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Form **990-PF****Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2015

Open to Public Inspection

Department of the Treasury
Internal Revenue ServiceDo 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.

For calendar year 2015 or tax year beginning , and ending

Name of foundation MEL WOLF FOUNDATION			A Employer identification number 20-1270730	
Number and street (or P O box number if mail is not delivered to street address) P O BOX 1501, NJ2-130-03-31		Room/suite	B Telephone number (see instructions) 609-274-6834	
City or town PENNINGTON	State NJ	ZIP code 08534-1501		
Foreign country name		Foreign province/state/county	Foreign postal code	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change				
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation				
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 4,187,873		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	111,659	108,905		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	113,130			
	b Gross sales price for all assets on line 6a	991,562			
	7 Capital gain net income (from Part IV, line 2)		113,130		
	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)					
12 Total. Add lines 1 through 11	224,789	222,035	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	39,450			39,450
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,500			1,500
	c Other professional fees (attach schedule)	50,887	30,532		20,355
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	4,158	1,935		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	5,710	640		5,070
	24 Total operating and administrative expenses. Add lines 13 through 23	101,705	33,107	0	66,375
	25 Contributions, gifts, grants paid	141,630			141,630
26 Total expenses and disbursements. Add lines 24 and 25	243,335	33,107	0	208,005	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-18,546				
b Net investment income (if negative, enter -0-)		188,928			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	5,877	2,413	2,413
	2 Savings and temporary cash investments	161,245	107,642	107,642
	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)	574,382	477,755	492,939
	b Investments—corporate stock (attach schedule)	1,600,696	1,710,506	2,063,024
	c Investments—corporate bonds (attach schedule)	401,523	440,097	454,428
Liabilities	11 Investments—land, buildings, and equipment basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	1,181,050	1,157,053	1,067,427
	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)	3,924,773	3,895,466	4,187,873
	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	3,924,773	3,895,466	
	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)	3,924,773	3,895,466	
	31 Total liabilities and net assets/fund balances (see instructions)	3,924,773	3,895,466	

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	3,924,773
2	Enter amount from Part I, line 27a	2	-18,546
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	1,627
4	Add lines 1, 2, and 3	4	3,907,854
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	12,388
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,895,466

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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				
(i) FMV 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				
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	113,130	
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	249,131	4,400,686	0.056612
2013	260,466	4,303,692	0.060522
2012	243,027	4,220,933	0.057577
2011	198,157	4,192,906	0.047260
2010	214,957	4,073,741	0.052766
2 Total of line 1, column (d)		2	0.274737
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	0.054947
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5		4	4,332,044
5 Multiply line 4 by line 3		5	238,033
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	1,889
7 Add lines 5 and 6		7	239,922
8 Enter qualifying distributions from Part XII, line 4 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		8	208,005

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			
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			0
3	Add lines 1 and 2			3,779
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-			3,779
6	Credits/Payments			
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	3,521	
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			3,521
8	Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			258
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			0
11	Enter the amount of line 10 to be Credited to 2016 estimated tax ☐ Refunded ☐			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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (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? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ NV		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		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)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ UST-MLT, A DIVISION OF BANK OF AMERICA, N Telephone no ▶ 609-274-6834 Located at ▶ 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ▶ 08534-1501			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	N/A
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)? ☐ Yes ☒ No
- Organizations relying on a current notice regarding disaster assistance check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
- If "Yes," attach the statement required by Regulations section 53.4945–5(d) N/A
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
- If "Yes" to 6b, file Form 8870
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b

N/A

6b

X

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
George Castelle 6 OBSERVATORY RD CHARLESTON, WV 25314-182	TRUSTEE 5 00	13,150		
Susan Gullian 152 Monroe Street Denver, CO 80206-5572	TRUSTEE 5 00	13,150		
Susan Louise Fessend 1860 Watson Way Vista, CA 92083	TRUSTEE 5 00	13,150		

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	4,207,036
b	Average of monthly cash balances	1b	190,978
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	4,398,014
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	4,398,014
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	65,970
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,332,044
6	Minimum investment return. Enter 5% of line 5	6	216,602

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	216,602
2a	Tax on investment income for 2015 from Part VI, line 5	2a	3,779
b	Income tax for 2015 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	3,779
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	212,823
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	212,823
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	212,823

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	208,005
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	208,005
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	208,005

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				212,823
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	15,241			
b From 2011	136,903			
c From 2012	37,308			
d From 2013	52,323			
e From 2014	33,543			
f Total of lines 3a through e	275,318			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 208,005				
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				208,005
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2015. (If an amount appears in column (d), the same amount must be shown in column (a).)	4,818			4,818
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	270,500			
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)	10,423			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	260,077			
10 Analysis of line 9				
a Excess from 2011	136,903			
b Excess from 2012	37,308			
c Excess from 2013	52,323			
d Excess from 2014	33,543			
e Excess from 2015				

N/A

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

- b** 85% of line 2a

- d** Amounts included in line 2c not used directly for active conduct of exempt activities .

- 3** Complete 3a, b, or c for the alternative test relied upon

- a "Assets" alternative test—enter

- (1) Value of all assets**

- (2) Value of assets qualifying under section 4942(j)(3)(B)(i)

- b** "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

- c "Support" alternative test—enter

- (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

- (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

- (3) Largest amount of support from an exempt organization .

- (4) Gross investment income

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

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

- c Any submission deadlines**

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

Form 990-PF (2015)

MEL WOLF FOUNDATION

20-1270730

Page **11****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 <i>Paid during the year</i> See Attached Statement				
Total				3a 141,630
b <i>Approved for future payment</i> NONE				
Total				3b 0

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

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

MEL WOLF FOUNDATION

20-1270730 Page 1 of 1

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

Recipient(s) paid during the year

Name

YWCA OF CHARLESTON

Street

1114 QUARRIER ST

City

CHARLESTON

State
WV**Zip Code**
25301**Foreign Country****Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

General Operating

Amount

36,482

Name

BALI CHILDRENS PROJECT

Street

P O Box 171

City

DUTCH FLAT

State
CA**Zip Code**
95714**Foreign Country****Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

General Operating

Amount

20,148

Name

THE GATHERING PLACE A REFUGE FOR REBUILDING LIVES

Street

1535 HIGH STREET

City

DENVER

State
CO**Zip Code**
80218**Foreign Country****Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

General Operating

Amount

25,000

Name

LAFAYETTE ORINDA PRESBYTERIAN CHURCH

Street

49 KNOX DR

City

LAFAYETTE

State
CA**Zip Code**
94549**Foreign Country****Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

General Operating

Amount

30,000

Name

LAOTONG YOGA

Street

PO BOX 406

City

CHARLESTON

State
WV**Zip Code**
25322**Foreign Country****Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

General Operating

Amount

5,000

Name

The Gay Lesbian Bisexual & Transgender Community Center Of Co a/k/a The Center

Street

1050 Broadway

City

Denver

State
CO**Zip Code**
80203-2708**Foreign Country****Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

General Operating

Amount

25,000

Entity	Entity Type	Entity Address	Entity City	Entity State	Entity Zip	Entity Country	Entity Phone	Entity Fax	Entity Email	Entity Website	Entity Status	Entity Date	Entity Page
71 ALTERA CORP COM	X	021441100	8/1/2013	73	1/28/2015	85	0	0	0	0	0	0	41
72 AMADEUS IT HOLDING-UNSP	X	022631104	5/2/2015	812	6/4/2015	257	0	0	0	0	0	0	41

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

Long Term CG Distributions		Amount		Capital Gains/Losses		Sales		Depreciation and Adjustments		or Loss	
Short Term CG Distributions		21,723		0		991,562		878,432		113,130	
						</					

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

Long Term CG Distributions		Amount	Totals		Gross Sales		Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss					
Short Term CG Distributions		21,723	Capital Gains/Losses		991,562		878,432		113,130					
		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
145 ASTORIA FINANCIAL CORP	048265104	X				8/15/2011	1/28/2015	212	173					39
146 AUTODESK INC DEL PV\$0.01	052769106	X				8/1/2013	1/28/2015	276	173					103
147 AUTODESK INC DEL PV\$0.01	052769106	X				12/29/2008	1/28/2015	332	110					222
148 AUTODESK INC DEL PV\$0.01	052769106	X				8/1/2013	3/4/2015	1,353	780					593
149 AUTODESK INC DEL PV\$0.01	052769106	X				8/1/2013	9/1/2015	138	104					34
150 MARATHON PETROLEUM CO	56585A102	X				4/9/2012	9/9/2015	3,835	1,684					2,151
151 MARATHON PETROLEUM CO	56585A102	X				4/9/2012	9/10/2015	2,809	1,258					1,551
152 MARATHON PETROLEUM CO	56585A102	X				1/22/2014	9/10/2015	571	512					59
153 MEDICAL PTYS TR INC	58463J304	X				9/10/2013	1/28/2015	480	363					117
154 MEDTRONIC INC COM	585055106	X				8/6/2013	1/27/2015	4,925	3,539					1,386
155 MEDTRONIC INC COM	585055106	X				8/6/2013	1/27/2015	4,078	2,931					1,147
156 MEDTRONIC INC COM	585055106	X				8/8/2013	1/27/2015	5,694	4,113					1,581
157 MEDTRONIC INC COM	585055106	X				1/22/2014	1/27/2015	539	412					127
158 MERCK AND CO INC SHS	58933Y105	X				8/1/2013	1/28/2015	559	438					121
159 MERCK AND CO INC SHS	58933Y105	X				8/27/2012	1/28/2015	574	448					121
160 MERCK AND CO INC SHS	58933Y105	X				6/27/2012	1/27/2015	1,986	1,099					887
161 MERCK AND CO INC SHS	58933Y105	X				6/28/2012	2/27/2015	4,405	3,037					1,368
162 MERCK AND CO INC SHS	58933Y105	X				10/8/2012	2/27/2015	1,527	1,206					321
163 MERCK AND CO INC SHS	58933Y105	X				10/8/2012	4/8/2015	5,102	4,127					975
164 MERCK AND CO INC SHS	58933Y105	X				10/8/2012	4/9/2015	1,448	928					520
165 MERCK AND CO INC SHS	58933Y105	X				1/22/2014	4/9/2015	689	622					67
166 MERCK AND CO INC SHS	58933Y105	X				8/1/2013	9/11/2015	52	49					3
167 CVS HEALTH CORP	126650100	X				7/12/2012	1/8/2015	3,229	1,570					1,659
168 CVS HEALTH CORP	126650100	X				7/11/2012	1/8/2015	329	329					0
169 CVS HEALTH CORP	126650100	X				7/12/2012	1/29/2015	299	143					156
170 CVS HEALTH CORP	126650100	X				7/13/2012	7/9/2015	3,610	1,636					2,174
171 CVS HEALTH CORP	126650100	X				7/12/2012	7/9/2015	1,380	619					761
172 CAROT CORP	127055101	X				11/11/2013	1/28/2015	164	192					28
173 LABORATORY CP AMER HLD	50540R403	X				3/24/2015	3/24/2015	92	84					8
174 LOWE'S COMPANIES INC	548661107	X				8/1/2013	1/9/2015	7,304	4,789					2,515
175 LOWE'S COMPANIES INC	548661107	X				8/1/2013	1/28/2015	798	497					271
176 LOWE'S COMPANIES INC	548661107	X				12/19/2013	1/29/2015	624	431					193
177 LOWE'S COMPANIES INC	548661107	X				8/1/2013	1/29/2015	7,060	4,563					2,497
178 LOWE'S COMPANIES INC	548661107	X				12/19/2013	6/10/2015	3,584	2,491					1,093
179 LOWE'S COMPANIES INC	548661107	X				12/19/2013	8/5/2015	1,891	1,293					598
180 LOWE'S COMPANIES INC	548661107	X				8/1/2013	10/8/2015	72	45					27
181 LOWE'S COMPANIES INC	548661107	X				12/19/2013	11/18/2015	1,940	1,293					647
182 MACYS INC	55616P104	X				7/8/2013	8/6/2015	4,247	3,152					1,095
183 MACYS INC	55616P104	X				1/22/2014	9/9/2015	478	443					35
184 MACYS INC	55616P104	X				1/8/2015	9/9/2015	3,285	3,740					-455
185 MACYS INC	55616P104	X				7/8/2013	9/9/2015	2,985	2,502					484
186 MARATHON PETROLEUM CO	56585A102	X				3/27/2012	1/29/2015	450	223					227
187 MARATHON PETROLEUM CO	56585A102	X				3/27/2012	2/6/2015	199	89					110
188 MARATHON PETROLEUM CO	56585A102	X				4/9/2012	2/6/2015	4,980	2,128					2,852
189 MICROSOFT CORP	594918104	X				8/1/2013	1/28/2015	252	191					61
190 MICROSOFT CORP	594918104	X				8/1/2013	9/11/2015	320	382					138
191 MICROSOFT CORP	594918104	X				8/1/2013	10/8/2015	94	64					30
192 MOLSON COOR BREW CO CL	60871R209	X				8/5/2014	1/29/2015	458	405					53
193 CASH AMERICAN INTL INC	14754D100	X				1/17/2013	1/28/2015	119	126					-7
194 CENTENE CORP	15135B101	X				1/13/2010	1/28/2015	880	174					706
195 CISCO SYSTEMS INC COM	17275R102	X				8/1/2013	1/28/2015	1,963	1,865					98
196 CISCO SYSTEMS INC COM	17275R102	X				2/21/2012	1/29/2015	430	328					102
197 CISCO SYSTEMS INC COM	17275R102	X				8/1/2013	10/8/2015	249	233					16
198 CISCO SYSTEMS INC	17275RAE2	X				2/24/2009	1/28/2015	5,659	4,909					750
199 CISCO SYSTEMS INC	17275RAE2	X				2/24/2009	1/28/2015	1,964	1,964					0
200 CITIGROUP INC COM NEW	172967F13	X				6/13/2012	1/29/2015	330	195					135
201 CITIGROUP INC	172967F13	X				11/17/2011	1/28/2015	2,240	1,914					326
202 CITIGROUP INC	172967F13	X				11/17/2011	12/18/2015	1,075	957					118
203 COCA COLA COM	191216100	X				8/1/2013	1/28/2015	1,186	1,138					48
204 COCA COLA COM	191216100	X				8/1/2013	9/1/2015	776	813					-1
205 COCA COLA COM	191216100	X				8/1/2013	10/9/2015	83	81					2
206 COMCAST CORP NEW CL A	20030N101	X				8/27/2012	1/29/2015	163	102					61
207 COMCAST CORP NEW CL A	20030N101	X				10/9/2012	1/29/2015	381	255					126
208 COMCAST CORP	20030N101	X				12/4/2015	12/18/2015	3,055	3,055					0
209 CORBIAN NV SHS - ADR	218333102	X				12/14/2012	1/12/2015	441	694					-163
210 CORBIAN NV SHS - ADR	218333102	X				12/14/2012	1/12/2015	252	348					-86
211 CORBIAN NV SHS - ADR	218333102	X				12/17/2012	1/28/2015	49	65					-16
212 CORBIAN NV SHS - ADR	218333102	X				5/2/2013	1/28/2015	488	673					-185
213 CORBIAN NV SHS - ADR	218333102	X				2/15/2013	1/28/2015	325	445					-120
214 CORBIAN NV SHS - ADR	218333102	X				1/13/2014	1/28/2015	1,365	1,892					-527
215 CORBIAN NV SHS - ADR	218333102	X				2/4/2013	1/28/2015	894	1,288					-394
216 MONOLITHIC PWR SYSTEMS	609839105	X				8/2/2011	1/28/2015	145	36					109

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

NAME	DATE	TIME	LOCATION	STATUS	REMARKS
287 NOVARTIS ADR	8/1/2013	145			
288 NOVARTIS ADR	8/1/2013	145			
289 NOVARTIS ADR	8/1/2013	145			
290 NOVARTIS ADR	8/1/2013	145			
291 NOVARTIS ADR	8/1/2013	145			
292 NOVARTIS ADR	8/1/2013	145			
293 NOVARTIS ADR	8/1/2013	145			
294 NOVARTIS ADR	8/1/2013	145			
295 NOVARTIS ADR	8/1/2013	145			
296 NOVARTIS ADR	8/1/2013	145			
297 NOVARTIS ADR	8/1/2013	145			
298 NOVARTIS ADR	8/1/2013	145			
299 NOVARTIS ADR	8/1/2013	145			
300 NOVARTIS ADR	8/1/2013	145			
301 NOVARTIS ADR	8/1/2013	145			
302 NOVARTIS ADR	8/1/2013	145			
303 NOVARTIS ADR	8/1/2013	145			
304 NOVARTIS ADR	8/1/2013	145			
305 NOVARTIS ADR	8/1/2013	145			
306 NOVARTIS ADR	8/1/2013	145			
307 NOVARTIS ADR	8/1/2013	145			
308 NOVARTIS ADR	8/1/2013	145			
309 NOVARTIS ADR	8/1/2013	145			
310 NOVARTIS ADR	8/1/2013	145			
311 NOVARTIS ADR	8/1/2013	145			
312 NOVARTIS ADR	8/1/2013	145			
313 NOVARTIS ADR	8/1/2013	145			
314 NOVARTIS ADR	8/1/2013	145			
315 NOVARTIS ADR	8/1/2013	145			
316 NOVARTIS ADR	8/1/2013	145			
317 NOVARTIS ADR	8/1/2013	145			
318 NOVARTIS ADR	8/1/2013	145			
319 NOVARTIS ADR	8/1/2013	145			
320 NOVARTIS ADR	8/1/2013	145			
321 NOVARTIS ADR	8/1/2013	145			
322 NOVARTIS ADR	8/1/2013	145			
323 NOVARTIS ADR	8/1/2013	145			
324 NOVARTIS ADR	8/1/2013	145			
325 NOVARTIS ADR	8/1/2013	145			
326 NOVARTIS ADR	8/1/2013	145			
327 NOVARTIS ADR	8/1/2013	145			
328 NOVARTIS ADR	8/1/2013	145			
329 NOVARTIS ADR	8/1/2013	145			
330 NOVARTIS ADR	8/1/2013	145			
331 NOVARTIS ADR	8/1/2013	145			
332 NOVARTIS ADR	8/1/2013	145			
333 NOVARTIS ADR	8/1/2013	145			
334 NOVARTIS ADR	8/1/2013	145			
335 NOVARTIS ADR	8/1/2013	145			
336 NOVARTIS ADR	8/1/2013	145			
337 NOVARTIS ADR	8/1/2013	145			
338 NOVARTIS ADR	8/1/2013	145			
339 NOVARTIS ADR	8/1/2013	145			
340 NOVARTIS ADR	8/1/2013	145			
341 NOVARTIS ADR	8/1/2013	145			
342 NOVARTIS ADR	8/1/2013	145			
343 NOVARTIS ADR	8/1/2013	145			
344 NOVARTIS ADR	8/1/2013	145			
345 NOVARTIS ADR	8/1/2013	145			
346 NOVARTIS ADR	8/1/2013	145			
347 NOVARTIS ADR	8/1/2013	145			
348 NOVARTIS ADR	8/1/2013	145			
349 NOVARTIS ADR	8/1/2013	145			
350 NOVARTIS ADR	8/1/2013	145			
351 NOVARTIS ADR	8/1/2013	145			
352 NOVARTIS ADR	8/1/2013	145			
353 NOVARTIS ADR	8/1/2013	145			
354 NOVARTIS ADR	8/1/2013	145			
355 NOVARTIS ADR					

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

Long Term CG Distributions		Amount	Totals		Gross Sales		Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss					
Short Term CG Distributions		21,723	Capital Gains/Losses		991,562		875,432		113,131					
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
289 NOVO NORDISK S ADR	670100205	X				2/18/2014	9/11/2015	565	444					121
290 NSK LTD ADR	670184100	X				3/30/2011	4/30/2015	222	122					100
291 NSK LTD ADR	670184100	X				10/13/2011	4/30/2015	2,444	1,173					1,271
292 NSK LTD ADR	670184100	X				2/17/2012	4/30/2015	1,524	758					766
293 ON SEMICONDUCTOR CRP C	682189105	X				10/21/2014	1/28/2015	563	433					130
294 PULTE GROUP	745867101	X				12/18/2014	2/26/2015	5,769	5,252					517
295 PULTE GROUP	745867101	X				12/18/2014	2/27/2015	2,520	2,304					216
296 QUALCOMM INC	747525103	X				8/1/2013	1/28/2015	1,432	1,302					130
297 QUALCOMM INC	747525103	X				8/1/2013	10/8/2015	171	195				24	0
298 RAYMOND JAMES FINL INC	754730109	X				12/4/2008	1/28/2015	423	213					210
299 REINSURANCE GROUP AMER	759351604	X				4/4/2013	1/28/2015	84	59					25
300 REINSURANCE GROUP AMER	759351604	X				4/5/2013	1/28/2015	335	235					100
301 REPUBLIC SERVICES INC	780759100	X				3/6/2007	1/28/2015	330	221					109
302 RIO TINTO PLC SPNSRD ADR	787204100	X				8/1/2014	1/14/2015	2,478	3,423					-945
303 RYDER SYSTEM INC	783549108	X				10/31/2013	1/28/2015	445	330					115
304 SBA COMMUNICATIONS CRP	783881106	X				1/15/2009	1/28/2015	1,074	152					922
305 FEDERAL NATL MTG ASSOC	3135G0BA0	X				8/2/2012	1/28/2015	5,123	5,110					13
306 SEI INVT CO PA PV \$0.01	784117103	X				8/1/2013	1/28/2015	1,138	904					234
307 SEI INVT CO PA PV \$0.01	784117103	X				8/1/2013	9/11/2015	868	516					350
308 SEI INVT CO PA PV \$0.01	784117103	X				8/1/2013	9/11/2015	102	65					37
309 SABMILLER PLC SPON ADR	78572M105	X				8/1/2013	1/28/2015	1,695	1,549					146
310 SABMILLER PLC SPON ADR	78572M105	X				8/1/2013	9/11/2015	46	50				4	0
311 SABMILLER PLC SPON ADR	78572M105	X				8/1/2013	9/11/2015	138	150				12	0
312 SABMILLER PLC SPON ADR	78572M105	X				8/1/2013	10/6/2015	1,564	1,399					165
313 SABMILLER PLC SPON ADR	78572M105	X				8/1/2013	11/20/2015	3,545	2,898					647
314 SCHLUMBERGER LTD	806857108	X				11/9/2012	1/28/2015	488	414					74
315 SCHLUMBERGER LTD	806857108	X				11/9/2012	1/29/2015	322	357					-35
316 SCHLUMBERGER LTD	806857108	X				11/9/2012	9/1/2015	378	345					34
317 SCHLUMBERGER LTD	806857108	X				11/13/2012	9/1/2015	683	627					56
318 SCHLUMBERGER LTD	806857108	X				11/13/2012	10/8/2015	152	139					13
319 THE SCOTTS MIRACLE GRO	810186108	X				3/6/2007	1/28/2015	320	206					114
320 SHELL INTERNATIONAL FIN	822582A11	X				9/17/2009	1/28/2015	4,458	3,979					479
321 SHELL INTERNATIONAL FIN	822582A11	X				9/17/2009	12/18/2015	2,144	1,990					154
322 SNAP ON INC COM	833034101	X				3/6/2007	1/28/2015	933	342					591
323 SONOCO PRODUCTS CO	835485102	X				3/18/2013	1/28/2015	221	170					51
324 SONOCO PRODUCTS CO	835485102	X				3/18/2013	1/28/2015	177	137					40
325 SONY CORP ADR NEW	835699307	X				9/11/2014	1/9/2015	1,110	1,037					73
326 SUNTRUST BKS INC COM	867914103	X				1/2/2013	1/29/2015	269	204					65
327 TDK CORP AMERN DEP SHR	872351408	X				9/12/2014	1/9/2015	719	657					62
328 TJX COS INC NEW	872540109	X				3/6/2007	1/28/2015	679	134					545
329 TAL INTL GROUP INC	874083108	X				11/11/2013	1/28/2015	127	141					-14
330 TAL INTL GROUP INC	874083108	X				11/11/2013	1/28/2015	42	47					-5
331 TAL INTL GROUP INC	874083108	X				11/12/2013	1/28/2015	84	93					-9
332 TELEDYNE TECH INC	879360105	X				1/23/2013	1/28/2015	99	70					29
333 TELEDYNE TECH INC	879360105	X				1/24/2013	1/28/2015	197	141					56
334 TELEPERFORMANCE UNSPONS	87946F100	X				7/11/2013	1/9/2015	1,376	1,056					320
335 TESORO CORP	881609101	X				3/1/2013	1/29/2015	325	226					99
336 TEVA PHARMACTCL INDS AD	881624209	X				9/12/2012	1/9/2015	2,043	1,464					579
337 TEVA PHARMACTCL INDS AD	881624209	X				9/23/2014	1/29/2015	480	416					44
338 3M COMPANY	88578V101	X				6/27/2012	1/29/2015	482	262					230
339 TOYOTA MOTOR CORP ADR	892331307	X				6/4/2014	8/10/2015	4,060	3,545					515
340 TOYOTA MOTOR CORP ADR	892331307	X				2/4/2015	8/10/2015	131	134					-3
341 TRAVELERS COS INC	89417E109	X				5/14/2012	1/29/2015	418	259					159
342 TRAVELSKY TECHNOLOGY L	89420Y209	X				2/15/2013	4/15/2015	83	83					118
343 TRAVELSKY TECHNOLOGY L	89420Y209	X				1/1/2013	4/15/2015	3,724	1,395					2,328
344 US BANCORP (NEW)	902973304	X				6/12/2008	1/29/2015	338	268					70
345 UNITED NAT FOODS INC	911163103	X				9/11/2013	1/28/2015	952	253					699
346 UNITED PARCEL SVC CL B	911312106	X				8/1/2013	1/28/2015	904	796					108
347 UNITED PARCEL SVC CL B	911312106	X				8/1/2013	9/11/2015	387	354					33
348 UNITED PARCEL SVC CL B	911312106	X				8/1/2013	10/8/2015	103	88					15
349 U S TREASURY BOND	912810F70	X				6/24/2009	1/28/2015	5,664	4,048					1,616
350 U S TREASURY BOND	912810F70	X				6/24/2009	12/18/2015	3,910	3,035					875
351 U S TREASURY BOND	912810F70	X				2/4/2012	1/28/2015	10,473	9,025					1,448
352 U S TREASURY BOND	912810F70	X				2/4/2012	12/18/2015	4,206	4,011					195
353 U S TREASURY NOTE	912828D96	X				12/3/2014	1/28/2015	9,484	9,064					420
354 U S TREASURY NOTE	912828D96	X				12/3/2014	1/28/2015	3,045	3,020					25
355 U S TREASURY NOTE	912828D98	X				12/3/2014	1/28/2015	14,089	14,032					57
356 U S TREASURY NOTE	912828D98	X				12/3/2014	3/26/2015	56,258	56,119					139
357 U S TREASURY NOTE	912828D98	X				12/3/2014	9/2/2015	29,139	29,051					88
358 U S TREASURY NOTE	912828D98	X				12/3/2014	12/18/2015	1,000	1,001					-1
359 U S TREASURY NOTE	912828J27	X				3/26/2015	12/18/2015	3,328	4,009					-81
360 U S TREASURY NOTE	912828J43	X				3/26/2015	7/23/2015	31,471	31,965					-494

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

Long Term CG Distributions										Amount		21,723		0		Totals		Gross Sales		Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss	
Short Term CG Distributions										21,723		0		Capital Gains/Losses		Other sales		991,562		878,432		113,130	
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									
361 U.S. TREASURY NOTE	912828ND8	X				6/11/2010	1/28/2015	5,548	5,060					488									
362 U.S. TREASURY NOTE	912828ND8	X				6/11/2010	1/28/2015	3,233	3,031					202									
363 U.S. TREASURY NOTE	912828DF0	X				5/27/2011	1/28/2015	3,064	3,012					52									
364 U.S. TREASURY NOTE	912828GF0	X				5/27/2011	7/23/2015	23,303	23,056					247									
365 U.S. TREASURY NOTE	912828G00	X				7/23/2015	12/17/2015	22,192	22,102					90									
366 U.S. TREASURY NOTE	912828G00	X				7/23/2015	12/18/2015	2,017	2,009					8									
367 U.S. TREASURY NOTE	912828H8	X				12/19/2013	1/28/2015	647	3,993				1	0									
368 UNITEDHEALTH GROUP INC	91324P102	X				12/19/2013	1/28/2015	5,403	3,251					214									
369 UNITEDHEALTH GROUP INC	91324P102	X				5/29/2014	1/28/2015	422	360					62									
370 UNIVERSAL HEALTH SVCS E	913903100	X				3/15/2011	1/28/2015	575	284					291									
371 VALERO ENERGY CORP NEW	91913Y100	X				3/6/2007	1/28/2015	170	52					118									
372 VALPAR CORP COM	920355104	X				4/16/2010	1/28/2015	509	183					326									
373 VALPAR CORP COM	920355104	X				8/1/2013	1/28/2015	1,132	951					181									
374 VARIAN MEDICAL SYS INC	92220P105	X				8/1/2013	9/11/2015	477	439					38									
375 VARIAN MEDICAL SYS INC	92220P105	X				7/18/2011	1/28/2015	263	88					175									
376 VISA INC CL A SHRS	92826CB39	X				7/27/2011	1/28/2015	2,101	704					1,397									
377 VISA INC CL A SHRS	92826CB39	X				7/27/2011	1/28/2015	250	88					162									
378 VISA INC CL A SHRS	92826CB39	X				8/25/2011	1/28/2015	1,499	515					984									
379 VISA INC CL A SHRS	92826CB39	X				8/25/2011	1/28/2015	631	193					438									
380 VISA INC CL A SHRS	92826CB39	X				8/25/2011	1/28/2015	293	86					207									
381 VISA INC CL A SHRS	92826CB39	X				12/14/2015	1/28/2015	2,997	2,993					4									
382 VISA INC	92826CAB8	X				2/12/2013	7/21/2015	40	36					4									
383 WEC ENERGY GROUP INC SI	92939U106	X				1/3/2012	1/28/2015	366	199					167									
384 WELLS FARGO & CO NEW DR	949746F01	X				1/9/2013	1/28/2015	3,007	3,008					-1									
385 WELLS FARGO & COMPANY	94974BF00	X				1/9/2013	1/28/2015	996	1,002					-6									
386 WELLS FARGO & COMPANY	94974BF00	X				11/18/2013	1/28/2015	3,043	3,020					23									
387 WELLS FARGO & COMPANY	94974BF08	X				11/18/2013	1/28/2015	2,011	2,011					0									
388 WELLS FARGO & COMPANY	94974BF08	X				8/13/2013	1/28/2015	401	274					127									
389 WSTN DIGITAL CORP DEL	958102105	X				10/31/2007	1/28/2015	258	238					20									
390 WHITTING PETROLEUM CORP	966387102	X				10/14/2008	1/28/2015	353	183					160									
391 XILINX INC	983919101	X				2/10/2014	1/28/2015	442	435					7									
392 YUM BRANDS INC	98498101	X				2/11/2014	1/28/2015	368	367					1									
393 YUM BRANDS INC	98498101	X				2/11/2014	1/28/2015	588	588					0									
394 YUM BRANDS INC	98498101	X				8/1/2013	1/28/2015	580	422					158									
395 ZIMMER BIOMET HOLDI	98556P102	X				8/1/2013	1/28/2015	2,460	1,857					603									
396 ZIMMER BIOMET HOLDI	98556P102	X				8/1/2013	1/16/2015	2,466	1,942					524									
397 ZIMMER BIOMET HOLDI	98556P102	X				8/1/2013	1/10/2015	965	760					205									
398 ZIMMER BIOMET HOLDI	98556P102	X				8/1/2013	1/20/2015	4,374	3,546					828									
399 ZIMMER BIOMET HOLDI	98556P102	X				8/1/2013	1/24/2015	612	507					105									
400 ZIMMER BIOMET HOLDI	98556P102	X				8/1/2013	1/25/2015	1,626	1,520					306									
401 ZIMMER BIOMET HOLDI	98556P102	X				8/1/2013	1/27/2015	101	84					17									
402 ZIMMER BIOMET HOLDI	98556P102	X				1/13/2014	1/27/2015	1,715	1,640					75									
403 ZIMMER BIOMET HOLDI	98556P102	X				2/15/2013	9/10/2015	1,490	1,054					436									
404 DAILER A	D1668R123	X				3/18/2011	9/10/2015	331	256					75									
405 DAILER A	D1668R123	X				2/4/2015	9/10/2015	414	473					-59									
406 DAILER A	D1668R123	X				3/30/2011	9/10/2015	414	353					61									
407 DAILER A	D1668R123	X				6/10/2011	9/10/2015	1,490	1,224					266									
408 DAILER A	D1668R123	X				3/6/2007	1/28/2015	426	242					184									
409 COVANCE INC	222816100	X				2/12/2013	2/20/2015	429	275					154									
410 COVANCE INC	222816100	X				3/9/2011	2/20/2015	322	173					149									
411 COVANCE INC	222816100	X				3/6/2007	2/20/2015	1,929	1,088					841									
412 COVANCE INC	222816100	X				2/5/2009	1/15/2015	20,000	18,584					1,416									
413 CREDIT SUISSE FB USA INC	22541LAR4	X				11/1/2007	1/15/2015	16,000	15,501					499									
414 CREDIT SUISSE FB USA INC	22541LAR4	X				9/9/2009	1/28/2015	461	248					213									
415 D R HORTON INC	23331A109	X				8/1/2013	1/28/2015	1,159	1,369					0									
416 DANONE-SPONS	23636T100	X				6/12/2015	1/28/2015	13	0					13									
417 DANONE-SPONS	23636T100	X				8/1/2013	9/11/2015	423	564					-141									
418 DANONE-SPONS	23636T100	X				8/1/2013	10/6/2015	117	145					-28									
419 DANONE-SPONS	23636T100	X				3/6/2007	1/28/2015	367	238					129									
420 DARDEN RESTAURANTS INC	237194105	X				11/16/2010	1/21/2015	2,835	955					1,880									
421 DISCOVER FINL SVCS	254709108	X				1/22/2014	1/21/2015	753	602					151									
422 DISNEY (WALT) CO COM STK	254687106	X				1/22/2014	10/21/2015	654	642					12									
423 DISCOVER FINL SVCS	254709108	X				1/22/2014	1/21/2015	4,517	2,447					2,070									
424 DISNEY (WALT) CO COM STK	254687106	X				11/13/2012	1/28/2015	2,447	1,252					1,195									
425 DISNEY (WALT) CO COM STK	254709108	X				11/15/2010	10/20/2015	3,717	1,295					2,422									
426 DISCOVER FINL SVCS	254709108	X				11/15/2010	10/20/2015	5,138	1,726					3,412									
427 DISCOVER FINL SVCS	254709108	X				3/9/2011	10/21/2015	818	335					483									
428 DISCOVER FINL SVCS	254709108	X				8/11/2014	1/29/2015	235	183					52									
429 DR PEPPER SNAPPLE GROU	26138E109	X				8/11/2014	8/5/2015	3,991	2,928					1,063									
430 DR PEPPER SNAPPLE GROU	26138E109	X				7/9/2012	1/8/2015	233	231					2									
431 E M C CORPORATION MASS	268648102	X				7/9/2012	1/8/2015	554	554					0									
432 E M C CORPORATION MASS	268648102	X				7/9/2012	1/8/2015	554	554					0									

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

		1,500	0	0	1,500
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,500			1,500

Part I, Line 16c (990-PF) - Other Professional Fees

		50,887	30,532	0	20,355
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	UST-MLT Fees as Agent	50,887	30,532		20,355

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

		4,158	1,935	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Foreign Tax Withheld	1,935	1,935		
2	Estimated Excise Payments	2,223			

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

		5,710	640	0	5,070
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	640	640		
2	OTHER CHARITABLE EXPENSES	5,070	0		5,070

Part II, Line 10a (990-PF) - Investments - U.S. and State Government Obligations

		Federal		State/Local		Federal		State/Local		Federal		State/Local	
		574,382		0		477,755		0		492,939		0	
		State/Local		0		0		0		0		0	
Description		Nun Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year	State/Local Obligation						
1													
2	FEDERAL NATL MTG ASSOC		0	44,226		44,228							
3	FEDERAL NATL MTG ASSOC		0	44,210		46,732							
4	U S TREASURY BOND		0	37,429		47,418							
5	U S TREASURY BOND 3 125% FEB 15 20		0	71,456		72,278							
6	U S TREASURY NOTE		0	70,458		70,730							
7	U S TREASURY NOTE		0	27,040		26,984							
8	U S TREASURY NOTE		0	52,531		51,810							
9	U S TREASURY NOTE		0	39,395		41,928							
10	U S TREASURY NOTE		0	22,101		22,114							
11	U S TREASURY NOTE		0	68,909		68,717							

Part II, Line 10b (990-PF) - Investments - Corporate Stock

Description		Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1			1,600,696	1,710,506	0	2,063,024
2	MOLSON COOR BREW CO CL B	0		9,013		12,116
3	OMNICOM GROUP INC COM	0		8,303		8,625
4	ORACLE CORPORATION	0		7,783		7,050
5	PARKER HANNIFIN CORP	0		10,291		11,832
6	PFIZER INC COM	0		11,967		14,978
7	PUBLIC SERVICE ENTERPRISE GROUP IN	0		9,297		8,821
8	RAYTHEON CO	0		13,895		16,562
9	SCHLUMBERGER LIMITED COM	0		17,049		14,229
10	STATE ST CORP COM	0		7,081		9,755
11	SUNCOR ENERGY INC NEW	0		10,251		8,050
12	SUNTRUST BANKS INC	0		8,092		11,824
13	TESORO PETROLEUM CORPORATION CO	0		5,486		10,221
14	TEVA PHARMACEUTICAL INDS ADR	0		8,148		10,305
15	3M CO	0		8,918		14,612
16	TOTAL SYS SVCS INC	0		3,550		5,777
17	TRAVELERS COS INC	0		8,716		15,010
18	US BANCORP DEL	0		10,672		13,441
19	UNITED CONTL HLDGS INC	0		5,488		11,288
20	UNITED HEALTH GROUP INC	0		13,155		19,764
21	UNIVERSAL HEALTH SVCS INC CL B	0		6,833		9,081
22	VALERO ENERGY CORP NEW	0		4,239		10,960
23	VERIZON COMMUNICATIONS INC	0		4,741		4,437
24	VIACOM INC NEW CL B	0		4,542		4,363
25	WAL MART STORES INC	0		19,841		15,999
26	WELLS FARGO & CO NEW	0		11,544		16,254
27	WESTERN DIGITAL CORP	0		6,285		5,404
28	JAPAN AIRLINES CO LTD	0		7,694		8,703
29	KT CORP	0		4,789		3,752
30	LG PHILIPS LCD CO LTD	0		5,619		4,531
31	LIXIL GROUP CORPORATION	0		7,227		6,745
32	LLOYDS TSB GROUP PLC	0		3,655		4,103
33	MARINE HARVEST ASA ADR	0		4,400		7,328
34	NESTLE S A SPONSORED ADR	0		8,540		8,186
35	NORSK HYDRO A S SPONSORED ADR	0		3,940		2,643
36	NSK LTD ADR	0		4,352		4,628
37	ORKLA AS A SHS ADR	0		2,398		2,202
38	OTSUKA HOLDINGS CO LTD	0		8,471		9,541
39	POSCO	0		8,510		4,031
40	QINETIQ GROUP PLC ADR	0		4,426		5,856
41	ROYAL KPN NV	0		7,054		7,392
42	SAFRAN SA-UNSPON ADR	0		6,374		8,637
43	SANOBI-SYNTHELABO	0		3,011		2,943
44	SCHNEIDER ELEC SA ADR	0		5,218		3,721
45	SONY CORP ADR AMERN SH NEW	0		8,756		8,958
46	SUMITOMO MITSUI-UNSPONS	0		13,333		11,605

Part II, Line 10b (990-PF) - Investments - Corporate Stock

Description		Num Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
47	TDK CORP ADR	0		3,641		4,103
48	TELEPERFORMCE UNSPOND	0		5,673		8,227
49	TEVA PHARMACEUTICAL INDS ADR	0		6,083		8,861
50	TOSHIBA CORP SHS	0		4,424		2,104
51	TOTAL FINA ELF S A ADR	0		8,622		7,012
52	TRAVELSKY TECHNOLOGY LTD	0		2,377		4,202
53	TURKIYE GARANTI BANKASI A S	0		2,255		1,333
54	UNILEVER NV NY SHARE F NEW	0		4,814		5,632
55	VODAFONE GROUP PLC SHS	0		4,386		4,162
56	WPP PLC NEW/ADR	0		5,180		7,458
57	WIENERBERGER BAUST SPADR	0		7,624		9,221
58	ACCENTURE PLC SHS	0		3,634		5,016
59	UBS GROUP AG NAMEN-AKT	0		7,260		9,433
60	ADECCO SA ADR	0		6,880		7,312
61	AKZO NOBEL N V ADR	0		7,951		8,042
62	ARYZTA AG-UNSPON ADR	0		4,949		4,033
63	AVIVA PLC SHS	0		6,642		7,985
64	AXA ADR	0		9,903		12,565
65	BP P L C SPONS ADR	0		7,926		5,252
66	BNP PARIBAS	0		6,036		5,172
67	BANCO SANTANDER CENT HISPANO S A	0		4,575		2,937
68	BARCLAYS PLC ADR	0		8,699		7,296
69	BAYER A G SPONSORED ADR	0		5,093		6,242
70	C & C GROUP PLC SPON ADR	0		5,041		4,337
71	CARNIVAL PLC ADR	0		8,186		11,782
72	CHINA CONSTRUCT UNSPN AD	0		4,316		3,525
73	CHOW TAI FOOK JEWELLERY	0		3,500		1,480
74	CREDIT SUISSE GROUP SPONSORED AD	0		6,841		6,290
75	DAIWA SECURITIES GROUP	0		4,387		3,265
76	DANONE-SPONS ADR	0		4,537		4,274
77	DEUTSCHE TELEKOM AG SPONSORED A	0		8,276		8,350
78	DIAGEO PLC SPON ADR NEW	0		6,289		5,890
79	EMBRAER S A SPONSRD ADR	0		3,359		2,806
80	ENGIE SHS	0		2,406		1,654
81	ERICSSON (LM) TELEPHONE CO ADR (NE	0		6,475		5,987
82	GAZPROM O A O	0		9,212		5,784
83	G4S PLC SHS	0		4,597		3,589
84	GREEK ORGANISATION OF	0		5,980		3,341
85	H LUNDBECK A/S	0		4,314		7,013
86	HSBC HLDGS PLC	0		8,001		5,920
87	HEIDELBERGCEMENT AG SHS	0		4,259		4,762
88	HITACHI LTD ADR 10 COM	0		6,609		5,330
89	HONDA MOTOR ADR NEW	0		7,060		6,322
90	HOYA CORP	0		5,803		10,092
91	HYPERMARCAS S A-UNSP ADR	0		4,800		3,528
92	INCITEC PIVOT LTD-SPONS	0		6,328		6,839

Part II, Line 10b (990-PF) - Investments - Corporate Stock

Description		Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
93	INDRA SISTEMAS SA SHS	0		13,108		8,848
94	ITAU UNIBANCO BANCO MULT	0		10,681		5,716
95	ALIBABA GROUP HOLDING LT	0		33,519		32,752
96	ALPHABET INC SHS CL C	0		14,012		24,284
97	ALPHABET INC SHS CL A	0		14,057		24,896
98	AMAZON COM INC	0		26,692		58,127
99	AMERICAN EXPRESS COMPANY	0		9,347		8,416
100	AMGEN INC	0		12,992		19,155
101	ANALOG DEVICES INC	0		2,844		3,153
102	ARM HLDGS PLC	0		15,327		16,829
103	AUTODESK INC COM	0		12,654		21,935
104	AUTOMATIC DATA PROCESSING INC COM	0		5,386		7,201
105	CERNER CORP COM	0		12,448		12,636
106	CISCO SYS INC	0		37,238		39,375
107	COCA-COLA CO USD	0		26,372		28,740
108	DANONE-SPONS ADR	0		33,578		29,602
109	EXPEDITORS INTL WASH INC COM	0		21,351		22,956
110	FACEBOOK INC	0		18,632		48,562
111	FACTSET RESH SYS INC	0		10,514		15,282
112	GREENHILL & CO INC	0		7,962		4,349
113	LOWES COMPANIES INC COM	0		7,550		12,547
114	MERCK AND CO INC SHS	0		9,857		10,722
115	MICROSOFT CORP COM	0		12,266		21,249
116	MONSTER BEVERAGE SHS	0		15,571		37,538
117	NOVARTIS AG SPNSRD ADR	0		18,046		21,338
118	NOVO NORDISK A/S ADR	0		23,262		29,853
119	ORACLE CORPORATION	0		28,878		31,416
120	PROCTER & GAMBLE CO COM	0		26,531		26,682
121	QUALCOMM INC	0		34,468		26,892
122	SEI INVESTMENTS CO	0		17,106		27,720
123	SABMILLER PLC	0		17,187		20,136
124	SCHLUMBERGER LIMITED COM	0		21,188		18,832
125	UNITED PARCEL SVC INC CL B	0		19,276		20,786
126	VARIAN MED SYS INC	0		16,838		18,422
127	VISA INC CL A SHRS	0		21,198		42,420
128	YUM BRANDS INC	0		19,177		19,285
129	NABORS INDUSTRIES LTD COM	0		2,411		1,319
130	AKAMAI TECHNOLOGIES INC	0		2,020		2,947
131	ALLEGHENY TECHNOLOGIES INC	0		1,578		619
132	AMERICAN TOWER REIT INC	0		981		1,648
133	ANSYS INC	0		1,862		3,515
134	ASTORIA FINL CORP	0		1,284		1,950
135	AUTODESK INC COM	0		1,275		3,168
136	BARD C R INCORPORATED	0		1,419		3,220
137	BIG LOTS INC	0		2,201		1,850
138	BIO RAD LABS INC CL A	0		1,087		1,803

Part II, Line 10b (990-PF) - Investments - Corporate Stock

Description		Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
139	BORG WARNER INC	0		1,330		3,242
140	BOSTON PPTYS INC	0		2,321		2,806
141	CBRE GROUP INC	0		2,084		3,285
142	CSX CORP COM	0		2,018		3,270
143	CABOT CORPORATION COMMON	0		1,485		1,267
144	CASH AMERICA INTERNATIONAL INC	0		1,426		1,887
145	CENTENE CORP DEL	0		1,333		6,713
146	D R HORTON INC	0		1,509		3,683
147	DARDEN RESTAURANTS INC COM	0		1,287		2,227
148	DENTSPLY INTL INC NEW COM	0		2,457		2,921
149	EASTMAN CHEMICAL CO	0		1,200		2,093
150	EATON VANCE CORP COM NON VTG	0		1,511		1,686
151	FAIRCHILD SEMICONDUCTOR INTL	0		2,383		2,754
152	FIRST POTOMAC RLTY TR	0		1,220		1,117
153	GATX CORP COM	0		1,778		2,340
154	GLOBAL PMTS INC	0		963		3,096
155	HEXCEL CORP NEW COM	0		1,580		2,880
156	HORACE MANN EDUCATORS CORP NEW	0		2,015		2,323
157	HUNTINGTON INGALLS INDS	0		2,118		3,679
158	INTERCONTINENTAL EXCHANGE	0		1,628		4,100
159	INTUIT INC COM	0		1,952		5,018
160	ITRON INC COM	0		1,538		1,302
161	JOY GLOBAL INC	0		1,198		391
162	KEYCORP NEW COM	0		1,637		2,612
163	MEDICAL PPTYS TR INC	0		1,861		1,830
164	MONOLITHIC PWR SYS INC	0		651		2,548
165	MOOG INC CL A	0		1,380		1,939
166	NEWFIELD EXPL CO	0		2,792		2,344
167	ON SEMICONDUCTOR CORP	0		2,601		3,254
168	RAYMOND JAMES FINL INC	0		1,672		3,130
169	REINSURANCE GROUP AMERICA	0		1,763		2,566
170	REPUBLIC SVCS COM	0		1,578		2,331
171	RYDER SYSTEM INCORPORATED COMM	0		2,181		1,875
172	SBA COMMUNICATIONS CORP CL A	0		1,616		5,674
173	SCOTT'S COMPANY	0		1,721		2,258
174	SNAP ON INC	0		1,827		6,343
175	SONOCO PRODUCTS CO COM	0		1,775		2,125
176	TJX COS INC NEW	0		1,381		4,680
177	TAL INTL GROUP INC	0		1,959		700
178	TELEDYNE TECHNOLOGIES INC NPV	0		1,757		2,218
179	UNITED NAT FOODS INC	0		2,271		2,755
180	VALSPAR CORP COM	0		2,358		4,645
181	WEC ENERGY GROUP INC SHS	0		2,059		2,258
182	WHITING PETE CORP NEW	0		2,047		538
183	WOODWARD GOVERNOR CO COM	0		2,337		2,334
184	XILINX INC	0		1,295		2,583

Part II, Line 10b (990-PF) - Investments - Corporate Stock

	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
185	MEDTRONIC PLC SHS	0		7,849		7,846
186	TYCO INTL PLC SHS	0		5,355		7,303
187	ADT CORP SHS	0		3,160		3,661
188	AT&T INC	0		13,875		15,037
189	AETNA INC	0		12,791		19,353
190	AMERICAN INTERNATIONAL	0		13,093		22,495
191	AMGEN INC	0		10,360		10,227
192	BP PLC SPONS ADR	0		6,954		4,439
193	BERKSHIRE HATHAWAY INC	0		4,400		7,262
194	BROCADE COMMUNICATIONS	0		6,520		6,196
195	CDW CORP	0		7,512		7,105
196	CIGNA CORP COM	0		13,373		16,682
197	CVS CORP	0		7,132		13,981
198	CARNIVAL CORP	0		15,732		17,815
199	CHEVRONTXACO CORP	0		6,434		5,218
200	CISCO SYS INC	0		17,585		19,009
201	CITIGROUP INC COM NEW	0		15,874		25,202
202	COMCAST CORP NEW CL A	0		13,395		18,565
203	DOW CHEMICAL COMPANY COMMON	0		8,063		10,039
204	DR PEPPER SNAPPLE GROUP	0		7,496		11,464
205	EXXON MOBIL CORP	0		21,546		18,240
206	FEDEX CORPORATION	0		10,840		9,684
207	GENERAL ELECTRIC CO	0		7,434		10,155
208	GOLDMAN SACHS GROUP INC	0		12,012		18,383
209	GOODYEAR TIRE & RUBBER COMPANY C	0		7,296		7,841
210	HALLIBURTON COMPANY COM	0		8,394		6,195
211	HESS CORP	0		15,684		8,096
212	HOME DEPOT INC USD 0 05	0		10,934		15,606
213	HUMANA INC COM	0		11,211		10,711
214	J P MORGAN CHASE & CO	0		22,279		36,250
215	LABORATORY CORP AMER HLDGS	0		8,298		8,778
216	LOWES COMPANIES INC COM	0		9,749		15,512
217	METLIFE INC	0		5,642		8,340

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

		401,523	440,097	0	454,428
		Book Value	Book Value	FMV	FMV
		Beg of Year	End of Year	Beg of Year	End of Year
1	Description	Interest Rate	Maturity Date		
2	AT&T INC			36,800	39,553
3	APPLE INC			45,973	45,795
4	COMCAST CORP			46,838	46,569
5	GENERAL ELEC CAP CORP			33,353	33,122
6	GOLDMAN SACHS GROUP INC			40,133	42,044
7	CISCO SYSTEMS INC			37,308	41,526
8	CITIGROUP INC			22,015	24,635
9	JPMORGAN CHASE & CO			45,832	46,682
10	SHELL INTERNATIONAL FIN			38,800	41,566
11	VISA INC			47,887	47,911
12	WELLS FARGO & COMPANY			23,043	22,902
13	WELLS FARGO & COMPANY			22,115	22,123

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

		1,181,050	1,157,053	1,067,427
		Book Value	Book Value	FMV
1	Asset Description	Basis of Valuation	End of Year	End of Year
2	BLACKROCK STRATEGIC		0	164,507
3	BLACKROCK HIGH YLD		0	156,099
4	BLACKROCK STRATEGIC		0	244,197
5	COHEN & STEERS REALTY		0	151,138
6	EATON VANCE FLOATING RTE		0	93,285
7	HARTFORD INFLATION PLUS		0	28,820
8	OPPENHEIMER DEVELOPING		0	59,005
9	TEMPLETON GLOBAL BOND FD		0	170,376

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

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

1	Mutual Fund and CTF Income Addition	1	193
2	Purchase of Accrued Interest c/o from PY	2	136
3	Federal Excise Tax Refund	3	1,298
4	Total	4	1,627

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

1	Bond Amortization	1	1,660
2	Cost Basis Adjustment	2	10,172
3	Mutual Fund and CTF Income Subtraction	3	23
4	Purchase of Accrued Interest c/o to Next Year	4	533
5	Total	5	12,388

Long Term CG Distributions	21,723
Short Term CG Distributions	0

Long Term CG Distributions	21,723
Short Term CG Distributions	0

Long Term CG Distributions	21,723
Short Term CG Distributions	0

Long Term CG Distributions	21,723
Short Term CG Distributions	0

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

Long Term CG Distributions		Amount		Description of Property Sold	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	450	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj. Basis or Losses
Long Term CG Distributions	Short Term CG Distributions	21,723	0														
277				PULTE GROUP		10/8/2012	1/29/2015	510				498	12			0	91,407
278				JULTE GROUP		10/8/2012	1/29/2015	3,759				3,759	0			0	231
279				FACTSET RESH SYS INC		8/1/2013	3/4/2015	612				448	164			0	164
280				FACTSET RESH SYS INC		8/1/2013	8/1/2015	1,170				784	386			0	386
281				FACTSET RESH SYS INC		8/1/2013	9/1/2015	163				112	51			0	51
282				FACTSET RESH SYS INC		8/1/2013	9/15/2015	999				672	327			0	327
283				FACTSET RESH SYS INC		8/1/2013	9/16/2015	666				448	218			0	218
284				FACTSET RESH SYS INC		8/1/2013	10/8/2015	162				112	50			0	50
285				FAIRCHILD SEMICON INTL		9/4/2014	1/28/2015	436				485	49			0	49
286				NOVARTIS ADR		8/1/2013	10/9/2015	289				217	72			0	72
287				NOVARTIS ADR		8/1/2013	10/9/2015	183				145	38			0	38
288				NOVARTIS ADR		8/1/2013	10/9/2015	851				844	17			0	17
289				NOVARTIS ADR		8/1/2013	10/9/2015	555				444	121			0	121
290				NSK LTD ADR		10/13/2011	4/30/2015	222				122	100			0	100
291				NSK LTD ADR		10/13/2011	4/30/2015	2,444				1,173	1,271			0	1,271
292				NSK LTD ADR		10/13/2011	4/30/2015	1,524				758	766			0	766
293				NSK LTD ADR		10/13/2011	4/30/2015	563				433	130			0	130
294				PULTE GROUP		12/18/2014	2/28/2015	5,769				5,252	517			0	517
295				PULTE GROUP		12/18/2014	2/28/2015	2,520				2,304	216			0	216
296				QUALCOMM INC		8/1/2013	12/2/2015	1,432				1,302	130			0	130
297				QUALCOMM INC		8/1/2013	10/9/2015	171				195	0			0	0
298				RAYMOND JAMES FINL INC		12/4/2008	12/8/2015	423				213	210			0	210
299				REINSURANCE GROUP AMER		4/4/2013	12/8/2015	84				59	25			0	25
300				REINSURANCE GROUP AMER		4/5/2013	12/8/2015	339				235	100			0	100
301				REPUBLIC SERVICES INC		3/6/2007	12/8/2015	330				221	109			0	109
302				RIO TINTO PLC SPNSRD ADR		10/13/2014	1/14/2015	2,478				3,423	-945			0	-945
303				RYDER SYSTEM INC		8/1/2013	12/8/2015	445				330	115			0	115
304				SBA COMMUNICATIONS CRF		1/15/2009	12/8/2015	1,074				152	922			0	922
305				FEDERAL NATL MTG ASSOC		8/2/2012	12/8/2015	5,123				5,111	13			0	13
306				SEI INV CO PA PV \$0.01		7/8/11/103	12/8/2015	1,138				904	234			0	234
307				SEI INV CO PA PV \$0.01		7/8/11/103	12/8/2015	866				516	350			0	350
308				SEI INV CO PA PV \$0.01		8/1/2013	9/1/2015	102				65	37			0	37
309				SABMiller PLC SPON ADR		8/1/2013	12/8/2015	1,595				1,543	146			0	146
310				SABMiller PLC SPON ADR		8/1/2013	9/1/2015	46				50	0			0	0
311				SABMiller PLC SPON ADR		8/1/2013	9/1/2015	138				150	0			0	0
312				SABMiller PLC SPON ADR		8/1/2013	10/9/2015	1,564				1,399	165			0	165
313				SABMiller PLC SPON ADR		8/1/2013	11/20/2015	3,545				2,898	647			0	647
314				SCHLUMBERGER LTD		11/9/2012	12/8/2015	488				414	74			0	74
315				SCHLUMBERGER LTD		11/29/2012	12/8/2015	322				357	-35			0	-35
316				SCHLUMBERGER LTD		11/9/2012	9/1/2015	379				345	34			0	34
317				SCHLUMBERGER LTD		11/13/2012	9/1/2015	683				627	56			0	56
318				SCHLUMBERGER LTD		8/1/2013	10/9/2015	152				139	13			0	13
319				THE SCOTTS MIRACLE GRO		3/6/2007	12/8/2015	320				206	114			0	114
320				SHELL INTERNATIONAL FIN		9/17/2009	12/8/2015	4,458				3,979	479			0	479
321				SNAP ON INC COM		3/6/2007	12/8/2015	2,144				1,990	154			0	154
322				SONOCO PRODUCTS CO		3/18/2013	12/8/2015	933				342	591			0	591
323				SONOCO PRODUCTS CO		3/18/2013	12/8/2015	221				170	51			0	51
324				SONOCO PRODUCTS CO		3/19/2013	12/8/2015	177				137	40			0	40
325				SONY CORP ADR NEW		9/1/2014	1/9/2015	1,110				1,037	73			0	73
326				SUNTRUST BKS INC COM		1/2/2013	12/8/2015	269				204	65			0	65
327				TDK CORP AMERN DEP SH		9/12/2014	1/9/2015	719				657	62			0	62
328				TUX COS INC NEW		3/6/2007	12/8/2015	679				134	545			0	545
329				TAL INTL GROUP INC		11/11/2013	12/8/2015	127				141	-14			0	-14
330				TAL INTL GROUP INC		11/11/2013	12/8/2015	42				47	-5			0	-5
331				TAL INTL GROUP INC		11/12/2013	12/8/2015	84				93	-9			0	-9
332				TELEDYNE TECH INC		12/3/2013	12/8/2015	99				70	29			0	29
333				TELEDYNE TECH INC		12/4/2013	12/8/2015	197				141	56			0	56
334				TELEPERFORMANCE UNSPON		7/11/2013	1/9/2015	1,376				1,056	320			0	320
335				TESORO CORP		3/1/2013	12/8/2015	325				226	99			0	99
336				TEVA PHARMACTOL INDS AL		9/12/2012	1/9/2015	2,043				1,494	579			0	579
337				TEVA PHARMACTOL INDS AL		9/23/2014	12/8/2015	416				460	44			0	44
338				3M COMPANY		6/27/2012	12/8/2015	492				262	230			0	230
339				TOYOTA MOTOR CORP ADR		8/10/2015	8/10/2015	4,060				3,545	515			0	515
340				TOYOTA MOTOR CORP ADR		8/23/2013	8/23/2013	131				134	-3			0	-3
341				TRAVELERS COS INC		9/14/2012	12/8/2015	418				259	159			0	159
342				TRAVELERSKY TECHNOLOGY L		2/15/2013	4/15/2015	201				83	118			0	118
343				TRAVELERSKY TECHNOLOGY L		1/11/2013	4/15/2015	3,724				1,396	2,328			0	2,328
344				US BANCORP (NEW)		7/25/2012	12/8/2015	339				268	70			0	70
345				UNITED NAT FOODS INC		6/12/2008	12/8/2015	952				253	698			0	698

Long Term CG Distributions										Amount		Short Term CG Distributions									
										21,723	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	91,407	0	F M V as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adjusted Basis	Excess FMV Over Adj. Basis or Losses	91,407					
346 UNITED PARCEL SVC CL B	911312106		8/1/2013	1/28/2015	904		0	796	108			0			108						
347 UNITED PARCEL SVC CL B	911312106		8/1/2013	9/11/2015	387		0	354	33			0			33						
348 UNITED PARCEL SVC CL B	911312106		8/1/2013	10/8/2015	103		0	88	15			0			15						
349 U.S. TREASURY BOND	912810FT0		6/24/2009	1/28/2015	5,664		0	4,048	1,616			0			1,616						
350 U.S. TREASURY BOND	912810FT0		6/24/2009	1/28/2015	3,910		0	3,035	875			0			875						
351 U.S. TREASURY BOND	912810QJ5		2/24/2012	1/28/2015	10,473		0	9,025	1,448			0			1,448						
352 U.S. TREASURY BOND	912810QJ5		2/24/2012	1/28/2015	4,206		0	4,011	195			0			195						
353 U.S. TREASURY NOTE	912828D56		1/23/2014	1/28/2015	9,494		0	9,064	420			0			420						
354 U.S. TREASURY NOTE	912828D56		1/23/2014	1/28/2015	3,045		0	3,020	25			0			25						
355 U.S. TREASURY NOTE	912828D98		1/23/2014	1/28/2015	14,069		0	14,032	37			0			37						
356 U.S. TREASURY NOTE	912828D98		1/23/2014	1/28/2015	56,258		0	56,119	139			0			139						
357 U.S. TREASURY NOTE	912828D98		1/23/2014	9/22/2015	29,139		0	29,051	88			0			88						
358 U.S. TREASURY NOTE	912828D98		1/23/2014	1/28/2015	1,000		0	1,001	-1			0			-1						
359 U.S. TREASURY NOTE	912828J27		3/26/2015	1/28/2015	3,928		0	4,009	-81			0			-81						
360 U.S. TREASURY NOTE	912828J43		3/26/2015	1/28/2015	31,471		0	31,965	-494			0			-494						
361 U.S. TREASURY NOTE	912828ND8		6/11/2010	1/28/2015	5,548		0	5,060	488			0			488						
362 U.S. TREASURY NOTE	912828ND8		6/11/2010	1/28/2015	3,333		0	3,031	202			0			202						
363 U.S. TREASURY NOTE	912828QF0		5/27/2011	1/28/2015	3,064		0	3,012	52			0			52						
364 U.S. TREASURY NOTE	912828QF0		5/27/2011	1/28/2015	23,303		0	23,056	247			0			247						
365 U.S. TREASURY NOTE	912828XG0		7/23/2015	1/27/2015	22,192		0	22,102	90			0			90						
366 U.S. TREASURY NOTE	912828XG0		7/23/2015	1/28/2015	2,017		0	2,008	8			0			8						
367 U.S. TREASURY NOTE	912828XH8		7/23/2015	1/28/2015	3,952		1	3,993	0			0			0						
368 UNITED HEALTH GROUP INC	91324P102		1/21/2013	1/29/2015	647		0	433	214			0			214						
369 UNITED HEALTH GROUP INC	91324P102		1/21/2013	1/29/2015	5,403		0	3,251	2,152			0			2,152						
370 UNIVERSAL HEALTH SVCS B	913903100		5/29/2014	1/29/2015	422		0	360	62			0			62						
371 VALERO ENERGY CORP NEW	91813V100		3/15/2011	1/28/2015	575		0	284	291			0			291						
372 VALSPAR CORP COM	920385104		3/6/2007	1/28/2015	170		0	52	118			0			118						
373 VALSPAR CORP COM	920385104		4/16/2010	1/28/2015	509		0	183	326			0			326						
374 VARIAN MEDICAL SYS INC	92220P105		8/1/2013	1/28/201																	

Amount

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

		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
			6 OBSERVATORY RD	CHARLESTON	WV	25314-1829		TRUSTEE	5 00	13,150		
1	George Castelle											
2	Susan Guillian		152 Monroe Street	Denver	CO	80206-5572		TRUSTEE	5 00	13,150		
3	Susan Louise Fessend		1860 Watson Way	Visa	CA	92083		TRUSTEE	5 00	13,150		
										39,450	0	0

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

	Date	Amount
1 Credit from prior year return	1	1,298
2 First quarter estimated tax payment	2	
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	2,223
7 Total	7	3,521

U S Trust Company
A Division of Bank of America NA
1300 Merrill Lynch Drive
Pennington NJ 08534

Date

Re Declaration of Facsimile Signature
Fiduciary Bank of America NA

Dear Agent

I hereby declare under the penalties of perjury that the facsimile signature appearing on each Fiduciary Income Tax Return enclosed herewith is the signature used by myself, Edward Rankin, to sign the returns as fiduciary of such

I further declare that all facsimile signatures have been affixed to the returns subsequent to the making of any reproductions

I further declare that this facsimile signature was affixed by me or at my direction

I further declared that I am a Managing Director of U S Trust Company, a division of Bank of America NA and I am duly authorized to sign this statement and the tax returns referred to herein as agent for U S Trust Company, a division of Bank of America NA

Attached to this declaration is a list of all tax returns with trusts' name and taxpayer identification number. A copy of this declaration and a copy of the list of all returns is on file with the fiduciary in accordance with REV Rul 68-500, 1968-2 C B 575

Sincerely,



Edward Rankin
Managing Director