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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 ELLA ANN L & FRANK B HOLDING FOUNDATION		A Employer identification number 56-2002528	
Number and street (or P O box number if mail is not delivered to street address) P O BOX 1415		B Telephone number (see instructions) (919) 989-3281	
City or town, state or province, country, and ZIP or foreign postal code SMITHFIELD, NC 27577		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 14,045,767		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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)	331,919			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	619,160	618,573		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	130,291			
	b Gross sales price for all assets on line 6a 2,592,583				
	7 Capital gain net income (from Part IV, line 2) . . .		130,291		
	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)	217	0		
	12 Total. Add lines 1 through 11	1,081,587	748,864		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	494	247		247
	b Accounting fees (attach schedule)	1,950	975		975
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	1,187	977		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	33,773	27,873		0
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	37,404	30,072		1,222
	25 Contributions, gifts, grants paid	562,300			562,300
	26 Total expenses and disbursements. Add lines 24 and 25	599,704	30,072		563,522
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	481,883			
	b Net investment income (if negative, enter -0-)		718,792		
	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	257,415	896,056	896,506
	2	Savings and temporary cash investments	21,677	33,308	33,308
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	7,086,668	7,189,472	8,081,249
	c	Investments—corporate bonds (attach schedule).	6,088,778	5,817,585	5,034,704
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	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)	13,454,538	13,936,421	14,045,767	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
	Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.					
27		Capital stock, trust principal, or current funds	0	0	
28		Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
29		Retained earnings, accumulated income, endowment, or other funds	13,454,538	13,936,421	
30		Total net assets or fund balances (see instructions)	13,454,538	13,936,421	
31		Total liabilities and net assets/fund balances (see instructions) . . .	13,454,538	13,936,421	

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)	13,454,538
2	Enter amount from Part I, line 27a	481,883
3	Other increases not included in line 2 (itemize) ▶ _____	0
4	Add lines 1, 2, and 3	13,936,421
5	Decreases not included in line 2 (itemize) ▶ _____	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	13,936,421

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 Additional Data Table			
b				
c				
d				
e				

(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	See Additional Data Table		
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	See Additional Data Table		
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	130,291
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	557,915	11,383,208	0 049012
2012	488,655	11,757,406	0 041561
2011	449,534	10,238,174	0 043908
2010	362,269	9,224,283	0 039273
2009	296,469	7,921,730	0 037425

2	Total of line 1, column (d).	2	0 211179
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 042236
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	13,100,162
5	Multiply line 4 by line 3.	5	553,298
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	7,188
7	Add lines 5 and 6.	7	560,486
8	Enter qualifying distributions from Part XII, line 4.	8	563,522

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 VI

Excise 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 <input type="checkbox"/> and enter "N/A" on line 1			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	7,188
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	7,188
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0
5		Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	7,188
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014	6a	15,773	
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	210	
7		Total credits and payments. Add lines 6a through 6d.		7	15,983
8		Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	8,795
11		Enter the amount of line 10 to be Credited to 2015 estimated tax <input checked="" type="checkbox"/> 8,795 Refunded <input type="checkbox"/>		11	0

Part VII-A

Statements 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	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for 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>	1b		No
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 <input checked="" type="checkbox"/> \$ 0 (2) On foundation managers <input checked="" type="checkbox"/> \$ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0			
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>	2		No
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>	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? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
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? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions): <input checked="" type="checkbox"/> NC			
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? <i>If "No," attach explanation.</i>	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)? <i>If "Yes," complete Part XIV.</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	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		No
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?	13	Yes	
Website address N/A				
14	The books are in care of OLIVIA HOLDING Telephone no (919) 989-3281 Located at FIRST CITIZENS BANK SMITHFIELD NC ZIP+4 27577			
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 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				

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		No
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?. 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		
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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.	<input type="checkbox"/>		
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
OLIVIA B HOLDING	PRESIDENT	0	0	0
PO BOX 1415	0 50			
SMITHFIELD,NC 27577				
FRANK B HOLDING JR	VICE PRESIDENT	0	0	0
PO BOX 1415	0 50			
SMITHFIELD,NC 27577				
HOPE HOLDING BRYANT	SECRETARY/TRES	0	0	0
PO BOX 1415	0 50			
SMITHFIELD,NC 27577				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
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	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3.	0

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	12,700,131
b	Average of monthly cash balances.	1b	599,526
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	13,299,657
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	13,299,657
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	199,495
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	13,100,162
6	Minimum investment return. Enter 5% of line 5.	6	655,008

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	655,008
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	7,188
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	7,188
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	647,820
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	647,820
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	647,820

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	563,522
b	Program-related investments—total from Part IX-B.	1b	0
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	563,522
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	7,188
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	556,334

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				647,820
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			543,567	
b Total for prior years 20__, 20__, 20__		0		
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 ▶ \$ 563,522				
a Applied to 2013, but not more than line 2a			543,567	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2014 distributable amount.				19,955
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
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.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
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				627,865
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).	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0			
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 Complete 3a, b, or c for the alternative test relied upon

Part XV

1

• 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

2

other conditions, complete items 2a, b, c, and d

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

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	562,300
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

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)
----------	--

Form **990-PF** (2014)

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
3379 SH ACTIVISION BLIZZARD INC	P	2013-01-09	2014-01-08
350 SH AETNA INC	P	2013-01-09	2014-01-08
277 SH AT&T INC	P	2014-05-06	2014-08-07
2277 SH CA INC	P	2013-06-04	2014-06-03
179 SH CARDINAL HEALTH INC	P	2013-09-11	2014-09-10
181 SH CHUBB CORP	P	2013-12-05	2014-08-07
500 SH CISCO SYSTEM INC	P	2013-10-18	2014-01-08
268 SH COMCAST CORPORATION	P	2013-12-05	2014-03-06
1568 SH COMCAST CORPORATION	P	2013-09-13	2014-09-12
2717 SH CSX CORP	P	2013-02-07	2014-02-06

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
61,130		58,184	2,946
23,968		23,263	705
9,499		9,853	-354
64,752		70,858	-6,106
13,528		12,375	1,153
15,792		17,016	-1,224
11,072		11,535	-463
13,904		13,010	894
89,343		75,107	14,236
72,636		71,530	1,106

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			2,946
			705
			-354
			-6,106
			1,153
			-1,224
			-463
			894
			14,236
			1,106

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
146 SH CVS CORP	P	2013-04-03	2014-04-02
115 SH CVS CORP	P	2013-12-05	2014-09-10
1039 SH DEERE & CO	P	2013-09-13	2014-09-12
671 SH DIAMOND OFFSHORE DRILLING INC	P	2013-03-07	2014-03-06
141 SH DR PEPPER SNAPPLE GROUP	P	2014-01-08	2014-02-06
131 SH DR PEPPER SNAPPLE GROUP	P	2014-07-02	2014-09-10
111 SH DR PEPPER SNAPPLE GROUP	P	2014-09-12	2014-12-08
419 SH ELI LILLY & CO	P	2014-06-04	2014-06-03
564 SH ENERGIZER HLDGS INC	P	2013-04-03	2014-04-02
224 SH FLUOR CORP	P	2014-06-04	2014-06-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
10,845		10,308	537
9,296		7,645	1,651
85,134		91,808	-6,674
31,817		41,313	-9,496
6,734		6,775	-41
8,206		7,715	491
7,956		6,938	1,018
24,819		22,515	2,304
56,051		55,985	66
16,754		17,449	-695

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			537
			1,651
			-6,674
			-9,496
			-41
			491
			1,018
			2,304
			66
			-695

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
111 SH FLUOR CORP	P	2013-12-05	2014-07-02
1019 SH FLUOR CORP	P	2013-10-03	2014-10-02
611 SH GENERAL ELEC CO	P	2013-12-05	2014-08-07
400 SH ISHARES S&P 500 VALUE	P	2013-02-07	2014-02-06
200 SH ISHARES S&P 500 VALUE	P	2013-12-05	2014-03-06
140 SH ISHARES S&P 500 VALUE	P	2014-03-11	2014-04-02
299 SH ISHARES S&P 500 VALUE	P	2014-03-11	2014-05-06
750 SH ISHARES S&P 500 VALUE	P	2013-07-03	2014-07-02
524 SH ISHARES S&P 500 VALUE	P	2014-09-12	2014-10-02
100 SH JOHNSON & JOHNSON	P	2013-04-03	2014-04-02

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
8,618		8,591	27
67,037		77,770	-10,733
15,608		16,227	-619
32,399		33,496	-1,097
17,234		16,664	570
12,226		12,092	134
26,010		25,824	186
68,106		66,113	1,993
46,750		48,004	-1,254
9,791		9,361	430

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			27
			-10,733
			-619
			-1,097
			570
			134
			186
			1,993
			-1,254
			430

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
167 SH KIMBERLY CLARK CORP	P	2013-05-07	2014-05-06
679 SH KIMBERLY CLARK CORP	P	2013-07-08	2014-07-07
500 SH KROGER CO	P	2013-10-31	2014-01-08
210 SH KROGER CO	P	2013-02-07	2014-02-06
354 SH KROGER CO	P	2013-10-18	2014-03-06
205 SH KROGER CO	P	2013-09-11	2014-09-10
104 SH LEAR CORPORATION	P	2013-06-04	2014-06-04
94 SH LEAR CORPORATION	P	2014-07-02	2014-09-10
89 SH LOCKHEED MARTIN CORP	P	2013-12-05	2014-02-06
64 SH LOCKHEED MARTIN CORP	P	2013-09-11	2014-09-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
18,369		18,184	185
75,883		68,993	6,890
19,584		21,526	-1,942
7,535		8,916	-1,381
15,917		15,013	904
10,600		8,924	1,676
9,355		8,640	715
9,644		8,576	1,068
13,473		12,207	1,266
11,137		10,204	933

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			185
			6,890
			-1,942
			-1,381
			904
			1,676
			715
			1,068
			1,266
			933

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
222 SH LYONDELLBASELL INDUSTRIES	P	2013-05-07	2014-05-06
238 SH LYONDELLBASELL INDUSTRIES	P	2013-09-11	2014-09-10
312 SH LYONDELLBASELL INDUSTRIES	P	2014-10-02	2014-12-08
145 SH MACYS INC	P	2013-09-11	2014-09-10
175 SH MARATHON PETROLEUM	P	2013-05-07	2014-05-06
100 SH MARATHON PETROLEUM	P	2013-09-11	2014-09-10
255 SH MEDTRONIC INC	P	2013-07-03	2014-07-02
298 SH MICROSOFT CORP	P	2013-12-05	2014-08-07
362 SH NEWELL RUBBERMAID	P	2013-04-03	2014-04-02
243 SH NEWELL RUBBERMAID INC	P	2013-09-11	2014-09-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
20,865		18,425	2,440
26,870		21,918	4,952
23,952		32,300	-8,348
8,723		7,919	804
16,969		15,620	1,349
8,981		8,599	382
16,332		14,870	1,462
12,832		11,530	1,302
11,015		11,147	-132
8,298		7,412	886

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			2,440
			4,952
			-8,348
			804
			1,349
			382
			1,462
			1,302
			-132
			886

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
643 SH NEWELL RUBBERMAID INC	P	2013-11-08	2014-11-07
101 SH NORTHROP CORP COMMON	P	2013-06-04	2014-06-03
104 SH NORTHROP CORP COMMON	P	2013-09-11	2014-09-10
1115 SH NORTHROP CORP COMMON	P	2013-10-03	2014-10-02
278 SH PFIZER INC	P	2013-09-11	2014-09-10
1483 SH PLUM CREEK TIMBER CO	P	2013-01-09	2014-01-08
394 SH PUBLIC SERVICE ENTERPRISE	P	2013-08-08	2014-08-07
114 ROYAL DUTCH SHELL	P	2013-09-11	2014-09-10
285 SH SUNCOR ENERGY	P	2013-10-31	2014-06-03
133 SH TIME INC	P	2013-06-14	2014-06-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
22,329		20,550	1,779
12,320		12,004	316
13,418		12,152	1,266
141,620		117,211	24,409
8,165		8,165	0
64,975		68,155	-3,180
13,594		13,317	277
8,897		8,106	791
11,009		10,485	524
2,982		2,963	19

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			1,779
			316
			1,266
			24,409
			0
			-3,180
			277
			791
			524
			19

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
625 SH TIME INC	P	2013-12-05	2014-06-25
1166 SH VENTAS INC	P	2013-11-08	2014-11-07
265 SH WYNDHAM WORLDWIDE CORPORATION	P	2013-12-05	2014-03-06
1553 SH STATE STR CORP	P	2013-02-07	2014-02-06
174 SH WYNDHAM WORLDWIDE	P	2013-04-03	2014-04-02
117 SH WYNDHAM WORLDWIDE	P	2013-09-11	2014-09-10
141 SH AETNA INC	P	2013-10-18	2014-12-08
278 SH CARDINAL HEALTH INC	P	2013-10-31	2014-11-07
423 SH CARDINAL HEALTH INC	P	2013-12-05	2014-12-08
458 SH LYONDELLBASELL INDUSTRIES	P	2013-11-01	2014-11-07

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
14		13	1
79,706		68,227	11,479
19,949		19,095	854
101,149		108,742	-7,593
12,905		12,865	40
9,476		8,391	1,085
12,646		8,871	3,775
21,917		16,324	5,593
34,897		26,871	8,026
40,014		35,673	4,341

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			1
			11,479
			854
			-7,593
			40
			1,085
			3,775
			5,593
			8,026
			4,341

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
671 SH LYONDELLBASELL INDUSTRIES	P	2013-12-01	2014-12-08
1788 SH NEWELL RUBBERMAID INC	P	2013-11-01	2014-11-07
FCB/SC CAP TR I	P	2011-03-04	2014-12-31
285 SH FIRST CITIZENS BANCORP	P	2014-10-21	2014-10-21
HALYARD HEALTH INC	P	2014-11-06	2014-11-06
MMCAPS FDG I LTD	P	2004-11-23	2014-06-24
PREFERRED TERM SECS LTD	P	2005-06-07	2014-09-18
OCEAN SHORE CAPITAL TRUST	P	2005-10-27	2014-09-05
CLOVER COMMUNITY BANKSHARES	P	2012-11-29	2014-03-06
600 SH FC BANCORP SC PFD SERIES F	P	2013-10-30	2014-08-11

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
51,512		50,829	683
62,090		52,192	9,898
203,300		201,247	2,053
14,250			14,250
19			19
23,601		23,601	0
23,174		23,174	0
18,312		18,312	0
250,660		218,710	31,950
30,126		19,800	10,326

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			683
			9,898
			2,053
			14,250
			19
			0
			0
			0
			31,950
			10,326

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CAPITAL GAINS DIVIDENDS	P		


Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
208			208


Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			208


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>				
ALLEGHANY COUNTY RESCUE SQUAD 61 TROJAN AVENUE SPARTA,NC 28675	NONE	PC	GENERAL SUPPORT	1,000
ALLIANCE MEDICAL MINISTRY 101 DONALD ROSS DR RALEIGH,NC 27610	NONE	PC	GENERAL SUPPORT	4,000
ARIZONA BAPTIST CHILDREN'S SERVICES 1779 N ALVERNON WAY TUCSON,AZ 85712	NONE	PC	GENERAL SUPPORT	1,000
AVA GARDNER MUSEUM 325 E MARKET STREET SMITHFIELD,NC 27577	NONE	PC	GENERAL SUPPORT	500
BOYS AND GIRLS CLUBS OF JOHNSTON CO 609 N POLLOCK STREET SELMA,NC 27576	NONE	PC	GENERAL SUPPORT	1,000
CAMP SEA GULLSEAFARER 2218 SEA GULL LANDING ARAPAHOE,NC 28510	NONE	PC	GENERAL SUPPORT	2,000
CAPITAL COMMUNITY CHURCH 1001 WADE AVE RALEIGH,NC 27605	NONE	PC	GENERAL SUPPORT	1,000
CAROLINA BALLET 3401 ATLANTIC AVE 131 RALEIGH,NC 27604	NONE	PC	GENERAL SUPPORT	1,000
CENTENARY UNITED METHODIST CHURCH 140 E MARKET ST SMITHFIELD,NC 27577	NONE	PC	GENERAL SUPPORT	10,000
CENTER FOR ENVIRONMENTAL FARMING SYSTEMS CAMPUS BOX 7609 NCSU RALEIGH,NC 27695	NONE	PC	GENERAL SUPPORT	2,500
CHARLESTON DAY SCHOOL 15 ARCHDALE STREET CHARLESTON,SC 29401	NONE	PC	GENERAL SUPPORT	250
CHERRY LANE VOLUNTEER FIRE DEPARTMENT 8378 US 21 GLADE VALLEY,NC 28627	NONE	PC	GENERAL SUPPORT	1,000
CHRIST CHURCH 120 EAST EDENTON STREET RALEIGH,NC 27601	NONE	PC	GENERAL SUPPORT	7,500
CLASSICAL AMERICAN HOMES PRESERVATION TRUST 69 EAST 93RD STREET NEW YORK,NY 10128	NONE	PC	GENERAL SUPPORT	500
CLAYTON CULTURAL ARTS FOUNDATION 111 EAST SECOND STREET CLAYTON,NC 27520	NONE	PC	GENERAL SUPPORT	2,500
Total  3a				562,300


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				
CLAYTON PIANO FESTIVAL 111 EAST SECOND STREET CLAYTON,NC 27520	NONE	PC	GENERAL SUPPORT	500
CONSERVATION TRUST FOR NC 1028 WASHINGTON ST RALEIGH,NC 27605	NONE	PC	GENERAL SUPPORT	1,000
CONTEMPORARY ART FOUNDATION 409 WEST MARTIN STREET RALEIGH,NC 27603	NONE	PC	GENERAL SUPPORT	11,000
CORE SOUND WATERFOWL MUSEUM 1785 ISLAND RD HARKERS ISLAND,NC 28531	NONE	PC	GENERAL SUPPORT	500
DANIELS MIDDLE SCHOOL PTA 2816 OBERLIN ROAD RALEIGH,NC 27608	NONE	PC	GENERAL SUPPORT	3,000
DEPARTMENT OF SOCIAL SERVICES - JOHNSTON COUNTY 714 NORTH ST SMITHFIELD,NC 27577	NONE	PC	GENERAL SUPPORT	1,000
DUKE UNIVERSITY DUKE UNIVERSITY DURHAM,NC 27708	NONE	PC	GENERAL SUPPORT	3,500
ENVIRONMENTAL DEFENSE FUND 4000 WESTCHASE BLVD RALEIGH,NC 27607	NONE	PC	GENERAL SUPPROT	5,000
ETV ENDOWMENT 401 E KENNEDY ST SUITE B-1 SPARTANBURG,SC 29302	NONE	PC	GENERAL SUPPORT	250
FAMILY LIFE CENTER 2130 WADE HAMPTON BLVD GREENVILLE,SC 29615	NONE	PC	GENERAL SUPPORT	5,000
FIRST PRESBYTERIAN CHURCH 215 S 3RD STREET SMITHFIELD,NC 27577	NONE	PC	GENERAL SUPPORT	7,000
FRED OLDS ELEMNTARY PTA 204 DIXIE TRAIL RALEIGH,NC 27607	NONE	PC	GENERAL SUPPORT	5,000
FRIENDS OF JOHNSTON CO ANIMAL SHELTER 115 SHELTER WAY SMITHFIELD,NC 27577	NONE	PC	GENERAL SUPPORT	2,500
FRIENDS OF JOHNSTON CO ARTS COUNCIL 231 E 2ND STREET CLAYTON,NC 27520	NONE	PC	GENERAL SUPPORT	1,000
GREEN CHAIR PROJECT 1853 CAPITAL BLVD RALEIGH,NC 27604	NONE	PC	GENERAL SUPPORT	2,000
Total  3a				562,300


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				
HABITAT FOR HUMANITY WAKE COUNTY 2420 RALEIGH BLVD RALEIGH,NC 27604	NONE	PC	GENERAL SUPPROT	1,000
HAMMOND SCHOOL 854 GALWAY LN COLUMBIA,SC 29209	NONE	PC	GENERAL SUPPORT	2,000
HARBOR INC 1149 BUFFALO ROAD SMITHFIELD,NC 27577	NONE	PC	GENERAL SUPPORT	1,000
HAYES BARTON UNITED METHODIST CHURCH 2209 FAIRVIEW ROAD RALEIGH,NC 27608	NONE	PC	GENERAL SUPPROT	35,000
HELPING & HEALING HEARTS INC 308 N 4TH STREET SMITHFIELD,NC 27577	NONE	PC	GENERAL SUPPORT	1,000
IN HIS HANDS PREGNANCY SUPPORT CENTER 13 DAIL ST SMITHFIELD,NC 27577	NONE	PC	GENERAL SUPPORT	1,000
JOHNSTON COUNTY HERITAGE CENTER 241 E MARKET STREET SMITHFIELD,NC 27577	NONE	PC	GENERAL SUPPROT	500
MT OLIVE COLLEGE FOUNDATION 634 HENDERSON STREET MT OLIVE,NC 28365	NONE	PC	GENERAL SUPPORT	1,000
MUSC CHILDREN'S HOSPITAL FOUNDATION 169 ASHLEY AVENUE CHARLESTON,SC 29425	NONE	PC	GENERAL SUPPORT	1,000
NC AQUARIUM SOCIETY 320 SALTAR PATH ROAD ATLANTIC BEACH,NC 28512	NONE	PC	GENERAL SUPPORT	1,000
NC COASTAL FEDERATION 3609 NC 24 NEWPORT,NC 28570	NONE	PC	GENERAL SUPPORT	5,000
NC COMMUNITY FOUNDATION 4601 SIX FORKS ROAD SUITE 524 RALEIGH,NC 27609	NONE	PC	GENERAL SUPPORT	102,500
NC MUSEUM OF ART FOUNDATION 2110 BLUE RIDGE ROAD RALEIGH,NC 27607	NONE	PC	GENERAL SUPPORT	3,000
NC OPERA 612 WADE AVENUE 100 RALEIGH,NC 27605	NONE	PC	GENERAL SUPPORT	1,000
NEUSE LITTLE THEATRE 104 S FRONT ST SMITHFIELD,NC 27577	NONE	PC	GENERAL SUPPORT	500
Total  3a				562,300


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>				
NEW LIFE CAMP 9927 FALLS OF NEUSE ROAD RALEIGH,NC 27614	NONE	PC	GENERAL SUPPORT	1,000
NORTH CAROLINA SYMPHONY 3700 GLENWOOD AVE STE 130 RALEIGH,NC 27612	NONE	PC	GENERAL SUPPORT	15,000
PALMETTO HEALTH ATRIUM SOCIETY 1330 TAYLOR STREET COLUMBIA,SC 29201	NONE	PC	GENERAL SUPPORT	1,000
PARTNERSHIP ELEMENTARY PTA 601 DEVEREUX STREET RALEIGH,NC 27605	NONE	PC	GENERAL SUPPORT	1,000
PHILADELPHIA COMMUNITY CHURCH 357 HARE ROAD GOLDSBORO,NC 27534	NONE	PC	GENERAL SUPPORT	500
PROSPERITY PROJECT SC PO BOX 292036 COLUMBIA,SC 29229	NONE	PC	GENERAL SUPPORT	5,000
PUBLIC LIBRARY OF SMITHFIELD & JOHNSTON CO 305 E MARKET ST SMITHFIELD,NC 27577	NONE	PC	GENERAL SUPPORT	2,500
PUBLIC RADIO EAST 800 COLLEGE COURT NEW BERN,NC 28562	NONE	PC	GENERAL SUPPORT	300
PULLEN MEMORIAL BAPTIST CHURCH 1801 HILLSBOROUGH ST RALEIGH,NC 27605	NONE	PC	GENERAL SUPPORT	1,000
RAVENSCROFT 7409 FALLS OF NEUSE ROAD RALEIGH,NC 27615	NONE	PC	GENERAL SUPPORT	2,500
SAFECHILD 864 W MORGAN STREET RALEIGH,NC 27603	NONE	PC	GENERAL SUPPORT	1,500
SAINT SAVIOUR'S CENTER 616 TUCKER ST RALEIGH,NC 27603	NONE	PC	GENERAL SUPPORT	2,500
SALEM ACADEMY & COLLEGE 601 S CHURCH ST WINSTON SALEM,NC 27101	NONE	PC	GENERAL SUPPORT	100,500
SAVING GRACE ANIMALS FOR ADOPTION PO BOX 1649 WAKE FOREST,NC 27588	NONE	PC	GENERAL SUPPORT	2,000
SC GOVERNORS SCHOOL FOR SCIENCE AND MATH 401 RAILROAD AVE HARTSVILLE,SC 29550	NONE	PC	GENERAL SUPPORT	1,000
Total  3a				562,300


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				
SECOND CHANCE PET ADOPTIONS 6003 CHAPEL HILL RD RALEIGH,NC 27607	NONE	PC	GENERAL SUPPORT	1,000
SENIOR PHARMA-ASSIST 406 RIGSBEE AVE DURHAM,NC 27701	NONE	PC	GENERAL SUPPORT	2,500
SERVE THE NEED JOHNSTON COUNTY PO BOX 1016 CLAYTON,NC 27528	NONE	PC	GENERAL SUPPORT	500
SIM USA INC 14830 CHOATE CIR CHARLOTTE,NC 28273	NONE	PC	GENERAL SUPPORT	10,000
SMITHFIELD RESCUE MISSION 523 GLENN ST SMITHFIELD,NC 27577	NONE	PC	GENERAL SUPPORT	500
SON SET MINISTRIES INC PO BOX 5235 PASSAIC,NJ 07055	NONE	PC	GENERAL SUPPORT	1,000
SPCA OF WAKE CO 200 PETFINDER LN RALEIGH,NC 27527	NONE	PC	GENERAL SUPPORT	1,000
ST ANDREW'S SCHOOL 227 SOUTH CHERRY STREET RICHMOND,VA 23220	NONE	PC	GENERAL SUPPORT	25,000
ST MARY'S SCHOOL 900 HILLSBOROUGH ST RALEIGH,NC 27603	NONE	PC	GENERAL SUPPORT	13,500
STEP UP MINISTRY 1701 OBERLIN ROAD RALEIGH,NC 27608	NONE	PC	GENERAL SUPPORT	5,000
SYLVAN HEIGHTS BIRD PARK 500 SYLVAN HEIGHTS PARK WAY SCOTLAND NECK,NC 27874	NONE	PC	GENERAL SUPPORT	2,000
TAMMY LYNN MEMORIAL FOUNDATION 739 CHAPPELL DR RALEIGH,NC 27606	NONE	PC	GENERAL SUPPORT	2,000
THE ASHEVILLE SCHOOL 360 ASHEVILLE SCHOOL ROAD ASHEVILLE,NC 28806	NONE	PC	SCHOLARSHIP	500
THE BROAD STREET CLINIC 534 N 35TH ST K MOREHEAD CITY,NC 28557	NONE	PC	GENERAL SUPPORT	1,000
THE GATE OF LENIOR COUNTY 201 E GORDON ST KINSTON,NC 28501	NONE	PC	GENERAL SUPPROT	1,000
Total  3a				562,300

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				
THE HEALING PLACE 1251 GOODE ST RALEIGH,NC 27603	NONE	PC	GENERAL SUPPORT	1,000
THE RALEIGH SCHOOL 1141 RALEIGH SCHOOL DR RALEIGH,NC 27607	NONE	PC	GENERAL SUPPORT	5,000
THE SALVATION ARMY PO BOX 27584 RALEIGH,NC 27611	NONE	PC	GENERAL SUPPORT	1,000
THE SMITHFIELD ROTARY CLUB FOUNDATION PO BOX 181 SMITHFIELD,NC 27577	NONE	PC	GENERAL SUPPORT	500
TRIANGLE FELLOWSHIP OF CHRISTIAN ATHLETES 6511 CREEDMOOR ROAD SUITE 206 RALEIGH,NC 27613	NONE	PC	GENERAL SUPPORT	10,000
TRIANGLE LAND CONSERVANCY 514 S DUKE ST DURHAM,NC 27701	NONE	PC	GENERAL SUPPORT	1,000
TRYON PALACE COUNCIL OF FRIENDS 529 SOUTH FRONT STREET NEW BERN,NC 28562	NONE	PC	GENERAL SUPPORT	5,000
UNC INSTITUTE FOR THE ENVIRONMENT 137 E FRANKLIN ST SUITE 602 CHAPEL HILL,NC 27599	NONE	PC	GENERAL SUPPORT	1,500
UNC KENAN FLAGLER BUSINESS SCHOOL 300 KENAN DRIVE CHAPEL HILL,NC 27599	NONE	PC	GENERAL SUPPORT	2,000
UNC LAW FOUNDATION 160 RIDGE ROAD CHAPEL HILL,NC 27599	NONE	PC	SCHOLARSHIP	1,000
UNC TV FOUNDATION 10 TW ALEXANDER DR RESEARCH TRIANGLE PARK,NC 27709	NONE	PC	GENERAL SUPPORT	1,000
UNITED CHURCH OF CHAPEL HILL 1321 MARTIN LUTHER KING BLVD CHAPEL HILL,NC 27514	NONE	PC	GENERAL SUPPORT	2,500
WAKE FOREST UNIVERSITY 1834 WAKE FOREST ROAD WINSTON SALEM,NC 27106	NONE	PC	GENERAL SUPPORT	25,000
WCPE BOX 897 WAKE FOREST,NC 27588	NONE	PC	GENERAL SUPPORT	1,000
WEE CARE CHILDREN'S ENRICHMENT PROGRAM 2209 FAIRVIEW ROAD ROOM 138 RALEIGH,NC 27608	NONE	PC	GENERAL SUPPORT	500
Total  3a				562,300

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>				
WOODBURY FOREST SCHOOL 898 WOODBURY FOREST ROAD WOODBURY FOREST, VA 22989	NONE	PC	GENERAL SUPPORT	52,500
YMCA OF THE TRIANGLE AREA INC 801 CORPORATE CENTER DR 200 RALEIGH, NC 27607	NONE	PC	GENERAL SUPPORT	7,500
Total  3a				562,300

<div>Schedule B</div> <div>(Form 990, 990-EZ, or 990-PF)</div> <div>Department of the Treasury Internal Revenue Service</div>	<div>Schedule of Contributors</div> <div>▶ Attach to Form 990, 990-EZ, or 990-PF.</div> <div>▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.</div>	<div>OMB No 1545-0047</div> <div>2014</div>
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<div>Name of the organization</div> <div>ELLA ANN L & FRANK B HOLDING FOUNDATION</div>	<div>Employer identification number</div> <div>56-2002528</div>
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Organization type (check one)

<div>Filers of:</div> <div>Form 990 or 990-EZ</div>	<div>Section:</div> <div><div><input type="checkbox"/> 501(c)() (enter number) organization</div><div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation</div><div><input type="checkbox"/> 527 political organization</div></div>
<div>Form 990-PF</div>	<div><div><input checked="" type="checkbox"/> 501(c)(3) exempt private foundation</div><div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation</div><div><input type="checkbox"/> 501(c)(3) taxable private foundation</div></div>

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer “No” on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization ELLA ANN L & FRANK B HOLDING FOUNDATION	Employer identification number 56-2002528
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	ELLA & FRANK HOLDING CLAT 1723 CANTERBURY ROAD RALEIGH, NC 27608	\$ 331,919	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization ELLA ANN L & FRANK B HOLDING FOUNDATION	Employer identification number 56-2002528
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Part II

Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____

Name of organization ELLA ANN L & FRANK B HOLDING FOUNDATION	Employer identification number 56-2002528
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Part III

Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
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(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
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(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
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(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
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(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
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TY 2014 Accounting Fees Schedule

Name: ELLA ANN L & FRANK B HOLDING FOUNDATION

EIN: 56-2002528

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
THOMAS JUDY & TUCKER	1,950	975		975

TY 2014 Investments Corporate Bonds Schedule

Name: ELLA ANN L & FRANK B HOLDING FOUNDATION

EIN: 56-2002528

Name of Bond	End of Year Book Value	End of Year Fair Market Value
300,000 UTS TPREF FUNDING III	250,000	750
250,000 UTS TPREF FUNDING I	262,831	625
200,000 UTS US CAPITAL FUNDING I	200,000	500
100,000 UTS US CAPITAL FUNDING III	99,534	250
100,000 UTS MM CAPS FDG I LTD 9.48%	67,903	41,447
100,000 UTS IUS CAPITAL FUNDING II	99,000	250
300,000 UTS FIRST EMPIRE CAP TR II	327,804	305,379
100,000 UTS OCEAN SHORE CAP TR I	60,731	50,350
200,000 UTS PREFERRED TERM SECS LTD	154,181	125,915
100,000 UTS CNB INVT TR II	104,905	100,000
105,000 UTS FIRST FINANCIAL CAP TR I SER B 7%	56,528	105,000
FIRST CITIZENS BANCORP INC SUB 6.8%	450,000	506,627
250,000 UTS FIRST FINL CAP TR I CAP SEC SER B 7%	121,657	250,000
25,000 UTS BB&T CORP SER E 5.625%	631,250	593,351
4000 UTS BB&T CORP SER E 5.625%	101,200	94,936
8,000 BB&T CORP DEP SHS SER F	200,000	189,872
5,000 BB&T CORP DEP SHS SER F	124,250	118,670
200,000 UTS ASTORIA FINL CORP SR NT 5%	200,000	211,100
100,000 UTS BAC CAP TR XIV	79,000	75,000
250,000 UTS FIRST EMPIRE CAP TR II PFD	256,962	254,482

Name of Bond	End of Year Book Value	End of Year Fair Market Value
120,000 UTS FIRST TENN CAP II CAP SECS B	113,400	117,000
200,000 UTS FIRST TENN CAP II CAP SECS B	200,000	195,000
200,000 UTS SYNOVUS FINL CORP SUB NT	193,250	203,000
100,000 UTS SYNOVUS FINL CORP SUB NT	97,750	101,500
100,000 UTS SYNOVUS FINL CORP SUB NT	97,750	101,500
100,000 UTS WACHOVIA CAP TR III	99,750	96,550
35,000 SHS BB&T (BBT PRE)	850,449	846,650
200,000 UTS FIRST TENN CAP II CAP SECS B	197,500	195,000
200,000 UTS CATAWBA VY CAP TR 11	120,000	154,000

TY 2014 Investments Corporate
Stock Schedule

Name: ELLA ANN L & FRANK B HOLDING FOUNDATION
EIN: 56-2002528

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1,482 SHS AMERISERV FINANCIAL	25,935	41,867
1,891 SHS FIRST CITIZENS BANK CL A	252,236	528,651
1,411 SHS AMERISERV FINANCIAL	34,560	39,861
200 SHS FIRST CITIZENS BANK CL B	32,300	46,682
200 SHS FIRST CITIZENS BANK CL A	35,913	50,558
2,000 SHS VIRGINIA BANK BANCSHARES	34,525	28,300
1,140 SHS FIRST CITIZENS BANK SC/FCNC CL A	198,036	237,556
3,945 SHS NORTH STATE TELECOMM	258,463	251,691
250,000 UTS WACCAMAW STATE TRUST	250,000	0
1,000 SHS COCA COLA COMPANY	33,718	42,220
500 SHS KIMBERLY CLARK CORP	33,753	57,770
333 SHS KRAFT FOOD INC CL A	12,876	20,887
500 SHS PROCTOR & GAMBLE CO	32,212	45,545
1,000 SHS SCANA CORP	42,754	60,400
500 SHS FIRST TENNESSEE BANK	375,000	350,125
1,000 SHS FIRST TENNESSEE BANK	705,000	700,250
8,000 SHS JPMORGAN CHASE BANK 5.5% PFD	200,000	192,400
4,000 SHS TAYLOR CAPITAL GROUP INC	100,000	110,200
2,000 SHS TAYLOR CAPITAL GROUP INC	50,000	55,100
1,000 SHS ALTRIA GROUP INC. COM	28,628	49,270
500 SHS CHEVRON	51,282	56,090
1,000 SHS DOMINION RES INC VA COM	53,761	76,900
1,000 SHS DUPONT EI DENEMOURS	50,680	73,940
1,000 SHS GENERAL MILLS	38,236	53,330
1,000 SHS JOHNSON & JOHNSON	68,342	104,570
1,000 SHS KELLOGG CO	48,778	65,440
667 SHS KRAFT FOODS GROUP INC	31,224	41,773
1,000 SHS MONDELEZ (FROM KRAFT SPLIT)	23,841	36,325
500 SHS PEPSICO	35,977	47,280
500 SHS PHILIP MORRIS INTL INC COM	37,547	40,725

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1,000 SHS PIEDMONT NAT GAS INC COM	33,064	39,410
500 SHS PROCTER & GAMBLE	31,710	45,545
1,000 SHS SOUTHERN COMPANY	47,593	49,110
500 SHS CONOCOPHILLIPS	26,557	34,530
500 SHS CONOCOPHILLIPS	26,955	34,530
500 SHS PHILLIPS 66	7,892	17,925
250,000 UTS VANTAGE SOUTH	250,000	257,500
4000 SHS ASTORIA FINANCIAL	100,000	98,640
8000 SHS WFS FINANCIAL CORPORATION	202,800	212,800
1399 SHS AETNA INC	91,399	124,273
1,231 SHS CVS CAREMARK CORP	79,506	118,558
1483 SHS CARDINAL HEALTH INC	88,854	119,723
720 SHS CHEVRON CORP	86,718	80,770
1116 SHS CHUBB CORP	103,246	115,473
3388 SHS CISCO SYSTEMS	76,071	94,237
663 SHS EXXON MOBIL CORP	61,501	61,294
3254 SHS GENERAL ELECTRIC	83,980	82,229
2383 SHS ISHARES S&P 500	200,331	223,454
687 SHS JOHNSON & JOHNSON	63,345	71,840
2,040 SHS KROGER CO	87,192	130,988
1166 SHS LEAR CORPORATION	94,083	114,361
1,210 SHS ELI LILLY & CO	60,259	83,478
619 SHS LOCKHEED MARTIN CORP	84,985	119,201
1,672 SHS MACY'S INC	81,418	109,934
1087 SHS MARATHON PETROLEUM CORP	82,914	98,113
1,410 SHS MEDTRONIC INC	79,990	101,802
1,499 SHS MICROSOFT CORP	53,155	69,629
4020 SHS PFIZER CORP	122,034	125,223
1304 SHS ROYAL DUTCH SHELL	88,646	87,303
1,938 SUNCOR ENERGY INC	70,293	61,590

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1528 TIME WARNER INC	102,375	130,522
1,040 WYNDHAM WORLDWIDE CORP	69,199	89,190
62 SHS HALYARD HEALTH INC.	1,450	2,819
200 SHS NORTH STATE TELECOM	13,600	13,600
3487 SH AT&T	123,387	117,128
1940 SH AMERICAN INTERNATIONAL GROUP	106,860	108,659
1577 SH DR PEPPER SNAPPLE GROUP	77,827	113,039
2791 SH E M C CORP	80,064	83,004
1468 SH FOOT LOCKER INC	75,559	82,472
618 SH GOLDMAN SACHS GROUP INC	100,315	119,787
1096 SH HESS CORP	102,594	80,907
2989 SH HEWLETT PACKARD	110,116	119,949
4289 SH INTEL CORP	129,700	155,648
1590 SH LINCOLN NATIONAL CORPORATION	88,929	91,695
1030 SH PHILIP MORRIS INTERNATIONAL	86,704	83,894
2736 PUBLIC SERVICE ENTERPRISE	90,474	113,298
4828 SH WESTERN UNION COMPANY	88,251	86,469

TY 2014 Legal Fees Schedule

Name: ELLA ANN L & FRANK B HOLDING FOUNDATION

EIN: 56-2002528

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
WARD & SMITH	494	247		247

TY 2014 Other Expenses Schedule**Name:** ELLA ANN L & FRANK B HOLDING FOUNDATION**EIN:** 56-2002528

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSE	5,900	0		0
BANK CHARGES	75	75		0
AGENCY FEES	27,798	27,798		0

TY 2014 Other Income Schedule

Name: ELLA ANN L & FRANK B HOLDING FOUNDATION

EIN: 56-2002528

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME	217		217

TY 2014 Taxes Schedule**Name:** ELLA ANN L & FRANK B HOLDING FOUNDATION**EIN:** 56-2002528

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX ESTIMATES	210	0		0
FOREIGN TAX	977	977		0