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

OMB No 1545-0052

2014

Open to Public Inspection

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

For calendar year 2014 or tax year beginning

, and ending

Name of foundation J J MILLER FOUNDATION			A Employer identification number 57-6055700	
Number and street (or P O box number if mail is not delivered to street address) Room/suite Wells Fargo Bank N A. Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041			B Telephone number (see instructions) (888) 730-4933	
City or town Winston Salem		State NC	ZIP code 27101-3818	
Foreign country name		Foreign province/state/county		Foreign postal code
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change				
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation				
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 947,099		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>				

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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	20,442	19,210		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	40,889			
	b Gross sales price for all assets on line 6a	428,558			
	7 Capital gain net income (from Part IV, line 2)		40,889		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	61,331	60,099	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	16,368	11,151		5,217
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,271			1,271
	c Other professional fees (attach schedule)	2,432			2,432
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	987	264		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	21,058	11,415	0	8,920
25 Contributions, gifts, grants paid	33,500			33,500	
26 Total expenses and disbursements. Add lines 24 and 25	54,558	11,415	0	42,420	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	6,773				
b Net investment income (if negative, enter -0-)		48,684			
c Adjusted net income (if negative, enter -0-)			0		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing		2,472	2,316	2,316	
	2	Savings and temporary cash investments		38,504	49,307	49,307	
	3	Accounts receivable ▶					
		Less: allowance for doubtful accounts ▶					
	4	Pledges receivable ▶					
		Less: allowance for doubtful accounts ▶					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶					
		Less: allowance for doubtful accounts ▶					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments—U.S. and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)					
	c	Investments—corporate bonds (attach schedule)					
	11	Investments—land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation (attach schedule) ▶						
12	Investments—mortgage loans						
13	Investments—other (attach schedule)			817,629	812,375	895,475	
14	Land, buildings, and equipment: basis ▶						
	Less: accumulated depreciation (attach schedule) ▶						
15	Other assets (describe ▶)						
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)			858,605	863,998	947,098	
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶)					
	23	Total liabilities (add lines 17 through 22)			0	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds			858,605	863,998	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds					
	30	Total net assets or fund balances (see instructions)			858,605	863,998	
31	Total liabilities and net assets/fund balances (see instructions)			858,605	863,998		

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	858,605
2	Enter amount from Part I, line 27a	2	6,773
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	1,585
4	Add lines 1, 2, and 3	4	866,963
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	2,965
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	863,998

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	40,889
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }	3	0

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	41,079	930,790	0.044133
2012	40,020	887,250	0.045106
2011	37,158	902,888	0.041155
2010	36,071	837,974	0.043045
2009	33,500	722,486	0.046368

2 Total of line 1, column (d)	2	0.219807
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	0.043961
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	957,499
5 Multiply line 4 by line 3	5	42,093
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	487
7 Add lines 5 and 6	7	42,580
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	42,420

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b			
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-)			0
3	Add lines 1 and 2			974
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			974
6	Credits/Payments:			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	510	
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			510
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			464
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			0
11	Enter the amount of line 10 to be: Credited to 2015 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>			0

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ WELLS FARGO BANK N.A. Telephone no. ▶ 888-730-4933			
Located at ▶ 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ▶ 27101-3818				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ▶				

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

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

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

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

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

5b N/A

6b X

7b N/A

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	Trustee	4.00 14,868		
STEPHEN R STEINBURG 307 BERMUDA TOWN ROW MOUNT PLEASANT, SC	DIRECTOR	00 500		
SONIA C CHERRY 101 COOPER DR SANTEE, SC 29142	DIRECTOR	00 500		
SUE DANIELS PO BOX 682 ELLOREE, SC 29047	DIRECTOR	00 500		

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

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

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

0

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1	NONE	
2		
3		
4		

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

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

Amount

1	NONE	
2		
All other program-related investments. See instructions.		
3	NONE	

Total. Add lines 1 through 3

0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	933,565
b	Average of monthly cash balances	1b	38,515
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	972,080
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	972,080
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	14,581
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	957,499
6	Minimum investment return. Enter 5% of line 5	6	47,875

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	47,875
2a	Tax on investment income for 2014 from Part VI, line 5	2a	974
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	974
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	46,901
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	46,901
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	46,901

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	42,420
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	42,420
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	42,420

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				46,901
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			20,419	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ 42,420				
a Applied to 2013, but not more than line 2a			20,419	
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				22,001
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				24,900
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 XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	33,500
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities**Enter gross amounts unless otherwise indicated.**

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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					
4	Dividends and interest from securities			14	20,442	
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					
8	Gain or (loss) from sales of assets other than inventory			18	40,889	
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)		0		61,331	0
13	Total. Add line 12, columns (b), (d), and (e)				13	61,331

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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

Recipient(s) paid during the year

Name

ADDLESTONE HEBREW ACADEMY

Street

1639 WALLENBERG BLVD

City

CHARLESTON

State

SC

Zip Code

29407

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

TUITION ASSISTANCE

Amount

3,250

Name

CHABAD OF MYRTLE BEACH

Street

2803 N OAK ST

City

MYRTLE BEACH

State

SC

Zip Code

29577

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

TUITION ASSISTANCE

Amount

2,500

Name

COLUMBIA JEWISH DAY SCHOOL

Street

5827 N TRENHOLM RD

City

COLUMBIA

State

SC

Zip Code

29206

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP FUNDS

Amount

2,500

Name

COLLEGE OF CHARLESTON FOUNDATION

Street

66 GEORGE ST

City

CHARLESTON

State

SC

Zip Code

29424

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

JEWISH HERITAGE HISTORY

Amount

3,500

Name

RAMBAM DAY SCHOOL

Street

511 ABERCORN ST

City

SAVANAH

State

GA

Zip Code

31405

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP CAMPAIGN

Amount

2,500

Name

ELLOREE FIRST BAPTIST CHURCH

Street

6208 OLD NUMBER SIX HWY

City

ELLOREE

State

SC

Zip Code

29047

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,230

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

Recipient(s) paid during the year

Name

ELLOREE HERITAGE MUSEUM

Street

2714 CLEVELAND ST

City

ELLOREE

State

SC

Zip Code

29047

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

ELEVATOR MAINTENANCE

Amount

3,000

Name

ELLOREE UNITED METHODIST CHURCH

Street

PO DRAWER

City

ELLOREE

State

SC

Zip Code

29047

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

RESURFACE PARKING AREA

Amount

1,230

Name

ST MATTHEWS K-8 NEW SCHOOL

Street

135 SAINTS AVE

City

ST MATTHEWS

State

SC

Zip Code

29135

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SPEECH DEPT AND GENERAL SUPPORT

Amount

2,000

Name

HOPE LUTHERAN CHURCH OUTREACH

Street

1400 KENNERLY ROAD

City

IRMO

State

SC

Zip Code

29063

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,230

Name

TOWN OF ELLOREE

Street

2719 CLEVELAND ST

City

ELLOREE

State

SC

Zip Code

29047

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

JOE MILLER PARK IMPROVEMENTS

Amount

3,000

Name

ORANGEBURG-CALHOUN TECHNICAL COLLEGE

Street

3250 ST MATTHEWS ROAD

City

ORANGEBURG

State

SC

Zip Code

29118

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

2,000

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

Recipient(s) paid during the year

Name

SYNAGOGUE EMANU-EL RELIGIOUS SCHOOL

Street

5 WINDSOR DRIVE

City

CHARLESTON

State

SC

Zip Code

29407

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

CURRICULUM 2014-2015

Amount

2,500

Name

LAKE MARION CHRISTIAN FELLOWSHIP

Street

2224 STATE PARK RD

City

SANTEE

State

SC

Zip Code

29142

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

FACILITY MAINTENANCE AND UPKEEP

Amount

1,230

Name

PINE GROVE LUTHERAN CHURCH

Street

2688 MCCORD FERRY RD

City

LONE STAR

State

SC

Zip Code

29030

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

UPGRADING CHURCH AND PARSONAGE

Amount

1,230

Name

SC INDEPENDENT SCHOOL ASSOCIATION, INC

Street

134 SCISA DR

City

ORANGEBURG

State

SC

Zip Code

29118

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

600

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

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

			Amount				Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Long Term CG Distributions			16,672	Capital Gains/Losses					428,558		387,668		40,888	
Short Term CG Distributions				Other sales					0		0		0	
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	ARTISAN INTERNATIONAL FU	04314H204		1/28/2011		1/21/2014	1,574	1,145				0	429
2	X	ARTISAN INTERNATIONAL FU	04314H204		8/20/2014		9/9/2014	1,019	1,035				0	-16
3	X	ARTISAN MID CAP FUND-INS	04314H800		8/20/2014		9/9/2014	1,958	1,938				0	20
4	X	ARTISAN MID CAP FUND-INS	04314H800		1/23/2014		4/22/2014	1,103	1,111				0	-8
5	X	ARTISAN MID CAP FUND-INS	04314H800		2/11/2013		4/22/2014	4,829	4,039				0	790
6	X	CREDIT SUISSE COMM RET S	22544R305		10/12/2010		4/22/2014	3,885	4,249				0	-364
7	X	CREDIT SUISSE COMM RET S	22544R305		10/12/2010		6/18/2014	13,030	15,278				0	-2,248
8	X	CREDIT SUISSE COMM RET S	22544R305		10/12/2010		9/9/2014	1,093	1,392			299	0	0
9	X	DIAMOND HILL LONG-SHORT	25264S833		8/10/2012		6/18/2014	998	751				0	247
10	X	DIAMOND HILL LONG-SHORT	25264S833		8/10/2012		9/9/2014	998	751				0	246
11	X	DIAMOND HILL LONG-SHORT	25264S833		12/17/2010		10/22/2014	12,296	8,662				0	3,634
12	X	DIAMOND HILL LONG-SHORT	25264S833		1/28/2011		10/22/2014	3,838	2,780				0	1,058
13	X	DIAMOND HILL LONG-SHORT	25264S833		8/10/2012		10/22/2014	2,078	1,620				0	458
14	X	DREYFUS EMG MKT DEBT LG	261980494		12/17/2010		6/18/2014	7,085	7,051				0	34
15	X	DREYFUS EMG MKT DEBT LG	261980494		8/10/2012		6/18/2014	29	30				0	-1
16	X	DREYFUS EMG MKT DEBT LG	261980494		2/14/2012		6/18/2014	583	559				0	24
17	X	DREYFUS INTERNATL BOND	261980666		8/20/2014		10/22/2014	1,063	1,078				0	-15
18	X	DRIEHAUS ACTIVE INCOME F	262028855		2/11/2013		1/21/2014	4,465	4,440				0	25
19	X	DRIEHAUS ACTIVE INCOME F	262028855		7/12/2013		1/21/2014	4,240	4,213				0	27
20	X	DRIEHAUS ACTIVE INCOME F	262028855		7/12/2013		6/18/2014	14,238	14,158				0	79
21	X	DRIEHAUS ACTIVE INCOME F	262028855		10/11/2013		6/18/2014	4,321	4,288				0	33
22	X	EATON VANCE GLOBAL MACI	277923728		7/12/2013		10/22/2014	8,844	9,045				0	-201
23	X	EATON VANCE GLOBAL MACI	277923728		1/23/2014		10/22/2014	5,378	5,412				0	-34
24	X	JP MORGAN MID CAP VALUE	339128100		6/20/2014		9/9/2014	2,029	2,009				0	20
25	X	HARBOR CAPITAL APRCTON	411511504		10/12/2010		1/21/2014	4,716	2,752				0	1,964
26	X	HARBOR CAPITAL APRCTON	411511504		4/24/2014		6/18/2014	2,853	2,549				0	304
27	X	HARBOR CAPITAL APRCTON	411511504		10/12/2010		6/18/2014	10,678	6,129				0	4,547
28	X	HARBOR CAPITAL APRCTON	411511504		10/12/2010		9/9/2014	4,874	2,885				0	1,989
29	X	ISHARES CORE S & P 500 ET	464287200		8/8/2012		1/21/2014	1,480	1,125				0	355
30	X	ISHARES CORE S & P 500 ET	464287200		8/8/2012		6/18/2014	1,178	844				0	332
31	X	ISHARES CORE S & P 500 ET	464287200		8/8/2012		9/9/2014	1,208	844				0	362
32	X	JPMORGAN HIGH YIELD FUND	48120C803		4/24/2014		10/28/2014	272	278				0	-6
33	X	KEELEY SMALL CAP VAL FD C	487300806		5/10/2012		1/21/2014	1,309	858				0	451
34	X	KEELEY SMALL CAP VAL FD C	487300806		12/17/2010		6/18/2014	7,828	5,017				0	2,811
35	X	KEELEY SMALL CAP VAL FD C	487300806		8/12/2011		6/18/2014	11,037	5,311				0	4,726
36	X	KEELEY SMALL CAP VAL FD C	487300806		9/10/2012		6/18/2014	1,031	681				0	370
37	X	DODGE & COX INTL STOCK F	256209103		5/16/2008		1/21/2014	1,728	1,845				0	-83
38	X	DODGE & COX INTL STOCK F	256209103		5/16/2008		9/9/2014	1,920	1,686				0	234
39	X	DODGE & COX INCOME FD C	256210105		2/11/2013		1/21/2014	2,732	2,774				0	-42
40	X	DODGE & COX INCOME FD C	256210105		2/11/2013		6/18/2014	5,298	5,243				0	55
41	X	DODGE & COX INCOME FD C	256210105		2/11/2013		9/5/2014	3,315	3,301				0	14
42	X	DODGE & COX INCOME FD C	256210105		2/11/2013		9/9/2014	1,906	1,800				0	106
43	X	DODGE & COX INCOME FD C	256210105		2/11/2013		10/22/2014	1,993	1,884				0	109
44	X	DODGE & COX INCOME FD C	256210105		4/24/2014		10/22/2014	431	426				0	5
45	X	DODGE & COX INCOME FD C	256210105		4/24/2014		10/28/2014	4,424	4,398				0	26
46	X	DODGE & COX INCOME FD C	256210105		10/11/2013		10/28/2014	1,358	1,320				0	38
47	X	LAUDUS MONDRIAN INTL FHI	51855Q655		12/17/2010		4/22/2014	14,610	15,860				0	-1,250
48	X	LAUDUS MONDRIAN INTL FHI	51855Q655		7/12/2013		4/22/2014	2,274	2,220				0	54
49	X	LAUDUS MONDRIAN INTL FHI	51855Q655		1/23/2014		4/22/2014	2,935	2,878				0	57
50	X	MFS VALUE FUND-CLASS I #6	552983694		2/14/2012		1/21/2014	2,520	1,830				0	690
51	X	MFS VALUE FUND-CLASS I #6	552983694		9/20/2014		9/9/2014	1,701	1,715				0	-14
52	X	MERGER FD SH BEN INT #280	589509108		12/17/2010		6/18/2014	4,386	4,289				0	97
53	X	MERGER FD SH BEN INT #280	589509108		1/28/2011		6/18/2014	462	445				0	17
54	X	MERGER FD SH BEN INT #280	589509108		7/12/2013		8/9/2014	9,077	8,899				0	178
55	X	MERGER FD SH BEN INT #280	589509108		1/28/2011		8/8/2014	796	795				0	1
56	X	ASG GLOBAL ALTERNATIVES	63872T885		7/12/2013		1/21/2014	3,372	3,392				0	-20
57	X	ASG GLOBAL ALTERNATIVES	63872T885		7/12/2013		6/18/2014	3,932	4,002				0	-70
58	X	ASG GLOBAL ALTERNATIVES	63872T885		7/12/2013		9/9/2014	989	1,000				0	-11
59	X	NEUBERGER BERMAN LONG	64128R808		9/20/2014		9/9/2014	1,257	1,241				0	16
60	X	NUVEEN HIGH YIELD MUNI B	67065Q772		9/20/2014		9/9/2014	990	991				0	-1
61	X	NUVEEN HIGH YIELD MUNI B	67065Q772		8/20/2014		10/28/2014	103	101				0	2
62	X	NUVEEN HIGH YIELD MUNI B	67065Q772		4/24/2014		12/18/2014	15,178	14,480				0	698
63	X	NUVEEN HIGH YIELD MUNI B	67065Q772		9/20/2014		12/18/2014	925	902				0	23
64	X	OPPENHEIMER DEVELOPING	683974604		2/11/2013		6/18/2014	6,015	5,431				0	584
65	X	OPPENHEIMER DEVELOPING	683974604		2/11/2013		9/9/2014	3,020	2,842				0	178
66	X	OPPENHEIMER DEVELOPING	683974604		12/17/2010		9/9/2014	170	145				0	25
67	X	PIMCO TOTAL RET FD-INST #	693390700		10/11/2013		1/21/2014	1,877	1,688				0	189
68	X	PIMCO TOTAL RET FD-INST #	693390700		12/3/2007		6/18/2014	4,938	4,883				0	55
69	X	PIMCO TOTAL RET FD-INST #	693390700		12/3/2007		9/5/2014	3,595	3,536				0	59

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

										Totals	Gross Sales	Cost, Other Basis and Expenses		Net Gain or Loss	
Long Term CG Distributions										Capital Gains/Losses	428,558	387,669		40,889	
Short Term CG Distributions										Other sales	0	0		0	
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	
70	X	PIMCO TOTAL RET FD-INST # 893390700			12/3/2007		9/9/2014	1,933	1,908				0	25	
71	X	PIMCO TOTAL RET FD-INST # 893390700			12/3/2007		9/30/2014	45,409	45,033				0	376	
72	X	PIMCO TOTAL RET FD-INST # 893390700			10/24/2011		9/30/2014	2,044	2,021				0	23	
73	X	PIMCO TOTAL RET FD-INST # 893390700			10/11/2013		9/30/2014	6,011	5,983				0	28	
74	X	PIMCO TOTAL RET FD-INST # 893390700			4/24/2014		9/30/2014	5,006	4,983				0	23	
75	X	PIMCO FOREIGN BD FD USD 893390882			8/12/2011		9/9/2014	1,000	954				0	46	
76	X	RIDGEWORTH SEIX HY BD-I 78828T845			1/28/2011		1/21/2014	9,322	9,483				0	-141	
77	X	RIDGEWORTH SEIX HY BD-I 78828T845			7/12/2013		1/21/2014	6,225	6,345				0	-120	
78	X	RIDGEWORTH SEIX HY BD-I 78828T845			12/17/2010		1/21/2014	3,779	3,744				0	35	
79	X	RIDGEWORTH SEIX HY BD-I 78828T845			12/17/2010		4/22/2014	16,555	16,255				0	300	
80	X	RIDGEWORTH SEIX HY BD-I 78828T845			10/24/2011		4/22/2014	5,217	4,845				0	372	
81	X	T ROWE PRICE SHORT TERM 77957P105			2/11/2013		4/22/2014	9,384	9,462				0	-78	
82	X	T ROWE PRICE SHORT TERM 77957P105			2/11/2013		9/9/2014	1,477	1,498				19	0	
83	X	T ROWE PRICE SHORT TERM 77957P105			2/11/2013		10/22/2014	81	82				0	-1	
84	X	T ROWE PRICE SHORT TERM 77957P105			2/7/2013		10/22/2014	1,489	1,499				0	-10	
85	X	T ROWE PRICE SHORT TERM 77957P105			6/20/2014		10/22/2014	448	448				0	-1	
86	X	T ROWE PRICE SHORT TERM 77957P105			6/20/2014		10/28/2014	5,068	5,078				0	-10	
87	X	T ROWE PRICE INST FLOAT R 77958B402			1/23/2014		10/28/2014	478	485				0	-7	
88	X	SPDR DJ WILSHIRE INTERNA 78483X883			4/28/2011		9/18/2014	526	494				0	32	
89	X	SPDR DJ WILSHIRE INTERNA 78483X883			4/28/2011		9/9/2014	833	782				0	51	
90	X	SPDR DJ WILSHIRE INTERNA 78483X883			4/27/2011		9/9/2014	307	285				0	22	
91	X	VANGUARD TOTAL BOND MA 921937835			9/30/2014		10/22/2014	1,904	1,899				0	5	
92	X	VANGUARD TOTAL BOND MA 921937835			9/30/2014		10/28/2014	5,098	5,859				0	-761	
93	X	VANGUARD FTSE EMERGING 922042858			2/7/2013		1/21/2014	8,015	8,971				0	-956	
94	X	VANGUARD FTSE EMERGING 922042858			10/20/2010		1/21/2014	8,718	8,021				0	-697	
95	X	VANGUARD FTSE EMERGING 922042858			10/20/2010		8/18/2014	2,296	2,496				0	-199	
96	X	VANGUARD FTSE EMERGING 922042858			10/20/2010		9/9/2014	1,288	1,313				0	-25	
97	X	VANGUARD REIT VIPER 922908553			11/19/2012		4/22/2014	72	91				0	-19	
98	X	VANGUARD REIT VIPER 922908553			10/9/2013		4/22/2014	1,080	980				0	100	
99	X	VANGUARD REIT VIPER 922908553			1/28/2011		9/9/2014	2,798	1,885				0	913	
100	X	VANGUARD REIT VIPER 922908553			10/9/2013		9/9/2014	77	85				0	-8	
101	X	VANGUARD REIT VIPER 922908553			12/17/2010		9/9/2014	77	51				0	26	

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

		1,271	0	0	1,271
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,271			1,271

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

		2,432	0	0	2,432
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	GRANT ADMIN FEE	2,432			2,432

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

		987	264	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	264	264		
2	PY EXCISE TAX DUE	213			
3	ESTIMATED EXCISE PAYMENTS	510			

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

		817,629	812,375	895,475
Asset Description		Book Value Beg of Year	Book Value End of Year	FMV End of Year
1			0	
2	ARTISAN INTERNATIONAL FUND 661	0	34,654	47,854
3	DODGE & COX INCOME FD COM 147	0	48,514	50,135
4	HARBOR CAPITAL APRCTON-INST 2012	0	47,077	70,065
5	PIMCO FOREIGN BD FD USD H-INST 103	0	20,693	20,983
6	T ROWE PRICE SHORT TERM BD FD 55	0	39,375	39,038
7	PRINCIPAL GL MULT STRAT-INST #4684	0	9,750	9,750
8	MERGER FUND-INST #301	0	14,212	13,979
9	ARTISAN MID CAP FUND-INSTL 1333	0	28,136	33,737
10	FID ADV EMER MKTS INC- CL I 607	0	14,186	13,652
11	ISHARES S & P 500 INDEX FUND	0	18,641	26,066
12	DREYFUS INTERNATL BOND FD CL I 6094	0	20,989	20,121
13	DODGE & COX INT'L STOCK FD 1048	0	41,140	45,457
14	MFS VALUE FUND-CLASS I 893	0	57,535	74,297
15	DREYFUS EMG MKT DEBT LOC C-I 6083	0	24,159	21,094
16	DRIEHAUS ACTIVE INCOME FUND	0	19,184	19,043
17	JP MORGAN MID CAP VALUE-I 758	0	24,232	35,341
18	ASG GLOBAL ALTERNATIVES-Y 1993	0	19,112	18,696
19	VANGUARD REIT VIPER	0	22,248	35,154
20	AQR MANAGED FUTURES STR-I	0	13,885	14,206
21	STRATTON SM-CAP VALUE FD 37	0	18,747	17,762
22	VANGUARD EMERGING MARKETS ETF	0	14,085	13,887
23	JPMORGAN HIGH YIELD FUND SS 3580	0	34,010	32,974
24	T ROWE PRICE INST FLOAT RATE 170	0	14,322	13,946
25	OPPENHEIMER DEVELOPING MKT-I 799	0	42,223	42,621
26	VANGUARD TOTAL BOND MARKET ETF	0	50,191	50,410
27	SPDR DJ WILSHIRE INTERNATIONAL REA	0	30,383	31,718
28	NEUBERGER BERMAN LONG SH-INS #183	0	33,259	33,361
29	KALMAR GR W/ VAL SM CAP-INS #4	0	15,424	17,662
30	CREDIT SUISSE COMM RT ST-CO 2156	0	42,009	32,466

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

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

1	COST BASIS ADJUSTMENT	1	315
2	MUTUAL FUND & CTF INCOME ADDITIONS	2	1,270
3	Total	3	1,585

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

1	MUTUAL FUND & CTF INCOME SUBTRACTION	1	2,483
2	PY RETURN OF CAPITAL ADJUSTMENT	2	482
3	Total	3	2,965

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

Long Term CG Distributions		Amount		0		411,886		0		318		387,987		24,217		0		24,217	
Short Term CG Distributions		0		0		0		0		0		0		0		0		0	
Description of Property Held		CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F.M.V. as of 12/31/09	Adjusted Basis as of 12/31/09	Excess of FMV Over Adj. Basis	Gain/Loss	Gain/Loss	Gain/Loss	Gain/Loss	Gain/Loss	
1	ARTISAN INTERNATIONAL FUND #661	04314H2024		1/2/2014	1/2/2014	1,574		0	1,149	425	0	0	0	425	0	0	0	425	
2	ARTISAN INTERNATIONAL FUND #661	04314H2024		9/9/2014	9/9/2014	1,059		0	1,131	-72	0	0	0	-72	0	0	0	-72	
3	ARTISAN MID CAP FUND-INS #1333	04314H8000		6/20/2014	9/9/2014	1,059		0	1,131	-72	0	0	0	-72	0	0	0	-72	
4	ARTISAN MID CAP FUND-INS #1333	04314H8000		1/2/2014	4/22/2014	1,103		0	1,111	-8	0	0	0	-8	0	0	0	-8	
5	ARTISAN MID CAP FUND-INS #1333	04314H8000		1/2/2013	4/22/2014	4,629		0	4,038	790	0	0	0	790	0	0	0	790	
6	CREDIT SUISSE COMM RET BT #12156	22544R305		10/1/2010	6/18/2014	3,585		0	3,585	0	0	0	0	0	0	0	0	0	
7	CREDIT SUISSE COMM RET BT #12156	22544R305		10/1/2010	6/18/2014	13,030		0	15,278	-2,248	0	0	0	-2,248	0	0	0	-2,248	
8	CREDIT SUISSE COMM RET BT #12156	22544R305		10/1/2010	9/9/2014	1,093		299	1,392	0	0	0	0	0	0	0	0	0	
9	DIAMOND HILL LONG-SHORT FD CL 1#	2526AS333		8/10/2012	8/1/2014	968		0	751	217	0	0	0	217	0	0	0	217	
10	DIAMOND HILL LONG-SHORT FD CL 1#	2526AS333		8/10/2012	9/9/2014	968		0	968	0	0	0	0	0	0	0	0	0	
11	DIAMOND HILL LONG-SHORT FD CL 1#	2526AS333		12/1/2010	10/22/2014	12,386		0	8,662	3,724	0	0	0	3,724	0	0	0	3,724	
12	DIAMOND HILL LONG-SHORT FD CL 1#	2526AS333		10/23/2011	10/22/2014	8,338		0	2,780	1,058	0	0	0	1,058	0	0	0	1,058	
13	DIAMOND HILL LONG-SHORT FD CL 1#	2526AS333		8/10/2012	10/22/2014	2,078		0	1,629	449	0	0	0	449	0	0	0	449	
14	DREYFUS EMG MKT DEBT LOC C-1 #650	251980494		12/1/2010	8/1/2014	7,065		0	7,065	0	0	0	0	0	0	0	0	0	
15	DREYFUS EMG MKT DEBT LOC C-1 #650	251980494		8/10/2012	8/1/2014	29		0	30	-1	0	0	0	-1	0	0	0	-1	
16	DREYFUS EMG MKT DEBT LOC C-1 #650	251980494		2/14/2012	8/1/2014	559		0	559	0	0	0	0	0	0	0	0	0	
17	DREYFUS INTERNATIONAL BOND FD CL 1#	251980568		6/20/2014	10/22/2014	1,063		0	1,078	15	0	0	0	15	0	0	0	15	
18	DRIEHAUS ACTIVE INCOME FUND	260208855		2/11/2013	1/21/2014	4,483		0	4,483	0	0	0	0	0	0	0	0	0	
19	DRIEHAUS ACTIVE INCOME FUND	260208855		7/12/2013	1/21/2014	4,240		0	4,213	27	0	0	0	27	0	0	0	27	
20	DRIEHAUS ACTIVE INCOME FUND	260208855		7/12/2013	6/18/2014	14,236		0	14,159	79	0	0	0	79	0	0	0	79	
21	DRIEHAUS ACTIVE INCOME FUND	260208855		10/1/2013	8/1/2014	4,321		0	4,288	33	0	0	0	33	0	0	0	33	
22	EATON VANCE GLOBAL MACRO - I #800	277923728		7/12/2013	10/22/2014	5,412		0	5,412	0	0	0	0	0	0	0	0	0	
23	EATON VANCE GLOBAL MACRO - I #800	277923728		1/2/2014	10/22/2014	5,375		0	5,412	37	0	0	0	37	0	0	0	37	
24	JP MORGAN MID CAP VALUE I #758	339128100		6/20/2014	9/9/2014	2,029		0	2,009	20	0	0	0	20	0	0	0	20	
25	HARBOR CAPITAL APFRCN-INST #20	411511504		10/1/2010	1/21/2014	4,718		0	2,752	1,966	0	0	0	1,966	0	0	0	1,966	
26	HARBOR CAPITAL APFRCN-INST #20	411511504		4/24/2014	8/1/2014	1,653		0	1,618	35	0	0	0	35	0	0	0	35	
27	HARBOR CAPITAL APFRCN-INST #20	411511504		10/1/2010	8/1/2014	10,676		0	5,129	5,547	0	0	0	5,547	0	0	0	5,547	
28	HARBOR CAPITAL APFRCN-INST #20	411511504		10/1/2010	9/9/2014	4,874		0	2,685	2,189	0	0	0	2,189	0	0	0	2,189	
29	ISHARES CORE S & P 500 ETF	464287200		8/8/2012	1/21/2014	1,480		0	1,125	355	0	0	0	355	0	0	0	355	
30	ISHARES CORE S & P 500 ETF	464287200		8/8/2012	1/19/2014	1,176		0	932	244	0	0	0	244	0	0	0	244	
31	ISHARES CORE S & P 500 ETF	464287200		5/8/2012	9/9/2014	2,096		0	844	1,252	0	0	0	1,252	0	0	0	1,252	
32	JP MORGAN HIGH YIELD FUND SS #358	4612C0003		4/24/2014	10/28/2014	278		0	278	0	0	0	0	0	0	0	0	0	
33	KEELEY SMALL CAP VAL FUND CL #2251	487300808		5/10/2012	1/21/2014	1,306		0	858	451	0	0	0	451	0	0	0	451	
34	KEELEY SMALL CAP VAL FUND CL #2251	487300808		12/1/2010	5/1/2014	2,501		0	5,017	2,511	0	0	0	2,511	0	0	0	2,511	
35	KEELEY SMALL CAP VAL FUND CL #2251	487300808		8/12/2011	6/19/2014	11,037		0	8,311	2,726	0	0	0	2,726	0	0	0	2,726	
36	KEELEY SMALL CAP VAL FUND CL #2251	487300808		5/10/2012	6/18/2014	1,031		0	561	470	0	0	0	470	0	0	0	470	
37	DODGE & COX INTL STOCK FUND #1048	256206103		5/18/2008	1/21/2014	1,728		0	1,643	85	0	0	0	85	0	0	0	85	
38	DODGE & COX INTL STOCK FUND #1048	256206103		5/18/2008	9/9/2014	1,620		0	1,534	86	0	0	0	86	0	0	0	86	
39	DODGE & COX INCOME FUND COM #147	256210105		2/11/2013	1/21/2014	2,774		0	2,774	0	0	0	0	0	0	0	0	0	
40	DODGE & COX INCOME FUND COM #147	256210105		2/11/2013	6/18/2014	5,266		0	5,243	23	0	0	0	23	0	0	0	23	
41	DODGE & COX INCOME FUND COM #147	256210105		2/11/2013	9/9/2014	3,315		0	3,301	14	0	0	0	14	0	0	0	14	
42	DODGE & COX INCOME FUND COM #147	256210105		1/28/2013	9/9/2014	1,965		0	1,904	61	0	0	0	61	0	0	0	61	
43	DODGE & COX INCOME FUND COM #147	256210105		2/11/2013	10/22/2014	1,993		0	1,894	99	0	0	0	99	0	0	0	99	
44	DODGE & COX INCOME FUND COM #147	256210105		4/24/2014	10/22/2014	4,431		0	4,265	166	0	0	0	166	0	0	0	166	
45	DODGE & COX INCOME FUND COM #147	256210105		4/24/2014	10/28/2014	4,424		0	4,396	28	0	0	0	28	0	0	0	28	
46	DODGE & COX INCOME FUND COM #147	256210105		1/21/2013	10/28/2014	3,543		0	3,520	23	0	0	0	23	0	0	0	23	
47	LAUDUS MONDRIAN INTL FI INST #2942	518550655		12/1/2010	4/22/2014	14,910		0	15,860	-950	0	0	0	-950	0	0	0	-950	
48	LAUDUS MONDRIAN INTL FI INST #2942	518550655		7/12/2013	4/22/2014	2,274		0	2,220	54	0	0	0	54	0	0	0	54	
49	LAUDUS MONDRIAN INTL FI INST #2942	518550655		1/23/2014	4/22/2014	2,630		0	2,678	-48	0	0	0	-48	0	0	0	-48	
50	MF'S VALUE FUND-CLASS I #993	562983694		2/14/2012	1/21/2014	2,401		0	1,630	771	0	0	0	771	0	0	0	771	
51	MF'S VALUE FUND-CLASS I #993	562983694		6/20/2014	9/9/2014	1,701		0	1,690	11	0	0	0	11	0	0	0	11	
52	MERGER FD SH BEN INT #260	589509108		12/1/2010	6/18/2014	4,588		0	4,117	471	0	0	0	471	0	0	0	471	
53	MERGER FD SH BEN INT #260	589509108		12/8/2011	8/1/2014	482		0	443	39	0	0	0	39	0	0	0	39	
54	MERGER FD SH BEN INT #260	589509108		7/12/2013	8/8/2014	8,077		0	8,894	-817	0	0	0	-817	0	0	0	-817	
55	MERGER FD SH BEN INT #260	589509108		12/8/2011	7/8/2014	768		0	768	0	0	0	0	0	0	0	0	0	
56	ASG GLOBAL ALTERNATIVES-Y #1993	638721885		7/12/2013	1/21/2014	3,372		0	3,392	-20	0	0	0	-20	0	0	0	-20	
57	ASG GLOBAL ALTERNATIVES-Y #1993	638721885		7/12/2013	6/18/2014	3,932		0	4,002	-70	0	0	0	-70	0	0	0	-70	
58	ASG GLOBAL ALTERNATIVES-Y #1993	638721885		7/12/2013	9/9/2014	1,006		0	1,006	0	0	0	0	0	0	0	0	0	
59	NEUBERGER BERMAN LONG SH-INS #1	84128R508		6/20/2014	9/9/2014	1,281		0	1,241	40	0	0	0	40	0	0	0	40	
60	NUVEEN HIGH YIELD MUNI BD-R #1668	870650772		6/20/2014	9/9/2014	969		0	969	0	0	0	0	0	0	0	0	0	
61	NUVEEN HIGH YIELD MUNI BD-R #1668	870650772		6/20/2014	10/28/2014	1,103		0	1,011	92	0	0	0	92	0	0	0	92	
62	NUVEEN HIGH YIELD MUNI BD-R #1668	870650772		4/24/2014	12/19/2014	15,176		0	14,480	696	0	0	0	696	0	0	0	696	
63	NUVEEN HIGH YIELD MUNI BD-R #1668	870650772		6/20/2014	9/9/2014	925		0	925	0	0	0	0	0	0	0	0	0	
64	OPPENHEIMER DEVELOPING MKT-Y #7	883974305		2/11/2013	8/18/2014	6,015		0	5,431	584	0	0	0	584	0	0	0	584	
65	OPPENHEIMER DEVELOPING MKT-Y #7	883974305		2/11/2013	9/9/2014	3,020		0	2,642	378	0	0	0	378	0	0	0	378	
66	OPPENHEIMER DEVELOPING MKT-Y #7	883974305		12/1/2010	9/9/2014	1,745		0	1,745	0	0	0	0	0	0	0	0	0	
67	PIMCO TOTAL RET FD-INST #35	069390700		10/1/2013	1/21/2014	1,877		0	1,686	191	0	0	0	191	0	0	0	191	
68	PIMCO TOTAL RET FD-INST #35	069390700		12/3/2007	9/9/2014	4,938		0	4,983	-45	0	0	0	-45	0	0	0	-45	
69	PIMCO TOTAL RET FD-INST #35	069390700		12/3/2007	9/9/2014	3,595		0	3,530	65	0	0	0	65	0	0	0	65	
70	PIMCO TOTAL RET FD-INST #35	069390700		12/3/2007	9/9/2014	1,933		0	1,906	27	0	0	0	27	0	0	0	27	
71	PIMCO TOTAL RET FD-INST #35	069390700		12/3/2007	9/30/2014	45,498		0	45,033	465	0	0	0	465	0	0	0	465	
72	PIMCO TOTAL RET FD-INST #35	069390700		10/24/2011	9/30/2014	2,044		0	2,021	23	0	0	0	23	0	0	0	23	
73	PIMCO TOTAL RET FD-INST #35	069390700		10/1/2013	10/30/2014	6,011		0	5,983	28	0	0	0	28	0	0	0	28	
74	PIMCO TOTAL RET FD-INST #35	069390700		4/24/2014	9/30/2014	5,008		0	4,983	25	0	0	0	25					

[illegible]

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

											16,368	0	0
	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account	
1	Wells Fargo Bank N.A. Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	14 888			
2	STEPHEN R STEINBURG		307 BERMUDA TOWN ROW	MOUNT PLEASANT	SC	29464		DIRECTOR	0 00	500			
3	SONIA C CHERRY		101 COOPER DR	SANTEE	SC	29142		DIRECTOR	0 00	500			
4	SUE DANIELS		PO BOX 682	ELLOREE	SC	29047		DIRECTOR	0 00	500			

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

	Date		Amount
1 Credit from prior year return		1	0
2 First quarter estimated tax payment	5/7/2014	2	128
3 Second quarter estimated tax payment	6/11/2014	3	127
4 Third quarter estimated tax payment	9/9/2014	4	128
5 Fourth quarter estimated tax payment	12/9/2014	5	127
6 Other payments		6	
7 Total		7	510

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

1	Distributable amounts for 2013 that remained undistributed at the beginning of the 2014 tax year	1	20,419
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	20,419