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 , and ending

Name of foundation: MARY E D SHAW FOUNDATION

A Employer identification number: 87-6116370

Number and street (or P O box number if mail is not delivered to street address): Wells Fargo Bank N A Trust Tax Dept - PO Box 53456 MAC S4101-22G — Room/suite

B Telephone number (see instructions): (888) 730-4933

City or town: Phoenix — State: AZ — ZIP code: 85072-3456

Foreign country name — Foreign province/state/county — Foreign postal code

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) ▶ $ 11,842,920

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 ▶ ☐

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				
	4	Dividends and interest from securities	268,709	268,709		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	325,246			
	b	Gross sales price for all assets on line 6a 1,933,281				
	7	Capital gain net income (from Part IV, line 2)		325,246		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	593,955	593,955	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	70,468	28,187		42,281
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	250			250
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	3,087	3,087		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	73,805	31,274	0	42,531
	25	Contributions, gifts, grants paid	532,300			532,300
	26	**Total expenses and disbursements.** Add lines 24 and 25	606,105	31,274	0	574,831
	27	Subtract line 26 from line 12.				
	a	**Excess of revenue over expenses and disbursements**	-12,150			
	b	**Net investment income** (if negative, enter -0-)		562,681		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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Part II	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	108,772	692,893	692,893
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)	4,134,085		
c	Investments—corporate bonds (attach schedule)	2,786,136		
11	Investments—land, buildings, and equipment: basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	261,876	7,118,875	11,150,027
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)	7,290,869	7,811,768	11,842,920
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
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	7,290,869	7,811,768	
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)	7,290,869	7,811,768	
31	**Total liabilities and net assets/fund balances** (see instructions)	7,290,869	7,811,768	

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	7,290,869
2	Enter amount from Part I, line 27a	2	-12,150
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	533,345
4	Add lines 1, 2, and 3	4	7,812,064
5	Decreases not included in line 2 (itemize) ▶ Mutual Fund & CTF Income Subtraction	5	296
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	7,811,768

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) 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				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	325,246
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	558,911	10,744,502	0 052018
2012	505,741	10,767,864	0 046968
2011	433,458	9,752,836	0 044444
2010	450,583	9,237,989	0 048775
2009	474,399	8,772,579	0 054077

2	**Total** of line 1, column (d)	2	0 246282
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	0.049256
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	11,628,466
5	Multiply line 4 by line 3	5	572,772
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	5,627
7	Add lines 5 and 6	7	578,399
8	Enter qualifying distributions from Part XII, line 4	8	574,831

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	11,254
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	11,254
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	11,254
6	Credits/Payments				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	3,409		
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	3,409
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	7,845
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	0
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶		**Refunded** ▶	11	0

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	N/A	
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) ▶ UT			
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

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 ▶ N/A

14 The books are in care of ▶ WELLS FARGO BANK N A Telephone no. ▶ 888-730-4933

Located at ▶ PO Box 53456 MAC S4101-22G Phoenix AZ ZIP+4 ▶ 85072-3456

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

			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: No 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: No 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 ▶ 20____, 20____, 20____, 20____

b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions.) — 2b: N/A

c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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: N/A

			Yes	No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

If "Yes," attach the statement required by Regulations section 53 4945–5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If "Yes" to 6b, file Form 8870

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N A	Trustee 4.00	0		
	00	0		
	00	0		
	00	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 ▶ 0

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

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

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

Part IX-A **Summary of Direct Charitable Activities**

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	11,511,238
b	Average of monthly cash balances	1b	294,311
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	11,805,549
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	11,805,549
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	177,083
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	11,628,466
6	**Minimum investment return.** Enter 5% of line 5	6	581,423

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	581,423
2a	Tax on investment income for 2014 from Part VI, line 5	2a	11,254		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	11,254
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	570,169
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	570,169
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	570,169

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	574,831
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	574,831
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	574,831

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				570,169
2	Undistributed income, if any, as of the end of 2014				
a	Enter amount for 2013 only			27,161	
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: ▶ $ 574,831				
a	Applied to 2013, but not more than line 2a			27,161	
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				547,670
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			0	
f	Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				22,499
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8	Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9	**Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a				
10	Analysis of line 9				
a	Excess from 2010				
b	Excess from 2011				
c	Excess from 2012				
d	Excess from 2013				
e	Excess from 2014				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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:

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient 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*				
See Attached Statement				
Total			▶ **3a**	532,300
b *Approved for future payment*				
NONE				
Total			▶ **3b**	0

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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
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	268,709	
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	325,246	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		593,955	0

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 593,955

(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

			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
		Not Applicable	

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

SVP Wells Fargo Bank N A. | 5/7/2015 | SVP Wells Fargo Bank N A

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
JOSEPH J CASTRIANO		5/7/2015		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			
MCKAY-DEE HOSPITAL FOUNDATION			
Street			
4401 HARRISON BLVD			
City	**State**	**Zip Code**	**Foreign Country**
OGDEN	UT	84403	
Relationship	**Foundation Status**		
NONE	PC		
Purpose of grant/contribution			**Amount**
GENERAL SUPPORT GRANT			532,300

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

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

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

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

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

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

	Amount
Long Term CG Distributions	1,529
Short Term CG Distributions	

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	1,933,281	1,608,035	325,246
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	CITIGROUP INC	172967424			5/20/2005		7/30/2014	5,444	52,363				0	-46,919
2	X	CITIGROUP INC	172967424			11/22/2005		7/30/2014	989	9,646				0	-8,657
3	X	CITIGROUP INC	172967424			11/14/2003		7/30/2014	4,753	45,028				0	-40,275
4	X	CITIGROUP INC.	172967424			12/22/1997		9/16/2014	1,045	4,890				0	-3,845
5	X	CITIGROUP INC	172967424			12/30/1997		9/16/2014	1,045	4,948				0	-3,903
6	X	CITIGROUP INC	172967424			1/7/1998		9/16/2014	1,045	4,866				0	-3,821
7	X	CITIGROUP INC	172967424			1/13/1998		9/16/2014	1,045	4,621				0	-3,576
8	X	CITIGROUP INC	172967424			1/20/1998		9/16/2014	1,045	4,685				0	-3,640
9	X	CONOCOPHILLIPS	20825C104			10/28/2003		7/30/2014	7,569	1,973				0	5,596
10	X	CONOCOPHILLIPS	20825C104			10/28/2003		9/16/2014	7,307	1,973				0	5,334
11	X	COSTCO WHOLESALE CORP	22160K105			8/3/2011		7/30/2014	5,895	3,825				0	2,070
12	X	COSTCO WHOLESALE CORP	22160K105			8/3/2011		9/16/2014	6,325	3,825				0	2,500
13	X	DANAHER CORP	235851102			8/3/2011		7/30/2014	6,262	3,917				0	2,345
14	X	DANAHER CORP	235851102			8/3/2011		9/16/2014	6,203	3,687				0	2,516
15	X	DU PONT E I DE NEMOURS &	263534109			7/6/2005		9/16/2014	2,970	1,915				0	1,055
16	X	DU PONT E I DE NEMOURS &	263534109			9/27/2004		9/16/2014	4,950	3,130				0	1,820
17	X	CHEVRON CORP	166764100			6/10/1992		9/16/2014	6,887	1,169				0	5,718
18	X	CISCO SYSTEMS INC	17275R102			4/22/2010		7/30/2014	5,485	5,814				0	-329
19	X	CISCO SYSTEMS INC	17275R102			4/22/2010		9/16/2014	5,300	5,679				0	-379
20	X	CINTAS CORP	172908105			2/11/2011		5/20/2014	53,930	25,992				0	27,938
21	X	CINTAS CORP	172908105			12/9/2010		5/20/2014	3,030	1,418				0	1,612
22	X	CINTAS CORP	172908105			12/9/2010		7/30/2014	6,316	2,835				0	3,481
23	X	CINTAS CORP	172908105			12/9/2010		9/16/2014	6,364	2,693				0	3,671
24	X	CITIGROUP INC.	172967424			6/14/1999		9/16/2014	1,024	5,789				0	-4,765
25	X	CITIGROUP INC	172967424			11/14/2003		9/16/2014	1,275	11,492				0	-10,217
26	X	CITIGROUP INC.	172967424			6/22/2004		9/16/2014	2,482	22,235				0	-19,753
27	X	CITIGROUP INC	172967424			1/8/2014		9/16/2014	967	1,016				0	-49
28	X	CITIGROUP INC	172967424			4/22/2010		12/12/2014	73,276	66,739				0	6,537
29	X	CITIGROUP INC	172967424			1/8/2014		12/12/2014	41,250	42,373				0	-1,123
30	X	COCA COLA CO	191216100			4/22/2010		7/30/2014	5,556	3,798				0	1,758
31	X	COCA COLA CO	191216100			4/22/2010		9/16/2014	5,629	3,663				0	1,966
32	X	DUKE ENERGY HOLDING COF	26441C204			8/22/2013		7/30/2014	5,825	5,289				0	536
33	X	DUKE ENERGY HOLDING COF	26441C204			8/22/2013		9/16/2014	5,577	4,958				0	619
34	X	E M C CORP MASS	268648102			3/25/2011		7/14/2014	48,773	49,552				0	-779
35	X	E M C CORP MASS	268648102			4/20/2011		7/14/2014	25,394	26,598				0	-1,204
36	X	EBAY INC	278642103			4/20/2011		7/30/2014	5,290	3,171				0	2,119
37	X	EBAY INC	278642103			4/20/2011		9/16/2014	4,899	3,013				0	1,886
38	X	EQUITY RESIDENTIAL PPTYS	29476L107			4/22/2010		7/30/2014	4,622	3,032				0	1,590
39	X	EQUITY RESIDENTIAL PPTYS	29476L107			4/22/2010		9/16/2014	4,067	2,816				0	1,251
40	X	EXXON MOBIL CORPORATIOI	30231G102			3/16/1978		7/30/2014	14,390	400				0	13,990
41	X	EXXON MOBIL CORPORATIOI	30231G102			3/16/1978		9/16/2014	13,204	386				0	12,818
42	X	FEDEX CORPORATION	31428X106			8/17/2011		7/30/2014	7,435	3,951				0	3,484
43	X	FEDEX CORPORATION	31428X106			8/17/2011		9/16/2014	6,949	3,556				0	3,393
44	X	FREEPORT-MCMORAN INC	35671D857			3/8/2012		7/30/2014	7,730	8,086				0	-356
45	X	FREEPORT-MCMORAN INC	35671D857			3/8/2012		9/16/2014	6,803	7,692				0	-889
46	X	GENERAL MOTORS CO	37045V100			11/18/2010		7/30/2014	7,007	6,765				0	242
47	X	GENERAL MOTORS CO	37045V100			11/18/2010		9/16/2014	6,591	6,435				0	156
48	X	GILEAD SCIENCES INC	375558103			7/30/2014		9/16/2014	14,074	12,652				0	1,422
49	X	GOLDMAN SACHS GROUP IN(	38141G104			4/22/2010		7/30/2014	7,016	6,288				0	728
50	X	INTEL CORP	458140100			9/12/2005		9/16/2014	8,753	6,254				0	2,499
51	X	INTERNATIONAL BUSINESS M	459200101			10/8/1980		7/30/2014	9,668	860				0	8,808
52	X	INTERNATIONAL BUSINESS M	459200101			10/8/1980		9/16/2014	9,662	860				0	8,802
53	X	HOME DEPOT INC	437076102			8/3/2011		7/30/2014	9,747	3,923				0	5,824
54	X	HOME DEPOT INC	437076102			8/3/2011		9/16/2014	10,399	3,760				0	6,639
55	X	JPMORGAN CHASE & CO	46625H100			6/15/2011		7/30/2014	14,935	10,382				0	4,553
56	X	JPMORGAN CHASE & CO	46625H100			6/15/2011		9/16/2014	14,415	9,771				0	4,644
57	X	JOHNSON & JOHNSON	478160104			6/10/1992		7/30/2014	10,219	1,109				0	9,110
58	X	JOHNSON & JOHNSON	478160104			6/10/1992		9/16/2014	10,047	1,053				0	8,994
59	X	LENNAR CORPORATION CLA	526057104			4/26/2010		7/30/2014	7,193	4,042				0	3,151
60	X	LENNAR CORPORATION CLA	526057104			4/26/2010		9/16/2014	7,497	3,938				0	3,559
61	X	MCDONALDS CORP	580135101			9/10/2003		7/30/2014	6,694	1,632				0	5,062
62	X	GOLDMAN SACHS GROUP IN(	38141G104			4/22/2010		9/16/2014	6,438	5,502				0	936
63	X	GOOGLE INC	38259P508			4/22/2010		5/20/2014	78,531	39,557				0	38,974
64	X	GOOGLE INC-CL C	38259P706			5/20/2014		7/30/2014	14,635	13,285				0	1,350
65	X	GOOGLE INC-CL C	38259P706			5/20/2014		9/16/2014	14,515	13,285				0	1,230
66	X	DEERE & CO	244199105			8/13/2013		7/30/2014	5,541	5,487				0	54
67	X	DEERE & CO	244199105			8/13/2013		9/16/2014	5,386	5,487				0	-101
68	X	WALT DISNEY CO	254687106			4/22/2010		7/30/2014	9,088	3,824				0	5,264
69	X	WALT DISNEY CO	254687106			4/22/2010		9/16/2014	9,032	3,642				0	5,390

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

	Amount	Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Long Term CG Distributions	1,529	Capital Gains/Losses	1,933,281	1,608,035	325,246
Short Term CG Distributions		Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
70	X	DU PONT E I DE NEMOURS &	263534109			7/6/2005		7/30/2014	8,154	5,321				0	2,833
71	X	HALLIBURTON CO	406216101			8/3/2011		7/30/2014	9,888	7,188				0	2,700
72	X	HALLIBURTON CO	406216101			8/3/2011		9/16/2014	9,130	6,931				0	2,199
73	X	INTEL CORP	458140100			9/12/2005		7/30/2014	9,057	6,629				0	2,428
74	X	MCDONALDS CORP	580135101			9/10/2003		9/16/2014	6,101	1,516				0	4,585
75	X	MERCK & CO INC NEW	58933Y105			4/22/2010		7/30/2014	6,378	3,740				0	2,638
76	X	MERCK & CO INC NEW	58933Y105			4/22/2010		9/16/2014	599	340				0	259
77	X	MERCK & CO INC NEW	58933Y105			6/1/2009		9/16/2014	5,387	2,471				0	2,916
78	X	MICROSOFT CORP	594918104			9/27/2004		7/30/2014	10,406	6,564				0	3,842
79	X	MICROSOFT CORP	594918104			2/17/2004		7/30/2014	217	135				0	82
80	X	MICROSOFT CORP	594918104			2/17/2004		9/16/2014	10,974	6,350				0	4,624
81	X	MONDELEZ INTERNATIONAL	609207105			3/26/2013		7/30/2014	7,938	6,467				0	1,471
82	X	MONDELEZ INTERNATIONAL	609207105			3/26/2013		9/16/2014	7,300	6,166				0	1,134
83	X	MONSANTO CO NEW	61166W101			8/3/2011		7/30/2014	6,302	3,871				0	2,431
84	X	MONSANTO CO NEW	61166W101			8/3/2011		9/16/2014	6,254	3,871				0	2,383
85	X	MORGAN STANLEY	617446448			4/22/2010		7/30/2014	7,599	7,219				0	380
86	X	OCCIDENTAL PETE CORP	674599105			4/22/2010		7/30/2014	5,396	4,643				0	753
87	X	OCCIDENTAL PETE CORP	674599105			4/22/2010		9/16/2014	4,942	4,221				0	721
88	X	ORACLE CORPORATION	68389X105			4/22/2010		7/30/2014	6,934	4,426				0	2,508
89	X	ORACLE CORPORATION	68389X105			4/22/2010		9/16/2014	6,589	4,166				0	2,423
90	X	PNC FINANCIAL SERVICES GI	693475105			4/22/2010		7/30/2014	12,128	9,820				0	2,308
91	X	PFIZER INC	717081103			4/22/2010		7/30/2014	438	247				0	191
92	X	PFIZER INC	717081103			12/21/1970		7/30/2014	4,730	162				0	4,568
93	X	PNC FINANCIAL SERVICES GI	693475105			4/22/2010		9/16/2014	11,687	9,143				0	2,544
94	X	MORGAN STANLEY	617446448			4/22/2010		9/16/2014	7,728	6,905				0	823
95	X	ANADARKO PETROLEUM COF	032511107			4/22/2010		9/16/2014	9,661	6,518				0	3,143
96	X	APPLE INC	037833100			10/9/2012		7/30/2014	19,108	17,506				0	1,602
97	X	APPLE INC	037833100			10/9/2012		9/16/2014	18,572	16,608				0	1,964
98	X	B B & T CORP COM	054937107			4/22/2010		7/30/2014	9,360	8,431				0	929
99	X	B B & T CORP COM	054937107			4/22/2010		9/16/2014	9,156	8,094				0	1,062
100	X	BOEING CO	097023105			4/22/2010		7/30/2014	7,324	4,514				0	2,810
101	X	BOEING CO	097023105			4/22/2010		9/16/2014	7,016	4,138				0	2,878
102	X	BRISTOL MYERS SQUIBB CO	110122108			11/26/2007		7/30/2014	9,679	5,337				0	4,342
103	X	SCHLUMBERGER LTD	806857108			4/22/2010		9/16/2014	7,380	4,748				0	2,632
104	X	US BANCORP DEL NEW	902973304			1/8/2014		7/30/2014	15,604	14,931				0	673
105	X	US BANCORP DEL NEW	902973304			1/8/2014		9/16/2014	14,870	14,318				0	552
106	X	UNION PACIFIC CORP	907818108			4/22/2010		7/30/2014	11,924	4,584				0	7,340
107	X	UNION PACIFIC CORP	907818108			4/22/2010		9/16/2014	12,370	4,393				0	7,977
108	X	UNITED CONTINENTAL HOLD	910047109			3/26/2012		7/30/2014	6,315	2,815				0	3,500
109	X	UNITED CONTINENTAL HOLD	910047109			3/26/2012		9/16/2014	6,177	2,607				0	3,570
110	X	U S TREASURY NOTES 4 75(	912828CJ7			4/17/2007		5/15/2014	50,000	50,303				0	-303
111	X	U S TREASURY NOTES 4 75(	912828CJ7			5/16/2007		5/15/2014	150,000	150,744				0	-744
112	X	US TREASURY NOTE 2 625	912828KY5			7/15/2009		6/30/2014	50,000	50,233				0	-233
113	X	US TREASURY NOTE 2 625	912828KY5			8/18/2009		6/30/2014	50,000	50,436				0	-436
114	X	UNITED TECHNOLOGIES COF	913017109			8/19/2008		7/30/2014	7,971	4,881				0	3,090
115	X	UNITED TECHNOLOGIES COF	913017109			8/19/2008		9/16/2014	7,600	4,555				0	3,045
116	X	UNITEDHEALTH GROUP INC	91324P102			12/9/2010		7/30/2014	9,085	4,031				0	5,054
117	X	UNITEDHEALTH GROUP INC	91324P102			12/9/2010		9/16/2014	9,154	3,848				0	5,306
118	X	VALEANT PHARMACEUTICAL	91911K102			7/14/2014		7/30/2014	6,939	6,658				0	281
119	X	VALEANT PHARMACEUTICAL	91911K102			7/14/2014		9/16/2014	6,087	6,053				0	34
120	X	VERIZON COMMUNICATIONS	92343V104			12/9/2010		7/30/2014	6,175	4,029				0	2,146
121	X	VERIZON COMMUNICATIONS	92343V104			12/9/2010		9/16/2014	5,644	3,861				0	1,783
122	X	WAL MART STORES INC	931142103			4/22/2010		7/30/2014	8,222	5,969				0	2,253
123	X	WAL MART STORES INC	931142103			4/22/2010		9/16/2014	8,019	5,697				0	2,322
124	X	WALGREEN CO	931422109			12/9/2010		7/30/2014	7,763	3,983				0	3,780
125	X	WALGREEN CO	931422109			12/9/2010		9/16/2014	6,694	3,802				0	2,892
126	X	ZOETIS INC	98978V103			7/3/2013		7/30/2014	7,262	6,455				0	807
127	X	ZOETIS INC	98978V103			7/3/2013		9/16/2014	7,654	6,162				0	1,492
128	X	ACTAVIS PLC	G0083B108			10/2/2013		7/30/2014	14,001	9,360				0	4,641
129	X	ACTAVIS PLC	G0083B108			10/2/2013		9/16/2014	14,358	8,640				0	5,718
130	X	ACCENTURE PLC	G1151C101			4/22/2010		7/30/2014	7,226	3,936				0	3,290
131	X	ACCENTURE PLC	G1151C101			4/22/2010		9/16/2014	6,819	3,717				0	3,102
132	X	ROYAL CARRIBEAN CRUISE	V7780T103			8/17/2011		7/30/2014	9,190	3,735				0	5,455
133	X	ROYAL CARRIBEAN CRUISE	V7780T103			8/17/2011		9/16/2014	9,377	3,486				0	5,891
134	X	AFLAC INC	001055102			4/22/2010		7/30/2014	43,160	38,348				0	4,812
135	X	AT & T INC	00206R102			5/20/2005		7/30/2014	7,774	5,113				0	2,661
136	X	AT & T INC	00206R102			5/20/2005		9/16/2014	7,162	4,875				0	2,287
137	X	ADOBE SYS INC	00724F101			1/15/2013		7/30/2014	10,729	5,729				0	5,000
138	X	ADOBE SYS INC	00724F101			1/15/2013		9/16/2014	10,269	5,538				0	4,731

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

	Amount
Long Term CG Distributions	1,529
Short Term CG Distributions	

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	1,933,281	1,608,035	325,246
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
139	X	ALLSTATE CORP	020002101			9/27/2004		7/30/2014	283	239				0	44
140	X	ALLSTATE CORP	020002101			10/28/2003		7/30/2014	5,382	3,739				0	1,643
141	X	ALLSTATE CORP	020002101			10/28/2003		9/16/2014	5,871	3,739				0	2,132
142	X	AMAZON COM INC COM	023135106			4/22/2010		7/30/2014	9,625	4,454				0	5,171
143	X	AMAZON COM INC COM	023135106			4/22/2010		9/16/2014	8,211	3,712				0	4,499
144	X	ANADARKO PETROLEUM COF	032511107			4/22/2010		7/30/2014	10,378	6,880				0	3,498
145	X	BRISTOL MYERS SQUIBB CO	110122108			11/26/2007		9/16/2014	9,162	5,056				0	4,106
146	X	CALIFORNIA RESOURCES CO	13057Q107			4/22/2010		12/12/2014	1,140	1,515				0	-375
147	X	CATERPILLAR INC	149123101			8/6/2012		7/30/2014	10,824	9,126				0	1,698
148	X	CATERPILLAR INC	149123101			8/6/2012		9/16/2014	10,510	8,691				0	1,819
149	X	BANK OF AMERICA CORP	060505104			3/31/2004		7/30/2014	2,061	5,460				0	-3,399
150	X	BANK OF AMERICA CORP	060505104			11/14/2003		7/30/2014	7,705	18,863				0	-11,158
151	X	BANK OF AMERICA CORP	060505104			11/14/2003		9/16/2014	4,989	11,257				0	-6,268
152	X	BANK OF AMERICA CORP	060505104			10/28/2003		9/16/2014	5,106	11,174				0	-6,068
153	X	BERKSHIRE HATHAWAY INC	084670702			8/6/2012		7/30/2014	9,545	6,435				0	3,110
154	X	BERKSHIRE HATHAWAY INC	084670702			8/6/2012		9/16/2014	10,411	6,435				0	3,976
155	X	BIOGEN IDEC INC	09062X103			5/20/2014		7/30/2014	6,884	5,806				0	1,078
156	X	BIOGEN IDEC INC	09062X103			5/20/2014		9/16/2014	6,540	5,806				0	734
157	X	CERNER CORP COM	156782104			3/25/2011		7/30/2014	8,798	4,227				0	4,571
158	X	CERNER CORP COM	156782104			3/25/2011		9/16/2014	8,794	4,090				0	4,704
159	X	CHEVRON CORP	166764100			6/10/1992		7/30/2014	7,921	1,275				0	6,646
160	X	PFIZER INC	717081103			10/16/2009		7/30/2014	1,694	1,016				0	678
161	X	PFIZER INC	717081103			12/21/1970		9/16/2014	6,754	225				0	6,529
162	X	PHILLIPS 66	718546104			8/6/2012		7/30/2014	8,944	4,404				0	4,540
163	X	PHILLIPS 66	718546104			8/6/2012		9/16/2014	9,078	4,204				0	4,874
164	X	POTASH CORP SASK	73755L107			11/4/2010		7/30/2014	6,652	8,721				0	-2,069
165	X	POTASH CORP SASK	73755L107			11/4/2010		9/16/2014	6,157	8,250				0	-2,093
166	X	POTASH CORP SASK	73755L107			4/22/2010		11/11/2014	20,874	22,751				0	-1,877
167	X	POTASH CORP SASK	73755L107			11/4/2010		11/11/2014	10,934	15,557				0	-4,623
168	X	POTASH CORP SASK	73755L107			8/13/2013		11/11/2014	27,336	25,674				0	1,662
169	X	T ROWE PRICE GROUP INC	74144T108			4/22/2010		7/30/2014	6,352	4,679				0	1,673
170	X	T ROWE PRICE GROUP INC	74144T108			4/22/2010		9/16/2014	5,935	4,387				0	1,548
171	X	PROCTER & GAMBLE CO	742718109			2/22/1991		7/30/2014	7,826	1,030				0	6,796
172	X	PROCTER & GAMBLE CO	742718109			2/22/1991		9/16/2014	8,007	978				0	7,029
173	X	QUALCOMM INC	747525103			4/20/2011		7/30/2014	9,083	6,583				0	2,500
174	X	QUALCOMM INC	747525103			4/20/2011		9/16/2014	8,724	6,309				0	2,415
175	X	SALESFORCE COM INC	79466L302			3/11/2014		9/16/2014	7,211	7,680				0	-469
176	X	SCHLUMBERGER LTD	806857108			4/22/2010		7/30/2014	8,241	5,087				0	3,154

Part I, Line 16a (990-PF) - Legal Fees

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		250	0	0	250
	Description				
1	LEGAL FEES	250			250

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

		3,087	3,087	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Foreign Tax Withheld	1,095	1,095		
2	Estimated Excise Payments	1,992	1,992		

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
			261,876	7,118,875	11,150,027
1	ROYAL CARRIBEAN CRUISE		0	35,609	117,875
2	ADOBE SYS INC		0	54,130	106,506
3	ALLSTATE CORP COM		0	37,786	67,440
4	AMAZON COM INC		0	41,574	86,898
5	ANADARKO PETE CORP		0	67,355	76,725
6	APPLE COMPUTER INC COM		0	85,095	209,170
7	BB&T CORP COM		0	77,751	93,336
8	BOEING COMPANY		0	43,261	74,738
9	BRISTOL MYERS SQUIBB CO		0	41,931	106,549
10	CATERPILLAR INC		0	70,511	91,988
11	CERNER CORP COM		0	41,314	97,960
12	CISCO SYSTEMS INC		0	57,060	58,690
13	CINTAS CORP		0	27,642	76,479
14	DANAHER CORP		0	36,868	68,568
15	DEERE & CO		0	48,476	57,063
16	WALT DISNEY CO		0	36,053	93,248
17	DU PONT E I DE NEMOURS & CO		0	23,297	90,576
18	EQUITY RESIDENTIAL PPTYS TR SH BEN		0	29,024	48,133
19	FREEPORT-MCMORAN COPPER & GOLD		0	70,747	46,136
20	GILEAD SCIENCES INC		0	73,733	128,665
21	HALLIBURTON CO		0	56,071	53,096
22	HOME DEPOT INC		0	38,089	122,290
23	INTEL CORP		0	16,414	92,358
24	INTERNATIONAL BUSINESS MACHS CORI		0	8,425	78,616
25	JOHNSON & JOHNSON		0	10,921	103,001
26	LENNAR CORPORATION CLASS A COMM		0	39,072	84,467
27	MCDONALDS CORP		0	15,275	61,374
28	MICROSOFT CORP		0	63,767	109,622
29	MORGAN STANLEY		0	62,471	86,330
30	NORDSTROM INC		0	65,441	73,039
31	OCCIDENTAL PETE CORP		0	41,964	41,514
32	ORACLE CORPORATION		0	33,751	72,851
33	PNC FINANCIAL SERVICES GROUP		0	91,728	125,897
34	PFIZER INC		0	2,268	70,492
35	PROCTER & GAMBLE CO		0	9,731	86,080
36	QUALCOMM INC		0	58,183	86,223
37	SCHLUMBERGER LTD		0	48,156	60,641
38	UNION PACIFIC CORP		0	44,501	138,786
39	UNITED TECHNOLOGIES CORP		0	46,051	83,375
40	WAL MART STORES INC		0	56,432	89,315
41	BANK AMER CORP		0	89,951	108,753
42	GOLDMAN SACHS GROUP INC		0	57,377	70,748
43	COSTCO WHOLESALE CORP		0	37,485	69,458
44	US TREASURY NOTE 2.500% 5/15/24		0	324,467	334,802
45	EXXON MOBIL CORPORATION		0	3,916	126,656
46	FEDEX CORPORATION		0	35,953	79,015

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
			261,876	7,118,875	11,150,027
47	UNITEDHEALTH GROUP INC		0	38,293	105,639
48	US TREASURY NOTE 1 625% 7/31/19		0	248,379	250,390
49	VERIZON COMMUNICATIONS		0	38,782	54,031
50	MONSANTO CO NEW		0	38,358	65,111
51	JPMORGAN CHASE & CO		0	82,909	152,382
52	T ROWE PRICE GROUP INC		0	44,831	66,112
53	US BANCORP DEL NEW		0	91,830	157,999
54	WALGREENS BOOTS ALLIANCE INC		0	37,836	79,629
55	ACCENTURE PLC		0	38,483	78,593
56	CHEVRON CORP		0	12,223	64,504
57	MERCK & CO INC NEW		0	28,416	58,778
58	BERSHIRE HATHAWAY INC		0	63,064	110,360
59	COCA COLA CO		0	36,761	57,208
60	EBAY INC		0	31,237	55,278
61	GOOGLE INC-CL C		0	84,600	121,072
62	US TREASURY NOTE 3 625% 2/15/20		0	297,177	328,923
63	CONOCOPHILLIPS		0	19,405	61,118
64	ISHARES DOW JONES SELECT DIVIDEND		0	99,883	149,272
65	BIOGEN IDEC INC		0	59,513	69,587
66	FED HOME LN MTG CORP 1 750% 9/10/15		0	152,722	151,538
67	US TREASURY NOTE 3 625% 2/15/21		0	374,899	413,085
68	U S TREASURY NOTE 4 125% 5/15/15		0	207,812	202,954
69	US TREASURY NOTE 2 125% 8/15/21		0	99,098	101,180
70	US TREASURY NOTE 0.875% 12/31/16		0	250,732	250,938
71	MARKET VECTORS SEMICONDUCTOR		0	82,313	147,474
72	DUKE ENERGY HOLDING CORP COM		0	50,574	63,908
73	PHILLIPS 66		0	28,952	77,579
74	MONDELEZ INTERNATIONAL INC		0	46,951	74,285
75	ZOETIS INC		0	52,755	91,783
76	US TREASURY NOTE 4 250% 11/15/17		0	453,445	490,748
77	SPDR SERIES TRUST		0	44,808	80,455
78	US TREASURY NOTE 2 625% 8/15/23		0	345,748	361,238
79	US TREASURY NOTE 3 875% 5/15/18		0	200,867	217,438
80	ACTAVIS PLC		0	86,400	154,446
81	US TREASURY NOTE 4 000% 8/15/18		0	253,897	274,160
82			0	0	0
83	GENERAL ELECTRIC CO		0	639	495,191
84	WELLS FARGO & CO		0	10,808	387,852
85	VALEANT PHARMACEUTICALS		0	61,133	72,271
86	"UNITED CONTINENTAL HOLDINGS, INC "		0	25,980	85,552
87	US TREASURY NOTE 1 250% 10/31/15		0	98,754	100,805
88	SALESFORCE COM INC		0	75,873	74,731
89	GENERAL MOTORS CO		0	64,845	68,598
90	AT & T INC		0	48,807	69,195
91	US TREASURY NOTE 0 875% 11/30/16		0	251,006	251,095

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

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

1	Cost Basis Adjustment	1	1,314
2	Mutual Fund & CTF Income Additions	2	532
3	Excess FMV over Cost of Assets Distributed	3	531,499
4	Total	4	533,345

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

1	Mutual Fund & CTF Income Subtraction	1	296
2	Total	2	296

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

	Amount
Long Term CG Distributions	1,529
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						1,931,752	0	0	1,608,035	323,717	0	0	0	323,717
1	CITIGROUP INC	172967424		5/20/2005	7/30/2014	5,444		0	52,363	-46,919	0	0	0	-46,919
2	CITIGROUP INC	172967424		11/22/2005	7/30/2014	989		0	9,646	-8,657	0	0	0	-8,657
3	CITIGROUP INC	172967424		11/14/2003	7/30/2014	4,753		0	45,028	-40,275	0	0	0	-40,275
4	CITIGROUP INC	172967424		12/22/1997	9/16/2014	1,045		0	4,890	-3,845	0	0	0	-3,845
5	CITIGROUP INC	172967424		12/30/1997	9/16/2014	1,045		0	4,948	-3,903	0	0	0	-3,903
6	CITIGROUP INC	172967424		1/7/1998	9/16/2014	1,045		0	4,866	-3,821	0	0	0	-3,821
7	CITIGROUP INC	172967424		1/13/1998	9/16/2014	1,045		0	4,621	-3,576	0	0	0	-3,576
8	CITIGROUP INC	172967424		1/20/1998	9/16/2014	1,045		0	4,685	-3,640	0	0	0	-3,640
9	CONOCOPHILLIPS	20825C104		10/28/2003	7/30/2014	7,569		0	1,973	5,596	0	0	0	5,596
10	CONOCOPHILLIPS	20825C104		10/28/2003	9/16/2014	7,307		0	1,973	5,334	0	0	0	5,334
11	COSTCO WHOLESALE CORP	22160K105		8/3/2011	7/30/2014	5,895		0	3,825	2,070	0	0	0	2,070
12	COSTCO WHOLESALE CORP	22160K105		8/3/2011	9/16/2014	6,325		0	3,825	2,500	0	0	0	2,500
13	DANAHER CORP	235851102		8/3/2011	7/30/2014	6,262		0	3,917	2,345	0	0	0	2,345
14	DANAHER CORP	235851102		8/3/2011	9/16/2014	6,203		0	3,687	2,516	0	0	0	2,516
15	DU PONT E I DE NEMOURS & CO	263534109		7/6/2005	9/16/2014	2,970		0	1,915	1,055	0	0	0	1,055
16	DU PONT E I DE NEMOURS & CO	263534109		9/27/2004	9/16/2014	4,950		0	3,130	1,820	0	0	0	1,820
17	CHEVRON CORP	166764100		6/10/1992	9/16/2014	6,887		0	1,169	5,718	0	0	0	5,718
18	CISCO SYSTEMS INC	17275R102		4/22/2010	7/30/2014	5,485		0	5,814	-329	0	0	0	-329
19	CISCO SYSTEMS INC	17275R102		4/22/2010	9/16/2014	5,300		0	5,679	-379	0	0	0	-379
20	CINTAS CORP	172908105		2/11/2011	5/20/2014	53,930		0	25,992	27,938	0	0	0	27,938
21	CINTAS CORP	172908105		12/9/2010	5/20/2014	3,030		0	1,418	1,612	0	0	0	1,612
22	CINTAS CORP	172908105		12/9/2010	7/30/2014	6,316		0	2,835	3,481	0	0	0	3,481
23	CINTAS CORP	172908105		12/9/2010	9/16/2014	6,364		0	2,693	3,671	0	0	0	3,671
24	CITIGROUP INC	172967424		6/14/1999	9/16/2014	1,024		0	5,789	-4,765	0	0	0	-4,765
25	CITIGROUP INC	172967424		11/14/2003	9/16/2014	1,275		0	11,492	-10,217	0	0	0	-10,217
26	CITIGROUP INC	172967424		6/22/2004	9/16/2014	2,482		0	22,235	-19,753	0	0	0	-19,753
27	CITIGROUP INC	172967424		1/8/2014	9/16/2014	967		0	1,016	-49	0	0	0	-49
28	CITIGROUP INC	172967424		4/22/2010	12/12/2014	73,276		0	66,739	6,537	0	0	0	6,537
29	CITIGROUP INC	172967424		1/8/2014	12/12/2014	41,250		0	42,373	-1,123	0	0	0	-1,123
30	COCA COLA CO	191216100		4/22/2010	7/30/2014	5,556		0	3,798	1,758	0	0	0	1,758
31	COCA COLA CO	191216100		4/22/2010	9/16/2014	5,629		0	3,663	1,966	0	0	0	1,966
32	DUKE ENERGY HOLDING CORP COM	26441C204		8/22/2013	7/30/2014	5,825		0	5,289	536	0	0	0	536
33	DUKE ENERGY HOLDING CORP COM	26441C204		8/22/2013	9/16/2014	5,577		0	4,958	619	0	0	0	619
34	E M C CORP MASS	268648102		3/25/2011	7/14/2014	48,773		0	49,552	-779	0	0	0	-779
35	E M C CORP MASS	268648102		4/20/2011	7/14/2014	25,394		0	26,598	-1,204	0	0	0	-1,204
36	EBAY INC	278642103		4/20/2011	7/30/2014	5,290		0	3,171	2,119	0	0	0	2,119
37	EBAY INC	278642103		4/20/2011	9/16/2014	4,899		0	3,013	1,886	0	0	0	1,886
38	EQUITY RESIDENTIAL PPTYS TR SH BE	29476L107		4/22/2010	7/30/2014	4,622		0	3,032	1,590	0	0	0	1,590
39	EQUITY RESIDENTIAL PPTYS TR SH BE	29476L107		4/22/2010	9/16/2014	4,067		0	2,816	1,251	0	0	0	1,251
40	EXXON MOBIL CORPORATION	30231G102		3/16/1978	7/30/2014	14,390		0	400	13,990	0	0	0	13,990
41	EXXON MOBIL CORPORATION	30231G102		3/16/1978	9/16/2014	13,204		0	386	12,818	0	0	0	12,818
42	FEDEX CORPORATION	31428X106		8/17/2011	7/30/2014	7,435		0	3,951	3,484	0	0	0	3,484
43	FEDEX CORPORATION	31428X106		8/17/2011	9/16/2014	6,949		0	3,556	3,393	0	0	0	3,393
44	FREEPORT-MCMORAN INC	35671D857		3/8/2012	7/30/2014	7,730		0	8,086	-356	0	0	0	-356
45	FREEPORT-MCMORAN INC	35671D857		3/8/2012	9/16/2014	6,803		0	7,692	-889	0	0	0	-889
46	GENERAL MOTORS CO	37045V100		11/18/2010	7/30/2014	7,007		0	6,765	242	0	0	0	242
47	GENERAL MOTORS CO	37045V100		11/18/2010	9/16/2014	6,591		0	6,435	156	0	0	0	156
48	GILEAD SCIENCES INC	375558103		7/30/2014	9/16/2014	14,074		0	12,652	1,422	0	0	0	1,422
49	GOLDMAN SACHS GROUP INC	38141G104		4/22/2010	7/30/2014	7,016		0	6,288	728	0	0	0	728
50	INTEL CORP	458140100		9/12/2005	9/16/2014	8,753		0	6,254	2,499	0	0	0	2,499
51	INTERNATIONAL BUSINESS MACHS CO	459200101		10/8/1980	7/30/2014	9,668		0	860	8,808	0	0	0	8,808
52	INTERNATIONAL BUSINESS MACHS CO	459200101		10/8/1980	9/16/2014	9,662		0	860	8,802	0	0	0	8,802
53	HOME DEPOT INC	437076102		8/3/2011	7/30/2014	9,747		0	3,923	5,824	0	0	0	5,824
54	HOME DEPOT INC	437076102		8/3/2011	9/16/2014	10,399		0	3,760	6,639	0	0	0	6,639
55	JPMORGAN CHASE & CO	46625H100		6/15/2011	7/30/2014	14,935		0	10,382	4,553	0	0	0	4,553
56	JPMORGAN CHASE & CO	46625H100		6/15/2011	9/16/2014	14,415		0	9,771	4,644	0	0	0	4,644
57	JOHNSON & JOHNSON	478160104		6/10/1992	7/30/2014	10,219		0	1,109	9,110	0	0	0	9,110
58	JOHNSON & JOHNSON	478160104		6/10/1992	9/16/2014	10,047		0	1,053	8,994	0	0	0	8,994
59	LENNAR CORPORATION CLASS A COM	526057104		4/26/2010	7/30/2014	7,193		0	4,042	3,151	0	0	0	3,151
60	LENNAR CORPORATION CLASS A COM	526057104		4/26/2010	9/16/2014	7,497		0	3,938	3,559	0	0	0	3,559
61	MCDONALDS CORP	580135101		9/10/2003	7/30/2014	6,694		0	1,632	5,062	0	0	0	5,062
62	GOLDMAN SACHS GROUP INC	38141G104		4/22/2010	9/16/2014	6,438		0	5,502	936	0	0	0	936
63	GOOGLE INC	38259P508		4/22/2010	5/20/2014	78,531		0	39,557	38,974	0	0	0	38,974
64	GOOGLE INC-CL C	38259P706		5/20/2014	7/30/2014	14,635		0	13,285	1,350	0	0	0	1,350
65	GOOGLE INC-CL C	38259P706		5/20/2014	9/16/2014	14,515		0	13,285	1,230	0	0	0	1,230
66	DEERE & CO	244199105		8/13/2013	7/30/2014	5,541		0	5,487	54	0	0	0	54
67	DEERE & CO	244199105		8/13/2013	9/16/2014	5,386		0	5,487	-101	0	0	0	-101
68	WALT DISNEY CO	254687106		4/22/2010	7/30/2014	9,088		0	3,824	5,264	0	0	0	5,264
69	WALT DISNEY CO	254687106		4/22/2010	9/16/2014	9,032		0	3,642	5,390	0	0	0	5,390
70	DU PONT E I DE NEMOURS & CO	263534109		7/6/2005	7/30/2014	8,154		0	5,321	2,833	0	0	0	2,833
71	HALLIBURTON CO	406216101		8/3/2011	7/30/2014	9,888		0	7,188	2,700	0	0	0	2,700
72	HALLIBURTON CO	406216101		8/3/2011	9/16/2014	9,130		0	6,931	2,199	0	0	0	2,199
73	INTEL CORP	458140100		9/12/2005	7/30/2014	9,057		0	6,629	2,428	0	0	0	2,428
74	MCDONALDS CORP	580135101		9/10/2003	9/16/2014	6,101		0	1,516	4,585	0	0	0	4,585
75	MERCK & CO INC NEW	58933Y105		4/22/2010	7/30/2014	6,378		0	3,740	2,638	0	0	0	2,638
76	MERCK & CO INC NEW	58933Y105		4/22/2010	9/16/2014	599		0	340	259	0	0	0	259
77	MERCK & CO INC NEW	58933Y105		6/1/2009	9/16/2014	5,387		0	2,471	2,916	0	0	0	2,916
78	MICROSOFT CORP	594918104		9/27/2004	7/30/2014	10,406		0	6,564	3,842	0	0	0	3,842
79	MICROSOFT CORP	594918104		2/17/2004	7/30/2014	217		0	135	82	0	0	0	82
80	MICROSOFT CORP	594918104		2/17/2004	9/16/2014	10,974		0	6,350	4,624	0	0	0	4,624
81	MONDELEZ INTERNATIONAL INC	609207105		3/26/2013	7/30/2014	7,938		0	6,467	1,471	0	0	0	1,471
82	MONDELEZ INTERNATIONAL INC	609207105		3/26/2013	9/16/2014	7,300		0	6,166	1,134	0	0	0	1,134
83	MONSANTO CO NEW	61166W101		8/3/2011	7/30/2014	6,302		0	3,871	2,431	0	0	0	2,431
84	MONSANTO CO NEW	61166W101		8/3/2011	9/16/2014	6,254		0	3,871	2,383	0	0	0	2,383

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

	Amount
Long Term CG Distributions	1,529
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						1,931,752	0	0	1,608,035	323,717	0	0	0	323,717
85	MORGAN STANLEY	617446448		4/22/2010	7/30/2014	7,599		0	7,219	380	0	0	0	380
86	OCCIDENTAL PETE CORP	674599105		4/22/2010	7/30/2014	5,396		0	4,643	753	0	0	0	753
87	OCCIDENTAL PETE CORP	674599105		4/22/2010	9/16/2014	4,942		0	4,221	721	0	0	0	721
88	ORACLE CORPORATION	68389X105		4/22/2010	7/30/2014	6,934		0	4,426	2,508	0	0	0	2,508
89	ORACLE CORPORATION	68389X105		4/22/2010	9/16/2014	6,589		0	4,166	2,423	0	0	0	2,423
90	PNC FINANCIAL SERVICES GROUP	693475105		4/22/2010	7/30/2014	12,128		0	9,820	2,308	0	0	0	2,308
91	PFIZER INC	717081103		4/22/2010	7/30/2014	438		0	247	191	0	0	0	191
92	PFIZER INC	717081103		12/21/1970	7/30/2014	4,730		0	162	4,568	0	0	0	4,568
93	PNC FINANCIAL SERVICES GROUP	693475105		4/22/2010	9/16/2014	11,687		0	9,143	2,544	0	0	0	2,544
94	MORGAN STANLEY	617446448		4/22/2010	9/16/2014	7,728		0	6,905	823	0	0	0	823
95	ANADARKO PETROLEUM CORP	032511107		4/22/2010	9/16/2014	9,661		0	6,518	3,143	0	0	0	3,143
96	APPLE INC	037833100		10/9/2012	7/30/2014	19,108		0	17,506	1,602	0	0	0	1,602
97	APPLE INC	037833100		10/9/2012	9/16/2014	18,572		0	16,608	1,964	0	0	0	1,964
98	B B & T CORP COM	054937107		4/22/2010	7/30/2014	9,360		0	8,431	929	0	0	0	929
99	B B & T CORP COM	054937107		4/22/2010	9/16/2014	9,156		0	8,094	1,062	0	0	0	1,062
100	BOEING CO	097023105		4/22/2010	7/30/2014	7,324		0	4,514	2,810	0	0	0	2,810
101	BOEING CO	097023105		4/22/2010	9/16/2014	7,016		0	4,138	2,878	0	0	0	2,878
102	BRISTOL MYERS SQUIBB CO	110122108		11/26/2007	7/30/2014	9,679		0	5,337	4,342	0	0	0	4,342
103	SCHLUMBERGER LTD	806857108		4/22/2010	9/16/2014	7,380		0	4,748	2,632	0	0	0	2,632
104	US BANCORP DEL NEW	902973304		1/8/2014	7/30/2014	15,604		0	14,931	673	0	0	0	673
105	US BANCORP DEL NEW	902973304		1/8/2014	9/16/2014	14,870		0	14,318	552	0	0	0	552
106	UNION PACIFIC CORP	907818108		4/22/2010	7/30/2014	11,924		0	4,584	7,340	0	0	0	7,340
107	UNION PACIFIC CORP	907818108		4/22/2010	9/16/2014	12,370		0	4,393	7,977	0	0	0	7,977
108	UNITED CONTINENTAL HOLDINGS, INC	910047109		3/26/2012	7/30/2014	6,315		0	2,815	3,500	0	0	0	3,500
109	UNITED CONTINENTAL HOLDINGS, INC	910047109		3/28/2012	9/16/2014	6,177		0	2,607	3,570	0	0	0	3,570
110	U S TREASURY NOTES 4 750% 5/15/1	912828CJ7		4/17/2007	5/15/2014	50,000		0	50,303	-303	0	0	0	-303
111	U S TREASURY NOTES 4 750% 5/15/1	912828CJ7		5/16/2007	5/15/2014	150,000		0	150,744	-744	0	0	0	-744
112	US TREASURY NOTE 2 625% 6/30/14	912828KY5		7/15/2009	6/30/2014	50,000		0	50,233	-233	0	0	0	-233
113	US TREASURY NOTE 2 625% 6/30/14	912828KY5		8/18/2009	6/30/2014	50,000		0	50,436	-436	0	0	0	-436
114	UNITED TECHNOLOGIES CORP	913017109		8/19/2008	7/30/2014	7,971		0	4,881	3,090	0	0	0	3,090
115	UNITED TECHNOLOGIES CORP	913017109		8/19/2008	9/16/2014	7,600		0	4,555	3,045	0	0	0	3,045
116	UNITEDHEALTH GROUP INC	91324P102		12/9/2010	7/30/2014	9,085		0	4,031	5,054	0	0	0	5,054
117	UNITEDHEALTH GROUP INC	91324P102		12/9/2010	9/16/2014	9,154		0	3,848	5,306	0	0	0	5,306
118	VALEANT PHARMACEUTICALS	91911K102		7/14/2014	7/30/2014	6,939		0	6,658	281	0	0	0	281
119	VALEANT PHARMACEUTICALS	91911K102		7/14/2014	9/16/2014	6,087		0	6,053	34	0	0	0	34
120	VERIZON COMMUNICATIONS	92343V104		12/9/2010	7/30/2014	6,175		0	4,029	2,146	0	0	0	2,146
121	VERIZON COMMUNICATIONS	92343V104		12/9/2010	9/16/2014	5,644		0	3,861	1,783	0	0	0	1,783
122	WAL MART STORES INC	931142103		4/22/2010	7/30/2014	8,222		0	5,969	2,253	0	0	0	2,253
123	WAL MART STORES INC	931142103		4/22/2010	9/16/2014	8,019		0	5,697	2,322	0	0	0	2,322
124	WALGREEN CO	931422109		12/9/2010	7/30/2014	7,763		0	3,983	3,780	0	0	0	3,780
125	WALGREEN CO	931422109		12/9/2010	9/16/2014	6,694		0	3,802	2,892	0	0	0	2,892
126	ZOETIS INC	98978V103		7/3/2013	7/30/2014	7,262		0	6,455	807	0	0	0	807
127	ZOETIS INC	98978V103		7/3/2013	9/16/2014	7,654		0	6,162	1,492	0	0	0	1,492
128	ACTAVIS PLC	G0083B108		10/2/2013	7/30/2014	14,001		0	9,360	4,641	0	0	0	4,641
129	ACTAVIS PLC	G0083B108		10/2/2013	9/16/2014	14,358		0	8,640	5,718	0	0	0	5,718
130	ACCENTURE PLC	G1151C101		4/22/2010	7/30/2014	7,226		0	3,936	3,290	0	0	0	3,290
131	ACCENTURE PLC	G1151C101		4/22/2010	9/16/2014	6,819		0	3,717	3,102	0	0	0	3,102
132	ROYAL CARRIBEAN CRUISE	V7780T103		8/17/2011	7/30/2014	9,190		0	3,735	5,455	0	0	0	5,455
133	ROYAL CARRIBEAN CRUISE	V7780T103		8/17/2011	9/16/2014	9,377		0	3,486	5,891	0	0	0	5,891
134	AFLAC INC	001055102		4/22/2010	7/30/2014	43,160		0	38,348	4,812	0	0	0	4,812
135	AT & T INC	00206R102		5/20/2005	7/30/2014	7,774		0	5,113	2,661	0	0	0	2,661
136	AT & T INC	00206R102		5/20/2005	9/16/2014	7,162		0	4,875	2,287	0	0	0	2,287
137	ADOBE SYS INC	00724F101		1/15/2013	7/30/2014	10,729		0	5,729	5,000	0	0	0	5,000
138	ADOBE SYS INC	00724F101		1/15/2013	9/16/2014	10,269		0	5,538	4,731	0	0	0	4,731
139	ALLSTATE CORP	020002101		9/27/2004	7/30/2014	283		0	239	44	0	0	0	44
140	ALLSTATE CORP	020002101		10/28/2003	7/30/2014	5,382		0	3,739	1,643	0	0	0	1,643
141	ALLSTATE CORP	020002101		10/28/2003	9/16/2014	5,871		0	3,739	2,132	0	0	0	2,132
142	AMAZON COM INC COM	023135106		4/22/2010	7/30/2014	9,625		0	4,454	5,171	0	0	0	5,171
143	AMAZON COM INC COM	023135106		4/22/2010	9/16/2014	8,211		0	3,712	4,499	0	0	0	4,499
144	ANADARKO PETROLEUM CORP	032511107		4/22/2010	7/30/2014	10,378		0	6,880	3,498	0	0	0	3,498
145	BRISTOL MYERS SQUIBB CO	110122108		11/26/2007	9/16/2014	9,162		0	5,056	4,106	0	0	0	4,106
146	CALIFORNIA RESOURCES CORP	13057Q107		4/22/2010	12/12/2014	1,140		0	1,515	-375	0	0	0	-375
147	CATERPILLAR INC	149123101		8/6/2012	7/30/2014	10,824		0	9,126	1,698	0	0	0	1,698
148	CATERPILLAR INC	149123101		8/6/2012	9/16/2014	10,510		0	8,691	1,819	0	0	0	1,819
149	BANK OF AMERICA CORP	060505104		3/31/2004	7/30/2014	2,061		0	5,460	-3,399	0	0	0	-3,399
150	BANK OF AMERICA CORP	060505104		11/14/2003	7/30/2014	7,705		0	18,863	-11,158	0	0	0	-11,158
151	BANK OF AMERICA CORP	060505104		11/14/2003	9/16/2014	4,989		0	11,257	-6,268	0	0	0	-6,268
152	BANK OF AMERICA CORP	060505104		10/28/2003	9/16/2014	5,106		0	11,174	-6,068	0	0	0	-6,068
153	BERKSHIRE HATHAWAY INC	084670702		8/6/2012	7/30/2014	9,545		0	6,435	3,110	0	0	0	3,110
154	BERKSHIRE HATHAWAY INC	084670702		8/6/2012	9/16/2014	10,411		0	6,435	3,976	0	0	0	3,976
155	BIOGEN IDEC INC	09062X103		5/20/2014	7/30/2014	6,884		0	5,806	1,078	0	0	0	1,078
156	BIOGEN IDEC INC	09062X103		5/20/2014	9/16/2014	6,540		0	5,806	734	0	0	0	734
157	CERNER CORP COM	156782104		3/25/2011	7/30/2014	8,798		0	4,227	4,571	0	0	0	4,571
158	CERNER CORP COM	156782104		3/25/2011	9/16/2014	8,794		0	4,090	4,704	0	0	0	4,704
159	CHEVRON CORP	166764100		6/10/1992	7/30/2014	7,921		0	1,275	6,646	0	0	0	6,646
160	PFIZER INC	717081103		10/16/2009	7/30/2014	1,694		0	1,016	678	0	0	0	678
161	PFIZER INC	717081103		12/21/1970	9/16/2014	6,754		0	225	6,529	0	0	0	6,529
162	PHILLIPS 66	718546104		8/6/2012	7/30/2014	8,944		0	4,404	4,540	0	0	0	4,540
163	PHILLIPS 66	718546104		8/6/2012	9/16/2014	9,078		0	4,204	4,874	0	0	0	4,874
164	POTASH CORP SASK	73755L107		11/4/2010	7/30/2014	6,652		0	8,721	-2,069	0	0	0	-2,069
165	POTASH CORP SASK	73755L107		11/4/2010	9/16/2014	6,157		0	8,250	-2,093	0	0	0	-2,093
166	POTASH CORP SASK	73755L107		4/22/2010	11/11/2014	20,874		0	22,751	-1,877	0	0	0	-1,877
167	POTASH CORP SASK	73755L107		11/4/2010	11/11/2014	10,934		0	15,557	-4,623	0	0	0	-4,623
168	POTASH CORP SASK	73755L107		8/13/2013	11/11/2014	27,336		0	25,674	1,662	0	0	0	1,662

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

	Amount
Long Term CG Distributions	1,529
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						1,931,752	0	0	1,608,035	323,717	0	0	0	323,717
169	T ROWE PRICE GROUP INC	74144T108		4/22/2010	7/30/2014	6,352		0	4,679	1,673	0	0	0	1,673
170	T ROWE PRICE GROUP INC	74144T108		4/22/2010	9/16/2014	5,935		0	4,387	1,548	0	0	0	1,548
171	PROCTER & GAMBLE CO	742718109		2/22/1991	7/30/2014	7,826		0	1,030	6,796	0	0	0	6,796
172	PROCTER & GAMBLE CO	742718109		2/22/1991	9/16/2014	8,007		0	978	7,029	0	0	0	7,029
173	QUALCOMM INC	747525103		4/20/2011	7/30/2014	9,083		0	6,583	2,500	0	0	0	2,500
174	QUALCOMM INC	747525103		4/20/2011	9/16/2014	8,724		0	6,309	2,415	0	0	0	2,415
175	SALESFORCE COM INC	79466L302		3/11/2014	9/16/2014	7,211		0	7,680	-469	0	0	0	-469
176	SCHLUMBERGER LTD	806857108		4/22/2010	7/30/2014	8,241		0	5,087	3,154	0	0	0	3,154

Part VII-A, Line 8b (990-PF) - Copy of Form 990-PF to Attorney General

UTAH ATTORNEY GENERAL DOES NOT REQUIRE AND PREFERS THAT WE DON'T FURNISH A COPY OF THE FORM 990-PF TO THEIR OFFICE

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
										70,468	0	0
1	Wells Fargo Bank N A Trust Tax D	X	PO Box 53456 MAC S4101-22G	Phoenix	AZ	85072-3456		TRUSTEE	4 00	18,268		
2	JACK D LAMPROS		5890 TRAILWINDS DRIVER 525	FORT MYERS	UT	33907		DIRECTOR	2 00	5,800		
3	DEAN W HURST		4230 EDGEHILL DRIVE	OGDEN	UT	84403		DIRECTOR	2 00	5,800		
4	BRYAN STROMBERG		1145 EAST 5575 SOUTH	OGDEN	UT	84403		DIRECTOR	2 00	5,800		
5	TIMOTHY T PEHRSON		991 S WIND RIVER WAY	KAYVILLE	UT	84108		DIRECTOR	2 00	5,800		
6	THOMAS D DEE III		1575 DEVONSHIRE DRIVE	SALT LAKE CITY	UT	84403		DIRECTOR	2 00	5,800		
7	JACKLYN LAMPROS HUNT		2112 EAST 6225 SOUTH	OGDEN	UT	84405		DIRECTOR	2 00	5,800		
8	KARIN HURST OLSEN		1033 EAST 5750 SOUTH	OGDEN	UT	84405		DIRECTOR	2 00	5,800		
9	BERNICE C STROMBERG		1145 EAST 5575 SOUTH	OGDEN	UT	84405		DIRECTOR	2 00	5,800		
10	RICHARD STROMBERG		1759 E BEECHWOOD DRIVE	LAYTON	UT	84040		DIRECTOR	2 00	5,800		

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

		Date		Amount
1	Credit from prior year return		1	1,417
2	First quarter estimated tax payment		2	
3	Second quarter estimated tax payment	6/11/2014	3	288
4	Third quarter estimated tax payment	9/9/2014	4	852
5	Fourth quarter estimated tax payment	12/9/2014	5	852
6	Other payments		6	
7	Total		7	3,409

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	27,161
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	27,161