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Form **990-PF**

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

OMB No 1545-0052

2014

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2014 or tax year beginning , and ending

Name of foundation B. ANTON MEMORIAL FOUNDATION			A Employer identification number 65-6473083	
Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 1908		Room/suite	B Telephone number (see instructions) (407) 237-4500	
City or town ORLANDO	State FL	ZIP code 32802-1908	C If exemption application is pending, check here <input type="checkbox"/>	
Foreign country name	Foreign province/state/county	Foreign postal code	D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,329,991		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	146,883			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	94,083	94,005		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	115,515			
	b Gross sales price for all assets on line 6a 1,333,822				
	7 Capital gain net income (from Part IV, line 2)		115,515		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	356,481	209,520	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	28,290	14,145		14,145
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	4,000			4,000
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	4,475	1,644		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	36,765	15,789	0	18,145
	25 Contributions, gifts, grants paid	199,797			199,797
26 Total expenses and disbursements. Add lines 24 and 25	236,562	15,789	0	217,942	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	119,919				
b Net investment income (if negative, enter -0-)		193,731			
c Adjusted net income (if negative, enter -0-)			0		

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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		2,474	2,474
	2	Savings and temporary cash investments	159,745	155,769	155,769
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	3,580,961	3,683,877	4,171,748	
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)	3,740,706	3,842,120	4,329,991	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	3,740,706	3,842,120	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	3,740,706	3,842,120		
31	Total liabilities and net assets/fund balances (see instructions)	3,740,706	3,842,120		

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	3,740,706
2	Enter amount from Part I, line 27a	2	119,919
3	Other increases not included in line 2 (itemize) <input type="checkbox"/> See Attached Statement	3	1,258
4	Add lines 1, 2, and 3	4	3,861,883
5	Decreases not included in line 2 (itemize) <input type="checkbox"/> EXCESS FMV OVER COST OF ASSETS CONTRIBUTED	5	19,763
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,842,120

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	See Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a			0	
b			0	
c			0	
d			0	
e			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				0
b				0
c				0
d				0
e				0
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	115,515	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }	3	0	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	199,457	4,005,625	0.049794
2012	180,164	3,708,322	0.048584
2011	104,569	2,654,041	0.039400
2010	144,582	2,522,021	0.057328
2009	95,000	1,827,914	0.051972
2	Total of line 1, column (d)	2	0.247078
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	0.049416
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	4,280,825
5	Multiply line 4 by line 3	5	211,541
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,937
7	Add lines 5 and 6	7	213,478
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	217,942

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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	1,937	
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	1,937	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,937	
6	Credits/Payments			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	2,181	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	2,181	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	0	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	244	
11	Enter the amount of line 10 to be Credited to 2015 estimated tax <input type="checkbox"/> 244 Refunded <input type="checkbox"/> 11	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b	N/A	
5		X
6	X	
7	X	
8b		X
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ SUNTRUST BANK Telephone no. ▶ (407) 237-4500 Located at ▶ P.O. BOX 1908 ORLANDO FL ZIP+4 ▶ 32802-1908			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1) If "Yes," enter the name of the foreign country ▶	16	Yes	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 ▶ <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	N/A
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** N/A

Organizations relying on a current notice regarding disaster assistance check here

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SUNTRUST BANKS, INC. P O BOX 1908 ORLANDO, FL 32802-1908	TRUSTEE AS REQ'D	28,290		

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

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	0

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	4,223,130
b	Average of monthly cash balances	1b	122,885
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	4,346,015
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	4,346,015
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	65,190
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,280,825
6	Minimum investment return. Enter 5% of line 5	6	214,041

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	214,041
2a	Tax on investment income for 2014 from Part VI, line 5	2a	1,937
b	Income tax for 2014 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,937
3	Distributable amount before adjustments Subtract line 2c from line 1	3	212,104
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	212,104
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	212,104

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	217,942
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	217,942
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	1,937
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	216,005

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				212,104
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014				
a From 2009				
b From 2010	1,846			
c From 2011				
d From 2012				
e From 2013	3,538			
f Total of lines 3a through e	5,384			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 217,942				
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2014 distributable amount				212,104
e Remaining amount distributed out of corpus	5,838			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	11,222			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	11,222			
10 Analysis of line 9				
a Excess from 2010	1,846			
b Excess from 2011				
c Excess from 2012				
d Excess from 2013	3,538			
e Excess from 2014	5,838			

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

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling ▶
- 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				(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

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

N/A

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

N/A

- 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

- a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:
-
- b** The form in which applications should be submitted and information and materials they should include
-
- c** Any submission deadlines:
-
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p>a <i>Paid during the year</i> See Attached Statement</p>				
Total				▶ 3a 199,797
<p>b <i>Approved for future payment</i> NONE</p>				
Total				▶ 3b 0

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2014▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.**Name of the organization**

B ANTON MEMORIAL FOUNDATION

Employer identification number

65-6473083

Organization type (check one)**Filers of:****Section:**

Form 990 or 990-EZ

 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions**General Rule**

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions

Special Rules

- For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization B. ANTON MEMORIAL FOUNDATION	Employer identification number 65-6473083
---	---

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	LESLIE HINDMAN AUCTIONEERS 1338 W. LAKE STREET CHICAGO IL 60607 Foreign State or Province _____ Foreign Country _____	\$ 11,200	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	HERITAGE SALES _____ _____ Foreign State or Province _____ Foreign Country _____	\$ 6,400	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
3	ANTON MEMORIAL TRUST P.O. BOX 1908 ORLANDO FL 32802-1908 Foreign State or Province _____ Foreign Country _____	\$ 2,196	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
4	ANTON MEMORIAL TRUST P O BOX 1908 ORLANDO FL 32802-1908 Foreign State or Province _____ Foreign Country _____	\$ 127,087	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
-----	_____ _____ Foreign State or Province _____ Foreign Country _____	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	_____ _____ Foreign State or Province _____ Foreign Country _____	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization B. ANTON MEMORIAL FOUNDATION	Employer identification number 65-6473083
--	--

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
4	VARIOUS SECURITIES	\$ 127,087	6/3/2014
.....	\$
.....	\$
.....	\$
.....	\$
.....	\$
.....	\$

Name of organization B ANTON MEMORIAL FOUNDATION	Employer identification number 65-6473083
--	---

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once See instructions) ▶ \$ 0
 Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
.....	
For Prov Country			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
.....	
For Prov Country			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
.....	
For Prov Country			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
.....	
For Prov Country			

B ANTON MEMORIAL FOUNDATION

65-6473083 Page 1 of 1

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

CHILDFUND INTERNATIONAL USA

Street

2821 EMERYWOOD PARKWAY

City

RICHMOND

State

VA

Zip Code

23294

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

199,797

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

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

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Capital Gains/Losses		Gross Sales		Cost, Other		Net Gain or Loss
								Gross Sales Price	Other sales	Gross Sales	Other sales	Base and Expenses	Depreciation	
	Long Term CG Distributions	55,287												
	Short Term CG Distributions													
1	PIMCO EMERGING LOCAL BO	72201F516			8/19/2014			1,343		1,496				-153
2	GOLDMAN SACHS LOC EMG	38145N303			3/11/2013			2,029		2,452				-423
3	GOLDMAN SACHS LOC EMG	38145N303			7/29/2013			226		245				-19
4	GOLDMAN SACHS LOC EMG	38145N303			3/24/2014			249		252				-3
5	ISHARES DJ SELECT DIVIDEN	464287168			10/7/2013			6,589		5,927				632
6	ISHARES DJ SELECT DIVIDEN	464287168			2/1/2012			3,789		3,789				961
7	ISHARES DJ SELECT DIVIDEN	464287168			4/23/2014			1,228		1,188				40
8	ISHARES DJ SELECT DIVIDEN	464287168			2/1/2012			9,212		6,526				2,686
9	ISHARES DJ SELECT DIVIDEN	464287168			2/1/2012			6,815		4,894				1,921
10	ISHARES DJ SELECT DIVIDEN	464287168			8/18/2014			1,363		1,350				13
11	ISHARES DJ SELECT DIVIDEN	464287168			7/18/2011			379		261				116
12	ISHARES DJ SELECT DIVIDEN	464287242			3/24/2014			1,791		1,745				46
13	ABERDEEN-EOY LONG SHOR	003020336			7/29/2013			347		355				-8
14	OPPENHEIMER DEVELOPING	683974505			11/19/2012			4,623		4,301				322
15	OPPENHEIMER DEVELOPING	683974505			12/6/2013			1,130		1,181				-51
16	OPPENHEIMER DEVELOPING	683974505			2/1/2012			14,297		12,936				1,361
17	OPPENHEIMER DEVELOPING	683974505			4/23/2014			1,314		1,229				85
18	OPPENHEIMER DEVELOPING	683974505			2/6/2012			7,003		5,730				1,273
19	OPPENHEIMER DEVELOPING	683974505			2/1/2012			2,767		2,232				535
20	OPPENHEIMER DEVELOPING	683974505			2/1/2012			110,599		87,493				23,106
21	PIMCO EMERGING LOCAL BO	72201F516			8/6/2012			4,195		4,631				-436
22	ABERDEEN-EOY LONG SHOR	003020336			10/7/2013			2,044		2,085				-41
23	ABERDEEN-EOY LONG SHOR	003020336			12/20/2013			2,044		2,070				-26
24	ABERDEEN-EOY LONG SHOR	003020336			3/11/2013			32,540		32,270				270
25	ABERDEEN-EOY LONG SHOR	003020336			4/23/2014			474		466				8
26	ABERDEEN-EOY LONG SHOR	003020336			3/11/2013			2,603		2,512				91
27	ABERDEEN-EOY LONG SHOR	003020336			3/11/2013			962		929				33
28	ABERDEEN-EOY LONG SHOR	003020336			10/7/2013			86,601		83,526				3,075
29	CAMBIAR SMALL CAP-INS	0075W0593			3/24/2014			1,458		1,418				40
30	CAMBIAR SMALL CAP-INS	0075W0593			3/24/2014			238		227				11
31	CAMBIAR SMALL CAP-INS	0075W0593			3/11/2013			315		271				44
32	BRANDIES INTL SIC EQUITY-I	105262737			4/23/2014			494		473				21
33	BRANDIES INTL SIC EQUITY-I	105262737			3/26/2014			2,715		2,543				172
34	BRANDIES INTL SIC EQUITY-I	105262737			3/26/2014			987		925				62
35	ISHARES IBOXX INV GRD COI	464287242			3/26/2014			553		529				24
36	ISHARES IBOXX INV GRD COI	464287242			4/23/2014			478		472				6
37	ISHARES IBOXX INV GRD COI	464287242			7/29/2013			119		115				4
38	ISHARES IBOXX INV GRD COI	464287242			7/29/2013			1,672		1,606				66
39	ISHARES IBOXX INV GRD COI	464287242			8/18/2014			359		359				0
40	ISHARES IBOXX INV GRD COI	464287242			7/29/2013			1,556		1,491				65
41	ISHARES RUSSELL 1000 VAL	464287598			3/24/2014			11,945		11,342				603
42	ISHARES RUSSELL 1000 VAL	464287598			4/23/2014			3,341		3,199				142
43	ISHARES RUSSELL 1000 VAL	464287598			3/11/2013			12,755		10,190				2,565
44	ISHARES RUSSELL 1000 VAL	464287598			8/18/2014			11,505		11,694				-189
45	ISHARES RUSSELL 1000 GRO	464287614			3/24/2014			11,530		11,107				423
46	ISHARES RUSSELL 1000 GRO	464287614			4/23/2014			3,268		3,114				154
47	ISHARES RUSSELL 1000 GRO	464287614			2/22/2011			12,892		8,461				4,431
48	ISHARES BARCLAYS 3-7 YEAR	464288661			8/18/2014			18,240		18,343				-103
49	ISHARES BARCLAYS 3-7 YEAR	464288661			8/6/2012			5,965		6,046				-81
50	WESTERN ASSET MTG BKD S	52469F333			8/6/2012			3,561		3,578				-17
51	WESTERN ASSET MTG BKD S	52469F333			7/29/2013			2,486		2,502				-16
52	WESTERN ASSET MTG BKD S	52469F333			7/29/2013			1,514		1,524				-10
53	WESTERN ASSET MTG BKD S	52469F333			10/9/2013			58,455		55,206				3,249
54	WESTERN ASSET MTG BKD S	52469F333			7/29/2013			78,926		79,069				-143
55	WESTERN ASSET MTG BKD S	52469F333			10/7/2013			1,897		1,881				16
56	WESTERN ASSET MTG BKD S	52469F333			3/24/2014			13,651		12,990				661
57	WESTERN ASSET MTG BKD S	52469F333			3/24/2014			5,030		4,916				114
58	WESTERN ASSET MTG BKD S	52469F333			4/23/2014			473		463				10
59	MANNING & NAPIER WORLD	563821545			4/23/2014			3,079		3,011				68
60	MANNING & NAPIER WORLD	563821545			7/18/2011			1,261		1,254				7
61	MANNING & NAPIER WORLD	563821545			7/18/2011			9,330		8,624				706
62	MANNING & NAPIER WORLD	563821545			7/18/2011			92,465		88,730				3,735
63	MAINSTAY ICAP INTERNATIO	56063J716			3/24/2014			3,392		3,201				191
64	MAINSTAY ICAP INTERNATIO	56063J716			4/23/2014			1,588		1,548				40
65	MAINSTAY ICAP INTERNATIO	56063J716			10/9/2013			8,481		7,701				780
66	MAINSTAY ICAP INTERNATIO	563821545			12/16/2013			2,934		2,803				131
67	MANNING & NAPIER WORLD	563821545			7/18/2011			4,721		4,919				-198
68	MANNING & NAPIER WORLD	563821545			3/11/2013			2,808		2,517				291
69	MANNING & NAPIER WORLD	563821545			12/16/2013			90		86				4

Totals: Gross Sales 1,333,822; Cost, Other Base and Expenses 1,218,304; Net Gain or Loss 115,518

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

		4,000	0	0	4,000
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	4,000			4,000

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

		4,475	1,644	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	1,644	1,644		
2	PY EXCISE TAX DUE	650			
3	ESTIMATED EXCISE PAYMENTS	2,181			

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

	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1			3,580,961	3,683,877	4,171,748
2	DOUBLELINE TOTAL RETURN BD-I		0	217,621	0
3	EATON VANCE ATLANTA CAP SMID-CAP-I		0	93,691	0
4	EATON VANCE FLTG-RT-I		0	108,906	0
5	ISHARES BARCLAYS 3-7 YR TREAS BD E		0	128,604	0
6	ISHARES BARCLAYS MBS BD ETF		0	85,536	0
7	ISHARES CORE MSCI EUROPE		0	137,190	0
8	ISHARES CORE MSCI PACIFIC ETF		0	136,572	0
9	ISHARES TR DOW JONES SEL DIVD INDE		0	146,438	0
10	ISHARES IBOXX INVT GRADE CORP BD E		0	77,057	0
11	ISHARES TR RUSSELL 1000 GROWTH IND		0	408,795	0
12	ISHARES TR RUSSELL 1000 VALUE INDE		0	447,028	0
13	MAINSTAY ICAP INTL-I		0	211,773	0
14	MANNING & NAPIER WORLD OPPTY-S-A		0	337,927	0
15	OPPENHEIMER DEVELOPING MKTS INST		0	111,280	0
16	OSTERWEIS STRATEGIC INCOME-I		0	193,408	0
17	PIMCO 1-5 YR US TIPS INDEX ETF		0	86,077	0
18	PIMCO EMERGING LOCAL BD-I		0	97,645	0
19	PUBLICATION LICENSE AGREEMENT		0	0	0
20	T ROWE PRICE DIVRSFD SMALLCAP GRO		0	35,226	0
21	VAN ECK EMERGING MARKETS-I		0	89,830	0
22	WASATCH LONG/SHORT-I		0	308,264	0
23	WFA ABSOLUTE RETURN FUND-INS		0	86,194	0
24	BRANDES INTL S/C EQUITY-I		0	92,430	0
25	ADVISORS CAMBIAR SMALL CAP-I		0	46,385	0

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	FEDERAL TAX REFUND	1	95
2	RETURN OF CAPITAL ADJUSTMENT	2	1,163
3	Total	3	1,258

Line 5 - Decreases not included in Part III, Line 2

1	EXCESS FMV OVER COST OF ASSETS CONTRIBUTED	1	19,763
2	Total	2	19,763

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

Long Term CG Distributions		Short Term CG Distributions		Amount		Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses	60,228	
1	2	3	4	5	6														7
1	PIMCO EMERGING LOCAL BOND INST	72201F516	8/6/2012	8/18/2014	1,343	0	1,498	0	1,498	0	0	0	0	0	0	0	0	0	60,228
2	GOLDMAN SACHS LOC EMG MK-I	38145N303	3/11/2013	10/27/2014	2,029	0	2,452	0	2,452	0	0	0	0	0	0	0	0	0	153
3	GOLDMAN SACHS LOC EMG MK-I	38145N303	7/29/2013	10/27/2014	226	0	245	0	245	0	0	0	0	0	0	0	0	0	423
4	GOLDMAN SACHS LOC EMG MK-I	38145N303	3/24/2014	10/27/2014	249	0	252	0	252	0	0	0	0	0	0	0	0	0	19
5	SHARES DJ SELECT DIVIDEND ETF	46428T168	10/7/2013	3/24/2014	6,559	0	5,927	0	5,927	0	0	0	0	0	0	0	0	0	632
6	SHARES DJ SELECT DIVIDEND ETF	46428T168	2/1/2012	3/24/2014	3,789	0	2,828	0	2,828	0	0	0	0	0	0	0	0	0	961
7	SHARES DJ SELECT DIVIDEND ETF	46428T168	4/23/2014	6/30/2014	1,228	0	1,188	0	1,188	0	0	0	0	0	0	0	0	0	40
8	SHARES DJ SELECT DIVIDEND ETF	46428T168	2/1/2012	6/30/2014	9,212	0	6,526	0	6,526	0	0	0	0	0	0	0	0	0	2,686
9	SHARES DJ SELECT DIVIDEND ETF	46428T168	2/1/2012	10/27/2014	6,815	0	4,894	0	4,894	0	0	0	0	0	0	0	0	0	1,921
10	SHARES DJ SELECT DIVIDEND ETF	46428T168	8/18/2014	10/27/2014	1,363	0	1,350	0	1,350	0	0	0	0	0	0	0	0	0	13
11	SHARES DJ SELECT DIVIDEND ETF	46428T168	7/18/2014	10/27/2014	378	0	261	0	261	0	0	0	0	0	0	0	0	0	118
12	SHARES BOX INV GRD CORP BOND	46428T242	3/24/2014	6/30/2014	1,745	0	1,745	0	1,745	0	0	0	0	0	0	0	0	0	46
13	ABERDEEN EGY LONG SHORT IN	003020336	7/29/2013	3/24/2014	347	0	355	0	355	0	0	0	0	0	0	0	0	0	8
14	OPPENHEIMER DEVELOPING MKTY	683974505	11/19/2013	3/24/2014	4,623	0	4,301	0	4,301	0	0	0	0	0	0	0	0	0	322
15	OPPENHEIMER DEVELOPING MKTY	683974505	12/8/2013	3/24/2014	1,130	0	1,181	0	1,181	0	0	0	0	0	0	0	0	0	51
16	OPPENHEIMER DEVELOPING MKTY	683974505	2/1/2012	3/24/2014	14,297	0	12,836	0	12,836	0	0	0	0	0	0	0	0	0	1,361
17	OPPENHEIMER DEVELOPING MKTY	683974505	4/23/2014	6/30/2014	1,314	0	1,239	0	1,239	0	0	0	0	0	0	0	0	0	75
18	OPPENHEIMER DEVELOPING MKTY	683974505	2/6/2012	6/30/2014	7,003	0	5,740	0	5,740	0	0	0	0	0	0	0	0	0	1,263
19	OPPENHEIMER DEVELOPING MKTY	683974505	2/1/2012	6/30/2014	2,767	0	2,232	0	2,232	0	0	0	0	0	0	0	0	0	535
20	OPPENHEIMER DEVELOPING MKTY	683974505	2/1/2012	8/18/2014	110,389	0	87,443	0	87,443	0	0	0	0	0	0	0	0	0	23,106
21	PIMCO EMERGING LOCAL BOND INST	72201F516	8/6/2012	6/30/2014	4,195	0	4,631	0	4,631	0	0	0	0	0	0	0	0	0	438
22	ABERDEEN EGY LONG SHORT IN	003020336	10/7/2013	3/24/2014	2,674	0	2,707	0	2,707	0	0	0	0	0	0	0	0	0	33
23	ABERDEEN EGY LONG SHORT IN	003020336	12/20/2013	3/24/2014	2,044	0	2,085	0	2,085	0	0	0	0	0	0	0	0	0	41
24	ABERDEEN EGY LONG SHORT IN	003020336	3/11/2013	3/24/2014	32,540	0	32,270	0	32,270	0	0	0	0	0	0	0	0	0	270
25	ABERDEEN EGY LONG SHORT IN	003020336	4/23/2014	6/30/2014	474	0	466	0	466	0	0	0	0	0	0	0	0	0	8
26	ABERDEEN EGY LONG SHORT IN	003020336	3/11/2013	6/30/2014	2,603	0	2,512	0	2,512	0	0	0	0	0	0	0	0	0	91
27	ABERDEEN EGY LONG SHORT IN	003020336	3/11/2013	6/30/2014	962	0	929	0	929	0	0	0	0	0	0	0	0	0	33
28	ABERDEEN EGY LONG SHORT IN	003020336	3/11/2013	8/18/2014	86,601	0	83,526	0	83,526	0	0	0	0	0	0	0	0	0	3,075
29	CAMBIAR SMALL CAP-INS	0075W0593	3/24/2014	6/30/2014	1,458	0	1,418	0	1,418	0	0	0	0	0	0	0	0	0	40
30	CAMBIAR SMALL CAP-INS	0075W0593	4/23/2014	6/30/2014	238	0	227	0	227	0	0	0	0	0	0	0	0	0	11
31	CAMBIAR SMALL CAP-INS	0075W0593	3/11/2013	6/30/2014	315	0	271	0	271	0	0	0	0	0	0	0	0	0	44
32	BRANDES INTL SIC EQUITY-I	105262737	4/23/2014	6/30/2014	484	0	473	0	473	0	0	0	0	0	0	0	0	0	11
33	BRANDES INTL SIC EQUITY-I	105262737	3/26/2014	6/30/2014	2,715	0	2,543	0	2,543	0	0	0	0	0	0	0	0	0	172
34	BRANDES INTL SIC EQUITY-I	105262737	3/26/2014	6/30/2014	987	0	925	0	925	0	0	0	0	0	0	0	0	0	62
35	BRANDES INTL SIC EQUITY-I	105262737	3/26/2014	8/18/2014	553	0	529	0	529	0	0	0	0	0	0	0	0	0	24
36	SHARES IBOX INV GRD CORP BOND	46428T242	4/23/2014	6/30/2014	478	0	472	0	472	0	0	0	0	0	0	0	0	0	6
37	SHARES IBOX INV GRD CORP BOND	46428T242	7/29/2013	6/30/2014	119	0	115	0	115	0	0	0	0	0	0	0	0	0	4
38	SHARES IBOX INV GRD CORP BOND	46428T242	1/29/2013	6/30/2014	1,672	0	1,608	0	1,608	0	0	0	0	0	0	0	0	0	66
39	SHARES IBOX INV GRD CORP BOND	46428T242	8/18/2014	10/27/2014	359	0	359	0	359	0	0	0	0	0	0	0	0	0	0
40	SHARES IBOX INV GRD CORP BOND	46428T242	7/29/2013	10/27/2014	1,556	0	1,491	0	1,491	0	0	0	0	0	0	0	0	0	65
41	SHARES IBOX INV GRD CORP BOND	46428T242	3/24/2014	6/30/2014	11,945	0	11,342	0	11,342	0	0	0	0	0	0	0	0	0	603
42	SHARES RUSSELL 1000 VALUE ETF	46428T598	4/23/2014	6/30/2014	3,341	0	3,189	0	3,189	0	0	0	0	0	0	0	0	0	142
43	SHARES RUSSELL 1000 VALUE ETF	46428T598	3/11/2013	6/30/2014	12,755	0	10,190	0	10,190	0	0	0	0	0	0	0	0	0	2,565
44	SHARES RUSSELL 1000 VALUE ETF	46428T598	8/18/2014	10/27/2014	11,505	0	11,694	0	11,694	0	0	0	0	0	0	0	0	0	189
45	SHARES RUSSELL 1000 GROWTH ETF	46428T614	3/24/2014	6/30/2014	11,530	0	11,107	0	11,107	0	0	0	0	0	0	0	0	0	423
46	SHARES RUSSELL 1000 GROWTH ETF	46428T614	4/23/2014	6/30/2014	3,288	0	3,114	0	3,114	0	0	0	0	0	0	0	0	0	154
47	SHARES RUSSELL 1000 GROWTH ETF	46428T614	2/2/2011	6/30/2014	12,892	0	12,843	0	12,843	0	0	0	0	0	0	0	0	0	49
48	SHARES RUSSELL 1000 GROWTH ETF	46428T614	8/18/2014	10/27/2014	18,240	0	18,343	0	18,343	0	0	0	0	0	0	0	0	0	103
49	SHARES BARCLAYS 3,7 YEAR ETF	46428R661	8/6/2012	6/30/2014	5,965	0	6,046	0	6,046	0	0	0	0	0	0	0	0	0	81
50	WESTERN ASSET MTC BKO SEC-I	52489F333	7/29/2013	6/30/2014	2,486	0	2,502	0	2,502	0	0	0	0	0	0	0	0	0	16
51	WESTERN ASSET MTC BKO SEC-I	52489F333	10/9/2013	6/30/2014	58,455	0	55,206	0	55,206	0	0	0	0	0	0	0	0	0	3,249
52	MAINSTAY CAP INTERNATIONAL	56063J716	7/29/2013	10/27/2014	78,926	0	79,069	0	79,069	0	0	0	0	0	0	0	0	0	143
53	WESTERN ASSET MTC BKO SEC-I	52489F333	10/9/2013	10/27/2014	1,897	0	1,881	0	1,881	0	0	0	0	0	0	0	0	0	16
54	WESTERN ASSET MTC BKO SEC-I	52489F333	3/24/2014	6/30/2014	13,651	0	12,890	0	12,890	0	0	0	0	0	0	0	0	0	761
55	MANNING & NAPIER WORLD OPPOR	563821545	3/24/2014	6/30/2014	5,030	0	4,916	0	4,916	0	0	0	0	0	0	0	0	0	114
56	MANNING & NAPIER WORLD OPPOR	563821545	4/23/2014	10/27/2014	473	0	463	0	463	0	0	0	0	0	0	0	0	0	10
57	MANNING & NAPIER WORLD OPPOR	563821545	4/23/2014	6/30/2014	3,073	0	3,011	0	3,011	0	0	0	0	0	0	0	0	0	68
58	MANNING & NAPIER WORLD OPPOR	563821545	8/18/2014	10/27/2014	2,281	0	2,254	0	2,254	0	0	0	0	0	0	0	0	0	27
59	MANNING & NAPIER WORLD OPPOR	563821545	7/18/2014	6/30/2014	9,330	0	8,624	0	8,624	0	0	0	0	0	0	0	0	0	706
60	MANNING & NAPIER WORLD OPPOR	563821545	7/18/2014	8/18/2014	82,464	0	89,730	0	89,730	0	0	0	0	0	0	0	0	0	7,246
61	MANNING & NAPIER WORLD OPPOR	563821545	3/24/2014	6/30/2014	3,382	0	3,201	0	3,201	0	0	0	0	0	0	0	0	0	181
62	MANNING & NAP																		

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

		Amount		0		1,218,304		60,228		60,228			
		55,287		0		0		0		0			
		Long Term CG Distributions		Short Term CG Distributions		0		0		0			
		Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gain/Loss Excess of FMV Over Adjusted Basis or Losses
85	ABSOLUTE STRATEGIES FUND I		10/7/2013	3/24/2014	5,536		0	5,578	-40		0	0	-40
86	GOLDMAN SACHS LOC EMG MK-I		3/11/2013	6/30/2014	4,169		0	4,695	-526		0	0	-526
87	GOLDMAN SACHS LOC EMG MK-I		3/11/2013	8/18/2014	374		0	427	-53		0	0	-53
88	GOLDMAN SACHS LOC EMG MK-I		3/11/2013	10/27/2014	59,438		0	71,836	-12,398		0	0	-12,398
89	GOLDMAN SACHS LOC EMG MK-I		7/9/2013	10/27/2014	8,995		0	9,754	-759		0	0	-759
90	GOLDMAN SACHS LOC EMG MK-I		10/7/2013	10/27/2014	2,192		0	2,363	-171		0	0	-171
91	GOLDMAN SACHS LOC EMG MK-I		3/24/2014	10/27/2014	9,208		0	9,350	-142		0	0	-142
92	GOLDMAN SACHS LOC EMG MK-I		4/23/2014	10/27/2014	456		0	477	-21		0	0	-21
93	PIMCO 1-5 YEAR US TIPS INDEX ETF		10/7/2013	6/30/2014	1,018		0	1,010	8		0	0	8
94	PIMCO 1-5 YEAR US TIPS INDEX ETF		4/23/2014	6/30/2014	482		0	478	4		0	0	4
95	PIMCO 1-5 YEAR US TIPS INDEX ETF		7/9/2013	6/30/2014	2,519		0	2,493	26		0	0	26
96	PIMCO 1-5 YEAR US TIPS INDEX ETF		8/18/2014	10/27/2014	736		0	747	-11		0	0	-11
97	OSTERWEIS STRATEGIC INC FDI		3/24/2014	6/30/2014	3,198		0	3,193	5		0	0	5
98	OSTERWEIS STRATEGIC INC FDI		4/23/2014	6/30/2014	580		0	581	-1		0	0	-1
99	OSTERWEIS STRATEGIC INC FDI		7/9/2013	6/30/2014	1,158		0	1,145	13		0	0	13
100	ROME PRICE DIVERS SIC GRTH		12/13/2013	3/24/2014	276		0	283	-7		0	0	-7
101	ROME PRICE DIVERS SIC GRTH		3/11/2013	3/24/2014	1,993		0	1,949	444		0	0	444
102	ROME PRICE DIVERS SIC GRTH		4/23/2014	6/30/2014	234		0	222	12		0	0	12
103	ROME PRICE DIVERS SIC GRTH		3/11/2013	6/30/2014	1,794		0	1,318	476		0	0	476
104	ROME PRICE REAL ESTATE FUND		8/18/2014	10/27/2014	868		0	840	28		0	0	28
105	ROME PRICE REAL ESTATE FUND		4/23/2014	6/30/2014	501		0	460	41		0	0	41
106	ROME PRICE REAL ESTATE FUND		3/26/2014	6/30/2014	3,794		0	3,476	318		0	0	318
107	ROME PRICE REAL ESTATE FUND		3/26/2014	6/30/2014	99,169		0	82,073	17,096		0	0	17,096
108	WASATCH LONG/SHORT FUND-INS		3/26/2014	6/30/2014	2,797		0	2,545	252		0	0	252
109	WASATCH LONG/SHORT FUND-INS		12/27/2013	3/24/2014	5,369		0	5,392	-23		0	0	-23
110	WASATCH LONG/SHORT FUND-INS		3/11/2013	3/24/2014	34,337		0	32,214	2,123		0	0	2,123
111	WASATCH LONG/SHORT FUND-INS		4/23/2014	6/30/2014	1,212		0	1,172	40		0	0	40
112	WASATCH LONG/SHORT FUND-INS		3/11/2013	6/30/2014	9,088		0	8,128	960		0	0	960
113	WFA ABSOLUTE RETURN FUND-INS		4/23/2014	6/30/2014	488		0	475	13		0	0	13
114	WFA ABSOLUTE RETURN FUND-INS		3/24/2014	6/30/2014	2,661		0	2,538	123		0	0	123
115	WFA ABSOLUTE RETURN FUND-INS		3/24/2014	6/30/2014	983		0	937	46		0	0	46
116	SEE ATTACHED STATEMENT						0	0	0		0	0	0

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

Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week AS REQD	Compensation	Benefits	Expense Account
1 SUNTRUST BANKS, INC		P O BOX 1908	ORLANDO	FL	32802-1908		TRUSTEE		28,290		0

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

	<u>Date</u>	<u>Amount</u>
1 Credit from prior year return		1 0
2 First quarter estimated tax payment	5/13/2014	2 545
3 Second quarter estimated tax payment	6/11/2014	3 546
4 Third quarter estimated tax payment	9/9/2014	4 545
5 Fourth quarter estimated tax payment	12/11/2014	5 545
6 Other payments		6
7 Total		7 2,181

Form **8868**
 (Rev. January 2014)
 Department of the Treasury
 Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

▶ File a separate application for each return.

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

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

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

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

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

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

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

Enter filer's identifying number, see instructions

Type or print <small>File by the due date for filing your return. See instructions</small>	Name of exempt organization or other filer, see instructions B. ANTON MEMORIAL FOUNDATION	Employer identification number (EIN) or 65-6473083
	Number, street, and room or suite no. If a P O box, see instructions P O BOX 1908	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions ORLANDO, FL 32802-1908	

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

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

- The books are in the care of ▶ SUNTRUST BANK

Telephone No ▶ (407) 237-4500 Fax No ▶ _____

- If the organization does not have an office or place of business in the United States, check this box.
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box. If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15/2015, to file the exempt organization return for the organization named above. The extension is for the organization's return for calendar year 2014 or

▶ tax year beginning _____, and ending _____

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

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

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

For Privacy Act and Paperwork Reduction Act Notice, see instructions.