efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491132010245

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
C A CANNON CHAR TRUST NO 3

A Employer identification number
58-1360259

Number and street (or P O box number if mail is not delivered to street address)
1525 W WT HARRIS BLVD D1114-044

Room/suite

B Telephone number (see instructions)
(704) 262-2347

City or town, state or province, country, and ZIP or foreign postal code
CHARLOTTE, NC 28262

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)* ▶$ 20,001,636

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))*

		Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1		Contributions, gifts, grants, etc , received (attach schedule)				
	2		Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3		Interest on savings and temporary cash investments				
	4		Dividends and interest from securities	540,523	522,787		
	5a		Gross rents				
	b		Net rental income or (loss)				
	6a		Net gain or (loss) from sale of assets not on line 10	869,899			
	b		Gross sales price for all assets on line 6a 3,671,607				
	7		Capital gain net income (from Part IV, line 2)		869,899		
	8		Net short-term capital gain			0	
	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)	135	135		
	12		**Total.** Add lines 1 through 11	1,410,557	1,392,821		
Operating and Administrative Expenses	13		Compensation of officers, directors, trustees, etc	137,738	103,303		34,434
	14		Other employee salaries and wages		0	0	0
	15		Pension plans, employee benefits		0	0	
	16a		Legal fees (attach schedule)	7,254	0	0	7,254
	b		Accounting fees (attach schedule)	400	0	0	400
	c		Other professional fees (attach schedule)				0
	17		Interest				0
	18		Taxes (attach schedule) (see instructions)	22,186	11,721		0
	19		Depreciation (attach schedule) and depletion	0	0		
	20		Occupancy				
	21		Travel, conferences, and meetings		0	0	
	22		Printing and publications		0	0	
	23		Other expenses (attach schedule)	11,005	311		10,694
	24		**Total operating and administrative expenses.** Add lines 13 through 23	178,583	115,335	0	52,782
	25		Contributions, gifts, grants paid	656,335			656,335
	26		**Total expenses and disbursements.** Add lines 24 and 25	834,918	115,335	0	709,117
	27		Subtract line 26 from line 12				
	a		**Excess of revenue over expenses and disbursements**	575,639			
	b		**Net investment income** (if negative, enter -0-)		1,277,486		
	c		**Adjusted net income** (if negative, enter -0-)			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	187	327	327
2	Savings and temporary cash investments	414,346	735,788	735,788
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶		0	0
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 ▶ 0			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)	1,025,902	1,337,618	1,351,382
b	Investments—corporate stock (attach schedule)	9,908,000	9,588,930	16,458,723
c	Investments—corporate bonds (attach schedule)	1,087,815	1,284,552	1,316,552
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	76,721	139,057	138,864
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)	12,512,971	13,086,272	20,001,636
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	
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	12,512,971	13,086,272	
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)	12,512,971	13,086,272	
31	Total liabilities and net assets/fund balances (see instructions)	12,512,971	13,086,272	

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	12,512,971
2	Enter amount from Part I, line 27a	2	575,639
3	Other increases not included in line 2 (itemize) ▶	3	14
4	Add lines 1, 2, and 3	4	13,088,624
5	Decreases not included in line 2 (itemize) ▶	5	2,352
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	13,086,272

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

	(i) 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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
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	869,899
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	700,016	19,326,613	0 03622
2012	0	0	0 0
2011	0	0	0 0
2010	0	0	0 0
2009	0	0	0 0

2	**Total** of line 1, column (d).	2	0 03622
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 007244
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	19,434,002
5	Multiply line 4 by line 3.	5	140,780
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	12,775
7	Add lines 5 and 6.	7	153,555
8	Enter qualifying distributions from Part XII, line 4.	8	709,117

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	12,775
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	12,775
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	12,775
6	Credits/Payments				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	8,484		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	0		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	8,484
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	4,291
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 0 **Refunded** ▶			11	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?	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)*

			Yes	No
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 ▶

14 The books are in care of ▶WELLS FARGO BANK NA Telephone no ▶(704) 262-2347

Located at ▶1525 WEST W T HARRIS BLVD CHARLOTTE NC ZIP+4 ▶28288

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☑ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☑ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		No
	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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ 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		No
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 ▶				0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		0

Part IX-A **Summary of Direct Charitable Activities**

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

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

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

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	19,090,817
b	Average of monthly cash balances		1b	639,134
c	Fair market value of all other assets (see instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	19,729,951
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0		
2	Acquisition indebtedness applicable to line 1 assets		2	0
3	Subtract line 2 from line 1d		3	19,729,951
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	295,949
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	19,434,002
6	**Minimum investment return.** Enter 5% of line 5		6	971,700

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	971,700
2a	Tax on investment income for 2014 from Part VI, line 5	2a 12,775		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	12,775
3	Distributable amount before adjustments Subtract line 2c from line 1		3	958,925
4	Recoveries of amounts treated as qualifying distributions		4	0
5	Add lines 3 and 4		5	958,925
6	Deduction from distributable amount (see instructions)		6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	958,925

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	709,117
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	709,117
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	12,775
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	696,342

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				958,925
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			257,832	
b Total for prior years 2012 , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009. 0				
b From 2010. 0				
c From 2011. 0				
d From 2012. 0				
e From 2013. 0				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 709,117				
a Applied to 2013, but not more than line 2a			257,832	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2014 distributable amount.				451,285
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				507,640
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .	0			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2010. . . . 0				
b Excess from 2011. . . . 0				
c Excess from 2012. . . . 0				
d Excess from 2013. . . . 0				
e Excess from 2014. . . . 0				

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			
	(a) 2014	**(b)** 2013	**(c)** 2012	**(d)** 2011	**(e) Total**
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))

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				656,335
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) 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	540,523	
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	869,899	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a GENERAL ELECTRIC R			01	135	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				1,410,557	

13 Total. Add line 12, columns (b), (d), and (e). **13** 1,410,557

(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

******	2015-05-07	******
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
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

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)
20000 AMGEN INC 4 850% 11/18/14		2012-03-22	2014-11-18
2000 APACHE CORP COM RTS EXP 01/31/2006		2012-02-08	2014-09-23
25000 BANK OF AMERICA CORP 7 375% 5/15/14		2009-05-08	2014-05-15
30000 BANK OF NEW YORK MEL 4 300% 5/15/14		2012-06-21	2014-03-11
534 84 VR BEAR STEARNS CO 5 68582% 9/11/38		2006-06-09	2014-01-11
403 VR BEAR STEARNS CO 5 68582% 9/11/38		2006-06-09	2014-02-11
531 23 VR BEAR STEARNS CO 5 68582% 9/11/38		2006-06-09	2014-03-11
403 26 VR BEAR STEARNS CO 5 68582% 9/11/38		2006-06-09	2014-04-11
497 36 VR BEAR STEARNS CO 5 68582% 9/11/38		2006-06-09	2014-05-11
2220 14 VR BEAR STEARNS CO 5 68582% 9/11/38		2006-06-09	2014-06-11

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)
20,000		21,946	-1,946
190,609		208,223	-17,614
25,000		24,861	139
30,204		32,050	-1,846
535		538	-3
403		405	-2
531		534	-3
403		405	-2
497		500	-3
2,220		2,232	-12

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	
			-1,946
			-17,614
			139
			-1,846
			-3
			-2
			-3
			-2
			-3
			-12

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)
1908 32 VR BEAR STEARNS CO 5 68582% 9/11/38		2006-06-09	2014-07-11
08 BEAR STEARNS MTG SECS INC MTG PASS THRU CTF SER 1998-2 CL B		2002-02-21	2014-01-03
1 BEAR STEARNS MTG SECS INC MTG PASS THRU CTF SER 1998-2 CL B		2002-02-21	2014-02-01
08 BEAR STEARNS MTG SECS INC MTG PASS THRU CTF SER 1998-2 CL B		2002-02-21	2014-03-04
08 BEAR STEARNS MTG SECS INC MTG PASS THRU CTF SER 1998-2 CL B		2002-02-21	2014-04-01
72 BEAR STEARNS MTG SECS INC MTG PASS THRU CTF SER 1998-2 CL B		2002-02-21	2014-05-02
08 BEAR STEARNS MTG SECS INC MTG PASS THRU CTF SER 1998-2 CL B		2002-02-21	2014-06-03
08 BEAR STEARNS MTG SECS INC MTG PASS THRU CTF SER 1998-2 CL B		2002-02-21	2014-07-02
08 BEAR STEARNS MTG SECS INC MTG PASS THRU CTF SER 1998-2 CL B		2002-02-21	2014-08-01
08 BEAR STEARNS MTG SECS INC MTG PASS THRU CTF SER 1998-2 CL B		2002-02-21	2014-09-01

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)
1,908		1,919	-11
1		1	

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

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)
08 BEAR STEARNS MTG SECS INC MTG PASS THRU CTF SER 1998-2 CL B		2002-02-21	2014-10-02
08 BEAR STEARNS MTG SECS INC MTG PASS THRU CTF SER 1998-2 CL B		2002-02-21	2014-11-01
07 BEAR STEARNS MTG SECS INC MTG PASS THRU CTF SER 1998-2 CL B		2002-02-21	2014-12-03
3000 CVS CAREMARK CORP 5 750% 6/01/17		2009-10-27	2014-08-20
35000 CITIGROUP INC 1 250% 1/15/16		2013-04-11	2014-12-09
860 CONOCOPHILLIPS COM		2008-12-09	2014-09-23
4500 CONOCOPHILLIPS COM		2002-06-04	2014-11-19
15000 DIAGEO PLC 7 375% 1/15/14		2008-10-17	2014-01-15
25000 DIRECTV HLDG/FIN INC 3 500% 3/01/16		2011-07-05	2014-03-06
24266 49 DODGE & COX INT'L STOCK FD # 1048		2009-12-23	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)
3,379		3,219	160
35,196		35,157	39
68,038		32,305	35,733
324,568		97,881	226,687
15,000		15,082	-82
26,218		25,852	366
1,100,000		773,956	326,044

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	
			160
			39
			35,733
			226,687
			-82
			366
			326,044

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)
395 02 FHLMC POOL #J15186 4 000% 4/01/26		2011-12-13	2014-01-15
319 16 FHLMC POOL #J15186 4 000% 4/01/26		2011-12-13	2014-02-15
289 64 FHLMC POOL #J15186 4 000% 4/01/26		2011-12-13	2014-03-15
136 05 FHLMC POOL #J15186 4 000% 4/01/26		2011-12-13	2014-04-15
200 59 FHLMC POOL #J15186 4 000% 4/01/26		2011-12-13	2014-05-15
196 87 FHLMC POOL #J15186 4 000% 4/01/26		2011-12-13	2014-06-15
235 42 FHLMC POOL #J15186 4 000% 4/01/26		2011-12-13	2014-07-15
254 49 FHLMC POOL #J15186 4 000% 4/01/26		2011-12-13	2014-08-15
367 07 FHLMC POOL #J15186 4 000% 4/01/26		2011-12-13	2014-09-15
223 22 FHLMC POOL #J15186 4 000% 4/01/26		2011-12-13	2014-10-15

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)
395		415	-20
319		336	-17
290		305	-15
136		143	-7
201		211	-10
197		207	-10
235		248	-13
254		268	-14
367		386	-19
223		235	-12

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	
			-20
			-17
			-15
			-7
			-10
			-10
			-13
			-14
			-19
			-12

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)
251 3 FHLMC POOL #J15186 4 000% 4/01/26		2011-12-13	2014-11-15
369 31 FHLMC POOL #J15186 4 000% 4/01/26		2011-12-13	2014-12-15
2718 91 FHLMC POOL #E02909 5 000% 6/01/26		2012-03-13	2014-01-15
69 02 FHLMC POOL #E02909 5 000% 6/01/26		2012-03-13	2014-02-15
78 07 FHLMC POOL #E02909 5 000% 6/01/26		2012-03-13	2014-03-15
69 91 FHLMC POOL #E02909 5 000% 6/01/26		2012-03-13	2014-04-15
69 97 FHLMC POOL #E02909 5 000% 6/01/26		2012-03-13	2014-05-15
2028 17 FHLMC POOL #E02909 5 000% 6/01/26		2012-03-13	2014-06-15
60 FHLMC POOL #E02909 5 000% 6/01/26		2012-03-13	2014-07-15
60 26 FHLMC POOL #E02909 5 000% 6/01/26		2012-03-13	2014-08-15

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)
251		264	-13
369		388	-19
2,719		2,939	-220
69		75	-6
78		84	-6
70		76	-6
70		76	-6
2,028		2,192	-164
60		65	-5
60		65	-5

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	
			-13
			-19
			-220
			-6
			-6
			-6
			-6
			-164
			-5
			-5

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)
60 52 FHLMC POOL #E02909 5 000% 6/01/26		2012-03-13	2014-09-15
69 3 FHLMC POOL #E02909 5 000% 6/01/26		2012-03-13	2014-10-15
61 09 FHLMC POOL #E02909 5 000% 6/01/26		2012-03-13	2014-11-15
61 36 FHLMC POOL #E02909 5 000% 6/01/26		2012-03-13	2014-12-15
80000 FED NATL MTG ASSN STRIP 5/15/14		2005-03-11	2014-05-15
20000 FED NATL MTG ASSN 0 875% 8/28/14		2012-11-19	2014-06-30
547 3 FED NATL MTG ASSN 2 250% 12/25/40		2014-06-03	2014-07-25
542 74 FED NATL MTG ASSN 2 250% 12/25/40		2014-06-03	2014-08-25
538 22 FED NATL MTG ASSN 2 250% 12/25/40		2014-06-03	2014-09-25
533 73 FED NATL MTG ASSN 2 250% 12/25/40		2014-06-03	2014-10-25

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)
61		65	-4
69		75	-6
61		66	-5
61		66	-5
80,000		80,000	
20,025		20,215	-190
547		549	-2
543		544	-1
538		539	-1
534		535	-1

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
			-6
			-5
			-5
			-190
			-2
			-1
			-1
			-1

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)
529 29 FED NATL MTG ASSN 2 250% 12/25/40		2014-06-03	2014-11-25
524 87 FED NATL MTG ASSN 2 250% 12/25/40		2014-06-03	2014-12-25
60 8 FNMA POOL #255529 4 500% 11/01/14		2006-01-06	2014-01-25
68 64 FNMA POOL #255529 4 500% 11/01/14		2006-01-06	2014-02-25
59 44 FNMA POOL #255529 4 500% 11/01/14		2006-01-06	2014-03-25
55 51 FNMA POOL #255529 4 500% 11/01/14		2006-01-06	2014-04-25
51 61 FNMA POOL #255529 4 500% 11/01/14		2006-01-06	2014-05-25
43 37 FNMA POOL #255529 4 500% 11/01/14		2006-01-06	2014-06-25
40 3 FNMA POOL #255529 4 500% 11/01/14		2006-01-06	2014-07-25
38 5 FNMA POOL #255529 4 500% 11/01/14		2006-01-06	2014-08-25

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)
529		530	-1
525		526	-1
61		60	1
69		68	1
59		59	
56		55	1
52		51	1
43		43	
40		40	
39		38	1

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
			-1
			1
			1
			1
			1
			1

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)
37 78 FNMA POOL #255529 4 500% 11/01/14		2006-01-06	2014-09-25
20 9 FNMA POOL #255529 4 500% 11/01/14		2006-01-06	2014-10-25
1 72 FNMA POOL #255529 4 500% 11/01/14		2006-01-06	2014-11-25
15000 FED HOME LN MTG CORP 1 000% 8/27/14		2011-09-26	2014-08-27
259 76 FNMA POOL #AO5472 3 500% 7/01/42		2012-12-10	2014-01-25
352 65 FNMA POOL #AO5472 3 500% 7/01/42		2012-12-10	2014-02-25
250 99 FNMA POOL #AO5472 3 500% 7/01/42		2012-12-10	2014-03-25
189 99 FNMA POOL #AO5472 3 500% 7/01/42		2012-12-10	2014-04-25
264 54 FNMA POOL #AO5472 3 500% 7/01/42		2012-12-10	2014-05-25
448 74 FNMA POOL #AO5472 3 500% 7/01/42		2012-12-10	2014-06-25

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)
38		37	1
21		21	
2		2	
15,000		15,170	-170
260		278	-18
353		378	-25
251		269	-18
190		203	-13
265		283	-18
449		480	-31

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
			-170
			-18
			-25
			-18
			-13
			-18
			-31

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)
361 78 FNMA POOL #AO5472 3 500% 7/01/42		2012-12-10	2014-07-25
353 76 FNMA POOL #AO5472 3 500% 7/01/42		2012-12-10	2014-08-25
403 71 FNMA POOL #AO5472 3 500% 7/01/42		2012-12-10	2014-09-25
227 96 FNMA POOL #AO5472 3 500% 7/01/42		2012-12-10	2014-10-25
163 94 FNMA POOL #AO5472 3 500% 7/01/42		2012-12-10	2014-11-25
212 16 FNMA POOL #AO5472 3 500% 7/01/42		2012-12-10	2014-12-25
2 47 FNMA POOL #649215 6 500% 7/01/32		2002-09-12	2014-01-25
2 48 FNMA POOL #649215 6 500% 7/01/32		2002-09-12	2014-02-25
2 5 FNMA POOL #649215 6 500% 7/01/32		2002-09-12	2014-03-25
2 51 FNMA POOL #649215 6 500% 7/01/32		2002-09-12	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)
362		387	-25
354		379	-25
404		432	-28
228		244	-16
164		175	-11
212		227	-15
2		3	-1
2		3	-1
3		3	
3		3	

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
			-25
			-28
			-16
			-11
			-15
			-1
			-1

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)
670 47 FNMA POOL #649215 6 500% 7/01/32		2002-09-12	2014-05-25
82 FNMA POOL #649215 6 500% 7/01/32		2002-09-12	2014-06-25
83 FNMA POOL #649215 6 500% 7/01/32		2002-09-12	2014-07-25
88 FNMA POOL #649215 6 500% 7/01/32		2002-09-12	2014-08-25
84 FNMA POOL #649215 6 500% 7/01/32		2002-09-12	2014-09-25
84 FNMA POOL #649215 6 500% 7/01/32		2002-09-12	2014-10-25
85 FNMA POOL #649215 6 500% 7/01/32		2002-09-12	2014-11-25
85 FNMA POOL #649215 6 500% 7/01/32		2002-09-12	2014-12-25
353 22 FNMA POOL #890379 5 000% 12/01/20		2012-02-13	2014-01-25
331 73 FNMA POOL #890379 5 000% 12/01/20		2012-02-13	2014-02-25

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)
670		696	-26
1		1	
1		1	
1		1	
1		1	
1		1	
1		1	
1		1	
353		383	-30
332		360	-28

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
			-30
			-28

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)
302 35 FNMA POOL #890379 5 000% 12/01/20		2012-02-13	2014-03-25
373 95 FNMA POOL #890379 5 000% 12/01/20		2012-02-13	2014-04-25
295 58 FNMA POOL #890379 5 000% 12/01/20		2012-02-13	2014-05-25
304 09 FNMA POOL #890379 5 000% 12/01/20		2012-02-13	2014-06-25
399 68 FNMA POOL #890379 5 000% 12/01/20		2012-02-13	2014-07-25
360 08 FNMA POOL #890379 5 000% 12/01/20		2012-02-13	2014-08-25
227 93 FNMA POOL #890379 5 000% 12/01/20		2012-02-13	2014-09-25
231 14 FNMA POOL #890379 5 000% 12/01/20		2012-02-13	2014-10-25
258 FNMA POOL #890379 5 000% 12/01/20		2012-02-13	2014-11-25
226 96 FNMA POOL #890379 5 000% 12/01/20		2012-02-13	2014-12-25

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)
302		328	-26
374		405	-31
296		320	-24
304		330	-26
400		433	-33
360		390	-30
228		247	-19
231		251	-20
258		280	-22
227		246	-19

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-26
			-31
			-24
			-26
			-33
			-30
			-19
			-20
			-22
			-19

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
3000 JP MORGAN CHASE & CO COM		2009-03-24	2014-09-23
1500 MICROSOFT CORP COM		2001-03-30	2014-09-23
2350 NEWS CORP/NEW		2011-10-13	2014-01-13
375 NOW INC/SH		2013-05-13	2014-06-19
3400 PEPSICO INC COM		2009-12-23	2014-02-20
6600 REPUBLIC SVCS INC COM		2011-03-09	2014-05-16
900 THERMO ELECTRON CORP COM W/RTS ATTACHED EXP 01/29/2006		2012-11-19	2014-01-13
20000 14971 US TREASURY NOTE 3 250% 5/31/16		2013-11-26	2014-11-06
4999 85029 US TREASURY NOTE 3 250% 5/31/16		2013-11-26	2014-11-06
40000 US TREASURY NOTE 2 500% 4/30/15		2013-06-07	2014-09-23

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)
183,042		96,649	86,393
70,229		41,906	28,323
40,523		17,189	23,334
12,695		10,224	2,471
266,279		211,950	54,329
229,070		198,019	31,051
102,986		55,106	47,880
20,893		21,428	-535
5,223		5,357	-134
40,589		41,853	-1,264

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	
			86,393
			28,323
			23,334
			2,471
			54,329
			31,051
			47,880
			-535
			-134
			-1,264

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)
30000 US TREASURY NOTE 1 250% 10/31/15		2013-12-20	2014-01-28
45000 US TREASURY NOTE 1 250% 10/31/15		2013-12-20	2014-06-30
75000 US TREASURY NOTE 2 750% 12/31/17		2014-06-06	2014-10-08
35000 US TREASURY NOTE 3 625% 2/15/21		2011-07-05	2014-06-06
10000 US TREASURY NOTE 1 750% 5/15/23		2013-07-29	2014-03-11
35000 US TREASURY NOTE 2 750% 11/15/23		2014-05-14	2014-06-10
30000 US TREASURY NOTE 2 500% 5/15/24		2014-06-30	2014-10-08
009 VERIZON COMMUNICATIONS COM		2014-02-25	2014-03-04
2367 VERIZON COMMUNICATIONS COM		2014-02-25	2014-04-17
0905 VODAFONE GROUP PLC-SP ADR		2012-11-19	2014-02-28

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)
30,493		30,506	-13
45,636		45,738	-102
79,037		79,313	-276
38,407		36,329	2,078
9,224		9,272	-48
35,484		35,562	-78
30,476		29,947	529
111,783		113,888	-2,105
4		4	

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	
			-13
			-102
			-276
			2,078
			-48
			-78
			529
			-2,105

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)
4909 VODAFONE GROUP PLC-SP ADR		2012-11-19	2014-09-15
3000 WAL MART STORES INC COM		2011-01-14	2014-11-04
CAPITAL GAIN DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
160,357		228,040	-67,683
230,536		146,773	83,763
			15,252

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	
			-67,683
			83,763

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
Wells Fargo Bank NA 1525 West WT Harris Blvd D1114-044 Charlotte, NC 28288	Co Trustee 40	88,546		
Robert C Hayes 868 N Church St Concord, NC 28025	Co-Trustee 2	12,298		
William C Cannon Jr 868 N Church St Concord, NC 28025	Co-Trustee 2	12,298		
Joseph C Hunter 868 N Church St Concord, NC 28025	Co-Trustee 2	12,298		
Edwin Outen 868 N Church St Concord, NC 28025	Co-Trustee 2	12,298		

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*				
DAVIDSON COLLEGE P O BOX 7162 DAVIDSON,NC 28035	NONE	PC	GENERAL	100,000
QUEENS UNIVERSITY 1900 SELWYN AVENUE CHARLOTTE,NC 28274	NONE	PC	GENERAL	100,000
DUKE UNIVERSITY SCHOOL OF LAW P O BOX 90362 DURHAM,NC 27708	NONE	PC	GENERAL	262,535
CMC-NORTHEAST MEDICAL CENTER 920 CHURCH STREET NORTH CONCORD,NC 28025	NONE	PC	SUPPORT	93,800
CONVERSE COLLEGE 580 EAST MAIN ST Spartanburg,SC 29302	NONE	PC	SUPPORT	100,000
Total . . . . ▶ **3a**				656,335

TY 2014 Accounting Fees Schedule

Name: C A CANNON CHAR TRUST NO 3

EIN: 58-1360259

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	400			400

TY 2014 Investments Corporate Bonds Schedule

Name: C A CANNON CHAR TRUST NO 3

EIN: 58-1360259

Name of Bond	End of Year Book Value	End of Year Fair Market Value
00206RAM4 AT&T INC	34,842	39,004
00440EAJ6 ACE INA HOLDING	6,995	7,637
00440EAL1 ACE INA HOLDINGS	4,985	5,085
0258M0DC0 AMERICAN EXPRESS CRE	26,144	25,735
031162AJ9 AMGEN INC		
031162BG4 AMGEN INC	15,866	16,098
04621XAE8 ASSURANT INC	19,988	20,192
055451AH1 BHP BILLITON FIN USA	4,984	5,877
055451AL2 BHP BILLITON FIN USA	26,220	25,819
06051GDY2 BANK OF AMERICA CORP		
06406HBL2 BANK OF NEW YORK MEL		
064149A64 BANK OF NOVA SCOTIA	31,686	30,047
06739FGF2 BARCLAYS BANK PLC	37,568	37,296
12189TBC7 BURLINGTN NORTH SANT	19,965	22,109
126650BH2 CVS CAREMARK CORP	5,366	5,518
14912L4E8 CATERPILLAR FINANCIA	10,015	11,963
172967GG0 CITIGROUP INC		
191216AU4 COCA-COLA CO/THE	10,143	10,167
199575AW1 COLUMBUS SOUTHERN PO	9,977	11,300
20030NBA8 COMCAST CORP	14,985	16,988

Name of Bond	End of Year Book Value	End of Year Fair Market Value
205887BQ4 CONAGRA FOODS INC	9,950	9,933
209111EP4 CONSOLIDATED EDISON	9,992	10,810
25243YAN9 DIAGEO PLC		
25459HAY1 DIRECTV HLDG/FIN INC		
25468PCV6 WALT DISNEY COMPANY/	19,736	19,880
25470DAC3 DISCOVERY COMMUNICAT	20,118	21,973
25746UBE8 DOMINION RESOURCES	20,037	22,831
260543CC5 DOW CHEMICAL CO/THE	21,557	21,383
26138EAM1 DR PEPPER SNAPPLE GR	10,064	10,202
30219GAF5 EXPRESS SCRIPTS HOLD	26,621	26,033
36962G3U6 GENERAL ELEC CAP COR	8,893	11,252
36962G6K5 GENERAL ELEC CAP COR	20,038	20,123
373334JK8 GEORGIA POWER COMPAN	19,924	22,380
38141GRC0 GOLDMAN SACHS GROUP	30,424	30,303
402479BX6 GULF POWER CO	14,997	16,206
40429CFN7 HSBC FINANCE CORP	33,007	31,365
438516AZ9 HONEYWELL INTERNATIO	28,917	28,023
46625HHL7 JPMORGAN CHASE & CO	31,090	34,847
501044CG4 KROGER CO.	5,187	5,589
539473AG3 LLOYDS BANK PLC	36,506	36,409

Name of Bond	End of Year Book Value	End of Year Fair Market Value
544152AF8 LORILLARD TOBACCO CO	25,198	25,160
59156RAN8 METLIFE INC	9,985	10,192
61747YDD4 MORGAN STANLEY	15,936	15,495
641423BW7 NEVADA POWER CO	9,986	11,587
655844AZ1 NORFOLK SOUTHERN COR	4,942	5,611
748148RQ8 QUEBEC PROV CDA	31,519	30,499
78008K5V1 ROYAL BANK OF CANADA	31,876	30,803
808513AD7 CHARLES SCHWAB CORP	26,361	27,460
87236YAA6 TD AMERITRADE HOLDIN	19,972	22,958
882508AW4 TEXAS INSTRUMENTS IN	19,648	18,968
88732JAL2 TIME WARNER CABLE IN	20,038	22,938
8935268Y2 TRANS-CANADA PIPELIN	4,999	5,811
92553PAG7 VIACOM INC	19,828	20,814
931422AH2 WALGREEN CO	10,048	9,879
961214BK8 WESTPAC BANKING CORP	32,538	33,473
001055AM4 AFLAC INC	34,962	35,686
035242AE6 ANHEUSER-BUSCH INBEV	45,387	45,181
05565QCC0 BP CAPITAL MARKETS	45,187	44,510
151020AK0 CELGENE CORP	30,491	30,248
17275RAE2 CISCO SYSTEMS INC	22,356	22,352

Name of Bond	End of Year Book Value	End of Year Fair Market Value
25152RVS9 DEUTSCHE BANK AG LON	30,526	30,367
25243YAR0 DIAGEO CAPITAL PLC	20,070	20,027
25459HBE4 DIRECTV HOLDINGS/FIN	25,685	25,472
539473AH1 GCB LLOYDS TSB BK PL	36,012	36,060
57772KAB7 MAXIM INTEGRATED PRO	33,817	34,487
91159HHH6 US BANCORP	30,398	30,137

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491132010245

TY 2014 Investments Corporate Stock Schedule

Name: C A CANNON CHAR TRUST NO 3

EIN: 58-1360259

Name of Stock	End of Year Book Value	End of Year Fair Market Value
025816109 AMERICAN EXPRESS CO	96,668	325,640
03027X100 AMERICAN TOWER CORP	182,950	444,825
037411105 APACHE CORP		
037833100 APPLE INC	248,981	502,229
084670108 BERKSHIRE HATHAWAY I	401,060	904,000
126650100 CVS HEALTH CORPORATI	242,427	674,170
167250109 CHICAGO BRIDGE & IRO	306,645	230,890
20030N101 COMCAST CORP CLASS A	169,170	638,110
20825C104 CONOCOPHILLIPS		
25243Q205 DIAGEO PLC - ADR	157,850	285,225
25490A309 THE DIRECTV GROUP HO	224,260	433,500
256206103 DODGE & COX INT'L ST	724,929	1,015,298
30219G108 EXPRESS SCRIPTS HOLD	276,213	431,817
30231G102 EXXON MOBIL CORPORAT	141,416	323,575
31428X106 FEDEX CORPORATION	101,300	347,320
369604103 GENERAL ELECTRIC CO	218,542	379,050
38259P508 GOOGLE INC	134,960	265,330
42805T105 HERTZ GLOBAL HOLDING	290,924	286,810
46625H100 JPMORGAN CHASE & CO	158,227	438,060
478160104 JOHNSON & JOHNSON	248,855	418,280
52106N889 LAZARD EMERGING MKTS	655,000	639,009
540424108 LOEWS CORP	192,172	210,100
59156R108 METLIFE INC	175,724	297,495
594918104 MICROSOFT CORP	220,695	441,275
637071101 NATIONAL OILWELL INC	90,921	98,295
641069406 NESTLE S.A. REGISTER	165,378	284,505
65249B208 NEWS CORP/NEW		
66987V109 NOVARTIS AG - ADR	187,447	361,374
674599105 OCCIDENTAL PETE CORP	295,984	322,440
713448108 PEPSICO INC		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
747525103 QUALCOMM INC	217,958	445,980
760759100 REPUBLIC SERVICES IN		
883556102 THERMO FISHER SCIENT	228,918	513,689
90130A200 TWENTY-FIRST CENTURY	185,834	405,790
907818108 UNION PACIFIC CORP	115,917	428,868
91911K102 VALEANT PHARMACEUTIC	182,996	257,598
92826C839 VISA INC-CLASS A SHR	169,109	629,280
92857W209 VODAFONE GROUP PLC N		
931142103 WAL MART STORES INC		
949746101 WELLS FARGO & CO	255,180	572,869
988498101 YUM BRANDS INC	103,148	218,550
13057Q107 CALIFORNIA RESOURCES	10,688	8,816
192446102 COGNIZANT TECH SOLUT	291,762	342,290
194014106 COLFAX CORPORATION	264,096	221,751
25179M103 DEVON ENERGY CORPORA	280,972	244,840
38259P706 GOOGLE INC-CL C	134,528	263,200
69318G106 PBF ENERGY INC	284,023	266,400
893641100 TRANSDIGM GROUP INC	137,040	157,080
G5480U120 LIBERTY GLOBAL PLC-S	418,063	483,100

TY 2014 Investments Government Obligations Schedule

Name: C A CANNON CHAR TRUST NO 3

EIN: 58-1360259

US Government Securities - End of Year Book Value: 1,337,618

US Government Securities - End of Year Fair Market Value: 1,351,382

State & Local Government Securities - End of Year Book Value:

State & Local Government Securities - End of Year Fair Market Value:

TY 2014 Investments - Other Schedule

Name: C A CANNON CHAR TRUST NO 3

EIN: 58-1360259

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
07387JAD8 VR BEAR STEARNS CO 5			
073914C27 BEAR STEARNS MTG	AT COST	34	17
34528QBP8 FORD CREDIT FLOORPLA	AT COST	30,450	30,329
981464DS6 WORLD FINANCIAL NETW	AT COST	69,618	69,616
3136A2K51 FED NATL MTG ASSN	AT COST	38,955	38,902

TY 2014 Legal Fees Schedule

Name: C A CANNON CHAR TRUST NO 3

EIN: 58-1360259

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES - INCOME (ALLOCABLE	7,254			7,254

TY 2014 Other Decreases Schedule

Name: C A CANNON CHAR TRUST NO 3

EIN: 58-1360259

Description	Amount
MUTUAL FUNDS POST NEXT TYE EFFECTIVE CURRENT TYE	1,716
COST /FMV ADJUSTMENT	636

TY 2014 Other Expenses Schedule

Name: C A CANNON CHAR TRUST NO 3

EIN: 58-1360259

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADR FESS	311	311		0
CATERING	42	0		42
CANNON FOUNDATION SHARED EXP	10,652	0		10,652

TY 2014 Other Income Schedule

Name: C A CANNON CHAR TRUST NO 3

EIN: 58-1360259

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
GENERAL ELECTRIC ROC	135	135	

TY 2014 Other Increases Schedule

Name: C A CANNON CHAR TRUST NO 3

EIN: 58-1360259

Description	Amount
MUTUAL FUNDS POST CURRENT TYE EFFECTIVE PRIOR TYE	1
ROUNDING	13

TY 2014 Taxes Schedule

Name: C A CANNON CHAR TRUST NO 3

EIN: 58-1360259

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	7,266	7,266		0
FEDERAL TAX PAYMENT - PRIOR YE	1,981	0		0
FEDERAL ESTIMATES - PRINCIPAL	8,484	0		0
FOREIGN TAXES ON QUALIFIED FOR	4,455	4,455		0