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Form **990-PF****Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2014

Open to Public Inspection

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

For calendar year 2014 or tax year beginning 6/1/2014, and ending 5/31/2015

Name of foundation MILLER ANNA SHAWDE TD			A Employer identification number 23-6221403	
Number and street (or P.O. box number if mail is not delivered to street address) Room/suite Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041			B Telephone number (see instructions) (888) 730-4933	
City or town Winston Salem	State NC	ZIP code 27101-3818		
Foreign country name Foreign province/state/county Foreign postal code				
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change			C If exemption application is pending, check here ☐ D 1 Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
H Check type of organization ☐ Section 501(c)(3) exempt private foundation ☒ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation				
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 13,313,702		J Accounting method ☒ Cash ☐ Accrual ☐ 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 ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	252,027	238,195		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	392,501			
	b Gross sales price for all assets on line 6a 4,408,661				
	7 Capital gain net income (from Part IV, line 2)		392,501		
	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	644,528	630,696	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	96,668	72,501		24,167
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	681			681
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	35,855	5,604		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	19,304	19,304		
	24 Total operating and administrative expenses. Add lines 13 through 23	152,508	97,409	0	24,848
	25 Contributions, gifts, grants paid	550,000			550,000
26 Total expenses and disbursements. Add lines 24 and 25	702,508	97,409	0	574,848	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-57,980				
b Net investment income (if negative, enter -0-)		533,287			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.
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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	398,831	315,526	315,526
	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)		2,413,634	2,750,040
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶			
Liabilities	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	11,597,774	9,204,312	10,248,136
	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)	11,996,605	11,933,472	13,313,702
	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	11,996,605	11,933,472	
	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)	11,996,605	11,933,472	
	31 Total liabilities and net assets/fund balances (see instructions)	11,996,605	11,933,472	

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	11,996,605
2 Enter amount from Part I, line 27a	2	-57,980
3 Other increases not included in line 2 (itemize) ▶ MUTUAL FUND TIMING DIFFERENCE	3	2,739
4 Add lines 1, 2, and 3	4	11,941,364
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	7,892
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	11,933,472

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	See Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			0
b			0
c			0
d			0
e			0

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			0
b			0
c			0
d			0
e			0

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	392,501
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }	3	0

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part☐ Yes ☒ No

(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	529,225	12,836,972	0.041227
2012	526,744	12,194,972	0.043194
2011	577,789	11,958,012	0.048318
2010	165,526	12,064,980	0.013720
2009	725,725	10,879,258	0.066707

2 Total of line 1, column (d)	2	0.213166
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	0.042633
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	13,193,473
5 Multiply line 4 by line 3	5	562,477
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,333
7 Add lines 5 and 6	7	567,810
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	574,848

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	5,333
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	5,333
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	5,333
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	13,500
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	13,500
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	8,167
11	Enter the amount of line 10 to be: Credited to 2015 estimated tax 5,333 Refunded	11	2,834

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► WELLS FARGO BANK N A Telephone no ► 888-730-4933 Located at ► 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ► 27101-3818			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A	► ☒		
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1) If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☒ No 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)? ☐ Yes ☒ No
- Organizations relying on a current notice regarding disaster assistance check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
- If "Yes," attach the statement required by Regulations section 53.4945–5(d)*
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
- If "Yes" to 6b, file Form 8870*
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b	N/A	
6b		X
7b	N/A	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N A 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	Trustee	4 00	96,668	

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

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

Total number of other employees paid over \$50,000

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

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

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

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

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



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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	12,924,637
b	Average of monthly cash balances	1b	469,752
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	13,394,389
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	13,394,389
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	200,916
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,193,473
6	Minimum investment return. Enter 5% of line 5	6	659,674

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	659,674
2a	Tax on investment income for 2014 from Part VI, line 5	2a	5,333
b	Income tax for 2014 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	5,333
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	654,341
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	654,341
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	654,341

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	574,848
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	574,848
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	5,333
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	569,515

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				654,341
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			122,370	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 574,848				
a Applied to 2013, but not more than line 2a			122,370	
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				452,478
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				201,863
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

Part 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	550,000
b Approved for future payment NONE				
Total			3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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	252,027	
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	392,501	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a					
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0		644,528	0
13	Total. Add line 12, columns (b), (d), and (e)				13 644,528	644,528

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

<u>Security Type</u>	<u>EIN</u>	<u>CUSIP</u>	<u>Asset Name</u>	<u>FMV</u>	<u>Fed Cost</u>
Cash	23-6221403			-	-
Total Cash				-	-
Invest - Corp Stock	23-6221403	008252108	AFFILIATED MANAGERS GROUP, INC COM	64,861	57,165
Invest - Corp Stock	23-6221403	037833100	APPLE INC	190,209	119,153
Invest - Corp Stock	23-6221403	071813109	BAXTER INTL INC	51,290	52,564
Invest - Corp Stock	23-6221403	097023105	BOEING CO	87,122	78,666
Invest - Corp Stock	23-6221403	126650100	CVS HEALTH CORPORATION	75,761	54,205
Invest - Corp Stock	23-6221403	17275R102	CISCO SYSTEMS INC	82,654	62,280
Invest - Corp Stock	23-6221403	231021106	CUMMINS INC.	82,686	87,602
Invest - Corp Stock	23-6221403	25243Q205	DIAGEO PLC - ADR	5,548	5,802
Invest - Corp Stock	23-6221403	254687106	WALT DISNEY CO	102,644	77,822
Invest - Corp Stock	23-6221403	268648102	E M C CORP MASS	48,729	49,824
Invest - Corp Stock	23-6221403	369604103	GENERAL ELECTRIC CO	43,905	40,925
Invest - Corp Stock	23-6221403	375558103	GILEAD SCIENCES INC	61,749	46,708
Invest - Corp Stock	23-6221403	459200101	INTERNATIONAL BUSINESS MACHS CORP	6,786	6,529
Invest - Corp Stock	23-6221403	478366107	JOHNSON CONTROLS INC	59,823	55,438
Invest - Corp Stock	23-6221403	594918104	MICROSOFT CORP	74,976	65,380
Invest - Corp Stock	23-6221403	637071101	NATIONAL OILWELL INC COM	53,125	74,602
Invest - Corp Stock	23-6221403	641069406	NESTLE S.A. REGISTERED SHARES - ADR	6,195	5,788
Invest - Corp Stock	23-6221403	68389X105	ORACLE CORPORATION	54,797	49,703
Invest - Corp Stock	23-6221403	771195104	ROCHE HOLDINGS LTD - ADR	44,614	40,491
Invest - Corp Stock	23-6221403	806857108	SCHLUMBERGER LTD	88,955	90,287
Invest - Corp Stock	23-6221403	872540109	TJX COMPANIES INC	58,586	56,121
Invest - Corp Stock	23-6221403	883556102	THERMO FISHER SCIENTIFIC INC	54,445	52,343
Invest - Corp Stock	23-6221403	89151E109	TOTAL S.A. - ADR	40,392	40,725
Invest - Corp Stock	23-6221403	907818108	UNION PACIFIC CORP	81,737	76,466
Invest - Corp Stock	23-6221403	58155Q103	MCKESSON CORP	83,031	64,145
Invest - Corp Stock	23-6221403	38259P706	GOOGLE INC-CL C	26,606	27,857
Invest - Corp Stock	23-6221403	38141G104	GOLDMAN SACHS GROUP INC	51,548	43,407
Invest - Corp Stock	23-6221403	404280406	HSBC - ADR	7,125	7,595
Invest - Corp Stock	23-6221403	911312106	UNITED PARCEL SERVICE-CL B	46,633	45,889

Invest - Corp Stock	23-6221403	30231G102	EXXON MOBIL CORPORATION	38,340	41,789
Invest - Corp Stock	23-6221403	87612E106	TARGET CORP	61,870	46,884
Invest - Corp Stock	23-6221403	91324P102	UNITEDHEALTH GROUP INC	114,200	75,555
Invest - Corp Stock	23-6221403	09247X101	BLACKROCK INC	54,867	48,565
Invest - Corp Stock	23-6221403	61166W101	MONSANTO CO NEW	42,113	42,715
Invest - Corp Stock	23-6221403	46625H100	JPMORGAN CHASE & CO	86,172	76,531
Invest - Corp Stock	23-6221403	902973304	US BANCORP	58,630	56,439
Invest - Corp Stock	23-6221403	03524A108	ANHEUSER-BUSCH INBEV SPN ADR	95,242	84,270
Invest - Corp Stock	23-6221403	084670702	BERKSHIRE HATHAWAY INC.	103,675	89,669
Invest - Corp Stock	23-6221403	20030N101	COMCAST CORP CLASS A	81,844	72,921
Invest - Corp Stock	23-6221403	517834107	LAS VEGAS SANDS CORP	4,575	5,498
Invest - Corp Stock	23-6221403	150870103	CELANESE CORP	77,801	63,693
Invest - Corp Stock	23-6221403	172967424	CITIGROUP INC.	70,845	65,048
Invest - Corp Stock	23-6221403	G29183103	EATON CORP PLC	6,443	5,917
Invest - Corp Stock	23-6221403	12572Q105	CME GROUP INC	75,360	61,716
Invest - Corp Stock	23-6221403	718172109	PHILIP MORRIS INTERNATIONAL IN	41,535	40,940
Total Invest - Corp Stock				2,750,040	2,413,634
Invest - Other	23-6221403	256210105	DODGE & COX INCOME FD COM #147	336,730	283,263
Invest - Other	23-6221403	693390882	PIMCO FOREIGN BD FD USD H-INST #103	95,645	91,984
Invest - Other	23-6221403	77957P105	T ROWE PRICE SHORT TERM BD FD #55	104,246	104,569
Invest - Other	23-6221403	74255L696	PRINCIPAL GL MULT STRAT-INST #4684	133,103	130,385
Invest - Other	23-6221403	04314H402	ARTISAN INTERNATIONAL FD INS #662	896,245	631,544
Invest - Other	23-6221403	589509207	MERGER FUND-INST #301	133,130	132,144
Invest - Other	23-6221403	04314H600	ARTISAN MID CAP FUND-INS #1333	570,409	466,619
Invest - Other	23-6221403	592905509	MET WEST TOTAL RETURN BOND CL I #512	333,810	338,086
Invest - Other	23-6221403	315920702	FID ADV EMER MKTS INC- CL I #607	200,802	202,222
Invest - Other	23-6221403	261980668	DREYFUS INTERNATL BOND FD CL I #6094	95,303	102,288
Invest - Other	23-6221403	256206103	DODGE & COX INT'L STOCK FD #1048	904,950	562,836
Invest - Other	23-6221403	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	315,019	365,753
Invest - Other	23-6221403	262028855	DRIEHAUS ACTIVE INCOME FUND	131,162	130,038
Invest - Other	23-6221403	339128100	JP MORGAN MID CAP VALUE-I #758	562,838	403,900
Invest - Other	23-6221403	63872T885	ASG GLOBAL ALTERNATIVES-Y #1993	403,169	392,676

Invest - Other	23-6221403	922908553	VANGUARD REIT VIPER	475,077	306,055
Invest - Other	23-6221403	00203H859	AQR MANAGED FUTURES STR-I #15213	263,547	247,020
Invest - Other	23-6221403	863137105	STRATTON SM-CAP VALUE FD #37	384,003	390,638
Invest - Other	23-6221403	4812C0803	JPMORGAN HIGH YIELD FUND SS #3580	462,313	469,430
Invest - Other	23-6221403	77958B402	T ROWE PRICE INST FLOAT RATE #170	197,967	200,209
Invest - Other	23-6221403	683974604	OPPENHEIMER DEVELOPING MKT-I #799	1,347,228	1,352,229
Invest - Other	23-6221403	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	522,673	451,396
Invest - Other	23-6221403	74925K581	BOSTON P LNG/SHRT RES-INS	136,888	117,345
Invest - Other	23-6221403	64128R608	NEUBERGER BERMAN LONG SH-INS #1830	334,662	329,592
Invest - Other	23-6221403	483438305	KALMAR GR W/ VAL SM CAP-INS #4	391,460	352,098
Invest - Other	23-6221403	22544R305	CREDIT SUISSE COMM RET ST-I #2156	515,759	649,994
Total Invest - Other				10,248,136	9,204,312
Savings & Temp Inv	23-6221403	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	311,418	311,418
Savings & Temp Inv	23-6221403	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	4,108	4,108
Total Savings & Temp Inv				315,526	315,526

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

Recipient(s) paid during the year

Name

TWO RIVERS HEALTH & WELLNESS FDN ATTN JANET A MEASE ASSIS SEC

Street

1101 NORTHAMPTON ST-STE 101

City EASTON	State PA	Zip Code 18042	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			Amount 220,000

Name

GRAND LODGE OF MASONS OF PA C/O MARGARET CHAPMAN MASNC CHAR

Street

ONE MASONIC DRIVE

City ELIZABETHTOWN	State PA	Zip Code 17022-2199	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			Amount 110,000

Name

VASSAR COLLEGE ATTN DONALD F BARTON

Street

124 RAYMOND AVE BOX 12

City POUGHKEEPSIE	State NY	Zip Code 12604	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			Amount 220,000

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

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

Long Term CG Distributions										Amount		Short Term CG Distributions		Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																									
Check "X" to include in Part IV										178,386				Capital Gains/Losses		4,408,681		4,018,160		392,501																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																									
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																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																											
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Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Amount										Totals									
Long Term CG Distributions					Short Term CG Distributions					Capital Gains/Losses					Other sales				
178,386																			
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss					
70	X	VANGUARD REIT VIPER			12/17/2010		1/23/2015	28,044	15,904				0	12,140					
71	X	EATON CORP PLC			3/29/2014		12/31/2014	42,287	44,925				0	-2,638					
72	X	MERGER FUND-INST #301			10/20/2011		10/16/2014	3,998	4,016				0	-18					
73	X	MERGER FUND-INST #301			10/20/2011		10/20/2014	57,422	58,311				0	-889					
74	X	MONSTER BEVERAGE CORP			3/5/2014		10/8/2014	14,369	11,031				0	3,338					
75	X	MONSTER BEVERAGE CORP			3/5/2014		3/25/2015	53,204	28,680				0	24,524					
76	X	MONSTER BEVERAGE CORP			12/31/2014		3/25/2015	10,914	8,706				0	2,208					
77	X	ASG GLOBAL ALTERNATIVES			7/12/2013		7/8/2014	3,330	3,404				0	-74					
78	X	ASG GLOBAL ALTERNATIVES			7/12/2013		8/14/2014	63,641	63,641				0	-2,048					
79	X	ASG GLOBAL ALTERNATIVES			7/12/2013		10/16/2014	11,460	12,340				0	-880					
80	X	ASG GLOBAL ALTERNATIVES			7/12/2013		1/23/2015	11,468	11,468				0	0					
81	X	NESTLE S.A. REGISTERED SH			3/5/2014		12/31/2014	42,321	43,802				0	-1,481					
82	X	NEUBERGER BERMAN LONG			7/10/2014		10/16/2014	7,074	7,334				0	-260					
83	X	NOW INC/SH			3/5/2014		6/10/2014	4,480	4,275				0	205					
84	X	NOW INC/SH			3/5/2014		6/17/2014	16	16				0	0					
85	X	NUVEEN HIGH YIELD MUNI BD			7/10/2014		10/16/2014	5,519	5,346				0	173					
86	X	NUVEEN HIGH YIELD MUNI BD			5/6/2014		10/16/2014	15,507	14,867				0	640					
87	X	NUVEEN HIGH YIELD MUNI BD			5/6/2014		12/19/2014	218,315	209,314				0	9,001					
88	X	OPPENHEIMER DEVELOPING			10/9/2013		7/8/2014	82,137	75,498				0	6,641					
89	X	ROBECO BP LNG/SHRT RES-I			10/9/2013		1/23/2015	70,452	63,159				0	7,293					
90	X	T ROME PRICE SHORT TERM			2/14/2012		7/8/2014	17,595	17,779				0	-184					
91	X	OPPENHEIMER DEVELOPING			10/9/2013		10/16/2014	4,165	4,118				0	47					
92	X	PIMCO TOTAL RET FD-INST #			5/6/2014		7/8/2014	29,037	28,824				0	213					
93	X	T ROME PRICE SHORT TERM			7/12/2013		7/8/2014	27,436	27,436				0	0					
94	X	T ROME PRICE SHORT TERM			7/12/2013		10/16/2014	17,517	17,517				0	0					
95	X	T ROME PRICE SHORT TERM			7/12/2013		10/29/2014	72,778	72,928				0	-152					
96	X	T ROME PRICE SHORT TERM			1/23/2014		1/23/2015	81,514	81,772				0	-258					
97	X	T ROME PRICE SHORT TERM			7/12/2013		1/23/2015	16,356	16,425				0	-69					
98	X	T ROME PRICE INST FLOAT R			10/31/2008		10/16/2014	9,528	9,794				0	-266					
99	X	PIMCO TOTAL RET FD-INST #			10/31/2008		7/8/2014	65,508	60,773				0	4,735					
100	X	PIMCO TOTAL RET FD-INST #			10/31/2008		9/11/2014	28,638	28,638				0	1,996					
101	X	SPDR DJ WILSHIRE INTERNA			10/9/2013		7/8/2014	7,993	7,819				0	174					
102	X	SPDR DJ WILSHIRE INTERNA			10/9/2013		1/23/2015	29,169	27,839				0	1,330					
103	X	PIMCO TOTAL RET FD-INST #			10/31/2008		10/1/2014	408,762	379,912				0	28,850					
104	X	PIMCO FOREIGN BD FD USD			7/10/2014		10/16/2014	2,284	2,241				0	43					
105	X	SCHLUMBERGER LTD			3/5/2014		6/10/2014	7,448	6,420				0	1,029					
106	X	STRATTON SM-CAP VALUE F			7/10/2014		1/23/2015	8,210	8,654				0	-444					
107	X	TARGET CORP			3/5/2014		1/23/2015	33,118	26,729				0	6,389					
108	X	3M CO			3/5/2014		6/10/2014	7,238	6,698				0	540					
109	X	PIMCO FOREIGN BD FD USD			1/23/2014		10/16/2014	6,685	6,371				0	314					
110	X	PRINCIPAL GL MULT STRAT-I			8/14/2014		10/16/2014	4,260	4,335				0	-75					
111	X	3M CO			3/5/2014		8/6/2014	33,495	32,153				0	1,342					
112	X	TOTAL S.A. - ADR			3/5/2014		12/31/2014	35,281	44,605				0	-9,324					
113	X	TOTAL S.A. - ADR			10/29/2014		12/31/2014	5,113	5,845				0	-732					
114	X	ROBECO BP LNG/SHRT RES-I			10/9/2013		7/8/2014	134,790	121,725				0	13,065					
115	X	ROBECO BP LNG/SHRT RES-I			10/9/2013		10/16/2014	3,881	3,675				0	206					
116	X	UNION PACIFIC CORP			7/11/2014		10/15/2014	7,891	8,025				0	-134					
117	X	UNITED TECHNOLOGIES CORP			12/31/2014		5/1/2015	41,561	41,641				0	-80					
118	X	UNITEDHEALTH GROUP INC			7/11/2014		10/15/2014	7,314	7,472				0	-158					
119	X	VANGUARD TOTAL BOND MA			10/1/2014		10/16/2014	19,962	19,708				0	254					
120	X	VANGUARD TOTAL BOND MA			10/1/2014		10/29/2014	81,682	81,376				0	306					
121	X	VANGUARD TOTAL BOND MA			10/1/2014		1/23/2015	304,187	288,571				0	5,616					
122	X	VANGUARD REIT VIPER			7/8/2014		10/16/2014	518	524				0	-6					

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

		681	0	0	681
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	ACCOUNTING FEES	681			681

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

		35,855	5,604	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	5,604	5,604		
2	PY EXCISE TAX DUE	16,751			
3	ESTIMATED EXCISE PAYMENTS	13,500			

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

		19,304	19,304	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	63	63		
2	ADJUSTMENT EXPENSE	19,241	19,241		

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

		0	2,413,634	0	2,750,040
		Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year
					FMV End of Year
1	SEE ATTACHED			2,413,634	2,750,040

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

		11,597,774		9,204,312		10,248,136	
Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year		
1	SEE ATTACHED		11,597,774	9,204,312	10,248,136		

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

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

1	MUTUAL FUND TIMING DIFFERENCE	1	2,739
2	Total	2	2,739

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

1	PY RETURN OF CAPITAL ADJUSTMENT	1	5,582
2	COST BASIS ADJUSTMENT	2	2,310
3	Total	3	7,892

[illegible]

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

Long Term CG Distributions		Amount	178,385	0	4,230,275		0	4,016,160		214,115	0	Excess of FMV Over Adj Basis		0	Gains Minus Excess of FMV Over Adjusted Basis or Losses		214,115
Short Term CG Distributions		Amount	178,385	0	4,230,275		0	4,016,160		214,115	0	Excess of FMV Over Adj Basis		0	Gains Minus Excess of FMV Over Adjusted Basis or Losses		214,115
Description of Property Sold		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 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses				
85	NUVEEN HIGH YIELD MUNI BDR #1668	CUSIP #	7/10/2014	10/16/2014	5,519			5,519	5,519	173	0	0	173				
86	NUVEEN HIGH YIELD MUNI BDR #1668	67065Q1772	5/6/2014	10/16/2014	15,507			15,507	15,507	640	0	0	640				
87	NUVEEN HIGH YIELD MUNI BDR #1668	67065Q1772	5/6/2014	12/19/2014	218,315			218,315	218,315	9,001	0	0	9,001				
88	OPPENHEIMER DEVELOPING MKT-Y #7	863974505	10/9/2013	7/8/2014	82,137			82,137	82,137	6,641	0	0	6,641				
89	ROBECO BP LONGSHIRT RES-INS	74925K581	10/9/2013	1/23/2015	70,452			70,452	70,452	7,293	0	0	7,293				
90	T ROWE PRICE SHORT TERM BD FD #5	77957P105	2/14/2012	7/8/2014	17,595			17,595	17,595	184	0	0	184				
91	OPPENHEIMER DEVELOPING MKT-Y #7	863974505	10/9/2013	10/16/2014	4,165			4,165	4,165	47	0	0	47				
92	PIMCO TOTAL RET FDNST #35	693390700	5/6/2014	7/8/2014	29,037			29,037	29,037	213	0	0	213				
93	T ROWE PRICE SHORT TERM BD FD #5	77957P105	7/12/2013	7/8/2014	27,436			27,436	27,436	0	0	0	0				
94	T ROWE PRICE SHORT TERM BD FD #5	77957P105	7/12/2013	10/16/2014	17,517			17,517	17,517	0	0	0	0				
95	T ROWE PRICE SHORT TERM BD FD #5	77957P105	7/12/2013	10/29/2014	72,776			72,776	72,776	-152	0	0	-152				
96	T ROWE PRICE SHORT TERM BD FD #5	77957P105	1/23/2014	1/23/2015	61,514			61,514	61,514	-258	0	0	-258				
97	T ROWE PRICE SHORT TERM BD FD #5	77957P105	7/12/2013	1/23/2015	16,356			16,356	16,356	-49	0	0	-49				
98	T ROWE PRICE INST FLOAT RATE #170	77958B402	1/23/2014	10/16/2014	9,528			9,528	9,528	-266	0	0	-266				
99	PIMCO TOTAL RET FDNST #35	693390700	10/31/2008	7/8/2014	65,508			65,508	65,508	4,735	0	0	4,735				
100	PIMCO TOTAL RET FDNST #35	693390700	10/31/2008	9/11/2014	28,634			28,634	28,634	1,996	0	0	1,996				
101	SPDR DJ VLSHIRE INTERNATIONAL R	78463X863	10/9/2013	7/8/2014	7,893			7,893	7,893	364	0	0	364				
102	SPDR DJ VLSHIRE INTERNATIONAL R	78463X863	10/9/2013	1/23/2015	29,169			29,169	29,169	1,330	0	0	1,330				
103	PIMCO TOTAL RET FDNST #35	693390700	10/31/2008	10/1/2014	408,762			408,762	408,762	28,850	0	0	28,850				
104	PIMCO FOREIGN BD FD USD H-INST #1	693390882	7/10/2014	10/16/2014	2,241			2,241	2,241	43	0	0	43				
105	SCHLUMBERGER LTD	806857106	3/5/2014	6/10/2014	7,449			7,449	7,449	1,029	0	0	1,029				
106	STRATTON SM-CAP VALUE FD #37	863137105	7/10/2014	1/23/2015	8,210			8,210	8,210	-444	0	0	-444				
107	TARGET CORP	87612E106	3/5/2014	1/23/2015	33,118			33,118	33,118	6,389	0	0	6,389				
108	3M CO	88579Y101	3/5/2014	6/10/2014	7,238			7,238	7,238	540	0	0	540				
109	PIMCO FOREIGN BD FD USD H-INST #1	693390882	1/23/2014	10/16/2014	6,885			6,885	6,885	314	0	0	314				
110	PRINCIPAL GL MULT STRAT-INST #468	74255L696	8/14/2014	10/16/2014	4,260			4,260	4,260	-75	0	0	-75				
111	3M CO	88579Y101	3/5/2014	8/6/2014	33,495			33,495	33,495	1,342	0	0	1,342				
112	TOTAL S.A. -ADR	89151E109	3/5/2014	12/31/2014	35,281			35,281	35,281	-9,324	0	0	-9,324				
113	TOTAL S.A. -ADR	89151E109	10/28/2014	12/31/2014	5,113			5,113	5,113	-732	0	0	-732				
114	ROBECO BP LONGSHIRT RES-INS	74925K581	10/9/2013	7/8/2014	134,790			134,790	134,790	13,065	0	0	13,065				
115	ROBECO BP LONGSHIRT RES-INS	74925K581	10/9/2013	10/16/2014	3,881			3,881	3,881	206	0	0	206				
116	UNION PACIFIC CORP	907818108	7/11/2014	10/15/2014	7,891			7,891	7,891	-134	0	0	-134				
117	UNITED TECHNOLOGIES CORP	913017109	12/31/2014	5/1/2015	41,561			41,561	41,561	-80	0	0	-80				
118	UNITEDHEALTH GROUP INC	91324P102	7/11/2014	10/15/2014	7,314			7,314	7,314	-158	0	0	-158				
119	VANGUARD TOTAL BOND MARKET ETF	921937835	10/1/2014	10/16/2014	19,962			19,962	19,962	254	0	0	254				
120	VANGUARD TOTAL BOND MARKET ETF	921937835	10/1/2014	10/29/2014	81,682			81,682	81,682	-306	0	0	-306				
121	VANGUARD TOTAL BOND MARKET ETF	921937835	10/1/2014	1/23/2015	304,187			304,187	304,187	5,616	0	0	5,616				
122	VANGUARD REIT VIPER	822808553	7/8/2014	10/16/2014	518			518	518	-5	0	0	-5				

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

		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N A Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	96,668		
										96,668	0	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	10/9/2014	2	5,000
3 Second quarter estimated tax payment	11/12/2014	3	1,000
4 Third quarter estimated tax payment	2/11/2015	4	3,000
5 Fourth quarter estimated tax payment	5/8/2015	5	4,500
6 Other payments		6	
7 Total		7	13,500

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2013 that remained undistributed at the beginning of the 2014 tax year	1	122,370
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	122,370