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Form **990-PF****Return of Private Foundation**

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

OMB No 1545-0052

2015

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2015 or tax year beginning

, and ending

Name of foundation THOMAS M GARROTT FOUNDATION			A Employer identification number 62-6289645	
Number and street (or P O box number if mail is not delivered to street address) P O BOX 1908			B Telephone number (see instructions) (615) 748-4109	
City or town ORLANDO	State FL	ZIP code 32802-1908		
Foreign country name		Foreign province/state/country	Foreign postal code	
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change				
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation				
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 16,606,619		J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____		
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)	4,000,000			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	331,082	318,934		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	3,983,114			
	b Gross sales price for all assets on line 6a 26,237,202				
	7 Capital gain net income (from Part IV, line 2)		3,983,114		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	12,202	12,202			
12 Total. Add lines 1 through 11	8,326,398	4,314,250	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	8,900	4,450		4,450
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,500			2,500
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,853	912		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	273	273		
	24 Total operating and administrative expenses. Add lines 13 through 23	13,526	5,635	0	6,950
	25 Contributions, gifts, grants paid	557,300			557,300
26 Total expenses and disbursements. Add lines 24 and 25	570,826	5,635	0	564,250	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	7,755,572				
b Net investment income (if negative, enter -0-)		4,308,615			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2015)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	941,120	5,925,366	5,925,366
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	8,432,124	11,203,350	10,681,253
	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)	9,373,244	17,128,716	16,606,619
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒			
	27	Capital stock, trust principal, or current funds	9,373,244	17,128,716	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	9,373,244	17,128,716	
	31	Total liabilities and net assets/fund balances (see instructions)	9,373,244	17,128,716	

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	9,373,244
2	Enter amount from Part I, line 27a	2	7,755,572
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	17,128,816
5	Decreases not included in line 2 (itemize) ▶ MISCELLANEOUS ADJUSTMENT	5	100
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	17,128,716

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) 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				
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	3,983,114
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }			3	0

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

(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	612,142	11,593,339	0.052801
2013	562,203	10,578,017	0.053148
2012	378,119	9,338,237	0.040491
2011	519,315	8,974,138	0.057868
2010	393,443	8,128,173	0.048405
2 Total of line 1, column (d)			2 0.252713
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 0.050543
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 13,196,284
5 Multiply line 4 by line 3			5 666,980
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 43,086
7 Add lines 5 and 6			7 710,066
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 564,250

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	86,172	
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0	
3	Add lines 1 and 2	3	86,172	
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	86,172	
6	Credits/Payments			
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	7,321	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c	100,000	
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	107,321	
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	21,149	
11	Enter the amount of line 10 to be Credited to 2016 estimated tax ☐ 21,149 Refunded ☐	11	0	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ SUNTRUST BANK Telephone no ▶ (615) 748-4109 Located at ▶ P O BOX 1908 ORLANDO FL ZIP+4 ▶ 32802-1908			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b	X

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

5a	During the year did the foundation pay or incur any amount to:			
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	☐ Yes ☒ No		
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b	N/A
	Organizations relying on a current notice regarding disaster assistance check here	☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SUNTRUST BANK P.O. BOX 1908 ORLANDO, FL 32802-1908	TRUSTEE AS REQ'D	8,900		

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

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

Total number of other employees paid over \$50,000

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	10,146,460
b	Average of monthly cash balances	1b	3,250,783
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	13,397,243
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	13,397,243
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	200,959
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,196,284
6	Minimum investment return. Enter 5% of line 5	6	659,814

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	659,814
2a	Tax on investment income for 2015 from Part VI, line 5	2a	86,172
b	Income tax for 2015 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	86,172
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	573,642
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	573,642
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	573,642

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	564,250
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	564,250
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	564,250

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				573,642
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2015				
a From 2010				
b From 2011				
c From 2012				
d From 2013				442
e From 2014				47,117
f Total of lines 3a through e		47,559		
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 564,250				
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2015 distributable amount				564,250
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))	9,392			9,392
6 Enter the net total of each column as indicated below				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	38,167			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2016 Subtract lines 7 and 8 from line 6a	38,167			
10 Analysis of line 9				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				38,167
e Excess from 2015				

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

N/A

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling ▶
- b** Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Attached Statement				
Total				3a 557,300
b Approved for future payment NONE				
Total				3b 0

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

Recipient(s) paid during the year

Name

COACHING FOR LITERACY

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSE

Amount

3,000

Name

MONOGRAM LOVES KIDS FOUNDATIONS

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSE

Amount

10,000

Name

BINGHAMPTON CHRISTIAN SCHOOL

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSE

Amount

2,000

Name

MEMPHIS UNIVERSITY SCHOOL

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSE

Amount

20,000

Name

DOWNTOWN CHURCH

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSE

Amount

5,000

Name

SECOND PRESBYTERIAN CHURCH

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSE

Amount

7,400

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

Recipient(s) paid during the year

Name

INDEPENDENT PRESBYTERIAN CHURCH

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 31,000

Name

RUF

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 1,000

Name

MAJENGO SECONDARY SCHOOL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 2,400

Name

ST MARYS EPISCOPAL SCHOOL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 18,100

Name

PRESBYTERIAN DAY SCHOOL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 2,500

Name

NEIGHBORHOOD CHRISTIAN SCHOOL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 6,000

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

Recipient(s) paid during the year

Name

DIXON GALLERY AND GARDENS

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSE	53,000

Name

CONSERVATION THROUGH ART

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSE	2,500

Name

PALMER HOME FOR CHILDREN

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSE	1,500

Name

CHICKASAW COUNCIL

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSE	5,500

Name

MEMPHIS ZOO

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSE	201,000

Name

LE BONHEUR HOSPITAL

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSE	1,100

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

Recipient(s) paid during the year

Name

HUGHES UNITED METHODIST CHURCH

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 500

Name

CHAPEL HILL BIBLE CHURCH

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 25,000

Name

FIRST BAPTIST CHURCH OF BISCOE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 25,000

Name

EXCEPTIONAL FOUNDATOIN

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 50,000

Name

MISSIONARIES OF CHARITY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 1,000

Name

ST MARYS RALEIGH

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 50,000

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

Recipient(s) paid during the year

Name

OLIVE BRANCH FAMILY YMCA

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 500

Name

MADONNA SCHOOL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 1,000

Name

LIVING HOPE CHURCH

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 100

Name

IMMANUEL EPISCOPAL CHURCH

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 100

Name

HUTCHISON SCHOOL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 5,000

Name

HABITAT FOR HUMANITY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 3,500

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

Recipient(s) paid during the year

Name

MUS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 2,500

Name

REFORMED UNIVERSITY FELLOWSHIP

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 3,000

Name

TENNIS MEMPHIS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 1,000

Name

NSCDA-TN

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 1,100

Name

PHILLIPS ACADEMY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 1,000

Name

COACHES HONOR

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 1,500

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

Recipient(s) paid during the year

Name

YOUNG LIFE EAST MEMPHIS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 3,000

Name

PHILLIPS ACADEMY ANDOVER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 1,000

Name

YOUNG LIFE MEMPHIS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 5,000

Name

PLAYBACK MEMPHIS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 2,000

Name

NWTF

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 1,500

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount

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

- | | |
|---|-----------|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | |
| | 1a |
| | 1a |
| | |
| | 1b |
| | 1b |
| | 1b |
| | 1b |
| | 1b |
| | 1b |
| | 1 |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 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.

Barbara altered
Signature of officer or trustee

11/10/2016
Date

TRUSTEE
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

SHAWN P HANLON

Preparer's signature

20710

Date

11/10/2016

Check ☒ if
self-employed

PTIN

P00965923

Firm's name ► PRICEWATERHOUSECOOPERS, LLP

Firm's EIN ▶ 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH PA 15219

Phone no	412-355-6000
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Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions										Amount		Totals		Gross Sales		Cost or Other Basis, Depreciation and Adjustments		Net Gain or Loss	
Short Term CG Distributions										12,697,000		Capital Gains/Losses		26,237,202		22,254,088		3,983,114	
	Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss				
1	GENERAL MLS INC	370334104	X				12/22/2008	8/21/2015	38,993	20,008					18,987				
2	GENERAL MLS INC	370334104	X				2/12/2009	8/21/2015	60,491	30,028					30,465				
3	GENERAL MLS INC	370334104	X				2/20/2009	8/21/2015	83,475	40,070					43,405				
4	GENERAL MLS INC	370334104	X				8/25/2015	10/15/2015	151,214	150,140					1,074				
5	GENERAL MLS INC	370334104	X				8/27/2015	10/15/2015	61,609	62,088					-480				
6	GILEAD SCIENCES INC	375558103	X				4/14/2014	8/21/2015	497,847	301,208					196,639				
7	GILEAD SCIENCES INC	375558103	X				12/23/2014	8/21/2015	55,294	43,540					11,754				
8	GILEAD SCIENCES INC	375558103	X				8/25/2015	10/15/2015	149,041	160,187					-11,146				
9	GILEAD SCIENCES INC	375558103	X				8/27/2015	10/15/2015	59,617	65,478					-5,861				
10	NETLUX INC	641101106	X				8/27/2015	9/18/2015	61,695	69,965					-8,270				
11	NEUBERGER BERMAN HIGH	64128C108	X				8/25/2013	12/2/2015	201,110	249,983					-48,873				
12	NEUBERGER BERMAN HIGH	64128C108	X				6/26/2013	12/2/2015	82,455	104,809					-22,354				
13	NEUBERGER BERMAN HIGH	64128C108	X				12/4/2013	12/2/2015	80,102	105,053					-24,951				
14	NEUBERGER BERMAN HIGH	64128C108	X				12/5/2013	12/2/2015	203,483	287,047					-83,564				
15	PALO ALTO NETWORKS	697435105	X				9/2/2014	7/24/2015	444,231	197,962					246,269				
16	PALO ALTO NETWORKS	697435105	X				8/5/2015	8/21/2015	258,400	301,552					-43,152				
17	PALO ALTO NETWORKS	697435105	X				8/9/2015	10/15/2015	167,418	188,014					-20,596				
18	PALO ALTO NETWORKS	697435105	X				8/11/2015	10/15/2015	66,968	78,004					-11,038				
19	CONOCOPHILLIPS	20825C104	X				11/13/2008	8/13/2015	34,538	22,846				37,758	11,692				
20	CONOCOPHILLIPS	20825C104	X				11/13/2008	8/13/2015	30,433	47,605					-17,173				
21	CONOCOPHILLIPS	20825C104	X				5/25/2010	8/13/2015	160,382	118,374					41,988				
22	CORRECTIONS CORP OF AM	22025Y407	X				6/26/2013	3/2/2015	210,380	175,308					35,052				
23	CORRECTIONS CORP OF AM	22025Y407	X				6/26/2013	8/21/2015	160,058	173,908					-13,852				
24	DUKE ENERGY CORP	28441C204	X				8/25/2015	10/15/2015	179,946	359,502					-179,556				
25	EOG RES INC	26875P101	X				8/25/2015	10/15/2015	68,551	148,030					-79,479				
26	EOG RES INC	26875P101	X				8/27/2015	10/15/2015	68,551	60,247					8,304				
27	EXXONMOBIL CORP	30231G102	X				10/16/2008	8/13/2015	13,239	10,018					3,221				
28	EXXONMOBIL CORP	30231G102	X				5/25/2010	8/13/2015	285,140	213,559					71,581				
29	EXXONMOBIL CORP	30231G102	X				9/24/2010	8/13/2015	152,754	120,802					31,952				
30	EXXONMOBIL CORP	30231G102	X				8/5/2015	8/13/2015	528,057	521,315					6,742				
31	EXXONMOBIL CORP	30231G102	X				8/31/2015	10/15/2015	539,622	502,944					36,678				
32	FIREFLY INC	31816Q101	X				9/2/2014	7/24/2015	288,067	201,340					86,727				
33	FIREFLY INC	370334104	X				11/21/2008	8/21/2015	18,868	9,999					8,872				
34	CONOCOPHILLIPS	20825C104	X				10/16/2008	8/13/2015	10,758	7,596					3,162				
35	CONOCOPHILLIPS	20825C104	X				10/27/2008	8/13/2015	22,270	15,227					7,043				
36	SHARES CORE S&P 500 ETF	464287200	X				8/25/2015	10/15/2015	4,331,546	4,291,335					40,211				
37	SHARES CORE S&P 500 ETF	464287200	X				8/27/2015	10/15/2015	1,712,186	1,688,269					23,922				
38	SHARES S&P PREF STK ETF	464288887	X				8/27/2014	10/15/2015	388,297	400,301					-12,004				
39	GLAXO SMITHKLINE SPONS	37733W105	X				11/20/2008	8/21/2015	25,237	20,027					5,210				
40	JOHNSON & JOHNSON	478160104	X				1/16/2008	8/21/2015	17,029	10,015					7,014				
41	GLAXO SMITHKLINE SPONS	37733W105	X				11/20/2008	8/21/2015	12,239	10,014					2,225				
42	GLAXO SMITHKLINE SPONS	37733W105	X				11/21/2008	8/21/2015	40,020	40,075					-55				
43	GLAXO SMITHKLINE SPONS	37733W105	X				11/20/2008	8/21/2015	39,122	30,035					9,087				
44	JOHNSON & JOHNSON	478160104	X				11/20/2008	8/21/2015	35,134	30,014					5,120				
45	JOHNSON & JOHNSON	478160104	X				2/23/2009	8/21/2015	54,511	30,039					24,472				
46	JOHNSON & JOHNSON	478160104	X				2/27/2009	8/21/2015	75,161	39,860					35,301				
47	JOHNSON & JOHNSON	478160104	X				8/25/2015	10/15/2015	152,578	152,048					530				
48	JOHNSON & JOHNSON	478160104	X				8/27/2015	10/15/2015	61,985	62,022					-37				
49	MARATHON OIL CORP	565849106	X				9/27/2010	7/24/2015	253,989	231,719					22,270				
50	MARATHON PETROLEUM CO	56585A102	X				9/27/2010	7/24/2015	667,953	156,745					511,208				
51	MARKWEST ENERGY LP	570759100	X				6/25/2013	8/13/2015	54,819	65,112					-10,293				
52	MARKWEST ENERGY LP	570759100	X				6/28/2013	8/13/2015	82,228	100,155					-17,927				
53	MICROSOFT CORP	594918104	X				8/25/2015	10/15/2015	167,988	153,612					14,376				
54	MICROSOFT CORP	594918104	X				8/27/2015	10/15/2015	65,329	61,053					4,276				
55	MONSANTO CO	61166W101	X				11/18/2009	8/13/2015	260,712	200,133					60,579				
56	NETLUX INC	641101106	X				8/25/2015	9/18/2015	154,238	155,701					-1,463				
57	GLAXO SMITHKLINE SPONS	37733W105	X				1/20/2015	8/21/2015	502,426	526,178				10,374	-13,376				
58	GLAXO SMITHKLINE SPONS	37733W105	X				1/24/2015	10/15/2015	152,013	157,235					-5,222				
59	GLAXO SMITHKLINE SPONS	37733W105	X				1/28/2015	10/15/2015	61,927	64,409					-2,482				
60	PEPSICO INC	713448108	X				2/27/2009	8/21/2015	19,909	9,892					9,917				
61	PEPSICO INC	713448108	X				3/22/2009	8/21/2015	41,178	20,013					21,165				
62	PEPSICO INC	713448108	X				3/5/2009	8/21/2015	63,904	30,044					33,860				
63	PEPSICO INC	713448108	X				12/4/2013	8/21/2015	453,838	385,887					67,951				
64	PEPSICO INC	713448108	X				8/25/2015	10/15/2015	158,110	148,944					9,166				
65	PEPSICO INC	713448108	X				8/27/2015	10/15/2015	83,420	60,498					22,922				
66	Pfizer Inc	717081103	X				8/25/2015	10/15/2015	153,219	148,580					4,639				
67	Pfizer Inc	717081103	X				8/27/2015	10/15/2015	59,565	59,416					149				
68	PHILLIPS 66	718548104	X				10/16/2008	8/13/2015	8,912	2,995					5,917				
69	PHILLIPS 66	718548104	X				10/27/2008	8/13/2015	16,446	15,480					966				
70	PLAINS ALL AMERICAN PIPE	728503105	X				11/20/2012	7/22/2015	427,890	505,882					-77,992				
71	PROCTER & GAMBLE CO	742718109	X				1/15/2009	7/22/2015	14,275	10,011					4,264				
72	PROCTER & GAMBLE CO	742718109	X				1/30/2009	7/22/2015	29,441	19,994					9,447				

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

Long Term CG Distributions		Amount	Short Term CG Distributions		Amount	Capital Gains/Losses										Sales		Depreciation and Adjustments		or Loss	
		12,697			0	Other sales										28,237,202	22,254,088		3,983,114		
Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss							
73 PROCTER & GAMBLE CO	742718109	X				2/2/2009	7/22/2015	45,982	30,002				0	15,980							
74 PROCTER & GAMBLE CO	742718109	X				2/10/2009	7/22/2015	63,100	40,067				0	23,033							
75 SPLUNK INC	848937104	X				9/2/2014	7/22/2015	264,088	202,198				0	61,890							
76 TRIANGLE CAPITAL	895648109	X				5/24/2007	8/21/2015	285,002	217,285				0	67,717							
77 MARATHON PETROLEUM CO	56585A102	X				9/25/2015	10/15/2015	161,630	151,953				0	9,677							
78 MARATHON PETROLEUM CO	56585A102	X				8/27/2015	10/15/2015	63,873	60,485				0	3,168							
79 TRIANGLE CAPITAL	895648109	X				6/25/2013	8/21/2015	76,001	107,458				69	-31,457							
80 VERIZON COMMUNICATIONS	92343V104	X				2/24/2014	8/21/2015	135,077	135,146				3,690	-5,610							
81 VERIZON COMMUNICATIONS	92343V104	X				5/16/2014	8/21/2015	191,760	201,360				0	-1,284							
82 VERIZON COMMUNICATIONS	92343V104	X				5/20/2014	10/15/2015	17,992	19,276				0	-2,431							
83 VERIZON COMMUNICATIONS	92343V104	X				2/28/2014	10/15/2015	127,891	130,322				0	-2,431							
84 VERIZON COMMUNICATIONS	92343V104	X				5/22/2014	10/15/2015	57,469	62,462				0	-4,993							
85 WELLS FARGO & CO	948746101	X				8/25/2015	10/15/2015	158,849	157,863				0	-814							
86 WELLS FARGO & CO	948746101	X				8/27/2015	10/15/2015	62,739	63,884				0	-1,145							
87 WORKDAY INC-CLASS A	98138H101	X				10/27/2008	7/22/2015	189,964	201,024				0	-11,060							
88 COVIDIEN CORP ACTION	G2554F113	X				10/27/2008	1/28/2015	53,179	18,240				0	34,939							
89 COVIDIEN CORP ACTION	G2554F113	X				11/13/2008	12/8/2015	113,741	96,478				0	77,265							
90 COVIDIEN CORP ACTION	G2554F113	X				10/16/2008	1/28/2015	25,787	9,132				0	16,655							
91 PHILLIPS 66	718546104	X				8/13/2015	8/13/2015	28,610	7,204				0	21,406							
92 PHILLIPS 66	718546104	X				11/13/2008	8/13/2015	28,610	7,204				0	21,406							
93 PHILLIPS 66	718546104	X				11/13/2008	8/13/2015	39,437	9,586				0	29,841							
94 COVIDIEN CORP ACTION	G2554F113	X				5/25/2010	8/13/2015	132,603	37,314				0	95,489							
95 MEDTRONIC PLC	G5960L103	X				10/27/2008	1/28/2015	82,497	27,376				0	55,121							
96 AT&T INC	00206R102	X				1/27/2015	8/21/2015	186,178	183,481				0	2,697							
97 AT&T INC	00206R102	X				8/25/2015	10/15/2015	149,862	147,330				0	2,532							
98 ABBOTT LABS	002824100	X				8/27/2015	10/15/2015	58,280	57,998				0	282							
99 ABBOTT LABS	002824100	X				10/16/2008	8/21/2015	9,402	4,794				0	4,608							
100 ABBOTT LABS	002824100	X				12/4/2013	8/21/2015	19,430	8,594				0	9,836							
101 ABBOTT LABS	002824100	X				8/25/2015	10/15/2015	227,665	175,948				0	51,717							
102 MEDTRONIC PLC	G5960L103	X				1/27/2015	2/18/2015	65	62				0	-10,960							
103 ABBVIE INC	00287Y109	X				12/4/2013	8/21/2015	188,712	188,712				0	0							
104 ABBVIE INC	00287Y109	X				8/25/2015	10/15/2015	153,453	153,453				0	-23,212							
105 ABBVIE INC	00287Y109	X				8/27/2015	10/15/2015	54,267	63,354				0	-9,087							
106 AMGEN INC	031162100	X				8/11/2015	8/21/2015	251,290	251,290				5,315	-378							
107 AMGEN INC	031162100	X				8/15/2015	10/15/2015	149,159	155,920				0	-6,761							
108 AMGEN INC	031162100	X				8/17/2015	10/15/2015	59,864	63,894				0	-4,230							
109 APPLE INC	037833100	X				6/26/2013	8/21/2015	780,869	398,050				0	384,819							
110 APPLE INC	037833100	X				7/17/2013	8/21/2015	167,378	83,932				0	88,337							
111 APPLE INC	037833100	X				8/25/2015	10/15/2015	163,471	163,471				0	0							
112 APPLE INC	037833100	X				8/27/2015	10/15/2015	66,951	66,867				0	84							
113 BB&T CORPORATION	054937107	X				6/26/2013	8/21/2015	337,738	299,193				0	38,545							
114 ABBOTT LABS	002824100	X				8/27/2015	10/15/2015	53,502	58,605				0	-5,103							
115 ABBVIE INC	00287Y109	X				10/16/2008	8/21/2015	13,024	5,198				0	7,826							
116 ABBVIE INC	00287Y109	X				11/20/2008	8/21/2015	26,916	10,403				0	16,513							
117 CELGENE CORP	151020104	X				8/27/2015	10/15/2015	62,868	66,752				0	-3,884							
118 CENTURYLINK INC	156700106	X				9/5/2015	10/15/2015	292,424	301,280				0	-8,856							
119 CHEVRON CORPORATION	166784100	X				8/25/2015	10/15/2015	188,534	153,791				0	34,743							
120 CHEVRON CORPORATION	166784100	X				8/27/2015	10/15/2015	71,823	60,955				0	10,868							
121 BANK OF AMERICA CORP	060505104	X				6/26/2013	8/21/2015	392,225	302,696				0	89,528							
122 BANK OF AMERICA CORP	060505104	X				8/25/2015	10/15/2015	155,425	157,388				0	-1,963							
123 BANK OF AMERICA CORP	060505104	X				8/27/2015	10/15/2015	61,853	63,230				0	-1,377							
124 BERKSHIRE HATHAWAY INC	084670702	X				8/25/2015	10/15/2015	151,972	152,684				0	-692							
125 BERKSHIRE HATHAWAY INC	084670702	X				8/27/2015	10/15/2015	59,467	60,296				0	-829							
126 CATERPILLAR INC	149123101	X				1/27/2015	8/13/2015	320,588	318,937				0	1,651							
127 CATERPILLAR INC	149123101	X				8/11/2015	10/15/2015	503,713	496,987				0	4,746							
128 CELGENE CORP	151020104	X				5/11/2009	8/21/2015	1,339,508	225,184				0	1,114,344							
129 CELGENE CORP	151020104	X				8/25/2015	10/15/2015	154,362	156,679				0	-4,317							

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

		12,202	12,202	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	PARTNERSHIP INCOME	12,202	12,202	

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

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

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

		1,853	912	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	912	912		
2	ESTIMATED EXCISE TAX PAYMENTS	941			

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

		273	273	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	150	150		
2	PARTNERSHIP EXPENSES	123	123		

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

		8,432,124		712,314		633,852
Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year	
1				0		
2	ISHARES CORE MSCI EUROPE		0	515,439	498,432	
3			0	196,875	135,420	

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

Long Term CG Distributions										Amount		Short Term CG Distributions									
										12,697	0										
	Description of Property Sold	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	0	3,970,417	0	3,970,417	Excess FMV Over Adj Basis or Losses	0	3,970,417		
1	GENERAL MLS INC		12/22/2008	8/21/2015	38,993		0	20,006	18,987		0	0	0	18,987		0	18,987		0		
2	GENERAL MLS INC		2/12/2009	8/21/2015	60,491		0	30,026	30,465		0	0	0	30,465		0	30,465		0		
3	GENERAL MLS INC		2/20/2009	8/21/2015	83,475		0	40,070	43,405		0	0	0	43,405		0	43,405		0		
4	GENERAL MLS INC		8/25/2015	10/15/2015	151,214		0	150,140	1,074		0	0	0	1,074		0	1,074		0		
5	GENERAL MLS INC		8/27/2015	10/15/2015	61,606		0	62,086	-480		0	0	0	-480		0	-480		0		
6	GLEAD SCIENCES INC		4/14/2014	8/21/2015	497,647		0	301,208	196,439		0	0	0	196,439		0	196,439		0		
7	GLEAD SCIENCES INC		12/23/2014	8/21/2015	95,294		0	43,540	11,754		0	0	0	11,754		0	11,754		0		
8	GLEAD SCIENCES INC		8/27/2015	10/15/2015	149,041		0	180,187	-11,146		0	0	0	-11,146		0	-11,146		0		
9	GLEAD SCIENCES INC		8/27/2015	10/15/2015	59,617		0	65,476	-5,859		0	0	0	-5,859		0	-5,859		0		
10	NETFLIX INC		8/27/2015	9/18/2015	61,695		0	69,965	-8,270		0	0	0	-8,270		0	-8,270		0		
11	NEUBERGER BERMAN HIGH		6/05/2013	12/2/2015	201,110		0	249,963	-48,873		0	0	0	-48,873		0	-48,873		0		
12	NEUBERGER BERMAN HIGH		6/26/2013	12/2/2015	82,455		0	104,809	-22,354		0	0	0	-22,354		0	-22,354		0		
13	NEUBERGER BERMAN HIGH		12/4/2013	12/2/2015	80,102		0	105,053	-24,951		0	0	0	-24,951		0	-24,951		0		
14	NEUBERGER BERMAN HIGH		12/5/2013	12/2/2015	203,463		0	267,047	-63,584		0	0	0	-63,584		0	-63,584		0		
15	PALO ALTO NETWORKS		9/2/2014	7/24/2015	444,231		0	197,962	246,269		0	0	0	246,269		0	246,269		0		
16	PALO ALTO NETWORKS		8/5/2015	8/21/2015	258,400		31,758	301,552	-5,354		0	0	0	-5,354		0	-5,354		0		
17	PALO ALTO NETWORKS		8/9/2015	10/15/2015	187,416		0	188,014	-20,598		0	0	0	-20,598		0	-20,598		0		
18	PALO ALTO NETWORKS		8/11/2015	10/15/2015	66,966		0	78,004	-11,038		0	0	0	-11,038		0	-11,038		0		
19	CONOCOPHILLIPS		11/13/2008	8/13/2015	34,536		0	22,846	11,690		0	0	0	11,690		0	11,690		0		
20	CONOCOPHILLIPS		11/13/2008	8/13/2015	47,606		0	30,433	17,173		0	0	0	17,173		0	17,173		0		
21	CONOCOPHILLIPS		5/25/2010	8/13/2015	160,362		0	118,374	41,988		0	0	0	41,988		0	41,988		0		
22	CORRECTIONS CORP OF AM		6/26/2013	3/2/2015	210,360		0	175,308	35,052		0	0	0	35,052		0	35,052		0		
23	CORRECTIONS CORP OF AM		6/26/2013	8/21/2015	160,056		0	173,908	-13,852		0	0	0	-13,852		0	-13,852		0		
24	DUKE ENERGY CORP		6/26/2013	8/21/2015	407,017		0	359,502	47,515		0	0	0	47,515		0	47,515		0		
25	EOG RES INC		8/25/2015	10/15/2015	179,946		0	148,030	31,916		0	0	0	31,916		0	31,916		0		
26	EOG RES INC		8/27/2015	10/15/2015	68,551		0	60,247	8,304		0	0	0	8,304		0	8,304		0		
27	EXXONMOBIL CORP		10/16/2008	8/13/2015	13,239		0	10,018	3,221		0	0	0	3,221		0	3,221		0		
28	EXXONMOBIL CORP		5/25/2010	8/13/2015	285,140		0	213,559	71,581		0	0	0	71,581		0	71,581		0		
29	EXXONMOBIL CORP		9/24/2010	8/13/2015	152,754		0	120,802	31,952		0	0	0	31,952		0	31,952		0		
30	EXXONMOBIL CORP		8/5/2015	8/13/2015	528,057		0	521,315	6,742		0	0	0	6,742		0	6,742		0		
31	EXXONMOBIL CORP		8/13/2015	10/15/2015	539,622		0	502,944	36,678		0	0	0	36,678		0	36,678		0		
32	FIREVE INC		9/2/2014	7/24/2015	286,067		0	201,340	86,727		0	0	0	86,727		0	86,727		0		
33	GENERAL MLS INC		11/21/2008	8/21/2015	18,868		0	9,996	8,872		0	0	0	8,872		0	8,872		0		
34	CONOCOPHILLIPS		10/16/2008	8/13/2015	10,758		0	7,596	3,162		0	0	0	3,162		0	3,162		0		
35	CONOCOPHILLIPS		10/27/2008	8/13/2015	22,270		0	15,227	7,043		0	0	0	7,043		0	7,043		0		
36	ISHARES CORE S&P 500 ETF		8/25/2015	10/15/2015	4,431,546		0	4,281,335	140,211		0	0	0	140,211		0	140,211		0		
37	ISHARES CORE S&P 500 ETF		8/27/2015	10/15/2015	1,712,188		0	1,688,266	23,922		0	0	0	23,922		0	23,922		0		
38	ISHARES S&P PREF STK ETF		8/27/2015	10/15/2015	388,297		0	400,301	-12,004		0	0	0	-12,004		0	-12,004		0		
39	GLAXO SMITHKLINE SPONS		11/20/2008	8/21/2015	25,237		0	20,027	5,210		0	0	0	5,210		0	5,210		0		
40	JOHNSON & JOHNSON		4/7/2010	8/21/2015	17,029		0	10,015	7,014		0	0	0	7,014		0	7,014		0		
41	GLAXO SMITHKLINE SPONS		11/20/2008	8/21/2015	12,239		0	10,014	2,225		0	0	0	2,225		0	2,225		0		
42	GLAXO SMITHKLINE SPONS		11/21/2008	8/21/2015	54,020		0	40,075	13,945		0	0	0	13,945		0	13,945		0		
43	GLAXO SMITHKLINE SPONS		11/21/2008	8/21/2015	39,122		0	30,035	9,087		0	0	0	9,087		0	9,087		0		
44	JOHNSON & JOHNSON		11/20/2008	8/21/2015	35,134		0	20,014	15,120		0	0	0	15,120		0	15,120		0		
45	JOHNSON & JOHNSON		2/23/2009	8/21/2015	54,511		0	30,039	24,472		0	0	0	24,472		0	24,472		0		
46	JOHNSON & JOHNSON		2/27/2009	8/21/2015	75,181		0	39,660	35,501		0	0	0	35,501		0	35,501		0		
47	JOHNSON & JOHNSON		8/25/2015	10/15/2015	152,578		0	152,048	530		0	0	0	530		0	530		0		
48	JOHNSON & JOHNSON		8/27/2015	10/15/2015	61,985		0	62,022	-37		0	0	0	-37		0	-37		0		
49	MARATHON OIL CORP		9/27/2010	7/24/2015	253,989		0	231,719	22,270		0	0	0	22,270		0	22,270		0		
50	MARATHON PETROLEUM CO		9/27/2010	7/24/2015	667,853		0	156,745	511,208		0	0	0	511,208		0	511,208		0		
51	MARKWEST ENERGY LP		6/25/2013	8/13/2015	54,819		0	65,112	-10,293		0	0	0	-10,293		0	-10,293		0		
52	MARKWEST ENERGY LP		6/26/2013	8/13/2015	82,228		0	100,155	-17,927		0	0	0	-17,927		0	-17,927		0		
53	MICROSOFT CORP		8/25/2015	10/15/2015	167,988		0	153,612	14,376		0	0	0	14,376		0	14,376		0		
54	MICROSOFT CORP		8/27/2015	10/15/2015	65,329		0	61,053	4,276		0	0	0	4,276		0	4,276		0		
55	MONSANTO CO		11/16/2009	8/13/2015	260,712		0	200,133	60,579		0	0	0	60,579		0	60,579		0		
56	NETFLIX INC		8/25/2015	9/18/2015	154,238		0	155,701	-1,463		0	0	0	-1,463		0	-1,463		0		
57	GLAXO SMITHKLINE SPONS		1/20/2015	8/21/2015	502,426		10,374	526,176	-13,376		0	0	0	-13,376		0	-13,376		0		
58	GLAXO SMITHKLINE SPONS		1/26/2015	10/15/2015	152,013		0	157,235	-5,222		0	0	0	-5,222		0	-5,222		0		
59	GLAXO SMITHKLINE SPONS		1/24/2015	10/15/2015	61,627		0	64,408	-2,782		0	0	0	-2,782		0	-2,782		0		
60	PEPSICO INC		2/27/2009	8/21/2015	19,908		0	9,992	9,917		0	0	0	9,917		0	9,917		0		
61	PEPSICO INC		3/2/2009	8/21/2015	41,178		0	20,013	21,165		0	0	0	21,165		0	21,165		0		
62	PEPSICO INC		3/5/2009	8/21/2015	63,904		0	30,044	33,860		0	0	0	33,860		0	33,860		0		
63	PEPSICO INC		12/4/2013	8/21/2015	453,838		0	385,887	67,951		0	0	0	67,951		0	67,951		0		
64	PEPSICO INC		8/25/2015	10/15/2015	156,110		0	148,944	7,166		0	0	0	7,166		0	7,166		0		
65	PEPSICO INC		8/27/2015	10/15/2015	63,420		0	60,498	2,922		0	0	0	2,922		0	2,922		0		
66	PEIZER INC		8/25/2015	10/15/2015	153,219		0	148,580	4,639		0	0	0	4,639		0	4,639		0		
67	PEIZER INC		8/27/2015	10/15/2015	59,655		0	59,416	239		0	0	0	239		0	239		0		
68	PHILIPS 66		10/16/2008	8/13/2015	8,912		0	2,395	6,517		0	0	0	6,517		0	6,517		0		
69	PHILIPS 66		10/27/2008	8/13/2015	18,448		0	4,801	13,647		0	0	0	13,647		0	13,647		0		

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

Long Term CG Distributions										Short Term CG Distributions									
Amount										12,697									
0										0									
	Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj. Basis or Losses	3,970,417				
70	PLAINS ALL AMERICAN PIPE	726503105		11/20/2012	7/22/2015	427,890		0	505,692	-77,792		0	0	-77,792					
71	PROCTER & GAMBLE CO	742718109		1/15/2009	7/22/2015	14,275		0	10,011	4,264		0	0	4,264					
72	PROCTER & GAMBLE CO	742718109		1/30/2009	7/22/2015	29,441		0	19,994	9,447		0	0	9,447					
73	PROCTER & GAMBLE CO	742718109		2/22/2009	7/22/2015	45,662		0	30,002	15,660		0	0	15,660					
74	PROCTER & GAMBLE CO	742718109		2/10/2009	7/22/2015	63,100		0	40,067	23,033		0	0	23,033					
75	SPLUNK INC	848637104		9/2/2014	7/22/2015	264,088		0	202,198	61,890		0	0	61,890					
76	TRIANGLE CAPITAL	895848109		5/24/2007	8/21/2015	285,002		0	217,285	67,717		0	0	67,717					
77	MARATHON PETROLEUM CO	56585A102		8/25/2015	10/15/2015	161,630		0	151,953	9,677		0	0	9,677					
78	MARATHON PETROLEUM CO	56585A102		8/27/2015	10/15/2015	63,673		0	60,485	3,188		0	0	3,188					
79	TRIANGLE CAPITAL	895848109		6/25/2013	8/21/2015	76,001		0	107,458	-31,457		0	0	-31,457					
80	VERIZON COMMUNICATIONS	92343V104		2/24/2014	8/21/2015	135,077		69	135,146	-69		0	0	-69					
81	VERIZON COMMUNICATIONS	92343V104		5/16/2014	8/21/2015	191,760		3,990	201,360	-1,284		0	0	-1,284					
82	VERIZON COMMUNICATIONS	92343V104		5/20/2014	10/15/2015	17,992		0	19,276	-1,284		0	0	-1,284					
83	VERIZON COMMUNICATIONS	92343V104		2/28/2014	10/15/2015	127,881		0	130,322	-2,431		0	0	-2,431					
84	WELLS FARGO & CO	92343V104		5/22/2014	10/15/2015	57,469		0	62,462	-4,993		0	0	-4,993					
85	WELLS FARGO & CO	949746101		8/25/2015	10/15/2015	156,849		0	157,663	-814		0	0	-814					
86	WORKDAY INC-CLASS A	949746101		8/27/2015	10/15/2015	62,739		0	63,884	-1,145		0	0	-1,145					
87	WORKDAY INC-CLASS A	98139H101		9/2/2014	7/22/2015	189,964		0	201,024	-11,060		0	0	-11,060					
88	COVIDIEN CORP ACTION	G2554F113		10/27/2008	1/28/2015	53,179		0	18,240	34,939		0	0	34,939					
89	COVIDIEN CORP ACTION	G2554F113		11/13/2008	1/28/2015	113,741		0	36,476	77,265		0	0	77,265					
90	COVIDIEN CORP ACTION	G2554F113		10/16/2008	1/28/2015	25,787		0	9,132	16,655		0	0	16,655					
91	PHILLIPS 66	718546104		11/13/2008	8/13/2015	28,610		0	7,204	21,406		0	0	21,406					
92	PHILLIPS 66	718546104		5/25/2010	8/13/2015	39,437		0	9,596	29,841		0	0	29,841					
93	PHILLIPS 66	718546104		5/25/2010	8/13/2015	132,803		0	37,314	95,489		0	0	95,489					
94	COVIDIEN CORP ACTION	G2554F113		10/27/2008	1/28/2015	82,487		0	27,376	55,121		0	0	55,121					
95	MEDTRONIC PLC	G5960L103		1/27/2015	8/21/2015	186,178		0	163,481	22,697		0	0	22,697					
96	AT&T INC	00206R102		8/25/2015	10/15/2015	149,682		0	147,330	2,352		0	0	2,352					
97	AT&T INC	00206R102		8/27/2015	10/15/2015	58,280		0	57,998	282		0	0	282					
98	ABBOTT LABS	002824100		10/16/2008	8/21/2015	9,402		0	4,794	4,608		0	0	4,608					
99	ABBOTT LABS	002824100		11/20/2008	8/21/2015	19,130		0	9,594	9,536		0	0	9,536					
100	ABBOTT LABS	002824100		12/4/2013	8/21/2015	227,665		0	175,948	51,717		0	0	51,717					
101	ABBOTT LABS	002824100		8/25/2015	10/15/2015	135,812		0	146,792	-10,980		0	0	-10,980					
102	MEDTRONIC PLC	G5960L103		1/27/2015	2/18/2015	65		0	62	3		0	0	3					
103	ABBVIE INC	00287Y109		12/4/2013	8/21/2015	227,213		0	168,712	58,501		0	0	58,501					
104	ABBVIE INC	00287Y109		8/25/2015	10/15/2015	130,241		0	153,453	-23,212		0	0	-23,212					
105	ABBVIE INC	00287Y109		8/27/2015	10/15/2015	54,267		0	63,354	-9,087		0	0	-9,087					
106	AMGEN INC	031162100		8/11/2015	8/21/2015	245,596		5,315	251,290	-379		0	0	-379					
107	AMGEN INC	031162100		8/15/2015	10/15/2015	149,159		0	155,920	-6,761		0	0	-6,761					
108	AMGEN INC	031162100		8/17/2015	10/15/2015	59,664		0	63,894	-4,230		0	0	-4,230					
109	APPLE INC	037833100		6/26/2013	8/21/2015	780,869		0	396,050	384,819		0	0	384,819					
110	APPLE INC	037833100		7/17/2013	8/21/2015	152,269		0	83,932	68,337		0	0	68,337					
111	APPLE INC	037833100		8/25/2015	10/15/2015	187,376		0	163,471	23,905		0	0	23,905					
112	APPLE INC	037833100		8/27/2015	10/15/2015	66,951		0	66,867	84		0	0	84					
113	BB&T CORPORATION	064937107		6/26/2013	8/21/2015	337,738		0	299,193	38,545		0	0	38,545					
114	ABBOTT LABS	002824100		8/27/2015	10/15/2015	53,502		0	58,605	-5,103		0	0	-5,103					
115	ABBVIE INC	00287Y109		10/16/2008	8/21/2015	13,024		0	5,198	7,826		0	0	7,826					
116	ABBVIE INC	00287Y109		11/20/2008	8/21/2015	28,916		0	10,403	18,513		0	0	18,513					
117	CELGENE CORP	151020104		8/27/2015	10/15/2015	62,898		0	66,752	-3,854		0	0	-3,854					
118	CENTURYLINK INC	166700106		8/25/2015	8/21/2015	292,424		0	301,280	-8,856		0	0	-8,856					
119	CHEVRON CORPORATION	166764100		8/25/2015	10/15/2015	188,534		0	153,791	34,743		0	0	34,743					
120	CHEVRON CORPORATION	166764100		8/27/2015	10/15/2015	71,823		0	60,955	10,868		0	0	10,868					
121	BANK OF AMERICA CORP	060505104		6/26/2013	8/21/2015	392,225		0	302,656	89,529		0	0	89,529					
122	BANK OF AMERICA CORP	060505104		8/25/2015	10/15/2015	155,425		0	157,388	-1,963		0	0	-1,963					
123	BANK OF AMERICA CORP	060505104		8/27/2015	10/15/2015	61,853		0	63,230	-1,377		0	0	-1,377					
124	BERKSHIRE HATHAWAY INC	084670702		8/25/2015	10/15/2015	151,972		0	152,664	-692		0	0	-692					
125	BERKSHIRE HATHAWAY INC	084670702		8/27/2015	10/15/2015	59,467		0	60,296	-829		0	0	-829					
126	CATERPILLAR INC	149123101		1/27/2015	3/25/2015	320,588		0	318,937	1,651		0	0	1,651					
127	CATERPILLAR INC	149123101		8/11/2015	8/13/2015	503,713		0	499,967	3,746		0	0	3,746					
128	CELGENE CORP	151020104		8/25/2009	8/21/2015	1,339,508		0	225,164	1,114,344		0	0	1,114,344					
129	CELGENE CORP	151020104		8/25/2015	10/15/2015	154,362		0	156,879	-2,517		0	0	-2,517					

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

		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week AS REQ'D	Compensation	Benefits	Expense Account
1	SUNTRUST BANK		P O BOX 1908	ORLANDO	FL	32802-1908		TRUSTEE		8,900		
										8,900	0	0

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

	Date		Amount
1 Credit from prior year return	11/15/2015	1	6,380
2 First quarter estimated tax payment		2	
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment	12/11/2015	5	941
6 Other payments		6	
7 Total		7	7,321

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 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

THOMAS M GARROTT FOUNDATION

Employer identification number

62-6289645

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 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 990-PF, 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 THOMAS M GARROTT FOUNDATION	Employer identification number 62-6289645
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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	THOMAS M. GARROTT, III P O BOX 11227 MEMPHIS TN 38111-0227 Foreign State or Province Foreign Country	\$ 4,000,000	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)
			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

THOMAS M GARROTT FOUNDATION

Employer identification number

62-6289645

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

Name of organization THOMAS M GARROTT FOUNDATION	Employer identification number 62-6289645
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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) ► \$ 0

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	
----- ----- ----- For Prov Country		----- ----- -----	
(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	
----- ----- ----- For Prov Country		----- ----- -----	
(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	
----- ----- ----- For Prov Country		----- ----- -----	
(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	
----- ----- ----- For Prov Country		----- ----- -----	