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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: THE MARJORIE HARTMAN FAMILY FOUNDATION

A Employer identification number: 27-6273184

Number and street (or P O box number if mail is not delivered to street address): PO BOX 1558 DEPT EA4E86

Room/suite:

B Telephone number (see instructions): - -

City or town, state or province, country, and ZIP or foreign postal code: COLUMBUS, OH 43216

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) ▶ $ 2,361,910.

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).)*

	Line	Description	(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	59,763.	55,519.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	77,963.			
	b	Gross sales price for all assets on line 6a 387,373.				
	7	Capital gain net income (from Part IV, line 2)		77,963.		
	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)	72.	72.		STMT 4
	12	**Total** Add lines 1 through 11	137,798.	133,554.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	24,489.	12,245.		12,245.
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 5	550.	275.	NONE	275.
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 6	4,350.	357.		200.
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule) STMT 7	12.	6.		6.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	29,401.	12,883.	NONE	12,726.
	25	Contributions, gifts, grants paid	93,615.			93,615.
	26	**Total expenses and disbursements** Add lines 24 and 25	123,016.	12,883.	NONE	106,341.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	14,782.			
	b	**Net investment income** (if negative, enter -0-)		120,671.		
	c	**Adjusted net income** (if negative, enter -0-)				

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments		71,670.	71,670.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶ NONE			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) STMT 8		1,057,888.	1,496,364.
	c Investments - corporate bonds (attach schedule) STMT 9		794,691.	793,876.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)	1,865,087.		
	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)	1,865,087.	1,924,249.	2,361,910.
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	1,865,087.	1,924,249.	
	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)	1,865,087.	1,924,249.	
	31 Total liabilities and net assets/fund balances (see instructions)	1,865,087.	1,924,249.	

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	1,865,087.
2	Enter amount from Part I, line 27a	2	14,782.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10	3	45,926.
4	Add lines 1, 2, and 3	4	1,925,795.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 11	5	1,546.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,924,249.

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	387,373.		309,410.	77,963.
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				77,963.
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	77,963.
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	98,331.	2,172,881.	0.045254
2012	100,641.	2,021,232.	0.049792
2011	85,872.	1,949,396.	0.044051
2010	20,836.	1,738,161.	0.011987
2009	NONE	1,406,210.	NONE

2	**Total** of line 1, column (d)	2	0.151084
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	0.030217
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	2,329,485.
5	Multiply line 4 by line 3	5	70,390.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,207.
7	Add lines 5 and 6	7	71,597.
8	Enter qualifying distributions from Part XII, line 4	8	106,341.

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 ▶ [X] and enter 1% of Part I, line 27b	1	1,207.
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	1,207.
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	1,207.
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014 — 6a: 2,144.		
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	2,144.
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	937.
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 937. **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) ▶ 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	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 ▶ HUNTINGTON NATIONAL BANK Telephone no ▶ (330) 721-7031

Located at ▶ P.O. BOX 1558 DEPT EA4E86, COLUMBUS, OH ZIP+4 ▶ 43216

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

			Yes	No
1a	During the year did the foundation (either directly or indirectly).			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	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		X
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)*

			Yes	No
5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? [ ] Yes [X] 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 [X] No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? [ ] Yes [X] No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) [ ] Yes [X] 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 [X] 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 [X] No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? [ ] Yes [X] 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
HUNTINGTON NATIONAL BANK P.O. BOX 1558 DEPT EA4E86, COLUMBUS, OH 43216	TRUSTEE 40	24,489.	-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

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	2,285,471.
b	Average of monthly cash balances	1b	79,488.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	2,364,959.
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	2,364,959.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	35,474.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,329,485.
6	**Minimum investment return.** Enter 5% of line 5	6	116,474.

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	116,474.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	1,207.		
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,207.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	115,267.
4	Recoveries of amounts treated as qualifying distributions			4	45,000.
5	Add lines 3 and 4			5	160,267.
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	160,267.

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	106,341.
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	106,341.
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	1,207.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	105,134.

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					160,267.
2 Undistributed income, if any, as of the end of 2014					
a Enter amount for 2013 only				94,398.	
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 ▶ $ 106,341.					
a Applied to 2013, but not more than line 2a				94,398.	
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					11,943.
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					148,324.
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 ▶ [X] 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*				
CAMP FITCH YMCA 12600 ABELS RD NEW SPRINGFIELD PA	NONE	PC	GENERAL	40,000.
ANIMAL WELFARE LEAGUE OF TRUMBULL COUNTY 545 BRUNSTETTER ROAD WARREN OH 44481	NONE	PC	GENERAL SUPPORT	42,000.
AUSTINTOWN TOWNSHIP PARK 6000 KIRK ROAD AUSTINTOWN OH 44515	NONE	PC	GENERAL SUPPORT	10,000.
BOARDMAN PARK 375 BOARDMAN-POLAND RD YOUNGSTOWN OH 44512	NONE	PC	GENERAL SUPPORT	1,615.
Total . . . . ▶ **3a**				93,615.
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	59,763.	
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			14	72.	
8 Gain or (loss) from sales of assets other than inventory			18	77,963.	
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)				137,798.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 137,798.

(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

Signature of officer or trustee: Robert S. [signature] — Date: 04/30/2015 — Title:

HUNTINGTON NATIONAL BANK

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
JOSEPH B HULL	[signature]	04/30/2015		P00135850

Firm's name ▶ ERNST & YOUNG U.S. LLP — Firm's EIN ▶ 34-6565596

Firm's address ▶ 1100 HUNTINGTON CTR, 41 S HIGH COLUMBUS, OH 43215 — Phone no 614-232-7290

THE MARJORIE HARTMAN FAMILY FOUNDATION 27-6273184

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AKRON OHIO CTFS PARTN PARKING FACS PROJ	800.	
APPLE COMPUTER	323.	323.
ATHENS OH CITY SCH DIST CREDIT SUPPORT:	800.	
BAXTER INTERNATIONAL INC	485.	485.
BLACKROCK US OPPORTUNITIES PORTFOLIO - I	1,600.	1,600.
BLACKROCK INFLATION PROTECTED BOND PORT	1,035.	1,035.
BRISTOL-MYERS SQUIBB CO	439.	439.
CVS CORP	261.	261.
CAPITAL ONE FINANCIAL CORP W/1	63.	63.
CARDINAL HEALTH INC	258.	258.
CHEVRONTEXACO CORP	421.	421.
CHURCH & DWIGHT CO INC	310.	310.
CISCO SYSTEMS, INC.	599.	599.
COMCAST CORP CL A	174.	174.
CONOCOPHILLIPS	398.	398.
DEERE & COMPANY	444.	444.
DOW CHEMICAL CO	572.	572.
E.M.C. CORP	172.	172.
EATON VANCE FLOATING-RATE FUND CLASS I	937.	937.
EMERSON ELECTRIC CO	308.	308.
AMERICAN EUROPACIFIC GROWTH FUND - CLASS	2,601.	2,601.
EXXON MOBIL CORP COM	324.	324.
FNMA .875% 08/28/2017	437.	437.
FNMA 1.625% 10/26/2015	490.	490.
FIDELITY ADVISOR INTERNATIONAL DISCOVERY	225.	225.
FIDELITY ADVISOR NEW INSIGHTS FUND - CL	559.	559.
FIDELITY REAL ESTATE INCOME FUND	1,689.	1,689.
FRANKLIN CNTY OH HOSP REV IMPT-THE CHILD	900.	
FRANKLIN RES INC	108.	108.
GENERAL ELECTRIC CO	537.	537.
GENERAL ELEC CAP CORP 5.625% 05/01/2018	2,224.	2,224.
GOLDMAN SACHS GROUP INC 3.7% 08/01/2015	866.	866.

THE MARJORIE HARTMAN FAMILY FOUNDATION 27-6273184

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
HALLIBURTON CO	45.	45.
HOME DEPOT INC.	188.	188.
ILLINOIS TOOL WORKS INC COM	305.	305.
ISHARES U.S. PREFERRED STOCK ETF	1,941.	1,941.
J P MORGAN CHASE & CO	390.	390.
KLA-TENCOR CORP	2,855.	2,855.
KOHLS CORP	39.	39.
KROGER CO COM	204.	204.
MFS VALUE FUND - CLASS I	5,398.	5,398.
MEDTRONIC INC.	345.	345.
MICROSOFT CORP	690.	690.
HUNTINGTON CONSERVATIVE DEPOSIT ACCOUNT	43.	43.
MORGAN STANLY DN WTTR DISCVR COM NEW	152.	152.
NUCOR CORP	296.	296.
OCCIDENTAL PETROLEUM CORP 1.75% 02/15/20	852.	852.
OHIO UNIV GEN RCPTS ATHENS SUB 4.5% 12/0	450.	
OLENTANGY OH LOCAL SCH DIST REF-SER A CR	225.	
ORACLE CORP	151.	151.
OPPENHEIMER DEVELOPING MARKETS FUND - CL	207.	207.
PIMCO LOW DURATION INSTITUTIONAL	2,484.	2,484.
PNC FINANCIAL CORP	188.	188.
PENTA CAREER CTR OHIO CTFS PARTN WOOD LU	450.	
PEPSICO INC	245.	245.
POWERSHARES PREFERRED PORTFOLIO	1,493.	1,493.
PRUDENTIAL JENNISON MID CAP GROWTH FUND	689.	689.
SCHLUMBERGER LTD.	91.	91.
SEMPRA ENERGY CORP	522.	522.
SMUCKER J M CO NEW	244.	244.
SUNCOR ENERGY INC	282.	282.
TEMPLETON GLOBAL BOND FUND CLASS A	141.	141.
FRANKLIN TEMPLETON GLOBAL BOND FUND - AD	2,680.	2,680.
TEXAS INSTRUMENTS INC.	372.	372.
THORNBURG INTERNATIONAL VALUE - I SHARES	126.	126.

THE MARJORIE HARTMAN FAMILY FOUNDATION 27-6273184

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TRAVELERS COS INC	430.	430.
UNITED TECHNOLOGIES CORP	248.	248.
V F CORP W/1 RT/SH	459.	459.
VANGUARD SHORT-TERM FEDERAL PTF #49	125.	125.
VANGUARD SHORT TERM FEDERAL- ADMIRAL SHA	621.	621.
VANGUARD SMALL CAP INDEX - ADMIRAL SHARE	771.	771.
VERIZON COMMUNICATIONS	190.	190.
VERIZON COMMUNICATIONS 1.25% 11/03/2014	709.	709.
VIACOM INC CLASS B	192.	192.
VODAFONE GROUP PLC	8,010.	8,010.
VODAFONE GROUP PLC - SP ADR	312.	312.
WELLS FARGO & CO NEW	290.	290.
WESTERVILLE OH CITY SCH DIST REF 4.125%	619.	
NOBLE CORP PLC	338.	338.
ACE LIMITED	307.	307.
TOTAL	59,763.	55,519.

THE MARJORIE HARTMAN FAMILY FOUNDATION 27-6273184

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PENTA CAREER CTR OHIO CTFS PARTN WOOD LU	72.	72.
TOTALS	72.	72.

THE MARJORIE HARTMAN FAMILY FOUNDATION 27-6273184

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	550.	275.		275.
TOTALS	550.	275.	NONE	275.

THE MARJORIE HARTMAN FAMILY FOUNDATION 27-6273184

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER TAXES	200.		200.
FEDERAL TAX PAYMENT - PRIOR YE	1,649.		
FEDERAL ESTIMATES - PRINCIPAL	2,144.		
FOREIGN TAXES ON QUALIFIED FOR	340.	340.	
FOREIGN TAXES ON NONQUALIFIED	17.	17.	
TOTALS	4,350.	357.	200.

THE MARJORIE HARTMAN FAMILY FOUNDATION 27-6273184

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER NONALLOCABLE EXPENSES -	12.	6.	6.
TOTALS	12.	6.	6.

THE MARJORIE HARTMAN FAMILY FOUNDATION 27-6273184

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
EQUITIES		1,057,888.	1,496,364.
	TOTALS	1,057,888.	1,496,364.

THE MARJORIE HARTMAN FAMILY FOUNDATION 27-6273184

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
FIXED	794,691.	793,876.
TOTALS	794,691.	793,876.

THE MARJORIE HARTMAN FAMILY FOUNDATION 27-6273184

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

DESCRIPTION	AMOUNT
RETURN OF QUALIFYING DISTRIBUTION - 12/31/12	45,000.
RETURN OF CAPITAL	921.
ROUNDING	5.
TOTAL	45,926.

STATEMENT 10

THE MARJORIE HARTMAN FAMILY FOUNDATION 27-6273184

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

DESCRIPTION	AMOUNT
2014 TRANSACTIONS POSTED IN 2015	1,247.
PAYMENTS FOR PORTRAIT OF MARJORIE HARTMAN	299.
TOTAL	1,546.

HARTMAN
27-6273184

The Huntington Trust

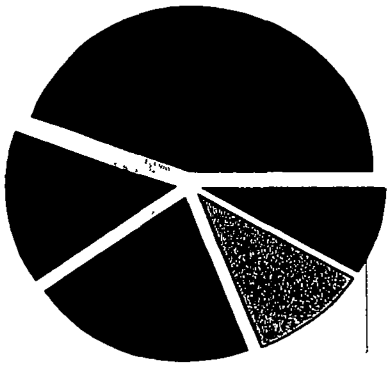
DECEMBER 01, 2014 TO DECEMBER 31, 2014

ACCOUNT NAME: HARTMAN FAMILY FOUNDATION

PORTFOLIO DETAIL

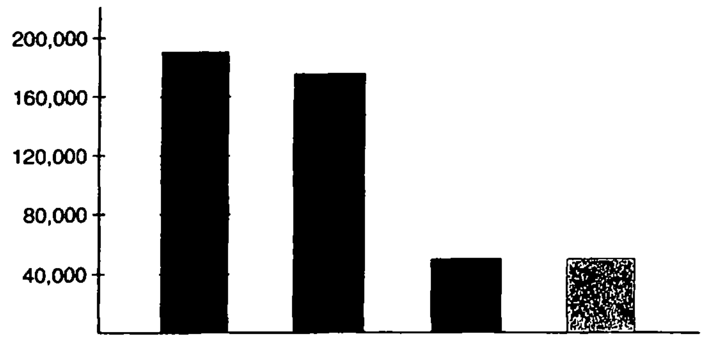
DESCRIPTION		TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/	CURRENT YIELD
SHORT TERM INVESTMENTS					
MONEY MARKET FUNDS					
608993853 HUNTINGTON CONSERVATIVE DEPOSIT ACCOUNT		71,669 71 71,669.71	1 00 1 00	35 83 2 99	0 05
** TOTAL MONEY MARKET FUNDS	SUB-TOTAL	71,669.71 71,669.71		35.83 2.99	0.05
* TOTAL SHORT TERM INVESTMENTS		71,669.71 71,669.71		35.83 2.99	0.05

BOND QUALITY SUMMARY



S & P QUALITY RATING	MARKET VALUE	PERCENT
AA+	212, 457. 15	44 7%
A+	71, 171. 80	15 0%
A	100, 359. 00	21. 1%
A-	50, 807. 00	10. 7%
NOT RATED	40, 436. 60	8 5%
Total	475, 231 55	100 0%

BOND MATURITY SUMMARY



YEARS TO MATURITY	PAR VALUE	PERCENT
LESS THAN 1 YEAR	190, 000. 00	40. 9%
1-3 YEARS	175, 000. 00	37 6%
3-5 YEARS	50, 000. 00	10 8%
5-10 YEARS	50, 000 00	10. 7%
Total	465, 000 00	100 0%

AVERAGE TIME TO MATURITY: 2.1 YEARS

CURRENT YIELD: 2.58%

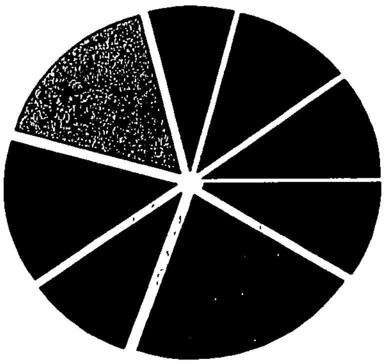
PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	RATING	PAR VALUE	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/	YIELD CURRENT/ MATURITY
FIXED INCOME						
U. S. GOVT AGENCIES						
FNMA						
3135G0MZ3 FNMA 875% 08/28/2017	AA+	50,000 000	49,825 50 49,814 25	99 65 99 63	437 50 149.48	0 88 1 02
31398A4M1 FNMA 1 625% 10/26/2015	AA+	100,000 000	101,138 00 101,134.87	101 14 101.13	1,625.00 293.40	1 61 0 25
***** TOTAL FNMA**		SUB-TOTAL	150,963.50 150,949.12		2,062.50 442.88	1.37
**** TOTAL U. S. GOVT AGENCIES**		SUB-TOTAL	150,963.50 150,949.12		2,062.50 442.88	1.37
MUNICIPAL OBLIGATIONS						
MUNICIPAL OBLIGATIONS						
010047CE6 AKRON OHIO CTFS PARTN PARKING FACS PROJ CREDIT SUPPORT: AMBAC 4% 12/01/2020-2017	A+	20,000 000	21,150.80 19,058.46	105 75 95.29	800 00 66.67	3 78 1 92
047195HA3 ATHENS OH CITY SCH DIST CREDIT SUPPORT: FSA 4% 12/01/2019-2015	NR	20,000 000	20,312.40 19,613.85	101.56 98 07	800 00 66.67	3 94 0 12
3531864V8 FRANKLIN CNTY OH HOSP REV IMPT-THE CHILDRENS HOSP PJ-C 4 5% 05/01/2030-2015	NR	20,000 000	20,124 20 17,527 45	100.62 87 64	900 00 150 00	4 47 2 48
680616RV3 OLENTANGY OH LOCAL SCH DIST REF-SER A CREDIT SUPPORT. FSA 4 5% 12/01/2032-2016	AA+	5,000 000	5,232.15 4,407 37	104.64 88.15	225.00 18 75	4 30 1 96
***** TOTAL MUNICIPAL OBLIGATIONS**		SUB-TOTAL	66,819.55 60,607.13		2,725.00 302.09	4.08
**** TOTAL MUNICIPAL OBLIGATIONS**		SUB-TOTAL	66,819.55 60,607.13		2,725.00 302.09	4.08
CORPORATE OBLIGATIONS						
CORPORATE BONDS						
24422ESD2 JOHN DEERE CAPITAL CORP 1 05% 10/11/2016	A	50,000 000	50,070 50 50,290 00	100 14 100 58	525 00 116.67	1 05 0 95
36962G3U6 GENERAL ELEC CAP CORP 5 625% 05/01/2018	AA+	50,000 000	56,261.50 52,059 05	112 52 104 12	2,812 50 468.75	5 00 1 71
38141EA74 GOLDMAN SACHS GROUP INC 3.7% 08/01/2015	A-	50,000 000	50,807 00 50,983 98	101 61 101.97	1,850 00 770.83	3 64 0 90

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	RATING	PAR VALUE	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/	YIELD CURRENT/ MATURITY
CORPORATE BONDS						
674599CB9 OCCIDENTAL PETROLEUM CORP 1 75% 02/15/2017	A	50,000 000	50,288.50 50,058.77	100 58 100 12	875 00 330 56	1 74 1 46
*** TOTAL CORPORATE BONDS		SUB-TOTAL	207,427.50 203,391.80		6,062.50 1,686.81	2.92
** TOTAL CORPORATE OBLIGATIONS		SUB-TOTAL	207,427.50 203,391.80		6,062.50 1,686.81	2.92
CORPORATE OBLIGATIONS-FOREIGN						
CORPORATE BONDS - FOREIGN						
064159FL5 BANK NOVA SCOTIA N Y AGY 2.8% 07/21/2021	A+	50,000 000	50,021 00 50,246 50	100 04 100 49	1,400 00 622 22	2 80 2 74
*** TOTAL CORPORATE BONDS - FOREIGN		SUB-TOTAL	50,021.00 50,246.50		1,400.00 622.22	2.80
** TOTAL CORPORATE OBLIGATIONS-FOREIGN		SUB-TOTAL	50,021.00 50,246.50		1,400.00 622.22	2 80
* TOTAL FIXED INCOME			475,231.55 465,194.55		12,250.00 3,054.00	2.58

EQUITY DIVERSIFICATION SUMMARY



INDUSTRY CODE	MARKET VALUE	PERCENT
CONSUMER DISCRETIONARY	73, 213. 00	10. 2%
CONSUMER STAPLES	77, 781. 50	10 8%
ENERGY	55, 914. 90	7. 8%
FINANCIALS	120, 738. 40	16. 8%
HEALTH CARE	101, 316. 75	14 1%
INDUSTRIALS	72, 558. 95	10 1%
INFORMATION TECHNOLOGY	153, 628. 50	21. 3%
MATERIALS	28, 054. 00	3 9%
TELECOMMUNICATION SERVICES	13, 891. 69	1 9%
UTILITIES	22, 272. 00	3. 1%
Total	719, 369. 69	100 0%

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/	CURRENT YIELD
EQUITY INVESTMENTS						
CONSUMER DISCRETIONARY						
20030N101 COMCAST CORP CL A	CMCSA	200.000	11,602 00 6,821 98	58 01 34 11	180 00	1 55
437076102 HOME DEPOT INC	HD	100 000	10,497 00 3,519 49	104 97 35 19	188 00	1 79
500255104 KOHLS CORP	KSS	100.000	6,104.00 6,223 07	61 04 62.23	156 00	2 56
918204108 V F CORP	VFC	400.000	29,960 00 11,199.75	74.90 28.00	512 00	1 71
92553P201 VIACOM INC CLASS B	VIAB	200.000	15,050 00 13,409 98	75.25 67 05	264 00 66 00	1 75
** TOTAL CONSUMER DISCRETIONARY		SUB-TOTAL	73,213.00 41,174.27		1,300.00 66.00	1.78
CONSUMER STAPLES						
126650100 CVS HEALTH CORPORATION	CVS	200 000	19,262.00 9,171.70	96.31 45.86	280 00	1 45
171340102 CHURCH & DWIGHT CO INC W/1 RT/SH	CHD	250.000	19,702.50 10,456.43	78 81 41.83	310.00	1 57
501044101 THE KROGER CO	KR	300 000	19,263 00 7,016 47	64 21 23 39	222 00	1 15
713448108 PEPSICO INC	PEP	100.000	9,456 00 6,449 10	94.56 64 49	262 00 65 50	2 77
832696405 SMUCKER (J M.) CO THE-NEW COM WI	SJM	100 000	10,098.00 9,817.10	100.98 98 17	256 00	2.54
** TOTAL CONSUMER STAPLES		SUB-TOTAL	77,781.50 42,910.80		1,330.00 65.50	1.71
ENERGY						
166764100 CHEVRON CORPORATION	CVX	100 000	11,218.00 11,364 00	112.18 113.64	428 00	3 82
20825C104 CONOCOPHILLIPS	COP	140.000	9,668.40 7,392 10	69 06 52 80	408 80	4 23

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/	CURRENT YIELD
ENERGY						
30231G102 EXXON MOBIL CORP	XOM	120 000	11,094 00 9,735.20	92 45 81 13	331 20	2 99
806857108 SCHLUMBERGER LTD	SLB	150 000	12,811.50 13,745.78	85 41 91 64	240 00 60 00	1 87
867224107 SUNCOR ENERGY INC	SU	350.000	11,123 00 11,996.03	31 78 34.27	337 05	3 03
** **TOTAL ENERGY**		**SUB-TOTAL**	**55,914.90** **54,233.11**		**1,745.05** **60.00**	**3.12**
FINANCIALS						
084670702 BERKSHIRE HATHAWAY INC CL B	BRKB	100 000	15,015 00 13,792 99	150.15 137 93		
14040H105 CAPITAL ONE FINANCIAL CORP	COF	210 000	17,335 50 17,128.46	82 55 81 56	252 00	1 45
46625H100 JP MORGAN CHASE & CO	JPM	250.000	15,645 00 8,946 66	62 58 35 79	400 00	2 56
617446448 MORGAN STANLEY	MS	435 000	16,878.00 6,783.79	38 80 15 59	174 00	1 03
693475105 PNC FINANCIAL SERVICES	PNC	100 000	9,123.00 5,603 20	91.23 56 03	192 00	2 10
89417E109 TRAVELERS COS INC	TRV	200 000	21,170.00 11,685 18	105 85 58.43	440 00	2 08
949746101 WELLS FARGO & CO	WFC	215 000	11,786 30 5,529.59	54 82 25.72	301 00	2 55
H0023R105 ACE LIMITED	ACE	120.000	13,785.60 7,936.50	114.88 66.14	312 00 78 00	2 26
** **TOTAL FINANCIALS**		**SUB-TOTAL**	**120,738.40** **77,406.37**		**2,071.00** **78.00**	**1.72**
HEALTH CARE						
071813109 BAXTER INTERNATIONAL INC W/1 RT/SH	BAX	240 000	17,589.60 13,951 23	73 29 58.13	499 20 124 80	2 84

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/	CURRENT YIELD
HEALTH CARE						
110122108 BRISTOL-MYERS SQUIBB CO	BMY	305.000	18,004 15 9,015.71	59.03 29 56	451.40 112 85	2 51
14149Y108 CARDINAL HEALTH INC	CAH	200.000	16,146.00 8,720.55	80 73 43.60	274 00 68 50	1.70
375558103 GILEAD SCIENCES INC	GILD	300 000	28,278.00 6,098 35	94 26 20 33		
585055106 MEDTRONIC INC	MDT	295 000	21,299 00 10,845 68	72 20 36.77	359 90 89 98	1 69
** TOTAL HEALTH CARE		SUB-TOTAL	101,316.75 48,631.52		1,584.50 396.13	1.56
INDUSTRIALS						
244199105 DEERE & CO W/1 RT/SH	DE	200 000	17,694 00 17,143 34	88.47 85.72	480 00 120.00	2.71
291011104 EMERSON ELECTRIC CO	EMR	175.000	10,802 75 9,161.39	61 73 52.35	329 00	3 05
369604103 GENERAL ELECTRIC CO	GE	610 000	15,414.70 11,271.54	25 27 18.48	561 20 140.30	3 64
452308109 ILLINOIS TOOL WORKS	ITW	175.000	16,572 50 9,469 30	94 70 54.11	339 50 84 88	2 05
913017109 UNITED TECHNOLOGIES CORP	UTX	105 000	12,075 00 8,391 15	115.00 79 92	247 80	2 05
** TOTAL INDUSTRIALS		SUB-TOTAL	72,558.95 55,436.72		1,957.50 345.18	2.70
INFORMATION TECHNOLOGY						
037833100 APPLE INC	AAPL	175 000	19,316 50 13,057.25	110.38 74 61	329 00	1 70
111320107 BROADCOM CORP CL A	BRCM	200 000	8,666 00 6,924.35	43.33 34 62	96 00	1 11
17275R102 CISCO SYSTEMS	CSCO	810.000	22,530 15 14,178 32	27.82 17 50	615 60	2 73

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/	CURRENT YIELD
INFORMATION TECHNOLOGY						
268648102 EMC CORP/MASS	EMC	400 000	11,896 00 10,496 34	29.74 26 24	184 00 46 00	1 55
278642103 EBAY INC	EBAY	340 000	19,080 80 11 284 67	56 12 33 19		
482480100 KLA-TENCOR CORP	KLAC	200 000	14,064 00 10,740 00	70.32 53.70	400 00	2 84
594918104 MICROSOFT CORP	MSFT	600 000	27,870 00 14,572 05	46 45 24 29	744 00	2 67
68389X105 ORACLE CORPORATION	ORCL	315 000	14,165.55 10,053.30	44 97 31.92	151 20	1 07
882508104 TEXAS INSTRUMENTS INC	TXN	300 000	16,039 50 9,819.36	53 47 32 73	408 00	2 54
** TOTAL INFORMATION TECHNOLOGY		SUB-TOTAL	153,628.50 101,125.64		2,927.80 46.00	1.91
MATERIALS						
260543103 DOW CHEMICAL	DOW	400 000	18,244.00 9,664 90	45 61 24.16	672 00 168 00	3.68
670346105 NUCOR CORP W/1 RT/SH	NUE	200 000	9,810.00 7,881 23	49.05 39.41	298 00 74 50	3 04
** TOTAL MATERIALS		SUB-TOTAL	28,054.00 17,546.13		970.00 242.50	3.46
TELECOMMUNICATION SERVICES						
92343V104 VERIZON COMMUNICATIONS	VZ	118.000	5,520 04 5,512 37	46 78 46 72	259 60	4 70
92857W308 VODAFONE GROUP PLC - SP ADR	VOD	245 000	8,371.65 12,109 44	34.17 49 43	441.49	5 27
** TOTAL TELECOMMUNICATION SERVICES		SUB-TOTAL	13,891.69 17,621.81		701.09 0.00	5.05
UTILITIES						
816851109 SEMPRA ENERGY	SRE	200 000	22,272 00 10,607 52	111 36 53.04	528 00 132 00	2 37
** TOTAL UTILITIES		SUB-TOTAL	22,272.00 10,607.52		528.00 132.00	2.37
* TOTAL EQUITY INVESTMENTS			719,369.69 466,693.89		15,114.94 1,431.31	2.10

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/	CURRENT YIELD
MUTUAL FUNDS						
MUTUAL FUNDS-FIXED INCOME						
091937748 BLACKROCK INFLATION PROTECTED BOND PORTFOLIO - INSTITUTIONAL	BPRIX	4,522 124	48,658.05 52,000 00	10 76 11.50	917.99 76 50	1 89
277911491 EATON VANCE FLOATING-RATE FUND CLASS I	EIBLX	2,723.312	24,264 71 25,000 00	8 91 9 18	936.82 78 07	3 86
464288687 ISHARES U S PREFERRED STOCK ETF	PFF	625.000	24,650 00 25,481.25	39.44 40.77	1,556 88	6 32
693390304 PIMCO LOW DURATION FUND - INSTITUTIONAL CLASS	PTLDX	4,863 710	48,831 65 50,096 22	10 04 10.30	783.06 65 26	1 60
73936T565 POWERSHARES PREFERRED PORTFOLIO	PGX	1,700.000	24,990 00 25,635 15	14 70 15 08	1,492 60	5 97
880208400 FRANKLIN TEMPLETON GLOBAL BOND FUND - ADVISOR CLASS	TGBAX	3,799.882	47,156.54 51,284 26	12.41 13 50	1,607 35	3 41
922031844 VANGUARD SHORT TERM FEDERAL-ADMIRAL SHARES	VSGDX	9,302 415	100,093 99 100,000.00	10.76 10 75	697 68 58 14	0 70
**** TOTAL MUTUAL FUNDS-FIXED INCOME**		**SUB-TOTAL**	**318,644.94** **329,496.88**		**7,992.38** **277.97**	**2.51**
MUTUAL FUNDS-EQUITY						
091929760 BLACKROCK US OPPORTUNITIES PORTFOLIO - INSTITUTIONAL	BMCIX	999 334	39,323 79 28,297.67	39 35 28 32	333 78	0 85
29875E100 AMERICAN EUROPACIFIC GROWTH FUND - CLASS F2	AEPFX	2,989 411	140,562 11 94,095 72	47.02 31.48	2,358 65	1 68
315910620 FIDELITY ADVISOR INTERNATIONAL DISCOVERY FUND - CLASS I	FIADX	720 334	27,307 86 28,727.32	37.91 39 88	190.17	0 70
316071604 FIDELITY ADVISOR NEW INSIGHTS FUND - CLASS I	FINSX	6,210 148	168,605.52 88,762 56	27.15 14 29	409 87	0 24
316389865 FIDELITY REAL ESTATE INCOME FUND	FRIFX	4,362 846	50,914 41 52,075 17	11 67 11 94	2,478 10	4 87
552983694 MFS VALUE FUND - CLASS I	MEIIX	6,130 458	215,240 38 197,000 00	35 11 32 13	4,830 80	2 24

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/	CURRENT YIELD
MUTUAL FUNDS-EQUITY						
683974505 OPPENHEIMER DEVELOPING MARKETS FUND - CLASS Y	ODVYX	734 709	25,758 90 24,332 21	35.06 33.12	164 57	0 64
73935S105 POWERSHARES DB COMMODITY INDEX TRACKING FUND	DBC	300 000	5,535 00 7,796.85	18 45 25 99	228.00	4.12
74441C808 PRUDENTIAL JENNISON MID CAP GROWTH FUND - CLASS Z	PEGZX	1,247 194	49,925.18 50,000.00	40.03 40.09	148 42	0 30
922908686 VANGUARD SMALL CAP INDEX - ADMIRAL SHARES	VSMAX	963.337	53,821.64 20,106 54	55 87 20.87	770 67	1 43
** TOTAL MUTUAL FUNDS-EQUITY		SUB-TOTAL	776,994.79 591,194.04		11,913.03 0.00	1.53
* TOTAL MUTUAL FUNDS			1,095,639.73 920,690.92		19,905.41 277.97	1.82
GRAND TOTAL ASSETS			2,361,910.68 1,924,249.07		47,306.18 4,766.27	2.00