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

OMB No. 1545-0052

2015

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

Do not enter social security numbers on this form as it may be made public.

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

For calendar year 2015 or tax year beginning

02/01, 2015, and ending

01/31, 2016

Name of foundation

SPRING CHR TR

A Employer identification number

23-6290545

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

Room/suite

B Telephone number (see instructions)

1525 W W.T. HARRIS BLVD. D1114-044

800-352-3705

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

CHARLOTTE, NC 28262

G Check all that apply.

Initial return

Final return

Address change

Initial return of a former public charity

Amended return

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) \$ 12,244,477.

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐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)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments	36.	36.		STMT 1
4 Dividends and interest from securities	322,050.	321,377.		STMT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	539,163.			
b Gross sales price for all assets on line 6a 2,448,303.				
7 Capital gain net income (from Part IV, line 2)		539,163.		
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)	9,288.	9,288.		STMT 5
12 Total. Add lines 1 through 11	870,537.	869,864.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	143,105.	117,346.		25,759.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule) STMT 6	3,588.	NONE	NONE	3,588.
b Accounting fees (attach schedule) STMT 7	1,000.	NONE	NONE	1,000.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 8	8,099.	5,026.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 9	30,312.	30,312.		
24 Total operating and administrative expenses. Add lines 13 through 23.	186,104.	152,684.	NONE	30,347.
25 Contributions, gifts, grants paid	465,879.			465,879.
26 Total expenses and disbursements. Add lines 24 and 25	651,983.	152,684.	NONE	496,226.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	218,554.			
b Net investment income (if negative, enter -0-)		717,180.		
c Adjusted net income (if negative, enter -0-)				

JSA For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	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	462,594.	233,885.	233,885.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations (attach schedule)	896,662.	1,119,828.	1,145,419.
	b	Investments - corporate stock (attach schedule)	5,919,238.	6,073,543.	8,529,734.
	c	Investments - corporate bonds (attach schedule)	2,119,371.	2,185,821.	2,256,715.
	11	Investments - land, buildings, and equipment basis			
	Less accumulated depreciation ▶ (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule)	81,512.	83,690.	78,724.	
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)	9,479,377.	9,696,767.	12,244,477.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	9,479,377.	9,696,767.	
	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)	9,479,377.	9,696,767.	
	31	Total liabilities and net assets/fund balances (see instructions)	9,479,377.	9,696,767.	

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	9,479,377.
2	Enter amount from Part I, line 27a	2	218,554.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 16	3	4,245.
4	Add lines 1, 2, and 3	4	9,702,176.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 17	5	5,409.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,696,767.

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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 PUBLICLY TRADED SECURITIES					
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 2,448,303.		1,909,140.	539,163.		
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			539,163.		
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	539,163.	
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		

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	449,372.	13,409,790.	0.033511
2013	432,187.	12,650,365.	0.034164
2012	507,784.	11,766,137.	0.043156
2011	532,101.	11,608,545.	0.045837
2010	558,301.	11,075,448.	0.050409
2 Total of line 1, column (d)			2 0.207077
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 0.041415
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 13,049,569.
5 Multiply line 4 by line 3			5 540,448.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 7,172.
7 Add lines 5 and 6			7 547,620.
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.			8 496,226.

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	14,344.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	14,344.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	14,344.
6 Credits/Payments			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	8,720.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	8,720.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	5,624.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be credited to 2016 estimated tax <input type="checkbox"/> NONE Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b 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
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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 type="checkbox"/> PA		
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

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	Yes	No
12		Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		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 ► WELLS FARGO BANK Telephone no. ► (800) 352-3705 Located at ► 1W 4TH ST 2ND FLOOR, WINSTON SALEM, NC ZIP+4 ► 27107			
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		
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.

<p>1a During the year did the foundation (either directly or indirectly)</p> <p>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>(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</p> <p>(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</p> <p>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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/></p> <p>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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>		<p>1b</p> <p>1c</p>
<p>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))</p> <p>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</p> <p>If "Yes," list the years <input type="text"/></p> <p>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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <input type="text"/></p>		<p>2b</p>
<p>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</p> <p>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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>		<p>3b</p>
<p>4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?</p> <p>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?</p>		<p>4a</p> <p>4b</p>

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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)? ☐ **5b**Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d).**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ **6b** ☒

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ **7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 18		143,105.		

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

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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	12,928,205.
b	Average of monthly cash balances	1b	320,088.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	13,248,293.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	13,248,293.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	198,724.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,049,569.
6	Minimum investment return. Enter 5% of line 5	6	652,478.

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	652,478.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	14,344.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	14,344.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	638,134.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	638,134.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	638,134.

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	496,226.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	496,226.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	496,226.

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				638,134.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			511,337.	
b Total for prior years 20 <u>13</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2015				
a From 2010	NONE			
b From 2011	NONE			
c From 2012	NONE			
d From 2013	NONE			
e From 2014	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ <u>496,226.</u>				
a Applied to 2014, but not more than line 2a			496,226.	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2015 distributable amount				NONE
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2015 . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b.		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2014. Subtract line 4a from line 2a Taxable amount - see instructions			15,111.	
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016.				638,134.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	NONE			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2011	NONE			
b Excess from 2012	NONE			
c Excess from 2013	NONE			
d Excess from 2014	NONE			
e Excess from 2015	NONE			

NOT APPLICABLE

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(5)

(e) Total

(4) Gross investment income .

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SIMPSON HOUSE ROBERTA A HEALEY 2101 BELMONT AVENUE PHILADELPHIA PA 19103	NA	PC	GENERAL SUPPORT	124,234.
THE SALVATION ARMY ATTENTION RICHARD ALLEN 120 W . 14TH STREET NEW YORK NY 10011	NA	PC	GENERAL SUPPORT	31,058.
BUCKS CITY ASSOC FOR THE BLIND ATTN ANNE MARI 400 FREEDOM DRIVE NEWTOWN PA 18940	NA	PC	GENERAL SUPPORT	62,117.
SHRINERS HOSPITAL FOR CHILDREN ATTN TRUST AND 2900 ROCKY POINT DR. TAMPA FL 33631-3356	NA	PC	GENERAL SUPPORT	248,470.
Total			3a	465,879.
b Approved for future payment				
Total			3b	

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
		14	36.	
		14	322,050.	
		18	539,163.	
		1	9,288.	
			870,537.	

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

NOT APPLICABLE

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

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

[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

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.

**Sign
Here**

Wells Fargo Bank, N.A.

05/19/2016

► Trustee

Signature of officer or trustee

Date _____

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	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

SPRING CHR TR

23-6290545

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----		NET INVESTMENT INCOME -----	
SECURED MARKET DEPOSIT ACCOUNT		36.		36.
		-----		-----
TOTAL		36.		36.
		=====		=====

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AIR PRODUCTS & CHEMI	500.	500.
ALLY MASTER OWNER TR	770.	770.
AMERICAN EXPRESS	1,845.	1,845.
AMERICAN HONDA FINAN	281.	281.
ANHEUSER-BUSCH INBEV	750.	750.
APPLE INC	600.	600.
ASIAN DEVELOPMENT BA	125.	125.
BB&T CORPORATION	645.	645.
BP CAPITAL MARKETS	781.	781.
BANK OF AMERICA CORP	938.	938.
BANK OF NEW YORK MEL	160.	160.
BANK OF NOVA SCOTIA	161.	161.
BARCLAYS BANK PLC	1,000.	1,000.
BERKSHIRE HATHAWAY	238.	238.
WILLIAM BLAIR INTL GROWTH FD-I #1747	3,291.	3,291.
BUCKEYE PARTNERS LP	663.	663.
BUNGE LIMITED FINANC	800.	800.
CELGENE CORP	575.	575.
CISCO SYSTEMS INC	1,113.	1,113.
CITIGROUP INC	792.	792.
CONAGRA FOODS INC	475.	475.
DIRECTV HOLDINGS/FIN	600.	600.
DODGE & COX INT'L STOCK FD #1048	14,117.	14,117.
EBAY INC	338.	338.
ECOLAB INC	508.	508.
EUROPEAN INVESTMENT	250.	250.
EXPRESS SCRIPTS INC	781.	781.
FHLMC POOL #G08546	1,360.	1,360.
FED NATL MTG ASSN	35.	35.
FED NATL MTG ASSN	613.	613.
FED HOME LN MTG CORP	1,900.	1,900.
FED HOME LN MTG CORP	83.	83.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FED HOME LN MTG CORP 0.750% 1/12/18	79.	79.
FED HOME LN MTG CORP 1.375% 5/01/20	1,366.	1,366.
FED HOME LN MTG CORP 0.875% 10/14/16	155.	155.
FNMA POOL #AV4311 3.000% 11/01/28	1,233.	1,233.
FORD CREDIT FLOORPLA 1.920% 1/15/19	960.	960.
GOLDEN SMALL CAP CORE FUND	330.	330.
GOLDEN LARGE CAP CORE FUND-I	4,668.	4,668.
GNMA POOL #759193 3.500% 2/15/26	676.	676.
GENERAL ELEC CAP COR 5.625% 5/01/18	1,406.	1,406.
GENERAL MILLS INC 5.650% 2/15/19	1,413.	1,413.
GOLDMAN SACHS GROUP 3.625% 1/22/23	1,088.	1,088.
GOLDMAN SACHS L/C VALUE-I #1216	12,433.	12,433.
HCP INC 4.250% 11/15/23	1,063.	1,063.
INTEL CORP 1.350% 12/15/17	405.	405.
IBM CORPORATION 5.700% 9/14/17	1,425.	1,425.
ISHARES SELECT DIVIDEND ETF	39,593.	39,593.
ISHARES CORE S & P 500 ETF	32,723.	32,723.
ISHARES MSCI EMERGING MARKETS	14,969.	14,969.
ISHARES MSCI EAFE ETF	27,111.	27,111.
ISHARES RUSSELL MID-CAP VALUE	10,893.	10,893.
ISHARES RUSSELL MID-CAP GROWTH	5,915.	5,915.
ISHARES RUSSELL 2000 VALUE ETF	5,320.	5,320.
ISHARES RUSSELL 2000 GROWTH ETF	3,179.	3,179.
ISHA CURR HEDGED MSCI EAFE	420.	420.
JPMORGAN CHASE & CO 4.250% 10/15/20	1,275.	1,275.
JPMORGAN HIGH YIELD FUND SS #3580	28,887.	28,887.
KEY BANK NA 2.500% 12/15/19	82.	82.
KOHL'S CORPORATION 4.000% 11/01/21	1,000.	1,000.
KRAFT FOODS GROUP IN 2.250% 6/05/17	563.	563.
MONSANTO CO 3.375% 7/15/24	180.	180.
MORGAN STANLEY 3.750% 2/25/23	938.	938.
MOSAIC CO 4.250% 11/15/23	1,063.	1,063.
NORTHROP GRUMMAN COR 1.750% 6/01/18	438.	438.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
ORACLE CORP 2.375% 1/15/19	713.	713.
PIMCO FOREIGN BD FD USD H-INST #103	17,624.	17,624.
PIMCO EMERG MKTS BD-INST #137	17,153.	17,153.
PNC FUNDING CORP 3.625% 2/08/15	453.	453.
PEPSICO INC 0.700% 8/13/15	175.	175.
QUALCOMM INC 3.000% 5/20/22	46.	46.
T ROWE PRICE REAL ESTATE FD #122	19,854.	19,854.
ROYAL BANK OF CANADA 1.500% 1/16/18	310.	310.
ROYAL BK OF CANADA 1.150% 3/13/15	144.	144.
SANTANDER BANK NA 2.000% 1/12/18	479.	479.
SHELL INTERNATIONAL 3.400% 8/12/23	1,700.	1,700.
SUNTRUST BANKS INC 2.350% 11/01/18	588.	588.
TOTAL CAPITAL SA 2.300% 3/15/16	575.	575.
TOYOTA MOTOR CREDIT 2.000% 9/15/16	500.	500.
US BANCORP 1.950% 11/15/18	390.	390.
US TREASURY NOTE 2.375% 8/15/24	844.	844.
US TREASURY NOTE 2.250% 11/15/24	951.	951.
US TREASURY NOTE 2.000% 2/15/25	269.	269.
US TREASURY NOTE 3.250% 7/31/16	1,913.	1,913.
US TREASURY NOTE 1.375% 9/30/18	825.	825.
US TREASURY NOTE 0.875% 1/31/17	678.	678.
US TREASURY NOTE 2.000% 2/15/22	1,000.	1,000.
US TREASURY NOTE 1.125% 12/31/19	788.	788.
US TREASURY NOTE 2.000% 9/30/20	240.	240.
US TREASURY NOTE 2.250% 4/30/21	908.	908.
US TREASURY NOTE 2.500% 5/15/24	1,584.	1,584.
US TREASURY NOTE 1.500% 5/31/19	750.	750.
VERIZON COMMUNICATIO 3.650% 9/14/18	913.	913.
VOYA INTL RL EST FD CL-I #2664	8,571.	7,898.
WALGREEN CO 3.100% 9/15/22	775.	775.
	-----	-----
TOTAL	322,050.	321,377.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
MUTUAL FUND INCOME	9,288.	9,288.
	-----	-----
TOTALS	9,288.	9,288.
	=====	=====

FORM 990PF, PART I - LEGAL FEES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----	-----
LEGAL FEES - PRINCIPAL (ALLOCA	1,794.			1,794.
LEGAL FEES - INCOME (ALLOCABLE	1,794.			1,794.
	-----	-----	-----	-----
TOTALS	3,588.	NONE	NONE	3,588.
	=====	=====	=====	=====

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23-6290545

FORM 990PF, PART I - ACCOUNTING FEES
=====

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

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FEDERAL ESTIMATES - PRINCIPAL	3,073.	
FOREIGN TAXES ON QUALIFIED FOR	4,344.	4,344.
FOREIGN TAXES ON NONQUALIFIED	682.	682.
	-----	-----
TOTALS	8,099.	5,026.
	=====	=====

SPRING CHR TR

23-6290545

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OPTION STRATEGIES FEE	30,312.	30,312.
TOTALS	----- 30,312. =====	----- 30,312. =====

SPRING CHR TR

23-6290545

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
3128MJTC4 FHLMC POOL #G08546	43,069.	30,219.	30,741.
3135G0RT2 FED NATL MTG ASSN	68,654.	68,654.	70,074.
3137EADB2 FED HOME LN MTG CORP	79,334.	79,334.	83,194.
3137EADR7 FED HOME LN MTG CORP	42,694.	116,698.	120,377.
3137EADS5 FED HOME LN MTG CORP	55,152.		
3138XFYH2 FNMA POOL #AV4311	46,298.	39,639.	39,786.
36230UGA1 GNMA POOL #759193	23,284.	16,735.	16,759.
912828LD0 US TREASURY NOTE	75,209.		
912828RH5 US TREASURY NOTE	60,059.	60,059.	60,706.
912828SC5 US TREASURY NOTE	60,230.		
912828SF8 US TREASURY NOTE	48,705.	48,705.	51,389.
912828UF5 US TREASURY NOTE	67,321.	67,321.	69,819.
912828D56 US TREASURY NOTE	39,438.	39,438.	41,642.
912828G38 US TREASURY NOTE	30,142.	64,934.	66,947.
912828WG1 US TREASURY NOTE	40,736.	66,644.	67,735.
912828WJ5 US TREASURY NOTE	66,276.	66,276.	68,374.
912828WL0 US TREASURY NOTE	50,061.	50,061.	50,705.
3135G0F73 FED NATL MTG ASSN		24,882.	25,089.
3137EADG1 FED HOME LN MTG CORP		50,970.	50,930.
3137EADN6 FED HOME LN MTG CORP		49,966.	49,897.
912828J27 US TREASURY NOTE		98,130.	98,793.
912828VZ0 US TREASURY NOTE		81,163.	82,462.
TOTALS	896,662.	1,119,828.	1,145,419.

SPRING CHR TR

23-6290545

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
34984T881 GOLDEN LARGE CAP COR	172,233.	476,758.	520,184.
34984T857 GOLDEN SMALL CAP COR	97,423.	97,423.	262,880.
38142Y773 GOLDMAN SACHS L/C VA	124,053.	124,053.	236,144.
464287168 ISHARES SELECT DIVID	701,441.	701,441.	1,138,419.
464287630 ISHARES RUSSELL 2000	212,762.	81,807.	111,696.
464287200 ISHARES CORE S & P 5	797,798.	797,798.	1,372,071.
464287481 ISHARES RUSSELL MID-	297,271.	397,924.	619,273.
464287473 ISHARES RUSSELL MID-	297,378.	297,378.	480,974.
47103C241 PERKINS MID CAP VALU	129,091.		
949915565 WF ADV ENDEAVOR SELE	299,857.		
464287465 ISHARES MSCI EAFE ET	796,874.	796,874.	866,320.
464287234 ISHARES MSCI EMERGIN	664,875.	664,875.	498,169.
256206103 DODGE & COX INT'L ST	131,005.	456,005.	518,135.
464287648 ISHARES RUSSELL 2000	252,225.	252,225.	318,398.
722005667 PIMCO COMMODITY REAL	341,627.		
779919109 T ROWE PRICE REAL ES	213,475.	413,475.	988,068.
093001774 WILLIAM BLAIR INTL G	236,000.	261,000.	260,215.
92914A810 VOYA INTL RL EST FD	153,850.	203,850.	290,882.
46434V803 ISHA CURR HEDGED MSC		50,657.	47,906.
TOTALS	5,919,238.	6,073,543.	8,529,734.

SPRING CHR TR

23-6290545

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
4812C0803 JPMORGAN HIGH YIELD	410,515.	410,515.	461,909.
693391559 PIMCO EMERG MKTS BD-	251,165.	251,165.	280,720.
693390882 PIMCO FOREIGN BD FD	94,906.	204,906.	206,277.
94985D582 WELLS FARGO ADV INTL	101,222.		
009158AQ9 AIR PRODUCTS & CHEMI	25,717.	25,717.	25,153.
025816AX7 AMERICAN EXPRESS	34,963.	34,963.	31,972.
02665WAB7 AMERICAN HONDA FINAN	25,101.	25,101.	25,040.
03523TBP2 ANHEUSER-BUSCH INBEV	27,922.	27,922.	29,216.
037833AK6 APPLE INC	22,905.	22,905.	24,535.
045167CG6 ASIAN DEVELOPMENT BA	24,961.	24,961.	24,995.
05531FAK9 BB&T CORPORATION	30,591.	30,591.	30,295.
06051GEK1 BANK OF AMERICA CORP	26,560.	26,560.	25,289.
084664BX8 BERKSHIRE HATHAWAY	25,069.	25,069.	25,013.
118230AL5 BUCKEYE PARTNERS LP	24,957.	24,957.	24,202.
120568AV2 BUNGE LIMITED FINANC	25,992.	25,992.	25,216.
151020AK0 CELGENE CORP	25,178.	25,178.	25,248.
17275RAH5 CISCO SYSTEMS INC	27,716.	27,716.	27,493.
172967GL9 CITIGROUP INC	24,070.		
205887BQ4 CONAGRA FOODS INC	24,736.	24,736.	24,959.
25459HBE4 DIRECTV HOLDINGS/FIN	25,502.	25,502.	25,252.
278642AG8 EBAY INC	25,129.	25,129.	24,904.
278865AP5 ECOLAB INC	34,531.	34,531.	34,810.
298785GC4 EUROPEAN INVESTMENT	24,317.	24,317.	24,931.
302182AF7 EXPRESS SCRIPTS INC	26,263.	26,263.	25,153.
36962G3U6 GENERAL ELEC CAP COR	29,042.	29,042.	27,373.
370334BH6 GENERAL MILLS INC	29,314.	29,314.	27,690.
38141GRD8 GOLDMAN SACHS GROUP	28,898.	28,898.	30,467.
40414LAJ8 HCP INC	24,885.	24,885.	25,296.
458140AL4 INTEL CORP	29,720.	29,720.	30,134.

SPRING CHR TR

23-6290545

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
459200GJ4 IBM CORPORATION	29,185.	29,185.	26,785.
46625HHU7 JPMORGAN CHASE & CO	31,604.	31,604.	31,964.
500255AR5 KOHL'S CORPORATION	25,202.	25,202.	25,326.
50076QAY2 KRAFT FOODS GROUP IN	25,494.	25,494.	25,216.
61746BDJ2 MORGAN STANLEY	24,747.	24,747.	25,583.
61945CAC7 MOSAIC CO	25,090.	25,090.	24,246.
666807BF8 NORTHROP GRUMMAN COR	24,631.	24,631.	24,971.
68389XAQ8 ORACLE CORP	30,601.	30,601.	30,712.
693476BH5 PNC FUNDING CORP	25,920.		
713448CA4 PEPSICO INC	25,061.		
78008T2C7 ROYAL BK OF CANADA	25,245.		
822582AX0 SHELL INTERNATIONAL	49,666.	49,666.	48,867.
867914BF9 SUNTRUST BANKS INC	25,081.	25,081.	25,157.
89152UAE2 TOTAL CAPITAL SA	25,908.	25,908.	25,042.
89233P5E2 TOYOTA MOTOR CREDIT	25,746.	25,746.	25,183.
91159HHE3 US BANCORP	19,975.	19,975.	20,189.
92343VBP8 VERIZON COMMUNICATIO	26,619.	26,619.	26,166.
931422AH2 WALGREEN CO	23,766.	23,766.	24,307.
06739FGF2 BARCLAYS BANK PLC	21,731.	21,731.	20,483.
80280JDB4 SANTANDER BANK NA	25,082.	25,082.	24,801.
06406HCX5 BANK OF NEW YORK MEL	30,266.	30,266.	30,558.
064159FL5 BANK OF NOVA SCOTIA	25,374.	25,374.	25,469.
25466AAF8 DISCOVER FINANCIAL	25,035.	25,035.	24,956.
49327M2F0 KEY BANK NA	25,404.	25,404.	25,329.
59156RAR9 METLIFE INC	28,549.	28,549.	28,104.
61166WAU5 MONSANTO CO	24,579.	24,579.	23,586.
747525AE3 QUALCOMM INC	24,844.	24,844.	25,145.
78008SVD5 ROYAL BANK OF CANADA	25,087.	25,087.	25,028.
05565QBN7 BP CAPITAL MARKETS	26,153.		

SPRING CHR TR

23-6290545

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
06406HCD9 BANK OF NEW YORK MEL	25,017.		
	-----	-----	-----
TOTALS	2,119,371.	2,185,821.	2,256,715.
	=====	=====	=====

SPRING CHR TR

23-6290545

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
		-----	-----	---
02005ACW6 ALLY MASTER OWNER TR	C	49,758.	49,758.	50,120.
34528QBP8 FORD CREDIT FLOORPLA	C	50,936.	50,936.	50,311.
22J9972V1 CALL WRITE EFA @ 62.	C	-2,301.		
22J9975V8 CALL WRITE EFA @ 63.	C	-1,949.		
2XA996AR4 CALL WRITE IVV @ 210	C	-5,137.		
3WN995G71 CALL WRITE EEM @ 41.	C	-2,712.		
5VQ997UB9 CALL WRITE EFA @ 62.	C	-1,983.		
5VW994K02 CALL WRITE EEM @ 41.	C	-2,501.		
89L994JP9 CALL WRITE IWP @ 94.	C	-622.		
89L994KL6 CALL WRITE IWP @ 96.	C	-1,977.		
3YB998113 CALL WRITE EFA @ 56.	C		-2,541.	-4,455.
3YB998212 CALL WRITE EFA @ 57.	C		-1,273.	-3,210.
5WX993TW4 CALL WRITE IVV @ 205	C		-4,351.	-2,100.
5WX993ZV9 CALL WRITE IVV @ 200	C		-2,422.	-450.
5ZZ997LP9 CALL WRITE EEM @ 30.	C		-2,471.	-7,400.
6QK998305 CALL WRITE EFA @ 58.	C		-2,263.	-2,256.
8W69988D5 CALL WRITE EEM @ 31.	C		-1,683.	-1,836.
TOTALS		81,512.	83,690.	78,724.
		=====	=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES
=====DESCRIPTION
-----AMOUNT
-----MUTUAL FUND TAX EFFECTIVE DATE BEFORE TYE
ACCD INT PAID EFF DATE AFTER TYE

4,005.

240.

TOTAL

4,245.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES
=====DESCRIPTION
-----AMOUNT

MUTUAL FUND TAX EFFECTIVE DATE AFTER TYE
PURCHASE ACCURED INT NO OFFSET INCOME
ROUNDING

4,734.

662.

13.

TOTAL

5,409.
=====

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

WELLS FARGO BANK, NA

ADDRESS:

1525 WEST WT HARRIS BLVD
CHARLOTTE, NC 28288-5709

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

COMPENSATION 114,484.

COMPENSATION EXPLANATION:

Co-Trustee

OFFICER NAME:

DIANNE L SEMINGSON

ADDRESS:

602 SPRUCE STREET
PHILADELPHIA, PA 19106

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

COMPENSATION 28,621.

COMPENSATION EXPLANATION:

Co-Trustee

TOTAL COMPENSATION:

143,105.

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