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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015, or tax year beginning 01-01-2015 , and ending 12-31-2015

Name of foundation
THE GOODNIGHT EDUCATIONAL FOUNDATION

A Employer identification number
56-6533546

Number and street (or P O box number if mail is not delivered to street address) 100 SAS CAMPUS DRIVE
Room/suite

B Telephone number (see instructions)
(919) 677-8000

City or town, state or province, country, and ZIP or foreign postal code
CARY, NC 27513

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 140,706,897

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	25,000,000			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	181,520	181,520		
	4	Dividends and interest from securities	2,581,770	2,581,770		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,256,683			
	b	Gross sales price for all assets on line 6a 12,018,920				
	7	Capital gain net income (from Part IV, line 2)		1,256,683		
	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)	51,110	51,110		
	12	**Total.** Add lines 1 through 11	29,071,083	4,071,083		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	5,100	5,100		
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	15,551	15,551		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	20,651	20,651		0
	25	Contributions, gifts, grants paid	6,068,220			6,068,220
	26	**Total expenses and disbursements.** Add lines 24 and 25	6,088,871	20,651		6,068,220
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	22,982,212			
	b	**Net investment income** (if negative, enter -0-)		4,050,432		
	c	**Adjusted net income** (if negative, enter -0-)				

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
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	46,739,355	61,681,829	61,681,829
	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)	3,052	2,164	341
	b	Investments—corporate stock (attach schedule)	62,563,787	70,653,004	72,560,385
	c	Investments—corporate bonds (attach schedule)	6,077,125	6,077,125	6,464,342
	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)	115,383,319	138,414,122	140,706,897
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 ▶)	74,122	122,713	
	23	**Total liabilities**(add lines 17 through 22)	74,122	122,713	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	115,309,197	138,291,409	
	30	**Total net assets or fund balances**(see instructions)	115,309,197	138,291,409	
	31	**Total liabilities and net assets/fund balances**(see instructions)	115,383,319	138,414,122	

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	115,309,197
2	Enter amount from Part I, line 27a	2	22,982,212
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	138,291,409
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	138,291,409

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 Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	See Additional Data Table			
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	1,256,683
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	390,077

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 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	5,651,756	122,279,502	0 046220
2013	2,396,000	116,484,401	0 020569
2012	667,000	48,740,986	0 013685
2011	455,000	13,693,595	0 033227
2010	395,000	10,475,808	0 037706

2	**Total** of line 1, column (d)	2	0 151407
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 030281
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	121,258,794
5	Multiply line 4 by line 3	5	3,671,838
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	40,504
7	Add lines 5 and 6	7	3,712,342
8	Enter qualifying distributions from Part XII, line 4	8	6,068,220

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b	1	40,504
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	
3	Add lines 1 and 2	3	40,504
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	40,504
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 — 6a: 51,000		
b	Exempt foreign organizations—tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 30,000		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	81,000
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	40,496
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 40,496 **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NC			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶DONALD PARKER Telephone no ▶(919) 531-6803

Located at ▶100 SAS CAMPUS DRIVE CARY NC ZIP+4 ▶27513

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

			Yes	No
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

			Yes	No
	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)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2015 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.)*.	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		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?	4b		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		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☑ No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☑ No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☑ No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions)	☐ Yes ☑ No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☑ No	
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?		**5b**
	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).		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☑ No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		**6b** No
	If "Yes" to 6b, file Form 8870.		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☑ No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		**7b**

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
See Additional Data Table				

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

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	92,837,269
b	Average of monthly cash balances.	1b	30,268,106
c	Fair market value of all other assets (see instructions).	1c	0
d	**Total** (add lines 1a, b, and c).	1d	123,105,375
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	123,105,375
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,846,581
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	121,258,794
6	**Minimum investment return.** Enter 5% of line 5.	6	6,062,940

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	6,062,940
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	40,504		
b	Income tax for 2015 (This does not include the tax from Part VI).	2b			
c	Add lines 2a and 2b.			2c	40,504
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	6,022,436
4	Recoveries of amounts treated as qualifying distributions.			4	
5	Add lines 3 and 4.			5	6,022,436
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	6,022,436

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	6,068,220
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	6,068,220
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	40,504
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	6,027,716

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				6,022,436
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			6,063,466	
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.				
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 6,068,220				
a Applied to 2014, but not more than line 2a			6,063,466	
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.				4,754
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				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				6,017,682
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)

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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV **Supplementary Information (Complete this part only if the organization 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))

See Additional Data Table

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

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 email 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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				6,068,220
b *Approved for future payment*				
Total . . . . ▶ **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	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	181,520	
4 Dividends and interest from securities. . .			14	2,581,770	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.			14	366	
8 Gain or (loss) from sales of assets other than inventory			14	1,256,683	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue a FEDERAL EXCISE TAX REFUND			14	50,744	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				4,071,083	

13 Total. Add line 12, columns (b), (d), and (e). **13** 4,071,083

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	**1a(1)**		**No**
(2) Other assets.	**1a(2)**		**No**
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		**No**
(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		**No**
(3) Rental of facilities, equipment, or other assets.	**1b(3)**		**No**
(4) Reimbursement arrangements.	**1b(4)**		**No**
(5) Loans or loan guarantees.	**1b(5)**		**No**
(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		**No**
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		**No**

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

******	2016-05-26	******	May the IRS discuss this return with the preparer shown below (see instr)? ☐ Yes ☐ No
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed	PTIN
GEOFFREY E WIGGINS		2016-05-26	☑	P01228618

Firm's name ▶ ROMEO WIGGINS & COMPANY LLP — Firm's EIN ▶ 56-1627242

Firm's address ▶ 110 IOWA LN STE 104 CARY, NC 27511 — Phone no (919) 467-2050

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
ABBVIE INC COM USD0 01	P	2013-10-21	2015-05-15
BOEING CO	P	2014-06-19	2015-02-10
CATERPILLAR INC	P	2013-03-21	2015-05-01
CORNING INC	P	2013-07-10	2015-08-12
EMERSON ELECTRIC CO	P	2014-01-30	2015-04-17
FEDL HOME LN MTG CRPPOOL E85070 6 0	P	2001-07-05	2015-10-15
FREEPORT MCMORAN INC	P	2013-05-10	2015-12-02
HCA HLDGS INC COM USD0 01	P	2015-05-11	2015-07-17
KRAFT FOODS GROUP INC COM NPV EXCH	P	2015-02-20	2015-07-06
T MOBILE US INC COM ISIN US87259010	P	2014-06-19	2015-05-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
99,059		72,360	26,699
178,481		173,050	5,431
42,784		43,320	-536
4,192		3,466	726
5,862		6,650	-788
122		122	
3,422		13,603	-10,181
167,176		155,703	11,473
49,500			49,500
176,458		164,503	11,955

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			26,699
			5,431
			-536
			726
			-788
			-10,181
			11,473
			49,500
			11,955

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
UNIVERSAL DISPLAY CORP	P	2014-01-15	2015-05-15
CALL (DUK) DUKE ENERGY CORP NEWMAR 2	P	2015-02-17	2015-03-20
CALL (MRK) MERCK & CO INC NEW APR 17	P	2015-02-20	2015-04-17
CALL (DLR) DIGITAL RLTY TR INC JUL 1	P	2015-03-03	2015-07-17
CALL (T) AT&T INC JUN 19 15 37 (100	P	2015-05-04	2015-06-19
CALL (VZ) VERIZON AUG 21 15 49 (100	P	2015-06-08	2015-08-21
CALL (T) AT&T INC COM DEC 18 15 35	P	2015-08-28	2015-12-18
ABBVIE INC COM USD0 01	P	2014-01-07	2015-05-15
BOEING CO	P	2014-02-06	2015-02-10
CATERPILLAR INC	P	2013-04-30	2015-05-01

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
26,192		17,311	8,881
5,936			5,936
1,281			1,281
2,484			2,484
2,476			2,476
2,566			2,566
2,116			2,116
66,039		51,027	15,012
13,635		12,224	1,411
76,583		74,890	1,693

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			8,881
			5,936
			1,281
			2,484
			2,476
			2,566
			2,116
			15,012
			1,411
			1,693

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CORNING INC	P	2013-08-14	2015-08-12
EMERSON ELECTRIC CO	P	2014-01-30	2015-04-17
FEDL HOME LN MTG CRPPOOL E85070 6 0	P	2001-07-05	2015-03-15
FREEPORT MCMORAN INC	P	2013-05-10	2015-12-02
ISHARES EUROPE ETF	P	2013-12-06	2015-08-24
KRAFT FOODS GROUP INC COM NPV EXCH	P	2014-02-03	2015-07-06
TARGET CORP COM ISIN US87612E1064 S	P	2012-12-28	2015-06-19
VERIZON COMMUNICATIONS	P	2013-01-10	2015-02-20
CALL (AAPL) APPLE INC APR 17 15 135	P	2015-02-17	2015-04-17
CALL (COP) CONOCOPHILLIPS MAR 20 15	P	2015-02-26	2015-03-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
76,082		64,769	11,313
46,896		53,160	-6,264
76		76	
2,349		9,342	-6,993
201,995		227,600	-25,605
82,500			82,500
138,530		99,877	38,653
96,220		86,203	10,017
2,310			2,310
1,660			1,660

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			11,313
			-6,264
			-6,993
			-25,605
			82,500
			38,653
			10,017
			2,310
			1,660

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CALL (CTL) CENTURYLINK INC APR 17 15	P	2015-03-09	2015-04-17
CALL (WDAY) WORKDAY INC CL A MAY 29	P	2015-05-04	2015-05-29
CALL (VZ) VERIZON JUL 24 15 47 5 (1	P	2015-06-08	2015-07-24
CALL (BMY) BRISTOL MYERS SQUIBBOCT 1	P	2015-09-08	2015-10-15
AT&T INC COM ISIN US00206R1023 SEDO	P	2013-04-29	2015-02-20
BOEING CO	P	2014-02-06	2015-02-10
CATERPILLAR INC	P	2013-04-30	2015-05-01
DEERE & COMPANY	P	2013-01-24	2015-08-12
EMERSON ELECTRIC CO	P	2014-01-30	2015-11-20
FEDL HOME LN MTG CRPPOOL E85070 6 0	P	2001-07-05	2015-09-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,616			3,616
3,244			3,244
4,366			4,366
2,531		7,094	-4,563
31,013		33,561	-2,548
27,270		24,445	2,825
43,212		42,396	816
9,260		9,322	-62
4,804		6,645	-1,841
66		66	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,616
			3,244
			4,366
			-4,563
			-2,548
			2,825
			816
			-62
			-1,841

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
GENERAL MTRS CO COM ISIN US37045V10	P	2015-04-07	2015-06-19
ISHARES EUROPE ETF	P	2014-01-24	2015-08-24
LORILLARD INC COM EXCHANGED FOR 0	P	2014-03-12	2015-05-27
TARGET CORP COM ISIN US87612E1064 S	P	2013-05-10	2015-06-19
VERIZON COMMUNICATIONS	P	2013-09-13	2015-02-20
CALL (DD) DU PONT E I DE MAR 20 15	P	2015-02-17	2015-03-20
CALL (GLW) CORNING INC APR 17 15 25	P	2015-02-27	2015-04-17
CALL (CTL) CENTURYLINK INC APR 17 15	P	2015-03-09	2015-04-17
CALL (WDAY) WORKDAY INC CL A MAY 29	P	2015-05-04	2015-05-29
CALL (GILD) GILEAD SCIENCES INC JUL	P	2015-06-11	2015-07-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
72,478		71,293	1,185
403,991		463,005	-59,014
107,080		76,623	30,457
326		277	49
48,110		48,072	38
2,256			2,256
1,306			1,306
6,216			6,216
9,638			9,638
3,490			3,490

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,185
			-59,014
			30,457
			49
			38
			2,256
			1,306
			6,216
			9,638
			3,490

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CALL (EMR) EMERSON ELECTRIC CO OCT 1	P	2015-09-08	2015-10-16
AT&T INC COM ISIN US00206R1023 SEDO	P	2013-04-29	2015-06-26
BOEING CO	P	2014-02-06	2015-02-10
CHEMOURS CO COM	P	2013-12-06	2015-08-21
DEERE & COMPANY	P	2013-01-24	2015-08-12
EMERSON ELECTRIC CO	P	2014-01-30	2015-11-20
FEDL HOME LN MTG CRPPOOL E85070 6 0	P	2001-07-05	2015-07-15
GILEAD SCIENCES INC	P	2014-01-22	2015-06-26
ISHARES EUROPE ETF	P	2014-01-30	2015-08-24
LORILLARD INC COM EXCHANGED FOR 0	P	2014-03-12	2015-06-12

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
493			493
106,021		111,870	-5,849
54,540		48,886	5,654
8,007		13,709	-5,702
9,264		9,322	-58
91,279		126,255	-34,976
66		66	
33,622		24,895	8,727
201,995		229,304	-27,309
71,488		51,082	20,406

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			493
			-5,849
			5,654
			-5,702
			-58
			-34,976
			8,727
			-27,309
			20,406

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
TARGET CORP COM ISIN US87612E1064 S	P	2013-05-10	2015-06-19
CALL (T) AT&T INC JAN 17 15 37 (100	P	2013-10-21	2015-01-16
CALL (MCD) MCDONALDS CORP APR 17 15	P	2015-02-17	2015-04-17
CALL (ABBV) ABBVIE INC COM MAR 20 15	P	2015-02-27	2015-03-20
CALL (COP) CONOCOPHILLIPS MAY 15 15	P	2015-03-30	2015-05-15
CALL (F) FORD MTR CO DEL JUN 19 15	P	2015-05-04	2015-06-19
CALL (GM) GENERAL MTRS CO COM JUL 17	P	2015-06-11	2015-07-17
CALL (EMR) EMERSON ELECTRIC CO DEC 1	P	2015-10-15	2015-11-02
AT&T INC COM ISIN US00206R1023 SEDO	P	2013-05-07	2015-11-20
BOEING CO	P	2014-02-06	2015-02-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
24,120		20,498	3,622
13,440			13,440
6,926			6,926
1,606			1,606
2,528			2,528
6,277			6,277
3,006			3,006
4,984		3,815	1,169
20,483		20,483	
259,064		232,256	26,808

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,622
			13,440
			6,926
			1,606
			2,528
			6,277
			3,006
			1,169
			26,808

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CHEMOURS CO COM	P	2013-06-20	2015-08-21
DEERE & COMPANY	P	2013-01-24	2015-08-12
EMERSON ELECTRIC CO	P	2015-03-09	2015-11-20
FREEPORT MCMORAN INC	P	2013-08-29	2015-10-12
GILEAD SCIENCES INC	P	2014-01-22	2015-11-20
ISHARES EUROPE ETF	P	2014-01-09	2015-08-24
MCDONALDS CORP	P	2013-05-10	2015-12-04
UNITED PARCEL SVC INC CL B	P	2013-03-21	2015-01-06
CALL (VZ) VERIZON JAN 17 15 50 (100	P	2014-08-08	2015-01-16
CALL (GILD) GILEAD SCIENCES APR 17 1	P	2015-02-17	2015-04-17

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,002		2,963	-961
213,045		214,411	-1,366
86,474		102,425	-15,951
13,223		13,223	
53,742		41,075	12,667
185,836		214,498	-28,662
115,988		99,727	16,261
53,723		41,356	12,367
6,116			6,116
3,584			3,584

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-961
			-1,366
			-15,951
			12,667
			-28,662
			16,261
			12,367
			6,116
			3,584

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CALL (CVX) CHEVRON CORP NEW MAR 27 1	P	2015-02-27	2015-03-27
CALL (T) AT&T INC COM MAY 15 15 35	P	2015-03-30	2015-05-15
CALL (WDAY) WORKDAY INC CL A MAY 29	P	2015-05-06	2015-05-29
CALL (GILD) GILEAD SCIENCES AUG 21 1	P	2015-06-11	2015-08-21
CALL (EMR) EMERSON ELECTRIC CO DEC 1	P	2015-10-15	2015-11-04
AT&T INC COM ISIN US00206R1023 SEDO	P	2013-05-07	2015-11-20
BOEING CO	P	2014-06-26	2015-08-12
CHEMOURS CO COM	P	2013-09-26	2015-08-21
DEERE & COMPANY	P	2013-07-10	2015-08-12
ENDO INTL PLC SHS ISIN IE00BJ3V9050	P	2014-02-10	2015-08-12

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
5,466			5,466
716			716
6,384			6,384
2,740			2,740
4,190		1,907	2,283
44,381		44,381	
350,264		319,891	30,373
1,274		2,127	-853
138,942		124,038	14,904
163,552		153,640	9,912

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			5,466
			716
			6,384
			2,740
			2,283
			30,373
			-853
			14,904
			9,912

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
FREEPORT MCMORAN INC	P	2013-08-29	2015-12-02
GILEAD SCIENCES INC	P	2014-01-30	2015-11-20
ISHARES EUROPE ETF	P	2014-01-09	2015-08-24
MCDONALDS CORP	P	2013-05-08	2015-12-04
UNITED PARCEL SVC INC CL B	P	2013-06-21	2015-01-06
CALL (COL) ROCKWELL COLLINS INCJAN 1	P	2014-11-11	2015-01-16
CALL (MCD) MCDONALDS CORP APR 17 15	P	2015-02-17	2015-04-17
CALL (SLV) ISHARES SILVER TR MAR 20	P	2015-02-27	2015-03-20
CALL (DE) DEERE & COMPANY MAY 15 15	P	2015-03-30	2015-05-15
CALL (XOM) EXXON MOBIL CORP JUL 17 1	P	2015-05-11	2015-07-17

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
23,490		91,200	-67,710
10,748		8,216	2,532
16,160		18,654	-2,494
173,982		147,238	26,744
268,617		213,954	54,663
540			540
992			992
2,755			2,755
3,381			3,381
8,908			8,908

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-67,710
			2,532
			-2,494
			26,744
			54,663
			540
			992
			2,755
			3,381
			8,908

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CALL (ABBV) ABBVIE INC COM AUG 21 15	P	2015-06-22	2015-08-21
CALL (BMY) BRISTOL MYERS SQUIBBNOV 2	P	2015-10-15	2015-11-16
AT&T INC COM ISIN US00206R1023 SEDO	P	2013-04-29	2015-02-20
BOEING CO	P	2014-06-19	2015-02-20
CHEMOURS CO COM	P	2013-09-26	2015-08-21
DISH NETWORK CORP CL A	P	2014-06-19	2015-08-12
ENDO INTL PLC SHS ISIN IE00BJ3V9050	P	2014-02-10	2015-03-20
FREEPORT MCMORAN INC	P	2013-05-10	2015-10-12
GILEAD SCIENCES INC	P	2014-01-22	2015-06-11
ISHARES SILVER TR ISHARES	P	2015-02-19	2015-03-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,231			1,231
9,351		12,515	-3,164
37,905		41,022	-3,117
286,334		277,620	8,714
7,825		13,067	-5,242
130,673		119,622	11,051
91,934		76,820	15,114
12,021		12,021	
190,548		141,069	49,479
6,527		6,325	202

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			1,231
			-3,164
			-3,117
			8,714
			-5,242
			11,051
			15,114
			49,479
			202

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
PIMCO CONVERTIBLE FUND CL D	P		2015-05-01
UNITED PARCEL SVC INC CL B	P	2013-06-21	2015-05-13
CALL (CVX) CHEVRON CORP NEW JAN 17 1	P	2014-11-11	2015-01-16
CALL (MCD) MCDONALDS CORP APR 17 15	P	2015-02-17	2015-04-17
CALL (F) FORD MTR CO DEL MAY 15 15	P	2015-02-27	2015-05-15
CALL (DE) DEERE & COMPANY APR 17 15	P	2015-03-30	2015-04-17
CALL (GIS) GENERAL MILLS INC JUN 19	P	2015-05-11	2015-06-19
CALL (HTZ) HERTZ GLOBAL HLDGS AUG 21	P	2015-06-22	2015-08-21
CALL (GILD) GILEAD SCIENCES INC DEC	P	2015-10-21	2015-12-18
AT&T INC COM ISIN US00206R1023 SEDO	P	2013-05-07	2015-11-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
230,822		262,437	-31,615
49,504		42,791	6,713
3,566			3,566
1,375			1,375
6,277			6,277
2,356			2,356
5,836			5,836
4,436			4,436
1,487			1,487
3,414		3,414	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-31,615
			6,713
			3,566
			1,375
			6,277
			2,356
			5,836
			4,436
			1,487

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
BRISTOL MYERS SQUIBB	P	2013-05-08	2015-08-12
CHEMOURS CO COM	P	2013-04-30	2015-08-21
DUKE ENERGY CORP NEWCOM NEW ISIN US	P	2012-07-06	2015-03-20
FEDL HOME LN MTG CRPPOOL E85070 6 0	P	2001-07-05	2015-06-15
FREEPORT MCMORAN INC	P	2015-09-21	2015-12-02
GILEAD SCIENCES INC	P	2014-01-22	2015-08-12
ISHARES SILVER TR ISHARES	P	2015-02-19	2015-03-20
PIMCO CONVERTIBLE FUND CL D	P		2015-05-01
UNITED PARCEL SVC INC CL B	P	2013-06-21	2015-01-06
CALL (BMY) BRISTOL MYERS SQUIBBJAN 1	P	2014-11-11	2015-01-16

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
6,162		3,996	2,166
910		1,385	-475
15,198		13,380	1,818
57		57	
13,160		17,936	-4,776
34,334		24,895	9,439
73,429		71,100	2,329
30,518		31,229	-711
214,893		171,160	43,733
2,288			2,288

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2,166
			-475
			1,818
			-4,776
			9,439
			2,329
			-711
			43,733
			2,288

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CALL (DISH) DISH NETWORK CORP MAR 20	P	2015-02-17	2015-03-20
CALL (DLR) DIGITAL RLTY TR INC APR 1	P	2015-02-27	2015-04-17
CALL (PG) PROCTER & GAMBLE CO MAY 15	P	2015-04-14	2015-05-15
CALL (DUK) DUKE ENERGY CORP COMJUL 1	P	2015-05-11	2015-07-17
CALL (AAPL) APPLE INC SEP 18 15 130	P	2015-07-09	2015-09-18
CALL (COL) ROCKWELL COLLINS INCDEC 1	P	2015-10-21	2015-12-18
BANK OF AMERICA CORP	P	2013-06-20	2015-11-19
BRISTOL MYERS SQUIBB	P	2013-05-08	2015-08-12
CHEMOURS CO COM	P	2013-04-30	2015-08-21
DUKE ENERGY CORP NEWCOM NEW ISIN US	P	2012-07-09	2015-03-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,430			3,430
728			728
1,706			1,706
6,466			6,466
2,620			2,620
640			640
191,906		152,576	39,330
147,883		95,907	51,976
8,189		12,469	-4,280
151,984		130,225	21,759

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,430
			728
			1,706
			6,466
			2,620
			640
			39,330
			51,976
			-4,280
			21,759

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
FEDL HOME LN MTG CRPPOOL E85070 6 0	P	2001-07-05	2015-08-15
FREEPORT MCMORAN INC	P	2013-08-29	2015-10-12
GILEAD SCIENCES INC	P	2014-01-22	2015-08-12
ISHARES SILVER TR ISHARES	P	2015-02-19	2015-03-20
PIMCO CONVERTIBLE FUND CL D	P		2015-05-01
UNITED PARCEL SVC INC CL B	P	2014-02-05	2015-05-13
CALL (UPS) UNITED PARCEL SVC APR 17	P	2015-01-23	2015-04-17
CALL (AAPL) APPLE INC MAR 20 15 130	P	2015-02-17	2015-03-20
CALL (CAT) CATERPILLAR INC AUG 21 15	P	2015-02-27	2015-08-21
CALL (T) AT&T INC JUN 19 15 36 (100	P	2015-05-04	2015-06-19

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
66		66	
7,212		7,212	
206,006		147,870	58,136
50,584		48,974	1,610
87,989		90,038	-2,049
148,512		141,288	7,224
1,243			1,243
2,610			2,610
4,328			4,328
3,536			3,536

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			58,136
			1,610
			-2,049
			7,224
			1,243
			2,610
			4,328
			3,536

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CALL KRAFT HEINZ CO 100 KHC+DEC 18	P	2015-05-11	2015-12-18
CALL (ABT) ABBOTT LABORATORIES NOV 2	P	2015-07-13	2015-11-20
CALL (UPS) UNITED PARCEL SVC DEC 18	P	2015-11-02	2015-12-18
BANK OF AMERICA CORP	P	2013-06-20	2015-11-20
BRISTOL MYERS SQUIBB	P	2013-09-26	2015-12-18
CHEMOURS CO COM	P	2013-12-06	2015-08-21
DUKE ENERGY CORP NEWCOM NEW ISIN US	P	2012-07-09	2015-03-20
FEDL HOME LN MTG CRPPOOL E85070 6 0	P	2001-07-05	2015-12-15
FREEPORT MCMORAN INC	P	2013-08-29	2015-10-12
GILEAD SCIENCES INC	P	2014-01-30	2015-11-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
11,216			11,216
1,144			1,144
728			728
214,672		170,679	43,993
63,849		46,611	17,238
1,092		1,870	-778
75,992		65,109	10,883
59		59	
3,606		3,606	
42,993		32,844	10,149

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			11,216
			1,144
			728
			43,993
			17,238
			-778
			10,883
			10,149

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
JPMORGAN CHASE & CO DEPOSITARY SHS 5	P	2013-03-28	2015-05-06
PNC FINL SVCS GROUP	P	2014-11-19	2015-02-20
UNITEDHEALTH GROUP	P	2015-02-20	2015-06-10
CALL (UPS) UNITED PARCEL SVC MAR 20	P	2015-01-23	2015-03-20
CALL (SLV) ISHARES SILVER TR MAR 20	P	2015-02-19	2015-03-20
CALL (AA) ALCOA INC APR 17 15 16 (1	P	2015-02-27	2015-04-17
CALL (SLB) SCHLUMBERGER LIMITEDJUN 1	P	2015-05-04	2015-06-19
CALL (BA) BOEING CO JUN 19 15 150 (	P	2015-05-14	2015-06-19
CALL (ABBV) ABBVIE INC COM SEP 18 15	P	2015-07-21	2015-09-18
CALL (CVX) CHEVRON CORP NEW DEC 18 1	P	2015-11-03	2015-12-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,389		2,529	-140
449,453		435,205	14,248
23,846		22,526	1,320
1,484			1,484
2,366			2,366
2,636			2,636
3,092			3,092
1,143			1,143
1,981			1,981
366			366

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-140
			14,248
			1,320
			1,484
			2,366
			2,636
			3,092
			1,143
			1,981
			366

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
BANK OF AMERICA CORP	P	2013-03-28	2015-07-17
BRISTOL MYERS SQUIBB	P	2013-09-26	2015-08-12
CHEMOURS CO COM	P	2013-06-20	2015-08-21
DUKE ENERGY CORP NEWCOM NEW ISIN US	P	2013-05-08	2015-03-20
FEDL HOME LN MTG CRPPOOL E85070 6 0	P	2001-07-05	2015-11-15
FREEPORT MCMORAN INC	P	2013-05-10	2015-12-02
GILEAD SCIENCES INC	P	2014-01-22	2015-08-12
KRAFT FOODS GROUP INC COM NPV EXCH	P	2013-12-06	2015-07-06
REYNOLDS AMERN INC	P	2015-06-12	2015-06-12
UNITEDHEALTH GROUP	P	2015-02-20	2015-03-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
51,932		36,451	15,481
215,663		163,139	52,524
7,097		10,504	-3,407
516,744		495,045	21,699
58		58	
1,566		6,225	-4,659
22,887		16,596	6,291
82,500			82,500
65		65	
238,440		230,763	7,677

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			15,481
			52,524
			-3,407
			21,699
			-4,659
			6,291
			82,500
			7,677

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CALL (CAT) CATERPILLAR INC APR 17 15	P	2015-01-29	2015-04-17
CALL (COP) CONOCOPHILLIPS MAR 20 15	P	2015-02-20	2015-03-20
CALL (AAPL) APPLE INC MAR 27 15 132	P	2015-02-27	2015-03-27
CALL (WDAY) WORKDAY INC COM JUN 19 1	P	2015-05-04	2015-06-19
CALL (AGN) ALLERGAN PLC JUN 19 15 3	P	2015-05-14	2015-06-19
CALL (BAC) BANK OF AMERICA SEP 18 15	P	2015-07-21	2015-09-18
CALL (COP) CONOCOPHILLIPS NOV 27 15	P	2015-11-03	2015-11-27
BANK OF AMERICA CORP	P	2013-03-28	2015-11-06
BRISTOL MYERS SQUIBB	P	2014-02-06	2015-12-18
CONOCOPHILLIPS	P	2013-10-21	2015-05-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,006			1,006
3,681			3,681
1,443			1,443
16,772			16,772
1,740			1,740
1,144			1,144
7,966			7,966
268,824		206,554	62,270
6,385		4,879	1,506
66,688		73,122	-6,434

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,006
			3,681
			1,443
			16,772
			1,740
			1,144
			7,966
			62,270
			1,506
			-6,434

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
EMERSON ELECTRIC CO	P	2015-09-08	2015-11-20
FEDL HOME LN MTG CRPPOOL E85070 6 0	P	2001-07-05	2015-04-15
FREEPORT MCMORAN INC	P	2015-09-21	2015-12-02
GILEAD SCIENCES INC	P	2014-01-22	2015-08-12
KRAFT FOODS GROUP INC COM NPV EXCH	P	2014-02-05	2015-07-06
REYNOLDS AMERN INC	P	2015-06-12	2015-08-25
UNITEDHEALTH GROUP	P	2015-02-20	2015-03-20
CALL (MRK) MERCK & CO INC NEW APR 17	P	2015-01-29	2015-04-17
CALL (DUK) DUKE ENERGY CORP NEWMAR 2	P	2015-02-20	2015-03-20
CALL (PFE) PFIZER INC APR 17 15 35	P	2015-03-02	2015-04-17

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
57,650		55,889	1,761
76		76	
41,647		56,753	-15,106
80,114		57,498	22,616
80,850			80,850
24,070		20,924	3,146
80,411		77,827	2,584
740			740
4,366			4,366
1,064			1,064

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,761
			-15,106
			22,616
			80,850
			3,146
			2,584
			740
			4,366
			1,064

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CALL (CM) CANADIAN IMPERIAL JUN 19 1	P	2015-05-04	2015-06-19
CALL (BMY) BRISTOL MYERS SQUIBBJUN 1	P	2015-05-14	2015-06-19
CALL (T) AT&T INC COM SEP 18 15 33	P	2015-08-28	2015-09-18
CALL (AGN) ALLERGAN PLC COM DEC 18	P	2015-11-13	2015-12-18
BOEING CO	P	2014-06-19	2015-02-10
BRISTOL MYERS SQUIBB	P	2014-02-06	2015-12-18
CONOCOPHILLIPS	P	2013-06-21	2015-05-15
EMERSON ELECTRIC CO	P	2014-01-30	2015-04-17
FEDL HOME LN MTG CRPPOOL E85070 6 0	P	2001-07-05	2015-02-15
FREEPORT MCMORAN INC	P	2013-08-29	2015-12-02

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
4,084			4,084
1,664			1,664
1,331			1,331
10,390			10,390
12,408		12,033	375
31,925		24,400	7,525
66,688		59,602	7,086
5,862		6,645	-783
75		75	
16,153		60,061	-43,908

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			4,084
			1,664
			1,331
			10,390
			375
			7,525
			7,086
			-783
			-43,908

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
HALLIBURTON CO HOLDING CO FRMLY HALL	P	2015-02-06	2015-04-17
KRAFT FOODS GROUP INC COM NPV EXCH	P	2013-10-08	2015-07-06
SCHLUMBERGER LIMITEDCOM USD0 01	P	2015-03-02	2015-04-17
UNITEDHEALTH GROUP	P	2015-02-20	2015-06-19
CALL (EXC) EXELON CORP APR 17 15 40	P	2015-01-29	2015-04-17
CALL (DD) DU PONT E I DE MAR 20 15	P	2015-02-20	2015-03-20
CALL (SLB) SCHLUMBERGER LIMITEDMAR 2	P	2015-03-02	2015-03-27
CALL (AGN) ALLERGAN PLC JUN 19 15 3	P	2015-05-04	2015-06-19
CALL (HTZ) HERTZ GLOBAL HLDGS JUN 19	P	2015-05-14	2015-06-19
CALL (FCX) FREEPORT MCMORAN NOV 20 1	P	2015-08-28	2015-11-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
47,000		43,838	3,162
29,700			29,700
26,661		25,338	1,323
35,771		33,789	1,982
1,216			1,216
2,666			2,666
968			968
1,790			1,790
578			578
2,078			2,078

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,162
			29,700
			1,323
			1,982
			1,216
			2,666
			968
			1,790
			578
			2,078

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CALL (BAC) BANK OF AMERICA CORPDEC 3	P	2015-11-13	2015-12-31
BOEING CO	P	2014-06-26	2015-02-20
BRISTOL MYERS SQUIBB	P	2014-02-06	2015-12-18
CONOCOPHILLIPS	P	2013-06-21	2015-04-17
EMERSON ELECTRIC CO	P	2013-04-16	2015-04-17
FEDL HOME LN MTG CRPPOOL E85070 6 0	P	2001-07-05	2015-05-15
FREEPORT MCMORAN INC	P	2015-08-28	2015-12-02
HALLIBURTON CO HOLDING CO FRMLY HALL	P	2015-02-20	2015-04-17
KRAFT FOODS GROUP INC COM NPV EXCH	P	2013-10-08	2015-07-06
SCHLUMBERGER LIMITEDCOM USD0 01	P	2015-03-02	2015-04-17

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,466			1,466
136,349		127,956	8,393
57,464		43,912	13,552
103,780		89,403	14,377
58,620		54,252	4,368
92		92	
70,469		96,755	-26,286
94,000		87,262	6,738
3,300			3,300
195,515		185,779	9,736

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,466
			8,393
			13,552
			14,377
			4,368
			-26,286
			6,738
			3,300
			9,736

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
UNITEDHEALTH GROUP	P	2015-02-20	2015-03-20
CALL (MRK) MERCK & CO INC NEW JUN 19	P	2015-01-29	2015-06-19
CALL (IVV) ISHARES CORE S&P MAR 20 1	P	2015-02-20	2015-03-20
CALL (SLB) SCHLUMBERGER LIMITEDMAR 2	P	2015-03-02	2015-03-27
CALL (GIS) GENERAL MILLS INC JUN 19	P	2015-05-04	2015-06-19
CALL (XOM) EXXON MOBIL CORP JUN 19 1	P	2015-05-14	2015-06-19
CALL (FCX) FREEPORT MCMORAN SEP 18 1	P	2015-08-28	2015-09-18
BOEING CO	P	2014-02-06	2015-02-10
CATERPILLAR INC	P	2013-04-30	2015-05-01
CORNING INC	P	2013-09-16	2015-08-12

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
30,256		29,284	972
1,440			1,440
1,984			1,984
2,944			2,944
3,316			3,316
2,516			2,516
1,958			1,958
54,540		48,892	5,648
8,557		8,367	190
8,919		7,335	1,584

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			972
			1,440
			1,984
			2,944
			3,316
			2,516
			1,958
			5,648
			190
			1,584

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
EMERSON ELECTRIC CO	P	2013-04-26	2015-04-17
FEDL HOME LN MTG CRPPOOL E85070 6 0	P	2001-07-05	2015-01-15
FREEPORT MCMORAN INC	P	2014-03-17	2015-12-02
HCA HLDGS INC COM USD0 01	P	2015-05-11	2015-06-19
KRAFT FOODS GROUP INC COM NPV EXCH	P	2014-02-05	2015-07-06
SCHLUMBERGER LIMITEDCOM USD0 01	P	2015-03-02	2015-04-17
UNIVERSAL DISPLAY CORP	P	2013-11-11	2015-05-15
CALL (HAL) HALLIBURTON CO MAR 20 15	P	2015-02-06	2015-03-20
CALL (DE) DEERE & COMPANY MAR 20 15	P	2015-02-20	2015-03-20
CALL (PEP) PEPSICO INC APR 17 15 10	P	2015-03-02	2015-04-17

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
58,620		55,165	3,455
75		75	
39,149		157,355	-118,206
83,584		77,852	5,732
1,650			1,650
88,870		84,760	4,110
26,192		18,592	7,600
643			643
1,718			1,718
2,784			2,784

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,455
			-118,206
			5,732
			1,650
			4,110
			7,600
			643
			1,718
			2,784

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CALL (T) AT&T INC JUN 19 15 37 (100	P	2015-05-04	2015-06-19
CALL (GM) GENERAL MTRS CO COM SEP 18	P	2015-05-14	2015-08-25
CALL (AA) ALCOA INC NOV 20 15 15 (1	P	2015-08-28	2015-11-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
601			601
1,364		56	1,308
1,754			1,754

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			601
			1,308
			1,754

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
JAMES H GOODNIGHT 100 SAS CAMPUS DRIVE CARY, NC 27513	DIRECTOR 0 10	0	0	0
ANN BAGGETT GOODNIGHT 100 SAS CAMPUS DRIVE CARY, NC 27513	DIRECTOR 0 10	0	0	0
LEAH A GOODNIGHT 100 SAS CAMPUS DRIVE CARY, NC 27513	DIRECTOR 0 10	0	0	0
SUSAN G ELLIS 100 SAS CAMPUS DRIVE CARY, NC 27513	DIRECTOR 0 10	0	0	0
DONALD R PARKER 100 SAS CAMPUS DRIVE CARY, NC 27513	DIRECTOR 8 00	0	0	0

Form 990PF Part XV Line 1a - 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).

JAMES H GOODNIGHT
ANN B GOODNIGHT

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ALLIANCE FOR EXCELLENT EDUCATION ALLIANCE FOR EXCELLENT EDUCATION 1201 CONN NW STE 901 1201 CONN NW STE 901 WASHINGTON,DC 20036	NONE	501(C)(3)	UNRESTRICTED FUNDS	10,000
BOYS CLUB OF WAKE COUNTY INC BOYS CLUB OF WAKE COUNTY INC 701 N RALEIGH BLVD 701 N RALEIGH BLVD RALEIGH,NC 27610	NONE	501(C)(3)	UNRESTRICTED FUNDS	25,000
CARY ACADEMY CARY ACADEMY 1500 NORTH HARRISON AVE 1500 NORTH HARRISON AVE CARY,NC 27513	NONE	501(C)(3)	BUILDING FUND	290,000
COMMUNITIES IN SCHOOLS CHATHAM COUN COMMUNITIES IN SCHOOLS CHATHAM COUNTY P O BOX 903 P O BOX 903 SILER CITY,NC 27344	NONE	501(C)(3)	UNRESTRICTED FUNDS	10,000
CONTEMPORARY ART FOUNDATION CONTEMPORARY ART FOUNDATION 409 W MARTIN ST 409 W MARTIN STREET RALEIGH,NC 27603	NONE	501(C)(3)	K-12 EDUCATION PROGRAMS	25,000
DEVELOPMENT FOUNDATION FOR NCCAT DEVELOPMENT FOUNDATION FOR NCCAT 276 NCCAT DRIVE 276 NCCAT DRIVE CULLOWHEE,NC 287239062	NONE	501(C)(3)	UNRESTRICTED FUNDS	10,000
EDUCATION NC EDUCATION NC P O BOX 1636 P O BOX 1636 RALEIGH,NC 27602	NONE	501(C)(3)	UNRESTRICTED FUNDS	5,000
FRIENDS OF NC STATE MUSEUM OF NS FRIENDS OF NC STATE MUSEUM OF NS 11 WEST JONES ST 11 WEST JONES ST RALEIGH,NC 27601	NONE	501(C)(3)	EDUCATORS OF EXCELLENCE FUND	15,000
GIRL SCOUTS - NC COASTAL PINES GIRL SCOUTS - COASTAL PINES 6901 PINECREST ROAD 6901 PINECREST ROAD RALEIGH,NC 27613	NONE	501(C)(3)	STEM PROGRAMMING	15,000
GLOBAL SCHOLARS ACADEMY GLOBAL SCHOLARS ACADEMY 311 DOWD STREET 311 DOWD STREET DURHAM,NC 27701	NONE	501(C)(3)	UNRESTRICTED FUNDS	10,000
KIDZNOTES INC KIDZNOTES INC P O BOX 200 P O BOX 200 DURHAM,NC 27702	NONE	501(C)(3)	UNRESTRICTED FUNDS	10,000
MARBLES KIDS MUSEUM MARBLES KIDS MUSEUM 201 E HARGETT ST 201 E HARGETT ST RALEIGH,NC 27601	NONE	501(C)(3)	UNRESTRICTED FUNDS	10,000
MEDICAL FOUNDATION OF NC INC MEDICAL FOUNDATION OF NC INC CAMPUS BOX 7237 CAMPUS BOX 7237 CHAPEL HILL,NC 275997237	NONE	501(C)(3)	CHILDREN'S EDUCATION SUPPORT	10,000
MEREDITH COLLEGE MEREDITH COLLEGE 3800 HILLSBOROUGH ST 3800 HILLSBOROUGH ST RALEIGH,NC 276075298	NONE	501(C)(3)	MINORITY TEACHING SCHOLARSHIP	35,000
NC BUSINESS LEADERS FOR EDUCATION NC BUSINESS LEADERS FOR EDUCATION 100 SAS CAMPUS DR 100 SAS CAMPUS DR CARY,NC 27513	NONE	501(C)(3)	UNRESTRICTED FUNDS	25,000
Total . . . . ▶ **3a**				6,068,220

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
NC CENTER FOR INT'L UNDERSTANDING NC CENTER FOR INT'L UNDERSTANDING 68 TW ALEXANDER DR 68 TW ALEXANDER DR RTP,NC 27709	NONE	501(C)(3)	UNRESTRICTED FUNDS	15,000
NC MUSEUM OF HISTORY FOUNDATION NC MUSEUM OF HISTORY FOUNDATION 5 EAST EDENTON ST 5 EAST EDENTON ST RALEIGH,NC 27601	NONE	501(C)(3)	UNRESTRICTED FUNDS	15,000
NCSU COLLEGE OF SCIENCES FOUNDATION NCSU COLLEGE OF SCIENCES FOUNDATION INC CAMPUS BOX 8201 CAMPUS BOX 8201 RALEIGH,NC 27695	NONE	501(C)(3)	SOLOMON SCHOLARS FUND	50,000
NCSU FOUNDATION INC NCSU FOUNDATION INC CAMPUS BOX 7474 CAMPUS BOX 7474 RALEIGH,NC 276957474	NONE	501(C)(3)	CHANCELLOR'S DISCRETIONARY FUND	15,000
NCSU FOUNDATION INC NCSU FOUNDATION INC CAMPUS BOX 7474 CAMPUS BOX 7474 RALEIGH,NC 276957474	NONE	501(C)(3)	COLLEGE OF EDUCATION - SCHOLARSHIP	20,000
NCSU FOUNDATION INC NCSU FOUNDATION INC CAMPUS BOX 7474 CAMPUS BOX 7474 RALEIGH,NC 276957474	NONE	501(C)(3)	COLLEGE OF DESIGN - SCHOLARSHIP	10,000
NCSU FOUNDATION INC NCSU FOUNDATION INC CAMPUS BOX 7474 CAMPUS BOX 7474 RALEIGH,NC 276957474	NONE	501(C)(3)	CHASS DEAN'S DISCRETIONARY FUND	10,000
NCSU FOUNDATION INC NCSU FOUNDATION INC CAMPUS BOX 7474 CAMPUS BOX 7474 RALEIGH,NC 276957474	NONE	501(C)(3)	FRIDAY INSTITUTE	25,000
NCSU FOUNDATION INC NCSU FOUNDATION INC CAMPUS BOX 7474 CAMPUS BOX 7474 RALEIGH,NC 276957474	NONE	501(C)(3)	COLLEGE OF SCIENCE - DISCRETIONARY	10,000
NCSU FOUNDATION INC NCSU FOUNDATION INC CAMPUS BOX 7474 CAMPUS BOX 7474 RALEIGH,NC 276957474	NONE	501(C)(3)	GENERAL H HUGH SHELTON INITIATIVE	10,000
NCSU FOUNDATION INC NCSU FOUNDATION INC CAMPUS BOX 7474 CAMPUS BOX 7474 RALEIGH,NC 276957474	NONE	501(C)(3)	KENAN FELLOWS	25,000
NCSU FOUNDATION INC NCSU FOUNDATION INC CAMPUS BOX 7529 CAMPUS BOX 7529 RALEIGH,NC 276957529	NONE	501(C)(3)	GOODNIGHT SCHOLARS	5,000,000
NC PUBLIC RADIO - WUNC NC PUBLIC RADIO - WUNC 120 FRIDAY CENTER DRIVE 120 FRIDAY CENTER DRIVE CHAPEL HILL,NC 27517	NONE	501(C)(3)	EDUCATIONAL PROGRAMMING	20,000
NC SOCIETY OF HISPANIC PROFESSIONAL NC SOCIETY OF HISPANIC PROFESSIONALS 8450 CHAPEL HILL RD STE 2 8450 CHAPEL HILL RD STE 2 CARY,NC 27513	NONE	501(C)(3)	SCHOLARSHIPS	5,000
NORTH CAROLINA NEW SCHOOLS NORTH CAROLINA NEW SCHOOLS 4600 MARRIOTT DR STE 510 4600 MARRIOTT DR STE 510 RALEIGH,NC 27612	NONE	501(C)(3)	EARLY COLLEGE STRATEGIES FOR ALL	20,000
Total . . . . ▶ **3a**				6,068,220

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
PUBLIC SCHOOL FORUM OF NC PUBLIC SCHOOL FORUM OF NC 3739 NATIONAL DR STE 100 3739 NATIONAL DR STE 100 RALEIGH, NC 27612	NONE	501(C)(3)	UNRESTRICTED FUNDS	5,000
RALEIGH SCHOOL INC RALEIGH SCHOOL INC 1141 RALEIGH SCHOOL DRIVE 1141 RALEIGH SCHOOL DRIVE RALEIGH, NC 27607	NONE	501(C)(3)	UNRESTRICTED FUNDS	25,000
READ AND FEED READ AND FEED 193 HIGH HOUSE ROAD 193 HIGH HOUSE ROAD CARY, NC 27511	NONE	501(C)(3)	UNRESTRICTED FUNDS	10,000
SALVATION ARMY SALVATION ARMY P O BOX 27584 P O BOX 27584 RALEIGH, NC 276117584	NONE	501(C)(3)	AFTER SCHOOL TUTORING	5,000
TAMMY LYNN MEMORIAL FOUNDATION TAMMY LYNN MEMORIAL FOUNDATION INC 739 CHAPPELL DRIVE 739 CHAPPELL DRIVE RALEIGH, NC 27606	NONE	501(C)(3)	UNRESTRICTED FUNDS	10,000
TEACH FOR AMERICA INC TEACH FOR AMERICA INC 315 W 36TH FL 315 W 36TH FL NEW YORK, NY 10018	NONE	501(C)(3)	EASTERN NC CHAPTER	35,000
THE FORGE INITIATIVE INC THE FORGE INITIATIVE INC P O BOX 4798 P O BOX 4798 CARY, NC 275194798	NONE	501(C)(3)	UNRESTRICTED FUNDS	5,000
THE HILL CENTER INC THE HILL CENTER INC 3200 PICKETT ROAD 3200 PICKETT ROAD DURHAM, NC 277056010	NONE	501(C)(3)	YE SMITH ELEM SCH - TRAINING & DEV	113,220
THE NAVIGATORS THE NAVIGATORS P O BOX 6000 P O BOX 6000 COLORADO SPRINGS, CO 80934	NONE	501(C)(3)	URBAN HOPE NAVIGATORS	5,000
TRIANGLE HIGH FIVE PARTNERSHIP TRIANGLE HIGH FIVE PARTNERSHIP 750 S MERRITT MILL ROAD 750 S MERRITT MILL ROAD CHAPEL HILL, NC 27516	NONE	501(C)(3)	UNRESTRICTED FUNDS	35,000
UNC AT ASHEVILLE FOUNDATION INC UNC AT ASHEVILLE FOUNDATION INC 118 WT WEAVER BLVD 118 WT WEAVER BLVD ASHEVILLE, NC 28804	NONE	501(C)(3)	CHANCELLOR'S DISCRETIONARY FUND	10,000
UNIVERSITY OF NC AT CHAPEL HILL UNIVERSITY OF NC AT CHAPEL HILL P O BOX 309 P O BOX 309 CHAPEL HILL, NC 275140309	NONE	501(C)(3)	CHANCELLOR'S DISCRETIONARY FUND	10,000
UNIVERSITY OF NC AT CHAPEL HILL UNIVERSITY OF NC AT CHAPEL HILL CAMPUS BOX 8180 CAMPUS BOX 8180 CHAPEL HILL, NC 275998180	NONE	501(C)(3)	FRANK P GRAHAM CHILD DEV CENTER	10,000
WAKE EDUCATION PARTNERSHIP WAKE EDUCATION PARTNERSHIP 706 HILLSBOROUGH STE A 706 HILLSBOROUGH STE A RALEIGH, NC 27603	NONE	501(C)(3)	UNRESTRICTED FUNDS	10,000
YMCA OF THE TRIANGLE INC YMCA OF THE TRIANGLE INC 801 CORP CENTER STE 200 801 CORP CENTER STE 200 RALEIGH, NC 27607	NONE	501(C)(3)	CAMP SEA GULL/SEAFARER SCHOLARSHIPS	25,000
Total . . . . ▶ **3a**				6,068,220

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TY 2015 Accounting Fees Schedule

Name: THE GOODNIGHT EDUCATIONAL FOUNDATION

EIN: 56-6533546

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE	5,100	5,100		

TY 2015 Investments Corporate Bonds Schedule

Name: THE GOODNIGHT EDUCATIONAL FOUNDATION

EIN: 56-6533546

Name of Bond	End of Year Book Value	End of Year Fair Market Value
FIDELITY - 663-134385	6,077,125	6,464,342

TY 2015 Investments Corporate Stock Schedule

Name: THE GOODNIGHT EDUCATIONAL FOUNDATION

EIN: 56-6533546

Name of Stock	End of Year Book Value	End of Year Fair Market Value
FIDELITY - 663-134385	70,653,004	72,560,385
FIDELITY - 663-134385		

TY 2015 Other Income Schedule

Name: THE GOODNIGHT EDUCATIONAL FOUNDATION

EIN: 56-6533546

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
BANK OF AMERICA - LEGAL SETTL	366	366	
FEDERAL EXCISE TAX REFUND	50,744	50,744	

TY 2015 Other Liabilities Schedule

Name: THE GOODNIGHT EDUCATIONAL FOUNDATION

EIN: 56-6533546

Description	Beginning of Year - Book Value	End of Year - Book Value
OPTIONS OUTSTANDING	74,122	122,713

TY 2015 Taxes Schedule

Name: THE GOODNIGHT EDUCATIONAL FOUNDATION

EIN: 56-6533546

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN INCOME TAX WITHHELD ON D	15,068	15,068		
PY LESS CY FOREIGN TAX	483	483		

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Schedule B

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2015

Name of the organization	Employer identification number
THE GOODNIGHT EDUCATIONAL FOUNDATION	56-6533546

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

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

General Rule

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

Special Rules

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

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

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

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

Name of organization
THE GOODNIGHT EDUCATIONAL FOUNDATION

Employer identification number
56-6533546

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JAMES H GOODNIGHT 100 SAS CAMPUS DRIVE CARY, NC 27513	$ 12,500,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	ANN B GOODNIGHT 100 SAS CAMPUS DRIVE CARY, NC 27513	$ 12,500,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
THE GOODNIGHT EDUCATIONAL FOUNDATION	56-6533546

Part II Noncash Property

(see instructions) Use duplicate copies of Part II if additional space is needed

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

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

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

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

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

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

Name of organization
THE GOODNIGHT EDUCATIONAL FOUNDATION

Employer identification number
56-6533546

Part III *Exclusively* religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of $1,000 or less for the year. (Enter this information once. See instructions.) ▶ $ ____________

Use duplicate copies of Part III if additional space is needed

(a) No.from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-			

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
- - -- -	

(a) No.from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-			

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
- - -- -	

(a) No.from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-			

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
- - -- -	

(a) No.from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-			

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
- - -- -	