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Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

2014

Open to Public Inspection

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 MATTHEW T MELLON FOUNDATION-IMA			A Employer identification number 31-1734222	
Number and street (or P O box number if mail is not delivered to street address) BNY Mellon, N.A. - P O Box 185		Room/suite	B Telephone number (see instructions) (412) 234-5436	
City or town Pittsburgh	State PA	ZIP code 15230-0185		
Foreign country name	Foreign province/state/county	Foreign postal code	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) \$ 3,058,914		J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)		
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐				

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	36,259	36,246		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	217,232			
	b Gross sales price for all assets on line 6a 657,204				
	7 Capital gain net income (from Part IV, line 2)		217,232		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	253,491	253,478	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	876			
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	13,634	8,180		5,453
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	10,067	1,293		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	23,701	9,473	0	5,453
	25 Contributions, gifts, grants paid	178,000			178,000
26 Total expenses and disbursements. Add lines 24 and 25	201,701	9,473	0	183,453	
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements	51,790				
b Net investment income (if negative, enter -0-)		244,005			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

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ENVELOPE
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Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	5,006	120,833	120,833
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
Liabilities	11 Investments—land, buildings, and equipment basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	2,370,460	2,306,397	2,938,081
	14 Land, buildings, and equipment basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,375,466	2,427,230	3,058,914
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
	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	2,375,466	2,427,230	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	2,375,466	2,427,230	
	31 Total liabilities and net assets/fund balances (see instructions)	2,375,466	2,427,230	

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	2,375,466
2 Enter amount from Part I, line 27a	2	51,790
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	2,427,256
5 Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	5	26
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,427,230

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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 Statement			
b See Attached Statement			
c See Attached Statement			
d See Attached Statement			
e See Attached Statement			

(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			0
b			0
c			0
d			0
e			0

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			0
b			0
c			0
d			0
e			0

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	217,232
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }	3	120,339

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?
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.☒ Yes ☐ No**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	0	0	0.000000
2012			0.000000
2011			0.000000
2010			0.000000
2009			0.000000

2 Total of line 1, column (d)	2	0.000000
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.000000
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0
7 Add lines 5 and 6	7	0
8 Enter qualifying distributions from Part XII, line 4 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.	8	0

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	4,880	
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	4,880	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	4,880	
6	Credits/Payments:			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	5,038	
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	5,038	
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	158	
11	Enter the amount of line 10 to be Credited to 2015 estimated tax 158 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>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.</i>		X
c 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. ► \$ _____ (2) On foundation managers. ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		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? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► PA		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		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		
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13		
14	The books are in care of ► BNY MELLON, N.A. Telephone no. ► (412) 234-5436 Located at ► P.O. BOX 185, PITTSBURGH, PA ZIP+4 ► 15230-0185			
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? ☐ 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)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	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?	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 ► 20, 20, 20, 20		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	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. ► 20, 20, 20, 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.</i>)	3b	N/A
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)? ☐ Yes ☒ No

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ 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 (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JAMES R MELLON 1107 FIFTH AVE NEW YORK, NY 10128	CO-TRUSTEE	0	NONE	NONE
VIVIAN R MELLON 1107 FIFTH AVE NEW YORK, NY 10128	CO-TRUSTEE	0	NONE	NONE
DIANA MELLON 1107 FIFTH AVE NEW YORK, NY 10128	CO-TRUSTEE	0	NONE	NONE

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

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

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

NONE

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

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

Total number of others receiving over \$50,000 for professional services **NONE**

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	NONE

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	3,081,375
b	Average of monthly cash balances	1b	14,562
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	3,095,937
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	3,095,937
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	46,439
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,049,498
6	Minimum investment return. Enter 5% of line 5	6	152,475

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	152,475
2a	Tax on investment income for 2014 from Part VI, line 5	2a	4,880
b	Income tax for 2014 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	4,880
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	147,595
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	147,595
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	147,595

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	183,453
b	Program-related investments—total from Part IX-B	1b	NONE
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	183,453
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	183,453

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				147,595
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014.				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				28,372
f Total of lines 3a through e	28,372			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ 183,453				
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2014 distributable amount				147,595
e Remaining amount distributed out of corpus	35,858			
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:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	64,230			
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				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	64,230			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				28,372
e Excess from 2014				35,858

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

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

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

	Tax year				(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter:					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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:

NOT APPLICABLE

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

NOT APPLICABLE

c Any submission deadlines.

NOT APPLICABLE

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

NOT APPLICABLE

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 <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	178,000
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	NONE

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	36,259	
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	217,232	
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		253,491	0
13	Total. Add line 12, columns (b), (d), and (e)				13	253,491

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

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

[illegible]

MATTHEW T MELLON FOUNDATION-IMA

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

TANZANIA CHILDREN'S FUND

Street

P O. BOX 382006

City

CAMBRIDGE

State

MA

Zip Code

02238

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

42,000

Name

CENTER FOR TRANSFORMATIVE ACTION

Street

119 ABABEL TAYLOR HALL, CORNELL UNIVERSITY

City

ITHACA

State

NY

Zip Code

14853

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

11,000

Name

DOCTORS WITHOUT BORDERS

Street

333 7TH AVE, WITHOUT BORDERS

City

NEW YORK

State

NY

Zip Code

10001-5004

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

20,000

Name

ST. JUDE'S CHILDREN'S RESEARCH HOSPITAL

Street

262 DANNY THOMAS PLACE

City

MEMPHIS

State

TN

Zip Code

38105

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

20,000

Name

NEW YORK TIMES NEEDIEST CASES FUND

Street

4 CHASE METROTECH CENTER, 77TH FLOOR EAST

City

BROOKLYN

State

NY

Zip Code

11245

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

20,000

Name

ANIMALS ASIA

Street

300 BROADWAY, SUITE 32

City

SAN FRANCISCO

State

CA

Zip Code

94133-4587

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

20,000

MATTHEW T MELLON FOUNDATION-IMA

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

THE IRISH-AMERICAN PARTNERSHIP

Street

33 BROAD ST

City

BOSTON

State

MA

Zip Code

10022

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

15,000

Name

CITY HARVEST

Street

207 W. 25TH ST FLOOR 11

City

NEW YORK

State

NY

Zip Code

10018

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

10,000

Name

NEW YORK CITY RESCUE MISSION

Street

90 LAFAYETTE ST

City

NEW YORK

State

NY

Zip Code

10013

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

10,000

Name

EVELYN ALEXANDER WILDLIFE RESCUE

Street

228 WEST MONTAUK HIGHWAY

City

HAMPTON BAYS

State

NY

Zip Code

11946

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

10,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		Gross Sales	Cost or Other Basis	Valuation Method	Cost, Other Basis and Expenses			Net Gain or Loss
								Capital Gains/Losses	Other sales				Expense of Sale and Cost of Improvements	Depreciation	Adjustments	
	Long Term CG Distributions	Amount								657,204				439,972		217,232
	Short Term CG Distributions	96,893								0				0		0
1	X WASATCH SMALL CAP GROW	93672102			6/21/2011		12/8/2014	35,000		27,657						7,343
2	X WHIRLPOOL CORP	963320106			1/16/2014		7/24/2014	2,488		2,693						-205
3	X WHIRLPOOL CORP	963320106			2/20/2014		9/16/2014	1,222		1,104						118
4	X WHIRLPOOL CORP	963320106			2/20/2014		9/17/2014	2,463		2,208						255
5	X WYNN RESORTS LTD	983134107			10/25/2013		1/16/2014	2,095		1,665						430
6	X XLINX INC	983919101			7/12/2013		1/16/2014	938		860						78
7	X XLINX INC	983919101			7/15/2013		1/16/2014	1,407		1,299						108
8	X XLINX INC	983919101			7/17/2013		1/16/2014	1,876		1,739						137
9	X VALMONT INDUSTRIES INC	920253101			10/25/2013		1/16/2014	2,433		2,206						227
10	X THE SCOTTS MIRACLE-GRO CO	810186106			1/16/2014		9/16/2014	227		253						-26
11	X THE SCOTTS MIRACLE-GRO CO	810186106			1/16/2014		9/17/2014	790		886						-96
12	X SEVENTY SEVEN ENERGY INC	818097107			1/16/2013		7/24/2014	412		335						77
13	X THE SCOTTS MIRACLE-GRO CO	810186106			1/16/2014		9/18/2014	674		759						-85
14	X SEVENTY SEVEN ENERGY INC	818097107			1/19/2013		7/17/2014	21		17						4
15	X SIRONA DENTAL SYSTEMS INC	82966C103			10/25/2013		1/16/2014	5,612		5,650						-38
16	X SYMANTEC CORP	871503109			12/12/2013		5/28/2014	6,166		6,275						-109
17	X TARGET CORP	87612E106			11/18/2011		5/28/2014	2,763		2,694						109
18	X TARGET CORP	87612E106			12/8/2011		5/28/2014	1,105		1,077						28
19	X TARGET CORP	87612E106			10/25/2013		5/28/2014	1,105		1,281						-176
20	X TARGET CORP	87612E106			11/21/2011		5/28/2014	553		521						32
21	X TARGET CORP	87612E106			11/21/2011		6/18/2014	1,173		1,042						131
22	X TERADATA CORPORATION	88076W103			3/2/2011		1/16/2014	943		949						-6
23	X TIME INC	887228104			1/16/2014		6/18/2014	183		172						11
24	X TIME INC	887228104			1/16/2014		6/24/2014	17		16						1
25	X UGI CORP NEW	902681105			10/25/2013		1/16/2014	5,463		5,396						67
26	X UNION PAC CORP	907818108			10/25/2013		8/20/2014	11,823		8,469						3,354
27	X XLINX INC	983919101			7/17/2013		1/16/2014	1,876		1,738						138
28	X SEAGATE TECHNOLOGY	G7945M107			10/25/2013		1/16/2014	2,430		1,950						470
29	X XL GROUP PLC	G98290102			10/25/2013		10/17/2014	1,605		1,596						9
30	X XL GROUP PLC	G98290102			1/16/2014		1/16/2014	2,568		2,396						172
31	X TYCO INTERNATIONAL LTD	H89128104			3/16/2009		1/16/2014	3,278		761						2,517
32	X LYONDELLBASELL INDU-CL A	N53745100			3/29/2012		1/16/2014	1,641		813						828
33	X LYONDELLBASELL INDU-CL A	N53745100			3/30/2012		1/16/2014	1,641		823						818
34	X LYONDELLBASELL INDU-CL A	N53745100			3/30/2012		1/16/2014	2,462		1,243						1,219
35	X LYONDELLBASELL INDU-CL A	N53745100			4/2/2012		1/16/2014	821		419						402
36	X AMERICAN EXPRESS CO	025816109			6/21/2010		1/16/2014	2,628		1,258						1,360
37	X AMERICAN EXPRESS CO	025816109			6/21/2010		1/16/2014	1,752		850						902
38	X AMERICAN EXPRESS CO	025816109			7/7/2010		1/16/2014	6,133		2,795						3,338
39	X AMERICAN INTERNATIONAL CO	026874784			9/12/2012		1/16/2014	6,172		4,056						2,116
40	X AMERICAN INTERNATIONAL CO	026874784			9/12/2012		9/16/2014	4,445		2,704						1,741
41	X AMERIPRISE FINANCIAL INC	03076C106			1/21/2009		9/16/2014	7,485		1,150						6,335
42	X AMPHENOL CORP NEW	032095101			3/5/2013		4/24/2014	384		290						94
43	X AMPHENOL CORP NEW	032095101			3/6/2013		4/24/2014	1,826		1,383						443
44	X AMPHENOL CORP NEW	032095101			3/7/2013		4/24/2014	2,595		1,959						636
45	X BEST BUY INC	086516101			3/19/2013		5/28/2014	3,706		3,047						659
46	X BOEING CO	097023105			1/16/2014		8/20/2014	4,080		4,508						-428
47	X C B R E GROUP INC	12504L109			1/23/2012		1/16/2014	798		536						262
48	X C B R E GROUP INC	12504L109			1/23/2012		1/16/2014	1,330		901						429
49	X C B R E GROUP INC	12504L109			1/24/2012		1/16/2014	133		89						44
50	X C B S CORP-CLASS B	124857202			1/16/2014		4/24/2014	1,174		1,214						-40
51	X C B R E GROUP INC	12504L109			1/20/2012		1/16/2014	798		532						266
52	X C B R E GROUP INC	12504L109			1/24/2012		1/16/2014	931		626						305
53	X CIGNA CORP	125509109			6/22/2009		1/16/2014	7,111		1,953						5,158
54	X ANADARKO PETROLEUM COF	032511107			1/27/2012		1/16/2014	1,622		1,590						32
55	X ANADARKO PETROLEUM COF	032511107			1/26/2012		1/16/2014	811		794						17
56	X ANADARKO PETROLEUM COF	032511107			1/26/2012		2/20/2014	831		794						37
57	X ANADARKO PETROLEUM COF	032511107			6/18/2010		2/20/2014	831		425						406
58	X ANADARKO PETROLEUM COF	032511107			6/18/2010		6/18/2014	1,639		638						1,001
59	X ANADARKO PETROLEUM COF	032511107			6/18/2010		7/24/2014	1,565		586						969
60	X ANADARKO PETROLEUM COF	032511107			6/18/2010		9/16/2014	984		383						581
61	X AGUA AMERICA INC	03836W103			1/16/2014		4/24/2014	3,292		3,000						292
62	X AGUA AMERICA INC	03836W103			1/16/2014		4/25/2014	1,262		1,154						108
63	X BEST BUY INC	086516101			3/18/2013		5/28/2014	591		487						104
64	X C S X CORP	126408103			10/25/2013		3/24/2014	1,432		1,324						108
65	X C S X CORP	126408103			1/16/2014		3/24/2014	3,150		2,994						156
66	X CVS CAREMARK CORP	126650100			4/17/2013		1/16/2014	4,756		4,002						754
67	X CALIFORNIA RESOURCES CO	13057Q107			4/23/2009		12/19/2014	5		4						1
68	X CELGENE CORP	151020104			10/25/2013		8/20/2014	9,998		8,242						1,356
69	X CHEVRON CORPORATION	166764100			10/25/2013		4/24/2014	1,369		1,328						41

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV	Long Term CG Distributions	Short Term CG Distributions	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Totals			Capital Gains/Losses			Other sales	Gross Sales			Cost Other Basis and Expenses			Net Gain or Loss		
											Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments		Net Gain or Loss	Gross Sales	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	
70	X		CHUBB CORP	171232101			11/21/2007		1/16/2014	7,217	4,165							657,204	439,972						217,232	
71	X		COGNIZANT TECHNOLOGY S	192446102			10/12/2011		1/16/2014	2,009	1,437															572
72	X		COGNIZANT TECHNOLOGY S	192446102			3/30/2012		1/16/2014	1,005	770															235
73	X		COGNIZANT TECHNOLOGY S	192446102			10/11/2011		1/16/2014	4,018	2,699															1,319
74	X		COGNIZANT TECHNOLOGY S	192446102			10/11/2011		1/16/2014	2,009	1,351															658
75	X		CORRECTIONS CORP AMER	220251407			10/25/2013		2/20/2014	2,921	3,394															-473
76	X		DANAHER CORP	235851102			3/11/2005		1/16/2014	1,567	545															1,022
77	X		DILLARDS INC CL A	254067101			10/25/2013		1/16/2014	2,704	2,458															246
78	X		E M C CORP MASS	268648102			7/17/2009		3/24/2014	9,199	4,526															4,673
79	X		E M C CORP MASS	268648102			7/17/2009		3/24/2014	1,394	684															710
80	X		GAMESTOP CORP CL A	364671109			1/16/2014		6/18/2014	1,597	1,537															60
81	X		GAP INC	364760108			1/16/2014		6/18/2014	2,501	2,228															273
82	X		GENERAL ELECTRIC CO	369604103			2/7/2003		9/16/2014	262	226															36
83	X		GENERAL ELECTRIC CO	369604103			12/8/2011		9/16/2014	5,501	4,256															1,245
84	X		GOOGLE INC - CL A	38259P508			12/12/2013		3/24/2014	1,159	1,072															87
85	X		GOOGLE INC - CL A	38259P508			1/16/2014		3/24/2014	1,159	1,155															4
86	X		GREEN MOUNTAIN COFFEE F	393122106			12/12/2013		2/20/2014	3,461	1,999															1,462
87	X		HEWLETT PACKARD CO	428236103			10/25/2013		1/16/2014	3,513	2,879															634
88	X		HILLSHIRE BRANDS CO	432589109			10/25/2013		1/16/2014	5,489	5,177															312
89	X		INTERCONTINENTAL EXCH	45866F104			10/18/2011		2/20/2014	631	371															260
90	X		INTERCONTINENTAL EXCH	45866F104			10/19/2011		2/20/2014	2,105	1,235															870
91	X		INTERNATIONAL FLAVORS &	459506101			1/16/2014		6/18/2014	3,388	2,870															518
92	X		INTERNATIONAL FLAVORS &	459506101			1/16/2014		7/24/2014	2,801	2,348															453
93	X		JP MORGAN CHASE & CO	46625H100			11/19/2002		2/20/2014	1,787	678															1,109
94	X		NEUSTAR INC-CLASS A	64126X201			1/16/2014		7/24/2014	1,156	1,912															-756
95	X		NEXTERA ENERGY INC	65339F101			8/24/2010		2/20/2014	10,175	6,003															4,172
96	X		NIKE INC CLASS B	654106103			2/25/2013		9/16/2014	4,877	3,280															1,597
97	X		NOW INC/DE	67011P100			3/24/2014		6/12/2014	17	15															2
98	X		INTERCONTINENTAL EXCH	45866F104			10/19/2011		2/20/2014	2,105	1,240															865
99	X		INTERNATIONAL BUSINESS M	459200101			1/16/2014		10/17/2014	3,820	3,962															-142
100	X		NOW INC/DE	67011P100			3/24/2014		6/18/2014	408	349															59
101	X		OSHKOSH CORPORATION	688239201			10/25/2013		10/17/2014	1,286	1,598															-312
102	X		OSHKOSH CORPORATION	688239201			1/16/2014		10/17/2014	429	543															-114
103	X		PACKAGING CORP AMER	695156109			10/25/2013		3/24/2014	4,256	3,700															556
104	X		PEPSICO INC	713448108			11/22/2000		1/16/2014	4,145	2,237															1,908
105	X		PEPSICO INC	713448108			11/22/2000		7/24/2014	3,877	1,790															1,887
106	X		PFIZER INC	717081103			7/17/2009		1/16/2014	4,050	1,904															2,146
107	X		PFIZER INC	717081103			7/17/2009		2/20/2014	1,262	586															676
108	X		PHILIP MORRIS INTERNAT	718172109			2/7/2007		4/24/2014	4,183	2,245															1,938
109	X		PHILIP MORRIS INTERNAT	718172109			2/7/2007		6/18/2014	3,589	1,796															1,793
110	X		PHILIP MORRIS INTERNAT	718172109			2/7/2007		9/16/2014	5,091	2,694															2,397
111	X		PRAXAIR INC	74005P104			2/4/2005		1/16/2014	7,684	2,558															5,126
112	X		PROCTER & GAMBLE CO	742718109			1/16/2014		10/17/2014	829	808															21
113	X		PROCTER & GAMBLE CO	742718109			10/25/2013		10/17/2014	829	806															23
114	X		PULTE GROUP INC	745867101			1/16/2014		6/18/2014	1,173	1,160															13
115	X		QUALCOMM INC	747525103			3/3/2010		1/16/2014	1,495	779															716
116	X		RESMED INC	761152107			10/25/2013		5/28/2014	4,465	4,623															-158
117	X		ROBERT HALF INTL INC	770323103			12/2/2011		1/16/2014	4,241	2,711															1,530
118	X		SANDISK CORP	80004C101			10/25/2013		1/16/2014	2,924	2,798															126
119	X		SCHLUMBERGER LTD	806657108			2/14/2013		10/17/2014	8,394	7,351															1,043
120	X		SCHLUMBERGER LTD	806657108			2/15/2013		10/17/2014	2,798	2,405															393
121	X		E M C CORP MASS	268648102			1/30/2013		3/24/2014	558	495															63
122	X		EATON VANCE TAX-MAN EM	277907606			11/18/2010		9/24/2014	14,950	14,447															403
123	X		EDISON INTERNATIONAL	281020107			12/12/2013		3/24/2014	4,343	3,653															690
124	X		EATON VANCE TAX-MAN EM	277907606			11/18/2010		12/8/2014	76,614	80,752															-4,138
125	X		EATON VANCE TAX-MAN EM	277907606			6/21/2011		12/8/2014	22,386	23,577															-1,191
126	X		EDISON INTERNATIONAL	281020107			1/16/2014		3/24/2014	2,171	1,8685															

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Totals		
											Capital Gains/Losses		
											Gross Sales	Cost Other Basis and Expenses	Net Gain or Loss
	Long Term CG Distributions	Amount									657,204	439,972	217,232
	Short Term CG Distributions	96,893									0	0	0
139	FEDEX CORP	31428X106			6/20/2012		6/18/2014	743	458				285
140	FEDEX CORP	31428X106			6/21/2012		6/18/2014	1,040	641				399
141	FEDEX CORP	31428X106			6/21/2012		6/18/2014	1,040	639				401
142	FEDEX CORP NEW	343412102			10/25/2013		1/16/2014	803	768				35
143	FLUOR CORP NEW	343412102			10/16/2012		1/16/2014	1,606	1,155				451
144	FLUOR CORP NEW	343412102			10/16/2012		2/20/2014	1,283	924				359
145	FLUOR CORP NEW	343412102			10/15/2012		2/20/2014	1,123	797				326
146	LILLY ELI & CO	532457108			12/21/2012		7/24/2014	5,135	3,966				1,169
147	MACY'S INC	55616P104			10/25/2013		1/16/2014	7,810	6,315				1,495
148	MARATHON PETROLEUM CO	56585A102			10/25/2013		1/16/2014	5,089	4,167				922
149	MCKESSON CORPORATION	58155Q103			2/4/2009		7/24/2014	2,899	684				2,215
150	MCKESSON CORPORATION	58155Q103			4/24/2009		10/17/2014	6,487	1,549				4,938
151	MONDELEZ INTERNATIONAL	609207105			4/27/2012		6/18/2014	1,500	1,414				86
152	MOODY'S CORP	615369105			4/27/2012		6/18/2014	864	415				449
153	MOODY'S CORP	615369105			4/27/2012		6/18/2014	1,728	832				896
154	MOODY'S CORP	615369105			4/30/2012		6/18/2014	1,728	828				900
155	MOODY'S CORP	615369105			4/30/2012		6/18/2014	864	413				451
156	NAVIENT CORP	63938C108			10/25/2013		5/28/2014	2,829	2,980				-151
157	AGCO CORP	001084102			1/16/2014		8/20/2014	1,953	2,213				-260
158	ABBOTT LABORATORIES	002824100			10/25/2013		5/28/2014	3,169	2,984				185
159	ALLERGAN INC	018490102			10/25/2013		4/24/2014	11,590	6,484				5,106

Part I, Line 16c (990-PF) - Other Professional Fees

		13,634	8,180	0	5,453
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1		13,634	8,180		5,453

Part I, Line 18 (990-PF) - Taxes

		10,067	1,293	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	1,293	1,293		
2	PY EXCISE TAX DUE	3,736			
3	ESTIMATED EXCISE PAYMENTS	5,038			

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1				0	
2	PHILLIPS 66		0	3,173	3,585
3	PILGRIM'S PRIDE CORP		0	2,244	2,623
4	PRICE T ROWE GROUP INC		0	4,407	6,010
5	PROCTER & GAMBLE CO COM		0	2,419	2,733
6	PRUDENTIAL FINL INC		0	2,422	2,714
7	PUBLIC STORAGE INC COM		0	7,250	8,318
8	QUALCOMM INC		0	5,344	5,203
9	ROCKWELL INTL CORP NEW		0	1,331	1,334
10	SLM CORP		0	2,305	2,548
11	SPX CORP COM		0	4,284	3,609
12	SANDISK CORP COM		0	3,497	4,899
13	SCHLUMBERGER LIMITED COM		0	1,603	1,708
14	SCOTT'S COMPANY		0	1,266	1,246
15	SOUTHWEST AIRLINES CO		0	6,080	9,734
16	STATE ST CORP COM		0	3,579	3,925
17	TAUBMAN CTRS INC COM		0	5,228	5,349
18	PEPSICO INC		0	4,922	10,402
19	PFIZER INC COM		0	6,530	13,893
20	TESORO PETROLEUM CORPORATION CO		0	2,404	2,974
21	TEXAS INSTRUMENTS INC		0	5,243	8,020
22	TEXTRON INCORPORATED COMMON		0	4,811	5,474
23	TIME WARNER INC		0	4,374	5,979
24	TRAVELERS COS INC		0	6,914	8,468
25	TYSON FOODS INC CL A		0	3,052	3,207
26	VALERO ENERGY CORP NEW		0	4,870	4,950
27	VANGUARD INTL EQUITY INDEX FD		0	196,182	168,084
28	VERISIGN INC		0	2,681	2,850
29	VERIZON COMMUNICATIONS INC		0	12,701	12,163
30	VIACOM INC NEW		0	6,358	6,020
31	VISA INC		0	8,188	12,586
32	WADDELL & REED FINL INC CL A		0	4,921	3,986
33	WAL MART STORES INC		0	12,249	13,741
34	WASATCH ADVISORS FDS INC		0	132,807	157,326
35	WELLS FARGO & CO NEW		0	8,847	19,735
36	WESTLAKE CHEM CORP		0	5,126	4,276
37	WYNDHAM WORLDWIDE CORP		0	5,561	6,861
38	ACCENTURE PLC IRELAND SHS CL A		0	5,382	6,252
39	COPA HOLDINGS SA		0	5,307	3,938
40	ROYAL CARIBBEAN CRUISES LTD		0	5,400	7,419
41	A M G YACHTMAN FUND-SVC		0	250,000	361,543
42	AT&T INC		0	7,953	7,726
43	ABBOTT LABORATORIES		0	5,968	7,203
44	ABBVIE INC		0	6,654	8,507
45	AECOM TECHNOLOGY CORP DELAWARE		0	1,601	1,518
46	AFFILIATED MANAGERS GROUP INC		0	4,914	5,518

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
47	ALTRIA GROUP INC		0	8,460	11,332
48	AMEREN CORP		0	4,537	5,074
49	AMERICAN EXPRESS COMPANY		0	910	930
50	AMERIPRISE FINL INC		0	192	1,322
51	ANADARKO PETE CORP		0	510	990
52	ANSYS INC		0	1,482	1,640
53	ANTHEM INC		0	5,165	7,540
54	ARCHER DANIELS MIDLAND CO COM		0	7,028	8,840
55	BAKER HUGHES INC		0	6,133	5,046
56	BANK AMER CORP		0	6,844	7,156
57	BARD C R INCORPORATED		0	4,547	5,332
58	BARON SMALL CAP FUND 583		0	99,531	128,453
59	BED BATH & BEYOND INC		0	6,525	7,617
60	BERKSHIRE HATHAWAY INC DEL CL B		0	6,961	9,009
61	BIOMER IDEC INC		0	6,410	6,450
62	CIGNA CORP COM		0	2,696	3,087
63	CVS CORP		0	5,138	8,668
64	CABOT CORPORATION COMMON		0	5,503	4,386
65	CALIFORNIA RESOURCES CORP		0	194	220
66	CATERPILLAR INC		0	2,071	1,831
67	CENTURYTEL INC		0	4,373	5,145
68	CHESAPEAKE ENERGY CORP		0	5,986	4,892
69	CHEVRONTXACO CORP		0	4,682	4,375
70	CISCO SYS INC		0	4,666	5,007
71	CITIGROUP INC		0	1,504	1,623
72	COCA-COLA CO USD		0	2,346	2,533
73	COGNIZANT TECHNOLOGY SOLUTIONS		0	5,877	6,319
74	CONOCOPHILLIPS		0	8,538	8,287
75	CORNING INC COM		0	5,195	5,732
76	CORRECTIONS CORP AMER NEW		0	2,640	2,544
77	COVANCE INC		0	4,954	5,192
78	DST SYS INC DEL		0	4,603	4,708
79	DISNEY (WALT) COMPANY HOLDING CO.		0	7,802	16,012
80	DOW CHEMICAL COMPANY COMMON		0	7,512	7,298
81	DUKE ENERGY CORP NEW COM		0	5,553	6,683
82	EOG RES INC		0	4,225	7,550
83	EQT CORP COM		0	4,440	3,785
84	EATON VANCE SER TR II EMER MKTS CL		0	80,052	73,019
85	EMERSON ELECTRIC COMPANY		0	2,733	2,469
86	ENERGIZER HLDGS INC		0	3,673	4,500
87	ENERGY CORP NEW COM		0	5,594	6,124
88	EXXON MOBIL CORP		0	13,819	12,943
89	FACEBOOK INC		0	6,128	11,703
90	FIDELITY CONTRAFUND INC		0	250,000	365,451
91	FLUOR CORP NEW		0	2,266	2,425
92	FRANKLIN RES INC COM		0	6,186	6,091

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
93	GENERAL ELECTRIC CO		0	4,865	6,065
94	GILEAD SCIENCES INC		0	6,641	8,483
95	GOOGLE INC		0	3,586	3,715
96	GOOGLE INC		0	3,595	3,685
97	HANESBRANDS INC		0	5,256	8,930
98	HARBOR INTERNATIONAL FD		0	200,000	205,032
99	HARRIS ASSOC INVT TR OAKMARK FD		0	250,000	391,484
100	HERSHEY FOODS CORPORATION COM		0	2,887	3,118
101	HEWLETT PACKARD COMPANY		0	6,031	8,427
102	HOME DEPOT INC USD 0 05		0	11,073	14,696
103	HONEYWELL INTL INC		0	8,716	9,992
104	HOST MARRIOTT CORP NEW		0	5,522	5,942
105	INTERNATIONAL BUSINESS MACHINES C		0	3,464	3,048
106	INTUIT INC COM		0	4,652	8,297
107	ISHARES TR S & P SMALL CAP 600		0	53,397	128,318
108	J P MORGAN CHASE & CO		0	3,054	8,824
109	KIRBY CORP		0	3,177	2,503
110	KROGER COMPANY COMMON		0	4,360	7,063
111	LAS VEGAS SANDS CORP		0	5,405	4,071
112	LOCKHEED MARTIN CORP		0	7,541	8,281
113	LOWES COMPANIES INC COM		0	7,343	11,008
114	BOSTON SCIENTIFIC CORP COM		0	5,421	5,830
115	CBS CORP NEW		0	6,072	5,534
116	MARATHON PETROLEUM CORP		0	2,778	3,610
117	MASCO CORPORATION		0	2,574	3,024
118	MATTHEWS INTL FDS PACIFIC TIGER		0	200,000	227,580
119	MEDTRONIC INC		0	5,139	6,498
120	MERCK & CO INC		0	7,789	8,291
121	METTLER-TOLEDO INTL INC		0	5,211	6,352
122	MICROSOFT CORP COM		0	5,854	7,432
123	MICRON TECHNOLOGY		0	6,103	9,103
124	MONDELEZ INTERNATIONAL INC		0	3,382	3,632
125	NATIONAL-OILWELL INC		0	3,344	3,276
126	NAVIENT CORP W/D		0	1,159	1,513
127	NETAPP INC		0	5,982	6,218
128	NIKE INC CL B		0	2,724	4,808
129	NORTHROP GRUMMAN CORP		0	3,414	4,274
130	OCCIDENTAL PETROLEUM CORPORATIO		0	5,465	8,222
131	ORACLE CORPORATION		0	6,418	15,290
132	PACKAGING CORP AMER		0	2,467	3,122

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		96,893	Short Term CG Distributions		Amount		0		560,311	0	439,972	120,339	0	Adjusted Basis as of 12/31/16	F M V as of 12/31/16	Gain or Loss	Cost or Other Basis Plus Expense of Sale	Adjustments	Depreciation Allowed	Gross Sales Price	Date Acquired	Date Sold	Acquisition Method	CLUSIP #
1	WASATCH SMALL CAP GROWTH FUND	936712102	-	-	936712102	-	-	-	35,000	0	27,687	7,343	0	0	0	7,343	27,687	0	0	12/29/2014	12/29/2014	-	-	
2	WHIRLPOOL CORP	963320106	-	-	963320106	-	-	-	2,488	0	1,104	-208	0	0	0	-208	1,104	0	0	7/28/2014	7/28/2014	-	-	
3	WHIRLPOOL CORP	963320106	-	-	963320106	-	-	-	2,463	0	1,104	-208	0	0	0	-208	1,104	0	0	9/16/2014	9/16/2014	-	-	
4	WHIRLPOOL CORP	963320106	-	-	963320106	-	-	-	2,463	0	1,104	-208	0	0	0	-208	1,104	0	0	9/16/2014	9/16/2014	-	-	
5	WYNN RESORTS LTD	983134107	-	-	983134107	-	-	-	2,095	0	1,665	-430	0	0	0	-430	1,665	0	0	10/25/2013	10/25/2013	-	-	
6	XLINX INC	983919101	-	-	983919101	-	-	-	938	0	860	-78	0	0	0	-78	860	0	0	7/12/2013	7/12/2013	-	-	
7	XLINX INC	983919101	-	-	983919101	-	-	-	1,407	0	1,299	-108	0	0	0	-108	1,299	0	0	7/15/2013	7/15/2013	-	-	
8	XLINX INC	983919101	-	-	983919101	-	-	-	1,876	0	1,739	-137	0	0	0	-137	1,739	0	0	7/15/2013	7/15/2013	-	-	
9	VALMONT INDUSTRIES INC	920253101	-	-	920253101	-	-	-	2,433	0	2,206	-227	0	0	0	-227	2,206	0	0	10/25/2013	10/25/2013	-	-	
10	THE SCOTT'S MIRACLE-GRO COMPANY	810186106	-	-	810186106	-	-	-	227	0	253	-26	0	0	0	-26	253	0	0	1/16/2014	1/16/2014	-	-	
11	THE SCOTT'S MIRACLE-GRO COMPANY	810186106	-	-	810186106	-	-	-	790	0	886	-96	0	0	0	-96	886	0	0	9/17/2014	9/17/2014	-	-	
12	SEVENTY SEVEN ENERGY INC	818097107	-	-	818097107	-	-	-	412	0	335	-77	0	0	0	-77	335	0	0	1/16/2014	1/16/2014	-	-	
13	THE SCOTT'S MIRACLE-GRO COMPANY	810186106	-	-	810186106	-	-	-	674	0	759	-85	0	0	0	-85	759	0	0	1/19/2014	1/19/2014	-	-	
14	SEVENTY SEVEN ENERGY INC	818097107	-	-	818097107	-	-	-	21	0	17	-4	0	0	0	-4	17	0	0	11/19/2013	11/19/2013	-	-	
15	SIROMA DENTAL SYSTEMS INC	829669103	-	-	829669103	-	-	-	5,612	0	5,650	-38	0	0	0	-38	5,650	0	0	12/12/2013	12/12/2013	-	-	
16	SYMANTEC CORP	871503108	-	-	871503108	-	-	-	6,166	0	6,275	-109	0	0	0	-109	6,275	0	0	12/12/2013	12/12/2013	-	-	
17	TARGET CORP	87612E106	-	-	87612E106	-	-	-	2,783	0	2,654	-129	0	0	0	-129	2,654	0	0	11/18/2013	11/18/2013	-	-	
18	TARGET CORP	87612E106	-	-	87612E106	-	-	-	1,065	0	1,077	-12	0	0	0	-12	1,077	0	0	12/8/2013	12/8/2013	-	-	
19	TARGET CORP	87612E106	-	-	87612E106	-	-	-	1,065	0	1,077	-12	0	0	0	-12	1,077	0	0	12/8/2013	12/8/2013	-	-	
20	TARGET CORP	87612E106	-	-	87612E106	-	-	-	553	0	521	-32	0	0	0	-32	521	0	0	10/25/2013	10/25/2013	-	-	
21	TARGET CORP	87612E106	-	-	87612E106	-	-	-	1,713	0	1,642	-71	0	0	0	-71	1,642	0	0	11/21/2011	11/21/2011	-	-	
22	TERADATA CORPORATION	88076W103	-	-	88076W103	-	-	-	943	0	949	-6	0	0	0	-6	949	0	0	3/20/2011	3/20/2011	-	-	
23	TIME INC	887228104	-	-	887228104	-	-	-	183	0	172	-11	0	0	0	-11	172	0	0	1/16/2014	1/16/2014	-	-	
24	TIME INC	887228104	-	-	887228104	-	-	-	171	0	16	-1	0	0	0	-1	16	0	0	1/16/2014	1/16/2014	-	-	
25	U G T CORP NEW	902681105	-	-	902681105	-	-	-	5,463	0	5,398	-65	0	0	0	-65	5,398	0	0	10/25/2013	10/25/2013	-	-	
26	UNION PAC CORP	907818108	-	-	907818108	-	-	-	11,833	0	8,469	-3,364	0	0	0	-3,364	8,469	0	0	10/25/2013	10/25/2013	-	-	
27	XLINX INC	983919101	-	-	983919101	-	-	-	1,876	0	1,960	-84	0	0	0	-84	1,960	0	0	7/17/2013	7/17/2013	-	-	
28	SEAGATE TECHNOLOGY	97845M107	-	-	97845M107	-	-	-	2,430	0	2,396	-34	0	0	0	-34	2,396	0	0	10/25/2013	10/25/2013	-	-	
29	XL GROUP PLC	98290102	-	-	98290102	-	-	-	2,568	0	2,568	0	0	0	0	0	2,568	0	0	1/16/2014	1/16/2014	-	-	
30	XL GROUP PLC	98290102	-	-	98290102	-	-	-	3,278	0	3,278	0	0	0	0	0	3,278	0	0	1/16/2014	1/16/2014	-	-	
31	TYCO INTERNATIONAL LTD	H89128104	-	-	H89128104	-	-	-	1,641	0	823	-818	0	0	0	-818	823	0	0	3/29/2012	3/29/2012	-	-	
32	LYONDELLBASELL INDU-CL A	N53745100	-	-	N53745100	-	-	-	1,641	0	1,243	-398	0	0	0	-398	1,243	0	0	3/30/2012	3/30/2012	-	-	
33	LYONDELLBASELL INDU-CL A	N53745100	-	-	N53745100	-	-	-	2,462	0	419	-2,043	0	0	0	-2,043	419	0	0	4/2/2012	4/2/2012	-	-	
34	LYONDELLBASELL INDU-CL A	N53745100	-	-	N53745100	-	-	-	821	0	821	0	0	0	0	0	821	0	0	4/2/2012	4/2/2012	-	-	
35	LYONDELLBASELL INDU-CL A	N53745100	-	-	N53745100	-	-	-	2,628	0	2,628	0	0	0	0	0	2,628	0	0	6/21/2010	6/21/2010	-	-	
36	AMERICAN EXPRESS CO	025816109	-	-	025816109	-	-	-	1,452	0	850	-602	0	0	0	-602	850	0	0	6/21/2010	6/21/2010	-	-	
37	AMERICAN EXPRESS CO	025816109	-	-	025816109	-	-	-	6,133	0	2,795	-3,338	0	0	0	-3,338	2,795	0	0	7/17/2010	7/17/2010	-	-	
38	AMERICAN EXPRESS CO	025816109	-	-	025816109	-	-	-	6,133	0	2,795	-3,338	0	0	0	-3,338	2,795	0	0	7/17/2010	7/17/2010	-	-	
39	AMERICAN INTERNATIONAL GROUP	026874784	-	-	026874784	-	-	-	6,172	0	4,056	-2,116	0	0	0	-2,116	4,056	0	0	9/12/2012	9/12/2012	-	-	
40	AMERICAN INTERNATIONAL GROUP	03076C108	-	-	03076C108	-	-	-	7,485	0	2,704	-4,781	0	0	0	-4,781	2,704	0	0	12/1/2009	12/1/2009	-	-	
41	AMERIPRISE FINANCIAL INC	03076C108	-	-	03076C108	-	-	-	7,485	0	2,704	-4,781	0	0	0	-4,781	2,704	0	0	12/1/2009	12/1/2009	-	-	
42	AMPHENOL CORP NEW	030955101	-	-	030955101	-	-	-	384	0	290	-94	0	0	0	-94	290	0	0	3/5/2013	3/5/2013	-	-	
43	AMPHENOL CORP NEW	030955101	-	-	030955101	-	-	-	1,806	0	1,383	-423	0	0	0	-423	1,383	0	0	3/6/2013	3/6/2013	-	-	
44	BEST BUY INC	086516101	-	-	086516101	-	-	-	2,596	0	3,047	-451	0	0	0	-451	3,047	0	0	3/7/2013	3/7/2013	-	-	
45	BEST BUY INC	086516101	-	-	086516101	-	-	-	3,706	0	3,706	0	0	0	0	0	3,706	0	0	3/19/2013	3/19/2013	-	-	
46	C B E GROUP INC	097023105	-	-	097023105	-	-	-	4,080	0	4,080	0	0	0	0	0	4,080	0	0	1/16/2014	1/16/2014	-	-	
47	C B E GROUP INC	12504L109	-	-	12504L109	-	-	-	798	0	798	0	0	0	0	0	798	0	0	12/30/2012	12/30/2012	-	-	
48	C B E GROUP INC	12504L109	-	-	12504L109	-	-	-	1,330	0	901	-429	0	0	0	-429	901	0	0	12/30/2012	12/30/2012	-	-	
49	C B E GROUP INC	12504L109	-	-	12504L109	-	-	-	133	0	89	-44	0	0	0	-44	89	0	0	1/24/2012	1/24/2012	-	-	
50	C B E GROUP INC	12504L109	-	-	12504L109	-	-	-	1,174	0	1,214	-40	0	0	0	-40	1,214	0	0	1/24/2012	1/24/2012	-	-	
51	C B E GROUP INC	12504L109	-	-	12504L109	-	-	-	798	0	532	-266	0	0	0	-266	532	0	0	1/24/2012	1/24/2012	-	-	
52	C B E GROUP INC	12504L109	-	-	12504L109	-	-	-	931	0	626	-305	0	0	0	-305	626	0	0	1/24/2012	1/24/2012	-	-	
53	CIGNA CORP	125509109	-	-	125509109	-	-	-	7,111	0	1,953	-5,158	0	0	0	-5,158	1,953	0	0	6/22/2009	6/22/2009	-	-	
54	ANADARKO PETROLEUM CORP	032511107	-	-	032511107	-	-	-	1,622	0	1,590	-32	0	0	0	-32	1,590	0	0	12/7/2012	12/7/2012	-	-	
55	ANADARKO PETROLEUM CORP	032511107	-	-	032511107	-	-	-	811	0	794	-17	0	0	0	-17	794	0	0	12/6/2012	12/6/2012	-	-	
56	ANADARKO PETROLEUM CORP	032511107	-	-	032511107	-	-	-	831	0	425	-406	0	0	0	-406	425	0	0	12/6/2012	12/6/2012	-	-	
57	ANADARKO PETROLEUM CORP	032511107	-	-	032511107	-	-	-	1,639	0	638	-1,001	0	0	0	-1,001	638	0	0	6/18/2010	6/18/2010	-	-	
58	ANADARKO PETROLEUM CORP	032511107	-	-	032511107	-	-	-	1,585	0	596	-989	0	0	0	-989	596	0	0	6/18/2010	6/18/2010	-	-	
59	ANADARKO PETROLEUM CORP	032511107	-	-	032511107	-	-	-	984	0	383	-601	0	0	0	-601	383	0	0	6/18/2010	6/18/2010	-	-	
60	ANADARKO PETROLEUM CORP	032511107	-	-	032511107	-	-	-	3,292	0	3,000	-292	0	0	0	-292	3,000	0	0	6/18/2010	6/18/2010	-	-	
61	AMERICA INC	03658W103	-	-	03658W103	-	-	-	1,282	0	1,154	-128	0	0	0	-128	1,154	0	0	1/16/2014	1/16/2014	-	-	
62	AMERICA INC	03658W103	-	-	03658W103	-	-	-	1,282	0	1,154	-128	0	0	0	-128	1,154							

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

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Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	JAMES R MELLON		1107 FIFTH AVE	NEW YORK	NY	10128		CO-TRUSTEE		0	NONE	NONE
2	VIVIAN R MELLON		1107 FIFTH AVE	NEW YORK	NY	10128		CO-TRUSTEE		0	NONE	NONE
3	DIANA MELLON		1107 FIFTH AVE	NEW YORK	NY	10128		CO-TRUSTEE		0	NONE	NONE

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date		Amount
1 Credit from prior year return		1	0
2 First quarter estimated tax payment	5/9/2014	2	1,260
3 Second quarter estimated tax payment	12/6/2014	3	3,778
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	
7 Total		7	5,038