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Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

2014Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2014 or tax year beginning 10/01/14, and ending 09/30/15

Name of foundation MILDRED SHEFFIELD WELLS CHAR. TRUST C/O BANK OF AMERICA		A Employer identification number 56-6505336
Number and street (or P.O. box number if mail is not delivered to street address) NC7-002-17-01, 421 FAYETTEVILLE ST		B Telephone number (see instructions) 252-756-8888
Room/suite MALL		
City or town, state or province, country, and ZIP or foreign postal code RALEIGH NC 27601		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 6,190,018	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
(Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c) and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	140,448	140,448		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	186,805			
	b Gross sales price for all assets on line 6a 1,612,181				
	7 Capital gain net income (from Part IV, line 2)		186,805		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	327,253	327,253	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	104,196	52,085		52,111
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) Stmt 1	8,990	4,495		4,495
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) Stmt 2	7,040			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att sch) Stmt 3	1,197			1,197
	24 Total operating and administrative expenses. Add lines 13 through 23	121,423	56,580	0	57,803
	25 Contributions, gifts, grants paid	260,510			260,510
26 Total expenses and disbursements. Add lines 24 and 25	381,933	56,580	0	318,313	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-54,680				
b Net investment income (if negative, enter -0-)		270,673			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2014)

DAA

JAN 11 2016

ENVELOPE DATE

SCANNED JAN 19 2016

JAN 19 2016

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	81,969	110,952	110,952
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶	0		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U.S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule) See Stmt 4	5,158,112	5,074,449	6,079,066
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	5,240,081	5,185,401	6,190,018
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 (attach schedule)			
	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. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	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	5,240,081	5,185,401	
	30 Total net assets or fund balances (see instructions)	5,240,081	5,185,401	
	31 Total liabilities and net assets/fund balances (see instructions)	5,240,081	5,185,401	

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	5,240,081
2 Enter amount from Part I, line 27a	2	-54,680
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	5,185,401
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	5,185,401

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 SALE OF PUBLICLY TRADED SECURITIES		P	Various	Various
b SALE OF PUBLICLY TRADED SECURITIES		P	Various	Various
c INCOME FROM PARTNERSHIP K-1		P	Various	Various
d VARIOUS FUNDS				
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 323,393		329,863	-6,470
b 1,182,363		1,067,324	115,039
c		28,189	-28,189
d 106,425			106,425
e			

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			-6,470
b			115,039
c			-28,189
d			106,425
e			

2 Capital gain net income or (net capital loss)

If gain, also enter in Part I, line 7
If (loss), enter -0- in Part I, line 7

2

186,805

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)

If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in
Part I, line 8

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	319,416	6,809,347	0.046908
2012	299,012	6,342,400	0.047145
2011	307,619	6,000,045	0.051269
2010	286,899	6,246,607	0.045929
2009	256,101	5,692,061	0.044993

2 Total of line 1, column (d)**2**

0.236244

3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years**3**

0.047249

4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5**4**

6,716,828

5 Multiply line 4 by line 3**5**

317,363

6 Enter 1% of net investment income (1% of Part I, line 27b)**6**

2,707

7 Add lines 5 and 6**7**

320,070

8 Enter qualifying distributions from Part XII, line 4**8**

318,313

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	5,413
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	5,413
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	5,413
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	5,487
b	Exempt foreign organizations – tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	5,487
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	74
11	Enter the amount of line 10 to be Credited to 2015 estimated tax 74 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
b 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
c 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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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) <input type="checkbox"/> NC		
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 ► N/A	13	X	
14	The books are in care of ► JAMES G SULLIVAN 1100 CONFERENCE DRIVE Located at ► GREENVILLE NC ZIP+4 ► 27858 Telephone no ► 252-756-8888			
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		
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1) If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	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?	N/A	1c
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? If "Yes," list the years ► 20 , 20 , 20 , 20	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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 ► 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014)	N/A	3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

5a During the year did the foundation pay or incur any amount to

(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)? ☐ Yes ☒ No **5b** N/A

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? ☐ Yes ☒ No **7b** N/A

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? ☐ Yes ☒ No **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? ☐ Yes ☒ No **7b** N/A

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BANK OF AMERICA 421 FAYETTEVILLE ST RALEIGH NC 27601	TRUSTEE 7.63	69,446	0	0
JAMES G SULLIVAN 1100 CONFERENCE DRIVE GREENVILLE NC 27858	CHAIRMAN 2.22	20,170	0	0
DANNY MCNALLY 498 RED BANKS ROAD GREENVILLE NC 27858	MEMBER 0.50	4,580	0	0
ROBERT HUDAK 401 E 4TH STREET GREENVILLE NC 27858	MEMBER 1.10	10,000	0	0

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶**Part IX-A Summary of Direct Charitable Activities**

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

	Expenses
1 N/A	
2	
3	
4	

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

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	6,601,224
b	Average of monthly cash balances	1b	217,891
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	6,819,115
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	6,819,115
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	102,287
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,716,828
6	Minimum investment return. Enter 5% of line 5	6	335,841

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	335,841
2a	Tax on investment income for 2014 from Part VI, line 5	2a	5,413
b	Income tax for 2014 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,413
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	330,428
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	330,428
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	330,428

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	318,313
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	318,313
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	318,313

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				330,428
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			315,332	
b Total for prior years 20____, 20____, 20____				
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				
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 318,313				
a Applied to 2013, but not more than line 2a			315,332	
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2014 distributable amount				2,981
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract 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 assessed				
d Subtract line 6c from line 6b Taxable amount – see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount – see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				327,447
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)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
N/A

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed
DIST COMMITTEE 252-756-8888
1100 CONFERENCE DR GREENVILLE NC 27858

b The form in which applications should be submitted and information and materials they should include
APPLICATION FORMS AVAILABLE AT ABOVE ADDRESS

c Any submission deadlines:
NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
See Statement 5

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Statement 6				260,510
Total			3a	260,510
b Approved for future payment VIDANT MEDICAL CENTER FOUNDATION P.O. BOX 8489 GREENVILLE NC 27835-8489	N/A	501C3 501C3	PURPOSES	75,000
Total			3b	75,000

Federal Statements

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Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
SULLIVAN, SHEARIN & COMPANY	\$ 8,990	\$ 4,495	\$	\$ 4,495
Total	\$ 8,990	\$ 4,495	\$ 0	\$ 4,495

Statement 2 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
PP-PF EXCISE TAX PR YR BAL DUE	\$ 1,553	\$	\$	\$
EXCISE TAX CURRENT YR EST PMTS	\$ 5,487	\$	\$	\$
Total	\$ 7,040	\$ 0	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part II, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses	\$	\$	\$	\$
DIST. COMMITTEE INSURANCE	1,197			1,197
Total	\$ 1,197	\$ 0	\$ 0	\$ 1,197

Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SEE SCHEDULE	\$ 5,158,112	\$ 5,074,449		\$ 6,079,066
Total	\$ 5,158,112	\$ 5,074,449		\$ 6,079,066

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Federal Statements

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Form 990-PF, Part XV, Line 2b - Application Format and Required ContentsDescription

APPLICATION FORMS AVAILABLE AT ABOVE ADDRESS

Form 990-PF, Part XV, Line 2c - Submission DeadlinesDescription

NONE

Statement 5 - Form 990-PF, Part XV, Line 2d - Award Restrictions or LimitationsDescription

501C3 ORGANIZATIONS WITHIN PITT COUNTY, NORTH CAROLINA,
OR 501C3 ORGANIZATIONS ENGAGED IN ARTHRITIC OR CANCER
RESEARCH WHEREVER LOCATED

Federal Statements

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FYE: 9/30/2015

Statement 6 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year

Name		Address		Relationship	Status	Purpose	Amount
THE SALVATION ARMY	GREENVILLE NC 27834	N/A	2337 DICKINSON AVE		501C3	501C3 PURPOSES	6,351
BOY'S & GIRL'S CLUB OF PITT COUNTY	WINTERVILLE NC 28590	N/A	FIRETOWER ROAD		501C3	501C3 PURPOSES	6,350
ST PAULS EPISCOPAL CHURCH	GREENVILLE NC 27858	N/A	401 E 4TH STREET		501C3	501C3 PURPOSES	6,351
OPERATION SUNSHINE INC	GREENVILLE NC 27836	N/A	P.O. BOX 3412		501C3	501C3 PURPOSES	6,000
GREENVILLE CHORAL SOCIETY	GREENVILLE NC 27835	N/A	P.O. BOX 1357		501C3	501C3 PURPOSES	11,500
CHURCHES OUTREACH NETWORK	GREENVILLE NC 27833	N/A	P.O. BOX 31045		501C3	501C3 PURPOSES	
GREENVILLE MUSEUM OF ART	GREENVILLE NC 27834	N/A	802 SOUTH EVANS STREET		501C3	501C3 PURPOSES	
THE LITTLE WILLIE CENTER	GREENVILLE NC 27834	N/A	807 W 5TH STREET		501C3	501C3 PURPOSES	
LIFE OF NC INC/NC STRIVE	GREENVILLE NC 27833	N/A	P.O. BOX 30733		501C3	501C3 PURPOSES	
NC EASTERN REGION STEM EAST	KINSTON NC 28504	N/A	3802 HIGHWAY 58 NORTH		501C3	501C3 PURPOSES	
FOOD BANK OF CENTRAL & EASTERN NC	GREENVILLE NC 27834	N/A	1712 UNION STREET		501C3	501C3 PURPOSES	20,000
OAKMONT BAPTIST CHURCH	GREENVILLE NC 27858	N/A	1100 RED BANKS ROAD		501C3	501C3 PURPOSES	
GREENVILLE COMMUNITY SHELTERS	GREENVILLE NC 27834	N/A	207 MANHATTAN AVENUE		501C3	501C3 PURPOSES	
WAHL-COATES ELEMENTARY SCHOOL	GREENVILLE NC 27858	N/A	2200 E FIFTH STREET		501C3	501C3 PURPOSES	
NORTH PITT HIGH SCHOOL	BETHEL NC 27812	N/A	5659 NC 11 NORTH		501C3	501C3 PURPOSES	
VIDANT MEDICAL CENTER FOUNDATION	GREENVILLE NC 27835-8489	N/A	P.O. BOX 8489		501C3	501C3 PURPOSES	25,000
ULSTER PROJECT OF GREENVILLE	GREENVILLE NC 27858	N/A	206 S LIBRARY STREET		501C3	501C3 PURPOSES	10,000

BWP105 MILDRED SHEFFIELD WELLS CHAR. TRUST
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Federal Statements

Statement 6 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name		Address		Relationship	Status	Purpose	Amount
PITT COMMUNITY COLLEGE		GREENVILLE NC 27828		N/A	P.O. DRAWER 7007	501C3 PURPOSES	30,000
WINTERGREEN INDERMEDIATE		GREENVILLE NC 27858		N/A	4720 COUNTY HOME ROAD	501C3 PURPOSES	35,967
DH CONLEY HIGH SCHOOL MEDIA CENTER		GREENVILLE NC 27858		N/A	2006 WORTHINGTON ROAD	501C3 PURPOSES	38,881
AYDEN RURAL FIRE ASSOCIATION		GREENVILLE NC 27858		N/A	3327 STANLEY ROAD	501C3 PURPOSES	44,500
COMMUNITY FELLOWSHIP MINISTRIES		GREENVILLE NC 27828		N/A	P.O. BOX 141	501C3 PURPOSES	19,610
FARMVILLE NC 27828					501C3		260,510
Total							

MILDRED SHEFFIELD WELLS CHARITABLE TRUST
EIN 56-6505336

FORM 990-PF PART II LINE 10
YEAR ENDED 9-30-2015

UNITS	DESCRIPTION	MARKET VALUE	BOOK VALUE
<u>CORPORATE STOCK</u>			
	74 ACADIA HEALTHCARE CO INC	4,903 98	3,417 73
	107 ACADIA PHARMACEUTICALS INC	3,538 49	2,807 32
	250 ACCENTURE PLC	24,565 00	16,744 28
	78 ACE LTD	8,065 20	7,052 40
	106 ACI WORLDWIDE INC	2,238 72	2,541 77
	53 ADVANCED AUTO PTS INC	10,045 09	8,853 17
	25 AFFILIATED MANAGERS GROUP	4,274 75	2,932 82
	11 AGIOS PHARMACEUTICALS INC	776 49	1,182 26
	55 AKORN INC	1,567 78	2,367 03
	94 AKORN INC	2,679 47	2,522 21
	51 ALIGN TECHNOLOGY INC	2,894 76	2,832 08
	42 ALLSTATE CORP	2,446 08	3,017 69
	250 ALTRIA GROUP INC	13,600 00	2,283 32
	203 ALTRIA GROUP INC	11,043 20	5,120 65
	20 AMAG PHARMACEUTICALS INC	794 60	1,221 20
	30 AMAZON COM INC	15,356 70	6,336 69
	64 AMERICAN ELEC PWR INC	3,639 04	1,981 11
	684 AMERICAN EXPRESS CO	50,704 92	27,150 00
	350 AMERICAN INTL GROUP INC	19,887 00	14,567 69
	25 AMERISOURCEBERGEN CORP	2,374 75	994 63
	27 AMERISOURCEBERGEN CORP	2,564 73	2,923 08
	123 AMETEK INC	6,435 36	3,280 26
	267 AMPHENOL CORP	13,606 32	7,381 99
	154 ANHEUSER BUSCH INBEV	16,373 28	15,365 51
	37 AON PLC	3,278 57	3,783 26
	800 APACHE CORP	31,328 00	28,934 32
	250 APPLE INC	27,575 00	28,895 91
	157 APPLE INC	17,317 10	13,312 30
1626 016	ARTISAN INTERNATIONAL FUND	43,853 65	50,000 00
	26 ASHLAND INC	2,616 12	3,329 30
	44 AUTOLIV INC	4,796 44	3,004 66
	77 AUTOMATIC DATA PROCESSING INC	6,187 72	2,398 81
	25 AUTOZONE INC	18,095 75	9,052 61
	10 AVALONBAY CMNTYS INC	1,748 20	1,704 10
	50 AVIS BUDGET GROUP INC	2,184 00	3,045 05
	105 BANK OF THE OZARKS INC	4,594 80	4,453 99
	115 BANKUNITED INC	4,111 25	3,668 14
	33 BE AEROSPACE INC	1,448 70	1,616 44
	500 BERKSHIRE HATHAWAY INC	65,200 00	39,516 57
	116 BERRY PLASTICS GROUP INC	3,488 12	2,552 42
	111 BIOGEN IDEC INC	32,390 91	13,097 90
	21 BIOMARIN PHARMACEUTICAL INC	2,211 72	2,840 68
	42 BITAUTO HLDGS LTD	1,250 34	1,736 59
	75 BLACKROCK INC	22,310 25	19,192 04
	26 BLACKROCK INC	7,734 22	5,153 83
9514 748	BLACKSTONE ALTERNATIVE MULTI-STRATEGY FUND	98,667 94	100,000 00
5990 702	BLACKROCK GLOBAL LONG/SHORT EQUITY FUND	70,810 10	70,000 00
	52 BOEING CO	6,809 40	3,482 18
	63 BP PLC	1,925 28	2,983 05
	260 BRISTOL MYERS SQUIBB CO	15,392 00	9,105 38
	120 BRISTOL MYERS SQUIBB CO	7,104 00	7,993 25
	33 BROADSOFT INC	988 68	1,258 41
	87 BROWN FORMAN CORP	8,430 30	8,189 03
	77 BRUNSWICK CORP	3,687 53	4,032 48
	62 BURLINGTON STORES INC	3,164 48	3,497 92
	127 CABOT OIL & GAS CORP	2,776 22	3,852 42
	60 CALIFORNIA RESOURCES CORP	156 00	472 82
	40 CANADIAN NATIONAL RAILWAY	2,270 40	1,514 50
	90 CANADIAN PAC RY LTD	12,921 30	12,047 33
	71 CARLISLE COS INC	6,203 98	5,631 30
	61 CARRIZO OIL & CO INC	1,862 94	2,785 10

MILDRED SHEFFIELD WELLS CHARITABLE TRUST
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FORM 990-PF PART II LINE 10
YEAR ENDED 9-30-2015

UNITS	DESCRIPTION	MARKET VALUE	BOOK VALUE
24	CARTER HLDGS INC	2,175 36	2,408 22
121	CBL & ASSOC PPTYS INC	1,663 75	2,287 02
141	CBRE GROUP INC	4,512 00	2,897 55
275	CBS CORP	10,972.50	10,440 24
50	CELGENE CORP	5,408 50	4,323 45
63	CENTENE CORP	3,416 49	4,599.02
58	CENTENE CORP	3,145 34	2,158 91
76	CF INDS HLDGS INC	3,412 40	4,786.19
550	CHEVRON CORP	43,384 00	19,507 30
57	CHEVRON CORP	4,496 16	4,224 70
7	CHIPOTLE MEXICAN GRILL INC	5,041 75	1,722 33
60	CHUBB CORP	7,359 00	4,037 81
74	CIENA CORP	1,533 28	1,866 60
121	CIENA CORP	2,507 12	2,802 11
328	CISCO SYS INC	8,610 00	7,599 26
64	CIT GROUP INC	2,561 92	2,994 96
382	CITIGROUP INC	18,951 02	16,078 01
53	CITRIX SYS INC	3,671 84	3,661 57
75	CLOROX CO	8,664 75	5,028 12
92	CME GROUP INC	8,532 08	5,711 65
11126 56	CMG ULTRA SHORT TERM BOND FUND	100,139 04	100,027 78
81	CMS ENERGY CORP	2,860 92	1,745 14
250	COCA COLA CO	10,030 00	6,418 23
77	COGNEX CORP	2,646 49	2,212 98
5448 05	COHEN & STEERS PFD SECS & INCOME FUND INC	73,112 83	75,000 00
2251 539	COLUMBIA ACORN FUND	65,902 55	57,995 83
3906 658	COLUMBIA ACORN INTL FUND	152,945 66	160,066 64
5733 244	COLUMBIA DIVIDEND INCOME FUND	99,758 45	75,000 00
10267 079	COLUMBIA EMERGING MARKETS FUND	88,912 90	100,000 00
5482 903	COLUMBIA INCOME OPPORTUNITIES FUND	51,977 92	54,058 27
10367 569	COLUMBIA SELECT LARGE CAP GROWTH FUND	172,205 32	150,000 00
2082 949	COLUMBIA TECHNOLOGY FUND	38,909 49	20,000 00
300	COMCAST CORP	17,064 00	11,851 40
231	COMCAST CORP	13,139 28	12,122 31
44	COMPUTER SCIENCES CORP	2,700 72	2,850 33
25	CONOCOPHILLIPS	1,199 00	1,316 42
38	CONVERGYS CORP	878 18	876 06
13	CORE LABORATORIES	1,297 40	2,109 95
120	CORNERSTONE ONDEMAND INC	3,960 00	4,350 79
32	CROWN CASTLE INTL CORP	2,523 84	2,752 58
104	CVS HEALTH CORP	10,033 92	8,059 83
146	DANA HLDG CORP	2,318 48	3,077 20
13	DARDEN RESTAURANTS INC	891 02	887 64
1550 868	DELAWARE EMERGING MKTS FUND	17,726 42	25,000 00
23	DELPHI AUTOMOTIVE PLC	1,748 92	1,950 57
15	DEXCOM INC	1,287 90	1,362 97
38	DEXCOM INC	3,262 68	1,652 01
30	DIAMONDBACK ENERGY INC	1,938 00	2,339 48
20	DILLARDS INC	1,747 80	1,510 05
350	DISNEY WALT CO	35,770 00	26,409 64
54	DOLBY LABORATORIES INC	1,760 40	2,122 94
35	DOMINION RES INC	2,463 30	1,774 31
9174 312	DOUBLELINE TOTAL RETURN BD FUND	100,366.97	100,000 00
65	DOVER CORP	3,716.70	2,397 07
29	DOVER CORP	1,658 22	2,009 78
69	DR HORTON INC	2,025 84	1,956 15
94	DUKE ENERGY CORP	1,790 70	1,935 44
46	DUNKIN BRANDS GROUP INC	2,254 00	2,408 23
11215 478	EATON VANCE	97,574 66	101,485 46
49	EASTMAN CHEM CO	3,171 28	4,042 15
25	EASTMAN CHEM CO	1,618 00	1,965 61
214	EBAY INC	5,230 16	4,244 40
175	EMC CORP	4,228 00	4,429 80

MILDRED SHEFFIELD WELLS CHARITABLE TRUST
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FORM 990-PF PART II LINE 10
YEAR ENDED 9-30-2015

UNITS	DESCRIPTION	MARKET VALUE	BOOK VALUE
	66 ENANTA PHARMACEUTICALS INC	2,385 24	2,865 40
	32 ENDURANCE SPECIALTY HLDGS LTD	1,952 96	1,989 74
	16 ENERGEN CORP	797 76	1,071 09
	162 ENTEGRIS INC	2,136 78	1,392 07
	111 ENVISION HEALTHCARE HLDGS INC	4,083 69	3,716 01
	50 EOG RES INC	3,640 00	5,335 22
	17 EPR PTYS	876 69	1,000 44
	12 ESSEX PTY TR INC	2,681 04	2,801 91
	84 EVERCORE PARTNERS INC	4,220 16	2,943 55
	67 EXPEDIA INC	7,884 56	6,764 09
	44 EXPEDIA INC	5,177 92	1,079 22
	20 EXPRESS SCRIPTS HLDG CO	1,619 20	1,129 80
	550 EXXON MOBILE CORP	40,892 50	14,517 89
	172 EXXON MOBILE CORP	12,788 20	12,725 42
	34 F5 NETWORKS INC	3,937 20	3,199 35
24942	789 FEDERATED STRATEGIC VALUE FUND	141,425 61	125,000 00
5025	146 FIDELITY ADVISOR FLOATING RATE HIGH INCOME FUND	47,336 88	50,000 00
	104 FIFTH THIRD BANCORP	1,966 64	1,991 08
	54 FIREEYE INC	1,718 28	2,342 78
	67 FIRST REP BK SAN FRANCISCO	4,205 59	2,674 57
	54 FNF GROUP	1,915 38	1,997 89
	81 FOOT LOCKER INC	5,829 57	4,043 71
	57 FORTINET INC	2,421 36	2,792 56
	98 FORTINET INC	4,163 04	3,471 50
10550	758 FRANKLIN FTLG RATE DAILY ACCESS FUND	91,369 56	96,790 30
	29 GARTNER GROUP INC	2,433 97	1,277 10
	45 GENERAL DYNAMICS CORP	6,207 75	6,829 08
	1300 GENERAL ELEC CO	32,786 00	28,375 83
	421 GENERAL ELEC CO	10,617 62	10,917 78
	142 GENERAL MLS INC	7,970 46	7,547 62
	36 GENESEE & WYO INC	2,126 88	2,667 29
	525 GILEAD SCIENCES INC	51,549 75	19,299 77
	77 GILEAD SCIENCES INC	7,560 63	7,621 60
2300	678 GLENMEDE SMALL CAPITALIZATION EQUITY PORTFOLIO INSTL	58,322 19	62,500 00
	44 GLOBAL PMTS INC	5,048 12	3,163 35
	40 GOOGLE INC CLASS A	25,534 80	17,454 83
	40 GOOGLE INC CLASS C	24,336 80	17,264 47
	18 GRAINGER WW INC	3,870 18	3,344 62
	79 GREAT PLAINS ENERGY INC	2,134 58	2,114 83
	48 GUIDEWARE SOFTWARE INC	2,523 84	2,778 33
	23 GUIDEWARE SOFTWARE INC	1,209 34	1,221 96
	50 HAIN CELESTIAL GROUP INC	2,580 00	2,971 79
	242 HANESBRANDS INC	7,003 48	6,381 09
2505	708 HARBOR INTERNATIONAL FUND	151,770 73	138,306 62
	83 HARMAN INTL INDS INC	7,967 17	7,213 76
	42 HCA HLDGS INC	3,249 12	1,294 60
	197 HD SUPPLY HLDGS INC	5,638 14	5,482 30
	140 HD SUPPLY HLDGS INC	4,006 80	4,117 62
	60 HEARTLAND PMT SYS INC	3,780 60	1,249 53
	69 HERSHEY CO	6,339 72	6,388 48
	287 HILTON WORLDWIDE HLDGS INC	6,583 78	8,081 06
	164 HOME DEPOT INC	18,940 36	7,599 52
	117 HOME DEPOT INC	13,512 33	2,265 38
	650 HONEYWELL INTL INC	61,548 50	18,605 99
	99 HONEYWELL INTL INC	9,374 31	5,095 63
	75 HORIZON PHARMA PLC	1,486 50	2,424 58
	73 IAC / INTERACTIVE CORP	4,764 71	2,956 18
	42 ICON PLC	2,980 74	2,312 55
	31 IDEXX LABS INC	2,301 75	2,313 92
	66 IMAX CORP	2,230 14	2,207 09
	24 INCYTE CORP	2,647 92	2,480 90
	74 INFINERA CORP	1,447 44	1,793 52
	171 INFINERA CORP	3,344 76	3,083 08

MILDRED SHEFFIELD WELLS CHARITABLE TRUST
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FORM 990-PF PART II LINE 10
YEAR ENDED 9-30-2015

UNITS	DESCRIPTION	MARKET VALUE	BOOK VALUE
288	INTEL CORP	8,680 32	5,361 86
45	INTERACTIVE BROKERS GROUP INC	1,776 15	976 70
275	INTERNATIONAL BUSINESS MACHS	39,866 75	22,954 39
60	INTUIT	5,325 00	5,912 29
1455 604	INVESCO INTL GROWTH FUND	43,566 23	50,000 00
550	ISHARES RUSSELL 1000 GROWTH ETF	51,150 00	42,422 13
800	ISHARES RUSSELL 2000 ETF	87,360 00	52,236 92
520	ISHARES MSCI EMERGING MKTS MIN VOL ETF	25,906 40	29,208 26
300	ISHARES TR S&P GLOBAL INFO TECHNOLOGY	26,991 00	16,671 33
1000	ISHARES US PFD STK ETF	38,600 00	37,907 99
65	ISIS PHARMACEUTICALS INC	2,627 30	2 601 47
21	JACK IN THE BOX INC	1,617 84	1,227 47
869 566	JANUS ENTERPRISE FUND	74,617 46	75,000 00
86	JARDEN CORP	4,203 68	4,695 39
19	JAZZ PHARMACEUTICALS PLC	2,523 39	2,323 69
4362 299	JOHN HANCOCK FDS III DISCIPLINED VALUE MID CAP FUND	84,715 85	75,000 00
500	JOHNSON & JOHNSON	46,675 00	14,287 50
149	JOHNSON & JOHNSON	13,909 15	10,451 44
100	JPMORGAN ALERIAN MLP INDEX ETN	3,039 00	3,943 04
244	J P MORGAN CHASE & CO	14,876 68	11,557 37
1304 894	J P MORGAN US LARGE CAP CORE PLUS	35,767 14	25,000 00
1995 487	KALMAR GROWTH WITH VALUE SMALL CAP FUND	35,439 85	31,137 32
200	KANSAS CITY SOUTHERN	18,176 00	11,135 85
118	KAPSTONE PAPER & PACKAGING CORP	1,948 18	991 63
108	KERYX BIOPHARMACEUTICALS INC	380 16	1,535 81
54	KEYSIGHT TECHNOLOGIES INC	1,665 36	2,008 26
64	KIMBERLY CLARK CORP	6,978 56	4,359 43
300	KINDER MORGAN INC	8,304 00	11,386 37
142	KINDER MORGAN INC	3,930 56	5,674 02
100	KRAFT HEINZ CORP	7,058 00	3,322 84
60	LABORATORY CORP AMER HLDGS	6,508 20	5,223 44
8536 147	LAZARD EMERGING MKTS EQUITY PORTFOLIO INSTL	117,030 58	160,000 00
56	L BRANDS INC	5,047 28	2,879 55
60	LINCOLN NATL CORP	2,847 60	3,419 39
29	LINKEDIN CORP	5,513 77	6,342 04
100	LOCKHEED MARTIN CORP	20,731 00	11,417 79
34	LOCKHEED MARTIN CORP	7,048 54	6,456 54
27	LULULEMON ATHLETICA INC	1,367 55	1,694 31
32	LYONDELLBASELL INDUSTRIES	2,667 52	2,748 34
85	MACYS INC	4,362 20	3,714 23
36	MANHATTAN ASSOCS INC	2,242 80	966 61
15	MARKETAXESS HLDGS INC	1,393 20	985 47
140	MARSH & MCLENNAN COS INC	7,310 80	5,502 65
210	MARVELL TECHNOLOGY GROUP LTD	1,900 50	2,765 90
50	MCDONALDS CORP	4,926 50	2,738 06
110	MCGRAW HILL FINL INC	9,515 00	11,436 35
29	MEAD JOHNSON NUTRITION CO	2,041 60	2,757 57
53	MEDIDATA SOLUTIONS INC	2,231 83	2,529 39
80	MEDIVATION INC	3,400 00	3,142 32
105	MEDTRONIC PLC	7,028 70	8,081 65
35	MERCADOLIBRE INC	3,187 10	4,561 41
252	MERCK & CO INC	12,446 28	10,182 06
19115 985	METRO WEST T/R BD CL I	207,026 12	196,546 99
196	MFA FINL INC	1,334 76	1,548 65
700	MICROSOFT CORP	30,982 00	17,718 33
448	MICROSOFT CORP	19,828 48	14,404 71
31	MIDDLEBY CORP	3,260 89	3,409 89
63	MOMENTA PHARMACEUTICALS INC	1,033 83	673 96
200	MONDELEZ INTL INC	8,374 00	2,720 44
158	MONSANTO CO	13,483 72	9,696 98
24	M&T BK CORP	2,926 80	2,991 36
85	MURPHY OIL CORP	2,057 00	3,556 34
8669 264	NATIXIS FDS TR II ASG GLOBAL ALTERNATIVES FUND	92,154 28	100,000 00

MILDRED SHEFFIELD WELLS CHARITABLE TRUST
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UNITS	DESCRIPTION	MARKET VALUE	BOOK VALUE
150	NESTLE	11,245 05	9,465 16
41	NEXTERA ENERGY INC	3,999 55	2,148 96
175	NIKE INC	21,519 75	5,432 27
38	NORDSON CORP	2,391 72	1,995 78
31	NORDSTROM INC	2,223 01	2,494 72
50	NOVARTIS	4,596 00	2,905 30
150	NOVO-NORDISK	8,136 00	4,703 61
46	NXP SEMICONDUCTORS	4,005 22	2,710 87
150	OCCIDENTAL PETE CORP	9,922 50	13,095 14
75	OCCIDENTAL PETE CORP	4,961 25	5,508 18
61	OLD DOMINION FGHT LINE INC	3,721 00	3,380 33
102	OWENS ILL INC	2,113 44	2,493 89
29	PACKAGING CORP AMER	1,744 64	1,955 89
11	PALO ALTO NETWORKS INC	1,892 00	1,862 37
29	PARKER HANNIFIN CORP	2,821 70	1,218 22
214	PAYPAL HOLDINGS INC	6,642 56	6,563 70
147	PENTAIR PLC	7,502 88	6,757 84
375	PEPSICO INC	35,362 50	13,350 00
84	PEPSICO INC	7,921 20	8,035 91
19	PERRIGO CO	2,988 13	3,314 92
389	PFIZER INC	12,218 49	5,943 74
71	PG&E CORP	3,748 80	4,074 46
59	PG&E CORP	3,115 20	3,097 51
144	PHILIP MORRIS INTL INC	11,423 52	5,979 22
150	PHILLIPS 66	11,526 00	8,181 06
50	PINNACLE WEST CAP CORP	3,207 00	3,142 62
77	PNC FINL SVCS GROUP INC	6,868 40	5,046 65
54	POLARIS INDS INC	6,472 98	3,170 99
41	POWER INTEGRATIONS INC	1,728 97	2,604 21
52	PPG INDS INC	4,559 88	3,795 70
66	PRECISION CASTPARTS CORP	15,160 86	9,507 88
48	PRICE T ROWE GROUP INC	3,336 00	1,389 74
13	PRICELINE GROUP INC	16,079 18	5,686 19
19483 881	PRINCIPAL PFD SECS FUND INSTL	197,176 88	200,000 00
150	PROCTER & GAMBLE CO	10,791 00	4,477 78
102	PROCTER & GAMBLE CO	7,337 88	6,777 31
31	PROOFPOINT INC	1,869 92	1,092 41
25	PROTO LABS INC	1,675 00	1,715 16
44	PUBLIC STORAGE INC	9,311 72	7,292 65
1100	QUALCOM INC	59,103 00	26,472 50
24	REPUBLIC SVCS INC	988 80	984 55
5672 678	ROBECO BOSTON PARTNERS LONG/SHORT RES FUND	84,806 54	85,000 00
68	ROBERT HALF INTL INC	3,478 88	2,069 60
600	ROCHE HLDG LTD	19,726 80	18,888 71
70	ROPER INDS INC	10,969 00	6,775 17
12	ROYAL CARIBBEAN CRUISES LTD	1,069 08	980 88
77	ROYAL DUTCH SHELL PLC	3,649 03	4,948 77
101	SABRE CORP	2,745 18	2,886 43
72	SBA COMMUNICATIONS CORP	7,541 28	6,544 70
186	SCHLUMBERGER LTD	12,828 42	13,373 58
82	SCHLUMBERGER LTD	5,655 54	7,747 18
3756 993	SCHRODER EMERGING MKT EQUITY FUND	41,063 93	50,000 00
22	SEACOR HLDGS INC	1,315 82	1,596 54
32	SEMPRA ENERGY	3,095 04	1,792 35
27	SHERWIN WILLIAMS CO	6,015 06	2,267 24
38	SIGNET JEWELERS LTD	5,172 94	4,715 58
25	SIGNET JEWELERS LTD	3,403 25	1,019 79
55	SILGAN HOLDINGS INC	2,862 20	1,947 00
26	SIMON PPTY GROUP INC	4,776 72	3,939 94
24	SKECHERS USA INC	3,217 92	2,418 71
28	SKYWORKS SOLUTIONS INC	2,357 88	675 42
44	SNAP ON INC	6,641 36	7,066 58
164	SOUTHWEST AIRLS CO	6,238 56	5,944 19

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UNITS	DESCRIPTION	MARKET VALUE	BOOK VALUE
	57 SPLUNK INC	3,154 95	3,163 00
	300 S&P BIOTECH	18,675 00	5,396 25
	77 SS&C TECHNOLOGIES HLDGS INC	5,393 08	2,816 02
	500 STARBUCKS CORP	28,420 00	12,734 06
	135 STARWOOD HOTELS & RESORTS WORLDWIDE	8,974 80	4,998 31
	81 STEELCASE INC	1,491 21	1,515 50
	88 SUPERNUS PHARMACEUTICALS INC	1,234 64	1,491 20
	300 3M CO	42,531 00	24,721 58
	48 TABLEAU SOFTWARE INC	3,829 44	3,527 75
	41 TANDEM DIABETES CARE INC	361 21	542 42
	63 TCF FINL CORP	955 08	992 57
1014	63 TCW SELECT EQUITIES FUND	27,354 42	25,000 00
	70 TEXAS INSTRS INC	3,466 40	2,555 07
	123 TEXAS INSTRS INC	6,090 96	3,980 85
	350 THERMO FISHER SCIENTIFIC CORP	42,798 00	17,210 75
1708	386 THORNBURG INTL VALUE FUND	47,903 14	41,583 31
	89 TIME WARNER INC	6,118 75	7,558 42
	197 TJX COS INC	14,069 74	4,448 84
	46 TJX COS INC	3,285 32	3,244 52
	129 TOTAL SYS SVCS INC	5,860 47	3,051 45
	39 TOWERS WATSON & CO	4,577 82	4,482 57
	32 TOWERS WATSON & CO	3,756 16	1,762 73
	61 TRACTOR SUPPLY CO	5,143 52	3,308 05
	13 TRANSDIGM GROUP INC	2,761 33	2,891 20
	29 UGI CORP	1,009 78	998 47
1110	308 UNDISCOVERED MANAGERS FDS BEHAVIORAL VALUE FUND	60,334 14	62,500 00
1986	UNION PAC CORP	175,582 26	84,451 08
	73 UNITED PARCEL SVC INC	7,204 37	6,404 32
	93 UNITED RENTALS INC	5,584 65	4,552 00
	900 UNITED TECHNOLOGIES CORP	80,091 00	38,089 68
	72 UNITED TECHNOLOGIES CORP	6,407 28	6,715 58
	12 UNITED THERAPEUTICS CORP	1,574 88	640 52
	25 UNIVERSAL HLTH SVCS INC	3,120 25	1,024 31
	21 UNIVERSAL HLTH SVCS INC	2,621 01	2,471 75
	131 US BANCORP	5,372 31	3,737 43
	800 VANGUARD REIT	60,432 00	54,447 48
	83 VERIFONE SYS INC	2,301 59	2,997 32
	38 VERINT SYS INC	1,639 70	2,265 78
	350 VERIZON COMMUNICATIONS INC	15,228 50	10,868 70
	257 VERIZON COMMUNICATIONS INC	11,182 07	8,278 16
	45 V F CORP	3,069 45	1,901 73
	500 VISA INC	34,830 00	16,058 11
	57 WABTEC CORP	5,018 85	1,733 88
	123 WAL-MART STORES INC	7,975 32	9,738 47
	64 WASTE MGMT INC	3,187 84	1,976 44
	216 WEATHERFORD INTL	1,831 68	2,210 17
	51 WEC ENERGY GROUP INC	2,663 22	1,743 25
	695 WELLS FARGO & CO	35,688 25	18,748 82
	266 WELLS FARGO & CO	13,659 10	9,587 79
	85 WERNER ENTERPRISES INC	2,133 50	2,614 92
	87 WESTROCK CO	4,475 28	5,639 55
	75 WHITEWAVE FOODS CO	3,011 25	2,686 31
	89 WILLIAMS SONOMA INC	6,795 15	6,353 81
	66 WILLIAMS SONOMA INC	5,039 10	3,348 27
	350 WISDOMTREE JAPAN HEDGED EQUITY FUND	17,031 00	16,841 29
	87 WUXI PHARMATECH CAYMAN INC	3,759 27	2,838 63
	42 WYNDHAM WORLDWIDE CORP	3,019 80	1,262 94
	42 WYNDHAM WORLDWIDE CORP	3,019 80	3,747 89
	139 YAHOO INC	4,018 49	3,469 71
	45 YY INC	2,454 30	2,918 32
	32 ZEBRA TECHNOLOGIES CORP	2,449 60	2,386 31
	18 ZIMMER BIOMET HLDGS INC	1,690 74	1,845 96
	200 ZOETIS INC	8,236 00	6,289 24

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FORM 990-PF PART II LINE 10
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UNITS	DESCRIPTION	MARKET VALUE	BOOK VALUE
		6,079,066 13	5,074,448 73