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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 05-01-2014, and ending 04-30-2015

Name of foundation J EDWIN TREAKLE FOUNDATION INC		A Employer identification number 54-6051620	
Number and street (or P O box number if mail is not delivered to street address) BOX 1157		B Telephone number (see instructions) (804) 693-0881	
City or town, state or province, country, and ZIP or foreign postal code GLOUCESTER, VA 23061		C If exemption application is pending, check here <input type="checkbox"/>	
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		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 6,454,121		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
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.)			

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	39	39		
	4 Dividends and interest from securities.	138,574	138,574		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	330,138			
	b Gross sales price for all assets on line 6a 2,436,796				
	7 Capital gain net income (from Part IV, line 2) . . .		330,138		
	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	468,751	468,751		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	54,600	20,400		34,200
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	3,518	1,407		2,111
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	8,189	8,189		0
	c Other professional fees (attach schedule)	33,061	33,061		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	4,055	0		0
	19 Depreciation (attach schedule) and depletion	387	0		
	20 Occupancy	1,800	900		900
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	8,706	4,353		4,353
	24 Total operating and administrative expenses. Add lines 13 through 23	114,316	68,310		41,564
	25 Contributions, gifts, grants paid	405,000			405,000
	26 Total expenses and disbursements. Add lines 24 and 25	519,316	68,310		446,564
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-50,565			
	b Net investment income (if negative, enter -0-)		400,441		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	27,829	17,105	17,105
	2	Savings and temporary cash investments	400,884	159,826	159,826
	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)	5,790,775	5,564,572	5,564,572
	c	Investments—corporate bonds (attach schedule).	307,530	712,452	712,452
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	5	5	5
	14	Land, buildings, and equipment basis ▶ _____ 5,049 Less accumulated depreciation (attach schedule) ▶ 4,888	548	161	161
Liabilities	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	6,527,571	6,454,121	6,454,121
	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 ▶ _____)	2,112	2,254	
Net Assets or Fund Balances	23	Total liabilities (add lines 17 through 22)	2,112	2,254	
		Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	6,525,459	6,451,867	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	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)	6,525,459	6,451,867	
	31	Total liabilities and net assets/fund balances (see instructions) . . .	6,527,571	6,454,121	

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 6,525,459
2	Enter amount from Part I, line 27a	2 -50,565
3	Other increases not included in line 2 (itemize) ▶ _____	3 0
4	Add lines 1, 2, and 3	4 6,474,894
5	Decreases not included in line 2 (itemize) ▶ _____	5 23,027
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6 6,451,867

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 Additional Data Table			
b				
c				
d				
e				

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

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 See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	330,138
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	

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 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	447,091	6,200,009	0 072111
2012	419,370	5,996,856	0 069932
2011	404,434	6,187,498	0 065363
2010	369,419	6,204,466	0 059541
2009	392,147	5,854,754	0 066979

2	Total of line 1, column (d).	2	0 333926
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 066785
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	6,334,436
5	Multiply line 4 by line 3.	5	423,045
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	4,004
7	Add lines 5 and 6.	7	427,049
8	Enter qualifying distributions from Part XII, line 4.	8	446,564

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See
the Part VI instructions

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		1	4,004
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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3 Add lines 1 and 2.		3	4,004
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	4,004
6 Credits/Payments			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	1,800	
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	1,800
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	51
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	2,255
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11 Enter the amount of line 10 to be Credited to 2015 estimated tax Refunded		11	

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?	1a	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file Form 1120-POL for this year?	1c		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 0 (2) On foundation managers \$ 0			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
If "Yes," attach a detailed description of the activities.			
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
If "Yes," attach the statement required by General Instruction T.			
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	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	7	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions)			
<input checked="" type="checkbox"/> VA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.	8b	Yes	
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)?	9		No
If "Yes," complete Part XIV			
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of FOUNDATION OFFICERS Telephone no (804) 693-0881 Located at 105 GAZETTE-JOURNAL BLDG GLOUCESTER VA ZIP+4 23061			
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		
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
See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. Yes No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. Yes No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). Yes No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?.	1c		No
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?. 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		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. Yes No			
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here.	<input checked="" type="checkbox"/>		
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CYNTHIA B HORSLEY	SECRETARY & GRANT	15,000	0	0
7305 WELLFORD LANE	ADMIN			
GLOUCESTER,VA 23061	8 00			
NANCY POWELL	VICE PRESIDENT	15,000	0	0
PO BOX 854	AND TREASUR			
COBBS CREEK,VA 23035	8 00			
ROBERT A MAY	PRESIDENT AND	15,000	0	0
1030 PINE HALL ROAD	FOUNDATION M			
MATHEWS,VA 23035	1 00			
E C VERBYLA	DIRECTOR	9,600	0	0
P O BOX 465	0 25			
GLOUCESTER,VA 23109				
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.		0

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	
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	
2	
All other program-related investments. See instructions.	
3	
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	6,406,400
b	Average of monthly cash balances.	1b	24,445
c	Fair market value of all other assets (see instructions).	1c	55
d	Total (add lines 1a, b, and c).	1d	6,430,900
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	6,430,900
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	96,464
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	6,334,436
6	Minimum investment return. Enter 5% of line 5.	6	316,722

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	316,722
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	4,004
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,004
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	312,718
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	312,718
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	312,718

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	446,564
b	Program-related investments—total from Part IX-B.	1b	0
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	446,564
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	4,004
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	442,560
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				312,718
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009.	101,581			
b From 2010.	64,709			
c From 2011.	102,667			
d From 2012.	124,257			
e From 2013.	144,239			
f Total of lines 3a through e.	537,453			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 446,564				
a Applied to 2013, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2014 distributable amount.				312,718
e Remaining amount distributed out of corpus	133,846			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	671,299			
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.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions). . .	101,581			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	569,718			
10 Analysis of line 9				
a Excess from 2010. . . .	64,709			
b Excess from 2011. . . .	102,667			
c Excess from 2012. . . .	124,257			
d Excess from 2013. . . .	144,239			
e Excess from 2014. . . .	133,846			

Part XIVPrivate Operating Foundations (see instructions and Part VII-A, question 9)

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XVSupplementary Information (Complete this part only if the organization 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))

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

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

MR ROBERT A MAY PRESIDENT
BOX 1157
GLOUCESTER, VA 23061
(804) 693-0881

b

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

APPLICATION SUPPLIED BY FOUNDATION

c

Any submission deadlines

JANUARY 1 TO APRIL 30, EACH YEAR

d

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

PREFERENCE GIVEN TO LOCAL AND EDUCATIONAL ORGANIZATIONS

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	405,000
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)



1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of				
(1) Cash.		1a(1)		No
(2) Other assets.		1a(2)		No
b Other transactions				
(1) Sales of assets to a noncharitable exempt organization.		1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.		1b(2)		No
(3) Rental of facilities, equipment, or other assets.		1b(3)		No
(4) Reimbursement arrangements.		1b(4)		No
(5) Loans or loan guarantees.		1b(5)		No
(6) Performance of services or membership or fundraising solicitations.		1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.		1c		No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received				

[illegible]

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

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

Sign Here  _____  _____

***** 2015-08-28 *****

Signature of officer or trustee Date Title

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

Paid Preparer Use Only	Print/Type preparer's name G OTIS KIRKHAM CPA	Preparer's Signature	Date 2015-08-28	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00015687
	Firm's name <input checked="" type="checkbox"/> JOYNER KIRKHAM KEEL & ROBERTSON PC			Firm's EIN <input checked="" type="checkbox"/> 54-0987121	
	Firm's address <input checked="" type="checkbox"/> 5012 MONUMENT AVENUE SUITE 300 RICHMOND, VA 232303632			Phone no (804) 288-0496	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
55 SHS AMERICAN EXPRESS CO	P	2010-09-16	2014-06-09
50 SHS APPLE INC	P	2010-02-04	2014-07-11
1046 SHS BARRICK GOLD CORP	P	2010-09-16	2014-06-09
285 SHS BAXTER INTERNATIONAL INC	P	2010-09-16	2014-06-09
64 SHS BECTON DICKINSON & CO	P	2012-05-30	2014-06-09
290 SHS BED BATH & BEYOND	P	2014-03-12	2014-06-09
180 SHS CALIFORNIA RESOUCES CORP	P	2014-12-01	2015-02-10
350 SHS CATERPILLAR INC COM	P	2013-10-02	2015-02-10
167 SHS CDK GLOBAL	P	2014-10-06	2014-10-28
448 SHS CHARLES SCHWAB CORP	P	2011-10-18	2014-06-09

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
5,052		2,252	2,800
4,760		1,412	3,348
13,719		32,684	-18,965
20,468		12,839	7,629
7,616		4,708	2,908
22,073		20,076	1,997
1,198		180	1,018
28,957		29,486	-529
4,677		4,008	669
12,676		5,467	7,209

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			2,800
			3,348
			-18,965
			7,629
			2,908
			1,997
			1,018
			-529
			669
			7,209

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
34 SHS CHEVRON CORP	P	2003-12-24	2014-06-09
63 SHS CHUBB CORP	P	2010-09-16	2014-06-09
93 SHS CISCO SYSTEMS	P	2001-02-15	2014-06-09
1000 SHS CITIGROUP INC	P	2013-07-25	2015-02-10
400 SHS COCA COLA CO	P	1984-08-16	2014-07-08
105 SHS CONOCOPHILLIPS	P	2010-09-16	2014-06-09
85 SHS CVS CAREMARK CORP	P	2010-09-16	2014-06-09
200 SHS DEVON ENERGY CORP	P	2012-12-20	2014-06-09
212 SHS DR PEPPER SNAPPLE INC	P	2010-09-16	2014-06-09
397 SHS EBAY INC	P	2014-05-16	2015-02-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,955		1,416	2,539
5,891		3,614	2,277
2,277		2,868	-591
48,816		52,637	-3,821
16,661		121	16,540
8,397		4,490	3,907
6,644		2,504	4,140
14,993		10,763	4,230
12,524		7,441	5,083
21,104		20,507	597

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			2,539
			2,277
			-591
			-3,821
			16,540
			3,907
			4,140
			4,230
			5,083
			597

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
500 SHS EMERSON ELECTRIC CO	P	2012-08-17	2014-09-25
788 SHS EXELON CORP	P	2012-08-17	2014-05-06
669 SHS EXPRESS SCRIPTS INC	P	2007-04-27	2014-06-09
94 SHS EXXON MOBIL CORPORATION	P	1998-02-18	2014-06-09
600 SHS FREEPORT-MCMORAN COPPER & GOLD INC COM	P	2013-10-02	2014-09-25
281 SHS GALAXOSMITHKLINE ADR	P	2010-09-16	2014-06-09
250 SHS GENERAL ELECTRIC COMPANY	P	1980-07-25	2014-07-11
31 SHS HALYARD HEALTH INC	P	2014-11-13	2014-12-10
50 SHS HONEYWELL INC	P	2010-10-14	2014-07-11
39 SHS JOHNSON & JOHNSON	P	2010-12-14	2014-06-09

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
32,032		26,157	5,875
28,744		25,968	2,776
50,743		16,741	34,002
9,320		2,485	6,835
19,964		20,164	-200
13,227		11,479	1,748
6,595		290	6,305
1,417		869	548
4,711		2,306	2,405
4,003		2,401	1,602

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			5,875
			2,776
			34,002
			6,835
			-200
			1,748
			6,305
			548
			2,405
			1,602

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
300 SHS LYONDELL BASELL INDUSTRIES	P	2013-05-29	2015-02-10
350 SHS MCDONALDS CORP	P	2012-08-17	2014-09-25
206 SHS MEDTRONIC PLC	P	2010-09-16	2014-06-09
172 SHS MICROSOFT CORP	P	1997-08-06	2014-06-09
314 SHS MOLSON COORS BREWING CO CL B	P	2010-09-16	2014-05-22
750 SHS MONDELEZ INTL INC COM	P	2013-12-11	2015-03-12
200 SHS MONSANTO CO	P	2013-05-29	2015-02-10
417 SHS NEWMONT MINING CORP	P	2010-09-16	2014-06-09
102 SHS NORTHROP GRUMMAN CORP	P	2010-09-16	2014-06-09
450 SHS OCCIDENTAL PETROLEUM CORP	P	2012-08-17	2014-12-22

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
26,791		19,831	6,960
32,912		31,431	1,481
13,065		6,901	6,164
6,926		3,023	3,903
20,431		14,161	6,270
26,591		25,841	750
24,107		21,009	3,098
10,152		18,442	-8,290
12,901		5,328	7,573
33,769		39,498	-5,729

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			6,960
			1,481
			6,164
			3,903
			6,270
			750
			3,098
			-8,290
			7,573
			-5,729

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
99 SHS PEPSICO INC	P	2003-12-24	2014-06-09
1000 SHS PFIZER INC	P	2010-02-04	2014-07-11
150 SHS PHILIP MORRIS INTERNATIONAL INC	P	1988-02-12	2014-07-11
118 SHS PNC FINANCIAL SERVICES GROUP INC	P	2011-07-01	2014-06-09
50 SHS PRAXAIR INC	P	2005-08-25	2014-07-11
190 SHS PROCTOR & GAMBLE CO	P	1991-02-25	2014-06-09
250 SHS QUALCOMM INC	P	2002-11-29	2014-07-11
50 SHS RAYTHEON CO	P	2010-10-14	2014-07-11
380 SHS SOUTHERN CO	P	2014-01-02	2014-05-01
320 SHS SUNTRUST BANKS INC	P	2010-09-16	2014-06-09

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
8,655		5,106	3,549
30,120		20,824	9,296
12,956		605	12,351
10,116		7,179	2,937
6,635		2,521	4,114
15,997		1,889	14,108
18,138		5,128	13,010
4,555		2,272	2,283
17,644		15,555	2,089
12,772		8,474	4,298

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			3,549
			9,296
			12,351
			2,937
			4,114
			14,108
			13,010
			2,283
			2,089
			4,298

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
923 SHS TAIWAN SEMICONDUCTOR MFG LTD	P	2013-08-21	2014-06-09
152 SHS TARGET CORP	P	2010-09-16	2014-06-09
62 SHS TIME INC NEW	P	2014-06-09	2014-07-11
217 SHS TORCHMARK CORP	P	2010-09-16	2014-06-09
61 SHS TRAVELERS COMPANIES INC	P	2010-09-16	2014-06-09
178 SHS US BANCORP	P	2011-08-09	2014-06-09
177 SHS WAL-MART STORES INC	P	2010-09-16	2014-06-09
50 SHS WASHINGTON PRIME GROUP INC (REIT)	P	2014-05-29	2014-07-11
220 SHS WELLS FARGO & CO	P	2002-11-29	2014-06-09
100 SHS YUM BRANDS INC	P	2004-09-03	2015-03-12

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
20,761		14,629	6,132
9,174		8,132	1,042
1,529		858	671
12,870		5,834	7,036
5,779		3,210	2,569
7,545		3,949	3,596
14,161		10,613	3,548
971			971
11,227		5,158	6,069
7,937		1,962	5,975

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			6,132
			1,042
			671
			7,036
			2,569
			3,596
			3,548
			971
			6,069
			5,975

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
750 SHS BARCLAYS SHORT TERM HIGH YIELD BD ETF	P	2013-12-11	2015-03-12
250 SHS ISHARES CORE S&P 500	P	2014-02-21	2014-07-11
2000 SHS ISHARES INTL SELECT DIVIDEND ETF	P	2013-01-24	2015-02-10
1000 SHS ISHARES MSCI EAFE ETF	P	2013-10-02	2014-09-25
3500 SHS ISHARES MSCI EMERGING MKTS MIN VOL ETF	P	2013-05-29	2014-07-11
600 SHS ISHARES MSCI MEXICO CAPPED ETF	P	2014-07-11	2015-02-10
600 SHS ISHARES MSCO SOUTH KOREA CAPPED ETF	P	2014-07-11	2015-02-10
500 SHS VANGUARD GLOBAL EX-U S REAL ESTATE ETF	P	2013-04-23	2014-07-11
100 SHS BELL SOUTH CORP	P	2007-11-16	2014-07-15
12872 877 SHS ARTIO GLOBAL HIGH INCOME FUND	P	2009-10-06	2014-07-09

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
21,919		23,153	-1,234
27,727		26,861	866
69,713		69,315	398
64,721		63,830	891
170,281		200,482	-30,201
34,803		41,545	-6,742
33,958		38,262	-4,304
28,992		30,008	-1,016
100,824		101,719	-895
122,155		125,665	-3,510

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			-1,234
			866
			398
			891
			-30,201
			-6,742
			-4,304
			-1,016
			-895
			-3,510

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
9822 657 SHS CAMBIAR SMALL CAP FUND	P	2012-03-01	2014-07-09
500 SHS COLUMBIA ACORN INTERNATIONAL FUND	P	2006-01-10	2014-07-09
1045 81 SHS COLUMBIA SELECT LARGE CAP GROWTH FUND	P	2008-09-26	2014-07-09
5000 SHS CREDIT SUISSE COMMODITY RETURN PLUS STRATEGY FUND	P	2014-07-09	2014-09-25
2750 SHS EATON VANCE ATLANTA CAP SMID-CAP FUND	P	2013-01-25	2014-09-23
16500 SHS FIDELITY ADVISOR FLOATING RATE HIGH INCOME FUND	P	2013-07-25	2015-03-10
1918 627 SHS HARBOUR INTERNATIONAL FUND	P	2009-10-06	2014-07-09
3500 SHS IVY ASSET STRATEGY FUND CL I	P	2013-10-02	2015-02-06
2000 SHS JOHN HANCOCK FDS III DISCPILINED VALUE MID CAP FUND	P	2009-12-17	2014-07-09
2000 SHS ROBECO BOSTON PARTNERS LONG/SHORT RESEARCH FUND	P	2013-07-25	2014-07-09

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
196,936		206,379	-9,443
24,430		17,630	6,800
18,521		10,615	7,906
29,500		37,950	-8,450
67,293		54,790	12,503
160,430		164,445	-4,015
137,425		104,113	33,312
90,965		106,920	-15,955
38,860		18,440	20,420
30,300		26,840	3,460

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			-9,443
			6,800
			7,906
			-8,450
			12,503
			-4,015
			33,312
			-15,955
			20,420
			3,460

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
96,642			96,642


Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			96,642

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ABINGDON EPISCOPAL CHURCH PO BOX 82 WHITE MARSH,VA 23183		EXEMPT 501 (C) (3) P	SUPPORT GUEST PROGRAM FOR HOMELESS IN GLOUCESTER	4,000
ABINGDON VOLUNTEER FIRE AND RESCUE PO BOX 9 BENA,VA 23018		EXEMPT 501 (C) (3) P	PAY FOR EQUIPMENT, TRAINING, IMPROVEMENTS, AND MAINTENANCE	55,000
ANIMAL CARE SOCIETY PO BOX 121 MATHEWS,VA 23109		EXEMPT 501 (C) (3) P	ASSIST CLIENTS WHO ARE UNABLE TO PAY FOR PETS' SPAY/NEUTER	8,000
ANIMAL RESOURCE FOUNDATION P O BOX 967 WHITE MARSH,VA 23183		EXEMPT 501 (C) (3) P	PROVIDE SPAY/NEUTER FOR FERAL CATS IN AREA	1,000
ANTIOCH BAPTIST CHURCH 110 ANTIOCH ROAD SUSAN,VA 23163		NO IRS RULINGS	MAINTAIN BUILDINGS & GROUNDS	500
BAY AGING-RETIRED & SENIOR VOLUNTEER PROGRAM 5306 OLD VIRGINIA STREET URBANNA,VA 23175		EXEMPT 501 (C) (3) P	TO ASSIST ELDERLY WITH TRANSPORTATION TO MEDICAL APPOINTMENTS	3,500
BAY SCHOOL COMMUNITY ARTS CENTER PO BOX 1524 MATHEWS,VA 23109		EXEMPT 501 (C) (3) P	FUND FREE WEEK OF ART FOR 80 KIDS	1,400
BOYS & GIRLS CLUBS OF THE VIRGINIA PENINSULA 11825 ROCK LANDING DRIVE CHESAPEAKE BUILDING NEWPORT NEWS,VA 23606		EXEMPT 501 (C) (3) P	OPERATING FUNDS FOR GLOUCESTER & MATHEWS CLUBS	5,000
BREAD FOR LIFE COMMUNITY FOOD PANTRY INC PO BOX 581 GLOUCESTER,VA 23061		EXEMPT 501 (C) (3) P	BUY BOX TRUCK WITH LIFT GATE	1,000
CEREBRAL PALSY OF VIRGINIA 5825 ARROWHEAD DRIVE - SUITE 201 VIRGINIA BEACH,VA 23462		EXEMPT 501 (C) (3) P	PROVIDE 2 SCHOLARSHIPS OF \$250 EACH TO SUMMER CAMP	500
CHESAPEAKE BAY FOUNDATION 6 HERNDON AVENUE ANNAPOLIS,MD 21403		EXEMPT 501 (C) (3) P	SUPPORT EDUCATION PROGRAMS	1,000
CHILDREN'S HOSPITAL OF THE KING'S DAUGHTERS 601 CHILDRENS LANE NORFOLK,VA 23507		EXEMPT 501 (C) (3) P	BUY BOOKS TO GIVE TO KIDS WHO GET A PHYSICAL AT COURTHOUSE PEDIATRICS	1,500
CHRISTOPHER NEWPORT UNIVERSITY 1 AVENUE OF THE ARTS NEWPORT NEWS,VA 236063072		EXEMPT 501 (C) (3) P	PROVIDE SCHOLARSHIPS FOR STUDENTS FROM GLOUCESTER AND MATHEWS	6,000
CIRCLE OF FRIENDS FOUNDATION PO BOX 112 GLOUCESTER POINT,VA 23062		EXEMPT 501 (C) (3) P	ASSIST MENTALLY OR PHYSICALLY CHALLENGED PEOPLE WITH EXPENSES OR SUMMER CAMPS	2,000
COURT HOUSE PLAYERS PO BOX 643 GLOUCESTER,VA 23061		EXEMPT 501 (C) (3) P	PROVIDE SCHOLARSHIPS & SUPPORT MISSOULA CHILDREN'S THEATRE	1,000
Total  3a				405,000


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
EQUI-KIDS THERAPEUTIC RIDING PROGRAM 2626 HERITAGE PARK DRIVE VIRGINIA BEACH,VA 23456		EXEMPT 501 (C) (3) P	COVER COST OF 8 CHILDREN IN THE PROGRAM	1,000
GIRL SCOUT COUNCIL OF COLONIAL COAST 912 CEDAR ROAD CHESAPEAKE,VA 23322		EXEMPT 501 (C) (3) P	TO PROVIDE IMPROVEMENTS AT CAMP BURKE'S MILL POND	5,000
GLOUCESTER ARTS ON MAIN INC 6580 B MAIN STREET GLOUCESTER,VA 23061		EXEMPT 501 (C) (3) P	PROVIDE AFTER-SCHOOL PROGRAM AT BETHEL ELEM	1,000
GLOUCESTER COUNTY 4-H PO BOX 156 GLOUCESTER,VA 23061		EXEMPT 501 (C) (3) P	PROVIDE SCHOLARSHIPS, COUNSELOR TRAINING, AND TRANSPORTATION TO AND FROM CAMP	5,000
GLOUCESTER COUNTY PUBLIC SCHOOLS EDUCATIONAL FOUNDATION 6099 TC WALKER ROAD GLOUCESTER,VA 23061		EXEMPT 501 (C) (3) P	HELP FUND MINI-GRANTS PROGRAM FOR TEACHERS	2,000
GLOUCESTER HOUSING PARTNERSHIP PO BOX 772 HAYES,VA 230720772		EXEMPT 501 (C) (3) P	REPAIR HOMES OF LOW INCOME, ELDERLY, & DISABLED PEOPLE	14,000
GLOUCESTER LIBRARY FRIENDS OF 6920 MAIN STREET GLOUCESTER,VA 23061		EXEMPT 501 (C) (3) P	BUY BOOKS, PERIODICALS, AND OTHER CURRENT INFORMATION FOR PATRONS	22,000
GLOUCESTER-MATHEWS FREE CLINIC PO BOX 684 GLOUCESTER,VA 230610684		EXEMPT 501 (C) (3) P	SUPPORT NEW DENTAL PROGRAM	22,000
GLOUCESTER-MATHEWS HUMANE SOCIETY PO BOX 385 GLOUCESTER,VA 23061		EXEMPT 501 (C) (3) P	PAY FOR TRANSFERRING CATS TO NO-KILL SHELTERS FOR ADOPTION	8,000
GLOUCESTER PRESERVATION FOUNDATION PO BOX 69 GLOUCESTER,VA 23061		EXEMPT 501 (C) (3) P	REPAIR & MAINTAIN WALTER REED'S BIRTHPLACE	2,500
GLOUCESTER VOLUNTEER FIRE AND RESCUE SQUAD 6595 MAIN STREET GLOUCESTER,VA 23061		EXEMPT 501 (C) (3) P	PURCHASE EQUIPMENT FOR FIRE FIGHTERS	55,000
GWYNN'S ISLAND CIVIC LEAGUE P O BOX 313 GWYNN,VA 23066		EXEMPT 501 (C) (3) P	MAINTAIN GWYNN'S ISLAND CEMETERY	1,000
HABITAT FOR HUMANITY GLOUCESTERMATHEWS 3725 GEORGE WASHINGTON MEMORIAL HIGHWAY SUITE B HAYES,VA 23072		EXEMPT 501 (C) (3) P	BUILD NEW HOME FOR NEEDY FAMILY	5,000
HANDS ACROSS MATHEWS PO BOX 1303 MATHEWS,VA 23109		EXEMPT 501 (C) (3) P	PROVIDE FOOD, FUEL, RENT, MORTGAGE HELP, AND HOME REPAIRS TO NEEDY IN MATHEWS	14,000
HISTORIC CHRIST CHURCH INC FOUNDATION FOR PO BOX 24 IRVINGTON,VA 22480		EXEMPT 501 (C) (3) P	REPAIR & PRESERVE SLATE ROOF	500
Total  3a				405,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HOSPITAL HOSPITALITY HOUSE 612 EAST MARSHALL STREET RICHMOND,VA 23219		EXEMPT 501 (C) (3) P	PAY FOR LODGING FOR POOR FOR 200 NIGHTS	1,000
JACOB'S LADDER INC PO BOX 555 URBANNA,VA 23175		EXEMPT 501 (C) (3) P	PAY FOR 4 AT-RISK KIDS FROM MATHEWS & MIDDLESEX AT RESIDENTIAL PROGRAM	6,000
KINGSTON PARISH PRESCHOOL PO BOX 471 MATHEWS,VA 23109		EXEMPT 501 (C) (3) P	BUY CLASSROOM SUPPLIES	500
LAUREL SHELTER INC PO BOX 23 GLOUCESTER,VA 23061		EXEMPT 501 (C) (3) P	USE FOR MEDICATIONS, FUEL FOR TRANSPORTATION, CLOTHING, & OUTREACH	7,000
LITERACY VOLUNTEERS OF GLOUCESTER INC 5276 GEORGE WASHINGTON MEMORIAL HIGHWAY WHITE MARSH,VA 23183		EXEMPT 501 (C) (3) P	DESIGN DIGITAL LITERACY PROGRAM AND BUY MATERIALS NEEDED	1,600
MATHEWS BAPTIST CHURCH 8284 BUCKLEY HALL ROAD HUDGINS,VA 23076		NO IRS RULINGS	MAINTAIN CEMETERY LOTS WHERE TREAKLE FAMILY BURIED	600
MATHEWS COUNTY HISTORICAL SOCIETY INC PO BOX 855 MATHEWS,VA 23109		EXEMPT 501 (C) (3) P	PAY FOR WRITTEN HISTORY OF MATHEWS	1,000
MATHEWS COUNTY TRIAD INC PO BOX 190 MATHEWS,VA 23109		EXEMPT 501 (C) (3) P	PROVIDE LIFELINE TO 5 INDIGENT SENIORS FOR YEAR	2,000
MATHEWS FAMILY YMCA PO BOX 1536 MATHEWS,VA 23109		EXEMPT 501 (C) (3) P	FUND SUMMER FOOD SERVICE PROGRAM 5 DAYS A WEEK FOR 4 WEEKS	3,000
MATHEWS HIGH SCHOOL CREW PO BOX 38 MATHEWS,VA 23109		USE PUBLIC SCHOOL RU	USE FOR TRAVEL, EQUIPMENT, REPAIRS, FUNDING FOR INDIGENT KIDS	5,000
MATHEWS LAND CONSERVANCY PO BOX 306 MATHEWS,VA 23109		EXEMPT 501 (C) (3) P	PAY TOWARD FINISHING BOATHOUSE	1,000
MATHEWS MEMORIAL LIBRARY INC FRIENDS OF PO BOX 127 MATHEWS,VA 23109		EXEMPT 501 (C) (3) P	BUY BOOKS, COMPUTERS, EQUIPMENT, & FUND LIBRARY PROGRAMS	22,000
MATHEWS VOLUNTEER FIRE DEPARTMENT P O BOX 1130 MATHEWS,VA 23109		EXEMPT 501 (C) (3) P	REPLACE AIR PAKS AND FILLING STATION FOR AIR PAKS	27,500
MATHEWS VOLUNTEER RESCUE SQUAD PO BOX 723 MATHEWS,VA 23109		EXEMPT 501 (C) (3) P	BUY NEW EQUIPMENT AND NEW AMBULANCE	27,500
PARK PARTNERS 6467 MAIN STREET GLOUCESTER,VA 23061		EXEMPT 501 (C) (3) P	BUY ALUMINUM BLEACHERS FOR WOODVILLE PARK	3,000
Total  3a				405,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
RAPPAHANNOCK COMMUNITY COLLEGE EDUCATIONAL FOUNDATION INC PO BOX 923 WARSAW,VA 22572		EXEMPT 501 (C) (3) P	PROVIDE SCHOLARSHIPS OF MERIT AND UPDATE REFERENCE BOOKS IN LIBRARY	10,000
RAPPAHANNOCK WESTMINSTER-CANTERBURY FOUNDATION INC 132 LANCASTER DRIVE IRVINGTON,VA 22480		EXEMPT 501 (C) (3) P	HELP FUND FELLOWSHIP ASSISTANCE PROGRAM	500
READING IS FUNDAMENTAL - BOTETOURT ELEMENTARY 6361 MAIN STREET GLOUCESTER,VA 23061		EXEMPT 501 (C) (3) P	BUY BOOKS FOR STUDENTS	2,000
ROSEWELL FOUNDATION THE 5113 OLD ROSEWELL LANE GLOUCESTER,VA 23061		EXEMPT 501 (C) (3) P	REPAIR AND PRESERVE ROSEWELL & VISITORS CENTER	1,000
RURAL INFANT SERVICES PROGRAM PO BOX 40 SALUDA,VA 23149		EXEMPT 501 (C) (3) P	BUY PROGRAM EQUIPMENT & MATERIALS	1,000
SALEM UNITED METHODIST CHURCH P O BOX 474 MATHEWS,VA 23109		NO IRS RULINGS	BUY DEFIBRILLATOR FOR CHURCH	500
SALVATION ARMY - GLOUCESTER-MATHEWS PO BOX 267 HAYES,VA 23072		EXEMPT 501 (C) (3) P	ASSIST WITH RENT, UTILITIES, FOOD, FUEL, MEDICATIONS, CLOTHING, CAMP FOR KIDS	16,000
SAMARITAN GROUP THE PO BOX 784 WHITE MARSH,VA 231830784		EXEMPT 501 (C) (3) P	ASSIST NEEDY IN GLOUCESTER WITH RENT, UTILITIES, TRANSPORTATION, MEDICAL BILLS, ETC	9,000
ST PAUL CEMETERIES ASSOCIATION 1150 ANTIOCH ROAD SUSAN,VA 23163		NO PUBLIC OR PRIVATE	MAINTENANCE AND UPKEEP OF CEMETERY	500
VERSABILITY RESOURCES INC 2520 58TH STREET HAMPTON,VA 23661		EXEMPT 501 (C) (3) P	SUPPORT LEWIS B PULLER CENTER, A WORK CENTER FOR ADULTS WITH DISABILITIES	1,000
VIRGINIA COLLEGE FUND THE 4900 AUGUSTA AVENUE SUITE 101 RICHMOND,VA 232303611		EXEMPT 501 (C) (3) P	PROVIDE SCHOLARSHIPS FOR STUDENTS ATTENDING SCHOOLS IN VCF	1,000
VIRGINIA INSTITUTE OF MARINE SCIENCE FOUNDATION PO BOX 1346 GLOUCESTER POINT,VA 23062		EXEMPT 501 (C) (3) P	FUND 7TH GRADE CHESAPEAKE STUDIES FIELD TRIPS	1,400
VIRGINIA SYMPHONY ORCHESTRA 150 BOUSCH STREET STE 201 NORFOLK,VA 23510		EXEMPT 501 (C) (3) P	SEND STUDENTS FROM YORK & GLOUCESTER ELEM SCHOOLS TO YOUNG PEOPLE'S CONCERT	1,000
WARE ACADEMY 7936 JOHN CLAYTON MEMORIAL HIGHWAY GLOUCESTER,VA 23061		EXEMPT 501 (C) (3) P	FUND FACULTY PROFESSIONAL DEVELOPMENT	1,000
WASHINGTON AND LEE UNIVERSITY 204 WEST WASHINGTON STREET LEXINGTON,VA 24450		EXEMPT 501 (C) (3) P	BUY MACRO LENS FOR HIGH-SPEED CAMERAS IN SCIENCE CENTER	1,000
Total  3a				405,000

TY 2014 Accounting Fees Schedule

Name: J EDWIN TREACLE FOUNDATION INC

EIN: 54-6051620

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AUDIT OF FINANCIAL STATEMENTS AND PREPARATION OF FORM 990-PF	8,189	8,189		0

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2014 Depreciation Schedule

Name: J EDWIN TREACLE FOUNDATION INC
EIN: 54-6051620

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
FILE CABINET	1976-03-15	624	624	SL	10 0000000000000	0	0		
FILE CABINET	1978-07-15	134	134	SL	10 0000000000000	0	0		
IBM TYPEWRITER	1980-05-15	460	460	SL	5 0000000000000	0	0		
DESK	1992-02-24	495	495	SL	10 0000000000000	0	0		
CREDENIZA	1992-02-24	335	335	SL	10 0000000000000	0	0		
CHAIR, SEC	1992-02-24	130	130	SL	10 0000000000000	0	0		
CHAIR, SIDE	1992-02-24	120	120	SL	10 0000000000000	0	0		
4 DOOR FILE CABINET	1996-05-30	220	220	SL	5 0000000000000	0	0		
COMPUTER DESK	1997-12-17	596	596	SL	10 0000000000000	0	0		
COMPUTER SYSTEM	2010-09-21	1,935	1,387	SL	5 0000000000000	387	0		

**TY 2014 Investments Corporate
Bonds Schedule****Name:** J EDWIN TREACLE FOUNDATION INC**EIN:** 54-6051620

Name of Bond	End of Year Book Value	End of Year Fair Market Value
100 SHS WALMART	100,387	100,387
100K WALMART STORES INC SR NT	101,602	101,602
100K MIRCOSOFTE CORP SR NT	50,381	50,381
50K JPMORGAN CHASE & CO SR NT	50,313	50,313
50K BP CAP MKTS PLC CO GTD NT	51,007	51,007
100K CITIGROUP INC SR NT	101,600	101,600
100K TOTAL CAP INTL SA GTN NOTE	101,163	101,163
100K WELLS FARGO & CO SR NT	101,480	101,480
50K JOHN DEERE CAP CO SR NT	54,519	54,519

TY 2014 Investments Corporate

Stock Schedule

Name: J EDWIN TREAKLE FOUNDATION INC

EIN: 54-6051620

Name of Stock	End of Year Book Value	End of Year Fair Market Value
250 SHS 3M CO	39,088	39,088
750 SHS ABBVIE INC	48,495	48,495
250 SHS AIR PRODUCTS & CHEMICALS INC	35,858	35,858
300 SHS AMERICAN EXPRESS CO	23,235	23,235
600 SHS AMERICAN WATERWORKS CO INC	32,712	32,712
500 SHS APACHE CORP	34,200	34,200
650 SHS APPLE INC	81,348	81,348
750 SHS AT&T INC.	25,980	25,980
500 SHS AUTOMATIC DATA PROCESSING INC	42,270	42,270
325 SHS AVALON BAY COMMUNITIES	53,411	53,411
300 SHS BECTON DICKINSON & CO	42,261	42,261
100 SHS BIOGEN IDEC INC	37,393	37,393
125 SHS BLACKROCK INC	45,493	45,493
350 SHS BOEING CO	50,169	50,169
450 SHS BOSTON PROPERTIES INC COM	59,540	59,540
350 SHS BRISTOL MYERS SQUIBB	22,306	22,306
200 SHS CELGENE CORP	21,612	21,612
400 SHS CHEVRON CORP	44,424	44,424
50 SHS CHIPOTLE MEXICAN GRILL	31,067	31,067
250 SHS CHUBB CORP	24,588	24,588
1500 SHS CISCO SYSTEMS	43,245	43,245
1000 SHS COCA COLA CO	40,560	40,560
189 SHS CONOCOPHILLIPS	12,837	12,837
300 SHS CVS CAREMARK CORP	29,787	29,787
400 SHS DEVON ENERGY CORP	27,284	27,284
400 SHS DISNEY WALT CO.	43,488	43,488
1000 SHS DOMINION RESOURCES INC	71,680	71,680
1000 SHS DOW CHEMICAL	51,000	51,000
290 SHS DR PEPPER SNAPPLE INC	21,628	21,628
400 SHS E I DUPONT DE NEMOURS & CO	29,280	29,280

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1250 SHS EMC CORP	33,638	33,638
650 SHS EXPRESS SCRIPTS INC	56,160	56,160
700 SHS EXXON MOBIL CORPORATION	61,159	61,159
2000 SHS GENERAL ELECTRIC COMPANY	54,160	54,160
1000 SHS GENERAL MOTORS CO	35,060	35,060
500 SHS GILEAD SCIENCES INC	50,255	50,255
75 SHS GOOGLE INC	41,158	41,158
900 SHS HEALTH CARE REIT INC COM	64,818	64,818
400 SHS HOME DEPOT INC	42,792	42,792
550 SHS HONEYWELL INTL INC	55,506	55,506
250 SHS INTERNATIONAL BUSINESS MACHINES CORP	42,823	42,823
750 SHS J P MORGAN CHASE & CO	47,445	47,445
300 SHS JOHNSON & JOHNSON	29,760	29,760
250 SHS KIMBERLY CLARK CORP	27,423	27,423
10 SHS MATHEWS YACHT CLUB	50	50
400 SHS MEDTRONIC PLC	29,780	29,780
750 SHS MERCK & CO INC	44,670	44,670
1451 SHS MICROSOFT CORP	70,577	70,577
276 SHS MOLSON COORS BREWING CO CL B	20,289	20,289
400 SHS PEPSICO INC	38,048	38,048
500 SHS PHILIP MORRIS INTERNATIONAL INC	41,735	41,735
300 SHS PHILLIPS 66	23,793	23,793
300 SHS PNC FINANCIAL SERVICES GROUP INC.	27,519	27,519
350 SHS PRAXAIR INC.	42,676	42,676
600 SHS PROCTOR & GAMBLE CO	47,706	47,706
300 SHS PUBLIC STORAGE INC COM (REIT)	56,373	56,373
500 SHS QUALCOMM INC	34,000	34,000
550 SHS RAYTHEON CO	57,200	57,200
500 SHS SALESFORCE.COM INC	36,410	36,410
300 SHS SIMON PPTY GROUP INC NEW COM	54,447	54,447

Name of Stock	End of Year Book Value	End of Year Fair Market Value
400 SHS TARGET CORP	31,532	31,532
500 SHS TIME WARNER INC	42,205	42,205
750 SHS TJX COMPANIES INC	48,405	48,405
300 SHS TRAVELERS COMPANIES INC	30,333	30,333
500 SHS UNITED TECHNOLOGIES CORP.	56,875	56,875
750 SHS US BANCORP	32,153	32,153
400 SHS VERIZON COMMUNICATIONS INC COM	20,176	20,176
800 SHS VISA INC	52,840	52,840
300 SHS WAL-MART STORES INC	23,415	23,415
1355 SHS WELLS FARGO & CO.	74,661	74,661
400 SHS YUM BRANDS INC	34,384	34,384
1250 SHS BARCLAYS SHORT TERM HIGH YIELD BD ETF	36,675	36,675
465 SHS ISHARES IBOXX \$ INVEST GRADE CORP	55,772	55,772
3500 SHS ISHARES INTL SELECT DIVIDEND ETF	122,605	122,605
500 SHS ISHARES MSCI ALL COUNTRY ASIA	34,055	34,055
2250 SHS ISHARES MSCI EAFE ETF	149,648	149,648
2500 SHS ISHARES MSCI EMERGING MKTS MIN VOL ETF	155,575	155,575
2500 SHS ISHARES RUSSELL 1000 GROWTH INDEX	248,650	248,650
750 SHS VANGUARD GLOBAL EX-U S REAL ESTATE ETF	44,348	44,348
750 SHS VANGUARD INTERMEDIATE TERM BOND	64,328	64,328
1800 SHS VANGUARD MID-CAP ETF	230,742	230,742
2500 SHS VANGUARD SMALL-CAP ETF	300,150	300,150
1500 SHS WISDOMTREE EUROPE HEDGED EQUITY FUND	96,390	96,390
3500.003 SHS CAMBIAR SMALL CAP FUND	70,910	70,910
4362.827 SHS COLUMBIA ACORN INTERNATIONAL FUND	196,284	196,284
7000.003 SHS COLUMBIA SELECT LARGE CAP GROWTH FUND	133,840	133,840
6500 SHS FIDELITY ADVISOR FLOATING RATE HIGH INCOME FUND	63,570	63,570
3000 SHS IVY ASSET STRATEGY FUND CL I	79,170	79,170
14811.115 SHS JOHN HANCOCK FDS III DISCPILINED VALUE MID CAP FUND	306,442	306,442
4500 SHS NATIXIS FDS TR II	52,155	52,155

Name of Stock	End of Year Book Value	End of Year Fair Market Value
8500 SHS PRINCIPAL PFD SECS FUND	88,315	88,315
10000 SHS ROBECO BOSTON PARTNERS LONG/SHORT RESEARCH FUND	154,300	154,300

TY 2014 Investments - Other Schedule

Name: J EDWIN TREACLE FOUNDATION INC

EIN: 54-6051620

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
COINS & PAPERS	FMV	5	5

TY 2014 Land, Etc. Schedule**Name:** J EDWIN TREACLE FOUNDATION INC**EIN:** 54-6051620

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
FILE CABINET	624	624	0	
FILE CABINET	134	134	0	
IBM TYPEWRITER	460	460	0	
DESK	495	495	0	
CREDENIZA	335	335	0	
CHAIR, SEC	130	130	0	
CHAIR, SIDE	120	120	0	
4 DOOR FILE CABINET	220	220	0	
COMPUTER DESK	596	596	0	
COMPUTER SYSTEM	1,935	1,774	161	

TY 2014 Other Decreases Schedule

Name: J EDWIN TREAKLE FOUNDATION INC

EIN: 54-6051620

Description	Amount
UNREALIZED LOSS	23,027

TY 2014 Other Expenses Schedule**Name:** J EDWIN TREACLE FOUNDATION INC**EIN:** 54-6051620

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	5,688	2,844		2,844
MISCELLANEOUS	556	278		278
P O BOX RENT	58	29		29
OFFICE SUPPLIES	853	426		427
POSTAGE	156	78		78
TELEPHONE	1,395	698		697

TY 2014 Other Liabilities Schedule

Name: J EDWIN TREACLE FOUNDATION INC

EIN: 54-6051620

Description	Beginning of Year - Book Value	End of Year - Book Value
EXCISE TAXES PAYABLE	2,112	2,254

TY 2014 Other Professional Fees Schedule**Name:** J EDWIN TREACLE FOUNDATION INC**EIN:** 54-6051620

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TRUST FEES FOR MAINTAINING INVESTMENT ASSETS	33,061	33,061		0

TY 2014 Taxes Schedule

Name: J EDWIN TREACLE FOUNDATION INC

EIN: 54-6051620

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAXES	4,055	0		0