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Form **990-PF**

**Return of Private Foundation**

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

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

Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

OMB No 1545-0052

**2014**

Open to Public Inspection

For calendar year 2014 or tax year beginning **SEP 1, 2014**, and ending **AUG 31, 2015**

Name of foundation  
**EVERETT W. & MARION E. MITCHELL FOUNDATION**

Number and street (or P O box number if mail is not delivered to street address)  
**C/O NIXON PEABODY LLP, 100 SUMMER ST.**

City or town, state or province, country, and ZIP or foreign postal code  
**BOSTON, MA 02110**

A Employer identification number  
**20-7088204**

B Telephone number  
**617-345-1000**

C If exemption application is pending, check here

D 1 Foreign organizations, check here   
2 Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

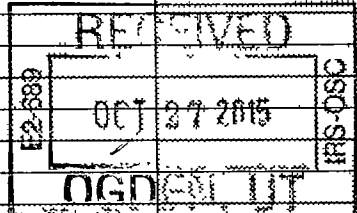
G Check all that apply:  Initial return,  Final return,  Address change,  Initial return of a former public charity,  Amended return,  Name change

H Check type of organization:  Section 501(c)(3) exempt private foundation,  Section 4947(a)(1) nonexempt charitable trust,  Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 7,763,139.** (Part I, column (d) must be on cash basis.)

J Accounting method:  Cash,  Accrual,  Other (specify)

Part I Analysis of Revenue and Expenses	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received	12.		N/A	
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	204,574.	204,574.		STATEMENT 1
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	1,647,543.			
7 Capital gain net income (from Part IV, line 2)		260,777.		
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)				
11 Other income	10,567.	0.		STATEMENT 2
12 Total Add lines 1 through 11	475,930.	465,351.		
13 Compensation of officers, directors, trustees, etc	69,852.	34,926.		34,926.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees	STMT 3 3,200.	0.		3,200.
c Other professional fees				
17 Interest				
18 Taxes	STMT 4 7,106.	992.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses	STMT 5 70.	0.		70.
24 Total operating and administrative expenses Add lines 13 through 23	80,228.	35,918.		38,196.
25 Contributions, gifts, grants paid	407,539.			407,539.
26 Total expenses and disbursements Add lines 24 and 25	487,767.	35,918.		445,735.
27 Subtract line 26 from line 12	-11,837.			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		429,433.		
c Adjusted net income (if negative, enter -0-)			N/A	



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SCANNED OCT 29 2015

SCANNED FEB 18 2016

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		201.	200.	200.
	2	Savings and temporary cash investments		91,873.	65,119.	65,119.
	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				
	7	Other notes and loans receivable ▶				
		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 STMT 6		781,865.	837,615.	854,853.
	b	Investments - corporate stock STMT 7		4,378,511.	4,410,814.	5,669,607.
	c	Investments - corporate bonds STMT 8		1,236,843.	1,163,708.	1,173,360.
	11	Investments - land, buildings and equipment basis ▶				
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I)		6,489,293.	6,477,456.	7,763,139.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	<b>Total liabilities</b> (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	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, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31					
	27	Capital stock, trust principal, or current funds		6,706,372.	6,706,372.	
28	Paid-in or capital surplus, or land, bldg, and equipment fund		0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds		-217,079.	-228,916.		
30	<b>Total net assets or fund balances</b>		6,489,293.	6,477,456.		
31	<b>Total liabilities and net assets/fund balances</b>		6,489,293.	6,477,456.		

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	6,489,293.
2	Enter amount from Part I, line 27a	2	-11,837.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	6,477,456.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30	6	6,477,456.

**Part IV Capital Gains and Losses for Tax on Investment Income**

1a	(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	SEE ATTACHED STATEMENTS			
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				
b				
c				
d				
e	1,647,543.		1,386,766.	260,777.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
a			
b			
c			
d			
e			260,777.

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	260,777.
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) If (loss), enter -0- in Part I, line 8		3	N/A

**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	362,996.	8,056,403.	.045057
2012	343,927.	7,512,848.	.045779
2011	318,803.	7,093,695.	.044942
2010	359,854.	7,163,756.	.050233
2009	351,185.	6,339,485.	.055396

2	Total of line 1, column (d)	2	.241407
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	.048281
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	8,200,144.
5	Multiply line 4 by line 3	5	395,911.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,294.
7	Add lines 5 and 6	7	400,205.
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	445,735.

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**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)		
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	1	4,294.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	4,294.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	4,294.
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	5,400.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	5,400.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	1,106.
11	Enter the amount of line 10 to be <b>Credited to 2015 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input checked="" type="checkbox"/>	11	0.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
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		
1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2		X
If "Yes," attach a detailed description of the activities		
3		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		
4a		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		
5		X
If "Yes," attach the statement required by General Instruction T		
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?		
6	X	
7	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV		
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> _____ MA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation		
8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		
9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		
10		X

N/A

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**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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X		
14	The books are in care of ▶ RONALD GARMEY Telephone no ▶ 617-345-1000 Located at ▶ NIXON PEABODY LLP, 100 SUMMER ST, BOSTON, MA ZIP+4 ▶ 02110			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year		15	N/A
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22 1) If "Yes," enter the name of the foreign country ▶		16	Yes No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <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? (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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <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	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
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.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	X



**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

**3** Five highest-paid independent contractors for professional services. 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 ▶ 0

**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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	

Total. Add lines 1 through 3 ▶ 0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	8,324,819.
b	Average of monthly cash balances	1b	200.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	8,325,019.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	8,325,019.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	124,875.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,200,144.
6	Minimum investment return. Enter 5% of line 5	6	410,007.

**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	410,007.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	4,294.
b	Income tax for 2014 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	4,294.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	405,713.
4	Recoveries of amounts treated as qualifying distributions	4	10,567.
5	Add lines 3 and 4	5	416,280.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	416,280.

**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	445,735.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	445,735.
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	5	4,294.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	441,441.

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.

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FOUNDATION

**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				416,280.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			94,025.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2014				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 445,735.				
a Applied to 2013, but not more than line 2a			94,025.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				351,710.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (e))	0.			0.
6 Enter the net total of each column as indicated below.				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				64,570.
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)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling ▶  
 b Check box to indicate whether the foundation is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

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

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

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

NONE

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

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**  
 Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed  
 RONALD GARMEY, (617) 345-1000

NIXON PEABODY LLP, 100 SUMMER ST, BOSTON, MA 02110

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

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors  
 ONLY STUDENTS RESIDING IN THE TOWN OF MIDDLETON, MA. MADE ON THE BASIS OF CITIZENSHIP, ACADEMIC PROFICIENCY AND FINANCIAL NEED.

EVERETT W. & MARION E. MITCHELL  
FOUNDATION

Form 990-PF (2014)

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**Part XV** Supplementary Information (continued)

**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
COLGATE UNIVERSITY - SCHOLARSHIP FOR DYLAN M GIUSTRA	NONE	N/A	SCHOLARSHIP	10,000.
CURRY COLLEGE - SCHOLARSHIP FOR TAYLOR R EVANS	NONE	N/A	SCHOLARSHIP	12,497.
FASHION INST OF DESIGN AND MERCHANDISING - SCHOLARSHIP FOR STEPHANIE FORD	NONE	N/A	SCHOLARSHIP	20,000.
GEORGE WASHINGTON UNIVERSITY - SCHOLARSHIP FOR SAMANTHA G LAFRANCE	NONE	N/A	SCHOLARSHIP	10,000.
NORTH SHORE COMMUNITY COLLEGE - SCHOLARSHIP FOR HANNA D MARSHALL	NONE	N/A	SCHOLARSHIP	6,716.
<b>Total</b>			▶ <b>3a</b>	<b>407,539.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				
				▶ <b>3b</b> <b>0.</b>





**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 CLASS ACTION PROCEEDS FROM CITI GROUP		02/23/07	10/15/14
b 0.3330 SHS CDK GLOBAL INC		09/19/07	10/22/14
c 45000 SHS US TREAS NTS DTD 12/31/09		05/05/10	12/31/14
d 325 SHS MEDTRONIC INC		11/13/06	01/26/15
e 25 SHS MEDTRONIC INC		02/26/07	01/26/15
f 250 SHS MEDTRONIC INC		05/16/08	01/26/15
g 400 SHS MEDTRONIC INC		10/22/10	01/26/15
h 75 SHS CDK INC		11/13/06	02/13/15
i 75 SHS CDK INC		02/26/07	02/13/15
j 74.6670 SHS CDK INC		09/19/07	02/13/15
k 108.3330 SHS CDK INC		04/10/08	02/13/15
l 75 SHS CVS HEALTH CORP		02/26/07	02/13/15
m 325 SHS CVS HEALTH CORP		09/19/07	02/13/15
n 100 SHS CVS HEALTH CORP		01/18/08	02/13/15
o 325 SHS EXPEDITORS INTL INC		12/06/06	02/13/15

(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 6.			6.
b 8.		6.	2.
c 45,000.		45,491.	-491.
d 24,413.		15,932.	8,481.
e 1,878.		1,274.	604.
f 18,779.		11,820.	6,959.
g 30,047.		14,340.	15,707.
h 3,517.		1,226.	2,291.
i 3,517.		1,288.	2,229.
j 3,501.		1,284.	2,217.
k 5,079.		1,736.	3,343.
l 7,676.		2,431.	5,245.
m 33,263.		12,418.	20,845.
n 10,235.		3,721.	6,514.
o 14,805.		14,556.	249.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			6.
b			2.
c			-491.
d			8,481.
e			604.
f			6,959.
g			15,707.
h			2,291.
i			2,229.
j			2,217.
k			3,343.
l			5,245.
m			20,845.
n			6,514.
o			249.

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 }

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)  
If (loss), enter "-0-" in Part I, line 8

2

3

**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 650 SHS EXPEDITORS INTL INC		03/26/07	02/13/15
b 25 SHS EXPEDITORS INTL INC		09/19/07	02/13/15
c 350 SHS EXPEDITORS INTL INC		08/06/08	02/13/15
d 14947.6950 SHS FIDELITY CONSERVATIVE INCOME BD IN		03/06/13	02/13/15
e 4.9600 SHS FIDELITY CONSERVATIVE INCOME BD INST		10/23/13	02/13/15
f 2.4800 SHS FIDELITY CONSERVATIVE INCOME BD INST		10/23/13	02/13/15
g 1600 SHS ISHARES MSCI AUSTRALIA INDEX ETF		04/21/11	02/13/15
h 1325 SHS ISHARES MSCI CANADA ETF		04/21/11	02/13/15
i 4300 SHS ISHARES MSCI EAFE VALUE FD		05/05/10	02/13/15
j 600 SHS LABORATORY CORP OF AMERICA		08/19/09	02/13/15
k 200 SHS MERCK & CO		10/22/10	02/13/15
l 200 SHS NOVARTIS AG SPONS ADR		03/26/07	02/13/15
m 10 SHS PEPSICO INC		09/19/07	02/13/15
n 290 SHS PEPSICO INC		04/10/08	02/13/15
o 100 SHS PROCTER & GAMBLE CO		09/19/07	02/13/15

(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 29,609.		27,579.	2,030.
b 1,139.		1,130.	9.
c 15,943.		12,236.	3,707.
d 149,925.		150,075.	-150.
e 50.		50.	0.
f 25.		25.	0.
g 37,055.		44,924.	-7,869.
h 37,126.		44,954.	-7,828.
i 229,487.		202,067.	27,420.
j 69,960.		41,351.	28,609.
k 11,752.		7,416.	4,336.
l 20,401.		11,470.	8,931.
m 990.		710.	280.
n 28,715.		20,909.	7,806.
o 8,573.		6,870.	1,703.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			2,030.
b			9.
c			3,707.
d			-150.
e			0.
f			0.
g			-7,869.
h			-7,828.
i			27,420.
j			28,609.
k			4,336.
l			8,931.
m			280.
n			7,806.
o			1,703.

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
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) If (loss), enter "-0-" in Part I, line 8 }	3

**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 200 SHS PROCTER & GAMBLE CO		04/10/08	02/13/15
b 1600 SHS SYSCO CORP		08/19/09	02/13/15
c 350 SHS SYSCO CORP		02/04/10	02/13/15
d 350 SHS SYSCO CORP		10/22/10	02/13/15
e 3748.1260 SHS TEMPLETON GLOBAL BOND FD		08/20/10	02/13/15
f 1473.8400 SHS TEMPLETON GLOBAL BOND FD		11/18/10	02/13/15
g 1840.9420 SHS TEMPLETON GLOBAL BOND FD		03/04/11	02/13/15
h 2517.9870 SHS TEMPLETON GLOBAL BOND FD		05/04/11	02/13/15
i 383.4360 SHS TEMPLETON GLOBAL BOND FD		11/02/11	02/13/15
j 1.2830 SHS TEMPLETON GLOBAL BOND FD		12/27/12	02/13/15
k 128.2540 SHS TEMPLETON GLOBAL BOND FD		12/27/12	02/13/15
l 2.4070 SHS TEMPLETON GLOBAL BOND FD		12/18/13	02/13/15
m 23.0020 SHS TEMPLETON GLOBAL BOND FD		12/16/14	02/13/15
n 16520.1760 SHS VANGUARD DEVELOPED MKTS INDEX FUND		05/19/08	02/13/15
o 50000 SHS JPMORGAN CHASE & CO DTD 4/24/03 5.25%		12/21/06	05/01/15

(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 17,145.		14,154.	2,991.
b 63,039.		39,168.	23,871.
c 13,790.		9,681.	4,109.
d 13,789.		10,412.	3,377.
e 46,626.		50,000.	-3,374.
f 18,334.		20,000.	-1,666.
g 22,901.		25,000.	-2,099.
h 31,324.		35,000.	-3,676.
i 4,770.		5,000.	-230.
j 16.		17.	-1.
k 1,595.		1,693.	-98.
l 30.		31.	-1.
m 286.		283.	3.
n 162,889.		200,000.	-37,111.
o 50,000.		49,839.	161.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			2,991.
b			23,871.
c			4,109.
d			3,377.
e			-3,374.
f			-1,666.
g			-2,099.
h			-3,676.
i			-230.
j			-1.
k			-98.
l			-1.
m			3.
n			-37,111.
o			161.

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	
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) If (loss), enter "-0-" in Part I, line 8 }	3	

**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.)
a 100000 SHS UNITED STATES TREAS NTS DTD 4/30/10 2.		05/05/10	04/30/15
b 150 SHS APPLE INC		01/30/08	05/07/15
c 900 SHS CENOVUS ENERGY		VARIOUS	05/07/15
d 100 SHS EMC CORP		VARIOUS	05/07/15
e 450 SHS STATE STREET CORP		VARIOUS	05/07/15
f 0.2334 SHS GOOGLE INC		06/04/10	06/04/15
g 1700 SHS EMC CORP		VARIOUS	08/05/15
h 250 SHS GENERAL ELECTRIC		09/19/07	08/05/15
i 450 SHS ORACLE SYS CORP		09/19/07	08/05/15
j 250 SHS STATE STREET CORP		11/13/06	08/05/15
k CAPITAL GAINS DIVIDENDS			
l			
m			
n			
o			

(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 100,000.		100,379.	-379.
b 18,859.		2,858.	16,001.
c 15,347.		19,581.	-4,234.
d 26,049.		15,034.	11,015.
e 35,185.		30,656.	4,529.
f 130.		58.	72.
g 45,304.		22,853.	22,451.
h 6,522.		10,460.	-3,938.
i 17,847.		9,396.	8,451.
j 19,510.		15,924.	3,586.
k 73,782.			73,782.
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(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	
a			-379.
b			16,001.
c			-4,234.
d			11,015.
e			4,529.
f			72.
g			22,451.
h			-3,938.
i			8,451.
j			3,586.
k			73,782.
l			
m			
n			
o			

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	260,777.
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) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

**Part XV Supplementary Information**

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ROCHESTER INSTITUTE OF TECHNOLOGY - SCHOLARSHIP FOR ROMAN S ZEPEDA	NONE	N/A	SCHOLARSHIP	4,787.
SALVE REGINA UNIVERSITY - SCHOLARSHIP FOR COURTNEY A BOUCHARD	NONE	N/A	SCHOLARSHIP	10,000.
SALEM STATE UNIVERSITY - SCHOLARSHIP FOR WILLIAM TWISS	NONE	N/A	SCHOLARSHIP	6,501.
SALEM STATE UNIVERSITY - SCHOLARSHIP FOR ELIZABETH ANNE PERRY	NONE	N/A	SCHOLARSHIP	9,661.
SIMMONS COLLEGE - SCHOLARSHIP FOR JULIA G TOROPOV	NONE	N/A	SCHOLARSHIP	10,000.
SIMMONS COLLEGE - SCHOLARSHIP FOR JESSICA A TIN	NONE	N/A	SCHOLARSHIP	20,000.
UNIVERSITY OF CONNECTICUT - SCHOLARSHIP FOR ERICA D MAGRATH	NONE	N/A	SCHOLARSHIP	10,000.
UNIVERSITY OF MASSACHUSETTS AMHERST - SCHOLARSHIP FOR KATHERINE R NASH	NONE	N/A	SCHOLARSHIP	5,932.
UNIVERSITY OF RHODE ISLAND - SCHOLARSHIP FOR MIKAYLA D REID	NONE	N/A	SCHOLARSHIP	4,636.
BOSTON UNIVERSITY - SCHOLARSHIP FOR BIANCA M DEVIRGILIO	NONE	N/A	SCHOLARSHIP	10,000.
<b>Total from continuation sheets</b>				<b>348,326.</b>

**Part XV** Supplementary Information

**3** Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NEW YORK UNIVERSITY - SCHOLARSHIP FOR SAMANTHA J VANTINE	NONE	N/A	SCHOLARSHIP	10,000.
UNIVERSITY OF THE ARTS - SCHOLARSHIP FOR NICOLLE BRUYETTE	NONE	N/A	SCHOLARSHIP	10,000.
BOSTON UNIVERSITY - SCHOLARSHIP FOR ARIN YEJIN KIM	NONE	N/A	SCHOLARSHIP	10,000.
ELON UNIVERSITY - SCHOLARSHIP FOR KYLIE J DONAHUE	NONE	N/A	SCHOLARSHIP	10,000.
FASHION INST OF TECH - SCHOLARSHIP FOR MACKENZIE GLEASON	NONE	N/A	SCHOLARSHIP	5,000.
GEORGIA INSTITUTE OF TECH - SCHOLARSHIP FOR JANE ERICKSON	NONE	N/A	SCHOLARSHIP	10,000.
GEORGE WASHINGTON UNIVERSITY - SCHOLARSHIP FOR ALEXANDER MURAWSKI	NONE	N/A	SCHOLARSHIP	8,130.
GORDON COLLEGE - SCHOLARSHIP FOR MOLLY LIN SHUXIAN GRAY	NONE	N/A	SCHOLARSHIP	10,000.
MASS COLLEGE OF ART AND DESIGN - SCHOLARSHIP FOR KIMBERLY A BLUNDELL	NONE	N/A	SCHOLARSHIP	10,000.
MCPHS UNIVERSITY - SCHOLARSHIP FOR DANIELLE CATALDO	NONE	N/A	SCHOLARSHIP	10,000.
<b>Total from continuation sheets</b>				



FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CORPORATE INTEREST DIVIDENDS	6,804.	0.	6,804.	6,804.	
US GOVERNMENT INTEREST	247,095.	73,782.	173,313.	173,313.	
	24,457.	0.	24,457.	24,457.	
TO PART I, LINE 4	278,356.	73,782.	204,574.	204,574.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
REFUND OF SCHOLARSHIP FOR WILLIAM TWISS	10,000.	0.	
REFUND OF SCHOLARSHIP FOR HANNAH MARSHALL	567.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	10,567.	0.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEE	3,200.	0.		3,200.
TO FORM 990-PF, PG 1, LN 16B	3,200.	0.		3,200.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	992.	992.		0.
FEDERAL EXCISE TAX CURRENT YR ESTIMATE	5,400.	0.		0.
FEDERAL EXCISE TAX PREVIOUS YR BAL DUE	714.	0.		0.
TO FORM 990-PF, PG 1, LN 18	7,106.	992.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PC FILING FEE	70.	0.		70.
TO FORM 990-PF, PG 1, LN 23	70.	0.		70.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 6

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US GOVERNMENT BONDS	X		837,615.	854,853.
TOTAL U.S. GOVERNMENT OBLIGATIONS			837,615.	854,853.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			837,615.	854,853.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
COMMON STOCK/MUTUAL FUNDS	4,410,814.	5,669,607.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,410,814.	5,669,607.	

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
CORPORATE BONDS	1,163,708.	1,173,360.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,163,708.	1,173,360.	

**Everett W. & Marion E. Mitchell Foundation**  
**EIN: 20-7088204**

**990-PF: Page 6, Part VIII**

Trustee Compensation

\*Ronald Garmey  
Nixon Peabody LLP  
100 Summer Street  
Boston, MA 02110

As required by his employment agreement, Ronald Garmey's trustee compensation is paid to the law firm of Nixon Peabody LLP and reported on its tax return.

The foundation paid \$69,852 in trustee fees to Ronald Garmey for the fiscal year ended 08/31/2015

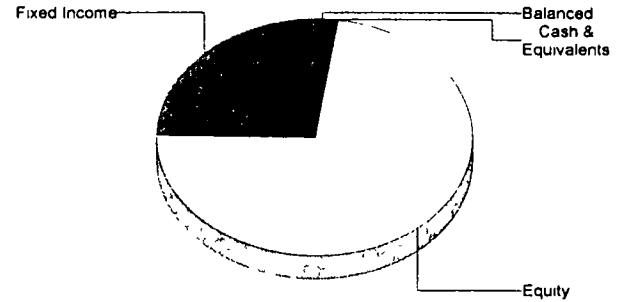


EVERETT W AND MARION E MITCHELL  
FOUNDATION RONALD GARMEY TRUSTEE

Account: 33442900  
Report Period: From 8/31/2015 To 8/31/2015  
Your Contact: RONALD GARMEY  
(617) 345-6113  
Administrator: Gail L Simonds

Portfolio Summary

	Market Value as of 8/31/15	% of Total	Estimated Income
Cash Equivalents	65,318 91	0 84	9 70
Fixed Income	1,910,606 84	24.61	51,122 76
Equity	5,669,607 75	73 03	134,557 06
Balanced	117,605.54	1 51	3,031.35
<b>Total Assets</b>	<b>7,763,139 04</b>	<b>100.00</b>	<b>188,720 87</b>
<b>Total Assets</b>	<b>7,763,139.04</b>	<b>100.00</b>	<b>188,720.87</b>



Asset Detail Summary

	Cost Basis	% Cost	Market Value	% Mkt	Unrealized Gain/Loss	Estimated Annual Income	Yield At Mkt
<b>CASH &amp; EQUIVALENTS</b>							
MONEY MARKET FUNDS	65,118 91	1 01	65,118 91	0 84	0 00	10 00	0 0
<b>TOTAL CASH &amp; EQUIVALENTS</b>	<b>65,118 91</b>	<b>1 01</b>	<b>65,118 91</b>	<b>0 84</b>	<b>0 00</b>	<b>10 00</b>	<b>0 0</b>
<b>FIXED INCOME</b>							
CORPORATE BOND MUTUAL FUNDS	536,431 56	8 28	540,229 44	6 96	3,797 88	13,949 00	2 6
CORPORATE BONDS	100,971 32	1 56	104,086 00	1 34	3,114.68	4,300 00	4 1
FIXED INCOME MUTUAL FUND	416,715 20	6 43	411,438 60	5 30	(5,276 60)	7,152 00	1 7
U S TREASURY NOTES & BONDS	837,614 54	12 93	854,852 80	11 01	17,238 26	25,722 00	3 0
<b>TOTAL FIXED INCOME</b>	<b>1,891,732 62</b>	<b>29 21</b>	<b>1,910,606 84</b>	<b>24 61</b>	<b>18,874 22</b>	<b>51,123 00</b>	<b>2 7</b>
<b>BALANCED</b>							
BALANCED MUTUAL FUNDS	109,589 70	1 69	117,605 54	1 51	8,015 84	3,030 00	2 6
<b>TOTAL BALANCED</b>	<b>109,589 70</b>	<b>1 69</b>	<b>117,605 54</b>	<b>1 51</b>	<b>8,015 84</b>	<b>3,030 00</b>	<b>2 6</b>
<b>EQUITY</b>							
COMMON STOCK	2,026,400 63	31 28	3,193,205 70	41 13	1,166,805 07	77,832 00	2 4
EMERGING MARKETS - ETF	189,703 61	2 93	191,026 40	2 46	1,322 79	6,095 00	3 2
EMERGING MARKETS MUTUAL FUNDS	153,831 05	2 37	118,872 02	1 53	(34,959 03)	3,079 00	2 6
EQUITY FUNDS - ETF	125,929 54	1 94	165,340 80	2 13	39,411 26	5,134 00	3 1
EQUITY MUTUAL FUNDS	105,585 29	1 63	110,441 31	1 42	4,856 02	4,341 00	3 9
FOREIGN STOCK	47,143 00	0 73	87,498 00	1 13	40,355 00	2,032 00	2 3
INTERNATIONAL EQUITY - ETF	434,044 00	6 70	407,796 00	5 25	(26,248 00)	11,536 00	2 8
INTERNATIONAL EQUITY MUTUAL FUNDS	640,463 96	9 89	681,158 70	8 77	40,694 74	9,950 00	1 5
MID CAP MUTUAL FUNDS	429,214 93	6 63	406,994 69	5 24	(22,220 24)	8,244 00	2 0

Account 33442900  
 Report Period From 8/31/2015 To 8/31/2015

**Asset Detail Summary(Cont'd)**

	Cost Basis	% Cost	Market Value	% Mkt	Unrealized Gain/Loss	Estimated Annual Income	Yield At Mkt
PREFERRED STOCK	28,464 52	0 44	30,955 75	0 40	2,491 23	1,761 00	5 7
PREFERRED STOCK - ETF	52,104 00	0 80	50,752 00	0 65	(1,352 00)	2,893 00	5 7
SMALL CAP FUNDS - ETF	58,254 00	0 90	77,581 00	1 00	19,327 00	1,003 00	1 3
SMALL CAP MUTUAL FUNDS	119,675 62	1 85	147,985 38	1 91	28,309 76	660 00	0 4
<b>TOTAL EQUITY</b>	<b>4,410,814 15</b>	<b>68 10</b>	<b>5,669,607 75</b>	<b>73 03</b>	<b>1,258,793 60</b>	<b>134,560 00</b>	<b>2 4</b>
<b>Cash</b>							
Principal Cash			100 00				
Income Cash			100 00				
<b>Total Cash</b>			<b>200 00</b>	<b>0 00</b>			

**Gains and Losses Summary**

	Year To Date
Long Term	190,122 21
Short Term	1,128 24
<b>Total Realized Gain/Loss on Cost</b>	<b>191,250.45</b>

Account 33442900  
Report Period From 8/31/2015 To 8/31/2015

**Asset Statement**

Units	Description	Cost Basis	Unit Price	Market Value	% Acct	Unrealized Gain/Loss	Estimated Annual Income	Yield At Mkt
<b><u>CASH &amp; EQUIVALENTS</u></b>								
Money Markets								
62,366 51	MONEY MKT OBLIGS TR GOVT OBLIGS TAX-MGD FD INSTL SHS - PRINCIPAL	62,366 51	1 00	62,366 51	0 80	0 00	9 29	0 01
2,752 40	MONEY MKT OBLIGS TR GOVT OBLIGS TAX-MGD FD INSTL SHS - INCOME	2,752 40	1 00	2,752 40	0 04	0 00	0 41	0 01
<b>TOTAL Money Markets</b>		<b>65,118.91</b>		<b>65,118.91</b>	<b>0.84</b>	<b>0.00</b>	<b>9.70</b>	<b>0.01</b>
Cash								
	Principal Cash	100 00		100 00				
	Income Cash	100 00		100 00				
	Total Cash	<u>200 00</u>		<u>200 00</u>	0 00			
<b>TOTAL CASH &amp; EQUIVALENTS</b>		<b>65,318.91</b>		<b>65,318.91</b>	<b>0.84</b>	<b>0.00</b>	<b>9.70</b>	<b>0.01</b>
<b><u>FIXED INCOME</u></b>								
Corporate Obligations								
100,000	HEWLETT PACKARD CO DTD 05/31/11 4 30% 06/01/21 GLOBAL NT	100,971 32	104 09	104,086 00	1 34	3,114 68	4,300 00	4 13
<b>TOTAL Corporate Obligations</b>		<b>100,971.32</b>		<b>104,086.00</b>	<b>1.34</b>	<b>3,114.68</b>	<b>4,300.00</b>	<b>4.13</b>
Mutual Funds								
11,451 986	FIDELITY CONSERVATIVE INCOME BD FD INST	114,977 94	10 02	114,748 90	1 48	(229 04)	593 67	0 52
7,946 055	LOOMIS SAYLES BOND FUND INSTITUTIONAL CLASS	115,616 68	13 88	110,291 23	1 42	(5,325 45)	3,127 57	2 84
28,680 699	VANGUARD SHORT TERM BOND INDEX ADM	301,098 52	10 50	301,147 37	3 88	48 85	4,026 78	1 34
20,785 479	VANGUARD HIGH YIELD CORP BD FD-ADM	119,162 64	5 82	120,971 49	1 56	1,808 85	6,966 47	5 76
28,673 168	VANGUARD SHORT TERM INVEST GR-ADMIRAL	302,290 98	10 62	304,509 05	3 92	2,218 07	6,389 52	2 10
<b>TOTAL Mutual Funds</b>		<b>953,146.76</b>		<b>951,668.04</b>	<b>12.26</b>	<b>(1,478.72)</b>	<b>21,104.01</b>	<b>2.22</b>
U S Gov't Obligations								
155,000	UNITED STATES TREAS NTS DTD 11/15/05 4 50% 11/15/15	153,091 41	100 92	156,428 95	2 02	3,337 54	6,975 00	4 46
155,000	UNITED STATES TREAS NTS DTD 08/15/06 4 875% 08/15/16	155,308 45	104 21	161,520 85	2 08	6,212 40	7,556 25	4 68
100,000	UNITED STATES TREAS NTS DTD 11/30/09 2 75% 11/30/16	100,053 38	102 75	102,748 00	1 32	2,694 62	2,750 00	2 68
100,000	UNITED STATES TREAS NTS DTD 07/31/10 2 375% 07/31/17	101,638 93	103 09	103,093 80	1 33	1,454 87	2,375 00	2 30
100,000	UNITED STATES TREAS NTS DTD 09/30/10 1 875% 09/30/17	101,183 81	102 17	102,170 60	1 32	986 79	1,875 00	1 84

Account. 33442900  
Report Period From 8/31/2015 To 8/31/2015

**Asset Statement(Cont'd)**

Units	Description	Cost Basis	Unit Price	Market Value	% Acct	Unrealized Gain/Loss	Estimated Annual Income	Yield At Mkt
50,000	UNITED STATES TREAS NTS DTD 04/30/11 2 625% 04/30/18	50,043 32	104 29	52,145 20	0 67	2,101 88	1,312 50	2 52
75,000	UNITED STATES TREAS NTS DTD 10/31/11 1 75% 10/31/18	76,197 84	101 90	76,423 80	0 98	225 96	1,312 50	1 72
50,000	UNITED STATES TREAS NTS DTD 09/31/14 1 75% 09/30/19	50,597 40	101 37	50,683 60	0 65	86 20	875 00	1 73
50,000	UNITED STATES TREAS NTS DTD 05/31/13 1 375% 05/31/20	49,500 00	99 28	49,638 00	0 64	138 00	687 50	1 39
<b>TOTAL U.S. Gov't Obligations</b>		<b>837,614.54</b>		<b>854,852.80</b>	<b>11.01</b>	<b>17,238.26</b>	<b>25,718.75</b>	<b>3.01</b>
<b>TOTAL FIXED INCOME</b>		<b>1,891,732.62</b>		<b>1,910,606.84</b>	<b>24.61</b>	<b>18,874.22</b>	<b>51,122.76</b>	<b>2.68</b>
<b><u>BALANCED</u></b>								
Mutual Funds								
Balanced Mutual Funds								
3,118 683	VANGUARD/WELLINGTON FD INC	109,589 70	37 71	117,605 54	1 51	8,015 84	3,031 35	2 58
<b>TOTAL Balanced Mutual Funds</b>		<b>109,589.70</b>		<b>117,605.54</b>	<b>1.51</b>	<b>8,015.84</b>	<b>3,031.35</b>	<b>2.58</b>
<b>TOTAL Mutual Funds</b>		<b>109,589.70</b>		<b>117,605.54</b>	<b>1.51</b>	<b>8,015.84</b>	<b>3,031.35</b>	<b>2.58</b>
<b>TOTAL BALANCED</b>		<b>109,589.70</b>		<b>117,605.54</b>	<b>1.51</b>	<b>8,015.84</b>	<b>3,031.35</b>	<b>2.58</b>
<b><u>EQUITY</u></b>								
Common Stock								
Consumer Discretionary								
1,575	LOWES COS INC	50,049 75	69 17	108,942 75	1 40	58,893 00	1,764 00	1 62
900	TJX COMPANIES INC COM	50,454 00	70 32	63,288 00	0 82	12,834 00	756 00	1 19
900	TARGET CORP	50,443 60	77 71	69,939 00	0 90	19,495 40	2,016 00	2 88
<b>TOTAL Consumer Discretionary</b>		<b>150,947.35</b>		<b>242,169.75</b>	<b>3.12</b>	<b>91,222.40</b>	<b>4,536.00</b>	<b>1.87</b>
Consumer Staples								
1,400	CVS HEALTH CORPORATION	41,870 00	102 40	143,360 00	1 85	101,490 00	1,960 00	1 37
800	COLGATE PALMOLIVE CO	30,815 92	62 81	50,248 00	0 65	19,432 08	1,216 00	2 42
1,400	GENERAL MILLS INC	40,777 80	56 76	79,464 00	1 02	38,686 20	2,464 00	3 10
800	PEPSICO INC	51,689 25	92 93	74,344 00	0 96	22,654 75	2,248 00	3 02
800	PROCTER & GAMBLE CO	51,189 48	70 67	56,536 00	0 73	5,346 52	2,121 28	3 75
<b>TOTAL Consumer Staples</b>		<b>216,342.45</b>		<b>403,952.00</b>	<b>5.20</b>	<b>187,609.55</b>	<b>10,009.28</b>	<b>2.48</b>
Energy								
550	BAKER HUGHES INC	22,621 50	56 00	30,800 00	0 40	8,178 50	374 00	1 21
1,000	EXXON MOBIL CORP	71,487 44	75 24	75,240 00	0 97	3,752 56	2,920 00	3 88
1,000	NATIONAL OILWELL VARCO INC	49,272 86	42 33	42,330 00	0 55	(6,942 86)	1,840 00	4 35
1,000	ROYAL DUTCH SHELL PLC ADR B SHS	65,426 94	52 93	52,930 00	0 68	(12,496 94)	3,760 00	7 10
900	SCHLUMBERGER LTD	56,749 64	77 37	69,633 00	0 90	12,883 36	1,800 00	2 58
<b>TOTAL Energy</b>		<b>265,558.38</b>		<b>270,933.00</b>	<b>3.49</b>	<b>5,374.62</b>	<b>10,694.00</b>	<b>3.95</b>

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**Asset Statement(Cont'd)**

Units	Description	Cost Basis	Unit Price	Market Value	% Acct	Unrealized Gain/Loss	Estimated Annual Income	Yield At Mkt
<b>Financial</b>								
800	AFLAC INC	39,633 63	58 60	46,880 00	0 60	7,246 37	1,248 00	2 66
1,200	JPMORGAN CHASE & CO	54,959 91	64 10	76,920 00	0 99	21,960 09	2,112 00	2 75
1,000	STATE STR CORP	41,628 87	71 92	71,920 00	0 93	30,291 13	1,360 00	1 89
1,100	THE TRAVELERS COMPANIES INC	57,037 50	99 55	109,505 00	1 41	52,467 50	2,684 00	2 45
1,500	WELLS FARGO & CO NEW	83,025 00	53 33	79,995 00	1 03	(3,030 00)	2,250 00	2 81
<b>TOTAL Financial</b>		<b>276,284.91</b>		<b>385,220.00</b>	<b>4.96</b>	<b>108,935.09</b>	<b>9,654.00</b>	<b>2.51</b>
<b>Health Care</b>								
1,000	ABBOTT LABS	24,698 02	45 29	45,290 00	0 58	20,591 98	960 00	2 12
1,000	ABBVIE INC	26,782 89	62 41	62,410 00	0 80	35,627 11	2,040 00	3 27
950	JOHNSON & JOHNSON	61,090 00	93 98	89,281 00	1 15	28,191 00	2,850 00	3 19
1,500	MERCK & CO	53,277 91	53 85	80,775 00	1 04	27,497 09	2,700 00	3 34
900	NOVARTIS AG SPONSORED ADR	47,143 00	97 22	87,498 00	1 13	40,355 00	2,032 70	2 32
1,000	STRYKER CORP	56,992 00	98 65	98,650 00	1 27	41,658 00	1,380 00	1 40
1,000	MEDTRONIC INC	75,115 00	72 29	72,290 00	0 93	(2,825 00)	1,520 00	2 10
<b>TOTAL Health Care</b>		<b>345,098.82</b>		<b>536,194.00</b>	<b>6.91</b>	<b>191,095.18</b>	<b>13,482.70</b>	<b>2.51</b>
<b>Industrials</b>								
1,000	DANAHER CORP	34,360 50	87 02	87,020 00	1 12	52,659 50	540 00	0 62
900	EMERSON ELEC CO	27,333 00	47 72	42,948 00	0 55	15,615 00	1,692 00	3 94
1,750	GENERAL ELEC CO	58,974 00	24 82	43,435 00	0 56	(15,539 00)	1,610 00	3 71
1,225	ILLINOIS TOOL WORKS INC	81,115 00	84 53	103,549 25	1 33	22,434 25	2,376 50	2 30
975	UNITED TECHNOLOGIES CORP	75,874 00	91 61	89,319 75	1 15	13,445.75	2,496 00	2 79
<b>TOTAL Industrials</b>		<b>277,656.50</b>		<b>366,272.00</b>	<b>4.72</b>	<b>88,615.50</b>	<b>8,714.50</b>	<b>2.38</b>
<b>Information Technology</b>								
1,250	APPLE INC	17,769 57	112 76	140,950 00	1 82	123,180 43	2,600 00	1 84
1,000	AUTOMATIC DATA PROCESSING INC	39,066 68	77 32	77,320 00	1 00	38,253 32	1,960 00	2 53
2,000	CISCO SYSTEMS INC	53,453 00	25 88	51,760 00	0 67	(1,693 00)	1,680 00	3 25
2,000	COGNIZANT TECH SOLUTIONS CORP	26,765 00	62 94	125,880 00	1 62	99,115 00	0 00	0 00
2,000	CORNING INC	25,640 00	17 21	34,420 00	0 44	8,780 00	960 00	2 79
1,650	EBAY INC	21,060 62	27 11	44,731 50	0 58	23,670 88	0 00	0 00
85	GOOGLE INC CL A	21,342 04	647 82	55,064 70	0 71	33,722 66	0 00	0 00
85	GOOGLE INC CL C	21,230 02	618 25	52,551 25	0 68	31,321 23	0 00	0 00
2,000	INTEL CORP	40,718 50	28 54	57,080 00	0 74	16,361 50	1,920 00	3 36
1,750	ORACLE SYS CORP	32,533 00	37 09	64,907 50	0 84	32,374 50	1,050 00	1 62
1,650	PAYPAL HOLDINGS INC	31,028 78	35 00	57,750 00	0 74	26,721 22	0 00	0 00
<b>TOTAL Information Technology</b>		<b>330,607.21</b>		<b>762,414.95</b>	<b>9.82</b>	<b>431,807.74</b>	<b>10,170.00</b>	<b>1.33</b>

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Asset Statement(Cont'd)

Units	Description	Cost Basis	Unit Price	Market Value	% Acct	Unrealized Gain/Loss	Estimated Annual Income	Yield At Mkt
<b>Materials</b>								
600	AIR PRODUCTS & CHEMICALS INC	41,770.00	139.53	83,718.00	1.08	41,948.00	1,944.00	2.32
<b>TOTAL Materials</b>		<b>41,770.00</b>		<b>83,718.00</b>	<b>1.08</b>	<b>41,948.00</b>	<b>1,944.00</b>	<b>2.32</b>
<b>Telecommunication Services</b>								
1,600	AT&T INC	45,216.00	33.20	53,120.00	0.68	7,904.00	3,008.00	5.66
1,400	VERIZON COMMUNICATIONS INC	46,618.27	46.01	64,414.00	0.83	17,795.73	3,080.00	4.78
<b>TOTAL Telecommunication Services</b>		<b>91,834.27</b>		<b>117,534.00</b>	<b>1.51</b>	<b>25,699.73</b>	<b>6,088.00</b>	<b>5.18</b>
<b>Utilities</b>								
1,000	DOMINION RES INC VA NEW COM	42,979.00	69.75	69,750.00	0.90	26,771.00	2,590.00	3.71
600	DUKE ENERGY CORP NEW	34,464.74	70.91	42,546.00	0.55	8,081.26	1,980.00	4.65
<b>TOTAL Utilities</b>		<b>77,443.74</b>		<b>112,296.00</b>	<b>1.45</b>	<b>34,852.26</b>	<b>4,570.00</b>	<b>4.07</b>
<b>TOTAL Common Stock</b>		<b>2,073,543.63</b>		<b>3,280,703.70</b>	<b>42.26</b>	<b>1,207,160.07</b>	<b>79,862.48</b>	<b>2.43</b>
<b>Exchange Traded Funds</b>								
<b>Emerging Markets - ETF</b>								
2,685	ISHARES MSCI EMERG MKT INDEX FD	69,265.65	33.84	90,860.40	1.17	21,594.75	1,617.71	1.78
2,900	VANGUARD FTSE EMERGING MKTS ETF	120,437.96	34.54	100,166.00	1.29	(20,271.96)	4,477.60	4.47
<b>TOTAL Emerging Markets - ETF</b>		<b>189,703.61</b>		<b>191,026.40</b>	<b>2.46</b>	<b>1,322.79</b>	<b>6,095.31</b>	<b>3.19</b>
<b>Equity Funds - ETF</b>								
1,380	SPDR S&P DIVIDEND ETF	75,890.60	73.66	101,650.80	1.31	25,760.20	2,778.99	2.73
1,500	SELECT SECTOR SPDR TR UTILS	50,038.94	42.46	63,690.00	0.82	13,651.06	2,355.90	3.70
<b>TOTAL Equity Funds - ETF</b>		<b>125,929.54</b>		<b>165,340.80</b>	<b>2.13</b>	<b>39,411.26</b>	<b>5,134.89</b>	<b>3.11</b>
<b>International Equity - ETF</b>								
6,800	ISHARES MSCI EAFE INDEX FD	434,044.00	59.97	407,796.00	5.25	(26,248.00)	11,536.00	2.83
<b>TOTAL International Equity - ETF</b>		<b>434,044.00</b>		<b>407,796.00</b>	<b>5.25</b>	<b>(26,248.00)</b>	<b>11,536.00</b>	<b>2.83</b>
<b>Preferred Stock - ETF</b>								
1,300	ISHARES S&P PREFERRED STOCK INDEX FUND	52,104.00	39.04	50,752.00	0.65	(1,352.00)	2,893.02	5.70
<b>TOTAL Preferred Stock - ETF</b>		<b>52,104.00</b>		<b>50,752.00</b>	<b>0.65</b>	<b>(1,352.00)</b>	<b>2,893.02</b>	<b>5.70</b>
<b>Small Cap Funds - ETF</b>								
700	ISHARES S&P SMALL CAP 600 INDEX FD	58,254.00	110.83	77,581.00	1.00	19,327.00	1,003.18	1.29
<b>TOTAL Small Cap Funds - ETF</b>		<b>58,254.00</b>		<b>77,581.00</b>	<b>1.00</b>	<b>19,327.00</b>	<b>1,003.18</b>	<b>1.29</b>
<b>TOTAL Exchange Traded Funds</b>		<b>860,035.15</b>		<b>892,496.20</b>	<b>11.50</b>	<b>32,461.05</b>	<b>26,662.40</b>	<b>2.99</b>
<b>Mutual Funds</b>								
<b>Emerging Markets Mutual Funds</b>								
8,220	749 LAZARD EMERGING MARKETS FD INSTL CL	153,831.05	14.46	118,872.02	1.53	(34,959.03)	3,078.34	2.59

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**Asset Statement(Cont'd)**

Units	Description	Cost Basis	Unit Price	Market Value	% Acct	Unrealized Gain/Loss	Estimated Annual Income	Yield At Mkt
<b>TOTAL Emerging Markets Mutual Funds</b>		<b>153,831.05</b>		<b>118,872.02</b>	<b>1.53</b>	<b>(34,959.03)</b>	<b>3,078.34</b>	<b>2.59</b>
Equity Mutual Funds								
19,341.734	FEDERATED STRATEGIC VALUE DIVD FD INSTITUTIONAL SHS	105,585.29	5.71	110,441.31	1.42	4,856.02	4,340.29	3.93
<b>TOTAL Equity Mutual Funds</b>		<b>105,585.29</b>		<b>110,441.31</b>	<b>1.42</b>	<b>4,856.02</b>	<b>4,340.29</b>	<b>3.93</b>
International Equity Mutual Funds								
2,267.956	AMERICAN EUROPACIFIC GROWTH FUND F2	115,000.00	47.05	106,707.33	1.37	(8,292.67)	1,788.74	1.68
7,399.841	FIDELITY INTL DISCOVERY FD	233,700.06	39.48	292,145.73	3.76	58,445.67	1,901.77	0.65
4,411.715	HARBOR INTERNATIONAL FUND INSTL	291,763.90	63.99	282,305.64	3.64	(9,458.26)	6,257.93	2.22
<b>TOTAL International Equity Mutual Funds</b>		<b>640,463.96</b>		<b>681,158.70</b>	<b>8.77</b>	<b>40,694.74</b>	<b>9,948.44</b>	<b>1.48</b>
Mid Cap Mutual Funds								
9,019.072	PERKINS MID CAP VALUE N	176,212.37	19.17	172,895.60	2.23	(3,316.77)	7,225.45	4.18
6,633.5817	MERIDIAN GROWTH FUND	253,002.56	35.29	234,099.09	3.02	(18,903.47)	1,020.23	0.44
<b>TOTAL Mid Cap Mutual Funds</b>		<b>429,214.93</b>		<b>406,994.69</b>	<b>5.24</b>	<b>(22,220.24)</b>	<b>8,245.68</b>	<b>2.03</b>
Small Cap Mutual Funds								
3,168.689	AMERICAN BEACON SMALL CAP VALUE FD INSTL	65,854.42	24.09	76,333.72	0.98	10,479.30	609.67	0.80
2,061.325	CONESTOGA SMALL CAP FUND	53,821.20	34.76	71,651.66	0.92	17,830.46	48.85	0.07
<b>TOTAL Small Cap Mutual Funds</b>		<b>119,675.62</b>		<b>147,985.38</b>	<b>1.91</b>	<b>28,309.76</b>	<b>658.52</b>	<b>0.44</b>
<b>TOTAL Mutual Funds</b>		<b>1,448,770.85</b>		<b>1,465,452.10</b>	<b>18.88</b>	<b>16,681.25</b>	<b>26,271.27</b>	<b>1.79</b>
Preferred Stock								
1,225	MORGAN STANLEY CAP TR V	28,464.52	25.27	30,955.75	0.40	2,491.23	1,760.91	5.69
<b>TOTAL Preferred Stock</b>		<b>28,464.52</b>		<b>30,955.75</b>	<b>0.40</b>	<b>2,491.23</b>	<b>1,760.91</b>	<b>5.69</b>
<b>TOTAL EQUITY</b>		<b>4,410,814.15</b>		<b>5,669,607.75</b>	<b>73.03</b>	<b>1,258,793.60</b>	<b>134,557.06</b>	<b>2.37</b>
<b>GRAND TOTAL ASSETS</b>		<b>6,477,455.38</b>		<b>7,763,139.04</b>	<b>100.00</b>	<b>1,285,683.66</b>	<b>188,720.87</b>	<b>2.43</b>