29491009028001

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 for instructions and the latest information.

1909

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning 10/01, 2018, and ending 09/30, 2019

Name of foundation: REA CHARITABLE TRUST - MAIN	A Employer identification number: 26-3671567
Number and street (or P O box number if mail is not delivered to street address): 6325 S RAINBOW BLVD STE 300 / Room/suite:	B Telephone number (see instructions): 888-730-4933
City or town, state or province, country, and ZIP or foreign postal code: LAS VEGAS, NV 89118	C If exemption application is pending, check here ▶ [ ]

6

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

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

H Check type of organization: [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

04

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 119,912,393.

J Accounting method [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis)

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

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

	Line	Description	(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 ▶ [X] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	3,017,871.	2,787,470.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,730,326.			
	b	Gross sales price for all assets on line 6a 8,505,539.				
	7	Capital gain net income (from Part IV, line 2)		1,730,326.		
	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)	395,436.	213,082.		STMT 2
	12	Total Add lines 1 through 11	5,143,633.	4,730,878.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	448,519.	336,389.		112,130.
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 3	1,116.	NONE	NONE	1,116.
	c	Other professional fees (attach schedule) STMT 4	117,068.	13,630.		103,438.
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 5	150,964.	72,464.		
	19	Depreciation (attach schedule) and depletion	243,774.	243,774.		
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule) STMT 6	35,513.	34,412.		1,101.
	24	Total operating and administrative expenses Add lines 13 through 23	996,954.	700,669.	NONE	217,785.
	25	Contributions, gifts, grants paid	5,039,000.			5,039,000.
	26	Total expenses and disbursements Add lines 24 and 25	6,035,954.	700,669.	NONE	5,256,785.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	-892,321.			
	b	Net investment income (if negative, enter -0-)		4,030,209.		
	c	Adjusted net income (if negative, enter -0-)				

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ENVELOPE POSTMARK DATE AUG 14 2020

SCANNED MAR 10 2021

RECEIVED AUG 27 2020 OGDEN, UT

NOV 13 2020

22 Received in Batching Ogden

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		109,075.	109,075.
	2	Savings and temporary cash investments	2,131,673.	769,032.	769,032.
	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)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶ 6,726,335.			
		Less accumulated depreciation (attach schedule) ▶ 2,732,095.	4,238,014.	3,994,240.	7,141,953.
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 7	96,105,109.	96,774,878.	111,892,333.
	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)	102,474,796.	101,647,225.	119,912,393.
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 ▶ ☐ 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 ▶ X and complete lines 27 through 31			
	27	Capital stock, trust principal, or current funds	102,474,796.	101,647,225.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
29	30	**Total net assets or fund balances** (see instructions)	102,474,796.	101,647,225.	
30	31	**Total liabilities and net assets/fund balances** (see instructions)	102,474,796.	101,647,225.	

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	102,474,796.
2	Enter amount from Part I, line 27a	2	-892,321.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 23	3	92,221.
4	Add lines 1, 2, and 3	4	101,674,696.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 24	5	27,471.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	101,647,225.

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)
1 a	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	8,505,539.		6,775,213.	1,730,326.
b				
c				
d				
e				

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

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				1,730,326.
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	1,730,326.
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.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	3,444,309.	117,607,675.	0.029286
2016	3,440,948.	105,621,221.	0.032578
2015	1,881,104.	49,219,678.	0.038219
2014	1,881,577.	40,262,446.	0.046733
2013	1,506,546.	39,626,823.	0.038018

2	**Total** of line 1, column (d)	2	0.184834
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	0.036967
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	107,957,593.
5	Multiply line 4 by line 3	5	3,990,868.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	40,302.
7	Add lines 5 and 6	7	4,031,170.
8	Enter qualifying distributions from Part XII, line 4	8	5,256,785.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1 . . . Date of ruling or determination letter ____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	40,302.
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	40,302.
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	40,302.
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018 — 6a: 120,990.		
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	120,990.
8	Enter any **penalty** for underpayment of estimated tax Check here [ ] if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	80,688.
11	Enter the amount of line 10 to be **Credited to 2019 estimated tax** ▶ 40,304. **Refunded** ▶	11	40,384.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ____ (2) On foundation managers ▶ $ ____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		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	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by *General Instruction T*	5		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?	6	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	7	X	
8a	Enter the states to which the foundation reports or with which it is registered See instructions ▶ TX			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanation	8b	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	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		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	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ SEE STATEMENT 25 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

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year, did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		X
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? ☐ Yes ☒ No			
	If "Yes," list the years ▶ , , ,			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ , , ,			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4b		X

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

			Yes	No
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		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		
8	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? ☐ Yes ☒ 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
SEE STATEMENT 26		462,748.		

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

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 ▶	

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	108,045,513.
b	Average of monthly cash balances	1b	1,556,104.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	109,601,617.
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	109,601,617.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,644,024.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	107,957,593.
6	**Minimum investment return.** Enter 5% of line 5	6	5,397,880.

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	5,397,880.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	40,302.		
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	40,302.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	5,357,578.
4	Recoveries of amounts treated as qualifying distributions			4	36,810.
5	Add lines 3 and 4			5	5,394,388.
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	5,394,388.

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	5,256,785.
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	5,256,785.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b. See instructions	5	40,302.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	5,216,483.

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				5,394,388.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			5,033,809.	
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 ▶ $ 5,256,785.				
a Applied to 2017, but not more than line 2a			5,033,809.	
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				222,976.
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				5,171,412.
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	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test-enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

NONE

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.

NONE

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:

SEE STATEMENT 28

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV . **Supplementary Information** *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED	NONE	PC	GENERAL OPERATING	5,039,000.
Total . . . . . . ▶ **3a**				5,039,000.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	3,017,871.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	1,730,326.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b FEDERAL TAX REFUND			1	182,354.	
c OTHER INCOME			1	33,460.	
d PARTNERSHIP INCOME			1	-825.	
e ROYALTY INCOME			1	180,447.	
12 Subtotal Add columns (b), (d), and (e)				5,143,633.	

13 **Total** Add line 12, columns (b), (d), and (e) . . . . . . 13 5,143,633.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

Brandi A. Dobson S.V.P.
Wells Fargo Bank, N.A. | 08/12/2020 | 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 ☒ if self-employed	PTIN
JOSEPH J. CASTRIANO		08/12/2020		P01251603

Firm's name ▶ PRICEWATERHOUSECOOPERS LLP — Firm's EIN ▶ 13-4008324

Firm's address ▶ 600 GRANT STREET
PITTSBURGH, PA 15219 — Phone no 412-355-6000

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	40,538.	40,538.
FOREIGN DIVIDENDS	416,850.	416,850.
NONDIVIDEND DISTRIBUTIONS	230,401.	
DOMESTIC DIVIDENDS	1,033,204.	1,033,204.
OTHER INTEREST	164,129.	164,129.
CORPORATE INTEREST	949.	949.
FOREIGN INTEREST	20,808.	20,808.
U.S. GOVERNMENT INTEREST(FEDERAL TAXABLE	62,126.	62,126.
U.S. GOVERNMENT INTEREST - FEDERAL & STA	3,888.	3,888.
FEDERALLY TAXABLE MUNICIPAL INTEREST	3,728.	3,728.
OID INCOME	1,265.	1,265.
OID INCOME ON USGI	34,036.	34,036.
OID ADJUSTMENT	-114.	-114.
OID INCOME ADJUSTMENT ON USGI	-2,145.	-2,145.
US GOVERNMENT INTEREST REPORTED AS QUALI	499.	499.
NONQUALIFIED FOREIGN DIVIDENDS	176,792.	176,792.
NONQUALIFIED DOMESTIC DIVIDENDS	667,924.	667,924.
SECTION 199A DIVIDENDS	162,993.	162,993.
TOTAL	3,017,871.	2,787,470.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL TAX REFUND		182,354.	
OTHER INCOME		33,460.	33,460.
PARTNERSHIP INCOME		-825.	-825.
ROYALTY INCOME		180,447.	180,447.
	TOTALS	395,436.	213,082.

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	1,116.			1,116.
TOTALS	1,116.	NONE	NONE	1,116.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER EXPENSE (NON-DEDUCTIBLE	13,630.	13,630.	
GRANT ADMIN FEE	103,438.		103,438.
TOTALS	117,068.	13,630.	103,438.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	57,203.	57,203.
FEDERAL ESTIMATES - PRINCIPAL	78,500.	
FOREIGN TAXES ON QUALIFIED FOR	2,076.	2,076.
FOREIGN TAXES ON NONQUALIFIED	13,185.	13,185.
TOTALS	150,964.	72,464.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER ADMINISTRATIVE EXPENSE	1,101.		1,101.
INVESTMENT EXPENSES-DIVIDEND I	3,771.	3,771.	
ROYALTY EXPENSES	30,641.	30,641.	
TOTALS	35,513.	34,412.	1,101.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
641069406 NESTLE S.A. REGISTER	C	23,921.	36,206.
66987V109 NOVARTIS AG - ADR	C	81,295.	99,848.
717081103 PFIZER INC	C	60,259.	66,291.
166764100 CHEVRON CORP	C	25,645.	30,243.
172967333 CITIGROUP INC 6.875%	C		
060505682 BANK OF AMERICA CORP	C	49,320.	59,968.
00912XAK0 AIR LEASE CORP 3.875	C		
749685AT0 RPM INTERNATIONAL IN	C		
384109104 GRACO INC	C	3,374.	5,525.
635017106 NATIONAL BEVERAGE CO	C	3,567.	3,105.
114340102 BROOKS AUTOMATION IN	C	4,915.	7,480.
737446807 POST HOLDINGS INC	C		
049164BH8 ATLAS AIR WORLDWIDE	C	31,289.	28,296.
756577AD4 RED HAT INC	C		
25470MAB5 DISH NETWORK CORP	C	52,596.	41,229.
035255108 ANIKA THERAPEUTICS I	C	4,280.	4,830.
533900106 LINCOLN ELECTRIC HOL	C	3,078.	3,210.
029683109 AMERICAN SOFTWARE IN	C	1,974.	2,719.
75524B104 RBC BEARINGS INC	C	5,090.	8,959.
40418F108 HFF INC	C		
192446102 COGNIZANT TECH SOLUT	C	308,513.	329,047.
907818108 UNION PACIFIC CORP	C	140,448.	374,984.
MIM026040 CRANE AND UPTON COS	C	1.	1.
H42097107 UBS GROUP AG	C	307,770.	189,103.
NBP993844 NB CROSSROADS PRIV M	C	149,175.	148,542.
GTY995004 GAI AGILITY INCOME F	C		
722005220 PIMCO FOREIGN BOND (	C	418,271.	355,091.
922908553 VANGUARD REIT VIPER	C	4,560,046.	5,457,456.
00203H859 AQR MANAGED FUTURES	C	2,000,000.	1,795,945.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
66989HAJ7 NOVARTIS CAPITAL COR	C	211,022.	210,512.
92826CAC6 VISA INC	C	210,848.	205,638.
857477AW3 STATE STREET CORP	C	201,630.	205,134.
912828NT3 US TREASURY NOTE 2.6	C	110,020.	100,656.
912828S27 US TREASURY NOTE	C	394,112.	396,032.
05565QBP2 BP CAPITAL MARKETS 4	C		
3130A8QS5 FED HOME LN BK	C		
912828UQ1 US TREASURY NOTE 1.2	C		
031162100 AMGEN INC	C	34,979.	41,411.
833034101 SNAP ON INC	C	67,182.	67,782.
80105N105 SANOFI-AVENTIS - ADR	C	36,000.	38,408.
86562M209 SUMITOMO TRUST AND B	C	61,531.	51,615.
20449X401 COMPASS GROUP PLC AD	C	40,782.	56,702.
49446R711 KIMCO REALTY CORP 5.	C	7,988.	8,401.
020002853 ALLSTATE CORP 6.250%	C	3,736.	3,395.
74460W792 PUBLIC STORAGE 5.875	C	2,276.	2,127.
808513402 CHARLES SCHWAB CORP	C	36,010.	34,136.
172967317 CITIGROUP INC 6.300%	C	4,735.	4,625.
38148B504 GOLDMAN SACHS GROUP	C	15,669.	15,293.
03939A206 ARCH CAPITAL GROUP L	C	11,704.	11,919.
33616C811 FIRST REPUBLIC BANK	C	3,995.	4,136.
74460W669 PUBLIC STORAGE 5.050	C	2,351.	2,467.
693475857 PNC FINANCIAL SERVIC	C	45,914.	43,653.
MIM026180 "MIDLAND CO., TX"	C	1.	1.
75524W108 RE/MAX HOLDINGS INC	C		
493267702 KEYCORP 6.125% PFD	C	20,149.	21,908.
010392462 ALABAMA POWER CO 5.0	C	4,046.	4,242.
74460W107 PUBLIC STORAGE 5.200	C	1,964.	1,910.
893830BJ7 TRANSOCEAN INC	C	19,456.	11,454.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
054937875 BB&T CORPORATION 5.6	C	8,021.	8,013.
742537202 PRINCIPAL FDS-CAPITA	C	574,253.	576,635.
49446R737 KIMCO REALTY CORP 5.	C	3,908.	4,132.
69360J594 PS BUSINESS PARKS IN	C	4,009.	4,203.
49446R778 KIMCO REALTY CORP 5.	C	3,261.	3,203.
064058209 BANK OF NEW YORK MEL	C	24,555.	24,307.
020002309 ALLSTATE CORP PFD	C	4,059.	3,929.
637417809 NATL RETAIL PROPERTI	C	6,791.	6,591.
29364D753 ENTERGY ARKANSAS INC	C		
375558103 GILEAD SCIENCES INC	C	227,561.	239,069.
411511306 HARBOR INTERNATION F	C		
MIM026255 MOORE CO., TX	C	1.	1.
464287804 ISHARES TR SMALLCAP	C	2,332,110.	3,122,941.
74256W485 PRINCIPAL PREFERRED	C	760,000.	760,991.
084670702 BERSHIRE HATHAWAY IN	C		
85917K546 STERLING CAPITAL STR	C	580,000.	549,234.
880208400 TEMPLETON GLOBAL BON	C		
G29183103 EATON CORP PLC	C	196,248.	267,327.
3137EACA5 FED HOME LN MTG CORP	C		
12572QAG0 CME GROUP INC	C	210,476.	209,470.
09247XAE1 BLACKROCK INC 5.000%	C		
65477XAE4 NISSAN AUTO LEASE TR	C		
912828X47 US TREASURY NOTE	C	397,278.	402,704.
85771PAK8 STATOIL ASA 2.650% 1	C	206,276.	205,420.
456837103 ING GROEP N.V. - ADR	C	62,389.	45,060.
74463M106 PUBLICIS GROUPE S.A.	C		
826197501 SIEMENS AG - ADR	C	33,225.	33,544.
89353D107 TRANSCANADA CORP	C		
92334N103 VEOLIA ENVIRONNEMENT	C	34,321.	47,348.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
92343V302 VERIZON COMMUNICATIO	C		
842587404 SOUTHERN CO PFD	C	4,777.	5,136.
61762V507 MORGAN STANLEY 6.625	C	23,655.	21,641.
481246700 JPMORGAN CHASE & CO	C		
125896860 CMS ENERGY CORP PFD	C	7,931.	8,608.
14040H709 CAPITAL ONE FINANCIA	C	19,830.	17,775.
48127R461 JP MORGAN CHASE & CO	C	11,613.	10,927.
361448608 GATX CORP 5.625% PFD	C	9,987.	10,411.
233331800 DTE ENERGY CO 5.375%	C	6,478.	6,555.
29364D100 ENTERGY ARKANSAS INC	C	8,003.	8,580.
037833100 APPLE COMPUTER INC C	C	143,307.	742,461.
25243Q205 DIAGEO PLC - ADR	C	232,967.	370,373.
437076102 HOME DEPOT INC	C	175,734.	278,424.
532457108 ELI LILLY & CO COM	C	184,653.	272,865.
405217100 HAIN CELESTIAL GROUP	C	224,308.	143,238.
MIM026016 "CRANE CO., TX"	C	1.	1.
09247X101 BLACKROCK INC	C	214,798.	254,015.
04314H600 ARTISAN MID CAP FUND	C	1,425,000.	1,378,351.
464287507 ISHARES TR S & P MID	C	3,578,053.	4,909,008.
464287465 ISHARES MSCI EAFE	C	2,491,458.	2,836,439.
008882532 INVESCO INTERNATIONA	C		
464287176 ISHARES BARCLAYS TIP	C	1,001,672.	1,005,909.
77958B402 T ROWE PRICE INST FL	C	1,350,000.	1,312,179.
98978V103 ZOETIS INC	C	118,256.	267,246.
037833AR1 APPLE INC 2.850% 5/0	C	101,959.	101,564.
097023BP9 BOEING CO	C	204,994.	202,952.
58405UAG7 MEDCO HEALTH SOLUTIO	C	110,946.	101,906.
31418APY8 FNMA POOL #MA1338 3.	C	115,047.	112,563.
912828VS6 US TREASURY NOTE 2.6	C	408,288.	413,892.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
054536107 AXA ADR	C	70,081.	67,904.
539830109 LOCKHEED MARTIN CORP	C	56,164.	89,714.
911312106 UNITED PARCEL SERVIC	C	200,715.	261,208.
MIM026248 MOORE CO., TX	C	1.	1.
92276M204 VENTAS REALTY LP/CAP	C		
007800AB1 AEROJET ROCKETDYNE	C	19,902.	29,906.
925550AB1 VIAVI SOLUTIONS INC	C	21,937.	25,778.
695127AD2 PACIRA PHARMACEUTICA	C	20,296.	20,653.
52603BAA5 LENDINGTREE INC	C	20,527.	22,425.
45845PAA6 INTERCEPT PHARMAS	C	9,700.	8,600.
674215AJ7 OASIS PETROLEUM INC	C	50,362.	34,056.
SKY990RF9 SKYBRIDGE MULTI-ADVI	C	3,368,491.	3,606,659.
912828D56 US TREASURY NOTE 2.3	C	404,079.	414,908.
747525AF0 QUALCOMM INC	C	211,300.	211,402.
594918BG8 MICROSOFT CORP	C	205,062.	200,332.
161571HC1 CHASE ISSUANCE TRUST	C		
912828PC8 US TREASURY NOTE 2.6	C	308,370.	302,694.
58013MEM2 MCDONALD'S CORP 2.62	C	99,657.	101,522.
912828RH5 US TREASURY NOTE 1.3	C		
89153UAF8 TOTAL CAPITAL CANADA	C	207,166.	205,530.
032654105 ANALOG DEVICES INC	C	30,159.	39,999.
110448107 BRITISH AMERICAN TOB	C	67,424.	49,188.
62942M201 NTT DOCOMO, INC. - A	C	30,800.	33,967.
500472303 KONINKLIJKE PHILIPS	C	34,970.	53,188.
65339F101 NEXTERA ENERGY INC	C	39,133.	79,217.
26078J100 DOWDUPONT INC	C		
00206R300 AT&T INC 5.350% PFD	C	3,951.	4,405.
253868871 DIGITAL REALTY TRUST	C		
025932609 AMERICAN FINANCIAL G	C	7,837.	7,349.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
857477889 STATE STREET CORP 6.	C	22,598.	21,269.
744320805 PRUDENTIAL FINANCIAL	C	3,947.	4,420.
26441C402 DUKE ENERGY CORP PFD	C	3,973.	4,366.
48128B655 JPMORGAN CHASE & CO	C	3,999.	4,392.
48127X542 JPMORGAN CHASE & CO	C	4,705.	4,484.
14040H881 CAPITAL ONE FINANCIA	C	4,392.	4,202.
084423607 BERKLEY (WR) CORPORA	C	12,226.	12,163.
29364N108 ENTERGY MISSISSIPPI	C	7,863.	8,615.
929042844 VORNADO REALTY TRUST	C		
741503AS5 PRICELINE.COM, INCOR	C	61,677.	62,777.
55608BAA3 MACQUARIE INFRASTRUC	C		
55024UAB5 LUMENTUM HLDGS INC	C	40,884.	37,040.
34959J207 FORTIVE CORPORATION	C	39,639.	33,379.
531229AB8 LIBERTY MEDIA CORP 1	C	33,074.	38,227.
98235TAE7 WRIGHT MEDICAL GROUP	C	35,174.	33,868.
42330PAH0 HELIX ENERGY SOLUTIO	C	31,310.	31,213.
04316A108 ARTISAN PARTNERS ASS	C		
126650100 CVS/CAREMARK CORPORA	C	489,855.	491,820.
693475105 PNC FINANCIAL SERVIC	C	144,325.	215,846.
78462F103 SPDR S & P 500 ETF T	C	10,696,926.	14,541,730.
883556102 THERMO FISHER SCIENT	C	45,887.	251,949.
89151E109 TOTAL FINA ELF S.A.	C	364,600.	381,316.
91324P102 UNITEDHEALTH GROUP I	C	89,844.	392,263.
MIM026057 "GAINES CO., TX"	C	1.	1.
MIM026263 UPTON CO TX 1/2 ROY	C	1.	1,217,873.
589509207 MERGER FUND-INST #30	C	599,434.	651,403.
315920702 FID ADV EMER MKTS IN	C		
025083320 AMER CENT SMALL CAP	C	585,000.	708,307.
03076C106 AMERIPRISE FINL INC	C		

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
78463X863 SPDR DJ WILSHIRE INT	C	3,357,060.	3,375,838.
857477608 STATE STREET CORP 5.	C	11,005.	10,874.
929042828 VORNADO REALTY TRUST	C	8,092.	8,453.
947890505 WEBSTER FINANCIAL CO	C	4,022.	4,180.
74460W826 PUBLIC STORAGE 6.000	C		
75968N309 RENAISSANCERE HOLDIN	C	7,907.	8,477.
81721M307 SENIOR HOUSING PROPE	C	3,723.	3,646.
233331867 DTE ENERGY CO 6.000%	C	3,783.	4,245.
756255204 RECKITT BENCKIS/S AD	C	55,240.	50,769.
69360J578 PS BUSINESS PARKS IN	C	8,099.	8,522.
00206R409 AT&T INC PFD	C	3,953.	4,472.
060505310 BANK OF AMERICA CORP	C	25,532.	23,836.
65366HAB9 NICE SYS INC	C	39,514.	57,075.
92343XAA8 VERINT SYSTEMS INC 1	C	30,739.	32,174.
81762PAC6 SERVICENOW INC	C	50,942.	61,247.
458140AF7 P/P INTEL CORP 3.250	C	48,912.	63,500.
452327AH2 ILLUMINA INC PFD SRB	C	32,549.	42,398.
947075AH0 WEATHERFORD BERMUDA	C		
45772FAB3 INPHI CORP	C	32,595.	37,441.
854502887 STANLEY BLACK & DECK	C	37,078.	31,048.
163072101 CHEESECAKE FACTORY I	C	8,298.	6,460.
885160101 THOR INDS INC	C	7,986.	5,098.
929236107 WD 40 CO	C	3,112.	4,956.
82982L103 SITEONE LANDSCAPE SU	C	5,018.	8,882.
17275R102 CISCO SYSTEMS INC	C	212,193.	456,054.
594918104 MICROSOFT CORP	C	326,858.	1,017,561.
87612E106 TARGET CORP	C	129,158.	246,962.
MIM026289 WINKLER CO TX 1/8 M	C	1.	1,731.
262028855 DRIEHAUS ACTIVE INCO	C	500,000.	436,725.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
339128100 JP MORGAN MID CAP VA	C	1,425,000.	1,513,501.
02079K107 ALPHABET INC/CA	C	310,288.	615,595.
20030N101 COMCAST CORP CLASS A	C	77,479.	86,599.
517834107 LAS VEGAS SANDS CORP	C	234,375.	235,661.
172967424 CITIGROUP INC	C	266,154.	345,400.
00206R102 AT & T INC	C	457,906.	477,806.
74925K581 ROBECO BP LNG/SHRT R	C	1,500,000.	1,531,552.
026874CZ8 AMERICAN INTL GROUP	C		
30231GAF9 EXXON MOBIL CORPORAT	C	102,122.	103,266.
58769BAD6 MERCEDES-BENZ AUTO	C	28,293.	28,256.
31410LHK1 FNMA POOL #890434	C	125,791.	123,199.
458140AJ9 INTEL CORP 3.300% 10	C	216,870.	205,858.
59156RBF4 VR METLIFE INC 3.048	C	205,726.	205,910.
670704AG0 NUVASIVE INC	C	36,269.	37,800.
075887208 BECTON DICKINSON AND	C	36,992.	38,694.
584688AG0 MEDICINES COMPANY	C	21,921.	25,305.
232806AM1 CYPRESS SEMICONDUCTO	C	19,070.	22,667.
743424103 PROOFPOINT INC	C		
515098101 LANDSTAR SYS INC COM	C	4,215.	5,516.
749607107 RLI CORP COM	C	3,966.	5,853.
810186106 THE SCOTTS MIRACLE-G	C	8,993.	10,589.
942622200 WATSCO INC CL A	C	5,857.	6,936.
062540109 BANK HAWAII CORP	C	6,470.	6,273.
441593100 HOULIHAN LOKEY INC	C	6,418.	6,404.
64125CAD1 NEUROCRINE BIOSCIENC	C	38,252.	39,707.
826919AB8 SILICON LABORATORIES	C	19,969.	20,812.
110394AF0 BRISTOW GROUP INC	C		
235851AF9 DANAHER CORP 1/22/21	C	62,810.	115,725.
177376AD2 CITRIX SYSTEMS INC	C		

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
464337AJ3 ISIS PHARMACEUTICALS	C	21,748.	23,950.
42809H404 HESS CORP PFD	C		
595017AD6 MICROCHIP TECHNOLOGY	C	44,825.	66,297.
N22717107 CORE LABORATORIES N	C	6,752.	2,704.
426281101 HENRY JACK & ASSOC I	C	2,328.	3,795.
74164M108 PRIMERICA INC	C	3,958.	7,125.
14808P109 CASS INFORMATION SYS	C	5,908.	5,669.
79546E104 SALLY BEAUTY HLDGS I	C		
17243V102 CINEMARK HOLDINGS IN	C	5,800.	5,680.
254687106 WALT DISNEY CO	C	112,401.	272,369.
771195104 ROCHE HOLDINGS LTD -	C	76,540.	90,432.
806857108 SCHLUMBERGER LTD	C		
872540109 TJX COS INC NEW	C	90,790.	218,501.
26875P101 EOG RESOURCES, INC	C	262,224.	194,456.
30231G102 EXXON MOBIL CORPORAT	C	60,296.	54,087.
G7S00T104 PENTAIR PLC	C		
471105205 JAPAN TOBACCO INC-UN	C	48,417.	31,934.
G6518L108 NIELSEN HLDGS PLC	C	68,171.	43,520.
064149107 BANK OF NOVA SCOTIA	C	41,535.	44,116.
502441306 LVMH MOET HENNESSY U	C	22,985.	49,911.
780259206 ROYAL DUTCH SHELL PL	C	37,796.	41,254.
233331859 DTE ENERGY CO 5.250%	C	3,979.	4,425.
38148B108 GOLDMAN SACHS GROUP	C	16,192.	15,651.
14040H600 CAPITAL ONE FINANCIA	C	12,022.	11,238.
020002127 ALLSTATE CORP 5.625%	C	7,951.	8,678.
060505344 BANK OF AMERICA CORP	C		
74460W776 PUBLIC STORAGE 5.400	C	2,324.	2,269.
084423508 BERKLEY (WR) CORPORA	C	2,402.	2,318.
857477855 STATE STREET CORP 5.	C	2,363.	2,382.

REA CHARITABLE TRUST - MAIN 26-3671567

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
74460W750 PUBLIC STORAGE 5.125	C	2,402.	2,397.
25746U844 DOMINION RESOURCES I	C	16,030.	16,697.
29364W108 ENTERGY LOUISIANA LL	C	3,965.	4,207.
03939A107 ARCH CAPITAL GROUP L	C	11,731.	12,070.
416518504 HARTFORD FINL SVCS G	C	16,571.	16,155.
65339K803 NEXTERA ENERGY CAPIT	C	3,944.	3,934.
MIM026321 "MIDLAND CO., TX"	C	1.	1.
MIM026115 "MIDLAND CO., TX"	C	1.	1.
68389XAP0 ORACLE CORP 2.500% 1	C	100,795.	101,487.
418056107 HASBRO INC	C	48,612.	61,363.
055262505 BASF AG	C	61,887.	48,438.
31502A204 FERGUSON PLC-ADR	C		
G25839104 COCA-COLA EUROPEAN P	C	48,000.	76,687.
26441C204 DUKE ENERGY HOLDING	C	56,235.	66,910.
718172109 PHILIP MORRIS INTERN	C	50,595.	44,191.
020002879 ALLSTATE CORP 6.625%	C	14,933.	13,703.
29250N477 ENBRIDGE INC PFD	C	8,044.	8,956.
842587206 SOUTHERN CO 6.250% P	C	3,121.	2,995.
025932708 AMERICAN FINANCIAL G	C	2,394.	2,290.
808513600 CHARLES SCHWAB CORP	C	7,942.	7,807.
29364P103 ENTERGY NEW ORLEANS	C	4,051.	4,125.
060505260 BANK OF AMERICA CORP	C	11,844.	11,642.
65339K100 NEXTERA ENERGY CAPIT	C	11,910.	12,668.
637417874 NATIONAL RETAIL PROP	C	11,910.	12,528.
649445202 NY COMMUNITY BANCORP	C	17,059.	18,632.
172967366 CITIGROUP INC 5.800%	C		
084423409 BERKLEY (WR) CORPORA	C		
61762V200 MLN MORGAN STANLEY	C	25,662.	25,055.
172967341 CITIGROUP INC 6.875%	C	26,937.	26,161.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
61763E207 MORGAN STANLEY 6.875	C	8,941.	8,518.
55303A105 MGM GROWTH PROPERTIE	C	8,408.	8,474.
512807108 LAM RESEARCH CORP CO	C	190,788.	235,732.
654106103 NIKE INC CL B	C	234,095.	355,487.
693390841 PIMCO HIGH YIELD FD-	C	625,009.	620,148.
MIM026032 CRANE CO TX 1/2 MIN	C	1.	3,239.
MIM026271 WINKLER CO TX 1/32	C	1.	2,640.
BIT990000 BLACKSTONE REAL ESTA	C	5,700,000.	6,064,526.
56063N600 MAINSTAY CONVERTIBLE	C	740,000.	788,856.
902641646 E-TRACS ALERIAN MLP	C	1,519,993.	1,155,090.
GTC997004 GAI CORBIN MULTI STR	C		
88019R690 TEMPLETON EMER MKT S	C		
12572Q105 CME GROUP INC	C	51,209.	201,830.
91529YAK2 UNUM GROUP 4.000% 3/	C	105,472.	105,647.
3133XSR59 FED HOME LN BK 3.750	C		
06406FAE3 BANK OF NY MELLON CO	C	197,084.	201,304.
36962G6S8 GENERAL ELEC CAP COR	C	211,184.	202,644.
744573106 PUBLIC SVC ENTERPRIS	C	32,007.	45,194.
904784709 UNILEVER N.V. - ADR	C	31,562.	44,662.
03524A108 ANHEUSER-BUSCH INBEV	C	80,085.	73,646.
891160509 TORONTO DOMINION BK	C	315,576.	330,043.
92343V104 VERIZON COMMUNICATIO	C	91,472.	100,017.
74460W842 PUBLIC STORAGE 6.375	C		
7591EP506 REGIONS FINANCIAL CO	C	13,206.	12,681.
902973155 US BANCORP	C	2,517.	2,177.
902973833 US BANCORP 6.500% PF	C	33,612.	31,589.
373334440 GEORGIA POWER CO 5.0	C	11,849.	12,755.
860630607 STIFEL FINANCIAL COR	C	3,981.	4,171.
81721M208 SENIOR HOUSING PROP	C		

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
759351703 REINSURANCE GRP OF A	C	4,642.	4,552.
46637G124 JPMORGAN CHASE & CO	C	10,412.	9,918.
054937800 BB&T CORPORATION 5.2	C	11,447.	11,031.
G0692U117 AXIS CAPITAL HLDGS L	C	11,007.	10,588.
172967358 CITIGROUP INC 7.125%	C	12,619.	12,411.
020002606 ALLSTATE CORP 6.750%	C		
09061GAH4 BIOMARIN PHARMACEUTI	C	39,333.	36,371.
60855RAC4 MOLINA HEALTHCARE IN	C	39,384.	51,294.
3620AR4Z1 GNMA POOL #738040 3.	C	39,058.	38,892.
06051GEM7 BANK OF AMERICA CORP	C	116,503.	108,259.
98954MAB7 ZILLOW GROUP INC	C		
682189AK1 ON SEMICONDUCTO/1 NT	C	39,327.	37,353.
056525108 BADGER METER INC COM	C	2,651.	3,705.
32020R109 FIRST FINL BANKSHARE	C	4,069.	5,999.
Y2573F102 FLEXTRONICS INTL LTD	C	301,759.	200,195.
097023105 BOEING COMPANY	C	144,245.	332,911.
56501R106 MANULIFE FINANCIAL C	C	231,430.	272,279.
MIM026024 CRANE CO TX 1/2 MIN	C	1.	2,875.
000843201 ACAP STRATEGIC FUND-	C	2,900,000.	3,089,482.
46625H100 JPMORGAN CHASE & CO	C	298,647.	555,732.
261980668 DREYFUS INTERNATL BO	C		
867224107 SUNCOR ENERGY INC NE	C	335,028.	359,380.
74144Q203 T ROWE PRICE INST EM	C	2,280,118.	3,026,062.
58933Y105 MERCK & CO INC NEW	C	270,450.	409,620.
63872T885 ASG GLOBAL ALTERNATI	C	425,000.	447,944.
150870103 CELANESE CORP	C	168,272.	332,017.
848574109 SPIRIT AEROSYTSEMS H	C	156,928.	222,459.
64128R608 NEUBERGER BERMAN LON	C	1,500,000.	1,707,925.
04057PJQ2 ARIZONA ST SCH FACS	C		

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
822582BP6 SHELL INTERNATIONAL	C	203,446.	200,854.
3135G0J20 FED NATL MTG ASSN	C		
478160BT0 JOHNSON & JOHNSON	C	203,756.	201,348.
084664BQ3 BERKSHIRE HATHAWAY 4	C	107,260.	102,986.
060505286 BANK OF AMERICA CORP	C	5,467.	5,351.
842587305 SOUTHERN CO 5.250% P	C	7,805.	8,269.
05461T305 AXIS CAPITAL HLDGS L	C	2,316.	2,576.
61762V606 MORGAN STANLEY 5.850	C	13,156.	14,169.
74460W685 PUBLIC STORAGE 5.150	C	7,921.	8,252.
23317H870 DDR CORP 6.375% PFD	C		
61747S504 MORGAN STANLEY	C	6,538.	5,902.
054937404 BB&T CORPORATION 5.6	C		
29364D761 ENTERGY ARKANSAS INC	C		
38145G308 GOLDMAN SACHS GROUP	C	36,926.	36,782.
29359WAB1 ENSCO JERSEY FIN LTD	C	39,788.	28,350.
H84989104 TE CONNECTIVITY LTD	C	205,709.	276,745.
922042858 VANGUARD EMERGING MA	C	1,902,968.	2,007,162.
683974604 OPPENHEIMER DEVELOPI	C		
609207105 MONDELEZ INTERNATION	C	398,852.	515,859.
17275RAE2 CISCO SYSTEMS INC 4.	C		
087347Y53 BETHLEHEM PA 3.858%	C		
166764BK5 CHEVRON CORP	C	99,525.	102,099.
589331AT4 MERCK & CO INC 2.400	C	102,123.	101,558.
89233P7F7 TOYOTA MOTOR CREDIT	C	208,182.	204,510.
747525103 QUALCOMM INC	C	64,743.	73,458.
9128285T3 US TREASURY NOTE	C	224,455.	238,491.
375558BM4 GILEAD SCIENCES INC	C	103,960.	103,111.
87918AAB1 TELADOC INC	C	45,324.	54,530.
548661107 LOWES COS INC	C	60,749.	67,186.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
416518603 HARTFORD FINL SVCS G	C	3,872.	4,289.
493267868 KEYCORP 5.625 PFD	C	4,075.	4,423.
015857808 ALGONQUIN PWR & UTIL	C	4,204.	4,524.
929089209 VOYA FINANCIAL INC 5	C	4,153.	4,529.
20030NBS9 COMCAST CORP	C	105,220.	104,709.
464288588 ISHARES BARCLAYS MBS	C	99,821.	100,611.
11135F101 BROADCOM INC	C	257,640.	248,463.
755111507 RAYTHEON CO	C	139,040.	153,028.
256206103 DODGE & COX INT'L ST	C	1,673,523.	1,724,887.
912828B66 US TREASURY NOTE 2.7	C	278,532.	262,413.
9128286B1 US TREASURY NOTE	C	200,703.	216,462.
31502A303 FERGUSON NEWCO PLC-A	C	56,373.	63,778.
94973VBG1 WELLPOINT INC 2.750%	C	60,053.	46,832.
74460W628 PUBLIC STORAGE 4.875	C	8,604.	8,955.
285512109 ELECTRONIC ARTS INC	C	186,074.	183,413.
00889A400 INVESCO INTL GROWTH-	C	1,140,000.	1,234,500.
88019R385 TMPLTN EM MRKT SM CA	C	785,000.	841,429.
05588E884 BNYM INTL BND-I	C	510,000.	447,769.
GTY995331 AGILITY MULTI-ASSET	C	1,000,000.	960,712.
29786AAC0 ETSY INC	C	40,727.	37,002.
48020Q107 JONES LANG LASALLE I	C	3,823.	2,642.
7591EP704 REGIONS FINANCIAL CO	C	4,150.	4,640.
020002838 ALLSTATE CORP 5.100%	C	8,582.	8,955.
74460W644 PUBLIC STORAGE 5.600	C	3,993.	4,471.
76680RAD9 RINGCENTRAL INC	C	40,019.	46,756.
06053U601 BANK OF AMERICA CORP	C	4,140.	4,414.
87161C709 SYNOVUS FINANCIAL CO	C	4,218.	4,429.
637432105 NATIONAL RURAL UTIL	C	4,126.	4,499.
31641Q755 FIDELITY NEW MRKTS I	C	4,064,000.	3,781,668.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
GTC996442 CORBIN MULTI STRATEG	C	1,602,171.	1,560,227.
191216100 COCA COLA CO	C	78,552.	92,548.
98138HAF8 WORKDAY INC	C	38,917.	44,570.
21871D103 CORELOGIC INC	C	6,008.	6,478.
913017BV0 UNITED TECHNOLOGIES	C	98,923.	103,096.
749685103 RPM INTERNATIONAL IN	C	57,166.	57,525.
82981J877 SITE CENTERS CORP 6.	C	6,288.	6,740.
48128B648 JPMORGAN CHASE & CO	C	7,784.	8,723.
31620M106 FIDELITY NATL INFORM	C	175,919.	191,838.
880208772 TEMPLETON GLOBAL BON	C	191,901.	165,192.
65339K860 NEXTERA ENERGY CAPIT	C	24,121.	26,476.
316773860 FIFTH THIRD BANCORP	C	8,399.	8,464.
125896845 CMS ENERGY CORP PFD	C	3,937.	4,464.
14040H824 CAPITAL ONE FINANCIA	C	17,181.	17,154.
703343AB9 PATRICK INDUSTRIES	C	41,259.	38,788.
904708104 UNIFIRST CORP MASS	C	2,542.	2,537.
87807B107 TC ENERGY CORP	C	58,360.	66,602.
025932807 AMERICAN FINANCIAL G	C	4,015.	4,274.
G5960L103 MEDTRONIC PLC	C	190,628.	203,663.
00143W859 INV OPP DEVELOP MRKT	C	715,000.	886,962.
9128286A3 US TREASURY NOTE	C	225,527.	238,633.
14041NFQ9 CAPITAL ONE MULTI-AS	C	101,520.	101,273.
30063PAA3 EXACT SCIENCES CORP	C	36,397.	45,160.
57164YAB3 MARRIOTT VACATION WO	C	19,155.	19,047.
902973759 US BANCORP 5.500% PF	C	3,977.	4,336.
008252850 AFFILIATED MANAGERS	C	3,972.	4,192.
06055H202 BANK OF AMERICA CORP	C	17,106.	17,551.
759351802 VR REINSURANCE GRP O	C	10,604.	12,480.
10373QAF7 BP CAP MARKETS AMERI	C	101,893.	102,448.

REA CHARITABLE TRUST - MAIN 26-3671567

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
9128285M8 US TREASURY NOTE	C	209,164.	224,532.
912828X88 US TREASURY NOTE	C	228,800.	237,085.
060505104 BANK AMER CORP	C	56,016.	60,528.
TOTALS		96,774,878.	111,892,333.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
MUTUAL FUND TIMING DIFFERENCE		55,411.
RECOVERY OF GRANTS PAID		36,810.
	TOTAL	92,221.

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

DESCRIPTION		AMOUNT
LOSS ON PY SALES SETTLED IN CY		1,701.
FEDERAL LOT BASIS ADJUSTMENT		25,770.
	TOTAL	27,471.

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
==

NAME: WELLS FARGO BANK N.A

ADDRESS: 6325 S RAINBOW BLVD STE 300 LAS VEGAS NV
LAS VEGAS, NV 89118

TELEPHONE NUMBER: (888)730-4933

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

OFFICER NAME:
WELLS FARGO BANK, N.A.
ADDRESS:
100 N Main St MAC D4001-117
WINSTON SALEM, NC 27101
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 461,698.

OFFICER NAME:
PAUL MORRIS
ADDRESS:
1004 N BIG SPRING
MIDLAND, TX 79701
TITLE:
GRANTS ADVISOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 150.

OFFICER NAME:
DONA BRADLEY
ADDRESS:
1810 HEREFORD BLVD
MIDLAND, TX 79701
TITLE:
GRANTS ADVISOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 150.

OFFICER NAME:
CHRISTINE FOREMAN
ADDRESS:
1702 W. CUTHBERT AVE
MIDLAND, TX 79701
TITLE:
GRANTS ADVISOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 300.

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

OFFICER NAME:
RICHARD FOLGERS
ADDRESS:
8 WEEPING WILLOW LANE
MIDLAND, TX 79705
TITLE:
GRANTS ADVISOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 150.

OFFICER NAME:
BECKY FERGUSON
ADDRESS:
1704 STOREY AVE
MIDLAND, TX 79701
TITLE:
GRANTS ADVISOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 300.

OFFICER NAME:
HARPER ESTES
ADDRESS:
2207 STANOLID AVE
MIDLAND, TX 79705
TITLE:
GRANTS ADVISOR

TOTAL COMPENSATION: 462,748.

RECIPIENT NAME:
REA CHARITABLE TRUST - WELLS FARGO BANK, NA TRUST
ADDRESS:
PO BOX 1959
MIDLAND, TX 79702
RECIPIENT'S PHONE NUMBER: (432) 685-53
FORM, INFORMATION AND MATERIALS:
FORMAL GRANT APPLICATION MUST BE COMPLETED.IN ADDITION TO THE GRANT AP
SUBMISSION DEADLINES:
GRANTS AWARDED IN JUNE & DECEMBER - DEADLINE 4-15 & 10-15
RESTRICTIONS OR LIMITATIONS ON AWARDS:
GEOGRAPHICAL AREA GENERALLY