Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ 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
THE GOODNIGHT EDUCATIONAL FOUNDATION

A Employer identification number
56-6533546

Number and street (or P O box number if mail is not delivered to street address) Room/suite
100 SAS CAMPUS DRIVE

B Telephone number (see instructions)
(919) 677-8000

City or town, state or province, country, and ZIP or foreign postal code
CARY, NC 27513

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)* ▶$ 122,862,982

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	125,110	125,110		
	4	Dividends and interest from securities	2,621,316	2,621,316		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	2,532,196			
	b	Gross sales price for all assets on line 6a 19,241,123				
	7	Capital gain net income (from Part IV, line 2)		2,532,196		
	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)	96	96		
	12	**Total.** Add lines 1 through 11	5,278,718	5,278,718		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	5,000	5,000		
	c	Other professional fees (attach schedule)				
	17	Interest	9			
	18	Taxes (attach schedule) (see instructions)	249,335	249,335		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	1,623			
	24	**Total operating and administrative expenses.** Add lines 13 through 23	255,967	254,335		0
	25	Contributions, gifts, grants paid	5,702,000			5,702,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	5,957,967	254,335		5,702,000
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-679,249			
	b	**Net investment income** (if negative, enter -0-)		5,024,383		
	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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets			
1 Cash—non-interest-bearing			
2 Savings and temporary cash investments	56,018,742	46,739,355	46,739,355
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)	4,239	3,052	1,257
b Investments—corporate stock (attach schedule)	54,161,455	62,563,787	69,372,099
c Investments—corporate bonds (attach schedule)	6,077,125	6,077,125	6,750,271
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)	116,261,561	115,383,319	122,862,982
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 ▶)	273,115	74,122	
23 **Total liabilities** (add lines 17 through 22)	273,115	74,122	
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			
28 Paid-in or capital surplus, or land, bldg , and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	115,988,446	115,309,197	
30 **Total net assets or fund balances** (see instructions)	115,988,446	115,309,197	
31 **Total liabilities and net assets/fund balances** (see instructions)	116,261,561	115,383,319	

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	115,988,446
2	Enter amount from Part I, line 27a	2	-679,249
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	115,309,197
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	115,309,197

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			(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	
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	2,532,196
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	1,256,825

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	2,396,000	116,484,401	0 020569
2012	667,000	48,740,986	0 013685
2011	455,000	13,693,595	0 033227
2010	395,000	10,475,808	0 037706
2009	397,677	7,059,519	0 056332

2	**Total** of line 1, column (d).	2	0 161519
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 032304
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	122,279,502
5	Multiply line 4 by line 3.	5	3,950,117
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	50,244
7	Add lines 5 and 6.	7	4,000,361
8	Enter qualifying distributions from Part XII, line 4.	8	5,702,000

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 ▶ ☐ 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	50,244
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	50,244
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	50,244
6	Credits/Payments				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	152,000		
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	152,000
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	12
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	101,744
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 51,000 **Refunded** ▶			11	50,744

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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	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? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	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? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶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? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

Part VII-A Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		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 ▶DONALD PARKER Telephone no ▶(919) 531-6803

Located at ▶100 SAS CAMPUS DRIVE CARY NC ZIP+4 ▶27513

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 |

			Yes	No
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		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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2014 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.)*.	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Additional Data Table				

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

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

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		

Total number of others receiving over $50,000 for professional services. . . . . ▶	

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities		1a	76,711,576
b	Average of monthly cash balances		1b	47,430,050
c	Fair market value of all other assets (see instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	124,141,626
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	124,141,626
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	1,862,124
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	122,279,502
6	**Minimum investment return.** Enter 5% of line 5		6	6,113,975

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	6,113,975
2a	Tax on investment income for 2014 from Part VI, line 5	2a 50,244		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	50,244
3	Distributable amount before adjustments Subtract line 2c from line 1		3	6,063,731
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	6,063,731
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	6,063,731

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	5,702,000
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	5,702,000
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	50,244
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	5,651,756

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				6,063,731
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			5,701,735	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2014				
a From 2009.				
b From 2010.				
c From 2011.				
d From 2012.				
e From 2013.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 5,702,000				
a Applied to 2013, but not more than line 2a			5,701,735	
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.				265
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount —see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				6,063,466
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .				
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2010. . . .				
b Excess from 2011. . . .				
c Excess from 2012. . . .				
d Excess from 2013. . . .				
e Excess from 2014. . . .				

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

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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the organization 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))

See Additional Data Table

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

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 email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient 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 Additional Data Table				
Total . . . . ▶ **3a**				5,702,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	125,110	
4 Dividends and interest from securities			14	2,621,316	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	96	
8 Gain or (loss) from sales of assets other than inventory			14	2,532,196	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				5,278,718	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 5,278,718

(See worksheet in line 13 instructions to verify calculations)

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)

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

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

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

******	2015-05-04	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed	PTIN
GEOFFREY E WIGGINS		2015-05-05	☑	P01228618

Firm's name ▶ ROMEO WIGGINS & COMPANY LLP

Firm's EIN ▶ 56-1627242

Firm's address ▶ 110 IOWA LN STE 104 CARY, NC 27511

Phone no (919) 467-2050

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)
CALL (AA) ALCOA INC DEC 26 14 - 10	P	2014-12-26	2014-11-11
CALL (COP) CONOCOPHILLIPS MAY - 20	P	2014-04-08	2013-12-31
CALL (F) FORD MTR CO DEL JUN 2 - 100	P	2014-06-20	2014-02-20
CALL (LO) LORILLARD INC COM JA - 25	P	2014-01-17	2013-12-31
CALL (T) AT&T INC MAR 22 14 3 - 50	P	2014-03-21	2014-01-06
ABBVIE INC COM USD0 01 - 2,000 SHARE	P	2013-08-09	2014-01-10
ALCOA INC ISIN US0138171014 - 2,000	P	2012-01-12	2014-01-17
ALCOA INC ISIN US0138171014 - 700	P	2013-10-17	2014-03-21
ALTRIA GROUP INC - 6,400 SHARES	P	2014-01-03	2014-05-07
APPLE INC - 700 SHARES	P	2013-06-13	2014-12-01

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)
2,437			2,437
3,488		156	3,332
1,936			1,936
2,385			2,385
1,542			1,542
97,083		89,082	8,001
20,414		19,222	1,192
7,808		6,012	1,796
256,506		242,091	14,415
78,797		43,191	35,606

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	
			2,437
			3,332
			1,936
			2,385
			1,542
			8,001
			1,192
			1,796
			14,415
			35,606

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)
AT&T - 2,000 SHARES	P	2012-12-27	2014-07-07
CISCO SYS INC - 700 SHARES	P	2013-09-30	2014-12-05
DIGITAL RLTY TR INC COM - 2,500 SHA	P	2013-09-23	2014-09-10
EXXON MOBIL - 100 SHARES	P	2013-03-06	2014-01-17
ISHARES TRUST CORE MSCI TOTAL - 400	P	2013-01-10	2014-08-08
LORILLARD INC COM - 200 SHARES	P	2014-01-31	2014-05-27
PFIZER INC - 2,500 SHARES	P	2013-01-02	2014-03-21
SANTANDER FINANCE PREFERRED SA - 4,0	P	2013-04-30	2014-09-29
WELLS FARGO & CO NEW - 1,000 SHARES	P	2013-07-15	2014-01-17
CALL (AA) ALCOA INC FEB 22 14 - 7 U	P	2014-02-06	2013-12-31

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)
70,846		66,940	3,906
17,150		16,443	707
143,230		137,827	5,403
9,593		8,945	648
22,980		20,961	2,019
10,678		9,823	855
78,476		64,530	13,946
100,850		111,799	-10,949
45,908		43,345	2,563
74		249	-175

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	
			3,906
			707
			5,403
			648
			2,019
			855
			13,946
			-10,949
			2,563
			-175

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)
CALL (CTL) CENTURYLINK INC DEC - 20	P	2014-12-19	2014-11-25
CALL (F) FORD MTR CO DEL JUN 2 - 150	P	2014-06-20	2014-02-07
CALL (MAT) MATTEL INC APR 19 1 - 25	P	2014-04-17	2014-03-05
CALL (TGT) TARGET CORP APR 19 - 50	P	2014-04-17	2013-12-31
ABBVIE INC COM USD0 01 - 500 SHARES	P	2013-09-26	2014-01-10
ALCOA INC ISIN US0138171014 - 3,000	P	2012-06-13	2014-01-17
ALCOA INC ISIN US0138171014 - 1,000	P	2013-10-17	2014-03-21
ALTRIA GROUP INC - 5,000 SHARES	P	2014-01-17	2014-05-07
APPLE INC - 2,100 SHARES	P	2013-06-19	2014-12-01
AT&T - 400 SHARES	P	2013-03-28	2014-07-07

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)
1,184			1,184
3,507			3,507
1,231			1,231
4,790			4,790
24,271		22,501	1,770
30,621		25,655	4,966
11,154		8,589	2,565
200,396		184,904	15,492
236,391		128,129	108,262
14,169		14,675	-506

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	
			1,184
			3,507
			1,231
			4,790
			1,770
			4,966
			2,565
			15,492
			108,262
			-506

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)
CISCO SYS INC - 800 SHARES	P	2013-09-30	2014-12-05
DIGITAL RLTY TR INC COM - 3,500 SHA	P	2013-09-23	2014-09-10
EXXON MOBIL - 400 SHARES	P	2013-03-06	2014-01-17
KRAFT FOODS GROUP INC COM NPV - 1,5	P	2013-02-01	2014-03-21
LORILLARD INC COM - 2,300 SHARES	P	2014-01-31	2014-05-27
PFIZER INC - 200 SHARES	P	2013-03-21	2014-03-21
SANTANDER FINANCE PREFERRED SA - 9,0	P	2013-06-20	2014-09-29
WELLS FARGO & CO NEW - 6,000 SHARES	P	2013-07-15	2014-01-17
CALL (AA) ALCOA INC FEB 22 14 - 4 U	P	2014-02-06	2013-12-31
CALL (CVX) CHEVRON CORP NEW SE - 30	P	2014-09-19	2014-02-07

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)
19,600		18,793	807
213,818		192,958	20,860
38,373		35,764	2,609
84,063		69,795	14,268
122,796		112,907	9,889
6,278		5,632	646
225,000		241,655	-16,655
275,447		260,045	15,402
42		142	-100
1,208			1,208

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	
			807
			20,860
			2,609
			14,268
			9,889
			646
			-16,655
			15,402
			-100
			1,208

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)
CALL (F) FORD MTR CO DEL MAR 2 - 100	P	2014-03-21	2013-12-31
CALL (MCD) MCDONALDS CORP APR - 25	P	2014-04-25	2014-03-12
CALL (TMO) THERMO FISHER MAR 2 - 25	P	2014-03-21	2014-02-26
ABBVIE INC COM USD0 01 - 3,500 SHAR	P	2013-09-26	2014-01-10
ALCOA INC ISIN US0138171014 - 200	P	2013-01-02	2014-01-17
ALCOA INC ISIN US0138171014 - 8,600	P	2013-10-17	2014-03-21
ALTRIA GROUP INC - 5,000 SHARES	P	2014-01-24	2014-05-07
APPLE INC - 4,900 SHARES	P	2013-06-21	2014-12-01
AT&T - 3,700 SHARES	P	2013-03-28	2014-07-07
CISCO SYS INC - 8,500 SHARES	P	2013-09-30	2014-12-19

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)
4,041			4,041
1,731			1,731
5,231			5,231
165,698		157,504	8,194
2,041		1,782	259
95,923		73,862	22,061
200,396		186,744	13,652
551,578		286,935	264,643
131,064		135,751	-4,687
208,272		199,665	8,607

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	
			4,041
			1,731
			5,231
			8,194
			259
			22,061
			13,652
			264,643
			-4,687
			8,607

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)
DIGITAL RLTY TR INC COM - 100 SHARE	P	2014-01-31	2014-09-10
FORD MTR CO DEL COM - 1,700 SHARES	P	2013-09-27	2014-04-04
KRAFT FOODS GROUP INC COM NPV - 3,5	P	2013-03-20	2014-03-21
MATTEL INC - 200 SHARES	P	2013-06-21	2014-03-21
PFIZER INC - 300 SHARES	P	2013-03-21	2014-03-21
UNITED PARCEL SVC INC CL B - 500 SHA	P	2013-03-21	2014-03-21
WELLS FARGO & CO NEW - 500 SHARES	P	2013-09-13	2014-01-17
CALL (AA) ALCOA INC FEB 22 14 - 3 U	P	2014-02-06	2013-12-31
CALL (DE) DEERE & COMPANY JUN - 50	P	2014-06-20	2014-01-27
CALL (F) FORD MTR CO DEL SEP 2 - 100	P	2014-09-19	2014-02-07

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)
6,109		5,035	1,074
26,846		28,929	-2,083
196,146		178,504	17,642
7,518		7,518	
9,417		8,442	975
48,214		41,354	6,860
22,954		21,141	1,813
32		111	-79
4,966			4,966
2,640			2,640

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	
			1,074
			-2,083
			17,642
			975
			6,860
			1,813
			-79
			4,966
			2,640

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)
CALL (MCD) MCDONALDS CORP JAN - 20	P	2014-01-17	2013-12-31
CALL (TMUS) T-MOBILE US INC CO - 25	P	2014-08-15	2014-06-19
ABBVIE INC COM USD0 01 - 1,400 SHAR	P	2013-10-08	2014-01-10
ALCOA INC ISIN US0138171014 - 1,000	P	2013-01-02	2014-01-17
ALCOA INC ISIN US0138171014 - 100	P	2013-10-17	2014-03-21
ALTRIA GROUP INC - 100 SHARES	P	2014-01-24	2014-05-07
APPLE INC 2,300 SHARES	P	2013-09-13	2014-12-01
AT&T - 100 SHARES	P	2013-03-28	2014-07-07
CLOROX COMPANY - 700 SHARES	P	2013-04-29	2014-01-17
DIGITAL RLTY TR INC COM - 1,400 SHA	P	2014-01-31	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)
1,148			1,148
3,481			3,481
66,279		62,707	3,572
10,207		8,889	1,318
1,115		859	256
4,005		3,735	270
258,904		153,791	105,113
3,542		3,668	-126
62,819		60,782	2,037
85,527		70,420	15,107

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	
			1,148
			3,481
			3,572
			1,318
			256
			270
			105,113
			-126
			2,037
			15,107

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)
FORD MTR CO DEL COM - 2,200 SHARES	P	2013-09-27	2014-04-04
KRAFT FOODS GROUP INC COM NPV - 500	P	2013-03-20	2014-06-20
MATTEL INC - 348 SHARES	P	2013-06-21	2014-03-21
ROCK-TENN - 200 SHARES	P	2013-10-18	2014-11-21
UNITED PARCEL SVC INC CL B - 1,500 S	P	2013-03-21	2014-03-21
CITIGROUP BOND ACTION SETTLEMENT	P	2008-08-27	2014-09-12
CALL (AA) ALCOA INC FEB 22 14 - 186	P	2014-02-19	2013-12-31
CALL (DLR) DIGITAL RLTY TR INC - 15	P	2014-04-17	2013-12-31
CALL (F) FORD MTR CO DEL SEP 2 - 150	P	2014-09-19	2014-02-07
CALL (MCD) MCDONALDS CORP JUN - 25	P	2014-06-27	2014-05-13

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)
34,742		37,481	-2,739
27,900		25,501	2,399
13,082		13,082	
11,108		10,744	364
144,641		124,069	20,572
1,407			1,407
1,963		16,669	-14,706
1,116			1,116
3,957			3,957
2,581			2,581

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	
			-2,739
			2,399
			364
			20,572
			1,407
			-14,706
			1,116
			3,957
			2,581

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)
CALL (TMUS) T-MOBILE US INC CO - 25	P	2014-07-18	2014-06-19
ABBVIE INC COM USD0 01 - 100 SHARES	P	2013-10-08	2014-01-17
ALCOA INC ISIN US0138171014 - 2,70	P	2013-01-02	2014-01-17
ALCOA INC ISIN US0138171014 - 1,50	P	2013-10-17	2014-03-21
ALTRIA GROUP INC - 100 SHARES	P	2014-01-24	2014-05-07
AT&T - 500 SHARES	P	2012-04-05	2014-07-07
AT&T - 800 SHARES	P	2013-03-28	2014-07-07
CLOROX COMPANY - 1,000 SHARES	P	2013-04-29	2014-01-17
DISH NETWORK CORP CL A - 2,000 SHAR	P	2014-06-19	2014-09-19
FORD MTR CO DEL COM - 1,100 SHARES	P	2013-09-27	2014-04-04

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)
2,856			2,856
4,731		4,479	252
27,559		23,998	3,561
16,731		12,881	3,850
4,000		3,735	265
17,711		15,429	2,282
28,338		29,352	-1,014
89,742		86,863	2,879
135,476		119,622	15,854
17,371		18,721	-1,350

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	
			2,856
			252
			3,561
			3,850
			265
			2,282
			-1,014
			2,879
			15,854
			-1,350

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)
KRAFT FOODS GROUP INC COM NPV - 2,5	P	2013-04-30	2014-06-20
MATTEL INC - 1,952 SHARES	P	2013-06-21	2014-03-21
ROCK-TENN - 1,800 SHARES	P	2013-10-18	2014-11-21
VANGUARD S&P 500 ETF - 300 SHAR	P	2014-02-26	2014-12-15
CALL (AA) ALCOA INC JUN 21 14 - 100	P	2014-06-20	2014-02-03
CALL (DLR) DIGITAL RLTY TR INC - 10	P	2014-01-17	2013-12-31
CALL (FCX) FREEPORT MCMORAN FE - 10	P	2014-02-21	2013-12-31
CALL (MCD) MCDONALDS CORP MAR - 50	P	2014-03-21	2013-12-31
CALL (VZ) VERIZON MAR 22 14 4 - 13	P	2014-03-21	2014-02-05
ABBVIE INC COM USD0 01 - 3,000 SHARE	P	2013-10-08	2014-05-16

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)
139,500		128,480	11,020
73,378		73,378	
99,969		96,660	3,309
55,060		50,984	4,076
2,636		5,264	-2,628
1,234			1,234
1,524			1,524
9,020			9,020
1,484			1,484
162,870		134,373	28,497

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	
			11,020
			3,309
			4,076
			-2,628
			1,234
			1,524
			9,020
			1,484
			28,497

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)
ALCOA INC ISIN US0138171014 - 8,100	P	2013-01-02	2014-01-17
ALCOA INC ISIN US0138171014 - 37,90	P	2013-10-17	2014-03-21
ALTRIA GROUP INC 1,574 SHARES	P	2014-01-24	2014-05-07
AT&T - 100 SHARES	P	2012-04-05	2014-07-07
BANK OF AMERICA CORP - 10,000	P	2013-03-05	2014-01-17
CLOROX COMPANY - 2,500 SHARES	P	2013-04-30	2014-01-17
DISH NETWORK CORP CL A - 2,000 SHA	P	2014-06-19	2014-12-19
FEDERAL HOME LOAN MORTGAGE CRPPOOL	P	2001-07-05	
KRAFT FOODS GROUP INC COM NPV - 400	P	2013-06-21	2014-07-08
MERCK & CO INC NEW COM - 100 SHARES	P	2013-05-29	2014-03-12

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)
82,677		71,998	10,679
422,730		325,561	97,169
63,039		58,787	4,252
3,542		3,085	457
154,634		116,005	38,629
224,354		214,630	9,724
145,376		119,622	25,754
1,187		1,187	
21,937		21,281	656
5,087		4,692	395

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	
			10,679
			97,169
			4,252
			457
			38,629
			9,724
			25,754
			656
			395

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)
ROCKWELL COLLINS INC - 2,000 SHARES	P	2013-09-30	2014-11-12
VANGUARD S&P 500 ETF - 2,700 SHA	P	2014-02-26	2014-12-15
CALL (AAPL) APPLE INC JAN 18 1 - 3 U	P	2014-01-17	2013-12-31
CALL (DLR) DIGITAL RLTY TR INC - 60	P	2014-01-17	2013-12-31
CALL (FCX) FREEPORT MCMORAN FE - 15	P	2014-02-21	2013-12-31
CALL (MO) ALTRIA GROUP INC FEB - 50	P	2014-02-21	2014-01-17
CALL (VZ) VERIZON MAR 22 14 4 - 16	P	2014-03-21	2014-02-05
ABBVIE INC COM USD0 01 - 500 SHARES	P	2013-10-08	2014-12-19
ALCOA INC ISIN US0138171014 - 10,0	P	2013-01-02	2014-01-17
ALCOA INC ISIN US0138171014 1,773 S	P	2014-02-10	2014-03-21

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)
161,178		136,022	25,156
495,544		458,870	36,674
2,365			2,365
18,164			18,164
1,701			1,701
3,392			3,392
1,830			1,830
29,470		22,396	7,074
102,071		88,890	13,181
19,776		19,482	294

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	
			25,156
			36,674
			2,365
			18,164
			1,701
			3,392
			1,830
			7,074
			13,181
			294

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)
ALTRIA GROUP INC - 3,228 SHARES	P	2014-01-24	2014-05-07
AT&T - 100 SHARES	P	2012-04-05	2014-07-07
CANADIAN IMPERIAL BANK OF COMM - 2,5	P	2012-12-21	2014-03-21
CLOROX COMPANY - 800 SHARES	P	2013-08-09	2014-01-17
DUPONT EI DE NEMOURS & CO - 1,500 SH	P	2013-04-30	2014-01-17
FREEPORT-MCMORAN CPPR & GLD B - 1,6	P	2013-01-14	2014-01-10
KRAFT FOODS GROUP INC COM NPV - 2,10	P	2013-06-21	2014-07-08
MERCK & CO INC NEW COM - 4,900 SHAR	P	2013-05-29	2014-03-12
ROCKWELL COLLINS INC - 500 SHARES	P	2014-03-03	2014-11-12
VANGUARD S&P 500 ETF - 2,000 SHA	P	2014-03-03	2014-12-15

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)
129,202		120,491	8,711
3,542		3,086	456
203,851		207,675	-3,824
71,793		68,645	3,148
93,003		77,869	15,134
58,785		55,905	2,880
115,166		111,699	3,467
249,279		229,663	19,616
40,294		41,127	-833
367,070		338,545	28,525

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	
			8,711
			456
			-3,824
			3,148
			15,134
			2,880
			3,467
			19,616
			-833
			28,525

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)
CALL (ABBV) ABBVIE INC COM FEB - 25	P	2014-02-21	2013-12-31
CALL (DUK) DUKE ENERGY CORP CO - 50	P	2014-01-17	2013-12-31
CALL (FDX) FEDEX CORP APR 19 1 - 10	P	2014-04-17	2013-12-31
CALL (MO) ALTRIA GROUP INC FEB - 50	P	2014-02-14	2014-01-17
CALL (VZ) VERIZON MAR 22 14 4 - 21	P	2014-03-21	2014-02-05
ABBVIE INC COM USD0 01 - 99 SHARES	P	2013-10-21	2014-12-19
ALCOA INC ISIN US0138171014 - 100 S	P	2014-02-10	2014-03-20
ALCOA INC ISIN US0138171014 - 5,227	P	2014-02-10	2014-03-21
ALTRIA GROUP INC - 100 SHARES	P	2014-02-03	2014-05-07
AT&T - 900 SHARES	P	2012-04-05	2014-07-07

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)
1,660			1,660
8,720			8,720
4,994			4,994
2,816			2,816
2,402			2,402
5,835		4,775	1,060
1,115		1,141	-26
58,301		57,392	909
4,005		3,445	560
31,881		27,773	4,108

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	
			1,660
			8,720
			4,994
			2,816
			2,402
			1,060
			-26
			909
			560
			4,108

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)
CANADIAN IMPERIAL BANK OF COMM - 700	P	2012-12-21	2014-03-21
COLGATE PALMOLIVE - 2,000 SHARES	P	2012-12-31	2014-03-21
DUPONT EI DE NEMOURS & CO - 2,500 S	P	2013-06-20	2014-01-17
FREEPORT-MCMORAN CPPR & GLD B - 400	P	2013-01-14	2014-01-17
KRAFT FOODS GROUP INC COM NPV - 100	P	2013-09-04	2014-07-08
MERCK & CO INC NEW COM - 5,000 SHAR	P	2013-05-29	2014-03-12
SANTANDER FINANCE PREFERRED SA - 1,9	P	2011-08-04	2014-09-29
VERIZON COMMUNICATIONS - 500 SHARES	P	2012-11-21	2014-01-31
CALL (BA) BOEING CO MAR 22 14 - 10	P	2014-03-21	2014-02-06
CALL (DUK) DUKE ENERGY CORP CO - 45	P	2014-01-17	2013-12-31

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)
57,078		57,606	-528
127,217		103,970	23,247
155,005		123,703	31,302
14,696		13,976	720
5,484		5,255	229
249,211		234,350	14,861
49,150		53,969	-4,819
23,306		21,526	1,780
1,120			1,120
5,158			5,158

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	
			-528
			23,247
			31,302
			720
			229
			14,861
			-4,819
			1,780
			1,120
			5,158

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)
CALL (GE) GENERAL ELECTRIC CO - 50	P	2014-06-19	2014-09-19
CALL (MRK) MERCK & CO INC NEW - 20	P	2014-04-25	2014-03-12
CALL (VZ) VERIZON OCT 18 14 5 - 50	P	2014-10-17	2014-08-08
ABBVIE INC COM USD0 01 - 1,200 SHARE	P	2013-10-21	2014-12-19
ALCOA INC ISIN US0138171014 - 200 S	P	2014-02-10	2014-03-20
ALCOA INC ISIN US0138171014 - 11,40	P	2014-02-10	2014-04-17
ALTRIA GROUP INC - 24,900 SHARES	P	2014-02-03	2014-05-07
AT&T - 900 SHARES	P	2012-04-05	2014-07-07
CANADIAN IMPERIAL BANK OF COMM - 300	P	2012-12-21	2014-03-21
CONOCOPHILLIPS - 400 SHARES	P	2013-04-15	2014-04-25

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)
		3,784	-3,784
1,644			1,644
3,266			3,266
70,728		57,881	12,847
2,231		2,273	-42
141,147		125,172	15,975
997,248		856,809	140,439
31,881		27,774	4,107
24,462		24,688	-226
27,507		23,089	4,418

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	
			-3,784
			1,644
			3,266
			12,847
			-42
			15,975
			140,439
			4,107
			-226
			4,418

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)
DUPONT EI DE NEMOURS & CO - 1,000 SH	P	2012-04-09	2014-04-17
FREEPORT-MCMORAN CPPR & GLD B - 500	P	2013-02-03	2014-01-17
KRAFT FOODS GROUP INC COM NPV - 100	P	2013-09-04	2014-07-08
MERCK & CO INC NEW COM - 100 SHARES	P	2013-06-20	2014-03-12
SANTANDER FINANCE PREFERRED SA - 5,0	P	2011-12-20	2014-09-29
VERIZON COMMUNICATIONS - 2,000 SHAR	P	2013-01-10	2014-01-31
CALL (BAC) BANK OF AMERICA FEB - 100	P	2014-02-21	2014-01-21
CALL (EMR) EMERSON ELECTRIC CO - 20	P	2014-03-21	2013-12-31
CALL (GILD) GILEAD SCIENCES JU - 30	P	2014-06-20	2014-05-01
CALL (MRK) MERCK & CO INC NEW - 20	P	2014-12-26	2014-11-11

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)
64,448		49,481	14,967
18,370		19,465	-1,095
5,484		5,249	235
4,984		4,684	300
125,000		129,200	-4,200
93,222		86,202	7,020
3,936			3,936
4,388			4,388
3,608			3,608
1,984			1,984

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	
			14,967
			-1,095
			235
			300
			-4,200
			7,020
			3,936
			4,388
			3,608
			1,984

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)
CALL (WDAY) WORKDAY INC COM JU - 25	P	2014-06-20	2014-02-07
ABBVIE INC COM USD0 01 - 1,201 SHAR	P	2013-10-21	2014-12-19
ALCOA INC ISIN US0138171014- 1,000	P	2014-02-10	2014-03-20
ALCOA INC ISIN US0138171014 - 18,60	P	2014-02-10	2014-04-17
AMERICAN ELEC PWR CO - 3,000 SHARES	P	2013-11-08	2014-01-17
AT&T 2,500 SHARES	P	2012-11-07	2014-07-07
CANADIAN IMPERIAL BANK OF COMM - 300	P	2013-03-19	2014-03-21
CONOCOPHILLIPS - 1,100 SHARES	P	2013-04-15	2014-04-25
DUPONT EI DE NEMOURS & CO - 1,000 S	P	2012-04-09	2014-04-17
FREEPORT-MCMORAN CPPR & GLD B 2,500	P	2013-02-12	2014-01-17

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)
23,485			23,485
70,787		57,936	12,851
11,153		11,365	-212
226,614		204,228	22,386
141,131		137,643	3,488
88,557		84,455	4,102
24,462		24,104	358
75,643		63,492	12,151
66,113		49,481	16,632
93,734		97,326	-3,592

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	
			23,485
			12,851
			-212
			22,386
			3,488
			4,102
			358
			12,151
			16,632
			-3,592

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)
KRAFT FOODS GROUP INC COM NPV - 179	P	2013-09-04	2014-07-08
MERCK & CO INC NEW COM - 400 SHARES	P	2013-06-20	2014-03-12
SANTANDER FINANCE PREFERRED SA - 94	P	2012-01-10	2014-09-29
WASTE MANAGEMENT INC - 800 SHARES	P	2012-08-31	2014-06-03
CALL (CM) CANADIAN IMPERIAL DE - 20	P	2014-12-19	2014-10-21
CALL (ENDP) ENDO PHARMACEUTICA - 1 U	P	2014-04-17	2014-02-10
CALL (GILD) GILEAD SCIENCES MA - 100	P	2014-03-14	2014-02-06
CALL (RKT) ROCK-TENN CO CL A A - 10	P	2014-04-17	2014-02-05
CALL (WDAY) WORKDAY INC COM JU - 25	P	2014-06-20	2014-02-07
ADOBE SYS INC - 1,500 SHARES	P	2013-10-21	2014-03-21

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)
9,817		9,397	420
19,937		18,743	1,194
2,350		2,472	-122
35,095		27,631	7,464
2,584			2,584
536			536
8,436			8,436
1,640			1,640
22,981			22,981
100,497		79,680	20,817

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	
			420
			1,194
			-122
			7,464
			2,584
			536
			8,436
			1,640
			22,981
			20,817

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)
ALCOA INC ISIN US0138171014 - 1,700	P	2014-02-10	2014-03-20
ALCOA INC ISIN US0138171014 - 4,77	P	2014-02-10	2014-06-20
AMERICAN ELEC PWR CO - 2,000 SHARES	P	2013-11-08	2014-05-06
AT&T - 110 SHARES	P	2012-11-21	2014-07-07
CANADIAN IMPERIAL BANK OF COMM 1,200	P	2013-03-19	2014-03-21
CONOCOPHILLIPS - 2,000 SHARES	P	2013-04-15	2014-11-21
DUPONT EI DE NEMOURS & CO - 1,000 S	P	2012-06-18	2014-04-17
FREEPORT-MCMORAN CPPR & GLD B - 200	P	2013-05-10	2014-05-16
KRAFT FOODS GROUP INC COM NPV - 1,62	P	2013-09-10	2014-07-08
PEPSICO - 600 SHARES	P	2012-12-31	2014-04-17

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)
18,960		19,320	-360
64,067		52,408	11,659
96,581		91,762	4,819
3,897		3,716	181
97,849		96,396	1,453
145,980		115,440	30,540
66,113		49,955	16,158
6,750		6,495	255
88,897		85,813	3,084
50,187		40,854	9,333

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	
			-360
			11,659
			4,819
			181
			1,453
			30,540
			16,158
			255
			3,084
			9,333

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)
SANTANDER FINANCE PREFERRED SA - 9,9	P	2012-01-10	2014-09-29
WASTE MANAGEMENT INC - 900 SHARES	P	2012-08-31	2014-06-03
CALL (COL) ROCKWELL COLLINS IN - 10	P	2014-04-17	2014-03-03
CALL (ENDP) ENDO PHARMACEUTICA - 29	P	2014-04-17	2014-02-10
CALL (GIS) GENERAL MILLS INC J - 100	P	2014-01-17	2013-12-31
CALL (T) AT&T INC DEC 20 14 3 - 30	P	2014-12-19	2014-10-21
CALL (WDAY) WORKDAY INC COM MA - 25	P	2014-02-07	2013-12-31
ADOBE SYS INC - 100 SHARES	P	2014-02-11	2014-03-21
ALCOA INC ISIN US0138171014 - 3,800	P	2013-01-10	2014-03-20
ALCOA INC ISIN US0138171014 - 5,227	P	2014-02-10	2014-06-20

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)
247,650		260,627	-12,977
39,481		31,086	8,395
990			990
15,352			15,352
9,191			9,191
1,358			1,358
10,985		22,269	-11,284
6,700		6,404	296
42,382		34,278	8,104
70,161		57,445	12,716

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	
			-12,977
			8,395
			990
			15,352
			9,191
			1,358
			-11,284
			296
			8,104
			12,716

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)
AMGEN INC - 2,100 SHARES	P	2013-01-16	2014-01-17
AT&T - 2,390 SHARES	P	2012-11-21	2014-07-07
CATERPILLAR INC - 2,000 SHARES	P	2013-03-21	2014-02-21
CONOCOPHILLIPS - 200 SHARES	P	2013-04-15	2014-11-21
DUPONT EI DE NEMOURS & CO - 3,000 S	P	2012-08-09	2014-04-17
FREEPORT-MCMORAN CPPR & GLD B - 800	P	2013-05-10	2014-05-16
KRAFT FOODS GROUP INC COM NPV - 100	P	2013-10-08	2014-07-08
PEPSICO - 1,000 SHARES	P	2013-02-01	2014-04-17
SANTANDER FINANCE PREFERRED SA - 5,0	P	2012-03-14	2014-09-29
WASTE MANAGEMENT INC - 300 SHARES	P	2012-08-31	2014-07-18

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)
197,695		178,294	19,401
84,661		80,763	3,898
193,060		173,280	19,780
14,598		12,166	2,432
198,338		136,355	61,983
27,001		25,989	1,012
5,484		5,299	185
83,646		72,705	10,941
125,000		138,255	-13,255
13,156		10,362	2,794

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	
			19,401
			3,898
			19,780
			2,432
			61,983
			1,012
			185
			10,941
			-13,255
			2,794

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)
CALL (COL) ROCKWELL COLLINS IN - 10	P	2014-07-18	2014-03-03
CALL (EXC) EXELON CORP JAN 18 - 50	P	2014-01-17	2013-12-31
CALL (GIS) GENERAL MILLS INC J - 50	P	2014-01-17	2013-12-31
CALL (T) AT&T INC FEB 22 14 3 - 100	P	2014-02-21	2013-12-31
CALL (WDAY) WORKDAY INC COM MA - 25	P	2014-02-07	2013-12-31
ADOBE SYS INC - 100 SHARES	P	2014-02-11	2014-03-21
ALCOA INC ISIN US0138171014 - 6,200	P	2013-01-10	2014-03-21
ALCOA INC ISIN US0138171014 - 10,00	P	2014-02-10	2014-09-19
AMGEN INC - 300 SHARES	P	2013-10-21	2014-12-12
AT&T - 2,500 SHARES	P	2012-12-05	2014-07-07

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)
890			890
820			820
2,570			2,570
4,541			4,541
9,010		18,519	-9,509
6,700		6,400	300
69,154		55,927	13,227
155,228		109,900	45,328
49,346		34,193	15,153
88,557		85,575	2,982

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	
			890
			820
			2,570
			4,541
			-9,509
			300
			13,227
			45,328
			15,153
			2,982

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)
CHEVRON CORPORATION - 500 SHARES	P	2012-04-12	2014-03-07
CONOCOPHILLIPS - 1,300 SHARES	P	2013-06-20	2014-11-21
ENDOD PHARMACEUTICALS HOLDINGS - 3,0	P	2014-02-10	2014-03-03
FREEPORT-MCMORAN CPPR & GLD B - 3,00	P	2013-05-10	2014-05-16
KRAFT FOODS GROUP INC COM NPV - 200	P	2013-10-08	2014-07-08
PEPSICO - 1,400 SHARES	P	2013-03-21	2014-04-17
SANTANDER FINANCE PREFERRED SA - 257	P	2012-05-14	2014-09-29
WASTE MANAGEMENT INC - 288 SHARES	P	2014-02-05	2014-08-08
CALL (COP) CONOCOPHILLIPS FEB - 25	P	2014-02-21	2013-12-31
CALL (F) FORD MOTOR CO JAN 03 - 200	P	2014-01-03	2013-12-31

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)
57,529		51,637	5,892
94,887		79,097	15,790
230,460		210,335	20,125
101,253		97,440	3,813
10,968		10,602	366
117,104		106,804	10,300
6,425		6,687	-262
12,845		11,915	930
3,860			3,860
2,496			2,496

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	
			5,892
			15,790
			20,125
			3,813
			366
			10,300
			-262
			930
			3,860
			2,496

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)
CALL (HTZ) HERTZ GLOBAL HLDGS - 50	P	2014-07-18	2014-06-19
CALL (T) AT&T INC JAN 18 14 3 - 50	P	2014-01-17	2013-12-31
CALL LO 50 EXP 2/22/14 - 25 UNITS	P	2014-01-31	2014-02-03
ADOBE SYS INC - 300 SHARES	P	2014-02-11	2014-03-21
ALCOA INC ISIN US0138171014 - 10,0	P	2013-08-02	2014-03-21
ALTRIA GROUP INC - 3,500 SHARES	P	2013-11-07	2014-05-07
AMGEN INC - 4,700 SHARES	P	2013-10-21	2014-12-12
AT&T - 400 SHARES	P	2012-12-27	2014-07-07
CHEVRON CORPORATION - 1,500 SHARES	P	2012-04-12	2014-03-07
CORNING INC - 5,000 SHARES	P	2013-07-10	2014-02-21

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)
5,466			5,466
6,470			6,470
1,835		2,490	-655
20,100		19,200	900
111,538		79,395	32,143
140,277		131,497	8,780
773,081		535,664	237,417
14,169		13,387	782
172,587		155,765	16,822
92,314		73,755	18,559

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	
			5,466
			6,470
			-655
			900
			32,143
			8,780
			237,417
			782
			16,822
			18,559

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)
EXXON MOBIL - 1,500 SHARES	P	2013-01-10	2014-01-17
ISHARES TRUST CORE MSCI TOTAL - 1,00	P	2013-01-02	2014-08-08
KRAFT FOODS GROUP INC COM NPV - 200	P	2013-10-08	2014-07-08
PEPSICO - 2,600 SHARES	P	2013-04-23	2014-04-17
SANTANDER FINANCE PREFERRED SA - 93	P	2012-05-15	2014-09-29
WELLS FARGO & CO NEW - 2,500 SHARES	P	2013-04-30	2014-01-17
CALL (COP) CONOCOPHILLIPS MAR - 40	P	2014-03-21	2014-01-30
CALL (F) FORD MTR CO DEL JUN 2 - 100	P	2014-06-20	2014-02-07
CALL (JCI) JOHNSON CTLS INC FE - 30	P	2014-02-21	2014-01-17
CALL (T) AT&T INC JUL 19 14 3 - 200	P	2014-07-18	2013-12-31

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)
143,310		132,745	10,565
57,446		52,305	5,141
10,968		10,598	370
217,479		218,431	-952
2,325		2,412	-87
110,058		94,326	15,732
2,972			2,972
2,340			2,340
1,394			1,394
14,881			14,881

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	
			10,565
			5,141
			370
			-952
			-87
			15,732
			2,972
			2,340
			1,394
			14,881

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)
ABBOTT LABORATORIES - 3,000 SHARES	P	2013-01-26	2014-07-18
ALCOA INC ISIN US0138171014 - 3,000	P	2012-01-12	2014-01-17
ALCOA INC ISIN US0138171014 - 200 S	P	2013-10-17	2014-03-21
ALTRIA GROUP INC - 100 SHARES	P	2014-01-03	2014-05-07
APPLE INC - 100 SHARES	P	2013-06-13	2014-01-17
AT&T - 2,600 SHARES	P	2012-12-27	2014-07-07
CHEVRON CORPORATION 2,500 SHARES	P	2013-09-26	2014-11-21
DIGITAL RLTY TR INC COM - 2,500 SHA	P	2013-09-20	2014-09-10
EXXON MOBIL - 1,000 SHARES	P	2013-01-10	2014-01-17
ISHARES TRUST CORE MSCI TOTAL - 1,1	P	2013-01-10	2014-08-08

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)
124,163		98,070	26,093
27,702		27,702	
2,231		1,718	513
4,008		3,787	221
51,010		43,191	7,819
92,099		87,021	5,078
291,545		307,654	-16,109
143,230		138,325	4,905
95,932		88,497	7,435
63,191		57,644	5,547

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	
			26,093
			513
			221
			7,819
			5,078
			-16,109
			4,905
			7,435
			5,547

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)
LORILLARD INC COM - 2,500 SHARES	P	2013-12-20	2014-03-21
PEPSICO - 2,400 SHARES	P	2013-05-21	2014-04-17
SANTANDER FINANCE PREFERRED SA - 14,	P	2012-05-15	2014-09-29
WELLS FARGO & CO NEW - 2,500 SHARES	P	2013-04-30	2014-01-17

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)
127,924		124,980	2,944
200,750		198,652	2,098
366,250		380,172	-13,922
114,770		94,326	20,444

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	
			2,944
			2,098
			-13,922
			20,444

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(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
JAMES H GOODNIGHT 100 SAS CAMPUS DRIVE CARY, NC 27513	DIRECTOR 0 10	0	0	0
ANN BAGGETT GOODNIGHT 100 SAS CAMPUS DRIVE CARY, NC 27513	DIRECTOR 0 10	0	0	0
LEAH A GOODNIGHT 100 SAS CAMPUS DRIVE CARY, NC 27513	DIRECTOR 0 10	0	0	0
SUSAN G ELLIS 100 SAS CAMPUS DRIVE CARY, NC 27513	DIRECTOR 0 10	0	0	0
DONALD R PARKER 100 SAS CAMPUS DRIVE CARY, NC 27513	DIRECTOR 0 10	0	0	0

Form 990PF Part XV Line 1a - 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).

JAMES H GOODNIGHT
ANN B GOODNIGHT

Form 990PF Part XV Line 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				
BOYS CLUB OF WAKE COUNTY INC BOYS CLUB OF WAKE COUNTY INC 701 N RALEIGH BLVD 701 N RALEIGH BLVD RALEIGH, NC 27610	NONE	501(C)(3)	UNRESTRICTED FUNDS	25,000
CARY ACADEMY CARY ACADEMY 1500 NORTH HARRISON AVE 1500 NORTH HARRISON AVE CARY, NC 27513	NONE	501(C)(3)	SPEAKERS FEE & CATERING	25,000
COMMUNITIES IN SCHOOLS CHATHAM COUN COMMUNITIES IN SCHOOLS CHATHAM COUNTY 208 NORTH CHATHAM AVE 208 NORTH CHATHAM AVE SILER CITY, NC 27344	NONE	501(C)(3)	UNRESTRICTED FUNDS	10,000
COMMUNITIES IN SCHOOLS OF WAKE COUN COMMUNITIES IN SCHOOLS OF WAKE COUNTY 871 HARP ST 871 HARP ST RALEIGH, NC 27604	NONE	501(C)(3)	UNRESTRICTED FUNDS	10,000
CONTEMPORARY ART FOUNDATION CONTEMPORARY ART FOUNDATION 409 W MARTIN ST 409 W MARTIN STREET RALEIGH, NC 27603	NONE	501(C)(3)	K-12 EDUCATION PROGRAMS	25,000
DEVELOPMENT FOUNDATION FOR NCCAT DEVELOPMENT FOUNDATION FOR NCCAT 276 NCCAT DRIVE 276 NCCAT DRIVE CULLOWHEE, NC 287239062	NONE	501(C)(3)	UNRESTRICTED FUNDS	10,000
EDUCATION NC EDUCATION NC P O BOX 1636 P O BOX 1636 RALEIGH, NC 27602	NONE	501(C)(3)	UNRESTRICTED FUNDS	10,000
FOUNDATION FOR EXCELLENCE IN EDUC FOUNDATION FOR EXCELLENCE IN EDUC 215 S MONROE ST STE 420 215 S MONROE ST STE 420 TALLAHASSEE, FL 32302	NONE	501(C)(3)	UNRESTRICTED FUNDS	10,000
GIRL SCOUTS - NC COASTAL PINES GIRL SCOUTS - COASTAL PINES 6901 PINECREST ROAD 6901 PINECREST ROAD RALEIGH, NC 27613	NONE	501(C)(3)	STEM PROGRAMMING	10,000
GLOBAL SCHOLARS ACADEMY GLOBAL SCHOLARS ACADEMY 311 DOWD STREET 311 DOWD STREET DURHAM, NC 27701	NONE	501(C)(3)	UNRESTRICTED FUNDS	10,000
LOUISBURG COLLEGE LOUISBURG COLLEGE 501 N MAIN ST 501 N MAIN ST LOUISBURG, NC 27549	NONE	501(C)(3)	HODGES FINE ARTS COMPLEX	10,000
MARBLES KIDS MUSEUM MARBLES KIDS MUSEUM 201 E HARGETT ST 201 E HARGETT ST RALEIGH, NC 27601	NONE	501(C)(3)	UNRESTRICTED FUNDS	10,000
MEDICAL FOUNDATION OF NC INC MEDICAL FOUNDATION OF NC INC CAMPUS BOX 7237 CAMPUS BOX 7237 CHAPEL HILL, NC 275997237	NONE	501(C)(3)	CHILDREN'S EDUCATION SUPPORT	10,000
MEREDITH COLLEGE MEREDITH COLLEGE 3800 HILLSBOROUGH ST 3800 HILLSBOROUGH ST RALEIGH, NC 276075298	NONE	501(C)(3)	MINORITY TEACHING SCHOLARSHIP	35,000
NC MUSEUM OF ART FOUNDATION NC MUSEUM OF ART FOUNDATION 4630 MAIL SERVICE CENTER 4630 MAIL SERVICE CENTER RALEIGH, NC 27699	NONE	501(C)(3)	UNRESTRICTED FUNDS	50,000
Total . . . . ▶ **3a**				5,702,000

Form 990PF Part XV Line 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*				
NC MUSEUM OF HISTORY FOUNDATION NC MUSEUM OF HISTORY FOUNDATION 5 EAST EDENTON ST 5 EAST EDENTON ST RALEIGH, NC 27601	NONE	501(C)(3)	UNRESTRICTED FUNDS	15,000
NC MUSEUM OF NATURAL SCIENCES NC MUSEUM OF NATURAL SCIENCES 11 WEST JONES ST 11 WEST JONES ST RALEIGH, NC 27601	NONE	501(C)(3)	EDUCATORS OF EXCELLENCE FUND	15,000
NCSU FOUNDATION INC NCSU FOUNDATION INC CAMPUS BOX 7001 CAMPUS BOX 7001 RALEIGH, NC 276957474	NONE	501(C)(3)	CHANCELLOR'S DISCRETIONARY FUND	15,000
NCSU FOUNDATION INC NCSU FOUNDATION INC CAMPUS BOX 7474 CAMPUS BOX 7474 RALEIGH, NC 276957474	NONE	501(C)(3)	COLLEGE OF EDUCATION - DISCRETIONARY	10,000
NCSU FOUNDATION INC NCSU FOUNDATION INC CAMPUS BOX 7474 CAMPUS BOX 7474 RALEIGH, NC 276957474	NONE	501(C)(3)	COLLEGE OF EDUCATION - RIDGILL SCHOL	10,000
NCSU FOUNDATION INC NCSU FOUNDATION INC CAMPUS BOX 7474 CAMPUS BOX 7474 RALEIGH, NC 276957474	NONE	501(C)(3)	CHASS DEAN'S DISCRETIONARY FUND	10,000
NCSU FOUNDATION INC NCSU FOUNDATION INC CAMPUS BOX 7474 CAMPUS BOX 7474 RALEIGH, NC 276957474	NONE	501(C)(3)	FRIDAY INSTITUTE	25,000
NCSU FOUNDATION INC NCSU FOUNDATION INC CAMPUS BOX 7474 CAMPUS BOX 7474 RALEIGH, NC 276957474	NONE	501(C)(3)	PAMS DEAN'S DISCRETIONARY FUND	10,000
NCSU FOUNDATION INC NCSU FOUNDATION INC CAMPUS BOX 7474 CAMPUS BOX 7474 RALEIGH, NC 276957474	NONE	501(C)(3)	GENERAL H HUGH SHELTON INITIATIVE	10,000
NCSU FOUNDATION INC NCSU FOUNDATION INC CAMPUS BOX 7474 CAMPUS BOX 7474 RALEIGH, NC 276957474	NONE	501(C)(3)	KENAN FELLOWS	25,000
NCSU FOUNDATION INC NCSU FOUNDATION INC CAMPUS BOX 7302 CAMPUS BOX 7302 RALEIGH, NC 276957474	NONE	501(C)(3)	GOODNIGHT SCHOLARS	4,873,000
NC PUBLIC RADIO - WUNC NC PUBLIC RADIO - WUNC 120 FRIDAY CENTER DRIVE 120 FRIDAY CENTER DRIVE CHAPEL HILL, NC 27517	NONE	501(C)(3)	THE AMERICAN GRADUATE PROGRAM	20,000
NC SOCIETY OF HISPANIC PROFESSIONAL NC SOCIETY OF HISPANIC PROFESSIONALS 8450 CHAPEL HILL RD 8450 CHAPEL HILL RD CARY, NC 27513	NONE	501(C)(3)	SCHOLARSHIPS	5,000
NORTH CAROLINA NEW SCHOOLS NORTH CAROLINA NEW SCHOOLS 4600 MARRIOTT DR STE 510 4600 MARRIOTT DR STE 510 RALEIGH, NC 27612	NONE	501(C)(3)	EARLY COLLEGE STRATEGIES FOR ALL	20,000
PUBLIC SCHOOL FORUM OF NC PUBLIC SCHOOL FORUM OF NC 3739 NATIONAL DR 3739 NATIONAL DR STE 100 RALEIGH, NC 27612	NONE	501(C)(3)	UNRESTRICTED FUNDS	10,000
Total . . . . ▶ **3a**				5,702,000

Form 990PF Part XV Line 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*				
RALEIGH SCHOOL INC RALEIGH SCHOOL INC 1141 RALEIGH SCHOOL DRIVE 1141 RALEIGH SCHOOL DRIVE RALEIGH, NC 27607	NONE	501(C)(3)	UNRESTRICTED FUNDS	25,000
READ AND FEED READ AND FEED P O BOX 5865 P O BOX 5865 CARY, NC 275125865	NONE	501(C)(3)	UNRESTRICTED FUNDS	5,000
SALVATION ARMY SALVATION ARMY 1863 CAPITAL BLVD 1863 CAPITAL BLVD RALEIGH, NC 27604	NONE	501(C)(3)	AFTER SCHOOL TUTORING	5,000
TAMMY LYNN MEMORIAL FOUNDATION TAMMY LYNN MEMORIAL FOUNDATION INC 730 CHAPPELL DRIVE 739 CHAPPELL DRIVE RALEIGH, NC 27606	NONE	501(C)(3)	UNRESTRICTED FUNDS	5,000
TEACH FOR AMERICA TEACH FOR AMERICA 324 BLACKWELL STREET 324 BLACKWELL STREET DURHAM, NC 27701	NONE	501(C)(3)	EASTERN NC CHAPTER	35,000
THE NAVIGATORS THE NAVIGATORS P O BOX 6000 P O BOX 6000 COLORADO SPRINGS, CO 80934	NONE	501(C)(3)	URBAN HOPE NAVIGATORS	5,000
THE NC CENTER FOR INT'L UNDERSTANDI THE NC CENTER FOR INT'L UNDERSTANDING COUNCIL 68 TW ALEXANDER DRIVE 68 TW ALEXANDER DRIVE RESEARCH TRIANGLE PARK, NC 27709	NONE	501(C)(3)	UNRESTRICTED FUNDS	20,000
TRIANGLE HIGH FIVE PARTNERSHIP TRIANGLE HIGH FIVE PARTNERSHIP 750 S MERRITT MILL ROAD 750 S MERRITT MILL ROAD CHAPEL HILL, NC 27516	NONE	501(C)(3)	UNRESTRICTED FUNDS	35,000
UNC CHARLOTTE UNC CHARLOTTE 9201 UNIVERSITY CITY BLVD 9201 UNIVERSITY CITY BLVD CHARLOTTE, NC 282230001	NONE	501(C)(3)	PARTNERS IN LEARNING COLLABORATIVE	184,000
UNIVERSITY OF NC AT CHAPEL HILL UNIVERSITY OF NC AT CHAPEL HILL P O BOX 309 P O BOX 309 CHAPEL HILL, NC 275140309	NONE	501(C)(3)	CHANCELLOR'S DISCRETIONARY FUND	10,000
WAKE EDUCATION PARTNERSHIP WAKE EDUCATION PARTNERSHIP 706 HILLSBOROUGH STE A 706 HILLSBOROUGH STE A RALEIGH, NC 27603	NONE	501(C)(3)	UNRESTRICTED FUNDS	15,000
YMCA OF THE TRIANGLE INC YMCA OF THE TRIANGLE INC 801 CORP CENTER STE 200 801 CORP CENTER STE 200 RALEIGH, NC 27607	NONE	501(C)(3)	CAMP SEA GULL/SEAFARER	25,000
Total . . . . ▶ 3a				5,702,000

TY 2014 Accounting Fees Schedule

Name: THE GOODNIGHT EDUCATIONAL FOUNDATION

EIN: 56-6533546

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE	5,000	5,000		

TY 2014 Investments Corporate Bonds Schedule

Name: THE GOODNIGHT EDUCATIONAL FOUNDATION

EIN: 56-6533546

Name of Bond	End of Year Book Value	End of Year Fair Market Value
FIDELITY - Z85-467731	6,077,125	6,750,271

TY 2014 Investments Corporate Stock Schedule

Name: THE GOODNIGHT EDUCATIONAL FOUNDATION

EIN: 56-6533546

Name of Stock	End of Year Book Value	End of Year Fair Market Value
FIDELITY - Z85-467731		
FIDELITY - Z85-467731		
FIDELITY - 663-134385	62,180,083	69,033,600
FIDELITY - 663-134385	383,704	338,499

TY 2014 Other Expenses Schedule

Name: THE GOODNIGHT EDUCATIONAL FOUNDATION

EIN: 56-6533546

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
IRS PENALTY	1,623			

TY 2014 Other Income Schedule

Name: THE GOODNIGHT EDUCATIONAL FOUNDATION

EIN: 56-6533546

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME	96	96	

TY 2014 Other Liabilities Schedule

Name: THE GOODNIGHT EDUCATIONAL FOUNDATION

EIN: 56-6533546

Description	Beginning of Year - Book Value	End of Year - Book Value
OPTIONS OUTSTANDING	273,115	74,122

TY 2014 Taxes Schedule

Name: THE GOODNIGHT EDUCATIONAL FOUNDATION

EIN: 56-6533546

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
2013 FEDERAL EXCISE TAX	81,154	81,154		
2014 FEDERAL EXCISE TAX	152,000	152,000		
FOREIGN INCOME TAX WITHHELD ON D	16,181	16,181		