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DELINQUENT RETURN SECURED BY EOCA

Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private FoundationForm **990-PF**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.

OMB No. 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning

, and ending

Name of foundation

Project Opportunity Foundation

A Employer identification number

75-2396279

Number and street (or P.O. box number if mail is not delivered to street address)

P.O. Box 1089

Room/suite

B Telephone number (see instructions)

817-599-9486

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

Weatherford

TX 76086

C If exemption application is pending, check here

☐

G Check all that apply

☐ Initial return

☒ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

D 1. Foreign organizations, check here

☐

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

☐
H Check type of organization. ☒ 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

J Accounting method

☐ Cash

☒ Accrual

end of year (from Part II, col. (c),

☐ Other (specify)

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

☐

line 16) \$ 1,472,202

(Part I, column (d) must be on cash basis)

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

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	205	205	205	
4	Dividends and interest from securities	32,059	32,059	32,059	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	131,143			
b	Gross sales price for all assets on line 6a	1,371,856			
7	Capital gain net income (I)		131,143		
8	Net short-term capital gain			34,394	
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)	253	253	253	
12	Total. Add lines 1 through 11	163,660	163,660	66,911	
13	Compensation of officers, directors, trustees, etc.	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)	13,122	13,122		
17	Interest				
18	Taxes (attach schedule) (see instructions)	148	148		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	932			932
22	Printing and publications				
23	Other expenses (att. sch.)	608	22		586
24	Total operating and administrative expenses. Add lines 13 through 23	14,810	13,292	0	1,518
25	Contributions, gifts, grants paid	92,983			92,983
26	Total expenses and disbursements. Add lines 24 and 25	107,793	13,292	0	94,501
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	55,867			
b	Net investment income (if negative, enter -0-)		150,368		
c	Adjusted net income (if negative, enter -0-)			66,911	

For Paperwork Reduction Act Notice, see instructions.

DAA

Form 990-PF (2014)

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	Savings and temporary cash investments		114,647	522,637	522,637
	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 (att. schedule) ▶				
		Less: allowance for doubtful accounts ▶	0			
	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) See Stmt 5		1,132,086	647,647	647,647
	c	Investments – corporate bonds (attach schedule)				
	11	Investments – land, buildings, and equipment, basis ▶				
		Less: accumulated depreciation (attach sch.) ▶				
	12	Investments – mortgage loans				
	13	Investments – other (attach schedule) See Statement 6		300,000	300,000	300,000
	14	Land, buildings, and equipment, basis ▶				
		Less: accumulated depreciation (attach sch.) ▶				
	15	Other assets (describe ▶ See Statement 7)		1,897	1,918	1,918
	16	Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)		1,548,630	1,472,202	1,472,202
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 and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds		1,548,630	1,472,202	
	30	Total net assets or fund balances (see instructions)		1,548,630	1,472,202	
	31	Total liabilities and net assets/fund balances (see instructions)		1,548,630	1,472,202	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,548,630
2	Enter amount from Part I, line 27a	2	55,867
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,604,497
5	Decreases not included in line 2 (itemize) ▶ See Statement 8	5	132,295
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,472,202

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 Worksheet				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

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

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	131,143
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 If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	34,394

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

N/A

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			
2012			
2011			
2010			
2009			

2 Total of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
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	

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 checked="" 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 type="checkbox"/> and enter 1% of Part I, line 27b	N/A	1
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	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	0
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	
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	
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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2015 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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
1c 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 \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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?		X
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) TX		
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

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 ► Ed Kramer P.O. Box 1089 Located at ► Weatherford	Telephone no ► TX ZIP+4 ► 76086		
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		
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 type="checkbox"/> Yes <input checked="" 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"/> N/A	1b	
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? If "Yes," list the years ► 20 , 20 , 20 , 20 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement – see instructions) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 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) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	X

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

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

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

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 9				

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



0

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 See Statement 10	
2	92,983
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,007,322
b	Average of monthly cash balances	1b	258,172
c	Fair market value of all other assets (see instructions)	1c	301,918
d	Total (add lines 1a, b, and c)	1d	1,567,412
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	1,567,412
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	23,511
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,543,901
6	Minimum investment return. Enter 5% of line 5	6	77,195

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

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	94,501
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	94,501
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	94,501

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				
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e				
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ <u>94,501</u>				
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				
e Remaining amount distributed out of corpus	94,501			
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:	94,501			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount – see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount – see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**1a** If the foundation has received a ruling or determination letter that it is a private operating

foundation, and the ruling is effective for 2014, enter the date of the ruling

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

4942(j)(3) or

☐ 4942(j)(5)**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2014	(b) 2013	(c) 2012	(d) 2011	
66,911	70,045	37,407	37,637	212,000
56,874	59,538	31,796	31,991	180,199
94,501	52,510	40,722	99,513	287,246
94,501	52,510	40,722	99,513	287,246
51,463	46,697	41,689	42,501	182,350

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))**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**N/A****b** The form in which applications should be submitted and information and materials they should include**N/A****c** Any submission deadlines**N/A****d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors**N/A**

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

Recipient	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 Weatherford College 225 College Park Dr Weatherford TX 76086	None	N/A	Selected Students Scholarships	92,983
Total			► 3a	92,983
b Approved for future payment N/A				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	205	
4	Dividends and interest from securities			14	32,059	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income			15	253	
8	Gain or (loss) from sales of assets other than inventory			25	131,143	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e)		0		163,660	0
13	Total. Add line 12, columns (b), (d), and (e)				13	163,660

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

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?

- (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.

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

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

**Sign
Here**

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

Signature of officer or trustee

Date _____

Title

**Paid
Preparer
Use Only**

Pnnt/Type preparer's name

Preparer's signature

Date _____

Check ☐ if self-employed

Peter H. Morgan CPA

Peter H. Morgan CPA

06/01/16

Firm's name ► **George, Morgan & Sneed, P.C.**

PTIN P00051428

Firm's address ▶ **1849 Wall Street**

Firm's EIN ▶ **75-1999675**

Weatherford, TX 76086-6298

Phone no **817-594-2704**

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2014
For calendar year 2014, or tax year beginning _____, and ending _____		

Name

Employer Identification Number

Project Opportunity Foundation**75-2396279**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
(1) 850 Chicos Fas Inc	P	10/25/13	01/24/14
(2) 1075 Ishares MSCI Malaysia	P	12/04/13	01/24/14
(3) 575 Helix Energy Solutions	P	03/25/13	02/03/14
(4) 75 Helix Energy Solutions	P	04/15/13	02/03/14
(5) 250 Helix Energy Solutions	P	05/09/13	02/03/14
(6) 350 Himax Technologies - ADR	P	02/01/13	02/11/14
(7) 775 Intl Game Technology	P	10/18/13	02/03/14
(8) 300 Intl Game Technology	P	11/07/13	02/03/14
(9) 559 America Movil Sab De CV	P	01/02/14	02/26/14
(10) 116 America Movis Sab De CV	P	01/02/14	03/03/14
(11) 200 Delta Air Lines Inc.	P	05/24/13	03/13/14
(12) 60 Delta Air Lines Inc.	P	08/15/13	03/13/14
(13) 160 Beam Inc Com	P	04/03/13	04/07/14
(14) 150 Beam Inc Com	P	04/09/13	04/14/14
(15) 190 Delta Air Lines Inc	P	08/23/13	04/07/14

(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)
(1) 14,320		14,321	-1
(2) 15,700		16,931	-1,231
(3) 11,249		13,073	-1,824
(4) 1,467		1,595	-128
(5) 4,891		6,113	-1,222
(6) 5,050		1,016	4,034
(7) 10,913		14,431	-3,518
(8) 4,224		5,434	-1,210
(9) 10,964		12,661	-1,697
(10) 2,228		2,627	-399
(11) 6,804		3,753	3,051
(12) 2,041		1,174	867
(13) 13,334		10,125	3,209
(14) 12,493		9,173	3,320
(15) 6,580		3,844	2,736

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			-1
(2)			-1,231
(3)			-1,824
(4)			-128
(5)			-1,222
(6)			4,034
(7)			-3,518
(8)			-1,210
(9)			-1,697
(10)			-399
(11)			3,051
(12)			867
(13)			3,209
(14)			3,320
(15)			2,736

Capital Gains and Losses for Tax on Investment IncomeForm **990-PF****2014**

For calendar year 2014, or tax year beginning

, and ending

Name

Employer Identification Number

Project Opportunity Foundation**75-2396279**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 185 Discovery Communication	P	01/15/14	04/15/14
(2) 270 Dollar General Crop	P	02/20/14	04/14/14
(3) 55 Equinix Inc	P	02/20/14	04/09/14
(4) 697 GT Advanced Technologies	P	06/28/13	04/11/14
(5) 547 GT Advanced Technologies	P	01/23/14	04/07/14
(6) 1003 GT Advanced Technologies	P	01/23/14	04/11/14
(7) 225 Keurig Green Mountain Inc	P	10/22/13	04/14/14
(8) 50 Keurig Green Mountain Inc	P	10/24/13	04/14/14
(9) 100 Keurig Green Mountain Inc	P	12/23/13	04/07/14
(10) 25 Keurig Green Mountain Inc	P	12/23/13	04/14/14
(11) .8632 Keurig Green Mountain Inc	P	03/14/14	04/22/14
(12) 1500 Himax Technologies - ADR	P	02/01/13	04/11/14
(13) 500 Guggenheim Shipping ETF	P	12/16/13	04/15/14
(14) 300 Louisiana Pac Corp	P	10/29/13	04/14/14
(15) 525 Louisiana Pac Corp	P	10/30/13	04/14/14

(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)
(1) 14,114		15,297	-1,183
(2) 14,869		15,541	-672
(3) 9,633		10,335	-702
(4) 11,379		2,885	8,494
(5) 9,058		4,911	4,147
(6) 16,375		9,005	7,370
(7) 21,523		14,372	7,151
(8) 4,783		3,054	1,729
(9) 10,278		7,448	2,830
(10) 2,391		1,862	529
(11) 85			85
(12) 16,210		4,356	11,854
(13) 10,557		9,999	558
(14) 4,633		5,332	-699
(15) 8,108		9,126	-1,018

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) OR Losses (from col. (h))
(1)			-1,183
(2)			-672
(3)			-702
(4)			8,494
(5)			4,147
(6)			7,370
(7)			7,151
(8)			1,729
(9)			2,830
(10)			529
(11)			85
(12)			11,854
(13)			558
(14)			-699
(15)			-1,018

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2014
For calendar year 2014, or tax year beginning _____, and ending _____		

Name

Employer Identification Number

Project Opportunity Foundation**75-2396279**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 400 Louisiana Pac Corp	P	11/05/13	04/14/14
(2) 150 Skyworks Solutions Inc	P	08/14/12	04/14/14
(3) 50 Skyworks Solutions Inc	P	10/24/12	04/14/14
(4) 100 Skyworks Solutions Inc	P	01/15/13	04/14/14
(5) 500 Seaspan Corp	P	12/16/13	04/15/14
(6) 180 Starbucks Corp	P	03/19/14	04/14/14
(7) 225 Three D Systems New	P	08/27/13	04/14/14
(8) 120 Three D Systems New	P	09/06/13	04/14/14
(9) 65 United Rentals Inc	P	01/22/13	03/31/14
(10) 10 United Rentals Inc	P	05/29/13	04/07/14
(11) 90 United Rentals Inc	P	10/30/13	04/07/14
(12) 100 Beam Inc Com	P	08/09/13	05/01/14
(13) 750 Cliffs Natural Resources	P	05/24/13	04/30/14
(14) 200 Cliffs Natural Resources	P	05/29/13	04/30/14
(15) 175 Cliffs Natural Resources	P	07/17/13	04/30/14

(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)
(1) 6,177		6,401	-224
(2) 5,252		4,422	830
(3) 1,751		1,132	619
(4) 3,501		2,050	1,451
(5) 10,900		10,823	77
(6) 12,498		13,887	-1,389
(7) 10,423		11,171	-748
(8) 5,559		6,333	-774
(9) 6,174		3,191	2,983
(10) 879		565	314
(11) 7,914		5,786	2,128
(12) 8,350		6,598	1,752
(13) 13,050		15,538	-2,488
(14) 3,480		3,767	-287
(15) 3,045		3,141	-96

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) OR Losses (from col. (h))
(1)			-224
(2)			830
(3)			619
(4)			1,451
(5)			77
(6)			-1,389
(7)			-748
(8)			-774
(9)			2,983
(10)			314
(11)			2,128
(12)			1,752
(13)			-2,488
(14)			-287
(15)			-96

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2014**

For calendar year 2014, or tax year beginning

, and ending

Name

Employer Identification Number

Project Opportunity Foundation**75-2396279**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 75 Cliffs Natural Resources	P	12/12/13	04/30/14
(2) 230 Tractor Supply Co	P	04/04/14	06/25/14
(3) 113 Tractor Supply Co	P	05/13/14	06/25/14
(4) 27 Tractor Supply Co	P	05/14/14	06/25/14
(5) 100 Alkermes PLC New	P	07/17/13	07/16/14
(6) 250 Alkermes PLC New	P	09/26/13	07/16/14
(7) 150 Alkermes PLC New	P	10/01/13	07/16/14
(8) 175 Alkermes PLC New	P	10/29/13	07/16/14
(9) 500 Coca Cola Com	P	02/18/14	07/22/14
(10) 480 SPDR Index Shs FDS	P	04/24/14	07/21/14
(11) 370 GlaxosmithKline PLC ADR	P	05/15/14	07/23/14
(12) 153 General Electric	P	02/09/11	07/21/14
(13) 2 General Electric	P	04/26/11	07/21/14
(14) 100 General Electric	P	06/09/11	07/21/14
(15) 3 General Electric	P	07/26/11	07/21/14

(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)
(1) 1,305		1,781	-476
(2) 14,345		15,943	-1,598
(3) 7,048		7,305	-257
(4) 1,684		1,739	-55
(5) 4,586		2,999	1,587
(6) 11,466		8,475	2,991
(7) 6,880		4,949	1,931
(8) 8,026		6,319	1,707
(9) 20,557		18,740	1,817
(10) 19,944		20,703	-759
(11) 18,693		20,468	-1,775
(12) 3,950		3,253	697
(13) 52		40	12
(14) 2,582		1,865	717
(15) 77		57	20

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(1)			-476
(2)			-1,598
(3)			-257
(4)			-55
(5)			1,587
(6)			2,991
(7)			1,931
(8)			1,707
(9)			1,817
(10)			-759
(11)			-1,775
(12)			697
(13)			12
(14)			717
(15)			20

Capital Gains and Losses for Tax on Investment IncomeForm **990-PF****2014**

For calendar year 2014, or tax year beginning

, and ending

Name

Employer Identification Number

Project Opportunity Foundation**75-2396279**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 3 General Electric	P	10/26/11	07/21/14
(2) 125 General Electric	P	11/01/11	07/21/14
(3) 1 General Electric	P	01/26/12	07/21/14
(4) 4 General Electric	P	01/26/12	07/21/14
(5) 1 General Electric	P	04/26/12	07/21/14
(6) 4 General Electric	P	04/26/12	07/21/14
(7) 4 General Electric	P	07/26/12	07/21/14
(8) 3 General Electric	P	10/26/12	07/21/14
(9) 72 General Electric	P	04/15/13	07/21/14
(10) 275 General Electric	P	06/06/13	07/21/14
(11) 275 Generac Hldgs Inc	P	06/28/13	07/16/14
(12) 190 Generac Hldgs Inc	P	09/11/13	07/16/14
(13) 60 Generac Hldgs Inc	P	02/10/14	07/16/14
(14) 350 Three D Systems New	P	07/02/14	07/22/14
(15) 4 Call GBX	P	08/07/14	04/24/14

(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)
(1) 77		49	28
(2) 3,227		2,023	1,204
(3) 26		17	9
(4) 103		77	26
(5) 26		19	7
(6) 103		78	25
(7) 103		81	22
(8) 77		64	13
(9) 1,859		1,650	209
(10) 7,100		6,396	704
(11) 11,969		10,244	1,725
(12) 8,269		7,666	603
(13) 2,611		2,915	-304
(14) 18,930		21,790	-2,860
(15) 700		1,400	-700

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(1)			28
(2)			1,204
(3)			9
(4)			26
(5)			7
(6)			25
(7)			22
(8)			13
(9)			209
(10)			704
(11)			1,725
(12)			603
(13)			-304
(14)			-2,860
(15)			-700

Capital Gains and Losses for Tax on Investment IncomeForm **990-PF****2014**

For calendar year 2014, or tax year beginning

, and ending

Name

Employer Identification Number

Project Opportunity Foundation**75-2396279**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 4 Call LVL	P	08/04/14	05/05/14
(2) 300 Autonation Inc	P	10/25/13	08/01/14
(3) 75 Autonation Inc	P	07/17/14	08/01/14
(4) 51 Amazon Com Inc	P	08/23/13	08/07/14
(5) 114 Allison Transmission Hld	P	05/24/13	08/01/14
(6) 436 Allison Transmission Hld	P	05/29/13	08/01/14
(7) 266 Greenbrier Cos Inc	P	08/07/13	08/07/14
(8) 500 Level 3 Communications Inc	P	05/22/13	08/04/14
(9) 100 Level 3 Communications Inc	P	07/03/13	08/04/14
(10) 40 Laredo Petroleum Inc	P	06/09/14	08/07/14
(11) 720 Laredo Petroleum Inc	P	06/11/14	08/07/14
(12) 50 Now Inc SHS	P	04/30/14	08/07/14
(13) 500 Now Inc SHS	P	07/10/14	08/07/14
(14) 200 Reliance Stl & Alum Co	P	11/06/13	08/05/14
(15) 3 Call SLCA Sep 00055.00	P	09/08/14	05/01/14

(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)
(1) 485		120	365
(2) 15,883		14,717	1,166
(3) 3,971		4,291	-320
(4) 15,916		14,753	1,163
(5) 3,361		2,734	627
(6) 12,856		10,430	2,426
(7) 16,165		6,099	10,066
(8) 21,336		10,982	10,354
(9) 4,267		2,052	2,215
(10) 958		1,138	-180
(11) 17,240		20,870	-3,630
(12) 1,531		1,589	-58
(13) 15,314		17,363	-2,049
(14) 13,531		14,900	-1,369
(15) 450		2,700	-2,250

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			365
(2)			1,166
(3)			-320
(4)			1,163
(5)			627
(6)			2,426
(7)			10,066
(8)			10,354
(9)			2,215
(10)			-180
(11)			-3,630
(12)			-58
(13)			-2,049
(14)			-1,369
(15)			-2,250

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2014**

For calendar year 2014, or tax year beginning

, and ending

Name

Employer Identification Number

Project Opportunity Foundation**75-2396279**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 200 National-Oilwell Varco	P	04/30/14	09/23/14
(2) 235 United Rentals Inc	P	05/01/13	02/05/14
(3) 65 United Rentals Inc	P	05/29/13	09/22/14
(4) 425 Valero Energy Corp New	P	07/08/14	09/23/14
(5) 1 Call GBX	P	10/01/14	09/26/14
(6) 1 Call SLCA	P	10/21/14	08/06/14
(7) 3 Call UA	P	10/14/14	06/12/14
(8) 1875 AK Steel Holding Co	P	09/03/14	10/01/14
(9) 1750 Aegon NV Reg Shs	P	02/26/13	10/16/14
(10) 35 SHS Aegon NV NY Reg Shs	P	09/13/13	10/16/14
(11) 301 Aegon NV NY Reg SHS	P	02/20/14	10/16/14
(12) 540 Delta Air Lines Inc	P	08/15/13	10/01/14
(13) 360 Delta Air Lines Inc	P	08/23/13	10/01/14
(14) 275 Discover Finl Services	P	02/12/13	10/10/14
(15) 118 Discover Finl SVCS	P	06/20/13	10/10/14

(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)
(1) 15,736		14,132	1,604
(2) 26,496		11,934	14,562
(3) 7,329		3,671	3,658
(4) 20,015		20,967	-952
(5) 320		100	220
(6) 200		62	138
(7) 630		390	240
(8) 13,884		18,710	-4,826
(9) 13,109		10,343	2,766
(10) 262		255	7
(11) 2,255		2,618	-363
(12) 18,751		10,567	8,184
(13) 12,501		7,283	5,218
(14) 17,286		10,864	6,422
(15) 7,417		5,612	1,805

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(1)			1,604
(2)			14,562
(3)			3,658
(4)			-952
(5)			220
(6)			138
(7)			240
(8)			-4,826
(9)			2,766
(10)			7
(11)			-363
(12)			8,184
(13)			5,218
(14)			6,422
(15)			1,805

Capital Gains and Losses for Tax on Investment IncomeForm **990-PF****2014**

For calendar year 2014, or tax year beginning

, and ending

Name

Employer Identification Number

Project Opportunity Foundation**75-2396279**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 57 Discove Finl Svcs	P	06/20/13	10/16/14
(2) 50 Discover Finl Svcs	P	07/26/13	10/16/14
(3) 100 Discover Finl Svcs	P	05/14/14	10/16/14
(4) 350 Dish Network Corporation	P	05/14/14	10/01/14
(5) 280 Ebay Inc Com	P	01/31/14	09/30/14
(6) 975 Fifth Third Bancorp	P	12/04/13	10/16/14
(7) 125 Fifth Third Bancorp	P	10/15/14	10/16/14
(8) 7 Greenbrier Cos Inc	P	08/07/13	09/30/14
(9) 77 Greenbrier Cos Inc	P	08/07/13	10/01/14
(10) 75 Greenbrier Cos Inc	P	09/10/13	10/01/14
(11) 48 Greenbrier Cos Inc	P	09/11/13	10/01/14
(12) .08 Glaxosmithkline	P	10/07/14	10/29/14
(13) 1050 GT Advanced Technologies	P	09/10/14	09/30/14
(14) 55 Gilead Sciences Inc Com	P	11/06/13	10/02/14
(15) 2500 Halcon Resources Corp	P	07/29/14	09/30/14

(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)
(1) 3,534		2,711	823
(2) 3,100		2,462	638
(3) 6,200		5,717	483
(4) 22,045		21,105	940
(5) 15,701		14,883	818
(6) 17,246		19,673	-2,427
(7) 2,211		2,324	-113
(8) 516		161	355
(9) 5,149		1,766	3,383
(10) 5,016		1,851	3,165
(11) 3,210		1,173	2,037
(12) 4		4	
(13) 11,403		13,383	-1,980
(14) 5,762		3,768	1,994
(15) 10,019		15,500	-5,481

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) OR Losses (from col (h))
(1)			823
(2)			638
(3)			483
(4)			940
(5)			818
(6)			-2,427
(7)			-113
(8)			355
(9)			3,383
(10)			3,165
(11)			2,037
(12)			
(13)			-1,980
(14)			1,994
(15)			-5,481

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2014
For calendar year 2014, or tax year beginning , and ending		

Name

Employer Identification Number

Project Opportunity Foundation**75-2396279**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 190 Lyondellbasell Industries	P	01/29/14	10/02/14
(2) 450 Mondelez International	P	06/06/13	10/16/14
(3) 300 Mondelez International	P	07/17/13	10/16/14
(4) 825 NVIDIA	P	04/25/14	10/10/14
(5) 575 Twenty-first Century	P	03/11/14	10/16/14
(6) 215 Occidental Pete Corp	P	04/21/14	10/09/14
(7) 2025 Regions Finl Corp	P	12/18/13	10/16/14
(8) 200 Regions Finl Corp	P	10/15/14	10/16/14
(9) 2900 Sandridge Energy Inc	P	11/11/13	09/30/14
(10) 25 United Rentals Inc	P	05/29/13	10/02/14
(11) 40 Under Armour Inc	P	10/24/13	10/01/14
(12) 440 Under Armour Inc	P	10/24/13	10/20/14
(13) 60 Under Armour Inc	P	04/23/14	10/20/14
(14) 75 US Silica Holdings Inc	P	11/08/13	10/01/14
(15) 400 US Silica Holdings Inc	P	11/08/13	10/20/14

(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)
(1) 19,588		14,524	5,064
(2) 14,417		13,165	1,252
(3) 9,611		8,991	620
(4) 13,939		15,520	-1,581
(5) 18,672		18,909	-237
(6) 19,924		20,927	-1,003
(7) 18,371		19,216	-845
(8) 1,814		1,824	-10
(9) 12,123		17,511	-5,388
(10) 2,606		1,412	1,194
(11) 2,637		1,595	1,042
(12) 29,281		17,545	11,736
(13) 3,993		3,238	755
(14) 4,587		2,374	2,213
(15) 25,339		12,660	12,679

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) OR Losses (from col (h))
(1)			5,064
(2)			1,252
(3)			620
(4)			-1,581
(5)			-237
(6)			-1,003
(7)			-845
(8)			-10
(9)			-5,388
(10)			1,194
(11)			1,042
(12)			11,736
(13)			755
(14)			2,213
(15)			12,679

Capital Gains and Losses for Tax on Investment IncomeForm **990-PF****2014**

For calendar year 2014, or tax year beginning

, and ending

Name

Employer Identification Number

Project Opportunity Foundation**75-2396279**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 1191 THNBG Invt Inc Bldr Cl 1	P	04/28/11	10/16/14
(2) 1 THNBG Invt Inc	P	05/16/11	10/16/14
(3) 1 THNBG Invt Inc	P	05/16/11	10/16/14
(4) 28 THNBG Invt Inc	P	05/16/11	10/16/14
(5) 1 THNBG Invt Inc	P	06/24/11	10/16/14
(6) 15 THNBG Invt Inc	P	06/24/11	10/16/14
(7) 1 THNBG Invt Inc	P	09/26/11	10/16/14
(8) 8 THNBG Invt Inc	P	09/26/11	10/16/14
(9) .26 THNBG Invt Inc	P	09/24/14	10/16/14
(10) 6757 Franklin Income Fd Adv	P	12/14/09	10/15/14
(11) .293 Franklin Income Fd Adv	P	12/14/09	10/15/14
(12) .4130 Franklin Income	P	12/14/09	10/15/14
(13) 2 Put Gild	P	09/24/14	11/20/14
(14) 13 Call Himx	P	11/18/14	09/30/14
(15) 2300 Himax Technologies - ADR	P	05/29/14	11/24/14

(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)
(1) 24,356		24,201	155
(2) 20		20	
(3) 20		21	-1
(4) 573		578	-5
(5) 20		20	
(6) 307		288	19
(7) 20		18	2
(8) 164		139	25
(9) 5		6	-1
(10) 15,879		13,727	2,152
(11) 1		1	
(12) 1		1	
(13) 60		519	-459
(14) 780		65	715
(15) 20,239		15,952	4,287

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(1)			155
(2)			
(3)			-1
(4)			-5
(5)			
(6)			19
(7)			2
(8)			25
(9)			-1
(10)			2,152
(11)			
(12)			
(13)			-459
(14)			715
(15)			4,287

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2014
For calendar year 2014, or tax year beginning , and ending		

Name Project Opportunity Foundation	Employer Identification Number 75-2396279
---	---

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
(1) 400 Himax Technologies - ADR	P	07/29/14	11/24/14
(2) 2 Call Gild	P	12/22/14	09/24/14
(3) 2 Call HD	P	12/04/14	10/02/14
(4) 11 Call CLF	P	12/04/14	11/21/14
(5) 174 Aegon NV NY Reg Shs	P	02/20/14	12/02/14
(6) 700 Aegon NV NY Reg Shs	P	03/03/14	12/02/14
(7) 100 Aegon NV NY Reg Shs	P	05/22/14	12/02/14
(8) 625 Aegon NV NY Reg Shs	P	05/28/14	12/02/14
(9) 275 Continental Resources	P	10/30/14	12/02/14
(10) 100 Continental Resources	P	11/04/14	12/02/14
(11) 275 Cliffs Natural Resources	P	11/19/14	12/12/14
(12) 25 Cliffs Natural Resources	P	11/19/14	12/17/14
(13) 800 Cliffs Natural Resources	P	11/19/14	12/22/14
(14) 170 Gilead Sciences Inc Com	P	11/06/13	12/23/14
(15) 30 Gilead Sciences Inc Com	P	03/03/14	12/23/14

(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)
(1) 3,520		2,384	1,136
(2) 580		683	-103
(3) 311		700	-389
(4) 605		143	462
(5) 1,358		1,513	-155
(6) 5,461		6,017	-556
(7) 780		851	-71
(8) 4,876		5,450	-574
(9) 10,836		15,204	-4,368
(10) 3,940		5,160	-1,220
(11) 1,866		2,365	-499
(12) 154		215	-61
(13) 6,656		6,880	-224
(14) 15,181		11,646	3,535
(15) 2,679		2,465	214

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) OR Losses (from col (h))
(1)			1,136
(2)			-103
(3)			-389
(4)			462
(5)			-155
(6)			-556
(7)			-71
(8)			-574
(9)			-4,368
(10)			-1,220
(11)			-499
(12)			-61
(13)			-224
(14)			3,535
(15)			214

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2014
For calendar year 2014, or tax year beginning _____, and ending _____		

Name Project Opportunity Foundation	Employer Identification Number 75-2396279
---	---

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 390 Halliburton Company	P	11/18/14	12/02/14
(2) 321 Goldman Sachs MLP Energy	P	12/02/14	12/12/14
(3) 454 Goldman Sachs MLP Energy	P	12/03/14	12/12/14
(4) 460 Myriad Genetics Inc	P	11/04/14	12/02/14
(5) 77 Myriad Genetics Inc	P	11/05/14	12/02/14
(6) 675 Patterson Uti Energy Inc	P	11/30/14	12/02/14
(7) 230 Patterson Uti Energy Inc	P	11/04/14	12/02/14
(8) 170 Patterson Uti Energy Inc	P	11/18/14	12/02/14
(9) 500 Sony Corp ADR New	P	10/15/14	12/15/14
(10) 425 US Silica Holdings	P	10/29/14	12/02/14
(11) 100 US Silica Holdings	P	10/30/14	12/02/14
(12) 80 US Silica Holdings	P	11/04/14	12/02/14
(13)			
(14)			
(15)			

(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)
(1) 15,722		19,417	-3,695
(2) 4,272		4,895	-623
(3) 6,042		6,991	-949
(4) 15,320		17,248	-1,928
(5) 2,564		2,625	-61
(6) 11,910		15,457	-3,547
(7) 4,058		4,968	-910
(8) 3,000		3,470	-470
(9) 9,947		8,508	1,439
(10) 13,149		20,290	-7,141
(11) 3,094		4,490	-1,396
(12) 2,475		3,280	-805
(13)			
(14)			
(15)			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than 0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)			-3,695
(2)			-623
(3)			-949
(4)			-1,928
(5)			-61
(6)			-3,547
(7)			-910
(8)			-470
(9)			1,439
(10)			-7,141
(11)			-1,396
(12)			-805
(13)			
(14)			
(15)			

Federal Statements

Form 990-PF - General Footnote

Description

Reference to Part VIII, Line 1 Officers, Directors:

All work done by the Board of Directors and others is done on a volunteer basis. The Foundation does not currently maintain detail volunteer service records

Federal Statements

6/1/2016 8:30 AM

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
Total	\$ 253	\$ 253	\$ 253
	\$ 253	\$ 253	\$ 253

Statement 2 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Investment Management fees	\$ 13,122	\$ 13,122	\$	\$
Total	\$ 13,122	\$ 13,122	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Foreign Taxes	\$ 148	\$ 148	\$	\$
Total	\$ 148	\$ 148	\$ 0	\$ 0

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses		\$	\$	
Office expense	8			
Graduation Cards	586			586
Miscellaneous	14			
Total	\$ 608	\$ 22	\$ 0	\$ 586

Federal Statements

6/1/2016 8:30 AM

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Merrill Lynch Equities -04060	\$ 786,643	\$ 362,650	Market	\$ 362,650
Net of Calls of \$3,655				
Merill Lynch Mutual Funds-04060	110,948	70,791	Market	70,791
Merrill Lynch Equities-04055	234,495	214,206	Market	214,206
Total	\$ 1,132,086	\$ 647,647		\$ 647,647

Statement 6 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Investments held by Weatherford College:	\$	\$		\$
Doss Scholarship	200,000	200,000	Market	200,000
Grogan Scholarship	100,000	100,000	Market	100,000
Total	\$ 300,000	\$ 300,000		\$ 300,000

Federal Statements

FYE: 12/31/2014

Statement 7 - Form 990-PF, Part II, Line 15 - Other Assets

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Fair Market Value</u>
Merill Lynch-Royalty Ptrs	\$ <u>1,897</u>	\$ <u>1,918</u>	\$ <u>1,918</u>
Total	\$ <u>1,897</u>	\$ <u>1,918</u>	\$ <u>1,918</u>

Statement 8 - Form 990-PF, Part III, Line 5 - Other Decreases

<u>Description</u>	<u>Amount</u>
Unrealized Loss on Investments	\$ <u>132,295</u>
Total	\$ <u>132,295</u>

Federal Statements

6/1/2016 8:30 AM

Statement 9 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
Ed Kramer	Chairman/Pre	0.00	0	0	0
Don Maples	Vice Chairma	0.00	0	0	0
Kay Vincent	Sec/Treas	0.00	0	0	0
Jerry Durant	Board Member	0.00	0	0	0
Roy J Grogan	Board Member	0.00	0	0	0
Perry Mader	Board Member	0.00	0	0	0
Dorothy Doss	Board Member	0.00	0	0	0

Statement 10 - Form 990-PF, Part IX-A, Line 1 - Summary of Direct Charitable Activities**Description**

Project Opportunity Foundation gives financially disadvantaged young people from the Weatherford Independent School District an opportunity to receive financial support for post-secondary education. Need is determined by consideration of annual family income, number of family members, unusual family expenses and the possibility of attending college without scholarship aid. Project Opportunity is aimed at those students who are unlikely candidates for post-secondary training without intervention within the educational process. Intervention will create an awareness of career opportunities available to individuals and assist in the development of a vision for the future for those students. Mentors provide guidance for students from the point of entry into the program through high school graduation. The Project Opportunity Foundation provides financial aid to allow a student who qualifies to attend Weatherford College. Qualifying students are awarded a full two year Weatherford College Scholarship for tuition, books and fees up to a maximum of \$5,000 per student. Scholarships awarded to students average about 20 per year. Project Opportunity Foundation periodically meets with school superintendents, principals and college administrators, interviews scholarship applicants, and monitors recipients progress throughout the two year program. Students with difficulties are reevaluated and assistance is provided to enable them to complete their education. Project Opportunity Scholarship recipients are recognized upon graduation at graduation Ceremonies. All work is done by directors and others on a volunteer basis allowing Project Opportunity Foundation to focus it's resources on providing scholarships to needy students.

EMA Fiscal Statement

PROJECT OPPORTUNITY FOUNDATION

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/14	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
Cash and Money Funds							
	CASH		289.20	289.20			
522,095	ML BANK DEPOSIT PROGRAM	11/28/14	522,095.00	522,095.00			261.04
	Total Cash and Money Funds		522,384.20	522,384.20			261.04

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/14	Unrealized Gain or (Loss)	Est Annual Income
Equities						
225	ALTRIA GROUP INC	08/18/11	5,733.65	11,085.75	5,352.10	468.00
75	ALTRIA GROUP INC	10/24/12	2,404.50	3,695.25	1,290.75	156.00
200	ALTRIA GROUP INC	05/22/13	7,379.02	9,854.00	2,474.98	418.00
110	ALIBABA GROUP HOLDING LT	11/19/14	11,928.08	11,433.40	(492.68)	
150	AT&T INC	03/16/11	4,101.96	5,038.50	936.54	282.00
4	AT&T INC	05/03/11	126.23	134.36	8.13	8.00
1	AT&T INC	08/02/11	30.37	33.59	3.22	2.00
4	AT&T INC	08/02/11	117.89	134.36	16.47	8.00
1	AT&T INC	11/02/11	29.21	33.59	4.38	2.00

PLEASE SEE REVERSE SIDE
Statement Period
Year Ending 12/31/14
Account No. 20S-04060



EMATM Fiscal Statement

PROJECT OPPORTUNITY FOUNDATION

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/14	Unrealized Gain or (Loss)	Est Annual Income
Equities						
4	AT&T INC	11/02/11	116.54	134.36	17.82	8.00
1	AT&T INC	02/02/12	29.73	33.59	3.86	2.00
4	AT&T INC	02/02/12	119.43	134.36	14.93	8.00
4	AT&T INC	05/02/12	132.02	134.36	2.34	8.00
4	AT&T INC	08/02/12	150.28	134.36	(15.92)	8.00
48	AT&T INC	04/15/13	1,833.12	1,612.32	(220.80)	91.00
225	AT&T INC	05/22/13	8,215.90	7,557.75	(658.15)	423.00
225	AT&T INC	06/19/13	7,991.84	7,557.75	(434.09)	423.00
375	AT&T INC	01/29/14	12,289.46	12,596.25	306.79	705.00
150	AT&T INC	04/23/14	5,260.68	5,038.50	(222.18)	282.00
275	BRISTOL-MYERS SQUIBB CO	10/15/14	13,418.13	16,233.25	2,815.12	407.00
550	CENTURYLINK INC SHS	07/29/14	21,647.51	21,769.00	121.49	1,188.00
185	CONSTELLATION BRANDS INC	08/06/14	15,466.00	18,161.45	2,695.45	
70	CONSTELLATION BRANDS INC	12/09/14	6,536.08	6,871.90	335.82	
2,208	CYPRESS SEMICONDTR PVICTS	12/10/14	28,637.54	31,530.24	2,892.70	972.00
195	FACEBOOK INC CLASS A COMMON STOCK	11/19/14	14,408.90	15,213.90	805.00	

PLEASE SEE REVERSE SIDE
 Page 6 of 43
 Statement Period Year Ending 12/31/14
 Account No 20S-04060

EMA Fiscal Statement

PROJECT OPPORTUNITY FOUNDATION

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/14	Unrealized Gain or (Loss)	Est Annual Income
Equities						
325	GARMIN LTD	10/29/14	17,549.55	17,169.75	(379.80)	624.00
27	GARMIN LTD	11/25/14	1,532.18	1,426.41	(105.77)	52.00
73	GARMIN LTD	12/05/14	4,094.62	3,856.59	(238.03)	141.00
1	KEURIG GREEN MOUNTN INC	05/05/14	90.25	132.40	42.15	2.00
	(1105 FRACTIONAL SHARE)	05/05/14	9.97	14.63	4.66	1.00
50	HIMAX TECHNOLOGIES - ADR	07/29/14	298.00	403.00	105.00	13.00
200	HOME DEPOT INC	12/16/13	15,821.98	20,994.00	5,172.02	376.00
30	INTL PAPER CO	09/05/14	1,469.38	1,607.40	138.02	48.00
31	INTL PAPER CO	09/08/14	1,518.38	1,660.98	142.60	50.00
379	INTL PAPER CO	08/09/14	18,442.33	20,306.82	1,864.49	607.00
35	INTL PAPER CO	10/15/14	1,598.10	1,875.30	277.20	58.00
1,050	LG DISPLAY CO LTD	11/03/14	15,676.82	15,907.50	230.68	
425	PFIZER INC	08/02/10	6,425.28	13,238.75	6,813.47	476.00
240	PFIZER INC	09/26/13	6,847.18	7,476.00	628.82	269.00
350	WALGREENS BOOTS ALLIANCE INC	12/31/14		26,670.00		473.00



EMASM Fiscal Statement

PROJECT OPPORTUNITY FOUNDATION

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/14	Unrealized Gain or (Loss)	Est Annual Income
Equities						
40	UNDER ARMOUR INC	04/23/14	2,158.93	2,718.00	557.07	
160	UNDER ARMOUR INC	04/24/14	7,885.70	10,864.00	2,998.30	
171	UNDER ARMOUR INC	10/23/14	10,755.06	11,610.90	855.84	
400	WELLS FARGO & CO NEW DEL	12/18/13	17,610.20	21,928.00	4,317.80	560.00
Total Equities			297,865.98	366,014.57	41,478.59	9,615.00
Mutual Funds/Closed End Funds/UIT						
1,266	THORNBURG INVSMT INCOME BUILDER FUND CL I 0630 Fractional Share	05/18/11 12/24/14	23,540.61 1.34	26,598.66 1.32	3,058.05 (0.02)	1,355.00 1.00
3,553	LORD ABBETT BOND DEBENTURE FD CL F .4740 Fractional Share	12/08/14 12/08/14	28,708.24 3.83	28,104.23 3.75	(604.01) (0.08)	1,432.00 1.00
6,757	FRANKLIN INCOME FD ADV CLASS 7070 Fractional Share	12/14/09 12/14/09	13,751.61 1.43	16,081.66 1.68	2,330.05 0.25	832.00 1.00
Total Mutual Funds/Closed End Funds/UIT			66,007.06	70,791.30	4,784.24	3,622.00

PLEASE SEE REVERSE SIDE
Page 8 of 43
Statement Period
Year Ending 12/31/14
Account No
20S-04060

EMA Fiscal Statement

PROJECT OPPORTUNITY FOUNDATION

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/14	Unrealized Gain or (Loss)	Est Annual Income
Shorts						
3	CALL WBA 00065.000 WALGREENS BOOTS ALLIANCE EXP 01-17-2015	10/14/14	419.99	3,360.00	(2,940.01)	
1	CALL UA 00080.000 UNDER ARMOUR INC EXP 01-17-2015	08/06/14	204.99	5.00	199.99	
Total Shorts			<u>624.98</u>	<u>3,365.00</u>	<u>(2,740.02)</u>	<u>0.00</u>

PLEASE SEE REVERSE SIDE
Page 9 of 43
Statement Period Year Ending 12/31/14
Account No 20S-04060



PROJECT OPPORTUNITY FOUNDATION

Account Number: 20S-04055

24-Hour Assistance: (800) MERRILL

Access Code: 39-207-04055

YOUR EMA BANK DEPOSIT INTEREST SUMMARY

November 29, 2014 December 31, 2014

Money Account Description	Opening Balance	Average Deposit Balance	Current Yield%	Interest on Deposits	Closing Balance
Bank of America, N.A.	38	914	00	001	0
TOTAL ML Bank Deposit Program	38			0.01	0

YOUR EMA ASSETS

CASH/MONEY ACCOUNTS	Quantity	Unit	Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	0.01		0.01		.01		

EQUITIES

Description	Symbol	Acquired	Quantity	Unit	Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Estimated Current Yield%
CROSS TIMBERS RTY UNIT TR		CRT 08/28/03	14	20.7450		290.43	17.3200	242.48	(47.95)		38 15.34
EXXON MOBIL CORP COM		XOM 11/15/10	2,317	11.7608		27,250.00	92.4500	214,206.65	186,956.65	5,395	2.98
HUGOTON ROYALTY TR UBI		HGT 04/24/06	198	28.3072		5,604.84	8.4600	1,675.08	(3,929.76)	217	12.94
TOTAL						33,145.27		216,124.21	182,978.94	6,650	3.08

RESEARCH RATINGS

Security	Symbol	BofAML Research	Morningstar	S&P
EXXON MOBIL CORP COM	XOM	Buy (A17)	Buy	Hold

PLEASE REFER TO THE BACK OF YOUR STATEMENT FOR A GUIDE TO BOFAML AND THIRD PARTY RESEARCH RATINGS.

LONG PORTFOLIO

Adjusted/Total Cost Basis	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
33 145.28	216,124.22	182,978.94		6,650	3.08
TOTAL					