efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491132021535

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 01-01-2014 , and ending 12-31-2014

Name of foundation
THE ELINOR AND TW MILLER JR
FOUNDATION INC

A Employer identification number
59-3508428

Number and street (or P O box number if mail is not delivered to street address) Room/suite
PO BOX 540777

B Telephone number (see instructions)
(407) 420-9005

City or town, state or province, country, and ZIP or foreign postal code
ORLANDO, FL 32584

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)*▶$ 19,086,325

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify) ________
(Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	16,068	16,068	16,068	
	4	Dividends and interest from securities	478,751	478,751	478,751	
	5a	Gross rents				
	b	Net rental income or (loss) ________				
	6a	Net gain or (loss) from sale of assets not on line 10	4,684,920			
	b	Gross sales price for all assets on line 6a 22,679,679				
	7	Capital gain net income (from Part IV, line 2)		4,684,920		
	8	Net short-term capital gain			711,910	
	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)	736	736		
	12	**Total.** Add lines 1 through 11	5,180,475	5,180,475	1,206,729	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	44,000	22,000		22,000
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	238			238
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	34,739	34,739		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	3,875	3,875		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	58,289			58,289
	24	**Total operating and administrative expenses.** Add lines 13 through 23	141,141	60,614		80,527
	25	Contributions, gifts, grants paid	873,500			873,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,014,641	60,614		954,027
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	4,165,834			
	b	**Net investment income** (if negative, enter -0-)		5,119,861		
	c	**Adjusted net income** (if negative, enter -0-)			1,206,729	

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	340,692	81,993	81,993
	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)	11,309,314	15,189,546	16,030,670
	c Investments—corporate bonds (attach schedule)	2,148,884	2,993,185	2,973,662
	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	300,000		
	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)	14,098,890	18,264,724	19,086,325
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	14,098,890	18,264,724	
	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)	14,098,890	18,264,724	
	31 **Total liabilities and net assets/fund balances** (see instructions)	14,098,890	18,264,724	

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	14,098,890
2	Enter amount from Part I, line 27a	2	4,165,834
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	18,264,724
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	18,264,724

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)
1 a	Capital Gain Dividends			
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				
b				152,229
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				
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	4,684,920
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	711,910

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	765,652	17,957,064	0 04264
2012	653,275	16,512,621	0 03956
2011	660,976	16,308,666	0 04053
2010	207,692	10,323,696	0 02012
2009	170,261	3,242,663	0 05251

2	**Total** of line 1, column (d).	2	0 19535
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 03907
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	19,059,964
5	Multiply line 4 by line 3.	5	744,692
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	51,199
7	Add lines 5 and 6.	7	795,891
8	Enter qualifying distributions from Part XII, line 4.	8	954,027

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	51,199
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	51,199
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	51,199
6	Credits/Payments				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	1,696		
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	1,696
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	1,076
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	50,579
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** ▶ **Refunded** ▶			11	

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		No
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) ▶FL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶familyofficeinfo com

14 The books are in care of ▶FAMILY OFFICE SERVICE CORPORAT Telephone no ▶(407) 420-9005

Located at ▶PO BOX 540777 ORLANDO FL ZIP+4 ▶328540777

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ **Yes** ☑ **No**			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ **Yes** ☑ **No**			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☑ **No**			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☑ **Yes** ☐ **No**			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ **Yes** ☑ **No**			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		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		No
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**		No
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☑ No *If "Yes," attach the statement required by Regulations section 53.4945–5(d).*			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**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**		No

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
HAROLD WARD ESQ PO BOX 880 WINTER PARK, FL 327900880	Trustee 5 00	11,000		
DONALD BROWN PO BOX 540777 ORLANDO, FL 328540777	Trustee 5 00	11,000		
MARILYN BECKER 696 BEAR CREEK COURT WINTER SPRINGS, FL 32708	Trustee 5 00	11,000		
GRAHAM WHITE 329 PARK AVE NORTH 2ND FLOOR WINTER PARK, FL 32789	Trustee 5 00	11,000		

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

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

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

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

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

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

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

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
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	19,156,307
b	Average of monthly cash balances		1b	193,910
c	Fair market value of all other assets (see instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	19,350,217
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	
3	Subtract line 2 from line 1d		3	19,350,217
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	290,253
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	19,059,964
6	**Minimum investment return.** Enter 5% of line 5		6	952,998

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	952,998
2a	Tax on investment income for 2014 from Part VI, line 5	2a 51,199		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	51,199
3	Distributable amount before adjustments Subtract line 2c from line 1		3	901,799
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	901,799
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	901,799

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	954,027
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	954,027
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	51,199
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	902,828

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				901,799
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			848,897	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2014				
a From 2009.				
b From 2010.				
c From 2011.				
d From 2012.				
e From 2013.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 954,027				
a Applied to 2013, but not more than line 2a			848,897	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2014 distributable amount.				105,130
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount —see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				796,669
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .				
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2010. . . .				
b Excess from 2011. . . .				
c Excess from 2012. . . .				
d Excess from 2013. . . .				
e Excess from 2014. . . .				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling. . . . . . . ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2014	**(b)** 2013	**(c)** 2012	**(d)** 2011	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV **Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see instructions.)**

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

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**				873,500
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			14	16,068	
4 Dividends and interest from securities			14	478,751	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	736	
8 Gain or (loss) from sales of assets other than inventory			18	4,684,920	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				5,180,475	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 5,180,475

(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

******	2015-05-11	******	May the IRS discuss this return with the preparer shown below (see instr)? ☑ Yes ☐ No
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
KENNETH L SCEARCE				P00074818

Firm's name ▶ Scearce Satcher & Jung PA

Firm's EIN ▶

Firm's address ▶ 1030 W CANTON AVE STE 210 Winter Park, FL 32789

Phone no (407) 647-6441

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*				
ASHLAND COUNTY COMMUNITY FOUNDATION 300 COLLEGE AVENUE ASHLAND,OH 44805	NONE	PC	CHARITABLE	40,000
LIGHTHOUSE OF CENTRAL FLORIDA 215 EAST NEW HAMPSHIRE STREET ORLANDO,FL 32804	NONE	PC	CHARITABLE	28,000
ROLLINS COLLEGE 1000 HOLT AVENUE WINTER PARK,FL 32789	NONE	PC	CHARITABLE	300,000
WINTER PARK MEMORIAL HOSPITAL 200 NORTH LAKEMONT AVENUE WINTER PARK,FL 32792	NONE	PC	CHARITABLE	100,000
ASHLAND CITY SCHOOLS 416 ARTHUR STREET ASHLAND,OH 44805	NONE	PC	CHARITABLE	50,000
CENTRAL FLORIDA FOUNDATION INC 800 NORTH MAGNOLIA AVE STE 1200 ORLANDO,FL 32803	NONE	PC	CHARITABLE	100,000
HOSPICE OF THE COMFORTER 480 W CENTRAL PARKWAY ALTAMONTE SPRINGS,FL 32714	NONE	PC	CHARITABLE	500
SAMARITAN HOSPITAL FOUNDATION 663 EAST MAIN STREET ASHLAND,OH 44805	NONE	PC	CHARITABLE	75,000
WINTER PARK HIGH SCHOOL FOUNDATION PO BOX 1722 WINTER PARK,FL 32790	NONE	PC	CHARITABLE	5,000
GRACE MEDICAL HOME 51 PENNSYLVANIA STREET ORLANDO,FL 32806	NONE	PC	CHARITABLE	100,000
HEART OF THE CITY FOUNDATION 106 EAST CHURCH STREET ORLANDO,FL 32801	NONE	PC	CHARITABLE	25,000
TRINITY LUTHERAN SCHOOL 123 EAST LIVINGSTON STREET ORLANDO,FL 32801	NONE	PC	CHARITABLE	25,000
ENZIAN THEATER INC 1300 SOUTH ORLANDO AVENUE MAITLAND,FL 32751	NONE	PC	CHARITABLE	25,000
Total . . . . ▶ **3a**				873,500

TY 2014 Investments Corporate Bonds Schedule

Name: THE ELINOR AND TW MILLER JR FOUNDATION INC

EIN: 59-3508428

Software ID: 14000265

Software Version: 2014v5.0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
FIXED INCOME	2,993,185	2,973,662

TY 2014 Investments Corporate Stock Schedule

Name: THE ELINOR AND TW MILLER JR FOUNDATION INC

EIN: 59-3508428

Software ID: 14000265

Software Version: 2014v5.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EQUITIES	15,189,546	16,030,670

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491132021535

TY 2014 Legal Fees Schedule

Name: THE ELINOR AND TW MILLER JR FOUNDATION INC

EIN: 59-3508428

Software ID: 14000265

Software Version: 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL EXPENSES	238	0	0	238

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491132021535

TY 2014 Other Expenses Schedule

Name: THE ELINOR AND TW MILLER JR FOUNDATION INC

EIN: 59-3508428

Software ID: 14000265

Software Version: 2014v5.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISC INVESTMENT EXPENSES	149			149
OFFICE ADMINISTRATION EXPENSES	58,140			58,140

TY 2014 Other Income Schedule

Name: THE ELINOR AND TW MILLER JR FOUNDATION INC

EIN: 59-3508428

Software ID: 14000265

Software Version: 2014v5.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Other Investment Income	736	736	

TY 2014 Other Professional Fees Schedule

Name: THE ELINOR AND TW MILLER JR FOUNDATION INC

EIN: 59-3508428

Software ID: 14000265

Software Version: 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CUSTODIAN AND MANAGEMENT FEES	13	13	0	0
CUSTODIAN AND MANAGEMENT FEES	34,726	34,726	0	0

TY 2014 Taxes Schedule

Name: THE ELINOR AND TW MILLER JR FOUNDATION INC

EIN: 59-3508428

Software ID: 14000265

Software Version: 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	3,875	3,875		

TD AMERITRADE CLEARING INC

Account 929063494

Proceeds Not Reported to the IRS

2014

SHORT-TERM TRANSACTIONS

NOT reported on Form 1099-B

Report on Form 8949, Part I, with Box C checked

Description of property / Date sold or disposed	Quantity	Proceeds Shown (G)ross (N)et	Date acquired	Cost or other basis	Adjustments & Code(s), if any	Gain or loss(-) & 7- Loss not allowed(X)	Additional information
AQR MULTI STRATEGY ALTERNATIVE I / CUSIP 00203H792 / Symbol ASAIX							
07/02/14	35,742 652	350,620 42	VARIOUS	341,200 00		9,420 42	Sale Note 26
AMERICAN BEACON FDS INTL EQUITY FD INSTL / CUSIP 02368A406 / Symbol AAIEX							
02/05/14	25,656 325	492,073 31	03/01/13	430,000 00		62,073 31	Sale Note 26
BANK OF AMERICA CORP SENIOR NOTE / CUSIP 060505DH4 / Symbol							
02/05/14	100,000 000	113,850 00	09/18/13	112,294 52		1,555 48	Sale Note 26
CAMDEN PPTY TR SH BEN INT / CUSIP 133131102 / Symbol CPT							
02/05/14	4,185 000	264,228 72	02/26/13	294,097 95		-29,869 23	Sale Note 26
COOPER COS INC COM NEW / CUSIP 216648402 / Symbol COO							
02/05/14	1,800 000	215,012 75	VARIOUS	191,226 42		23,786 33	Total of 8 lots
DFA SHORT TERM GOVT PTF / CUSIP 233203405 / Symbol DFFGX							
07/02/14	38,163 074	407,185 00	02/05/14	407,585 55		-400 55	Sale Note 26
12/24/14	1,740 357	18,485 00	02/05/14	18,587 19		-102 19	Sale Note 26
Security total		425,670 00		426,172 74		-502 74	
DFA EMERGING MARKETS CORE EQUITY / CUSIP 233203421 / Symbol DFCEX							
07/02/14	7,433 206	155,785 00	02/06/14	136,032 77		19,752 23	Sale Note 26
DFA TWO-YEAR GLOBAL FIXED PTF / CUSIP 233203645 / Symbol DFGFX							
07/02/14	25,345 345	253,185 00	02/06/14	253,965 91		-780 91	Sale Note 26
11/25/14	64,713 038	648,409 64	02/06/14	648,434 09		-24 45	Sale Note 26
Security total		901,594 64		902,400 00		-805 36	

TD AMERITRADE CLEARING INC

Account 929063494

Proceeds Not Reported to the IRS

2014

(continued)

SHORT-TERM TRANSACTIONS *NOT reported on Form 1099-B*

Report on Form 8949, Part I, with Box C checked

Description of property

Date sold or disposed	Quantity	Proceeds Shown (G)ross (N)et	Date acquired	Cost or other basis	Adjustments & Code(s), if any	Gain or loss(-) & 7- Loss not allowed(X)	Additional information
DFA US LARGE CAP VALUE PORT / CUSIP 233203827 / Symbol DFLVX							
07/02/14	23,596 465	801,085 00	02/05/14	702,705 40		98,379 60	Sale Note 26
12/24/14	2,820 887	96,685 00	02/05/14	84,006 34		12,678 66	Sale Note 26
	Security total	897,770 00		786,711 74		111,058 26	
DFA REAL ESTATE PT / CUSIP 233203835 / Symbol DFREX							
12/24/14	1,960 432	65,385 00	07/02/14	59,465 54		5,919 46	Sale Note 26
DFA FIVE-YEAR GLOBAL FIXED PTF / CUSIP 233203884 / Symbol DFGBX							
12/24/14	202 206	2,185 00	11/26/14	2,244 54		-59 54	Sale Note 26
DFA INT LARGE CAP GROWTH PORTFOLIO / CUSIP 23320G265 / Symbol DILRX							
07/02/14	18,367 670	231,785 00	02/05/14	209,944 75		21,840 25	Sale Note 26
DFA US SMALL CAP GROWTH PORTFOLIO / CUSIP 23320G273 / Symbol DSCGX							
12/24/14	1,453 925	21,285 00	07/02/14	21,039 50		245 50	Sale Note 26
DFA US LRG CAP GROWTH PORTFOLIO / CUSIP 23320G281 / Symbol DUSLX							
07/02/14	44,061 605	615,085 00	02/05/14	545,925 83		69,159 17	Sale Note 26
12/24/14	13,058 583	191,685 00	02/05/14	161,796 59		29,888 41	Sale Note 26
	Security total	806,770 00		707,722 42		99,047 58	
DFA SHORT TERM EXT QUALITY PTF / CUSIP 23320G521 / Symbol DFEQX							
07/02/14	37,705 069	409,085 00	02/05/14	409,103 93		-18 93	Sale Note 26
12/24/14	1,087 361	11,685 00	02/05/14	11,797 98		-112 98	Sale Note 26
	Security total	420,770 00		420,901 91		-131 91	

TD AMERITRADE CLEARING INC

Account 929063494

Proceeds Not Reported to the IRS
(continued)

2014

SHORT-TERM TRANSACTIONS *NOT reported on Form 1099-B*

Report on Form 8949, Part I, with Box C checked

Description of property Date sold or disposed	Quantity	Proceeds Shown (G)ross (N)et	Date acquired	Cost or other basis	Adjustments & Code(s), if any	Gain or loss(-) & 7- Loss not allowed(X)	Additional information
D R HORTON INC COM / CUSIP 23331A109 / Symbol DHI							
02/05/14	9,800 000	222,283 63	VARIOUS	233,554 58		-11,270 95	Total of 3 lots
DFA INTL VALUE PTF / CUSIP 25434D203 / Symbol DFIVX							
07/02/14	12,079 256	246,885 00	02/05/14	227,937 58		18,947 42	Sale Note 26
DODGE & COX FUNDS INTL STK FD / CUSIP 256206103 / Symbol DODFX							
02/05/14	12,044 818	488,161 47	03/01/13	430,000 00		58,161 47	Sale Note 26
DRIEHAUS FDS ACTIVE INCOME FD / CUSIP 262028855 / Symbol LCMAX							
02/05/14	28,011 204	301,680 67	07/05/13	300,000 00		1,680 67	Sale Note 26
EBAY INC COM / CUSIP 278642103 / Symbol EBAY							
02/05/14	2,900 000	156,096 28	12/03/13	150,914 84		5,181 44	Sale Note 26
GOLDMAN SACHS GRP INC SENIOR NOTE / CUSIP 38144LAB6 / Symbol							
02/05/14	100,000 000	114,169 00	09/18/13	112,924 73		1,244 27	Sale Note 26
JACOBS ENGINEERING GROUP INC COM / CUSIP 469814107 / Symbol JEC							
02/05/14	3,150 000	184,607 20	VARIOUS	173,670 53		10,936 67	Total of 7 lots
MAINSTAY EPOCH GLBL EQTY YIELD I / CUSIP 56063J864 / Symbol EPSYX							
02/05/14	44,254 021	824,009 87	VARIOUS	800,000 00		24,009 87	Sale Note 26
OMNICARE INC COM / CUSIP 681904108 / Symbol OCR							
02/05/14	3,600 000	218,720 09	VARIOUS	150,861 96		67,858 13	Total of 11 lots
PEPSICO INC COM / CUSIP 713448108 / Symbol PEP							
02/05/14	650 000	51,698 87	04/23/13	54,422 49		-2,723 62	Sale Note 26

TD AMERITRADE CLEARING INC Account 929063494

Proceeds Not Reported to the IRS

2014 (continued)

SHORT-TERM TRANSACTIONS *NOT reported on Form 1099-B*

Report on Form 8949, Part I, with Box C checked

Description of property

Date sold or disposed	Quantity	Proceeds Shown (G)ross (N)et	Date acquired	Cost or other basis	Adjustments & Code(s), if any	Gain or loss(-) & 7- Loss not allowed(X)	Additional information
PIMCO FUNDS UNCONSTRAINED BD FD INSTL / CUSIP 72201M487 / Symbol PFIUX							
02/05/14	8,635 579	96,541 28	05/06/13	99,991 29		-3,450 01	Sale Note 26
PROCTER GAMBLE CO COM / CUSIP 742718109 / Symbol PG							
02/05/14	1,700 000	129,988 82	VARIOUS	131,972 02		-1,983 20	Total of 2 lots
ROYAL BK OF CDA BD CDS SR MTN SCRTY LNKD 0% / CUSIP 78008SYA8 / Symbol							
02/05/14	350,000 000	430,850 00	02/20/13	350,000 00		80,850 00	Sale Note 26
SHIRE PLC ADR / CUSIP 82481R106 / Symbol SHPG							
02/05/14	2,400 000	363,451 77	VARIOUS	228,758 64		134,693 13	Total of 2 lots
VALERO ENERGY CORP NEW COM / CUSIP 91913Y100 / Symbol VLO							
02/05/14	1,355 000	62,972 66	02/26/13	55,535 61		7,437 05	Sale Note 26
VENTAS INC COM / CUSIP 92276F100 / Symbol VTR							
02/05/14	3,340 000	204,596 20	VARIOUS	231,808 02		-27,211 82	Total of 3 lots
WELLS FARGO & CO COM / CUSIP 949746101 / Symbol WFC							
02/05/14	1,620 000	71,747 81	04/23/13	60,052 10		11,695 71	Sale Note 26
COVIDIEN PLC COM / CUSIP G2554F113 / Symbol COV							
02/05/14	2,250 000	149,187 13	04/23/13	136,663 32		12,523 81	Sale Note 26
	Totals	**9,682,432 59**		**8,970,522 51**		**711,910 08**	

TD AMERITRADE CLEARING INC — Account 929063494

Proceeds Not Reported to the IRS

(continued)

2014

LONG-TERM TRANSACTIONS *NOT reported on Form 1099-B*

Report on Form 8949, Part II, with Box F checked

Description of property / Date sold or disposed	Quantity	Proceeds Shown (G)ross (N)et	Date acquired	Cost or other basis	Adjustments & Code(s), if any	Gain or loss(-) & 7- Loss not allowed(X)	Additional information
AT&T INC COM / CUSIP 00206R102 / Symbol T							
02/05/14	4,160 000	133,442 89	VARIOUS	107,424 26		26,018 63	Sale Note 26
ALLERGAN INC COM / CUSIP 018490102 / Symbol AGN							
02/05/14	50 000	5,739 43	06/22/09	2,292 40		3,447 03	Sale Note 26
APPLE INC COM / CUSIP 037833100 / Symbol AAPL							
02/05/14	295 000	151,567 74	03/17/11	99,712 95		51,854 79	Sale Note 26
CHEVRON CORP COM / CUSIP 166764100 / Symbol CVX							
02/05/14	2,660 000	291,204 00	VARIOUS	282,745 52		8,458 48	Sale Note 26
CHUBB CORP COM / CUSIP 171232101 / Symbol CB							
02/05/14	4,150 000	345,863 67	VARIOUS	165,126 15		180,737 52	Total of 4 lots
CITIGROUP INC COM / CUSIP 172967424 / Symbol C							
02/05/14	3,600 000	169,067 05	VARIOUS	138,240 00		30,827 05	Total of 2 lots
COCA COLA CO COM / CUSIP 191216100 / Symbol KO							
02/05/14	6,050 000	227,892 14	VARIOUS	153,183 06		74,709 08	Total of 2 lots
CONOCOPHILLIPS CORP COM / CUSIP 20825C104 / Symbol COP							
02/05/14	3,990 000	253,552 48	VARIOUS	115,147 51		138,404 97	Sale Note 26
WALT DISNEY CO COM / CUSIP 254687106 / Symbol DIS							
02/05/14	6,880 000	492,699 33	VARIOUS	260,397 77		232,301 56	Total of 3 lots
DISCOVER FINL SVCS COM / CUSIP 254709108 / Symbol DFS							
02/05/14	2,680 000	141,203 49	VARIOUS	97,337 33		43,866 16	Total of 2 lots

TD AMERITRADE CLEARING INC Account 929063494

Proceeds Not Reported to the IRS

2014 **(continued)**

LONG-TERM TRANSACTIONS *NOT reported on Form 1099-B*

Report on Form 8949, Part II, with Box F checked

Description of property

Date sold or disposed	Quantity	Proceeds Shown (G)ross (N)et	Date acquired	Cost or other basis	Adjustments & Code(s), if any	Gain or loss(-) & 7- Loss not allowed(X)	Additional information
DUKE ENERGY CORP SENIOR NOTE M/W / CUSIP 264399EQ5 / Symbol							
02/01/14	100,000 000	100,000 00	06/03/10	112,420 00		-12,420 00	Bond maturity
EATON VANCE MUT FDS TR FLOATING RATE I / CUSIP 277911491 / Symbol EIBLX							
02/05/14	16,465 423	151,302 24	10/22/12	150,000 00		1,302 24	Sale Note 26
EXXON MOBIL CORPORATION COM / CUSIP 30231G102 / Symbol XOM							
02/05/14	2,000 000	179,450 87	06/24/10	120,391 80		59,059 07	Sale Note 26
FANNIE MAE NOTE / CUSIP 31359MWJ8 / Symbol							
02/05/14	250,000 000	256,337 50	06/03/10	254,184 20		2,153 30	Sale Note 26
FIDELITY ADVISOR FLOAT RT HI INC FD INSTL / CUSIP 315807552 / Symbol FFRIX							
02/05/14	22,876 192	228,060 63	VARIOUS	225,000 00		3,060 63	Sale Note 26
GENERAL ELECTRIC CO COM / CUSIP 369604103 / Symbol GE							
02/05/14	7,500 000	183,739 55	VARIOUS	120,600 00		63,139 55	Sale Note 26
GENERAL ELECTRIC CAPITAL CORP SENIOR MEDIUM TERM NOTE / CUSIP 36962GK86 / Symbol							
02/05/14	100,000 000	102,067 00	06/03/10	105,799 83		-3,732 83	Sale Note 26
HARDING LOEVNER INTL EQUITY I / CUSIP 412295107 / Symbol HLMIX							
02/05/14	42,791 310	712,460 31	10/26/12	650,000 00		62,460 31	Sale Note 26
THE HERSHEY COMPANY COM / CUSIP 427866108 / Symbol HSY							
02/05/14	3,700 000	374,285 82	VARIOUS	188,418 09		185,867 73	Total of 12 lots
HOME DEPOT INC COM / CUSIP 437076102 / Symbol HD							
02/05/14	3,350 000	252,310 61	VARIOUS	89,664 92		162,645 69	Sale Note 26

TD AMERITRADE CLEARING INC

Account 929063494

2014

Proceeds Not Reported to the IRS
(continued)

LONG-TERM TRANSACTIONS *NOT reported on Form 1099-B*

Report on Form 8949, Part II, with Box F checked

Description of property / Date sold or disposed	Quantity	Proceeds Shown (G)ross (N)et	Date acquired	Cost or other basis	Adjustments & Code(s), if any	Gain or loss(-) & 7- Loss not allowed(X)	Additional information
INTEL CORP COM / CUSIP 458140100 / Symbol INTC							
02/05/14	6,625 000	155,948 41	VARIOUS	105,907 29		50,041 12	Sale Note 26
INTL BUSINESS MACHINES COM / CUSIP 459200101 / Symbol IBM							
02/05/14	1,850 000	323,143 34	VARIOUS	176,631 17		146,512 17	Total of 3 lots
ISHARES MSCI EMERGING MKTS ETF / CUSIP 464287234 / Symbol EEM							
02/05/14	11,000 000	416,114 75	12/31/12	484,000 00		-67,885 25	Sale Note 26
ISHARES RUSSELL MID-CAP ETF / CUSIP 464287499 / Symbol IWR							
02/05/14	9,395 000	1,355,577 82	VARIOUS	631,915 63		723,662 19	Total of 5 lots
JP MORGAN CHASE & CO COM / CUSIP 46625H100 / Symbol JPM							
02/05/14	4,975 000	274,520 85	VARIOUS	193 657 59		80,863 26	Total of 3 lots
JOHNSON & JOHNSON COM / CUSIP 478160104 / Symbol JNJ							
02/05/14	2,980 000	259,635 18	VARIOUS	167,403 90		92,231 28	Sale Note 26
L BRANDS INC COM / CUSIP 501797104 / Symbol LB							
02/05/14	3,300 000	170,865 35	VARIOUS	102,399 00		68,466 35	Total of 3 lots
ELI LILLY & CO COM / CUSIP 532457108 / Symbol LLY							
02/05/14	2,900 000	152,949 33	VARIOUS	134,702 39		18,246 94	Total of 2 lots
MCDONALDS CORP COM / CUSIP 580135101 / Symbol MCD							
02/05/14	2,900 000	271,480 17	VARIOUS	170,976 00		100,504 17	Total of 3 lots
MICROSOFT CORP COM / CUSIP 594918104 / Symbol MSFT							
02/05/14	5,325 000	191,476 19	VARIOUS	108,624 21		82,851 98	Sale Note 26

TD AMERITRADE CLEARING INC

Account 929063494

Proceeds Not Reported to the IRS

(continued)

2014

LONG-TERM TRANSACTIONS *NOT reported on Form 1099-B*

Report on Form 8949, Part II, with Box F checked

Description of property Date sold or disposed	Quantity	Proceeds Shown (G)ross (N)et	Date acquired	Cost or other basis	Adjustments & Code(s), if any	Gain or loss(-) & 7- Loss not allowed(X)	Additional information
MORGAN STANLEY DEAN W MS SENIOR MEDIUM TERM NOTE / CUSIP 61747YCF0 / Symbol							
02/05/14	125,000 000	126,100 00	02/16/12	131,108 75		-5,008 75	Sale Note 26
ORACLE CORP COM / CUSIP 68389X105 / Symbol ORCL							
02/05/14	5,800 000	208,730 94	12/03/10	166,588 18		42,142 76	Sale Note 26
PIMCO TOTAL RET FD INSTL / CUSIP 693390700 / Symbol PTTRX							
02/05/14	20,574 426	222,806 03	VARIOUS	214,967 13		7,838 90	Sale Note 26
PEPSICO INC COM / CUSIP 713448108 / Symbol PEP							
02/05/14	3,370 000	268,038 76	VARIOUS	179,431 90		88,606 86	Sale Note 26
PIMCO FUNDS UNCONSTRAINED BD FD INSTL / CUSIP 72201M487 / Symbol PFIUX							
02/05/14	20,197 487	225,797 40	03/22/11	224,979 62		817 78	Sale Note 26
PRAXAIR INC CM / CUSIP 74005P104 / Symbol PX							
02/05/14	1,760 000	215,799 51	VARIOUS	123,203 09		92,596 42	Total of 4 lots
PROCTER GAMBLE CO COM / CUSIP 742718109 / Symbol PG							
02/05/14	2,463 000	188,317 70	VARIOUS	128,355 60		59,962 10	Sale Note 26
QUALCOMM INC COM / CUSIP 747525103 / Symbol QCOM							
02/05/14	4,250 000	307,603 68	VARIOUS	168,650 68		138,953 00	Total of 3 lots
T ROWE PRICE NEW HORIZON FUND / CUSIP 779562107 / Symbol PRNHX							
02/05/14	6,546 592	293,287 32	VARIOUS	148,776 31		144,511 01	Sale Note 26
T ROWE PRICE REAL ESTATE FUND / CUSIP 779919109 / Symbol TRREX							
02/05/14	14,367 246	313,924 33	02/03/12	289,500 00		24,424 33	Sale Note 26

TD AMERITRADE CLEARING INC

Account 929063494

Proceeds Not Reported to the IRS

(continued)

2014

LONG-TERM TRANSACTIONS *NOT reported on Form 1099-B*

Report on Form 8949, Part II, with Box F checked

Description of property Date sold or disposed	Quantity	Proceeds Shown (G)ross (N)et	Date acquired	Cost or other basis	Adjustments & Code(s), if any	Gain or loss(-) & 7- Loss not allowed(X)	Additional information
ROYCE TOTAL RETURN INVT CL / CUSIP 780905881 / Symbol RYTRX							
02/05/14	14,954 174	230,578 36	VARIOUS	145,353 77		85,224 59	Sale Note 26
TARGET CORP COM / CUSIP 87612E106 / Symbol TGT							
02/05/14	1,365 000	75,052 18	10/27/11	75,105 17		-52 99	Sale Note 26
TEMPLETON GLOBAL BOND ADVISOR / CUSIP 880208400 / Symbol TGBAX							
02/05/14	28,797 696	368,019 55	07/13/11	400,000 00		-31,980 45	Sale Note 26
3M CO COM / CUSIP 88579Y101 / Symbol MMM							
02/05/14	1,665 000	212,376 12	VARIOUS	138,841 85		73,534 27	Total of 5 lots
UNION PAC CORP COM / CUSIP 907818108 / Symbol UNP							
02/05/14	1,575 000	271,739 50	VARIOUS	76,901 75		194,837 75	Sale Note 26
VANGUARD REIT ETF INDEX / CUSIP 922908553 / Symbol VNQ							
02/05/14	2,285 000	152,429 92	02/03/12	144,314 89		8,115 03	Sale Note 26
VERIZON COMMUNICATIONS COM / CUSIP 92343V104 / Symbol VZ							
02/05/14	3,350 000	155,798 12	VARIOUS	93,235 86		62,562 26	Sale Note 26
WELLS FARGO & CO COM / CUSIP 949746101 / Symbol WFC							
02/05/14	3,865 000	171,176 10	VARIOUS	126,816 47		44,359 63	Total of 2 lots
WISCONSIN ENERGY CORP COM / CUSIP 976657106 / Symbol WEC							
02/05/14	5,000 000	209,739 35	VARIOUS	107,552 62		102,186 73	Sale Note 26
EATON CORP PLC ORD / CUSIP G29183103 / Symbol ETN							

TD AMERITRADE CLEARING INC — Account 929063494

Proceeds Not Reported to the IRS

2014 (continued)

LONG-TERM TRANSACTIONS *NOT reported on Form 1099-B*

Report on Form 8949, Part II, with Box F checked

Description of property Date sold or disposed	Quantity	Proceeds Shown (G)ross (N)et	Date acquired	Cost or other basis	Adjustments & Code(s), if any	Gain or loss(-) & 7- Loss not allowed(X)	Additional information
EATON CORP PLC ORD / CUSIP G29183103 / Symbol ETN (cont'd)							
02/05/14	4,380 000	301,955 96	VARIOUS	226,248 90		75,707 06	Total of 4 lots
	Totals	12,843,228.97		9,024,235.51		3,818,993 46	

UNDETERMINED-TERM TRANSACTIONS *NOT reported on Form 1099-B*

Consult your investment records for the cost basis and/or the date of acquisition to determine whether the transactions in this section are long-term or short-term

Report on Form 8949 Use either Part I with Box C checked or Part II with Box I checked

Description of property Date sold or disposed	Quantity	Proceeds Shown (G)ross (N)et	Date acquired	Cost or other basis	Adjustments & Code(s), if any	Gain or loss(-) & 7- Loss not allowed(X)	Additional information	
GNMA PASS-THRU X SINGLE FAMILY / CUSIP 36203T6E0 / Symbol								
02/01/14	0 000	13 50	N/A				Principal payment	
03/01/14	0 000	12 84	N/A				Principal payment	
04/01/14	0 000	12 91	N/A				Principal payment	
05/01/14	0 000	12 99	N/A				Principal payment	
06/01/14	0 000	13 06	N/A				Principal payment	
07/01/14	0 000	13 14	N/A				Principal payment	
08/01/14	0 000	15 01	N/A				Principal payment	
09/01/14	0 000	13 60	N/A				Principal payment	
10/01/14	0 000	13 38	N/A				Principal payment	
11/01/14	0 000	13 46	N/A				Principal payment	
12/01/14	0 000	13 54	N/A				Principal payment	
01/01/15	0 000	13 62	N/A				Principal payment	C
	Security total	161 05						
	Totals.	161.05		..	..			