10/23/14	04/04/13	585.71	$15,000.00	$12,522.46	$2,477.54		$0.00	$0.00	$0.00
VANGUARD TAX-MANAGED FD EUROPE		921943858	VEA						
10/23/14	04/04/13	210	$8,058.57	$7,679.15	$379.42		$0.00	$0.00	$0.00
VANGUARD INTL EQUITY INDEX FD INC		922042858	VWO						
05/05/14	04/04/13	3266	$133,555.86	$137,416.63	$-3,860.77		$0.00	$0.00	$0.00
VICTORY SMALL CO OPPTY FUND		92646A815	VSOI X						
10/23/14	04/04/13	246.49	$10,000.00	$8,641.87	$1,358.13		$0.00	$0.00	$0.00
WILLIAMS COS INC		969457845	WILL84						
07/22/14	01/01/51	20	$6,499.85	$30.70	$6,469.15		$0.00	$0.00	$0.00
Total Long Term Gain/Loss			*$2,016,458.16*	*$1,959,036.68*	*$57,421.48*		*$1,754.52*	*$0.00*	*$0.00*

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
TRUST CO OF THE SOUTH	<3.>	<3.>	
U S TRUST	133.	133.	
TOTAL TO PART I, LINE 3	130.	130.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
TRUST CO OF THE SOUTH	134,610.	23,608.	111,002.	111,002.	
U S TRUST	177,448.	86,787.	90,661.	90,661.	
TO PART I, LINE 4	312,058.	110,395.	201,663.	201,663.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	9,586.	0.		0.
TO FM 990-PF, PG 1, LN 16A	9,586.	0.		0.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	10,692.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	10,692.	0.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	71,490.	0.		0.
TO FORM 990-PF, PG 1, LN 16C	71,490.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER EXPENSES	3,804.	0.		0.
BANK FEES	15.	0.		0.
MISCELLANEOUS EXPENSE	28.	0.		0.
FEDERAL TAX PAID	3,785.	0.		0.
TO FORM 990-PF, PG 1, LN 23	7,632.	0.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
	9,262,498.	9,998,739.
TOTAL TO FORM 990-PF, PART II, LINE 10B	9,262,498.	9,998,739.