



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



POSTMARK DATE NOV 16 2015

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

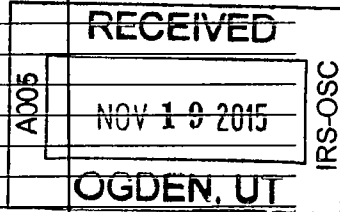
2014

Open to Public Inspection

For calendar year 2014 or tax year beginning 07/01, 2014, and ending 06/30, 2015

Name of foundation C.BASCOM SLEMP TR U/W DECEASED 15-7700		A Employer identification number 31-6025080
Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) 513-762-8878
P. O. BOX 1118, ML CN-OH-W10X City or town, state or province, country, and ZIP or foreign postal code CINCINNATI, OH 45201-1118		C If exemption application is pending, check here ☐
G Check all that apply.		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
☐ Initial return	☐ Initial return of a former public charity	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
☐ Final return	☐ Amended return	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
☐ 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) ▶ \$ 23,980,761.		J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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	546,233.	541,223.	5,010.	STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	1,833,063.			
b	Gross sales price for all assets on line 6a	3,995,197.			
7	Capital gain net income (from Part IV, line 2)		1,833,063.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	2,379,296.	2,374,286.	5,010.	
13	Compensation of officers, directors, trustees, etc.	61,853.	18,556.		43,297.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule) STMT 8	3,000.	NONE	NONE	3,000.
b	Accounting fees (attach schedule) STMT 9	1,700.	NONE	NONE	1,700.
c	Other professional fees (attach schedule) STMT 10	119,147.	107,232.		11,915.
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 11	22,233.	5,489.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	21,849.	6,555.	NONE	15,294.
22	Printing and publications	170.	NONE	NONE	170.
23	Other expenses (attach schedule) STMT 12	10,208.	1,933.		8,275.
24	Total operating and administrative expenses. Add lines 13 through 23.	240,160.	139,765.	NONE	83,651.
25	Contributions, gifts, grants paid	1,141,101.			1,141,101.
26	Total expenses and disbursements. Add lines 24 and 25.	1,381,261.	139,765.	NONE	1,224,752.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	998,035.			
b	Net investment income (if negative, enter -0-)		2,234,521.		
c	Adjusted net income (if negative, enter -0-)			5,010.	



SCANNED DEC 01 2015

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			
	2	Savings and temporary cash investments	756,251.	1,038,144.	1,038,144.
	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 ▶	NONE		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges STMT 13	111.		
	10a	Investments - U S and state government obligations (attach schedule) .			
	b	Investments - corporate stock (attach schedule) . STMT 14	8,993,454.	9,166,698.	17,956,309.
	c	Investments - corporate bonds (attach schedule) . STMT 24	2,007,769.	2,007,769.	2,066,473.
	11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶ (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule) STMT 25	2,004,584.	2,862,434.	2,919,835.	
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)	13,762,169.	15,075,045.	23,980,761.	
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)		NONE	
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	13,762,169.	15,075,045.	
	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)	13,762,169.	15,075,045.		
31	Total liabilities and net assets/fund balances (see instructions)	13,762,169.	15,075,045.		

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	13,762,169.
2	Enter amount from Part I, line 27a	2	998,035.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 26	3	318,518.
4	Add lines 1, 2, and 3	4	15,078,722.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 27	5	3,677.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,075,045.

Form 990-PF (2014)

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					
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 3,995,197.		2,162,134.	1,833,063.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a			1,833,063.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	1,833,063.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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.

(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	1,394,061.	22,387,353.	0.062270
2012	1,259,042.	20,945,980.	0.060109
2011	1,062,063.	19,654,470.	0.054037
2010	863,795.	19,255,016.	0.044861
2009	521,440.	17,762,833.	0.029356
2 Total of line 1, column (d)			2 0.250633
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 0.050127
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			4 23,650,028.
5 Multiply line 4 by line 3			5 1,185,505.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 22,345.
7 Add lines 5 and 6			7 1,207,850.
8 Enter qualifying distributions from Part XII, line 4			8 1,224,752.
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)		1	22,345.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	22,345.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	22,345.
6 Credits/Payments			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	14,400.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	14,400.	
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	7,945.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2015 estimated tax ☒ NONE Refunded ☐	11		

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)? 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
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? 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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► OH		
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

Form 990-PF (2014)

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 <u>www.slempfoundation.org</u>	13	X	
14	The books are in care of <u>SEE STATEMENT 28</u> Telephone no. <u></u> Located at <u></u> ZIP+4 <u></u>			
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. <u>15</u>			
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 <u></u>	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)? ☐ <u></u>	1b	
Organizations relying on a current notice regarding disaster assistance check here ☐ <u></u>		
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? ☐ <u></u>	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 <u></u>		
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.) ☐ <u></u>	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u></u>		
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) ☐ <u></u>	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? ☐ <u></u>	4b	X

Form 990-PF (2014)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b**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? ☐ **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? ☐ **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 29		61,853.		

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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ **NONE**

Form 990-PF (2014)

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
SEE STATEMENT 31		
Total number of others receiving over \$50,000 for professional services		1

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	

Form 990-PF (2014)

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	23,391,645.
b	Average of monthly cash balances	1b	618,536.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	24,010,181.
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	NONE
3	Subtract line 2 from line 1d	3	24,010,181.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	360,153.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	23,650,028.
6	Minimum investment return. Enter 5% of line 5	6	1,182,501.

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	1,182,501.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	22,345.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	22,345.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,160,156.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	1,160,156.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,160,156.

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	1,224,752.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,224,752.
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	22,345.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,202,407.

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				1,160,156.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			NONE	
b Total for prior years 20 <u>12</u> , 20 <u>20</u> , 20 <u>20</u>		NONE		
3 Excess distributions carryover, if any, to 2014				
a From 2009	NONE			
b From 2010	NONE			
c From 2011	NONE			
d From 2012	NONE			
e From 2013	282,829.			
f Total of lines 3a through e	282,829.			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ <u>1,224,752.</u>				
a Applied to 2013, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2014 distributable amount				1,160,156.
e Remaining amount distributed out of corpus	64,596.			
5 Excess distributions carryover applied to 2014 . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	347,425.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				NONE
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)	NONE			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	347,425.			
10 Analysis of line 9				
a Excess from 2010	NONE			
b Excess from 2011	NONE			
c Excess from 2012	NONE			
d Excess from 2013	282,829.			
e Excess from 2014	64,596.			

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

NOT APPLICABLE

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.

SEE STATEMENT 32

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED STATEMENT - 1	NONE	CHARITABLE	PROGRAM SUPPORT	836,101.
SEE ATTACHED STATEMENT - 2	NONE	STUDENT	SCHOLARSHIPS	305,000.
Total			3a	1,141,101.
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities				14	546,233.	
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property .						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory				18	1,833,063.	
9 Net income or (loss) from special events					-	
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)					2,379,296.	
13 Total. Add line 12, columns (b), (d), and (e)						2,379,296.

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

[illegible]

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
AFLAC INC	1,540.		1,540.
AIA GROUP LTD A D R	499.		499.
AT&T INC	1,860.		1,860.
AZZ INCORPORATED	148.		148.
ABBOTT LABORATORIES	920.		920.
ABBVIE INC	1,840.		1,840.
AIR LIQUIDE S A A D R	860.		860.
ALLERGAN INC	225.		225.
ALLIANZ SE A D R	1,808.		1,808.
ALLSTATE CORP	5,016.		5,016.
AMERICAN AIRLINES GROUP INC	100.		100.
AMERICAN EQUITY INVT LIFE HL	156.		156.
AMERICAN EXPRESS CO	2,080.		2,080.
AMERICAN STATES WATER CO	327.		327.
AMTRUST FINANCIAL SERVICES	230.		230.
ANHEUSER BUSCH INBEV NV A D R	799.		799.
ANHEUSER BUSCH INBEV 3.700% 2/01/24	5,550.		5,550.
APPLE COMPUTER INC COM	13,510.		13,510.
ARCBEST CORP	64.		64.
ARM HLDGS PLC A D R	196.		196.
ASHFORD HOSPITALITY TR INC	1,635.		1,635.
ATLAS COPCO AB SPONS A D R	809.		809.
B G GROUP P L C A D R	454.		454.
BANCO BILBAO VIZCAYA ARGEN A D R	866.		866.
BANK OF AMERICA CORP	300.		300.
CR BARD INC	2,200.		2,200.
BAXTER INTL INC 2.400% 8/15/22	2,400.		2,400.
BAYERISCHE MOTOREN WERKE UNSPN A D R	843.		843.
BBCN BANCORP INC	286.		286.
BECTON DICKINSON 3.250% 11/12/20	8,125.		8,125.
BERKSHIRE HATHAWAY 3.000% 5/15/22	6,000.		6,000.
BIG LOTS INC COM	164.		164.
HR3970 680F 10/22/2015 13:45:42			

15-7700

STATEMENT 1

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
-----	-----	-----	-----
BOTTLING GROUP LLC 5.125% 1/15/19	5,125.	5,125.	
BRANDYWINE REALTY TRUST	723.	621.	102.
BRUNSWICK CORP	295.	295.	
CBS CORP CLASS B NON VOTING	300.	300.	
CNO FINANCIAL GROUP INC	349.	349.	
CSL LIMITED A D R	401.	401.	
CANADIAN NATL RY CO COM	307.	307.	
CELADON GROUP INC	17.	17.	
CHEMICAL FINANCIAL CORP	342.	342.	
CHESAPEAKE LODGING TRUST	738.	729.	
CHEVRONTEXACO CORP COM	10,700.	10,700.	
CINEMARK HLDGS INC	536.	536.	
CISCO SYSTEMS 4.450% 1/15/20	8,900.	8,900.	
COCA-COLA CO COM	5,727.	5,727.	
COCHLEAR LTD UNSPON A D R	250.	250.	
COMCAST CORP CL A	2,325.	2,325.	
COMMUNITY TR BANCORP INC	196.	196.	
CONCOPHILLIPS	5,840.	5,840.	
CRANE CO	132.	132.	
DBS GROUP HLDGS LTD	958.	958.	
DASSAULT SYSTEMES SA A D R	402.	402.	
WALT DISNEY CO MTN 2.350% 12/01/22	2,350.	2,350.	
DOVER CORP 4.300% 3/01/21	10,750.	10,750.	
DUKE ENERGY HOLDING CORP	17,172.	17,172.	
DUPONT FABROS TECHNOLOGY	725.	725.	
ENN ENERGY HOLDINGS LTD A D R	105.	105.	
EPR PROPERTIES	283.	283.	
ENERSYS	213.	213.	
EXXON MOBIL CORP	16,760.	16,760.	
FANUC CORPORATION A D R	449.	449.	
FINISH LINE INC CL A	52.	52.	
FIRSTMERIT CORP	676.	676.	
FRESENIUS MED AKTIENGESSELLSCHAFT ADR	216.	216.	

15-7700

STATEMENT 2

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
-----	-----	-----	-----
FUCHS PETROLUB SE PREF A D R	305.		305.
GENERAL DYNAMICS 2.250% 11/15/22	2,250.	2,250.	
GENERAL ELEC CO	13,920.	13,920.	
GEN ELEC CAP CRP MTN 5.625% 9/15/17	5,625.	5,625.	
GENERAL ELEC CAP MTN 3.100% 1/09/23	3,100.	3,100.	
GENERAL MILLS INC COM W/RTS EXP 02/01/20	3,340.	3,340.	
GILEAD SCIENCES INC COM	215.	215.	
GRAPHIC PACKAGING HLDG CO	59.	59.	
GREENBRIER COS INC	95.	95.	
HONG KONG EXCHANGES A D R	308.	308.	
HORACE MANN EDUCATORS CORP	280.	280.	
ICICI BANK LTD A D R	452.	452.	
IDACORP INC	196.	196.	
ILLINOIS TOOL WKS INC	1,875.	1,875.	
IMPERIAL OIL LTD	262.	262.	
INTEGRATED SILICON SOLUTION INC	131.	131.	
INTEL CORP	8,700.	8,700.	
INTERNATIONAL BUSINESS MACHS CORP	6,900.	6,900.	
INTUIT INC	9,299.	9,299.	
ISHARES BARCLAYS TIPS BOND ETF	2,415.	2,415.	
ISHARES CORE TOTAL US BOND MARKETETF	6,519.	6,519.	
ISHARES MSCI EMERGING MARKETS ETF	9,131.	9,131.	
ISHARES IBOXX INVEST GRADE CORP ETF	4,829.	4,829.	
ISHARES 1 3 YEAR TREASURY BOND ETF	1,126.	1,126.	
ISHARES S P U S PREFERRED STOCK ETF	10,748.	10,748.	
ITAU UNIBANCO HOLDINGS SA A D R	986.	986.	
JGC CORP UNSPONSORED A D R	410.	410.	
J P MORGAN CHASE & CO	6,400.	6,400.	
JOHNSON & JOHNSON	12,839.	12,839.	
J2 GLOBAL INC	441.	441.	
KAPSTONE PAPER & PACKAGING CORP	82.	82.	
KITE REALTY GROUP TRUST	376.	376.	
KONE OYJ B UNSPONSORED A D R	531.	531.	

15-7700

HR3970 680F 10/22/2015 13:45:42

STATEMENT 3

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES
 =====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
-----	-----	-----	-----
KORN FERRY INTL	79.		79.
LOREAL UNSPONSORED A D R	565.		565.
LVMH MOET HENNESSY A D R	1,715.	1,499.	216.
LA Z BOY INC	229.	229.	
LAKELAND FINANCIAL CORP	312.	312.	
LINDE AG A D R	254.	254.	
LITHIA MOTORS INC CL A	171.	171.	
LITTELFUSE INC	227.	227.	
LOWES COS INC COM W/RIGHTS ATTACHED EXPI	5,520.	5,520.	
MACYS INC	938.	938.	
MARATHON OIL CORPORATION	6,670.	6,670.	
MARATHON PETROLEUM CORP	11,470.	11,470.	
MATTEL INC COM W/RIGHTS ATTACHED EXP 2/1	3,420.	1,596.	1,824.
MAXIMUS INC	113.	113.	
MCDONALDS CORP COM	4,170.	4,170.	
MEDTRONIC INC COM W/RTS ATTACHED EXP 10/	6,588.	6,588.	
MENTOR GRAPHICS CORP	169.	169.	
MICROSOFT CORP	310.	310.	
MITSUBISHI ESTATE LTD A D R	68.	68.	
MONOTARO CO LTD UNSP A D R	33.	33.	
MOVADO GROUP INC	32.	32.	
MTN GROUP LTD A D R	1,184.	1,184.	
NESTLE S A SPONSORED ADR REPSTG REG SH	1,470.	1,470.	
NEXTERA ENERGY INC	4,485.	4,485.	
NIKE INC CL B COM	3,120.	3,120.	
NOVO NORDISK AS A D R	473.	473.	
NUVEEN STRATEGIC INCOME I	10,913.	10,913.	
ORACLE CORP 2.500% 10/15/22	2,389.	2,389.	
ORBITAL ATK INC	74.	74.	
PIMCO FDS TOTAL RETURN FD	22,929.	22,929.	
PPG INDS INC	3,879.	3,879.	
PENNYMAC MTG INV TR	1,464.	1,464.	
PEPSICO INC COM	13,871.	13,871.	

15-7700

STATEMENT 4

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
-----	-----	-----	-----
PFIZER INC	7,911.	7,911.	
PIER 1 IMPORTS INC	129.	129.	
PLANTRONICS INC	139.	139.	
PORTLAND GENERAL ELECTRIC COMPANY	100.	100.	
PRAXAIR INC	6,110.	6,110.	
T ROWE PRICE GROUP INC	7,840.	7,840.	
PRIMORIS SERVICES CORP	116.	116.	
PROCTER & GAMBLE CO	10,375.	10,375.	
PUBLIC SVC ENTERPRISE GROUP INC	1,520.	1,520.	
QUALCOMM INC	11,850.	11,850.	
RADIAN GROUP INC	13.	13.	
RAYTHEON COMPANY	1,275.	1,275.	
ROCHE HLDG LTD SPONSORED ADR	1,160.	1,160.	
RYLAND GROUP INC	12.	12.	
RYMAN HOSPITALITY PROPERTIES	542.	542.	
MIDCAP SPDR TRUST SERIES I E T F	3,594.	3,594.	169.
SABRA HEALTH CARE REIT INC	266.	97.	
SANDS CHINA LTD UNSPONS A D R	735.	735.	
SAP AKTIENGESSELLSCHAFT SPONSORED ADR	603.	603.	
SASOL LTD SPONSORED A D R	383.	383.	
SCHLUMBERGER LTD COM	522.	522.	
SCHNEIDER ELECT SE UNSP A D R	774.	226.	548.
SHIRE PLC A D R	37.	37.	
SINCLAIR BROADCAST GROUP INC A	406.	406.	
SKYWEST INC	20.	20.	
SONOVA HOLDING UNSPON ADR	230.	230.	
STANLEY BLACK DECKER INC	4,160.	4,160.	
STARBUCKS CORP COM	2,280.	2,280.	
STATE STR CORP COM	7,200.	7,200.	
STERIS CORP	354.	354.	
SUMMIT HOTEL PROPERTIES INC	646.	332.	314.
SVENSKA HANDELSBANKEN A UNSP A D R	602.	602.	
SYMRISE AG UNSPON A D R	209.	209.	

HR3970 680F 10/22/2015 13:45:42

15-7700

STATEMENT 5

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
-----	-----	-----	-----
SYSMEX CORP UNSPON A D R	239.	239.	
TAIWAN SEMICONDUCTOR MFG SPON ADR	1,215.	1,215.	
TAL INTL GROUP INC	564.		564.
TARGET CORPORATION	4,160.	4,160.	
TEREX CORP	23.	23.	
TESCO PLC A D R	453.	453.	
TESSERA TECHNOLOGIES INC	98.	98.	
TEXAS INSTRS INC COM	1,020.	1,020.	
TEXAS ROADHOUSE INC	428.	428.	
THOR INDUSTRIES INC	338.	338.	
TOYOTA MOTOR MTN 3.300% 1/12/22	6,600.	6,600.	
TRIUMPH GROUP INC	49.	49.	
TURKIYE GARANTI BANKASI A S A D R	248.	248.	
UBIQUITI NETWORKS INC	71.	71.	
UNI CHARM CORPORATION A D R	154.	154.	
UNILEVER PLC SPSD ADR	471.	471.	
UNION BANKSHARES CORP	38.	38.	
UNITED TECHNOLOGIES CORP COM	7,380.	7,380.	
UNITEDHEALTH GRP INC COM	1,138.	1,138.	
VALERO ENERGY CORP	1,141.	1,141.	
VERIZON COMMUNICATIONS COM	10,900.	10,900.	
WPP PLC SPONSORED A D R	1,165.	1,165.	
WAL MART STORES INC COM	12,271.	12,271.	
WASTE MGMT INC DEL COM	13,680.	13,680.	
WELLPOINT INC	656.	656.	
WELLS FARGO & CO NEW	11,682.	11,682.	
WESBANCO INC	351.	351.	
WHOLE FOODS MKT INC	260.	260.	
WILSHIRE BANCORP INC	341.	341.	
WINTRUST FINANCIAL CORP	200.	200.	
XINYI GLASS HOLDINGS LTS A D R	226.	226.	
US BANK PC RESERVE MM SAVINGS E	1,254.	1,254.	
ACCENTURE PLC CL A	13,178.	13,178.	
HR3970 680F 10/22/2015 13:45:42	15-7700		

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
-----	-----	-----	-----
BUNGE LIMITED	359.	359.	
MEDTRONIC PLC	2,196.	2,196.	
	-----	-----	-----
TOTAL	546,233.	541,223.	5,010.
	=====	=====	=====

FORM 990PF, PART I - LEGAL FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
LEGAL FEES - PRINCIPAL (ALLOCA	3,000.			3,000.
TOTALS	3,000.	NONE	NONE	3,000.
	=====	=====	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	1,700.			1,700.
TOTALS	1,700.	NONE	NONE	1,700.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
OTHER ALLOCABLE EXPENSES - 2%	119,147.	107,232.	11,915.
TOTALS	119,147.	107,232.	11,915.
	=====	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	4,283.	4,283.
FEDERAL TAX PAYMENT - PRIOR YE	2,344.	
FEDERAL ESTIMATES - PRINCIPAL	14,400.	
FOREIGN TAXES ON QUALIFIED FOR	857.	857.
FOREIGN TAXES ON NONQUALIFIED	349.	349.
	-----	-----
TOTALS	22,233.	5,489.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
OHIO ATTORNEY GENERAL	200.		200.
INSURANCE	2,333.	700.	1,633.
ADR FEES	1,233.	1,233.	
ASSOCIATION OF SMALL FND	750.		750.
CEMETERY MAINTENANCE	5,692.		5,692.
TOTALS	10,208.	1,933.	8,275.

C.BASCOM SLEMP TR U/W DECEASED 15-7700

31-6025080

FORM 990PF, PART II - PREPAID EXPENSES AND DEFERRED CHARGES

=====

DESCRIPTION

PURCHASE ACCRUED INTEREST

111.

TOTALS

111.

=====

C.BASCOM SLEMP TR U/W DECEASED 15-7700
 FORM 990PF, PART II - CORPORATE STOCK
 =====

31-6025080

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
ABBOTT LAB	26,434.	26,434.	49,080.
ALLERGAN INC	71,465.	168,365.	167,510.
ALLSTATE CORP	204,205.	204,205.	285,428.
ASHFORD HOSPITALITY	9,873.	11,052.	13,959.
AMERICAN EQUITY INVT LIFE	10,722.	11,818.	24,120.
AMERICAN EXPRESS	79,340.	79,340.	155,440.
AMTRUST FINANCIAL SERVICES	10,329.		
APPLE INC	355,233.	355,233.	877,975.
ARCTIC CAT INC	13,002.		
ATT INC	25,830.	25,830.	35,520.
BUFFALO WILD WINGS	6,066.	7,964.	18,803.
CARDTRONICS INC	10,877.	13,303.	23,786.
CENTENE CORP	11,422.		
CHEVRON CORP	184,478.	184,478.	241,175.
CINEMARK HLDS	11,951.	7,659.	17,795.
COCA COLA CO	114,798.	114,798.	180,458.
COMCAST CORP CL A	35,400.	88,620.	180,420.
CONOCOPHILLIPS	96,127.	96,127.	122,820.
CRANE CO	12,111.		
CYBERONICS INC	11,498.	11,099.	17,422.
DUKE ENERGY	189,903.	189,903.	381,348.
ENERSYS	7,190.	5,826.	21,579.
ENTEGRIS INC	11,461.	7,594.	15,197.
EXXON MOBIL CORP	2,967.	1,854.	416,000.
FINISAR CORP	11,905.	12,509.	13,617.
GENERAL ELECTRIC CO	202,144.	166,471.	371,980.
GENERAL MILLS	66,670.	66,670.	111,440.
GOLDMAN SACHS GROUP	152,060.		
HANGER ORTHOPEDIC GROUP	9,757.		

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
ILLINOIS TOOL WORKS	46,950.	46,950.	91,790.
INTEL CORP	82,069.	57,656.	228,113.
IBM CORP	194,100.	145,575.	243,990.
INTUIT INC	247,581.	201,907.	953,284.
J P MORGAN CHASE	167,000.	167,000.	271,040.
JOHNSON & JOHNSON	289,562.	260,895.	439,057.
J2 GLOBAL COMM ONC	10,456.	9,116.	24,458.
KAPSTONE PAPER & PACKAGING COR	6,770.	7,510.	12,762.
LITTELFUSE INC	14,070.	11,210.	18,788.
LOWES CO INC	157,350.	157,350.	401,820.
MARATHON OIL CORP	135,101.	71,501.	190,823.
MASTEC INC	8,019.		
MATTEL INC	68,052.		
MAXIMUS INC	14,560.	13,342.	38,058.
MCDONALDS CORP	108,978.	54,489.	95,070.
MEDTRONIC INC	263,385.	554,040.	533,520.
NEXTERA ENERGY INC	91,548.	91,548.	147,045.
NIKE INC	99,188.	82,657.	270,050.
PEPSICO	47,888.	47,888.	485,368.
PFIZER INC	165,701.	165,701.	245,607.
PIOCHE ELY VY MINES	49.	49.	
PRAXAIR INC	104,124.	69,416.	239,100.
PROCTER & GAMBLE	705.	705.	312,960.
PUBLIC SVC ENTERPRISE	30,480.	30,480.	39,280.
QUALCOMM INC	271,960.	181,307.	313,150.
STANLEY BLACK DECKER INC	126,270.	126,270.	210,480.
STATE STR CORP	260,846.	260,846.	462,000.
STONE ENERGY CORP	13,046.	18,030.	14,176.
T ROWE PRICE	106,300.	106,300.	155,460.

C.BASCOM SLEMP TR U/W DECEASED 15-7700

31-6025080

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
TAL INTL GROUP	11,784.		
TARGET CORP	45,338.	45,338.	163,260.
TENNECO AUTOMOTIVE INC	17,590.	14,603.	22,229.
TEXAS ROADHOUSE	11,017.	9,196.	23,693.
TRIUMPH GROUP	20,377.		
UNITED TECHNOLOGIES CORP	110,925.	110,925.	332,790.
VERIZON COMM INC	171,664.	171,664.	233,050.
WAL MART STORES	20,585.	19,416.	448,632.
WASTE MGMT INC	216,154.	216,154.	417,150.
WELLS FARGO	249,678.	249,678.	461,056.
WESBANCO INC	8,789.	8,789.	13,404.
ACCENTURE PLC	200,560.	125,350.	483,900.
AIR LIQUIDE	30,827.	30,823.	38,608.
ALLIANZ SE A D R	31,418.	31,418.	36,793.
ARM HLDGS PLC	14,901.	14,901.	29,266.
ATLAS COPCO AB	14,740.	14,740.	20,772.
B G GROUP P L C	18,917.	31,545.	31,597.
BUNGE LIMITED	22,083.	17,316.	23,179.
CANADIAN NATL RY	17,914.	17,914.	25,872.
COCHLEAR LTD UNSPON	13,980.		
CSL LIMITED A D R	13,048.	13,048.	23,643.
DASSAULT SYSTEMS SA	27,383.	27,383.	52,004.
DBS GROUP HLDS	16,890.	16,890.	21,618.
FANUC LTD	28,052.	28,052.	43,002.
FRESENIUS MED CARE	14,587.	14,587.	20,795.
ICICI BANK LIMITED	24,241.	24,241.	30,895.
IMPERIAL OIL	24,346.	24,346.	22,438.
ITAU UNIBANCO HOLDING	34,893.	22,908.	18,998.
JGC CORP	28,149.	28,149.	16,914.

C.BASCOM SLEMP TR U/W DECEASED 15-7700

31-6025080

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
LOREAL CO	22,720.	22,720.	33,492.
LVMH MOET HENNESSY LOU VUITT	11,647.	11,431.	14,447.
MTN GROUP LTD	20,519.	20,519.	20,689.
NESTLE SA SPONSORED	35,367.	35,367.	46,615.
NOVO NORDISK AS	20,024.	24,990.	35,484.
ROCHE HLDG LTD	24,744.	24,744.	40,541.
SAP AG	21,304.	25,599.	34,694.
SASOL LTD	9,116.	9,116.	7,931.
SCHLUMBERGER LTD	21,977.	21,977.	26,460.
SCHNEIDER ELECT	25,097.	24,549.	25,026.
SONOVA HOLDING	10,024.	10,174.	14,639.
SWATCH GROUP	12,166.		
TAIWAN SEMICONDUCTOER	36,124.	33,203.	51,506.
TESCO PLC	16,598.		
TURKIYE GARANTI BANKASI	25,042.	25,042.	15,568.
UNICHARM CORP	22,565.	22,565.	34,760.
UNILEVER PLC	10,376.	17,094.	20,922.
WPP PLC SPONSORED	27,185.	27,185.	45,088.
ALERE INC	12,272.		
AMERICAN AXLE & MFG	8,558.	8,737.	18,129.
AMERICAN STATES WATER CO	8,933.	7,700.	9,385.
ATWOOD OCEANICS	20,704.		
AZZ INCORPORATED	6,329.	11,320.	17,871.
BRANDYWINE REALTY	12,904.	13,424.	16,905.
CHEMICAL FINANCIAL CORP	8,143.	8,143.	11,769.
CHESAPEAKE LODGING TR	14,377.		
COMMUNITY TR BANCORP INC	6,795.		
DSW INC CL A	7,943.		
MARATHON PETROLEUM CORP	91,388.	91,388.	599,996.

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
MOOG INC CLASS A	12,149.		
MYRIAD GENETICS	8,963.		
P P G INDS	135,866.	108,693.	275,328.
PRIMORIS SERVICES CORP	10,499.	12,557.	15,226.
SABRA HEALTH CARE REIT	12,478.		
SPIRIT AIRLINES INC	5,340.		
SWIFT TRANSPORTATION	9,060.	12,211.	22,421.
AIA GROUP	28,144.	32,149.	52,157.
ANHEUSER BUSH	21,085.	15,421.	25,341.
SYSTEMEX CORP UNSPON	18,656.	18,656.	48,097.
ABBVIE INC	28,666.	28,666.	67,190.
AFLAC INC	49,790.	49,790.	62,200.
BLUCORA INC	9,487.		
CARMIKE CINEMAS INC	9,554.		
CELADON GROUP INC	10,084.		
CNO FINANCIAL	17,292.	17,292.	25,598.
ELECTRONICS FOR IMAGING	11,948.	11,948.	22,277.
FIRSTMERIT CORP	15,873.	22,499.	27,287.
GRAPHIC PACKING HLDG	16,307.	11,407.	19,530.
HILLTOP HOLDINGS	19,460.	15,517.	23,343.
LITHIA MOTORS INC	6,274.	9,235.	30,214.
MADDEN STEVEN LTD	16,661.	16,661.	22,203.
MATRIX SERVICE CO	8,771.		
MEDASSETS INC	18,850.		
MICROSEMI CORP	13,475.	13,900.	23,207.
ORBITAL SCIENCES CORP	11,992.		
PENNYMAC MTG INV	14,863.	14,863.	11,312.
ROSETTA RESOURCES	25,608.		
RPX CORP	11,364.		

C.BASCOM SLEMP TR U/W DECEASED 15-7700
 FORM 990PF, PART II - CORPORATE STOCK
 =====

31-6025080

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
RUDOLPH TECH INC	10,829.		
SAPIENT CORP	10,250.	14,034.	20,318.
SINCLAIR BROADCAST GROUP	112,630.	84,472.	160,845.
STARBUCKS	12,242.		
TEREX CORP NEW	15,771.	15,771.	23,469.
THOR INDUSTRIES INC	10,423.		
UNISYS CORP	140,331.		
VALERO ENERGY CORP	14,952.	10,521.	12,502.
WABASH NATL CORP	98,685.		
WELLPOINT INC	50,895.	50,895.	113,941.
YAHOO INC	4,976.		
XINYI GLASS HOLDINGS	6,306.	29,880.	36,631.
BAIDU COM INC	19,725.	19,725.	19,118.
BANCO BILBAO VIZCAYA	26,000.	26,000.	28,135.
BAYERISCHE MOTOREN WERKE	14,092.	6,055.	13,154.
HONG KONG EXCHANGES	10,707.	10,707.	12,897.
SVENSKA HANDELSBANKEN	10,789.	10,644.	22,903.
AMN HEALTHCARE SVCS	17,545.	16,361.	23,923.
AMSURG CORP	21,647.	20,971.	19,431.
ARRIS GROUP	10,846.		
AUXILIUM PHARMACEUTICALS	18,212.	23,963.	27,657.
BBCN BANCORP	20,284.	23,744.	28,685.
BOISE CASCADE	6,432.	120,705.	426,750.
BRUNSWICK CORP	120,705.	11,873.	16,541.
CR BARD	13,455.		
EMERGENT BIOSOLUTIONS INC	8,046.		
ENANTA PHAR	19,972.	24,573.	22,345.
GRAND CANYON EDUCATION	9,481.	9,757.	11,132.
HORACE MANN EDUCATORS			

C.BASCOM SLEMP TR U/W DECEASED 15-7700
 FORM 990PF, PART II - CORPORATE STOCK
 =====

31-6025080

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
I G A T E CAPITAL CORP	10,577.		
INTEGRATED SILICON SOLUTION	7,764.		
JETBLUE AIRWAYS CORP	18,246.		
KORN FERRY INTL	18,339.	20,312.	27,294.
LA Z BOY INC	19,695.	19,077.	19,307.
LAKELAND FINANCIAL	7,843.	6,473.	13,662.
MENTOR GRAPHICS CORP	17,688.	19,726.	22,915.
R F MICRO DEVICES INC	6,277.		
RADIAN GROUP	18,208.	27,651.	32,267.
RYMAN HOSPITALITY PROP	6,282.	16,962.	18,589.
SANCHEZ ENERGY CORP	12,920.		
SILICON IMAGE INC	10,985.		
SUMMIT HOTEL PORPERTIES	11,495.	13,569.	18,279.
SYNAPTICS INC	16,318.	14,192.	20,036.
THORATEC CORP	19,729.		
TRIMAS CORP	17,674.		
UBIQUITI NETWORKS	21,676.		
UNION BANKSHARES	5,505.		
UNITED HEALTH GROUP	50,475.	50,475.	85,400.
VCA INC	18,668.	11,301.	22,034.
WESTERN ALLIANCE BANCORP	18,831.	18,227.	34,030.
WILSHIRE BANCORP	17,009.	18,642.	23,037.
WINTRUST FINL CORP	19,868.	23,703.	29,519.
ENN ENERGY	12,043.		
FUCHS PETROLUB	12,535.	16,869.	14,900.
MITSUBISHI ESTATE	18,591.	18,591.	13,456.
MONOTARO CO	6,114.	6,114.	11,598.
SANDS CHINA LTD	24,626.	30,936.	15,904.
SYMRISE AG UNSPON	13,588.	13,588.	15,426.

C.BASCOM SLEMP TR U/W DECEASED 15-7700
 FORM 990PF, PART II - CORPORATE STOCK
 =====

31-6025080

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
SLEMP CEMETERYN TURKEY COVE	1.	1.	28,982.
ACADIA HEALTHCARE CO		18,694.	17,032.
AIR METHODS CORP		19,202.	18,337.
AKORN INC		15,714.	23,826.
AMAG PHARMACEUTICALS INC		15,013.	39,935.
AMERICAN AIRLINES GROUP INC		49,326.	11,353.
ARCBEST CORP		13,224.	34,040.
BANK OF AMERICA CORP		34,320.	19,436.
BIG LOST INC		19,239.	16,692.
CARRIZO OIL & GAS INC		17,208.	55,500.
CBS CORP CLASS B		53,790.	23,091.
DEPOMED INC		17,025.	22,829.
EURONET WORLDWIDE INC		18,665.	12,736.
FORUM ENERGY TECHNOLOGIES		13,399.	58,540.
GILEAD SCIENCES INC		52,019.	9,652.
GLOBUS MED INC A		9,678.	10,588.
GREENBRIER COS INC		14,775.	12,585.
ICONIX BRAND GROUP IN		19,720.	9,878.
INSYS THERAPEUTICS INC		10,914.	22,698.
INTEGRATED DEVICE TECHNOLOGY I		17,771.	18,734.
IRIDIUM COMMUNICATION INC		21,932.	22,647.
LANNETT CO INC		21,927.	101,205.
MACYS INC		87,983.	17,235.
MERITAGE HOMES CORP		17,283.	44,150.
MICROSOFT CORP		43,996.	15,396.
MOLINA HEALTHCARE INC		14,231.	13,976.
NATIONAL PENN BACSHARES INC		13,307.	12,712.
OASIS PETROLEUM INC		13,416.	20,908.
ORBITAL ATK INC		8,394.	

C.BASCOM SLEMP TR U/W DECEASED 15-7700
 FORM 990PF, PART II - CORPORATE STOCK
 =====

31-6025080

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
PIER 1 IMPORTS INC		13,143.	9,814.
PLANTRONICS INC		15,344.	17,343.
RAYHEON COMPANY		99,040.	95,680.
RYLAND GROUP INC		22,234.	22,860.
SCANSOURCE INC		11,962.	11,228.
SKYWEST INC		9,107.	8,874.
SPLUNK INC		60,510.	69,620.
STAMPS COM INC		12,303.	17,215.
STERIS CORP		19,678.	23,070.
SUPER MICRO COMPUTER INC		20,295.	17,600.
TESSERA TECHNOLOGIES INC		19,514.	18,534.
TEXAS INSTRUMENTS INC		46,940.	51,510.
TRUEBLUE INC		9,960.	11,751.
US CONCRETE INC		11,135.	11,708.
WEB COM GROUP INC		11,297.	11,650.
WELLCARE HEALTH PLANS INC		14,498.	16,372.
ZUMIEZ INC		10,939.	8,761.
HELEN OF TROY CORP LTD		13,126.	21,350.
HORIZON PHARMA PLC		9,227.	14,278.
KONE OYJ B UNSPONSORED ADR		18,330.	16,248.
LINDE AG ADR		13,624.	13,516.
SHIRE PLC ADR		11,671.	15,455.
DUPONT FABROS TECHNOLOGY		15,137.	15,726.
DPR PROPERTIES		19,543.	17,639.
KITE REALTY GROUP TRUST		18,064.	17,153.
WHOLE FOODS MKT INC		38,100.	39,440.
BURNING TREE CLUB CORP		1.	1.
COHERENT INC		18,035.	18,663.

C.BASCOM SLEMP TR U/W DECEASED 15-7700
FORM 990PF, PART II - CORPORATE STOCK
=====

31-6025080

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
TOTALS	8,993,454. =====	9,166,698. =====	17,956,309. =====

C.BASCOM SLEMP TR U/W DECEASED 15-7700
 FORM 990PF, PART II - CORPORATE BONDS
 =====

31-6025080

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
GEN ELEC CAP 5.625	99,896.	99,896.	108,893.
BOTTLING GROUP 5.125	105,644.	105,644.	110,839.
CISCO SYSTEMS 4.450	198,724.	198,724.	218,678.
BECTON DICKINSON 3.250	239,673.	239,673.	256,658.
DOVER CORP 4.300	259,310.	259,310.	274,960.
TOYOTO MOTOR CREDIT CORP	205,366.	205,366.	207,094.
BAXTER INTERNATIONAL 2.40	99,746.	99,746.	94,755.
GENERAL DYNAMICS CORP 2.250	98,437.	98,437.	94,815.
WALT DISNEY COMPANY 2.350	100,314.	100,314.	96,738.
GENERAL ELEC CAP CORP 3.10	101,499.	101,499.	99,724.
BERKSHIRE HATAWAY FIN	199,640.	199,640.	202,256.
ORACLE CORP	95,336.	95,336.	96,361.
ANHEUSER BUSCH INBEV	204,184.	204,184.	204,702.
TOTALS	2,007,769.	2,007,769.	2,066,473.

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	-----	----
ISHARES BARCLAYS TIPS BOND	C	256,932.	314,397.	324,945.
ISHARES 1 3 YEAR TREASURY BOND	C		296,083.	297,010.
PIMCO TOTAL RETURN FD	C	559,716.	559,716.	548,702.
SPDR GOLD	C	98,267.	98,267.	112,370.
NUVEEN STRATEGIC INCOME I	C		400,000.	385,576.
ISHARES MSCI EMERGING MKTS	C	376,121.	425,117.	406,105.
MIDCAP SPDR TR	C	170,736.	170,736.	248,612.
ISHARES CORE TOTAL US BOND	C	264,229.	264,229.	271,950.
ISHARES IBOXX INVESTMENT GRADE	C	100,576.	155,882.	149,279.
ISHARES S P U S PREFERRED	C	178,007.	178,007.	175,286.
		-----	-----	-----
TOTALS		2,004,584.	2,862,434.	2,919,835.
		=====	=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES
=====DESCRIPTION
-----AMOUNT
-----APPRECIATION ON GIFTED STOCK
DEFERRED INCOME318,409.
109.

TOTAL

318,518.
=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES
=====DESCRIPTION
-----AMOUNT

ROUNDING

9.

RETURN OF CAPITAL ADJUSTMENT

3,668.

TOTAL

3,677.
=====

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: U.S. BANK, N.A.

ADDRESS: P.O. BOX 1118, ML: CN-OH-W10X
CINCINNATI, OH 45201-1118

TELEPHONE NUMBER: (513) 762-8878

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:

NANCEY E. SMITH

ADDRESS:

P.O. BOX 5208

CINCINNATI, OH 45201

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

COMPENSATION 12,371.

OFFICER NAME:

MELISSA SMITH JENSEN

ADDRESS:

P.O. BOX 5208

CINCINNATI, OH 45201

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

COMPENSATION 12,371.

OFFICER NAME:

JAMES C. SMITH

ADDRESS:

P.O. BOX 5208

CINCINNATI, OH 45201

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

COMPENSATION 12,371.

OFFICER NAME:

PAMELA S ORCUTT

ADDRESS:

P.O. BOX 5208

CINCINNATI, OH 45201

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

COMPENSATION 12,370.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

MARY ANNA EDMONDS

ADDRESS:

P.O. BOX 5208

CINCINNATI, OH 45201

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

COMPENSATION 12,370.

TOTAL COMPENSATION: 61,853.

=====

C.BASCOM SLEMP TR U/W DECEASED 15-7700

31-6025080

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

NAME:

U.S. BANK, NA

ADDRESS:

PO BOX 1118

CINCINNATI, OH 45201-1118

TYPE OF SERVICE:

FINANCIAL INSTITUTIO

COMPENSATION 119,147.

COMPENSATION EXPLANATION:

INVESTMENT MANAGEMENT

TOTAL COMPENSATION:

119,147.

=====

STATEMENT 31

C.BASCOM SLEMP TR U/W DECEASED 15-7700
FORM 990PF, PART XV - LINES 2a - 2d
=====

31-6025080

RECIPIENT NAME:

THE SLEMP FOUNDATION

ADDRESS:

C/O U.S BANK, N.A. P.O. 5208 ML: CN-OH-W7PT
CINCINNATI, OH 45201-5208

RECIPIENT'S PHONE NUMBER: 513-762-8878

FORM, INFORMATION AND MATERIALS:

APPLICATIONS FOR THE SCHOLARSHIPS & GRANT INSTRUCTIONS ARE AVAILABLE
ON THE FOUNDATION'S WEBSITE

SUBMISSION DEADLINES:

SCHOLARSHIPS 10/15 FOR NEXT FALL SEMESTER, GRANTS HAVE NO DEADLINE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

CHARITABLE GRANTS MUST BENEFIT THE RESIDENTS OF LEE OR WISE
COUNTIES, VIRGINIA. SCHOLARSHIP RECIPIENTS MUST BE A RESIDENT OF LEE
OR WISE COUNTY, VIRGINIA; OR A DESCENDANT OF A RESIDENT, THEREOF.

STATEMENT 32

SLEMP FOUNDATION

31-6025080

ATTACHMENT TO FORM 990-PF PART XV

RECIPIENT	RELATIONSHIP TO FUND MGR OR CONTR	FOUNDATION STATUS OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
PRO-ART P O BOX 179 WISE, VA 24293	NONE	PUBLIC	35,000 00	CHARITABLE CONTR- W CAMPBELL EDMONDS MEMORIAL CONCERT SERIES
HOSPICE SUPPORT SERVICES OF THE LENOWISCO AREA 1911 NEELEY ROAD BIG STONE GAP, VA 24219	NONE	PUBLIC	10,000.00	CHARITABLE CONTR- OPERATING FUNDS GRANT
PRO-ART P O BOX 179 WISE, VA 24293	NONE	PUBLIC	30,000 00	CHARITABLE CONTR- PUBLIC SCHOOL PROGRAMS 2015/2016
FRIENDS OF THE SOUTHWEST VA MUSEUM P O BOX 294 BIG STONE GAP, VA 24219	NONE	PUBLIC	15,000 00	CHARITABLE CONTR- 2015 GATHERING IN THE GAP FESTIVAL
BOY SCOUTS OF AMERICA SEQUOYAH COUNCIL 713 P O BOX 3010 JOHNSON CITY, TN 37602	NONE	PUBLIC	2,000 00	CHARITABLE CONTR- SUMMER CAMP SCHOLARSHIPS
VIRGINIA COOPERATIVE EXTENSION LEE COUNTY OFFICE P O BOX 10 JONESVILLE, VA 24263	NONE	GOVERNMENT	8,000 00	CHARITABLE CONTR- 4-H ACTIVITIES FOR LEE & WISE COUNTY YOUTH
VIRGINIA COOPERATIVE EXTENSION LEE COUNTY OFFICE P O BOX 10 JONESVILLE, VA 24263	NONE	GOVERNMENT	400 00	CHARITABLE CONTR- COOKING CLASS SUPPLIES AT 4-H

SLEMP FOUNDATION
31-6025080
ATTACHMENT TO FORM 990-PF PART XV

RECIPIENT	RELATIONSHIP TO FUND MGR OR CONTR	FOUNDATION STATUS OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
WILLIAM KING MUSEUM P O BOX 2256 ABINGDON, VA 24212-2256	NONE	PUBLIC	10,000.00	CHARITABLE CONTR- VANGOUGH OUTREACH PROGRAM
SEMINARY METHODIST CHURCH 1322 SHAWNEE AVE BIG STONE GAP, VA 24219	NONE	PUBLIC	1,000 00	CHARITABLE CONTR- CHRISTMAS OUTREACH
VIRGINIA COOPERATIVE EXTENSION LEE COUNTY OFFICE P O BOX 10 JONESVILLE, VA 24263	NONE	GOVERNMENT	1,200 00	CHARITABLE CONTR- LEE COUNTY GARDEN PROGRAM
EASTSIDE HIGH SCHOOL P O BOX 2036 COEBURN, VA 24230	NONE	PUBLIC	7,000 00	CHARITABLE CONTR- SPRING MUSICAL PRODUCTION
UNIVERSITY OF VIRGINIA'S COLLEGE AT WISE ONE COLLEGE AVENUE WISE, VA 24293	NONE	PUBLIC	30,000 00	CHARITABLE CONTR- SW VIRGINIA SUMMER OPERA
LONESOME PINE ARTS AND CRAFTS, INC P O BOX 1976 BIG STONE GAP, VA 24219	NONE	PUBLIC	6,991 51	CHARITABLE CONTR- DRAMA PROGRAMS FOR 5TH AND 8TH GRADES
LONESOME PINE ARTS AND CRAFTS, INC. P O BOX 1976 BIG STONE GAP, VA 24219	NONE	PUBLIC	17,355 89	CHARITABLE CONTR- SOUND SYSTEM UPGRADES

SLEMP FOUNDATION
31-6025080
ATTACHMENT TO FORM 990-PF PART XV

RECIPIENT	RELATIONSHIP TO FUND MGR OR CONTR	FOUNDATION STATUS	OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
LONESOME PINE ARTS AND CRAFTS, INC P O BOX 1976 BIG STONE GAP, VA 24219	NONE	PUBLIC		1,250.00	CHARITABLE CONTR- MASTER KEY SYSTEM FOR THEATER
LONESOME PINE ARTS AND CRAFTS, INC. P O BOX 1976 BIG STONE GAP, VA 24219	NONE	PUBLIC		1,917.51	CHARITABLE CONTR- CHARITABLE CONTRIBUTION
VIRGINIA STATE PARKS FDN DEPT. OF CONSERVATION & REC 203 GOVERNOR ST, SUITE 302 RICHMOND, VA 23219-2010	NONE	GOVERNMENT		20,000.00	CHARITABLE CONTR- SOUTHWEST VIRGINIA MUSEUM
ALICE LLOYD COLLEGE 100 PURPOSE ROAD PIPPA PASSES, KY 41844	NONE	PUBLIC		20,000.00	CHARITABLE CONTR- GENERAL SCHOLARSHIPS LEE & WISE COUNTY STUDENTS
SEMINARY METHODIST CHURCH 1322 SHAWNEE AVE BIG STONE GAP, VA 24219	NONE	PUBLIC		25,986 00	CHARITABLE CONTR- STAINED GLASS RESTORATION
LEE COUNTY HEAD START P O BOX 325 JONESVILLE, VA 24263	NONE	PUBLIC		12,500.00	CHARITABLE CONTR- DOLLY PARTON IMAGINATION LIBRARY PROGRAM
LEE COUNTY HEAD START P O BOX 325 JONESVILLE, VA 24263	NONE	PUBLIC		14,000 00	CHARITABLE CONTR- BOOK-A-MONTH PROGRAM

SLEMP FOUNDATION

31-6025080

ATTACHMENT TO FORM 990-PF PART XV

RECIPIENT	RELATIONSHIP TO FUND MGR OR CONTR	FOUNDATION STATUS OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
MOUNTAIN EMPIRE COMMUNITY COLLEGE FOUNDATION 3441 MOUNTAIN EMPIRE ROAD BIG STONE GAP, VA 24219	NONE	PUBLIC	2,289 04	CHARITABLE CONTR- CHARITABLE CONTRIBUTION
UNION HIGH SCHOOL TWO CHAMPIONS AVENUE BIG STONE GAP, VA 24219	NONE	PUBLIC	10,000 00	CHARITABLE CONTR- BAND UNIFORMS
SYMPHONY OF THE MOUNTAINS 1200 EAST CENTER STREET KINGSPORT, TN 37660	NONE	PUBLIC	5,000 00	CHARITABLE CONTR- BY THE FIRESIDE HOLIDAY CONCERT
UNIVERSITY OF VIRGINIA'S COLLEGE AT WISE ONE COLLEGE AVENUE WISE, VA 24293	NONE	PUBLIC	25,000 00	CHARITABLE CONTR- STUDENT ATHLETICS
UNIVERSITY OF VIRGINIA'S COLLEGE AT WISE ONE COLLEGE AVENUE WISE, VA 24293	NONE	PUBLIC	50,000 00	CHARITABLE CONTR- GRANT FOR AIMS PROGRAM
BOY SCOUTS OF AMERICA SEQUOYAH COUNCIL 713 P O BOX 3010 JOHNSON CITY, TN 37602	NONE	PUBLIC	5,000 00	CHARITABLE CONTR- ADULT NEW LEADER MATERIALS

SLEMP FOUNDATION
31-6025080
ATTACHMENT TO FORM 990-PF PART XV

RECIPIENT	RELATIONSHIP TO FUND MGR OR CONTR	FOUNDATION STATUS OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
BOY SCOUTS OF AMERICA SEQUOYAH COUNCIL 713 P O BOX 3010 JOHNSON CITY, TN 37602	NONE	PUBLIC	3,000.00	CHARITABLE CONTR- BOOKS, LITERATURE, UNIFORMS AND PROGRAM MATERIALS
PRO-ART P O BOX 179 WISE, VA 24293	NONE	PUBLIC	20,000.00	CHARITABLE CONTR- LEE COUNTY COMMUNITY PROGRAMMING
LONESOME PINE REGIONAL LIBRARY 124 LIBRARY ROAD S W WISE, VA 24293	NONE	PUBLIC	5,000 00	CHARITABLE CONTR- GRANT FOR LIBRARY UPGRADES AND FURNISHINGS
VIRGINIA COOPERATIVE EXTENSION LEE COUNTY OFFICE P O BOX 10 JONESVILLE, VA 24263	NONE	GOVERNMENT	12,500.00	CHARITABLE CONTR- HEALTHY LIFESTYLES & DISEASE PREVENTION WORKSHOPS
DRYDEN METHODIST CHURCH P O BOX 57 DRYDEN, VA 24243	NONE	PUBLIC	3,000 00	CHARITABLE CONTR- CRUSADERS & FRIENDS HELPING DRYDEN ELEMENTARY
VIRGINIA COOPERATIVE EXTENSION LEE COUNTY OFFICE P O BOX 10 JONESVILLE, VA 24263	NONE	GOVERNMENT	10,000 00	CHARITABLE CONTR- SUPPLIES FOR COOKING CLASSES AT 4-H CAMPS
THE FOOD BANK OF WISE COUNTY P O BOX 2977 WISE, VA 24293	NONE	PUBLIC	300 00	CHARITABLE CONTR- LEE & WISE COUNTIES FOOD ASSISTANCE PROGRAMS

SLEMP FOUNDATION
31-6025080
ATTACHMENT TO FORM 990-PF PART XV

RECIPIENT	RELATIONSHIP TO FUND MGR OR CONTR	FOUNDATION STATUS OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
SYMPHONY OF THE MOUNTAINS 1200 EAST CENTER STREET KINGSPORT, TN 37660	NONE	PUBLIC	12,000.00	CHARITABLE CONTR- PROGRAMS IN LEE & WISE COUNTIES
POWELL VALLEY MIDDLE SCHOOL 30 CHAMPIONS AVE BIG STONE GAP, VA 24219	NONE	PUBLIC	5,000.00	CHARITABLE CONTR- NEW LIBRARY BOOKS
VIRGINIA COOPERATIVE EXTENSION WISE COUNTY OFFICE P O BOX 1156 WISE, VA 24293-1156	NONE	GOVERNMENT	700.00	CHARITABLE CONTR- LIVING WISE WITH DIABETES PROGRAM
MOUNTAIN EMPIRE COMMUNITY COLLEGE FOUNDATION 3441 MOUNTAIN EMPIRE ROAD BIG STONE GAP, VA 24219	NONE	PUBLIC	397,710.96	CHARITABLE CONTR- STOCK CONTRIBUTION SEE STATEMENTS ATTACHED
TOTAL CHARITABLE CONTRIBUTIONS			836,100.91	

SLEMP FOUNDATION
31-6025080
ATTACHMENT TO FORM 990-PF PART XV

RECIPIENT	RELATIONSHIP TO FUND MGR OR CONTR	FOUNDATION STATUS	OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
STEPHEN BOST	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2015 UNIVERSITY OF VIRGINIA
MATTHEW D LYNESS	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, VIRGINIA TECH
HALEY HUNSUCKER	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2015, UNIVERSITY OF VIRGINIA AT WISE
OLIVIA OSBORNE	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2015, UNIVERSITY OF VIRGINIA AT WISE
HELEN OSBORNE	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2015, UNIVERSITY OF VIRGINIA AT WISE
ANNA C HUBBARD	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2016, VIRGINIA TECH
BREANNA F KELLY	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2016, UNIVERSITY OF VIRGINIA AT WISE
JESSE D DANIELS	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2016, RADFORD UNIVERSITY
BRITTANY V RATLIFF	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2016, EAST TENNESSEE STATE UNIVERSITY
BRIANNA R CHILDRESS	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, VIRGINIA TECH
WILLIAM R PALMER	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, UNIVERSITY OF VIRGINIA @ WISE
KAYLA N DEUR	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2016, HOLLINS UNIVERSITY
FALLON N MEADE	NONE	N/A		1,250	TUITION PAYMENT- CLASS OF 2017, MOUNTAIN EMPIRE CC
HALEY S RASNIC	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, EAST TENNESSEE STATE UNIVERSITY
EVAN JAMES HOLCOMB	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, MOUNTAIN EMPIRE CC
SAMANTHA WILLIAMS	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, MOUNTAIN EMPIRE CC
ANDREW CODY GILLIAM	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF VIRGINIA AT WISE
SIA SLOCE	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2015, UNIVERSITY OF VIRGINIA
CIERRA BROOKS	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2015, MOUNTAIN EMPIRE COMMUNITY COLLEGE
ASHTON GARDNER	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2015, UNIVERSITY OF VIRGINIA
AMBERLY DIETS	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2016, UNIVERSITY OF VIRGINIA
MORGAN T LEGG	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2016, VIRGINIA TECH
SARAH E BEAUCHAMP	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2016, VIRGINIA TECH
JOSEPH S BRIGHT II	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, UNIVERSITY OF VIRGINIA @ WISE
EVAN M CLARK	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, VIRGINIA TECH
SARAJAYNE F VANOVER	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, RADFORD UNIVERSITY
TRISTAN DANIELLE CLARK	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, UNIVERSITY OF VIRGINIA AT WISE
KELSEY R WEBB	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, APPALACHIAN STATE UNIVERSITY
KRISTEN R OSBORNE	NONE	N/A		2,500	

SLEMP FOUNDATION
31-6025080
ATTACHMENT TO FORM 990-PF PART XV

RECIPIENT	RELATIONSHIP TO FUND MGR OR CONTR	FOUNDATION STATUS	OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
FALLON E MULLINS	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, LINCOLN MEMORIAL UNIVERSITY
HALEY ALEXANDRA MEADE	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, VIRGINIA TECH
TIFFANY NICHOLE ABSHER	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF VIRGINIA AT WISE
JESSALYN G MULLINS	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, UNIVERSITY OF VIRGINIA AT WISE
LOGAN COMPTON	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2015, VIRGINIA TECH
BRITTANY L BARNES	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2016, VIRGINIA TECH
ASHLEY MINTON	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2015, UNIVERSITY OF VIRGINIA AT WISE
KODY H GARDNER	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2016, UNIVERSITY OF VIRGINIA AT WISE
TYLER D ROBBINS	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2016, UNIVERSITY OF VIRGINIA
ANDREW B HAMILTON	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, MOUNTAIN EMPIRE CC
KASSIDY N ELDRIDGE	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, UNIVERSITY OF VIRGINIA AT WISE
CATHERINE H ROBINSON	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, EAST TENNESSEE STATE UNIVERSITY
KATLYN J MULLINS	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, EAST TENNESSEE STATE UNIVERSITY
HANNAH ELIZABETH COLLINS	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, LIBERTY UNIVERSITY
SHAUGHNESSY LAUREL BRIGHT	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF VIRGINIA AT WISE
CHRISTIAN BEAU CHISENHALL	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, JAMES MADISON UNIVERSITY
AFTYN M WOODARD	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, MOUNTAIN EMPIRE CC
ZANE MATTHEW STURGILL	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF VIRGINIA AT WISE
KARA ELIZABETH DOTTEN	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF VIRGINIA AT WISE
LILLIAN FAITH BRIGHT	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF VIRGINIA AT WISE
BRADLEY RYAN MILGRAM	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, VIRGINIA TECH
LORA BETH NEELEY	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF VIRGINIA AT WISE
LAURA E GIPE	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, VIRGINIA TECH
ASHLEY TAYLOR	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2015, NORTH CAROLINA SCHOOL OF ART
DALLAS MULLINS	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2015, LINCOLN MEMORIAL UNIVERSITY
CHELSEA BOYD	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2015 UNIVERSITY OF VIRGINIA AT WISE
VICTORIA R COUNTISS	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2016, UNIVERSITY OF VIRGINIA AT WISE
DILLON CLARK	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2015, VIRGINIA TECH
KATHERINE M NELSON	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2016, RADFORD UNIVERSITY

SLEMP FOUNDATION

31-6025080

ATTACHMENT TO FORM 990-PF PART XV

RECIPIENT	RELATIONSHIP TO FUND MGR OR CONTR	FOUNDATION STATUS	OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
BAILEY C HELBERT	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, UNIVERSITY OF VIRGINIA @ WISE
BRITTNEY ROUKER	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, OHIO STATE UNIVERSITY
AUSTIN NICHOLAS BROOKS	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, LINCOLN MEMORIAL UNIVERSITY
MARY WHITAKER	NONE	N/A		1,250	TUITION PAYMENT- CLASS OF 2015, BEREA COLLEGE
CHASE MORELOCK	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2015 USAFA
JASMINE N MITCHELL	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2016, UNIVERSITY OF VIRGINIA AT WISE
JOY N MITCHELL	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2016, UNIVERSITY OF VIRGINIA AT WISE
STEPHEN L SAUCIER	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, UNIV OF NORTH CAROLINA @ CHARLOTTE
SYDNEY A SKINNER	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, VIRGINIA TECH
HALEY BROOKE ANDERSON	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, EAST TENNESSEE STATE UNIVERSITY
HAYLEY D WYRICK	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, MILLIGAN COLLEGE
AMBER LEIGH ROBINSON	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, EMORY AND HENRY COLLEGE
TAYLOR DANIELLE GIBSON	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF VIRGINIA AT WISE
STACI NICOLE FRALEY	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, VIRGINIA COMMONWEALTH UNIVERSITY
KOBE ALLEN LAWSON	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF VIRGINIA AT WISE
OLIVIA WALLNER	NONE	N/A		1,250	TUITION PAYMENT- CLASS OF 2015, VIRGINIA TECH
JOSHUA HERRING	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2015, LINCOLN MEMORIAL UNIVERSITY
NOREEN REZA	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2015, YALE UNIVERSITY
LAUREN K RINER	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, EMORY AND HENRY COLLEGE
DAKOTA B ICENHOUR	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2016, UNIVERSITY OF VIRGINIA AT WISE
TYLER M ABSHER	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2016, GEORGE MASON UNIVERSITY
JESSEE P HAGAN	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2016 CINCINNATI COLL OF MORTUARY SCIENCE
DONALD HERRON III	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, LINCOLN MEMORIAL UNIVERSITY
MELODIE BREANE KISER	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF VIRGINIA AT WISE
ELIZABETH STAPELTON	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2015, UNIVERSITY OF VIRGINIA
JUSTIN INGRAM	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2015, UNIVERSITY OF VIRGINIA
CAITLIN ROBERTS MULLINS	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2016, EAST TENNESSEE STATE UNIVERSITY
HEATHER F WELCH	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2016, UNION COLLEGE
ELIZABETH G HILDEBRAND	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, VIRGINIA TECH

SLEMP FOUNDATION

31-6025080

ATTACHMENT TO FORM 990-PF PART XV

RECIPIENT	RELATIONSHIP TO FUND MGR	FOUNDATION STATUS	OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
GILLIAN LEIGH JESSEE	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, VIRGINIA TECH
MADISON BROOKE NIECE	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF VIRGINIA AT WISE
TABATHA BROOKE BARKER	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF VIRGINIA AT WISE
JESSICA HOPE CRABTREE	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, BLUEFIELD COLLEGE
JARED NATHANIEL WEBB	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, MOUNTAIN EMPIRE CC
GABRIEL LEE DILLON-HARLOW	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF VIRGINIA AT WISE
ELIZABETH HILL	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2015, FREE WILL BAPTIST BIBLE COLLEGE
TYLER HUGHES	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2015 EAST TENNESSEE STATE
SIERRA G COMBS	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2016, UNIVERSITY OF VIRGINIA AT WISE
RYAN P PORTER	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2016, UNIVERSITY OF VIRGINIA
MAKAYLA D CASTLE	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, UNIVERSITY OF VIRGINIA @ WISE
CHRISTIAN L COOMER	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, COASTAL CAROLINA UNIVERSITY
AARON RUSSELL FEE	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF VIRGINIA AT WISE
LANCE ERIC DOZIER	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, DUKE UNIVERSITY
DELIA TOMLINSON	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2015, VIRGINIA TECH
SAMANTHA BALTHIS	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2015, UNIVERSITY OF VIRGINIA AT WISE
HILLARY HOWARD	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2015, BEREA COLLEGE
CAITLIN E ADKINS	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2016, UNIVERSITY OF VIRGINIA
CHANNING T WEST	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2016, UNIVERSITY OF VIRGINIA AT WISE
MITCHELL S MINAHAN	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2016, UNIVERSITY OF VIRGINIA
DANIELLE D HUTCHISON	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2016, UNIVERSITY OF VIRGINIA AT WISE
EMILEA J STAWICKI	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, UNIVERSITY OF VIRGINIA @ WISE
FRANKLIN L HOPSON	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, VIRGINIA TECH
MEGAN N ROOP	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, UNIVERSITY OF VIRGINIA @ WISE
DUSTYN TAYLOR LIVESAY	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF VIRGINIA AT WISE
GREGORY SCOTT FIELDS JR	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, VIRGINIA COMMONWEALTH UNIVERSITY
NATHANIEL C MARSHALL	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2016, COLLEGE OF WILLIAM & MARY
JULIA L STURGILL	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, UNIVERSITY OF VIRGINIA AT WISE
ERIKK D BANKS	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, VIRGINIA TECH

SLEMP FOUNDATION

31-6025080

ATTACHMENT TO FORM 990-PF PART XV

RECIPIENT	RELATIONSHIP TO FUND MGR OR CONTR	FOUNDATION STATUS OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
CARALINE B MCDOWELL	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2017, ALICE LLOYD COLLEGE
AARON CLARK	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2015, COLLEGE OF CHARLESTON
ANNA G CLARK	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2016, BAYLOR UNIVERSITY
BRYAN MCKEEN	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2015, U S. MILITARY ACADEMY
OLIVIA BREEDING	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2015, EAST TENNESSEE STATE UNIVERSITY
ANDREW L AYERS	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2016, LINCOLN MEMORIAL UNIVERSITY
VIRGINIA GRACE CARTER	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2018, COASTAL CAROLINA UNIVERSITY
ZACHARY DRESCH	NONE	N/A	1,250	TUITION PAYMENT- CLASS OF 2016 MIDDLE TENNESSEE STATE

TOTAL SCHOLARSHIPS

305,000