



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



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

OMB No 1545-0052

**2014**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

- ▶ 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](http://www.irs.gov/form990pf).

For calendar year 2014 or tax year beginning 8/1/2014, and ending 7/31/2015

Name of foundation <b>MANOTA E SIMON FOUNDATION</b>			A Employer identification number <b>36-3990765</b>	
Number and street (or P O box number if mail is not delivered to street address) <b>Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041</b>			B Telephone number (see instructions) <b>(888) 730-4933</b>	
City or town <b>Winston Salem</b>		State <b>NC</b>	ZIP code <b>27101-3818</b>	
Foreign country name		Foreign province/state/county		Foreign postal code
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				
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) ▶ \$ <b>2,459,383</b>			J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>				

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <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	54,342	53,359		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	93,355			
	b Gross sales price for all assets on line 6a 306,814				
	7 Capital gain net income (from Part IV, line 2)		93,355		
	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	147,697	146,714	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	35,683	26,762		8,921
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,124			1,124
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	3,605	945		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	175	175		
	24 Total operating and administrative expenses. Add lines 13 through 23	40,587	27,882	0	10,045
	25 Contributions, gifts, grants paid	109,000			109,000
26 Total expenses and disbursements. Add lines 24 and 25	149,587	27,882	0	119,045	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-1,890				
b Net investment income (if negative, enter -0-)		118,832			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2014)

HTA

17ne p

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing . . . . .			
	2	Savings and temporary cash investments . . . . .	13,326	67,798	67,798
	3	Accounts receivable ▶ . . . . .			
		Less allowance for doubtful accounts ▶ . . . . .			
	4	Pledges receivable ▶ . . . . .			
		Less allowance for doubtful accounts ▶ . . . . .			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ . . . . .			
		Less allowance for doubtful accounts ▶ . . . . .			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	524,589	539,220	859,012
	c	Investments—corporate bonds (attach schedule) . . . . .			
	11	Investments—land, buildings, and equipment basis ▶ . . . . .			
Liabilities		Less accumulated depreciation (attach schedule) ▶ . . . . .			
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .	1,374,164	1,304,190	1,532,573
	14	Land, buildings, and equipment basis ▶ . . . . .			
		Less accumulated depreciation (attach schedule) ▶ . . . . .			
	15	Other assets (describe ▶ . . . . . )			
	16	<b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I) . . . . .	1,912,079	1,911,208	2,459,383
	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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	0	0	
Net Assets or Fund Balances		<b>Foundations that follow SFAS 117, check here</b> . . . . . <input type="checkbox"/>			
		<b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
		<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/>			
		<b>and complete lines 27 through 31.</b>			
	27	Capital stock, trust principal, or current funds . . . . .	1,912,079	1,911,208	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	<b>Total net assets or fund balances</b> (see instructions)	1,912,079	1,911,208	
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	1,912,079	1,911,208	

**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	1,912,079
2	Enter amount from Part I, line 27a . . . . .	2	-1,890
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement . . . . .	3	4,599
4	Add lines 1, 2, and 3 . . . . .	4	1,914,788
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement . . . . .	5	3,580
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	1,911,208

**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.)
<b>1a</b> See Attached Statement			
<b>b</b> See Attached Statement			
<b>c</b> See Attached Statement			
<b>d</b> See Attached Statement			
<b>e</b> See Attached Statement			

  

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

  

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

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

  

<b>2</b> 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 }	<b>2</b>	93,355
<b>3</b> 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 }	<b>3</b>	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

**1** Enter the appropriate amount in each column for each year; see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	105,181	2,426,658	0.043344
2012	114,246	2,245,337	0.050881
2011	104,596	2,122,905	0.049270
2010	104,542	2,182,948	0.047890
2009	99,367	2,074,538	0.047898

  

<b>2</b> Total of line 1, column (d)	<b>2</b>	0.239283
<b>3</b> 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	<b>3</b>	0.047857
<b>4</b> Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	<b>4</b>	2,502,290
<b>5</b> Multiply line 4 by line 3	<b>5</b>	119,752
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	1,188
<b>7</b> Add lines 5 and 6	<b>7</b>	120,940
<b>8</b> 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	<b>8</b>	119,045

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

<b>1a</b>	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)			
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	<b>1</b>	2,377	
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).			
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0	
<b>3</b>	Add lines 1 and 2	<b>3</b>	2,377	
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>		
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>	2,377	
<b>6</b>	<b>Credits/Payments</b>			
<b>a</b>	2014 estimated tax payments and 2013 overpayment credited to 2014	<b>6a</b>	2,170	
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>		
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>		
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>		
<b>7</b>	Total credits and payments. Add lines 6a through 6d	<b>7</b>	2,170	
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>		
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<b>9</b>	207	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	<b>10</b>	0	
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2015 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	0	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
<b>1c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		X
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
<b>2</b> 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
<b>3</b> 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
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
<b>4b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?	N/A	
<b>5</b> 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
<b>6</b> 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	
<b>7</b> 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	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NE		
<b>b</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	
<b>9</b> 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
<b>10</b> 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 <b>►</b> N/A	13	X	
14	The books are in care of <b>►</b> WELLS FARGO BANK N A Telephone no. <b>►</b> 888-730-4933 Located at <b>►</b> 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 <b>►</b> 27101-3818			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <b>►</b> 15 N/A			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1) If "Yes," enter the name of the foreign country <b>►</b>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? ( <b>Exception.</b> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <b>►</b> 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here. <b>►</b> 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

<b>5a</b>	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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)?		<b>5b</b>	N/A
	Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/>		
<b>c</b>	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
<b>6a</b>	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>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		<b>6b</b>	X
<b>7a</b>	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		<b>7b</b>	N/A

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	Trustee 4 00	35,683		

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		▶

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1	NONE	
2		
3		
4		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1	NONE	
2		
All other program-related investments See instructions		
3	NONE	
Total. Add lines 1 through 3		▶ 0



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	2,506,041
<b>b</b>	Average of monthly cash balances	<b>1b</b>	34,355
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	2,540,396
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	2,540,396
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b>	38,106
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	2,502,290
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	125,115

**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 )

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	125,115
<b>2a</b>	Tax on investment income for 2014 from Part VI, line 5	<b>2a</b>	2,377
<b>b</b>	Income tax for 2014. (This does not include the tax from Part VI )	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	2,377
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	122,738
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	122,738
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	<b>7</b>	122,738

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	119,045
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	119,045
<b>5</b>	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)	<b>5</b>	
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	119,045

**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
<b>1</b> Distributable amount for 2014 from Part XI, line 7 . . . . .				122,738
<b>2</b> Undistributed income, if any, as of the end of 2014				
<b>a</b> Enter amount for 2013 only . . . . .			108,989	
<b>b</b> Total for prior years: 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2014.				
<b>a</b> From 2009 . . . . .				
<b>b</b> From 2010 . . . . .				
<b>c</b> From 2011 . . . . .				
<b>d</b> From 2012 . . . . .				
<b>e</b> From 2013 . . . . .				
<b>f</b> Total of lines 3a through e . . . . .	0			
<b>4</b> Qualifying distributions for 2014 from Part XII, line 4: ► \$ 119,045				
<b>a</b> Applied to 2013, but not more than line 2a . . . . .			108,989	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)				
<b>d</b> Applied to 2014 distributable amount . . . . .				10,056
<b>e</b> Remaining amount distributed out of corpus . . . . .				
<b>5</b> Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
<b>e</b> Undistributed income for 2013. Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015 . . . . .				112,682
<b>7</b> 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)				
<b>8</b> Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a . . . . .				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2010 . . . . .				
<b>b</b> Excess from 2011 . . . . .				
<b>c</b> Excess from 2012 . . . . .				
<b>d</b> Excess from 2013 . . . . .				
<b>e</b> Excess from 2014 . . . . .				



**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)				
<b>a</b> <i>Paid during the year</i> See Attached Statement				
<b>Total</b>			<b>3a</b>	109,000
<b>b</b> <i>Approved for future payment</i> NONE				
<b>Total</b>			<b>3b</b>	0

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	54,342	
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	93,355	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue: a					
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0		147,697	0
13	Total. Add line 12, columns (b), (d), and (e)				13	147,697

(See worksheet in line 13 instructions to verify calculations )

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

[illegible]

**Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

- |   |  |       |     |    |
|---|--|-------|-----|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?  |       | Yes | No |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of  |       |     |    |
|   | (1) Cash . . . . .   | 1a(1) |     | X  |
|   | (2) Other assets . . . . .   | 1a(2) |     | X  |
| b | Other transactions   |       |     |    |
|   | (1) Sales of assets to a noncharitable exempt organization . . . . .   | 1b(1) |     | X  |
|   | (2) Purchases of assets from a noncharitable exempt organization . . . . .   | 1b(2) |     | X  |
|   | (3) Rental of facilities, equipment, or other assets . . . . .   | 1b(3) |     | X  |
|   | (4) Reimbursement arrangements . . . . .   | 1b(4) |     | X  |
|   | (5) Loans or loan guarantees . . . . .   | 1b(5) |     | X  |
|   | (6) Performance of services or membership or fundraising solicitations . . . . .   | 1b(6) |     | X  |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .   | 1c    |     | X  |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. |       |     |    |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule

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

**Sign  
Here**

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

John N. Salente SVP Wells Fargo Bank N A  
Signature of officer or trustee

10/27/2015  
Date

**SVP Wells Fargo Bank N A**  
Title

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

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

JOSEPH J CASTRIANO

Preparer's signature

*[Signature]*

Date \_\_\_\_\_

10/27/2015

Check ☒ if self-employed

PTIN

P01251603

Firm's name ▶ PricewaterhouseCoopers, LLP

Firm's EIN ► 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Phone no	412-355-6000
----------	--------------

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

Recipient(s) paid during the year

Name

CUES

Street

6220 MAPLE STREET

City

OMAHA

State

NE

Zip Code

68108

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

OPEN DOOR MISSION

Street

2828 N 23RD ST EAST

City

OMAHA

State

NE

Zip Code

68110

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

COMPLETELY KIDS

Street

2566 ST MARYS AVE

City

OMAHA

State

NE

Zip Code

68105

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

NEBRASKA HUMANE SOCIETY

Street

8929 FORT ST

City

OMAHA

State

NE

Zip Code

68134

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10,000

Name

GESU HOUSING INC

Street

5008 DODGE ST

City

OMAHA

State

NE

Zip Code

68132

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

20,000

Name

RESPECT2

Street

820 S 75TH STREET

City

OMAHA

State

NE

Zip Code

68114

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

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

Recipient(s) paid during the year

**Name**

CHILDREN'S HOSPITAL &amp; MEDICAL CTR FN

**Street**

8401 W DODGE RD STE 160

**City**

OMAHA

**State**

NE

**Zip Code**

68114

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

5,000

**Name**

OMAHA STREET SCHOOL

**Street**

3223 N 45TH STREET

**City**

OMAHA

**State**

NE

**Zip Code**

68104

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

5,000

**Name**

HOPE CENTER FOR KIDS

**Street**

2200 NORTH 20TH STREET

**City**

OMAHA

**State**

NE

**Zip Code**

68110

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

8,000

**Name**

YOUTH EMERGENCY SERVICES

**Street**

2679 FARNAM ST

**City**

OMAHA

**State**

NE

**Zip Code**

68131

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

1,000

**Name**

SIENA FRANCIS HOUSE

**Street**

1702 NICHOLAS STREET

**City**

OMAHA

**State**

NE

**Zip Code**

68101

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

5,000

**Name**

SPECIAL OLYMPICS NEBRASKA EARMARK OMAHA TENNIS BUDDIES

**Street**

510 S 157TH CIRCLE

**City**

OMAHA

**State**

NE

**Zip Code**

68118

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

5,000



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

Recipient(s) paid during the year

Name

CASA FOR DOUGLAS COUNTY

Street

2412 St Marys Ave

City

OMAHA

State

NE

Zip Code

68105

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

FOOD BANK FOR THE HEARTLAND

Street

10525 J St

City

OMAHA

State

NE

Zip Code

68127

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

20,000

Name

CORNBELT DIABETES CONNECTION

Street

9905 S 173rd Circle

City

OMAHA

State

NE

Zip Code

68136

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

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

		Amount						Totals		Gross Sales		Cost Other Basis and Expenses		Net Gain or Loss	
		Long Term CG Distributions						Capital Gains/Losses		306,614		213,459		93,355	
		Short Term CG Distributions						Other assets		0		0		0	
		74,888													
#	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	ANHEUSER-BUSCH INBEV SP	03524A108			11/11/2011		3/2/2015	1,901	890				0	1,011
2	X	APPLE INC	037833100			11/11/2011		8/7/2014	2,370	1,372				0	998
3	X	APPLE INC	037833100			5/6/2015		7/8/2015	3,889	3,726				0	-37
4	X	BAXTER INTL INC	071813109			8/19/2013		8/19/2015	10,723	11,008				0	-285
5	X	BAXTER INTL INC	071813109			12/12/2013		8/19/2015	6,615	6,351				0	264
6	X	BERKSHIRE HATHAWAY INC	084670702			5/6/2009		4/22/2015	710	308				0	402
7	X	BERKSHIRE HATHAWAY INC	084670702			5/6/2009		5/6/2015	2,664	1,232				0	1,432
8	X	BHP BILLITON LIMITED - ADR	085608108			11/11/2011		11/24/2014	7,510	10,455				0	-2,945
9	X	BOEING CO	097023105			8/7/2014		7/8/2015	3,559	2,992				0	567
10	X	CME GROUP INC	125720105			6/30/2012		7/8/2015	2,848	1,637				0	1,211
11	X	CVS HEALTH CORPORATION	126650100			11/11/2011		7/8/2015	2,811	980				0	1,831
12	X	CELANESE CORP	150870103			11/24/2014		7/8/2015	2,712	2,444				0	268
13	X	CHEVRON CORP	166764100			4/19/1994		11/24/2014	14,330	2,774				0	11,556
14	X	CISCO SYSTEMS INC	17275R102			12/28/2009		4/22/2015	2,659	2,403				0	256
15	X	CITIGROUP INC	172967424			11/29/2011		7/8/2015	2,641	2,516				0	125
16	X	COMCAST CORP CLASS A	20030H101			11/11/2011		9/10/2014	1,991	790				0	1,201
17	X	CUMMINS INC	211021108			8/7/2014		4/22/2015	893	696				0	197
18	X	WALT DISNEY CO	254687106			10/27/1994		9/10/2014	4,480	659				0	3,821
19	X	WALT DISNEY CO	254687106			10/27/1994		4/22/2015	540	66				0	474
20	X	DODGE & COX INCOME FD	256210105			7/25/2014		7/7/2015	22,300	22,725				0	-425
21	X	GILEAD SCIENCES INC	375558103			12/9/2011		9/10/2014	8,178	1,661				0	6,517
22	X	GILEAD SCIENCES INC	375558103			12/9/2011		4/22/2015	3,133	586				0	2,547
23	X	GOLDMAN SACHS GROUP INC	38141G104			7/7/2011		8/7/2014	2,538	2,028				0	510
24	X	GOOGLE INC	38258P508			6/30/2012		5/27/2015	1,107	685				0	422
25	X	GOOGLE INC-CL C	38258P706			6/30/2012		5/8/2015	34	21				0	13
26	X	HSSBC - ADR	404280409			2/25/2013		4/22/2015	893	818				0	75
27	X	JPMORGAN CHASE & CO	46625H100			3/13/2000		5/8/2015	2,802	2,432				0	370
28	X	WALT DISNEY CO	254687106			10/27/1994		7/8/2015	2,855	330				0	2,525
29	X	JOHNSON CONTROLS INC	478368107			11/11/2011		4/22/2015	788	478				0	310
30	X	MCKESSON CORP	581550103			11/7/2012		7/8/2015	3,368	1,422				0	1,946
31	X	MICROSOFT CORP	594918104			8/7/2014		7/8/2015	2,651	2,599				0	52
32	X	MONSTER BEVERAGE CORP	611740101			11/15/2012		9/10/2014	2,286	1,113				0	1,173
33	X	MONSTER BEVERAGE CORP	611740101			11/15/2012		1/12/2015	14,262	5,564				0	8,698
34	X	NATIONAL OILWELL INC COM	637071101			7/3/2013		7/8/2015	4,375	6,262				0	-1,887
35	X	NATIONAL OILWELL INC COM	637071101			7/8/2013		7/8/2015	4,684	8,605				0	-3,921
36	X	NATIONAL OILWELL INC COM	637071101			6/10/2014		7/8/2015	654	1,569				0	-915
37	X	NATIONAL OILWELL INC COM	637071101			11/24/2014		7/8/2015	3,977	6,633				0	-2,656
38	X	NESTLE S A REGISTERED SH	641069406			9/13/2007		4/22/2015	383	224				0	159
39	X	PIMCO FOREIGN BOND (UNH	722005220			10/8/2010		7/7/2015	18,000	22,305				0	-4,305
40	X	T ROWE PRICE SHORT TERM	77957P105			1/22/2013		7/7/2015	22,000	22,418				0	-418
41	X	SCHLUMBERGER LTD	806857108			11/24/2014		7/8/2015	2,908	3,449				0	-541
42	X	TJX COMPANIES INC	872540109			6/29/2011		7/8/2015	2,702	1,032				0	1,670
43	X	TARGET CORP	87812E108			4/14/2000		12/22/2014	1,562	719				0	843
44	X	TARGET CORP	87812E108			8/21/2000		12/22/2014	8,992	2,418				0	6,574
45	X	TARGET CORP	87812E108			6/25/2014		7/8/2015	2,923	2,035				0	888
46	X	TEMPLETON GLOBAL BOND F	880208400			12/28/2007		7/7/2015	12,500	11,710				0	790
47	X	THORNBURG INTL VALUE FUI	885215566			9/26/2007		7/7/2015	560	676				0	-116
48	X	THORNBURG INTL VALUE FUI	885215566			12/26/2007		7/7/2015	192	216				0	-24
49	X	THORNBURG INTL VALUE FUI	885215566			11/19/2007		7/7/2015	4,246	4,705				0	-457
50	X	3M CO	88579Y101			4/19/1994		8/7/2014	14,048	2,350				0	11,698
51	X	US BANCORP	902973304			2/3/2011		3/2/2015	1,388	846				0	542
52	X	US BANCORP	902973304			7/7/2011		3/2/2015	1,522	872				0	650
53	X	US BANCORP	902973304			7/7/2011		5/27/2015	17,608	10,285				0	7,323
54	X	UNION PACIFIC CORP	907818108			8/27/2004		4/22/2015	556	71				0	485
55	X	UNION PACIFIC CORP	907818108			8/27/2004		7/8/2015	2,883	427				0	2,456
56	X	UNITED PARCEL SERVICE-CL	911312106			8/12/2011		4/22/2015	981	652				0	329
57	X	UNITEDHEALTH GROUP INC	91324P102			12/12/2013		3/2/2015	1,142	712				0	430
58	X	UNITEDHEALTH GROUP INC	91324P102			11/11/2011		3/2/2015	8,583	3,545				0	5,038
59	X	UNITEDHEALTH GROUP INC	91324P102			11/11/2011		4/22/2015	588	236				0	352
60	X	Powershare Sec 1256 Loss	000000000			1/1/2000		7/31/2015	0	4,470				0	-4,470
61	X	Powershare ST Loss	000000000			1/1/2015		7/31/2015	0	58				0	-58
62	X	Powershare LT Gain	000000000			1/1/2000		7/31/2015	64	0				0	64

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

		1,124	0	0	1,124
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,124			1,124

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

		3,605	945	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
<b>1</b>	FOREIGN TAXES PAID	945	945		
<b>2</b>	ESTIMATED EXCISE TAXES PAID	2,170			
<b>3</b>	PY EXCISE TAX DUE	490			

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

		175	175	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	39	39		
2	PARTNERSHIP FEES	136	136		

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

		524,589	539,220	0	859,012	
	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	AFFILIATED MANAGERS GROUP, INC COM	92		5,510		19,127
2	ANHEUSER-BUSCH INBEV SPN ADR	162		9,195		19,367
3	APACHE CORP	248		22,121		11,373
4	APPLE INC	459		26,227		55,677
5	BERKSHIRE HATHAWAY INC	203		12,502		28,976
6	BLACKROCK INC	42		13,207		14,125
7	BOEING CO	182		14,059		26,239
8	CME GROUP INC	222		11,973		21,321
9	CVS HEALTH CORPORATION	257		10,077		28,905
10	CELANESE CORP	305		14,797		20,106
11	CISCO SYSTEMS INC	839		15,374		23,844
12	CITIGROUP INC	385		19,274		22,507
13	COMCAST CORP CLASS A	434		9,791		27,086
14	CUMMINS INC	180		24,150		23,315
15	DIAGEO PLC - ADR	118		9,631		13,253
16	WALT DISNEY CO	272		3,587		32,640
17	E M C CORP MASS	604		15,246		16,242
18	GILEAD SCIENCES INC	134		2,618		15,793
19	GOLDMAN SACHS GROUP INC	72		8,461		14,765
20	GOOGLE INC	20		5,796		13,150
21	GOOGLE INC-CL C	22		6,440		13,763
22	HSBC - ADR	381		20,176		17,172
23	INTERNATIONAL BUSINESS MACHS CORP	62		12,724		10,043
24	JPMORGAN CHASE & CO	375		17,320		25,699
25	JOHNSON CONTROLS INC	352		11,125		16,037
26	LAS VEGAS SANDS CORP	280		17,621		15,691
27	MCKESSON CORP	100		9,483		22,057
28	MICROSOFT CORP	415		11,876		19,381
29	MONSANTO CO NEW	180		20,174		18,340
30	NESTLE S A REGISTERED SHARES - ADR	205		9,188		15,498
31	ORACLE CORPORATION	403		13,140		16,096
32	PNC FINANCIAL SERVICES GROUP	195		18,714		19,145
33	ROCHE HOLDINGS LTD - ADR	415		14,207		14,986
34	SCHLUMBERGER LTD	262		20,921		21,699
35	SUNCOR ENERGY INC NEW F	530		14,342		14,925
36	TJX COMPANIES INC	254		6,554		17,734
37	TARGET CORP	241		7,330		19,726
38	THERMO FISHER SCIENTIFIC INC	134		5,148		18,697
39	TOTAL S A - ADR	319		14,947		15,724
40	UNION PACIFIC CORP	237		3,370		23,129
41	UNITED PARCEL SERVICE-CL B	139		9,066		14,228
42	UNITEDHEALTH GROUP INC	231		10,919		28,043
43	EATON CORP PLC	221		10,839		13,388

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

		1,374,164	1,304,190	1,532,573	
	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1	DODGE & COX INCOME FD COM #147			251,275	246,575
2	FID ADV EMER MKTS INC- CL I #607			25,000	22,534
3	ISHARES SELECT DIVIDEND ETF			36,748	45,792
4	ISHARES MSCI EMERGING MARKETS			21,442	24,128
5	ISHARES MSCI EAFE ETF			53,116	55,063
6	ISHARES RUSSELL 2000 ETF			80,793	129,108
7	OPPENHEIMER DEVELOPING MKT-I #799			97,903	95,997
8	PIMCO FOREIGN BOND (UNHEDGED) #18			22,422	18,314
9	PIMCO EMERGING LOCAL BOND IS #332			29,710	20,911
10	POWERSHARES DB COMMODITY INDEX			24,581	10,225
11	BOSTON P LNG/SHRT RES-INS			123,008	138,425
12	RIDGEWORTH SEIX HY BD-I #5855			60,000	51,257
13	T ROWE PRICE SHORT TERM BD FD #55			92,584	91,472
14	T ROWE PRICE INST FLOAT RATE #170			15,000	14,781
15	SPDR DJ WILSHIRE INTERNATIONAL REA			9,412	9,727
16	SPDR S&P MIDCAP 400 ETF TRUST			122,535	211,955
17	TEMPLETON FRONTIER MARKET-AD #674			16,600	12,857
18	TEMPLETON GLOBAL BOND FD-ADV #616			13,290	14,071
19	THORNBURG INTL VALUE FUND-CL I #205			153,540	216,681
20	VANGUARD REIT VIPER			55,231	102,700

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

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

1	PARTNERSHIP INCOME ADJUSTMENT	1	4,594
2	COST BASIS ADJUSTMENT	2	5
3	Total	3	4,599

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

1	MUTUAL FUND TIMING DIFFERENCE	1	96
2	PY RETURN OF CAPITAL ADJUSTMENT	2	3,484
3	Total	3	3,580



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

Long Term CG Distributions		Amount		24,688		281,928		0		213,459		66,467		0		66,467	
Short Term CG Distributions		0		0		0		0		0		0		0		0	
Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses				
1 ANHEUSER-BUSCH INBEV SPN ADR	035241A108		11/11/2011	3/2/2015	1,901			890	1,011	0	0	0	1,011				
2 APPLE INC	037833100		11/11/2011	6/7/2014	2,370			1,372	998	0	0	0	998				
3 APPLE INC	037833100		5/6/2015	7/6/2015	3,609			3,729	37	0	0	0	37				
4 BAXTER INTL INC	071813106		8/19/2013	6/18/2015	10,723			11,006	285	0	0	0	285				
5 BAXTER INTL INC	071813106		12/12/2013	6/18/2015	6,815			6,351	464	0	0	0	464				
6 BERKSHIRE HATHAWAY INC	084670702		5/6/2009	4/23/2015	710			308	402	0	0	0	202				
7 BERKSHIRE HATHAWAY INC	084670702		5/6/2009	5/6/2015	2,894			1,232	1,632	0	0	0	294				
8 BHP BILLITON LIMITED ADR	089506106		11/11/2011	11/24/2014	7,510			10,455	2,945	0	0	0	2,945				
9 BOEING CO	097023105		8/7/2014	7/6/2015	3,559			2,992	567	0	0	0	567				
10 CME GROUP INC	125720103		6/30/2012	7/6/2015	2,943			1,631	1,211	0	0	0	1,211				
11 CVS HEALTH CORPORATION	126650100		11/11/2011	7/6/2015	2,611			980	1,631	0	0	0	1,631				
12 CELANESE CORP	150870103		11/24/2014	7/6/2015	2,712			2,444	268	0	0	0	268				
13 CHEVRON CORP	166764100		4/18/1994	11/24/2014	14,330			2,774	11,556	0	0	0	11,556				
14 CISCO SYSTEMS INC	17173R102		12/28/2009	4/23/2015	2,659			2,403	256	0	0	0	256				
15 CITIGROUP INC	172967424		5/25/2014	7/6/2015	2,041			2,518	123	0	0	0	123				
16 COMCAST CORP CLASS A	20030N101		11/11/2011	9/10/2014	1,091			790	1,201	0	0	0	1,201				
17 CUMMINS INC	231021106		8/7/2014	4/22/2015	883			696	13	0	0	0	13				
18 WALT DISNEY CO	254687106		10/27/1994	9/10/2014	4,460			639	3,821	0	0	0	3,821				
19 WALT DISNEY CO	254687106		10/27/1994	4/23/2015	640			86	474	0	0	0	474				
20 DODGE & COX INCOME FUND #147	256210105		7/25/2014	7/7/2015	22,300			22,725	-425	0	0	0	-425				
21 GILEAD SCIENCES INC	375558103		12/6/2011	9/10/2014	9,179			1,661	7,518	0	0	0	7,518				
22 GILEAD SCIENCES INC	375558103		12/6/2011	4/23/2015	3,133			588	2,547	0	0	0	2,547				
23 GOLDMAN SACHS GROUP INC	38141G104		7/7/2011	8/7/2014	2,338			2,028	310	0	0	0	310				
24 GOOGLE INC	36259P506		5/30/2012	5/7/2015	1,107			665	422	0	0	0	422				
25 GOOGLE INC-CL C	36259P706		8/30/2012	5/6/2015	34			21	13	0	0	0	13				
26 HSBC - ADR	404280406		2/25/2013	4/23/2015	883			818	-135	0	0	0	-135				
27 JPMORGAN CHASE & CO	46625H100		3/13/2000	5/6/2015	2,682			2,432	250	0	0	0	250				
28 WALT DISNEY CO	254687106		10/27/1994	7/6/2015	2,855			320	2,535	0	0	0	2,535				
29 JOHNSON CONTROLS INC	478366107		11/11/2011	4/23/2015	768			478	290	0	0	0	290				
30 MCKESSON CORP	58155Q103		11/7/2012	7/6/2015	3,368			1,422	1,946	0	0	0	1,946				
31 MICROSOFT CORP	594918104		8/7/2014	7/6/2015	2,651			2,369	282	0	0	0	282				
32 MONSTER BEVERAGE CORP	611740101		11/15/2012	9/10/2014	2,186			1,113	1,173	0	0	0	1,173				
33 MONSTER BEVERAGE CORP	611740101		11/15/2012	11/20/2015	14,282			5,564	8,718	0	0	0	8,718				
34 NATIONAL OILWELL INC COM	637071101		7/3/2013	7/6/2015	4,375			6,262	1,887	0	0	0	1,887				
35 NATIONAL OILWELL INC COM	637071101		7/5/2013	7/6/2015	4,884			6,805	2,121	0	0	0	2,121				
36 NATIONAL OILWELL INC COM	637071101		5/10/2014	7/6/2015	884			569	315	0	0	0	315				
37 NATIONAL OILWELL INC COM	637071101		11/24/2014	7/6/2015	3,977			6,633	2,656	0	0	0	2,656				
38 NESTLE S.A. REGISTERED SHARES A	641069406		9/13/2007	4/23/2015	383			224	159	0	0	0	159				
39 PIMCO FOREIGN BOND (UNHEDGED) #	722005220		10/8/2010	7/7/2015	18,000			22,305	-4,305	0	0	0	-4,305				
40 TROWER PRICE SHORT TERM BD FUND #3	77657P105		1/22/2013	7/7/2015	22,000			22,416	-416	0	0	0	-416				
41 SCHLUMBERGER LTD	806851108		11/24/2014	7/6/2015	3,008			3,449	-441	0	0	0	-441				
42 TJX COMPANIES INC	872540106		5/29/2011	7/6/2015	2,702			1,032	1,670	0	0	0	1,670				
43 TARGET CORP	87612E106		4/14/2000	12/22/2014	1,562			719	843	0	0	0	843				
44 TARGET CORP	87612E106		8/21/2000	12/22/2014	6,992			2,418	4,574	0	0	0	4,574				
45 TARGET CORP	87612E106		5/25/2014	7/6/2015	2,923			2,035	888	0	0	0	888				
46 TEMPLETON GLOBAL BOND FUND-ADV #	880208000		12/28/2007	7/7/2015	12,500			11,710	790	0	0	0	790				
47 THORNBURG INTL VALUE FUND-CL 1#2	885215566		8/26/2007	7/7/2015	550			676	118	0	0	0	118				
48 THORNBURG INTL VALUE FUND-CL 1#2	885215566		12/28/2007	7/7/2015	192			216	24	0	0	0	24				
49 THORNBURG INTL VALUE FUND-CL 1#2	885215566		11/18/2007	7/7/2015	4,248			4,705	-457	0	0	0	-457				
50 JACOBUS	88578Y101		4/18/1994	8/7/2014	14,043			2,350	11,693	0	0	0	11,693				
51 US BANCORP	902973304		2/3/2011	3/2/2015	1,388			846	542	0	0	0	542				
52 US BANCORP	902973304		7/7/2011	3/2/2015	1,522			872	650	0	0	0	650				
53 US BANCORP	902973304		7/7/2011	5/7/2015	17,609			10,285	7,324	0	0	0	7,324				
54 UNION PACIFIC CORP	907818108		8/7/2004	4/23/2015	556			71	485	0	0	0	485				
55 UNION PACIFIC CORP	907818108		8/27/2004	7/6/2015	2,883			427	2,456	0	0	0	2,456				
56 UNITED PARCEL SERVICE CL B	911312106		5/12/2011	4/23/2015	981			652	329	0	0	0	329				
57 UNITEDHEALTH GROUP INC	91324P102		12/12/2013	3/2/2015	1,142			712	430	0	0	0	430				
58 UNITEDHEALTH GROUP INC	91324P102		11/11/2011	3/2/2015	5,565			3,345	5,018	0	0	0	5,018				
59 UNITEDHEALTH GROUP INC	91324P102		11/11/2011	4/23/2015	568			236	332	0	0	0	332				
60 Powershare Sac 1256 Loss	000000000		1/1/2000	7/31/2015	0			4,470	-4,470	0	0	0	-4,470				
61 Powershare ST Loss	000000000		1/1/2015	7/31/2015	0			58	-58	0	0	0	-58				
62 Powershare LT Gain	000000000		1/1/2000	7/31/2015	64			0	64	0	0	0	64				

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

35 683											0	0
	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N A Trust Tax D	X	1 W 4th St 4th Floor MAC D4000 041	Winston Salem	NC	27101 3818		TRUSTEE	4 00	35 683		

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date		Amount
1 Credit from prior year return . . . . .		1	
2 First quarter estimated tax payment . . . . .	12/9/2014	2	543
3 Second quarter estimated tax payment . . . . .	1/20/2015	3	542
4 Third quarter estimated tax payment . . . . .	5/4/2015	4	543
5 Fourth quarter estimated tax payment . . . . .	8/3/2015	5	542
6 Other payments . . . . .		6	
7 Total . . . . .		7	2,170