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990-PFDepartment of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

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► Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf**2014**

Open to Public Inspection

For calendar year 2014 or tax year beginning

07/01, 2014, and ending

06/30, 2015

ENVELOPE NOV 18 2015 POSTMARK DATE

Name of foundation BANK OF AMERICA, NA		A Employer identification number 54-6094925		
		B Telephone number (see instructions) 804-887-8773		
Number and street (or P O box number if mail is not delivered to street address) Room/suite P.O. BOX 1802				
City or town, state or province, country, and ZIP or foreign postal code PROVIDENCE, RI 02901-1802				
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>		
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 32,828,100. J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>		
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	
1 Contributions, gifts, grants, etc., received (attach schedule) 2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B 3 Interest on savings and temporary cash investments 4 Dividends and interest from securities 5a Gross rents b Net rental income or (loss) _____ 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 12,782,739 7 Capital gain net income (from Part IV, line 2) 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 13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees (attach schedule) b Accounting fees (attach schedule) STMT 3 c Other professional fees (attach schedule) STMT 4 17 Interest 18 Taxes (attach schedule) (see instructions) STMT 5 19 Depreciation (attach schedule) and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications 23 Other expenses (attach schedule) STMT 6 24 Total operating and administrative expenses. Add lines 13 through 23. 25 Contributions, gifts, grants paid 26 Total expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12. a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-)		(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)	
Operating and Administrative Expenses	STMT 1			
	STMT 2			
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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
	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments		587,537.	715,653.	715,653.
	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				
	10a Investments- U S and state government obligations (attach schedule)		1,600,972.		
	b Investments - corporate stock (attach schedule)	STMT 7.	26,877,028.	30,254,052.	32,112,447.
	c Investments - corporate bonds (attach schedule)		1,662,840.		
	11 Investments- land, buildings, and equipment basis	►			
	Less accumulated depreciation ►	(attach schedule)			
	12 Investments - mortgage loans				
	13 Investments - other (attach schedule)		118,742.		
	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)		30,847,119.	30,969,705.	32,828,100.
	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	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> 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, ► <input checked="" type="checkbox"/> check here and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		30,847,119.	30,969,705.	
	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)		30,847,119.	30,969,705.	
	31 Total liabilities and net assets/fund balances (see instructions)		30,847,119.	30,969,705.	

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	30,847,119.
2 Enter amount from Part I, line 27a	2	-597,134.
3 Other increases not included in line 2 (itemize) ► SEE STATEMENT 8	3	785,137.
4 Add lines 1, 2, and 3	4	31,035,122.
5 Decreases not included in line 2 (itemize) ► SEE STATEMENT 9	5	65,417.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	30,969,705.

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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 OTHER GAINS AND LOSSES					
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 10,530,843.		9,511,725.	1,019,118.		
b 2,251,896.		2,747,136.	-495,240.		
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(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			
a			1,019,118.		
b			-495,240.		
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	523,878.	
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	1,394,920.	32,954,951.	0.042328
2012	880,536.	31,020,513.	0.028386
2011	1,113,707.	29,501,334.	0.037751
2010	1,435,850.	30,066,310.	0.047756
2009	1,156,006.	27,918,811.	0.041406
2 Total of line 1, column (d)		2	0.197627
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	0.039525
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5		4	33,354,750.
5 Multiply line 4 by line 3		5	1,318,346.
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	9,578.
7 Add lines 5 and 6		7	1,327,924.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.		8	1,583,232.

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 ► <input type="checkbox"/> and enter "N/A" on line 1 . . .	Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)	1	9,578.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> 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	9,578.
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	9,578.
6	Credits/Payments			
a	2014 estimated tax payments and 2013 overpayment credited to 2014 . . .	6a	25,629.	
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	25,629.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	16,051.
11	Enter the amount of line 10 to be Credited to 2015 estimated tax ►	9,580. Refunded ►	11	6,471.

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)? . . .	X	
1c	<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	X	
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . <i>If "Yes," attach a detailed description of the activities</i>	X	
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . .	X	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . .	X	
b	If "Yes," has it filed a tax return on Form 990-T for this year? . . .	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . <i>If "Yes," attach the statement required by General Instruction T</i>	X	
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . .	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► VA	X	
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i> . . .	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i> . . .	X	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . .	X	

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). **11** X

12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) **12** X

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► **13** X

N/A

14 The books are in care of ► **BANK OF AMERICA NA** Telephone no ► **(804) 887-8773**
Located at ► **1111 E MAIN STREET, RICHMOND, VA** ZIP+4 ► **23219**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► **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? **16** **Yes** **No**
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**

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.

1a During the year did the foundation (either directly or indirectly).

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No

(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) Yes No

b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? **1b** X
Organizations relying on a current notice regarding disaster assistance check here ►

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014? **1c** X

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))

a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? Yes No
If "Yes," list the years ► **2a**

b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) **2b**

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► **2c**

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No

b If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014) **3b**

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:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			5b
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? If "Yes," attach the statement required by Regulations section 53.4945-5(d)	<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.			6b
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		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 13		215,139.		

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

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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		NONE

Total number of others receiving over \$50,000 for professional services ►		NONE

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	N/A	

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 ►	

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	32,845,236 .
b Average of monthly cash balances	1b	1,017,454 .
c Fair market value of all other assets (see instructions)	1c	NONE
d Total (add lines 1a, b, and c)	1d	33,862,690 .
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	33,862,690 .
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	507,940 .
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	33,354,750 .
6 Minimum investment return. Enter 5% of line 5	6	1,667,738 .

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	1,667,738 .
2a Tax on investment income for 2014 from Part VI, line 5	2a	9,578 .
b Income tax for 2014. (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	9,578 .
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	1,658,160 .
4 Recoveries of amounts treated as qualifying distributions	4	15,012 .
5 Add lines 3 and 4	5	1,673,172 .
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	1,673,172 .

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	1,583,232 .
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	1,583,232 .
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	9,578 .
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,573,654 .

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				1,673,172.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			1,247,506.	
b Total for prior years 20 ____,20 ____,20 ____		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	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2014 from Part XII, line 4 ► \$ 1,583,232.			1,247,506.	
a Applied to 2013, but not more than line 2a				
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				335,726.
e Remaining amount distributed out of corpus	NONE			
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	NONE			
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				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				1,337,446.
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	NONE			
10 Analysis of line 9				
a Excess from 2010	NONE			
b Excess from 2011	NONE			
c Excess from 2012	NONE			
d Excess from 2013	NONE			
e Excess from 2014	NONE			

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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 19				1,316,000.
Total			► 3a	1,316,000.
b Approved for future payment				
Total			► 3b	

JSA
4E1491 1 000

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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	619,074.	
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				18	523,878.	
8 Gain or (loss) from sales of assets other than inventory						
9 Net income or (loss) from special events . . .						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a						
b EXCISE TAX REFUND				1	10,942.	
c						
d						
e						
12 Subtotal Add columns (b), (d), and (e)					1,153,894.	
13 Total. Add line 12, columns (b), (d), and (e)						13 1,153,894.

13 Total. Add line 12, columns (b), (d), and (e)
(See worksheet in line 13 instructions to verify calculations)

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

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	7,582.	7,582.
FOREIGN DIVIDENDS	89,881.	89,881.
NONDIVIDEND DISTRIBUTIONS	16,628.	
DOMESTIC DIVIDENDS	243,072.	243,072.
OTHER INTEREST	57,509.	57,509.
FOREIGN INTEREST	2,098.	2,098.
U. S. GOVERNMENT INTEREST (FEDERAL TAXABLE	21,068.	21,068.
NON-TAXABLE FOREIGN INCOME	-3,393.	
NONDISTRIBUTIVE DIVIDENDS	1,562.	1,562.
MARKET DISCOUNT - OTHER INTEREST	5,922.	5,922.
NONQUALIFIED FOREIGN DIVIDENDS	30,200.	30,200.
NONQUALIFIED DOMESTIC DIVIDENDS	146,945.	146,945.
TOTAL	619,074.	605,839.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
EXCISE TAX REFUND PARTNERSHIP INCOME	10,942.	544.
TOTALS	10,942.	544.

6033075

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE - BOA	2,113.			2,113.
TOTALS	2,113.	NONE	NONE	2,113.

F53-1

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
GRANTMAKING FEES - BOA	84,936.	84,936.	
INVESTMENT ADVISORY FEES	11,777.	11,777.	
OTHER PROFESSIONAL FEES - CHAR	74,229.	74,229.	
TOTALS	170,942.	11,777.	159,165.



FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	15,702.	15,702.
EXCISE TAX ESTIMATES	10,525.	
FOREIGN TAXES ON QUALIFIED FOR	513.	513.
FOREIGN TAXES ON NONQUALIFIED	144.	144.
TOTALS	26,884.	16,359.



FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INVESTMENT FEE PARTNERSHIP EXPENSES	51. 51. 15,206.	
TOTALS	51.=====	15,257.=====



TR U-W ROBERT M JEFFRESS-RES TR

FORM 990PF, PART II - CORPORATE STOCK

54-6094925

DESCRIPTION

SEE ATTACHED STATEMENT

	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT	30,254,052.	32,112,447.
TOTALS	30,254,052.	32,112,447.



TR U-W ROBERT M JEFFRESS-RES TR

54-6094925

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
RECOVERED GRANTS	15,012.
PARTNERSHIP ADJUSTMENT	761,707.
ACCRUED INTEREST	354.
TYE INCOME ADJUSTMENT	8,064.
TOTAL	785,137.

STATEMENT 8

TR U-W ROBERT M JEFFRESS-RES TR

54-6094925

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

DESCRIPTION	AMOUNT
SALE ADJUSTMENT	26,829.
COST ADJUSTMENT	28,550.
CTF ADJUSTMENT	10,017.
ROUNDING	21.
TOTAL	65,417.

TR U-W ROBERT M JEFFRESS-RES TR
Schedule D Detail of Long-term Capital Gains and Losses

TR U-W ROBERT M JEFFRESS-RES TR

54-6094925

GAINS AND LOSSES FROM PASS-THRU ENTITIES

=====

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	-82,506.00

TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)	-82,506.00
	=====

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	261,109.00
PARTNERSHIPS, TRUSTS, S CORPORATIONS	-761,707.00

TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)	-500,598.00
	=====

STATEMENT 12

TR U-W ROBERT M JEFFRESS-RES TR

54-6094925

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

OFFICER NAME:

BANK OF AMERICA

ADDRESS:

1111 E MAIN STREET
RICHMOND, VA 23219

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 215,139.

COMPENSATION EXPLANATION:

SEE ATTACHED

OFFICER NAME:

VA ACADEMY OF SCIENCE MEMBER

ADDRESS:

1111 E MAIN ST (VA2-300-12-92)
RICHMOND, VA 23219

TITLE:

ALLOCATION COMMITTEE

OFFICER NAME:

MEDICAL SOCIETY OF VA MEMBER

ADDRESS:

1111 E MAIN ST (VA2-300-12-92)
RICHMOND, VA 23219

TITLE:

ALLOCATION COMMITTEE

OFFICER NAME:

ERIC KAUDERS (BANK OF AMERICA)

ADDRESS:

1111 E MAIN ST (VA2-300-12-92)
RICHMOND, VA 23219

TITLE:

ALLOCATION COMMITTEE

. TR U-W ROBERT M JEFFRESS-RES TR

54-6094925

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

OFFICER NAME:

SARAH KAY (BANK OF AMERICA)

ADDRESS:

1111 E MAIN ST (VA2-300-12-92)
RICHMOND, VA 23219

TITLE:

SECRETARY, ALLOCATION COMM.

OFFICER NAME:

EXEC COMM BAR ASSOC RICHMOND MEMBER

ADDRESS:

1111 E MAIN ST (VA2-300-12-92)
RICHMOND, VA 23219

TITLE:

ALLOCATION COMMITTEE

COMPENSATION EXPLANATION:

SEE ATTACHED

OFFICER NAME:

VA STATE CHAMBER OF COMMERCE MEMBER

ADDRESS:

1111 E MAIN ST (VA2-300-12-92)
RICHMOND, VA 23219

TITLE:

ALLOCATION COMMITTEE

COMPENSATION EXPLANATION:

SEE ATTACHED

TOTAL COMPENSATION:

215,139.

=====



54-6094925

TR U-W ROBERT M JEFFRESS-RES TR
FORM 990PF, PART XV - LINES 2a - 2d
=====

RECIPIENT NAME:

SARAH KAY, BANK OF AMERICA

ADDRESS:

P.O. BOX 26688
RICHMOND, VA 23261-6688

RECIPIENT'S PHONE NUMBER: 804-887-8773

FORM, INFORMATION AND MATERIALS:

AVAILABLE FROM CONTACT

SUBMISSION DEADLINES:

AVAILABLE FROM CONTACT

RESTRICTIONS OR LIMITATIONS ON AWARDS:

AVAILABLE FROM CONTACT

STATEMENT 15



54-6094925

TR U-W ROBERT M JEFFRESS-RES TR
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:
UNIVERSITY OF VIRGINIA
MEDICAL SCHOOL
ADDRESS:
P.O. BOX 400195
CHARLOTTESVILLE, VA 22904
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SCIENTIFIC RESEARCH
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 290,000.

RECIPIENT NAME:
VIRGINIA COMMONWEALTH
UNIVERSITY
ADDRESS:
P.O. BOX 842519
RICHMOND, VA 23284
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SCIENTIFIC RESEARCH
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 216,000.

RECIPIENT NAME:
VIRGINIA POLYTECHNIC
INSTITUTE & STATE UNIV
ADDRESS:
100 SANDY HALL
BLACKSBURG, VA 24061
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SCIENTIFIC RESEARCH
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 180,000.

TR U-W ROBERT M JEFFRESS-RES TR
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

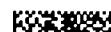
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54-6094925

RECIPIENT NAME:
VIRGINIA MILITARY INSTITUTE
ADDRESS:
304 LETCHER AVE.
LEXINGTON, VA 24450
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SCIENTIFIC RESEARCH
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
COLLEGE OF WILLIAM & MARY
ADDRESS:
P.O. BOX 8795
WILLIAMSBURG, VA 23187
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SCIENTIFIC RESEARCH
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 80,000.

RECIPIENT NAME:
OLD DOMINION RESEARCH FDN
ADDRESS:
P.O. BOX 6369
NORFOLK, VA 23508
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SCIENTIFIC RESEARCH
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 110,000.



TR U-W ROBERT M JEFFRESS-RES TR
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

54-6094925

RECIPIENT NAME:
GEORGE MASON UNIVERSITY
ADDRESS:
4400 UNIVERSITY DRIVE
FAIRFAX, VA 22030
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SCIENTIFIC RESEARCH
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 110,000.

RECIPIENT NAME:
RADFORD UNIVERSITY
ADDRESS:
801 EAST MAIN ST.
RADFORD, VA 24242
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SCIENTIFIC RESEARCH
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
JAMES MADISON UNIVERSITY
ADDRESS:
800 S. MAIN ST.
HARRISONBURG, VA 22807
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SCIENTIFIC RESEARCH
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 110,000.

TR U-W ROBERT M JEFFRESS-RES TR
 FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
 WASHINGTON AND LEE UNIVERSITY
 ADDRESS:
 204 W. WASHINGTON
 LEXINGTON, VA 22450
 RELATIONSHIP:
 N/A
 PURPOSE OF GRANT:
 SCIENTIFIC RESEARCH
 FOUNDATION STATUS OF RECIPIENT:
 PC
 AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
 EASTERN MENNONITE UNIVERSITY
 C/O TIM STUTZMAN, DIRECTOR OF FINANCE
 ADDRESS:
 1200 PARK ROAD
 HARRISONBURG, VA 22802
 RELATIONSHIP:
 N/A
 PURPOSE OF GRANT:
 SCIENTIFIC RESEARCH
 FOUNDATION STATUS OF RECIPIENT:
 PC
 AMOUNT OF GRANT PAID 100,000.

RECIPIENT NAME:
 CARILION MEDICAL CENTER
 C/O MATTHEW W. SOUKUP
 ADDRESS:
 101 ELM AVENUE
 ROANOKE, VA 24013
 RELATIONSHIP:
 N/A
 PURPOSE OF GRANT:
 SCIENTIFIC RESEARCH
 FOUNDATION STATUS OF RECIPIENT:
 PC
 AMOUNT OF GRANT PAID 10,000.

TOTAL GRANTS PAID: 1,316,000.

. TR U-W ROBERT M JEFFRESS-RES TR

54-6094925

FEDERAL FOOTNOTES
=====

THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.

TR U-W ROBERT M JEFFRESS-RES TR
 54-6094925
 Balance Sheet
 06/30/2015

Bank of America



Cusip	Asset	Units	Basis	Market Value
	Cash/Cash Equivalent	715652 860	715,652 86	715,652 86
002824100	ABBOTT LABS	533 000	17,235 41	26,159 64
015351109	ALEXION PHARMACEUTICALS INC	244 000	43,964 65	44,107 88
023135106	AMAZON COM INC	64 000	11,470 71	27,781 76
025816109	AMERICAN EXPRESS CO	181 000	14,558 23	14,067 32
03027X100	AMERICAN TOWER CORP	697 000	53,441 79	65,023 13
037833AR1	APPLE INC	45000 000	46,642 10	45,661 50
039483102	ARCHER DANIELS MIDLAND CO	128 000	6,778 06	6,172 16
042068106	ARM HLDGS PLC	699 000	29,241 72	34,439 73
04685W103	ATHENAHEALTH INC	274 000	25,140.82	31,394 92
05531FAG8	BB&T CORP	65000 000	66,874 75	65,971 75
06406HCE7	BANK NEW YORK INC UNSECD	45000 000	44,982 45	44,838 00
084664BE0	BERKSHIRE HATHAWAY FIN CORP	45000 000	48,767 79	49,910 40
09061G101	BIOMARIN PHARMACEUTICAL INC	241 000	14,652 24	32,963 98
097023AZ8	BOEING CO	55000 000	59,292 83	62,055 95
126650100	CVS HEALTH CORP	383 000	16,076 61	40,169 04
14041NEP2	CAPITAL ONE MULTI-ASSET	45000 000	45,133 59	45,135 90
149123BX8	CATERPILLAR INC	55000 000	55,243 78	53,784 50
151020104	CELGENE CORP	431 000	25,082 16	49,881 79
156782104	CERNER CORP	819 000	38,027 44	56,560 14
166764AE0	CHEVRON CORP NEW	55000 000	53,944 00	55,327 80
169656105	CHIPOTLE MEXICAN GRILL INC	61 000	32,160 11	36,904 39
17275RAC6	CISCO SYS INC	65000 000	64,305 15	67,000 70
191216AV2	COCA COLA CO	40000 000	42,769 60	41,926 80
19765N245	COLUMBIA DIVIDEND INCOME FUND	65772 146	955,011 56	1,215,469 26
20030N200	COMCAST CORP	528 000	17,791 96	31,648 32
207543877	SMALL CAP GROWTH LEADERS CTF	25504 851	496,598 40	612,284 76
22160K105	COSTCO WHSL CORP NEW	225 000	23,981 65	30,388 50
235851102	DANAHER CORP DEL	292 000	15,677 16	24,992 28
25243Q205	DIAGEO PLC	106 000	11,304 59	12,300 24
26442CAJ3	DUKE ENERGY CAROLINAS LLC	65000 000	71,337.65	71,163 95
26875P101	EOG RES INC	210.000	19,975 67	18,385 50
29099J109	EMERGING MARKETS STOCK	41024 802	1,809,249.05	1,972,386 33
29444U700	EQUINIX INC	156 000	27,598.11	39,624 00

TR U-W ROBERT M JEFFRESS-RES TR
 54-6094925
 Balance Sheet
 06/30/2015

Bank of America



Cusip	Asset	Units	Basis	Market Value
30231G102	EXXON MOBIL CORP	185 000	15,276 36	15,392 00
302993993	MID CAP VALUE CTF	25156 796	762,977 72	749,285 11
30303M102	FACEBOOK INC	615 000	45,442 29	52,745 47
303995997	SMALL CAP VALUE CTF	23986 401	552,905 73	603,917 61
3128M1K65	FEDERAL HOME LN MTG CORP	6466 080	6,486 31	7,085 01
3128MBAX5	FEDERAL HOME LN MTG CORP	4184 670	4,102 94	4,524 84
3128MBAZ0	FEDERAL HOME LN MTG CORP	14279 510	14,241 58	15,490 56
3128MBYB7	FEDERAL HOME LN MTG CORP	1943 920	1,909 90	2,104 20
3128PHGA3	FEDERAL HOME LN MTG CORP	5099.974	5,219 52	5,541 12
313379DD8	FEDERAL HOME LN BKS	110000 000	111,119 91	110,575 30
3133XHZK1	FEDERAL HOME LN BKS	60000 000	59,598 96	63,567 60
3135G0JA2	FEDERAL NATL MTG ASSN	100000 000	100,613 57	100,759 00
3135G0ZY2	FEDERAL NATL MTG ASSN	50000 000	49,787 90	50,262 50
3136G2FK8	FEDERAL NATL MTG ASSN	60000 000	59,925 00	60,073 80
3137EADB2	FEDERAL HOME LN MTG CORP	70000 000	67,233 25	70,872 90
3137EADC0	FEDERAL HOME LN MTG CORP	50000.000	50,164 00	50,315.00
3137EADJ5	FEDERAL HOME LN MTG CORP	150000 000	151,450 05	150,699.00
3138EG6D1	FEDERAL NATL MTG ASSN	80367 210	83,431 20	84,971 45
3138LVWU3	FEDERAL NATL MTG ASSN	56529 250	59,139 32	58,697 71
31411ELX3	FEDERAL NATL MTG ASSN	6006 148	5,799 70	6,347 78
31417D5D1	FEDERAL NATL MTG ASSN	47272 990	49,378 11	48,145 65
31620M106	FIDELITY NATL INFORMATION SVCS	375 000	16,487 70	23,175 00
323991307	MID CAP GROWTH CTF	26362 908	746,753 17	772,064 12
354613101	FRANKLIN RES INC	541 000	26,155 84	26,525 23
36962G6S8	GENERAL ELEC CAP CORP	45000 000	45,411 94	44,875 80
370334104	GENERAL MLS INC	545 000	21,104 85	30,367 40
38141G104	GOLDMAN SACHS GROUP INC	203 000	23,185 81	42,384 37
38145C646	GOLDMAN SACHS STRATEGIC	217735 349	2,321,058 81	2,186,062 90
38259P706	GOOGLE INC	115 000	38,075 55	59,858 65
438516106	HONEYWELL INTL INC	310 000	16,904 77	31,610 70
452308109	ILLINOIS TOOL WKS INC	231 000	19,196 84	21,203 49
452327109	ILLUMINA INC	242 000	34,511 64	52,843 12
459200101	INTERNATIONAL BUSINESS MACHS	72 000	6,426 98	11,711 52
464287200	ISHARES CORE S&P 500 ETF	23611 000	4,935,466 76	4,892,671 42

TR U-W ROBERT M JEFFRESS-RES TR
 54-6094925
 Balance Sheet
 06/30/2015

Bank of America



Cusip	Asset	Units	Basis	Market Value
464287507	ISHARES CORE S&P MID CAP ETF	9890 000	1,329,849.95	1,483,302.20
464287614	ISHARES RUSSELL 1000 GROWTH ETF	12472 000	1,125,420.90	1,234,852.72
464287655	ISHARES RUSSELL 2000 ETF	9443 000	1,049,618.75	1,179,052.98
466001864	IVY ASSET STRATEGY FUND	55176 271	1,630,025.19	1,421,892.50
46625H100	J P MORGAN CHASE & CO	1009 000	34,768.11	68,369.84
46625HHQ6	JPMORGAN CHASE & CO	45000 000	45,831.16	49,602.15
46634SAC9	J P MORGAN CHASE COML MTG SECS	40000 000	42,925.00	41,879.60
46639EAE1	J P MORGAN CHASE COML MTG SECS	40000 000	40,568.75	39,872.80
478160104	JOHNSON & JOHNSON	376 000	24,236.13	36,644.96
478366107	JOHNSON CTLS INC	449 000	11,087.65	22,238.97
53578A108	LINKEDIN CORP	181 000	20,095.67	37,400.03
582839106	MEAD JOHNSON NUTRITION CO	356 000	27,437.81	32,118.32
58933Y105	MERCK & CO INC	621 000	36,242.91	35,353.53
59156R108	METLIFE INC	585 000	19,471.07	32,754.15
59156RAU2	METLIFE INC	55000 000	60,894.98	57,860.55
594918BA1	MICROSOFT CORP	45000 000	45,008.55	44,194.50
61174X109	MONSTER BEVERAGE CORP	194 000	26,886.92	25,999.88
631103108	NASDAQ INC	418 000	15,771.94	20,402.58
641069406	NESTLE S A	319 000	18,052.21	23,040.41
666807102	NORTHROP GRUMMAN CORP	193 000	29,811.28	30,615.59
66989HAD0	NOVARTIS CAP CORP	40000 000	46,310.18	44,146.80
674599105	OCCIDENTAL PETE CORP DEL	240 000	11,441.14	18,664.80
68389XAP0	ORACLE CORP	60000 000	56,198.40	57,816.60
693390841	PIMCO HIGH YIELD FD	62941 128	583,685.24	572,134.85
693476BF9	PNC FDG CORP	40000 000	39,844.40	46,640.00
693506107	PPG INDS INC	192 000	20,989.39	22,026.24
713448CK2	PEPSICO INC	55000 000	55,628.15	55,750.75
717081103	PFIZER INC	921 000	17,374.94	30,881.13
718172109	PHILIP MORRIS INTL INC	498 000	42,532.14	39,924.66
73935S105	POWERSHARES DB COMMODITY	57396 000	1,464,752.34	1,033,128.00
741503403	PRICELINE GROUP INC	45 000	9,849.71	51,811.65
742718DN6	PROCTER & GAMBLE CO	30000 000	29,546.40	33,068.10
744320102	PRUDENTIAL FINL INC	153.000	8,018.56	13,390.56
747525103	QUALCOMM INC	301 000	16,383.78	18,851.63

TR U-W ROBERT M JEFFRESS-RES TR
 54-6094925
 Balance Sheet
 06/30/2015

Bank of America



Cusip	Asset	Units	Basis	Market Value
761713106	REYNOLDS AMERN INC	326 361	24,649 51	24,366 11
79466L302	SALESFORCE COM INC	1085 000	28,721 61	75,548 55
806857108	SCHLUMBERGER LTD	389 000	30,505 37	33,527 91
808513105	SCHWAB CHARLES CORP NEW	876 000	15,349 28	28,601 40
81762P102	SERVICENOW INC	590 000	31,861 50	43,842 90
822582AR3	SHELL INTL FIN B V	45000 000	45,264 53	44,943 75
842400FR9	SOUTHERN CA EDISON CO	55000 000	59,619 89	58,916 00
848637104	SPLUNK INC	480 000	20,396 13	33,417 60
855244109	STARBUCKS CORP	1119 000	31,835 50	59,995 18
857477103	STATE STR CORP	185 000	10,894 78	14,245 00
87612E106	TARGET CORP	281 000	13,810 86	22,938 03
87612EBD7	TARGET CORP	40000 000	40,107 43	40,831 60
882508104	TEXAS INSTRS INC	342 000	14,541 23	17,616 42
883556102	THERMO FISHER SCIENTIFIC CORP	150 000	6,004 31	19,464 00
88579Y101	3M CO	94 000	8,619 70	14,504 20
886547108	TIFFANY & CO NEW	292 000	21,158 37	26,805 60
887317303	TIME WARNER INC	363 000	24,985 04	31,729 83
89114QAS7	TORONTO DOMINION BK UNSECD SR	45000 000	45,525.15	45,168 75
89417E109	TRAVELERS COS INC	383 000	22,683 68	37,020 78
902973304	US BANCORP DEL	277 000	12,180 81	12,021 80
904311107	UNDER ARMOUR INC	286.000	19,786 90	23,863 84
911312106	UNITED PARCEL SVC INC	149 000	11,319 53	14,439.59
912828B66	UNITED STATES TREAS NT	110000 000	111,940 64	114,202 00
912828D56	UNITED STATES TREAS NTS	70000 000	70,571 42	70,377 30
912828G38	UNITED STATES TREAS NT	45000 000	44,971 88	44,725 95
912828GH7	UNITED STATES TREAS NT	85000 000	81,905 47	90,617.65
912828HH6	UNITED STATES TREAS NT	45000 000	45,013 69	48,659.85
912828JR2	UNITED STATES TREAS NT	10000 000	10,126 32	10,861.70
912828LY4	UNITED STATES TREAS NT	20000 000	19,485 23	21,592.20
912828QN3	UNITED STATES TREAS NT	50000 000	53,501 77	53,480.50
912828RM4	UNITED STATES TREAS NT	30000 000	30,216 95	30,227.40
912828SF8	UNITED STATES TREAS NTS	5000 000	5,118.31	4,999.20
912828UZ1	UNITED STATES TREAS NT	15000 000	14,898 05	14,865.30
912828WE6	UNITED STATES TREAS NT	130000 000	132,818 68	135,138.90

TR U-W ROBERT M JEFFRESS-RES TR
 54-6094925
 Balance Sheet
 06/30/2015

Bank of America



Cusip	Asset	Units	Basis	Market Value
913017109	UNITED TECHNOLOGIES CORP	299 000	8,470.67	33,168 07
921943858	VANGUARD FTSE DEVELOPED	60638 000	2,256,853.01	2,404,296.70
922908553	VANGUARD REIT	24832 000	1,596,073.84	1,854,702.08
92343V104	VERIZON COMMUNICATIONS INC	641 000	30,104.13	29,877.01
92826C839	VISA INC	872 000	18,436.89	58,554.80
92930RBB7	WFRBS COML MTG TR 2012-C9	10000 000	10,014.84	9,994.70
931142CZ4	WAL-MART STORES INC	60000 000	63,082.37	62,961.60
949746101	WELLS FARGO & CO	1129 000	38,836.87	63,494.96
94974BFU9	WELLS FARGO & CO NEW	50000 000	50,559.58	50,196.50
99Z466197	INTERNATIONAL FOCUSED EQUITY	195234.184	1,961,791.51	2,402,981.38
G0177J108	ALLERGAN PLC	118 000	19,278.62	35,808.28
G1151C101	ACCENTURE PLC	578 000	34,941.49	55,938.84
G27823106	DELPHI AUTOMOTIVE PLC	258 000	7,278.10	21,953.22
G29183103	EATON CORP PLC	161 000	10,666.27	10,865.89
G5960L103	MEDTRONIC PLC	462 000	35,136.93	34,234.20
G7S00T104	PENTAIR PLC	103 000	6,696.85	7,081.25
G91442106	TYCO INTL PLC	467 000	19,725.10	17,970.16
H0023R105	ACE LTD	601 000	46,534.49	61,109.68
N51488117	MOBILEYE NV	854 000	31,365.38	45,407.18
		Totals	30,969,704.79	32,828,099.84

