Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning , 2014, and ending , 20

Name of foundation ELIZABETH WAKEMAN HENDERSON CHARITABLE FOUNDATION 420426707

A Employer identification number 65-6234202

Number and street (or P O box number if mail is not delivered to street address) C/O FIDUCIARY TRUST CO INTL - 600 FIFTH AV

Room/suite

B Telephone number (see instructions) 212-632-3000

City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10020

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 3,103,532.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*

		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				
	4	Dividends and interest from securities	72,057.	67,178.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	201,841.			
	b	Gross sales price for all assets on line 6a 1,967,953.				
	7	Capital gain net income (from Part IV, line 2)		201,841.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	14,225.	10,501.		STMT 3
	12	**Total** Add lines 1 through 11	288,123.	279,520.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 4	1,750.	1,400.	NONE	350.
	c	Other professional fees (attach schedule) STMT 5	17,699.	14,160.		3,540.
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 6	2,018.			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	2,664.	2,131.		533.
	22	Printing and publications				
	23	Other expenses (attach schedule) STMT 7	333.			102.
	24	**Total operating and administrative expenses** Add lines 13 through 23	24,464.	17,691.	NONE	4,525.
	25	Contributions, gifts, grants paid	206,000.			206,000.
	26	**Total expenses and disbursements** Add lines 24 and 25	230,464.	17,691.	NONE	210,525.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	57,659.			
	b	**Net investment income** (if negative, enter -0-)		261,829.		
	c	**Adjusted net income** (if negative, enter -0-)				

ENVELOPE POSTMARK DATE MAY 14 2015

SCANNED MAY 26 2015

RECEIVED MAY 18 2015 OGDEN, UT

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	172.	7,842.	7,842.
	2	Savings and temporary cash investments	332,500.	292,500.	292,500.
	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) STMT 8	311,414.	311,229.	351,036.
	b	Investments - corporate stock (attach schedule) STMT 9	1,771,759.	1,895,754.	2,330,939.
	c	Investments - corporate bonds (attach schedule) STMT 10	164,823.	114,413.	118,323.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 11	2,956.	2,865.	2,892.
	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)	2,583,624.	2,624,603.	3,103,532.
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)		NONE	
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	2,250,952.	2,624,603.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	332,672.		
	30	**Total net assets or fund balances** (see instructions)	2,583,624.	2,624,603.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	2,583,624.	2,624,603.	

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	2,583,624.
2	Enter amount from Part I, line 27a	2	57,659.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,641,283.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 12	5	16,680.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,624,603.

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	PUBLICLY TRADED SECURITIES			
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	1,967,953.		1,766,112.	201,841.
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				201,841.
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 } 2 201,841.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 3

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see 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	201,946.	2,949,938.	0.068458
2012	159,968.	2,572,780.	0.062177
2011	165,241.	2,869,206.	0.057591
2010	157,747.	2,851,672.	0.055317
2009	153,641.	2,766,800.	0.055530

2	**Total** of line 1, column (d)	2	0.299073
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	0.059815
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	3,114,784.
5	Multiply line 4 by line 3	5	186,311.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,618.
7	Add lines 5 and 6	7	188,929.
8	Enter qualifying distributions from Part XII, line 4	8	210,525.

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	2,618.
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	2,618.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	2,618.
6	Credits/Payments:		
a	2014 estimated tax payments and 2013 overpayment credited to 2014 — 6a: 1,785.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	1,785.
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	833.
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** ▶ NONE **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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *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?	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) ▶ OH			
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)*

			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 ▶ FIDUCIARY TRUST COMPANY INTL Telephone no ▶ (212)632-3000

Located at ▶ 600 FIFTH AVENUE, NEW YORK, NY ZIP+4 ▶ 10020

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		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

			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		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)	2b		X
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)*	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)? **5b**

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: 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? **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13				

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		-0-	-0-	-0-

Total number of other employees paid over $50,000 ▶ NONE

Form **990-PF** (2014)

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		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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 (see instructions)

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 NONE	
Total. Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes.		
a	Average monthly fair market value of securities	1a	2,944,922.
b	Average of monthly cash balances	1b	217,295.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	3,162,217.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	3,162,217.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	47,433.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,114,784.
6	**Minimum investment return.** Enter 5% of line 5	6	155,739.

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	155,739.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	2,618.		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	2,618.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	153,121.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	153,121.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	153,121.

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	210,525.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	210,525.
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	2,618.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	207,907.

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					153,121.
2 Undistributed income, if any, as of the end of 2014					
a Enter amount for 2013 only				NONE	
b Total for prior years: 20 12 ,20____,20____			NONE		
3 Excess distributions carryover, if any, to 2014					
a From 2009	16,886.				
b From 2010	17,174.				
c From 2011	23,669.				
d From 2012	34,419.				
e From 2013	58,009.				
f Total of lines 3a through e		150,157.			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 210,525.					
a Applied to 2013, but not more than line 2a				NONE	
b Applied to undistributed income of prior years (Election required - see instructions)			NONE		
c Treated as distributions out of corpus (Election required - see instructions)		NONE			
d Applied to 2014 distributable amount					153,121.
e Remaining amount distributed out of corpus		57,404.			
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		NONE			NONE
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		207,561.			
b Prior years' undistributed income Subtract line 4b from line 2b			NONE		
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			NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions			NONE		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount - see instructions				NONE	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015					NONE
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)		NONE			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)		16,886.			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a		190,675.			
10 Analysis of line 9					
a Excess from 2010	17,174.				
b Excess from 2011	23,669.				
c Excess from 2012	34,419.				
d Excess from 2013	58,009.				
e Excess from 2014	57,404.				

Part XIV **Private Operating Foundations** (see instructions and Part VII-A, question 9) NOT APPLICABLE

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 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
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 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 ▶ ☐ 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

N/A

b The form in which applications should be submitted and information and materials they should include·

N/A

c Any submission deadlines·

N/A

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

N/A

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 STATEMENT 21				206,000.
Total . . . . ▶ **3a**				206,000.
b *Approved for future payment*				
NONE				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	72,057.	
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		NONE	14	14,225.	
8 Gain or (loss) from sales of assets other than inventory			18	201,841.	
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)		NONE		288,123.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 288,123.

(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)
7	

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

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

▶ W. Hardy Eshbaugh | 5/13/2015 | ▶ President

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name RICHARD PIANOFORTE	Preparer's signature	Date 5-12-15	Check ☐ if self-employed	PTIN P00844777
Firm's name ▶ FIDUCIARY TRUST COMPANY INTL			Firm's EIN ▶ 13-5069335	
Firm's address ▶ 600 FIFTH AVENUE NEW YORK, NY 10020			Phone no 212-632-4087	

Form **990-PF** (2014)

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AMERICAN INTL GROUP INC	813.	813.
AUTOMATIC DATA PROCESSING INC	1,920.	1,920.
BRISTOL MYERS SQUIBB CO.	756.	756.
CDK GLOBAL INC	40.	40.
CBS OUTDOOR AMERICAS INC	3,421.	3,421.
CITIGROUP INC	20.	20.
COMCAST CORP NEW CL A	1,175.	1,175.
CORNING INC	1,380.	1,380.
CROWN CASTLE INTL CORP	1,050.	1,050.
CROWN CASTLE INTERNATIONAL CORP	820.	820.
DANAHER CORP.	48.	48.
DISCOVER FINANCIAL SERVICES (USD)	468.	468.
DOUBLELINE TOTAL RETURN BOND FUND CL-N	3,166.	3,166.
DU PONT E I DE NEMOURS & CO	648.	648.
EOG RES INC	469.	469.
FEDEX CORP	250.	250.
GOVERNMENT NATL MTG ASSN MTG PL #542221	191.	191.
GENERAL ELEC CO	880.	880.
GOLDMAN SACHS GROUP INC	275.	275.
INTERNATIONAL PAPER CO	1,050.	1,050.
J P MORGAN CHASE & CO	737.	737.
KANSAS CITY SOUTHN INDS INC	1,260.	1,260.
LINEAR TECHNOLOGY CORP	864.	864.
NEW MOUNTAIN GUARDIAN CORP	4,374.	4,374.
NY ST MUN BD BK AGY RECOVERY ACT REV SER	9,954.	9,954.
NEWTON CNTY GA SCH DIST GO CALL REF SER	2,487.	2,487.
NUCOR CORP.	1,110.	1,110.
OCCIDENTAL PETE CORP	2,800.	2,800.
OUTFRONT MEDIA INC	6,446.	6,446.
PHILLIPS 66	390.	390.
PIMCO INCOME FUND DTD 11/1/2009 $0.666	3,603.	3,603.
ROCKWELL INTL CORP NEW	1,068.	1,068.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SPDR KBW REGIONAL BANKING (ETF)	1,130.	1,130.
SCHLUMBERGER LTD	313.	313.
STARWOOD HOTELS & RESORTS	500.	500.
US BANCORP DEL COM NEW	1,900.	1,900.
UNIVERSITY OKLA REVS CALL TXBL SER B DTD	5,919.	5,919.
WABTEC	200.	200.
WILLIAMS SONOMA INC	910.	910.
EATON CORP PLC	2,079.	
INTEREST	7.	7.
LYONDELLBASELL INDUSTRIES NV CL A	2,350.	2,350.
STIP 1: US TREASURY ONLY	16.	16.
TEEKAY OFFSHORE PARTNERS LP	2,800.	
TOTAL	72,057.	67,178.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BLACKSTONE GROUP LP	4,720.	4,542.
MARKWEST ENERGY PARTNERS	1,780.	1,780.
MAGELLAN MIDSTREAM PARTNERS LP	1,253.	-564.
ENTERPRISE PRODUCTS PARTNERS LP	2,860.	-1,186.
REGENCY ENERGY PARTNERS LP	1,126.	8,881.
PVR PARTNERS LP	1,375.	-2,218.
EQT MIDSTREAM PARTNERS LP	1,111.	-734.
TOTALS	14,225.	10,501.

ELIZABETH WAKEMAN HENDERSON CHARITABLE 65-6234202

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPERATION FEES		1,750.	1,400.		350.
	TOTALS	1,750.	1,400.	NONE	350.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INVESTMENT MGT FEES	17,699.	14,160.	3,540.
TOTALS	17,699.	14,160.	3,540.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
FEDERAL EXCISE TAX	2,018.
TOTALS	2,018.

STATEMENT 6

ELIZABETH WAKEMAN HENDERSON CHARITABLE 65-6234202

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
MISCELLANEOUS EXPENSES	333.	102.
TOTALS	333.	102.

ELIZABETH WAKEMAN HENDERSON CHARITABLE 65-6234202

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
FTCI - STATEMENT ATTACHED		311,229.	351,036.
	TOTALS	311,229.	351,036.

ELIZABETH WAKEMAN HENDERSON CHARITABLE 65-6234202

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
FTCI - STATEMENT ATTACHED	1,895,754.	2,330,939.
TOTALS	1,895,754.	2,330,939.

ELIZABETH WAKEMAN HENDERSON CHARITABLE 65-6234202

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
FTCI - STATEMENT ATTACHED	114,413.	118,323.
TOTALS	114,413.	118,323.

ELIZABETH WAKEMAN HENDERSON CHARITABLE 65-6234202

FORM 990PF, PART II - OTHER INVESTMENTS
==

DESCRIPTION	COST/ FMV C OR F
FTCI-STATEMENT ATTACHED	C
TOTALS	

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
MUTUAL FUNDS CASH ADJ FACTOR		8,834.
RETURN OF CAPITAL ADJ		7,846.
	TOTAL	16,680.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
==

OFFICER NAME:
W. HARDY ESHBAUGH
ADDRESS:
209 MCKEE AVENUE
OXFORD, OH 45056
TITLE:
PRESIDENT
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:
PEGGY VANCOLLER
ADDRESS:
BOX 93
VAALWATER,
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
STEPHEN H ESHBAUGH
ADDRESS:
1550 MT. ELLIS LANE
BOZEMAN, MT 59715
TITLE:
SECRETARY
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
JEFF ESHBAUGH
ADDRESS:
8899 SANDY CREEK LANE
BOZEMAN, MT 59715
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
BETH VANCOLLER BRAND
ADDRESS:
BOX 299
KOMMETJIE 7976,
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
MARK VANCOLLER
ADDRESS:
BOX 620
NOORDHOEK 7979,
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
AUDUBON ALASKA
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
INT'L CRANE FOUNDATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
MONTANA NATURAL HISTORY CENTER
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
MONTANA OUTDOOR SCIENCE
SCHOOL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
OXFORD COMMUNITY ARTS CENTER
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 11,000.

RECIPIENT NAME:
RAINFOREST CONSERVATION FUND
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
THREE VALLEY CONSERVATION TRUST
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
AMERICAN FUND FOR CHARITIES
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SMRA
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
AUDUBON MIAMI VALLEY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EARTH EXPEDITIONS SCH
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 3,500.

RECIPIENT NAME:
ATLANTIC SALMON FEDERATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ASF/PENOB
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
GALLITIN VALLEY LAND TRUST
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
DAVID DOUG SCHOOL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
INTERNATIONAL RHINO FOUNDATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 1,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
MIAMI UNIVERSITY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 30,500.

RECIPIENT NAME:
LLOYD LIBRARY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
UNIVERSITY OF MONTANA
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
CORNELL UNIVERSITY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

ELIZABETH WAKEMAN HENDERSON CHARITABLE 65-6234202

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
WATERSHED EDUCATION NETWORK
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
AMERICAN BIRD CONSERVANCY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 1,500.

RECIPIENT NAME:
ENDANGERED WILDLIFE TRUST
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 44,000.

RECIPIENT NAME:
GARDEN CITY HARVEST
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 1,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

==

RECIPIENT NAME:
SOCIETY FOR THE CONSERVATION OF
CARIBBEAN BIRDS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
CATESBY COMMEMORATIVE TRUST
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
FRIENDS OF OUTDOOR SCHOOL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
DAVID DOUG SCHOOL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
AUDUBON INTERNATIONAL ALLIANCES
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 2,500.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
CINCINNATI NATURE CENTER
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
NOVA SCOTIA NATURE TRUST
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 2,500.

TOTAL GRANTS PAID: 206,000.

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10
▶ Information about Schedule D and its separate instructions is at *www irs.gov/form1041*

OMB No 1545-0092

2014

Name of estate or trust: ELIZABETH WAKEMAN HENDERSON CHARITABLE

Employer identification number: 65-6234202

Note: *Form 5227 filers need to complete only Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

See instructions for how to figure the amounts to enter on the lines below This form may be easier to complete if you round off cents to whole dollars	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b .				
1b Totals for all transactions reported on Form(s) 8949 with **Box A** checked	820,243.	804,256.		15,987.
2 Totals for all transactions reported on Form(s) 8949 with **Box B** checked				
3 Totals for all transactions reported on Form(s) 8949 with **Box C** checked	323,714.	326,373.		-2,659.

4	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	4	
5	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	5	
6	Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2013 Capital Loss Carryover Worksheet	6	( )
7	**Net short-term capital gain or (loss)** Combine lines 1a through 6 in column (h) Enter here and on line 17, column (3) on the back . . . . ▶	7	13,328.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b ·				
8b Totals for all transactions reported on Form(s) 8949 with **Box D** checked	407,047.	319,621.		87,426.
9 Totals for all transactions reported on Form(s) 8949 with **Box E** checked	187,953.	132,929.		55,024.
10 Totals for all transactions reported on Form(s) 8949 with **Box F** checked	228,818.	182,933.		45,885.

11	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	11	
12	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts.	12	
13	Capital gain distributions.	13	178.
14	Gain from Form 4797, Part I.	14	
15	Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2013 Capital Loss Carryover Worksheet	15	( )
16	**Net long-term capital gain or (loss).** Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back . . . . ▶	16	188,513.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Part III Summary of Parts I and II

Caution: *Read the instructions before completing this part.*

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
17	**Net short-term gain or (loss)**	17			13,328.
18	**Net long-term gain or (loss):**				
a	Total for year	18a			188,513.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	18b			
c	28% rate gain	18c			
19	**Total net gain or (loss).** Combine lines 17 and 18a ▶	19			201,841.

Note: *If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 18a and 19, column (2), are net gains, go to Part V, and* **do not** *complete Part IV If line 19, column (3), is a net loss, complete Part IV and the* **Capital Loss Carryover Worksheet,** *as necessary*

Part IV Capital Loss Limitation

20 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of.
a The loss on line 19, column (3) **or b** $3,000 . . . 20 ( )

Note: *If the loss on line 19, column (3), is more than $3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* **Capital Loss Carryover Worksheet** *in the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the* **Schedule D Tax Worksheet** *in the instructions if·*

- *Either line 18b, col. (2) or line 18c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col (2) or line 18c, col. (2) is more than zero

21	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			21			
22	Enter the **smaller** of line 18a or 19 in column (2) but not less than zero	22					
23	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	23					
24	Add lines 22 and 23	24					
25	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	25					
26	Subtract line 25 from line 24 If zero or less, enter -0-			26			
27	Subtract line 26 from line 21 If zero or less, enter -0-			27			
28	Enter the **smaller** of the amount on line 21 or $2,500			28			
29	Enter the **smaller** of the amount on line 27 or line 28			29			
30	Subtract line 29 from line 28 If zero or less, enter -0-. This amount is taxed at 0% ▶					30	
31	Enter the **smaller** of line 21 or line 26			31			
32	Subtract line 30 from line 26			32			
33	Enter the **smaller** of line 21 or $12,150			33			
34	Add lines 27 and 30			34			
35	Subtract line 34 from line 33 If zero or less, enter -0-			35			
36	Enter the **smaller** of line 32 or line 35			36			
37	Multiply line 36 by 15% ▶					37	
38	Enter the amount from line 31			38			
39	Add lines 30 and 36			39			
40	Subtract line 39 from line 38. If zero or less, enter -0-			40			
41	Multiply line 40 by 20% ▶					41	
42	Figure the tax on the amount on line 27 Use the 2014 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			42			
43	Add lines 37, 41, and 42			43			
44	Figure the tax on the amount on line 21 Use the 2014 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			44			
45	**Tax on all taxable income.** Enter the **smaller** of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) ▶					45	

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ Information about Form 8949 and its separate instructions is at *www.irs.gov/form8949*.

▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074

2014

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
ELIZABETH WAKEMAN HENDERSON CHARITABLE	65-6234202

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments your bought in 2014 or later)

Part I **Short-Term.** Transactions involving capital assets you held 1 year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☒ (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ (B) Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☐ (C) Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) **See the separate instructions**		(h) **Gain or (loss)** Subtract column (e) from column (d) and combine the result with column (g)
					(f) Code(s) from instructions	(g) Amount of adjustment	
700. PHILLIPS 66	12/06/2013	02/28/2014	52,317 00	50,296 00			2,021 00
700 LIBERTY GLOBAL PLC SE	09/18/2013	04/09/2014	26,972.00	27,243 00			-271 00
679 J P MORGAN CHASE & CO	11/26/2013	05/05/2014	37,061 00	39,055 00			-1,994 00
2100 AMERICAN AIRLINES GR	12/13/2013	06/12/2014	83,180 00	54,830 00			28,350 00
105. LYONDELLBASELL INDUST	07/26/2013	06/25/2014	10,374 00	7,044.00			3,330 00
504 DU PONT E I DE NEMOUR	10/24/2013	06/27/2014	32,586 00	30,602 00			1,984 00
595. LYONDELLBASELL INDUST	07/26/2013	06/27/2014	57,917 00	39,914 00			18,003.00
275 DANAHER CORP.	06/09/2014	07/29/2014	20,496 00	22,304 00			-1,808.00
135. EATON CORP PLC	05/28/2014	08/21/2014	9,449.00	9,980 00			-531 00
1205 EATON CORP PLC	05/28/2014	09/29/2014	77,890 00	86,547 00			-8,657.00
700 OCCIDENTAL PETE CORP	10/10/2013	10/09/2014	65,320.00	66,530 00			-1,210 00
520 UNITED TECHNOLOGIES C	08/22/2014	10/09/2014	52,757.00	57,021.00			-4,264 00
2000 CITIGROUP INC	07/14/2014	10/14/2014	102,210 00	97,080 00			5,130 00
1200 LINEAR TECHNOLOGY CO	07/23/2014	10/14/2014	46,909 00	57,092.00			-10,183 00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶							

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

For Paperwork Reduction Act Notice, see your tax return instructions.

Form **8949** (2014)

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ Information about Form 8949 and its separate instructions is at *www.irs.gov/form8949.*

▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D

OMB No 1545-0074

2014

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
ELIZABETH WAKEMAN HENDERSON CHARITABLE	65-6234202

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments your bought in 2014 or later).

Part I **Short-Term.** Transactions involving capital assets you held 1 year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☒ **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☐ **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss** If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss)** Subtract column (e) from column (d) and combine the result with column (g)
700 AMERICAN INTL GROUP I	05/05/2014	10/16/2014	34,758 00	36,839.00			-2,081 00
28 OUTFRONT MEDIA INC	11/18/2014	11/18/2014	7 00	7 00			
500 GENESEE & WYO INC CL	05/01/2014	12/04/2014	46,035 00	47,865 00			-1,830 00
1000 MARKWEST ENERGY PART	08/13/2014	12/11/2014	61,737 00	74,007 00			-12,270 00
234 6276 LIBERTY BROADBAND EXP 01/09/15	11/25/2014	12/29/2014	2,268.00				2,268 00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶			820,243	804,256.			15,987

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

For Paperwork Reduction Act Notice, see your tax return instructions.

Form 8949 (2014) Attachment Sequence No **12A** Page **2**

Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side: ELIZABETH WAKEMAN HENDERSON CHARITABLE

Social security number or taxpayer identification number: 65-6234202

Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later)

Part II **Long-Term.** Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☒ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☐ **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example. 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo., day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss** If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	 (g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
400 BRISTOL MYERS SQUIBB	09/11/2012	03/19/2014	22,081 00	13,440 00			8,641 00
350 GOLDMAN SACHS GROUP I	11/08/2012	04/09/2014	55,019 00	41,754.00			13,265 00
1400 GENERAL ELEC CO	04/04/2012	05/28/2014	37,152.00	27,712.00			9,440 00
475 BRISTOL MYERS SQUIBB	09/11/2012	06/09/2014	22,202 00	15,960.00			6,242.00
700 NUCOR CORP.	03/08/2013	06/27/2014	34,403 00	33,249 00			1,154 00
3829 VERITIV CORP	05/02/2013	07/02/2014	14 00	13.00			1.00
350 FEDEX CORP	06/18/2013	07/07/2014	52,982 00	34,820 00			18,162.00
700 INTERNATIONAL PAPER C	05/02/2013	08/13/2014	32,867 00	30,634 00			2,233.00
3331 CDK GLOBAL INC	09/24/2013	10/01/2014	10 00	9.00			1 00
1750 SPDR KBW REGIONAL BA	08/10/2012	10/15/2014	63,469 00	47,710 00			15,759.00
1050 AMERICAN INTL GROUP	02/22/2013	10/16/2014	52,137 00	40,708.00			11,429.00
5 LIBERTY BROADBAND CORP	07/26/2013	11/05/2014	25 00	25.00			
175 LIBERTY BROADBAND COR	07/26/2013	11/20/2014	8,985 00	8,307 00			678 00
700. LIBERTY MEDIA CORP CL	07/26/2013	11/20/2014	24,883 00	24,848.00			35.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side: ELIZABETH WAKEMAN HENDERSON CHARITABLE

Social security number or taxpayer identification number: 65-6234202

Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later)

Part II Long-Term. Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☒ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☐ **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss** If you enter an amount in column (g), enter a code in column (f). **See the separate instructions** (f) Code(s) from instructions	 (g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
13 VERITIV CORP	05/02/2013	12/04/2014	650 00	432 00			218 00
17 3724 LIBERTY BROADBAND 01/09/15	07/26/2013	12/29/2014	168 00				168.00

2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶	407,047	319,621.			87,426.

Note If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Form 8949 (2014) Attachment Sequence No **12A** Page **2**

Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side	**Social security number or taxpayer identification number**
ELIZABETH WAKEMAN HENDERSON CHARITABLE	65-6234202

Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later)

Part II **Long-Term.** Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

☐ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☒ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☐ **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh. XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss** If you enter an amount in column (g), enter a code in column (f) **See the separate instructions.** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss)** Subtract column (e) from column (d) and combine the result with column (g)
2757.0102 GOVERNMENT NATL PL #542221 DTD 12/1/200	06/06/2002	01/15/2014	7 00	7 00			
2750 156 GOVERNMENT NATL M PL #542221 DTD 12/1/200	06/06/2002	02/17/2014	7 00	7.00			
2504.583 DOUBLELINE TOTAL FUND CL-N	11/18/2010	03/07/2014	27,325.00	27,851 00			-526 00
2743.259 GOVERNMENT NATL M PL #542221 DTD 12/1/200	06/06/2002	03/17/2014	7 00	7 00			
2736 3164 GOVERNMENT NATL PL #542221 DTD 12/1/200	06/06/2002	04/15/2014	7 00	7 00			
1785 REGENCY ENERGY PARTN	02/20/2013	05/02/2014	49,060.00	39,882 00			9,178 00
1400. TEEKAY OFFSHORE PART	09/21/2012	05/06/2014	49,304 00	33,557.00			15,747 00
2729.3339 GOVERNMENT NATL PL #542221 DTD 12/1/200	06/06/2002	05/15/2014	7.00	7 00			
2722.3058 GOVERNMENT NATL PL #542221 DTD 12/1/200	06/06/2002	06/16/2014	7 00	8.00			-1.00
2715 2321 GOVERNMENT NATL PL #542221 DTD 12/1/200	06/06/2002	07/15/2014	7 00	8.00			-1 00
2708.1185 GOVERNMENT NATL PL #542221 DTD 12/1/200	06/06/2002	08/15/2014	7.00	8 00			-1 00
2700 9564 GOVERNMENT NATL PL #542221 DTD 12/1/200	06/06/2002	09/16/2014	7.00	8 00			-1.00
175. EOG RES INC	11/03/2010	10/10/2014	15,671.00	7,887 00			7,784 00
2693 7516 GOVERNMENT NATL PL #542221 DTD 12/1/200	06/06/2002	10/15/2014	7 00	8.00			-1.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

Form **8949** (2014)

Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side
ELIZABETH WAKEMAN HENDERSON CHARITABLE

Social security number or taxpayer identification number
65-6234202

Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later)

Part II **Long-Term.** Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You ***must*** **check Box D, E,** ***or*** **F below. Check only one box** If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

☐ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
☒ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
☐ **(F)** Long-term transactions not reported to you on Form 1099-B

1 **(a)** Description of property (Example 100 sh XYZ Co)	**(b)** Date acquired (Mo , day, yr)	**(c)** Date sold or disposed (Mo , day, yr)	**(d)** Proceeds (sales price) (see instructions)	**(e)** Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss.** If you enter an amount in column (g), enter a code in column (f) **See the separate instructions.** **(f)** Code(s) from instructions	 **(g)** Amount of adjustment	**(h)** Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
2686 5012 GOVERNMENT NATL PL #542221 DTD 12/1/200	06/06/2002	11/17/2014	7 00	8.00			-1 00
275 EOG RES INC	11/03/2010	11/28/2014	23,875 00	12,394.00			11,481 00
250. EOG RES INC	11/03/2010	12/04/2014	22,634.00	11,267.00			11,367 00
2679 2052 GOVERNMENT NATL PL #542221 DTD 12/1/200	06/06/2002	12/15/2014	7.00	8.00			-1 00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			187,953.	132,929.			55,024

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Form **8949** (2014)

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ Information about Form 8949 and its separate instructions is at *www.irs gov/form8949.*

▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074

2014

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
ELIZABETH WAKEMAN HENDERSON CHARITABLE	65-6234202

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments your bought in 2014 or later)

Part I **Short-Term.** Transactions involving capital assets you held 1 year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

☐ **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr.)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss** If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss)** Subtract column (e) from column (d) and combine the result with column (g)
300 PHILLIPS 66	12/06/2013	02/28/2014	22,421 00	21,555 00			866 00
300. LIBERTY GLOBAL PLC SE	09/18/2013	04/09/2014	11,559 00	11,676 00			-117 00
291 J P MORGAN CHASE & CO	11/26/2013	05/05/2014	15,883 00	16,738 00			-855 00
900 AMERICAN AIRLINES GRO	12/13/2013	06/12/2014	35,648 00	23,498 00			12,150.00
45. LYONDELLBASELL INDUSTR	07/26/2013	06/25/2014	4,446.00	3,019 00			1,427.00
216. DU PONT E I DE NEMOUR	10/24/2013	06/27/2014	13,966 00	13,115.00			851 00
255 LYONDELLBASELL INDUST	07/26/2013	06/27/2014	24,821 00	17,106 00			7,715 00
200 DANAHER CORP	06/09/2014	07/29/2014	14,906.00	16,221.00			-1,315 00
60. EATON CORP PLC	05/28/2014	08/21/2014	4,199 00	4,436 00			-237.00
515 EATON CORP PLC	05/28/2014	09/29/2014	33,289 00	36,986.00			-3,697 00
300. OCCIDENTAL PETE CORP	10/10/2013	10/09/2014	27,994 00	28,513.00			-519 00
180. UNITED TECHNOLOGIES C	08/22/2014	10/09/2014	18,262 00	19,742 00			-1,480.00
500 LINEAR TECHNOLOGY COR	03/07/2014	10/14/2014	19,545.00	23,973 00			-4,428 00
300 AMERICAN INTL GROUP I	05/05/2014	10/16/2014	14,896 00	15,788.00			-892 00
2 Totals Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶							

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ Information about Form 8949 and its separate instructions is at *www.irs.gov/form8949*

▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074

2014

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
ELIZABETH WAKEMAN HENDERSON CHARITABLE	65-6234202

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments your bought in 2014 or later)

Part I **Short-Term.** Transactions involving capital assets you held 1 year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss)** Subtract column (e) from column (d) and combine the result with column (g)
1000. MARKWEST ENERGY PART	08/13/2014	12/11/2014	61,737 00	74,007 00			-12,270.00
14.7321 LIBERTY BROADBAND 01/09/15	11/20/2014	12/29/2014	142 00				142 00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if Box A above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶			323,714	326,373			-2,659.

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

For Paperwork Reduction Act Notice, see your tax return instructions.
JSA
4X2615 2 000

Form **8949** (2014)

Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side	**Social security number or taxpayer identification number**
ELIZABETH WAKEMAN HENDERSON CHARITABLE	65-6234202

Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later).

Part II Long-Term. Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

☐ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss** If you enter an amount in column (g), enter a code in column (f) **See the separate instructions.** (f) Code(s) from instructions	 (g) Amount of adjustment	(h) **Gain or (loss)** Subtract column (e) from column (d) and combine the result with column (g)
1001 833 DOUBLELINE TOTAL FUND CL-N	11/18/2010	03/07/2014	10,930 00	11,140 00			-210 00
1001 606 PIMCO INCOME FUND 11/1/2009 $0.666	06/26/2012	03/10/2014	12,470 00	11,418 00			1,052 00
150 GOLDMAN SACHS GROUP I	11/08/2012	04/09/2014	23,580.00	17,894 00			5,686 00
600 GENERAL ELEC CO	04/04/2012	05/28/2014	15,922.00	11,876 00			4,046 00
375 BRISTOL MYERS SQUIBB	09/11/2012	06/09/2014	17,528 00	12,600 00			4,928 00
300. NUCOR CORP	03/08/2013	06/27/2014	14,744 00	14,250 00			494 00
7355 VERITIV CORP	05/02/2013	07/02/2014	27 00	24 00			3.00
150 FEDEX CORP	06/18/2013	07/07/2014	22,707 00	14,923.00			7,784 00
300 INTERNATIONAL PAPER C	05/02/2013	08/13/2014	14,086 00	13,129 00			957 00
75. EOG RES INC	11/03/2010	10/10/2014	6,716 00	3,380.00			3,336 00
750. SPDR KBW REGIONAL BAN	08/10/2012	10/15/2014	27,201.00	20,447 00			6,754 00
450. AMERICAN INTL GROUP I	02/22/2013	10/16/2014	22,345.00	17,446 00			4,899 00
.5 LIBERTY BROADBAND CORP	07/26/2013	11/05/2014	25.00	25 00			
75. LIBERTY BROADBAND CORP	07/26/2013	11/20/2014	3,851.00	3,560 00			291 00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side	Social security number or taxpayer identification number
ELIZABETH WAKEMAN HENDERSON CHARITABLE	65-6234202

Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later)

Part II Long-Term. Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

☐ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss** If you enter an amount in column (g), enter a code in column (f) **See the separate instructions**		(h) **Gain or (loss)** Subtract column (e) from column (d) and combine the result with column (g)
					(f) Code(s) from instructions	(g) Amount of adjustment	
300 LIBERTY MEDIA CORP CL	07/26/2013	11/20/2014	10,664 00	10,649 00			15.00
75. TEEKAY OFFSHORE PARTNE	09/21/2012	11/20/2014	2,011 00	1,874 00			137 00
525 TEEKAY OFFSHORE PARTN	09/21/2012	11/21/2014	13,957.00	13,115 00			842 00
115 EOG RES INC	11/03/2010	11/28/2014	9,984 00	5,183 00			4,801 00
7 2679 LIBERTY BROADBAND C 01/09/15	07/26/2013	12/29/2014	70 00				70 00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			228,818.	182,933.			45,885

Note If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

REPORT RUN: 05/12/2015 AT 02:29 PM

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

ELIZABETH WAKEMAN HENDERSON CHARITABLE FOUNDATION
ACCOUNT # 420426707
BASE CURRENCY: U.S. DOLLAR
PORTFOLIO TYPE: INCOME

TRADE DATE BASIS
AS OF DEC 31 2013

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
SHORT TERM								
U.S. Dollar								
Cash								
1,111,894.4700	CASH		1,111,894.47		1,111,894.47		N/A	0.00
Total SHORT TERM			1,111,894.47		1,111,894.47			0.00
Total			1,111,894.47		1,111,894.47			0.00
Accrued Income			0.00		0.00			
Grand Total			1,111,894.47		1,111,894.47			0.00

See important disclosures: [*1]-[*9], as applicable

REPORT RUN: 05/12/2015 AT 02:29 PM

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

ELIZABETH WAKEMAN HENDERSON CHARITABLE FOUNDATION
ACCOUNT # 420426707
BASE CURRENCY: U.S. DOLLAR
PORTFOLIO TYPE: PRINCIPAL

TRADE DATE BASIS
AS OF DEC 31 2013

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
SHORT TERM ==========								
U.S. Dollar								
Cash								
-1,111,843.6500	CASH		-1,111,843.65		-1,111,843.65		N/A	0.00
Cash Equivalents								
332,500.0000	STIP 1: US TREASURY ONLY DTD 8/31/2003	1.0000	332,500.00	1.0000	332,500.00	14	0.00	0.90
Total U.S. Dollar			-779,343.65		-779,343.65	14		0.90
Total SHORT TERM			-779,343.65		-779,343.65	14		0.90

See important disclosures: [*1]-[*9], as applicable

ELIZABETH WAKEMAN HENDERSON CHARITABLE
FOUNDATION
ACCOUNT # 420426707
BASE CURRENCY: U.S. DOLLAR
PORTFOLIO TYPE: PRINCIPAL

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

TRADE DATE BASIS
AS OF DEC 31 2013

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
FIXED INCOME ============								
U.S. Dollar								
Mortgages								
2,763.8217	GOVERNMENT NATL MTG ASSN MTG PL #542221 DTD 12/1/2000 7.00% 12/15/2030 AA+	106.9534	2,956.00	108.9675	3,011.67	193	7.00	16.12
Corporates								
77,000.0000	UNIVERSITY OKLA REVS CALL TXBL SER B DTD 2/22/2007 5.55% 7/1/2019 AA- CALLABLE ON 07/01/2016 @ 100%	101.2860	77,990.22	108.1890	83,305.53	4,274	2.17	2,136.75
35,000.0000	NEWTON CNTY GA SCH DIST GO CALL REF SER B DTD 11/18/2010 4.973% 4/1/2025 AA+ CALLABLE ON 04/01/2020 @ 100%	100.0000	35,000.00	107.9600	37,786.00	1,741	3.54	435.14

See important disclosures: [*1]-[*9], as applicable

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
U.S. Dollar			Cont					
105,000.0000	NY ST MUN BD BK AGY RECOVERY ACT REV SER D-2 DTD 11/26/2010 6.636% 4/1/2025 AA3	100.0000	105,000.00	112.4360	118,057.80	6,968	5.16	1,741.95
Total Corporates Fixed Income Funds			217,990.22		239,149.33	12,982	3.86	4,313.84
6,476.6760	DOUBLELINE TOTAL RETURN BOND FUND CL-N	11.0550	71,599.50	10.7800	69,818.57	3,426	4.91	0.00
3,840.0310	PIMCO INCOME FUND DTD 11/1/2009 $0.666	11.4000	43,776.35	12.2600	47,078.78	2,509	5.33	265.99
Total Fixed Income Funds			115,375.85		116,897.35	5,936	5.08	265.99
Total U.S. Dollar			336,322.07		359,058.35	19,111	4.28	4,595.95
Total FIXED INCOME			336,322.07		359,058.35	19,111	4.28	4,595.95

See important disclosures: [*1]-[*9], as applicable

EQUITIES

U.S. Dollar

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
2,100.0000	AMERICAN AIRLINES GROUP INC	26.1093	54,829.53	25.2500	53,025.00	840	1.58	0.00
1,050.0000	AMERICAN INTL GROUP INC	38.7697	40,708.18	51.0500	53,602.50	420	0.78	0.00
700.0000	AUTOMATIC DATA PROCESSING INC	73.1865	51,230.55	80.8100	56,567.00	1,344	2.38	480.00
1,400.0000	BLACKSTONE GROUP LP (USD)	11.0882	15,523.48	31.5000	44,100.00	1,652	3.75	0.00
875.0000	BRISTOL-MYERS SQUIBB CO	33.5998	29,399.82	53.1500	46,506.25	1,260	2.71	315.00
945.0000	COMCAST CORP CL A	23.7494	22,443.18	51.9650	49,106.93	737	1.50	184.28
2,415.0000	CORNING INC	12.3317	29,781.05	17.8200	43,035.30	966	2.24	0.00
700.0000	CROWN CASTLE INTL CORP	73.9989	51,799.23	73.4300	51,401.00	2,296	4.47	0.00
504.0000	DU PONT E I DE NEMOURS & CO	60.7188	30,602.28	64.9700	32,744.88	907	2.77	0.00
840.0000	EATON CORP PLC	72.3794	60,798.70	76.1200	63,940.80	1,411	2.21	0.00
700.0000	ENTERPRISE PRODS PARTNERS LP COM UNIT	27.3747	19,162.29	66.3000	46,410.00	1,932	4.16	0.00
350.0000	EOG RES INC	90.1382	31,548.37	167.8400	58,744.00	263	0.45	0.00

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
U.S. Dollar			Cont					
385.0000	EQT MIDSTREAM PARTNERS LP	48.0774	18,509.80	58.7900	22,634.15	662	2.93	0.00
350.0000	FEDEX CORP	99.4858	34,820.03	143.7700	50,319.50	210	0.42	75.00
1,400.0000	GENERAL ELECTRIC CO	19.7940	27,711.60	28.0300	39,242.00	1,232	3.14	308.00
350.0000	GOLDMAN SACHS GROUP INC	119.2965	41,753.77	177.2600	62,041.00	770	1.24	0.00
700.0000	INTERNATIONAL PAPER CO	44.3971	31,077.97	49.0300	34,321.00	980	2.86	0.00
679.0000	J P MORGAN CHASE & CO	57.5178	39,054.59	58.4800	39,707.92	1,032	2.60	0.00
700.0000	LIBERTY GLOBAL PLC CL A	78.7051	55,093.57	88.9900	62,293.00		N/A	0.00
350.0000	LIBERTY MEDIA CORP	143.0121	50,054.23	146.4500	51,257.50		N/A	0.00
700.0000	LYONDELLBASELL INDUSTRIES NV CL A	67.0817	46,957.19	80.2800	56,196.00	1,680	2.99	0.00
350.0000	MAGELLAN MIDSTREAM PARTNERS	55.3563	19,374.70	63.2700	22,144.50	781	3.52	0.00
2,100.0000	NEW MOUNTAIN GUARDIAN CORP	15.0161	31,533.81	15.0400	31,584.00	2,856	9.04	0.00
700.0000	NUCOR CORP	47.4989	33,249.23	53.3800	37,366.00	1,036	2.77	259.00
700.0000	OCCIDENTAL PETROLEUM CORP	95.0428	66,529.96	95.1000	66,570.00	1,792	2.69	640.00

ELIZABETH WAKEMAN HENDERSON CHARITABLE FOUNDATION
ACCOUNT # 420426707
BASE CURRENCY: U.S. DOLLAR
PORTFOLIO TYPE: PRINCIPAL

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

TRADE DATE BASIS
AS OF DEC 31 2013

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
U.S. Dollar			Cont					
700.0000	PHILLIPS 66	71.8509	50,295.63	77.1300	53,991.00	1,092	2.02	0.00
1,750.0000	PVR PARTNERS LP	23.0519	40,340.82	26.8300	46,952.50	3,850	8.20	0.00
350.0000	SCHEIN HENRY INC	78.8511	27,597.88	114.2600	39,991.00		N/A	0.00
1,400.0000	TEEKAY OFFSHORE PARTNERS LP	27.1342	37,987.88	33.0900	46,326.00	2,941	6.35	0.00
1,400.0000	US BANCORP DEL COM NEW	37.2803	52,192.42	40.4000	56,560.00	1,288	2.28	322.00
700.0000	WABTEC	33.6623	23,563.64	74.2700	51,989.00	112	0.22	0.00
490.0000	WILLIAMS SONOMA INC	55.0931	26,995.62	58.2800	28,557.20	608	2.13	0.00
1,750.0000	SPDR KBW REGIONAL BANKING (ETF)	27.2629	47,710.07	40.6100	71,067.50	973	1.37	0.00
Total U.S. Dollar			1,240,231.07		1,570,294.43	37,923	2.42	2,583.28
Total EQUITIES			1,240,231.07		1,570,294.43	37,923	2.42	2,583.28

See important disclosures: [*1]-[*9], as applicable

	Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
OTHER ASSETS									
U.S. Dollar									
Other Assets									
[*1]	1.0000	SEAL ENV STC NWEST MUT LIF PLCY 14849220IN AMT $100000 N/O WILLIAM ESHBAUGH III - PROPERTY HELD FOR SAFEKEEPING ONLY		0.00	1.0000	1.00		N/A	0.00
Total OTHER ASSETS				0.00		1.00			0.00
Total				797,209.49		1,150,010.13	57,048		7,180.13
Accrued Income				7,180.13		7,180.13			
Grand Total				804,389.62		1,157,190.26	57,048		7,180.13

See important disclosures: [*1]-[*9], as applicable

REPORT RUN: 05/12/2015 AT 02:29 PM

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

ELIZABETH WAKEMAN HENDERSON CHARITABLE
FOUNDATION - SUB ACCOUNT
ACCOUNT # 420426708
BASE CURRENCY: U.S. DOLLAR
PORTFOLIO TYPE: INCOME

TRADE DATE BASIS
AS OF DEC 31 2013

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
SHORT TERM								
U.S. Dollar								
Cash								
121.3500	CASH		121.35		121.35	0	0.01	0.00
Total SHORT TERM			121.35		121.35	0	0.01	0.00
Total			121.35		121.35	0		0.00
Accrued Income			0.00		0.00			
Grand Total			121.35		121.35	0		0.00

See ımportant dısclosures: [*1]-[*9], as applıcable

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

ELIZABETH WAKEMAN HENDERSON CHARITABLE
FOUNDATION - SUB ACCOUNT
ACCOUNT # 420426708
BASE CURRENCY: U.S. DOLLAR
PORTFOLIO TYPE: PRINCIPAL

TRADE DATE BASIS
AS OF DEC 31 2013

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
FIXED INCOME ============								
U.S. Dollar								
Corporates								
33,000.0000	UNIVERSITY OKLA REVS CALL TXBL SER B DTD 2/22/2007 5.55% 7/1/2019 AA- CALLABLE ON 07/01/2016 @ 100%	101.2860	33,424.38	108.1890	35,702.37	1,832	2.17	915.75
15,000.0000	NEWTON CNTY GA SCH DIST GO CALL REF SER B DTD 11/18/2010 4.973% 4/1/2025 AA+ CALLABLE ON 04/01/2020 @ 100%	100.0000	15,000.00	107.9600	16,194.00	746	3.54	186.49
45,000.0000	NY ST MUN BD BK AGY RECOVERY ACT REV SER D-2 DTD 11/26/2010 6.636% 4/1/2025 AA3	100.0000	45,000.00	112.4360	50,596.20	2,986	5.16	746.55
Total Corporates			93,424.38		102,492.57	5,564	3.86	1,848.79
Fixed Income Funds								
2,775.7190	DOUBLELINE TOTAL RETURN BOND FUND CL-N	11.0550	30,685.50	10.7800	29,922.25	1,468	4.91	0.00

See important disclosures: [*1]-[*9], as applicable

ELIZABETH WAKEMAN HENDERSON CHARITABLE
FOUNDATION - SUB ACCOUNT
ACCOUNT # 420426708
BASE CURRENCY: U.S. DOLLAR
PORTFOLIO TYPE: PRINCIPAL

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

TRADE DATE BASIS
AS OF DEC 31 2013

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
U.S. Dollar			Cont					
1,645.7280	PIMCO INCOME FUND DTD 11/1/2009 $0.666	11.4000	18,761.30	12.2600	20,176.63	1,075	5.33	38.31
Total Fixed Income Funds			49,446.80		50,098.88	2,544	5.08	38.31
Total U.S. Dollar			142,871.18		152,591.45	8,107	4.26	1,887.10
Total FIXED INCOME			142,871.18		152,591.45	8,107	4.26	1,887.10

EQUITIES
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Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
U.S. Dollar								
900.0000	AMERICAN AIRLINES GROUP INC	26.1093	23,498.37	25.2500	22,725.00	360	1.58	0.00
450.0000	AMERICAN INTL GROUP INC	38.7697	17,446.37	51.0500	22,972.50	180	0.78	0.00
300.0000	AUTOMATIC DATA PROCESSING INC	73.1865	21,955.95	80.8100	24,243.00	576	2.38	0.00
600.0000	BLACKSTONE GROUP LP (USD)	11.0882	6,652.92	31.5000	18,900.00	708	3.75	0.00

See important disclosures: [*1]-[*9], as applicable

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
U.S. Dollar			Cont					
375.0000	BRISTOL-MYERS SQUIBB CO	33.5998	12,599.93	53.1500	19,931.25	540	2.71	135.00
405.0000	COMCAST CORP CL A	23.7494	9,618.51	51.9650	21,045.83	316	1.50	78.98
1,035.0000	CORNING INC	12.3317	12,763.31	17.8200	18,443.70	414	2.24	0.00
300.0000	CROWN CASTLE INTL CORP	73.9989	22,199.67	73.4300	22,029.00	984	4.47	0.00
216.0000	DU PONT E I DE NEMOURS & CO	60.7188	13,115.26	64.9700	14,033.52	389	2.77	0.00
360.0000	EATON CORP PLC	72.3794	26,056.58	76.1200	27,403.20	605	2.21	0.00
300.0000	ENTERPRISE PRODS PARTNERS LP COM UNIT	27.3747	8,212.41	66.3000	19,890.00	828	4.16	0.00
150.0000	EOG RES INC	90.1382	13,520.73	167.8400	25,176.00	113	0.45	0.00
165.0000	EQT MIDSTREAM PARTNERS LP	48.0774	7,932.77	58.7900	9,700.35	284	2.93	0.00
150.0000	FEDEX CORP	99.4858	14,922.87	143.7700	21,565.50	90	0.42	0.00
600.0000	GENERAL ELECTRIC CO	19.7940	11,876.40	28.0300	16,818.00	528	3.14	132.00
150.0000	GOLDMAN SACHS GROUP INC	119.2965	17,894.48	177.2600	26,589.00	330	1.24	0.00
300.0000	INTERNATIONAL PAPER CO	44.3971	13,319.13	49.0300	14,709.00	420	2.86	0.00

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
U.S. Dollar			Cont					
291.0000	J P MORGAN CHASE & CO	57.5178	16,737.68	58.4800	17,017.68	442	2.60	0.00
300.0000	LIBERTY GLOBAL PLC CL A	78.7051	23,611.53	88.9900	26,697.00		N/A	0.00
150.0000	LIBERTY MEDIA CORP	143.0121	21,451.82	146.4500	21,967.50		N/A	0.00
300.0000	LYONDELLBASELL INDUSTRIES NV CL A	67.0817	20,124.51	80.2800	24,084.00	720	2.99	0.00
150.0000	MAGELLAN MIDSTREAM PARTNERS	55.3563	8,303.45	63.2700	9,490.50	335	3.52	0.00
900.0000	NEW MOUNTAIN GUARDIAN CORP	15.0161	13,514.49	15.0400	13,536.00	1,224	9.04	0.00
300.0000	NUCOR CORP	47.4989	14,249.67	53.3800	16,014.00	444	2.77	111.00
300.0000	OCCIDENTAL PETROLEUM CORP	95.0428	28,512.84	95.1000	28,530.00	768	2.69	0.00
300.0000	PHILLIPS 66	71.8509	21,555.27	77.1300	23,139.00	468	2.02	0.00
750.0000	PVR PARTNERS LP	23.0519	17,288.93	26.8300	20,122.50	1,650	8.20	0.00
150.0000	SCHEIN HENRY INC	78.8511	11,827.67	114.2600	17,139.00		N/A	0.00
600.0000	TEEKAY OFFSHORE PARTNERS LP	27.1342	16,280.52	33.0900	19,854.00	1,261	6.35	0.00
600.0000	US BANCORP DEL COM NEW	37.2803	22,368.18	40.4000	24,240.00	552	2.28	138.00

See important disclosures: [*1]-[*9], as applicable

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
U.S. Dollar			Cont					
300.0000	WABTEC	33.6624	10,098.71	74.2700	22,281.00	48	0.22	0.00
210.0000	WILLIAMS SONOMA INC	55.0931	11,569.55	58.2800	12,238.80	260	2.13	0.00
750.0000	SPDR KBW REGIONAL BANKING (ETF)	27.2629	20,447.18	40.6100	30,457.50	417	1.37	0.00
Total U.S. Dollar			531,527.66		672,983.33	16,253	2.42	594.98
Total EQUITIES			531,527.66		672,983.33	16,253	2.42	594.98
Total			674,398.84		825,574.78	24,360		2,482.08
Accrued Income			2,482.08		2,482.08			
Grand Total			676,880.92		828,056.86	24,360		2,482.08

REPORT RUN: 05/12/2015 AT 02:32 PM

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

ELIZABETH WAKEMAN HENDERSON CHARITABLE FOUNDATION
ACCOUNT # 420426707
BASE CURRENCY: U.S. DOLLAR
PORTFOLIO TYPE: INCOME

TRADE DATE BASIS
AS OF DEC 31 2014

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
SHORT TERM								
U.S. Dollar								
Cash								
1,162,501.1400	CASH		1,162,501.14		1,162,501.14		N/A	0.00
Total SHORT TERM			1,162,501.14		1,162,501.14			0.00
Total			1,162,501.14		1,162,501.14			0.00
Accrued Income			0.00		0.00			
Grand Total			1,162,501.14		1,162,501.14			0.00

See important disclosures: [*1]-[*9], as applicable

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

ELIZABETH WAKEMAN HENDERSON CHARITABLE FOUNDATION
ACCOUNT # 420426707
BASE CURRENCY: U.S. DOLLAR
PORTFOLIO TYPE: PRINCIPAL

TRADE DATE BASIS
AS OF DEC 31 2014

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
SHORT TERM ==========								
U.S. Dollar								
Cash								
-1,159,524.3200	CASH		-1,159,524.32		-1,159,524.32		N/A	0.00
2,435.6100	TRADE RELATED RECEIVABLES		2,435.61		2,435.61	1	0.05	0.00
Total Cash			-1,157,088.71		-1,157,088.71	1		0.00
Cash Equivalents								
65,500.0000	STIP 1: US TREASURY ONLY DTD 8/31/2003	1.0000	65,500.00	1.0000	65,500.00	4	0.01	0.56
Total U.S. Dollar			-1,091,588.71		-1,091,588.71	5		0.56
Total SHORT TERM			-1,091,588.71		-1,091,588.71	5		0.56

See important disclosures: [*1]-[*9], as applicable

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

ELIZABETH WAKEMAN HENDERSON CHARITABLE
FOUNDATION
ACCOUNT # 420426707
BASE CURRENCY: U.S. DOLLAR
PORTFOLIO TYPE: PRINCIPAL

TRADE DATE BASIS
AS OF DEC 31 2014

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
FIXED INCOME ============								
U.S. Dollar								
Mortgages								
2,679.2052	GOVERNMENT NATL MTG ASSN MTG PL #542221 DTD 12/1/2000 7.00% 12/15/2030 AA+	106.9526	2,865.48	107.9482	2,892.15	188	7.00	15.63
Corporates								
77,000.0000	UNIVERSITY OKLA REVS CALL TXBL SER B DTD 2/22/2007 5.55% 7/1/2019 AA- CALLABLE ON 07/01/2016 @ 100%	101.1170	77,860.09	107.2270	82,564.79	4,274	0.70	2,136.75
35,000.0000	NEWTON CNTY GA SCH DIST GO CALL REF SER B DTD 11/18/2010 4.973% 4/1/2025 AA+ CALLABLE ON 04/01/2020 @ 100%	100.0000	35,000.00	110.7990	38,779.65	1,741	2.75	435.14

See important disclosures: [*1]-[*9], as applicable

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
U.S. Dollar			Cont					
105,000.0000	NY ST MUN BD BK AGY RECOVERY ACT REV SER D-2 DTD 11/26/2010 6.636% 4/1/2025 AA3	100.0000	105,000.00	118.4580	124,380.90	6,968	4.38	1,741.95
Total Corporates Fixed Income Funds			217,860.09		245,725.34	12,982	2.89	4,313.84
3,972.0930	DOUBLELINE TOTAL RETURN BOND FUND CL-N	11.0140	43,748.53	10.9700	43,573.86	2,014	4.62	0.00
3,840.0310	PIMCO INCOME FUND DTD 11/1/2009 $0.666	11.4000	43,776.35	12.3300	47,347.58	2,431	5.13	213.09
Total Fixed Income Funds			87,524.88		90,921.44	4,445	4.89	213.09
Total U.S. Dollar			308,250.45		339,538.93	17,614	3.46	4,542.56
Total FIXED INCOME			308,250.45		339,538.93	17,614	3.46	4,542.56

See important disclosures: [*1]-[*9], as applicable

EQUITIES

U.S. Dollar

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
200.0000	ACTAVIS PLC	242.3139	48,462.78	257.4100	51,482.00		N/A	0.00
550.0000	AMERICAN AIRLINES GROUP INC	48.8675	26,877.12	53.6300	29,496.50	220	0.75	0.00
1,500.0000	AMERIGAS PARTNERS L P	47.8006	71,700.90	47.9200	71,880.00	5,280	7.35	0.00
700.0000	AUTOMATIC DATA PROCESSING INC	64.0831	44,858.19	83.3700	58,359.00	1,372	2.35	343.00
3,400.0000	BLACKSTONE GROUP LP (USD)	21.0824	71,680.28	33.8300	115,022.00	6,528	5.68	0.00
233.0000	CDK GLOBAL INC	27.3101	6,363.26	40.7600	9,497.08	112	1.18	0.00
945.0000	COMCAST CORP CL A	23.7494	22,443.18	58.0100	54,819.45	851	1.55	0.00
2,415.0000	CORNING INC	12.3317	29,781.05	22.9300	55,375.95	1,159	2.09	0.00
700.0000	CROWN CASTLE INTERNATIONAL CORP	73.9989	51,799.23	78.7000	55,090.00	2,296	4.17	0.00
700.0000	DISCOVER FINANCIAL SERVICES (USD)	60.2389	42,167.20	65.4900	45,843.00	672	1.47	0.00
1,400.0000	ENTERPRISE PRODS PARTNERS LP COM UNIT	13.6874	19,162.29	36.1200	50,568.00	2,044	4.04	0.00
385.0000	EQT MIDSTREAM PARTNERS LP	48.0774	18,509.80	88.0000	33,880.00	847	2.50	0.00

See important disclosures: [*1]-[*9], as applicable

ELIZABETH WAKEMAN HENDERSON CHARITABLE
FOUNDATION
ACCOUNT # 420426707
BASE CURRENCY: U.S. DOLLAR
PORTFOLIO TYPE: PRINCIPAL

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

TRADE DATE BASIS
AS OF DEC 31 2014

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
U.S. Dollar			Cont					
2,000.0000	GILEAD SCIENCES INC	82.8335	165,667.00	94.2600	188,520.00	3,440	1.82	0.00
1,500.0000	KANSAS CITY SOUTHERN	92.9211	139,381.60	122.0300	183,045.00	1,680	0.92	420.00
1,262.0000	LIBERTY BROADBAND CORP CL A	53.3407	67,315.93	50.0900	63,213.58		N/A	0.00
1,375.0000	LIBERTY GLOBAL PLC CL A	39.8841	54,840.69	50.2050	69,031.88		N/A	0.00
1,040.0000	LIBERTY MEDIA CORP	35.8436	37,277.36	35.2700	36,680.80		N/A	0.00
1,000.0000	LYONDELLBASELL INDUSTRIES NV CL A	92.5198	92,519.80	79.3900	79,390.00	2,800	3.53	0.00
350.0000	MAGELLAN MIDSTREAM PARTNERS	55.3563	19,374.70	82.6600	28,931.00	935	3.23	0.00
2,100.0000	NEW MOUNTAIN GUARDIAN CORP	15.0161	31,533.81	14.9400	31,374.00	2,856	9.10	0.00
1,000.0000	NXP SEMICONDUCTORS NV	76.2889	76,288.90	76.4000	76,400.00		N/A	0.00
2,000.0000	OUTFRONT MEDIA INC	29.2811	58,562.20	26.8400	53,680.00	2,960	5.51	0.00
500.0000	ROCKWELL AUTOMATION INC	120.0243	60,012.13	111.2000	55,600.00	1,300	2.34	0.00
350.0000	SCHEIN HENRY INC	78.8511	27,597.88	136.1500	47,652.50		N/A	0.00
500.0000	STARWOOD HOTELS & RESORTS	72.5421	36,271.05	81.0700	40,535.00	700	1.73	0.00

ELIZABETH WAKEMAN HENDERSON CHARITABLE
FOUNDATION
ACCOUNT # 420426707
BASE CURRENCY: U.S. DOLLAR
PORTFOLIO TYPE: PRINCIPAL

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

TRADE DATE BASIS
AS OF DEC 31 2014

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
U.S. Dollar			Cont					
1,300.0000	TENET HEALTHCARE CORP	50.4573	65,594.44	50.6700	65,871.00		N/A	0.00
1,400.0000	US BANCORP DEL COM NEW	37.2803	52,192.42	44.9500	62,930.00	1,372	2.18	343.00
700.0000	WABTEC	33.6623	23,563.64	86.8900	60,823.00	168	0.28	0.00
490.0000	WILLIAMS SONOMA INC	55.0931	26,995.62	75.6800	37,083.20	647	1.74	0.00
1,250.0000	YAHOO INC	50.2628	62,828.50	50.5100	63,137.50		N/A	0.00
Total U.S. Dollar			1,551,622.95		1,875,211.44	40,238	2.15	1,106.00
Total EQUITIES			1,551,622.95		1,875,211.44	40,238	2.15	1,106.00

See important disclosures: [*1]-[*9], as applicable

ELIZABETH WAKEMAN HENDERSON CHARITABLE
FOUNDATION
ACCOUNT # 420426707
BASE CURRENCY: U.S. DOLLAR
PORTFOLIO TYPE: PRINCIPAL

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

TRADE DATE BASIS
AS OF DEC 31 2014

	Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
OTHER ASSETS									
U.S. Dollar									
Other Assets									
[*1]	1.0000	SEAL ENV STC NWEST MUT LIF PLCY 14849220IN AMT $100000 N/O WILLIAM ESHBAUGH III - PROPERTY HELD FOR SAFEKEEPING ONLY		0.00	1.0000	1.00		N/A	0.00
Total OTHER ASSETS				0.00		1.00			0.00
Total				768,284.69		1,123,162.66	57,857		5,649.12
Accrued Income				5,649.12		5,649.12			
Grand Total				773,933.81		1,128,811.78	57,857		5,649.12

REPORT RUN: 05/12/2015 AT 02:36 PM

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

ELIZABETH WAKEMAN HENDERSON CHARITABLE
FOUNDATION - SUB ACCOUNT
ACCOUNT # 420426708
BASE CURRENCY: U.S. DOLLAR
PORTFOLIO TYPE: INCOME

TRADE DATE BASIS
AS OF DEC 31 2014

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
SHORT TERM								
U.S. Dollar								
Cash								
22,025.9900	CASH		22,025.99		22,025.99	11	0.05	0.00
Total SHORT TERM			22,025.99		22,025.99	11	0.05	0.00
Total			22,025.99		22,025.99	11		0.00
Accrued Income			0.00		0.00			
Grand Total			22,025.99		22,025.99	11		0.00

REPORT RUN: 05/12/2015 AT 02:36 PM

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

ELIZABETH WAKEMAN HENDERSON CHARITABLE
FOUNDATION - SUB ACCOUNT
ACCOUNT # 420426708
BASE CURRENCY: U.S. DOLLAR
PORTFOLIO TYPE: PRINCIPAL

TRADE DATE BASIS
AS OF DEC 31 2014

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
SHORT TERM ==========								
U.S. Dollar								
Cash								
-20,932.0400	CASH		-20,932.04		-20,932.04	-10	0.05	0.00
212.6300	TRADE RELATED RECEIVABLES		212.63		212.63	0	0.05	0.00
Total Cash			-20,719.41		-20,719.41	-10	0.05	0.00
Cash Equivalents								
227,000.0000	STIP 1: US TREASURY ONLY DTD 8/31/2003	1.0000	227,000.00	1.0000	227,000.00	15	0.01	1.30
Total U.S. Dollar			206,280.59		206,280.59	4		1.30
Total SHORT TERM			206,280.59		206,280.59	4		1.30

ELIZABETH WAKEMAN HENDERSON CHARITABLE
FOUNDATION - SUB ACCOUNT
ACCOUNT # 420426708
BASE CURRENCY: U.S. DOLLAR
PORTFOLIO TYPE: PRINCIPAL

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

TRADE DATE BASIS
AS OF DEC 31 2014

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
FIXED INCOME ============								
U.S. Dollar								
Corporates								
33,000.0000	UNIVERSITY OKLA REVS CALL TXBL SER B DTD 2/22/2007 5.55% 7/1/2019 AA- CALLABLE ON 07/01/2016 @ 100%	101.1170	33,368.61	107.2270	35,384.91	1,832	0.70	915.75
15,000.0000	NEWTON CNTY GA SCH DIST GO CALL REF SER B DTD 11/18/2010 4.973% 4/1/2025 AA+ CALLABLE ON 04/01/2020 @ 100%	100.0000	15,000.00	110.7990	16,619.85	746	2.75	186.49
45,000.0000	NY ST MUN BD BK AGY RECOVERY ACT REV SER D-2 DTD 11/26/2010 6.636% 4/1/2025 AA3	100.0000	45,000.00	118.4580	53,306.10	2,986	4.38	746.55
Total Corporates			93,368.61		105,310.86	5,564	2.89	1,848.79
Fixed Income Funds								
1,773.8860	DOUBLELINE TOTAL RETURN BOND FUND CL-N	11.0183	19,545.12	10.9700	19,459.53	899	4.62	0.00

ELIZABETH WAKEMAN HENDERSON CHARITABLE
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U.S. Dollar			Cont					
644.1220	PIMCO INCOME FUND DTD 11/1/2009 $0.666	11.4000	7,342.99	12.3300	7,942.02	408	5.13	35.83
Total Fixed Income Funds			26,888.11		27,401.55	1,307	4.77	35.83
Total U.S. Dollar			120,256.72		132,712.41	6,871	3.27	1,884.62
Total FIXED INCOME			120,256.72		132,712.41	6,871	3.27	1,884.62
EQUITIES ========								
U.S. Dollar								
140.0000	ALIBABA GROUP HOLDING LTD SPONSORED ADR	110.7881	15,510.33	103.9400	14,551.60		N/A	0.00
225.0000	AMERICAN AIRLINES GROUP INC	48.8675	10,995.19	53.6300	12,066.75	90	0.75	0.00
300.0000	AUTOMATIC DATA PROCESSING INC	64.0831	19,224.94	83.3700	25,011.00	588	2.35	147.00
600.0000	BLACKSTONE GROUP LP (USD)	11.0882	6,652.92	33.8300	20,298.00	1,152	5.68	0.00

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U.S. Dollar

Cont

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
100.0000	CDK GLOBAL INC	27.3101	2,731.01	40.7600	4,076.00	48	1.18	0.00
405.0000	COMCAST CORP CL A	23.7494	9,618.51	58.0100	23,494.05	365	1.55	0.00
1,035.0000	CORNING INC	12.3317	12,763.31	22.9300	23,732.55	497	2.09	0.00
300.0000	CROWN CASTLE INTERNATIONAL CORP	73.9989	22,199.67	78.7000	23,610.00	984	4.17	0.00
200.0000	DISCOVER FINANCIAL SERVICES (USD)	57.6660	11,533.20	65.4900	13,098.00	192	1.47	0.00
600.0000	ENTERPRISE PRODS PARTNERS LP COM UNIT	13.6874	8,212.41	36.1200	21,672.00	876	4.04	0.00
110.0000	EOG RES INC	45.0691	4,957.60	92.0700	10,127.70	74	0.73	0.00
165.0000	EQT MIDSTREAM PARTNERS LP	48.0774	7,932.77	88.0000	14,520.00	363	2.50	0.00
112.0000	LIBERTY BROADBAND CORP CL A	51.1062	5,723.89	50.0900	5,610.08		N/A	0.00
590.0000	LIBERTY GLOBAL PLC CL A	39.8843	23,531.71	50.2050	29,620.95		N/A	0.00
440.0000	LIBERTY MEDIA CORP	35.8436	15,771.18	35.2700	15,518.80		N/A	0.00
500.0000	LYONDELLBASELL INDUSTRIES NV CL A	92.5198	46,259.90	79.3900	39,695.00	1,400	3.53	0.00
150.0000	MAGELLAN MIDSTREAM PARTNERS	55.3563	8,303.45	82.6600	12,399.00	401	3.23	0.00

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
U.S. Dollar			Cont					
900.0000	NEW MOUNTAIN GUARDIAN CORP	15.0161	13,514.49	14.9400	13,446.00	1,224	9.10	0.00
765.0000	REGENCY ENERGY PARTNERS LP	22.3430	17,092.43	24.0000	18,360.00	1,538	8.38	0.00
90.0000	ROCKWELL AUTOMATION INC	123.6323	11,126.91	111.2000	10,008.00	234	2.34	0.00
150.0000	SCHEIN HENRY INC	78.8511	11,827.67	136.1500	20,422.50		N/A	0.00
300.0000	TENET HEALTHCARE CORP	48.1511	14,445.32	50.6700	15,201.00		N/A	0.00
600.0000	US BANCORP DEL COM NEW	37.2803	22,368.18	44.9500	26,970.00	588	2.18	147.00
5.0000	VERITIV CORP	33.2000	166.00	51.8700	259.35		N/A	0.00
300.0000	WABTEC	33.6624	10,098.71	86.8900	26,067.00	72	0.28	0.00
210.0000	WILLIAMS SONOMA INC	55.0931	11,569.55	75.6800	15,892.80	277	1.74	0.00
Total U.S. Dollar			344,131.25		455,728.13	10,961	2.41	294.00
Total EQUITIES			344,131.25		455,728.13	10,961	2.41	294.00

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Total			670,668.56		794,721.13	17,837		2,179.92
Accrued Income			2,179.92		2,179.92			
Grand Total			672,848.48		796,901.05	17,837		2,179.92