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Form **990-PF**Department of the Treasury  
Internal Revenue Service**Return of Private Foundation**

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

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

Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.

OMB No 1545-0052

**2018**

Open to Public Inspection

For calendar year 2018 or tax year beginning

02/01, 2018, and ending

01/31, 2019

Name of foundation

SPRING CHR TR

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

Room/suite

6325 S RAINBOW BLVD STE 300

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

LAS VEGAS, NV 89118

G Check all that apply:

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

H Check type of organization.

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at

end of year (from Part II, col (c), line

16) \$ 12,887,486.

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis)

A Employer identification number

23-6290545

B Telephone number (see instructions)

800-352-3705

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)

1 Contributions, gifts, grants, etc., received (attach schedule)

2 Check ☒ if the foundation is not required to  
attach Sch B.

3 Interest on savings and temporary cash investments.

4 Dividends and interest from securities

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all  
assets on line 6a 3,271,514

7 Capital gain net income (from Part IV, line 2)

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns  
and allowances

b Less Cost of goods sold

c Gross profit or (loss) (attach schedule)

11 Other income (attach schedule)

12 Total Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule) STMT. 3

b Accounting fees (attach schedule) STMT. 4

c Other professional fees (attach schedule)

17 Interest

18 Taxes (attach schedule) (see instructions) STMT. 5

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule) STMT. 6

24 Total operating and administrative expenses

Add lines 13 through 23.

25 Contributions, gifts, grants paid

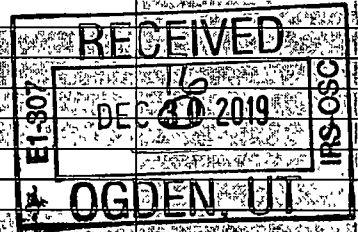
26 Total expenses and disbursements Add lines 24 and 25

27 Subtract line 26 from line 12

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)

03  
04

POSTMARK DATE DEC 16 2019

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<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
<b>Assets</b>	1	Cash - non-interest-bearing . . . . .			
	2	Savings and temporary cash investments . . . . .	209,519.	468,364.	468,364.
	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) . . . . .	1,245,573.		
	b	Investments - corporate stock (attach schedule) . . . . .	5,913,620.		
	c	Investments - corporate bonds (attach schedule) . . . . .	2,387,794.		
	<b>Liabilities</b>	11	Investments - land, buildings, and equipment basis . . . . .		
		Less: accumulated depreciation (attach schedule) ▶ . . . . .			
12		Investments - mortgage loans . . . . .			
13		Investments - other (attach schedule) . . . . .	70,253.	9,630,519.	12,419,122.
14		Land, buildings, and equipment basis . . . . .			
		Less: accumulated depreciation (attach schedule) ▶ . . . . .			
15		Other assets (describe ▶ . . . . .)			
16		<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .	9,826,759.	10,098,883.	12,887,486.
17		Accounts payable and accrued expenses . . . . .			
18		Grants payable . . . . .			
<b>Net Assets or Fund Balances</b>	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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		NONE		
<b>Net Assets or Fund Balances</b>	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 . . . . .	9,826,759.	10,098,883.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .			
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	9,826,759.	10,098,883.		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	9,826,759.	10,098,883.		

**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	9,826,759.
2	Enter amount from Part I, line 27a . . . . .	2	258,279.
3	Other increases not included in line 2 (itemize) ▶ <b>PENDING LOSS ON OPTIONS ACTIVITY</b>	3	17,615.
4	Add lines 1, 2, and 3 . . . . .	4	10,102,653.
5	Decreases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 20</b>	5	3,770.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	10,098,883.

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

(a) List and describe the kind(s) of property sold (for example, 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)
<b>1 a PUBLICLY TRADED SECURITIES</b>					
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 3,271,514.		2,510,667.	760,847.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a			760,847.		
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	760,847.	
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 doesn't 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))
2017			
2016			
2015			
2014			
2013			
2 Total of line 1, column (d) . . . . .			2
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years . . . . .			3
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5 . . . . .			4
5 Multiply line 4 by line 3. . . . .			5
6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .			6
7 Add lines 5 and 6 . . . . .			7
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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . . Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	18,742.
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	NONE
3 Add lines 1 and 2 . . . . .		3	18,742.
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	18,742.
6 Credits/Payments			
a 2018 estimated tax payments and 2017 overpayment credited to 2018 . . . . .	6a	15,951.	
b Exempt foreign organizations - tax withheld at source . . . . .	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	10,000.	
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments Add lines 6a through 6d . . . . .	7	25,951.	
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached . . . . .	8	41.	
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10	7,168.	
11 Enter the amount of line 10 to be Credited to 2019 estimated tax <input type="checkbox"/> 7,168. 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 the 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 2018 or the tax year beginning in 2018? See the 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

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**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 ▶ N/A	X	
14 The books are in care of ▶ SEE STATEMENT 21 Telephone no ▶ Located at ▶ ZIP+4 ▶		
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 2018, 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 2018? . . . . .		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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? . . . . . If "Yes," list the years ▶	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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) . . . . .		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
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 2018 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 2018) . . . . .		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018? . . . . .		X

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

		Yes	No
<b>5a</b>	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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</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		
	Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>	
<b>c</b>	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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
	If "Yes," attach the statement required by Regulations section 53.4945-5(d)		
<b>6a</b>	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		
	If "Yes" to 6b, file Form 8870		
<b>7a</b>	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</b>	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		
<b>8</b>	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, and 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
WELLS FARGO BANK, NA	CO-TRUSTEE			
1525 WEST WT HARRIS BLVD, CHARLOTTE, NC 28288-5709	1	116,543.	-0-	-0-
DIANNE L SEMINGSON	CO-TRUSTEE			
602 SPRUCE STREET, PHILADELPHIA, PA 19106	5	22,038.	-0-	-0-

**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 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 . . . . .	

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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>	12,858,604.
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	462,033.
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	13,320,637.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	13,320,637.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	199,810.
<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>	13,120,827.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	656,041.

**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>	656,041.
<b>2a</b>	Tax on investment income for 2018 from Part VI, line 5 . . . . .	<b>2a</b>	18,742.
<b>b</b>	Income tax for 2018 (This does not include the tax from Part VI.) . . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	18,742.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1. . . . .	<b>3</b>	637,299.
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	637,299.
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1. . . . .	<b>7</b>	637,299.

**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>	649,740.
<b>b</b>	Program-related investments - total from Part IX-B. . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes. . . . .	<b>2</b>	NONE
<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>	NONE
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	NONE
<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>	649,740.
<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. See instructions. . . . .	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	649,740.

**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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7 . . . . .				637,299.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only. . . . .			562,950.	
b Total for prior years 20____, 20____, 20____ . . . . .		NONE		
3 Excess distributions carryover, if any, to 2018				
a From 2013 . . . . .	NONE			
b From 2014 . . . . .	NONE			
c From 2015 . . . . .	NONE			
d From 2016 . . . . .	NONE			
e From 2017 . . . . .	NONE			
f Total of lines 3a through e . . . . .	NONE			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 649,740.				
a Applied to 2017, but not more than line 2a . . . . .			562,950.	
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
c Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
d Applied to 2018 distributable amount . . . . .				86,790.
e Remaining amount distributed out of corpus. . . . .	NONE			
5 Excess distributions carryover applied to 2018 (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 2017 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019. . . . .				550,509.
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 2013 not applied on line 5 or line 7 (see instructions) . . . . .	NONE			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
10 Analysis of line 9				
a Excess from 2014 . . . . .	NONE			
b Excess from 2015 . . . . .	NONE			
c Excess from 2016 . . . . .	NONE			
d Excess from 2017 . . . . .	NONE			
e Excess from 2018 . . . . .	NONE			

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

NOT APPLICABLE

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling . . . . .

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

	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test - enter					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .					
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .					
<b>c</b> "Support" alternative test - enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .					
<b>(3)</b> Largest amount of support from an exempt organization . . . . .					
<b>(4)</b> Gross investment income . . . . .					

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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

N/A

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

**a** The name, address, and telephone number or email address of the person to whom applications should be addressed.

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

**c** Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> Paid during the year				
SHRINERS HOSPITALS FOR CHILDREN PO BOX 31356 TAMPA FL 33631	NONE	PC	GENERAL SUPPORT	314,470.
THE SALVATION ARMY ATTN LEGAL DEPARTMENT WEST NYACK NY 10994-17	NONE	PC	GENERAL SUPPORT	39,308.
SIMPSON HOUSE 2101 BELMONT AVENUE PHILADELPHIA PA 19103	NONE	PC	GENERAL SUPPORT	157,234.
BUCKS CITY ASSOC FOR THE BLIND 400 FREEDOM DRIVE NEWTOWN PA 18940	NONE	PC	GENERAL SUPPORT	78,617.
<b>Total</b> . . . . .			<b>3a</b>	589,629.
<b>b</b> Approved for future payment				
<b>Total</b> . . . . .			<b>3b</b>	

**Part XVI-A      Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
<b>1</b> Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments . . . . .						
<b>3</b> Interest on savings and temporary cash investments . . . . .						
<b>4</b> Dividends and interest from securities . . . . .			14	322,525.		
<b>5</b> Net rental income or (loss) from real estate.						
a Debt-financed property . . . . .						
b Not debt-financed property . . . . .						
<b>6</b> Net rental income or (loss) from personal property						
<b>7</b> Other investment income . . . . .						
<b>8</b> Gain or (loss) from sales of assets other than inventory			18	760,847.		
<b>9</b> Net income or (loss) from special events . . . . .						
<b>10</b> Gross profit or (loss) from sales of inventory . . . . .						
<b>11</b> Other revenue a _____						
b <u>FEDERAL TAX REFUND</u>			1	7,313.		
c _____						
d _____						
e _____						
<b>12</b> Subtotal Add columns (b), (d), and (e) . . . . .				1,090,685.		
<b>13</b> Total Add line 12, columns (b), (d), and (e) . . . . .				1,090,685.		

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

[illegible]

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

TRUSTEE  
Title

May the IRS discuss this return with the preparer shown below?

See instructions ☒ Yes ☐ No

Print/Type preparer's name <b>JOSEPH J. CASTRIANO</b>	Preparer's signature 	Date <b>12/11/2019</b>	Check <input checked="checked" type="checkbox"/> if self-employed	PTIN <b>P01251603</b>
Firm's name ▶ <b>PRICEWATERHOUSECOOPERS LLP</b>			Firm's EIN ▶ <b>13-4008324</b>	
Firm's address ▶ <b>600 GRANT STREET PITTSBURGH, PA 15219</b>			Phone no <b>412-355-6000</b>	

Form **990-PF** (2018)

SPRING CHR TR

23-6290545

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
TOTAL INTEREST	77,080.	77,080.
TOTAL DIVIDEND	245,445.	245,445.
	-----	-----
TOTAL	322,525.	322,525.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEDERAL TAX REFUND	7,313.
	-----
TOTALS	7,313.
	=====

SPRING CHR TR

23-6290545

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
NON-ALLOCABLE LEGAL FEES	36,363.			36,363.
	-----	-----	-----	-----
TOTALS	36,363.	NONE	NONE	36,363.
	=====	=====	=====	=====



SPRING CHR TR

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.
	=====	=====	=====	=====

SPRING CHR TR

23-6290545

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	9,033.	9,033.
FEDERAL TAX PAYMENT - PRIOR YE	20,423.	
FEDERAL ESTIMATES - PRINCIPAL	15,951.	
FOREIGN TAXES ON NONQUALIFIED	709.	709.
	-----	-----
TOTALS	46,116.	9,742.
	=====	=====

SPRING CHR TR

23-6290545

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
OTHER EXPENSE (NON-DEDUCTIBLE INVESTMENT EXPENSES-DIVIDEND I	75. 20,642.	20,642.	75.
TOTALS	----- 20,717. =====	----- 20,642. =====	----- 75. =====

SPRING CHR TR

23-6290545

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

=====

DESCRIPTION	BEGINNING BOOK VALUE
-----	-----
3128MJTC4 FHLMC POOL #G08546	17,221.
3137EADB2 FED HOME LN MTG CORP	49,231.
3137EADR7 FED HOME LN MTG CORP	18,905.
3138XFYH2 FNMA POOL #AV4311	21,692
36230UGA1 GNMA POOL #759193	9,427
912828SF8 US TREASURY NOTE	48,705.
912828UF5 US TREASURY NOTE	33,660.
912828D56 US TREASURY NOTE	39,438.
912828G38 US TREASURY NOTE	64,934.
912828WG1 US TREASURY NOTE	66,644.
912828WJ5 US TREASURY NOTE	66,276.
912828WL0 US TREASURY NOTE	95,162.
3135G0F73 FED NATL MTG ASSN	24,882.
912828J27 US TREASURY NOTE	168,791.
912828VZ0 US TREASURY NOTE	81,163.
912828Q94 US TREASURY NOTE	
912828R36 US TREASURY NOTE	34,616.
912828U24 US TREASURY NOTE	101,785.
912828U32 US TREASURY NOTE	24,617.
912828U73 US TREASURY NOTE	129,259.
3137EAEE5 FED HOME LN MTG CORP	49,971.
912828V98 US TREASURY NOTE	99,194.
	-----
TOTALS	1,245,573.
	=====

SPRING CHR TR

23-6290545

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE
-----	-----
464287168 ISHARES SELECT DIVID	
464287630 ISHARES RUSSELL 2000	81,807.
464287200 ISHARES CORE S & P 5	797,798.
464287481 ISHARES RUSSELL MID-	397,924.
464287473 ISHARES RUSSELL MID-	297,378.
464287465 ISHARES MSCI EAFE ET	693,737.
464287234 ISHARES MSCI EMERGIN	664,875.
256206103 DODGE & COX INT'L ST	91,495.
464287648 ISHARES RUSSELL 2000	105,350.
779919109 T ROWE PRICE REAL ES	
093001774 WILLIAM BLAIR INTL G	169,789.
92914A810 VOYA INTL RL EST FD	
94984B520 WF LARGE CAP CORE FU	
94988V787 WELLS FARGO SM CAP C	97,423.
008252108 AFFILIATED MANAGERS	48,365.
02079K107 ALPHABET INC CL C	74,225.
03076C106 AMERIPRISE FINL INC	27,084.
037833100 APPLE INC	117,566.
072730302 BAYER AG - ADR	27,522.
084670702 BERKSHIRE HATHAWAY I	26,178.
09247X101 BLACKROCK INC	30,346.
097023105 BOEING CO	24,052.
12572Q105 CME GROUP INC	22,970.
126650100 CVS HEALTH CORPORATI	56,664.
150870103 CELANESE CORP	48,392.
17275R102 CISCO SYSTEMS INC	65,929.
172967424 CITIGROUP-INC	66,550.
192446102 COGNIZANT TECH SOLUT	57,709.
20030N101 COMCAST CORP CLASS A	54,784.

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SPRING CHR TR

23-6290545

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE
-----	-----
25243Q205 DIAGEO PLC - ADR	40,632.
254687106 WALT DISNEY CO	32,936.
316389584 FIDELITY ADV INTER R	215,000.
375558103 GILEAD SCIENCES INC	33,806.
405217100 HAIN CELESTIAL GROUP	27,226.
437076102 HOME DEPOT INC	27,767.
46625H100 JPMORGAN CHASE & CO	48,488.
517834107 LAS VEGAS SANDS CORP	33,962.
532457108 ELI LILLY & CO COM	30,439.
56501R106 MANULIFE FINANCIAL C	46,840.
58155Q103 MCKESSON CORP	29,704.
58933Y105 MERCK & CO INC NEW	33,133.
594918104 MICROSOFT CORP	104,601.
654106103 NIKE INC CL B	42,777.
693475105 PNC FINANCIAL SERVIC	63,366.
771195104 ROCHE HOLDINGS LTD -	42,993.
779919307 T ROWE PR REAL ESTAT	352,231.
806857108 SCHLUMBERGER LTD	52,727.
848574109 SPIRIT AEROSYTSEMS H	22,143.
867224107 SUNCOR ENERGY INC NE	53,744.
872540109 TJX COMPANIES INC	19,788.
87612E106 TARGET CORP	18,791.
883556102 THERMO FISHER SCIENT	43,949.
89151E109 TOTAL S.A - ADR	53,044.
907818108 UNION PACIFIC CORP	56,899.
911312106 UNITED PARCEL SERVIC	37,383.
91324P102-UNITEDHEALTH-GROUP-I	71,901.
98978V103 ZOETIS INC	26,595.
G29183103 EATON CORP PLC	28,385.

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SPRING CHR TR

23-6290545

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION

-----

BEGINNING

BOOK VALUE

-----

H42097107 UBS GROUP AG

34,305.

H84989104 TE CONNECTIVITY LTD

42,150.

TOTALS

-----  
5,913,620.

=====

SPRING CHR TR

23-6290545

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION	BEGINNING BOOK VALUE
-----	-----
4812C0803 JPMORGAN HIGH YIELD-	535,515.
693391559 PIMCO EMERG MKTS BD-	401,165.
025816AX7 AMERICAN EXPRESS	
03523TBP2 ANHEUSER-BUSCH INBEV	27,922
037833AK6 APPLE INC	22,905
05531FAK9 BB&T CORPORATION	
118230AL5 BUCKEYE PARTNERS LP	24,957.
120568AV2 BUNGE LIMITED FINANC	
151020AK0 CELGENE CORP	
17275RAH5 CISCO SYSTEMS INC	27,716.
278865AP5 ECOLAB INC	
298785GC4 EUROPEAN INVESTMENT	24,317.
36962G3U6 GENERAL ELEC CAP COR	29,042.
370334BH6 GENERAL MILLS INC	29,314.
38141GRD8 GOLDMAN SACHS GROUP	28,898.
40414LAJ8 HCP INC	24,885.
458140AL4 INTEL CORP	
459200GJ4 IBM CORPORATION	
46625HHU7 JPMORGAN CHASE & CO	31,604.
500255AR5 KOHL'S CORPORATION	25,202
61746BDJ2 MORGAN STANLEY	24,747.
61945CAC7 MOSAIC CO	25,090
666807BF8 NORTHROP GRUMMAN COR	24,631.
68389XAQ8 ORACLE CORP	30,601.
822582AX0 SHELL INTERNATIONAL	49,666.
867914BF9 SUNTRUST BANKS INC	25,081.
91159HHE3-US-BANCORP-	15,371.
92343VBP8 VERIZON COMMUNICATIO	
931422AH2 WALGREEN CO	23,766.

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STATEMENT 11



SPRING CHR TR

23-6290545

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION	BEGINNING BOOK VALUE
-----	-----
80280JDB4 SANTANDER BANK NA	
06406HCX5 BANK OF NEW YORK MEL	30,266.
064159FL5 BANK OF NOVA SCOTIA	51,535.
25466AAF8 DISCOVER FINANCIAL	25,035.
49327M2F0 KEY BANK NA	25,404.
59156RAR9 METLIFE INC	28,549.
61166WAU5 MONSANTO CO	24,579.
747525AE3 QUALCOMM INC	
78008SVD5 ROYAL BANK OF CANADA	
00206RCV2 AT&T INC	
026874DG9 AMERICAN INTL GROUP	26,179.
06051GEU9 BANK OF AMERICA CORP	26,107.
084670BS6 BERKSHIRE HATHAWAY	25,884.
09062XAC7 BIOGEN INC	25,918.
14912L6G1 CATERPILLAR FINANCIA	52,814.
172967KG5 CITIGROUP INC	25,304.
25152R5F6 DEUTSCHE BANK AG	24,908.
261980668 DREYFUS INTERNATL BO	151,123.
30219GAM0 EXPRESS SCRIPTS HOLD	26,756.
404280AK5 HSBC HOLDINGS PLC	27,570.
655664AK6 NORDSTROM INC	
037833DK3 APPLE INC	24,808.
14040HBE4 CAPITAL ONE FINANCIA	30,228.
26441CAL9 DUKE ENERGY CORP	26,326.
345397XK4 FORD MOTOR CREDIT CO	30,448.
37045XBY1 GENERAL MOTORS FINL	25,178.
459200HM6-IBM-CORP	29,859.
501044CQ2 KROGER CO/THE	31,132.
58013MFB5 MCDONALD'S CORP	25,638.

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SPRING CHR TR

23-6290545

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION

-----

BEGINNING  
BOOK VALUE

-----

78013GKN4 ROYAL BANK OF CANADA

24,802.

913017CHO UNITED TECHNOLOGIES

29,312.

91324PDC3 UNITEDHEALTH GROUP

29,737

TOTALS

-----

2,387,794.

=====

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			
07F998194 CALL WRITE EEM @ 37.	C			
14A998033 CALL WRITE EFA @ 60.	C			
161571GX6 CHASE ISSUANCE TRUST	C	35,042.	35,042.	34,573
1YX995SK6 CALL WRITE IWS @ 84.	C			
24F998AS7 CALL WRITE IWN @ 122	C			
24F998DM7 CALL WRITE IWN @ 123	C			
2XE9989N7 CALL WRITE DVY @ 91.	C			
2XE998FD2 CALL WRITE DVY @ 90.	C			
3T39991B9 CALL WRITE IWP @ 101	C			
3YB998DE2 CALL WRITE EFA @ 59	C			
3YB998DG7 CALL WRITE EFA @ 61.	C			
58Y998NG6 CALL WRITE EEM @ 37.	C			
5W6998OE8 CALL WRITE IWO @ 160	C			
7ZZ9988X3 CALL WRITE IVV @ 235	C			
7ZZ998EI9 CALL WRITE IVV @ 230	C			
8W6998H60 CALL WRITE EEM @ 37.	C			
08Q9986N4 CALL WRITE IWO @ 195	C	-642.		
1HE9999O9 CALL WRITE EFA @ 71.	C	-1,446		
1HE9999P6 CALL WRITE EFA @ 72.	C	-931		
3136AVMS5 FED NATL MTG ASSN	C	51,258.	44,943.	43,990.
3T3999A60 CALL WRITE IWP @ 126	C	-1,965.		
536999D85 CALL WRITE EEM @ 48.	C	-363.		
536999NP6 CALL WRITE EEM @ 50.	C	-1,672.		
7ZZ998LF7 CALL WRITE IVV @ 270	C	-4,971.		
7ZZ998PD8 CALL WRITE IVV @ 275	C	-1,044.		
7ZZ998PE6 CALL WRITE IVV @ 280	C	-2,430.		
83X999DS8 CALL WRITE EFA @ 71.	C	-575.		
037833DK3 APPLE INC	C		24,808.	24,313.

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STATEMENT 14

SPRING CHR TR

23-6290545

FORM 990PF, PART II - OTHER INVESTMENTS

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DESCRIPTION -----	COST/ FMV C OR F -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
026874DG9 AMERICAN INTL GROUP	C		26,179.	25,178.
46625HHU7 JPMORGAN CHASE & CO	C		31,604.	30,604.
3137EADB2 FED HOME LN MTG CORP	C		49,231.	49,873.
3128MJTC4 FHLMC POOL #G08546	C		14,819.	14,524.
26441CAL9 DUKE ENERGY CORP 3.9	C		26,326.	25,548.
097023105 BOEING COMPANY	C		34,272.	48,203.
512807108 LAM RESEARCH CORP CO	C		33,045.	33,068.
56501R106 MANULIFE FINANCIAL C	C		38,996.	32,562.
405217100 HAIN CELESTIAL GROUP	C		31,765.	17,780.
98978V103 ZOETIS INC	C		26,595.	34,464.
61746BDJ2 MORGAN STANLEY 3.750	C		49,769.	50,816.
40414LAJ8 HCP INC 4.250% 11/15	C		24,885.	25,375.
437076102 HOME DEPOT INC	C		27,767.	30,282.
883556102 THERMO FISHER SCIENT	C		43,949.	56,504.
911312106 UNITED PARCEL SERVIC	C		47,751.	43,214.
02079K107 ALPHABET INC/CA	C		74,225.	83,728.
172967424 CITIGROUP INC	C		44,829.	39,965.
G29183103 EATON CORP PLC	C		37,713.	37,363.
464287648 ISHARES RUSSELL 2000	C		279,705.	364,008.
90R99HFE1 CALL WRITE EEM @ 42.	C		-1,221.	-3,616.
90R99MNC5 CALL WRITE IVV @ 270	C		-1,732.	-4,920.
464287473 ISHARES RUSSELL MIDC	C		297,378.	623,636.
912828WG1 US TREASURY NOTE 2.2	C		66,644.	64,693.
912828WJ5 US TREASURY NOTE 2 5	C		66,276.	65,104.
404280AK5 HSBC HOLDINGS PLC 5.	C		27,570.	26,059.
36230UGA1 GNMA POOL #759193 3.	C		7,340.	7,023.
37045XBY1 GENERAL MOTORS FINL	C		25,178.	24,172.
912828SF8 US TREASURY NOTE 2.0	C		48,705.	49,369.
931422AH2 WALGREEN CO 3.100% 9	C		23,766.	24,604.

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SPRING CHR TR

23-6290545

FORM 990PF, PART II - OTHER INVESTMENTS

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DESCRIPTION -----	COST/ FMV C OR F -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
38141GRD8 GOLDMAN SACHS GROUP	C		28,898.	30,369.
459200HM6 IBM CORP 1.625% 5/15	C		29,859.	29,552.
192446102 COGNIZANT TECH SOLUT	C		57,709.	55,744.
594918104 MICROSOFT CORP	C		89,478.	118,006.
91324P102 UNITEDHEALTH GROUP I	C		54,993.	72,954.
46625H100 JPMORGAN CHASE & CO	C		54,691.	57,443.
12572Q105 CME GROUP INC	C		39,067.	47,393.
261980668 DREYFUS INTERNATL BO	C		151,123.	143,793.
7Y099K8L3 CALL WRITE EFA @ 62.	C		-1,123.	-2,616.
464287465 ISHARES MSCI EAFE	C		593,254.	728,655.
464287481 ISHARES TR RUSSELL M	C		359,183.	869,109.
49327M2F0 KEY BANK NA 2.500% 1	C		25,404.	24,927.
50540RAR3 LABORATORY CORP OF 2	C		24,801.	24,902.
09062XAC7 BIOGEN INC	C		25,918.	24,972.
913017CH0 UNITED TECHNOLOGIES	C		29,312.	27,826.
822582AX0 SHELL INTERNATIONAL	C		49,666.	51,124.
14912L6G1 CATERPILLAR FINANCIA	C		52,814.	49,874.
084670BS6 BERKSHIRE HATHAWAY	C		25,884.	24,888.
912828R36 US TREASURY NOTE	C		34,616.	32,873.
912828U24 US TREASURY NOTE	C		101,785.	100,780.
3137EAE5 FED HOME LN MTG CORP	C		49,971.	49,501.
06051GEU9 BANK OF AMERICA CORP	C		50,858.	50,253.
3138XFYH2 FNMA POOL #AV4311	C		16,103.	15,540.
464287630 ISHARES RUSSELL 2000	C		306,513.	367,709.
7Y099KF43 CALL WRITE EFA @ 62.	C		-1,039.	-1,219.
693391559 PIMCO EMERG MKTS BD-	C		601,165.	658,675.
370334BH6 GENERAL MILLS INC 5.	C		29,314.	25,022.
06406HCX5 BANK OF NEW YORK MEL	C		54,685.	55,086.
30219GAM0 EXPRESS SCRIPTS HOLD	C		26,756.	25,820.

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SPRING CHR TR

23-6290545

FORM 990PF, PART II - OTHER INVESTMENTS

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DESCRIPTION -----	COST/ FMV C OR F -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
501044CQ2 KROGER CO/THE 3.400%	C		31,132.	29,742.
3137EADR7 FED HOME LN MTG CORP	C		18,905.	19,710.
17275R102 CISCO SYSTEMS INC	C		47,407.	64,551.
7Y099KGY6 CALL WRITE EFA @ 62.	C		-1,173	-1,932.
9128284A5 US TREASURY NOTE	C		157,846.	159,130.
345397XK4 FORD MOTOR CREDIT CO	C		30,448.	29,513.
172967KG5 CITIGROUP INC	C		25,304.	24,991.
912828V98 US TREASURY NOTE	C		204,188	204,931.
58013MFB5 MCDONALD'S CORP	C		25,638.	24,744.
912828VZ0 US TREASURY NOTE 2.0	C		81,163.	79,356.
693475105 PNC FINANCIAL SERVIC	C		44,599.	41,094.
771195104 ROCHE HOLDINGS LTD -	C		42,993.	45,954.
89151E109 TOTAL FINA ELF S.A.	C		60,149.	59,382.
4812C0803 JPMORGAN HIGH YIELD	C		536,387.	612,905.
78013GKN4 ROYAL BANK OF CANADA	C		54,143.	54,335.
912828D56 US TREASURY NOTE 2 3	C		39,438	39,792.
251526BW8 DEUTSCHE BANK NY	C		24,908	24,378.
912828G38 US TREASURY NOTE 2 2	C		64,934.	64,167.
037833100 APPLE COMPUTER INC C	C		98,722.	101,528.
126650100 CVS/CAREMARK CORPORA	C		56,664.	48,835.
254687106 WALT DISNEY CO	C		41,545.	45,723.
285512109 ELECTRONIC ARTS INC	C		18,742.	22,599.
872540109 TJX COS INC NEW	C		17,236.	23,373.
87612E106 TARGET CORP	C		18,791.	23,360.
867224107 SUNCOR ENERGY INC NE	C		61,663.	57,853.
00206R102 AT & T INC	C		59,442	51,703.
848574109 SPIRIT AEROSYTSEMS H	C		22,143.	23,769.
464287200 ISHARES S & P 500 IN	C		547,821.	1,314,574.
90R99HD86 CALL WRITE EEM @ 41.	C		-1,512.	-6,120.

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SPRING CHR TR

23-6290545

FORM 990PF, PART II - OTHER INVESTMENTS

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DESCRIPTION -----	COST/ FMV C OR F -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
464287234 ISHARES TR MSCI EMER	C		714,989.	754,681.
91324PDC3 UNITEDHEALTH GROUP	C		29,737.	29,634.
14040HBE4 CAPITAL ONE FINANCIA	C		30,228.	29,971.
25466AAF8 DISCOVER FINANCIAL 3	C		25,035.	24,851.
912828J27 US TREASURY NOTE 2.0	C		168,791.	163,276.
17275RAH5 CISCO SYSTEMS INC 4.	C		53,445.	50,807.
03523TBP2 ANHEUSER-BUSCH INBEV	C		27,922.	29,234.
61945CAC7 MOSAIC CO 4.250% 11/	C		25,090.	25,718.
Y2573F102 FLEXTRONICS INTL LTD	C		43,142.	24,339.
25243Q205 DIAGEO PLC - ADR	C		47,940.	53,428.
375558103 GILEAD SCIENCES INC	C		28,712.	25,904.
907818108 UNION PACIFIC CORP	C		50,741.	68,400.
26875P101 EOG RESOURCES, INC	C		36,805.	34,720.
09247X101 BLACKROCK INC	C		48,150.	43,583.
084670702 BERSHIRE HATHAWAY IN	C		26,178.	28,776.
20030N101 COMCAST CORP CLASS A	C		22,036.	21,942.
316389584 FIDELITY ADV INTER R	C		215,000.	229,862.
90R99HL20 CALL WRITE EEM @ 43.	C		-2,059.	-2,720.
093001774 BLAIR WILLIAM MUT FD	C		169,789.	181,506.
86562MBF6 SUMITOMO MITSUI FINL	C		40,034.	40,865.
61166WAU5 MONSANTO CO 3.375% 7	C		24,579.	23,537.
68389XAU9 ORACLE CORP 3.400% 7	C		29,996.	30,432.
064159FL5 BANK OF NOVA SCOTIA	C		51,535.	49,826.
3135GOF73 FED NATL MTG ASSN	C		24,882.	24,554.
912828U73 US TREASURY NOTE	C		64,629.	64,345.
037833AK6 APPLE INC 2.400% 5/0	C		22,905.	24,607.
532457108 ELI LILLY & CO COM	C		30,139.	43,150.
654106103 NIKE INC CL B	C		37,093.	54,450.
H42097107 UBS GROUP AG	C		44,864.	29,354.

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23-6290545

FORM 990PF, PART II - OTHER INVESTMENTS

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DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
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58933Y105 MERCK & CO INC NEW	C		33,133.	41,309.
517834107 LAS VEGAS SANDS CORP	C		51,320	44,937.
150870103 CELANESE CORP	C		48,392.	44,528.
H84989104 TE CONNECTIVITY LTD	C		42,150.	38,856.
609207105 MONDELEZ INTERNATIONAL	C		49,569.	53,430.
256206103 DODGE & COX INT'L ST	C		91,495.	210,355.
779919307 T ROWE PR REAL ESTAT	C		182,387.	717,721.
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TOTALS		70,253.	9,630,519.	12,419,122.
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FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES  
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DESCRIPTION -----	AMOUNT -----
GAIN ON CY SALES NOT SETTLED AT YEAR END	1,144.
MF TIMING DIFFERENCE	1,938.
COST BASIS ADJUSTMENT	688.
	-----
TOTAL	3,770.
	=====

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF  
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NAME: WELLS FARGO BANK

ADDRESS: 100 NORTH MAIN ST D4001-065  
WINSTON SALEM, NC 27107

TELEPHONE NUMBER: (800)352-3705