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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 Service

Do not enter social security numbers on this form as it may be made public. Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2014 or tax year beginning 2/1/2014, and ending 1/31/2015

Name of foundation: BURGESS, R. F. T U W
Employer identification number: 74-2383505
Telephone number: (888) 730-4933
Check all that apply: Initial return, Final return, Address change, etc.
Check type of organization: Section 501(c)(3) exempt private foundation
Fair market value of all assets at end of year: \$ 2,942,111
Accounting method: Cash

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (Total: 166,783), Operating and Administrative Expenses (Total: 189,037), and Net Income (Total: 132,820).

ENVELOPE MUST BE DATE JUN 1 2 2015

SCANNED JUN 19 2015

RECEIVED JUN 18 2015 OGDEN, UT IRS-OSC

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	195	195	195
	2	Savings and temporary cash investments	61,706	121,474	121,474
	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)		268,233	541,175
	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)	2,494,086	2,146,998	2,279,267	
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)	2,555,987	2,536,900	2,942,111	
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"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	2,555,987	2,536,900	
	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)	2,555,987	2,536,900		
31	Total liabilities and net assets/fund balances (see instructions)	2,555,987	2,536,900		

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 2,555,987
2	Enter amount from Part I, line 27a	2 -22,254
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3 9,288
4	Add lines 1, 2, and 3	4 2,543,021
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5 6,121
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 2,536,900

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	See Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a			0	
b			0	
c			0	
d			0	
e			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) 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		
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	66,190
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	147,896	2,972,437	0.049756
2012	132,174	2,940,760	0.044946
2011	148,934	2,899,525	0.051365
2010	133,489	2,841,207	0.046983
2009	144,478	2,655,883	0.054399
2	Total of line 1, column (d)		2 0.247449
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 0.049490
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5		4 2,984,552
5	Multiply line 4 by line 3		5 147,705
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 1,328
7	Add lines 5 and 6		7 149,033
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.		8 154,357

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

Table with 11 rows and 3 columns. Rows include: 1a Exempt operating foundations... 1 Date of ruling... 2 Domestic foundations... 3 here... 4 All other domestic foundations... 5 Tax under section 511... 6 Add lines 1 and 2... 7 Subtitle A (income) tax... 8 Tax based on investment income... 9 Credits/Payments: 10 2014 estimated tax payments... 11 Exempt foreign organizations... 12 Tax paid with application... 13 Backup withholding... 14 Total credits and payments... 15 Enter any penalty... 16 Tax due... 17 Overpayment... 18 Enter the amount of line 10 to be: Credited to 2015 estimated tax 1,328 Refunded 318

Part VII-A Statements Regarding Activities

Table with 10 rows and 3 columns. Rows include: 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation... 1b Did it spend more than \$100 during the year... 1c Did the foundation file Form 1120-POL... 2 Enter the amount (if any) of tax on political expenditures... 3 Enter the reimbursement (if any) paid by the foundation... 4 Has the foundation engaged in any activities that have not previously been reported to the IRS? 5 Has the foundation made any changes, not previously reported to the IRS... 6a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 6b If "Yes," has it filed a tax return on Form 990-T for this year? 7 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 8 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: 9 Did the foundation have at least \$5,000 in assets at any time during the year? 10 Enter the states to which the foundation reports or with which it is registered (see instructions) CO 11 If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General... 12 Is the foundation claiming status as a private operating foundation... 13 Did any persons become substantial contributors during the tax year?

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? 16 Yes No 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.

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 X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No X
(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 X
(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 X
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here 1b X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? Yes No X
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 X
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)? Yes No

Organizations relying on a current notice regarding disaster assistance check here

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

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

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? Yes No

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	40,822		

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	2,696,476
b	Average of monthly cash balances	1b	333,526
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	3,030,002
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	3,030,002
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	45,450
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,984,552
6	Minimum investment return. Enter 5% of line 5	6	149,228

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	149,228
2a	Tax on investment income for 2014 from Part VI, line 5	2a	1,328
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,328
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	147,900
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	147,900
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	147,900

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	154,357
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	154,357
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	1,328
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	153,029

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				147,900
2 Undistributed income, if any, as of the end of 2014:				
a Enter amount for 2013 only			131,021	
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: ▶ \$ 154,357				
a Applied to 2013, but not more than line 2a			131,021	
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				23,336
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				124,564
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				(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:

SEE ATTACHED

- 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 <i>Paid during the year</i> See Attached Statement				
Total ▶ 3a				140,000
b <i>Approved for future payment</i> NONE				
Total ▶ 3b				0

Security Type	CUSIP	Asset Name	Fed Cost	FMV
Savings & Temp Inv	VP0528308	FEDERATED TREAS OBL FD 68	118,028.70	118,028.70
Savings & Temp Inv	VP0528308	FEDERATED TREAS OBL FD 68	3,445.42	3,445.42
		TOTAL SAVINGS & TEMP	121,474.12	121,474.12
Invest - Other	256210105	DODGE & COX INCOME FD COM #147	60,022.20	60,542.62
Invest - Other	693390841	PIMCO HIGH YIELD FD-INST #108	177,092.05	173,524.03
Invest - Other	693390882	PIMCO FOREIGN BD FD USD H-INST #103	181,500.00	185,855.44
Invest - Other	693390593	PIMCO MODERATE DURATION-INST #120	79,624.00	78,508.82
Invest - Other	999708902	TAXABLE INTERMEDIATE TERM BD FD	439,068.92	454,741.87
Invest - Other	464287804	ISHARES CORE S&P SMALL-CAP E	35,246.09	73,679.90
Invest - Other	46625H100	JPMORGAN CHASE & CO	10,128.50	13,595.00
Invest - Other	277923728	EATON VANCE GLOBAL MACRO - I #0088	58,355.78	55,438.92
Invest - Other	256206103	DODGE & COX INT'L STOCK FD #1048	29,944.20	30,175.36
Invest - Other	464287465	ISHARES MSCI EAFE ETF	132,705.36	133,459.60
Invest - Other	464287473	ISHARES RUSSELL MID-CAP VALUE	62,974.66	91,614.60
Invest - Other	949921662	WELLS FARGO ADV INTM T/F-INS #3158	80,008.10	80,484.74
Invest - Other	949921654	WELLS FARGO ADV S/T MUNI-INS #3161	75,075.00	75,149.93
Invest - Other	464287481	ISHARES RUSSELL MID-CAP GROWTH	55,924.93	79,294.55
Invest - Other	262028855	DRIEHAUS ACTIVE INCOME FUND	105,152.00	104,200.00
Invest - Other	693390791	PIMCO LOW DURATION II-INSTL 107	70,029.00	68,699.78
Invest - Other	693391559	PIMCO EMERG MKTS BD-INST #137	101,120.00	84,059.41
Invest - Other	464287234	ISHARES MSCI EMERGING MARKETS	91,319.66	86,468.32
Invest - Other	922908553	VANGUARD REIT VIPER	95,142.87	177,427.50
Invest - Other	06738C778	BARCLAYS BANK PLC IPATH BLOOMBERG CO	65,574.91	43,712.10
Invest - Other	73935S105	POWERSHARES DB COMMODITY INDEX	34,912.89	22,567.80
Invest - Other	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	35,988.33	34,663.30
Invest - Other	74925K581	ROBECO BP LNG/SHRT RES-INS	45,032.80	46,405.94
Invest - Other	76628T645	RIDGEWORTH SEIX HY BD-I #5855	25,056.00	24,997.93
		TOTAL INVEST-OTHER	2,146,998.25	2,279,267.46
Invest - Corp Stock	001055102	AFLAC INC	7,837.50	14,270.00
Invest - Corp Stock	037411105	APACHE CORP	22,059.00	18,771.00
Invest - Corp Stock	268648102	E M C CORP MASS	23,830.00	25,930.00
Invest - Corp Stock	369604103	GENERAL ELECTRIC CO	4,858.91	19,709.25
Invest - Corp Stock	437076102	HOME DEPOT INC	1,942.78	33,936.50
Invest - Corp Stock	458140100	INTEL CORP	13,973.44	27,258.00
Invest - Corp Stock	459200101	INTERNATIONAL BUSINESS MACHS CORP	13,615.85	19,163.75
Invest - Corp Stock	478160104	JOHNSON & JOHNSON	10,119.37	25,035.00
Invest - Corp Stock	580135101	MCDONALDS CORP	9,096.00	13,866.00
Invest - Corp Stock	594918104	MICROSOFT CORP	12,866.62	21,210.00
Invest - Corp Stock	92857W308	VODAFONE GROUP PLC-SP ADR	3,945.92	12,436.02
Invest - Corp Stock	713448108	PEPSICO INC	2,395.65	18,756.00
Invest - Corp Stock	742718109	PROCTER & GAMBLE CO	4,111.31	21,072.50
Invest - Corp Stock	883556102	THERMO FISHER SCIENTIFIC INC	10,402.26	37,563.00
Invest - Corp Stock	913017109	UNITED TECHNOLOGIES CORP	6,844.00	22,956.00
Invest - Corp Stock	931142103	WAL MART STORES INC	11,895.00	21,245.00
Invest - Corp Stock	191216100	COCA COLA CO	13,586.00	16,468.00
Invest - Corp Stock	911312106	UNITED PARCEL SERVICE-CL B	21,180.00	24,710.00
Invest - Corp Stock	30231G102	EXXON MOBIL CORPORATION	4,166.27	17,484.00
Invest - Corp Stock	87612E106	TARGET CORP	9,001.00	18,402.50
Invest - Corp Stock	25746U109	DOMINION RES INC VA	8,244.00	17,300.25
Invest - Corp Stock	92343V104	VERIZON COMMUNICATIONS	18,267.33	23,769.20
Invest - Corp Stock	902973304	US BANCORP DEL NEW	13,953.08	20,955.00
Invest - Corp Stock	166764100	CHEVRON CORP	8,571.00	20,506.00
Invest - Corp Stock	88579Y101	3M CO	11,470.37	28,402.50
		TOTAL INVEST-CORP STOCK	268,232.66	541,175.47
Cash			194.83	194.83
		TOTAL CASH	194.83	194.83
		TOTAL ASSETS	2,536,899.86	2,942,111.88

Account Name: BURGESS, R. & F. T/U/W
EIN: 74-2383505
Tax Year: 01/31/2015

Part XV, Lines 2a-d

Line 2a

WELLS FARGO PHILANTHROPIC SERVICES
1-888-234-1999
GRANTADMINISTRATION@WELLSFARGO.COM

Line 2b

ONLINE GRANT APPLICATION FORM OR ALTERNATIVE ACCESSIBLE
APPLICATION DESIGNED FOR ASSISTIVE TECHNOLOGY USERS

Line 2c

MAY 15 AND NOVEMBER 15

Line 2d

LIMITED TO CHARITIES SUPPORTING THE PERFORMING ARTS,
LOCATED WITHIN THE CITY AND COUNTY OF DENVER, COLORADO,
AND TO SPECIFIC CHARITIES NAMED BY THE DONOR

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

Recipient(s) paid during the year

Name

SEE ATTACHED

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 140,000
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Name

Street

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

Street

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

Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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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
-------------------------------	--------

Tax Transaction Detail (Distributions + Beneficiary)

5/27/2015 10:23:21

BURGESS, R. & F. T/U/W

Trust Year 2/1/2014 - 1/31/2015

Tax Code/Desc	Paid For	Transactions	Income	Principal	
149	BENEFICIARY DISTRIBUTIONS				
	000000000	No Beny Linked			
08/04/14		0 Units	Reg Code: 000	0.00	-4,300.00
Added:	FYE 05/06/15	DISCRETIONARY DISTRIBUTION CITY STRINGS - YOUTH MUSIC EDUCATION AUGUSTANA ARTS, INC. DPR APPROVED DTD 7/29/2014			
08/04/14		0 Units	Reg Code: 000	0.00	-4,300.00
Added:	FYE 05/06/15	DISCRETIONARY DISTRIBUTION JUNCTION BOX BALLET NOUVEAU COLORADO (BNC) DPR APPROVED DTD 7/29/2014			
08/04/14		0 Units	Reg Code: 000	0.00	-4,300.00
Added:	FYE 05/06/15	DISCRETIONARY DISTRIBUTION SEASON 14 PLAY DEVELOPMENT & PRODUCTION BUNTPORT THEATER COMPANY DPR APPROVED DTD 7/29/2014			
08/04/14		0 Units	Reg Code: 000	0.00	-4,300.00
Added:	FYE 05/06/15	DISCRETIONARY DISTRIBUTION SUMMER OPERA CENTRAL CITY OPERA HOUSE ASSOCIATION DPR APPROVED DTD 7/29/2014			
08/04/14		0 Units	Reg Code: 000	0.00	-4,300.00
Added:	FYE 05/06/15	DISCRETIONARY DISTRIBUTION SPONSORED ADMISSIONS & MEMBERSHIPS PROGRAM CHILDRENS MUSEUM OF DENVER, INC. DPR APPROVED DTD 7/29/2014			
08/04/14		0 Units	Reg Code: 000	0.00	-4,300.00
Added:	FYE 05/06/15	DISCRETIONARY DISTRIBUTION SUMMER 2015 CONCERT SERIES CITY PARK JAZZ, INC DPR APPROVED DTD 7/29/2014			
08/04/14		0 Units	Reg Code: 000	0.00	-15,000.00
Added:	FYE 05/06/15	DISCRETIONARY DISTRIBUTION COLORADO SYMPHONY KIDS COLORADO SYMPHONY ASSOCIATION DPR APPROVED DTD 7/29/2014			
08/04/14		0 Units	Reg Code: 000	0.00	-4,300.00
Added:	FYE 05/06/15	DISCRETIONARY DISTRIBUTION SCHOOL PROGRAMMING COMMUNITY MINDED DANCE DPR APPROVED DTD 7/29/2014			
08/04/14		0 Units	Reg Code: 000	0.00	-15,000.00
Added:	FYE 05/06/15	DISCRETIONARY DISTRIBUTION ACQUISITION FOR 20TH CENTURY DESIGN COLLECTION DENVER ART MUSEUM, INC. DPR APPROVED DTD 7/29/2014			

Wells Fargo
Tax Transaction Detail (Distributions + Beneficiary)
BURGESS, R. & F. T/U/W
Trust Year 2/1/2014 - 1/31/2015

Tax Code/Desc	Paid For	Transactions	Income	Principal
149	BENEFICIARY DISTRIBUTIONS			
	000000000	No Beny Linked		
08/04/14		0 Units	0.00	-4,300.00
Added:	FYE 05/06/15	DISCRETIONARY DISTRIBUTION PRODUCTION OF LORD OF THE FLIES DENVER CENTER FOR THE PERFORMING ARTS DPR APPROVED DTD 7/29/2014		
08/04/14		0 Units	0.00	-3,500.00
Added:	FYE 05/06/15	DISCRETIONARY DISTRIBUTION MARKETING INITIATIVE PROMOTING DENVER ELECTRIC DENVER ECLECTIC CONCERTS DPR APPROVED DTD 7/29/2014		
08/04/14		0 Units	0.00	-4,300.00
Added:	FYE 05/06/15	DISCRETIONARY DISTRIBUTION GENERAL OPERATING SUPPORT YEAR ROUND PROGRAMMING DENVER FILM SOCIETY DPR APPROVED DTD 7/29/2014		
08/04/14		0 Units	0.00	-4,300.00
Added:	FYE 05/06/15	DISCRETIONARY DISTRIBUTION GENERAL OPERATING SUPPORT DENVER YOUNG ARTISTS ORCHESTRA DPR APPROVED DTD 7/29/2014		
08/04/14		0 Units	0.00	-4,300.00
Added:	FYE 05/06/15	DISCRETIONARY DISTRIBUTION MIX UP OUR MEDIA LIGHTNING BUGS STUDIOS, INC. DPR APPROVED DTD 7/29/2014		
08/04/14		0 Units	0.00	-4,300.00
Added:	FYE 05/06/15	DISCRETIONARY DISTRIBUTION FAILURE LAB MUSEUM OF CONTEMPORARY ART DENVER DPR APPROVED DTD 7/29/2014		
12/09/14		0 Units	0.00	-1,660.00
Added:	FYE 05/06/15	CASH DISBURSEMENT TRAN # UU000014000001 DISCRETIONARY DISTRIBUTION COMMUNITY TICKETS ARTREACH, INC. APPROVED PER DPR DATED 12/8/2014		
12/09/14		0 Units	0.00	-1,660.00
Added:	FYE 05/06/15	CASH DISBURSEMENT TRAN # UU000014000003 DISCRETIONARY DISTRIBUTION ARTISTIC IMPACT BAROQUE CHAMBER ORCHESTRA OF COLORADO APPROVED PER DPR DATED 12/8/2014		

Tax Transaction Detail (Distributions + Beneficiary)

5/27/2015 10:23:21

BURGESS, R. & F. T/U/W

Trust Year 2/1/2014 - 1/31/2015

Tax Code/Desc	Paid For	Transactions	Income	Principal
149	BENEFICIARY DISTRIBUTIONS			
	000000000	No Beny Linked		
12/09/14		0 Units	Reg Code: 000	0 00
Added:	FYE 05/06/15	CASH DISBURSEMENT TRAN # UU000014000005 DISCRETIONARY DISTRIBUTION DANCE RENAISSANCE PROGRAM COLORADO BALLET COMPANY APPROVED PER DPR DATED 12/8/2014		-1,660.00
12/09/14		0 Units	Reg Code: 000	0 00
Added:	FYE 05/06/15	CASH DISBURSEMENT TRAN # UU000014000007 DISCRETIONARY DISTRIBUTION GENERAL OPERATIONS COLORADO CHILDREN'S CHORALE APPROVED PER DPR DATED 12/8/2014		-1,660.00
12/09/14		0 Units	Reg Code: 000	0.00
Added:	FYE 05/06/15	CASH DISBURSEMENT TRAN # UU000014000009 DISCRETIONARY DISTRIBUTION PROGRAMMING TO UNDERSERVED POPULATIONS, METRO AREA COLORADO HEBREW CHORALE APPROVED PER DPR DATED 12/8/2014		-1,660.00
12/09/14		0 Units	Reg Code: 000	0 00
Added:	FYE 05/06/15	CASH DISBURSEMENT TRAN # UU000014000011 DISCRETIONARY DISTRIBUTION PROGRAMMING TO UNDERSERVED POPULATIONS, METRO AREA COLORADO HEBREW CHORALE APPROVED PER DPR DATED 12/8/2014		-10,000.00
12/09/14		0 Units	Reg Code: 000	0.00
Added:	FYE 05/06/15	CASH DISBURSEMENT TRAN # UU000014000013 DISCRETIONARY DISTRIBUTION DENVER CONCERTS 2015 COLORADO WIND ENSEMBLE, INC APPROVED PER DPR DATED 12/8/2014		-1,660.00
12/09/14		0 Units	Reg Code: 000	0 00
Added:	FYE 05/06/15	CASH DISBURSEMENT TRAN # UU000014000015 DISCRETIONARY DISTRIBUTION 2014-15 SEASON AND SUPPORTING EVENTS CURIOUS THEATRE COMPANY APPROVED PER DPR DATED 12/8/2014		-1,660.00
12/09/14		0 Units	Reg Code: 000	0.00
Added:	FYE 05/06/15	CASH DISBURSEMENT TRAN # UU000014000017 DISCRETIONARY DISTRIBUTION ACQUISITION FOR ARCHITECTURE, DESIGN & GRAPHICS CO DENVER ART MUSEUM, INC APPROVED PER DPR DATED 12/8/2014		-10,000.00

Tax Transaction Detail (Distributions + Beneficiary)

5/27/2015 10:23:21

BURGESS, R. & F. T/U/W

Trust Year 2/1/2014 - 1/31/2015

Tax Code/Desc	Paid For	Transactions	Income	Principal
149	BENEFICIARY DISTRIBUTIONS			
	000000000	No Beny Linked		
12/09/14		0 Units	Reg Code 000	0.00
Added:	FYE 05/06/15	CASH DISBURSEMENT TRAN # UU000014000019 DISCRETIONARY DISTRIBUTION INSIDE THE ORCHESTRA FOR DENVER SCHOOLS JUNIOR SYMPHONY GUILD, INC APPROVED PER DPR DATED 12/8/2014		-1,660.00
12/09/14		0 Units	Reg Code 000	0.00
Added:	FYE 05/06/15	CASH DISBURSEMENT TRAN # UU000014000021 DISCRETIONARY DISTRIBUTION OPERATING EXPENSES FOR THE PRODUCTIONS & EXPENSES LUCENT PERFORMING ARTS APPROVED PER DPR DATED 12/8/2014		-1,660.00
12/09/14		0 Units	Reg Code 000	0.00
Added:	FYE 05/06/15	CASH DISBURSEMENT TRAN # UU000014000023 DISCRETIONARY DISTRIBUTION VARIOUS PROJECTS METROPOLITAN STATE COLLEGE OF DENVER FOUNDAITON, INC. APPROVED PER DPR DATED 12/8/2014		-1,660.00
12/09/14		0 Units	Reg Code: 000	0.00
Added:	FYE 05/06/15	CASH DISBURSEMENT TRAN # UU000014000025 DISCRETIONARY DISTRIBUTION 45TH ANNIVERSARY PERFORMANCE SEASON NEW DANCE THEATRE, INC APPROVED PER DPR DATED 12/8/2014		-1,660.00
12/09/14		0 Units	Reg Code 000	0.00
Added:	FYE 05/06/15	CASH DISBURSEMENT TRAN # UU000014000027 DISCRETIONARY DISTRIBUTION 2015 SEASON PHAMALY THEATRE COMPANY APPROVED PER DPR DATED 12/8/2014		-1,660.00
12/09/14		0 Units	Reg Code: 000	0.00
Added:	FYE 05/06/15	CASH DISBURSEMENT TRAN # UU000014000029 DISCRETIONARY DISTRIBUTION TUITION ASSITANCE AND OUTREACH PROGRAM ROCKY MOUNTAIN CHILDREN'S CHOIR APPROVED PER DPR DATED 12/8/2014		-1,660.00
12/09/14		0 Units	Reg Code: 000	0.00
Added:	FYE 05/06/15	CASH DISBURSEMENT TRAN # UU000014000031 DISCRETIONARY DISTRIBUTION GENERAL OPERATING SUPPORT SWALLOW HILL MUSIC ASSOCIATION APPROVED PER DPR DATED 12/8/2014		-1,660.00

Tax Transaction Detail (Distributions + Beneficiary)

5/27/2015 10:23:21

BURGESS, R. & F. T/U/W

Trust Year 2/1/2014 - 1/31/2015

Tax Code/Desc	Paid For	Transactions	Income	Principal
149	BENEFICIARY DISTRIBUTIONS			
	000000000	No Beny Linked		
12/09/14		0 Units	Reg Code: 000	0 00
Added:	FYE 05/06/15	CASH DISBURSEMENT TRAN # UU000014000033 DISCRETIONARY DISTRIBUTION THEATRE DEPT. 2014-15 PRODUCTIONS UNIVERSITY OF DENVER AKA COLORADO SEMINARY APPROVED PER DPR DATED 12/8/2014		-10,000 00
12/09/14		0 Units	Reg Code. 000	0 00
Added:	FYE 05/06/15	CASH DISBURSEMENT TRAN # UU000014000035 DISCRETIONARY DISTRIBUTION JUNCTION BOX BALLET NOUVEAU COLORADO DBA WONDERBOUND APPROVED PER DPR DATED 12/8/2014		-1,660 00
Total For: No Beny			0 00	-140,000.00
Total for Taxcode: 149			0.00	-140,000.00
Total for Distributions:			0 00	-140,000.00
Total for all Tax Codes:			18,974 20	-1,305,690 56

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

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Capital Gains/Losses			Net Gain or Loss
											Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss	
	Long Term CG Distributions	Amount	4,901											
	Short Term CG Distributions													
1	AFLAC INC	001055102			6/19/2003		5/20/2014	10,783	5,486					5,297
2	DIAMOND HILL LONG-SHORT	252645833			5/25/2010		2/4/2014	56,211	40,000					16,211
3	DOMINION RES INC VA	25746U109			1/5/2009		5/20/2014	10,330	5,496					4,834
4	EIL INTERNATIONAL PROPER	26852M105			3/25/2013		8/14/2014	8,944	8,735					209
5	EIL INTERNATIONAL PROPER	26852M105			3/25/2013		8/15/2014	8,960	8,735					245
6	EIL INTERNATIONAL PROPER	26852M105			3/25/2013		8/18/2014	8,930	8,735					195
7	EIL INTERNATIONAL PROPER	26852M105			7/25/1998		8/19/2014	9,047	8,795					252
8	EXXON MOBIL CORPORATION	30231G102			3/25/2013		5/20/2014	10,086	2,083					8,003
9	GATEWAY FUND - Y #1986	387829884			3/25/2013		2/4/2014	35,521	35,000					521
10	GENERAL ELECTRIC CO	369604103			10/25/1981		5/20/2014	9,902	2,209					7,693
11	HUSSMAN STRATEGIC GROW	448108100			9/30/2009		2/4/2014	57,828	75,000					-17,174
12	INTEL CORP	458140100			4/17/1997		5/20/2014	9,787	6,352					3,435
13	IVY ASSET STRATEGY FUND	466001864			11/19/2009		3/3/2014	43,054	30,000					13,054
14	JOHNSON & JOHNSON	478180104			3/22/2000		5/20/2014	15,049	6,072					8,977
15	MICROSOFT CORP	594918104			1/28/2001		5/20/2014	3,964	3,428					536
16	MICROSOFT CORP	594918104			7/7/2003		5/20/2014	7,928	5,506					2,422
17	MICROSOFT CORP	594918104			10/18/2002		5/20/2014	2,973	1,997					986
18	TARGET CORP	67612E106			1/30/2001		5/20/2014	9,989	6,444					3,545
19	VERIZON COMMUNICATIONS	92343V104			2/25/2014		3/4/2014	46	46					0
20	VODAFONE GROUP PLC-SP A	92857N308			10/4/1993		2/28/2014	23	6					17
21	TAXABLE TOTAL RETURN BO	991283912			1/31/1985		7/23/2014	35,877	36,996					-1,119
22	TAXABLE TOTAL RETURN BO	991283912			4/30/1985		7/23/2014	100,639	102,361					-1,722
23	TAXABLE TOTAL RETURN BO	991283912			10/31/1987		7/23/2014	75,840	75,706					134
24	TAXABLE TOTAL RETURN BO	991283912			4/30/1984		7/23/2014	62,856	63,225					-369
25	TAXABLE TOTAL RETURN BO	991283912			2/7/2007		7/23/2014	181,414	181,191					223
26	ST GTF GAIN							5,512						5,512
27	LT CTF GAIN							6,274						6,274
28	POWERSHARES ST LOSS													-117
29	POWERSHARES LT GAIN													127
30	SECTION 1256 LOSS							127	8,918					-8,918

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

		1,120	0	0	1,120
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,120			1,120

Part I, Line 16c (990-PF) - Other Professional Fees

		3,031	0	0	3,031
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	GRANT ADMINISTRATION FEE	3,031			3,031

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

		3,776	711	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Foreign Tax Withheld	711	711		
2	PY Excise Tax Due	91			
3	Estimated Excise Payments	2,974			

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

		288	288	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Partnership Expenses	271	271		
2	ADR Fees	17	17		

Part II, Line 10b (990-PF) - Investments - Corporate Stock

	Description	Num. Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	268,233	0	0	FMV Beg. of Year	FMV End of Year	541,175
1	SEE ATTACHED				268,233					541,175

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
1 SEE ATTACHED		2,494,086	2,146,998	2,279,267

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

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

1	CTF Income Timing Difference	1	120
2	Partnership Income Adjustment	2	9,168
3	Total	3	9,288

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

1	Mutual Fund Timing Difference	1	1
2	Undistributed CTF Capital Loss	2	1,908
3	PY Return of Capital Adjustment	3	3,076
4	Cost Basis Adjustment	4	119
5	CTF Book to Tax Difference	5	1,017
6	Total	6	6,121

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

Line	Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	789,618	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	728,628	Gain or Loss	61,289	FIMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FIMV Over Adj Basis	0	Gains Minus Excess of FIMV Over Adjusted Basis or Losses	61,289
1	AFLAC INC	001065102		6/19/2003	5/20/2014	10,783	0	0	0	5,468	5,315	5,468	5,237	0	0	0	0	0	5,237
2	DIAMOND HILL LONG SHORT FD CL I#	252645833		5/25/2010	2/4/2014	58,211	0	0	0	40,000	18,211	18,211	18,211	0	0	0	0	0	18,211
3	DOMINION RES INC VA	257460109		1/6/2009	5/20/2014	10,330	0	0	0	5,496	4,834	4,834	4,834	0	0	0	0	0	4,834
4	EIL INTERNATIONAL PROPERTY #30	28852M105		3/25/2013	6/14/2014	8,844	0	0	0	8,735	209	209	209	0	0	0	0	0	209
5	EIL INTERNATIONAL PROPERTY #30	28852M105		3/25/2013	6/15/2014	8,880	0	0	0	8,735	245	245	245	0	0	0	0	0	245
6	EIL INTERNATIONAL PROPERTY #30	28852M105		3/25/2013	6/18/2014	8,930	0	0	0	8,735	195	195	195	0	0	0	0	0	195
7	EIL INTERNATIONAL PROPERTY #30	28852M105		3/25/2013	6/19/2014	9,047	0	0	0	8,785	262	262	262	0	0	0	0	0	262
8	EXXON MOBIL CORPORATION	30231G102		7/28/1998	5/20/2014	10,098	0	0	0	2,083	8,015	8,015	8,003	0	0	0	0	0	8,003
9	GATEWAY FUND - Y #1988	367268694		3/25/2013	2/4/2014	35,527	0	0	0	35,000	527	527	527	0	0	0	0	0	527
10	GENERAL ELECTRIC CO	369604103		10/25/1991	5/20/2014	8,902	0	0	0	2,209	6,693	6,693	6,693	0	0	0	0	0	6,693
11	HUSMAN STRATEGIC GROWTH FUND	446108100		9/30/2009	2/4/2014	57,826	0	0	0	75,000	-17,174	-17,174	-17,174	0	0	0	0	0	-17,174
12	INTEL CORP	458140100		4/17/1997	5/20/2014	8,787	0	0	0	6,352	2,435	2,435	2,435	0	0	0	0	0	2,435
13	IVY ASSET STRATEGY FUND CLASS I#	466001864		11/19/2009	3/22/2014	43,054	0	0	0	30,000	13,054	13,054	13,054	0	0	0	0	0	13,054
14	JOHNSON & JOHNSON	478160104		3/22/2000	5/20/2014	15,049	0	0	0	6,072	8,977	8,977	8,977	0	0	0	0	0	8,977
15	MICROSOFT CORP	584818104		1/22/2001	5/20/2014	3,864	0	0	0	3,428	436	436	436	0	0	0	0	0	436
16	MICROSOFT CORP	584818104		7/7/2003	5/20/2014	2,873	0	0	0	5,506	2,633	2,633	2,633	0	0	0	0	0	2,633
17	MICROSOFT CORP	584818104		10/19/2002	5/20/2014	2,973	0	0	0	1,897	1,076	1,076	1,076	0	0	0	0	0	1,076
18	TARGET CORP	87612E106		1/30/2001	5/20/2014	9,889	0	0	0	6,444	3,445	3,445	3,445	0	0	0	0	0	3,445
19	VERIZON COMMUNICATIONS	92343V104		2/25/2014	3/4/2014	48	0	0	0	46	2	2	2	0	0	0	0	0	2
20	VODAFONE GROUP PLC-SP ADR	92857W308		10/4/1993	2/28/2014	23	0	0	0	6	17	17	17	0	0	0	0	0	17
21	TAXABLE TOTAL RETURN BOND FUND	961283912		1/31/1985	7/23/2014	35,877	0	0	0	36,996	-1,119	-1,119	-1,119	0	0	0	0	0	-1,119
22	TAXABLE TOTAL RETURN BOND FUND	961283912		4/30/1985	7/23/2014	100,639	0	0	0	102,361	-1,722	-1,722	-1,722	0	0	0	0	0	-1,722
23	TAXABLE TOTAL RETURN BOND FUND	961283912		10/31/1987	7/23/2014	75,840	0	0	0	75,706	134	134	134	0	0	0	0	0	134
24	TAXABLE TOTAL RETURN BOND FUND	961283912		4/30/1994	7/23/2014	62,856	0	0	0	63,225	-369	-369	-369	0	0	0	0	0	-369
25	TAXABLE TOTAL RETURN BOND FUND	961283912		2/7/2007	7/23/2014	181,414	0	0	0	181,181	233	233	233	0	0	0	0	0	233
26	LT CIT GAIN					5,512	0	0	0	0	5,512	5,512	5,512	0	0	0	0	0	5,512
27	LT CIT GAIN					6,274	0	0	0	0	6,274	6,274	6,274	0	0	0	0	0	6,274
28	POWERSHARES BT LOSS					117	0	0	0	0	117	117	117	0	0	0	0	0	117
29	POWERSHARES LT GAIN					127	0	0	0	0	127	127	127	0	0	0	0	0	127
30	SECTION 1256 LOSS					8,918	0	0	0	8,918	-8,918	-8,918	-8,918	0	0	0	0	0	-8,918

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

1	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 D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4.00	40,822	40,822	
										40,822		

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	6/11/2014	2	744
3 Second quarter estimated tax payment	7/9/2014	3	743
4 Third quarter estimated tax payment	10/9/2014	4	744
5 Fourth quarter estimated tax payment	1/9/2015	5	743
6 Other payments		6	
7 Total		7	2,974

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	131,021
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	131,021