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Department of the Treasury
Internal Revenue Service

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

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

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning

, and ending

Name of foundation The Priddy Foundation		A Employer identification number 75-6029882
Number and street (or P.O. box number if mail is not delivered to street address) 807 Eighth Street	Room/suite 1010	B Telephone number 940-723-8720
City or town, state or province, country, and ZIP or foreign postal code Wichita Falls, TX 76301		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 end of year (from Part II, col. (c), line 16) \$ 178,186,801.88	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ If the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		243.23	243.23		Statement 1
4 Dividends and interest from securities		2,931,625.25	2,853,837.84		Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		22388205.67			
b Gross sales price for all assets on line 6a		68824371.92			
7 Capital gain net income (from Part IV, line 2)			22388205.67		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		<214,906.31>	<214,906.31>		Statement 3
12 Total. Add lines 1 through 11		25105167.84	25027380.43		
13 Compensation of officers, directors, trustees, etc		455,400.04	68,310.01		387,090.03
14 Other employee salaries and wages		242,463.47	8,428.26		234,035.21
15 Pension plans, employee benefits		69,199.33	6,919.93		62,279.40
16a Legal fees Stmt 4		994.98	497.49		497.49
b Other professional fees Stmt 5		53,500.00	26,750.00		26,750.00
c Other professional fees Stmt 6		728,873.06	726,787.32		2,085.74
17 Interest Stmt 7		516,267.61	40,112.04		0.00
18 Taxes		12,710.20	12,710.20		
19 Depreciation and depletion		35,467.70	10,640.31		24,827.39
20 Depreciation		42,845.81	4,874.85		37,970.96
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 8		368,776.53	313,571.65		55,204.88
24 Total operating and administrative expenses. Add lines 13 through 23		2,526,498.73	1,219,602.06		830,741.10
25 Contributions, gifts, grants paid		4,699,394.48			4,699,394.48
26 Total expenses and disbursements. Add lines 24 and 25		7,225,893.21	1,219,602.06		5,530,135.58
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		17879274.63			
b Net investment income (if negative, enter -0-)			23807778.37		
c Adjusted net income (if negative, enter -0-)				N/A	

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

Part II Balance Sheets		Attached schedules and amounts in the description column must be for end-of-year amounts only		Beginning of year		End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing					
	2	Savings and temporary cash investments		14,113,093.89	45,010,817.52	45,010,817.52	
	3	Accounts receivable ▶					
		Less: allowance for doubtful accounts ▶		10,872.96		123,610.95	
	4	Pledges receivable ▶					
		Less: allowance for doubtful accounts ▶					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons					
	7	Other notes and loans receivable ▶					
		Less: allowance for doubtful accounts ▶					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments - U.S. and state government obligations Stmt 10		15,902,632.00	16,194,395.28	16,303,985.67	
	b	Investments - corporate stock Stmt 11		57,569,002.58	45,656,265.64	74,244,447.36	
	c	Investments - corporate bonds Stmt 12		8,169,500.92	6,117,754.58	6,103,200.00	
	11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶						
12	Investments - mortgage loans						
13	Investments - other Stmt 13		25,410,300.17	25,727,170.43	36,196,342.17		
14	Land, buildings, and equipment, basis ▶ 170,885.95						
	Less: accumulated depreciation Stmt 14 ▶		38,029.98	38,439.91	38,439.91		
15	Other assets (describe ▶ Schedule 5)		5,149.00	5,149.00	165,958.30		
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		121218581.50	138749992.36	178186801.88		
Liabilities	17	Accounts payable and accrued expenses		118,829.34	316,155.57		
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable					
	22	Other liabilities (describe ▶)					
	23	Total liabilities (add lines 17 through 22)		118,829.34	316,155.57		
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐					
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
		Foundations that do not follow SFAS 117, check here ▶ ☒					
	27	Capital stock, trust principal, or current funds		0.00	0.00		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund		121099752.16	138433836.79		
	29	Retained earnings, accumulated income, endowment, or other funds		0.00	0.00		
	30	Total net assets or fund balances		121099752.16	138433836.79		
	31	Total liabilities and net assets/fund balances		121218581.50	138749992.36		

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	121099752.16
2 Enter amount from Part I, line 27a	2	17,879,274.63
3 Other increases not included in line 2 (itemize) ▶	3	0.00
4 Add lines 1, 2, and 3	4	138979026.79
5 Decreases not included in line 2 (itemize) ▶ See Statement 9	5	545,190.00
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	138433836.79

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 Schedule 3 - Short-term	P	Various	Various
b Schedule 3 - Long-term	P	Various	Various
c Schedule 3 - Partnerships	P	Various	Various
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 12,974,988.82		12,829,008.10	145,980.72
b 50,544,953.64		29,725,713.80	20,819,239.84
c 5,304,429.46		3,881,444.35	1,422,985.11
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			145,980.72
b			20,819,239.84
c			1,422,985.11
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	22,388,205.67
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	4,654,539.20	152,347,238.07	.030552
2012	6,829,651.30	136,160,792.67	.050159
2011	6,243,078.54	128,620,772.37	.048539
2010	3,811,928.33	95,147,175.24	.040063
2009	4,351,558.62	63,270,614.21	.068777

2 Total of line 1, column (d)	2	.238090
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	.047618
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	171,138,789.30
5 Multiply line 4 by line 3	5	8,149,286.87
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	238,077.78
7 Add lines 5 and 6	7	8,387,364.65
8 Enter qualifying distributions from Part XII, line 4	8	5,530,135.58

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1 476,155.57
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		2 0.00
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		3 476,155.57
3 Add lines 1 and 2		4 0.00
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		5 476,155.57
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		
6 Credits/Payments		
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a 160,000.00	
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	7 160,000.00	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9 316,155.57	
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 ☐ Refunded ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ 0.00 (2) On foundation managers ☐ \$ 0.00		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0.00		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ 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 ► <u>www.priddyfoundation.org</u>	13	X	
14	The books are in care of ► <u>David Wolverton</u> Telephone no. ► <u>940-723-8720</u> Located at ► <u>807 8th St., Ste. 1010, Wichita Falls, TX</u> ZIP+4 ► <u>76301</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	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? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☒ No If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fall 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?

If "Yes" to 6b, file Form 8870.

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Schedule 6	Schedule 6			
	40.00	374400.04	6,625.00	0.00
Schedule 6	Schedule 6			
	2.00	81,000.00	0.00	0.00

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Leslie Schaffner - 807 8th, Ste. 1010, Wichita Falls, TX 76301	Community Impact Program	40.00	114700.04	9,324.00
Debbie White - 807 8th, Ste. 1010, Wichita Falls, TX 76301	Director of Grants	40.00	71,575.00	10719.00
Pat Myers - 807 8th, Ste. 1010, Wichita Falls, TX 76301	Office Administrator	40.00	56,188.43	5,044.00

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. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Luther King Capital Mgmt - 301 Commerce St., Ste. 1600, Fort Worth, TX 76102	Investment services	199451.00
Fayez Sarofim - Two Houston Center, Ste. 2907, Houston, TX 77010	Investment services	176940.00
Dodge & Cox - 555 California St., 40th Floor, San Francisco, CA 94104	Investment services	138393.60
Morgan Stanley		
5051 Westheimer, Ste. 2100, Houston, TX 77056	Investment services	102325.47
American National Bank - 2732 Midwestern Pkwy., Wichita Falls, TX 76308	Custody services	74,862.25

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

0

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1	N/A	
2		
3		
4		

Part IX-B Summary of Program-Related Investments

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

Amount

1	N/A	
2		
3	All other program-related investments. See instructions	

Total. Add lines 1 through 3

0.00

Form 990-PF (2014)

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	142,409,155.81
b	Average of monthly cash balances	1b	9,219,523.93
c	Fair market value of all other assets	1c	22,116,284.02
d	Total (add lines 1a, b, and c)	1d	173,744,963.76
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.00
2	Acquisition indebtedness applicable to line 1 assets	2	0.00
3	Subtract line 2 from line 1d	3	173,744,963.76
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,606,174.46
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	171,138,789.30
6	Minimum investment return. Enter 5% of line 5	6	8,556,939.47

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	8,556,939.47
2a	Tax on investment income for 2014 from Part VI, line 5	2a	476,155.57
b	Income tax for 2014 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	476,155.57
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	8,080,783.90
4	Recoveries of amounts treated as qualifying distributions	4	0.00
5	Add lines 3 and 4	5	8,080,783.90
6	Deduction from distributable amount (see instructions)	6	0.00
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	8,080,783.90

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	5,530,135.58
b	Program-related investments - total from Part IX-B	1b	0.00
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	5,530,135.58
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.00
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	5,530,135.58

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				8,080,783.90
2 Undistributed income, if any, as of the end of 2014:				
a Enter amount for 2013 only			4,058,059.19	
b Total for prior years:		0.00		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.00			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$5,530,135.58				
a Applied to 2013, but not more than line 2a			4,058,059.19	
b Applied to undistributed income of prior years (Election required - see instructions)		0.00		
c Treated as distributions out of corpus (Election required - see instructions)	0.00			
d Applied to 2014 distributable amount				1,472,076.39
e Remaining amount distributed out of corpus	0.00			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	0.00			0.00
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.00			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.00		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.00		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.00		
e Undistributed income for 2013. Subtract line 4a from line 2a Taxable amount - see instr			0.00	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				6,608,707.51
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.00			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.00			
9 Excess distributions carryover to 2015 Subtract lines 7 and 8 from line 6a	0.00			
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 XV Supplementary Information (continued)**3** Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i>				
Schedule 4		Public	Schedule 4	4,699,394.48
Total			3a	4,699,394.48
<i>b Approved for future payment</i>				
None				
Total			3b	0.00

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | 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? | | Yes | No |
|---|--|-----|----|
| a Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| (1) Cash | | | X |
| (2) Other assets | | | X |
| b Other transactions: | | | |
| (1) Sales of assets to a noncharitable exempt organization | | | X |
| (2) Purchases of assets from a noncharitable exempt organization | | | X |
| (3) Rental of facilities, equipment, or other assets | | | X |
| (4) Reimbursement arrangements | | | X |
| (5) Loans or loan guarantees | | | X |
| (6) Performance of services or membership or fundraising solicitations | | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | | X |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | |

[illegible]

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

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

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

**Sign
Here**

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

Signature of officer or trustee

Date _____

Title

May the IRS discuss this return with the preparer shown below (see instr.)?

☒ Yes ☐ No

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if
self-employed

PTIN	
------	--

Mac Cannedy

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5/12/15

P00123468

Firm's name ► **Freemon, Shapard & Story**

Firm's EIN ▶ 75-0706311

Firm's address ► 807 8th Street, 2nd Floor
Wichita Falls, TX 76301-3381

Phone no (940) 322-4436

Form **4562****Depreciation and Amortization**
(Including Information on Listed Property) 990-PF

OMB No 1545-0172

2014Department of the Treasury
Internal Revenue Service (99)

▶ Attach to your tax return.

▶ Information about Form 4562 and its separate instructions is at www.irs.gov/form4562.Attachment
Sequence No 179

Name(s) shown on return

Business or activity to which this form relates

Identifying number

The Priddy Foundation

Form 990-PF Page 1

75-6029882

Part I Election To Expense Certain Property Under Section 179 Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	500,000.00
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2,000,000.00
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2013 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2015. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2014	17	12,046.82
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B - Assets Placed in Service During 2014 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property		7,600.00	3 Yrs.	MQ	SL	316.67
b 5-year property		5,520.13	5 Yrs.	MQ	SL	346.71
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property	/		27.5 yrs.	MM	S/L	
i Nonresidential real property	/		27.5 yrs.	MM	S/L	
	/		39 yrs.	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2014 Tax Year Using the Alternative Depreciation System

20a	Class life				S/L	
b	12-year		12 yrs.		S/L	
c	40-year	/	40 yrs.	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr.	22	12,710.20
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

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01-08-15

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form 4562 (2014)

Part V

Listed Property (Include automobiles, certain other vehicles, certain aircraft, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☐ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
--	-------------------------------------	--	-------------------------------	--	---------------------------	------------------------------	----------------------------------	---------------------------------------

25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use **25**

26 Property used more than 50% in a qualified business use:

		%						
		%						
		%						

27 Property used 50% or less in a qualified business use:

		%			S/L			
		%			S/L			
		%			S/L			

28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1 **28**

29 Add amounts in column (i), line 26. Enter here and on line 7, page 1 **29**

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle	(b) Vehicle	(c) Vehicle	(d) Vehicle	(e) Vehicle	(f) Vehicle
30 Total business/investment miles driven during the year (do not include commuting miles)						
31 Total commuting miles driven during the year						
32 Total other personal (noncommuting) miles driven						
33 Total miles driven during the year. Add lines 30 through 32						
34 Was the vehicle available for personal use during off-duty hours?	Yes No	Yes No	Yes No	Yes No	Yes No	Yes No
35 Was the vehicle used primarily by a more than 5% owner or related person?						
36 Is another vehicle available for personal use?						

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2014 tax year:					
43 Amortization of costs that began before your 2014 tax year					43
44 Total. Add amounts in column (f). See the instructions for where to report					44

2014 DEPRECIATION AND AMORTIZATION REPORT

Form 990-PF Page 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
3	Computer Software	070199SL		3.00	17	5,750.00			5,750.00	5,750.00		0.00
5	Furniture	070199SL		7.00	17	17,678.20			17,678.20	17,678.20		0.00
7	Office Equipment	070199SL		7.00	17	1,011.50			1,011.50	1,011.50		0.00
9	Shredder	0111500SL		7.00	17	699.00			699.00	699.00		0.00
10	Artwork	021000SL		7.00	17	375.20			375.20	375.20		0.00
11	Web Page	083100SL		3.00	17	1,200.00			1,200.00	1,200.00		0.00
14	Clock	101101SL		7.00	17	375.00			375.00	375.00		0.00
15	Furniture & Fixtures	071102SL		7.00	17	10,604.86			10,604.86	10,604.86		0.00
16	Furniture & Fixtures	111402SL		7.00	17	11,333.50			11,333.50	11,333.50		0.00
17	Software	012802SL		3.00	17	5,680.00			5,680.00	5,680.00		0.00
20	Fax Machine	032502SL		7.00	17	850.00			850.00	850.00		0.00
22	HP Laserjet	062502SL		5.00	17	1,328.00			1,328.00	1,328.00		0.00
23	Bookcase/Credenza	050302SL		7.00	17	575.00			575.00	575.00		0.00
24	Web Page	090602SL		3.00	17	2,400.00			2,400.00	2,400.00		0.00
26	File Cabinet	022103SL		7.00	17	919.00			919.00	919.00		0.00
29	Table and Chairs	030504SL		7.00	17	1,155.00			1,155.00	1,155.00		0.00
30	Web Page	092904SL		3.00	17	9,120.00			9,120.00	9,120.00		0.00
31	Various Office Decorations	082704SL		7.00	17	11,786.39			11,786.39	11,786.39		0.00

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05-01-14

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

2014 DEPRECIATION AND AMORTIZATION REPORT

Form 990-PF Page 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
32	Computer Monitor	030504SL		5.00	17	430.00			430.00	430.00		0.00
33	Canon Scanner	021407SL		5.00	17	3,000.00			3,000.00	3,000.00		0.00
34	Laptop & USB Drive	042507SL		5.00	17	2,108.75			2,108.75	2,108.75		0.00
35	HP Color Printer	101007SL		5.00	17	625.00			625.00	625.00		0.00
36	Core 2 Duo System	102907SL		5.00	17	1,315.00			1,315.00	1,315.00		0.00
37	Bookcase	031008SL		7.00	17	1,199.97		599.99	599.98	471.41		85.71
38	Computer Projector	060408SL		5.00	17	864.92		432.46	432.46	432.46		0.00
39	Four Laptop	072908SL		5.00	17	5,438.00		2,719.00	2,719.00	2,719.00		0.00
40	Used Canon Imagerunner 4 drawer file	012910SL		5.00	17	2,950.00			2,950.00	2,065.00		590.00
41	cabinet	081310SL		7.00	17	885.00			885.00	442.51		126.43
42	Computer 4 Drawer legal file	083010SL		5.00	17	2,771.00			2,771.00	1,939.70		554.20
43	cabinet	091410SL		7.00	17	1,709.00			1,709.00	854.49		244.14
44	Executive L desk	091410SL		7.00	17	1,479.00			1,479.00	739.52		211.29
45	72" Executive desk, drawer/kybd	091410SL		7.00	17	658.99			658.99	329.49		94.14
46	Ipad	101510SL		5.00	17	783.06			783.06	548.14		156.61
47	Website development	111610SL		3.00	17	4,500.00			4,500.00	4,500.00		0.00
48	Computer software	111610SL		3.00	17	740.00			740.00	740.00		0.00
49	Bookcase	121610SL		7.00	17	899.00			899.00	449.51		128.43

428102
05-01-14

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

2014 DEPRECIATION AND AMORTIZATION REPORT

Form 990-PF Page 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction in Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
50	Furniture (from PCT)	073111SL		7.00	17	4,486.86			4,486.86	1,602.45		640.98
51	Server/HP Probook Computer System	091511SL		5.00	17	8,305.00			8,305.00	4,152.50		1,661.00
53	(From PCT)	073111SL		5.00	17	2,230.45			2,230.45	1,115.23		446.09
54	DAR-RAN Multifile (From PCT)	073111SL		5.00	17	180.19			180.19	90.10		36.04
55	HP4250 Laserjet Printer (From PCT)	073111SL		5.00	17	273.00			273.00	136.50		54.60
56	Canon Imagerunner (From PCT)	073111SL		5.00	17	336.27			336.27	168.13		67.25
57	Portrait & Frame (From PCT)	073111SL		7.00	17	537.14			537.14	191.83		76.73
58	Digital Telephone System	081512SL		5.00	17	4,065.00			4,065.00	1,219.50		813.00
59	Website development	113013SL		3.00	17	15,200.00			15,200.00	633.33		5,066.67
60	Door	113013SL		7.00	17	1,365.57			1,365.57	24.39		195.08
62	Carpet	123013SL		7.00	17	5,589.00			5,589.00	99.80		798.43
63	Probook 450-G1 Probook/Monitor/Doc	082914SL		5.00	19B	849.00			849.00			63.68
64	King	082914SL		5.00	19B	1,851.88			1,851.88			138.89
65	Probook 650 15.6 LED	093014SL		5.00	19B	1,473.00			1,473.00			110.48
66	ASUS I5 Quad PC	121514SL		5.00	19B	1,346.25			1,346.25			33.66
67	Website development	121514SL		3.00	19A	7,600.00			7,600.00			316.67
	* Total 990-PF Pg 1 Depr					170885.95		3,751.45	167134.50	115984.39	0.00	12,710.20

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Schedule 1	243.23	243.23	
Total to Part I, line 3	243.23	243.23	

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Schedule 2	2931625.25	0.00	2931625.25	2853837.84	
To Part I, line 4	2931625.25	0.00	2931625.25	2853837.84	

Form 990-PF Other Income Statement 3

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Schedule 1	49,702.69	49,702.69	
Schedule 1	<264,609.00>	<264,609.00>	
Total to Form 990-PF, Part I, line 11	<214,906.31>	<214,906.31>	

Form 990-PF Legal Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Schedule 1	994.98	497.49		497.49
To Fm 990-PF, Pg 1, ln 16a	994.98	497.49		497.49

Form 990-PF	Accounting Fees			Statement 5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Schedule 1	53,500.00	26,750.00		26,750.00
To Form 990-PF, Pg 1, ln 16b	53,500.00	26,750.00		26,750.00

Form 990-PF	Other Professional Fees			Statement 6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Schedule 1	726,787.32	726,787.32		0.00
Schedule 1	2,085.74	0.00		2,085.74
To Form 990-PF, Pg 1, ln 16c	728,873.06	726,787.32		2,085.74

Form 990-PF	Taxes			Statement 7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Schedule 1	516,267.61	40,112.04		0.00
To Form 990-PF, Pg 1, ln 18	516,267.61	40,112.04		0.00

Form 990-PF	Other Expenses			Statement 8
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Schedule 1	368,776.53	313,571.65		55,204.88
To Form 990-PF, Pg 1, ln 23	368,776.53	313,571.65		55,204.88

Form 990-PF	Other Decreases in Net Assets or Fund Balances	Statement	9
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Description	Amount
Passive losses carryforward	543,010.00
Nondeductible expenses	2,180.00
Total to Form 990-PF, Part III, line 5	545,190.00

Form 990-PF	U.S. and State/City Government Obligations	Statement	10
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Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
Schedule 5	X		11,094,039.23	11,247,215.67
Schedule 5 - Municipal Bonds		X	5,100,356.05	5,056,770.00
Total U.S. Government Obligations			11,094,039.23	11,247,215.67
Total State and Municipal Government Obligations			5,100,356.05	5,056,770.00
Total to Form 990-PF, Part II, line 10a			16,194,395.28	16,303,985.67

Form 990-PF	Corporate Stock	Statement	11
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Description	Book Value	Fair Market Value
Schedule 5	45,656,265.64	74,244,447.36
Total to Form 990-PF, Part II, line 10b	45,656,265.64	74,244,447.36

Form 990-PF	Corporate Bonds	Statement	12
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Description	Book Value	Fair Market Value
Schedule 5 - Corporate Bonds	6,117,754.58	6,103,200.00
Total to Form 990-PF, Part II, line 10c	6,117,754.58	6,103,200.00

Form 990-PF	Other Investments	Statement	13
Description	Valuation Method	Book Value	Fair Market Value
Schedule 5 - Mutual Funds	COST	600,000.00	833,524.69
Schedule 5 - Index Funds	COST	9,196,888.04	13,868,925.30
Schedule 5 - Partnerships	COST	15,930,282.39	21,493,892.18
Total to Form 990-PF, Part II, line 13		25,727,170.43	36,196,342.17

Form 990-PF	Depreciation of Assets Not Held for Investment	Statement	14
Description	Cost or Other Basis	Accumulated Depreciation	Book Value
Computer Software	5,750.00	5,750.00	0.00
Furniture	17,678.20	17,678.20	0.00
Office Equipment	1,011.50	1,011.50	0.00
Shredder	699.00	699.00	0.00
Artwork	375.20	375.20	0.00
Web Page	1,200.00	1,200.00	0.00
Clock	375.00	375.00	0.00
Furniture & Fixtures	10,604.86	10,604.86	0.00
Furniture & Fixtures	11,333.50	11,333.50	0.00
Software	5,680.00	5,680.00	0.00
Fax Machine	850.00	850.00	0.00
HP Laserjet	1,328.00	1,328.00	0.00
Bookcase/Credenza	575.00	575.00	0.00
Web Page	2,400.00	2,400.00	0.00
File Cabinet	919.00	919.00	0.00
Table and Chairs	1,155.00	1,155.00	0.00
Web Page	9,120.00	9,120.00	0.00
Various Office Decorations	11,786.39	11,786.39	0.00
Computer Monitor	430.00	430.00	0.00
Canon Scanner	3,000.00	3,000.00	0.00
Laptop & USB Drive	2,108.75	2,108.75	0.00
HP Color Printer	625.00	625.00	0.00
Core 2 Duo System	1,315.00	1,315.00	0.00
Bookcase	1,199.97	1,157.11	42.86
Computer Projector	864.92	864.92	0.00
Four Laptop Computers	5,438.00	5,438.00	0.00
Used Canon Imagerunner	2,950.00	2,655.00	295.00
4 drawer file cabinet	885.00	568.94	316.06
Computer	2,771.00	2,493.90	277.10
4 Drawer legal file cabinet	1,709.00	1,098.63	610.37
Executive L desk	1,479.00	950.81	528.19
72" Executive desk, drawer/kybd	658.99	423.63	235.36

Ipad	783.06	704.75	78.31
Website development	4,500.00	4,500.00	0.00
Computer software	740.00	740.00	0.00
Bookcase	899.00	577.94	321.06
Furniture (from PCT)	4,486.86	2,243.43	2,243.43
Server/HP Probook	8,305.00	5,813.50	2,491.50
Computer System (From PCT)	2,230.45	1,561.32	669.13
DAR-RAN Multifile (From PCT)	180.19	126.14	54.05
HP4250 Laserjet Printer (From PCT)	273.00	191.10	81.90
Canon Imagerunner (From PCT)	336.27	235.38	100.89
Portrait & Frame (From PCT)	537.14	268.56	268.58
Digital Telephone System	4,065.00	2,032.50	2,032.50
Website development	15,200.00	5,700.00	9,500.00
Door	1,365.57	219.47	1,146.10
Carpet	5,589.00	898.23	4,690.77
Probook 450-GI	849.00	63.68	785.32
Probook/Monitor/Docking	1,851.88	138.89	1,712.99
Probook 650 15.6 LED	1,473.00	110.48	1,362.52
ASUS I5 Quad PC	1,346.25	33.66	1,312.59
Website development	7,600.00	316.67	7,283.33
Total To Fm 990-PF, Part II, ln 14	170,885.95	132,446.04	38,439.91

Schedule 1

REVENUE AND EXPENSES

THE PRIDDY FOUNDATION - TIN 75-6029882

For the Year Ended December 31, 2014

REVENUE

Interest on savings and cash investments:		
American National Bank	\$ 155 91	
Morgan Stanley	<u>87 32</u>	\$ 243 23
Dividends and interest from securities - Sch. 2		2,931,625.25
Net gain (loss) from sale of assets - Sch. 3		22,388,205 67
Other income (loss):		
Gross royalties	\$ 49,702 69	
From partnerships - Sch. 9	<u>(264,609 00)</u>	<u>(214,906.31)</u>
Total revenue		\$ 25,105,167.84

EXPENSES

Compensation of officers and trustees - Sch. 6	\$ 455,400.04	
Other employee salaries and wages	242,463.47	
Employee benefits:		
Insurance	\$	
Payroll taxes	37,487.33	
Retirement plan	<u>31,712.00</u>	69,199.33
Legal consulting fees - Sch. 8		994.98
Accounting fees - Sch. 8		53,500 00
Other professional fees - Investment - Sch. 8		726,787 32
Other consulting fees - Sch. 8		2,085.74
Taxes:		
Ad valorem - Royalties	\$ 3,235.89	
Excise	476,155 57	
Foreign	34,594.72	
Severance and state	<u>2,281.43</u>	516,267 61
Depreciation		12,710.20
Occupancy		35,467.70
Travel, conferences and meetings		42,845 81
Other:		
Amortization	\$ 6,984.00	
Data services	951 99	
Dues	10,854.22	
Grant related expenses	3,425.52	
Insurance	11,338.10	
Leased equipment	2,479.38	
Office supplies and services	32,146.31	
Sundry business expense	10,280.01	
From partnership - Sch. 9	<u>290,317.00</u>	368,776.53
Contributions - Sch. 4		<u>4,699,394.48</u>
		<u>7,225,893.21</u>
Excess of revenue over expenses		<u>\$ 17,879,274.63</u>

Schedule 2

DIVIDENDS AND INTEREST FROM SECURITIES

THE PRIDDY FOUNDATION - TIN 75-6029882

For the Year Ended December 31, 2014

	<u>Totals</u>	<u>Ordinary</u>	<u>Capital Gains Dividends</u>
DIVIDENDS			
Dodge.			
ADT Corp	\$ 4,145.00	\$ 4,145.00	\$
Aegon NV	9,313.27	9,313.27	
Apache Corp	4,460.00	4,460.00	
Baker Hughes, Inc.	3,828.00	3,828.00	
Bank of America	5,537.00	5,537.00	
Bank of New York Mellon Corp.	13,917.00	13,917.00	
BB&T Corporation	6,703.00	6,703.00	
Capital One Financial Corp.	18,480.00	18,480.00	
Celanese Corp.	4,650.00	4,650.00	
Cigna Corp.	80.00	80.00	
Coach Inc	8,808.75	8,808.75	
Chevron Corp. New	16,840.00	16,840.00	
Comcast Corp	16,388.98	16,388.98	
Computer Sciences Corp.	1,080.00	1,080.00	
Corning, Inc	7,000.00	7,000.00	
Domtar Corp.	146.30	146.30	
Dow Chemical Co	6,666.00	6,666.00	
E M C Corp	3,927.99	3,927.99	
Fedex Corp	3,650.00	3,650.00	
General Electric Co.	23,364.00	23,364.00	
Glaxo Wellcome	35,032.11	35,032.11	
Goldman Sachs Group	8,325.00	8,325.00	
Hewlett Packard Co	24,041.16	24,041.16	
HSBC Holdings PLC	5,850.00	5,850.00	
JPMorgan Chase & Co.	8,566.00	8,566.00	
Juniper Networks	90.00	90.00	
Koninklijke Philips Electrs	4,627.74	4,627.74	
Maxim Integrated Products Inc.	6,320.00	6,320.00	
McGraw Hill Companies, Inc.	1,500.00	1,500.00	
Merck & Co Inc	24,200.00	24,200.00	

	Totals	Ordinary	Capital Gains Dividends
Medtronic	3,646.99	3,646.99	
MetLife Inc	6,492.50	6,492.50	
Microsoft Corp.	31,165.00	31,165.00	
National Oilwell Varco	6,948.00	6,948.00	
Netapp Inc	5,475.00	5,475.00	
Nokia Corp.	28,786.26	28,786.26	
Novartis AG	27,873.87	27,873.87	
Panasonic Corp (Matsushita)	1,478.43	1,478.43	
Pfizer, Inc	20,228.00	20,228.00	
Roche Holding Ltd.	16,472.41	16,472.41	
Sanofi - Aventis ADR	29,291.10	29,291.10	
Schlumberger LTD	12,332.50	12,332.50	
Schwab Charles Corp.	7,224.00	7,224.00	
Suntrust Bks Inc.	4,270.00	4,270.00	
Symantec	16,020.00	16,020.00	
Target Corp.	7,544.00	7,544.00	
Time Inc. New	295.83	295.83	
Time Warner, Inc.	15,875.00	15,875.00	
Time Warner Cable Inc.	15,300.00	15,300.00	
Twenty-First Century Fox Inc	3,900.00	3,900.00	
Tyco Connectivity Ltd.	7,840.00	7,840.00	
Tyco Intl. Ltd New Com	4,224.00	4,224.00	
Unilever N V	5,143.39	5,143.39	
Unitedhealth Group Inc	6,632.98	6,632.98	
Verizon Communications	58,209.53	58,209.53	
Vodafone Group	25,361.73	25,361.73	
Vulcan Materials Co	105.00	105.00	
Wal Mart Stores Inc.	13,671.00	13,671.00	
Wells Fargo Co	32,400.00	32,400.00	
Xerox Corp	902.75	902.75	
Totals - Dodge	\$ 692,646.57	\$ 692,646.57	\$
Sarofim.			
Abbott Labs	\$ 9,504.00	\$ 9,504.00	\$
Abbvie Inc	16,268.00	16,268.00	
Ace Limited	5,921.00	5,921.00	
Air Products & Chemicals	5,436.00	5,436.00	
Altria Group	31,360.00	31,360.00	
American Express Co	5,030.00	5,030.00	
Anheuser Busch	3,605.76	3,605.76	
Apple Computer Inc.	31,008.00	31,008.00	

	Totals	Ordinary	Capital Gains Dividends
ASML Holding	1,219.46	1,219.46	
Automatic Data Processing	15,360.00	15,360.00	
Blackrock Inc	12,738.00	12,738.00	
CDK Global	319.92	319.92	
Canadian Pacific Railway	1,407.80	1,407.80	
Caterpillar, Inc	9,100.00	9,100.00	
Chevron Corp New	35,785.00	35,785.00	
Coca Cola Co	36,600.00	36,600.00	
Comcast Corp	6,089.99	6,089.99	
Conoco Phillips	26,979.97	26,979.97	
Diageo PLC	7,413.45	7,413.45	
Disney, Walt	4,300.00	4,300.00	
EOG Resources Inc	1,022.50	1,022.50	
Exxon Mobil Corp	59,400.00	59,400.00	
Franklin Resources Inc.	4,320.00	4,320.00	
Freeport Copper and Gold	8,749.97	8,749.97	
General Electric Co	21,780.00	21,780.00	
Intel Corp	10,170.00	10,170.00	
International Business Machs	14,875.00	14,875.00	
J. P Morgan Chase & Co.	17,160.00	17,160.00	
Johnson & Johnson	24,700.00	24,700.00	
Kinder Morgan Inc.	13,600.00	13,600.00	
Kraft Foods	5,665.25	5,665.25	
McDonalds Corp.	23,850.84	23,850.84	
McGraw Hill Companies, Inc	4,800.00	4,800.00	
Mondelez International	3,980.00	3,980.00	
Nestle S A	26,964.07	26,964.07	
Novartis AG	11,039.15	11,039.15	
Novo Nordisk	12,454.56	12,454.56	
Occidental Pete Corp	18,200.00	18,200.00	
Oracle Corp	4,800.00	4,800.00	
PepsiCo, Inc	14,670.00	14,670.00	
Phillips 66	8,977.50	8,977.50	
Phillip Morris Intl Inc	76,400.00	76,400.00	
Praxair Inc	10,400.00	10,400.00	
Procter & Gamble Co.	24,056.82	24,056.82	
Qualcomm Inc.	8,050.00	8,050.00	
Roche Holding Ltd.	16,472.41	16,472.41	
Royal Dutch Shell	23,121.00	23,121.00	
SAB Miller PLC	6,136.73	6,136.73	
State Street Corp.		3,154.00	

	Totals	Ordinary	Capital Gains Dividends
Target Corp.	14,840.00	14,840.00	
Texas Instruments	8,680.00	8,680.00	
Time Warner Cable Inc.	6,000.00	6,000.00	
Total S.A.	21,800.66	21,800.66	
Twenty-First Century Fox Inc	4,250.00	4,250.00	
Union Pac Corp	3,249.00	3,249.00	
United Technologies	13,688.00	13,688.00	
Wal Mart Stores, Inc	9,550.00	9,550.00	
Walgreen Co.	6,525.00	6,525.00	
Wells Fargo & Co	9,450.00	9,450.00	
Totals - Sarofim	\$ 842,448.81	\$ 842,448.81	\$
Luther King:			
Abbot Labs	\$	\$	\$
Abbvie Inc	31,540.00	31,540.00	
American Express Co	8,440.00	8,440.00	
Apple Computer Inc.	24,548.00	24,548.00	
Bank of America Corp	6,150.00	6,150.00	
Cabot Oil and Gas	1,700.00	1,700.00	
Coca Cola Co.	24,400.00	24,400.00	
Colgate Palmolive Co.	21,300.00	21,300.00	
Comerica Inc.	15,200.00	15,200.00	
Covidien Limited	12,460.00	12,460.00	
Cullen Frost BK Inc	18,270.00	18,270.00	
Danaher Corp.	3,737.50	3,737.50	
Disney, Walt	10,750.00	10,750.00	
E M C Corp	10,319.99	10,319.99	
EOG Resources Inc.	5,122.49	5,122.49	
Exxon Mobil Corp.	16,860.00	16,860.00	
FMC Corporation	6,259.50	6,259.50	
General Electric Co.	27,720.00	27,720.00	
Halliburton Co	5,730.00	5,730.00	
Home Depot Inc	15,040.00	15,040.00	
International Business Machine	6,150.00	6,150.00	
JPMorgan Chase and Company	21,600.00	21,600.00	
Kimberly Clark Corp	11,328.00	11,328.00	
Martin Marietta Materials	8,800.00	8,800.00	
Merck & Co.	4,620.00	4,620.00	
Microsoft Corp.	6,785.00	6,785.00	
Monsanto Co. New	10,324.00	10,324.00	
National Instrument Corp.	11,250.00	11,250.00	

	<u>Totals</u>	<u>Ordinary</u>	<u>Capital Gains Dividends</u>
Oracle Corp	1,680.00	1,680.00	
Pall Corporation	8,475.00	8,475.00	
Perkinelmer	2,170.00	2,170.00	
Pfizer Inc	25,999.99	25,999.99	
Pioneer Natural Resources	216.00	216.00	
Praxair Inc	15,600.00	15,600.00	
Procter & Gamble Co	22,147.08	22,147.08	
Range Resources	1,024.00	1,024.00	
Roper Industries Inc	4,400.00	4,400.00	
Schlumberger	1,400.00	1,400.00	
Suntrust Bks Inc.	12,600.00	12,600.00	
Thermo Fisher Scientific Inc	6,900.00	6,900.00	
Time Warner Inc	14,605.00	14,605.00	
Union Pac Corp.	5,411.00	5,411.00	
Walgreen Co.	20,227.50	20,227.50	
Wells Fargo & Co New	25,550.00	25,550.00	
Whirlpool Corp.	17,250.00	17,250.00	
Zions Bancorp	1,640.00	1,640.00	
 Totals - Luther King	 \$ 533,700.05	 \$ 533,700.05	 \$
Morgan Stanley:			
Kinder Morgan Incorp	\$ 10,547.48	\$ 10,547.48	\$
Targa Resources CP	1,760.20	1,760.20	
Williams Co. Inc.	12,692.53	12,692.53	
 Totals - Morgan Stanley	 \$ 25,000.21	 \$ 25,000.21	 \$
Other.			
Dividends - Sentry.			
Goldman Sachs FST Govt Inst'l.	\$ 398.73	\$ 398.73	\$
Dividends - Sarofim.			
Goldman Sachs FST Treasury	205.60	205.60	
Dividends - Dodge			
Goldman Sachs FST Treasury	59.21	59.21	
Dividends - Luther King			
Goldman Sachs FST Govt Inst'l.	17.18	17.18	
Dividends - Index Funds:			
Vanguard-Total Stock Mkt Idx Inst	242,631.48	242,631.48	

	<u>Totals</u>	<u>Ordinary</u>	<u>Capital Gains Dividends</u>
From partnerships - Sch. 9	<u>179,844.00</u>	<u>179,844.00</u>	<u></u>
Totals - Other	<u>\$ 423,156.20</u>	<u>\$ 423,156.20</u>	<u>\$</u>
Totals - Dividends	<u>\$ 2,516,951.84</u>	<u>\$ 2,516,951.84</u>	<u>\$</u>
INTEREST			
Taxable			
U S Govt agency, mortgage backed securities, corporate bonds & notes	\$ 334,177.00	\$ 334,177.00	\$
From partnerships - Sch. 9	<u>2,709.00</u>	<u>2,709.00</u>	<u></u>
Totals - Taxable	<u>\$ 336,886.00</u>	<u>\$ 336,886.00</u>	<u>\$</u>
Tax-exempt			
Brownsville TX ISD 4 0% 8/15/2019	\$ 18,923.30	\$ 18,923.30	
Highland Park ISD 4 0% 2/15/2019	16,556.11	16,556.11	
Lubbock TX Rfdg 2 11% 2/15/2021	42,200.00	42,200.00	
From partnerships - Sch. 9	<u>108.00</u>	<u>108.00</u>	<u></u>
Totals - Tax exempt	<u>\$ 77,787.41</u>	<u>\$ 77,787.41</u>	<u>\$</u>
Totals - Interest	<u>\$ 414,673.41</u>	<u>\$ 414,673.41</u>	<u>\$</u>
Totals - Dividends and interest	<u>\$ 2,931,625.25</u>	<u>\$ 2,931,625.25</u>	<u>\$</u>

Schedule 3

NET GAIN OR LOSS FROM SALE OF ASSETS

THE PRIDDY FOUNDATION - TIN 75-6029882

For the Year Ended December 31, 2014

<u>Property</u>	<u>Sales Price</u>	<u>Cost or Basis</u>	<u>Gain/ (Loss)</u>
Short Term.			
Stocks & bonds - Sch. 3A	\$ 12,974,988.82	\$ 12,545,642.10	\$ 429,346.72
From partnerships - Sch 9		283,366.00	(283,366.00)
Totals - Short term	<u>\$ 12,974,988.82</u>	<u>\$ 12,829,008.10</u>	<u>\$ 145,980.72</u>
Long Term:			
Stocks & bonds - Sch. 3B	\$ 49,962,444.81	\$ 29,724,355.80	\$ 20,238,089.01
Litigation Proceeds/Settlements:			
Citigroup	336.02		336.02
Dell	162.12		162.12
Marsh & McLennan	278.08		278.08
Motorola	1,755.52		1,755.52
Sallie Mae	311.85		311.85
Tyco	171.71		171.71
Wachovia	2,008.53		2,008.53
From partnerships - Sch 9	577,485.00		577,485.00
From partnerships - Sch. 9 - Sec. 1231		1,358.00	(1,358.00)
Totals - Long term	<u>\$ 50,544,953.64</u>	<u>\$ 29,725,713.80</u>	<u>\$ 20,819,239.84</u>
Other			
Morgan Stanley Partnerships - Sch 3C	<u>\$ 5,304,429.46</u>	<u>\$ 3,881,444.35</u>	<u>\$ 1,422,985.11</u>
Capital gain distributions - Sch 2	<u>\$</u>	<u>\$</u>	<u>\$</u>
Totals - Combined	<u>\$ 68,824,371.92</u>	<u>\$ 46,436,166.25</u>	<u>\$ 22,388,205.67</u>

Schedule 3A

THE PRIDY FOUNDATION

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GAIN ON SALES OF ASSETS-SHORT TERM 2014

DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
CORPORATE STOCK-DODGE							
DISH NETWORK (ECHOSTAR)	8/16/2013	5/28/2014	200.00	11,880.50	8,899.98	2,980.52	.00
DISH NETWORK (ECHOSTAR)	9/25/2013	5/28/2014	200.00	11,880.49	8,884.88	2,995.61	.00
DISH NETWORK (ECHOSTAR)	9/25/2013	5/29/2014	100.00	5,952.04	4,442.44	1,509.60	.00
DISH NETWORK (ECHOSTAR)	8/09/2013	5/29/2014	100.00	5,952.03	4,440.13	1,511.90	.00
DISH NETWORK (ECHOSTAR)	8/09/2013	6/02/2014	100.00	5,907.53	4,440.13	1,467.40	.00
DISH NETWORK (ECHOSTAR)	8/07/2013	6/02/2014	200.00	11,815.05	8,879.74	2,935.31	.00
DISH NETWORK (ECHOSTAR)	8/29/2013	6/03/2014	200.00	11,862.07	8,879.16	2,982.91	.00
DISH NETWORK (ECHOSTAR)	8/15/2013	6/03/2014	200.00	11,873.41	8,874.66	2,998.75	.00
DISH NETWORK (ECHOSTAR)	8/21/2013	6/04/2014	200.00	11,791.35	8,856.32	2,935.03	.00
DISH NETWORK (ECHOSTAR)	8/27/2013	6/05/2014	200.00	11,744.74	8,852.88	2,891.86	.00
DISH NETWORK (ECHOSTAR)	8/21/2013	6/10/2014	200.00	11,877.73	8,832.52	3,045.21	.00
DISH NETWORK (ECHOSTAR)	7/31/2013	6/11/2014	200.00	11,910.59	8,820.82	3,089.77	.00
DISH NETWORK (ECHOSTAR)	8/19/2013	6/11/2014	100.00	5,955.30	4,404.98	1,550.32	.00
EBAY INC.	12/24/2013	12/02/2014	200.00	11,035.79	11,009.34	26.45	.00
EBAY INC.	12/23/2013	12/03/2014	300.00	16,443.68	16,428.99	14.69	.00
EBAY INC.	12/24/2013	12/03/2014	100.00	5,481.23	5,504.67	.00	23.44
EBAY INC.	12/23/2013	12/04/2014	200.00	10,916.33	10,952.66	.00	36.33
EBAY INC.	12/23/2013	12/05/2014	100.00	5,476.88	5,476.33	.55	.00
EBAY INC.	12/31/2013	12/05/2014	200.00	10,953.75	10,926.58	27.17	.00
EBAY INC.	12/27/2013	12/08/2014	200.00	11,050.55	10,835.58	214.97	.00
EBAY INC.	1/02/2014	12/08/2014	300.00	16,575.83	16,324.26	251.57	.00
EBAY INC.	12/27/2013	12/09/2014	400.00	22,108.71	21,671.16	437.55	.00
EBAY INC.	12/30/2013	12/09/2014	200.00	11,054.35	10,802.52	251.83	.00

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THE PRIDDY FOUNDATION

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GAIN ON SALES OF ASSETS-SHORT TERM 2014

DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
EBAY INC.	12/30/2013	12/10/2014	300.00	16,596.47	16,203.78	392.69	.00
EBAY INC.	8/12/2014	12/10/2014	200.00	11,064.31	10,688.42	375.89	.00
FOREST LABS INC.	8/13/2013	3/18/2014	200.00	19,359.33	8,646.58	10,712.75	.00
FOREST LABS INC.	8/26/2013	3/20/2014	200.00	19,193.81	8,596.64	10,597.17	.00
FOREST LABS INC.	8/23/2013	3/20/2014	200.00	19,142.89	8,563.68	10,579.21	.00
FOREST LABS INC.	8/23/2013	3/24/2014	200.00	18,530.11	8,563.68	9,966.43	.00
FOREST LABS INC.	9/03/2013	3/26/2014	200.00	18,643.80	8,557.18	10,086.62	.00
FOREST LABS INC.	8/20/2013	3/27/2014	200.00	18,237.54	8,519.30	9,718.24	.00
FOREST LABS INC.	8/15/2013	3/27/2014	200.00	18,237.53	8,506.30	9,731.23	.00
FOREST LABS INC.	8/16/2013	3/31/2014	400.00	36,786.06	16,984.72	19,801.34	.00
FOREST LABS INC.	8/21/2013	4/01/2014	200.00	18,797.88	8,485.92	10,311.96	.00
FOREST LABS INC.	8/30/2013	4/01/2014	200.00	18,797.88	8,484.86	10,313.02	.00
FOREST LABS INC.	8/28/2013	4/01/2014	200.00	18,839.70	8,482.98	10,356.72	.00
FOREST LABS INC.	8/19/2013	4/01/2014	100.00	9,419.85	4,235.59	5,184.26	.00
FOREST LABS INC.	8/19/2013	4/02/2014	100.00	9,337.81	4,235.59	5,102.22	.00
FOREST LABS INC.	8/27/2013	4/02/2014	200.00	18,675.63	8,453.20	10,222.43	.00
NOVARTIS AG	5/30/2014	11/19/2014	600.00	57,415.73	53,943.12	3,472.61	.00
NOW INC.	2/21/2014	6/20/2014	.50	17.28	14.69	2.59	.00
NOW INC.	2/21/2014	6/20/2014	.50	17.28	14.69	2.59	.00
SCHLUMBERGER LTD	5/31/2013	4/29/2014	200.00	20,303.53	14,697.48	5,606.05	.00
SCHLUMBERGER LTD	5/31/2013	4/30/2014	200.00	20,323.93	14,697.48	5,626.45	.00
SCHLUMBERGER LTD	6/04/2013	5/01/2014	200.00	20,174.19	14,615.08	5,559.11	.00
SCHLUMBERGER LTD	6/04/2013	5/02/2014	200.00	20,247.33	14,615.08	5,632.25	.00
SCHLUMBERGER LTD	6/04/2013	5/06/2014	400.00	40,403.18	29,230.16	11,173.02	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
SCHLUMBERGER LTD	6/04/2013	5/07/2014	200.00	20,358.65	14,615.08	5,743.57	.00
SCHLUMBERGER LTD	6/04/2013	5/09/2014	200.00	20,030.23	14,615.08	5,415.15	.00
VERIZON COMMUNICATIONS	2/24/2014	3/11/2014	.80	37.13	38.49	.00	1.36
*** CORPORATE STOCK-DODGE		***	9,901.80	760,488.99	534,745.58	225,743.41	.00
CORPORATE STOCK-SAROFIM							
ACE LIMITED	9/08/2014	12/04/2014	700.00	81,264.14	73,888.01	7,376.13	.00
ANHEUSER BUSCH INBEV SA/N	6/10/2014	12/04/2014	3,000.00	341,857.44	342,121.80	.00	264.36
AMERICAN EXPRESS CO.	9/08/2014	12/04/2014	500.00	45,851.64	44,539.15	1,312.49	.00
CELGENE CORP.	10/17/2014	12/04/2014	3,500.00	397,364.42	309,638.00	87,726.42	.00
STATE STR CORP.	9/08/2014	12/04/2014	2,300.00	179,807.49	167,075.45	12,732.04	.00
*** CORPORATE STOCK-SAROFIM		***	10,000.00	1,046,145.13	937,262.41	108,882.72	.00
CORPORATE STOCK-LUTHER KING							
CIRRUS LOGIC INC.	5/15/2013	2/20/2014	1,000.00	18,236.78	22,829.60	.00	4,592.82
COMERICA INC.	12/03/2013	11/14/2014	3,000.00	146,145.36	134,490.00	11,655.36	.00
HALLIBURTON CO.	4/17/2013	2/20/2014	2,000.00	109,880.88	75,490.00	34,390.88	.00
HALYARD HEALTH INC.	11/06/2014	11/14/2014	100.00	3,742.17	3,726.80	15.37	.00
HALYARD HEALTH INC.	11/06/2014	11/14/2014	100.00	3,742.17	3,002.04	740.13	.00
HALYARD HEALTH INC.	11/06/2014	11/14/2014	125.00	4,677.70	4,439.71	237.99	.00
HALYARD HEALTH INC.	11/06/2014	11/14/2014	300.00	11,226.50	8,862.67	2,363.83	.00
JPMORGAN CHASE & CO.	12/19/2013	5/23/2014	1,000.00	54,458.79	57,080.00	.00	2,621.21
*** CORPORATE STOCK-LUTHER KING		***	7,625.00	352,110.35	309,920.82	42,189.53	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
FANNIE MAE 2.5% 5/1/2028	12/18/2013	1/27/2014	.00	21,345.54	21,228.81	116.73	.00
FANNIE MAE 2.5% 5/1/2028	12/18/2013	2/25/2014	.00	22,953.25	22,827.72	125.53	.00
FANNIE MAE 2.5% 5/1/2028	12/18/2013	3/25/2014	.00	20,976.32	20,861.61	114.71	.00
FANNIE MAE 2.5% 5/1/2028	12/18/2013	4/25/2014	.00	35,133.50	34,941.36	192.14	.00
FANNIE MAE 2.5% 5/1/2028	12/18/2013	5/27/2014	.00	26,728.93	26,582.76	146.17	.00
FANNIE MAE 2.5% 5/1/2028	12/18/2013	6/25/2014	.00	26,710.11	26,564.04	146.07	.00
FANNIE MAE 2.5% 5/1/2028	12/18/2013	7/25/2014	.00	31,845.79	31,671.63	174.16	.00
FANNIE MAE 2.5% 5/1/2028	12/18/2013	8/25/2014	.00	26,171.87	26,028.74	143.13	.00
FANNIE MAE 2.5% 5/1/2028	12/18/2013	9/25/2014	.00	27,167.55	27,018.98	148.57	.00
FANNIE MAE 2.5% 5/1/2028	10/27/2014	10/27/2014	.00	23,627.01	23,497.80	129.21	.00
FANNIE MAE 2.5% 5/1/2028	12/18/2013	11/25/2014	.00	25,570.91	25,431.07	139.84	.00
FHLMC 1.0% 1/30/2017	1/02/2014	10/31/2014	.00	2,000,000.00	1,999,600.00	400.00	.00
FANNIE MAE 2.125% 1/30/19	1/30/2014	7/30/2014	.00	1,000,000.00	999,800.00	200.00	.00
FANNIE MAE AU1657 2.5% 7/	3/11/2014	4/25/2014	.00	8,330.03	8,342.39	.00	12.36
FANNIE MAE AU1657 2.5% 7/	3/11/2014	5/27/2014	.00	10,538.69	10,554.33	.00	15.64
FANNIE MAE AU1657 2.5% 7/	3/11/2014	6/25/2014	.00	15,422.53	15,445.42	.00	22.89
FANNIE MAE AU1657 2.5% 7/	3/11/2014	7/25/2014	.00	15,440.11	15,463.03	.00	22.92
FANNIE MAE AU1657 2.5% 7/	3/11/2014	8/25/2014	.00	13,869.76	13,890.35	.00	20.59
FANNIE MAE AU1657 2.5% 7/	3/11/2014	9/25/2014	.00	15,021.84	15,044.14	.00	22.30
FANNIE MAE AU1657 2.5% 7/	10/27/2014	10/27/2014	.00	11,361.92	11,378.79	.00	16.87
FANNIE MAE AU1657 2.5% 7/	3/11/2014	11/25/2014	.00	12,942.27	12,961.48	.00	19.21
FANNIE MAE AU1657 2.5% 7/	3/11/2014	12/26/2014	.00	10,471.77	10,487.31	.00	15.54
FHLB 1.15% 4/17/2017-14	4/16/2014	7/17/2014	.00	2,000,000.00	2,000,000.00	.00	.00
FHLB 1.85% 11/17/2027-14	4/25/2014	11/18/2014	.00	1,000,000.00	1,000,000.00	.00	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
FHLB 1.2% 8/21/2017-14	1/02/2014	10/31/2014	.00	2,000,000.00	2,000,000.00	.00	.00
FHLB .75% 9/30/2016-14	9/16/2014	12/31/2014	.00	2,000,000.00	2,000,000.00	.00	.00
*** U. S. GOVERNMENT SECURITY ***			.00	10,401,629.70	10,399,621.76	2,007.94	.00
CORPORATE STOCK-MORGAN STANLEY							
KINDER MORGAN INCORP	12/18/2013	9/08/2014	6,925.00	268,021.35	236,176.43	31,844.92	.00
KINDER MORGAN INCORP	3/24/2014	9/08/2014	1,316.00	50,933.73	41,321.61	9,612.12	.00
KINDER MORGAN INCORP	4/21/2014	9/08/2014	440.00	17,029.51	14,636.78	2,392.73	.00
KINDER MORGAN INCORP	6/10/2014	9/08/2014	766.00	29,646.84	26,820.49	2,826.35	.00
KINDER MORGAN MGMT LLC	3/28/2013	2/14/2014	.00	56.24	60.70	.00	4.46
PLAINS GP HLDGS LP	12/19/2013	3/21/2014	323.00	9,067.05	7,955.17	1,111.88	.00
PLAINS GP HLDGS LP	12/19/2013	10/21/2014	163.00	4,757.26	3,938.09	819.17	.00
PLAINS GP HLDGS LP	12/19/2013	12/16/2014	686.00	16,238.70	16,442.95	.00	204.25
WILLIAMS CO INC	6/10/2014	10/21/2014	333.00	18,137.97	15,926.26	2,211.71	.00
WILLIAMS CO INC	6/10/2014	12/16/2014	17.00	726.00	813.05	.00	87.05
*** CORPORATE STOCK-MORGAN STANLEY ***			10,969.00	414,614.65	364,091.53	50,523.12	.00
GRAND TOTALS			38,495.80	12,974,988.82	12,545,642.10	429,346.72	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
CORPORATE STOCK-DODGE							
THE ADT CORP	2/20/2014	2/20/2014	.00	975.00	975.00	.00	.00
ADOBE SYSTEMS, INC.	1/30/2012	3/04/2014	200.00	13,725.48	6,183.50	7,541.98	.00
ADOBE SYSTEMS, INC.	11/10/2011	3/05/2014	200.00	13,771.62	5,653.00	8,118.62	.00
ADOBE SYSTEMS, INC.	11/10/2011	3/06/2014	200.00	13,825.27	5,653.00	8,172.27	.00
ADOBE SYSTEMS, INC.	11/10/2011	3/11/2014	200.00	13,650.22	5,653.00	7,997.22	.00
ADOBE SYSTEMS, INC.	11/10/2011	3/12/2014	200.00	13,578.62	5,653.00	7,925.62	.00
ADOBE SYSTEMS, INC.	11/10/2011	3/13/2014	200.00	13,733.81	5,653.00	8,080.81	.00
ADOBE SYSTEMS, INC.	11/10/2011	3/14/2014	100.00	6,742.40	2,826.50	3,915.90	.00
ADOBE SYSTEMS, INC.	8/17/2011	3/14/2014	100.00	6,742.40	2,446.80	4,295.60	.00
ADOBE SYSTEMS, INC.	8/15/2011	11/05/2014	200.00	14,285.16	4,860.84	9,424.32	.00
ADOBE SYSTEMS, INC.	8/16/2011	11/05/2014	500.00	35,587.46	12,221.85	23,365.61	.00
ADOBE SYSTEMS, INC.	8/17/2011	11/05/2014	400.00	28,469.97	9,787.20	18,682.77	.00
ADOBE SYSTEMS, INC.	8/18/2011	11/05/2014	300.00	21,427.75	6,995.64	14,432.11	.00
ADOBE SYSTEMS, INC.	8/15/2011	11/06/2014	200.00	14,393.70	4,860.84	9,532.86	.00
ADOBE SYSTEMS, INC.	8/18/2011	11/07/2014	200.00	14,391.96	4,663.76	9,728.20	.00
ADOBE SYSTEMS, INC.	8/18/2011	11/11/2014	200.00	14,346.62	4,663.76	9,682.86	.00
ADOBE SYSTEMS, INC.	8/18/2011	11/12/2014	200.00	14,303.68	4,663.76	9,639.92	.00
BAKER HUGHES, INC.	6/21/2012	1/28/2014	200.00	11,242.06	7,869.20	3,372.86	.00
BAKER HUGHES, INC.	6/21/2012	1/29/2014	300.00	16,723.98	11,803.80	4,920.18	.00
BAKER HUGHES, INC.	6/21/2012	1/30/2014	200.00	11,403.08	7,869.20	3,533.88	.00
BAKER HUGHES, INC.	6/21/2012	1/31/2014	400.00	22,715.96	15,738.40	6,977.56	.00
BAKER HUGHES, INC.	6/21/2012	2/03/2014	200.00	11,242.18	7,869.20	3,372.98	.00
BAKER HUGHES, INC.	6/21/2012	2/04/2014	200.00	11,376.00	7,869.20	3,506.80	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
BAKER HUGHES, INC.	6/21/2012	2/05/2014	200.00	11,389.64	7,869.20	3,520.44	.00
BANK OF AMERICA CORP.	7/01/2011	2/21/2014	700.00	11,427.30	7,704.27	3,723.03	.00
BANK OF AMERICA CORP.	7/05/2011	2/21/2014	2,700.00	44,076.73	29,559.60	14,517.13	.00
BANK OF AMERICA CORP.	6/30/2011	2/21/2014	2,900.00	47,341.67	31,702.51	15,639.16	.00
BOSTON SCIENTIFIC CORP. C	8/09/2007	10/29/2014	700.00	9,219.35	9,446.50	.00	227.15
BOSTON SCIENTIFIC CORP. C	8/09/2007	10/30/2014	100.00	1,318.17	1,349.50	.00	31.33
BOSTON SCIENTIFIC CORP. C	3/10/2010	10/30/2014	900.00	11,863.53	6,941.70	4,921.83	.00
BOSTON SCIENTIFIC CORP. C	3/10/2010	10/31/2014	1,600.00	21,301.28	12,340.80	8,960.48	.00
BOSTON SCIENTIFIC CORP. C	3/10/2010	11/03/2014	800.00	10,628.00	6,170.40	4,457.60	.00
BOSTON SCIENTIFIC CORP. C	3/10/2010	11/05/2014	1,500.00	20,079.00	11,569.50	8,509.50	.00
BOSTON SCIENTIFIC CORP. C	3/10/2010	11/05/2014	1,800.00	24,021.00	13,883.40	10,137.60	.00
BOSTON SCIENTIFIC CORP. C	3/10/2010	11/06/2014	1,200.00	16,067.64	9,255.60	6,812.04	.00
BOSTON SCIENTIFIC CORP. C	3/10/2010	11/07/2014	800.00	10,631.76	6,170.40	4,461.36	.00
BOSTON SCIENTIFIC CORP. C	3/10/2014	11/10/2014	1,200.00	16,089.96	9,255.60	6,834.36	.00
BOSTON SCIENTIFIC CORP. C	7/29/2011	11/10/2014	300.00	4,022.49	2,158.50	1,863.99	.00
BOSTON SCIENTIFIC CORP. C	7/29/2011	11/11/2014	800.00	10,735.76	5,756.00	4,979.76	.00
BOSTON SCIENTIFIC CORP. C	7/29/2011	11/12/2014	1,900.00	25,405.09	13,670.50	11,734.59	.00
BOSTON SCIENTIFIC CORP. C	7/29/2011	11/14/2014	400.00	5,355.88	2,878.00	2,477.88	.00
BOSTON SCIENTIFIC CORP. C	7/29/2011	11/14/2014	400.00	5,359.52	2,878.00	2,481.52	.00
BOSTON SCIENTIFIC CORP. C	7/29/2011	11/17/2014	400.00	5,350.32	2,878.00	2,472.32	.00
BOSTON SCIENTIFIC CORP. C	7/29/2011	11/18/2014	800.00	10,850.72	5,756.00	5,094.72	.00
CARMAX INC.	7/24/2013	8/07/2014	700.00	34,743.31	33,139.40	1,603.91	.00
CARMAX INC.	7/30/2012	8/07/2014	200.00	9,926.66	5,568.90	4,357.76	.00
CARMAX INC.	8/01/2012	8/07/2014	200.00	9,926.66	5,536.40	4,390.26	.00

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CARMAX INC.	7/26/2012	8/07/2014	400.00	19,853.32	10,811.00	9,042.32	.00
CARMAX INC.	7/08/2008	8/07/2014	100.00	4,963.33	1,321.52	3,641.81	.00
COMPUTER SCIENCES CORP.	4/04/2003	3/04/2014	100.00	6,307.16	2,942.00	3,365.16	.00
COMPUTER SCIENCES CORP.	11/14/2008	3/04/2014	100.00	6,307.16	2,921.98	3,385.18	.00
COMPUTER SCIENCES CORP.	11/14/2008	3/05/2014	200.00	12,514.42	5,843.96	6,670.46	.00
COMPUTER SCIENCES CORP.	11/14/2008	3/07/2014	200.00	12,590.92	5,843.96	6,746.96	.00
COMPUTER SCIENCES CORP.	11/14/2008	3/07/2014	200.00	12,592.46	5,843.96	6,748.50	.00
COMPUTER SCIENCES CORP.	11/14/2008	3/14/2014	200.00	12,331.32	5,843.96	6,487.36	.00
COMPUTER SCIENCES CORP.	11/14/2008	3/18/2014	200.00	12,586.24	5,843.96	6,742.28	.00
COMPUTER SCIENCES CORP.	11/14/2008	3/18/2014	200.00	12,635.78	5,843.96	6,791.82	.00
COMPUTER SCIENCES CORP.	11/14/2008	3/19/2014	200.00	12,630.70	5,843.96	6,786.74	.00
COMPUTER SCIENCES CORP.	1/27/2012	3/20/2014	200.00	12,676.99	5,227.94	7,449.05	.00
COMPUTER SCIENCES CORP.	1/27/2012	3/25/2014	200.00	12,501.90	5,227.94	7,273.96	.00
COMPUTER SCIENCES CORP.	1/27/2012	5/09/2014	200.00	12,662.04	5,227.94	7,434.10	.00
COMPUTER SCIENCES CORP.	1/27/2012	5/27/2014	400.00	24,837.01	10,455.88	14,381.13	.00
COMPUTER SCIENCES CORP.	1/27/2012	5/29/2014	200.00	12,510.20	5,227.94	7,282.26	.00
COMPUTER SCIENCES CORP.	1/27/2012	5/30/2014	200.00	12,579.04	5,227.94	7,351.10	.00
COMPUTER SCIENCES CORP.	1/27/2012	5/30/2014	200.00	12,547.26	5,227.94	7,319.32	.00
COMPUTER SCIENCES CORP.	1/27/2012	6/03/2014	300.00	18,774.00	7,841.91	10,932.09	.00
COMCAST CORP.	1/03/2006	3/07/2014	600.00	30,951.12	10,506.00	20,445.12	.00
COMCAST CORP.	1/03/2006	3/10/2014	332.01	17,105.72	5,813.50	11,292.22	.00
COMCAST CORP.	4/25/2002	3/10/2014	367.99	18,959.47	6,406.80	12,552.67	.00
COMCAST CORP.	4/25/2002	3/11/2014	700.00	35,851.06	12,187.17	23,663.89	.00
COMCAST CORP.	4/25/2002	3/12/2014	400.00	20,321.12	6,964.10	13,357.02	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
COMCAST CORP.	4/25/2002	12/22/2014	1,395.00	79,812.01	24,286.95	55,525.06	.00
COMCAST CORP.	1/24/2008	12/22/2014	2,505.00	143,321.55	43,499.67	99,821.88	.00
DOMTAR CORP.	12/10/2007	2/04/2014	174.33	18,282.64	16,150.49	2,132.15	.00
DOMTAR CORP.	12/11/2007	2/04/2014	91.67	9,613.78	8,261.00	1,352.78	.00
DOW CHEM CO.	6/03/1996	4/08/2014	200.00	9,623.86	5,536.00	4,087.86	.00
DOW CHEM CO.	6/03/1996	4/09/2014	500.00	24,332.86	13,840.00	10,492.86	.00
DOW CHEM CO.	6/03/1996	4/11/2014	200.00	9,578.92	5,536.00	4,042.92	.00
DOW CHEM CO.	6/03/1996	4/11/2014	200.00	9,526.42	5,536.00	3,990.42	.00
DOW CHEM CO.	6/03/1996	4/14/2014	300.00	14,268.55	8,304.00	5,964.55	.00
DOW CHEM CO.	6/03/1996	4/15/2014	22.40	1,059.89	620.03	439.86	.00
DOW CHEM CO.	6/14/1996	4/15/2014	577.60	27,330.10	15,915.77	11,414.33	.00
DOW CHEM CO.	6/14/1996	9/25/2014	400.00	21,295.56	11,022.00	10,273.56	.00
DOW CHEM CO.	6/14/1996	9/29/2014	122.40	6,538.24	3,372.73	3,165.51	.00
DOW CHEM CO.	6/14/1996	9/29/2014	400.00	21,392.16	11,022.00	10,370.16	.00
DOW CHEM CO.	2/04/1997	9/29/2014	277.60	14,828.56	7,209.73	7,618.83	.00
DOW CHEM CO.	2/04/1997	9/30/2014	22.40	1,198.58	581.77	616.81	.00
DOW CHEM CO.	10/07/1998	9/30/2014	277.60	14,853.82	7,173.66	7,680.16	.00
DOW CHEM CO.	10/07/1998	10/01/2014	200.00	10,337.99	5,168.34	5,169.65	.00
DOW CHEM CO.	10/07/1998	10/02/2014	200.00	10,090.97	5,168.34	4,922.63	.00
DOW CHEM CO.	10/07/1998	10/03/2014	200.00	10,150.93	5,168.34	4,982.59	.00
DOW CHEM CO.	10/07/1998	10/06/2014	200.00	10,183.77	5,168.35	5,015.42	.00
DOW CHEM CO.	10/07/1998	10/08/2014	200.00	9,993.77	5,168.34	4,825.43	.00
DOW CHEM CO.	10/07/1998	10/21/2014	172.30	8,328.91	4,452.53	3,876.38	.00
DOW CHEM CO.	12/14/1998	10/21/2014	27.70	1,339.01	700.28	638.73	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
DOW CHEM CO.	12/14/1998	11/18/2014	400.00	20,803.13	10,112.35	10,690.78	.00
DOW CHEM CO.	12/14/1998	11/18/2014	700.00	36,486.69	17,696.62	18,790.07	.00
FEDEX CORP.	7/30/2009	11/19/2014	200.00	34,271.24	13,547.28	20,723.96	.00
GENERAL ELEC CO	7/14/2006	4/15/2014	500.00	12,906.51	16,112.85	.00	3,206.34
GENERAL ELEC CO	7/14/2006	4/16/2014	1,400.00	36,395.42	45,115.98	.00	8,720.56
GENERAL ELEC CO	4/17/2008	4/16/2014	200.00	5,199.34	6,429.88	.00	1,230.54
GENERAL ELEC CO	4/17/2008	4/17/2014	3,000.00	79,926.63	96,448.20	.00	16,521.57
GENERAL ELEC CO	4/17/2008	4/21/2014	400.00	10,646.92	12,859.76	.00	2,212.84
GENERAL ELEC CO	4/17/2008	4/21/2014	200.00	5,323.46	6,427.82	.00	1,104.36
GENERAL ELEC CO	9/23/2008	4/21/2014	300.00	7,985.20	7,497.09	488.11	.00
GENERAL ELEC CO	9/23/2008	4/22/2014	900.00	24,024.69	22,491.27	1,533.42	.00
GENERAL ELEC CO	9/23/2008	10/29/2014	400.00	10,328.45	9,996.12	332.33	.00
GENERAL ELEC CO	9/23/2008	10/30/2014	1,300.00	33,176.04	32,487.39	688.65	.00
GENERAL ELEC CO	9/23/2008	10/31/2014	1,800.00	46,440.59	44,982.54	1,458.05	.00
GENERAL ELEC CO	9/23/2008	11/03/2014	900.00	23,210.48	22,491.27	719.21	.00
GENERAL ELEC CO	9/23/2008	11/04/2014	200.00	5,153.72	4,998.06	155.66	.00
GENERAL ELEC CO	9/23/2008	11/05/2014	300.00	7,726.30	7,497.09	229.21	.00
GENERAL ELEC CO	12/09/2010	11/05/2014	1,200.00	30,905.19	20,561.52	10,343.67	.00
GENERAL ELEC CO	12/09/2010	11/19/2014	1,000.00	26,834.40	17,134.60	9,699.80	.00
GENERAL ELEC CO	12/09/2010	12/09/2014	400.00	10,218.73	6,853.84	3,364.89	.00
GENERAL ELEC CO	12/09/2010	12/10/2014	700.00	17,734.59	11,994.22	5,740.37	.00
GENERAL ELEC CO	12/09/2010	12/11/2014	400.00	10,143.77	6,853.84	3,289.93	.00
GENERAL ELEC CO	11/14/2008	12/12/2014	900.00	22,654.38	14,449.50	8,204.88	.00
GENERAL ELEC CO	11/14/2008	12/15/2014	900.00	22,090.73	14,449.50	7,641.23	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
GLAXO WELLCOME	2/06/2007	9/17/2014	300.00	14,137.84	16,665.06	.00	2,527.22
GLAXO WELLCOME	2/06/2007	9/17/2014	200.00	9,436.93	11,110.04	.00	1,673.11
GLAXO WELLCOME	2/06/2007	9/18/2014	400.00	18,935.58	22,220.08	.00	3,284.50
GLAXO WELLCOME	2/06/2007	9/19/2014	300.00	14,299.00	16,665.06	.00	2,366.06
GLAXO WELLCOME	2/06/2007	9/19/2014	200.00	9,501.04	11,110.04	.00	1,609.00
GLAXO WELLCOME	2/06/2007	9/22/2014	400.00	19,032.21	22,220.08	.00	3,187.87
GLAXO WELLCOME	2/06/2007	9/23/2014	400.00	18,719.74	22,220.08	.00	3,500.34
GLAXO WELLCOME	8/17/2007	9/24/2014	400.00	18,767.14	20,282.00	.00	1,514.86
GLAXO WELLCOME	8/17/2007	9/24/2014	500.00	23,353.08	25,352.50	.00	1,999.42
GLAXO WELLCOME	8/17/2007	9/25/2014	300.00	14,087.02	15,211.50	.00	1,124.48
GLAXO WELLCOME	8/17/2007	9/26/2014	400.00	18,651.90	20,282.00	.00	1,630.10
GLAXO WELLCOME	8/17/2007	9/29/2014	300.00	13,872.23	15,211.50	.00	1,339.27
GLAXO WELLCOME	8/17/2007	9/30/2014	100.00	4,607.77	5,070.50	.00	462.73
GLAXO WELLCOME	11/01/2012	9/30/2014	200.00	9,215.53	9,008.54	206.99	.00
GLAXO WELLCOME	11/01/2012	10/01/2014	400.00	18,393.03	18,017.08	375.95	.00
GLAXO WELLCOME	11/01/2012	10/02/2014	400.00	18,331.79	18,017.08	314.71	.00
GLAXO WELLCOME	9/17/2004	10/03/2014	400.00	18,266.63	17,172.08	1,094.55	.00
GLAXO WELLCOME	9/17/2004	10/06/2014	400.00	18,323.95	17,172.08	1,151.87	.00
GLAXO WELLCOME	9/17/2004	10/07/2014	200.00	9,088.29	8,586.04	502.25	.00
GLAXO WELLCOME	9/17/2004	10/08/2014	400.00	18,095.60	17,172.08	923.52	.00
GLAXO WELLCOME	9/17/2004	10/09/2014	200.00	9,145.30	8,586.04	559.26	.00
GLAXO WELLCOME	9/27/2004	10/10/2014	300.00	13,308.18	12,839.73	468.45	.00
HEWLETT PACKARD CO.	3/07/2011	9/04/2014	600.00	22,689.45	25,545.78	.00	2,856.33
HEWLETT PACKARD CO.	3/07/2011	9/05/2014	400.00	15,009.38	17,030.52	.00	2,021.14

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
HEWLETT PACKARD CO.	3/07/2011	9/09/2014	200.00	7,397.83	8,515.26	.00	1,117.43
HEWLETT PACKARD CO.	3/07/2011	9/09/2014	200.00	7,403.93	8,515.26	.00	1,111.33
HEWLETT PACKARD CO.	3/07/2011	9/11/2014	200.00	7,394.41	8,515.26	.00	1,120.85
HEWLETT PACKARD CO.	3/07/2011	9/18/2014	400.00	14,827.67	17,030.52	.00	2,202.85
HEWLETT PACKARD CO.	3/07/2011	10/28/2014	400.00	14,210.64	17,030.52	.00	2,819.88
HEWLETT PACKARD CO.	3/07/2011	10/29/2014	500.00	17,779.35	21,288.15	.00	3,508.80
HEWLETT PACKARD CO.	9/02/2010	10/30/2014	300.00	10,603.35	11,827.47	.00	1,224.12
HEWLETT PACKARD CO.	3/07/2011	10/30/2014	100.00	3,534.45	4,257.63	.00	723.18
HEWLETT PACKARD CO.	9/02/2010	10/31/2014	900.00	32,277.78	35,482.41	.00	3,204.63
HEWLETT PACKARD CO.	9/02/2010	11/03/2014	300.00	10,789.05	11,827.47	.00	1,038.42
HEWLETT PACKARD CO.	6/17/2011	11/04/2014	300.00	10,832.52	10,501.50	331.02	.00
HEWLETT PACKARD CO.	6/17/2011	11/05/2014	200.00	7,212.18	7,001.00	211.18	.00
HEWLETT PACKARD CO.	6/17/2011	11/19/2014	2,000.00	74,382.75	70,010.00	4,372.75	.00
HSBC HOLDINGS PLC	4/26/2007	10/01/2014	142.00	7,161.27	13,170.71	.00	6,009.44
HSBC HOLDINGS PLC	5/29/2007	10/01/2014	158.00	7,968.17	14,657.31	.00	6,689.14
HSBC HOLDINGS PLC	4/26/2007	10/02/2014	258.00	12,836.50	23,929.89	.00	11,093.39
HSBC HOLDINGS PLC	5/30/2007	10/02/2014	142.00	7,065.05	13,120.16	.00	6,055.11
HSBC HOLDINGS PLC	5/30/2007	10/03/2014	58.00	2,929.42	5,358.94	.00	2,429.52
HSBC HOLDINGS PLC	2/09/2011	10/03/2014	642.00	32,425.74	37,354.77	.00	4,929.03
HSBC HOLDINGS PLC	2/09/2011	10/06/2014	300.00	15,255.41	17,455.50	.00	2,200.09
HSBC HOLDINGS PLC	1/14/2009	10/07/2014	49.00	2,488.49	2,427.83	60.66	.00
HSBC HOLDINGS PLC	4/08/2009	10/07/2014	146.00	7,414.71	2,699.18	4,715.53	.00
HSBC HOLDINGS PLC	5/06/2009	10/07/2014	47.00	2,386.93	1,355.94	1,030.99	.00
HSBC HOLDINGS PLC	2/09/2011	10/07/2014	58.00	2,945.57	3,374.73	.00	429.16

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
HSBC HOLDINGS PLC	4/08/2009	10/08/2014	600.00	30,714.82	11,092.54	19,622.28	.00
HSBC HOLDINGS PLC	4/08/2009	10/09/2014	200.00	10,049.81	3,697.51	6,352.30	.00
HSBC HOLDINGS PLC	4/08/2009	10/10/2014	200.00	9,983.31	3,697.51	6,285.80	.00
LIBERTY VENTURES SER A CO	8/10/2004	10/30/2014	.36	11.84	5.48	6.36	.00
PANASONIC CORP. (MATSUSHI	4/24/2003	9/03/2014	1,700.00	21,055.35	13,278.87	7,776.48	.00
PANASONIC CORP. (MATSUSHI	4/24/2003	9/04/2014	400.00	4,949.48	3,124.44	1,825.04	.00
PANASONIC CORP. (MATSUSHI	4/24/2003	9/08/2014	400.00	4,910.84	3,124.44	1,786.40	.00
PANASONIC CORP. (MATSUSHI	4/24/2003	9/09/2014	800.00	9,758.80	6,248.88	3,509.92	.00
PANASONIC CORP. (MATSUSHI	4/24/2003	9/10/2014	900.00	10,951.65	7,029.99	3,921.66	.00
PANASONIC CORP. (MATSUSHI	4/24/2003	9/11/2014	700.00	8,566.32	5,467.77	3,098.55	.00
PANASONIC CORP. (MATSUSHI	4/24/2003	9/17/2014	400.00	4,887.85	3,124.44	1,763.41	.00
PANASONIC CORP. (MATSUSHI	4/24/2003	9/17/2014	400.00	4,854.36	3,124.44	1,729.92	.00
PANASONIC CORP. (MATSUSHI	4/24/2003	9/26/2014	400.00	4,784.80	3,124.44	1,660.36	.00
PANASONIC CORP. (MATSUSHI	4/24/2003	9/29/2014	400.00	4,773.48	3,124.44	1,649.04	.00
PANASONIC CORP. (MATSUSHI	3/15/2013	9/30/2014	400.00	4,797.04	2,874.08	1,922.96	.00
PANASONIC CORP. (MATSUSHI	3/15/2013	10/08/2014	400.00	4,634.52	2,874.08	1,760.44	.00
PANASONIC CORP. (MATSUSHI	3/15/2013	10/31/2014	400.00	4,835.73	2,874.08	1,961.65	.00
PANASONIC CORP. (MATSUSHI	3/15/2013	10/31/2014	700.00	8,164.66	5,029.64	3,135.02	.00
PANASONIC CORP. (MATSUSHI	3/15/2013	11/04/2014	400.00	4,847.89	2,874.08	1,973.81	.00
PANASONIC CORP. (MATSUSHI	3/15/2013	11/04/2014	1,800.00	22,015.31	12,933.36	9,081.95	.00
PANASONIC CORP. (MATSUSHI	3/15/2013	11/05/2014	1,100.00	13,258.41	7,903.72	5,354.69	.00
PANASONIC CORP. (MATSUSHI	3/15/2013	11/06/2014	900.00	10,817.58	6,466.68	4,350.90	.00
PANASONIC CORP. (MATSUSHI	3/15/2013	11/07/2014	400.00	4,820.69	2,874.08	1,946.61	.00
MCGRAW HILL COS INC.	1/03/2011	7/15/2014	200.00	16,664.11	7,301.76	9,362.35	.00

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GAIN ON SALES OF ASSETS-LONG TERM 2014

DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
MCGRAW HILL COS INC.	1/03/2011	7/16/2014	200.00	16,511.25	7,301.76	9,209.49	.00
MCGRAW HILL COS INC.	12/16/2010	7/18/2014	200.00	16,461.80	7,297.78	9,164.02	.00
MCGRAW HILL COS INC.	12/30/2010	7/18/2014	200.00	16,461.79	7,263.54	9,198.25	.00
MCGRAW HILL COS INC.	12/14/2010	7/21/2014	200.00	16,351.35	7,262.90	9,088.45	.00
MCGRAW HILL COS INC.	12/14/2010	7/23/2014	200.00	16,546.51	7,262.90	9,283.61	.00
MCGRAW HILL COS INC.	12/17/2010	7/24/2014	200.00	16,337.36	7,259.76	9,077.60	.00
MCGRAW HILL COS INC.	12/20/2010	7/24/2014	200.00	16,337.35	7,251.84	9,085.51	.00
MCGRAW HILL COS INC.	12/22/2010	7/25/2014	200.00	16,431.69	7,213.26	9,218.43	.00
MCGRAW HILL COS INC.	12/22/2010	7/28/2014	200.00	16,417.25	7,213.26	9,203.99	.00
MCGRAW HILL COS INC.	12/22/2010	7/29/2014	200.00	16,346.95	7,213.26	9,133.69	.00
MCGRAW HILL COS INC.	12/22/2010	7/30/2014	100.00	8,167.36	3,606.63	4,560.73	.00
MCGRAW HILL COS INC.	12/28/2010	7/30/2014	200.00	16,334.71	7,212.06	9,122.65	.00
MERCK & CO INC. NEW	3/31/2011	3/04/2014	200.00	11,391.08	6,635.00	4,756.08	.00
MERCK & CO INC. NEW	3/31/2011	3/05/2014	400.00	22,730.12	13,270.00	9,460.12	.00
MERCK & CO INC. NEW	3/31/2011	3/06/2014	400.00	22,963.12	13,270.00	9,693.12	.00
MERCK & CO INC. NEW	2/25/2009	3/06/2014	100.00	5,740.78	2,833.50	2,907.28	.00
MERCK & CO INC. NEW	2/25/2009	3/07/2014	400.00	22,975.92	11,334.00	11,641.92	.00
MERCK & CO INC. NEW	2/25/2009	3/10/2014	300.00	17,177.73	8,500.50	8,677.23	.00
MERCK & CO INC. NEW	2/25/2009	3/11/2014	300.00	17,095.83	8,500.50	8,595.33	.00
MERCK & CO INC. NEW	2/25/2009	3/12/2014	500.00	28,357.45	14,167.50	14,189.95	.00
MERCK & CO INC. NEW	2/25/2009	3/14/2014	300.00	16,709.87	8,500.50	8,209.37	.00
MERCK & CO INC. NEW	2/25/2009	3/14/2014	600.00	33,519.39	17,001.00	16,518.39	.00
MERCK & CO INC. NEW	2/25/2009	3/17/2014	300.00	16,885.12	8,500.50	8,384.62	.00
MERCK & CO INC. NEW	2/25/2009	5/22/2014	500.00	28,219.17	14,167.50	14,051.67	.00

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GAIN ON SALES OF ASSETS-LONG TERM 2014

DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
MERCK & CO INC. NEW	2/25/2009	5/23/2014	300.00	17,056.09	8,500.50	8,555.59	.00
MERCK & CO INC. NEW	2/25/2009	5/27/2014	400.00	22,700.29	11,334.00	11,366.29	.00
MERCK & CO INC. NEW	4/07/2009	5/28/2014	200.00	11,301.69	5,251.00	6,050.69	.00
MERCK & CO INC. NEW	4/07/2009	11/19/2014	800.00	47,563.42	21,004.00	26,559.42	.00
MERCK & CO INC. NEW	6/09/2009	11/19/2014	100.00	5,945.43	2,599.70	3,345.73	.00
NOKIA CORP	8/06/2009	8/01/2014	1,400.00	10,962.88	18,565.12	.00	7,602.24
NOKIA CORP	8/07/2009	8/01/2014	1,600.00	12,529.00	21,212.80	.00	8,683.80
NOKIA CORP	7/31/2009	8/01/2014	2,300.00	18,010.44	30,247.07	.00	12,236.63
NOKIA CORP	6/13/2011	8/01/2014	200.00	1,566.12	1,246.98	319.14	.00
NOKIA CORP	6/13/2011	8/04/2014	4,000.00	31,384.10	24,939.60	6,444.50	.00
NOKIA CORP	6/13/2011	8/05/2014	4,500.00	35,536.61	28,057.05	7,479.56	.00
NOKIA CORP	6/13/2011	8/06/2014	1,600.00	12,436.84	9,975.84	2,461.00	.00
NOKIA CORP	6/13/2011	8/07/2014	1,500.00	11,660.44	9,352.35	2,308.09	.00
NOKIA CORP	7/29/2011	8/07/2014	100.00	777.36	580.50	196.86	.00
NOKIA CORP	7/29/2011	8/11/2014	800.00	6,218.58	4,644.00	1,574.58	.00
NOKIA CORP	7/29/2011	8/15/2014	800.00	6,247.86	4,644.00	1,603.86	.00
NOKIA CORP	7/29/2011	8/18/2014	2,100.00	16,379.63	12,190.50	4,189.13	.00
NOKIA CORP	7/29/2011	8/19/2014	1,100.00	8,721.27	6,385.50	2,335.77	.00
NOKIA CORP	12/24/2012	8/19/2014	7,600.00	60,256.02	30,058.00	30,198.02	.00
NOKIA CORP	12/24/2012	10/28/2014	800.00	6,744.65	3,164.00	3,580.65	.00
NOKIA CORP	12/24/2012	10/28/2014	3,100.00	25,964.40	12,260.50	13,703.90	.00
NOKIA CORP	12/24/2012	10/29/2014	1,900.00	15,783.90	7,514.50	8,269.40	.00
NOKIA CORP	12/24/2012	10/30/2014	1,600.00	13,182.58	6,328.00	6,854.58	.00
NOKIA CORP	5/28/2013	10/30/2014	100.00	823.91	361.50	462.41	.00

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GAIN ON SALES OF ASSETS-LONG TERM 2014

DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
NOKIA CORP	5/28/2013	10/30/2014	800.00	6,591.85	2,892.00	3,699.85	.00
NOKIA CORP	5/28/2013	10/31/2014	800.00	6,619.29	2,892.00	3,727.29	.00
NOKIA CORP	5/28/2013	10/31/2014	2,400.00	19,861.00	8,676.00	11,185.00	.00
NOKIA CORP	5/28/2013	11/03/2014	800.00	6,704.25	2,892.00	3,812.25	.00
NOKIA CORP	5/28/2013	11/03/2014	1,400.00	11,733.28	5,061.00	6,672.28	.00
PFIZER INC. (PHARMACIA)	4/16/2013	5/27/2014	400.00	11,843.66	12,329.52	.00	485.86
PFIZER INC. (PHARMACIA)	9/11/2012	5/27/2014	600.00	17,765.48	14,486.70	3,278.78	.00
PFIZER INC. (PHARMACIA)	9/11/2012	5/28/2014	900.00	26,730.57	21,730.05	5,000.52	.00
PFIZER INC. (PHARMACIA)	9/11/2012	5/29/2014	1,200.00	35,543.21	28,973.40	6,569.81	.00
PFIZER INC. (PHARMACIA)	9/11/2012	5/30/2014	300.00	8,884.12	7,243.35	1,640.77	.00
PFIZER INC. (PHARMACIA)	11/06/1996	5/30/2014	224.00	6,633.48	4,565.91	2,067.57	.00
PFIZER INC. (PHARMACIA)	5/30/1997	5/30/2014	576.00	17,057.51	11,088.36	5,969.15	.00
PFIZER INC. (PHARMACIA)	5/30/1997	6/03/2014	90.00	2,665.29	1,732.56	932.73	.00
PFIZER INC. (PHARMACIA)	10/28/1997	6/03/2014	310.00	9,180.44	5,426.50	3,753.94	.00
PFIZER INC. (PHARMACIA)	10/28/1997	6/03/2014	523.00	15,531.81	9,155.04	6,376.77	.00
PFIZER INC. (PHARMACIA)	4/13/2010	6/03/2014	77.00	2,286.71	1,321.60	965.11	.00
PFIZER INC. (PHARMACIA)	4/13/2010	6/04/2014	600.00	17,794.34	10,298.22	7,496.12	.00
PFIZER INC. (PHARMACIA)	4/13/2010	6/05/2014	300.00	8,857.03	5,149.11	3,707.92	.00
ROCHE HOLDING LTD	11/01/2012	2/21/2014	1,000.00	75,343.68	48,024.20	27,319.48	.00
SANOFI-AVENTIS ADR	9/02/2005	11/19/2014	1,400.00	67,435.52	60,054.46	7,381.06	.00
SPRINT CORP NEW	12/15/2006	1/14/2014	549.65	5,047.79	11,076.74	.00	6,028.95
SPRINT CORP NEW	12/18/2006	1/14/2014	340.26	3,124.83	6,818.71	.00	3,693.88
SPRINT CORP NEW	12/08/2006	1/14/2014	235.56	2,163.34	4,713.06	.00	2,549.72
SPRINT CORP NEW	12/19/2006	1/14/2014	287.91	2,644.08	5,713.74	.00	3,069.66

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
SPRINT CORP NEW	12/20/2006	1/14/2014	235.56	2,163.34	4,669.31	.00	2,505.97
SPRINT CORP NEW	12/21/2006	1/14/2014	51.05	468.80	1,008.46	.00	539.66
SPRINT CORP NEW	12/21/2006	1/15/2014	158.34	1,455.16	3,128.18	.00	1,673.02
SPRINT CORP NEW	12/26/2006	1/15/2014	157.04	1,443.20	3,086.17	.00	1,642.97
SPRINT CORP NEW	12/22/2006	1/15/2014	104.70	962.13	2,055.97	.00	1,093.84
SPRINT CORP NEW	1/11/2007	1/15/2014	379.92	3,491.38	7,017.80	.00	3,526.42
SPRINT CORP NEW	1/11/2007	1/17/2014	431.47	3,943.59	7,970.12	.00	4,026.53
SPRINT CORP NEW	1/10/2007	1/17/2014	1,168.53	10,680.15	21,461.87	.00	10,781.72
SPRINT CORP NEW	1/10/2007	1/21/2014	375.73	3,402.06	6,900.88	.00	3,498.82
SPRINT CORP NEW	10/24/2006	1/21/2014	130.87	1,184.96	2,322.68	.00	1,137.72
SPRINT CORP NEW	11/12/2007	1/21/2014	293.40	2,656.61	4,907.39	.00	2,250.78
SPRINT CORP NEW	11/12/2007	1/27/2014	491.82	4,351.40	8,226.04	.00	3,874.64
SPRINT CORP NEW	2/01/2008	1/27/2014	808.19	7,150.53	8,735.29	.00	1,584.76
SPRINT CORP NEW	2/01/2008	1/27/2014	800.00	7,144.99	8,646.83	.00	1,501.84
SPRINT CORP NEW	2/01/2008	1/28/2014	223.99	2,003.51	2,420.95	.00	417.44
SPRINT CORP NEW	3/14/2008	1/28/2014	1,076.01	9,624.78	6,787.52	2,837.26	.00
TIME INC. NEW	11/10/2011	6/25/2014	5.50	133.35	50.64	82.71	.00
UNILEVER PLC	5/06/2011	10/30/2014	200.00	7,950.22	6,456.58	1,493.64	.00
UNILEVER PLC	5/06/2011	10/31/2014	100.00	4,039.14	3,228.29	810.85	.00
UNILEVER PLC	5/10/2011	10/31/2014	200.00	8,049.82	6,435.68	1,614.14	.00
UNILEVER PLC	5/17/2011	10/31/2014	200.00	8,049.82	6,403.82	1,646.00	.00
UNILEVER PLC	5/27/2011	10/31/2014	100.00	4,024.91	3,201.32	823.59	.00
UNILEVER PLC	6/08/2011	10/31/2014	200.00	8,078.28	6,455.96	1,622.32	.00
UNILEVER PLC	5/20/2011	11/03/2014	100.00	3,976.28	3,187.82	788.46	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
UNILEVER PLC	5/20/2011	11/03/2014	100.00	3,986.46	3,187.82	798.64	.00
UNILEVER PLC	5/26/2011	11/03/2014	300.00	11,928.84	9,508.86	2,419.98	.00
UNILEVER PLC	5/27/2011	11/03/2014	100.00	3,986.46	3,201.32	785.14	.00
UNILEVER PLC	5/23/2011	11/04/2014	100.00	3,999.59	3,160.82	838.77	.00
UNILEVER PLC	5/23/2011	11/04/2014	200.00	7,969.36	6,321.64	1,647.72	.00
UNILEVER PLC	5/24/2011	11/04/2014	200.00	7,969.36	6,323.38	1,645.98	.00
UNILEVER PLC	5/26/2011	11/04/2014	100.00	3,984.68	3,169.62	815.06	.00
UNILEVER PLC	8/03/2011	11/04/2014	100.00	3,999.59	3,152.29	847.30	.00
UNILEVER PLC	8/03/2011	11/05/2014	200.00	7,984.88	6,304.58	1,680.30	.00
UNILEVER PLC	8/03/2011	11/06/2014	400.00	15,991.24	12,609.16	3,382.08	.00
UNILEVER PLC	8/03/2011	11/07/2014	200.00	7,972.60	6,304.58	1,668.02	.00
UNILEVER PLC	8/03/2011	11/10/2014	200.00	8,043.02	6,304.58	1,738.44	.00
UNILEVER PLC	8/03/2011	11/10/2014	700.00	28,153.58	22,066.03	6,087.55	.00
VERIZON COMMUNICATIONS	6/07/2010	3/17/2014	200.00	9,277.79	9,623.00	.00	345.21
VERIZON COMMUNICATIONS	6/07/2010	3/18/2014	1,009.00	47,058.71	48,548.04	.00	1,489.33
VODAFONE GROUP PLC NEW	7/31/2009	3/05/2014	.91	37.29	33.91	3.38	.00
VODAFONE GROUP PLC NEW	8/03/2009	3/05/2014	.09	3.73	3.46	.27	.00
VODAFONE GROUP PLC NEW	8/17/2009	3/05/2014	.73	29.83	27.51	2.32	.00
VODAFONE GROUP PLC NEW	1/22/2010	3/05/2014	.45	18.66	18.15	.51	.00
VODAFONE GROUP PLC NEW	6/07/2010	3/05/2014	.91	37.32	33.49	3.83	.00
VODAFONE GROUP PLC NEW	1/22/2010	4/10/2014	545.00	19,987.32	21,737.95	.00	1,750.63
VODAFONE GROUP PLC NEW	8/03/2009	4/10/2014	55.00	2,017.07	2,092.84	.00	75.77
VODAFONE GROUP PLC NEW	8/03/2009	4/11/2014	54.00	1,945.87	2,054.78	.00	108.91
VODAFONE GROUP PLC NEW	8/17/2009	4/11/2014	146.00	5,261.05	5,521.69	.00	260.64

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
VODAFONE GROUP PLC NEW	8/17/2009	4/14/2014	126.00	4,467.99	4,765.30	.00	297.31
VODAFONE GROUP PLC NEW	7/31/2009	4/14/2014	174.00	6,170.07	6,486.83	.00	316.76
VODAFONE GROUP PLC NEW	7/31/2009	4/15/2014	200.00	7,083.74	7,456.12	.00	372.38
VODAFONE GROUP PLC NEW	7/31/2009	4/16/2014	116.00	4,108.76	4,324.55	.00	215.79
VODAFONE GROUP PLC NEW	6/07/2010	4/16/2014	684.00	24,227.49	25,171.27	.00	943.78
VODAFONE GROUP PLC NEW	6/07/2010	4/17/2014	406.00	14,513.52	14,940.84	.00	427.32
VULCAN MATERIALS CO.	10/15/2010	3/31/2014	200.00	13,291.64	7,257.52	6,034.12	.00
VULCAN MATERIALS CO.	10/21/2010	4/01/2014	200.00	13,270.40	7,197.76	6,072.64	.00
VULCAN MATERIALS CO.	10/20/2010	4/03/2014	200.00	13,303.72	7,169.40	6,134.32	.00
VULCAN MATERIALS CO.	7/29/2011	4/07/2014	400.00	26,638.29	13,663.32	12,974.97	.00
VULCAN MATERIALS CO.	7/29/2011	4/09/2014	200.00	12,997.77	6,831.66	6,166.11	.00
VULCAN MATERIALS CO.	7/29/2011	4/11/2014	200.00	12,881.71	6,831.66	6,050.05	.00
VULCAN MATERIALS CO.	7/29/2011	4/17/2014	200.00	12,978.43	6,831.66	6,146.77	.00
VULCAN MATERIALS CO.	7/29/2011	4/21/2014	200.00	13,059.49	6,831.66	6,227.83	.00
VULCAN MATERIALS CO.	7/29/2011	4/22/2014	300.00	19,667.11	10,247.49	9,419.62	.00
XEROX CORP.	4/06/2001	2/04/2014	400.00	4,151.12	2,047.32	2,103.80	.00
XEROX CORP.	4/06/2001	2/05/2014	400.00	4,132.72	2,047.32	2,085.40	.00
XEROX CORP.	4/06/2001	2/07/2014	5,400.00	56,113.12	27,638.82	28,474.30	.00
XEROX CORP.	4/06/2001	2/10/2014	2,100.00	21,776.61	10,748.43	11,028.18	.00
XEROX CORP.	4/06/2001	2/11/2014	1,100.00	11,513.16	5,630.13	5,883.03	.00
XEROX CORP.	4/06/2001	2/12/2014	500.00	5,325.05	2,559.15	2,765.90	.00
XEROX CORP.	4/06/2001	2/14/2014	800.00	8,627.52	4,094.64	4,532.88	.00
XEROX CORP.	4/06/2001	2/18/2014	400.00	4,318.24	2,047.32	2,270.92	.00
XEROX CORP.	4/06/2001	2/19/2014	400.00	4,290.28	2,047.32	2,242.96	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
XEROX CORP.	4/06/2001	2/21/2014	700.00	7,522.28	3,582.81	3,939.47	.00
XEROX CORP.	12/26/2000	2/21/2014	400.00	4,298.44	1,980.28	2,318.16	.00
XEROX CORP.	12/26/2000	2/24/2014	400.00	4,309.76	1,980.28	2,329.48	.00
XEROX CORP.	12/26/2000	2/25/2014	400.00	4,279.44	1,980.28	2,299.16	.00
XEROX CORP.	12/26/2000	2/26/2014	500.00	5,379.65	2,475.35	2,904.30	.00
XEROX CORP.	12/26/2000	2/27/2014	200.00	2,193.92	990.14	1,203.78	.00
XEROX CORP.	12/27/2000	2/27/2014	400.00	4,387.84	1,973.04	2,414.80	.00
XEROX CORP.	12/27/2000	2/28/2014	400.00	4,387.76	1,973.04	2,414.72	.00
XEROX CORP.	12/27/2000	3/03/2014	400.00	4,354.24	1,973.04	2,381.20	.00
XEROX CORP.	12/27/2000	3/04/2014	400.00	4,426.00	1,973.04	2,452.96	.00

*** CORPORATE STOCK-DODGE		***	186,489.95	4,915,932.45	3,432,010.46	1,483,921.99	.00
CORPORATE STOCK-SAROFIM							
ABBOTT LABS.	4/09/1997	12/04/2014	2,000.00	90,941.39	25,277.95	65,663.44	.00
ABBOTT LABS.	6/30/1997	12/04/2014	600.00	27,282.42	8,949.98	18,332.44	.00
ABBOTT LABS.	9/19/1997	12/04/2014	400.00	18,188.28	5,747.32	12,440.96	.00
ABBOTT LABS.	4/02/1998	12/04/2014	600.00	27,282.42	10,426.23	16,856.19	.00
ABBOTT LABS.	4/06/1998	12/04/2014	200.00	9,094.14	3,481.03	5,613.11	.00
ABBOTT LABS.	4/06/1998	12/04/2014	200.00	9,094.14	3,481.03	5,613.11	.00
ABBOTT LABS.	5/14/1998	12/04/2014	800.00	36,376.55	13,080.56	23,295.99	.00
ABBOTT LABS.	4/07/2003	12/04/2014	2,000.00	90,941.39	36,550.34	54,391.05	.00
ABBOTT LABS.	3/05/2009	12/04/2014	1,000.00	45,470.69	21,977.39	23,493.30	.00
ABBOTT LABS.	10/27/2010	12/04/2014	1,000.00	45,470.69	24,558.45	20,912.24	.00
ABBOTT LABS.	6/03/2013	12/04/2014	2,000.00	90,941.39	72,650.00	18,291.39	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
ABBVIE INC.	4/09/1997	12/04/2014	2,000.00	138,900.33	27,411.78	111,488.55	.00
ABBVIE INC.	6/30/1997	12/04/2014	600.00	41,670.10	9,705.48	31,964.62	.00
ABBVIE INC.	9/19/1997	12/04/2014	400.00	27,780.07	6,232.48	21,547.59	.00
ABBVIE INC.	4/02/1998	12/04/2014	600.00	41,670.10	11,306.35	30,363.75	.00
ABBVIE INC.	4/06/1998	12/04/2014	200.00	13,890.03	3,774.89	10,115.14	.00
ABBVIE INC.	4/06/1998	12/04/2014	200.00	13,890.03	3,774.89	10,115.14	.00
ABBVIE INC.	5/14/1998	12/04/2014	800.00	55,560.13	14,184.75	41,375.38	.00
ABBVIE INC.	4/07/2003	12/04/2014	2,000.00	138,900.33	39,635.72	99,264.61	.00
ABBVIE INC.	3/05/2009	12/04/2014	1,000.00	69,450.16	23,832.61	45,617.55	.00
ABBVIE INC.	10/27/2010	12/04/2014	1,000.00	69,450.17	26,631.55	42,818.62	.00
ABBVIE INC.	6/03/2013	12/04/2014	1,000.00	69,450.16	43,146.00	26,304.16	.00
ACE LIMITED	7/03/2013	12/04/2014	1,600.00	185,746.62	141,059.84	44,686.78	.00
ACE LIMITED	11/20/2013	12/04/2014	1,500.00	174,137.45	146,561.10	27,576.35	.00
ASML HOLDING N V	11/20/2013	12/04/2014	1,700.00	182,687.82	152,100.70	30,587.12	.00
AIR PRODUCTS & CHEMICALS	1/27/2011	12/04/2014	1,000.00	145,816.48	87,473.00	58,343.48	.00
AIR PRODUCTS & CHEMICALS	3/22/2011	12/04/2014	200.00	29,163.29	17,575.94	11,587.35	.00
AIR PRODUCTS & CHEMICALS	10/13/2011	12/04/2014	600.00	87,489.89	49,099.98	38,389.91	.00
ALTRIA GROUP INC.	4/09/1997	12/04/2014	3,600.00	182,932.47	31,714.99	151,217.48	.00
ALTRIA GROUP INC.	4/10/1997	12/04/2014	900.00	45,733.12	7,980.79	37,752.33	.00
ALTRIA GROUP INC.	5/14/1998	12/04/2014	1,000.00	50,814.58	8,472.00	42,342.58	.00
ALTRIA GROUP INC.	3/28/2001	12/04/2014	5,500.00	279,480.17	59,451.70	220,028.47	.00
ALTRIA GROUP INC.	6/07/2001	12/04/2014	3,000.00	152,443.73	33,482.99	118,960.74	.00
ALTRIA GROUP INC.	10/10/2001	12/04/2014	1,000.00	50,814.58	11,762.40	39,052.18	.00
ALTRIA GROUP INC.	12/21/2001	12/04/2014	1,000.00	50,814.57	10,827.90	39,986.67	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
AMERICAN EXPRESS CO.	4/10/2001	12/04/2014	1,000.00	91,703.27	33,567.75	58,135.52	.00
AMERICAN EXPRESS CO.	4/15/2003	12/04/2014	4,000.00	366,813.09	128,518.55	238,294.54	.00
APPLE COMPUTER INC.	11/21/2007	12/04/2014	7,000.00	810,652.08	169,894.00	640,758.08	.00
APPLE COMPUTER INC.	2/26/2008	12/04/2014	7,000.00	810,652.08	117,750.00	692,902.08	.00
APPLE COMPUTER INC.	3/05/2009	12/04/2014	2,800.00	324,260.83	35,512.00	288,748.83	.00
AUTOMATIC DATA PROCESSING	10/20/2005	12/04/2014	5,000.00	429,759.00	169,795.50	259,963.50	.00
AUTOMATIC DATA PROCESSING	12/15/2006	12/04/2014	3,000.00	257,855.40	117,526.09	140,329.31	.00
BLACKROCK INC.	10/13/2011	12/04/2014	750.00	269,794.69	114,847.50	154,947.19	.00
BLACKROCK INC.	3/01/2012	12/04/2014	300.00	107,917.87	59,593.11	48,324.76	.00
BLACKROCK INC.	6/08/2012	12/04/2014	200.00	71,945.25	34,408.00	37,537.25	.00
BLACKROCK INC.	7/03/2013	12/04/2014	400.00	143,890.50	101,953.40	41,937.10	.00
CDK GLOBAL	12/15/2006	10/22/2014	.66	18.43	11.13	7.30	.00
CDK GLOBAL	10/20/2005	12/04/2014	1,666.00	67,654.01	24,120.43	43,533.58	.00
CDK GLOBAL	12/15/2006	12/04/2014	1,000.00	40,565.34	16,684.13	23,881.21	.00
CANADIAN PACIFIC RAILWAY	7/03/2013	12/04/2014	1,200.00	232,143.15	145,532.52	86,610.63	.00
CALIFORNIA RESOURCES CORP	5/11/2011	12/04/2014	200.00	1,386.39	1,855.76	.00	469.37
CALIFORNIA RESOURCES CORP	10/13/2011	12/04/2014	800.00	5,545.56	5,567.78	.00	22.22
CALIFORNIA RESOURCES CORP	12/01/2004	12/04/2014	1,600.00	11,091.11	4,181.30	6,909.81	.00
CATERPILLAR, INC.	7/19/2006	12/04/2014	3,500.00	349,573.32	247,551.50	102,021.82	.00
CHEVRON CORP. NEW	4/09/1997	12/04/2014	2,000.00	223,916.25	65,560.00	158,356.25	.00
CHEVRON CORP. NEW	4/10/1997	12/04/2014	500.00	55,979.06	16,202.50	39,776.56	.00
CHEVRON CORP. NEW	5/14/1998	12/04/2014	600.00	67,174.88	25,818.00	41,356.88	.00
CHEVRON CORP. NEW	3/28/2001	12/04/2014	1,000.00	111,958.12	43,030.00	68,928.12	.00
CHEVRON CORP. NEW	4/05/2001	12/04/2014	1,500.00	167,937.19	66,795.00	101,142.19	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
CHEVRON CORP. NEW	6/24/2003	12/04/2014	2,000.00	223,916.25	73,649.00	150,267.25	.00
CHEVRON CORP. NEW	6/08/2012	12/04/2014	900.00	100,762.31	90,036.00	10,726.31	.00
COCA COLA CO	4/09/1997	12/04/2014	6,000.00	260,840.63	171,180.00	89,660.63	.00
COCA COLA CO.	4/10/1997	12/04/2014	1,600.00	69,557.50	45,848.00	23,709.50	.00
COCA COLA CO.	6/30/1997	12/04/2014	400.00	17,389.38	14,037.00	3,352.38	.00
COCA COLA CO.	4/02/1998	12/04/2014	2,000.00	86,946.88	80,372.50	6,574.38	.00
COCA COLA CO.	4/06/1998	12/04/2014	1,000.00	43,473.44	40,155.00	3,318.44	.00
COCA COLA CO.	5/14/1998	12/04/2014	1,000.00	43,473.44	39,123.75	4,349.69	.00
COCA COLA CO.	5/15/1998	12/04/2014	1,000.00	43,473.44	39,092.50	4,380.94	.00
COCA COLA CO.	4/15/2003	12/04/2014	7,000.00	304,314.07	149,864.05	154,450.02	.00
COCA COLA CO.	11/26/2003	12/04/2014	4,000.00	173,893.75	92,760.00	81,133.75	.00
COCA COLA CO.	3/26/2004	12/04/2014	4,000.00	173,893.75	97,627.00	76,266.75	.00
COCA COLA CO.	5/20/2010	12/04/2014	2,000.00	86,946.88	52,321.00	34,625.88	.00
COMCAST CORP.	7/03/2013	12/04/2014	7,000.00	394,595.27	286,199.20	108,396.07	.00
CONOCO PHILLIPS	9/28/2004	12/04/2014	4,000.00	276,735.88	126,714.70	150,021.18	.00
CONOCO PHILLIPS	12/01/2004	12/04/2014	2,000.00	138,367.94	69,200.05	69,167.89	.00
CONOCO PHILLIPS	7/21/2005	12/04/2014	2,000.00	138,367.94	91,774.07	46,593.87	.00
CONOCO PHILLIPS	10/20/2005	12/04/2014	1,500.00	103,775.96	65,989.80	37,786.16	.00
DIAGEO PLC	1/11/2013	12/04/2014	2,200.00	267,275.83	254,607.10	12,668.73	.00
DISNEY WALT CO.	3/12/2010	12/04/2014	4,000.00	372,279.77	134,190.80	238,088.97	.00
DISNEY WALT CO.	3/22/2011	12/04/2014	1,000.00	93,069.94	41,860.00	51,209.94	.00
EOG RESOURCES INC.	7/03/2013	12/04/2014	2,000.00	182,704.56	137,480.80	45,223.76	.00
EXXON MOBIL CORPORATION	4/09/1997	12/04/2014	3,168.75	298,757.87	75,636.00	223,121.87	.00
EXXON MOBIL CORPORATION	4/09/1997	12/04/2014	3,199.25	301,632.54	83,628.39	218,004.15	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
EXXON MOBIL CORPORATION	10/15/1997	12/04/2014	800.00	75,425.93	26,049.00	49,376.93	.00
EXXON MOBIL CORPORATION	4/02/1998	12/04/2014	792.00	74,671.68	23,774.25	50,897.43	.00
EXXON MOBIL CORPORATION	5/15/1998	12/04/2014	1,000.00	94,282.42	37,248.75	57,033.67	.00
EXXON MOBIL CORPORATION	5/15/1998	12/04/2014	2,640.00	248,905.58	81,185.00	167,720.58	.00
EXXON MOBIL CORPORATION	6/22/1998	12/04/2014	2,000.00	188,564.83	71,435.00	117,129.83	.00
EXXON MOBIL CORPORATION	3/28/2001	12/04/2014	1,400.00	131,995.38	54,698.00	77,297.38	.00
EXXON MOBIL CORPORATION	12/03/2001	12/04/2014	3,000.00	282,847.25	113,610.00	169,237.25	.00
EXXON MOBIL CORPORATION	4/07/2003	12/04/2014	2,000.00	188,564.83	70,808.00	117,756.83	.00
EXXON MOBIL CORPORATION	11/26/2003	12/04/2014	2,000.00	188,564.83	71,900.00	116,664.83	.00
FRANKLIN RESOURCES INC.	6/10/2008	12/04/2014	3,000.00	173,682.36	99,413.00	74,269.36	.00
FRANKLIN RESOURCES INC.	9/30/2008	12/04/2014	3,000.00	173,682.36	91,293.50	82,388.86	.00
FRANKLIN RESOURCES INC.	7/03/2013	12/04/2014	3,000.00	173,682.36	137,629.40	36,052.96	.00
FREEPORT COPPER & GOLD CL	9/30/2008	10/17/2014	800.00	24,344.18	22,524.00	1,820.18	.00
FREEPORT COPPER & GOLD CL	5/20/2010	10/17/2014	1,200.00	36,516.27	38,625.00	.00	2,108.73
FREEPORT COPPER & GOLD CL	1/27/2011	10/17/2014	1,000.00	30,430.23	55,327.50	.00	24,897.27
FREEPORT COPPER & GOLD CL	6/10/2008	10/17/2014	4,000.00	121,720.90	235,896.60	.00	114,175.70
GENERAL ELEC CO.	3/28/2001	6/10/2014	1,600.00	43,623.03	65,920.00	.00	22,296.97
GENERAL ELEC CO.	12/03/2001	6/10/2014	400.00	10,905.76	14,908.00	.00	4,002.24
GENERAL ELEC CO.	12/03/2001	9/08/2014	4,600.00	120,218.33	171,442.00	.00	51,223.67
GENERAL ELEC CO.	10/20/2005	9/08/2014	400.00	10,453.77	13,578.00	.00	3,124.23
GENERAL ELEC CO.	4/02/1998	10/17/2014	300.00	7,460.17	8,774.75	.00	1,314.58
GENERAL ELEC CO.	10/20/2005	10/17/2014	2,600.00	64,654.85	88,257.00	.00	23,602.15
GENERAL ELEC CO.	4/09/1997	12/04/2014	1,200.00	31,231.47	20,362.00	10,869.47	.00
GENERAL ELEC CO.	4/09/1997	12/04/2014	4,800.00	124,925.88	81,548.00	43,377.88	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
GENERAL ELEC CO.	4/10/1997	12/04/2014	3,000.00	78,078.67	50,717.50	27,361.17	.00
GENERAL ELEC CO.	4/02/1998	12/04/2014	600.00	15,615.73	17,549.50	.00	1,933.77
GENERAL ELEC CO.	5/15/1998	12/04/2014	1,500.00	39,039.34	41,936.25	.00	2,896.91
GENERAL ELEC CO.	4/15/2003	12/04/2014	6,000.00	156,157.34	168,288.00	.00	12,130.66
INTEL CORP.	4/02/1998	9/08/2014	400.00	14,095.97	7,637.50	6,458.47	.00
INTEL CORP.	4/06/1998	9/08/2014	2,000.00	70,479.83	37,156.25	33,323.58	.00
INTEL CORP.	4/09/1997	9/08/2014	400.00	14,095.97	7,262.50	6,833.47	.00
INTEL CORP.	4/09/1997	12/04/2014	7,600.00	283,881.08	137,987.50	145,893.58	.00
INTEL CORP.	4/10/1997	12/04/2014	800.00	29,882.22	14,225.00	15,657.22	.00
INTEL CORP.	6/30/1997	12/04/2014	800.00	29,882.22	14,300.00	15,582.22	.00
INTERNATIONAL BUSINESS MA	3/12/2010	12/04/2014	2,000.00	328,109.35	256,315.60	71,793.75	.00
INTERNATIONAL BUSINESS MA	5/20/2010	12/04/2014	1,000.00	164,054.67	127,332.50	36,722.17	.00
INTERNATIONAL BUSINESS MA	3/01/2012	12/04/2014	200.00	32,810.94	39,533.46	.00	6,722.52
INTERNATIONAL BUSINESS MA	6/08/2012	12/04/2014	300.00	49,216.40	58,149.00	.00	8,932.60
J P MORGAN CHASE & CO.	4/09/1997	12/04/2014	2,400.00	147,220.19	76,748.00	70,472.19	.00
J P MORGAN CHASE & CO.	4/10/1997	12/04/2014	1,200.00	73,610.09	37,874.00	35,736.09	.00
J P MORGAN CHASE & CO.	12/01/2004	12/04/2014	1,400.00	85,878.44	53,018.00	32,860.44	.00
J P MORGAN CHASE & CO.	6/15/2009	12/04/2014	2,000.00	122,683.49	69,724.00	52,959.49	.00
J P MORGAN CHASE & CO.	1/27/2011	12/04/2014	3,000.00	184,025.23	135,420.00	48,605.23	.00
J P MORGAN CHASE & CO.	3/22/2011	12/04/2014	1,000.00	61,341.74	45,750.00	15,591.74	.00
JOHNSON & JOHNSON	3/28/2001	9/08/2014	200.00	20,852.57	8,598.00	12,254.57	.00
JOHNSON & JOHNSON	4/09/1997	12/04/2014	4,000.00	430,440.09	107,120.00	323,320.09	.00
JOHNSON & JOHNSON	8/29/1997	12/04/2014	1,000.00	107,610.02	28,592.50	79,017.52	.00
JOHNSON & JOHNSON	4/02/1998	12/04/2014	2,000.00	215,220.04	75,747.50	139,472.54	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
JOHNSON & JOHNSON	5/15/1998	12/04/2014	1,000.00	107,610.02	35,780.00	71,830.02	.00
JOHNSON & JOHNSON	3/28/2001	12/04/2014	800.00	86,088.02	34,392.00	51,696.02	.00
KINDER MORGAN INC.	5/11/2011	12/04/2014	8,000.00	331,829.46	228,560.00	103,269.46	.00
KRAFT FOODS GROUP INC.	10/27/2010	12/04/2014	2,666.00	159,316.64	89,066.06	70,250.58	.00
MONDELEZ INTERNATIONAL (K	10/27/2010	9/10/2014	2,000.00	75,486.93	41,493.94	33,992.99	.00
MONDELEZ INTERNATIONAL (K	10/27/2010	12/04/2014	6,000.00	230,934.89	124,481.82	106,453.07	.00
MCDONALDS CORP.	10/03/2012	9/08/2014	400.00	36,963.98	36,354.00	609.98	.00
MCDONALDS CORP.	10/03/2012	10/17/2014	300.00	27,248.69	27,265.50	.00	16.81
MCDONALDS CORP.	10/09/2007	12/04/2014	2,000.00	191,057.78	114,080.00	76,977.78	.00
MCDONALDS CORP.	2/26/2008	12/04/2014	3,000.00	286,586.66	167,790.00	118,796.66	.00
MCDONALDS CORP.	6/15/2009	12/04/2014	1,500.00	143,293.33	86,382.00	56,911.33	.00
MCDONALDS CORP.	10/03/2012	12/04/2014	253.00	24,168.81	22,993.91	1,174.90	.00
MCGRAW HILL COMPANIES INC	6/03/1999	12/04/2014	2,000.00	186,727.47	53,122.50	133,604.97	.00
MCGRAW HILL COMPANIES INC	6/25/1999	12/04/2014	800.00	74,690.99	20,724.00	53,966.99	.00
MCGRAW HILL COMPANIES INC	8/12/1999	12/04/2014	1,200.00	112,036.48	30,298.50	81,737.98	.00
NESTLE S A	4/07/2003	12/04/2014	13,300.00	987,803.74	264,936.00	722,867.74	.00
TWENTY-FIRST CENTURY FOX	4/09/1997	12/04/2014	6,000.00	225,920.80	39,151.89	186,768.91	.00
TWENTY-FIRST CENTURY FOX	9/28/2004	12/04/2014	2,000.00	75,306.93	27,440.69	47,866.24	.00
TWENTY-FIRST CENTURY FOX	12/01/2004	12/04/2014	4,000.00	150,613.87	63,061.43	87,552.44	.00
TWENTY-FIRST CENTURY FOX	11/21/2007	12/04/2014	5,000.00	188,267.34	90,499.65	97,767.69	.00
NEWS CORP (2013) CL A	4/09/1997	12/04/2014	1,500.00	23,597.48	5,278.11	18,319.37	.00
NEWS CORP (2013) CL A	9/28/2004	12/04/2014	500.00	7,865.83	3,699.31	4,166.52	.00
NEWS CORP (2013) CL A	12/01/2004	12/04/2014	1,000.00	15,731.65	8,501.37	7,230.28	.00
NEWS CORP (2013) CL A	11/21/2007	12/04/2014	1,250.00	19,664.56	12,200.35	7,464.21	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
NOVARTIS AG	6/03/2013	12/04/2014	4,000.00	383,350.73	281,892.00	101,458.73	.00
NOVO NORDISK A/S	6/10/2008	12/04/2014	15,000.00	686,387.82	195,306.90	491,080.92	.00
OCCIDENTAL PETE CORP	12/01/2004	12/04/2014	4,000.00	330,019.50	115,798.70	214,220.80	.00
OCCIDENTAL PETE CORP	5/11/2011	12/04/2014	500.00	41,252.44	51,394.24	.00	10,141.80
OCCIDENTAL PETE CORP	10/13/2011	12/04/2014	2,000.00	165,009.75	154,196.22	10,813.53	.00
ORACLE CORP.	6/03/2013	12/04/2014	6,000.00	251,178.44	203,961.00	47,217.44	.00
ORACLE CORP.	7/03/2013	12/04/2014	4,000.00	167,452.30	121,575.60	45,876.70	.00
PEPSICO, INC.	4/09/1997	12/04/2014	2,000.00	195,342.68	60,868.36	134,474.32	.00
PEPSICO, INC.	8/29/1997	12/04/2014	500.00	48,835.67	16,776.46	32,059.21	.00
PEPSICO, INC.	9/19/1997	12/04/2014	500.00	48,835.67	17,729.40	31,106.27	.00
PEPSICO, INC.	5/14/1998	12/04/2014	800.00	78,137.07	31,748.00	46,389.07	.00
PEPSICO, INC.	3/28/2001	12/04/2014	1,500.00	146,507.01	64,590.00	81,917.01	.00
PEPSICO, INC.	4/03/2001	12/04/2014	700.00	68,369.94	30,562.00	37,807.94	.00
PHILLIPS 66	9/28/2004	12/05/2014	2,000.00	147,986.93	39,955.30	108,031.63	.00
PHILLIPS 66	12/01/2004	12/05/2014	1,000.00	73,993.47	21,819.95	52,173.52	.00
PHILLIPS 66	7/21/2005	12/05/2014	1,000.00	73,993.46	28,937.93	45,055.53	.00
PHILLIPS 66	10/20/2005	12/05/2014	750.00	55,495.10	20,807.70	34,687.40	.00
PHILIP MORRIS INTL INC.	4/09/1997	12/04/2014	3,600.00	312,704.56	72,184.01	240,520.55	.00
PHILIP MORRIS INTL INC.	4/10/1997	12/04/2014	900.00	78,176.14	18,165.32	60,010.82	.00
PHILIP MORRIS INTL INC.	5/14/1998	12/04/2014	1,000.00	86,862.38	19,276.90	67,585.48	.00
PHILIP MORRIS INTL INC.	11/24/1998	12/04/2014	1,000.00	86,862.38	31,142.12	55,720.26	.00
PHILIP MORRIS INTL INC.	3/28/2001	12/04/2014	5,500.00	477,743.09	135,495.05	342,248.04	.00
PHILIP MORRIS INTL INC.	6/07/2001	12/04/2014	3,000.00	260,587.14	76,324.50	184,262.64	.00
PHILIP MORRIS INTL INC.	10/10/2001	12/04/2014	2,000.00	173,724.76	53,640.50	120,084.26	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
PHILIP MORRIS INTL INC.	12/21/2001	12/04/2014	1,000.00	86,862.38	24,677.89	62,184.49	.00
PHILIP MORRIS INTL INC.	3/05/2009	12/04/2014	2,000.00	173,724.76	65,700.00	108,024.76	.00
PRAXAIR INC	3/23/2005	12/04/2014	4,000.00	516,739.38	191,612.00	325,127.38	.00
PROCTER & GAMBLE CO.	4/09/1997	12/04/2014	3,200.00	289,323.85	94,700.64	194,623.21	.00
PROCTER & GAMBLE CO.	8/29/1997	12/04/2014	800.00	72,330.96	26,676.47	45,654.49	.00
PROCTER & GAMBLE CO.	4/02/1998	12/04/2014	1,000.00	90,413.70	44,212.34	46,201.36	.00
PROCTER & GAMBLE CO.	4/06/1998	12/04/2014	1,000.00	90,413.70	43,313.18	47,100.52	.00
PROCTER & GAMBLE CO.	5/14/1998	12/04/2014	1,000.00	90,413.70	41,204.82	49,208.88	.00
PROCTER & GAMBLE CO.	12/24/2002	12/04/2014	1,200.00	108,496.44	52,627.08	55,869.36	.00
PROCTER & GAMBLE CO.	4/15/2003	12/04/2014	1,300.00	117,537.81	58,370.00	59,167.81	.00
QUALCOMM INC.	12/15/2006	12/04/2014	5,000.00	365,883.41	199,947.00	165,936.41	.00
ROCHE HOLDING LTD	3/12/2010	12/04/2014	10,000.00	376,561.67	205,192.00	171,369.67	.00
ROCHE HOLDING LTD	5/20/2010	12/04/2014	6,000.00	225,937.00	105,261.60	120,675.40	.00
ROCHE HOLDING LTD	10/27/2010	12/04/2014	2,000.00	75,312.34	36,640.00	38,672.34	.00
ROYAL DUTCH SHELL PLC	1/27/2011	12/04/2014	4,000.00	269,955.63	282,391.20	.00	12,435.57
ROYAL DUTCH SHELL PLC	10/13/2011	12/04/2014	2,000.00	134,977.81	133,691.00	1,286.81	.00
ROYAL DUTCH SHELL PLC	6/08/2012	12/04/2014	1,000.00	67,488.91	62,340.00	5,148.91	.00
SAB MILLER PLC	6/08/2012	12/04/2014	6,000.00	316,373.00	225,916.20	90,456.80	.00
STATE STR CORP.	11/20/2013	12/04/2014	2,200.00	171,989.78	157,673.56	14,316.22	.00
TIME WARNER CABLE INC.	10/13/2011	12/04/2014	1,500.00	222,649.23	103,541.55	119,107.68	.00
TIME WARNER CABLE INC.	10/03/2012	12/04/2014	500.00	74,216.41	48,992.50	25,223.91	.00
TARGET CORP.	1/27/2011	6/10/2014	1,000.00	56,782.04	55,541.30	1,240.74	.00
TARGET CORP.	5/11/2011	6/10/2014	1,000.00	56,782.04	50,850.00	5,932.04	.00
TARGET CORP.	3/22/2011	6/10/2014	1,000.00	56,782.04	50,700.00	6,082.04	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
TARGET CORP.	4/05/2001	6/10/2014	1,000.00	56,782.05	35,860.00	20,922.05	.00
TARGET CORP.	4/07/2003	12/04/2014	2,000.00	146,005.77	64,400.00	81,605.77	.00
TARGET CORP.	4/15/2003	12/04/2014	4,000.00	292,011.55	127,400.00	164,611.55	.00
TOTAL S.A.	3/23/2005	12/04/2014	4,000.00	222,159.49	228,206.77	.00	6,047.28
TOTAL S.A.	7/21/2005	12/04/2014	2,000.00	111,079.75	120,734.41	.00	9,654.66
TOTAL S.A.	10/13/2011	12/04/2014	2,000.00	111,079.74	99,060.00	12,019.74	.00
TEXAS INSTRS INC.	12/15/2006	12/04/2014	7,000.00	387,899.22	210,280.00	177,619.22	.00
UNION PAC CORP.	7/03/2013	12/04/2014	1,800.00	215,725.23	138,831.93	76,893.30	.00
UNITED TECHNOLOGIES CORP.	11/21/2007	12/04/2014	2,500.00	277,747.11	183,897.25	93,849.86	.00
UNITED TECHNOLOGIES CORP.	2/26/2008	12/04/2014	3,300.00	366,626.19	242,154.00	124,472.19	.00
WALGREEN CO.	4/09/1997	12/04/2014	4,000.00	271,709.19	42,685.00	229,024.19	.00
WALGREEN CO.	4/10/1997	12/04/2014	800.00	54,341.84	8,487.00	45,854.84	.00
WALGREEN CO.	4/02/1998	12/04/2014	200.00	13,585.46	3,512.25	10,073.21	.00
WAL MART STORES INC.	8/12/1999	12/04/2014	1,000.00	84,572.03	44,372.50	40,199.53	.00
WAL MART STORES INC.	10/11/2000	12/04/2014	700.00	59,200.42	32,067.00	27,133.42	.00
WAL MART STORES INC.	6/07/2001	12/04/2014	2,300.00	194,515.67	115,299.00	79,216.67	.00
WAL MART STORES INC.	3/05/2009	12/04/2014	1,000.00	84,572.03	49,391.00	35,181.03	.00
WELLS FARGO & CO NEW	7/03/2013	12/04/2014	7,000.00	381,289.97	287,529.20	93,760.77	.00
*** CORPORATE STOCK-SAROFIM	***		483,535.66	33,028,509.73	16,493,832.91	16,534,676.82	.00
CORPORATE STOCK-LUTHER KING							
AMAZON COM INC.	7/13/2010	7/21/2014	300.00	107,475.62	36,374.82	71,100.80	.00
BANK OF AMERICA CORPORATI	7/13/2010	4/01/2014	5,000.00	86,400.08	77,750.00	8,650.08	.00
BANK OF AMERICA CORPORATI	7/13/2010	8/21/2014	2,000.00	31,253.30	31,100.00	153.30	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
BANK OF AMERICA CORPORATI	7/14/2010	8/21/2014	3,000.00	46,879.96	46,582.50	297.46	.00
CABOT OIL & GAS CORP.	8/16/2011	2/20/2014	1,000.00	38,859.62	18,100.00	20,759.62	.00
CABOT OIL & GAS CORP.	7/20/2011	2/20/2014	2,000.00	77,719.24	35,411.30	42,307.94	.00
CABOT OIL & GAS CORP.	7/20/2011	10/07/2014	6,000.00	188,571.02	106,233.90	82,337.12	.00
CELGENE CORP.	7/17/2013	8/21/2014	300.00	27,668.38	20,346.00	7,322.38	.00
CIRRUS LOGIC INC.	4/27/2011	2/20/2014	1,000.00	18,236.78	16,773.30	1,463.48	.00
CIRRUS LOGIC INC.	5/06/2011	2/20/2014	10,000.00	182,367.82	164,885.00	17,482.82	.00
CIRRUS LOGIC INC.	6/17/2011	2/20/2014	10,000.00	182,367.82	138,106.00	44,261.82	.00
COVIDIEN LIMITED	8/11/2011	7/18/2014	2,000.00	176,468.50	87,256.47	89,212.03	.00
COVIDIEN LIMITED	7/27/2010	7/18/2014	500.00	44,117.12	18,125.60	25,991.52	.00
COVIDIEN LIMITED	7/27/2010	7/21/2014	500.00	44,086.27	18,125.59	25,960.68	.00
COVIDIEN LIMITED	7/07/2010	7/21/2014	1,000.00	88,172.55	35,831.55	52,341.00	.00
DISNEY WALT CO.	7/13/2010	2/20/2014	500.00	39,509.31	17,121.50	22,387.81	.00
DISNEY WALT CO.	7/13/2010	4/01/2014	1,000.00	81,287.20	34,243.00	47,044.20	.00
DISNEY WALT CO.	7/13/2010	7/21/2014	1,000.00	85,640.30	34,243.00	51,397.30	.00
DISNEY WALT CO.	7/13/2010	10/07/2014	500.00	43,894.02	17,121.50	26,772.52	.00
EOG RESOURCES INC.	7/22/2010	2/20/2014	500.00	90,526.02	52,027.90	38,498.12	.00
EOG RESOURCES INC.	7/27/2010	7/18/2014	500.00	57,678.72	25,982.50	31,696.22	.00
EXXON MOBIL CORP.	7/15/2010	5/23/2014	500.00	50,698.87	29,537.50	21,161.37	.00
EXXON MOBIL CORP.	7/08/2010	11/14/2014	500.00	47,393.95	29,497.50	17,896.45	.00
FMC CORPORATION	7/13/2010	10/07/2014	1,000.00	55,564.47	29,901.30	25,663.17	.00
FMC CORPORATION	8/02/2010	10/07/2014	3,700.00	205,588.54	116,696.33	88,892.21	.00
HALLIBURTON CO.	12/18/2012	2/20/2014	1,000.00	54,940.44	34,920.00	20,020.44	.00
HALLIBURTON CO.	7/13/2010	2/20/2014	1,500.00	82,410.67	42,441.00	39,969.67	.00

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GAIN ON SALES OF ASSETS-LONG TERM 2014

DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
HALLIBURTON CO.	7/13/2010	7/18/2014	2,000.00	141,018.08	56,588.00	84,430.08	.00
HALLIBURTON CO.	7/16/2010	7/18/2014	2,000.00	141,018.08	56,000.00	85,018.08	.00
HALLIBURTON CO.	7/02/2010	7/18/2014	2,500.00	176,272.61	63,893.75	112,378.86	.00
INTERNATIONAL BUSINESS MA	3/04/2011	7/18/2014	2,000.00	383,173.73	327,366.40	55,807.33	.00
INTERNATIONAL BUSINESS MA	3/10/2011	7/18/2014	600.00	114,952.12	97,459.02	17,493.10	.00
INTERNATIONAL BUSINESS MA	3/17/2011	7/18/2014	400.00	76,634.74	61,260.00	15,374.74	.00
JPMORGAN CHASE & CO.	7/23/2010	5/23/2014	500.00	27,229.40	19,605.00	7,624.40	.00
JPMORGAN CHASE & CO.	7/23/2010	7/21/2014	500.00	29,003.31	19,605.00	9,398.31	.00
JPMORGAN CHASE & CO.	7/08/2010	7/21/2014	1,000.00	58,006.61	38,555.00	19,451.61	.00
JPMORGAN CHASE & CO.	7/08/2010	10/07/2014	1,000.00	59,469.38	38,555.00	20,914.38	.00
JPMORGAN CHASE & CO.	2/16/2012	10/07/2014	500.00	29,734.69	19,015.00	10,719.69	.00
LKCM SMALL-MID CAP EQUITY	12/31/2014	12/31/2014	.00	21,031.00	.00	21,031.00	.00
ORACLE CORP.	7/16/2010	4/01/2014	2,000.00	83,494.95	47,880.40	35,614.55	.00
ORACLE CORP.	7/13/2010	4/01/2014	4,000.00	166,989.91	94,800.00	72,189.91	.00
ORACLE CORP.	7/12/2010	4/01/2014	8,000.00	333,979.81	185,442.40	148,537.41	.00
OREILLY AUTO INC. NEW	7/27/2010	5/23/2014	500.00	74,285.35	25,020.00	49,265.35	.00
OREILLY AUTO INC. NEW	7/27/2010	10/07/2014	300.00	45,715.98	15,012.00	30,703.98	.00
PFIZER INC.	2/16/2012	7/18/2014	500.00	15,249.66	10,689.00	4,560.66	.00
PFIZER INC.	12/07/2011	7/18/2014	2,500.00	76,248.31	50,674.00	25,574.31	.00
PFIZER INC.	8/02/2010	7/18/2014	2,000.00	60,998.65	30,409.80	30,588.85	.00
PFIZER INC.	7/14/2010	7/18/2014	5,000.00	152,496.63	74,349.00	78,147.63	.00
PROCTER & GAMBLE CO.	6/17/2011	7/18/2014	500.00	40,234.11	32,555.00	7,679.11	.00
PROCTER & GAMBLE CO.	3/04/2011	7/18/2014	500.00	40,234.11	31,297.50	8,936.61	.00
RANGE RESOURCES CORP.	10/09/2012	7/18/2014	1,000.00	77,806.18	70,104.00	7,702.18	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
RANGE RESOURCES CORP.	10/12/2011	7/18/2014	1,200.00	93,367.42	77,450.52	15,916.90	.00
TIME INC. NEW	9/14/2011	6/25/2014	.50	12.13	4.76	7.37	.00
TIME INC. NEW	8/09/2011	7/18/2014	1,300.00	32,834.81	12,383.64	20,451.17	.00
TIME INC. NEW	9/14/2011	7/18/2014	137.00	3,460.28	1,304.77	2,155.51	.00
WALGREEN CO.	7/15/2010	12/18/2014	500.00	36,313.70	14,825.00	21,488.70	.00
WALGREEN CO.	7/23/2010	12/18/2014	1,000.00	72,627.39	29,830.00	42,797.39	.00
WELLS FARGO & CO NEW	9/20/2012	4/01/2014	1,000.00	49,618.90	35,000.00	14,618.90	.00
WELLS FARGO & CO NEW	9/20/2012	7/18/2014	2,000.00	102,077.74	70,000.00	32,077.74	.00
WELLS FARGO & CO NEW	9/07/2012	8/21/2014	1,000.00	50,938.87	34,958.30	15,980.57	.00
*** CORPORATE STOCK-LUTHER KING	***		104,737.50	5,102,305.23	3,056,627.32	2,045,677.91	.00
U. S. GOVERNMENT SECURITY							
FREDDIE MAC 5.5% 5/1/2022	7/15/2007	1/15/2014	.00	2,468.29	2,466.48	1.81	.00
FREDDIE MAC 5.5% 5/1/2022	7/15/2007	2/18/2014	.00	2,195.95	2,194.34	1.61	.00
FREDDIE MAC 5.5% 5/1/2022	7/15/2007	3/17/2014	.00	2,100.42	2,098.88	1.54	.00
FREDDIE MAC 5.5% 5/1/2022	7/15/2007	4/15/2014	.00	1,879.63	1,878.25	1.38	.00
FREDDIE MAC 5.5% 5/1/2022	7/15/2007	5/15/2014	.00	2,157.03	2,155.45	1.58	.00
FREDDIE MAC 5.5% 5/1/2022	7/15/2007	6/16/2014	.00	1,906.05	1,904.65	1.40	.00
FREDDIE MAC 5.5% 5/1/2022	7/15/2007	7/15/2014	.00	1,729.44	1,728.17	1.27	.00
FREDDIE MAC 5.5% 5/1/2022	7/15/2007	8/15/2014	.00	1,696.23	1,694.99	1.24	.00
FREDDIE MAC 5.5% 5/1/2022	7/15/2007	9/15/2014	.00	2,913.11	2,910.97	2.14	.00
FREDDIE MAC 5.5% 5/1/2022	10/15/2014	10/15/2014	.00	1,600.13	1,598.96	1.17	.00
FREDDIE MAC 5.5% 5/1/2022	7/15/2007	11/17/2014	.00	2,202.62	2,201.00	1.62	.00
FREDDIE MAC 5.5% 5/1/2022	7/15/2007	12/15/2014	.00	1,619.91	1,618.72	1.19	.00

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GAIN ON SALES OF ASSETS-LONG TERM 2014

DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
FHLMC #G12718 5.5% 7/2/20	7/09/2007	1/15/2014	.00	3,180.21	3,119.09	61.12	.00
FHLMC #G12718 5.5% 7/2/20	7/09/2007	2/18/2014	.00	2,385.20	2,339.36	45.84	.00
FHLMC #G12718 5.5% 7/2/20	7/09/2007	3/17/2014	.00	1,686.39	1,653.98	32.41	.00
FHLMC #G12718 5.5% 7/2/20	7/09/2007	4/15/2014	.00	1,523.92	1,494.63	29.29	.00
FHLMC #G12718 5.5% 7/2/20	7/09/2007	5/15/2014	.00	3,576.75	3,508.01	68.74	.00
FHLMC #G12718 5.5% 7/2/20	7/09/2007	6/16/2014	.00	2,153.29	2,111.91	41.38	.00
FHLMC #G12718 5.5% 7/2/20	7/09/2007	7/15/2014	.00	2,648.64	2,597.74	50.90	.00
FHLMC #G12718 5.5% 7/2/20	7/09/2007	8/15/2014	.00	1,443.97	1,416.22	27.75	.00
FHLMC #G12718 5.5% 7/2/20	7/09/2007	9/15/2014	.00	3,943.03	3,867.25	75.78	.00
FHLMC #G12718 5.5% 7/2/20	10/15/2014	10/15/2014	.00	2,135.40	2,094.36	41.04	.00
FHLMC #G12718 5.5% 7/2/20	7/09/2007	11/17/2014	.00	1,921.50	1,884.57	36.93	.00
FHLMC #G12718 5.5% 7/2/20	7/09/2007	12/15/2014	.00	1,061.76	1,041.35	20.41	.00
FGPC230401BE GOLD PROGRAM	4/17/2008	1/15/2014	.00	5,604.69	5,590.68	14.01	.00
FGPC230401BE GOLD PROGRAM	4/17/2008	2/18/2014	.00	4,119.39	4,109.09	10.30	.00
FGPC230401BE GOLD PROGRAM	4/17/2008	3/17/2014	.00	4,024.76	4,014.70	10.06	.00
FGPC230401BE GOLD PROGRAM	4/17/2008	4/15/2014	.00	4,084.61	4,074.40	10.21	.00
FGPC230401BE GOLD PROGRAM	4/17/2008	5/15/2014	.00	5,128.35	5,115.53	12.82	.00
FGPC230401BE GOLD PROGRAM	4/17/2008	6/16/2014	.00	3,730.53	3,721.20	9.33	.00
FGPC230401BE GOLD PROGRAM	4/17/2008	7/15/2014	.00	4,753.01	4,741.13	11.88	.00
FGPC230401BE GOLD PROGRAM	4/17/2008	8/15/2014	.00	3,747.26	3,737.89	9.37	.00
FGPC230401BE GOLD PROGRAM	4/17/2008	9/15/2014	.00	2,990.52	2,983.04	7.48	.00
FGPC230401BE GOLD PROGRAM	10/15/2014	10/15/2014	.00	4,551.93	4,540.55	11.38	.00
FGPC230401BE GOLD PROGRAM	4/17/2008	11/17/2014	.00	2,944.65	2,937.29	7.36	.00
FGPC230401BE GOLD PROGRAM	4/17/2008	12/15/2014	.00	2,058.90	2,053.75	5.15	.00

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GAIN ON SALES OF ASSETS-LONG TERM 2014

DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
F MAC #G12806 5.5% 9/1/20	7/18/2008	1/15/2014	.00	4,082.60	4,075.58	7.02	.00
F MAC #G12806 5.5% 9/1/20	7/18/2008	2/18/2014	.00	3,980.57	3,973.73	6.84	.00
F MAC #G12806 5.5% 9/1/20	7/18/2008	3/17/2014	.00	3,299.09	3,293.42	5.67	.00
F MAC #G12806 5.5% 9/1/20	7/18/2008	4/15/2014	.00	3,889.47	3,882.78	6.69	.00
F MAC #G12806 5.5% 9/1/20	7/18/2008	5/15/2014	.00	2,400.50	2,396.37	4.13	.00
F MAC #G12806 5.5% 9/1/20	7/18/2008	6/16/2014	.00	3,917.81	3,911.08	6.73	.00
F MAC #G12806 5.5% 9/1/20	7/18/2008	7/15/2014	.00	3,418.69	3,412.81	5.88	.00
F MAC #G12806 5.5% 9/1/20	7/18/2008	8/15/2014	.00	2,841.97	2,837.08	4.89	.00
F MAC #G12806 5.5% 9/1/20	7/18/2008	9/15/2014	.00	3,196.75	3,191.26	5.49	.00
F MAC #G12806 5.5% 9/1/20	10/15/2014	10/15/2014	.00	2,628.32	2,623.80	4.52	.00
F MAC #G12806 5.5% 9/1/20	7/18/2008	11/17/2014	.00	3,083.94	3,078.64	5.30	.00
F MAC #G12806 5.5% 9/1/20	7/18/2008	12/15/2014	.00	2,410.83	2,406.69	4.14	.00
FED GOVT G18265 5.5% 7/1/	8/06/2008	1/15/2014	.00	3,016.94	2,999.50	17.44	.00
FED GOVT G18265 5.5% 7/1/	8/06/2008	2/18/2014	.00	3,460.77	3,440.76	20.01	.00
FED GOVT G18265 5.5% 7/1/	8/06/2008	3/17/2014	.00	1,882.62	1,871.74	10.88	.00
FED GOVT G18265 5.5% 7/1/	8/06/2008	4/15/2014	.00	5,113.80	5,084.23	29.57	.00
FED GOVT G18265 5.5% 7/1/	8/06/2008	5/15/2014	.00	2,407.94	2,394.02	13.92	.00
FED GOVT G18265 5.5% 7/1/	8/06/2008	6/16/2014	.00	3,019.25	3,001.79	17.46	.00
FED GOVT G18265 5.5% 7/1/	8/06/2008	7/15/2014	.00	3,543.02	3,522.54	20.48	.00
FED GOVT G18265 5.5% 7/1/	8/06/2008	8/15/2014	.00	6,662.72	6,624.20	38.52	.00
FED GOVT G18265 5.5% 7/1/	8/06/2008	9/15/2014	.00	4,740.00	4,712.59	27.41	.00
FED GOVT G18265 5.5% 7/1/	10/15/2014	10/15/2014	.00	2,689.04	2,673.49	15.55	.00
FED GOVT G18265 5.5% 7/1/	8/06/2008	11/17/2014	.00	3,544.20	3,523.71	20.49	.00
FED GOVT G18265 5.5% 7/1/	8/06/2008	12/15/2014	.00	4,570.20	4,543.78	26.42	.00

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GAIN ON SALES OF ASSETS-LONG TERM 2014

DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
FHLMC 2.25% 1/23/2017-14	1/13/2012	1/23/2014	.00	2,000,000.00	2,000,000.00	.00	.00
FANNIE MAE .55% 2/27/2015	3/05/2012	2/27/2014	.00	2,000,000.00	1,997,300.00	2,700.00	.00
FANNIE MAE 2.5% 5/1/2028	12/18/2013	12/26/2014	.00	23,897.57	23,766.88	130.69	.00
GE ELEC CAP .806% 9/15/20	1/20/2012	9/15/2014	.00	2,000,000.00	1,943,756.00	56,244.00	.00
*** U. S. GOVERNMENT SECURITY	***		.00	6,207,566.08	6,147,497.05	60,069.03	.00
 CORPORATE STOCK-MORGAN STANLEY							
KINDER MORGAN INCORP	3/29/2013	12/01/2014	.00	68.06	51.14	16.92	.00
KINDER MORGAN INCORP	3/27/2013	12/16/2014	1,403.00	54,645.22	43,833.72	10,811.50	.00
KINDER MORGAN INCORP	3/28/2013	12/16/2014	7,732.00	301,152.42	241,335.90	59,816.52	.00
KINDER MORGAN MGMT LLC	3/28/2013	5/15/2014	.00	48.66	48.66	.00	.00
KINDER MORGAN MGMT LLC	3/27/2013	6/09/2014	891.00	66,793.14	71,314.09	.00	4,520.95
KINDER MORGAN MGMT LLC	3/28/2013	8/14/2014	.00	64.60	51.56	13.04	.00
KINDER MORGAN MGMT LLC	3/27/2013	9/08/2014	2,295.00	217,168.53	180,607.53	36,561.00	.00
KINDER MORGAN MGMT LLC	3/27/2013	10/21/2014	726.00	68,175.55	57,133.36	11,042.19	.00
KINDER MORGAN MGMT LLC	3/28/2013	11/14/2014	.00	15.14	12.10	3.04	.00
*** CORPORATE STOCK-MORGAN STANLEY	***		13,047.00	708,131.32	594,388.06	113,743.26	.00
 GRAND TOTALS							
			787,810.11	49,962,444.81	29,724,355.80	20,238,089.01	.00

Schedule 3C

NET GAIN OR LOSS FROM SALE OF ASSETS - MORGAN STANLEY PARTNERSHIPS

THE PRIDDY FOUNDATION - TIN 75-6029882

For the Year Ended December 31, 2014

	Date Acquired	Date Sold	Units Disposed	Sales Price	Cost	Form K-1 Adjustments to Basis	Total Gain (Loss)
Access Midstream Partners	Various	10/21/14	439	\$ 26,597.32	\$ 17,624.09	\$ (4,436.00)	\$ 13,409.23
Access Midstream Partners	Various	12/16/14	768	39,694.74	30,832.13	(9,969.00)	18,831.61
Boardwalk Pipeline	Various	04/15/14	15815	231,327.21	349,175.33	(31,472.00)	(86,376.12)
Buckeye Partners	Various	06/09/14	2731	214,451.40	165,155.86	(19,723.00)	69,018.54
Buckeye Partners	Various	10/21/14	684	53,923.65	41,364.56	(6,080.00)	18,639.09
Buckeye Partners	Various	12/16/14	1273	93,537.21	77,127.68	(15,223.00)	31,632.53
Crestwood Midstream LP	Various	06/09/14	11306	257,654.59	260,165.83	(77,012.00)	74,500.76
El Paso Mix C	Various	06/09/14	2780	96,747.70	121,887.15	(15,844.00)	(9,295.45)
El Paso Mix C	Various	09/08/14	2805	113,148.95	122,983.26	(18,936.00)	9,101.69
El Paso Mix C	Various	10/21/14	5611	225,614.44	310,009.23	(38,558.00)	(45,836.79)
El Paso Mix C/Kinder (Merger)	Various	12/31/14	15342	673,556.27	503,590.93	(77,995.00)	247,960.34
Enbridge Energy Partners	Various	09/08/14	871	32,001.40	26,234.96	(10,061.00)	15,827.44
Enbridge Energy Partners	Various	10/21/14	9209	329,638.99	271,756.23	(89,258.00)	147,140.76
Enlink Midstream	Various	03/21/14	3972	120,644.84	73,013.70	(18,284.00)	65,915.14
Enlink Midstream	Various	10/21/14	1498	46,232.34	27,593.99	(9,865.00)	28,503.35
Enlink Midstream	Various	12/16/14	829	21,250.12	15,292.07	(6,856.00)	12,814.05
Enterprise Product Partners	Various	03/21/14	226	15,527.66	13,420.02	(2,065.00)	4,172.64
Enterprise Product Partners	Various	06/09/14	785	58,927.54	46,613.77	(8,898.00)	21,211.77
Enterprise Product Partners	Various	09/30/14	5304	215,930.08	157,477.35	(35,803.00)	94,255.73
EQT Midstream Partners	Various	06/09/14	79	7,057.49	3,622.77	(170.00)	3,604.72
EQT Midstream Partners	Various	09/08/14	141	13,459.00	6,465.95	(404.00)	7,397.05
EQT Midstream Partners	Various	12/16/14	745	59,589.74	34,164.05	(3,585.00)	29,010.69
Holly Energy Partners	Various	04/17/14	7822	235,573.88	240,718.83	(9,968.00)	4,823.05
Magellan Midstream Partners	Various	03/21/14	241	16,605.13	12,750.27	(849.00)	4,703.86
Magellan Midstream Partners	Various	10/21/14	615	50,538.78	32,537.01	(3,167.00)	21,168.77
Markwest Energy Partners	Various	12/16/14	375	23,741.06	27,244.43	(1,646.00)	(1,857.37)
Midcoast Energy Partners	Various	03/21/14	6279	126,443.07	114,458.64	(12,737.00)	24,721.43
Midcoast Energy Partners	Various	06/09/14	6485	137,594.38	118,213.77	(18,763.00)	38,143.61
Oneok Partners LP	Various	06/09/14	306	17,016.13	17,333.46	(4,616.00)	4,298.67
Oneok Partners LP	Various	09/08/14	352	20,433.42	19,939.15	(6,397.00)	6,891.27
Oneok Partners LP	Various	10/21/14	77	4,100.00	4,361.69	(1,458.00)	1,196.31
Plains All American Pipeline	Various	03/21/14	117	6,278.28	6,562.10	(529.00)	245.18
Plains All American Pipeline	Various	09/08/14	374	22,468.26	20,976.28	(2,659.00)	4,150.98
Plains All American Pipeline	Various	10/21/14	346	19,401.45	19,405.86	(2,546.00)	2,541.59
Plains All American Pipeline	Various	12/16/14	706	33,138.97	39,851.86	(6,078.00)	(634.89)
Spectra Energy Partners LP	Various	03/21/14	309	15,106.67	12,043.86	(1,793.00)	4,855.81
Spectra Energy Partners LP	Various	09/08/14	174	9,672.14	6,781.98	(1,303.00)	4,193.16
Spectra Energy Partners LP	Various	10/21/14	270	14,361.55	10,523.76	(2,049.00)	5,886.79
Sunoco Logistics	Various	03/21/14	412	34,808.74	26,565.27	(1,908.00)	10,151.47
Sunoco Logistics	Various	10/21/14	277	12,766.72	8,930.31	(1,170.00)	5,006.41
Sunoco Logistics	Various	12/16/14	1785	73,134.65	57,880.29	(11,516.00)	26,770.36
Targa Resources Partners	Various	03/21/14	91	4,957.04	4,140.88	(702.00)	1,518.16
Targa Resources Partners	Various	04/15/14	327	19,871.45	14,879.87	(2,610.00)	7,601.58
Targa Resources Partners	Various	06/09/14	1963	135,548.63	89,324.74	(18,182.00)	64,405.89
Targa Resources Partners	Various	09/08/14	462	34,117.11	21,022.94	(5,103.00)	18,197.17
TC Pipelines	Various	09/08/14	1346	79,270.78	65,092.83	(13,900.00)	28,077.95
TC Pipelines	Various	10/21/14	2112	134,488.12	102,160.65	(22,329.00)	54,656.47
TC Pipelines	Various	12/16/14	2807	201,460.95	137,791.66	(33,790.00)	97,459.29
Tesoro Logistics	Various	03/21/14	1343	83,506.16	72,352.65	(6,881.00)	18,034.51
Tesoro Logistics	Various	06/09/14	359	26,818.57	19,340.73	(2,278.00)	9,755.84
Tesoro Logistics	Various	09/08/14	1409	96,669.07	76,086.76	(10,993.00)	31,575.31
Tesoro Logistics	Various	12/16/14	1877	95,953.11	102,204.33	(16,816.00)	10,364.78
Western Gas Eq Partners	Various	10/21/14	467	28,022.74	28,713.92	(152.00)	(539.18)

	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Units Disposed</u>	<u>Sales Price</u>	<u>Cost</u>	<u>Form K-1 Adjustments to Basis</u>	<u>Total Gain (Loss)</u>
Western Gas Eq Partners	Various	12/16/14	825	45,673.14	50,725.87	(1,056.00)	(3,996.73)
Western Gas Partners	Various	03/21/14	58	3,744.83	3,398.82	(395.00)	741.01
Western Gas Partners	Various	09/08/14	10	763.79	586.00	(104.00)	281.79
Western Gas Partners	Various	10/21/14	593	43,345.98	34,750.04	(6,427.00)	15,022.94
Western Gas Partners	Various	12/16/14	1844	127,204.78	108,777.05	(22,696.00)	41,123.73
Williams Partners	Various	06/19/14	4988	265,885.45	256,130.00	(63,133.00)	72,888.45
Williams Partners	Various	10/21/14	382	19,279.53	19,875.23	(6,675.00)	6,079.30
Williams Partners	Various	12/16/14	889	38,152.27	46,254.14	(19,139.00)	11,037.13
Rounding adjustments	Various	Various				(4.49)	4.49
Totals				<u>\$ 5,304,429.46</u>	<u>\$ 4,726,258.84</u>	<u>\$(844,814.49)</u>	<u>\$ 1,422,985.11</u>

Schedule 4

Contributions Paid
The Priddy Foundation TIN 75-6029882
Year Ending December 31, 2014

Grantee Organization	Project Title	Payment Amount
Wichita Falls Independent School District P. O. Box 97533 Wichita Falls, TX 76307	WFISD Sixth-Grade Opera Project 2014-2015	-\$103.70
Camp Fire USA North Texas Council 2414 Ninth Street Wichita Falls, TX 76301 Wichita	Technology CIP 2014 - 2017 (President's Grant)	\$43,884.00
Henrietta Boy Scouts PO Box 23 Henrietta, TX 76365	Operational Support 2015 (President's Grant)	\$5,000.00
Leadership Wichita Falls Inc. P. O. Box 8344 Wichita Falls, TX 76307	Youth Leadership Wichita Falls 2015	\$2,000.00
Pets Low Cost Spay and Neuter Clinic P. O. Box 4669 Wichita Falls, TX 76308 Wichita	Technology CIP 2014 - 2017 (President's Grant)	\$4,814.00
Pets Low Cost Spay and Neuter Clinic P. O. Box 4669 Wichita Falls, TX 76308 Wichita	Technology CIP 2014 - 2017 (President's Grant)	\$22,982.00
Museum of North Texas History (The) P. O. Box 1619 Wichita Falls, TX 76307	Exterior Artwork 2013	-\$3,002.00
Miscellaneous Contributions 807 8th Street #1010 Wichita Falls, TX 76301	Miscellaneous Contributions 2010 - 2015 (President's Grant)	\$100.00
City of Wichita Falls 600 11th St., Suite 209 Wichita Falls, TX 76301 Wichita	Fall Concert Series 2014 (President's Grant - CIP)	\$4,000.00

Grantee Organization	Project Title	Payment Amount
Camp Fire USA North Texas Council 2414 Ninth Street Wichita Falls, TX 76301 Wichita	Special Services After-School Program 2014-2015	\$60,000.00
River Bend Nature Works 2200 Third Street P. O. Box 3674 Wichita Falls, TX 76307 Wichita	Technology CIP 2014 - 2017 (President's Grant)	\$50,866.00
Womens Haven P.O. Box 555 Duncan, OK 73534	Resale Shop 2012 - 2013	\$10,000.00
Wichita Falls Alliance for the Mentally Ill 2301 Kell Blvd. Wichita Falls, TX 76308 Wichita	Operating Support 2012 & 2013 (Board/Staff Development)	-\$565.00
Knox County Hospital District P.O. Box 608 Knox City, TX 79529	Hospital Renovations 2014-2015	-\$30,000.00
Montague County Carpenters Shop, Inc. (The) 400 Boston Nocona, TX 76255	Kitchen Renovation 2014	\$9,975.00
River Bend Nature Works 2200 Third Street P. O. Box 3674 Wichita Falls, TX 76307 Wichita	Sustainable Resources CIP Garden Project 2014 (President's Grant)	\$37,641.00
Wichita Falls Independent School District P. O. Box 97533 Wichita Falls, TX 76307	WFISD Sixth-Grade Opera Project 2014- 2015	\$30,000.00
Nonprofit Management Center of Wichita Falls 2301 Kell Boulevard, Suite 218 Wichita Falls, TX 76308 Wichita	Nonprofit Management Institute 2015 (President's Grant)	\$1,745.95

Grantee Organization	Project Title	Payment Amount
American National Red Cross/American Red Cross of North Central Texas 1809 5th Street Wichita Falls, TX 76301 Wichita	American Red Cross Community Services Program 2013 - 2014 (Vehicle Purchases & Board Development)	-\$267.18
North Texas Area United Way, Inc. P. O. Box 660 1105 Holliday Street Wichita Falls, TX 76307-0660	Early Childhood Development Initiative II	-\$342,489.00
Child Advocates CASA of Red River 808 Austin Wichita Falls, TX 76301	Program Operations Support 2014-2015	\$35,000.00
North Texas Area United Way, Inc. P. O. Box 660 1105 Holliday Street Wichita Falls, TX 76307-0660	Early Childhood Development Initiative II	\$342,489.00
Southside Girls Club, Inc. 1205 Montgomery Street Wichita Falls, TX 76302	Khan Academy Learning Centers 2014	\$35,000.00
Vernon Regional Junior College 4400 College Drive Vernon, TX 76384	New Beginnings 2014-2015	\$100,000.00
Knox County Hospital District P.O. Box 608 Knox City, TX 79529	Telemetry Unit	-\$4,581.00
Habitat for Humanity International, Inc. dba Lawton Fort Sill Habitat for Humanity P. O. Box 3744 Lawton, OK 73502 Comanche	Community Build 2011-2012	-\$8,000.00
Armed Services YMCA of the USA 201 SW 4th Street Lawton, OK 73501	Childcare Assistance 2013	\$20,000.00
Center for Nonprofit Management 2902 Floyd Street Dallas, TX 75204	Certificate in Nonprofit Management Program in Wichita Falls 2014-2015 (President's Grant - No Board Action Required)	\$46,300.00

Grantee Organization	Project Title	Payment Amount
4 Kidz Sake of Wichita Falls 919 Indiana Wichita Falls, TX 76301 Wichita	School Outreach Workshops 2014-2015	\$25,000.00
Communities In Schools of Greater Wichita Falls 705 Eighth Street, Suite 700 Wichita Falls, TX 76301 Wichita	Afterschool Program 2014-2015	\$130,000.00
Pets Low Cost Spay and Neuter Clinic P. O. Box 4669 Wichita Falls, TX 76308 Wichita	I Project 2014-2015	\$40,000.00
Wichita Falls Area Food Bank P. O. Box 623 Wichita Falls, TX 76307	Good Buy Hunger 2014 and 2015	\$50,000.00
Wichita Falls Ballet Theatre, Inc. 1501 Midwestern Parkway, Suite 116 Wichita Falls, TX 76302	The Nutcracker 2014	\$20,000.00
Big Brothers Big Sisters Lone Star 450 E. Carpenter Fwy., Suite 300 Irving, TX 75062 Dallas	Jack County Start Something BIG 2014	\$15,000.00
Big Brothers Big Sisters Lone Star 450 E. Carpenter Fwy., Suite 300 Irving, TX 75062 Dallas	Wichita County Program Support 2014	\$30,000.00
Boy Scouts of America Council 3604 Maplewood Wichita Falls, TX 76308	Technology 2014	\$33,700.00
Boys and Girls Club of Vernon, Inc. P. O. Box 1785 Vernon, TX 76385	Teen Outreach 2014	\$50,000.00
Boys Club of Burkburnett P. O. Box 2 Burkburnett, TX 76354	Moving Forward/Summer Program 2014	\$50,000.00

Grantee Organization	Project Title	Payment Amount
Burkburnett Grace Ministries, Inc. 215 East 3rd Street Burkburnett, TX 76354 Wichita	Pantry and Training Center Improvement 2014	\$17,015.00
Camp Fire USA North Texas Council 2414 Ninth Street Wichita Falls, TX 76301 Wichita	Step-It-Up to Thrive 2014	\$13,750.00
Clay County Senior Citizens, Inc. P. O. Box 533 Henrietta, TX 76365	Mission Programming 2014	\$20,000.00
Court Appointed Special Advocates of Wise and Jack Counties 300 E. Pecan P. O. Box 650 Decatur, TX 76234	Program Operations 2014-2015	\$39,850.00
Christ Academy (fka The Episcopal School of Wichita Falls, Inc.) 5105 Stone Lake Drive Wichita Falls, TX 76310	Interactive Technology Update 2014	\$65,522.00
Family Promise Of Lawton Incorporated P.O. Box 142 Lawton, OK 73502 Comanche	Organization & Technology Enhancements 2014-2015	\$14,000.00
Habitat for Humanity of Wichita Falls, Inc. 1206 Lamar Wichita Falls, TX 76301 Wichita	Youth United Build 2014	\$35,000.00
Inheritance Adoptions 1007 11th Street Wichita Falls, TX 76301 Wichita	Program Support 2013-2014	\$20,000.00
Kairos Prison Ministry International, Inc. 2301 Oak Forest Ct. Arlington, TX 76012	Kairos Allred Spring/Fall Weekends 2014 (President's Grant)	\$4,000.00

Grantee Organization	Project Title	Payment Amount
Knox County Hospital District P.O. Box 608 Knox City, TX 79529	Hospital Renovations 2014-2015	\$30,000.00
Nocona Ministries 207 Cooke St P. O. Box 214 Nocona, TX 76255	Food Distribution and Operating 2014	\$13,000.00
North Texas Rehabilitation Center 1005 Midwestern Parkway Wichita Falls, TX 76302	Equipment Needs 2014	\$18,096.00
Patsy House Childrens Advocacy Center, Inc. 1411 Tenth Street Wichita Falls, TX 76301 Wichita	Volunteer Outreach 2014-2015	\$27,937.00
Presbyterian Children's Homes and Services 4407 Bee Cave Road Suite 520 Austin, TX 78746	Wichita Falls Foster Care/Adoption and Child/Family Program 2014	\$60,000.00
River Bend Nature Works 2200 Third Street P. O. Box 3674 Wichita Falls, TX 76307 Wichita	Upper Walking Path 2014	\$90,000.00
Whispers of Hope Horse Farm 3545 Parkhill Road Wichita Falls, TX 76310 Wichita	Summer Camp 2014 (and Nonprofit Management Certificate Program & QuickBooks Training)	\$10,000.00
Wichita Adult Literacy Council 4309 Jacksboro Hwy., Suite 105 Wichita Falls, TX 76302	Program Support 2014	\$25,000.00
Wichita Falls Art Association 1300 Lamar Wichita Falls, TX 76301 Wichita	Gallery Support 2014	\$9,100.00
Wichita Falls Independent School District P. O. Box 97533 Wichita Falls, TX 76307	RHS/Barwise-Zundy Keyboard Labs 2014	\$49,500.00

Grantee Organization	Project Title	Payment Amount
Nocona Ministries 207 Cooke St P. O. Box 214 Nocona, TX 76255	Food Distribution and Operating 2014	\$22,421.00
Exponent Philanthropy (formerly known as Association of Small Foundations) 1720 N Street NW Washington, DC 20036	Grant Support 2014 (President's Grant)	\$1,500.00
Wichita Falls Faith Mission, Inc. P. O. Box 965 Wichita Falls, TX 76307 Wichita	Faith Refuge Capital Campaign 2011 - 2014	\$50,000.00
Young Mens Christian Association of Lawton, Oklahoma 5 S.W 5th Street Lawton, OK 73501 Comanche	Expansion Project Phase I 2011-2013	\$100,000.00
Arts Council Wichita Falls Area Inc. dba Kemp Center for the Arts 1300 Lamar Wichita Falls, TX 76301	Region IX Distance Learning Program 2014 (President's Grant - CIP)	\$30,000.00
Child Advocates CASA of Red River 808 Austin Wichita Falls, TX 76301	Nonprofit Management Institute 2014 (President's Grant)	\$750.00
Miscellaneous Contributions 807 8th Street #1010 Wichita Falls, TX 76301	Miscellaneous Contributions 2010 - 2015 (President's Grant)	\$100.00
Midwestern State University 3410 Taft Boulevard Wichita Falls, TX 76308 Wichita	External Improvements 2014 (for the Museum of Art)	\$665,000.00
Arts Council Wichita Falls Area Inc. dba Kemp Center for the Arts 1300 Lamar Wichita Falls, TX 76301	Express Yourself! Poetry Camp 2014 and 2015 (President's Grant-CIP)	\$7,805.00

Grantee Organization	Project Title	Payment Amount
North Texas Area United Way, Inc. P. O. Box 660 1105 Holliday Street Wichita Falls, TX 76307-0660	Early Childhood Development Initiative II	\$342,489.00
Arts Council Wichita Falls Area Inc. dba Kemp Center for the Arts 1300 Lamar Wichita Falls, TX 76301	Kemp at the Forum Renovation 2011-2014	\$500,000.00
Nortex Regional Planning Commission 4309 Jacksboro Hwy. Suite 200 Wichita Falls, TX 76302	Homeward Bound Housing 2013 and 2014	\$25,901.00
Wichita Falls Area Community Foundation 807 Eighth Street, Suite 750 Wichita Falls, TX 76301	Volunteer Fire Department Funds 2013-2014	\$100,000.00
Wichita Falls Independent School District P. O. Box 97533 Wichita Falls, TX 76307	Sixth Grade Opera Project 2013-2014	\$12,002.00
Communities In Schools of Greater Wichita Falls 705 Eighth Street, Suite 700 Wichita Falls, TX 76301 Wichita	Program Operations 2011-2012	-\$21,262.59
Burkburnett Independent School District 416 Glendale Street Burkburnett, TX 76354-2499	Dallas Opera for 6th Grade Students 2013-2014	\$3,897.00
Child Care, Inc. 1000 Lamar Street, Suite 432 Wichita Falls, TX 76301	Child Care Gaps 2014	\$125,000.00
Dallas Opera Winspear Opera House 2403 Flora Street, Suite 500 Dallas, TX 75201	Education Outreach 2013-2014	\$25,000.00
Turningpoint North Texas Council on Substance Abuse P.O. Box 552 Graham, TX 76450 Young	Drug Education Awareness 2014	\$600.00

Grantee Organization	Project Title	Payment Amount
Midwestern State University 3410 Taft Boulevard Wichita Falls, TX 76308 Wichita	Quilting Wichita Falls Together: A Community Art Experience 2014-2015 (President's Grant - CIP)	\$23,968.00
Olney Hamilton Hospital District P. O. Box 158 Olney, TX 76374	Lovett-Meredith Specialty Center Renovation 2013	\$1,146.00
Christmas in Action Wichita TX Inc. P. O. Box 8464 Wichita Falls, TX 76307	Building Materials/Executive Director 2014	\$30,000.00
Western Trail Historical Society, Inc. P. O. Box 11 Altus, OK 73522 Jackson	Renovation of Braddock Gallery of the Museum of the Western Prairie	\$30,000.00
Wichita Falls Crime Stoppers, Inc. 610 Holliday Wichita Falls, TX 76301 Wichita	Rewards Fund Assistance 2014	\$17,000.00
City of Wichita Falls 600 11th St., Suite 209 Wichita Falls, TX 76301 Wichita	Fall Concert Series 2013 (President's Grant - CIP)	-\$1,500.00
Child Care, Inc. 1000 Lamar Street, Suite 432 Wichita Falls, TX 76301	Child Care Gaps 2013	\$20,000.00
Henrietta Boy Scouts PO Box 23 Henrietta, TX 76365	Building Project 2012 - 2013	\$35,000.00
Whispers of Hope Horse Farm 3545 Parkhill Road Wichita Falls, TX 76310 Wichita	New 20 Stall Barn Stage One 2014	\$75,000.00
Alliance Outreach Ministries of Iowa Park Texas P.O. Box 486 Iowa Park, TX 76367	Great Days of Service 2014	\$31,739.00
City View Independent School District 1025 City View Drive Wichita Falls, TX 76306	Empowering Aspiring Artists 2013-2014	\$25,000.00

Grantee Organization	Project Title	Payment Amount
Knox County Hospital District P.O. Box 608 Knox City, TX 79529	Telemetry Unit	\$22,500.00
Marie Detty Youth & Family Service Center, Inc. P.O. Box 408 Lawton, OK 73502 Comanche	New Directions Domestic Violence Womens Shelter 2013	\$25,000.00
Wichita Falls Ballet Theatre, Inc. 1501 Midwestern Parkway, Suite 116 Wichita Falls, TX 76302	Afternoon with the Arts - Peter & the Wolf 2014	\$33,000.00
Wichita Falls Independent School District P. O. Box 97533 Wichita Falls, TX 76307	NAEA Conference/Classroom Art Supplies 2014 (President's Grant - CIP)	\$6,000.00
Philanthropy Roundtable 1150 17th Street NW, Suite 503 Washington, DC 20036	Leadership Level Support 2014-2015 (President's Grant)	\$1,500.00
Philanthropy Southwest 624 N. Good-Latimer Expressway Suite 100 Dallas, TX 75204	Support Membership Fee for 2014 (President's Grant)	\$4,000.00
Burkburnett Grace Ministries, Inc. 215 East 3rd Street Burkburnett, TX 76354 Wichita	Facility Remodel and Board Training 2013	-\$5,084.00
Alzheimer's Disease and Related Disorders Association, Inc. - North Central Texas Chapter 2630 West Freeway, Suite 100 Fort Worth, TX 76102 Tarrant	Service Expansion 2014	\$20,000.00
American National Red Cross/American Red Cross of North Central Texas 1809 5th Street Wichita Falls, TX 76301 Wichita	Disaster Services 2014	\$80,000.00
Boy Scouts of America Council 3604 Maplewood Wichita Falls, TX 76308	Camp Support and Operations 2014	\$30,000.00

Grantee Organization	Project Title	Payment Amount
Boys Club of Wichita Falls 1318 Sixth Street Wichita Falls, TX 76301	Gymnasium Air Conditioning Project 2013-2014	\$120,760.00
Boys Club of Wichita Falls 1318 Sixth Street Wichita Falls, TX 76301	Wichita County Teen Court Support 2014	\$22,251.00
Child Evangelism Fellowship, Inc. P.O. Box 3494 Wichita Falls, TX 76307 Wichita	Operational Support 2014	\$10,000.00
Child Welfare Board of Wichita County Inc./Community Partners of North Texas 1411 10th Street, Suite A Wichita Falls, TX 76301	Salary 2014	\$17,000.00
Chisholm Trail Heritage Center Association 1000 Chisholm Trail Parkway Duncan, OK 73533	Education Program 2014	\$25,000.00
Christ's Home Place Ministries, Inc. 1420 Twin Oaks Wichita Falls, TX 76302	Benevolent Program (Fee Assistance) 2014	\$50,000.00
Horizon Communities Corp P. O. Box 524 Iowa Park, TX 76367	Horizon Faith-Based Community at Allred Prison 2014 (President's Grant)	\$3,000.00
Interfaith Ministries of Wichita Falls, Inc. 1101 11th Street Wichita Falls, TX 76301	Rent Assistance 2014	\$18,000.00
Kairos Prison Ministry International, Inc. dba Kairos Outside of Wichita Falls P.O. Box 9245 Wichita Falls, TX 76308 Wichita	Kairos Outside of Wichita Falls 2014	\$10,000.00
Leadership Wichita Falls Inc. P O. Box 8344 Wichita Falls, TX 76307	Youth Leadership Wichita Falls 2014	\$3,000.00

Grantee Organization	Project Title	Payment Amount
Montague County Carpenters Shop, Inc. (The) 400 Boston Nocona, TX 76255	Restroom Renovation 2014	\$4,246.00
Museum of North Texas History (The) P. O. Box 1619 Wichita Falls, TX 76307	Interior Capital Improvements	\$7,700.00
New Horizons Ranch and Center, Inc. 294 Medical Drive Abilene, TX 79601	Wichita Falls Children in Foster Care 2013 - 2014	\$50,000.00
Nonprofit Management Center of Wichita Falls 2301 Kell Boulevard, Suite 218 Wichita Falls, TX 76308 Wichita	Operational Support 2014	\$54,500.00
Nonprofit Management Center of Wichita Falls 2301 Kell Boulevard, Suite 218 Wichita Falls, TX 76308 Wichita	Nonprofit Management Institute 2014 (President's Grant - Board Authority Given 7/25/2011)	\$37,030.00
Patsy House Childrens Advocacy Center, Inc. 1411 Tenth Street Wichita Falls, TX 76301 Wichita	Counseling 2013-2014	\$14,502.00
Senior Citizens Services of North Texas, Inc. P. O. Box 1655 Wichita Falls, TX 76307 Wichita	Meals on Wheels 2013-2014	\$70,000.00
Turningpoint North Texas Council on Substance Abuse P.O. Box 552 Graham, TX 76450 Young	Drug Education Awareness 2014	\$30,000.00
United Regional Health Care Foundation 1600 Eleventh Street Wichita Falls, TX 76301	Rathgeber House Subsidized Funding 2013 & 2014	\$25,000.00

Grantee Organization	Project Title	Payment Amount
Wichita Falls Area Food Bank P. O. Box 623 Wichita Falls, TX 76307	Nutrition Education Services 2014	\$50,000.00
Wichita Falls Area Food Bank P. O. Box 623 Wichita Falls, TX 76307	PowerPak 4 Kids 2014	\$75,000.00
Wichita Falls Symphony Orchestra, Inc. 1300 Lamar Wichita Falls, TX 76301	Educational Outreach 2013-2014	\$13,000.00
Young Mens Christian Association of Wichita Falls 1010 9th Street Wichita Falls, TX 76301	Camp Grady Spruce Scholarships 2013	\$15,675.00
Grand Totals		\$4,699,394.48

Schedule 5

BALANCE SHEETS

THE PRIDDY FOUNDATION - TIN 75-6029882

For the Year Ended December 31, 2014

	Units/ Shares	Beginning of Year Book Value	End of Year	
		Book Value	Book Value	Fair Market Value
ASSETS				
Cash				
American National Bank		\$ 35,852.40	\$ 13,264.83	\$ 13,264.83
Petty Cash		200.00	200.00	200.00
Money Funds		15,058,986.52	44,884,679.96	44,884,679.96
Morgan Stanley		157,564.93	130,901.87	130,901.87
Deposits & checks in transit		(1,139,509.96)	(18,229.14)	(18,229.14)
Totals		\$ 14,113,093.89	\$ 45,010,817.52	\$ 45,010,817.52
Accounts receivable				
Purchased interest		\$ 10,872.96	\$	\$
Accrued interest				123,610.95
Totals		\$ 10,872.96	\$	\$ 123,610.95
Prepaid expenses:				
Excise tax		\$	\$	\$
Fixed income securities:				
U S Govt Agency and Mortgage Backed Securities				
FHLMC #G12718 5.5% 7/2/2022	104809/77149	\$ 102,795.14	\$ 75,666.67	\$ 84,054.25
Freddie Mac 5 5% 5/1/2022	89546/65077	89,480.06	65,029.20	70,745.14
FGPC230401BE Gold Program	179024/131285	178,575.92	130,956.67	141,319.06
Freddie Mac #G12806 5 5% 9/1/2022	149411/110261	149,154.61	110,071.37	120,129.26
Federal Govt G18265 5 5% 7/1/2023	207512/162862	206,312.48	161,920.13	177,333.65
FHLMC 2 25% 1/23/2017-14	2,000,000	2,014,589.58		
Fannie Mae 55% 2/27/2015-14	2,000,000	1,997,300.00		
FHLMC 2 0% 6/27/2019-14	3,000,000	2,988,000.00	2,988,000.00	3,005,730.00
Fannie Mae 2.5% 5/1/2028	3040484/2728356	3,023,856.86	2,713,435.46	2,787,015.82
FHLB 2 5% 11/16/18-15	1,500,000		1,520,528.74	1,510,845.00
FHLB 9% 3/24/17-14	2,000,000		2,000,000.00	1,996,840.00
Fannie Mae AU1657 2 5% 7/1/28	1,326,462		1,328,430.99	1,353,203.49
Totals		\$ 10,750,064.65	\$ 11,094,039.23	\$ 11,247,215.67
Corporate Bonds & Notes				
AT&T 2 95% 5/15/16	2,000,000	\$ 2,085,880.00	\$ 2,053,135.75	\$ 2,048,400.00
Berkshire Hathaway 3 2% 2/11/15	2,000,000	2,070,293.97	2,023,162.05	2,005,740.00
Caterpillar Financial 2 65% 4/1/16	2,000,000	2,069,570.95	2,041,456.78	2,049,060.00
GE Electric Cap Qtrly 806% 9/15/14	2,000,000	1,943,756.00		
Totals		\$ 8,169,500.92	\$ 6,117,754.58	\$ 6,103,200.00

		Beginning of Year	End of Year	
	Units/ Shares	Book Value	Book Value	Fair Market Value
Municipal Bonds				
Brownsville TX ISD 4 0% 8/15/2019	1,000,000	\$ 1,120,661.27	\$ 1,099,584.57	\$ 1,091,000.00
Highland Park ISD 4.0% 2/15/2019	875,000	972,206.08	953,762.19	949,410.00
Lubbock TX Rfdg 2 11% 2/15/2021	2,000,000	2,000,000.00	2,000,000.00	1,974,540.00
Plano, TX ISD 3 125% 2/15/17	1,000,000	1,059,700.00	1,047,009.29	1,041,820.00
Totals		\$ 5,152,567.35	\$ 5,100,356.05	\$ 5,056,770.00
Totals - Fixed income securities		\$ 24,072,132.92	\$ 22,312,149.86	\$ 22,407,185.67
Corporate Stocks				
Dodge.				
Adobe Sys Inc	3600/0	\$ 92,439.45	\$	\$
ADT Corp	6400	228,547.64	227,572.64	231,872.01
Aegon NV	34000	244,529.42	244,529.42	255,000.00
AOL Inc	3100/4000	53,942.98	86,752.95	184,680.00
Apache Corp	4300/7500	354,797.23	628,056.93	470,025.00
BB&T Corporation	6500/8700	138,198.65	216,630.88	338,343.00
Baker Hughes, Inc	7400/5700	191,924.65	125,036.45	319,599.00
Bank of America Corp	47000/50400	447,374.26	536,650.22	901,656.00
Bank of New York Mellon Corp	19000/21700	504,885.74	594,859.36	880,369.00
Boston Scientific Corp	15600/0	122,358.40		
Cadence Design Systems Inc	6200	24,002.68	24,002.68	117,614.00
Capital One Financial Corp	15400	602,339.13	602,339.13	1,271,270.00
Carmax Inc	4000/2400	83,068.40	26,691.18	159,792.00
Celanese Corp	5000	194,685.25	194,685.25	299,800.00
Chevron Corp. New	4000	308,078.51	308,078.51	448,720.00
Cigna Corp	2000/3400	156,101.40	280,747.88	349,894.00
Coach Inc	4800/5500	250,306.57	284,512.07	206,580.00
Comcast Corp	20700/14400	335,331.75	225,667.56	835,344.00
Computer Sciences Corp	3500/0	96,437.13		
Corning Inc	17500	224,414.93	224,414.93	401,275.00
Danaher Corp.	3700		309,989.21	317,127.00
Dish Network Corp	5800/3600	189,200.09	91,691.45	262,404.00
Domtar Corp	266/0	24,411.49		
Dow Chemical Co	5800/0	154,473.18		
EBay Inc	6200/8900	230,969.19	369,211.48	499,468.00
E M C Corp	2100/12600	50,886.99	316,724.93	374,724.00
Express Scripts Holding Co	900/5600	60,536.78	413,111.37	474,152.00
Fedex Corp	5000/4800	140,157.66	126,610.38	833,568.00
Forest Labs Inc	2800/0	119,316.22		
General Elec Co	30000/12700	578,110.84	149,978.50	320,929.00
Glaxo Wellcome	13200/6100	609,620.22	259,429.03	260,714.00
Goldman Sachs Group Inc	3700	457,152.21	457,152.21	717,171.00
Google Inc Cl A	400	284,654.84	142,141.25	526,400.00
Google Inc - C	1000		474,975.61	212,264.00
Hewlett Packard	38200/33100	810,358.18	592,674.86	1,328,303.00
HSBC Holdings PLC	3000/0	153,392.52		
JPMorgan Chase & Co	4200/8000	182,233.00	403,313.33	500,640.00
Juniper Networks	7800		169,309.85	174,096.00
Koninklijke Phillips	5000	103,297.90	103,297.90	145,000.00

		Beginning	End of Year	
	Units/ Shares	of Year Book Value	Book Value	Fair Market Value
Liberty Media Holding Corp Interactive	8000	80,993.61	68,805.45	235,360.00
Liberty Ventures Series A	1137		12,182.68	42,887.63
Maxim Integrated Prods Inc	3700/8000	47,084.72	194,038.65	254,960.00
McGraw Hill Cos Inc	2500/0	90,660.71		
Medtronic Inc	2700/3500	100,449.55	147,949.55	252,700.00
Merck & Co Inc	17000/10900	444,485.45	269,115.75	619,011.00
MetLife Inc	4900/6800	204,614.23	309,737.76	367,812.00
Microsoft Corp	27100	747,030.10	747,030.10	1,258,795.00
National Oilwell Varco Inc	4300		294,765.44	281,779.00
Netapp Inc	7800/10400	255,979.96	362,413.26	431,080.00
News Corp (2013) Class A	3800	12,220.46	12,220.46	59,622.00
Nokia Corp	57000/13700	303,666.31	49,525.50	107,682.00
Novartis Ag Spnsd Adr	10100/11000	560,617.85	641,532.53	1,019,260.00
Now Inc	974		28,616.51	25,061.02
Panasonic Corp	13000/0	97,475.95		
Pfizer, Inc	22500/16400	391,844.91	258,344.59	510,860.00
Roche Holding Ltd	10000/24100	374,639.96	556,426.29	819,159.00
Sanofi-Aventis ADR	15500/14100	609,718.02	549,663.56	643,101.00
Schlumberger	9000/8900	408,329.24	429,947.30	760,149.00
Schwab Charles Corp	30100	478,021.42	478,021.42	908,719.00
Sprint Corp Com Fon Group	21227/12927	171,714.74	44,047.03	53,647.05
Suntrust Bks Inc	6100	125,447.31	125,447.31	255,590.00
Symantec Com	25500/27100	450,301.71	482,858.51	695,250.50
Synopsys Inc	6000/7000	107,318.38	143,960.38	304,290.00
Target Corp	5800		336,846.92	440,278.00
Time Inc New	1557		12,702.79	38,317.77
Time Warner Cable Inc	5100/6100	192,168.95	342,778.95	927,566.00
Time Warner Inc	12500	321,812.34	309,058.91	1,067,750.00
Twenty-First Century Fox	15200/16000	90,648.89	116,148.89	614,480.00
Tyco Connectivity Ltd	7000	145,261.33	145,261.33	442,750.00
Tyco Intl PLC	5700/7000	142,559.38	197,672.88	307,020.00
Unilever PLC	4000/5000	126,984.15	360,300.40	505,450.00
Unitedhealth Group Inc	3600/0	249,393.38		
Vodafone Group PLC New	4600/0	94,668.69		
Vulcan Materials Co	2100/0	72,862.13		
Wal Mart Stores Inc	5700/10000	294,129.60	627,408.31	858,800.00
Weatherford Intl Ltd	13400	183,351.54	183,351.54	153,430.00
Wells Fargo & Co New	24000	606,100.44	606,100.44	1,315,680.00
Xerox Corp	15700/0	79,741.75		
Totals - Dodge		\$ 17,464,832.64	\$ 18,655,120.79	\$ 31,197,089.98
Sarofim				
Abbott Labs	108000/0	\$ 226,180.28	\$	\$
Abbvie Inc.	9800/0	209,636.50		
Ace Limited	3100/0	289,635.94		
Air Products & Chemicals Inc	1800/0	154,148.92		
Altria Group, Inc	16000/0	163,692.77		
American Express Co	5000/0	162,086.30		
Apple Computer Inc	2400/0	323,156.00		
ASML Holding NV	1700/0	152,100.70		

	Units/ Shares	Beginning of Year Book Value	End of Year	
			Book Value	Fair Market Value
Automatic Data Processing	8000/0	328,137 28		
Blackrock Inc	1650/0	310,802.01		
Canadian Pacific Railway	1200/0	145,532 52		
Caterpillar Inc	3500/0	247,551.50		
Chevron Corp. New	8500/0	381,090.50		
Coca Cola Co	30000/0	822,380.80		
Comcast Corp.	7000/0	286,199 20		
ConocoPhillips	9500/0	353,678.62		
Diageo PLC	2200/0	254,607.10		
Disney Walt Co	5000/0	176,050 80		
EOG Resources	1000/0	137,480.80		
Exxon Mobil Corp	22000/0	709,972 39		
Franklin Resources Inc	9000/0	328,335 90		
Freeport Copper & Gold	7000/0	352,373 10		
General Electric Co	27000/0	743,281.00		
Intel Corp	12000/0	218,568 75		
International Business Mach	3500/0	481,330.56		
J. P. Morgan Chase & Co	11000/0	418,534 00		
Johnson & Johnson	9000/0	290,230 00		
Kinder Morgan Inc	8000/0	228,560 00		
Kraft Foods Inc Cl A	2666/0	89,066 06		
McDonalds Corp	7453/0	454,865 41		
McGraw Hill Companies, Inc	4000/0	104,145 00		
Mondelez International	8000/0	165,975.76		
Nestle S A Sponsored Adr	13300/0	264,936.00		
News Corp (2013) Class A	4250/0	29,679 14		
Novartis Ag	4000/0	281,892 00		
Novo Nordisk A/S	3000/0	195,306.90		
Occidental Pete Corp	6500/0	332,994.00		
Oracle Corp	10000/0	325,536.60		
PepsiCo, Inc	6000/0	222,274.22		
Philip Morris International Inc	20000/0	496,606 29		
Phillips 66	4750/0	111,520 88		
Praxair Inc	4000/0	191,612 00		
Procter & Gamble Co	9500/0	361,104 53		
Qualcomm Inc.	5000/0	199,947.00		
Roche Holding Ltd Sponsored Adr	9000/0	347,093 60		
Royal Dutch Shell	7000/0	478,422 20		
Sab Miller PLC	6000/0	225,916.20		
State Street Corp	2200/0	157,673.56		
Target Corp	10000/0	384,751 30		
Texas Instruments	7000/0	210,280 00		
Time Warner Cable Inc	2000/0	152,534 05		
Total S A	8000/0	448,001 18		
Twenty-First Century Fox	17000/0	220,153 66		
Union Pac Corp	900/0	138,831 93		
United Technologies Corp	5800/0	426,051 25		
Wal Mart Stores, Inc	5000/0	241,129 50		
Walgreen Co	5000/0	54,684 25		

	Units/ Shares	Beginning of Year Book Value	End of Year	
			Book Value	Fair Market Value
Wells Fargo & Co. New	7000/0	287,529.20		
Totals - Sarofim		\$ 16,495,847.91	\$	\$
Luther King.				
Abbvie Inc	19000	\$ 767,384 51	\$ 767,384 51	\$ 1,243,360 00
Akamai Technologies Inc	10000/11500	503,767.00	592,919.95	724,040 00
Amazon Com Inc	2700/2400	321,055 98	284,681 16	744,840.00
American Express Co	8000/8800	615,031 90	685,623.90	818,752.00
Apple Computer Inc.	1900/13300	556,430 00	556,430.00	1,468,054.00
Bank of America Corporation	60000/50000	741,909 40	586,476 90	894,500.00
Cabot Oil & Gas Corp	25000/16000	431,643 45	271,898 25	473,760 00
Celgene Corp	7400/14500	394,289 20	373,943.20	1,621,970.00
Cirrus Logic Inc	22000/0	342,593 90		
Coca Cola Co	20000	536,112.00	536,112 00	844,400 00
Colgate Palmolive Co	15000	596,087 08	596,087.08	1,037,850 00
Comerica Inc	20000/17000	640,435 00	505,945 00	796,280 00
Covidien Limited	11500/7500	418,373 67	259,034 46	767,100 00
Cullen Frost Bk Inc	9000	470,358 50	470,358 50	635,760 00
Danaher Corp	11500	439,103 20	439,103.20	985,665 00
Disney Walt Co	12500/9500	415,795 00	313,066 00	894,805 00
E M C Corp	24000	474,513 28	474,513 28	713,760 00
EOG Resources Inc	5500/9500	543,182 60	465,172 20	874,665 00
Exxon Mobil Corp	6500/5500	371,844 70	312,809 70	508,475 00
FMC Corporation	10700/8500	326,005 43	320,988 15	484,755 00
General Elec Co	31500	470,957 65	470,957 65	796,005.00
Google Inc Cl A	1000	466,737 62	233,063 57	530,660.00
Google Inc - C	1000		233,674 05	526,400 00
Halliburton Co	17000/6000	482,677.75	153,345 00	235,980 00
Home Depot Inc	8000	555,966 30	555,966.30	839,760 00
International Business Machines	3000/0	486,085.42		
Jarden Corp	18000		725,741 66	861,840 00
JPMorgan Chase & Co	15000/10500	568,433 60	376,018.60	657,090 00
Kimberly Clark Corp	3200/5000	287,747 92	465,774.30	577,700.00
Kirby Corporation	7000	457,230.64	457,230 64	565,180 00
Martin Marietta Materials	5000	538,941 45	668,356 35	661,920 00
Memorial Resource Dev	26000		617,077.20	468,780.00
Merck & Co Inc	12000		698,126 60	681,480.00
Microsoft Corp	11500		511,618.55	534,175 00
Monsanto Co	5800	277,155.24	277,155.24	692,926.00
National Instrument Corp	18750	392,675.75	392,675 75	582,937 50
Nike Inc Cl B	4500		399,963 60	432,675 00
Oracle Corp	14000/0	328,122.80		
Oreilly Automotive Inc	6000	291,420 45	251,388 45	1,001,624 00
Pall Corporation	7500	406,700 00	406,700 00	759,075 00
Perkinelmer Inc	17000		764,883 10	743,410 00
Pfizer Inc	30000/20000	453,397 30	287,275 50	623,000 00

		Beginning of Year	End of Year	
	Units/ Shares	Book Value	Book Value	Fair Market Value
Pioneer Natural Resources	2700	471,405.94	471,405.94	401,895.00
Praxair Inc	6000	537,409.95	537,409.95	777,360.00
Procter & Gamble Co.	9000/8000	557,611.10	493,758.60	728,720.00
Range Resources Corp	7500/5300	487,955.72	340,401.20	283,285.00
Roper Industries Inc	5500	345,367.50	345,367.50	859,925.00
Schlumberger Ltd	4000		438,216.50	341,640.00
Suntrust Bks Inc	18000	541,937.00	541,937.00	754,200.00
Thermo Fisher Scientific Inc	11500	577,139.20	577,139.20	1,440,835.00
Time Warner Inc	11500	345,525.52	331,832.35	982,330.00
Trimble Navigation Ltd.	22000	416,332.90	416,332.90	583,880.00
Union Pac Corp	7000		686,413.22	833,910.00
Walgreen Co.	15500/14000	433,971.70	389,316.70	1,064,700.00
Wells Fargo & Co New	21000/17000	721,237.56	581,279.26	931,940.00
Whirlpool Corp.	6000	525,820.20	525,820.20	1,162,440.00
Zions Bancorp	15000		450,788.90	427,650.00
Totals - Luther King		\$ 22,331,879.98	\$ 24,886,958.97	\$ 40,880,118.50
Morgan Stanley				
Kinder Morgan Incorp	6925/26306	\$ 236,176.43	\$ 952,187.49	\$ 1,113,176.10
Kinder Morgan Management LLC	9739/0	804,689.23		
Plains GP Holdings, Inc	9565/15395	235,576.39	412,154.16	395,343.60
Targa Resources CP	2634		327,251.88	279,335.70
Williams Co Inc	8442		422,592.35	379,383.48
Totals - Morgan Stanley		\$ 1,276,442.05	\$ 2,114,185.88	\$ 2,167,238.88
Totals - Corporate Stock		\$ 57,569,002.58	\$ 45,656,265.64	\$ 74,244,447.36
Mutual Funds:				
LKCM Small-Mid Cap Equity	68886	\$ 600,000.00	\$ 600,000.00	\$ 833,524.69
Totals - Mutual Funds		\$ 600,000.00	\$ 600,000.00	\$ 833,524.69
Index Funds				
Vanguard Total Stock Market Fund	263887 31/268777 62	\$ 8,954,256.56	\$ 9,196,888.04	\$ 13,868,925.30
Totals - Index Funds		\$ 8,954,256.56	\$ 9,196,888.04	\$ 13,868,925.30
Partnerships				
LKCM Investment		\$ 7,898,100.00	\$ 8,085,489.00	\$ 11,719,148.00
Morgan Stanley Partnership Funds		7,957,943.61	7,844,793.39	9,774,744.18
Totals - Partnerships		\$ 15,856,043.61	\$ 15,930,282.39	\$ 21,493,892.18
Totals - Other investments		\$ 25,410,300.17	\$ 25,727,170.43	\$ 36,196,342.17
Depreciable assets				
Furniture and equipment		\$ 157,765.82	\$ 170,885.95	\$
Accumulated depreciation		(119,735.84)	(132,446.04)	
Totals - Depreciable assets		\$ 38,029.98	\$ 38,439.91	\$ 38,439.91

	Units/ Shares	Beginning of Year Book Value	End of Year	
			Book Value	Fair Market Value
Oil & gas royalties				
Producing		\$ 41,836.00	\$ 41,836.00	\$ 160,809.30
Accumulated depletion		(41,836.00)	(41,836.00)	
Nonproducing		<u>5,149.00</u>	<u>5,149.00</u>	<u>5,149.00</u>
Totals - Oil & gas royalties		<u>\$ 5,149.00</u>	<u>\$ 5,149.00</u>	<u>\$ 165,958.30</u>
Total assets		<u>\$ 121,218,581.50</u>	<u>\$ 138,749,992.36</u>	<u>\$ 178,186,801.88</u>
LIABILITIES AND FUND BALANCE				
Liabilities				
Accounts payable		<u>\$ 118,829.34</u>	<u>\$ 316,155.57</u>	
Total liabilities		<u>\$ 118,829.34</u>	<u>\$ 316,155.57</u>	
Fund Balance				
Fund balance		<u>\$ 121,099,752.16</u>	<u>\$ 138,433,836.79</u>	
Total liabilities and fund balance		<u>\$ 121,218,581.50</u>	<u>\$ 138,749,992.36</u>	

Schedule 6

OFFICERS, DIRECTORS, TRUSTEES AND FOUNDATION MANAGERS

THE PRIDDY FOUNDATION - TIN 75-6029882

For the Year Ended December 31, 2014

<u>Officers and Trustees - Part VIII:</u>		<u>Compensation</u>	<u>Contributions to Employee Benefit Plans</u>
David Wolverton 807 8th Street, Suite 1010 Wichita Falls, TX 76301	President/ Treasurer	\$ 277,200.00	\$ (1)
Dr. Shelley S. Sweatt 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Executive Director	97,200.04	6,625.00
Robert T Priddy 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee Emeritus		(2)
Berneice R. Leath 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee Emerita		(2)
Paul Clark 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee/ Lead Trustee	7,500.00	(2)
Doug Armstrong 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee	7,500.00	(2)
Murphy Davis 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee	7,500.00	(2)

<u>Officers and Trustees - Part VIII</u>		<u>Compensation</u>	<u>Contributions to Employee Benefit Plans</u>
David Flack 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee	7,500.00	(2)
Alice Huang 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee	7,500.00	(2)
Jerry Johnson 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee	7,500.00	(2)
Liz Martin 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee	7,500.00	(2)
Nancy Marks 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee	7,500.00	(2)
Gale Richardson 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee	7,500.00	(2)
Patty Young 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee	7,500.00	(2)
Sara Jane Snell 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee	4,000.00	(2)
Kristi Faulkner 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee Elect	500.00	

<u>Officers and Trustees - Part VIII.</u>		<u>Compensation</u>	<u>Contributions to Employee Benefit Plans</u>
Tony Fidelie 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee Elect	500.00	
Martin Litteken 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee Elect	500.00	
Kathy Sultermeyer 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee Elect	500.00	
		<u>\$ 455,400.04</u>	<u>\$ 6,625.00</u>

Time devoted to business by above:

- (1) Full-time (40 hours per week)
- (2) Part-time (average 1-2 hours per week)

Foundation Managers - Part XV.

Walter Priddy - Date of Death 07-07-79
 Ashley Priddy - Date of Death 03-05-84
 Swannanoa Priddy - Date of Death 08-07-80
 Robert T Priddy - Date of Death 01-06-15

Schedule 7

PART XV - SUPPLEMENTARY INFORMATION

THE PRIDDY FOUNDATION - TIN 75-6029882

For the Year Ended December 31, 2014

2. (a) David Wolverton, President
The Priddy Foundation
807 Eighth Street, Suite 1010
Wichita Falls, Texas 76301
(817) 723-8720
- (b) Grant application should be made with the Foundation's grant application form that is available on the Foundation's web site www.priddyfdn.org. The following information should be submitted with the completed grant application:
- 1 Copy of the requesting organization's 501(c)(3) tax-exempt letter from the IRS.
 - 2 A list of officers and directors.
 - 3 A detailed project budget that includes administration costs, salaries, projected overhead expenses, etc.
 - 4 A copy of the organization's most recent audit
 - 5 Latest financial statements.
- (c) Two meetings per year are held to consider grant requests. These meetings are in May and November. Deadlines for the initial grant reviews are February 1st for the May cycle, and July 15th for the November cycle. If the Board selects the application for further review, the deadlines for final application for grant reviews are March 15th and September 1st for the respective cycles.
- (d) Organizations receiving grants must be tax-exempt 501(c)(3) entities. The primary grant categories are human services, education and the arts. The Foundation's service area encompasses 18 counties in North Texas and 6 counties in southern Oklahoma.

Schedule 8

LEGAL FEES, ACCOUNTING FEES AND PROFESSIONAL FEES

THE PRIDDY FOUNDATION - TIN 75-6029882

For the Year Ended December 31, 2014

Part 1, Line 16a, b, c

Legal fees - Line 16a:

Sherrill, Crosnoe & Goff		\$ 994.98
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Accounting fees - Line 16b:

Freemon, Shapard & Story	\$ 39,750.00	
Mathis, West, Huffines & Co., PC	<u>13,750.00</u>	<u>\$ 53,500.00</u>

Other professional fees - Investment - Line 16c:

American National Bank	\$ 74,862.25	
Dodge & Cox	138,393.60	
Fayez Sarofim	176,940.00	
Luther King	199,451.00	
Morgan Stanley	102,325.47	
Sentry Management	<u>34,815.00</u>	<u>\$ 726,787.32</u>

Other professional fees - Consulting - Line 16c:

D. Jack Davis		<u>\$ 2,085.74</u>
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Schedule 9

PARTNER'S SHARE OF INCOME, CREDITS, DEDUCTIONS, ETC

THE PRIDDY FOUNDATION - TIN 75-6029882

For the Year Ended December 31, 2014

	Access Midstream Partners, LP	Boardwalk Pipeline Partners, LP	Buckeye Partners, LP	Crestwood Midstream Partners, LP	Dominion Midstream Partners, LP	El Paso Pipeline Partners, LP	Enbridge			Enterprise		
							Enbridge Energy Partners, LP	Midcoast Energy Partners, LP	Enlink Midstream Partners, LP	Enterprise Products Partners, LP	Oil Tanking Partners, LP	
TIN	80-0534394	20-3265614	23-2432497	20-1647837	46-5135781	26-0789784	39-1715850	81-1714064	16-1616605	78-0588219	45-0884578	
	PTP	PTP	PTP	FINAL	PTP	PTP	FINAL	PTP	(was Crosstex)	PTP	PTP	
Ordinary income (loss)	\$ (53,033 00)	\$ (5,399 00)	\$ (13,907 00)	\$ (15,943 00)	\$	\$ (30,726 00)	\$ (19,291 00)	\$ (2,694 00)	\$ (53,836 00)	\$ (63,652 00)	\$ (647 00)	
Net rental real estate income												
Other net rental income (loss)												
Portfolio income (loss)												
Interest income		7 00	54 00			61 00	1 00		565 00	48 00		
Interest income - Tax-exempt			10 00									
Ordinary dividends												
Net short-term capital gain (loss)												
Net long-term capital gain (loss)		5 00	(14,075 00)			384 00	2,349 00		(44 00)	(2,998 00)		
Net Sec 1231 gain (loss)						(1,483 00)						
Other income (loss)												
Other portfolio deductions												
Charitable contributions - 50%												
Charitable contributions - 30%												
Investment interest												
Miscellaneous												
Foreign tax												
Nondeductible expense												
Total income	\$ (624,694 00)	\$ (5,409 00)	\$ (28,168 00)	\$ (15,951 00)	\$	\$ (31,786 00)	\$ (17,551 00)	\$ (2,698 00)	\$ (53,839 00)	\$ (66,630 00)	\$ (647 00)	
Passive loss carryover from 2013												
Ordinary	\$ (692,424 00)	\$ (26,130 00)	\$ (12,853 00)	\$ (13,864 00)	\$	\$ (29,255 00)	\$ (108,973 00)	\$ (3,137 00)	\$ (31,267 00)	\$ (66,857 00)	\$	
Sec 1231	(4,648 00)		(269 00)						(2 00)			
Passive loss carryover to 2015												
Ordinary	1,213,869 00	79,163 00	27,771 00						85,203 00	132,509 00	647 00	
Sec 1231	26,211 00		14,344 00						48 00	2,998 00		
Total carryover	\$ 543,010 00	\$ 53,033 00	\$ 27,982 00	\$ (8,890 00)	\$	\$ (29,255 00)	\$ (108,973 00)	\$ (3,137 00)	\$ 53,880 00	\$ 66,651 00	\$ 647 00	
Taxable income (loss)	\$ (81,684 00)	\$ (207 00)	\$ (18,262 00)	\$ (24,841 00)	\$	\$ (61,041 00)	\$ (126,524 00)	\$ (5,835 00)	\$ 141 00	\$ 21 00	\$	
Other items												
Unrelated business taxable income (loss)	\$ (748,045 00)	\$ (53,033 00)	\$ (5,402 00)	\$ (13,908 00)	\$ (15,945 00)	\$	\$ (30,726 00)	\$ (19,291 00)	\$ (2,695 00)	\$ (53,940 00)	\$ (63,652 00)	\$ (647 00)

Schedule 9

PARTNER'S SHARE OF INCOME, CREDITS, DEDUCTIONS, ETC

THE PRIDDY FOUNDATION - TIN 75-6029882

For the Year Ended December 31, 2014

	EQT Midstream Partners, LP	Holly Energy Partners, LP	LKCM Investment Partnership, LP	Magellan Midstream Partners, LP	Markwest Energy Partners, LP	Midcoast Energy Partners, LP	MPLX LP	Oncoke Partners, LP	Phillips 66 Partners, LP	Plains All American Pipeline, LP	PAA Natural Gas Storage, LP
TIN	37-1661577	20-0833098	75-2076114	73-1599053	27-0005456	61-1714064	45-5010536	93-1120873	38-3899432	76-0582150	27-1679071
	PTP	FINAL	PTP	PTP	PTP	FINAL	PTP	PTP	PTP	PTP	PTP
Ordinary income (loss)	\$ (9,609 00)	\$ (8,177 00)	\$ 5,142 00	\$ (8,049 00)	\$ (15,349 00)	\$ (10,594 00)	\$	\$ (125,014 00)	\$	\$ (33,387 00)	\$
Net rental real estate income											
Other net rental income (loss)											
Portfolio income (loss)			322 00								
Interest income	1 00		3 00	33 00	61 00			6 00		201 00	
Interest income - Tax-exempt											
Ordinary dividends			178,505 00		313 00					88 00	
Net short-term capital gain (loss)			(283,756 00)								
Net long-term capital gain (loss)			574,421 00							300 00	
Net Sec. 1231 gain (loss)	(64 00)			(317 00)	15 00			(2,074 00)		110 00	
Other income (loss)			710 00								
Other portfolio deductions											
Charitable contributions - 50%		(1 00)	(3 00)							(34 00)	
Charitable contributions - 30%			(57,738 00)							(191 00)	
Investment interest			(230,217 00)							(1,458 00)	
Miscellaneous										(241 00)	
Foreign tax											
Nondeductible expense		(8 00)		(38 00)	(3 00)	(31 00)		(96 00)			
Total income	\$ (9,672 00)	\$ (8,184 00)	\$ 187,388 00	\$ (8,369 00)	\$ (14,963 00)	\$ (10,625 00)	\$	\$ (127,178 00)	\$	\$ (34,610 00)	\$
Passive loss carryover from 2013											
Ordinary	\$ (2,351 00)	\$	\$	\$ (5,799 00)	\$	\$ (18,710 00)	\$	\$ (111,611 00)	\$	\$ (19,939 00)	\$ (748 00)
Sec. 1231	(130 00)							(472 00)			
Passive loss carryover to 2015											
Ordinary	11,960 00			11,848 00	15,334 00			236,825 00		53,216 00	748 00
Sec. 1231	184 00			317 00				2,546 00			
Total carryover	\$ 9,673 00	\$	\$	\$ 6,368 00	\$ 15,334 00	\$ (18,710 00)	\$	\$ 127,088 00	\$	\$ 33,277 00	\$
Taxable income (loss)	\$ 1 00	\$ (8,184 00)	\$ 187,388 00	\$ (3 00)	\$ 371 00	\$ (27,335 00)	\$	\$ (90 00)	\$	\$ (1,333 00)	\$
Other items											
Unrelated business taxable income (loss)	\$ (9,609 00)	\$ (8,177 00)	\$ 44,057 00	\$ (8,049 00)	\$ (15,352 00)	\$ (10,595 00)	\$	\$ (125,014 00)	\$	\$ (33,388 00)	\$

Schedule 9

PARTNER'S SHARE OF INCOME, CREDITS, DEDUCTIONS, ETC

THE PRIDDY FOUNDATION - TIN 75-6029882

For the Year Ended December 31, 2014

TIN	Shell Midstream Partners, LP 46-5223743	Spectra Energy Partners, LP 41-2232463	Sunoco Logistics Partners, LP 23-3096939	Targa Resources Partners, LP 65-1295427	TC Pipelines LP 52-2135448	Tesoro Logistics LP				Western Gas Equity Partners, LP 48-0967387	Western Gas Partners, LP 26-1075808	Williams Partners, LP 20-2485124
						Tesoro Logistics LP 27-4151603	QEP Midstream Partners, LP 80-0918184	PTP	PTP			
Ordinary income (loss)												
Net rental real estate income												
Other net rental income (loss)												
Portfolio income (loss)												
Interest income		29 00	78 00	16 00	27 00	65 00						
Interest income - Tax-exempt		98 00	916 00									
Ordinary dividends												
Net short-term capital gain (loss)												
Net long-term capital gain (loss)												
Net Sec 1231 gain (loss)												
Other income (loss)		(807 00)	(5 00)	(1,034 00)		(11 00)	(3 00)					
Other portfolio deductions												
Charitable contributions - 50%												
Charitable contributions - 30%												
Investment interest			(324 00)									
Miscellaneous		(118 00)										
Foreign tax		(70 00)	(52 00)	(28 00)	(18 00)	(47 00)				(8 00)		(18 00)
Nondeductible expense												(124 00)
Total income		\$ (12,162 00)	\$ (41,840 00)	\$ (47,214 00)	\$ (39,466 00)	\$ (32,098 00)	\$ (390 00)	\$ (5,206 00)	\$ (48,591 00)	\$ (89,786 00)		
Passive loss carryover from 2013												
Ordinary		\$ (22,100 00)	\$ (8,652 00)	\$ (65,153 00)	\$ (35,969 00)	\$ (11,816 00)	\$	\$	\$ (28,708 00)	\$ (59,644 00)		
Sec 1231		(461 00)	(1,691 00)	(493 00)	(15 00)				(2 00)	(1,111 00)		
Passive loss carryover to 2015												
Ordinary		33,394 00	50,905 00	111,321 00	75,444 00	43,923 00	387 00	5,265 00	78,059 00	159,149 00		
Sec 1231		1,288 00	5 00	2,725 00	493 00	26 00	3 00		2 00	1,243 00		
Total carryover		\$ 12,101 00	\$ 42,258 00	\$ 47,202 00	\$ 39,475 00	\$ 32,118 00	\$ 390 00	\$ 5,265 00	\$ 50,353 00	\$ 99,837 00		
Taxable income (loss)		\$ (61 00)	\$ 818 00	\$ (12 00)	\$ 9 00	\$ 18 00	\$	\$	\$ 59 00	\$ 1,762 00		(159 00)
Other items												
Unrelated business taxable income (loss)		\$ (11,283 00)	\$ (42,110 00)	\$ (46,168 00)	\$ (39,475 00)	\$ (32,118 00)	\$ (390 00)	\$ (5,285 00)	\$ (50,353 00)	\$ (99,521 00)		