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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

2014Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2014 or tax year beginning 07/01/14, and ending 06/30/15

Name of foundation HUMPHREYS FOUNDATION, INC		A Employer identification number 31-1639319
Number and street (or P.O. box number if mail is not delivered to street address) 9748 STEPHEN DECATUR HWY	Room/suite 103	B Telephone number (see instructions) 410-213-8700
City or town, state or province, country, and ZIP or foreign postal code OCEAN CITY MD 21842		C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 7,456,204	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	20,780	20,780		
	4 Dividends and interest from securities	233,072	233,072		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	61,878			
	b Gross sales price for all assets on line 6a 1,133,178				
	7 Capital gain net income (from Part IV, line 2)		61,878		
	8 Net short-term capital gain			0	
	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	315,730	315,730	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 1	2,465			
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 2	9,742			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att. sch.) STMT 3	23,810	22,588		
	24 Total operating and administrative expenses. Add lines 13 through 23	36,017	22,588	0	0
	25 Contributions, gifts, grants paid	315,185			315,185
26 Total expenses and disbursements. Add lines 24 and 25	351,202	22,588	0	315,185	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-35,472				
b Net investment income (if negative, enter -0-)		293,142			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

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Form **990-PF** (2014)

9548

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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	70,459	135,094	135,089
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶	4,500		
	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 (att. schedule) ▶ Less: allowance for doubtful accounts ▶	0		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U S and state government obligations (attach schedule) STMT 4	538,843	297,009	298,949
	b	Investments – corporate stock (attach schedule) SEE STMT 5	678,425	817,660	937,318
	c	Investments – corporate bonds (attach schedule) SEE STMT 6	294,257	193,137	193,803
	11	Investments – land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach sch.) ▶			
	12	Investments – mortgage loans	95,615	93,913	93,913
	13	Investments – other (attach schedule) SEE STATEMENT 7	5,322,928	5,432,742	5,797,132
	14	Land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach sch.) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	7,005,027	6,969,555	7,456,204
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	7,005,027	6,969,555	
	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			
	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)	7,005,027	6,969,555	
	31	Total liabilities and net assets/fund balances (see instructions)	7,005,027	6,969,555	

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	7,005,027
2	Enter amount from Part I, line 27a	2	-35,472
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	6,969,555
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	6,969,555

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 PUBLICLY TRADED SECURITIES		P	VARIOUS	VARIOUS
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,133,178		1,071,300	61,878
b			
c			
d			
e			

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			61,878
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	61,878
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see 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	382,000	7,164,273	0.053320
2012	357,545	7,301,568	0.048968
2011	184,782	6,082,751	0.030378
2010	212,433	1,401,631	0.151561
2009	9,973	170,771	0.058400

2 Total of line 1, column (d)	2	0.342627
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	0.068525
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	7,222,376
5 Multiply line 4 by line 3	5	494,913
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,931
7 Add lines 5 and 6	7	497,844
8 Enter qualifying distributions from Part XII, line 4	8	315,185

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. *Date of ruling or determination letter: (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	5,863
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	5,863
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	5,863
6	Credits/Payments.		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	4,500
b	Exempt foreign organizations – tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	8,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	12,500
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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	6,637
11	Enter the amount of line 10 to be: Credited to 2015 estimated tax 6,637 Refunded	11	

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 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.		X
1c	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? If "Yes," attach a detailed description of the activities.		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		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?		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?		
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) MD		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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 ► WILLIAM H MITCHELL 9748 STEPHEN DECATUR WHY STE 103 Located at ► OCEAN CITY MD ZIP+4 ► 21872 Telephone no. ► 410-213-8700			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 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 N/A ► ☐	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c	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? If "Yes," list the years ► 20, 20, 20, 20 ☐ Yes ☒ No		
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.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20, 20, 20, 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.) N/A	3b	
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)?	N/A	5b		
Organizations relying on a current notice regarding disaster assistance check here	☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A ☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945–5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
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?	N/A	7b		

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8				

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 CONTRIBUTIONS WERE GIVEN TO ORGANIZATIONS LISTED ON STATEMENT 5	
	315,185
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 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	

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	7,010,200
b	Average of monthly cash balances	1b	227,461
c	Fair market value of all other assets (see instructions)	1c	94,700
d	Total (add lines 1a, b, and c)	1d	7,332,361
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	7,332,361
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	109,985
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,222,376
6	Minimum investment return. Enter 5% of line 5	6	361,119

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	361,119
2a	Tax on investment income for 2014 from Part VI, line 5	2a	5,863
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,863
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	355,256
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	355,256
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	355,256

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	315,185
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	315,185
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	315,185

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				355,256
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only				
b Total for prior years' 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014				
a From 2009				
b From 2010				23,680
c From 2011				
d From 2012				
e From 2013				28,242
f Total of lines 3a through e	51,922			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ 315,185				
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2014 distributable amount				315,185
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).)	40,071			40,071
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	11,851			
b Prior years' undistributed income. Subtract line 4b from line 2b				
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				
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	11,851			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				11,851
e Excess from 2014				

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

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

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

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

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

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

N/A

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

N/A

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

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

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

FAW CASSON & CO., LLP 410-213-8700
P.O. BOX 718 OCEAN CITY MD 21842

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

USE GRANT APPLICATION ATTACHED

c Any submission deadlines:

N/A

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

N/A

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE STATEMENT 9				315,185
Total			▶ 3a	315,185
b Approved for future payment N/A				
Total			▶ 3b	

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INDIRECT ACCOUNTING FEES	\$ 2,465	\$	\$	\$
TOTAL	\$ 2,465	\$ 0	\$ 0	\$ 0

Statement 2 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAXES PAID - STOCK DIVID	\$ 684	\$	\$	\$
UNITED STATES TREASURY	9,058			
TOTAL	\$ 9,742	\$ 0	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES	\$	\$	\$	\$
INVESTMENT FEES	22,588	22,588		
INSURANCE	1,070			
BANK CHARGES	37			
SUPPLIES	115			
TOTAL	\$ 23,810	\$ 22,588	\$ 0	\$ 0

Statement 4 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
MERRILL LYNCH SEE ATTACHED STMT	\$ 538,843	\$ 297,009	MARKET	\$ 298,949
TOTAL	\$ 538,843	\$ 297,009		\$ 298,949

Federal Statements

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
MERRILL LYNCH SEE ATTACHED STMT	\$ 678,425	\$ 817,660	MARKET	\$ 937,318
TOTAL	\$ 678,425	\$ 817,660		\$ 937,318

Statement 6 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
MERRILL LYNCH SEE ATTACHED STMT	\$ 294,257	\$ 193,137	MARKET	\$ 193,803
TOTAL	\$ 294,257	\$ 193,137		\$ 193,803

Statement 7 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CALVIN B. TAYLOR BANK STOCK	\$ 4,802,772	\$ 4,598,772	MARKET	\$ 4,959,460
MERRILL LYNCH SEE ATTACHED STMT	70,609	109,274	MARKET	109,274
MERRILL LYNCH SEE ATTACHED STMT	449,547	724,696	MARKET	728,398
TOTAL	\$ 5,322,928	\$ 5,432,742		\$ 5,797,132

Statement 8 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
ELLEN H. LANG 107 TINGLE ROAD BERLIN MD 21811	PRESIDENT	2.00	0	0	0
WILLIAM H MITCHELL 9748 STEPHEN DECATUR HWY SUITE 103 OCEAN CITY MD 21842	TREASURER	2.00	0	0	0
L. SUSAN TAYLOR	SECRETARY	2.00	0	0	0

Federal Statements

Statement 8 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees,
Etc. (continued)

<u>Name and Address</u>	<u>Title</u>	<u>Average Hours</u>	<u>Compensation</u>	<u>Benefits</u>	<u>Expenses</u>
10308 CALEB ROAD BERLIN MD 21811					
THOMAS K COATES 6200 COASTAL HWY., SUITE 300 OCEAN CITY MD 21842	VICE PRESIDE	2.00	0	0	0
REGINA MONTAGNA 9748 STEPHEN DECATUR HWY. SUITE 103 OCEAN CITY MD 21842	BOARD MEMBER	2.00	0	0	0

Form 990-PF, Part XV, Line 2b - Application Format and Required ContentsDescription

USE GRANT APPLICATION ATTACHED

Federal Statements

Statement 9 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year

Name		Address		Relationship	Status	Purpose	Amount
Address							
ATLANTIC GENERAL HOSPITAL		9733 HEALTHWAY DRIVE				EXPANSION OF HEALTH LITERACY PROGRAM	5,000
BERLIN MD 21811		214 N MAIN STREET				NEW FIRE HOUSE	100,000
BERLIN FIRE COMPANY		P O BOX 351				UNRESTRICTED	900
BERLIN MD 21811		11227 RACETRACK RD				REFURBISHING GRAND PIANO	4,000
BERLIN HERITAGE FOUNDATION INC		1324 BELMONT AVE				TURKEY DRIVE	5,000
BERLIN MD 21811		P O BOX 207				REPAIR CHURCH ROOF AND RAMP	18,464
COMMUNITY CHURCH AT OCEAN PINES		P O BOX 207				REPAIRS TO OLD NAZARETH CHURCH	10,000
BERLIN MD 21811		9931 OLD OCEAN CITY BLVD				COMMUNITY CONSERVATION DAY	1,200
COMMUNITY FOUNDATION OF THE ES		909 PROGRESS CIRCLE, STE				NEW EDUCATIONAL WING	25,000
SALISBURY MD 21801		909 PROGRESS CIRCLE, STE				EQUIP AND FURNISH CLASSROOM	20,000
FURNACE TOWN FOUNDATION		PO BOX 130				CAPITAL PROJECT	25,000
SNOW HILL MD 21863		12637 B OCEAN GATEWAY				THANKSGIVING DINNER	5,000
FURNACE TOWN FOUNDATION		P O BOX 603				REPRINT BROCHURES	1,621
SNOW HILL MD 21863		407 OAK STREET				ALLOW 40 KIDS TO ATTEND CAMP	9,000
SNOW SHORE LAND TRUST		10847 ST MARTINS RD				CHRISTMAS DONATION	2,500
LOWER SHORE LAND TRUST		302 N BALTIMORE AVE				NOEL DINNER DONATION	2,500
BERLIN MD 21811		909 SOUTH SCHUMAKER DR				NEW CLASSROOM FACILITY	25,000
MAINTAINING ACTIVE CITIZENS INC		6 JEFFERSON STREET				YOUTH ART PROGRAMS	5,000
SALISBURY MD 21804		PO BOX 39				EMERGENCY FINANCIAL ASSISTANCE PROGR	10,000
MAINTAINING ACTIVE CITIZENS INC							
SALISBURY MD 21804							
MARANATHA INC							
PRINCESS ANNE MD 21853							
OCEAN CITY BAPTIST CHURCH							
OCEAN CITY MD 21842							
OCEAN CITY MUSEUM SOCIETY INC							
OCEAN CITY MD 21843							
SALVATION ARMY							
SALISBURY MD 21801							
ST MARTINS UNITED METHODIST CHURCH							
BERLIN MD 21811							
ST PAULS EPISCOPAL CHURCH							
OCEAN CITY MD 21842							
WARD MUSEUM OF WILDFOWL ART							
SALISBURY MD 21804							
WORCESTER COUNTY ARTS COUNCIL							
BERLIN MD 21811							
WORCESTER COUNTY GOLD INC							
SNOW HILL MD 21863							

Federal Statements

Statement 9 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)

Name		Address		Relationship	Status	Purpose	Amount
WORCESTER COUNTY HISTORIC SOCIETY	SNOW HILL MD 21863			P O BOX 111		MOVE SCHOOL ROOM TO FURNACE TOWN	25,000
WORCESTER COUNTY PUBLIC SCHOOLS	EDU 6270 WORCESTER HIGHWAY					LAPTOPS FOR 9TH GRADERS	5,000
WORCESTER TECH HIGH SCHOOL	NEWARK MD 21841			6290 WORCESTER HIGHWAY		SKILL USA COMPETITION	10,000
TOTAL							315,185

HUMPHEREYS FOUNDATION INC
BOARD OF DIRECTORS
2014-2015

ELLEN H. LANG
107 TINGLE ROAD
BERLIN, MD 21811

WILLIAM H. MITCHELL
24 N. MAIN STREET
BERLIN, MD 21811

WILLIAM D. SMITH
11530 QUILLIN WAY
BERLIN, MD 21811

SUSAN L. TAYLOR
10308 CALEB ROAD
BERLIN, MD 21811

REGINA MONTAGNA
9748 STEPHEN DECATUR HWY, STE 103
OCEAN CITY, MD 21842

WCMA Fiscal Statement

HUMPHREYS FOUNDATION INC

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
Cash and Money Funds							
	CASH		208.17	208.17			
104,366	BBIF MONEY FUND CLASS 4		104,366.00	104,366.00			
4,700	ISA BANK OF AMERICA		4,700.00	4,700.00			0.94
	Total Cash and Money Funds		109,274.17	109,274.17			0.94
Government Securities							
11,000	FEDERAL NATL MTG ASSOC NOTES 00.500% MAR 30 2016	02/25/13	11,002.57	11,015.29	12.72	13.75	55.00
13,000	FNMA PAH3431 03 50%2026 AMORTIZED FACTOR 0.331939720 AMORTIZED VALUE 4,315	06/21/12	4,571.44	4,561.90	(9.54)	12.17	152.00
13,000	FNMA PAE0949 04%2041 AMORTIZED FACTOR 0.425311620 AMORTIZED VALUE 5,529	08/20/13	5,696.65	5,895.16	198.51	17.82	222.00
4,000	FNMA PAI1886 04 50%2041 AMORTIZED FACTOR 0.445102190 AMORTIZED VALUE 1,780	05/16/13	1,945.38	1,943.81	(1.57)	6.45	81.00
48,000	FNMA PAL0160 04 50%2041 AMORTIZED FACTOR 0.351507740 AMORTIZED VALUE 16,872	06/21/12	18,164.16	18,287.17	123.01	61.16	760.00
21,000	FNMA PAJ7689 04%2041 AMORTIZED FACTOR 0.432648250 AMORTIZED VALUE 9,085	06/21/12	9,710.25	9,670.09	(40.16)	29.28	364.00



WICMA® Fiscal Statement

HUMPHREYS FOUNDATION INC

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
Government Securities							
5,000	FNMA PAT2887 03 50%2043 AMORTIZED FACTOR 0.856527060 AMORTIZED VALUE 4,282	05/02/13	4,593.13	4,425.55	(167.58)	12.07	150.00
9,000	FNMA PMA1490 03%2033 AMORTIZED FACTOR 0.854942740 AMORTIZED VALUE 7,694	06/13/13	7,918.08	7,849.78	(68.30)	18.59	231.00
13,000	FEDERAL HOME LN MTG CORP NOTES 01.000% JUN 29 2017	06/21/12	12,995.97	13,071.37	75.40	0.36	130.00
15,000	U.S. TREASURY NOTE 1.750% MAY 15 2023 023	06/26/13	13,999.86	14,509.05	509.19	32.81	263.00
20,000	U.S. TREASURY NOTE 1.000% MAR 31 2017 MOODY'S: AAA S&P: ***	07/30/12	20,146.01	20,153.20	7.19	49.73	200.00
15,000	U.S. TREASURY NOTE 1.375% MAR 31 2020 01.375% MAR 31 2020	04/24/15	15,029.46	14,852.40	(177.06)	51.28	207.00
23,000	U.S. TREASURY NOTE 1.000% MAY 31 2018 018	10/23/13	22,841.95	23,007.13	165.18	18.85	230.00
12,000	U.S. TREASURY NOTE 0.375% AUG 31 2015 00.375% AUG 31 2015	05/12/14	12,004.33	12,005.64	1.31	14.92	45.00

PLEASE SEE REVERSE SIDE
Statement Period
Year Ending 08/30/15
Account No.
75G-02082

WCMA Fiscal Statement

HUMPHREYS FOUNDATION INC

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
Government Securities							
22,000	U.S. TREASURY NOTE 1.250% OCT 31 2018 01.250% OCT 31 2018	11/26/13	21,927.89	22,075.68	147.79	45.58	275.00
14,000	U.S. TREASURY NOTE 0.250% OCT 31 2015 00.250% OCT 31 2015	11/26/13	13,991.84	14,006.58	14.74	5.80	35.00
8,000	U.S. TREASURY NOTE 2.750% FEB 15 2024 MOODY'S: AAA S&P: ***	04/10/14	8,074.29	8,305.60	231.31	82.04	220.00
39,000	U.S. TREASURY NOTE 1.250% SEP 30 2015 01.250% SEP 30 2015	04/05/13	39,094.48	39,115.83	21.35	121.21	488.00
13,000	U.S. TREASURY NOTE 2.250% NOV 15 2024 MOODY'S: AAA S&P: ***	12/19/14	13,089.02	12,920.83	(168.19)	36.56	293.00
34,000	FNMA PAU3742 03 50%2043 AMORTIZED FACTOR 0.87989220 AMORTIZED VALUE 29,915	08/20/13	29,707.54	30,905.07	1,197.53	84.35	1,048.00
10,000	FHLMC G0 7925 04%2045 AMORTIZED FACTOR 0.970968990 AMORTIZED VALUE 9,709	05/18/15	10,504.67	10,372.05	(132.62)	31.29	389.00
Total Government Securities			297,008.97	298,949.18	1,940.21	746.07	5,838.00

PLEASE SEE REVERSE SIDE
Page 7 of 118
Statement Period Year Ending 06/30/15
Account No. 75G-02082



WCMA® Fiscal Statement

HUMPHREYS FOUNDATION INC

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
Corporate Bonds							
8,000	ANHEUSER-BUSCH INBEV FIN COMPANY GUARNT GLB 00.800% JAN 15 2016	01/18/13	8,001.42	8,011.68	10.26	29.33	64.00
5,000	APPLE INC GLB 01.000% MAY 03 2018	05/01/13	5,003.22	4,949.45	(53.77)	7.92	50.00
7,000	AMERICAN INTL GROUP GLB 03.375% AUG 15 2020	08/08/13	7,031.42	7,245.49	214.07	88.59	237.00
5,000	BRISTOL-MYERS SQUIBB CO GLB 00.875% AUG 01 2017	07/30/12	4,963.80	4,979.05	15.25	18.11	44.00
6,000	BAXTER INTERNATIONAL INC GLB 03.200% JUN 15 2023	05/12/14	5,892.96	6,139.44	246.48	8.00	192.00
4,000	HCP INC GLB 02.625% FEB 01 2020	11/16/12	3,983.96	3,959.64	(24.32)	43.46	105.00
6,000	HCP INC ORIGINAL UNIT/TOTAL COST: 96.8210/5,809.26	11/04/13	5,809.26	5,939.46	130.20	65.19	158.00
5,000	CITIGROUP INC GLB 03.953% JUN 15 2016	06/21/12	5,031.65	5,133.35	101.70	8.24	198.00

PLEASE SEE REVERSE SIDE
 Page 8 of 118
 Statement Period Year Ending 06/30/15
 Account No. 75G-02082

WCMA Fiscal Statement

HUMPHREYS FOUNDATION INC

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
Corporate Bonds							
4,000	CITIGROUP INC ORIGINAL UNIT/TOTAL COST: 107.5480/4,301.92	01/18/13	4,086.75	4,106.68	19.93	6.59	159.00
6,000	COSTCO WHOLESALE CORP GLB 01.700% DEC 15 2019	11/29/12	6,013.87	5,935.98	(77.89)	4.25	102.00
7,000	COMCAST CORP COMPANY GUARNT GLB 03.600% MAR 01 2024	03/13/14	7,025.28	7,071.75	46.47	83.30	252.00
7,000	CAPITAL ONE FINANCIAL CO GLB 03.200% FEB 05 2025	02/25/15	6,948.69	6,621.23	(327.46)	90.22	224.00
5,000	DIRECTV HLDG/FIN INC COMPANY GUARNT 03.500% MAR 01 2016	06/21/12	5,052.25	5,077.90	25.65	57.85	175.00
6,000	ENTERPRISE PRODUCTS OPER COMPANY GUARNT 03.750% FEB 15 2025	04/24/15	6,255.05	5,880.42	(374.63)	84.38	225.60
8,000	GOLDMAN SACHS GROUP INC GLB 05.250% JUL 27 2021	06/21/12	8,079.16	8,884.16	805.00	178.50	420.00
5,000	GOLDMAN SACHS GROUP INC GLB 06.150% APR 01 2018	01/18/13	5,484.45	5,559.40	74.95	76.02	308.00

PLEASE SEE REVERSE SIDE
Page 9 of 118
Statement Period Year Ending 06/30/15
Account No. 75G-02082



WCMA® Fiscal Statement



CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
Corporate Bonds							
6,000	JPMORGAN CHASE & CO 04.250% OCT 15 2020 MOODY'S: A3 S&P: A	08/13/14	6,429.54	6,415.56	(13.98)	53.12	255.00
6,000	KINDER MORGAN ENER PART COMPANY GUARNT GLB 03.950% SEP 01 2022	06/21/12	6,127.65	5,867.46	(260.19)	78.34	237.00
6,000	MORGAN STANLEY GLB 02.125% APR 25 2018	05/02/13	6,016.51	6,040.56	24.05	23.02	128.00
6,000	METLIFE INC GLB 03.600% APR 10 2024	05/12/14	6,040.34	6,050.82	10.48	48.00	216.00
9,000	ORACLE CORP GLB 02.800% JUL 08 2021	07/10/14	9,009.91	9,109.62	99.71	120.40	252.00
6,000	TOTAL CAPITAL INTL SA COMPANY GUARNT GLB 02.125% JAN 10 2019	01/13/14	6,027.47	6,071.88	44.41	60.21	128.00
2,000	VERIZON COMMUNICATIONS GLB 04.600% APR 01 2021	08/08/12	2,255.44	2,149.20	(106.24)	22.74	92.00
8,000	VERIZON COMMUNICATIONS ORIGINAL UNIT/TOTAL COST: 107.9160/8,633.28	10/23/13	8,503.76	8,596.80	93.04	90.98	368.00

PLEASE SEE REVERSE SIDE
 Page 10 of 118
 Statement Period Year Ending 06/30/15
 Account No. 75G-02082

WCMA Fiscal Statement

HUMPHREYS FOUNDATION INC

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
Corporate Bonds							
8,000	BP CAPITAL MARKETS PLC COMPANY GUARNT GLB 02.521% JAN 15 2020	11/06/14	8,023.33	8,056.08	32.75	92.44	202.00
7,000	BNP PARIBAS COMPANY GUARNT SER MTN 03.250% MAR 03 2023	04/10/14	6,896.12	6,947.50	51.38	73.94	228.00
9,000	WELLS FARGO & COMPANY SER MTN 03.300% SEP 09 2024	10/24/14	9,026.77	8,861.94	(164.83)	91.58	297.00
11,000	GENERAL ELEC CAP CORP COMPANY GUARNT SER MTN 01.000% JAN 08 2016	01/18/13	10,989.77	11,031.02	41.25	52.56	110.00
8,000	TOYOTA MOTOR CREDIT CORP SER MTN GLB 01.375% JAN 10 2018	01/18/13	8,027.36	8,004.72	(22.64)	51.94	110.00
5,000	AMERICAN EXPRESS CREDIT SER MTN 02.800% SEP 19 2016	01/25/13	5,099.88	5,104.60	4.72	39.28	140.00
Total Corporate Bonds			193,137.04	193,802.84	665.80	1,748.50	5,676.00

PLEASE SEE REVERSE SIDE

Page 11 of 118
Statement Period Year Ending 06/30/15
Account No. 75G-02082

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WCMA® Fiscal Statement

HUMPHREYS FOUNDATION INC

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Annual Income
Equities						
19	ABBOTT LABS	01/13/12	505.71	932.52	426.81	19.00
59	ABBOTT LABS	02/24/12	1,601.79	2,895.72	1,293.93	57.00
80	ATLAS COPCO A ADR NEW	06/16/14	2,331.20	2,245.60	(85.60)	45.00
36	ATLAS COPCO A ADR NEW	06/18/15	1,059.12	1,010.52	(48.60)	20.00
27	ATLAS COPCO A ADR NEW	06/23/15	802.98	757.89	(45.09)	15.00
52	ASTRAZENECA PLC SPND ADR	08/21/14	3,804.71	3,312.92	(491.79)	145.00
18	ASTRAZENECA PLC SPND ADR	04/01/15	1,238.58	1,146.78	(91.80)	51.00
10	ASTRAZENECA PLC SPND ADR	05/14/15	698.58	637.10	(61.48)	28.00
18	ASTRAZENECA PLC SPND ADR	06/03/15	1,218.17	1,146.78	(71.39)	51.00
48	ASTRAZENECA PLC SPND ADR	06/18/15	3,200.64	3,058.08	(142.56)	134.00
31	ASTRAZENECA PLC SPND ADR	06/23/15	2,093.28	1,975.01	(118.27)	87.00
100	AMERICAN INTERNATIONAL GROUP INC	02/18/15	5,493.68	6,182.00	688.32	50.00
14	AMERICAN INTERNATIONAL GROUP INC	05/20/15	839.37	865.48	26.11	7.00
15	AMERICAN INTERNATIONAL GROUP INC	05/22/15	906.01	927.30	21.29	8.00
27	AMERICAN INTERNATIONAL GROUP INC	06/12/15	1,667.33	1,669.14	1.81	14.00

PLEASE SEE REVERSE SIDE
Page 12 of 118
Statement Period Year Ending 06/30/15
Account No. 75G-02082

WCMA[®] Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Annual Income
Equities						
2	ABBVIE INC SHS	08/16/11	51.80	134.38	82.58	5.00
22	ABBVIE INC SHS	01/13/12	634.99	1,478.18	843.19	45.00
59	ABBVIE INC SHS	02/24/12	1,737.01	3,964.21	2,227.20	121.00
37	ABBVIE INC SHS	10/24/14	2,217.59	2,486.03	268.44	76.00
16	ABBVIE INC SHS	04/01/15	911.40	1,075.04	163.64	33.00
18	ABBVIE INC SHS	06/18/15	1,242.36	1,209.42	(32.94)	37.00
16	ABBVIE INC SHS	06/23/15	1,127.36	1,075.04	(52.32)	33.00
133	AT&T INC	06/16/14	4,656.32	4,724.16	67.84	251.00
43	AT&T INC	06/18/15	1,504.14	1,527.36	23.22	81.00
31	AT&T INC	06/23/15	1,121.27	1,101.12	(20.15)	59.00
8	AMER EXPRESS COMPANY	01/13/12	396.40	621.76	225.36	10.00
44	AMER EXPRESS COMPANY	02/24/12	2,332.88	3,419.68	1,086.80	52.00
7	BHP BILLITON LTD ADR	08/16/11	606.08	284.97	(321.11)	18.00
36	BHP BILLITON LTD ADR	01/13/12	2,692.08	1,465.56	(1,226.52)	90.00
43	BHP BILLITON LTD ADR	02/24/12	3,355.72	1,750.53	(1,605.19)	107.00
97	BLOCK H&R INC	03/25/15	3,150.41	2,876.05	(274.36)	78.00
27	BLOCK H&R INC	05/01/15	845.69	800.55	(45.14)	22.00

PLEASE SEE REVERSE SIDE

Statement Period
Year Ending 06/30/15

Account No.
75G-02082



WCMA Fiscal Statement

HUMPHREYS FOUNDATION INC

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Annual Income
Equities						
63	BLOCK H&R INC	06/18/15	1,915.82	1,867.95	(47.87)	51.00
40	BLOCK H&R INC	06/23/15	1,253.60	1,186.00	(67.60)	32.00
28	BRISTOL-MYERS SQUIBB CO	08/16/11	790.44	1,863.12	1,072.68	42.00
61	BRISTOL-MYERS SQUIBB CO	01/13/12	2,061.80	4,058.94	1,997.14	91.00
168	BRISTOL-MYERS SQUIBB CO	02/24/12	5,469.02	11,178.72	5,709.70	249.00
46	COMCAST CRP NEW CL A SPL	02/24/12	1,308.70	2,757.24	1,448.54	46.00
114	COMCAST CRP NEW CL A SPL	02/21/13	4,321.51	6,833.16	2,511.65	114.00
4	COMCAST CRP NEW CL A SPL	01/15/14	208.48	239.76	31.28	4.00
39	CMS ENERGY CORP	03/18/15	1,352.44	1,241.76	(110.68)	46.00
46	CMS ENERGY CORP	03/19/15	1,618.28	1,464.64	(153.64)	54.00
46	CMS ENERGY CORP	03/20/15	1,633.23	1,464.64	(168.59)	54.00
16	CMS ENERGY CORP	03/23/15	571.20	509.44	(61.76)	19.00
70	CHEVRON CORP	02/24/12	7,644.00	6,752.90	(891.10)	300.00
40	CHEVRON CORP	06/16/14	5,126.40	3,858.80	(1,267.60)	172.00
27	CHEVRON CORP	06/18/15	2,710.26	2,604.69	(105.57)	116.00
15	CHEVRON CORP	06/23/15	1,497.59	1,447.05	(50.54)	65.00
18	CONOCOPHILLIPS	08/16/11	924.29	1,105.38	181.09	53.00

PLEASE SEE REVERSE SIDE

Statement Period
Year Ending 06/30/15
Account No. 75G-02082

Page
14 of 118

99999999

X

WCMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Annual Income
Equities						
17	CONOCOPHILLIPS	01/13/12	924.05	1,043.97	119.92	50.00
49	CONOCOPHILLIPS	02/24/12	2,863.27	3,009.09	145.82	144.00
27	CME GROUP INC	01/31/14	1,993.54	2,512.62	519.08	54.00
35	CME GROUP INC	02/03/14	2,593.54	3,257.10	663.56	70.00
104	CITIGROUP INC COM NEW	03/11/13	4,948.57	5,744.96	796.39	21.00
50	CITIGROUP INC COM NEW	05/09/13	2,437.27	2,762.00	324.73	10.00
48	CITIGROUP INC COM NEW	08/22/14	2,448.86	2,651.52	202.66	10.00
34	CITIGROUP INC COM NEW	10/08/14	1,773.66	1,878.16	104.50	7.00
30	CITIGROUP INC COM NEW	04/01/15	1,555.21	1,657.20	101.99	6.00
31	CITIGROUP INC COM NEW	05/20/15	1,701.77	1,712.44	10.67	7.00
13	CITIGROUP INC COM NEW	05/21/15	713.59	718.12	4.53	3.00
51	CITIGROUP INC COM NEW	05/22/15	2,813.14	2,817.24	4.10	11.00
27	CITIGROUP INC COM NEW	06/12/15	1,537.98	1,491.48	(46.50)	6.00
7	CITIGROUP INC COM NEW	06/18/15	395.01	386.68	(8.33)	2.00
41	CITIZENS FINL GROUP INC SHS	06/03/15	1,131.91	1,119.71	(12.20)	17.00
22	CITIZENS FINL GROUP INC SHS	06/18/15	611.27	600.82	(10.45)	9.00

PLEASE SEE REVERSE SIDE

Page

15 of 118

Statement Period

Year Ending 06/30/15

Account No.

75G-02082





WCMA Fiscal Statement

HUMPHREYS FOUNDATION INC

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Annual Income
Equities						
84	COCA COLA COM	02/24/12	2,900.09	3,295.32	395.23	111.00
215	COCA COLA COM	06/16/14	8,733.28	8,434.45	(298.83)	284.00
57	COCA COLA COM	05/20/15	2,362.49	2,236.11	(126.38)	76.00
31	COCA COLA COM	05/21/15	1,277.42	1,216.13	(61.29)	41.00
66	COCA COLA COM	06/18/15	2,680.91	2,589.18	(91.73)	88.00
61	COCA COLA COM	06/23/15	2,468.66	2,393.03	(75.63)	81.00
45	DBS GROUP HLDGS SPN ADR	06/16/14	2,469.15	2,771.55	302.40	78.00
15	DBS GROUP HLDGS SPN ADR	07/22/14	852.27	923.85	71.58	26.00
5	DOMINION RES INC NEW VA	08/16/11	246.85	334.35	87.50	13.00
39	DOMINION RES INC NEW VA	01/13/12	1,962.48	2,607.93	645.45	102.00
96	DOMINION RES INC NEW VA	02/24/12	4,918.08	6,419.52	1,501.44	249.60
13	DOLLAR GENERAL CORP	04/17/15	972.19	1,010.62	38.43	12.00
16	DOLLAR GENERAL CORP	04/20/15	1,201.93	1,243.84	41.91	15.00
15	DOLLAR GENERAL CORP	04/21/15	1,134.57	1,166.10	31.53	14.00
15	DOLLAR GENERAL CORP	04/22/15	1,136.95	1,166.10	29.15	14.00
9	DOLLAR GENERAL CORP	04/23/15	685.85	699.66	13.81	8.00
14	DOLLAR GENERAL CORP	05/20/15	1,021.81	1,088.36	66.55	13.00

WCMA Fiscal Statement

HUMPHREYS FOUNDATION INC

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Annual Income
Equities						
12	DOLLAR GENERAL CORP	05/21/15	881.40	932.88	51.48	11.00
12	DOLLAR GENERAL CORP	06/16/15	931.30	932.88	1.58	11.00
32	DOLLAR GENERAL CORP	06/18/15	2,504.32	2,487.68	(16.64)	29.00
93	DEUTSCHE POST AG SHS SP ADR	06/16/14	3,330.33	2,739.78	(590.55)	85.00
22	DEUTSCHE POST AG SHS SP ADR	07/22/14	750.04	648.12	(101.92)	20.00
29	DEUTSCHE POST AG SHS SP ADR	08/22/14	942.82	854.34	(88.48)	27.00
67	DEUTSCHE POST AG SHS SP ADR	06/18/15	2,003.30	1,973.82	(29.48)	61.00
46	DEUTSCHE POST AG SHS SP ADR	06/23/15	1,426.92	1,355.16	(71.76)	42.00
17	DOW CHEMICAL CO	08/16/11	504.39	869.89	365.50	29.00
23	DOW CHEMICAL CO	01/13/12	733.47	1,176.91	443.44	39.00
57	DOW CHEMICAL CO	02/24/12	1,939.71	2,916.69	976.98	96.00
13	DU PONT E I DE NEMOURS	08/16/11	612.04	831.35	219.31	26.00
44	DU PONT E I DE NEMOURS	01/13/12	2,122.12	2,813.80	691.68	87.00
127	DU PONT E I DE NEMOURS	02/24/12	6,511.95	8,121.65	1,609.70	249.00

PLEASE SEE REVERSE SIDE

Statement Period
Year Ending 06/30/15
Account No.
75G-02082

Page
17 of 118

X 99999999



WCMA Fiscal Statement

HUMPHREYS FOUNDATION INC

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Annual Income
Equities						
13	EXXON MOBIL CORP COM	08/16/11	958.10	1,081.60	123.50	38.00
34	EXXON MOBIL CORP COM	01/13/12	2,870.28	2,828.80	(41.48)	100.00
101	EXXON MOBIL CORP COM	02/24/12	8,814.27	8,403.20	(411.07)	295.00
20	EVERSOURCE ENERGY COM	08/16/11	658.60	908.20	249.60	34.00
24	EVERSOURCE ENERGY COM	01/13/12	814.80	1,089.84	275.04	41.00
67	EVERSOURCE ENERGY COM	02/24/12	2,395.59	3,042.47	646.88	112.00
84	GLAXOSMITHKLINE PLC ADR	06/16/14	4,577.63	3,498.60	(1,079.03)	213.00
42	GLAXOSMITHKLINE PLC ADR	06/18/15	1,803.90	1,749.30	(54.60)	107.00
26	GLAXOSMITHKLINE PLC ADR	06/23/15	1,131.52	1,082.90	(48.62)	66.00
14	GOLDMAN SACHS GROUP INC	10/02/14	2,563.94	2,923.06	359.12	37.00
14	GOLDMAN SACHS GROUP INC	10/03/14	2,621.53	2,923.06	301.53	37.00
8	GOLDMAN SACHS GROUP INC	04/01/15	1,535.07	1,670.32	135.25	21.00
1	GOLDMAN SACHS GROUP INC	04/02/15	192.37	208.79	16.42	3.00
4	GENERAL ELECTRIC	03/01/11	81.14	106.28	25.14	4.00
100	GENERAL ELECTRIC	08/16/11	1,612.00	2,657.00	1,045.00	92.00
92	GENERAL ELECTRIC	01/13/12	1,723.16	2,444.44	721.28	85.00
264	GENERAL ELECTRIC	02/24/12	5,081.74	7,014.48	1,932.74	243.00

PLEASE SEE REVERSE SIDE
Statement Period
Year Ending 08/30/15
Account No.
75G-02082

WCMA Fiscal Statement

HUMPHREYS FOUNDATION INC

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Annual Income
Equities						
175	GENERAL ELECTRIC	02/05/13	3,952.83	4,649.75	696.92	161.00
103	GENERAL ELECTRIC	11/08/13	2,765.98	2,736.71	(29.27)	95.00
90	GENERAL ELECTRIC	03/23/15	2,302.28	2,391.30	89.02	83.00
36	GENERAL ELECTRIC	03/25/15	902.40	956.52	54.12	34.00
37	GENERAL ELECTRIC	04/09/15	936.47	983.09	46.62	35.00
49	GENERAL ELECTRIC	06/18/15	1,330.84	1,301.93	(28.91)	46.00
47	GENERAL ELECTRIC	06/23/15	1,297.20	1,248.79	(48.41)	44.00
62	GIVAUDAN SA UNSP ADR	06/16/14	2,016.86	2,147.06	130.20	62.00
27	GIVAUDAN SA UNSP ADR	08/22/14	901.51	935.01	33.50	27.00
39	GIVAUDAN SA UNSP ADR	06/18/15	1,390.74	1,350.57	(40.17)	39.00
30	GIVAUDAN SA UNSP ADR	06/23/15	1,089.90	1,038.90	(51.00)	30.00
40	GENUINE PARTS CO	06/16/14	3,399.60	3,581.20	181.60	99.00
4	GENUINE PARTS CO	08/21/14	350.66	358.12	7.46	10.00
6	GENUINE PARTS CO	08/22/14	526.31	537.18	10.87	15.00
9	GENUINE PARTS CO	05/01/15	822.40	805.77	(16.63)	23.00
29	GENUINE PARTS CO	06/18/15	2,689.75	2,596.37	(93.38)	72.00
19	GENUINE PARTS CO	06/23/15	1,759.97	1,701.07	(58.90)	47.00

PLEASE SEE REVERSE SIDE
Statement Period
Year Ending 06/30/15 Account No.
75G-02082

Page
19 of 118

99999999

X



WCMA Fiscal Statement

HUMPHREYS FOUNDATION INC

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Annual Income
Equities						
16	HONEYWELL INTL INC DEL	04/06/11	942.58	1,631.52	688.94	34.00
15	HONEYWELL INTL INC DEL	08/16/11	701.70	1,529.55	827.85	32.00
13	HONEYWELL INTL INC DEL	01/13/12	736.19	1,325.61	589.42	27.00
38	HONEYWELL INTL INC DEL	02/24/12	2,255.30	3,874.86	1,619.56	79.00
12	HONEYWELL INTL INC DEL	02/05/13	834.74	1,223.64	388.90	25.00
1	HONEYWELL INTL INC DEL	05/20/15	106.36	101.97	(4.39)	3.00
68	HSBC HLDG PLC SP ADR	06/16/14	3,540.08	3,047.08	(493.00)	170.00
21	HSBC HLDG PLC SP ADR	06/18/15	977.03	941.01	(36.02)	53.00
18	HSBC HLDG PLC SP ADR	06/23/15	853.02	806.58	(46.44)	45.00
261	HENNES AND MAURITZ AB- ADR	06/16/14	2,265.48	2,007.09	(258.39)	42.00
119	HENNES AND MAURITZ AB- ADR	06/18/15	959.14	915.11	(44.03)	19.00
85	HENNES AND MAURITZ AB- ADR	06/23/15	706.35	653.65	(52.70)	14.00
24	HOME DEPOT INC	01/13/12	1,038.96	2,667.12	1,628.16	57.00
79	HOME DEPOT INC	02/24/12	3,701.15	8,779.27	5,078.12	187.00
30	HOME DEPOT INC	01/15/14	2,435.76	3,333.90	898.14	71.00

WCMA® Fiscal Statement

HUMPHREYS FOUNDATION INC

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Annual Income
Equities						
31	HOMÉ DEPOT INC	08/14/14	2,595.96	3,445.03	849.07	74.00
33	INTEL CORP	08/16/11	690.69	1,003.70	313.01	32.00
45	INTEL CORP	01/13/12	1,139.40	1,368.68	229.28	44.00
120	INTEL CORP	02/24/12	3,196.22	3,649.80	453.58	116.00
119	INTEL CORP	02/12/14	2,923.24	3,619.39	696.15	115.00
69	INTEL CORP	08/14/14	2,344.45	2,098.64	(245.81)	67.00
30	INTL BUSINESS MACHINES CORP IBM	02/24/12	5,936.40	4,879.80	(1,056.60)	156.00
98	INTL PAPER CO	07/16/13	4,658.99	4,663.82	4.83	157.00
28	INTL PAPER CO	08/28/14	1,352.22	1,332.52	(19.70)	45.00
16	INTL PAPER CO	08/29/14	772.43	761.44	(10.99)	26.00
32	INTL PAPER CO	05/14/15	1,717.17	1,522.88	(194.29)	52.00
11	INTL PAPER CO	06/18/15	562.32	523.49	(38.83)	18.00
14	INTL PAPER CO	06/23/15	698.46	666.26	(32.20)	23.00
8	JPMORGAN CHASE & CO	03/01/11	366.32	542.08	175.76	15.00
80	JPMORGAN CHASE & CO	08/16/11	2,904.00	5,420.80	2,516.80	141.00
85	JPMORGAN CHASE & CO	01/13/12	3,031.10	5,759.60	2,728.50	150.00

PLEASE SEE REVERSE SIDE

Page 21 of 118
Statement Period Year Ending 06/30/15
Account No. 75G-02082



WCMA® Fiscal Statement

HUMPHREYS FOUNDATION INC

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Annual Income
Equities						
210	JPMORGAN CHASE & CO	02/24/12	8,058.48	14,229.60	6,171.12	370.00
12	JPMORGAN CHASE & CO	09/16/14	720.16	813.12	92.96	22.00
11	JPMORGAN CHASE & CO	05/20/15	731.58	745.36	13.78	20.00
11	JPMORGAN CHASE & CO	05/22/15	731.45	745.36	13.91	20.00
3	JOHNSON AND JOHNSON COM	05/17/11	198.95	292.38	93.43	9.00
20	JOHNSON AND JOHNSON COM	08/16/11	1,288.60	1,949.20	660.60	60.00
15	JOHNSON AND JOHNSON COM	01/13/12	974.25	1,461.90	487.65	45.00
48	JOHNSON AND JOHNSON COM	02/24/12	3,095.04	4,678.08	1,583.04	144.00
18	JOHNSON AND JOHNSON COM	08/29/12	1,218.01	1,754.28	536.27	54.00
34	JOHNSON AND JOHNSON COM	06/16/14	3,479.90	3,313.64	(166.26)	102.00
15	JOHNSON AND JOHNSON COM	08/21/14	1,565.14	1,461.90	(103.24)	45.00
19	JOHNSON AND JOHNSON COM	04/09/15	1,917.28	1,851.74	(65.54)	57.00
31	JOHNSON AND JOHNSON COM	06/18/15	3,104.34	3,021.26	(83.08)	93.00
22	JOHNSON AND JOHNSON COM	06/23/15	2,206.82	2,144.12	(62.70)	66.00
30	KROGER CO	10/10/14	1,626.08	2,175.30	549.22	26.00
37	KROGER CO	10/13/14	1,994.76	2,682.87	688.11	32.00
28	KROGER CO	10/14/14	1,489.67	2,030.28	540.61	24.00

PLEASE SEE REVERSE SIDE

Page 22 of 118
Statement Period Year Ending 06/30/15
Account No. 75G-02082

WCMA® Fiscal Statement

HUMPHREYS FOUNDATION INC

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Annual Income
Equities						
21	KROGER CO	05/20/15	1,551.13	1,522.71	(28.42)	18.00
3	KROGER CO	05/21/15	221.12	217.53	(3.59)	3.00
14	LOCKHEED MARTIN CORP	01/31/14	2,115.72	2,602.60	486.88	84.00
19	LOCKHEED MARTIN CORP	02/03/14	2,859.45	3,532.10	672.65	114.00
3	LOCKHEED MARTIN CORP	02/06/15	587.19	557.70	(29.49)	18.00
7	LOCKHEED MARTIN CORP	02/09/15	1,359.53	1,301.30	(58.23)	42.00
6	LOCKHEED MARTIN CORP	02/10/15	1,167.98	1,115.40	(52.58)	36.00
5	LOCKHEED MARTIN CORP	02/11/15	979.82	929.50	(50.32)	30.00
205	LLOYDS BANKING GROUP PLC ADR	06/03/15	1,128.34	1,113.15	(15.19)	10.00
108	LLOYDS BANKING GROUP PLC ADR	06/18/15	592.62	586.44	(6.18)	5.00
3	M&T BANK CORPORATION	01/12/15	353.25	374.79	21.54	9.00
16	M&T BANK CORPORATION	01/13/15	1,897.80	1,998.88	101.08	45.00
5	M&T BANK CORPORATION	02/13/15	619.42	624.65	5.23	14.00
4	M&T BANK CORPORATION	04/20/15	479.72	499.72	20.00	12.00
14	M&T BANK CORPORATION	06/18/15	1,767.21	1,749.02	(18.19)	40.00
8	M&T BANK CORPORATION	06/23/15	1,028.00	999.44	(28.56)	23.00

PLEASE SEE REVERSE SIDE

Statement Period
Year Ending 06/30/15
Account No.
75G-02082

Page
23 of 118

99999999

X



WCMA Fiscal Statement

HUMPHREYS FOUNDATION INC

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Annual Income
Equities						
147	MORGAN STANLEY	01/21/14	4,789.51	5,702.13	912.62	89.00
35	MORGAN STANLEY	08/22/14	1,172.23	1,357.65	185.42	21.00
24	MORGAN STANLEY	08/25/14	825.22	930.98	105.74	15.00
83	MORGAN STANLEY	09/18/14	3,000.67	3,219.57	218.90	50.00
47	MORGAN STANLEY	09/19/14	1,705.53	1,823.13	117.60	29.00
34	METLIFE INC COM	07/09/13	1,656.66	1,903.66	247.00	51.00
17	METLIFE INC COM	08/28/14	924.89	951.83	26.94	26.00
61	METLIFE INC COM	08/29/14	3,335.86	3,415.39	79.53	92.00
44	METLIFE INC COM	09/02/14	2,429.27	2,463.56	34.29	66.00
3	MARATHON OIL CORP	03/01/11	91.03	79.62	(11.41)	3.00
30	MARATHON OIL CORP	08/16/11	819.60	796.20	(23.40)	26.00
30	MARATHON OIL CORP	01/13/12	908.40	798.20	(112.20)	26.00
77	MARATHON OIL CORP	02/24/12	2,703.47	2,043.58	(659.89)	65.00
81	MERCK AND CO INC SHS	02/24/12	3,102.30	4,611.33	1,509.03	146.00
56	MERCK AND CO INC SHS	04/19/13	2,648.92	3,188.08	539.16	101.00
30	MERCK AND CO INC SHS	01/15/14	1,575.50	1,707.90	132.40	54.00
86	MERCK AND CO INC SHS	06/16/14	4,976.82	4,895.98	(80.84)	155.00

PLEASE SEE REVERSE SIDE
Statement Period
Year Ending 06/30/15 Account No.
75G-02082

WCMA Fiscal Statement

HUMPHREYS FOUNDATION INC

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Annual Income
Equities						
34	MOTOROLA SOLUTIONS INC	10/02/13	2,054.97	1,949.56	(105.41)	47.00
39	MOTOROLA SOLUTIONS INC	10/03/13	2,363.37	2,236.26	(127.11)	54.00
2	MARATHON PETROLEUM CORP	03/01/11	41.05	104.62	63.57	2.00
30	MARATHON PETROLEUM CORP	08/16/11	586.50	1,569.30	982.80	30.00
28	MARATHON PETROLEUM CORP	01/13/12	462.56	1,464.68	1,002.12	28.00
82	MARATHON PETROLEUM CORP	02/24/12	1,791.70	4,289.42	2,497.72	82.00
18	MARATHON PETROLEUM CORP	05/20/15	937.64	941.58	3.94	18.00
18	MARATHON PETROLEUM CORP	05/21/15	939.02	941.58	2.56	18.00
18	MARATHON PETROLEUM CORP	05/26/15	912.99	941.58	28.59	18.00
2	MARATHON PETROLEUM CORP	05/27/15	101.08	104.62	3.54	2.00
179	MONDELEZ INTERNATIONAL INC	04/22/13	5,631.45	7,364.06	1,732.61	108.00
51	MATTEL INC COM	06/16/14	1,937.60	1,310.19	(627.41)	78.00
18	MATTEL INC COM	07/21/14	636.00	462.42	(173.58)	28.00
38	MATTEL INC COM	12/11/14	1,189.92	976.22	(213.70)	58.00
32	MATTEL INC COM	05/08/15	867.74	822.08	(45.66)	49.00
69	MATTEL INC COM	06/18/15	1,876.79	1,772.61	(104.18)	105.00

PLEASE SEE REVERSE SIDE

Page 25 of 118
Statement Period Year Ending 08/30/15
Account No. 75G-02082



WCMA® Fiscal Statement

HUMPHREYS FOUNDATION INC

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Annual Income
Equities						
44	MATTEL INC COM	06/23/15	1,185.36	1,130.36	(55.00)	67.00
8	MCDONALDS CORP COM	01/13/12	802.00	760.56	(41.44)	28.00
19	MCDONALDS CORP COM	01/19/12	1,924.22	1,806.33	(117.89)	65.00
71	MCDONALDS CORP COM	02/24/12	7,140.12	6,749.97	(390.15)	242.00
68	MCDONALDS CORP COM	06/16/14	6,850.32	6,464.76	(385.56)	232.00
15	MCDONALDS CORP COM	06/18/15	1,442.70	1,426.05	(16.65)	51.00
22	MCDONALDS CORP COM	06/23/15	2,146.98	2,091.54	(55.44)	75.00
71	MICROSOFT CORP	02/24/12	2,225.29	3,134.65	909.36	89.00
53	MICROSOFT CORP	01/15/14	1,943.80	2,339.95	396.15	66.00
186	MICROSOFT CORP	06/16/14	7,699.58	8,211.90	512.32	231.00
64	MICROSOFT CORP	08/14/14	2,834.09	2,825.60	(8.49)	80.00
71	MICROSOFT CORP	02/18/15	3,091.33	3,134.65	43.32	89.00
59	MICROSOFT CORP	06/18/15	2,739.95	2,604.85	(135.10)	74.00
44	MICROSOFT CORP	06/23/15	2,022.24	1,942.60	(79.64)	55.00
50	NATIONAL BANK CANADA	06/16/14	2,125.45	1,879.13	(246.32)	67.00
17	NATIONAL BANK CANADA	06/18/15	666.48	638.90	(27.58)	23.00
64	NOVARTIS ADR	06/16/14	5,777.60	6,293.76	516.16	145.00

PLEASE SEE REVERSE SIDE

Statement Period
Year Ending 06/30/15

Page
26 of 118

Account No.
75G-02082

WCMA[®] Fiscal Statement

HUMPHREYS FOUNDATION INC

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Annual Income
Equities						
30	NOVARTIS ADR	06/18/15	3,035.10	2,950.20	(84.90)	68.00
19	NOVARTIS ADR	06/23/15	1,957.57	1,868.46	(89.11)	43.00
3	NEXTERA ENERGY INC SHS	08/16/11	163.05	294.09	131.04	10.00
25	NEXTERA ENERGY INC SHS	01/13/12	1,475.00	2,450.75	975.75	77.00
68	NEXTERA ENERGY INC SHS	02/24/12	4,111.28	6,666.04	2,554.76	210.00
88	NESTLE S A REP RG SH ADR	06/16/14	6,800.64	6,350.08	(450.56)	168.00
39	NESTLE S A REP RG SH ADR	06/18/15	2,925.78	2,814.24	(111.54)	75.00
29	NESTLE S A REP RG SH ADR	06/23/15	2,190.08	2,092.64	(97.44)	56.00
5	NORTHROP GRUMMAN CORP	08/16/11	269.55	793.15	523.60	16.00
15	NORTHROP GRUMMAN CORP	01/13/12	883.80	2,379.45	1,495.65	48.00
39	NORTHROP GRUMMAN CORP	02/24/12	2,366.13	6,186.57	3,820.44	125.00
18	NORTHROP GRUMMAN CORP	06/16/14	2,186.28	2,855.34	669.06	58.00
3	NORTHROP GRUMMAN CORP	06/18/15	494.85	475.89	(18.96)	10.00
51	NOVO NORDISK A S ADR	06/16/14	2,322.02	2,792.76	470.74	28.00
9	NOVO NORDISK A S ADR	07/21/14	406.27	492.84	86.57	5.00
31	NOVO NORDISK A S ADR	06/18/15	1,722.67	1,697.56	(25.11)	17.00
20	NOVO NORDISK A S ADR	06/23/15	1,134.40	1,095.20	(39.20)	11.00

PLEASE SEE REVERSE SIDE

Statement Period
Year Ending 06/30/15
Account No.
75G-02082

Page
27 of 118

99999999

X



WCMA® Fiscal Statement

HUMPHREYS FOUNDATION INC

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Annual Income
Equities						
2	OCCIDENTAL PETE CORP CAL	03/01/11	193.41	155.54	(37.87)	6.00
20	OCCIDENTAL PETE CORP CAL	08/16/11	1,685.15	1,555.40	(129.75)	60.00
20	OCCIDENTAL PETE CORP CAL	01/13/12	1,870.65	1,555.40	(315.25)	60.00
55	OCCIDENTAL PETE CORP CAL	02/24/12	5,508.97	4,277.35	(1,231.62)	165.00
28	OCCIDENTAL PETE CORP CAL	01/15/15	2,127.32	2,177.56	50.24	84.00
8	PRUDENTIAL FINANCIAL INC	02/24/12	490.40	700.16	209.76	19.00
49	PRUDENTIAL FINANCIAL INC	08/29/12	2,672.35	4,288.48	1,616.13	114.00
37	PRUDENTIAL FINANCIAL INC	07/12/13	2,875.67	3,238.24	362.57	86.00
49	PEPSICO INC	06/16/14	4,278.68	4,573.66	294.98	138.00
3	PEPSICO INC	06/18/15	285.48	280.02	(5.46)	9.00
11	PEPSICO INC	06/23/15	1,049.62	1,026.74	(22.88)	31.00
17	PFIZER INC	01/13/12	371.62	570.01	198.39	20.00
167	PFIZER INC	02/24/12	3,555.43	5,599.51	2,044.08	188.00
46	PFIZER INC	04/18/13	1,410.63	1,542.38	131.75	52.00
46	PFIZER INC	01/15/14	1,421.40	1,542.38	120.98	52.00
249	PFIZER INC	06/16/14	7,308.13	8,348.97	1,040.84	279.00
60	PFIZER INC	10/08/14	1,757.95	2,011.80	253.85	68.00

PLEASE SEE REVERSE SIDE
 Statement Period
 Year Ending 06/30/15
 Account No.
 75G-02082

WCMA® Fiscal Statement

HUMPHREYS FOUNDATION INC

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Annual Income
Equities						
46	PFIZER INC	06/18/15	1,578.72	1,542.38	(36.34)	52.00
38	PFIZER INC	06/23/15	1,314.04	1,274.14	(39.90)	43.00
16	PRAXAIR INC	01/13/12	1,732.48	1,912.80	180.32	46.00
43	PRAXAIR INC	02/24/12	4,730.00	5,140.65	410.65	123.00
5	PROCTER & GAMBLE CO	03/01/11	313.55	391.20	77.65	14.00
30	PROCTER & GAMBLE CO	08/16/11	1,846.50	2,347.20	500.70	80.00
24	PROCTER & GAMBLE CO	01/13/12	1,574.40	1,877.76	303.36	64.00
74	PROCTER & GAMBLE CO	02/24/12	4,952.82	5,789.76	836.94	197.00
13	PROCTER & GAMBLE CO	08/22/14	1,084.60	1,017.12	(67.48)	35.00
16	PROCTER & GAMBLE CO	11/11/14	1,434.73	1,251.84	(182.89)	43.00
68	QUEST DIAGNOSTICS INC	03/31/15	5,265.23	4,931.36	(333.87)	104.00
64	QUALCOMM INC	02/13/14	4,891.44	4,008.32	(883.12)	123.00
25	QUALCOMM INC	10/24/14	1,884.09	1,565.75	(318.34)	48.00
25	QUALCOMM INC	02/02/15	1,619.83	1,565.75	(54.08)	48.00
23	QUALCOMM INC	04/01/15	1,593.92	1,440.49	(153.43)	45.00
22	QUALCOMM INC	05/20/15	1,529.61	1,377.86	(151.75)	43.00
31	RAYTHEON CO DELAWARE NEW	08/16/11	1,278.44	2,966.08	1,687.64	84.00

PLEASE SEE REVERSE SIDE

Page
29 of 118

Statement Period
Year Ending 06/30/15

Account No.
75G-02082



WCMA Fiscal Statement



CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Annual Income
Equities						
31	RAYTHEON CO DELAWARE NEW	01/13/12	1,514.35	2,966.08	1,451.73	84 00.
86	RAYTHEON CO DELAWARE NEW	02/24/12	4,392.02	8,228.48	3,836.46	231 00
74	ROYAL DUTCH SHEL PLC SPONS ADR B	06/16/14	6,287.78	4,243.90	(2,043.88)	279.00
25	ROYAL DUTCH SHEL PLC SPONS ADR B	06/18/15	1,482.50	1,433.75	(48.75)	94 00
20	ROYAL DUTCH SHEL PLC SPONS ADR B	06/23/15	1,194.80	1,147.00	(47.80)	76.00
92	ROCHE HLDG LTD SPN ADR	06/16/14	3,413.20	3,226.44	(186.76)	76.00
44	ROCHE HLDG LTD SPN ADR	06/18/15	1,571.68	1,543.08	(28.60)	37.00
30	ROCHE HLDG LTD SPN ADR	06/23/15	1,095.30	1,052.10	(43.20)	25 00
144	ROGERS COMMUNICATIONS B	06/16/14	5,794.56	5,116.32	(678.24)	226 00
5	ROGERS COMMUNICATIONS B	03/25/15	174.24	177.65	3.41	8 00
71	ROGERS COMMUNICATIONS B	06/18/15	2,431.03	2,522.63	91 60	111.00
44	ROGERS COMMUNICATIONS B	06/23/15	1,514.92	1,563.32	48.40	69.00
13	SEMPRA ENERGY	08/16/11	637.26	1,286.22	648.96	37.00
10	SEMPRA ENERGY	01/13/12	550.40	989.40	439.00	28 00
35	SEMPRA ENERGY	02/24/12	2,024.75	3,462.90	1,438.15	98.00

PLEASE SEE REVERSE SIDE

 Page
30 of 118

 Statement Period
Year Ending 06/30/15

 Account No.
75G-02082

WCMA[®] Fiscal Statement

HUMPHREYS FOUNDATION INC

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Annual Income
Equities						
13	SCHLUMBERGER LTD	08/16/11	1,037.01	1,120.47	83.46	26.00
15	SCHLUMBERGER LTD	01/13/12	1,026.60	1,292.85	266.25	30.00
40	SCHLUMBERGER LTD	02/24/12	3,194.40	3,447.60	253.20	80.00
70	SGS SA ADR	05/15/15	1,394.61	1,270.50	(124.11)	28.00
15	SGS SA ADR	05/18/15	298.55	272.25	(26.30)	6.00
46	SGS SA ADR	06/18/15	873.08	834.90	(38.18)	18.00
2	SYNGENTA AG ADR	06/16/14	149.10	163.22	14.12	4.00
5	SYNGENTA AG ADR	07/21/14	366.19	408.05	41.86	10.00
6	SYNGENTA AG ADR	07/22/14	437.97	489.66	51.69	12.00
15	SYNGENTA AG ADR	02/09/15	1,029.89	1,224.15	194.26	30.00
14	SYNGENTA AG ADR	06/18/15	1,210.72	1,142.54	(68.18)	28.00
9	SYNGENTA AG ADR	06/23/15	776.61	734.49	(42.12)	18.00
148	SANOFI ADR	06/16/14	7,959.04	7,330.44	(628.60)	161.00
47	SANOFI ADR	06/18/15	2,307.61	2,327.91	20.30	52.00
38	SANOFI ADR	06/23/15	1,963.58	1,882.14	(81.44)	42.00
71	SINGAPORE TELECOMM LT AD	06/16/14	2,202.42	2,225.14	22.72	146.00
21	SINGAPORE TELECOMM LT AD	06/18/15	685.07	658.14	(6.93)	43.00

PLEASE SEE REVERSE SIDE

Page 31 of 118
Statement Period Year Ending 06/30/15
Account No. 75G-02082

99999999

X



WCMA Fiscal Statement

HUMPHREYS FOUNDATION INC

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Annual Income
Equities						
22	SINGAPORE TELECOMM LT AD	06/23/15	700.70	689.48	(11.22)	45.00
181	SVENSKA HANDELSBANKEN AB SHS	06/16/14	1,493.25	1,307.73	(185.52)	49.00
110	SVENSKA HANDELSBANKEN AB SHS	06/19/14	952.59	794.75	(157.84)	30.00
45	SVENSKA HANDELSBANKEN AB SHS	07/22/14	359.40	325.13	(34.27)	13.00
22	SANDS CHINA LTD UNSP ADR	12/12/14	1,164.38	765.60	(398.78)	55.00
15	SANDS CHINA LTD UNSP ADR	05/26/15	624.24	522.00	(102.24)	37.00
21	SANDS CHINA LTD UNSP ADR	06/18/15	797.16	730.80	(66.36)	52.00
1	ANTHEM INC	01/15/15	134.69	164.14	29.45	3.00
13	ANTHEM INC	01/16/15	1,750.57	2,133.82	383.25	33.00
15	ANTHEM INC	01/20/15	2,050.80	2,462.10	411.30	38.00
15	ANTHEM INC	01/21/15	2,091.97	2,462.10	370.13	38.00
15	ANTHEM INC	01/22/15	2,118.84	2,462.10	343.26	38.00
3	ANTHEM INC	01/23/15	429.07	492.42	63.35	8.00
175	SUNTRUST BKS INC COM	02/20/13	4,859.12	7,528.50	2,669.38	168.00
79	SUNTRUST BKS INC COM	05/09/13	2,431.09	3,398.58	967.49	76.00

WICMA Fiscal Statement

HUMPHREYS FOUNDATION INC

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Annual Income
Equities						
26	SUNTRUST BKS INC COM	01/15/14	999.87	1,118.52	118.65	25.00
80	SUNTRUST BKS INC COM	09/16/14	3,151.09	3,441.60	290.51	77.00
1	TOTAL S.A. SP ADR	01/13/12	49.48	49.17	(0.31)	3.00
81	TOTAL S.A. SP ADR	02/24/12	4,576.50	3,982.77	(593.73)	196.00
53	TOTAL S.A. SP ADR	06/16/14	3,794.95	2,606.01	(1,188.94)	129.00
4	TOTAL S.A. SP ADR	01/15/15	197.20	196.68	(0.52)	10.00
27	TOTAL S.A. SP ADR	01/16/15	1,364.40	1,327.59	(36.81)	66.00
23	TOTAL S.A. SP ADR	01/20/15	1,162.37	1,130.91	(31.46)	56.00
35	3M COMPANY	02/24/12	3,088.75	5,400.50	2,311.75	144.00
12	TRAVELERS COS INC	01/13/12	709.92	1,159.92	450.00	30.00
99	TRAVELERS COS INC	02/24/12	5,840.01	9,569.34	3,729.33	242.00
16	TYCO INTL PLC SHS	10/10/14	675.55	615.68	(59.87)	14.00
43	TYCO INTL PLC SHS	10/13/14	1,807.82	1,654.64	(153.18)	36.00
60	TYCO INTL PLC SHS	10/14/14	2,420.22	2,308.80	(111.42)	50.00
4	UNILEVER NV NY REG SHS	02/24/12	133.90	167.36	33.46	5.00
150	UNILEVER NV NY REG SHS	06/16/14	6,538.50	6,276.00	(262.50)	186.00
8	UNILEVER NV NY REG SHS	06/18/15	337.92	334.72	(3.20)	10.00

PLEASE SEE REVERSE SIDE
Statement Period
Year Ending 06/30/15 Account No.
75G-02082



WCMA Fiscal Statement



CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Annual Income
Equities						
33	UNILEVER NV NY REG SHS	06/23/15	1,447.05	1,380.72	(66.33)	41.00
76	UNITED PARCEL SVC CL B	03/18/13	6,485.19	7,365.16	879.97	222.00
27	UNITED PARCEL SVC CL B	06/16/14	2,727.00	2,616.57	(110.43)	79.00
11	UNITED PARCEL SVC CL B	06/18/15	1,115.95	1,066.01	(49.94)	33.00
10	UNITED PARCEL SVC CL B	06/23/15	1,011.20	969.10	(42.10)	30.00
27	UNITEDHEALTH GROUP INC	01/15/15	2,818.62	3,294.00	475.38	54.00
40	UNITEDHEALTH GROUP INC	01/16/15	4,195.48	4,880.00	684.52	80.00
40	UNITEDHEALTH GROUP INC	01/20/15	4,200.98	4,880.00	679.02	80.00
7	UNITEDHEALTH GROUP INC	01/21/15	758.57	854.00	95.43	14.00
11	UNITEDHEALTH GROUP INC	06/12/15	1,295.61	1,342.00	46.39	22.00
5	US BANCORP (NEW)	03/01/11	136.10	217.00	80.90	6.90
50	US BANCORP (NEW)	08/16/11	1,124.50	2,170.00	1,045.50	51.00
44	US BANCORP (NEW)	01/13/12	1,280.84	1,909.60	628.76	45.00
135	US BANCORP (NEW)	02/24/12	3,899.21	5,859.00	1,959.79	138.00
82	US BANCORP (NEW)	06/16/14	3,511.24	3,558.80	47.56	84.00
27	US BANCORP (NEW)	06/18/15	1,210.68	1,171.80	(38.88)	28.00
24	US BANCORP (NEW)	06/23/15	1,085.28	1,041.60	(43.68)	25.00

PLEASE SEE REVERSE SIDE
Statement Period
Year Ending 06/30/15 Account No.
75G-02082

WCMA® Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Annual Income
Equities						
61	UNION PACIFIC CORP	01/15/14	5,196.61	5,817.57	620.96	135.00
13	UNITED TECHS CORP COM	01/13/12	991.12	1,442.09	450.97	34.00
75	UNITED TECHS CORP COM	02/24/12	6,315.75	8,319.75	2,004.00	192.00
17	UNITED TECHS CORP COM	06/16/14	1,981.01	1,885.81	(95.20)	44.00
4	UNITED TECHS CORP COM	02/13/15	483.75	443.72	(40.03)	11.00
11	UNITED TECHS CORP COM	06/18/15	1,278.97	1,220.23	(58.74)	29.00
9	UNITED TECHS CORP COM	06/23/15	1,038.60	998.37	(40.23)	24.00
22	VERIZON COMMUNICATNS COM	08/16/11	764.72	1,025.42	260.70	49.00
74	VERIZON COMMUNICATNS COM	01/13/12	2,863.06	3,449.14	586.08	163.00
203	VERIZON COMMUNICATNS COM	02/24/12	7,744.25	9,461.83	1,717.58	447.00
65	VERIZON COMMUNICATNS COM	06/16/14	3,196.70	3,029.65	(167.05)	143.00
3	VERIZON COMMUNICATNS COM	01/15/15	141.19	139.83	(1.36)	7.00
38	VERIZON COMMUNICATNS COM	06/18/15	1,809.18	1,771.18	(38.00)	84.00
25	VERIZON COMMUNICATNS COM	06/23/15	1,198.00	1,165.25	(32.75)	55.00
74	KONE OYJ EUR PAR ORDINARY	06/16/14	3,096.90	3,001.20	(95.70)	
23	KONE OYJ EUR PAR ORDINARY	06/18/15	959.10	932.81	(26.29)	

PLEASE SEE REVERSE SIDE

 Page
35 of 118

 Statement Period
Year Ending 06/30/15

 Account No.
75G-02082


WCMA Fiscal Statement

HUMPHREYS FOUNDATION INC

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Annual Income
Equities						
20	KONE OYJ EUR PAR ORDINARY	06/23/15	845.00	811.14	(33.86)	
92	EUTELSAT COMMUNICATIONS, .5 EUR PAR ORDINARY	06/16/14	3,140.71	2,967.55	(173.16)	
45	EUTELSAT COMMUNICATIONS, .5 EUR PAR ORDINARY	06/18/15	1,535.31	1,451.52	(83.79)	
28	EUTELSAT COMMUNICATIONS, .5 EUR PAR ORDINARY	06/23/15	980.00	903.17	(76.83)	
10	ACE LIMITED	10/06/11	607.01	1,016.80	409.79	27.00
10	ACE LIMITED	01/13/12	691.00	1,016.80	325.80	27.00
30	ACE LIMITED	02/24/12	2,196.60	3,050.40	853.80	81.00
7	WEYERHAEUSER CO	01/13/12	139.02	220.50	81.48	9.00
145	WEYERHAEUSER CO	02/24/12	3,067.19	4,567.50	1,500.31	169.00
3	WELLS FARGO & CO NEW DEL	03/01/11	95.84	168.72	73.08	5.00
85	WELLS FARGO & CO NEW DEL	08/16/11	2,091.85	4,780.40	2,688.55	128.00
80	WELLS FARGO & CO NEW DEL	01/13/12	2,362.40	4,499.20	2,136.80	120.00
232	WELLS FARGO & CO NEW DEL	02/24/12	7,012.27	13,047.68	6,035.41	348.00
17	WELLS FARGO & CO NEW DEL	03/25/15	931.42	956.08	24.66	26.00
16	WELLS FARGO & CO NEW DEL	04/01/15	865.85	899.84	33.99	24.00

PLEASE SEE REVERSE SIDE
Statement Period
Year Ending 06/30/15
Account No.
75G-02082

WCMA[®] Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 06/30/15	Unrealized Gain or (Loss)	Est Annual Income
Equities						
5	WELLS FARGO & CO NEW DEL	05/20/15	280.78	281.20	0.42	8.00
5	WELLS FARGO & CO NEW DEL	05/22/15	280.73	281.20	0.47	8.00
11	WELLS FARGO & CO NEW DEL	05/22/15	617.62	618.64	1.02	17.00
21	WELLS FARGO & CO NEW DEL	06/18/15	1,206.87	1,181.04	(25.83)	32.00
17	WELLS FARGO & CO NEW DEL	06/23/15	990.25	956.08	(34.17)	26.00
Total Equities			817,659.79	937,318.40	119,658.61	26,798.00
Mutual Funds/Closed End Funds/UIT						
4,617	GLOBAL SMALL CAP PORT MANAGED ACCT SERIES	01/22/13	62,911.86	67,038.84	4,126.98	129.00
3,114	MID CAP VALUE OPPS PORTFOLIO CLS	01/22/13	41,566.26	43,938.54	2,372.28	723.00
5,790	BLACKROCK ALLOCATION TARGET SHARES SERIES M	03/13/14	57,032.95	57,378.90	345.95	1,407.00
22,294	BLACKROCK STRATEGIC INCOME OPPRTNTS PTF INST	01/22/13	226,016.03	224,723.52	(1,292.51)	5,126.00
30,373	BLACKROCK MULTI ASSET INCOME PORTFOLIO INSTL	01/22/13	337,168.55	335,317.92	(1,850.63)	16,857.00
Total Mutual Funds/Closed End Funds/UIT			724,695.65	728,397.72	3,702.07	24,242.00

PLEASE SEE REVERSE SIDE
 Page 37 of 118
 Statement Period Year Ending 06/30/15
 Account No. 75G-02082

