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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

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.

Open to Public Inspection

For calendar year 2014 or tax year beginning , and ending

Name of foundation
FLORA Y HATCHER TRUST

Number and street (or P O box number if mail is not delivered to street address) Room/suite
Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041

City or town State ZIP code
Winston Salem NC 27101-3818

Foreign country name Foreign province/state/county Foreign postal code

A Employer identification number
31-6670506

B Telephone number (see instructions)
(888) 730-4933

C If exemption application is pending, check here

D 1. Foreign organizations, check here
2. Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

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

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

H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 967,115**

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	21,655	20,344		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	31,447			
	b Gross sales price for all assets on line 6a 409,744				
	7 Capital gain net income (from Part IV, line 2)		31,447		
	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	53,102	51,791	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	15,239	11,429		3,810
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,086			1,086
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	930	279		
	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	17,255	11,708	0	4,896	
25 Contributions, gifts, grants paid	41,283			41,283	
26 Total expenses and disbursements. Add lines 24 and 25	58,538	11,708	0	46,179	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-5,436				
b Net investment income (if negative, enter -0-)		40,083			
c Adjusted net income (if negative, enter -0-)			0		

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Form 990-PF (2014)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	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	32,563	21,374	21,374
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	848,834	856,063	945,742	
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)	881,397	877,437	967,116	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	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. ▶ <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	881,397	877,437	
	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)	881,397	877,437		
31	Total liabilities and net assets/fund balances (see instructions)	881,397	877,437		

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)	1 881,397
2	Enter amount from Part I, line 27a	2 -5,436
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3 4,689
4	Add lines 1, 2, and 3	4 880,650
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5 3,213
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 877,437

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	31,447
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	0

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	46,202	958,053	0.048225
2012	43,590	922,965	0.047228
2011	46,152	935,575	0.049330
2010	38,494	881,918	0.043648
2009	55,093	783,421	0.070324
2	Total of line 1, column (d)		2 0.258755
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 0.051751
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5		4 984,428
5	Multiply line 4 by line 3		5 50,945
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 401
7	Add lines 5 and 6		7 51,346
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 46,179

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b	1	802	
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	802	
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	802	
6	Credits/Payments:			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	577	
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	577	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	225	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11	Enter the amount of line 10 to be Credited to 2015 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b	N/A	
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ WELLS FARGO BANK N A Telephone no ▶ 888-730-4933 Located at ▶ 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ▶ 27101-3818			
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 ▶ <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014)	3b	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? 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? 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?

5b	N/A	
6b		X
7b	N/A	

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
Wells Fargo Bank, N A 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, I	Trustee 4.00	15,239		

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 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 (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 ▶ 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 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 ▶	0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	966,396
b	Average of monthly cash balances	1b	33,023
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	999,419
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	999,419
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	14,991
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	984,428
6	Minimum investment return. Enter 5% of line 5	6	49,221

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	49,221
2a	Tax on investment income for 2014 from Part VI, line 5	2a	802
b	Income tax for 2014 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	802
3	Distributable amount before adjustments Subtract line 2c from line 1	3	48,419
4	Recoveries of amounts treated as qualifying distributions	4	2,963
5	Add lines 3 and 4	5	51,382
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	51,382

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	46,179
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	46,179
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	46,179

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				51,382
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			38,251	
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				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 46,179				
a Applied to 2013, but not more than line 2a			38,251	
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				7,928
e Remaining amount distributed out of corpus				
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	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				
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				43,454
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				
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**

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:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p>a <i>Paid during the year</i> See Attached Statement</p>				
<p>Total</p>			▶ 3a	41,283
<p>b <i>Approved for future payment</i> NONE</p>				
<p>Total</p>			▶ 3b	0

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

Recipient(s) paid during the year

Name
HUNTINGDON COLLEGE

Street
1500 EAST FAIRVIEW AVENUE

City MONTGOMERY	State AL	Zip Code 36106	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution SCHOLARSHIP			Amount 22,123

Name
UNITED METHODIST CHILDREN'S HOME

Street
3140 ZELDA COURT

City MONTGOMERY	State AL	Zip Code 36106	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			Amount 19,160

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

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	Gross Sales Price	Totals		Cost, Other Basis and Expenses		Net Gain or Loss		
									Capital Gains/Losses	Other sales	Gross Sales	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments
	Long Term CG Distributions	Amount								409,744		378,267		31,447	
	Short Term CG Distributions	17,747							0		0			0	
1	X DREYFUS EMG MKT DEBT LO	261980494			12/17/2010		8/18/2014	5,148		8,097				0	51
2	X DRIEHAUS ACTIVE INCOME F	262028855			2/11/2013		1/21/2014	4,638		4,612				0	26
3	X DRIEHAUS ACTIVE INCOME F	262028855			7/12/2013		1/21/2014	5,752		5,715				0	37
4	X DRIEHAUS ACTIVE INCOME F	262028855			7/12/2013		8/18/2014	13,416		13,342				0	74
5	X DRIEHAUS ACTIVE INCOME F	262028855			10/11/2013		8/18/2014	5,617		5,575				0	42
6	X EATON VANCE GLOBAL MACI	277923728			7/12/2013		10/22/2014	9,199		9,408				0	-209
7	X EATON VANCE GLOBAL MACI	277923728			1/23/2014		10/22/2014	5,387		5,421				0	-34
8	X HARBOR CAPITAL APRCTIO	411511504			3/22/2011		1/21/2014	1,323		848				0	475
9	X HARBOR CAPITAL APRCTIO	411511504			4/24/2014		8/18/2014	2,595		2,493				0	1,023
10	X HARBOR CAPITAL APRCTIO	411511504			3/22/2011		8/18/2014	8,057		8,821				0	2,236
11	X KEELEY SMALL CAP VAL FD C	487300808			12/17/2010		8/18/2014	9,340		5,910				0	3,430
12	X KEELEY SMALL CAP VAL FD C	487300808			8/6/2011		8/18/2014	9,863		5,485				0	4,378
13	X LAUDUS MONDRIAN INTL FIH	518550855			3/22/2011		4/22/2014	17,051		18,830				0	-1,779
14	X LAUDUS MONDRIAN INTL FIH	518550855			2/14/2012		4/22/2014	2,290		2,451				0	-171
15	X LAUDUS MONDRIAN INTL FIH	518550855			1/23/2014		4/22/2014	3,315		3,251				0	64
16	X MERGER FD SH BEN INT #280	589509108			3/22/2011		8/18/2014	4,205		4,095				0	110
17	X MERGER FD SH BEN INT #280	589509108			3/22/2011		5/8/2014	10,108		9,841				0	187
18	X ASG GLOBAL ALTERNATIVES	838721885			7/12/2013		1/21/2014	3,829		3,852				0	-23
19	X ASG GLOBAL ALTERNATIVES	838721885			7/12/2013		8/18/2014	5,356		5,451				0	-95
20	X NUVEEN HIGH YIELD MUNI B	870650772			4/24/2014		10/28/2014	755		723				0	32
21	X NUVEEN HIGH YIELD MUNI B	870650772			4/24/2014		12/19/2014	18,891		16,118				0	775
22	X OPPENHEIMER DEVELOPING	983970700			2/11/2013		8/18/2014	2,335		2,108				0	227
23	X PIMCO TOTAL RET FD-INST #	893390700			5/10/2012		1/21/2014	2,774		2,902				0	-128
24	X PIMCO TOTAL RET FD-INST #	893390700			3/22/2011		8/18/2014	4,140		4,138				0	4
25	X PIMCO TOTAL RET FD-INST #	893390700			5/10/2012		8/18/2014	507		523				0	-16
26	X PIMCO TOTAL RET FD-INST #	893390700			10/11/2013		8/18/2014	1,458		1,447				0	11
27	X PIMCO TOTAL RET FD-INST #	893390700			10/11/2013		9/5/2014	3,638		3,592				0	47
28	X PIMCO TOTAL RET FD-INST #	893390700			5/4/2008		8/30/2014	3,236		4,923				0	313
29	X PIMCO TOTAL RET FD-INST #	893390700			10/31/2008		8/30/2014	48,440		45,187				0	3,253
30	X PIMCO TOTAL RET FD-INST #	893390700			10/11/2013		9/30/2014	3,152		3,108				0	45
31	X PIMCO TOTAL RET FD-INST #	893390700			4/24/2014		9/30/2014	5,191		5,187				0	24
32	X RIDGEWORTH SEIX HY BD-I #	786281845			7/12/2013		1/21/2014	7,414		7,557				0	-143
33	X RIDGEWORTH SEIX HY BD-I #	786281845			10/11/2013		1/21/2014	1,309		1,331				0	-22
34	X RIDGEWORTH SEIX HY BD-I #	786281845			3/22/2011		1/21/2014	15,227		15,536				0	-309
35	X RIDGEWORTH SEIX HY BD-I #	786281845			3/22/2011		4/22/2014	19,747		19,958				0	-219
36	X RIDGEWORTH SEIX HY BD-I #	786281845			10/24/2011		4/22/2014	5,081		4,787				0	284
37	X T ROWE PRICE SHORT TERM	779571105			2/11/2013		4/22/2014	9,465		9,564				0	-99
38	X T ROWE PRICE SHORT TERM	779571105			2/11/2013		8/18/2014	5,106		5,158				0	-53
39	X T ROWE PRICE SHORT TERM	779571105			2/11/2013		10/22/2014	2,280		2,304				0	-24
40	X T ROWE PRICE SHORT TERM	779571105			2/11/2013		10/28/2014	3,248		3,252				0	-34
41	X T ROWE PRICE SHORT TERM	779571105			2/14/2012		10/28/2014	2,093		2,115				0	-22
42	X SPDR DJ WLSHIRE INTERNA	78483X883			4/27/2011		8/18/2014	857		811				0	46
43	X VANGUARD TOTAL BOND MA	921937835			8/30/2014		10/22/2014	2,089		2,050				0	19
44	X VANGUARD TOTAL BOND MA	921937835			8/30/2014		10/28/2014	5,948		5,905				0	41
45	X VANGUARD FTSE EMERGING	922042858			2/7/2013		1/21/2014	8,683		9,719				0	-1,036
46	X VANGUARD FTSE EMERGING	922042858			12/17/2010		1/21/2014	8,286		7,539				0	-1,253
47	X ARTISAN MID CAP FUNDINS	04314H800			2/11/2013		4/22/2014	5,733		4,794				0	839
48	X CREDIT SUISSE COMM RET S	22544R305			3/22/2011		4/22/2014	3,752		4,623				0	-871
49	X CREDIT SUISSE COMM RET S	22544R305			3/22/2011		8/18/2014	13,385		16,770				0	-3,385
50	X DIAMOND HILL LONG-SHORT	25264S833			1/21/2012		1/21/2014	1,065		840				0	225
51	X VANGUARD FTSE EMERGING	922042858			12/17/2010		8/18/2014	1,084		1,178				0	-94
52	X VANGUARD REIT VIPER	922908553			11/19/2012		4/22/2014	792		876				0	116
53	X VANGUARD REIT VIPER	922908553			10/9/2013		4/22/2014	1,440		1,306				0	134
54	X VANGUARD REIT VIPER	922908553			12/17/2010		4/22/2014	388		255				0	105
55	X VANGUARD REIT VIPER	922908553			12/17/2010		10/22/2014	2,603		1,717				0	886
56	X DIAMOND HILL LONG-SHORT	25264S833			3/22/2011		10/22/2014	14,873		10,842				0	3,831
57	X DIAMOND HILL LONG-SHORT	25264S833			8/10/2012		10/22/2014	5,186		4,042				0	1,144
58	X DODGE & COX INTL STOCK F	258201105			2/4/2008		1/21/2014	1,188		1,180				0	6
59	X DODGE & COX INCOME FD CA	258210105			2/11/2013		1/21/2014	3,879		3,939				0	-60
60	X DODGE & COX INCOME FD CA	258210105			2/11/2013		8/18/2014	6,450		6,422				0	28
61	X DODGE & COX INCOME FD CA	258210105			2/11/2013		8/5/2014	3,357		3,343				0	14
62	X DODGE & COX INCOME FD CA	258210105			2/11/2013		10/22/2014	1,789		1,781				0	8
63	X DODGE & COX INCOME FD CA	258210105			4/24/2014		10/22/2014	1,031		1,020				0	11
64	X DODGE & COX INCOME FD CA	258210105			4/24/2014		10/28/2014	4,008		3,971				0	35
65	X DODGE & COX INCOME FD CA	258210105			10/11/2013		10/28/2014	2,087		2,028				0	59
66	X DREYFUS EMG MKT DEBT LO	261980494			8/10/2012		8/18/2014	1,620		1,645				0	-25

Part I, Line 16b (990-PF) - Accounting Fees

		1,086	0	0	1,086
1	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
	TAX PREP FEES	1,086			1,086

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

		930	279	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	279	279		
2	PY EXCISE TAX DUE	74			
3	ESTIMATED EXCISE PAYMENTS	577			

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

		848,834	856,063	945,742	
	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1				0	
2	ARTISAN INTERNATIONAL FUND 661		0	38,836	50,519
3	DODGE & COX INCOME FD COM 147		0	48,245	52,932
4	HARBOR CAPITAL APRCTION-INST 2012		0	51,707	73,941
5	PIMCO FOREIGN BD FD USD H-INST 103		0	22,357	22,506
6	T ROWE PRICE SHORT TERM BD FD 55		0	41,619	41,216
7	PRINCIPAL GL MULT STRAT-INST #4684		0	10,003	10,003
8	MERGER FUND-INST #301		0	14,633	14,337
9	ARTISAN MID CAP FUND-INSTL 1333		0	31,295	36,469
10	FID ADV EMER MKTS INC- CL I 607		0	14,780	14,334
11	SHARES S & P 500 INDEX FUND		0	20,268	27,514
12	DREYFUS INTERNATL BOND FD CL I 6094		0	22,275	21,360
13	DODGE & COX INTL STOCK FD 1048		0	35,243	47,965
14	MFS VALUE FUND-CLASS I 893		0	62,800	78,444
15	DREYFUS EMG MKT DEBT LOC C-I 6083		0	24,869	21,632
16	DRIEHAUS ACTIVE INCOME FUND		0	19,667	19,529
17	JP MORGAN MID CAP VALUE-I 758		0	27,586	38,216
18	ASG GLOBAL ALTERNATIVES-Y 1993		0	20,573	20,186
19	VANGUARD REIT VIPER		0	23,046	36,531
20	AQR MANAGED FUTURES STR-I		0	14,658	14,996
21	STRATTON SM-CAP VALUE FD 37		0	19,210	18,200
22	VANGUARD EMERGING MARKETS ETF		0	16,322	15,408
23	JPMORGAN HIGH YIELD FUND SS 3580		0	35,886	34,813
24	T ROWE PRICE INST FLOAT RATE 170		0	14,914	14,529
25	OPPENHEIMER DEVELOPING MKT-I 799		0	43,768	44,448
26	VANGUARD TOTAL BOND MARKET ETF		0	52,979	53,211
27	SPDR DJ WILSHIRE INTERNATIONAL REA		0	30,710	33,630
28	NEUBERGER BERMAN LONG SH-INS #183		0	35,385	35,495
29	KALMAR GR W/ VAL SM CAP-INS #4		0	17,172	19,104
30	CREDIT SUISSE COMM RT ST-CO 2156		0	45,257	34,274

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	PRIOR YEAR RETURN OF GRANT	1	2,963
2	MUTUAL FUND & CTF INCOME ADDITIONS	2	1,726
3	Total	3	4,689

Line 5 - Decreases not included in Part III, Line 2

1	MUTUAL FUND & CTF INCOME SUBTRACTIONS	1	2,623
2	PY RETURN OF CAPITAL ADJUSTMENT	2	498
3	COST BASIS ADJUSTMENT	3	92
4	Total	4	3,213

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

Amount		381,997		0		378,287		13,700		0		0		13,700	
Long Term CG Distributions		17,747		0		378,287		13,700		0		0		13,700	
Short Term CG Distributions		0		0		0		0		0		0		0	
Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj Basis	Gain/Loss	Gain/Loss	Gain/Loss
1 DREYFUS EMG MKT DEBT LOC C-I #800	261980494		12/17/2010	6/18/2014	5,148			6,097	51				51		
2 DRIEHAUS ACTIVE INCOME FUND	262028855		2/11/2013	1/21/2014	4,638			4,617	26				26		
3 DRIEHAUS ACTIVE INCOME FUND	262028855		7/12/2013	1/21/2014	5,752			5,715	37				37		
4 DRIEHAUS ACTIVE INCOME FUND	262028855		7/12/2013	6/18/2014	13,418			13,340	74				74		
5 DRIEHAUS ACTIVE INCOME FUND	262028855		10/11/2013	6/18/2014	5,617			5,575	42				42		
6 EATON VANCE GLOBAL MACRO - I #000	277937278		7/12/2013	10/22/2014	9,199			9,496	-298				-298		
7 EATON VANCE GLOBAL MACRO - I #000	277937278		1/25/2014	10/22/2014	5,387			5,421	-34				-34		
8 HARBOR CAPITAL AFRICAN INST #20	411511504		3/22/2011	1/21/2014	1,323			848	475				475		
9 HARBOR CAPITAL AFRICAN INST #20	411511504		4/24/2014	6/18/2014	2,595			2,493	102				102		
10 HARBOR CAPITAL AFRICAN INST #20	411511504		3/22/2011	6/18/2014	6,657			3,531	3,126				3,126		
11 KEELEY SMALL CAP VAL FD CL I #2251	487300808		12/17/2010	6/18/2014	9,540			5,910	3,630				3,630		
12 KEELEY SMALL CAP VAL FD CL I #2251	487300808		9/6/2011	6/18/2014	9,863			5,455	4,408				4,408		
13 LAUDUS MONDRIAN INTL FHNST #294	518506555		3/22/2011	4/22/2014	17,051			16,830	2,221				2,221		
14 LAUDUS MONDRIAN INTL FHNST #294	518506555		2/14/2012	4/22/2014	2,490			2,451	39				39		
15 LAUDUS MONDRIAN INTL FHNST #294	518506555		1/25/2014	4/22/2014	3,315			3,251	64				64		
16 MERGER FD SH BEN INT #280	589509108		3/22/2011	6/18/2014	4,205			4,095	110				110		
17 MERGER FD SH BEN INT #280	589509108		3/22/2011	6/18/2014	10,108			9,941	167				167		
18 ASO GLOBAL ALTERNATIVES-Y #1983	638721865		7/12/2013	1/21/2014	3,626			3,582	44				44		
19 ASO GLOBAL ALTERNATIVES-Y #1983	638721865		7/12/2013	6/18/2014	9,369			9,451	-82				-82		
20 NUVEEN HIGH YIELD MUNI BD-R #1688	670850772		4/24/2014	10/28/2014	723			723	0				0		
21 NUVEEN HIGH YIELD MUNI BD-R #1688	670850772		4/24/2014	12/18/2014	18,891			18,116	775				775		
22 OPPENHEIMER DEVELOPING MKTY #7	683380700		2/11/2013	6/18/2014	2,335			2,198	137				137		
23 PIMCO TOTAL RET FD-INST #35	683380700		5/10/2012	1/21/2014	2,174			2,922	-748				-748		
24 PIMCO TOTAL RET FD-INST #35	683380700		3/22/2011	6/18/2014	4,140			4,136	4				4		
25 PIMCO TOTAL RET FD-INST #35	683380700		5/10/2012	6/18/2014	507			523	-16				-16		
26 PIMCO TOTAL RET FD-INST #35	683380700		10/11/2013	6/18/2014	1,438			1,447	-9				-9		
27 PIMCO TOTAL RET FD-INST #35	683380700		10/11/2013	9/5/2014	3,638			3,567	71				71		
28 PIMCO TOTAL RET FD-INST #35	683380700		5/4/2009	9/30/2014	5,238			4,923	315				315		
29 PIMCO TOTAL RET FD-INST #35	683380700		10/31/2008	9/30/2014	48,440			45,187	3,253				3,253		
30 PIMCO TOTAL RET FD-INST #35	683380700		10/11/2013	9/30/2014	3,123			3,108	15				15		
31 PIMCO TOTAL RET FD-INST #35	683380700		4/24/2014	9/30/2014	5,181			5,187	-6				-6		
32 RIDGEWORTH SEIX HY BD-I #5855	766281645		7/12/2013	1/21/2014	7,414			7,587	-173				-173		
33 RIDGEWORTH SEIX HY BD-I #5855	766281645		10/11/2013	1/21/2014	1,309			1,331	-22				-22		
34 RIDGEWORTH SEIX HY BD-I #5855	766281645		3/22/2011	1/21/2014	15,227			15,536	-309				-309		
35 RIDGEWORTH SEIX HY BD-I #5855	766281645		3/22/2011	4/22/2014	19,477			19,986	-509				-509		
36 RIDGEWORTH SEIX HY BD-I #5855	766281645		10/24/2011	4/22/2014	5,081			4,797	284				284		
37 T ROWE PRICE SHORT TERM BD FD #5	779577105		2/11/2013	4/22/2014	9,485			9,584	-99				-99		
38 T ROWE PRICE SHORT TERM BD FD #5	779577105		2/11/2013	6/18/2014	5,106			5,159	-53				-53		
39 T ROWE PRICE SHORT TERM BD FD #5	779577105		2/11/2013	10/28/2014	2,285			2,304	-19				-19		
40 T ROWE PRICE SHORT TERM BD FD #5	779577105		2/11/2013	10/28/2014	3,248			3,227	21				21		
41 T ROWE PRICE SHORT TERM BD FD #5	779577105		2/14/2012	10/28/2014	2,093			2,115	-22				-22		
42 SPDR CI WILSHIRE INTERNATIONAL R	784633863		4/27/2011	6/18/2014	697			611	86				86		
43 VANGUARD TOTAL BOND MARKET ETF	821937836		9/30/2014	10/22/2014	2,068			2,085	-17				-17		
44 VANGUARD TOTAL BOND MARKET ETF	821937836		9/30/2014	10/28/2014	5,948			5,905	43				43		
45 VANGUARD FTSE EMERGING MARKET	922042858		2/7/2013	1/21/2014	8,863			9,719	-856				-856		
46 VANGUARD FTSE EMERGING MARKET	922042858		12/17/2010	1/21/2014	8,288			7,539	749				749		
47 ARTISAN MID CAP FUND-NS #1333	043148803		2/11/2013	4/22/2014	5,733			4,784	949				949		
48 CREDIT SUISSE COMM RET S1-I #2158	225448305		3/22/2011	4/22/2014	3,752			4,623	-871				-871		
49 CREDIT SUISSE COMM RET S1-I #2158	225448305		3/22/2011	6/18/2014	13,385			18,770	-5,385				-5,385		
50 DIAMOND HILL LONG-SHORT FD CL I #	252845833		8/10/2012	1/21/2014	1,085			840	245				245		
51 VANGUARD FTSE EMERGING MARKET	922042858		12/17/2010	6/18/2014	1,084			1,178	-94				-94		
52 VANGUARD REIT VIPER	822088553		11/19/2012	4/22/2014	792			676	116				116		
53 VANGUARD REIT VIPER	822088553		10/9/2013	4/22/2014	1,440			1,306	134				134		
54 VANGUARD REIT VIPER	822088553		12/17/2010	4/22/2014	380			255	125				125		
55 VANGUARD REIT VIPER	822088553		12/17/2010	10/22/2014	2,803			1,717	1,086				1,086		
56 DIAMOND HILL LONG-SHORT FD CL I #	252845833		3/22/2011	10/22/2014	14,873			10,842	4,031				4,031		
57 DIAMOND HILL LONG-SHORT FD CL I #	252845833		8/10/2012	10/22/2014	5,188			4,042	1,146				1,146		
58 DODGE & COX INTL STOCK FD #1048	256210105		2/4/2009	1/21/2014	1,188			1,180	8				8		
59 DODGE & COX INCOME FD COM #147	256210105		2/11/2013	1/21/2014	3,878			3,808	70				70		
60 DODGE & COX INCOME FD COM #147	256210105		2/11/2013	6/18/2014	6,450			6,422	28				28		
61 DODGE & COX INCOME FD COM #147	256210105		2/11/2013	9/5/2014	3,357			3,343	14				14		
62 DODGE & COX INCOME FD COM #147	256210105		2/11/2013	10/22/2014	1,769			1,781	-12				-12		
63 DODGE & COX INCOME FD COM #147	256210105		4/24/2014	10/22/2014	1,031			1,029	2				2		
64 DODGE & COX INCOME FD COM #147	256210105		4/24/2014	10/28/2014	4,006			3,971	35				35		
65 DODGE & COX INCOME FD COM #147	256210105		10/11/2013	10/28/2014	2,087			2,028	59				59		
66 DREYFUS EMG MKT DEBT LOC C-I #800	261980494		8/10/2012	6/18/2014	1,620			1,645	-25				-25		

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

											15,239	0	0
Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account		
1 Wells Fargo Bank N.A. Trust Tax C	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	15 239				

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	5/7/2014	2	144
3 Second quarter estimated tax payment	6/11/2014	3	145
4 Third quarter estimated tax payment	9/9/2014	4	144
5 Fourth quarter estimated tax payment	12/9/2014	5	144
6 Other payments		6	
7 Total		7	577

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2013 that remained undistributed at the beginning of the 2014 tax year	1	38,251
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	38,251