efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491142005095

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 01-01-2014 , and ending 12-31-2014

Name of foundation
Couchman & Noble Foundation Inc

% DAVID COUCHMAN

Number and street (or P O box number if mail is not delivered to street address)
8890 Huntcliff Trace
Suite

Room/suite

City or town, state or province, country, and ZIP or foreign postal code
Atlanta, GA 30350

A Employer identification number
20-0499527

B Telephone number (see instructions)
(770) 998-8777

C If exemption application is pending, check here ▶ ☐

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

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

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

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

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 2,229,154

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify) ______
(Part I, column (d) must be on cash basis.)

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)	204,372			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	45,071	45,071		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	328,711			
	b	Gross sales price for all assets on line 6a 1,905,655				
	7	Capital gain net income (from Part IV, line 2)		328,711		
	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)	91	91		
	12	**Total.** Add lines 1 through 11	578,245	373,873		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	3,750			3,750
	c	Other professional fees (attach schedule)	18,896	18,896		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	2,703	1,513		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	4,920			4,920
	22	Printing and publications				
	23	Other expenses (attach schedule)	42			42
	24	**Total operating and administrative expenses.** Add lines 13 through 23	30,311	20,409		8,712
	25	Contributions, gifts, grants paid	85,150			85,150
	26	**Total expenses and disbursements.** Add lines 24 and 25	115,461	20,409		93,862
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	462,784			
	b	**Net investment income** (if negative, enter -0-)		353,464		
	c	**Adjusted net income** (if negative, enter -0-)				

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	77,538	123,967	123,967
	2	Savings and temporary cash investments			
	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 ▶ ______			
	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)	1,467,876	1,763,375	2,105,187
	c	Investments—corporate bonds (attach schedule)			
	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)	1,545,414	1,887,342	2,229,154
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)	0	0	
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 ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,545,414	1,887,342	
	30	**Total net assets or fund balances** (see instructions)	1,545,414	1,887,342	
	31	**Total liabilities and net assets/fund balances** (see instructions)	1,545,414	1,887,342	

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	1,545,414
2	Enter amount from Part I, line 27a	2	462,784
3	Other increases not included in line 2 (itemize) ▶ ______	3	
4	Add lines 1, 2, and 3	4	2,008,198
5	Decreases not included in line 2 (itemize) ▶ ______	5	120,856
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,887,342

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	See Additional Data Table			
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	328,711
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see 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))
2013	86,132	1,853,962	0 046458
2012	86,759	1,653,662	0 052465
2011	73,178	1,624,349	0 045051
2010	65,045	1,448,984	0 04489
2009	82,780	1,252,726	0 06608

2	**Total** of line 1, column (d)	2	0 254944
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 050989
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	2,069,426
5	Multiply line 4 by line 3	5	105,518
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,535
7	Add lines 5 and 6	7	109,053
8	Enter qualifying distributions from Part XII, line 4	8	93,862

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 page 18 of the 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 ▶ ☐ and enter 1% of Part I, line 27b			1	7,069
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	7,069
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	7,069
6	Credits/Payments				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	1,800		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	12,400		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	14,200
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	7,131
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 7,131 **Refunded** ▶			11	

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*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		No
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		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
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		No
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶GA			
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	Yes	
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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

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

		Line	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		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
	Website address ▶			

14 The books are in care of ▶DAVID COUCHMAN Telephone no ▶(770) 998-8777
Located at ▶8890 HUNTCLIFF TRACE ATLANTA GA ZIP+4 ▶30350

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 |

		Line	Yes	No
16	At any time during calendar year 2014, 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		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) 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.	Line	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		
	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 2014?	1c		No
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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ **Yes** ☑ **No**			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
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		No
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
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 2014 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 2014.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2014?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☑			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
DAVID COUCHMAN 8890 Huntcliff Trace Atlanta, GA 30350	PRESIDENT 0	0		
MELANIE NOBLE-COUCHMAN 8890 Huntcliff Trace Atlanta, GA 30350	VICE PRESIDENT 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
Total number of other employees paid over $50,000 ▶				

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
Total number of others receiving over $50,000 for professional services. . . . . ▶		

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 N/A	
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	
2	
All other program-related investments See instructions **3**	
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	2,013,746
b	Average of monthly cash balances	1b	87,194
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	2,100,940
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	0
3	Subtract line 2 from line 1d	3	2,100,940
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	31,514
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,069,426
6	**Minimum investment return.** Enter 5% of line 5	6	103,471

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	103,471
2a	Tax on investment income for 2014 from Part VI, line 5	2a	7,069		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	7,069
3	Distributable amount before adjustments Subtract line 2c from line 1			3	96,402
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	96,402
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	96,402

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	93,862
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	93,862
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	93,862

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				96,402
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			68,551	
b Total for prior years 2012 , 2011 , 2010				
3 Excess distributions carryover, if any, to 2014				
a From 2009.				
b From 2010.				
c From 2011.				
d From 2012.				
e From 2013. 0				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 93,862				
a Applied to 2013, but not more than line 2a			68,551	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2014 distributable amount.				25,311
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b				
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.				
d Subtract line 6c from line 6b Taxable amount —see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				71,091
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)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2010. . . .				
b Excess from 2011. . . .				
c Excess from 2012. . . .				
d Excess from 2013. . . .				
e Excess from 2014. . . . 0				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling. . . . . . . ▶

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

	Tax year	Prior 3 years			
	(a) 2014	**(b)** 2013	**(c)** 2012	**(d)** 2011	**(e) Total**
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 organization 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))

DAVID COUCHMAN AND MELANIE J NOBLE

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

NA

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 (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				85,150
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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	45,071	
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	328,711	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a SUBSTITUTE PAYMENTS			18	91	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				373,873	

13 Total. Add line 12, columns (b), (d), and (e). **13** 373,873

(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)

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

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

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) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☑ No

b If "Yes," complete the following schedule

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

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

******	2015-05-14	******
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
KEVIN BRADY				P00365531

Firm's name ▶ HENDERSON BRADY LLP

Firm's EIN ▶

Firm's address ▶ PO BOX 724495 ATLANTA, GA 31139

Phone no (770) 998-8777

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
CREDIT SUISSE#018894 - SEE ATTACHED		2014-01-01	2014-12-31
CREDIT SUISSE#018894 - SEE ATTACHED		2014-01-01	2014-12-31
CREDIT SUISSE#018894 - SEE ATTACHED			2014-12-31
CREDIT SUISSE#018902 - SEE ATTACHED		2014-01-01	2014-12-31
CREDIT SUISSE#018902 - SEE ATTACHED			2014-12-31
CREDIT SUISSE#018902 - SEE ATTACHED			2014-12-31
CREDIT SUISSE#018886 - SEE ATTACHED			2014-12-31
CREDIT SUISSE#018886 - SEE ATTACHED			2014-12-31
CREDIT SUISSE#018886 - SEE ATTACHED			2014-12-31
CREDIT SUISSE#018928 - SEE ATTACHED			2014-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
17,031		18,756	-1,725
33,844		33,882	-38
23,384		21,693	1,691
351,930		330,536	22,313
89,521		61,028	28,590
5,740		2,196	3,544
14,294		15,477	-1,183
62,598		44,706	17,892
18,028		5,534	12,494
120,766		121,671	2,721

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-1,725
			-38
			1,691
			21,394
			28,493
			3,544
			-1,183
			17,892
			12,494
			-905

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
CREDIT SUISSE#018928 - SEE ATTACHED			2014-12-31
CREDIT SUISSE#018928 - SEE ATTACHED			2014-12-31
CREDIT SUISSE#044544 - SEE ATTACHED			2014-12-31
NATL FINL SVCS#556819 - SEE ATTACHED			2014-12-31
NATL FINL SVCS#556819 - SEE ATTACHED			2014-12-31
NATL FINL SVCS#556821 - SEE ATTACHED			2014-12-31
NATL FINL SVCS#556821 - SEE ATTACHED			2014-12-31
NATL FINL SVCS#556822 - SEE ATTACHED			2014-12-31
NATL FINL SVCS#556822 - SEE ATTACHED			2014-12-31
BED BATH & BEYOND		2014-03-10	2014-12-16

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
102,821		82,935	19,886
154,271		88,768	65,503
62,128		60,652	1,476
37,193		42,951	-5,758
391,020		280,938	110,082
4,875		5,035	-160
7,459		7,540	-81
239,211		242,757	-3,546
112,461		75,917	36,544
1,098		1,038	60

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			19,886
			65,503
			1,476
			-5,758
			110,082
			-160
			-81
			-3,546
			36,544
			60

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
EXXON MOBIL		2014-02-28	2014-12-12
EXXON MOBIL		2014-03-10	2014-12-12
3M COMPANY		2014-02-28	2014-12-12
3M COMPANY		2014-12-12	2014-12-12
VERIZON COMMUNICATIONS		2014-02-27	2014-02-27
VERIZON COMMUNICATIONS		2014-02-27	2014-02-28
RAYTHEON		2012-04-18	2014-03-24
ASTRAZENECA PLC		2008-07-07	2014-05-22
BOEING		2009-05-11	2014-03-04
DOMINION RES INC		2010-07-26	2014-06-19

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
6,017		6,650	-633
1,569		1,714	-145
1,682		1,434	248
60		60	
1		1	
5,562		5,629	-67
5,770		3,173	2,597
8,750		5,568	3,182
11,067		3,821	7,246
9,912		5,963	3,949

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-633
			-145
			248
			-67
			2,597
			3,182
			7,246
			3,949

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
HALYARD HEALTH		2007-04-24	2014-11-06
KRAFT FOODS GROUP		2008-06-06	2014-02-03
VODAFONE GROUP		2007-04-23	2014-02-27
TREDEGAR CORP		2014-03-17	2014-03-17
CAPITAL GAIN DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
5		2	3
5,425		3,523	1,902
29		38	-9
1			1
			132

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3
			1,902
			-9
			1

Form 990PF Part XV Line 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*				
COMMUNITY ACTION CENTER 1130 HIGHTOWER TRAIL SANDY SPRINGS, GA 30350	NONE		CHARITABLE	1,500
SANDY SPRINGS EDUCATION FORCE PO BOX 567683 SANDY SPRINGS, GA 31156	NONE		CHARITABLE	20,950
LOS NINOS PRIMERO 471 MOUNT VERNON HIGHWAY SANDY SPRINGS, GA 30328	NONE	PUBLIC	CHARITABLE	25,000
SAFEPATH CHILDREN'S ADVOCACY CENTER 736 WHITLOCK AVENUE SUITE 600 MARIETTA, GA 30064	NONE	PUBLIC	CHARITABLE	1,000
SANDY SPRINGS CONSERVANCY PO BOX 888996 SANDY SPRINGS, GA 30356	NONE	PUBLIC	CHARITABLE	1,000
SANDY SPRINGS MISSION 850 MOUNT VERNON HIGHWAY SANDY SPRINGS, GA 30327	NONE	PUBLIC	CHARITABLE	10,000
SANDY SPRING POLICE BENEVOLENT FUND 5995 BARFIELD ROAD SANDY SPRINGS, GA 30328	NONE	PUBLIC	CHARITABLE	3,000
ART SANDY SPRINGS 6300 POWERS FERRY ROAD ATLANTA, GA 30339	NONE	PUBLIC	CHARITABLE	400
HERITAGE SANDY SPRINGS 6110 BLUESTONE ROAD SANDY SPRINGS, GA 30328	NONE	PUBLIC	CHARITABLE	5,000
LEADERSHIP SANDY SPRINGS PO BOX 28007 SANDY SPRINGS, GA 30358	NONE	PUBLIC	CHARITABLE	12,000
PHILANTHROPY ROUNDTABLE 1730 M STREET NW SUITE 601 WASHINGTON, DC 20036	NONE	PUBLIC	CHARITABLE	1,500
DRAKE HOUSE 10500 N CLARA DRIVE ROSWELL, GA 30075	NONE	PUBLIC	CHARITABLE	2,000
MADD 511 E JOHN CARPENTER PARKWAY SUITE 700 IRVING, TX 75062	NONE		CHARITABLE	100
SOUTHEASTERN COUNCIL OF FOUNDATIONS 50 HURT PLAZA SE 350 ATLANTA, GA 30303	NONE		CHARITABLE	1,100
AMERICAN HEART ASSOCIATION 1101 NORTHCHASE PARKWAY SOUTHEAST 1 MARIETTA, GA 30067	NONE		CHARITABLE	100
Total . . . . ▶ **3a**				85,150

Form 990PF Part XV Line 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*				
WOUNDED WARRIOR PROJECT 3343 PEACHTREE ROAD ATLANTA, GA 30326	NONE		CHARITABLE	500
Total . . . . ▶ **3a**				85,150

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2014

Name of the organization
Couchman & Noble Foundation Inc

Employer identification number
20-0499527

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or other property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization
Couchman & Noble Foundation Inc

Employer identification number
20-0499527

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	DAVID MELANIE COUCHMAN 8890 HUNTCLIFF TRACE ATLANTA, GA 30350	$ 204,372	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
Couchman & Noble Foundation Inc	20-0499527

Part II **Noncash Property** (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	See Additional Data Table	$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	**Employer identification number**
Couchman & Noble Foundation Inc	20-0499527

Part III *Exclusively* **religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor.** Complete columns **(a)** through **(e) and** the following line entry For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $ ____________
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

Additional Data

Software ID:
Software Version:
EIN: 20-0499527
Name: Couchman & Noble Foundation Inc

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	70 SHARES OF ADVENT SOFTWARE	$ 2,252	2014-07-14
1	70 SHARES OF ALBEMARLE CORPORATION	$ 5,073	2014-07-14
1	20 SHARES OF ALEXANDER & BALDWIN INC	$ 828	2014-07-14
1	20 SHARES OF ORBITAL ATK INC	$ 2,701	2014-07-14
1	50 SHARES OF AMERICAN EAGLE OUTFITTERS	$ 537	2014-07-14
1	80 SHARES OF ATWOOD OCEANICS INC	$ 3,974	2014-07-14
1	90 SHARES OF CABELA'S INCORPORATED	$ 5,346	2014-07-14
1	40 SHARES OF COLUMBIA SPORTSWEAR COMPANY	$ 3,275	2014-07-14
1	80 SHARES OF CONVERSANT INC	$ 1,960	2014-07-14
1	130 SHARES OF CORRECTIONS CORPORATION OF AMERICA	$ 4,335	2014-07-14

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	120 SHARES OF DANA HOLDING CORPORATION	$ 2,836	2014-07-14
1	30 SHARES OF DECKERS OUTDOOR CORP	$ 2,469	2014-07-14
1	50 SHARES OF EATON VANCE CORP	$ 1,878	2014-07-14
1	180 SHARES OF FIRST INDUSTRIAL REALTY TRUST	$ 3,454	2014-07-14
1	30 SHARES OF KAMAN CORPORATION	$ 1,275	2014-07-14
1	80 SHARES OF MATSON INC	$ 2,284	2014-07-14
1	250 SHARES OF MBIA INC	$ 2,360	2014-07-14
1	80 SHARES OF MONTPELIER RE HOLDINGS LTD	$ 2,591	2014-07-14
1	150 SHARES OF MRC GLOBAL INC	$ 4,136	2014-07-14
1	130 SHARES OF MRC GLOBAL INC	$ 3,584	2014-07-14

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	20 SHARES OF NEWMARKET CORPORATION	$ 7,784	2014-07-14
1	140 SHARES OF OLD DOMINION FREIGHT LINE	$ 8,679	2014-07-14
1	100 SHARES OF OLIN CORP	$ 2,626	2014-07-14
1	100 SHARES OF ORBITAL SCIENCES CORP	$ 2,959	2014-07-14
1	30 SHARES OF PRICESMART INC	$ 2,555	2014-07-14
1	60 SHARES OF RITCHIE BROS AUCTIONEERS	$ 1,493	2014-07-14
1	270 SHARES OF SERVICE CORPORATION INTERNATIONAL	$ 5,638	2014-07-14
1	50 SHARES OF STURM, RUGER & CO INC	$ 2,938	2014-07-14
1	40 SHARES OF TEJON RANCH CO	$ 1,241	2014-07-14
1	50 SHARES OF TEMPUR SEALY INTERNATIONAL	$ 3,064	2014-07-14

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	100 SHARES OF TENET HEALTHCARE CORP	$ 4,505	2014-07-14
1	70 SHARES OF TREDEGAR CORP	$ 1,554	2014-07-14
1	50 SHARES OF WORLD FUEL SERVICES CORP	$ 2,428	2014-07-14
1	749 SHARES OF OLD DOMINION FREIGHT LINE	$ 57,710	2014-12-16
1	112 SHARES OF NEWMARKET CORP	$ 42,051	2014-12-16

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491142005095

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ Information about Form 8949 and its separate instructions is at *www.irs.gov/form8949.*
▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0123

2014

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
	20-0499527

Before you check Box A, B, or C below, check 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 may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later).

Part I **Short-Term.** Transactions involving capital assets you held 1 year or less are short term. 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 total directly on Schedule D, line 1a; you are not 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 was **not** 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 (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* 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 (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
CREDIT SUISS	01-01-2014	12-31-2014	17,031	(18,756)			-1,725
CREDIT SUISS	01-01-2014	12-31-2014	351,930	(330,536)		919	22,313
CREDIT SUISS		12-31-2014	14,294	(15,477)			-1,183
CREDIT SUISS		12-31-2014	120,766	(121,671)		3,626	2,721
CREDIT SUISS		12-31-2014	62,128	(60,652)			1,476
NATL FINL SV		12-31-2014	37,193	(42,951)			-5,758
NATL FINL SV		12-31-2014	4,875	(5,035)			-160
NATL FINL SV		12-31-2014	239,211	(242,757)			-3,546
BED BATH & B	03-10-2014	12-16-2014	1,098	(1,038)			60
EXXON MOBIL	02-28-2014	12-12-2014	6,017	(6,650)			-633
EXXON MOBIL	03-10-2014	12-12-2014	1,569	(1,714)			-145
3M COMPANY	02-28-2014	12-12-2014	1,682	(1,434)			248
VERIZON COMM	02-27-2014	02-28-2014	5,562	(5,629)			-67
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) . . . . ▶			863,417	(854,361)		4,545	13,601

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

Part I **Short-Term.** Transactions involving capital assets you held 1 year or less are short term. 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 total directly on Schedule D, line 1a; you are not 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 was **not** 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 (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* 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 (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
TREDEGAR COR	03-17-2014	03-17-2014	1	( )			1
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) . . . . ▶			1	( )			1

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
Couchman & Noble Foundation Inc

Social security number or taxpayer identification number
20-0499527

Before you check Box D, E, or F below, check 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 may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later).

Part II **Long-Term.** Transactions involving capital assets you held more than 1 year are long term. 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 total directly on Schedule D, line 8a; you are not 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 was **not** 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 (Mo, day, yr)	**(d)** Proceeds (sales price) (see instructions)	**(e)** Cost or other basis See the **Note** below and see *Column (e)* 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 **(f)** Code(s) from instructions	**(g)** Amount of adjustment	**(h)** **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
CREDIT SUISS	01-01-2014	12-31-2014	33,844	(33,882)			-38
CREDIT SUISS		12-31-2014	89,521	(61,028)		97	28,590
CREDIT SUISS		12-31-2014	62,598	(44,706)			17,892
CREDIT SUISS		12-31-2014	102,821	(82,935)			19,886
RAYTHEON	04-18-2012	03-24-2014	5,770	(3,173)			2,597
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) . . . . ▶			294,554	(225,724)		97	68,927

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

Part II **Long-Term.** Transactions involving capital assets you held more than 1 year are long term. 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 total directly on Schedule D, line 8a; you are not 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 was **not** 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 (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* 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 (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
CREDIT SUISS		12-31-2014	23,384	(21,693)			1,691
CREDIT SUISS		12-31-2014	5,740	(2,196)			3,544
CREDIT SUISS		12-31-2014	18,028	(5,534)			12,494
CREDIT SUISS		12-31-2014	154,271	(88,768)			65,503
NATL FINL SV		12-31-2014	391,020	(280,938)			110,082
NATL FINL SV		12-31-2014	7,459	(7,540)			-81
NATL FINL SV		12-31-2014	112,461	(75,917)			36,544
ASTRAZENECA	07-07-2008	05-22-2014	8,750	(5,568)			3,182
BOEING	05-11-2009	03-04-2014	11,067	(3,821)			7,246
DOMINION RES	07-26-2010	06-19-2014	9,912	(5,963)			3,949
HALYARD HEAL	04-24-2007	11-06-2014	5	(2)			3
KRAFT FOODS	06-06-2008	02-03-2014	5,425	(3,523)			1,902
VODAFONE GRO	04-23-2007	02-27-2014	29	(38)			-9
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) . . . . ▶			747,551	(501,501)			246,050

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

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2014 Depreciation Schedule

Name: Couchman & Noble Foundation Inc

EIN: 20-0499527

TY 2014 Investments Corporate Stock Schedule

Name: Couchman & Noble Foundation Inc

EIN: 20-0499527

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VARIOUS STOCKS - SEE ATTACHED	1,763,375	2,105,187

TY 2014 Other Decreases Schedule

Name: Couchman & Noble Foundation Inc

EIN: 20-0499527

Description	Amount
FMV TO COST BASIS ADJUSTMENT	120,856

TY 2014 Other Expenses Schedule

Name: Couchman & Noble Foundation Inc

EIN: 20-0499527

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSE	12			12
REGISTRATION FEE	30			30

TY 2014 Other Income Schedule

Name: Couchman & Noble Foundation Inc

EIN: 20-0499527

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
CSFB LLC-SUBSTITUTE PAYMENTS	91	91	

TY 2014 Other Professional Fees Schedule

Name: Couchman & Noble Foundation Inc

EIN: 20-0499527

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT EXPENSES	18,896	18,896		

TY 2014 Taxes Schedule

Name: Couchman & Noble Foundation Inc

EIN: 20-0499527

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	1,513	1,513		
FEDERAL TAXES	1,190			

Couchman and Noble Foundation, Inc
20-0499527
Part II-Corporate Stock

Security	12/31/2014 Cost Basis	12/31/2014 Market Value
ACE LIMITED SHS	13,923	16,313
ADVANCED ENERGY INDSCOM	14,409	15,334
AKZO NV SPON ADR	4,353	5,267
ALCAN INC COM ISIN#CA0137161059	11,435	12,249
ALIGN TECHNOLOGY INC	9,275	9,393
ALTISOURCE PORTFOLIO SOLUTIONS S A COM USD1 00	23,380	16,253
ALTRIA GROUP INC COM	6,299	18,476
AMERICAN PUB ED INC COM	8,335	8,996
AON PLC SHS CL A ISIN#GB00B5BT0K07	3,965	5,785
APPLE COMPUTER INC	4,272	6,292
ARCBEST CORP COM USD0 01	8,282	8,718
ARKEMA SPONSORED ADR	3,789	3,331
ASML HOLDING N V HOLDING N V NY REGISTERED SHS	5,579	7,979
ASTRAZENECA PLC SPONSORED ADR	6,033	9,149
AT&T INC COM	14,060	12,764
BABCOCK & WILCOX CO NEW COM	14,543	15,756
BANK OF NOVA SCOTIA HALIFAX COM SHS ISIN#CA0641491075	2,828	3,082
BARCLAYS PLC ADRS	6,335	5,509
BAXTER INTERNATIONALINC ISIN#U	13,315	13,998
BAYER AG SPONSORED ADR	3,138	3,968
BCE INC COM NEW ISIN#CA05534B7604 SHS	13,844	14,446
BED BATH & BEYOND INC	13,863	15,691
BIOMARIN PHARMACEUTICALS INC	11,468	11,933
BNP PARIBAS SPONSORED ADR REPSTG 25 SHS	5,252	4,025
BOEING CO COM	10,244	13,778
BORGWARNER INC	9,048	9,396
BRAMBLES LTD SHS ADR ISIN#US1051051001	316	4,199
BRIGGS & STRATTON CORP	10,316	10,966
BUNZL PLC SPONS ADR NEW	4,253	9,352
CAPITAL ONE FINL CORP COM	13,663	15,272
CARDINAL HEALTH INC COM	10,991	11,141
CENOVUS ENERGY INC COM ISIN#CA15135U1093	3,680	2,351
CHECK POINT SOFTWARETECHNOLOGIES LTD SHSISIN#IL0010824113	6,708	10,921
CHEVRONTEXACO CORP COM	24,222	26,699
CHICOS FAS INC COM	16,864	17,264
CIELO S A SPONSORED ADR ISIN#US1717782023	2,239	2,772
CIMAREX ENERGY CO COM	11,639	12,614
CISCO SYSTEMS INC	23,896	29,929
CITIGROUP INC COM	12,812	14,285
CLOUD PEAK ENERGY INC COM USD0 01	12,625	12,549
CNOOC LTD SPONSORED ADR ISIN#US1261321095	9,632	7,449
COMERICA INC	8,860	9,321
COMPAGINE FINANCIERERICHEMONT AG SWITZ ADR	3,303	2,874
COMPASS GROUP PLC SPONS ADR	2,323	2,369
CONOCOPHILLIPS	9,308	14,503
CONTINENTAL AG SPONSADR	5,386	4,727
CORNING INC COM	4,253	5,733
CORUS ENTMT CL B NON VTG ISIN#CA2208741017	3,954	3,907
CROCS INC COM	14,592	14,976

Couchman and Noble Foundatıon, Inc
20-0499527
Part II-Corporate Stock

Securıty	12/31/2014 Cost Basıs	12/31/2014 Market Value
CUBIST PHARMACEUTICALS INC COM	10,021	10,468
CUMMINS ENGINE INC	15,688	15,507
DEUTSCHE BOERSE ADR ISIN#US2515421061	3,731	4,000
DIAGEO PLC SPONSORED ADR NEW	8,671	12,550
DIAMOND OFFSHORE DRILLING INC COM	12,679	6,608
DICKS SPORTING GOODSINC COM	8,265	8,192
DNB ASA SPONS ADR REPSTG 10 ORD SHS ISIN#US23328E1064	3,525	2,832
DU PONT E I DE NEMOURS & COMPA	6,619	14,418
EAGLE MATERIALS INC COM	8,320	8,439
EMC CORP (MASS) COM	13,617	15,376
EMERSON ELECTRIC CO COM	15,969	15,062
ENBRIDGE INC COM ISIN#CA29250N1050	3,546	3,907
ENSCO INTL INC	12,389	7,206
EPIQ SYS INC	10,456	11,256
EQT CORP COM	11,703	11,355
Equıfax	12,056	12,211
ERICSSON L M TEL CO ADR CL B SEK 10 NEW EXCH FOR ADR CL B SEK NEV	5,292	5,457
F5 NETWORKS INC COM	8,496	8,480
FANUC CORPORATION ADR ISIN#US3073051027	6,963	6,993
FIRST REPUBLIC BANK SAN FRANCISCO COM USD0 01	9,560	9,851
FIRSTMERIT CORP COM	14,391	15,188
FORTINET INC COM	11,386	12,387
FPL GROUP INC	8,402	18,197
GAP INC	14,515	14,781
GENERAL ELECTRIC CO COM	18,299	13,899
GENESEE & WYO INC CL A	9,306	9,801
GENUINE PARTS CO	6,857	14,920
GIVAUDAN SA ADR ISIN#US37636P1084	4,670	7,613
GRAINGER WW INC	11,354	11,470
GREEN DOT CORP COM	8,281	7,786
GRUPO FINANCIERO BANORTE SAB DE CV ADR ISIN#US40052P1075	3,893	2,935
GULF ISLAND FABRICATION INC	4,160	4,305
HALYARD HEALTH INC COM	303	591
HARTFORD FINL SVCS GROUP INC C	11,547	11,923
HCP INC COM	10,060	13,429
HEALTH CARE REIT INC	8,529	14,377
HENKEL AG & CO KGAA SPONSORED ADR REPSTGPFD SHS ISIN#US42550U	6,476	6,941
HSBC HLDGS PLC SPONS ADR NEW	8,250	8,974
IBERIABANK CORP COM	12,268	12,970
INTEL CORP COM	21,099	33,677
INTERSIL CORP CL A COM	12,527	13,703
INTREPID POTASH INC COM	12,261	13,353
JARDINE MATHESON HLDGS LTD ADR	6,247	5,888
JOHNSON & JOHNSON COM	22,753	32,101
JP MORGAN CHASE & CO	27,876	32,416
JULIUS BAER GROUP LTD ADR ISIN#US48137C1080	5,331	5,146
KIMBERLY CLARK CORP	7,107	12,132
KLA TENCOR CORP COM FORMERLY KLA INSTR CORP	10,157	10,548
KONINKLIJKE AHOLD NVSPONSORED ADR NEW 2014 ISIN#US5004671054	4,581	6,630

Couchman and Noble Foundatıon, Inc
20-0499527
Part II-Corporate Stock

Securıty	12/31/2014 Cost Basıs	12/31/2014 Market Value
KVH INDS INC COM ISIN #US4827381017 SEDOL #2495507	8,324	8,653
LIBERTY BROADBAND CORP PUR COM SER C RTS EXP 01/09/2015	-	38
LILLY ELI & CO	14,404	20,352
LINDE AG SPONS ADR LEVEL 1 ISIN#US5352232004	5,800	7,880
LIONS GATE ENTERTAINMENT CORP COM NPV	12,123	12,488
LOREAL CO ADR ISIN#US5021172037	2,598	3,966
LUMINEX CORP DEL	16,112	17,372
M D C HLDGS INC FORMERLY M D C CORP COLO TO 6/20/85 COM	14,552	15,538
MARINEMAX INC	8,215	8,822
MATRIX SVC CO	12,321	13,861
MATTEL INC	16,261	13,503
MERK & CO	9,933	17,889
METHANEX CORP ISIN#CA59151K1084	6,554	6,920
METLIFE INC COM	9,326	12,441
MICROSOFT CORP	21,581	32,024
MINNESOTA MINING & MANUFACTURING CO	14,091	26,441
MOHAWK INDS INC	11,522	11,652
MONTPELIER RE HOLDINGS LTD SHS ISIN#BMG621851069	5,591	11,677
MYLAN LABORATORIES INC	13,237	13,642
NATUS MED INC DEL	8,335	8,578
NEWMARKET CORP COM	12,095	45,195
NIELSEN HOLDINGS B VCOM	5,317	6,067
NORDEA BK AB SWEDEN SPONSORED ADR	5,856	6,156
NORFOLK SOUTHERN CORP	10,515	12,496
NOVARTIS AG SPONSORED ADR	5,185	8,154
OLD DOMINION FGHT LINES INC	14,249	58,152
ORACLE CORP COM	16,174	18,618
OUTERWALL INC COM ISIN #US6900701078 SEDOL #BC1QQP7	12,658	12,863
PARKER HANNIFIN CORP	16,918	18,182
PARTNER COMMUNICATIONS CO LTD	2,177	2,748
PERNOD RICARD S A ADR ISIN#US1742642070	3,662	3,931
PFIZER INC	9,602	10,124
PHILIP MORRIS INTL INC COM	5,550	9,774
PLY GEM HLDGS INC USD0 01	12,581	14,302
PRUDENTIAL PLC ADR	5,624	5,817
PTC INC COM	10,794	11,032
PUBLICIS S A NEW SPONS ADR ISIN#US74463M1062	5,560	5,250
QUALCOMM INC	16,436	16,226
QUIDEL CORP	8,232	9,457
RAYONIER ADVANCED MATERIALS INC COM NPV	11,377	11,418
RAYTHEON CO COM NEW	7,404	15,144
REED ELSEVIER P L C SPON ADR NEW	5,144	9,187
RITE AID CORP	7,973	10,618
ROCHE HLDGS LTD SPONSORED ADR ISIN#US7711951043	6,247	11,863
ROSS STORES INC (STATE OF INC CHGD FM CALF TO DELAWARE)	11,338	12,831
ROYAL DUTCH SHELL PLC SPONSORED ADR RESPTG A SHS	7,174	6,561
ROYAL DUTCH SHELL PLC SPONSORED ADR RESPTG B SHS	13,047	12,869
RPM INTL INC	9,646	10,193
RYDER SYS INC	10,013	10,585

Couchman and Noble Foundation, Inc
20-0499527
Part II-Corporate Stock

Security	12/31/2014 Cost Basis	12/31/2014 Market Value
SABMILLER PLC SPONSORED ADR ISIN#US78572M1053	4,285	4,434
SAFRAN S A ADR ISIN#US7865841024	2,289	3,540
SANOFI-AVENTIS SPONS ADR ISIN#US80105N1054	7,727	7,115
SAP AKTIENGESELLSCHAFT SPONSORED ADR	4,045	5,433
SATEN PHARMACEUTICALCO LTD ADR	4,304	4,090
SCHNEIDER ELEC SA ADR ISIN#US80687P1066	6,553	7,796
SENSATA TECHNOLOGIESHLDG BV ALMELO SHS ISIN#NL0009324904	4,929	6,499
SGS SA ADR ISIN#US8188001049	4,036	6,534
SIGNET JEWELERS LIMITED SHS ISIN#BMG812761002	10,443	12,104
SMC CORP JAPAN SPONSORED ADR ISIN#US78445W3060	3,707	3,621
SODEXHO SPON ADR ISIN#US8337921048	4,417	7,247
SOFTBANK CORP ADR ISIN#US83404D1090	4,318	6,415
SONOVA HLDG AG ADR ISIN#US83569C1027	3,195	4,110
STAMPS COM INC COM NEW	16,210	16,125
STERICYCLE INC COM	9,220	9,438
STONE ENERGY CORP	16,273	20,577
SUNCOR ENERGY INC NEW COM ISIN#CA8672241079	4,881	4,091
SUPERIOR ENERGY SVCSINC COM	8,184	9,591
SYMANTEC CORP	6,714	8,516
SYNAPTICS INC COM	7,856	8,261
TEJON RANCH CO WT EXP EXP 08/31/16	83	60
TOWERS WATSON & CO CL A	10,509	11,770
TOYOTA MTR CO SPON ADR	5,953	8,156
TRAVELERS COS INC COM	4,789	12,767
TRIMAS CORP COM NEW ISIN #US8962152091 SEDOL #B1XHRL4	8,249	8,886
TRIMBLE NAV LTD	9,686	9,581
TRW AUTOMOTIVE HLDGSCORP COM	6,737	8,125
UBS AG CHF0 10 ISIN #CH0024899483 SEDOL #B17MV57	5,682	5,729
ULTA SALON COSMETICS& FRAGRANCE INC COM	10,136	10,099
UNDER ARMOUR INC CL A COM	10,023	11,475
UNILEVER NV NEW YORKSHS NEW	11,865	16,982
UNION BANKSHARES CORP	8,264	8,500
UNITED OVERSEAS BK LTD SPON ADR	2,590	3,401
UNUM GROUP COM	13,908	13,987
UTI WORLDWIDE INC ORD ISIN #VGG872101032 SEDOL #2676368	12,193	13,591
VODAFONE GROUP PLC SPON ADR NEW	12,547	8,269
VOLKSWAGEN AG SPONS ADR REPSTG PREF SHS ISIN#US9286624021	5,238	4,930
WABCO HLDGS INC COM	7,779	7,963
WAL MART STORES INC	13,565	15,544
WESTERN DIGITAL CORPDELAWARE	13,091	16,716
WHIRLPOOL CORP	11,768	12,399
WHITEWAVE FOODS CO COM CL A	8,160	8,433
WILLIAMS SONOMA INC COM	9,992	10,444
TOTAL INVESTMENTS	**1,763,375**	**2,105,187**

REALIZED GAINS AND LOSSES

Supplemental Information - Consult your Form 1099 for tax reporting purposes

REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short-Term Gains (Losses)	0.00	Net Covered Long-Term Gains (Losses)	91,325.43	Net Ordinary Gains (Losses)	0.00
Net NonCovered Short-Term Gains (Losses)	0.00	Net NonCovered Long-Term Gains (Losses)	67,235.98		
Net 1099B Non Reportable Short-Term Gains (Losses)	0.00	Net 1099B Non Reportable Long-Term Gains (Losses)	0.00		
Net Miscellaneous Short-Term Gains (Losses)	0.00	Net Miscellaneous Long-Term Gains (Losses)	0.00	Net Miscellaneous Ordinary Gains (Losses)	0.00
Net Regulated Futures Contract Short-Term Gains (Losses)	0.00	Net Regulated Futures Contract Long-Term Gains (Losses)	0.00		
Total Short-Term Gains (Losses)	**0.00**	**Total Long-Term Gains (Losses)**	**158,561.41**	**Total Ordinary Gains (Losses)**	**0.00**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
AMAZON.COM INC CMN (023135106)	06/29/2011	01/10/2014	5.00 [9]	1,973.62	0.00	1,024.10	949 52
AMAZON.COM INC CMN (023135106)	06/25/2012	01/10/2014	7.00 [9]	2,763.06	0.00	1,526.67	1,236 39
AMAZON.COM INC CMN (023135106)	05/22/2012	01/10/2014	9.00 [9]	3,552.51	0.00	1,944.26	1,608 25
AMAZON.COM INC CMN (023135106)	04/30/2012	01/10/2014	17.00 [9]	6,710.29	0.00	3,942.18	2,768.11
AMAZON.COM INC CMN (023135106)	11/23/2012	01/10/2014	18.00 [9]	7,105.02	0.00	4,273.38	2,831 64
AMERICAN EXPRESS CO. CMN (025816109)	01/24/2011	01/10/2014	28.00 [9]	2,467.32	0.00	1,276.93	1,190.39
AMERICAN EXPRESS CO. CMN (025816109)	11/21/2012	01/10/2014	136.00 [9]	11,984.11	0.00	7,617.36	4,366.75
APPLE, INC. CMN (037833100)	01/27/2012	01/10/2014	3.00 [9]	1,595.13	0.00	1,341.90	253.23
BOEING COMPANY CMN (097023105)	10/03/2011	01/10/2014	14.00 [9]	1,972.15	0.00	817.45	1,154.70
BOEING COMPANY CMN (097023105)	05/25/2011	01/10/2014	44.00 [9]	6,198.17	0.00	3,336.22	2,861.95
BOEING COMPANY CMN (097023105)	11/21/2012	01/10/2014	116.00 [9]	16,340.63	0.00	8,499.32	7,841.31
BRISTOL-MYERS SQUIBB COMPANY CMN (110122108)	11/12/2012	01/10/2014	625.00 [9]	34,999.39	0.00	20,056.25	14,943.14
GOOGLE INC. CMN CLASS A (38259P508)	06/29/2011	01/10/2014	3.00 [9]	3,370 83	0.00	1,495.47	1,875.36
GOOGLE INC. CMN CLASS A (38259P508)	06/25/2012	01/10/2014	3.00 [9]	3,370.83	0.00	1,673.52	1,697.31
GOOGLE INC. CMN CLASS A (38259P508)	09/21/2011	01/10/2014	4.00 [9]	4,494.44	0.00	2,199.89	2,294.55

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization. This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently. You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment.

[9] This position is a gifted security.

Goldman Sachs

Realized and unrealized gains and loss values do not include securities for which cost basis is unavailable. The recognition of any loss reflected herein may be disallowed or deferred by the application of capital loss limitations, wash sale rules or other special tax rules, and you are strongly urged to consult your own outside tax and other advisors about this and all tax-related matters addressed in any way herein. All information regarding the cost basis and acquisition dates of securities that you acquired elsewhere and that were subsequently delivered into your Goldman Sachs account(s) were provided by you and/or a third party and Goldman Sachs makes no representation as to the accuracy and completeness of such information and it should not be relied upon as such.

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
STARBUCKS CORP. CMN (855244109)	06/21/2011	01/10/2014	29.00 [9]	2,245.72	0.00	1,068 03	1,177.69
STARBUCKS CORP. CMN (855244109)	11/21/2012	01/10/2014	161.00 [9]	12,467.62	0.00	8,143 38	4,324.24
VIACOM INC CMN CLASS B (92553P201)	08/30/2012	01/10/2014	31.00 [9]	2,639.60	0.00	1,548.23	1,091.37
VIACOM INC CMN CLASS B (92553P201)	09/19/2012	01/10/2014	43.00 [9]	3,661.39	0.00	2,231.67	1,429.72
VIACOM INC CMN CLASS B (92553P201)	08/10/2012	01/10/2014	64.00 [9]	5,449.50	0.00	3,164.80	2,284.70
VIACOM INC CMN CLASS B (92553P201)	11/21/2012	01/10/2014	162.00 [9]	13,794.06	0.00	8,067.29	5,726.77
VISA INC. CMN CLASS A (92826C839)	08/09/2011	01/10/2014	13.00 [9]	2,864.60	0 00	1,057.85	1,806.75
VISA INC. CMN CLASS A (92826C839)	11/21/2012	01/10/2014	44.00 [9]	9,695.58	0 00	6,444.24	3,251.34
VISA INC. CMN CLASS A (92826C839)	08/05/2011	01/10/2014	68.00 [9]	14,984.08	0 00	5,744.43	9,239.65
WALGREEN CO. CMN (931422109)	11/12/2012	01/10/2014	100.00 [9]	6,007.29	0.00	3,270.00	2,737.29
WALGREEN CO. CMN (931422109)	10/16/2012	01/10/2014	148.00 [9]	8,890.80	0 00	5,394.13	3,496.67
WALGREEN CO. CMN (931422109)	11/21/2012	01/10/2014	252.00 [9]	15,138 38	0.00	8,251.74	6,886.64
Net Covered Long-Term Gains (Losses)				**206,736.12**	**0.00**	**115,410.69**	**91,325.43**
NonCovered Long-Term Gains (Losses)							
AMAZON COM INC CMN (023135106)	08/26/2010	01/10/2014	19.00 [9]	7,499 74	0.00	2,374.30	5,125.44
AMERICAN EXPRESS CO. CMN (025816109)	08/02/2010	01/10/2014	34 00 [9]	2,996.03	0.00	1,530.68	1,465.35
AMERICAN EXPRESS CO. CMN (025816109)	02/03/2010	01/10/2014	102.00 [9]	8,988.08	0.00	3,913.74	5,074.34
APPLE, INC. CMN (037833100)	03/17/2009	01/10/2014	53 00 [9]	28,180 67	0.00	5,217.32	22,963.35
BOEING COMPANY CMN (097023105)	08/02/2010	01/10/2014	28 00 [9]	3,944 29	0.00	1,947.21	1,997.08
BOEING COMPANY CMN (097023105)	03/03/2010	01/10/2014	48.00 [9]	6,761.64	0.00	3,093.47	3,668.17
COSTCO WHOLESALE CORPORATION CMN (22160K105)	11/19/2010	01/10/2014	22.00 [9]	2,582.98	0.00	1,463.00	1,119.98
COSTCO WHOLESALE CORPORATION CMN (22160K105)	08/06/2010	01/10/2014	27.00 [9]	3,170.02	0.00	1,525.71	1,644.31
COSTCO WHOLESALE CORPORATION CMN (22160K105)	10/20/2010	01/10/2014	34.00 [9]	3,991.87	0.00	2,136.74	1,855.13
GOOGLE INC. CMN CLASS A (38259P508)	08/02/2010	01/10/2014	3.00 [9]	3,370.83	0.00	1,475.52	1,895.31

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization. This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently. You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment.

[9] This position is a gifted security.

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
GOOGLE INC CMN CLASS A (38259P508)	03/17/2009	01/10/2014	18.00 [9]	20,224.99	0.00	5,846.22	14,378 77
STARBUCKS CORP. CMN (855244109)	02/03/2010	01/10/2014	110.00 [9]	8,518.25	0.00	2,469.50	6,048.75
Net NonCovered Long-Term Gains (Losses)				**100,229.39**	**0.00**	**32,993.41**	**67,235.98**

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently. You should consult with your own tax advisor to determine your correct basis.

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment.

[9] This position is a gifted security.

REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short-Term Gains (Losses)	23,178.14	Net Covered Long-Term Gains (Losses)	52,279.21	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short-Term Gains (Losses)	0.00	Net NonCovered Long-Term Gains (Losses)	25,153 67		
Net 1099B Non Reportable Short-Term Gains (Losses)	0.00	Net 1099B Non Reportable Long-Term Gains (Losses)	0 00		
Net Miscellaneous Short-Term Gains (Losses)	0.00	Net Miscellaneous Long-Term Gains (Losses)	0.00	Net Miscellaneous Ordinary Gains (Losses)	0.00
Net Regulated Futures Contract Short-Term Gains (Losses)	0.00	Net Regulated Futures Contract Long-Term Gains (Losses)	0.00		
Total Short-Term Gains (Losses)	**23,178.14**	**Total Long-Term Gains (Losses)**	**77,432.88**	**Total Ordinary Gains (Losses)**	**0.00**

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
WHITEWAVE FOODS COMPANY CMN (966244105)	04/22/2013	02/13/2014	100 00	2,549.96	0.00	1,691.36	858.60
WHITEWAVE FOODS COMPANY CMN (966244105)	04/22/2013	02/14/2014	50 00	1,329 90	0.00	845.68	484.22
WHITEWAVE FOODS COMPANY CMN (966244105)	04/24/2013	02/14/2014	50.00	1,329 90	0.00	829.25	500.65
LEIDOS HLDGS INC CMN (525327102)	03/14/2013	02/28/2014	100.00	4,473.07	0.00	3,384.50	1,088.57
WHITEWAVE FOODS COMPANY CMN (966244105)	04/25/2013	02/28/2014	50.00	1,418.55	0.00	827.90	590.65
WHITEWAVE FOODS COMPANY CMN (966244105)	04/30/2013	02/28/2014	50.00	1,418.55	0.00	848.42	570.13
WHITEWAVE FOODS COMPANY CMN (966244105)	04/30/2013	03/03/2014	50.00	1,435.04	0.00	848.42	586.62
WHITEWAVE FOODS COMPANY CMN (966244105)	05/08/2013	03/03/2014	50.00	1,435.05	0.00	881.67	553.38
WHITEWAVE FOODS COMPANY CMN (966244105)	05/07/2013	03/03/2014	100.00	2,870.08	0.00	1,755.90	1,114.18
LEIDOS HLDGS INC CMN (525327102)	03/20/2013	03/06/2014	25.00	1,112.98	0.00	877.65	235.33
LEIDOS HLDGS INC CMN (525327102)	03/15/2013	03/06/2014	25.00	1,112.99	0.00	852.55	260 44
LEIDOS HLDGS INC CMN (525327102)	03/18/2013	03/06/2014	50.00	2,225.97	0.00	1,725.46	500.51
WHITEWAVE FOODS COMPANY CMN (966244105)	05/08/2013	03/06/2014	50.00	1,497.76	0.00	881 67	616.09
WHITEWAVE FOODS COMPANY CMN (966244105)	05/15/2013	03/06/2014	50.00	1,497.76	0.00	925 80	571.96
LEIDOS HLDGS INC CMN (525327102)	04/04/2013	03/11/2014	12.00	518.75	0.00	466.48	52.27
LEIDOS HLDGS INC CMN (525327102)	05/09/2013	03/11/2014	13.00	561.99	0.00	537 76	24.23

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization. This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis.
[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment.

Goldman Sachs

Realized and unrealized gains and loss values do not include securities for which cost basis is unavailable. The recognition of any loss reflected herein may be disallowed or deferred by the application of capital loss limitations, wash sale rules or other special tax rules, and you are strongly urged to consult your own outside tax and other advisors about this and all tax-related matters addressed in any way herein. All information regarding the cost basis and acquisition dates of securities that you acquired elsewhere and that were subsequently delivered into your Goldman Sachs account(s) were provided by you and/or a third party and Goldman Sachs makes no representation as to the accuracy and completeness of such information and it should not be relied upon as such.

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds[5]	Total accretion (Amortization)	Cost Basis[4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
LEIDOS HLDGS INC CMN (525327102)	04/22/2013	03/11/2014	25.00	1,080 75	0.00	972.09	108.66
LEIDOS HLDGS INC CMN (525327102)	03/21/2013	03/11/2014	50.00	2,161 48	0.00	1,752.95	408.53
WHITEWAVE FOODS COMPANY CMN (966244105)	05/23/2013	03/11/2014	50.00	1,467 51	0.00	899.74	567.77
WHITEWAVE FOODS COMPANY CMN (966244105)	05/15/2013	03/11/2014	50.00	1,467.52	0.00	925.80	541.72
WHITEWAVE FOODS COMPANY CMN (966244105)	05/30/2013	03/12/2014	50.00	1,465.32	0.00	899.91	565.41
WHITEWAVE FOODS COMPANY CMN (966244105)	05/23/2013	03/12/2014	50.00	1,465.32	0.00	899.74	565.58
LEIDOS HLDGS INC CMN (525327102)	05/09/2013	03/18/2014	12.00	512.11	0.00	496.39	15.72
LEIDOS HLDGS INC CMN (525327102)	07/09/2013	03/18/2014	13.00	554.79	0.00	505.89	48.90
LEIDOS HLDGS INC CMN (525327102)	06/12/2013	03/18/2014	25.00	1,066.90	0.00	935.40	131.50
LEIDOS HLDGS INC CMN (525327102)	07/05/2013	03/18/2014	50.00	2,133.80	0.00	1,917.27	216.53
LEIDOS HLDGS INC CMN (525327102)	07/09/2013	03/20/2014	12.00	507.18	0.00	466.97	40.21
LEIDOS HLDGS INC CMN (525327102)	07/18/2013	03/20/2014	13.00	549.44	0.00	509.15	40.29
LEIDOS HLDGS INC CMN (525327102)	07/16/2013	03/20/2014	25.00	1,056.63	0.00	967.03	89.60
LEIDOS HLDGS INC CMN (525327102)	07/15/2013	03/20/2014	50.00	2,113.25	0.00	1,945.55	167.70
LEIDOS HLDGS INC CMN (525327102)	07/18/2013	03/24/2014	12.00	508.87	0.00	469.98	38.89
LEIDOS HLDGS INC CMN (525327102)	09/10/2013	03/24/2014	13.00	551.28	0.00	517.31	33.97
LEIDOS HLDGS INC CMN (525327102)	07/24/2013	03/24/2014	25.00	1,060.14	0.00	1,018.71	41 43
LEIDOS HLDGS INC CMN (525327102)	09/04/2013	03/24/2014	50.00	2,120.29	0.00	1,970.90	149.39
LEIDOS HLDGS INC CMN (525327102)	09/10/2013	03/27/2014	12.00	449.62	0.00	477.52	(27.90)
LEIDOS HLDGS INC CMN (525327102)	10/03/2013	03/27/2014	100.00	3,746.76	0.00	4,615.30	(868 54)
WHITEWAVE FOODS COMPANY CMN (966244105)	06/20/2013	04/09/2014	50.00	1,357.50	0.00	807.41	550.09
WHITEWAVE FOODS COMPANY CMN (966244105)	05/30/2013	04/09/2014	50.00	1,357.51	0.00	899 91	457.60
WHITEWAVE FOODS COMPANY CMN (966244105)	06/20/2013	04/14/2014	100.00	2,691.90	0.00	1,614 82	1,077.08
WHITEWAVE FOODS COMPANY CMN (966244105)	06/20/2013	05/12/2014	50.00	1,485.32	0.00	807.41	677.91
WHITEWAVE FOODS COMPANY CMN (966244105)	06/21/2013	05/12/2014	100.00	2,970.63	0.00	1,593.25	1,377.38

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization. This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently. You should consult with your own tax advisor to determine your correct basis.
[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment.

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
WHITEWAVE FOODS COMPANY CMN (966244105)	07/05/2013	05/14/2014	100 00	3,091.01	0.00	1,694.14	1,396.87
WHITEWAVE FOODS COMPANY CMN (966244105)	07/31/2013	06/16/2014	200 00	6,391.51	0.00	3,743.82	2,647.69
ZOETIS INC CMN CLASS A (98978V103)	06/02/2014	10/02/2014	100.00	3,665.40	0.00	3,085.03	580.37
ZOETIS INC. CMN CLASS A (98978V103)	06/02/2014	10/08/2014	100.00	3,697.35	0.00	3,085.03	612.32
ZOETIS INC. CMN CLASS A (98978V103)	06/03/2014	10/15/2014	100.00	3,483.42	0.00	3,122.00	361.42
ZOETIS INC. CMN CLASS A (98978V103)	06/02/2014	10/15/2014	100.00	3,483.42	0.00	3,085.03	398.39
ZOETIS INC. CMN CLASS A (98978V103)	06/03/2014	10/16/2014	100.00	3,527.18	0.00	3,122.00	405.18
ZOETIS INC. CMN CLASS A (98978V103)	06/06/2014	10/17/2014	100.00	3,543.16	0.00	3,174.37	368 79
ZOETIS INC. CMN CLASS A (98978V103)	06/09/2014	10/21/2014	100.00	3,597.57	0.00	3,195.29	402 28
ZOETIS INC. CMN CLASS A (98978V103)	06/12/2014	11/03/2014	100.00	3,758.16	0.00	3,204 05	554.11
ZOETIS INC. CMN CLASS A (98978V103)	06/16/2014	11/05/2014	100.00	3,913.96	0.00	3,212 79	701.17
USG CORP (NEW) CMN (903293405)	04/25/2014	12/12/2014	200.00	5,339.80	0.00	5,897 44	(557.64)
USG CORP (NEW) CMN (903293405)	04/25/2014	12/15/2014	100.00	2,632.66	0.00	2,948.72	(316.06)
Net Covered Short-Term Gains (Losses)				**112,814.72**	**0.00**	**89,636.58**	**23,178.14**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
EXELIS INC. CMN (30162A108)	03/09/2012	01/07/2014	50.00	948.53	0.00	599.75	348.78
EXELIS INC. CMN (30162A108)	03/14/2012	01/07/2014	50.00	948.53	0.00	612.88	335.65
EXELIS INC. CMN (30162A108)	03/14/2012	01/09/2014	50.00	949 06	0.00	612.88	336.18
EXELIS INC. CMN (30162A108)	03/16/2012	01/09/2014	50 00	949 06	0.00	614.15	334.91
EXELIS INC. CMN (30162A108)	03/16/2012	01/24/2014	100.00	2,013.03	0.00	1,228.29	784.74
EXELIS INC. CMN (30162A108)	03/19/2012	02/03/2014	50.00	933.06	0.00	615.41	317.65

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization. This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently. You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment.

Goldman Sachs

Realized and unrealized gains and loss values do not include securities for which cost basis is unavailable. The recognition of any loss reflected herein may be disallowed or deferred by the application of capital loss limitations, wash sale rules or other special tax rules, and you are strongly urged to consult your own outside tax and other advisors about this and all tax-related matters addressed in any way herein. All information regarding the cost basis and acquisition dates of securities that you acquired elsewhere and that were subsequently delivered into your Goldman Sachs account(s) were provided by you and/or a third party and Goldman Sachs makes no representation as to the accuracy and completeness of such information and it should not be relied upon as such.

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
EXELIS INC. CMN (30162A108)	03/16/2012	02/03/2014	50.00	933.06	0.00	614.15	318.91
CORNING INCORPORATED CMN (219350105)	02/08/2012	02/18/2014	100.00	1,910.93	0.00	1,383.97	526.96
CORNING INCORPORATED CMN (219350105)	02/07/2012	02/18/2014	200.00	3,821.85	0.00	2,754.08	1,067.77
XYLEM INC. CMN (98419M100)	01/28/2013	02/19/2014	100.00	3,762.98	0 00	2,793.16	969.82
BABCOCK & WILCOX COMPANY (THE) CMN (05615F102)	03/15/2011	02/27/2014	100.00	3,361.05	0.00	2,969.55	391.50
XYLEM INC. CMN (98419M100)	01/29/2013	03/04/2014	100.00	3,890.83	0.00	2,795.34	1,095.49
BABCOCK & WILCOX COMPANY (THE) CMN (05615F102)	03/22/2011	03/06/2014	100.00	3,308.51	0 00	3,154.93	153.58
BABCOCK & WILCOX COMPANY (THE) CMN (05615F102)	03/30/2011	03/06/2014	100.00	3,308.51	0.00	3,332.49	(23.98)
XYLEM INC. CMN (98419M100)	02/04/2013	03/12/2014	100.00	3,738 48	0.00	2,765.06	973.42
BABCOCK & WILCOX COMPANY (THE) CMN (05615F102)	04/18/2011	03/24/2014	100 00	3,281.69	0.00	3,103.97	177.72
CORNING INCORPORATED CMN (219350105)	02/08/2012	04/08/2014	200.00	4,237 00	0.00	2,767.94	1,469.06
XYLEM INC CMN (98419M100)	02/11/2013	04/08/2014	100.00	3,612.25	0.00	2,743.23	869.02
XYLEM INC CMN (98419M100)	02/21/2013	04/08/2014	100.00	3,612 25	0.00	2,762.86	849.39
BABCOCK & WILCOX COMPANY (THE) CMN (05615F102)	04/27/2011	04/09/2014	100.00	3,398.17	0.00	3,119.29	278.88
BABCOCK & WILCOX COMPANY (THE) CMN (05615F102)	05/12/2011	04/14/2014	100.00	3,306.36	0.00	2,885.70	420.66
XYLEM INC. CMN (98419M100)	02/27/2013	04/24/2014	100.00	3,589.02	0.00	2,717.08	871.94
GRAFTECH INTERNATIONAL LTD CMN (384313102)	01/11/2013	04/28/2014	200.00	2,248.25	0.00	1,876.70	371 55
GRAFTECH INTERNATIONAL LTD CMN (384313102)	01/14/2013	04/30/2014	100.00	1,101.36	0.00	934.12	167.24
BABCOCK & WILCOX COMPANY (THE) CMN (05615F102)	05/16/2011	05/01/2014	100.00	3,548.75	0.00	2,824.04	724 71
GRAFTECH INTERNATIONAL LTD CMN (384313102)	01/14/2013	05/01/2014	100.00	1,105.06	0.00	934.12	170.94
GRAFTECH INTERNATIONAL LTD CMN (384313102)	01/24/2013	05/01/2014	100.00	1,105.06	0.00	967.32	137.74
GRAFTECH INTERNATIONAL LTD CMN (384313102)	01/29/2013	05/02/2014	100.00	1,093.49	0.00	964.42	129.07
GRAFTECH INTERNATIONAL LTD CMN (384313102)	01/29/2013	05/05/2014	100.00	1,081.64	0.00	964 42	117 22
BABCOCK & WILCOX COMPANY (THE) CMN (05615F102)	05/20/2011	05/12/2014	100.00	3,491.83	0.00	2,745.97	745.86
GRAFTECH INTERNATIONAL LTD CMN (384313102)	02/06/2013	05/12/2014	100.00	1,098.89	0.00	958 49	140.40

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization. This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently. You should consult with your own tax advisor to determine your correct basis.
[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment.

Goldman Sachs

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
GRAFTECH INTERNATIONAL LTD CMN (384313102)	02/08/2013	05/12/2014	100.00	1,098.89	0.00	955.33	143.56
BABCOCK & WILCOX COMPANY (THE) CMN (05615F102)	05/23/2011	05/13/2014	100.00	3,315.81	0.00	2,719.18	596.63
GRAFTECH INTERNATIONAL LTD CMN (384313102)	02/12/2013	05/13/2014	100.00	1,086.05	0.00	955 77	130.28
BABCOCK & WILCOX COMPANY (THE) CMN (05615F102)	06/14/2011	05/14/2014	100.00	3,238.72	0.00	2,744.12	494.60
BABCOCK & WILCOX COMPANY (THE) CMN (05615F102)	07/07/2011	06/05/2014	100.00	3,227.78	0.00	2,722 83	504.95
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	05/09/2012	06/16/2014	100.00	7,790.43	0.00	6,432.47	1,357.96
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	06/27/2012	07/14/2014	100.00	7,744.82	0.00	5,586.28	2,158.54
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	07/19/2012	07/16/2014	50.00	3,874.04	0.00	2,948.15	925.89
CORNING INCORPORATED CMN (219350105)	02/09/2012	07/28/2014	100.00	2,205.07	0.00	1,380.11	824.96
CORNING INCORPORATED CMN (219350105)	02/13/2012	07/28/2014	100.00	2,205.07	0.00	1,364.74	840.33
CORNING INCORPORATED CMN (219350105)	02/14/2012	07/28/2014	100.00	2,205.07	0.00	1,365.04	840.03
MICROSOFT CORPORATION CMN (594918104)	04/26/2011	07/28/2014	100.00	4,431.41	0.00	2,639.92	1,791.49
WPX ENERGY, INC. CMN (98212B103)	06/14/2012	07/29/2014	100.00	2,200.03	0.00	1,391.82	808.21
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	07/19/2012	07/30/2014	50.00	3,873.27	0.00	2,948.15	925.12
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	12/18/2012	07/30/2014	50.00	3,873.27	0.00	2,643.87	1,229.40
THE BANK OF NY MELLON CORP CMN (064058100)	08/17/2012	07/31/2014	100.00	3,906.51	0.00	2,272 26	1,634.25
THE BANK OF NY MELLON CORP CMN (064058100)	08/17/2012	07/31/2014	100.00	3,918.32	0.00	2,272.26	1,646.06
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	01/23/2013	08/01/2014	50.00	3,749.53	0.00	2,722.30	1,027.23
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	12/18/2012	08/01/2014	50.00	3,749.54	0.00	2,643 87	1,105.67
THE BANK OF NY MELLON CORP CMN (064058100)	08/17/2012	08/01/2014	100.00	3,882.52	0.00	2,272.26	1,610.26
WPX ENERGY, INC. CMN (98212B103)	06/18/2012	08/07/2014	100.00	2,275.01	0.00	1,480 15	794.86
WPX ENERGY, INC. CMN (98212B103)	07/18/2012	08/07/2014	100.00	2,275.01	0.00	1,478.52	796.49
WPX ENERGY, INC. CMN (98212B103)	07/20/2012	08/20/2014	100.00	2,480.71	0.00	1,508 73	971.98
GRAFTECH INTERNATIONAL LTD CMN (384313102)	02/27/2013	08/21/2014	50.00	423.56	0.00	358.97	64.59
GRAFTECH INTERNATIONAL LTD CMN (384313102)	02/19/2013	08/21/2014	50.00	423.56	0 00	485.23	(61.67)

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization. This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently. You should consult with your own tax advisor to determine your correct basis.

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment.

Goldman Sachs

Realized and unrealized gains and loss values do not include securities for which cost basis is unavailable. The recognition of any loss reflected herein may be disallowed or deferred by the application of capital loss limitations, wash sale rules or other special tax rules, and you are strongly urged to consult your own outside tax and other advisors about this and all tax-related matters addressed in any way herein. All information regarding the cost basis and acquisition dates of securities that you acquired elsewhere and that were subsequently delivered into your Goldman Sachs account(s) were provided by you and/or a third party and Goldman Sachs makes no representation as to the accuracy and completeness of such information and it should not be relied upon as such.

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
GRAFTECH INTERNATIONAL LTD CMN (384313102)	02/26/2013	08/21/2014	100.00	847.12	0.00	791.91	55.21
WPX ENERGY, INC. CMN (98212B103)	09/04/2012	08/21/2014	100.00	2,471.43	0.00	1,587.37	884.06
WPX ENERGY, INC. CMN (98212B103)	09/05/2012	09/03/2014	100.00	2,644.69	0.00	1,581.64	1,063.05
WPX ENERGY, INC. CMN (98212B103)	12/06/2012	09/08/2014	100.00	2,589.34	0.00	1,571.15	1,018 19
WPX ENERGY, INC. CMN (98212B103)	12/11/2012	09/11/2014	100.00	2,544.26	0.00	1,559.58	984 68
MICROSOFT CORPORATION CMN (594918104)	04/26/2011	09/26/2014	50.00	2,305.24	0.00	1,304 77	1,000.47
MICROSOFT CORPORATION CMN (594918104)	04/26/2011	09/26/2014	100.00	4,610.47	0.00	2,627.73	1,982.74
VECTRUS, INC. CMN (92242T101)	03/19/2012	09/29/2014	0.11	2.31	0.00	0.00	2 31
VECTRUS, INC. CMN (92242T101)	05/08/2012	10/03/2014	3.00	67.91	0.00	36.80	31 11
VECTRUS, INC. CMN (92242T101)	03/01/2013	10/03/2014	5.00	113.19	0.00	70 72	42.47
VECTRUS, INC. CMN (92242T101)	04/10/2012	10/03/2014	6.00	135.82	0.00	76.32	59.50
VECTRUS, INC CMN (92242T101)	04/13/2012	10/03/2014	6.00	135.82	0.00	76 85	58.97
VECTRUS, INC CMN (92242T101)	03/19/2012	10/03/2014	8.00	181.09	0.00	123.14	57.95
VECTRUS, INC CMN (92242T101)	05/04/2012	10/03/2014	11.00	249.00	0.00	157.28	91.72
VECTRUS, INC. CMN (92242T101)	01/25/2013	10/03/2014	11.00	249.00	0.00	151 38	97.62
VECTRUS, INC. CMN (92242T101)	03/01/2013	10/03/2014	11.00	249.00	0.00	141 55	107.45
GRAFTECH INTERNATIONAL LTD CMN (384313102)	02/27/2013	10/07/2014	50.00	196.17	0.00	358 97	(162.80)
GRAFTECH INTERNATIONAL LTD CMN (384313102)	03/01/2013	10/07/2014	50.00	196.17	0.00	350.78	(154.61)
GRAFTECH INTERNATIONAL LTD CMN (384313102)	02/28/2013	10/07/2014	100.00	392.35	0.00	720.91	(328.56)
GRAFTECH INTERNATIONAL LTD CMN (384313102)	03/01/2013	10/07/2014	100.00	392.35	0.00	713.61	(321.26)
MICROSOFT CORPORATION CMN (594918104)	04/26/2011	10/07/2014	100.00	4,563.04	0.00	2,609.54	1,953.50
GRAFTECH INTERNATIONAL LTD CMN (384313102)	03/01/2013	10/08/2014	50.00	180.82	0.00	350 78	(169.96)
GRAFTECH INTERNATIONAL LTD CMN (384313102)	04/11/2013	10/08/2014	50.00	180.82	0.00	383 42	(202.60)
GRAFTECH INTERNATIONAL LTD CMN (384313102)	04/11/2013	10/08/2014	50.00	182.89	0.00	383.42	(200.53)
GRAFTECH INTERNATIONAL LTD CMN (384313102)	04/15/2013	10/08/2014	150.00	548.67	0.00	1,053.53	(504.86)

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization. This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently. You should consult with your own tax advisor to determine your correct basis.

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment.

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
GRAFTECH INTERNATIONAL LTD CMN (384313102)	05/09/2013	10/09/2014	100.00	362.81	0.00	784.43	(421 62)
GRAFTECH INTERNATIONAL LTD CMN (384313102)	08/07/2013	10/09/2014	100.00	362.81	0.00	739 54	(376.73)
THE BANK OF NY MELLON CORP CMN (064058100)	08/23/2012	10/15/2014	50.00	1,778.82	0.00	1,128 87	649.95
THE BANK OF NY MELLON CORP CMN (064058100)	08/20/2012	10/15/2014	50.00	1,778.82	0 00	1,138.03	640.79
MICROSOFT CORPORATION CMN (594918104)	04/26/2011	10/23/2014	50.00	2,261.42	0 00	1,304.77	956.65
MICROSOFT CORPORATION CMN (594918104)	04/28/2011	10/23/2014	50.00	2,261 42	0 00	1,324.44	936.98
THE BANK OF NY MELLON CORP CMN (064058100)	08/23/2012	12/08/2014	50.00	2,058.12	0.00	1,128.87	929.25
THE BANK OF NY MELLON CORP CMN (064058100)	09/04/2012	12/08/2014	50.00	2,058.12	0.00	1,127.84	930.28
THE BANK OF NY MELLON CORP CMN (064058100)	09/05/2012	12/10/2014	50.00	2,054 84	0.00	1,128.45	926.39
THE BANK OF NY MELLON CORP CMN (064058100)	09/04/2012	12/10/2014	50.00	2,054 84	0.00	1,127.84	927.00
Net Covered Long-Term Gains (Losses)				**198,403.53**	**0.00**	**146,124.32**	**52,279.21**
NonCovered Long-Term Gains (Losses)							
LIVE NATION ENTERTAINMENT INC CMN (538034109)	11/15/2010	01/30/2014	100.00	2,123.07	0.00	1,010.02	1,113.05
LIVE NATION ENTERTAINMENT INC CMN (538034109)	11/15/2010	02/03/2014	100.00	2,125.54	0.00	1,010.02	1,115.52
VCA INC. CMN (918194101)	11/15/2010	02/12/2014	50.00	1,585.92	0.00	1,120.28	465 64
VCA INC. CMN (918194101)	11/15/2010	02/12/2014	150.00	4,757.75	0.00	3,371.33	1,386.42
MOLSON COORS BREWING CO CMN CLASS B (60871R209)	11/15/2010	05/15/2014	100.00	6,362.15	0.00	4,906.75	1,455 40
LIVE NATION ENTERTAINMENT INC CMN (538034109)	11/15/2010	06/16/2014	200.00	4,699.03	0.00	2,020.04	2,678.99
LIVE NATION ENTERTAINMENT INC CMN (538034109)	11/15/2010	06/17/2014	200.00	4,723.03	0.00	2,020.04	2,702.99
MOLSON COORS BREWING CO CMN CLASS B (60871R209)	11/15/2010	07/02/2014	50.00	3,683.47	0 00	2,453.38	1,230.09
LIVE NATION ENTERTAINMENT INC CMN (538034109)	11/15/2010	07/10/2014	100.00	2,455.55	0.00	1,010.02	1,445.53
LIVE NATION ENTERTAINMENT INC CMN (538034109)	11/16/2010	07/10/2014	100.00	2,455.55	0.00	1,009.92	1,445.63
MOLSON COORS BREWING CO CMN CLASS B (60871R209)	11/15/2010	09/02/2014	100.00	7,311 20	0.00	4,906.75	2,404.45
MOLSON COORS BREWING CO CMN CLASS B (60871R209)	11/15/2010	10/10/2014	100 00	7,351.09	0.00	4,906.75	2,444.34

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization. This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently. You should consult with your own tax advisor to determine your correct basis.
[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment.

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
VCA INC. CMN (918194101)	11/15/2010	10/22/2014	100.00	4,046 25	0 00	2,240.56	1,805.69
VCA INC. CMN (918194101)	11/15/2010	10/24/2014	50 00	2,205 08	0.00	1,120.28	1,084.80
VCA INC. CMN (918194101)	11/22/2010	10/24/2014	50 00	2,205.08	0.00	1,086.31	1,118.77
MOLSON COORS BREWING CO CMN CLASS B (60871R209)	11/15/2010	11/05/2014	50.00	3,709 74	0.00	2,453.38	1,256.36
Net NonCovered Long-Term Gains (Losses)				**61,799.50**	**0.00**	**36,645.83**	**25,153.67**

4 Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization. This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently. You should consult with your own tax advisor to determine your correct basis.

5 Sale Proceeds may have been adjusted by an option premium due to an option assignment.

REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short-Term Gains (Losses)	0.00	Net Covered Long-Term Gains (Losses)	50,252.70	Net Ordinary Gains (Losses)	0.00
Net NonCovered Short-Term Gains (Losses)	0.00	Net NonCovered Long-Term Gains (Losses)	43,782.97		
Net 1099B Non Reportable Short-Term Gains (Losses)	0.00	Net 1099B Non Reportable Long-Term Gains (Losses)	0.00		
Net Miscellaneous Short-Term Gains (Losses)	0.00	Net Miscellaneous Long-Term Gains (Losses)	0.00	Net Miscellaneous Ordinary Gains (Losses)	0.00
Net Regulated Futures Contract Short-Term Gains (Losses)	0.00	Net Regulated Futures Contract Long-Term Gains (Losses)	0.00		
Total Short-Term Gains (Losses)	**0.00**	**Total Long-Term Gains (Losses)**	**94,035.67**	**Total Ordinary Gains (Losses)**	**0.00**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
BOEING COMPANY CMN (097023105)	11/21/2012	08/05/2014	100.00	12,094.73	0.00	7,323.21	4,771.52
BRISTOL-MYERS SQUIBB COMPANY CMN (110122108)	11/12/2012	08/05/2014	75.00	3,689.91	0.00	2,406.75	1,283.16
COCA-COLA COMPANY (THE) CMN (191216100)	10/03/2011	08/05/2014	34.00	1,332.09	0.00	1,116.35	215.74
COCA-COLA COMPANY (THE) CMN (191216100)	11/21/2012	08/05/2014	256.00	10,029.86	0.00	9,597.44	432.42
MERCK & CO., INC CMN (58933Y105)	07/10/2013	08/05/2014	150.00	8,399.81	0.00	7,200.00	1,199.81
PHILIP MORRIS INTL INC CMN (718172109)	11/12/2012	08/05/2014	300.00	24,417.96	0.00	25,561.14	(1,143.18)
TECHNOLOGY SELECT INDEX 'SPDR' (81369Y803)	07/10/2013	08/05/2014	1,000.00	38,599.14	0.00	31,420.00	7,179.14
THE WILLIAMS COMPANIES, INC. CMN (969457100)	11/12/2012	08/05/2014	225.00	12,347.72	0.00	7,197.75	5,149.97
INTL BUSINESS MACHINES CORP CMN (459200101)	11/21/2012	08/06/2014	57.00	10,551.04	0.00	10,870.47	(319.43)
QUALCOMM INC CMN (747525103)	06/07/2011	08/06/2014	56.00	4,051.51	0.00	3,179.30	872.21
QUALCOMM INC CMN (747525103)	06/25/2012	08/06/2014	90.00	6,511.35	0.00	4,840.46	1,670.89
THE TRAVELERS COMPANIES, INC CMN (89417E109)	11/12/2012	08/06/2014	375.00	33,471.75	0.00	25,621.39	7,850.36
NIKE CLASS-B CMN CLASS B (654106103)	06/29/2012	10/06/2014	44.00	3,927.35	0.00	1,912.29	2,015.06
NIKE CLASS-B CMN CLASS B (654106103)	04/14/2011	10/06/2014	88.00	7,854.70	0.00	3,509.39	4,345.31
EMC CORPORATION MASS CMN (268648102)	11/21/2012	12/19/2014	352.00	10,591.44	0.00	8,624.00	1,967.44
GOOGLE INC. CMN CLASS C (38259P706)	06/07/2011	12/29/2014	6.00	3,205.42	0.00	1,570.27	1,635.15

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization. This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently. You should consult with your own tax advisor to determine your correct basis.

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment.

Goldman Sachs

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
CISCO SYSTEMS, INC. CMN (17275R102)	11/12/2012	12/30/2014	200.00	5,672.87	0.00	3,390.00	2,282.87
VISA INC. CMN CLASS A (92826C839)	08/05/2011	12/30/2014	25.00	6,583.35	0.00	2,111.92	4,471.43
WALGREEN CO. CMN (931422109)	11/21/2012	12/30/2014	100.00	7,649.83	0.00	3,277.00	4,372 83
Net Covered Long-Term Gains (Losses)				**210,981.83**	**0.00**	**160,729.13**	**50,252.70**
NonCovered Long-Term Gains (Losses)							
APPLE, INC. CMN (037833100)	03/12/2009	08/05/2014	210.00	19,981.05	0.00	2,837.70	17,143.35
COCA-COLA COMPANY (THE) CMN (191216100)	03/08/2010	08/05/2014	40.00	1,567.17	0.00	1,089.00	478.17
COCA-COLA COMPANY (THE) CMN (191216100)	05/21/2010	08/05/2014	46.00	1,802.24	0.00	1,170.32	631 92
COCA-COLA COMPANY (THE) CMN (191216100)	02/03/2010	08/05/2014	148.00	5,798.51	0.00	4,059.64	1,738.87
COCA-COLA COMPANY (THE) CMN (191216100)	11/05/2010	08/05/2014	176.00	6,895.53	0.00	5,488.56	1,406 97
INTL BUSINESS MACHINES CORP CMN (459200101)	03/08/2010	08/06/2014	9.00	1,665.95	0.00	1,141.11	524 84
INTL BUSINESS MACHINES CORP CMN (459200101)	02/03/2010	08/06/2014	15.00	2,776.59	0.00	1,886.25	890.34
INTL BUSINESS MACHINES CORP CMN (459200101)	11/05/2010	08/06/2014	19.00	3,517.01	0.00	2,780.27	736.74
NIKE CLASS-B CMN CLASS B (654106103)	11/05/2010	10/06/2014	58.00	5,176.96	0.00	2,434.26	2,742.70
EMC CORPORATION MASS CMN (268648102)	03/08/2010	12/19/2014	42.00	1,263.75	0.00	769.86	493.89
EMC CORPORATION MASS CMN (268648102)	05/21/2010	12/19/2014	84.00	2,527.50	0.00	1,490.71	1,036.79
EMC CORPORATION MASS CMN (268648102)	03/03/2010	12/19/2014	122.00	3,670.90	0.00	2,144.77	1,526.13
EMC CORPORATION MASS CMN (268648102)	03/01/2010	12/19/2014	199.00	5,987.78	0.00	3,527.28	2,460 50
EMC CORPORATION MASS CMN (268648102)	11/05/2010	12/19/2014	201.00	6,047.96	0.00	4,325.52	1,722 44
GOOGLE INC CMN CLASS C (38259P706)	08/02/2010	12/29/2014	3.00	1,602.71	0.00	736.58	866 13
GOOGLE INC. CMN CLASS C (38259P706)	09/15/2008	12/29/2014	4.00	2,136.95	0.00	870.80	1,266 15
GOOGLE INC. CMN CLASS C (38259P706)	03/08/2010	12/29/2014	4.00	2,136.96	0.00	1,126.52	1,010 44
GOOGLE INC. CMN CLASS C (38259P706)	11/05/2010	12/29/2014	10.00	5,342.38	0.00	3,112.51	2,229.87

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization. This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently. You should consult with your own tax advisor to determine your correct basis.
[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment.

Goldman Sachs

Realized and unrealized gains and loss values do not include securities for which cost basis is unavailable. The recognition of any loss reflected herein may be disallowed or deferred by the application of capital loss limitations, wash sale rules or other special tax rules, and you are strongly urged to consult your own outside tax and other advisors about this and all tax-related matters addressed in any way herein. All information regarding the cost basis and acquisition dates of securities that you acquired elsewhere and that were subsequently delivered into your Goldman Sachs account(s) were provided by you and/or a third party and Goldman Sachs makes no representation as to the accuracy and completeness of such information and it should not be relied upon as such.

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
GOOGLE INC. CMN CLASS C (38259P706)	03/12/2009	12/29/2014	13.00	6,945.10	0.00	2,068.37	4,876.73
Net NonCovered Long-Term Gains (Losses)				**86,843.00**	**0.00**	**43,060.03**	**43,782.97**

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization. This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently. You should consult with your own tax advisor to determine your correct basis.

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment.