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Form **990-PF****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 ServiceDo 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 KEOWN, ROBERT J. T U W			A Employer identification number 95-6226284	
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A. Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041		Room/suite	B Telephone number (see instructions) (888) 730-4933	
City or town Winston Salem	State NC	ZIP code 27101-3818		
Foreign country name		Foreign province/state/county	Foreign postal code	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change				
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation				
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 1,280,351		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		
C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>				

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	31,713	30,108		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	16,595			
	b Gross sales price for all assets on line 6a 329,560				
	7 Capital gain net income (from Part IV, line 2)		16,595		
	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	48,308	46,703	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	17,164	12,873		4,291
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,084			1,084
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	3,832	702		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	10			10
	24 Total operating and administrative expenses. Add lines 13 through 23	22,090	13,575	0	5,385
25 Contributions, gifts, grants paid	62,000			62,000	
26 Total expenses and disbursements. Add lines 24 and 25	84,090	13,575	0	67,385	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-35,782				
b Net investment income (if negative, enter -0-)		33,128			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see Instructions.

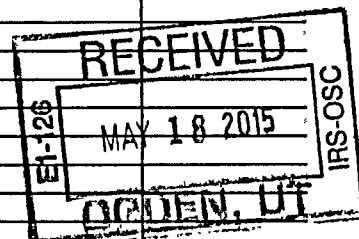
Form **990-PF** (2014)

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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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash—non-interest-bearing		979	979		
	2 Savings and temporary cash investments	49,742	12,572	12,572		
	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)					
	11 Investments—land, buildings, and equipment: basis ▶					
Less: accumulated depreciation (attach schedule) ▶						
12 Investments—mortgage loans						
13 Investments—other (attach schedule)	1,048,120	1,051,745	1,266,801			
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)	1,097,862	1,065,296	1,280,352			
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 ▶ <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	1,097,862	1,065,296			
	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)	1,097,862	1,065,296				
31 Total liabilities and net assets/fund balances (see instructions)	1,097,862	1,065,296				

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,097,862
2 Enter amount from Part I, line 27a	2	-35,782
3 Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	6,196
4 Add lines 1, 2, and 3	4	1,068,276
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	2,980
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,065,296

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	16,595
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?
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.☐ Yes ☒ No**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	62,217	1,278,768	0.048654
2012	58,059	1,218,089	0.047664
2011	84,048	1,248,385	0.067325
2010	64,411	1,094,012	0.058876
2009	104,748	1,045,046	0.100233

2 Total of line 1, column (d)	2	0.322752
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	0.064550
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	1,318,496
5 Multiply line 4 by line 3	5	85,109
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	331
7 Add lines 5 and 6	7	85,440
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	67,385

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)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1		663
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		663
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		663
6	Credits/Payments:			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a		1,890
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		1,890
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		1,227
11	Enter the amount of line 10 to be: Credited to 2015 estimated tax 663 Refunded	11		564

Part VII-A Statements Regarding Activities

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?	Yes	No
1a			X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		X
1b			X
	<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>		
c	Did the foundation file Form 1120-POL for this year?		X
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	N/A
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) ▶ CA		
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?	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 ▶ 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	No
				X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input 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		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <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.)	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? <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	N/A
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? ☐ Yes ☐ No N/A
- If "Yes," attach the statement required by Regulations section 53.4945–5(d).
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X
- If "Yes" to 6b, file Form 8870.
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** 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. 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	Trustee	4.00	17,164	

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	1,271,562
b	Average of monthly cash balances	1b	67,013
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,338,575
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	1,338,575
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	20,079
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,318,496
6	Minimum investment return. Enter 5% of line 5	6	65,925

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	65,925
2a	Tax on investment income for 2014 from Part VI, line 5	2a	663
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	663
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	65,262
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	65,262
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	65,262

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	67,385
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	67,385
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	67,385

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				65,262
2 Undistributed income, if any, as of the end of 2014:				
a Enter amount for 2013 only			55,194	
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: ► \$ 67,385				
a Applied to 2013, but not more than line 2a			55,194	
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				12,191
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				53,071
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			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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	62,000
b Approved for future payment NONE				
Total			▶ 3b	0

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

Recipient(s) paid during the year

Name

CHRISTIAN OUTREACH APPEAL

Street

515 E 3RD ST

City

LONG BEACH

State

CA

Zip Code

90802

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10,000

Name

CALIFORNIA AQUATIC THERAPY AND WELLNESS CENTER

Street

6801 LONG BEACH BLVD

City

LONG BEACH

State

CA

Zip Code

90805

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

25,000

Name

HUNTINGTON MEMORIAL HOSPITAL

Street

100 W CALIFORNIA BLVD

City

PASADENA

State

CA

Zip Code

91105

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

22,000

Name

NEW BEGINNINGS INCORPORATION

Street

205 AVENUE

City

REDONDO BEACH

State

CA

Zip Code

90277

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

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

Long Term CG Distributions										Amount		Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Short Term CG Distributions										3,129		Capital Gains/Losses		329,560		312,965		16,595	
												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	CREDIT SUISSE COMM RET S	22544R305			11/23/2010		7/31/2014	15,112	18,463				0	-3,351					
2	DIAMOND HILL LONG-SHORT	2526AR333			8/17/2012		1/22/2014	1,291	1,025				0	266					
3	DREYFUS ENG MKT DEBT LO	26190R049			2/9/2011		7/31/2014	14,250	14,369				0	-119					
4	DRIEHAUS ACTIVE INCOME F	26202R855			7/17/2013		1/22/2014	6,540	6,492				0	48					
5	ISHARES S&P MID-CAP 400 G	26202R855			7/17/2013		7/31/2014	5,188	5,193				0	-5					
6	ISHARES S&P MID-CAP 400 G	46428T606			8/15/2012		1/22/2014	1,363	980				0	383					
7	ISHARES S&P MID-CAP 400 G	46428T606			8/15/2012		1/22/2014	602	436				0	166					
8	ISHARES S&P MID-CAP 400 G	46428T606			7/15/2011		4/22/2014	2,709	2,215				0	494					
9	ISHARES S&P MID-CAP 400 V	46428T606			7/22/2010		1/22/2014	1,532	877				0	655					
10	MERGER FD SH BEN INT #260	589509108			7/17/2013		1/22/2014	5,638	5,421				0	217					
11	ASG GLOBAL ALTERNATIVES	63872T885			7/17/2013		1/22/2014	3,989	4,024				0	-35					
12	ASG GLOBAL ALTERNATIVES	63872T885			7/17/2013		7/31/2014	6,990	7,241				0	-251					
13	PIMCO TOTAL RET FD-INST #	693390700			8/4/2014		9/30/2014	6,401	6,389				0	12					
14	PIMCO TOTAL RET FD-INST #	693390700			8/4/2014		9/30/2014	44,382	44,668				0	-286					
15	ROBOCO BP LING/SHRT RES-	74925K581			7/17/2013		7/31/2014	8,401	7,739				0	662					
16	ROBOCO BP LING/SHRT RES-	74925K581			7/17/2013		7/31/2014	11,895	11,895				0	1,393					
17	SPDR DJ WILSHIRE INTERNA	78463X863			5/22/2011		7/31/2014	1,904	1,789				0	115					
18	SPDR DJ WILSHIRE INTERNA	78463X863			7/15/2013		1/22/2014	664	620				0	44					
19	AMEX INDUSTRIAL SPDR	81369Y704			10/15/2013		1/22/2014	2,237	2,074				0	163					
20	AMEX INDUSTRIAL SPDR	81369Y704			7/22/2010		1/22/2014	1,559	875				0	684					
21	VANGUARD FTSE DEVELOPE	921943858			2/7/2013		1/22/2014	2,538	2,203				0	335					
22	VANGUARD FTSE EMERGING	922042858			2/7/2013		1/22/2014	2,598	2,770				0	-172					
23	VANGUARD FTSE EMERGING	922042858			2/7/2013		7/31/2014	8,774	8,795				0	-21					
24	VANGUARD REIT VIPER	922906553			10/15/2013		4/22/2014	3,745	3,498				0	247					
25	WELLS FARGO ADV HI INC-IN	949917538			7/17/2013		1/22/2014	11,430	11,796				0	-366					
26	WELLS FARGO ADV HI INC-IN	949917538			7/17/2013		4/22/2014	4,032	3,914				0	118					
27	WELLS FARGO ADV HI INC-IN	949917538			8/17/2012		4/22/2014	8,542	8,690				0	-148					
28	WELLS FARGO ADV HI INC-IN	949917538			7/17/2013		4/22/2014	2,421	2,489				0	-68					
29	WELLS FARGO ADV HI INC-IN	949917538			10/17/2013		4/22/2014	1,584	1,615				0	-31					
30	WELLS FARGO ADV HI INC-IN	949917538			7/24/2008		4/22/2014	13,149	12,328				0	821					
31	TAXABLE TOTAL RETURN BO	991283912			2/15/2006		7/23/2014	1,841	1,821				0	20					
32	TAXABLE TOTAL RETURN BO	991283912			4/21/2006		7/23/2014	11,477	11,210				0	267					
33	TAXABLE TOTAL RETURN BO	991283912			6/15/2007		7/23/2014	2,181	2,138				0	43					
34	TAXABLE TOTAL RETURN BO	991283912			7/22/2008		7/23/2014	4,369	4,246				0	123					
35	TAXABLE TOTAL RETURN BO	991283912			5/7/2009		7/23/2014	8,322	7,896				0	426					
36	TAXABLE TOTAL RETURN BO	991283912			10/21/2011		1/22/2014	1,424	1,168				0	256					
37	CORE EQUITY FUND	140955127			7/22/2010		1/22/2014	31	24				0	7					
38	CREDIT SUISSE COMM RET S	22544R305			8/27/2009		4/22/2014	4,437	5,063				0	-646					
39	TAXABLE TOTAL RETURN BO	991283912			7/23/2014		7/23/2014	11,495	11,259				0	236					
40	TAXABLE TOTAL RETURN BO	991283912			10/15/2013		7/23/2014	9,871	10,000				0	-129					
41	TAXABLE TOTAL RETURN BO	991283912			1/22/2014		7/23/2014	1,670	1,690				0	-20					
42	TAXABLE TOTAL RETURN BO	991283912			4/22/2014		7/23/2014	14,340	14,560				0	-220					
43	TAXABLE SHORT-TERM BOND	999612906			7/15/2005		1/22/2014	2,037	2,078				0	-41					
44	TAXABLE SHORT-TERM BOND	999612906			8/7/2009		1/22/2014	320	326				0	-6					
45	TAXABLE SHORT-TERM BOND	999612906			8/7/2009		4/22/2014	2,168	2,192				0	-24					
46	TAXABLE SHORT-TERM BOND	999612906			8/7/2009		4/22/2014	4,111	4,190				0	-79					
47	TAXABLE SHORT-TERM BOND	999612906			10/21/2011		4/22/2014	6,687	6,759				0	-72					
48	TAXABLE SHORT-TERM BOND	999612906			8/15/2012		4/22/2014	2,316	2,334				0	-18					
49	TAXABLE SHORT-TERM BOND	999612906			10/15/2008		8/1/2014	1,200	1,193				0	7					
50	TAXABLE SHORT-TERM BOND	999612906			2/6/2009		8/1/2014	2,494	2,472				0	22					
51	TAXABLE SHORT-TERM BOND	999612906			8/15/2012		8/1/2014	2,346	2,341				0	5					
52	TAXABLE SHORT-TERM BOND	999612906			2/15/2006		9/15/2014	6,987	6,914				0	73					
53	TAXABLE INTERMEDIATE TER	999709902			1/12/2014		12/31/2014	3,947	7,431				0	177					
54	LT CTF GAIN				1/1/2000		12/31/2014	5,686					0	3,947					
55	LT CTF GAIN				1/1/2000		12/31/2014	5,686					0	5,686					

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

		1,084	0	0	1,084
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,084			1,084

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

		3,832	702	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	702	702		
2	PY EXCISE TAX DUE	1,240			
3	ESTIMATED EXCISE PAYMENTS	1,890			

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

		10	0	0	10
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	STATE AG FEES	10			10

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

		1,048,120	1,051,745	1,266,801
		Book Value	Book Value	FMV
		Beg. of Year	End of Year	End of Year
Basis of Valuation				
Asset Description				
1			0	
2	AMEX TECHNOLOGY SELECT SPDR		15,555	29,441
3	AMEX ENERGY SELECT SPDR		7,764	11,557
4	TAXABLE INTERMEDIATE TERM BD FD		43,408	44,572
5	MERGER FUND-INST #301		19,294	19,118
6	FID ADV EMER MKTS INC- CL I 607		19,252	18,534
7	ISHARES TR SMALLCAP 600 INDEX FD		48,515	79,386
8	ISHARES S&P MIDCAP 400 VALUE		36,881	57,012
9	ISHARES S&P MIDCAP 400 GROWTH		32,245	57,322
10	AMEX INDUSTRIAL SPDR		9,642	17,427
11	AMEX HEALTH CARE SPDR		8,039	19,215
12	AMEX CONSUMER DISCR SPDR		8,239	19,408
13	CAPITAL PARTNERS CORE EQUITY FUND		61,703	75,487
14	DREYFUS EMG MKT DEBT LOC C-I 6083		32,904	28,515
15	DRIEHAUS ACTIVE INCOME FUND		26,858	26,095
16	NUVEEN HIGH YIELD MUNI BD-R 1668		22,179	23,312
17	ASG GLOBAL ALTERNATIVES-Y 1993		41,037	40,173
18	WELLS FARGO INTL ADV FUND-IS 4705		10,090	9,514
19	VANGUARD REIT VIPER		22,866	58,563
20	AQR MANAGED FUTURES STR-I		20,329	21,210
21	VANGUARD EMERGING MARKETS ETF		113,619	122,621
22	T ROWE PRICE INST FLOAT RATE 170		20,942	20,419
23	VANGUARD TOTAL BOND MARKET ETF		43,384	43,574
24	SPDR DJ WILSHIRE INTERNATIONAL REA		34,800	50,424
25	VANGUARD EUROPE PACIFIC ETF		139,680	144,209
26	ROBECO BP LNG/SHRT RES-INS		17,913	20,562
27	DIAMOND HILL LONG-SHORT FD CL I 11		18,531	27,561
28	WELLS FARGO ADV HI INC-INS 3110		19,864	20,505
29	NEUBERGER BERMAN LONG SH-INS #183		26,874	27,188
30	CREDIT SUISSE COMM RT ST-CO 2156		59,704	45,354
31	PRINCIPAL GL MULT STRAT-INST #4684		13,441	13,356
32	CONSUMER STAPLES SECTOR SPDR TR		8,834	15,953
33	AMEX FINANCIAL SELECT SPDR		15,826	26,115
34	AMEX MATERIALS SPDR		2,834	4,421
35	PIMCO FOREIGN BD FD USD H-INST 103		9,716	9,854
36	T ROWE PRICE SHORT TERM BD FD 55		18,983	18,824

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	3,743
2	GAIN ON PY SALES SETTLED IN CY	2	689
3	MUTUAL FUND & CTF ADDITIONS	3	1,760
4	UNDISTRIBUTED CTF CAPITAL GAIN	4	4
5	Total	5	6,196

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

1	MUTUAL FUND & CTF SUBTRACTIONS	1	2,380
2	PY RETURN OF CAPITAL ADJUSTMENT	2	600
3	Total	3	2,980

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

Long Term CG Distributions													13,463
Short Term CG Distributions													0
Amount													3,129

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 D	X	1 W 4th St 4th Floor	MAC	NC	27101-3818	D4000-041	WINSTON SALEM	4.00	17,164		
1									17,164		

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	5/7/2014	2 473
3 Second quarter estimated tax payment	6/11/2014	3 472
4 Third quarter estimated tax payment	9/9/2014	4 473
5 Fourth quarter estimated tax payment	12/9/2014	5 472
6 Other payments		6
7 Total		7 1,890

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	55,194
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	55,194