Form **990-PF** | Department of the Treasury Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052 | **2014** | Open to Public Inspection

For calendar year 2014 or tax year beginning , and ending

Name of foundation
THE MCCOOEY CHARITABLE FOUNDATION
C/O O'CONNOR DAVIES, LLP

A Employer identification number: 65-1260666

Number and street (or P O box number if mail is not delivered to street address): 665 5TH AVENUE | Room/suite:

B Telephone number: 212-286-2600

City or town, state or province, country, and ZIP or foreign postal code: NEW YORK, NY 10022

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 ▶ [ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 1,369,302.

J Accounting method: [ ] Cash [ ] Accrual [X] Other (specify) MODIFIED CASH (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))

		(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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	31.	31.		STATEMENT 1
	4 Dividends and interest from securities	26,853.	26,853.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	82,446.			
	b Gross sales price for all assets on line 6a 411,703.				
	7 Capital gain net income (from Part IV, line 2)		82,446.		
	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)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	109,330.	109,330.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	2,986.	0.		2,986.
	c Other professional fees STMT 4	5,414.	5,414.		0.
	17 Interest				
	18 Taxes STMT 5	494.	494.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	8,894.	5,908.		2,986.
	25 Contributions, gifts, grants paid	109,080.			109,080.
	26 **Total expenses and disbursements.** Add lines 24 and 25	117,974.	5,908.		112,066.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<8,644.>			
	b **Net investment income** (if negative, enter -0-)		103,422.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	156,463.	161,305.	161,305.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 6	342,128.	281,475.	281,475.
	c Investments - corporate bonds STMT 7	73,770.	51,115.	51,115.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	875,632.	875,407.	875,407.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,447,993.	1,369,302.	1,369,302.
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	1,447,993.	1,369,302.	
	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			
	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**	1,447,993.	1,369,302.	
	31 **Total liabilities and net assets/fund balances**	1,447,993.	1,369,302.	

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	1,447,993.
2	Enter amount from Part I, line 27a	2	<8,644.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,439,349.
5	Decreases not included in line 2 (itemize) ▶ CHANGE IN UNREALIZED GAIN	5	70,047.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,369,302.

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	SALE OF PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b	CAPITAL GAINS DIVIDENDS			
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	366,024.		329,257.	36,767.
b	45,679.			45,679.
c				
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				36,767.
b				45,679.
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 82,446.

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).
If (loss), enter -0- in Part I, line 8 3 N/A

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	148,453.	1,434,011.	.103523
2012	154,460.	1,468,685.	.105169
2011	132,363.	1,536,367.	.086153
2010	74,085.	1,572,238.	.047121
2009	182,415.	1,617,785.	.112756

2	**Total** of line 1, column (d)	2	.454722
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	.090944
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	1,424,424.
5	Multiply line 4 by line 3	5	129,543.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,034.
7	Add lines 5 and 6	7	130,577.
8	Enter qualifying distributions from Part XII, line 4	8	112,066.

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 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	2,068.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	2,068.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	2,068.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a 2,811.		
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	2,811.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	743.
11 Enter the amount of line 10 to be: **Credited to 2015 estimated tax** ▶	743. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		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. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *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? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	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) ▶ DE			
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)*

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

Website address ▶ N/A

14 The books are in care of ▶ O'CONNOR DAVIES, LLP Telephone no. ▶212-286-2600
Located at ▶665 FIFTH AVENUE, NEW YORK, NY ZIP+4 ▶10022

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

		Line	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		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ▶			

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

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

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		X
	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		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?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
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.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______				
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.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?		4b		X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b |

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ 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 | | X

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? N/A | 7b |

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
MARY C. MCCOOEY C/O FOUNDATION, 665 FIFTH AVENUE NEW YORK, NY 10022	PRESIDENT/TREASURER 1.00	0.	0.	0.
MICHAEL P. MCCOOEY C/O FOUNDATION, 665 FIFTH AVENUE NEW YORK, NY 10022	VICE PRESIDENT 1.00	0.	0.	0.
MARY CATHERINE DODMAN C/O FOUNDATION, 665 FIFTH AVENUE NEW YORK, NY 10022	SECRETARY 1.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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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	1,221,334.
b	Average of monthly cash balances		1b	224,782.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	1,446,116.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	1,446,116.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	21,692.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	1,424,424.
6	**Minimum investment return.** Enter 5% of line 5		6	71,221.

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	71,221.
2a	Tax on investment income for 2014 from Part VI, line 5	2a 2,068.		
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	2,068.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	69,153.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	69,153.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	69,153.

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	112,066.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	112,066.
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	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	112,066.

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				69,153.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009 — 101,916.				
b From 2010				
c From 2011 — 55,555.				
d From 2012 — 83,616.				
e From 2013 — 77,732.				
f **Total** of lines 3a through e	318,819.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ $ 112,066.				
a Applied to 2013, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				69,153.
e Remaining amount distributed out of corpus	42,913.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	361,732.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
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)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	101,916.			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	259,816.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011 — 55,555.				
c Excess from 2012 — 83,616.				
d Excess from 2013 — 77,732.				
e Excess from 2014 — 42,913.				

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

1 a 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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	(e) Total
2 a 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 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).)

NONE

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.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ [X] 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 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*				
ARCHDIOCESE OF NEW YORK - CATHOLIC CHARITIES 1011 FIRST AVENUE NEW YORK, NY 10022	N/A	PC	GENERAL	1,000.
CATHOLIC GUARDIAN SOCIETY AND HOME BUREAU 1011 FIRST AVENUE NEW YORK, NY 10022	N/A	PC	ROSALIE HALL MATERNITY SERVICES	1,750.
COMMITTEE FOR MISSION RESPONSIBILITY-SOCIETY FOR THE PROPAGATION OF FAITH 1011 FIRST AVENUE NEW YORK, NY 10022	N/A	PC	GENERAL	2,500.
CORPUS CHRISTI SCHOOL 535 WEST 121 STREET NEW YORK, NY 10027	N/A	PC	GENERAL	2,000.
IONA PREPARATORY 255 WILMOT ROAD NEW ROCHELLE, NY 10804	N/A	PC	GENERAL	15,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	109,080.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
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	31.	
4 Dividends and interest from securities			14	26,853.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	82,446.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		109,330.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 109,330.

(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).

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)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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
		N/A	

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
N/A		

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

▶ Mary V McCooey 12/28/15 ▶ President

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instr)? ☐ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
THOMAS F. BLANEY, CPA, CFE		3/31/15		P00234022

Firm's name ▶ O'CONNOR DAVIES, LLP — Firm's EIN ▶ 27-1728945

Firm's address ▶ 665 FIFTH AVENUE NEW YORK, NY 10022 — Phone no. 212-286-2600

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
LADIES OF CHARITY 1011 FIRST AVENUE NEW YORK, NY 10022	N/A	PC	GENERAL	250.
LITTLE SISTERS OF THE POOR 2999 SCHURZ AVENUE BRONX, NY 10456	N/A	PC	GENERAL	1,000.
ORDER OF MALTA - AMERICAN ASSOCIATION 1011 FIRST AVENUE, ROOM 1350 NEW YORK, NY 10022	N/A	PC	GENERAL	6,860.
RESURRECTION SCHOOL FOUNDATION, INC. 910 BOSTON POST ROAD RYE, NY 10580	N/A	PC	GENERAL	18,870.
SAN MIGUEL ACADEMY OF NEWBURGH PO BOX 284 CHAPPAQUA, NY 10514	N/A	PC	GENERAL	5,200.
SISTERS OF LIFE 38 MONTEBELLO ROAD SUFFERN, NY 10901	N/A	PC	GENERAL	31,000.
ST. ELIZABETH GUILD C/O CHURCH OF THE RESURRECTION, 910 BOSTON POST ROAD RYE, NY 10580	N/A	PC	GENERAL	100.
ST. VINCENT'S HOSPITAL WESTCHESTER 275 NORTH STREET HARRISON, NY 10528	N/A	PC	GENERAL	2,500.
ST. WILLIAM CATHOLIC CHURCH 2300 FREDERICA ROAD ST. SIMONS ISLAND, GA 31522	N/A	PC	GENERAL	2,225.
SWIM ACROSS AMERICA PO BOX 217 LARCHMONT, NY 10538	N/A	PC	GENERAL	1,000.
Total from continuation sheets				86,830.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
ORDER OF THE HOLY SEPULCHRE 1011 FIRST AVENUE, ROOM 1514 NEW YORK, NY 10022	N/A		GENERAL	800.
FRANCISCAN FRIARS OF THE ATONEMENT GRAYMOOR PO BOX 301 GARRISON, NY 10524	N/A	PC	GENERAL	5,000.
CARDINAL'S ANNUAL STEWARDSHIP APPEAL 1011 FIRST AVENUE 14TH FLOOR NEW YORK, NY 10022	N/A	PC	GENERAL	10,000.
AMERICAN HEART ASSOCIATION 7272 GREENVILLE AVENUE DALLAS, TX 75231	N/A	PC	GENERAL	25.
CHURCH OF ST. FRANCIS 135 W 31ST STREET NEW YORK, NY 10001	N/A	PC	GENERAL	2,000.
Total from continuation sheets				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BARCLAYS CAPITAL, INC.	26.	26.	
PERSHING	5.	5.	
TOTAL TO PART I, LINE 3	31.	31.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
BARCLAYS CAPITAL, INC.	22,974.	73.	22,901.	22,901.	
PERSHING	49,558.	45,606.	3,952.	3,952.	
TO PART I, LINE 4	72,532.	45,679.	26,853.	26,853.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
O'CONNOR DAVIES, LLP - TAX PREPARATION FEES	2,986.	0.		2,986.
TO FORM 990-PF, PG 1, LN 16B	2,986.	0.		2,986.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BARCLAYS CAPITAL, INC. - INVESTMENT MANAGEMENT FEES	5,414.	5,414.		0.
TO FORM 990-PF, PG 1, LN 16C	5,414.	5,414.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	494.	494.		0.
TO FORM 990-PF, PG 1, LN 18	494.	494.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCK - SEE ATTACHMENT (PAGE 7 OF 20)	153,888.	153,888.
COMMON STOCK - SEE ATTACHMENT (PAGE 20 OF 20)	127,587.	127,587.
TOTAL TO FORM 990-PF, PART II, LINE 10B	281,475.	281,475.

FORM 990-PF CORPORATE BONDS STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS - SEE ATTACHMENT A (PAGE 9 OF 20)	51,115.	51,115.
TOTAL TO FORM 990-PF, PART II, LINE 10C	51,115.	51,115.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
EXCHANGE TRADED FUNDS - SEE ATTACHMENT A (PAGE 12 OF 20)	FMV	92,150.	92,150.
MUTUAL FUNDS - SEE ATTACHMENT A (PAGE 12 OF 20)	FMV	767,912.	767,912.
REAL ESTATE INVESTMENT TRUSTS - SEE ATTACHMENT A (PAGE 8 OF 20)	FMV	15,345.	15,345.
TOTAL TO FORM 990-PF, PART II, LINE 13		875,407.	875,407.

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities **98.00% of Portfolio**								
Common Stocks								
ALTRIA GROUP INC COM			**Security Identifier: MO** CUSIP: 02209S103					
12/04/12 13	131.000	33 4650	4,383.93	49 2700	6,454.37	2,070 44	272 48	4.22%
05/08/13 13	25 000	36.5820	914 54	49 2700	1,231 75	317.21	52 00	4 22%
09/10/14 13	3.000	43.6600	130.98	49.2700	147.81	16 83	6 24	4.22%
10/16/14 13	3.000	45 0300	135.09	49.2700	147 81	12.72	6 24	4 22%
Total Covered	**162.000**		**5,564.54**		**7,981.74**	**2,417.20**	**336.96**	
Total	**162.000**		**$5,564.54**		**$7,981.74**	**$2,417.20**	**$336.96**	
AMERICAN ELECTRIC POWER CO			**Security Identifier: AEP** CUSIP: 025537101					
12/04/12 13	33.000	42 3300	1,396.89	60.7200	2,003 76	606.87	69 96	3.49%

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
AT&T INC COM				**Security Identifier: T** CUSIP: 00206R102				
12/04/12 [13]	119.000	33.9200	4,036 48	33.5900	3,997.21	-39.27	218.96	5.47%
02/20/13 [13]	25 000	35 5460	888.65	33 5900	839 75	-48.90	46.00	5 47%
06/05/13 [13]	45 000	35 4560	1,595 50	33 5900	1,511 55	-83.95	82 80	5 47%
06/11/14 [13]	3 000	34.9100	104.73	33.5900	100 77	-3.96	5.52	5 47%
07/16/14 [13]	4 000	36.4530	145 81	33.5900	134.36	-11.45	7.36	5.47%
09/10/14 [13]	9.000	34.4100	309.69	33 5900	302.31	-7.38	16.56	5.47%
Total Covered	**205.000**		**7,080.86**		**6,885.95**	**-194.91**	**377.20**	
Total	**205.000**		**$7,080.86**		**$6,885.95**	**-$194.91**	**$377.20**	
BCE INC COM NEW ISIN#CA05534B7604 SHS				**Security Identifier: BCE** CUSIP: 05534B760				
12/04/12 [13]	39.000	42.5900	1,661.01	45 8600	1,788.54	127.53	84.57	4.72%
07/16/14 [13]	17 000	45 4340	772.38	45.8600	779 62	7.24	36.86	4.72%
09/10/14 [13]	3 000	44 9100	134.73	45.8600	137.58	2.85	6.51	4.72%
11/03/14 [13]	19.000	44 2270	840.32	45.8600	871 34	31.02	41.20	4.72%
Total Covered	**78.000**		**3,408.44**		**3,577.08**	**168.64**	**169.14**	
Total	**78.000**		**$3,408.44**		**$3,577.08**	**$168.64**	**$169.14**	
BP PLC SPONS ADR				**Security Identifier: BP** CUSIP: 055622104				
01/15/13 [13]	43.000	44.4630	1,911 89	38 1200	1,639.16	-272 73	103.20	6 29%
02/20/13 [13]	31.000	40 9120	1,268.27	38 1200	1,181 72	-86 55	74 40	6.29%
04/19/13 [13]	47.000	40.9290	1,923 64	38 1200	1,791 64	-132 00	112.80	6.29%
10/16/14 [13]	3 000	40.2400	120 72	38 1200	114 36	-6.36	7 20	6 29%
Total Covered	**124.000**		**5,224.52**		**4,726.88**	**-497.64**	**297.60**	
Total	**124.000**		**$5,224.52**		**$4,726.88**	**-$497.64**	**$297.60**	
CHEVRON CORP NEW COM				**Security Identifier: CVX** CUSIP: 166764100				
12/04/12 [13]	12.000	104.2300	1,250 76	112.1800	1,346.16	95.40	51.36	3.81%
04/28/14 [13]	3 000	125 3600	376.08	112 1800	336.54	-39 54	12 84	3.81%
12/12/14	11.000	103.5170	1,138 69	112.1800	1,233 98	95.29	47 08	3.81%
Total Covered	**26.000**		**2,765.53**		**2,916.68**	**151.15**	**111.28**	
Total	**26.000**		**$2,765.53**		**$2,916.68**	**$151.15**	**$111.28**	
COCA COLA COMPANY				**Security Identifier: KO** CUSIP: 191216100				
12/04/12 [13]	36.000	37 3300	1,343 88	42 2200	1,519 92	176.04	43 92	2 88%
08/18/14 [13]	33 000	41 3550	1,364.73	42 2200	1,393.26	28 53	40.26	2.88%
10/16/14 [13]	3.000	42.5400	127 62	42.2200	126.66	-0.96	3.66	2.88%

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
COCA COLA COMPANY *(continued)*								
Total Covered	**72.000**		**2,836.23**		**3,039.84**	**203.61**	**87.84**	
Total	**72.000**		**$2,836.23**		**$3,039.84**	**$203.61**	**$87.84**	
CONOCOPHILLIPS COM				**Security Identifier: COP** CUSIP 20825C104				
12/04/12 13	45 000	56.6200	2,547 90	69 0600	3,107 70	559 80	131 40	4 22%
06/05/13 13	16.000	61 6800	986.88	69 0600	1,104 96	118 08	46 72	4 22%
10/16/14 13	3.000	65.8800	197 64	69 0600	207 18	9 54	8 76	4.22%
Total Covered	**64.000**		**3,732.42**		**4,419.84**	**687.42**	**186.88**	
Total	**64.000**		**$3,732.42**		**$4,419.84**	**$687.42**	**$186.88**	
DOMINION RES INC VA COM				**Security Identifier: D** CUSIP 25746U109				
12/04/12 13	19 000	50 4000	957 60	76 9000	1,461.10	503.50	45 60	3.12%
02/20/13 13	32 000	55 9740	1,791 18	76 9000	2,460 80	669.62	76 80	3 12%
Total Covered	**51.000**		**2,748.78**		**3,921.90**	**1,173.12**	**122.40**	
Total	**51.000**		**$2,748.78**		**$3,921.90**	**$1,173.12**	**$122.40**	
DUKE ENERGY CORP NEW COM NEW				**Security Identifier: DUK** CUSIP 26441C204				
12/04/12 13	76 000	63 4900	4,825 24	83.5400	6,349 04	1,523.80	241 68	3 80%
GENERAL MILLS INC COM				**Security Identifier: GIS** CUSIP. 370334104				
11/03/14 13	33 000	52.5080	1,732 77	53 3300	1,759 89	27 12	54 12	3 07%
12/12/14	19 000	52.1950	991.70	53 3300	1,013 27	21 57	31.16	3 07%
Total Covered	**52.000**		**2,724.47**		**2,773.16**	**48.69**	**85.28**	
Total	**52.000**		**$2,724.47**		**$2,773.16**	**$48.69**	**$85.28**	
GLAXOSMITHKLINE PLC SPONS ADR				**Security Identifier: GSK** CUSIP 37733W105				
12/04/12 13	93.000	43.5800	4,052 94	42 7400	3,974 82	-78.12	246 53	6 20%
04/28/14 13	19.000	55 9680	1,063 40	42 7400	812.06	-251 34	50 37	6.20%
06/11/14 13	6.000	54 4300	326 58	42 7400	256 44	-70.14	15.91	6 20%

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
GLAXOSMITHKLINE PLC SPONS ADR *(continued)*								
07/16/14 13	11.000	53.5090	588.60	42 7400	470.14	-118.46	29.16	6.20%
09/10/14 13	6.000	47.0600	282.36	42 7400	256 44	-25.92	15 91	6.20%
10/02/14 13	16.000	45 5140	728.23	42.7400	683.84	-44 39	42.41	6.20%
10/16/14 13	3 000	42 5300	127.59	42.7400	128.22	0.63	7.94	6.20%
Total Covered	**154.000**		**7,169.70**		**6,581.96**	**-587.74**	**408.23**	
Total	**154.000**		**$7,169.70**		**$6,581.96**	**-$587.74**	**$408.23**	
JOHNSON & JOHNSON COM				**Security Identifier: JNJ** CUSIP. 478160104				
12/04/12 13	37.000	69.9400	2,587.78	104 5700	3,869 09	1,281.31	103 60	2 67%
KIMBERLY CLARK CORP				**Security Identifier: KMB** CUSIP: 494368103				
12/04/12 13	36.000	82 4410	2,967 86	115 5400	4,159 44	1,191 58	120 96	2.90%
KINDER MORGAN INC DEL COM				**Security Identifier: KMI** CUSIP· 49456B101				
08/18/14 13	40.000	41 0400	1,641 59	42 3100	1,692.40	50.81	70 40	4 15%
KRAFT FOODS GROUP INC COM				**Security Identifier: KRFT** CUSIP· 50076Q106				
12/04/12 13	78 000	45.5900	3,556.02	62.6600	4,887 48	1,331.46	171 60	3 51%
05/08/13 13	37.000	54 4590	2,014 99	62 6600	2,318.42	303 43	81.40	3.51%
10/16/14 13	3.000	54.0000	162 00	62.6600	187 98	25.98	6 60	3.51%
Total Covered	**118.000**		**5,733.01**		**7,393.88**	**1,660.87**	**259.60**	
Total	**118.000**		**$5,733.01**		**$7,393.88**	**$1,660.87**	**$259.60**	
MCDONALDS CORP				**Security Identifier: MCD** CUSIP· 580135101				
12/04/12 13	36 000	86 9300	3,129.48	93.7000	3,373.20	243 72	122 40	3.62%
04/28/14 13	18.000	100 1720	1,803.10	93 7000	1,686 60	-116.50	61.20	3.62%
06/11/14 13	3.000	100.5700	301.71	93.7000	281.10	-20.61	10.20	3.62%
07/16/14 13	10 000	99.4590	994.59	93.7000	937 00	-57 59	34 00	3.62%
Total Covered	**67.000**		**6,228.88**		**6,277.90**	**49.02**	**227.80**	
Total	**67.000**		**$6,228.88**		**$6,277.90**	**$49.02**	**$227.80**	
MERCK & CO INC NEW COM				**Security Identifier: MRK** CUSIP· 58933Y105				
12/04/12 13	78.000	44 5500	3,474.90	56.7900	4,429.62	954 72	140 40	3.16%
02/20/13 13	33.000	42 6140	1,406.26	56.7900	1,874.07	467 81	59.40	3.16%
10/16/14 13	3 000	53.4700	160.41	56.7900	170 37	9.96	5.40	3 16%
Total Covered	**114.000**		**5,041.57**		**6,474.06**	**1,432.49**	**205.20**	
Total	**114.000**		**$5,041.57**		**$6,474.06**	**$1,432.49**	**$205.20**	

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
NATIONAL GRID PLC SPON ADR NEW				**Security Identifier: NGG** CUSIP 636274300				
12/04/12 13	91.000	56 5800	5,148 78	70.6600	6,430 06	1,281 28	419 67	6.52%
10/16/14 13	3.000	69 2200	207.66	70 6600	211 98	4 32	13 84	6 52%
Total Covered	**94.000**		**5,356.44**		**6,642.04**	**1,285.60**	**433.51**	
Total	**94.000**		**$5,356.44**		**$6,642.04**	**$1,285.60**	**$433.51**	
PEPSICO INC COM				**Security Identifier: PEP** CUSIP· 713448108				
12/04/12 13	19 000	69 8100	1,326 39	94.5600	1,796.64	470 25	49.78	2 77%
PHILIP MORRIS INTL INC COM				**Security Identifier: PM** CUSIP. 718172109				
12/04/12 13	23.000	89 1500	2,050 45	81.4500	1,873.35	-177.10	92.00	4 91%
05/08/13 13	10.000	94 3220	943 22	81 4500	814 50	-128 72	40 00	4 91%
01/07/14 13	8 000	85.3480	682.78	81.4500	651 60	-31.18	32 00	4.91%
02/26/14 13	27 000	79 3700	2,142 98	81.4500	2,199 15	56 17	108.00	4 91%
03/19/14 13	15 000	80.1950	1,202 92	81.4500	1,221 75	18 83	60 00	4.91%
10/16/14 13	3 000	84.0500	252 15	81.4500	244 35	-7 80	12 00	4.91%
Total Covered	**86.000**		**7,274.50**		**7,004.70**	**-269.80**	**344.00**	
Total	**86.000**		**$7,274.50**		**$7,004.70**	**-$269.80**	**$344.00**	
PPL CORP COM				**Security Identifier: PPL** CUSIP 69351T106				
12/04/12 13	90.000	28.9300	2,603 70	36.3300	3,269.70	666.00	134.10	4.10%
02/20/13 13	29 000	30 5160	884 95	36.3300	1,053 57	168 62	43 21	4.10%
10/16/14 13	3.000	32 7700	98 31	36.3300	108 99	10.68	4 47	4 10%
Total Covered	**122.000**		**3,586.96**		**4,432.26**	**845.30**	**181.78**	
Total	**122.000**		**$3,586.96**		**$4,432.26**	**$845.30**	**$181.78**	
PROCTER & GAMBLE CO COM				**Security Identifier: PG** CUSIP· 742718109				
12/04/12 13	22 000	69.4400	1,527 68	91 0900	2,003.98	476 30	56 63	2 82%
07/10/14 13	26 000	81.6940	2,124.05	91 0900	2,368.34	244 29	66.93	2 82%

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
PROCTER & GAMBLE CO COM *(continued)*								
07/16/14 [13]	12 000	81.1380	973 65	91 0900	1,093 08	119 43	30 89	2 82%
09/10/14 [13]	3 000	83 6100	250 83	91 0900	273 27	22 44	7 73	2.82%
Total Covered	**63.000**		**4,876.21**		**5,738.67**	**862.46**	**162.18**	
Total	**63.000**		**$4,876.21**		**$5,738.67**	**$862.46**	**$162.18**	
REYNOLDS AMERN INC COM				**Security Identifier: RAI** CUSIP 761713106				
12/04/12 [13]	113 000	43 8900	4,959 57	64.2700	7,262 51	2,302 94	302.84	4.16%
10/16/14 [13]	3 000	56 9400	170 82	64 2700	192.81	21.99	8 04	4 16%
Total Covered	**116.000**		**5,130.39**		**7,455.32**	**2,324.93**	**310.88**	
Total	**116.000**		**$5,130.39**		**$7,455.32**	**$2,324.93**	**$310.88**	
ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG B SHS ISIN#US7802591070				**Security Identifier: RDS B** CUSIP 780259107				
12/04/12 [13]	81.000	69.2100	5,606 01	69.5600	5,634 36	28 35	304 56	5 40%
SOUTHERN CO COM				**Security Identifier: SO** CUSIP. 842587107				
12/04/12 [13]	115.000	42 8700	4,930.05	49.1100	5,647 65	717 60	241.50	4 27%
06/11/14 [13]	3 000	43.2200	129.66	49 1100	147.33	17.67	6 30	4 27%
Total Covered	**118.000**		**5,059.71**		**5,794.98**	**735.27**	**247.80**	
Total	**118.000**		**$5,059.71**		**$5,794.98**	**$735.27**	**$247.80**	
TOTAL S A SPONSORED ADR				**Security Identifier: TOT** CUSIP 89151E109				
12/04/12 [13]	110 000	50.4910	5,553.98	51 2000	5,632 00	78 02	293.42	5 20%
10/16/14 [13]	3 000	54 5300	163 59	51 2000	153 60	-9 99	8 00	5 20%
Total Covered	**113.000**		**5,717.57**		**5,785.60**	**68.03**	**301.42**	
Total	**113.000**		**$5,717.57**		**$5,785.60**	**$68.03**	**$301.42**	
UNILEVER PLC SPON ADR NEW ISIN#US9047677045				**Security Identifier: UL** CUSIP 904767704				
12/04/12 [13]	36 000	38 6400	1,391 04	40 4800	1,457.28	66 24	53 71	3 68%
04/28/14 [13]	35.000	44 2600	1,549.11	40 4800	1,416 80	-132.31	52.22	3 68%
06/11/14 [13]	3 000	44.9800	134.94	40.4800	121 44	-13 50	4.48	3.68%
10/16/14 [13]	3.000	39.2100	117.63	40 4800	121.44	3.81	4.48	3.68%
11/03/14 [13]	25.000	39.9020	997.56	40.4800	1,012 00	14 44	37 30	3 68%
Total Covered	**102.000**		**4,190.28**		**4,128.96**	**-61.32**	**152.19**	
Total	**102.000**		**$4,190.28**		**$4,128.96**	**-$61.32**	**$152.19**	
VERIZON COMMUNICATIONS INC COM				**Security Identifier: VZ** CUSIP: 92343V104				
12/04/12 [13]	79.553	43.8000	3,484.41	46.7800	3,721.48	237.07	175 02	4.70%

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
VERIZON COMMUNICATIONS INC *(continued)*								
02/24/14 13	44.447	48.1150	2,138 58	46.7800	2,079 24	-59 34	97 78	4 70%
07/16/14 13	13 000	50 9850	662.81	46 7800	608.14	-54 67	28 60	4.70%
09/10/14 13	6 000	48.5300	291.18	46.7800	280 68	-10 50	13.20	4 70%
Total Covered	**143.000**		**6,576.98**		**6,689.54**	**112.56**	**314.60**	
Total	**143.000**		**$6,576.98**		**$6,689.54**	**$112.56**	**$314.60**	
VODAFONE GROUP PLC NEW SPONSORED ADR			**Security Identifier: VOD**					
NO PAR				CUSIP: 92857W308				
12/04/12 13	92 000	47 0620	4,329 67	34 1700	3,143 64	-1,186 03	165.82	5 27%
10/16/14 13	3 000	29 3900	88 17	34 1700	102.51	14.34	5.41	5 27%
Total Covered	**95.000**		**4,417.84**		**3,246.15**	**-1,171.69**	**171.23**	
Total	**95.000**		**$4,417.84**		**$3,246.15**	**-$1,171.69**	**$171.23**	
WILLIAMS COS INC COM			**Security Identifier: WMB**					
				CUSIP· 969457100				
12/04/13 13	64 000	36 7360	2,351 12	44 9400	2,876.16	525.04	145 92	5 07%
01/07/14 13	21.000	38.7040	812.78	44.9400	943 74	130.96	47 88	5.07%
04/28/14 13	9 000	41.7240	375.52	44 9400	404.46	28.94	20 52	5 07%
06/11/14 13	6 000	46 6000	279 60	44.9400	269.64	-9.96	13.68	5.07%
Total Covered	**100.000**		**3,819.02**		**4,494.00**	**674.98**	**228.00**	
Total	**100.000**		**$3,819.02**		**$4,494.00**	**$674.98**	**$228.00**	
Total Common Stocks			**$136,616.61**		**$153,887.82**	**$17,271.21**	**$6,683.94**	
Real Estate Investment Trusts								
HCP INC COM			**Security Identifier: HCP**					
				CUSIP: 40414L109				
12/04/12 13	41.000	44 7940	1,836 56	44 0300	1,805 23	-31 33	89.38	4 95%
01/07/14 13	21 000	36.9270	775.46	44.0300	924.63	149.17	45.78	4.95%
03/19/14 13	22 000	36.6120	805.46	44.0300	968.66	163 20	47.96	4.95%
10/16/14 13	3.000	42.2000	126 60	44.0300	132.09	5.49	6.54	4.95%
Total Covered	**87.000**		**3,544.08**		**3,830.61**	**286.53**	**189.66**	
Total	**87.000**		**$3,544.08**		**$3,830.61**	**$286.53**	**$189.66**	

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Real Estate Investment Trusts *(continued)*								
HEALTH CARE REIT INC COM				**Security Identifier: HCN** CUSIP 42217K106				
12/04/12 13	34.000	58.0920	1,975.14	75 6700	2,572.78	597 64	108 12	4 20%
02/20/13 13	14.000	63 0560	882.79	75 6700	1,059 38	176 59	44 52	4 20%
Total Covered	**48.000**		**2,857.93**		**3,632.16**	**774.23**	**152.64**	
Total	**48.000**		**$2,857.93**		**$3,632.16**	**$774.23**	**$152.64**	
REALTY INCOME CORP COM				**Security Identifier: O** CUSIP 756109104				
07/08/13 13	45 000	42.4020	1,908.11	47.7100	2,146 95	238 84	99 04	4 61%
SENIOR HSG PPTYS TR SH BEN INT				**Security Identifier: SNH** CUSIP 81721M109				
02/21/13 13	45 000	24 5720	1,105 74	22 1100	994 95	-110 79	70 20	7.05%
06/05/13 13	46 000	25 9130	1,192 00	22 1100	1,017 06	-174.94	71 76	7.05%
10/16/14 13	3 000	21.6200	64 86	22.1100	66 33	1 47	4 68	7 05%
Total Covered	**94.000**		**2,362.60**		**2,078.34**	**-284.26**	**146.64**	
Total	**94.000**		**$2,362.60**		**$2,078.34**	**-$284.26**	**$146.64**	
VENTAS INC COM				**Security Identifier: VTR** CUSIP 92276F100				
09/17/13 13	24 000	63 2120	1,517 08	71.7000	1,720 80	203.72	75 84	4 40%
01/07/14 13	13 000	58.1760	756 29	71 7000	932 10	175.81	41 08	4 40%
04/28/14 13	11.000	65.5510	721.06	71.7000	788 70	67 64	34.76	4.40%
06/11/14 13	3.000	63 4300	190.29	71.7000	215 10	24 81	9 48	4.40%
Total Covered	**51.000**		**3,184.72**		**3,656.70**	**471.98**	**161.16**	
Total	**51.000**		**$3,184.72**		**$3,656.70**	**$471.98**	**$161.16**	
Total Real Estate Investment Trusts			**$13,857.44**		**$15,344.76**	**$1,487.32**	**$749.14**	

Date Acquired	Quantity	Unit Cost	Adjusted Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income	Estimated Yield
Fixed Income 5.00% of Portfolio *(In Maturity Date Sequence)*									
Corporate Bonds									
PRUDENTIAL FINL INC FIXED-TO-FLOATING			**Security Identifier: 744320AM4**						
RATE JUNIOR SUBORDINATED NOTES									
5 625% 06/15/43 B/E DTD 11/19/12CALLABLE 06/15/23 @ 100 000									
1ST CPN DTE 06/15/13 CPN PMT SEMI ANNUAL									
ON JUN 15 AND DEC 15									
Moody Rating BAA2 S & P Rating BBB+									
11/14/12 *,12,13	25,000.000	99.9940	24,998 50	102.2300	25,557.50	559.00	62 50	1,406.25	5 50%
			Original Cost Basis. $24,998 50						
11/15/12 *,12,13	25,000.000	99.5000	24,875.00	102 2300	25,557.50	682 50	62.50	1,406 25	5.50%
			Original Cost Basis. $24,875 00						
Total Noncovered	**50,000.000**		**49,873.50**		**51,115.00**	**1,241.50**	**125.00**	**2,812.50**	
Total	**50,000.000**		**$49,873.50**		**$51,115.00**	**$1,241.50**	**$125.00**	**$2,812.50**	
Total Corporate Bonds	**50,000.000**		**$49,873.50**		**$51,115.00**	**$1,241.50**	**$125.00**	**$2,812.50**	
Total Fixed Income	**50,000.000**		**$49,873.50**		**$51,115.00**	**$1,241.50**	**$125.00**	**$2,812.50**	

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Mutual Funds 71.00% of Portfolio								
ABERDEEN TOTAL RETURN BOND FD CL I			**Security Identifier: JBGIX**					
Open End Fund			CUSIP 04315J209					
11/20/12 *,13	5,219 187	14.0300	73,225.19	13 2900	69,362 99	-3,862.20	1,333 97	1.92%
12/31/12 *,13	95.175	13 7100	1,304.85	13.2900	1,264 88	-39.97	24.33	1 92%
12/31/12 *,13	60.702	13.7100	832.22	13 2900	806 73	-25.49	15 51	1.92%

Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Mutual Funds *(continued)*								
ABERDEEN TOTAL RETURN BOND FD CL I *(continued)*								
Total Noncovered	**5,375.064**		**75,362.26**		**71,434.60**	**-3,927.66**	**1,373.81**	
Reinvestments to Date	67.134	13 3100	893.55	13 2900	892 21	-1 34	17 16	1 92%
Total Covered	**67.134**		**893.55**		**892.21**	**-1.34**	**17.16**	
Total	**5,442.198**		**$76,255.81**		**$72,326.81**	**-$3,929.00**	**$1,390.97**	
DOUBLELINE TOTAL RETURN BOND FUND				**Security Identifier: DLTNX**				
CLASS N				CUSIP 258620202				
Open End Fund								
11/20/12 *,13	4,389.816	11 3900	50,000 00	10.9700	48,156.28	-1,843 72	2,180.75	4.52%
DRIEHAUS EMERGING MARKETS GROWTH FUND				**Security Identifier: DREGX**				
Open End Fund				CUSIP. 262028301				
01/17/14 *,13	2,778.645	32 0300	89,000 00	29.6400	82,359.04	-6,640.96		
Total Noncovered	**2,778.645**		**89,000.00**		**82,359.04**	**-6,640.96**		
Reinvestments to Date	89.230	29 5900	2,640 32	29 6400	2,644.78	4 46		
Total Covered	**89.230**		**2,640.32**		**2,644.78**	**4.46**		
Total	**2,867.875**		**$91,640.32**		**$85,003.82**	**-$6,636.50**	**$0.00**	
FMI LARGE CAP FUND				**Security Identifier: FMIHX**				
Open End Fund				CUSIP. 302933205				
12/04/12 *,13	3,392 330	16 9500	57,500 00	21 2200	71,985.24	14,485 24	616 28	0.85%
12/05/12 *,13	3,380.364	17 0100	57,500 00	21.2200	71,731.33	14,231.33	614.11	0.85%
01/02/13 *,13	26.247	16.8900	443.32	21.2200	556.96	113.64	4.77	0 85%
01/02/13 *,13	3.136	16 8880	52.96	21.2200	66.55	13 59	0 57	0.85%
12/24/13 *,13	58 955	20 4100	1,203.27	21.2200	1,251 03	47.76	10.71	0.85%
12/24/13 *,13	48 024	20.4100	980.18	21 2200	1,019.07	38 89	8 72	0 85%
12/24/13 *,13	366.752	20 4100	7,485.41	21.2200	7,782.48	297.07	66 63	0 85%
Total Noncovered	**7,275.808**		**125,165.14**		**154,392.66**	**29,227.52**	**1,321.79**	
Reinvestments to Date	760.370	21 3400	16,226.29	21.2200	16,135 04	-91.25	138.13	0.85%
Total Covered	**760.370**		**16,226.29**		**16,135.04**	**-91.25**	**138.13**	
Total	**8,036.178**		**$141,391.43**		**$170,527.70**	**$29,136.27**	**$1,459.92**	

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Mutual Funds *(continued)*								
ROYCE OPPORTUNITY FUND INVESTMENT CLASS Open End Fund				**Security Identifier: RYPNX** CUSIP 780905832				
12/04/12 *,13	3,101.737	12.0900	37,500.00	13 4600	41,749 38	4,249.38		
12/05/12 *,13	3,104.305	12.0800	37,500.00	13 4600	41,783.95	4,283 95		
12/10/12 *,13	35.771	11 4200	408.50	13.4600	481.48	72 98		
12/10/12 *,13	146.178	11 4200	1,669 35	13.4600	1,967 56	298 21		
12/11/12 *,13	35 800	11.4200	408 84	13.4600	481 87	73.03		
12/11/12 *,13	146.299	11.4200	1,670 74	13 4600	1,969 19	298.45		
09/25/13 *,13	1,608.752	15 5400	25,000.00	13.4600	21,653 80	-3,346 20		
12/09/13 *,13	12 015	14 8400	178 30	13 4600	161.72	-16.58		
12/09/13 *,13	834.198	14 8400	12,379.50	13 4600	11,228 30	-1,151 20		
Total Noncovered	**9,025.055**		**116,715.23**		**121,477.25**	**4,762.02**		
Reinvestments to Date	1,344 740	13 0100	17,495.07	13 4600	18,100.19	605 12		
Total Covered	**1,344.740**		**17,495.07**		**18,100.19**	**605.12**		
Total	**10,369.795**		**$134,210.30**		**$139,577.44**	**$5,367.14**	**$0.00**	
TOUCHSTONE SANDS CAPITAL SELECT GROWTH FD CLASS Y Open End Fund				**Security Identifier: CFSIX** CUSIP: 89155H827				
12/04/12 *,13	4,511.204	12.7100	57,337.41	18.4400	83,186 60	25,849 19		
12/05/12 *,13	5,919 495	12 6700	75,000 00	18.4400	109,155.49	34,155 49		
12/13/13 *,13	28.288	17 1700	485 70	18 4400	521 63	35.93		
12/13/13 *,13	59 611	17.1700	1,023 52	18 4400	1,099.23	75.71		
Total Noncovered	**10,518.598**		**133,846.63**		**193,962.95**	**60,116.32**		
Reinvestments to Date	507.942	18.2500	9,269.94	18 4400	9,366.45	96.51		
Total Covered	**507.942**		**9,269.94**		**9,366.45**	**96.51**		
Total	**11,026.540**		**$143,116.57**		**$203,329.40**	**$60,212.83**	**$0.00**	
VANGUARD INTERMEDIATE-TERM INVESTMENT GRADE FD INVESTOR CLASS Open End Fund				**Security Identifier: VFICX** CUSIP. 922031885				
11/20/12 *,13	4,775.549	10.4700	50,000.00	9 8300	46,943 65	-3,056.35	1,483.66	3 16%
12/31/12 *,13	14 779	10 3400	152.82	9 8300	145.28	-7.54	4 59	3 16%
12/31/12 *,13	54.037	10 3400	558.74	9 8300	531.18	-27.56	16.79	3.16%
04/02/13 *,13	5.705	10.1890	58.13	9 8300	56.08	-2 05	1.77	3 16%
04/02/13 *,13	34.705	10.1900	353 64	9.8300	341.15	-12.49	10.78	3.16%
12/18/13 *,13	55 224	9.7300	537 33	9.8300	542.85	5 52	17.16	3.16%
04/02/14 *,13	4.029	9 8090	39 52	9.8300	39.61	0 09	1 25	3.16%
Total Noncovered	**4,944.028**		**51,700.18**		**48,599.80**	**-3,100.38**	**1,536.00**	

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Mutual Funds *(continued)*								
VANGUARD INTERMEDIATE-TERM *(continued)*								
Reinvestments to Date	39 734	9 8300	390.58	9 8300	390.58	0 00	12 35	3 16%
Total Covered	**39.734**		**390.58**		**390.58**	**0.00**	**12.35**	
Total	**4,983.762**		**$52,090.76**		**$48,990.38**	**-$3,100.38**	**$1,548.35**	
Total Mutual Funds			**$688,705.19**		**$767,911.83**	**$79,206.64**	**$6,579.99**	

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Exchange-Traded Products 8.00% of Portfolio								
SPDR INDEX SHS FDS EURO STOXX 50 ETF			**Security Identifier: FEZ**					
2,500 00 of these shares are in your margin account			CUSIP: 78463X202					
09/25/13 *,13	1,300 000	38.8080	50,450 00	36.8600	47,918 00	-2,532.00	1,811 83	3.78%
11/07/13 *,13	1,200 000	39 8130	47,775.00	36 8600	44,232.00	-3,543 00	1,672.45	3.78%
Total Noncovered	**2,500.000**		**98,225.00**		**92,150.00**	**-6,075.00**	**3,484.28**	
Total	**2,500.000**		**$98,225.00**		**$92,150.00**	**-$6,075.00**	**$3,484.28**	
Total Exchange-Traded Products			**$98,225.00**		**$92,150.00**	**-$6,075.00**	**$3,484.28**	

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities 97.00% of Portfolio								
Common Stocks								
ACCENTURE PLC IRELAND CLASS SHS ISIN#IE00B4BNMY34			Security Identifier: ACN	CUSIP: G1151C101				
03/04/14 13	47.000	83.6600	3,932.02	89.3100	4,197.57	265.55	95.88	2.28%
03/12/14 13	2.000	82.8400	165.68	89.3100	178.62	12.94	4.08	2.28%
Total Covered	**49.000**		**4,097.70**		**4,376.19**	**278.49**	**99.96**	
Total	**49.000**		**$4,097.70**		**$4,376.19**	**$278.49**	**$99.96**	
ADIDAS SALOMON AG SPONSORED ADR			Security Identifier: ADDYY	CUSIP: 00687A107				
04/01/14 13	68.000	54.5530	3,709.57	34.8620	2,370.62	-1,338.95	50.39	2.12%
12/05/14	8.000	37.2380	297.90	34.8620	278.90	-19.00	5.93	2.12%
12/08/14	23.000	37.1450	854.34	34.8620	801.82	-52.52	17.04	2.12%
Total Covered	**99.000**		**4,861.81**		**3,451.34**	**-1,410.47**	**73.36**	
Total	**99.000**		**$4,861.81**		**$3,451.34**	**-$1,410.47**	**$73.36**	
AES CORP COM			Security Identifier: AES	CUSIP: 00130H105				
03/04/14 13	287.000	13.9300	3,997.91	13.7700	3,951.99	-45.92	57.40	1.45%
03/12/14 13	9.000	13.7300	123.57	13.7700	123.93	0.36	1.80	1.45%
Total Covered	**296.000**		**4,121.48**		**4,075.92**	**-45.56**	**59.20**	
Total	**296.000**		**$4,121.48**		**$4,075.92**	**-$45.56**	**$59.20**	
ANGLO AMERN PLC ADR NEW			Security Identifier: AAUKY	CUSIP: 03485P201				
03/04/14 13	135.000	12.5000	1,687.50	9.3600	1,263.60	-423.90	69.52	5.50%
05/28/14 13	88.000	12.7890	1,125.43	9.3600	823.68	-301.75	45.32	5.50%
05/29/14 13	52.000	12.8990	670.77	9.3600	486.72	-184.05	26.78	5.50%
Total Covered	**275.000**		**3,483.70**		**2,574.00**	**-909.70**	**141.62**	
Total	**275.000**		**$3,483.70**		**$2,574.00**	**-$909.70**	**$141.62**	

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
AUTOLIV INC COM			Security Identifier: ALV CUSIP: 052800109					
03/04/14 13	27.000	96.1570	2,596.24	106.1200	2,865 24	269.00	58.32	2.03%
03/12/14 13	1.000	96.2500	96.25	106.1200	106.12	9.87	2.16	2.03%
Total Covered	**28.000**		**2,692.49**		**2,971.36**	**278.87**	**60.48**	
Total	**28.000**		**$2,692.49**		**$2,971.36**	**$278.87**	**$60.48**	
5BANCO SANTANDER SA ADR ISIN#US05964H1059			Security Identifier: SAN CUSIP: 05964H105					
03/04/14 *,3,12	483.000	8.6410	4,173.83	8.3300	4,023.39	-150.44	301.19	7.48%
03/12/14 *,3,12	17.000	8.5360	145.12	8.3300	141.61	-3.51	10.60	7.48%
Total Noncovered	**500.000**		**4,318.95**		**4,165.00**	**-153.95**	**311.79**	
Please Provide *	11.000	N/A	Please Provide	8.3300	91.63	N/A	6.86	7.48%
Total Unallocated	**11.000**		**Please Provide**		**91.63**	**N/A**	**6.86**	
Total	**511.000**		**N/A**		**$4,256.63**	**N/A**	**$318.65**	
BASF SE SPONS ADR ISIN#US0552625057			Security Identifier: BASFY CUSIP: 055262505					
03/04/14 13	38.000	112.5400	4,276.52	84.5590	3,213.24	-1,063.28	103.33	3.21%
03/12/14 13	1.000	108.9100	108.91	84.5590	84.56	-24.35	2.72	3.21%
Total Covered	**39.000**		**4,385.43**		**3,297.80**	**-1,087.63**	**106.05**	
Total	**39.000**		**$4,385.43**		**$3,297.80**	**-$1,087.63**	**$106.05**	
BROOKFIELD ASSET MGMT INC VTG SHS CL A ISIN#CA1125851040			Security Identifier: BAM CUSIP: 112585104					
03/04/14 13	89.000	40.6800	3,620.52	50.1300	4,461.57	841.05	56.96	1.27%
03/12/14 13	2.000	40.3300	80.66	50.1300	100.26	19.60	1.28	1.27%
Total Covered	**91.000**		**3,701.18**		**4,561.83**	**860.65**	**58.24**	
Total	**91.000**		**$3,701.18**		**$4,561.83**	**$860.65**	**$58.24**	
CAMECO CORP COM ISIN#CA13321L1085			Security Identifier: CCJ CUSIP: 13321L108					
05/19/14 13	72.000	19.8360	1,428.21	16.4100	1,181.52	-246.69	25.30	2.14%
05/20/14 13	106.000	19.5380	2,071.00	16.4100	1,739 46	-331.54	37.24	2.14%

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
CAMECO CORP COM ISIN#CA13321L1085 *(continued)*								
Total Covered	**178.000**		**3,499.21**		**2,920.98**	**-578.23**	**62.54**	
Total	**178.000**		**$3,499.21**		**$2,920.98**	**-$578.23**	**$62.54**	
COMPASS GROUP PLC SPON ADR NEW JUNE 14 ISIN#US20449X3026			Security Identifier: CMPGY CUSIP: 20449X302					
03/04/14 13	234.496	17.0620	4,000.97	17.1670	4,025.59	24.62	93.92	2.33%
03/12/14 13	7.504	16.3820	122.93	17.1670	128.82	5.89	3.01	2.33%
Total Covered	**242.000**		**4,123.90**		**4,154.41**	**30.51**	**96.93**	
Total	**242.000**		**$4,123.90**		**$4,154.41**	**$30.51**	**$96.93**	
DAIICHI SANKYO CO LTD SPON ADR LEVEL 1 ISIN#US23381D1028			Security Identifier: DSNKY CUSIP: 23381D102					
03/04/14 13	121.000	17.2900	2,092.09	14.0790	1,703.56	-388.53	52.47	3.07%
03/12/14 13	4.000	17.0600	68.24	14.0790	56 32	-11.92	1.73	3.07%
Total Covered	**125.000**		**2,160.33**		**1,759.88**	**-400.45**	**54.20**	
Total	**125.000**		**$2,160.33**		**$1,759.88**	**-$400.45**	**$54.20**	
DBS GROUP HLDGS LTD SPONS ADR			Security Identifier: DBSDY CUSIP: 23304Y100					
12/04/12 13	41.000	47.5500	1,949.55	62.1840	2,549.54	599.99	73.79	2.89%
03/04/14 13	23.000	51.7300	1,189.79	62.1840	1,430.23	240.44	41.40	2.89%
03/12/14 13	2.000	49.9200	99.84	62.1840	124.37	24.53	3.60	2.89%
Total Covered	**66.000**		**3,239.18**		**4,104.14**	**864.96**	**118.79**	
Total	**66.000**		**$3,239.18**		**$4,104.14**	**$864.96**	**$118.79**	
DIAGEO PLC SPONSORED ADR NEW ISIN#US25243Q2057			Security Identifier: DEO CUSIP: 25243Q205					
03/04/14 13	27.000	125.0260	3,375.69	114.0900	3,080.43	-295.26	90.98	2.95%
03/12/14 13	1.000	121.1300	121.13	114.0900	114.09	-7 04	3.37	2.95%
Total Covered	**28.000**		**3,496.82**		**3,194.52**	**-302.30**	**94.35**	
Total	**28.000**		**$3,496.82**		**$3,194.52**	**-$302.30**	**$94.35**	
DNB ASA SPONS ADR REPSTG 10 ORD SHS ISIN#US23328E1064			Security Identifier: DNHBY CUSIP: 23328E106					
03/04/14 13	20.000	181.9000	3,638.00	147.6480	2,952.96	-685.04	77.34	2.61%
03/12/14 13	2.000	181.1000	362.20	147.6480	295.30	-66.90	7.73	2.61%
Total Covered	**22.000**		**4,000.20**		**3,248.26**	**-751.94**	**85.07**	
Total	**22.000**		**$4,000.20**		**$3,248.26**	**-$751.94**	**$85.07**	
ERICSSON L M TEL CO ADR CL B SEK 10 NEW EXCH FOR ADR CL B SEK NEW			Security Identifier: ERIC CUSIP: 294821608					
03/04/14 13	313.000	12.6890	3,971.78	12.1000	3,787.30	-184.48	94.30	2.49%
03/12/14 13	10.000	12.7700	127.70	12.1000	121.00	-6.70	3.01	2.49%

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
ERICSSON L M TEL CO ADR CL B SEK 10 NEW *(continued)*								
Total Covered	**323.000**		**4,099.48**		**3,908.30**	**-191.18**	**97.31**	
Total	**323.000**		**$4,099.48**		**$3,908.30**	**-$191.18**	**$97.31**	
ERSTE BK GROUP AG SPONS ADR REPSTG 1/2 SH ISIN#US2960363040			**Security Identifier: EBKDY**	CUSIP: 296036304				
03/04/14 13	206.000	17.3300	3,569.98	11.6380	2,397.42	-1,172.56	18.52	0.77%
03/12/14 13	7.000	16.8200	117.74	11.6380	81.47	-36 27	0.63	0.77%
Total Covered	**213.000**		**3,687.72**		**2,478.89**	**-1,208.83**	**19.15**	
Total	**213.000**		**$3,687.72**		**$2,478.89**	**-$1,208.83**	**$19.15**	
EXPERIAN PLC SPON ADR			**Security Identifier: EXPGY**	CUSIP: 30215C101				
03/04/14 13	206.000	18.4600	3,802.76	16.9650	3,494.79	-307.97	70.24	2.01%
03/12/14 13	7.000	17.3200	121.24	16.9650	118.76	-2.48	2.39	2.01%
Total Covered	**213.000**		**3,924.00**		**3,613.55**	**-310.45**	**72.63**	
Total	**213.000**		**$3,924.00**		**$3,613.55**	**-$310.45**	**$72.63**	
HEINEKEN N V SPONS ADR LEVEL 1 ISIN#US4230123014			**Security Identifier: HEINY**	CUSIP: 423012301				
03/04/14 13	126.000	33.5800	4,231.08	35.6660	4,493.92	262 84	59.83	1.33%
03/12/14 13	4.000	33.1400	132.56	35.6660	142.66	10.10	1.90	1.33%
Total Covered	**130.000**		**4,363.64**		**4,636.58**	**272.94**	**61.73**	
Total	**130.000**		**$4,363.64**		**$4,636.58**	**$272.94**	**$61.73**	
HSBC HLDGS PLC SPONS ADR NEW			**Security Identifier: HSBC**	CUSIP: 404280406				
03/04/14 13	61.000	52.6790	3,213 44	47.2300	2,881.03	-332.41	149.45	5.18%
03/12/14 13	2.000	50.1000	100.20	47.2300	94.46	-5.74	4.90	5.18%
Total Covered	**63.000**		**3,313.64**		**2,975.49**	**-338.15**	**154.35**	
Total	**63.000**		**$3,313.64**		**$2,975.49**	**-$338.15**	**$154.35**	
IMPERIAL TOBACCO GROUP PLC SPONSORED ADR ISIN#US4531421018			**Security Identifier: ITYBY**	CUSIP: 453142101				
03/04/14 13	38.000	82.5500	3,136.90	88.4410	3,360.76	223.86	157.57	4.68%

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
IMPERIAL TOBACCO GROUP PLC *(continued)*								
03/12/14 [13]	1.000	82.3300	82.33	88.4410	88.44	6 11	4.15	4.68%
Total Covered	**39.000**		**3,219.23**		**3,449.20**	**229.97**	**161.72**	
Total	**39.000**		**$3,219.23**		**$3,449.20**	**$229.97**	**$161.72**	
KDDI CORP ADR ISIN#US48667L1061			**Security Identifier: KDDIY** CUSIP: 48667L106					
03/04/14 [13]	242.000	15.1500	3,666.30	15.9240	3,853.61	187.31	63.64	1.65%
03/12/14 [13]	8.000	14.2600	114.08	15.9240	127.39	13.31	2.10	1.65%
Total Covered	**250.000**		**3,780.38**		**3,981.00**	**200.62**	**65.74**	
Total	**250.000**		**$3,780.38**		**$3,981.00**	**$200.62**	**$65.74**	
MICHELIN COMPAGNIE GENERALE DES ESTABLISHMENTS ADR ISIN#US59410T1060			**Security Identifier: MGDDY** CUSIP: 59410T106					
03/04/14 [13]	163.000	24.7490	4,034.16	18.2160	2,969.20	-1,064.96	84.98	2.86%
03/12/14 [13]	6.000	24.3980	146.39	18.2160	109 30	-37.09	3.13	2.86%
Total Covered	**169.000**		**4,180.55**		**3,078.50**	**-1,102.05**	**88.11**	
Total	**169.000**		**$4,180.55**		**$3,078.50**	**-$1,102.05**	**$88.11**	
NESTLE SA SPONSORED ADR REPSTG REG SHS ISIN#US6410694060			**Security Identifier: NSRGY** CUSIP: 641069406					
12/04/12 [13]	46.000	65.5500	3,015.30	73.4160	3,377.13	361.83	93.25	2.76%
03/12/14 [13]	1.000	75.1000	75.10	73.4160	73.42	-1.68	2.03	2.76%
Total Covered	**47.000**		**3,090.40**		**3,450.55**	**360.15**	**95.28**	
Total	**47.000**		**$3,090.40**		**$3,450.55**	**$360.15**	**$95.28**	
NIDEC CORP SPONS ADR			**Security Identifier: NJ** CUSIP: 654090109					
03/04/14 [13]	137.000	15.2420	2,088.20	16.2100	2,220.77	132.57	23.21	1.04%
03/04/14 [13]	176.000	15.2420	2,682.65	16.2100	2,852.96	170.31	29.82	1.04%
03/12/14 [13]	6.000	15.4700	92.82	16.2100	97.26	4.44	1.02	1.04%
03/12/14 [13]	6.000	15.4700	92.82	16.2100	97.26	4.44	1.01	1.04%
Total Covered	**325.000**		**4,956.49**		**5,268.25**	**311.76**	**55.06**	
Total	**325.000**		**$4,956.49**		**$5,268.25**	**$311.76**	**$55.06**	
NOBLE CORP PLC SHS USD ISIN#GB00BFG3KF26			**Security Identifier: NE** CUSIP: G65431101					
03/04/14 [12,13]	115.000	30.9870	3,563.51	16.5700	1,905.55	-1,657.96	172.50	9.05%
03/12/14 [12,13]	3.000	30.3200	90.96	16.5700	49.71	-41.25	4.50	9.05%
Total Covered	**118.000**		**3,654.47**		**1,955.26**	**-1,699.21**	**177.00**	
Total	**118.000**		**$3,654.47**		**$1,955.26**	**-$1,699.21**	**$177.00**	

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
NOVARTIS AG SPONSORED ADR			Security Identifier: NVS CUSIP: 66987V109					
03/04/14 13	45.000	82.5390	3,714.25	92.6600	4,169.70	455.45	105.22	2.52%
03/12/14 13	1.000	82.8400	82.84	92.6600	92.66	9.82	2.34	2.52%
Total Covered	**46.000**		**3,797.09**		**4,262.36**	**465.27**	**107.56**	
Total	**46.000**		**$3,797.09**		**$4,262.36**	**$465.27**	**$107.56**	
ORIX CORP SPONSORED ADR			Security Identifier: IX CUSIP: 68633C101					
03/04/14 13	42.000	73.6100	3,091.62	62.5300	2,626.26	-465.36	42.13	1.60%
03/12/14 13	1.000	72.9600	72.96	62.5300	62.53	-10.43	1.00	1.60%
Total Covered	**43.000**		**3,164.58**		**2,688.79**	**-475.79**	**43.13**	
Total	**43.000**		**$3,164.58**		**$2,688.79**	**-$475.79**	**$43.13**	
RECKITT BENCKISER PLC SPONSORED ADR ISIN#US7562552049			Security Identifier: RBGLY CUSIP: 756255204					
03/04/14 13	252.000	16.7200	4,213.44	16.2480	4,094.50	-118.94	107.79	2.63%
03/12/14 13	9.000	16.4200	147.78	16.2480	146.23	-1.55	3.85	2.63%
Total Covered	**261.000**		**4,361.22**		**4,240.73**	**-120.49**	**111.64**	
Total	**261.000**		**$4,361.22**		**$4,240.73**	**-$120.49**	**$111.64**	
ROYAL DSM N V SPONS ADR ISIN#US7802491081			Security Identifier: RDSMY CUSIP. 780249108					
03/04/14 13	176.000	16.3000	2,868.80	15.3190	2,696.14	-172.66	85.72	3.17%
03/12/14 13	6.000	16.5000	99.00	15.3190	91.91	-7.09	2.92	3.17%
09/30/14 13	57.000	15.4660	881.57	15.3190	873.19	-8.38	27.77	3.17%
Total Covered	**239.000**		**3,849.37**		**3,661.24**	**-188.13**	**116.41**	
Total	**239.000**		**$3,849.37**		**$3,661.24**	**-$188.13**	**$116.41**	
SIEMENS A G SPONSORED ADR ISIN#US8261975010			Security Identifier: SIEGY CUSIP: 826197501					
03/04/14 13	30.000	130.7630	3,922.90	113.4430	3,403.29	-519.61	90.40	2.65%
03/12/14 13	1.000	126.5900	126.59	113.4430	113.44	-13.15	3.01	2.65%

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
SIEMENS A G SPONSORED ADR *(continued)*								
Total Covered	**31.000**		4,049.49		3,516.73	-532.76	93.41	
Total	**31.000**		**$4,049.49**		**$3,516.73**	**-$532.76**	**$93.41**	
SWATCH GROUP AG ADR			Security Identifier: SWGAY					
ISIN#US8701231065				CUSIP: 870123106				
12/04/12 [13]	65.000	24.3700	1,584.05	22.3520	1,452.88	-131.17	16.07	1.10%
03/04/14 [13]	45.000	32.8500	1,478.25	22.3520	1,005.84	-472.41	11.13	1.10%
03/12/14 [13]	4.000	32.0500	128.20	22.3520	89.41	-38.79	0.99	1.10%
Total Covered	**114.000**		3,190.50		2,548.13	-642.37	28.19	
Total	**114.000**		**$3,190.50**		**$2,548.13**	**-$642.37**	**$28.19**	
TOTAL S A SPONSORED ADR			Security Identifier: TOT					
				CUSIP: 89151E109				
03/04/14 [13]	63.000	64.3080	4,051.43	51.2000	3,225.60	-825.83	168.05	5.20%
03/12/14 [13]	2.000	64.3600	128.72	51.2000	102 40	-26.32	5.33	5.20%
Total Covered	**65.000**		4,180.15		3,328.00	-852.15	173.38	
Total	**65.000**		**$4,180.15**		**$3,328.00**	**-$852.15**	**$173.38**	
TOYOTA MTR CO SPON ADR			Security Identifier: TM					
				CUSIP: 892331307				
03/04/14 [13]	30.000	114.9070	3,447.21	125.4800	3,764.40	317.19	86.60	2.30%
03/12/14 [13]	1.000	111.3100	111.31	125.4800	125.48	14.17	2.89	2.30%
Total Covered	**31.000**		3,558.52		3,889.88	331.36	89.49	
Total	**31.000**		**$3,558.52**		**$3,889.88**	**$331.36**	**$89.49**	
UNILEVER NV NEW YORK SHS NEW			Security Identifier: UN					
				CUSIP: 904784709				
03/04/14 [13]	41.000	39.5400	1,621.14	39.0400	1,600 64	-20.50	52.52	3.28%
03/12/14 [13]	3.000	38.5500	115.65	39.0400	117.12	1.47	3.84	3.28%
Total Covered	**44.000**		1,736.79		1,717.76	-19.03	56.36	
Total	**44.000**		**$1,736.79**		**$1,717.76**	**-$19.03**	**$56.36**	
UNILEVER PLC SPON ADR NEW			Security Identifier: UL					
ISIN#US9047677045				CUSIP: 904767704				
12/04/12 [13]	39.000	38.6100	1,505 79	40.4800	1,578.72	72.93	58.19	3.68%
VALLOUREC SA SPONS ADR NEW			Security Identifier: VLOWY					
ISIN#US92023R3084				CUSIP: 92023R308				
07/22/14 [13]	281.000	9.0730	2,549.57	5.5060	1,547.19	-1,002.38	45.64	2.94%
07/23/14 [13]	160.000	9.1180	1,458 83	5.5060	880.96	-577.87	25.98	2.94%
Total Covered	**441.000**		4,008.40		2,428.15	-1,580.25	71.62	
Total	**441.000**		**$4,008.40**		**$2,428.15**	**-$1,580.25**	**$71.62**	

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
WEATHERFORD INTL PLC ORD SHS ISIN#IE00BLNN3691			Security Identifier: WFT	CUSIP: G48833100				
03/04/14 13	160.000	16.7790	2,684.60	11.4500	1,832.00	-852.60		
03/12/14 13	8.000	16.4800	131.84	11.4500	91.60	-40.24		
Total Covered	**168.000**		**2,816.44**		**1,923.60**	**-892.84**		
Total	**168.000**		**$2,816.44**		**$1,923.60**	**-$892.84**	**$0.00**	
WESTFIELD CORP SPONSORED ADR REPSTG STAPLED SECS ISIN#US9602241039			Security Identifier: WFGPY	CUSIP: 960224103				
03/04/14 13	166.000	18.9200	3,140.72	14.7630	2,450.66	-690.06	140.68	5.74%
03/12/14 13	5.000	18.5800	92.90	14.7630	73.82	-19.08	4.24	5.74%
08/05/14 13	104.000	13.7770	1,432.79	14.7630	1,535.35	102.56	88.14	5.74%
Total Covered	**275.000**		**4,666.41**		**4,059.83**	**-606.58**	**233.06**	
Total	**275.000**		**$4,666.41**		**$4,059.83**	**-$606.58**	**$233.06**	
Total Common Stocks			**$139,337.13**		**$127,586.75**	**-$11,842.01**	**$3,659.96**	

Form **8868**
(Rev January 2014)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

▶ **Information about Form 8868 and its instructions is at** *www.irs.gov/form8868*

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number

Type or print	Name of exempt organization or other filer, see instructions THE MCCOOEY CHARITABLE FOUNDATION C/O O'CONNOR DAVIES, LLP	Employer identification number (EIN) or 65-1260666
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions 665 5TH AVENUE	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions NEW YORK, NY 10022	

Enter the Return code for the return that this application is for (file a separate application for each return) [0 4]

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ O'CONNOR DAVIES, LLP 665 FIFTH AVENUE - NEW YORK, NY 10022

  Telephone No ▶ 212-286-2600 Fax No ▶ 212-286-4080
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2015 , to file the exempt organization return for the organization named above The extension is for the organization's return for

▶ [X] calendar year 2014 or

▶ [ ] tax year beginning ______________, and ending ______________

2 If the tax year entered in line 1 is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	$ 2,811.
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	$ 2,811.
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 0.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

● If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

● If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed)

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions. THE MCCOOEY CHARITABLE FOUNDATION C/O O'CONNOR DAVIES, LLP	Employer identification number (EIN) or 65-1260666
	Number, street, and room or suite no. If a P O. box, see instructions. 665 5TH AVENUE	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions. NEW YORK, NY 10022	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

● The books are in the care of ▶ O'CONNOR DAVIES, LLP 665 FIFTH AVENUE - NEW YORK, NY 10022

Telephone No. ▶ 212-286-2600 Fax No. ▶ 212-286-4080

● If the organization does not have an office or place of business in the United States, check this box ▶ [ ]

● If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2015.

5 For calendar year 2014 , or other tax year beginning ______ , and ending ______

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED IN ORDER TO COMPILE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

8a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 2,811.
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$ 2,811.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ J. Macan Title ▶ CPA Date ▶ 7/9/15

423842
09-15-14