Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning , 2014, and ending , 20

Name of foundation: FRANK K WEBB CHARITABLE TRUST 480006004

A Employer identification number: 27-6146743

Number and street (or P O box number if mail is not delivered to street address): PO BOX 66916

Room/suite:

B Telephone number (see instructions): 314-515-5825

City or town, state or province, country, and ZIP or foreign postal code: ST. LOUIS, MO 63166-6916

C If exemption application is pending, check here ▶ ☐

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 ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

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)* ▶ $ 11,377,167.

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)
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				
	4	Dividends and interest from securities	334,193.	325,169.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	641,972.			
	b	Gross sales price for all assets on line 6a 2,383,254.				
	7	Capital gain net income (from Part IV, line 2)		641,972.		
	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)				
	12	**Total.** Add lines 1 through 11	976,165.	967,141.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	130,115.	126,323.		
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 1	600.	NONE	NONE	600.
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 2	6,023.	3,734.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	136,738.	130,057.	NONE	600.
	25	Contributions, gifts, grants paid	532,700.			532,700.
	26	**Total expenses and disbursements** Add lines 24 and 25	669,438.	130,057.	NONE	533,300.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	306,727.			
	b	**Net investment income** (if negative, enter -0-)		837,084.		
	c	**Adjusted net income** (if negative, enter -0-)				

JSA **For Paperwork Reduction Act Notice, see instructions.**
4E1410 1 000

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	248.		
	2	Savings and temporary cash investments	187,559.	139,896.	139,896.
	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 ▶			
	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)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)	8,015,329.	8,365,731.	11,237,271.
	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)	8,203,136.	8,505,627.	11,377,167.
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)		NONE	
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	8,203,136.	8,505,627.	
	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)	8,203,136.	8,505,627.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	8,203,136.	8,505,627.	

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	8,203,136.
2	Enter amount from Part I, line 27a	2	306,727.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 3	3	1,456.
4	Add lines 1, 2, and 3	4	8,511,319.
5	Decreases not included in line 2 (itemize) ▶AMORTIZED BOND PREMIUM	5	5,692.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,505,627.

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	2,383,254.		1,741,282.	641,972.
b				
c				
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				641,972.
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	641,972.
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	503,086.	10,868,488.	0.046288
2012	457,273.	10,253,084.	0.044599
2011	141,450.	9,845,351.	0.014367
2010	286,135.	9,116,431.	0.031387
2009			

2	**Total** of line 1, column (d)	2	0.136641
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	0.034160
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	11,408,082.
5	Multiply line 4 by line 3	5	389,700.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	8,371.
7	Add lines 5 and 6	7	398,071.
8	Enter qualifying distributions from Part XII, line 4	8	533,300.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _______________ (attach copy of letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	8,371.
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	
3	Add lines 1 and 2			3	8,371.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	8,371.
6	Credits/Payments:				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	5,864.		
b	Exempt foreign organizations - tax withheld at source	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	5,864.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	2,507.
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** ▶ NONE **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ ____________ (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		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ EDWARD JONES TRUST COMPANY Telephone no. ▶ (314) 515-5825

Located at ▶ ST. LOUIS, MO ZIP+4 ▶ 63131

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		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1) If "Yes," enter the name of the foreign country ▶			

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

			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		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ________ , ________ , ________ , ________			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ________ , ________ , ________ , ________			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2014 as a result of (**1**) any purchase by the foundation or disqualified persons after May 26, 1969; (**2**) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (**3**) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **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: X

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **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
EDWARD JONES TRUST COMPANY 12555 MANCHESTER ROAD, ST. LOUIS, MO 63131	CO-TRUSTEE	86,687.	-0-	-0-
MARTHA WEBB 5504 SOMERFORD LANE, RALEIGH, NC 27614	CO-TRUSTEE	21,714.	-0-	-0-
WILLIAM DIETEL P.O. BOX 1847, TEXAS CITY, TX 77592	CO-TRUSTEE	21,714.	-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.	Expenses
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	Amount
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	11,242,131.
b	Average of monthly cash balances	1b	339,678.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	11,581,809.
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	11,581,809.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	173,727.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,408,082.
6	**Minimum investment return.** Enter 5% of line 5	6	570,404.

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	570,404.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	8,371.		
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	8,371.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	562,033.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	562,033.
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	562,033.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	533,300.
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	533,300.
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	8,371.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	524,929.

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					562,033.
2	Undistributed income, if any, as of the end of 2014					
a	Enter amount for 2013 only				532,696.	
b	Total for prior years: 20 12 ,20____,20____			NONE		
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: ▶ $ 533,300.					
a	Applied to 2013, but not more than line 2a				532,696.	
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					604.
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					561,429.
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)

	Tax year	Prior 3 years			
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	(e) Total
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 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).)

N/A

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:

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 STATEMENT 8				532,700.
Total . . . . ▶ 3a				532,700.
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	334,193.	
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	641,972.	
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)				976,165.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 976,165.

(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.

(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

▶ Aaron J. R. Sahlage | 04/27/2015 | ▶ Officer

Signature of officer ~~or~~ trustee | Date | 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	Preparer's signature	Date	Check ☐ if self-employed	PTIN
WESLEY HIRSCHBERG	Wesley Hirschberg	04/27/2015		P00162244

Firm's name ▶ ERNST & YOUNG U.S. LLP

Firm's EIN ▶ 34-6565596

Firm's address ▶ 155 N. WACKER DRIVE
CHICAGO, IL 60606

Phone no. 312-879-2000

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE	600.			600.
TOTALS	600.	NONE	NONE	600.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAX WITHHELD	623.	3,734.
ESTIMATED EXCISE TAX	5,400.	
TOTALS	6,023.	3,734.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
BASIS ADJUSTMENT (ASSET ID: 250375BQ4)	1,452.
ROUNDING	4.
TOTAL	1,456.

FRANK K WEBB CHARITABLE TRUST 480006004 27-6146743
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
TEXAS CITY ROTARY
MR. PHIL ROBERTS, PRESIDENT
ADDRESS:
PO BOX 2699
TEXAS CITY, TX 77592-2699
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 40,000.

RECIPIENT NAME:
INTERACT
ATTN: KATHY JOHNSON, AED RES DEV
ADDRESS:
1012 OBERLIN ROAD
RALEIGH, NC 27614
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
TX CITY INDEPENDENT SCHOOL DIST
ATTN: DEBORAH LAINE
ADDRESS:
1700 NINTH AVENUE NORTH
TEXAS CITY, TX 77590
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 125,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

==

RECIPIENT NAME:
PHEASANTS FOREVER, INC
ATTN: MR. DICK EMMERICH
ADDRESS:
37304 163RD STREET
ATHOL, SD 57424
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
WORLD FDN FOR GIRL GUIDES &
GIRL SCOUTS
ADDRESS:
PO BOX 6457 - DEPT 276
INDIANAPOLIS, IN 46206
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
TRIANGLE SPOKES GROUP
ATTN: ASHLEY WILSON
ADDRESS:
2109 HOPETON AVENUE
RALEIGH, NC 27614
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUJPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 6,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
SALVATION ARMY-TEXAS CITY
LT. ANDREW THORSON
ADDRESS:
PO BOX 1392
LA MARQUE, TX 77568
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
FIRST PRESBYTERRIAN CHURCH
OF TEXAS
ADDRESS:
1112 7TH STREET N.
TEXAS CITY, TX 77590
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
4C FOR CHILDREN
COMPREHENSIVE COMM CHILD CARE ORG
ADDRESS:
1924 DANA AVE
CINCINNATI, OH 45207
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

==

RECIPIENT NAME:
ROTARY INTERNATIONAL FOUNDATION
ATTN: GIFT ADMIN/FN 120
ADDRESS:
1560 SHERMAN AVE.
EVANSTON, IL 60201
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
THE COLONIAL WILLIAMSBURG FOUNDATIO
ATTN: MS. CARA SISSON
ADDRESS:
PO BOX 1776
WILLIAMSBURG, VA 23187-9910
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 35,200.

RECIPIENT NAME:
GIRL SCOUTS-NC COASTAL PINES
RACY STERNBERG, CHIEF DEV OFFICER
ADDRESS:
6901 PINECREST ROAD
RALEIGH, NC 27613
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 50,000.

STATEMENT 7

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

==

RECIPIENT NAME:
GEORGIA TECH FOUNDATION, INC.
ADDRESS:
760 SPRING STREET NW, SUITE 400
ATLANTA, GA 30308
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 35,000.

RECIPIENT NAME:
THE CENTER FOR HEARING AND SPEECH
RENEE S DAVIS, EXEC DIRECTOR
ADDRESS:
3636 W. DALLAS ST.
HOUSTON, TX 77019
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 155,500.

TOTAL GRANTS PAID: 532,700.
==============

Asset Detail Section

Statement of Value and Activity

December 1, 2014 - December 31, 2014

Asset Detail

Description	*Shares/Par Value*	*Current Price*	*Market Value*	*Tax Cost*	*Unrealized G/L*	*Est. Ann. Income*
Cash Equivalents						
Federated T/F Obligation Fd-Inst SHS	139,896.11	1.00	$139,896.11	$139,896.11	$0 00	$13 80
Total Cash Equivalents			$139,896.11	$139,896.11	$0.00	$13 80
Common and Preferred Stock						
Abbott Labs	2,053.00	45.02	$92,426 06	$59,262.31	$33,163 75	$1,970 88
Amazon Com Inc	223.00	310.35	$69,208.05	$72,704 47	-$3,496 42	$0 00
American Express Co	532.00	93.04	$49,497 28	$23,913.40	$25,583.88	$553 28
Apple Computer Inc	728.00	110.38	$80,356 64	$12,847.55	$67,509.09	$1,368 64
AT & T Inc	943.00	33.59	$31,675.37	$25,225.25	$6,450 12	$1,772 84
BHP Billiton PLC SPONS ADR	988.00	43.00	$42,484.00	$62,683.28	-$20,199 28	$2,390 96
Capital One Financial Corp	806.00	82.55	$66,535 30	$54,524 52	$12,010 78	$967.20
Chevron Corporation	579.00	112.18	$64,952 22	$39,721.02	$25,231 20	$2,478 12
Comcast Corp-CL A	867.00	58.01	$50,294 67	$33,026.99	$17,267 68	$780.30
Covidien PLC	908.00	102.28	$92,870 24	$37,145 07	$55,725 17	$1,307 52
CVS Health Corp	1,012.00	96.31	$97,465 72	$54,640.28	$42,825 44	$1,416 80
Diageo PLC ADR	607 00	114.09	$69,252 63	$43,855 69	$25,396 94	$1,629 80
Disney Walt Co New	981.00	94.19	$92,400.39	$34,696.38	$57,704 01	$1,128 15
E M C Corp Mass	2,765 00	29 74	$82,231 10	$57,574.16	$24,656 94	$1,271 90
EOG RES Inc	672 00	92 07	$61,871 04	$77,402 91	-$15,531 87	$450 24
Express Scripts Hldg	599.00	84.67	$50,717.33	$41,851.65	$8,865 68	$0 00
FedEx Corporation	471.00	173.66	$81,793.86	$11,289.11	$70,504.75	$376.80
General Mills Inc	1,578 00	53.33	$84,154 74	$43,673.22	$40,481 52	$2,587 92
Google INC-CL A	125 00	530.66	$66,332 50	$43,951.09	$22,381 41	$0.00
Honeywell International Inc	810.00	99 92	$80,935 20	$41,119.36	$39,815.84	$1,676 70

Statement of Value and Activity

December 1, 2014 - December 31, 2014

Description	*Shares/Par Value*	*Current Price*	*Market Value*	*Tax Cost*	*Unrealized G/L*	*Est. Ann. Income*
HSBC Holdings PLC-Spons ADR	1,100 00	47.23	$51,953 00	$55,820.60	-$3,867.60	$5,060.00
Illinois Tool Wks Inc	852.00	94.70	$80,684.40	$24,240.97	$56,443.43	$1,652.88
International Business Machines Corp	407.00	160.44	$65,299 08	$45,752.56	$19,546 52	$1,790 80
Invesco Limited	2,268.00	39.52	$89,631 36	$50,168.16	$39,463 20	$2,268 00
ITC Holdings Corp	1,535.00	40.43	$62,060.05	$53,361.47	$8,698.58	$997.75
Johnson & Johnson	848.00	104.57	$88,675.36	$50,305.64	$38,369 72	$2,374.40
Johnson Ctls Inc	1,718.00	48 34	$83,048 12	$47,382.44	$35,665.68	$1,786 72
JP Morgan Chase & Co	1,478.00	62.58	$92,493 24	$39,601 25	$52,891 99	$2,364 80
McDonalds Corp	790.00	93.70	$74,023.00	$70,320.20	$3,702 80	$2,686 00
Microsoft Corp	1,726 00	46.45	$80,172 70	$0.87	$80,171 83	$2,140 24
National-Oilwell Inc	952 00	65 53	$62,384 56	$57,408.07	$4,976.49	$1,751 68
Nike Inc-Class B	925.00	96.15	$88,938 75	$32,540.35	$56,398 40	$1,036 00
Oracle Corporation	2,023.00	44.97	$90,974 31	$33,353.42	$57,620 89	$971 04
Pepsico Inc	890.00	94.56	$84,158 40	$20,302.39	$63,856 01	$2,331 80
Pfizer Inc	2,891.00	31 15	$90,054 65	$16,609.08	$73,445.57	$3,237 92
Praxair Inc	293.00	129.56	$37,961.08	$38,086.41	-$125 33	$761.80
Precision Castparts Corp	138.00	240.88	$33,241 44	$35,168.61	-$1,927 17	$16 56
Procter & Gamble Co	666.00	91.09	$60,665 94	$52,105 35	$8,560 59	$1,714 28
Qualcomm Inc	1,087.00	74.33	$80,796.71	$55,247.09	$25,549 62	$1,826 16
Spectra Energy Corp Wl	1,409 00	36.30	$51,146.70	$33,260.39	$17,886.31	$2,085.32
State Street Corp	1,245.00	78 50	$97,732 50	$43,226 51	$54,505.99	$1,494 00
Suncor Energy Inc	1,761.00	31.78	$55,964 58	$60,394.09	-$4,429 51	$1,695 84
Teck Resources Limited	2,386 00	13.64	$32,545 04	$52,826 04	-$20,281 00	$1,899 26
Thermo Fischer Scientific	702.00	125.29	$87,953 58	$31,498.59	$56,454 99	$421 20
Total S A. Spon ADR	1,065.00	51.20	$54,528.00	$77,065 53	-$22,537 53	$2,841 42
Travelers Companies Inc	908 00	105.85	$96,111 80	$81,247 84	$14,863 96	$1,997 60

Statement of Value and Activity

December 1, 2014 - December 31, 2014

Description	Shares/Par Value	Current Price	Market Value	Tax Cost	Unrealized G/L	Est. Ann. Income
United Technologies Corp	652 00	115.00	$74,980.00	$32,889.36	$42,090 64	$1,538 72
V F Corp	1,228.00	74.90	$91,977 20	$23,031.14	$68,946.06	$1,571 84
Valero Energy Corp	1,793 00	49 50	$88,753 50	$34,426.52	$54,326.98	$1,972 30
Verizon Communications	211.00	46 78	$9,870 58	$9,897.90	-$27.32	$464 20
3M Co	512.00	164.32	$84,131 84	$25,706.19	$58,425 65	$2,099 20
Total Common and Preferred Stock			$3,630,365.81	$2,154,352.74	$1,476,013.07	$80,977.78
Equity Mutual Funds and Unit Trusts						
American Europacific Growth Fd CL F2	4,988.38	47 02	$234,553.49	$121,631.75	$112,921 74	$3,935 83
American Funds New World Fund CL F2	281.48	53.41	$15,034 06	$13,476.59	$1,557 47	$190 28
Artisan Intl Value Fund Investor CL	2,212.81	34.21	$75,700 20	$78,077.26	-$2,377.06	$1,210 41
Capital Wrld Grth & Inc Fd CL F2	8,612.05	46.05	$396,585.04	$213,999 01	$182,586 03	$8,577 60
Goldman Sachs Mid Cap Equity CL I	4,533.03	41.58	$188,483.55	$126,980 57	$61,502 98	$1,808 68
Goldman Small Cap Value CL I	2,335.42	55.65	$129,965.96	$101,725.79	$28,240 17	$768.35
Harbor Internatl Fd Instl CL	6,336.78	64.78	$410,496.54	$323,947.11	$86,549.43	$8,985 55
iShares MSCI EAFE Value Index ETF	7,091.00	51.03	$361,853.73	$214,164.06	$147,689 67	$17,628 23
John Hancock III Disc Value M/C-Is	10,603.35	19 97	$211,748 82	$187,573.31	$24,175 51	$1,113 35
JP Morgan Mid Cap Value Fund-I	11,919 66	37.15	$442,815 37	$351,611 02	$91,204 35	$4,779 78
JPMorgan Mid Cap Equity Select Class	3,613.04	44 84	$162,008 71	$157,016 21	$4,992 50	$494 99
MFS Intl Growth Fd CL I	7,964.33	28 79	$229,292 92	$116,803 61	$112,489 31	$3,145 91
Oppenheimer Developing Mkt CL I	2,447 50	35.06	$85,809 24	$71,207.41	$14,601 83	$731.80
Oppenheimer Discovery Fd Y	1,515 73	77.50	$117,468 84	$101,948 46	$15,520 38	$0 00
Oppenheimer Real Estate Fd CL Y	7,042 66	28.88	$203,391 93	$132,763 73	$70,628 20	$3,873 46

Statement of Value and Activity

December 1, 2014 - December 31, 2014

Description	*Shares/Par Value*	*Current Price*	*Market Value*	*Tax Cost*	*Unrealized G/L*	*Est. Ann. Income*
Victory Integrity SC Value-Y	3,533 25	33.69	$119,035.16	$111,827 33	$7,207 83	$0 00
Total Equity Mutual Funds and Unit Trusts			$3,384,243 56	$2,424,753.22	$959,490.34	$57,244.22
Taxable Fixed Income						
Ally Bank Certificate of Deposit DTD 08/13/2010 2 350% 08/13/2015 Non Callable	25,000.00	101.23	$25,307.75	$25,099 03	$208 72	$587.50
AT&T Inc DTD 02/03/2009 5 800% 02/15/2019 Non Callable	50,000.00	113.58	$56,792 00	$49,428.65	$7,363.35	$2,900 00
AT&T Inc DTD 08/18/2011 3 875% 08/15/2021 Non Callable	50,000.00	104.63	$52,315.50	$52,679.31	-$363.81	$1,937.50
Barclays Bank/Delaware *Es* Certificate of Deposit DTD 12/07/2011 1 900% 12/07/2016 Non Callable	50,000.00	101.21	$50,602.50	$50,763.31	-$160 81	$950 00
Bellevue Ohio City Sch Dist School District DTD 03/10/2010 6 050% 12/01/2029 Callable SD Cred Prog	50,000.00	113.40	$56,701 50	$49,535 50	$7,166 00	$3,025 00

Statement of Value and Activity

December 1, 2014 - December 31, 2014

Description	Shares/Par Value	Current Price	Market Value	Tax Cost	Unrealized G/L	Est. Ann. Income
BMW Bank North America Certificate of Deposit DTD 10/25/2013 2 100% 10/25/2018 Non Callable	50,000.00	99.97	$49,984.50	$49,875.00	$109 50	$1,050 00
BMW Bank North America Certificate of Deposit DTD 11/29/2013 2 000% 11/29/2018 Non Callable	50,000.00	99.79	$49,895 00	$50,375.49	-$480 49	$1,000 00
BMW Bank North America Certificate of Deposit DTD 12/10/2014 1 450% 12/11/2017 Non Callable	75,000 00	98.97	$74,226 75	$74,550.00	-$323 25	$1,087 50
Brentwood California Infrastructure Revenue Bond DTD 10/27/2009 6.860% 10/01/2024 Callable	50,000.00	116.53	$58,265 00	$50,811.17	$7,453 83	$3,430 00
Champaign Cnty Illinois Cmnty Sch School District Revenue DTD 02/18/2010 6 150% 06/01/2032 Callable	50,000.00	111.99	$55,996 00	$50,098 58	$5,897 42	$3,075.00
Clayton Cnty Georgia Hosp Auth REV Medical Facilities DTD 12/16/2010 3 750% 08/01/2017 Non Callable Cnty Gtd	50,000.00	105.15	$52,576 50	$49,875.00	$2,701 50	$1,875 00
ConocoPhillips DTD 02/03/2009 5 750% 02/01/2019 Non Callable	50,000 00	113.68	$56,839 00	$49,709.00	$7,130 00	$2,875 00

Asset Detail Section (continued)

Statement of Value and Activity

December 1, 2014 - December 31, 2014

Description	Shares/Par Value	Current Price	Market Value	Tax Cost	Unrealized G/L	Est. Ann. Income
Cook County Illinois School District Revenue DTD 10/15/2009 5 841% 12/01/2027 Callable	50,000.00	113.87	$56,935 50	$50,304 57	$6,630.93	$2,920 50
Discover Bank Certificate of Deposit DTD 08/01/2012 1 700% 08/01/2017 Non Callable	50,000.00	101.03	$50,514 00	$50,353.28	$160 72	$850 00
Discover Bank Certificate of Deposit DTD 08/20/2014 3 250% 08/20/2024 Non Callable	100,000.00	100.53	$100,528.00	$100,117.73	$410.27	$3,250 00
Dmb Community Bank Wisconsin *Es* Certificate of Deposit DTD 03/18/2009 3 400% 03/18/2015 Non Callable	50,000.00	100.63	$50,314 00	$49,450 00	$864.00	$1,700 00
Equitable Cos Inc DTD 04/06/1998 7 000% 04/01/2028 Non Callable	50,000.00	125.59	$62,796.00	$43,228 00	$19,568 00	$3,500 00
Federal Farm Credit Bank DTD 04/01/2008 4 800% 04/01/2022 Non Callable	50,000.00	117.66	$58,830 00	$51,237.48	$7,592 52	$2,400.00
Federal Home Loan Mortgage Corp CMO Ser 1082 CL C DTD 05/01/1991 9 000% 05/15/2021	274 09	111 56	$305 77	$2,935.23	-$2,629 46	$24 67
Florida State Governmental Utils Utilities Revenue DTD 10/13/2010 5 720% 10/01/2025 Callable	50,000.00	111.14	$55,568 00	$49,820.67	$5,747 33	$2,860 00

Asset Detail Section (continued)

Statement of Value and Activity

December 1, 2014 - December 31, 2014

Description	***Shares/Par Value***	***Current Price***	***Market Value***	***Tax Cost***	***Unrealized G/L***	***Est. Ann. Income***
Garden Grove California Uni Sch Dist DTD 10/07/2010 5 300% 08/01/2024 Callable	50,000.00	112.64	$56,317 50	$49,850 50	$6,467 00	$2,650 00
General Elec Cap Corp Medium Term Note DTD 01/14/2008 5.875% 01/14/2038 Non Callable	40,000.00	126.54	$50,614.40	$1.00	$50,613 40	$2,350 00
Goldman Sachs Bank Certificate of Deposit DTD 12/14/2011 3 000% 12/14/2021 Non Callable	50,000.00	102.25	$51,123.50	$50,564.32	$559 18	$1,500 00
Goldman Sachs Bank USA Certificate of Deposit DTD 01/18/2012 1 500% 01/20/2015 Non Callable	175,000.00	100.04	$175,070.00	$175,385.93	-$315 93	$2,625.00
Goldman Sachs Bank USA Certificate of Deposit DTD 12/05/2012 1 250% 12/05/2017 Non Callable	50,000.00	99.01	$49,503.00	$49,724.50	-$221.50	$625.00
Goldman Sachs Bank USA Certificate of Deposit DTD 08/28/2013 3.200% 08/28/2023 Non Callable	100,000.00	100.26	$100,255 00	$100,746,27	-$491 27	$3,200 00
Goldman Sachs Group Inc DTD 01/18/2008 5 950% 01/18/2018 Non Callable	25,000.00	111.10	$27,774 25	$1.00	$27,773 25	$1,487 50

Statement of Value and Activity

December 1, 2014 - December 31, 2014

Description	Shares/Par Value	Current Price	Market Value	Tax Cost	Unrealized G/L	Est. Ann. Income
Hornell New York City Sch Dist School District Revenue DTD 10/01/2010 4 500% 06/15/2020 Non Callable St Aid Withhldg	50,000 00	104 77	$52,387 00	$50,786.38	$1,600 62	$2,250 00
International Bank Recon & Develop DTD 10/15/1986 8 625% 10/15/2016	100,000.00	113.43	$113,427.00	$1.00	$113,426.00	$8,625 00
JPMorgan Chase & Co DTD 09/24/2012 3 250% 09/23/2022 Non Callable	50,000.00	100.58	$50,291 50	$49,455.00	$836.50	$1,625.00
JPMorgan Chase & Co Medium Term Note DTD 03/23/2005 5 750% 04/15/2030 Callable	5,000.00	99.64	$4,982 00	$3,773.96	$1,208.04	$287.50
JPMorgan Chase & Co Medium Term Note DTD 01/25/2013 3.200% 01/25/2023 Non Callable	50,000.00	100.11	$50,056 50	$50,207 34	-$150 84	$1,600 00
Kalamazoo Michigan School District Revenue DTD 09/08/2009 4 300% 05/01/2017 Non Callable	50,000 00	107.05	$53,523 50	$50,164 48	$3,359 02	$2,150 00
Kansas Dev FIN Auth Sales Tax General Obligation DTD 09/10/2009 5 200% 09/01/2021 Callable	50,000.00	108.62	$54,308 50	$50,000.00	$4,308 50	$2,600 00

Statement of Value and Activity

December 1, 2014 - December 31, 2014

Description	Shares/Par Value	Current Price	Market Value	Tax Cost	Unrealized G/L	Est. Ann. Income
Klickitat Cnty Washington Pub Util Utilities Revenue DTD 12/23/2009 4.165% 12/01/2015 Non Callable	50,000 00	102.91	$51,454 00	$49,752 00	$1,702 00	$2,082 50
Lanse Creuse Michigan School District Revenue DTD 05/18/2010 5 482% 05/01/2021 Callable Q-Sblf	50,000.00	103.58	$51,790 50	$50,421.84	$1,368.66	$2,741 00
Las Virgenes California General Obligation DTD 01/10/2013 2.365% 11/01/2019 Non Callable	75,000.00	98.13	$73,599.75	$75,543.14	-$1,943.39	$1,773 75
Massachusetts State Dev FIN AGY Revenue Bonds DTD 12/22/2009 5.861% 03/01/2028 Non Callable	50,000.00	120.20	$60,099 50	$50,308.24	$9,791.26	$2,930 50
MetLife Incorporated DTD 12/10/2002 6 500% 12/15/2032 Non Callable	25,000.00	133.39	$33,348 50	$1.00	$33,347 50	$1,625 00
Missouri JT Mun Elec Util Commn Pwr Power Revenue DTD 12/17/2009 5 628% 01/01/2020 Non Callable	50,000.00	112.56	$56,281 50	$50,528.31	$5,753 19	$2,814 00
Monroe Cnty New York General Obligation DTD 10/15/2014 3.080% 06/01/2021 Non Callable Agm	70,000.00	101.27	$70,886 20	$70,936.99	-$50 79	$2,156 00

Asset Detail Section (continued)

Statement of Value and Activity

December 1, 2014 - December 31, 2014

Description	Shares/Par Value	Current Price	Market Value	Tax Cost	Unrealized G/L	Est. Ann. Income
Montana State Coal Severance Tax General Obligation DTD 09/30/2010 3 954% 12/01/2018 Callable	50,000 00	100 91	$50,453 50	$49,354 50	$1,099 00	$1,977 00
Nassau County New York General Obligation DTD 09/09/2009 5 375% 10/01/2025 Non Callable Assured Gty	50,000 00	116.09	$58,044.50	$50,838 47	$7,206 03	$2,687 50
New York New York City Transitional Revenue Bond DTD 06/04/2010 3.062% 05/01/2015 Non Callable	50,000.00	100.92	$50,461 00	$50,306.48	$154.52	$1,531 00
New York State General Obligation DTD 03/30/2011 3.950% 09/01/2020 Non Callable	50,000.00	107.93	$53,962.50	$49,312.50	$4,650.00	$1,975 00
Northwest Fire Dist Arizona Facilities Revenue DTD 05/13/2010 5 470% 07/01/2023 Callable	50,000 00	114 24	$57,117 50	$50,306 99	$6,810 51	$2,735 00
Oracle Corp DTD 04/09/2008 5 750% 04/15/2018 Non Callable	25,000.00	113.05	$28,261 50	$25,995.24	$2,266 26	$1,437 50
Passaic County New Jersey Utilities Utilities Revenue DTD 03/13/2014 2 480% 03/01/2019 Non Callable	50,000.00	100.72	$50,359 00	$50,354.66	$4 34	$1,240 00

Asset Detail Section (continued)

Statement of Value and Activity

December 1, 2014 - December 31, 2014

Description	*Shares/Par Value*	*Current Price*	*Market Value*	*Tax Cost*	*Unrealized G/L*	*Est. Ann. Income*
Philips Electronics NV DTD 03/11/2008 5 750% 03/11/2018 Non Callable	50,000 00	111 00	$55,498 00	$49,806 64	$5,691 36	$2,875 00
Rockford Illinois General Obligation DTD 07/22/2014 3.000% 12/15/2020 Non Callable	50,000 00	102.43	$51,212.50	$50,681.68	$530.82	$1,500 00
Sarpy County Nebraska General Obligation DTD 10/15/2009 6 250% 12/15/2035 Callable Cnty Gtd	25,000.00	110.40	$27,599 50	$25,529.08	$2,070.42	$1,562.50
Seminole Texas Hosp Dist Medical Facilities DTD 09/05/2013 2 250% 02/15/2018 Non Callable	50,000.00	100.90	$50,448 00	$50,360 70	$87 30	$1,125 00
Southwestern California Smnth Coll Education Revenue DTD 11/05/2009 7 130% 08/01/2031 Callable	50,000 00	116.40	$58,197 50	$50,806.49	$7,391 01	$3,565 00
Springettsbury Twp Pennsylvania General Obligation DTD 02/16/2010 5 350% 11/15/2025 Callable	55,000 00	105.18	$57,849 00	$55,611.35	$2,237 65	$2,942 50
Target Corp DTD 05/01/2007 5 375% 05/01/2017 Non Callable	50,000.00	109.19	$54,596 50	$49,031.00	$5,565.50	$2,687 50

Statement of Value and Activity

December 1, 2014 - December 31, 2014

Description	Shares/Par Value	Current Price	Market Value	Tax Cost	Unrealized G/L	Est. Ann. Income
Troy University Alabama Higher Education DTD 09/29/2009 4 900% 11/01/2018 Non Callable Assured Gty	25,000 00	110 61	$27,652 00	$25,356.81	$2,295 19	$1,225 00
United Technologies Corp DTD 12/07/2007 5 375% 12/15/2017 Non Callable	25,000 00	111.17	$27,792 00	$25,583.44	$2,208 56	$1,343 75
University Massachusetts Bldg Auth Higher Education DTD 10/27/2009 6 423% 05/01/2029 Callable	50,000 00	113.50	$56,751 50	$50,868.35	$5,883 15	$3,211 50
Victoria Texas General Obligation DTD 10/01/2009 5 349% 08/15/2023 Callable	50,000.00	112.50	$56,247.50	$50,885.35	$5,362 15	$2,674 50
Wayne State Univ Michigan Higher Education DTD 12/03/2009 5 244% 11/15/2020 Callable	50,000.00	106.18	$53,090 00	$50,289.48	$2,800.52	$2,622 00
Will Cnty Illinois General Obligation DTD 05/19/2010 3 834% 11/15/2016 Non Callable	50,000.00	104.43	$52,217 00	$50,128.93	$2,088 07	$1,917 00
Wisconsin State General Obligation DTD 09/03/2009 5 200% 05/01/2026 Callable	50,000.00	112.02	$56,010 00	$49,508 00	$6,502.00	$2,600 00

Asset Detail Section (continued)

Statement of Value and Activity

December 1, 2014 - December 31, 2014

Description	***Shares/Par Value***	***Current Price***	***Market Value***	***Tax Cost***	***Unrealized G/L***	***Est. Ann. Income***
Wright St Univ Ohio Gen Rcpts Higher Education DTD 12/03/2009 5 310% 05/01/2019 Non Callable	50,000 00	108 82	$54,412 00	$50,612.76	$3,799 24	$2,655 00
Total Taxable Fixed Income			$3,450,619.37	$3,039,929.10	$410,690 27	$139,084 67
Tax-Free Fixed Income						
King County Washington Public Hosp Medical Facilities DTD 11/29/2011 3 500% 12/01/2022 Callable	100,000 00	105.87	$105,867 00	$98,829.00	$7,038 00	$3,500 00
Laredo Texas International Toll Transportation Revenue DTD 04/01/2012 2 000% 10/01/2016 Non Callable Agm	100,000.00	102.05	$102,054 00	$101,206 31	$847.69	$2,000 00
Taylor Michigan Sch Dist School District Revenue DTD 05/26/2005 4.000% 05/01/2016 Callable Agm	55,000.00	100.28	$55,152 35	$55,000 00	$152 35	$2,200 00
Westlake Vlg California General Obligation DTD 05/21/2009 5 000% 06/01/2030 Callable	25,000.00	104.54	$26,135 25	$24,906.50	$1,228 75	$1,250 00
Total Tax-Free Fixed Income			$289,208.60	$279,941.81	$9,266 79	$8,950 00

Statement of Value and Activity

December 1, 2014 - December 31, 2014

Description	*Shares/Par Value*	*Current Price*	*Market Value*	*Tax Cost*	*Unrealized G/L*	*Est. Ann. Income*
Fixed Income Mutual Funds and Unit Trusts						
Baird Short Term Bond Fund Institutional Class	12,339 00	9.67	$119,318 11	$120,226 06	-$907 95	$1,961 90
Franklin High Income TR Fd Advisor CL	72,943.01	1.98	$144,427 16	$121,187 35	$23,239 81	$9,336 71
Janus Short-Term Bond Fund	39,087 95	3.04	$118,827 36	$120,000.00	-$1,172.64	$1,891 07
Templeton Income TR Global Bd Fd Advisor CL	8,079 06	12.41	$100,261 07	$105,340 52	-$5,079 45	$3,417 44
Total Fixed Income Mutual Funds and Unit Trusts			$482,833.70	$466,753.93	$16,079 77	$16,607.12
Total All Assets			**$11,377,167.15**	**$8,505,626.91**	**$2,871,540.24**	**$302,877.59**

FRANK K WEBB CHARITABLE TRUST 480006004 27-6146743

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
PUBLICLY TRADED SECURITIES					
1055.837 LORD ABBETT S/C VALUE SER-F	12/18/2013	02/27/2014	35,318.00	34,589.00	729.00
55. ITC HOLDINGS CORP	02/27/2014	06/02/2014	2,070.00	1,912.00	158.00
316. FMC CORP	VAR	06/26/2014	22,153.00	21,894.00	259.00
563. NETAPP INC	VAR	06/26/2014	20,243.00	23,086.00	-2,843.00
8350.731 T ROWE PRICE SHORT TERM BOND					
FUND-AD	11/12/2013	06/26/2014	40,000.00	40,000.00	
309.072 NEUBERGER BERMAN M/C FR INS	12/16/2013	10/22/2014	4,392.00	4,281.00	111.00
32. TRAVELERS COMPANIES INC	12/20/2013	10/22/2014	3,050.00	2,863.00	187.00
732.154 VICTORY INTEGRITY SC VALUE-Y	02/27/2014	12/05/2014	24,139.00	23,173.00	966.00
TOTAL PUBLICLY TRADED SECURITIES			151,365.00	151,798.00	-433.00
Totals			151,365.00	151,798.00	-433.00

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FRANK K WEBB CHARITABLE TRUST 480006004 27-6146743

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
PUBLICLY TRADED SECURITIES					
8.44 FHLMC SER1082 CMO'NR'9.000%					
5/15/21	04/30/1991	01/15/2014	8.00	93.00	-85.00
11.75 FHLMC SER1082 CMO'NR'9.000%					
5/15/21	04/30/1991	02/15/2014	12.00	129.00	-117.00
655.881 CAPITAL WRLD GRTH & INC FD CL	12/04/2003	02/27/2014	30,144.00	19,075.00	11,069.00
103. CATERPILLAR INC COM	03/13/2009	02/27/2014	10,003.00	2,743.00	7,260.00
818. CHURCH & DWIGHT INC	VAR	02/27/2014	55,273.00	41,818.00	13,455.00
100. DISNEY WALT CO COM	VAR	02/27/2014	8,014.00	5,049.00	2,965.00
486.815 AMERICAN EUROPACIFIC GROWTH FD					
CL F2	03/13/2009	02/27/2014	24,088.00	11,870.00	12,218.00
439.657 GOLDMAN SACHS MID CAP EQUITY	03/13/2009	02/27/2014	20,101.00	8,393.00	11,708.00
15. GOOGLE INC CL A	VAR	02/27/2014	18,322.00	7,049.00	11,273.00
80. JOHNSON CTLS INC COM	VAR	02/27/2014	3,980.00	2,310.00	1,670.00
3675.362 LORD ABBETT S/C VALUE SER-F	VAR	02/27/2014	122,941.00	59,789.00	63,152.00
457.666 MFS INTL GROWTH FD CL I	VAR	02/27/2014	14,018.00	7,033.00	6,985.00
17.129 AMERICAN FUNDS NEW WORLD FUND					
CL F2	06/12/2012	02/27/2014	1,005.00	813.00	192.00
612. NEXTERA ENERGY INC	VAR	02/27/2014	55,466.00	29,923.00	25,543.00
198.255 OPPENHEIMER REAL ESTATE FD CL	05/11/2010	02/27/2014	4,984.00	3,519.00	1,465.00
104. ORACLE CORP COM	VAR	02/27/2014	4,046.00	2,974.00	1,072.00
111.888 OPPENHEIMER DEVELOPING MKT CL	11/25/2011	02/27/2014	4,048.00	3,204.00	844.00
402. THERMO FISCHER SCIENTIFIC	12/29/2011	02/27/2014	50,137.00	18,038.00	32,099.00
251. VF CORP COM	07/21/2010	02/27/2014	14,770.00	4,708.00	10,062.00
352. VODAFONE GROUP SPONS ADR	VAR	03/05/2014	14,525.00	14,309.00	216.00
50000. BOEING CO 5.000%	03/17/2009	03/15/2014	50,000.00	50,569.00	-569.00
9.79 FHLMC SER1082 CMO'NR'9.000%					
5/15/21	04/30/1991	03/15/2014	10.00	107.00	-97.00
.3633 VODAFONE GROUP SPONS ADR	05/11/2010	03/17/2014	14.00	14.00	
25000. OAKLAND CNTY MI CTFS 6.250%	12/15/2009	04/01/2014	25,000.00	25,207.00	-207.00
7.55 FHLMC SER1082 CMO'NR'9.000%					
5/15/21	04/30/1991	04/15/2014	8.00	83.00	-75.00
6.08 FHLMC SER1082 CMO'NR'9.000%					
Totals 5/15/21					

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FRANK K WEBB CHARITABLE TRUST 480006004 27-6146743

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
	04/30/1991	05/15/2014	6.00	66.00	-60.00
50000. TWIN CITY BANK CD*ES 3.250%	05/15/2009	05/29/2014	50,000.00	49,500.00	500.00
49. CATERPILLAR INC COM	03/13/2009	06/02/2014	5,089.00	1,305.00	3,784.00
332. CHURCH & DWIGHT INC	04/04/2012	06/02/2014	22,863.00	16,480.00	6,383.00
313. CONOCOPHILLIPS	VAR	06/02/2014	24,857.00	15,799.00	9,058.00
298.27 AMERICAN EUROPACIFIC GROWTH FD CL F2	03/13/2009	06/02/2014	15,048.00	7,273.00	7,775.00
18. GENERAL MILLS INC COM	11/25/2011	06/02/2014	989.00	685.00	304.00
276.772 GOLDMAN SACHS MID CAP EQUITY	03/13/2009	06/02/2014	13,061.00	5,284.00	7,777.00
175.932 GOLDMAN SMALL CAP VALUE CL I	11/29/2012	06/02/2014	9,993.00	8,126.00	1,867.00
628.141 MFS INTL GROWTH FD CL I	03/13/2009	06/02/2014	20,019.00	9,077.00	10,942.00
129.702 OPPENHEIMER DEVELOPING MKT CL	11/25/2011	06/02/2014	5,010.00	3,714.00	1,296.00
259.933 OPPENHEIMER REAL ESTATE FD CL	05/11/2010	06/03/2014	7,010.00	4,614.00	2,396.00
238. NOW INC/DE	VAR	06/06/2014	8,016.00	6,243.00	1,773.00
5.56 FHLMC SER1082 CMO'NR'9.000% 5/15/21	04/30/1991	06/15/2014	6.00	61.00	-55.00
50000. MITCHELL CNTY KS 5.550%	10/22/2009	06/15/2014	50,000.00	50,254.00	-254.00
50000. ANDERSON CNTY SC 6.000%	07/07/2009	06/20/2014	50,000.00	50,163.00	-163.00
74. AMERICAN EXPRESS CO COM	11/25/2011	06/26/2014	7,007.00	3,326.00	3,681.00
324. CATERPILLAR INC COM	03/13/2009	06/26/2014	35,191.00	8,628.00	26,563.00
29. CHURCH & DWIGHT INC	04/04/2012	06/26/2014	2,008.00	1,440.00	568.00
793. CONOCOPHILLIPS	VAR	06/26/2014	67,319.00	33,100.00	34,219.00
1297. EBAY INC COM	VAR	06/26/2014	64,130.00	68,492.00	-4,362.00
646.809 GOLDMAN SMALL CAP VALUE CL I	11/29/2012	06/26/2014	38,213.00	29,876.00	8,337.00
991. HESS CORPORATION	11/29/2012	06/26/2014	97,273.00	49,893.00	47,380.00
34. ILLINOIS TOOL WKS INC COM	VAR	06/26/2014	2,988.00	1,453.00	1,535.00
1379. POTASH CORP SASK INC	02/26/2013	06/26/2014	52,414.00	53,367.00	-953.00
11363.636 T ROWE PRICE SHORT TERM BOND FUND-AD	03/05/2013	06/26/2014	54,432.00	55,000.00	-568.00
34. UNITED TECHNOLOGIES CORP COM	06/12/2012	06/26/2014	3,930.00	2,516.00	1,414.00
143. VALERO ENERGY CORP	06/12/2012	06/26/2014	7,429.00	2,893.00	4,536.00
220. COVIDIEN PLC	12/29/2011	06/26/2014	20,000.00	9,000.00	11,000.00
50000. BURLINGTON WI 5.250%	05/12/2010	07/01/2014	50,000.00	49,838.00	162.00
6.15 FHLMC SER1082 CMO'NR'9.000% 5/15/21	04/30/1991	07/15/2014	6.00	67.00	-61.00
Totals					

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FRANK K WEBB CHARITABLE TRUST 480006004 27-6146743

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
25000. MOREHEAD ST UNIV KY 6.000%					
11/01/28	08/04/2009	07/28/2014	25,000.00	24,938.00	62.00
65000. DESERT CA Z-CPN	11/24/2008	08/01/2014	65,000.00	65,000.00	
14.73 FHLMC SER1082 CMO'NR'9.000%					
5/15/21	04/30/1991	08/15/2014	15.00	160.00	-145.00
15.16 FHLMC SER1082 CMO'NR'9.000%					
5/15/21	04/30/1991	09/15/2014	15.00	164.00	-149.00
75000. ALABAMA ST 3.700%	04/04/2012	09/17/2014	73,014.00	76,412.00	-3,398.00
100000. BMW BANK UT CD *ES* 1.350%	11/19/2012	09/23/2014	100,000.00	100,049.00	-49.00
50000. LUCAS CNTY OH ECON 2.750%					
10/01/14	08/20/2010	10/01/2014	50,000.00	50,267.00	-267.00
5.56 FHLMC SER1082 CMO'NR'9.000%					
5/15/21	04/30/1991	10/15/2014	6.00	60.00	-54.00
50000. ALLY BANK UT CD *ES* 1.750%					
10/22/14	04/04/2012	10/22/2014	50,000.00	50,224.00	-224.00
397. AMERICAN EXPRESS CO COM	11/25/2011	10/22/2014	33,731.00	17,845.00	15,886.00
39. APPLE COMPUTER INC COM	05/15/2009	10/22/2014	4,029.00	689.00	3,340.00
84. CVS CORP COM	08/27/2013	10/22/2014	6,986.00	4,854.00	2,132.00
38. FEDEX CORP COM	06/12/2012	10/22/2014	6,103.00	3,286.00	2,817.00
760.389 GOLDMAN SMALL CAP VALUE CL I	08/27/2013	10/22/2014	42,529.00	40,681.00	1,848.00
63. GOOGLE INC CLASS C	03/13/2009	10/22/2014	33,760.00	10,100.00	23,660.00
155. J P MORGAN CHASE & CO COM	11/25/2011	10/22/2014	9,011.00	4,394.00	4,617.00
90. JOHNSON & JOHNSON COM	11/24/2008	10/22/2014	9,113.00	5,343.00	3,770.00
334. MICROSOFT CORP COM	VAR	10/22/2014	14,935.00	6,956.00	7,979.00
6374.748 NEUBERGER BERMAN M/C FR INS	VAR	10/22/2014	90,585.00	66,836.00	23,749.00
110. NIKE INC CLASS B COM	07/21/2010	10/22/2014	10,029.00	3,870.00	6,159.00
85. PEPSICO INC COM	11/25/2011	10/22/2014	8,050.00	5,312.00	2,738.00
72. STATE STR CORP	11/25/2011	10/22/2014	4,936.00	2,609.00	2,327.00
75. VF CORP COM	07/21/2010	10/22/2014	5,043.00	1,407.00	3,636.00
159. INVESCO LIMITED	06/12/2012	10/22/2014	5,974.00	3,517.00	2,457.00
5.93 FHLMC SER1082 CMO'NR'9.000%					
5/15/21	04/30/1991	11/15/2014	6.00	64.00	-58.00
50000. VERIZON COMM INC 5.500%	04/04/2012	11/24/2014	55,252.00	56,434.00	-1,182.00
131. AMERICAN EXPRESS CO COM	11/25/2011	12/05/2014	12,109.00	5,888.00	6,221.00
17. APPLE COMPUTER INC COM	05/15/2009	12/05/2014	1,962.00	300.00	1,662.00
Totals					

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FRANK K WEBB CHARITABLE TRUST 480006004 27-6146743

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
96. DISNEY WALT CO COM	VAR	12/05/2014	9,016.00	5,096.00	3,920.00
33. E M C CORP MASS COM	04/30/2012	12/05/2014	1,001.00	929.00	72.00
532.697 GOLDMAN SMALL CAP VALUE CL I	VAR	12/05/2014	29,149.00	26,037.00	3,112.00
56. JOHNSON & JOHNSON COM	11/24/2008	12/05/2014	6,058.00	3,324.00	2,734.00
71. NIKE INC CLASS B COM	07/21/2010	12/05/2014	7,033.00	2,498.00	4,535.00
228.237 OPPENHEIMER DISCOVERY FD Y	06/12/2012	12/05/2014	17,545.00	14,347.00	3,198.00
70. THERMO FISCHER SCIENTIFIC	12/29/2011	12/05/2014	9,016.00	3,141.00	5,875.00
122. VF CORP COM	07/21/2010	12/05/2014	9,029.00	2,288.00	6,741.00
166. COVIDIEN PLC	VAR	12/05/2014	17,188.00	7,738.00	9,450.00
6.96 FHLMC SER1082 CMO'NR'9.000%					
5/15/21	04/30/1991	12/15/2014	7.00	75.00	-68.00
TOTAL PUBLICLY TRADED SECURITIES			2,137,459.00	1,589,484.00	547,975.00
Totals			2,137,459.00	1,589,484.00	547,975.00

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FEDERAL WASH SALES

SECURITY SOLD	DATE ACQUIRED	DATE SOLD	COST BASIS	SALES PRICE	DISALLOWED LOSS
.8986 VERIZON COMMUNICATIONS C	03/05/2014	03/17/2014	43.00	42.00	-1.00
99.46 OPPENHEIMER DISCOVERY FD	12/04/2013	12/05/2014	8,195.00	7,645.00	-550.00

FEDERAL CAPITAL GAIN DISTRIBUTIONS

LONG-TERM CAPITAL GAIN DISTRIBUTIONS

15% RATE CAPITAL GAIN DISTRIBUTIONS

ARTISAN INTL VALUE FUND INVESTOR CL	2,966.00	
BAIRD SHORT TERM BOND FD INSTL CL	47.00	
JP MORGAN MID CAP VALUE FUND-I	27,892.00	
GOLDMAN SACHS MID CAP EQUITY CL I	23,548.00	
GOLDMAN SMALL CAP VALUE CL I	9,105.00	
JANUS SHORT-TERM BOND FUND-I	140.00	
JOHN HANCOCK III DISC VALUE M/C-IS	3,200.00	
JPMORGAN MID CAP EQUITY SELECT CLASS	5,418.00	
MFS INTL GROWTH FD CL I	994.00	
FEDERATED T/F OBLIGATION FD-INST SHS	34.00	
AMERICAN FUNDS NEW WORLD FUND CL F2	707.00	
OPPENHEIMER REAL ESTATE FD CL Y	6,743.00	
OPPENHEIMER DISCOVERY FD Y	11,841.00	
OPPENHEIMER DEVELOPING MKT CL I	1,439.00	
TOTAL 15% RATE CAPITAL GAIN DISTRIBUTIONS		94,073.00
TOTAL LONG-TERM CAPITAL GAIN DISTRIBUTIONS		94,073.00

STATEMENT 7