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Form **990-PF****Return of Private Foundation**

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

OMB No 1545-0052

2014

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Do not enter social security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2014 or tax year beginning

, and ending

Name of foundation

BOYD AND EVELYN MULLEN CHARITABLE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

P O BOX 1501, NJ2-130-03-31

City or town

State

ZIP code

PENNINGTON

NJ

08534-1501

Foreign country name

Foreign province/state/county

Foreign postal code

A Employer identification number

45-2235211

B Telephone number (see instructions)

609-274-6834

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

H Check type of organization

☒

Section 501(c)(3) exempt private foundation

☐

Section 4947(a)(1) nonexempt charitable trust

☐

Other taxable private foundation

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

6,286,815

J Accounting method

☒

Cash

☐

Accrual

Other (specify) _____
(Part I, column (d) must be on cash basis)F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	164,241	155,818		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	438,080			
b Gross sales price for all assets on line 6a	5,995,439			
7 Capital gain net income (from Part IV, line 2)		438,080		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	602,321	593,898	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	87,794	35,118		52,677
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	3,000			3,000
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	13,627	1,727		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	3,110	135		2,975
24 Total operating and administrative expenses. Add lines 13 through 23	107,531	36,980	0	58,652
25 Contributions, gifts, grants paid	230,000			230,000
26 Total expenses and disbursements. Add lines 24 and 25	337,531	36,980	0	288,652
27 Subtract line 26 from line 12	264,790			
a Excess of revenue over expenses and disbursements		556,918		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2014) **2**

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Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash—non-interest-bearing	183,921	6,817	6,817
	2 Savings and temporary cash investments		278,513	278,513
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)		524,347	534,343
	b Investments—corporate stock (attach schedule)	5,347,703	2,041,675	2,473,790
	c Investments—corporate bonds (attach schedule)		380,120	388,842
Liabilities	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)		2,600,093	2,604,506
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	5,531,624	5,831,565	6,286,811
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☐			
	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	5,531,624	5,831,565	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	5,531,624	5,831,565	
	31 Total liabilities and net assets/fund balances (see instructions)	5,531,624	5,831,565	

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	5,531,624
2 Enter amount from Part I, line 27a	2	264,790
3 Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	43,567
4 Add lines 1, 2, and 3	4	5,839,981
5 Decreases not included in line 2 (itemize) ▶ BOND AMORTIZATION	5	8,416
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	5,831,565

Form 990-PF (2014)

BOYD AND EVELYN MULLEN CHARITABLE FOUNDATION

45-2235211

Page 3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement			
b See Attached Statement			
c See Attached Statement			
d See Attached Statement			
e See Attached Statement			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			0
b			0
c			0
d			0
e			0

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	438,080
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }	3	0

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	210,483	5,529,241	0.038067
2012	192,066	5,348,749	0.035909
2011	12,952	2,193,940	0.005904
2010	0	0	0.000000
2009			0.000000

2 Total of line 1, column (d)	2	0.079880
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	0.019970
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	6,211,041
5 Multiply line 4 by line 3	5	124,034
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,569
7 Add lines 5 and 6	7	129,603
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	288,652

Form 990-PF (2014)

BOYD AND EVELYN MULLEN CHARITABLE FOUNDATION

45-2235211

Page 4

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	5,569	
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0	
3	Add lines 1 and 2	3	5,569	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	5,569	
6	Credits/Payments			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	9,161	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d	7	9,161	
8	Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,592	
11	Enter the amount of line 10 to be Credited to 2015 estimated tax Refunded	11	3,592	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) TX		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Form 990-PF (2014)

Form 990-PF (2014)

BOYD AND EVELYN MULLEN CHARITABLE FOUNDATION

45-2235211

Page 5

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ U.S. Trust, a division of Bank of America, N.A. Telephone no ▶ 609-274-6834 Located at ▶ 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ▶ 08534-1501			
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?	16	Yes	No
See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1) If "Yes," enter the name of the foreign country ▶				X

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

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

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

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

- 5a** During the year did the foundation pay or incur any amount to:
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No
- Organizations relying on a current notice regarding disaster assistance check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
- If "Yes," attach the statement required by Regulations section 53.4945–5(d)
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
- If "Yes" to 6b, file Form 8870
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
UST-MLTC P O Box 1501, NJ2-130-03-31 PENNINGTON, NJ 081	TRUSTEE 1 00	87,794		
AMANDA GYESZLY - ATTORNEY 1330 POST OAK BLVD SUITE 2900 HOUSTON, TX 7	CO-TRUSTEE 00	0		
BARTON BENTLEY - ATTORNEY 1330 POST OAK BLVD SUITE 2900 HOUSTON, TX 7	CO-TRUSTEE 00	0		

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

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

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

0

Form 990-PF (2014)

BOYD AND EVELYN MULLEN CHARITABLE FOUNDATION

45-2235211

Page 7

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

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

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1	NONE	
2		
3		
4		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1	NONE	
2		
All other program-related investments. See instructions.		
3	NONE	
Total. Add lines 1 through 3		0

Form 990-PF (2014)

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	6,081,980
b	Average of monthly cash balances	1b	223,645
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	6,305,625
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	6,305,625
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	94,584
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,211,041
6	Minimum investment return. Enter 5% of line 5	6	310,552

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	310,552
2a	Tax on investment income for 2014 from Part VI, line 5	2a	5,569
b	Income tax for 2014 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	5,569
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	304,983
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	304,983
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	304,983

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	288,652
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	288,652
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	5,569
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	283,083

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				304,983
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			226,933	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 288,652				
a Applied to 2013, but not more than line 2a			226,933	
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				61,719
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				243,264
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				

Form 990-PF (2014)

BOYD AND EVELYN MULLEN CHARITABLE FOUNDATION

45-2235211

Page 10

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

N/A

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

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

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

Tax year	Prior 3 years			(e) Total
(a) 2014	(b) 2013	(c) 2012	(d) 2011	
				0
b 85% of line 2a				0
c Qualifying distributions from Part XII, line 4 for each year listed				0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
c "Support" alternative test—enter				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

REBECCA BUSHKUHL 1221 MCKINNEY STREET SUITE 3800 HOUSTON, TX 77010 (713) 422-8321

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

SEE ATTACHED - GENERAL EXPLANATION STATEMENT

- c** Any submission deadlines

SEPTEMBER 30, OF EACH CALENDER YEAR

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

SEE ATTACHED - GENERAL EXPLANATION STATEMENT

Form 990-PF (2014)

BOYD AND EVELYN MULLEN CHARITABLE FOUNDATION

45-2235211

Page 11

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Attached Statement				
Total			▶ 3a	230,000
b Approved for future payment NONE				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

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

Not Applicable

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

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

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

b If "Yes," complete the following schedule

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

**Sign
Here**

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

Edward R. K.
Signature of officer or trustee

10/12/2016
Date

Trustee
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

DONALD J ROMAN

Preparer's signature

20

Date _____

10/12/2016

Check ☒ if self-employed

PTIN	
------	--

P00364310

Firm's name ▶ PricewaterhouseCoopers, LLP

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

Firm's EIN ▶ 13-4008324

Phone no	412-355-6000
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BOYD AND EVELYN MULLEN CHARITABLE FOUNDATION

45-2235211 Page 1 of 2

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

Recipient(s) paid during the year

Name

ALLIANCE OF COMMUNITY ASSISTANCE

Street

770 SOUTH POST OAK LANE

City

HOUSTON

State

TX

Zip Code

77056

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

5,000

Name

HOMEMADE LIFE CELEBRATING LIDE WITH

Street

312 LONDWOOD LANE

City

HOUSTON

State

TX

Zip Code

77024

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

STAR OF HOPE MISSION 2014 GRANT AWARD

Street

6897 ARDMORE

City

HOUSTON

State

TX

Zip Code

77054

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

50,000

Name

UNIVERSITY OF ST THOMAS 2014 GRANT

Street

3800 MONTROSE BLVD

City

HOUSTON

State

TX

Zip Code

77006

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

40,000

Name

HOUSTON ARBONETUM SOCIETY

Street

4501 WOODWAY DRIVE

City

HOUSTON

State

TX

Zip Code

77024

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

20,000

Name

CHINQUAPIN PREPARATORY SCHOOL

Street

2615 WALLISVILLE ROAD

City

HOUSTON

State

TX

Zip Code

77562

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

30,000

BOYD AND EVELYN MULLEN CHARITABLE FOUNDATION

45-2235211 Page 2 of 2

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

Recipient(s) paid during the year

Name

CHRISTIANN COMMUNITY SERVICE CENTER

Street

3434 BRANARD STREET

City

HOUSTON

State

TX

Zip Code

77027

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

15,000

Name

SUNSHINE KIDS FOUNDATION

Street

2814 VIRGINIA STREET

City

HOUSTON

State

TX

Zip Code

77098

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

25,000

Name

CASA DE ESPERANZA DE LOIS NINOS INC

Street

2911 CORDER 1407 WICHITA

City

HOUSTON

State

TX

Zip Code

77054

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

BRIDGES TO LIFE

Street

9426 OLD KATY ROAD

City

HOUSTON

State

TX

Zip Code

77055

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

20,000

Name

YOUNG AUDIENCES INC

Street

4550 POST OAK PLACE DRIVE

City

HOUSTON

State

TX

Zip Code

77027

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

5,000

Name**Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

General Explanation (990-PF)

	Explanation
1	THE FOUNDATION HAS A SPECIFIC FORM THAT IS REQUIRED TO BE COMPLETED IN ORDER TO SUBMIT A GRANT REQUEST FOR CONSIDERATION IT CAN BE OBTAINED FROM MERRILL-LYNCH, A DIVISION OF BANK OF AMERICA, AT THE FOLLOWING ADDRESS, 1221 MCKINNEY STREET, SUITE 3800, HOUSTON TX, ATTENTION BECKY BUSHKUHL, PHONE NUMBER 1-713-422-8321
2	THE TRUST/ FOUNDATION WAS CREATED BY THE WILLS OF BOYD AND EVELYN MULLEN AND SHALL BE OPERATED EXCLUSIVELY FOR RELIGIOUS, CHARITABLE, SCIENTIFIC, LITERARY AND EDUCATIONAL PURPOSES WITHIN THE STATE OF TEXAS, WITH GIFTS FOR (1) EDUCATIONAL PURPOSES (INCLUDING SCHOLARSHIPS), (2) GIFTS FOR DISASTER RELIEF, (3) MEDICAL RESEARCH (IN THE NUTRITION FIELD), (4) STAR OF HOPE IN HOUSTON TEXAS AND (5) SEEING EYES FOR THE BLIND THE TERM CHARITABLE ORGANIZATION SHALL MEAN ORGANIZATIONS DESCRIBED IN THE CODE SECTION 501 (C)(3) AND EXEMPT FORM TAXES UNDER CODE SECTION 501 (A) OF THE INTERNAL REVENUE CODE OF 1986
3	

[illegible]

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

Check "X" to include in Part IV	Description	CUSIP #	Amount	Long Term CG Distributions		Check "X" if Purchaser is a Business	Purchaser	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Totals			Net Gain or Loss									
				Short Term CG Distributions										Capital Gains/Losses												
														Gross Sales	Cost, Other Basis and Expenses	Depreciation										
70	X	UNITED TECHS CORP COM	913017109					5/29/2014		7/30/2014	9,806	10,483		5,995,439	0	0	438,080									
71	X	UNITED TECHS CORP COM	913017109					5/29/2014		7/30/2014	2,834	2,834		0	0	0	-877									
72	X	UNITED TECHS CORP COM	913017109					8/19/2011		10/8/2014	1,226	811		0	0	0	-194									
73	X	UNITED TECHS CORP COM	913017109					8/19/2011		10/8/2014	7,366	4,936		0	0	0	415									
74	X	UNITED TECHS CORP COM	913017109					8/19/2011		11/25/2014	1,455	879		0	0	0	2,030									
75	X	V F CORPORATION	918204108					8/19/2011		8/19/2014	565	239		0	0	0	578									
76	X	VANGUARD INDUSTRIAL ETF	92204A603					10/1/2013		4/12/2014	97,396	86,651		0	0	0	326									
77	X	VANGUARD INFORMATION	92204A702					1/3/2014		6/30/2014	93,536	85,452		0	0	0	10,745									
78	X	VERIZON COMMUNICATIONS	92343V104					8/19/2011		11/25/2014	1,674	1,184		0	0	0	8,084									
79	X	VERIZON COMMUNICATIONS	92343V104					8/25/2011		11/24/2014	45,477	44,529		0	0	0	480									
80	X	VERIVIN CORP	923454102					7/16/2013		7/10/2014	4	0		0	0	0	948									
81	X	VERIVIN CORP	923454102					7/16/2013		7/10/2014	108	109		0	0	0	4									
82	X	WAL-MART STORES INC	931142103					10/3/2013		3/28/2014	10,022	9,822		0	0	0	-1									
83	X	WAL-MART STORES INC	931142103					10/3/2013		3/28/2014	5,553	5,351		0	0	0	202									
84	X	WAL-MART STORES INC	931142103					10/3/2013		4/29/2014	17,609	16,189		0	0	0	1,410									
85	X	WAL-MART STORES INC	931142103					10/3/2013		7/30/2014	10,845	10,628		0	0	0	217									
86	X	WAL-MART STORES INC	931142103					10/3/2013		8/28/2014	2,200	2,126		0	0	0	74									
87	X	WAL-MART STORES INC	931142103					8/19/2011		10/8/2014	3,872	2,458		0	0	0	1,214									
88	X	WALGREEN CO	931422109					8/28/2014		10/30/2014	61,117	59,070		0	0	0	2,047									
89	X	V F CORPORATION	918204108					8/19/2011		8/20/2014	1,901	737		0	0	0	1,104									
90	X	V F CORPORATION	918204108					8/19/2011		8/21/2014	1,907	737		0	0	0	1,110									
91	X	V F CORPORATION	918204108					8/19/2011		8/22/2014	1,912	737		0	0	0	1,115									
92	X	V F CORPORATION	918204108					8/19/2011		8/25/2014	1,475	611		0	0	0	864									
93	X	VANGUARD FTSE ALL WORLD	922042775					8/31/2012		9/30/2014	58,318	50,115		0	0	0	8,203									
94	X	VANGUARD FTSE ALL WORLD	922042775					9/4/2012		9/30/2014	22,797	19,501		0	0	0	3,296									
95	X	VANGUARD FTSE ALL WORLD	922042775					9/4/2012		10/31/2014	78,797	65,583		0	0	0	11,214									
96	X	WELLS FARGO & CO NEW DE	949746101					9/29/2014		10/30/2014	4,330	4,119		0	0	0	211									
97	X	WELLS FARGO & CO NEW DE	949746101					9/29/2014		10/30/2014	2,374	2,583		0	0	0	1,355									
98	X	WELLS FARGO & CO NEW DE	949746101					9/29/2014		11/25/2014	5,277	2,583		0	0	0	2,694									
99	X	WISDOMTREE EMERGING MK	97717M315					11/5/2013		1/31/2014	86,635	97,980		0	0	0	-11,325									
100	X	WISDOMTREE EMERGING MK	97717M315					1/3/2014		1/31/2014	24,613	26,002		0	0	0	-1,389									
101	X	ACE LIMITED	H0029R105					10/6/2011		11/25/2014	1,474	789		0	0	0	685									
102	X	ABBIE INC SHS	00287Y109					8/19/2011		11/25/2014	1,283	483		0	0	0	810									
103	X	AT&T INC	00206R102					8/19/2011		2/3/2014	6,625	5,854		0	0	0	771									
104	X	AT&T INC	00206R102					8/23/2011		2/3/2014	4,181	3,724		0	0	0	457									
105	X	ABBOTT LABS	002824100					8/19/2011		11/25/2014	930	482		0	0	0	438									
106	X	AMERICAN TOWER REIT INC	03027X100					1/15/2013		11/25/2014	1,737	835		0	0	0	902									
107	X	AMERICAN TOWER REIT INC	03027X100					1/15/2013		11/25/2014	834	632		0	0	0	202									
108	X	ANHEUSER-BUSCH INBEV NV	035231B2					7/16/2012		3/4/2014	23,692	25,288		0	0	0	-1,606									
109	X	ANHEUSER-BUSCH INBEV NV	035231B2					7/16/2012		3/4/2014	10,458	9,622		0	0	0	836									
110	X	AUTOMATIC DATA PROC	053015103					10/3/2013		3/28/2014	2,608	2,423		0	0	0	186									
111	X	AUTOMATIC DATA PROC	053015103					10/3/2013		4/29/2014	13,687	12,687		0	0	0	1,000									
112	X	BAXTER INTERNL INC	071813109					9/29/2014		12/30/2014	5,407	5,257		0	0	0	150									
113	X	AUTOMATIC DATA PROC	053015103					10/3/2013		7/30/2014	19,880	17,106		0	0	0	2,574									
114	X	AUTOMATIC DATA PROC	053015103					10/3/2013		8/28/2014	2,673	2,281		0	0	0	392									
115	X	BAXTER INTERNL INC	071813109					4/29/2014		5/29/2014	75,626	75,443		0	0	0	1,183									
116	X	BAXTER INTERNL INC	071813109					7/30/2014		8/28/2014	150	152		0	0	0	-2									
117	X	BAXTER INTERNL INC	071813109					7/30/2014		12/30/2014	58,590	60,313		0	0	0	-1,723									
118	X	BAXTER INTERNL INC	071813109					10/30/2014		12/30/2014	12,982	12,252		0	0	0	710									
119	X	BHP BILLITON LTD ADR	088606108					8/19/2011		8/28/2014	2,853	3,291		0	0	0	-438									
120	X	BLACKROCK GLOBAL LONG	091936732					10/1/2013		5/27/2014	2	2		0	0	0	0									
121	X	BLACKROCK GLOBAL LONG	091936732					8/7/2013		5/27/2014	35,040	34,080		0	0	0	960									
122	X	BLACKROCK GLOBAL LONG	091936732					5/27/2014		5/27/2014	3	3		0	0	0	0									
123	X	BLACKROCK GLOBAL LONG	091936732					8/19/2011		5/27/2014	4,643	4,643		0	0	0	131									
124	X	BRISTOL-MYERS SQUIBB CO	110122108					10/1/2013		11/25/2014	1,932	921		0	0	0	1,011									
125	X	CDK GLOBAL INC SHS	12508E101					9/29/2014		10/10/2014	9	10		0	0	0	-1									
126	X	CDK GLOBAL INC SHS	12508E101					11/10/2014		10/20/2014	698	794		0	0	0	-96									
127	X	DU PONT E DE NEMOURS	263534109					4/29/2014		7/30/2014	12,834	13,166		0	0	0	-352									
128	X	DU PONT E DE NEMOURS	263534109					4/29/2014		8/28/2014	2,316	2,355		0	0	0	-39									
129	X	DU PONT E DE NEMOURS	263534109					8/19/2011		11/25/2014	1,580	974		0	0	0	606									
130	X	DUKE ENERGY CORP NEW	28441C204					2/1/2013		11/25/2014	1,187	1,036		0	0	0	151									
131	X	EMERSON ELEC CO	291011104					10/3/2013		11/25/2014	11,245	10,809		0	0	0	436									
132	X	EMERSON ELEC CO	291011104					10/3/2013		3/28/2014	5,414	5,180		0	0	0	234									
133	X	EMERSON ELEC CO	291011104					10/3/2013		4/29/2014	14,679	14,006		0	0	0	673									
134	X	GAP INC DELAWARE	364750108					7/30/2014		8/28/2014	68,753	60,663		0	0	0	8,090									
135	X	GENL DYNAMICS CORP CON	369550108					4/29/2014		7/30/2014	21,975	20,007		0	0	0	1,968									
136	X	GENL DYNAMICS CORP CON	369550108					4/29/2014		8/28/2014	3,703	3,252		0	0	0	441									
137	X	GENL DYNAMICS CORP CON	369550108					4/29/2014		9/29/2014	61,016	52,084		0	0	0	8,932									
138	X	GENERAL ELECTRIC	369604103					8/19/2011		11/25/2014	2,310	1,316		0	0	0	992									

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

Check "X" to include in Part IV		Description	CUSIP #	Amount	Long Term CG Distributions										Short Term CG Distributions									
					Long Term CG Distributions										Short Term CG Distributions									
Check "X" to include in Part IV		Description	CUSIP #	Amount	Check "X" if Purchaser is a Business	Purchaser	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss								
139	X	GENERAL ELEC CAP CORP	39982GGR0	1,728			1/9/2013																	
140	X	GENERAL MILLS	370334104				1/30/2014		3/4/2014	23,199	22,996					203								
141	X	GENERAL MILLS	370334104				8/19/2011		2/27/2014	81,755	79,982					1,773								
142	X	GENERAL MILLS	370334104				8/19/2011		8/22/2014	422	288					134								
143	X	GENERAL MILLS	370334104				8/19/2011		8/28/2014	2,749	1,870					878								
144	X	GENUINE PARTS CO	372460105				10/3/2013		3/28/2014	266	180					323								
145	X	GENUINE PARTS CO	372460105				10/3/2013		3/28/2014	12,198	11,873					0								
146	X	GENUINE PARTS CO	372460105				10/3/2013		3/28/2014	1,273	1,195					78								
147	X	GENUINE PARTS CO	372460105				10/3/2013		4/29/2014	14,822	13,705					1,117								
148	X	GENUINE PARTS CO	372460105				10/3/2013		7/30/2014	13,834	12,829					805								
149	X	GOLDMAN SACHS GROUP INC	38141G104				10/3/2013		8/28/2014	3,497	3,197					310								
150	X	GOLDMAN SACHS COMMODIT	38141G104				10/2/2014		11/25/2014	948	916					30								
151	X	GOLDMAN SACHS COMMODIT	38143H381				10/31/2013		7/31/2014	0	0					0								
152	X	GOLDMAN SACHS COMMODIT	38143H381				10/31/2013		7/31/2014	18,079	17,857					222								
153	X	GOLDMAN SACHS COMMODIT	38143H381				3/6/2014		7/31/2014	4	4					0								
154	X	GOLDMAN SACHS COMMODIT	38143H381				10/31/2013		10/1/2014	5	5					0								
155	X	GOLDMAN SACHS COMMODIT	38143H381				3/6/2014		10/1/2014	33,459	37,119					0								
156	X	GOLDMAN SACHS COMMODIT	38143H381				10/31/2013		10/1/2014	6,559	7,083					0								
157	X	HOMER DEPOT INC	437076102				12/30/2013		1/30/2014	2,779	2,953					1								
158	X	HOMER DEPOT INC	437076102				12/30/2013		1/30/2014	5,712	6,071					359								
159	X	HOMER DEPOT INC	437076102				12/30/2013		2/27/2014	78,729	78,729					0								
160	X	HOMER DEPOT INC	437076102				12/30/2013		2/27/2014	8,069	6,429					0								
161	X	EMERSON ELEC CO	291011104				8/19/2011		11/25/2014	1,745	578					0								
162	X	EMERSON ELEC CO	291011104				10/3/2013		7/30/2014	12,155	11,896					259								
163	X	ENBRIDGE INC	29250N105				10/3/2013		8/28/2014	578	578					2								
164	X	ENBRIDGE INC	29250N105				8/19/2011		9/3/2014	710	433					277								
165	X	ENBRIDGE INC	29250N105				8/19/2011		9/4/2014	2,172	1,328					844								
166	X	ENBRIDGE INC	29250N105				8/19/2011		9/5/2014	2,173	1,328					845								
167	X	ENBRIDGE INC	29250N105				8/19/2011		9/8/2014	1,515	927					588								
168	X	ENBRIDGE INC	29250N105				8/23/2011		10/21/2014	3,697	2,489					1,228								
169	X																							

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

Check "X" to include in Part IV		Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals			Gross Sales/Losses		Capital Gains/Losses		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
									Gross Sales Price	Gross Sales	Other sales	5,995,439	0	5,557,359	0	5,995,439	0	5,557,359	0		
		Long Term CG Distributions	1,728																		
		Short Term CG Distributions																			
208	X	ISHARES COMEX GOLD TR	484285105			12/22/2013		9/30/2014	1	1											
209	X	ISHARES COMEX GOLD TR	484285105			6/30/2014		9/30/2014	9	10											
210	X	ISHARES COMEX GOLD TR	484285105			3/3/2014		9/30/2014	7	8											
211	X	ISHARES COMEX GOLD TR	484285105			3/3/2014		9/30/2014	0	0											
212	X	ISHARES COMEX GOLD TR	484285105			12/22/2013		10/1/2014	34,432	38,287											
213	X	ISHARES COMEX GOLD TR	484285105			12/22/2013		10/1/2014	4,929	4,959											
214	X	ISHARES COMEX GOLD TR	484285105			3/3/2014		10/31/2014	0	0											
215	X	ISHARES COMEX GOLD TR	484285105			8/30/2014		10/31/2014	9	10											
216	X	ISHARES COMEX GOLD TR	484285105			3/3/2014		11/30/2014	8	9											
217	X	ISHARES COMEX GOLD TR	484285105			3/3/2014		11/30/2014	0	0											
218	X	ISHARES COMEX GOLD TR	484285105			8/30/2014		12/1/2014	41,023	44,778											
219	X	ISHARES COMEX GOLD TR	484285105			3/3/2014		12/1/2014	1,625	1,804											
220	X	ISHARES INC	484286178			12/3/2013		10/20/2014	35,927	37,143											
221	X	ISHARES CORE U.S.	484287226			6/3/2013		5/27/2014	37,913	37,472											
222	X	ISHARES CORE U.S.	484287226			10/31/2013		11/4/2014	81,922	81,767											
223	X	ISHARES MSCI EMERGING	484287234			10/31/2013		10/1/2014	71,614	75,022											
224	X	ISHARES MSCI EMERGING	484287234			1/3/2014		10/1/2014	41,931	41,223											
225	X	ISHARES 1-3 YEAR	484287457			10/2/2013		2/28/2014	66,793	66,558											
226	X	ISHARES 1-3 YEAR	484287457			10/2/2013		3/3/2014	38,982	38,930											
227	X	ISHARES 1-3 YEAR	484287457			9/3/2013		3/3/2014	5,496	5,476											
228	X	ISHARES 1-3 YEAR	484287457			2/3/2014		4/1/2014	68,608	68,755											
229	X	ISHARES 1-3 YEAR	484287457			10/2/2013		4/1/2014	16,540	16,582											
230	X	ISHARES 1-3 YEAR	484287457			2/3/2014		6/30/2014	61,636	61,652											
231	X	ISHARES 1-3 YEAR	484287457			8/12/2014		11/4/2014	40,798	40,753											
232	X	ISHARES MSCI EAFE	464287465			6/31/2012		9/30/2014	102,169	82,415											
233	X	ISHARES MSCI EAFE	464287465			9/4/2012		9/30/2014	31,220	25,029					</						

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

Check "X" to include in Part IV		Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
									Capital Gains/Losses	Other sales			
Long Term CG Distributions													
Amount 1,728													
Short Term CG Distributions													
277	X	LORILLARD INC	544147101			8/19/2011		1/3/2014	3,094	2,260	5,995,439	5,567,359	438,080
278	X	LORILLARD INC	544147101			8/19/2011		1/3/2014	6,553	4,812	0	0	1,741
279	X	LORILLARD INC	544147101			8/19/2011		1/7/2014	454	328	0	0	126
280	X	LORILLARD INC	544147101			8/23/2011		1/7/2014	3,029	2,185	0	0	844
281	X	MARATHON OIL CORP.	565849108			1/18/2010		1/12/2014	995	611	0	0	384
282	X	MCDONALDS CORP	580135101			10/3/2013		1/30/2014	6,463	6,551	88	0	0
283	X	MCDONALDS CORP	580135101			10/3/2013		1/30/2014	5,151	5,222	70	0	-1
284	X	MCDONALDS CORP	580135101			10/3/2013		3/28/2014	5,848	5,506	0	0	142
285	X	MCDONALDS CORP	580135101			10/3/2013		4/29/2014	17,677	16,519	0	0	1,158
286	X	MCDONALDS CORP	580135101			10/3/2013		7/30/2014	10,950	10,539	0	0	112
287	X	MCDONALDS CORP	580135101			10/3/2013		8/28/2014	471	475	-4	0	0
288	X	MCDONALDS CORP	580135101			8/19/2011		1/12/2014	1,748	1,587	0	0	178
289	X	MCDONALDS CORP	580135101			10/3/2013		12/30/2014	6,504	6,710	0	0	-206
290	X	MCDONALDS CORP	580135101			10/3/2013		12/30/2014	5,184	5,230	0	0	-106
291	X	MCDONALDS CORP	580135101			10/3/2013		12/30/2014	12,819	13,136	0	0	-317
292	X	MCDONALDS CORP	580135101			1/12/2013		12/30/2014	11,594	12,115	0	0	-521
293	X	MCDONALDS CORP	580135101			2/27/2014		12/30/2014	6,410	6,454	-44	0	0
294	X	MCDONALDS CORP	580135101			9/29/2014		12/30/2014	2,639	2,657	0	0	-18
295	X	MCDONALDS CORP	580135101			10/30/2014		12/30/2014	11,877	11,729	0	0	148
296	X	MCDONALDS CORP	580135101			10/3/2013		12/30/2014	16,684	16,804	0	0	-120
297	X	MEADWESTVACO CORP	583334107			8/19/2011		9/24/2014	375	205	0	0	170
298	X	MEADWESTVACO CORP	583334107			8/23/2011		9/24/2014	3,317	1,771	0	0	1,546
299	X	MEADWESTVACO CORP	583334107			8/19/2011		9/24/2014	6,635	3,642	0	0	2,993
300	X	MERCK AND CO INC SHS	58933Y105			8/19/2011		11/25/2014	1,309	680	0	0	629
301	X	METLIFE INC	59156R108			7/19/2013		11/25/2014	725	633	92	0	91
302	X	MICROSOFT CORP	594918104			7/30/2014		8/28/2014	3,137	3,046	0	0	880
303	X	MICROSOFT CORP	594918104			1/18/2010		11/25/2014	1,571	881	0	0	2,678
304	X	MICROSOFT CORP	594918104			7/30/2014		12/18/2014	60,082	57,404	0	0	-22
305	X	MICROSOFT CORP	594918104			9/29/2014		12/18/2014	1,184	1,208	0	0	-163
306	X	MICROSOFT CORP	594918104			10/30/2014		12/18/2014	10,431	10,594	0	0	54
307	X	MONDELEZ INTERNATIONAL	609207105			4/22/2013		11/25/2014	1,784	1,447	0	0	337
308	X	MORGAN STANLEY	617446448			1/21/2014							

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

										Amount							
Long Term CG Distributions										1,728							
Short Term CG Distributions																	
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss			
346	X	PIMCO 0-5 YEAR HY CORP	72201R783		5/27/2014		10/20/2014	74,677	77,031				0	-2,354			
347	X	PROCTER & GAMBLE CO	742718109		10/3/2013		3/28/2014	5,966	5,706				0	260			
348	X	PROCTER & GAMBLE CO	742718109		10/3/2013		4/29/2014	16,415	15,139				0	1,276			
349	X	PROCTER & GAMBLE CO	742718109		10/3/2013		7/30/2014	11,527	11,183				0	344			
350	X	PROCTER & GAMBLE CO	742718109		10/3/2013		8/28/2014	4,975	4,965				0	10			
351	X	PROCTER & GAMBLE CO	742718109		8/19/2011		11/25/2014	1,242	846				0	396			
352	X	PRUDENTIAL FINANCIAL INC	744320102		8/4/2010		8/28/2014	2,411	1,518				0	893			
353	X	PRUDENTIAL FINANCIAL INC	744320102		8/4/2010		11/25/2014	256	169				0	87			
354	X	PRUDENTIAL FINANCIAL INC	744320102		8/29/2012		11/25/2014	512	327				0	185			
355	X	PUB SVC ENTERPRISE GRP	744573108		8/19/2011		1/3/2014	1,416	1,426				0	-10			
356	X	PUB SVC ENTERPRISE GRP	744573108		8/19/2011		1/6/2014	2,748	2,767				0	-11			
357	X	PUB SVC ENTERPRISE GRP	744573108		8/23/2011		1/6/2014	1,894	1,903				0	-9			
358	X	QUALCOMM INC	747525103		7/30/2014		8/28/2014	1,528	1,525				0	3			
359	X	QUALCOMM INC	747525103		2/19/2014		11/25/2014	718	784				46	0			
360	X	QUEST DIAGNOSTICS INC	748341100		5/29/2014		7/30/2014	19,775	18,894				881	0			
361	X	QUEST DIAGNOSTICS INC	748341100		5/29/2014		8/28/2014	993	954				39	0			
362	X	QUEST DIAGNOSTICS INC	748341100		5/29/2014		11/25/2014	61,027	56,919				4,108	0			
363	X	QUEST DIAGNOSTICS INC	748341100		9/29/2014		11/25/2014	3,579	3,449				130	0			
364	X	QUEST DIAGNOSTICS INC	748341100		10/30/2014		11/25/2014	8,243	8,226				17	0			
365	X	RATHEON CO DELAWARE N	755111507		10/3/2013		11/30/2014	13,578	11,199				2,379	0			
366	X	RATHEON CO DELAWARE N	755111507		10/3/2013		3/28/2014	3,382	4,430				1,048	0			
367	X	RATHEON CO DELAWARE N	755111507		10/3/2013		4/29/2014	11,419	8,944				2,475	0			
368	X	RATHEON CO DELAWARE N	755111507		10/3/2013		7/30/2014	12,289	9,921				2,348	0			
369	X	RATHEON CO DELAWARE N	755111507		10/3/2013		8/28/2014	3,548	2,781				767	0			
370	X	RATHEON CO DELAWARE N	755111507		11/8/2010		11/25/2014	1,924	874				1,050	0			
371	X	SPDR BARCLAYS CONVERTIBLE	78484A369		12/3/2013		10/20/2014	38,206	37,066				1,140	0			
372	X	SPDR BARCLAYS	78484A417		8/31/2011		5/27/2014	39,633	37,248				2,585	0			
373	X	SPDR BARCLAYS	78484A417		2/8/2012		5/27/2014	39,915	38,096				1,819	0			
374	X	SCHLUMBERGER LTD	808857108		8/19/2011		11/25/2014	1,336	1,039				297	0			
375	X	MATERIALS SELECT SECTOR	81369Y100		11/2/2014		6/30/2014	92,471	85,483				6,988	0			
376	X	HEALTH CARE SELECT SPDR	81369Y209		4/12/2013		1/2/2014	94,394	78,588				15,766	0			
377	X	SECTOR SPDR CONSUMERS ST	81369Y308		9/8/2012		1/2/2014	92,868	78,315				14,653	0			
378	X	CONSUMER DISCRETIONARY	81369Y407		12/2/2013		1/3/2014	95,188	69,037				26,151	0			
379	X	SECTOR SPDR ENERGY	81369Y508		1/2/2013		9/30/2014	94,794	75,986				19,208	0			
380	X	SEMPRA ENERGY	81685Y109		8/19/2014		11/25/2014	1,781	780				1,001	0			
381	X	SUNTRUST BKS INC	887814103		2/20/2013		11/25/2014	1,072	750				322	0			
382														0			
										Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
										Capital Gains/Losses		5,995,439		5,557,359		438,080	
										Other sales		0		0		0	

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

		3,000	0	0	3,000
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	ACCOUNTING FEES	3,000			3,000

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

		13,627	1,727	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	1,727	1,727		
2	PY EXCISE TAX DUE	4,500			
3	ESTIMATED EXCISE PAYMENTS	7,400			

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

		3,110	135	0	2,975
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	INVESTMENT EXPENSES	135	135		
2	MEMBERSHIP EXPENSES	725			725
3	MISC INSURANCE EXPENSES	2,250			2,250

Part II, Line 10a (990-PF) - Investments - U.S. and State Government Obligations

		Federal		State/Local		0		524,347		0		534,343	
		0		0		0		0		0		0	
	Description	Num Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year	State/Local Obligation						
1				0									
2	U S TREASURY BOND		0	46,128		50,686							
3	U.S. TREASURY BOND 3 125% FEB 15 20		0	75,730		79,660							
4	U S. TREASURY NOTE		0	72,520		73,333							
5	U S. TREASURY NOTE		0	111,258		111,061							
6	U S. TREASURY NOTE		0	45,725		45,819							
7	U.S. TREASURY NOTE		0	23,351		23,485							
8	FEDERAL NATL MTG ASSOC		0	47,085		47,134							
9	FEDERAL HOME LN MTG CORP		0	50,102		50,098							
10	FEDERAL NATL MTG ASSOC		0	52,448		53,067							

Part II, Line 10b (990-PF) - Investments - Corporate Stock

Description		Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1				2,041,675	0	2,473,790
2	GOLDMAN SACHS GROUP INC	0		7,416		7,753
3	HOME DEPOT INC USD 0 05	0		14,302		30,546
4	HONEYWELL INTL INC	0		6,479		11,491
5	INTEL CORPORATION	0		13,458		20,431
6	INTERNATIONAL BUSINESS MACHINES C	0		10,146		10,108
7	INTERNATIONAL PAPER COMPANY COMM	0		9,592		10,877
8	J P MORGAN CHASE & CO	0		20,719		36,109
9	JOHNSON & JOHNSON COM	0		8,817		14,849
10	JOHNSON CONTROLS INC	0		3,976		6,526
11	KROGER COMPANY COMMON	0		7,799		9,310
12	LOCKHEED MARTIN CORP	0		6,782		8,666
13	MARATHON OIL CORP	0		4,424		5,517
14	MARATHON PETROLEUM CORP	0		3,677		9,387
15	MC DONALDS CORPORATION COMMON	0		15,058		16,116
16	MERCK AND CO INC SHS	0		14,596		21,069
17	METLIFE INC	0		14,303		14,658
18	MICROSOFT CORP COM	0		13,500		20,113
19	MONDELEZ INTERNATIONAL	0		8,306		9,590
20	MORGAN STANLEY DEAN WITTER & CO	0		16,972		19,206
21	MOTOROLA SOLUTIONS INC	0		6,495		7,178
22	NEXTERA ENERGY INC SHS	0		7,748		15,199
23	NORTHEAST UTILITIES COMMON	0		5,335		8,831
24	NORTHROP GRUMMAN CORP	0		5,250		14,592
25	OCCIDENTAL PETROLEUM CORPORATIO	0		10,901		10,963
26	Pfizer Inc Com	0		14,800		20,216
27	SEMPRA ENERGY	0		4,097		9,354
28	SUNTRUST BANKS INC	0		17,166		21,872
29	3M CO	0		6,812		14,460
30	TORONTO-DOMINION BANK (NEW)	0		7,094		8,839
31	TOTAL FINA ELF S A ADR	0		9,479		10,394
32	TRAVELERS COS INC	0		8,172		17,465
33	US BANCORP DEL	0		6,725		14,519
34	UNILEVER NV NY SHARE F NEW	0		2,460		2,850
35	UNION PACIFIC CORP	0		9,371		13,104
36	UNITED PARCEL SVC INC CL B	0		8,277		10,783
37	UNITED TECHNOLOGIES CORP	0		7,610		12,880
38	V F CORPORATION COM	0		4,301		12,134
39	VERIZON COMMUNICATIONS INC	0		16,210		21,519
40	WAL MART STORES INC	0		5,504		9,017
41	WELLS FARGO & CO NEW	0		12,725		30,151
42	WEYERHAEUSER CO COM	0		3,695		8,326
43	TYCO INTL PLC SHS	0		7,419		7,895
44	ACE LIMITED	0		4,431		8,386
45	ABBOTT LABORATORIES	0		2,739		5,222
46	ABBVIE INC SHS	0		2,945		7,526

Part II, Line 10b (990-PF) - Investments - Corporate Stock

	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
47	AMERICAN EXPRESS COMPANY	0		4,726		9,955
48	AMERICAN TOWER REIT INC	0		3,082		3,855
49	PHILIP MORRIS INTL INC	0		5,848		6,923
50	PHILLIPS 66 SHS	0		1,773		4,445
51	PRAXAIR INC	0		7,921		11,272
52	PROCTER & GAMBLE CO COM	0		15,682		21,497
53	PRUDENTIAL FINL INC	0		10,335		14,835
54	QUALCOMM INC	0		9,664		9,440
55	RAYTHEON CO	0		10,232		23,365
56	SCHLUMBERGER LIMITED COM	0		7,462		8,626
57	BHP BILLITON LIMITED	0		10,368		6,246
58	BRISTOL MYERS SQUIBB CO COM	0		11,722		24,675
59	CME GROUP INC	0		6,659		7,978
60	CALIFORNIA RESOURCES	0		391		298
61	CHEVRONTXACO CORP	0		16,567		20,865
62	CHUBB CORPORATION COM	0		8,490		14,900
63	CITIGROUP INC COM NEW	0		16,513		18,073
64	COCA-COLA CO USD	0		4,206		5,235
65	COMCAST CORP NEW	0		13,887		23,429
66	CONOCOPHILLIPS	0		6,063		8,702
67	DIAGEO PLC SPON ADR NEW	0		6,443		9,926
68	DOMINION RES INC VA NEW	0		10,039		15,918
69	DOW CHEMICAL COMPANY COMMON	0		3,756		6,477
70	E I DU PONT DE NEMOURS & CO COMM	0		13,557		22,626
71	DUKE ENERGY CORP NEW	0		6,089		7,352
72	EXXON MOBIL CORP	0		17,576		22,928
73	FIFTH THIRD BANCORP	0		7,584		9,760
74	GENERAL ELECTRIC CO	0		20,633		26,053
75	GENERAL MILLS INC COM	0		3,538		5,226
76	AUTOMATIC DATA PROCESSING INC COM	0		63,242		76,534
77	BAXTER INTL INC COM	0		77,759		76,148
78	C H ROBINSON WORLDWIDE,	0		71,157		78,185
79	CUMMINS ENGINE INC	0		66,630		64,300
80	E I DU PONT DE NEMOURS & CO COMM	0		72,465		79,633
81	EMERSON ELECTRIC COMPANY	0		75,397		70,866
82	EXXON MOBIL CORP	0		71,205		71,186
83	GENUINE PARTS CO	0		63,178		81,526
84	HONEYWELL INTL INC	0		66,634		67,146
85	JOHNSON & JOHNSON COM	0		63,965		71,421
86	LINEAR TECHNOLOGY CORP COM	0		74,464		80,438
87	MC DONALDS CORPORATION COMMON	0		74,848		73,273
88	NORFOLK SOUTHERN CORP	0		63,151		72,671
89	PAYCHEX INC COM	0		66,710		72,672
90	PROCTER & GAMBLE CO COM	0		67,123		76,060
91	QUALCOMM INC	0		71,604		69,796
92	RAYTHEON CO	0		59,751		76,152

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		0	2,041,675	0			2,473,790
	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year	
93	3M CO						
94	UNITED TECHNOLOGIES CORP	0		63,023		78,545	
95	WAL MART STORES INC	0		78,272		78,775	
		0		72,208		81,586	

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

Description		Interest Rate	Maturity Date	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1							
2	GOLDMAN SACHS GROUP INC			0	42,463		43,828
3	JPMORGAN CHASE & CO			0	49,817		51,180
4	SHELL INTERNATIONAL FIN			0	46,207		47,191
5	WELLS FARGO & COMPANY			0	24,066		23,869
6	WELLS FARGO & COMPANY			0	24,165		24,063
7	AT&T INC			0	43,055		44,156
8	APPLE INC			0	50,863		50,544
9	CISCO SYSTEMS INC			0	44,438		45,822
10	CITIGROUP INC			0	22,015		25,133
11	CREDIT SUISSE FIRST BOSTON USA			0	33,031		33,056

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

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1			0	2,600,093	2,604,506
2	ISHARES TR		0	310,136	309,509
3	ISHARES TR		0	257,205	271,946
4	ISHARES TR		0	85,584	85,380
5	ISHARES TR DJ US REAL ESTATE		0	65,298	77,532
6	ISHARES TR DOW JONES US HEALTHCAR		0	86,818	101,179
7	ISHARES LEHMAN 3-7 YR		0	43,630	43,420
8	ISHARES 0-5 YEAR HIGH		0	110,431	107,874
9	JP MORGAN STRATEGIC		0	76,479	75,451
10	JP MORGAN MORTGAGE		0	39,175	38,350
11	WESTERN ASSET MORTGAGE		0	36,570	36,370
12	VANGUARD EMERGING MARKET		0	36,206	34,820
13	VANGUARD INFORMATION		0	85,356	89,226
14	VANGUARD MATERIALS ETF		0	85,438	83,335
15	VANGUARD INTL EQTY INDX		0	129,943	127,344
16	VANGUARD SHORT-TERM		0	150,799	149,466
17	VANGUARD INTRMEDIATE-TERM		0	77,041	76,801
18	BLACKROCK GLOBAL LONG		0	37,496	36,510
19	COHEN & STEERS PREFERRED		0	38,553	38,187
20	EATON VANCE MUT FDS TR FLTG RATE		0	109,075	108,013
21	FIRST TR ENERGY ALPHADEX		0	89,159	63,690
22	FIRST TR UTILITIES		0	89,381	93,151
23	GOLDMAN SACHS STRATEGIC		0	37,774	36,633
24	ISHARES TR		0	278,168	279,044
25	BLACKROCK STRATEGIC		0	244,378	241,275

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

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

1	COST BASIS ADJUSTMENT	1	5,209
2	LOSS ON CY SLAES NOT SETTLED AT YEAR END	2	18,358
3	RETURN OF PY GRANTS PAID	3	20,000
4	Total	4	43,567

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

1	BOND AMORTIZATION	1	8,416
2	Total	2	8,416

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

Long Term CG Distributions															1,728	Short Term CG Distributions														
Description of Property Sold															CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses			
1	CDK GLOBAL INC SHS	12508E101		11/26/2013	10/20/2014	887		0	1,009	-122	0	0	0	0	0	0	0	0	0	0	0	436,352								
2	CDK GLOBAL INC SHS	12508E101		10/31/2013	10/20/2014	1,289		0	1,370	-81	0	0	0	0	0	0	0	0	0	0	0	-								
3	CDK GLOBAL INC SHS	12508E101		9/29/2014	10/20/2014	430		0	501	-71	0	0	0	0	0	0	0	0	0	0	0	-								
4	CDK GLOBAL INC SHS	12508E101		10/3/2013	10/20/2014	2,015		0	2,030	-15	0	0	0	0	0	0	0	0	0	0	0	-15								
5	CDK GLOBAL INC SHS	12508E101		10/3/2013	10/20/2014	1,424		0	1,569	-145	0	0	0	0	0	0	0	0	0	0	0	-145								
6	CDK GLOBAL INC SHS	12508E101		7/20/2014	8/28/2014	1,293		0	1,295	-2	0	0	0	0	0	0	0	0	0	0	0	-2								
7	C H ROBINSON WORLDWIDE	12541W209		7/30/2014	7/30/2014	65,817		0	59,231	6,586	0	0	0	0	0	0	0	0	0	0	0	6,586								
8	C H ROBINSON WORLDWIDE	12541W209		10/30/2014	12/30/2014	8,104		0	7,470	634	0	0	0	0	0	0	0	0	0	0	0	634								
9	BHP BILLITON LTD ADR	12541W209		8/19/2011	1/16/2014	3,135		0	3,682	-547	0	0	0	0	0	0	0	0	0	0	0	-547								
10	ORANGE COUNTY WATERWORKS	088606108		10/3/2014	10/3/2014	6,875		0	6,838	37	0	0	0	0	0	0	0	0	0	0	0	37								
11	C H ROBINSON WORLDWIDE	12541W209		9/29/2014	12/30/2014	5,150		0	4,518	632	0	0	0	0	0	0	0	0	0	0	0	632								
12	CME GROUP INC	12572Q105		1/31/2014	11/25/2014	752		0	665	87	0	0	0	0	0	0	0	0	0	0	0	87								
13	CSX CORP	126408103		10/3/2013	3/28/2014	7,517		0	6,818	699	0	0	0	0	0	0	0	0	0	0	0	699								
14	CSX CORP	126408103		10/3/2013	4/29/2014	12,591		0	11,545	1,046	0	0	0	0	0	0	0	0	0	0	0	1,046								
15	CSX CORP	126408103		10/3/2013	7/30/2014	20,948		0	17,795	3,153	0	0	0	0	0	0	0	0	0	0	0	3,153								
16	DEERE CO	244199105		8/19/2011	1/31/2014	11,306		0	9,268	2,040	0	0	0	0	0	0	0	0	0	0	0	2,040								
17	DEERE CO	244199105		8/23/2011	2/3/2014	2,890		0	2,394	496	0	0	0	0	0	0	0	0	0	0	0	496								
18	DEERE & COMPANY	244199B04		6/12/2012	3/4/2014	46,158		0	48,199	-2,041	0	0	0	0	0	0	0	0	0	0	0	-2,041								
19	DIAGEO PLC SPSD ADR NEW	25243Q205		8/19/2011	8/26/2014	1,893		0	1,185	708	0	0	0	0	0	0	0	0	0	0	0	708								
20	DIAGEO PLC SPSD ADR NEW	25243Q205		8/19/2011	8/27/2014	4,039		0	2,517	1,522	0	0	0	0	0	0	0	0	0	0	0	1,522								
21	DIAGEO PLC SPSD ADR NEW	25243Q205		8/19/2011	8/28/2014	1,913		0	1,185	728	0	0	0	0	0	0	0	0	0	0	0	728								
22	DOMINION RES INC NEW VA	25746U109		8/19/2011	10/8/2014	3,788		0	2,576	1,212	0	0	0	0	0	0	0	0	0	0	0	1,212								
23	DOMINION RES INC NEW VA	25746U109		8/19/2011	11/25/2014	944		0	632	312	0	0	0	0	0	0	0	0	0	0	0	312								
24	DOW CHEMICAL CO	260543103		8/19/2011	11/25/2014	1,291		0	669	622	0	0	0	0	0	0	0	0	0	0	0	622								
25	CSX CORP	126408103		10/3/2013	8/28/2014	1,967		0	1,653	314	0	0	0	0	0	0	0	0	0	0	0	314								
26	CSX CORP	126408103		11/26/2013	9/29/2014	12,921		0	10,979	1,942	0	0	0	0	0	0	0	0	0	0	0	1,942								
27	CSX CORP	126408103		11/26/2013	9/29/2014	4,500		0	4,064	436	0	0	0	0	0	0	0	0	0	0	0	436								
28	CSX CORP	126408103		10/31/2013	9/29/2014	16,006		0	13,077	2,929	0	0	0	0	0	0	0	0	0	0	0	2,929								
29	CSX CORP	126408103		10/31/2013	9/29/2014	12,921		0	11,063	1,858	0	0	0	0	0	0	0	0	0	0	0	1,858								
30	CSX CORP	126408103		10/31/2013	9/29/2014	15,524		0	12,475	3,049	0	0	0	0	0	0	0	0	0	0	0	3,049								
31	CALIFORNIA RESOURCES	13057Q107		12/10/2014	12/10/2014	1,973		0	1,441	532	0	0	0	0	0	0	0	0	0	0	0	532								
32	CHEVRON CORP	166784100		11/8/2010	11/25/2014	1,973		0	1,441	532	0	0	0	0	0	0	0	0	0	0	0	532								
33	CHEVRON CORP	166784A08		12/3/2012	3/4/2014	46,748		0	47,354	-606	0	0	0	0	0	0	0	0	0	0	0	-606								
34	CHUBB CORP	171232101		11/8/2010	11/25/2014	1,432		0	823	609	0	0	0	0	0	0	0	0	0	0	0	609								
35	CITIGROUP INC COM NEW	172867424		3/11/2013	11/25/2014	1,359		0	1,190	169	0	0	0	0	0	0	0	0	0	0	0	169								
36	COCA COLA COM	191216100		8/19/2011	3/19/2014	4,608		0	4,043	565	0	0	0	0	0	0	0	0	0	0	0	565								
37	COCA COLA COM	191216100		8/19/2011	8/22/2014	2,920		0	2,392	528	0	0	0	0	0	0	0	0	0	0	0	528								
38	COMCAST CRP NEW CL A SPL	20030N200		8/19/2011	11/25/2014	2,843		0	938	1,705	0	0	0	0	0	0	0	0	0	0	0	1,705								
39	CONOCOPHILLIPS	20825C104		11/8/2010	11/25/2014	1,360		0	905	455	0	0	0	0	0	0	0	0	0	0	0	455								
40	CUMMINS INC COM	231021106		8/29/2014	10/30/2014	66,647		0	61,211	5,436	0	0	0	0	0	0	0	0	0	0	0	5,436								
41	DEERE CO	244199105		8/23/2011	1/31/2014	1,381		0	1,126	255	0	0	0	0	0	0	0	0	0	0	0	255								
42	3M COMPANY	88579Y101		12/30/2014	3/26/2014	3,759		0	3,589	170	0	0	0	0	0	0	0	0	0	0	0	170								
43	3M COMPANY	88579Y101		12/30/2014	4/29/2014	15,425		0	14,355	1,070	0	0	0	0	0	0	0	0	0	0	0	1,070								
44	3M COMPANY	88579Y101		12/30/2014	7/30/2014	18,317		0	16,278	2,039	0	0	0	0	0	0	0	0	0	0	0	2,039								
45	3M COMPANY	88579Y101		12/30/2014	8/28/2014	1,563		0	1,416	147	0	0	0	0	0	0	0	0	0	0	0	147								
46	3M COMPANY	88579Y101		8/19/2011	11/25/2014	1,425		0	698	727	0	0	0	0	0	0	0	0	0	0	0	727								
47	TORONTO DOMINION BANK	819180509		8/19/2011	11/25/2014	1,667		0	1,223	444	0	0	0	0	0	0	0	0	0	0	0	444								
48	TOTAL S.A. SP ADR	89151E109		8/19/2011	11/25/2014	1,551		0	1,204	347	0	0	0	0	0	0	0	0	0	0	0	347								
49	TRAVELERS COS INC	89417E109		11/8/2010	10/3/2014	2,331		0	3,401	-914	0	0	0	0	0	0	0	0	0	0	0	-914								
50	TRAVELERS COS INC	89417E109		11/8/2010	10/3/2014	5,841		0	3,401	2,440	0	0	0	0	0	0	0	0	0	0	0	2,440								
51	TRAVELERS COS INC	89417E109		11/8/2010	11/25/2014	622		0	340	282	0	0	0	0	0	0	0	0	0	0	0	282								
52	TRAVELERS COS INC	89417E109		8/19/2011	11/25/2014	518		0	249	269	0	0	0	0	0	0	0	0	0	0	0	269								
53	US BANCORP (NEW)	862973304		8/19/2011	11/25/2014	1,454		0	692	762	0	0	0	0	0	0	0	0	0	0	0	762								
54	UNILEVER NV NY REG SHS	804784708		8/19/2011	11/25/2014	5,444		0	4,874	570	0	0	0	0	0	0	0	0	0	0	0	570								
55	UNILEVER NV NY REG SHS	804784708		8/19/2011	11/11/2014	624		0	527	97	0	0	0	0	0	0	0	0	0	0	0	97								
56	UNILEVER NV NY REG SHS	804784708		8/19/2011	11/12/2014	117		0	99	18	0	0	0	0	0	0	0	0	0	0	0	18								
57	UNILEVER NV NY REG SHS	804784708		8/23/2011	11/12/2014	1,477		0	1,281	196	0	0	0	0	0	0	0	0	0	0	0	196								
58	UNILEVER NV NY REG SHS	804784708		8/23/2011	11/12/2014	352		0	303	49	0	0	0	0	0	0	0	0	0	0	0	49								
59	UNILEVER NV NY REG SHS	804784708		11/5/2014	11/25/2014	981		0	682	299	0	0	0	0	0	0	0	0	0	0	0	299								
60	UNITED PACIFIC CORP	907816108		3/18/2013	11/25/2014	1,825		0	1,451	374	0	0	0	0	0	0	0	0	0	0	0	374								
61	UNITED PACIFIC CORP	907816108		8/23/2011	3/4/2014	23,883		0	23,981	-98	0	0	0	0	0	0	0	0	0	0	0	-98								
62	U.S. TREASURY NOTE	912828PA2		8/22/2012	3/4/2014	25,780		0	26,091	-311	0	0	0	0	0	0	0	0	0	0	0	-311								
63	U.S. TREASURY NOTE	912828PA2		11/17/2011	3/4/2014	37,413		0	37,128	284	0	0	0	0	0	0	0	0	0	0	0	284								
64	U.S. TREASURY NOTE	912828PA2		2/27/2012	12/3/2014	11,977		0	12,087	-90	0	0	0	0	0	0	0	0	0	0	0	-90								
65	U.S. TREASURY NOTE	912828PA2		6/6/2013	12/3/2014	51,898		0	52,367	-469	0	0	0	0	0	0	0	0	0	0	0	-469								
66	U.S. TREASURY NOTE	912828PA2		6/27/2013	12/3/2014	80,842		0	79,428	1,414	0	0	0	0	0	0	0	0	0	0	0	1,414								
67	UNITED TECHS CORP COM	913017109		11/25/2013	10/9/2014	89,806		0	87,353	2,453	0	0	0	0	0	0	0	0	0	0	0	2,453								
68	UNITED TECHS CORP COM	913017109		11/25/2013	10/9/2014	4																								

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

[illegible]

[illegible]

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

[illegible]

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

Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
337 PAYCHEX INC	70428107		10/3/2013	7/30/2014	15,770		0	15,133	637		0	0	438,352
338 PATCHEX INC	70428107		10/3/2013	8/28/2014	2,050		0	1,944	106		0	0	657
339 PHIZER INC	71708103		8/19/2011	1/25/2014	1,838		0	1,069	769		0	0	195
340 PROCTER & GAMBLE CO	742718109		10/3/2013	1/30/2014	10,090		0	9,568	522		0	0	769
341 PHILIP MORRIS INTL INC	718172109		8/19/2011	1/30/2014	3,344		0	2,675	669		0	0	124
342 PHILIP MORRIS INTL INC	718172109		8/19/2011	1/6/2014	4,930		0	3,979	951		0	0	669
343 PHILIP MORRIS INTL INC	718172109		8/19/2011	1/6/2014	2,042		0	1,448	594		0	0	951
344 PHILIP MORRIS INTL INC	718172109		8/19/2011	8/22/2014	2,530		0	2,058	472		0	0	396
345 PHILLIPS 66 SHS	718548104		8/19/2011	1/25/2014	953		0	340	613		0	0	472
346 PIMCO 0.5 YEAR HY CORP	722018733		5/27/2014	10/20/2014	74,677		0	77,031	-2,354		0	0	613
347 PROCTER & GAMBLE CO	742718109		10/3/2013	3/28/2014	5,966		0	5,706	260		0	0	-2,354
348 PROCTER & GAMBLE CO	742718109		10/3/2013	4/28/2014	16,415		0	15,139	1,276		0	0	260
349 PROCTER & GAMBLE CO	742718109		10/3/2013	7/30/2014	11,527		0	11,183	344		0	0	1,276
350 PROCTER & GAMBLE CO	742718109		10/3/2013	8/28/2014	4,975		0	4,565	410		0	0	344
351 PROCTER & GAMBLE CO	742718109		8/19/2011	1/25/2014	1,242		0	846	396		0	0	410
352 PRUDENTIAL FINANCIAL INC	744320102		8/4/2010	8/28/2014	2,411		0	1,518	893		0	0	396
353 PRUDENTIAL FINANCIAL INC	744320102		8/4/2010	1/25/2014	256		0	169	87		0	0	893
354 PUB SVC ENTERPRISE GRP	74457106		8/29/2012	1/25/2014	512		0	327	185		0	0	87
355 PUB SVC ENTERPRISE GRP	74457106		8/19/2011	1/30/2014	1,416		0	1,428	-10		0	0	185
356 PUB SVC ENTERPRISE GRP	74457106		8/2/2011	1/6/2014	2,746		0	2,757	-11		0	0	-10
357 QUALCOMM INC	747525103		8/2/2011	1/6/2014	1,894		0	1,893	-1		0	0	-11
358 QUALCOMM INC	747525103		2/1/2014	8/28/2014	1,528		0	1,525	3		0	0	-1
359 QUEST DIAGNOSTICS INC	748341100		5/28/2014	7/30/2014	718		46	764	881		0	0	3
360 QUEST DIAGNOSTICS INC	748341100		5/28/2014	8/28/2014	19,775		0	18,894	881		0	0	881
361 QUEST DIAGNOSTICS INC	748341100		5/28/2014	7/30/2014	993		0	954	39		0	0	39
362 QUEST DIAGNOSTICS INC	748341100		5/28/2014	1/25/2014	61,027		0	56,919	4,108		0	0	4,108
363 QUEST DIAGNOSTICS INC	748341100		5/28/2014	1/25/2014	3,579		0	3,449	130		0	0	130
364 RAYTHEON CO DELAWARE NEW	755111507		10/3/2013	1/25/2014	8,243		0	8,226	17		0	0	17
365 RAYTHEON CO DELAWARE NEW	755111507		10/3/2013	3/28/2014	13,578		0	11,399	2,179		0	0	2,179
366 RAYTHEON CO DELAWARE NEW	755111507		10/3/2013	4/28/2014	4,430		0	3,382	1,048		0	0	1,048
367 RAYTHEON CO DELAWARE NEW	755111507		10/3/2013	7/30/2014	11,419		0	8,344	3,075		0	0	3,075
368 RAYTHEON CO DELAWARE NEW	755111507		10/3/2013	7/30/2014	12,269		0	9,921	2,348		0	0	2,348
369 RAYTHEON CO DELAWARE NEW	755111507		10/3/2013	8/28/2014	3,548		0	2,781	767		0	0	767
370 RAYTHEON CO DELAWARE NEW	755111507		1/8/2010	1/25/2014	1,924		0	874	1,050		0	0	1,050
371 SPDR BARCLAYS CONVERTIBL	78464A359		8/31/2011	1/20/2014	38,206		0	37,066	1,140		0	0	1,140
372 SPDR BARCLAYS	78464A417		8/31/2011	5/27/2014	39,833		0	37,748	2,085		0	0	2,085
373 SPDR BARCLAYS	78464A417		2/8/2012	5/27/2014	39,915		0	38,096	1,819		0	0	1,819
374 SCHLUMBERGER LTD	806857108		8/19/2011	1/25/2014	1,336		0	1,039	297		0	0	297
375 MATERIALS SELECT SECTOR	813697100		1/2/2014	6/30/2014	92,471		0	85,483	6,988		0	0	6,988
376 HEALTH CARE SELECT SPDR	813697208		4/1/2013	1/2/2014	84,394		0	78,988	5,406		0	0	5,406
377 SECTOR SPDR CONSUMERS STPL	813697407		9/28/2012	1/2/2014	92,868		0	78,315	14,553		0	0	14,553
378 CONSUMER DISCRETIONARY	813697407		1/2/2013	1/3/2014	95,188		0	69,037	26,151		0	0	26,151
379 SECTOR SPDR ENERGY	816857506		1/2/2013	9/30/2014	94,794		0	75,586	19,208		0	0	19,208
380 SEMPRA ENERGY	816857506		8/19/2011	1/25/2014	1,781		0	780	1,001		0	0	1,001
381 SUNTRUST BKS INC COM	887914103		2/20/2013	1/25/2014	1,072		0	750	322		0	0	322

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

Name		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	UST-MLTC	X	P O Box 1501, NJ2-130-03-31	PENNINGTON	NJ	08534-1501		TRUSTEE	1 00	87,794		
2	AMANDA GYESZLY - ATTORNEY	X	1330 POST OAK BLVD SUITE 2900	HOUSTON	TX	77056-3161		CO-TRUSTEE	0 00	0		
3	BARTON BENTLEY - ATTORNEY	X	1330 POST OAK BLVD SUITE 2900	HOUSTON	TX	77056-3161		CO-TRUSTEE	0 00	0		

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

	Date		Amount
1 Credit from prior year return		1	
2 First quarter estimated tax payment		2	
3 Second quarter estimated tax payment	6/12/2014	3	3,700
4 Third quarter estimated tax payment	9/12/2014	4	1,850
5 Fourth quarter estimated tax payment	12/12/2014	5	1,850
6 Other payments	aid with original r	6	1,761
7 Total		7	9,161

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

1	Distributable amounts for 2013 that remained undistributed at the beginning of the 2014 tax year	1	226,933
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	226,933