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## Return of Private Foundation

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

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

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

, and ending

Name of foundation <b>SAMUEL C &amp; MYRA POWELL FOUNDATION</b>		A Employer identification number <b>87-6163275</b>
Number and street (or P O box number if mail is not delivered to street address) <b>2683 N 950 E</b>	Room/suite	B Telephone number <b>801-710-2427</b>
City or town, state or province, country, and ZIP or foreign postal code <b>OGDEN, UT 84414</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 5,152,768.</b> (Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		118,143.	118,143.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		36,921.			
b Gross sales price for all assets on line 6a <b>413,247.</b>					
7 Capital gain net income (from Part IV, line 2)			36,921.		
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)					
11 Other income		653.	653.		STATEMENT 2
12 Total. Add lines 1 through 11		155,717.	155,717.		
13 Compensation of officers, directors, trustees, etc		77,100.	19,275.		57,825.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 3		896.	0.		896.
b Accounting fees					
c Other professional fees STMT 4		20,526.	20,526.		0.
17 Interest					
18 Taxes STMT 5		1,873.	121.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		247.	0.		247.
24 Total operating and administrative expenses. Add lines 13 through 23		100,642.	39,922.		58,968.
25 Contributions, gifts, grants paid		200,250.			200,250.
26 Total expenses and disbursements. Add lines 24 and 25		300,892.	39,922.		259,218.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<145,175.>			
b Net investment income (if negative, enter -0-)			115,795.		
c Adjusted net income (if negative, enter -0-)				N/A	

SCANNED MAY 20 2015

Operating and Administrative Expenses

**Part II Balance Sheets**

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing	53,962.	18,607.	18,607.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ 232.			
	Less: allowance for doubtful accounts ▶		232.	232.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 7	3,326,826.	3,216,774.	5,133,929.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶ )				
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,380,788.	3,235,613.	5,152,768.	
<b>Liabilities</b>	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			
	22 Other liabilities (describe ▶ )			
	23 <b>Total liabilities</b> (add lines 17 through 22)	0.	0.	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/>			
	<b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/>			
	<b>and complete lines 27 through 31.</b>			
	27 Capital stock, trust principal, or current funds	3,380,788.	3,235,613.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	0.	0.		
30 <b>Total net assets or fund balances</b>	3,380,788.	3,235,613.		
31 <b>Total liabilities and net assets/fund balances</b>	3,380,788.	3,235,613.		

**Part III Analysis of Changes in Net Assets or Fund Balances**

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,380,788.
2 Enter amount from Part I, line 27a	2	<145,175.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	3,235,613.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,235,613.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a WELLS FARGO	P	01/01/15	12/31/15
b WELLS FARGO	P	01/01/15	12/31/15
c WELLS FARGO	P	01/01/15	12/31/15
d WELLS FARGO	P	01/01/14	12/31/15
<b>e CAPITAL GAINS DIVIDENDS</b>			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 53,401.		53,401.	0.
b 154,278.		113,214.	41,064.
c 145,169.		145,169.	0.
d 59,130.		64,542.	<5,412.>
e 1,269.			1,269.

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			0.
b			41,064.
c			0.
d			<5,412.>
e			1,269.

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	36,921.
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). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	311,795.	5,158,496.	.060443
2013	226,759.	4,689,238.	.048357
2012	178,586.	4,601,798.	.038808
2011	205,451.	4,173,341.	.049229
2010	205,950.	4,040,386.	.050973

2 Total of line 1, column (d)	2	.247810
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	.049562
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	5,195,773.
5 Multiply line 4 by line 3	5	257,513.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,158.
7 Add lines 5 and 6	7	258,671.
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	259,218.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	1,158.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	1,158.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	1,158.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	1,770.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	
a 2015 estimated tax payments and 2014 overpayment credited to 2015		6d	
b Exempt foreign organizations - tax withheld at source		7	1,770.
c Tax paid with application for extension of time to file (Form 8868)		8	
d Backup withholding erroneously withheld		9	
7 Total credits and payments. Add lines 6a through 6d		10	612.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		11	0.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax <input checked="" type="checkbox"/> 612. Refunded <input type="checkbox"/>			

**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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
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.		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? If "Yes," attach a conformed copy of the changes		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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> UT		
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	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)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	X	
14 The books are in care of ► <u>WELLS FARGO BANK</u> Telephone no. ► <u>801-710-2427</u> Located at ► <u>299 S MAIN, SALT LAKE CITY, UT</u> ZIP+4 ► <u>84111</u>		
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		<input type="checkbox"/>
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 ►		X

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

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

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

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**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)?

N/A

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?

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

6b

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

X

**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?

N/A

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.

(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 STATEMENT 8		77,100.	0.	0.

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

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

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

0

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	5,223,997.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	50,899.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	5,274,896.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	5,274,896.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	79,123.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	5,195,773.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	259,789.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	259,789.
<b>2a</b>	Tax on investment income for 2015 from Part VI, line 5	<b>2a</b>	1,158.
<b>b</b>	Income tax for 2015. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	1,158.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	258,631.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	258,631.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	258,631.

**Part XII****Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	259,218.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	259,218.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	1,158.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	258,060.

**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
<b>1</b> Distributable amount for 2015 from Part XI, line 7				<b>258,631.</b>
<b>2</b> Undistributed income, if any, as of the end of 2015				
<b>a</b> Enter amount for 2014 only			<b>18,776.</b>	
<b>b</b> Total for prior years:		<b>0.</b>		
<b>3</b> Excess distributions carryover, if any, to 2015:				
<b>a</b> From 2010				
<b>b</b> From 2011				
<b>c</b> From 2012				
<b>d</b> From 2013				
<b>e</b> From 2014				
<b>f</b> Total of lines 3a through e	<b>0.</b>			
<b>4</b> Qualifying distributions for 2015 from Part XII, line 4: ► \$ <b>259,218.</b>				
<b>a</b> Applied to 2014, but not more than line 2a			<b>18,776.</b>	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		<b>0.</b>		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	<b>0.</b>			
<b>d</b> Applied to 2015 distributable amount				<b>240,442.</b>
<b>e</b> Remaining amount distributed out of corpus	<b>0.</b>			
<b>5</b> Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	<b>0.</b>			<b>0.</b>
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	<b>0.</b>			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		<b>0.</b>		
<b>c</b> 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		<b>0.</b>		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		<b>0.</b>		
<b>e</b> Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			<b>0.</b>	
<b>f</b> Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				<b>18,189.</b>
<b>7</b> 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)	<b>0.</b>			
<b>8</b> Excess distributions carryover from 2010 not applied on line 5 or line 7	<b>0.</b>			
<b>9</b> Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	<b>0.</b>			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2011				
<b>b</b> Excess from 2012				
<b>c</b> Excess from 2013				
<b>d</b> Excess from 2014				
<b>e</b> Excess from 2015				

N/A

▶

☐ 4942(j)(3) or ☐ 4942(j)(5)

**(4) Gross investment income**

Form **990-PF** (2015)

**Part XV** Supplementary Information (continued)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
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
<b>a Paid during the year</b>				
INTERMOUNTAIN FOUNDATION 4401 HARRISON BLVD OGDEN, UT 84403	N/A	PC	GENERAL CHARITABLE PURPOSES	52,000.
OGDEN NATURE CENTER 966 W 12TH STREET OGDEN, UT 84404	N/A	PC	GENERAL CHARITABLE PURPOSES	9,000.
OGDEN WEBER TECH COLLEGE FOUNDATION 200 N WASHINGTON BLVD OGDEN, UT 84404	N/A	PC	GENERAL CHARITABLE PURPOSES	82,250.
UNION STATION FOUNDATION 2501 WALL AVENUE OGDEN, UT 84401	N/A	PC	GENERAL CHARITABLE PURPOSES	55,000.
CATHOLIC COMMUNITY SERVICES 2504 F AVENUE OGDEN, UT 84401	N/A	PC	GENERAL CHARITABLE PURPOSES	2,000.
<b>Total</b>				<b>200,250.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>





FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT 1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
WELLS FARGO	94,824.	1,269.	93,555.	93,555.	
WELLS FARGO	24,588.	0.	24,588.	24,588.	
TO PART I, LINE 4	119,412.	1,269.	118,143.	118,143.	

FORM 990-PF	OTHER INCOME			STATEMENT 2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	
OTHER INCOME	653.	653.		
TOTAL TO FORM 990-PF, PART I, LINE 11	653.	653.		

FORM 990-PF	LEGAL FEES			STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	896.	0.		896.
TO FM 990-PF, PG 1, LN 16A	896.	0.		896.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BROKERAGE FEES	20,526.	20,526.		0.
TO FORM 990-PF, PG 1, LN 16C	20,526.	20,526.		0.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	121.	121.		0.
FEDERAL TAXES	1,752.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,873.	121.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SUPPLIES	247.	0.		247.
TO FORM 990-PF, PG 1, LN 23	247.	0.		247.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	7
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
WELLS FARGO INVESTMENTS	FMV	3,216,774.	5,133,929.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,216,774.	5,133,929.



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FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	8
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
CHARLES BARKER 210 N ROSE ANN CIRCLE PLEASANT VIEW, UT 84414	CHAIR 1.00	22,700.	0.	0.
MARY L BARKER 2683 N 950 E NORTH OGDEN, UT 84414	VICE CHAIR 1.00	22,700.	0.	0.
ANN E BARKER 1018 E 2700 N NORTH OGDEN, UT 84414	MEMBER 1.00	8,500.	0.	0.
O REX CHILD 541 E 3550 N NORTH OGDEN, UT 84414	MEMBER 1.00	15,700.	0.	0.
NATHAN D FELIX 2385 CLAREMONT DRIVE BOUNTIFUL, UT 84010	MEMBER 1.00	7,500.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		77,100.	0.	0.



Account Statement For:  
SAMUEL C AND MYRA G POWELL FDN

Period Covered: January 1, 2015 - December 31, 2015

Account Number

## ASSET DETAIL

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/15	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
<b>Cash &amp; Equivalents</b>							
<b>MONEY MARKET</b>							
SECURED MARKET DEPOSIT ACCOUNT <i>Asset held in Invested Income Portfolio</i>	8,194.600		\$8,194.60	\$8,194.60	\$0.00	\$0.82	0.01%
SECURED MARKET DEPOSIT ACCOUNT	12,409.770		12,409.77	12,409.77	0.00	1.24	0.01
<b>Total Money Market</b>			<b>\$20,604.37</b>	<b>\$20,604.37</b>	<b>\$0.00</b>	<b>\$2.06</b>	<b>0.01%</b>
<b>Total Cash &amp; Equivalents</b>			<b>\$20,604.37</b>	<b>\$20,604.37</b>	<b>\$0.00</b>	<b>\$2.06</b>	<b>0.01%</b>

ASSET DESCRIPTION	PAR VALUE	PRICE	MARKET VALUE AS OF 12/31/15	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD TO MATURITY
<b>Fixed Income</b>							
<b>CORPORATE OBLIGATIONS</b>							
AMERICAN EXPRESS CREDIT DTD 03/18/14 2.125 03/18/2019 CUSIP: 0258M0DK2 MOODY'S RATING A2 STANDARD & POOR'S RATING A-	100,000.000	\$99.990	\$99,990.00	\$99,709.00	\$281.00	\$2,125.00	2.13%
ANHEUSER-BUSCH INBEV FIN DTD 01/27/14 2.150 02/01/2019 CUSIP: 035242AE6 MOODY'S RATING A2 STANDARD & POOR'S RATING A-	100,000.000	99.422	99,422.00	100,164.00	-742.00	2,150.00	2.35
BANK OF NEW YORK MELLON MED TERM NOTE DTD 02/04/14 2.200 03/04/2019 CUSIP: 06406HCR8 MOODY'S RATING A1 STANDARD & POOR'S RATING A	100,000.000	100.303	100,303.00	99,784.00	519.00	2,200.00	2.10



Account Statement For:  
SAMUEL C AND MYRA G POWELL FDN

Period Covered: January 1, 2015 - December 31, 2015

Account Number

**ASSET DETAIL** *(continued)*

ASSET DESCRIPTION	PAR VALUE	PRICE	MARKET VALUE AS OF 12/31/15	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD TO MATURITY
<b>Fixed Income</b> <i>(continued)</i>							
<b>CORPORATE OBLIGATIONS</b> <i>(continued)</i>							
BRANCH BANKING & TRUST DTD 03/04/14 2.850 04/01/2021 CUSIP: 07330NAJ4 MOODY'S RATING: A1 STANDARD & POOR'S RATING: A	100,000.000	101.051	101,051.00	99,105.00	1,946.00	2,850.00	2.63
COSTCO WHOLESALE CORP DTD 12/07/12 1.700 12/15/2019 CUSIP: 22160KAF2 MOODY'S RATING: A1 STANDARD & POOR'S RATING: A+	100,000.000	99.156	99,156.00	96,912.00	2,244.00	1,700.00	1.92
GENERAL ELEC CAP CORP MED TERM NOTE DTD 09/16/10 4.375 09/16/2020 CUSIP: 36962G4R2 MOODY'S RATING: A1 STANDARD & POOR'S RATING: AA+	100,000.000	108.558	108,558.00	108,569.00	- 11.00	4,375.00	2.44
JOHN DEERE CAPITAL CORP MED TERM NOTE DTD 03/04/14 2.800 03/04/2021 CUSIP: 24422ESL4 MOODY'S RATING: A2 STANDARD & POOR'S RATING: A	100,000.000	100.231	100,231.00	99,331.00	900.00	2,800.00	2.75



Account Statement For:  
SAMUEL C AND MYRA G POWELL FDN

Period Covered: January 1, 2015 - December 31, 2015

Account Number

**ASSET DETAIL** (continued)

ASSET DESCRIPTION	PAR VALUE	PRICE	MARKET VALUE AS OF 12/31/15	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD TO MATURITY
<b>Fixed Income</b> (continued)							
<b>CORPORATE OBLIGATIONS</b> (continued)							
JPMORGAN CHASE & CO DTD 10/21/10 4.250 10/15/2020 CUSIP: 46625HHU7 MOODY'S RATING: A3 STANDARD & POOR'S RATING: A-	100,000.000	106.084	106,084.00	107,142.00	- 1,058.00	4,250.00	2.88
TOYOTA MOTOR CREDIT CORP MED TERM NOTE DTD 01/17/14 2.100 01/17/2019 CUSIP: 89236TB80 MOODY'S RATING: AA3 STANDARD & POOR'S RATING: AA-	100,000.000	100.210	100,210.00	99,881.00	329.00	2,100.00	2.03
<b>Total Corporate Obligations</b>			<b>\$913,003.00</b>	<b>\$910,597.00</b>	<b>\$4,408.00</b>	<b>\$24,550.00</b>	
<b>Total Fixed Income</b>			<b>\$913,003.00</b>	<b>\$910,597.00</b>	<b>\$4,408.00</b>	<b>\$24,550.00</b>	



Account Statement For:  
SAMUEL C AND MYRA G POWELL FDN

Period Covered: January 1, 2015 - December 31, 2015

Account Number :

**ASSET DETAIL** *(continued)*

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/15	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
<b>Equities</b>							
<b>CONSUMER DISCRETIONARY</b>							
AMAZON COM INC COM SYMBOL: AMZN CUSIP: 023135106	175 000	\$675.890	\$118,280.75	\$25,984.03	\$92,296.72	\$0.00	0.00%
GENERAL MOTORS CO SYMBOL: GM CUSIP: 37045V100	1,000 000	34.010	34,010.00	33,000.00	1,010.00	1,440.00	4.23
HOME DEPOT INC SYMBOL: HD CUSIP: 437076102	730 000	132.250	96,542.50	23,866.76	72,675.74	1,722.80	1.78
LENNAR CORPORATION CLASS A COMMON SYMBOL: LEN CUSIP: 526057104	1,185.000	48.910	57,958.35	24,562.68	33,395.67	189.60	0.33
MCDONALDS CORP SYMBOL: MCD CUSIP: 580135101	415.000	118.140	49,028.10	9,648.75	39,379.35	1,477.40	3.01
NORDSTROM INC SYMBOL: JWN CUSIP: 655664100	400 000	49.810	19,924.00	28,452.76	- 8,528.76	592.00	2.97
WALT DISNEY CO SYMBOL: DIS CUSIP: 254687106	625.000	105.080	65,675.00	22,760.69	42,914.31	887.50	1.35
<b>Total Consumer Discretionary</b>			<b>\$441,418.70</b>	<b>\$168,275.67</b>	<b>\$273,143.03</b>	<b>\$4,309.30</b>	<b>1.43%</b>
<b>CONSUMER STAPLES</b>							
COCA COLA CO SYMBOL: KO CUSIP: 191216100	845 000	\$42.960	\$36,301.20	\$22,924.85	\$13,376.35	\$1,115.40	3.07%
COSTCO WHOLESALE CORP SYMBOL: COST CUSIP: 22160K105	305.000	161.500	49,257.50	23,332.71	25,924.79	488.00	0.99
MONDELEZ INTERNATIONAL INC SYMBOL: MDLZ CUSIP: 609207105	1,280 000	44.840	57,395.20	30,599.71	26,795.49	870.40	1.52
PROCTER & GAMBLE CO SYMBOL: PG CUSIP: 742718109	590.000	79.410	46,851.90	29,090.00	17,761.90	1,564.68	3.34
WAL MART STORES INC SYMBOL: WMT CUSIP: 931142103	655.000	61.300	40,151.50	35,541.02	4,610.48	1,283.80	3.20
WALGREENS BOOTS ALLIANCE INC SYMBOL: WBA CUSIP: 931427108	655.000	85.155	55,776.53	23,715.65	32,060.88	943.20	1.69
<b>Total Consumer Staples</b>			<b>\$285,733.83</b>	<b>\$165,203.94</b>	<b>\$120,529.89</b>	<b>\$4,265.48</b>	<b>2.19%</b>



Account Statement For:  
SAMUEL C AND MYRA G POWELL FDN

Period Covered: January 1, 2015 - December 31, 2015

Account Number

# ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/15	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
<b>Equities (continued)</b>							
<b>ENERGY</b>							
ANADARKO PETROLEUM CORP SYMBOL: APC CUSIP: 032511107	580 000	\$48.580	\$28,176.40	\$42,006.44	- \$13,830.04	\$626.40	2.22%
CHEVRON CORP SYMBOL: CVX CUSIP: 166764100	355.000	89.960	31,935.80	13,206.00	18,729.80	1,519.40	4.76
CONOCOPHILLIPS SYMBOL: COP CUSIP: 20825C104	550 000	46.690	25,679.50	12,069.02	13,610.48	1,628.00	6.34
EXXON MOBIL CORPORATION SYMBOL: XOM CUSIP: 30231G102	852.000	77.950	66,413.40	30,970.09	35,443.31	2,487.84	3.75
HALLIBURTON CO SYMBOL: HAL CUSIP: 406216101	845.000	34.040	28,763.80	36,240.89	- 7,477.09	608.40	2.11
OCCIDENTAL PETE CORP SYMBOL: OXY CUSIP: 674599105	320.000	67.610	21,635.20	26,074.50	- 4,439.30	960.00	4.44
PHILLIPS 66 SYMBOL: PSX CUSIP: 718546104	672.000	81.800	54,969.60	19,156.53	35,813.07	1,505.28	2.74
<b>Total Energy</b>			<b>\$257,573.70</b>	<b>\$179,723.47</b>	<b>\$77,850.23</b>	<b>\$9,335.32</b>	<b>3.62%</b>
<b>FINANCIALS</b>							
ALLSTATE CORP SYMBOL: ALL CUSIP: 020002101	600 000	\$62.090	\$37,254.00	\$23,676.00	\$13,578.00	\$720.00	1.93%
B B & T CORP COM SYMBOL: BBT CUSIP: 054937107	1,500 000	37.810	56,715.00	48,879.15	7,835.85	1,620.00	2.86
BANK OF AMERICA CORP SYMBOL: BAC CUSIP: 060505104	3,813 000	16.830	64,172.79	60,477.11	3,695.68	762.60	1.19
BERKSHIRE HATHAWAY INC. SYMBOL: BRK.B CUSIP: 084670702	460 000	132.040	60,738.40	39,468.74	21,269.66	0.00	0.00
CITIGROUP INC SYMBOL: C CUSIP: 172967424	810 000	51.750	41,917.50	39,852.08	2,065.42	162.00	0.39
GOLDMAN SACHS GROUP INC SYMBOL: GS CUSIP: 38141G104	230 000	180.230	41,452.90	36,155.59	5,297.31	598.00	1.44
JPMORGAN CHASE & CO SYMBOL: JPM CUSIP: 46625H100	1,525 000	66.030	100,695.75	52,732.11	47,963.64	2,684.00	2.66

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Account Statement For:  
SAMUEL C AND MYRA G POWELL FDN

Period Covered: January 1, 2015 - December 31, 2015

Account Number

**ASSET DETAIL** (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/15	COST BASIS	UNREALIZED Gain/Loss	ESTIMATED ANNUAL INCOME	CURRENT YIELD
<b>Equities</b> (continued)							
<b>FINANCIALS</b> (continued)							
MORGAN STANLEY COM SYMBOL: MS CUSIP: 617446448	1,390,000	31.810	44,215.90	39,644.40	4,571.50	834.00	1.89
PNC FINANCIAL SERVICES GROUP SYMBOL: PNC CUSIP: 693475105	870,000	95.310	82,919.70	57,963.39	24,956.31	1,774.80	2.14
T ROWE PRICE GROUP INC SYMBOL: TROW CUSIP: 74144T108	480,000	71.490	34,315.20	27,962.72	6,352.48	998.40	2.91
US BANCORP SYMBOL: USB CUSIP: 902973304	2,365,000	42.670	100,914.55	67,993.43	32,921.12	2,412.30	2.39
WELLS FARGO & CO SYMBOL: WFC CUSIP: 949746101	3,260,000	54.360	177,213.60	61,610.42	115,603.18	4,890.00	2.76
<b>Total Financials</b>			<b>\$842,525.29</b>	<b>\$556,415.14</b>	<b>\$286,110.15</b>	<b>\$17,456.18</b>	<b>2.07%</b>



Account Statement For:  
SAMUEL C AND MYRA G POWELL FDN

Period Covered: January 1, 2015 - December 31, 2015

Account Number

**ASSET DETAIL** (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/15	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
<b>Equities (continued)</b>							
<b>HEALTH CARE</b>							
BIAGEN INC SYMBOL: BIB CUSIP: 09062X103	120 000	\$306.350	\$36,762.00	\$34,837.02	\$1,924.98	\$0.00	0.00%
BRISTOL MYERS SQUIBB CO SYMBOL: BMY CUSIP: 110122108	1,130,000	68.790	77,732.70	27,141.10	50,591.60	1,717.60	2.21
CERNER CORP COM SYMBOL: CERN CUSIP: 156782104	945,000	60.170	56,860.65	25,770.01	31,090.64	0.00	0.00
GILEAD SCIENCES INC SYMBOL: GILD CUSIP: 375558103	850,000	101.190	86,011.50	50,278.94	35,732.56	1,462.00	1.70
JOHNSON & JOHNSON SYMBOL: JNJ CUSIP: 478160104	610,000	102.720	62,659.20	23,324.87	39,334.33	1,830.00	2.92
MERCK & CO INC NEW SYMBOL: MRK CUSIP: 58933Y105	650,000	52.820	34,333.00	18,107.43	16,225.57	1,196.00	3.48
PFIZER INC SYMBOL: PFE CUSIP: 717081103	1,417,000	32.280	45,740.76	7,961.50	37,779.26	1,700.40	3.72
UNITEDHEALTH GROUP INC SYMBOL: UNH CUSIP: 91324P102	655,000	117.640	77,054.20	24,001.69	53,052.51	1,310.00	1.70
ZOETIS INC SYMBOL: ZTS CUSIP: 98978V103	1,330,000	47.920	63,733.60	36,108.83	27,624.77	505.40	0.79
<b>Total Health Care</b>			<b>\$540,887.61</b>	<b>\$247,531.39</b>	<b>\$293,356.22</b>	<b>\$9,721.40</b>	<b>1.80%</b>
<b>INDUSTRIALS</b>							
BOEING CO SYMBOL: BA CUSIP: 097023105	360,000	\$144.590	\$52,052.40	\$27,085.17	\$24,967.23	\$1,569.60	3.01%
CATERPILLAR INC SYMBOL: CAT CUSIP: 149123101	500,000	67.960	33,980.00	37,003.88	- 3,023.88	1,540.00	4.53
CINTAS CORP SYMBOL: CTAS CUSIP: 172908105	605,000	91.050	55,085.25	17,151.93	37,933.32	635.25	1.15
DANAHER CORP SYMBOL: DHR CUSIP: 235851102	505,000	92.880	46,904.40	23,272.62	23,631.78	272.70	0.58
DEERE & CO SYMBOL: DE CUSIP: 244199105	405,000	76.270	30,889.35	30,948.85	- 59.50	972.00	3.15

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Account Statement For:  
SAMUEL C AND MYRA G POWELL FDN

Period Covered: January 1, 2015 - December 31, 2015

Account Number :

### ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/15	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
<b>Equities (continued)</b>							
<b>INDUSTRIALS (continued)</b>							
FEDEX CORPORATION SYMBOL: FDX CUSIP: 31428X106	285.000	148.990	42,462.15	22,519.85	19,942.30	285.00	0.67
GENERAL ELECTRIC CO SYMBOL: GE CUSIP: 369604103	5,000.000	31.150	155,750.00	12,122.39	143,627.61	4,600.00	2.95
UNION PACIFIC CORP SYMBOL: UNP CUSIP: 907818108	730.000	78.200	57,086.00	27,885.01	29,200.99	1,606.00	2.81
UNITED CONTINENTAL HOLDINGS, INC SYMBOL: UAL CUSIP: 910047109	798.000	57.300	45,725.40	16,265.56	29,459.84	0.00	0.00
UNITED TECHNOLOGIES CORP SYMBOL: UTX CUSIP: 913017109	455.000	96.070	43,711.85	28,996.17	14,715.68	1,164.80	2.66
<b>Total Industrials</b>			<b>\$563,646.80</b>	<b>\$243,251.43</b>	<b>\$320,395.37</b>	<b>\$12,643.35</b>	<b>2.24%</b>
<b>INFORMATION TECHNOLOGY</b>							
ADOBE SYS INC SYMBOL: ADBE CUSIP: 00724F101	920.000	\$93.940	\$86,424.80	\$34,149.60	\$52,275.20	\$0.00	0.00%
ALPHABET INC CL C SYMBOL: GOOG CUSIP: 02079K107	150.000	758.880	113,832.00	58,735.30	55,096.70	0.00	0.00
APPLE INC SYMBOL: AAPL CUSIP: 037833100	1,210.000	105.260	127,364.60	62,416.24	64,948.36	2,516.80	1.98
CISCO SYSTEMS INC SYMBOL: CSCO CUSIP: 17275R102	1,315.000	27.155	35,708.83	35,561.15	147.68	1,104.60	3.09
EBAY INC SYMBOL: EBAY CUSIP: 278642103	610.000	27.480	16,762.80	7,596.70	9,166.10	0.00	0.00



Account Statement For:  
SAMUEL C AND MYRA G POWELL FDN

Period Covered: January 1, 2015 - December 31, 2015

Account Number

**ASSET DETAIL** (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/15	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
<b>Equities</b> (continued)							
<b>INFORMATION TECHNOLOGY</b> (continued)							
INTEL CORP COMM SYMBOL: INTC CUSIP: 458140100	1,590,000	34.450	54,775.50	40,593.11	14,182.39	1,526.40	2.79
INTERNATIONAL BUSINESS MACHS CORP COM SYMBOL: IBM CUSIP: 459200101	305,000	137.620	41,974.10	27,541.50	14,432.60	1,586.00	3.78
MICROSOFT CORP SYMBOL: MSFT CUSIP: 594918104	1,475,000	55.480	81,833.00	40,017.25	41,815.75	2,124.00	2.60
ORACLE CORPORATION SYMBOL: ORCL CUSIP: 68389X105	1,015,000	36.530	37,077.95	21,835.61	15,242.34	609.00	1.64
<b>Total Information Technology</b>			<b>\$595,753.58</b>	<b>\$328,446.46</b>	<b>\$267,307.12</b>	<b>\$9,466.80</b>	<b>1.59%</b>
<b>MATERIALS</b>							
CHEMOURS CO/THE SYMBOL: CC CUSIP: 163851108	153,000	55.360	\$820.08	\$932.54	- \$112.46	\$18.36	2.24%
DU PONT E I DE NEMOURS & CO SYMBOL: DD CUSIP: 263534109	765,000	66.600	50,949.00	17,406.42	33,542.58	1,162.80	2.28
FREEPORT-MCMORAN INC COMMON STOCK SYMBOL: FCX CUSIP: 35671D857	1,235,000	6.770	8,360.95	44,844.60	- 36,483.65	247.00	2.95
MONSANTO CO NEW SYMBOL: MON CUSIP: 61166W101	340,000	98.520	33,496.80	23,929.47	9,567.33	734.40	2.19
<b>Total Materials</b>			<b>\$93,626.83</b>	<b>\$87,113.03</b>	<b>\$6,513.80</b>	<b>\$2,162.56</b>	<b>2.31%</b>
<b>TELECOMMUNICATION SERVICES</b>							
AT & T INC SYMBOL: T CUSIP: 00206R102	1,285,000	\$34.410	\$44,216.85	\$30,399.05	\$13,817.80	\$2,467.20	5.58%
VERIZON COMMUNICATIONS SYMBOL: VZ CUSIP: 92343V104	725,000	46.220	33,509.50	24,343.91	9,165.59	1,638.50	4.89
<b>Total Telecommunication Services</b>			<b>\$77,726.35</b>	<b>\$54,742.96</b>	<b>\$22,983.39</b>	<b>\$4,105.70</b>	<b>5.28%</b>



Account Statement For:  
SAMUEL C AND MYRA G POWELL FDN

Period Covered: January 1, 2015 - December 31, 2015

Account Number

**ASSET DETAIL** (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/15	COST BASE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
<b>Equities</b> (continued)							
<b>UTILITIES</b>							
DUKE ENERGY HOLDING CORP. COM SYMBOL: DUK CUSIP: 26441C204	480.000	\$71.390	\$34,267.20	\$31,732.51	\$2,534.69	\$1,584.00	4.62%
<b>Total Utilities</b>			<b>\$34,267.20</b>	<b>\$31,732.51</b>	<b>\$2,534.69</b>	<b>\$1,584.00</b>	<b>4.62%</b>
<b>INTERNATIONAL EQUITIES</b>							
ACCENTURE PLC CUSIP: G1151C101	550.000	\$104.500	\$57,475.00	\$24,051.94	\$33,423.06	\$1,210.00	2.10%
ALLERGAN PLC CUSIP: G0177J108	375.000	312.500	117,187.50	54,000.00	63,187.50	0.00	0.00
ROYAL CARIBBEAN CRUISE CUSIP: V7780T103	895.000	101.210	90,582.95	22,286.75	68,296.20	1,342.50	1.48
SCHLUMBERGER LTD CUSIP: 806857108	450.000	69.750	31,387.50	30,521.38	866.12	900.00	2.87
<b>Total International Equities</b>			<b>\$296,432.95</b>	<b>\$130,860.07</b>	<b>\$165,772.88</b>	<b>\$3,452.50</b>	<b>1.16%</b>
<b>DOMESTIC MUTUAL FUNDS</b>							
MARKET VECTORS SEMICONDUCTOR ETF SYMBOL: SMH CUSIP: 57060U233	1,500.000	\$53.280	\$79,920.00	\$45,729.28	\$34,190.72	\$1,711.50	2.14%
SPDR SERIES TRUST S & P HOMEBUILD SYMBOL: XHB CUSIP: 78464A888	1,274.000	34.180	43,545.32	24,209.19	19,336.13	217.85	0.50
WELLS FARGO SMALL CAP OPPORTUNITIES FUND ADMIN CLASS - #84 SYMBOL: NVSOX CUSIP: 94975G488	447.658	20.810	9,315.76	13,000.00	-3,684.24	8.61	0.09
<b>Total Domestic Mutual Funds</b>			<b>\$132,781.08</b>	<b>\$82,938.47</b>	<b>\$49,842.61</b>	<b>\$1,937.96</b>	<b>1.46%</b>



Account Statement For:  
SAMUEL C AND MYRA G POWELL FDN

Period Covered: January 1, 2015 - December 31, 2015

Account Number

**ASSET DETAIL** (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/15	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
<b>Equities</b> (continued)							
OTHER							
PAYPAL HOLDINGS INC	610 000	\$36.200	\$22,082.00	\$11,747.80	\$10,334.20	\$0.00	0.00%
SYMBOL: PYPL CUSIP: 70450Y1Q3							
Total Other			\$22,082.00	\$11,747.80	\$10,334.20	\$0.00	0.00%
Total Equities			\$4,184,655.92	\$2,287,982.34	\$1,896,673.58	\$84,442.47	2.02%

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/15	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
<b>Real Assets</b>							
REAL ESTATE INVESTMENT TRUSTS (REITS)							
EQUITY RESIDENTIAL PPTYS TR SH BEN	420 000	\$81.590	\$34,267.80	\$18,194.44	\$16,073.36	\$928.20	2.71%
INT							
SYMBOL: EQR CUSIP: 29476L107							
Total Real Estate Investment Trusts (Reits)			\$34,267.80	\$18,194.44	\$16,073.36	\$928.20	2.71%
Total Real Assets			\$34,267.80	\$18,194.44	\$16,073.36	\$928.20	2.71%

	ACCOUNT VALUE AS OF 12/31/15	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME
TOTAL ASSETS	\$5,154,533.09	\$3,237,378.15	\$1,917,154.94	\$109,922.73