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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning , 2014, and ending , 20

Name of foundation: Lucy Foundation	A Employer identification number: 22-2737472
Number and street (or P O box number if mail is not delivered to street address): P.O Box 599 · Room/suite:	B Telephone number (see instructions): 973-379-5850
City or town, state or province, country, and ZIP or foreign postal code: Millburn, NJ 07041	C If exemption application is pending, check here ▶ ☐
G Check all that apply. ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change	D 1. Foreign organizations, check here ▶ ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
H Check type of organization: ☑ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation	E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 1,170,583 · J Accounting method: ☑ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	0			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	184	184		
	4	Dividends and interest from securities	20,263	20,263		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	67,835			
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		67,835		
	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)	262	262		
	12	**Total.** Add lines 1 through 11	88,544	88,584		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	2,000			2,000
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	1,759			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	15,471	15,471		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	19,230	15,471		2,000
	25	Contributions, gifts, grants paid	53,000			53,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	72,230	15,471		55,000
	27	Subtract line 26 from line 12.				
	a	**Excess of revenue over expenses and disbursements**	16,314			
	b	**Net investment income** (if negative, enter -0-)		72,873		
	c	**Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	2,217	5,071	5,071
	2	Savings and temporary cash investments	134,118	98,048	98,048
	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)	686,188	735,772	1,067,464
	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)	822,577	838,891	1,170,583
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	822,577	838,891	
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	822,577	838,891	
	31	**Total liabilities and net assets/fund balances** (see instructions)	822,577	838,891	

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	822,577
2	Enter amount from Part I, line 27a	2	16,314
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	838,891
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	838,891

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				
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				
b				
c		see attached		
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				
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	67,835
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 the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	62,059	964,339	'0643
2012	84,000	949,740	0884
2011	70,500	1,023,860	0689
2010	45,500	1,031,951	.0441
2009	41,000	955,681	0429

2	**Total** of line 1, column (d)	2	.3086
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	.0617
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	1,061,785
5	Multiply line 4 by line 3	5	65,512
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	728
7	Add lines 5 and 6	7	66,240
8	Enter qualifying distributions from Part XII, line 4	8	55,000

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter. ________ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	1,457
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	0
3	Add lines 1 and 2	3	1,457
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	1,457
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014 — 6a: 759		
b	Exempt foreign organizations—tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 1,000		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	1,759
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	0
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	302
11	Enter the amount of line 10 to be: **Credited to 2015 estimated tax** ▶ 302 **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		✓
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		✓
	*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		✓
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		✓
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		✓
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		✓
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		✓
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	✓	
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	✓	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ New Jersey			
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	✓	
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		✓
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		✓

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	

Website address ▶ n/a

14 The books are in care of ▶ Timothy S Scott Telephone no. ▶ 203-245-3909

Located at ▶ 15 Gull Rock Road, Madison, CT ZIP+4 ▶ 06443

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 n/a

			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		✓
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22 1) If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly).			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		✓
	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		✓
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		✓
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		✓
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		✓

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Timothy S Scott 15 Gull Rock Road, Madison, CT 06443	Pres./Treas	0	0	2,000
Lucy E Scott 730 Park Avenue, NY, NY 10021	Trustee/Sect	0	0	0
Eldon Scott 131 Greene Street, NY, NY 10012	Trustee	0	0	0

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
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
NONE		
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 N/A	
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	1,058,651
b	Average of monthly cash balances		1b	19,304
c	Fair market value of all other assets (see instructions)		1c	
d	**Total** (add lines 1a, b, and c)		1d	1,077,955
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0		
2	Acquisition indebtedness applicable to line 1 assets		2	0
3	Subtract line 2 from line 1d		3	1,077,955
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)		4	16,169
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	1,061,785
6	**Minimum investment return.** Enter 5% of line 5		6	53,089

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	53,089
2a	Tax on investment income for 2014 from Part VI, line 5	2a 1,457		
b	Income tax for 2014 (This does not include the tax from Part VI.)	2b 0		
c	Add lines 2a and 2b		2c	1,457
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	51,632
4	Recoveries of amounts treated as qualifying distributions		4	0
5	Add lines 3 and 4		5	51,632
6	Deduction from distributable amount (see instructions)		6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	51,631

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	55,000
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	55,000
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	55,000

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				51,632
2	Undistributed income, if any, as of the end of 2014:				
a	Enter amount for 2013 only			0	
b	Total for prior years: 20___,20___,20___		0		
3	Excess distributions carryover, if any, to 2014.				
a	From 2009 ... 0				
b	From 2010 ... 0				
c	From 2011 ... 19,882				
d	From 2012 ... 37,465				
e	From 2013 ... 14,724				
f	**Total** of lines 3a through e	72,071			
4	Qualifying distributions for 2014 from Part XII, line 4: ▶ $ 55,000				
a	Applied to 2013, but not more than line 2a			0	
b	Applied to undistributed income of prior years (Election required—see instructions)		0		
c	Treated as distributions out of corpus (Election required—see instructions)	0			
d	Applied to 2014 distributable amount				0
e	Remaining amount distributed out of corpus	3,368			
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	75,439			
b	Prior years' undistributed income Subtract line 4b from line 2b		0		
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		0		
d	Subtract line 6c from line 6b. Taxable amount—see instructions		0		
e	Undistributed income for 2013 Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f	Undistributed income for 2014. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0
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)	0			
8	Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	0			
9	**Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	75,439			
10	Analysis of line 9.				
a	Excess from 2010 ... 0				
b	Excess from 2011 ... 19,882				
c	Excess from 2012 ... 37,465				
d	Excess from 2013 ... 14,724				
e	Excess from 2014 ... 3,368				

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 ▶ N/A

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

	Tax year	Prior 3 years			
	(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			N/A		
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see instructions.)

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

Timothy S. Scott , 15 Gull Rock Road,Madison, CT 06443

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

Letter to the foundation and 501(c)(3) tax exempt letter

c Any submission deadlines:

NONE

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

NO

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See attached				
Total ▶ 3a				53,000
b *Approved for future payment*				
NONE				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	184	
4 Dividends and interest from securities			14	20,263	
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			14	262	
8 Gain or (loss) from sales of assets other than inventory			18	67,835	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)					

13 **Total.** Add line 12, columns (b), (d), and (e) 13 88,344

(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)
	NONE

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)		✓
	(2) Other assets	1a(2)		✓
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		✓
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		✓
	(3) Rental of facilities, equipment, or other assets	1b(3)		✓
	(4) Reimbursement arrangements	1b(4)		✓
	(5) Loans or loan guarantees	1b(5)		✓
	(6) Performance of services or membership or fundraising solicitations	1b(6)		✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		✓

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
		N/A	

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
N/A		

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

▶ [signature] | 8/7/15 ▶ President

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Timothy S. Scott				
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

Schedule K-1
(Form 1065)

Department of the Treasury
Internal Revenue Service

2014

For calendar year 2014, or tax year beginning ____________, 20
ending ____________, 20___

Lucy Foundation
EIN - 22-2737472

Part 1. L. 11

Royalties 21
Tax refund 241
262

Part 1, L. 18 Taxes
1,000 Est.
759 credit
1,759

Part 1, L. 23
15,471 - Investment fees
Morgan Stanley

Part XV - 2014 Grants

Lucy Foundation
22-2737472

All grants to public charities - General support

Date	Organization	Purpose	Amount
2-20-14	Oxford Academy, Westbrook, CT	Public	2,500
2-20-14	WNET, NY, NY	Public	2,000
2-20-14	Connecticut River Museum, Essex CT	Public	500
2-20-14	Deacon John Graves Fdn, Madison, CT	Public	500
3-3-14	Middlebury College, Middlebury, VT	Public	1,000
3-3-14	STRIVE, NY, NY	Public	1,000
3-3-14	Ohio Wesleyan Univ, Delaware, OH	Public	1,000
3-3-14	Nightingale Bamford, NY, NY	Public	1,000
3-3-14	Birch Wathen Lenox, NY, NY	Public	1,000
3-3-14	NY Junior Tennis + Learning, NY, NY	Public	2,000
3-3-14	USIC/ELS Scholarship, NY, NY	Public	3,000
3-12-14	Grace Church School, NY, NY	Public	10,000
3-12-14	St. Pauls School, Concord, NH	Public	10,000
4-5-14	Marvelwood School, Kent, CT	Public	2,000
4-5-14	Madison Foundation, Madison, CT	Public	2,500
4-5-14	The Country School, Madison, CT	Public	2,500
4-5-14	ABC Madison, Madison, CT	Public	1,000
4-5-14	E. C. Scranton Library, Madison, CT.	Public	2,000
4-5-14	Maine Island Trail Assn, Portland, ME	Public	2,000
4-5-14	Salisbury School, Salisbury, CT	Public	500
4-5-14	Yale New Haven Hospital, New Haven, CT	Public	1,500
4-5-14	Christian Action Community New Haven, CT	Public	1,500
4-5-15	Shoreline Greenway Trail, Branford, CT	Public	500
4/5/15	Madison Fresh Air Fund, Madison, CT	Public	500
11/6/15	Shoreline Soup Kitchen, Madison, CT	Public	1,000
		Total	53,000

Morgan Stanley

Corporate Tax Statement
Tax Year 2014

Account Owner
LUCY FOUNDATION
RODGER K HERRIGEL
HERRIGEL,BOLAN, LLP
PO BOX 599
MILLBURN NJ 07041-0599

This 1099 Consolidated Tax Statement for your account, which is exempt from IRS reporting, is being provided to you at your request as a service by Morgan Stanley **Please be aware that the information contained in this statement is not reported to the Internal Revenue Service**

Date Issued
February 27, 2015

Account Number
545 012274 019

Your Financial Advisor
LANE/BARNES
741 BOSTON POST RD
MADISON, CT 06443
203-499-4904

Customer Service: 866-324-6088

What's included in this packet:

008470 MS13CA01 052385

Morgan Stanley

Corporate Tax Statement
Tax Year 2014

LUCY FOUNDATION
RODGER K HERRIGEL
HERRIGEL,BOLAN, LLP
PO BOX 599
MILLBURN NJ 07041-0599

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number: XX-XXX7472
Account Number: 545 012274 019

Customer Service: 866-324-6088

This Information is NOT being furnished to the Internal Revenue Service. It is provided to you for informational purposes only.

IRS BOX	2014 FORM 1099-DIV - DIVIDENDS AND DISTRIBUTIONS OMB NO. 1545-0110	
1a	TOTAL ORDINARY DIVIDENDS	$19,751.45
1b	QUALIFIED DIVIDENDS	$10,699 45
2a	TOTAL CAPITAL GAIN DISTRIBUTIONS	$118.64
2b	UNRECAP SEC. 1250 GAIN	$0 00
2d.	COLLECTIBLES (28%) GAIN	$0 00
3	NON-DIVIDEND DISTRIBUTIONS	$21 22
4.	**FEDERAL INCOME TAX WITHHELD**	**$0.00**
5	INVESTMENT EXPENSES	$0 00
6.	FOREIGN TAX PAID	$114.59
8	CASH LIQUIDATION DISTRIBUTIONS	$0 00
9	NON-CASH LIQUIDATION DISTRIBUTIONS	$0.00
10	EXEMPT-INTEREST DIVIDENDS	$0 00
11	SPECIFIED PRIVATE ACTIVITY BOND INTEREST DIVIDENDS	$0 00

IRS BOX	2014 FORM 1099-OID - ORIGINAL ISSUE DISCOUNT OMB NO. 1545-0117	
1.	ORIGINAL ISSUE DISCOUNT FOR 2014	$0 00*
2.	OTHER PERIODIC INTEREST	$0 00
4.	**FEDERAL INCOME TAX WITHHELD**	**$0.00**
5.	MARKET DISCOUNT	$0.00
6	ACQUISITION PREMIUM	$0 00
8	OID ON U.S TREASURY OBLIGATIONS	$0 00*
9	INVESTMENT EXPENSES	$0 00

*This may not be the correct figure to report on your Income tax return. See Instructions on the back.

IRS BOX	2014 FORM 1099-INT - INTEREST INCOME OMB NO. 1545-0112	
1	INTEREST INCOME	$70.53
2.	EARLY WITHDRAWAL PENALTY	$0.00
3.	INTEREST ON U.S SAVINGS BONDS AND TREASURY OBLIGATIONS	$0 00
4.	**FEDERAL INCOME TAX WITHHELD**	**$0.00**
5.	INVESTMENT EXPENSES	$0.00
6	FOREIGN TAX PAID	$0 00
8.	TAX-EXEMPT INTEREST	$0 00
9.	SPECIFIED PRIVATE ACTIVITY BOND INTEREST	$0 00
10.	MARKET DISCOUNT	$0 00
11	BOND PREMIUM	$0 00
12	TAX-EXEMPT BOND CUSIP NO	

IRS BOX	2014 FORM 1099-MISC - MISCELLANEOUS INCOME OMB NO. 1545-0115	
1	RENTS	$0 00
2.	ROYALTIES	$0 00
3	OTHER INCOME	$0 00
4.	**FEDERAL INCOME TAX WITHHELD**	**$0.00**
8.	SUBSTITUTE PAYMENTS IN LIEU OF DIVIDENDS OR INTEREST	$0 00

IRS BOX	2014 FORM 1099-B - PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS OMB NO. 1545-0715		
1d	PROCEEDS		$834,656 43
	NONCOVERED SECURITIES	$546 59	
	COVERED SECURITIES	$834,109 84	
1e.	COST OR OTHER BASIS OF COVERED SECURITIES		$766,997 00
1g.	ADJUSTMENTS		$0 00
4.	**FEDERAL INCOME TAX WITHHELD**		**$0.00**

1099-DIV DIVIDENDS & DISTRIBUTIONS

Total Ordinary Dividends

DESCRIPTION	CUSIP	PAY DATE	ORDINARY DIVIDENDS	QUALIFIED DIVIDENDS	FEDERAL INCOME TAX WITHHELD	FOREIGN TAX PAID	COUNTRY
AGNICO EAGLE MINES LTD	008474108	03/17/14	$30 16	$30 16	$0 00	$4.52	CANADA
ALCOA INC	013817101	02/25/14	$95 64	$95 64	$0 00	$0.00	
ALCOA INC	013817101	05/27/14	$95 64	$95.64	$0 00	$0.00	
ALCOA INC	013817101	08/25/14	$95 64	$95.64	$0.00	$0.00	
ALCOA INC	013817101	11/25/14	$95 64	$95 64	$0 00	$0.00	
AMER INTL GP INC NEW	026874784	03/25/14	$71 50	$71.50	$0 00	$0.00	
AMER INTL GP INC NEW	026874784	06/24/14	$71 50	$71 50	$0 00	$0.00	
AMER INTL GP INC NEW	026874784	09/25/14	$35 75	$35.75	$0.00	$0.00	
AMER INTL GP INC NEW	026874784	12/18/14	$35 75	$35 75	$0 00	$0 00	
AMERICAN AIRLS GROUP INC	02376R102	08/18/14	$46 20	$46 20	$0 00	$0 00	
AMERICAN AIRLS GROUP INC	02376R102	11/17/14	$50 50	$50 50	$0 00	$0.00	
BANK OF AMERICA CORP	060505104	03/28/14	$16 74	$16.74	$0 00	$0.00	
BLACKROCK INC	09247X101	03/24/14	$193 00	$193.00	$0 00	$0.00	
BLACKROCK INC	09247X101	06/23/14	$193 00	$193 00	$0 00	$0 00	
BLACKROCK INC	09247X101	09/22/14	$262.48	$262 48	$0 00	$0.00	
BLACKROCK INC	09247X101	12/23/14	$295 29	$295 29	$0 00	$0 00	
COCA COLA CO	191216100	04/01/14	$166 84	$166 84	$0 00	$0.00	
COCA COLA CO	191216100	07/01/14	$83 27	$83 27	$0 00	$0 00	
COCA COLA CO	191216100	10/01/14	$83 27	$83 27	$0 00	$0.00	
COCA COLA CO	191216100	12/15/14	$83 27	$83.27	$0 00	$0 00	
CVS HEALTH CORP COM	126650100	02/03/14	$90 75	$90 75	$0 00	$0 00	
DELTA AIR LINES INC NEW	247361702	03/14/14	$29 76	$29 76	$0 00	$0 00	
DELTA AIR LINES INC NEW	247361702	05/30/14	$83 82	$83.82	$0 00	$0.00	
DELTA AIR LINES INC NEW	247361702	08/29/14	$103 41	$103 41	$0 00	$0 00	
DELTA AIR LINES INC NEW	247361702	12/01/14	$103 41	$103 41	$0 00	$0.00	
EXXON MOBIL CORP	30231G102	06/10/14	$227 70	$227.70	$0 00	$0 00	
EXXON MOBIL CORP	30231G102	09/10/14	$291 87	$291 87	$0 00	$0 00	
EXXON MOBIL CORP	30231G102	12/10/14	$73 14	$73 14	$0 00	$0 00	
FIRST TRUST DORSEY WRIGHT FO	33738R605	09/30/14	$3 36	$3 36	$0 00	$0.00	
FIRST TRUST DORSEY WRIGHT FO	33738R605	12/31/14	$48 62	$48.62	$0 00	$0.00	
GENERAL ELECTRIC CO	369604103	01/27/14	$271.26	$271.26	$0.00	$0.00	
GENERAL ELECTRIC CO	369604103	04/25/14	$271 26	$271 26	$0 00	$0 00	
GENERAL ELECTRIC CO	369604103	07/25/14	$135 74	$135 74	$0 00	$0 00	
GENERAL ELECTRIC CO	369604103	10/27/14	$135 74	$135 74	$0 00	$0 00	
INTL BUSINESS MACHINES CORP	459200101	03/10/14	$109.25	$109.25	$0.00	$0 00	
INTL BUSINESS MACHINES CORP	459200101	06/10/14	$126 50	$126.50	$0 00	$0.00	
INTL BUSINESS MACHINES CORP	459200101	09/10/14	$126 50	$126 50	$0 00	$0.00	
LORD ABBET INFLATION FOCUSED F	54400U403	01/31/14	$2 14	$0.00	$0.00	$0 00	
MASTERCARD INC CL A	57636Q104	02/10/14	$88 00	$88.00	$0.00	$0 00	
MASTERCARD INC CL A	57636Q104	05/09/14	$88 00	$88 00	$0 00	$0.00	

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008470 MS13OA01 052387

1099-DIV DIVIDENDS & DISTRIBUTIONS (continued)

Total Ordinary Dividends (continued)

DESCRIPTION	CUSIP	PAY DATE	ORDINARY DIVIDENDS	QUALIFIED DIVIDENDS	FEDERAL INCOME TAX WITHHELD	FOREIGN TAX PAID	COUNTRY
MASTERCARD INC CL A	57636Q104	08/08/14	$88 00	$88.00	$0.00	$0.00	
MASTERCARD INC CL A	57636Q104	11/10/14	$70 40	$70 40	$0 00	$0 00	
MERCK & CO INC NEW COM	58933Y105	04/07/14	$157.96	$157.96	$0.00	$0 00	
MERCK & CO INC NEW COM	58933Y105	07/08/14	$157.96	$157 96	$0.00	$0 00	
MERCK & CO INC NEW COM	58933Y105	10/07/14	$79.20	$79.20	$0.00	$0.00	
NATIONAL OILWELL VARCO INC	637071101	06/27/14	$31 28	$31.28	$0 00	$0 00	
NESTLE SPON ADR REP REG SHR	641069406	05/29/14	$217 56	$217 56	$0 00	$76 14	SWITZERLAND
NUVEEN MORTGAGE OPPORTUNITY	670735109	02/03/14	$11.07	$0 00	$0.00	$0 00	
NUVEEN MORTGAGE OPPORTUNITY	670735109	03/03/14	$11.07	$0.00	$0.00	$0.00	
PFIZER INC	717081103	06/03/14	$82 16	$82 16	$0 00	$0 00	
PFIZER INC	717081103	09/03/14	$82.16	$82 16	$0 00	$0 00	
PFIZER INC	717081103	12/02/14	$125 58	$125.58	$0.00	$0 00	
POWER SHARES EMRGING MKTS TECH	73936Q207	09/30/14	$15 83	$15 83	$0 00	$5 33	VARIOUS
POWER SHARES EMRGING MKTS TECH	73936Q207	12/31/14	$84.90	$84 90	$0 00	$28 60	VARIOUS
POWERSHARES DWA SMALLCAP TECH	73936Q744	12/31/14	$8 49	$8 49	$0 00	$0 00	
SEADRILL LTD	G7945E105	03/20/14	$519 40	$519 40	$0.00	$0 00	BERMUDA
SEADRILL LTD	G7945E105	06/19/14	$813 00	$813.00	$0 00	$0 00	BERMUDA
SEADRILL LTD	G7945E105	09/18/14	$163.00	$163 00	$0 00	$0 00	BERMUDA
SMUCKER JM CO COM NEW	832696405	06/02/14	$32 48	$32 48	$0.00	$0 00	
SMUCKER JM CO COM NEW	832696405	09/02/14	$35.84	$35 84	$0 00	$0 00	
SMUCKER JM CO COM NEW	832696405	12/01/14	$218 24	$218 24	$0 00	$0 00	
TRANSPARENT VL DIRECT ALLOC I	89386C639	12/17/14	$9,949 84	$941 24	$0 00	$0 00	
UNITED TECHNOLOGIES CORP	913017109	03/10/14	$148 68	$148 68	$0 00	$0 00	
UNITED TECHNOLOGIES CORP	913017109	06/10/14	$148 68	$148.68	$0.00	$0 00	
UNITED TECHNOLOGIES CORP	913017109	09/10/14	$74 34	$74.34	$0 00	$0 00	
UNITED TECHNOLOGIES CORP	913017109	12/10/14	$74 34	$74.34	$0 00	$0 00	
UNITEDHEALTH GP INC	91324P102	03/25/14	$112 84	$112 84	$0 00	$0 00	
UNITEDHEALTH GP INC	91324P102	06/25/14	$151 13	$151 13	$0 00	$0.00	
UNITEDHEALTH GP INC	91324P102	09/23/14	$151 13	$151 13	$0 00	$0 00	
UNITEDHEALTH GP INC	91324P102	12/16/14	$151 13	$151 13	$0 00	$0 00	
VALERO ENERGY CP DELA NEW	91913Y100	06/18/14	$155.25	$155.25	$0.00	$0 00	
VANGUARD LONG TERM BND	921937793	05/07/14	$9.31	$0.00	$0.00	$0.00	
VANGUARD LONG TERM BND	921937793	06/06/14	$9 81	$0 00	$0 00	$0 00	
WELLS FARGO & CO NEW	949746101	03/01/14	$106 50	$106 50	$0 00	$0 00	
WELLS FARGO & CO NEW	949746101	06/01/14	$124.25	$124.25	$0.00	$0 00	
WELLS FARGO & CO NEW	949746101	09/01/14	$124 25	$124 25	$0.00	$0.00	
WELLS FARGO & CO NEW	949746101	12/01/14	$124 25	$124 25	$0.00	$0 00	
WILLIAMS CO INC	969457100	03/31/14	$179 52	$179 52	$0.00	$0 00	

CONTINUED ON NEXT PAGE

1099-DIV DIVIDENDS & DISTRIBUTIONS (continued)

Total Ordinary Dividends (continued)

DESCRIPTION	CUSIP	PAY DATE	ORDINARY DIVIDENDS	QUALIFIED DIVIDENDS	FEDERAL INCOME TAX WITHHELD	FOREIGN TAX PAID	COUNTRY
WILLIAMS CO INC	969457100	06/30/14	$189.55	$189.55	$0.00	$0.00	
WILLIAMS CO INC	969457100	09/29/14	$249 76	$249 76	$0 00	$0 00	
Total Ordinary Dividends 1099-DIV box 1a			**$19,751.45**				
Total Qualified Dividends 1099-DIV box 1b				**$10,699.45**			
Total Foreign Tax Paid 1099-DIV box 6						**$114.59**	

Capital Gain Distributions

DESCRIPTION	CUSIP	PAY DATE	CAPITAL GAIN DISTRIBUTIONS	UNRECAPTURED 1250 GAIN	FEDERAL INCOME TAX WITHHELD	COLLECTIBLE 28% GAIN
NUVEEN MORTGAGE OPPORTUNITY	670735109	02/03/14	$2 51	$0 00	$0 00	$0 00
NUVEEN MORTGAGE OPPORTUNITY	670735109	03/03/14	$2 51	$0.00	$0 00	$0 00
TRANSPARENT VL DIRECT ALLOC I	89386C639	12/17/14	$113.62	$0.00	$0.00	$0.00
Total Capital Gain Distributions 1099-DIV box 2a			**$118.64**			
Total Unrecaptured 1250 Gain 1099-DIV box 2b				**$0.00**		
Total Collectible 28% Gain 1099-DIV box 2d						**$0.00**

Non-Dividend Distributions

DESCRIPTION	CUSIP	PAY DATE	AMOUNT	FEDERAL INCOME TAX WITHHELD
NUVEEN MORTGAGE OPPORTUNITY	670735109	02/03/14	$3 56	$0 00
NUVEEN MORTGAGE OPPORTUNITY	670735109	03/03/14	$3 56	$0 00
POWERSHARES DWA SMALLCAP TECH	73936Q744	06/30/14	$14 10	$0.00
Total Non-Dividend Distributions 1099-DIV box 3			**$21.22**	
Total Federal Income Tax Withheld 1099-DIV box 4				**$0.00**

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1099-INT INTEREST INCOME

Interest Income

DESCRIPTION	CUSIP	PAY DATE	AMOUNT	FEDERAL INCOME TAX WITHHELD
MORGAN STANLEY BANK N.A.	061870903	01/30/14	$5.53	$0 00
MORGAN STANLEY BANK N.A	061870903	02/27/14	$5 62	$0 00
MORGAN STANLEY BANK N.A	061870903	03/28/14	$4 59	$0 00
MORGAN STANLEY BANK N.A.	061870903	04/29/14	$5.81	$0.00
MORGAN STANLEY BANK N.A	061870903	05/29/14	$3 94	$0.00
MORGAN STANLEY BANK N A	061870903	06/27/14	$3.78	$0 00
MORGAN STANLEY BANK N A	061870903	07/30/14	$5 97	$0 00
MORGAN STANLEY BANK N.A.	061870903	08/28/14	$5.47	$0.00
MORGAN STANLEY BANK N.A	061870903	09/30/14	$7.00	$0.00
MORGAN STANLEY BANK N A	061870903	10/31/14	$9 57	$0 00
MORGAN STANLEY BANK N A	061870903	11/28/14	$6 99	$0 00
MORGAN STANLEY BANK N A.	061870903	12/31/14	$5.90	$0.00
MORGAN STANLEY PRIVATE BANK NA	061871976	10/31/14	$0 36	$0 00
Total Interest Income 1099-INT box 1			**$70.53**	
Total Federal Income Tax Withheld 1099-INT box 4				**$0.00**

Morgan Stanley

Corporate Tax Statement
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RODGER K HERRIGEL
HERRIGEL,BOLAN, LLP
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MILLBURN NJ 07041-0599

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1 New York Plaza
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Identification Number: 26-4310632

Taxpayer ID Number: XX-XXX7472
Account Number: 545 012274 019

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc. Consider the Net Proceeds box checked In IRS box 6 (Reported to IRS) for all option transactions

Short Term - Covered Securities (Consider Box 3 (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked)

DESCRIPTION (Box 1a)	QUANTITY	DATE ACQUIRED (Box 1b)	DATE SOLD (Box 1c)	PROCEEDS (Box 1d)	COST OR OTHER BASIS (Box 1e)	ADJUSTMENTS/CODE (Box 1g)/(Box 1f)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
AGNICO EAGLE MINES LTD	CUSIP: 008474108		Symbol: AEM					
	377 000	01/15/14	02/13/14	$12,272 26	$10,740 39	$0 00	$1,531 87	$0 00
	377.000	01/15/14	03/19/14	$12,162.58	$10,740.39	$0.00	$1,422.19	$0.00
Security Subtotal	**754.000**			**$24,434.84**	**$21,480.78**	**$0.00**	**$2,954.06**	**$0.00**
AMERICAN AIRLS GROUP INC	CUSIP: 02376R102		Symbol. AAL					
	269 000	01/03/14	02/18/14	$9,324 69	$7,137 11	$0 00	$2,187.58	$0.00
APPLE INC	CUSIP: 037833100		Symbol: AAPL					
	18 000	10/16/13	01/08/14	$9,785.89	$9,023.94	$0.00	$761.95	$0.00
	19.000	10/16/13	01/09/14	$10,210 80	$9,525.27	$0 00	$685 53	$0 00
	2 000	10/16/13	01/29/14	$1,001 57	$1,002 66	$0.00	($1 09)	$0 00
	19.000	10/21/13	01/29/14	$9,514.95	$9,877.27	$0.00	($362.32)	$0.00
Security Subtotal	**58.000**			**$30,513.21**	**$29,429.14**	**$0.00**	**$1,084.07**	**$0.00**
BANK OF AMERICA CORP	CUSIP: 060505104		Symbol: BAC					
	425.000	07/09/13	04/16/14	$6,782 85	$5,733.25	$0.00	$1,049.60	$0.00
	1,249.000	07/17/13	04/16/14	$19,933.59	$17,848.21	$0.00	$2,085.38	$0.00
Security Subtotal	**1,674.000**			**$26,716.44**	**$23,581.46**	**$0.00**	**$3,134.98**	**$0.00**
BERKSHIRE HATHAWAY CL-B NEW	CUSIP: 084670702		Symbol: BRK'B					
	140 000	11/18/13	07/10/14	$17,949 38	$16,292 26	$0 00	$1,657 12	$0.00
CHENIERE ENERGY INC NEW	CUSIP: 16411R208		Symbol: LNG					
	306 000	04/02/14	10/09/14	$21,073 81	$18,003 23	$0 00	$3,070 58	$0 00

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Gross Proceeds less commissions and option premiums on stocks, bonds, etc. Consider the Net Proceeds box checked in IRS box 6 (Reported to IRS) for all option transactions

Short Term - Covered Securities (Continued) *(Consider Box 3 (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked)*

DESCRIPTION (Box 1a)	QUANTITY	DATE ACQUIRED (Box 1b)	DATE SOLD (Box 1c)	PROCEEDS (Box 1d)	COST OR OTHER BASIS (Box 1e)	ADJUSTMENTS/CODE (Box 1g)/(Box 1f)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
CHENIERE ENERGY INC NEW (Cont)	CUSIP: 16411R208		Symbol: LNG					
	53.000	04/02/14	10/10/14	$3,501.25	$3,118.21	$0.00	$383.04	$0 00
	180.000	04/08/14	10/10/14	$11,891.04	$9,948.85	$0.00	$1,942.19	$0.00
	73.000	04/24/14	10/10/14	$4,822.48	$4,213.55	$0.00	$608.93	$0.00
Security Subtotal	**612.000**			**$41,288.58**	**$35,283.84**	**$0.00**	**$6,004.74**	**$0.00**
COCA COLA CO	CUSIP: 191216100		Symbol: KO					
	274.000	01/17/14	04/16/14	$11,063 90	$10,801.08	$0 00	$262.82	$0 00
CVS CAREMARK CORP	CUSIP: 126650100		Symbol: CVS					
	141.000	07/09/13	01/13/14	$9,686.64	$8,475.65	$0 00	$1,210.99	$0 00
	330.000	07/09/13	01/29/14	$22,304.34	$19,836.63	$0.00	$2,467.71	$0.00
Security Subtotal	**471.000**			**$31,990.98**	**$28,312.28**	**$0.00**	**$3,678.70**	**$0.00**
DECKER OUTDOOR CORPORATION	CUSIP: 243537107		Symbol: DECK					
	60.000	09/05/14	10/24/14	$4,978 40	$5,672.22	$0 00	($693.82)	$0.00
	81.000	09/05/14	10/24/14	$6,720.83	$7,645.13	$0.00	($924.30)	$0.00
Security Subtotal	**141.000**			**$11,699.23**	**$13,317.35**	**$0.00**	**($1,618.12)**	**$0.00**
DELTA AIR LINES INC NEW	CUSIP: 247361702		Symbol: DAL					
	248 000	01/03/14	07/10/14	$9,299.81	$7,242.57	$0 00	$2,057 24	$0 00
EBAY INC	CUSIP: 278642103		Symbol: EBAY					
	212 000	10/17/13	01/03/14	$11,336 95	$10,878.70	$0.00	$458.25	$0.00

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HERRIGEL,BOLAN, LLP
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Gross Proceeds less commissions and option premiums on stocks, bonds, etc. Consider the Net Proceeds box checked in IRS box 6 (Reported to IRS) for all option transactions

Short Term - Covered Securities (Continued) (Consider Box 3 (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked)

DESCRIPTION (Box 1a)	QUANTITY	DATE ACQUIRED (Box 1b)	DATE SOLD (Box 1c)	PROCEEDS (Box 1d)	COST OR OTHER BASIS (Box 1e)	ADJUSTMENTS/CODE (Box 1g)/(Box 1f)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
EXXON MOBIL CORP	CUSIP: 30231G102	Symbol: XOM						
	211 000	02/11/14	09/24/14	$20,081 45	$19,019.44	$0 00	$1,062.01	$0 00
	106.000	02/11/14	09/30/14	$9,932.18	$9,554.79	$0.00	$377.39	$0.00
Security Subtotal	**317.000**			**$30,013.63**	**$28,574.23**	**$0.00**	**$1,439.40**	**$0.00**
GOOGLE INC-CL A	CUSIP: 38259P508	Symbol: GOOGL						
	6 000	03/04/13	01/13/14	$6,757 50	$4,874.76	$0 00	$1,882 74	$0 00
GUGGENHEIM FRONTIER MARKETS ET	CUSIP: 18383Q838	Symbol: FRN						
	291 000	12/27/13	01/29/14	$4,292.32	$4,718 16	$0.00	($425.84)	$0 00
INTL BUSINESS MACHINES CORP	CUSIP: 459200101	Symbol: IBM						
	115 000	12/20/13	10/21/14	$18,732 37	$20,883 22	$0 00	($2,150 85)	$0 00
	30.000	09/05/14	10/21/14	$4,886.70	$5,727.32	$0.00	($840.62)	$0.00
Security Subtotal	**145.000**			**$23,619.07**	**$26,610.54**	**$0.00**	**($2,991.47)**	**$0.00**
ISHARES MSCI EMERGING MKTS ETF	CUSIP: 464287234	Symbol: EEM						
	168 000	09/05/14	12/11/14	$6,595 53	$7,640 64	$0 00	($1,045 11)	$0 00
	87.000	09/09/14	12/11/14	$3,415.54	$3,887.75	$0.00	($472 21)	$0.00
Security Subtotal	**255.000**			**$10,011.07**	**$11,528.39**	**$0.00**	**($1,517.32)**	**$0.00**

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Morgan Stanley

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HERRIGEL,BOLAN, LLP
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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) — OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc. Consider the Net Proceeds box checked in IRS box 6 (Reported to IRS) for all option transactions

Short Term - Covered Securities (Continued) (Consider Box 3 (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked.)

DESCRIPTION (Box 1a)	QUANTITY	DATE ACQUIRED (Box 1b)	DATE SOLD (Box 1c)	PROCEEDS (Box 1d)	COST OR OTHER BASIS (Box 1e)	ADJUSTMENTS/CODE (Box 1g)/(Box 1f)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
LAS VEGAS SANDS CORPORATION	CUSIP: 517834107		Symbol: LVS					
	153.000	09/11/13	01/13/14	$12,212.73	$9,690.48	$0.00	$2,522.25	$0 00
	154.000	09/11/13	01/29/14	$11,469.03	$9,753.81	$0.00	$1,715.22	$0.00
Security Subtotal	**307.000**			**$23,681.76**	**$19,444.29**	**$0.00**	**$4,237.47**	**$0.00**
LEVEL 3 COMMUNICATIONS INC NEW	CUSIP: 52729N308		Symbol: LVLT					
	181.000	05/16/13	01/13/14	$6,023 90	$4,202.35	$0 00	$1,821 55	$0 00
	248.000	05/17/13	01/13/14	$8,253.74	$5,727.41	$0.00	$2,526.33	$0.00
Security Subtotal	**429.000**			**$14,277.64**	**$9,929.76**	**$0.00**	**$4,347.88**	**$0.00**
MARKET VECTORS GOLD MINERS	CUSIP: 57060U100		Symbol: GDX					
	782 000	07/10/14	09/05/14	$19,333.89	$21,528.07	$0.00	($2,194.18)	$0.00
MARKET VECTORS JR GOLD MINES	CUSIP: 57061R544		Symbol: GDXJ					
	505.000	07/29/14	09/05/14	$19,100.03	$21,581.12	$0.00	($2,481.09)	$0 00
MERCK & CO INC NEW COM	CUSIP: 58933Y105		Symbol: MRK					
	179 000	02/05/14	08/05/14	$10,016 77	$9,608.72	$0 00	$408 05	$0 00
NATIONAL OILWELL VARCO INC	CUSIP: 637071101		Symbol: NOV					
	68 000	04/24/14	09/09/14	$5,566 36	$5,034.13	$0 00	$532 23	$0 00

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Morgan Stanley

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HERRIGEL,BOLAN, LLP
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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc. Consider the Net Proceeds box checked in IRS box 6 (Reported to IRS) for all option transactions

Short Term - Covered Securities (Consider Box 3 (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked.)
(Continued)

DESCRIPTION (Box 1a)	QUANTITY	DATE ACQUIRED (Box 1b)	DATE SOLD (Box 1c)	PROCEEDS (Box 1d)	COST OR OTHER BASIS (Box 1e)	ADJUSTMENTS/CODE (Box 1g)/(Box 1f)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
NUVEEN MORTGAGE OPPORTUNITY	CUSIP: 670735109		Symbol: JLS					
	61.000	07/10/13	02/21/14	$1,458.75	$1,464 80	$0.00	($6.05)	$0 00
	61.000	07/10/13	02/24/14	$1,457.76	$1,464.80	$0.00	($7.04)	$0.00
Security Subtotal	**122.000**			**$2,916.51**	**$2,929.60**	**$0.00**	**($13.09)**	**$0.00**
SEADRILL LTD	CUSIP: G7945E105		Symbol: SDRL					
	430 000	05/03/13	02/25/14	$15,090.02	$16,751 64	$0.00	($1,661 62)	$0 00
	1 000	05/08/13	02/25/14	$35 09	$40 78	$0 00	($5 69)	$0 00
	291 000	12/20/13	07/29/14	$10,685 95	$11,491.48	$0 00	($805 53)	$0 00
	43 000	12/20/13	08/05/14	$1,527.64	$1,698.05	$0 00	($170.41)	$0 00
	120 000	04/16/14	08/05/14	$4,263 18	$3,985 17	$0 00	$278.01	$0 00
	163.000	04/16/14	09/15/14	$4,978.21	$5,413.18	$0.00	($434.97)	$0.00
Security Subtotal	**1,048.000**			**$36,580.09**	**$39,380.30**	**$0.00**	**($2,800.21)**	**$0.00**
SILVER WHEATON CORP	CUSIP: 828336107		Symbol: SLW					
	880 000	02/06/14	03/19/14	$22,004 97	$19,294.70	$0 00	$2,710 27	$0 00
SONY CORP ADR 1974 NEW	CUSIP: 835699307		Symbol. SNE					
	851 000	06/26/14	09/18/14	$15,271 37	$14,246 08	$0 00	$1,025.29	$0 00
	1,001.000	07/29/14	09/18/14	$17,963.14	$17,517.50	$0.00	$445.64	$0.00
Security Subtotal	**1,852.000**			**$33,234.51**	**$31,763.58**	**$0.00**	**$1,470.93**	**$0.00**

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DESCRIPTION (Box 1a)	QUANTITY	DATE ACQUIRED (Box 1b)	DATE SOLD (Box 1c)	PROCEEDS (Box 1d)	COST OR OTHER BASIS (Box 1e)	ADJUSTMENTS/CODE (Box 1g)/(Box 1f)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
STARBUCKS CORP WASHINGTON	CUSIP: 855244109	Symbol: SBUX						
	273 000	03/17/14	04/16/14	$19,052.27	$20,252 53	$0 00	($1,200.26)	$0 00
TESLA MOTORS INC	CUSIP: 88160R101	Symbol: TSLA						
	154.000	12/03/13	01/03/14	$23,061.15	$20,643 19	$0.00	$2,417.96	$0 00
THIRD PT REINS LTD COM	CUSIP: G8827U100	Symbol: TPRE						
	708 000	09/11/13	01/08/14	$12,263 97	$9,406.06	$0 00	$2,857 91	$0 00
	771 000	09/11/13	01/29/14	$11,863 62	$10,243.04	$0 00	$1,620 58	$0 00
	53 000	09/26/13	01/29/14	$815 53	$787 99	$0 00	$27 54	$0 00
	825.000	09/26/13	01/30/14	$13,312.95	$12,265.94	$0.00	$1,047.01	$0.00
Security Subtotal	**2,357.000**			**$38,256.07**	**$32,703.03**	**$0.00**	**$5,553.04**	**$0.00**
UNITED CONTINENTAL HLDGS INC	CUSIP: 910047109	Symbol: UAL						
	289.000	01/03/14	04/24/14	$12,095 13	$11,518.47	$0.00	$576.66	$0.00
	50.000	01/08/14	04/24/14	$2,092.58	$2,048 88	$0 00	$43.70	$0.00
	150 000	01/08/14	06/26/14	$6,263 38	$6,142 01	$0 00	$121 37	$0 00
	188.000	01/08/14	06/26/14	$7,850.10	$7,703.81	$0.00	$146.29	$0.00
Security Subtotal	**677.000**			**$28,301.19**	**$27,413.17**	**$0.00**	**$888.02**	**$0.00**
VALERO ENERGY CP DELA NEW	CUSIP: 91913Y100	Symbol: VLO						
	621 000	02/11/14	06/25/14	$31,654 84	$29,737.14	$0 00	$1,917 70	$0 00

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VANGUARD LONG TERM BND	CUSIP: 921937793	Symbol: BLV						
	31.000	04/16/14	06/11/14	$2,737.00	$2,722.11	$0 00	$14.89	$0.00
WILLIAMS CO INC	CUSIP: 969457100	Symbol: WMB						
	446.000	02/25/14	10/09/14	$22,764.76	$18,700.02	$0.00	$4,064.74	$0.00
WISDOMTREE TRUST JAPN HEDGE EQ	CUSIP: 97717W851	Symbol: DXJ						
	508 000	09/10/13	02/03/14	$23,119 33	$24,279 10	$0 00	($1,159 77)	$0 00
	101 000	09/10/13	02/03/14	$4,566.34	$4,827 14	$0.00	($260.80)	$0 00
	407.000	09/11/13	02/03/14	$18,401.01	$19,299.86	$0.00	($898.85)	$0.00
Security Subtotal	**1,016.000**			**$46,086.68**	**$48,406.10**	**$0.00**	**($2,319.42)**	**$0.00**
Total Short Term Covered Securities				**$698,938.09**	**$661,134.21**	**$0.00**	**$37,803.88**	**$0.00**

Morgan Stanley

Corporate Tax Statement
Tax Year 2014

LUCY FOUNDATION
RODGER K HERRIGEL
HERRIGEL,BOLAN, LLP
PO BOX 599
MILLBURN NJ 07041-0599

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number: XX-XXX7472
Account Number: 545 012274 019

Customer Service: 866-324-6088

This information is NOT being furnished to the Internal Revenue Service. It is provided to you for informational purposes only.

1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc. Consider the Net Proceeds box checked in IRS box 6 (Reported to IRS) for all option transactions

Short Term - Noncovered Securities # (Consider Box 5 (Noncovered Security) as being checked and Box 3 (Basis Reported to IRS) as not being checked for this section. These transactions should be reported on Form 8949 Part I with box B checked)

DESCRIPTION (Box 1a)	QUANTITY	DATE ACQUIRED (Box 1b)	DATE SOLD (Box 1c)	PROCEEDS (Box 1d)	COST OR OTHER BASIS (Box 1e)	ADJUSTMENTS/CODE (Box 1g)/(Box 1f)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
NOW INC		CUSIP: 67011P100		Symbol: DNOW				
	17 000	04/24/14	09/12/14	$546 59	$566 07	$0 00	($19 48)	$0 00
Total Short Term Noncovered Securities				**$546.59**	**$566.07**	**$0.00**	**($19.48)**	**$0.00**
Total Short Term Covered and Noncovered Securities				**$699,484.68**	**$661,700.28**	**$0.00**	**$37,784.40**	**$0.00**

Noncovered securities are not subject to the IRS cost basis reporting regulations, therefore their date of acquisition, cost basis, short or long term designation and any adjustments resulting from a wash sale or market discount will not be reported to the IRS. The cost basis is provided for informational purposes only and may not reflect required adjustments under the applicable tax regulations. Please consult your tax advisor regarding any adjustments to your original cost basis.

Morgan Stanley

Corporate Tax Statement
Tax Year 2014

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS — OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc. Consider the Net Proceeds box checked in IRS box 6 (Reported to IRS) for all option transactions

Long Term - Covered Securities (Consider Box 3 (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part II with box D checked)

DESCRIPTION (Box 1a)	QUANTITY	DATE ACQUIRED (Box 1b)	DATE SOLD (Box 1c)	PROCEEDS (Box 1d)	COST OR OTHER BASIS (Box 1e)	ADJUSTMENTS/CODE (Box 1g)/(Box 1f))	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
AMAZON COM INC	CUSIP: 023135106		Symbol: AMZN					
	35 000	01/24/13	04/08/14	$11,467.91	$9,625 59	$0 00	$1,842.32	$0 00
	67.000	02/25/13	04/08/14	$21,952.87	$17,902.61	$0.00	$4,050.26	$0.00
Security Subtotal	**102.000**			**$33,420.78**	**$27,528.20**	**$0.00**	**$5,892.58**	**$0.00**
AMER INTL GP INC NEW	CUSIP: 026874784		Symbol: AIG					
	190 000	12/18/12	01/13/14	$9,827 51	$6,680.40	$0 00	$3,147 11	$0 00
	190 000	12/18/12	01/28/14	$9,270 06	$6,680 40	$0 00	$2,589 66	$0 00
	67 000	12/18/12	07/10/14	$3,644 06	$2,355.72	$0 00	$1,288.34	$0 00
	219.000	04/09/13	07/10/14	$11,911.16	$8,751.15	$0.00	$3,160.01	$0.00
Security Subtotal	**666.000**			**$34,652.79**	**$24,467.67**	**$0.00**	**$10,185.12**	**$0.00**
GENERAL ELECTRIC CO	CUSIP: 369604103		Symbol: GE					
	440.000	02/25/13	04/08/14	$11,344 79	$10,322 40	$0 00	$1,022 39	$0 00
	176.000	03/06/13	04/08/14	$4,537.92	$4,171.20	$0.00	$366.72	$0.00
Security Subtotal	**616.000**			**$15,882.71**	**$14,493.60**	**$0.00**	**$1,389.11**	**$0.00**
LEVEL 3 COMMUNICATIONS INC NEW	CUSIP: 52729N308		Symbol: LVLT					
	387 000	05/17/13	10/10/14	$15,220.56	$8,937.53	$0 00	$6,283 03	$0 00
MASTERCARD INC CL A	CUSIP: 57636Q104		Symbol: MA					
	130 000	07/05/13	07/10/14	$9,833 24	$7,715 81	$0.00	$2,117 43	$0.00
	30.000	07/08/13	07/10/14	$2,269.21	$1,784.49	$0.00	$484.72	$0.00
Security Subtotal	**160.000**			**$12,102.45**	**$9,500.30**	**$0.00**	**$2,602.15**	**$0.00**

CONTINUED ON NEXT PAGE

Morgan Stanley

Corporate Tax Statement
Tax Year 2014

LUCY FOUNDATION
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HERRIGEL,BOLAN, LLP
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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) — OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc. Consider the Net Proceeds box checked in IRS box 6 (Reported to IRS) for all option transactions

Long Term - Covered Securities (Continued) (Consider Box 3 (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part II with box D checked)

DESCRIPTION (Box 1a)	QUANTITY	DATE ACQUIRED (Box 1b)	DATE SOLD (Box 1c)	PROCEEDS (Box 1d)	COST OR OTHER BASIS (Box 1e)	ADJUSTMENTS/CODE (Box 1g)/(Box 1f))	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
SEADRILL LTD	CUSIP: G7945E105		Symbol: SDRL					
	100.000	12/06/11	02/25/14	$3,509.31	$3,601 85	$0 00	($92 54)	$0.00
	196.000	05/08/13	07/29/14	$7,197.41	$7,993.25	$0.00	($795.84)	$0.00
Security Subtotal	**296.000**			**$10,706.72**	**$11,595.10**	**$0.00**	**($888.38)**	**$0.00**
UNITED TECHNOLOGIES CORP	CUSIP: 913017109		Symbol. UTX					
	122.000	06/29/12	08/05/14	$12,767.15	$9,033.91	$0 00	$3,733.24	$0.00
	4.000	08/09/12	08/05/14	$418.59	$306.48	$0.00	$112.11	$0.00
Security Subtotal	**126.000**			**$13,185.74**	**$9,340.39**	**$0.00**	**$3,845.35**	**$0.00**
Total Long Term Covered Securities				**$135,171.75**	**$105,862.79**	**$0.00**	**$29,308.96**	**$0.00**
Total Short and Long Term, Covered and Noncovered Securities				**$834,656.43**	**$767,563.07**	**$0.00**	**$67,093.36**	**$0.00**

Form 1099-B Total Reportable Amounts - Does not include cost basis or adjustment amounts for noncovered securities

Total IRS Reportable Proceeds (Box 1d)	**$834,656.43**			
Total IRS Reportable Cost or Other Basis for Covered Securities (Box 1e)		**$766,997.00**		
Total IRS Reportable Adjustments (Box 1g)			**$0.00**	
Total Fed Tax Withheld (Box 4)				**$0.00**

MUTUAL FUND AND UIT STATE & FEDERAL TAX INFORMATION - INCOME SOURCE BREAKDOWN

DESCRIPTION	LORD ABBET	VANGUARD
SYMBOL	LIFFX	BLV
CUSIP	54400U403	921937793
Alabama	0 00%	0.00%
Alaska	0 00%	0.00%
Arizona	0 00%	0.00%
Arkansas	0 00%	0.00%
California	0 00%	0 00%
Colorado	0 00%	0 00%
Connecticut	0 00%	0 00%
Delaware	0.00%	0.00%
District of Columbia	0 00%	0 00%
Florida	0 00%	0 00%
Georgia	0.00%	0.00%
Hawaii	0 00%	0 00%
Idaho	0 00%	0.00%
Illinois	0 00%	0 00%
Indiana	0.00%	0.00%
Iowa	0 00%	0 00%
Kansas	0 00%	0 00%
Kentucky	0 00%	0.00%
Louisana	0 00%	0.00%
Maine	0 00%	0.00%
Maryland	0 00%	0.00%
Massachusetts	0 00%	0.00%
Michigan	0 00%	0 00%
Minnesota	0 00%	0 00%
Mississippi	0 00%	0 00%
Missouri	0 00%	0.00%
Montana	0.00%	0.00%
Nebraska	0 00%	0 00%
Nevada	0 00%	0 00%
New Hampshire	0 00%	0 00%

DESCRIPTION	LORD ABBET	VANGUARD
SYMBOL	LIFFX	BLV
CUSIP	54400U403	921937793
New Jersey	0.00%	0.00%
New Mexico	0 00%	0.00%
New York	0 00%	0 00%
North Carolina	0 00%	0 00%
North Dakota	0 00%	0.00%
Ohio	0.00%	0.00%
Oklahoma	0.00%	0.00%
Oregon	0 00%	0.00%
Pennsylvania	0 00%	0 00%
Rhode Island	0.00%	0 00%
South Carolina	0.00%	0.00%
South Dakota	0 00%	0 00%
Tennessee	0.00%	0.00%
Texas	0 00%	0 00%
Utah	0 00%	0.00%
Vermont	0 00%	0 00%
Virginia	0 00%	0 00%
Washington	0.00%	0.00%
West Virginia	0 00%	0 00%
Wisconsin	0 00%	0.00%
Wyoming	0 00%	0.00%
U.S. Territories		
American Samoa	0 00%	0 00%
Guam	0 00%	0 00%
Northern Mariana Islands	0 00%	0 00%
Puerto Rico	0.00%	0.00%
U S Virgin Islands	0.00%	0 00%
US Federal Source Income	0 42%	26 25%

K-1 TAX REPORTING

You held a Limited Partnership (LP), Master Limited Partnership (MLP), or Monthly Income Preferred Security (MIPS) in your account for all or part of 2014.

A Schedule K-1 (Form 1065), Partner's Share of Income, Credits, Deductions, etc. or Form 1099, will be mailed to you directly from the LP, MLP, or MIPS, depending upon the reporting circumstances required for each partnership and only if you had tax reportable activity in the partnership for the 2014 tax year.

It is important that you do not file your tax return until you receive the proper tax form from the following partnership(s), assuming there was tax reportable activity during 2014:

BLACKSTONE GROUP LP

Tax form support phone numbers for many MLPs are available on the website: www.taxpackagesupport.com You may also contact your Financial Advisor or Private Wealth Advisor for information on your K-1s and/or Forms1099.

FEES AND EXPENSES

Fees

DATE	ACTIVITY	DESCRIPTION	AMOUNT
01/24/14	Charge Adjustment	DEPOSIT/WITHDRAWAL ADJ	$22.19
02/14/14	Charge	1ST QTR ADVISORY FEE	$(3,591 17)
05/14/14	Charge	2ND QTR ADVISORY FEE	$(3,867.17)
05/29/14	Charge	NESTLE SPON ADR REP REG SHR	$(1.80)
08/14/14	Charge	3RD QTR ADVISORY FEE	$(3,982 17)
11/14/14	Charge	4TH QTR ADVISORY FEE	$(4,050.88)
Total Fees			**$(15,471.00)**

Consult your tax advisor for the tax deductibility of these fees.

COPY FILE

Form 8868 (Rev. January 2014)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.
▶ Information about Form 8868 and its instructions is at *www.irs.gov/form8868*.

OMB No 1545-1709

• If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ ☒
• If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).
Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (*e-file*). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits*.

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only . . . . ▶ ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions. LUCY FOUNDATION	Employer identification number (EIN) or 22-2737472
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P O. box, see instructions. P.O. Box 599	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions MILLBURN, NJ 07041	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

• The books are in the care of ▶ Rodger K Herrigel

Telephone No ▶ 973-379-5850 Fax No ▶ 973-379-9650

• If the organization does not have an office or place of business in the United States, check this box . . . . ▶ ☐
• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box . . . . ▶ ☐ . If it is for part of the group, check this box . . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until Aug 15, 20 15, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ ☐ calendar year 20 ____ or
▶ ☐ tax year beginning ______________, 20 ____, and ending ______________, 20 ____.

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	$ 1,759.05
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit.	3b	$ 759.05
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 1,000.00

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . . . ▶ ☐

Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

		Enter filer's identifying number, see instructions
Type or print	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O box, see instructions.	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions	

Enter the Return code for the return that this application is for (file a separate application for each return) . . . . ☐☐

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	[illegible]	[illegible]
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ ____________

  Telephone No. ▶ ____________ Fax No. ▶ ____________
- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ________ . If this is for the whole group, check this box . . ▶ ☐ . If it is for part of the group, check this box . . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until ____________ , 20 ____ .

5 For calendar year ____ , or other tax year beginning ____________ , 20 ____ , and ending ____________ , 20 ____ .

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension ____________

8a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**8a**	$
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	**8b**	$
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	**8c**	$

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ [signature] Title ▶ Asst Sect Date ▶ 5-13-15