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Form 990-PF

Return of Private Foundation

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

OMB No 1545-0052

2014

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

- 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.

For calendar year 2014 or tax year beginning _____, and ending _____

Name of foundation

TR MARGARET PITTS UA W PITTS

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

Room/suite

P.O. BOX 1908

City or town

State

ZIP code

ORLANDO

FL

32802-1908

Foreign country name

Foreign province/state/county

Foreign postal code

G Check all that apply: Initial return Initial return of a former public charity Final return Amended return Address change Name change

A Employer identification number

58-6374907

B Telephone number (see instructions)

(404) 813-9304

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 ► ENVIRONMENTAL
POLLUTION
REVENUE
SOURCES
2014

MAY 05 2015

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) ► \$ 38,660,203 (Part I, column (d) must be on cash basis)

J Accounting method. Cash Accrual
 Other (specify) _____

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 ► <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	598,417	598,675		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	2,232,446			
b Gross sales price for all assets on line 6a	10,173,914			
7 Capital gain net income (from Part IV, line 2)		2,232,446		
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	2,830,863	2,831,121	0	
13 Compensation of officers, directors, trustees, etc	159,412	79,706		79,706
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	2,500			2,500
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	38,960	3,660		
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	200,872	83,366	0	82,206
25 Contributions, gifts, grants paid	1,688,372			1,688,372
26 Total expenses and disbursements. Add lines 24 and 25	1,889,244	83,366	0	1,770,578
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	941,619			
b Net investment income (if negative, enter -0-)		2,747,755		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

HTA

Form 990-PF (2014)

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Assets	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
	1 Cash—non-interest-bearing				
	2 Savings and temporary cash investments		328,254	1,070,770	1,070,770
	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)		29,942,177	30,135,710	37,589,433
	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)		30,270,431	31,206,480	38,660,203
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 ►)		0	0	
	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		30,270,431	31,206,480	
	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)		30,270,431	31,206,480	
	31 Total liabilities and net assets/fund balances (see instructions)		30,270,431	31,206,480	

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	30,270,431
2 Enter amount from Part I, line 27a	2	941,619
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3	4	31,212,050
5 Decreases not included in line 2 (itemize) ► RETURN OF CAPITAL ADJUSTMENT	5	5,570
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	31,206,480

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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(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			
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	2,232,446	
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	1,679,544	34,712,301	0 048385
2012	1,640,455	31,884,699	0 051450
2011	1,546,177	32,394,209	0 047730
2010	1,801,955	30,527,584	0 059027
2009	2,036,368	27,746,848	0 073391

2 Total of line 1, column (d)	2	0 279983
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 055997
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	37,968,665
5 Multiply line 4 by line 3	5	2,126,131
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	27,478
7 Add lines 5 and 6	7	2,153,609
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	1,770,578

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 ► 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

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-)

3 Add lines 1 and 2

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-

6 Credits/Payments

a 2014 estimated tax payments and 2013 overpayment credited to 2014 **6a** 61,529

b Exempt foreign organizations—tax withheld at source **6b**

c Tax paid with application for extension of time to file (Form 8868) **6c**

d Backup withholding erroneously withheld **6d**

7 Total credits and payments. Add lines 6a through 6d **7** 61,529

8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ► **9** 0

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ► **10** 6,574

11 Enter the amount of line 10 to be Credited to 2015 estimated tax ► **11** 0 Refunded ►

1	54,955
2	0
3	54,955
4	
5	54,955
6a	61,529
6b	
6c	
6d	
7	61,529
8	
9	0
10	6,574
11	0

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? **1a** X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? **1b** X

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** 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? **2** X
If "Yes," attach a detailed description of the activities

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** X

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? **4a** X

b If "Yes," has it filed a tax return on Form 990-T for this year? **4b** N/A

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? **5** X
If "Yes," attach the statement required by General Instruction T

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** X

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** X

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► **8b** X
GA

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** 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)? *If "Yes," complete Part XIV* **9** X

10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses* **10** 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? Website address ► N/A	13	X
14	The books are in care of ► SUNTRUST BANK Located at ► 303 PEACHTREE ST. 15TH FLOOR ATLANTA GA	Telephone no. ► (404) 813-9304 ZIP+4 ► 30308	
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? 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 ►	16	Yes X

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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
1b	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"/> Yes <input checked="" type="checkbox"/> No	X
1c	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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? If "Yes," list the years ► 20____, 20____, 20____, 20____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
2b	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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	N/A
3a	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____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
3b	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	N/A
4a	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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
4b	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		5b	N/A
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? N/A	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870		6b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	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
SUNTRUST BANKS, INC. 303 PEACHTREE STREET, 15TH FLOOR ATLANTA,	TRUSTEE AS REQ'D	159,412		

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

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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	38,075,346
b	Average of monthly cash balances	1b	471,522
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	38,546,868
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	38,546,868
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	578,203
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	37,968,665
6	Minimum investment return. Enter 5% of line 5	6	1,898,433

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	1,898,433
2a	Tax on investment income for 2014 from Part VI, line 5	2a	54,955
b	Income tax for 2014. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	54,955
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,843,478
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,843,478
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	1,843,478

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	1,770,578
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	3a	
a	Suitability test (prior IRS approval required)	3b	
b	Cash distribution test (attach the required schedule)	4	1,770,578
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	
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)	6	1,770,578
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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				1,843,478
2 Undistributed income, if any, as of the end of 2014			0	
a Enter amount for 2013 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014				
a From 2009 658,620				
b From 2010 298,986				
c From 2011				
d From 2012 74,296				
e From 2013 18,780				
f Total of lines 3a through e 1,050,682				
4 Qualifying distributions for 2014 from Part XII, line 4 ► \$ 1,770,578				
a Applied to 2013, but not more than line 2a				
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				1,770,578
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))	72,900			72,900
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	977,782			
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				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015			0	
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)	585,720			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	392,062			
10 Analysis of line 9				
a Excess from 2010 298,986				
b Excess from 2011				
c Excess from 2012 74,296				
d Excess from 2013 18,780				
e Excess from 2014				

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

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 ►				<input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)
b	Check box to indicate whether the foundation is a private operating foundation described in section				
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				0
c	Qualifying distributions from Part XII, line 4 for each year listed				0
d	Amounts included in line 2c not used directly for active conduct of exempt activities				0
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				0
3	Complete 3a, b, or c for the alternative test relied upon				
a	"Assets" alternative test—enter (1) Value of all assets				0
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
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)				0
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
	(3) Largest amount of support from an exempt organization				0
	(4) Gross investment income				0

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

N/A

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

N/A**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 e-mail 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	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)				
<i>a Paid during the year</i> See Attached Statement				
Total				► 3a 1,688,372
<i>b Approved for future payment</i> NONE				
Total				► 3b 0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

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****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****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)

14 598,417

18 2,232,446

13 2,830,863

0 0

13 Total. Add line 12, columns (b), (d), and (e)

(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)

▼ Not Applicable

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

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	Totals		Capital Gains/Losses		Cost, Other Basis and Expenses		Net Gain or Loss		
														Long Term CG Distributions	Amount	Short Term CG Distributions	756,920	0	10,173,914	7,941,468	0	7,941,468
1 X INVESTEC SMALL CAP GROWTH	001411M622				10/15/2009	-	6/10/2014	16,800	9,088										0	7,712		
2 X INVESTEC SMALL CAP GROWTH	001411M622				10/15/2009	-	6/10/2014	30,934	17,362										0	13,572		
3 X CAMBIAR SMALL CAP INS	0075W0593				4/25/2012	-	7/31/2014	7,892	6,230										0	1,662		
4 X ARTISAN INT'L VALUE FUND	04314H881				6/3/2013	-	6/10/2014	25,554	22,018										0	3,082		
5 X DFA INTERNATIONAL CORE E	233203371				4/11/2014	-	7/31/2014	48,668	43,042										0	3,535		
6 X DFA INTERNATIONAL CORE E	233203371				4/11/2014	-	6/10/2014	25,121	24,270										0	5,628		
7 X EATON VANCE FLOATING RA	277911491				4/11/2014	-	7/31/2014	47,554	47,004										0	851		
8 X EATON VANCE FLOATING RA	277911491				9/6/2013	-	3/19/2014	66,531	66,386										0	550		
9 X EATON VANCE FLOATING RA	277911491				9/6/2013	-	6/10/2014	6,019	6,019										0	145		
10 X EATON VANCE FLOATING RA	277911491				9/6/2013	-	6/10/2014	609,478	626,009										0	0		
11 X HARTFORD DIVIDEND AND G	416845628				4/9/2010	-	6/10/2014	15,483	10,562										0	18,531		
12 X HARTFORD DIVIDEND AND G	416845628				4/9/2010	-	7/31/2014	29,195	20,171										0	4,921		
13 X T. ROWE PRICE INST'LUC.GRV	457751408				6/10/2014	-	6/10/2014	1,132,600	870,732										0	9,014		
14 X T. ROWE PRICE INST'LUC.GRV	457751408				6/3/2013	-	6/17/2014	1,132,600	878,276										0	261,888		
15 X ISHARES RUSSELL MIDCAP E	464287499				6/3/2013	-	7/31/2014	67,753	52,125										0	254,324		
16 X ISHARES RUSSELL MIDCAP E	464287499				12/17/2012	-	6/10/2014	39,823	28,085										0	15,628		
17 X ISHARES RUSSELL 1000 VAI	464287598				6/10/2014	-	7/31/2014	80,771	57,883										0	11,728		
18 X ISHARES RUSSELL 1000 VAI	464287598				6/10/2014	-	7/31/2014	47,712	48,149										0	22,888		
19 X JOHN HANCOCK III DISCPLN	478031640				6/27/2013	-	6/10/2014	39,233	39,586										0	437		
20 X JOHN HANCOCK III DISCPLN	478031640				6/27/2013	-	6/10/2014	14,182	12,381										0	-353		
21 X MFS RESEARCH INTERNATIONAL	683397450				6/27/2013	-	7/31/2014	29,503	26,028										0	1,781		
22 X OPENHEIMER DEVELOPING S	683397450				6/3/2009	-	4/10/2014	9,842	7,046										0	3,475		
23 X PIMCO TOTAL RETURN FUND	683390700				12/16/2011	-	6/10/2014	9,842	7,046										0	778,537		
24 X PIMCO TOTAL RETURN FUND	683390700				12/16/2011	-	7/31/2014	2,110	15,148										0	2,758		
25 X PIMCO TOTAL RETURN FUND	683390700				10/18/2010	-	3/19/2014	26,568	277,881										0	-6,022		
26 X PIMCO TOTAL RETURN FUND	683390700				10/18/2010	-	6/10/2014	24,161	25,883										0	-21,313		
27 X PIMCO TOTAL RETURN FUND	683390700				10/29/2009	-	9/26/2014	183,227	179,826										0	-1,722		
28 X PIMCO TOTAL RETURN FUND	683390700				3/17/2009	-	9/26/2014	569,245	519,814										0	13,401		
29 X PIMCO TOTAL RETURN FUND	683390700				3/24/2009	-	9/26/2014	866,201	819,030										0	49,431		
30 X PIMCO TOTAL RETURN FUND	683390700				3/27/2009	-	9/26/2014	15,913	14,765										0	67,171		
31 X PIMCO TOTAL RETURN FUND	683390700				8/30/2010	-	9/26/2014	161,692	171,006										0	-1,148		
32 X PIMCO TOTAL RETURN FUND	683390700				10/18/2010	-	9/26/2014	231,159	248,057										0	-9,314		
33 X PIMCO TOTAL RETURN FUND	683390700				9/26/2014	-	3/19/2014	31,159	36,901										0	-16,928		
34 X PIMCO TOTAL RETURN FUND	683390700				9/26/2014	-	3/17/2014	63,444	56,888										0	-14,923		
35 X VANGUARD INSTITUTIONAL	922040100				11/7/2013	-	6/11/2014	122,544	110,911										0	6,546		
36 X VANGUARD INSTITUTIONAL	922040100				4/29/2013	-	7/10/2014	660,883	660,883										0	11,633		
37 X LHP DIVERSIFIED LTD OFFSH	H532LHP11																		0			

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

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1 TAX PREP FEE	2,500	0	0	2,500

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

		38,960	3,660	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	3,660	3,660		
2	ESTIMATED EXCISE PAYMENTS	35,300			

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

		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	BRANDES INTL SIC EQUIITY-I		0	0	37,589.433
2	ADVISORS CAMBIAR SMALL CAP-I		0	586,000	0
3	DFA INTL CORE EQUITY-I		0	693,817	0
4	HARTFORD DIVIDEND & GROWTH-Y		0	2,226,726	0
5	INVESCO SMALL CAP GROWTH-I		0	950,748	0
6	ISHARES TR RUSSELL 1000 GROWTH IND		0	812,112	0
7	ISHARES TR RUSSELL 1000 VALUE INDEX		0	1,898,345	0
8	ISHARES TR RUSSELL MIDCAP INDEX ET		0	1,857,423	0
9	JOHN HANCOCK III DISCIPLINED VALUE-I		0	1,941,308	0
10	OPPENHEIMER DEVELOPING MKTS INST		0	1,229,345	0
11	PINE GROVE OFFSHORE LTD-A		0	734,541	0
12	T ROWE PRICE INSTL LARGE-CAP GRWT		0	2,900,000	0
13	VANGUARD INSTL INDEX-I		0	2,453,688	0
14	VANGUARD TOTAL BD MKT INDEX-I		0	4,062,728	0
15	VOYAGER PARTNERS OFFSHR LTD-S 07/		0	3,044,199	0
16	ARTISAN INTL VALUE-INV\$		0	2,900,000	0
17			0	1,844,730	0

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

Long Term CG Distributions		Short Term CG Distributions		0		0		7,941,468		0		1,475,526	
Description of Property Sold		CUSIP #		Acquisition Method		Date Acquired		Date Sold		Gross Sales Price		Depreciation Allowed	
1. INVESSO SMALL CAP GROWTH-FDRS	00141M622	10/15/2009	6/10/2014	30334	16,300	0	0	0	0	0	0	0	0
2. INVESSO SMALL CAP GROWTH-FDRS	00141M622	10/15/2009	7/31/2014	7,312014	7,312014	6/10/2014	6/10/2014	7,312014	7,312014	7,312014	7,312014	0	0
3. CAMBIA SMALL CAP-INS	0015W0583	4/25/2012	6/10/2014	7,312014	7,312014	6/10/2014	6/10/2014	7,312014	7,312014	7,312014	7,312014	0	0
4. CAMBIA SMALL CAP-INS	0015W0583	4/25/2012	7/31/2014	7,312014	7,312014	6/10/2014	6/10/2014	7,312014	7,312014	7,312014	7,312014	0	0
5. ARTISAN INT'L VALUE FUND-INV	0431W881	6/3/2013	6/10/2014	48,586	48,586	6/3/2013	7/31/2014	7/31/2014	7/31/2014	7/31/2014	7/31/2014	0	0
6. ARTISAN INT'L VALUE FUND-INV	0431W881	6/3/2013	7/31/2014	7,312014	7,312014	6/10/2014	6/10/2014	7/31/2014	7/31/2014	7/31/2014	7/31/2014	0	0
7. DFA INTERNATIONAL CORE EQUITY FUND	232303371	4/11/2014	6/10/2014	47,554	47,554	4/11/2014	7/31/2014	7/31/2014	7/31/2014	7/31/2014	7/31/2014	0	0
8. DFA INTERNATIONAL CORE EQUITY FUND	232303371	4/11/2014	7/31/2014	7,312014	7,312014	4/11/2014	7/31/2014	7/31/2014	7/31/2014	7/31/2014	7/31/2014	0	0
9. EATON VANCE FLOATING RATE-I	277811481	9/6/2013	3/18/2014	66,331	66,331	9/6/2013	6/10/2014	6/10/2014	6/10/2014	6/10/2014	6/10/2014	0	0
10. EATON VANCE FLOATING RATE-I	277811481	9/6/2013	6/10/2014	6,019	6,019	9/6/2013	12/19/2014	60,978	60,978	60,978	60,978	0	0
11. EATON VANCE FLOATING RATE-I	277811481	9/6/2013	6/10/2014	60,978	60,978	9/6/2013	6/10/2014	60,978	60,978	60,978	60,978	0	0
12. HARTFORD DIVIDEND AND GROWTH FUND	416864528	4/8/2010	6/10/2014	15,883	15,883	4/8/2010	7/31/2014	29,185	29,185	20,171	4,921	0	0
13. HARTFORD DIVIDEND AND GROWTH FUND	416864528	4/8/2010	7/31/2014	29,185	29,185	4/8/2010	7/31/2014	29,185	29,185	20,171	8,014	0	0
14. T ROWE PRICE INST L/C GROWTH	45775L408	6/3/2013	6/10/2014	1,132,500	1,132,500	6/3/2013	6/10/2014	6/10/2014	6/10/2014	6/10/2014	261,866	0	0
15. T ROWE PRICE INST L/C GROWTH	45775L408	6/3/2013	6/10/2014	6,320,300	6,320,300	6/3/2013	6/10/2014	6,320,300	6,320,300	6,320,300	6,320,300	0	0
16. T ROWE PRICE INST L/C GROWTH	45775L408	6/3/2013	6/10/2014	6,320,300	6,320,300	6/3/2013	6/10/2014	6,320,300	6,320,300	6,320,300	6,320,300	0	0
17. ISHARES RUSSELL MIDCAP EFT	462874989	12/17/2012	7/31/2014	80,771	80,771	12/17/2012	7/31/2014	80,771	80,771	80,771	80,771	0	0
18. ISHARES RUSSELL MIDCAP EFT	462874989	12/17/2012	7/31/2014	80,771	80,771	12/17/2012	7/31/2014	80,771	80,771	80,771	80,771	0	0
19. ISHARES RUSSELL 1000 VALUE EFT	462874989	6/10/2014	47,712	47,712	6/10/2014	7/31/2014	47,712	47,712	47,712	47,712	0	0	
20. ISHARES RUSSELL 1000 GROWTH EFT	462874989	6/10/2014	75,720	75,720	6/10/2014	7/31/2014	39,313	39,313	39,313	39,313	0	0	
21. JOHN HANCOCK III DISCIP IN V.I.	478503640	6/27/2013	6/10/2014	14,162	14,162	6/27/2013	6/10/2014	14,162	14,162	14,162	14,162	0	0
22. JOHN HANCOCK III DISCIP IN V.I.	478503640	6/27/2013	7/31/2014	29,503	29,503	6/27/2013	7/31/2014	29,503	29,503	29,503	29,503	0	0
23. MFS RESEARCH INTERNATIONAL FUND	552983470	6/3/2009	4/10/2014	2,297,378	2,297,378	6/3/2009	6/10/2014	8,942	8,942	7,046	7,046	0	0
24. OPPENHEIMER DEVELOPING MARKETS FUND	688974505	12/16/2011	6/10/2014	7,151,201	7,151,201	12/16/2011	7/31/2014	21,170	21,170	15,146	6,022	0	0
25. OPPENHEIMER DEVELOPING MARKETS FUND	688974505	12/16/2011	7/31/2014	21,170	21,170	12/16/2011	7/31/2014	21,170	21,170	21,170	21,170	0	0
26. PIMCO TOTAL RETURN FUND-D-INST	693389700	10/18/2010	6/10/2014	256,868	256,868	10/18/2010	6/10/2014	24,161	24,161	25,883	21,313	0	0
27. PIMCO TOTAL RETURN FUND-D-INST	693389700	10/29/2008	6/26/2014	193,227	193,227	10/29/2008	6/26/2014	193,227	193,227	179,928	17,722	0	0
28. PIMCO TOTAL RETURN FUND-D-INST	693389700	10/29/2008	7/31/2014	29,503	29,503	10/29/2008	7/31/2014	29,503	29,503	17,914	11,351	0	0
29. PIMCO TOTAL RETURN FUND-D-INST	693389700	3/7/2008	9/26/2014	569,245	569,245	3/7/2008	9/26/2014	569,245	569,245	569,245	49,431	0	0
30. PIMCO TOTAL RETURN FUND-D-INST	693389700	3/7/2008	8/8/2014	886,171	886,171	3/7/2008	9/26/2014	886,171	886,171	886,171	67,171	0	0
31. PIMCO TOTAL RETURN FUND-D-INST	693389700	3/7/2008	9/26/2014	14,765	14,765	3/7/2008	9/26/2014	14,765	14,765	14,765	1,146	0	0
32. PIMCO TOTAL RETURN FUND-D-INST	693389700	8/30/2010	9/26/2014	16,182	16,182	8/30/2010	9/26/2014	16,182	16,182	16,182	9,314	0	0
33. PIMCO TOTAL RETURN FUND-D-INST	693389700	10/18/2010	9/26/2014	231,139	231,139	10/18/2010	9/26/2014	231,139	231,139	231,139	16,928	0	0
34. PIMCO TOTAL RETURN FUND-D-INST	693389700	12/17/2011	9/26/2014	371,378	371,378	12/17/2011	9/26/2014	371,378	371,378	371,378	14,923	0	0
35. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	6/11/2014	63,444	63,444	11/17/2013	6/11/2014	63,444	63,444	56,398	6,546	0	0
36. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
37. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
38. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
39. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
40. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
41. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
42. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
43. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
44. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
45. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
46. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
47. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
48. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
49. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
50. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
51. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
52. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
53. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
54. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
55. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
56. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
57. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
58. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
59. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
60. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
61. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
62. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
63. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
64. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
65. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
66. VANGUARD INSTITUTIONAL INDEX FUN	922301000	11/17/2013	7/31/2014	110,311	110,311	11/17/2013	7/31/2014	110,311	110,311	110,311	11,633	0	0
67. VANGUARD INSTITUTIONAL INDEX FUN	922301000												

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

Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week AS REQD	Compensation	Benefits	Expense Account
SUNTRUST BANKS, INC		303 PEACHTREE STREET, 15TH FLOOR	ATLANTA	GA	30308		TRUSTEE	159.412	159.412		

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

	Date	Amount
1 Credit from prior year return	5/15/2014	1 26,229
2 First quarter estimated tax payment		2
3 Second quarter estimated tax payment	6/11/2014	3 16,207
4 Third quarter estimated tax payment	9/9/2014	4 380
5 Fourth quarter estimated tax payment	12/11/2014	5 18,713
6 Other payments		6
7 Total		7 61,529

TR MARGARET PITTS UA W PITTS

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

YOUNG HARRIS COLLEGE

Street

1 COLLEGE ST

City	State	Zip Code	Foreign Country
YOUNG HARRIS	GA	30582	
Relationship	Foundation Status		
NONE	PC		

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

844,186

Name

METHODIST HOME OF THE SOUTH GEORGIA CONFERENCE INC

Street

P.O. BOX 2600

City	State	Zip Code	Foreign Country
MACON	GA	31203-2600	
Relationship	Foundation Status		
NONE	PC		

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

844,186

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		

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		