Form **990-PF** Department of the Treasury Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052 **2014** Open to Public Inspection

For calendar year 2014 or tax year beginning , and ending

Name of foundation: THE HAROLD & EVELYN R. DAVIS MEMORIAL FOUNDATION, INC.

A Employer identification number 31-1598507

Number and street (or P O box number if mail is not delivered to street address): C/O KERKERING, BARBERIO, P.O. BOX 49348 | Room/suite

B Telephone number (781) 449-9146

City or town, state or province, country, and ZIP or foreign postal code: SARASOTA, FL 34230

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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)* ▶$ 608,251.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*

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

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

	Line	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	11,430.	11,365.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	20,954.			
	b Gross sales price for all assets on line 6a 143,265.				
	7 Capital gain net income (from Part IV, line 2)		20,954.		
	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				
	12 **Total.** Add lines 1 through 11	32,384.	32,319.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 2	1,250.	0.		1,250.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 3	901.	0.		61.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	1,290.	0.		1,290.
	22 Printing and publications				
	23 Other expenses STMT 4	7,177.	7,177.		0.
	24 **Total operating and administrative expenses** Add lines 13 through 23	10,618.	7,177.		2,601.
	25 Contributions, gifts, grants paid	25,625.			25,625.
	26 **Total expenses and disbursements** Add lines 24 and 25	36,243.	7,177.		28,226.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-3,859.			
	b **Net investment income** (if negative, enter -0-)		25,142.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		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	18,882.	1,923.	1,923.
	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			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 5	305,975.	300,250.	415,700.
	c Investments - corporate bonds STMT 6	172,797.	191,622.	190,628.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	497,654.	493,795.	608,251.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	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	497,654.	493,795.	
	30 **Total net assets or fund balances**	497,654.	493,795.	
	31 **Total liabilities and net assets/fund balances**	497,654.	493,795.	

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	497,654.
2	Enter amount from Part I, line 27a	2	-3,859.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	493,795.
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	493,795.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE ATTACHED	P	VARIOUS	12/31/14
b	SEE ATTACHED	P	VARIOUS	12/31/14
c	SEE ATTACHED	P	VARIOUS	12/31/14
d	CAPITAL GAINS DIVIDENDS			
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	30,010.		29,497.	513.
b	70,176.		55,914.	14,262.
c	42,888.		36,900.	5,988.
d	191.			191.
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				513.
b				14,262.
c				5,988.
d				191.
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } **2** 20,954.

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	25,001.	560,572.	.044599
2012	26,525.	523,709.	.050648
2011	25,253.	537,669.	.046968
2010	25,181.	517,396.	.048669
2009	29,802.	492,777.	.060478

2	**Total** of line 1, column (d)	2	.251362
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	.050272
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	601,821.
5	Multiply line 4 by line 3	5	30,255.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	251.
7	Add lines 5 and 6	7	30,506.
8	Enter qualifying distributions from Part XII, line 4	8	28,226.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	503.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3	Add lines 1 and 2		3	503.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	503.
6	Credits/Payments:			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a 560.		
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	560.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	3.
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	54.
11	Enter the amount of line 10 to be: **Credited to 2015 estimated tax** ▶ 54. **Refunded** ▶		11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	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.*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 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*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ FL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ KENNETH E. DAVIS Telephone no. ▶ (781) 449-9146

Located at ▶ 28 MARY CHILTON RD., NEEDHAM, MA ZIP+4 ▶ 02192

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

		Line	Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ▶			

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

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

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

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A — 5b

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? — 6b — No: X

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A — 7b

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

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

(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
KENNETH E. DAVIS 28 MARY CHILTON RD. NEEDHAM, MA 02492	SECRETARY/TREAS/DIRECTOR 1.00	0.	0.	0.
RICHARD P. DAVIS P.O. BOX 26034 KNOXVILLE, TN 37912	PRESIDENT & DIRECTOR 1.00	0.	0.	0.
MARCY E. DAVIS 105 W. 13TH ST, #12A NEW YORK, NY 10011	VICE PRESIDENT/DIRECTOR 1.00	0.	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 VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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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	579,440.
b	Average of monthly cash balances		1b	31,546.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	610,986.
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	610,986.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	9,165.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	601,821.
6	**Minimum investment return** Enter 5% of line 5		6	30,091.

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	30,091.
2a	Tax on investment income for 2014 from Part VI, line 5	2a 503.		
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	503.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	29,588.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	29,588.
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	29,588.

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	28,226.
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	28,226.
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	28,226.

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				29,588.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			25,961.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ $ 28,226.				
a Applied to 2013, but not more than line 2a			25,961.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				2,265.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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				27,323.
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	0.			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
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			
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	(e) Total
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 ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
JAZZ CLUB OF SARASOTA 330 S. PINEAPPLE AVE. #111 SARASOTA, FL 34236	NONE	PC	GENERAL	5,000.
KNOXVILLE CHORALE SOCIETY P.O. BOX 52976 KNOXVILLE, TN 37950	NONE	PC	GENERAL	375.
TIDEWELL HOSPICE & PALLIATIVE CARE 5955 RAND BLVD. SARASOTA, FL 34238	NONE	PC	GENERAL	10,250.
KNOXVILLE JAZZ FESTIVAL 2837 GIBBS DRIVE KNOXVILLE, TN 37918	NONE	PC	GENERAL	5,000.
EAST TENNESSEE FOUNDATION 625 MARKET STREET KNOXVILLE, TN 37902	NONE	PC	GENERAL	5,000.
Total			▶ 3a	25,625.
b Approved for future payment NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	11,430.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	20,954.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		32,384.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 32,384.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

Part XVII **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Kenneth E Davis | 5/8/15 | Treasurer

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
REBECCA U. STONER	Rebecca U Stoner CPA	3/13/15		P00585910
Firm's name ▶ KERKERING, BARBERIO & CO.			Firm's EIN ▶ 59-1753337	
Firm's address ▶ P.O. BOX 49348 SARASOTA, FL 34230-6348			Phone no. 941-365-4617	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
EASTERN BANK	11,621.	191.	11,430.	11,365.	
TO PART I, LINE 4	11,621.	191.	11,430.	11,365.	

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	1,250.	0.		1,250.
TO FORM 990-PF, PG 1, LN 16B	1,250.	0.		1,250.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEE	61.	0.		61.
EXCISE TAX	840.	0.		0.
TO FORM 990-PF, PG 1, LN 18	901.	0.		61.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMINISTRATIVE FEES	7,177.	7,177.		0.
TO FORM 990-PF, PG 1, LN 23	7,177.	7,177.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED	300,250.	415,700.
TOTAL TO FORM 990-PF, PART II, LINE 10B	300,250.	415,700.

FORM 990-PF	CORPORATE BONDS	STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED	191,622.	190,628.
TOTAL TO FORM 990-PF, PART II, LINE 10C	191,622.	190,628.

2014 Tax Information Statement

Payer's Name and Address:
EASTERN BANK - EASTERN WEALTH MANAGEMENT
605 BROADWAY LF 41
SAUGUS, MA 01906

Recipient's Tax ID Number: 31-1598507
Payer's Federal ID Number: 04-1655082
Payer's State ID Number:
State: FL
Questions? (617)897-1124

☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:
HAROLD & EVELYN DAVIS MEM FDN
C/O KERKERING BARBERIO & CO
ATTN: C. BAUMANN
1990 MAIN STREET, SUITE 801
SARASOTA, FL 34236

2014 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is proceeds less commissions and option premiums.
Covered (Box 5 is not checked)

Description of property *(Box 1a)*

Cusip Number	Date Sold or Disposed *(Box 1c)*	Date Acquired *(Box 1b)*	Form 8949 Checkbox	Proceeds *(Box 1d)*	Cost or Other Basis *(Box 1e)*	Code if any *(Box 1f)*	Adjustments *(Box 1g)*	Net Gain or Loss	Federal Income Tax Withheld *(Box 4)*	State Tax Withheld *(Box 16)*
Short Term Sales Reported on 1099-B										
5.0	CHUBB CORP									
171232101	01/27/2014	06/06/2013	A	430.97	430.02		0.00	0.95	0.00	0.00
12.0	COACH, INC.									
189754104	01/27/2014	03/04/2013	A	581.73	587.93		0.00	-6.20	0.00	0.00
5.0	COACH, INC.									
189754104	03/06/2014	03/13/2013	A	241.66	248.38		0.00	-6.72	0.00	0.00
5.0	COSTCO WHOLESALE CORP, NEW									
22160K105	01/27/2014	03/04/2013	A	566.92	515.70		0.00	51.22	0.00	0.00
10.0	DOW CHEMICAL CO									
260543103	01/27/2014	12/04/2013	A	433.46	390.11		0.00	43.35	0.00	0.00
39.0	DOW CHEMICAL CO									
260543103	03/06/2014	12/04/2013	A	1,944.82	1,521.43		0.00	423.39	0.00	0.00
3.0	EATON CORP PLC									
G29183103	10/27/2014	01/27/2014	A	187.43	220.27		0.00	-32.84	0.00	0.00
49.0	HOLLYFRONTIER CORP									
436106108	03/06/2014	10/08/2013	A	2,332.47	1,981.98		0.00	350.49	0.00	0.00

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Payer's State ID Number:	
State:	**FL**
Questions?	**(617)897-1124**

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2014 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

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Covered (Box 5 is not checked)

Description of property *(Box 1a)*

Cusip Number	Date Sold or Disposed *(Box 1c)*	Date Acquired *(Box 1b)*	Form 8949 Checkbox	Proceeds *(Box 1d)*	Cost or Other Basis *(Box 1e)*	Code If any *(Box 1f)*	Adjustments *(Box 1g)*	Net Gain or Loss	Federal Income Tax Withheld *(Box 4)*	State Tax Withheld *(Box 16)*
149.0	HOLLYFRONTIER CORP									
436106108	10/07/2014	10/08/2013	A	6,303.68	6,026.82		0.00	276.86	0.00	0.00
2.0	I B M CORP									
459200101	01/27/2014	10/03/2013	A	357.59	368.12		0.00	-10.53	0.00	0.00
122.0	I SHARES BARCLAYS 1-3 YR CREDIT BOND FUN									
464288646	02/07/2014	05/13/2013	A	12,877.43	12,878.32		0.00	-0.89	0.00	0.00
0.75	NOW, INC.									
67011P100	06/09/2014	03/07/2014	A	24.28	23.85		0.00	0.43	0.00	0.00
109.0	NOW, INC.									
67011P100	11/06/2014	Various	A	3,006.96	3,550.65		0.00	-543.69	0.00	0.00
6.0	TJX COMPANIES INC									
872540109	08/12/2014	01/27/2014	A	325.77	349.57		0.00	-23.80	0.00	0.00
13.0	WEYERHAEUSER CO									
962166104	01/27/2014	05/06/2013	A	395.24	403.65		0.00	-8.41	0.00	0.00
Total Short Term Sales Reported on 1099-B				**30,010.41**	**29,496.80**		**0.00**	**513.61**	**0.00**	**0.00**

Report on Form 8949, Part I, with Box A checked

Long Term Sales Reported on 1099-B

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. The taxpayer is ultimately responsible for the accuracy of their own tax return.

2014 Tax Information Statement

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EASTERN BANK - EASTERN WEALTH MANAGEMENT
605 BROADWAY LF 41
SAUGUS, MA 01906

Recipient's Tax ID Number: 31-1598507
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Payer's State ID Number:
State: FL
Questions? (617)897-1124

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2014 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is proceeds less commissions and option premiums.
Covered (Box 5 is not checked)

Description of property *(Box 1a)*

Cusip Number	Date Sold or Disposed *(Box 1c)*	Date Acquired *(Box 1b)*	Form 8949 Checkbox	Proceeds *(Box 1d)*	Cost or Other Basis *(Box 1e)*	Code if any *(Box 1f)*	Adjustments *(Box 1g)*	Net Gain or Loss	Federal Income Tax Withheld *(Box 4)*	State Tax Withheld *(Box 16)*
24.0	AETNA U S HEALTHCARE INC									
00817Y108	01/27/2014	08/28/2012	D	1,658.27	932.47		0.00	725.80	0.00	0.00
92.0	AETNA U S HEALTHCARE INC									
00817Y108	04/08/2014	08/28/2012	D	6,668.56	3,574.45		0.00	3,094.11	0.00	0.00
23.0	AMERICAN EXPRESS CO									
025816109	06/05/2014	10/05/2011	D	2,128.42	986.60		0.00	1,141.82	0.00	0.00
9.0	BECTON DICKINSON CO									
075887109	01/27/2014	03/26/2012	D	966.59	697.58		0.00	269.01	0.00	0.00
4.0	CATERPILLAR INC.									
149123101	01/27/2014	08/10/2012	D	363.57	354.17		0.00	9.40	0.00	0.00
13.0	CELGENE CORPORATION									
151020104	01/27/2014	08/01/2012	D	2,047.40	892.06		0.00	1,155.34	0.00	0.00
111.0	COACH, INC.									
189754104	03/06/2014	03/04/2013	D	5,364.85	5,438.36		0.00	-73.51	0.00	0.00
15.0	DISCOVER FINANCIAL SERVICES									
254709108	01/27/2014	04/18/2012	D	802.39	490.80		0.00	311.59	0.00	0.00

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SAUGUS, MA 01906

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State: FL
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2014 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

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Covered (Box 5 is not checked)

Description of property *(Box 1a)*

Cusip Number	Date Sold or Disposed *(Box 1c)*	Date Acquired *(Box 1b)*	Form 8949 Checkbox	Proceeds *(Box 1d)*	Cost or Other Basis *(Box 1e)*	Code if any *(Box 1f)*	Adjustments *(Box 1g)*	Net Gain or Loss	Federal Income Tax Withheld *(Box 4)*	State Tax Withheld *(Box 16)*
20.0	DISCOVER FINANCIAL SERVICES									
254709108	06/05/2014	04/18/2012	D	1,198.65	654.40		0.00	544.25	0.00	0.00
99.0	EATON CORP PLC									
G29183103	10/27/2014	08/05/2013	D	6,185.26	6,418.42		0.00	-233.16	0.00	0.00
14.0	EBAY INC									
278642103	01/27/2014	08/24/2012	D	742.04	658.83		0.00	83.21	0.00	0.00
128.0	EBAY INC									
278642103	10/27/2014	Various	D	6,538.56	6,040.02		0.00	498.54	0.00	0.00
4.0	FEDEX CORPORATION									
31428X106	01/27/2014	03/22/2012	D	529.50	368.18		0.00	161.32	0.00	0.00
0.75	HALYARD HEALTH INC									
40650V100	11/07/2014	12/04/2012	D	28.65	21.38		0.00	7.27	0.00	0.00
8.0	KIMBERLY CLARK CORP									
494368103	01/27/2014	12/04/2012	D	862.94	686.75		0.00	176.19	0.00	0.00
16.0	KIMBERLY CLARK CORP									
494368103	10/27/2014	12/04/2012	D	1,810.67	1,373.50		0.00	437.17	0.00	0.00

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2014 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

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Description of property *(Box 1a)*

Cusip Number	Date Sold or Disposed *(Box 1c)*	Date Acquired *(Box 1b)*	Form 8949 Checkbox	Proceeds *(Box 1d)*	Cost or Other Basis *(Box 1e)*	Code if any *(Box 1f)*	Adjustments *(Box 1g)*	Net Gain or Loss	Federal Income Tax Withheld *(Box 4)*	State Tax Withheld *(Box 16)*
9.0	MERCK & CO INC. NEW									
58933Y105	01/27/2014	07/08/2011	D	477.39	325.74		0.00	151.65	0.00	0.00
87.0	MORGAN STANLEY									
617446448	06/05/2014	11/28/2012	D	2,738.35	1,423.62		0.00	1,314.73	0.00	0.00
6.0	NUCOR CORP									
670346105	01/27/2014	04/13/2012	D	290.38	250.29		0.00	40.09	0.00	0.00
1.0	OCCIDENTAL PETROLEUM CORP									
674599105	11/06/2014	03/13/2013	D	85.59	83.32		0.00	2.27	0.00	0.00
106.0	ORACLE CORPORATION									
68389X105	01/27/2014	Various	D	3,885.14	3,556.14		0.00	329.00	0.00	0.00
6.0	PROCTER & GAMBLE CO									
742718109	01/27/2014	08/02/2012	D	472.16	381.20		0.00	90.96	0.00	0.00
8.0	STARBUCKS CORP									
855244109	01/27/2014	05/02/2012	D	596.65	463.95		0.00	132.70	0.00	0.00
30.0	STATE STREET CORP									
857477103	06/05/2014	03/23/2012	D	1,994.11	1,369.19		0.00	624.92	0.00	0.00

2014 Tax Information Statement

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605 BROADWAY LF 41
SAUGUS, MA 01906

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Payer's Federal ID Number: 04-1655082
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OMB No. 1545-0715

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Description of property *(Box 1a)*

Cusip Number	Date Sold or Disposed *(Box 1c)*	Date Acquired *(Box 1b)*	Form 8949 Checkbox	Proceeds *(Box 1d)*	Cost or Other Basis *(Box 1e)*	Code if any *(Box 1f)*	Adjustments *(Box 1g)*	Net Gain or Loss	Federal Income Tax Withheld *(Box 4)*	State Tax Withheld *(Box 16)*
16.0	SUNTRUST BANKS									
867914103	01/27/2014	01/03/2013	D	609.19	457.42		0.00	151.77	0.00	0.00
109.0	TJX COMPANIES INC									
872540109	08/12/2014	Various	D	5,918.12	4,317.20		0.00	1,600.92	0.00	0.00
100.0	TRANSOCEAN LTD									
H8817H100	03/06/2014	02/05/2013	D	4,272.07	5,697.38		0.00	-1,425.31	0.00	0.00
9.0	UIL HOLDINGS CORPORTION									
902748102	01/27/2014	03/20/2012	D	343.21	311.74		0.00	31.47	0.00	0.00
109.0	UIL HOLDINGS CORPORTION									
902748102	10/07/2014	03/20/2012	D	4,014.93	3,775.57		0.00	239.36	0.00	0.00
9.0	VISA, INC									
92826C839	06/10/2014	04/17/2012	D	1,928.03	1,100.86		0.00	827.17	0.00	0.00
21.0	WALGREEN CO									
931422109	01/27/2014	09/12/2012	D	1,210.00	743.99		0.00	466.01	0.00	0.00
18.0	WALGREEN CO									
931422109	06/10/2014	09/12/2012	D	1,335.27	637.70		0.00	697.57	0.00	0.00

2014 Tax Information Statement

Payer's Name and Address:
EASTERN BANK - EASTERN WEALTH MANAGEMENT
605 BROADWAY LF 41
SAUGUS, MA 01906

Recipient's Tax ID Number: 31-1598507
Payer's Federal ID Number: 04-1655082
Payer's State ID Number:
State: FL
Questions? (617)897-1124

☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:
HAROLD & EVELYN DAVIS MEM FDN
C/O KERKERING BARBERIO & CO
ATTN: C. BAUMANN
1990 MAIN STREET, SUITE 801
SARASOTA, FL 34236

2014 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is proceeds less commissions and option premiums.
Covered (Box 5 is not checked)

Description of property *(Box 1a)*

Cusip Number	Date Sold or Disposed *(Box 1c)*	Date Acquired *(Box 1b)*	Form 8949 Checkbox	Proceeds *(Box 1d)*	Cost or Other Basis *(Box 1e)*	Code if any *(Box 1f)*	Adjustments *(Box 1g)*	Net Gain or Loss	Federal Income Tax Withheld *(Box 4)*	State Tax Withheld *(Box 16)*
22.0	WALT DISNEY PRODUCTIONS									
254687106	01/27/2014	03/22/2012	D	1,600.50	952.71		0.00	647.79	0.00	0.00
18.0	XCEL ENERGY, INC.									
98389B100	01/27/2014	02/03/2012	D	508.14	477.84		0.00	30.30	0.00	0.00
Total Long Term Sales Reported on 1099-B				**70,175.55**	**55,913.83**		**0.00**	**14,261.72**	**0.00**	**0.00**

Report on Form 8949, Part II, with Box D checked

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. The taxpayer is ultimately responsible for the accuracy of their own tax return.

2014 Tax Information Statement

Payer's Name and Address:
EASTERN BANK - EASTERN WEALTH MANAGEMENT
605 BROADWAY LF 41
SAUGUS, MA 01906

Recipient's Tax ID Number: 31-1598507
Payer's Federal ID Number: 04-1655082
Payer's State ID Number:
State: FL
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☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:
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C/O KERKERING BARBERIO & CO
ATTN: C. BAUMANN
1990 MAIN STREET, SUITE 801
SARASOTA, FL 34236

2014 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is proceeds less commissions and option premiums.
For noncovered securities (Box 5 is checked) shown on this statement, cost basis information is not being reported to the IRS.
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property *(Box 1a)*

CUSIP Number	Date Sold or Disposed *(Box 1c)*	Date Acquired *(Box 1b)*	Form 8949 Checkbox	Proceeds *(Box 1d)*	Cost or Other Basis *(Box 1e)*	Code if any *(Box 1f)*	Adjustments *(Box 1g)*	Net Gain or Loss	Federal Income Tax Withheld *(Box 4)*	State Tax Withheld *(Box 16)*
Long Term Sales Reported on 1099-B										
5.0	APPLE									
037833100	04/08/2014	09/16/2010	E	2,610.84	1,360.82		0.00	1,250.02	0.00	0.00
11.0	HALLIBURTON CO									
406216101	01/27/2014	05/14/2010	E	534.92	310.09		0.00	224.83	0.00	0.00
156.0	I SHARES BARCLAYS INT CRDT									
464288638	02/07/2014	12/27/2011	E	17,010.07	16,668.14		0.00	341.93	0.00	0.00
81.0	I SHARES NATIONAL MUNI BOND ETF									
464288414	04/09/2014	Various	E	8,667.63	8,092.05		0.00	575.58	0.00	0.00
37.0	I SHARES S & P MIDCAP 400									
464287507	01/27/2014	04/29/2010	E	4,834.53	3,101.23		0.00	1,733.30	0.00	0.00
56.0	OCCIDENTAL PETROLEUM CORP									
674599105	11/06/2014	Various	E	4,792.90	4,413.65		0.00	379.25	0.00	0.00
97.0	ORACLE CORPORATION									
68389X105	01/27/2014	Various	E	3,555.27	2,405.15		0.00	1,150.12	0.00	0.00

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2014 Tax Information Statement

Payer's Name and Address:
EASTERN BANK - EASTERN WEALTH MANAGEMENT
605 BROADWAY LF 41
SAUGUS, MA 01906

Recipient's Tax ID Number: 31-1598507
Payer's Federal ID Number: 04-1655082
Payer's State ID Number:
State: FL
Questions? (617)897-1124
☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:
HAROLD & EVELYN DAVIS MEM FDN
C/O KERKERING BARBERIO & CO
ATTN: C. BAUMANN
1990 MAIN STREET, SUITE 801
SARASOTA, FL 34236

Reported to the IRS is proceeds less commissions and option premiums.
For noncovered securities (Box 5 is checked) shown on this statement, cost basis information is not being reported to the IRS.
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property *(Box 1a)*

CUSIP Number	Date Sold or Disposed *(Box 1c)*	Date Acquired *(Box 1b)*	Form 8949 Checkbox	Proceeds *(Box 1d)*	Cost or Other Basis *(Box 1e)*	Code if any *(Box 1f)*	Adjustments *(Box 1g)*	Net Gain or Loss	Federal Income Tax Withheld *(Box 4)*	State Tax Withheld *(Box 16)*
12.0	QUALCOMM INC									
747525103	01/27/2014	Various	E	882.02	548.89		0.00	333.14	0.00	0.00
Total Long Term Sales Reported on 1099-B				**42,888.18**	**36,900.02**		**0.00**	**5,988.17**	**0.00**	**0.00**

Report on Form 8949, Part II, with Box E checked

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ACCOUNT STATEMENT

DECEMBER 01, 2014 TO DECEMBER 31, 2014

Statement of Principal Investment Position

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
CASH AND EQUIVALENTS						
PRINCIPAL CASH			230.52- 230.52-			
* TOTAL CASH AND EQUIVALENTS			230.52- 230.52-		0.00 0 00	0.00
EQUITY						
CONSUMER DISCRETIONARY						
WALT DISNEY PRODUCTIONS	DIS	105.000	9,889.95 4,547.05	94.19 43 31	120.75 120.75	1.22
FORD MOTOR CO	F	472.000	7,316.00 6,321.00	15.50 13.39	236.00	3 23
HOME DEPOT INC	HD	87.000	9,132.39 6,619.24	104.97 76.08	163.56	1.79
STARBUCKS CORP	SBUX	89.000	7,302.45 4,864.65	82.05 54.66	113.92	1.56
WILLIAMS SONOMA INC	WSM	93 000	7,038.24 5,522.43	75.68 59.38	122.76	1.74
** TOTAL CONSUMER DISCRETIONARY	SUB-TOTAL		40,679.03 27,874.37		756.99 120.75	1.86
CONSUMER STAPLES						
COCA-COLA CO	KO	154.000	6,501.88 5,405.55	42.22 35.10	187.88	2.89
COSTCO WHOLESALE CORP, NEW	COST	55.000	7,796.25 5,673.06	141.75 103.15	78.10	1.00
KIMBERLY CLARK CORP	KMB	46.000	5,314.84 3,784.66	115.54 82.28	154.56 38.64	2.91
PROCTER & GAMBLE CO	PG	75.000	6,831.75 4,764.99	91.09 63.53	193.05	2.83
WALGREEN CO	WAG	98.000	7,467.60 3,471.83	76.20 35.43	132.30	1.77
** TOTAL CONSUMER STAPLES	SUB-TOTAL		33,912.32 23,100.39		745.89 38.64	2 20
ENERGY						
CHEVRON CORP	CVX	59.000	6,618.62 6,956.84	112.18 118.42	252.52	3.82
CONOCOPHILLIPS	COP	97.000	6,698.82 6,893.18	69.06 71.06	283.24	4.23
HALLIBURTON CO	HAL	146.000	5,742.18 5,391.57	39.33 36.93	105.12	1.83
NATIONAL-OILWELL, INC	NOV	79.000	5,176.87 5,586.38	65.53 70.71	145 36	2.81
** TOTAL ENERGY	SUB-TOTAL		24,236.49 24,857.95		786.24 0.00	3.24

ACCOUNT STATEMENT

DECEMBER 01, 2014 TO DECEMBER 31 2014

Statement of Principal Investment Position (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
FINANCIALS						
AMERICAN EXPRESS CO	AXP	87.000	8,094.48 4,375.18	93.04 50.29	90.48	1.12
BANK AMERICA CORP	BAC	460.000	8,229.40 7,118.50	17.89 15.48	92.00	1.12
CHUBB CORP	CB	73 000	7,553.31 6,278.30	103.47 86.00	146.00 36.50	1.93
DISCOVER FINANCIAL SERVICES	DFS	122.000	7,989.78 4,184.26	65.49 34.30	117.12	1.47
MORGAN STANLEY	MS	224.000	8,691.20 4,216.91	38.80 18.83	89.60	1.03
STATE STREET CORP	STT	94.000	7,379.00 4,928.64	78.50 52.43	112.80 28.20	1.53
SUNTRUST BANKS	STI	223.000	9,343.70 6,417.79	41.90 28.78	178.40	1 91
WEYERHAEUSER CO	WY	187.000	6,711 43 5,800.33	35.89 31.05	216.92	3.23
INVESCO LTD.	IVZ	212.000	8,378.24 8,211.52	39.52 38.73	212.00	2.53
** TOTAL FINANCIALS		SUB-TOTAL	72,370.54 51,537.43		1,255.32 64.70	1.73
HEALTH CARE						
BECTON DICKINSON CO	BDX	65.000	9,045.40 5,038.11	139.16 77.51	156.00	1.72
BIOGEN IDEC INC	BIIB	27.000	9,165.15 4,572.08	339.45 169.34		
CARDINAL HEALTH, INC.	CAH	98.000	7,911.54 4,536.18	80.73 46.29	134.26 33.57	1.70
CELGENE CORPORATION	CELG	86.000	9,619.96 2,950.66	111.86 34.31		
HALYARD HEALTH INC	HYH	5.000	227.35 142.57	45.47 28.51		
JOHNSON & JOHNSON	JNJ	74.000	7,738.18 5,471.87	104.57 73.94	207.20	2.68
MERCK & CO INC. NEW	MRK	102.000	5,792.58 3,502.83	56.79 34.34	183.60 45.90	3.17
** TOTAL HEALTH CARE		SUB-TOTAL	49,500.16 26,214.30		681.06 79.47	1.38
INDUSTRIALS						
CATERPILLAR INC.	CAT	66.000	6,040.98 5,793.25	91.53 87.78	184.80	3.06

Statement of Principal Investment Position (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
INDUSTRIALS						
FEDEX CORPORATION	FDX	59.000	10,245.94 5,430 65	173.66 92.04	47.20 11.80	0.46
GENERAL ELEC CO	GE	271.000	6,848.17 6,633.49	25.27 24.48	249 32 62.33	3.64
HONEYWELL INT'L INC.	HON	86.000	8,593.12 5,586.79	99.92 64.96	178.02	2.07
MASCO CORP	MAS	336.000	8,467.20 7,336.06	25.20 21.83	120.96	1.43
** TOTAL INDUSTRIALS		SUB-TOTAL	40,195.41 30,780.24		780.30 74.13	1.94
INFORMATION TECHNOLOGY						
ANALOG DEVICES	ADI	138.000	7,661.76 6,743.46	55 52 48.87	204.24	2.67
APPLE	AAPL	133.000	14,680.54 11,214.10	110.38 84.32	250.04	1.70
CORNING INC	GLW	212.000	4,861.16 2,597.32	22.93 12.25	101.76	2.09
GOOGLE INC CL A	GOOGL	13.000	6,898.58 4,800.33	530.66 369.26		
GOOGLE INC CL C	GOOG	9.000	4,737.60 2,574.09	526.40 286.01		
I B M CORP	IBM	30.000	4,813.20 5,521.80	160.44 184.06	132.00	2.74
QUALCOMM INC	QCOM	96.000	7,135.68 5,082.09	74.33 52 94	161.28	2.26
SALESFORCE COM	CRM	123.000	7,295.13 6,782.66	59.31 55.15		
VISA, INC	V	38.000	9,963 60 4,926.08	262.20 129.63	72.96	0.73
** TOTAL INFORMATION TECHNOLOGY		SUB-TOTAL	68,047.25 50,242.16		922.28 0.00	1.36
MATERIALS						
DOW CHEMICAL CO	DOW	137.000	6,248 57 5,344.50	45.61 39.01	230.16 57.54	3.68
NUCOR CORP	NUE	109.000	5,346.45 4,654.83	49.05 42.70	162.41 40.60	3 04
** TOTAL MATERIALS		SUB-TOTAL	11,595.02 9,999.33		392.57 98.14	3.39
TELECOMMUNICATIONS						

THE HAROLD & EVELYN R DAVIS MEMORIAL FOUNDATION, INC
31-1598507

Statement of Principal Investment Position (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
TELECOMMUNICATIONS						
VERIZON COMMUNICATIONS INC	VZ	152.000	7,110.56 6,575.29	46.78 43.26	334.40	4.70
** TOTAL TELECOMMUNICATIONS		SUB-TOTAL	7,110.56 6,575.29		334.40 0.00	4.70
UTILITIES						
DUKE ENERGY CORP NEW	DUK	51.000	4,260.54 3,882.98	83.54 76.14	162.18	3.81
THE WILLIAMS COS.	WMB	114.000	5,123.16 6,224.29	44.94 54.60	259.92	5.07
XCEL ENERGY, INC.	XEL	166.000	5,962.72 4,386.30	35.92 26.42	199.20 49.80	3.34
** TOTAL UTILITIES		SUB-TOTAL	15,346.42 14,493.57		621.30 49.80	4.05
MISCELLANEOUS						
I SHARES S & P MIDCAP 400	IJH	364.000	52,707.20 34,574.68	144.80 94.99	706.89	1.34
** TOTAL MISCELLANEOUS		SUB-TOTAL	52,707.20 34,574.68		706.89 0.00	1.34
* TOTAL EQUITY			415,700.40 300,249.71		7,983.24 525.63	1.92
FIXED INCOME						
ASTRAZENECA PLC ADR 1.95% 09/18/2019		25,000.000	24,948.75 25,202.58	99.80 100.81	487.50 139.48	1.95
GOLDMAN SACHS GROUP 2.375% 01/22/2018		25,000.000	25,252.50 25,206.86	101.01 100.83	593.75 262.24	2.35
I SHARES BARCLAYS INT CRDT	CIU	500.000	54,665.00 55,069.54	109.33 110.14	1,344.50	2.46
I SHARES BARCLAYS 1-3 YR CREDIT BOND FUND	CSJ	350.000	36,813.00 36,945.87	105.18 105.56	344.75	0.94
ISHARES FLOATING RATE BOND ETF	FLOT	201.000	10,158.54 10,200.73	50.54 50.75	44.82	0.44
J P MORGAN CHASE 2% 08/15/2017	___	25,000.000	25,237.75 25,328.20	100.95 101.31	500.00 188.89	1.98
SPDR BARCLAYS HIGH YIELD BOND ETF	JNK	351.000	13,552.11 13,667.84	38.61 38.94	812.21 64.92	5.99
* TOTAL FIXED INCOME			190,627.65 191,621.72		4,127.53 655.53	2.17
TOTAL PRINCIPAL ASSETS			606,097.53 491,640.91		12,110.77 1,181.16	2.00

ACCOUNT STATEMENT

DECEMBER 01, 2014 TO DECEMBER 31, 2014

Statement of Income Investment Position

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
CASH AND EQUIVALENTS						
FEDERATED GOV'T OBLIGATION TAX MANAGED FUND # 637	GTSXX	2,153.250	2,153.25 2,153.25	1.00 1.00	0.22 0.02	0.01
INCOME CASH			0.00			
* TOTAL CASH AND EQUIVALENTS			2,153.25 2,153.25		0.22 0.02	0.01
TOTAL INCOME ASSETS			2,153.25 2,153.25		0.22 0.02	0.01

Account Activity Detail

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
BEGINNING BALANCE		0.00	0.00	514,328.67	
INCOME					
DIVIDEND					
12/01/14	DIVIDEND ON 472 SHS FORD MOTOR CO AT .125 PER SHARE PAYABLE 12/01/2014 EX DATE 10/29/2014		59.00		
12/02/14	DIVIDEND ON 38 SHS VISA, INC AT 0.48 PER SHARE PAYABLE 12/02/2014 EX DATE 11/12/2014		18.24		
12/05/14	DIVIDEND ON 212 SHS INVESCO LTD. AT 0.25 PER SHARE PAYABLE 12/05/2014 EX DATE 11/14/2014		53.00		
12/05/14	DIVIDEND ON 500 SHS I SHARES BARCLAYS INT CRDT AT .223105 PER SHARE PAYABLE 12/05/2014 EX DATE 12/01/2014		111.55		
12/05/14	DIVIDEND ON 350 SHS I SHARES BARCLAYS 1-3 YR CREDIT BOND FUND AT .086675 PER SHARE PAYABLE 12/05/2014 EX DATE 12/01/2014		30.34		
12/05/14	DIVIDEND ON 201 SHS ISHARES FLOATING RATE BOND ETF AT .018618 PER SHARE PAYABLE 12/05/2014 EX DATE 12/01/2014		3.74		
12/09/14	DIVIDEND ON 74 SHS JOHNSON & JOHNSON AT 0.70 PER SHARE PAYABLE 12/09/2014 EX DATE 11/21/2014		51.80		