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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2014

Open to Public Inspection

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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 WIEDER, J CAR CH		A Employer identification number 23-6495501
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		
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) \$ 1,013,775		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____
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))				(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		20,061	20,043		
	5a	Gross rents					
	b	Net rental income or (loss)					
	6a	Net gain or (loss) from sale of assets not on line 10		43,815			
	b	Gross sales price for all assets on line 6a	408,492				
	7	Capital gain net income (from Part IV, line 2)			43,815		
	8	Net short-term capital gain					
	9	Income modifications					
	10a	Gross sales less returns and allowances					
Operating and Administrative Expenses	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		63,876	63,858	0	
	13	Compensation of officers, directors, trustees, etc.		16,312	12,234		4,078
	14	Other employee salaries and wages					
	15	Pension plans, employee benefits					
	16a	Legal fees (attach schedule)					
	b	Accounting fees (attach schedule)		1,095			1,095
	c	Other professional fees (attach schedule)					
	17	Interest					
	18	Taxes (attach schedule) (see instructions)		3,460	371		
	19	Depreciation (attach schedule) and depletion					
	20	Occupancy					
	21	Travel, conferences, and meetings					
	22	Printing and publications					
	23	Other expenses (attach schedule)		115	115		
	24	Total operating and administrative expenses. Add lines 13 through 23		20,982	12,720	0	5,173
	25	Contributions, gifts, grants paid		41,255			41,255
	26	Total expenses and disbursements. Add lines 24 and 25		62,237	12,720	0	46,428
	27	Subtract line 26 from line 12.					
	a	Excess of revenue over expenses and disbursements		1,639			
	b	Net investment income (if negative, enter -0-)			51,138		
	c	Adjusted net income (if negative, enter -0-)				0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2014)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing	67	95	95
	2	Savings and temporary cash investments	34,110	33,635	33,635
	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)	860,276	862,340	980,045	
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)	894,453	896,070	1,013,775	
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	894,453	896,070	
	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)	894,453	896,070	
	31	Total liabilities and net assets/fund balances (see instructions)	894,453	896,070	

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	894,453
2	Enter amount from Part I, line 27a	2	1,639
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	896,092
5	Decreases not included in line 2 (itemize) ▶ Cost Basis Adjustment	5	22
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	896,070

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) FMV 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	43,815
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	33,796	961,781	0.035139
2012	31,322	882,912	0.035476
2011	24,471	849,528	0.028805
2010	42,744	860,336	0.049683
2009	40,948	831,983	0.049217

2 Total of line 1, column (d)	2	0.198320
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	0.039664
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	994,892
5 Multiply line 4 by line 3	5	39,461
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	511
7 Add lines 5 and 6	7	39,972
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	46,428

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		511
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		511
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		511
6	Credits/Payments			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	1,957	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7		1,957
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		1,446
11	Enter the amount of line 10 to be: Credited to 2015 estimated tax 511 Refunded	11		935

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	16,312	

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	976,935
b	Average of monthly cash balances	1b	33,108
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,010,043
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,010,043
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	15,151
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	994,892
6	Minimum investment return. Enter 5% of line 5	6	49,745

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	49,745
2a	Tax on investment income for 2014 from Part VI, line 5	2a	511
b	Income tax for 2014 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	511
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	49,234
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	49,234
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	49,234

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	46,428
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	46,428
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	511
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	45,917

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				49,234
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			41,705	
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: ▶ \$ 46,428				
a Applied to 2013, but not more than line 2a			41,705	
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				4,723
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				44,511
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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

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

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

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

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

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

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

- c** Any submission deadlines.

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	41,255
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

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?

- (1) Cash**

(2) Other assets

- (1) Sales of assets to a noncharitable exempt organization**

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

- 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.

	Yes	No
		
1a(1)		X
1a(2)		X
		
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- ☐ Yes ☒ No

- b** If "Yes," complete the following schedule

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

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

SVP Wells Fargo Bank N.A.

Title

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

P01251603

Firm's EIN ▶ 13-4008324

Phone no	412-355-6000
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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

SOLOMON'S UNITED CHURCH OF CHRIST

Street

82 CHURCH STREET

City

MACUNGIE

State

PA

Zip Code

18062

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

General Support Grant

Amount

20,628

Name

THE GOOD SHEPHERD REHABILITATION NET

Street

850 SOUTH 5TH STREET

City

ALLENTOWN

State

PA

Zip Code

18103

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

General Support Grant

Amount

20,627

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

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

Long Term CG Distributions										Short Term CG Distributions										Amount	
Check "X" to include in Part IV		Description		CUSIP #																	

Long Term CG Distributions										Short Term CG Distributions										Amount		Totals				
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									
Long Term CG Distributions										Short Term CG Distributions										Amount		Totals				
Long Term CG Distributions										Short Term CG Distributions										Amount		Totals				
Long Term CG Distributions										Short Term CG Distributions										Amount		Totals				
Long Term CG Distributions										Short Term CG Distributions										Amount		Totals				
Long Term CG Distributions										Short Term CG Distributions										Amount		Totals				
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Long Term CG Distributions										Short Term CG Distributions										Amount		Totals				
Long Term CG Distributions										Short Term CG Distributions										Amount		Totals				

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

Long Term CG Distributions										Amount					
Short Term CG Distributions										66					
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	Cost, Other Basis and Expenses	Gross Sales	Net Gain or Loss
70	X	REXAM PLC-SPONSORED AD			5/2/2014		6/1/2014	40	43					408,492	43,815
71	X	REXAM PLC-SPONSORED AD			5/2/2014		9/3/2014	42	48					0	0
72	X	REXAM PLC-SPONSORED AD			5/2/2014		2/23/2015	469	533					384,677	0
73	X	RITE AID CORP			4/30/2014		8/26/2014	5,453	6,306					0	-853
74	X	ROGERS COMMUNICATIONS			5/2/2014		9/3/2014	82	80					0	2
75	X	BROOKFIELD ASSET MANAGE			4/28/2015		5/18/2015	18	19					0	-1
76	X	BROWN & BROWN INC			4/28/2015		5/14/2015	64	65					0	-1
77	X	CVS HEALTH CORPORATION			8/26/2010		4/29/2015	1,626	449					1,177	0
78	X	ENI SPA - ADR			2/5/2014		12/19/2014	938	1,354					0	-416
79	X	E*TRADE GROUP			2/5/2014		1/21/2015	7,050	6,110					940	0
80	X	EATON VANCE CORP COM N			6/21/2012		9/22/2014	4,416	2,972					1,444	0
81	X	ELECTRONIC ARTS INC			3/18/2015		4/29/2015	647	610					0	0
82	X	EXPERIAN PLC - ADR			5/2/2014		7/2/2014	655	742					-87	0
83	X	FACEBOOK INC			8/19/2011		2/25/2015	7,876	6,166					0	1,690
84	X	FED HOME LN BK 2.250%			4/14/2015		4/14/2015	36,225	36,042					0	183
85	X	FED HOME LN MTG CORP 1.7			11/16/2012		2/5/2015	15,140	15,579					-439	0
86	X	ROGERS COMMUNICATIONS			5/2/2014		3/30/2015	996	1,154					-158	0
87	X	ROGERS COMMUNICATIONS			9/26/2014		3/30/2015	378	421					-43	0
88	X	ROGERS COMMUNICATIONS			12/24/2014		3/30/2015	206	235					-29	0
89	X	ROLLS-ROYCE HOLDINGS-SP			5/2/2014		2/13/2015	1,686	2,095					-409	0
90	X	ROYAL DUTCH SHELL PLC AD			7/17/2014		1/14/2015	307	413					-106	0
91	X	ROYAL DUTCH SHELL PLC AD			5/2/2014		1/14/2015	615	794					-179	0
92	X	RYANAIR HOLDINGS PLC - AD			5/2/2014		9/3/2014	112	108					4	0
93	X	RYANAIR HOLDINGS PLC - AD			5/2/2014		2/3/2015	521	432					0	89
94	X	KDDI CORP-UNSPONSORED A			1/29/2014		9/3/2014	88	86					2	0
95	X	KDDI CORP-UNSPONSORED A			10/29/2014		4/20/2015	6	5					0	1
96	X	KINDER MORGAN INC/DELAW			4/28/2015		5/27/2015	210	216					-6	0
97	X	KOMATSU LIMITED - ADR			5/2/2014		9/3/2014	69	66					3	0
98	X	LABORATORY CRP OF AMER			4/28/2015		5/14/2015	234	246					-12	0
99	X	LADBROKES PLC-ADR			5/2/2014		9/3/2014	13	16					-3	0
100	X	LADBROKES PLC-ADR			5/2/2014		11/3/2014	384	570					0	-186
101	X	LANDSTAR SYS INC COM			4/11/2012		8/8/2014	1,358	1,188					170	0
102	X	LEAR CORP			9/20/2013		4/29/2015	1,796	1,140					0	656
103	X	LIBERTY INTERACTIVE CORP			4/28/2015		5/14/2015	84	88					-4	0
104	X	LINCOLN NATL CORP IND			4/29/2015		4/29/2015	687	377					0	310
105	X	AMERIPRISE FINL INC			1/21/2015		5/19/2015	6,953	6,813					0	140
106	X	ANHEUSER-BUSCH INBEV SP			5/2/2014		9/3/2014	225	213					0	12
107	X	APPLE INC			10/7/2013		8/28/2014	1,741	1,193					0	548
108	X	APPLE INC			10/7/2013		12/1/2014	459	281					0	178
109	X	APPLE INC			7/12/2010		12/1/2014	919	258					621	0
110	X	ARCHER DANIELS MIDLAND C			2/5/2014		12/1/2014	1,094	812					0	282
111	X	ASHLAND INC NEW			4/28/2015		5/14/2015	128	128					0	0
112	X	ASSTEAD GROUP PLC-UNSP			7/17/2014		9/3/2014	68	64					4	0
113	X	ASSA ABLLOY AB-UNSP ADR			5/2/2014		9/3/2014	51	53					-2	0
114	X	ASSOC BRITISH FOODS-UNSP			5/2/2014		7/22/2014	529	545					-15	0
115	X	ATLANTIA SPA-UNSPONSOR			5/2/2014		9/3/2014	75	78					-3	0
116	X	ATLANTIA SPA-UNSPONSOR			5/2/2014		5/11/2015	566	556					0	10
117	X	BG GROUP PLC - ADR			11/1/2013		9/3/2014	41	40					1	0
118	X	BG GROUP PLC - ADR			11/1/2013		4/9/2015	558	667					-109	0
119	X	BG GROUP PLC - ADR			2/19/2014		4/9/2015	85	91					-6	0
120	X	BNP PARIBAS - ADR			2/19/2014		9/3/2014	69	81					0	-12
121	X	APPLE INC			7/12/2010		4/29/2015	912	261					651	0
122	X	NORTHROP GRUMMAN CORP			1/22/2014		4/29/2015	810	602					208	0
123	X	NOVO NORDISK A/S - ADR			5/2/2014		7/18/2014	906	884					22	0
124	X	NOVO NORDISK A/S - ADR			5/2/2014		10/28/2014	1,013	1,016					-3	0
125	X	O'REILLY AUTOMOTIVE INC			4/28/2015		5/14/2015	221	226					-5	0
126	X	OSHKOSH CORPORATION			8/29/2013		6/9/2014	6,837	5,629					1,208	0
127	X	OWENS & MINOR INC COM			6/9/32/102		4/11/2012	3,118	2,816					302	0
128	X	PETROLEUM GEO-SVCS ASA			5/2/2014		9/22/2014	389	805					-416	0
129	X	PETROLEUM GEO-SVCS ASA			9/3/2014		9/22/2014	6	7					-1	0
130	X	PHILLIPS 66			10/26/2012		11/1/2014	5,846	3,713					2,133	0
131	X	PINNACLE FOODS INC			12/1/2014		4/29/2015	681	591					90	0
132	X	PRUDENTIAL PLC - ADR			5/2/2014		9/16/2014	826	832					-6	0
133	X	QUALCOMM INC			4/16/2012		12/1/2015	5,436	5,022					414	0
134	X	RED ELECTRIC CORP-UNSP			5/2/2014		7/9/2014	625	613					12	0
135	X	RED ELECTRIC CORP-UNSP			5/2/2014		9/3/2014	17	17					0	0
136	X	CARBO CERAMICS INC			4/11/2012		9/3/2014	855	565					290	0
137	X	CARBO CERAMICS INC			4/11/2012		7/31/2014	1,005	753					252	0
138	X	CARBO CERAMICS INC			4/11/2012		12/2/2014	446	1,130					-684	0

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

Totals										Capital Gains/Losses		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Long Term CG Distributions										Other sales		408,492		354,677		43,815	
Short Term CG Distributions										66		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			
139	X CARBO CERAMICS INC	140781105			5/6/2013		12/2/2014	595	1,118				0	-523			
140	X CARDINAL HEALTH INC COM	14149Y108			12/2/2014		12/1/2014	984	816				0	168			
141	X CARDINAL HEALTH INC COM	14149Y108			12/2/2014		12/1/2015	7,033	5,846				0	1,187			
142	X CARLSBERG AS-B-SPON ADR	142795202			5/2/2014		9/3/2014	75	79				0	-4			
143	X CENTENE CORP DEL	15135B101			11/11/2014		3/19/2015	2,187	1,468				0	719			
144	X RYOHIN KEIKAKU CO-UNSP ADR	78392U105			9/22/2014		12/4/2014	233	236				0	-3			
145	X SAMPO OYJ-A SHS-UNSP ADR	79588J102			5/2/2014		9/3/2014	74	75				0	-1			
146	X SANDISK CORP COM	80004C101			10/7/2013		12/1/2014	688	1,052				0	-363			
147	X SANDS CHINA LTD-UNSPONS	80007R105			5/2/2014		9/3/2014	873	1,052				0	-179			
148	X SANDS CHINA LTD-UNSPONS	80007R105			5/2/2014		4/22/2015	504	902				0	-398			
149	X SANDS CHINA LTD-UNSPONS	80007R105			11/26/2014		4/29/2015	202	302				0	-100			
150	X SANDS CHINA LTD-UNSPONS	80007R105			12/18/2014		4/29/2015	283	355				0	-72			
151	X SANOFI-ADR	80105N105			5/2/2014		6/2/2014	1,112	1,135				0	-23			
152	X SAP SE	803054204			5/2/2014		9/3/2014	155	160				0	-5			
153	X SAP SE	803054204			5/2/2014		10/30/2014	1,643	2,006				0	-363			
154	X SCHWAB CHARLES CORP NE	808513105			4/28/2015		5/27/2015	63	61				0	2			
155	X SEVEN & I HOLDINGS CO, LT	81783H105			5/2/2014		9/3/2014	160	158				0	2			
156	X CENTENE CORP DEL	15135B101			11/11/2014		4/29/2015	897	615				0	282			
157	X CHEVRON CORP	166764100			11/16/2007		10/8/2014	2,312	1,708				0	604			
158	X CHEVRON CORP	166764100			8/27/2007		10/8/2014	4,162	3,140				0	1,022			
159	X CISCO SYSTEMS INC	17275R102			6/3/2009		4/29/2015	1,133	750				0	383			
160	X CITICORP INC	172987424			2/26/2013		10/8/2014	6,865	5,393				0	1,472			
161	X CLARCOR INC	179895107			4/11/2012		12/3/2015	2,433	1,811				0	622			
162	X CLARCOR INC	179895107			4/11/2012		5/15/2015	1,744	1,334				0	410			
163	X COMPAGNIE FINANCIERE - A	204319107			6/27/2014		9/3/2014	10	10				0	0			
164	X COPART INC COM	212704106			4/28/2015		5/27/2015	71	73				0	-2			
165	X CROWN CASTLE INTL CORP	22822V101			4/28/2015		5/14/2015	331	342				0	-11			
166	X CROWN CASTLE INTL CORP	22822V101			4/28/2015		5/27/2015	82	86				0	-4			
167	X DST SYS INC COM	23326107			2/26/2013		4/29/2015	1,496	876				0	620			
168	X DAIKIN INDUSTRIES-UNSPON	23381B106			8/27/2014		2/4/2015	417	412				0	5			
169	X DAIKIN INDUSTRIES-UNSPON	23381B106			5/2/2014		2/4/2015	555	472				0	83			
170	X DAIWA HOUSE IND LTD ADR	234062206			5/13/2014		9/3/2014	56	55				0	1			
171	X DELTA AIR LINES INC	24736T102			7/8/2013		12/1/2014	1,275	534				0	741			
172	X DOLLAR GENERAL CORP	256677105			4/28/2015		5/14/2015	147	151				0	-4			
173	X ENI SPA - ADR	26874R108			5/2/2014		9/3/2014	50	52				0	-2			
174	X SKYWORKS SOLUTIONS INC	83088M102			2/25/2015		4/29/2015	467	441				0	26			
175	X SOUTHWEST AIRLINES CO	844741108			2/5/2014		10/8/2014	1,638	1,049				0	589			
176	X SOUTHWEST AIRLINES CO	844741108			2/5/2014		11/11/2014	1,437	741				0	696			
177	X SOUTHWEST AIRLINES CO	844741108			2/5/2014		12/1/2014	1,422	720				0	702			
178	X SPIRIT AEROSYSTEMS HOLD	848574109			10/8/2014		4/29/2015	2,091	1,480				0	611			
179	X SUMITOMO MITSUBI TR-SPON	86562X106			5/2/2014		9/3/2014	17	17				0	0			
180	X SWATCH GROUP AGTHE-UN	870123106			5/2/2014		9/3/2014	82	93				0	-11			
181	X SWATCH GROUP AGTHE-UN	870123106			5/2/2014		11/5/2015	295	434				0	-139			
182	X SWATCH GROUP AGTHE-UN	870123106			5/2/2014		4/7/2015	470	681				0	-211			
183	X SWEDBANK AB ADR	870195104			5/21/2014		9/3/2014	25	27				0	-2			
184	X SYNTREL INC	87162H103			4/11/2012		4/20/2015	1,195	599				0	596			
185	X TJX COMPANIES INC	872540109			4/28/2015		5/14/2015	66	65				0	1			
186	X TEVA PHARMACEUTICAL IND	881624209			7/17/2014		9/3/2014	53	54				0	-1			
187	X THOR INDS INC	885160101			10/24/2012		7/9/2014	2,411	1,611				0	800			
188	X UNILEVER PLC - ADR	904767704			5/2/2014		9/3/2014	133	133				0	0			
189	X UNILEVER PLC - ADR	904767704			5/2/2014		10/24/2014	970	1,104				0	-134			
190	X US TREASURY NOTE 2.625	912828PC8			10/3/2011		4/14/2015	26,573	27,034				0	-461			
191	X US TREASURY NOTE 1.500	912828OX1			2/19/2014		4/14/2015	25,374	25,629				0	-255			
192	X UNITED THERAPEUTICS COR	91307C102			4/22/2013		8/28/2014	5,682	3,765				0	1,917			
193	X VALEANT PHARMACEUTICAL	91911K102			4/28/2015		5/27/2015	237	203				0	34			
194	X VALEO - ADR	919134304			5/2/2014		9/3/2014	60	68				0	-8			
195	X VALEO - ADR	919134304			5/2/2014		2/20/2015	379	340				0	39			
196	X VERIZON COMMUNICATIONS	92343V104			11/4/2010		12/1/2014	5,681	4,173				0	1,508			
197	X VOYA FINANCIAL INC	929089100			7/17/2014		4/29/2015	600	507				0	93			
198	X WD 40 CO	929236107			4/11/2012		2/10/2015	2,302	1,250				0	1,052			
199	X WAL MART STORES INC	931142103			6/23/2010		11/11/2014	6,166	3,971				0	2,195			
200	X ACTIVIS PLC	G0083B108			11/15/2013		12/1/2014	1,845	1,154				0	691			
201	X ACTIVIS PLC	G0083B108			11/15/2013		7/1/2015	7,450	4,452				0	2,998			
202	X HERBALIFE LTD	G4412G101			9/15/2011		7/31/2014	2,862	2,976				0	-114			
203	X HERBALIFE LTD	G4412G101			6/13/2012		7/31/2014	1,926	1,585				0	341			
204	X MARVELL TECHNOLOGY GRP	G5876H105			6/3/2013		3/18/2015	7,459	5,126				0	2,333			
205	X SIGNET JEWELERS LIMITED	G81276100			5/2/2014		11/19/2014	601	519				0	82			
206	X SIGNET JEWELERS LIMITED	G81276100			5/2/2014		5/15/2015	266	208				0	58			
207	X NXP SEMICONDUCTORS NV	N6596X109			9/18/2014		3/2/2015	397	290				0	107			

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

			Amount	Totals									
			66	Capital Gains/Losses									
Long Term CG Distributions				Other sales									
Short Term CG Distributions													
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "x" if Purchaser is a Business	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
208	X	AADOE SVS INC 00724F101			4/29/2015	5/27/2015	80	76					4
209	X	AEATNA INC-NEW 00817Y108			6/9/2014	4/29/2015	2,193	1,592					611

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

		1,095	0	0	1,095
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,095			1,095

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

		3,460	371	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Foreign Taxes Withheld	371	371		
2	PY Excise Tax Due	1,132			
3	Estimated Excise Payments	1,957			

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

		115	115	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR Fees	115	115		

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

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	FED NATL MTG ASSN 2 375% 4/11/16			30,777	30,531
2	FED NATL MTG ASSN 1 250% 1/30/17			30,505	30,294
3	FED NATL MTG ASSN 1 875% 9/18/18			40,729	40,980
4	FED HOME LN MTG CORP 2.500% 5/27/16			37,303	35,725
5	US TREASURY NOTE 2 750% 2/15/19			43,632	42,284
6	US TREASURY NOTE 2 625% 11/15/20			25,669	26,340
7	US TREASURY NOTE 3 125% 5/15/21			51,738	54,059
8	US TREASURY NOTE 1 500% 7/31/16			25,629	25,328
9	US TREASURY NOTE 2 500% 5/15/24			24,958	25,934
10	ACTELION LTD-UNSP ADR			1,245	1,463
11	ADOBE SYS INC			1,300	1,345
12	AETNA INC-NEW			5,140	7,668
13	AIR PRODS & CHEMS INC COM			2,570	2,495
14	AIRGAS INC COM			1,261	1,223
15	AMERICAN SOFTWARE -CL A			2,054	1,872
16	AMERISOURCEBERGEN CORP			5,848	7,091
17	AMGEN INC			6,763	6,719
18	ANGLO AMERN PLC ADR			720	500
19	ANHEUSER-BUSCH INBEV SPN ADR			3,866	4,340
20	APPLE INC			2,050	7,165
21	ARCHER DANIELS MIDLAND CO			5,413	7,399
22	ARMSTRONG WORLD INDUSTRIES INC			405	384
23	ARRIS GROUP INC			6,714	6,338
24	ARTISAN PARTNERS ASSET MANAGEM			4,549	4,058
25	ASHLAND INC NEW			1,026	1,019
26	ASHTREAD GROUP PLC-UNSPON ADR			1,274	1,397
27	ASSA ABLOY AB-UNSP ADR			2,184	2,428
28	ASSOC BRITISH FOODS-UNSP ADR			1,287	1,216
29	ATLANTIA SPA-UNSPONSORED ADR			969	962
30	AUTOZONE INC			2,075	2,021
31	BG GROUP PLC - ADR			1,089	1,281
32	BNP PARIBAS - ADR			1,393	1,517
33	BADGER METER INC			2,382	4,516
34	BANK HAWAII CORP			4,162	4,582
35	BARD C R INC			1,363	1,363
36	BAYER AG - ADR			1,892	2,999
37	BECTON DICKINSON & CO			1,287	1,265
38	BHP BILLITON LIMITED - ADR			2,020	1,250
39	BIAGEN INC			6,844	7,940
40	BRITISH AMERICAN TOBACCO P L C - ADR			2,985	2,879
41	BROOKFIELD ASSET MANAGE-CL A			5,037	4,812
42	BROWN & BROWN INC			1,194	1,198
43	CBRE GROUP INC			1,238	1,224
44	CEB INC			3,007	6,513
45	CVS HEALTH CORPORATION			2,021	7,371
46	CABOT MICROELECTRONICS CORP			3,026	3,556

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

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
47	CALPINE CORP/NEW			355	322
48	CAPITAL ONE FINANCIAL CORP			6,745	6,935
49	CARLSBERG AS-B-SPON ADR			1,186	1,145
50	CARMAX INC			1,664	1,705
51	CASS INFORMATION SYS INC			3,307	4,587
52	CENTENE CORP DEL			4,924	7,835
53	CHEESECAKE FACTORY INC COM			4,465	5,002
54	CIMAREX ENERGY CO			1,095	1,040
55	CINEMARK HOLDINGS INC			3,484	4,904
56	CISCO SYSTEMS INC			4,402	7,152
57	COGNEX CORP			1,044	2,877
58	COLFAX CORPORATION			1,659	1,713
59	COMCAST CORP CLASS A			3,115	7,600
60	COMPAGNIE FINANCIERE - ADR			1,535	1,313
61	COMPUTER SERVICES INC			2,114	2,763
62	CONOCOPHILLIPS			6,621	5,094
63	CONTINENTAL AG-SPONS ADR			983	1,022
64	COPART INC COM			842	796
65	DST SYS INC COM			4,246	7,459
66	DAIKIN INDUSTRIES-UNSPONADR			1,180	1,525
67	DAIWA HOUSE IND LTD ADR			2,001	2,802
68	DAVITA HEALTHCARE PARTNERS INC			748	754
69	DELTA AIR LINES INC			2,937	6,610
70	DISCOVERY COMMUNICATIONS-C			1,737	1,824
71	DOLLAR GENERAL CORP			1,432	1,379
72	DOW CHEMICAL CO			5,443	7,134
73	EOG RESOURCES, INC			1,174	1,064
74	ECHOSTAR CORPORATION			770	752
75	ECOLAB INC			795	803
76	ELECTRONIC ARTS INC			6,706	7,593
77	ENCANA CORP			846	760
78	EXXON MOBIL CORPORATION			2,159	3,919
79	FACTSET RESH SYS INC COM			641	661
80	FASTENAL CO			764	747
81	FIDELITY NATL INFORMATION SVCS INC			1,674	1,630
82	FNF GROUP			1,407	1,405
83	FIRST CASH FINL SERVICES, INC			3,440	3,867
84	FOOT LOCKER INC			6,361	7,331
85	FORD MOTOR COMPANY			6,224	5,598
86	FRESENIUS SE & CO-SPN ADR			1,553	1,977
87	G & K SVCS INC CL A			2,795	3,275
88	GILEAD SCIENCES INC			5,306	7,522
89	GOLDMAN SACHS GROUP INC			6,390	7,423
90	GRACO INC			3,597	5,009
91	HANESBRANDS INC			2,763	7,551
92	HARTFORD FINANCIAL SERVICES GROUP			6,911	6,824

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

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
93	HEARTLAND PMT SYS INC			2,346	3,047
94	HENRY JACK & ASSOC INC COM			2,629	5,141
95	HESS CORP			1,212	1,080
96	HOME DEPOT INC			1,507	7,242
97	INFORMA PLC-SP ADR			1,475	1,599
98	INTEL CORP			6,748	6,375
99	INTUIT COM			1,425	1,458
100	JPMORGAN CHASE & CO			6,912	6,841
101	JAPAN TOBACCO INC-UNSPON ADR			1,781	2,032
102	KAR AUCTION SERVICES INC			1,405	1,379
103	KBC GROEP NV-UNSP ADR			1,029	1,142
104	KDDI CORP-UNSPONSORED ADR			2,109	2,711
105	KINDER MORGAN INC/DELAWARE			1,819	1,743
106	KOMATSU LIMITED - ADR			1,185	1,131
107	LANDSTAR SYS INC COM			4,345	4,970
108	LEAR CORP			4,630	7,541
109	LEUCADIA NATL CORP COM			1,327	1,404
110	LIBERTY BROADBAND CORP			267	270
111	LIBERTY BROADBAND CORP			964	963
112	LIBERTY INTERACTIVE CORP-A			1,904	1,818
113	LIBERTY VENTURES - SER A			1,500	1,453
114	LIBERTY MEDIA CORP			815	805
115	LIBERTY MEDIA CORP			1,574	1,556
116	LIBERTY TRIPADVISOR HOLDINGS I			698	644
117	LINCOLN NATL CORP IND			3,928	7,126
118	LLOYDS BANKING GROUP PLC - ADR			2,660	2,732
119	LOEWS CORP			1,917	1,846
120	LOWES COS INC			4,968	6,998
121	M & T BANK CORPORATION COM			1,195	1,209
122	MSCI INC			757	745
123	MACQUARIE INFRASTRUCTURE CORPOR			665	677
124	MAGNA INTL INC CL A			4,641	7,936
125	MAKITA CORPORATION - ADR			1,799	1,840
126	MARKEL HOLDINGS			3,040	3,091
127	MARTIN MARIETTA MATLS INC COM			1,496	1,639
128	MCKESSON CORP			1,900	7,354
129	MEAD JOHNSON NUTRITION CO			1,367	1,362
130	MEDIOLANUM SPA-UNSPONSOR ADR			1,825	1,759
131	MERCK & CO INC NEW			6,717	6,941
132	MICROSOFT CORP			4,262	6,842
133	MICROCHIP TECHNOLOGY INC COM			1,336	1,376
134	MICRON TECHNOLOGY INC			3,832	5,474
135	MOHAWK INDS INC COM			1,429	1,493
136	MONOTYPE IMAGING HOLDINGS INC			2,164	2,023
137	MOODYS CORP			3,642	3,675
138	MORGAN STANLEY			5,623	7,373

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

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
139	MOTOROLA SOLUTIONS, INC			1,091	1,062
140	NATIONAL BEVERAGE CORP			2,256	3,209
141	NATIONAL OILWELL INC COM			6,513	4,476
142	NORTHROP GRUMMAN CORP			5,414	7,163
143	NOVARTIS AG - ADR			3,423	5,342
144	NOVO NORDISK A/S - ADR			2,076	2,655
145	O'REILLY AUTOMOTIVE INC			3,165	3,073
146	ORACLE CORPORATION			3,851	7,176
147	PATTERSON COS INC			3,786	4,258
148	PEARSON PLC - ADR			1,055	946
149	PINNACLE FOODS INC			6,184	7,503
150	PRIMERICA INC			3,358	3,185
151	PROGRESSIVE CORP OHIO			615	629
152	PRUDENTIAL PLC - ADR			3,554	3,852
153	QUESTAR CORP			4,167	3,904
154	RLI CORP COM			3,984	5,548
155	RBC BEARINGS INC			3,096	3,364
156	RED ELECTRIC COR-UNSPON ADR			1,479	1,533
157	RESTAURANT BRANDS INTERN			1,894	1,740
158	REXAM PLC-SPONSORED ADR			1,746	1,563
159	ROBERT HALF INTL INC			504	507
160	ROCKWELL COLLINS			788	762
161	ROPER TECHNOLOGIES INC			1,543	1,575
162	ROSS STORES INC			1,126	1,063
163	ROYAL DUTCH SHELL PLC ADR			1,350	1,015
164	KONINKLIJKE KPN N V - ADR			1,584	1,791
165	RYANAIR HOLDINGS PLC - ADR			1,026	1,265
166	SBA COMMUNICATIONS CORP			1,767	1,677
167	RYOHIN KEIKAKU CO-UNSP ADR			765	1,152
168	SAMPO OYJ-A SHS-UNSP ADR			1,892	1,790
169	SANDISK CORP COM			4,318	4,718
170	SCHWAB CHARLES CORP NEW			1,516	1,583
171	SEVEN & I HOLDINGS CO., LTD ADR			2,298	2,390
172	SHIRE PLC ADR			1,541	2,081
173	SKYWORKS SOLUTIONS INC			6,700	8,311
174	SOFTBANK CORP-UNSPON ADR			2,901	2,328
175	SONY CORPORATION - ADR			1,534	1,762
176	SOUTH32 - ADR-W/I			101	93
177	SOUTHWEST AIRLINES CO			3,620	6,521
178	SPIRIT AEROSYSTEMS HOLD-CL A			5,216	7,697
179	SUMITOMO TRUST AND BANKING ADR			2,776	2,951
180	SUMITOMO MITSUI TR-SPON ADR			774	832
181	SUN HYDRAULICS CORP			2,158	2,355
182	SWEDBANK AB ADR			2,424	2,168
183	SYNTEL INC			2,160	3,943
184	TJX COMPANIES INC			2,345	2,318

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

Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
185	TELENOR ASA - ADR			1,102	1,090
186	TEVA PHARMACEUTICAL INDUSTRIES - A			2,980	3,486
187	TESSERA TECHNOLOGIES INC			7,250	6,592
188	TRANSDIGM GROUP INC			1,089	1,130
189	TRINITY INDS INC			6,754	4,858
190	UNILEVER PLC - ADR			1,701	1,722
191	UNITEDHEALTH GROUP INC			7,110	7,453
192	VALEANT PHARMACEUTICALS			3,662	4,298
193	VALEO - ADR			1,501	1,843
194	VALERO ENERGY CORP			6,758	6,990
195	VERISIGN INC COM			1,751	1,706
196	VERISK ANALYTICS INC			1,163	1,161
197	VILLAGE SUPER MARKET			1,464	1,569
198	VINCI SA ADR			1,301	1,289
199	VOYA FINANCIAL INC			6,044	7,567
200	WD 40 CO			1,920	3,628
201	WESTAMERICA BANCORPORATION			2,872	2,883
202	WESTERN REFG INC			7,180	6,377
203	WILLIAMS COS INC			1,604	1,584
204	WOLSELEY PLC			1,614	1,689
205	WOLTERS KLUWER NV - ADR			1,327	1,469
206	WOLVERINE WORLD WIDE INC COM			2,340	2,527
207	WYNDHAM WORLDWIDE CORP			964	934
208	WYNN RESORTS LTD			652	503
209	ZOETIS INC			1,854	1,991
210	AON PLC			1,125	1,113
211	AON PLC			2,538	2,632
212	ARCH CAPITAL GROUP LTD			550	575
213	LIBERTY GLOBAL PLC-A			1,263	1,381
214	LIBERTY GLOBAL PLC-SERIES C			1,370	1,451
215	SIGNET JEWELERS LIMITED			831	1,035
216	SIGNET JEWELERS LIMITED			265	259
217	WHITE MTNS INS GROUP			680	649
218	WILLIS GROUP HOLDINGS PLC			987	949
219	CORE LABORATORIES N V COM			2,262	2,702
220	NXP SEMICONDUCTORS NV			726	1,123
221	SENSATA TECHNOLOGIES HOLDING			1,137	1,102
222	CROWN CASTLE INTL CORP			1,199	1,142
223	FOREST CITY ENTERPRISES INC CL A			1,114	1,061

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

Long Term CG Distributions						Short Term CG Distributions							
Amount						Amount							
CUSIP #	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
1	AIR PRODS & CHEMS INC COM		4/28/2015	5/27/2015	147		0	151	-4	0	0	0	43,749
2	AIRBUS GROUP NV - UNSP ADR		5/2/2014	9/3/2014	77		0	85	-8	0	0	0	8
3	AIRBUS GROUP NV - UNSP ADR		09/27/2010				0	1,173	-330	0	0	0	-330
4	AIRBUS GROUP NV - UNSP ADR		10/2/2012	5/6/2014	6,917		0	4,795	2,122	0	0	0	2,122
5	AMERISOURCEBERGEN CORP		12/1/2011	4/29/2015	1,019		0	603	184	0	0	0	184
6	FOOT LOCKER INC		11/11/2014	4/29/2015	657		0	603	54	0	0	0	54
7	FRESENIUS SE & CO-SPN ADR		5/2/2014	9/3/2014	49		1	50	0	0	0	0	0
8	GILFAD SCIENCES INC		3/12/2014	8/28/2014	1,630		0	1,346	484	0	0	0	484
9	GOLDMAN SACHS GROUP INC		8/28/2014	4/29/2015	785		0	710	75	0	0	0	75
10	HSSC - ADR		10/18/2013	7/18/2014	305		0	330	-25	0	0	0	-25
11	HSSC - ADR		2/19/2014	7/18/2014	356		0	384	-28	0	0	0	-28
12	HSSC - ADR		1/26/2012	7/18/2014	813		0	675	138	0	0	0	138
13	HSSC - ADR		1/26/2012	9/3/2014	54		0	42	12	0	0	0	12
14	HSSC - ADR		1/26/2012	9/3/2014	1,000		0	844	156	0	0	0	156
15	JALIBURTON CO		8/28/2014	3/18/2015	4,256		0	6,967	-2,711	0	0	0	-2,711
16	HANESBRANDS INC		4/22/2013	10/8/2014	1,523		0	653	869	0	0	0	869
17	HANESBRANDS INC		4/22/2013	3/18/2015	808		0	371	535	0	0	0	535
18	HANESBRANDS INC		4/22/2013	3/18/2015	241		0	82	159	0	0	0	159
19	FED HOME LN MTG CORP 1.750% 9/10/13		11/16/2012	4/14/2015	15,065		0	15,579	-484	0	0	0	-484
20	FED NATL MTG ASSN 2.375% 7/28/15		4/25/2012	9/29/2014	13,273		0	15,945	-572	0	0	0	-572
21	BNP PARIBAS - ADR		2/19/2014	3/4/2015	170		0	212	-72	0	0	0	-72
22	BNP PARIBAS - ADR		5/2/2014	5/13/2015	170		0	219	-49	0	0	0	-49
23	BNP PARIBAS - ADR		7/17/2014	5/13/2015	160		0	269	-111	0	0	0	-111
24	BNP PARIBAS - ADR		9/27/2014	5/13/2015	286		0	269	-111	0	0	0	-111
25	BNP PARIBAS - ADR		11/11/2012	3/31/2015	2,151		0	1,132	1,019	0	0	0	1,019
26	BALCHEM CORP CLASS B		7/18/2013	8/28/2014	6,665		0	5,478	1,187	0	0	0	1,187
27	BANK OF AMERICA CORP		4/28/2015	5/14/2015	170		0	170	0	0	0	0	0
28	BARD C R INC		2/19/2014	2/17/2015	286		0	281	5	0	0	0	5
29	BAYER AG - ADR		5/2/2014	7/17/2015	143		0	139	4	0	0	0	4
30	BAYER AG - ADR		5/2/2014	9/3/2014	197		0	206	-9	0	0	0	-9
31	BAYERISCHE MOTOREN WERKE (BMW)		5/2/2014	10/6/2014	806		0	947	-141	0	0	0	-141
32	BAYERISCHE MOTOREN WERKE (BMW)		5/2/2014	10/6/2014	806		0	947	-141	0	0	0	-141
33	BAYERISCHE MOTOREN WERKE (BMW)		5/2/2014	10/6/2014	806		0	947	-141	0	0	0	-141
34	BAYERISCHE MOTOREN WERKE (BMW)		5/2/2014	5/15/2015	1,088		0						

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

2

Amount

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	16,312		
										16,312	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	489
3 Second quarter estimated tax payment	11/12/2014	3	490
✓ 4 Third quarter estimated tax payment	2/11/2015	4	489
5 Fourth quarter estimated tax payment	5/8/2015	5	489
6 Other payments		6	
7 Total		7	1,957

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	41,705
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	41,705