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## Return of Private Foundation

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

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► Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf)

For calendar year 2015 or tax year beginning

, 2015, and ending

, 20

Name of foundation

ROSEMARY OVENDEN CHAR TR #2

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

Room/suite

P O BOX 630858

513-534-5310

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

CINCINNATI, OH 45263-0858

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

H Check type of organization:  Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundationI Fair market value of all assets at **J** Accounting method:  Cash  Accrual  
 end of year (from Part II, col. (c), line 16)  Other (specify) **16) ► \$ 2,075,238.** (Part I, column (d) must be on cash basis)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	67,860	67,807		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	317			
	b Gross sales price for all assets on line 6a	87,744			
	7 Capital gain net income (from Part IV, line 2)		317		
	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	68,177	68,124		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,000	500	NONE	500
	c Other professional fees (attach schedule)	6,365	6,365		
	17 Interest				
	18 Taxes (attach schedule) (see Instructions, Part IV)	100			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule)	14,051	13,851		200
	24 Total operating and administrative expenses				
	Add lines 13 through 23	21,516	20,716	NONE	700
	25 Contributions, gifts, grants paid	117,060			117,060
	26 Total expenses and disbursements Add lines 24 and 25	138,576	20,716	NONE	117,760
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-70,399			
	b Net investment income (if negative, enter -0-)		47,408		
	c Adjusted net income (if negative, enter -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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing . . . . .		1.	1.	1.
	2 Savings and temporary cash investments . . . . .		19,897.	36,878.	36,878.
	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 ►	NONE			
Assets	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) . . . . .		1,039,281.	1,037,652.	2,007,517.
	c Investments - corporate bonds (attach schedule) . . . . .		117,920.	32,169.	30,842.
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ► (attach schedule)				
	12 Investments - mortgage loans . . . . .				
	13 Investments - other (attach schedule) . . . . .				
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation ► (attach schedule)				
	15 Other assets (describe ► )				
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .		1,177,099.	1,106,700.	2,075,238.
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) . . . . .			NONE	
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. ► X				
	27 Capital stock, trust principal, or current funds . . . . .		1,177,099.	1,106,700.	
	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) . . . . .		1,177,099.	1,106,700.	
	31 Total liabilities and net assets/fund balances (see instructions) . . . . .		1,177,099.	1,106,700.	

## 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	1,177,099.
2 Enter amount from Part I, line 27a . . . . .	2	-70,399.
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3 . . . . .	4	1,106,700.
5 Decreases not included in line 2 (itemize) ►	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	1,106,700.

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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.)
<b>1a PUBLICLY TRADED SECURITIES</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b> 87,744.		87,427.	317.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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			
<b>a</b>			317.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
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 }		<b>2</b>	317.	
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 . . . . .			<b>3</b>		

**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	108,260.	2,261,039.	0.047881
2013	100,222.	2,122,229.	0.047225
2012	96,740.	1,963,939.	0.049258
2011	88,591.	1,895,308.	0.046742
2010	86,688.	1,729,410.	0.050126

- 2 Total of line 1, column (d) . . . . . **2** 0.241232
- 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** 0.048246
- 4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5 . . . . . **4** 2,091,009.
- 5 Multiply line 4 by line 3 . . . . . **5** 100,883.
- 6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . . **6** 474.
- 7 Add lines 5 and 6 . . . . . **7** 101,357.
- 8 Enter qualifying distributions from Part XII, line 4 . . . . . **8** 117,760.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)			
1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 . . . . .	<div style="display: flex; align-items: center; justify-content: space-between;"> <div style="flex: 1;"> <p>Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)</p> <p>b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .</p> <p>c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)</p> </div> <div style="flex: 1; border-left: 1px solid black; padding-left: 10px;"> <p>1 474.</p> <p>2</p> <p>3 474.</p> <p>4 NONE</p> <p>5 474.</p> </div> </div>	
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .		
3	Add lines 1 and 2 . . . . .		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .		
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .		
6	<b>Credits/Payments:</b>		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 . . . . .		6a 1,049.
b	Exempt foreign organizations - tax withheld at source . . . . .		6b NONE
c	Tax paid with application for extension of time to file (Form 8868) . . . . .		6c NONE
d	Backup withholding erroneously withheld . . . . .		6d
7	Total credits and payments. Add lines 6a through 6d . . . . .	7 1,049.	
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .		
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> ► . . . . .	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> ► . . . . .	10 575.	
11	Enter the amount of line 10 to be <b>Credited to 2016 estimated tax</b> ► . . . . .	11 476. Refunded	

**Part VII-A Statements Regarding Activities**

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? . . . . .

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . . .

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

1c Did the foundation file Form 1120-POL for this year? . . . . .

1d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year

(1) On the foundation ► \$ \_\_\_\_\_ (2) On foundation managers ► \$ \_\_\_\_\_

1e 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

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 . . . . .

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .

4b If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .

If "Yes," attach the statement required by General Instruction T

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? . . . . .

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

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

OH

8b 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 . . . . .

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 . . . . .

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8b	X	
9		X
10		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). . . . .	Yes	No
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) . . . . .	Yes	No
12		X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	Yes	No
13	X		
14	The books are in care of ► <u>FIFTH THIRD BANK</u> Telephone no. ► <u>(937) 778-4408</u> Located at ► <u>110 N MAIN STREET, DAYTON, OH</u> ZIP+4 ► <u>45402</u>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . ► <u>15</u>		
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 ► <u></u>	Yes	No
16		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.

1a	During the year did the foundation (either directly or indirectly)	Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . .	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . .	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . .	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . .	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . .	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) . . . . .	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? . . . . .	Yes	No
	Organizations relying on a current notice regarding disaster assistance check here . . . . . ► <u>      </u>		
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? . . . . .	Yes	No
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))	Yes	No
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? . . . . .	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
	If "Yes," list the years ► <u>      </u> , <u>      </u> , <u>      </u> , <u>      </u>		
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) . . . . .	Yes	No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► <u>      </u> , <u>      </u> , <u>      </u> , <u>      </u>	Yes	No
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . .	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 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) . . . . .	Yes	No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .	Yes	No
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? . . . . .	Yes	No

**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:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		5b
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53 4945-5(d)</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		6b
	<i>If "Yes" to 6b, file Form 8870.</i>			X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7b

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (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
FIFTH THIRD BANK 110 N MAIN STREET, DAYTON, OH 45402	TRUSTEE 1	-0-	-0-	-0-

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

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

Total number of other employees paid over \$50,000 ► **NONE**

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**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
**3 Five highest-paid independent contractors for professional services (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		NONE
<b>Total number of others receiving over \$50,000 for professional services . . . . . ►</b>		<b>NONE</b>

**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 <u>NONE</u>	
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 <u>NONE</u>	
2	
All other program-related investments. See instructions	
3 <u>NONE</u>	
<b>Total. Add lines 1 through 3 . . . . . ►</b>	

**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 2,112,607.
b	Average of monthly cash balances . . . . .	1b 10,245.
c	Fair market value of all other assets (see instructions) . . . . .	1c NONE
d	<b>Total</b> (add lines 1a, b, and c) . . . . .	1d 2,122,852.
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 NONE
3	Subtract line 2 from line 1d . . . . .	3 2,122,852.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) . . . . .	4 31,843.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5 2,091,009.
6	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	6 104,550.

**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 . . . . .	1 104,550.
2a	Tax on investment income for 2015 from Part VI, line 5 . . . . .	2a 474.
b	Income tax for 2015. (This does not include the tax from Part VI.) . . . . .	2b
c	Add lines 2a and 2b . . . . .	2c 474.
3	Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	3 104,076.
4	Recoveries of amounts treated as qualifying distributions . . . . .	4 NONE
5	Add lines 3 and 4 . . . . .	5 104,076.
6	Deduction from distributable amount (see instructions) . . . . .	6 NONE
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . .	7 104,076.

**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 117,760.
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 NONE
3	Amounts set aside for specific charitable projects that satisfy the:	
a	Suitability test (prior IRS approval required) . . . . .	3a NONE
b	Cash distribution test (attach the required schedule) . . . . .	3b NONE
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4 117,760.
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) . . . . .	5 474.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	6 117,286.

**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 . . . . .				104,076.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only . . . . .			NONE	
b Total for prior years 20 13,20 20		NONE		
3 Excess distributions carryover, if any, to 2015				
a From 2010 . . . . .	740.			
b From 2011 . . . . .	NONE			
c From 2012 . . . . .	NONE			
d From 2013 . . . . .	NONE			
e From 2014 . . . . .	NONE			
f Total of lines 3a through e . . . . .	740.			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 117,760.				
a Applied to 2014, but not more than line 2a . . . . .			NONE	
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
c Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
d Applied to 2015 distributable amount . . . . .				104,076.
e Remaining amount distributed out of corpus . . . . .	13,684.			
5 Excess distributions carryover applied to 2015 . (If an amount appears in column (d), the same amount must be shown in column (a) )	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	14,424.			
b Prior years' undistributed income. Subtract line 4b from line 2b. . . . .		NONE		
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 . . . . .		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions . . . . .		NONE		
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .			NONE	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016 . . . . .				NONE
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) . . . . .	NONE			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions) . . . . .	740.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a . . . . .	13,684.			
10 Analysis of line 9:				
a Excess from 2011 . . . . .	NONE			
b Excess from 2012 . . . . .	NONE			
c Excess from 2013 . . . . .	NONE			
d Excess from 2014 . . . . .	NONE			
e Excess from 2015 . . . . .	13,684.			

**Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)** NOT APPLICABLE

**a** 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				(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test - enter					
(1) Value of all assets . . . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .					
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .					
<b>c</b> "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)(ii) . . . . .					
(3) Largest amount of support from an exempt organization. . . . .					
(4) Gross investment income .					

**Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)****1 Information Regarding Foundation Managers:**

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

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:

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
SEE STATEMENT 9				117,060.
<b>Total</b> .....			► 3a	117,060.
<b>b Approved for future payment</b>				
<b>Total</b> .....			► 3b	

## 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	
<b>1 Program service revenue:</b>					
a					
b					
c					
d					
e					
f					
<b>g Fees and contracts from government agencies</b>					
<b>2 Membership dues and assessments . . . . .</b>					
<b>3 Interest on savings and temporary cash investments . . . . .</b>					
<b>4 Dividends and interest from securities . . . . .</b>					<b>NONE</b>
<b>5 Net rental income or (loss) from real estate:</b>					
<b>a Debt-financed property . . . . .</b>					
<b>b Not debt-financed property . . . . .</b>					
<b>6 Net rental income or (loss) from personal property. . . . .</b>					
<b>7 Other investment income . . . . .</b>					
<b>8 Gain or (loss) from sales of assets other than inventory</b>					<b>NONE</b>
<b>9 Net income or (loss) from special events . . . . .</b>					
<b>10 Gross profit or (loss) from sales of inventory . . . . .</b>					
<b>11 Other revenue a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>12 Subtotal Add columns (b), (d), and (e) . . . . .</b>					<b>NONE</b>
<b>13 Total. Add line 12, columns (b), (d), and (e) . . . . .</b>					<b>68,177.</b>

**Part IV B Relationship of Activities to the Accomplishment of Event Purposes**

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

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship

<p>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</p> <p> 04/25/2016 Trustee</p> <p>Signature of officer or trustee Date Title</p> <p>MATTHEW J. CAROTHERS</p>		<p>May the IRS discuss this return with the preparer shown below (see instructions)? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>
--	--	---

MATTHEW J. CARTHERS		Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
<b>Paid Preparer Use Only</b>	Firm's name ►				Firm's EIN ►	
	Firm's address ►				Phone no	

## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NONDIVIDEND DISTRIBUTIONS		
DOMESTIC DIVIDENDS	66.	65,455.
EXEMPT DIVIDENDS NOT SUBJECT TO AMT - ST		1.
EXEMPT DIVIDENDS SUBJECT TO AMT - STATES		1.
NONDISTRIBUTIVE DIVIDENDS	-15.	2,352.
NONQUALIFIED DOMESTIC DIVIDENDS	2,352.	
TOTAL	67,860.	67,807.

## FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	1,000.	500.	500.	
TOTALS	1,000.	500.	NONE	500.

## FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MGMT FEES-SUBJECT T	6,365.	6,365.
TOTALS	6,365.	6,365.

## FORM 990PF, PART I - TAXES

=====

## DESCRIPTION

-----

EXCISE TAX ESTIMATE

REVENUE  
AND  
EXPENSES  
PER BOOKS

-----

TOTALS 100.

=====

STATEMENT 4

## FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
BANK SERVICE FEES	6,925.	6,925.	-
BANK SERVICE FEES	6,926.	6,926.	-
OTHER MISC. EXPENSES	200.	200.	-
 TOTALS	 14,051.	 13,851.	 200.

ROSEMARY OVENDEN CHAR TR #2

34-7163405

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

THE SALVATION ARMY  
LEGAL DEPT.

ADDRESS:

440 W NYACK RD  
WEST NYACK, NY 10994

PURPOSE OF GRANT:

PROGRAM SERVICES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 6,161.

RECIPIENT NAME:

REHABILITATION CENTER FOR

ADDRESS:

NEUROLOGICAL DEVELOPMENT  
PIQUA, OH 45356

PURPOSE OF GRANT:

PROGRAM SERVICES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 6,161.

RECIPIENT NAME:

YWCA

ADDRESS:

418 N WAYNE ST  
PIQUA, OH 45356-2291

PURPOSE OF GRANT:

PROGRAM SERVICES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 12,322.

STATEMENT 6

ROSEMARY OVENDEN CHAR TR #2

34-7163405

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

MIAMI COUNTY YMCA- PIQUA OH  
ATTN: JIM MCMKEN

ADDRESS:

W HIGH & N DOWNING STS  
PIQUA, OH 45356

PURPOSE OF GRANT:

PROGRAM SERVICES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 12,322.

RECIPIENT NAME:

WESTMINSTER PRESBYTERIAN CHURCH

ADDRESS:

325 W ASH STREET  
PIQUA, OH 45356-2295

PURPOSE OF GRANT:

PROGRAM SERVICES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 15,403.

RECIPIENT NAME:

PIQUA AREA UNITED WAY

ADDRESS:

326 N MAIN STREET  
PIQUA, OH 45356-2316

PURPOSE OF GRANT:

PROGRAM SERVICES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 6,161.

STATEMENT 7

ROSEMARY OVENDEN CHAR TR #2

34-7163405

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

LEHMAN HIGH SCHOOL FOUNDATION

ADDRESS:

2400 ST MARYS AVE  
SIDNEY, OH 45365-9399

PURPOSE OF GRANT:

PROGRAM SERVICES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 6,161.

RECIPIENT NAME:

CLEAR CREEK FARMS

ADDRESS:

P O BOX 1433  
PIQUA, OH 45356-1033

PURPOSE OF GRANT:

PROGRAM SERVICES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 6,161.

RECIPIENT NAME:

FLESH PUBLIC LIBRARY ASSISTANCE

ATTN: JAMES ODA

ADDRESS:

ASSISTANCE DEVELOPMENT FN  
PIQUA, OH 45356

PURPOSE OF GRANT:

PROGRAM SERVICES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 12,322.

STATEMENT 8

ROSEMARY OVENDEN CHAR TR #2

34-7163405

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

PIQUA EDUCATION FOUNDATION

ADDRESS:

719 E ASH STREET

PIQUA, OH 45356-2411

PURPOSE OF GRANT:

PROGRAM SERVICES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 12,322.

RECIPIENT NAME:

OHIO PRESBYTERIAN RETIREMENT

DOROTHY LOVE LIVING CARE FUND

ADDRESS:

6490 CENTERVILLE BUSINESS

CENTERVILLE, OH 45402

PURPOSE OF GRANT:

PROGRAM SERVICES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 15,403.

RECIPIENT NAME:

PIQUA COMMUNITY FOUNDATION

ADDRESS:

126 W HIGH STREET

PIQUA, OH 45356-2310

PURPOSE OF GRANT:

PROGRAM SERVICES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 6,161.

TOTAL GRANTS PAID:

117,060.

=====

STATEMENT 9



ROSEMARY OVENDEN CHAR TR #2

FIFTH THIRD BANK AS TRUSTEE FOR  
ROSEMARY OVENDEN CHARITABLE  
TRUST #2 DTD 10/22/2002

### INVESTMENT ALLOCATION SUMMARY

		Description	Last Statement Market Value	This Statement Market Value	Percent of Assets	Est. Annual Income	Estimated Yield
<input type="checkbox"/>	Cash and Equivalents - 2%		\$26,925.75	\$36,878.95	2%	\$3.69	0.0%
<input type="checkbox"/>	Fixed Income - 1%		\$31,268.54	\$30,842.20	1%	\$1,556.09	5.0%
<input checked="" type="checkbox"/>	Equities - 97%		\$2,031,050.76	\$2,007,517.00	97%	\$65,160.92	3.2%
	<b>Total Account Value</b>		<b>\$2,089,245.05</b>	<b>\$2,075,238.15</b>	<b>100%</b>	<b>\$66,720.70</b>	<b>3.2%</b>

Net change in total account value (0.7) % Decrease

### ACCOUNT OVERVIEW

	Cash	Investments*	Total	Current Period	Calendar YTD
<b>Beginning Balance</b>	<b>\$26,925.75</b>	<b>\$2,062,319.30</b>	<b>\$2,089,245.05</b>	<b>Income Earned</b>	
Income	\$11,604.97	\$11,604.97		Interest	\$0.21
Distributions	\$(1,651.77)	\$(1,651.77)		Dividends	\$11,604.76
Change in Market Value		\$(23,960.10)	\$(23,960.10)	<b>Total Income Earned</b>	\$11,604.97
<b>Ending Balance</b>	<b>\$36,878.95</b>	<b>\$2,038,359.20</b>	<b>\$2,075,238.15</b>	<b>Distributions</b>	<b>\$67,826.84</b>
				Cash	
				<b>Total Distributions</b>	<b>\$11,604.97</b>
				<b>Security Transactions</b>	
				Sales	
					\$0.00
					\$87,732.94

\* Investments represent the activity in your equity, bond & other security holdings

### REALIZED GAIN/(LOSS) SUMMARY

	Current Period	YTD
Short-term gain/(loss)	\$0.00	\$0.00
Long-term gain/(loss)	\$0.00	\$352.61
<b>Net realized gain/(loss)</b>	<b>\$0.00</b>	<b>\$352.61</b>

### INVESTMENT OBJECTIVE

	Current Period	YTD
Net Security Transactions	\$0.00	\$0.00
Change in Market Value	\$(23,960.10)	\$(163,858.69)
<b>Short-term gain/(loss)</b>	<b>\$0.00</b>	<b>\$87,732.94</b>
<b>Long-term gain/(loss)</b>	<b>\$0.00</b>	<b>\$(163,858.69)</b>
<b>Net realized gain/(loss)</b>	<b>\$0.00</b>	<b>\$352.61</b>

### Aggressive Growth

Long-term capital appreciation through aggressive long-term growth of capital, an expectation of a high degree of principal fluctuation.



FIFTH THIRD  
PRIVATE BANK

ROSEMARY OVENDEN CHAR TR #2

PORTFOLIO POSITIONS

PORTFOLIO POSITIONS							
Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)
Cash & Equivalents							Est. Annual Income
0.9500	CASH		\$1.000	\$0.95	0.0%	\$0.95	
36,878.0000	EIBLX	FEDERATED MUNICIPAL OBLIGATIONS CUSIP - 99EDMUN1	\$1.000	\$36,878.00	1.8%	\$36,878.00	\$3.69
		<b>Cash &amp; Equivalents - Total</b>		<b>\$36,878.95</b>	<b>1.8%</b>	<b>\$36,878.95</b>	<b>\$3.69</b>
Fixed Income							
1,819.5240	EATON VANCE FLOATING RATE I CUSIP - 277911491		\$8.410	\$15,302.20	0.7%	\$16,449.10	(\$1,146.90)
400.0000	PFF	ISHARES S&P PFD STK INDX FN CUSIP - 464288687	\$38.850	\$15,540.00	0.7%	\$15,720.00	(\$180.00)
		<b>Fixed Income - Total</b>		<b>\$30,842.20</b>	<b>1.5%</b>	<b>\$32,169.10</b>	<b>(\$1,326.90)</b>
Equities							
1,000.0000	ABT	ABBOTT LABS CUSIP - 002824100	\$44.910	\$44,910.00	2.2%	\$20,119.13	\$24,790.87
1,000.0000	ABBV	ABBVIE INC CUSIP - 00287Y109	\$59.240	\$59,240.00	2.9%	\$21,817.49	\$37,422.51
450.0000	MO	ALTRIA GROUP INC CUSIP - 02209S103	\$58.210	\$26,194.50	1.3%	\$4,161.85	\$22,032.65
700.0000	AAPL	APPLE INC CUSIP - 037833100	\$105.260	\$73,682.00	3.6%	\$45,231.00	\$28,451.00
1,000.0000	BK	BANK OF NEW YORK MELLON CORP CUSIP - 064058100	\$41.220	\$41,220.00	2.0%	\$31,605.00	\$9,615.00
300.0000	CAT	CATERPILLAR INC CUSIP - 149123101	\$67.960	\$20,388.00	1.0%	\$30,600.00	(\$10,212.00)
2,500.0000	CX	CHEVRON CORPORATION CUSIP - 166764100	\$89.960	\$224,900.00	10.8%	\$90,206.25	\$134,693.75
2,000.0000	KO	COCA COLA CO	\$42.960	\$85,920.00	4.1%	\$43,675.00	\$42,245.00



ROSEMARY OVENDEN CHAR TR #2

PORTFOLIO POSITIONS							(continued)		
Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities									
		CUSIP - 191216100							
1,000.0000	CMCSA	COMCAST CORP CL A CUSIP - 20030N101	\$56.430	\$56,430.00	2.7%	\$41,110.00	\$15,320.00	\$1,000.00	1.8%
2,000.0000	D	DOMINION RESOURCES INC CUSIP - 25746U109	\$67.640	\$135,280.00	6.5%	\$60,520.01	\$74,759.99	\$5,180.00	3.8%
925.0000	DD	DU PONT E I DE NEMOURS & CO CUSIP - 263534109	\$66.600	\$61,605.00	3.0%	\$32,087.06	\$29,517.94	\$1,406.00	2.3%
276.0000	DUK	DUKE ENERGY CORP CUSIP - 26441C204	\$71.390	\$19,703.64	0.9%	\$10,431.11	\$9,272.53	\$910.80	4.6%
3,000.0000	XOM	EXXON MOBIL CORP CUSIP - 30231G102	\$77.950	\$233,850.00	11.3%	\$109,695.00	\$124,155.00	\$8,760.00	3.7%
1,000.0000	GE	GENERAL ELECTRIC CO CUSIP - 369804103	\$31.150	\$31,150.00	1.5%	\$30,678.00	\$472.00	\$920.00	3.0%
500.0000	HSY	THE HERSHEY COMPANY CUSIP - 427866108	\$89.270	\$44,635.00	2.2%	\$17,573.75	\$27,061.25	\$1,166.00	2.6%
1,200.0000	INTC	INTEL CORP CUSIP - 458140100	\$34.450	\$41,340.00	2.0%	\$24,000.00	\$17,340.00	\$1,152.00	2.8%
600.0000	IBM	INTERNATIONAL BUSINESS MACHS CUSIP - 459200101	\$137.620	\$82,572.00	4.0%	\$49,434.00	\$33,138.00	\$3,120.00	3.8%
1,440.0000	JPM	JPMORGAN CHASE & CO CUSIP - 46625H100	\$66.030	\$95,083.20	4.6%	\$45,691.00	\$49,392.20	\$2,534.40	2.7%
800.0000	JNJ	JOHNSON & JOHNSON CUSIP - 478160104	\$102.720	\$82,176.00	4.0%	\$41,546.00	\$40,630.00	\$2,400.00	2.9%
400.0000	MCD	MCDONALDS CORP CUSIP - 580135101	\$118.140	\$47,256.00	2.3%	\$29,604.00	\$17,652.00	\$1,424.00	3.0%
1,100.0000	MSFT	MICROSOFT CORP CUSIP - 594918104	\$55.480	\$61,028.00	2.9%	\$27,464.25	\$33,553.75	\$1,584.00	2.6%
1,000.0000	NEE	NEXTERA ENERGY INC	\$103.890	\$103,890.00	5.0%	\$31,770.00	\$72,120.00	\$3,080.00	3.0%



ROSEMARY OVENDEN CHAR TR #2

PORTFOLIO POSITIONS							(continued)		
Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities									
1,000.0000	ORCL	ORACLE CORPORATION CUSIP - 68389X105	\$36.530	\$36,530.00	1.8%	\$30,279.50	\$6,250.50	\$600.00	1.6%
500.0000	PNC	PNC FINANCIAL SERVICES GROUP CUSIP - 693475105	\$95.310	\$47,655.00	2.3%	\$30,870.00	\$16,785.00	\$1,020.00	2.1%
450.0000	PM	PHILIP MORRIS INTL INC CUSIP - 718772109	\$87.910	\$39,559.50	1.9%	\$9,483.55	\$30,075.95	\$1,836.00	4.6%
1,000.0000	PG	PROCTER & GAMBLE CO CUSIP - 742718109	\$79.410	\$79,410.00	3.8%	\$52,063.75	\$27,346.25	\$2,652.00	3.3%
414.0000	SE	SPECTRA ENERGY CORP CUSIP - 847560109	\$23.940	\$9,911.16	0.5%	\$7,519.51	\$2,391.65	\$612.72	6.2%
300.0000	MMM	3M CO CUSIP - 88579Y101	\$150.640	\$45,192.00	2.2%	\$26,595.00	\$18,597.00	\$1,230.00	2.7%
1,800.0000	USB	US BANCORP DEL CUSIP - 902973304	\$42.670	\$76,806.00	3.7%	\$41,820.53	\$34,985.47	\$1,836.00	2.4%
<b>Equities - Total</b>				<b>\$2,007,517.00</b>	<b>96.7%</b>	<b>\$1,037,651.74</b>	<b>\$969,865.26</b>	<b>\$65,160.92</b>	<b>3.2%</b>
<b>Total Portfolio Positions</b>				<b>\$2,075,238.15</b>	<b>100.0%</b>	<b>\$1,106,699.79</b>	<b>\$968,538.36</b>	<b>\$66,720.70</b>	<b>3.2%</b>