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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 DEC 1, 2014, and ending NOV 30, 2015

Name of foundation THE FULLERTON FOUNDATION		A Employer identification number 57-0847444
Number and street (or P O box number if mail is not delivered to street address) P. O. BOX 2208	Room/suite	B Telephone number 864-489-6678
City or town, state or province, country, and ZIP or foreign postal code GAFFNEY, SC 29342-2208		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 36,803,436.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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		86,974.		N/A	
2 Check <input 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		1,224,800.	1,224,798.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,753,392.			
b Gross sales price for all assets on line 6a 37,000,707.					
7 Capital gain net income (from Part IV, line 2)			1,753,392.		
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		<92,786.>	<26,657.>		STATEMENT 2
12 Total. Add lines 1 through 11		2,972,380.	2,951,533.		
13 Compensation of officers, directors, trustees, etc		208,590.	52,148.		156,442.
14 Other employee salaries and wages		22,145.	5,536.		16,609.
15 Pension plans, employee benefits		30,353.	7,588.		22,765.
16a Legal fees					
b Accounting fees STMT 3		15,700.	3,925.		11,775.
c Other professional fees STMT 4		168,769.	168,769.		0.
17 Interest					
18 Taxes STMT 5		87,555.	24,851.		11,198.
19 Depreciation and depletion		7,837.	1,959.		
20 Occupancy					
21 Travel, conferences, and meetings		14,800.	0.		14,800.
22 Printing and publications					
23 Other expenses STMT 6		102,775.	67,622.		35,153.
24 Total operating and administrative expenses. Add lines 13 through 23		658,524.	332,398.		268,742.
25 Contributions, gifts, grants paid		1,694,759.			1,694,759.
26 Total expenses and disbursements. Add lines 24 and 25		2,353,283.	332,398.		1,963,501.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		619,097.			
b Net investment income (if negative, enter -0-)			2,619,135.		
c Adjusted net income (if negative, enter -0-)				N/A	

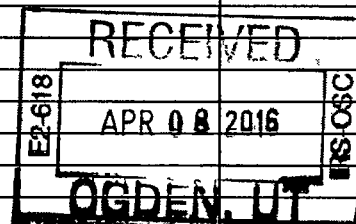
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LHA For Paperwork Reduction Act Notice, see instructions.

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P 19

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Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	4,039.	158,925.	158,925.	
	2 Savings and temporary cash investments	574,210.	1,700,515.	1,700,515.	
	3 Accounts receivable ▶				
	Less: allowance for doubtful accounts ▶				
	4 Pledges receivable ▶				
	Less: allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations STMT 8	2,159,977.	1,913,515.	1,831,687.	
	b Investments - corporate stock STMT 9	24,299,305.	23,923,837.	23,926,930.	
	c Investments - corporate bonds STMT 10	3,047,085.	1,241,890.	1,234,596.	
	11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other STMT 11	4,315,925.	5,422,196.	5,866,158.		
14 Land, buildings, and equipment: basis ▶ 339,818.					
Less: accumulated depreciation ▶ 207,598.	140,057.	132,220.	132,220.		
15 Other assets (describe ▶ STATEMENT 12)	1,687,205.	1,980,225.	1,952,405.		
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	36,227,803.	36,473,323.	36,803,436.		
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 ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted	36,227,803.	36,473,323.		
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> 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	36,227,803.	36,473,323.			
31 Total liabilities and net assets/fund balances	36,227,803.	36,473,323.			

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	36,227,803.
2 Enter amount from Part I, line 27a	2	619,097.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	36,846,900.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	373,577.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	36,473,323.

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 STATEMENT			
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 37,000,707.		35,247,315.	1,753,392.

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			1,753,392.

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	1,753,392.
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	1,790,898.	39,679,569.	.045134
2012	2,060,923.	39,212,828.	.052557
2011	1,695,348.	38,296,899.	.044269
2010	2,060,906.	39,883,231.	.051673
2009	1,957,280.	39,319,626.	.049779

2 Total of line 1, column (d)	2	.243412
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	.048682
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	38,625,370.
5 Multiply line 4 by line 3	5	1,880,360.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	26,191.
7 Add lines 5 and 6	7	1,906,551.
8 Enter qualifying distributions from Part XII, line 4	8	1,963,501.

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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	26,191.
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	26,191.
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	26,191.
6	Credits/Payments:		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	58,835.
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	58,835.
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	32,644.
11	Enter the amount of line 10 to be: Credited to 2015 estimated tax <input checked="" type="checkbox"/> 32,644. Refunded <input checked="" type="checkbox"/>	11	0.

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. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 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) <input checked="" type="checkbox"/> SC		
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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		X	

Website address ► N/A

14 The books are in care of ► W. CARLISLE HAMRICK Telephone no. ► 864-489-6678
 Located at ► GAFFNEY, SC ZIP+4 ► 29342-2208

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? Yes No
16 X
 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 ►

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? If "Yes," list the years ► _____, _____, _____	<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. ► _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	X

Part 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**

If "Yes" to 6b, file Form 8870

X

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
SEE STATEMENT 13		208,590.	9,436.	0.

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
CITIGROUP GLOBAL MARKETS INC. - 700 SPRINGS FOREST RD. SUITE 200, RALEIGH, NC 27609	INVESTMENT MANAGEMENT	168,769.
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	38,895,021.
b	Average of monthly cash balances	1b	186,333.
c	Fair market value of all other assets	1c	132,220.
d	Total (add lines 1a, b, and c)	1d	39,213,574.
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	39,213,574.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	588,204.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	38,625,370.
6	Minimum investment return. Enter 5% of line 5	6	1,931,269.

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	1,931,269.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	26,191.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	26,191.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,905,078.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,905,078.
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	1,905,078.

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	1,963,501.
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	1,963,501.
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	26,191.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,937,310.

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				1,905,078.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			1,694,759.	
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: ▶ \$ 1,963,501.				
a Applied to 2013, but not more than line 2a			1,694,759.	
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				268,742.
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:	0.			
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				1,636,336.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

Part 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 ATTACHED STATEMENT 20		PUBLIC CHARITIES		1,694,759.
Total			3a	1,694,759.
b Approved for future payment				
SEE ATTACHED STATEMENT 20		PUBLIC CHARITIES		1,679,057.
Total			3b	1,679,057.




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

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

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
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.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	 Signature of officer or trustee	3-30-16 Date	 Treasurer Title		
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	DERON B. STANCIL		3-4-16		P00221718
	Firm's name ▶ ELLIOTT DAVIS DECOSIMO, LLC/PLLC				Firm's EIN ▶ 57-0381582
	Firm's address ▶ PO BOX 6286 GREENVILLE, SC 29606-6286				Phone no. 864-242-3370

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2014

Name of the organization

THE FULLERTON FOUNDATION

Employer identification number

57-0847444

Organization type (check one).

Filers of:

Section:

Form 990 or 990-EZ

☐

501(c)() (enter number) organization

☐4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐

527 political organization

Form 990-PF

☒

501(c)(3) exempt private foundation

☐

4947(a)(1) nonexempt charitable trust treated as a private foundation

☐

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**☒

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules☐

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.☐For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year.

\$

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

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

Name of organization

Employer identification number

THE FULLERTON FOUNDATION

57-0847444

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ESTATE OF MARGIE HAMRICK C/O FULLERTON FOUNDATION PO BOX 2208 GAFFNEY, SC 29342	\$ 86,574.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

Employer identification number

THE FULLERTON FOUNDATION**57-0847444****Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization THE FULLERTON FOUNDATION	Employer identification number 57-0847444
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Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ► \$ _____
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

THE FULLERTON FOUNDATION

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	UNIFIED MGMT	P	VARIOUS	VARIOUS
b	CGA-INTL	P	VARIOUS	VARIOUS
c	WEDGE CAPITAL	P	VARIOUS	VARIOUS
d	MANAGED FUTURES	P	VARIOUS	VARIOUS
e	AURORA	P	VARIOUS	VARIOUS
f	SCHEDULE K-1 NET ST GAINS	P	VARIOUS	VARIOUS
g	SCHEDULE K-1 NET LT GAINS	P	VARIOUS	VARIOUS
h	SCHEDULE K-1 NET SECTION 1256 GAINS	P	VARIOUS	VARIOUS
i	SCHEDULE K-1 NET SECTION 1231 LOSSES	P	VARIOUS	VARIOUS
j	SCHEDULE K-1 DISPOSITION ADJUSTMENT	P	VARIOUS	VARIOUS
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 24,938,179.		23,904,347.	1,033,832.
b 3,705,249.		3,913,900.	<208,651.>
c 5,110,572.		5,107,667.	2,905.
d 297,100.		39,181.	257,919.
e 2,560,107.		2,280,923.	279,184.
f 79,336.			79,336.
g 201,208.			201,208.
h 4,250.			4,250.
i		1,297.	<1,297.>
j 104,706.			104,706.
k			
l			
m			
n			
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			1,033,832.
b			<208,651.>
c			2,905.
d			257,919.
e			279,184.
f			79,336.
g			201,208.
h			4,250.
i			<1,297.>
j			104,706.
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	1,753,392.
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

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
CASH DIVIDENDS -						
UNIFIED MGMT	732,822.	0.	732,822.	732,822.		
DIVIDENDS - CGA FV	546.	0.	546.	546.		
DIVIDENDS - CGA						
LAZARD	63,156.	0.	63,156.	63,156.		
DIVIDENDS -						
CGA/FIRST TRUST	138,818.	0.	138,818.	138,818.		
DIVIDENDS -						
PRIVATE EQUITY	14,284.	0.	14,284.	14,284.		
DIVIDENDS - SSB	58.	0.	58.	58.		
INTEREST - BOYS						
REG	325.	0.	325.	325.		
INTEREST - CGA						
LAZARD	10.	0.	10.	10.		
INTEREST -						
CGA/FIRST	15.	0.	15.	15.		
INTEREST - UNIFIED						
MGMT	185.	0.	185.	185.		
INTEREST - WEDGE	198,088.	0.	198,088.	198,088.		
INTEREST U.S. -						
WEDGE	72,177.	0.	72,177.	72,177.		
K-1 DIVIDENDS -						
VARIOUS PTP						
INVESTMENTS	2,356.	0.	2,356.	2,356.		
K-1 INTEREST -						
VARIOUS PTP/ ALT.						
INVS.	1,960.	0.	1,960.	1,958.		
TO PART I, LINE 4	1,224,800.	0.	1,224,800.	1,224,798.		

FORM 990-PF	OTHER INCOME		STATEMENT	2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
OTHER INCOME	1,343.	1,343.		
SCH K-1 OTHER LOSS - VARIOUS PTP				
INVESTMENTS	<92,850.>	<28,000.>		
EQUITY ADJUSTMENTS - MANAGED				
FUTURES	<1,279.>	0.		
TOTAL TO FORM 990-PF, PART I, LINE 11	<92,786.>	<26,657.>		

FORM 990-PF	ACCOUNTING FEES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	15,700.	3,925.		11,775.	
TO FORM 990-PF, PG 1, LN 16B	15,700.	3,925.		11,775.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT MANAGEMENT FEES	168,769.	168,769.		0.	
TO FORM 990-PF, PG 1, LN 16C	168,769.	168,769.		0.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL PAYROLL TAXES	14,686.	3,672.		11,015.	
FEDERAL EXCISE TAXES	51,507.	0.		0.	
FOREIGN TAXES	20,782.	20,782.		0.	
FOREIGN TAXES - SCH K-1S	336.	336.		0.	
STATE PAYROLL TAXES	244.	61.		183.	
TO FORM 990-PF, PG 1, LN 18	87,555.	24,851.		11,198.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
AUTO EXPENSE	3,473.	0.		3,473.	
SCHOLARSHIP EXPENSE	8,126.	0.		8,126.	
DUES & SUBSCRIPTIONS	4,700.	1,175.		3,525.	
OFFICE EXPENSE	10,747.	2,687.		8,060.	
LIABILITY INSURANCE	4,229.	1,057.		3,172.	
TELEPHONE	1,704.	426.		1,278.	
WORKERS COMP	2,047.	512.		1,535.	
UTILITIES	1,800.	450.		1,350.	
MISCELLANEOUS	1,659.	415.		1,244.	
SCH K-1 OTHER DEDUCTIONS -					
VARIOUS INVESTMENTS	60,900.	60,900.		0.	
EMPLOYEE EXPENSE	3,390.	0.		3,390.	
TO FORM 990-PF, PG 1, LN 23	102,775.	67,622.		35,153.	

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
DESCRIPTION		AMOUNT	
ADJUSTMENT FOR TIMING DIFFERENCES BETWEEN BOOKS AND TAX		373,577.	
TOTAL TO FORM 990-PF, PART III, LINE 5		373,577.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	8
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
SEE ATTACHED STATEMENT 16	X		74,218.	74,177.	
SEE ATTACHED STATEMENT 16		X	1,839,297.	1,757,510.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			74,218.	74,177.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			1,839,297.	1,757,510.	
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,913,515.	1,831,687.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
SEE ATTACHED STATEMENT 17	23,923,837.	23,926,930.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	23,923,837.	23,926,930.	

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
SEE ATTACHED STATEMENT 16	1,241,890.	1,234,596.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,241,890.	1,234,596.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
HEDGE FUND OF FUNDS/MANAGED FUTURES	COST	5,422,196.	5,866,158.
TOTAL TO FORM 990-PF, PART II, LINE 13		5,422,196.	5,866,158.

FORM 990-PF	OTHER ASSETS	STATEMENT	12
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ASSET BACKED SECURITIES - SEE ATTACHED STATEMENT 16	1,687,205.	1,980,225.	1,952,405.
TO FORM 990-PF, PART II, LINE 15	1,687,205.	1,980,225.	1,952,405.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
CHARLES F. HAMRICK II P.O. BOX 2208 GAFFNEY, SC 29342-2208	CHAIRMAN 1.00	4,000.	0.	0.
LYMAN W. HAMRICK P.O. BOX 2208 GAFFNEY, SC 29342-2208	SECRETARY 1.00	4,000.	0.	0.
W. CARLISLE HAMRICK P.O. BOX 2208 GAFFNEY, SC 29342-2208	TREASURER 1.00	4,000.	0.	0.
CHARLES J. BONNER P.O. BOX 2208 GAFFNEY, SC 29342-2208	CONSULTANT 20.00	50,840.	6,767.	0.
JEAN HAMRICK HAAS P.O. BOX 2208 GAFFNEY, SC 29342-2208	DIRECTOR 0.25	4,000.	0.	0.
A. WARDLAW HAMRICK P.O. BOX 2208 GAFFNEY, SC 29342-2208	DIRECTOR 1.00	4,000.	0.	0.
ELAINE HAMRICK SHIELDS P.O. BOX 2208 GAFFNEY, SC 29342-2208	DIRECTOR 0.25	4,000.	0.	0.
CHRIS M. STEED P.O. BOX 2208 GAFFNEY, SC 29342-2208	EXECUTIVE DIRECTOR 40.00	129,750.	2,669.	0.
HELEN B. ATWOOD P.O. BOX 2208 GAFFNEY, SC 29342-2208	DIRECTOR 0.25	4,000.	0.	0.
FRANCES R. ROSS P.O. BOX 2208 GAFFNEY, SC 29342-2208	DIRECTOR 0.25	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		208,590.	9,436.	0.

THE FULLERTON FOUNDATION, INC.

EIN: 57-0847444

SCHEDULE OF MARKETABLE SECURITIES - OTHER SECURITIES

November 30, 2015

Description	Interest Rate	Maturity Date	Quantity	Cost	Market Value
U.S. GOVERNMENT AND U.S. GOVERNMENT GOVERNMENT AGENCY OBLIGATIONS:					
UNITED STATES TREASURY NOTE	0.063%	04/30/18	75,000	\$74,217.56	\$74,176.50
MUNICIPAL BONDS:					
ALABAMA ST PUB SCH & COLL AU TAXABLE-CAP IMPT POOL REV	5.15%	09/01/27	105,000	\$124,236.35	\$119,609.70
CHICAGO ILL PUB BLDG COMMN SPOBLIG	6.50%	01/01/16	100,000	\$115,644.00	\$100,443.00
CHOCTAW CNTY MISS HOSP REV CHOCTAW COUNTY HOSP	7.20%	08/01/26	15,000	\$18,121.95	\$15,610.20
CHOCTAW CNTY MISS HOSP REV CHOCTAW COUNTY HOSP	7.50%	08/01/29	20,000	\$24,354.80	\$20,854.40
FAIRFAX CNTY VA BABDP PUB IMPT-E	4.15%	10/01/18	55,000	\$61,320.70	\$58,534.30
FRANKLIN TENN BABDP PUB IMPT-B	4.45%	03/01/18	30,000	\$34,155.05	\$32,071.50
IDAHO HEALTH FACS AUTH RE OID	5.47%	09/01/16	15,000	\$17,398.05	\$15,517.35
KING CNTY WASH QECBD GENL OBLIG-D	5.43%	12/01/25	25,000	\$30,309.90	\$29,747.00
MARYLAND ST DEPT TRANSN CONS TRANSN BUILD AMERICA-B	3.60%	06/15/17	35,000	\$38,396.90	\$36,165.50
MARYLAND ST GENL OBLIG SER-A BUILD AMERICA	4.30%	03/01/22	60,000	\$64,657.35	\$66,142.80
MARYLAND ST GENL OBLIG SER-D	4.35%	08/01/25	45,000	\$47,276.55	\$49,358.25
METROPOLITAN GVT NASHVILLE DAVIDSON CNTY TN GENL OBLIG	2.11%	07/01/20	85,000	\$85,000.00	\$86,002.15
MISSISSIPPI ST GENL OBLIG REF-D	2.20%	10/01/21	155,000	\$155,000.00	\$155,147.25
MISSISSIPPI ST GENL OBLIG SER-D	5.54%	10/01/29	30,000	\$34,403.70	\$34,717.80
MUNICIPAL ELEC AUTH GA REV REF-A	5.07%	01/01/19	40,000	\$44,220.10	\$40,227.96
NEW JERSEY ST TPK AUTH TPK REV-SER-B	4.25%	01/01/16	5,000	\$5,000.00	\$5,015.90
NEW YORK ST DORM AUTH ST PERS INCOME TAX REV SER-A	5.60%	12/15/15	65,000	\$74,446.20	\$65,132.60
NEW YORK ST DORM AUTH ST PERS INCOME TAX REV-G	3.23%	03/15/17	35,000	\$37,077.25	\$36,094.80
NORFOLK VA IMPT BUILD AMERICA	4.40%	03/01/18	15,000	\$16,906.10	\$16,035.45
NORTH CAROLINA MUN PWR AGY NO 1 CATAWBA	5.48%	01/01/21	40,000	\$45,604.85	\$45,685.60
OHIO ST MAJOR NEW ST INFRASTRUCTURE PROJ REV-2 BUILD	3.64%	06/15/16	45,000	\$48,401.20	\$45,756.90
OREGON CMNTY COLLEGE DIST	5.68%	06/30/26	25,000	\$28,624.80	\$30,307.75
OREGON SCH BRDS ASSN	4.67%	06/30/20	95,000	\$105,134.25	\$102,618.05
OREGON ST GENL OBLIG	5.31%	06/01/16	45,000	\$47,912.45	\$17,953.79
TENNESSEE ST GENL OBLIG SER-C	3.53%	08/01/23	85,000	\$90,618.35	\$90,623.60
TEXAS ST GENL OBLIG REF SER-B	2.59%	10/01/21	60,000	\$60,000.00	\$61,690.20
TEXAS ST GENL OBLIG REF SER-B	2.99%	10/01/23	85,000	\$84,997.20	\$87,107.15
TEXAS TECH UNIV REV FING SYS REF AND IMPT-B	2.10%	02/15/20	120,000	\$120,000.00	\$121,406.40
UNIVERSITY ALA GEN REV	4.64%	07/01/19	10,000	\$11,252.95	\$10,888.20
VIRGINIA COLLEGE BLDG AUTH VA EDL FACS BABDP REV A-2	5.00%	09/01/25	20,000	\$22,281.30	\$23,181.40
VIRGINIA ST HSG DEV AUTH REV-C	6.07%	08/01/18	50,000	\$59,866.40	\$54,913.50

VIRGINIA ST HSG DEV AUTH REV-C

6.07%	11/01/18	75,000	<u>\$86,678.25</u>	<u>\$82,950.00</u>
TOTAL			\$1,839,296.95	\$1,757,510.45

CORPORATE BONDS:

ALABAMA POWER CO SER S,	5.88%	12/01/22	70,000	\$82,507.90	\$80,640.70
ALLSTATE CORP,	7.45%	05/16/19	50,000	\$60,285.50	\$58,810.00
AT&T INC,	2.45%	06/30/20	80,000	\$78,732.00	\$79,229.60
BANK OF AMERICA CORP,	5.63%	07/01/20	70,000	\$79,112.60	\$78,654.10
BERKSHIRE HATHAWAY FIN,	3.00%	05/15/22	40,000	\$38,271.65	\$41,132.40
BRANCH BANKING & TRUST,	2.30%	10/15/18	65,000	\$65,682.50	\$65,903.50
CATERPILLAR FINANCIAL,	2.05%	08/01/16	30,000	\$30,564.35	\$30,266.10
CHEVRON CORP,	3.19%	06/24/23	40,000	\$39,786.50	\$40,871.20
CONOCOPHILLIPS,	6.00%	01/15/20	90,000	\$103,667.70	\$102,425.40
DEERE & COMPANY,	2.60%	06/08/22	40,000	\$37,194.00	\$39,651.20
ELI LILLY & CO,	5.20%	03/15/17	25,000	\$27,534.70	\$26,331.00
EXXON MOBIL CORPORATION,	3.18%	03/15/24	40,000	\$41,176.80	\$41,154.00
GENERAL ELECTRIC CAPITAL CORPORATION,	1.04%	04/02/18	80,000	\$81,016.00	\$80,470.40
IBM CORP,	7.63%	10/15/18	45,000	\$58,792.05	\$52,312.05
JOHNSON & JOHNSON,	2.95%	09/01/20	25,000	\$25,827.30	\$26,213.50
JP MORGAN CHASE & CO,	6.00%	01/15/18	50,000	\$55,910.50	\$54,338.50
MCDONALDS CORP,	1.88%	05/29/19	30,000	\$30,153.85	\$29,744.70
MICROSOFT CORP SR NT,	2.38%	05/01/23	30,000	\$27,285.30	\$29,495.70
PEPSICO INC,	7.90%	11/01/18	25,000	\$32,648.05	\$29,363.50
SUNTRUST BANK,	5.45%	12/01/17	60,000	\$64,328.25	\$64,215.60
TOYOTA MOTOR CREDIT CORP,	2.00%	10/24/18	40,000	\$40,317.20	\$40,419.20
VERIZON COMMUNICATIONS,	4.60%	04/01/21	70,000	\$75,000.80	\$75,898.90
WAL-MART STORES INC,	3.25%	10/25/20	25,000	\$26,164.50	\$26,587.00
WELLS FARGO & COMPANY,	3.55%	09/29/25	40,000	\$39,930.00	\$40,467.60
TOTAL				\$1,241,890.00	\$1,234,595.85

ASSET BACKED SECURITIES:

FED FARM CR BK FLOATER	0.22%	05/17/18	125,000	\$124,930.88	\$124,647.50
FED FARM CR BK	2.50%	10/24/25	80,000	\$78,922.50	\$78,430.40
FEDERAL HOME LOAN MTG CORP GR(ARM) 782451	2.60%	10/01/34	175,000	\$5,838.71	\$5,883.65
FEDERAL NATIONAL MTG ASSN POOL 889986	6.00%	11/01/23	255,000	\$20,605.80	\$20,376.10
FEDERAL NATIONAL MTG ASSN POOL 984262	6.00%	06/01/23	110,000	\$23,162.92	\$22,397.09
FEDERAL NATIONAL MTG ASSN POOL AL3589	5.50%	09/01/26	85,000	\$44,958.48	\$45,682.47
FEDERAL NATIONAL MTG ASSN POOL(ARM) 735608	2.36%	03/01/35	65,000	\$6,341.90	\$6,527.30
FEDERAL NATIONAL MTG ASSN POOL(ARM) 745169	3.10%	01/01/36	5,000	\$369.47	\$370.08
FEDERAL NATIONAL MTG ASSN POOL(ARM) 817509	2.04%	09/01/35	60,000	\$6,448.99	\$6,488.99
FEDERAL NATIONAL MTG ASSN POOL(ARM) AD9605	2.57%	08/01/40	245,000	\$47,663.23	\$48,231.11

FHLMC 15 YR GOLD J19054	3.00%	05/01/22	190,000	\$85,190.21	\$85,084.93
FHLMC MULTIFAMILY STRUCTURED PASS THRO K023 A2	2.31%	08/25/22	105,000	\$103,051.76	\$104,632.50
FHMS K033-A2	3.06%	07/25/23	70,000	\$71,804.68	\$72,615.90
FNA 2014-M1 ASQ2	2.32%	11/25/18	85,000	\$87,454.67	\$86,819.00
FNMA 10 YR BALLOON 745935	5.87%	08/01/16	120,000	\$95,190.46	\$85,106.33
FNMA 10 YR BALLOON 888267	5.67%	02/01/17	270,000	\$236,548.92	\$209,134.76
FNMA 7 YR BALLOON 464690	4.54%	03/01/20	45,000	\$48,449.51	\$46,877.68
FNMA 7 YR BALLOON 464933	4.19%	04/01/20	40,000	\$40,699.10	\$39,588.42
FNMA 7 YR BALLOON 958347	5.46%	03/01/19	50,000	\$54,070.40	\$50,664.95
FNMA 7 YR BALLOON AM4219	2.69%	08/01/20	65,000	\$64,206.06	\$64,140.49
FNMA REMIC TRUST 2012-M13 ASQ2	1.25%	08/25/17	110,000	\$73,839.16	\$73,719.69
GOVERNMENT NATIONAL MTG ASSN POOL AC1428	2.69%	06/15/33	255,000	\$226,639.17	\$232,491.65
GOVERNMENT NATIONAL MTG ASSN POOL AC3667	1.66%	08/15/26	90,000	\$70,818.88	\$72,110.82
GOVERNMENT NATIONAL MTG ASSN POOL A18404	3.31%	05/15/30	180,000	\$174,231.48	\$175,580.08
GOVERNMENT NATIONAL MTG ASSN POOL AP3692	4.05%	07/15/51	130,000	\$136,378.19	\$143,000.00
GOVT NATL MTG ASSOC PROJECT LOAN POOL 634710	5.50%	11/15/46	55,000	\$52,409.26	\$51,803.10
TOTAL				\$1,980,224.79	\$1,952,404.99

THE FULLERTON FOUNDATION, INC
EIN: 57-0847444
SCHEDULE OF MARKETABLE SECURITIES - EQUITY SECURITIES
November 30, 2015

Quantity	Name	Total Cost	Market Value
700	A G C O CORP	\$35,406.54	\$35,182.00
1,945	ABERCROMBIE & FITCH CO	\$51,685.59	\$49,733.65
3,967	ACCOR S A SPONS ADR NEW	\$31,558.87	\$33,382.30
414	ACI WORLDWIDE INC	\$10,032.66	\$9,737.28
1,202	ADIDAS AG	\$47,011.30	\$58,080.64
1,235	ADOBE SYSTEMS	\$54,541.47	\$112,953.10
6,164	AEGON NV ADR	\$47,808.29	\$37,600.40
47	AGIOS PHARMACEUTICALS INC COM	\$4,690.65	\$3,035.73
2,975	AIA GROUP LTD SPON ADR	\$63,662.53	\$71,757.00
2,287	AIR LIQUIDE ADR	\$57,220.58	\$55,711.32
433	AKORN INC	\$16,284.84	\$14,418.90
228	ALIGN TECHNOLOGY	\$13,712.62	\$15,216.72
335	ALLERGAN PLC SHS	\$90,588.02	\$105,153.15
3,634	ALLIANZ SE ADS	\$63,523.43	\$64,358.14
1,278	ALLY FINANCIAL INC	\$31,261.58	\$25,508.88
55	ALPHABET INC CL C	\$30,456.00	\$40,843.00
92	AMAG PHARMACEUTICALS INC	\$6,109.16	\$2,449.04
1,322	AMER INTL GP INC NEW	\$76,650.41	\$84,052.76
1,012	AMERICAN EXPRESS CO	\$81,184.30	\$72,499.68
454	AMERIGAS PARTNERS COMMON UNITS	\$20,919.31	\$17,801.34
314	ANHEUSER BUSCH INBEV SA SPON	\$32,960.77	\$40,336.44
800	APPLE INC	\$63,564.42	\$94,640.00
1,092	ARM HOLDINGS PLC ADS	\$51,508.77	\$55,364.40
1,783	ASTRAZENECA PLC ADS	\$59,495.05	\$60,711.15
1,120	ATLAS COPCO AS A ADR A NEW	\$31,561.68	\$30,094.40
533	ATLAS WORLDWIDE HLDGS INC NEW	\$19,460.77	\$22,023.56
2,225	ATOS ORIGIN SA ADR	\$32,957.85	\$36,289.75
199	AUTOLIV INC	\$23,638.94	\$25,040.17
239	AVIS BUDGET GROUP COM	\$12,212.18	\$8,936.21
1,087	AVNET INC	\$33,589.49	\$49,262.84
280	BAIDU INC ADS	\$55,862.28	\$61,031.60
4,439	BANCO BILBAO VIZ ARG SA ADS	\$46,656.15	\$36,710.53
2,958	BANCO BILBAO VIZ ARG SA ADS	\$33,742.96	\$24,462.66
1,515	BANK OF AMERICA CORP	\$26,069.51	\$26,406.45
2,696	BARCLAYS PLC ADR	\$41,362.87	\$36,261.20
1,202	BAYERISCHE MOTOREN WERKE AG	\$45,084.74	\$43,668.66
160	BE AEROSPACE INC	\$9,141.77	\$7,395.20
1,429	BED BATH & BEYOND INC	\$94,198.03	\$77,909.08
1,414	BERKLEY W R CORP	\$70,510.11	\$78,703.24

Quantity	Name	Total Cost	Market Value
586	BERKSHIRE HATHAWAY CL-B NEW	\$79,690.40	\$78,576.74
4,038	BG GROUP PLC	\$70,222.77	\$62,165.01
630	BIG LOTS INC OHIO	\$18,846.56	\$28,343.70
255	BIOGEN INC COM	\$78,803.34	\$73,149.30
35	BIOGEN INC COM	\$9,166.64	\$10,040.10
199	BITAUTO HLDGS LTD SPON ADS	\$11,153.93	\$5,343.15
150	BROADSOFT INC COM	\$5,735.16	\$6,004.50
555	BUNGE LTD	\$41,283.79	\$36,968.55
294	BURLINGTON STORES INC	\$14,738.52	\$14,144.34
668	CANADIAN NATL RAILWAY CO	\$37,780.51	\$39,913.00
1,046	CARBO CERAMICS INC	\$38,913.70	\$19,497.44
252	CARRIZO OIL & GAS INC	\$12,412.45	\$10,175.76
115	CARTER'S	\$11,507.44	\$9,916.45
606	CBRE GROUP INC	\$22,146.36	\$22,706.82
725	CELGENE CORP	\$65,230.96	\$79,351.25
241	CENTENE CORPORATION	\$15,309.42	\$13,917.75
833	CHEVRON CORP	\$73,224.64	\$76,069.56
355	CHEVRON CORP	\$26,056.14	\$32,418.60
617	CHINA MOBILE LTD	\$37,334.04	\$35,458.99
573	CIENA CORP NEW	\$12,299.18	\$14,347.92
1,250	COLOPLAST AS ADR	\$8,641.63	\$10,150.00
1,555	COMCAST CORP (NEW) CLASS A	\$84,452.43	\$94,637.30
1,828	COMMUNITY HLTH SYS INC NEW	\$62,882.36	\$52,902.32
9,348	COMPAGNIE FIN RICHEMONTAG ADR	\$75,119.17	\$69,455.64
67	CORE LABORATORIES N V	\$8,660.00	\$7,916.05
675	COSTCO WHOLESALE CORP NEW	\$77,642.69	\$108,958.50
945	CRANE CO	\$56,868.68	\$49,158.90
1,033	CSL LTD	\$32,607.22	\$37,585.70
910	CVS HEALTH CORP COM	\$62,095.44	\$85,621.90
1,059	DASSAULT SYSTEMS SA ADS	\$67,075.26	\$84,238.15
504	DBS GROUP HOLDINGS LTD SP	\$26,503.06	\$23,582.16
1,604	DENSO CORP LTD ADR	\$37,568.58	\$38,351.64
1,284	DEUTSCHE POST AG SPONSORED ADR	\$39,454.40	\$37,415.76
707	DEVON ENERGY CORP NEW	\$27,450.21	\$32,529.07
183	DEXCOM INC	\$12,615.99	\$15,558.66
348	DIAGEO PLC SPON ADR NEW	\$37,066.59	\$39,866.88
134	DIAMONDBACK ENERGY INC	\$10,896.21	\$10,454.68
85	DILLARDS INC CL A	\$10,436.43	\$6,375.00
2,882	DISCOVERY COMMUNICATIONS SER C	\$80,871.64	\$85,249.56
214	DOLBY CLA A COM STK	\$8,472.84	\$7,400.12
190	DUNKIN BRANDS GROUP INC	\$10,053.62	\$8,059.80
920	EATON CORP PLC SHS	\$54,654.94	\$53,507.20
3,505	EBAY INC	\$86,973.92	\$103,712.95
1,256	EMBRAER S A ADR	\$39,586.06	\$39,300.24
3,900	EMC CORP MASS	\$99,381.48	\$98,826.00

Quantity	Name	Total Cost	Market Value
322	ENANTA PHARMACEUTICALS INC	\$11,073.06	\$10,143.00
2,534	ENBRIDGE ENERGY PTNRS LP	\$79,613.30	\$62,969.90
11,690	ENERGY TRANS EQTY LP	\$174,500.66	\$221,408.60
3,297	ENERGY TRANSFER PARTNERS L P	\$177,527.67	\$125,978.37
4,621	ENLINK MIDSTREAM PARTNERS LP	\$120,734.40	\$68,945.32
778	ENTEGRIS INC	\$10,241.80	\$10,596.36
12,591	ENTERPRISE PROD PRTNRS L P.	\$343,824.15	\$319,685.49
1,245	EQT MIDSTREAM PTNRS LP	\$85,838.44	\$84,224.25
3,814	ERICSSON LM TEL ADR CL B NEW	\$41,453.40	\$36,957.66
1,120	ESTEE LAUDER CO INC CL A	\$80,001.64	\$94,214.40
822	EXPEDITORS INTL WASH INC	\$38,824.62	\$39,899.88
930	EXPRESS SCRIPTS HLDG CO COM	\$80,308.79	\$79,496.40
160	F5 NETWORKS INC	\$19,393.17	\$16,480.00
1,948	FANUC CORPORATION UNSP ADR	\$55,617.76	\$57,953.00
248	FIREEYE INC	\$9,949.37	\$5,674.24
284	FIRST REPUBLIC BANK	\$16,854.11	\$19,556.24
370	FOOT LOCKER INC	\$23,157.32	\$24,050.00
450	FORTINET INC	\$16,992.14	\$16,209.00
807	FRESENIUS MEDICAL CARE AG&CO	\$30,900.97	\$33,248.40
2,403	FUCHS PETROLUB AG UNSPON ADR	\$27,927.85	\$28,403.46
114	GARTNER INC	\$9,624.08	\$10,636.20
1,155	GEMALTO NV SPON ADR	\$37,650.34	\$36,457.57
1,738	GENESIS ENERGY LP COM	\$63,025.17	\$68,390.30
850	GILEAD SCIENCE	\$73,397.63	\$90,066.00
2,356	GLOBAL LOGISTIC PPTYS UNS ADR	\$42,265.33	\$32,972.22
406	GLOBAL PAYMENT INC	\$21,493.31	\$28,765.10
550	GRIFOLS SA ADR	\$19,123.34	\$19,112.50
88	GUIDEWIRE SOFTWARE INC	\$4,676.36	\$5,221.04
228	HAIN CELESTIAL GROUP INC	\$13,260.29	\$9,735.60
2,094	HALLIBURTON CO	\$87,687.87	\$83,445.90
1,061	HALLIBURTON CO	\$39,666.02	\$42,280.85
1,015	HARTFORD FIN SERS GRP INC	\$29,742.79	\$46,324.60
1,070	HCA HOLDINGS INC	\$75,242.89	\$72,824.20
557	HD SUPPLY HOLDINGS	\$18,024.82	\$17,617.91
276	HEARTLAND PAYMENT SYS INC	\$15,477.09	\$21,897.84
382	HORIZON PHARMA PLC SHS	\$10,812.44	\$8,224.46
954	HSBC HOLDINGS PLC SPON ADR NEW	\$47,286.56	\$38,064.60
345	IAC INTERACTIVECORP COM	\$24,896.37	\$21,662.55
4,567	ICICI BANK LTD	\$33,577.68	\$37,951.77
170	ICON PLC	\$11,063.38	\$12,636.10
144	IDEXX LABS	\$10,895.77	\$10,198.08
327	ILL TOOL WORKS INC	\$26,927.72	\$30,731.46
321	IMAX CORP	\$11,941.64	\$12,159.48
520	IMPERIAL OIL LTD COM NEW	\$22,564.93	\$16,863.60
2,620	INFINEON TECHNOLOGIES AG	\$27,057.41	\$38,514.00

Quantity	Name	Total Cost	Market Value
781	INFINERA CORP	\$14,031.53	\$17,588.12
184	INTERACTIVE BROKERS GROUP INC	\$6,317.62	\$7,978.24
1,209	INTERNATIONAL PAPER CO	\$38,810.08	\$50,572.47
298	ISIS PHARM INC	\$17,184.64	\$18,189.92
4,045	ITAU UNIBANCO MULTIPLE ADR	\$41,087.72	\$28,638.60
86	JAZZ PHARMACEUTICALS PLC	\$14,293.99	\$12,606.74
636	JGC CORP UNSPONSORED ADR	\$43,183.99	\$21,611.28
821	JOHNSON & JOHNSON	\$80,108.27	\$83,118.04
919	JOHNSON CONTROLS INCORPORATED	\$29,946.66	\$42,274.00
773	JPMORGAN CHASE & CO	\$43,804.06	\$51,543.64
3,905	JULIUS BAER GROUP LTD UN ADR	\$30,998.99	\$37,214.65
460	KAPSTONE PAPER AND PACKAGING	\$11,725.98	\$11,164.20
1,805	KENNAMETAL INC	\$67,194.95	\$52,796.25
3,795	KEYCORP NEW	\$37,115.64	\$49,752.45
1,157	KONE OYJ ADR	\$26,527.01	\$24,678.81
1,394	KONINKLIJKE PHIL EL SP ADR NEW	\$43,412.82	\$37,958.62
1,445	L OREAL CO ADR	\$50,019.82	\$51,181.90
1,142	LINDE AG SPONSORED ADR	\$21,335.43	\$18,785.90
819	LIXIL GROUP CORP ADR	\$35,917.05	\$38,157.21
411	LOWES COMPANIES INC	\$28,803.32	\$31,482.60
600	LVMH MOET HENNESSY LOUIS VUITT	\$21,834.53	\$19,914.00
496	MACY'S INC	\$19,134.10	\$19,383.68
3,041	MAGELLAN MIDSTREAM PARTNERS LP	\$149,635.59	\$190,153.73
171	MANHATTAN ASSOC INC	\$9,431.44	\$13,098.60
95	MARKEL CORP (HOLDING CO)	\$72,169.36	\$85,991.15
74	MARKETAXESS HOLDINGS INC	\$6,228.89	\$7,901.72
1,245	MARKIT LTD	\$33,689.73	\$36,727.50
2,295	MARKWEST ENGY PTNRS LP	\$125,611.12	\$110,160.00
814	MASTERCARD INC CL A	\$73,313.62	\$79,706.88
1,067	MASTERCARD INC CL A	\$102,131.52	\$104,480.64
228	MEDIDATA SOLUTIONS INC COM	\$12,297.81	\$10,449.24
353	MEDIVATION INC	\$21,129.52	\$14,924.84
162	MERCADOLIBRE INC	\$21,933.56	\$19,964.88
770	MERCK & CO INC NEW COM	\$41,142.76	\$40,817.70
953	METLIFE INCORPORATED	\$34,286.73	\$48,688.77
147	MIDDLEBY CORP DEL	\$16,331.15	\$16,175.88
968	MITSUBISHI EST ADR	\$23,533.37	\$20,405.44
1,815	MITSUBISHI EST ADR	\$43,019.10	\$38,260.20
279	MOMENTA PHARM INC	\$5,438.59	\$4,982.94
773	MONOTARO CO LTD ADR	\$11,037.07	\$22,123.26
386	MPLX LP COM UNIT REP LTD	\$21,849.94	\$16,574.84
1,703	MTN GRP LTD SPONS ADR	\$30,131.42	\$16,842.67
135	NASPERS LIMITED ADS	\$18,810.74	\$20,277.00
530	NATL GRID TRANSCO PLC ADS	\$35,434.41	\$36,808.50
747	NCR CORPORATION	\$21,101.03	\$20,251.17

Quantity	Name	Total Cost	Market Value
988	NESTLE SPON ADR REP REG SHR	\$68,925.66	\$73,052.72
880	NIKE INC B	\$73,639.98	\$116,406.40
167	NORDSON CP	\$13,238.30	\$12,112.51
1,270	NORDSTROM INC	\$65,142.42	\$71,513.70
418	NOVARTIS AG ADR	\$30,638.49	\$35,630.32
650	NOVO NORDISK A/S ADR	\$32,023.47	\$35,730.50
270	OLD DOMINION FREIGHT LINE	\$18,871.22	\$17,201.70
2,243	ONEOK PARTNERS LP	\$99,118.19	\$67,805.89
585	OPEN TEXT CORP	\$26,436.39	\$28,343.25
2,229	OTSUKA HOLDINGS CO LTD UNS ADR	\$34,934.05	\$37,023.69
2,645	PAYPAL HLDGS INC COM	\$90,367.52	\$93,262.70
1,449	PBF ENERGY INC	\$35,227.13	\$58,670.01
840	PEPSICO INC NC	\$71,053.82	\$84,134.40
3,927	PLAINS ALL AMERICAN PIPLIN L P	\$179,061.95	\$97,311.06
196	POWER INTEGRATIONS INC	\$9,583.28	\$10,133.20
113	PROTO LABS	\$8,133.11	\$7,648.97
1,571	QUALCOMM INC	\$111,539.49	\$76,649.09
699	QUALCOMM INC	\$45,188.36	\$34,104.21
38	RADIUS HEALTH INC	\$2,424.00	\$2,310.78
1,360	RIO TINTO PLC SPON ADR	\$63,095.54	\$44,988.80
266	ROBERT HALF INT	\$14,766.64	\$13,613.88
1,693	ROCHE HOLDINGS ADR	\$58,676.35	\$56,698.57
2,063	ROCHE HOLDINGS ADR	\$72,941.47	\$69,089.87
2,860	ROYAL DSM NV SPONSORED ADR	\$40,103.35	\$36,608.00
1,100	ROYAL DUTCH SHELL PLC	\$58,020.27	\$54,736.00
10,392	ROYAL KPN NV SPONS ADR	\$37,027.83	\$40,113.12
410	SABRE CORPORATION	\$11,897.75	\$11,996.60
671	SANDS CHINA LTD UNSPONSORE ADR	\$45,977.67	\$22,894.52
754	SAP AG	\$59,291.62	\$59,566.00
624	SASOL LTD SPON ADR	\$25,595.86	\$17,347.20
568	SCHLUMBERGER LTD	\$52,659.02	\$43,821.20
2,275	SECOM LTD ADR	\$30,882.39	\$39,016.25
4,905	SEIKO EPSON CORP SUWA UNSP ADR	\$38,805.34	\$38,406.15
1,617	SEVEN & I HLDGS CO LTD ADR	\$31,773.13	\$36,269.31
110	SIGNET JEWELERS LIMITED	\$14,983.09	\$14,452.90
249	SILGAN HLDGS INC	\$13,409.90	\$13,528.17
470	SKECHERS U S A INC CL A	\$14,845.82	\$14,194.00
872	SKY PLC	\$54,689.40	\$58,501.60
1,117	SMITH & NEPHEW PLC ADR	\$37,992.48	\$37,866.30
3,845	SOCIETE GENERALE SP ADR	\$38,047.17	\$36,796.65
834	SONOVA HLDG AG UNSP ADR	\$23,361.77	\$21,008.46
270	SPLUNK INC	\$17,680.09	\$16,065.00
775	STRYKER CORP	\$73,155.01	\$74,756.50
7,168	SUMITOMO MITSUI FINL GROUP INC	\$58,265.24	\$54,835.20
1,872	SUNTORY BEVERAGE AND FOOD LTD	\$33,637.25	\$36,597.60

Quantity	Name	Total Cost	Market Value
437	SUPERNUS PHARMACEUTICALS INC	\$6,977.41	\$7,061.92
2,604	SVENSKA HANDELSBANKEN AB ADR	\$20,969.29	\$17,342.64
2,337	SYMANTEC CORP	\$48,035.19	\$45,758.46
1,515	SYMRISE AG UNSPONS ADR	\$21,819.19	\$25,497.45
853	SYNGENTA AG ADR	\$57,020.76	\$63,130.53
1,778	SYSMEX CORP UNSPON ADR	\$35,025.15	\$55,580.28
209	TABLEAU SOFTWARE INC CL-A	\$21,002.93	\$20,279.27
3,384	TAIWAN SMCNDCTR MFG CO LTD ADR	\$64,364.31	\$77,019.84
502	TALLGRASS ENERGY PTNRS LP	\$24,684.14	\$21,611.10
296	TANDEM DIABETES CARE, INC.	\$3,239.02	\$3,051.76
1,678	TARGA RES PTNRS LP REP UTS	\$75,421.05	\$38,325.52
832	TEVA PHARMACEUTICALS ADR	\$34,372.92	\$52,357.76
978	TEXTRON INC	\$27,200.98	\$41,731.26
825	THE MOSAIC CO (HLDG CO) NEW	\$33,199.74	\$26,103.00
623	THERMO FISHER SCIENTIFIC	\$75,404.66	\$86,223.20
1,212	TJX COS INC NEW	\$79,489.24	\$85,567.20
1,518	TJX COS INC NEW	\$91,434.55	\$107,170.80
2,165	TORAY INDS ADR	\$32,160.88	\$39,338.05
770	TOTAL S A SPON ADR	\$36,825.45	\$38,076.50
547	TOTAL SYSTEM SVCS	\$22,794.14	\$30,610.12
132	TOWERS WATSON & CO CL A	\$17,174.71	\$17,755.32
1,259	TRIUMPH GROUP INC	\$73,174.50	\$50,422.95
7,970	TURKIYE GARANTI BANKASI A S	\$23,316.74	\$19,367.10
1,389	UNIBAIL-RODAMCO SE ADR	\$36,678.82	\$35,738.97
10,528	UNICHARM CORP UNSPON ADR	\$52,474.27	\$43,901.76
742	UNILEVER PLC (NEW) ADS	\$30,940.88	\$31,794.70
828	UNITED TECHNOLOGIES CORP	\$87,968.68	\$79,529.40
66	UNITED THERAPEUTICS CORP	\$10,491.76	\$10,073.58
100	UNIVERSAL HEALTH SERVICES B	\$11,735.52	\$12,152.00
151	VERINT SYSTEMS INC	\$9,386.00	\$7,074.35
1,594	VIVENDI SA UNSPON ADR	\$40,215.28	\$33,314.60
1,746	VODAFONE GROUP PLC	\$59,738.74	\$58,595.76
1,180	VOYA FINL INC	\$42,730.44	\$48,026.00
250	WABTEC	\$24,115.10	\$20,030.00
530	WAL MART STORES INC	\$33,442.98	\$31,185.20
840	WALT DISNEY CO HLDG CO	\$49,138.76	\$95,314.80
1,446	WELLS FARGO & CO NEW	\$71,933.32	\$79,674.60
1,820	WESCO AIRCRAFT HOLDINGS INC	\$26,627.77	\$24,351.60
1,868	WILLIAM HILL PLC ADR-ORD SHS	\$44,448.96	\$40,386.16
3,810	WILLIAMS PARTN LP NEW COM UNIT	\$191,224.05	\$104,470.20
302	WILLIAMS SONOMA	\$22,757.27	\$19,125.66
595	WPP PLC SPON NEW ADR	\$66,216.94	\$68,710.60
334	WPP PLC SPON NEW ADR	\$30,608.10	\$38,570.32
363	WUXI PHARMATECH INC	\$16,026.21	\$16,589.10
180	WYNDHAM WORLDWIDE CORP	\$15,289.45	\$13,665.60

Quantity	Name	Total Cost	Market Value
161	YY INC ADS	<u>\$10,786.80</u>	<u>\$9,753.38</u>
TOTAL		\$11,239,577.14	\$11,279,475.77
<u>Mutual Funds</u>			
98,224	BLACKROCK HI YIELD BD PTF INST	\$781,918.09	\$727,836.82
109,596	HIGHLAND LG SHT HEALTHCARE Z	\$1,752,375.95	\$1,580,368.49
78,193	MATTHEWS ASIAN JAPAN INV	\$1,445,000.99	\$1,488,788.89
103,533	VIRTUS INSIGHT EMERG MKTS I	<u>\$1,047,723.19</u>	<u>\$949,398.90</u>
TOTAL		\$5,027,018.22	\$4,746,393.10
<u>EXCHANGE-TRADED & CLOSED-END FUNDS</u>			
113,876	DEUTSCHE X-TRACKERS MSCI EAF	\$3,071,934.18	\$3,228,384.60
10,642	S & P 500 INDEX FUND	\$2,223,581.64	\$2,233,436.54
11,436	VANGUARD EXTENDED MKT ETF	\$1,030,773.95	\$1,001,564.88
22,842	WISDOMTREE EUROPE HEDGED EQUIT	<u>\$1,330,952.33</u>	<u>\$1,437,675.48</u>
TOTAL		\$7,657,242.10	\$7,901,061.50

THE FULLERTON FOUNDATION

57-0847444

Form 990-PF, Part XV, Line 2(b)

Initial letter of application should be brief and contain background of grant requester, purpose of the grant, general financial information and documentation of Section 501(c)(3) federal tax exempt status

Form 990-PF, Part XV, Line 2(d)

Geographical: Primarily South Carolina and North Carolina Primary field of interest is health care and medicine with higher education secondary.

**THE FULLERTON FOUNDATION, INC.
GRANTS PAID IN 2015**

GRANTEE	PURPOSE	AMOUNT
Boys and Girls Clubs of the Upstate Spartanburg, SC	Open and operate a new Boys and Girls Club hosted by and in partnership with Luther Vaughan elementary school for three years.	\$ 75,000.00
Cherokee Children's Home Gaffney, SC	Purchase of equipment, furnishings and technology for a new Multipurpose Building on the Cherokee Children's Home Campus	\$ 30,000.00
Cherokee County Family YMCA Gaffney, SC	Support construction of 2 baseball fields and 1 soccer field	\$ 50,000 00
Cherokee County School District Gaffney, SC	Director support to the four middle schools in Cherokee County for stipends and supplies for Year 2 of the Match pilot program	\$ 6,800.00
Clemson University Clemson, SC	Extend driving simulator application for persons with Autism Spectrum Disorder	\$ 49,876 00
Duke University Medical Center Durham, NC	Train primary care providers in the Carolinas to serve as leaders of local, regional and national programs so they may improve the health in our communities and make health care more accessible, effective and economical Project title PHIL II	\$ 111,604.00
East Carolina University Greenville, NC	Implement NC's highly successful Match Program for child obesity as a pilot program in Cherokee County's four middle schools	\$ 89,228.00
Edward Via College of Osteopathic Medicine Spartanburg, SC	Purchase and up-fit a trailer to aid in physician training, community education and mobile response to regional disasters where medical assistance is needed	\$ 15,897 00
Fellowship of Christian Athletes Gaffney, SC	Help cover three years of FCA's general operating expense in Cherokee County	\$ 30,000 00
Fullerton Medical Scholarship Program Gaffney, SC	To assist medical students in medical school in NC and SC	\$ 316,275.00
	East Carolina	\$ 76,775 00
	Duke University	\$ 75,000.00
	Medical University of SC	\$ 51,000 00
	University of NC	\$ 26,000 00
	University of SC	\$ 12,500 00
	Wake Forest University	\$ 75,000 00
Gardner-Webb University Boiling Springs, NC	Technology and equipment for the multidisciplinary patient simulation laboratory at the new College of Health Sciences	\$ 100,000 00

Gateway Greenville, SC	Help with the Assisted Competitive Employment (ACE) Project designed to encourage and support members to move from a temporary, transitional employment to a permanent and more independent employed position	\$	50,000 00
Greenwood Genetic Center Greenwood, SC	Validation of a blood-based test for Autism Spectrum Disorder	\$	50,000 00
Know2 Gaffney, SC	Financial support for continuing the Cherokee 2020 initiative.	\$	20,000 00
Lutheran Homes of SC Irmo, SC	Help support a new program in SC - Continuing Care at Home	\$	37,500 00
Project Hope Foundation Woodruff, SC	Training for 2 Board Certified Behavior Analyst (BCBA) Supervisors to significantly grow the program's ability to train addition BCBAs and provide intensive services to children on the Autism Spectrum	\$	60,000 00
SC Office of Rural Health Lexington, SC	Establish a SC Primary Care Medical Home (PCMH) Institute which will provide the needed technical support to ensure primary care practices in SC gain PCMH recognition	\$	109,623 00
Spartanburg Community College Foundation Spartanburg, SC	Purchase equipment for the new Center for Advanced Manufacturing and Industrial Technology building on the Cherokee County Campus	\$	50,000 00
University of North Carolina at Chapel Hill Chapel Hill, NC	Help support I ³ POP, an initiative to improve the health of populations in residency training programs across NC and SC with a limited recruitment from VA	\$	65,038 00
University of North Carolina at Chapel Hill Chapel Hill, NC	One year extension of the I ³ POP project to integrate SC Office of Rural Health, SC AHEC and at least 4 residencies in South Carolina	\$	59,951 00
University of South Carolina School of Medicine Columbia, SC	Expand the existing ultrasound multi-media production center to provide the type and amount of interactive materials, which are in demand by USCSOM and other healthcare providers	\$	133,100 00
University of South Carolina School of Medicine Columbia, SC	Develop a prototype, referred to as ICARE, which can provide physical as well as mental health care within a primary care doctor's office via telepsychiatry	\$	50,000 00
University of SC Upstate Mary Black School of Nursing Spartanburg, SC	Expand the evolving Mary Black School of Nursing Patient Simulation Center into a full-fledged simulation teaching center not only for nursing school training, but also for advanced community partnership training	\$	50,000 00
University of SC Upstate Spartanburg, SC	Scholarship funds for child welfare professions from Cherokee, Union, Greenwood, Laurens and Pickens Counties to complete a graduate certificate program in Child Advocacy Studies	\$	9,867 00

Wake Forest School of Medicine
Winston-Salem, NC

Work with USC School of Medicine to incorporate a
longitudinal ultrasound curriculum with supporting
faculty and equipment into the Wake Forest University
Medical School

\$ 75,000.00

TOTAL PAID IN CURRENT YEAR

\$ 1,694,759.00

GRANTS APPROVED DURING THE YEAR

GRANTEE	PURPOSE	AMOUNT
2016		
Boys and Girls Clubs of the Upstate Spartanburg, SC	Open and operate a new Boys and Girls Club hosted by and in partnership with Luther Vaughan elementary school for three years	\$ 75,000 00
Cherokee County Family YMCA Gaffney, SC	Support construction of 2 baseball fields and 1 soccer field	\$ 50,000 00
Clemson University Clemson, SC	Extend driving simulator application for persons with Autism Spectrum Disorder	\$ 99,993 00
Fullerton Medical Scholarship Program Gaffney, SC	To assist medical students in medical school in NC and SC	\$ 289,725 00
Gardner-Webb University Boiling Springs, NC	Technology and equipment for the multidisciplinary patient simulation laboratory at the new College of Health Sciences	\$ 100,000.00
Greenwood Genetic Center Greenwood, SC	Validation of a blood-based test for Autism Spectrum Disorder	\$ 50,000 00
Know2 Gaffney, SC	Financial support for continuing the Cherokee 2020 initiative	\$ 15,000.00
Project Hope Foundation Woodruff, SC	Training for 2 Board Certified Behavior Analyst (BCBA) Supervisors to significantly grow the program's ability to train addition BCBAs and provide intensive services to children on the Autism Spectrum	\$ 60,000 00
Spartanburg Community College Foundation Spartanburg, SC	Purchase equipment for the new Center for Advanced Manufacturing and Industrial Technology building on the Cherokee County Campus	\$ 50,000 00
University of SC Upstate Spartanburg, SC	Scholarship funds for child welfare professions from Cherokee, Union, Greenwood, Laurens and Pickens Counties to complete a graduate certificate program in Child Advocacy Studies	\$ 9,642 00
Wake Forest School of Medicine Winston-Salem, NC 27157-1021	Work with USC School of Medicine to incorporate a longitudinal ultrasound curriculum with support faculty and equipment into the Wake Forest Medical School	\$ 75,000 00
	TOTAL	\$ 874,360.00

2017

Clemson University Clemson, SC	Extend driving simulator application for persons with Autism Spectrum Disorder	\$ 49,876 00
Fullerton Medical Scholarship Program	To assist medical students in medical school	\$ 262,500 00

Gaffney, SC	in NC and SC		
Spartanburg Community College Foundation Spartanburg, SC	Purchase equipment for the new Center for Advanced Manufacturing and Industrial Technology building on the Cherokee County Campus	\$	50,000 00
University of SC Upstate Spartanburg, SC	Scholarship funds for child welfare professions from Cherokee, Union, Greenwood, Laurens and Pickens Counties to complete a graduate certificate program in Child Advocacy Studies	\$	4,821 00
Wake Forest School of Medicine Winston-Salem, NC 27157-1021	Work with USC School of Medicine to incorporate a longitudinal ultrasound curriculum with support faculty and equipment into the Wake Forest Medical School	\$	100,000 00
	TOTAL	\$	467,197.00
<u>2018</u>			
Fullerton Medical Scholarship Program Gaffney, SC	To assist medical students in medical school in NC and SC	\$	187,500.00
<u>2019</u>			
Fullerton Medical Scholarship Program Gaffney, SC	To assist medical students in medical school in NC and SC	\$	112,500.00
<u>2020</u>			
Fullerton Medical Scholarship Program Gaffney, SC	To assist medical students in medical school in NC and SC	\$	37,500.00
	<u>TOTAL FUTURE PAYMENTS</u>	\$	<u>1,679,057.00</u>

FULLERTON FOUNDATION
GAAP

DECEMBER 1, 2014 - NOVEMBER 30, 2015

Asset ID	Description	Placed in Service Date	Disposal Date	Beginning	Additions	Deletions	Ending	Depr Meth / Conv	Life Yr Mo	Book Cost	Reduction Amount	Bus Use %	Net S178/A & AFYD	Prior Reported Depreciation	Depreciable Basis	Beginning Accum Depr	Current Depr & AFYD	Net Sec 179/ 179A	Net Additions Deletions	Ending Accum Depr	Net Book Value
000015	Building Addition	3/15/2001		254,814 00	-	-	254,814 00	DB200AHY	39 0	254 814 00	-	100	-	129,579 27	125,234 73	129,579 27	6,422 29	-	-	136,001 56	118 812 44
000016	Architect Fees	3/15/2001		24,816 00	-	-	24,816 00	DB200AHY	39 0	24 816 00	-	100	-	12 619 56	12 196 44	12 619 56	625 46	-	-	13 245 02	11,570 98
000017	Carpet & Tile	3/15/2001		3,515 00	-	-	3,515 00	DB200AHY	39 0	3,515 00	-	100	-	1,767 48	1,727 52	1,767 48	88 59	-	-	1 879 07	1 636 93
Total Buildings				<u>\$ 283,145 00</u>			<u>\$ 283,145 00</u>			<u>\$ 283,145 00</u>			<u>\$ 143,986 31</u>				<u>\$ 7,136 34</u>			<u>\$ 151,125 65</u>	<u>\$ 132,020 35</u>
000003	Office Furniture	1/11/1993		820 00	-	-	820 00	DB200AHY	7 0	820 00	-	100	-	820 00	-	820 00	-	-	-	820 00	-
000004	Office Chair	1/11/1996		316 00	-	-	316 00	DB200AHY	5 0	316 00	-	100	-	316 00	-	316 00	-	-	-	316 00	-
000008	Microsoft Gifts Software	1/1/2000		16 578 00	-	-	16,578 00	DB200AHY	3 0	16,578 00	-	100	-	16,578 00	-	16,578 00	-	-	-	16,578 00	-
000011	Blinds for Windows	2/24/2001		1 380 00	-	-	1,380 00	DB200AHY	5 0	1,380 00	-	100	-	1,380 00	-	1,380 00	-	-	-	1 380 00	-
000012	HP 2100 Laser Jet Printer	2/27/2001		721 00	-	-	721 00	DB200AHY	3 0	721 00	-	100	-	721 00	-	721 00	-	-	-	721 00	-
000013	Projector system for conference room	6/11/2001		7,167 00	-	-	7,167 00	DB200AHY	5 0	7 167 00	-	100	-	7,167 00	-	7,167 00	-	-	-	7,167 00	-
000014	Mahogany Desks, Tables	2/28/2001		15 040 00	-	-	15,040 00	DB200AHY	5 0	15,040 00	-	100	-	15,040 00	-	15,040 00	-	-	-	15,040 00	-
000021	Printer Stand, and Chairs Brother 3040 Printer	4/25/2004		188 00	-	-	188 00	DB200AHY	3 0	188 00	-	100	-	188 00	-	188 00	-	-	-	188 00	-
000022	Upgrade for Gifts Program	7/29/2004		2,519 00	-	-	2,519 00	DB200AHY	3 0	2,519 00	-	100	-	2,519 00	-	2,519 00	-	-	-	2,519 00	-
000023	HP6540 Printer	10/31/2004		157 00	-	-	157 00	MC200AMQ	3 0	157 00	-	100	-	157 00	-	157 00	-	-	-	157 00	-
000024	LCM 19" CLD FLAT PANEL MONITOR	1/31/2005		367 00	-	-	367 00	MC200AHY	5 0	367 00	-	100	-	367 00	-	367 00	-	-	-	367 00	-
000025	GIFTS FOR WINDOWS - GOLD	7/18/2005		2,620 00	-	-	2,620 00	MC200AHY	3 0	2,620 00	-	100	-	2,620 00	-	2,620 00	-	-	-	2,620 00	-
000028	MAINTENANCE Laptop Computer DV9408NR	8/17/2007		1,007 00	-	-	1,007 00	MC200AHY	3 0	1,007 00	-	100	-	1,007 00	-	1,007 00	-	-	-	1,007 00	-
000029	AMD 3000 PC	9/25/2007		400 00	-	-	400 00	MC200AHY	3 0	400 00	-	100	-	400 00	-	400 00	-	-	-	400 00	-
000030	Dell Optiplex 360 Mini tower	6/15/2009		733 00	-	-	733 00	MC200AHY	3 0	733 00	-	100	-	733 00	-	733 00	-	-	-	733 00	-
000031	Gateway NV54 Laptop Computer	2/23/2010		531 00	-	-	531 00	MC200AHY	3 0	531 00	-	100	-	531 00	-	531 00	-	-	-	531 00	-
000032	Eiki LC-XG250 projector w/ speakers	5/24/2010		5 230 00	-	-	5,230 00	MC200AHY	5 0	5,230 00	-	100	-	4,928 75	301 25	4,928 75	301 25	-	-	5 230 00	-
000033	PC 3.6 GHZ quad core	4/17/2014		899 00	-	-	899 00	MC200AHY	3 0	899 00	-	100	-	302 33	596 67	302 33	399 11	-	-	699 44	199 56
Total Furniture and Fixtures				<u>\$ 56,673 00</u>			<u>\$ 56,673 00</u>						<u>\$ 55,775 08</u>				<u>\$ 700 36</u>			<u>\$ 56,472 44</u>	<u>\$ 199 56</u>
Grand Total				\$ 339,818	-	-	339,818			339,818	-	-	-	199,761	140,057	199,761	7,837	-	-	207,598	\$ 132,220