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Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation
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 ► Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning

, 2014, and ending

, 20

Name of foundation

ADAMS LEGACY FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address)

A Employer identification number

26-3373791

P.O. BOX 803878

Room/suite

312-630-6000

City or town, state or province, country, and ZIP or foreign postal code

CHICAGO, IL 60680

G Check all that apply:

 Initial return Final return Address change Initial return of a former public charity Amended return Name changeH Check type of organization: Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at
end of year (from Part II, col. (c), line
16) ► \$ 4,770,564.J Accounting method: Cash Accrual
 Other (specify) _____
(Part I, column (d) must be on cash basis.)Part I Analysis of Revenue and Expenses (The
total of amounts in columns (b), (c), and (d)
may not necessarily equal the amounts in
column (a) (see instructions).)(a) Revenue and
expenses per
books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable
purposes
(cash basis only)

1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ► <input 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	157,570.	157,436.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	166,486.			
b Gross sales price for all assets on line 6a	1,246,105.			
7 Capital gain net income (from Part IV, line 2)	166,486.			
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	-6,264.	40.		STMT 2
12 Total. Add lines 1 through 11	317,792.	323,962.		
13 Compensation of officers, directors, trustees, etc.	33,000.			33,000.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits	3,033.	NONE	NONE	3,033.
16a Legal fees (attach schedule)	STMT 3.	125.	NONE	125.
b Accounting fees (attach schedule)	STMT 4.	2,000.	1,000.	1,000.
c Other professional fees (attach schedule)	STMT 5.	26,249.	26,249.	
17 Interest	AUG 18 2015			
18 Taxes (attach schedule) (see instructions)	STMT 6.	7,454.	3,104.	
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	9,721.	NONE	NONE	9,721.
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule)	STMT 7.	16,851.		16,851.
24 Total operating and administrative expenses				
Add lines 13 through 23.	98,433.	30,353.	NONE	63,730.
25 Contributions, gifts, grants paid	239,254.			239,254.
26 Total expenses and disbursements. Add lines 24 and 25	337,687.	30,353.	NONE	302,984.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-19,895.			
b Net investment income (if negative, enter -0-)		293,609.		
c Adjusted net income (if negative, enter -0-)				

Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments		58,425.	37,810.	37,810.
	3 Accounts receivable ►				
	Less: allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less: allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7 Other notes and loans receivable (attach schedule) ►				
	Less: allowance for doubtful accounts ►	NONE			
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U S and state government obligations (attach schedule)				
	b Investments - corporate stock (attach schedule)	STMT 8.	3,493,771.	3,280,844.	3,574,599.
	c Investments - corporate bonds (attach schedule)	STMT 9.	602,292.	967,458.	950,411.
	11 Investments - land, buildings, and equipment basis ►				
	Less: accumulated depreciation ► (attach schedule)				
	12 Investments - mortgage loans				
	13 Investments - other (attach schedule)	STMT 10.	300,000.	157,456.	207,744.
	14 Land, buildings, and equipment basis ►				
	Less: accumulated depreciation ► (attach schedule)				
	15 Other assets (describe ► NOTE DUE : WILDLING MUSEUM)		10,000.		
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		4,464,488.	4,443,568.	4,770,564.
	17 Accounts payable and accrued expenses		289.	40.	
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ►)				
	23 Total liabilities (add lines 17 through 22)		289.	40.	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, ► <input checked="" type="checkbox"/> check here and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		4,464,199.	4,443,528.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances (see instructions)		4,464,199.	4,443,528.	
	31 Total liabilities and net assets/fund balances (see instructions)		4,464,488.	4,443,568.	

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	4,464,199.
2 Enter amount from Part I, line 27a	2	-19,895.
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3	4	4,444,304.
5 Decreases not included in line 2 (itemize) ► PRIOR PERIOD ADJUSTMENT	5	776.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,443,528.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		(h) Gain or (loss) (e) plus (f) minus (g)	
a 1,246,105.		1,079,619.		166,486.	
b					
c					
d					
e					
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		166,486.	
a				166,486.	
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	166,486.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3		

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	207,355.	4,670,858.	0.044393
2012	199,096.	4,375,326.	0.045504
2011	190,061.	4,429,145.	0.042911
2010	183,423.	4,251,325.	0.043145
2009	369,640.	3,941,182.	0.093789
2 Total of line 1, column (d)		2	0.269742
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3	0.053948
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5		4	4,798,375.
5 Multiply line 4 by line 3		5	258,863.
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	2,936.
7 Add lines 5 and 6		7	261,799.
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	302,984.

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)	1	2,936.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
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-)			
3	Add lines 1 and 2			
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-			
6	Credits/Payments:			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	5,450.	
b	Exempt foreign organizations - tax withheld at source	6b	NONE	
c	Tax paid with application for extension of time to file (Form 8868)	6c	1,000.	
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d			6,450.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			3,514.
11	Enter the amount of line 10 to be: Credited to 2015 estimated tax ► <input type="checkbox"/> Refunded ► <input type="checkbox"/>	3,514.	Refunded	11

Part VII-A Statements Regarding Activities

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?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	X	
1c	<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	X	
2	Did the foundation file Form 1120-POL for this year?	X	
3	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
4a	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____		
4b	Has the foundation engaged in any activities that have not previously been reported to the IRS?		
5	<i>If "Yes," attach a detailed description of the activities.</i>		
6a	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		
6b	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>		
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► DE CA		
8b	<i>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</i>		
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
14	Telephone no. ► (562) 431-0011	
15	ZIP+4 ► 90720	
16	Yes	No X

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 ► WWW.ADAMSLEGACYFOUNDATION.ORG

14 The books are in care of ► BLAIR CARTY Located at ► P.O. BOX 1957, LOS ALAMITOS, CA

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► 15 and enter the amount of tax-exempt interest received or accrued during the year

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.	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? If "Yes," list the years ►	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	
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?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	X

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

5a	During the year did the foundation pay or incur any amount to:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?			5b	
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>				
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			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 (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PETER D. ADAMS P.O. BOX 1957, LOS ALAMITOS, CA 90720	PRESIDENT 2	-0-	-0-	-0-
REBECCA B. ADAMS P.O. BOX 1957, LOS ALAMITOS, CA 90720	SECRETARY 1	-0-	-0-	-0-
BLAIR CARTY P.O. BOX 1957, LOS ALAMITOS, CA 90720	EXECUTIVE DIRECT 10	33,000.	-0-	-0-

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ►

NONE

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE

Total number of others receiving over \$50,000 for professional services ► **NONE**

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.

Organizations and other beneficiaries served, conferences convened, research papers produced, etc	
1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

1	NONE	
2		
All other program-related investments See instructions		
3	NONE	
Total. Add lines 1 through 3		

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	4,871,447.
b Average of monthly cash balances	1b	NONE
c Fair market value of all other assets (see instructions)	1c	NONE
d Total (add lines 1a, b, and c)	1d	4,871,447.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2 Acquisition indebtedness applicable to line 1 assets	2	NONE
3 Subtract line 2 from line 1d	3	4,871,447.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	73,072.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,798,375.
6 Minimum investment return. Enter 5% of line 5	6	239,919.

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	239,919.
2a Tax on investment income for 2014 from Part VI, line 5	2a	2,936.
b Income tax for 2014. (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	2,936.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	236,983.
4 Recoveries of amounts treated as qualifying distributions	4	10,000.
5 Add lines 3 and 4	5	246,983.
6 Deduction from distributable amount (see instructions)	6	NONE
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	246,983.

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	302,984.
b Program-related investments - total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	NONE
b Cash distribution test (attach the required schedule)	3b	NONE
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	302,984.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	2,936.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	300,048.

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				246,983.
2 Undistributed income, if any, as of the end of 2014:			68,620.	
a Enter amount for 2013 only		NONE		
b Total for prior years: 20 12 ,20 ,20				
3 Excess distributions carryover, if any, to 2014:				
a From 2009	NONE			
b From 2010	NONE			
c From 2011	NONE			
d From 2012	NONE			
e From 2013	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ 302,984.			68,620.	
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2014 distributable amount				234,364.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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			NONE	
d Subtract line 6c from line 6b. Taxable amount - see instructions			NONE	
e Undistributed income for 2013. Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				12,619.
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)	NONE			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2010	NONE			
b Excess from 2011	NONE			
c Excess from 2012	NONE			
d Excess from 2013	NONE			
e Excess from 2014	NONE			

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

NOT APPLICABLE

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling	►		
b	Check box to indicate whether the foundation is a private operating foundation described in section	4942(j)(3) or 4942(j)(5)		
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years	(e) Total
		(a) 2014	(b) 2013	(c) 2012
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)(ii)			
(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).)

PETER & REBECCA ADAMS

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.

N/A**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ► if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

SEE STATEMENT 11

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 18				239,254.
Total			► 3a	239,254.
b Approved for future payment				
Total			► 3b	

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 (See instructions)
	(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					
4 Dividends and interest from securities				14	157,570.
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory				18	166,486.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b <u>OTHER INCOME</u>				14	40.
c <u>DEFERRED INCOME</u>				14	-6,304.
d					
e					
12 Subtotal. Add columns (b), (d), and (e)					317,792.
13 Total. Add line 12, columns (b), (d), and (e)				13	317,792.

(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). (See instructions.)

▼

NOT APPLICABLE

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.		

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

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.

**Sign
Here**


Signature of officer or trustee

7/15/15

Date

► PRESIDENT

Title

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

Paid Preparer Use Only	Print/Type preparer's name Meredith Glenn	Preparer's signature <i>Meredith Glenn</i>	Date 7/1/15	Check <input type="checkbox"/> if self-employed	PTIN P01613620
	Firm's name ► THE NORTHERN TRUST COMPANY	Firm's EIN ► 36-1561860			
	Firm's address ► P.O. BOX 803878 CHICAGO, IL 60680	Phone no 312-630-6000			

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DIVIDENDS & INTEREST	157,570.	157,436.
TOTAL	157,570.	157,436.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INCOME	40.	40.
DEFERRED INCOME	-6,304.	
TOTALS	-6,264.	40.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES	125.		125.	
TOTALS	125.	NONE	NONE	125.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION	2,000.	1,000.		1,000.
TOTALS	2,000.	1,000.	NONE	1,000.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT ADVISORY FEES	26,249.	26,249.
TOTALS	26,249.	26,249.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
EXCISE TAXES	4,350. 3,104.	3,104.
FOREIGN TAXES		
TOTALS	7,454.	3,104.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
PAYROLL PROCESSING	662.	662.
MISC FOUNDATION	15,657.	15,657.
WORKMANS COMP	532.	532.
TOTALS	----- 16,851.	===== 16,851.

ADAMS LEGACY FOUNDATION

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION
- - - - -

SEE ATTACHED SCHEDULE

TOTALS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE	3,280,844.	3,574,599.
TOTALS	3,280,844.	3,574,599.

26-3373791

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DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE	3,280,844.	3,574,599.
TOTALS	3,280,844.	3,574,599.

23-69991

EAP969

STATEMENT 8
24

ADAMS LEGACY FOUNDATION

26-3373791

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION

	ENDING BOOK VALUE -----	ENDING FMV -----
SEE ATTACHED SCHEDULE	967,458.	950,411.
TOTALS	967,458.	950,411.

SEE ATTACHED SCHEDULE

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23-69991

STATEMENT 9
25

ADAMS LEGACY FOUNDATION

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE	C	157,456.	207,744.
TOTALS		157,456.	207,744.

26-3373791

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE	C	157,456.	207,744.
TOTALS		157,456.	207,744.

RECIPIENT NAME:

BLAIR CARTY

ADDRESS:

P.O. BOX 1957

LOS ALAMITOS, CA 90720

RECIPIENT'S PHONE NUMBER: 562-431-0011

FORM, INFORMATION AND MATERIALS:

GRANT PORTAL IS AVAILABLE TO ALL MARCH15

TO OCTOBER 15 AT WWW.ADAMSLEGACYFOUNDATION.ORG

SUBMISSION DEADLINES:

OCTOBER 15 for LOI

JANUARY 15 FOR GRANT APPLICATION

RESTRICTIONS OR LIMITATIONS ON AWARDS:

SEE WEBSITE

=====

RECIPIENT NAME:
FIELDING GRADUATE UNIVERSITY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
FOUNDATION FOR SANTA BARBARA
CITY COLLEGE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
3-D PRINTERS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 18,254.

RECIPIENT NAME:
THE NATURE CONSERVANCY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
TAHACHIPI
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 12,000.

RECIPIENT NAME:
BEXLEY CITY SCHOOLS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 1,000.

=====

RECIPIENT NAME:
WILDLING MUSEUM
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
COMPASSION AND CHOICES
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
ASSISTANCE LEAGUE OF LONG BEACH
(ALLB)
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
OSC/ COMPUTERS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
BOOK ENDS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
OPERATING FUNDS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 15,000.

=====

RECIPIENT NAME:
SANTA BARBARA PUBLIC
LIBRARY FOUNDATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
AMERICAN FARMLAND TRUST
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
CA RANGELAND CONSERVATION
COALITION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 13,500.

RECIPIENT NAME:
COMMUNITY PARTNERS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 20,000.

=====

RECIPIENT NAME:
MIND RESEARCH INSTITUTE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
SANTA BARBARA MARITIME MUSEUM
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
SUSTAINABLE CONSERVATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:
TRANSITIONS- MENTAL HEALTH
ASSOCIATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 8,000.

RECIPIENT NAME:

YOUTH POLICY INSTITUTE

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:

JEWISH COMMUNITY CENTER OF GREATER
COLUMBUS

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:

DOLPHIN RESEARCH CENTER

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

EPISCOPAL DIOCESE OF SAN DIEGO

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 5,000.

=====

RECIPIENT NAME:
ACTION TO CURE KIDNEY CANCER
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
MORE MESA PRESERVATION COALITION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
GUTTMACHER INSTITUTE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
GALAPAGOS CONSERVANCY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

SANTA BARBARA BOTANIC GARDENS

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 2,000.

TOTAL GRANTS PAID: 239,254.

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

OMB No 1545-0092

► Attach to Form 1041, Form 5227, or Form 990-T.
► Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.
► Information about Schedule D and its separate instructions is at www.irs.gov/form1041.

2014

Name of estate or trust

ADAMS LEGACY FOUNDATION

Employer identification number

26-3373791

Note: Form 5227 filers need to complete only Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

See instructions for how to figure the amounts to enter on the lines below.

This form may be easier to complete if you round off cents to whole dollars.

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b .				
1b Totals for all transactions reported on Form(s) 8949 with Box A checked				
2 Totals for all transactions reported on Form(s) 8949 with Box B checked				
3 Totals for all transactions reported on Form(s) 8949 with Box C checked	11,587.	11,226.		361.
4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824				4
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts				5
6 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2013 Capital Loss Carryover Worksheet				6 ()
7 Net short-term capital gain or (loss). Combine lines 1a through 6 in column (h). Enter here and on line 17, column (3) on the back ►				7 361.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below.

This form may be easier to complete if you round off cents to whole dollars.

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b .				
8b Totals for all transactions reported on Form(s) 8949 with Box D checked				
9 Totals for all transactions reported on Form(s) 8949 with Box E checked				
10 Totals for all transactions reported on Form(s) 8949 with Box F checked	1,180,870.	1,070,448.		53. 110,475.
11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824				11
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts.				12
13 Capital gain distributions.				13 55,650.
14 Gain from Form 4797, Part I.				14
15 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2013 Capital Loss Carryover Worksheet				15 ()
16 Net long-term capital gain or (loss). Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back ►				16 166,125.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2014

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Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
17 Net short-term gain or (loss)	17			361 .
18 Net long-term gain or (loss):				
a Total for year	18a			166,125 .
b Unrecaptured section 1250 gain (see line 18 of the wrksht.)	18b			112 .
c 28% rate gain	18c			
19 Total net gain or (loss). Combine lines 17 and 18a ►	19			166,486 .

Note: If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 18a and 19, column (2), are net gains, go to Part V, and do not complete Part IV. If line 19, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

20 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of:	20 ()
a The loss on line 19, column (3) or b \$3,000	20 ()

Note: If the loss on line 19, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 18b, col. (2) or line 18c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part only if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col. (2) or line 18c, col. (2) is more than zero.

21 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	21			
22 Enter the smaller of line 18a or 19 in column (2) but not less than zero	22			
23 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	23			
24 Add lines 22 and 23	24			
25 If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ►	25			
26 Subtract line 25 from line 24. If zero or less, enter -0-	26			
27 Subtract line 26 from line 21. If zero or less, enter -0-	27			
28 Enter the smaller of the amount on line 21 or \$2,500	28			
29 Enter the smaller of the amount on line 27 or line 28	29			
30 Subtract line 29 from line 28. If zero or less, enter -0-. This amount is taxed at 0% ►	30			
31 Enter the smaller of line 21 or line 26	31			
32 Subtract line 30 from line 26	32			
33 Enter the smaller of line 21 or \$12,150	33			
34 Add lines 27 and 30	34			
35 Subtract line 34 from line 33. If zero or less, enter -0-	35			
36 Enter the smaller of line 32 or line 35	36			
37 Multiply line 36 by 15% ►	37			
38 Enter the amount from line 31	38			
39 Add lines 30 and 36	39			
40 Subtract line 39 from line 38. If zero or less, enter -0-	40			
41 Multiply line 40 by 20% ►	41			
42 Figure the tax on the amount on line 27. Use the 2014 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	42			
43 Add lines 37, 41, and 42	43			
44 Figure the tax on the amount on line 21. Use the 2014 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	44			
45 Tax on all taxable income. Enter the smaller of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) ►	45			

Department of the Treasury
Internal Revenue Service

Name(s) shown on return

► Information about Form 8345 and its separate instructions is at www.irs.gov/Form8345.

► File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

Social security number or taxpayer identification number

26-3373791

Before you check Box A, B

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later).

Part I **Short-Term.** Transactions involving capital assets you held 1 year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box A, B, or C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

(A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
 (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
 (C) Short-term transactions not reported to you on Form 1099-B

2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ►

11,587. 11,226. 361.

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.
JSA

Form 8949 (2014)

Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side ADAMS LEGACY FOUNDATION	Social security number or taxpayer identification number 26-3373791
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Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later).

Part II Long-Term. Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

(D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)

(E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS

(F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr)	(c) Date sold or disposed (Mo., day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
6671.06762 MFO AQR INTERNA MOMENTUM STYLE I AL MOM		09/17/2013	11/20/2014	97,998.00	100,600.00			-2,602.00
136.28238 MFO AQR INTERNAT MOMENTUM STYLE I AL MOM		09/17/2013	11/20/2014	2,002.00	2,055.00	W	53.00	
98. AT&T INC		06/27/2012	01/09/2014	3,308.00	3,450.00			-142.00
150. AT&T INC		06/27/2012	02/10/2014	4,849.00	5,281.00			-432.00
6. ABBVIE INC COM USDO.01		06/27/2012	11/19/2014	391.00	196.00			195.00
105. ALTRIA GROUP INC		06/27/2012	12/16/2014	5,243.00	3,571.00			1,672.00
82. APPLE COMPUTER INC		07/02/2013	09/08/2014	8,080.00	4,884.00			3,196.00
72. APPLE COMPUTER INC		07/02/2013	12/16/2014	7,803.00	4,289.00			3,514.00
45. AUTOMATIC DATA PROCESS		03/15/2013	04/16/2014	3,371.00	2,905.00			466.00
3. BAXTER INTL INC		08/15/2012	11/19/2014	217.00	179.00			38.00
1. BLACKROCK INC CL A		06/27/2012	11/19/2014	345.00	167.00			178.00
80. BRISTOL MYERS SQUIBB C		06/24/2011	02/10/2014	4,103.00	2,331.00			1,772.00
126. BRISTOL MYERS SQUIBB		06/24/2011	03/20/2014	6,778.00	3,672.00			3,106.00
.67 CDK GLOBAL INC COM		03/15/2013	10/01/2014	17.00	16.00			1.00

2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ►

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side

ADAMS LEGACY FOUNDATION

Social security number or taxpayer identification number

26-3373791

Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later).

Part II Long-Term. Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

(D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)

(E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS

(F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (d) from column (e) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
38. CDK GLOBAL INC COM		03/15/2013	11/03/2014	1,272.00	930.00			342.00
2. CHEVRONTEXACO CORP COM		01/16/2013	11/19/2014	233.00	228.00			5.00
9. CISCO SYS INC		12/12/2012	11/19/2014	238.00	179.00			59.00
5. COCA COLA CO		08/29/2011	11/19/2014	220.00	174.00			46.00
44. CULLEN FROST BANKERS I		07/03/2013	08/01/2014	3,357.00	3,040.00			317.00
79. CULLEN FROST BANKERS I		07/02/2013	12/16/2014	5,452.00	5,448.00			4.00
3694.13 MFO DFA EMERGING M		02/07/2012	11/20/2014	100,000.00	113,927.00			-13,927.00
5545.93 MFO DFA INVT DIMEN INC REAL ESTATE SECS PO		05/08/2012	03/04/2014	160,000.00	142,544.00			17,456.00
3848.13 MFO DIMENSIONAL FD INTL VALUE PORTFOLIO		02/07/2012	09/11/2014	75,000.00	62,801.00			12,199.00
2840.91 MFO DIMENSIONAL FD INTL VALUE PORTFOLIO		09/17/2013	10/13/2014	50,000.00	53,381.00			-3,381.00
7629.43 MFO DIMENSIONAL FD INTL VALUE PORTFOLIO		09/17/2013	11/20/2014	140,000.00	143,357.00			-3,357.00
4. EMERSON ELECTRIC CO		06/27/2012	11/19/2014	256.00	178.00			78.00
1750. MFC FLEXSHARES TR MO MKT FACTOR TILT INDEX F		02/06/2012	09/10/2014	149,491.00	99,470.00			50,021.00
35. GENERAL ELECTRIC CO		12/12/2012	06/05/2014	928.00	765.00			163.00

2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ►

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side ADAMS LEGACY FOUNDATION	Social security number or taxpayer identification number 26-3373791
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Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later).

Part II Long-Term Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

<input type="checkbox"/>	(D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
<input type="checkbox"/>	(E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
<input checked="" type="checkbox"/>	(F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr.)	(c) Date sold or disposed (Mo , day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
9. GENERAL ELECTRIC CO		12/12/2012	11/19/2014	241.00	197.00			44.00
214. GLAXO PLC ADR		06/27/2012	08/01/2014	10,195.00	9,761.00			434.00
92. HCP, INC		03/15/2013	06/18/2014	3,714.00	4,502.00			-788.00
26. HCP, INC		03/15/2013	06/19/2014	1,061.00	1,264.00			-203.00
110. HCP, INC		03/15/2013	11/03/2014	4,807.00	4,899.00			-92.00
97. HCP, INC		06/27/2012	11/19/2014	4,206.00	4,109.00			97.00
.88 HALYARD HEALTH INC COM		09/13/2013	11/03/2014	32.00	28.00			4.00
24. HALYARD HEALTH INC COM		09/13/2013	11/19/2014	918.00	664.00			254.00
328. INTEL CORP		10/02/2012	03/20/2014	8,292.00	8,491.00			-199.00
169. INTEL CORP		10/02/2012	06/05/2014	4,651.00	3,869.00			782.00
324. INTEL CORP		06/07/2013	11/03/2014	11,074.00	7,935.00			3,139.00
10. JOHNSON & JOHNSON		01/17/2013	06/05/2014	1,027.00	728.00			299.00
15. KIMBERLY CLARK CORP		06/27/2012	01/09/2014	1,554.00	1,231.00			323.00
2. KIMBERLY CLARK CORP		09/13/2013	11/19/2014	227.00	183.00			44.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ►								

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side	Social security number or taxpayer identification number
ADAMS LEGACY FOUNDATION	26-3373791

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Part II Long-Term. Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

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<input type="checkbox"/>	(D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
<input type="checkbox"/>	(E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
<input checked="" type="checkbox"/>	(F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from Instructions	(g) Amount of adjustment	
340. MATTEL INC		06/27/2012	04/16/2014	12,948.00	10,246.00			2,702.00
64. MC DONALDS CORP. COMMO PAR		06/27/2012	01/09/2014	6,121.00	5,644.00			477.00
5. MICROSOFT CORP COM		01/16/2013	11/19/2014	240.00	136.00			104.00
89. ONE GAS INC COM		06/27/2012	02/10/2014	2,870.00	1,871.00			999.00
91. ONEOK INC NEW		06/27/2012	02/26/2014	5,345.00	3,303.00			2,042.00
140. ONEOK INC NEW		06/27/2012	12/16/2014	6,240.00	5,082.00			1,158.00
3. PHILIP MORRIS INTERNATI		06/27/2012	11/19/2014	261.00	256.00			5.00
125. RLTY INC CORP COM		06/27/2012	09/08/2014	5,611.00	4,910.00			701.00
6. SPECTRA ENERGY CORP COM		09/16/2013	11/19/2014	232.00	202.00			30.00
27. TUPPERWARE CORP		02/20/2013	12/16/2014	1,658.00	2,113.00			-455.00
48. TUPPERWARE CORP		02/20/2013	12/17/2014	2,821.00	3,757.00			-936.00
5. US BANCORP		02/25/2013	11/19/2014	219.00	170.00			49.00
1500. MFC VANGUARD INTL EQ FDS VANGUARD FTSE ALL W		02/06/2012	09/10/2014	77,458.00	65,568.00			11,890.00
3500. MFC VANGUARD INTL EQ FDS VANGUARD FTSE ALL W		02/06/2012	10/13/2014	165,511.00	152,992.00			12,519.00

2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ►

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

Name(s) shown on return Name and SSN or taxpayer identification no. not required if shown on other side

Social security number or taxpayer identification number

ADAMS LEGACY FOUNDATION

26-3373791

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You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

(D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
 (E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
 (F) Long-term transactions not reported to you on Form 1099-B

2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ►

1,180,870. 1,070,448. 53. 110,475.

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

Portfolio Statements

31 DEC 14

◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<i>Shares/PAR value</i>							
<i>Equity Securities</i>							
Common stock							
Canada - USD							
BCE INC COM NEW CUSIP 05534B760							
255.000	45.86	138.23	11,694.30	10,322.47	1,371.83	0.00	1,371.83
Total USD		138.23	11,694.30	10,322.47	1,371.83	0.00	1,371.83
Total Canada		138.23	11,694.30	10,322.47	1,371.83	0.00	1,371.83
Switzerland - USD							
ADR NOVARTIS AG CUSIP 669877Y109 NVS							
195.000	92.66	0.00	18,068.70	10,693.80	7,374.90	0.00	7,374.90
Total USD		0.00	18,068.70	10,693.80	7,374.90	0.00	7,374.90
Total Switzerland		0.00	18,068.70	10,693.80	7,374.90	0.00	7,374.90
United States - USD							
3M CO COM CUSIP 885797Y101							
152.000	164.32	0.00	24,976.64	19,964.35	5,012.29	0.00	5,012.29
ABBOTT LAB COM CUSIP 002824100							
175.000	45.02	0.00	7,878.50	7,698.39	180.11	0.00	180.11
ABBVIE INC COM USD 01 CUSIP 002877Y109							
352.000	65.44	0.00	23,034.88	13,791.84	9,242.94	0.00	9,242.94
ALTRIA GROUP INC COM CUSIP 02209S103 MO							
267.000	49.27	138.84	13,155.09	9,080.67	4,074.42	0.00	4,074.42

Northern Trust

*Generated by Northern Trust from reviewed periodic data on 23 Apr 15 B003

Account number U5006

ADAMS LEGACY FOUNDATION

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Portfolio Statements

31 DEC 14

◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss	Total
<i>Equity Securities</i>							

Common stock

United States - USD							
<i>ANALOG DEVICES INC COM CUSIP 032654105</i>							
<i>318 000 55 52 0.00 17,655.36 13,756.19 3,899.17 3,899.17</i>							
AUTOMATIC DATA PROCESSING INC COM CUSIP 053015103							
116,000 83.37 56.84 9,670.92 6,541.60 3,129.32 0.00 3,129.32							
BAXTER INTL INC COM CUSIP 071813109							
252,000 73.29 131.04 18,469.08 16,053.11 2,405.97 0.00 2,405.97							
BLACKROCK INC COM STK CUSIP 09247X101							
62,000 357.56 0.00 22,168.72 15,056.81 7,111.91 0.00 7,111.91							
CHEVRON CORP COM CUSIP 166764100							
CVX 170,000 112.18 0.00 19,070.60 19,492.43 -421.83 0.00 -421.83							
CISCO SYSTEMS INC CUSIP 17275R102							
CSCO 750,000 27.815 0.00 20,861.25 14,830.46 6,030.79 0.00 6,030.79							
COCA COLA CO COM CUSIP 191216100							
EMERSON ELECTRIC CO COM CUSIP 291011104 392,000 42.22 0.00 16,550.24 13,887.81 2,652.43 0.00 2,652.43							
GALLAGHER ARTHUR J & CO COM CUSIP 363576109 333,000 61.73 0.00 20,556.09 16,168.54 4,387.55 0.00 4,387.55							
231,000 47.08 0.00 10,875.48 8,218.10 2,657.38 0.00 2,657.38							

Account number U5006

ADAMS LEGACY FOUNDATION

Page 2 of 10

Northern Trust

*Generated by Northern Trust from reviewed periodic data on 23 Apr 15 B003

Portfolio Statements

31 DEC 14

◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss	Total
<i>Shares/PAR value</i>							

Equity Securities

Common stock

United States - USD							
GENERAL ELECTRIC CO	CUSIP 369604103						
GE							
769,000	25.27	178.87	19,432.63	16,570.39	2,862.24	0.00	2,862.24
GENUINE PARTS CO	COM CUSIP 372460105						
114,000	106.57	65.55	12,148.98	6,612.43	5,486.55	0.00	5,486.55
HERSHEY COMPANY	COM STK CUSIP 427866108						
142,000	103.93	0.00	14,758.06	13,282.16	1,475.90	0.00	1,475.90
JOHNSON & JOHNSON	COM CUSIP 478160104						
JNJ							
244,000	104.57	0.00	25,515.08	16,260.07	9,255.01	0.00	9,255.01
JPMORGAN CHASE & CO	COM CUSIP 46625H100						
JPM							
263,000	62.58	0.00	16,458.54	15,981.62	476.92	0.00	476.92
KIMBERLY-CLARK CORP	COM CUSIP 494368103						
KMB							
197,000	115.54	165.48	22,761.38	15,900.45	6,860.93	0.00	6,860.93
KINDER MORGAN INC	DEL COM CUSIP 49456B101						
KMI							
125,000	42.31	0.00	5,288.75	4,800.39	488.36	0.00	488.36
KRAFT FOODS GROUP INC	COM CUSIP 50076Q106						
KFT							
339,000	62.66	186.45	21,241.74	15,484.55	5,757.19	0.00	5,757.19
LOCKHEED MARTIN CORP	COM CUSIP 539830109						
LM							
124,000	192.57	0.00	23,878.68	15,164.72	8,713.96	0.00	8,713.96

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◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss	Total
<i>Equity Securities</i>							

Common stock

United States - USD

LYONDELLBASEL IND NV COM USDO 01 CL 'A' CUSIP N53745100							
162 000	79.39	0.00	12,861.18	13,015.87	-154.69	0.00	-154.69
MARSH & MCLENNAN COS INC COM CUSIP 571748102							
136 000	57.24	0.00	7,784.64	7,922.92	761.72	0.00	761.72
MAXIM INTEGRATED PRODS INC COM CUSIP 57772K101							
303 000	31.87	0.00	9,656.61	10,104.61	-448.00	< 0.00	-448.00
MC DONALDS CORP COM CUSIP 580135101							
183 000	93.70	0.00	17,147.10	15,591.04	1,556.06	0.00	1,556.06
MERCK & CO INC NEW COM CUSIP 569333Y105							
307 000	56.79	138.15	17,434.53	13,737.12	3,697.41	0.00	3,697.41
MICROSOFT CORP COM CUSIP 594918104							
446 000	46.45	0.00	20,716.70	12,112.24	8,604.46	0.00	8,604.46
NEXTERA ENERGY INC COM CUSIP 65339F101							
175 000	106.29	0.00	18,600.75	14,748.32	3,852.43	0.00	3,852.43
ONEOK INC COM STK CUSIP 682680103							
125 000	49.79	0.00	6,223.75	4,537.12	1,686.63	0.00	1,686.63
PAYCHEX INC COM CUSIP 704326107							
349 000	46.17	0.00	16,113.33	14,170.95	1,942.38	0.00	1,942.38

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◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Investment Mgr ID								
Shares/PAR value								
Equity Securities								
Common stock								
United States - USD								
PEPSICO INC COM CUSIP 713448108								
147 000	94.56	96.28		13,900.32	13,259.36	640.96	0.00	640.96
PHILIP MORRIS INTL COM STK NPV CUSIP 718172109								
PM	177 000	81.45	177.00	14,416.65	15,084.40	-667.75	0.00	-667.75
PNC FINANCIAL SERVICES GROUP COM STK CUSIP 683475105								
PNC	127 000	91.23	0.00	11,586.21	11,199.84	386.37	0.00	386.37
PROCTER & GAMBLE COM NPV CUSIP 742718109								
	194 000	91.09	0.00	17,671.46	10,651.68	7,019.78	0.00	7,019.78
QUALCOMM INC COM CUSIP 747529103								
QCOM	217 000	74.33	0.00	16,129.61	13,768.20	2,361.41	0.00	2,361.41
SPECTRA ENERGY CORP COM STK CUSIP 847560109								
	473 000	36.30	0.00	17,169.90	15,924.15	1,245.75	0.00	1,245.75
TUPPERWARE BRANDS CORPORATION CUSIP 899886104								
TUP	0 000	63.00	51.00	0.00	0.00	0.00	0.00	0.00
US BANCORP CUSIP 902973304								
USB	457 000	44.95	111.96	20,542.15	15,441.39	5,100.76	0.00	5,100.76
WILLIAMS CO INC COM CUSIP 969457100								
	288 000	44.94	0.00	12,942.72	8,124.48	4,818.24	0.00	4,818.24

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◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market Translation	Unrealized gain/loss Translation	Total
Equity Securities							

Common stock

United States - USD

WIS ENERGY COM CUSIP 976657106							
304 000	52.74	0.00	16,032.96	12,853.94	3,179.02	0.00	3,179.02
Total USD	1,435.46		653,337.26	516,004.81	137,332.45	0.00	137,332.45
Total United States	1,435.46		653,337.26	516,004.81	137,332.45	0.00	137,332.45
Total Common Stock	1,633.69		683,100.26	537,021.08	146,079.18	0.00	146,079.18

Equity funds

Emerging Markets Region - USD

MFC VANGUARD FTSE EMERGING MKTS ETF CUSIP 922042858							
WNO	6,200 000	40.02	0.00	248,124.00	268,933.88	-20,809.88	0.00
MFO DFA EMERGING MARKETS VALUE CUSIP 233203587							
5,859 660	25.75	0.00	146,766.24	170,244.55	-23,478.31	0.00	-23,478.31

Total USD	0.00	394,890.24	439,178.43	-44,288.19	0.00	-44,288.19
Total Emerging Markets Region	0.00	394,890.24	439,178.43	-44,288.19	0.00	-44,288.19
Global Region - USD	0.00	0.00	0.00	0.00	0.00	0.00

MFC FLEXSHARES TR MORNINGSTAR GLOBAL UPSTREAM NAT RES INDEX FD CUSIP 33939L407							
4,200 000	30.62	3,597.67	128,604.00	151,745.16	-23,141.16	0.00	-23,141.16
Total USD	3,597.67		128,604.00	151,745.16	-23,141.16	0.00	-23,141.16
Total Global Region	3,597.67		128,604.00	151,745.16	-23,141.16	0.00	-23,141.16
International Region - USD	0.00						

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◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss	Total
<i>Equity Securities</i>							

Equity funds

International Region - USD

MFO AQR INTERNATIONAL MOMENTUM STYLE I CUSIP 002033H883

11,565.010	13.82	0.00	159,828.43	174,300.94	-14,472.51	0.00	-14,472.51
<i>MFO DFA INTL SMALL CO PORTFOLIO FD CUSIP 233203629</i>							
16,256.950	16.98	0.00	276,043.01	282,768.25	-6,745.24	0.00	-6,745.24
<i>MFO DIMENSIONAL FD ADVISORS INTL VALUE PORTFOLIO CUSIP 25434D203</i>							
19,425.720	17.65	0.00	342,863.95	340,460.81	2,403.14	0.00	2,403.14
Total USD	0.00	778,735.39	797,550.00	-18,814.61	0.00	-18,814.61	
Total International Region	0.00	778,735.39	797,550.00	-18,814.61	0.00	-18,814.61	
<i>United States - USD</i>							
MFB NORTHERN ENHANCED LARGE CAP CUSIP 665162590							
16,212.710	15.42	0.00	249,999.98	250,000.00	-0.02	0.00	-0.02
MFB NORTHERN FDS SMALL CAP VALUE FD CUSIP 665162400							
2,407.160	21.12	0.00	50,839.21	52,142.78	-1,303.57	0.00	-1,303.57
MFB NORTHERN FUNDS SMALL CAP CORE FUND CUSIP 665162665							
2,405.400	21.25	0.00	51,114.75	52,173.98	-1,059.23	0.00	-1,059.23
MFC FLEXSHARES TR MORNINGSTAR US MKT FACTOR TILT INDEX FD CUSIP 33939L100							
6,150.000	87.58	7,183.93	538,617.00	349,566.00	189,051.00	0.00	189,051.00
MFC ISHARES TR RUSSELL 2000 VALUE ETF CUSIP 464287630							
2,750.000	101.68	0.00	279,620.00	250,291.80	29,328.20	0.00	29,328.20

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◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market Translation	Unrealized gain/loss Translation	Total
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Equity Securities

Equity funds

United States - USD

MFO AQR LRG CAP MOMENT STY-L CUSIP 00203H701

18,670,570	20.68	0.00	386,107.38	372,077.92	14,029.46	0.00	14,029.46
Total USD		7,133.93	1,556,298.32	1,326,252.48	230,045.84	0.00	230,045.84
Total United States		7,133.93	1,556,298.32	1,326,252.48	230,045.84	0.00	230,045.84
Total Equity Funds	10,781.60		2,858,527.95	2,714,726.07	143,801.88	0.00	143,801.88

Other equity

United States - USD

HEALTH CARE REIT INC COM CUSIP 42217K106

232,000	75.67	0.00	17,555.44	13,843.75	3,711.69	0.00	3,711.69
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VENTAS INC REIT CUSIP 922276F100

215,000	71.70	0.00	15,415.50	15,252.65	162.85	0.00	162.85
Total USD		0.00	32,970.94	29,096.40	3,874.54	0.00	3,874.54
Total United States		0.00	32,970.94	29,096.40	3,874.54	0.00	3,874.54
Total Other Equity	0.00		32,970.94	29,096.40	3,874.54	0.00	3,874.54
Total Equity Securities	12,415.29		3,574,599.15	3,280,843.55	293,755.60	0.00	293,755.60

Fixed Income Securities

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◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market Translation	Unrealized gain/loss	Total
<i>Fixed Income Securities</i>							

Corporate/government

United States - USD

MFO DOUBLELINE CORE FIXED INCOME FUND I CUSIP 258620301							
18,083.180	10.98	0.00	198,553.31	200,000.00	-1,446.69	0.00	-1,446.69
MFO PIMCO FDS PAC INV MGMT SER HIGH YIELD FD INSTL CL CUSIP 693390841							
82,260.120	9.14	0.00	751,857.49	767,458.18	-15,600.69	0.00	-15,600.69
Issue Date 29 Aug 08							
Total USD	0.00	950,410.80	967,458.18	-17,047.38	0.00	-17,047.38	
Total United States	0.00	950,410.80	967,458.18	-17,047.38	0.00	-17,047.38	
Total Corporate/Government	0.00	950,410.80	967,458.18	-17,047.38	0.00	-17,047.38	
Total Fixed Income Securities	0.00	950,410.80	967,458.18	-17,047.38	0.00	-17,047.38	
100,343.300							
100,343.300							
<i>Real Estate</i>							
Real estate funds							
United States - USD							
MFO DFA INV DIMENSIONS GROUP INC REAL ESTATE SECS PORTFOLIO CUSIP 233203835							
6,283.150	33.07	0.00	207,783.77	157,455.77	50,328.00	0.00	50,328.00
Total USD	0.00	207,783.77	157,455.77	50,328.00	0.00	50,328.00	
Total United States	0.00	207,783.77	157,455.77	50,328.00	0.00	50,328.00	

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◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Real Estate							
Total Real Estate Funds		0.00	207,783.77	157,455.77	50,328.00	0.00	50,328.00
Total Real Estate	6,283.150	0.00	207,783.77	157,455.77	50,328.00	0.00	50,328.00
Cash and Short Term Investments							
Short term							
USD - United States dollar							
Total short term - all currencies	1.00	0.00	32,728.33	32,728.33	0.00	0.00	0.00
Total short term - all countries	0.00	0.00	32,728.33	32,728.33	0.00	0.00	0.00
Total Short Term	32,728.330	0.00	32,728.33	32,728.33	0.00	0.00	0.00
Total Cash and Short Term Investments							
Total	262,551.960	12,415.29	4,765,522.05	4,438,485.83	327,036.22	0.00	327,036.22

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ADAMS LEGACY FOUNDATION

MISSION STATEMENT

Marking a new era in the history of the Adams Legacy Foundation, its 2016-2020 Grant Cycle will focus on the power of ***nature*** as a source of renewal, delight, education, nourishment, healing and hope – for individuals, families and the community.

Successful grant applications will emphasize a balanced and integrated approach as a driver and/or lens for innovative projects that address the intersection of ***nature*** and ...

- Education
- Arts and Architecture
- Conservation of land and wildlife
- Food and clean water systems
- Re-integration of military personnel into civilian life

Rev 02-14-2015

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