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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2014

Open to Public Inspection

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

Name of foundation: ERION FOUNDATION

A Employer identification number: 84-1358074

Number and street (or P O box number if mail is not delivered to street address): PO BOX 732

Room/suite:

B Telephone number (see instructions): (970) 669-9525

City or town, state or province, country, and ZIP or foreign postal code: LOVELAND, CO 80539

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)* ▶ $ 10,663,680.

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

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

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Part I Analysis of Revenue and Expenses

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	50.	50.		
	4	Dividends and interest from securities	202,046.	202,044.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	385,750.			
	b	Gross sales price for all assets on line 6a 4,219,109.				
	7	Capital gain net income (from Part IV, line 2)		385,570.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule) ATCH 1	70.	44,146.		
	12	**Total.** Add lines 1 through 11	587,916.	631,810.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	21,811.	9,630.		6,402.
	c	Other professional fees (attach schedule) [2]	45,893.	45,893.		
	17	Interest ATCH 3	12,788.	3,198.		9,589.
	18	Taxes (attach schedule) (see instructions) [4]	22,608.	2,608.		
	19	Depreciation (attach schedule) and depletion	15,311.			
	20	Occupancy	33,102.	3,604.		14,325.
	21	Travel, conferences, and meetings	1,022.			511.
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 5	9,932.			4,966.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	162,467.	64,933.		35,793.
	25	Contributions, gifts, grants paid	278,387.			278,387.
	26	**Total expenses and disbursements** Add lines 24 and 25	440,854.	64,933.		314,180.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	147,062.			
	b	**Net investment income** (if negative, enter -0-)		566,877.		
	c	**Adjusted net income** (if negative, enter -0-)				

675

5

		Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing	32,351.	11,960.	11,960.
	2	Savings and temporary cash investments	2,212,983.	49,645.	49,645.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)[6]		80,840.	80,104.
	b	Investments - corporate stock (attach schedule) ATCH 7	4,638,576.	4,631,495.	5,474,529.
	c	Investments - corporate bonds (attach schedule) ATCH 8	537,073.	1,799,098.	1,795,923.
	11	Investments - land, buildings, and equipment basis ▶ 117,541.			
		Less accumulated depreciation (attach schedule) ▶ 16,563.	152,504.	100,978.	100,978.
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 9	2,149,689.	2,234,272.	2,018,035.
	14	Land, buildings, and equipment basis ▶ 10,949.			
		Less accumulated depreciation (attach schedule) ▶ 7,464.	5,465.	3,485.	3,485.
	15	Other assets (describe ▶ ATCH 10)	634,564.	1,129,021.	1,129,021.
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	10,363,205.	10,040,794.	10,663,680.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue	6,900.		ATCH 11
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)	678,230.	276,830.	ATCH 12
	22	Other liabilities (describe ▶ ATCH 13)	8,708.	15,463.	
	23	**Total liabilities** (add lines 17 through 22)	693,838.	292,293.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, ▶ ☒ **check here and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	9,669,367.	9,748,501.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	9,669,367.	9,748,501.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	10,363,205.	10,040,794.	

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	9,669,367.
2	Enter amount from Part I, line 27a	2	147,062.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	9,816,429.
5	Decreases not included in line 2 (itemize) ▶ ATCH 14	5	67,928.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,748,501.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE PART IV SCHEDULE			
b				
c				
d				
e				

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

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } 2 385,570.

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	363,552.	9,591,501.	0.037904
2012	1,214,156.	9,192,278.	0.132084
2011	389,752.	9,230,467.	0.042225
2010	502,556.	9,328,409.	0.053874
2009	444,756.	8,638,100.	0.051488

2	Total of line 1, column (d)	2	0.317575
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.063515
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	10,100,108.
5	Multiply line 4 by line 3	5	641,508.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	5,669.
7	Add lines 5 and 6	7	647,177.
8	Enter qualifying distributions from Part XII, line 4	8	821,968.

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	5,669.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .			2	
3	Add lines 1 and 2			3	5,669.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	5,669.
6	Credits/Payments				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	17,200.		
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	17,200.
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** . . . . ▶			10	11,531.
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 11,531. **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______________ **(2)** On foundation managers ▶ $ ______________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CO,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.ERIONFOUNDATION.ORG

14 The books are in care of ▶ THE ORGANIZATION Telephone no ▶ 970-669-9525

Located at ▶ P.O. BOX 732 LOVELAND, CO ZIP+4 ▶ 80539

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22 1) If "Yes," enter the name of the foreign country ▶			

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

	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)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ **Yes** ☒ **No** If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ **Yes** ☒ **No**			
b	If "Yes," did it have excess business holdings in 2014 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		X

Form **990-PF** (2014)

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

			Yes	No
5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (see instructions)	☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?		5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 15		0	0	0

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

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

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

Form **990-PF** (2014)

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 BUILDING LEASE TO ART WORKS IN LOVELAND, A 501(C)(3) TAX EXEMPT ORGANIZATION, FOR THE PURPOSES OF FULFILLING THIER CHARITABLE PURPOSE.	56,922.
2 BUILDING LEASE TO LOVELAND CREATORSPACE, A 501(C)(3) TAX EXEMPT ORGANIZATION, FOR THE PURPOSES OF FULFILLING THIER CHARITABLE PURPOSE.	450,866.
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	507,788.

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	8,333,206.
b	Average of monthly cash balances	1b	108,766.
c	Fair market value of all other assets (see instructions)	1c	1,881,193.
d	**Total** (add lines 1a, b, and c)	1d	10,323,165.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	69,248.
3	Subtract line 2 from line 1d	3	10,253,917.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	153,809.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,100,108.
6	**Minimum investment return.** Enter 5% of line 5	6	505,005.

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	505,005.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	5,669.		
b	Income tax for 2014 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	5,669.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	499,336.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	499,336.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	499,336.

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	314,180.
b	Program-related investments - total from Part IX-B	1b	507,788.
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	821,968.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	5,669.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	816,299.

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					499,336.
2 Undistributed income, if any, as of the end of 2014					
a Enter amount for 2013 only					
b Total for prior years 20 12 ,20 11 ,20 10					
3 Excess distributions carryover, if any, to 2014					
a From 2009					
b From 2010					
c From 2011					
d From 2012	246,367.				
e From 2013					
f **Total** of lines 3a through e		246,367.			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 821,968.					
a Applied to 2013, but not more than line 2a					
b Applied to undistributed income of prior years (Election required - see instructions)					
c Treated as distributions out of corpus (Election required - see instructions)					
d Applied to 2014 distributable amount					499,336.
e Remaining amount distributed out of corpus		322,632.			
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a))*					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		568,999.			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b Taxable amount - see instructions					
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount - see instructions					
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015					
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)					
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)					
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a		568,999.			
10 Analysis of line 9					
a Excess from 2010					
b Excess from 2011					
c Excess from 2012	246,367.				
d Excess from 2013					
e Excess from 2014	322,632.				

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

ATCH 16

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

ATCH 17

c Any submission deadlines:

ATCH 18

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 19				
Total . . . . ▶ **3a**				
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	50.	
4 Dividends and interest from securities			14	202,046.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	385,750.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATCH 20		-769.		-36,762.	37,601.
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		-769.		551,084.	37,601.

13 Total. Add line 12, columns (b), (d), and (e) . . . . . 13 587,916.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

▶ x 11/16/15 ▶ President

Signature of officer or trustee Date Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Rita F Worster	Rita F Worster	11/14/15		P00290681

Firm's name ▶ BKD, LLP Firm's EIN ▶ 44-0160260

Firm's address ▶ 1700 LINCOLN STREET, SUITE 1400
DENVER, CO 80203 Phone no 303-861-4545

ERION FOUNDATION 84-1358074

FORM 990-PF - PART IV

CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		FIRST WESTERN SHORT TERM-SEE ATTACHMENT					VAR	VAR
15,659.		15,171.					488.	
		FIRST WESTERN LONG TERM-SEE ATTACHMENT					VAR	VAR
890,307.		782,769.					107,538.	
		BNY SHORT TERM - SEE ATTACHED					VAR	VAR
2,610,209.		2,551,292.					58,917.	
		BNY LONG TERM - SEE ATTACHED					VAR	VAR
702,933.		607,647.					95,286.	
		BNY - CAPITAL GAIN DISTRIBUTIONS					VAR	VAR
109,828.							109,828.	
		FIRST WESTERN-CAPITAL GAIN DISTRIBUTIONS					VAR	VAR
13,513.							13,513.	
TOTAL GAIN(LOSS)		....					385,570.	

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GAIN (LOSS) FROM PARTNERSHIPS	-37,531.	27,495.
RENT RECEIPTS FROM PROGRAM RELATED INVESTMENT BUILDING	7,983.	
MISCELLANEOUS INCOME	29,618.	16,651.
TOTALS	70.	44,146.

ATTACHMENT 2

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT FEES FWTB		19,943.	19,943.
INVESTMENT FEES BNY		25,950.	25,950.
	TOTALS	45,893.	45,893.

ATTACHMENT 3

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
LINE OF CREDIT		12,788.	3,198.	9,589.
	TOTALS	12,788.	3,198.	9,589.

ATTACHMENT 4

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES		2,608.	2,608.
FEDERAL TAXES		20,000.	
	TOTALS	22,608.	2,608.

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
COMPUTER/IT	365.	183.
DUES/FEES/MEMBERSHIP	1,058.	529.
INSURANCE	2,950.	1,475.
OFFICE SUPPORT	4,800.	2,400.
POSTAGE	52.	26.
PRINTING	91.	45.
SUPPLIES	455.	228.
TELEPHONE	161.	80.
TOTALS	9,932.	4,966.

FORM 990 PF, PART II - U.S. AND STATE OBLIGATIONS ATTACHMENT 6

Line 10a - U.S. and State Government Obligations

Description	Beginning Book Value	Ending Book Value	Ending FMV
BNY Mellon S-T US Govt Securities Fund	-	80,840	80,104

ERION FOUNDATION 84-1358074

FORM 990 PF, PART II - CORPORATE STOCK ATTACHMENT·7

Line 10b - Corporate Stock	Beginning Book Value	Ending Book Value	Ending FMV
Accenture	21,899	20,081	27,597
Royal Caribbean Cruises Ltd	-	8,311	12,365
Agco Corp	2,342	-	-
AT&T Inc	17,234	16,079	19,314
Abbott Laboratories	32,405	23,329	35,206
Abbvie Inc	4,473	3,987	5,890
Aecoom Technology Corp	7,938	-	-
Affiliated Managers Group Inc	-	5,335	5,943
Allergan Inc	10,051	7,304	17,007
Altria Group Inc	13,252	12,143	16,259
Amgen Inc	13,595	12,381	18,796
Anadarko Petroleum Corp	5,623	-	-
Ansys Inc	-	2,223	2,460
Anthem Inc	-	8,952	12,567
Apple Inc	9,265	7,873	30,134
Archer Daniels Midland Co	9,041	8,214	10,400
Baker Hughes Inc	-	8,177	6,728
Bank Of America Corporation	16,427	14,732	21,468
Bard C R Inc	-	7,004	8,331
Bed Bath & Beyond Inc	-	9,767	11,426
Berkshire Hathaway Inc	23,140	16,865	21,471
Biogen Idec Inc	-	4,386	4,413
The Boeing Company	5,600	-	-
Boston Scientific Corporation	-	9,489	9,540
CBS Corp	5,667	5,107	9,961
C S X Corp	2,273	-	-
CIGNA Corp	-	4,493	5,146
CVS Caremark Corporation	12,038	11,447	19,262
Cabot Corp	-	7,900	6,140
Caterpillar Inc	-	10,798	10,160
Centurytel Inc	3,848	3,190	3,958
Chesapeake Energy Corp	7,391	-	-
Chevron Corporation	22,546	20,167	27,708

FORM 990 PF, PART II - CORPORATE STOCK

ATTACHMENT 7

Line 10b - Corporate Stock	Beginning Book Value	Ending Book Value	Ending FMV
Cisco Systems	32,445	-	-
Citigroup Inc	17,404	13,259	14,069
Coca-Cola Co	2,044	2,044	2,111
Cognizant Technology Solutions Corp	-	9,476	10,532
Comcast Corp CI A	16,001	8,862	11,602
Conocophillips	13,221	11,793	12,431
Corning Inc	-	9,679	11,006
Corrections Corp Amer New	7,998	6,913	7,631
Covance Inc	5,103	5,103	6,230
Denbury Res Inc New	1,707	-	-
D S T Sys Inc Del	-	1,827	1,883
The Walt Disney Company	11,413	10,095	20,722
Dow Chemical Co	1,905	1,905	2,281
Duke energy Corporation	-	7,635	9,189
Ensco PLC	2,253	-	-
E O G Res Inc	-	11,362	9,759
E Q T Corporation	7,602	6,588	5,905
Edison International	8,870	-	-
Emerson Electric Co	2,370	2,370	2,469
Energizer Holdings	8,390	-	-
Entergy Corp	-	9,518	10,498
Exxon Mobil Corp	28,196	25,371	32,358
Facebook Inc	-	14,500	17,164
FlourCorp	2,255	-	-
Franklin Res Inc	9,507	8,492	9,634
Gap Inc	9,946	-	-
General Electric Company	14,014	5,882	9,350
Gilead Sciences, Inc	7,698	17,788	37,233
Google	26,356	-	-
Google Inc - Cl A	-	10,876	12,736
Google Inc - Cl C	-	10,905	12,634
Green Mountain Coffee Roaste	8,554	-	-
Hanesbrands Inc	8,052	-	-

FORM 990 PF, PART II - CORPORATE STOCK

ATTACHMENT'7

Line 10b - Corporate Stock	Beginning Book Value	Ending Book Value	Ending FMV
Hershey Co	8,307	6,905	7,795
Hewlett Packard Co	11,291	10,235	17,657
Hillshire Brands Company	7,968	-	-
Home Depot Inc	16,725	15,119	19,944
Honeywall Intl Inc	16,218	15,395	33,074
Host Hotels & Resorts Inc	-	6,847	7,369
Intel Corp	4,326	3,834	5,806
Intuit	15,618	10,178	19,452
JP Morgan Chase & Co	2,510	2,510	4,130
Johnson & Johnson	19,217	17,441	27,188
Kirby Corp	-	7,124	5,733
Kroger Co	2,322	5,889	9,632
Lam Resh corp	1,884	-	-
Las Vegas Sands Corp	2,215	8,103	6,979
Lilly Eli & Co	10,839	1,462	2,070
Lockheed Martin Corp	-	10,261	12,324
Lowes Companies Inc	11,212	11,140	16,512
Lyondellbasell Industries	1,919	-	-
Macy's Inc	2,406	2,406	3,288
Marathon Petroleum Corp	10,372	8,974	11,734
Masco Corp	7,950	8,183	9,576
Mastercard Inc	7,150	5,958	8,616
McKesson Corporation	2,340	-	-
Medtronic Inc	12,033	10,938	14,440
Merck & Co Inc	-	13,104	12,494
Mettler-Toledo Intl Inc	6,461	5,979	8,469
Microsoft Corporation	29,071	24,780	37,578
Micron Technology Inc	-	9,579	14,004
Mondelez International	-	12,132	12,714
Monster Beverage Corporation	-	4,003	6,501
Moodys Corp	1,241	1,241	2,874
National Oilwell Varco Inc	-	3,344	3,277
Navient Corporation	-	1,597	2,161

Line 10b - Corporate Stock	Beginning Book Value	Ending Book Value	Ending FMV
Netapp Inc	9,300	8,441	8,290
Neustar Inc	4,415	-	-
Nextera Energy Inc	5,837	5,837	7,440
Northrop Grumman Corp	8,879	8,293	13,855
Occidental Petroleum Corp	-	8,999	8,061
Oracle Corp	31,410	28,806	51,940
Oshkosh Corporation	7,224	-	-
P P G Industries Inc	2,074	1,908	2,774
Packaging Corp Amer	7,852	-	-
Pepsico Inc	27,264	21,427	40,566
Pfizer Inc	13,393	12,256	21,805
Phillips 66	10,483	3,295	3,585
Pilgrim's Pride Corp	-	3,646	4,263
T Rowe Price Group Inc	6,932	7,754	10,303
The Procter & Gamble Company	23,281	3,951	4,555
Prudential Financial Inc	-	4,037	4,523
Pulte Homes	7,646	-	-
Qualcomm Inc	15,479	31,026	42,665
Raytheon Co	-	3,869	4,327
Rockwell Automation Inc	1,664	1,479	1,779
S P X Corp	-	5,611	4,726
Sandisk Corp	8,430	3,318	5,879
Schlumberger Ltd	20,323	18,973	25,623
Seagate Technology	2,339	-	-
Slm Corp	9,203	-	-
Sirona Dental Systems	2,065	-	-
Southwest Airls Co	-	9,253	14,812
Starwood Hotels & Resorts	2,010	-	-
Stryker Corp	24,778	14,422	31,695
Symantec Corp	9,810	-	-
Target Corp	9,288	-	-
T E Connectivity Limited	9,076	-	-
Tesoro Corporation	-	3,606	4,461

FORM 990 PF, PART II - CORPORATE STOCK

ATTACHMENT˙7

Line 10b - Corporate Stock	Beginning Book Value	Ending Book Value	Ending FMV
Textron Inc	-	7,772	8,843
Time Warner Inc	1,850	7,940	9,396
The Travelers Companies Inc	10,156	9,309	11,644
Tyson Foods Inc Class A	1,441	7,000	7,617
U G I Corp	2,847	-	-
Union Pac Corp	13,138	-	-
Urban Outfitters Inc	1,852	-	-
Valero Energy Corp New	-	7,305	7,425
Valmont Industries	8,412	-	-
Verizon Communications Inc	17,787	20,088	19,180
Waddell & Reed Financial Inc Class A	-	7,382	5,978
Wal-Mart Stores Inc	29,563	9,272	11,164
Wellpoint Inc	10,787	-	-
Wells Fargo & Company	15,534	9,135	15,898
Westlake Chemical Corp	-	8,055	6,720
Whirlpool Corp	2,105	-	-
Wyndham Worldwide Corporation	9,144	7,921	11,149
XI Group PLC	8,759	-	-
BNY Mellon Income Stock Fund	100,207	121,298	176,417
BNY Mellon Focused Equity Opportunities Fund	372,240	370,217	386,455
Dreyfus U.S. Equity Fund	386,907	269,394	318,151
California Resources Corporation	-	325	220
The Scotts Miracle-Gro Company	8,248	2,357	2,493
The BNY Mellon Mid Cap Multi Strategy Fund	350,417	189,747	287,153
Dreyfus Opportunistic Small Cap Fund	86,017	68,736	67,726
Dreyfus Select Managers Small Cap Growth Fund	80,704	59,662	67,003
Dreyfus Select Managers Small Cap Value Fund	83,633	62,810	65,274
Copa Holdings SA Class A	-	6,386	4,767
BNY Mellon International Equity Income Fund	78,234	151,882	146,303
BNY Mellon International Fund	70,472	130,572	142,901
Dreyfus/Newton International Equity Fund	33,380	69,663	75,779
Strategic International Stock Fund	66,005	-	-
DFA Emerging Markets Core Equity	-	-	-

FORM 990 PF, PART II - CORPORATE STOCK

Line 10b - Corporate Stock	Beginning Book Value	Ending Book Value	Ending FMV
Virtus Emerging Markets Opportunity Fund	-	-	-
Dreyfus International Stock Fund	-	132,229	144,106
BNY Mellon Emerging Markets Fund	-	339,919	339,317
Dreyfus Diversified Emerging Markets Fund	-	61,587	62,379
Dreyfus Global Real Estate Securities Fund	-	45,230	50,818
Public Storage Inc Reit	9,751	8,743	9,982
Simon Property Group Inc Reit	11,187	9,757	11,655
Taubman Centers Inc	-	8,212	8,406
Dodge & Cox Income Fund #147	332,174	343,966	342,503
Pimco Total Return Fund Inst #35	342,531	26	26
American Tower Corporation	15,058	11,901	27,579
Anheuser Busch	18,321	17,376	28,080
Automatic Data Processing Inc	9,885	8,857	15,257
Baxter International Inc	20,370	19,849	26,678
Blackrock Inc	18,372	15,393	29,320
Celgene Corp	21,332	8,238	31,433
CVS Health Corporation	-	24,170	29,375
Danaher Corp	14,355	13,604	30,341
Discovery Communications Inc	10,946	21,952	22,220
Ebay Inc	-	13,361	13,581
Ecolab Inc	11,368	10,266	24,562
Halliburton Co	19,297	17,901	16,873
International Business Machs Corp	16,247	16,247	20,376
Kohls Corp	13,281	12,460	14,161
Lauder Estee COS Inc	11,539	11,155	27,127
McDonalds Corp	25,001	25,001	24,831
Monsanto Co	12,042	7,820	13,978
Nike	12,298	10,391	28,845
Petsmart Inc	11,271	-	-
Roper Inds Inc	7,285	6,834	14,228
Schwab Charles Corp	21,062	15,572	27,986
State Street Corp	27,334	16,051	29,045
Texus Instruments Inc	14,752	13,028	30,368

FORM 990 PF, PART II - CORPORATE STOCK

Line 10b - Corporate Stock	Beginning Book Value	Ending Book Value	Ending FMV
Thermo Fisher Corp	9,526	7,450	27,439
TJX COS Inc	-	12,093	15,156
United Parcel Services	21,077	20,183	30,127
Visa Inc	6,692	6,293	16,519
Williams COS Inc	8,269	5,789	22,245
Causeway International Value Fund	-	92,051	82,118
DFA Large Cap International	75,466	180,501	165,518
DFA US Small Cap Portfolio	113,847	118,385	125,736
Lazard International Strategic	-	181,143	162,300
Oppenheimer Developing Markets	121,368	124,439	123,078
Pimco Commodity Real Return Strategy	74,794	75,004	42,806
Thornburg International Value Fund	339,239		
Totals	4,638,577	4,631,494.93	5,474,529

ERION FOUNDATION 84-1358074

FORM 990 PF, PART II - CORPORATE BONDS ATTACHMENT 8

Line 10c - Corporate Bonds

	Beginning Book Value	Ending Book Value	Ending FMV
BNY Bond Funds	317,653	1,384,661	1,389,144
Dreyfus Bond Funds	166,001	132,545	130,187
TCW Emerging Markets Income fund-I	554	84,344	80,652
Metropolitan West Total Return Bond	-	144,682	144,420
Ishares Iboxx High Yield Corp Bond Fund	52,866	52,866	51,520
Totals	537,073	1,799,098	1,795,923

FORM 990 PF, PART II - CORPORATE BONDS

ATTACHMENT ′9

Line 13 - Investments - Other

	Beginning Book Value	Ending Book Value	Ending FMV
Dreyfus Global Real Return Fund		63,941	62,735
Advantage Dynamic Total Return fund		73,637	86,792
Dreyfus BNY Mellon Funds Inc		77,834	79,930
ASG Managed Futures Strategy Fund	86,124	77,714	90,178
Ishares Core S&P Mid-Cap	80,843	80,843	125,976
Aetos Capital, LLC	300,000	300,000	387,886
Advantage Global Alpha Fund	84,888	-	-
Investment in COBB	1,479,160	1,465,693	1,097,162
CCOB Investments LLC	113,867	85,447	84,525
NP Development, Inc.	4,807	9,163	2,850
Totals	2,149,690	2,234,272	2,018,035

ATTACHMENT 10

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
PROGRAM RELATED INVESTMENT	657,479.	1,165,267.	1,165,267.
ACCUMULATED DEPRECIATION	-22,915.	-36,246.	-36,246.
TOTALS	634,564.	1,129,021.	1,129,021.

ATTACHMENT 11

FORM 990PF, PART II - DEFERRED REVENUE

DESCRIPTION	BEGINNING BOOK VALUE
DEFERRED RENTAL INCOME	6,900.
TOTALS	6,900.

ATTACHMENT 12

FORM 990PF, PART II - MORTGAGES AND OTHER NOTES PAYABLE

LENDER: BNY MELLON
ORIGINAL AMOUNT: 2,000,000.
INTEREST RATE: 2.000000
DATE OF NOTE: 09/22/2011
REPAYMENT TERMS: MONTHLY INTEREST PAYMENTS
SECURITY PROVIDED: SECURITIES & FINANCIAL ASSETS
PURPOSE OF LOAN: LINE OF CREDIT

BEGINNING BALANCE DUE	678,230.
ENDING BALANCE DUE	276,830.
TOTAL BEGINNING MORTGAGES AND OTHER NOTES PAYABLE	678,230.
TOTAL ENDING MORTGAGES AND OTHER NOTES PAYABLE	276,830.

ATTACHMENT 13

FORM 990PF, PART II - OTHER LIABILITIES

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE
PROPERTY TAXES PAYABLE		7,708.	14,363.
DEPOSIT		1,000.	1,100.
	TOTALS	8,708.	15,463.

ATTACHMENT 14

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

DESCRIPTION	AMOUNT
EXPENSE ON RETURN, NOT ON BOOKS	8,891.
INCOME ON RETURN, NOT ON BOOKS	59,037.
TOTAL	67,928.

ERION FOUNDATION 84-1358074

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES ATTACHMENT 15

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
DOUGLAS J. ERION P.O. BOX 239 LOVELAND, CO 80239	PRESIDENT 1.00	0	0	0
JAN PIERCE ATNIP P.O. BOX 239 LOVELAND, CO 80239	BOARD MEMBER 1.00	0	0	0
ELI SCOTT P.O. BOX 239 LOVELAND, CO 80239	TREASURER 1.00	0	0	0
ROGER E. CLARK P.O. BOX 239 LOVELAND, CO 80239	VICE PRESIDENT 1.00	0	0	0
JUSTIN ERION P.O. BOX 239 LOVELAND, CO 80239	BOARD MEMBER 1.00	0	0	0
TRAVIS ERION P.O. BOX 239 LOVELAND, CO 80239	BOARD MEMBER 1.00	0	0	0

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

ATTACHMENT 15 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
SUMMER ERION SCOTT P.O. BOX 239 LOVELAND, CO 80239	ADMINISTRATOR 1.00	0	0	0
CHRISTINE ERION KLEIN P.O. BOX 239 LOVELAND, CO 80239	BOARD MEMBER 1.00	0	0	0
	GRAND TOTALS	0	0	0

ATTACHMENT 16

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

KRISTIN HARMON
PO BOX 732
LOVELAND, CO 80539

ATTACHMENT 17

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

EXEMPT TAX DETERMINATION LETTER REQUIRED, RECIPIENT MUST BE A 501 (C) (3) ORGANIZATION. STATE OR MUNICIPALITY PREFERENCE GIVEN TO NEEDS OF LOVELAND,LARIMER COUNTY OR COLORADO.

ATTACHMENT 18

990PF, PART XV - SUBMISSION DEADLINES

APPLICATIONS RECEIVED DURING CALENDER QUARTER WILL BE CONSIDERED DURING FIRST MONTH OF FOLLOWING QUARTER.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Recipient Name & Address	Relationship to Substantial Contributor & Foundation Status of Recipient	Purpose of Grant of Contribution	Amount
The Warehouse - L D F Account PO Box 864 LOVELAND CO 80539 USA	PC	Help enhance the community and provide opportunity for education	10,000 00
Acacia Education Support 13939 NORTH CEDARBURY RD MEGQUON, WI 53097	PC	Fund to match volunteer hours contributes by Foundation Family Member	1,476 05
Alliance Bible Church 144 WESTMINSTER STREET, PROVIDENCE, RI 02903	PC	Fund to match volunteer hours contributes by Foundation Family Member	1,476.06
Alternatives to Violence 313 EAST 4TH STREET, LOVELAND CO 80537	PC	Renovation to New Safehouse	12,500 00
Artspace Projects 250 THIRD AVENUE N, SUITE 400, MINNEAPOLIS, MN 55401	PC	Major Projects	50,000 00
Book Trust 789 SHERMAN STREET, SUITE 300A, DENVER CO 80203	PC	Education	2,500 00
Care-a-Van Saint 333 WEST DRAKE ROAD, #42, FORT COLLINS, CO 80526	PC	Provide transportation to disabled	2,000 00
Child Advocacy Center of Larimer County 5529 TIMBERLINE ROAD FT COLLINS CO 80528	PC	Education	3,000.00
Colorado Youth Outdoors 209 EAST 4th STREET LOVELAND CO 80537	PC	Education Building Project	25,000 00
Community Kitchen PO BOX 3033 LOVELAND CO 80539	PC	Operating fund to feed homeless	6,000 00
Concordia Univ Wisc 12800 NORTH LAKE SHORE DRIVE, MEQUON WI 53092	PC	Basic Needs	53 19
Disabled Resources Services 424 PINE STREET #101 FORT COLLINS CO 80524	PC	Provide local individuals with independent living services	2,000 00

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Recipient Name & Address	Relationship to Substantial Contributor & Foundation Status of Recipient	Purpose of Grant of Contribution	Amount
Door County Land Trust PO BOX 65 STURGEON WI 54235	PC	Fund to match volunteer hours contributes by Foundation Family Member	2,127 66
Habitat for Humanity 3355 49th STREET CLEARWATER FL 33762	PC	Fund to match volunteer hours contributes by Foundation Family Member	2,393 62
Habitat for Humanity - Berthoud 412 E COUNTY ROAD 2 BERTHOUD CO 80513-8128	PC	Basic Needs	4,000 00
Habitat for Humanity - Wisconsin 410 NORTH 14th AVE STURGEON WI 54235	PC	Fund to match volunteer hours contributes by Foundation Family Member	3,125 53
House of Neighborly Service 565 NORTH CLEVELAND LOVELAND CO 80537	PC	Legacy Funding	24,000 00
House of Neighborly Service - New Building 565 NORTH CLEVELAND LOVELAND CO 80537	PC	Major Projects	50,000.00
Loveland Lions Club 5485 SUNWOOD DRIVE LOVELAND CO 80538	PC	Education	1,000 00
Loveland Museum-Gallery 503 NORTH LINCOLN AVENUE LOVELAND CO 80537	PC	Culture and Community	6,200 00
Loveland Opera Theater PO BOX 7293 LOVELAND CO 80538	PC	Culture and Community	1,000 00
Loveland Swim Club 3 GREGG DRIVE LOVELAND CO 80539	PC	Education	2,500 00
Mary Blair Elementary School 860 EAST 29th STREET LOVELAND CO 80538	PC	Fund to match volunteer hours contributes by Foundation Family Member	531.93
Meals on Wheels 437 NORTH GARFIELD LOVELAND CO 80537	PC	Feed homebound	6,000 00

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 19

Recipient Name & Address	Relationship to Substantial Contributor & Foundation Status of Recipient	Purpose of Grant of Contribution	Amount
Project Self-Sufficiency 375 WEST 37TH STREET, #150 LOVELAND CO 80538	PC	Fund to match volunteer hours contributes by Foundation Family Member	3,000 00
Regional Parkinson Center CONCORDIA UNIVERSITY 12800 NORTH LAKE SHORE DRIVE MEQU	PC	Fund to match volunteer hours contributes by Foundation Family Member	372 34
Ridges Sanctuary P O BOX 152 BAILEYS HARBOR WI 54202-0152	PC	Fund to match volunteer hours contributes by Foundation Family Member	1,130 32
Teaching Tree Early Learning Center 2109 MAPLE DRIVE LOVELAND CO 80538	PC	Education	5,000.00
Thompson R-2J Lisa Project 800 SOUTH TAFT LOVELAND CO 80537	PC	Education Lisa Program Leader in Me Program	25,000 00
Thompson School District 800 SOUTH TAFT LOVELAND CO 80537	PC	Education and Safety Improvement	25,000 00
		Total Grants	278,386 70

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 20

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
GAIN (LOSS) FROM PARTNERSHIP	531390	-769.	18	-36,762.	
RENTAL INCOME					7,983.
MISCELLANEOUS INCOME					29,618.
TOTALS		-769.		-36,762.	37,601.

ACCT 668N 612336032
FROM 01/01/2014
TO 12/31/2014

FIRST WESTERN TRUST BANK
STATEMENT OF CAPITAL GAINS AND LOSSES
ERION FOUNDATION

RUN 03/01/2015
06:41:50 PM

TRUST YEAR ENDING 12/31/2014

TAX PREPARER 1
TRUST ADMINISTRATOR: S.O
INVESTMENT OFFICER: B.T

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	MARKET DISCOUNT	TERM	NC	8949
1119.0000 CISCO SYS INC COM - 17275R102									
SOLD		03/27/2014	24588.92						
ACQ	449 0000	11/18/2008	9866 33	7110.86	2755.47	0.00	LT	Y	F
	670.0000	12/31/2008	14722.59	11023.78	3698.81	0.00	LT	Y	F
168.0000 PETSMART INC COM - 716768106 - MINOR = 449									
SOLD		05/27/2014	9348.83						
ACQ	168.0000	11/02/2012	9348.83	11271.07	-1922.24	0 00	LT		F
12317.2250 THORNBURG INTERNATIONAL VALUE FUND CLASS I #209 - 885215566 - MINOR = 572									
SOLD		06/05/2014	383188.87						
ACQ	11978.2210	03/01/2012	372642.46	330000.00	42642.46	0.00	LT		F
	33 2740	03/26/2012	1035.15	916.69	118.46	0.00	LT		F
	86.7930	06/25/2012	2700.13	2117.75	582.38	0.00	LT		F
	44.3200	09/24/2012	1378.80	1197 97	180 83	0 00	LT		F
	44.6500	03/22/2013	1389.06	1279.22	109.84	0.00	LT		F
	79 9710	06/24/2013	2487.90	2173.60	314.30	0 00	ST		C
	39.8590	09/24/2013	1240.01	1234.82	5.19	0.00	ST		C
	10.1370	12/24/2013	315 36	319.12	-3.76	0.00	ST		C
29 0000 ABBOTT LABORATORIES COM - 002824100 - MINOR = 31001									
SOLD		06/11/2014	1159.68						
ACQ	20.0000	02/19/2009	799.78	523.43	276.35	0.00	LT	Y	F
	9.0000	04/13/2009	359.90	193.77	166.13	0.00	LT	Y	F
29.0000 AMERICAN TOWER CORPORATION - 03027X100 - MINOR = 428									
SOLD		06/11/2014	2570 50						
ACQ	29.0000	02/17/2010	2570 50	1271.65	1298.85	0.00	LT	Y	F
13.0000 ANHEUSER BUSCH INBEV SPONSORED ADR - 03524A108 - MINOR = 455									
SOLD		06/11/2014	1462.33						
ACQ	13 0000	04/27/2012	1462.33	945.37	516.96	0 00	LT		F
5.0000 BLACKROCK INC COM - 09247X101 - MINOR = 469									
SOLD		06/11/2014	1554.91						
ACQ	5.0000	02/17/2010	1554 91	1064 20	490.71	0.00	LT	Y	F
20.0000 DANAHER CORP COM - 235851102 - MINOR = 31000									
SOLD		06/11/2014	1602.76						
ACQ	20.0000	02/17/2010	1602.76	751.06	851.70	0 00	LT	Y	F
4.0000 ECOLAB INC COM - 278865100 - MINOR = 3101									
SOLD		06/11/2014	437.27						
ACQ	4.0000	02/17/2010	437.27	169.64	267.63	0.00	LT	Y	F
52 0000 GILEAD SCIENCES INC COM - 375558103 - MINOR = 477									
SOLD		06/11/2014	4205 15						
ACQ	52.0000	04/16/2010	4205.15	1188.11	3017.04	0.00	LT	Y	F
39 0000 HALLIBURTON CO COM - 406216101 - MINOR = 466									
SOLD		06/11/2014	2608.26						
ACQ	39.0000	11/12/2010	2608.26	1396.56	1211.70	0.00	LT	Y	F
13.0000 HONEYWELL INTERNATIONAL INC COM - 438516106 - MINOR = 410									
SOLD		06/11/2014	1234.19						
ACQ	13.0000	02/17/2010	1234.19	509 73	724.46	0.00	LT	Y	F
13.0000 INTUIT COM - 461202103 - MINOR = 483									
SOLD		06/11/2014	1027.75						
ACQ	13.0000	09/06/2011	1027 75	614.82	412.93	0.00	LT		F
59.0000 MICROSOFT CORP COM - 594918104 - MINOR = 31001									
SOLD		06/11/2014	2404.19						
ACQ	59.0000	02/17/2010	2404.19	1683.77	720.42	0.00	LT	Y	F
6.0000 MONSANTO CO NEW COM - 61166W101 - MINOR = 402									
SOLD		06/11/2014	724 36						
ACQ	6.0000	04/08/2010	724 36	412.58	311.78	0.00	LT	Y	F
53.0000 ORACLE CORP COM - 68389X105 - MINOR = 487									
SOLD		06/11/2014	2254.04						
ACQ	53.0000	02/17/2010	2254.04	1279.42	974.62	0.00	LT	Y	F
6.0000 PEPSICO INC COM - 713448108									
SOLD		06/11/2014	526.90						
ACQ	6.0000	04/14/2009	526.90	304.12	222.78	0.00	LT	Y	F
25.0000 QUALCOMM INC COM - 747525103 - MINOR = 489									
SOLD		06/11/2014	1980 70						
ACQ	25.0000	02/17/2010	1980.70	988.80	991.90	0.00	LT	Y	F
22.0000 SCHLUMBERGER LTD COM - 806857108 - MINOR = 5020									
SOLD		06/11/2014	2344.49						
ACQ	22.0000	09/17/2009	2344.49	1349 98	994.51	0 00	LT	Y	F
113.0000 SCHWAB CHARLES CORP NEW COM - 808513105 - MINOR = 31001									
SOLD		06/11/2014	2932.61						
ACQ	113.0000	04/16/2010	2932.61	2146 62	785.99	0.00	LT	Y	F
45.0000 STRYKER CORP COM - 863667101 - MINOR = 479									
SOLD		06/11/2014	3810.51						
ACQ	45 0000	12/31/2008	3810.51	1805.06	2005.45	0.00	LT	Y	F
44.0000 TEXAS INSTRUMENTS INC COM - 882508104 - MINOR = 31001									
SOLD		06/11/2014	2114.59						
ACQ	44.0000	07/21/2009	2114.59	997.90	1116.69	0.00	LT	Y	F
38.0000 THERMO FISHER CORP COM - 883556102 - MINOR = 477									
SOLD		06/11/2014	4561.80						
ACQ	38.0000	12/31/2008	4561.80	1292.77	3269.03	0.00	LT	Y	F
8.0000 UNITED PARCEL SERVICES CL B - 911312106 - MINOR = 411									
SOLD		06/11/2014	820.22						
ACQ	8.0000	02/22/2011	820.22	596.20	224.02	0.00	LT		F
102.0000 WILLIAMS COS INC COM - 969457100 - MINOR = 464									
SOLD		06/11/2014	4772.48						
ACQ	102.0000	12/31/2008	4772.48	1192.92	3579.56	0 00	LT	Y	F

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                                      TRUST YEAR ENDING  12/31/2014

TAX PREPARER.          1
TRUST ADMINISTRATOR: S.O                            LEGEND:  F - FEDERAL      S - STATE      I - INHERITED
INVESTMENT OFFICER:  B.T                                     E - EXEMPT FROM STATE  U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION          SHARES      DATE          SALES PRICE        COST BASIS        GAIN/LOSS  MARKET DISCOUNT  TERM NC
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        274.0000  DISCOVERY COMMUNICATNS NEW COM SER C - 25470F302 - MINOR = 435
              SOLD                    08/26/2014          11794 34
              ACQ           274.0000   01/10/2011          11794.34          5400.61          6393.73              0.00  LT       F
         55.0000  GILEAD SCIENCES INC COM - 375558103 - MINOR = 477
              SOLD                    09/11/2014           5843 78
              ACQ            55.0000   04/16/2010           5843.78          1256.66          4587.12              0.00  LT    Y  F
       2110.0920  PIMCO TOTAL RETURN FUND INST #35 - 693390700 - MINOR = 592
              SOLD                    09/11/2014          23000.00
              ACQ           101.7550   10/03/2012           1109.13          1147.93           -38.80              0.00  LT-W     F
                           2008.3370   10/03/2012          21890.87         22656.69          -765.82              0.00  LT       F
  **CHANGED** 02/28/15 RD1
         18.0000  WILLIAMS COS INC COM - 969457100 - MINOR = 464
              SOLD                    09/11/2014           1033.71
              ACQ            18.0000   12/31/2008           1033.71           210.51           823.20              0.00  LT    Y  F
         71.0000  ABBOTT LABORATORIES COM - 002824100 - MINOR = 31001
              SOLD                    10/09/2014           2969 15
              ACQ            71.0000   04/13/2009           2969 15          1528.63          1440.52              0.00  LT    Y  F
         43.0000  AMERICAN TOWER CORPORATION - 03027X100 - MINOR = 428
              SOLD                    10/09/2014           4081.47
              ACQ            43.0000   02/17/2010           4081.47          1885.55          2195.92              0.00  LT    Y  F
          9.0000  BAXTER INTERNATIONAL INC COM - 071813109 - MINOR = 31000
              SOLD                    10/09/2014            647.98
              ACQ             9.0000   02/17/2010            647.98           520.41           127.57              0 00  LT    Y  F
          9.0000  BLACKROCK INC COM - 09247X101 - MINOR = 469
              SOLD                    10/09/2014           2851.13
              ACQ             9.0000   02/17/2010           2851 13          1915.56           935.57              0.00  LT    Y  F
         59.0000  CDK GLOBAL INC COM - 12508E101 - MINOR = 483
              SOLD                    10/09/2014           1566.96
              ACQ·           59.0000   03/13/2012           1566.96          1228.60           338.36              0 00  LT       F
         49.0000  CELGENE CORP COM - 151020104 - MINOR = 477
              SOLD                    10/09/2014           4553.95
              ACQ            49.0000   03/08/2010           4553.95          1508.47          3045.48              0.00  LT    Y  F
         22.0000  ECOLAB INC COM - 278865100 - MINOR = 3101
              SOLD                    10/09/2014           2437.32
              ACQ            22.0000   02/17/2010           2437 32           933.02          1504.30              0.00  LT    Y  F
         62 0000  GILEAD SCIENCES INC COM - 375558103 - MINOR = 477
              SOLD                    10/09/2014           6593.52
              ACQ             7 0000   04/16/2010            744.43           159.94           584.49              0.00  LT    Y  F
                             55.0000   09/03/2010           5849.09           933.77          4915.32              0.00  LT    Y  F
          8.0000  HONEYWELL INTERNATIONAL INC COM - 438516106 - MINOR = 410
              SOLD                    10/09/2014            720.14
              ACQ             8.0000   02/17/2010            720.14           313.68           406.46              0.00  LT    Y  F
         22.0000  INTUIT COM - 461202103 - MINOR = 483
              SOLD                    10/09/2014           1801.32
              ACQ            22.0000   09/06/2011           1801.32          1040.46           760.86              0.00  LT       F
         16.0000  KOHLS CORP COM - 500255104 - MINOR = 3101
              SOLD                    10/09/2014            914.53
              ACQ            16 0000   02/17/2010            914.53           820.65            93.88              0 00  LT    Y  F
         13.0000  LAUDER ESTEE COS INC CL A - 518439104 - MINOR = 460
              SOLD                    10/09/2014            958 99
              ACQ            13.0000   02/17/2010            958.99           383.18           575.81              0 00  LT    Y  F
        132.0000  MICROSOFT CORP COM - 594918104 - MINOR = 31001
              SOLD                    10/09/2014           6063.28
              ACQ           132.0000   02/17/2010           6063 28          3767.08          2296.20              0 00  LT    Y  F
         59.0000  NIKE INC CL B - 654106103 - MINOR = 440
              SOLD                    10/09/2014           5164.15
              ACQ            59.0000   02/17/2010           5164.15          1906.29          3257.86              0.00  LT    Y  F
       5844.7490  PIMCO TOTAL RETURN FUND INST #35 - 693390700 - MINOR = 592
              SOLD                    10/09/2014          64000.00
              ACQ            32 3640   10/03/2012            354.39           375 75           -21.36              0.00  LT-W     F
                           5812.3850   10/03/2012          63645.61         67481 78         -3836.17              0.00  LT       F
         36.0000  PEPSICO INC COM - 713448108
              SOLD                    10/09/2014           3373.48
              ACQ            36.0000   04/14/2009           3373.48          1824.71          1548.77              0.00  LT    Y  F
          6.0000  QUALCOMM INC COM - 747525103 - MINOR = 489
              SOLD                    10/09/2014            445.37
              ACQ             6.0000   02/17/2010            445.37           237.31           208.06              0.00  LT    Y  F
          6.0000  ROPER INDS INC NEW COM - 776696106 - MINOR = 414
              SOLD                    10/09/2014            862.42
              ACQ             6.0000   01/10/2011            862.42           450.61           411.81              0.00  LT       F
        176.0000  SCHWAB CHARLES CORP NEW COM - 808513105 - MINOR = 31001
              SOLD                    10/09/2014           4789 87
              ACQ           176.0000   04/16/2010           4789.87          3343.40          1446.47              0.00  LT    Y  F
         20.0000  STATE STREET CORP COM - 857477103 - MINOR = 5010
              SOLD                    10/09/2014           1387.56
              ACQ            20.0000   02/17/2010           1387.56           897.80           489.76              0.00  LT    Y  F
         22.0000  STRYKER CORP COM - 863667101 - MINOR = 479
              SOLD                    10/09/2014           1830.14
              ACQ            22.0000   12/31/2008           1830.14           882.47           947.67              0.00  LT    Y  F
         31.0000  TJX COS INC NEW COM - 872540109 - MINOR = 31000
              SOLD                    10/09/2014           1877.62
              ACQ            31.0000   05/27/2014           1877.62          1696.31           181.31              0.00  ST       C
         32.0000  TEXAS INSTRUMENTS INC COM - 882508104 - MINOR = 31001
              SOLD                    10/09/2014           1477.09
              ACQ            32.0000   07/21/2009           1477.09           725.74           751.35              0.00  LT    Y  F
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ACCT 668N  612336032                  FIRST WESTERN TRUST BANK                                      PAGE 48
FROM 01/01/2014                       STATEMENT OF CAPITAL GAINS AND LOSSES
TO   12/31/2014                       ERION FOUNDATION                                              RUN 03/01/2015
                                                                                                        06.41:50 PM
                                      TRUST YEAR ENDING  12/31/2014

TAX PREPARER          1
TRUST ADMINISTRATOR. S.O                           LEGEND:  F - FEDERAL     S - STATE     I - INHERITED
INVESTMENT OFFICER:  B.T                                    E - EXEMPT FROM STATE  U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION        SHARES     DATE        SALES PRICE       COST BASIS        GAIN/LOSS  MARKET DISCOUNT  TERM NC
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      23.0000  THERMO FISHER CORP COM - 883556102 - MINOR = 477
          SOLD                        10/09/2014       2717.39
          ACQ            23.0000      12/31/2008       2717.39           782.47          1934.92             0 00  LT    Y  F
       4.0000  UNITED PARCEL SERVICES CL B - 911312106 - MINOR = 411
          SOLD                        10/09/2014        386.79
          ACQ             4.0000      02/22/2011        386.79           298.10            88.69             0.00  LT       F
       4.0000  VISA INC COM CL A - 92826C839 - MINOR = 491
          SOLD                        10/09/2014        833.14
          ACQ             4.0000      01/09/2012        833 14           399.53           433.61             0 00  LT       F
       8.0000  WAL MART STORES INC COM - 931142103
          SOLD                        10/09/2014        622.78
          ACQ             8.0000      02/17/2010        622.78           433.48           189.30             0.00  LT    Y  F
      92.0000  WILLIAMS COS INC COM - 969457100 - MINOR = 464
          SOLD                        10/09/2014       4628.88
          ACQ            92.0000      12/31/2008       4628.88          1075.96          3552.92             0 00  LT    Y  F
       5 0000  ACCENTURE PLC CLASS A ORDINARY SHARES - G1151C101 - MINOR = 488
          SOLD                        10/09/2014        391.89
          ACQ             5.0000      06/03/2011        391 89           279.98           111.91             0 00  LT       F
    6021.8980  PIMCO TOTAL RETURN FUND INST #35 - 693390700 - MINOR = 592
          SOLD                        10/13/2014      66120.44
          ACQ          6021.8980      10/03/2012      66120.44         69914.23         -3793.79             0.00  LT       F
     340.0000  WAL MART STORES INC COM - 931142103
          SOLD                        10/15/2014      25605.58
          ACQ           170.0000      02/17/2010      12802.79          9211.34          3591.45             0.00  LT    Y  F
                         60.0000      03/08/2010       4518.63          3254.40          1264.23             0.00  LT    Y  F
                        100.0000      04/16/2010       7531.05          5445 50          2085.55             0.00  LT    Y  F
                         10.0000      09/03/2010        753.11           518.50           234.61             0.00  LT    Y  F
       1.0000  CDK GLOBAL INC COM - 12508E101 - MINOR = 483
          SOLD                        10/31/2014         33.09
          ACQ             1.0000      03/13/2012         33.09            20.82            12.27             0.00  LT       F
   16178 3460  PIMCO TOTAL RETURN FUND INST #35 - 693390700 - MINOR = 592
          SOLD                        12/11/2014     176020.39
          ACQ           164 9750      10/03/2012       1794 93          1915.36          -120.43             0.00  LT-W     F
                      13420.7330      10/03/2012     146017.57        155814.71         -9797.14             0.00  LT       F
                         70.7910      10/31/2012        770.21           820.47           -50.26             0.00  LT       F
                         75.3710      12/01/2012        820.04           875.81           -55.77             0.00  LT       F
                          4.6360      12/02/2012         50.44            53.87            -3.43             0 00  LT       F
                        277.2610      12/13/2012       3016.60          3149.69          -133.09             0 00  LT       F
                        377.7420      12/13/2012       4109.83          4291.15          -181.32             0.00  LT       F
                        288.4270      12/27/2012       3138.09          3241.92          -103.83             0.00  LT       F
                         61.3240      01/01/2013        667.21           689.28           -22.07             0.00  LT       F
                          2.1180      01/01/2013         23.04            23.81            -0.77             0.00  LT       F
                         48.5600      02/01/2013        528.33           543.39           -15.06             0.00  LT       F
                         54.5700      03/01/2013        593.72           612 82           -19.10             0 00  LT       F
                         69.8110      04/01/2013        759 54           784.68           -25.14             0.00  LT       F
                         82.0580      05/01/2013        892.79           930 54           -37.75             0.00  LT       F
                         65.8730      06/01/2013        716.70           729.21           -12.51             0.00  LT       F
                          3.8850      06/02/2013         42.27            43.01            -0.74             0.00  LT       F
                         49.3630      07/01/2013        537.07           531.15             5.92             0 00  LT       F
                         60.9680      08/01/2013        663.33           657.85             5.48             0.00  LT       F
                         61.9790      09/01/2013        674.33           660 08            14 25             0 00  LT       F
                          3.8580      09/02/2013         41.98            41.09             0.89             0.00  LT       F
                         50.4570      10/01/2013        548.97           545.95             3.02             0.00  LT       F
                         56 5720      11/01/2013        615.50           616.64            -1.14             0.00  LT       F
                         54.2380      12/01/2013        590.11           590.11             0.00             0.00  LT       F
                        163.8850      12/12/2013       1783.07          1761.76            21.31             0.00  ST       C
                         31.3230      12/12/2013        340.79           336.72             4.07             0.00  ST       C
                         38.4220      01/01/2014        418 03           410.73             7.30             0.00  ST       C
                          1.4400      01/01/2014         15.67            15.39             0.28             0.00  ST       C
                         39.9240      02/01/2014        434.37           431.98             2.39             0.00  ST       C
                         43.5320      03/01/2014        473.63           472.76             0.87             0.00  ST       C
                         51.1630      04/01/2014        556.65           551 54             5.11             0.00  ST       C
                         53.9910      05/01/2014        587.42           585.26             2.16             0.00  ST       C
                         68.7420      06/01/2014        747 91           752.73            -4.82             0.00  ST       C
                         55.7980      07/01/2014        607.08           612 10            -5.02             0.00  ST       C
                         62.1230      08/01/2014        675.90           676.52            -0.62             0.00  ST       C
                         58.3340      09/01/2014        634.67           641.09            -6.42             0.00  ST       C
                         43.4210      10/01/2014        472.42           471.99             0.43             0.00  ST       C
                         32.3640      11/01/2014        352.12           354.06            -1.94             0.00  ST       C
                         28.3140      12/01/2014        308.06           312 30            -4.24             0.00  ST       C
     124.8400  PIMCO TOTAL RETURN FUND INST #35 - 693390700 - MINOR = 592
          SOLD                        12/31/2014       1330.79
          ACQ           124.8400      12/11/2014       1330.79          1360.76           -29.97             0.00  ST       C
                                                --------------  ---------------
                                TOTALS               905966.74        798301.52
                                                ==============  ===============
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ACCT 668N  612336032                  FIRST WESTERN TRUST BANK                                   PAGE 49
FROM 01/01/2014                       STATEMENT OF CAPITAL GAINS AND LOSSES
TO   12/31/2014                       ERION FOUNDATION                                           RUN 03/01/2015
                                                                                                    06:41:50 PM
                                      TRUST YEAR ENDING  12/31/2014

TAX PREPARER:          1
TRUST ADMINISTRATOR: S.O                              LEGEND.  F - FEDERAL      S - STATE     I - INHERITED
INVESTMENT OFFICER:  B.T                                       E - EXEMPT FROM STATE  U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION         SHARES      DATE       SALES PRICE      COST BASIS       GAIN/LOSS  MARKET DISCOUNT  TERM NC
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SUMMARY OF CAPITAL GAINS/LOSSES
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FEDERAL                     SHORT TERM   LONG TERM 28%     LONG TERM       ST WASH SALE    LT WASH SALE      1250 GAIN
                           ------------  ------------   -------------     ------------    ------------    ------------
NONCOVERED FROM ABOVE              0.00          0.00        74766.34             0.00            0.00           0.00*
COVERED FROM ABOVE               487.93          0.00        32591.54             0.00         -180.59
COMMON TRUST FUND                  0.00          0.00            0.00                                            0.00
CAPITAL GAIN DIV/DIST              0.00          0.00        13512.91                                            0.00
                           ------------  ------------   -------------     ------------    ------------    ------------
                                 487.93          0.00       120870.79             0.00         -180.59           0.00
                           ============  ============   =============     ============    ============    ============
STATE

NONCOVERED FROM ABOVE              0.00          0.00        74766.34             0.00            0.00           0.00*
COVERED FROM ABOVE               487.93          0.00        32591.54             0.00         -180.59
COMMON TRUST FUND                  0.00          0.00            0.00                                            0.00
CAPITAL GAIN DIV/DIST              0.00          0.00        13512 91                                            0.00
                           ------------  ------------   -------------     ------------    ------------    ------------
                                 487.93          0.00       120870.79             0.00         -180.59           0.00
                           ============  ============   =============     ============    ============    ============
                                                                        * - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE


CAPITAL LOSS CARRYOVER
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FEDERAL                       0.00                         0.00

COLORADO                      N/A                          N/A
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Short Term Transactions

DESCRIPTION		CUSIP							
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
ABBOTT LABORATORIES		002824100							
05/28/14	07/18/13	160	$6,338.08	$5,752.48	$585.60		$0.00	$0.00	$0.00
ABBVIE INC		00287Y109							
03/04/14	10/18/13	10	$509.71	$486.79	$22.92		$0.00	$0.00	$0.00
AECOM TECHNOLOGY CORP DELAWARE		00766T100							
03/04/14	07/18/13	20	$630.83	$665.36	$-34.53		$0.00	$0 00	$0.00
09/18/14	10/14/13	20	$747.84	$619 36	$128 48		$0 00	$0.00	$0.00
ALLERGAN INC COM		018490102							
03/04/14	07/18/13	10	$1,283.30	$915.68	$367 62		$0.00	$0.00	$0.00
03/24/14	07/18/13	20	$2,489.88	$1,831.36	$658.52		$0.00	$0.00	$0 00
ALTRIA GROUP INC		02209S103							
03/04/14	07/18/13	30	$1,112.74	$1,109.64	$3.10		$0.00	$0.00	$0.00
AMGEN INC		031162100							
03/04/14	10/14/13	11	$1,372.25	$1,213 91	$158.34		$0.00	$0.00	$0.00
ANADARKO PETE CORP		032511107							
03/04/14	10/14/13	10	$849 10	$944.08	$-94.98		$0.00	$0.00	$0 00
APPLE COMPUTER INC COM		037833100							
03/04/14	10/14/13	2	$1,061.43	$988 00	$73 43		$0.00	$0.00	$0.00

Income for 2014

This section reports your sales transactions during the year. A schedule of your net gains and losses is shown below. Please note that if you have sold an asset for which the cost basis information is unknown it is shown separately in the section entitled Transactions with Unknown Cost Basis. Please review these carefully when preparing your return. An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for current year's return of capital.

The following items are provided to you to assist in the preparation of your tax returns. We have included the following Codes and Adjustment amounts: "W" for wash sales, "C" for collectibles, and "D" for Market Discount. Typically, collectibles are taxed at 28% rates. For your convenience, if applicable, we have included the portion subject to Section 988 translation gains and losses and Market Discount in the column titled "Portion Subject to 988 and Market Discount". We have also includes gains on collectibles taxed at 28% rates in the last column. If we have included a dagger symbol (†) next to the sale transaction with a net loss, this indicates that you can not take a loss on your tax return based on gross proceeds from a reportable change in control or capital structure.

Short Term Transactions

DESCRIPTION		CUSIP							
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
AGCO CORP		**001084102**							
08/20/14	10/14/13	10	$488.16	$610.68	$-122.52		$0.00	$0.00	$0.00
08/20/14	08/27/13	30	$1,464.47	$1,731.08	$-266.61		$0.00	$0.00	$0.00
AT&T INC		**00206R102**							
03/04/14	03/05/13	50	$1,608.58	$1,834.73	$-226.15		$0.00	$0.00	$0.00
03/04/14	07/18/13	10	$321.72	$358.28	$-36.56		$0.00	$0.00	$0.00
ABBOTT LABORATORIES		**002824100**							
03/04/14	07/18/13	30	$1,200.64	$1,078.59	$122.05		$0.00	$0.00	$0.00

Short Term Transactions

DESCRIPTION Date sold or disposed	Date acquired	CUSIP Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
AQUA AMER INC		03836W103							
06/18/14	03/04/14	40	$1,021.68	$1,003 52	$18.16		$0 00	$0.00	$0.00
06/18/14	01/15/14	50	$1,277.10	$1,140.35	$136.75		$0.00	$0.00	$0 00
ARCHER DANIELS MIDLAND CO COM		039483102							
03/04/14	11/19/13	20	$810.42	$826.87	$-16.45		$0.00	$0.00	$0 00
BNY MELLON CORP BOND-M		05569M368							
10/10/14	11/29/13	71.93	$930 05	$909 91	$20.14		$0.00	$0.00	$0.00
10/10/14	09/30/14	66.32	$857.56	$850.26	$7.30		$0 00	$0.00	$0 00
10/10/14	08/29/14	67.42	$871.70	$873.73	$-2.03		$0.00	$0 00	$0.00
10/10/14	07/31/14	67.76	$876.18	$871.43	$4.75		$0.00	$0.00	$0.00
10/10/14	06/30/14	67.27	$869 81	$869.14	$0.67		$0.00	$0.00	$0 00
10/10/14	05/30/14	65.08	$841.43	$841.43	$0.00		$0.00	$0.00	$0 00
10/10/14	04/30/14	63 49	$820.89	$813.90	$6.99		$0.00	$0.00	$0.00
10/10/14	03/31/14	67.7	$875.34	$862.47	$12.87		$0.00	$0.00	$0.00
10/10/14	02/28/14	67.31	$870.28	$860.18	$10.10		$0.00	$0.00	$0.00
10/10/14	01/31/14	69.48	$898.34	$883.05	$15.29		$0.00	$0.00	$0.00
10/10/14	10/31/13	46.99	$607.53	$596.25	$11.28		$0.00	$0.00	$0.00
10/10/14	10/14/13	1052.91	$13,614.07	$13,266.62	$347.45		$0.00	$0.00	$0.00

Short Term Transactions

DESCRIPTION		CUSIP							
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
BNY MELLON INTL EQUITY INCOME FUND		**05569M384**							
05/13/14	03/04/14	408	$6,140 40	$5,899.68	$240.72		$0.00	$0.00	$0 00
BNY MELLON FOCUSED EQUITY OPP-M		**05569M475**							
10/13/14	12/11/13	1504.55	$24,614.37	$23,546 14	$1,068.23		$0 00	$0.00	$0.00
BNY MELLON MID CAP STK FD CL M		**05569M509**							
02/26/14	12/16/13	1479.36	$21,924.10	$20,711.02	$1,213.08		$0 00	$0.00	$0.00
02/26/14	03/20/13	6407.08	$94,952.86	$80,216.59	$14,736.27		$0.00	$0.00	$0 00
BNY MELLON NTL INTER MUN BD FD CL M		**05569M764**							
02/26/14	01/31/14	0 08	$1.07	$1.07	$0.00		$0.00	$0.00	$0.00
02/28/14	12/31/13	31.89	$432.43	$425.41	$7.02		$0.00	$0.00	$0.00
BNY MELLON BOND FD CL M		**05569M830**							
12/11/14	03/04/14	2311.25	$30,000.00	$29,815.11	$184.89		$0.00	$0.00	$0.00
BNY MELLON EMERGING MKTS FD CL M SHS		**05569M855**							
05/13/14	03/04/14	2508	$25,330.80	$23,499.96	$1,830.84		$0.00	$0.00	$0.00
07/09/14	03/04/14	1781	$18,985.46	$16,687.97	$2,297.49		$0 00	$0.00	$0.00
BERKSHIRE HATHAWAY INC DEL CL B		**084670702**							
03/04/14	07/18/13	17	$2,002.76	$2,012.59	$-9.83		$0.00	$0.00	$0.00
03/24/14	07/18/13	36	$4,481 74	$4,261.97	$219 77		$0.00	$0.00	$0.00

Short Term Transactions

DESCRIPTION Date sold or disposed	Date acquired	CUSIP Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
BEST BUY INC COM		086516101							
05/28/14	03/04/14	50	$1,342.72	$1,311.40	$31.32		$0 00	$0.00	$0 00
05/28/14	01/15/14	180	$4,833 77	$6,670.06	$-1,836.29		$0 00	$0 00	$0.00
BOEING COMPANY		097023105							
03/04/14	01/15/14	6	$783.78	$845.05	$-61.27		$0 00	$0.00	$0.00
08/20/14	12/12/13	42	$5,354.58	$5,600.24	$-245.66		$0.00	$0.00	$0.00
08/20/14	01/15/14	59	$7,521.90	$8,309.67	$-787.77		$0 00	$0.00	$0.00
CBS CORP NEW		124857202							
03/04/14	10/14/13	10	$673.71	$559.08	$114.63		$0.00	$0.00	$0.00
CSX CORP COM		126408103							
03/24/14	10/14/13	10	$286.40	$257.78	$28.62		$0.00	$0.00	$0 00
03/24/14	07/18/13	80	$2,291.16	$2,015.03	$276.13		$0.00	$0.00	$0.00
CVS CORP		126650100							
03/04/14	10/14/13	10	$731.50	$591.08	$140.42		$0 00	$0.00	$0 00
CELGENE CORP		151020104							
03/04/14	10/14/13	8	$1,300.00	$1,214.76	$85.24		$0.00	$0.00	$0.00
CENTURYTEL INC		156700106							
03/04/14	10/14/13	20	$627.82	$657.96	$-30.14		$0.00	$0.00	$0.00

Short Term Transactions

Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
DESCRIPTION		CUSIP							
CHESAPEAKE ENERGY CORP		165167107							
03/04/14	10/14/13	20	$511 23	$525.76	$-14 53		$0.00	$0.00	$0.00
CHEVRONTEXACO CORP		166764100							
03/04/14	07/18/13	4	$462.60	$500.71	$-38.11		$0.00	$0.00	$0.00
03/24/14	07/18/13	15	$1,738.53	$1,877 67	$-139.14		$0.00	$0.00	$0.00
CISCO SYS INC		17275R102							
03/04/14	10/18/13	50	$1,087.08	$1,154.03	$-66.95		$0 00	$0 00	$0.00
06/18/14	10/18/13	570	$14,022 32	$13,155.88	$866.44		$0.00	$0.00	$0.00
CITIGROUP INC		172967424							
03/04/14	07/18/13	20	$970.52	$1,047.96	$-77.44		$0 00	$0.00	$0.00
03/24/14	07/18/13	20	$1,001.68	$1,047.96	$-46.28		$0.00	$0.00	$0.00
03/24/14	11/19/13	40	$2,003 35	$2,048.41	$-45.06		$0.00	$0.00	$0.00
COMCAST CORP NEW CL A		20030N101							
03/04/14	07/18/13	130	$6,689.94	$5,760.03	$929.91		$0.00	$0 00	$0 00
03/04/14	02/20/14	20	$1,029.22	$1,041.70	$-12.48		$0.00	$0.00	$0.00
03/04/14	10/14/13	30	$1,543.83	$1,379.40	$164.43		$0.00	$0.00	$0.00
CONOCOPHILLIPS		20825C104							
03/04/14	10/14/13	20	$1,329 01	$1,427.36	$-98.35		$0.00	$0.00	$0.00

Short Term Transactions

DESCRIPTION		CUSIP							
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
CORRECTIONS CORP AMER NEW		**22025Y407**							
03/04/14	10/14/13	30	$1,010.44	$1,049.94	$-39.50		$0.00	$0.00	$0.00
CROWN CASTLE INTL CORP		**228227104**							
05/28/14	02/20/14	20	$1,528.17	$1,524.44	$3.73		$0 00	$0.00	$0.00
05/28/14	03/04/14	10	$764 09	$752.08	$12.01		$0.00	$0.00	$0 00
DENBURY RES INC NEW		**247916208**							
06/18/14	03/04/14	20	$360.87	$327.56	$33.31		$0 00	$0.00	$0.00
06/18/14	10/18/13	90	$1,623.91	$1,706.97	$-83 06		$0.00	$0 00	$0.00
DISNEY (WALT) COMPANY HOLDING CO.		**254687106**							
03/04/14	10/14/13	20	$1,639.21	$1,317.56	$321.65		$0.00	$0.00	$0 00
DREYFUS FLOATING RATE INC-Y		**261949739**							
10/10/14	03/04/14	3869.24	$48,249.38	$48,868 46	$-619.08		$0.00	$0.00	$0.00
DREYFUS EMG MKT DEBT LOC C-I		**261980494**							
02/03/14	12/30/13	19.57	$255.32	$271.76	$-16.44		$0.00	$0.00	$0.00
DREYFUS GROWTH & VALUE FDS INC		**26200C403**							
02/26/14	03/20/13	291.07	$10,554.24	$9,104.70	$1,449.54		$0.00	$0.00	$0.00
02/26/14	12/11/13	228.29	$8,277.80	$7,670.55	$607.25		$0.00	$0.00	$0.00
DREYFUS/NEWTON INTERN EQTY-I		**26203E604**							
05/13/14	03/04/14	30	$619.20	$608.40	$10 80		$0.00	$0.00	$0.00

Short Term Transactions

DESCRIPTION		CUSIP							
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
DREYFUS DIVERSIFIED EM MK-Y		26203E646							
05/13/14	03/04/14	135	$2,812.05	$2,675 70	$136.35		$0.00	$0 00	$0.00
07/09/14	03/04/14	158	$3,490.22	$3,131.56	$358.66		$0.00	$0.00	$0.00
EQT CORP COM		26884L109							
03/04/14	11/19/13	12	$1,215.84	$1,013.61	$202.23		$0.00	$0.00	$0.00
EDISON INTL		281020107							
03/04/14	07/18/13	20	$1,045.62	$987.73	$57.89		$0.00	$0.00	$0.00
03/24/14	07/18/13	150	$8,142.32	$7,407 96	$734.36		$0.00	$0.00	$0 00
03/24/14	10/14/13	10	$542 82	$474.18	$68.64		$0 00	$0 00	$0.00
ENERGIZER HLDGS INC		29266R108							
03/04/14	10/18/13	10	$947.64	$933.88	$13.76		$0.00	$0.00	$0.00
07/24/14	09/27/13	30	$3,574.25	$2,787.17	$787.08		$0 00	$0.00	$0.00
07/24/14	10/18/13	50	$5,957.08	$4,669 39	$1,287.69		$0.00	$0.00	$0.00
EXXON MOBIL CORP		30231G102							
03/04/14	07/18/13	30	$2,884.10	$2,824.74	$59.36		$0.00	$0.00	$0.00
FACTSET RESH SYS INC		303075105							
06/18/14	02/20/14	32	$3,650.87	$3,371.41	$279.46		$0 00	$0.00	$0.00
06/18/14	03/04/14	24	$2,738.15	$2,553.55	$184.60		$0.00	$0.00	$0.00

Short Term Transactions

DESCRIPTION Date sold or disposed	Date acquired	CUSIP Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
FRANKLIN RES INC COM		**354613101**							
03/04/14	10/14/13	20	$1,071.22	$1,015.76	$55.46		$0.00	$0.00	$0.00
GAMESTOP CORP NEW		**36467W109**							
03/24/14	01/15/14	20	$761.00	$729.89	$31.11		$0.00	$0.00	$0.00
03/24/14	03/04/14	20	$761.00	$746.16	$14.84		$0.00	$0.00	$0.00
06/18/14	01/15/14	60	$2,395.73	$2,189.65	$206.08		$0.00	$0.00	$0.00
GAP INC		**364760108**							
02/20/14	10/18/13	40	$1,689.95	$1,482.00	$207.95		$0.00	$0.00	$0.00
02/20/14	07/18/13	180	$7,604.78	$8,096.26	$-491.48		$0.00	$0.00	$0.00
02/20/14	10/14/13	10	$422.49	$367.88	$54.61		$0.00	$0.00	$0.00
GENERAL ELECTRIC CO		**369604103**							
03/04/14	07/18/13	180	$4,616.38	$4,256.62	$359.76		$0.00	$0.00	$0.00
03/04/14	01/15/14	60	$1,538.79	$1,642.68	$-103.89		$0.00	$0.00	$0.00
GOOGLE INC		**38259P508**							
03/04/14	02/20/14	6	$7,284.00	$7,231.14	$52.86		$0.00	$0.00	$0.00
03/04/14	07/18/13	5	$6,070.00	$4,574.94	$1,495.06		$0.00	$0.00	$0.00
GREEN MTN COFFEE INC		**393122106**							
03/04/14	02/20/14	10	$1,085.90	$1,238.10	$-152.20		$0.00	$0.00	$0.00
03/04/14	07/18/13	45	$4,886.55	$3,256.56	$1,629.99		$0.00	$0.00	$0.00

Short Term Transactions

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HANESBRANDS INC		410345102							
03/04/14	10/14/13	20	$1,491 21	$1,197.76	$293.45		$0.00	$0 00	$0.00
05/28/14	07/18/13	30	$2,526.80	$1,581 84	$944.96		$0 00	$0 00	$0.00
HERSHEY FOODS CORPORATION COM		427866108							
03/04/14	10/14/13	15	$1,604.85	$1,402.47	$202.38		$0 00	$0.00	$0.00
HEWLETT PACKARD COMPANY		428236103							
03/04/14	07/18/13	40	$1,201.25	$1,055.52	$145.73		$0.00	$0.00	$0.00
HILLSHIRE BRANDS CO/THE		432589109							
01/15/14	07/18/13	210	$7,237.44	$7,319.47	$-82.03		$0.00	$0.00	$0.00
01/15/14	10/14/13	20	$689 28	$648.16	$41.12		$0.00	$0.00	$0.00
HOME DEPOT INC USD 0.05		437076102							
03/04/14	07/18/13	20	$1,659.41	$1,606 46	$52.95		$0.00	$0 00	$0.00
INTEL CORPORATION		458140100							
03/04/14	12/12/13	20	$492.43	$491.87	$0.56		$0.00	$0.00	$0.00
INTERNATIONAL FLAVORS & FRAGRANCES IN		459506101							
06/18/14	01/15/14	20	$2,053.10	$1,722.28	$330.82		$0.00	$0.00	$0.00
INTUIT INC COM		461202103							
03/04/14	10/14/13	10	$806 00	$668.28	$137.72		$0.00	$0.00	$0.00

Short Term Transactions

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ISHARES BARCLAYS AGGREGATE BOND FUNI		464287226							
02/26/14	01/02/14	9957	$1,076,540.07	$1,061,059.74	$15,480.33		$0.00	$0.00	$0.00
ISHARES MSCI EMERGING MKTS INDEX FD		464287234							
02/26/14	01/02/14	14174	$551,957.12	$572,365.96	$-20,408 84		$0 00	$0.00	$0.00
ISHARES JP MORGAN EM BOND FD		464288281							
02/26/14	01/02/14	1368	$149,698.86	$147,847.28	$1,851.58		$0.00	$0.00	$0.00
JOHNSON & JOHNSON COM		478160104							
03/04/14	10/14/13	20	$1,852.20	$1,776.16	$76.04		$0.00	$0.00	$0.00
KEURIG GREEN MOUNTAIN INC		49271M100							
05/28/14	10/18/13	10	$1,143.77	$640.90	$502.87		$0.00	$0.00	$0.00
05/28/14	10/14/13	10	$1,143.77	$675.83	$467.94		$0.00	$0 00	$0 00
05/28/14	07/18/13	55	$6,290.71	$3,980.24	$2,310.47		$0.00	$0.00	$0.00
KROGER COMPANY COMMON		501044101							
10/17/14	01/15/14	60	$3,082.30	$2,377.81	$704 49		$0.00	$0 00	$0.00
LAM RESH CORP COM		512807108							
01/15/14	08/27/13	40	$2,243.28	$1,883 68	$359.60		$0.00	$0.00	$0.00
LOWES COMPANIES INC COM		548661107							
03/04/14	10/14/13	20	$1,009.02	$968.96	$40.06		$0.00	$0.00	$0.00
03/04/14	09/27/13	10	$504.51	$479.28	$25.23		$0.00	$0.00	$0.00

Short Term Transactions

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MARATHON PETROLEUM CORP		56585A102							
03/04/14	07/18/13	20	$1,664.21	$1,398.76	$265.45		$0.00	$0 00	$0 00
MASTERCARD INC		57636Q104							
03/04/14	07/18/13	20	$1,562.21	$1,191.69	$370.52		$0.00	$0.00	$0.00
MCKESSON CORPORATION		58155Q103							
01/15/14	10/14/13	2	$331.91	$274.30	$57.61		$0.00	$0.00	$0.00
01/15/14	09/27/13	16	$2,655.28	$2,066.16	$589.12		$0.00	$0.00	$0.00
MEDTRONIC INC		585055106							
03/04/14	10/14/13	20	$1,194.62	$1,095.36	$99.26		$0.00	$0.00	$0.00
METTLER-TOLEDO INTL INC		592688105							
03/04/14	10/14/13	2	$487.56	$482.06	$5.50		$0.00	$0.00	$0.00
MICROSOFT CORP COM		594918104							
03/04/14	07/18/13	20	$767.03	$713.36	$53.67		$0.00	$0.00	$0.00
MONSANTO CO NEW		61166W101							
01/15/14	08/27/13	20	$2,265.39	$1,959.51	$305.88		$0.00	$0.00	$0.00
01/15/14	07/18/13	18	$2,038.86	$1,849.64	$189.22		$0.00	$0.00	$0.00
NATIONAL-OILWELL INC		637071101							
07/24/14	03/24/14	80	$6,819.91	$5,351.19	$1,468.72		$0.00	$0.00	$0.00

Short Term Transactions

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ASG MANAGED FUTURES STRAT-Y		**63872T729**							
10/10/14	04/08/14	88.3	$999.58	$875.07	$124.51		$0 00	$0.00	$0.00
NAVIENT CORP W/D		**63938C108**							
05/28/14	07/18/13	240	$3,771.88	$3,832.00	$-60.12		$0.00	$0.00	$0.00
NETAPP INC		**64110D104**							
03/04/14	09/27/13	20	$815.62	$859.35	$-43.73		$0.00	$0.00	$0.00
NEUSTAR INC		**64126X201**							
07/24/14	11/19/13	90	$2,600 12	$4,414.96	$-1,814.84		$0 00	$0 00	$0.00
07/24/14	03/04/14	10	$288.90	$357.88	$-68.98		$0 00	$0.00	$0 00
NORTHROP GRUMMAN CORP		**666807102**							
03/04/14	10/14/13	6	$743.15	$585 29	$157.86		$0.00	$0.00	$0.00
NOW INC/DE		**67011P100**							
06/12/14	03/24/14	0.5	$16.58	$14.55	$2.03		$0 00	$0.00	$0.00
06/18/14	03/24/14	32	$1,089.28	$931 01	$158.27		$0.00	$0 00	$0.00
ORACLE CORPORATION		**68389X105**							
03/04/14	10/14/13	40	$1,567.65	$1,324.70	$242.95		$0.00	$0.00	$0.00
OSHKOSH TRUCK CORP		**688239201**							
03/04/14	09/27/13	10	$583.01	$490.21	$92.80		$0.00	$0.00	$0 00
03/04/14	10/14/13	10	$583 01	$498.28	$84.73		$0 00	$0 00	$0.00

Short Term Transactions

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PPG INDUSTRIES INC		693506107							
03/04/14	10/14/13	1	$199.38	$165.48	$33.90		$0.00	$0 00	$0 00
PACKAGING CORP AMER		695156109							
03/04/14	07/18/13	10	$736.46	$520.18	$216.28		$0 00	$0.00	$0.00
03/04/14	10/14/13	10	$736 46	$569.18	$167 28		$0.00	$0 00	$0 00
03/24/14	07/18/13	130	$9,221.65	$6,762.33	$2,459.32		$0.00	$0.00	$0.00
PEPSICO INC		713448108							
03/04/14	10/14/13	20	$1,606.01	$1,607.16	$-1.15		$0.00	$0.00	$0.00
PFIZER INC COM		717081103							
03/04/14	10/14/13	60	$1,951.89	$1,716 48	$235.41		$0 00	$0.00	$0.00
PHILLIPS 66		718546104							
01/15/14	07/18/13	130	$9,860.45	$7,548.82	$2,311.63		$0.00	$0.00	$0.00
01/15/14	10/14/13	20	$1,516 99	$1,191.76	$325.23		$0.00	$0.00	$0.00
03/04/14	07/18/13	10	$751.41	$580 68	$170.73		$0 00	$0.00	$0.00
PRICE T ROWE GROUP INC		74144T108							
03/04/14	07/18/13	10	$816 00	$787.18	$28 82		$0.00	$0.00	$0 00
PROCTER & GAMBLE CO COM		742718109							
03/04/14	07/18/13	30	$2,353.41	$2,416.29	$-62.88		$0.00	$0.00	$0 00

Short Term Transactions

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PUBLIC STORAGE INC COM		**74460D109**							
03/04/14	10/14/13	6	$1,020.23	$1,007.81	$12.42		$0.00	$0.00	$0.00
PULTE HOMES INC		**745867101**							
01/15/14	07/18/13	20	$389.88	$390.36	$-0.48		$0.00	$0.00	$0.00
02/20/14	10/14/13	100	$1,977.88	$1,595.80	$382.08		$0.00	$0.00	$0.00
02/20/14	07/18/13	290	$5,735.84	$5,660.19	$75.65		$0.00	$0.00	$0.00
ROCKWELL INTL CORP NEW		**773903109**							
03/04/14	07/18/13	2	$246.85	$184.90	$61.95		$0.00	$0.00	$0.00
SLM CORP		**78442P106**							
03/04/14	10/14/13	30	$730.84	$751.46	$-20.62		$0.00	$0.00	$0.00
SANDISK CORP COM		**80004C101**							
03/04/14	10/14/13	20	$1,525.21	$1,241.13	$284.08		$0.00	$0.00	$0.00
05/28/14	08/27/13	70	$6,705.54	$3,871.13	$2,834.41		$0.00	$0.00	$0.00
SCOTTS COMPANY		**810186106**							
03/04/14	11/19/13	10	$572.61	$589.13	$-16.52		$0.00	$0.00	$0.00
09/16/14	11/19/13	13	$738.30	$765.86	$-27.56		$0.00	$0.00	$0.00
09/17/14	11/19/13	42	$2,370.64	$2,474.32	$-103.68		$0.00	$0.00	$0.00
09/18/14	11/19/13	35	$1,966.45	$2,061.94	$-95.49		$0.00	$0.00	$0.00

Short Term Transactions

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CHESAPEAKE OILFIELD OPERATING		818097107							
07/17/14	10/14/13	0 14	$3 55	$2 92	$0 63		$0.00	$0 00	$0.00
07/24/14	10/14/13	0 57	$13.85	$11.67	$2.18		$0.00	$0.00	$0.00
SIMON PPTY GROUP INC NEW		828806109							
03/04/14	07/18/13	5	$818.09	$815 09	$3.00		$0.00	$0.00	$0.00
SIRONA DENTAL SYS INC		82966C103							
01/15/14	07/18/13	30	$2,064.46	$2,065 14	$-0.68		$0.00	$0.00	$0.00
STARWOOD HOTELS & RESORTS		85590A401							
01/15/14	07/18/13	30	$2,352.88	$2,009 94	$342 94		$0.00	$0 00	$0 00
STATE ST CORP COM		857477103							
03/04/14	07/18/13	20	$1,330 87	$1,392.36	$-61.49		$0.00	$0.00	$0.00
09/17/14	10/14/13	20	$1,485.73	$1,335.16	$150.57		$0.00	$0 00	$0.00
DREYFUS INTENATION STOCK-Y		86271F537							
10/13/14	03/04/14	482	$6,984 18	$7,257.65	$-273 47		$0.00	$0.00	$0 00
DREYFUS SELECT MGER S/C VL-Y		86271F560							
10/13/14	03/19/14	0.69	$15.77	$17.57	$-1.80		$0.00	$0.00	$0 00
DREYFUS SELECT MGRS S/C GROWTH FD-I		86271F578							
02/26/14	12/04/13	93.11	$2,519 50	$2,358.43	$161.07		$0.00	$0 00	$0 00
02/26/14	03/20/13	736.44	$19,928.06	$15,553.59	$4,374.47		$0.00	$0 00	$0 00

Short Term Transactions

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DREYFUS SELECT MANAGERS S/C VL-I		86271F677							
02/26/14	03/20/13	245.56	$6,072.67	$5,348.28	$724.39		$0.00	$0.00	$0.00
02/26/14	12/31/13	299.72	$7,412.12	$7,442.09	$-29.97		$0.00	$0 00	$0.00
DREYFUS U S EQUITY FUND-I		86271F727							
05/13/14	12/31/13	94.25	$1,882.23	$1,877 51	$4.72		$0.00	$0.00	$0.00
DREYFUS PRE STRAT INTER ST-R		86271F768							
05/13/14	03/04/14	53.64	$837 34	$816.42	$20.92		$0.00	$0.00	$0 00
05/13/14	12/31/13	79.36	$1,238.79	$1,236.42	$2.37		$0 00	$0.00	$0.00
STRYKER CORP		863667101							
01/15/14	10/14/13	10	$779.49	$698.68	$80.81		$0.00	$0.00	$0.00
01/15/14	07/18/13	90	$7,015.42	$6,272.81	$742.61		$0.00	$0.00	$0.00
03/04/14	07/18/13	10	$809.47	$696.98	$112.49		$0 00	$0.00	$0.00
SYMANTEC CORP		871503108							
03/04/14	11/19/13	30	$645 64	$716.50	$-70.86		$0.00	$0.00	$0.00
05/28/14	12/12/13	150	$3,303.00	$3,361.46	$-58.46		$0.00	$0.00	$0.00
05/28/14	11/19/13	240	$5,284.81	$5,731.99	$-447.18		$0.00	$0.00	$0.00
TCW EMERGING MARKETS INCOME FUND-I		87234N765							
10/10/14	03/04/14	594.15	$5,038.43	$5,008.72	$29.71		$0.00	$0.00	$0 00
10/10/14	09/30/14	44.24	$375.19	$375.63	$-0.44		$0 00	$0.00	$0.00

Short Term Transactions

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TCW EMERGING MARKETS INCOME FUND-I		87234N765							
10/10/14	08/29/14	42.91	$363.83	$374.13	$-10 30		$0 00	$0.00	$0.00
10/10/14	07/31/14	42.73	$362.38	$372.64	$-10.26		$0.00	$0.00	$0.00
10/10/14	06/30/14	42.23	$358.07	$371.16	$-13.09		$0.00	$0.00	$0 00
10/10/14	04/30/14	43 26	$366.86	$368 16	$-1.30		$0.00	$0.00	$0 00
10/10/14	03/31/14	43.19	$366.22	$366 65	$-0.43		$0.00	$0.00	$0.00
10/10/14	05/30/14	42.3	$358 68	$369.68	$-11.00		$0.00	$0.00	$0 00
TARGET CORP		87612E106							
03/04/14	10/14/13	10	$621.81	$628.18	$-6.37		$0.00	$0.00	$0.00
03/04/14	09/27/13	10	$621.81	$641 83	$-20.02		$0.00	$0 00	$0 00
05/28/14	10/14/13	10	$552 63	$628.18	$-75.55		$0 00	$0 00	$0.00
TIME INC		887228104							
06/18/14	08/27/13	3	$68 55	$60 90	$7.65		$0.00	$0.00	$0.00
06/24/14	08/27/13	0.75	$17.24	$15.22	$2.02		$0.00	$0.00	$0 00
TRAVELERS COS INC		89417E109							
03/04/14	07/18/13	10	$840.50	$846.68	$-6.18		$0.00	$0.00	$0.00
UGI CORP NEW COM		902681105							
02/20/14	10/14/13	10	$438 88	$390.18	$48.70		$0.00	$0.00	$0.00
02/20/14	07/18/13	40	$1,755 51	$1,655.24	$100.27		$0.00	$0.00	$0.00

Short Term Transactions

DESCRIPTION Date sold or disposed	Date acquired	CUSIP Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
UGI CORP NEW COM		902681105							
02/20/14	10/18/13	20	$877.76	$801.74	$76 02		$0.00	$0.00	$0.00
UNION PACIFIC CORP		907818108							
03/04/14	07/18/13	7	$1,280.99	$1,110.27	$170.72		$0.00	$0.00	$0.00
08/20/14	10/18/13	2	$211.32	$152.39	$58.93		$0.00	$0 00	$0.00
08/20/14	10/14/13	16	$1,690.57	$1,248.46	$442.11		$0.00	$0.00	$0 00
UNITED THERAPEUTICS CORP DEL		91307C102							
07/24/14	03/24/14	20	$1,851.42	$1,886 51	$-35.09		$0 00	$0.00	$0.00
URBAN OUTFITTERS INC		917047102							
01/15/14	09/27/13	50	$1,865.18	$1,852.22	$12.96		$0.00	$0.00	$0.00
VALMONT INDS INC		920253101							
01/15/14	08/27/13	13	$1,986.98	$1,813.19	$173.79		$0.00	$0.00	$0 00
01/15/14	10/18/13	7	$1,069.91	$927.51	$142.40		$0.00	$0.00	$0.00
01/15/14	10/14/13	5	$764.22	$663.84	$100.38		$0 00	$0.00	$0 00
01/15/14	09/27/13	35	$5,349.56	$5,007.44	$342.12		$0.00	$0 00	$0 00
VANGUARD SHORT-TERM CORP BOND ETF		92206C409							
02/26/14	01/02/14	1009	$80,930.38	$80,457.56	$472.82		$0 00	$0.00	$0.00
VERIZON COMMUNICATIONS INC		92343V104							
03/04/14	07/18/13	20	$953.52	$992.96	$-39.44		$0.00	$0.00	$0.00

Short Term Transactions

DESCRIPTION Date sold or disposed	Date acquired	CUSIP Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (Included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
WASHINGTON PRIME GROUP INC		939647103							
06/18/14	07/18/13	29	$572.57	$560 54	$12.03		$0 00	$0.00	$0 00
06/18/14	10/14/13	3	$59.23	$54 36	$4.87		$0.00	$0.00	$0.00
WELLPOINT INC COM		94973V107							
03/04/14	11/19/13	20	$1,811.60	$1,835 61	$-24.01		$0.00	$0.00	$0.00
WELLS FARGO & CO NEW		949746101							
03/04/14	10/18/13	40	$1,863 65	$1,706.21	$157.44		$0 00	$0.00	$0 00
03/24/14	10/18/13	110	$5,386.62	$4,692.07	$694.55		$0.00	$0.00	$0.00
WHIRLPOOL CORPORATION COM		963320106							
03/04/14	10/14/13	2	$290 00	$271.82	$18 18		$0.00	$0.00	$0 00
09/16/14	03/24/14	20	$3,054.24	$2,862.15	$192.09		$0.00	$0.00	$0.00
09/17/14	03/24/14	24	$3,694.13	$3,434 59	$259.54		$0.00	$0.00	$0.00
WYNDHAM WORLDWIDE CORP		98310W108							
03/04/14	10/14/13	20	$1,482.01	$1,223.76	$258.25		$0.00	$0.00	$0.00
ACCENTURE PLC IRELAND SHS CL A		G1151C101							
03/04/14	04/17/13	20	$1,677 21	$1,537 72	$139 49		$0 00	$0.00	$0 00
ENSCO PLC		G3157S106							
03/24/14	08/27/13	30	$1,520.40	$1,711.15	$-190.75		$0.00	$0.00	$0.00
03/24/14	10/14/13	10	$506.80	$542.28	$-35.48		$0.00	$0.00	$0.00

Short Term Transactions

DESCRIPTION		CUSIP							
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
SEAGATE TECHNOLOGY		**G7945M107**							
01/15/14	10/14/13	10	$609.83	$461.70	$148.13		$0.00	$0 00	$0 00
01/15/14	07/18/13	40	$2,439.30	$1,877.52	$561 78		$0 00	$0 00	$0 00
XL GROUP PLC		**G98290102**							
03/04/14	07/18/13	30	$912.04	$977.94	$-65.90		$0.00	$0 00	$0.00
TE CONNECTIVITY LTD		**H84989104**							
02/20/14	10/14/13	10	$573.53	$517.48	$56 05		$0.00	$0.00	$0.00
02/20/14	07/18/13	180	$10,323 60	$8,558 62	$1,764.98		$0.00	$0.00	$0 00
LYONDELLBASELL INDU-CL A-W/I		**N53745100**							
03/24/14	09/27/13	10	$897.49	$739.65	$157.84		$0.00	$0.00	$0 00
Total Short Term Gain/Loss			*$2,610,209.22*	*$2,551,292.51*	*$58,916.71*		*$0.00*	*$0.00*	*$0.00*

Long Term Transactions

DESCRIPTION		CUSIP							
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
ADVANTAGE DYN TOTAL RET -Y		**007565146**							
10/10/14	03/20/13	838.78	$12,673.92	$11,251 02	$1,422.90		$0.00	$0.00	$0.00

Long Term Transactions

DESCRIPTION Date sold or disposed	Date acquired	CUSIP Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
AECOM TECHNOLOGY CORP DELAWARE		00766T100							
09/16/14	07/18/13	40	$1,486 54	$1,330 71	$155.83		$0 00	$0.00	$0.00
09/17/14	07/18/13	140	$5,215 06	$4,657.49	$557.57		$0.00	$0.00	$0.00
09/18/14	07/18/13	20	$747 84	$665.36	$82.48		$0.00	$0.00	$0 00
ANADARKO PETE CORP		032511107							
06/18/14	06/18/10	110	$12,018.92	$4,678.97	$7,339 95		$0.00	$0.00	$0.00
APPLE COMPUTER INC COM		037833100							
03/04/14	02/19/10	2	$1,061.43	$403 74	$657.69		$0.00	$0.00	$0.00
BNY MELLON CORP BOND-M		05569M368							
10/10/14	05/09/12	5760.82	$74,487.39	$72,528.71	$1,958.68		$0 00	$0.00	$0.00
10/10/14	09/30/13	65.05	$841.03	$818.92	$22.11		$0.00	$0.00	$0.00
10/10/14	07/31/13	57.06	$737.79	$718.96	$18.83		$0.00	$0.00	$0.00
BNY MELLON FOCUSED EQUITY OPP-M		05569M475							
10/13/14	03/20/13	2957.56	$48,385.63	$42,263 49	$6,122.14		$0.00	$0.00	$0.00
BNY MELLON MID CAP STK FD CL M		05569M509							
07/09/14	03/20/13	262.82	$4,026.33	$3,290.44	$735.89		$0.00	$0 00	$0.00
07/09/14	08/30/12	88.19	$1,350 99	$1,022.06	$328 93		$0.00	$0.00	$0.00
10/13/14	02/18/10	1309.32	$18,409.03	$12,661.11	$5,747.92		$0.00	$0.00	$0.00
10/13/14	12/07/12	2065.02	$29,034 22	$22,673.95	$6,360.27		$0 00	$0.00	$0.00

Long Term Transactions

Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
DESCRIPTION		CUSIP							
BNY MELLON MID CAP STK FD CL M		05569M509							
10/13/14	08/30/12	636.58	$8,950.29	$7,377.94	$1,572.35		$0.00	$0.00	$0 00
10/13/14	03/12/10	2369.55	$33,315.92	$24,524.87	$8,791 05		$0.00	$0.00	$0.00
10/13/14	09/02/10	500.51	$7,037 19	$4,900.00	$2,137.19		$0.00	$0.00	$0.00
BANK AMER CORP		060505104							
03/04/14	06/29/10	30	$495.05	$435.30	$59.75		$0.00	$0.00	$0.00
03/04/14	02/19/10	80	$1,320.13	$1,260.00	$60 13		$0 00	$0 00	$0 00
CELGENE CORP		151020104							
08/20/14	07/18/13	156	$14,396 76	$10,370 71	$4,026 05		$0.00	$0.00	$0.00
CHESAPEAKE ENERGY CORP		165167107							
10/17/14	07/18/13	300	$6,015.58	$6,236 06	$-220.48		$0.00	$0.00	$0.00
10/17/14	10/14/13	10	$200.52	$248.29	$-47 77		$0.00	$0.00	$0.00
DREYFUS PREM LT TRM HI YLD-R		261980759							
10/10/14	03/20/13	2085.06	$13,782.26	$14,074.16	$-291.90		$0.00	$0.00	$0.00
10/10/14	04/26/11	4205.29	$27,796.94	$28,638.00	$-841.06		$0.00	$0 00	$0.00
10/10/14	03/03/11	8678.41	$57,364.31	$59,100 00	$-1,735.69		$0 00	$0.00	$0.00
DREYFUS GROWTH & VALUE FDS INC		26200C403							
07/09/14	03/20/13	1	$36 34	$31.28	$5.06		$0.00	$0.00	$0.00
10/13/14	03/20/13	341.9	$10,547.65	$10,694.67	$-147.02		$0.00	$0.00	$0 00

Long Term Transactions

DESCRIPTION Date sold or disposed	Date acquired	CUSIP Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
FLUOR CORP NEW		343412102							
02/20/14	10/12/12	40	$3,208.49	$2,254.77	$953 72		$0 00	$0 00	$0.00
GENERAL ELECTRIC CO		369604103							
03/04/14	02/19/10	160	$4,103.45	$2,584.00	$1,519.45		$0.00	$0 00	$0.00
06/18/14	02/19/10	80	$2,145.99	$1,292.00	$853.99		$0.00	$0.00	$0.00
HANESBRANDS INC		410345102							
09/16/14	07/18/13	18	$1,925.35	$949.10	$976.25		$0.00	$0.00	$0 00
10/17/14	07/18/13	82	$8,566.47	$4,323.69	$4,242.78		$0.00	$0.00	$0.00
INTUIT INC COM		461202103							
07/24/14	10/12/11	40	$3,304.58	$2,081.18	$1,223.40		$0.00	$0.00	$0 00
07/24/14	10/12/11	20	$1,652.29	$1,035.30	$616.99		$0.00	$0 00	$0.00
ELI LILLY & CO COM		532457108							
03/04/14	12/21/12	20	$1,193.35	$991.58	$201.77		$0.00	$0.00	$0.00
07/24/14	12/21/12	50	$3,209.52	$2,478.96	$730.56		$0.00	$0.00	$0.00
07/24/14	12/21/12	120	$7,702.86	$5,906.43	$1,796.43		$0.00	$0.00	$0.00
ASG MANAGED FUTURES STRAT-Y		63872T729							
10/10/14	03/20/13	1770.64	$20,043.63	$16,537.77	$3,505.86		$0.00	$0.00	$0.00
OSHKOSH TRUCK CORP		688239201							
10/17/14	09/27/13	90	$3,858.69	$4,411.92	$-555.23		$0.00	$0 00	$0.00

Long Term Transactions

Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
DESCRIPTION		CUSIP							
OSHKOSH TRUCK CORP		688239201							
10/17/14	08/27/13	40	$1,714 09	$1,823.09	$-109.00		$0.00	$0 00	$0.00
PEPSICO INC		713448108							
07/24/14	05/06/09	30	$2,757.49	$1,490 02	$1,267.47		$0.00	$0.00	$0.00
07/24/14	06/29/10	10	$919.16	$611.10	$308.06		$0 00	$0 00	$0.00
PROCTER & GAMBLE CO COM		742718109							
09/16/14	07/18/13	60	$5,048.34	$4,832.58	$215.76		$0 00	$0.00	$0 00
10/17/14	07/18/13	150	$12,434.85	$12,081.45	$353.40		$0 00	$0 00	$0.00
SLM CORP		78442P106							
09/16/14	07/18/13	150	$1,323.53	$1,333.69	$-10.16		$0 00	$0.00	$0.00
09/17/14	07/18/13	190	$1,671.98	$1,689.34	$-17.36		$0.00	$0.00	$0.00
CHESAPEAKE OILFIELD OPERATING		818097107							
07/24/14	07/18/13	21.43	$519.49	$366.34	$153.15		$0 00	$0 00	$0 00
STATE ST CORP COM		857477103							
09/16/14	07/18/13	100	$7,431.28	$6,961.79	$469.49		$0.00	$0.00	$0.00
09/17/14	07/18/13	10	$742.87	$696.18	$46.69		$0.00	$0.00	$0 00
DREYFUS SELECT MGER S/C GR-Y		86271F529							
10/13/14	03/20/13	388.82	$8,647.45	$8,205.42	$442.03		$0.00	$0.00	$0 00

Long Term Transactions

DESCRIPTION		CUSIP							
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
DREYFUS US EQUITY FUND-Y		86271F552							
10/13/14	04/18/13	3836.05	$73,000.00	$63,563.33	$9,436.67		$0.00	$0.00	$0.00
DREYFUS SELECT MGER S/C VL-Y		86271F560							
10/13/14	03/20/13	709 49	$16,147.88	$15,446 64	$701.24		$0 00	$0.00	$0 00
DREYFUS U S EQUITY FUND-I		86271F727							
05/13/14	04/18/13	1157 63	$23,117.77	$19,181.85	$3,935.92		$0.00	$0.00	$0.00
07/09/14	04/18/13	2862	$58,213 08	$47,423 34	$10,789 74		$0 00	$0 00	$0.00
TARGET CORP		87612E106							
05/28/14	11/21/11	20	$1,105.26	$1,042.17	$63.09		$0.00	$0.00	$0.00
05/28/14	12/08/11	10	$552.63	$538.31	$14.32		$0.00	$0.00	$0.00
05/28/14	11/18/11	80	$4,421.03	$4,246.26	$174.77		$0 00	$0.00	$0.00
06/18/14	11/21/11	30	$1,759 92	$1,563 25	$196.67		$0 00	$0.00	$0 00
UNION PACIFIC CORP		907818108							
08/20/14	07/18/13	134	$14,158 54	$10,626 88	$3,531.66		$0.00	$0.00	$0 00
WAL MART STORES INC		931142103							
03/04/14	02/27/13	20	$1,504.21	$1,428.21	$76 00		$0.00	$0.00	$0.00
WHIRLPOOL CORPORATION COM		963320106							
09/17/14	07/18/13	15	$2,308.83	$1,833.42	$475.41		$0 00	$0.00	$0.00

Long Term Transactions

Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
DESCRIPTION		**CUSIP**							
XL GROUP PLC		**G98290102**							
09/16/14	07/18/13	60	$2,013.76	$1,955.87	$57.89		$0.00	$0 00	$0 00
09/17/14	07/18/13	30	$1,008.57	$977.94	$30.63		$0.00	$0 00	$0.00
10/17/14	07/18/13	120	$3,851.79	$3,911.75	$-59.96		$0.00	$0 00	$0.00
10/17/14	10/14/13	30	$962.95	$935.04	$27 91		$0.00	$0.00	$0.00
LYONDELLBASELL INDU-CL A-W/I		**N53745100**							
03/24/14	03/29/12	10	$897.49	$393.16	$504.33		$0.00	$0.00	$0.00
07/24/14	03/29/12	20	$2,051.41	$786.33	$1,265.08		$0 00	$0 00	$0 00
Total Long Term Gain/Loss			*$702,933.38*	*$607,647.66*	*$95,285.72*		*$0.00*	*$0.00*	*$0.00*