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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning OCT 1, 2014, and ending SEP 30, 2015

Name of foundation

LESLIE S. & MARCIA C. RAY
FOUNDATION, INC.

A Employer identification number

04-3340194

Number and street (or P O box number if mail is not delivered to street address)

129 DODGE STREET

Room/suite

B Telephone number

(978) 927-2600

City or town, state or province, country, and ZIP or foreign postal code

BEVERLY, MA 01915

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationI Fair market value of all assets at end of year
(from Part II, col (c), line 16)

\$ 1,161,319. (Part I, column (d) must be on cash basis)

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify)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 ☐

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

(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

N/A

2 Check ☒ if the foundation is not required to attach Sch B3 Interest on savings and temporary
cash investments

14.

14.

STATEMENT 1

4 Dividends and interest from securities

38,241.

38,241.

STATEMENT 2

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

219,361.

b Gross sales price for all
assets on line 6a

767,245.

7 Capital gain net income (from Part IV, line 2)

219,361.

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

340.

0.

STATEMENT 3

12 Total Add lines 1 through 11

257,956.

257,616.

13 Compensation of officers, directors, trustees, etc

0.

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

STMT 4

275.

138.

137.

b Accounting fees

STMT 5

6,174.

3,087.

3,087.

c Other professional fees

17 Interest

18 Taxes

STMT 6

3,056.

0.

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses

STMT 7

5,206.

5,173.

24 Total operating and administrative
expenses Add lines 13 through 23

14,711.

8,398.

3,257.

25 Contributions, gifts, grants paid

60,000.

60,000.

26 Total expenses and disbursements.
Add lines 24 and 25

74,711.

8,398.

63,257.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

183,245.

b Net investment income (if negative, enter -0-)

249,218.

c Adjusted net income (if negative, enter -0-)

N/A

423501 11-24-14 LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2014)

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				5.	5.
	2 Savings and temporary cash investments			2,043.	7,884.	7,884.
	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					
	b Investments - corporate stock STMT 8			291,905.	187,634.	294,827.
	c Investments - corporate bonds					
	11 Investments - land, buildings, and equipment basis ▶					
Less accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other STMT 9			615,333.	897,003.	858,603.	
14 Land, buildings, and equipment: basis ▶						
Less accumulated depreciation ▶						
15 Other assets (describe ▶)						
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)			909,281.	1,092,526.	1,161,319.	
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 Total liabilities (add lines 17 through 22)			0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted			909,281.	1,092,526.	
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds					
	28 Paid-in or capital surplus, or land, bldg., and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds					
	30 Total net assets or fund balances			909,281.	1,092,526.	
	31 Total liabilities and net assets/fund balances			909,281.	1,092,526.	

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	909,281.
2 Enter amount from Part I, line 27a	2	183,245.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,092,526.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,092,526.

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			
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 767,245.		547,884.	219,361.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			219,361.

2 Capital gain net income or (net capital loss) $\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right\}$	2	219,361.
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	60,145.	1,227,427.	.049001
2012	57,025.	1,101,175.	.051786
2011	51,117.	994,711.	.051389
2010	41,528.	987,762.	.042043
2009	39,792.	872,415.	.045611

2 Total of line 1, column (d)	2	.239830
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	.047966
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	1,256,337.
5 Multiply line 4 by line 3	5	60,261.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,492.
7 Add lines 5 and 6	7	62,753.
8 Enter qualifying distributions from Part XII, line 4	8	63,257.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.
See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	2,492.
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	2,492.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,492.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	2,160.	
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	2,160.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	332.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► 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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>NONE</u>	13	X	
14	The books are in care of ► <u>DAVID RAY</u> Telephone no. ► <u>(978) 927-2600</u> Located at ► <u>129 DODGE STREET, BEVERLY, MA</u> ZIP+4 ► <u>01915</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 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? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☒ No If "Yes," list the years ►		
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? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.) 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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LESLIE S. RAY	PRESIDENT/DIRECTOR			
303 BROOKSBY VILLAGE DRIVE, UNIT 505	0.08	0.	0.	0.
PEABODY, MA 01960				
ELIZABETH H. SHELLEY	TREASURER/DIRECTOR			
13 SPRUCE LANE	0.02	0.	0.	0.
WELLS, ME 04090				
DAVID RAY	CLERK/DIRECTOR			
39 BELCHER STREET	0.25	0.	0.	0.
ESSEX, MA 01929				

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

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

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

0

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C

0.

2014.05060 LESLIE S. & MARCIA C. RAY F LESRAYF1

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	1,259,832.
b	Average of monthly cash balances	1b	15,637.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,275,469.
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	1,275,469.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	19,132.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,256,337.
6	Minimum investment return Enter 5% of line 5	6	62,817.

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	62,817.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	2,492.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,492.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	60,325.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	60,325.
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	60,325.

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	63,257.
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	63,257.
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	2,492.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	60,765.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				60,325.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			39,013.	
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: ► \$ 63,257.				
a Applied to 2013, but not more than line 2a			39,013.	
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				24,244.
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 (a))	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				36,081.
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				

N/A

- ☐ 4942(1)(3) or ☐ 4942(1)(5)

- (4) Gross investment income**

2014.05060 LESLIE S. & MARCIA C. RAY F LESRAYF1

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AMERICAN RED CROSS 100 CUMMINGS CENTER BEVERLY, MA 01915	NONE	PUBLIC CHARITY	GENERAL OPERATING BUDGET	7,500.
BEVERLY BOOTSTRAPS 371 CABOT STREET BEVERLY, MA 01915	NONE	PUBLIC CHARITY	GENERAL OPERATING BUDGET	5,000.
BEVERLY CHILDRENS LEARNING 600 CUMMINGS CENTER, SUITE 171X BEVERLY, MA 01915	NONE	PUBLIC CHARITY	GENERAL OPERATING BUDGET	10,000.
GORDON COLLEGE 255 GRAPEVINE ROAD WENHAM, MA 01984	NONE	PUBLIC CHARITY	GENERAL OPERATING BUDGET	1,000.
HARBORLIGHT COMMUNITY PARTNERS 221 CABOT STREET BEVERLY, MA 01915	NONE	PUBLIC CHARITY	GENERAL OPERATING BUDGET	2,500.
Total			SEE CONTINUATION SHEET(S) ▶ 3a	60,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

3a

3b

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

- | | | | |
|---|--|-------|-----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes |
| | a Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | |
| | (2) Other assets | 1a(2) | |
| | b Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | |
| | (4) Reimbursement arrangements | 1b(4) | |
| | (5) Loans or loan guarantees | 1b(5) | |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | |
| | c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | |
| | d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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

May the IRS discuss this return with the preparer shown below (see instr.)?

☒ Yes ☐ No

Signature of officer or trustee

Date _____

Title

DIRECTOR

**Paid
Preparer
Use Only**

Print/Type preparer's name

TERASA M. MARSHALL
CPA

Preparer's signature

TERASA M. MARSHAL

Date

02/11/16

Check ☐ if
self-employed

PTIN

P00149617

Firm's name ► **ANTHONY & DODGE, PC**

Firm's EIN ▶ 04-3256180

Firm's address ► 75 RAILROAD AVENUE
SOUTH HAMILTON, MA 01982

Phone no. 978-468-7338

Form **990-PF** (2014)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	20.063 SHS ALTRIA GROUP INC	P	VARIOUS	11/28/14
b	3.642 SHS COMCAST CORP	P	VARIOUS	11/28/14
c	390.365 SHS FIRST TRUST	P	VARIOUS	11/28/14
d	29.792 SHS FRANKLIN ADJUSTABLE US GOVT	P	VARIOUS	11/28/14
e	23.443 GENERAL ELECTRIC COMPANY	P	VARIOUS	11/28/14
f	218.414 SHS GROWTH FUND OF AMERICA	P	VARIOUS	11/28/14
g	2.505 SHS IBM	P	VARIOUS	11/28/14
h	3.027 SHS KRAFT FOODS GROUP INC	P	VARIOUS	11/28/14
i	16.215 SHS MICROSOFT CORP	P	VARIOUS	07/15/15
j	3.814 SHS MONDELEZ INTERNATIONAL	P	VARIOUS	11/28/14
k	7.002 SHS NOVARTIS A G SPONSORED ADR	P	04/11/14	11/28/14
l	24.756 SHS PFIZER INC	P	VARIOUS	11/28/14
m	23.563 SHS WEC ENERGY GROUP INC	P	VARIOUS	07/15/15
n	412.482 ALTRIA GROUP INC	P	VARIOUS	11/28/14
o	219.679 SHS COMCAST CORP	P	VARIOUS	11/28/14

(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 1,009.		824.	185.
b 207.		192.	15.
c 5,108.		5,416.	-308.
d 258.		259.	-1.
e 621.		606.	15.
f 10,355.		9,165.	1,190.
g 407.		465.	-58.
h 181.		170.	11.
i 743.		736.	7.
j 149.		135.	14.
k 677.		579.	98.
l 773.		758.	15.
m 1,117.		1,137.	-20.
n 20,742.		7,514.	13,228.
o 12,495.		6,445.	6,050.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			185.
b			15.
c			-308.
d			-1.
e			15.
f			1,190.
g			-58.
h			11.
i			7.
j			14.
k			98.
l			15.
m			-20.
n			13,228.
o			6,050.

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	6170.036 SHS FIRST TRUST	P	VARIOUS	11/28/14
b	4021.54 SHS FRANKLIN ADJUSTABLE US GOVT	P	VARIOUS	11/28/14
c	680.108 SHS GENERAL ELECTRIC COMPANY	P	VARIOUS	11/28/14
d	3176.1 SHS GROWTH FUND OF AMERICA	P	VARIOUS	11/28/14
e	112.579 SHS IBM	P	VARIOUS	11/28/14
f	2206.296 SHS JANUS VENTURE FUND	P	VARIOUS	11/28/14
g	79.014 SHS KRAFT FOODS GROUP INC	P	VARIOUS	11/28/14
h	602.674 SHS MICROSOFT CORP	P	VARIOUS	07/15/15
i	234.873 SHS MONDELEZ INTERNATIONAL	P	VARIOUS	11/28/14
j	247.668 SHS NOVARTIS A G SPONSORED ADR	P	VARIOUS	11/28/14
k	734.6 SHS PFIZER INC	P	VARIOUS	11/28/14
l	611.466 SHS WEC ENERGY GROUP INC	P	VARIOUS	07/15/15
m	2408.92 SHS JANUS FUND	P	01/02/02	07/15/15
n	CAPITAL GAINS DIVIDENDS			
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 80,731.		96,966.	-16,235.
b 34,827.		35,629.	-802.
c 18,023.		22,177.	-4,154.
d 150,579.		103,696.	46,883.
e 18,302.		11,396.	6,906.
f 154,994.		125,618.	29,376.
g 4,737.		2,054.	2,683.
h 27,600.		15,089.	12,511.
i 9,180.		3,703.	5,477.
j 23,934.		14,372.	9,562.
k 22,942.		18,147.	4,795.
l 28,975.		10,204.	18,771.
m 110,000.		54,432.	55,568.
n 27,579.			27,579.
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-16,235.
b			-802.
c			-4,154.
d			46,883.
e			6,906.
f			29,376.
g			2,683.
h			12,511.
i			5,477.
j			9,562.
k			4,795.
l			18,771.
m			55,568.
n			27,579.
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	219,361.
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

LESLIE S. & MARCIA C. RAY
FOUNDATION, INC.

04-3340194

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
NORTH SHORE YMCA 245 CABOT STREET BEVERLY, MA 01915	NONE	PUBLIC CHARITY	GENERAL OPERATING BUDGET	12,500.
NORTHEAST HEALTH SYSTEM (BEVERLY HOSPITAL FUND) 85 HERRICK STREET BEVERLY, MA 01915	NONE	PUBLIC CHARITY	GENERAL OPERATING BUDGET	2,000.
PERKINS SCHOOL FOR BLIND 175 NORTH BEACON STREET WATERTOWN, MA 02472	NONE	PUBLIC CHARITY	GENERAL OPERATING BUDGET	1,000.
SALVATION ARMY 50 ELLIOTT STREET BEVERLY, MA 01915	NONE	PUBLIC CHARITY	GENERAL OPERATING BUDGET	7,500.
UNITED WAY OF THE NORTH SHORE 248 CABOT STREET BEVERLY, MA 01915	NONE	PUBLIC CHARITY	GENERAL OPERATING BUDGET	10,000.
UNIVERSITY OF MAINE P.O. BOX 370 ORONO, ME 04473-0370	NONE	PUBLIC CHARITY	GENERAL OPERATING BUDGET	1,000.
Total from continuation sheets				34,000.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
K-1 - ALLIANCE RESOURCE PARTNERS	5.	5.	
RAYMOND JAMES SECURITIES - CASH ACCOUNT	7.	7.	
UNITED STATES TREASURY	2.	2.	
TOTAL TO PART I, LINE 3	14.	14.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
RAYMOND JAMES SECURITIES FUNDS	65,820.	27,579.	38,241.	38,241.	
TO PART I, LINE 4	65,820.	27,579.	38,241.	38,241.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
K-1 ORDINARY BUSINESS	340.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	340.	0.	

FORM 990-PF	LEGAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEGAL FEES	275.	138.		137.	
TO FM 990-PF, PG 1, LN 16A	275.	138.		137.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	6,174.	3,087.		3,087.	
TO FORM 990-PF, PG 1, LN 16B	6,174.	3,087.		3,087.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL TAXES	3,056.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	3,056.	0.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
K-1 - ALLIANCE RESOURCES PTRS	52.	52.		0.	
STATE FILING FEE	35.	17.		18.	
BANK SERVICE FEE	30.	15.		15.	
RAYMOND JAMES MANAGEMENT FEE	5,089.	5,089.		0.	
TO FORM 990-PF, PG 1, LN 23	5,206.	5,173.		33.	

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
WISCONSIN ENERGY CORP	0.	0.
COMCAST	0.	0.
COCA COLA	15,907.	27,097.
MERCK	26,399.	37,612.
ALTRIA	0.	0.
GENERAL ELECTRIC	0.	0.
PFIZER	0.	0.
EXXON	20,490.	23,870.
PEPSICO	19,742.	30,889.
MICROSOFT	0.	0.
JOHNSON & JOHNSON	42,782.	62,027.
IBM	0.	0.
NOVARTIS	0.	0.
KRAFT FOODS	0.	0.
PHILIP MORRIS	17,235.	30,933.
PEOPLE'S UNITED	45,079.	82,399.
MONDELEZ	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10B	187,634.	294,827.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
JANUS VENTURE FUNDS	COST	52,308.	52,536.
JANUS FUND CLASS T N/L	COST	72,499.	88,471.
FIRST TRUST 4	COST	0.	0.
ALLIANCE RES PARTNER	COST	12,270.	15,831.
BLACKROCK DIVID	COST	72,917.	61,225.
GROWTH FUND OF AMERICA	COST	0.	0.
FRANKLIN ADJUSTABLE	COST	0.	0.
FIRST EAGLE OVERSEAS	COST	93,143.	85,061.
INVESCO FUND	COST	67,534.	62,914.
JPMORGAN STRATEGIC	COST	66,622.	64,311.
LORD ABBETT	COST	72,065.	70,075.
PIMCO	COST	89,278.	85,679.
TEMPLETON GLOBAL	COST	90,382.	78,468.
VANGUARD WELLESLEY	COST	104,755.	98,637.
ISHARES EMERGING MARKETS	COST	40,988.	34,473.
ISHARES TRUST	COST	62,242.	60,922.
TOTAL TO FORM 990-PF, PART II, LINE 13		897,003.	858,603.