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EXTENDED TO AUGUST 17, 2015

Return of Private Foundation

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

OMB No 1545-0052

2014

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

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.

For calendar year 2014 or tax year beginning

, and ending

Name of foundation RAYMOND AND IRENE WILBORN CHARITABLE FOUNDATION C/O JOHN WILBORN, TRUSTEE		A Employer identification number 31-1560453
Number and street (or P.O. box number if mail is not delivered to street address) 2102 ASHCRAFT LANE	Room/suite	B Telephone number 502-426-3768
City or town, state or province, country, and ZIP or foreign postal code LOUISVILLE, KY 40242		C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,795,687. (Part I, column (d) must be on cash basis)	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		1.	1.		
4 Dividends and interest from securities		34,453.	34,453.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		138,921.			
b Gross sales price for all assets on line 6a		494,938.			
7 Capital gain net income (from Part IV, line 2)			138,921.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income		82.	82.		
12 Total. Add lines 1 through 11		173,457.	173,457.		
13 Compensation of officers, directors, trustees, etc		5,000.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					0.
c Other professional fees					0.
17 Interest					
18 Taxes		7,040.	421.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		566.	0.		0.
22 Printing and publications		250.	0.		0.
23 Other expenses		4.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		26,358.	11,934.		0.
25 Contributions, gifts, grants paid		81,500.			81,500.
26 Total expenses and disbursements. Add lines 24 and 25		107,858.	11,934.		81,500.
27 Subtract line 26 from line 12.		65,599.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			161,523.		
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2014)

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Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments	56,582.	109,404.	109,404.	
	3 Accounts receivable				
	Less allowance for doubtful accounts				
	4 Pledges receivable				
	Less allowance for doubtful accounts				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable				
	Less allowance for doubtful accounts				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges		2,130.	2,130.	
	10a Investments - U.S. and state government obligations STMT 8	110,122.	112,543.	113,595.	
	b Investments - corporate stock STMT 9	605,956.	608,922.	996,638.	
	c Investments - corporate bonds STMT 10	54,619.	55,308.	58,940.	
	Liabilities	11 Investments - land, buildings, and equipment basis			
Less accumulated depreciation					
12 Investments - mortgage loans					
13 Investments - other STMT 11		505,979.	510,046.	514,015.	
14 Land, buildings, and equipment basis					
Less accumulated depreciation					
15 Other assets (describe STATEMENT 12)		461.	965.	965.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		1,333,719.	1,399,318.	1,795,687.	
17 Accounts payable and accrued expenses					
18 Grants payable					
19 Deferred revenue					
20 Loans from officers, directors, trustees, and other disqualified persons					
21 Mortgages and other notes payable					
22 Other liabilities (describe)					
23 Total liabilities (add lines 17 through 22)	0.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds	0.	0.		
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.		
	29 Retained earnings, accumulated income, endowment, or other funds	1,333,719.	1,399,318.		
30 Total net assets or fund balances	1,333,719.	1,399,318.			
31 Total liabilities and net assets/fund balances	1,333,719.	1,399,318.			

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	1,333,719.
2 Enter amount from Part I, line 27a	2	65,599.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	1,399,318.
5 Decreases not included in line 2 (itemize)	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,399,318.

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			
b SEE ATTACHED STATEMENT			
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			
b			
c			
d			
e 494,938.		356,017.	138,921.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			
b			
c			
d			
e			138,921.

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	138,921.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	{ If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8 }	3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	67,750.	1,617,126.	.041895
2012	330,681.	1,476,557.	.223954
2011	103,000.	1,649,852.	.062430
2010	187,123.	1,547,759.	.120899
2009	290,464.	1,511,151.	.192214

2 Total of line 1, column (d)	2	.641392
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	.128278
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	1,771,338.
5 Multiply line 4 by line 3	5	227,224.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,615.
7 Add lines 5 and 6	7	228,839.
8 Enter qualifying distributions from Part XII, line 4	8	81,500.

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)		1	3,230.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		3	3,230.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	3,230.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a 5,360.	7	5,360.
b Exempt foreign organizations - tax withheld at source	6b	8	
c Tax paid with application for extension of time to file (Form 8868)	6c	9	
d Backup withholding erroneously withheld	6d	10	2,130.
7 Total credits and payments. Add lines 6a through 6d		11	0.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be Credited to 2015 estimated tax	2,130. Refunded		

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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ 0. (2) On foundation managers ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?		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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ KY		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

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? Website address ► N / A	13	X	
14	The books are in care of ► JOHN WILBORN, TRUSTEE Telephone no ► 502-426-3768 Located at ► 2102 ASHCRAFT LANE, LOUISVILLE, KY ZIP+4 ► 40242			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1) If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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). ☐ N/A

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? ☐ Yes ☒ No
If "Yes" to 6b, file Form 8870. ☐ N/A

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? ☐ Yes ☒ No

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		5,000.	0.	0.

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

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

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

0

Part 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	1,717,954.
b	Average of monthly cash balances	1b	80,359.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,798,313.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,798,313.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	26,975.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,771,338.
6	Minimum investment return. Enter 5% of line 5	6	88,567.

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	88,567.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	3,230.
b	Income tax for 2014 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,230.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	85,337.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	85,337.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	85,337.

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	81,500.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	81,500.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	81,500.

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				85,337.
2 Undistributed income, if any, as of the end of 2014			0.	
a Enter amount for 2013 only				
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2014				
a From 2009				215,578.
b From 2010				112,489.
c From 2011				23,293.
d From 2012				261,991.
e From 2013				
f Total of lines 3a through e	613,351.			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$			0.	81,500.
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			81,500.
d Applied to 2014 distributable amount	0.			
e Remaining amount distributed out of corpus	3,837.			3,837.
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	609,514.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	211,741.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	397,773.			
10 Analysis of line 9				
a Excess from 2010	112,489.			
b Excess from 2011	23,293.			
c Excess from 2012	261,991.			
d Excess from 2013				
e Excess from 2014				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities					
Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

1 Information Regarding Foundation Managers:

- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

NONE

- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

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

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

- 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution * *	Amount
Name and address (home or business)				
a Paid during the year				
TEEN CHALLENGE OF KENTUCKY P.O. BOX 14192 LOUISVILLE, KY 40214	NONE	501-C-3	DONATION	2,000.
AMERICAN RED CROSS P.O. BOX 4002018 DES MOINES, IA 50340	NONE	501-C-3	DONATION	2,000.
ALBERT PIKE SCOTTISH RITE 200 E. GRAY STREET LOUISVILLE, KY 40202	NONE	501-C-3	DONATION	1,000.
APPALACHIAN COMMUNITY FUND 507 S. GAY STREET, SUITE 1120 KNOXVILLE, TN 37902	NONE	501-C-3	DONATION	750.
ARTS ASSOCAITION OF OLDHAM COUNTY 104 E. MAIN STREET LAGRANGE, KY 40031	NONE	501-C-3	DONATION	1,000.
Total			SEE CONTINUATION SHEET(S)	81,500.
b Approved for future payment				
NONE				
Total				0.

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	WELLS FARGO #7737-9138 (SEE ATTACHED STATEMENT)	P		
b	WELLS FARGO #7737-9138 (SEE ATTACHED STATEMENT)	P		
c	WELLS FARGO #7737-9138 (SEE ATTACHED STATEMENT)	P		
d	WELLS FARGO #6384-6097 - BROWN FORMAN (300 SHARES)	P	02/07/07	04/29/14
e	WELLS FARGO #6384-6097 - BROWN FORMAN (500 SHARES)	P	02/07/07	06/27/14
f	WELLS FARGO #6384-6097 - BROWN FORMAN (500 SHARES)	P	02/07/07	11/21/14
g	CAPITAL GAINS DIVIDENDS			
h				
i				
j				
k				
l				
m				
n				
o				

(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 170,038.		159,380.	10,658.
b 98,329.		86,322.	12,007.
c 102,984.		87,955.	15,029.
d 26,450.		5,160.	21,290.
e 46,417.		8,600.	37,817.
f 46,939.		8,600.	38,339.
g 3,781.			3,781.
h			
i			
j			
k			
l			
m			
n			
o			

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			10,658.
b			12,007.
c			15,029.
d			21,290.
e			37,817.
f			38,339.
g			3,781.
h			
i			
j			
k			
l			
m			
n			
o			

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	138,921.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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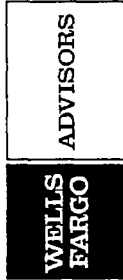
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Proceeds from Broker and Barter Exchange Transactions, continued

Short Term Gains or Losses (Box 2) For Covered Securities (Box 5)

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BAIDU INC ADR CUSIP: 056752108	1 00000	07/30/2013	03/26/2014	156 09	130 27		0 00	25 82	
	2 00000	07/30/2013	06/25/2014	368 81	260 54		0 00	108 27	
Subtotals	3.00000			\$524.90	\$390.81		\$0.00	\$134.09	
BANCA MONTE DEI PASCHI DI SIENA SPA ADR NEW CUSIP: 05951A204	0 10000	05/19/2014	05/19/2014	0 20	0 00		0 00	0 20	
	3 00000	03/27/2014	05/21/2014	43 79	48 77		0 00	-4 98	
	8 96141	03/27/2014	05/22/2014	129 09	145 68		0 00	-16 59	
	4 03859	03/28/2014	05/22/2014	58 18	67 56		0 00	-9 38	
	6 92604	03/28/2014	05/23/2014	100 75	115 84		0 00	-15 09	
	5 48231	03/31/2014	05/23/2014	79 75	100 45		0 00	-20 70	
	2 59165	04/01/2014	05/23/2014	37 71	49 07		0 00	-11 36	
Subtotals	31.10000			\$449.47	\$527.37		\$0.00	(\$77.90)	
BED BATH & BEYOND INC CUSIP: 075896100	7 00000	07/29/2013	02/07/2014	447 21	525 63		0 00	-78 42	
	27 00000	07/29/2013	02/13/2014	1,756 19	2,027 43		0 00	-271 24	
Subtotals	34.00000			\$2,203.40	\$2,553.06		\$0.00	(\$349.66)	
BURBERRY GROUP PLC SPONSORED ADR CUSIP: 12082W204	8 00000	07/30/2013	03/28/2014	374 93	374 87		0 00	0 06	
	7 00000	07/30/2013	04/17/2014	338 07	328 02		0 00	10 05	
	4 00000	10/17/2013	08/26/2014	189 86	193 53		0 00	-3 67	
Subtotals	19.00000			\$902.86	\$896.42		\$0.00	\$6.44	
CALIFORNIA RES CORP CUSIP: 13057Q107	0 05455	02/18/2014	12/01/2014	0 38	0 46		0 00	-0 08	
	0 04848	05/21/2014	12/01/2014	0 34	0 41		0 00	-0 07	
	3 54545	02/18/2014	12/10/2014	20 78	29 70		0 00	-8 92	
	3 15152	05/21/2014	12/10/2014	18 49	26 39		0 00	-7 90	
Subtotals	6.80000			\$39.99	\$56.96		\$0.00	(\$16.97)	



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Proceeds from Broker and Barter Exchange Transactions, continued

Short Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code (Box 1f)	Adjustments (Box 1g)	Gain/Loss Amount	Additional Information
CANADIAN NATL RY CO CUSIP: 136375102	2 00000	07/30/2013	05/14/2014	118 75	100 68		0 00	18 07	
	4 00000	07/30/2013	05/15/2014	235 17	201 36		0 00	33 81	
	3 00000	07/30/2013	07/14/2014	196 92	151 02		0 00	45 90	
	8 00000	07/30/2013	07/23/2014	553 66	402 72		0 00	150 94	
Subtotals	17.00000			\$1,104.50	\$855.78		\$0.00	\$248.72	
CARBO CERAMICS INC CUSIP: 140781105	15 00000	08/18/2014	10/06/2014	841 04	1,615 41		0 00	-774 37	
	8 00000	08/18/2014	10/07/2014	448 14	861 54		0 00	-413 40	
Subtotals	23.00000			\$1,289.18	\$2,476.95		\$0.00	(\$1,187.77)	
CARNIVAL CORP CUSIP: 143658300	6 00000	07/30/2013	05/14/2014	234 04	222 23		0 00	11 81	
	10 00000	07/30/2013	07/28/2014	365 05	370 38		0 00	-5 33	
	1 00000	04/17/2014	09/09/2014	38 86	37 15		0 00	1 71	
Subtotals	17.00000			\$637.95	\$629.76		\$0.00	\$8.19	
CHURCH & DWIGHT INC CUSIP: 171340102	1 00000	07/29/2013	05/14/2014	67 45	64 05		0 00	3 40	
CLARCOR INC CUSIP: 179895107	1 00000	07/29/2013	05/14/2014	56 67	54 86		0 00	1 80	
COCA-COLA COMPANY CUSIP: 191216100	6 00000	07/29/2013	02/19/2014	223 52	242 32		0 00	-18 80	
	95 00000	07/29/2013	04/01/2014	3,679 12	3,836 72		0 00	-157 60	
Subtotals	101.00000			\$3,902.64	\$4,079.04		\$0.00	(\$176.40)	
COCA-COLA ENTERPRISES CUSIP: 191221109	19 00000	07/30/2013	02/12/2014	865 29	712 25		0 00	153 04	
	1 00000	07/30/2013	05/14/2014	47 26	37 49		0 00	9 77	
	24 00000	07/30/2013	06/18/2014	1,097 03	899 66		0 00	197 36	
Subtotals	44.00000			\$2,009.58	\$1,649.40		\$0.00	\$360.17	

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Proceeds from Broker and Barter Exchange Transactions, continued

Short Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code (Box 1f)	Adjustments (Box 1g)	Gain/Loss Amount	Additional Information
COHEN & STEERS RLTY * SHARES INC CUSIP 192476109	10 00000	07/29/2013	05/14/2014	716 50	696 91		0 00	19 59	
COHEN & STEERS INC CUSIP 19247A100	3 00000	07/29/2013	05/14/2014	122 22	106 76		0 00	15 46	Original Basis 107 74
COMPAGNIE DE ST-GOBAIN- UNSPON ADR CUSIP 204280309	123 00000	10/01/2014	12/09/2014	1,022 28	1,126 99		0 00	-104 71	
COMPASS GRP PLC SPON ADR 1 RCPT= 1 ORD SHRS CUSIP 20449X302	0 58823	07/08/2014	07/08/2014	10 80	0 01		0 00	10 79	
COPART INC CUSIP 217204106	27 00000	07/29/2013	01/27/2014	936 45	868 08		0 00	68 37	
COSTCO WHSL CORP NEW COM CUSIP 22160K105	8 00000	07/29/2013	05/27/2014	910 71	940 88		0 00	-30 17	
DASSAULT SYSTEMS SPONSORED ADR CUSIP 237545108	1 00000 1 00000 2 00000 2 00000 3 00000 2 00000	07/30/2013 07/30/2013 07/30/2013 07/30/2013 07/30/2013 07/30/2013	01/09/2014 01/10/2014 01/13/2014 01/14/2014 02/06/2014 02/07/2014	119 19 119 31 237 24 236 32 329 53 220 02	131 30 131 30 262 58 262 58 393 87 262 58		0 00 0 00 0 00 0 00 0 00 0 00	-12 11 -11 99 -25 34 -26 26 -64 34 -42 56	
Subtotals	11.00000			\$1,261.61	\$1,444.21		\$0.00	(\$182.60)	



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DONALDSON COMPANY INC CUSIP: 257651109	2 00000	07/29/2013	05/14/2014	84 59	72 59		0 00	12 00	
DRESSER-RAND GROUP INC CUSIP: 261608103	3 00000	07/29/2013	05/14/2014	184 56	178 97		0 00	5 59	
DREYFUS INTL FDS INC * EMERGING MKTS FD CUSIP: 26201H500	69 00000	07/29/2013	05/14/2014	707 25	627 90		0 00	79 34	
E M C CORP MASS CUSIP: 268648102	48 00000	07/29/2013	01/14/2014	1,205 76	1,265 08		0 00	-59 32	
EATON VANCE CORP NON VTG CUSIP: 278265103	4 00000	07/29/2013	05/14/2014	144 28	160 95		0 00	-16 67	
EBAY INC CUSIP: 278642103	3 00000	12/02/2013	10/16/2014	142 73	157 87		0 00	-15 14	
	8 00000	12/02/2013	10/24/2014	408 84	420 97		0 00	-12 13	
	12 00000	01/24/2014	10/24/2014	613 27	652 48		0 00	-39 21	
Subtotals	23.00000			\$1,164.84	\$1,231.32		\$0.00	(\$66.48)	
EQUIFAX INC CUSIP: 294429105	1 00000	07/29/2013	05/14/2014	71 08	62 85		0 00	8 23	
EXPEDITORS INTL WASH INC CUSIP: 302130109	5 00000	07/29/2013	05/14/2014	223 35	201 14		0 00	22 21	
FACTSET RESEARCH SYSTEMS INC CUSIP: 303075105	2 00000	07/29/2013	05/14/2014	211 20	215 75		0 00	-4 55	

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FANUC CORP UNSPONSORED ADR CUSIP: 307305102	10 00000	07/30/2013	07/29/2014	298 91	255 30		0 00	43 61	
FEDERAL HOME LN MTG CORP NOTES CPN: 4.75% DUE 11/17/2015 CUSIP: 3134A4VG6	22000 00000	01/30/2014	11/20/2014	22,992 64	22,972 82		0 00	19 82	Original Basis 23,763 30
FIDELITY ADV EMERG * MKTS INC CL I CUSIP: 315920702	48 00000	07/29/2013	05/14/2014	675 84	655 20		0 00	20 64	
FIRST CASH FINANCIAL SERVICES INC CUSIP: 31942D107	1 00000	02/21/2014	05/14/2014	50 50	50 62		0 00	-0 12	
FOMENTO ECONOMICO MEXICANO S A B DE C V CUSIP: 344419106	1 00000 2 00000 2 00000	01/09/2014 01/10/2014 01/13/2014	07/29/2014 07/29/2014 07/29/2014	94 63 94 63 189 27	93 06 96 27 193 03		0 00 0 00 0 00	1 57 -1 64 -3 76	
	6.00000	01/14/2014	07/29/2014	189 27	190 99		0 00	-1 72	
Subtotals				\$567.80	\$573.35		\$0.00	(\$5.55)	
FRANKLIN RESOURCES INC CUSIP: 354613101	39 00000	07/30/2013	04/16/2014	2,047 41	1,901 94		0 00	145 47	
	1 00000	07/30/2013	05/14/2014	55 80	48 77		0 00	7 03	
Subtotals	40.00000			\$2,103.21	\$1,950.71		\$0.00	\$152.50	
GABELLI EQUITY SER FD * SML CAP GROWTH FUND CUSIP: 36239T830	14 00000	07/29/2013	05/14/2014	677 46	625 10		0 00	52 36	



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GENERAL ELECTRIC COMPANY CUSIP: 369604103	2 00000	07/29/2013	01/21/2014	52 39	49 06		0 00	3 33	
GENERAL MILLS INC CUSIP: 370334104	1 00000	07/30/2013	05/14/2014	54 10	51 93		0 00	2 17	
GOOGLE CL C NON-VOTING CUSIP: 38259P706	2 00000	07/29/2013	04/11/2014	1,066 84	885 66		0 00	181 18	
HARBOR FD HIGH YIELD 8D FD CUSIP: 411511553	123 00000	07/29/2013	05/14/2014	1,366 53	1,360 39		0 00	6 14	
HEICO CORP NEW CL A CUSIP: 422806208	62 00000	07/29/2013	02/13/2014	2,501 55	2,010 50		0 00	491 05	
JACK HENRY & ASSOC INC CUSIP: 426281101	30 00000 1 00000	07/29/2013 07/29/2013	02/12/2014 05/14/2014	1,716 07 57 25 \$1,773.32	1,439 03 47 97 \$1,487.05		0 00 0 00 \$0.00	276 99 9 28 \$286.27	
HITTITE MICROWAVE CORP CUSIP: 43365Y104	1 00000 57 00000	07/29/2013 07/29/2013	05/14/2014 06/10/2014	56 61 4,441 88 \$4,498.49	62 63 3,569 56 \$3,632.19		0 00 0 00 \$0.00	-6 02 872 32 \$866.30	
HONEYWELL INTERNATIONAL INC CUSIP: 438516106	1 00000	07/30/2013	05/14/2014	93 09	82 95		0 00	10 14	
HONG KONG EXCHANGES AND CLEARING LTD- UNSPON ADR CUSIP: 43858F109	22 00000 10 00000 13 00000	07/30/2013 07/30/2013 07/30/2013	03/14/2014 03/17/2014 03/18/2014	324 71 146 86 192 17	344 06 156 40 203 31		0 00 0 00 0 00	-19 35 -9 54 -11 14	

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HONG KONG EXCHANGES AND CLEARING LTD- UNSPON ADR CUSIP: 43858F109	10 00000	07/30/2013	03/19/2014	147 88	156 39		0 00	-8 51	
	18 00000	07/30/2013	03/20/2014	261 11	281 49		0 00	-20 38	
Subtotals	73.00000			\$1,072.73	\$1,141.65		\$0.00	(\$68.92)	
IND & COMM BK OF UNS ADR CUSIP: 455807107	24 00000	07/30/2013	01/10/2014	303 48	313 92		0 00	-10 44	
	12 00000	07/30/2013	02/06/2014	142 68	156 96		0 00	-14 28	
	47 00000	07/30/2013	02/12/2014	576 74	614 76		0 00	-38 02	
Subtotals	83.00000			\$1,022.90	\$1,085.64		\$0.00	(\$62.74)	
INTESA SANPAOLO SPON ADR CUSIP: 46115H107	14 00000	09/18/2013	02/10/2014	238 20	183 91		0 00	54 29	
	28 00000	09/18/2013	04/16/2014	546 22	367 81		0 00	178 41	
	3 00000	10/11/2013	04/16/2014	58 53	43 31		0 00	15 22	
	12 00000	10/11/2013	10/10/2014	202 60	173 21		0 00	29 39	
	19 00000	10/21/2013	10/10/2014	320 78	283 79		0 00	36 99	
	6 00000	11/26/2013	10/10/2014	101 31	85 20		0 00	16 11	
Subtotals	82.00000			\$1,467.64	\$1,137.23		\$0.00	\$330.41	
ITAU UNIBANCO HLDG S A SPONSORED ADR CUSIP: 465562106	14 00000	07/30/2013	01/30/2014	170 47	182 55		0 00	-12 08	
	24 00000	07/30/2013	02/03/2014	291 86	312 95		0 00	-21 09	
	42 00000	07/30/2013	03/27/2014	614 78	547 64		0 00	67 14	
Subtotals	80.00000			\$1,077.11	\$1,043.14		\$0.00	\$33.97	
JPMORGAN CHASE & CO CUSIP: 46625H100	2 00000	07/30/2013	05/14/2014	108 74	110 36		0 00	-1 62	



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JOHNSON CONTROLS INC CUSIP 478366107	16 00000	07/29/2013	01/03/2014	810 21	658 24		0 00	151 97	
	33 00000	07/29/2013	01/27/2014	1,537 54	1,357 62		0 00	179 92	
	37 00000	07/29/2013	04/29/2014	1,609 90	1,522 18		0 00	87 72	
	1 00000	07/30/2013	05/14/2014	45 29	40 59		0 00	4 70	
Subtotals	87.00000			\$4,002.94	\$3,578.63		\$0.00	\$424.31	
JPMORGAN TR II CORE BD FD SELECT CL CUSIP 4812C0381	198 00000	07/29/2013	05/14/2014	2,320 56	2,310 67		0 00	9 89	
JUNIPER NETWORK INC CUSIP 48203R104	31 00000	01/14/2014	10/27/2014	586 95	787 33		0 00	-200 38	
KINGFISHER PLC-SPONS ADR (NEW) CUSIP 495724403	24 00000	07/30/2013	04/03/2014	352 24	286 54		0 00	65 70	
KOMATSU LTD SPON ADR NEW CUSIP 500458401	14 00000	07/30/2013	01/14/2014	275 09	309 54		0 00	-34 45	
	13 00000	07/30/2013	01/31/2014	271 24	287 43		0 00	-16 19	
	9 00000	07/30/2013	02/04/2014	179 49	198 99		0 00	-19 50	
	20 00000	07/30/2013	02/05/2014	398 89	442 20		0 00	-43 31	
Subtotals	56.00000			\$1,124.71	\$1,238.16		\$0.00	(\$113.45)	
KONE OYJ-B SHS UNSPN ADR CUSIP 50048H101	14 00000	08/27/2013	08/26/2014	290 14	292 42		0 00	-2 28	
	16 00000	09/25/2013	08/28/2014	334 00	361 29		0 00	-27 29	
	10 00000	09/26/2013	08/28/2014	208 76	225 32		0 00	-16 56	
Subtotals	40.00000			\$832.90	\$879.03		\$0.00	(\$46.13)	

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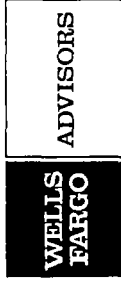
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Proceeds from Broker and Barter Exchange Transactions, continued

Short Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code (Box 1f)	Adjustments (Box 1g)	Gain/Loss Amount	Additional Information
LVMH MOET HENNESSY LOUIS VUITTON CUSIP: 502441306	3 00000	07/30/2013	01/15/2014	104.74	108.07		0.00	-3.33	
LANDSTAR SYSTEMS INC CUSIP: 515098101	2 00000	07/29/2013	05/14/2014	125.36	106.42		0.00	18.94	
LAS VEGAS SANDS CORP CUSIP: 517834107	2 00000	07/30/2013	02/05/2014	146.75	111.14		0.00	35.61	Original Basis
	2 00000	04/16/2014	10/15/2014	118.84	151.03		0.00	-32.19	
Subtotals	4.00000			\$265.59	\$262.17		\$0.00	\$3.42	
LOCKHEED MARTIN CORP CUSIP: 539830109	5 00000	07/30/2013	01/16/2014	766.28	600.15		0.00	166.12	
	5 00000	07/30/2013	02/26/2014	810.43	600.16		0.00	210.27	
	6 00000	07/30/2013	05/14/2014	997.58	720.19		0.00	277.39	
	5 00000	07/30/2013	06/11/2014	825.33	600.15		0.00	225.17	
Subtotals	21.00000			\$3,399.62	\$2,520.65		\$0.00	\$878.95	
LORILLARD INC CUSIP: 544147101	18 00000	07/30/2013	04/09/2014	954.30	777.87		0.00	176.43	
	12 00000	07/30/2013	04/29/2014	687.49	518.58		0.00	168.91	
	12 00000	07/30/2013	05/07/2014	705.86	518.58		0.00	187.28	
	1 00000	07/30/2013	05/14/2014	57.89	43.22		0.00	14.67	
	12 00000	07/30/2013	05/28/2014	709.90	518.58		0.00	191.32	
Subtotals	55.00000			\$3,115.44	\$2,376.83		\$0.00	\$738.61	
MSC INDUSTRIAL DIRECT CO INC CLASS A CUSIP: 553530106	2 00000	07/29/2013	05/14/2014	179.92	159.98		0.00	19.94	



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Proceeds from Broker and Barter Exchange Transactions continued

Short Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code (Box 1f)	Adjustments (Box 1g)	Gain/Loss Amount	Additional Information
MASTERCARD INC CL A CUSIP: 57636Q104	3 00000	01/31/2014	11/18/2014	251 95	226 78		0 00	25 17	
	4 00000	01/31/2014	12/03/2014	354 42	302 37		0 00	52 05	
	1 00000	02/04/2014	12/03/2014	88 61	73 39		0 00	15 22	
Subtotals	8.00000			\$694.98	\$602.54		\$0.00	\$92.44	
MERCADOLIBRE INC CUSIP: 58733R102	1 00000	06/17/2013	04/17/2014	84 99	113 80		0 00	-28 81	
	1 00000	11/20/2013	04/17/2014	84 99	108 06		0 00	-23 07	
Subtotals	2.00000			\$169.98	\$221.86		\$0.00	(\$51.88)	
METROPOLITAN WEST FDS * TOTAL RETURN BD FD CL I CUSIP: 592905509	186 00000	07/29/2013	05/14/2014	2,010 66	1,971 61		0 00	39 05	
MICROS SYSTEMS INC CUSIP: 594901100	63 00000	07/29/2013	06/24/2014	4,273 81	2,945 94		0 00	1,327 87	
	3 00000	05/14/2014	06/24/2014	203 52	155 16		0 00	48 36	
Subtotals	66.00000			\$4,477.33	\$3,101.10		\$0.00	\$1,376.23	
MONOTYPE IMAGING HLDGS CUSIP: 61022P100	3 00000	11/05/2013	05/14/2014	79 02	83 40		0 00	-4 38	
NASDAQ OMX GROUP CUSIP: 631103108	2 00000	11/14/2013	05/14/2014	73 34	73 76		0 00	-0 43	
NESTLE S A REG ADR CUSIP: 641069406	1 00000	07/30/2013	01/08/2014	72 88	66 72		0 00	6 16	
	2 00000	07/30/2013	01/09/2014	144 63	133 44		0 00	11 19	
	1 00000	07/30/2013	05/14/2014	78 91	66 72		0 00	12 19	
Subtotals	4.00000			\$296.42	\$266.88		\$0.00	\$29.54	

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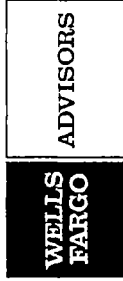
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Proceeds from Broker and Barter Exchange Transactions, continued

Short Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code (Box 1f)	Adjustments (Box 1g)	Gain/Loss Amount	Additional Information
NIKE INC CLASS B CUSIP: 654106103	10 00000	07/29/2013	04/03/2014	743 07	626 77		0 00	116 30	
	13 00000	07/29/2013	06/11/2014	976 80	814 80		0 00	162 00	
Subtotals	23.00000			\$1,719.87	\$1,441.57		\$0.00	\$278.30	
NOKIA CORP SPONSORED ADR CUSIP: 654902204	28 00000	11/22/2013	10/09/2014	225 48	226 73		0 00	-1 25	
	9 00000	11/22/2013	10/23/2014	75 56	72 87		0 00	2 69	
	34 00000	11/25/2013	10/23/2014	285 48	274 57		0 00	10 91	
	17 00000	01/23/2014	10/23/2014	142 74	118 87		0 00	23 87	
	36 00000	02/10/2014	10/23/2014	302 27	269 67		0 00	32 60	
	38 00000	04/30/2014	10/23/2014	319 07	285 19		0 00	33 88	
Subtotals	162.00000			\$1,350.60	\$1,247.90		\$0.00	\$102.70	
NOVO NORDISK A S ADR CUSIP: 670100205	5 00000	07/30/2013	02/19/2014	220 89	167 53		0 00	53 36	
	5 00000	07/30/2013	03/10/2014	233 45	167 53		0 00	65 92	
	5 00000	07/30/2013	03/26/2014	221 52	167 53		0 00	53 99	
	8 00000	07/30/2013	04/03/2014	358 68	268 05		0 00	90 63	
	6 00000	07/30/2013	05/01/2014	263 32	201 04		0 00	62 28	
	3 00000	07/30/2013	05/15/2014	127 13	100 52		0 00	26 61	
	5 00000	07/30/2013	05/16/2014	211 80	167 53		0 00	44 27	
Subtotals	37.00000			\$1,636.79	\$1,239.73		\$0.00	\$397.06	
OCCIDENTAL PETE CORP CUSIP: 674599105	1 00000	07/29/2013	05/14/2014	97 27	89 75		0 00	7 52	
	10 00000	07/29/2013	06/25/2014	1,015 90	897 50		0 00	118 40	
	8 00000	07/29/2013	07/07/2014	811 56	718 00		0 00	93 56	
Subtotals	19.00000			\$1,924.73	\$1,705.25		\$0.00	\$219.48	



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Proceeds from Broker and Barter Exchange Transactions continued

Short Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1e)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code (Box 1f)	Adjustments (Box 1g)	Gain/Loss Amount	Additional Information
OLYMPUS CORP-SPON ADR CUSIP: 68163W109	7 00000	04/16/2014	09/26/2014	252 34	206 30		0 00	46 04	
	3 00000	04/17/2014	12/05/2014	112 93	88 60		0 00	24 33	
	2 00000	04/21/2014	12/05/2014	75 29	58 39		0 00	16 90	
	6 00000	04/30/2014	12/05/2014	225 88	182 72		0 00	43 16	
	1 00000	05/07/2014	12/05/2014	37 65	30 47		0 00	7 18	
Subtotals	19.00000			\$704.09	\$566.48		\$0.00	\$137.61	
PIMCO FDS PAC INVT MGMT SER EMERGING MKTS CUSIP: 693391559	30 00000	07/29/2013	05/14/2014	332 40	339 91		0 00	-7 51	
P P G INDUSTRIES INC CUSIP: 693506107	7 00000	07/30/2013	01/22/2014	1,321 33	1,126 82		0 00	194 51	
PT BANK MANDIRI PERSERO TBK-UNSPONSORED ADR CUSIP: 69367U105	19 00000	07/30/2013	01/27/2014	127 05	160 17		0 00	-33 12	
	27 00000	07/30/2013	01/28/2014	181 38	227 61		0 00	-46 23	
	9 00000	07/30/2013	01/29/2014	61 99	75 87		0 00	-13 88	
	7 00000	07/30/2013	01/29/2014	48 22	58 94		0 00	-10 72	
Subtotals	62.00000			\$418.64	\$522.59		\$0.00	(\$103.95)	
PACIFIC RUBIALES ENERGY CORP CUSIP: 69480U206	28 00000	07/30/2013	05/23/2014	513 48	535 52		0 00	-22 05	
	10 00000	07/30/2013	07/10/2014	196 20	191 26		0 00	4 94	
	15 00000	07/30/2013	07/11/2014	290 52	286 89		0 00	3 63	
	6 00000	07/30/2013	07/16/2014	109 12	114 75		0 00	-5 63	
	5 00000	08/07/2013	07/16/2014	90 93	103 50		0 00	-12 57	
	9 00000	08/08/2013	07/16/2014	163 68	187 05		0 00	-23 37	
	16 00000	12/20/2013	07/16/2014	291 01	281 37		0 00	9 64	
Subtotals	89.00000			\$1,654.94	\$1,700.34		\$0.00	(\$45.41)	

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Proceeds from Broker and Barter Exchange Transactions, continued

Short Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code (Box 1f)	Adjustments (Box 1g)	Gain/Loss Amount	Additional Information
PEARSON PLC SPONS ADR CUSIP: 705015105	12 00000	07/30/2013	07/22/2014	225 97	243 84		0 00	-17 87	
PHILIP MORRIS INTERNATIONAL INC CUSIP: 718172109	13 00000 27 00000 1 00000	07/29/2013 07/29/2013 07/30/2013	01/08/2014 01/28/2014 05/14/2014	1,081 33 2,179 61 85 96	1,155 51 2,399 88 89 05		0 00 0 00 0 00	-74 18 -220 27 -3 09	
Subtotals	41.00000			\$3,346.90	\$3,644.44		\$0.00	(\$297.54)	
PIONEER SER TRI PIONEER OAK RIDGE SMALL CUSIP: 72387T785	18 00000	07/29/2013	05/14/2014	671 22	651 25		0 00	19 97	
PRICELINE GROUP INC COM NEW CUSIP: 741503403	1 00000	08/15/2013	04/11/2014	1,165 26	931 62		0 00	233 64	
PROCTER & GAMBLE CO CUSIP: 742718109	3 00000	07/29/2013	06/26/2014	236 11	240 57		0 00	-4 46	
PUBLICIS GROUP - S A NEW SPONS ADR CUSIP: 74463M106	10 00000 12 00000	07/30/2013 07/30/2013	05/14/2014 05/15/2014	205 72 243 52	189 88 227 86		0 00 0 00	15 84 15 66	
Subtotals	22.00000			\$449.24	\$417.74		\$0.00	\$31.50	
RALPH LAUREN CORP CLASS A CUSIP: 751212101	7 00000 2 00000 1 00000	10/15/2013 10/15/2013 10/15/2013	05/12/2014 06/19/2014 06/19/2014	1,027 63 310 84 155 41	1,117 69 319 66 159 66		0 00 0 00 0 00	-90 06 -8 82 -4 25	
Subtotals	10.00000			\$1,493.88	\$1,597.01		\$0.00	(\$103.13)	



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RECKITT BENCKISER PLC SPONSORED ADR CUSIP: 756255204	19 00000	07/30/2013	04/30/2014	305 79	269 61		0 00	36 18	
ROSS STORES INC (CALIF) CUSIP: 778296103	1 00000	07/29/2013	05/14/2014	69 19	66 93		0 00	2 26	
ROYAL MAIL PLC UNSP ADR CUSIP: 78033R107	2 00000 12 00000 9 00000 7 00000 3 00000	05/02/2014 05/06/2014 05/07/2014 05/08/2014 05/14/2014	09/24/2014 09/24/2014 09/24/2014 09/24/2014 09/24/2014	26 86 161 18 120 88 94 02 40 29	36 49 221 40 167 08 131 27 57 76		0 00 0 00 0 00 0 00 0 00	-9 63 -60 22 -46 20 -37 25 -17 47	
	10 00000 11 00000 14 00000	05/15/2014 07/10/2014 07/15/2014	09/24/2014 09/24/2014 09/24/2014	134 32 147 75 188 06	193 38 178 53 233 72		0 00 0 00 0 00	-59 06 -30 78 -45 66	
Subtotals	68.00000			\$913.36	\$1,219.63		\$0.00	(\$306.27)	
ST JUDE MEDICAL INC CUSIP: 790849103	14 00000	07/30/2013	01/08/2014	912 95	728 29		0 00	184 66	
SAP AG-SPONSORED ADR CUSIP: 803054204	3 00000 5 00000 3 00000 4 00000 1 00000	07/30/2013 07/30/2013 07/30/2013 07/30/2013 01/08/2014	05/09/2014 05/14/2014 06/04/2014 06/06/2014 06/26/2014	225 91 385 36 226 24 300 50 76 54	220 71 367 85 220 71 294 28 85 53		0 00 0 00 0 00 0 00 0 00	5 20 17 51 5 53 6 22 -8 99	
	3 00000	01/09/2014	06/26/2014	229 62	253 37		0 00	-23 75	
Subtotals	22.00000	02/05/2014	06/26/2014	\$1,673.80	\$1,667.59		\$0.00	\$6.21	

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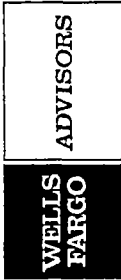
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SNAP-ON INC CUSIP 833034101	1 00000	10/08/2013	05/14/2014	115 41	95 83		0 00	19 58	
SOUTHERN COPPER CORP CUSIP 84265V105	7 00000	02/11/2014	10/09/2014	200 12	222 27		0 00	-22 15	
STATE STR CORP CUSIP 857477103	17 00000	07/29/2013	02/28/2014	1,121 65	1,170 62		0 00	-48 97	
	13 00000	07/29/2013	03/27/2014	885 24	895 18		0 00	-9 94	
	14 00000	07/29/2013	04/21/2014	909 83	964 04		0 00	-54 21	
Subtotals	44.00000			\$2,916.72	\$3,029.84		\$0.00	(\$113.12)	
STRYKER CORP CUSIP 863667101	12.00000	07/29/2013	04/15/2014	933 57	843 60		0 00	89 97	
	9 00000	07/29/2013	04/28/2014	691 59	632 70		0 00	58 89	
	23 00000	07/29/2013	07/24/2014	1,861 63	1,616 89		0 00	244 74	
Subtotals	44.00000			\$3,486.79	\$3,093.19		\$0.00	\$393.60	
SUMITOMO MITSUI TRUST HOLDINGS INC SPON ADR CUSIP 86562X106	78 00000	07/30/2013	05/27/2014	321 51	363 48		0 00	-41 97	
	79 00000	07/30/2013	07/29/2014	340 95	368 14		0 00	-27 19	
	50 00000	02/12/2014	10/16/2014	184 66	242 40		0 00	-57 74	
Subtotals	207.00000			\$847.12	\$974.02		\$0.00	(\$126.90)	
SUNTORY BEVERAGE & ADS FOOD LTD CUSIP 86803T104	15 00000	05/07/2014	11/25/2014	267 72	262 20		0 00	5 52	
	9 00000	05/08/2014	11/25/2014	160 63	158 18		0 00	2 45	
	7 00000	05/09/2014	11/25/2014	124 94	124 04		0 00	0 90	
Subtotals	31.00000			\$553.29	\$544.42		\$0.00	\$8.87	
SWATCH GRP AG ADR UNSPON CUSIP: 870123106	3 00000	07/30/2013	01/15/2014	91 03	89 31		0 00	1 72	
	10 00000	07/30/2013	04/01/2014	309 29	297 69		0 00	11 60	
	9 00000	07/30/2013	04/02/2014	280 14	267 92		0 00	12 22	



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SWATCH GRP AG ADR UNSPON CUSIP: 870123106	12 00000 13 00000	07/30/2013 07/30/2013	05/02/2014 05/05/2014	371 51 399 71	357 23 386 99		0 00 0 00	14 28 12 72	
Subtotals	47.00000			\$1,451.68	\$1,399.14		\$0.00	\$52.54	
SYNGENTA AG-ADR CUSIP: 87160A100	3 00000 2 00000	07/30/2013 07/30/2013	01/31/2014 02/05/2014	211 49 134 79	238 35 158 90		0 00 0 00	-26 86 -24 11	
	4 00000	07/30/2013	02/24/2014	291 95	317 80		0 00	-25 85	
	5 00000	07/30/2013	03/06/2014	378 12	397 25		0 00	-19 13	
	7 00000	07/30/2013	03/07/2014	531 27	556 15		0 00	-24 88	
Subtotals	21.00000			\$1,547.62	\$1,668.45		\$0.00	(\$120.83)	
TJX COS INC NEW CUSIP: 872540109	13 00000 17 00000	07/29/2013 07/29/2013	04/14/2014 05/20/2014	751 35 936 28	672 88 879 91		0 00 0 00	78 47 56 36	
Subtotals	30.00000			\$1,687.63	\$1,552.79		\$0.00	\$134.83	
TAIWAN SEMICONDUCTOR MFG CO LTD ADR CUSIP: 874039100	15 00000 6 00000	10/16/2013 10/16/2013	05/14/2014 07/09/2014	310 57 134 25	273 52 109 40		0 00 0 00	37 05 24 85	
	8 00000	10/17/2013	07/09/2014	179 01	149 09		0 00	29 92	
	1 00000	10/17/2013	07/11/2014	22 80	18 63		0 00	4 17	
	16 00000	10/24/2013	07/11/2014	364 86	299 41		0 00	65 45	
	8 00000	10/25/2013	07/11/2014	182 44	147 46		0 00	34 98	
	9 00000	10/25/2013	07/14/2014	202 14	165 89		0 00	36 25	
	14 00000	11/06/2013	08/27/2014	290 85	255 30		0 00	35 55	
	18 00000	01/08/2014	12/15/2014	394 98	308 33		0 00	86 65	
Subtotals	95.00000			\$2,081.90	\$1,727.03		\$0.00	\$354.87	

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Proceeds from Broker and Barter Exchange Transactions, continued

Short Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code (Box 1f)	Adjustments (Box 1g)	Gain/Loss Amount	Additional Information
TARGET CORP CUSIP: 87612E106	1 00000	07/30/2013	05/14/2014	59 12	71 53		0 00	-12 41	
TATA MOTORS LIMITED SPONSORED ADR CUSIP 876568502	8 00000	07/30/2013	02/28/2014	279 59	189 60		0 00	89 99	
	3 00000	07/30/2013	04/29/2014	111 77	71 10		0 00	40 67	
	9 00000	07/30/2013	04/30/2014	335 04	213 30		0 00	121 74	
	4 00000	07/30/2013	05/01/2014	149 13	94 80		0 00	54 33	
	6 00000	07/30/2013	05/02/2014	224 30	142 20		0 00	82 10	
	7 00000	07/30/2013	05/05/2014	261 61	165 90		0 00	95 71	
Subtotals	37.00000			\$1,361.44	\$876.90		\$0.00	\$484.54	
TECHNE CORP CUSIP 878377100	13 00000	07/29/2013	01/27/2014	1,170 63	961 48		0 00	209 15	
	1 00000	07/29/2013	05/14/2014	90 53	73 95		0 00	16 57	
Subtotals	14 00000			\$1,261.16	\$1,035.43		\$0.00	\$225.72	
TENCENT HOLDINGS LTD- UNSP ADR CUSIP 88032Q109	4 00000	07/30/2013	01/27/2014	252 73	187 40		0 00	65 33	
	4 00000	07/30/2013	03/26/2014	286 58	187 40		0 00	99 18	
	3 00000	07/30/2013	04/16/2014	202 29	140 55		0 00	61 74	
Subtotals	11.00000			\$741.60	\$515.35		\$0.00	\$226.25	
3M CO CUSIP 88579Y101	1 00000	07/30/2013	05/14/2014	141 73	116 79		0 00	24 94	
US TREASURY NOTES CPN: 1 50% DUE: 07/31/2016 CUSIP 912828QX1	1000 00000	05/16/2014	08/21/2014	1,019 22	1,020 05		0 00	-0 83	Original Basis 1,022 74



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Proceeds from Broker and Barter Exchange Transactions, continued

Short Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code (Box 1f)	Adjustments (Box 1g)	Gain/Loss Amount	Additional Information
UNITED TECHNOLOGIES CORP CUSIP: 913017109	1 00000	07/30/2013	05/14/2014	117 45	105 34		0 00	12 11	
VALLQUIRE SA SPONSORED ADR NEW CUSIP: 92023R308	118 00000 33 00000	09/10/2014 09/25/2014	12/09/2014 12/09/2014	682 85 190 97	1,130 45 301 70		0 00 0 00	-447 60 -110 73	
Subtotals	151.00000			\$873.82	\$1,432.15		\$0.00	(\$558.33)	
VERIZON COMMUNICATIONS COM CUSIP: 92343V104	0 83500 2 00000	02/24/2014 09/25/2013	02/24/2014 05/14/2014	39 14 96 30	40 17 94 37		0 00 0 00	-1 03 1 93	
Subtotals	2.83500			\$135.44	\$134.54		\$0.00	\$0.90	
VODAFONE GROUP PLC NEW SPONSORED ADR NO PAR CUSIP: 92857W308	0 54545	02/24/2014	02/24/2014	22 61	0 01		0 00	22 60	
WABCO HOLDINGS INC CUSIP: 92927K102	1 00000	08/16/2013	05/14/2014	106 15	78 73		0 00	27 42	
WALGREEN COMPANY CUSIP: 931422109	26 00000	03/18/2014	08/06/2014	1,565 22	1,747 72		0 00	-182 50	
WELLS FARGO FDS TRUST * EMERGING MARKETS EQUITY CUSIP: 94975P751	30 00000	07/29/2013	05/14/2014	678 90	636 60		0 00	42 30	
WOLVERINE WORLD WIDE INC CUSIP: 978097103	4 00000	07/29/2013	05/14/2014	103 52	114 11		0 00	-10 59	

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Proceeds from Broker and Barter Exchange Transactions continued

Short Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code (Box 1f)	Adjustments (Box 1g)	Gain/Loss Amount	Additional Information
WORLD FUEL SERVICE CORP CUSIP: 981475106	47 00000	07/29/2013	02/21/2014	2,100.58	1,862.19		0.00	238.39	
	22 00000	07/29/2013	02/24/2014	996.47	871.66		0.00	124.81	
Subtotals	69.00000			\$3,097.05	\$2,733.85		\$0.00	\$363.20	
YUM BRANDS INC CUSIP: 988498101	3 00000	06/21/2013	05/15/2014	224.28	209.52		0.00	14.76	
	2 00000	07/30/2013	06/25/2014	163.22	146.88		0.00	16.34	
	8 00000	07/30/2013	07/21/2014	597.17	587.52		0.00	9.65	
	3 00000	10/09/2013	07/21/2014	223.94	197.67		0.00	26.27	
	2 00000	10/09/2013	07/29/2014	148.35	131.77		0.00	16.58	
	3 00000	03/12/2014	07/29/2014	222.53	231.32		0.00	-8.79	
	11 00000	03/12/2014	07/30/2014	803.04	848.14		0.00	-45.10	
	8 00000	03/12/2014	07/30/2014	583.89	616.82		0.00	-32.93	
	1 00000	03/12/2014	07/31/2014	69.20	77.10		0.00	-7.90	
	10 00000	04/09/2014	07/31/2014	692.10	765.12		0.00	-73.02	
	8 00000	06/19/2014	07/31/2014	553.68	643.28		0.00	-89.60	
Subtotals	59.00000			\$4,281.40	\$4,455.14		\$0.00	(\$173.74)	
DEUTSCHE BANK AG CUSIP: D18190898	13 00000	07/30/2013	01/31/2014	625.89	591.76		0.00	34.13	
	22 00000	07/30/2013	05/14/2014	940.85	1,001.44		0.00	-60.59	
Subtotals	35.00000			\$1,566.74	\$1,593.20		\$0.00	(\$26.46)	
ACCENTURE PLC IRELAND SHARES CLASS A CUSIP: G1151C101	1 00000	07/29/2013	05/14/2014	78.82	72.54		0.00	6.28	
COVIDIEN PLC CUSIP: G2554F113	1 00000	09/04/2013	05/14/2014	72.21	60.69		0.00	11.52	
	9 00000	09/04/2013	06/18/2014	805.23	546.13		0.00	259.10	
	3 00000	09/04/2013	07/16/2014	266.17	182.04		0.00	84.13	
	2 00000	09/18/2013	07/16/2014	177.45	123.20		0.00	54.25	



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Proceeds from Broker and Barter Exchange Transactions, continued

Short Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code (Box 1f)	Adjustments (Box 1g)	Gain/Loss Amount	Additional Information
COVIDIEN PLC CUSIP: G2554F113	8 000000	09/18/2013	09/17/2014	731 33	492 80		0 00	238 53	
	9 000000	11/06/2013	10/15/2014	781 61	585 45		0 00	196 16	
	10 000000	01/22/2014	11/12/2014	927 81	679 31		0 00	248 50	
Subtotals	42.000000			\$3,761.81	\$2,669.62		\$0.00	\$1,092.19	
ENSCO PLC CLASS A CUSIP: G3157S106	7 000000	05/28/2014	09/09/2014	330 58	359 46		0 00	-28 88	
	4 000000	05/29/2014	09/09/2014	188 90	207 81		0 00	-18 91	
	5 000000	05/30/2014	09/09/2014	236 13	262 97		0 00	-26 84	
	6 000000	06/04/2014	09/09/2014	283 35	318 83		0 00	-35 48	
	5 000000	07/11/2014	09/09/2014	236 14	266 00		0 00	-29 86	
Subtotals	27.000000			\$1,275.10	\$1,415.07		\$0.00	(\$139.97)	
SINA CORP CUSIP: G81477104	4 000000	07/30/2013	04/22/2014	224 99	264 39		0 00	-39 40	
	5 000000	07/30/2013	04/23/2014	269 12	330 48		0 00	-61 36	
Subtotals	9.000000			\$494.11	\$594.87		\$0.00	(\$100.76)	
TYCO INTERNATIONAL LTD SHS CUSIP: H89128104	18 000000	07/30/2013	04/09/2014	744 41	622 71		0 00	121 70	
ASML HOLDING NV NY REGISTRY SHS NEW 2012 CUSIP: N07059210	3 000000	07/30/2013	07/07/2014	287 91	269 40		0 00	18 51	
	6 000000	07/30/2013	07/09/2014	561 61	538 80		0 00	22 81	
	2 000000	07/30/2013	07/11/2014	182 56	179 60		0 00	2 96	
	3 000000	07/30/2013	07/14/2014	272 26	269 40		0 00	2 86	
Subtotals	14.000000			\$1,304.34	\$1,257.20		\$0.00	\$47.14	

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Proceeds from Broker and Barter Exchange Transactions continued

Short Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1e)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code (Box 1f)	Adjustments (Box 1g)	Gain/Loss Amount	Additional Information
YANDEX NV	8 00000	07/30/2013	01/31/2014	294 86	252 64		0 00	42 22	
SHS CLASS A	2 00000	07/30/2013	02/11/2014	80 00	63 15		0 00	16 84	
CUSIP N97284108	20 00000	07/30/2013	03/25/2014	593 98	631 60		0 00	-37 62	
	17 00000	07/30/2013	04/25/2014	393 46	536 86		0 00	-143 40	
Subtotals	47.00000			\$1,362.30	\$1,484.25		\$0.00	(\$121.96)	
Totals				\$170,038.06	\$159,379.68		\$0.00	\$10,658.28	



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Proceeds from Broker and Barter Exchange Transactions, continued

Long Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code (Box 1f)	Adjustments (Box 1g)	Gain/Loss Amount	Additional Information
ADIDAS AG-SPON ADR CUSIP 00687A107	15 00000 7 00000 9 00000 31.00000	07/30/2013 07/30/2013 07/30/2013 07/30/2013	07/31/2014 08/28/2014 09/09/2014 07/31/2014	594 57 266 88 335 54 \$1,196.99	849 90 396 62 509 94 \$1,756.46		0 00 0 00 0 00 \$0.00	-255 33 -129 74 -174 40 (\$559.47)	
Subtotals									
ALLERGAN INC CUSIP 018490102	5 00000	07/29/2013	08/27/2014	818 08	454 48		0 00	363 60	
AMERISOURCEBERGEN CORP CUSIP 03073E105	10 00000	07/29/2013	11/19/2014	891 36	587 20		0 00	304 16	
ARM HOLDINGS PLC SPONSORED ADR CUSIP 042068106	3 00000 3 00000 1 00000 5 00000 5 00000 4 00000 21.00000	05/07/2013 05/07/2013 05/07/2013 06/18/2013 07/10/2013 07/15/2013 05/07/2013	07/29/2014 07/29/2014 08/05/2014 08/05/2014 08/25/2014 08/26/2014 07/29/2014	128 87 128 86 42 54 212 70 237 20 189 50 \$939.67	147 06 145 41 49 02 198 34 191 07 165 51 \$896.41		0 00 0 00 0 00 0 00 0 00 0 00 \$0.00	-18 19 -16 55 -6 48 14 36 46 13 23 99 \$43.26	
Subtotals									
ASSA ABLOY AB - ADR CUSIP 045387107	12 00000 12 00000 39 00000 63.00000	07/30/2013 07/30/2013 07/30/2013 07/30/2013	09/30/2014 10/01/2014 10/16/2014 09/30/2014	306 49 306 37 913 59 \$1,526.45	265 43 265 43 862 61 \$1,393.47		0 00 0 00 0 00 \$0.00	41 06 40 94 50 98 \$132.98	
Subtotals									
BED BATH & BEYOND INC CUSIP 075896100	4 00000	11/26/2012	02/07/2014	255 54	235 31		0 00	20 23	

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Long Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1e)	Quantity Sold (Box 1b)	Date Acquired (Box 1c)	Date Sold or Disposed (Box 1d)	Proceeds (Box 1e)	Cost or Other Basis (Box 1f)	Code (Box 1f)	Adjustments (Box 1g)	Gain/Loss Amount	Additional Information
BIO-TECHNE CORP CUSIP: 09073M104	38.00000	07/29/2013	12/10/2014	3,463.76	2,810.45		0.00	653.31	
BURBERRY GROUP PLC SPONSORED ADR CUSIP: 12082W204	5.00000	07/30/2013	08/14/2014	240.94	234.29		0.00	6.65	
	3.00000	07/30/2013	08/26/2014	142.39	140.57		0.00	1.82	
Subtotals	8.00000			\$383.33	\$374.86		\$0.00	\$8.47	
CALIFORNIA RES CORP CUSIP: 13057Q107	0.09091	07/29/2013	12/01/2014	0.64	0.71		0.00	-0.07	
	0.16970	07/30/2013	12/01/2014	1.19	1.30		0.00	-0.11	
	0.03636	10/03/2013	12/01/2014	0.25	0.30		0.00	-0.05	
	5.90909	07/29/2013	12/03/2014	41.33	46.20		0.00	-4.87	
	8.09091	07/30/2013	12/03/2014	56.60	62.10		0.00	-5.50	
	2.93939	07/30/2013	12/10/2014	17.22	22.56		0.00	-5.34	
	2.36364	10/03/2013	12/10/2014	13.85	19.35		0.00	-5.50	
Subtotals	19.60000			\$131.08	\$152.52		\$0.00	(\$21.44)	
CARNIVAL CORP CUSIP: 143658300	6.00000	07/30/2013	08/19/2014	227.11	222.23		0.00	4.88	
	9.00000	07/30/2013	08/21/2014	339.87	333.33		0.00	6.54	
	7.00000	07/30/2013	08/27/2014	264.53	259.26		0.00	5.27	
	7.00000	07/30/2013	09/09/2014	272.00	259.25		0.00	12.75	
Subtotals	29.00000			\$1,103.51	\$1,074.07		\$0.00	\$29.44	
CHEVRON CORPORATION CUSIP: 166764100	2.00000	08/18/2011	10/01/2014	237.67	188.08		0.00	49.59	
	3.00000	08/26/2011	10/01/2014	356.51	290.92		0.00	65.59	
	1.00000	10/17/2011	10/01/2014	118.84	99.37		0.00	19.47	
	3.00000	03/12/2012	10/01/2014	356.52	329.25		0.00	27.27	
	3.00000	03/14/2013	10/01/2014	356.52	358.31		0.00	-1.79	
	7.00000	03/14/2013	10/07/2014	823.77	836.04		0.00	-12.27	



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CHEVRON CORPORATION CUSIP 166764100	2 00000	03/14/2013	10/22/2014	231 89	238 86		0 00	-6 97	
	5 00000	05/21/2013	10/22/2014	579 72	630 02		0 00	-50 31	
	1 00000	07/30/2013	10/22/2014	115 95	125 80		0 00	-9 85	
Subtotals	27.00000			\$3,177.39	\$3,096.65		\$0.00	\$80.73	
CHINA MOBILE LTD SPONS ADR CUSIP 16941M109	2 00000	08/22/2013	09/02/2014	125 03	107 05		0 00	17 98	
	2 00000	08/23/2013	09/02/2014	125 04	107 44		0 00	17 60	
	1 00000	08/23/2013	09/23/2014	61 13	53 71		0 00	7 42	
	3 00000	08/26/2013	09/23/2014	183 41	160 61		0 00	22 80	
Subtotals	8.00000			\$494.61	\$428.81		\$0.00	\$65.80	
COCA-COLA COMPANY CUSIP 191216100	10 00000	11/26/2012	02/19/2014	372 52	373 86		0 00	-1 34	
COHEN & STEERS INC CUSIP 19247A100	12 00000	07/29/2013	08/18/2014	522 16	427 02		0 00	95 13	Original Basis 430 95
	37 00000	07/29/2013	08/21/2014	1,610 39	1,316 65		0 00	293.74	Original Basis 1,328 74
Subtotals	49.00000			\$2,132.55	\$1,743.67		\$0.00	\$388.87	
COMPASS GRP PLC SPON ADR 1 RCPT= 1 ORD SHRS CUSIP 20449X302	20 00000	07/30/2013	08/05/2014	320 44	291 75		0 00	28 69	
EATON VANCE CORP NON VTG CUSIP 278265103	110 00000	07/29/2013	11/11/2014	4,550 95	4,426 10		0 00	124 85	
EBAY INC CUSIP 278642103	12 00000	07/29/2013	08/15/2014	638 56	620 96		0 00	17 60	
	19 00000	07/29/2013	10/16/2014	903 91	983 18		0 00	-79 27	
Subtotals	31.00000			\$1,542.47	\$1,604.14		\$0.00	(\$61.67)	

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Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code (Box 1f)	Adjustments (Box 1g)	Gain/Loss Amount	Additional Information
EMBRAER S A ADR SPONS ADR REPTG PFD SHS CUSIP 29082A107	9 000000 07/30/2013	08/05/2014		337 86	319 41		0 00	18 45	
	14 000000 07/30/2013	08/27/2014		547 16	496 86		0 00	50 30	
	23 000000 07/30/2013	09/24/2014		876 17	816 27		0 00	59 90	
Subtotals	46.000000			\$1,761.19	\$1,632.54		\$0.00	\$128.65	
EXXON MOBIL CORP CUSIP 30231G102	9 000000 06/22/2012	02/12/2014		820 44	744 75		0 00	75 69	
	9 000000 06/22/2012	05/07/2014		928 25	744 75		0 00	183 50	
	1 000000 06/22/2012	05/14/2014		102 26	82 75		0 00	19 51	
	7 000000 06/22/2012	05/21/2014		707 58	579 25		0 00	128 33	
	9 000000 06/22/2012	12/03/2014		854 08	744 75		0 00	109 33	
Subtotals	35.000000			\$3,412.61	\$2,896.25		\$0.00	\$516.36	
FACTSET RESEARCH SYSTEMS INC CUSIP 303075105	14 000000 07/29/2013	12/04/2014		1,920 97	1,510 21		0 00	410 76	
FANUC CORP UNSPONSORED ADR CUSIP 307305102	16 000000 07/30/2013	09/29/2014		488 74	408 47		0 00	80 27	
	10 000000 07/30/2013	10/01/2014		298 87	255 29		0 00	43 58	
	19 000000 07/30/2013	11/19/2014		540 27	485 05		0 00	55 22	
	19 000000 07/30/2013	11/25/2014		536 14	485 04		0 00	51 10	
Subtotals	64.000000			\$1,864.02	\$1,633.85		\$0.00	\$230.17	
ADR FRESENIUS MED CRE AG & CO CUSIP 358029106	12 000000 07/30/2013	08/21/2014		415 80	376 32		0 00	39 48	
	6 000000 07/30/2013	11/19/2014		219 83	188 16		0 00	31 67	
Subtotals	18.000000			\$635.63	\$564.48		\$0.00	\$71.15	



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Proceeds from Broker and Barter Exchange Transactions continued

Long Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code (Box 1f)	Adjustments (Box 1g)	Gain/Loss Amount	Additional Information
GENERAL ELECTRIC COMPANY CUSIP: 369604103	16 00000	10/08/2012	01/21/2014	419 08	366 67		0 00	52 41	
	58 00000	07/29/2013	12/15/2014	1,440 64	1,422 74		0 00	17 90	
Subtotals	74 00000			\$1,859.72	\$1,789.41		\$0.00	\$70.31	
GILEAD SCIENCES INC CUSIP: 375558103	10 00000	08/07/2013	08/25/2014	1,063 77	603 70		0 00	460 07	
	6 00000	08/07/2013	11/06/2014	638 11	362 22		0 00	275 89	
Subtotals	16 00000			\$1,701.88	\$965.92		\$0.00	\$735.96	
GOLDMAN SACHS GROUP INC CUSIP: 38141G104	2 00000	09/29/2011	07/09/2014	328 26	196 18		0 00	132 08	
	1 00000	09/29/2011	09/24/2014	185 67	98 09		0 00	87 58	
	2 00000	10/19/2011	09/24/2014	371 35	205 09		0 00	166 26	
	2 00000	01/04/2012	09/24/2014	371 35	189 44		0 00	181 91	
Subtotals	7 00000			\$1,256.63	\$688.80		\$0.00	\$567.83	
GOOGLE CL C NON-VOTING CUSIP: 38259P706	2 00000	03/07/2011	04/07/2014	1,061 83	593 23		0 00	468 60	
	2 00000	07/29/2013	10/20/2014	1,029 14	885 66		0 00	143 48	
	1 00000	09/03/2013	10/20/2014	514 58	431 62		0 00	82 96	
Subtotals	5 00000			\$2,605.55	\$1,910.51		\$0.00	\$695.04	
HSBC HOLDINGS PLC-SPON ADR CUSIP: 404280406	8 00000	01/27/2012	06/04/2014	418 17	339 69		0 00	78 48	
	6 00000	01/27/2012	07/29/2014	324 73	254 76		0 00	69 97	
	4 00000	01/27/2012	08/05/2014	213 67	169 84		0 00	43 83	
	5 00000	01/27/2012	08/27/2014	268 66	212 30		0 00	56 36	
	8 00000	03/29/2012	08/27/2014	429 87	350 30		0 00	79 57	
Subtotals	31 00000			\$1,655.10	\$1,326.89		\$0.00	\$328.21	

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Proceeds from Broker and Barter Exchange Transactions, continued

Long Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code (Box 1f)	Adjustments (Box 1g)	Gain/Loss Amount	Additional Information
HENNES & MAURITZ AB ADR CUSIP 425883105	37 00000	07/30/2013	10/02/2014	298 27	274 54		0 00	23 73	
	42 00000	07/30/2013	10/10/2014	324 39	311 64		0 00	12 75	
Subtotals	79.00000			\$622.66	\$586.18		\$0.00	\$36.48	
ING GROEP N V SPON ADR CUSIP 456837103	9 00000	02/17/2012	05/15/2014	124 14	81 43		0 00	42 71	
	13 00000	02/17/2012	05/16/2014	170 12	117 62		0 00	52 50	
	42 00000	02/17/2012	07/11/2014	573 35	379 98		0 00	193 37	
Subtotals	64.00000			\$867.61	\$579.03		\$0.00	\$288.58	
INTERNATIONAL BUSINESS MACHINE CORP CUSIP 459200101	5 00000	07/30/2013	11/05/2014	811 71	980 00		0 00	-168 29	
JUNIPER NETWORK INC CUSIP 48203R104	20 00000	05/09/2012	07/23/2014	446 93	378 21		0 00	68 72	
	15 00000	05/09/2012	08/01/2014	348 82	283 65		0 00	65 17	
	19 00000	07/29/2013	08/01/2014	441 85	409 39		0 00	32 46	
	57 00000	07/29/2013	10/27/2014	1,079 21	1,228 14		0 00	-148 93	
Subtotals	111.00000			\$2,316.81	\$2,299.39		\$0.00	\$17.42	
KONE OYJ-B SHS UNSPN ADR CUSIP 50048H101	10 00000	08/27/2013	08/28/2014	208 75	208 86		0 00	-0 11	
KUBOTA CORP CUSIP 501173207	10 00000	07/30/2013	12/05/2014	785 77	740 50		0 00	45 27	
LVMH MOET HENNESSY LOUIS VUITTON CUSIP 502441306	10 00000	07/30/2013	08/21/2014	346 79	360 22		0 00	-13 43	
	8 00000	07/30/2013	11/19/2014	280 19	288 18		0 00	-7 99	
Subtotals	18.00000			\$626.98	\$648.40		\$0.00	(\$21.42)	



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Proceeds from Broker and Barter Exchange Transactions, continued

Long Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code (Box 1f)	Adjustments (Box 1g)	Gain/Loss Amount	Additional Information
LANDSTAR SYSTEMS INC CUSIP 515098101	15.00000	07/29/2013	08/18/2014	1,017.84	798.11		0.00	219.73	
LAS VEGAS SANDS CORP CUSIP 517834107	3.00000 9.00000 14.00000 26.00000	07/30/2013 07/30/2013 07/30/2013	10/02/2014 10/14/2014 10/15/2014	185.21 535.17 831.83 \$1,552.21	166.71 500.14 778.01 \$1,444.86		0.00 0.00 0.00 \$0.00	18.50 35.03 53.82 \$107.35	Original Basis Original Basis Original Basis
LAUDER ESTEE COS INC CLA CUSIP 518439104	14.00000	07/29/2013	11/18/2014	1,012.02	925.40		0.00	86.62	
LOCKHEED MARTIN CORP CUSIP 539830109	5.00000 6.00000 11.00000	07/30/2013 07/30/2013	07/31/2014 09/03/2014	838.89 1,044.16 \$1,883.05	600.15 720.19 \$1,320.34		0.00 0.00 \$0.00	238.73 323.97 \$562.70	
LULULEMON ATHLETICA INC CUSIP 550021109	6.00000	07/30/2013	08/21/2014	239.78	414.12		0.00	-174.34	
MSC INDUSTRIAL DIRECT CO INC CLASS A CUSIP 553530106	23.00000	07/29/2013	08/19/2014	2,055.35	1,839.75		0.00	215.60	
MERCADOLIBRE INC CUSIP 58733R102	1.00000 3.00000 3.00000 2.00000 9.00000	06/21/2011 06/21/2011 06/22/2011 07/13/2011	01/30/2014 04/17/2014 04/17/2014 04/17/2014	96.73 254.96 254.97 169.98 \$776.64	76.37 234.77 234.33 161.32 \$706.79		0.00 0.00 0.00 0.00 \$0.00	20.36 20.19 20.64 8.66 \$69.85	

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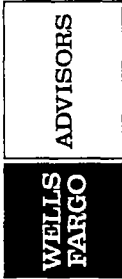
RAYMOND AND IRENE WILBORN
CHARITABLE FOUNDATION

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Proceeds from Broker and Barter Exchange Transactions, continued

Long Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code (Box 1f)	Adjustments (Box 1g)	Gain/Loss Amount	Additional Information
MICHELIN (CGDE) UNSP ADR CUSIP 59410T106	14 00000	02/13/2013	07/28/2014	310 92	260 99		0 00	49 93	
	23 00000	02/13/2013	09/23/2014	441 88	428 75		0 00	13 13	
	5 00000	02/14/2013	09/23/2014	96 07	92 52		0 00	3 55	
	36 00000	02/14/2013	11/24/2014	651 01	666 12		0 00	-15 11	
	7 00000	11/19/2013	11/24/2014	126 58	152 23		0 00	-25 65	
	4 00000	11/20/2013	11/24/2014	72 34	86 90		0 00	-14 56	
	2 00000	11/21/2013	11/24/2014	36 17	42 54		0 00	-6 37	
Subtotals	91 00000			\$1,734.97	\$1,730.05		\$0.00	\$4.92	
MITSUBISHI UFJ FINANCIAL ADR CUSIP 606822104	54 00000	08/22/2012	02/12/2014	321 29	251 41		0 00	69 88	
	56 00000	08/22/2012	05/01/2014	298 87	260 72		0 00	38 15	
	10 00000	08/22/2012	08/28/2014	56 96	46 55		0 00	10 41	
	39 00000	12/21/2012	08/28/2014	222 17	204 10		0 00	18 07	
	49 00000	12/21/2012	09/26/2014	279 28	256 43		0 00	22 85	
	129 00000	12/21/2012	10/10/2014	696 32	675 07		0 00	21 25	
Subtotals	337 00000			\$1,874.89	\$1,694.28		\$0.00	\$180.61	
NESTLE S A REG ADR CUSIP 641069406	10 00000	07/30/2013	08/13/2014	761 58	667 19		0 00	94 39	
	6 00000	07/30/2013	09/30/2014	437 60	400 32		0 00	37 28	
	5 00000	07/30/2013	10/01/2014	365 57	333 60		0 00	31 97	
	8 00000	07/30/2013	11/07/2014	579 65	533 74		0 00	45 91	
	2 00000	07/30/2013	12/03/2014	147 76	133 44		0 00	14 32	
Subtotals	31 00000			\$2,292.16	\$2,068.29		\$0.00	\$223.87	
NIKE INC CLASS B CUSIP 654106103	11 00000	06/07/2011	01/21/2014	812 66	447 12		0 00	365 54	
	1 00000	11/26/2012	01/21/2014	73 88	48 55		0 00	25 33	
	1 00000	11/26/2012	04/03/2014	74 30	48 54		0 00	25 76	
	12 00000	07/29/2013	08/12/2014	921 11	752 12		0 00	168 99	



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Proceeds from Broker and Barter Exchange Transactions continued

Long Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code (Box 1f)	Adjustments (Box 1g)	Gain/Loss Amount	Additional Information
NIKE INC CLASS B CUSIP 654106103	25.00000			\$1,881.95	\$1,296.33		\$0.00	\$585.62	
Subtotals									
NORDSON CORP CUSIP 655663102	1 00000	04/01/2013	05/14/2014	75 13	64 70		0 00	10 42	
NOVO NORDISK A S ADR CUSIP 670100205	5 00000	07/30/2013	08/22/2014	225 88	167 53		0 00	58 35	
OCCIDENTAL PETE CORP CUSIP 674599105	18 00000	07/29/2013	10/27/2014	1,552 75	1,615 50		0 00	-62 75	
	9 00000	07/29/2013	12/17/2014	686 05	779 61		0 00	-93 56	
Subtotals	27.00000			\$2,238.80	\$2,395.11		\$0.00	(\$156.31)	
ORACLE CORPORATION CUSIP 68389X105	8 00000	08/23/2011	04/02/2014	329 70	205 04		0 00	124 66	
	1 00000	08/23/2011	05/14/2014	41 90	25 63		0 00	16 27	
	1 00000	08/23/2011	10/15/2014	37 80	25 62		0 00	12 18	
	23 00000	07/30/2013	10/15/2014	869 44	750 84		0 00	118 60	
Subtotals	33.00000			\$1,278.84	\$1,007.13		\$0.00	\$271.71	
PEARSON PLC SPONS ADR CUSIP 705015105	31 00000	07/30/2013	08/22/2014	578 65	629 92		0 00	-51 27	
	15 00000	07/30/2013	08/28/2014	276 12	304 80		0 00	-28 68	
	15 00000	07/30/2013	09/09/2014	271 99	304 80		0 00	-32 81	
Subtotals	61.00000			\$1,126.76	\$1,239.52		\$0.00	(\$112.76)	
PEPSICO INCORPORATED CUSIP 713448108	5 00000	03/07/2011	02/20/2014	391 30	316 73		0 00	74 57	
	1 00000	11/26/2012	02/20/2014	78 27	69 79		0 00	8 48	
Subtotals	6.00000			\$469.57	\$386.52		\$0.00	\$83.05	

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Proceeds from Broker and Barter Exchange Transactions, continued

Long Term Gains or Losses (Box 2) For Covered Securities (Box 5)

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PRICELINE GROUP INC CUSIP 741503403	1 00000	08/15/2013	11/04/2014	1,095.35	931.62		0.00	163.73	
PROCTER & GAMBLE CO CUSIP 742718109	1 00000	11/26/2012	06/26/2014	78.70	69.26		0.00	9.44	
PRUDENTIAL FINANCIAL INC CUSIP 744320102	7 00000	06/24/2011	01/16/2014	634.06	417.97		0.00	216.09	
	1 00000	08/05/2011	01/16/2014	90.59	54.31		0.00	36.28	
Subtotals	8.00000			\$724.65	\$472.28		\$0.00	\$252.37	
PUBLICIS GROUP - S A NEW SPONS ADR CUSIP 74463M106	19 00000	07/30/2013	08/22/2014	346.63	360.77		0.00	-14.14	
	15 00000	07/30/2013	09/24/2014	256.28	284.82		0.00	-28.54	
	42 00000	07/30/2013	10/10/2014	684.42	797.49		0.00	-113.07	
Subtotals	76.00000			\$1,287.33	\$1,443.08		\$0.00	(\$155.75)	
QUALCOMM INC CUSIP 747525103	8 00000	10/26/2011	08/12/2014	594.05	409.18		0.00	184.87	
	5 00000	12/07/2012	08/12/2014	371.29	318.73		0.00	52.56	
	5 00000	12/07/2012	08/29/2014	379.97	318.72		0.00	61.25	
	7 00000	07/29/2013	08/29/2014	531.96	450.70		0.00	81.25	
	11 00000	07/29/2013	09/04/2014	821.95	708.25		0.00	113.70	
	7 00000	07/29/2013	11/06/2014	485.05	450.70		0.00	34.34	
Subtotals	43.00000			\$3,184.27	\$2,656.28		\$0.00	\$527.97	
RECKITT BENCKISER PLC SPONSORED ADR CUSIP 756255204	17 00000	07/30/2013	08/21/2014	293.01	241.23		0.00	51.78	
	10 00000	07/30/2013	11/07/2014	163.29	141.90		0.00	21.39	
	32 00000	07/30/2013	12/19/2014	523.78	454.08		0.00	69.70	
Subtotals	59.00000			\$980.08	\$837.21		\$0.00	\$142.87	



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Long Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1e)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code (Box 1f)	Adjustments (Box 1g)	Gain/Loss Amount	Additional Information
ROSS STORES INC (CALIF) CUSIP 778296103	15 00000	07/29/2013	12/04/2014	1,360 14	1,003 94		0 00	356 20	
SABMiller PLC ADR CUSIP 78572M105	6 00000	07/30/2013	09/15/2014	361 54	289 20		0 00	72 34	
	9 00000	07/30/2013	10/13/2014	469 85	433 79		0 00	36 06	
Subtotals	15.00000			\$831.39	\$722.99		\$0.00	\$108.40	
ST JUDE MEDICAL INC CUSIP 790849103	15 00000	07/30/2013	08/06/2014	973 89	780 31		0 00	193 58	
Schlumberger Ltd CUSIP 806857108	3 00000	11/08/2011	02/19/2014	273 17	227 11		0 00	46 06	
	4 00000	11/08/2011	04/03/2014	392 84	302 81		0 00	90 03	
	3 00000	11/08/2011	04/17/2014	300 78	227 11		0 00	73 67	
	5 00000	11/08/2011	05/27/2014	509 96	378 51		0 00	131 45	
Subtotals	15.00000			\$1,476.75	\$1,135.54		\$0.00	\$341.21	
SIRONA DENTAL SYSTEMS INC CUSIP 82966C103	1 00000	08/28/2012	05/14/2014	74 05	53 18		0 00	20 87	
SOUTHERN COPPER CORP CUSIP 84265V105	28 00000	07/30/2013	10/09/2014	800 47	761 04		0 00	39 43	
SUMITOMO MITSUI TRUST HOLDINGS INC SPON ADR CUSIP 86562X106	59 00000	07/30/2013	09/26/2014	245 94	274 94		0 00	-29 00	
	150 00000	07/30/2013	10/16/2014	553 96	699 00		0 00	-145 04	
Subtotals	209.00000			\$799.90	\$973.94		\$0.00	(\$174.04)	

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TJX COS INC NEW CUSIP 872540109	16.00000	07/29/2013	08/13/2014	857.28	828.16		0.00	29.12	
TAIWAN SEMICONDUCTOR MFG CO LTD ADR CUSIP 874039100	1.00000 11.00000 7.00000	11/06/2013 11/20/2013 11/20/2013	12/03/2014 12/03/2014 12/15/2014	22.75 250.36 153.59	18.23 193.98 123.44		0.00 0.00 0.00	4.52 56.38 30.15	
Subtotals	19.00000			\$426.70	\$335.65		\$0.00	\$91.05	
THERMO FISHER SCIENTIFIC INC CUSIP 883556102	7.00000	11/26/2012	02/19/2014	863.73	434.84		0.00	428.89	
3M CO CUSIP 88579Y101	4.00000 5.00000 6.00000	07/30/2013 07/30/2013 07/30/2013	09/17/2014 10/22/2014 12/10/2014	581.75 701.73 955.55	467.16 583.95 700.74		0.00 0.00 0.00	114.59 117.78 254.81	
Subtotals	15.00000			\$2,239.03	\$1,751.85		\$0.00	\$487.18	
TOYOTA MTR CORP ADR NEW 3/82 CUSIP 892331307	3.00000 1.00000 5.00000	07/30/2013 07/30/2013 07/30/2013	08/22/2014 11/21/2014 12/22/2014	342.38 121.38 630.83	368.85 122.95 614.75		0.00 0.00 0.00	-26.47 -1.57 16.08	
Subtotals	9.00000			\$1,094.59	\$1,106.55		\$0.00	(\$11.96)	
UNITED PARCEL SERVICE-B CUSIP 911312106	5.00000 5.00000 1.00000	03/30/2011 05/17/2011 11/26/2012	08/07/2014 08/07/2014 08/07/2014	475.92 475.92 95.19	372.95 367.68 72.08		0.00 0.00 0.00	102.97 108.24 23.11	
Subtotals	11.00000			\$1,047.03	\$812.71		\$0.00	\$234.32	



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Long Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code (Box 1f)	Adjustments (Box 1g)	Gain/Loss Amount	Additional Information
UNITED TECHNOLOGIES CORP CUSIP 913017109	17 00000	07/30/2013	11/26/2014	1,868.66	1,790.78		0.00	77.88	
VODAFONE GROUP PLC NEW SPONSORED ADR NO PAR CUSIP 92857W308	24 00000	07/30/2013	07/31/2014	798.53	1,338.61		0.00	-540.08	
YUM BRANDS INC CUSIP 988498101	6 00000	12/21/2012	03/17/2014	452.82	383.15		0.00	69.67	
	2 00000	02/07/2013	03/17/2014	150.95	127.39		0.00	23.56	
	2 00000	02/07/2013	05/15/2014	149.51	127.39		0.00	22.12	
	2 00000	03/13/2013	05/15/2014	149.51	138.56		0.00	10.95	
Subtotals	12.00000			\$902.79	\$776.49		\$0.00	\$126.30	
ACCENTURE PLC IRELAND SHARES CLASS A CUSIP G1151C101	3 00000	07/29/2013	08/27/2014	242.87	217.62		0.00	25.25	
	2 00000	07/29/2013	10/27/2014	158.23	145.08		0.00	13.15	
	5 00000	07/29/2013	10/28/2014	395.72	362.70		0.00	33.02	
	2 00000	07/29/2013	11/03/2014	161.95	145.08		0.00	16.87	
	7 00000	07/29/2013	11/05/2014	571.08	507.78		0.00	63.30	
	2 00000	07/30/2013	11/05/2014	163.17	147.31		0.00	15.86	
Subtotals	21.00000			\$1,693.02	\$1,525.57		\$0.00	\$167.45	
COVIDIEN PLC CUSIP G2554F113	3 00000	09/18/2013	10/15/2014	260.53	184.79		0.00	75.74	
	4 00000	11/06/2013	11/12/2014	371.12	260.20		0.00	110.92	
Subtotals	7.00000			\$631.65	\$444.99		\$0.00	\$186.66	
TYCO INTERNATIONAL LTD SHS CUSIP H89128104	9 00000	03/30/2011	03/19/2014	383.63	201.00		0.00	182.63	
	4 00000	05/26/2011	03/19/2014	170.50	95.56		0.00	74.94	
	2 00000	08/11/2011	03/19/2014	85.25	40.13		0.00	45.12	
	4 00000	08/19/2011	03/19/2014	170.52	75.37		0.00	95.15	

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RAYMOND AND IRENE WILBORN
CHARITABLE FOUNDATION

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Proceeds from Broker and Barter Exchange Transactions, continued

Long Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code (Box 1f)	Adjustments (Box 1g)	Gain/Loss Amount	Additional Information
TYCO INTERNATIONAL LTD	17 00000	08/19/2011	04/02/2014	726 02	320 28		0 00	405 74	
SHS	6 00000	10/17/2011	04/02/2014	256 25	130 08		0 00	126 17	
CUSIP H89128104	3 00000	10/17/2011	04/09/2014	124 06	65 03		0 00	59 03	
	9 00000	11/26/2012	04/09/2014	372 19	247 60		0 00	124 59	
Subtotals	54.00000			\$2,288.42	\$1,175.05		\$0.00	\$1,113.37	
Totals				\$98,328.53	\$86,322.18		\$0.00	\$12,006.29	



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Proceeds from Broker and Barter Exchange Transactions, continued

Long Term Gains or Losses (Box 2) For Noncovered Securities (Box 5)

Description CUSIP (Box 1e)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis	Code	Adjustments	Gain/Loss Amount	Additional Information
AT&T INC SR UNSECURED CPN 3.00% DUE 02/15/2022 CUSIP 00206RBD3	7000 00000	08/29/2012	02/04/2014	6,674 71	7,326 48		0 00	-651 77	
BIOGEN IDEC INC CUSIP 09062X103	4 00000 5 00000 9 00000	05/28/2009 05/28/2009	01/27/2014 11/20/2014	1,200 19 1,505 38 \$2,705.57	204 98 256 22 \$461.20		0 00 0 00 \$0.00	995 21 1,249 16 \$2,244.37	
CVS CAREMARK CORP CUSIP 126650100	7 00000 5 00000 10 00000 22 00000	11/06/2008 05/28/2009 05/28/2009 12/10/2014	06/25/2014 06/25/2014 12/10/2014	527 25 376 62 907 27 \$1,811.14	209 76 146 31 292 62 \$648.69		0 00 0 00 0 00 \$0.00	317 49 230 31 614 65 \$1,162.45	
COCA-COLA COMPANY CUSIP 191216100	6 00000 20 00000 26 00000	06/25/2007 05/28/2009	02/19/2014 02/19/2014	223 51 745 05 \$968.56	155 52 471 18 \$626.70		0 00 0 00 \$0.00	67 99 273 87 \$341.86	
COMCAST CORP CL A SPL NEW CUSIP 20030N200	18 00000	05/28/2009	06/12/2014	939 94	240 27		0 00	699 67	
CONOCO INC SENIOR NOTES CPN 6.95% DUE 04/15/2029 CUSIP 208251AE8	5000 00000	06/26/2007	09/18/2014	6,630 95	5,417 30		0 00	1,213 65	
DISNEY WALT COMPANY CUSIP 254687106	11 00000 21 00000 32 00000	06/26/2009 06/26/2009	08/20/2014 11/19/2014	988 68 1,888 61 \$2,877.29	258 39 493 29 \$751.68		0 00 0 00 \$0.00	730 29 1,395 32 \$2,125.61	

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Proceeds from Broker and Barter Exchange Transactions, continued

Long Term Gains or Losses (Box 2) For Noncovered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis	Code	Adjustments	Gain/Loss Amount	Additional Information
EBAY INC CUSIP 278642103	23 00000	04/25/2007	06/06/2014	1,141 13	780 39		0 00	360 74	
	18 00000	04/25/2007	06/24/2014	878 86	610 74		0 00	268 12	
	10 00000	04/25/2007	08/15/2014	532 12	339 30		0 00	192 82	
Subtotals	51.00000			\$2,552.11	\$1,730.43		\$0.00	\$821.68	
FEDERAL HOME LN MTG CORP NOTES CPN 75% DUE 11/25/2014 CUSIP 3137EACY3	23000 00000	11/06/2012	01/30/2014	23,111 55	23,197 80		0 00	-86 25	
GENERAL ELECTRIC COMPANY CUSIP 369604103	12 00000	08/18/2008	01/17/2014	318 12	351 96		0 00	-33 84	
	29 00000	05/28/2009	01/17/2014	768 81	382 45		0 00	386 36	
	10 00000	05/28/2009	01/21/2014	261 92	131 87		0 00	130 05	
	4 00000	08/27/2009	01/21/2014	104 77	56 88		0 00	47 89	
Subtotals	55.00000			\$1,453.62	\$923.16		\$0.00	\$530.46	
GOLDMAN SACHS GROUP INC CUSIP 38141G104	2 00000	09/09/2009	07/09/2014	328 25	339 64		0 00	-11 39	
	1 00000	06/14/2010	07/09/2014	164 12	135 89		0 00	28 23	
	1 00000	06/28/2010	07/09/2014	164 12	137 39		0 00	26 73	
	1 00000	11/22/2010	07/09/2014	164 13	158 80		0 00	5 33	
Subtotals	5.00000			\$820.62	\$771.72		\$0.00	\$48.90	
GOOGLE INC CL A CUSIP 38259P508	1 00000	10/22/2008	01/09/2014	1,135 48	358 19		0 00	777 29	
JOHNSON & JOHNSON CUSIP 478160104	1 00000	04/04/2008	05/14/2014	100 82	65 58		0 00	35 24	



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Proceeds from Broker and Barter Exchange Transactions, continued

Long Term Gains or Losses (Box 2) For Noncovered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis Code	Adjustments	Gain/Loss Amount	Additional Information
JUNIPER NETWORK INC CUSIP: 48203R104	28 00000	05/06/2009	07/23/2014	625 70	644 07	0 00	-18 37	
	25 00000	05/28/2009	07/23/2014	558 66	620 22	0 00	-61 56	
Subtotals	53.00000			\$1,184.36	\$1,264.29	\$0.00	(\$79.93)	
NOVARTIS AG SPON ADR CUSIP: 66987V109	5 00000	05/28/2009	02/19/2014	410 59	197 71	0 00	212 88	
	2 00000	05/28/2009	09/23/2014	187 08	79 09	0 00	107 99	
	2 00000	05/28/2009	09/25/2014	186 13	79 09	0 00	107 04	
	4 00000	05/28/2009	10/01/2014	373 46	158 16	0 00	215 30	
Subtotals	13.00000			\$1,157.26	\$514.05	\$0.00	\$643.21	
ORACLE CORPORATION CUSIP: 68389X105	14 00000	10/19/2010	04/02/2014	576 97	402 08	0 00	174 89	
PEPSICO INCORPORATED CUSIP: 713448108	10 00000	04/25/2007	02/20/2014	782 60	668 60	0 00	114 00	
	10 00000	05/28/2009	02/20/2014	782 61	512 48	0 00	270 13	
Subtotals	20.00000			\$1,565.21	\$1,181.08	\$0.00	\$384.13	
PFIZER INCORPORATED CUSIP: 717081103	30 00000	08/20/2010	04/24/2014	907 78	478 80	0 00	428 98	
	3 00000	08/20/2010	05/14/2014	87 54	47 88	0 00	39 66	
	23 00000	08/20/2010	08/13/2014	650 19	367 08	0 00	283 11	
	7 00000	09/13/2010	08/13/2014	197 89	119 77	0 00	78 12	
	31 00000	09/13/2010	12/03/2014	978 34	530 38	0 00	447 96	
Subtotals	94.00000			\$2,821.74	\$1,543.91	\$0.00	\$1,277.83	
PFIZER INC SR UNSECURED CPN: 620% DUE 03/15/2019 CUSIP: 717081DB6	5000 00000	10/21/2009	02/21/2014	5,990 80	5,673 30	0 00	317 50	

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Proceeds from Broker and Barter Exchange Transactions, continued

Long Term Gains or Losses (Box 2) For Noncovered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis	Code	Adjustments	Gain/Loss Amount	Additional Information
PROCTER & GAMBLE CO CUSIP: 742718109	10 00000	05/28/2009	06/26/2014	787 00	526 26		0 00	260 74	
ROCHE HOLDINGS LTD ADR CUSIP 771195104	2 00000	09/24/2010	02/19/2014	148 89	67 76		0 00	81 12	
	11 00000	09/24/2010	04/30/2014	400 89	186 37		0 00	214 52	
	8 00000	09/24/2010	09/30/2014	294 28	135 54		0 00	158 74	
	14 00000	09/24/2010	11/07/2014	511 17	237 20		0 00	273 97	
Subtotals	35 00000			\$1,355.23	\$626.87		\$0.00	\$728.35	
SCHLUMBERGER LTD CUSIP 806857108	2 00000	07/01/2010	02/19/2014	182 11	109 60		0 00	72 51	
THERMO FISHER SCIENTIFIC INC CUSIP: 883556102	7 00000	06/10/2010	01/29/2014	780 67	761.61		0 00	19.06	
U S TREASURY BONDS 08/28 CPN 5 50% DUE 08/15/2028 CUSIP: 912810FE3	2000 00000	11/27/2007	09/18/2014	2,591 01	2,291 25		0 00	299 76	
US TREASURY NOTES CPN 2 38% DUE 10/31/2014 CUSIP 912828LS7	8000 00000	10/04/2011	05/16/2014	8,083 09	8,473 77		0 00	-390 68	
	2000 00000	10/25/2012	05/16/2014	2,020 77	2,082 43		0 00	-61 66	
	4000 00000	03/13/2013	05/16/2014	4,041 56	4,138 76		0 00	-97 20	
Subtotals	14000 00000			\$14,145.42	\$14,694.96		\$0.00	(\$549.54)	
US TREASURY NOTES CPN 3 50% DUE 05/15/2020 CUSIP: 912828ND8	2000 00000	08/17/2011	12/19/2014	2,182 18	2,248 53		0 00	-66 35	



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Proceeds from Broker and Barter Exchange Transactions, continued

Long Term Gains or Losses (Box 2) For Noncovered Securities (Box 5)

Description (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis	Code	Adjustments	Gain/Loss Amount	Additional Information
US TREASURY NOTES CPN 1 50% DUE 06/30/2016 CUSIP 912828QR4	6000 00000	12/11/2012	07/22/2014	6,114.82	6,229.23		0.00	-114.41	
VERIZON COMMUNICATIONS NOTES CPN 6 10% DUE 04/15/2018 CUSIP 92399AEY5	5000 00000	04/15/2010	03/19/2014	5,850.35	5,465.05		0.00	385.30	
WELLS FARGO COMPANY CUSIP 949746101	20 00000	05/28/2009	03/27/2014	983.89	487.36		0.00	496.53	
	2 00000	05/28/2009	05/14/2014	98.50	48.74		0.00	49.76	
	16 00000	05/28/2009	06/19/2014	832.82	389.87		0.00	442.95	
	11 00000	06/17/2009	06/19/2014	572.58	255.20		0.00	317.38	
	11 00000	06/17/2009	07/16/2014	562.81	255.20		0.00	307.61	
	13 00000	06/17/2009	10/15/2014	625.20	301.60		0.00	323.60	
	5 00000	04/14/2010	10/15/2014	240.47	165.94		0.00	74.53	
Subtotals	78.00000			\$3,916.27	\$1,903.91		\$0.00	\$2,012.36	
Totals				\$102,983.76	87,955.10		\$0.00	15,028.58	

The Code column will reflect W for wash sale, C for collectibles, or D for market discount.

For some tax lots complete data is not available. Therefore, you may see N/A in the Proceeds, Gain/Loss or Cost columns. In these situations, you should determine the actual cost or proceeds and calculate the Gain/Loss. Please note that the totals will include any available cost or proceeds, even if the Gain/Loss is marked N/A.

Part XV Supplementary Information

3. Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BACKBONE CAMPAIGN P.O. BOX 278 VASHON, WA 98070	NONE	501-C-3	DONATION	750.
BUCKNER ALTERNATIVE HIGH SCHOOL 1350 NORTH HWY 393 LAGRANGE, KY 40031	NONE	SCHOOL	DONATION	3,000.
BIG SANDY HEALTH CARE, INC. 1709 KY ROUTE 321, SUITE 3 PRESTONBURG, KY 41653	NONE	501-C-3	DONATION	1,000.
CAMP JOY 3325 SWAMP CREEK ROAD SCWENKSVILLE, PA 19473	NONE	501-C-3	DONATION	9,000.
COALITION FOR THE HOMELESS 1300 W. 4TH STREET, SUITE 250 LAGRANGE, KY 40208	NONE	501-C-3	DONATION	500.
COMMUNITY FARM ALLIANCE 614 SHELBY STREET FRANKFORT, KY 40601	NONE	501-C-3	DONATION	750.
CROSSROADS PREGNANCY RESOURCE CENTER 606 CRYSTAL PALACE DR. LAGRANGE, KY 40031	NONE	501-C-3	DONATION	1,000.
DISCOVER DOWNTOWN LAGRANGE P.O. BOX 228 LAGRANGE, KY 40031	NONE	501-C-3	DONATION	1,000.
EAGLE CREEK GOLF COURSE 28200 S. HIGHWAY 53 LAGRANGE, KY 40031	NONE	GOVERNMENTAL UNIT	REFURBISH MUNICIPAL GOLF COURSE	12,000.
CENTER FOR WOMEN & FAMILIES 927 S. 2ND STREET LOUISVILLE, KY 40201	NONE	501-C-3	DONATION	1,500.
Total from continuation sheets				74,750.

Part XV Supplementary Information

3. Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FAMILY SCHOLAR HOUSE 403 REG SMITH CIRCLE LOUISVILLE, KY 40208	NONE	501-C-3	DONATION	750.
FELLOWSHIP OF RECONCILIATION P.O. BOX 271 NYACK, NY 10960	NONE	501-C-3	DONATION	3,000.
GALILEAN HOME MINISTRIES P.O. BOX 880 LIBERTY, KY 42539	NONE	501-C-3	DONATION	1,000.
GOOD SHEPHERD CHURCH 3511 RUDD AVENUE LOUISVILLE, KY 40212	NONE	501-C-3	DONATION	1,000.
KENTUCKIANA WORKS 909 E. BROADWAY LOUISVILLE, KY 40204	NONE	501-C-3	DONATION	2,000.
KIDS CANCER ALLIANCE P.O. BOX 24337 LOUISVILLE, KY 40224	NONE	501-C-3	DONATION	3,000.
LAGRANGE ELEMENTARY SCHOOL 500 W. JEFFERSON ST. LAGRANGE, KY 40031	NONE	SCHOOL	DONATION	8,000.
MADRE 121 WEST 27TH STREET, ROOM 301 NEW YORK, NY 10001	NONE	501-C-3	DONATION	1,250.
MIDDLE EAST CHILDREN'S ALLIANCE 1101 EIGHTH STREET, SUITE 100 BERKLEY, CA 94710	NONE	501-C-3	DONATION	1,500.
GHEENS SCIENCE CENTER 106 W. BRANDEIS AVE. LOUISVILLE, KY 40208	NONE	501-C-3	DONATION	1,000.
Total from continuation sheets.				

Part XV Supplementary Information

3. Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
OHIO VALLEY ENVIRONMENTAL COALITION P.O. BOX 6753 HUNTINGTON, WV 25773	NONE	501-C-3	DONATION	750.
OLDHAM EDUCATIONAL FOUNDATION 6165 W. HIGHWAY 146 CRESTWOOD, KY 40014	NONE	501-C-3	DONATION	1,000.
OLDHAM COUNTY PRESCHOOL 4309 BROWN BLVD. LAGRANGE, KY 40031	NONE	SCHOOL	DONATION	5,000.
OLDHAM COUNTY H.S. PROJECT GRADUATION 1150 N. HIGHWAY 393 BUCKNER, KY 40010	NONE	501-C-3	DONATION	4,000.
OLDHAM COUNTY HISTORICAL SOCIETY 106 N. SECOND AVENUE LAGRANGE, KY 40031	NONE	501-C-3	DONATION DONATION	1,250.
ONEIDA BAPTIST INSTITUTE P.O. BOX 67 ONEIDA, KY 40972	NONE	501-C-3	DONATION	1,000.
OLDHAM COUNTY SCHOOLS 6165 W. HIGHWAY 146 CRESTWOOD, KY 40014	NONE	SCHOOL	DONATION	1,000.
HOPE HEALTH CLINIC 1025 SANIBEL WAY, SUITE E LAGRANGE, KY 40031	NONE	501-C-3	DONATION	500.
INTERLINK COUNSELING SERVICES, INC. 8311 PRESTON HIGHWAY LOUISVILLE, KY 40219	NONE	501-C-3	DONATION	2,000.
KENTUCKY SCIENCE CENTER 727 W. MAIN ST. LOUISVILLE, KY 40202	NONE	501-C-3	DONATION	1,000.
Total from continuation sheets				

Part XV Supplementary Information

3. Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE HEALING PLACE 1020 W. MARKET STREET LOUISVILLE, KY 40202	NONE	501-C-3	DONATION	1,000.
THE KENTUCKY RESOURCES COUNCIL P.O. BOX 1070 FRANKFORT, KY 40602	NONE	501-C-3	DONATION	1,250.
THE UNIVERSITY OF LOUISVILLE FOUNDATION GRAWEMEYER HALL LOUISVILLE, KY 40292	NONE	501-C-3	DONATION	500.
YMCA OF GREATER LOUISVILLE 545 S SECOND STREET LOUISVILLE, KY 40202	NONE	501-C-3	DONATION	500.
THEATRE THREE COLLABORATIVE 14A ST. JAMES PLACE BROOKLYN, NY 10025	NONE	501-C-3	DONATION	1,000.
Total from continuation sheets				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
STOCKYARDS BANK	1.	1.	
TOTAL TO PART I, LINE 3	1.	1.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
WACHOVIA #6384-6097 - DIVIDENDS	6,954.	0.	6,954.	6,954.	
WACHOVIA #6384-6097 - INTEREST	4.	0.	4.	4.	
WACHOVIA #7737-9138 - ACCRUED INTEREST	-455.	0.	-455.	-455.	
WACHOVIA #7737-9138 - DIVIDENDS	25,821.	3,781.	22,040.	22,040.	
WACHOVIA #7737-9138 - INTEREST	5,910.	0.	5,910.	5,910.	
TO PART I, LINE 4	38,234.	3,781.	34,453.	34,453.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
NON DIVIDEND DISTRIBUTIONS	82.	82.	
TOTAL TO FORM 990-PF, PART I, LINE 11	82.	82.	

FORM 990-PF		ACCOUNTING FEES		STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PROFESSIONAL FEES	1,985.	0.		0.	
TO FORM 990-PF, PG 1, LN 16B	1,985.	0.		0.	

FORM 990-PF		OTHER PROFESSIONAL FEES		STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BROKERAGE FEES	11,513.	11,513.		0.	
TO FORM 990-PF, PG 1, LN 16C	11,513.	11,513.		0.	

FORM 990-PF		TAXES		STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	421.	421.		0.	
EXISCE TAX	6,619.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	7,040.	421.		0.	

FORM 990-PF		OTHER EXPENSES		STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OFFICE SUPPLIES	4.	0.		0.	
TO FORM 990-PF, PG 1, LN 23	4.	0.		0.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	8
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
WACHOVIA - GOVERNMENT BONDS	X		112,543.	113,595.
TOTAL U.S. GOVERNMENT OBLIGATIONS			112,543.	113,595.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			112,543.	113,595.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BROWN FOREMAN	68,800.	351,360.
STOCKYARDS BANK	15,000.	42,509.
UNITED CITIZENS	4,000.	4,000.
WACHOVIA - STOCKS & OPTIONS	521,122.	598,769.
TOTAL TO FORM 990-PF, PART II, LINE 10B	608,922.	996,638.

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
WACHOVIA - CORPORATE BONDS	55,308.	58,940.
TOTAL TO FORM 990-PF, PART II, LINE 10C	55,308.	58,940.

FORM 990-PF		OTHER INVESTMENTS	STATEMENT 11
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OCEDA - BADGETT OPTION	COST	140,000.	140,000.
WACHOVIA - MUTUAL FUNDS	COST	370,046.	374,015.
TOTAL TO FORM 990-PF, PART II, LINE 13		510,046.	514,015.

FORM 990-PF		OTHER ASSETS	STATEMENT 12
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INTEREST & DIVIDENDS RECEIVABLE	461.	965.	965.
TO FORM 990-PF, PART II, LINE 15	461.	965.	965.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JOHN R. WILBORN 2102 ASHCRAFT LANE LOUISVILLE, KY 40242	TRUSTEE 1.00	5,000.	0.	0.
CLARENCE CRAIGMYLE 2401 S. HWY 53 LAGRANGE, KY 40031	ADVISORY BOARD MEMBER 1.00	0.	0.	0.
BLAKE HASELTON 2644 SHEFFIELD COURT LAGRANGE, KY 40031	ADVISORY BOARD MEMBER 1.00	0.	0.	0.
TOM TEMPLE, SR. 3605 W. HWY 22 CRESTWOOD, KY 40014	ADVISORY BOARD MEMBER 1.00	0.	0.	0.
ELSIE CARTER 410 WEST MAIN STREET LAGRANGE, KY 40031	ADVISORY BOARD MEMBER 1.00	0.	0.	0.
EARL HEDGES PETH 2607 ABBEYDALE CT LAGRANGE, KY 40031	ADVISORY BOARD MEMBER 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		5,000.	0.	0.

Form **8868**

(Rev. January 2014)

Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

► **File a separate application for each return.**► **Information about Form 8868 and its instructions is at www.irs.gov/form8868.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. RAYMOND AND IRENE WILBORN CHARITABLE FND.	Employer identification number (EIN) or 31-1560453
	Number, street, and room or suite no. If a P.O. box, see instructions. C/O JOHN WILBORN 2102 ASHCRAFT LANE	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. LOUISVILLE, KY 40242	

Enter the Return code for the return that this application is for (file a separate application for each return) ☐ 0 ☒ 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

JOHN WILBORN, TRUSTEE

- The books are in the care of ► _____

Telephone No. ► **502-426-3768** Fax No. ► _____

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **8-15-** , 20 **15** , to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year 20 **14** or

► ☐ tax year beginning _____ , 20 _____ , and ending _____ , 20 _____ .

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	5360.00
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	5360.00
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.00

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.