Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 01-01-2014 , and ending 12-31-2014

Name of foundation
LOUIS BLOOMBERG AND HELEN E BLOOMBERG FDN

A Employer identification number
26-6668934

Number and street (or P O box number if mail is not delivered to street address)
C/O FARMERS TRUST CO 42 MCCLURG R

Room/suite

B Telephone number (see instructions)
(330) 743-7000

City or town, state or province, country, and ZIP or foreign postal code
YOUNGSTOWN, OH 44512

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 ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 572,247

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) (see instructions))*

			(a) Revenue and expenses per books	**(b)** Net investment income	**(c)** Adjusted net income	**(d)** Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	2	2		
	4	Dividends and interest from securities	18,868	18,868		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	35,521			
	b	Gross sales price for all assets on line 6a 302,923				
	7	Capital gain net income (from Part IV, line 2)		35,521		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	54,391	54,391		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	5,859	4,101		1,758
	14	Other employee salaries and wages		0	0	0
	15	Pension plans, employee benefits		0	0	
	16a	Legal fees (attach schedule)				0
	b	Accounting fees (attach schedule)	1,650	413	0	1,238
	c	Other professional fees (attach schedule)				0
	17	Interest				0
	18	Taxes (attach schedule) (see instructions)	596	157		0
	19	Depreciation (attach schedule) and depletion	0	0		
	20	Occupancy				
	21	Travel, conferences, and meetings		0	0	
	22	Printing and publications		0	0	
	23	Other expenses (attach schedule)	200			200
	24	**Total operating and administrative expenses.** Add lines 13 through 23	8,305	4,671	0	3,196
	25	Contributions, gifts, grants paid	36,734			36,734
	26	**Total expenses and disbursements.** Add lines 24 and 25	45,039	4,671	0	39,930
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	9,352			
	b	**Net investment income** (if negative, enter -0-)		49,720		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	33,224	24,811	24,811
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶		0	0
	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 ▶ 0			
	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)	182,270	157,948	191,730
	c	Investments—corporate bonds (attach schedule)	150,636	125,763	134,240
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	165,683	232,604	221,466
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	531,813	541,126	572,247
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		0	
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	531,813	541,126	
	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)	531,813	541,126	
	31	**Total liabilities and net assets/fund balances** (see instructions)	531,813	541,126	

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	531,813
2	Enter amount from Part I, line 27a	2	9,352
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	541,165
5	Decreases not included in line 2 (itemize) ▶	5	39
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	541,126

Part IV Capital Gains and Losses for Tax on Investment Income

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

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
a	See Additional Data Table			
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**	35,521
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 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	29,051	558,331	0 052032
2012	30,524	534,648	0 057092
2011	29,193	550,744	0 053006
2010	16,838	528,940	0 031833
2009	13,229	459,323	0 028801

2	**Total** of line 1, column (d).	**2**	0 222764
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 044553
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	**4**	568,801
5	Multiply line 4 by line 3.	**5**	25,342
6	Enter 1% of net investment income (1% of Part I, line 27b).	**6**	497
7	Add lines 5 and 6.	**7**	25,839
8	Enter qualifying distributions from Part XII, line 4.	**8**	39,930

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 page 18 of the 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	497
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	497
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	497
6	Credits/Payments			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	**6a**		
b	Exempt foreign organizations—tax withheld at source	**6b**		
c	Tax paid with application for extension of time to file (Form 8868)	**6c** 0		
d	Backup withholding erroneously withheld	**6d**		
7	Total credits and payments Add lines 6a through 6d		7	0
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	497
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** ▶ 0 **Refunded** ▶		11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	**1a**		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	**1b**		No
	*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**		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ____________ **(2)** On foundation managers ▶ $ ____________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____________			
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**		No
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**		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	**4a**		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	**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**		No
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**	Yes	
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**	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶OH			
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**	Yes	
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**		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	**10**		No

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**		**No**
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**		**No**
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	**13**	**Yes**	

Website address ▶NONE

14 The books are in care of ▶FARMERS TRUST COMPANY Telephone no ▶(330) 743-7000

Located at ▶42 MCCLURG ROAD YOUNGSTOWN OH ZIP+4 ▶44512

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**

			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**		**No**
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ **Yes** ☑ **No**			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. . . . . ☐ **Yes** ☑ **No**			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☑ **No**			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ **Yes** ☑ **No**			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. . . . . ☐ **Yes** ☑ **No**			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). . . . . ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	**1b**		
	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**		**No**
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 ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions).	**2b**		**No**
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. . . . . ☐ **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.)*.	**3b**		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	**4a**		**No**
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**		**No**

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ **Yes** ☑ **No**

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . ☐ **Yes** ☑ **No**

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ **Yes** ☑ **No**

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions). . . . . ☐ **Yes** ☑ **No**

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?. . . . . ☐ **Yes** ☑ **No**

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **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?. . . . . ☐ **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** **No**

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

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **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
FARMERS TRUST COMPANY 42 MCCLURG ROAD YOUNGSTOWN, OH 44512	TRUSTEE 2	5,859		

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

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

Total number of other employees paid over $50,000. ▶ 0

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

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

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

Total number of others receiving over $50,000 for professional services. . . . . ▶ 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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions 3	
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**	556,792
b	Average of monthly cash balances.			**1b**	20,671
c	Fair market value of all other assets (see instructions).			**1c**	0
d	**Total** (add lines 1a, b, and c).			**1d**	577,463
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**	577,463
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).			**4**	8,662
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			**5**	568,801
6	**Minimum investment return.** Enter 5% of line 5.			**6**	28,440

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**	28,440
2a	Tax on investment income for 2014 from Part VI, line 5.	**2a**	497		
b	Income tax for 2014 (This does not include the tax from Part VI). . . .	**2b**			
c	Add lines 2a and 2b.			**2c**	497
3	Distributable amount before adjustments Subtract line 2c from line 1.			**3**	27,943
4	Recoveries of amounts treated as qualifying distributions.			**4**	0
5	Add lines 3 and 4.			**5**	27,943
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**	27,943

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**	39,930
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**	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	**3a**	0
b	Cash distribution test (attach the required schedule).	**3b**	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	**4**	39,930
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**	497
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	**6**	39,433

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					27,943
2	Undistributed income, if any, as of the end of 2014					
a	Enter amount for 2013 only.				0	
b	Total for prior years 2012 , 20___ , 20___			0		
3	Excess distributions carryover, if any, to 2014					
a	From 2009.	0				
b	From 2010.	0				
c	From 2011.	0				
d	From 2012.	948				
e	From 2013.	2,012				
f	**Total** of lines 3a through e.		2,960			
4	Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 39,930					
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.					27,943
e	Remaining amount distributed out of corpus		11,987			
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		14,947			
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 instructions				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 (see instructions) . . .		0			
9	**Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a		14,947			
10	Analysis of line 9					
a	Excess from 2010. . . .	0				
b	Excess from 2011. . . .	0				
c	Excess from 2012. . . .	948				
d	Excess from 2013. . . .	2,012				
e	Excess from 2014. . . .	11,987				

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

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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			**(e) Total**
	(a) 2014	**(b)** 2013	**(c)** 2012	**(d)** 2011	
2a 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 organization 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 email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				36,734
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			14	2	
4 Dividends and interest from securities. . . .			14	18,868	
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	35,521	
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). .				54,391	

13 Total. Add line 12, columns (b), (d), and (e). **13** 54,391

(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)

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)**		**No**
	(2) Other assets	**1a(2)**		**No**
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		**No**
	(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		**No**
	(3) Rental of facilities, equipment, or other assets	**1b(3)**		**No**
	(4) Reimbursement arrangements	**1b(4)**		**No**
	(5) Loans or loan guarantees	**1b(5)**		**No**
	(6) Performance of services or membership or fundraising solicitations	**1b(6)**		**No**
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		**No**

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

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

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

****** | 2015-05-01 | ******

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN

Firm's name ▶

Firm's EIN ▶

Firm's address ▶

Phone no

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
10 ALLSTATE CORP COM		2013-08-05	2014-01-23
30 ALLSTATE CORP COM		2013-02-07	2014-03-05
75 ALLSTATE CORP COM			2014-03-05
26 AMERISOURCEBERGEN CORP			2014-01-23
25 AMERISOURCEBERGEN CORP			2014-10-15
1 APPLE COMPUTER INC		2013-08-05	2014-05-07
7 ASHLAND INC NEW		2012-10-18	2014-01-23
38 ASHLAND INC NEW		2012-10-18	2014-02-18
9 AUTOMATIC DATA PROCESSING		2013-08-05	2014-01-23
46 AUTOMATIC DATA PROCESSING			2014-08-06

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
516		516	
1,639		1,352	287
4,099		3,865	234
1,819		1,055	764
1,874		1,021	853
590		463	127
677		498	179
3,643		2,704	939
712		645	67
3,692		3,264	428

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** 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	
			287
			234
			764
			853
			127
			179
			939
			67
			428

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
25000 BELLSOUTH CORP 5 200% 12/15/16		2008-09-04	2014-07-15
24 CBS CORP NEW B		2013-02-07	2014-01-23
91 CBS CORP NEW B		2013-02-07	2014-04-29
7 CVS/CAREMARK CORP		2014-01-15	2014-01-23
4 CHEVRONTEXACO CORP		2012-08-23	2014-01-23
155 CISCO SYS INC COM		2013-03-07	2014-01-02
80 CISCO SYS INC COM		2013-03-07	2014-01-23
9 CITIGROUP INC NEW			2014-01-23
35 CITIGROUP INC NEW		2013-04-16	2014-07-15
59 D R HORTON INC		2013-08-07	2014-01-23

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
27,553		24,873	2,680
1,429		1,007	422
5,216		3,819	1,397
479		478	1
477		445	32
3,413		3,397	16
1,795		1,753	42
458		477	-19
1,722		1,629	93
1,283		1,129	154

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** 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	
			2,680
			422
			1,397
			1
			32
			16
			42
			-19
			93
			154

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
251 D R HORTON INC		2013-08-07	2014-09-24
61 DARDEN RESTAURANTS INC COM			2014-12-17
17 EBAY INC		2012-10-12	2014-01-23
17 EBAY INC		2012-10-12	2014-03-28
30 EBAY INC			2014-06-03
71 EBAY INC			2014-08-21
254 202 FIDELITY CAPITAL & INCOME		2011-09-15	2014-01-23
2382 12 FIDELITY CAPITAL & INCOME		2011-09-15	2014-12-24
505 561 FIDELITY CAPITAL & INCOME		2014-01-13	2014-12-24
38 GENERAL ELEC CO COM		2012-08-23	2014-01-23

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
5,212		4,802	410
3,424		2,852	572
932		816	116
940		816	124
1,514		1,572	-58
3,960		3,503	457
2,522		2,309	213
23,059		21,640	1,419
4,894		4,593	301
976		790	186

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** 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	
			410
			572
			116
			124
			-58
			457
			213
			1,419
			301
			186

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
5 GOOGLE INC CL C			2014-04-09
1 GOOGLE INC CL C		2014-06-03	2014-06-11
16 HCA HOLDINGS INC		2014-01-14	2014-01-23
151 804 HARBOR INTERNATIONAL FUND INST		2014-01-29	2014-09-23
509 263 HARBOR INTERNATIONAL FUND INST			2014-09-23
13 HELMERICH & PAYNE		2013-11-21	2014-01-23
10 HELMERICH & PAYNE		2013-11-21	2014-12-15
9 HERSHEY FOODS CORP COM		2013-02-08	2014-01-23
9 HERSHEY FOODS CORP COM		2013-02-08	2014-03-28
37 HERSHEY FOODS CORP COM		2013-02-08	2014-06-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,785		2,865	-80
559		545	14
793		819	-26
10,640		9,493	1,147
35,694		31,846	3,848
1,131		1,030	101
614		792	-178
894		722	172
928		722	206
3,592		2,970	622

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** 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	
			-80
			14
			-26
			1,147
			3,848
			101
			-178
			172
			206
			622

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
10 HONEYWELL INTERNATIONAL INC		2012-08-23	2014-01-23
71 INTEL CORP COM		2013-10-02	2014-01-23
10 INTERNATIONAL BUSINESS MACHINES		2012-08-23	2014-10-22
6 JOHNSON & JOHNSON COM		2012-08-23	2014-01-23
3 267 JPMORGAN SMALL CAP CORE FUND SELECT		2013-12-20	2014-01-23
101 374 JPMORGAN SMALL CAP CORE FUND SELECT		2013-12-20	2014-04-09
8 KINDER MORGAN INC CLASS P		2013-08-05	2014-01-23
50 KINDER MORGAN INC CLASS P			2014-03-11
102 KINDER MORGAN INC CLASS P		2013-06-20	2014-05-14
25 KROGER CO		2012-12-10	2014-01-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
897		587	310
1,769		1,622	147
1,621		1,961	-340
557		406	151
182		178	4
5,637		5,530	107
286		301	-15
1,576		1,856	-280
3,379		3,743	-364
986		669	317

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** 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	
			310
			147
			-340
			151
			4
			107
			-15
			-280
			-364
			317

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
80 KROGER CO		2013-01-28	2014-01-15
13 LEGGETT & PLATT		2013-04-25	2014-01-23
10 LEGGETT & PLATT		2013-08-05	2014-07-09
172 LEGGETT & PLATT		2013-04-25	2014-07-09
36 MICROSOFT CORP COM		2012-08-23	2014-01-23
75 NOW INC		2014-03-11	2014-06-12
10 NOW INC		2014-03-11	2014-07-09
12 NUCOR CORP COM		2013-07-05	2014-01-23
15 NUCOR CORP COM		2014-02-18	2014-06-04
19 PNC FINL SVCS GROUP INC COM		2013-02-08	2014-01-23

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,154		2,217	937
395		440	-45
340		319	21
5,851		5,824	27
1,284		1,090	194
25		24	1
349		315	34
603		524	79
754		770	-16
1,571		1,205	366

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** 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	
			937
			-45
			21
			27
			194
			1
			34
			79
			-16
			366

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
11 PNC FINL SVCS GROUP INC COM		2013-02-08	2014-04-29
20 PNC FINL SVCS GROUP INC COM		2013-02-08	2014-08-14
11 PARKER-HANNIFIN CORP		2013-04-24	2014-01-23
30 PARKER-HANNIFIN CORP		2013-04-24	2014-05-07
1 PHILIP MORRIS INTL INC		2013-02-08	2014-01-23
44 PHILIP MORRIS INTL INC		2013-02-08	2014-03-28
48 QUANTA SERVICES INC		2012-11-29	2014-01-23
872 324 RIDGEWORTH MID CAP VALUE EQUITY INSTITUTIONAL		2013-02-07	2014-01-23
28 ROBERT HALF INTERNATIONAL		2013-08-13	2014-01-23
20 ROBERT HALF INTERNATIONAL		2013-08-13	2014-10-29

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
917		698	219
1,650		1,268	382
1,308		981	327
3,690		2,677	1,013
83		90	-7
3,540		3,980	-440
1,525		1,223	302
11,899		11,000	899
1,153		1,091	62
1,065		779	286

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** 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	
			219
			382
			327
			1,013
			-7
			-440
			302
			899
			62
			286

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
182 3 ROWE T PRICE MID-CAP GROWTH FUND		2013-02-07	2014-01-23
11 ROYAL DUTCH SHELL PLC ADR A		2012-08-23	2014-01-23
11 SPDR S&P REGIONAL BANKING ETF		2013-08-05	2014-01-23
857 SEVENTY SEVEN ENERGY INC		2014-05-14	2014-07-31
7 SEVENTY SEVEN ENERGY INC		2014-05-14	2014-08-11
2 SIMON PROPERTY GROUP INC		2012-08-23	2014-01-23
10 SIMON PROPERTY GROUP INC		2012-08-23	2014-10-27
5 STRYKER CORP COM		2013-02-08	2014-01-14
55 STRYKER CORP COM		2012-08-23	2014-01-14
1520 972 TEMPLETON GLOBAL BOND ADVISOR			2014-12-17

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
13,457		11,000	2,457
794		776	18
442		413	29
19		20	-1
170		161	9
313		315	-2
1,737		1,482	255
390		319	71
4,293		2,928	1,365
18,723		19,972	-1,249

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** 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	
			2,457
			18
			29
			-1
			9
			-2
			255
			71
			1,365
			-1,249

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
9 TRAVELERS COMPANIES INC		2013-11-13	2014-01-23
62 VALERO ENERGY CORP NEW		2013-03-07	2014-01-23
35 VALERO ENERGY CORP NEW		2013-03-07	2014-03-11
317 701 VANGUARD REIT INDEX FUND SIGNAL SHARES		2013-02-19	2014-01-23
2 VERIZON COMMUNICATIONS		2012-08-23	2014-01-23
4 WAL MART STORES INC COM		2012-08-23	2014-01-23
12 WAL MART STORES INC COM		2012-08-23	2014-03-28
49 WAL MART STORES INC COM		2012-08-23	2014-09-17
5 5 WASHINGTON PRIME GROUP INC		2014-03-05	2014-07-02
11 5 WASHINGTON PRIME GROUP INC		2012-08-23	2014-07-02

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
747		785	-38
3,150		2,645	505
1,868		1,493	375
8,057		8,387	-330
95		85	10
299		286	13
914		858	56
3,724		3,505	219
104		105	-1
217		211	6

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** 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	
			-38
			505
			375
			-330
			10
			13
			56
			219
			-1
			6

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
7 WELLPOINT INC		2013-11-21	2014-01-23
58 EATON CORP PLC		2014-05-07	2014-10-29
27 INVESCO PLC NEW		2013-09-27	2014-01-23
25 INVESCO PLC NEW		2013-02-08	2014-06-04
100 INVESCO PLC NEW		2013-02-08	2014-08-14
3 INVESCO PLC NEW		2013-09-27	2014-08-14
CAPITAL GAIN DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
603		649	-46
3,801		4,198	-397
950		867	83
929		682	247
3,882		2,728	1,154
116		96	20
			7,727

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** 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	
			-46
			-397
			83
			247
			1,154
			20

Form 990PF Part XV Line 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*				
HILLEL FOUNDATION OHIO STATE UNIVERSITY 46 E 16TH AVENUE COLUMBUS,OH 43201	N/A	UNIVERSITY	ENDOWMENT FUND SUPPORT	3,904
OHIO STATE UNIVERSITY MEDICAL SCHOOL OFFICE OF PLANNED GIVING 1480 WEST LANE AVENUE COLUMBUS,OH 43210	N/A	UNIVERSITY	OPHTHALMOLOGIC MED RESEARCH	7,771
YOUNGSTOWN AREA JEWISH FOUNDATION ATTN DEBORAH GRINSTEIN 505 GYPSY LANE YOUNGSTOWN,OH 44504	N/A	CHARITY	OPHTHALMOLOGY RESEARCH AND	7,771
OHEV-TZEDEK TEMPLE 5245 GLENWOOD AVE YOUNGSTOWN,OH 44512	N/A	RELIGIOUS	ENDOWMENT FUND SUPPORT	7,771
NEOUCOM FKA MEDICAL EDUCATION FOUNDATION INC 4209 STATE ROUTE 44 ROOTSTOWN,OH 44272	N/A	UNIVERSITY	RESEARCH AND MEDICAL	7,771
ANGELS FOR ANIMALS 4750 W SOUTH RANGE RD CANFIELD,OH 44406	N/A	CHARITY	MAINTENANCE AND SHELTER	1,746
Total . . . . ▶ **3a**				36,734

TY 2014 Accounting Fees Schedule

Name: LOUIS BLOOMBERG AND HELEN E BLOOMBERG FDN

EIN: 26-6668934

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	1,650	413		1,238

TY 2014 Investments Corporate Bonds Schedule

Name: LOUIS BLOOMBERG AND HELEN E BLOOMBERG FDN

EIN: 26-6668934

Name of Bond	End of Year Book Value	End of Year Fair Market Value
25,000 BELLSOUTH 5.200%		
25,000 GENTECH 4.750% 7/15/15	24,890	25,558
25,000 GE CO 5.250% 12/6/17	24,937	27,733
25,000 JOHNSON & JOHNSON 5.55%	24,906	27,831
25,000 MICROSOFT 4.200%	25,311	27,466
25,000 GOLDMAN SACHS GR 3.625%	25,719	25,652

TY 2014 Investments Corporate Stock Schedule

Name: LOUIS BLOOMBERG AND HELEN E BLOOMBERG FDN
EIN: 26-6668934

Name of Stock	End of Year Book Value	End of Year Fair Market Value
20 SHS AMERICAN EXPRESS CO	1,726	1,861
88 SHS ANALOG DEVICES INC	4,529	4,886
54 SHS AMERISOURCEBERGEN COR	2,053	4,869
63 SHS APPLE COMPUTERS INC	4,170	6,954
45 SHS ASHLAND INC NEW		
58 SHS ANTHEM INC	5,103	7,289
31 SHS CHEVRON CORP	3,448	3,478
65 SHS CVS HEALTH CORP	4,514	6,260
135 SHS EBAY INC		
241 SHS GENERAL ELEC CO	5,184	6,090
140 SHS CHESAPEAKE ENERGY CORP	3,822	2,740
40 SHS CONSTELLATION BRANDS I	3,521	3,927
40 SHS HONEYWELL INTERNATION	2,346	3,997
10 SHS IBM	1,961	1,604
64 SHS JOHNSON & JOHNSON	4,478	6,692
105 SHS KROGER		
225 SHS CORNING INC	4,421	5,159
99 SHS DARDEN RESTAURANTS INC	4,525	5,804
154 SHS MICROSOFT CORPORATION	4,557	7,153
49 SHS DISNEY WALT CO	3,890	4,615
17 SHS FEDEX CORP	2,793	2,952
22 SHS F5 NETWORKS INC	2,376	2,870
40 SHS PEPSICO INC	3,701	3,782
33 SHS GOLDMAN SACHS GROUP IN	5,665	6,396
11 SHS GOOGLE INC CL A	6,263	5,837
92 SHS HCA HOLDINGS INC	4,687	6,752
64 SHS ROYAL DUTCH SHELL PLC	4,441	4,285
73 SHS KRAFT FOODS GR INC	4,104	4,574
24 SHS SIMON PROPERTY GR INC	3,628	4,371
60 SHS STRYKER CORP		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
117 SHS VERIZON COMMUNICATION	5,112	5,473
65 SHS WALLMART STORES INC		
43 SHS NATIONAL OILWELL VARCO	3,013	2,818
90 SHS TJX COMPANIES INC	5,328	6,172
143 SHS QUANTA SERVICES	4,045	4,060
155 SHS INVESCO PLC NEW		
115 SHS ALLSTATE CORP		
55 SHS AUTOMATIC DATA PROCESS		
115 SHS CBS CORP NEW B		
235 SHS CISCO SYS INC		
71 SHS CITIGROUP INC NEW	3,505	3,842
310 SHS D R HORTON INC		
47 SHS EASTMAN CHEMICAL CO	3,670	3,565
32 SHS HELMERICH & PAYNE	2,535	2,157
55 SHS THE HERSHEY CO		
254 SHS INTEL CORP	5,804	9,218
160 SHS KINDER MORGAN CL P		
195 SHS LEGGETT & PLATT		
75 SHS NUCOR CORP	3,288	3,679
45 SHS PNC FINL SVCS GR	2,854	4,105
41 SHS PARKER-HANNIFIN CORP		
45 SHS PHILLIP MORRIS INTL		
90 SHS ROBERT HALF INTERN'L	3,502	5,254
65 SHS TRAVELERS COMPANIES	5,667	6,880
73 SHS VALERO ENERGY CORP	2,614	3,614
60 SHS WELLPOINT INC		
108 SHS WISCONSIN ENERGY CORP	5,105	5,696

TY 2014 Investments - Other Schedule

Name: LOUIS BLOOMBERG AND HELEN E BLOOMBERG FDN

EIN: 26-6668934

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
3,284.024 SHS BLACKROCK GNMA I	AT COST	32,563	32,578
1,568.279 SHS FEDERATED INST H	AT COST	15,540	15,495
509.263 SHS HARBOR INTERN'L			
1,374.465 SHS GOLDMAN SACHS SM	AT COST	28,740	29,139
2,636.322 SHS FIDELITY CAPITAL			
312.418 SHS OPPENHEIMER DEV	AT COST	9,879	10,953
2,350.000 SHS IVY INTERNL CORE	AT COST	46,389	40,162
122.629 SHS VG REIT INDEX FD	AT COST	12,156	14,081
2,183.629 SHS PIMCO COMM REAL	AT COST	16,306	9,783
872.324 SHS RIDGEWORTH MID C			
182.300 SHS T ROWE PR MID-CA			
742.122 SHS VG INTERM TERM I	AT COST	7,362	7,295
1,003.617 SHS VG SH TERM INVES	AT COST	10,779	10,699
2,824.663 SHS TEMPLETON GL BD	AT COST	37,091	35,054
205.820 SHS JPMORGAN SM CAP	AT COST	11,227	11,180
124.000 SHS SPDR S&P REGIONA	AT COST	4,572	5,047
768.288 SHS VG REIT INDEX SI			

TY 2014 Other Decreases Schedule

Name: LOUIS BLOOMBERG AND HELEN E BLOOMBERG FDN

EIN: 26-6668934

Description	Amount
ROUNDING	13
ST WASH SALE ADJ	26

TY 2014 Other Expenses Schedule

Name: LOUIS BLOOMBERG AND HELEN E BLOOMBERG FDN

EIN: 26-6668934

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STATE OF OHIO FILING FEE	200	0		200

TY 2014 Taxes Schedule

Name: LOUIS BLOOMBERG AND HELEN E BLOOMBERG FDN

EIN: 26-6668934

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	36	36		0
FEDERAL TAX PAYMENT - PRIOR YE	439	0		0
FOREIGN TAXES ON QUALIFIED FOR	54	54		0
FOREIGN TAXES ON NONQUALIFIED	67	67		0