Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning 5/1/2014 **, and ending** 4/30/2015

Name of foundation: WILLARD & FRANCES HENDRIX

A Employer identification number: 62-6158855

Number and street (or P O box number if mail is not delivered to street address): P O BOX 1908
Room/suite:

B Telephone number (see instructions): (615) 748-4034

City or town: ORLANDO
State: FL
ZIP code: 32802-1908

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

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 5,076,287

J Accounting method ☐ Cash ☐ Accrual ☐ Other (specify) ________ *(Part I, column (d) must be on cash basis)*

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	50,357	51,093		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	205,283			
	b	Gross sales price for all assets on line 6a 410,566				
	7	Capital gain net income (from Part IV, line 2)		205,283		
	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)	17,672	17,672		
	12	**Total.** Add lines 1 through 11	273,312	274,048	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	12,035	6,018		6,017
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	23,796			23,796
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	18,159			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	1,885			1,885
	24	**Total operating and administrative expenses.** Add lines 13 through 23	55,875	6,018	0	31,698
	25	Contributions, gifts, grants paid	365,816			365,816
	26	**Total expenses and disbursements.** Add lines 24 and 25	421,691	6,018	0	397,514
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-148,379			
	b	**Net investment income** (if negative, enter -0-)		268,030		
	c	**Adjusted net income** (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.
HTA

RECEIVED MAR 2 1 2016 OGDEN, UT

SCANNED MAR 3 0 2016

ENVELOPE POSTMARK DATE MAR 1 5 2016

Rec in Batching/ Corres Ogden MAR 2 8 2016

635

Part II Balance Sheets

	Line	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	102,347	74,265	74,265
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	5,035,914	4,915,617	5,002,022
	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)	5,138,261	4,989,882	5,076,287
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	5,138,261	4,989,882	
	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)	5,138,261	4,989,882	
	31	**Total liabilities and net assets/fund balances** (see instructions)	5,138,261	4,989,882	

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	5,138,261
2	Enter amount from Part I, line 27a	2	-148,379
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,989,882
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,989,882

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	HENDRIX EQUITY COMMON TRUST FD		12/31/2003	4/30/2015
b	OTHER GAIN		1/1/2001	4/30/2015
c			1/1/2001	4/30/2015
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	25,592		24,856	736
b	311,056		180,427	130,629
c	64,404			64,404
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				736
b				130,629
c				64,404
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	205,283
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	391,271	5,015,367	0 078014
2012	366,536	4,597,701	0 079722
2011	530,196	4,714,370	0 112464
2010	421,169	4,880,859	0 086290
2009	419,924	4,680,142	0 089725

2	**Total** of line 1, column (d)	2	0 446215
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 089243
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	5,172,665
5	Multiply line 4 by line 3	5	461,624
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,680
7	Add lines 5 and 6	7	464,304
8	Enter qualifying distributions from Part XII, line 4	8	397,514

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ______ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	5,361
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	5,361
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	5,361
6	Credits/Payments			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a 13,025		
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	13,025
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	0
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	7,664
11	Enter the amount of line 10 to be: **Credited to 2015 estimated tax** ▶ 5,361 **Refunded** ▶		11	2,303

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TN			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ SUNTRUST BANK Telephone no ▶ (615) 748-4034
Located at ▶ P O BOX 1908 ORLANDO FL ZIP+4 ▶ 32802-1908

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22 1) If "Yes," enter the name of the foreign country ▶			

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?	☐ Yes ☒ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)		2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2014 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014)*		3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?		4b		X

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

5a During the year did the foundation pay or incur any amount to
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (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? **7b** N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Attached Statement	00	0		
	00	0		
	00	0		
	00	0		

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

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

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	5,146,651
b	Average of monthly cash balances	1b	104,786
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	5,251,437
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	5,251,437
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	78,772
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,172,665
6	**Minimum investment return.** Enter 5% of line 5	6	258,633

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	258,633
2a	Tax on investment income for 2014 from Part VI, line 5	2a	5,361		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	5,361
3	Distributable amount before adjustments Subtract line 2c from line 1			3	253,272
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	253,272
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	253,272

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	397,514
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	397,514
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	397,514

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				253,272
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____				
3	Excess distributions carryover, if any, to 2014				
a	From 2009 — 190,373				
b	From 2010 — 185,320				
c	From 2011 — 301,302				
d	From 2012 — 146,510				
e	From 2013 — 153,529				
f	**Total** of lines 3a through e	977,034			
4	Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 397,514				
a	Applied to 2013, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see instructions)				
c	Treated as distributions out of corpus (Election required—see instructions)				
d	Applied to 2014 distributable amount				253,272
e	Remaining amount distributed out of corpus	144,242			
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	1,121,276			
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				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)				
8	Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	190,373			
9	**Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	930,903			
10	Analysis of line 9				
a	Excess from 2010 — 185,320				
b	Excess from 2011 — 301,302				
c	Excess from 2012 — 146,510				
d	Excess from 2013 — 153,529				
e	Excess from 2014 — 144,242				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Attached Statement				
Total			▶ **3a**	365,816
b *Approved for future payment*				
NONE				
Total			▶ **3b**	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	50,357	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 *Gain or (loss) from sales of assets other than inventory*			18	205,283	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a W&W HENDRIX JV			01	16,902	
b CHESAPEAKE OPERATING INC			01	770	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		273,312	0

13 **Total.** Add line 12, columns (b), (d), and (e) . 13 273,312

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	Not Applicable

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		Not Applicable	

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

Signature of officer or trustee: Barbara Allred | Date: 3/14/2016 | Title: TRUSTEE

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
DONALD J ROMAN		3/14/2016		P00364310

Firm's name ▶ PRICEWATERHOUSECOOPERS, LLP — Firm's EIN ▶ 13-4008324

Firm's address ▶ 600 GRANT STREET, PITTSBURGH PA 15219 — Phone no 412-355-6000

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

	Amount
Long Term CG Distributions	4,628
Short Term CG Distributions	4,886

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	410,566	205,283	205,283
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	HENDRIX EQUITY COMMON T	990014185			12/31/2003		4/30/2015	25,592	24,856				0	736
2	X	OTHER GAIN				1/1/2001		4/30/2015	311,056	180,427					130,629
3	X					1/1/2001		4/30/2015	64,404						64,404

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

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
		17,672	17,672	0
	Description			
1	W&W HENDRIX JV	16,902	16,902	
2	CHESAPEAKE OPERATING INC	770	770	

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

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		23,796	0	0	23,796
	Description				
1	HOLTON, BLACKSTONE & MAYBERRY	23,796			23,796

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

		18,159	0	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY EXCISE TAX DUE	5,133			
2	ESTIMATED TAX PAYMENTS	13,026			

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

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		1,885	0	0	1,885
	Description				
1	MISC EXPENSES	1,885			1,885

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

			5,035,914	4,915,617	5,002,022
	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1				4,915,617	5,002,022

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

	Amount
Long Term CG Distributions	4,628
Short Term CG Distributions	4,886

	Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						401,052	0	0	205,283	195,769	0	0	0	195,769
1	HENDRIX EQUITY COMMON TRUST FD	990014185		12/31/2003	4/30/2015	25,592		0	24,856	736	0	0	0	736
2	OTHER GAIN			1/1/2001	4/30/2015	311 056			180,427	130,629	0	0	0	130,629
3				1/1/2001	4/30/2015	64 404			0	64 404	0	0	0	64,404

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
										12,035	0	0
1	SUNTRUST BANKS, INC		P O BOX 1908	ORLANDO	FL	32802-1908		TRUSTEE	AS REQ'D	12,035		
2	JAMES GOOCH, ESQUIRE		AMSOUTH FINANCIAL CENTER	NASHVILLE	TN	37238		TRUSTEE	AS REQ'D	0		
3	JANE STAR		AMSOUTH FINANCIAL CENTER	NASHVILLE	TN	37238		TRUSTEE	AS REQ'D	0		
4	JAMES HENDRIX		AMSOUTH FINANCIAL CENTER	NASHVILLE	TN	37238		TRUSTEE	AS REQ'D	0		
5	JOHN ANDERSON		AMSOUTH FINANCIAL CENTER	NASHVILLE	TN	37238		TRUSTEE	AS REQ'D	0		

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	9/9/2014	2	3,256
3	Second quarter estimated tax payment	10/10/2014	3	3,256
4	Third quarter estimated tax payment	1/14/2015	4	3,257
5	Fourth quarter estimated tax payment	4/13/2015	5	3,256
6	Other payments		6	
7	Total		7	13,025

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

Recipient(s) paid during the year

Name					
BETHEL UNIVERSITY					
Street					
P O BOX 127					
City	**State**	**Zip Code**	**Foreign Country**		
MCKENZIE	TN	38201			
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution				**Amount**	
GENERAL CHARITABLE PURPOSES				100,316	

Name				
FATHER FLANAGAN'S HOME FOR BOYS				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL CHARITABLE PURPOSES				1,000

Name				
FIRST BAPTIST CHURCH DAYTONA				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL CHARITABLE PURPOSES				5,000

Name				
PLACE OF COMFORT				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL CHARITABLE PURPOSES				6,000

Name				
SAFE HOUSE OF SEMINOLE				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL CHARITABLE PURPOSES				1,000

Name				
CLIMATE SOLUTIONS				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL CHARITABLE PURPOSES				5,000

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

Recipient(s) paid during the year

Name
THE DOVE PROJECT
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSES	5,000

Name
EARTH CORPS
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSES	5,000

Name
EMERGENCY FOOD NETWORK
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSES	10,000

Name
INTERFAITH COUNCIL TO PREVENT HOMELESSNESS
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSES	6,000

Name
TACOMA COMMUNITY HOUSE
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSES	5,000

Name
VASHON HOUSE HOLD
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSES	10,000

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

Recipient(s) paid during the year

Name
VASHON ISLAND GROWERS ASSOCIATION
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSES	5,000

Name
VASHON-MAURY ISLAND LAND TRUST
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSES	10,000

Name
VOICE OF VASHON
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSES	2,000

Name
WHITE OAK FARM AND EDUCATION CENTER
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSES	5,000

Name
VASHON ISLAND GROWERS GENERAL FUND
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSES	2,000

Name
LATINO OUTREACH
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSES	5,000

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

Recipient(s) paid during the year

Name				
LEGAL AID OF NORTH CAROLINA				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** PC			
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES				**Amount** 2,000

Name				
CLEAN WATER FOR NORTH CAROLINA				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** PC			
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES				**Amount** 1,000

Name				
ELLERBE CREEK WATERSHED ASSOCIATION				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** PC			
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES				**Amount** 500

Name				
KIDS VOTING DURHAM				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** PC			
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES				**Amount** 500

Name				
PLANNED PARENTHOOD OF NC				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** PC			
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES				**Amount** 2,000

Name				
CENTER FOR RESPONSIBLE LENDING				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** PC			
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES				**Amount** 1,000

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

Recipient(s) paid during the year

Name					
VANDERBILT TUTORIAL SCHOLARSHIP FUND					
Street					
City		State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: PC				
Purpose of grant/contribution: GENERAL CHARITABLE PURPOSES					Amount: 12,500

Name					
ALIVE HOSPICE OF NASHVILLE					
Street					
City		State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: PC				
Purpose of grant/contribution: GENERAL CHARITABLE PURPOSES					Amount: 11,000

Name					
CUMBERLAND HEIGHTS					
Street					
City		State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: PC				
Purpose of grant/contribution: GENERAL CHARITABLE PURPOSES					Amount: 5,000

Name					
CURRY INGRAM ACADEMY					
Street					
City		State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: PC				
Purpose of grant/contribution: GENERAL CHARITABLE PURPOSES					Amount: 5,000

Name					
GIRLS AND BOYS CLUB					
Street					
City		State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: PC				
Purpose of grant/contribution: GENERAL CHARITABLE PURPOSES					Amount: 5,000

Name					
MARTHA OBRYAN CENTER					
Street					
City		State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: PC				
Purpose of grant/contribution: GENERAL CHARITABLE PURPOSES					Amount: 4,000

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

Recipient(s) paid during the year

Name				
MENTAL HEALTH ASSOCIATION OF MID TN				
Street				
City	State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: PC			
Purpose of grant/contribution: GENERAL CHARITABLE PURPOSES				Amount: 2,000

Name				
NASHVILLE SYMPHONY				
Street				
City	State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: PC			
Purpose of grant/contribution: GENERAL CHARITABLE PURPOSES				Amount: 11,000

Name				
OUR KIDS				
Street				
City	State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: PC			
Purpose of grant/contribution: GENERAL CHARITABLE PURPOSES				Amount: 4,000

Name				
PLANNED PARENTHOOD OF MID TN				
Street				
City	State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: PC			
Purpose of grant/contribution: GENERAL CHARITABLE PURPOSES				Amount: 11,000

Name				
JANIE STARR'S WOMENS ATHLETIC FUND				
Street				
City	State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: PC			
Purpose of grant/contribution: GENERAL CHARITABLE PURPOSES				Amount: 50,000

Name				
SOUTHERN ENVIRONMENTAL LAW				
Street				
City	State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: PC			
Purpose of grant/contribution: GENERAL CHARITABLE PURPOSES				Amount: 10,000

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

Recipient(s) paid during the year

Name
THE SPONSERS
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSES	4,000

Name
WPLN PUBLIC RADIO
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSES	10,000

Name
WO SMITH SCHOOL OF MUSIC
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSES	5,000

Name
Y-BUILD
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSES	10,000

Name
YWCA
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSES	8,000

Name
BRINGING BOOKS TO LIFE
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSES	2,000

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

Recipient(s) paid during the year

Name
SOUTHERN COALITION FOR SOCIAL JUSTICE

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSES	1,000

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

SUNTRUST

TCH W & F HENDRIX FDN
ACCOUNT NO. 3619440

PORTFOLIO DETAIL

AS OF 04/30/15

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
PRINCIPAL PORTFOLIO						
EQUITY SECURITIES						
LTD PARTNERSHIP & CLOSELY HELD						
13.966	WALL WALL & HENDRIX JOINT VENTURE CUSIP: 992006PU4	71,547.82 5,123.000 2.02 %	66,666.67 4,773.50	4,881.15	0	0.00 % 0.00 %
COMMON & COLLECTIVE FUNDS						
1,991.895	HENDRIX EQUITY COMMON TRUST FD CUSIP: 990014185	3,398,416.99 1,706.123 95.98 %	3,300,554.07 1,656.99	97,862.92	6,671	0.20 % 0.00 %
REAL ESTATE						
1	MI TARRANT CNTY, TX 13.966% IN 3.137 ACS IN BLK 33 LOTS 1, 2, 3, BLK 34 LOTS 7, 8, 9, 11, 12 13 ALTA MERE ADDITION OF FT WORTH CUSIP: 9911292B2	400.00 400.000 0.01 %	1.00 1.00	399.00	0	0.00 % 0.00 %
PRINCIPAL PORTFOLIO TOTAL		**3,470,364.81**	**3,367,221.74**	**103,143.07**	**6,671**	**0.19 %**

INCOME PORTFOLIO

SUNTRUST

TCH W & F HENDRIX FDN
ACCOUNT NO. 3619440

PORTFOLIO DETAIL

AS OF 04/30/15

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
STIF & MONEY MARKET FUNDS						
70,222.72	FEDERATED MONEY MKT OBLIGS TR TRSY OBLIGS INSTL CL #68 FFS CUSIP: 609068DF5	70,222.72 1.000 1.98 %	70,222.72 1.00	0.00	7	0.01 % 0.00 %
INCOME PORTFOLIO TOTAL		**70,222.72**	**70,222.72**	**0.00**	**7**	**0.01 %**
TOTAL ASSETS		**3,540,587.53**	**3,437,444.46**	**103,143.07**	**6,678**	**0.19 %**

Portfolio Detail

ASSET DESCRIPTION	NO OF SHARES/ PAR VALUE	UNIT PRICE	MARKET VALUE	PERCENT OF PORTFOLIO	TAX COST BASIS	ESTIMATED ANNUAL INCOME	ACCRUED INCOME	YIELD AT MARKET
PRINCIPAL PORTFOLIO								
Short Term Investments								
FEDERATED MONEY MKT OBLIGS TR TRSY OBLIGS INSTL CL #68 FFS	4,041.760	1.000	4,041.76	0.26	4,041.76	0	0.12	0.01
Total Short Term Investments			**$4,041.76**	**0.26%**	**$4,041.76**	**$0**	**$0.12**	**0.00%**
Common Stocks								
HENDRIX EQUITY COMMON TRUST FD BOOK VALUE $894,182 26	894.182	1,706.122	1,525,584.58	97.66	1,481,727.21	2,994	0.00	0.20
Total Common Stocks			**$1,525,584.58**	**97.66%**	**$1,481,727.21**	**$2,994**	**$0.00**	**0.19%**
Other								
MI TARRANT CNTY, TX 6.158% IN 3.137 ACS IN BLK 33 LOTS 1, 2, 3, BLK 34 LOTS 7, 8, 9, 11, 12 13 ALTA MERE ADDITION OF FT WORTH	1.000	950.000	950.00	0.06	1.00	0	0.00	0.00
WALL WALL & HENDRIX JOINT VENTURE	6.158	5,123.000	31,547.43	2.02	66,666.67	0	0.00	0 00
Total Other			**$32,497.43**	**2.08%**	**$66,667.67**	**$0**	**$0.00**	**0.00%**
Total Principal Portfolio			**$1,562,123.77**	**100.00%**	**$1,552,436.64**	**$2,994**	**$0.12**	**0.19%**
Total Portfolio			**$1,562,123.77**	**100.00%**	**$1,552,436.64**	**$2,994**	**$0.12**	**0.19%**

SUNTRUST

Activity Detail

DATE	TRANSACTION DESCRIPTION	NO OF SHARES/PAR VALUE	INCOME CASH	PRINCIPAL CASH	TAX COST BASIS
4/1/2015	**STATEMENT BEGINNING BALANCE**		**-$15,150.60**	**$0.00**	**$1,567,162.28**
Receipts					
Dividends					
4/1 /2015	CASH RECEIPT OF DIVIDEND EARNED ON FEDERATED TRSY OBLIG MM-I #68 FFS DIVIDEND FROM 3/1/15 TO 3/31/15		0.16		
4/1 /2015	CASH RECEIPT OF DIVIDEND EARNED ON FEDERATED TRSY OBLIG MM-I #68 FFS DIVIDEND FROM 3/1/15 TO 3/31/15		0.07		
Total Dividends			**$0.23**	**$0.00**	**$0.00**
Common Trust Fund					
4/1 /2015	CASH RECEIPT OF INCOME EARNED ON HENDRIX EQUITY COMMON TRUST FD $0.69466/UNIT ON 894.1822 UNITS DUE 3/31/15	894 18	621.15		
Total Common Trust Fund			**$621.15**	**$0.00**	**$0.00**
Other Receipts					
4/22/2015	CASH RECEIPT TRANSFER FROM PRINCIPAL		14,627.43		
Total Other Receipts			**$14,627.43**	**$0.00**	**$0.00**
Total Receipts			**$15,248.81**	**$0.00**	**$0.00**
Disbursements					
Administrative Expenses					
4/30/2015	SUNTRUST MGMT FEES POSTED THRU 04/30/2015			-98.21	

SUNTRUST

Statement Period
April 1 , 2015 - April 30, 2015

Account Number
3619441
TCH W&F HENDRIX FDN/BETHEL SIDE

Account Statement

Activity Detail - continued

DATE	TRANSACTION DESCRIPTION	NO OF SHARES/PAR VALUE	INCOME CASH	PRINCIPAL CASH	TAX COST BASIS
***Disbursements** - continued*					
4/30/2015	SUNTRUST MGMT FEES POSTED THRU 04/30/2015		-98.21		
Total Administrative Expenses			**-$98.21**	**-$98.21**	**$0.00**
Other Disbursements					
4/22/2015	CASH DISBURSEMENT TRANSFER TO INCOME			-14,627.43	
Total Other Disbursements			**$0.00**	**-$14,627.43**	**$0.00**
Total Distributions			**-$98.21**	**-$14,725.64**	**$0.00**
Cash Sweep					
Sweep Sales					
4/30/2015	COMBINED SALES FOR THE PERIOD 4/ 1/15 - 4/30/15 OF FEDERATED TRSY OBLIG MM-I #68 FFS	14,725.64		14,725.64	-14,725.64
Total Sweep Sales			**$0.00**	**$14,725.64**	**-$14,725.64**
Total Sweep Transactions			**$0.00**	**$14,725.64**	**-$14,725.64**
4/30/2015	**STATEMENT ENDING BALANCE**		**$0.00**	**$0.00**	**$1,552,436.64**