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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

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

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning

, 2014, and ending

, 20

Name of foundation THE O. WAYNE ROLLINS FOUNDATION

C/O RFA MANAGEMENT CO., LLC

A Employer identification number

58-6066677

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

Room/suite

B Telephone number (see instructions)

(404) 486-4676

1908 CLIFF VALLEY WAY

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

ATLANTA, GA 30329

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

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

J Accounting method ☒ Cash ☐ Accrual

end of year (from Part II, col (c), line

☐ Other (specify)

16) ▶ \$ 527,496,789.

(Part I, column (d) must be on cash basis)

C If exemption application is
pending, check here ☐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 ☐F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐**Part I Analysis of Revenue and Expenses** (The
total of amounts in columns (b), (c), and (d)
may not necessarily equal the amounts in
column (a) (see instructions))(a) Revenue and
expenses per
books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable
purposes
(cash basis only)

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

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all
assets on line 6a

7 Capital gain net income (from Part IV, line 2)

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) ATCH. 1

12 Total. Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach schedule) ATCH. 2

c Other professional fees (attach schedule) [3]

17 Interest

18 Taxes (attach schedule) (see instructions) [4]

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule) ATCH. 5

24 Total operating and administrative expenses.

Add lines 13 through 23

25 Contributions, gifts, grants paid

26 Total expenses and disbursements Add lines 24 and 25

27 Subtract line 26 from line 12

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)

Operating and Administrative Expenses

THE O. WAYNE ROLLINS FOUNDATION

58-6066677

FORM 990PE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE MA-RAN FOUNDATION C/O REA MANAGEMENT CO , LLC 1908 CLIFF VALLEY WAY ATLANTA, GA 30329	N/A PF		GENERAL GRANT	2,982,548
THE GWR FOUNDATION C/O REA MANAGEMENT CO., LLC 1908 CLIFF VALLEY WAY ATLANTA, GA 30329	N/A PF		GENERAL GRANT	2,982,542.
TOTAL CONTRIBUTIONS PAID				<u>30,322,590.</u>

THE O WAYNE ROLLINS FOUNDATION

58-6066677

FORM 990DPF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 15

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
EMORY UNIVERSITY RSPH 1762 CLIFTON ROAD ATLANTA, GA 30322	N/A PC		SCHOLARSHIPS	10,000,000
EMORY UNIVERSITY RSPH 1762 CLIFTON ROAD ATLANTA, GA 30322	N/A PC		DR. CURBAN (DEAN)'S SALARY	1,300,000.
RONALD McDONALD HOUSE 795 GATEWOOD ROAD NE ATLANTA, GA 30329	N/A PC		NEW RONALD McDONALD HOUSE	1,000,000
TEXAS A&M 401 JOE ROUTH BLVD COLLEGE STATION, TX 77843	N/A PC		URBAN & STRUCTURAL ENTOMOLOGY FACILITY	750,000.
ATLANTA HISTORY CENTER 130 WEST PACES FERRY ROAD ATLANTA, GA 30305	N/A PC		CYCLOPAMA RELOCATION & RESTORATION	500,000.
AMERICAN RED CROSS 1955 MONROE DR NE ATLANTA, GA 30308	N/A PC		BLOODMOBILE	500,000.

THE O. WAYNE ROLLINS FOUNDATION

58-6066677

FORM 990B-E, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 15 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DREW CHARTER SCHOOL/EAST LAKE FOUNDATION 300 E LAKE BLVD ATLANTA, GA 30317	N/A PC		NEW HIGH SCHOOL	1,000,000.
EMORY UNIVERSITY CANDLER SCHOOL OF THEOLOGY 1762 CLIFTON RD SUITE 1400 ATLANTA, GA 30322	N/A PC		NEW BUILDING	3,000,000
EMORY UNIVERSITY CHOA 1762 CLIFTON RD SUITE 1400 ATLANTA, GA 30322	N/A PC		NEW PEDIATRIC MEDICAL RESEARCH BUILDING	2,000,000
GRADY HEALTHCARE FOUNDATION 191 PEACHTREE ST NE #820 ATLANTA, GA 30303	N/A PC		WOMEN'S AND INFANT'S CENTER	5,000,000.
MEDSHARE 3240 CLIFTON SPRINGS ROAD ATLANTA, GA 30034	N/A PC		INVENTORY SYSTEM UPGRADE	325,000.
SHEPHERD CENTER 2020 PEACHTREE ROAD NW ATLANTA, GA 30309	N/A PC		BUILDING EXPANSION	500,000.

THE O. WAYNE ROLLINS FOUNDATION

58-6066677

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 15 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNITED WAY 100 EDGEWOOD AVE NE #200 ATLANTA, GA 30303	N/A PC	ROLLINS, INC. CAMPAIGN	196,000
UNIVERSITY OF IOWA FOUNDATION 1 W PARK RD IOWA CITY, IA 52242	N/A PC	HET-ROLLINS CHAIR OF EXCELLENCE AT HBT COLLEGE OF BUSINESS	2,000,000.
YEAR UP ATLANTA 730 PEACHTREE ST NE #900 ATLANTA, GA 30308	N/A PC	STEPPING UP TO OPPORTUNITY EXPANSION CAMPAIGN	500,000
YOUNG HARRIS COLLEGE 1 COLLEGE ST YOUNG HARRIS, GA 30582	N/A PC	MOVE ON WHEN READY PROGRAM	191,000
GEORGIA STATE UNIVERSITY P O BOX 3965 ATLANTA, GA 30302-3965	N/A PC	SCHOLARSHIPS	4,500.
YOUNG HARRIS COLLEGE 1 COLLEGE ST YOUNG HARRIS, GA 30582	N/A PC	SCHOLARSHIPS	95,000

THE O WAYNE ROLLINS FOUNDATION

58-6066677

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 15 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MT. VERNON BAPTIST CHURCH 11220 NUCKOLS RD GLEN ALLEN, VA 23059	N/A PC	CAPITAL CAMPAIGN	2,000
SHELTIE RESCUE OF GEORGIA 201 HAMPTON DR DAWSONVILLE, GA 30534	N/A PC	CAPITAL CAMPAIGN	500
BUCKNELL UNIVERSITY 701 MOORE AVE LEWISBURG, PA 17837	N/A PC	Varsity Golf Instructional Facility	5,000
UNIVERSITY CITY CHURCH OF CHRIST 4626 NW 8TH AVENUE GAINESVILLE, FL 32605	N/A PC	CAPITAL CAMPAIGN	5,000.
BLACK MOUNTAIN COLLEGE MUSEUM 56 BROADWAY STREET ASHEVILLE, NC 28801	N/A PC	CAPITAL CAMPAIGN	5,000.
DEKALB LIBRARY FOUNDATION 3560 KENSINGTON ROAD DECATUR, GA 30032	N/A PC	CAPITAL CAMPAIGN	1,000.

THE O WAYNE ROLLINS FOUNDATION

58-6066677

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 15 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
BELLE PLAINE HISTORICAL SOCIETY 410 NORTH CEDAR ST FLOOR 2 BELLE PLAIN, MN 56011	N/A PC	CAPITAL CAMPAIGN	10,000
UNIVERSITY OF IOWA - DEPARTMENT OF ATHLETICS 1 W PARK RD IOWA CITY, IA 52242	N/A PC	CAPITAL CAMPAIGN	10,000
UNIVERSITY OF IOWA 1 W PARK RD IOWA CITY, IA 52242	N/A PC	SALLY & KEN MASON STUDENT SUCCESS FUND	10,000.
BIG BROTHERS BIG SISTERS OF CENTRAL TEXAS 1400 TILLERY ST. AUSTIN, TX 78721	N/A PC	CAPITAL CAMPAIGN	7,500
BREAKTHROUGH ATLANTA 4075 PACES FERRY RD NW ATLANTA, GA 30327	N/A PC	CAPITAL CAMPAIGN	25,000.
EVAN FISCHER FOUNDATION MEMORIAL FUND 12808 QUEENSBURY LN HOUSTON, TX 77024-4073	N/A PC	CAPITAL CAMPAIGN	25,000

THE O. WAYNE ROLLINS FOUNDATION

58-6066677

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 15 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
UNIVERSITY OF IOWA FOUNDATION 1 W PARK RD IOWA CITY, IA 52242	N/A PC	HBT COLLEGE OF BUSINESS DEAN'S DISCRETIONARY FUND	10,000
JUNIOR ACHIEVEMENT OF EAST CENTRAL IOWA 324 3RD ST SE #200 CEDAR RAPIDS, IA 52401	N/A PC	CAPITAL CAMPAIGN	10,000
CANCER SUPPORT COMMUNITY ATLANTA 5775 PEACHTREE DUNWOODY RD ATLANTA, GA 30342	N/A PC	CAPITAL CAMPAIGN	5,000

TOTAL CONTRIBUTIONS APPROVED

28,992,500

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 16

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>	
				<u>AMOUNT</u>	
2013 FEDERAL TAX REFUND		182,242.			
TOTALS				<u>182,242.</u>	

FEDERAL FOOTNOTES

FORM 990-PF, PART VII-A
PAGE 5, LINE 11

ROLLINS FOUNDATION PARTNERSHIP, L.P. (EIN: 58-2385390)
1908 CLIFF VALLEY WAY
ATLANTA, GA 30329

2014 PARTNERSHIP DISTRIBUTIONS: 4,407,328

Sales are listed at Gross Proceeds less commissions and option premiums.
 Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property

Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Code if any	Adjustments	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Long Term Sales									
#REORG/GREEN MTN NAME CHANGE KEURIG GR 2U1TA21 EFF 11 MARCH 2014									
393122106	02/28/2014	Various	1,245,288.32	332,987.45		0.00	912,300.87	0.00	0.00
Total Long Term Sales			1,245,288.32	332,987.45		0.00	912,300.87	0.00	0.00

Sales are listed at Gross Proceeds less commissions and option premiums.
 Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property

Cusp Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Code if any	Adjustments	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Long Term Sales									
AARON RENTS INC-CL A									
002535300	01/07/2014	06/30/1987	727,232.32	107,958.87		0.00	619,273.45	0.00	0.00
AARON RENTS INC-CL A									
002535300	01/17/2014	06/30/1987	4,673,591.02	755,712.06		0.00	3,917,878.96	0.00	0.00
AARON RENTS INC-CL A									
002535300	01/21/2014	06/30/1987	2,693,283.04	431,835.47		0.00	2,261,447.57	0.00	0.00
AARON RENTS INC-CL A									
002535300	01/22/2014	06/30/1987	2,038,036.97	323,876.60		0.00	1,714,160.37	0.00	0.00
AARON RENTS INC-CL A									
002535300	01/23/2014	Various	3,406,703.11	504,071.57		0.00	2,902,631.54	0.00	0.00
AARON RENTS INC-CL A									
002535300	01/24/2014	06/30/1987	3,388,678.42	457,861.39		0.00	2,930,817.03	0.00	0.00

THE O. WAYNE ROLLINS FOUNDATION
 EIN: 58-6066677
 ATTACHMENT B

Sales are listed at Gross Proceeds less commissions and option premiums.
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Description of property

Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Code if any	Adjustments	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
AARON RENTS INC-CL A									
002535300	01/27/2014	06/30/1987	1,364,931.20	183,144.56		0.00	1,181,786.64	0.00	0.00
AARON RENTS INC-CL A									
002535300	01/28/2014	06/30/1987	679,315.65	91,572.28		0.00	587,743.37	0.00	0.00
AARON RENTS INC-CL A									
002535300	02/18/2014	Various	1,484,069.13	176,887.08		0.00	1,307,182.05	0.00	0.00
AARON RENTS INC-CL A									
002535300	02/25/2014	10/11/1991	1,530,883.31	78,853.33		0.00	1,452,029.98	0.00	0.00
AARON RENTS INC-CL A									
002535300	02/28/2014	10/11/1991	444,504.25	22,867.47		0.00	421,636.78	0.00	0.00
PROCTER & GAMBLE CO									
742718109	07/11/2014	08/08/2009	1,622.16	1,040.78		0.00	581.38	0.00	0.00
MFC ISHARES IBOX \$ HIGH YIELD CORPORATE BOND ETF									
464288513	07/28/2014	01/14/2010	2,381,979.66	2,272,713.26		0.00	109,266.40	0.00	0.00
MFC ISHARES 1-3 YEAR CREDIT BOND ETF									
464288646	07/28/2014	01/14/2010	6,363,186.57	6,306,684.12		0.00	56,502.45	0.00	0.00
MFC ISHARES TIPS BD ETF PROTECTED SECS FD									
464287176	07/31/2014	01/14/2010	2,758,033.43	2,514,914.40		0.00	243,119.03	0.00	0.00

Sales are listed at Gross Proceeds less commissions and option premiums.
 Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property

Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Code if any	Adjustments	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
MFC ISHARES TR IBXXX USD INVT GRADE CORPBD ETF									
464287242	08/01/2014	01/14/2010	193,008.13	171,176.26		0.00	21,831.87	0.00	0.00
MFC ISHARES TR IBXXX USD INVT GRADE CORPBD ETF									
464287242	08/04/2014	01/14/2010	7,104,232.51	6,300,635.48		0.00	803,597.03	0.00	0.00
MFC ISHARES TR RUSSELL 2000 GROWTH INDEXFD									
464287648	12/23/2014	06/20/2013	478,808.67	372,120.34		0.00	106,688.33	0.00	0.00
MFC ISHARES TR RUSSELL 2000 GROWTH INDEXFD									
464287648	12/24/2014	06/20/2013	2,362,416.67	1,842,881.66		0.00	519,535.01	0.00	0.00
MFC ISHARES TR RUSSELL 2000 GROWTH INDEXFD									
464287648	12/29/2014	08/08/2009	3,148,784.67	1,346,247.75		0.00	1,802,536.92	0.00	0.00
MFC ISHARES TR RUSSELL 2000 GROWTH INDEXFD									
464287648	12/29/2014	06/20/2013	359,450.30	276,875.25		0.00	82,575.05	0.00	0.00
MFC ISHARES TR RUSSELL 2000 INDEX FD									
464287655	12/29/2014	01/14/2010	3,009,596.46	1,608,017.10		0.00	1,401,579.36	0.00	0.00
Total Long Term Sales			50,592,347.65	26,147,947.08		0.00	24,444,400.57	0.00	0.00

Sales are listed at Gross Proceeds less commissions and option premiums.
 Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property

Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Code if any	Adjustments	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Short Term Sales									
MFC ISHARES TR RUSSELL 2000 GROWTH INDEXFD									
464287648	12/23/2014	07/31/2014	2,137,538.68	1,966,825.28		0.00	170,713.40	0.00	0.00
Total Short Term Sales			2,137,538.68	1,966,825.28		0.00	170,713.40	0.00	0.00

Security Description	Shares Value	Market Price	Accrual	Total Market Value	Cost Per Share	Total Cost	MKT - CST / Cost % Ctg	Annual Est Income	Yield on Market Cost	Percent of Portfolio
Common stock										
TE CONNECTIVITY LTD	33,900,000	63.250	0	2,144,175.00	58.775	1,992,469.34	7.61	39,324.00	1.834	1.974
PENTAIR PLC COM STK	34,100,000	66.420	0	2,264,922.00	74.074	2,525,930.59	-10.33	43,648.00	1.927	1.728
AMERIPRISE FINL INC COM	16,000,000	132.250	0	2,116,000.00	94.264	1,508,228.28	40.30	37,120.00	1.754	2.461
AMTRUST FINL SVCS INC COM	19,000,000	56.250	4,750	1,073,500.00	53.950	1,025,057.57	4.73	19,000.00	1.778	1.854
ANADARKO PETRO CORP COM	10,861,000	82.500	0	896,032.50	76.824	834,383.24	7.39	11,729.88	1.309	1.406
CERNER CORP COM	39,200,000	64.660	0	2,534,672.00	51.157	2,005,368.56	26.39	0.00	0.000	0.000
CHICAGO BRDG & IRON CO N V COM NV	79,400,000	41.980	0	3,333,212.00	53.014	4,209,287.73	-20.81	22,232.00	0.667	0.528
COLFAX CORP COM US 01	57,650,000	51.570	0	2,973,010.50	51.668	2,978,641.76	-0.19	0.00	0.000	0.000
CONTINENTAL RES INC COM	40,500,000	38.360	0	1,553,580.00	41.681	1,688,080.30	-7.97	0.00	0.000	0.000
COOPER COS INC COM NEW	11,500,000	162.090	0	1,880,244.00	129.404	1,501,086.54	25.26	696.00	0.037	0.046
DANAHER CORP COM	26,400,000	85.710	2,640	2,265,384.00	65.909	1,739,994.02	30.19	14,256.00	0.630	0.819
DEERE & CO COM	26,600,000	88.470	15,960	2,369,262.00	84.759	2,254,601.66	5.09	63,840.00	2.713	2.832
DOVER CORP COM	26,000,000	71.720	0	1,864,720.00	59.899	1,557,380.19	19.73	41,600.00	2.231	2.671
EQUIFAX INC COM	24,200,000	80.870	0	1,957,054.00	61.605	1,490,848.85	31.27	28,072.00	1.434	1.883
EXPRESS SCRIPTS HLDG CO COM	26,000,000	84.670	0	2,201,420.00	62.649	1,628,869.48	35.15	0.00	0.000	0.000
GEOSPACE TECHNOLOGIES CORP COM	23,400,000	26.500	0	620,100.00	85.306	1,996,161.54	-68.94	0.00	0.000	0.000
KEURIG GREEN MTN INC COM USD0 1	35,500,000	132.395	0	4,700,022.50	24.694	876,651.75	436.13	40,825.00	0.869	4.657
KNOWLES CORP COM	47,100,000	23.550	0	1,109,205.00	28.178	1,327,184.24	-16.42	0.00	0.000	0.000
LKQ CORP COM LKQ CORP	68,800,000	28.120	0	1,934,656.00	25.208	1,734,338.07	11.55	0.00	0.000	0.000
MLP KKR & CO L P DEL COM UNITS	97,000,000	23.210	0	2,251,370.00	14.104	1,368,087.60	64.56	184,300.00	8.186	13.471

THE O. WAYNE ROLLINS FOUNDATION
EIN: 58-6066677
ATTACHMENT D

Security Description	Shares Value	Market Price	Accrual	Market Value	Total	Cost Per Share	Total Cost	MKT - CST / Cost % Chg	Annual Est Income	Yield on Market Cost	Percent of Portfolio
Common stock											
NATIONAL OILWELL VARCO COM STK	19,600,000	65.530	0	1,284,388.00		58.402	1,144,679.90	12.20	36,064.00	2.808	1.79
NOW INC COM	33,500,000	25.730	0	861,955.00		33.416	1,119,443.20	-23.00	0.00	0.000	1.20
O REILLY AUTOMOTIVE INC NEW COM USD0 01	16,900,000	192.620	0	3,255,278.00		117.930	1,993,022.94	63.33	0.00	0.000	4.53
POLARIS INDS INC COM	12,000,000	151.240	0	1,814,880.00		134.514	1,614,166.05	12.43	23,040.00	1.270	2.53
T ROWE PRICE GROUP INC	30,300,000	85.860	0	2,601,558.00		70.312	2,130,457.28	22.11	53,328.00	2.050	3.62
TELEDYNE TECHNOLOGIES INC COM	17,300,000	102.740	0	1,777,402.00		87.465	1,513,136.79	17.46	0.00	0.000	2.47
TENNECO INC	37,111,000	56.610	0	2,100,853.71		58.321	2,164,365.99	-2.93	0.00	0.000	2.92
THERMO FISHER CORP	21,200,000	125.290	3,180	2,659,328.00		117.915	2,499,793.94	6.38	12,720.00	0.479	3.70
TIMKEN CO COM	26,000,000	42.680	0	1,109,680.00		27.763	721,850.97	53.73	26,000.00	2.343	1.54
TIMKENSTEEL CORP COM NPV 'W'	13,000,000	37.030	0	481,390.00		23.112	300,456.03	60.22	7,280.00	1.512	0.67
TRACTOR SUPPLY CO COM	42,600,000	78.820	0	3,357,732.00		59.063	2,516,063.85	33.45	23,856.00	0.710	4.67
TRIUMPH GROUP INC NEW COM	30,900,000	67.220	0	2,077,098.00		72.161	2,225,772.57	-6.85	4,944.00	0.238	2.89
WISDOMTREE INVT INC COM	215,200,000	15.675	0	3,373,260.00		11.492	2,473,003.02	36.40	68,864.00	2.041	4.69
Subtotal common stock			28,630	68,797,344.21			58,682,883.84	17.28	802,738.88	1.167	96.68
Funds - short term investment											
USD - Funds - Short Term Investment	3,105,532.920	1.000	6	3,105,538.95		0	3,105,532.92	0.00	310.55	0.010	4.32
Subtotal funds - short term investment			6	3,105,538.95			3,105,532.92	0.00	310.55	0.010	4.32

Security Description	Shares Value	Market Price	Accrual	Market Value	Total	Cost Per Share	Total Cost	MKT - CST / Cost % Chg	Annual Est Income	Yield on Market Cost	Percent of Portfolio
Common stock											
GENUINE PARTS CO COM	34,030 000	106 570	19,567	3,646,144.35		8 669	295,004.42	1,135.96	83,713.80	2 308	28 377 9 18
Subtotal common stock			19,567	3,646,144.35			295,004.42	1,135.96	83,713.80	2,308	28,377 9.18
Funds - equities etf											
MFC ISHARES CORE S&P MID-CAP ETF	44,800 000	144 800	0	6,487,040.00		75 035	3,361,550.08	92.98	88,883.20	1 370	2 644 16 42
MFC ISHARES TR RUSSELL 2000 ETF	65,000 000	119 670	0	7,778,550.00		64 579	4,197,635.00	85.31	103,480.00	1 330	2 465 19 69
MFC ISHARES TR RUSSELL 2000 GROWTH ETF	35,120 000	142 380	0	5,000,385.60		61 473	2,158,914.20	131.62	38,632.00	0 773	1 789 12 66
MFC ISHARES TR RUSSELL 2000 VALUE ETF	49,800 000	101 680	0	5,063,664.00		89 782	4,471,162.97	13.25	98,155.80	1 938	2 195 12 82
MFC ISHARES TR RUSSELL MID-CAP GROWTH ETF	22,600 000	93 230	0	2,106,998.00		87 070	1,967,771.81	7.08	21,357.00	1 014	1 085 5 33
MFC ISHARES TR RUSSELL MID-CAP VALUE ETF	28,000 000	73 770	0	2,065,560.00		70 411	1,971,505.48	4.77	37,940.00	1 837	1 924 5 23
Subtotal funds - equities etf			0	28,502,197.60			18,128,539.64	57.22	388,448.00	1,363	2,143 72.16
Funds - short term investment											
USD - Funds - Short Term Investment	7,371,562.380	1 000	7	7,371,569.87		0	7,371,562.38	0.00	737.16	0 010	0 010 18 66
Subtotal funds - short term investment			7	7,371,569.87			7,371,562.38	0.00	737.16	0 010	0 010 18.66

FORM 990PF, PART II - CORPORATE STOCK:

ENDING FMV:

3,646,144
28,502,198
68,797,344
100,945,686

ENDING BOOK VALUE:

295,004
18,128,540
58,662,864
77,086,408

GRAND TOTAL: