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Return of Private Foundation

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

OMB No 1545-0052

2014

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

- 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.

For calendar year 2014 or tax year beginning

, and ending

Name of foundation

STANTON, MAY BONFILS TUW

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

Room/suite

Wells Fargo Bank N A. Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041

City or town

State

ZIP code

Winston Salem

NC

27101-3818

Foreign country name

Foreign province/state/county

Foreign postal code

G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization: Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 18,211,619	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____
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(Part I, column (d) must be on cash basis)

A Employer identification number

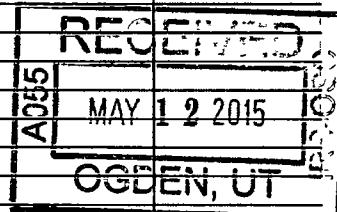
84-6027976

B Telephone number (see instructions)

(888) 730-4933

C If exemption application is pending, check here ► **D** 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ► **E** If private foundation status was terminated under section 507(b)(1)(A), check here ► **F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► **Part I** Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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 ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	473,925	453,897		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	383,583			
	b Gross sales price for all assets on line 6a	4,017,959			
	7 Capital gain net income (from Part IV, line 2)		383,583		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less. Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	4,468	4,468		
	12 Total. Add lines 1 through 11	861,976	841,948	0	25,521
	13 Compensation of officers, directors, trustees, etc.	102,084	76,563		
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,088			1,088
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	20,904	5,844		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	6,877	6,877		
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	130,953	89,284	0	26,609
	25 Contributions, gifts, grants paid	824,449			824,449
	26 Total expenses and disbursements. Add lines 24 and 25	955,402	89,284	0	851,058
	27 Subtract line 26 from line 12.				
	a Excess of revenue over expenses and disbursements	-93,426			
	b Net investment income (if negative, enter -0-)		752,664		
	c Adjusted net income (if negative, enter -0-)			0	



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	25,349	245	245
	2	Savings and temporary cash investments	237,380	89,406	89,406
	3	Accounts receivable ►			
		Less: allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less: allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
Liabilities	11	Investments—land, buildings, and equipment basis ►			
		Less: accumulated depreciation (attach schedule) ►			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	15,200,555	15,199,310	18,121,970
	14	Land, buildings, and equipment: basis ►			
		Less: accumulated depreciation (attach schedule) ►			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	15,463,284	15,288,961	18,211,621
Net Assets or Fund Balances	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)	0	0	
		Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	15,463,284	15,288,961	
	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)	15,463,284	15,288,961	
	31	Total liabilities and net assets/fund balances (see instructions)	15,463,284	15,288,961	

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	15,463,284
2	Enter amount from Part I, line 27a	2	-93,426
3	Other increases not included in line 2 (itemize) ► MUTUAL FUND & CTF INCOME ADDITIONS	3	7,540
4	Add lines 1, 2, and 3	4	15,377,398
5	Decreases not included in line 2 (itemize) ► See Attached Statement	5	88,437
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	15,288,961

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement					
b See Attached Statement					
c See Attached Statement					
d See Attached Statement					
e See Attached Statement					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a			0		
b			0		
c			0		
d			0		
e			0		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			0		
b			0		
c			0		
d			0		
e			0		
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	383,583	
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	668,049	16,848,493	0.039650
2012	664,317	15,756,279	0.042162
2011	632,724	15,535,958	0.040726
2010	571,082	14,846,684	0.038465
2009	675,567	13,432,596	0.050293

2 Total of line 1, column (d)	2	0.211296
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	0.042259
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	17,945,358
5 Multiply line 4 by line 3	5	758,353
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,527
7 Add lines 5 and 6	7	765,880
8 Enter qualifying distributions from Part XII, line 4	8	851,058

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 ► <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	1	7,527		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b				
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-)				
3	Add lines 1 and 2	2	0		
4	Subtotal A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)				
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-				
6	Credits/Payments:				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	10,000		
b	Exempt foreign organizations—tax withheld at source				
c	Tax paid with application for extension of time to file (Form 8868)				
d	Backup withholding erroneously withheld				
7	Total credits and payments Add lines 6a through 6d	7	10,000		
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached				
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			8	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid				
11	Enter the amount of line 10 to be Credited to 2015 estimated tax ► <input type="checkbox"/> Refunded ► <input type="checkbox"/>	9	10		

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)? <i>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.</i>	1b	X
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? <i>If "Yes," attach a detailed description of the activities.</i>	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? <i>If "Yes," attach a conformed copy of the changes.</i>	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? <i>If "Yes," attach the statement required by General Instruction T.</i>	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? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>	9	X
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14	The books are in care of ► WELLS FARGO BANK N A Telephone no. ► 888-730-4933 Located at ► 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ► 27101-3818		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A		
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ►	16	Yes X No

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.

1a	During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
1b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►		
1c	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?		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
	If "Yes," list the years ► 20 . . . , 20 . . . , 20 . . . , 20 . . .		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20 . . . , 20 . . . , 20 . . . , 20 . . .		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.)		
3b			
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
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			

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

5a	During the year did the foundation pay or incur any amount to: (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		5b	N/A
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	X
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	N/A
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			

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
Wells Fargo Bank, N.A. 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, I	Trustee 4 00	102,084		

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

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

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

► 0

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

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	17,919,166
b	Average of monthly cash balances	1b	299,472
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	18,218,638
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	18,218,638
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	273,280
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	17,945,358
6	Minimum investment return. Enter 5% of line 5	6	897,268

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	897,268
2a	Tax on investment income for 2014 from Part VI, line 5	2a	7,527
b	Income tax for 2014 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	7,527
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	889,741
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	889,741
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	889,741

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	851,058
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	851,058
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	7,527
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	843,531

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				889,741
2 Undistributed income, if any, as of the end of 2014: a Enter amount for 2013 only			421,489	
b Total for prior years: 20 ____, 20 ____, 20 ____				
3 Excess distributions carryover, if any, to 2014: a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2014 from Part XII, line 4 ► \$ ____ 851,058			421,489	
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				429,569
e Remaining amount distributed out of corpus				
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	0			
b Prior years' undistributed income. Subtract line 4b from line 2b	0			
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
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			0	
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				460,172
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9: a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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

NA

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

b Check box to indicate whether the foundation is a private operating foundation described in section 509(a)(2)(B).

2a Enter the lesser of the adjusted net	Tax year	Prior 3 years
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Part XV **Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

6 Any submission deadlines:

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
See Attached Statement				
Total			► 3a	824,449
<i>b Approved for future payment</i>				
NONE				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514	(e) Related or exempt function income (See instructions)	
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities				14	473,925
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	383,583
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue: a <u>OTHER INCOME</u>	900099	4,468			
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		4,468		857,508	0
13	Total. Add line 12, columns (b), (d), and (e)				13	861,976

(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.)
Not Applicable	

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

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

b If "Yes," complete the following schedule.

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

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

Signature of officer or trustee		Date	Title		
Paid Preparer Use Only	Print/Type preparer's name JOSEPH J. CASTRIANO	Preparer's signature 	Date 5/4/2015	Check <input checked="" type="checkbox"/> if self-employed	PTIN P01251603
	Firm's name ► PricewaterhouseCoopers, LLP			Firm's EIN ► 13-4008324	
	Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777			Phone no	412-355-6000

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

Recipient(s) paid during the year

Name

HOLY NAME PROVINCE

Street

129 W 31ST ST

City NEW YORK	State NY	Zip Code 10001	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 824,449
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status		
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Purpose of grant/contribution	Amount
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status		
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Purpose of grant/contribution	Amount
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status		
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Purpose of grant/contribution	Amount
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status		
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Purpose of grant/contribution	Amount
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status		
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Purpose of grant/contribution	Amount
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Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Acquisition Date	Date Acquired	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Total			Net Gain or Loss	
												Capital Gains/Losses Other Sales	Gross Sales	Cost, Other Basis and Expenses	3,634,376	0
1	APPLE INC	037333100			6/17/2014	11/20/2014	30,866	28,783					0	0	0	2,083
2	B & T CORP COM	054937107			4/10/2012	4/10/2012	163,874	133,480					0	0	0	30,394
3	CHAMBERS STREET PROPER	140404H05			6/28/2004	6/28/2004	32,609	21,828					0	0	0	10,504
4	CHAMBERS STREET PROPER	157842105			6/28/2004	10/7/2014	37,849	32,609					0	0	0	5,240
5	COLGATE PALMOLIVE CO	157842105			6/28/2004	12/8/2014	108,374	87,884					0	0	0	20,490
6	COLGATE PALMOLIVE CO	194162103			2/16/2012	6/17/2014	14,911	10,854					0	0	0	4,057
7	NOBLE ENERGY INC	655044105			4/24/2012	6/17/2014	339	232					0	0	0	107
8	NORDSTROM INC	655064100			2/17/2012	6/17/2014	24,925	15,521					0	0	0	9,404
9	NORDSTROM INC	655064100			3/14/2012	5/22/2014	32,085	24,301					0	0	0	7,784
10	NORDSTROM INC	655064100			4/24/2012	5/22/2014	50,661	40,920					0	0	0	9,741
11	NORDSTROM INC	655064100			2/28/2013	5/22/2014	37,151	29,612					0	0	0	7,539
12	AMERICAN EXPRESS CO	025816109			3/14/2012	6/17/2014	35,957	23,706					0	0	0	12,251
13	STATOIL ASA ADR	657711P02			3/14/2012	6/19/2014	24,867	22,108					0	0	0	2,758
14	TIME INC	887228104			5/27/2014	6/19/2014	15	14					0	0	0	1
15	UNITED PARCEL SERVIC 3 87	913121A00			6/25/2014	6/25/2014	6,820	6,408					0	0	0	412
16	VF CORP	918204108			1/24/2011	4/1/2014	100,000	107,253					0	0	0	-7,253
17	WATERS CORP	941648103			1/12/2013	6/17/2014	15,155	13,982					0	0	0	1,163
18	WATERS CORP	941648103			3/14/2012	3/24/2014	44,928	38,235					0	0	0	6,673
19	WATERS CORP	941648103			4/24/2012	3/24/2014	5,413	4,108					0	0	0	1,305
20	WATERS CORP	941648103			4/24/2012	9/17/2014	48,264	39,030					0	0	0	9,234
21	WATERS CORP	941648103			5/30/2012	9/17/2014	55,884	44,511					0	0	0	11,373
22	TAXABLE TOTAL RETURN BO	991283912			1/17/2000	7/23/2014	320,519	329,548					0	0	0	-9,029
23	TAXABLE TOTAL RETURN BO	991283912			6/15/2001	6/17/2014	360,878	376,640					0	0	0	-15,762
24	HOME DEP'T INC	437076102			1/19/2012	6/17/2014	16,036	8,964					0	0	0	7,072
25	ISHARES RUSSELL MID-CAP	464287499			7/8/2008	6/25/2014	11,288	6,413					0	0	0	4,875
26	ISHARES RUSSELL MID-CAP	464287499			7/8/2008	12/2/2014	94,789	52,218					0	0	0	42,571
27	JPMORGAN CHASE & CO	46625H100			4/24/2012	6/17/2014	32,291	24,413					0	0	0	7,978
28	NESTLE SA REGISTERED SH	641063406			3/14/2012	6/17/2014	11,958	9,421					0	0	0	2,537
29	NESTLE SA REGISTERED SH	641063406			1/19/2012	6/17/2014	16,793	12,668					0	0	0	4,305
30	HAYWARD HEALTH INC	406501V00			8/17/2012	11/18/2014	29	29					0	0	0	8
31	HAYWARD HEALTH INC	406501V00			8/17/2012	12/10/2014	6,539	4,685					0	0	0	1,854
32	WALT DISNEY CO	254687106			1/12/2013	6/17/2014	15,764	13,302					0	0	0	2,462
33	EXPRESS SCRIPTS HOLDING	30219G108			5/9/2013	6/17/2014	45,803	40,532					0	0	0	5,251
34	EXPRESS SCRIPTS HOLDING	30219G108			12/3/2012	6/17/2014	25,874	19,798					0	0	0	6,075
35	EXPRESS SCRIPTS HOLDING	30219G108			3/20/2012	10/7/2014	10,185	7,759					0	0	0	2,426
36	GENERAL MILLS INC	370334104			1/30/2012	6/17/2014	11,657	8,560					0	0	0	3,077
37	GOOGLE INC-CL C	38259P706			3/22/2012	6/17/2014	17,909	10,601					0	0	0	7,308
38	GOOGLE INC-CL C	38259P706			6/8/2012	6/17/2014	13,588	7,215					0	0	0	6,353
39	PRAIRIE AIR INC COM	74025H104			9/6/2013	6/17/2014	1,950	1,778					0	0	0	181
40	TAXABLE INTERMEDIATE TER	999708902			2/29/2000	12/5/2014	169,702	164,965					0	0	0	4,717
41	ACCENTURE PLC	G1151C101			6/8/2012	6/17/2014	21,926	19,798					0	0	0	8,943
42	TAXABLE TOTAL RETURN BO	991283912			6/7/2002	7/23/2014	153,835	159,715					0	0	0	-5,880
43	TAXABLE TOTAL RETURN BO	991283912			7/15/2002	7/23/2014	280,513	285,151					0	0	0	-14,638
44	TAXABLE INTERMEDIATE TER	999708902			10/15/2002	10/15/2014	222,916	223,521					0	0	0	-605
45	TAXABLE INTERMEDIATE TER	999708902			6/7/2002	10/15/2014	30,524	30,451					0	0	0	181
46	TAXABLE INTERMEDIATE TER	999708902			11/7/2014	11/7/2014	6,449	6,260					0	0	0	189
47	TAXABLE INTERMEDIATE TER	999708902			11/7/2014	11/7/2014	21,261	27,564					0	0	0	-2,303
48	TAXABLE INTERMEDIATE TER	999708902			11/7/2014	214,927							0	0	0	6,870
49	TAXABLE INTERMEDIATE TER	999708902			12/5/2014	390,438							0	0	0	12,572
50	EATON CORP PLC	G29183103			12/3/2012	3/24/2014	22,304	15,745					0	0	0	6,559
51	EATON CORP PLC	G29183103			5/13/2012	5/13/2014	55,401	39,108					0	0	0	16,293
52	NOBLE CORP PLC	G65433101			5/30/2012	5/13/2014	59,067	47,595					0	0	0	9,528
53	NOBLE CORP PLC	G65433101			5/30/2012	5/13/2014	59,841	44,354					0	0	0	-4,513
54	NOBLE CORP PLC	G65433101			6/13/2013	5/13/2014	31,824	39,221					0	0	0	-7,397

Part I, Line 11 (990-PF) - Other Income

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	
1	OMG WORKING INTEREST INCOME	4,468	4,468	4,468	0

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

		1,088	0	0	1,088
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,088			1,088

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

		20,904	5,844	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Chantable Purposes
1	FOREIGN TAX WITHHELD	5,844	5,844		
2	PY EXCISE TAX DUE	5,060			
3	ESTIMATED EXCISE PAYMENTS	10,000			

Part I, Line 23 (990-PF) - Other Expenses

		6,877	6,877	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	38	38		
2	OMG EXPENSES	6,839	6,839		

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

Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	Book Value End of Year	FMV End of Year
1 AMERICAN EXPRESS COMPANY	-	0	116,033	0	173,054
2 APACHE CORPORATION COM	-	0	171,522	0	121,580
3 APPLE COMPUTER INC COM	-	0	201,512	0	279,041
4 CVS/CAREMARK CORPORATION	-	0	158,883	0	186,360
5 CAPITAL ONE FINANCIAL CORP	-	0	157,799	0	249,301
6 COLGATE-PALMOLIVE CO	-	0	106,649	0	158,791
7 CUMMINS INC.	-	0	150,609	0	207,605
8 WALT DISNEY CO	-	0	146,029	0	291,989
10 DOVER CORP COM	-	0	115,530	0	102,560
11 EMC CORP MASS	-	0	160,725	0	181,206
12 FRANKLIN RESOURCES INC	-	0	90,997	0	132,057
13 GENERAL MILLS INC	-	0	137,010	0	186,388
14 GILEAD SCIENCES INC	-	0	73,727	0	291,735
15 HOME DEPOT INC	-	0	52,503	0	181,073
16 INTEL CORP	-	0	215,025	0	281,429
17 JOHNSON CONTROLS INC	-	0	39,510	0	60,908
18 KIMBERLY-CLARK CORP COM	-	0	108,639	0	155,979
19 MEDTRONIC INC	-	0	187,240	0	307,572
20 MICROSOFT CORP	-	0	186,958	0	291,938
21 KIMBERLY-CLARK 7.500% 11/01/18	-	0	330,875	0	300,385
22 ABBOTT LABORATORIES	-	0	111,910	0	180,980
23 NESTLE S.A. REGISTERED SHARES - ADR	-	0	56,985	0	72,220
24 PIMCO FOREIGN BD FD USD H-INST 103	-	0	215,000	0	204,735
25 PNC FINANCIAL SERVICES GROUP	-	0	146,661	0	220,777
26 PRAXAIR INC COM	-	0	142,830	0	156,120
27 QUALCOMM INC	-	0	163,114	0	203,293
28 ROGERS COMMUNICATIONS INC CL B	-	0	158,143	0	142,422
29 SNAP ON INC	-	0	148,374	0	206,477
30 STRYKER CORP	-	0	139,391	0	248,560
31 TJK COS INC NEW	-	0	93,283	0	162,192
32 TWEEDY BROWNE FD GLOBAL VALUE 1	-	0	84,807	0	122,101
33 UNION PACIFIC CORP	-	0	183,261	0	279,956
34 VF CORP	-	0	136,170	0	236,310
35 MERRILL LYNCH & CO 6.875% 11/15/18	-	0	122,936	0	116,259
36 FED HOME LN BK 2.375% 3/12/21	-	0	100,888	0	101,781
37 GOOGLE INC-CL C	-	0	76,389	0	139,496
38 COSTCO WHOLESALE CORP	-	0	109,557	0	181,440
39 "EOG RESOURCES, INC"	-	0	158,391	0	138,565
40 UNITED PARCEL SERVICE-CL B	-	0	159,067	0	223,452
41 FED NATL MTG ASSN 1.750% 6/20/19	-	0	99,896	0	100,493
42 METLIFE INC	-	0	132,161	0	194,724
43 TJK COS INC 2.750% 6/15/21	-	0	101,181	0	100,625
44 MERGER FUND-INST #301	-	0	300,000	0	290,126
45 US TREASURY NOTE 1.625% 6/30/19	-	0	99,723	0	100,250
46 "NATRONA CO., WYOMING M1000801"	-	0	1	0	1

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

Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
47 "SWEETWATER CO., WYO MI000802"	0	0	1	1
48 FED NATL MTG ASSN 750% 9/12/19	0	100,155	100,248	100,248
49 TIME WARNER INC	0	152,155	191,768	191,768
50 FED HOME LN MTG CORP 3.750% 3/27/19	0	144,374	163,252	163,252
51 DOMINI INTL SOCIAL EQUITY-INV	0	84,736	111,667	111,667
52 PRUDENTIAL FINANCIAL 7.375% 6/15/19	0	324,695	300,538	300,538
53 VODAFONE GROUP PLC 5.450% 6/10/19	0	112,771	112,464	112,464
54 FED FARM CREDIT BK 2.300% 6/17/21	0	151,914	151,401	151,401
55 AMAZON.COM INC 2.600% 12/05/19	0	151,437	151,524	151,524
56 ACCENTURE PLC	0	142,356	221,935	221,935
57 STATOIL ASA ADR	0	135,367	98,352	98,352
58 DODGE & COX INT'L STOCK FD 1048	0	100,000	95,748	95,748
59 WESTERN ASSET EMRG MK DEBT-I 890	0	150,000	147,030	147,030
60 T ROWE PRICE INST EM MKT EQ 146	0	150,000	109,033	109,033
61 AIM INTERNATIONAL GROWTH-Y 8516	0	73,090	93,181	93,181
62 PRUDENTIAL FINL INC	0	117,409	199,917	199,917
63 AVE MARIA OPPORTUNITY FUND	0	161,000	161,982	161,982
64 ISHARES TR RUSSELL MIDCAP INDEX FD	0	257,013	557,914	557,914
65 DRIEHAUS ACTIVE INCOME FUND	0	425,000	407,798	407,798
66 NOBLE ENERGY INC	0	116,578	129,247	129,247
67 COHEN & STEERS INSTL RLTY SHRS 126	0	108,000	104,838	104,838
68 FED HOME LN BK 4.125% 3/13/20	0	111,459	111,231	111,231
69 TEMPLETON GLOBAL BOND FD-ADV 616	0	106,450	100,079	100,079
70 PIMCO COMMODITY REAL RET STRAT-14%	0	100,000	48,101	48,101
71 JPMORGAN CHASE & CO 4.250% 10/15/20	0	108,042	107,510	107,510
72 PIMCO FOREIGN BOND (UNHEDGED) 185	0	175,000	152,758	152,758
73 PORTFOLIO 21 1203	0	56,000	65,090	65,090
74 EOG RESOURCES INC 4.100% 2/01/21	0	272,810	268,255	268,255
75 GOOGLE INC	0	94,507	171,403	171,403
76 VANGUARD REIT VIPER	0	432,287	643,140	643,140
77 FED HOME LN BK 3.125% 12/08/17	0	106,511	105,305	105,305
78 VANGUARD EMERGING MARKETS ETF	0	65,457	65,233	65,233
79 JPMORGAN HIGH YIELD FUND SS 3580	0	281,874	266,866	266,866
80 ATT&T INC 2.400% 8/15/16	0	103,240	102,023	102,023
81 FED FARM CREDIT BK 4.875% 12/16/15	0	256,973	260,870	260,870
82 DIVIDEND CAPITAL TOTAL REALTY TRUS	0	202,712	190,245	190,245
83 FED HOME LN MTG CORP 2.375% 1/13/22	0	100,028	101,029	101,029
84 AFLAC INC 4.000% 2/15/22	0	268,702	265,332	265,332
85 IPATH DOW JONES-UBS COMMODITY IND	0	181,948	119,640	119,640
86 EXPRESS SCRIPTS HOLDING CO	0	114,781	181,617	181,617
87 SPECTRA ENERGY CORP	0	150,280	177,144	177,144
88 AIR PRODUCTS & CHEMI 1.200% 10/15/17	0	98,792	98,989	98,989
89 JPMORGAN CHASE & CO	0	148,588	253,449	253,449
90 MICROSOFT CORP 4.200% 6/01/19	0	110,767	109,864	109,864
91 AVE MARIA CATHOLIC VALUES FUND 402	0	202,751	225,926	225,926
92 EATON CORP PLC	0	136,916	181,453	181,453

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

		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
93	WF FDS TR ADV S/C VAL FD INSL 3150	0	242,528	236,036	
94	SPDR DJ WILSHIRE INTERNATIONAL REA	0	178,574	173,970	
95	STARBUCKS CORP 6.250% 8/15/17	0	116,085	112,321	
96	AMERICAN EXPRESS 6.150% 8/28/17	0	116,399	111,420	
97	ROBECO BPLNGSHRT RES-INS	0	115,000	118,807	
98	VISA INC-CLASS A SHRS	0	159,781	166,497	
99	RIDGEWORTH SEIX HY BD-I 5855	0	250,000	232,759	
100	FED NATL MTG ASSN 1.875% 9/18/18	0	152,256	152,442	
101	EATON CORP 5.600% 5/15/18	0	114,916	111,036	
102	FED NATL MTG ASSN 1.625% 11/27/18	0	150,230	150,722	
103	STATOIL ASA 1.950% 11/08/18	0	100,310	99,976	
104	CITIGROUP INC 1.300% 11/15/16	0	100,025	99,877	
105	FED FARM CREDIT BK 4.250% 4/16/18	0	110,386	109,411	

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

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

1	MUTUAL FUND & CTF INCOME ADDITIONS	1	7,540
2	Total	2	7,540

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

1	COST BASIS ADJUSTMENT	1	7,124
2	MUTUAL FUND & CTF INCOME SUBTRACTION	2	28,657
3	UNDISTRIBUTED CTF CAPITAL LOSS	3	26,263
4	PY RETURN OF CAPITAL ADJUSTMENT	4	19,119
5	PURCHASE OF ACCRUED INTEREST C/O TO NEXT YEAR	5	7,274
6	Total	6	88,437

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

Amount

Long Term CG Distributions		134,179		3,870,530		3,634,376		236,154	
Short Term CG Distributions		13,250		Acquisition Date		Date Sold		Gross Sales Price	
Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Date	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	F M V as of 12/31/69	Adjusted Basis as of 12/31/69
1. APPLE INC	054833100	3/22/2012	4/10/2014	30,866	28,783	0	0	0	0
2. B B & T CORP COM	14040H105	3/22/2012	11/20/2014	163,874	133,480	30,394	30,394	0	0
3. CAPITAL ONE FINANCIAL CORP	157842105	3/22/2012	6/17/2014	32,332	21,628	10,504	10,504	0	0
4. CHAMBERS STREET PROPERTIES	652682004	12/26/2004	37,845	32,609	5,240	5,240	0	0	0
5. CHAMBERS STREET PROPERTIES	157842105	12/26/2014	108,374	87,884	20,890	20,890	0	0	0
6. COLGATE PALMOLIVE CO	53102012	6/17/2014	14,911	10,854	4,057	4,057	0	0	0
7. COLGATE PALMOLIVE CO	194162103	2/16/2012	6/17/2014	139	232	107	107	0	0
8. NOBLE ENERGY INC	655644105	4/24/2012	6/17/2014	24,925	15,521	9,044	9,044	0	0
9. NORDSTROM INC	655654100	2/17/2012	5/22/2014	32,085	24,301	7,784	7,784	0	0
10. NORDSTROM INC	655654100	3/14/2012	5/22/2014	50,661	40,920	9,741	9,741	0	0
11. NORDSTROM INC	655654100	12/4/2013	5/22/2014	37,151	20,612	7,539	7,539	0	0
12. AMERICAN EXPRESS CO	025816109	2/28/2013	6/17/2014	35,937	23,706	12,355	12,355	0	0
13. STATEPOINT ASA AIR	31771P102	3/14/2012	6/17/2014	24,867	22,108	2,156	2,156	0	0
14. TIME INC	887228104	5/27/2014	6/17/2014	15	14	0	0	0	0
15. UNITED PARCEL SERVICE 3.075%	911312A01	1/24/2012	6/17/2014	6,820	6,408	412	412	0	0
16. TIME INC	911312A01	4/1/2011	6/17/2014	100,000	107,253	7,253	7,253	0	0
17. VFC CORP	913204108	11/22/2013	6/17/2014	15,155	13,932	1,163	1,163	0	0
18. WATERS CORP	941846103	3/14/2012	3/26/2014	44,928	38,255	6,673	6,673	0	0
19. WATERS CORP	941846103	12/4/2012	12/26/2014	5,413	4,108	1,305	1,305	0	0
20. WATERS CORP	941846103	5/30/2012	9/17/2014	48,050	39,030	9,334	9,334	0	0
21. WATERS CORP	941846103	5/30/2012	9/17/2014	55,884	44,511	11,373	11,373	0	0
22. TAXABLE TOTAL RETURN BOND FUND	527720104	11/7/2000	6/22/2014	320,519	329,548	-9,329	-9,329	0	0
23. TAXABLE TOTAL RETURN BOND FUND	991283912	6/15/2001	7/22/2014	360,878	376,640	-15,762	-15,762	0	0
24. HOME DEPOT INC	437076102	1/19/2012	6/17/2014	16,036	7,072	0	0	0	0
25. SHARES RUSSELL MID-CAP ETF	462871009	7/8/2008	6/17/2014	11,288	6,413	4,875	4,875	0	0
26. SHARES RUSSELL MID-CAP ETF	462871009	7/8/2008	12/26/2014	94,759	52,218	42,571	42,571	0	0
27. INMORGAN CHASE & CO	412451002	6/17/2012	6/17/2014	32,151	24,413	7,878	7,878	0	0
28. NESTLE S A REGISTERED SHARES - A	641069406	3/14/2012	6/17/2014	11,938	9,421	2,537	2,537	0	0
29. NESTLE S A REGISTERED SHARES - A	641069406	11/19/2012	6/17/2014	16,973	12,688	4,305	4,305	0	0
30. HALYARD HEALTH INC	40505V100	8/17/2012	11/18/2014	29	21	0	0	0	0
31. HALYARD HEALTH INC	40505V100	8/17/2012	12/1/2014	16,754	13,302	2,462	2,462	0	0
32. WALT DISNEY CO	254687106	11/17/2013	6/17/2014	16,754	10,552	5,251	5,251	0	0
33. EXPRESS SCRIPTS HOLDING CO	302195108	5/26/2013	6/17/2014	45,803	40,552	5,051	5,051	0	0
34. EXPRESS SCRIPTS HOLDING CO	302195108	12/3/2012	6/17/2014	25,874	19,759	6,075	6,075	0	0
35. GENERAL MILLS INC	310334104	1/30/2012	6/17/2014	10,185	8,580	2,426	2,426	0	0
36. GOOGLE INC-CL C	38255P706	3/22/2012	6/17/2014	17,908	10,601	7,308	7,308	0	0
37. GOOGLE INC-CL C	38255P706	6/8/2012	6/17/2014	13,568	7,215	6,353	6,353	0	0
38. FRAXA INC COM	24095P104	9/8/2013	6/17/2014	1,959	1,778	181	181	0	0
39. FAIRABLE INTERMEDIATE TERM BDF	998708502	2/26/2000	12/26/2014	169,702	164,985	4,117	4,117	0	0
40. FAIRABLE INTERMEDIATE TERM BDF	998708502	6/6/2012	6/17/2014	30,869	21,986	8,943	8,943	0	0
41. ACCENTURE PLC	G1151C101	6/7/2002	7/22/2014	153,835	139,715	-5,980	-5,980	0	0
42. TAXABLE TOTAL RETURN BOND FUND	991283912	7/15/2002	7/22/2014	280,513	285,151	-14,538	-14,538	0	0
43. TAXABLE INTERMEDIATE TERM BDF	998708502	10/15/2002	10/15/2014	222,916	223,521	-605	-605	0	0
44. TAXABLE INTERMEDIATE TERM BDF	998708502	6/7/2002	10/15/2014	30,524	30,451	73	73	0	0
45. TAXABLE INTERMEDIATE TERM BDF	998708502	11/7/2000	11/7/2014	6,449	6,260	-2,303	-2,303	0	0
46. TAXABLE INTERMEDIATE TERM BDF	998708502	6/7/2002	11/7/2014	271,281	273,584	-6,370	-6,370	0	0
47. TAXABLE INTERMEDIATE TERM BDF	998708502	12/26/2000	11/7/2014	221,787	214,927	-12,872	-12,872	0	0
48. TAXABLE INTERMEDIATE TERM BDF	998708502	12/17/2000	12/26/2014	380,438	377,886	-2,553	-2,553	0	0
49. TAXABLE INTERMEDIATE TERM BDF	998708502	12/3/2012	3/2/2014	22,304	15,745	-6,559	-6,559	0	0
50. EATON CORP PLC	G29183103	12/3/2012	3/2/2014	55,401	39,108	-16,293	-16,293	0	0
51. EATON CORP PLC	G29183103	5/13/2014	5/13/2014	38,087	47,585	-9,528	-9,528	0	0
52. NOBLE CORP PLC	G65431101	5/30/2012	5/13/2014	59,841	64,354	-4,513	-4,513	0	0
53. NOBLE CORP PLC	G65431101	5/13/2014	5/13/2014	31,824	39,221	-7,397	-7,397	0	0
54. NOBLE CORP PLC	G65431101	6/13/2013	6/13/2013	0	0	0	0	0	0

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

Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
Wells Fargo Bank N A Trust Tax	<input checked="" type="checkbox"/>	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4.00	102,084		0
1											

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

	Date	Amount
1 Credit from prior year return	1	0
2 First quarter estimated tax payment	2	2,000
3 Second quarter estimated tax payment	3	2,500
4 Third quarter estimated tax payment	4	5,500
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	
7 Total	7	10,000

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1 Distributable amounts for 2013 that remained undistributed at the beginning of the 2014 tax year . . .	1	421,489
2 _____	2	_____
3 _____	3	_____
4 _____	4	_____
5 _____	5	_____
6 _____	6	_____
7 _____	7	_____
8 _____	8	_____
9 _____	9	_____
10 Total	10	421,489