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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

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 01-01-2014, and ending 12-31-2014

Name of foundation LAY FAMILY FOUNDATION A CORPORATION C/O TOD MOSES CPA		A Employer identification number 43-1510405	
Number and street (or P O box number if mail is not delivered to street address) 10135 MANCHESTER ROAD SUITE 206		B Telephone number (see instructions) (314) 965-9775	
City or town, state or province, country, and ZIP or foreign postal code WARSON WOODS, MO 63122		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 21,092,053		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
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 ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	150,966	150,966		
	4 Dividends and interest from securities.	303,099	303,099		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 	838,944			
	b Gross sales price for all assets on line 6a <u>3,303,617</u>				
	7 Capital gain net income (from Part IV, line 2) . . .		47,687		
	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)	 -277,136	-277,136		
	12 Total. Add lines 1 through 11	1,015,873	224,616		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	 4,936	4,936		
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	 12,705	12,705		
	19 Depreciation (attach schedule) and depletion . . .	 363			
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	 97,708	97,708		
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	115,712	115,349		0
	25 Contributions, gifts, grants paid	933,447			933,447
	26 Total expenses and disbursements. Add lines 24 and 25	1,049,159	115,349		933,447
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-33,286			
	b Net investment income (if negative, enter -0-)		109,267		
	c Adjusted net income (if negative, enter -0-)				

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	685,149	1,062,256	1,062,256
	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 ▶ _____	285,250		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	20,000	35,015	35,015
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	8,267,875	12,949,214	16,227,657
	c	Investments—corporate bonds (attach schedule).	1,439,469	2,774,522	2,799,365
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	5,155,251	967,760	967,760
Liabilities	14	Land, buildings, and equipment basis ▶ _____ 700 Less accumulated depreciation (attach schedule) ▶ 363		337	
	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	15,852,994	17,789,104	21,092,053
	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)			
Net Assets or Fund Balances	22	Other liabilities (describe ▶ _____)		326,708	
	23	Total liabilities (add lines 17 through 22)		326,708	
		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	300,500	300,500	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	18,434,301	18,434,301	
	29	Retained earnings, accumulated income, endowment, or other funds	-2,881,807	-1,272,405	
	30	Total net assets or fund balances (see instructions)	15,852,994	17,462,396	
	31	Total liabilities and net assets/fund balances (see instructions) . . .	15,852,994	17,789,104	

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 15,852,994
2	Enter amount from Part I, line 27a	2 -33,286
3	Other increases not included in line 2 (itemize) ▶ _____	3 1,642,688
4	Add lines 1, 2, and 3	4 17,462,396
5	Decreases not included in line 2 (itemize) ▶ _____	5
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6 17,462,396

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				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	47,687
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	

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 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	706,735	17,539,707	0 040293	
2012	965,518	16,975,142	0 056878	
2011	1,351,493	17,384,760	0 077740	
2010	2,120,747	17,799,019	0 119150	
2009	1,093,772	17,309,645	0 063189	
2	Total of line 1, column (d).		2	0 357250
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 071450
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.		4	18,305,426
5	Multiply line 4 by line 3.		5	1,307,923
6	Enter 1% of net investment income (1% of Part I, line 27b).		6	1,093
7	Add lines 5 and 6.		7	1,309,016
8	Enter qualifying distributions from Part XII, line 4.		8	933,447
If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions				

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		12,185	
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	
3		Add lines 1 and 2.		32,185	
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-		52,185	
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014		6a	35,015
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.		735,015	
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	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		1032,830	
11		Enter the amount of line 10 to be Credited to 2015 estimated tax ☐ 32,830 Refunded ☐		11	

Part VII-AStatements Regarding Activities

1a		During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		1a		No
b		Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?		1b		No
		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.				
c		Did the foundation file Form 1120-POL for this year?		1c		No
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?		2		No
		If "Yes," attach a detailed description of the activities.				
3		Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		3		No
4a		Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a		No
b		If "Yes," has it filed a tax return on Form 990-T for this year?		4b		
5		Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5		No
		If "Yes," attach the statement required by General Instruction T.				
6		Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either				
		• By language in the governing instrument, or				
		• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		6	Yes	
7		Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.		7	Yes	
8a		Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ MO				
b		If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .		8b	Yes	
9		Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		9		No
10		Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		10		No

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	Yes	
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of TOD M MOSES CPA Located at 10135 MANCHESTER RD SUITE 206 WARSON WOODS MO Telephone no (314) 965-9775 ZIP +4 63122			
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		
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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country	16	Yes	No

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		
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		
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		
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		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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		
	Organizations relying on a current notice regarding disaster assistance check here.	☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		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?	7b		

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
LOUIS J GARR JR	PRESIDENT	0	0	0
7250 MARYLAND AVENUE	2 00			
ST LOUIS,MO 63130				
JOHN E DOOLING JR	CHAIRMAN	0	0	0
1896 DOUGHERTY TERRACE	1 00			
MANCHESTER,MO 63021				
CHARLES B LUBER	CEO	0	0	0
307 SAGE LANE	5 00			
BENTON,KY 42025				
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.				

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	
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 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3.	

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	15,920,882
b	Average of monthly cash balances.	1b	1,695,547
c	Fair market value of all other assets (see instructions).	1c	967,760
d	Total (add lines 1a, b, and c).	1d	18,584,189
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	18,584,189
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	278,763
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	18,305,426
6	Minimum investment return. Enter 5% of line 5.	6	915,271

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	915,271
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	2,185
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,185
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	913,086
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	913,086
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	913,086

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	933,447
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	933,447
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	933,447

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			
2		Undistributed income, if any, as of the end of 2014			
a		Enter amount for 2013 only.			
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.			
4		Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 933,447			
a		Applied to 2013, but not more than line 2a			
b		Applied to undistributed income of prior years (Election required—see instructions).			
c		Treated as distributions out of corpus (Election required—see instructions).			
d		Applied to 2014 distributable amount.			
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			
b		Prior years' undistributed income Subtract line 4b from line 2b.			
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.			
f		Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.			
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

4942(j)(3) or 4942(j)(5)

3

Part XV

1

2

Time	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27	28	29	30	31	32	33	34	35	36	37	38	39	40	41	42	43	44	45	46	47	48	49	50	51	52	53	54	55	56	57	58	59	60	61	62	63	64	65	66	67	68	69	70	71	72	73	74	75	76	77	78	79	80	81	82	83	84	85	86	87	88	89	90	91	92	93	94	95	96	97	98	99	100
Time	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27	28	29	30	31	32	33	34	35	36	37	38	39	40	41	42	43	44	45	46	47	48	49	50	51	52	53	54	55	56	57	58	59	60	61	62	63	64	65	66	67	68	69	70	71	72	73	74	75	76	77	78	79	80	81	82	83	84	85	86	87	88	89	90	91	92	93	94	95	96	97	98	99	100

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 Additional Data Table				
Total			3a	933,447
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)

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?

(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

[illegible]

b If "Yes," complete the following schedule

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

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.

***** 2015-09-29 *****

Signature of officer or trustee Date Title

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

Print/Type preparer's name TOD M MOSES CPA	Preparer's Signature	Date 2015-09-30	Check if self-employed ☒	PTIN P01232055
Firm's name ☒ TOD M MOSES CPA PC			Firm's EIN ☒ 43-1350838	
Firm's address ☒ 10135 MANCHESTER ROAD SUITE 206 WARSON WOODS, MO 63122			Phone no (314) 965-9775	

Form 990PF Part XV Line 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				
SCULPTURE PARK 221 N GRAND BLVD ST LOUIS,MO 63108		PUBLIC	LAY CENTER FOR EDU/ARTS ENDOWMENT	9,669
ST JOSEPH'S ACADAMY 1207 SOUTH LINDBERGH ST LOUIS,MO 63131		PUBLIC	GENERAL SUPPORT	5,600
STL SCIENCE CENTER 5050 OAKLAND AVE ST LOUIS,MO 63110		PUBLIC	SCIENCE EDUCATION	1,250
ST LOUIS UNIVERSITY 221 N GRAND BLVD ST LOUIS,MO 63108		PUBLIC	GENERAL SUPPORT	6,400
UNIV OF CT FDN 2390 ALUMI DRIVE STORRS,CT 06269		PUBLIC	GENERAL SCHOLARSHIP	6,400
OUR LADY OF LOURDES PARIS 7148 FORSYTH BLVD ST LOUIS,MO 63105		PUBLIC	GENERAL SUPPORT	3,000
KIDS IN MOTION 711 GRAND AVENUE HANNIBAL,MO 63401		PUBLIC	START-UP FUNDS FOR SUMMER PROGRAM	20,510
TWIN PIKE FAMILY YMCA 614 KELLY LANE LOUISIANA,MO 63353		PUBLIC	AFTER SCHOOL PROGRAM	13,047
TODAY AND TOMORROWED FOU 20 ARCHBISHOP MAY DRIVE ST LOUIS,MO 63119		PUBLIC	SCHOLARSHIP FUND	669,330
BLOCK YESHIVA HIGH SCHOOL 1146 NORTH WARSON ROAD ST LOUIS,MO 63132		PUBLIC	GENERAL SCHOLARSHIP	5,000
OPERA THEATRE OF ST LOUIS 210 HAZEL AVENUE ST LOUIS,MO 63119		PUBLIC	GENERAL SUPPORT	500
BISHOP DUBOURG HIGH SCHOOL 5850 EICHELBERGER AVENUE ST LOUIS,MO 63109		PUBLIC	GENERAL SUPPORT	1,000
LOUISIANA AREA HISTORICAL MUSEUM 306 FOREST HILLS LOUISIANA,MO 63353		PUBLIC	SUMMER EDUCATIONAL PROGRAM	1,245
BOWLING GREEN PUBLIC LIBRARY 201 WEST LOCUST STREET BOWLING GREEN,MO 63334		PUBLIC	ARTS ENDOWMENT	446
ST FRANCIS XAVIER SCHOOL 106 NORTH STODDARD SIKESTON,MO 63801		PUBLIC	GENERAL SCHOLARSHIP	15,050
Total  3a				933,447

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
SEVENTH GRADE POETRY FOUNDATION PO BOX 775077 ST LOUIS,MO 63177		PUBLIC	GENERAL SCHLORSHIP	25,000
ROSATI-KAIN HIGH SCHOOL 4389 LINDELL BOULEVARD ST LOUIS,MO 63108		PUBLIC	GENERAL SUPPORT	150,000
Total  3a				933,447

Form **4562**

Department of the Treasury
Internal Revenue Service (99)

Depreciation and Amortization
(Including Information on Listed Property)

► **Attach to your tax return.**

► **Information about Form 4562 and its separate instructions is at www.irs.gov/form4562.**

OMB No 1545-0172

2014

Attachment
Sequence No **179**

Name(s) shown on return LAY FAMILY FOUNDATION A CORPORATION C/O TOD MOSES CPA	Business or activity to which this form relates INDIRECT DEPRECIATION	Identifying number 43-1510405
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Part I

Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I.

1 Maximum amount (see instructions)	1	500,000
2 Total cost of section 179 property placed in service (see instructions)	2	
3 Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000
4 Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5 Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2013 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2015 Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II

Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)

14 Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	350
15 Property subject to section 168(f)(1) election	15	
16 Other depreciation (including ACRS)	16	

Part III

MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A

17 MACRS deductions for assets placed in service in tax years beginning before 2014	17	
18 If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B—Assets Placed in Service During 2014 Tax Year Using the General Depreciation System						
(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property		350	7 0	MQ	200 DB	13
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2014 Tax Year Using the Alternative Depreciation System						
20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV

Summary (see instructions.)

21 Listed property Enter amount from line 28	21	
22 Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	363
23 For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V

Listed Property (Include automobiles, certain other vehicles, certain aircraft, certain computers, and property used for entertainment, recreation, or amusement.)
Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A—Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No						24b If "Yes," is the evidence written? ☐ Yes ☐ No			
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation/ deduction	(i) Elected section 179 cost	
25Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)						25			
26 Property used more than 50% in a qualified business use									
		%							
		%							
		%							
27 Property used 50% or less in a qualified business use									
		%				S/L -			
		%				S/L -			
		%				S/L -			
28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1						28			
29 Add amounts in column (i), line 26 Enter here and on line 7, page 1							29		

Section B—Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person
If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

30 Total business/investment miles driven during the year (do not include commuting miles)	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
31 Total commuting miles driven during the year												
32 Total other personal(noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C—Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons (see instructions)

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions)		
Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.		

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2014 tax year (see instructions)					
43 Amortization of costs that began before your 2014 tax year				43	
44 Total. Add amounts in column (f) See the instructions for where to report				44	

TY 2014 Accounting Fees Schedule**Name:** LAY FAMILY FOUNDATION

A CORPORATION C/O TOD MOSES CPA

EIN: 43-1510405

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TOD M MOSES, C P A , PC	4,936	4,936		

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2014 Depreciation Schedule

Name: LAY FAMILY FOUNDATION
A CORPORATION C/O TOD MOSES CPA

EIN: 43-1510405

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
TRAIL SPREADER	2014-11-07	700		200DB	7 0000	363			

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2014 Gain/Loss from Sale of Other Assets Schedule

Name: LAY FAMILY FOUNDATION

A CORPORATION C/O TOD MOSES CPA

EIN: 43-1510405

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
319 565 BERNSTEIN INTRMEDIATE	2009-11	PURCHASE	2014-08		4,410	4,260			150	
50 170 BERNSTEIN SHORT DURATION	2009-11	PURCHASE	2014-08		590	589			1	
125-DOVER CORP	2014-09	PURCHASE	2014-12		9,284	10,915			-1,631	
64-GILEAD SCIENCES INC	2014-08	PURCHASE	2014-12		6,017	6,020			-3	
200-DOVER CORP	2014-06	PURCHASE	2014-12		14,854	17,741			-2,887	
55-GILEAD SCIENCES INC	2014-06	PURCHASE	2014-12		5,171	4,378			793	
82-DOVER CORP	2014-04	PURCHASE	2014-12		6,090	7,030			-940	
25-GILEAD SCIENCES INC	2014-04	PURCHASE	2014-12		2,350	1,692			658	
25-GILEAD SCIENCES INC	2014-04	PURCHASE	2014-12		2,350	1,764			586	
25-GILEAD SCIENCES INC	2014-04	PURCHASE	2014-12		2,350	1,802			548	
107-ASSURANT INC	2014-07	PURCHASE	2014-12		7,361	7,142			219	
4-ASSURANT INC	2014-02	PURCHASE	2014-12		275	258			17	
75-HAIN CELESTIAL GROUP INC	2014-10	PURCHASE	2014-12		8,682	7,842			840	
143-DOVER CORP	2014-04	PURCHASE	2014-12		10,002	12,259			-2,257	
400-VOYA FINANCIAL INC	2014-06	PURCHASE	2014-12		16,055	14,591			1,464	
150-VOYA FINANCIAL INC	2014-02	PURCHASE	2014-12		6,021	5,088			933	
50-VOYA FINANCIAL INC	2014-01	PURCHASE	2014-12		2,007	1,699			308	
920-OFFICE DEPOT INC	2014-01	PURCHASE	2014-12		7,330	4,543			2,787	
40-CALIFORNIA RESOURCES CORP	2014-10	PURCHASE	2014-12		266	354			-88	
60-CALIFORNIA RESOURCES CORP	2014-07	PURCHASE	2014-12		400	612			-212	
400-LINCOLN NATIONAL CORP	2014-07	PURCHASE	2014-12		22,947	20,887			2,060	
100-CALIFORNIA RESOURCES CORP	2014-06	PURCHASE	2014-12		666	1,007			-341	
16-ESTEE LAUDER COMPANIES-CL A	2014-06	PURCHASE	2014-12		1,189	1,223			-34	
35-ESTEE LAUDER COMPANIES-CL A	2014-05	PURCHASE	2014-12		2,600	2,626			-26	
121-ASSURANT INC	2014-02	PURCHASE	2014-12		8,201	7,806			395	
262-MURPHY OIL CORP	2014-06	PURCHASE	2014-12		12,670	17,327			-4,657	
1269-OFFICE DEPOT INC	2014-01	PURCHASE	2014-11		8,422	6,266			2,156	
3-CHUBB CORP	2014-06	PURCHASE	2014-11		308	282			26	
1-CHUBB CORP	2014-06	PURCHASE	2014-11		103	94			9	
400-TWENTY-FIRST CENTURY FOX-A	2014-06	PURCHASE	2014-11		14,237	14,466			-229	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
86-EASTMAN CHEMICAL CO	2014-06	PURCHASE	2014-11		7,493	7,754			-261	
300-TWENTY-FIRST CENTURY FOX-A	2014-02	PURCHASE	2014-11		10,677	9,996			681	
150-TWENTY-FIRST CENTURY FOX-A	2013-11	PURCHASE	2014-11		5,339	5,017			322	
150-THERAVANCE INC	2014-03	PURCHASE	2014-11		1,965	4,806			-2,841	
25-ASSURANT INC	2014-02	PURCHASE	2014-11		1,694	1,613			81	
175-THERAVANCE INC	2014-01	PURCHASE	2014-11		2,293	5,440			-3,147	
225-ASSURANT INC	2013-11	PURCHASE	2014-11		15,250	14,397			853	
100-NIELSEN NV	2014-09	PURCHASE	2014-11		4,308	4,476			-168	
75-NIELSEN NV	2014-07	PURCHASE	2014-11		3,231	3,630			-399	
25-NIELSEN NV	2014-06	PURCHASE	2014-11		1,077	1,206			-129	
150-HALLIBURTON CO	2014-06	PURCHASE	2014-11		7,829	10,068			-2,239	
35-MICHAEL KORS HOLDINGS LTD	2014-06	PURCHASE	2014-11		2,516	3,303			-787	
150-MACY'S INC	2014-06	PURCHASE	2014-11		8,593	8,828			-235	
90-COGNIZANT TECH SOLUTIONS-A	2014-06	PURCHASE	2014-10		4,190	4,262			-72	
100-LINCOLN NATIONAL CORP	2014-07	PURCHASE	2014-10		5,098	5,222			-124	
50-LINCOLN NATIONAL CORP	2014-02	PURCHASE	2014-10		2,549	2,331			218	
275-CITIGROUP INC	2014-06	PURCHASE	2014-10		14,209	13,592			617	
75-NXP SEMICONDUCTORS NV	2014-07	PURCHASE	2014-10		4,518	4,942			-424	
125-CITIGROUP INC	2014-06	PURCHASE	2014-10		6,195	6,178			17	
50-LINEAR TECHNOLOGY CORP	2014-06	PURCHASE	2014-10		1,923	2,352			-429	
200-CITIGROUP INC	2014-05	PURCHASE	2014-10		9,911	9,382			529	
50-LINEAR TECHNOLOGY CORP	2014-05	PURCHASE	2014-10		1,923	2,220			-297	
50-LINEAR TECHNOLOGY CORP	2014-04	PURCHASE	2014-10		1,923	2,224			-301	
25-LINEAR TECHNOLOGY CORP	2014-03	PURCHASE	2014-10		961	1,198			-237	
200-LINCOLN NATIONAL CORP	2014-02	PURCHASE	2014-10		9,131	9,326			-195	
175-VOYA FINANCIAL INC	2014-01	PURCHASE	2014-10		6,030	5,946			84	
225-VOYA FINANCIAL INC	2013-12	PURCHASE	2014-10		7,752	7,948			-196	
100-LINCOLN NATIONAL CORP	2013-11	PURCHASE	2014-10		4,565	5,099			-534	
100-CITIGROUP INC	2013-11	PURCHASE	2014-10		4,956	4,843			113	
250-LINCOLN NATIONAL CORP	2013-10	PURCHASE	2014-10		11,414	11,027			387	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
50-DISCOVERY COMMUNICATION-A	2014-09	PURCHASE	2014-10		1,715	1,959			-244	
100-DISCOVERY COMMUNICATION-A	2014-08	PURCHASE	2014-10		3,430	4,254			-824	
100-DISCOVERY COMMUNICATIONS-C	2014-08	PURCHASE	2014-10		3,424	4,074			-650	
20-COPA HOLDINGS SA-CLASS A	2014-07	PURCHASE	2014-10		2,224	2,880			-656	
45-COPA HOLDINGS SA-CLASS A	2014-06	PURCHASE	2014-10		5,004	6,363			-1,359	
10-COPA HOLDINGS SA-CLASS A	2014-01	PURCHASE	2014-10		1,112	1,374			-262	
125-NIELSEN NV	2014-06	PURCHASE	2014-10		5,451	6,029			-578	
10-COPA HOLDINGS SA-CLASS A	2013-10	PURCHASE	2014-10		1,092	1,409			-317	
40-LINEAR TECHNOLOGY CORP	2014-02	PURCHASE	2014-10		1,693	1,869			-176	
35-LINEAR TECHNOLOGY CORP	2014-02	PURCHASE	2014-10		1,481	1,622			-141	
400-MEDTRONIC INC	2014-06	PURCHASE	2014-09		24,830	24,652			178	
100-MEDTRONIC INC	2014-02	PURCHASE	2014-09		6,207	5,482			725	
15-POLARIS INDUSTRIES INC	2013-10	PURCHASE	2014-09		2,257	1,931			326	
100-TRW AUTOMOTIVE HOLDINGS CORP	2014-06	PURCHASE	2014-09		10,286	8,608			1,678	
55-LINEAR TECHNOLOGY CORP	2014-02	PURCHASE	2014-08		2,474	2,548			-74	
95-LINEAR TECHNOLOGY CORP	2014-02	PURCHASE	2014-08		4,274	4,328			-54	
450-TWENTY-FIRST CENTURY FOX-A	2013-11	PURCHASE	2014-08		16,071	15,052			1,019	
5-ESTEE LAUDER COMPANIES-CL A	2014-05	PURCHASE	2014-08		387	375			12	
15-ESTEE LAUDER COMPANIES-CL A	2014-04	PURCHASE	2014-08		1,160	1,050			110	
5-ESTEE LAUDER COMPANIES-CL A	2014-02	PURCHASE	2014-08		387	340			47	
75-ESTEE LAUDER COMPANIES-CL A	2014-02	PURCHASE	2014-08		5,738	5,099			639	
6-INTUITIVE SURGICAL INC	2014-03	PURCHASE	2014-08		2,784	2,620			164	
75-HERSHEY CO/THE	2014-06	PURCHASE	2014-08		6,775	7,278			-503	
35-PARKER HANNIFIN CORP	2014-06	PURCHASE	2014-08		3,931	4,531			-600	
15-PARKER HANNIFIN CORP	2013-10	PURCHASE	2014-08		1,685	1,680			5	
300-GLAXOSMITHKLINE PLC-SPON AD	2014-06	PURCHASE	2014-08		14,046	16,198			-2,152	
550-GLAXOSMITHKLINE PLC-SPON AD	2013-11	PURCHASE	2014-08		25,752	29,205			-3,453	
50-PARKER HANNIFIN CORP	2013-10	PURCHASE	2014-08		5,506	5,601			-95	
50-MEDTRONIC INC	2013-08	PURCHASE	2014-08		3,063	2,637			426	
25-MEAD JOHNSON NUTRITION CO	2013-11	PURCHASE	2014-08		2,326	2,017			309	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
80-FIREEYE INC	2014-06	PURCHASE	2014-08		2,700	2,751			-51	
500-GENWORTH FINANCIAL INC-CL A	2014-06	PURCHASE	2014-08		6,572	8,970			-2,398	
600-WESTERN UNION CO	2014-06	PURCHASE	2014-08		10,147	9,912			235	
70-FIREEYE INC	2014-05	PURCHASE	2014-08		2,362	1,961			401	
800-WESTERN UNION CO	2014-02	PURCHASE	2014-08		13,529	13,381			148	
11-COSTAR GROUP INC	2014-06	PURCHASE	2014-07		1,650	1,803			-153	
19-COSTAR GROUP INC	2014-05	PURCHASE	2014-07		2,850	2,821			29	
85-INFORMATICA CORPORATION	2014-06	PURCHASE	2014-07		2,708	3,124			-416	
30-INFORMATICA CORPORATION	2014-04	PURCHASE	2014-07		956	1,131			-175	
30-INFORMATICA CORPORATION	2014-04	PURCHASE	2014-07		956	1,122			-166	
50-INFORMATICA CORPORATION	2014-03	PURCHASE	2014-07		1,593	1,977			-384	
30-INFORMATICA CORPORATION	2014-02	PURCHASE	2014-07		956	1,246			-290	
20-PARKER HANNIFIN CORP	2013-10	PURCHASE	2014-07		2,381	2,144			237	
30-PARKER HANNIFIN CORP	2013-09	PURCHASE	2014-07		3,572	3,273			299	
450-DANA HOLDING CORP	2014-06	PURCHASE	2014-07		10,393	10,355			38	
575-DANA HOLDING CORP	2014-04	PURCHASE	2014-07		13,280	13,099			181	
275-DANA HOLDING CORP	2014-04	PURCHASE	2014-07		6,351	6,125			226	
500-GANNETT CO	2014-06	PURCHASE	2014-07		15,826	14,672			1,154	
175-URS CORP	2014-06	PURCHASE	2014-07		10,284	7,897			2,387	
200-GANNETT CO	2014-03	PURCHASE	2014-07		6,330	5,455			875	
200-URS CORP	2014-03	PURCHASE	2014-07		11,753	9,457			2,296	
250-GANNETT CO	2013-12	PURCHASE	2014-07		7,913	6,430			1,483	
250-GANNETT CO	2013-09	PURCHASE	2014-07		7,913	6,148			1,765	
100-VALERO ENERGY CORP	2014-01	PURCHASE	2014-07		5,081	5,319			-238	
20-F5 NETWORKS INC	2014-01	PURCHASE	2014-07		2,248	2,150			98	
30-F5 NETWORKS INC	2014-01	PURCHASE	2014-07		3,371	3,184			187	
30-UNITEDHEALTH GROUP INC	2013-08	PURCHASE	2014-07		2,470	2,161			309	
80-UNITEDHEALTH GROUP INC	2013-08	PURCHASE	2014-07		6,586	5,852			734	
10-INTUITIVE SURGICAL INC	2013-07	PURCHASE	2014-06		4,139	3,781			358	
92-THERAVANCE BIOPHARMA INC	2014-06	PURCHASE	2014-06		2,316	1,804			512	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
40-INFORMATICA CORPORATION	2014-02	PURCHASE	2014-06		1,445	1,661			-216	
15-F5 NETWORKS INC	2014-01	PURCHASE	2014-06		1,664	1,592			72	
25-LIBERTY MEDIA CORP	2014-01	PURCHASE	2014-05		3,147	3,431			-284	
20-OCEANEERING INTL INC	2013-12	PURCHASE	2014-05		1,416	1,531			-115	
10-LIBERTY MEDIA CORP	2013-11	PURCHASE	2014-05		1,259	1,523			-264	
300-NAVIENT CORP	2014-04	PURCHASE	2014-05		4,800	5,001			-201	
400-NAVIENT CORP	2014-04	PURCHASE	2014-05		6,400	6,663			-263	
475-NAVIENT CORP	2014-03	PURCHASE	2014-05		7,600	7,539			61	
325-NAVIENT CORP	2014-03	PURCHASE	2014-05		5,200	5,185			15	
20-CELGENE CORP	2013-07	PURCHASE	2014-05		2,952	2,497			455	
10-LIBERTY MEDIA CORP	2013-07	PURCHASE	2014-05		1,310	1,344			-34	
25-CVS/CAREMARK CORP	2013-11	PURCHASE	2014-05		1,836	1,634			202	
15-ALLERGAN INC	2013-05	PURCHASE	2014-05		2,539	1,562			977	
25-VERISK ANALYTICS INC-CL A	2014-03	PURCHASE	2014-05		1,500	1,582			-82	
45-VERISK ANALYTICS INC-CL A	2013-11	PURCHASE	2014-05		2,700	2,795			-95	
15-ALLERGAN INC	2013-05	PURCHASE	2014-04		2,492	1,562			930	
20-ALLERGAN INC	2013-05	PURCHASE	2014-04		3,323	1,991			1,332	
20-LIBERTY MEDIA CORP	2013-06	PURCHASE	2014-04		2,571	2,458			113	
10-LIBERTY MEDIA CORP	2013-06	PURCHASE	2014-04		1,286	1,210			76	
150-ILLINOIS TOOL WORKS	2013-05	PURCHASE	2014-04		12,602	10,201			2,401	
100-ILLINOIS TOOL WORKS	2013-05	PURCHASE	2014-04		8,401	6,572			1,829	
50-LKQ CORP	2014-02	PURCHASE	2014-04		1,355	1,478			-123	
60-LKQ CORP	2014-02	PURCHASE	2014-04		1,626	1,764			-138	
90-LKQ CORP	2013-10	PURCHASE	2014-04		2,439	2,955			-516	
50-RED HAT INC	2014-03	PURCHASE	2014-04		2,484	2,855			-371	
30-VERISK ANALYTICS INC-CL A	2013-11	PURCHASE	2014-04		1,769	1,864			-95	
15-MICHAEL KORS HOLDINGS LTD	2013-07	PURCHASE	2014-04		1,386	939			447	
25-ILLUMINA INC	2013-06	PURCHASE	2014-04		3,534	1,705			1,829	
10-BOEING CO/THE	2013-04	PURCHASE	2014-04		1,280	842			438	
30-LKQ CORP	2013-10	PURCHASE	2014-04		828	985			-157	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
45-LKQ CORP	2013-09	PURCHASE	2014-04		1,242	1,425			-183	
25-LKQ CORP	2013-09	PURCHASE	2014-04		690	800			-110	
100-MARATHON PETROLEUM CORP	2013-09	PURCHASE	2014-03		8,791	6,558			2,233	
100-MARATHON PETROLEUM CORP	2013-06	PURCHASE	2014-03		8,791	7,208			1,583	
100-MARATHON PETROLEUM CORP	2013-04	PURCHASE	2014-03		8,791	8,214			577	
15-LIBERTY MEDIA CORP	2013-06	PURCHASE	2014-03		2,004	1,815			189	
75-ILLINOIS TOOL WORKS	2013-05	PURCHASE	2014-03		6,036	4,929			1,107	
25-AETNA INC	2013-04	PURCHASE	2014-03		1,899	1,367			532	
50-AETNA INC	2013-04	PURCHASE	2014-03		3,797	2,749			1,048	
70-EXPEDITORS INTL WASH INC	2013-10	PURCHASE	2014-03		2,724	3,018			-294	
10-ILLUMINA INC	2013-06	PURCHASE	2014-03		1,651	682			969	
1-PRICELINE COM INC	2013-03	PURCHASE	2014-03		1,277	712			565	
650-REGAL ENTERTAINMENT GROUP-A	2013-05	PURCHASE	2014-03		12,635	11,807			828	
400-PULTE GROUP INC	2013-04	PURCHASE	2014-03		8,397	7,232			1,165	
475-GENERAL MOTORS CO	2013-09	PURCHASE	2014-02		17,290	17,874			-584	
275-GENERAL MOTORS CO	2013-09	PURCHASE	2014-02		10,010	10,338			-328	
5-WW GRAINGER INC	2013-05	PURCHASE	2014-02		1,256	1,276			-20	
10-WW GRAINGER INC	2013-04	PURCHASE	2014-02		2,513	2,229			284	
210-VERIZON COMMUNICATIONS INC	2013-04	PURCHASE	2014-02		9,714	7,490			2,224	
2-WW GRAINGER INC	2013-03	PURCHASE	2014-02		503	448			55	
10-COSTCO WHOLESALE CORP	2013-04	PURCHASE	2014-02		1,140	1,048			92	
20-COSTCO WHOLESALE CORP	2013-04	PURCHASE	2014-02		2,280	2,113			167	
15-COSTCO WHOLESALE CORP	2013-03	PURCHASE	2014-02		1,710	1,552			158	
25-EBAY INC	2013-08	PURCHASE	2014-02		1,377	1,318			59	
25-EBAY INC	2013-03	PURCHASE	2014-02		1,377	1,299			78	
35-EBAY INC	2013-03	PURCHASE	2014-02		1,928	1,846			82	
20-FACEBOOK INC-A	2013-04	PURCHASE	2014-02		1,337	524			813	
10-LINKEDIN CORP - A	2014-01	PURCHASE	2014-02		1,917	2,080			-163	
11-LINKEDIN CORP - A	2013-12	PURCHASE	2014-02		2,109	2,393			-284	
150-GENERAL MOTORS CO	2013-09	PURCHASE	2014-02		5,304	5,639			-335	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
10-POLARIS INDUSTRIES INC	2013-08	PURCHASE	2014-02		1,273	1,137			136	
100-LINCOLN NATIONAL CORP	2013-07	PURCHASE	2014-02		4,920	3,989			931	
7-COPA HOLDINGS SA-CLASS A	2013-07	PURCHASE	2014-02		937	943			-6	
3-COPA HOLDINGS SA-CLASS A	2013-07	PURCHASE	2014-02		402	396			6	
40-FACEBOOK INC-A	2013-04	PURCHASE	2014-02		2,577	1,048			1,529	
10-GREEN MOUNTAIN COFFEE ROASTE	2013-02	PURCHASE	2014-02		1,190	475			715	
2-PRICELINE COM INC	2013-02	PURCHASE	2014-02		2,489	1,371			1,118	
100-ELECTRONIC ARTS INC	2013-05	PURCHASE	2014-02		2,709	2,339			370	
100-ELECTRONIC ARTS INC	2013-05	PURCHASE	2014-02		2,709	2,339			370	
200-ELECTRONIC ARTS INC	2013-02	PURCHASE	2014-02		5,418	3,517			1,901	
35-EXPEDITORS INTL WASH INC	2013-10	PURCHASE	2014-02		1,407	1,506			-99	
15-EBAY INC	2013-03	PURCHASE	2014-02		816	791			25	
30-EXPEDITORS INTL WASH INC	2013-10	PURCHASE	2014-02		1,202	1,291			-89	
15-EXPEDITORS INTL WASH INC	2013-09	PURCHASE	2014-02		601	676			-75	
550-ETRADE FINANCIAL CORP	2013-07	PURCHASE	2014-01		11,163	8,168			2,995	
4-INTUITIVE SURGICAL INC	2013-07	PURCHASE	2014-01		1,647	1,512			135	
35-FACEBOOK INC-A	2013-04	PURCHASE	2014-01		1,933	917			1,016	
500-XEROX CORP	2013-09	PURCHASE	2014-01		5,939	5,178			761	
25-FACEBOOK INC-A	2013-04	PURCHASE	2014-01		1,450	655			795	
6-WW GRAINGER INC	2013-03	PURCHASE	2014-01		1,585	1,345			240	
1-WW GRAINGER INC	2013-03	PURCHASE	2014-01		264	223			41	
200-PHILIP MORRIS INTERNATIONAL	2013-03	PURCHASE	2014-01		16,805	18,306			-1,501	
3-PRICELINE COM INC	2013-02	PURCHASE	2014-01		3,582	2,099			1,483	
600-AT&T INC	2013-06	PURCHASE	2014-01		19,932	21,338			-1,406	
7-INTUITIVE SURGICAL INC	2013-07	PURCHASE	2014-01		2,723	2,647			76	
5-INTUITIVE SURGICAL INC	2013-04	PURCHASE	2014-01		1,945	2,384			-439	
75-CHUBB CORP	2013-02	PURCHASE	2014-01		6,880	6,243			637	
25-LKQ CORP	2013-09	PURCHASE	2014-01		801	800			1	
60-LKQ CORP	2013-08	PURCHASE	2014-01		1,923	1,837			86	
300-AT&T INC	2013-06	PURCHASE	2014-01		10,093	10,669			-576	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
100-ILLINOIS TOOL WORKS	2013-03	PURCHASE	2014-01		8,212	6,271			1,941	
150-MARATHON PETROLEUM CORP	2013-03	PURCHASE	2014-01		13,655	13,269			386	
125-MARATHON PETROLEUM CORP	2013-02	PURCHASE	2014-01		11,379	10,189			1,190	
100-MARATHON PETROLEUM CORP	2013-02	PURCHASE	2014-01		9,103	8,068			1,035	
25-PARTNERRE LTD	2013-04	PURCHASE	2014-12		2,881	2,275			606	
3-PARTNERRE LTD	2013-03	PURCHASE	2014-12		346	280			66	
147-PARTNERRE LTD	2013-03	PURCHASE	2014-12		16,943	13,721			3,222	
118-KROGER CO	2012-02	PURCHASE	2014-12		7,311	2,838			4,473	
90-CALIFORNIA RESOURCES CORP	2013-09	PURCHASE	2014-12		599	827			-228	
110-CALIFORNIA RESOURCES CORP	2013-08	PURCHASE	2014-12		733	979			-246	
100-CHUBB CORP	2013-03	PURCHASE	2014-11		10,262	8,415			1,847	
50-CHUBB CORP	2013-02	PURCHASE	2014-11		5,131	4,175			956	
105-HARRIS CORP	2012-09	PURCHASE	2014-11		7,471	5,258			2,213	
64-KROGER CO	2012-02	PURCHASE	2014-11		3,749	1,539			2,210	
300-KROGER CO	2012-02	PURCHASE	2014-11		17,574	7,212			10,362	
492-PULTE GROUP INC	2013-07	PURCHASE	2014-11		10,318	8,032			2,286	
300-PULTE GROUP INC	2013-07	PURCHASE	2014-11		6,292	5,797			495	
225-HALLIBURTON CO	2013-08	PURCHASE	2014-11		11,743	10,346			1,397	
50-HALLIBURTON CO	2013-02	PURCHASE	2014-11		2,610	2,041			569	
20-MICHAEL KORS HOLDINGS LTD	2013-09	PURCHASE	2014-11		1,438	1,487			-49	
35-MICHAEL KORS HOLDINGS LTD	2013-07	PURCHASE	2014-11		2,516	2,239			277	
10-MICHAEL KORS HOLDINGS LTD	2013-07	PURCHASE	2014-11		719	626			93	
175-HALLIBURTON CO	2013-02	PURCHASE	2014-11		8,841	7,145			1,696	
100-HALLIBURTON CO	2013-02	PURCHASE	2014-11		5,052	4,237			815	
200-MACY'S INC	2013-01	PURCHASE	2014-11		11,457	7,779			3,678	
150-MACY'S INC	2012-06	PURCHASE	2014-11		8,593	5,500			3,093	
50-COGNIZANT TECH SOLUTIONS-A	2013-06	PURCHASE	2014-10		2,328	1,626			702	
10-COGNIZANT TECH SOLUTIONS-A	2013-05	PURCHASE	2014-10		466	323			143	
75-CHUBB CORP	2013-02	PURCHASE	2014-10		7,179	6,262			917	
100-CHUBB CORP	2013-02	PURCHASE	2014-10		9,571	8,324			1,247	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
60-MONSANTO CO	2013-02	PURCHASE	2014-10		6,647	5,947			700	
15-MONSANTO CO	2013-02	PURCHASE	2014-10		1,662	1,527			135	
75-COMCAST CORP-CLASS A	2013-07	PURCHASE	2014-10		3,748	3,281			467	
25-COMCAST CORP-CLASS A	2011-04	PURCHASE	2014-10		1,249	625			624	
425-MICRON TECHNOLOGY INC	2011-11	PURCHASE	2014-10		11,522	2,261			9,261	
150-CITIGROUP INC	2011-10	PURCHASE	2014-10		7,433	4,649			2,784	
100-AMERICAN INTERNATIONAL GROUP	2013-05	PURCHASE	2014-10		5,054	4,450			604	
300-AMERICAN INTERNATIONAL GROUP	2013-04	PURCHASE	2014-10		15,162	12,438			2,724	
5-ALLERGAN INC	2013-09	PURCHASE	2014-10		941	443			498	
20-ALLERGAN INC	2013-09	PURCHASE	2014-10		3,762	1,795			1,967	
5-COPA HOLDINGS SA-CLASS A	2013-09	PURCHASE	2014-10		546	675			-129	
15-COPA HOLDINGS SA-CLASS A	2013-09	PURCHASE	2014-10		1,638	2,024			-386	
15-COPA HOLDINGS SA-CLASS A	2013-08	PURCHASE	2014-10		1,638	2,081			-443	
20-COPA HOLDINGS SA-CLASS A	2013-08	PURCHASE	2014-10		2,184	2,830			-646	
5-COPA HOLDINGS SA-CLASS A	2013-07	PURCHASE	2014-10		546	673			-127	
5-ALLERGAN INC	2013-09	PURCHASE	2014-10		880	449			431	
15-ALLERGAN INC	2013-05	PURCHASE	2014-10		2,640	1,559			1,081	
5-ALLERGAN INC	2013-05	PURCHASE	2014-10		880	521			359	
100-MEDTRONIC INC	2013-08	PURCHASE	2014-09		6,207	5,273			934	
150-CITIGROUP INC	2011-10	PURCHASE	2014-09		7,786	4,649			3,137	
200-CITIGROUP INC	2011-07	PURCHASE	2014-09		10,382	7,665			2,717	
300-PFIZER INC	2007-05	PURCHASE	2014-09		8,881	8,237			644	
300-PFIZER INC	2007-05	PURCHASE	2014-09		8,881	8,189			692	
10-POLARIS INDUSTRIES INC	2013-08	PURCHASE	2014-09		1,505	1,137			368	
25-GILEAD SCIENCES INC	2013-06	PURCHASE	2014-09		2,680	1,296			1,384	
20-BIOGEN IDEC INC	2013-01	PURCHASE	2014-09		6,590	2,833			3,757	
25-GILEAD SCIENCES INC	2013-06	PURCHASE	2014-09		2,711	1,296			1,415	
50-COMCAST CORP-CLASS A	2011-04	PURCHASE	2014-09		2,725	1,250			1,475	
40-COGNIZANT TECH SOLUTIONS-A	2013-05	PURCHASE	2014-09		1,802	1,291			511	
10-COGNIZANT TECH SOLUTIONS-A	2013-04	PURCHASE	2014-09		450	314			136	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
15-KEURIG GREEN MOUNTAIN INC	2013-04	PURCHASE	2014-09		2,052	793			1,259	
25-GILEAD SCIENCES INC	2011-08	PURCHASE	2014-09		2,653	466			2,187	
250-TJX COMPANIES INC	2013-03	PURCHASE	2014-09		15,047	11,616			3,431	
250-TRW AUTOMOTIVE HOLDINGS CORP	2011-10	PURCHASE	2014-09		25,716	9,098			16,618	
50-TJX COMPANIES INC	2013-03	PURCHASE	2014-09		3,037	2,323			714	
125-TJX COMPANIES INC	2012-09	PURCHASE	2014-09		7,594	5,610			1,984	
15-VISA INC - CLASS A SHRS	2013-02	PURCHASE	2014-09		3,237	2,392			845	
10-VISA INC - CLASS A SHRS	2012-10	PURCHASE	2014-09		2,158	1,393			765	
25-GILEAD SCIENCES INC	2011-08	PURCHASE	2014-09		2,736	466			2,270	
20-GILEAD SCIENCES INC	2011-04	PURCHASE	2014-09		2,189	413			1,776	
200-LINCOLN NATIONAL CORP	2013-08	PURCHASE	2014-09		11,095	8,853			2,242	
300-LINCOLN NATIONAL CORP	2013-07	PURCHASE	2014-09		16,642	11,967			4,675	
20-INTERCONTINENTAL EXCHANGE IN	2012-12	PURCHASE	2014-08		3,781	2,559			1,222	
300-CITIGROUP INC	2011-07	PURCHASE	2014-08		15,438	12,218			3,220	
10-INTERCONTINENTAL EXCHANGE IN	2012-09	PURCHASE	2014-08		1,858	1,355			503	
4-INTUITIVE SURGICAL INC	2013-07	PURCHASE	2014-08		1,856	1,512			344	
45-BOEING CO/THE	2013-04	PURCHASE	2014-08		5,552	4,140			1,412	
5-BOEING CO/THE	2013-04	PURCHASE	2014-08		617	421			196	
75-TJX COMPANIES INC	2012-09	PURCHASE	2014-08		4,001	3,366			635	
250-TJX COMPANIES INC	2012-09	PURCHASE	2014-08		13,336	11,593			1,743	
50-TJX COMPANIES INC	2012-09	PURCHASE	2014-08		2,667	2,313			354	
90-COGNIZANT TECH SOLUTIONS-A	2013-04	PURCHASE	2014-08		4,049	2,828			1,221	
50-COGNIZANT TECH SOLUTIONS-A	2013-04	PURCHASE	2014-08		2,249	1,567			682	
20-PRECISION CASTPARTS CORP	2013-01	PURCHASE	2014-08		4,805	3,769			1,036	
15-HERSHEY CO/THE	2013-03	PURCHASE	2014-08		1,355	1,258			97	
10-HERSHEY CO/THE	2012-02	PURCHASE	2014-08		903	606			297	
300-MEDTRONIC INC	2013-07	PURCHASE	2014-08		18,376	15,635			2,741	
10-VISA INC - CLASS A SHRS	2012-09	PURCHASE	2014-08		2,112	1,340			772	
15-INTERCONTINENTAL EXCHANGE IN	2012-09	PURCHASE	2014-08		2,885	2,033			852	
500-GENWORTH FINANCIAL INC-CL A	2013-06	PURCHASE	2014-08		6,572	5,398			1,174	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
500-GENWORTH FINANCIAL INC-CL A	2013-06	PURCHASE	2014-08		6,572	5,595			977	
300-GENWORTH FINANCIAL INC-CL A	2013-03	PURCHASE	2014-08		3,943	3,148			795	
150-MEDTRONIC INC	2012-12	PURCHASE	2014-07		9,256	6,356			2,900	
100-MEDTRONIC INC	2012-10	PURCHASE	2014-07		6,170	4,397			1,773	
15-DANAHER CORP	2013-04	PURCHASE	2014-07		1,113	922			191	
1-PRICELINE GROUP INC/THE	2013-04	PURCHASE	2014-07		1,247	695			552	
1-PRICELINE GROUP INC/THE	2013-03	PURCHASE	2014-07		1,247	712			535	
35-DANAHER CORP	2012-04	PURCHASE	2014-07		2,598	1,860			738	
10-MCKESSON CORP	2012-05	PURCHASE	2014-07		1,905	900			1,005	
150-COMCAST CORP-CLASS A	2011-04	PURCHASE	2014-07		8,178	3,750			4,428	
200-GAMESTOP CORP-CLASS A	2012-12	PURCHASE	2014-07		8,458	4,980			3,478	
300-GANNETT CO	2013-07	PURCHASE	2014-07		9,495	7,811			1,684	
100-GANNETT CO	2011-10	PURCHASE	2014-07		3,165	1,085			2,080	
15-COSTCO WHOLESALE CORP	2013-06	PURCHASE	2014-07		1,744	1,646			98	
10-COSTCO WHOLESALE CORP	2013-06	PURCHASE	2014-07		1,163	1,102			61	
20-INTERCONTINENTAL EXCHANGE IN	2012-09	PURCHASE	2014-07		3,806	2,710			1,096	
25-DANAHER CORP	2012-04	PURCHASE	2014-07		1,986	1,328			658	
200-VALERO ENERGY CORP	2013-06	PURCHASE	2014-07		10,162	7,105			3,057	
200-VALERO ENERGY CORP	2013-06	PURCHASE	2014-07		10,071	7,105			2,966	
15-COSTCO WHOLESALE CORP	2013-06	PURCHASE	2014-07		1,730	1,654			76	
150-VALERO ENERGY CORP	2013-05	PURCHASE	2014-07		7,554	5,747			1,807	
150-VALERO ENERGY CORP	2013-05	PURCHASE	2014-07		7,554	5,665			1,889	
10-COSTCO WHOLESALE CORP	2013-04	PURCHASE	2014-07		1,153	1,048			105	
150-VALERO ENERGY CORP	2013-02	PURCHASE	2014-07		7,554	6,321			1,233	
150-VALERO ENERGY CORP	2013-01	PURCHASE	2014-07		7,554	5,029			2,525	
100-VALERO ENERGY CORP	2013-01	PURCHASE	2014-07		5,036	3,383			1,653	
15-UNITEDHEALTH GROUP INC	2012-09	PURCHASE	2014-07		1,235	841			394	
25-DANAHER CORP	2012-04	PURCHASE	2014-07		1,990	1,328			662	
35-HERSHEY CO/THE	2012-02	PURCHASE	2014-07		3,396	2,122			1,274	
40-HERSHEY CO/THE	2012-02	PURCHASE	2014-07		3,881	2,401			1,480	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
50-DANAHER CORP	2011-03	PURCHASE	2014-07		3,979	2,540			1,439	
100-VERTEX PHARMACEUTICALS INC	2012-11	PURCHASE	2014-06		9,330	4,650			4,680	
100-VERTEX PHARMACEUTICALS INC	2012-06	PURCHASE	2014-06		9,330	5,117			4,213	
325-HEALTH NET INC	2010-11	PURCHASE	2014-06		13,044	9,093			3,951	
200-GANNETT CO	2011-10	PURCHASE	2014-06		5,734	2,169			3,565	
10-AMAZON COM INC	2013-05	PURCHASE	2014-05		3,047	2,475			572	
25-COGNIZANT TECH SOLUTIONS-A	2013-04	PURCHASE	2014-05		1,190	784			406	
9-AMAZON COM INC	2013-02	PURCHASE	2014-05		2,742	2,366			376	
40-ANSYS INC	2012-07	PURCHASE	2014-05		2,955	2,426			529	
35-OCEANEERING INTL INC	2012-06	PURCHASE	2014-05		2,478	1,582			896	
5-SCHLUMBERGER LTD	2012-02	PURCHASE	2014-05		507	392			115	
30-SCHLUMBERGER LTD	2012-01	PURCHASE	2014-05		3,044	2,056			988	
300-GENWORTH FINANCIAL INC-CL A	2013-03	PURCHASE	2014-05		5,523	3,148			2,375	
25-KEURIG GREEN MOUNTAIN INC	2013-02	PURCHASE	2014-05		2,587	1,188			1,399	
15-CELGENE CORP	2012-12	PURCHASE	2014-05		2,214	1,186			1,028	
10-CELGENE CORP	2012-11	PURCHASE	2014-05		1,476	794			682	
10-INTERCONTINENTALEXCHANGE GROUP	2012-09	PURCHASE	2014-05		2,037	1,355			682	
100-AMERICAN INTERNATIONAL GROUP	2013-04	PURCHASE	2014-05		5,260	4,146			1,114	
25-COGNIZANT TECH SOLUTIONS-A	2013-04	PURCHASE	2014-04		1,199	784			415	
50-COGNIZANT TECH SOLUTIONS-A	2012-08	PURCHASE	2014-04		2,398	1,601			797	
15-ANSYS INC	2012-07	PURCHASE	2014-04		1,141	910			231	
20-ANSYS INC	2012-06	PURCHASE	2014-04		1,522	1,237			285	
100-EDISON INTERNATIONAL	2012-03	PURCHASE	2014-04		5,645	4,293			1,352	
175-VIACOM INC-CLASS B	2011-06	PURCHASE	2014-04		14,637	8,309			6,328	
1-AMAZON COM INC	2013-02	PURCHASE	2014-04		293	263			30	
5-AMAZON COM INC	2013-01	PURCHASE	2014-04		1,467	1,328			139	
25-OCEANEERING INTL INC	2012-06	PURCHASE	2014-04		1,810	1,130			680	
5-OCEANEERING INTL INC	2012-05	PURCHASE	2014-04		362	239			123	
5-AMAZON COM INC	2013-01	PURCHASE	2014-04		1,529	1,328			201	
5-AMAZON COM INC	2012-11	PURCHASE	2014-04		1,529	1,163			366	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
15-INTERCONTINENTALEXCHANGE GROUP	2012-09	PURCHASE	2014-04		3,037	2,033			1,004	
50-QUALCOMM INC	2012-02	PURCHASE	2014-04		3,875	3,183			692	
25-QUALCOMM INC	2011-09	PURCHASE	2014-04		1,937	1,242			695	
35-STARBUCKS CORP	2012-11	PURCHASE	2014-04		2,465	1,822			643	
10-STARBUCKS CORP	2011-07	PURCHASE	2014-04		704	400			304	
4-GOOGLE INC-CL A	2010-02	PURCHASE	2014-04		2,160	1,045			1,115	
1-GOOGLE INC-CL A	2010-01	PURCHASE	2014-04		540	294			246	
300-CIT GROUP INC	2012-02	PURCHASE	2014-04		13,916	11,705			2,211	
250-CIT GROUP INC	2012-01	PURCHASE	2014-04		11,597	9,518			2,079	
250-CIT GROUP INC	2012-01	PURCHASE	2014-04		11,597	9,248			2,349	
75-VIACOM INC-CLASS B	2011-06	PURCHASE	2014-04		6,236	3,561			2,675	
75-VIACOM INC-CLASS B	2011-06	PURCHASE	2014-04		6,236	3,812			2,424	
200-KROGER CO	2012-02	PURCHASE	2014-04		8,801	4,808			3,993	
20-BOEING CO/THE	2012-09	PURCHASE	2014-04		2,561	1,396			1,165	
15-AFFILIATED MANAGERS GROUP INC	2012-07	PURCHASE	2014-04		3,021	1,552			1,469	
25-MARATHON PETROLEUM CORP	2013-03	PURCHASE	2014-03		2,198	2,211			-13	
50-COGNIZANT TECH SOLUTIONS-A	2012-08	PURCHASE	2014-03		2,382	1,601			781	
100-COGNIZANT TECH SOLUTIONS-A	2012-05	PURCHASE	2014-03		4,764	3,023			1,741	
15-SCHLUMBERGER LTD	2012-01	PURCHASE	2014-03		1,400	1,028			372	
50-ILLINOIS TOOL WORKS	2013-03	PURCHASE	2014-03		4,024	3,135			889	
50-LYONDELLBASELL INDU-CL A	2012-12	PURCHASE	2014-03		4,473	2,425			2,048	
25-LYONDELLBASELL INDU-CL A	2012-10	PURCHASE	2014-03		2,236	1,268			968	
20-INTERCONTINENTALEXCHANGE GROUP	2012-09	PURCHASE	2014-03		4,096	2,710			1,386	
5-ILLUMINA INC	2012-06	PURCHASE	2014-03		826	197			629	
40-VF CORP	2012-12	PURCHASE	2014-03		2,456	1,583			873	
35-VF CORP	2012-09	PURCHASE	2014-03		2,149	1,392			757	
100-WELLPOINT INC	2012-08	PURCHASE	2014-03		9,154	5,461			3,693	
400-PULTE GROUP INC	2012-12	PURCHASE	2014-03		8,397	6,828			1,569	
50-PULTE GROUP INC	2012-09	PURCHASE	2014-03		1,050	725			325	
550-PULTE GROUP INC	2012-09	PURCHASE	2014-03		11,546	7,969			3,577	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
5-VF CORP	2012-09	PURCHASE	2014-02		295	199			96	
20-VF CORP	2012-07	PURCHASE	2014-02		1,179	668			511	
75-EVEREST RE GROUP LTD	2013-02	PURCHASE	2014-02		11,041	9,201			1,840	
65-NOBLE ENERGY INC	2011-12	PURCHASE	2014-02		4,337	3,112			1,225	
4-LINKEDIN CORP - A	2012-11	PURCHASE	2014-02		767	426			341	
5-BIOGEN IDEC INC	2013-01	PURCHASE	2014-02		1,623	708			915	
10-PRECISION CASTPARTS CORP	2013-01	PURCHASE	2014-02		2,617	1,885			732	
800-BANK OF AMERICA CORP	2012-11	PURCHASE	2014-02		13,370	7,867			5,503	
6-LINKEDIN CORP - A	2012-11	PURCHASE	2014-02		1,163	640			523	
9-LINKEDIN CORP - A	2012-11	PURCHASE	2014-02		1,744	911			833	
50-LYONDELLBASELL INDU-CL A	2012-10	PURCHASE	2014-02		4,117	2,536			1,581	
25-LYONDELLBASELL INDU-CL A	2012-10	PURCHASE	2014-02		2,059	1,268			791	
100-MEDTRONIC INC	2012-10	PURCHASE	2014-02		5,634	4,397			1,237	
10-VISA INC - CLASS A SHRS	2012-09	PURCHASE	2014-02		2,238	1,340			898	
100-HARRIS CORP	2012-09	PURCHASE	2014-02		7,148	5,008			2,140	
400-PULTE GROUP INC	2012-08	PURCHASE	2014-02		7,825	5,235			2,590	
150-MACY'S INC	2012-06	PURCHASE	2014-02		7,904	5,500			2,404	
25-COGNIZANT TECH SOLUTIONS-A	2012-05	PURCHASE	2014-02		2,451	1,512			939	
125-LYONDELLBASELL INDU-CL A	2012-05	PURCHASE	2014-02		10,294	5,383			4,911	
15-HERSHEY CO/THE	2012-02	PURCHASE	2014-02		1,542	901			641	
100-KROGER CO	2012-02	PURCHASE	2014-02		3,694	2,404			1,290	
5-SCHLUMBERGER LTD	2012-01	PURCHASE	2014-02		451	343			108	
400-HEWLETT-PACKARD CO	2011-08	PURCHASE	2014-02		11,847	12,992			-1,145	
50-SCHLUMBERGER LTD	2011-05	PURCHASE	2014-02		4,512	4,204			308	
50-COMCAST CORP-CLASS A	2011-04	PURCHASE	2014-02		2,757	1,250			1,507	
15-DANAHER CORP	2011-03	PURCHASE	2014-02		1,131	762			369	
100-KROGER CO	2011-02	PURCHASE	2014-02		3,694	2,232			1,462	
50-DANAHER CORP	2010-11	PURCHASE	2014-02		3,770	2,233			1,537	
5-APPLE INC	2008-10	PURCHASE	2014-02		2,685	513			2,172	
400-PFIZER INC	2007-05	PURCHASE	2014-02		12,657	10,919			1,738	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
33-FLOWSERVE CORPORATION	2012-10	PURCHASE	2014-02		2,421	1,430			991	
15-NOBLE ENERGY INC	2011-12	PURCHASE	2014-02		995	718			277	
7-FLOWSERVE CORPORATION	2011-05	PURCHASE	2014-02		514	280			234	
35-NOBLE ENERGY INC	2011-03	PURCHASE	2014-02		2,322	1,629			693	
8-UNITEDHEALTH GROUP INC	2012-09	PURCHASE	2014-02		570	448			122	
47-UNITEDHEALTH GROUP INC	2012-07	PURCHASE	2014-02		3,351	2,653			698	
25-COGNIZANT TECH SOLUTIONS-A	2012-04	PURCHASE	2014-02		2,424	1,805			619	
25-EBAY INC	2013-01	PURCHASE	2014-02		1,360	1,337			23	
5-CELGENE CORP	2012-11	PURCHASE	2014-02		750	397			353	
30-CELGENE CORP	2012-08	PURCHASE	2014-02		4,498	2,138			2,360	
25-FLOWSERVE CORPORATION	2011-05	PURCHASE	2014-02		1,800	1,002			798	
200-CITIGROUP INC	2011-05	PURCHASE	2014-02		9,435	8,244			1,191	
50-WELLS FARGO & COMPANY	2012-06	PURCHASE	2014-01		2,278	1,607			671	
25-COGNIZANT TECH SOLUTIONS-A	2012-04	PURCHASE	2014-01		2,422	1,805			617	
200-WELLS FARGO & COMPANY	2012-03	PURCHASE	2014-01		9,113	6,808			2,305	
200-WELLS FARGO & COMPANY	2012-03	PURCHASE	2014-01		9,113	6,704			2,409	
200-WELLS FARGO & COMPANY	2012-03	PURCHASE	2014-01		9,113	6,685			2,428	
100-CITIGROUP INC	2011-05	PURCHASE	2014-01		4,770	4,122			648	
100-CITIGROUP INC	2011-05	PURCHASE	2014-01		4,770	4,127			643	
20-ILLUMINA INC	2012-06	PURCHASE	2014-01		2,985	789			2,196	
15-BIOGEN IDEC INC	2013-01	PURCHASE	2014-01		4,582	2,125			2,457	
5-BOEING CO/THE	2012-09	PURCHASE	2014-01		651	349			302	
15-BOEING CO/THE	2012-01	PURCHASE	2014-01		1,953	1,109			844	
50-EBAY INC	2013-01	PURCHASE	2014-01		2,663	2,674			-11	
50-EBAY INC	2012-08	PURCHASE	2014-01		2,663	2,361			302	
175-DELTA AIR LINES INC	2012-11	PURCHASE	2014-01		5,709	1,803			3,906	
8-CHIPOTLE MEXICAN GRILL-CL A	2012-07	PURCHASE	2014-01		4,141	2,337			1,804	
1-PRICELINE COM INC	2012-08	PURCHASE	2014-01		1,194	563			631	
10-CELGENE CORP	2012-08	PURCHASE	2014-01		1,675	713			962	
10-CELGENE CORP	2012-08	PURCHASE	2014-01		1,675	703			972	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
50-SCHLUMBERGER LTD	2010-03	PURCHASE	2014-01		4,352	3,161			1,191	
30-ANSYS INC	2012-06	PURCHASE	2014-01		2,536	1,856			680	
30-ILLUMINA INC	2012-06	PURCHASE	2014-01		3,434	1,184			2,250	
0-THERAVANCE BIOPHARMA INC	2001-01	PURCHASE	2014-06		23				23	
0-VODAFONE GROUP PLC-SP ADR	2001-01	PURCHASE	2014-03		15				15	
0-VERIZON COMMUNICATIONS INC	2001-01	PURCHASE	2014-03		19				19	
1 73858 KINDER MORGAN MGMT LLC	2012-06	PURCHASE	2014-01		146				146	
1500 AFLAC INC	2012-06	PURCHASE	2014-03		94,540	71,234			23,306	
61290 KINDER MORGAN INC DEL	2011-12	PURCHASE	2014-12		25	15			10	
1250 VOLKSWAGEN A G SPONSORED ADR	2013-08	PURCHASE	2014-08		57,199	59,430			-2,231	
75 EXXON MOBIL CORP	2001-12	PURCHASE	2014-03		7,306	2,873			4,433	
398 INTERNTIONAL BUSINESS MACHINE CO	2012-06	PURCHASE	2014-03		67,421	42,284			25,137	
375 CAPITAL ONE FINANCIAL CORP	2014-04	PURCHASE	2014-07		31,597	27,618			3,979	
1220 EXPRESS SCRIPTS HLDG CO	2012-06	PURCHASE	2014-02		80,252	77,290			2,962	
21 IDEXX LABORATORIES INC	2013-07	PURCHASE	2014-07		2,746	2,012			734	
1670 CAPITAL ONE FINANCIAL	2012-06	PURCHASE	2014-07		140,713	78,724			61,989	
1400 EXPRESS SCRIPTS HLDG CO	2011-10	PURCHASE	2014-07		92,092	54,535			37,557	
680 C H ROBINSON WORLD WIDE INC	2007-01	PURCHASE	2014-06		43,271	29,496			13,775	
4965 EXPRESS SCRIPTS HLDG CO	2012-06	PURCHASE	2014-07		336,462	119,032			217,430	
560 IDEXX LABORATORIES INC	2008-03	PURCHASE	2014-07		72,887	27,846			45,041	
326 CORE LABORATORIES N V	2014-07	PURCHASE	2014-12		40,486	53,255			-12,769	

**TY 2014 Investments Corporate
Bonds Schedule****Name:** LAY FAMILY FOUNDATION

A CORPORATION C/O TOD MOSES CPA

EIN: 43-1510405

Name of Bond	End of Year Book Value	End of Year Fair Market Value
90125.536-BERNSTEIN INTER. DURATION		
5230.821-BERNSTEIN INTERMEDIATE DURA		
2001.113-BERNSTEIN SHORT DURATION PL		
154376.842-BERNSTEIN INTER. DURATION	2,355,408	2,382,132
5171.915-BERNSTEIN INTERMEDIATE DURA	69,424	70,026
1965.672-BERNSTEIN SHORT DURATION PL	23,128	23,060
1211.327-BERNSTEIN INTERMEDIATE DURA	165,986	164,092
1364.884-BERNSTEIN SHORT DURATION PL	160,576	160,055

TY 2014 Investments Corporate
Stock Schedule

Name: LAY FAMILY FOUNDATION
A CORPORATION C/O TOD MOSES CPA
EIN: 43-1510405

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CLSLY HELD STK-SECURE ENERGY CORP	500,000	500,000
ANTONIA INVESTMENTS LTD	229,454	229,454
CLSLY HELD STK-ANT. HOLDINGS I INC	142,169	142,169
1400 COMCAST CORP NEW CL A		
1000 DISNEY WALT CO COM DISNEY		
1500 MARRIOTT INTL INC NEW CL A		
675 MCDONALDS CORP COM		
1100 TJX COS INC NEW COM		
1250 VOLKSWAGEN AG SPONSORED ADR		
675 ANHEUSER BUSCH INBEV SA/NV/SPONS		
675 COSTCO WHSL CORP NEW COM		
700 HERSHEY CO COM		
1900 MONDELEZ INTL INC CL A		
950 NESTLE S A SPONSORED ADR		
782 PROCTOR & GAMBLE CO COM		
650 ANADARKO PETE CORP COM		
475 CHEVRON CORP NEW COM		
750 EXXON MOBIL CORP COM		
675 KINDER MORGAN MANAGEMENT LLC SHS		
600 OCCIDENTAL PETE CORP DEL COM		
675 SCHLUMBERGER LTD COM		
1500 AFLAC INC COM		
486 AVALONBAY CMNTYS INC COM		
1300 FRANKLIN RES INC COM		
600 TORONTO COMINION BK ONT COM NEW		
1400 WELLS FARGO & CO NEW COM		
1600 ABBOTT LABS COM		
600 AMGEN INC COM		
300 BIOGEN IDEC INC		
1400 GILEAD SCIENCES INC		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1000 ROCHE HLDG LTD SPONSORED ADR		
1240 SANOFI SPONSORED ADR		
650 BOEING CO COM		
1000 DANAHER CORP DEL COM		
950 EMERSON ELEC CO COM		
225 GRAINGER W W INC COM		
550 ROCKWELL AUTOMATION INC		
700 UNITED TECHNOLOGIES CORP COM		
1000 ACCENTURE PLC IRELAND		
100 APPLE INC COM		
2828 E M C CORP MASS COM		
2000 INTEL CORP COM		
398 INTERNATIONAL BUSINESS MACHS COM		
1675 MICTOSFT CORP COM		
1450 ORACLE CORP COM		
800 QUALCOMM INC COM		
575 AIR PRODS & CHEMS INC COM		
700 ECOLAB INC COM		
350 PPG INDS INC COM		
1100 BERIZON COMMUNICATIONS INC COM		
800 NEXTERA ENERGY INC COM		
650 SEMPRA ENERGY COM		
505 AON PLC CLASS A		
335 BAIDU INC ADR		
680 CH ROBINSON WORLDWIDE INC		
1670 CAPITAL ONE FINANCIAL CORP		
2825 COGNIZANT TECHNOLOGY SOLUTIONS		
1310 CVS CAREMARK CORP		
2540 DANAHER CORP		
2435 EBAY INC		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
7240 EXPRESS SCRIPTS HLDG CO		
2375 FASTENAL CO		
109 GOOGLE INC CL A		
1150 IDEXX LABORATORIES INC		
640 INTERCONTINENTAL EXCHANGE GROUP		
800 MONSANTO CO NEW		
1075 PRAXAIR INC		
1100 QUALCOMM INC		
1233 VISA INC CLASS A		
80295.421-BERNSTEIN INTERNATIONAL PO		
8238.358-BERNSTEIN EMERGING MARKETS		
3100-PFIZER INC		
3200-HEWLETT-PACKARD CO		
850-HESS CORP		
4400-BANK OF AMERICA CORP		
1300-CITIGROUP INC		
700-MARATHON PETROLEUM CORP		
1600-KROGER CO		
1200-AMERICAN INTERNATIONAL GROUP		
1300-WELLS FARGO & COMPANY		
1100-VALERO ENERGY CORP		
2700-PULTE GROUP INC		
650-LYONDELLBASELL INDU-CL A		
800-TJX COMPANIES INC		
475-PARTNERRE LTD		
650-CAPITAL ONE FINANCIAL CORP		
950-LINCOLN NATIONAL CORP		
500-OCCIDENTAL PETROLEUM CORP		
800-MEDTRONIC INC		
800-CIT GROUP INC		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3300-XEROX CORP		
475-ILLINOIS TOOL WORKS		
475-AON PLC		
400-CHUBB CORP		
900-GENERAL MOTORS CO		
1600-ELECTRONIC ARTS INC		
30-GOOGLE INC-CL A		
325-COGNIZANT TECH SOLUTIONS-A		
1100-GANNETT CO		
700-EDISON INTERNATIONAL		
900-AT&T INC		
800-VODAFONE GROUP PLC-SP ADR		
450-AETNA INC		
55-APPLE INC		
550-DISCOVER FINANCIAL SERVICES		
350-LIBERTY GLOBAL PLC-SERIES C		
550-GLAXOSMITHKLINE PLC-SPON AD		
325-VIACOM INC-CLASS B		
325-PHILIP MORRIS INTERNATIONAL		
550-HALLIBURTON CO		
120-INTERCONTINENTALEXCHANGE GROUP		
120-VISA INC - CLASS A SHRS		
500-MACY'S INC		
1600-GENWORTH FINANCIAL INC-CL A		
275-SCHLUMBERGER LTD		
1600-FORD MOTOR CO		
350-HARRIS CORP		
20-PRICELINE.COM INC		
170-BOEING CO/THE		
300-DANAHER CORP		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
80-BIOGEN IDEC INC		
450-GAMESTOP CORP-CLASS A		
600-TWENTY-FIRST CENTURY-CL A WI		
1100-APPLIED MATERIALS INC		
325-AMERICAN FINANCIAL GROUP INC		
250-TRW AUTOMOTIVE HOLDINGS CORP		
155-COSTCO WHOLESALE CORP		
350-COMCAST CORP-CLASS A		
225-UNITEDHEALTH GROUP INC		
225-GILEAD SCIENCES INC		
100-CELGENE CORP		
190-ANSYS INC		
225-ASSURANT INC		
200-VERTEX PHARMACEUTICALS INC		
115-PARKER HANNIFIN CORP		
175-LEAR CORP		
35-AMAZON.COM INC		
125-ALLERGAN INC		
180-WALT DISNEY CO/THE		
250-FACEBOOK INC-A		
80-COPA HOLDINGS SA-CLASS A		
650-REGAL ENTERTAINMENT GROUP-A		
450-DELTA AIR LINES INC		
225-EBAY INC		
45-PRECISION CASTPARTS CORP		
135-AMPHENOL CORP-CL A		
150-NIKE INC -CL B		
150-STARBUCKS CORP		
75-EVEREST RE GROUP LTD		
30-INTUITIVE SURGICAL INC		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
115-HERSHEY CO/THE		
125-LIBERTY GLOBAL PLC-A		
550-ETRADE FINANCIAL CORP		
150-CVS/CAREMARK CORP		
130-HOME DEPOT INC		
90-MONSANTO CO		
125-MEAD JOHNSON NUTRITION CO		
225-QUINTILES TRANSNATIONAL HOLDIN		
70-POLARIS INDUSTRIES INC		
90-ILLUMINA INC		
325-HEALTH NET INC		
65-LIBERTY MEDIA CORP		
180-AMETEK INC		
425-MICRON TECHNOLOGY INC		
100-WELLPOINT INC		
275-LKQ CORP		
225-ING US INC		
115-NOBLE ENERGY INC		
35-AFFILIATED MANAGERS GROUP INC		
22-BLACKROCK INC		
90-GREEN MOUNTAIN COFFEE ROASTE		
100-MONSTER BEVERAGE CORP		
85-OCEANEERING INTL INC		
150-EXPEDITORS INTL WASH INC		
30-LINKEDIN CORP - A		
80-MICHAEL KORS HOLDINGS LTD		
40-MCKESSON CORP		
50-O'REILLY AUTOMOTIVE INC		
100-VF CORP		
24-WW GRAINGER INC		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
23-METTLER-TOLEDO INTERNATL INC.		
75-QUALCOMM INC		
65-FLOWSERVE CORPORATION		
75-VERISK ANALYTICS INC-CL A		
8-CHIPOTLE MEXICAN GRILL-CL A		
ACCRUED DIVIDENDS	4,537	4,537
400 CALIFORNIA RESOURCES CORPORATION	3,118	2,204
109 GOOGLE INC CLASS C	18,807	57,378
575 AIR PRODS & CHEMS INC COM	24,587	82,932
675 EXXON MOBIL CORP COM	25,859	62,404
782 PROCTER & GAMBLE CO COM	27,270	71,232
600 AMGEN INC COM	32,727	95,574
900 ECOLAB INC COM	34,162	94,068
675 MCDONALDS CORP	37,800	63,248
800 UNITED TECHNOLOGIES CORP COM	39,352	92,000
700 APPLE INC COM	39,395	77,266
1400 GILEAD SCIENCES INC	40,418	131,964
1000 DANAHER CORP DEL COM	41,324	85,710
485 BAIDU INC	43,571	110,565
1235 NESTLE S A SPONSORED ADR	44,589	90,093
1791 KINDER MORGAN INC DEL COM	45,161	75,777
794 IDEXX LABS INC	46,304	117,726
1175 DISNEY WAL CO COM DISNEY	46,713	110,673
1800 FRANKLIN RES INC COM	47,852	99,666
630 AON PLC	49,136	59,743
475 PPG INDS INC COM	55,053	109,796
735 BOEING CO COM	55,387	95,535
825 COSTCO WHSL CORP NEW COM	57,984	116,944
1350 QUALCOMM INC	60,083	100,346
1925 WELLS FARGO & CO NEW COM	60,198	105,529

Name of Stock	End of Year Book Value	End of Year Fair Market Value
300 BIOGEN IDEC INC	62,209	101,835
850 ANADARKO PETE CORP COM	63,804	70,125
975 NEXTERA ENERGY INC COM	64,375	103,633
4430 EXPRESS SCRIPTS HLDG CO	64,402	375,088
2000 INTEL CORP COM	65,720	72,580
1200 ACCENTURE PLC IRELAND	66,393	107,172
1600 MARRIOTT INTL INC NEW CL A	70,160	124,848
925 SCHLUMBERGER LTD COM	70,372	79,004
1765 SANOFI SPONSORED ADR	70,394	80,502
875 ANHEUSER BUSCH INBEV SAVNV	71,202	98,280
1975 VERIZON COMMUNICATIONS INC COM	73,013	92,391
2828 E M C CORP MASS COM	73,240	84,105
2625 ROCHE HLDG LTD SPONSORED ADR	73,711	89,127
1600 TJX COS INC NEW COM	74,055	109,728
1825 COMCAST CORP NEW CL A	74,187	105,868
686 AVALONBAY CMNTYS INC COM	74,846	112,086
750 CHEVRON CORP NEW COM	75,407	84,135
2400 ABBOTT LABS COM	75,428	108,048
1200 QUALCOMM INC COM	75,451	89,196
2675 MONDELEZ INTL INC CL A	78,432	97,169
2400 MICROSOFT CORP COM	80,183	111,480
2000 TORONTO DOMINION BK ONT COM NEW	81,340	95,558
1000 OCCIDENTAL PETE CORP DEL COM	86,324	80,610
150 GOOGLE INC CL C	87,021	78,960
850 NORFOLK SOUTHERN CORP COM	87,165	93,169
2550 ORACLE CORP COM	89,074	114,674
3535 EBAY INC	89,125	198,384
975 HERSHEY CO COM	89,438	101,332
975 SEMPRA ENERGY COM	90,669	108,576
1375 EMERSON ELEC CO COM	93,631	84,879

Name of Stock	End of Year Book Value	End of Year Fair Market Value
800 ROCKWELL AUTOMATION INC	94,902	88,960
1325 COVIDIEN PLC SHS	95,146	135,521
1600 AFLAC INC COM	95,488	97,744
2025 MICROCHIP TECHNOLOGY INC COM	96,149	91,348
1850 FIRST REP BK SAN FRANCISCO CAL	98,330	96,422
1236 NIKE INC CL B	99,190	118,841
1200 MONSANTO CO	104,113	143,364
940 INTERCONTINENTAL EXCHANGE	106,993	206,133
425 GRAINGER W W INC COM	110,375	108,328
1500 PRAXAIR INC	134,701	194,340
3450 FASTENAL CO	167,023	164,082
2955 CVS CAREMARK CORP	170,674	284,596
7400 HERTZ GLOBAL HLDGS INC	178,609	184,556
3690 DANAHER CORP	189,155	316,270
1808 VISA INC	216,283	474,058
499 GOOGLE INC CLASS A	226,757	264,799
9865 COGNIZANT TECH SOL CL A	384,732	519,491
121939.745-BERNSTEIN INTERNATIONAL P	2,166,584	1,826,657
12423.368-BERNSTEIN EMERGING MARKETS	380,617	330,710
4100-HEWLETT-PACKARD CO	111,205	164,533
4300-PFIZER INC	118,927	133,945
7200-BANK OF AMERICA CORP	96,286	128,808
1000-ANTHEM INC	114,195	125,670
1500-HESS CORP	126,096	110,730
1300-CAPITAL ONE FINANCIAL CORP	88,449	107,315
2058-MICROSOFT CORP	90,691	95,594
1190-OCCIDENTAL PETROLEUM CORP	104,990	95,926
1300-ALLSTATE CORP	77,126	91,325
1700-DELTA AIR LINES INC	52,693	83,623
1500-WELLS FARGO & COMPANY	65,311	82,230

Name of Stock	End of Year Book Value	End of Year Fair Market Value
5300-FORD MOTOR CO	74,009	82,150
894-TIME WARNER INC	73,713	76,365
806-GILEAD SCIENCES INC	69,113	75,974
1300-AMERICAN INTERNATIONAL GROUP	65,554	72,813
1500-ELECTRONIC ARTS INC	39,556	70,523
725-CVS HEALTH CORP	51,410	69,825
750-AETNA INC	50,813	66,623
570-APPLE INC	32,948	62,917
1300-LIBERTY GLOBAL PLC-SERIES C	49,576	62,803
950-EDISON INTERNATIONAL	46,825	62,206
650-AON PLC	49,740	61,640
700-PARTNERRE LTD	68,354	79,891
1200-VALERO ENERGY CORP	61,920	59,400
918-KROGER CO	28,590	58,945
4100-XEROX CORP	44,291	56,826
975-FOOT LOCKER INC	47,956	54,776
200-VISA INC - CLASS A SHRS	40,140	52,440
1514-GAMESTOP CORP-CLASS A	57,365	51,173
2265-CALPINE CORP	48,831	50,124
1300-UGI CORP	40,963	49,374
750-DISCOVER FINANCIAL SERVICES	34,197	49,118
225-ALLERGAN INC	31,097	47,833
922-MURPHY OIL CORP	53,152	46,579
515-MARATHON PETROLEUM CORP	44,497	46,484
88-GOOGLE INC-CL C	40,154	46,323
1134-ITT CORP	51,745	45,882
527-INGREDION INC	44,437	44,711
4300-SLM CORP	38,437	43,817
550-LYONDELLBASELL INDU-CL A	38,554	43,665
3400-BROCADE COMMUNICATIONS SYS	32,027	40,256

Name of Stock	End of Year Book Value	End of Year Fair Market Value
650-AMERICAN FINANCIAL GROUP INC	36,430	39,468
115-BIOGEN IDEC INC	29,632	39,037
350-MONSTER BEVERAGE CORP	22,895	37,923
1500-APPLIED MATERIALS INC	19,602	37,380
500-DOLLAR GENERAL CORP	30,885	35,350
350-WALT DISNEY CO/THE	20,851	32,967
325-UNITEDHEALTH GROUP INC	25,697	32,854
256-L-3 COMMUNICATIONS HOLDINGS	30,620	32,310
375-DANAHER CORP	29,471	32,141
28-PRICELINE GROUP INC/THE	28,422	31,926
550-COMCAST CORP-CLASS A	28,790	31,906
300-HOME DEPOT INC	23,751	31,491
375-STARBUCKS CORP	25,343	30,769
900-VODAFONE GROUP PLC-SP ADR	32,197	30,753
375-PHILIP MORRIS INTERNATIONAL	33,423	30,544
3511-OFFICE DEPOT INC	18,178	30,107
275-NIKE INC -CL B	20,994	26,441
339-EASTMAN CHEMICAL CO	30,238	25,717
300-SCHLUMBERGER LTD	29,326	25,623
275-CATERPILLAR INC	29,273	25,171
200-DILLARDS INC-CL A	23,749	25,036
400-AMERICAN ELECTRIC POWER	21,619	24,288
300-FACEBOOK INC-A	13,608	23,406
44-INTUITIVE SURGICAL INC	18,101	23,273
225-PALL CORP	18,685	22,772
275-ANSYS INC	20,115	22,550
175-ULTA SALON COSMETICS & FRAGRAN	16,319	22,372
220-MEAD JOHNSON NUTRITION CO	18,642	22,119
375-QUINTILES TRANSNATIONAL HOLDIN	17,701	22,076
250-WABTEC CORP	19,507	21,723

Name of Stock	End of Year Book Value	End of Year Fair Market Value
400-AMPHENOL CORP-CL A	16,159	21,524
60-BLACKROCK INC	17,803	21,454
150-COSTCO WHOLESALE CORP	17,767	21,263
295-HARRIS CORP	18,538	21,187
400-AMETEK INC	20,280	21,052
150-BOEING CO/THE	17,357	19,497
125-POLARIS INDUSTRIES INC	16,377	18,905
85-INTERCONTINENTAL EXCHANGE IN	15,810	18,640
175-LEAR CORP	7,627	17,164
80-AFFILIATED MANAGERS GROUP INC	14,818	16,979
30-GOOGLE INC-CL A	10,025	15,920
350-ASPEN INSURANCE HOLDINGS LT	15,111	15,320
325-FMC TECHNOLOGIES INC	18,504	15,223
708-PULTE GROUP INC	13,835	15,194
146-CHUBB CORP	13,720	15,107
218-ASSURANT INC	14,513	14,918
75-O'REILLY AUTOMOTIVE INC	8,012	14,447
125-NETSUITE INC	9,762	13,646
100-F5 NETWORKS INC	10,953	13,047
323-SM ENERGY CO	22,928	12,461
65-RALPH LAUREN CORP	10,617	12,035
100-MONSANTO CO	11,647	11,947
450-BOOZ ALLEN HAMILTON HOLDING	9,746	11,939
150-NXP SEMICONDUCTORS NV	9,386	11,460
250-LINEAR TECHNOLOGY CORP	11,818	11,400
300-ALTERA CORP	10,308	11,082
35-METTLER-TOLEDO INTERNATL INC.	8,110	10,586
155-SERVICENOW INC	7,584	10,517
50-MCKESSON CORP	6,343	10,379
45-LINKEDIN CORP - A	9,131	10,337

Name of Stock	End of Year Book Value	End of Year Fair Market Value
75-KEURIG GREEN MOUNTAIN INC	6,532	9,930
175-ALIGN TECHNOLOGY INC	9,539	9,784
40-PRECISION CASTPARTS CORP	9,605	9,635
267-PREMIER INC-CLASS A	8,913	8,953
99-ESTEE LAUDER COMPANIES-CL A	7,489	7,544
200-ASPEN TECHNOLOGY INC	7,751	7,004
125-LIBERTY GLOBAL PLC-A	4,868	6,276
30-ILLUMINA INC	5,542	5,537
109-MOBILEYE NV	4,787	4,421

TY 2014 Investments - Other Schedule**Name:** LAY FAMILY FOUNDATION

A CORPORATION C/O TOD MOSES CPA

EIN: 43-1510405

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
LIM PTNRSHIP INT-ANTONIA BRDLY PER LP	AT COST	282,357	282,357
LIM PTNRSHIP INT-ANTONIA EDENS LP	AT COST	685,403	685,403

TY 2014 Other Expenses Schedule**Name:** LAY FAMILY FOUNDATION

A CORPORATION C/O TOD MOSES CPA

EIN: 43-1510405

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
ASSET MANAGEMENT FEES EATON V	24,310	24,310		
ASSET MANAGEMENT FEES CORTLAN	22,598	22,598		
ASSET MANAGEMENT FEES BERNSTE	40,315	40,315		
BANK CHARGES-COMMERCE BANK	49	49		
BANK CHARGES - WELLS FARGO	25	25		
ASSET MANAGEMENT FEES CORTLAN	10,411	10,411		

TY 2014 Other Income Schedule**Name:** LAY FAMILY FOUNDATION

A CORPORATION C/O TOD MOSES CPA

EIN: 43-1510405

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
LITIGATION PROCEEDS	1,367	1,367	
ANTONIA-EDENS LP	-270,181		
ANTONIA-BRADLEY PER LP	-8,322		

TY 2014 Other Increases Schedule

Name: LAY FAMILY FOUNDATION

A CORPORATION C/O TOD MOSES CPA

EIN: 43-1510405

Description	Amount
BOOK VALUE OF PRTSHP INT IN EXCESS OF TAX BASIS	1,414,432
DIFF IN CARRYING COSTS AND TAX BASIS OF ASSETS	228,256

TY 2014 Other Liabilities Schedule

Name: LAY FAMILY FOUNDATION

A CORPORATION C/O TOD MOSES CPA

EIN: 43-1510405

Description	Beginning of Year - Book Value	End of Year - Book Value
ASSETS HELD FOR AFFILIATE		326,708

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TY 2014 Other Notes/Loans
Receivable Long Schedule

Name: LAY FAMILY FOUNDATION
A CORPORATION C/O TOD MOSES CPA
EIN: 43-1510405

Borrower's Name	Relationship to Insider	Original Amount of Loan	Balance Due	Date of Note	Maturity Date	Repayment Terms	Interest Rate	Security Provided by Borrower	Purpose of Loan	Description of Lender Consideration	Consideration FMV
ANTONIA EDENS LP	MAJORITY OWNED PASSIVE ACTIVITY	285,520		2010-08	2014-03	DEMAND-INTEREST QUARTERLY	0.53 %	INT IN PARTNERSHIP DISTRIBUTIONS	CASH FLOW		

TY 2014 Taxes Schedule**Name:** LAY FAMILY FOUNDATION

A CORPORATION C/O TOD MOSES CPA

EIN: 43-1510405

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES - BERNSTEIN 888-	4,429	4,429		
FOREIGN TAXES - WELLS FARGO 502	3,280	3,280		
FOREIGN TAXES - WELLS FARGO 139	49	49		
2014 EXCISE TAX	4,947	4,947		