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SCANNED JUL

Form **990-PF**

EXTENDED TO JULY 15, 2016 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. Department of the Treasury

		dar year 2014 or tax year beginning SEP	1, 2014	, and ending	AUG 31, 2015	Open to Public Inspection		
		foundation	1, 2011	, and onemy	A Employer identification			
В		M WRIGHT FOUNDATION						
_		WELLSPRING GROUP P.S.,	CPAS		38-3662628	}		
_		nd street (or P O box number if mail is not delivered to street	Room/suite	B Telephone number				
1	08	85 NE FOURTH STREET		320	425-462-82	20		
City	or to	own, state or province, country, and ZIP or foreign p	ostal code		C If exemption application is p	ending, check here		
_B	EL.	LEVUE, WA 98004						
G	Check	all that apply: Initial return	Initial return of a fo	ormer public charity	D 1. Foreign organization:	s, check here		
		Final return	Amended return		2 Foreign organizations me	setung the 85% test		
		Address change	Name change		2. Foreign organizations me check here and attach co	omputation		
H_(_	type of organization: X Section 501(c)(3) ex	• •		E If private foundation sta			
<u> </u>			Other taxable private founda		under section 507(b)(1)(A), check here $ ightharpoonup$		
		rket value of all assets at end of year J Accounti		Accrual	F If the foundation is in a			
	om ⊦ •\$	Part II, col (c), line 16) Ot	her (specify)	hasis)	under section 507(b)(1)(B), cneck nere		
	art I				(a) Adjusted not	(d) Disbursements		
	41 6 1	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	for charitable purposes (cash basis only)		
	1	Contributions, gifts, grants, etc., received	132,168.		N/A	(cach basis only)		
	2	Check If the foundation is not required to attach Sch B						
	3	Interest on savings and temporary cash investments						
1	4	Dividends and interest from securities	60,353.	60,353.				
	5a	Gross rents						
	b	Net rental income or (loss)						
<u>o</u>	6a	Net gain or (loss) from sale of assets not on line 10	68,084.					
enn	b	Gross sales price for all assets on line 6a 529,939.		60.004				
Revenue	7	Capital gain net income (from Part IV, line 2)		68,084.				
_	8	Net short-term capital gain						
	40-	Income modifications Gross sales less returns						
		and allowances						
		Gross profit or (loss)						
	11	Other income						
	12	Total Add lines 1 through 11	260,605.	128,437.				
	13	Compensation of officers, directors, trustees, etc	0.	0.		0.		
	14	Other employee salaries and wages						
"	15	Pension plans, employee benefits						
ses	I	Legal fees STMT 1	3,699.	1,850.		1,849.		
Expenses	1	Accounting fees STMT 2	5,640.	2,820.		2,820.		
	1	Other professional fees STMT 2 Interest	ED () 8,763.	8,763.		0.		
ıţ.		THE COST	1014 100	861.		0		
stra	18 19	1\2011	016 194,199.	901.		0.		
Ē	20	Depreciation and depletion US JUL 0 6 2 Occupancy	100 JSJ					
Ag	21	());	السيال	·				
and Administrative	22	Travel, conferences, and meetings OGDEN Printing and publications				-		
<u>S</u>	1	Other expenses STMT 5	298.	0.		298.		
atin	24	Total operating and administrative						
Operating	1	expenses. Add lines 13 through 23	22,599.	14,294.		4,967.		
0	25	Contributions, gifts, grants paid	201,547.			201,547.		
	26	Total expenses and disbursements.						
		Add lines 24 and 25	224,146.	14,294.		206,514.		
		Subtract line 26 from line 12:	25 452					
	I	Excess of revenue over expenses and disbursements	36,459.	114 145				
		Net investment income (if negative, enter -0-)		114,143.		-		
4235		Adjusted net income (if negative, enter -0-)	<u> </u>		N/A	5000 DE (0044)		

B & M WRIGHT FOUNDATION

For	m 99	0-PF(2014) C/O WELLSPRING GROUP P.S			3662628 Page 2
P	art	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of	
<u>:</u>	,		(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-bearing			
	ı	Savings and temporary cash investments	38,835.	108,762.	108,762.
	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	ł		
		disqualified persons			
	7	Other notes and loans receivable			
		Less: allowance for doubtful accounts			
ţ	8	Inventories for sale or use			
Assets		Prepaid expenses and deferred charges			
⋖	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 6	947,424.	863,315.	948,357.
	C	Investments - corporate bonds	887,536.		
	11	Investments - land, buildings, and equipment basis			
		Less accumulated depreciation			
	12	Investments - mortgage loans			
	13	Investments - other STMT 7	68,795.	1,006,972.	999,193.
	14	Land, buildings, and equipment: basis			
		Less accumulated depreciation			
		Other assets (describe)			
	16	Total assets (to be completed by all filers - see the			
_		instructions. Also, see page 1, item I)	1,942,590.	1,979,049.	2,056,312.
		Accounts payable and accrued expenses			
	18	Grants payable			
es	19	Deferred revenue			
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons			
ia	21	Mortgages and other notes payable			
_	22	Other liabilities (describe >)			
		T 4 11 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	0	0	
_	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here			
S		and complete lines 24 through 26 and lines 30 and 31.			
Š	24 25	Unrestricted Temporarily restricted	······································		
3ala		· · · · -			
βE	26	Permanently restricted Foundations that do not follow SFAS 117, check here			
Net Assets or Fund Balances		and complete lines 27 through 31.			
6	27	Capital stock, trust principal, or current funds	0.	0.	
ets	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
Ass	29	Retained earnings, accumulated income, endowment, or other funds	1,942,590.	1,979,049.	
e	30	Total net assets or fund balances	1,942,590.	1,979,049.	
Z	"	Total lict assets of falls but allocs	1/312/3301	1757575156	
	31	Total liabilities and net assets/fund balances	1,942,590.	1,979,049.	
Ξ				_,_,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	
LP	art	Analysis of Changes in Net Assets or Fund Ba	iances		
1	Tota	I net assets or fund balances at beginning of year - Part II, column (a), line 3	0		
		st agree with end-of-year figure reported on prior year's return)		1	1,942,590.
2		r amount from Part I, line 27a		2	36,459.
		r increases not included in line 2 (itemize)		3	0.
		lines 1, 2, and 3		4	1,979,049.
5	Decr	eases not included in line 2 (itemize)		5	0.
6	Tota	net assets or fund balances at end of year (line 4 minus line 5) - Part II, colu	umn (b), line 30	6	1,979,049.
					Form 990-PF (2014)

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	and Losses for Tax	on Investmen	t Income	(b) H	low acq	uıred	(c) Date	acquired	(d) Date sold
2-story brick warehouse; or common stock, 200 shs. MLC Co.)			D) How acquired P - Purchase D - Donation (lay, yr.)	(mo., day, yr.)	
1a PUBLICLY TRADE) SECURITIES				F				
b	<u>.</u>			<u>. </u>					
<u>C</u>									
<u>d</u>				-					
<u>e</u>	(f) Depreciation allowed	(a) Co	st or other basis				(b) G	ain or (loss	<u> </u>
(e) Gross sales price	(or allowable)		expense of sale				(e) plus	s (f) minus i	/ (g)
a 529,939.			461,85	5.					68,084.
b									
<u>c</u>									
<u>d</u>									
Complete only for assets showing	a gain in column (h) and own	ed by the foundation	n on 12/31/69			//\	Gaine (C	ol (h) gain	minue
Complete only for assets showing	(j) Adjusted basis		xcess of col. (1)			col.	(k), but i	Col. (h) gain not less thai	n -0-) or
(i) F.M.V. as of 12/31/69	as of 12/31/69		col. (j), if any				Losses	(from col. (h))
a									68,084.
b									
C				_					
<u>d</u>									
e				$\overline{}$					
2 Capital gain net income or (net cap	If gain, als	o enter in Part I, line nter -0- in Part I, line	7	}	2				68,084.
3 Net short-term capital gain or (los:	•		, ,	7					3373323
If gain, also enter in Part I, line 8,		2(3) and (0).		ĴΙ					
If (loss), enter -0- in Part I, line 8				للِـ	3			N/A	
L	nder Section 4940(e	-				ent Inc	ome		
(For optional use by domestic private	foundations subject to the se	ection 4940(a) tax or	n net investment in	come	:-)				
If section 4940(d)(2) applies, leave th	ıs part blank.								
Was the foundation liable for the sect	ion 4942 tax on the distributa	able amount of any v	ear in the base ner	nd?					Yes X No
If "Yes," the foundation does not quali			•						
1 Enter the appropriate amount in e	ach column for each year; se	e the instructions be	fore making any e	ntries					
(a) Base period years	بقالمنام المملم المالية	o)	Not valve of se	(c)	ما است				(d) oution ratio
Calendar year (or tax year beginning	ig in) Adjusted qualify		Net value of no					(col. (b) dıv	rided by col. (c))
2013		112,904. 83,404.		<u> 2</u> 1		,871 ,432			.052910
2012 2011		37,510.		_ <u>+</u>		,047			.035859
2010	····	115,300.		1		,130			.108658
2009		69,147.				,454			.066395
2 Total of line 1, column (d)							2	<u>-</u>	.311092
3 Average distribution ratio for the 5	-	e total on line 2 by 5,	, or by the number	of yea	ars				0.6001.0
the foundation has been in exister	ice if less than 5 years						3		.062218
4 Enter the net value of noncharitab	la-uea accate for 2014 from F	Part Y line 5					4		2,155,534.
4 Effet the fiet value of honorialitab	16-436 655615 101 2014 1101111	art A, inic 5					-		2,133,334
5 Multiply line 4 by line 3							5		134,113.
•									
6 Enter 1% of net investment incom	e (1% of Part I, line 27b)						6		1,141.
									·
7 Add lines 5 and 6							7_		135,254.
O Enter quelifique distributions from	Dort VII. line A								206,514.
8 Enter qualifying distributions from		VI lipo the and ac	nlote that sast	.a. 40	/ to:	to.	8	L	200,514.
If line 8 is equal to or greater than See the Part VI instructions.	ine 7, check the box in Part	vi, iiile ib, and comp	piete mat part USIN	ya 19	/o iax ra	l t.			

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Forn	990-PF (2014) C/O WELLSPRING GROUP P.S., CPAS 38-3662	628		Page 4
	rt VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see i	nstru	ctio	
1a	Exempt operating foundations described in section 4940(d)(2), check here and enter "N/A" on line 1.			
	Date of ruling or determination letter: (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here X and enter 1%		1,1	<u>41.</u>
	of Part I, line 27b			
C	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			0.
3	Add lines 1 and 2		<u>1,1</u>	<u>41.</u>
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		<u>1,1</u>	<u>41.</u>
6	Credits/Payments:			
а	2014 estimated tax payments and 2013 overpayment credited to 2014 6a 1,760.			
b	Exempt foreign organizations - tax withheld at source			
C	Tax paid with application for extension of time to file (Form 8868)			
d	Backup withholding erroneously withheld 6d			
7	Total credits and payments. Add lines 6a through 6d		<u>1,7</u>	<u>60.</u>
8	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached 8			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		6	<u> 19.</u>
	Enter the amount of line 10 to be: Credited to 2015 estimated tax ▶ 619 . Refunded ▶ 11			0.
Pa	rt VII-A Statements Regarding Activities			
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in		Yes	No
	any political campaign?	1a		X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		<u> </u>
	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.			
	Did the foundation file Form 1120-POL for this year?	1c		<u>X</u>
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:			
	(1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.			
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation			
_	managers. > \$			7.7
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		_X_
•	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or	,		v
4.	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes Did the foundation have unrelated business gross income of \$1,000 or more during the year?	3		<u>X</u>
	If "Yes," has it filed a tax return on Form 990-T for this year? N/A	4a 4b		
	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		<u>x</u>
,	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	Х	
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	7	X	
-				
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)			
	DE			
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	Х	
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	

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	b a n watem recombinition			
	1990-PF (2014) C/O WELLSPRING GROUP P.S., CPAS 38-366	<u> 2628</u>		<u> Page 5</u>
	art VII-A Statements Regarding Activities (continued)		1	
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of		1	
	section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		<u>X</u>
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	<u> </u>	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	_X_	<u> </u>
	Website address ► NONE		220	
14	The books are in care of ► WELLSPRING GROUP PS, CPAS Telephone no. ► 425.4			
4-	Located at ► 10885 NE 4TH STREET, BELLEVUE, WA ZIP+4 ►98	3004		$\overline{}$
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	18.7	- / >	٠ــــا
40	and enter the amount of tax-exempt interest received or accrued during the year At any time during colorday was 2014 did the foundation beyon interest in any acceptance or other outbooks are a life in the foundation of the color of the co	IN	/A Yes	No
10	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank,	16	163	X
	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	10	L	
	foreign country			
Pa	art 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.	1	Yes	No
1:	During the year did the foundation (either directly or indirectly):		.00	-110
•	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?		•	
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(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)?			
	(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.)			
t	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations			
	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here			
(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?	10		_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)):		1	
á	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning			
	before 2014?			
	If "Yes," list the years \blacktriangleright ,,,,			
t	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	<u>2b</u> _		
(: If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.			
•	a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
38	during the year? Wes X No			
	of "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		
A	1 Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes. Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that	74		
•	had not been removed from jeonardy before the first day of the tay year beginning in 20142	46		v

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

Form **990-PF** (2014)

Total. Add lines 1 through 3

38-3662628

P	art X Minimum Investment Return (All domestic foundations must complete this part. Foreign four	ndations	, see instructions)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
а	Average monthly fair market value of securities	1a	2,137,903.
b	Average of monthly cash balances	1b	2,137,903. 50,456.
C	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,188,359.
е	Reduction claimed for blockage or other factors reported on lines 1a and	İ	
	1c (attach detailed explanation) 1e 0 •		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,188,359.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	32,825.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,155,534.
6	Minimum investment return. Enter 5% of line 5	6	107,777.
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations an foreign organizations check here and do not complete this part.)	id certain	
1	Minimum investment return from Part X, line 6	1	107,777.
2a	Tax on investment income for 2014 from Part VI, line 5		
b	Income tax for 2014. (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b	2c	1,141.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	106,636.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	106,636.
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	106,636.
P	Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	206,514.
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:		
а	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	206,514.
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	1,141.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	205,373.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation of 4940(e) reduction of tax in those years.	ualifies fo	or the section

Undistributed Income (see instructions) Part XIII (a) (d) (b) (c) Corpus Years prior to 2013 2013 2014 1 Distributable amount for 2014 from Part XI. 106,636. line 7 2 Undistributed income, if any, as of the end of 2014 0 a Enter amount for 2013 only b Total for prior years: 0 3 Excess distributions carryover, if any, to 2014: a From 2009 17,504. 63,888. **b** From 2010 c From 2011 d From 2012 7,964. e From 2013 89,356 f Total of lines 3a through e 4 Qualifying distributions for 2014 from 206,514. Part XII, line 4: ► \$ 0 a Applied to 2013, but not more than line 2a b Applied to undistributed income of prior 0 years (Election required - see instructions) c Treated as distributions out of corpus 0 (Election required - see instructions) 106,636. d Applied to 2014 distributable amount 99,878 e Remaining amount distributed out of corpus 0. 0. Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a)) Enter the net total of each column as indicated below: 189,234 & Corpus Add lines 3f, 4c, and 4e Subtract line 5 b Prior years' undistributed income. Subtract 0 line 4b from line 2b c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously 0 assessed d Subtract line 6c from line 6b. Taxable 0 amount - see instructions e Undistributed income for 2013. Subtract line 0 4a from line 2a. Taxable amount - see instr. f Undistributed income for 2014, Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015 0. 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election 0 may be required - see instructions) Excess distributions carryover from 2009 17,504 not applied on line 5 or line 7 Excess distributions carryover to 2015. 171,730 Subtract lines 7 and 8 from line 6a 10 Analysis of line 9: 63,888. a Excess from 2010 b Excess from 2011 c Excess from 2012 7,964. d Excess from 2013

Page 9

99,878

e Excess from 2014

423581 11-24-14

NONE

other entity) of which the foundation has a 10% or greater interest.

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

Check here LX 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:
- b The form in which applications should be submitted and information and materials they should include:
- c Any submission deadlines:
- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Form 990-PF (2014) C/O WELLSPRING GROUP P.S.,

38-3662628 Page 11

Part XV Supplementary Information (continued) Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Recipient Purpose of grant or contribution Foundation status of show any relationship to Amount any foundation manager Name and address (home or business) recipient or substantial contributor a Paid during the year OPERATING FUNDS ART21 NONE ÞС 286 SPRING STREET, SUITE 405 NEW YORK, NY 10013 65,000. NONE BEAVERKILL FIRE CO ÞС OPERATING FUNDS 1524 BEAVERKILL ROAD LEW BEACH, NY 12758 250. BLOEDEL RESERVE NONE PC OPERATING FUNDS 7571 NE DOLPHIN DR BAINBRIDGE ISLAND, WA 98110 20,000. CATSKILL ART SOCIETY NONE ÞС OPERATING FUNDS 48 MAIN STREET LIVINGSTON MANOR, NY 12758 25,400. CATSKILL MOUNTAIN KEEPER NONE ÞС OPERATING FUNDS 34 TINKER STREET WOODSTOCK NY 12498 10,000. SEE CONTINUATION SHEET(S ▶ 3a 201,547. Total b Approved for future payment NONE **Total**

CPAS

P

Part XVI-A	Analy	sis of	Income-	Producing	Activities

ter gross amounts unless otherwise indicated.	Unrelated business income			y section 512, 513, or 514	(e)	
	(a) Business	(b) Amount	(C) Exclu- sion	(d)	Related or exempt	
Program service revenue:	code	Aillount	code	Amount	function income	
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
Membership dues and assessments						
Interest on savings and temporary cash investments						
Dividends and interest from securities			14	60,353.		
Net rental income or (loss) from real estate:				00,000		
a Debt-financed property						
b Not debt-financed property						
Net rental income or (loss) from personal		, <u></u>				
property						
Other investment income				•		
Gain or (loss) from sales of assets other						
than inventory			18	68,084.		
Net income or (loss) from special events				, , , , , ,		
Gross profit or (loss) from sales of inventory						
Other revenue:				111		
a			i			
b						
С						
d						
e						
Subtotal. Add columns (b), (d), and (e)).	128,437.	0	
Total. Add line 12, columns (b), (d), and (e)				13	128,437	
ee worksheet in line 13 instructions to verify calculations.)						
Total. Add line 12, columns (b), (d), and (e)	he Accon			13		

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).							

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Form 99 Part					P.S., CPAS and Transactions a	and Relations	38-366			age 13
		Exempt Organ								
					ng with any other organization		tion 501(c) of		Yes	No
					27, relating to political organ	nizations?			ļ	
		from the reporting found	lation to a noncharita	able exempt or	ganization of:			4.40		
٠,	Cash	anasta.						1a(1)		X
		assets sactions:						1a(2)		X
		of assets to a noncharita	ahla ayamnt araaniza	ation				16/1		v
		nases of assets from a no						1b(1) 1b(2)		X
		il of facilities, equipment,	•	organization				1b(3)		X
٠,		bursement arrangements						1b(4)		X
٠.		s or loan guarantees						1b(5)		X
٠,		rmance of services or me	embership or fundra	ising solicitatio	ons			1b(6)		Х
c Sha	arıng of	f facilities, equipment, ma	ailing lists, other asse	ets, or paid em	ployees			1c		Х
d If t	ne ansv	ver to any of the above is	"Yes," complete the	following sche	edule. Column (b) should al	ways show the fair	market value of the goods,	other as:	sets,	
or :	services	s given by the reporting f	foundation. If the fou	ındatıon receiv	ed less than fair market valu	ue in any transactio	n or sharing arrangement,	show in		
) the value of the goods,	,							
(a) Line n	0	(b) Amount involved	(c) Name o		e exempt organization	(d) Descriptio	n of transfers, transactions, and	sharing ar	rangeme	ints
	+			N/A		ļ				
	+									
				.						
	+					 -				
	+									
	+			-	-		· · · · · · · · · · · · · · · · · · ·			
					····					
			·	•						
	<u> </u>									
	\perp									
			<u> </u>							
		•	-		or more tax-exempt organi	zations described	_	—		٦
		501(c) of the Code (othe		c)(3)) or in sect	tion 52/7		L	Yes	LX	No
D IT	res, co	omplete the following sch (a) Name of org			(b) Type of organization		(c) Description of relations	ehin.		
		N/A	gamzation		(b) Type of organization		(c) Description of relations	onih		
		N/A		 -						
								-		
					ig accompanying schedules and			ay the IRS	discuss 1	this
Sign	and be	eller, it is true/correct, and col	mplete Decizination of pi	repager (other tha	n taxpayer) is based on all inform	nation of which prepare	ret	urn with the	e prepar	er
Here		C / //////////////////////////////////	4 /1 MM	alch	20/24/18	TRUST	EE[X Yes		No
	Sign	ature of officer of trustee		/ .	Dafte //	Title	<u> </u>			
		Print/Type preparer's na	ame	Preparer's s	ignature /	Date	Check if PTIN			
Paid		70337 6	DDD	1000	S Cllber	6 22 16	self- employed	0000	001	
Prepa	arer	JOAN S. AL			DAG DITG	1		0039		
Use (Firm's name WEI	TPARTING (SKOOP C	PAS, PLLC		Firm's EIN ► 46-4	35/I	Τр	

423622 11-24-14 Firm's address ► 10885 NE 4TH ST., SUITE 320 BELLEVUE, WA 98004

Phone no. 425-462-8220

Schedule B (Form 990, 990-EZ,

Internal Revenue Service

or 990-PF) Department of the Treasury

Name of the organization

Schedule of Contributors

► Attach to Form 990, Form 990-EZ, or Form 990-PF. ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990

OMB No. 1545-0047

Employer identification number

B & M WRIGHT FOUNDATION C/O WELLSPRING GROUP P.S. 38-3662628 Organization type (check one): Filers of: Section: 501(c)(Form 990 or 990-EZ) (enter number) organization 4947(a)(1) nonexempt charitable trust not treated as a private foundation 527 political organization Form 990-PF 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundation Check if your organization is covered by the General Rule or a Special Rule. Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions General Rule X For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions. **Special Rules** For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II. For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions exclusively for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Do not complete any of the parts unless the General Rule applies to this organization because it received nonexclusively religious, charitable, etc., contributions totaling \$5,000 or more during the year Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Name of organization

B & M WRIGHT FOUNDATION

C/O WELLSPRING GROUP P.S., CPAS

Employer identification number

38-3662628

Part I	Contributors	(see instructions)). Use duplicate copie	es of Part I if additional spa	ace is needed.
--------	--------------	--------------------	------------------------	--------------------------------	----------------

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	2013 VBW CLAT 10:10 10885 NE 4TH STREET, SUITE 320 BELLEVUE, WA 98005	\$111,144.	Person X Payroll
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2	2013 VBW CLAT 5:15 10885 NE 4TH STREET, SUITE 320 BELLEVUE, WA 98005	\$\$	Person X Payroll
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions)

Name of organization

Employer identification number

B & M WRIGHT FOUNDATION
C/O WELLSPRING GROUP P.S., CPAS

38-3662628

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

art II	Noncash Property (see instructions) Use duplicate copies of Pa	nt ii ii additional space is needed	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		 \$	
(a) No. rom art I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. rom art I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_		\$	
(a) No. rom Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. rom art I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. rom art I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		 \$	

Name of organization Employer identification number B & M WRIGHT FOUNDATION O WELLSPRING GROUP P.S., 38-3662628 Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) Use duplicate copies of Part III if additional space is needed (a) No. from (b) Purpose of gift (c) Use of gift (d) Description of how gift is held Part I (e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee (a) No. from Part I (b) Purpose of gift (c) Use of gift (d) Description of how gift is held (e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee (a) No. from (b) Purpose of gift (c) Use of gift (d) Description of how gift is held (e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee (a) No. from (b) Purpose of gift (c) Use of gift (d) Description of how gift is held (e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee

38-3662628

C/O WELLSPRING GROUP P.S., CPAS

Part XV Supplementary Informatio				T
3 Grants and Contributions Paid During the				
Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	recipient	33	, <u> </u>
DAVID ADAMS - IRS APPROVED	NONE	NC	TUITION ASSISTANCE	
172-14 HENLEY RD STE AB09				
JAMAICO, NY 11432				33,807
DIA ART FOUNDATION	NONE	PC	OPERATING FUNDS	
535 WEST 22ND STREET VIEW				
NEW YORK, NY 10011		ļ		7,500,
INTERNATIONAL COUNCIL OF THE MUSEUM	NONE	PC	OPERATING FUNDS	
OF MODERN ART	NONE	FC	OFERRIING FUNDS	
11 WEST 53 STREET				
NEW YORK, NY 10019				7,500,
LITTLE OPERA	NONE	PC	OPERATING FUNDS	
PO BOX 1392				
NEW YORK, NY 10113	-			1,650,
PUBLI COLOR	NONE	PC	OPERATING FUNDS	
20 WEST 36TH STREET. 9TH FLOOR				
NEW YORK, NY 10018				5,000,
ST. JOHNS UNIVERSITY	NONE	PC	OPERATING FUNDS	
8000 UTOPIA PKWY				
QUEENS, NY 11439				24,440.
SUNNY SULLIVAN FOUNDATION	NONE	PC	OPERATING FUNDS	
112 COLLEGE ROAD				
LOCH SHELDRAKE, NY 12759				1,000
		<u> </u>		
		1		
Total from continuation sheets		<u> </u>		80,897.

FORM 990-PF	LEGAL	FEES	S'	ratement 1
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME		(D) CHARITABLE PURPOSES
LEGAL FEES	3,699.	1,850.		1,849.
TO FM 990-PF, PG 1, LN 16A	3,699.	1,850.		1,849.
FORM 990-PF	ACCOUNTI	NG FEES	S'	ratement 2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	5,640.	2,820.		2,820.
TO FORM 990-PF, PG 1, LN 16B	5,640.	2,820.		2,820.
FORM 990-PF	OTHER PROFES	SIONAL FEES	S'	гатемент 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	8,763.	8,763.		0.
TO FORM 990-PF, PG 1, LN 16C	8,763.	8,763.		0.
FORM 990-PF	TAX	ES	S'	FATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DESCRIPTION EXISE TAXES FOREIGN TAXES	EXPENSES	NET INVEST-	ADJUSTED	CHARITABLE

FORM 990-PF	OTHER E	XPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVES MENT INCO		(C) ADJUSTEI NET INCOM		
DELAWARE STATE REGISTRATION MISCELLANEOUS	25. 273.		0.			25. 73.
TO FORM 990-PF, PG 1, LN 23	298.		0.		2:	98.
FORM 990-PF	CORPORAT	E STOCK	·		STATEMENT	6
DESCRIPTION			воо	K VALUE	FAIR MARKE' VALUE	r
BAIRD STOCKS-SEE ATTACHMENT BAIRD PREFERRED STOCKS-SEE A	TTACHMENT	_		813,200. 50,115.	888,1	
TOTAL TO FORM 990-PF, PART I	I, LINE 10B			863,315.	948,3	57.
FORM 990-PF	OTHER INV	ESTMENTS			STATEMENT	7
DESCRIPTION		LUATION ETHOD	воо	K VALUE	FAIR MARKE' VALUE	r
BAIRD BONDS-SEE ATTACHMENT	_	COST	1	,006,972.	999,1	93.
TOTAL TO FORM 990-PF, PART I	I, LINE 13	_	1	,006,972.	999,1	93.

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS STATEMEN PART VII-A, LINE 10	T 8
NAME OF CONTRIBUTOR	ADDRESS	
2013 VBW CLAT 10:10	10885 NE 4TH STREET, SUITE 320 BELLEVUE, WA 98005	
2013 VBW CLAT 5:15	10885 NE 4TH STREET, SUITE 320 BELLEVUE, WA 98005	

PORTFOLIO ASSETS

	Symbol/CUSIP		Current	Average	Current		Unrealized	Anticipated Annualized	Current
	Bond Kating+	Quantity	Pnce	Unit Cost	Value	Cost	Gain/(-)Loss*	Income	Yield %
Stocks/Options									
ABB LIMITED	ABB	2,000	19 3100	18 0761	38,620 00	36,152 20	2.467 80	1.142 00	2 96%
SPONSORED ADR						-	•		
AUTOMATIC DATA	ADP	750	77 3200	35 4492	57,990 00	26,586 92	31.403 08	1.470 00	2 53%
PROCESSING INC						-			
BP PLC	ВР	1.000	33 5400	43 8273	33,540 00	43.827 30	-10 287 30	2 400 00	7 16%
SPONSORED ADR)) i	
BIOGEN INC	BIIB	125	297 3000	401 5414	37,162 50	50,192 68	-13,030 18	N/A	N/A
BOEING COMPANY	BA	340	130 6800	131 3633	44,431 20	44,663 52	-232 32	1.237 60	2 79%
BOSWELL J G COMPANY	BWEL	100	650 0000	845 0000	65,000 00	84,500 00	-19,500 00	00 006	1 38%
BRISTOL MYERS SQUIBB	BMY	650	59 4700	23 1437	38,655 50	15.043 41	23.612.09	962 00	2 49%
COMPANY					-				! !
CDK GLOBAL INC	CDK	250	49 5400	15 3866	12,385 00	3,846 66	8,538 34	120 00	0 97%
EMERSON ELECTRIC COMPANY	EMR	009	47 7200	44 5952	28,632 00	26,757 12	1,874 88	1,128 00	3 94%
FIRST NATIONAL BANK	FBAK	25	1,475 0000	1,721 0000	36,875 00	43,025 00	-6,150 00	1.250 00	3 39%
ALASKA					-				!
GENERAL ELECTRIC COMPANY	GE	2,000	24 8200	23 5915	49,640.00	47,183 00	2,457 00	1.840.00	371%
GOOGLE INC CL C	9009	185	618 2500	497 2698	114,376 25	91,994 91	22,381 34	A/N	×
INTEL CORP	INTC	2,500	28 5400	21 3249	71,350 00	53,312 30	18,037 70	2,400 00	3 36%
MERCK & COMPANY INC NEW	MRK	750	53 8500	33 3302	40,387.50	24,997 65	15,389 85	1,350 00	3 34%
PACCAR INC	PCAR	575	58 9700	43 0291	33,907 75	24,741 73	9,166 02	552 00	1 63%
RAYONIER INC	RYN	200	23 0000	31 8979	11,500 00	15,923 05***	4,423 05	200 00	4 35%

Symbol/CUSIP Current Average Bond Rating+ B	ks/Options continued AL DUTCH SHELL PLC DNSORED ADR REPSTG HARES L S A DNSORED ADR HINGTON REAL ESTATE ESTMENT TRUST SBI MINC Otal Stocks/Options	Symbol/CUSIP Bond Rating+ RDS/B TOT WRE XYL		Current Pnce 52.9300	Average Unit Cost	Current		Unrealized	Anticipated	
FDS/B 600 52.9300 66.9000 31,758.00 TOT	AL DUTCH SHELL PLC DNSORED ADR REPSTG HARES L S A DNSORED ADR HINGORED ADR HING SETTING REAL ESTATE ESTAMENT TRUST SBI MINC Otal Stocks/Options	RDS/B TOT WRE XYL		52.9300		Value	Cost	Gain/(-)Loss*	Allindalized Income	Current Yield %
TOT 1,000 46 4000 50 2558 46,400 00 WRE 1,903 24 6000 26 4230 46,813 80 XYL 1,500 32.4500 26 7126 48,675 00 XYL 1,500 32.4500 26 7126 48,675 00 CNLTN 190 46 1000 32 5000 8,759 00 DD'A 200 83 7900 62 9500 16,758 00 SCE'D 500 22 5300 18 2000 11,265 00 UEPEO 250 93.9000 89 0000 23,475 00 25 SAP AA AA AA AA AA AA AA Moody Aa1 60,000 100 9460 98 2640 20,189 20 7 S&P AA AA AA AA AA AA AA Moody Aa1 60,000 105 3360 101 1932 63,201 60 6 S&P AA AA AA AA AA AA AA <td>L S A ONSORED ADR HINGTON REAL ESTATE ESTMENT TRUST SBI M INC otal Stocks/Options</td> <td>TOT WRE XYL</td> <td></td> <td>i</td> <td>0006 99</td> <td>31,758 00</td> <td>40,140 00</td> <td>-8,382 00</td> <td>2,256 00</td> <td>7 10%</td>	L S A ONSORED ADR HINGTON REAL ESTATE ESTMENT TRUST SBI M INC otal Stocks/Options	TOT WRE XYL		i	0006 99	31,758 00	40,140 00	-8,382 00	2,256 00	7 10%
WRE 1,903 24 6000 26 7126 46,813 80 XYL 1,500 32,4500 26 7126 48,675 00 XYL 1,500 32,4500 26 7126 48,675 00 CNLTN 190 46 1000 32,5000 8,759 00 DD'A 200 83 7900 62 9500 16,758 00 SCE'D 500 22 5300 18 2000 11,265 00 UEPEO 250 93,9000 89 0000 23,475 00 25 SRP AA- AA- AA- AA- AA- AA- 46,000 100 9460 98 2640 20,189 20 7 263534BQ1 60,000 105 3360 101 1932 63,201 60 6	INGTON REAL ESTATE ESTMENT TRUST SBI M INC otal Stocks/Options	WRE XYL CNLTN		46 4000	50 2558	46,400 00	50,255 81	-3,855.81	2,420.00	5 22%
XYL 1,500 32,4500 26,7126 48,675,00 CNLTN 190 46,1000 32,5000 8,759,00 DD'A 200 83,7900 62,9500 16,758,00 SCE'D 500 22,5300 18,2000 11,265,00 UEPEO 250 93,9000 89,0000 23,475,00 SRP AA- AA- 560,257,00 89,2640 20,189,20 SRP AA- AA- 560,000 105,3360 101,1932 63,201,60 SRP AA- 60,000 105,3360 101,1932 63,201,60 SRP AA- AA- AA- AA- AA- AA- Moody Aa1 AA-	M INC otal Stocks/Options	CNLTN		24 6000	26 4230	46,813 80	49,988 08***	-3,174 28	2,283 60	4 88%
CNLTN 190 46 1000 32 5000 8,759 00 DDA 200 83 7900 62 9500 16,758 00 SCE'D 500 22 5300 18 2000 11,265 00 UEPEO 250 93.9000 89 0000 23,475 00 S&P AA Moody Aa1 263534BQ1 60,000 105 3360 101 1932 63,201 60 S&P AA Moody A3	otal Stocks/Options	CNLTN	4	32.4500	26 7126	48,675 00	40.068 91	8 606 09	844 80	1 740/
CNLTN 190 46 1000 32 5000 8,759 00 DD/A 200 83 7900 62 9500 16,758 00 SCE'D 500 22 5300 18 2000 11,265 00 UEPEO 250 93.9000 89 0000 23,475 00 SAP AA- 50,000 100 9460 98 2640 20,189 20 Moody Aa1 60,000 105 3360 101 1932 63,201 60 S&P A Moody A3		CNLTN	190	* H	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	\$888,099,504	\$813,200.25	\$74,899.25	\$25,056.00	2.82%
CNLTN 190 46 1000 32 5000 8,759 00 DD/A 200 83 7900 62 9500 16,758 00 SCE'D 500 22 5300 18 2000 11,265 00 UEPEO 250 93.9000 89 0000 23,475 00 SAP AA- 50,000 100 9460 98 2640 20,189 20 Moody Aa1 60,000 105 3360 101 1932 63,201 60 S&P A A A A A Moody A3 A3 A A	rred Stocks	CNLTN	190							
DD/A 200 83 7900 62 9500 16,758 00 SCE'D 500 22 5300 18 2000 11,265 00 UEPEO 250 93.9000 89 0000 23,475 00 SAP AA- 60,000 100 9460 98 2640 20,189 20 Moody Aa1 60,000 105 3360 101 1932 63,201 60 S&P A A A A Moody A3 A A A	IECTICUT LIGHT & WER COMPANY \$2 00 PFD			46 1000	32 5000	8,759 00	6,175 00	2,584 00	380 00	4 34%
SCEID 500 22 5300 18 2000 11,265 00 UEPEO 250 93.9000 89 0000 23,475 00 89152UAE2 \$8 \$600,257,00 \$5 Noody Aa1 \$60,000 100 9460 98 2640 20,189 20 263534BQ1 60,000 105 3360 101 1932 63,201 60 S&P A Moody A3 A0000 105 3360 101 1932 63,201 60	INT EI DE NEMOURS & MPANY PFD \$3.50%	DD'A	200	83 7900	62 9500	16,758 00	12,590 00	4,168 00	700 00	4 18%
UEPEO 250 93.9000 89.0000 23.475.00 89152UAE2 20,000 100.9460 98.2640 20,189.20 803534BQ1 60,000 105.3360 101.1932 63,201.60 S&P A Moody A3	HERN CALIFORNIA PFD SON COMPANY % CUMULATIVE	SCED	200	22 5300	18 2000	11,265 00	9,100 00	2,165 00	540 00	4 79%
89152UAE2 20,000 100 9460 98 2640 20,189 20 S&P AA- Moody Aa1 263534BQ1 60,000 105 3360 101 1932 63,201 60 S&P A Moody A3	V ELECTRIC COMPANY O SER CUML PFD	UEPEO	250	93.9000	89 0000	23,475 00	22,250 00	1,225 00	1,125 00	4 79%
89152UAE2 20,000 100 9460 98 2640 20,189 20 S&P AA- Moody Aa1 263534BQ1 60,000 105 3360 101 1932 63,201 60 S&P A Moody A3	ital Preferred Stocks	-	- F3 17	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		\$60,257,000	\$50,115.00	\$10,142.00	\$2,745.00	4.56%
89152UAE2 20,000 100 9460 98 2640 20,189 20 S&P AA- Moody Aa1 263534BQ1 60,000 105 3360 101 1932 63,201 60 S&P A Moody A3	le Bonds									!
Moody Aa1 263534BQ1 60,000 105 3360 101 1932 63,201 60 S&P A Moody A3	CAP	Z	20,000	100 9460	98 2640	20,189 20	19,652 80	536 40	460 00	2 28%
263534BQ1 60,000 105 3360 101 1932 63,201 60 S&P A Moody A3	2 300% DUE 03/15/16 09/15/10 FC 03/15/11									
Moody	NT E I DE NEMOURS	M	000'09	105 3360	101 1932	63,201 60	60,715 90***	2,485 70	3,150.00	4 98%
ONIGIINAL COST #61, 148 01	9 250% DOE 12/15/16 12/15/06 FC 06/15/07 ORIGINAL COST \$61,148	Moody								
22160KAC9 50,000 106 9570 102 7293 53,478 50 S&P A+	O WHOLESALE CORP	22160KA S&P	20,000	106 9570	102 7293	53,478 50	51,364 66***	2,113 84	2,750 00	5 14%
>	5 500% DUE 03/15/17 02/20/07 FC 09/15/07 ORIGINAL COST, \$52 056	Moody								

ASSET DETAILS continued									
	Symbol/CUSIP Bond Reting+	Quantity	Current Pnce	Average Unit Cost	Current Value	Cost	Unrealized Gain/(-)Loss*	Anticipated Annualized Income	Current Yield %
Taxable Bonds continued				,					
MCDONALDS CORP MEDIUM TERM NOTE CPN 5 800% DUE 10/15/17 DTD 10/18/07 FC 04/15/08	58013MEB6 S&P A- Moody. A3	20,000	108 7730	105 6713	21,754 60	21,134 25***	620 35	1,160 00	5 33%
AT&T INC GLBL NOTE CPN 5 600% DUE 05/15/18 DTD 05/13/08 FC 11/15/08 ORIGINAL COST \$22,390,77	00206RAM4 S&P BBB+ Moody: Baa1	000'08	109 0580	106 1984	32,717 40	31,859 52***	857.88	1,680 00	5 13%
BERKSHIRE HATHAWAY FIN CORP SR NOTE CPN 5.400% DUE 05/15/18 DTD 11/15/08 FC 05/15/09 ORIGINAL COST, \$27,280,15	084664BE0 S&P. AA Moody Aa2	25,000	109 8270	107 0797	27,456 75	26,769 92***	686 83	1,350 00	4 92%
CAMPBELL SOUP CO NOTE CPN 4 500% DUE 02/15/19 DTD 01/20/09 FC 08/15/09 ORIGINAL COST, \$26 554 62	134429AT6 S&P BBB+ Moody. A3	25,000	107 1890	105 0918	26,797 25	26,272 96***	524 29	1,125 00	4 20%
BP CAP MKTS PLC GTD NOTE CPN 4 750% DUE 03/10/19 DTD 03/10/09 FC 09/10/09 ORIGINAL COST: \$27 915 75	05565QBJ6 S&P. A Moody A2 75	25,000	109.0620	109 5447	27,265.50	27,386 18***	-120 68	1,187 50	4 36%
BURLINGTON NTHN SANTA FE CORP NOTE CPN 4 700% DUE 10/01/19 DTD 09/24/09 FC 04/01/10 ORIGINAL COST \$56.091.00	12189TBC7 S&P BBB+ Moody A3	20,000	108 9580	110 2369	54,479 00	55,118 47***	-639 47	2,350 00	4 31%
UNION ELEC CO 1ST MTG BOND CPN 5 000% DUE 02/01/20 DTD 01/27/05 FC 08/01/05 ORIGINAL COST \$22.556 20	906548CD2 S&P A Moody: A2	20,000	109 1380	111 4713	21,827 60	22,294 26***	466 66	1,000 00	4 58%
TOTAL CAP GTD NOTE CPN 4 450% DUE 06/24/20 DTD 06/24/10 FC 12/24/10 ORIGINAL COST \$28,946 00	89152UAD4 S&P. AA- Moody Aa1 00	25,000	110 0580	113 5772	27,514 50	28,394.29***	-879 79	1,112 50	4 04%

ASSET DETAILS continued								
Symbol/CUSIP Bond Rating+	Quantity	Current Price	Average Unit Cost	Current Value	Cost	Unrealized Gain/(-)Loss*	Anticipated Annualized Income	Current Yield %
94106LAW9 S&P A- Moody. Baa2	25,000	109.7170	110 7986	27,429 25	27,699 66***	-270 41	1,187 50	4 33%
4 A S	90,000	107 4650	108 0698	53,732 50	54,034 88***	-302 38	2,000 00	3 72%
i	75,000	102.1210	102 8915	76,590 75	77,168 59***	-577 84	2,250 00	2 94%
1 I	58 25,000 BBB+ Baa1	105 2200	101.2057	26,305 00	25,301 42***	1,003 58	950 00	3 61%
	20,000	0065 66	102 0826	49,795 00	51,041 32***	-1,246 32	1,425.00	2.86%
	75,000	106 4780	109 8763	79,858 50	82,407 19***	-2,548 69	3,122 25	3 91%
: T	.5 BBB+ A3	98.5570	102 6856	49,278 50	51,342 82***	-2,064 32	1,525 00	3 09%
1	70,000	94 6010	98 0390	66,220 70	68,627 30	-2,406 60	1,750 00	2 64%

ASSET DETAILS continued									
Taxable Bonds continued	Symbol/CUSIP Bond Rating+	. Quantity .	Current Price	Average Unit Cost	Current Value	Cost	Unrealized Gain/(-)Loss*	Anticipated Annualized Income	Current Yield %
SHELL INTL FIN BV GTD NOTE CPN 2 250% DUE 01/06/23 DTD 12/06/12 FC 07/06/13	822582AV4 S&P AA- Moody. Aa1	. 75,000	94 8060	97 7580	71,104 50	73,318 50	-2,214 00	1,687 50	2 37%
PRECISION CASTPARTS CORP SR NOTE CPN 2 500% DUE 01/15/23 DTD 12/20/12 FC 07/15/13 CALL 10/15/22 @ 100.000	740189AG0 S&P A- Moody. A2	25,000	95.1520	99 6490	23,788 00	24,912.25	-1,124 25	625 00	2 63%
STATOIL ASA GTD NOTE CPN 2 450% DUE 01/17/23 DTD 11/21/12 FC 07/17/13	85771PAG7 S&P. AA- Moody: Aa2	20,000	95 0100	98 7370	47,505 00	49,368 50	-1,863 50	1,225 00	2 58%
APPLE INC NOTE CPN 3 450% DUE 05/06/24 DTD 05/06/14 FC 11/06/14 ORIGINAL COST. \$50,797 00	037833AS9 S&P. AA+ Moody. Aa1 00	50,000	101 8070	101 5756	50,903 50	50,787 82***	115 68	1,725 00	3 39%
Total Taxable Bonds	The same of the sa	25 CO00'026 CONTRACTOR	1		\$999,193.104	\$999,193,108 \$1,006,973,46	-\$7,780.36	\$36,797,25	3.68%

3.32%