

DIAGNOSTIC REPORT

TRUST NAME: MASON AND LULA COLE CHARITABLE TUA 600008015
FEDERAL EIN: 26-6779458
TRUST NUMBER: 600008015

** No Severe Diagnostics Detected **

Informational Diagnostics: Total 1

Federal (1)

1. Form 2220

The Form 2220 will be printed and sorted in front of Form 990-PF

** No Electronic Filing Alerts Detected **

** No Electronic Filing Rejects Detected **

** No Electronic Extensions Detected **

** No Electronic Filing XML Validation Errors Detected **

Date 01/07/2025

To: CHESAPEAKE WEALTH MANAGEMENT

RE: MASON AND LULA COLE CHARITABLE TUA 600008015
12/31/2023

Subject: Minimum Required Payout for Private Foundation

Part I: Undistributed Income

A private foundation that is not an operating foundation must spend a minimum amount annually in the form of grants to public charities and private operating foundations to accomplish its charitable purposes. The tax statute prescribes a minimum payout of at least 5% of the total fair market value of the foundation's assets, subject to certain adjustments. The foundation is given two years in which to make the qualifying distributions - the year for which the minimum distributable amount is calculated and the subsequent year. Failure to comply with the minimum payout requirement results initially in a penalty tax of 30% on the undistributed amount.

Please be aware that if an initial 30% tax is imposed under IRC Sec. 4942(a) and any portion of such income remains undistributed as of the end of the subsequent fiscal year, the IRS is authorized to impose a tax equal to 100% of the amount remaining undistributed pursuant to IRC Sec. 4942(b).

Required distribution for 12/31/2023	\$	192,583.	
Undistributed from prior years	\$	0.	
Total Required Distributions			\$ 192,583.
Qualifying distributions for 12/31/2023	\$	243,350.	
Excess distributions carried over from PY	\$	307,070.	
Total Distributions			\$ 550,420.
Undistributed income for 12/31/2023	\$	0.	
or			
Excess Distribution Carryover to 12/31/2024	\$		292,320.

The undistributed income if any must be distributed by no later than 12/31/2024 or the trust will be subject to the 30% penalty tax.

Part II: Excess Distributions carryover to 12/31/2024

Excess from 12/31/2019	\$	78,561.
Excess from 12/31/2020	\$	59,691.
Excess from 12/31/2021	\$	37,344.
Excess from 12/31/2022	\$	65,957.
Excess from 12/31/2023	\$	50,767.
Total	\$	292,320.

Please note the excess distribution in the amount of \$ 78,561. for the 12/31/2019 tax year will be lost if not used by 12/31/2024.

Form **8879-TE**

**IRS E-file Signature Authorization
for a Tax Exempt Entity**

OMB No. 1545-0047

For calendar year 2023, or fiscal year beginning 01/01 and ending 12/31

2023

Department of the Treasury
Internal Revenue Service

**Do not send to the IRS. Keep for your records.
Go to www.irs.gov/Form8879TE for the latest information.**

Name of filer

EIN or SSN

MASON AND LULA COLE CHARITABLE TUA 600008015

26-6779458

Name and title of officer or person subject to tax

CHESAPEAKE WEALTH MANAGEMENT, OFFICER

Part I Type of Return and Return Information

Check the box for the return for which you are using this Form 8879-TE and enter the applicable amount, if any, from the return. Form 8038-CP and Form 5330 filers may enter dollars and cents. For all other forms, enter whole dollars only. If you check the box on line 1a, 2a, 3a, 4a, 5a, 6a, 7a, 8a, 9a, or 10a below, and the amount on that line for the return being filed with this form was blank, then leave line 1b, 2b, 3b, 4b, 5b, 6b, 7b, 8b, 9b, or 10b, whichever is applicable, blank (do not enter -0-). But, if you entered -0- on the return, then enter -0- on the applicable line below. **Do not** complete more than one line in Part I.

1a Form 990 check here	<input type="checkbox"/>	b Total revenue, if any (Form 990, Part VIII, column (A), line 12)	1b _____
2a Form 990-EZ check here	<input type="checkbox"/>	b Total revenue, if any (Form 990-EZ, line 9)	2b _____
3a Form 1120-POL check here	<input type="checkbox"/>	b Total tax (Form 1120-POL, line 22)	3b _____
4a Form 990-PF check here	<input checked="" type="checkbox"/>	b Tax based on investment income (Form 990-PF, Part V, line 5)	4b <u>1,589.</u>
5a Form 8868 check here	<input type="checkbox"/>	b Balance due (Form 8868, line 3c)	5b _____
6a Form 990-T check here	<input type="checkbox"/>	b Total tax (Form 990-T, Part III, line 4)	6b _____
7a Form 4720 check here	<input type="checkbox"/>	b Total tax (Form 4720, Part III, line 1)	7b _____
8a Form 5227 check here	<input type="checkbox"/>	b FMV of assets at end of tax year (Form 5227, Item D)	8b _____
9a Form 5330 check here	<input type="checkbox"/>	b Tax due (Form 5330, Part II, line 19)	9b _____
10a Form 8038-CP check here	<input type="checkbox"/>	b Amount of credit payment requested (Form 8038-CP, Part III, line 22)	10b _____

Part II Declaration and Signature Authorization of Officer or Person Subject to Tax

Under penalties of perjury, I declare that I am an officer of the above entity or I am a person subject to tax with respect to (name of entity) _____, (EIN) _____ and that I have examined a copy of the 2023 electronic return and accompanying schedules and statements, and, to the best of my knowledge and belief, they are true, correct, and complete. I further declare that the amount in Part I above is the amount shown on the copy of the electronic return. I consent to allow my intermediate service provider, transmitter, or electronic return originator (ERO) to send the return to the IRS and to receive from the IRS (a) an acknowledgement of receipt or reason for rejection of the transmission, (b) the reason for any delay in processing the return or refund, and (c) the date of any refund. If applicable, I authorize the U.S. Treasury and its designated Financial Agent to initiate an electronic funds withdrawal (direct debit) entry to the financial institution account indicated in the tax preparation software for payment of the federal taxes owed on this return, and the financial institution to debit the entry to this account. To revoke a payment, I must contact the U.S. Treasury Financial Agent at 1-888-353-4537 no later than 2 business days prior to the payment (settlement) date. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment. I have selected a personal identification number (PIN) as my signature for the electronic return and, if applicable, the consent to electronic funds withdrawal.

PIN: check one box only

I authorize THE TAX COMPLEX, LC to enter my PIN 20681 as my signature
ERO firm name **Enter five numbers, but do not enter all zeros**

on the tax year 2023 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I also authorize the aforementioned ERO to enter my PIN on the return's disclosure consent screen.

As an officer or person subject to tax with respect to the entity, I will enter my PIN as my signature on the tax year 2023 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I will enter my PIN on the return's disclosure consent screen.

Signature of officer or person subject to tax *Jimmy J. Stone* Date 01/07/2025

Part III Certification and Authentication

ERO's EFIN/PIN. Enter your six-digit electronic filing identification number (EFIN) followed by your five-digit self-selected PIN.

54029916507

Do not enter all zeros

I certify that the above numeric entry is my PIN, which is my signature on the 2023 electronically filed return indicated above. I confirm that I am submitting this return in accordance with the requirements of **Pub. 4163**, Modernized e-File (MeF) Information for Authorized IRS e-file Providers for Business Returns.

ERO's signature _____ Date 01/07/2025

**ERO Must Retain This Form - See Instructions
Do Not Submit This Form to the IRS Unless Requested To Do So**

For Privacy Act and Paperwork Reduction Act Notice, see back of form.

Form **8879-TE** (2023)

ESTIMATED TAX WORKSHEET

A. 2024 Estimated Tax		A	
B. Enter 100 % of Line A	B		
C. Enter 100 % of tax on 2023 FORM 990-PF	C	1,589	
D. Required Annual Payment (Smaller of lines B or C)			D 1,589.
E. Income tax withheld (if applicable)			E NONE
F. Balance (As rounded to the nearest multiple of 4)			F 1,592.

Record of Estimated Tax Payments

Payment number	(a) Date	(b) Amount	(c) 2023 overpayment credit applied	(d) Total amount paid and credited (add (b) and (c))
1	05/15/2024	398.		398.
2	06/17/2024	398.		398.
3	09/16/2024	398.		398.
4	12/16/2024	398.		398.
Total		1,592.		1,592.

ESTIMATED PAYMENTS MUST BE MADE USING THE ELECTRONIC FEDERAL TAX PAYMENTS SYSTEM (EFTPS). THIS WORKSHEET MERELY PROVIDES THE AMOUNTS WHICH NEED TO BE PAID VIA THE ABOVE METHOD.

Department of the Treasury
Internal Revenue Service

Attach to the corporation's tax return.
Go to www.irs.gov/Form2220 for instructions and the latest information.

2023

Name **MASON AND LULA COLE CHARITABLE TUA 600008015** Employer identification number **26-6779458**

Note: Generally, the corporation is not required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 38, on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220.

Part I Required Annual Payment

Table with 5 main rows and sub-rows (2a-2d) for annual payment calculation. Total tax is 1,589. Required annual payment is 1,269.

Part II Reasons for Filing - Check the boxes below that apply. If any boxes are checked, the corporation must file Form 2220 even if it does not owe a penalty. See instructions.

Table with 3 rows (6-8) for reasons for filing. All boxes are unchecked.

Part III Figuring the Underpayment

Table with 5 columns (a-d) and 9 rows (9-18) for calculating underpayment. Shows installment due dates and amounts for 2023.

Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17 - no penalty is owed.

For Paperwork Reduction Act Notice, see separate instructions.

Form **2220** (2023)

Part IV Figuring the Penalty

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 4th month after the close of the tax year, whichever is earlier. <i>(C corporations with tax years ending June 30 and S corporations: Use 3rd month instead of 4th month. Form 990-PF and Form 990-T filers: Use 5th month instead of 4th month.)</i> See instructions				
20 Number of days from due date of installment on line 9 to the date shown on line 19				
21 Number of days on line 20 after 4/15/2023 and before 7/1/2023				
22 Underpayment on line 17 x $\frac{\text{Number of days on line 21}}{365}$ x 7% (0.07)	\$	\$	\$	\$
23 Number of days on line 20 after 6/30/2023 and before 10/1/2023				
24 Underpayment on line 17 x $\frac{\text{Number of days on line 23}}{365}$ x 7% (0.07)	\$	\$	\$	\$
25 Number of days on line 20 after 9/30/2023 and before 1/1/2024				
26 Underpayment on line 17 x $\frac{\text{Number of days on line 25}}{365}$ x 8% (0.08)	\$	\$	\$	\$
27 Number of days on line 20 after 12/31/2023 and before 4/1/2024				
28 Underpayment on line 17 x $\frac{\text{Number of days on line 27}}{366}$ x 8% (0.08)	\$	\$	\$	\$
29 Number of days on line 20 after 3/31/2024 and before 7/1/2024				
30 Underpayment on line 17 x $\frac{\text{Number of days on line 29}}{366}$ x %	\$	\$	\$	\$
31 Number of days on line 20 after 6/30/2024 and before 10/1/2024				
32 Underpayment on line 17 x $\frac{\text{Number of days on line 31}}{366}$ x %	\$	\$	\$	\$
33 Number of days on line 20 after 9/30/2024 and before 1/1/2025				
34 Underpayment on line 17 x $\frac{\text{Number of days on line 33}}{366}$ x %	\$	\$	\$	\$
35 Number of days on line 20 after 12/31/2024 and before 3/16/2025				
36 Underpayment on line 17 x $\frac{\text{Number of days on line 35}}{365}$ x %	\$	\$	\$	\$
37 Add lines 22, 24, 26, 28, 30, 32, 34, and 36	\$	\$	\$	\$
38 Penalty. Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 34; or the comparable line for other income tax returns				38 \$

*Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at www.irs.gov You can also call 800-829-4933 to get interest rate information.

FEDERAL CAPITAL GAIN DISTRIBUTIONS
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LONG-TERM CAPITAL GAIN DISTRIBUTIONS

15% RATE CAPITAL GAIN DISTRIBUTIONS

MFS INTERNATIONAL DIVERSIFICATION FUND CLASS	1,627.00
WELLS FARGO & CO NEW COM	135.00

TOTAL 15% RATE CAPITAL GAIN DISTRIBUTIONS	-----	1,762.00
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TOTAL LONG-TERM CAPITAL GAIN DISTRIBUTIONS		-----	1,762.00
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Department of the Treasury Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation Do not enter social security numbers on this form as it may be made public. Go to www.irs.gov/Form990PF for instructions and the latest information.

2023

Open to Public Inspection

For calendar year 2023 or tax year beginning and ending

Name of foundation: MASON AND LULA COLE CHARITABLE TUA 600008015
Employer identification number: 26-6779458
Telephone number: 804-435-4246
Address: 4804 COURTHOUSE ST. STE 1A WILLIAMSBURG, VA 23188
Check type of organization: Section 501(c)(3) exempt private foundation
Fair market value of all assets at end of year: \$ 4,044,078
Accounting method: Cash

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26), ending with Net investment income of 114,290.

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	123,741.	51,217.	51,217.
	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) STMT 9	254,994.	220,464.	198,652.
	b	Investments - corporate stock (attach schedule) STMT 10	1,573,725.	1,512,042.	3,119,726.
	c	Investments - corporate bonds (attach schedule) STMT 14	658,915.	694,024.	674,483.
	11	Investments - land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule) _____			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	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)	2,611,375.	2,477,747.	4,044,078.	
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 FASB ASC 958, check here and complete lines 24, 25, 29, and 30 <input type="checkbox"/>				
	24	Net assets without donor restrictions			
	25	Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here and complete lines 26 through 30 <input checked="" type="checkbox"/>				
	26	Capital stock, trust principal, or current funds	2,611,375.	2,477,747.	
	27	Paid-in or capital surplus, or land, bldg., and equipment fund			
	28	Retained earnings, accumulated income, endowment, or other funds			
29	Total net assets or fund balances (see instructions)	2,611,375.	2,477,747.		
30	Total liabilities and net assets/fund balances (see instructions)	2,611,375.	2,477,747.		

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 29 (must agree with end-of-year figure reported on prior year's return)	1 2,611,375.
2	Enter amount from Part I, line 27a	2 -133,917.
3	Other increases not included in line 2 (itemize) SEE STATEMENT 16	3 1,041.
4	Add lines 1, 2, and 3	4 2,478,499.
5	Decreases not included in line 2 (itemize) THROW BACKS 2024 TO 2023	5 752.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6 2,477,747.

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 752,291.		682,102.	70,189.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.				(l) 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			70,189.	
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	70,189.
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 Excise Tax Based on Investment Income (Section 4940(a), 4940(b), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)	} 1	1,589.
b All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations, enter 4% (0.04) 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	1,589.
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	1,589.
6 Credits/Payments:		
a 2023 estimated tax payments and 2022 overpayment credited to 2023	6a	1,350.
b Exempt foreign organizations - tax withheld at source	6b	NONE
c Tax paid with application for extension of time to file (Form 8868)	6c	150.
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	1,500.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	89.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11 Enter the amount of line 10 to be: Credited to 2024 estimated tax NONE Refunded	11	

Part VI-A Statements Regarding Activities

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?
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes?
c Did the foundation file Form 1120-POL for this year?
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:
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?
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?
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
4b 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?
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:
7 Did the foundation have at least \$5,000 in assets at any time during the year?
8a Enter the states to which the foundation reports or with which it is registered.
8b 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?
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 2023 or the tax year beginning in 2023?
10 Did any persons become substantial contributors during the tax year?
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)?
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
14 The books are in care of CHESAPEAKE TRUST COMPANY Telephone no. (804) 435-4246
Located at P. O. BOX 1419, KILMARNOCK, VA ZIP+4 22482
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here
16 At any time during calendar year 2023, 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?

Part VI-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?	1a(1)	X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	1a(2)	X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	1a(3)	X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	1a(4)	X
(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)?	1a(5)	X
(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.)	1a(6)	X
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	
c Organizations relying on a current notice regarding disaster assistance, check here. <input type="checkbox"/>		
d 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 2023?	1d	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 2023, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2023? If "Yes," list the years	2a	X
_____ , _____ , _____ , _____		
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?	3a	X
b If "Yes," did it have excess business holdings in 2023 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2023.)	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 2023?	4b	X

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

5a	During the year, did the foundation pay or incur any amount to:		Yes	No
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	5a(1)		X
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	5a(2)		X
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	5a(3)		X
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	5a(4)		X
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	5a(5)		X
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		
c	Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>			
d	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? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	5d		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	6a		X
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.	6b		X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	7a		X
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?	8		X

Part VII 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
CHESAPEAKE TRUST COMPANY P. O. BOX 1419, KILMARNOCK, VA 22482	TRUSTEE 10	37,347.	-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

Part VII 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 VIII-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 VIII-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 IX 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	3,848,457.
b	Average of monthly cash balances	1b	94,122.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	3,942,579.
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	3,942,579.
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)	4	59,139.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3	5	3,883,440.
6	Minimum investment return. Enter 5% (0.05) of line 5.	6	194,172.

Part X 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 IX, line 6.	1	194,172.
2a	Tax on investment income for 2023 from Part V, line 5.	2a	1,589.
b	Income tax for 2023. (This does not include the tax from Part V.)	2b	
c	Add lines 2a and 2b.	2c	1,589.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	192,583.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	192,583.
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 XII, line 1	7	192,583.

Part XI 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	243,350.
b	Program-related investments - total from Part VIII-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 XII, line 4	4	243,350.

Part XII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2022	(c) 2022	(d) 2023
1 Distributable amount for 2023 from Part X, line 7				192,583.
2 Undistributed income, if any, as of the end of 2023:				
a Enter amount for 2022 only.			NONE	
b Total for prior years: 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2023:				
a From 2018	65,517.			
b From 2019	78,561.			
c From 2020	59,691.			
d From 2021	37,344.			
e From 2022	65,957.			
f Total of lines 3a through e	307,070.			
4 Qualifying distributions for 2023 from Part XI, line 4: \$ <u>243,350.</u>				
a Applied to 2022, but not more than line 2a . . .			NONE	
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 2023 distributable amount				192,583.
e Remaining amount distributed out of corpus . . .	50,767.			
5 Excess distributions carryover applied to 2023 (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	357,837.			
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 2022. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2023. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2024.				NONE
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 2018 not applied on line 5 or line 7 (see instructions) . . .	65,517.			
9 Excess distributions carryover to 2024. Subtract lines 7 and 8 from line 6a	292,320.			
10 Analysis of line 9:				
a Excess from 2019 . . .	78,561.			
b Excess from 2020 . . .	59,691.			
c Excess from 2021 . . .	37,344.			
d Excess from 2022 . . .	65,957.			
e Excess from 2023 . . .	50,767.			

Part XIII Private Operating Foundations (see instructions and Part VI-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 2023, 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) 2023	(b) 2022	(c) 2021	(d) 2020	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed					
b 85% (0.85) of line 2a					
c Qualifying distributions from Part XI, 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 IX, 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 XIV 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 XIV 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
<p>a <i>Paid during the year</i></p> <p>SEE STATEMENT 27</p>				<p>242,750.</p>
Total				3a 242,750.
<p>b <i>Approved for future payment</i></p>				
Total				3b

Part XVI Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations

Table with 3 columns: Question, Yes, No. Rows include questions about transfers of cash, other assets, and other transactions.

Table with 4 columns: (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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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

Sign Here: Signature of officer or trustee, Date, Title, and a box for IRS discussion.

Paid Preparer Use Only: Print/Type preparer's name, Preparer's signature, Date, Check self-employed if, PTIN, Firm's name, Firm's address, Firm's EIN, Phone no.

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
ADVANCE AUTO PARTS INC GLBL NT 5.95% DTD	437.	437.
AMAZON COM INC SR GLBL 5.20% DTD 12/03/2	276.	276.
APPALACHIAN PWR CO SR NT H 5.95% DTD 05/	53.	53.
ASSOCIATED BANC CORP SUB GLBL NT 4.25% D	1,036.	1,036.
BNSF RAILWAY CO SER 2006 2 CL 2006 2 5.6	35.	35.
CAMPBELL SOUP CO SR NT 3.30% DTD 03/19/2	825.	825.
CITIGROUP INC FR 3.40% DTD 08/18/2016 DU	1,786.	1,786.
COCA COLA REFRESHMENTS USA SR DEB 6.95%	105.	105.
CONOCOPHILLIPS SR NT 6.95% DTD 04/20/199	935.	935.
DOMINION RES INC VA NEW SR B NT 3.90% D	490.	490.
EAGLEBANK BETHESDA MD CTF DEP 4.65% DTD	933.	933.
FIDELITY NATL INFORMATION SVCS SR GLBL 0	125.	125.
GOLDMAN SACHS GROUP INC SR GLBL 3.50% DT	590.	590.
HUMANA INC SR GLBL NT 0.65% DTD 08/03/20	2,057.	2,057.
INGERSOLL RAND GLOBAL HLDG CO SR GLBL NT	24.	24.
JPMORGAN CHASE & CO SR NT 3.20% DTD 06/0	800.	800.
JOHNSON CONTROLS INTERNATION SR GLBL 3.9	372.	372.
JPMORGAN CHASE & CO FR 2.00% DTD 06/23/2	400.	400.
KELLOGG CO SR GLBL NT 3.25% DTD 03/07/20	754.	754.
MASCO CORP SR GLBL 3.50% DTD 06/21/2017	875.	875.
MERCURY GENL CORP NEW SR GLBL 4.40% DTD	214.	214.
MOSAIC CO NEW SR NT 4.25% DTD 11/13/2013	903.	903.
NATIONAL RURAL UTILS COOP FIN FR 3.00% D	450.	450.
NIKE INC SR NT 2.25% DTD 04/26/2013 DUE	109.	109.
OLD REP INTL CORP SR NT 4.875% DTD 09/25	217.	217.
SHERWIN WILLIAMS CO SR NT 4.05% DTD 08/1	973.	973.
SOUTH CAROLINA ELEC & GAS CO 4.25% DTD 0	12.	12.
SOUTHWEST AIRLS CO SR NT 3.00% DTD 11/04	750.	750.
TEXTRON INC SR GLBL NT 4.00% DTD 03/11/2	1,000.	1,000.
VERISIGN INC SR GLBL NT 5.25% DTD 03/27/	185.	185.
WELLS FARGO & CO NEW SR GLBL NT 3.00% DT	450.	450.
WELLS FARGO BANK NATL ASSN CTF DEP 5.20%	287.	287.

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

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DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
WELLS FARGO & CO FR 1.35% DTD 01/28/2021	338.	
WELLS FARGO & CO FR 4.00% DTD 05/27/2022	400.	338.
WEYERHAEUSER CO DEB 6.875% DTD 12/17/200	897.	400.
		897.
	-----	-----
TOTAL	20,093.	20,093.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
AFLAC INC COM	336.	336.
ABBOTT LABORATORIES COM	816.	816.
ABBVIE INC COM	1,776.	1,776.
ADAMS CNTY NEB SCH DIST NO 018 TAXABLE G	247.	247.
ALLSTATE CORP COM	310.	310.
AMERICAN EXPRESS CO COM	232.	232.
AMERIPRISE FINL INC COM	265.	265.
AMGEN INC COM	969.	969.
APPLE INC COM	736.	736.
BARCLAYS BK PLC MTN NT STEP CPN DTD 09/3	880.	880.
BOONE CNTY KY INDL BLDG REV REV REF BDS	424.	424.
BRISTOL MYERS SQUIBB CO COM	684.	684.
CASEYS GEN STORES INC COM	63.	63.
CHEVRON CORP NEW COM	1,280.	1,280.
CLOROX CO COM	476.	476.
COLORADO EDL & CULTURAL FACS A REV BDS 2	639.	639.
COMCAST CORP CL A	342.	342.
COOK CNTY ILL SCH DIST NO 145 GO SCH BDS	298.	298.
CROWN CASTLE INC.	718.	718.
FRESNO CALIF JT PWRS FING AUTH TAXABLE R	327.	327.
GENERAL DYNAMICS CORP COM	835.	835.
GREAT LAKES WTR AUTH MICH WTR TAXABLE SR	710.	710.
HOME DEPOT INC COM	794.	794.
HONEYWELL INTERNATIONAL INC COM	417.	417.
ILLINOIS TOOL WKS INC COM	400.	400.
INTUIT COM	340.	340.
ISHARES MSCI EMERGING MARKETS ETF	1,567.	1,567.
ISHARES MSCI EAFE ETF	5,125.	5,125.
ISHARES RUSSELL MID-CAP ETF	1,552.	1,552.
ISHARES RUSSELL 2000 ETF	1,395.	1,395.
ISHARES U.S. FINANCIALS ETF	2,155.	2,155.
ISHARES TR BROAD USD HIGH YIELD CORPORAT	3,662.	3,662.

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
JPMORGAN CHASE & CO COM	1,296.	1,296.
JOHNSON & JOHNSON COM	470.	470.
KINDER MORGAN INC DEL COM	369.	369.
L3HARRIS TECHNOLOGIES INC COM	661.	661.
LAUDER ESTEE COS INC CL A	99.	99.
LILLY ELI & CO COM	678.	678.
MFS INTERNATIONAL DIVERSIFICATION FUND C	2,959.	2,959.
MCCORMICK & CO INC COM NON VTG	234.	234.
MCDONALDS CORP COM	696.	696.
MCKINNEY TEX CMNTY DEV CORP SA REV BDS T	481.	481.
MERCK & CO INC NEW COM	453.	453.
MICROSOFT CORP COM	1,191.	1,191.
MONDELEZ INTL INC COM	414.	414.
FEDERATED HERMES GOVERNMENT	5,271.	5,271.
MORGAN STANLEY COM NEW	1,138.	1,138.
NEW CASTLE PA GO BDS A TAXABLE 4.375% DT	664.	664.
NEXTERA ENERGY INC COM	823.	823.
ORACLE CORP COM	152.	152.
PEPSICO INC COM	642.	642.
PROCTER & GAMBLE CO COM	461.	461.
PROLOGIS INC COM	770.	770.
PUBLIC STORAGE COM	162.	162.
RHODE ISLAND HSG & MTG FIN COR MULTI FAM	700.	700.
ROANOKE VA TAXABLE GO PUB IMPT REF 2021	860.	860.
ROPER TECHNOLOGIES, INC.	68.	68.
SPDR PORTFOLIO MORTGAGE BACKED BOND ETF	2,233.	2,233.
SCHWAB STRATEGIC TR INTL EQUITY ETF	3,157.	3,157.
SELECT SECTOR SPDR TR MATLS	484.	484.
SELECT SECTOR SPDR TR HEALTH CARE	239.	239.
SELECT SECTOR SPDR TR CONSUMER STAPLES	624.	624.
SELECT SECTOR SPDR TR CONSUMER DISCRETIO	342.	342.
SELECT SECTOR SPDR TR ENERGY	926.	926.
SELECT SECTOR SPDR TR TECHNOLOGY	751.	751.

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

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DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
SELECT SECTOR SPDR TR COMMUNICATION SVCS	663.	663.
SELECT SECTOR SPDR TR UTILS	430.	430.
SHERWIN WILLIAMS CO COM	322.	322.
SOMERSET KY INDPT SCH DIST FIN REV BDS T	1,274.	1,274.
TEXAS INSTRUMENTS INC COM	1,004.	1,004.
THERMO FISHER CORP COM	101.	101.
TRACTOR SUPPLY CO COM	313.	313.
UGI CORP NEW COM	441.	441.
UNION PAC CORP COM	920.	920.
UNITED PARCEL SVC INC CL B	428.	428.
UNITEDHEALTH GROUP INC COM	365.	365.
VALERO ENERGY CORP NEW COM	714.	714.
VANGUARD CHARLOTTE FDS INTL BD IDX ETF	1,105.	1,105.
VANGUARD SHORT-TERM CORPORATE BOND ETF	53.	53.
VERIZON COMMUNICATIONS INC COM	787.	787.
VIRGINIA ST HSG DEV AUTH RENTAL HSG BDS	261.	
VISA INC COM CL A	234.	234.
WALMART INC.	261.	261.
WASTE MANAGEMENT INC COM	168.	168.
WENDYS CO COM	375.	375.
WINGSTOP INC COM	123.	123.
XCEL ENERGY INC COM	154.	154.
MEDTRONIC PLC SHS	343.	343.
	-----	-----
TOTAL	72,077.	71,816.
	=====	=====

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	600.			600.
TOTALS	600.	NONE	NONE	600.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INVESTMNT MNGMNT FEES (NON-DED	9,337.	9,337.
TOTALS	----- 9,337. =====	----- 9,337. =====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	86.	86.
FEDERAL TAX PAYMENT - PRIOR YE	3,768.	
FEDERAL ESTIMATES - PRINCIPAL	1,350.	
FOREIGN TAXES ON QUALIFIED FOR	835.	835.
FOREIGN TAXES ON NONQUALIFIED	203.	203.
	-----	-----
TOTALS	6,242.	1,124.
	=====	=====

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

=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
NEW HAMPSHIRE ST HGS FIN AUTH		14,541.	14,729.
VA ST HSG DEV AUTH 2018 A 2.7%	20,977.	20,698.	19,771.
ADAMS CNTY NEB SCH DIST 018 TA	20,621.	20,290.	17,420.
BOONE CNTY KY INDL BLDG TAXABL	20,232.		
COOK CNTY ILL SCH DIST 145 GO	26,514.		
GREAT LAKES WTR AUTH MICH TAXA	26,267.	26,108.	21,295.
MCKINNEY TEX CMNTY TAXABLE 4.1	26,099.	25,550.	23,207.
COLORADO EDL & CULTURAL TAXABL	32,727.	32,121.	28,899.
NEW CASTLE PA GO BDS A TAXABLE	20,633.	20,422.	18,754.
RHODE ISLAND HSG & MTG FIN COR	24,500.	24,500.	22,172.
ROANOKE VA TAXABLE GO PUB IMPT	36,424.	36,234.	32,405.
	-----	-----	-----
TOTALS	254,994.	220,464.	198,652.
	=====	=====	=====

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
AFLAC INC	4,144.	4,144.	16,500.
ABBOTT LABS	8,338.	4,440.	23,445.
ALLSTATE CORP	2,083.	2,083.	12,318.
AMGEN INC	5,954.	3,810.	23,042.
PUBLIC STORAGE COM		14,840.	16,470.
CLOROX CO DEL	5,059.	5,059.	14,259.
GENERAL DYNAMICS CORP	7,146.	7,146.	41,547.
ILLINOIS TOOL WORKS INC	3,932.	3,932.	19,646.
ISHARES TR US FINL ETF	36,481.	36,481.	128,969.
ISHARES MSCI EAFE	79,319.	120,476.	188,375.
JOHNSON & JOHNSON	6,513.	6,513.	15,674.
MCDONALDS CORP	5,630.	16,641.	42,697.
MICROSOFT CORP	10,290.	9,028.	150,416.
PROCTER & GAMBLE CO	4,344.	32,345.	39,126.
VALERO ENERGY CORP NEW	2,583.	2,583.	22,750.
VERIZON COMMUNICATIONS	8,380.		
FISERV INC	2,553.	1,276.	13,284.
NEXTERA ENERGY INC COMMON	5,826.	5,826.	26,726.
TEXAS INSTRUMENTS INC	4,922.	4,922.	34,092.
UNION PACIFIC CORP	7,439.	7,439.	43,475.
ORACLE CORP	2,606.	2,606.	10,543.
UNITEDHEALTH GRP INC	6,636.	6,636.	26,324.
UGI CORP	5,856.		
JPMORGAN CHASE & CO	11,454.	8,230.	39,633.
APPLE INC	12,550.	12,550.	149,211.
ABBVIE INC	6,781.	4,295.	29,444.
WAL-MART STORES INC	6,992.	22,002.	32,791.
CHEVRON CORP	18,817.	18,817.	31,622.
AMERIPRISE FINANCIAL	4,950.	4,950.	18,992.

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
ISHARES RUSSELL 2000 ETF	24,091.	33,325.	111,394.
ISHARES RUSSELL MID CAP ETF	21,838.	21,838.	108,822.
SCHWAB INTERNATIONAL EQUITY ET	76,576.	76,576.	98,166.
BURLINGTON STORES INC COM	8,910.		
HONEYWELL INTL INC	13,222.	13,222.	20,971.
ISHARES EMERGING MARKETS ETF	54,902.	54,902.	51,067.
L3 TECHNOLOGIES INC COM	4,022.	4,022.	30,540.
MORGAN STANLEY COM NEW	15,709.	15,709.	32,638.
PEPSICO INC	15,510.	15,510.	22,589.
VANGUARD CHARLOTTE FDS INTL BD	56,936.	23,886.	22,214.
WENDYS CO COM	8,795.		
WINGSTOP INC COM	8,839.	8,839.	38,487.
LAUDER ESTEE COS INC CL A	5,497.		
LILLY ELI & CO COM	5,708.	5,708.	87,438.
THERMO FISHER CORP COM	18,392.	18,392.	39,809.
VMWARE INC CL A COM	16,582.		
ZEBRA TECHNOLOGIES CORP CL A	10,282.		
ALPHABET INC CAP STK CL A	32,110.	32,110.	83,814.
SELECT SECTOR SPDR TR COMMUNIC	56,625.	40,267.	65,103.
CROWN CASTLE INTL CORP NEW COM	25,691.		
MEDTRONIC PLC SHS	11,331.		
SEMPRA		9,227.	9,715.
ADOBE INC	16,488.	16,488.	35,796.
AMAZON.COM INC COM	46,654.	46,654.	75,970.
AMERICAN EXPRESS CO COM	11,871.	11,871.	18,734.
BRISTOL MYERS SQUIBB CO COM	14,148.	14,148.	15,393.
COMCAST CORP CL A	12,999.		
FAIR ISAAC CORP COM	12,140.	12,140.	46,560.
INTUIT COM	25,516.	25,516.	65,628.

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
KEYSIGHT TECHNOLOGIES INC COM	17,073.	17,073.	29,432.
KINDER MORGAN INC DEL COM	17,788.		
MCCORMICK & CO INC COM NON VTG	6,906.		
MERCK & CO INC NEW COM	12,420.	12,420.	16,898.
MONDELEZ INTL INC COM	19,739.	11,749.	16,297.
ROPER TECHNOLOGIES, INC.	8,800.		
SELECT SECTOR SPDR TR MATLS	14,892.	14,892.	24,208.
SERVICENOW INC COM	18,615.	18,615.	49,454.
SHERWIN WILLIAMS CO COM	19,899.	17,015.	36,804.
UNITED PARCEL SVC INC CL B		41,510.	41,509.
VISA INC COM CL A	20,316.	20,316.	32,544.
WASTE MANAGEMENT INC COM	8,745.		
XCEL ENERGY INC COM	4,385.		
CASEYS GEN STORES INC	9,612.		
ETSY INC COM	10,518.		
META PLATFORM, INC CL A	36,172.	36,172.	53,094.
HOME DEPOT INC COM	22,475.	40,246.	48,517.
LULULEMON ATHLETICA INC COM	16,892.	16,892.	25,565.
MFS INTL DIVERSIFICATION FUND	94,685.	94,685.	104,521.
TRACTOR SUPPLY CO COM	22,575.		
ISHARES TR BROAD USD HIGH YIEL	62,731.	62,731.	55,252.
VANGUARD SHORT TERM CORP BOND	25,150.		
PROLOGIS INC COM	16,388.	31,546.	44,656.
SELECT SECTOR SPDR HEALTHCARE	14,345.	14,345.	15,002.
SELECT SECTOR SPDR CONSUMER ST	24,041.	24,041.	23,770.
SEL SECTOR SPDR CONSUMER DISCR	35,490.	35,490.	43,987.
SELECT SECTOR SPDR ENERGY	17,592.	38,182.	39,992.
SEL SECTOR SPDR TECHNOLOGY	65,580.	74,243.	106,056.
SELECT SECTOR SPDR UTILS	10,939.	20,459.	19,949.

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
TOTALS	----- 1,573,725. =====	----- 1,512,042. =====	----- 3,119,726. =====

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
ADVANCE AUTO PARTS INC 5.95% D		25,849.	24,870.
APPALACHIAN PWR CO SR NT 5.95%		4,981.	5,187.
COCA COLA USA SR DEB 6.95% DTD		52,177.	53,065.
NIKE INC 2.25% 5/01/23	10,004.		
KELLOG CO SR GLBO NT 3.25% DTD	25,205.	25,146.	24,229.
OLD REPUBLIC INTL CORP 4.875%	5,055.	5,027.	4,961.
BARCLAYS BANK PLC 4% 9/30/25	20,060.	20,040.	20,028.
BNSF RAILWAY CO 5.629% REMIC 4	1,164.	184.	168.
WELLS FARGO & CO NEW SR GLBL N	14,972.	14,972.	14,368.
CAMPBELL SOUP CO 3.3% 3/19/25	24,859.	24,859.	24,393.
CONAGRA BRANDS INC SR NT 6.625		4,708.	5,207.
CONOCOPHILLIPS SR NT 6.95% DTD		27,778.	27,850.
WEYERHAEUSER CO 6.875% 12/15/3	27,523.	5,459.	5,495.
JPMORGAN CHASE CO 3.200% 6/15/	24,839.	24,839.	24,122.
SOUTHWEST AIRLINES CO 3.000% 1	24,656.	24,656.	23,792.
ASSOCIATED BANC CORP SUB GLBL	25,065.	25,039.	24,560.
TEXTRON INC SR GLBL NT 4.00% D	24,944.	24,944.	24,501.
FRESNO CALIF JT PWRS FING AUTH	10,052.	10,031.	9,810.
NATIONAL RURAL UTILS COOP FIN	14,588.	14,588.	13,652.
DOMINION RES INC VA NEW SR B N		19,511.	19,620.
SPDR PORTFOLIO MORTGAGE BACKED	108,499.		
SOMERSET KY INDPT SCH DIST FIN	50,000.		
CITIGROUP INC FR 3.4% DTD 08/1	51,423.	37,399.	32,080.
INGERSOLL RAND GLOBAL HLDG CO	5,062.		
JPMORGAN CHASE & CO FR 2% DTD	20,000.	20,000.	17,135.
MASCO CORP SR GLBL 3.5% DTD 06	25,000.	25,000.	23,724.
MOSAIC CO NEW SR NT 4.25% DTD	25,159.		
MERCURY GENL CORP NEW SR GLBL	11,017.	10,791.	9,540.
WELLS FARGO & CO FR 1.35% DTD	25,000.	25,000.	20,704.

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ----
AMAZON COM IN SR GLVL 5.2% DTD	21,580.		
GOLDMAN SACHS GROUP INC SR GLB	18,158.	18,119.	17,332.
JOHNSON CONTROLS INTL SR GLBO	9,968.	9,968.	9,769.
SHERWIN WILLIAMS CO SR NT 4.05	25,063.	25,031.	24,775.
WELLS FARGO & CO 4% DTD 05/27/	10,000.	10,000.	9,635.
EAGLE BANK BETHESDA MD CTF DEP		30,000.	29,891.
FEDERAL HOME LN MTG CORP 6% DT		5,000.	4,990.
FIDELITY NATL INFO SVCS GLBL .		47,924.	49,562.
LITTLE CO MARY HOSP IND INC 20		17,942.	18,238.
MORGAN STANLEY BK CTF DEP 5.1%		4,003.	3,999.
SOUTH CAROLINA ELE & GAS CO 4.		24,017.	24,210.
VERISIGN INC SR GLBL NT 5.25%		10,031.	10,004.
WELLS FARGO BK CTF DEP 5.2% DT		19,011.	19,017.
	-----	-----	-----
TOTALS	658,915.	694,024.	674,483.
	=====	=====	=====

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

=====

DESCRIPTION -----	AMOUNT -----
THROW BACKS 2023 TO 2022	816.
ACCRUED INTEREST ADJUSTMENTS	222.
ROUNDING	3.

TOTAL	1,041.
	=====

RECIPIENT NAME:
PRESERVATION NORTHERN NECK
ATTN: EDWARD WHITE
ADDRESS:
P O BOX 691
WARSAW, VA 22572
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
Northern Neck Family YMCA
ADDRESS:
39 WILLIAM B GRAHAM CT
Kilmarnock, VA 22482
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
MORATTICO WATERFRONT MUSEUM
ADDRESS:
PO BOX 80
MORATTICO, VA 22523
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
LANCASTER COUNTY VA EDUCATION FDN
ADDRESS:
PO BOX 928
KILMARNOCK, VA 22482
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 6,750.

RECIPIENT NAME:
SHIRLEY PERKINS MEMORIAL FUND
FOR ANIMALS
ADDRESS:
810 GRIFFINS LANDING RD
LANCASTER, VA 22503
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
BOYS AND GIRLS CLUB OF THE
NORTHERN NECK
ADDRESS:
P O BOX 564
KILMARNOCK, VA 22482
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 20,000.

=====

RECIPIENT NAME:
LEGAL AID WORKS
ADDRESS:
500 LAFAYETTE BOULEVARD
FREDERICKSBURG, VA 22401
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
SMITH POINT SEA RESCUE INC
ADDRESS:
P O BOX 662
BURGESS, VA 22432
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
HEALTHY HARVEST FOOD BANK
ADDRESS:
5116 RICHMOND RD
Warsaw, VA 22572
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

=====

RECIPIENT NAME:
NORTHERN NECK LAND CONSERVANCY
ADDRESS:
PO BOX 125
LANCASTER, VA 22503
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
THE LINK
ADDRESS:
P.O. BOX 443
Sterling, VA 20167-0443
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 6,000.

RECIPIENT NAME:
THE RWC FOUNDATION
ADDRESS:
132 LANCASTER DRIVE
IRVINGTON, VA 22480
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 13,000.

RECIPIENT NAME:
HAMPDEN SYDNEY COLLEGE
ESTER T ATKINSON MUSEUM
ADDRESS:
P.O. BOX 745
HAMPDEN SYDNEY, VA 23943
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
501C3
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
CAMP KEKOKA
ADDRESS:
1083 BOYS CAMP RD
Kilmarnock, VA 22482
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 6,000.

RECIPIENT NAME:
LANCASTER COMMUNITY LIBRARY
ADDRESS:
235 SCHOOL STREET
KILMARNOCK, VA 22482
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 8,000.

RECIPIENT NAME:
CHESAPEAKE ACADEMY INC
ADDRESS:
107 STEAMBOAT ROAD
IRVINGTON, VA 22480
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATIONAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 6,000.

RECIPIENT NAME:
LANCASTER VA HISTORICAL SOCIETY
MARY BALL WASHINGTON MUSEUM
ADDRESS:
PO BOX 97
Lancaster, VA 22503
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
ANIMAL WELFARE LEAGUE
C/O JUDY HARVELL
ADDRESS:
P O BOX 975
WHITE STONE, VA 22578
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
WESTMORELAND PLAYERS
ADDRESS:
PO BOX 253
CALLAO, VA 22435
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
RAPPAHANNOCK ART LEAGUE
ADDRESS:
19 NORTH MAIN STREET
KILMARNOCK, VA 22482
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
501C3
AMOUNT OF GRANT PAID 13,000.

RECIPIENT NAME:
RAPPAHANNOCK FOUNDATION FOR THE ARTS
ADDRESS:
708 RAPPAHANNOCK DRIVE
White Stone, VA 22578
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
Northern Neck - Middlesex Free Health
Clinic
ADDRESS:
P.O. BOX 1694
Kilmarnock, VA 22482
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
KILMARNOCK MUSEUM, INC.
ADDRESS:
PO BOX 2276
KILMARNOCK, VA 22482
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
NORTHERN NECK ORCHESTRA
ADDRESS:
P O BOX 263
KILMARNOCK, VA 22482
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 2,500.

=====

RECIPIENT NAME:
STEAMBOAT ERA MUSEUM
ADDRESS:
156 KING CARTER DRIVE
IRVINGTON, VA 22480
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
THE HAVEN SHELTER AND SERVICES INC.
ADDRESS:
P. O. BOX 1267
WARSAW, VA 22572
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
RAPPAHANNOCK CONCERT ASSOCIATION
ADDRESS:
201 ACADEMIC LN
Heathsville, VA 22473
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
NORTHERN NECK CASA
ADDRESS:
PO BOX 695
LANCASTER, VA 22503
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
FRIENDS OF THE NORTHUMBERLAND COUNTY
ANIMAL SHELTER
ADDRESS:
PO BOX 603
BURGESS, VA 22432
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
NORTHERN NECK SAIL AND POWER SQUADRON
ADDRESS:
2949 HARRY HOGAN ROAD
CALLAO, VA 22435
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 7,000.

RECIPIENT NAME:
GARFIELD'S RESCUE INC
ADDRESS:
PO BOX 257
KILMARNOCK, VA 22482
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
BAY TRIANGLE TRAIL
ADDRESS:
PO BOX 300
IRVINGTON, VA 22480
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

TOTAL GRANTS PAID: 242,750.
=====

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

Attach to Form 1041, Form 5227, or Form 990-T.
Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9, and 10.
Go to www.irs.gov/Form1041 for instructions and the latest information.

OMB No. 1545-0092

2023

Name of estate or trust MASON AND LULA COLE CHARITABLE TUA 600008015	Employer identification number 26-6779458
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Did you dispose of any investment(s) in a qualified opportunity fund during the tax year? Yes No
If "Yes," attach Form 8949 and see its instructions for additional requirements for reporting your gain or loss.

Note: Form 5227 filers need to complete **only** Parts I and II.

Part I Short-Term Capital Gains and Losses - Generally Assets Held 1 Year or Less (see instructions)

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b .				
1b Totals for all transactions reported on Form(s) 8949 with Box A checked				
2 Totals for all transactions reported on Form(s) 8949 with Box B checked				
3 Totals for all transactions reported on Form(s) 8949 with Box C checked	76,228.	76,228.		
4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824				4
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts				5
6 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2022 Capital Loss Carryover Worksheet				6 ()
7 Net short-term capital gain or (loss). Combine lines 1a through 6 in column (h). Enter here and on Part III, line 17, column (3).				7 NONE

Part II Long-Term Capital Gains and Losses - Generally Assets Held More Than 1 Year (see instructions)

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b .				
8b Totals for all transactions reported on Form(s) 8949 with Box D checked				
9 Totals for all transactions reported on Form(s) 8949 with Box E checked				
10 Totals for all transactions reported on Form(s) 8949 with Box F checked	674,288.	605,874.		68,414.
11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824				11
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts.				12
13 Capital gain distributions.				13 1,775.
14 Gain from Form 4797, Part I.				14
15 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2022 Capital Loss Carryover Worksheet				15 ()
16 Net long-term capital gain or (loss). Combine lines 8a through 15 in column (h). Enter here and on Part III, line 18a, column (3).				16 70,189.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2023

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
17	Net short-term gain or (loss)	17		NONE
18	Net long-term gain or (loss):			
a	Total for year	18a		70,189.
b	Unrecaptured section 1250 gain (see line 18 of the worksheet)	18b		13.
c	28% rate gain	18c		
19	Total net gain or (loss). Combine lines 17 and 18a.	19		70,189.

Note: If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Schedule A (Form 990-T), Part I, line 4a). If lines 18a and 19, column (2), are net gains, go to Part V, and **don't** complete Part IV. If line 19, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation		
20	Enter here and enter as a (loss) on Form 1041, line 4 (or Schedule A (Form 990-T), Part I, line 4c, if a trust), the smaller of: a The loss on line 19, column (3); or b \$3,000	20 ()

Note: If the loss on line 19, column (3), is more than \$3,000, or if Form 1041, page 1, line 23 (or Form 990-T, Part I, line 11), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 23, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 18b, column (2), or line 18c, column (2), is more than zero;
- Both Form 1041, line 2b(1), and Form 4952, line 4g, are more than zero; or
- There are amounts on lines 4e and 4g of Form 4952.

Form 990-T trusts. Complete this part **only** if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, Part I, line 11, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, column (2), or line 18c, column (2), is more than zero.

21	Enter taxable income from Form 1041, line 23 (or Form 990-T, Part I, line 11)	21		
22	Enter the smaller of line 18a or 19 in column (2) but not less than zero	22		
23	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	23		
24	Add lines 22 and 23	24		
25	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0-	25		
26	Subtract line 25 from line 24. If zero or less, enter -0-	26		
27	Subtract line 26 from line 21. If zero or less, enter -0-	27		
28	Enter the smaller of the amount on line 21 or \$3,000	28		
29	Enter the smaller of the amount on line 27 or line 28	29		
30	Subtract line 29 from line 28. If zero or less, enter -0-. This amount is taxed at 0%	30		
31	Enter the smaller of line 21 or line 26	31		
32	Subtract line 30 from line 26	32		
33	Enter the smaller of line 21 or \$14,650	33		
34	Add lines 27 and 30	34		
35	Subtract line 34 from line 33. If zero or less, enter -0-	35		
36	Enter the smaller of line 32 or line 35	36		
37	Multiply line 36 by 15% (0.15)	37		
38	Enter the amount from line 31	38		
39	Add lines 30 and 36	39		
40	Subtract line 39 from line 38. If zero or less, enter -0-	40		
41	Multiply line 40 by 20% (0.20)	41		
42	Figure the tax on the amount on line 27. Use the 2023 Tax Rate Schedule for Estates and Trusts. See the Schedule G instructions in the Instructions for Form 1041	42		
43	Add lines 37, 41, and 42	43		
44	Figure the tax on the amount on line 21. Use the 2023 Tax Rate Schedule for Estates and Trusts. See the Schedule G instructions in the Instructions for Form 1041	44		
45	Tax on all taxable income. Enter the smaller of line 43 or line 44 here and on Form 1041, Schedule G, Part I, line 1a (or Form 990-T, Part II, line 2)	45		

Sales and Other Dispositions of Capital Assets
File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

Go to www.irs.gov/Form8949 for instructions and the latest information.

Name(s) shown on return <u>MASON AND LULA COLE CHARITABLE TUA 600008015</u>	Social security number or taxpayer identification number <u>26-6779458</u>
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Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either will show whether your basis (usually your cost) was reported to the IRS by your broker and may even tell you which box to check.

Part I Short-Term. Transactions involving capital assets you held 1 year or less are generally short-term (see instructions). For long-term transactions, see page 2.

Note: You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the totals directly on Schedule D, line 1a; you aren't required to report these transactions on Form 8949 (see instructions).

You must check Box A, B, or C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
- (B) Short-term transactions reported on Form(s) 1099-B showing basis **wasn't** reported to the IRS
- (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed of (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see <i>Column (e)</i> in the separate instructions.	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g).
						(f) Code(s) from instructions	(g) Amount of adjustment	
	78000. HUMANA INC SR GLBL 08/03/2021 DUE 08/03/20	01/09/2023	08/03/2023	76,228.00	76,228.00			
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked)				76,228.	76,228.			

Note: If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

Name(s) shown on return. Name and SSN or taxpayer identification no. not required if shown on other side

Social security number or taxpayer identification number

MASON AND LULA COLE CHARITABLE TUA 600008015

26-6779458

Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either will show whether your basis (usually your cost) was reported to the IRS by your broker and may even tell you which box to check.

Part II Long-Term. Transactions involving capital assets you held more than 1 year are generally long-term (see instructions). For short-term transactions, see page 1.

Note: You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the totals directly on Schedule D, line 8a; you aren't required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
- (E) Long-term transactions reported on Form(s) 1099-B showing basis **wasn't** reported to the IRS
- (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed of (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see <i>Column (e)</i> in the separate instructions.	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g).
						(f) Code(s) from instructions	(g) Amount of adjustment	
	187. ABBOTT LABORATORIES C	04/09/2009	10/17/2023	17,320.00	3,898.00			13,422.00
	110. ABBVIE INC COM	04/09/2009	10/17/2023	16,352.00	2,487.00			13,865.00
	20000. AMAZON COM INC SR G DTD 12/03/2017 DUE 12/0	03/09/2022	06/14/2023	20,138.00	21,298.00			-1,160.00
	45. AMGEN INC COM	04/09/2009	10/17/2023	12,766.00	2,143.00			10,623.00
	331.65 BNSF RAILWAY CO SER 2006 2 5.629% DTD 08/09	12/08/2014	03/20/2023	332.00	363.00			-31.00
	562.66 BNSF RAILWAY CO SER 2006 2 5.629% DTD 08/09	12/08/2014	04/01/2023	563.00	617.00			-54.00
	20000. BOONE CNTY KY INDL REF BDS TAXABLE 3.25% D	12/16/2021	08/07/2023	17,435.00	20,100.00			-2,665.00
	100. BURLINGTON STORES INC	10/18/2017	10/17/2023	12,595.00	8,910.00			3,685.00
	53. CASEYS GEN STORES INC	10/07/2020	10/17/2023	14,354.00	9,612.00			4,742.00
	15000. CITIGROUP INC FR 3. 08/18/2016 DUE 08/15/20	04/12/2022	06/14/2023	11,850.00	14,025.00			-2,175.00
	300. COMCAST CORP CL A	05/22/2019	10/17/2023	13,330.00	12,999.00			331.00
	25000. COOK CNTY ILL SCH D GO SCH BDS 2016 B TAXAB	08/27/2021	08/07/2023	22,400.00	26,166.00			-3,766.00
	232. CROWN CASTLE INC.	05/22/2019	10/17/2023	21,922.00	25,691.00			-3,769.00
	75. ETSY INC COM	10/07/2020	10/17/2023	5,193.00	10,518.00			-5,325.00
2 Totals.	Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) . . .							

Note: If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

Name(s) shown on return. Name and SSN or taxpayer identification no. not required if shown on other side

Social security number or taxpayer identification number

MASON AND LULA COLE CHARITABLE TUA 600008015

26-6779458

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Part II Long-Term. Transactions involving capital assets you held more than 1 year are generally long-term (see instructions). For short-term transactions, see page 1.

Note: You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the totals directly on Schedule D, line 8a; you aren't required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
- (E) Long-term transactions reported on Form(s) 1099-B showing basis **wasn't** reported to the IRS
- (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed of (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see <i>Column (e)</i> in the separate instructions.	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g).
						(f) Code(s) from instructions	(g) Amount of adjustment	
	100. FISERV INC COM	04/01/2010	03/29/2023	11,178.00	1,276.00			9,902.00
	5000. INGERSOLL RAND GLOBA GLBL NT 4.25% DTD 12/15	05/20/2020	03/20/2023	5,000.00	5,030.00			-30.00
	87. JPMORGAN CHASE & CO CO	05/11/2012	10/17/2023	12,886.00	3,224.00			9,662.00
	1060. KINDER MORGAN INC DE	10/08/2019	10/17/2023	18,359.00	17,264.00			1,095.00
	50. LAUDER ESTEE COS INC C	10/18/2017	10/17/2023	7,149.00	5,497.00			1,652.00
	150. MCCORMICK & CO INC CO	07/19/2017	10/17/2023	9,269.00	6,906.00			2,363.00
	37. MICROSOFT CORP COM	04/27/2006	10/17/2023	12,281.00	1,262.00			11,019.00
	153. MONDELEZ INTL INC COM	05/22/2019	03/29/2023	10,752.00	7,990.00			2,762.00
	25000. MOSAIC CO NEW SR NT 11/13/2013 DUE 11/15/20	04/29/2020	11/15/2023	25,000.00	25,000.00			
	10000. NIKE INC SR NT 2.25 04/26/2013 DUE 05/01/20	03/08/2016	05/01/2023	10,000.00	10,000.00			
	25. ROPER TECHNOLOGIES, IN	05/23/2019	10/17/2023	12,511.00	8,800.00			3,711.00
	440. SPDR PORTFOLIO MORTGA BOND ETF	10/07/2020	05/03/2023	9,777.00	11,490.00			-1,713.00
	2950. SPDR PORTFOLIO MORTG BOND ETF	11/30/2018	10/27/2023	59,826.00	74,332.00			-14,506.00
	900. SPDR PORTFOLIO MORTGA BOND ETF	11/30/2018	12/15/2023	19,758.00	22,677.00			-2,919.00
2 Totals.	Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) . . .							

Note: If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

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MASON AND LULA COLE CHARITABLE TUA 600008015

26-6779458

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- (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed of (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see <i>Column (e)</i> in the separate instructions.	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g).
						(f) Code(s) from instructions	(g) Amount of adjustment	
	304. SELECT SECTOR SPDR TR ON SVCS SELECT SECTOR	10/04/2022	10/17/2023	20,760.00	16,358.00			4,402.00
	20. SHERWIN WILLIAMS CO CO	05/22/2019	10/17/2023	5,069.00	2,884.00			2,185.00
	50000. SOMERSET KY INDPT S REV BDS TAXABLE 3.70% D	12/19/2019	08/07/2023	41,375.00	50,000.00			-8,625.00
	79. TRACTOR SUPPLY CO COM	10/07/2020	03/29/2023	18,185.00	11,581.00			6,604.00
	75. TRACTOR SUPPLY CO COM	10/07/2020	10/17/2023	15,587.00	10,994.00			4,593.00
	300. UGI CORP NEW COM	11/02/2011	10/17/2023	6,602.00	5,856.00			746.00
	620. VANGUARD CHARLOTTE FD IDX ETF	09/30/2021	04/10/2023	30,256.00	33,050.00			-2,794.00
	305. VANGUARD SHORT-TERM C BOND ETF	09/30/2021	02/13/2023	23,094.00	25,150.00			-2,056.00
	300. VERIZON COMMUNICATION	05/21/2009	10/17/2023	9,397.00	8,380.00			1,017.00
	140. VMWARE INC CL A COM	12/06/2018	10/17/2023	23,447.00	16,582.00			6,865.00
	80. WASTE MANAGEMENT INC C	05/23/2019	10/17/2023	12,774.00	8,745.00			4,029.00
	500. WENDYS CO COM	12/06/2018	10/17/2023	9,450.00	8,795.00			655.00
	20000. WEYERHAEUSER CO DEB 12/17/2002 DUE 12/15/20	09/16/2015	06/14/2023	21,600.00	21,926.00			-326.00
	75. XCEL ENERGY INC COM	05/22/2019	10/17/2023	4,449.00	4,385.00			64.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) . . .								

Note: If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

