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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2014

Open to Public Inspection

- 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 FIELDS FOUNDATION IRR. T/U/A			A Employer identification number 35-6256726	
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			B Telephone number (see instructions) (888) 730-4933	
City or town Winston Salem	State NC	ZIP code 27101-3818		
Foreign country name 		Foreign province/state/country 	Foreign postal code 	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change			C If exemption application is pending, check here ☐	
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 2,049,046			E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
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	48,933	46,261		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	70,217			
	b Gross sales price for all assets on line 6a 802,841				
	7 Capital gain net income (from Part IV, line 2)		70,217		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	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	119,150	116,478	0	
	13 Compensation of officers, directors, trustees, etc.	30,992	23,244		7,748
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,133			1,133
	c Other professional fees (attach schedule)	2,094			2,094
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,945	997		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	7	7		
	24 Total operating and administrative expenses. Add lines 13 through 23	37,171	24,248	0	10,975
	25 Contributions, gifts, grants paid	72,000			72,000
	26 Total expenses and disbursements. Add lines 24 and 25	109,171	24,248	0	82,975
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	9,979			
	b Net investment income (if negative, enter -0-)		92,230		
	c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

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Form 990-PF (2014)

ENVELOPE
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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			6,121	6,089	6,089
	2 Savings and temporary cash investments			48,781	61,478	61,478
	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 ▶					
Liabilities	Less: accumulated depreciation (attach schedule) ▶					
	12 Investments—mortgage loans					
	13 Investments—other (attach schedule)			1,711,055	1,707,449	1,981,475
	14 Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation (attach schedule) ▶					
	15 Other assets (describe ▶)					
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)			1,765,957	1,775,016	2,049,042
	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
Net Assets or Fund Balances	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			1,765,957	1,775,016	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds					
	30 Total net assets or fund balances (see instructions)			1,765,957	1,775,016	
	31 Total liabilities and net assets/fund balances (see instructions)			1,765,957	1,775,016	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,765,957
2 Enter amount from Part I, line 27a	2	9,979
3 Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	3,734
4 Add lines 1, 2, and 3	4	1,779,670
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	4,654
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,775,016

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			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	70,217
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.

(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	60,325	1,963,363	0.030725
2012	73,125	1,823,641	0.040098
2011	87,431	1,862,379	0.046946
2010	86,968	1,765,292	0.049266
2009	95,081	1,609,083	0.059090

2 Total of line 1, column (d)	2	0.226125
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	0.045225
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	2,060,904
5 Multiply line 4 by line 3	5	93,204
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	922
7 Add lines 5 and 6	7	94,126
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	82,975

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	1,845
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	1,845
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	1,845
6	Credits/Payments:		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	1,286
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	1,286
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	559
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 ☐ 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
1b 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
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ (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
4b 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) ▶ IN		
8b 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		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ 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?	16	Yes	No
	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 ▶			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? (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)?		5b	N/A	
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?				
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?				
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?				
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		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, NC	Trustee 4 00	30,992		

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		▶

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	2,006,908
b	Average of monthly cash balances	1b	85,380
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,092,288
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	2,092,288
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	31,384
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,060,904
6	Minimum investment return. Enter 5% of line 5	6	103,045

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	103,045
2a	Tax on investment income for 2014 from Part VI, line 5	2a	1,845
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,845
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	101,200
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	101,200
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	101,200

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	82,975
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	82,975
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	82,975

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				101,200
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			44,319	
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: ▶ \$ 82,975				
a Applied to 2013, but not more than line 2a			44,319	
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				38,656
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				62,544
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				

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)

- 2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.

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

- ## 1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

- c Any submission deadlines:**

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Attached Statement				
Total				3a 72,000
b Approved for future payment NONE				
Total				3b 0

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

- | | | |
|---|---|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | |
| | (1) Cash | 1a |
| | (2) Other assets | 1a |
| b | Other transactions: | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b |
| | (3) Rental of facilities, equipment, or other assets | 1b |
| | (4) Reimbursement arrangements | 1b |
| | (5) Loans or loan guarantees | 1b |
| | (6) Performance of services or membership or fundraising solicitations | 1b |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received | |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

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

SVP Wells Fargo Bank N.A.

4/14/2015

▶ SVP Wells Fargo Bank N A

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

JOSEPH J. CASTRIANO

Preparer's signature

John

Date

4/14/2015

Check ☒ if self-employed

PTIN	
------	--

P01251603

Firm's name ► PricewaterhouseCoopers, LLP

Firm's EIN ▶ 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Phone no	412-355-6000
----------	--------------

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

Recipient(s) paid during the year

Name

HEROES CAMP INC

Street

4130 HICKORY RD

City

MISHAWAKA

State

IN

Zip Code

46545

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SUPPORT OF ANNUAL OPERATING COSTS

Amount

15,000

Name

MUSICAL ARTS INDIANA INC.

Street

18211 KERN RD

City

SOUTH BEND

State

IN

Zip Code

46614

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

PRODUCTIONS EXPENSES FOR THE 2014-2015 SEASON

Amount

5,000

Name

PATCHWORK DANCE COMPANY INC

Street

PO BOX 50

City

OSCEOLA

State

IN

Zip Code

46561

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

FUNDS TO OFFER FREE AND REDUCED PRICE TICKETS

Amount

4,000

Name

SOUTH BEND CAREER ACADEMY

Street

4100 EDISON LAKES PKWY STE 260

City

MISHAWAKA

State

IN

Zip Code

46545

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

COLLEGE ON TRACK WEB-BASED CAREER ASSESSMENT

Amount

6,000

Name

SOUTH BEND MUSEUM OF ART INC.

Street

120 S SAINT JOSEPH ST

City

SOUTH BEND

State

IN

Zip Code

46601

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

WINDOW ON THE WEST VIEWS OF THE AMERICAN FRONTIER

Amount

7,500

Name

HOLY CROSS AND ST. STANISLAUS PARISH

Street

920 WILBER ST

City

SOUTH BEND

State

IN

Zip Code

46628

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

PURCHASE A MOBILE LAPTOP UNIT

Amount

12,000

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

Recipient(s) paid during the year

Name

EL CAMPITO INC

Street

1024 THOMAS ST

City

SOUTH BEND

State

IN

Zip Code

46601

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

MINDS-IN-MOTION

Amount

2,500

Name

JUNIOR ACHIEVEMENT OF NORTHERN INDIANA

Street

601 NOBLE DR

City

FORT WAYNE

State

IN

Zip Code

46825

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

JA'S ELEMENTARY ECONOMICS PROGRAM

Amount

6,000

Name

ST MARGARET'S HOUSE

Street

117 N LAFAYETTE BLVD

City

SOUTH BEND

State

IN

Zip Code

46601

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

RENOVATION PROJECT

Amount

8,900

Name

UNITED WAY OF ST JOSEPH COUNTY

Street

3517 E JEFFERSON BLVD

City

SOUTH BEND

State

IN

Zip Code

46615

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

COMMUNITY HEALTH WORKER

Amount

5,100

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

Long Term CG Distributions										Amount		Short Term CG Distributions										Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																
Check "X" to include in Part IV										27,712												Capital Gains/Losses		802,841		732,624		70,217																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																
Check "X" if Purchaser is a Business										CUSIP #		Description										Date Acquired		Acquisition Method		Date Sold		Gross Sales Price		Cost or Other Basis		Valuation Method		Expense of Sale and Cost of Improvements		Depreciation		Adjustments		Net Gain or Loss																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																				
1	X	T ROWE PRICE SHORT TERM	71957P105	7/22/2013						10/28/2014	392	393																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																

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		Gross Sales	Valuation Method		Expense of Sale and Cost of Improvements	Depreciation	Adjustments
									Long Term CG Distributions	Short Term CG Distributions						
Amount									21,712			732,624	0	70,217		
70	X	PIMCO TOTAL RET FD-INST #	693390700		5/5/2014		10/1/2014	5,735	5,703					32		
71	X	PIMCO TOTAL RET FD-INST #	693390700		9/15/2014		10/1/2014	13,036	13,036					36		
72	X	PIMCO FOREIGN BD FD USD	693390882		5/5/2014		10/28/2014	182	177					5		
73	X	PIMCO FOREIGN BD FD USD	693390882		7/10/2014		10/28/2014	223	219					4		
74	X	PIMCO FOREIGN BD FD USD	693390882		1/31/2014		10/28/2014	539	514					25		
75	X	PRINCIPAL GL MULT STRAT-1	742551696		8/14/2014		10/28/2014	198	199					-1		
76	X	ROBECO BP LING/SHRT RES-1	74925K581		10/17/2013		1/28/2014	637	617					20		
77	X	ROBECO BP LING/SHRT RES-1	74925K581		7/22/2013		1/28/2014	12,283	11,559					724		
78	X	ROBECO BP LING/SHRT RES-1	74925K581		5/5/2014		7/8/2014	220	214					6		
79	X	ROBECO BP LING/SHRT RES-1	74925K581		7/22/2013		7/8/2014	21,323	19,128					2,195		
80	X	ROBECO BP LING/SHRT RES-1	74925K581		7/22/2013		10/28/2014	835	752					83		
81	X	RIDGEWORTH SEIX HY BD-1	76628T645		7/22/2013		1/28/2014	21,572	22,430					-858		
82	X	RIDGEWORTH SEIX HY BD-1	76628T645		10/17/2013		1/28/2014	2,322	2,391					-69		
83	X	RIDGEWORTH SEIX HY BD-1	76628T645		11/17/2010		1/28/2014	24,018	24,141					-123		
84	X	RIDGEWORTH SEIX HY BD-1	76628T645		2/16/2010		5/1/2014	27,450	25,000					2,450		
85	X	RIDGEWORTH SEIX HY BD-1	76628T645		11/17/2010		5/1/2014	19,627	19,391					236		
86	X	T ROWE PRICE SHORT TERM	77957P105		10/14/2011		5/1/2014	4,316	4,000					316		
87	X	T ROWE PRICE SHORT TERM	77957P105		4/18/2012		5/1/2014	48	49					-1		
88	X	T ROWE PRICE SHORT TERM	77957P105		2/1/2012		5/1/2014	4,901	4,942					-41		
89	X	T ROWE PRICE SHORT TERM	77957P105		2/1/2012		7/8/2014	58	58					0		
90	X	T ROWE PRICE SHORT TERM	77957P105		2/19/2013		7/8/2014	3,810	3,850					-40		
91	X	T ROWE PRICE SHORT TERM	77957P105		7/22/2013		7/8/2014	3,351	3,357					-6		
92	X	UNITEDHEALTH GROUP INC	91324P102		5/16/2010		1/28/2014	216	186					30		
93	X	UNITEDHEALTH GROUP INC	91324P102		2/11/2010		1/28/2014	863	392					471		
94	X	VANGUARD TOTAL BOND MA	921937835		10/1/2014		10/28/2014	12,555	12,482					73		
95	X	VANGUARD FTSE EMERGING	922042858		8/22/2007		1/28/2014	30,362	35,489					-5,127		
96	X	VANGUARD FTSE EMERGING	922042858		2/11/2010		1/28/2014	7,591	7,642					-51		
97	X	VANGUARD FTSE EMERGING	922042858		10/12/2011		1/28/2014	20,888	22,341					-1,353		
98	X	VANGUARD FTSE EMERGING	922042858		4/16/2012		1/28/2014	1,252	1,403					-151		
99	X	VANGUARD FTSE EMERGING	922042858		9/25/2012		1/28/2014	2,201	2,451					-250		
100	X	VANGUARD FTSE EMERGING	922042858		2/13/2013		1/28/2014	17,230	20,221					-2,991		
101	X	VANGUARD FTSE EMERGING	922042858		7/17/2013		1/28/2014	15,181	16,053					-872		
102	X	VANGUARD REIT VIPER	922908553		10/14/2013		1/28/2014	461	471					-10		
103	X	VANGUARD REIT VIPER	922908553		10/14/2013		5/1/2014	4,800	4,431					369		
104	X	VANGUARD REIT VIPER	922908553		10/14/2013		7/8/2014	599	535					64		
105	X	VANGUARD REIT VIPER	922908553		10/14/2013		10/28/2014	2,794	2,401					393		
106	X	VANGUARD REIT VIPER	922908553		11/15/2010		10/28/2014	4,268	2,832					1,436		
107	X	EATON CORP PLC	G29183103		10/17/2013		1/28/2014	808	737					71		
108	X	EATON CORP PLC	G29183103		12/9/2012		1/28/2014	367	256					111		
109	X	AFAC INC	001055102		2/11/2010		6/11/2014	7,246	5,386					1,860		
110	X	AOR MANAGED FUTURES ST	00203H859		1/31/2014		7/8/2014	192	195					-3		
111	X	AOR MANAGED FUTURES ST	00203H859		1/31/2014		10/28/2014	2,072	2,052					20		
112	X	APPLE INC	037833100		1/31/2010		1/28/2014	1,015	391					624		
113	X	ARTISAN INTERNATIONAL FU	04314H204		12/19/2007		1/28/2014	4,484	4,423					61		
114	X	ARTISAN MID CAP FUND-INS	04314H600		2/19/2013		5/1/2014	7,624	6,641					983		
115	X	ARTISAN MID CAP FUND-INS	04314H600		1/31/2014		5/1/2014	489	520					-21		
116	X	ARTISAN MID CAP FUND-INS	04314H600		4/18/2012		5/1/2014	1,477	1,264					213		
117	X	ARTISAN MID CAP FUND-INS	04314H600		7/10/2014		10/28/2014	2,271	2,212					59		
118	X	BERKSHIRE HATHAWAY INC	084670702		4/11/2008		1/28/2014	1,120	876					244		
119	X	BHP BILLITON LIMITED - ADR	088606108		12/10/2010		1/24/2014	2,298	3,684					-1,386		
120	X	BHP BILLITON LIMITED - ADR	088606108		4/17/2012		1/24/2014	560	719					-159		
121	X	BHP BILLITON LIMITED - ADR	088606108		10/17/2013		1/24/2014	616	759					-143		
122	X	BOEING CO	097023105		10/17/2013		1/28/2014	824	730					94		
123	X	BOEING CO	097023105		3/17/2011		1/28/2014	275	136					139		
124	X	CVS/CAREMARK CORPORATI	126650100		11/15/2010		1/28/2014	1,095	484					611		
125	X	CAPITAL ONE FINANCIAL CO	14040H105		2/11/2010		3/25/2014	7,533	3,531					4,002		
126	X	CHEVRON CORP	166764100		11/28/2012		6/25/2014	1,180	946					234		
127	X	CISCO SYSTEMS INC	17275R102		2/15/2013		1/28/2014	1,020	987					33		
128	X	COACH INC	189754104		1/29/2013		6/2/2014	1,389	1,982					-593		
129	X	COACH INC	189754104		12/9/2013		6/2/2014	2,043	2,612					-569		
130	X	COMCAST CORP CLASS A	20030N101		12/6/2004		1/28/2014	1,066	395					671		
131	X	CREDIT SUISSE COMM RET S	22544R305		11/17/2010		5/1/2014	5,887	6,477					-790		
132	X	CREDIT SUISSE COMM RET S	22544R305		11/17/2010		7/8/2014	26,861	31,356					-4,495		
133	X	CUMMINS INC	231021106		11/22/2013		1/28/2014	1,155	1,169					-14		
134	X	DIAGEO PLC - ADR	25243Q205		10/17/2013		1/28/2014	761	761					0		
135	X	DIAGEO PLC - ADR	25243Q205		2/11/2010		1/28/2014	381	191					190		
136	X	WALT DISNEY CO	254687106		12/1/2011		1/28/2014	1,093	542					551		
137	X	WALT DISNEY CO	254687106		12/1/2011		11/24/2014	905	361					544		

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

Totals										Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Capital Gains/Losses										802,841		732,624		70,217	
Other sales										0		0		0	
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	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	
139	X	DODGE & COX INTL STOCK F			10/15/2007		1/28/2014	3,411	4,102				0	-691	
140	X	DODGE & COX INTL STOCK F			10/15/2007		1/28/2014	166	200				0	-34	
141	X	DODGE & COX INTL STOCK F			10/15/2007		5/1/2014	1,401	1,561				0	-160	
142	X	DODGE & COX INTL STOCK F			12/28/2007		5/1/2014	2,550	2,822				0	-272	
143	X	DODGE & COX INCOME FD C			2/19/2013		1/28/2014	1,778	1,802				0	-24	
144	X	DODGE & COX INCOME FD C			2/19/2013		7/8/2014	7,413	7,407				0	6	
145	X	DODGE & COX INCOME FD C			5/5/2014		7/8/2014	5,533	5,521				0	12	
146	X	DODGE & COX INCOME FD C			10/17/2013		7/8/2014	1,646	1,611				0	35	
147	X	DODGE & COX INCOME FD C			9/15/2014		10/28/2014	13,028	13,000				0	28	
148	X	DODGE & COX INCOME FD C			10/17/2013		10/28/2014	469	458				0	11	
149	X	DREYFUS EMG MKT DEBT LO			12/13/2010		5/1/2014	971	996				0	-25	
150	X	DREYFUS EMG MKT DEBT LO			12/13/2010		7/8/2014	1,718	1,692				0	26	
151	X	DREYFUS EMG MKT DEBT LO			7/22/2013		7/8/2014	21,107	20,604				0	503	
152	X	DREYFUS INTERNATL BOND			7/10/2014		10/28/2014	303	308				0	-5	
153	X	DREYFUS INTERNATL BOND			5/5/2014		10/28/2014	103	103				0	0	
154	X	DRIEHAUS ACTIVE INCOME F			7/22/2013		10/28/2014	10,133	10,096				0	37	
155	X	DRIEHAUS ACTIVE INCOME F			5/5/2014		7/8/2014	1,593	1,597				0	-4	
156	X	DRIEHAUS ACTIVE INCOME F			7/22/2013		7/8/2014	7,633	7,633				0	0	
157	X	DRIEHAUS ACTIVE INCOME F			7/22/2013		10/28/2014	852	870				0	-18	
158	X	FID ADV EMER MKTS INC- CL			10/17/2013		5/1/2014	472	465				0	7	
159	X	FID ADV EMER MKTS INC- CL			10/17/2013		7/8/2014	463	438				0	25	
160	X	FID ADV EMER MKTS INC- CL			10/17/2013		10/28/2014	265	260				0	5	
161	X	JP MORGAN MID CAP VALUE-			10/17/2013		1/28/2014	1,424	1,452				0	-28	
162	X	JP MORGAN MID CAP VALUE-			12/12/2013		1/28/2014	1,721	1,715				0	6	
163	X	JP MORGAN MID CAP VALUE-			7/10/2011		10/28/2014	2,006	2,003				0	3	
164	X	GILEAD SCIENCES INC			12/8/2011		9/12/2014	1,043	584				0	790	
165	X	GILEAD SCIENCES INC			12/8/2011		1/28/2014	3,103	1,175				0	2,519	
166	X	GOLDMAN SACHS GROUP INC			12/10/2010		1/28/2014	1,162					0	-13	

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

		1,133	0	0	1,133
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,133			1,133

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

		2,094	0	0	2,094
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1		2,094			2,094

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

		2,945	997	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Foreign Tax Withheld	997	997		
2	PY Excise Tax Due	662			
3	Estimated Excise Payments	1,286			

Part I, Line 23 (990-PF) - Other Expenses

		7	7	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR Fees	7	7		

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

		1,711,055		1,707,449		1,981,475	
		Book Value		End of Year		FMV	
		Beg of Year		End of Year		End of Year	
		Basis of					
		Valuation					
		Asset Description					
1							
2		AFFILIATED MANAGERS GROUP INC				8,914	
3		APACHE CORPORATION COM				5,014	
4		APPLE COMPUTER INC COM				23,842	
5		ARTISAN INTERNATIONAL FUND 661				124,969	
6		BAXTER INTL INC COM				7,842	
7		BOEING COMPANY				11,438	
8		CVS/CAREMARK CORPORATION				13,483	
9		CISCO SYSTEMS INC				13,156	
10		CUMMINS INC.				11,966	
11		DIAGEO PLC - ADR				5,590	
12		WALT DISNEY CO				13,187	
13		DODGE & COX INCOME FD COM 147				29,488	
14		E M C CORP MASS				7,673	
15		GILEAD SCIENCES INC				6,787	
16		INTERNATIONAL BUSINESS MACHS CORP				4,332	
17		JOHNSON CONTROLS INC				7,348	
18		MICROSOFT CORP				9,940	
19		NATIONAL OILWELL INC COM				9,764	
20		NESTLE S.A. REGISTERED SHARES - ADR				6,930	
21		ORACLE CORPORATION				7,870	
22		PIMCO FOREIGN BD FD USD H-INST 103				14,911	
23		T ROWE PRICE SHORT TERM BD FD 55				17,983	
24		SCHLUMBERGER LTD				11,957	
25		TJX COS INC NEW				10,424	
26		THERMO FISHER SCIENTIFIC INC				7,392	
27		TOTAL FINA ELF S.A. ADR				4,966	
28		UNION PACIFIC CORP				14,772	
29		MCKESSON CORP				13,078	
30		PRINCIPAL GL MULT STRAT-INST #4684				20,489	
31		GOOGLE INC-CL C				10,528	
32		GOLDMAN SACHS GROUP INC				6,203	
33		HSBC - ADR				7,935	
34		UNITED PARCEL SERVICE-CL B				7,560	
35		TARGET CORP				15,334	
36		UNITEDHEALTH GROUP INC				15,972	
37		MERGER FUND-INST #301				30,122	
38		BLACKROCK INC				6,436	
39		ARTISAN MID CAP FUND-INSTL 1333				79,042	
40		FID ADV EMER MKTS INC-CL I 607				29,164	
41		JPMORGAN CHASE & CO				12,141	
42		US BANCORP DEL NEW				10,294	
43		ANHEUSER-BUSCH INBEV SPN ADR				8,873	
44		DREYFUS INTERNATL BOND FD CL I 6094				14,860	
45		DODGE & COX INT'L STOCK FD 1048				119,635	
46		CHEVRON CORP				7,516	

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

		1,711,055	1,707,449	1,981,475
	Asset Description	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
47	DREYFUS EMG MKT DEBT LOC C-I 6083	0	52,959	46,483
48	DRIEHAUS ACTIVE INCOME FUND	0	41,846	40,637
49	JP MORGAN MID CAP VALUE-I 758	0	63,409	89,703
50	BERSHIRE HATHAWAY INC.	0	9,856	16,366
51	COMCAST CORP CLASS A	0	6,052	13,690
52	ASG GLOBAL ALTERNATIVES-Y 1993	0	64,554	63,055
53	VANGUARD REIT VIPER	0	55,017	85,536
54	AQR MANAGED FUTURES STR-I	0	29,910	31,422
55	LAS VEGAS SANDS CORP	0	8,782	8,142
56	STRATTON SM-CAP VALUE FD 37	0	61,364	58,874
57	CELANESE CORP	0	8,066	9,773
58	CITIGROUP INC	0	9,243	10,010
59	JPMORGAN HIGH YIELD FUND SS 3580	0	73,159	71,139
60	T ROWE PRICE INST FLOAT RATE 170	0	31,256	30,469
61	MONSTER BEVERAGE CORP	0	3,027	7,368
62	OPPENHEIMER DEVELOPING MKT-I 799	0	190,188	195,121
63	EATON CORP PLC	0	4,846	6,456
64	VANGUARD TOTAL BOND MARKET ETF	0	29,644	29,736
65	CME GROUP INC	0	6,244	10,283
66	SPDR DJ WILSHIRE INTERNATIONAL REA	0	69,710	81,394
67	ASTRAZENECA PLC 5 900% 9/15/17	0	37,585	44,850
68	ROBECO BP LNG/SHRT RES-INS	0	27,881	31,766
69	NEUBERGER BERMAN LONG SH-INS #183	0	41,401	41,369
70	KALMAR GR W/VAL SM CAP-INS #4	0	51,750	57,298
71	CREDIT SUISSE COMM RT ST-CO 2156	0	93,965	73,415

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

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

1	Cost Basis Adjustment	1	1,070
2	Mutual Fund & CTF Income Additions	2	2,664
3	Total	3	3,734

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

1	Mutual Fund & CTF Income Subtraction	1	3,655
2	PY Return of Capital Adjustment	2	999
3	Total	3	4,654

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

Long Term CG Distributions										Amount			
Short Term CG Distributions										27,712			
										0			
CUSIP #	Description of Property Sold	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 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
1	T ROWE PRICE SHORT TERM BD FD #5		7/22/2013	10/28/2014	392		0	393	-1	0	0	0	42,505
2	T ROWE PRICE SHORT TERM BD FD #5		7/7957P105	10/28/2014	4,618		0	4,618	0	0	0	0	0
3	T ROWE PRICE SHORT TERM BD FD #5		10/17/2013	10/28/2014	906		0	906	0	0	0	0	0
4	T ROWE PRICE INST FLOAT RATE #170		7/7958B402	10/28/2014	820		0	820	-14	0	0	0	-14
5	AT&T INC 5.00% 9/15/14		10/23/2008	5/1/2014	50,000		0	50,000	51	0	0	0	51
6	SPDR DJ WILSHIRE INTERNATIONAL R		7/17/2013	5/1/2014	2,432		0	2,432	9	0	0	0	9
7	SPDR DJ WILSHIRE INTERNATIONAL R		7/17/2013	5/1/2014	256		0	247	92	0	0	0	92
8	SPDR DJ WILSHIRE INTERNATIONAL R		7/17/2013	7/8/2014	1,535		0	1,443	31	0	0	0	31
9	SPDR DJ WILSHIRE INTERNATIONAL R		6/27/2011	7/8/2014	439		0	408	31	0	0	0	31
10	SCHLUMBERGER LTD		7/27/2012	1/28/2014	351		0	318	33	0	0	0	33
11	SCHLUMBERGER LTD		7/25/2000	1/28/2014	702		0	282	420	0	0	0	420
12	TUX COS INC NEW		10/12/2011	1/28/2014	1,048		0	522	526	0	0	0	526
13	3M CO		12/17/2010	3/27/2014	1,038		0	689	349	0	0	0	349
14	3M CO		12/17/2010	3/27/2014	2,081		0	1,378	703	0	0	0	703
15	3M CO		8/579Y101	1/27/2014	8,186		0	3,789	2,407	0	0	0	2,407
16	3M CO		8/579Y101	8/25/2014	1,093		0	727	416	0	0	0	416
17	US BANCORP DEL NEW		7/27/2011	1/28/2014	1,052		0	565	325	0	0	0	325
18	UNION PACIFIC CORP		9/07819108	1/28/2014	1,035		0	555	470	0	0	0	470
19	UNION PACIFIC CORP		9/07819108	1/24/2014	981		0	802	179	0	0	0	179
20	GOOGLE INC		8/30/2012	6/22/2014	1,136		0	685	451	0	0	0	451
21	GOOGLE INC		4/17/2012	6/22/2014	1,136		0	614	522	0	0	0	522
22	GOOGLE INC		3/8259P508	1/27/2014	2,921		0	1,451	1,470	0	0	0	1,470
23	GOOGLE INC		3/8259P508	9/12/2014	584		0	307	277	0	0	0	277
24	INTERNATIONAL BUSINESS MACHS CO		4/17/2012	1/28/2014	1,238		0	1,437	-199	0	0	0	-199
25	JP MORGAN CHASE & CO		4/52001011	1/28/2014	1,058		0	734	324	0	0	0	324
26	JP MORGAN CHASE & CO		4/625H1100	1/24/2014	912		0	838	74	0	0	0	74
27	JOHNSON CONTROLS INC		3/12/2012	1/28/2014	1,041		0	699	342	0	0	0	342
28	JP MORGAN HIGH YIELD FUND SS #358		7/10/2014	10/28/2014	740		0	754	-14	0	0	0	-14
29	JP MORGAN HIGH YIELD FUND SS #358		5/52/2014	10/28/2014	36		0	36	0	0	0	0	0
30	KALMAR GR W/ VAL SM CAP-INS #4		2/19/2013	1/28/2014	2,057		0	1,665	392	0	0	0	392
31	KALMAR GR W/ VAL SM CAP-INS #4		4/83438305	7/8/2014	1,472		0	1,448	24	0	0	0	24
32	KEELEY SMALL CAP VAL FD CL #2251		7/22/2013	1/28/2014	1,580		0	1,501	79	0	0	0	79
33	KEELEY SMALL CAP VAL FD CL #2251		10/17/2013	1/28/2014	456		0	454	2	0	0	0	2
34	KEELEY SMALL CAP VAL FD CL #2251		4/87300808	1/28/2014	456		0	433	282	0	0	0	282
35	KEELEY SMALL CAP VAL FD CL #2251		11/17/2010	7/8/2014	59,556		0	34,175	25,381	0	0	0	25,381
36	KEELEY SMALL CAP VAL FD CL #2251		5/52/2014	7/8/2014	1,607		0	1,530	77	0	0	0	77
37	LAUDUS MONDRIAN INTL FUNDST #2940		11/17/2010	5/1/2014	3,855		0	4128	-273	0	0	0	-273
38	LAUDUS MONDRIAN INTL FUNDST #2940		12/13/2010	5/1/2014	2,378		0	2,506	-128	0	0	0	-128
39	LAUDUS MONDRIAN INTL FUNDST #2940		4/18/2012	5/1/2014	3,969		0	4,200	-231	0	0	0	-231
40	LAUDUS MONDRIAN INTL FUNDST #2940		5/18/2012	5/1/2014	5,361		0	5,200	161	0	0	0	161
41	MONSTER BEVERAGE CORP		11/7/2012	1/24/2014	1,958		0	1,089	867	0	0	0	1,089
42	MCKESSON CORP		5/8155Q103	1/28/2014	1,050		0	569	481	0	0	0	481
43	MERGER FD SH BEN INT #260		10/17/2013	8/14/2014	304		0	301	3	0	0	0	3
44	MERGER FD SH BEN INT #260		5/52/2014	8/14/2014	694		0	686	8	0	0	0	8
45	MERGER FD SH BEN INT #260		5/52/2014	8/14/2014	159		0	160	-1	0	0	0	-1
46	MERGER FD SH BEN INT #260		11/17/2010	8/14/2014	9,988		0	9,726	262	0	0	0	262
47	MONSTER BEVERAGE CORP		6/1740101	1/24/2014	217		0	89	128	0	0	0	128
48	NATIONAL OILWELL INC COM		5/3701101	1/28/2014	1,023		0	1,000	23	0	0	0	23
49	ASG GLOBAL ALTERNATIVES-Y #1993		10/17/2013	1/28/2014	2,619		0	2,723	-104	0	0	0	-104
50	ASG GLOBAL ALTERNATIVES-Y #1993		7/22/2013	1/28/2014	5,483		0	5,690	-207	0	0	0	-207
51	ASG GLOBAL ALTERNATIVES-Y #1993		7/22/2013	7/8/2014	1,136		0	1,167	-31	0	0	0	-31
52	ASG GLOBAL ALTERNATIVES-Y #1993		7/22/2013	8/14/2014	10,139		0	10,522	-383	0	0	0	-383
53	ASG GLOBAL ALTERNATIVES-Y #1993		6/38721885	10/28/2014	640		0	670	-30	0	0	0	-30
54	NEUBERGER BERMAN LONG SHINS #1		7/10/2014	10/28/2014	1,382		0	1,388	7	0	0	0	7
55	NOW INC/SH		7/10/2014	6/1/2014	281		0	238	43	0	0	0	43
56	NOW INC/SH		8/7011P100	6/1/2014	401		0	354	67	0	0	0	67
57	NOW INC/SH		8/7011P100	6/1/2014	16		0	14	2	0	0	0	2
58	NUEVEN HIGH YIELD MUNI BD-R #1688		7/10/2014	10/28/2014	569		0	495	74	0	0	0	74
59	NUEVEN HIGH YIELD MUNI BD-R #1688		6/7065Q772	10/28/2014	1,979		0	1,902	77	0	0	0	77
60	NUEVEN HIGH YIELD MUNI BD-R #1688		6/7065Q772	10/28/2014	34,962		0	33,460	1,482	0	0	0	1,482
61	ORACLE CORPORATION		5/52/2014	12/19/2014	1,037		0	908	129	0	0	0	129
62	OPPENHEIMER DEVELOPING MKT-Y #7		6/22/2011	1/28/2014	4,441		0	4,286	155	0	0	0	155
63	OPPENHEIMER DEVELOPING MKT-Y #7		6/83974505	7/8/2014	708		0	619	89	0	0	0	89
64	OPPENHEIMER DEVELOPING MKT-Y #7		12/13/2010	7/8/2014	4,402		0	3,936	466	0	0	0	466
65	OPPENHEIMER DEVELOPING MKT-Y #7		2/19/2013	7/8/2014	9,671		0	9,405	266	0	0	0	266
66	PMCO TOTAL RET FD-INST #35		6/83390700	1/28/2014	1,133		0	1,188	-35	0	0	0	-35
67	PMCO TOTAL RET FD-INST #35		2/1/2012	7/8/2014	14,821		0	15,079	-258	0	0	0	-258
68	PMCO TOTAL RET FD-INST #35		2/1/2012	10/1/2014	7,324		0	7,465	-141	0	0	0	-141
69	PMCO TOTAL RET FD-INST #35		10/17/2013	10/1/2014	17,002		0	16,940	62	0	0	0	62
70	PMCO TOTAL RET FD-INST #35		5/52/2014	10/1/2014	5,735		0	5,703	32	0	0	0	32
71	PMCO TOTAL RET FD-INST #35		9/15/2014	10/1/2014	13,036		0	13,000	36	0	0	0	36
72	PMCO FOREIGN BD FD USD H-INST #1		5/52/2014	10/28/2014	182		0	171	11	0	0	0	11
73	PMCO FOREIGN BD FD USD H-INST #1		7/10/2014	10/28/2014	223		0	219	4	0	0	0	4
74	PMCO FOREIGN BD FD USD H-INST #1		6/83390882	10/28/2014	539		0	514	25	0	0	0	25
75	PRINCIPAL GL MULT STRAT-INST #4684		8/14/2014	10/28/2014	198		0	196	-1	0	0	0	-1
76	ROBECO BP LONG/SHRT RES-INS		7/4925K581	1/28/2014	637		0	617	20	0	0	0	20
77	ROBECO BP LONG/SHRT RES-INS		7/22/2013	1/28/2014	12,283		0	11,559	724	0	0	0	724
78	ROBECO BP LONG/SHRT RES-INS		5/52/2014	7/8/2014	220		0	214	6	0	0	0	6
79	ROBECO BP LONG/SHRT RES-INS		7/22/2013	7/8/2014	21,323		0	19,128	2,195	0	0	0	2,195
80	ROBECO BP LONG/SHRT RES-INS		7/22/2013	10/28/2014	835		0	752	83	0	0	0	83
81	RIDGEWORTH SEIX HY BD-#5655		7/22/2013	1/28/2014	21,572		0	22,430	-858	0	0	0	-858
82	RIDGEWORTH SEIX HY BD-#5655		7/66281645	1/28/2014	2,322		0	2,391	-69	0	0	0	-69
83	RIDGEWORTH SEIX HY BD-#5655		11/17/2010	1/28/2014	24,018		0	24,141	-123	0	0	0	-123
84	RIDGEWORTH SEIX HY BD-#5655		2/16/2010	5/1/2014	27,450		0	25,000	2,450	0	0	0	2,450

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

Long Term CG Distributions		Short Term CG Distributions		Amount									
		27,712		0									
CUSIP #	Description of Property Sold	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 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis of Losses
85	RIDGEWORTH SEIX HY BDI #5855		11/17/2010	5/1/2014	19,627			19,391	236	0	0	0	236
86	RIDGEWORTH SEIX HY BDI #5855		10/14/2011	5/1/2014	4,316			4,000	316	0	0	0	316
87	T ROWE PRICE SHORT TERM BD FD #5		4/18/2012	5/1/2014	48			49	-1	0	0	0	-1
88	T ROWE PRICE SHORT TERM BD FD #5		7/757/105	5/1/2014	4,901			4,942	-41	0	0	0	-41
89	T ROWE PRICE SHORT TERM BD FD #5		2/1/2012	7/8/2014	58			58	0	0	0	0	0
90	T ROWE PRICE SHORT TERM BD FD #5		2/19/2013	7/8/2014	3,810			3,850	-40	0	0	0	-40
91	T ROWE PRICE SHORT TERM BD FD #5		7/22/2013	7/8/2014	3,351			3,357	-6	0	0	0	-6
92	UNITEDHEALTH GROUP INC		5/16/2013	1/28/2014	216			186	30	0	0	0	30
93	UNITEDHEALTH GROUP INC		2/11/2010	1/28/2014	863			392	471	0	0	0	471
94	VANGUARD TOTAL BOND MARKET ETF		10/1/2014	10/28/2014	12,555			12,482	73	0	0	0	73
95	VANGUARD FTSE EMERGING MARKET		8/22/2007	1/28/2014	30,362			35,489	-5,127	0	0	0	-5,127
96	VANGUARD FTSE EMERGING MARKET		9/22/04/858	1/28/2014	7,591			7,642	-51	0	0	0	-51
97	VANGUARD FTSE EMERGING MARKET		10/19/2011	1/28/2014	20,988			22,341	-1,353	0	0	0	-1,353
98	VANGUARD FTSE EMERGING MARKET		4/16/2012	1/28/2014	1,252			1,403	-151	0	0	0	-151
99	VANGUARD FTSE EMERGING MARKET		9/25/2012	1/28/2014	2,201			2,451	-250	0	0	0	-250
100	VANGUARD FTSE EMERGING MARKET		2/13/2013	1/28/2014	17,230			20,221	-2,991	0	0	0	-2,991
101	VANGUARD FTSE EMERGING MARKET		7/17/2013	1/28/2014	15,181			16,053	-872	0	0	0	-872
102	VANGUARD RET VAPER		10/14/2013	1/28/2014	461			471	-10	0	0	0	-10
103	VANGUARD RET VAPER		10/14/2013	5/1/2014	4,800			4,431	369	0	0	0	369
104	VANGUARD RET VAPER		10/14/2013	7/8/2014	599			535	64	0	0	0	64
105	VANGUARD RET VAPER		10/14/2013	10/28/2014	2,794			2,401	393	0	0	0	393
106	VANGUARD RET VAPER		11/15/2010	10/28/2014	4,288			2,832	1,456	0	0	0	1,456
107	EATON CORP PLC		10/17/2013	1/28/2014	808			737	71	0	0	0	71
108	EATON CORP PLC		12/3/2012	1/28/2014	367			256	111	0	0	0	111
109	AFAC INC		2/11/2010	6/1/2014	7,246			5,386	1,860	0	0	0	1,860
110	ADM MANAGED FUTURES STR: #15213		1/31/2014	7/8/2014	195			2,052	-3	0	0	0	-3
111	ADM MANAGED FUTURES STR: #15213		1/31/2014	10/28/2014	2,072			391	624	0	0	0	624
112	APPLE INC		2/11/2010	1/28/2014	1,015			1,015	0	0	0	0	0
113	ARTISAN INTERNATIONAL FUND #661		3/7833/100	1/28/2014	4,484			4,423	61	0	0	0	61
114	ARTISAN MID CAP FUND:INS #1333		04314H204	5/1/2014	7,624			6,641	983	0	0	0	983
115	ARTISAN MID CAP FUND:INS #1333		04314H600	5/1/2014	499			520	-21	0	0	0	-21
116	ARTISAN MID CAP FUND:INS #1333		04314H600	4/18/2012	1,477			1,264	213	0	0	0	213
117	ARTISAN MID CAP FUND:INS #1333		04314H600	7/10/2014	2,271			2,212	59	0	0	0	59
118	BERKSHIRE HATHAWAY INC		4/11/2008	10/28/2014	876			876	244	0	0	0	244
119	BHP BILLITON LIMITED - ADR		12/10/2012	1/28/2014	2,298			3,684	-1,386	0	0	0	-1,386
120	BHP BILLITON LIMITED - ADR		4/17/2012	1/24/2014	560			719	-159	0	0	0	-159
121	BHP BILLITON LIMITED - ADR		10/17/2013	1/24/2014	616			759	-143	0	0	0	-143
122	BOEING CO		10/17/2013	1/28/2014	824			730	94	0	0	0	94
123	BOEING CO		9/7023/105	1/28/2014	275			136	139	0	0	0	139
124	CVS/CAPEMARK CORPORATION		3/17/2011	1/28/2014	1,095			484	611	0	0	0	611
125	CAPITAL ONE FINANCIAL CORP		11/15/2010	1/28/2014	7,533			3,531	4,002	0	0	0	4,002
126	CHEVRON CORP		2/11/2010	3/25/2014	1,180			946	234	0	0	0	234
127	CISCO SYSTEMS INC		11/26/2012	6/25/2014	1,020			987	33	0	0	0	33
128	COACH INC		2/15/2013	1/28/2014	1,389			1,982	-593	0	0	0	-593
129	COACH INC		1/9/2013	6/22/2014	2,043			2,612	-569	0	0	0	-569
130	COACH INC		1/29/2013	6/22/2014	1,430			1,688	-258	0	0	0	-258
131	COMCAST CORP CLASS A		2/15/2013	6/22/2014	1,066			395	671	0	0	0	671
132	COMCAST CORP CLASS A		12/6/2004	1/28/2014	5,697			6,477	-780	0	0	0	-780
133	CREDIT SUISSE COMM RET ST: #2156		11/17/2010	5/1/2014	26,861			31,356	-4,495	0	0	0	-4,495
134	CUMMINS INC		11/22/2013	7/8/2014	1,155			1,169	-14	0	0	0	-14
135	DIAGEO PLC - ADR		2/11/2010	1/28/2014	761			761	0	0	0	0	0
136	DIAGEO PLC - ADR		2/11/2010	1/28/2014	381			191	190	0	0	0	190
137	WALT DISNEY CO		12/1/2011	1/28/2014	1,093			542	551	0	0	0	551
138	WALT DISNEY CO		12/1/2011	1/24/2014	905			361	544	0	0	0	544
139	DODGE & COX INTL STOCK FD #1048		10/15/2007	1/28/2014	166			4,102	-691	0	0	0	-691
140	DODGE & COX INTL STOCK FD #1048		10/15/2007	1/28/2014	1,401			1,561	-160	0	0	0	-160
141	DODGE & COX INTL STOCK FD #1048		10/15/2007	1/28/2014	2,550			2,822	-272	0	0	0	-272
142	DODGE & COX INCOME FD COM #147		12/28/2007	5/1/2014	1,778			1,802	-24	0	0	0	-24
143	DODGE & COX INCOME FD COM #147		2/18/2013	1/28/2014	7,413			7,407	6	0	0	0	6
144	DODGE & COX INCOME FD COM #147		5/5/2014	7/8/2014	5,533			5,521	12	0	0	0	12
145	DODGE & COX INCOME FD COM #147		5/5/2014	7/8/2014	1,646			1,811	-35	0	0	0	-35
146	DODGE & COX INCOME FD COM #147		10/17/2013	10/28/2014	13,028			13,028	0	0	0	0	0
147	DODGE & COX INCOME FD COM #147		9/15/2014	10/28/2014	469			458	11	0	0	0	11
148	DODGE & COX INCOME FD COM #147		10/17/2013	10/28/2014	971			996	-25	0	0	0	-25
149	DREYFUS EMG MKT DEBT LOC C: #608		12/13/2010	5/1/2014	1,718			1,692	26	0	0	0	26
150	DREYFUS EMG MKT DEBT LOC C: #608		7/22/2013	7/8/2014	21,107			20,604	503	0	0	0	503
151	DREYFUS EMG MKT DEBT LOC C: #608		7/10/2014	10/28/2014	303			308	-5	0	0	0	-5
152	DREYFUS INTERNAL BOND FD CL: #66		5/9/2014	10/28/2014	10,133			10,096	37	0	0	0	37
153	DRIEHAUS ACTIVE INCOME FUND		7/22/2013	1/28/2014	1,593			1,597	-4	0	0	0	-4
154	DRIEHAUS ACTIVE INCOME FUND		5/9/2014	7/8/2014	7,633			7,633	0	0	0	0	0
155	DRIEHAUS ACTIVE INCOME FUND		7/22/2013	10/28/2014	852			870	-18	0	0	0	-18
156	DRIEHAUS ACTIVE INCOME FUND		7/22/2013	10/28/2014	472			465	7	0	0	0	7
157	DRIEHAUS ACTIVE INCOME FUND		10/17/2013	5/1/2014	463			438	25	0	0	0	25
158	FID ADV EMER MKTS INC - CL: #807		10/17/2013	7/8/2014	265			260	5	0	0	0	5
159	FID ADV EMER MKTS INC - CL: #807		3/159/20702	10/17/2013	1,424			1,452	-28	0	0	0	-28
160	FID ADV EMER MKTS INC - CL: #807		339128100	1/28/2014	1,721			1,715	6	0	0	0	6
161	JP MORGAN MID CAP VALUE: #758		12/12/2013	1/28/2014	2,006			2,003	3	0	0	0	3
162	JP MORGAN MID CAP VALUE: #758		7/10/2014	10/28/2014	1,043			1,043	0	0	0	0	0
163	JP MORGAN MID CAP VALUE: #758		12/8/2011	1/28/2014	3,103			253	790	0	0	0	790
164	GILEAD SCIENCES INC		12/8/2011	9/12/2014	1,162			584	2,519	0	0	0	2,519
165	GOLDMAN SACHS GROUP INC		12/10/2010	1/28/2014	1,162			1,175	-13	0	0	0	-13

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

1		Wells Fargo Bank N A Trust Tax D		Check "X" if Business		1 W 4th St 4th Floor MAC D4000-041		Street		City		State		Zip Code		Foreign Country		Title		Avg Hrs Per Week		Compensation		Benefits		Expense Account	
				X						Winston Salem		NC		27101-3818				TRUSTEE		4 00		30,992					
																						30,992		0		0	

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	322
3 Second quarter estimated tax payment	6/11/2014	3	321
4 Third quarter estimated tax payment	9/9/2014	4	322
5 Fourth quarter estimated tax payment	12/9/2014	5	321
6 Other payments		6	
7 Total		7	1,286

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	<u>44,319</u>
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	<u>44,319</u>