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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 Service

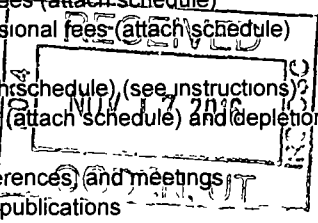
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▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2015 or tax year beginning , and ending

Name of foundation FW JOHNSTON SCHOLARSHIP FUND			A Employer identification number 54-6456401	
Number and street (or P O box number if mail is not delivered to street address) P O BOX 1908		Room/suite	B Telephone number (see instructions) (804) 273-7445	
City or town ORLANDO	State FL	ZIP code 32802-1908		
Foreign country name	Foreign province/state/county	Foreign postal code	C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change			D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 1,434,567		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>				

2015 NOV 21 2015

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	28,594	28,959		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	43,473			
	b Gross sales price for all assets on line 6a 507,336				
	7 Capital gain net income (from Part IV, line 2)		43,473		
	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	72,067	72,432	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	25,238	12,619		12,619
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,500			2,500
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	3,353	494		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	2,332			2,332
	24 Total operating and administrative expenses. Add lines 13 through 23	33,423	13,113	0	17,451
	25 Contributions, gifts, grants paid	85,648			85,648
26 Total expenses and disbursements. Add lines 24 and 25	119,071	13,113	0	103,099	
27 Subtract line 26 from line 12	-47,004				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		59,319			
c Adjusted net income (if negative, enter -0-)			0		



SCANNED NOV 21 2015

For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing	715	113	113
	2	Savings and temporary cash investments	72,481	62,590	62,590
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	1,235,245	1,198,346	1,297,844	
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶	86,423	86,423	74,000	
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,394,864	1,347,472	1,434,547	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	1,394,864	1,347,472	
	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)	1,394,864	1,347,472		
31	Total liabilities and net assets/fund balances (see instructions)	1,394,864	1,347,472		

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	1,394,864
2	Enter amount from Part I, line 27a	2	-47,004
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,347,860
5	Decreases not included in line 2 (itemize) ▶ <u>ROC ADJUSTMENT</u>	5	388
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,347,472

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	43,473	
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	52,786	1,567,350	0.033679
2013	68,336	1,492,286	0.045793
2012	72,395	1,423,083	0.050872
2011	77,319	1,437,135	0.053801
2010	76,980	1,416,659	0.054339
2	Total of line 1, column (d)		2 0.238484
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 0.047697
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5		4 1,512,808
5	Multiply line 4 by line 3		5 72,156
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 593
7	Add lines 5 and 6		7 72,749
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		8 103,099

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	593
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	593
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	593
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	2,085
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	2,085
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,492
11	Enter the amount of line 10 to be Credited to 2016 estimated tax <input type="checkbox"/> 593 Refunded <input type="checkbox"/> 899	11	899

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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <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) <input type="checkbox"/> VA		
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)			X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X		
14	The books are in care of ▶ SUNTRUST BANK Telephone no ▶ (804) 273-7445 Located at ▶ P.O. BOX 1908 ORLANDO FL ZIP+4 ▶ 32802-1908			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 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 ▶		Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <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)	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

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
SUNTRUST BANK P O BOX 1908 ORLANDO, FL 32802-1908	TRUSTEE AS REQ'D	25,238		

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,491,968
b	Average of monthly cash balances	1b	43,878
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,535,846
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,535,846
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	23,038
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,512,808
6	Minimum investment return. Enter 5% of line 5	6	75,640

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	75,640
2a	Tax on investment income for 2015 from Part VI, line 5	2a	593
b	Income tax for 2015 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	593
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	75,047
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	75,047
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	75,047

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	103,099
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	103,099
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	593
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	102,506

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				75,047
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			62,895	
b Total for prior years 20 ____, 20 ____, 20 ____				
3 Excess distributions carryover, if any, to 2015				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 103,099				
a Applied to 2014, but not more than line 2a			62,895	
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				40,204
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))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
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				34,843
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling ▶

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

	Tax year				(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

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

N/A

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

N/A

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

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

SUNTRUST BANK PO BOX 26150 RICHMOND, VA 23261 (804) 273-7445

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

NONE

c Any submission deadlines

NONE

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

STUDENTS FROM THE ROANOKE VALLEY AND GILES COUNTY AREAS OF VIRGINIA

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)				
<p>a Paid during the year See Attached Statement</p>				
<p>Total</p>			▶ 3a	85,648
<p>b Approved for future payment NONE</p>				
<p>Total</p>			▶ 3b	0

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

Recipient(s) paid during the year

Name

SOUTHERN VIRGINIA UNIVERSITY SCHOLARSHIP RECIPIENTS

Street

1 UNIVERSITY HILL DR

City BUENA VISTA	State VA	Zip Code 24416	Foreign Country
Relationship NONE	Foundation Status I		
Purpose of grant/contribution SCHOLARSHIP			Amount 4,531

Name

HOLLINS UNIVERSITY ATTN MARY JEAN C SULLIVAN SCHOLARSHIP RECIPIENTS

Street

P O BOX 9718

City ROANOKE	State VA	Zip Code 24020-1718	Foreign Country
Relationship NONE	Foundation Status I		
Purpose of grant/contribution SCHOLARSHIP			Amount 10,285

Name

JEFFERSON COLLEGE OF HEALTH SCIENCES SCHOLARSHIP RECIPIENTS

Street

101 ELM AVENUE S E

City ROANOKE	State VA	Zip Code 24013-2222	Foreign Country
Relationship NONE	Foundation Status I		
Purpose of grant/contribution SCHOLARSHIP			Amount 12,960

Name

ROANOKE COLLEGE SCHOLARSHIP RECIPIENTS

Street

221 COLLEGE LANE

City SALEM	State VA	Zip Code 24153-3794	Foreign Country
Relationship NONE	Foundation Status I		
Purpose of grant/contribution SCHOLARSHIP			Amount 18,468

Name

TRUSTEES FIRST PRESBYTERIAN CHURCH

Street

PO BOX 8538

City ROANOKE	State VA	Zip Code 24014-0538	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHAR PURPOSES			Amount 7,102

Name

PEARISBURG PRESBYTERIAN CHURCH

Street

114 EASLEY STREET

City PEARISBURG	State VA	Zip Code 24134	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHAR PURPOSES			Amount 8,647

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

Recipient(s) paid during the year

Name

GILES COUNTY HISTORICAL SOCIETY

Street

208 NORTH MAIN ST

City

PEARISBURG

State

VA

Zip Code

24134

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHAR PURPOSES

Amount

23,655

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

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

Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Totals		Gross Sales	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
								Capital Gains/Losses	Other sales						
								Amount	15,443	0	483,872		0	43,464	
								Long Term CG Distributions	0	0	507,336		0	0	0
								Short Term CG Distributions	0	0	0		0	0	0
1 ABBOTT LABS	002824100	X			11/6/2008	2/23/2015	426	232	0						0
2 ABBOTT LABS	002824100	X			11/6/2008	10/19/2015	84	52	0						32
3 CAMBIAR SMALL CAP-INS	0075W0593	X			8/18/2014	6/15/2015	568	609	0						-41
4 CAMBIAR SMALL CAP-INS	0075W0593	X			10/27/2014	6/15/2015	109	109	0						-1
5 CAMBIAR SMALL CAP-INS	0075W0593	X			10/27/2014	11/23/2015	17	22	0						-5
6 CAMBIAR SMALL CAP-INS	0075W0593	X			3/11/2013	11/23/2015	105	125	0						-20
7 JOHCM INTERNATIONAL SEL	00770C947	X			6/15/2015	11/23/2015	900	1,039	0						-139
8 JOHCM INTERNATIONAL SEL	00770C947	X			6/15/2015	11/23/2015	270	312	0						-42
9 JOHCM INTERNATIONAL SEL	00770C947	X			6/15/2015	11/23/2015	324	374	0						-50
10 ALLSTATE CORP	020002101	X			9/7/2012	2/23/2015	642	346	0						296
11 ALPHABET INC CL A	02079K305	X			10/2/2007	10/19/2015	894	297	0						597
12 AMGEN INC	031162100	X			7/18/2011	2/23/2015	848	331	0						517
13 APPLE INC	037833100	X			11/9/2007	2/23/2015	1,945	367	0						1,578
14 APPLE INC	037833100	X			11/9/2007	4/29/2015	387	73	0						314
15 APPLE INC	037833100	X			9/10/2008	4/29/2015	3,481	595	0						2,886
16 APPLE INC	037833100	X			9/10/2008	10/19/2015	222	44	0						178
17 BAKER HUGHES INC	057224107	X			7/14/2014	2/23/2015	753	880	0						-127
18 BANK OF AMERICA CORP	068505104	X			9/19/2014	2/23/2015	81	76	0						5
19 BANK OF AMERICA CORP	068505104	X			2/12/2013	2/23/2015	689	457	0						202
20 BANK OF AMERICA CORP	068505104	X			2/12/2013	2/23/2015	96	69	0						27
21 BAE AEROSPACE INC	073302101	X			5/17/2011	10/19/2015	577	238	0						339
22 BIOGEN INC	09092X103	X			9/5/2014	7/29/2015	3,143	3,301	0						-156
23 BLACKSTONE ALT MULTI-ST	09257V201	X			6/16/2014	6/15/2015	115	110	0						5
24 BLACKSTONE ALT MULTI-ST	09257V201	X			6/16/2014	11/23/2015	210	200	0						10
25 BLACKSTONE ALT MULTI-ST	09257V201	X			6/16/2014	11/23/2015	252	240	0						12
26 BLACKSTONE ALT MULTI-ST	09257V201	X			6/16/2014	11/23/2015	596	540	0						26
27 BRANDES INTL S/C EQUITY-I	105262737	X			3/24/2014	6/15/2015	273	273	0						0
28 BRANDES INTL S/C EQUITY-I	105262737	X			3/26/2014	6/15/2015	1,488	1,496	0						-10
29 BRANDES INTL S/C EQUITY-I	105262737	X			3/26/2014	10/19/2015	859	888	0						-29
30 BRANDES INTL S/C EQUITY-I	105262737	X			3/24/2014	11/23/2015	462	462	0						0
31 BRANDES INTL S/C EQUITY-I	105262737	X			3/24/2014	11/23/2015	172	177	0						-5
32 BRANDES INTL S/C EQUITY-I	105262737	X			3/24/2014	11/23/2015	132	136	0						-4
33 BRANDES INTL S/C EQUITY-I	105262737	X			1/21/2015	2/23/2015	713	659	0						54
34 CIGNA CORP	129509109	X			8/16/2014	2/23/2015	514	396	0						118
35 CVS HEALTH CORP	129509109	X			8/16/2014	2/23/2015	1,028	385	0						644
36 CVS HEALTH CORP	129509109	X			10/2/2007	2/23/2015	206	77	0						129
37 CVS HEALTH CORP	129509109	X			10/2/2007	10/19/2015	419	350	0						69
38 CAMERON INTERNATIONAL	13342B105	X			8/17/2010	2/23/2015	125	102	0						23
39 CORNING INC	21935B105	X			5/15/2013	2/23/2015	473	298	0						175
40 CORNING INC	21935B105	X			5/7/2014	2/23/2015	720	569	0						151
41 DELTA AIR LINES INC	247361702	X			10/2/2007	2/23/2015	1,257	419	0						838
42 DISNEY WALT CO NEW	254687106	X			11/19/2012	2/23/2015	1,028	1,052	0						-24
43 DOUBLELINE TOTAL RET BD	256620103	X			3/11/2013	2/23/2015	40	42	0						-11
44 DOUBLELINE TOTAL RET BD	256620103	X			3/11/2013	2/23/2015	333	344	0						-11
45 DOUBLELINE TOTAL RET BD	256620103	X			11/19/2012	2/23/2015	8	9	0						-13
46 DOUBLELINE TOTAL RET BD	256620103	X			3/11/2013	2/23/2015	378	391	0						-13
47 DOUBLELINE TOTAL RET BD	256620103	X			3/11/2013	2/23/2015	154	154	0						0
48 DOUBLELINE TOTAL RET BD	256620103	X			11/19/2012	2/23/2015	5,040	5,233	0						-183
49 DOUBLELINE TOTAL RET BD	256620103	X			11/19/2012	10/19/2015	428	441	0						-13
50 DOUBLELINE TOTAL RET BD	256620103	X			3/11/2013	10/19/2015	143	147	0						4
51 DOUBLELINE TOTAL RET BD	256620103	X			3/11/2013	10/19/2015	165	170	0						-5
52 DOUBLELINE TOTAL RET BD	256620103	X			3/11/2013	11/23/2015	694	724	0						-30
53 DOUBLELINE TOTAL RET BD	256620103	X			8/18/2014	2/23/2015	402	399	0						3
54 CAPITAL ONE FINANCIAL CO	14040H105	X			8/6/2014	2/23/2015	321	315	0						6
55 CAPITAL ONE FINANCIAL CO	14040H105	X			8/6/2014	10/19/2015	148	158	0						-10
56 CAPITAL ONE FINANCIAL CO	14040H105	X			10/15/2013	2/23/2015	744	488	0						276
57 CELGENE CORP	151020104	X			8/18/2014	2/23/2015	539	632	0						-83
58 CHEVRON CORPORATION	168764100	X			10/20/2014	2/23/2015	432	447	0						-15
59 CHEVRON CORPORATION	168764100	X			2/23/2013	2/23/2015	875	614	0						261
60 COMCAST CORP-CL A	20030N101	X			2/13/2013	10/19/2015	61	41	0						20
61 COMCAST CORP-CL A	20030N101	X			3/11/2013	11/23/2015	553	577	0						-24
62 DOUBLELINE TOTAL RET BD	256620103	X			8/18/2014	2/23/2015	144	149	0						-5
63 EMC CORP MASS	268648102	X			8/23/2013	2/23/2015	548	488	0						49
64 EMC CORP MASS	268648102	X			8/23/2013	2/23/2015	810	595	0						149
65 EOG RES INC	26875P101	X			8/16/2014	2/23/2015	225	245	0						-149
66 EASTMAN CHEMICAL CO	277432100	X			8/20/2014	2/23/2015	68	82	0						-14
67 EASTMAN CHEMICAL CO	277432100	X			3/24/2014	2/23/2015	2,212	2,009	0						203
68 EATON VANCE ATLANTA CAF	277902698	X			3/24/2014	2/23/2015	218	218	0						0
69 EATON VANCE ATLANTA CAF	277902698	X			3/11/2013	11/23/2015	1,920	2,002	0						-82
70 DOUBLELINE TOTAL RET BD	256620103	X			3/24/2014	6/15/2015	138	121	0						17
71 EATON VANCE ATLANTA CAF	277902698	X			3/24/2014	6/15/2015	1,418	1,244	0						174
72 EATON VANCE ATLANTA CAF	277902698	X							0						0

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

Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Capital Gains/Losses		Gross Sales	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
								Gross Sales	Other sales						
Long Term CG Distributions	15,443							507,338	0	507,338					43,484
Short Term CG Distributions	0														0
73 EATON VANCE ATLANTA CA	277902898	X			3/24/2014	6/15/2015		138		121					17
74 EATON VANCE ATLANTA CA	277902898	X			3/24/2014	6/15/2015		138		121					17
75 SHARES TREASURY BOND	464298267	X			2/23/2015	10/19/2015		229		229					0
76 SHARES BARCLAYS 3-7 YEA	464288661	X			3/24/2014	2/23/2015		123		120					3
77 SHARES TREASURY BOND	464298267	X			7/29/2013	2/23/2015		7,871		7,748					125
78 SHARES TREASURY BOND	464298267	X			2/23/2015	10/19/2015		735		735					0
79 SHARES TREASURY BOND	464298267	X			2/23/2015	11/23/2015		702		710					8
80 SHARES TREASURY BOND	464298267	X			2/23/2015	11/23/2015		2,408		2,433					27
81 SHARES TREASURY BOND	464298267	X			2/23/2015	11/23/2015		878		887					9
82 SHARES CORE MSCI PACIF	46434V698	X			8/18/2014	2/23/2015		156		156					4
83 SHARES CORE MSCI PACIF	46434V698	X			8/18/2014	2/23/2015		883		883					0
84 SHARES CORE MSCI PACIF	46434V698	X			8/18/2014	6/15/2015		982		987					5
85 SHARES CORE MSCI PACIF	46434V698	X			8/18/2014	6/15/2015		104		104					0
86 SHARES CORE MSCI PACIF	46434V698	X			8/18/2014	10/19/2015		280		280					0
87 SHARES CORE MSCI PACIF	46434V698	X			8/18/2014	10/19/2015		11,637		12,621					984
88 SHARES CORE MSCI PACIF	46434V698	X			8/18/2014	10/19/2015		144		156					12
89 SHARES CORE MSCI PACIF	46434V698	X			8/18/2014	10/19/2015		527		571					44
90 EATON VANCE FLOATING RA	277911491	X			10/7/2013	2/23/2015		18		18					0
91 EATON VANCE FLOATING RA	277911491	X			9/11/2013	2/23/2015		1,198		1,192					6
92 EATON VANCE FLOATING RA	277911491	X			7/29/2013	2/23/2015		18		18					0
93 EATON VANCE FLOATING RA	277911491	X			10/7/2013	2/23/2015		24		24					0
94 EATON VANCE FLOATING RA	277911491	X			12/23/2014	2/23/2015		108		107					1
95 EATON VANCE FLOATING RA	277911491	X			3/11/2013	2/23/2015		3,144		3,211					67
96 EATON VANCE ATLANTA CA	277902898	X			3/24/2014	11/23/2015		225		192					33
97 EATON VANCE ATLANTA CA	277902898	X			3/24/2014	11/23/2015		168		144					24
98 EATON VANCE FLOATING RA	277911491	X			7/29/2013	2/23/2015		63		64					1
99 EATON VANCE FLOATING RA	277911491	X			10/7/2013	2/23/2015		55		56					1
100 EATON VANCE FLOATING RA	277911491	X			8/18/2014	2/23/2015		180		182					2
101 SHARES CORE MSCI PACIF	46434V698	X			8/18/2014	11/23/2015		147		158					11
102 SHARES CORE MSCI PACIF	46434V698	X			8/18/2014	11/23/2015		392		418					26
103 SHARES CORE MSCI PACIF	46434V738	X			8/18/2014	2/23/2015		1,112		1,140					28
104 SHARES CORE MSCI PACIF	46434V738	X			8/18/2014	2/23/2015		608		618					10
105 SHARES CORE MSCI PACIF	46434V738	X			8/18/2014	6/15/2015		140		143					3
106 SHARES CORE MSCI PACIF	46434V738	X			8/18/2014	11/23/2015		190		190					0
107 SHARES CORE MSCI PACIF	46434V738	X			8/18/2014	11/23/2015		519		570					51
108 SHARES CORE MSCI PACIF	46434V738	X			8/18/2014	11/23/2015		173		190					17
109 JP MORGAN CHASE & CO	46825H100	X			10/2/2007	1/21/2015		168		141					27
110 JP MORGAN CHASE & CO	46825H100	X			11/6/2008	1/21/2015		1,904		1,305					599
111 JP MORGAN CHASE & CO	46825H100	X			11/24/2008	1/21/2015		1,904		1,305					599
112 JP MORGAN CHASE & CO	46825H100	X			5/24/2010	1/21/2015		840		600					240
113 JP MORGAN CHASE & CO	46825H100	X			10/25/2010	1/21/2015		560		378					182
114 JP MORGAN CHASE & CO	46825H100	X			9/13/2012	1/21/2015		1,120		798					322
115 EATON VANCE ATLANTA CA	277902898	X			3/24/2014	10/19/2015		1,786		1,588					198
116 EATON VANCE ATLANTA CA	277902898	X			3/24/2014	11/23/2015		589		504					85
117 EATON VANCE FLOATING RA	277911491	X			3/11/2013	2/23/2015		29,108		29,719					611
118 EATON VANCE FLOATING RA	277911491	X			10/7/2013	2/23/2015		311		317					6
119 EATON VANCE FLOATING RA	277911491	X			3/24/2014	2/23/2015		591		603					12
120 EATON VANCE FLOATING RA	277911491	X			8/18/2014	2/23/2015		1,109		1,123					14
121 EATON VANCE FLOATING RA	277911491	X			3/11/2013	2/23/2015		1,018		1,040					22
122 EATON VANCE FLOATING RA	277911491	X			7/29/2013	2/23/2015		18		18					0
123 T. ROWE PRICE INST L/C GR	45775L408	X			3/4/2008	2/23/2015		1,495		705					790
124 T. ROWE PRICE INST L/C GR	45775L408	X			12/23/2014	2/23/2015		441		414					27
125 T. ROWE PRICE INST L/C GR	45775L408	X			5/24/2010	2/23/2015		1,381		837					544
126 T. ROWE PRICE INST L/C GR	45775L408	X			3/4/2008	2/23/2015		512		242					270
127 T. ROWE PRICE INST L/C GR	45775L408	X			5/24/2010	2/23/2015		456		210					248
128 T. ROWE PRICE INST L/C GR	45775L408	X			3/4/2008	2/23/2015		595		281					314
129 T. ROWE PRICE INST L/C GR	45775L408	X			12/23/2014	2/23/2015		208		193					13
130 T. ROWE PRICE INST L/C GR	45775L408	X			5/24/2010	2/23/2015		519		240					279
131 T. ROWE PRICE INST L/C GR	45775L408	X			5/24/2010	6/15/2015		148		68					80
132 T. ROWE PRICE INST L/C GR	45775L408	X			5/24/2010	10/19/2015		117		54					63
133 T. ROWE PRICE INST L/C GR	45775L408	X			5/24/2010	10/19/2015		147		68					79
134 T. ROWE PRICE INST L/C GR	45775L408	X			5/24/2010	10/19/2015		1,709		758					951
135 T. ROWE PRICE INST L/C GR	45775L408	X			5/24/2010	11/23/2015		271		271					0
136 T. ROWE PRICE INST L/C GR	45775L408	X			5/24/2010	11/23/2015		610		610					0
137 T. ROWE PRICE INST L/C GR	45775L408	X			5/24/2010	11/23/2015		488		217					271
138 INTEL CORP	458140100	X			6/5/2013	2/23/2015		344		249					95
139 INTEL CORP	458140100	X			12/20/2012	2/23/2015		585		358					227
140 SHARES BARCLAYS 3-7 YEA	464288661	X			7/29/2013	2/23/2015		2,583		2,542					41
141 SHARES BARCLAYS 3-7 YEA	464288661	X			3/24/2014	2/23/2015		369		361					8
142 SHARES BARCLAYS 3-7 YEA	464288661	X			12/23/2014	2/23/2015		123		122					1
143 SHARES BARCLAYS 3-7 YEA	464288661	X			7/29/2013	2/23/2015		36,401		35,827					574
144 SHARES BARCLAYS 3-7 YEA	464288661	X			3/24/2014	2/23/2015		984		963					21

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		15,443		Capital Gains/Losses		507,338		463,872		43,464				
		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
217 LINCOLN NATL CORP	534187109	X				3/24/2014	2/23/2015	293	281					12
218 LINCOLN NATL CORP	534187109	X				8/18/2014	2/23/2015	234	208					26
219 LINCOLN NATL CORP	534187109	X				8/18/2014	10/19/2015	50	52					-2
220 LINCOLN NATL CORP	534187109	X				2/18/2014	10/19/2015	50	51					-1
221 MACYS INC	55818P104	X				8/18/2014	2/23/2015	320	290					30
222 MACYS INC	55818P104	X				9/9/2011	2/23/2015	640	251					389
223 MACYS INC	55818P104	X				9/9/2011	8/19/2015	8,734	3,511					5,223
224 MAINSTAY ICAP INTERNATIC	56063J716	X				10/7/2013	2/23/2015	139	135					4
225 MAINSTAY ICAP INTERNATIC	56063J716	X				10/9/2013	6/19/2015	2,193	2,097					96
226 MAINSTAY ICAP INTERNATIC	56063J716	X				10/7/2013	6/19/2015	180	171					9
227 MAINSTAY ICAP INTERNATIC	56063J716	X				10/7/2013	11/23/2015	161	171					-10
228 MAINSTAY ICAP INTERNATIC	56063J716	X				10/7/2013	11/23/2015	643	643					0
229 MANNING & NAPIER WORLD	563821545	X				10/26/2009	2/23/2015	110	115					-5
230 MANNING & NAPIER WORLD	563821545	X				10/27/2014	2/23/2015	44	46					-2
231 MANNING & NAPIER WORLD	563821545	X				10/26/2009	2/23/2015	36	38					-2
232 MANNING & NAPIER WORLD	563821545	X				10/27/2014	2/23/2015	71	75					-4
233 MANNING & NAPIER WORLD	563821545	X				10/27/2014	2/23/2015	5,615	5,864					-249
234 MANNING & NAPIER WORLD	563821545	X				5/24/2010	6/19/2015	259	240					19
235 MANNING & NAPIER WORLD	563821545	X				8/6/2012	6/19/2015	93	87					6
236 MANNING & NAPIER WORLD	563821545	X				11/19/2012	6/19/2015	1,574	1,503					71
237 MANNING & NAPIER WORLD	563821545	X				10/27/2014	6/19/2015	138	143					-5
238 MANNING & NAPIER WORLD	563821545	X				12/23/2014	6/19/2015	251	251					0
239 MANNING & NAPIER WORLD	563821545	X				5/24/2010	6/19/2015	5,434	5,027					407
240 MANNING & NAPIER WORLD	563821545	X				8/6/2012	6/19/2015	1,446	1,347					99
241 MANNING & NAPIER WORLD	563821545	X				11/21/2012	6/19/2015	81,849	78,254					3,595
242 MANNING & NAPIER WORLD	563821545	X				10/27/2014	6/19/2015	1,269	1,313					-44
243 MANNING & NAPIER WORLD	563821545	X				5/24/2010	6/19/2015	708	655					53
244 MANNING & NAPIER WORLD	563821545	X				8/6/2012	6/19/2015	282	244					38
245 MANNING & NAPIER WORLD	563821545	X				11/19/2012	6/19/2015	4,276	4,083					193
246 MANNING & NAPIER WORLD	563821545	X				10/27/2014	6/19/2015	525	543					-18
247 MANNING & NAPIER WORLD	563821545	X				12/23/2014	6/19/2015	580	554					26
248 MANNING & NAPIER WORLD	563821545	X				10/28/2009	6/19/2015	35	36					-1
249 MANNING & NAPIER WORLD	563821545	X				5/24/2010	6/19/2015	228	211					17
250 MANNING & NAPIER WORLD	563821545	X				8/6/2012	6/19/2015	82	76					6
251 MANNING & NAPIER WORLD	563821545	X				11/19/2012	6/19/2015	1,387	1,324					63
252 MANNING & NAPIER WORLD	563821545	X				10/27/2014	6/19/2015	179	186					-7
253 MANNING & NAPIER WORLD	563821545	X				2/23/2015	6/19/2015	140	138					2
254 MERCK & CO INC	58933Y105	X				1/30/2012	2/23/2015	877	582					295
255 MERCK & CO INC	58933Y105	X				1/30/2012	3/11/2015	336	233					103
256 MERCK & CO INC	58933Y105	X				7/18/2011	3/11/2015	1,828	1,038					790
257 MERCK & CO INC	58933Y105	X				7/18/2011	10/19/2015	205	143					62
258 MICROSOFT CORP	594918104	X				9/29/2014	2/23/2015	1,094	1,157					-63
259 MICROSOFT CORP	594918104	X				8/18/2014	2/23/2015	88	90					-2
260 MICROSOFT CORP	594918104	X				8/18/2014	10/19/2015	143	135					8
261 MORGAN STANLEY	617446448	X				8/18/2014	2/23/2015	183	162					21
262 MORGAN STANLEY	617446448	X				7/18/2011	2/23/2015	475	270					205
263 NEXTERA ENERGY INC	65339F101	X				1/21/2015	2/23/2015	657	657					0
264 OCCIDENTAL PETE CORP	674598105	X				4/23/2014	2/23/2015	476	583					-107
265 OPPENHEIMER DEVELOPING	683974505	X				8/15/2011	2/23/2015	1,247	1,141					106
266 OPPENHEIMER DEVELOPING	683974505	X				2/6/2012	2/23/2015	260	240					20
267 OPPENHEIMER DEVELOPING	683974505	X				8/6/2012	2/23/2015	1,020	927					93
268 OPPENHEIMER DEVELOPING	683974505	X				11/21/2012	2/23/2015	2,032	1,915					117
269 OPPENHEIMER DEVELOPING	683974505	X				10/27/2014	2/23/2015	633	871					-238
270 OPPENHEIMER DEVELOPING	683974505	X				10/26/2009	2/23/2015	4,332	3,336					996
271 OPPENHEIMER DEVELOPING	683974505	X				12/23/2014	11/23/2015	190	211					-21
272 OPPENHEIMER DEVELOPING	683974505	X				11/19/2012	11/23/2015	63	66					-3
273 OPPENHEIMER DEVELOPING	683974505	X				10/27/2014	11/23/2015	159	189					-30
274 OPPENHEIMER DEVELOPING	683974505	X				12/23/2014	11/23/2015	253	281					-28
275 OPPENHEIMER DEVELOPING	683974505	X				11/19/2012	11/23/2015	315	330					-15
276 PNC FINANCIAL SERVICES G	693475105	X				1/21/2011	2/23/2015	928	545					383
277 PNC FINANCIAL SERVICES G	693475105	X				1/21/2011	10/19/2015	174	121					53
278 PACAR INC	693718108	X				7/22/2011	2/23/2015	387	301					86
279 PEPSICO INC	713448108	X				6/5/2013	2/23/2015	595	487					108
280 PEPSICO INC	713448108	X				2/28/2003	6/24/2015	5,733	2,308					3,425
281 PRIZER INC	717081103	X				5/5/2013	6/24/2015	382	325					57
282 PRIZER INC	717081103	X				8/30/2011	2/23/2015	613	339					274
283 PRIZER INC	717081103	X				3/11/2015	10/19/2015	103	101					2
284 PIMCO INVESTMENT GRD CC	722005816	X				11/19/2012	10/19/2015	105	114					-9
285 PIMCO INVESTMENT GRD CC	722005816	X				8/6/2012	10/19/2015	19	20					-1
286 PIMCO INVESTMENT GRD CC	722005816	X				2/23/2015	10/19/2015	5,480	5,649					-169
287 PIMCO INVESTMENT GRD CC	722005816	X				11/19/2012	10/19/2015	83	101					-18
288 PIMCO INVESTMENT GRD CC	722005816	X				8/6/2012	10/19/2015	21	22					-1

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

Description	CUSIP #	Amount	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Capital Gains/Losses		Gross Sales	Cost or Other Basis	Valuation Method	Cost or Other Basis, Expenses, Depreciation and Adjustments			Net Gain or Loss	
									Gross Sales	Other sales				Expense of Sale and Cost of Improvements	Depreciation	Adjustments		
289 Long Term CG Distributions		15,443							56	0	507,338	0				463,872	0	43,464
290 Short Term CG Distributions		0							281	0	0	0				0	0	0
291 PIMCO INVESTMENT GRD CC	722005816		X			11/9/2012	10/19/2015		56	0	60	0				0	0	0
292 PIMCO INVESTMENT GRD CC	722005816		X			8/6/2012	10/19/2015		281	0	304	0				0	0	0
293 PIMCO INVESTMENT GRD CC	722005816		X			8/6/2012	11/23/2015		349	0	373	0				0	0	0
294 PIMCO INVESTMENT GRD CC	722005816		X			8/6/2012	11/23/2015		588	0	612	0				0	0	0
295 PIMCO INVESTMENT GRD CC	722005816		X			8/6/2012	11/23/2015		302	0	324	0				0	0	0
296 PIMCO INVESTMENT GRD CC	722005816		X			8/6/2012	11/23/2015		449	0	487	0				0	0	0
297 PIMCO EMERGING LOCAL BC	72201F516		X			8/6/2012	11/23/2015		721	0	772	0				0	0	0
298 PIMCO EMERGING LOCAL BC	72201F516		X			8/6/2012	6/15/2015		1,893	0	1,970	0				0	0	0
299 PIMCO EMERGING LOCAL BC	72201F516		X			3/11/2013	6/15/2015		643	0	860	0				0	0	0
300 PIMCO EMERGING LOCAL BC	72201F516		X			7/29/2013	6/15/2015		89	0	38	0				0	0	0
301 PIMCO EMERGING LOCAL BC	72201F516		X			10/7/2013	6/15/2015		11	0	111	0				0	0	0
302 PIMCO EMERGING LOCAL BC	72201F516		X			12/23/2014	6/15/2015		18	0	22	0				0	0	0
303 PIMCO EMERGING LOCAL BC	72201F516		X			8/6/2012	6/15/2015		179	0	191	0				0	0	0
304 PIMCO EMERGING LOCAL BC	72201F516		X			3/11/2013	6/15/2015		16,312	0	22,326	0				0	0	0
305 PIMCO EMERGING LOCAL BC	72201F516		X			10/7/2013	6/15/2015		209	0	289	0				0	0	0
306 PIMCO EMERGING LOCAL BC	72201F516		X			3/24/2014	6/15/2015		2,376	0	2,948	0				0	0	0
307 PIMCO EMERGING LOCAL BC	72201F516		X			10/27/2014	6/15/2015		961	0	1,415	0				0	0	0
308 PIMCO EMERGING LOCAL BC	72201F516		X			3/24/2014	6/15/2015		1,772	0	2,092	0				0	0	0
309 PIMCO EMERGING LOCAL BC	72201F516		X			2/23/2015	6/15/2015		3,007	0	3,148	0				0	0	0
310 PIMCO EMERGING LOCAL BC	72201F516		X			8/6/2012	6/15/2015		1,746	0	2,389	0				0	0	0
311 PIMCO EMERGING LOCAL BC	72201F516		X			3/11/2013	6/15/2015		77	0	106	0				0	0	0
312 PIMCO EMERGING LOCAL BC	72201F516		X			7/29/2013	6/15/2015		247	0	308	0				0	0	0
313 PIMCO EMERGING LOCAL BC	72201F516		X			10/7/2013	6/15/2015		49	0	81	0				0	0	0
314 PIMCO EMERGING LOCAL BC	72201F516		X			3/24/2014	6/15/2015		201	0	234	0				0	0	0
315 PIMCO EMERGING LOCAL BC	72201F516		X			12/23/2014	6/15/2015		234	0	249	0				0	0	0
316 PIMCO EMERGING LOCAL BC	72201F516		X			2/23/2015	6/15/2015		101	0	108	0				0	0	0
317 PIMCO EMERGING LOCAL BC	72201F516		X			8/6/2012	6/15/2015		966	0	775	0				0	0	0
318 PIMCO EMERGING LOCAL BC	72201F516		X			3/11/2013	6/15/2015		24	0	33	0				0	0	0
319 PIMCO EMERGING LOCAL BC	72201F516		X			7/29/2013	6/15/2015		78	0	97	0				0	0	0
320 PIMCO EMERGING LOCAL BC	72201F516		X			10/7/2013	6/15/2015		16	0	20	0				0	0	0
321 PIMCO 1-5 YEAR US TIPS INC	72201R205		X			2/23/2015	6/15/2015		171	0	179	0				0	0	0
322 PIMCO 1-5 YEAR US TIPS INC	72201R205		X			7/29/2013	2/23/2015		1,656	0	1,697	0				0	0	0
323 PIMCO 1-5 YEAR US TIPS INC	72201R205		X			8/18/2014	2/23/2015		104	0	107	0				0	0	0
324 PIMCO 1-5 YEAR US TIPS INC	72201R205		X			7/29/2013	2/23/2015		5,124	0	5,251	0				0	0	0
325 PIMCO 1-5 YEAR US TIPS INC	72201R205		X			10/7/2013	2/23/2015		52	0	53	0				0	0	0
326 PIMCO 1-5 YEAR US TIPS INC	72201R205		X			3/24/2014	2/23/2015		155	0	159	0				0	0	0
327 PIMCO 1-5 YEAR US TIPS INC	72201R205		X			12/23/2014	2/23/2015		207	0	207	0				0	0	0
328 PIMCO 1-5 YEAR US TIPS INC	72201R205		X			7/29/2013	2/23/2015		1,863	0	1,909	0				0	0	0
329 PIMCO 1-5 YEAR US TIPS INC	72201R205		X			3/24/2014	2/23/2015		104	0	104	0				0	0	0
330 PIMCO 1-5 YEAR US TIPS INC	72201R205		X			12/23/2014	2/23/2015		104	0	104	0				0	0	0
331 PIMCO 1-5 YEAR US TIPS INC	72201R205		X			7/29/2013	2/23/2015		23,706	0	24,292	0				0	0	0
332 PIMCO 1-5 YEAR US TIPS INC	72201R205		X			3/24/2014	2/23/2015		776	0	793	0				0	0	0
333 OSTERWEIS STRATEGIC INC	742935489		X			7/29/2013	2/23/2015		379	0	379	0				0	0	0
334 OSTERWEIS STRATEGIC INC	742935489		X			7/29/2013	2/23/2015		553	0	569	0				0	0	0
335 OSTERWEIS STRATEGIC INC	742935489		X			8/18/2014	2/23/2015		115	0	120	0				0	0	0
336 OSTERWEIS STRATEGIC INC	742935489		X			3/24/2014	2/23/2015		1,280	0	1,316	0				0	0	0
337 OSTERWEIS STRATEGIC INC	742935489		X			8/18/2014	2/23/2015		242	0	251	0				0	0	0
338 OSTERWEIS STRATEGIC INC	742935489		X			7/29/2013	2/23/2015		815	0	847	0				0	0	0
339 OSTERWEIS STRATEGIC INC	742935489		X			7/29/2013	2/23/2015		9,205	0	9,480	0				0	0	0
340 OSTERWEIS STRATEGIC INC	742935489		X			7/29/2013	6/15/2015		463	0	478	0				0	0	0
341 OSTERWEIS STRATEGIC INC	742935489		X			7/29/2013	10/19/2015		1,081	0	1,159	0				0	0	0
342 OSTERWEIS STRATEGIC INC	742935489		X			7/29/2013	11/23/2015		275	0	297	0				0	0	0
343 OSTERWEIS STRATEGIC INC	742935489		X			7/29/2013	11/23/2015		220	0	237	0				0	0	0
344 QUALCOMM INC	747525103		X			7/29/2013	11/23/2015		747	0	807	0				0	0	0
345 QUALCOMM INC	747525103		X			6/14/2011	12/8/2015		3,960	0	3,065	0				0	0	0
346 QUALCOMM INC	747525103		X			7/18/2011	12/8/2015		1,440	0	1,098	0				0	0	0
347 T ROWE PRICE DIVERS SIC	779917103		X			8/15/2011	12/8/2015		380	0	254	0				0	0	0
348 T ROWE PRICE DIVERS SIC	779917103		X			8/16/2014	2/23/2015		284	0	265	0				0	0	0
349 T ROWE PRICE DIVERS SIC	779917103		X			9/4/2012	2/23/2015		906	0	962	0				0	0	0
350 T ROWE PRICE DIVERS SIC	779917103		X			9/4/2012	6/15/2015		107	0	228	0				0	0	0
351 T ROWE PRICE DIVERS SIC	779917103		X			9/4/2012	11/23/2015		367	0	70	0				0	0	0
352 SCHLUMBERGER LTD	806857108		X			9/13/2012	11/23/2015		267	0	175	0				0	0	0
353 SCHLUMBERGER LTD	806857108		X			4/25/2013	2/23/2015		522	0	594	0				0	0	0
354 SCHLUMBERGER LTD	806857108		X			4/25/2013	2/23/2015		170	0	148	0				0	0	0
355 UNION PAC CORP	907816108		X			6/22/2009	10/19/2015		147	0	148	0				0	0	0
356 VANGUARD M/B SECUR INDX	92206C755		X			8/16/2014	10/19/2015		278	0	74	0				0	0	0
357 VANGUARD M/B SECUR INDX	92206C755		X			10/27/2014	2/23/2015		9,960	0	11,596	0				0	0	0
358 VANGUARD M/B SECUR INDX	92206C755		X			10/27/2014	2/23/2015		382	0	446	0				0	0	0
359 VANGUARD M/B SECUR INDX	92206C755		X			10/27/2014	2/23/2015		446	0	445	0				0	0	0
360 VANGUARD M/B SECUR INDX	92206C755		X			8/6/2012	2/23/2015		1,210	0	1,208	0				0	0	0

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

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	Gross Sales	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
Long Term CG Distributions	15,443								507,338				463,872		43,464
Short Term CG Distributions	0								0				0		0
361 VANGUARD M/B SECUR IND	92206C755	X			10/27/2014	10/19/2015	64		64						0
362 VANGUARD M/B SECUR IND	92206C755	X			8/6/2012	10/19/2015	43		42						1
363 VANGUARD M/B SECUR IND	92206C755	X			2/23/2015	10/19/2015	3,142		3,126						16
364 VANGUARD M/B SECUR IND	92206C755	X			10/27/2014	10/19/2015	64		64						0
365 VANGUARD M/B SECUR IND	92206C755	X			8/6/2012	10/19/2015	43		42						1
366 VANGUARD M/B SECUR IND	92206C755	X			8/6/2012	10/19/2015	289		284						5
367 VANGUARD M/B SECUR IND	92206C755	X			8/6/2012	11/23/2015	403		400						3
368 VANGUARD M/B SECUR IND	92206C755	X			8/6/2012	11/23/2015	318		315						3
369 VANGUARD M/B SECUR IND	92206C755	X			8/6/2012	11/23/2015	1,103		1,094						9
370 VERIZON COMMUNICATIONS	92343V104	X			8/18/2014	2/23/2015	244		246						-2
371 VERIZON COMMUNICATIONS	92343V104	X			11/3/2010	2/23/2015	488		330						158
372 VISA INC CL A	92828C839	X			5/26/2009	6/15/2015	688		186						502
373 WASATCH LONG/SHORT FUN	936793769	X			2/23/2015	11/23/2015	238		274						-36
374 WASATCH LONG/SHORT FUN	936793769	X			6/15/2015	11/23/2015	106		116						-10
375 WASATCH LONG/SHORT FUN	936793769	X			8/6/2012	11/23/2015	118		120						-2
376 WELLS FARGO & CO	949748101	X			5/24/2010	2/23/2015	218		118						100
377 WELLS FARGO & CO	949748101	X			11/6/2008	2/23/2015	601		315						286
378 WFA ABSOLUTE RETURN FU	94987W737	X			2/23/2015	10/19/2015	402		426						-24
379 WFA ABSOLUTE RETURN FU	94987W737	X			3/24/2014	10/19/2015	456		478						-22
380 WFA ABSOLUTE RETURN FU	94987W737	X			3/24/2014	11/23/2015	347		367						-20

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

		2,500	0	0	2,500
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	2,500			2,500

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

		3,353	494	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHELD	494	494		
2	PY EXCISE TAX DUE	301			
3	ESTIMATED EXCISE TAX PAYMENTS	2,085			
4	REAL ESTATE TAX ON NONRENTAL PROPER	473			

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

		2,332	0	0	2,332
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	OTHER EXPENSES	2,332	0		2,332

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

		0		253,738		0		407,670	
	Description	Num. Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year			
47	EMC CORP COM	0		5,277		7,601			
48	CAPITAL ONE FINL CORP COM	0		5,453		7,651			
49	ALPHABET INC CL A	0		1,991		7,780			
50	DELTA AIR LINES INC DEL COM NEW	0		5,453		7,857			
51	PNC FINL SVCS GROUP INC COM	0		4,765		8,006			
52	DELPHI AUTOMOTIVE PLC SHS	0		4,638		8,230			
53	ALPHABET INC CL C	0		2,285		8,348			
54	VISA INC CL A COM	0		1,824		8,530			
55	MERCK AND INC COM	0		5,227		9,138			
56	LEAR CORP COM NEW	0		5,214		9,335			
57	WELLS FARGO & CO COM NEW	0		5,241		9,894			
58	PFIZER INC COM	0		6,670		9,975			

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

		1,235,245		944,608		890,174	
	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year		
1				0			
2	ISHARES CORE MSCI PACIFIC ETF		0	1,750	1,622		
3	WASATCH LONG/SHORT-I		0	2,271	1,916		
4	EATON VANCE ATLANTA CAP SMID-CAP-		0	1,708	2,065		
5	BRANDES INTL S/C EQUITY-I		0	2,275	2,163		
6	BLACKSTONE ALT MULTI-STRAT-I		0	2,140	2,165		
7	WFA ABSOLUTE RETURN FUND-INSTL		0	2,371	2,166		
8	GOTHAM NEUTRAL FUND-INSTL		0	2,484	2,181		
9	ISHARES CORE MSCI EUROPE		0	2,973	2,703		
10	OPPENHEIMER DEVELOPING MKTS INST		0	2,988	3,182		
11	MAINSTAY ICAP INTL-I		0	3,537	3,227		
12	OSTERWEIS STRATEGIC INCOME-I		0	4,206	3,812		
13	JOHCM INTERNATIONAL SEL-I		0	5,740	4,976		
14	FEDERATED STRATEGIC VALUE-I		0	4,137	5,303		
15	VANGUARD MTG BACKED SECS INDEX-S		0	5,541	5,569		
16	T ROWE PRICE INSTL LARGE-CAP GRWT		0	2,713	6,369		
17	JPMORGAN TR I US EQUITY-I		0	7,614	7,827		
18	JOHN HANCOCK III DISCIPLINED VALUE-I		0	8,889	9,362		
19	DOUBLELINE TOTAL RETURN BD-I		0	10,386	10,040		
20	ISHARES TREASURY BOND ETF		0	13,025	12,881		
21	PIMCO INVT GRADE CORP BD-I		0	13,523	12,977		
22	ADVISORS CAMBIAR SMALL CAP-I		0	1,312	1,071		
23	T ROWE PRICE DIVRSFD SMALLCAP GRC		0	735	1,084		
24	ADVISORS CAMBIAR SMALL CAP-I		0	385	311		
25	T ROWE PRICE DIVRSFD SMALLCAP GRC		0	289	426		
26	ISHARES CORE MSCI PACIFIC ETF		0	571	525		
27	EATON VANCE ATLANTA CAP SMID-CAP-		0	565	681		
28	WASATCH LONG/SHORT-I		0	834	695		
29	BRANDES INTL S/C EQUITY-I		0	748	705		
30	BLACKSTONE ALT MULTI-STRAT-I		0	700	708		
31	ADVISORS CAMBIAR SMALL CAP-I		0	12,950	10,471		
32	MAINSTAY ICAP INTL-I		0	1,280	1,162		
33	OSTERWEIS STRATEGIC INCOME-I		0	1,379	1,247		
34	JOHCM INTERNATIONAL SEL-I		0	1,879	1,629		
35	FEDERATED STRATEGIC VALUE-I		0	1,358	1,741		
36	VANGUARD MTG BACKED SECS INDEX-S		0	1,822	1,830		
37	T ROWE PRICE INSTL LARGE-CAP GRWT		0	895	2,103		
38	JPMORGAN TR I US EQUITY-I		0	2,509	2,568		
39	JOHN HANCOCK III DISCIPLINED VALUE-I		0	2,927	3,075		
40	DOUBLELINE TOTAL RETURN BD-I		0	3,417	3,301		
41	ISHARES TREASURY BOND ETF		0	4,282	4,235		
42	PIMCO INVT GRADE CORP BD-I		0	4,452	4,269		
43	T ROWE PRICE DIVRSFD SMALLCAP GRC		0	272	401		
44	ADVISORS CAMBIAR SMALL CAP-I		0	541	444		
45	ISHARES CORE MSCI PACIFIC ETF		0	779	716		
46	EATON VANCE ATLANTA CAP SMID-CAP-		0	619	750		

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

		1,235,245	944,608	890,174
Asset Description		Book Value	Book Value	FMV
		Beg. of Year	End of Year	End of Year
	Basis of Valuation			
47	WASATCH LONG/SHORT-I	0	922	766
48	BRANDES INTL S/C EQUITY-I	0	828	792
49	WFA ABSOLUTE RETURN FUND-INS	0	868	793
50	GOTHAM NEUTRAL FUND-INSTL	0	903	796
51	BLACKSTONE ALT MULTI-STRAT-I	0	790	799
52	ISHARES CORE MSCI EUROPE	0	1,120	1,014
53	OPPENHEIMER DEVELOPING MKTS INST	0	1,118	1,188
54	MAINSTAY ICAP INTL-I	0	1,310	1,189
55	OSTERWEIS STRATEGIC INCOME-I	0	1,544	1,401
56	JOHCM INTERNATIONAL SEL-I	0	2,107	1,826
57	FEDERATED STRATEGIC VALUE-I	0	1,521	1,949
58	VANGUARD MTG BACKED SECS INDEX-S	0	2,037	2,046
59	T ROWE PRICE INSTL LARGE-CAP GRWT	0	997	2,339
60	JPMORGAN TR I US EQUITY-I	0	2,802	2,876
61	JOHN HANCOCK III DISCIPLINED VALUE-I	0	3,257	3,431
62	DOUBLELINE TOTAL RETURN BD-I	0	3,807	3,684
63	ISHARES TREASURY BOND ETF	0	4,789	4,736
64	PIMCO INVT GRADE CORP BD-I	0	4,970	4,768
65	GOTHAM NEUTRAL FUND-INSTL	0	905	786
66	WFA ABSOLUTE RETURN FUND-INS	0	879	803
67	ISHARES CORE MSCI EUROPE	0	978	887
68	OPPENHEIMER DEVELOPING MKTS INST	0	1,114	1,148
69	T ROWE PRICE DIVRSFD SMALLCAP GRO	0	7,964	11,712
70	VAN ECK EMERGING MARKETS-I	0	27,143	22,393
71	OPPENHEIMER DEVELOPING MKTS INST	0	20,684	22,640
72	WFA ABSOLUTE RETURN FUND-INS	0	24,813	22,674
73	BRANDES INTL S/C EQUITY-I	0	24,484	23,024
74	ISHARES CORE MSCI PACIFIC ETF	0	25,397	23,383
75	EATON VANCE ATLANTA CAP SMID-CAP-I	0	29,920	34,252
76	VANGUARD MTG BACKED SECS INDEX-S	0	35,369	35,122
77	OSTERWEIS STRATEGIC INCOME-I	0	44,141	39,875
78	ISHARES CORE MSCI EUROPE	0	49,990	45,281
79	MAINSTAY ICAP INTL-I	0	61,529	56,392
80	DOUBLELINE TOTAL RETURN BD-I	0	60,757	58,287
81	WASATCH LONG/SHORT-I	0	91,716	71,063
82	ISHARES TREASURY BOND ETF	0	76,771	75,932
83	PIMCO INVT GRADE CORP BD-I	0	83,597	79,365
84	JOHCM INTERNATIONAL SEL-I	0	92,996	80,108

Part II, Line 14 (990-PF) - Land, Buildings, and Equipment

Asset Description		0	0	0	86,423	86,423	74,000
1	Cost or Other Basis	Accumulated Depreciation Beg. of Year	Accumulated Depreciation End of Year	Book Value Beg. of Year	Book Value End of Year	FMV End of Year	
2	CASH DISBURSEMENT			0	12,818	24,000	
3	CASH DISBURSEMENT			0	73,605	50,000	

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

Amount		15,443		0		491,893		0		0		28,021		463,872		0		0		28,021		0		28,021						
Long Term CG Distributions		Short Term CG Distributions		Description of Property Sold		CUIP#		Acquisition Method		Date Acquired		Date Sold		Gross Sales Price		Adjustments		Cost or Other Basis Plus Expenses of Sale		Gain or Loss		F.M.V. as of 12/31/69		Adjusted Basis as of 12/31/69		Excess of FMV Over Adjusted Basis		Gains Minus Excess FMV Over Adj/Basis or Losses		
138	INTEL CORP			458140100		12/20/2012	2/23/2015			585				0	358	227	0	0	0	0	0	0	0	0	0	0	0	0	227	0
140	SHARES BARCLAYS 3-7 YEA			464288661		7/29/2013	2/23/2015			2,542				0	2,542	41	0	0	0	0	0	0	0	0	0	0	0	0	41	0
141	SHARES BARCLAYS 3-7 YEA			464288661		3/24/2014	2/23/2015			369				0	361	8	0	0	0	0	0	0	0	0	0	0	0	8	0	0
142	SHARES BARCLAYS 3-7 YEA			464288661		12/23/2014	2/23/2015			123				0	122	1	0	0	0	0	0	0	0	0	0	0	0	1	0	0
143	SHARES BARCLAYS 3-7 YEA			464288661		7/29/2013	2/23/2015			36,401				0	35,927	574	0	0	0	0	0	0	0	0	0	0	0	574	0	0
144	SHARES BARCLAYS 3-7 YEA			464288661		3/24/2014	2/23/2015			984				0	963	21	0	0	0	0	0	0	0	0	0	0	0	21	0	0
145	SHARES BARCLAYS 3-7 YEA			464288661		7/29/2013	2/23/2015			2,951				0	2,905	46	0	0	0	0	0	0	0	0	0	0	0	46	0	0
146	SHARES BARCLAYS 3-7 YEA			464288661		3/24/2014	2/23/2015			123				0	120	3	0	0	0	0	0	0	0	0	0	0	0	3	0	0
147	SHARES TREASURY BOND			464288661		2/23/2015	10/19/2015			254				0	253	1	0	0	0	0	0	0	0	0	0	0	0	1	0	0
148	SHARES TREASURY BOND			464288661		2/23/2015	10/19/2015			7,442				0	7,425	17	0	0	0	0	0	0	0	0	0	0	0	17	0	0
149	ECOLAB INC			27885100		3/6/2012	2/23/2015			672				0	356	316	0	0	0	0	0	0	0	0	0	0	0	316	0	0
150	ECOLAB INC			27885100		3/6/2012	10/19/2015			121				0	59	62	0	0	0	0	0	0	0	0	0	0	0	62	0	0
151	EMERSON ELEC CO			291011104		10/2/2007	2/23/2015			293				0	267	26	0	0	0	0	0	0	0	0	0	0	0	26	0	0
152	EMERSON ELEC CO			291011104		2/6/2012	2/23/2015			59				0	52	7	0	0	0	0	0	0	0	0	0	0	0	7	0	0
153	EMERSON ELEC CO			291011104		1/16/2008	3/11/2015			778				0	443	335	0	0	0	0	0	0	0	0	0	0	0	335	0	0
154	EMERSON ELEC CO			291011104		11/24/2008	3/11/2015			723				0	423	300	0	0	0	0	0	0	0	0	0	0	0	300	0	0
155	EMERSON ELEC CO			291011104		2/2/2009	3/11/2015			111				0	62	49	0	0	0	0	0	0	0	0	0	0	0	49	0	0
156	EMERSON ELEC CO			291011104		5/24/2010	3/11/2015			556				0	457	99	0	0	0	0	0	0	0	0	0	0	0	99	0	0
157	EMERSON ELEC CO			291011104		2/6/2012	3/11/2015			500				0	471	29	0	0	0	0	0	0	0	0	0	0	0	29	0	0
158	EMERSON ELEC CO			291011104		9/13/2012	3/11/2015			558				0	491	65	0	0	0	0	0	0	0	0	0	0	0	65	0	0
159	EMERSON ELEC CO			291011104		10/16/2012	3/11/2015			278				0	244	34	0	0	0	0	0	0	0	0	0	0	0	34	0	0
160	FEDERATED STRATEGIC VAL			314172560		6/15/2015	10/19/2015			128				0	123	5	0	0	0	0	0	0	0	0	0	0	0	5	0	0
161	FEDERATED STRATEGIC VAL			314172560		10/25/2010	10/19/2015			36				0	26	10	0	0	0	0	0	0	0	0	0	0	0	10	0	0
162	FEDERATED STRATEGIC VAL			314172560		6/15/2015	10/19/2015			116				0	111	5	0	0	0	0	0	0	0	0	0	0	0	5	0	0
163	FEDERATED STRATEGIC VAL			314172560		10/25/2010	10/19/2015			30				0	22	8	0	0	0	0	0	0	0	0	0	0	0	8	0	0
164	FEDERATED STRATEGIC VAL			314172560		12/23/2014	10/19/2015			195				0	193	2	0	0	0	0	0	0	0	0	0	0	0	2	0	0
165	FEDERATED STRATEGIC VAL			314172560		6/15/2015	10/19/2015			266				0	256	10	0	0	0	0	0	0	0	0	0	0	0	10	0	0
166	FEDERATED STRATEGIC VAL			314172560		10/25/2010	11/23/2015			376				0	277	99	0	0	0	0	0	0	0	0	0	0	0	99	0	0
167	FEDERATED STRATEGIC VAL			314172560		6/15/2015	11/23/2015			8				0	7	1	0	0	0	0	0	0	0	0	0	0	1	0	0	0
168	FEDERATED STRATEGIC VAL			314172560		10/25/2010	11/23/2015			1,031				0	760	271	0	0	0	0	0	0	0	0	0	0	0	271	0	0
169	FEDERATED STRATEGIC VAL			314172560		10/25/2010	11/23/2015			304				0	224	80	0	0	0	0	0	0	0	0	0	0	0	80	0	0
170	FLUOR CORP			343412102		9/10/2013	2/23/2015			530				0	598	68	0	0	0	0	0	0	0	0	0	0	0	68	0	0
171	FLOWERVE CORP			34354P105		6/8/2010	2/23/2015			560				0	246	314	0	0	0	0	0	0	0	0	0	0	0	314	0	0
172	FORTUNE BRANDS HOME & FURNITURE			34964C106		5/15/2013	2/23/2015			439				0	390	39	0	0	0	0	0	0	0	0	0	0	0	39	0	0
173	FORTUNE BRANDS HOME & FURNITURE			34964C106		5/15/2013	10/19/2015			97				0	87	10	0	0	0	0	0	0	0	0	0	0	0	10	0	0
174	GOTHAM NEUTRAL FUND-INT			360873111		8/18/2014	11/23/2015			202				0	226	-24	0	0	0	0	0	0	0	0	0	0	0	-24	0	0
175	GOTHAM NEUTRAL FUND-INT			360873111		8/18/2014	11/23/2015			548				0	611	-65	0	0	0	0	0	0	0	0	0	0	0	-65	0	0
176	GILEAD SCIENCES INC			37558103		9/5/2014	10/19/2015			308				0	311	-3	0	0	0	0	0	0	0	0	0	0	0	-3	0	0
177	GOLDMAN SACHS GROUP INC			38141G104		1/21/2011	10/19/2015			367				0	332	35	0	0	0	0	0	0	0	0	0	0	0	35	0	0
178	GOOGLE INC CL C			38259P706		10/2/2007	5/19/2015			16				0	9	7	0	0	0	0	0	0	0	0	0	0	7	0	0	
179	HARTFORD FINL SVCS GROUP			416515104		1/21/2011	2/23/2015			496				0	334	162	0	0	0	0	0	0	0	0	0	0	0	162	0	0
180	HOLLYFRONTIER CORP			436106108		4/25/2013	2/23/2015			246				0	310	-64	0	0	0	0	0	0	0	0	0	0	0	-64	0	0
181	HOLLYFRONTIER CORP			436106108		4/25/2013	3/11/2015			929				0	1,241	-312	0	0	0	0	0	0	0	0	0	0	0	-312	0	0
182	HOLLYFRONTIER CORP			436106108		5/6/2013	3/11/2015			1,549				0	2,026	-477	0	0	0	0	0	0	0	0	0	0	0	-477	0	0
183	HOME DEPOT INC			437076102		2/27/2009	2/23/2015			677				0	125	552	0	0	0	0	0	0	0	0	0	0	0	552	0	0
184	HOME DEPOT INC			437076102		2/27/2009	10/19/2015			245				0	42	203	0	0	0	0	0	0	0	0	0	0	0	203	0	0
185	JP MORGAN CHASE & CO			46625H100		10/16/2012	11/23/2015			560				0	430	130	0	0	0	0	0	0	0	0	0	0	0	130	0	0
186	JP MORGAN CHASE & CO			47803U640		3/24/2014	2/23/2015			886				0	839	47	0	0	0	0	0	0	0	0	0	0	0	47	0	0
187	JP MORGAN CHASE & CO																													

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week AS REQ'D	Compensation	Benefits	Expense Account
1	SUNTRUST BANK		P O BOX 1908	ORLANDO	FL	32802-1908		TRUSTEE		25,238		0

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

	<u>Date</u>		<u>Amount</u>
1 Credit from prior year return		1	0
2 First quarter estimated tax payment	5/12/2015	2	521
3 Second quarter estimated tax payment	6/11/2015	3	522
4 Third quarter estimated tax payment	9/11/2015	4	521
5 Fourth quarter estimated tax payment	12/11/2015	5	521
6 Other payments		6	0
7 Total		7	2,085

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2014 that remained undistributed at the beginning of the 2015 tax year	1	62,895
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	62,895