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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning

, and ending

Name of foundation LINNIE E. DALBECK MEMORIAL FOUNDATION		A Employer identification number 65-6329977
Number and street (or P.O. box number if mail is not delivered to street address) 3665 BEE RIDGE ROAD	Room/suite 300	B Telephone number (941) 954-5772
City or town, state or province, country, and ZIP or foreign postal code SARASOTA, FL 34233		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 4,406,734. (Part I, column (d) must be on cash basis)	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
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		100,734.	100,734.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		440,158.			
b Gross sales price for all assets on line 6a		1,413,467.			
7 Capital gain net income (from Part IV, line 2)			440,158.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total Add lines 1 through 11		540,892.	540,892.		
13 Compensation of officers, directors, trustees, etc		84,694.	56,745.		27,949.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 2		1,835.	0.		1,835.
c Other professional fees					
17 Interest					
18 Taxes STMT 3		13,016.	1,210.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		99,545.	57,955.		29,784.
25 Contributions, gifts, grants paid		258,047.			258,047.
26 Total expenses and disbursements. Add lines 24 and 25		357,592.	57,955.		287,831.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		183,300.			
b Net investment income (if negative, enter -0-)			482,937.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		2,487.	2,487.
	2 Savings and temporary cash investments	328,921.	214,353.	214,353.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 4	1,080,547.	2,082,365.	2,827,580.
	c Investments - corporate bonds STMT 5	1,030,687.	1,034,526.	993,269.
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 6		1,077,434.	368,101.	366,918.
14 Land, buildings, and equipment: basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶ STATEMENT 7)		3,070.	2,127.	2,127.
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		3,520,659.	3,703,959.	4,406,734.
17 Accounts payable and accrued expenses				
18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here 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	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	3,520,659.	3,703,959.	
30 Total net assets or fund balances	3,520,659.	3,703,959.		
31 Total liabilities and net assets/fund balances	3,520,659.	3,703,959.		

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	3,520,659.
2 Enter amount from Part I, line 27a	2	183,300.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	3,703,959.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,703,959.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED	P	VARIOUS	12/31/14
b SEE ATTACHED	P	VARIOUS	12/31/14
c CAPITAL GAINS DIVIDENDS			
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 236,499.		226,308.	10,191.
b 1,134,409.		747,001.	387,408.
c 42,559.			42,559.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			10,191.
b			387,408.
c			42,559.
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	440,158.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	225,291.	4,237,919.	.053161
2012	243,520.	4,026,145.	.060485
2011	180,532.	4,042,258.	.044661
2010	191,982.	3,885,095.	.049415
2009	227,017.	3,655,659.	.062100

2 Total of line 1, column (d)	2	.269822
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	.053964
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	4,500,586.
5 Multiply line 4 by line 3	5	242,870.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,829.
7 Add lines 5 and 6	7	247,699.
8 Enter qualifying distributions from Part XII, line 4	8	287,831.

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	4,829.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	4,829.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		5	4,829.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	6,680.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	6,680.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	3.	
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,848.	
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax ☒ 1,848. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ FL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>SUNTRUST BANK</u> Telephone no. ► <u>(941) 951-3275</u> Located at ► <u>1777 MAIN STREET, SARASOTA, FL</u> ZIP+4 ► <u>34236</u>			
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 <u>N/A</u>			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
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.) <u>N/A</u>	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.) <u>N/A</u>	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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(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
WAYNE SEITL/WOOD, SEITL, ANDERSON PA 3665 BEE RIDGE RD., SUITE 300 SARASOTA, FL 34233	CO-TRUSTEE 3.00	30,835.	0.	0.
SUNTRUST BANK 1777 MAIN STREET SARASOTA, FL 34236	CO-TRUSTEE 5.00	53,859.	0.	0.

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

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

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

0

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Part 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	4,368,958.
b	Average of monthly cash balances	1b	200,165.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4,569,123.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	4,569,123.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	68,537.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,500,586.
6	Minimum investment return. Enter 5% of line 5	6	225,029.

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	225,029.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	4,829.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,829.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	220,200.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	220,200.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	220,200.

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	287,831.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	287,831.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	4,829.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	283,002.

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				220,200.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			104,453.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ 287,831.				
a Applied to 2013, but not more than line 2a			104,453.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				183,378.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				36,822.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2015 Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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

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

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

- 2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

c Qualifying distributions from Part XII,
line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c

- 3** Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

NONE

- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

- a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

- b** The form in which applications should be submitted and information and materials they should include:

- c Any submission deadlines:**

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AMERICAN RED CROSS 2001 CANTU COURT SARASOTA, FL 34232	NONE	PC	GENERAL FUND	10,000.
ASOLO THEATRE, INC. 5555 NORTH TAMIAMI TRAIL SARASOTA, FL 34243	NONE	PC	GENERAL FUND	15,000.
COMMUNITY MOBILE MEALS OF SARASOTA COUNTY, INC. 421 N LIME AVE SARASOTA, FL 34237	NONE	PC	GENERAL FUND	25,000.
FIRST PRESBYTERIAN CHURCH 2050 OAK ST SARASOTA, FL 34237	NONE	PC	GENERAL FUND	25,000.
FLORIDA SHERIFFS YOUTH RANCHES P.O. BOX 2000 BOYS RANCH, FL 32064	NONE	PC	GENERAL FUND	30,000.
Total			SEE CONTINUATION SHEET(S)	258,047.
b Approved for future payment				
NONE				
Total				0.

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. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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.

Sign Here   

Signature of officer or trustee Date Title

☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	REBECCA U. STONER	<i>Rebecca U. Stoner CPA</i>	4/15/15		P00585910
	Firm's name ▶ KERKERING, BARBERIO & CO.			Firm's EIN ▶ 59-1753337	
	Firm's address ▶ P.O. BOX 49348 SARASOTA, FL 34230-6348			Phone no. 941-365-4617	

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
RINGLING MUSEUM OF ART FOUNDATION INC 5401 BAYSHORE RD SARASOTA, FL 34243	NONE	PC	GENERAL FUND	8,750.
SARASOTA MEMORIAL HEALTHCARE FOUNDATION 1838 WALDEMERE ST SARASOTA, FL 34239	NONE	PC	GENERAL FUND	25,000.
SELBY BOTANICAL GARDENS 811 SOUTH PALM AVE SARASOTA, FL 34236	NONE	PC	GENERAL FUND	20,000.
SENIOR FRIENDSHIP CENTERS INC 1888 BROTHER GEENEN WAY SARASOTA, FL 34236	NONE	PC	GENERAL FUND	24,297.
THE SALVATION ARMY P.O. BOX 2792 SARASOTA, FL 34239	NONE	PC	GENERAL FUND	30,000.
UNITED WAY FOUNDATION OF SARASOTA COUNTY 1445 SECOND ST SARASOTA, FL 34236	NONE	PC	GENERAL FUND	5,000.
UNIVERSITY OF MIAMI 1301 STANFORD DR CORAL GABLES, FL 33124	NONE	PC	GENERAL FUND	20,000.
COMMUNITY HAVEN FOR ADULTS AND CHILDREN WITH DISABILITIES, INC. 4405 DESOTO RD SARASOTA, FL 34235	NONE	PC	GENERAL FUND	20,000.
Total from continuation sheets				153,047.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
SUNTRUST BANK	143,293.	42,559.	100,734.	100,734.	
TO PART I, LINE 4	143,293.	42,559.	100,734.	100,734.	

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	1,835.	0.		1,835.
TO FORM 990-PF, PG 1, LN 16B	1,835.	0.		1,835.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	1,210.	1,210.		0.
EXCISE TAX	11,806.	0.		0.
TO FORM 990-PF, PG 1, LN 18	13,016.	1,210.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 4

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SUNTRUST-SEE ATTACHED	2,082,365.	2,827,580.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,082,365.	2,827,580.

FORM 990-PF	CORPORATE BONDS	STATEMENT	5
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SUNTRUST-SEE ATTACHED	1,034,526.	993,269.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,034,526.	993,269.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	6
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SUNTRUST-SEE ATTACHED	COST	368,101.	366,918.
TOTAL TO FORM 990-PF, PART II, LINE 13		368,101.	366,918.

FORM 990-PF	OTHER ASSETS	STATEMENT	7
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED DIVIDENDS RECEIVABLE	3,070.	2,127.	2,127.
TO FORM 990-PF, PART II, LINE 15	3,070.	2,127.	2,127.



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Portfolio Detail

ASSET DESCRIPTION	NO. OF SHARES/ PAR VALUE	UNIT PRICE	MARKET VALUE	PERCENT OF PORTFOLIO	TAX COST BASIS	ESTIMATED ANNUAL INCOME	ACCUMULATED INCOME	YIELD AT MARKET
INCOME PORTFOLIO								
Short Term Investments								
<i>Short Term Investment Funds</i>								
FEDERATED MONEY MKT OBLIGS TR TRSY OBLIGS INSTL CL #68 FFS CUSIP: 609068DF5	0.000	1.000	0.00	0.00	0.00	0	0.32	0.00
Total Short Term Investment Funds			\$0.00	0.00%	\$0.00	\$0	\$0.32	0.00%
Total Short Term Investments			\$0.00	0.00%	\$0.00	\$0	\$0.32	0.00%
Cash								
<i>Cash</i>								
CASH INCOME			2,487.19		2,487.19	0	0.00	0.00
Total Cash			\$2,487.19		\$2,487.19	\$0	\$0.00	0.00%
Total Cash			\$2,487.19		\$2,487.19	\$0	\$0.00	0.00%
Total Income Portfolio			\$2,487.19	0.06%	\$2,487.19	\$0	\$0.32	0.00%
PRINCIPAL PORTFOLIO								
Short Term Investments								
<i>Short Term Investment Funds</i>								
FEDERATED MONEY MKT OBLIGS TR TRSY OBLIGS INSTL CL #68 FFS CUSIP: 609068DF5	214,353.160	1.000	214,353.16	4.87	214,353.16	21	1.73	0.01
Total Short Term Investment Funds			\$214,353.16	4.87%	\$214,353.16	\$21	\$1.73	0.01%
Total Short Term Investments			\$214,353.16	4.87%	\$214,353.16	\$21	\$1.73	0.01%



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ASSET DESCRIPTION	NO. OF SHARES/ PAR VALUE	UNIT PRICE	MARKET VALUE	PERCENT OF PORTFOLIO	UNADJ. INCS	ESTIMATED ANNUAL INCOME	ADJUSTED INCOME	YIELD AT MARKET
Bonds								
<i>Mutual Funds-Fixed Income</i>								
DOUBLELINE TOTAL RETURN BOND FUND CUSIP: 258620103 BOND RATING: NOT RATED YIELD TO MATURITY 0.000	20,072.268	10.970	220,193.00	5.00	227,022.38	10,718	910.35	4.87
EATON VANCE FLOATING-RATE FUND CUSIP: 277911491 BOND RATING: NOT RATED YIELD TO MATURITY 0.000	12,205.678	8.910	108,752.59	2.47	112,261.42	4,198	350.40	3.88
ISHARES BARCLAYS 3-7 YEAR ETF CUSIP: 464286661 BOND RATING: WFR YIELD TO MATURITY 0.000	1,082.000	122.310	132,339.42	3.01	128,982.50	1,829	0.00	1.23
OSTERWEIS STRATEGIC INCOME FUND CUSIP: 742835488 BOND RATING: NOT RATED YIELD TO MATURITY 0.000	16,853.811	11.390	191,864.91	4.38	188,255.00	8,853	480.78	5.18
PIMCO EMERGING LOCAL BOND INSTL FD CUSIP: 72201F518 BOND RATING: NOT RATED YIELD TO MATURITY 0.000	9,440.826	8.320	78,548.50	1.78	100,000.00	4,305	13.18	5.48
PIMCO INVESTMENT GRADE CORPORATE BOND FUND CUSIP: 722005816 BOND RATING: NOT RATED YIELD TO MATURITY 0.000	8,216.298	10.550	86,681.92	1.97	90,548.67	3,319	250.78	3.93
PIMCO 1-5 YEAR US TIPS INDEX ETF CUSIP: 72201F205 BOND RATING: NOT RATED YIELD TO MATURITY 0.000	1,674.000	51.730	86,598.02	1.97	88,397.80	744	0.00	0.86
VANGUARD MORTGAGE-BACKED SECURITIES INDEX FUND CUSIP: 82208C755 BOND RATING: NOT RATED YIELD TO MATURITY 0.000	4,160.038	21.200	88,182.81	2.00	88,088.00	1,401	119.07	1.58
Total Mutual Funds-Fixed Income			\$893,269.17	22.56%	\$1,034,525.57	\$38,211	\$2,104.58	3.64%
Total Bonds			\$893,269.17	22.56%	\$1,034,525.57	\$38,211	\$2,104.58	3.64%





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Portfolio Detail

ASSET DESCRIPTION	NO. OF SHARES/ PAR VALUE	UNIT PRICE	MARKET VALUE	PERCENT OF PORTFOLIO	TAX COST BASIS	ESTIMATED ANNUAL INCOME	ACCRUED INCOME	YIELD AT MARKET
Common Stocks								
Energy								
BAKER HUGHES INC Symbol: BHI CUSIP: 057224107	466,000	56.070	26,128.62	0.59	23,001.71	316	0.00	1.21
CALIFORNIA RESOURCES CORP Symbol: CRC CUSIP: 13057Q107	184,000	5.510	1,013.84	0.02	1,241.00	0	0.00	0.00
CAMERON INTERNATIONAL CORP Symbol: CAM CUSIP: 13342B105	263,000	49.950	14,635.35	0.33	13,731.35	0	0.00	0.00
CHEVRON CORPORATION Symbol: CVX CUSIP: 166764100	295,000	112.180	33,083.10	0.75	20,878.97	1,282	0.00	3.81
EOG RES INC Symbol: EOG CUSIP: 26875P101	272,000	92.070	25,043.04	0.57	26,073.89	182	0.00	0.73
HOLLYFRONTIER CORPORATION Symbol: HFC CUSIP: 436106108	340,000	37.480	12,743.20	0.29	16,308.40	435	0.00	3.41
OCCIDENTAL PETE CORP Symbol: OXY CUSIP: 674599105	461,000	80.610	37,161.21	0.84	34,421.44	1,927	331.92	3.57
SCHLUMBERGER LTD Symbol: SLB CUSIP: 806857108	484,000	85.410	41,338.44	0.84	32,452.14	774	183.60	1.87
Total Energy			\$191,156.80	4.33%	\$167,808.90	\$4,299	\$525.52	2.24%
Materials								
EASTMAN CHEMICAL CO Symbol: EMN CUSIP: 277432100	257,000	75.860	19,496.02	0.44	21,467.18	411	102.80	2.11
ECOLAB INC Symbol: ECL CUSIP: 278865100	245,000	104.520	25,607.40	0.58	18,864.61	323	80.85	1.26
LYONDELLBASELL INDUSTRIES NV Symbol: LYB CUSIP: N53745100	407,000	79.390	32,311.73	0.73	26,884.03	1,139	0.00	3.53
Total Materials			\$77,415.15	1.75%	\$67,215.82	\$1,874	\$183.65	2.42%



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ASSET DESCRIPTION	NO. OF SHARES PAR VALUE	UNIT PRICE	MARKET VALUE	PERCENT OF PORTFOLIO	TAX COST BASIS	ESTIMATED ANNUAL INCOME	ACCUMULATED INCOME	YIELD AT MARKET
Common Stocks - continued								
Industrials								
B/E AEROSPACE INC Symbol: BEAV CUSIP: 073302101	392.000	55.020	22,743.84	0.52	10,290.89	0	0.00	0.00
DELTA AIR LINES INC Symbol: DAL CUSIP: 247361702	777.000	49.190	38,220.63	0.87	34,163.68	279	0.00	0.73
EMERSON ELEC CO Symbol: EMR CUSIP: 291011104	320.000	61.730	19,753.60	0.45	13,841.93	601	0.00	3.05
FLOWERVE CORP Symbol: FLS CUSIP: 34354P105	376.000	59.830	22,486.08	0.51	11,194.72	240	60.16	1.07
FLUOR CORP Symbol: FLR CUSIP: 343412102	418.000	60.630	25,343.34	0.58	19,780.51	351	87.78	1.38
FORTUNE BRANDS HOME & SECURITY, INC Symbol: FBHS CUSIP: 34864C106	616.000	45.270	27,866.32	0.63	24,762.06	344	0.00	1.24
KLX INC Symbol: KLX CUSIP: 482539103	166.000	41.250	8,085.00	0.18	4,062.31	0	0.00	0.00
PACAR INC Symbol: PCAR CUSIP: 689718108	285.000	68.010	19,382.85	0.44	12,483.15	250	285.00	1.29
UNION PAC CORP Symbol: UNP CUSIP: 907818108	287.000	118.130	34,180.31	0.78	7,454.31	574	143.50	1.58
Total Industrials			\$218,101.97	4.86%	\$138,033.58	\$2,642	\$576.44	1.21%
Consumer Discretionary								
COMCAST CORP-CL A Symbol: CMCSA CUSIP: 20030N101	984.000	58.010	55,921.84	1.27	40,787.44	867	0.00	1.55
DELPHI AUTOMOTIVE PLC Symbol: DLP CUSIP: G27623106	488.000	72.720	35,487.38	0.81	29,567.82	488	0.00	1.38
DISNEY WALT CO NEW Symbol: DIS CUSIP: 254687108	582.000	94.190	55,760.48	1.27	14,923.28	680	680.80	1.22





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ASSET DESCRIPTION	NO OF SHARES/ PAR VALUE	UNIT PRICE	MARKET VALUE	PERCENT OF PORTFOLIO	TAX COST BASIS	ESTIMATED ANNUAL INCOME	ACCUMULATED INCOME	YIELD AT MARKET
Common Stocks - continued								
HOME DEPOT INC Symbol: HD CUSIP: 437076102	444,000	104.970	46,606.68	1.06	10,342.93	834	0.00	1.79
LEAR CORP Symbol: LEA CUSIP: 521865204	396,000	98.080	38,839.68	0.88	33,828.09	316	0.00	0.82
MACY'S INC Symbol: M CUSIP: 55616P104	729,000	65.750	47,931.75	1.09	29,767.68	911	227.81	1.80
Total Consumer Discretionary			\$280,547.59	6.38%	\$159,218.22	\$4,099	\$808.61	1.46%
Consumer Staples								
CVS HEALTH CORP Symbol: CVS CUSIP: 126650100	703,000	96.310	67,705.93	1.54	22,054.42	994	0.00	1.45
KROGER CO Symbol: KR CUSIP: 501044101	568,000	64.210	36,471.28	0.83	33,083.50	420	0.00	1.15
PEPSICO INC Symbol: PEP CUSIP: 713448108	327,000	94.560	30,921.12	0.70	20,389.08	856	214.19	2.77
Total Consumer Staples			\$135,098.33	3.07%	\$75,526.98	\$2,261	\$214.19	1.67%
Health Care								
ABBOTT LABS Symbol: ABB CUSIP: 002824100	542,000	45.020	24,400.84	0.55	14,985.29	520	0.00	2.13
AMGEN INC Symbol: AMGN CUSIP: 031162100	320,000	159.280	50,972.80	1.16	15,329.69	1,011	0.00	1.98
BIOMED IDEC INC Symbol: BIIB CUSIP: 09062X103	45,000	339.450	15,275.25	0.35	14,287.50	0	0.00	0.00
CELGENE CORP Symbol: CELG CUSIP: 151020104	222,000	111.860	24,832.92	0.56	19,359.48	0	0.00	0.00
GILEAD SCIENCES INC Symbol: GILD CUSIP: 375558103	188,000	94.260	17,720.98	0.40	19,812.14	0	0.00	0.00



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ASSET DESCRIPTION	NO. OF SHARES/ FND VALUE	UNIT PRICE	MARKET VALUE	PERCENT OF PORTFOLIO	TAX COST BASIS	ESTIMATED ANNUAL INCOME	ACCUMULATED INCOME	YIELD AT MARKET
Common Stocks - continued								
MERCK & CO INC Symbol: MRK cusp: 58833Y105	1,083,000	56.780	61,503.57	1.40	42,088.50	1,949	487.35	3.17
Pfizer Inc Symbol: PFE cusp: 717081103	1,272,000	31.180	39,622.80	0.80	26,737.44	1,424	0.00	3.60
Total Health Care					\$152,400.04	\$4,905	\$487.35	2.09%
Financials								
ALLSTATE CORP Symbol: ALL cusp: 020002101	395,000	70.250	27,748.75	0.63	18,508.11	442	110.60	1.59
BANK OF AMERICA CORP Symbol: BAC cusp: 060505104	3,122,000	17.880	55,852.56	1.27	45,486.97	824	0.00	1.12
CAPITAL ONE FINANCIAL CORP Symbol: COF cusp: 14040H105	551,000	82.550	45,485.05	1.03	21,408.38	881	0.00	1.48
GOLDMAN SACHS GROUP INC Symbol: GS cusp: 38141G104	159,000	183.830	30,825.14	0.70	22,538.27	379	0.00	1.24
HARTFORD FINL SVCS GROUP INC Symbol: HIG cusp: 416515104	648,000	41.680	27,015.12	0.61	14,210.58	488	118.84	1.73
INVESCO LIMITED Symbol: IVZ cusp: G491BT108	547,000	39.620	21,617.44	0.49	12,308.51	547	0.00	2.53
JP MORGAN CHASE & CO Symbol: JPM cusp: 46625H100	938,000	62.580	58,574.88	1.33	40,419.30	1,497	0.00	2.56
LINCOLN NATL CORP Symbol: LNC cusp: 534187109	457,000	57.670	26,355.19	0.50	25,779.32	385	0.00	1.39
MORGAN STANLEY Symbol: MS cusp: 617446448	1,030,000	38.800	39,984.00	0.91	27,852.20	412	0.00	1.03
PNC FINANCIAL SERVICES GROUP Symbol: PNC cusp: 693475105	438,000	91.230	39,958.74	0.91	28,922.83	840	0.00	2.10



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Portfolio Detail

ASSET DESCRIPTION	NO. OF SHARES/ PAR VALUE	UNIT PRICE	MARKET VALUE	PERCENT OF PORTFOLIO	TAX COST BASIS	ESTIMATED ANNUAL INCOME	ACCUMULATED INCOME	YIELD AT MARKET
Common Stocks - continued								
WELLS FARGO & CO Symbol: WFC CUSIP: 949746101	851,000	54.820	46,651.82	1.06	24,886.83	1,191	0.00	2.55
Total Financials								
			\$419,848.71	9.54%	\$283,291.38	\$7,428	\$227.24	1.76%
Information Technology								
APPLE INC Symbol: AAPL CUSIP: 037833100	952,000	110.380	105,081.76	2.39	17,910.63	1,789	0.00	1.70
CORNING INC Symbol: GLW CUSIP: 219350105	1,352,000	22.930	31,001.36	0.70	21,520.71	648	0.00	2.09
EMC CORP MASS Symbol: EMC CUSIP: 268648102	1,533,000	29.740	45,591.42	1.04	30,436.78	705	176.30	1.55
GOOGLE INC CL A Symbol: GOOGL CUSIP: 38259P508	50,000	530.660	26,533.00	0.60	10,190.74	0	0.00	0.00
GOOGLE INC CL C Symbol: GOOG CUSIP: 38259P706	62,000	526.400	32,636.80	0.74	12,962.55	0	0.00	0.00
INTEL CORP Symbol: INTC CUSIP: 458140100	1,654,000	36.280	60,023.66	1.36	42,178.20	1,488	0.00	2.48
JUNIPER NETWORKS INC Symbol: JNPR CUSIP: 48203R104	907,000	22.320	20,244.24	0.46	18,628.69	362	0.00	1.79
KLA-TENCOR CORP Symbol: KLAC CUSIP: 482480100	365,000	70.320	25,666.80	0.58	24,073.41	730	0.00	2.84
MICROSOFT CORP Symbol: MSFT CUSIP: 594918104	1,704,000	46.450	79,150.80	1.80	68,880.93	2,112	0.00	2.67
QUALCOMM INC Symbol: QCOM CUSIP: 747525103	372,000	74.330	27,650.76	0.63	19,966.03	624	0.00	2.26
TE CONNECTIVITY LIMITED Symbol: TEL CUSIP: H84989104	351,000	63.250	22,200.75	0.50	19,266.20	407	0.00	1.83



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Portfolio Detail

ASSET DESCRIPTION	NO. OF SHARES/ PAR VALUE	UNIT PRICE	MARKET VALUE	PERCENT OF PORTFOLIO	TAX COST BASIS	ESTIMATED ANNUAL GROWTH	ACCUMULATED INCOME	YIELD AT MARKET
Common Stocks - continued								
VISA INC CL A Symbol: V CUSIP: 92828C839	144,000	262.200	37,766.80	0.86	11,557.44	276	0.00	0.73
Total Information Technology			\$513,638.15	11.86%	\$289,573.31	\$9,146	\$176.30	1.78%
Telecommunication Services								
VERIZON COMMUNICATIONS Symbol: VZ CUSIP: 92343V104	696,000	46.780	31,165.48	0.71	22,595.05	1,465	0.00	4.70
Total Telecommunication Services			\$31,165.48	0.71%	\$22,595.05	\$1,465	\$0.00	4.70%
Mutual Funds-Equity								
CAMBIAR SMALL CAP FUND Symbol: CAMZX CUSIP: 0075W0593	1,805,419	20.020	36,144.49	0.82	98,000.00	0	0.00	0.00
EATON VANCE ATLANTA CAPITAL SMID CAP FUND Symbol: EISMX CUSIP: 2779Q2688	5,000,367	25.200	126,009.25	2.86	113,000.00	0	0.00	0.00
MAINSTAY ICAP INTERNATIONAL FUND Symbol: ICEUX CUSIP: 56083J716	7,336,343	32.780	240,558.59	5.46	250,000.00	7,959	0.00	3.31
MANNING & NAPIER FUND INC-WORLD OPPORTUNITIES SERIES FUND Symbol: EXWAX CUSIP: 563821646	23,089,318	7.330	169,318.00	3.85	181,803.44	2,309	0.00	1.36
OPPENHEIMER DEVELOPING MARKETS FUND Symbol: ODVYX CUSIP: 683874505	3,174,743	35.060	111,308.49	2.53	95,160.79	711	0.00	0.64
T ROWE PRICE DIVERSIFIED SMALL-CAP GROWTH FUND INC Symbol: PROSX CUSIP: 779817103	1,683,021	25.560	43,051.68	0.98	28,638.00	0	0.00	0.00
Total Mutual Funds-Equity			\$728,388.80	16.50%	\$717,602.23	\$10,981	\$0.00	1.51%
Total Common Stocks			\$2,627,579.84	64.22%	\$2,082,385.49	\$48,103	\$3,299.30	1.73%





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ASSET DESCRIPTION	R/D OF SHARES/ PAR VALUE	UNIT PRICE	MARKET VALUE	PERCENT OF PORTFOLIO	TAX COST BASIS	ESTIMATED ANNUAL INCOME	ACCUMULATED INCOME	YIELD AT MARKET
Other								
Other Funds								
WASATCH LONG/SHORT FUND CUSIP: 936783769	18,937.405	14.910	282,356.71	6.41	279,409.00	0	0.00	0.00
WELLS FARGO ADVANTAGE ABSOLUTE RETURN FUND CUSIP: 94987W737	7,793.858	10.850	84,561.17	1.92	88,691.80	2,486	0.00	2.94
Total Other Funds								
			\$366,917.88	8.33%	\$368,100.80	\$2,486	\$0.00	0.67%
Total Other			\$366,917.88	8.33%	\$368,100.80	\$2,486	\$0.00	0.67%
Miscellaneous								
Other Assets								
CLASS ACTION PENDING FIFTH THIRD BANK ON RCPT OF FINAL PMT CUSIP: 997000FE9	1.000	0.000	0.00	0.00	0.00	0	0.00	0.00
CLASS ACTION PENDING AMERICAN INTL GROUP ON RCPT OF FINAL PMT CUSIP: 997001FA5	1.000	0.000	0.00	0.00	0.00	0	0.00	0.00
CLASS ACTION PENDING DELL INC ON RCPT OF FINAL PMT CUSIP: 997001HY1	1.000	0.000	0.00	0.00	0.00	0	0.00	0.00



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ASSET DESCRIPTION	NO. OF SHARES PAR VALUE	UNIT PRICE	MARKET VALUE	PERCENT OF PORTFOLIO	TAX COST BASIS	ESTIMATED ANNUAL INCOME	ADJUSTED INCOME	YIELD AT MARKET
<i>Miscellaneous - continued</i>								
CLASS ACTION PENDING MEDTRONIC, INC ON RCPT OF FINAL PMT CUSIP: 887001RQ7	1.000	0.000	0.00	0.00	0.00	0	0.00	0.00
Total Other Assets			\$0.00	0.00%	\$0.00	\$0	\$0.00	0.00%
Total Miscellaneous			\$0.00	0.00%	\$0.00	\$0	\$0.00	0.00%
Total Principal Portfolio			\$4,402,120.05	89.94%	\$3,689,345.02	\$87,822	\$5,405.58	1.99%
Total Portfolio			\$4,404,607.24	100.00%	\$3,701,832.21	\$87,822	\$5,405.91	1.99%

Investment Sales and Maturities

DATE	DESCRIPTION	NO. OF SHARES/PAR VALUE	TAX COST BASIS	PROCEEDS	REALIZED GAIN/LOSS
12/18/2014	SOLD 0.4 SHARES OF CALIFORNIA RESOURCES CORP TRADE DATE 12/17/14 SOLD THROUGH BNY BROKERAGE INC (ESI) TAXABLE TO FEDERAL AND STATE 0.4 SHARES AT \$5.8513 FRACTIONAL SHARES SOLD @ \$5.8513	0.40	-2.42	2.34	-0.08
Total Investment Sales and Maturities					-\$0.08



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Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
00287Y109	ABBVIE INC COM				5811130				
Sold	11/13/14	870	55,548.36						
Acq	02/20/08	67	4,277.86	1,917.66	1,917.66	2,360.20	2,360.20	L	
Acq	05/08/09	368	23,498.32	8,618.81	8,618.81	14,877.51	14,877.51	L	
Acq	04/13/11	230	14,685.20	6,051.06	6,051.06	8,634.14	8,634.14	L	
Acq	10/26/07	205	13,088.98	5,779.40	5,779.40	7,309.58	7,309.58	L	
Total for 11/13/2014				22,366.93	22,366.93	33,181.43	33,181.43		
003020336	ABERDEEN EQUITY LONG SHORT-I				5811130				
Sold	11/13/14	10801.747	135,669.94						
Acq	07/19/10	4771.289	59,927.39	52,102.48	52,102.48	7,824.91	7,824.91	L	
Acq	02/06/14	2076.412	26,079.73	25,000.00	25,000.00	1,079.73	1,079.73	S	
Acq	09/18/13	2029.221	25,487.02	25,000.00	25,000.00	487.02	487.02	L	
Acq	09/11/12	1924.825	24,175.80	21,943.00	21,943.00	2,232.80	2,232.80	L	
Total for 11/13/2014				124,045.48	124,045.48	11,624.46	11,624.46		
031162100	AMGEN INC COM				5811130				
Sold	11/13/14	246	39,314.85						
Acq	04/25/12	182	29,086.60	12,179.44	12,179.44	16,907.16	16,907.16	L	
Acq	03/30/09	64	10,228.25	3,204.04	3,204.04	7,024.21	7,024.21	L	
Total for 11/13/2014				15,383.48	15,383.48	23,931.37	23,931.37		
037833100	APPLE INC COM				5811130				
Sold	11/13/14	518	58,537.94						
Acq	11/09/07	217	24,522.65	5,304.99	5,304.99	19,217.66	19,217.66	L	
Acq	01/08/08	217	24,522.65	5,578.44	5,578.44	18,944.21	18,944.21	L	
Acq	09/10/08	84	9,492.64	1,850.16	1,850.16	7,642.48	7,642.48	L	
Total for 11/13/2014				12,733.59	12,733.59	45,804.35	45,804.35		
054937107	BB&T CORP COM				5811130				
Sold	11/13/14	361	13,533.59						
Acq	10/25/10	381	13,533.59	8,158.60	8,158.60	5,374.99	5,374.99	L	
Total for 11/13/2014				8,158.60	8,158.60	5,374.99	5,374.99		
071813109	BAXTER INTL INC COM				5811130				
Sold	04/28/14	244	17,848.23						
Acq	05/08/09	159	11,630.61	8,082.99	8,082.99	3,547.62	3,547.62	L	
Acq	11/06/08	85	6,217.62	4,967.08	4,967.08	1,250.54	1,250.54	L	
Total for 4/28/2014				13,050.07	13,050.07	4,798.16	4,798.16		
073302101	B/E AEROSPACE INC COM				5811130				
Sold	11/13/14	511	37,532.17						
Acq	04/13/11	165	12,118.00	6,037.32	6,037.32	6,081.68	6,081.68	L	
Acq	04/25/12	346	25,413.17	15,774.14	15,774.14	9,639.03	9,639.03	L	
Total for 11/13/2014				21,811.46	21,811.46	15,720.71	15,720.71		

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Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
126650100	CVS CAREMARK CORP COM				5811130				
Sold	11/13/14	162	14,555.37						
Acq	05/08/09	162	14,555.37	5,157.79	5,157.79	9,397.58	9,397.58	L	
Total for 11/13/2014				5,157.79	5,157.79	9,397.58	9,397.58		
13057Q107	CALIFORNIA RESOURCES CORP				5811130				
Sold	12/17/14	0.4	2.34						
Acq	09/10/08	0.4	2.34	2.42	2.42	-0.08	-0.08	L	
Total for 12/17/2014				2.42	2.42	-0.08	-0.08		
14040H105	CAPITAL ONE FINL CORP COM				5811130				
Sold	11/13/14	321	26,221.94						
Acq	01/19/10	321	26,221.94	13,586.71	13,586.71	12,635.23	12,635.23	L	
Total for 11/13/2014				13,586.71	13,586.71	12,635.23	12,635.23		
166764100	CHEVRON CORP COM				5811130				
Sold	11/13/14	17	1,979.60						
Acq	05/08/09	17	1,979.60	1,191.67	1,191.67	787.93	787.93	L	
Total for 11/13/2014				1,191.67	1,191.67	787.93	787.93		
254687106	WALT DISNEY CO COM				5811130				
Sold	11/13/14	461	41,659.64						
Acq	08/31/08	458	41,388.54	13,399.44	13,399.44	27,989.10	27,989.10	L	
Acq	05/08/09	3	271.10	75.62	75.62	195.48	195.48	L	
Total for 11/13/2014				13,475.06	13,475.06	28,184.58	28,184.58		
258620103	DOUBLELINE TOTAL RETURN BD-I				5811130				
Sold	11/13/14	701.638	7,711.00						
Acq	04/10/13	701.638	7,711.00	7,977.62	7,977.62	-266.62	-266.62	L	
Total for 11/13/2014				7,977.62	7,977.62	-266.62	-266.62		
277911491	EATON VANCE FLTG-RT-I				5811130				
Sold	11/13/14	79.933	721.00						
Acq	05/21/13	79.933	721.00	738.58	738.58	-17.58	-17.58	L	
Total for 11/13/2014				738.58	738.58	-17.58	-17.58		
34354P105	FLOWERVE CORP COM				5811130				
Sold	11/13/14	341	22,423.69						
Acq	07/19/10	341	22,423.69	10,152.66	10,152.66	12,271.03	12,271.03	L	
Total for 11/13/2014				10,152.66	10,152.66	12,271.03	12,271.03		
34984T600	FORUM ABSOLUTE STRATEGIES-I				5811130				
Sold	04/28/14	20330.632	227,703.08						
Acq	02/06/14	6775.068	75,880.76	75,000.00	75,000.00	880.76	880.76	S	
Acq	09/18/13	2254.283	25,247.97	25,000.00	25,000.00	247.97	247.97	S	
Acq	09/11/12	6625.245	74,202.74	74,269.00	74,269.00	-66.26	-66.26	L	
Acq	05/06/09	4676.036	52,371.60	44,562.63	44,562.63	7,808.97	7,808.97	L	
Total for 4/28/2014				218,831.63	218,831.63	8,871.45	8,871.45		

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Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
369604103	GENERAL ELEC CO COM				5811130				
Sold	11/13/14	772	20,434.47						
Acq	05/08/09	772	20,434.47	11,132.24	11,132.24	9,302.23	9,302.23	L	
Total for 11/13/2014				11,132.24	11,132.24	9,302.23	9,302.23		
38145N303	GOLDMAN SACHS LOCAL EMRG MKTS DEBT-I				5811130				
Sold	11/13/14	10437.005	82,347.97						
Acq	04/28/14	1190.476	9,392.86	10,000.00	10,000.00	-607.14	-607.14	S	
Acq	04/08/13	6060.606	47,818.18	59,308.49	60,000.00	-11,490.31	-12,181.82	L	
Acq	06/20/13	1153.403	9,100.35	9,868.40	10,000.00	-768.05	-899.65	L	
Acq	05/21/13	2032.52	16,036.58	19,768.09	20,000.00	-3,731.51	-3,963.42	L	
Total for 11/13/2014				98,944.98	100,000.00	-16,597.01	-17,652.03		
38259P508	GOOGLE INC CL A COM				5811130				
Sold	11/13/14	29	16,143.07						
Acq	12/21/06	20	11,133.15	4,563.23	4,563.23	6,569.92	6,569.92	L	
Acq	07/21/08	9	5,009.92	2,107.24	2,107.24	2,902.68	2,902.68	L	
Total for 11/13/2014				6,670.47	6,670.47	9,472.60	9,472.60		
38259P706	GOOGLE INC CL C				5811130				
Sold	11/13/14	17	9,287.06						
Acq	12/21/06	8	4,370.38	1,830.07	1,830.07	2,540.31	2,540.31	L	
Acq	07/21/08	9	4,916.68	2,112.76	2,112.76	2,803.92	2,803.92	L	
Total for 11/13/2014				3,942.83	3,942.83	5,344.23	5,344.23		
416515104	HARTFORD FINL SVCS GROUP INC COM				5811130				
Sold	11/13/14	125	4,973.64						
Acq	04/13/11	52	2,069.03	1,381.63	1,381.63	687.40	687.40	L	
Acq	07/19/10	73	2,904.61	1,600.88	1,600.88	1,303.73	1,303.73	L	
Total for 11/13/2014				2,982.51	2,982.51	1,991.13	1,991.13		
437076102	HOME DEPOT INC COM				5811130				
Sold	11/13/14	577	56,925.62						
Acq	09/30/08	12	1,183.90	300.01	300.01	883.89	883.89	L	
Acq	05/08/09	565	55,741.72	14,174.84	14,174.84	41,566.88	41,566.88	L	
Total for 11/13/2014				14,474.85	14,474.85	42,450.77	42,450.77		
52469F333	WESTERN ASSET MTG BKD SEC-I				5811130				
Sold	11/13/14	6422.017	70,770.63						
Acq	09/18/13	6422.017	70,770.63	70,000.00	70,000.00	770.63	770.63	L	
Total for 11/13/2014				70,000.00	70,000.00	770.63	770.63		
68389X105	ORACLE CORP COM				5811130				
Sold	11/13/14	738	29,866.27						
Acq	07/26/07	57	2,308.74	1,137.71	1,137.71	1,169.03	1,169.03	L	
Acq	05/08/09	681	27,559.53	12,481.50	12,481.50	15,078.03	15,078.03	L	
Total for 11/13/2014				13,619.21	13,619.21	16,247.06	16,247.06		

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717081103	PFIZER INC COM				5811130				
Sold		11/13/14	135	4,109.30					
Acq		04/25/12	135	4,109.30	2,837.70	2,837.70	1,271.60	1,271.60	L
Total for 11/13/2014					2,837.70	2,837.70	1,271.60	1,271.60	
722005816	PIMCO INVT GRADE CORP BD-I				5811130				
Sold		11/13/14	528.918	5,670.00					
Acq		05/21/13	528.918	5,670.00	5,899.77	5,950.33	-229.77	-280.33	L
Total for 11/13/2014					5,899.77	5,950.33	-229.77	-280.33	
74005P104	PRAXAIR INC COM				5811130				
Sold		11/13/14	120	15,138.86					
Acq		10/10/08	117	14,760.39	6,938.08	6,938.08	7,822.31	7,822.31	L
Acq		05/08/09	3	378.47	218.74	218.74	159.73	159.73	L
Total for 11/13/2014					7,156.82	7,156.82	7,982.04	7,982.04	
742718109	PROCTER & GAMBLE CO COM				5811130				
Sold		04/28/14	217	17,991.09					
Acq		05/08/09	217	17,991.09	11,235.87	11,235.87	6,755.22	6,755.22	L
Total for 4/28/2014					11,235.87	11,235.87	6,755.22	6,755.22	
74762E102	QUANTA SVCS INC COM				5811130				
Sold		11/13/14	1000	33,694.35					
Acq		09/08/11	1000	33,694.35	17,619.20	17,619.20	16,075.15	16,075.15	L
Total for 11/13/2014					17,619.20	17,619.20	16,075.15	16,075.15	
76628T439	RIDGEWORTH FD-US GOV SEC ULTRA RGDW				5811130				
Sold		11/13/14	4960.317	50,248.01					
Acq		07/19/10	4960.317	50,248.01	50,000.00	50,000.00	248.01	248.01	L
Total for 11/13/2014					50,000.00	50,000.00	248.01	248.01	
779917103	T ROWE PRICE DIVRSFD SMALLCAP GROWTH				5811130				
Sold		11/13/14	1406.133	36,686.00					
Acq		10/02/12	1406.133	36,686.00	24,762.00	24,762.00	11,924.00	11,924.00	L
Total for 11/13/2014					24,762.00	24,762.00	11,924.00	11,924.00	
779919109	T ROWE PRICE REAL ESTATE FD				5811130				
Sold		11/13/14	3787.879	98,598.49					
Acq		04/28/14	3787.879	98,598.49	90,000.00	90,000.00	8,598.49	8,598.49	S
Total for 11/13/2014					90,000.00	90,000.00	8,598.49	8,598.49	
907818108	UNION PACIFIC CORP COM				5811130				
Sold		11/13/14	187	22,572.29					
Acq		09/16/08	128	15,450.55	4,626.21	4,626.21	10,824.34	10,824.34	L
Acq		05/08/09	35	4,224.76	909.06	909.06	3,315.70	3,315.70	L
Acq		08/15/08	24	2,896.98	924.35	924.35	1,972.63	1,972.63	L
Total for 11/13/2014					6,459.62	6,459.62	16,112.67	16,112.67	

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Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
911312106	UNITED PARCEL SVC INC CL B COM				5811130				
Sold	04/28/14	142	13,925.64						
Acq	10/29/08	142	13,925.64	6,982.19	6,982.19	6,943.45	6,943.45	L	
Total for 4/28/2014				6,982.19	6,982.19	6,943.45	6,943.45		
92826C839	VISA INC CL A COM				5811130				
Sold	11/13/14	226	56,700.17						
Acq	11/12/09	220	55,194.86	17,811.20	17,811.20	37,383.66	37,383.66	L	
Acq	10/25/10	6	1,505.31	481.56	481.56	1,023.75	1,023.75	L	
Total for 11/13/2014				18,292.76	18,292.76	38,407.41	38,407.41		
931142103	WAL-MART STORES INC COM				5811130				
Sold	11/13/14	275	22,563.28						
Acq	09/11/12	275	22,563.28	20,323.74	20,323.74	2,239.54	2,239.54	L	
Total for 11/13/2014				20,323.74	20,323.74	2,239.54	2,239.54		
94987W737	WFA ABSOLUTE RETURN FUND-INS				5811130				
Sold	11/13/14	114.956	1,299.00						
Acq	04/28/14	114.956	1,299.00	1,308.20	1,308.20	-9.20	-9.20	S	
Total for 11/13/2014				1,308.20	1,308.20	-9.20	-9.20		
Total for Account: 5811130				973,308.71	974,414.29	397,599.24	396,493.68		
Total Proceeds:					Fed	State			
1,370,907.95				S/T Gain/Loss	10,190.61	10,190.61			
				L/T Gain/Loss	387,408.63	386,303.05			