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Return of Private Foundation

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

OMB No. 1545-0052

2014

Department of the Treasury
Internal Revenue ServiceDo 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.

Open to Public Inspection

For calendar year 2014 or tax year beginning

, and ending

Name of foundation JOAN & BERNARD SPAIN FOUNDATION		A Employer identification number 25-6728780
Number and street (or P O box number if mail is not delivered to street address) 233 S. 6TH STREET	Room/suite 2505	B Telephone number (215) 322-6650
City or town, state or province, country, and ZIP or foreign postal code PHILADELPHIA, PA 19106-3749		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) \$ 1,926,350.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
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		54,889.	54,889.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		96,824.			
b Gross sales price for all assets on line 6a 705,401.					
7 Capital gain net income (from Part IV, line 2)			96,824.		
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)					
11 Other income		4,598.	4,598.		STATEMENT 2
12 Total Add lines 1 through 11		156,311.	156,311.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees STMT 3		24,263.	24,263.		0.
17 Interest					
18 Taxes STMT 4		2,535.	2,535.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses Add lines 13 through 23		26,798.	26,798.		0.
25 Contributions, gifts, grants paid		111,500.			111,500.
26 Total expenses and disbursements. Add lines 24 and 25		138,298.	26,798.		111,500.
27 Subtract line 26 from line 12		18,013.			
a Excess of revenue over expenses and disbursements			129,513.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

P
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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	135,886.	80,864.	80,864.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 5	1,643,095.	1,723,555.	1,845,486.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,778,981.	1,804,419.	1,926,350.	
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			
	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	1,778,981.	1,804,419.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	0.	0.		
30 Total net assets or fund balances	1,778,981.	1,804,419.		
31 Total liabilities and net assets/fund balances	1,778,981.	1,804,419.		

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	1,778,981.
2 Enter amount from Part I, line 27a	2	18,013.
3 Other increases not included in line 2 (itemize) ▶ ASSET COST ADJUSTMENT	3	7,763.
4 Add lines 1, 2, and 3	4	1,804,757.
5 Decreases not included in line 2 (itemize) ▶ PRIOR YEAR TAX PAYMENT	5	338.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,804,419.

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 6500 INVESCO VAN KAMPEN SR INC TRST	P	12/03/12	11/17/14
b MORGAN STANLEY ***0335	P	VARIOUS	12/31/14
c MORGAN STANLEY ***0335	P	VARIOUS	12/31/14
d CAPITAL GAINS DIVIDENDS			
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 29,476.		33,684.	-4,208.
b 190,411.		174,088.	16,323.
c 468,949.		400,805.	68,144.
d 16,565.			16,565.
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			-4,208.
b			16,323.
c			68,144.
d			16,565.
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 96,824.

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).
If (loss), enter -0- in Part I, line 8 3 N/A

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	78,000.	1,827,550.	.042680
2012	84,500.	1,686,274.	.050110
2011	111,052.	1,747,748.	.063540
2010	74,000.	1,802,938.	.041044
2009	90,195.	1,436,329.	.062796

2 Total of line 1, column (d) 2 .260170

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 .052034

4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5 4 1,902,380.

5 Multiply line 4 by line 3 5 98,988.

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 1,295.

7 Add lines 5 and 6 7 100,283.

8 Enter qualifying distributions from Part XII, line 4 8 111,500.

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	1,295.
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	1,295.
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	1,295.
6	Credits/Payments:		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	3,040.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	3,040.
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	1,745.
11	Enter the amount of line 10 to be: Credited to 2015 estimated tax ☒ 1,745. Refunded ☐	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ PA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-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)?

N/A ☐

5b

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?

N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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.

(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
BERNARD SPAIN 233 S. 6TH STREET, SUITE 2505 PHILADELPHIA, PA 19106-3749	TRUSTEE, AS REQUIRED	0.00	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

0

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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	1,845,486.
b	Average of monthly cash balances	1b	85,864.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,931,350.
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	1,931,350.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	28,970.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,902,380.
6	Minimum investment return. Enter 5% of line 5	6	95,119.

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	95,119.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	1,295.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,295.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	93,824.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	93,824.
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	93,824.

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	111,500.
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	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	111,500.
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	5	1,295.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	110,205.

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				93,824.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			61,139.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ 111,500.				
a Applied to 2013, but not more than line 2a			61,139.	
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				50,361.
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		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 instr			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				43,463.
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	0.			
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				

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

- 1 a 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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

		Prior 3 years				(e) Total
		(a) 2014	(b) 2013	(c) 2012	(d) 2011	
2	a 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					

(47)	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:

- 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				
BIG BROTHERS & BIG SISTERS 4 MIDDLEBURY BLVD RANDOLPH, NJ 07869	NONE	N/A	GENERAL CHARITABLE PURPOSE	500.
CITY OF PHILADELPHIA MURAL ARTS PROGRAM 1729 MT VERNON STREET PHILADELPHIA, PA 19130	NONE	N/A	GENERAL CHARITABLE PURPOSE	1,000.
FRATERNAL ORDER OF POLICE 11630 CAROLINE RD PHILADELPHIA, PA 19154	NONE	N/A	GENERAL CHARITABLE PURPOSE	1,000.
LUCY OUTREACH 2907 FEDERAL STREET CAMDEN, NJ 08105	NONE	N/A	GENERAL CHARITABLE PURPOSE	5,000.
PAWS 100 N 2ND ST PHILADELPHIA, PA 19106	NONE	N/A	GENERAL CHARITABLE PURPOSE	5,500.
Total	SEE CONTINUATION SHEET(S)			111,500.
b Approved for future payment				
NONE				
Total				0.

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

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
PHILADELPHIA MUSEUM OF ART 2600 BENJAMIN FRANKLIN PARKWAY PHILADELPHIA, PA 19130	NONE	N/A	GENERAL CHARITABLE PURPOSE	50,000.
PHILADELPHIA VETERANS MULTI-SERVICE CENTER 213-217 NORTH 4TH STREET PHILADELPHIA, PA 19106	NONE	N/A	GENERAL CHARITABLE PURPOSE	1,000.
TEMPLE UNIVERSITY 1801 N BROAD S PHILADELPHIA, PA 19122	NONE	N/A	GENERAL CHARITABLE PURPOSE	5,000.
THE ASSOCIATED ALUMNI OF CHS 1700 W OLNEY AVE PHILADELPHIA, PA 19141	NONE	N/A	GENERAL CHARITABLE PURPOSE	26,000.
THE PHILADELPHIA ORCHESTRA ONE SOUTH BROAD STREET PHILADELPHIA, PA 19107	NONE	N/A	GENERAL CHARITABLE PURPOSE	15,000.
USO P.O. BOX 96860 WASHINGTON, DC 20077	NONE	N/A	GENERAL CHARITABLE PURPOSE	1,500.
Total from continuation sheets				98,500.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY ***0334	13,901.	0.	13,901.	13,901.	
MORGAN STANLEY ***0335	57,553.	16,565.	40,988.	40,988.	
TO PART I, LINE 4	71,454.	16,565.	54,889.	54,889.	

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIP INCOME	4,598.	4,598.	
TOTAL TO FORM 990-PF, PART I, LINE 11	4,598.	4,598.	

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MORGAN STANLEY 0335 CONSULTING FEE	24,263.	24,263.		0.
TO FORM 990-PF, PG 1, LN 16C	24,263.	24,263.		0.

FORM 990-PF	TAXES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	2,535.	2,535.		0.
TO FORM 990-PF, PG 1, LN 18	2,535.	2,535.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	5
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORGAN STANLEY ***0334	201,636.	167,100.
MORGAN STANLEY ***0335	1,521,919.	1,678,386.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,723,555.	1,845,486.



Morgan Stanley

1099 Consolidated Tax Statement Tax Year 2014 Copy B For Recipient

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor

New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number: XX-XXX8780
Account Number 616 070335 038

Customer Service: 866-324-6088

BERNARD SPAIN TTEE
JOAN & BERNARD SPAIN FOUNDATION
TR U/T/A DTD 10/06/2000
233 S 6TH STREET APT 2505
PHILADELPHIA PA 19106-3757

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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)
ACTAVIS PLC	1,000	09/24/13	09/23/14	\$234.32	\$51.80	\$0.00	\$182.52	\$0.00
AGILENT TECHNOLOGIES	4,000	06/25/14	10/20/14	\$204.71	\$231.87	\$0.00	(\$27.16)	\$0.00
ALBEMARLE CORPORATION	1,000	05/06/14	12/24/14	\$60.75	\$68.34	\$0.00	(\$7.59)	\$0.00
ALEXION PHARM INC	5,000	06/27/13	06/25/14	\$784.00	\$467.05	\$0.00	\$316.95	\$0.00
	1,000	06/27/13	06/25/14	\$158.45	\$93.41	\$0.00	\$65.04	\$0.00
	1,000	06/27/13	06/25/14	\$158.44	\$93.41	\$0.00	\$65.03	\$0.00
Security Subtotal	7,000			\$1,100.89	\$653.87	\$0.00	\$447.02	\$0.00
ALLSCRIPTS HEALTHCARE SOLU INC	2,000	12/11/13	10/01/14	\$27.09	\$29.64	\$0.00	(\$2.55)	\$0.00
	1,000	06/25/14	10/01/14	\$13.53	\$15.52	\$0.00	(\$1.99)	\$0.00
	11,000	06/25/14	10/01/14	\$148.98	\$170.72	\$0.00	(\$21.74)	\$0.00
Security Subtotal	14,000			\$189.60	\$215.88	\$0.00	(\$26.28)	\$0.00
AMAZON COM INC	3,000	06/27/13	04/21/14	\$984.70	\$830.37	\$0.00	\$154.33	\$0.00
	2,000	06/27/13	04/24/14	\$648.46	\$553.58	\$0.00	\$94.88	\$0.00
	1,000	06/27/13	05/02/14	\$307.18	\$276.79	\$0.00	\$30.39	\$0.00

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Taxpayer ID Number: XX-XXX8780
Account Number: 616 070335 038

Customer Service: 866-324-6088

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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 1 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)
AMAZON COM INC (Cont) CUSIP: 023135106 Symbol: AMZN								
	3.000	06/27/13	05/16/14	\$880.02	\$830.37	\$0.00	\$49.65	\$0.00
	2.000	06/27/13	06/18/14	\$654.50	\$553.58	\$0.00	\$100.92	\$0.00
	4.000	06/27/13	06/25/14	\$1,306.41	\$1,107.16	\$0.00	\$199.25	\$0.00
Security Subtotal	15.000			\$4,781.27	\$4,151.85	\$0.00	\$629.42	\$0.00
AMERICAN PUBLIC EDUCATION INC CUSIP: 02913V103 Symbol: APEI								
	10.000	12/05/13	08/15/14	\$306.73	\$450.94	\$0.00	(\$144.21)	\$0.00
	3.000	03/12/14	08/15/14	\$92.02	\$104.97	\$0.00	(\$12.95)	\$0.00
	1.000	03/14/14	08/15/14	\$30.67	\$34.22	\$0.00	(\$3.55)	\$0.00
	6.000	06/25/14	08/15/14	\$184.03	\$206.28	\$0.00	(\$22.25)	\$0.00
Security Subtotal	20.000			\$613.45	\$796.41	\$0.00	(\$182.96)	\$0.00
AMERISOURCEBERGEN CORP CUSIP: 03073E105 Symbol: ABC								
	5.000	06/27/13	06/25/14	\$362.92	\$277.00	\$0.00	\$85.92	\$0.00
APPLE INC CUSIP: 037833100 Symbol: AAPL								
	2.000	06/27/13	01/31/14	\$990.75	\$789.14	\$0.00	\$201.61	\$0.00
	9.000	06/27/13	06/25/14	\$812.95	\$507.30	\$0.00	\$305.65	\$0.00
Security Subtotal	11.000			\$1,803.70	\$1,296.44	\$0.00	\$507.26	\$0.00

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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)
ARM HOLDINGS PLC ADS		CUSIP: 042068106	Symbol: ARMH					
	40.000	06/27/13	02/05/14	\$1,740.75	\$1,477.79	\$0.00	\$262.96	\$0.00
	9.000	06/27/13	06/25/14	\$405.44	\$332.50	\$0.00	\$72.94	\$0.00
Security Subtotal	49.000			\$2,146.19	\$1,810.29	\$0.00	\$335.90	\$0.00
ASML HOLDING NV NY REG NEW		CUSIP: N07059210	Symbol: ASML					
	15.000	06/27/13	01/28/14	\$1,309.65	\$1,171.95	\$0.00	\$137.70	\$0.00
	10.000	06/27/13	06/25/14	\$926.87	\$781.30	\$0.00	\$145.57	\$0.00
Security Subtotal	25.000			\$2,236.52	\$1,953.25	\$0.00	\$283.27	\$0.00
ATMOS ENERGY CP		CUSIP: 049560105	Symbol: ATO					
	3.000	06/24/13	01/23/14	\$141.74	\$115.55	\$0.00	\$26.19	\$0.00
AVAGO TECH		CUSIP: Y0486S104	Symbol: AVGO					
	6.000	05/21/14	06/25/14	\$429.05	\$408.18	\$0.00	\$20.87	\$0.00
BAXTER INTL INC		CUSIP: 071813109	Symbol: BAX					
	17.000	12/24/13	06/25/14	\$1,256.44	\$1,175.90	\$0.00	\$80.54	\$0.00
BAYERISCHE MOTOREN WERKE AG		CUSIP: 072743206	Symbol: BAMXY					
	3.000	06/25/14	10/14/14	\$100.55	\$127.08	\$0.00	(\$26.53)	\$0.00
BB SEGURIDADE PARTICIPACOES		CUSIP: 05541J103	Symbol: BBSEY					
	51.000	04/14/14	06/25/14	\$738.97	\$598.01	\$0.00	\$140.96	\$0.00

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

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BED BATH & BEYOND INC	1 000	CUSIP: 075896100 01/07/13	Symbol: BBBY 01/06/14	\$80.42	\$56.36	\$0.00	\$24.06	\$0.00
BIOGEN IDEC INC	3 000	CUSIP: 09062X103 06/27/13	Symbol: BIIB 06/25/14	\$943.98	\$626.64	\$0.00	\$317.34	\$0.00
BLUE NILE INC	2 000	CUSIP: 09578R103 02/20/13	Symbol: NILE 01/23/14	\$86.34	\$65.97	\$0.00	\$20.37	\$0.00
BNP PARIBAS SP ADR REPSTG	24 000	CUSIP: 05565A202 02/20/13	Symbol: BNPQY 01/24/14	\$927.83	\$707.01	\$0.00	\$220.82	\$0.00
BORG WARNER INC	3 000	CUSIP: 099724106 02/10/14	Symbol: BWA 03/28/14	\$180.60	\$160.50	\$0.00	\$20.10	\$0.00
C I B E R INC	32 000	CUSIP: 17163B102 06/25/14	Symbol: CBR 11/21/14	\$98.23	\$153.50	\$0.00	(\$55.27)	\$0.00
CABOT OIL & GAS CORP A	9 000	CUSIP: 127097103 06/27/13	Symbol: COG 06/25/14	\$308.87	\$319.23	\$0.00	(\$10.36)	\$0.00
CALIFORNIA RES CORP COM	0 800	CUSIP: 13057Q107 06/11/14	Symbol: CRC 11/28/14	\$5.44	\$7.12	\$0.00	(\$1.68)	\$0.00
CAVIUM INC COM	4 000	CUSIP: 14964U108 10/01/13	Symbol: CAVM 06/09/14	\$204.90	\$168.04	\$0.00	\$36.86	\$0.00

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TR U7/A DTD 10/06/2000
233 S 6TH STREET APT 2505
PHILADELPHIA PA 19106-3757

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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 (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)
CELGENE CORP								
		CUSIP: 151020104 Symbol: CELG						
	3.000	06/27/13	02/10/14	\$468.62	\$354.33	\$0.00	\$114.29	\$0.00
	3.000	06/27/13	02/13/14	\$487.62	\$354.33	\$0.00	\$133.29	\$0.00
	3.000	06/27/13	03/06/14	\$489.84	\$354.33	\$0.00	\$135.51	\$0.00
	4.000	06/27/13	05/01/14	\$597.59	\$472.44	\$0.00	\$125.15	\$0.00
	7.000	06/27/13	06/25/14	\$1,208.80	\$826.77	\$0.00	\$382.03	\$0.00
Security Subtotal	20.000			\$3,252.47	\$2,362.20	\$0.00	\$890.27	\$0.00
CENTENE CORPORATION								
		CUSIP: 15135B101 Symbol: CNC						
	1.000	07/25/14	11/24/14	\$98.82	\$74.10	\$0.00	\$24.72	\$0.00
CERNER CORP								
		CUSIP: 156782104 Symbol: CERN						
	1.000	06/27/13	03/13/14	\$58.70	\$47.68	\$0.00	\$11.02	\$0.00
	0.518	06/27/13	03/13/14	\$30.40	\$24.70	\$0.00	\$5.70	\$0.00
	0.001	06/27/13	03/13/14	\$0.06	\$0.04	\$0.00	\$0.02	\$0.00
	0.481	06/27/13	03/13/14	\$28.23	\$46.45	\$0.00	(\$18.22)	\$0.00
	1.482	06/27/13	03/14/14	\$88.37	\$70.66	\$0.00	\$17.71	\$0.00
	1.000	06/27/13	03/14/14	\$59.63	\$47.68	\$0.00	\$11.95	\$0.00
	0.518	06/27/13	03/14/14	\$30.88	\$24.70	\$0.00	\$6.18	\$0.00
	4.000	06/27/13	04/15/14	\$212.91	\$85.50	\$0.00	\$127.41	\$0.00
	7.000	06/27/13	04/28/14	\$348.61	\$333.75	\$0.00	\$14.86	\$0.00

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued)

OMB NO. 1545-0715

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CERNER CORP (Cont)								
		CUSIP: 156782104	Symbol: CERN					
	11.000	06/27/13	05/13/14	\$566.35	\$524.46	\$0.00	\$41.89	\$0.00
	11.000	06/27/13	06/06/14	\$593.94	\$524.46	\$0.00	\$69.48	\$0.00
	12.000	06/27/13	06/19/14	\$628.54	\$572.14	\$0.00	\$56.40	\$0.00
	3.000	06/27/13	06/25/14	\$156.47	\$143.03	\$0.00	\$13.44	\$0.00
Security Subtotal	53.000			\$2,803.09	\$2,445.25	\$0.00	\$357.84	\$0.00
CHENIERE ENERGY INC NEW								
		CUSIP: 16411R208	Symbol: LNG					
	3.000	02/21/14	06/05/14	\$198.90	\$143.74	\$0.00	\$55.16	\$0.00
CHINA SHENHUA ENERGY LTD ADR								
		CUSIP: 16942A302	Symbol: CSUAY					
	36.000	06/18/14	06/25/14	\$408.97	\$413.89	\$0.00	(\$4.92)	\$0.00
CITI TRENDS INC								
		CUSIP: 17306X102	Symbol: CTRN					
	8.000	06/25/14	08/20/14	\$175.08	\$170.64	\$0.00	\$4.44	\$0.00
CITIGROUP INC NEW								
		CUSIP: 172967424	Symbol: C					
	10.000	10/18/13	06/25/14	\$478.18	\$511.43	\$0.00	(\$33.25)	\$0.00
CLARCOR INC								
		CUSIP: 179895107	Symbol: CLC					
	1.000	06/27/13	04/17/14	\$55.67	\$52.82	\$0.00	\$2.85	\$0.00
COGNIZANT TECH SOLUTIONS CL A								
		CUSIP: 192446102	Symbol: CTSH					
	7.000	10/16/13	06/25/14	\$348.17	\$302.93	\$0.00	\$45.24	\$0.00
	15.000	10/16/13	08/12/14	\$667.71	\$649.13	\$0.00	\$18.58	\$0.00

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COGNIZANT TECH SOLUTIONS CL A(Cont.) CUSIP: 192446102 Symbol: CTSB								
	10.000	10/28/13	08/12/14	\$445.14	\$440.30	\$0.00	\$4.84	\$0.00
	2.000	11/25/13	08/12/14	\$89.02	\$92.79	\$0.00	(\$3.77)	\$0.00
	6.000	11/25/13	09/29/14	\$267.65	\$278.38	\$0.00	(\$10.73)	\$0.00
	6.000	04/28/14	09/29/14	\$267.65	\$293.09	\$0.00	(\$25.44)	\$0.00
	8.000	04/28/14	10/13/14	\$347.82	\$390.79	\$0.00	(\$42.97)	\$0.00
Security Subtotal	54.000			\$2,433.16	\$2,447.41	\$0.00	(\$14.25)	\$0.00
COLGATE PALMOLIVE CO CUSIP: 194162103 Symbol: CL								
	9.000	06/27/13	02/24/14	\$561.27	\$516.87	\$0.00	\$44.40	\$0.00
	2.000	06/27/13	06/25/14	\$135.97	\$114.86	\$0.00	\$21.11	\$0.00
Security Subtotal	11.000			\$697.24	\$631.73	\$0.00	\$65.51	\$0.00
COMCAST CORP (NEW) CLASS A CUSIP: 20030N101 Symbol: CMCSA								
	5.000	06/27/13	03/28/14	\$247.04	\$202.28	\$0.00	\$44.76	\$0.00
	22.000	06/27/13	06/25/14	\$1,172.13	\$890.05	\$0.00	\$282.08	\$0.00
Security Subtotal	27.000			\$1,419.17	\$1,092.33	\$0.00	\$326.84	\$0.00
COMPANHIA ENERGY DE MIN SP ADR CUSIP: 204409601 Symbol: CIG								
	235.000	02/12/14	03/28/14	\$1,606.26	\$1,342.70	\$0.00	\$263.56	\$0.00
	96.000	02/12/14	06/25/14	\$779.62	\$548.51	\$0.00	\$231.11	\$0.00
Security Subtotal	331.000			\$2,385.88	\$1,891.21	\$0.00	\$494.67	\$0.00

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1099 Consolidated Tax Statement
Tax Year 2014 Copy B For Recipient

Morgan Stanley Smith Barney Holdings LLC
 1 New York Plaza
 8th Floor
 New York, NY 10004
 Identification Number: 26-4310632
 Taxpayer ID Number: XX-XXX8780
 Account Number: 616 070335 038
Customer Service: 866-324-6088

BERNARD SPAIN TTEE
 JOAN & BERNARD SPAIN FOUNDATION
 TR U7/A DTD 10/06/2000
 233 S 6TH STREET APT 2505
 PHILADELPHIA PA 19106-3757

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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)
CONCUR TECHNOLOGIES INC CUSIP: 206708109 Symbol:								
	1.000	04/03/14	10/08/14	\$127.94	\$99.36	\$0.00	\$28.58	\$0.00
	3.000	05/02/14	10/09/14	\$383.66	\$249.00	\$0.00	\$134.66	\$0.00
Security Subtotal	4.000			\$511.60	\$348.36	\$0.00	\$163.24	\$0.00
CONTINENTAL RESOURCES INC CUSIP: 212015101 Symbol: CLR								
	2.000	06/27/13	01/22/14	\$222.39	\$170.76	\$0.00	\$51.63	\$0.00
	5.000	06/27/13	01/23/14	\$670.57	\$512.28	\$0.00	\$158.29	\$0.00
Security Subtotal	8.000			\$892.96	\$683.04	\$0.00	\$209.92	\$0.00
CORE LABORATORIES N V CUSIP: N22717107 Symbol: CLB								
	1.000	05/01/14	12/19/14	\$119.58	\$186.94	\$0.00	(\$67.36)	\$0.00
COSTCO WHOLESALE CORP NEW CUSIP: 22160K105 Symbol: COST								
	4.000	06/27/13	06/25/14	\$464.50	\$446.24	\$0.00	\$18.26	\$0.00
CVS CAREMARK CORP CUSIP: 126650100 Symbol: CVS								
	3.000	06/27/13	03/28/14	\$222.18	\$171.78	\$0.00	\$50.40	\$0.00
	4.000	06/27/13	06/25/14	\$301.71	\$229.04	\$0.00	\$72.67	\$0.00
Security Subtotal	7.000			\$523.89	\$400.82	\$0.00	\$123.07	\$0.00
DELPHI AUTOMOTIVE PLC CUSIP: G27823106 Symbol: DLPH								
	1.000	07/23/13	03/28/14	\$66.53	\$55.04	\$0.00	\$11.49	\$0.00
	2.000	07/23/13	03/28/14	\$133.07	\$110.08	\$0.00	\$22.99	\$0.00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

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Morgan Stanley

1099 Consolidated Tax Statement Tax Year 2014 Copy B For Recipient

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New York, NY 10004
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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)
DELPHI AUTOMOTIVE PLC (Cont)	6,000	07/23/13	06/25/14	\$407.87	\$330.24	\$0.00	\$77.63	\$0.00
Security Subtotal	9,000			\$607.47	\$495.36	\$0.00	\$112.11	\$0.00
DELTA AIR LINES INC NEW	17,000	09/27/13	06/25/14	\$663.67	\$404.07	\$0.00	\$259.60	\$0.00
DENBURY RESOURCES INC NEW	4,000	06/25/14	11/07/14	\$46.98	\$73.71	\$0.00	(\$26.73)	\$0.00
DICKS SPORTING GOODS INC	2,000	06/27/13	06/13/14	\$88.03	\$102.42	\$0.00	(\$14.39)	\$0.00
Security Subtotal	3,000	04/02/14	06/13/14	\$44.01	\$55.37	\$0.00	(\$11.36)	\$0.00
DISCOVERY COMMUNICATIONS SER A	7,000	06/27/13	05/07/14	\$515.00	\$535.64	\$0.00	(\$20.64)	\$0.00
DISCOVERY COMMUNICATIONS SER A	13,000	06/27/13	05/19/14	\$962.05	\$994.76	\$0.00	(\$32.71)	\$0.00
DISCOVERY COMMUNICATIONS SER A	10,000	06/27/13	05/30/14	\$772.98	\$765.20	\$0.00	\$7.78	\$0.00
Security Subtotal	3,000	06/27/13	06/25/14	\$223.77	\$229.56	\$0.00	(\$5.79)	\$0.00
DOMINION RES INC (NEW)	33,000	06/27/13	06/25/14	\$2,473.80	\$2,525.16	\$0.00	(\$51.36)	\$0.00
Security Subtotal	4,000	02/20/13	01/23/14	\$266.71	\$223.98	\$0.00	\$42.73	\$0.00

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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)
DSW INC CL A	CUSIP: 23334L102	Symbol: DSW						
	6.000	06/02/14	07/31/14	\$159.65	\$148.41	\$0.00	\$11.24	\$0.00
EBAY INC	CUSIP: 278642103	Symbol: EBAY						
	6.000	06/27/13	01/14/14	\$315.83	\$312.30	\$0.00	\$3.53	\$0.00
	7.000	06/27/13	01/22/14	\$378.05	\$364.35	\$0.00	\$13.70	\$0.00
	13.000	06/27/13	01/28/14	\$696.45	\$676.65	\$0.00	\$19.80	\$0.00
	12.000	06/27/13	01/31/14	\$638.23	\$624.60	\$0.00	\$13.63	\$0.00
Security Subtotal	38.000			\$2,028.56	\$1,977.90	\$0.00	\$50.66	\$0.00
ECHO GLOBAL LOGISTICS INC	CUSIP: 27875T101	Symbol: ECHO						
	2.000	08/21/13	08/08/14	\$44.36	\$43.04	\$0.00	\$1.32	\$0.00
	8.000	06/25/14	08/08/14	\$177.44	\$153.20	\$0.00	\$24.24	\$0.00
Security Subtotal	10.000			\$221.80	\$196.24	\$0.00	\$25.56	\$0.00
ENBRIDGE ENERGY MGMT LLC	CUSIP: 29250X103	Symbol: EEQ						
	0.717	02/20/13	02/14/14	\$19.67	\$19.45	\$0.00	\$0.22	\$0.00
ENBRIDGE INCOME FD HLDGS INC	CUSIP: 29251R105	Symbol: EBGUF						
	4.000	06/03/13	03/14/14	\$92.22	\$98.96	\$0.00	(\$6.74)	\$0.00
ENI SPA AMER DEP RCPT	CUSIP: 26874R108	Symbol: E						
	32.000	06/25/14	12/10/14	\$1,164.09	\$1,749.75	\$0.00	(\$585.66)	\$0.00

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1099 Consolidated Tax Statement
Tax Year 2014 Copy B For Recipient

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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)
CUSIP: G3157S106 Symbol: ESV								
ENSCO PLC CLASS A	10 000	06/27/13	04/08/14	\$503.52	\$582.20	\$0.00	(\$78.68)	\$0.00
	25.000	03/12/14	04/08/14	\$1,258.80	\$1,256.50	\$0.00	\$2.30	\$0.00
Security Subtotal	35.000			\$1,762.32	\$1,838.70	\$0.00	(\$76.38)	\$0.00
CUSIP: 30040P103 Symbol: EVTC								
EVERTEC INC	9 000	06/25/14	10/21/14	\$193.29	\$221.83	\$0.00	(\$28.54)	\$0.00
CUSIP: 30215C101 Symbol: EXPGY								
EXPERIAN GP LTD ADR	40 000	06/25/14	07/02/14	\$673.42	\$656.90	\$0.00	\$16.52	\$0.00
CUSIP: 30225T102 Symbol: EXR								
EXTRA SPACE STORAGE INC	3 000	01/27/14	04/09/14	\$144.42	\$131.31	\$0.00	\$13.11	\$0.00
CUSIP: G3323L100 Symbol: FN								
FABRINET	8 000	06/27/13	03/20/14	\$163.17	\$112.80	\$0.00	\$50.37	\$0.00
CUSIP: 30303M102 Symbol: FB								
FACEBOOK INC CL-A	17 000	07/30/13	06/25/14	\$1,145.43	\$639.38	\$0.00	\$506.05	\$0.00
CUSIP: 343412102 Symbol: FLR								
FLUOR CORP NEW	1 000	06/25/14	12/22/14	\$59.61	\$76.44	\$0.00	(\$16.83)	\$0.00
	2 000	06/25/14	12/23/14	\$122.27	\$152.87	\$0.00	(\$30.60)	\$0.00
	1 000	08/05/14	12/23/14	\$61.14	\$73.23	\$0.00	(\$12.09)	\$0.00

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1099 Consolidated Tax Statement
Tax Year 2014 Copy B For Recipient

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Taxpayer ID Number: XX-XXX8780
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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 1 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)
FLUOR CORP NEW (Cont.)		CUSIP: 343412102	Symbol: FLR					
	1 000	08/05/14	12/24/14	\$60.47	\$73.23	\$0.00	(\$12.76)	\$0.00
	2 000	10/23/14	12/24/14	\$120.93	\$125.29	\$0.00	(\$4.36)	\$0.00
Security Subtotal	7 000			\$424.42	\$501.06	\$0.00	(\$76.64)	\$0.00
FMC CORP NEW		CUSIP: 302491303	Symbol: FMC					
	1 000	06/27/13	06/26/14	\$70.18	\$62.56	\$0.00	\$7.62	\$0.00
FMC TECHNOLOGIES INC		CUSIP: 30249U101	Symbol: FTI					
	4 000	06/27/13	06/25/14	\$245.39	\$225.60	\$0.00	\$19.79	\$0.00
FOREST LABORATORIES INC		CUSIP: 345838106	Symbol:					
	1 000	06/25/14	07/01/14	\$26.04	\$99.29	\$0.00	(\$73.25)	\$0.00
FRESENIUS SE & CO SPN ADR		CUSIP: 35804M105	Symbol: FSNJUY					
	0.500	06/25/14	08/04/14	\$6.07	\$6.15	\$0.00	(\$0.08)	\$0.00
FRESH MARKET INC THE		CUSIP: 35804H106	Symbol: TFM					
	2 000	10/08/13	02/18/14	\$68.38	\$100.92	\$0.00	(\$32.54)	\$0.00
	1 000	10/08/13	02/25/14	\$33.36	\$50.46	\$0.00	(\$17.10)	\$0.00
	3 000	11/08/13	02/25/14	\$100.07	\$146.63	\$0.00	(\$46.56)	\$0.00
	1 000	11/22/13	02/25/14	\$33.35	\$41.83	\$0.00	(\$8.48)	\$0.00
Security Subtotal	7 000			\$235.16	\$339.84	\$0.00	(\$104.68)	\$0.00

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IMPORTANT TAX INFORMATION – PLEASE RETAIN FOR YOUR RECORDS

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Morgan Stanley

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued)

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(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)
GAP INC								
		CUSIP: 364760108		Symbol: GPS				
	9 000	06/27/13	04/17/14	\$344.65	\$377.74	\$0.00	(\$33.09)	\$0.00
	5 000	06/27/13	06/25/14	\$207.00	\$209.85	\$0.00	(\$2.85)	\$0.00
Security Subtotal	14 000			\$551.65	\$587.59	\$0.00	(\$35.94)	\$0.00
GENESEE & WYOMING INC A								
		CUSIP: 371559105		Symbol: GWR				
	1 000	06/19/14	08/18/14	\$96.28	\$104.85	\$0.00	(\$8.57)	\$0.00
	2 000	06/25/14	08/26/14	\$197.05	\$209.58	\$0.00	(\$12.53)	\$0.00
	2 000	06/27/14	09/02/14	\$198.26	\$207.84	\$0.00	(\$9.58)	\$0.00
Security Subtotal	5 000			\$491.59	\$522.27	\$0.00	(\$30.68)	\$0.00
GILEAD SCIENCE								
		CUSIP: 375558103		Symbol: GILD				
	8 000	06/27/13	05/23/14	\$652.01	\$406.54	\$0.00	\$245.47	\$0.00
	10 000	06/27/13	05/28/14	\$822.32	\$508.17	\$0.00	\$314.15	\$0.00
	22 000	06/27/13	06/25/14	\$1,798.24	\$1,117.97	\$0.00	\$680.27	\$0.00
Security Subtotal	40 000			\$3,272.57	\$2,032.68	\$0.00	\$1,239.89	\$0.00
GLAXOSMITHKLINE PLC ADS								
		CUSIP: 37733W105		Symbol: GSK				
	18 000	05/08/14	06/25/14	\$960.63	\$986.44	\$0.00	(\$25.81)	\$0.00
GOOGLE INC-CL A								
		CUSIP: 38259P508		Symbol: GOOGL				
	1 000	06/27/13	06/25/14	\$584.34	\$439.52	\$0.00	\$144.82	\$0.00

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OMB NO. 1545-0715

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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)
GRUPO TELEVISIA S.A GLOBAL DEP	77 000	CUSIP: 40049J206	Symbol: TV					
		02/20/13	01/21/14	\$2,288.82	\$2,178.95	\$0.00	\$109.87	\$0.00
HERBALIFE	2 000	CUSIP: G4412G101	Symbol: HLF					
		01/23/14	07/29/14	\$120.00	\$128.04	\$0.00	(\$8.04)	\$0.00
	1 000	03/12/14	07/29/14	\$60.00	\$60.11	\$0.00	(\$0.11)	\$0.00
	2,000	06/25/14	07/29/14	\$119.98	\$128.58	\$0.00	(\$8.60)	\$0.00
Security Subtotal	5,000			\$299.98	\$316.73	\$0.00	(\$16.75)	\$0.00
HERON THERAPEUTICS INC	0 500	CUSIP: 427746102	Symbol: HRTX					
		04/12/13	01/17/14	\$6.01	\$3.59	\$0.00	\$2.42	\$0.00
HOME DEPOT INC	18,000	CUSIP: 437076102	Symbol: HD					
		06/27/13	06/25/14	\$1,449.32	\$1,373.51	\$0.00	\$75.81	\$0.00
HONEYWELL INTERNATIONAL INC	3 000	CUSIP: 438516106	Symbol: HON					
		06/27/13	03/28/14	\$272.66	\$240.99	\$0.00	\$31.67	\$0.00
	7,000	06/27/13	06/25/14	\$651.89	\$562.31	\$0.00	\$89.58	\$0.00
Security Subtotal	10,000			\$924.55	\$803.30	\$0.00	\$121.25	\$0.00
HSBC HOLDINGS PLC SPON ADR NEW	1,000	CUSIP: 404280406	Symbol: HSBC					
		06/25/14	07/18/14	\$51.05	\$51.21	\$0.00	(\$0.16)	\$0.00
INDEPENDENT BANK GROUP INC COM	3,000	CUSIP: 45384B106	Symbol: IBTX					
		03/12/14	11/14/14	\$133.20	\$164.43	\$0.00	(\$31.23)	\$0.00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

1099 Consolidated Tax Statement
Tax Year 2014 Copy B For RecipientMorgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632BERNARD SPAIN TTEE
JOAN & BERNARD SPAIN FOUNDATION
TR U/T/A DTD 10/06/2000
233 S 6TH STREET APT 2505
PHILADELPHIA PA 19106-3757Taxpayer ID Number: XX-XXX8780
Account Number: 616 070335 038

Customer Service: 866-324-6088

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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)
INDEPENDENT BANK GROUP INC COM (Cont.) CUSIP: 45384B106 Symbol: IBTX								
	1 000	03/14/14	11/14/14	\$44 40	\$54 14	\$0 00	(\$9 74)	\$0 00
	4 000	06/25/14	11/14/14	\$177.60	\$223.68	\$0.00	(\$46.08)	\$0.00
Security Subtotal	8 000			\$355.20	\$442.25	\$0.00	(\$87.05)	\$0.00
INTER PIPELINE LTD COM CUSIP: 45833V109 Symbol: IPLF								
	10 000	09/11/13	03/14/14	\$264 69	\$247 53	\$0 00	\$17 16	\$0 00
	6 000	09/11/13	06/04/14	\$174 83	\$148 52	\$0 00	\$26 31	\$0 00
	4 000	09/11/13	08/06/14	\$123.61	\$99.01	\$0.00	\$24.60	\$0.00
Security Subtotal	20 000			\$563.13	\$495.06	\$0.00	\$68.07	\$0.00
INTUIT INC CUSIP: 461202103 Symbol: INTU								
	2 000	06/27/13	02/03/14	\$141 58	\$122 00	\$0 00	\$19 58	\$0 00
IRON MOUNTAIN INC (DE) CUSIP: 462846106 Symbol:								
	1 000	05/15/14	08/01/14	\$33 99	\$29 65	\$0 00	\$4 34	\$0 00
	4 000	05/15/14	08/06/14	\$132 78	\$118 60	\$0 00	\$14 18	\$0 00
	1 000	06/25/14	08/06/14	\$33.19	\$29 74	\$0 00	\$3 45	\$0 00
	6 000	06/25/14	09/10/14	\$214.73	\$178.44	\$0.00	\$36.29	\$0.00
Security Subtotal	12 000			\$414.69	\$356.43	\$0.00	\$58.26	\$0.00

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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)
JAPAN TOB INC		CUSIP: 471105205	Symbol: JAPAY					
	96,000	10/06/14	12/12/14	\$1,410.56	\$1,576.63	\$0.00	(\$166.07)	\$0.00
	70,000	10/06/14	12/18/14	\$952.27	\$1,149.63	\$0.00	(\$197.36)	\$0.00
Security Subtotal	166,000			\$2,362.83	\$2,726.26	\$0.00	(\$363.43)	\$0.00
JB HUNT TRANS SERV		CUSIP: 445658107	Symbol: JBHT					
	8,000	06/27/13	01/06/14	\$614.14	\$572.16	\$0.00	\$41.98	\$0.00
	7,000	06/27/13	03/06/14	\$510.12	\$500.64	\$0.00	\$9.48	\$0.00
	1,000	06/27/13	06/06/14	\$76.50	\$71.52	\$0.00	\$4.98	\$0.00
	4,000	06/27/13	06/25/14	\$302.71	\$286.08	\$0.00	\$16.63	\$0.00
Security Subtotal	20,000			\$1,503.47	\$1,430.40	\$0.00	\$73.07	\$0.00
KATE SPADE & CO COM		CUSIP: 485865109	Symbol: KATE					
	1,000	02/21/14	08/12/14	\$31.36	\$30.61	\$0.00	\$0.75	\$0.00
	4,000	02/21/14	11/06/14	\$124.40	\$122.43	\$0.00	\$1.97	\$0.00
	5,000	02/24/14	11/06/14	\$155.50	\$157.60	\$2.10 W	(\$2.10)	\$0.00
Security Subtotal	10,000			\$311.26	\$310.64	\$2.10	\$0.62	\$0.00
KEURIG GREEN MOUNTAIN INC		CUSIP: 49271M100	Symbol: GMCR					
	1,000	08/07/13	06/25/14	\$122.23	\$79.16	\$0.00	\$43.07	\$0.00

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1099 Consolidated Tax Statement
Tax Year 2014 Copy B For Recipient

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Morgan Stanley Smith Barney Holdings LLC
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 Identification Number: 26-4310632

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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)
KIMBERLY CLARK CORP CUSIP: 494368103 Symbol: KMB								
	4.000	06/27/13	02/24/14	\$444.07	\$390.00	\$0.00	\$54.07	\$0.00
	14.000	06/27/13	03/07/14	\$1,521.86	\$1,365.00	\$0.00	\$156.86	\$0.00
Security Subtotal	18.000			\$1,965.93	\$1,755.00	\$0.00	\$210.93	\$0.00
KINDER MORGAN MGMT LLC CUSIP: 49455U100 Symbol:								
	0.212	02/20/13	02/14/14	\$16.02	\$16.82	\$0.00	(\$0.80)	\$0.00
	0.924	03/14/14	11/14/14	\$89.73	\$56.01	\$0.00	\$33.72	\$0.00
Security Subtotal	1.136			\$105.75	\$72.83	\$0.00	\$32.92	\$0.00
KROGER CO CUSIP: 501044101 Symbol: KR								
	3.000	07/16/13	02/07/14	\$108.69	\$113.72	\$0.00	(\$5.03)	\$0.00
	4.000	12/12/13	02/19/14	\$150.08	\$159.28	\$0.00	(\$9.20)	\$0.00
	1.000	12/13/13	02/19/14	\$37.52	\$39.55	\$0.00	(\$2.03)	\$0.00
Security Subtotal	8.000			\$296.29	\$312.55	\$0.00	(\$16.26)	\$0.00
LADBROKES PLC SPONS ADR CUSIP: 505730101 Symbol: LDBKY								
	225.000	06/25/14	10/30/14	\$408.95	\$559.19	\$0.00	(\$150.24)	\$0.00
LAS VEGAS SANDS CORPORATION CUSIP: 517834107 Symbol: LVS								
	12.000	10/23/13	06/25/14	\$904.66	\$854.95	\$0.00	\$49.71	\$0.00
	7.000	11/18/13	11/05/14	\$406.82	\$503.38	\$0.00	(\$96.56)	\$0.00
	2.000	12/09/13	11/05/14	\$116.24	\$152.84	\$0.00	(\$36.60)	\$0.00

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1099 Consolidated Tax Statement Tax Year 2014 Copy B For Recipient

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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)
LAS VEGAS SANDS CORPORATION(Cont.)								
Security Subtotal	21,000			\$1,427.72	\$1,511.17	\$0.00	(\$83.45)	\$0.00
LIBERTY GLOBAL PLC CL A NEW								
	37,000	06/27/13	06/18/14	\$1,574.40	\$1,392.07	\$0.00	\$182.33	\$0.00
	7,000	07/22/13	06/18/14	\$297.86	\$289.52	\$0.00	\$8.34	\$0.00
Security Subtotal	44,000			\$1,872.26	\$1,681.59	\$0.00	\$190.67	\$0.00
LINKEDIN CORP-A								
	2,000	06/27/13	04/30/14	\$302.38	\$361.46	\$0.00	(\$59.08)	\$0.00
	3,000	06/27/13	05/02/14	\$453.97	\$542.19	\$0.00	(\$88.22)	\$0.00
	2,000	06/27/13	05/07/14	\$278.95	\$361.46	\$0.00	(\$82.51)	\$0.00
	7,000	06/27/13	05/16/14	\$1,012.42	\$1,265.11	\$0.00	(\$252.69)	\$0.00
	3,000	06/27/13	06/06/14	\$464.75	\$542.19	\$0.00	(\$77.44)	\$0.00
	1,000	06/27/13	06/25/14	\$168.82	\$180.73	\$11.91 W	(\$11.91)	\$0.00
	1,000	06/27/13	06/25/14	\$168.83	\$180.73	\$11.90 W	(\$11.90)	\$0.00
Security Subtotal	19,000			\$2,850.12	\$3,433.87	\$23.81	(\$583.75)	\$0.00
LIXIL GROUP CORP ADR								
	15,000	02/20/13	01/27/14	\$786.95	\$642.75	\$0.00	\$144.20	\$0.00
	27,000	06/25/14	10/29/14	\$1,114.98	\$1,459.27	\$0.00	(\$344.29)	\$0.00
Security Subtotal	42,000			\$1,901.93	\$2,102.02	\$0.00	(\$200.09)	\$0.00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

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Tax Year 2014 Copy B For RecipientBERNARD SPAIN TTEE
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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)

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LOCALIZA RENT A CAR SA SPON	118 000	CUSIP: 53956W300	Symbol: LZRFY	02/10/14	06/25/14	\$1,980.14	\$1,544.24	\$435.90
							\$0.00	\$0.00
LYONDELLBASELL NV CL-A	9 000	CUSIP: N53745100	Symbol: LYB	06/27/13	01/31/14	\$717.60	\$610.02	\$107.58
	3 000	06/27/13	05/20/14	\$292.18	\$203.34		\$88.84	\$0.00
	8,000	06/27/13	06/25/14	\$787.30	\$542.24		\$245.06	\$0.00
Security Subtotal	20,000			\$1,797.08	\$1,355.60		\$441.48	\$0.00
MARATHON OIL CO	24,000	CUSIP: 565849106	Symbol: MRO	03/12/14	12/18/14	\$650.21	\$800.88	(\$150.67)
							\$0.00	\$0.00
MASTERCARD INC CL A	1 000	CUSIP: 57636Q104	Symbol: MA	06/27/13	01/16/14	\$827.13	\$571.34	\$255.79
	8 000	06/27/13	01/24/14	\$653.39	\$457.07		\$196.32	\$0.00
	6 000	06/27/13	02/10/14	\$459.58	\$342.80		\$116.78	\$0.00
	19,000	06/27/13	06/25/14	\$1,392.68	\$1,085.55		\$307.13	\$0.00
Security Subtotal	34,000			\$3,332.78	\$2,456.76		\$876.02	\$0.00
MCKESSON CORP	2,000	CUSIP: 58155Q103	Symbol: MCK	03/13/14	06/25/14	\$373.63	\$368.76	\$4.87
							\$0.00	\$0.00
MEDTRONIC INC	58 000	CUSIP: 585055106	Symbol:	02/20/13	01/06/14	\$3,454.25	\$2,592.38	\$861.87
							\$0.00	\$0.00

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(Continued)

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METHODE ELEC INC	CUSIP: 591520200 5.000	06/25/14	Symbol: MEI 11/14/14	\$194.07	\$162.85	\$0.00	\$31.22	\$0.00
MICHAEL KORS HOLDINGS LTD	CUSIP: G60754101 2.000	06/27/13	Symbol: KORS 01/30/14	\$159.99	\$122.76	\$0.00	\$37.23	\$0.00
	1.000	06/27/13	02/25/14	\$99.84	\$61.38	\$0.00	\$38.46	\$0.00
	1.000	06/27/13	02/25/14	\$99.85	\$61.38	\$0.00	\$38.47	\$0.00
	14.000	06/27/13	06/25/14	\$1,257.59	\$859.32	\$0.00	\$398.27	\$0.00
Security Subtotal	18.000			\$1,617.27	\$1,104.84	\$0.00	\$512.43	\$0.00
MONSANTO CO/NEW	CUSIP: 61166W101 6.000	06/27/13	Symbol: MON 06/25/14	\$761.38	\$595.02	\$0.00	\$166.36	\$0.00
MOODYS CORP	CUSIP: 615369105 7.000	06/27/13	Symbol: MCO 06/25/14	\$607.30	\$426.72	\$0.00	\$180.58	\$0.00
NATL INSTRUMS CP	CUSIP: 636518102 2.000	03/12/14	Symbol: NATI 06/09/14	\$59.24	\$58.56	\$0.00	\$0.68	\$0.00
NEWELL RUBBERMAID INC	CUSIP: 651229106 122.000	03/12/13	Symbol: NWL 03/10/14	\$3,801.72	\$3,063.90	\$0.00	\$737.82	\$0.00
NEXTERA ENERGY INC COM	CUSIP: 65339F101 1.000	06/03/13	Symbol: NEE 03/14/14	\$94.78	\$76.50	\$0.00	\$18.28	\$0.00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

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1099 Consolidated Tax Statement Tax Year 2014 Copy B For Recipient

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NORFOLK SOUTHERN CORP	CUSIP: 655844108 Symbol: NSC							
	18,000	10/08/13	06/25/14	\$1,841.53	\$1,382.72	\$0.00	\$458.81	\$0.00
NRG YIELD INC COM CL A	CUSIP: 62942X108 Symbol: NYLD							
	9,000	08/16/13	01/23/14	\$345.84	\$254.26	\$0.00	\$91.58	\$0.00
	7,000	08/16/13	06/04/14	\$339.14	\$197.76	\$0.00	\$141.38	\$0.00
	3,000	08/16/13	08/06/14	\$156.18	\$84.75	\$0.00	\$71.43	\$0.00
Security Subtotal	19,000			\$841.16	\$536.77	\$0.00	\$304.39	\$0.00
OCCIDENTAL PETROLEUM CORP DE	CUSIP: 674599105 Symbol: OXY							
	14,000	05/28/14	06/25/14	\$1,422.06	\$1,373.66	\$0.00	\$48.40	\$0.00
	5,000	05/28/14	12/24/14	\$412.17	\$473.49	\$0.00	(\$61.32)	\$0.00
	15,000	06/09/14	12/24/14	\$1,236.50	\$1,453.83	\$0.00	(\$217.33)	\$0.00
	2,000	06/11/14	12/24/14	\$164.87	\$193.22	\$0.00	(\$28.35)	\$0.00
Security Subtotal	36,000			\$3,235.60	\$3,494.20	\$0.00	(\$258.60)	\$0.00
OCI NV SPON ADR	CUSIP: 67091G202 Symbol: OCINY							
	102,000	03/03/14	06/19/14	\$3,830.38	\$4,299.81	\$0.00	(\$469.43)	\$0.00
ONE GAS INC	CUSIP: 68235P108 Symbol: OGS							
	12,000	06/04/14	10/16/14	\$426.83	\$435.51	\$0.00	(\$8.68)	\$0.00

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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)
PERRIGO CO LTD								
		CUSIP: G97822103	Symbol: PRGO					
	1.000	12/19/13	06/06/14	\$138.29	\$155.34	\$0.00	(\$17.05)	\$0.00
	1.000	12/19/13	06/09/14	\$140.01	\$155.34	\$0.00	(\$15.33)	\$0.00
Security Subtotal	2.000			\$278.30	\$310.68	\$0.00	(\$32.38)	\$0.00
PETROLEUM GEO-SVCS ASA ADS								
		CUSIP: 716599105	Symbol: PGSVY					
	90.000	06/25/14	09/22/14	\$545.24	\$972.72	\$0.00	(\$427.48)	\$0.00
PIMCO EMERGING LOCAL BD P								
		CUSIP: 72201M396	Symbol: PELPX					
	956.121	06/27/13	06/25/14	\$9,264.81	\$9,274.81	\$0.00	(\$10.00)	\$0.00
	1,046.987	03/12/14	06/25/14	\$10,145.30	\$9,525.11	\$0.00	\$620.19	\$0.00
Security Subtotal	2,003.108			\$19,410.11	\$18,799.92	\$0.00	\$610.19	\$0.00
PIONEER NATURAL RESOURCES CO								
		CUSIP: 723787107	Symbol: PXD					
	1.000	10/21/13	01/31/14	\$170.45	\$220.27	\$49.82 W	(\$49.82)	\$0.00
	3.000	10/21/13	01/31/14	\$511.37	\$660.81	\$149.44 W	(\$149.44)	\$0.00
	2.000	10/21/13	06/25/14	\$460.98	\$440.54	\$0.00	\$20.44	\$0.00
Security Subtotal	6.000			\$1,142.80	\$1,321.62	\$199.26	(\$178.82)	\$0.00
PPG INDUSTRIES INC								
		CUSIP: 693506107	Symbol: PPG					
	2.000	06/27/13	06/25/14	\$409.09	\$297.53	\$0.00	\$111.56	\$0.00

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1099 Consolidated Tax Statement Tax Year 2014 Copy B For Recipient

BERNARD SPAIN TTEE
JOAN & BERNARD SPAIN FOUNDATION
TR UT/A DTD 10/06/2000
233 S 6TH STREET APT 2505
PHILADELPHIA PA 19106-3757

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

Taxpayer ID Number: XX-XXX8780
Account Number: 616 070335 038

Customer Service: 866-324-6088

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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)
PRICELINE COM INC NEW CUSIP: 741503403 Symbol: PCLN								
	1 000	06/27/13	04/21/14	\$1,215.37	\$822.15	\$0.00	\$393.22	\$0.00
	1,000	06/27/13	06/25/14	\$1,216.75	\$822.15	\$0.00	\$394.60	\$0.00
Security Subtotal	2,000			\$2,432.12	\$1,644.30	\$0.00	\$787.82	\$0.00
PT ASTRA INTERNATIONAL TBK ADR CUSIP: 69367X109 Symbol: PTAIY								
	43,000	07/15/13	06/25/14	\$510.88	\$570.66	\$0.00	(\$59.78)	\$0.00
QUALCOMM INC CUSIP: 747525103 Symbol: QCOM								
	15,000	06/27/13	02/03/14	\$1,102.54	\$917.70	\$0.00	\$184.84	\$0.00
	12,000	06/27/13	03/05/14	\$918.40	\$734.16	\$0.00	\$184.24	\$0.00
Security Subtotal	27,000			\$2,020.94	\$1,651.86	\$0.00	\$369.08	\$0.00
QUESTAR CORP CUSIP: 748356102 Symbol: STR								
	8 000	09/11/13	08/06/14	\$174.13	\$176.77	\$0.00	(\$2.64)	\$0.00
	2,000	01/23/14	08/06/14	\$43.53	\$45.48	\$0.00	(\$1.95)	\$0.00
Security Subtotal	10,000			\$217.66	\$222.25	\$0.00	(\$4.59)	\$0.00
Q2 HLDGS INC CUSIP: 74736L109 Symbol: QTWO								
	22,000	06/17/14	11/11/14	\$381.66	\$334.14	\$0.00	\$47.52	\$0.00
	12,000	06/25/14	11/11/14	\$208.18	\$179.16	\$0.00	\$29.02	\$0.00
Security Subtotal	34,000			\$589.84	\$513.30	\$0.00	\$76.54	\$0.00

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RACKSPACE HOSTING INC COM CUSIP: 750086100 Symbol: RAX								
	1.000	07/19/13	05/21/14	\$35.02	\$43.78	\$0.00	(\$8.76)	\$0.00
	1.000	07/19/13	05/23/14	\$35.15	\$43.78	\$0.00	(\$8.63)	\$0.00
	3.000	11/08/13	05/23/14	\$105.45	\$145.74	\$0.00	(\$40.29)	\$0.00
	1.000	11/12/13	05/23/14	\$35.15	\$44.65	\$0.00	(\$9.50)	\$0.00
Security Subtotal	6.000			\$210.77	\$277.95	\$0.00	(\$67.18)	\$0.00
RED ELECTRICA CORPORACION SA CUSIP: 756568101 Symbol: RDEIY								
	15.000	10/10/13	07/10/14	\$250.39	\$184.43	\$0.00	\$65.96	\$0.00
REGENERON PHARM CUSIP: 75886F107 Symbol: REGN								
	4.000	06/27/13	03/10/14	\$1,315.94	\$939.32	\$0.00	\$376.62	\$0.00
	2.000	06/27/13	06/25/14	\$563.30	\$469.66	\$0.00	\$93.64	\$0.00
Security Subtotal	6.000			\$1,879.24	\$1,408.98	\$0.00	\$470.26	\$0.00
ROBERT HALF INT CUSIP: 770323103 Symbol: RHI								
	4.000	06/03/14	07/11/14	\$190.40	\$180.12	\$0.00	\$10.28	\$0.00
RYOHIN KEIKAKU CO LTD ADR CUSIP: 78392U105 Symbol: RYKKY								
	27.000	04/30/14	12/05/14	\$617.93	\$610.27	\$0.00	\$7.66	\$0.00
SALESFORCE COM,INC CUSIP: 79466L302 Symbol: CRM								
	4.000	06/27/13	04/10/14	\$220.69	\$155.39	\$0.00	\$65.30	\$0.00
	14.000	06/27/13	05/23/14	\$741.99	\$543.87	\$0.00	\$198.12	\$0.00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

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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.)
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SALESFORCE COM, INC (Cont)		CUSIP: 79466L302	Symbol: CRM					
	10,000	06/27/13	06/25/14	\$574.18	\$388.48	\$0.00	\$185.70	\$0.00
Security Subtotal	28,000			\$1,536.86	\$1,087.74	\$0.00	\$449.12	\$0.00
SAMPO OYJ UNSPON ADR		CUSIP: 79588J102	Symbol: SAXPY					
	34,000	02/20/13	01/27/14	\$787.90	\$634.44	\$0.00	\$153.46	\$0.00
SANDS CHINA LTD UNSPONSORE ADR		CUSIP: 80007R105	Symbol: SCHYY					
	14,000	02/20/13	01/21/14	\$1,162.94	\$644.28	\$0.00	\$518.66	\$0.00
SANOFI ADR		CUSIP: 80105N105	Symbol: SNY					
	27,000	12/12/13	06/03/14	\$1,435.22	\$1,365.53	\$0.00	\$69.69	\$0.00
SAP AG		CUSIP: 803054204	Symbol: SAP					
	20,000	02/20/13	01/22/14	\$1,608.17	\$1,598.28	\$0.00	\$9.89	\$0.00
	30,000	06/25/14	10/30/14	\$1,989.90	\$2,312.57	\$0.00	(\$322.67)	\$0.00
Security Subtotal	50,000			\$3,598.07	\$3,910.85	\$0.00	(\$312.78)	\$0.00
SAPIENS INTL INC NEW		CUSIP: N7716A151	Symbol: SPNS					
	46,000	02/24/14	03/18/14	\$377.92	\$330.97	\$0.00	\$46.95	\$0.00
	30,000	03/12/14	03/18/14	\$246.47	\$246.23	\$0.00	\$0.24	\$0.00
Security Subtotal	76,000			\$624.39	\$577.20	\$0.00	\$47.19	\$0.00
SAPIENT CORP		CUSIP: 803062108	Symbol:					
	12,000	06/25/14	11/14/14	\$296.39	\$194.72	\$0.00	\$101.67	\$0.00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

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SHERWIN WILLIAMS COMPANY OHIO		CUSIP: 824348106	Symbol: SHW					
	1 000	06/27/13	05/08/14	\$199.32	\$179.55	\$0.00	\$19.77	\$0.00
	4.000	06/27/13	06/25/14	\$820.70	\$718.20	\$0.00	\$102.50	\$0.00
	5.000			\$1,020.02	\$897.75	\$0.00	\$122.27	\$0.00
Security Subtotal								
SLM CORPORATION		CUSIP: 78442P106	Symbol: SLM					
	61 000	06/25/14	08/05/14	\$541.04	\$506.91	\$0.00	\$34.13	\$0.00
SM ENERGY COMPANY		CUSIP: 78454L100	Symbol: SM					
	1 000	11/01/13	03/20/14	\$70.43	\$87.52	\$0.00	(\$17.09)	\$0.00
	1 000	11/01/13	03/21/14	\$70.92	\$87.52	\$0.00	(\$16.60)	\$0.00
	2.000	01/27/14	03/21/14	\$141.83	\$165.43	\$0.00	(\$23.60)	\$0.00
	4.000			\$283.18	\$340.47	\$0.00	(\$57.29)	\$0.00
Security Subtotal								
SOUTH JERSEY IND INC		CUSIP: 838518108	Symbol: SJI					
	8 000	06/04/14	10/16/14	\$443.75	\$458.24	\$0.00	(\$14.49)	\$0.00
	10.000	06/05/14	10/16/14	\$554.69	\$582.90	\$0.00	(\$28.21)	\$0.00
	18.000			\$998.44	\$1,041.14	\$0.00	(\$42.70)	\$0.00
Security Subtotal								
SOUTHWESTERN ENERGY COMPANY		CUSIP: 845467109	Symbol: SWN					
	2 000	03/18/14	08/06/14	\$80.71	\$90.09	\$0.00	(\$9.38)	\$0.00
	1.000	03/18/14	08/07/14	\$39.43	\$45.05	\$0.00	(\$5.62)	\$0.00
	3.000	03/21/14	08/07/14	\$118.30	\$139.04	\$0.00	(\$20.74)	\$0.00

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SOUTHWESTERN ENERGY COMPANY (Cont.) CUSIP: 845467109 Symbol: SWN								
	1 000	03/21/14	08/08/14	\$39.65	\$46.35	\$0.00	(\$6.70)	\$0.00
	4 000	06/06/14	08/08/14	\$158.61	\$185.81	\$0.00	(\$27.20)	\$0.00
Security Subtotal	11 000			\$436.70	\$506.34	\$0.00	(\$69.64)	\$0.00
SPIRIT AIRLINES INC CUSIP: 848577102 Symbol: SAVE								
	3 000	06/25/14	11/14/14	\$229.89	\$188.73	\$0.00	\$41.16	\$0.00
	1 000	10/08/14	11/14/14	\$76.63	\$59.90	\$0.00	\$16.73	\$0.00
Security Subtotal	4 000			\$306.52	\$248.63	\$0.00	\$57.89	\$0.00
SPLUNK INC CUSIP: 848637104 Symbol: SPLK								
	1 000	02/26/14	07/09/14	\$48.44	\$93.99	\$0.00	(\$45.55)	\$0.00
	1 000	02/26/14	07/09/14	\$48.45	\$93.99	\$0.00	(\$45.54)	\$0.00
Security Subtotal	2 000			\$96.89	\$187.98	\$0.00	(\$91.09)	\$0.00
STAPLES INC CUSIP: 855030102 Symbol: SPLS								
	130 000	03/12/14	06/09/14	\$1,449.01	\$1,489.20	\$0.00	(\$40.19)	\$0.00
STARBUCKS CORP WASHINGTON CUSIP: 855244109 Symbol: SBUX								
	12 000	06/27/13	01/14/14	\$908.78	\$788.70	\$0.00	\$120.08	\$0.00
	8 000	06/27/13	04/17/14	\$564.07	\$525.80	\$0.00	\$38.27	\$0.00
	12 000	06/27/13	05/08/14	\$843.88	\$788.70	\$0.00	\$55.18	\$0.00

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STARBUCKS CORP WASHINGTON(Cont.)		CUSIP: 855244109	Symbol: SBUX					
	13.000	06/27/13	05/16/14	\$910.10	\$854.43	\$0.00	\$55.67	\$0.00
	14.000	06/27/13	06/25/14	\$1,090.43	\$920.15	\$0.00	\$170.28	\$0.00
Security Subtotal	59.000			\$4,317.26	\$3,877.78	\$0.00	\$439.48	\$0.00
STARWOOD WAYPOINT		CUSIP: 85571W109	Symbol: SWAY					
	3.000	02/03/14	02/04/14	\$87.97	\$86.52	\$0.00	\$1.45	\$0.00
SUNOPTA INC		CUSIP: 8676EP108	Symbol: STKL					
	10.000	06/25/14	09/17/14	\$126.80	\$135.00	\$0.00	(\$8.20)	\$0.00
SYNERGY RES CORP COM		CUSIP: 87164P103	Symbol: SYRG					
	16.000	08/23/13	08/08/14	\$203.76	\$126.96	\$0.00	\$76.80	\$0.00
	6.000	10/01/13	08/08/14	\$76.41	\$59.11	\$0.00	\$17.30	\$0.00
Security Subtotal	22.000			\$280.17	\$186.07	\$0.00	\$94.10	\$0.00
TD AMERITRADE HOLDING CORP		CUSIP: 87236Y108	Symbol: AMTD					
	13.000	12/02/13	06/25/14	\$405.33	\$379.58	\$0.00	\$25.75	\$0.00
TESLA MOTORS INC		CUSIP: 88160R101	Symbol: TSLA					
	1.000	08/23/13	06/25/14	\$236.10	\$160.47	\$0.00	\$75.63	\$0.00
THORATEC CORP NEW		CUSIP: 885175307	Symbol: THOR					
	7.000	06/25/14	08/08/14	\$159.49	\$241.92	\$0.00	(\$82.43)	\$0.00

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(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)
TIME WARNER INC NEW	5 000	06/27/13	06/25/14	\$344 40	\$277 58	\$0.00	\$66 82	\$0.00
TRACTOR SUPPLY CO	1 000	06/25/14	07/01/14	\$60 43	\$62 41	\$0.00	(\$1 98)	\$0.00
TRANSCANADA CORP(HLDG CO)	12 000	06/03/13	01/23/14	\$529.62	\$552.67	\$0.00	(\$23 05)	\$0.00
TULLOW OIL PLC ADR	151.000	02/20/13	02/14/14	\$945.89	\$1,432.99	\$0.00	(\$487 10)	\$0.00
	18.000	06/27/13	02/14/14	\$112.76	\$139.86	\$0.00	(\$27.10)	\$0.00
Security Subtotal	169.000			\$1,058.65	\$1,572.85	\$0.00	(\$514.20)	\$0.00
ULTA SALON COS & FRAGR INC	1 000	10/07/13	03/07/14	\$86 98	\$123 85	\$0.00	(\$36 87)	\$0.00
	1 000	10/07/13	04/17/14	\$87 18	\$123 85	\$0.00	(\$36 67)	\$0.00
	2.000	10/07/13	05/16/14	\$170.86	\$247 69	\$76 83 W	(\$76 83)	\$0.00
	3 000	10/07/13	05/16/14	\$256.29	\$371 54	\$115.25 W	(\$115 25)	\$0.00
	5 000	10/09/13	05/16/14	\$427.16	\$587.74	\$0.00	(\$160 58)	\$0.00
	2 000	10/07/13	06/24/14	\$188 96	\$247.69	\$58.73 W	(\$58.73)	\$0.00
	1 000	10/07/13	06/24/14	\$94.48	\$123 85	\$29 37 W	(\$29 37)	\$0.00

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1099 Consolidated Tax Statement Tax Year 2014 Copy B For Recipient

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632
Taxpayer ID Number: XX-XXX8780
Account Number: 616 070335 038
Customer Service: 866-324-6088

BERNARD SPAIN TTEE
JOAN & BERNARD SPAIN FOUNDATION
TR U/A DTD 10/06/2000
233 S 6TH STREET APT 2505
PHILADELPHIA PA 19106-3757

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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)
ULTA SALON COS & FRAGR INC (Cont.) CUSIP: 90384S303 Symbol: ULTA								
	1.000	10/07/13	06/24/14	\$94.49	\$123.85	\$0.00	(\$29.36)	\$0.00
	1.000	10/13/13	06/24/14	\$94.47	\$123.81	\$0.00	(\$29.34)	\$0.00
Security Subtotal	17.000			\$1,500.87	\$2,073.87	\$280.18	(\$573.00)	\$0.00
UNION PACIFIC CORP CUSIP: 907818108 Symbol: UNP								
	1.000	06/27/13	03/28/14	\$184.52	\$156.20	\$0.00	\$28.32	\$0.00
	8.000	06/27/13	06/25/14	\$801.18	\$624.80	\$0.00	\$176.38	\$0.00
Security Subtotal	9.000			\$985.70	\$781.00	\$0.00	\$204.70	\$0.00
VALEANT PHARMACEUTIC INTL INC CUSIP: 91911K102 Symbol: VRX								
	1.000	06/27/13	01/09/14	\$129.03	\$86.40	\$0.00	\$42.63	\$0.00
	5.000	06/27/13	06/25/14	\$615.52	\$432.00	\$0.00	\$183.52	\$0.00
Security Subtotal	6.000			\$744.55	\$518.40	\$0.00	\$226.15	\$0.00
VALEO SPONSORED ADR CUSIP: 919134304 Symbol: VLEEY								
	26.000	02/20/13	01/23/14	\$1,497.49	\$710.17	\$0.00	\$787.32	\$0.00
VERIZON COMMUNICATIONS CUSIP: 92343V104 Symbol: VZ								
	24.000	04/08/14	06/25/14	\$1,183.65	\$1,145.06	\$0.00	\$38.59	\$0.00
VERTEX PHARMACEUTICALS CUSIP: 92532F100 Symbol: VRTX								
	1.000	06/27/13	06/24/14	\$94.60	\$80.10	\$0.00	\$14.50	\$0.00
	1.000	01/13/14	09/11/14	\$94.25	\$78.01	\$0.00	\$16.24	\$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 (Consider Box 3 (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part 1 with box A checked) (Continued)

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VERTEX PHARMACEUTICALS(Cont.)		CUSIP: 92532F100	Symbol: VRTX					
	1.000	06/06/14	09/11/14	\$94.24	\$73.00	\$0.00	\$21.24	\$0.00
Security Subtotal	3.000			\$283.09	\$231.11	\$0.00	\$51.98	\$0.00
VISA INC CL A		CUSIP: 92826C839	Symbol: V					
	3.000	06/27/13	01/17/14	\$669.07	\$553.52	\$0.00	\$115.55	\$0.00
	4.000	06/27/13	06/25/14	\$835.66	\$738.02	\$0.00	\$97.64	\$0.00
Security Subtotal	7.000			\$1,504.73	\$1,291.54	\$0.00	\$213.19	\$0.00
VITAMIN SHOPPE INC COM		CUSIP: 92849E101	Symbol: VSI					
	2.000	06/25/14	12/29/14	\$95.24	\$87.12	\$0.00	\$8.12	\$0.00
VOLCANO CORP		CUSIP: 928645100	Symbol: VOLC					
	11.000	06/25/14	09/16/14	\$126.49	\$200.97	\$0.00	(\$74.48)	\$0.00
W W GRAINGER INC		CUSIP: 384802104	Symbol: GWW					
	12.000	06/27/13	01/13/14	\$3,156.47	\$3,048.84	\$0.00	\$107.63	\$0.00
WABCO HLDGS INC		CUSIP: 92927K102	Symbol: WBC					
	1.000	08/08/13	07/18/14	\$104.59	\$80.00	\$0.00	\$24.59	\$0.00
	2.000	06/25/14	07/24/14	\$211.62	\$220.68	\$0.00	(\$9.06)	\$0.00
Security Subtotal	3.000			\$316.21	\$300.68	\$0.00	\$15.53	\$0.00
WADDELL&REED FINCL INC CL A		CUSIP: 930059100	Symbol: WDR					
	1.000	02/05/14	09/18/14	\$54.13	\$64.86	\$0.00	(\$10.73)	\$0.00

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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)
WADDELL&REED FINCL INC CL A(Cont.)								
		CUSIP: 9300059100	Symbol: WDR					
	2 000	05/02/14	09/22/14	\$105.29	\$136.65	\$0.00	(\$31.36)	\$0.00
	1 000	05/06/14	09/22/14	\$52.65	\$67.05	\$0.00	(\$14.40)	\$0.00
	1 000	06/25/14	09/22/14	\$52.64	\$62.05	\$0.00	(\$9.41)	\$0.00
Security Subtotal	5 000			\$264.71	\$330.61	\$0.00	(\$65.90)	\$0.00
WALT DISNEY CO HLDG CO								
		CUSIP: 254687106	Symbol: DIS					
	9 000	06/27/13	03/28/14	\$709.88	\$573.75	\$0.00	\$136.13	\$0.00
	8 000	06/27/13	06/25/14	\$671.74	\$510.00	\$0.00	\$161.74	\$0.00
	3 000	07/10/14	12/08/14	\$282.63	\$261.61	\$0.00	\$21.02	\$0.00
Security Subtotal	20 000			\$1,664.25	\$1,345.36	\$0.00	\$318.89	\$0.00
WELLPOINT INC								
		CUSIP: 94973V107	Symbol:					
	13 000	03/07/14	06/25/14	\$1,412.80	\$1,195.13	\$0.00	\$217.67	\$0.00
WHOLE FOODS MARKETS INC								
		CUSIP: 966837106	Symbol: WFM					
	1 000	06/27/13	01/28/14	\$51.59	\$52.45	\$0.00	(\$0.86)	\$0.00
	2 000	06/27/13	01/28/14	\$103.17	\$104.90	\$0.00	(\$1.73)	\$0.00
	2 000	06/27/13	01/28/14	\$103.18	\$104.90	\$1 72 W	(\$1.72)	\$0.00
	1 000	06/27/13	02/14/14	\$52.64	\$52.45	\$0.00	\$0.19	\$0.00
	6 000	06/27/13	02/14/14	\$315.82	\$314.70	\$0.00	\$1.12	\$0.00
	30 000	06/27/13	02/14/14	\$1,579.11	\$1,573.50	\$0.00	\$5.61	\$0.00

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(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)
WHOLE FOODS MARKETS INC(Cont)								
	1 000	06/27/13	05/02/14	\$50.21	\$52.45	\$2.24 W	(\$2.24)	\$0.00
	5,000	06/27/13	05/02/14	\$251.05	\$262.25	\$11.20 W	(\$11.20)	\$0.00
	7,000	06/27/13	05/02/14	\$351.47	\$367.15	\$0.00	(\$15.68)	\$0.00
	1 000	06/27/13	05/02/14	\$50.20	\$52.45	\$0.00	(\$2.25)	\$0.00
	5,000	06/27/13	05/08/14	\$195.58	\$259.48	\$0.00	(\$63.90)	\$0.00
	1,000	06/27/13	05/08/14	\$39.12	\$52.45	\$0.00	(\$13.33)	\$0.00
	10,000	06/27/13	05/08/14	\$391.15	\$524.50	\$0.00	(\$133.35)	\$0.00
	9 000	07/30/13	05/08/14	\$352.04	\$501.19	\$0.00	(\$149.15)	\$0.00
	4 000	09/19/13	05/08/14	\$156.46	\$233.44	\$0.00	(\$76.98)	\$0.00
	8 000	10/10/13	05/08/14	\$312.92	\$481.87	\$0.00	(\$168.95)	\$0.00
	2,000	06/25/14	12/26/14	\$97.41	\$78.40	\$0.00	\$19.01	\$0.00
Security Subtotal	95,000			\$4,453.12	\$5,068.53	\$15.16	(\$615.41)	\$0.00
WILLIAMS CO INC								
	2 000	02/20/13	01/23/14	\$78.09	\$69.71	\$0.00	\$8.38	\$0.00
WYNN MACAU LTD UNSPON ADR								
	1 000	02/20/13	01/08/14	\$47.84	\$25.80	\$0.00	\$22.04	\$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 (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)
YAHOO JAPAN CP UNSPON ADR CUSIP: 98433V102 Symbol: YAHOO								
	99 000	02/20/13	01/17/14	\$1,167.02	\$836.78	\$0.00	\$330.24	\$0.00
	70,000	07/18/13	05/15/14	\$584.58	\$776.58	\$0.00	(\$192.00)	\$0.00
Security Subtotal	169,000			\$1,751.60	\$1,613.36	\$0.00	\$138.24	\$0.00
YPF SOCIEDAD ADS REP 1 CL-D SH CUSIP: 984245100 Symbol: YPF								
	9 000	06/27/13	06/25/14	\$312.74	\$130.66	\$0.00	\$182.08	\$0.00
ZOETIS INC CLASS-A CUSIP: 98978V103 Symbol: ZTS								
	5 000	11/01/13	03/28/14	\$146.09	\$157.97	\$0.00	(\$11.88)	\$0.00
	4 000	11/11/13	03/28/14	\$116.87	\$127.38	\$0.00	(\$10.51)	\$0.00
	1 000	12/03/13	03/28/14	\$29.21	\$31.19	\$0.00	(\$1.98)	\$0.00
	5,000	01/16/14	03/31/14	\$144.53	\$159.95	\$0.00	(\$15.42)	\$0.00
Security Subtotal	15,000			\$436.70	\$476.49	\$0.00	(\$39.79)	\$0.00
3 D SYSTEMS CORP NEW CUSIP: 88554D205 Symbol: DDD								
	3 000	11/01/13	06/25/14	\$172.73	\$186.48	\$0.00	(\$13.75)	\$0.00
	4,000	03/07/14	11/03/14	\$152.98	\$266.45	\$0.00	(\$113.47)	\$0.00
	11,000	04/15/14	11/03/14	\$420.68	\$505.91	\$0.00	(\$85.23)	\$0.00
Security Subtotal	18,000			\$746.39	\$958.84	\$0.00	(\$212.45)	\$0.00
Total Short Term Covered Securities				\$180,954.24	\$166,582.54	\$520.51	\$14,371.70	\$0.00

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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 1 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)
ACCESS MIDSTREAM PARTNERS L P	4.000	CUSIP: 00434L109	Symbol:	\$227.04	\$147.20	\$0.00	\$79.84	\$0.00
		02/28/13	01/23/14					
ACTAVIS PLC	1.000	CUSIP: G0083B108	Symbol: ACT	\$223.43	\$0.00	\$0.00	\$0.00	\$0.00
		06/26/14	10/17/14					
AMBEV S A SPONSORED ADR	0.000	CUSIP: 02319V103	Symbol: ABEV	\$0.27	\$0.00	\$0.00	\$0.27	\$0.00
		06/19/14	06/19/14					
EL PASO PIPELINE PARTNERS LP	44.000	CUSIP: 283702108	Symbol:	\$1,710.74	\$1,537.77	\$0.00	\$172.97	\$0.00
	24.000	12/23/13	10/16/14	\$933.13	\$706.56	\$0.00	\$226.57	\$0.00
	6.000	03/12/14	10/16/14	\$233.29	\$181.32	\$0.00	\$51.97	\$0.00
Security Subtotal	74.000			\$2,877.16	\$2,425.65	\$0.00	\$451.51	\$0.00
ENERGY TRANS EQTY LP	5.000	CUSIP: 29273V100	Symbol: ETE	\$420.56	\$254.22	\$0.00	\$166.34	\$0.00
		02/20/13	01/23/14					
ENTERPRISE PROD PRTNRS L P	34.000	CUSIP: 293792107	Symbol: EPD	\$2,235.85	\$1,936.01	\$0.00	\$299.84	\$0.00
		02/20/13	01/23/14					
EQT MIDSTREAM PTNRS LP	7.000	CUSIP: 26885B100	Symbol: EQM	\$436.19	\$265.92	\$0.00	\$170.27	\$0.00
		02/20/13	01/23/14					
FOREST STK 30122	4.000	CUSIP: 34STK8106	Symbol:	\$102.68	\$0.00	\$0.00	\$102.68	\$0.00
		06/26/14	07/01/14					

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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.) (Continued)

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LIBERTY GLOBAL PLC CL C NEW	15.000	CUSIP: G5480U120 06/27/13	Symbol: LBTYK 06/25/14	\$622.48	\$545.05	\$0.00	\$77.43	\$0.00
MAGELLAN MIDSTREAM PARTNERS LP	7.000	CUSIP: 559080105 02/20/13	Symbol: MMP 01/23/14	\$446.60	\$352.40	\$0.00	\$94.20	\$0.00
NGL ENERGY PARTNERS LP COM UNIT	10.000	CUSIP: 62913M107 02/28/13	Symbol: NGL 01/23/14	\$355.86	\$244.08	\$0.00	\$111.78	\$0.00
ONEOK PARTNERS LP	4.000	CUSIP: 68268N103 02/20/13	Symbol: OKS 01/23/14	\$213.27	\$243.88	\$0.00	(\$30.61)	\$0.00
SPECTRA ENERGY PARTNERS L.P	2.000	CUSIP: 84756N109 02/20/13	Symbol: SEP 01/23/14	\$87.33	\$72.97	\$0.00	\$14.36	\$0.00
STARWOOD WAYPOINT	0.400	CUSIP: 85571W109 01/31/14	Symbol: SWAY 01/31/14	\$11.69	\$11.54	\$0.00	\$0.15	\$0.00
TC PIPELINES LP	20.000	CUSIP: 87233Q108 02/20/13	Symbol: TCP 01/23/14	\$947.30	\$913.07	\$0.00	\$34.23	\$0.00
TIME INC	0.875	CUSIP: 887228104 06/27/13	Symbol: TIME 06/06/14	\$19.30	\$16.83	\$0.00	\$2.47	\$0.00
	3.000	06/27/13	06/10/14	\$67.84	\$53.47	\$0.00	\$14.37	\$0.00
	1.000	07/23/13	06/10/14	\$22.61	\$22.67	\$0.00	(\$0.06)	\$0.00
Security Subtotal	4.875			\$109.75	\$92.97	\$0.00	\$16.78	\$0.00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

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1099 Consolidated Tax Statement
Tax Year 2014 Copy B For Recipient

BERNARD SPAIN TTEE
JOAN & BERNARD SPAIN FOUNDATION
TR U/T/A DTD 10/06/2000
233 S 6TH STREET APT 2505
PHILADELPHIA PA 19106-3757

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632
Taxpayer ID Number: XX-XXX8780
Account Number: 616 070335 038
Customer Service: 866-324-6088

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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 - 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) (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)
WOOLWORTHS HLDGS LTD	0 000	11/06/14	11/06/14	\$139.50	\$0.00		\$139.50	\$0.00
CUSIP: 98088R505 Symbol: WLWHY								
Total Short Term Noncovered Securities				\$9,456.96	\$7,504.96		\$1,728.57	\$0.00
Total Short Term Covered and Noncovered Securities				\$190,411.20	\$174,087.50		\$16,100.27	\$0.00

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1099 Consolidated Tax Statement

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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)
ACTAVIS PLC								
		CUSIP: G0083B108 Symbol: ACT						
	1.000	07/24/13	09/23/14	\$234.32	\$107.98	\$0.00	\$126.34	\$0.00
	2.000	09/24/13	10/17/14	\$446.86	\$103.60	\$0.00	\$343.26	\$0.00
Security Subtotal	3.000			\$681.18	\$211.58	\$0.00	\$469.60	\$0.00
ACTIVISION BLIZZARD INC								
		CUSIP: 00507V109 Symbol: ATVI						
	5.000	09/30/11	08/07/14	\$113.26	\$60.06	\$0.00	\$53.20	\$0.00
	5.000	10/03/11	08/07/14	\$113.25	\$59.80	\$0.00	\$53.45	\$0.00
	4.000	10/03/11	09/09/14	\$95.73	\$47.84	\$0.00	\$47.89	\$0.00
	4.000	11/15/11	09/09/14	\$95.72	\$48.93	\$0.00	\$46.79	\$0.00
	5.000	11/15/11	09/15/14	\$111.85	\$61.17	\$0.00	\$50.68	\$0.00
	3.000	11/15/11	11/05/14	\$60.87	\$36.70	\$0.00	\$24.17	\$0.00
	2.000	01/26/12	11/05/14	\$40.58	\$23.96	\$0.00	\$16.62	\$0.00
Security Subtotal	28.000			\$631.26	\$338.46	\$0.00	\$292.80	\$0.00
ADOBE SYSTEMS								
		CUSIP: 00724F101 Symbol: ADBE						
	2.000	08/02/12	02/14/14	\$136.64	\$60.80	\$0.00	\$75.84	\$0.00
	2.000	08/02/12	02/14/14	\$136.64	\$60.79	\$0.00	\$75.85	\$0.00
	2.000	08/10/12	06/30/14	\$144.46	\$65.20	\$0.00	\$79.26	\$0.00
	1.000	08/10/12	08/04/14	\$68.77	\$32.60	\$0.00	\$36.17	\$0.00
	1.000	08/10/12	08/04/14	\$68.78	\$32.60	\$0.00	\$36.18	\$0.00
	1.000	08/20/12	08/04/14	\$68.78	\$33.80	\$0.00	\$34.98	\$0.00
	2.000	08/20/12	10/09/14	\$134.51	\$67.59	\$0.00	\$66.92	\$0.00
	1.000	08/27/12	10/14/14	\$61.47	\$32.70	\$0.00	\$28.77	\$0.00
	1.000	09/20/12	10/14/14	\$61.47	\$34.25	\$0.00	\$27.22	\$0.00
	3.000	09/20/12	10/16/14	\$187.98	\$102.75	\$0.00	\$85.23	\$0.00

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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)
ADOBE SYSTEMS (Cont)								
		CUSIP: 00724F101	Symbol: ADBE					
	1.000	10/11/12	10/16/14	\$62.66	\$31.69	\$0.00	\$30.97	\$0.00
	1.000	10/11/12	10/29/14	\$68.17	\$31.69	\$0.00	\$36.48	\$0.00
	1.000	10/11/12	11/13/14	\$71.68	\$31.69	\$0.00	\$39.99	\$0.00
	2.000	10/11/12	11/13/14	\$143.34	\$63.38	\$0.00	\$79.96	\$0.00
Security Subtotal	21.000			\$1,415.35	\$681.53	\$0.00	\$733.82	\$0.00
AGILENT TECHNOLOGIES								
		CUSIP: 00846U101	Symbol: A					
	2.000	01/31/12	01/21/14	\$121.51	\$85.28	\$0.00	\$36.23	\$0.00
	2.000	02/28/12	08/05/14	\$111.95	\$86.72	\$0.00	\$25.23	\$0.00
	3.000	02/28/12	08/14/14	\$166.49	\$130.08	\$0.00	\$36.41	\$0.00
	1.000	02/28/12	10/09/14	\$55.45	\$43.36	\$0.00	\$12.09	\$0.00
	1.000	02/28/12	10/09/14	\$55.45	\$43.34	\$0.00	\$12.11	\$0.00
	1.000	09/26/12	10/09/14	\$55.46	\$38.48	\$0.00	\$16.98	\$0.00
	3.000	09/26/12	10/14/14	\$158.64	\$115.44	\$0.00	\$43.20	\$0.00
	3.000	04/05/13	10/17/14	\$156.78	\$125.25	\$0.00	\$31.53	\$0.00
Security Subtotal	16.000			\$881.73	\$667.95	\$0.00	\$213.78	\$0.00
AKBANK TURK ANONIM SIRKETI ADR								
		CUSIP: 009719501	Symbol: AKBTY					
	39.000	03/02/11	06/25/14	\$290.85	\$339.21	\$0.00	(\$48.36)	\$0.00
ALBEMARLE CORPORATION								
		CUSIP: 012653101	Symbol: ALB					
	1.000	10/17/11	01/15/14	\$66.76	\$47.50	\$0.00	\$19.26	\$0.00
	2.000	06/18/11	01/17/14	\$131.98	\$142.35	\$0.00	(\$10.37)	\$0.00
	1.000	06/18/11	12/22/14	\$59.53	\$71.17	\$0.00	(\$11.64)	\$0.00
	4.000	07/20/12	12/22/14	\$238.12	\$227.93	\$0.00	\$10.19	\$0.00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

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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 (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.)
 (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)
ALBEMARLE CORPORATION(Cont) CUSIP: 012653101 Symbol: ALB								
	1.000	07/20/12	12/24/14	\$60.75	\$56.98	\$0.00	\$3.77	\$0.00
	1.000	08/30/12	12/24/14	\$60.75	\$54.36	\$0.00	\$6.39	\$0.00
	1.000	02/20/13	12/24/14	\$60.75	\$64.27	\$0.00	(\$3.52)	\$0.00
Security Subtotal	11.000			\$678.64	\$664.56	\$0.00	\$14.08	\$0.00
ALEXION PHARM INC CUSIP: 015351109 Symbol: ALXN								
	2.000	06/27/13	10/30/14	\$381.70	\$186.82	\$0.00	\$194.88	\$0.00
	1.000	06/27/13	10/30/14	\$190.85	\$93.41	\$0.00	\$97.44	\$0.00
Security Subtotal	3.000			\$572.55	\$280.23	\$0.00	\$292.32	\$0.00
ALLIANCE DATA SYSTEMS CORP CUSIP: 018581108 Symbol: ADS								
	1.000	06/10/11	01/27/14	\$242.45	\$86.02	\$0.00	\$156.43	\$0.00
	1.000	01/26/12	01/27/14	\$242.44	\$109.92	\$0.00	\$132.52	\$0.00
Security Subtotal	2.000			\$484.89	\$195.94	\$0.00	\$288.95	\$0.00
ALLSCRIPTS HEALTHCARE SOLU INC CUSIP: 01988P108 Symbol: MDRX								
	4.000	07/23/13	08/14/14	\$57.99	\$63.10	\$0.00	(\$5.11)	\$0.00
	3.000	07/23/13	08/20/14	\$44.01	\$47.32	\$0.00	(\$3.31)	\$0.00
	2.000	07/23/13	09/30/14	\$26.53	\$31.55	\$0.00	(\$5.02)	\$0.00
	10.000	07/24/13	09/30/14	\$132.64	\$156.20	\$0.00	(\$23.56)	\$0.00
	9.000	08/05/13	09/30/14	\$119.38	\$146.25	\$0.00	(\$26.87)	\$0.00
	2.000	09/20/13	09/30/14	\$26.53	\$30.61	\$0.00	(\$4.08)	\$0.00
Security Subtotal	30.000			\$407.08	\$475.03	\$0.00	(\$67.95)	\$0.00

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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) (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)
ALLSTATE CORP		CUSIP: 020002101	Symbol: ALL					
	27.000	02/28/12	06/25/14	\$1,585.40	\$848.24	\$0.00	\$737.16	\$0.00
AMAZON COM INC		CUSIP: 023135106	Symbol: AMZN					
	2.000	06/27/13	07/28/14	\$635.04	\$553.58	\$0.00	\$81.46	\$0.00
	4.000	06/27/13	11/05/14	\$1,197.27	\$1,107.16	\$0.00	\$90.11	\$0.00
Security Subtotal	6.000			\$1,832.31	\$1,660.74	\$0.00	\$171.57	\$0.00
AMBEV S A SPONSORED ADR		CUSIP: 02319V103	Symbol: ABEV					
	70.000	03/28/11	06/25/14	\$490.69	\$374.04	\$0.00	\$116.65	\$0.00
	30.000	06/10/11	06/25/14	\$210.30	\$190.14	\$0.00	\$20.16	\$0.00
	11.000	09/16/11	06/25/14	\$77.11	\$72.09	\$0.00	\$5.02	\$0.00
Security Subtotal	111.000			\$778.10	\$636.27	\$0.00	\$141.83	\$0.00
AMERICAN ELECTRIC POWER CO		CUSIP: 025537101	Symbol: AEP					
	21.000	06/10/11	06/25/14	\$1,159.17	\$779.94	\$0.00	\$379.23	\$0.00
	3.000	06/10/11	06/25/14	\$165.60	\$111.41	\$0.00	\$54.19	\$0.00
	1.000	12/05/11	06/25/14	\$55.20	\$39.32	\$0.00	\$15.88	\$0.00
	1.000	01/26/12	06/25/14	\$55.19	\$41.09	\$0.00	\$14.10	\$0.00
Security Subtotal	26.000			\$1,435.16	\$971.76	\$0.00	\$463.40	\$0.00
AMERIPRISE FINCL INC		CUSIP: 03076C106	Symbol: AMP					
	4.000	02/10/11	06/25/14	\$476.40	\$246.26	\$0.00	\$230.14	\$0.00
	1.000	02/10/11	06/25/14	\$119.10	\$61.56	\$0.00	\$57.54	\$0.00
	8.000	06/10/11	06/25/14	\$952.80	\$446.80	\$0.00	\$506.00	\$0.00
	2.000	01/11/12	06/25/14	\$238.20	\$103.70	\$0.00	\$134.50	\$0.00

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OMB NO. 1545-0715

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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)
(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)
CUSIP: 03076C106 Symbol: AMP								
AMERIPRISE FINCL INC (Cont)	1 000	01/11/12	06/25/14	\$119.10	\$51.85	\$0.00	\$67.25	\$0.00
	1 000	01/11/12	06/25/14	\$119.10	\$51.84	\$0.00	\$67.26	\$0.00
	4 000	01/26/12	06/25/14	\$476.40	\$217.64	\$0.00	\$258.76	\$0.00
	10 000	01/26/12	06/25/14	\$1,191.00	\$544.30	\$0.00	\$646.70	\$0.00
	1 000	02/13/12	06/25/14	\$119.10	\$54.90	\$0.00	\$64.20	\$0.00
	7 000	02/13/12	06/25/14	\$833.70	\$384.29	\$0.00	\$449.41	\$0.00
	2 000	02/28/12	06/25/14	\$238.19	\$112.16	\$0.00	\$126.03	\$0.00
	3 000	02/28/12	06/25/14	\$357.30	\$168.30	\$0.00	\$189.00	\$0.00
Security Subtotal	44 000			\$5,240.39	\$2,443.60	\$0.00	\$2,796.79	\$0.00
CUSIP: 031100100 Symbol: AME								
AMETEK INC NEW	3 000	06/10/11	02/05/14	\$143.93	\$82.98	\$0.00	\$60.95	\$0.00
	2 000	06/10/11	05/12/14	\$106.65	\$55.32	\$0.00	\$51.33	\$0.00
	2 000	06/10/11	08/11/14	\$103.35	\$55.32	\$0.00	\$48.03	\$0.00
	6 000	06/10/11	09/29/14	\$307.71	\$165.96	\$0.00	\$141.75	\$0.00
	1 000	06/10/11	10/01/14	\$49.34	\$27.66	\$0.00	\$21.68	\$0.00
	1 000	01/06/12	10/01/14	\$49.34	\$43.31	\$0.00	\$6.03	\$0.00
	1 000	01/26/12	10/01/14	\$49.35	\$46.95	\$0.00	\$2.40	\$0.00
Security Subtotal	16 000			\$809.67	\$477.50	\$0.00	\$332.17	\$0.00
CUSIP: 032095101 Symbol: APH								
AMPHENOL CORP NEW CL A	4 000	06/10/11	12/22/14	\$221.15	\$103.22	\$0.00	\$117.93	\$0.00
	2 000	06/10/11	12/22/14	\$110.57	\$51.61	\$0.00	\$58.96	\$0.00
	2 000	06/10/11	12/23/14	\$111.01	\$51.61	\$0.00	\$59.40	\$0.00

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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 (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)
(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)
AMPHENOL CORP NEW CL A(Cont)	1.000	06/10/11	12/23/14	\$55.50	\$25.81	\$0.00	\$29.69	\$0.00
Security Subtotal	9.000			\$498.23	\$232.25	\$0.00	\$265.98	\$0.00
ANNALY CAPITAL MNGMT INC	2.000	01/26/12	02/27/14	\$22.28	\$34.25	\$0.00	(\$11.97)	\$0.00
	11.000	02/28/12	02/27/14	\$122.53	\$186.94	\$0.00	(\$64.41)	\$0.00
	1.000	06/10/11	03/03/14	\$11.25	\$18.51	\$0.00	(\$7.26)	\$0.00
	13.000	02/28/12	03/03/14	\$146.24	\$220.93	\$0.00	(\$74.69)	\$0.00
Security Subtotal	27.000			\$302.30	\$460.63	\$0.00	(\$158.33)	\$0.00
ARM HOLDINGS PLC ADS	23.000	06/27/13	07/28/14	\$986.87	\$849.73	\$0.00	\$137.14	\$0.00
	17.000	06/27/13	09/18/14	\$795.94	\$628.06	\$0.00	\$167.88	\$0.00
	8.000	06/27/13	10/15/14	\$316.77	\$295.56	\$0.00	\$21.21	\$0.00
	6.000	06/27/13	10/22/14	\$241.22	\$221.67	\$0.00	\$19.55	\$0.00
	13.000	06/27/13	11/11/14	\$543.08	\$480.28	\$0.00	\$62.80	\$0.00
Security Subtotal	67.000			\$2,883.88	\$2,475.30	\$0.00	\$408.58	\$0.00
ASML HOLDING NV NY REG NEW	11.000	06/27/13	08/01/14	\$1,019.36	\$859.43	\$0.00	\$159.93	\$0.00
ASSOC BRITISH FDS PLC ADR-NEW	24.000	02/20/13	07/23/14	\$1,167.61	\$681.12	\$0.00	\$486.49	\$0.00

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IMPORTANT TAX INFORMATION - PLEASE RETAIN FOR YOUR RECORDS

1099 Consolidated Tax Statement
Tax Year 2014 Copy B For Recipient

BERNARD SPAIN TTEE
JOAN & BERNARD SPAIN FOUNDATION
TR U7/A DTD 10/06/2000
233 S 6TH STREET APT 2505
PHILADELPHIA PA 19106-3757

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

Taxpayer ID Number: XX-XXX8780
Account Number: 616 070335 038

Customer Service: 866-324-6088

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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 (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) (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)
ASTRAZENECA PLC ADS								
		CUSIP: 046353108	Symbol: AZN					
	77 000	02/20/13	05/08/14	\$6,055.66	\$3,484.12	\$0.00	\$2,571.54	\$0.00
	43 000	02/20/13	05/14/14	\$3,358.24	\$1,945.68	\$0.00	\$1,412.56	\$0.00
Security Subtotal	120 000			\$9,413.90	\$5,429.80	\$0.00	\$3,984.10	\$0.00
ASTRONICS B NON TRANS								
		CUSIP: 046433207	Symbol: ATROB					
	0 600	04/01/13	09/19/14	\$31 89	\$14.75	\$0.00	\$17.14	\$0.00
AT&T INC								
		CUSIP: 020206R102	Symbol: T					
	19 000	01/26/12	06/25/14	\$667 26	\$559 67	\$0.00	\$107 59	\$0.00
	2 000	01/26/12	06/25/14	\$70 24	\$58 91	\$0.00	\$11.33	\$0.00
	46 000	02/28/12	06/25/14	\$1,615.48	\$1,402.34	\$0.00	\$213.14	\$0.00
Security Subtotal	67 000			\$2,352.98	\$2,020.92	\$0.00	\$332.06	\$0.00
ATLANTIA SPA UNSPONS ADR								
		CUSIP: 048173108	Symbol: ATASY					
	98 000	02/20/13	04/15/14	\$1,205 80	\$883.49	\$0.00	\$322.31	\$0.00
ATMOS ENERGY CP								
		CUSIP: 049560105	Symbol: ATO					
	3 000	06/24/13	10/16/14	\$145 17	\$115 55	\$0.00	\$29 62	\$0.00
BAIDU INC ADS								
		CUSIP: 056752108	Symbol: BIDU					
	5 000	02/20/13	06/25/14	\$921 57	\$445 16	\$0.00	\$476 41	\$0.00
	5 000	03/21/13	06/25/14	\$922 44	\$431 10	\$0.00	\$491.34	\$0.00
	1 000	03/21/13	12/03/14	\$232 20	\$86 22	\$0.00	\$145.98	\$0.00

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1999 Consolidated Tax Statement Tax Year 2014 Copy B For Recipient

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632
Taxpayer ID Number: XX-XXX8780
Account Number: 616 070335 038
Customer Service: 866-324-6088

BERNARD SPAIN TTEE
JOAN & BERNARD SPAIN FOUNDATION
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PHILADELPHIA PA 19106-3757

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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 (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) (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)
BAIDU INC ADS (Cont) CUSIP: 056752108 Symbol: BIDU								
	1 000	03/21/13	12/03/14	\$232.21	\$86.22	\$0.00	\$145.99	\$0.00
	1 000	03/21/13	12/03/14	\$232.20	\$86.22	\$0.00	\$145.98	\$0.00
Security Subtotal	13 000			\$2,540.62	\$1,134.92	\$0.00	\$1,405.70	\$0.00
BANCO DO BRASIL SA SPON ADR CUSIP: 059578104 Symbol: BDORY								
	12 000	03/02/11	10/14/14	\$162.00	\$214.59	\$52.59 W	(\$52.59)	\$0.00
	20 000	05/09/11	10/14/14	\$269.99	\$355.80	\$85.81 W	(\$85.81)	\$0.00
Security Subtotal	32 000			\$431.99	\$570.39	\$138.40	(\$138.40)	\$0.00
BANCO MACRO S.A. SPONS ADR CUSIP: 05961W105 Symbol: BMA								
	9 000	03/28/11	05/02/14	\$278.28	\$351.19	\$0.00	(\$72.91)	\$0.00
	8 000	04/29/11	05/02/14	\$247.37	\$294.34	\$0.00	(\$46.97)	\$0.00
	5 000	06/10/11	06/25/14	\$189.04	\$162.65	\$0.00	\$26.39	\$0.00
	12 000	08/10/11	06/25/14	\$453.71	\$357.16	\$0.00	\$96.55	\$0.00
	3 000	08/10/11	07/15/14	\$129.95	\$89.29	\$0.00	\$40.66	\$0.00
	2 000	12/05/11	07/15/14	\$86.63	\$41.60	\$0.00	\$45.03	\$0.00
	21 000	02/20/13	07/15/14	\$909.67	\$334.45	\$0.00	\$575.22	\$0.00
Security Subtotal	60 000			\$2,294.65	\$1,630.68	\$0.00	\$663.97	\$0.00
BARRICK GOLD CORP CUSIP: 067901108 Symbol: ABX								
	57 000	02/28/12	06/25/14	\$1,014.58	\$2,811.70	\$0.00	(\$1,797.12)	\$0.00
	13 000	07/20/12	06/25/14	\$231.39	\$450.00	\$0.00	(\$218.61)	\$0.00
Security Subtotal	70 000			\$1,245.97	\$3,261.70	\$0.00	(\$2,015.73)	\$0.00

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1099 Consolidated Tax Statement
Tax Year 2014 Copy B For RecipientMorgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th FloorBERNARD SPAIN TTEE
JOAN & BERNARD SPAIN FOUNDATION
TR U/T/A DTD 10/06/2000
233 S 6TH STREET APT 2505
PHILADELPHIA PA 19106-3757New York, NY 10004
Identification Number: 26-4310632Taxpayer ID Number: XX-XXX8780
Account Number: 616 070335 038

Customer Service: 866-324-6088

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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)
CUSIP: 072743206 Symbol: BAMXY								
BAYERISCHE MOTOREN WERKE AG	69 000	02/20/13	10/07/14	\$2,381.85	\$2,157.63	\$0.00	\$224.22	\$0.00
	4 000	02/20/13	10/14/14	\$134.05	\$125.08	\$0.00	\$8.97	\$0.00
	18 000	07/26/13	10/14/14	\$603.24	\$592.98	\$0.00	\$10.26	\$0.00
	17 000	09/12/13	10/14/14	\$569.73	\$598.31	\$0.00	(\$28.58)	\$0.00
Security Subtotal	108 000			\$3,688.87	\$3,474.00	\$0.00	\$214.87	\$0.00
CUSIP: 075896100 Symbol: BBBY								
BED BATH & BEYOND INC	2 000	01/07/13	01/09/14	\$139.32	\$112.72	\$0.00	\$26.60	\$0.00
	2 000	01/07/13	01/21/14	\$132.12	\$112.72	\$0.00	\$19.40	\$0.00
	1 000	01/07/13	01/22/14	\$65.06	\$56.36	\$0.00	\$8.70	\$0.00
	2 000	01/07/13	01/22/14	\$130.13	\$112.72	\$0.00	\$17.41	\$0.00
Security Subtotal	7 000			\$466.63	\$394.52	\$0.00	\$72.11	\$0.00
CUSIP: 084423102 Symbol: WRB								
BERKLEY W R CORP	2 000	06/10/11	10/27/14	\$102.21	\$64.02	\$0.00	\$38.19	\$0.00
	2 000	06/10/11	10/31/14	\$102.42	\$64.02	\$0.00	\$38.40	\$0.00
Security Subtotal	4 000			\$204.63	\$128.04	\$0.00	\$76.59	\$0.00
CUSIP: 088836309 Symbol: BDVSY								
BIDVEST GROUP LTD SPONS ADR	12 000	03/02/11	04/08/14	\$652.88	\$539.89	\$0.00	\$112.99	\$0.00
	4 000	04/06/11	04/08/14	\$217.63	\$180.59	\$0.00	\$37.04	\$0.00
	5 000	05/04/11	04/08/14	\$272.03	\$227.33	\$0.00	\$44.70	\$0.00
	10 000	06/10/11	04/08/14	\$544.06	\$441.90	\$0.00	\$102.16	\$0.00

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CUSIP: 088836309 Symbol: BDVSY								
BIDVEST GROUP LTD SPONS ADR (Cont)	1 000	12/05/11	06/25/14	\$53.16	\$40.05	\$0.00	\$13.11	\$0.00
	4 000	02/20/13	06/25/14	\$212.62	\$209.16	\$0.00	\$3.46	\$0.00
Security Subtotal	36 000			\$1,952.38	\$1,538.92	\$0.00	\$313.46	\$0.00
CUSIP: 09061G101 Symbol: BMRN								
BIOMARIN PHARMAC SE	1 000	06/10/11	01/13/14	\$70.63	\$25.95	\$0.00	\$44.68	\$0.00
	2 000	06/10/11	02/04/14	\$136.01	\$51.90	\$0.00	\$84.11	\$0.00
	1 000	06/10/11	03/07/14	\$76.16	\$25.95	\$0.00	\$50.21	\$0.00
	3 000	06/10/11	06/09/14	\$185.28	\$77.85	\$0.00	\$107.43	\$0.00
Security Subtotal	7 000			\$468.08	\$181.65	\$0.00	\$286.43	\$0.00
CUSIP: 09578R103 Symbol: NILE								
BLUE NILE INC	7 000	11/09/11	01/23/14	\$302.20	\$236.82	\$0.00	\$65.38	\$0.00
	3 000	07/20/12	01/23/14	\$129.51	\$72.30	\$0.00	\$57.21	\$0.00
Security Subtotal	10 000			\$431.71	\$309.12	\$0.00	\$122.59	\$0.00
CUSIP: 101388106 Symbol: EPAY								
BOTTOMLINE TECH DE INC	4 000	07/20/12	11/14/14	\$101.83	\$76.14	\$0.00	\$25.69	\$0.00
CUSIP: 119848109 Symbol: BWLD								
BUFFALO WILD WINGS INC	1 000	05/03/12	03/13/14	\$147.54	\$86.16	\$0.00	\$61.38	\$0.00
	1 000	07/25/12	03/13/14	\$147.54	\$70.17	\$0.00	\$77.37	\$0.00
Security Subtotal	2 000			\$295.08	\$156.33	\$0.00	\$138.75	\$0.00
CUSIP: 17163B102 Symbol: CBR								
C I B E R INC	45 000	02/22/13	05/06/14	\$191.88	\$177.98	\$0.00	\$13.90	\$0.00

IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

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Morgan Stanley

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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)
C I B E R INC (Cont.)								
	CUSIP: 17163B102	Symbol: CBR						
	27.000	02/22/13	11/21/14	\$82.89	\$106.79	\$0.00	(\$23.90)	\$0.00
	18.000	03/11/13	11/21/14	\$55.26	\$87.16	\$0.00	(\$31.90)	\$0.00
	34.000	06/27/13	11/21/14	\$104.38	\$119.17	\$0.00	(\$14.79)	\$0.00
Security Subtotal	124.000			\$434.41	\$491.10	\$0.00	(\$56.69)	\$0.00
C&J ENERGY SERVICES INC								
	CUSIP: 12467B304	Symbol: CJES						
	6.000	05/24/12	08/11/14	\$178.87	\$111.39	\$0.00	\$67.48	\$0.00
CA INCORPORATED								
	CUSIP: 12673P105	Symbol: CA						
	34.000	05/08/12	06/25/14	\$977.81	\$892.19	\$0.00	\$85.62	\$0.00
CABOT OIL & GAS CORP A								
	CUSIP: 127097103	Symbol: COG						
	15.000	06/27/13	11/03/14	\$470.35	\$532.05	\$0.00	(\$61.70)	\$0.00
CATAMARAN CORP COM								
	CUSIP: 148887102	Symbol: CTRX						
	3.000	06/27/13	12/22/14	\$151.21	\$148.65	\$0.00	\$2.56	\$0.00
CERNER CORP								
	CUSIP: 156782104	Symbol: CERN						
	26.000	06/27/13	07/14/14	\$1,326.02	\$1,239.63	\$0.00	\$86.39	\$0.00
	0.518	06/27/13	07/14/14	\$26.42	\$11.07	\$0.00	\$15.35	\$0.00
	0.482	06/27/13	07/14/14	\$24.58	\$22.98	\$0.00	\$1.60	\$0.00
Security Subtotal	27.000			\$1,377.02	\$1,273.68	\$0.00	\$103.34	\$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)
CUSIP: 166764100 Symbol: CVX								
CHEVRON CORP	1 000	12/13/11	06/25/14	\$131.07	\$104.76	\$0.00	\$26.31	\$0.00
	10.000	01/26/12	06/25/14	\$1,310.66	\$1,064.20	\$0.00	\$246.46	\$0.00
Security Subtotal	11.000			\$1,441.73	\$1,168.96	\$0.00	\$272.77	\$0.00
CUSIP: 168919108 Symbol: CICHY								
CHINA CONSTRUCTION BANK CORP	8 000	06/10/11	06/25/14	\$118.36	\$138.16	\$0.00	(\$19.80)	\$0.00
	21.000	04/12/12	06/25/14	\$310.69	\$334.32	\$0.00	(\$23.63)	\$0.00
Security Subtotal	29.000			\$429.05	\$472.48	\$0.00	(\$43.43)	\$0.00
CUSIP: 16941M109 Symbol: CHL								
CHINA MOBILE LTD	1 000	09/17/11	04/09/14	\$47.27	\$51.82	\$0.00	(\$4.55)	\$0.00
	5 000	01/27/12	04/09/14	\$236.35	\$252.87	\$0.00	(\$16.52)	\$0.00
	14.000	01/27/12	04/09/14	\$661.78	\$708.02	\$46.24 W	(\$46.24)	\$0.00
	5 000	01/27/12	06/25/14	\$240.21	\$252.87	\$0.00	(\$12.66)	\$0.00
	13.000	02/14/12	06/25/14	\$624.55	\$666.98	\$0.00	(\$42.43)	\$0.00
Security Subtotal	38.000			\$1,810.16	\$1,932.56	\$46.24	(\$122.40)	\$0.00
CUSIP: 171340102 Symbol: CHD								
CHURCH & DWIGHT CO INC	1 000	06/10/11	07/18/14	\$67.55	\$39.94	\$0.00	\$27.61	\$0.00
	2 000	06/10/11	07/24/14	\$132.93	\$79.88	\$0.00	\$53.05	\$0.00
	2.000	06/10/11	11/06/14	\$146.41	\$79.88	\$0.00	\$66.53	\$0.00
Security Subtotal	5.000			\$346.89	\$199.70	\$0.00	\$147.19	\$0.00
CUSIP: 171778202 Symbol: CIOXY								
CIELO SA SPONSORED ADR NEW	56 000	06/10/11	06/25/14	\$1,169.25	\$507.67	\$0.00	\$661.58	\$0.00

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1099 Consolidated Tax Statement
Tax Year 2014 Copy B For RecipientMorgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th FloorBERNARD SPAIN TTEE
JOAN & BERNARD SPAIN FOUNDATION
TR U/T/A DTD 10/06/2000
233 S 6TH STREET APT 2505
PHILADELPHIA PA 19106-3757New York, NY 10004
Identification Number: 26-4310632Taxpayer ID Number: XX-XXX8780
Account Number: 616 070335 038

Customer Service: 866-324-6088

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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 (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) (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)
CIELO SA SPONSORED ADR NEW(Cont.) CUSIP: 171778202 Symbol: CIOXY								
	10.000	06/10/11	07/18/14	\$194.17	\$90.65	\$0.00	\$103.52	\$0.00
	70.000	09/27/11	07/18/14	\$1,359.17	\$609.55	\$0.00	\$749.62	\$0.00
Security Subtotal	136.000			\$2,722.59	\$1,207.87	\$0.00	\$1,514.72	\$0.00
CISCO SYS INC CUSIP: 17275R102 Symbol: CSCO								
	57.000	05/25/12	06/25/14	\$1,409.01	\$934.80	\$0.00	\$474.21	\$0.00
CITI TRENDS INC CUSIP: 17306X102 Symbol: CTRN								
	17.000	06/10/11	06/09/14	\$364.83	\$257.72	\$0.00	\$107.11	\$0.00
	2.000	07/29/11	06/09/14	\$42.92	\$28.14	\$0.00	\$14.78	\$0.00
	1.000	09/16/11	06/09/14	\$21.46	\$11.93	\$0.00	\$9.53	\$0.00
	5.000	12/05/11	06/09/14	\$107.31	\$43.49	\$0.00	\$63.82	\$0.00
	3.000	12/05/11	08/20/14	\$65.66	\$26.10	\$0.00	\$39.56	\$0.00
	13.000	01/26/12	08/20/14	\$284.51	\$118.69	\$0.00	\$165.82	\$0.00
Security Subtotal	41.000			\$886.69	\$486.07	\$0.00	\$400.62	\$0.00
CLARCOR INC CUSIP: 179895107 Symbol: CLC								
	9.000	06/10/11	04/17/14	\$501.05	\$358.56	\$0.00	\$142.49	\$0.00
	1.000	02/08/12	04/17/14	\$55.67	\$52.40	\$0.00	\$3.27	\$0.00
Security Subtotal	10.000			\$556.72	\$410.96	\$0.00	\$145.76	\$0.00
CLICKS GROUP LTD SPONS ADR CUSIP: 18682W205 Symbol: CLOGY								
	74.000	05/13/11	06/04/14	\$826.77	\$915.67	\$0.00	(\$88.90)	\$0.00
	52.000	05/13/11	06/25/14	\$621.38	\$643.44	\$0.00	(\$22.06)	\$0.00
Security Subtotal	126.000			\$1,448.15	\$1,559.11	\$0.00	(\$110.96)	\$0.00

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1099 Consolidated Tax Statement
Tax Year 2014 Copy B For Recipient

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1 New York Plaza
8th Floor
New York, NY 10004
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PHILADELPHIA PA 19106-3757

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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 (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)

(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)
CNOOC LTD ADS	5,000	06/28/12	06/25/14	\$867.84	\$958.14	\$0.00	(\$90.30)	\$0.00
CUSIP: 126132109 Symbol: CEO								
COGENT COMM GROUP	9,000	01/26/12	02/14/14	\$382.51	\$130.17	\$0.00	\$252.34	\$0.00
	16,000	01/26/12	03/17/14	\$555.40	\$226.50	\$0.00	\$328.90	\$0.00
	25,000			\$937.91	\$356.67	\$0.00	\$581.24	\$0.00
Security Subtotal								
COMMERCIAL INTL BNK LTD SP ADR	95,000	05/09/11	06/25/14	\$456.65	\$309.36	\$0.00	\$147.29	\$0.00
	44,000	06/10/11	06/25/14	\$211.50	\$149.40	\$0.00	\$62.10	\$0.00
	82,000	12/05/11	06/25/14	\$394.17	\$199.20	\$0.00	\$194.97	\$0.00
	221,000			\$1,062.32	\$657.96	\$0.00	\$404.36	\$0.00
Security Subtotal								
CONOCOPHILLIPS	5,000	03/22/11	06/25/14	\$427.34	\$281.53	\$0.00	\$145.81	\$0.00
	3,000	01/26/12	06/25/14	\$256.40	\$160.52	\$0.00	\$95.88	\$0.00
	58,000	02/28/12	06/25/14	\$4,957.15	\$3,438.65	\$0.00	\$1,518.50	\$0.00
	66,000			\$5,640.89	\$3,880.70	\$0.00	\$1,760.19	\$0.00
Security Subtotal								
CORE LABORATORIES N V	1,000	08/23/12	12/18/14	\$119.71	\$121.32	\$0.00	(\$1.61)	\$0.00
	1,000	08/30/12	12/19/14	\$119.59	\$120.82	\$0.00	(\$1.23)	\$0.00
	1,000	01/22/13	12/19/14	\$119.59	\$116.57	\$0.00	\$3.02	\$0.00
	3,000			\$358.89	\$358.71	\$0.00	\$0.18	\$0.00
Security Subtotal								

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

1099 Consolidated Tax Statement Tax Year 2014 Copy B For Recipient

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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 (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)
(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)
CUSIP: 247916208 Symbol: DNR								
DENBURY RESOURCES INC NEW	9.000	06/10/11	11/03/14	\$111.33	\$179.64	\$0.00	(\$68.31)	\$0.00
	4.000	08/25/11	11/03/14	\$49.48	\$57.46	\$0.00	(\$7.98)	\$0.00
	1.000	08/25/11	11/04/14	\$11.36	\$14.36	\$0.00	(\$3.00)	\$0.00
	1.000	10/11/11	11/04/14	\$11.36	\$13.32	\$0.00	(\$1.96)	\$0.00
	6.000	10/18/11	11/04/14	\$68.15	\$87.47	\$0.00	(\$19.32)	\$0.00
	4.000	11/04/11	11/04/14	\$45.42	\$67.78	\$0.00	(\$22.36)	\$0.00
	5.000	01/26/12	11/06/14	\$56.21	\$92.35	\$0.00	(\$36.14)	\$0.00
	5.000	02/07/12	11/06/14	\$56.21	\$98.40	\$0.00	(\$42.19)	\$0.00
	5.000	09/25/12	11/06/14	\$56.20	\$82.83	\$0.00	(\$26.63)	\$0.00
	1.000	09/25/12	11/07/14	\$11.74	\$16.57	\$0.00	(\$4.83)	\$0.00
	9.000	10/12/12	11/07/14	\$105.69	\$145.19	\$0.00	(\$39.50)	\$0.00
	2.000	08/27/13	11/07/14	\$23.49	\$34.45	\$0.00	(\$10.96)	\$0.00
Security Subtotal	52.000			\$606.64	\$889.82	\$0.00	(\$283.18)	\$0.00
CUSIP: 253393102 Symbol: DKS								
DICKS SPORTING GOODS INC	2.000	07/03/12	05/21/14	\$85.42	\$99.18	\$0.00	(\$13.76)	\$0.00
	2.000	07/10/12	05/21/14	\$85.42	\$98.12	\$0.00	(\$12.70)	\$0.00
	1.000	07/10/12	06/11/14	\$44.18	\$49.06	\$0.00	(\$4.88)	\$0.00
	2.000	08/03/12	06/11/14	\$88.37	\$102.24	\$0.00	(\$13.87)	\$0.00
	1.000	08/14/12	06/11/14	\$44.18	\$49.21	\$0.00	(\$5.03)	\$0.00
	1.000	03/12/13	06/13/14	\$44.01	\$47.44	\$0.00	(\$3.43)	\$0.00
Security Subtotal	9.000			\$391.58	\$445.25	\$0.00	(\$53.67)	\$0.00

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1099 Consolidated Tax Statement Tax Year 2014 Copy B For Recipient

Morgan Stanley Smith Barney Holdings LLC
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New York, NY 10004
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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)
DISCOVERY COMMUNICATIONS SER A	CUSIP: 25470F104 Symbol: DISCA 22.000	06/27/13	07/01/14	\$1,655.23	\$1,683.44	\$0.00	(\$28.21)	\$0.00
DOLLAR TREE INC	CUSIP: 256746108 Symbol: DLTR 2.000	06/10/11	01/21/14	\$106.90	\$62.02	\$0.00	\$44.88	\$0.00
DOMINION RES INC (NEW)	CUSIP: 25746U109 Symbol: D 1 000	02/20/13	03/14/14	\$69.81	\$56.00	\$0.00	\$13.81	\$0.00
	28.000	02/20/13	10/16/14	\$1,899.78	\$1,567.87	\$0.00	\$331.91	\$0.00
Security Subtotal	29.000			\$1,969.59	\$1,623.87	\$0.00	\$345.72	\$0.00
DU PONT EI DE NEMOURS & CO	CUSIP: 263534109 Symbol: DD 40 000	03/09/12	06/25/14	\$2,711.14	\$2,060.47	\$0.00	\$650.67	\$0.00
EATON VANCE CP	CUSIP: 278265103 Symbol: EV 1 000	06/10/11	02/05/14	\$35.99	\$29.03	\$0.00	\$6.96	\$0.00
	2 000	06/10/11	02/11/14	\$74.41	\$58.06	\$0.00	\$16.35	\$0.00
	2 000	07/29/11	02/11/14	\$74.40	\$53.56	\$0.00	\$20.84	\$0.00
	1 000	08/25/11	02/19/14	\$37.27	\$22.83	\$0.00	\$14.44	\$0.00
	1 000	07/08/11	05/21/14	\$37.26	\$31.67	\$0.00	\$5.59	\$0.00
	3 000	02/07/12	05/21/14	\$111.78	\$82.56	\$0.00	\$29.22	\$0.00
	4 000	02/23/12	05/30/14	\$148.06	\$114.49	\$0.00	\$33.57	\$0.00
	1 000	04/03/12	05/30/14	\$37.02	\$28.61	\$0.00	\$8.41	\$0.00
Security Subtotal	15.000			\$556.19	\$420.81	\$0.00	\$135.38	\$0.00
ECHO GLOBAL LOGISTICS INC	CUSIP: 27875T101 Symbol: ECHO 2.000	07/23/12	01/14/14	\$42.55	\$34.19	\$0.00	\$8.36	\$0.00

IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

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Morgan Stanley

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

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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) (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)
ECHO GLOBAL LOGISTICS INC(Cont.) CUSIP: 27875T101 Symbol: ECHO								
	9 000	07/23/12	02/14/14	\$148.13	\$153.87	\$0.00	(\$5.74)	\$0.00
	10 000	07/23/12	06/18/14	\$177.87	\$170.97	\$0.00	\$6.90	\$0.00
	8 000	07/23/12	08/08/14	\$177.43	\$136.77	\$0.00	\$40.66	\$0.00
	10 000	11/07/12	08/08/14	\$221.79	\$168.45	\$0.00	\$53.34	\$0.00
Security Subtotal	39 000			\$767.77	\$664.25	\$0.00	\$103.52	\$0.00
ECOLAB INC CUSIP: 278865100 Symbol: ECL								
	1 000	06/10/11	01/15/14	\$103.48	\$53.96	\$0.00	\$49.52	\$0.00
	2 000	06/10/11	01/23/14	\$203.69	\$107.92	\$0.00	\$95.77	\$0.00
	1 000	07/22/11	01/23/14	\$101.84	\$53.01	\$0.00	\$48.83	\$0.00
	1 000	07/22/11	06/30/14	\$110.31	\$53.01	\$0.00	\$57.30	\$0.00
	1 000	09/16/11	06/30/14	\$110.30	\$51.82	\$0.00	\$58.48	\$0.00
	2 000	01/26/12	07/29/14	\$221.19	\$121.30	\$0.00	\$99.89	\$0.00
	1 000	07/26/13	10/14/14	\$108.26	\$92.35	\$0.00	\$15.91	\$0.00
	1 000	07/26/13	11/13/14	\$113.05	\$92.35	\$0.00	\$20.70	\$0.00
	1 000	07/26/13	11/18/14	\$113.20	\$92.35	\$0.00	\$20.85	\$0.00
	1 000	07/26/13	11/18/14	\$113.20	\$92.35	\$0.00	\$20.85	\$0.00
	1 000	07/26/13	11/18/14	\$113.20	\$92.35	\$0.00	\$20.85	\$0.00
Security Subtotal	13 000			\$1,411.72	\$902.77	\$0.00	\$508.95	\$0.00
ELECTRONIC ARTS INC CUSIP: 285512109 Symbol: EA								
	4 000	07/11/13	08/19/14	\$148.31	\$95.78	\$0.00	\$52.53	\$0.00
	2 000	07/11/13	11/20/14	\$86.85	\$47.89	\$0.00	\$38.96	\$0.00
	6 000	07/17/13	11/20/14	\$260.54	\$144.57	\$0.00	\$115.97	\$0.00

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OMB NO. 1545-0715

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 (Continued)

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CUSIP: 285512109 Symbol: EA								
ELECTRONIC ARTS INC (Cont)	3.000	07/25/13	11/20/14	\$130.26	\$75.91	\$0.00	\$54.35	\$0.00
	2.000	07/25/13	11/21/14	\$87.79	\$50.61	\$0.00	\$37.18	\$0.00
	2.000	09/18/13	11/21/14	\$87.79	\$53.69	\$0.00	\$34.10	\$0.00
Security Subtotal	19.000			\$801.54	\$468.45	\$0.00	\$333.09	\$0.00
CUSIP: 29250X103 Symbol: EEQ								
ENBRIDGE ENERGY MGMT LLC	0.714	02/20/13	05/15/14	\$21.26	\$19.04	\$0.00	\$2.22	\$0.00
	81.000	02/20/13	06/04/14	\$2,438.32	\$2,162.07	\$0.00	\$276.25	\$0.00
	15.000	02/20/13	08/06/14	\$484.70	\$398.40	\$0.00	\$86.30	\$0.00
	0.580	02/20/13	08/14/14	\$19.93	\$17.21	\$0.00	\$2.72	\$0.00
	0.346	02/20/13	11/14/14	\$12.44	\$8.97	\$0.00	\$3.47	\$0.00
Security Subtotal	97.640			\$2,976.65	\$2,605.69	\$0.00	\$370.96	\$0.00
CUSIP: 29250N105 Symbol: ENB								
ENBRIDGE INC	2.000	02/20/13	06/04/14	\$93.72	\$88.37	\$0.00	\$5.35	\$0.00
	2.000	02/20/13	08/06/14	\$98.52	\$88.37	\$0.00	\$10.15	\$0.00
Security Subtotal	4.000			\$192.24	\$176.74	\$0.00	\$15.50	\$0.00
CUSIP: 29251R105 Symbol: EBGUF								
ENBRIDGE INCOME FD HLDGS INC	4.000	06/03/13	06/04/14	\$101.21	\$98.96	\$0.00	\$2.25	\$0.00
	8.000	06/03/13	08/06/14	\$219.93	\$197.91	\$0.00	\$22.02	\$0.00
Security Subtotal	12.000			\$321.14	\$296.87	\$0.00	\$24.27	\$0.00

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued)

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)
(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)
ENI SPA AMER DEP RCPT		CUSIP: 26874R108	Symbol: E					
	25.000	02/20/13	12/09/14	\$907.07	\$1,168.39	\$0.00	(\$261.32)	\$0.00
	17.000	02/20/13	12/10/14	\$618.43	\$794.50	\$0.00	(\$176.07)	\$0.00
Security Subtotal	42.000			\$1,525.50	\$1,962.89	\$0.00	(\$437.39)	\$0.00
ENSCO PLC CLASS A		CUSIP: G3157S106	Symbol: ESV					
	5.000	07/20/12	04/08/14	\$251.76	\$260.40	\$0.00	(\$8.64)	\$0.00
	40.000	02/20/13	04/08/14	\$2,014.08	\$2,535.74	\$0.00	(\$521.66)	\$0.00
Security Subtotal	45.000			\$2,265.84	\$2,796.14	\$0.00	(\$530.30)	\$0.00
EVERTEC INC		CUSIP: 30040P103	Symbol: EVTC					
	12.000	07/18/13	10/21/14	\$257.72	\$282.72	\$0.00	(\$25.00)	\$0.00
EXPERIAN GP LTD ADR		CUSIP: 30215C101	Symbol: EXPGY					
	66.000	02/20/13	07/02/14	\$1,111.13	\$1,104.84	\$0.00	\$6.29	\$0.00
FABRINET		CUSIP: G3323L100	Symbol: FN					
	12.000	07/17/12	03/20/14	\$244.76	\$133.80	\$0.00	\$110.96	\$0.00
FIFTH 3RD BANCORP OHIO		CUSIP: 316773100	Symbol: FITB					
	96.000	09/05/12	06/25/14	\$2,057.71	\$1,446.66	\$0.00	\$611.05	\$0.00
FIRST REPUBLIC BANK		CUSIP: 33616C100	Symbol: FRC					
	6.000	07/01/11	08/13/14	\$275.93	\$187.77	\$0.00	\$88.16	\$0.00
	1.000	07/21/11	09/04/14	\$49.11	\$29.19	\$0.00	\$19.92	\$0.00
	2.000	07/29/11	09/04/14	\$98.22	\$56.64	\$0.00	\$41.58	\$0.00
Security Subtotal	9.000			\$423.26	\$273.60	\$0.00	\$149.66	\$0.00

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Morgan Stanley

1099 Consolidated Tax Statement Tax Year 2014 Copy B For Recipient

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632
Taxpayer ID Number: XX-XXX8780
Account Number: 616 070335 038
Customer Service: 866-324-6088

BERNARD SPAIN TTEE
JOAN & BERNARD SPAIN FOUNDATION
TR U/T/A DTD 10/06/2000
233 S 6TH STREET APT 2505
PHILADELPHIA PA 19106-3757

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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 (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)

(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)
FLUOR CORP NEW								
		CUSIP: 343412102	Symbol: FLR					
	4.000	09/20/13	12/22/14	\$238.42	\$290.55	\$0.00	(\$52.13)	\$0.00
	2.000	09/30/13	12/22/14	\$119.21	\$142.06	\$0.00	(\$22.85)	\$0.00
Security Subtotal	6.000			\$357.63	\$432.61	\$0.00	(\$74.98)	\$0.00
FMC TECHNOLOGIES INC								
		CUSIP: 30249U101	Symbol: FTI					
	10.000	06/27/13	12/15/14	\$431.57	\$564.00	\$0.00	(\$132.43)	\$0.00
FORD MOTOR CO NEW								
		CUSIP: 345370860	Symbol: F					
	160.000	03/15/13	06/25/14	\$2,755.93	\$2,134.19	\$0.00	\$621.74	\$0.00
F5 NETWORKS INC								
		CUSIP: 315616102	Symbol: FFIV					
	1.000	08/31/11	01/27/14	\$106.88	\$81.08	\$0.00	\$25.80	\$0.00
	1.000	01/26/12	01/27/14	\$106.88	\$120.38	\$0.00	(\$13.50)	\$0.00
Security Subtotal	2.000			\$213.76	\$201.46	\$0.00	\$12.30	\$0.00
GAP INC								
		CUSIP: 364760108	Symbol: GPS					
	6.000	06/27/13	10/24/14	\$219.62	\$251.83	\$0.00	(\$32.21)	\$0.00
	21.000	06/27/13	11/17/14	\$826.40	\$881.39	\$0.00	(\$54.99)	\$0.00
	3.000	07/30/13	11/17/14	\$118.06	\$138.27	\$0.00	(\$20.21)	\$0.00
Security Subtotal	30.000			\$1,164.08	\$1,271.49	\$0.00	(\$107.41)	\$0.00
GARTNER INC								
		CUSIP: 366651107	Symbol: IT					
	2.000	09/19/11	02/06/14	\$124.97	\$75.32	\$0.00	\$49.65	\$0.00
	1.000	11/01/11	02/06/14	\$62.49	\$39.05	\$0.00	\$23.44	\$0.00
	1.000	11/01/11	05/05/14	\$73.60	\$39.05	\$0.00	\$34.55	\$0.00
	1.000	11/01/11	07/28/14	\$69.52	\$39.05	\$0.00	\$30.47	\$0.00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

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BERNARD SPAIN TTEE
JOAN & BERNARD SPAIN FOUNDATION
TR U7/A DTD 10/06/2000
233 S 6TH STREET APT 2505
PHILADELPHIA PA 19106-3757

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

Taxpayer ID Number: XX-XXX8780
Account Number: 616 070335 038

Customer Service: 866-324-6088

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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 (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) (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)
GARTNER INC (Cont) CUSIP: 366651107 Symbol: IT								
	1 000	01/26/12	07/28/14	\$69.52	\$38.16	\$0.00	\$31.36	\$0.00
	3 000	01/26/12	07/31/14	\$205.35	\$114.48	\$0.00	\$90.87	\$0.00
Security Subtotal	9 000			\$605.45	\$345.11	\$0.00	\$260.34	\$0.00
GAZPROM O A O SPON ADR CUSIP: 368287207 Symbol: OGZPY								
	85 000	08/15/11	06/25/14	\$753.01	\$1,023.19	\$0.00	(\$270.18)	\$0.00
	21 000	09/06/11	06/25/14	\$186.04	\$239.36	\$0.00	(\$53.32)	\$0.00
Security Subtotal	106 000			\$939.05	\$1,262.55	\$0.00	(\$323.50)	\$0.00
GENERAL ELECTRIC CO CUSIP: 369604103 Symbol: GE								
	32 000	11/05/12	06/25/14	\$843.82	\$684.74	\$0.00	\$159.08	\$0.00
GILEAD SCIENCE CUSIP: 375558103 Symbol: GILD								
	22 000	06/27/13	12/08/14	\$2,356.22	\$1,117.97	\$0.00	\$1,238.25	\$0.00
	4 000	06/27/13	12/12/14	\$422.03	\$203.27	\$0.00	\$218.76	\$0.00
Security Subtotal	26 000			\$2,778.25	\$1,321.24	\$0.00	\$1,457.01	\$0.00
GOOGLE INC-CL A CUSIP: 38259P508 Symbol: GOOGL								
	2 000	06/27/13	09/17/14	\$1,182.52	\$879.03	\$0.00	\$303.49	\$0.00
	1 000	06/27/13	10/07/14	\$584.05	\$439.52	\$0.00	\$144.53	\$0.00
	1 000	06/27/13	10/21/14	\$531.74	\$439.52	\$0.00	\$92.22	\$0.00
	1 000	06/27/13	11/12/14	\$557.66	\$439.52	\$0.00	\$118.14	\$0.00
	2 000	06/27/13	11/28/14	\$1,098.72	\$879.03	\$0.00	\$219.69	\$0.00
	1 000	06/27/13	12/15/14	\$519.69	\$439.52	\$0.00	\$80.17	\$0.00
Security Subtotal	8 000			\$4,474.38	\$3,516.14	\$0.00	\$958.24	\$0.00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

1099 Consolidated Tax Statement
Tax Year 2014 Copy B For Recipient

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

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 JOAN & BERNARD SPAIN FOUNDATION
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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)
GRUPO TELEVISIA S.A.GLOBAL DEP								
		CUSIP: 40049J206	Symbol: TV					
	3.000	03/03/11	01/21/14	\$89.18	\$71.03	\$0.00	\$18.15	\$0.00
	3.000	07/18/11	01/21/14	\$89.18	\$63.75	\$0.00	\$25.43	\$0.00
	1.000	07/19/11	01/21/14	\$29.73	\$21.70	\$0.00	\$8.03	\$0.00
	10.000	09/27/11	01/21/14	\$297.25	\$193.69	\$0.00	\$103.56	\$0.00
Security Subtotal	17.000			\$505.34	\$350.17	\$0.00	\$155.17	\$0.00
HAIN CELESTIAL GROUP INC								
		CUSIP: 405217100	Symbol: HAIN					
	2.000	09/26/12	12/03/14	\$224.54	\$125.28	\$0.00	\$99.26	\$0.00
HARRIS CORPORATION DELAWARE								
		CUSIP: 413875105	Symbol: HRS					
	46.000	02/28/12	06/25/14	\$3,446.93	\$1,999.51	\$0.00	\$1,447.42	\$0.00
HENRY SCHEIN INC								
		CUSIP: 806407102	Symbol: HSIC					
	2.000	06/10/11	10/08/14	\$228.69	\$138.16	\$0.00	\$90.53	\$0.00
HERBALIFE								
		CUSIP: G4412G101	Symbol: HLF					
	1.000	09/30/11	07/29/14	\$60.00	\$50.36	\$0.00	\$9.64	\$0.00
	2.000	10/03/11	07/29/14	\$120.00	\$95.59	\$0.00	\$24.41	\$0.00
	2.000	01/20/12	07/29/14	\$120.00	\$101.69	\$0.00	\$18.31	\$0.00
Security Subtotal	5.000			\$300.00	\$247.64	\$0.00	\$52.36	\$0.00
HSBC HOLDINGS PLC SPON ADR NEW								
		CUSIP: 404280406	Symbol: HSBC					
	51.000	02/20/13	07/18/14	\$2,603.67	\$2,847.76	\$244.09W	(\$244.09)	\$0.00
	8.000	05/13/13	07/18/14	\$408.42	\$453.21	\$44.79W	(\$44.79)	\$0.00
	21.000	05/13/13	07/18/14	\$1,072.10	\$1,189.68	\$0.00	(\$117.58)	\$0.00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

1099 Consolidated Tax Statement
Tax Year 2014 Copy B For Recipient

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor

BERNARD SPAIN TTEE
JOAN & BERNARD SPAIN FOUNDATION
TR U/T/A DTD 10/06/2000
233 S 6TH STREET APT 2505
PHILADELPHIA PA 19106-3757

New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number: XX-XXX8780
Account Number: 616 070335 038

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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 (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.) (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)
HSBC HOLDINGS PLC SPON ADR NEW(Cont.) CUSIP: 404280406 Symbol: HSBC								
	51 000	02/20/13	11/26/14	\$2,549.99	\$2,855.55	\$0.00	(\$305.56)	\$0.00
	8,000	05/13/13	11/26/14	\$400.00	\$454.43	\$0.00	(\$54.43)	\$0.00
Security Subtotal	139,000			\$7,034.18	\$7,800.63	\$288.88	(\$766.45)	\$0.00
HURON CONSULTING GRP INC CUSIP: 447462102 Symbol: HURN								
	5 000	07/26/12	03/13/14	\$323.47	\$155.04	\$0.00	\$168.43	\$0.00
ICONIX BRAND GRP INC CUSIP: 451055107 Symbol: ICON								
	18 000	11/08/12	01/13/14	\$681.10	\$345.25	\$0.00	\$335.85	\$0.00
	6,000	11/08/12	05/06/14	\$248.44	\$115.08	\$0.00	\$133.36	\$0.00
	7,000	11/21/12	05/06/14	\$289.85	\$132.83	\$0.00	\$157.02	\$0.00
Security Subtotal	31,000			\$1,219.39	\$593.16	\$0.00	\$626.23	\$0.00
INDEX CORPORATION DELAWARE CUSIP: 45167R104 Symbol: IEX								
	2 000	06/10/11	02/04/14	\$138.51	\$84.78	\$0.00	\$53.73	\$0.00
	1 000	06/10/11	08/20/14	\$77.47	\$42.39	\$0.00	\$35.08	\$0.00
	2,000	08/25/11	09/30/14	\$144.90	\$68.96	\$0.00	\$75.94	\$0.00
Security Subtotal	5,000			\$360.88	\$196.13	\$0.00	\$164.75	\$0.00
ILLUMINA INC CUSIP: 452327109 Symbol: ILMN								
	1,000	04/18/12	02/27/14	\$179.00	\$43.34	\$0.00	\$135.66	\$0.00
	1,000	04/18/12	11/13/14	\$188.77	\$43.34	\$0.00	\$145.43	\$0.00
Security Subtotal	2,000			\$367.77	\$86.68	\$0.00	\$281.09	\$0.00

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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)
IMPAX LABORATORIES INC		CUSIP: 452568101	Symbol: IPXL					
	11 000	11/04/11	01/14/14	\$270.79	\$192.76	\$0.00	\$78.03	\$0.00
IMPERIAL HLDGS LTD ADR		CUSIP: 452833205	Symbol: IHLDY					
	39 000	01/03/13	06/25/14	\$709.88	\$936.81	\$0.00	(\$226.93)	\$0.00
INDEPENDENT BANK GROUP INC COM		CUSIP: 45384B106	Symbol: IBTX					
	8 000	07/31/13	11/14/14	\$355.20	\$276.19	\$0.00	\$79.01	\$0.00
INTEL CORP		CUSIP: 458140100	Symbol: INTC					
	9 000	01/26/12	06/25/14	\$276.94	\$239.82	\$0.00	\$37.12	\$0.00
	179 000	02/28/12	06/25/14	\$5,508.01	\$4,862.64	\$0.00	\$645.37	\$0.00
	26 000	02/28/12	08/26/14	\$905.90	\$706.31	\$0.00	\$199.59	\$0.00
	21 000	02/20/13	08/26/14	\$731.68	\$435.29	\$0.00	\$296.39	\$0.00
	160 000	02/20/13	08/27/14	\$5,550.78	\$3,316.48	\$0.00	\$2,234.30	\$0.00
Security Subtotal	395 000			\$12,973.31	\$9,560.54	\$0.00	\$3,412.77	\$0.00
INTERNATIONAL PAPER CO		CUSIP: 460146103	Symbol: IP					
	5 000	02/28/12	06/25/14	\$243.62	\$173.23	\$0.00	\$70.39	\$0.00
	9 000	02/20/13	06/25/14	\$438.51	\$363.13	\$0.00	\$75.38	\$0.00
Security Subtotal	14 000			\$682.13	\$536.36	\$0.00	\$145.77	\$0.00
INTUIT INC		CUSIP: 461202103	Symbol: INTU					
	1 000	01/26/12	02/03/14	\$70.79	\$57.63	\$0.00	\$13.16	\$0.00
IRON MOUNTAIN INC (DE)		CUSIP: 462846106	Symbol:					
	2 000	02/07/13	06/27/14	\$69.19	\$69.29	\$0.00	(\$0.10)	\$0.00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

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1099 Consolidated Tax Statement
Tax Year 2014 Copy B For Recipient

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued)

OMB NO. 1545-0715

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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)
(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)
IRON MOUNTAIN INC (DE) (Cont.)								
		CUSIP: 462846106		Symbol:				
	5.000	02/07/13	07/30/14	\$170.15	\$173.23	\$0.00	(\$3.08)	\$0.00
	2.000	02/07/13	08/01/14	\$67.96	\$69.29	\$0.00	(\$1.33)	\$0.00
	2.000	05/09/13	08/01/14	\$67.96	\$79.17	\$0.00	(\$11.21)	\$0.00
Security Subtotal	11.000			\$375.26	\$390.98	\$0.00	(\$15.72)	\$0.00
ITC HOLDINGS								
		CUSIP: 465685105		Symbol: ITC				
	11.000	02/20/13	03/14/14	\$399.23	\$301.50	\$0.00	\$97.73	\$0.00
	28.000	02/20/13	10/16/14	\$994.15	\$767.47	\$0.00	\$226.68	\$0.00
Security Subtotal	39.000			\$1,393.38	\$1,068.97	\$0.00	\$324.41	\$0.00
JACK IN THE BOX INC								
		CUSIP: 466367109		Symbol: JACK				
	3.000	07/29/11	01/13/14	\$146.23	\$68.28	\$0.00	\$77.95	\$0.00
	2.000	12/29/11	01/13/14	\$97.48	\$41.80	\$0.00	\$55.68	\$0.00
	3.000	12/29/11	02/14/14	\$158.53	\$62.70	\$0.00	\$95.83	\$0.00
	1.000	01/26/12	02/14/14	\$52.84	\$21.46	\$0.00	\$31.38	\$0.00
	7.000	01/26/12	03/13/14	\$422.88	\$150.22	\$0.00	\$272.66	\$0.00
Security Subtotal	16.000			\$877.96	\$344.46	\$0.00	\$533.50	\$0.00
JB HUNT TRANS SERV								
		CUSIP: 445658107		Symbol: JBHT				
	8.000	06/27/13	07/09/14	\$587.70	\$572.16	\$0.00	\$15.54	\$0.00
	8.000	06/27/13	08/08/14	\$603.15	\$572.16	\$0.00	\$30.99	\$0.00
	5.000	06/27/13	08/13/14	\$383.18	\$357.60	\$0.00	\$25.58	\$0.00
	7.000	06/27/13	09/09/14	\$532.51	\$500.64	\$0.00	\$31.87	\$0.00
Security Subtotal	28.000			\$2,106.54	\$2,002.56	\$0.00	\$103.98	\$0.00

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1099 Consolidated Tax Statement Tax Year 2014 Copy B For Recipient

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632
Taxpayer ID Number: XX-XXX8780
Account Number: 616 070335 038

BERNARD SPAIN TTEE
JOAN & BERNARD SPAIN FOUNDATION
TR U/A DTD 10/06/2000
233 S 6TH STREET APT 2505
PHILADELPHIA PA 19106-3757

Customer Service: 866-324-6088

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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)
JOHNSON & JOHNSON	22.000	10/18/12	06/25/14	\$2,320.72	\$1,577.39	\$0.00	\$743.33	\$0.00
CUSIP: 478160104 Symbol: JNJ								
JPMORGAN CHASE & CO	28.000	01/26/12	06/25/14	\$1,609.96	\$1,046.80	\$0.00	\$563.16	\$0.00
	8.000	01/26/12	06/25/14	\$459.99	\$299.24	\$0.00	\$160.75	\$0.00
	16.000	02/28/12	06/25/14	\$919.98	\$626.56	\$0.00	\$293.42	\$0.00
Security Subtotal	52.000			\$2,989.93	\$1,972.60	\$0.00	\$1,017.33	\$0.00
CUSIP: 46625H100 Symbol: JPM								
KB FINANCIAL GRP INC SONS ADR	23.000	08/12/11	06/25/14	\$786.03	\$890.22	\$0.00	(\$104.19)	\$0.00
CUSIP: 48241A105 Symbol: KB								
KEY ENERGY SVC INC	38.000	05/24/12	10/21/14	\$154.12	\$381.18	\$0.00	(\$227.06)	\$0.00
	17.000	07/20/12	10/21/14	\$68.95	\$128.83	\$0.00	(\$59.88)	\$0.00
	10.000	10/11/12	10/21/14	\$40.56	\$69.49	\$0.00	(\$28.93)	\$0.00
	35.000	04/30/13	10/21/14	\$141.94	\$207.55	\$0.00	(\$65.61)	\$0.00
Security Subtotal	100.000			\$405.57	\$787.05	\$0.00	(\$381.48)	\$0.00
CUSIP: 492914106 Symbol: KEG								
KINDER MORGAN INCORP	4.000	02/06/13	06/04/14	\$136.18	\$149.04	\$0.00	(\$12.86)	\$0.00
	8.000	02/06/13	08/06/14	\$285.27	\$298.07	\$0.00	(\$12.80)	\$0.00
	8.000	02/06/13	10/16/14	\$293.58	\$298.07	\$0.00	(\$4.49)	\$0.00
Security Subtotal	20.000			\$715.03	\$745.18	\$0.00	(\$30.15)	\$0.00
CUSIP: 49455U100 Symbol: KMI								
KINDER MORGAN MGMT LLC	0.618	02/20/13	05/15/14	\$44.36	\$48.44	\$0.00	(\$4.08)	\$0.00

Morgan Stanley

1099 Consolidated Tax Statement Tax Year 2014 Copy B For Recipient

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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 (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)
(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)
KINDER MORGAN MGMT LLC(Cont)								
		CUSIP: 49455U100	Symbol:					
	6 000	02/20/13	08/06/14	\$455 06	\$469 70	\$0.00	(\$14 64)	\$0.00
	0 469	02/20/13	08/14/14	\$46 25	\$38 38	\$0.00	\$7 87	\$0.00
	10 000	02/20/13	10/16/14	\$902 23	\$775 16	\$0.00	\$127 07	\$0.00
Security Subtotal	17 087			\$1 447 90	\$1 331 68	\$0.00	\$116 22	\$0.00
L BRANDS INC COM								
		CUSIP: 501797104	Symbol: LB					
	1 000	05/17/12	11/24/14	\$79 34	\$46 53	\$0.00	\$32 81	\$0.00
	1 000	05/29/12	11/24/14	\$79 33	\$46 85	\$0.00	\$32 48	\$0.00
Security Subtotal	2 000			\$158 67	\$93 38	\$0.00	\$65 29	\$0.00
LADBROKES PLC SPONS ADR								
		CUSIP: 505730101	Symbol: LDBKY					
	226 000	05/16/13	10/30/14	\$410 76	\$744 96	\$0.00	(\$334 20)	\$0.00
	39 000	05/17/13	10/30/14	\$70 88	\$129 33	\$0.00	(\$58 45)	\$0.00
	75 000	07/17/13	10/30/14	\$136 32	\$233 90	\$0.00	(\$97 58)	\$0.00
Security Subtotal	340 000			\$617 96	\$1 108 19	\$0.00	(\$490 23)	\$0.00
LAS VEGAS SANDS CORPORATION								
		CUSIP: 517834107	Symbol: LVS					
	5 000	10/23/13	10/30/14	\$304 95	\$356 23	\$0.00	(\$51 28)	\$0.00
	2 000	10/28/13	10/30/14	\$121 98	\$142 58	\$0.00	(\$20 60)	\$0.00
	3 000	10/28/13	11/05/14	\$174 35	\$213 88	\$0.00	(\$39 53)	\$0.00
Security Subtotal	10 000			\$601 28	\$712 69	\$0.00	(\$111 41)	\$0.00
LINKEDIN CORP-A								
		CUSIP: 53578A108	Symbol: LNKKD					
	1 000	06/27/13	09/29/14	\$212 25	\$180 73	\$0.00	\$31 52	\$0.00
	1 000	06/27/13	09/29/14	\$212 25	\$180 73	\$0.00	\$31 52	\$0.00

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1099 Consolidated Tax Statement
Tax Year 2014 Copy B For Recipient

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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)
LINKEDIN CORP-A (Cont.)								
		CUSIP: 53578A108	Symbol: LNKD					
	1.000	06/27/13	09/29/14	\$212.26	\$180.73	\$0.00	\$31.53	\$0.00
	3.000			\$636.76	\$542.19	\$0.00	\$94.57	\$0.00
Security Subtotal								
LIXIL GROUP CORP ADR								
		CUSIP: 53931R103	Symbol: JSGRY					
	37.000	02/20/13	10/29/14	\$1,527.94	\$1,585.45	\$0.00	(\$57.51)	\$0.00
LOCKHEED MARTIN CORP								
		CUSIP: 539830109	Symbol: LMT					
	2.000	01/26/12	06/25/14	\$324.53	\$164.94	\$0.00	\$159.59	\$0.00
	28.000	02/28/12	06/25/14	\$4,543.46	\$2,477.24	\$0.00	\$2,066.22	\$0.00
	2.000	02/28/12	11/05/14	\$378.02	\$176.90	\$0.00	\$201.12	\$0.00
	3.000	02/28/12	11/05/14	\$567.02	\$265.42	\$0.00	\$301.60	\$0.00
	31.000	02/20/13	11/05/14	\$5,859.26	\$2,723.27	\$0.00	\$3,135.99	\$0.00
Security Subtotal	66.000			\$11,672.29	\$5,807.77	\$0.00	\$5,864.52	\$0.00
LYONDELLBASELL NV CL-A								
		CUSIP: N53745100	Symbol: LYB					
	9.000	06/27/13	10/21/14	\$859.69	\$610.02	\$0.00	\$249.67	\$0.00
MANITOWOC CO								
		CUSIP: 563571108	Symbol: MTW					
	12.000	07/12/12	09/17/14	\$322.94	\$119.99	\$0.00	\$202.95	\$0.00
MARATHON OIL CO								
		CUSIP: 565849106	Symbol: MRO					
	45.000	02/28/12	06/25/14	\$1,784.20	\$1,581.14	\$0.00	\$203.06	\$0.00
	1.000	02/28/12	06/25/14	\$39.65	\$35.14	\$0.00	\$4.51	\$0.00
	1.000	02/28/12	12/05/14	\$29.28	\$35.14	\$0.00	(\$5.86)	\$0.00
	20.000	05/11/12	12/05/14	\$585.64	\$529.76	\$0.00	\$55.88	\$0.00
	24.000	05/11/12	12/05/14	\$702.77	\$635.71	\$0.00	\$67.06	\$0.00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

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1099 Consolidated Tax Statement
Tax Year 2014 Copy B For Recipient

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1 New York Plaza
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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 (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) (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)
MARATHON OIL CO (Cont.) CUSIP: 565849106 Symbol: MRO								
	3 000	01/28/13	12/05/14	\$87.85	\$100.78	\$0.00	(\$12.93)	\$0.00
	16 000	01/28/13	12/18/14	\$433.47	\$537.50	\$0.00	(\$104.03)	\$0.00
	57 000	02/20/13	12/18/14	\$1,544.24	\$1,982.29	\$0.00	(\$438.05)	\$0.00
Security Subtotal	167 000			\$5,207.10	\$5,437.46	\$0.00	(\$230.36)	\$0.00
MARATHON PETROLEUM CORP CUSIP: 56585A102 Symbol: MPC								
	5 000	06/27/13	07/11/14	\$392.73	\$356.50	\$0.00	\$36.23	\$0.00
	2 000	06/27/13	07/11/14	\$157.09	\$142.60	\$0.00	\$14.49	\$0.00
	2 000	06/27/13	07/11/14	\$157.09	\$142.60	\$0.00	\$14.49	\$0.00
	1 000	06/27/13	07/11/14	\$78.55	\$71.30	\$0.00	\$7.25	\$0.00
	1 000	06/27/13	07/11/14	\$78.54	\$71.30	\$0.00	\$7.24	\$0.00
	7 000	06/27/13	09/15/14	\$608.99	\$499.10	\$0.00	\$109.89	\$0.00
	1 000	06/27/13	09/15/14	\$87.00	\$71.30	\$0.00	\$15.70	\$0.00
	4 000	06/27/13	09/15/14	\$347.99	\$285.20	\$0.00	\$62.79	\$0.00
	3 000	06/27/13	10/15/14	\$229.60	\$213.90	\$0.00	\$15.70	\$0.00
	3 000	06/27/13	12/10/14	\$258.98	\$213.90	\$0.00	\$45.08	\$0.00
Security Subtotal	29 000			\$2,396.56	\$2,067.70	\$0.00	\$328.86	\$0.00
MEAD JOHNSON NUTRITION COMPANY CUSIP: 582839106 Symbol: MJN								
	1 000	06/13/12	07/18/14	\$92.40	\$82.97	\$0.00	\$9.43	\$0.00
	1 000	01/26/12	07/28/14	\$96.01	\$76.22	\$0.00	\$19.79	\$0.00
	1 000	06/13/12	07/28/14	\$96.01	\$82.97	\$0.00	\$13.04	\$0.00
Security Subtotal	3 000			\$284.42	\$242.16	\$0.00	\$42.26	\$0.00

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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

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CUSIP: 58933Y105 Symbol: MRK								
MERCK & CO INC NEW COM	25.000	06/10/11	06/25/14	\$1,469.22	\$885.75	\$0.00	\$583.47	\$0.00
	1.000	01/26/12	06/25/14	\$58.77	\$38.80	\$0.00	\$19.97	\$0.00
	19.000	01/26/12	06/25/14	\$1,116.60	\$737.20	\$0.00	\$379.40	\$0.00
Security Subtotal	45.000			\$2,644.59	\$1,661.75	\$0.00	\$982.84	\$0.00
CUSIP: 591520200 Symbol: MEI								
METHODE ELEC INC	7.000	10/01/13	10/21/14	\$254.84	\$197.15	\$0.00	\$57.69	\$0.00
	9.000	10/01/13	11/14/14	\$349.33	\$253.48	\$0.00	\$95.85	\$0.00
Security Subtotal	16.000			\$604.17	\$450.63	\$0.00	\$153.54	\$0.00
CUSIP: 59156R108 Symbol: MET								
METLIFE INCORPORATED	42.000	02/28/12	06/25/14	\$2,347.32	\$1,613.21	\$0.00	\$734.11	\$0.00
CUSIP: 594918104 Symbol: MSFT								
MICROSOFT CORP	1.000	03/02/12	06/25/14	\$41.96	\$32.24	\$0.00	\$9.72	\$0.00
	36.000	03/02/12	06/25/14	\$1,510.53	\$1,160.64	\$0.00	\$349.89	\$0.00
	15.000	04/20/12	06/25/14	\$629.39	\$493.04	\$0.00	\$136.35	\$0.00
	21.000	05/17/12	06/25/14	\$881.13	\$630.79	\$0.00	\$250.34	\$0.00
	24.000	05/17/12	10/21/14	\$1,076.09	\$720.90	\$0.00	\$355.19	\$0.00
	7.000	07/12/12	10/21/14	\$313.86	\$201.95	\$0.00	\$111.91	\$0.00
	21.000	07/12/12	10/21/14	\$941.58	\$605.85	\$0.00	\$335.73	\$0.00
	2.000	08/01/12	10/21/14	\$89.67	\$58.98	\$0.00	\$30.69	\$0.00

CONTINUED ON NEXT PAGE

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MICROSOFT CORP (Cont) CUSIP: 594918104 Symbol: MSFT								
	25 000	08/21/12	10/21/14	\$1,120.93	\$771.03	\$0.00	\$349.90	\$0.00
	60,000	08/21/12	10/27/14	\$2,757.20	\$1,850.46	\$0.00	\$906.74	\$0.00
Security Subtotal	212,000			\$9,362.34	\$6,525.88	\$0.00	\$2,836.46	\$0.00
MOLSON COORS BREWING CO CL B CUSIP: 60871R209 Symbol: TAP								
	30 000	08/21/12	06/25/14	\$2,215.15	\$1,331.14	\$0.00	\$884.01	\$0.00
	21 000	10/12/12	06/25/14	\$1,550.60	\$928.13	\$0.00	\$622.47	\$0.00
	13 000	10/12/12	09/12/14	\$933.44	\$574.55	\$0.00	\$358.89	\$0.00
	24 000	02/20/13	09/12/14	\$1,723.28	\$1,074.37	\$0.00	\$648.91	\$0.00
	42,000	02/20/13	09/15/14	\$3,190.67	\$1,880.15	\$0.00	\$1,310.52	\$0.00
Security Subtotal	130,000			\$9,613.14	\$5,788.34	\$0.00	\$3,824.80	\$0.00
MONSANTO CO/NEW CUSIP: 61166W101 Symbol: MON								
	3 000	06/27/13	10/13/14	\$320.40	\$297.51	\$0.00	\$22.89	\$0.00
	7 000	06/27/13	11/14/14	\$835.24	\$694.19	\$0.00	\$141.05	\$0.00
	5 000	06/27/13	12/08/14	\$600.39	\$495.85	\$0.00	\$104.54	\$0.00
	3,000	06/27/13	12/15/14	\$353.42	\$297.51	\$0.00	\$55.91	\$0.00
Security Subtotal	18,000			\$2,109.45	\$1,785.06	\$0.00	\$324.39	\$0.00
NATL GRID TRANSCO PLC ADS CUSIP: 636274300 Symbol: NGG								
	1 000	01/26/12	01/23/14	\$66.08	\$48.96	\$0.00	\$17.12	\$0.00
	2 000	01/26/12	03/14/14	\$136.89	\$97.91	\$0.00	\$38.98	\$0.00
	12,000	02/20/13	03/14/14	\$821.32	\$551.32	\$0.00	\$170.00	\$0.00
Security Subtotal	15,000			\$1,024.29	\$798.19	\$0.00	\$226.10	\$0.00

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1099 Consolidated Tax Statement Tax Year 2014 Copy B For Recipient

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632
Taxpayer ID Number: XX-XXX8780
Account Number: 616 070335 038
Customer Service: 866-324-6088

BERNARD SPAIN TTEE
JOAN & BERNARD SPAIN FOUNDATION
TR U/A DTD 10/06/2000
233 S 6TH STREET APT 2505
PHILADELPHIA PA 19106-3757

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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)
NATL INSTRUMS CP		CUSIP: 636518102	Symbol: NATI					
	10.000	06/10/11	06/09/14	\$296.18	\$277.40	\$0.00	\$18.78	\$0.00
	4.000	01/26/12	06/09/14	\$118.47	\$106.92	\$0.00	\$11.55	\$0.00
Security Subtotal	14.000			\$414.65	\$384.32	\$0.00	\$30.33	\$0.00
NEDBANK GRP LTD SPON ADR		CUSIP: 63975K104	Symbol: NDBKY					
	7.000	03/02/11	04/08/14	\$145.60	\$132.59	\$0.00	\$13.01	\$0.00
	8.000	06/10/11	04/08/14	\$166.40	\$167.52	\$1.12W	(\$1.12)	\$0.00
	6.000	09/16/11	04/08/14	\$124.80	\$111.48	\$0.00	\$13.32	\$0.00
	7.000	09/16/11	06/25/14	\$148.79	\$130.06	\$0.00	\$18.73	\$0.00
	8.000	02/20/13	06/25/14	\$170.05	\$171.44	\$0.00	(\$1.39)	\$0.00
Security Subtotal	36.000			\$755.64	\$713.09	\$1.12	\$42.55	\$0.00
NETFLIX INC		CUSIP: 64110L106	Symbol: NFLX					
	1.000	08/20/13	10/17/14	\$345.55	\$271.17	\$0.00	\$74.38	\$0.00
NEWELL RUBBERMAID INC		CUSIP: 651229106	Symbol: NWL					
	112.000	03/14/13	03/20/14	\$3,322.93	\$2,853.05	\$0.00	\$469.88	\$0.00
NEXTERA ENERGY INC COM		CUSIP: 65339F101	Symbol: NEE					
	19.000	06/03/13	10/16/14	\$1,774.43	\$1,453.49	\$0.00	\$320.94	\$0.00
NII HOLDINGS INC CL B		CUSIP: 62913F201	Symbol: NIHDQ					
	21.000	06/10/11	01/17/14	\$57.99	\$836.85	\$0.00	(\$778.86)	\$0.00
	9.000	11/07/11	01/17/14	\$24.85	\$213.21	\$0.00	(\$188.36)	\$0.00
	7.000	01/26/12	01/17/14	\$19.33	\$139.86	\$0.00	(\$120.53)	\$0.00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

1099 Consolidated Tax Statement
Tax Year 2014 Copy B For RecipientMorgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor

BERNARD SPAIN TTEE

JOAN & BERNARD SPAIN FOUNDATION

TR U/T/A DTD 10/06/2000

233 S 6TH STREET APT 2505

PHILADELPHIA PA 19106-3757

New York, NY 10004
Identification Number:

26-4310632

Taxpayer ID Number:

XX-XXX8780

Account Number:

616 070335 038

Customer Service: 866-324-6088

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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 (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) (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)
NII HOLDINGS INC CL B (Cont.)		CUSIP: 62913F201	Symbol: NIHDQ					
	9,000	07/20/12	01/17/14	\$24.86	\$75.33	\$0.00	(\$50.47)	\$0.00
Security Subtotal	46,000			\$127.03	\$1,265.25	\$0.00	(\$1,138.22)	\$0.00
NOBLE ENERGY INC		CUSIP: 655044105	Symbol: NBL					
	1,000	06/10/11	01/15/14	\$64.28	\$43.48	\$0.00	\$20.80	\$0.00
NORTHEAST UTILITIES		CUSIP: 664397106	Symbol: NU					
	21,000	02/20/13	10/16/14	\$980.74	\$865.76	\$0.00	\$114.98	\$0.00
NORTHROP GRUMMAN CP(HLDG CO)		CUSIP: 666807102	Symbol: NOC					
	40,000	02/28/12	06/25/14	\$4,827.49	\$2,391.46	\$0.00	\$2,436.03	\$0.00
NORWEGIAN CRUISE LINE HLDS INC		CUSIP: G66721104	Symbol: NCLH					
	3,000	08/09/13	12/05/14	\$136.55	\$91.76	\$0.00	\$44.79	\$0.00
NOVARTIS AG ADR		CUSIP: 66987V109	Symbol: NVS					
	5,000	02/20/13	04/01/14	\$422.94	\$348.98	\$0.00	\$73.96	\$0.00
NOVO NORDISK A/S ADR		CUSIP: 670100205	Symbol: NVO					
	10,000	06/27/13	07/21/14	\$449.26	\$316.30	\$0.00	\$132.96	\$0.00
	5,000	07/10/13	07/21/14	\$224.63	\$176.90	\$0.00	\$47.73	\$0.00
	32,000	07/11/13	07/21/14	\$1,437.64	\$1,045.11	\$0.00	\$392.53	\$0.00
	18,000	07/11/13	10/28/14	\$787.25	\$587.88	\$0.00	\$199.37	\$0.00
	34,000	08/09/13	10/28/14	\$1,487.03	\$1,179.39	\$0.00	\$307.64	\$0.00
Security Subtotal	99,000			\$4,385.81	\$3,305.58	\$0.00	\$1,080.23	\$0.00

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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 (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)
(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)
O'REILLY AUTOMOTIVE INC NEW								
	1 000	07/19/12	09/30/14	\$151.14	\$93.68	\$0.00	\$57.46	\$0.00
	2,000	07/19/12	10/30/14	\$349.69	\$187.36	\$0.00	\$162.33	\$0.00
Security Subtotal	3,000			\$500.83	\$281.04	\$0.00	\$219.79	\$0.00
OIL CO LUKOIL SPN ADR								
	9 000	08/15/11	06/25/14	\$544.40	\$515.25	\$0.00	\$29.15	\$0.00
ORASCOM CONSTR INDS SPON								
	18 000	03/30/11	03/03/14	\$754.19	\$740.34	\$0.00	\$13.85	\$0.00
	8,000	07/29/11	03/03/14	\$335.19	\$351.20	\$0.00	(\$16.01)	\$0.00
Security Subtotal	26,000			\$1,089.38	\$1,091.54	\$0.00	(\$2.16)	\$0.00
PALL CORPORATION								
	1 000	01/19/12	03/07/14	\$87.10	\$60.40	\$0.00	\$26.70	\$0.00
PETROLEUM GEO-SVCS ASA ADS								
	74 000	02/20/13	09/22/14	\$448.30	\$1,274.28	\$0.00	(\$825.98)	\$0.00
	32,000	06/20/13	09/22/14	\$193.86	\$425.71	\$0.00	(\$231.85)	\$0.00
Security Subtotal	106,000			\$642.16	\$1,699.99	\$0.00	(\$1,057.83)	\$0.00
PETSMAINT INC								
	1 000	07/10/12	04/25/14	\$67.48	\$67.75	\$0.00	(\$0.27)	\$0.00
	1,000	09/07/12	04/25/14	\$67.47	\$71.34	\$0.00	(\$3.87)	\$0.00
	1 000	09/07/12	05/06/14	\$64.75	\$71.34	\$0.00	(\$6.59)	\$0.00
	1 000	10/24/12	05/06/14	\$64.74	\$66.25	\$0.00	(\$1.51)	\$0.00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

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1099 Consolidated Tax Statement
Tax Year 2014 Copy B For Recipient

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

BERNARD SPAIN TTEE
JOAN & BERNARD SPAIN FOUNDATION
TR U/T/A DTD 10/06/2000
233 S 6TH STREET APT 2505
PHILADELPHIA PA 19106-3757

Taxpayer ID Number: XX-XXX8780
Account Number: 616 070335 038

Customer Service: 866-324-6088

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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 (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) (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)
PETSMART INC (Cont)		CUSIP: 716768106	Symbol: PETM					
	1.000	10/24/12	05/08/14	\$64.25	\$66.25	\$0.00	(\$2.00)	\$0.00
	2.000	03/07/13	05/08/14	\$128.51	\$124.03	\$0.00	\$4.48	\$0.00
Security Subtotal	7.000			\$457.20	\$466.96	\$0.00	(\$9.76)	\$0.00
PFIZER INC		CUSIP: 717081103	Symbol: PFE					
	6.000	07/13/12	06/25/14	\$178.61	\$136.93	\$0.00	\$41.68	\$0.00
	12.000	07/13/12	06/25/14	\$357.23	\$273.86	\$0.00	\$83.37	\$0.00
Security Subtotal	18.000			\$535.84	\$410.79	\$0.00	\$125.05	\$0.00
PIMCO EMERGING LOCAL BD P		CUSIP: 72201M396	Symbol: PELPX					
	2,923.272	02/20/13	06/25/14	\$28,326.51	\$31,864.95	\$0.00	(\$3,538.44)	\$0.00
PIONEER ENERGY SVCS CORP COM		CUSIP: 723664108	Symbol: PES					
	40.000	06/01/12	08/11/14	\$600.39	\$286.80	\$0.00	\$313.59	\$0.00
PNC FINL SVCS GP		CUSIP: 693475105	Symbol: PNC					
	7.000	06/10/11	06/25/14	\$620.89	\$408.03	\$0.00	\$212.86	\$0.00
	5.000	08/08/11	06/25/14	\$443.49	\$245.42	\$0.00	\$198.07	\$0.00
	7.000	01/26/12	06/25/14	\$620.89	\$414.03	\$0.00	\$206.86	\$0.00
	7.000	01/26/12	06/25/14	\$620.89	\$414.03	\$0.00	\$206.86	\$0.00
	1.000	02/28/12	06/25/14	\$88.68	\$59.52	\$0.00	\$29.16	\$0.00
Security Subtotal	27.000			\$2,394.84	\$1,541.03	\$0.00	\$853.81	\$0.00
POTBELLY CORP COM		CUSIP: 73754Y100	Symbol: PBFB					
	3.000	10/07/13	11/14/14	\$40.16	\$97.91	\$0.00	(\$57.75)	\$0.00

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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

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POWER INTEGRATIONS INC CUSIP: 739276103 Symbol: POWI								
	6.000	06/10/11	05/07/14	\$292.60	\$216.30	\$0.00	\$76.30	\$0.00
	3.000	01/26/12	05/07/14	\$146.30	\$109.74	\$0.00	\$36.56	\$0.00
	1.000	08/13/12	05/07/14	\$48.77	\$33.26	\$0.00	\$15.51	\$0.00
	4.000	10/11/12	05/07/14	\$195.07	\$113.96	\$0.00	\$81.11	\$0.00
Security Subtotal	14.000			\$682.74	\$473.26	\$0.00	\$209.48	\$0.00
PRECISION CASTPARTS CORP CUSIP: 740189105 Symbol: PCP								
	2.000	06/27/13	07/02/14	\$506.04	\$452.38	\$0.00	\$53.66	\$0.00
	8.000	06/27/13	08/01/14	\$1,837.83	\$1,809.52	\$0.00	\$28.31	\$0.00
	6.000	06/27/13	08/08/14	\$1,380.89	\$1,357.14	\$0.00	\$23.75	\$0.00
	1.000	07/15/13	08/08/14	\$230.15	\$233.98	\$0.00	(\$3.83)	\$0.00
Security Subtotal	17.000			\$3,954.91	\$3,853.02	\$0.00	\$101.89	\$0.00
PRICELINE COM INC NEW CUSIP: 741503403 Symbol: PCLN								
	1.000	06/27/13	07/10/14	\$1,220.57	\$822.15	\$0.00	\$398.42	\$0.00
	1.000	06/27/13	09/24/14	\$1,162.47	\$822.15	\$0.00	\$340.32	\$0.00
	1.000	06/27/13	10/21/14	\$1,123.46	\$822.15	\$0.00	\$301.31	\$0.00
	1.000	06/27/13	12/15/14	\$1,087.51	\$822.15	\$0.00	\$265.36	\$0.00
Security Subtotal	4.000			\$4,594.01	\$3,288.60	\$0.00	\$1,305.41	\$0.00
PRUDENTIAL PLC ADR CUSIP: 74435K204 Symbol: PUK								
	14.000	02/20/13	09/17/14	\$644.01	\$415.23	\$0.00	\$228.78	\$0.00
	18.000	02/20/13	09/18/14	\$841.04	\$533.87	\$0.00	\$307.17	\$0.00
Security Subtotal	32.000			\$1,485.05	\$949.10	\$0.00	\$535.95	\$0.00

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Tax Year 2014 Copy B For Recipient

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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

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) (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)
PT ASTRA INTERNATIONAL TBK ADR	57,000	CUSIP: 69367X109 07/15/13	Symbol: PTAY 08/14/14	\$739.46	\$756.45	\$0.00	(\$16.99)	\$0.00
PT BK MANDIRI PERSERO TBK UNSP	22,000	CUSIP: 69367U105 06/10/11	Symbol: PPERY 06/25/14	\$177.75	\$180.40	\$0.00	(\$2.65)	\$0.00
	3,000	12/05/11	06/25/14	\$24.24	\$22.05	\$0.00	\$2.19	\$0.00
	142,000	05/31/12	06/25/14	\$1,147.26	\$1,026.16	\$0.00	\$121.10	\$0.00
	113,000	05/31/12	08/05/14	\$978.90	\$816.60	\$0.00	\$162.30	\$0.00
	32,000	02/20/13	08/05/14	\$277.21	\$304.64	\$0.00	(\$27.43)	\$0.00
Security Subtotal	312,000			\$2,605.36	\$2,349.85	\$0.00	\$255.51	\$0.00
PT TELEKOMUNIKASI INDONESIA	11,000	CUSIP: 715684106 02/17/11	Symbol: TLK 06/25/14	\$450.83	\$367.78	\$0.00	\$83.05	\$0.00
PUMA BIOTECHNOLOGY INC	9,000	CUSIP: 74587V107 12/04/12	Symbol: PBYI 01/13/14	\$1,041.45	\$188.48	\$0.00	\$852.97	\$0.00
	3,000	12/04/12	02/19/14	\$365.40	\$62.83	\$0.00	\$302.57	\$0.00
Security Subtotal	12,000			\$1,406.85	\$251.31	\$0.00	\$1,155.54	\$0.00
PVH CORPORATION	1,000	CUSIP: 693656100 06/10/11	Symbol: PVH 02/18/14	\$117.35	\$62.40	\$0.00	\$54.95	\$0.00
	2,000	06/10/11	03/26/14	\$248.66	\$124.80	\$0.00	\$123.86	\$0.00
	1,000	06/10/11	08/04/14	\$107.53	\$62.40	\$0.00	\$45.13	\$0.00
Security Subtotal	4,000			\$473.54	\$249.60	\$0.00	\$223.94	\$0.00

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QUALCOMM INC	16.000	06/27/13	09/18/14	\$1,221.89	\$978.88	\$0.00	\$243.01	\$0.00
CUSIP: 747525103 Symbol: QCOM								
QUESTAR CORP	2.000	02/20/13	03/14/14	\$47.50	\$46.62	\$0.00	\$0.88	\$0.00
	33.000	02/20/13	06/04/14	\$785.73	\$769.15	\$0.00	\$16.58	\$0.00
	26.000	02/20/13	08/06/14	\$565.91	\$606.00	\$0.00	(\$40.09)	\$0.00
Security Subtotal	61.000			\$1,399.14	\$1,421.77	\$0.00	(\$22.63)	\$0.00
CUSIP: 748356102 Symbol: STR								
RACKSPACE HOSTING INC COM	1.000	10/13/11	02/14/14	\$33.43	\$39.25	\$0.00	(\$5.82)	\$0.00
	1.000	01/26/12	02/14/14	\$33.42	\$43.20	\$0.00	(\$9.78)	\$0.00
	1.000	01/26/12	05/21/14	\$35.04	\$43.20	\$0.00	(\$8.16)	\$0.00
	2.000	02/07/12	05/21/14	\$70.07	\$98.88	\$0.00	(\$28.81)	\$0.00
	1.000	02/09/12	05/21/14	\$35.04	\$49.79	\$0.00	(\$14.75)	\$0.00
	3.000	05/08/12	05/21/14	\$105.11	\$150.35	\$0.00	(\$45.24)	\$0.00
	1.000	06/27/12	05/21/14	\$35.04	\$44.05	\$0.00	(\$9.01)	\$0.00
	1.000	02/13/13	05/21/14	\$35.04	\$61.81	\$0.00	(\$26.77)	\$0.00
Security Subtotal	11.000			\$382.19	\$530.53	\$0.00	(\$148.34)	\$0.00
CUSIP: 750086100 Symbol: RAX								
RED ELECTRICA CORPORACION SA	70.000	02/20/13	04/30/14	\$1,123.05	\$784.70	\$0.00	\$338.35	\$0.00
	83.000	02/20/13	07/10/14	\$1,385.46	\$930.43	\$0.00	\$455.03	\$0.00
Security Subtotal	153.000			\$2,508.51	\$1,715.13	\$0.00	\$793.38	\$0.00

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Morgan Stanley

1099 Consolidated Tax Statement Tax Year 2014 Copy B For Recipient

BERNARD SPAIN TTEE
JOAN & BERNARD SPAIN FOUNDATION
TR U/T/A DTD 10/06/2000
233 S 6TH STREET APT 2505
PHILADELPHIA PA 19106-3757

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632
Taxpayer ID Number: XX-XXX8780
Account Number: 616 070335 038
Customer Service: 866-324-6088

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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 (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)
(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)
REXAM PLC	0.777	02/20/13	06/02/14	\$35.14	\$33.51	\$0.00	\$1.63	\$0.00
CUSIP: 761655604 Symbol: REXMY								
REYNOLDS AMERICAN INC	67.000	02/28/12	03/18/14	\$3,614.65	\$2,782.27	\$0.00	\$832.38	\$0.00
	1.000	02/28/12	03/18/14	\$53.95	\$41.52	\$0.00	\$12.43	\$0.00
	2.000	02/20/13	03/18/14	\$107.90	\$89.49	\$0.00	\$18.41	\$0.00
	62.000	02/20/13	03/21/14	\$3,320.99	\$2,774.22	\$0.00	\$546.77	\$0.00
Security Subtotal	132.000			\$7,097.49	\$5,687.50	\$0.00	\$1,409.99	\$0.00
CUSIP: 778296103 Symbol: ROST								
ROSS STORES INC	1.000	06/10/11	06/10/14	\$67.85	\$38.26	\$0.00	\$29.59	\$0.00
	1.000	06/10/11	08/07/14	\$64.73	\$38.26	\$0.00	\$26.47	\$0.00
Security Subtotal	2.000			\$132.58	\$76.52	\$0.00	\$56.06	\$0.00
CUSIP: 783513104 Symbol: RYAAY								
RYANAIR HLDGS PLC ADR	14.000	02/20/13	03/20/14	\$768.49	\$565.96	\$0.00	\$202.53	\$0.00
CUSIP: 79466L302 Symbol: CRM								
SALESFORCE COM,INC	6.000	06/27/13	09/17/14	\$345.54	\$233.09	\$0.00	\$112.45	\$0.00
CUSIP: 79970Y105 Symbol: SN								
SANCHEZ ENERGY	11.000	12/23/11	06/10/14	\$379.12	\$189.48	\$0.00	\$189.64	\$0.00
	2.000	05/24/12	06/10/14	\$68.93	\$47.45	\$0.00	\$21.48	\$0.00
Security Subtotal	13.000			\$448.05	\$236.93	\$0.00	\$211.12	\$0.00

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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 (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)
CUSIP: 80007R105 Symbol: SCHYY								
SANDS CHINA LTD UNSPONSORE ADR	20.000	02/20/13	09/18/14	\$1,110.72	\$920.40	\$0.00	\$190.32	\$0.00
	13.000	03/27/13	09/18/14	\$721.96	\$677.60	\$0.00	\$44.36	\$0.00
Security Subtotal	33.000			\$1,832.68	\$1,598.00	\$0.00	\$234.68	\$0.00
CUSIP: 80105N105 Symbol: SNY								
SANOFI ADR	48.000	02/20/13	04/04/14	\$2,492.21	\$2,355.17	\$0.00	\$137.04	\$0.00
	5.000	02/20/13	06/03/14	\$265.78	\$245.33	\$0.00	\$20.45	\$0.00
Security Subtotal	53.000			\$2,757.99	\$2,600.50	\$0.00	\$157.49	\$0.00
CUSIP: 803054204 Symbol: SAP								
SAP AG	42.000	02/20/13	10/30/14	\$2,785.87	\$3,356.39	\$0.00	(\$570.52)	\$0.00
CUSIP: 803062108 Symbol:								
SAPIENT CORP	52.000	08/06/12	11/14/14	\$1,284.38	\$522.59	\$0.00	\$761.79	\$0.00
CUSIP: 80585Y308 Symbol: SBRCY								
SBERBANK RUSSIA SPONSORED ADR	69.000	08/05/11	04/01/14	\$667.66	\$944.44	\$276.78 W	(\$276.78)	\$0.00
	49.000	08/05/11	04/01/14	\$474.15	\$670.70	\$0.00	(\$196.55)	\$0.00
	16.000	08/05/11	06/25/14	\$164.76	\$219.00	\$54.24 W	(\$54.24)	\$0.00
	24.000	08/08/11	06/25/14	\$247.15	\$299.93	\$52.78 W	(\$52.78)	\$0.00
	41.000	08/08/11	06/25/14	\$422.21	\$512.37	\$90.16 W	(\$90.16)	\$0.00
Security Subtotal	199.000			\$1,975.93	\$2,646.44	\$473.96	(\$670.51)	\$0.00
CUSIP: 816850101 Symbol: SMTC								
SEMTECH CORP	4.000	06/10/11	08/20/14	\$100.63	\$104.00	\$0.00	(\$3.37)	\$0.00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) **OMB NO. 1545-0715**

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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)
(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)
SIGNET JEWELERS LIMITED								
	CUSIP: G81276100	Symbol: SIG						
	7.000	03/22/13	04/21/14	\$703.30	\$438.44	\$0.00	\$264.86	\$0.00
	1.000	03/22/13	11/25/14	\$128.78	\$62.63	\$0.00	\$66.15	\$0.00
	1.000	03/22/13	11/25/14	\$128.79	\$62.63	\$0.00	\$66.16	\$0.00
	3.000	04/23/13	11/25/14	\$386.36	\$201.07	\$0.00	\$185.29	\$0.00
	7.000	06/12/13	11/25/14	\$901.51	\$475.03	\$0.00	\$426.48	\$0.00
	4.000	06/28/13	11/25/14	\$515.15	\$271.29	\$0.00	\$243.86	\$0.00
Security Subtotal	23.000			\$2,763.89	\$1,511.09	\$0.00	\$1,252.80	\$0.00
SILICON LAB INC								
	CUSIP: 826919102	Symbol: SLAB						
	3.000	08/13/12	06/09/14	\$139.49	\$116.32	\$0.00	\$23.17	\$0.00
SLM CORPORATION								
	CUSIP: 78442P106	Symbol: SLM						
	275.000	05/21/13	08/05/14	\$2,439.11	\$2,270.39	\$0.00	\$168.72	\$0.00
SOUTHERN CO								
	CUSIP: 842587107	Symbol: SO						
	3.000	02/20/13	03/14/14	\$130.19	\$133.70	\$0.00	(\$3.51)	\$0.00
	35.000	02/20/13	08/06/14	\$1,476.79	\$1,559.80	\$0.00	(\$83.01)	\$0.00
	9.000	02/20/13	10/16/14	\$414.44	\$401.09	\$0.00	\$13.35	\$0.00
Security Subtotal	47.000			\$2,021.42	\$2,094.59	\$0.00	(\$73.17)	\$0.00
SPIRIT AIRLINES INC								
	CUSIP: 848577102	Symbol: SAVE						
	11.000	08/01/12	03/13/14	\$650.35	\$222.92	\$0.00	\$427.43	\$0.00
	6.000	12/10/12	03/13/14	\$354.73	\$102.72	\$0.00	\$252.01	\$0.00
	4.000	12/10/12	11/14/14	\$306.52	\$68.48	\$0.00	\$238.04	\$0.00
Security Subtotal	21.000			\$1,311.60	\$394.12	\$0.00	\$917.48	\$0.00

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued)

OMB NO. 1545-0715

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(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)
STAPLES INC								
		CUSIP: 855030102	Symbol: SPLS					
	110.000	07/19/12	05/27/14	\$1,255.07	\$1,413.16	\$0.00	(\$158.09)	\$0.00
	132.000	08/16/12	05/27/14	\$1,506.08	\$1,502.78	\$0.00	\$3.30	\$0.00
	15.000	02/20/13	05/27/14	\$171.15	\$204.30	\$0.00	(\$33.15)	\$0.00
	170.000	02/20/13	06/09/14	\$1,894.86	\$2,315.40	\$0.00	(\$420.54)	\$0.00
Security Subtotal	427.000			\$4,827.16	\$5,435.64	\$0.00	(\$608.48)	\$0.00
STARBUCKS CORP WASHINGTON								
		CUSIP: 855244109	Symbol: SBUX					
	5.000	06/27/13	07/29/14	\$394.99	\$328.63	\$0.00	\$66.36	\$0.00
	7.000	06/27/13	08/01/14	\$538.79	\$460.08	\$0.00	\$78.71	\$0.00
	6.000	06/27/13	09/26/14	\$444.99	\$394.35	\$0.00	\$50.64	\$0.00
Security Subtotal	18.000			\$1,378.77	\$1,183.06	\$0.00	\$195.71	\$0.00
SUNOPTA INC								
		CUSIP: 8676EP108	Symbol: STKL					
	43.000	01/26/12	06/17/14	\$557.05	\$194.94	\$0.00	\$362.11	\$0.00
	23.000	07/20/12	08/28/14	\$301.61	\$123.04	\$0.00	\$178.57	\$0.00
	31.000	07/20/12	09/17/14	\$393.07	\$165.83	\$0.00	\$227.24	\$0.00
Security Subtotal	97.000			\$1,251.73	\$483.81	\$0.00	\$767.92	\$0.00
SYNERGY RES CORP COM								
		CUSIP: 87164P103	Symbol: SYRG					
	41.000	07/18/13	08/08/14	\$522.13	\$304.22	\$0.00	\$217.91	\$0.00
TESLA MOTORS INC								
		CUSIP: 88160R101	Symbol: TSLA					
	2.000	08/23/13	11/06/14	\$491.03	\$320.94	\$0.00	\$170.09	\$0.00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

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Long Term - Covered Securities
(Continued)

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THE BOSTON BEER CO INC A	2.000	04/05/12	01/28/14	\$427.71	\$204.47	\$0.00	\$223.24	\$0.00
CUSIP: 100557107 Symbol: SAM								
THORATEC CORP NEW	13.000	05/06/13	08/08/14	\$296.19	\$427.14	\$0.00	(\$130.95)	\$0.00
CUSIP: 885175307 Symbol: THOR								
TIGER BRANDS LTD SPON ADR NEW	3.000	03/02/11	12/19/14	\$96.16	\$78.28	\$0.00	\$17.88	\$0.00
CUSIP: 88673M201 Symbol: TBLMY								
TIM HORTONS INC	3.000	06/10/11	01/30/14	\$156.69	\$132.69	\$0.00	\$24.00	\$0.00
	3.000	06/10/11	02/19/14	\$156.83	\$132.69	\$0.00	\$24.14	\$0.00
	3.000	06/10/11	05/23/14	\$162.87	\$132.69	\$0.00	\$30.18	\$0.00
	1.000	08/05/11	06/03/14	\$54.05	\$45.33	\$0.00	\$8.72	\$0.00
	2.000	01/26/12	06/03/14	\$108.09	\$97.22	\$0.00	\$10.87	\$0.00
	1.000	04/11/13	06/03/14	\$54.04	\$54.30	\$0.00	(\$0.26)	\$0.00
Security Subtotal	13.000			\$692.57	\$594.92	\$0.00	\$97.65	\$0.00
CUSIP: 88706M103 Symbol:								
TOTAL S A SPON ADR	73.000	02/28/12	06/25/14	\$5,328.33	\$4,119.24	\$0.00	\$1,209.09	\$0.00
CUSIP: 89151E109 Symbol: TOT								
TRACTOR SUPPLY CO	2.000	04/08/13	06/30/14	\$121.55	\$108.35	\$0.00	\$13.20	\$0.00
	2.000	04/16/13	07/01/14	\$120.87	\$105.49	\$0.00	\$15.38	\$0.00
Security Subtotal	4.000			\$242.42	\$213.84	\$0.00	\$28.58	\$0.00
CUSIP: 892356106 Symbol: TSCO								

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TRANSCANADA CORP(HLDG CO)	4.000	CUSIP: 89353D107	Symbol: TRP 06/03/13 08/06/14	\$197.83	\$184.22	\$0.00	\$13.61	\$0.00
TRAVELERS COMPANIES INC COM	5.000	CUSIP: 89417E109	Symbol: TRV 09/09/11 06/25/14	\$474.39	\$243.74	\$0.00	\$230.65	\$0.00
	4.000		12/13/11 06/25/14	\$379.51	\$225.87	\$0.00	\$153.64	\$0.00
	3.000		01/26/12 06/25/14	\$284.63	\$176.67	\$0.00	\$107.96	\$0.00
Security Subtotal	12.000			\$1,138.53	\$646.28	\$0.00	\$492.25	\$0.00
UGI CORPORATION NEW COM	7.000	CUSIP: 902681105	Symbol: UGI 02/20/13 03/14/14	\$313.49	\$249.34	\$0.00	\$64.15	\$0.00
	4.000		02/20/13 06/04/14	\$195.84	\$142.48	\$0.00	\$53.36	\$0.00
	34.000		02/20/13 08/06/14	\$1,628.22	\$1,211.08	\$0.00	\$417.14	\$0.00
	34.000		02/20/13 10/16/14	\$1,174.85	\$807.38	\$0.00	\$367.47	\$0.00
Security Subtotal	79.000			\$3,312.40	\$2,410.28	\$0.00	\$902.12	\$0.00
ULTA SALON COS & FRAGR INC	1.000	CUSIP: 90384S303	Symbol: ULTA 05/10/12 03/07/14	\$86.98	\$85.70	\$0.00	\$1.28	\$0.00
	1.000		05/10/12 03/31/14	\$97.34	\$85.70	\$0.00	\$11.64	\$0.00
	1.000		07/20/12 04/01/14	\$98.02	\$87.94	\$0.00	\$10.08	\$0.00
	1.000		10/19/12 04/17/14	\$87.18	\$94.50	\$0.00	(\$7.32)	\$0.00
	1.000		02/26/13 04/17/14	\$87.18	\$86.27	\$0.00	\$0.91	\$0.00
	1.000		03/25/13 04/17/14	\$87.19	\$76.98	\$0.00	\$10.21	\$0.00
Security Subtotal	6.000			\$543.89	\$517.09	\$0.00	\$26.80	\$0.00

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Customer Service: 866-324-6088

1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued)

OMB NO. 1545-0715

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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

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)
(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)
UNILEVER PLC (NEW) ADS	66,000	CUSIP: 904767704	Symbol: UL					
		02/20/13	10/24/14	\$2,569.70	\$2,666.23	\$0.00	(\$96.53)	\$0.00
UNIVERSAL HEALTH SERVICES B	1,000	CUSIP: 913903100	Symbol: UHS					
		06/10/11	01/13/14	\$85.56	\$51.40	\$0.00	\$34.16	\$0.00
		06/10/11	06/30/14	\$95.45	\$51.40	\$0.00	\$44.05	\$0.00
		06/10/11	09/26/14	\$109.28	\$51.40	\$0.00	\$57.88	\$0.00
		06/10/11	09/29/14	\$109.73	\$51.40	\$0.00	\$58.33	\$0.00
		06/10/11	11/06/14	\$200.92	\$102.80	\$0.00	\$98.12	\$0.00
		08/02/11	11/12/14	\$98.91	\$46.13	\$0.00	\$52.78	\$0.00
		09/16/11	11/12/14	\$98.91	\$38.51	\$0.00	\$60.40	\$0.00
		01/26/12	11/12/14	\$196.34	\$82.20	\$0.00	\$114.14	\$0.00
Security Subtotal	10,000			\$995.10	\$475.24	\$0.00	\$519.86	\$0.00
URBAN OUTFITTERS INC	3,000	CUSIP: 917047102	Symbol: URBN					
		02/03/12	06/13/14	\$100.36	\$83.86	\$0.00	\$16.50	\$0.00
		07/03/12	06/16/14	\$166.10	\$135.77	\$0.00	\$30.33	\$0.00
		02/20/13	06/16/14	\$33.22	\$41.16	\$0.00	(\$7.94)	\$0.00
Security Subtotal	9,000			\$299.68	\$260.79	\$0.00	\$38.89	\$0.00
VALEANT PHARMACEUTIC INTL INC	1,000	CUSIP: 91911K102	Symbol: VRX					
		06/10/11	01/06/14	\$115.72	\$52.60	\$0.00	\$63.12	\$0.00
		11/07/11	01/06/14	\$231.44	\$84.32	\$0.00	\$147.12	\$0.00
		01/10/12	01/06/14	\$115.71	\$50.11	\$0.00	\$65.60	\$0.00
		01/26/12	01/07/14	\$243.01	\$98.36	\$0.00	\$144.65	\$0.00

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1099 Consolidated Tax Statement Tax Year 2014 Copy B For Recipient

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632
Taxpayer ID Number: XX-XXX8780
Account Number: 616 070335 038
Customer Service: 866-324-6088

BERNARD SPAIN TTEE
JOAN & BERNARD SPAIN FOUNDATION
TR U/A DTD 10/06/2000
233 S 6TH STREET APT 2505
PHILADELPHIA PA 19106-3757

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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 (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) (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)
VALEANT PHARMACEUTIC INTL INC(Cont.) CUSIP: 91911K102 Symbol: VRX								
	1.000	01/26/12	01/09/14	\$129.03	\$49.18	\$0.00	\$79.85	\$0.00
	8.000	06/27/13	09/25/14	\$1,015.49	\$691.20	\$0.00	\$324.29	\$0.00
	15.000			\$1,850.40	\$1,025.77	\$0.00	\$824.63	\$0.00
Security Subtotal								
VALEO SPONSORED ADR CUSIP: 919134304 Symbol: VLEEY								
	11.000	02/20/13	05/13/14	\$720.34	\$300.46	\$0.00	\$419.88	\$0.00
VERISIGN INC CUSIP: 92343E102 Symbol: VRSN								
	1.000	06/10/11	01/23/14	\$61.95	\$33.77	\$0.00	\$28.18	\$0.00
	2.000	06/10/11	02/03/14	\$113.05	\$67.54	\$0.00	\$45.51	\$0.00
	1.000	06/10/11	02/07/14	\$52.61	\$33.77	\$0.00	\$18.84	\$0.00
	1.000	06/10/11	03/17/14	\$51.07	\$33.77	\$0.00	\$17.30	\$0.00
	1.000	06/24/11	03/17/14	\$51.07	\$33.57	\$0.00	\$17.50	\$0.00
	1.000	09/30/11	03/17/14	\$51.07	\$28.80	\$0.00	\$22.27	\$0.00
	1.000	12/05/11	03/17/14	\$50.10	\$33.67	\$0.00	\$16.43	\$0.00
	1.000	12/05/11	03/17/14	\$51.06	\$33.67	\$0.00	\$17.39	\$0.00
	1.000	01/26/12	03/17/14	\$50.10	\$35.72	\$0.00	\$14.38	\$0.00
	3.000	01/26/12	04/02/14	\$158.98	\$107.16	\$0.00	\$51.82	\$0.00
	3.000	01/26/12	04/24/14	\$147.92	\$107.16	\$0.00	\$40.76	\$0.00
	3.000	01/31/12	04/28/14	\$141.00	\$111.15	\$0.00	\$29.85	\$0.00
	4.000	10/26/12	04/30/14	\$188.61	\$156.00	\$0.00	\$32.61	\$0.00
Security Subtotal	23.000			\$1,168.59	\$815.75	\$0.00	\$352.84	\$0.00
VERTEX PHARMACEUTICALS CUSIP: 92532F100 Symbol: VRTX								
	1.000	11/02/12	06/24/14	\$94.60	\$44.38	\$0.00	\$50.22	\$0.00

Security Mark at Right

1099 Consolidated Tax Statement
Tax Year 2014 Copy B For Recipient

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1 New York Plaza
8th Floor

New York, NY 10004
Identification Number: 26-4310632

BERNARD SPAIN TTEE
JOAN & BERNARD SPAIN FOUNDATION
TR U/T/A DTD 10/06/2000
233 S 6TH STREET APT 2505
PHILADELPHIA PA 19106-3757

Taxpayer ID Number: XX-XXX8780
Account Number: 616 070335 038

Customer Service: 866-324-6088

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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)
VERTEX PHARMACEUTICALS(Cont.)								
		CUSIP: 92532F100	Symbol: VRTX					
	1.000	11/02/12	06/24/14	\$94.60	\$44.39	\$0.00	\$50.21	\$0.00
	3.000	06/27/13	09/10/14	\$283.50	\$240.30	\$0.00	\$43.20	\$0.00
	1.000	06/27/13	09/11/14	\$94.25	\$80.10	\$0.00	\$14.15	\$0.00
Security Subtotal	6.000			\$566.95	\$409.17	\$0.00	\$157.78	\$0.00
VIRTUS INVT PARTNERS INC COM								
		CUSIP: 92828Q109	Symbol: VRTS					
	1.000	11/26/12	09/16/14	\$187.06	\$112.40	\$0.00	\$74.66	\$0.00
VITAMIN SHOPPE INC COM								
		CUSIP: 92849E101	Symbol: VSI					
	2.000	09/24/12	06/10/14	\$88.10	\$117.34	\$29.24 W	(\$29.24)	\$0.00
	3.000	09/24/12	12/29/14	\$142.86	\$176.00	\$0.00	(\$33.14)	\$0.00
	2.000	10/09/12	12/29/14	\$95.24	\$116.36	\$0.00	(\$21.12)	\$0.00
	3.000	04/16/13	12/29/14	\$142.86	\$153.80	\$0.00	(\$10.94)	\$0.00
	3.000	04/26/13	12/29/14	\$142.86	\$149.23	\$0.00	(\$6.37)	\$0.00
	3.000	08/09/13	12/29/14	\$142.86	\$129.03	\$0.00	\$13.83	\$0.00
Security Subtotal	16.000			\$754.78	\$841.76	\$29.24	(\$86.98)	\$0.00
VOLCANO CORP								
		CUSIP: 928645100	Symbol: VOLC					
	13.000	01/04/13	03/13/14	\$282.31	\$307.13	\$0.00	(\$24.82)	\$0.00
	5.000	01/04/13	04/17/14	\$96.99	\$118.13	\$0.00	(\$21.14)	\$0.00
	5.000	01/04/13	09/16/14	\$57.50	\$118.13	\$0.00	(\$60.63)	\$0.00
	13.000	05/20/13	09/16/14	\$149.50	\$217.22	\$0.00	(\$67.72)	\$0.00
Security Subtotal	36.000			\$586.30	\$760.61	\$0.00	(\$174.31)	\$0.00

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued)

OMB NO. 1545-0715

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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) (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)
WADDELL&REED FINCL INC CL A		CUSIP: 930059100	Symbol: WDR					
	1.000	08/02/13	09/11/14	\$53.52	\$52.56	\$0.00	\$0.96	\$0.00
	1.000	08/02/13	09/15/14	\$53.33	\$52.56	\$0.00	\$0.77	\$0.00
	2.000	08/15/13	09/15/14	\$106.67	\$99.26	\$0.00	\$7.41	\$0.00
	2.000	08/15/13	09/18/14	\$108.26	\$99.26	\$0.00	\$9.00	\$0.00
Security Subtotal	6.000			\$321.78	\$303.64	\$0.00	\$18.14	\$0.00
WAL MART STORES INC		CUSIP: 931142103	Symbol: WMT					
	7.000	10/04/11	06/25/14	\$529.18	\$364.90	\$0.00	\$164.28	\$0.00
WALT DISNEY CO HLDG CO		CUSIP: 254687106	Symbol: DIS					
	55.000	06/27/13	12/08/14	\$5,181.60	\$3,506.25	\$0.00	\$1,675.35	\$0.00
WATERS CORP		CUSIP: 941848103	Symbol: WAT					
	1.000	06/25/11	04/29/14	\$101.47	\$105.43	\$0.00	(\$3.96)	\$0.00
	1.000	10/26/11	04/29/14	\$101.48	\$76.72	\$0.00	\$24.76	\$0.00
	1.000	03/20/12	04/30/14	\$98.07	\$93.05	\$0.00	\$5.02	\$0.00
	1.000	06/01/12	04/30/14	\$98.07	\$78.19	\$0.00	\$19.88	\$0.00
Security Subtotal	4.000			\$399.09	\$353.39	\$0.00	\$45.70	\$0.00
WELLS FARGO & CO NEW		CUSIP: 949746101	Symbol: WFC					
	48.000	01/26/12	06/25/14	\$2,522.99	\$1,394.40	\$0.00	\$1,128.59	\$0.00
	31.000	01/26/12	06/25/14	\$1,629.43	\$900.55	\$0.00	\$728.88	\$0.00
	35.000	02/28/12	06/25/14	\$1,839.69	\$1,095.00	\$0.00	\$744.69	\$0.00
Security Subtotal	114.000			\$5,992.11	\$3,389.95	\$0.00	\$2,602.16	\$0.00

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WHOLE FOODS MARKETS INC								
	CUSIP: 966837106	Symbol: WFM						
	2.454	06/13/11	01/28/14	\$126.60	\$67.17	\$0.00	\$59.43	\$0.00
	2.546	01/26/12	01/28/14	\$131.34	\$75.31	\$0.00	\$56.03	\$0.00
	2.000	06/27/13	07/17/14	\$72.66	\$104.90	\$32.24 W	(\$32.24)	\$0.00
	3.000	06/27/13	11/11/14	\$142.46	\$157.35	\$0.00	(\$14.89)	\$0.00
	1.000	06/27/13	12/17/14	\$48.00	\$52.44	\$0.00	(\$4.44)	\$0.00
	1.000	06/27/13	12/17/14	\$48.00	\$52.45	\$0.00	(\$4.45)	\$0.00
	1.000	07/30/13	12/17/14	\$48.00	\$55.69	\$0.00	(\$7.69)	\$0.00
	1.000	07/30/13	12/17/14	\$48.01	\$55.69	\$0.00	(\$7.68)	\$0.00
	1.000	06/27/13	12/22/14	\$49.16	\$51.90	\$0.00	(\$2.74)	\$0.00
	2.000	07/26/13	12/22/14	\$98.32	\$108.48	\$0.00	(\$10.16)	\$0.00
	1.000	10/10/13	12/22/14	\$49.16	\$60.23	\$0.00	(\$11.07)	\$0.00
	2.000	06/27/13	12/26/14	\$97.42	\$110.64	\$0.00	(\$13.22)	\$0.00
Security Subtotal	20.000			\$959.13	\$952.25	\$32.24	\$6.88	\$0.00
WILLIAMS CO INC								
	CUSIP: 969457100	Symbol: WMB						
	4.000	02/20/13	03/14/14	\$164.89	\$139.43	\$0.00	\$25.46	\$0.00
	7.000	02/20/13	06/04/14	\$328.41	\$244.00	\$0.00	\$84.41	\$0.00
	11.000	02/20/13	08/06/14	\$608.68	\$383.43	\$0.00	\$225.25	\$0.00
Security Subtotal	22.000			\$1,101.98	\$766.86	\$0.00	\$335.12	\$0.00
WOOLWORTHS HLDGS LTD								
	CUSIP: 98088R505	Symbol: WLWHY						
	6.000	03/09/12	06/25/14	\$432.52	\$362.58	\$0.00	\$69.94	\$0.00

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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)

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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)
WYNN MACAU LTD UNSPON ADR		CUSIP: 98313R106	Symbol: WYNNMY					
	60.000	11/12/12	01/08/14	\$2,870.17	\$1,755.49	\$0.00	\$1,114.68	\$0.00
	15.000	02/20/13	06/25/14	\$545.61	\$387.00	\$0.00	\$158.61	\$0.00
Security Subtotal	75.000			\$3,415.78	\$2,142.49	\$0.00	\$1,273.29	\$0.00
XEROX CORP		CUSIP: 984121103	Symbol: XFRX					
	276.000	02/28/12	06/25/14	\$3,489.42	\$2,292.62	\$0.00	\$1,196.80	\$0.00
XILINX INC		CUSIP: 983919101	Symbol: XLNX					
	3.000	06/10/11	07/23/14	\$123.12	\$100.32	\$0.00	\$22.80	\$0.00
	2.000	06/10/11	10/28/14	\$85.60	\$66.88	\$0.00	\$18.72	\$0.00
Security Subtotal	5.000			\$208.72	\$167.20	\$0.00	\$41.52	\$0.00
YAHOO JAPAN CP UNSPON ADR		CUSIP: 98433V102	Symbol: YAHOOY					
	174.000	02/20/13	05/15/14	\$1,453.09	\$1,470.70	\$0.00	(\$17.61)	\$0.00
YELP INC		CUSIP: 985817105	Symbol: YELP					
	21.000	09/27/12	02/18/14	\$1,898.81	\$545.15	\$0.00	\$1,353.66	\$0.00
	10.000	11/02/12	02/18/14	\$904.19	\$212.47	\$0.00	\$691.72	\$0.00
	4.000	11/20/12	02/18/14	\$361.68	\$75.25	\$0.00	\$286.43	\$0.00
Security Subtotal	35.000			\$3,164.68	\$832.87	\$0.00	\$2,331.81	\$0.00
YPF SOCIEDAD ADS REP 1 CL-D SH		CUSIP: 984245100	Symbol: YPF					
	6.000	03/22/11	04/11/14	\$174.99	\$273.69	\$0.00	(\$98.70)	\$0.00
	51.000	03/28/11	04/11/14	\$1,487.43	\$2,166.56	\$0.00	(\$679.13)	\$0.00
	1.000	03/29/11	04/11/14	\$29.17	\$41.57	\$0.00	(\$12.40)	\$0.00
	3.000	05/09/11	04/11/14	\$87.50	\$125.71	\$0.00	(\$38.21)	\$0.00

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(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)
YPF SOCIEDAD ADS REP 1 CL-D SH(Cont.) CUSIP: 984245100 Symbol: YPF								
	7 000	06/10/11	04/11/14	\$204 16	\$295 61	\$0 00	(\$91 45)	\$0 00
	31 000	02/20/13	04/11/14	\$904 11	\$502 99	\$0 00	\$401 12	\$0 00
	14 000	02/20/13	06/25/14	\$486 49	\$227 15	\$0 00	\$259 34	\$0 00
	7 000	06/27/13	07/31/14	\$255 22	\$101 62	\$0 00	\$153 60	\$0 00
	64 000	07/19/13	07/31/14	\$2 333 48	\$1 099 05	\$0 00	\$1 234 43	\$0 00
Security Subtotal	184 000			\$5 962 55	\$4 833 95	\$0 00	\$1 128 60	\$0 00
3 D SYSTEMS CORP NEW CUSIP: 88554D205 Symbol: DDD								
	10 000	11/01/13	11/03/14	\$382 44	\$621 61	\$0 00	(\$239 17)	\$0 00
Total Long Term Covered Securities				\$372,138.75	\$299,094.61	\$1,010.08	\$73,044.14	\$0.00

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1099 Consolidated Tax Statement Tax Year 2014 Copy B For Recipient

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632
Taxpayer ID Number: XX-XXX8780
Account Number 616 070335 038
Customer Service: 866-324-6088

BERNARD SPAIN TTEE
JOAN & BERNARD SPAIN FOUNDATION
TR U/A DTD 10/06/2000
233 S 6TH STREET APT 2505
PHILADELPHIA PA 19106-3757

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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 - 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 9949 Part II with box E checked)

DESCRIPTION (Box 8)	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)
ACCESS MIDSTREAM PARTNERS L P	2.000	CUSIP: 00434L109	Symbol: 02/28/13 06/04/14	\$126.36	\$73.60	\$0.00	\$52.76	\$0.00
ACTAVIS PLC	0.661	CUSIP: G0083B108	Symbol: ACT 07/01/14	\$146.43	NOT ON FILE	\$0.00	\$0.00	\$0.00
AKBANK TURK ANONIM SIRKETI ADR	107.000	CUSIP: 009719501	Symbol: AKBTY 11/11/10 06/25/14	\$797.97	\$1,353.55	\$0.00	(\$555.58)	\$0.00
ALLIANCE HOLDINGS GP LP COM	4.000	CUSIP: 01861G100	Symbol: AHGP 02/20/13 03/14/14	\$242.83	\$207.29	\$0.00	\$35.54	\$0.00
	2.000	02/20/13 06/04/14		\$133.41	\$103.64	\$0.00	\$29.77	\$0.00
	2.000	02/20/13 08/06/14		\$139.07	\$103.64	\$0.00	\$35.43	\$0.00
Security Subtotal	8.000			\$515.31	\$414.57	\$0.00	\$100.74	\$0.00
ALLIANCE RES PARTNERS LP	2.000	CUSIP: 01877R108	Symbol: ARLP 02/20/13 03/14/14	\$161.35	\$124.90	\$0.00	\$36.45	\$0.00
	3.000	02/20/13 06/04/14		\$267.97	\$187.35	\$0.00	\$80.62	\$0.00
	6.000	02/20/13 10/16/14		\$259.00	\$187.35	\$0.00	\$71.65	\$0.00
Security Subtotal	11.000			\$688.32	\$499.60	\$0.00	\$188.72	\$0.00
AMERIGAS PARTNERS COMMON UNITS	8.000	CUSIP: 030975106	Symbol: APU 02/20/13 06/04/14	\$380.24	\$348.82	\$0.00	\$31.42	\$0.00
	4.000	02/20/13 10/16/14		\$179.53	\$174.41	\$0.00	\$5.12	\$0.00
Security Subtotal	12.000			\$559.77	\$523.23	\$0.00	\$36.54	\$0.00

CONTINUED ON NEXT PAGE

1099 Consolidated Tax Statement
Tax Year 2014 Copy B For RecipientMorgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004BERNARD SPAIN TTEE
JOAN & BERNARD SPAIN FOUNDATION
TR U/T/A DTD 10/06/2000
233 S 6TH STREET APT 2505
PHILADELPHIA PA 19106-3757Identification Number: 26-4310632
Taxpayer ID Number: XX-XXX8780
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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 - 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 II with box E checked) (Continued)

DESCRIPTION (Box 8)	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)
BANCO DO BRASIL SA SPON ADR	135.000	CUSIP: 059578104	Symbol: BDORY					
		11/11/10	06/25/14	\$1,545.85	\$2,689.20	\$0.00	(\$1,143.35)	\$0.00
	64.000	11/11/10	10/14/14	\$863.98	\$1,274.88	\$0.00	(\$410.90)	\$0.00
Security Subtotal	199.000			\$2,409.83	\$3,964.08	\$0.00	(\$1,554.25)	\$0.00
BANCO MACRO S A SPONS ADR	27.000	CUSIP: 05961W105	Symbol: BMA					
		11/11/10	05/01/14	\$825.89	\$1,362.96	\$0.00	(\$537.07)	\$0.00
	26.000	11/11/10	05/02/14	\$803.93	\$1,312.48	\$0.00	(\$508.55)	\$0.00
Security Subtotal	53.000			\$1,629.82	\$2,675.44	\$0.00	(\$1,045.62)	\$0.00
BIDVEST GROUP LTD SPONS ADR	26.000	CUSIP: 088636309	Symbol: BDVSY					
		11/22/10	04/08/14	\$1,414.57	\$1,181.18	\$0.00	\$233.39	\$0.00
CHINA CONSTRUCTION BANK CORP	78.000	CUSIP: 168919108	Symbol: CICHY					
		11/11/10	06/04/14	\$1,152.21	\$1,610.86	\$0.00	(\$458.65)	\$0.00
	50.000	11/11/10	06/25/14	\$739.73	\$1,032.60	\$0.00	(\$292.87)	\$0.00
Security Subtotal	128.000			\$1,891.94	\$2,643.46	\$0.00	(\$751.52)	\$0.00
CIELO SA SPONSORED ADR NEW	40.000	CUSIP: 171778202	Symbol: CIOXY					
		12/30/10	01/15/14	\$1,128.78	\$603.60	\$0.00	\$525.18	\$0.00
	24.000	12/30/10	06/25/14	\$501.11	\$181.08	\$0.00	\$320.03	\$0.00
Security Subtotal	64.000			\$1,629.89	\$784.68	\$0.00	\$845.21	\$0.00
COMMERCIAL INTL BNK LTD SP ADR	185.000	CUSIP: 201712304	Symbol: CIBEY					
		11/11/10	06/25/14	\$889.27	\$917.60	\$0.00	(\$28.33)	\$0.00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

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Morgan Stanley

1099 Consolidated Tax Statement Tax Year 2014 Copy B For Recipient

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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 - 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 II with box E checked) (Continued)

DESCRIPTION (Box 8)	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)
EL PASO PIPELINE PARTNERS LP								
	68 000	02/20/13	06/04/14	\$2,325.04	\$2,914.19	\$0.00	(\$589.15)	\$0.00
	22 000	02/20/13	08/06/14	\$737.34	\$942.82	\$0.00	(\$205.48)	\$0.00
	44 000	02/20/13	10/16/14	\$1,710.74	\$1,885.65	\$0.00	(\$174.91)	\$0.00
	10 000	06/03/13	10/16/14	\$388.80	\$415.59	\$0.00	(\$26.79)	\$0.00
Security Subtotal	144 000			\$5,161.92	\$6,158.25	\$0.00	(\$996.33)	\$0.00
ENERGY TRANS EQTY LP								
	4 000	02/20/13	03/14/14	\$183.82	\$101.69	\$0.00	\$82.13	\$0.00
	3 000	02/20/13	06/04/14	\$157.97	\$76.27	\$0.00	\$81.70	\$0.00
	1 000	02/20/13	08/06/14	\$54.39	\$25.42	\$0.00	\$28.97	\$0.00
	2 000	02/20/13	10/16/14	\$111.87	\$50.84	\$0.00	\$61.03	\$0.00
Security Subtotal	10 000			\$508.05	\$254.22	\$0.00	\$253.83	\$0.00
ENSCO PLC CLASS A								
	47 000	02/28/12	04/08/14	\$2,366.55	\$2,738.28	\$0.00	(\$371.73)	\$0.00
ENTERPRISE PROD PARTNRS L P								
	40 000	02/20/13	06/04/14	\$3,024.10	\$2,277.66	\$0.00	\$746.44	\$0.00
	39 000	02/20/13	10/16/14	\$1,472.12	\$1,110.36	\$0.00	\$361.76	\$0.00
Security Subtotal	79 000			\$4,496.22	\$3,388.02	\$0.00	\$1,108.20	\$0.00
EQT MIDSTREAM PTNRS LP								
	1 000	02/20/13	03/14/14	\$64.08	\$37.99	\$0.00	\$26.09	\$0.00
	8 000	02/20/13	06/04/14	\$680.94	\$303.90	\$0.00	\$377.04	\$0.00
	2 000	02/20/13	10/16/14	\$170.82	\$75.98	\$0.00	\$94.84	\$0.00
Security Subtotal	11 000			\$915.84	\$417.87	\$0.00	\$497.97	\$0.00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

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1099 Consolidated Tax Statement Tax Year 2014 Copy B For Recipient

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued)

OMB NO. 1545-0715

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GRUPO TELEVISIA S A GLOBAL DEP	38 000	CUSIP: 40049J206 11/11/10	Symbol: TV 01/21/14	\$1,129.56	\$875.43	\$0.00	\$254.13	\$0.00
HOLLY ENERGY PARTNERS L P	10 000	CUSIP: 435763107 02/20/13	Symbol: HEP 10/16/14	\$351.84	\$384.89	\$0.00	(\$33.05)	\$0.00
KIMBERLY CLARK SPON ADR	151 000	CUSIP: 494386204 11/11/10	Symbol: KCDMY 01/09/14	\$2,061.25	\$1,594.56	\$0.00	\$466.69	\$0.00
	55,000	11/11/10	06/25/14	\$757.13	\$580.80	\$0.00	\$176.33	\$0.00
Security Subtotal	206,000			\$2,818.38	\$2,175.36	\$0.00	\$643.02	\$0.00
KINDER MORGAN INCORP	0 552	CUSIP: 49456B101 02/20/13	Symbol: KMI 12/01/14	\$22.95	\$17.22	\$0.00	\$5.73	\$0.00
KOC HLDG AS UNSPON ADR	49,000	CUSIP: 49989A109 11/11/10	Symbol: KHOLY 06/25/14	\$1,198.02	\$1,232.07	\$0.00	(\$34.05)	\$0.00
MAGELLAN MIDSTREAM PARTNERS LP	6 000	CUSIP: 559080106 02/20/13	Symbol: MMP 03/14/14	\$415.50	\$302.06	\$0.00	\$113.44	\$0.00
	9,000	02/20/13	06/04/14	\$745.28	\$453.09	\$0.00	\$292.19	\$0.00
Security Subtotal	15,000			\$1,160.78	\$755.15	\$0.00	\$405.63	\$0.00
MOBILE TELESYSTEMS OJSC	63,000	CUSIP: 607409109 11/11/10	Symbol: MBT 06/25/14	\$1,245.16	\$1,354.36	\$0.00	(\$109.20)	\$0.00
NAVIENT CORP COM	61 000	CUSIP: 63938C108 05/21/13	Symbol: NAVI 06/25/14	\$1,075.10	\$899.21	\$0.00	\$175.89	\$0.00

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NEDBANK GRP LTD SPON ADR		CUSIP: 63975K104 Symbol: NDBKY						
	30.000	11/11/10	04/03/14	\$611.85	\$577.20	\$0.00	\$34.65	\$0.00
	96.000	11/11/10	04/08/14	\$1,996.82	\$1,847.04	\$0.00	\$149.78	\$0.00
Security Subtotal	126.000			\$2,608.67	\$2,424.24	\$0.00	\$184.43	\$0.00
NETEASE COM INC ADS		CUSIP: 64110W102 Symbol: NTES						
	8.000	11/11/10	06/25/14	\$615.92	\$324.64	\$0.00	\$291.28	\$0.00
NGL ENERGY PARTNERS LP COM UNIT		CUSIP: 62913M107 Symbol: NGL						
	8.000	02/28/13	06/04/14	\$322.54	\$195.26	\$0.00	\$127.28	\$0.00
	6.000	02/28/13	08/06/14	\$253.65	\$146.45	\$0.00	\$107.20	\$0.00
Security Subtotal	14.000			\$576.19	\$341.71	\$0.00	\$234.48	\$0.00
ONEOK PARTNERS LP		CUSIP: 68268N103 Symbol: OKS						
	26.000	02/20/13	10/16/14	\$1,354.40	\$1,585.22	\$0.00	(\$230.82)	\$0.00
ORASCOM CONSTR INDS SPON		CUSIP: 68554N403 Symbol:						
	38.000	12/29/10	03/03/14	\$1,592.17	\$1,845.12	\$0.00	(\$252.95)	\$0.00
ORIFLAME COSMETICS SA SPON ADR		CUSIP: 686194200 Symbol: ORFLY						
	42.000	11/11/10	06/25/14	\$501.46	\$1,180.20	\$0.00	(\$678.74)	\$0.00
PHILIPPINE LG DIST TEL SPN ADR		CUSIP: 718252604 Symbol: PHI						
	15.000	11/11/10	06/25/14	\$996.54	\$835.95	\$0.00	\$160.59	\$0.00
PIMCO EMERGING LOCAL BD P		CUSIP: 72201M396 Symbol: PELPX						
	3,401.203	11/11/10	06/25/14	\$32,957.66	\$37,516.82	\$0.00	(\$4,559.16)	\$0.00
	137.516	01/04/11	06/25/14	\$1,332.53	\$1,459.11	\$0.00	(\$126.58)	\$0.00
Security Subtotal	3,538.719			\$34,290.19	\$38,975.93	\$0.00	(\$4,685.74)	\$0.00

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Tax Year 2014 Copy B For Recipient

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OMB NO. 1545-0715

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PLAINS ALL AMERICAN PIPELINE LP	4,000	CUSIP: 726503105	Symbol: PAA 02/20/13	06/04/14	\$228.82	\$215.88	\$0.00	\$12.94
PNC FINL SVCS GP	2,000	CUSIP: 693475105	Symbol: PNC 11/11/10	06/25/14	\$177.40	\$115.11	\$0.00	\$62.29
PPC LIMITED UNSPON ADR	31,000	CUSIP: 69354A104	Symbol: PPCYY 11/11/10	06/25/14	\$185.63	\$307.21	\$0.00	(\$121.58)
PT BK MANDIRI PERSERO TBK UNSP	120,000	CUSIP: 69367U105	Symbol: PPERY 12/23/10	03/13/14	\$954.98	\$849.69	\$0.00	\$105.29
	5,000		12/23/10	06/25/14	\$40.40	\$35.40	\$0.00	\$5.00
Security Subtotal	125,000				\$995.38	\$885.09	\$0.00	\$110.29
PT SEMEN GRESIK PERSERO ADR	6,000	CUSIP: 69367J100	Symbol: PSGTY 11/22/10	06/25/14	\$147.90	\$134.72	\$0.00	\$13.18
	17,000		12/03/10	06/25/14	\$419.06	\$358.34	\$0.00	\$60.72
Security Subtotal	23,000				\$566.96	\$493.06	\$0.00	\$73.90
PT TELEKOMUNIKASI INDONESIA	38,000	CUSIP: 715684106	Symbol: TLK 11/11/10	06/13/14	\$1,554.54	\$1,434.50	\$0.00	\$120.04
	4,000		11/11/10	06/25/14	\$163.94	\$151.00	\$0.00	\$12.94
Security Subtotal	42,000				\$1,718.48	\$1,585.50	\$0.00	\$132.98
PT UNITED TRACTORS ADR	19,000	CUSIP: 69367T108	Symbol: PUTKY 11/11/10	06/25/14	\$720.29	\$997.50	\$0.00	(\$277.21)
RED HAT INC	1,000	CUSIP: 756577102	Symbol: RHT 12/07/10	12/05/14	\$61.39	\$47.43	\$0.00	\$13.96

IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

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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 - 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 II with box E checked) (Continued)

DESCRIPTION (Box 8)	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)
SANLAM LTD ADR		CUSIP: 80104Q208	Symbol: SLLDY					
	24 000	11/11/10	04/09/14	\$625.94	\$471.84	\$0.00	\$154.10	\$0.00
	25 000	11/11/10	06/25/14	\$726.42	\$491.50	\$0.00	\$234.92	\$0.00
	0.000	11/11/10	10/27/14	\$6.42	\$0.00	\$0.00	\$6.42	\$0.00
Security Subtotal	49.000			\$1,358.78	\$963.34	\$0.00	\$395.44	\$0.00
SHINHAN FINANCIAL GROUP CO LTD		CUSIP: 824596100	Symbol: SHG					
	18.000	11/11/10	06/25/14	\$815.42	\$695.70	\$0.00	\$119.72	\$0.00
SHOPRITE HLDGS LTD SPONSORED A		CUSIP: 82510E209	Symbol: SRGHY					
	22 000	11/11/10	06/25/14	\$318.88	\$332.53	\$0.00	(\$13.65)	\$0.00
SPECTRA ENERGY PARTNERS L.P		CUSIP: 84756N109	Symbol: SEP					
	9.000	02/20/13	03/14/14	\$433.93	\$328.38	\$0.00	\$105.55	\$0.00
	4 000	02/20/13	06/04/14	\$211.06	\$145.94	\$0.00	\$65.12	\$0.00
	5.000	02/20/13	10/16/14	\$262.30	\$182.43	\$0.00	\$79.87	\$0.00
Security Subtotal	18.000			\$907.29	\$656.75	\$0.00	\$250.54	\$0.00
STANDARD BANK GROUP LTD SPON		CUSIP: 853118206	Symbol: SGBLY					
	39 000	11/11/10	06/25/14	\$534.01	\$583.64	\$0.00	(\$49.63)	\$0.00
TAIWAN SMCNDCR MFG CO LTD ADR		CUSIP: 874039100	Symbol: TSM					
	72 000	11/11/10	06/25/14	\$1,511.24	\$798.93	\$0.00	\$712.31	\$0.00
	3.000	11/11/10	06/25/14	\$62.97	\$33.29	\$0.00	\$29.68	\$0.00
Security Subtotal	75.000			\$1,574.21	\$832.22	\$0.00	\$741.99	\$0.00

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1099 Consolidated Tax Statement
Tax Year 2014 Copy B For RecipientMorgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th FloorNew York, NY 10004
Identification Number: 26-4310632Taxpayer ID Number: XX-XXX8780
Account Number: 616 070335 038

Customer Service: 866-324-6088

BERNARD SPAIN TTEE
JOAN & BERNARD SPAIN FOUNDATION
TR U/T/A DTD 10/06/2000
233 S 6TH STREET APT 2505
PHILADELPHIA PA 19106-3757

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

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 - 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 II with box E checked) (Continued)

DESCRIPTION (Box 8)	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)
TEEKAY LNG PARTNERS L P		CUSIP: Y8564M105	Symbol: TGP					
	26.000	02/20/13	06/04/14	\$1,148.29	\$1,103.69	\$0.00	\$44.60	\$0.00
	33.000	02/20/13	08/06/14	\$1,372.71	\$1,400.84	\$0.00	(\$28.13)	\$0.00
Security Subtotal	59.000			\$2,521.00	\$2,504.53	\$0.00	\$16.47	\$0.00
TIGER BRANDS LTD SPON ADR NEW		CUSIP: 88673M201	Symbol: TBLMY					
	19.000	11/11/10	06/25/14	\$537.30	\$508.82	\$0.00	\$28.48	\$0.00
	26.000	11/11/10	12/19/14	\$833.38	\$696.28	\$0.00	\$137.10	\$0.00
Security Subtotal	45.000			\$1,370.68	\$1,205.10	\$0.00	\$165.58	\$0.00
TRANSMONTAIGNE PARTNERS LP		CUSIP: 89376V100	Symbol: TLP					
	7.000	02/20/13	06/04/14	\$343.69	\$301.56	\$0.00	\$42.13	\$0.00
	4.000	02/20/13	10/16/14	\$148.07	\$172.32	\$0.00	(\$24.25)	\$0.00
Security Subtotal	11.000			\$491.76	\$473.88	\$0.00	\$17.88	\$0.00
TURKCELL ILETISM HIZM AS NEW		CUSIP: 900111204	Symbol: TKC					
	60.000	11/11/10	06/25/14	\$924.13	\$1,139.25	\$0.00	(\$215.12)	\$0.00
VALE S A SP		CUSIP: 91912E204	Symbol: VALEP					
	25.000	11/11/10	06/25/14	\$292.36	\$740.44	\$0.00	(\$448.08)	\$0.00
VERITIV CORP		CUSIP: 923454102	Symbol: VRTV					
	0.255	02/20/13	07/01/14	\$8.87	\$7.62	\$0.00	\$1.25	\$0.00
	2.000	02/20/13	08/05/14	\$75.86	\$59.75	\$0.00	\$16.11	\$0.00
Security Subtotal	2.255			\$84.73	\$67.37	\$0.00	\$17.36	\$0.00
VODACOM GROUP LIMITED		CUSIP: 92858D200	Symbol: VDMCY					
	37.000	02/17/12	06/25/14	\$452.13	\$490.07	\$0.00	(\$37.94)	\$0.00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

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1099 Consolidated Tax Statement Tax Year 2014 Copy B For Recipient

BERNARD SPAIN TTEE
JOAN & BERNARD SPAIN FOUNDATION
TR U7/A DTD 10/06/2000
233 S 6TH STREET APT 2505
PHILADELPHIA PA 19106-3757

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

Taxpayer ID Number: XX-XXX8780
Account Number: 616 070335 038

Customer Service: 866-324-6088

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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 - 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 II with box E checked.) (Continued)

DESCRIPTION (Box 8)	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)
WEICHA PWR CO LTD UNSPON ADR	50.000	11/11/10	06/25/14	\$769.19	\$1,165.54	\$0.00	(\$396.35)	\$0.00
WILLIAMS PARTNERS LTD	40.000	09/11/13	10/16/14	\$2,055.91	\$2,019.13	\$0.00	\$36.78	\$0.00
Total Long Term Noncovered Securities				\$96,810.22	\$101,710.60	\$0.00	(\$5,046.81)	\$0.00
Total Long Term Covered and Noncovered Securities				\$468,948.97	\$400,805.21	\$1,010.08	\$67,997.33	\$0.00
Total Short and Long Term, Covered and Noncovered Securities				\$659,360.17	\$574,892.71	\$1,530.59	\$84,097.60	\$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)				\$659,360.17				
Total IRS Reportable Cost or Other Basis for Covered Securities (Box 1e)					\$465,677.15			
Total IRS Reportable Adjustments (Box 1g)					\$1,530.59			
Total Fed Tax Withheld (Box 4)								\$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.

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