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

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning , and ending

Name of foundation: BLEWETT, ALICE E AND JOS C FOUNDAT

A Employer identification number: 01-6190683

Number and street (or P O box number if mail is not delivered to street address): Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041

Room/suite:

B Telephone number (see instructions): (888) 730-4933

City or town: Winston Salem | State: NC | ZIP code: 27101-3818

Foreign country name | Foreign province/state/county | Foreign postal code

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 1,447,433

J Accounting method: ☒ Cash ☐ Accrual ☐ 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 ▶ ☐

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 ▶☒ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	36,428	35,499		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	47,962			
	b	Gross sales price for all assets on line 6a 117,400				
	7	Capital gain net income (from Part IV, line 2)		47,962		
	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) (attach schedule)				
	11	Other income (attach schedule)	587	587		
	12	**Total.** Add lines 1 through 11	84,977	84,048	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	23,074	17,306		5,768
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	760			760
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	4,478	909		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	354	4		350
	24	**Total operating and administrative expenses.** Add lines 13 through 23	28,666	18,219	0	6,878
	25	Contributions, gifts, grants paid	70,000			70,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	98,666	18,219	0	76,878
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-13,689			
	b	**Net investment income** (if negative, enter -0-)		65,829		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
	Assets			
1	Cash—non-interest-bearing	497		
2	Savings and temporary cash investments	227,389	78,524	78,524
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 ▶			
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)			
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)	1,229,394	1,369,691	1,368,909
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)	1,457,280	1,448,215	1,447,433
	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.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	1,457,280	1,448,215	
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** (see instructions)	1,457,280	1,448,215	
31	**Total liabilities and net assets/fund balances** (see instructions)	1,457,280	1,448,215	

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	1,457,280
2	Enter amount from Part I, line 27a	2	-13,689
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	5,771
4	Add lines 1, 2, and 3	4	1,449,362
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	1,147
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,448,215

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	See Attached Statement			
b				
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				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) 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	
a				
b				
c				
d				
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	47,962
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	0

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))
2014	77,069	1,612,269	0.047802
2013	56,910	1,589,185	0 035811
2012	89,310	1,563,841	0 057109
2011	102,536	1,616,580	0 063428
2010	101,042	1,569,475	0 064379

2	**Total** of line 1, column (d)	2	0 268529
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	0.053706
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	1,529,885
5	Multiply line 4 by line 3	5	82,164
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	658
7	Add lines 5 and 6	7	82,822
8	Enter qualifying distributions from Part XII, line 4	8	76,878

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	1,317
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	1,317
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	1,317
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 — 6a: 2,499		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	2,499
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	0
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	1,182
11	Enter the amount of line 10 to be **Credited to 2016 estimated tax** ▶ 1,182 **Refunded** ▶	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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers. ▶$ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ________			
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*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ WELLS FARGO BANK N A Telephone no ▶ 888-730-4933
Located at ▶ 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ▶ 27101-3818

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

			Yes	No
16	At any time during calendar year 2015, 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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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 2015?	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
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)	2b	N/A	
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? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2015 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 2015)*	3b	N/A	
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 2015?	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)? **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? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945–5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (No)

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? **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
Wells Fargo Bank, N A 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, I	Trustee 4 00	23,074		
MARGARET KELIHER 2200 ROSS AVENUE DALLAS, TX 75201	ADVISORY COMM 2 00	0		
MARK ZACHEIS 1445 ROSS AVENUE DALLAS, TX 75202	ADVISORY COMM 2 00	0		
JOHN S DUCHALA 1445 ROSS AVENUE DALLAS, TX 75202	ADVISORY COMM 2 00	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 NONE	
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
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	1,448,854
b	Average of monthly cash balances	1b	104,329
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,553,183
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,553,183
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	23,298
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,529,885
6	**Minimum investment return.** Enter 5% of line 5	6	76,494

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	76,494
2a	Tax on investment income for 2015 from Part VI, line 5	2a	1,317		
b	Income tax for 2015 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,317
3	Distributable amount before adjustments Subtract line 2c from line 1			3	75,177
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	75,177
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	75,177

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	76,878
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	76,878
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	76,878

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 2014	(c) 2014	(d) 2015
1	Distributable amount for 2015 from Part XI, line 7				75,177
2	Undistributed income, if any, as of the end of 2015				
a	Enter amount for 2014 only			0	
b	Total for prior years 20____, 20____, 20____				
3	Excess distributions carryover, if any, to 2015				
a	From 2010				
b	From 2011				
c	From 2012 1,000				
d	From 2013				
e	From 2014				
f	**Total** of lines 3a through e	1,000			
4	Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 76,878				
a	Applied to 2014, but not more than line 2a				
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 2015 distributable amount				75,177
e	Remaining amount distributed out of corpus	1,701			
5	Excess distributions carryover applied to 2015 *(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	2,701			
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				
d	Subtract line 6c from line 6b Taxable amount—see instructions				
e	Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f	Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				0
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 2010 not applied on line 5 or line 7 (see instructions)				
9	**Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	2,701			
10	Analysis of line 9				
a	Excess from 2011				
b	Excess from 2012 1,000				
c	Excess from 2013				
d	Excess from 2014				
e	Excess from 2015 1,701				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, 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			
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed . .					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c .					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter (1) Value of all assets . . .					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i) .					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . .					0
(3) Largest amount of support from an exempt organization .					0
(4) Gross investment income					0

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

VICTOR WALES, WELLS FARGO BANK PO BOX 41629 AUSTIN, TX 78704 (214) 721-8266

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

OBTAIN CURRENT GRANT APPLICAITON FORM FROM THE TRUSTEE SUBMIT THE ORIGINAL & TWO COPIES OF THE COMPL

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

FUNDS ARE DESIGNATED FOR THE RECIPIENTS LOCATED IN DALLAS, TEXAS

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				
Total			▶ 3a	70,000
b *Approved for future payment* NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	36,428	
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	47,962	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a OTHER INCOME			01	587	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		84,977	0

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 84,977

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	Not Applicable

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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		Not Applicable	

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

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

John S [signature] SVP Wells Fargo Bank N.A. | 4/20/2016 | SVP Wells Fargo Bank N A

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
	JOSEPH J CASTRIANO	[signature]	4/20/2016		P01251603
	Firm's name ▶ PricewaterhouseCoopers, LLP			Firm's EIN ▶ 13-4008324	
	Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219-2777			Phone no 412-355-6000	

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name					
CLAYTON DABNEY FOUNDATION FOR KIDS WITH CANCER					
Street 6500 GREENVILLE AVE STE 342					
City DALLAS		**State** TX	**Zip Code** 75206	**Foreign Country**	
Relationship NONE	**Foundation Status** PC				
Purpose of grant/contribution GENERAL SUPPORT GRANT					**Amount** 10,000

Name					
MI ESCUELITA PRESCHOOL INC					
Street 4231 MAPLE AVE					
City DALLAS		**State** TX	**Zip Code** 75219	**Foreign Country**	
Relationship NONE	**Foundation Status** PC				
Purpose of grant/contribution GENERAL SUPPORT GRANT					**Amount** 10,000

Name					
CHILD CARE GROUP					
Street 1420 WEST MOCKINGBIRD LANE SUITE 300					
City DALLAS		**State** TX	**Zip Code** 75247	**Foreign Country**	
Relationship NONE	**Foundation Status** PC				
Purpose of grant/contribution GENERAL SUPPORT GRANT					**Amount** 10,000

Name					
AVANCE INC					
Street 2060 SINGLETON BLVD, SUITE 103					
City DALLAS		**State** TX	**Zip Code** 75212	**Foreign Country**	
Relationship NONE	**Foundation Status** PC				
Purpose of grant/contribution GENERAL SUPPORT GRANT					**Amount** 10,000

Name					
BUCKNER CHILDREN AND FAMILY SERVICES					
Street 600 N PEAR ST SUITE 2000					
City DALLAS		**State** TX	**Zip Code** 75201	**Foreign Country**	
Relationship NONE	**Foundation Status** PC				
Purpose of grant/contribution GENERAL SUPPORT GRANT					**Amount** 10,000

Name					
PROMISE HOUSE					
Street 224 W PAGE AVENUE					
City DALLAS		**State** TX	**Zip Code** 75208	**Foreign Country**	
Relationship NONE	**Foundation Status** PC				
Purpose of grant/contribution GENERAL SUPPORT GRANT					**Amount** 10,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name POTTER'S HOUSE OF DALLAS				
Street 6777 W KIEST BLVD				
City DALLAS		**State** TX	**Zip Code** 75236	**Foreign Country**
Relationship NONE	**Foundation Status** PC			
Purpose of grant/contribution GENERAL SUPPORT GRANT				**Amount** 10,000
Name				
Street				
City		**State**	**Zip Code**	**Foreign Country**
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**
Name				
Street				
City		**State**	**Zip Code**	**Foreign Country**
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**
Name				
Street				
City		**State**	**Zip Code**	**Foreign Country**
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**
Name				
Street				
City		**State**	**Zip Code**	**Foreign Country**
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**
Name				
Street				
City		**State**	**Zip Code**	**Foreign Country**
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount		Totals	Gross Sales	Cost or Other Basis, Expenses, Depreciation and Adjustments	Net Gain or Loss
Long Term CG Distributions	8,653		Capital Gains/Losses	117,400	69,438	47,962
Short Term CG Distributions	0		Other sales	0	0	0

	Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	CHEVRON CORP	166764100	X				8/2/2004	4/23/2015	3,308	1,435				0	1,873
2	CONOCOPHILLIPS	20825C104	X				8/2/2004	3/2/2015	1,602	759				0	843
3	CONOCOPHILLIPS	20825C104	X				8/2/2004	7/29/2015	3,434	1,974				0	1,460
4	CONOCOPHILLIPS	20825C104	X				8/2/2004	12/21/2015	2,707	1,822				0	885
5	EMERSON ELECTRIC CO	291011104	X				8/2/2004	3/2/2015	2,332	1,212				0	1,120
6	EMERSON ELECTRIC CO	291011104	X				8/2/2004	7/29/2015	2,353	1,364				0	989
7	EMERSON ELECTRIC CO	291011104	X				8/2/2004	12/21/2015	4,573	3,030				0	1,543
8	GOOGLE INC-CL C	38259P706	X				3/2/2015	5/6/2015	23	23				0	0
9	HONEYWELL INTERNATIONA	438516106	X				8/2/2004	3/2/2015	2,611	931				0	1,680
10	HONEYWELL INTERNATIONA	438516106	X				8/2/2004	6/4/2015	6,224	2,234				0	3,990
11	HONEYWELL INTERNATIONA	438516106	X				8/2/2004	12/21/2015	1,533	558				0	975
12	INTERNATIONAL BUSINESS M	459200101	X				8/2/2004	3/2/2015	3,214	1,738				0	1,476
13	INTERNATIONAL BUSINESS M	459200101	X				8/2/2004	4/23/2015	3,423	1,738				0	1,685
14	INTERNATIONAL BUSINESS M	459200101	X				8/2/2004	7/9/2015	1,642	869				0	773
15	INTERNATIONAL BUSINESS M	459200101	X				8/2/2004	8/10/2015	15,680	8,691				0	6,989
16	ISHARES TIPS BOND ETF	464287176	X				5/14/2004	1/9/2015	16,948	14,965				0	1,983
17	JPMORGAN CHASE & CO	46625H100	X				8/2/2004	3/2/2015	2,157	1,300				0	857
18	JOHNSON & JOHNSON	478160104	X				8/2/2004	3/2/2015	2,580	1,388				0	1,192
19	JOHNSON & JOHNSON	478160104	X				8/2/2004	7/9/2015	1,480	833				0	647
20	MICROSOFT CORP	594918104	X				8/2/2004	3/2/2015	2,185	1,416				0	769
21	MICROSOFT CORP	594918104	X				8/2/2004	7/29/2015	1,623	991				0	632
22	MICROSOFT CORP	594918104	X				8/2/2004	12/21/2015	2,726	1,416				0	1,310
23	MONSTER BEVERAGE CORP	611740101	X				10/24/2014	1/12/2015	5,705	4,891				0	814
24	NATIONAL OILWELL INC COM	637071101	X				12/4/2014	7/9/2015	1,564	2,351				0	-787
25	PROCTER & GAMBLE CO	742718109	X				8/2/2004	3/2/2015	2,983	1,889				0	1,094
26	PROCTER & GAMBLE CO	742718109	X				8/2/2004	4/23/2015	2,842	1,889				0	953
27	PROCTER & GAMBLE CO	742718109	X				8/2/2004	7/9/2015	1,615	1,080				0	535
28	3M CO	88579Y101	X				8/2/2004	3/2/2015	1,703	827				0	876
29	VERIZON COMMUNICATIONS	92343V104	X				8/2/2004	3/2/2015	1,728	1,223				0	505
30	ANHEUSER-BUSCH INBEV SP	03524A108	X				3/2/2015	12/21/2015	3,083	3,166				0	-83
31	CHEVRON CORP	166764100	X				8/2/2004	3/2/2015	3,166	1,435				0	1,731

Part I, Line 11 (990-PF) - Other Income

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
		587	587	0
	Description			
1	OTHER INVESTMENT INCOME	587	587	

Part I, Line 16b (990-PF) - Accounting Fees

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		760	0	0	760
	Description				
1	TAX PREP FEES	760			760

Part I, Line 18 (990-PF) - Taxes

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		4,478	909	0	0
	Description				
1	FOREIGN TAX WITHHELD	909	909		
2	PY EXCISE TAX DUE	1,070			
3	ESTIMATED EXCISE PAYMENTS	2,499			

Part I, Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		354	4	0	350
1	ADR FEES	4	4		
2	2015 MEMBERSHIP DUES - BLEWITT FOUNDATI	350	0		350

Part II, Line 13 (990-PF) - Investments - Other

			1,229,394	1,369,691	1,368,909
	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1				0	
2	AFFILIATED MANAGERS GROUP INC		0	4,794	3,994
3	APPLE COMPUTER INC COM		0	17,328	16,315
4	BOEING COMPANY		0	10,779	10,844
5	CVS/CAREMARK CORPORATION		0	2,106	2,444
6	CISCO SYSTEMS INC		0	8,001	8,282
7	CUMMINS INC		0	3,436	2,200
8	DIAGEO PLC - ADR		0	1,138	1,091
9	WALT DISNEY CO		0	2,693	2,627
10	EMERSON ELECTRIC CO		0	2,727	4,305
11	GILEAD SCIENCES INC		0	3,492	3,036
12	JOHNSON & JOHNSON		0	7,494	13,867
13	JOHNSON CONTROLS INC		0	3,268	2,962
14	MICROSOFT CORP		0	10,337	20,250
15	ORACLE CORPORATION		0	600	548
16	PIMCO HIGH YIELD FD-INST 108		0	50,000	43,337
17	PNC FINANCIAL SERVICES GROUP		0	6,175	6,195
18	PEPSICO INC		0	2,178	4,996
19	PROCTER & GAMBLE CO		0	8,636	12,706
20	ROCHE HOLDINGS LTD - ADR		0	1,072	1,034
21	SCHLUMBERGER LTD		0	8,044	6,626
22	TJX COS INC NEW		0	3,106	3,546
23	UNION PACIFIC CORP		0	1,811	1,173
24	MCKESSON CORP		0	5,028	4,931
25	PRINCIPAL GL MULT STRAT-INST #4684		0	30,000	28,960
26	MANULIFE FINANCIAL CORP		0	4,179	4,194
27	HONEYWELL INTERNATIONAL INC		0	2,792	7,768
28	TARGET CORP		0	8,834	14,522
29	UNITEDHEALTH GROUP INC		0	4,584	5,882
30	HAIN CELESTIAL GROUP INC		0	3,916	3,837
31	MERGER FUND-INST #301		0	100,000	95,012
32	VERIZON COMMUNICATIONS		0	7,515	9,937
33	FID ADV EMER MKTS INC- CL I 607		0	25,000	21,049
34	MONSANTO CO NEW		0	3,529	2,956
35	ISHARES TR SMALLCAP 600 INDEX FD		0	31,782	33,033
36	ISHARES S&P EUROPE 350		0	21,595	20,055
37	JPMORGAN CHASE & CO		0	11,702	20,799
38	FIDELITY ADV INTER REAL E-IS #1855		0	8,000	7,881
39	SUNCOR ENERGY INC NEW F		0	7,465	7,224
40	DODGE & COX INT'L STOCK FD 1048		0	50,000	42,997
41	ISHARES MSCI EAFE		0	91,731	88,080
42	CHEVRON CORP		0	6,696	12,594
43	ISHARES TR RUSSELL MIDCAP INDEX FD		0	24,914	36,040
44	3M CO		0	5,375	9,792
45	JP MORGAN MID CAP VALUE-I 758		0	70,000	85,444
46	BERSHIRE HATHAWAY INC		0	7,179	6,602

Part II, Line 13 (990-PF) - Investments - Other

			1,229,394	1,369,691	1,368,909
	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
47	PIMCO EMERGING LOCAL BOND IS 332		0	24,761	15,285
48	ALPHABET INC/CA		0	8,526	11,383
49	ISHARES IBOXX $ INV GR CORP BD FD		0	52,218	57,005
50	COMCAST CORP CLASS A		0	4,055	4,232
51	TEMPLETON GLOBAL BOND FD-ADV 616		0	80,000	77,930
52	ISHARES TR MSCI EMERGING MARKETS		0	124,971	96,570
53	ISHARES BARCLAYS AGGREGATE BOND		0	59,396	64,806
54	ISHARES BARCLAYS TIPS BOND FUND		0	14,494	16,452
55	GAI AGILITY INCOME FUND		0	50,000	46,823
56	E-TRACS ALERIAN MLP INFRASTRUCTUR		0	14,390	9,156
57	VANGUARD REIT VIPER		0	57,078	55,811
58	AQR MANAGED FUTURES STR-I		0	20,000	18,748
59	LAS VEGAS SANDS CORP		0	4,717	3,288
60	AMERIPRISE FINL INC		0	4,435	3,725
61	POWERSHARES LISTED PRIVATE EQUITY		0	10,850	10,520
62	EATON VANCE STRCT EM MRKT-I		0	20,000	15,538
63	EATON CORP PLC		0	1,561	1,301
64	BLACKROCK GL L/S CREDIT-INS #1833		0	30,000	26,989
65	CME GROUP INC		0	2,057	2,265
66	SPDR DJ WILSHIRE INTERNATIONAL REA		0	12,701	11,736
67	ROBECO BP LNG/SHRT RES-INS		0	30,000	30,305
68	CREDIT SUISSE COMM RT ST-CO 2156		0	25,000	18,918
69	CELANESE CORP		0	3,186	3,366
70	CITIGROUP INC		0	3,877	3,881
71	ISHARES RUSSELL MICROCAP INDEX FU		0	20,387	20,909

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	140
2	MF & CTF INCOME ADDITIONS	2	5,631
3	Total	3	5,771

Line 5 - Decreases not included in Part III, Line 2

1	MF & CTF INCOME SUBTRACTION	1	767
2	PY RETURN OF CAPITAL ADJUSTMENT	2	380
3	Total	3	1,147

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	8,653
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj Basis or Losses
						108,747	0	0	69 438	39,309	0	0	0	39,309
1	CHEVRON CORP	166764100		8/2/2004	4/23/2015	3,308		0	1,435	1,873	0	0	0	1,873
2	CONOCOPHILLIPS	20825C104		8/2/2004	3/2/2015	1,602		0	759	843	0	0	0	843
3	CONOCOPHILLIPS	20825C104		8/2/2004	7/29/2015	3,434		0	1,974	1,460	0	0	0	1,460
4	CONOCOPHILLIPS	20825C104		8/2/2004	12/21/2015	2,707		0	1,822	885	0	0	0	885
5	EMERSON ELECTRIC CO	291011104		8/2/2004	3/2/2015	2,332		0	1,212	1,120	0	0	0	1,120
6	EMERSON ELECTRIC CO	291011104		8/2/2004	7/29/2015	2,353		0	1,364	989	0	0	0	989
7	EMERSON ELECTRIC CO	291011104		8/2/2004	12/21/2015	4,573		0	3,030	1,543	0	0	0	1,543
8	GOOGLE INC-CL C	38259P706		3/2/2015	5/6/2015	23		0	23	0	0	0	0	0
9	HONEYWELL INTERNATIONA	438516106		8/2/2004	3/2/2015	2,611		0	931	1,680	0	0	0	1,680
10	HONEYWELL INTERNATIONA	438516106		8/2/2004	6/4/2015	6,224		0	2,234	3,990	0	0	0	3,990
11	HONEYWELL INTERNATIONA	438516106		8/2/2004	12/21/2015	1,533		0	558	975	0	0	0	975
12	INTERNATIONAL BUSINESS	459200101		8/2/2004	3/2/2015	3,214		0	1,738	1,476	0	0	0	1,476
13	INTERNATIONAL BUSINESS	459200101		8/2/2004	4/23/2015	3,423		0	1,738	1,685	0	0	0	1,685
14	INTERNATIONAL BUSINESS	459200101		8/2/2004	7/9/2015	1,642		0	869	773	0	0	0	773
15	INTERNATIONAL BUSINESS	459200101		8/2/2004	8/10/2015	15,680		0	8,691	6,989	0	0	0	6,989
16	ISHARES TIPS BOND ETF	464287176		5/14/2004	1/9/2015	16,948		0	14,965	1,983	0	0	0	1,983
17	JPMORGAN CHASE & CO	46625H100		8/2/2004	3/2/2015	2,157		0	1,300	857	0	0	0	857
18	JOHNSON & JOHNSON	478160104		8/2/2004	3/2/2015	2,580		0	1,388	1,192	0	0	0	1,192
19	JOHNSON & JOHNSON	478160104		8/2/2004	7/9/2015	1,480		0	833	647	0	0	0	647
20	MICROSOFT CORP	594918104		8/2/2004	3/2/2015	2,185		0	1,416	769	0	0	0	769
21	MICROSOFT CORP	594918104		8/2/2004	7/29/2015	1,623		0	991	632	0	0	0	632
22	MICROSOFT CORP	594918104		8/2/2004	12/21/2015	2,726		0	1,416	1,310	0	0	0	1,310
23	MONSTER BEVERAGE CORP	611740101		10/24/2014	1/12/2015	5,705		0	4,891	814	0	0	0	814
24	NATIONAL OILWELL INC CON	637071101		12/4/2014	7/9/2015	1,564		0	2,351	-787	0	0	0	-787
25	PROCTER & GAMBLE CO	742718109		8/2/2004	3/2/2015	2,983		0	1,889	1,094	0	0	0	1,094
26	PROCTER & GAMBLE CO	742718109		8/2/2004	4/23/2015	2,842		0	1,889	953	0	0	0	953
27	PROCTER & GAMBLE CO	742718109		8/2/2004	7/9/2015	1,615		0	1,080	535	0	0	0	535
28	3M CO	88579Y101		8/2/2004	3/2/2015	1,703		0	827	876	0	0	0	876
29	VERIZON COMMUNICATIONS	92343V104		8/2/2004	3/2/2015	1,728		0	1,223	505	0	0	0	505
30	ANHEUSER-BUSCH INBEV SI	03524A108		3/2/2015	12/21/2015	3,083		0	3,166	-83	0	0	0	-83
31	CHEVRON CORP	166764100		8/2/2004	3/2/2015	3,166		0	1,435	1,731	0	0	0	1,731

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
										23,074	0	0
1	Wells Fargo Bank N A Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	23,074		
2	MARGARET KELIHER		2200 ROSS AVENUE	DALLAS	TX	75201		ADVISORY COMM	2 00	0		
3	MARK ZACHEIS		1445 ROSS AVENUE	DALLAS	TX	75202		ADVISORY COMM	2 00	0		
4	JOHN S DUCHALA	X	1445 ROSS AVENUE	DALLAS	TX	75202		ADVISORY COMM	2 00	0		

Part VI, Line 6a (990-PF) - Estimated Tax Payments

		Date		Amount
1	Credit from prior year return		1	0
2	First quarter estimated tax payment	5/8/2015	2	625
3	Second quarter estimated tax payment	6/10/2015	3	625
4	Third quarter estimated tax payment	9/10/2015	4	624
5	Fourth quarter estimated tax payment	12/10/2015	5	625
6	Other payments		6	
7	Total		7	2,499