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

OMB No 1545-0052

Department of the Treasury Internal Revenue Service

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

Open to Public Inspection

For	alend	lar year 2014 or tax year beginning	, and ending				
Nan	ne of fou	indalion			A Emplo	oyer identification number	
127	d	rd I. Fleischman Foundation			30	-6091812	
		street (or P O box number if mail is not delivered to street address)		Room/suite		none number (see instructions)	
		0 Northwestern Highway		1160		8-559-1800	
		, state or province country, and ZIP or foreign postal code			0 4		heck here
S	out	hfield MI 48075			C If exer	nption application is pending of	neck nere
GC	heck a	all that apply Initial return Initial re	turn of a former public	charity	D 1 Fo	reign organizations, check here	▶ [_]
		Final return Amende	ed return		2 Fo	reign organizations meeting thi	·
	_	Address change Name c	hange		. 85	% test, check here and attach	computation •
H C	heck t	type of organization X Section 501(c)(3) exempt priva	te foundation		E If priva	ate foundation status was termi	nated under
	Section	n 4947(a)(1) nonexempt charitable trust Other taxa	able private foundation		section	n 507(b)(1)(A), check here	السا
l Fa	ır mar	ket value of all assets at J Accounting method	X Cash A	ccrual	F If the f	oundation is in a 60-month terr	nination
er	d of ye	ear (from Part II, col. (c), Other (specify)			under	section 507(b)(1)(B), check he	re >
lin	e 16) i	\$ 2,917,675 (Part I, column (d) must	st be on cash basis)		1		
Pa	art I	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))	(a) Revenue and expenses per books		nvestment ome	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	1	Contributions, gifts, grants, etc., received (attach schedule)					
	2	Check ► X if the foundation is not required to attach Sch E	3				
	3	Interest on savings and temporary cash investments	1,06	50	1,060		
	4	Dividends and interest from securities	31,28	37	31,287		
	5a	Gross rents					
<u>a</u>	b	Net rental income or (loss)					
Revenue	6a	Net gain or (loss) from sale of assets not on line 10	7,43	31			
	b	Gross sales price for all assets on line 6a 92,75	9				
ď	7	Capital gain net income (from Part IV, line 2)			7,431		
	8	Net short-term capital gain				0	
	9	Income modifications					
	10a	Gross sales less returns and allowances					
	Ь	Less Cost of goods sold					<u> </u>
	11	Gross profit or (loss) (attach schedule) Other income (attach schedule) Stmt 1	11,19	13	11,193		
	12	Total. Add lines 1 through 11	50,97		50,971	0	
	13	Compensation of officers, directors, trustees, etc	- 30/3.	0	30/3/2		
es	14==	Other employed salaries and wapes				···	
Sus	15	Pension plans, employee benefits					
ğ		Legal fees (attach schedtule)					
ú	d ,	Legal fees (attach schedule) Stmt 2	7,90	00	5,530		2,370
	c	Other professional foes (affaçh schedule)					
<u>~</u>	17	Interest COEN.					
<u>⇔3≅</u>	18	Taxes (attach schedule) (see instructions) Stmt 3	92	24	20		
<i>©</i> €	19	Depreciation (attach schedule) and depletion					· - ·- ·
₹	20	Occupancy					· · · · · · · · · · · · · · · · · · ·
3	21	Travel, conferences, and meetings					
۾ڇ	22	Printing and publications		_			
SCANNED MAY 8 1 2018 Operating and Administrative Expenses	23	Other expenses (att sch) Stmt 4	21	-4	214	·	
ati	24	Total operating and administrative expenses.	0.00		5 764	•	0 270
Se C	25	Add lines 13 through 23	9,03		5,764	0	2,370
ଉଁ ଠୁ	25	Contributions, gifts, grants paxl	130,37		5,764	0	121,338 123,708
	26 27	Total expenses and disbursements. Add lines 24 and 25 Subtract line 26 from line 12	130,37	1	3,704		123,708
	a	Excess of revenue over expenses and disbursements	-79,40)5			
	b	Net investment income (if negative, enter -0-)	1.57.20	†	45,207		
	c	Adjusted net income (if negative, enter -0-)		1		0	· · · · · · · · · · · · · · · · · · ·

Fo	rm 990	O-PF (2014) Edward I. Fleischman Foundation	38-609181	.2	Page 2
			Beginning of year	End of	
_	Part I	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash – ŋon-interest-bearing			
	2	Savings and temporary cash investments	63,367	47,598	47,598
	3	Accounts receivable ▶			
İ		Less allowance for doubtful accounts ▶			
-	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other			
		disqualified persons (attach schedule) (see			
	_	instructions)			
	7	Other notes and loans receivable (att. schedule)			
	_	2000 disovation for dodding accounts P			
ş	8	Inventories for sale or use			
Assets	9	Prepaid expenses and deferred charges			
۷	10a	investments – U.S. and state government obligations (attach schedule)	2 010 003	1 050 061	2 060 020
Į	b	Investments – corporate stock (attach schedule) See Stmt 5	2,012,993	1,950,261	2,869,828
	С	Investments – corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment basis			
		Less accumulated depreciation (attach sch.)			
-	12	Investments – mortgage loans			
-	13	Investments – other (attach schedule)	<u> </u>		
- 1	14	Land, buildings, and equipment basis	1		
		Less accumulated depreciation (attach sch.)	1 150	0.4.0	0.40
	15	Other assets (describe ► See Statement 6)	1,153	249	249
	16	Total assets (to be completed by all filers – see the	0.055.510		0 017 675
-		instructions. Also, see page 1, item I)	2,077,513	1,998,108	2,917,675
	17	Accounts payable and accrued expenses			
.,	18	Grants payable			
ĕ.	19	Deferred revenue			
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons			
<u>.</u> ह	21	Mortgages and other notes payable (attach schedule)			
_	22	Other liabilities (describe ►)			
\dashv	23	Total liabilities (add lines 17 through 22)	<u> </u>	0	
S		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
ည	24	Unrestricted			
ā	25	Temporarily restricted			
æ	26	Permanently restricted			
Net Assets or Fund Balances		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			
o.	0.77				
ţ	27	Capital stock, trust principal, or current funds	 		
SS	28	Paid-in or capital surplus, or land, bldg, and equipment fund Retained earnings, accumulated income, endowment, or other funds	2,077,513	1,998,108	
Ž	29		2,077,513	1,998,108	
흴	30	Total net assets or fund balances (see instructions)	2,0,,,323		
	31	Total liabilities and net assets/fund balances (see	2,077,513	1,998,108	
	Part	instructions) III Analysis of Changes in Net Assets or Fund Balances	2,011,313	1,330,100	
		I net assets or fund balances at beginning of year – Part II, column (a), line 30 (must	agree with	T 1	
1			agree with	1	2,077,513
_		of-year figure reported on prior year's return)		2	-79,405
_		r amount from Part I, line 27a		$\frac{2}{3}$	79,703
3		er increases not included in line 2 (itemize)		4	1,998,108
		lines 1, 2, and 3 reases not included in line 2 (itemize) ▶		5	2,330,200
5		eases not included in line 2 (iterrize) I net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b).	line 30	6	1,998,108
0	rota	ritet assets of furio parances at end of year (line 4 fillings line 3) + Fart it, column (0).	mic JU		-,555,250

Part IV Capital Gains a	nd Losses for Tax on Investm	ent Income				
	cribe the kind(s) of property sold (e.g., real estate, rarehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P – Purchase D – Donation	(c) Date a (mo , da		(d) Date sold (mo , day, yr)
1a Tesoro Petroleu	ım		P	Vario	ous	10/21/14
b Nordic American	Offshore		P	08/11	/14	08/11/14
c Oilsands			P	Vario	ous	09/08/14
_d						
е						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	,	t or other basis opense of sale		(h) Gain (e) plus (f)	
a 92,516			33,593			58,923
ь 11		ļ	11			
_c 232			51,724			-51,492
_d						
<u>e</u>		<u> </u>	-			
Complete only for assets showing	ggain in column (h) and owned by the for	1				(h) gain minus
(I) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69		cess of col (i) col (j), if any	col	(k), but not l	
_a						<u>58,923</u>
<u>c</u>		ļ				-51,492
d		<u> </u>				
<u>e</u>	<u> </u>			 1		
2 Capital gain net income or (net ca	apital loss) If gain, also enter in f (loss), enter -0- in			2		7,431
3 Net short-term capital gain or (los	ss) as defined in sections 1222(5) and (6))				
If gain, also enter in Part I, line 8,	column (c) (see instructions) If (loss), et	nter -0- in				
Part I, line 8				3		
Part V Qualification U	nder Section 4940(e) for Redu	ced Tax on Net	<u>Investment Incor</u>	ne		
(For optional use by domestic private	foundations subject to the section 4940(a) tax on net investr 	ment income)			
If section 4940(d)(2) applies, leave th	is part blank					
Was the foundation liable for the sect	ion 4942 tax on the distributable amount	of any year in the ha	ase period?			Yes X No
	ify under section 4940(e) Do not comple		aso porred			٠٠٠ لـــا
	each column for each year, see the instru		na any entries			
1 Enter the appropriate amount in (a)		lettoris before makin				(d)
Base period years Calendar year (or tax year beginning in	(b) Adjusted qualifying distribution	s Net v	(c) alue of nonchantable-use assets	,		nbution ratio divided by col. (c))
2013		1,900	2,449,	732	((-)	0.045678
2012		5,023	2,099,			0.054782
2011		5,458	2,253,			0.042367
2010		9,000	1,874,			0.042142
2009		8,577	1,344,			0.065859
		<u> </u>				
2 Total of line 1, column (d)				2		0.250828
• • • • • • • • • • • • • • • • • • • •	5-year base period – divide the total on lii	ne 2 by 5, or by the			T	
number of years the foundation h	ias been in existence if less than 5 years			3	<u> </u>	0.050166
4 Enter the net value of noncharital	ble-use assets for 2014 from Part X, line	5		4		2,700,628
				ļ		
5 Multiply line 4 by line 3				5	<u> </u>	135,480
					1	
6 Enter 1% of net investment incom						
	ne (1% of Part I, line 27b)			6		452
	ne (1% of Part I, line 27b)					
7 Add lines 5 and 6	ne (1% of Part I, line 27b)			6		452 135,932
				7		135,932
8 Enter qualifying distributions from			- 400	7		

Part VI instructions

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_Pa	rt 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)				
þ	Domestic foundations that meet the section 4940(e) requirements in Part V, check	1			904
	here ▶ i and enter 1% of Part I, line 27b	İ			
С	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			904
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			904
6	Credits/Payments				
а	2014 estimated tax payments and 2013 overpayment credited to 2014 6a 1,153				
b	Exempt foreign organizations – tax withheld at source				
С	Tax paid with application for extension of time to file (Form 8868)				
d	Backup withholding erroneously withheld 6d 5				
7	Total credits and payments Add lines 6a through 6d	7		1,	<u> 153</u>
8	Enter any penalty for underpayment of estimated tax. Check hereif 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	- Company and the more than the telephone and an analysis and a second a second and	10			249
11	Enter the amount of line 10 to be Credited to 2015 estimated tax ▶ 249 Refunded ▶	11			
_Pa	rt VII-A Statements Regarding Activities		.,		
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it			Yes	No
	participate or intervene in any political campaign?		1a		<u> </u>
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see				
	Instructions for the definition)?		1b		<u>X</u>
	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				
С	Did the foundation file Form 1120-POL for this year?		1c		_X_
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year				
	(1) On the foundation ▶ \$ (2) On foundation managers ▶ \$	_			
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed		i		
	on foundation managers 🕨 💲	•			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		2		_X_
	If "Yes," attach a detailed description of the activities				
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of				
	incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		3		<u> </u>
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a		_X_
b	If "Yes," has it filed a tax return on Form 990-T for this year?	N/A			
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5		X
	If "Yes," attach the statement required by General Instruction T				
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either				
	By language in the governing instrument, or				
	 By state legislation that effectively amends the governing instrument so that no mandatory directions that 				
	conflict with the state law remain in the governing instrument?		6	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV		7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MI				
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General				
	(or designate) of each state as required by General Instruction G? If "No," attach explanation		8b_	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or				
	4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes,"				
	complete Part XIV		9		<u>x</u>
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their				
	names and addresses		10		X
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Pa	rt VII-A Statements Regarding Activities (continued)					
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the					
	meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified					
	person had advisory privileges? If "Yes," attach statement (see instructions)			12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?			13	X	
	Website address ► N/A					
14	The books are in care of ▶ CSD Advisors, PLLC Telepho	one no 🕨	734-5	91-	125	0
	17177 N. Laurel Park Dr., Suite 405					
	Located at ▶ Livonia MI	ZIP+4 ▶	48152			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here					▶ []
	and enter the amount of tax-exempt interest received or accrued during the year	▶ _	15			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority				Yes	No
	over a bank, securities, or other financial account in a foreign country?			16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22 1) If					
	"Yes," enter the name of the foreign country					
Pa	irt VII-B Statements Regarding Activities for Which Form 4720 May Be Required					
-	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.				Yes	No
1a	During the year did the foundation (either directly or indirectly)					
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	Yes	X No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a	— ,			i	
	disqualified person?	Yes	X No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	Yes	X No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	Yes	X No X No X No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for					
	the benefit or use of a disqualified person)?	Yes	X No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the					
	foundation agreed to make a grant to or to employ the official for a period after				1	
	termination of government service, if terminating within 90 days.)	Yes	X No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations					
	section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here		▶ []			
С	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that					
	were not corrected before the first day of the tax year beginning in 2014?		N/A	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private					
	operating foundation defined in section 4942(j)(3) or 4942(j)(5))					
а	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and	_ ,				
	6e, Part XIII) for tax year(s) beginning before 2014?	Yes	X No			
	If "Yes," list the years ▶ 20 , 20 , 20 , 20					
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2)					
	(relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to		4-			
	all years listed, answer "No" and attach statement – see instructions)		N/A	2b		
С	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here					
	▶ 20 , 20 , 20 , 20					
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise					
	at any time during the year?	Yes	X No			
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or					
	disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the					
	Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of					
	the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the		/-		į	1
	foundation had excess business holdings in 2014)		N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its					
	charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?			4b		X
			F	orm 95	10-Pf	(2014)

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Pa	art VII-B Statements Reg	arding Activities for Which Forn	n 4720 May Be R	equired (conti	nued)			
5a	During the year did the foundation p	ay or incur any amount to						
	(1) Carry on propaganda, or otherw	ise attempt to influence legislation (section	4945(e))?	`	res X No			
	(2) Influence the outcome of any sp	ecific public election (see section 4955), or	to carry on,					
	directly or indirectly, any voter re	egistration drive?		[_] `	res X No			ĺ
	(3) Provide a grant to an individual	for travel, study, or other similar purposes?		[],	res 🔀 No			
	(4) Provide a grant to an organization	on other than a charitable, etc., organization	described in					
	section 4945(d)(4)(A)? (see inst	ructions)		(7)	res X No			ĺ
	(5) Provide for any purpose other th	nan religious, charitable, scientific, literary, c	or educational					ĺ
	purposes, or for the prevention	of cruelty to children or animals?			res 🗓 No			ĺ
b	If any answer is "Yes" to 5a(1)-(5), of	did any of the transactions fail to qualify und	ler the exceptions des	cribed in	_			1
	Regulations section 53 4945 or in a	current notice regarding disaster assistance	e (see instructions)?		N/A	5b		
	Organizations relying on a current n	otice regarding disaster assistance check h	ere		▶ [_]			İ
С	If the answer is "Yes" to question 5a	(4), does the foundation claim exemption fr	om the tax				Ì	İ
	because it maintained expenditure r	esponsibility for the grant?		N/A 🔲 🔻	res 🗌 No	(ĺ
	If "Yes," attach the statement require	ed by Regulations section 53 4945–5(d)						ĺ
6a	Did the foundation, during the year,	receive any funds, directly or indirectly, to p	ay premiums					ĺ
	on a personal benefit contract?				res 🗓 No		. [İ
b	Did the foundation, during the year,	pay premiums, directly or indirectly, on a pe	ersonal benefit contract	12		6b		X
	If "Yes" to 6b, file Form 8870							1
7a	At any time during the tax year, was	the foundation a party to a prohibited tax sl	nelter transaction?		res 🗓 No		. 1	1
ь	If "Yes," did the foundation receive a	iny proceeds or have any net income attribu	utable to the transactio	n?	N/A	7b		İ
Pa	art VIII Information Abou	t Officers, Directors, Trustees, I	Foundation Mana	igers, Highly F	Paid Employed	es,		
	and Contractors							
1 1	ist all officers, directors, trustees,	foundation managers and their compe	nsation (see instruct	ions).				
			(b) Title, and average	(c) Compensation	(d) Contributions to			neeu et
	(a) Nam	e and address	hours per week	(If not paid,	employee benefit plans and deferred		pense ac er allowar	
			devoted to position	enter -0-)	compensation	<u> </u>		
Ma	rvin Fleischman	Bloomfield Hills	President					
49	4 Dunston	MI 48013	1.00	0	0	4		0
St	even Robinson	Farmington Hills	Secretary					
29	844 High Valley Court	MI 48331	1.00	0	0	4		0
J€	effrey Fleischman	West Bloomfield	Trustee					
49	010 Peggy St.	MI 48322	1.00	0	0	4		0
	 			<u> </u>		<u> </u>		
2		id employees (other than those included	l on line 1 – see ınstr	uctions). If none,	enter			
	"NONE."			 		т		
			(b) Title, and average		(d) Contributions to employee benefit	(e) Ex	pense ac	ccount.
	(a) Name and address of each emp	loyee paid more than \$50,000	hours per week devoted to position	(c) Compensation	plans and deferred		er allowar	
			develor to position		compensation	 		
N	ONE			1				
						┼		
						 		
				ļ ···-		┼		
				<u> </u>		 		
				L	l	1	\neg	
ota	I number of other employees paid over	er \$50,000						0
					F	orm 99	ソローピト	~ (2014)

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Part VIII	Information About Officers, Directors, Trustees, Foundation	ion Managers, Highly Paid En	nployees,
3 Five highe	and Contractors (continued) st-paid independent contractors for professional services (see instruction	ons) If none enter "NONE "	
3 Tive mgne	(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		(2) //pc 3/3///	
Total number of	others receiving over \$50,000 for professional services		_ ▶ 0
Part IX-A	Summary of Direct Charitable Activities		
	four largest direct chantable activities during the tax year. Include relevant statistical information such as her beneficiaries served, conferences convened, research papers produced, etc.	the number of	Expenses
1 N/A			
·			
		· · · · · · · · · · · · · · · · · · ·	<u> </u>
2			
3			
4			
Part IX-B	Summary of Program-Related Investments (see instruction	ons)	
	gest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1 N/A			
2			
-			
=	lated investments. See instructions		
3			
Total. Add lines 1	through 3	•	

Pa	art X	Minimum Investment Return (All domestic foundations must see instructions)	complete this part. Foreigr	found	lations,
1	Fair mark	set value of assets not used (or held for use) directly in carrying out charitable, etc.			
	purposes		·		
а		monthly fair market value of securities		1a	2,678,464
b	_	of monthly cash balances		1b	63,041
c	•	ket value of all other assets (see instructions)		1c	249
d		ld lines 1a, b, and c)		1d	2,741,754
е	•	n claimed for blockage or other factors reported on lines 1a and			
		h detailed explanation)	1e <u>0</u>]	
2	•	on indebtedness applicable to line 1 assets		2	0
3	•	line 2 from line 1d		3	2,741,754
4	Cash dee	emed held for charitable activities. Enter 11/2% of line 3 (for greater amount, see			
	instruction			4	41,126
5	Net value	e of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on P	art V, line 4	5	2,700,628
6	Minimum	n investment return. Enter 5% of line 5		6	135,031
Pa	art XI	Distributable Amount (see instructions) (Section 4942(j)(3) ar	nd (j)(5) private operating f	oundat	tions
		and certain foreign organizations check here ▶ [] and do not	complete this part)		
1	Mınımum	investment return from Part X, line 6		1	135,031
2a		vestment income for 2014 from Part VI, line 5	2a 904		
b	Income ta	ax for 2014 (This does not include the tax from Part VI)	2b] [
С	Add lines	2a and 2b		2c	904
3	Distributa	able amount before adjustments. Subtract line 2c from line 1		3	134,127
4	Recover	es of amounts treated as qualifying distributions		4	
5	Add lines	3 and 4		5	134,127
6	Deduction	n from distributable amount (see instructions)		6	<u></u>
7	Distribut	table amount as adjusted Subtract line 6 from line 5. Enter here and on Part XII	١,		
	line 1			7	134,127
p:	art XII	Qualifying Distributions (see instructions)			
1		paid (including administrative expenses) to accomplish charitable, etc., purposes	5	1a	123,708
a		s, contributions, gifts, etc. – total from Part I, column (d), line 26		1b	123,700
b	-	-related investments – total from Part IX-B	1-	10	
2		paid to acquire assets used (or held for use) directly in carrying out charitable, el	IC,	2	
_	purposes			-	
3		set aside for specific charitable projects that satisfy the		,	
а	•	y test (prior IRS approval required)		3a 3b	
b		tribution test (attach the required schedule)	Ded VIII. bee 4	4	123,708
4		ng distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and l			123,100
5		ons that qualify under section 4940(e) for the reduced rate of tax on net investme	arcincome	_	n
		of Part I, line 27b (see instructions)		5	123,708
6		d qualifying distributions Subtract line 5 from line 4	ealer lating whather the formulation	سنسا	123,700
		e amount on line 6 will be used in Part V, column (b), in subsequent years when	calculating whether the foundation	•	
	qua	alifies for the section 4940(e) reduction of tax in those years			

Pa	art XIII Undistributed Income (see instruction	ons)			
	•	(a)	(b)	(c)	(d)
1	Distributable amount for 2014 from Part XI,	Corpus	Years prior to 2013	2013	2014
	line 7				134,127
2	Undistributed income, if any, as of the end of 2014				
а	Enter amount for 2013 only			31,733	
b	Total for prior years 20 , 20 , 20				
3	Excess distributions carryover, if any, to 2014				
а	From 2009				
b	From 2010				
С	From 2011				
đ	From 2012				
е	From 2013				
f	Total of lines 3a through e				
4	Qualifying distributions for 2014 from Part XII,				· · · · · · · · · · · · · · · · · · ·
	line 4 ▶ \$ 123,708				
а	Applied to 2013, but not more than line 2a			31,733	
	Applied to undistributed income of prior years				
~	(Election required – see instructions)				
_	Treated as distributions out of corpus (Election		<u> </u>		
·	·				
_	required – see instructions)				91,975
	Applied to 2014 distributable amount				91,913
- е -					
5	Excess distributions carryover applied to 2014				
	(If an amount appears in column (d), the same			}	
_	amount must be shown in column (a))				
6	Enter the net total of each column as			[
	indicated below:				
	Corpus Add lines 3f, 4c, and 4e Subtract line 5		<u> </u>		
þ	Prior years' undistributed income. Subtract				
	line 4b from line 2b				
С	Enter the amount of prior years' undistributed				
	income for which a notice of deficiency has				
	been issued, or on which the section 4942(a)				
	tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable				
	amount - see instructions				
е	Undistributed income for 2013 Subtract line				
	4a from line 2a Taxable amount - see	Ì			
	instructions				
f	Undistributed income for 2014 Subtract lines				
	4d and 5 from line 1. This amount must be				
	distributed in 2015		1		42,152
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)		1		
8	Excess distributions carryover from 2009 not		 		
-	applied on line 5 or line 7 (see instructions)		1	}	
9	Excess distributions carryover to 2015.				
•			1		
0	Subtract lines 7 and 8 from line 6a		 		
0	Analysis of line 9				
a	Excess from 2010				
b	Excess from 2011			ł	
C	Excess from 2012				
d	Excess from 2013	- 			
e	Excess from 2014		<u> </u>		

	990-PF (2014) Edward I. Fl			38-6091		Page 1 (
Pa	rt XIV Private Operating Fou	indations (see ins	structions and Par	t VII-A, question	9)	
1a	If the foundation has received a ruling or d			g		
	foundation, and the ruling is effective for 2				· L	
þ	Check box to indicate whether the foundat		ng foundation describe		4942(j)(3) or 494	12(1)(5)
2a	Enter the lesser of the adjusted net	Tax year		Prior 3 years		(e) Total
	income from Part I or the minimum	(a) 2014	(b) 2013	(c) 2012	(d) 2011	ļ
	investment return from Part X for					
	each year listed					
b	85% of line 2a					
С	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					<u></u>
е	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					
а	"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					
С	"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 art XV Supplementary Inforn	nation (Complete	this part only if	the foundation h	ad \$5 000 or more	in assets at
Pa				ine ioundation i	iau \$5,000 or inore	in assets at
	any time during the ye		10115.)			
1	Information Regarding Foundation Ma			atabutians assemed b	us the foundation	
а	List any managers of the foundation who I					
	before the close of any tax year (but only i	t they have contributed	more than \$5,000) (S	see section 507(a)(2))	
	N/A	400/		. (nadion of the	
b	List any managers of the foundation who				portion of the	
	ownership of a partnership or other entity)	of which the foundatio	n nas a 10% or greate	rinterest		
_	N/A		1			
2	Information Regarding Contribution, G					
	Check here ► X if the foundation only					
	unsolicited requests for funds If the found		its, etc. (see instruction	ns) to individuals or of	ganizations under	
	other conditions, complete items 2a, b, c,				11	
а	The name, address, and telephone number	er or e-mail address of	the person to whom a	pplications should be	addressed	
	N/A					
						
b	The form in which applications should be	submitted and informat	ion and materials they	should include		
	N/A					
С	Any submission deadlines					
	N/A					
d	Any restrictions or limitations on awards, s	such as by geographica	al areas, charitable field	ds, kinds of institution	s, or other	
	factors					
	N/A		<u>. </u>			
DAA						Form 990-PF (201

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Part XV Supplementary Information (co	ntinued)		·····	
3 Grants and Contributions Paid During the	Year or Approved for Fu	ture Payment		
Recipient	If recipient is an individual,	Foundation	Purpose of grant or	
	show any relationship to any foundation manager	status of	contribution	Amount
Name and address (home or business)	or substantial contributor	recipient		
Paid during the year				
See Statement 7				
				121,338
	+		1	
			1	
Total			▶ 3a	121,338
b Approved for future payment				
N/A			1	
			[
:				
Total			▶ 3b	
DAA				Form 990-PF (2014)

Part XVI-A	Analysis of Income-Producing A	ctivities		,		
Enter gross amo	ounts unless otherwise indicated	Unrelated (a) Business code	business income (b) Amount	(c) Exclusion code	by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program se	rvice revenue		_	Loos		(See instructions)
a						
	nd contracts from government agencies					
2 Membership	dues and assessments					
3 Interest on s	savings and temporary cash investments			14	1,060	
4 Dividends a	nd interest from securities			14	31,287	
5 Net rental in	come or (loss) from real estate					
a Debt-fin	anced property	ļ		1		
	t-financed property					·
6 Net rental in	come or (loss) from personal property					
7 Other invest	tment income			14	11,193	
•	s) from sales of assets other than inventory	ļ		18	7,431	· · · · · · · · · · · · · · · · · · ·
	or (loss) from special events	-				
•	or (loss) from sales of inventory					
	ue a	_ -				
		-		+		
		- 		++		
e	(d	- 		0	50,971	0
	id columns (b), (d), and (e)	L		<u> </u>	13	50,971
	ine 12, columns (b), (d), and (e)				13	30,371
Part XVI-B	in line 13 instructions to verify calculations) Relationship of Activities to the	Accomplishme	nt of Evernt P	IITNOSAS		· · · · · · · · · · · · · · · · · · ·
Line No.	Explain below how each activity for which incom					
Line No. ▼	accomplishment of the foundation's exempt purp					
N/A		,	<u> </u>			
						· · · · · · · · · · · · · · · · · · ·
						.
<u> </u>						
		·				
		_ 				
						
						·

Part >		Information Regard	_	sfers To and	† Transaction	s and Relation	ships With	Noncharitable			
1 Did		nization directly or indir		any of the follow	ving with any othi	er organization descr	ihed		T	Yes	No
		1(c) of the Code (other							1		
	anization:		man section 5	or(c)(s) organiza	ations) or in secti	on ozr, relating to pe	micai		1		
•			ition to a nonch	aritable evemnt	organization of				- [
	_	m the reporting founda	ition to a nonch	antable exempt	organization of				17/1		x
, ,	Cash							ı	1a(1)		$\frac{\dot{\mathbf{x}}}{\mathbf{x}}$
	Other as							ŀ	1a(2)		
	ner transa								المدينة		v
		assets to a noncharital							1b(1)		<u> </u>
		es of assets from a nor		· -	l				1b(2)		<u> </u>
(3)	Rental o	f facilities, equipment, of	or other assets					ł	1b(3)		<u> </u>
(4)	Reimbur	sement arrangements						ì	1b(4)	— ∔	<u> </u>
(5)	Loans or	loan guarantees							1b(5)		<u> </u>
(6)	Perform	ance of services or me	mbership or fur	ndraising solicitat	tions				1b(6)		<u> </u>
c Sha	aring of fa	cilities, equipment, ma	iling lists, other	assets, or paid e	employees			Į	1c		<u> </u>
d If th	ne answei	to any of the above is	"Yes," complet	e the following s	chedule Column	(b) should always st	now the fair m	arket			
valu	ue of the	goods, other assets, or	services given	by the reporting	foundation If the	foundation received	l less than fair	market			
		transaction or sharing									
(a) Lin		(b) Amount involved		f nonchantable exemp				insactions, and shanng arra	ngemen	s	
N/A					··						
				-							
				 							
			_								
						<u> </u>					
-				- -							
						· · - · · -		· · · · · · · · · · · · · · · · · · ·			
											
											
											
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										_	
des	scribed in	ation directly or indirectly section 501(c) of the C plete the following sch	ode (other than	n section 501(c)(3)) or in section 5				Ye	s X	No
		a) Name of organization		(b) Type of o	rganization		(c) Descrip	tion of relationship			
N/2	A										
						<u> </u>					
		 					a the best of and	varidades and ballof it is	1010		
Sign Here	correct, an	alties of perjury, I declare that discomplete Declaration of pr	reparer (other than	taxpayer) is based or	n all information of wh	ich preparer has any know	vledge	May the IRS discus with the preparer s (see instructions)?	s this rel		No
-	1	In 1902				-/3 de/) L	Decr	etara			_
	Signa	ture of officer or trustee			Date	· · · · ·	Pitle	7			
4	Pant/Typ	pe preparer's name	· . <u></u>		Preparer signature			Date		Check self-emp	ıf ployed
Paid	Dean	B. Yost			1/1/1	NB M	7	04/27	/15	JU.: 0111	,
Preparer	Firm's na	000	dvisors	, PLLC /	100			PTIN POO		753	
Jse Only	, 	47177		rel Park	Dr. Su	ite 405		Firm's EIN > 20-			
	rim's ac	dress ► 1/1// Livon		48152	, 50		}	Phone no 734			
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FLEFOUND Edward I. Fleischman Foundation

Federal Statements

38-6091812 FYE: 12/31/2014

	Statement 1 - Form 990-PF	Form 990-PF, Part I, Line 11 - Other Income	er Income	
Description	Ľ	Revenue per Books	Net Investment Income	Adjusted Net Income
Royalty income-pub.trd secty Other Income - pub trd		\$ 7,096	\$ 7,096	w
Total		\$ 11,193	\$ 11,193	o o
	Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees	Part I, Line 16b - Acco	unting Fees	
Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Indirect Accounting Fees	\$ 7,900	\$ 5,530	\$	\$ 2,370
Total	\$ 2,900	\$ 5,530	\$	\$ 2,370
	Statement 3 - Form 99	3 - Form 990-PF, Part I, Line 18 - Taxes	Taxes	
Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Michigan Annual Return Fed Excise Tax -2014	\$ 20	\$ 20	v _r	v.

Description		Total	Inve	Net Investment	Adjusted Net	Charitable Purpose
Michigan Annual Return Fed Excise Tax -2014	ស	20	ᡐ	20	w	w
Total	w	924	v.	20	w	\$

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Charitable Purpose	₩.		\$
Adjusted Net	₩		\$
Net Investment		214	214
Inves	₩		w
Total		214	214
TC	ψ		w
Description		Expenses Investment service charges	Total

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FLEFOUND Edward I. Fleischman Foundation 38-6091812 FYE: 12/31/2014

Federal Statements

	Fair Market ' Value	\$ 2,869,828
Investments	Basis of Valuation	Cost
0b - Corporate Stock	End of Year	\$ 1,950,261
orm 990-PF, Part II, Line 10b - Corporate Stock Investments	Beginning of Year	\$ 2,012,993
Statement 5 - Form	Description	Total

FLEFOUND Edward I. Fleischman Foundation 4/27/2015 2:04 PM

38-6091812 FYE: 12/31/2014 **Federal Statements**

Statement 6 - Form 990-PF, Part II, Line 15 - Other Assets

Description	E	Beginning of Year	 End of Year	 Fair Market Value
Excise tax deposit	\$	1,153	\$ 249	\$ 249
Total	\$	1,153	\$ 249	\$ 249

FLEFOUND Edward I. Fleischman Foundation

Federal Statements

38-6091812 FYE: 12/31/2014 Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name	Add	Address	ĺ		•
Address	Relationship	Status		Purpose	Amount
Congreg. Shaarey Zedek Southfield MI 48075	27375 Bell Re	Road Pub.Charity	Unrestricted Contribution	Contribution	15,000
Yad Ezra	2850 N. 11 M	Mile Rd.			
	Pu		Charity Unrestricted	Contribution	4,000
Jewish Federation of Detr	6735 Telegraph			·	,
Bloomfield Hills MI 48301	PC	Pub. Charity	Unrestricted	Contribution	61,500
	30301 Northwestern #100	estern #100			
Farmington HIlls MI 48334	• •	Pub. Charity	Charity Unrestricted	Contribution	1,000
	16310 W 12 M	Mile Rd			
Southfield, MI 48076		Pub. Charity	Charity Unrestricted	Contribution	1,000
U of M Hillel	1429 Hill St	Street			
Ann Arbor MI 48104	P	Pub. Charity	Unrestricted	Contribution	1,000
MSU Hillel	360 Charles				
East Lansing MI 48823	P	Pub. Charity	Unrestricted	Contribution	1,000
Jewish Senior Life	6710 West Ma	Maple Road			
West Bloomfield MI 48322	P	Pub. charity	Unrestricted	Contribution	7,618
Friendship Circle	6892 West Ma	Maple			
West Bloomfield MI 48322		Pub. Charity	Unrestricted	Contribution	12,500
American Cancer	Civic Center Dr	Dr.			
Southfield MI 48076	P	Pub Charity	Unrestriced C	Contribution	1,000
Holocaust Memorial Center	28123 Orchard				
Farmington Hills MI 48334	면	Pub Charity	Unrestriced C	Contribution	720
Chabad House	5385 Calkins	lkins Road			
Flint MI 48532	ጧ	Pub Charity	Unrestricted	Contribution	1,000
Kadimah	15999 W 12 M	12 Mile Road			
Southfield MI 48075	፵	Pub Charity	Unrestricted Contribution	Contribution	1,000
Jewish Hospice & Chaplaiancy	6555 W Maple	Maple Road			
West Bloomfield MI 48322	ਯ	Pub Charity	Unrestricted Contribution	Contribution	1,000
Chabad Detroit	278 Mack Ave				
Detroit MI 48201	ਯ	Pub Charity	Unrestricted	Contribution	1,000
Brain Inj Association of Michigan	7305 Grand River Ave	iver Ave #100	00		
Brighton MI 48114	ጧ	Pub Charity	Unrestricted Contribution	Contribution	2,000
Reuben Phoenix Shostak Cong Heart R	1000 Oak Br	ok Dr #100			
Ann Arbor MI 48104	ብ	Pub Charity	Unrestricted Contribution	Contribution	1,000

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FLEFOUND Edward I. Fleischman Foundation

Federal Statements

38-6091812 FYE: 12/31/2014

Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name	Ac	Address		
Address	Relationship	Status	Purpose	Amount
Make A Wish	5385 Calkins Road	s Road		
Flint MI 48532		Pub Charity	Unrestricted Contribution	1,000
Citgo/MDA	2001 Morrill Road	l Road		
Jackson MI 49201	1	Pub Charity	Unrestricted Contribution	1,000
Metro Detroit Hillel	5221 Gullen Mall	Mall		
Detroit MI 48202	1	Pub Charity	Unrestricted Contribution	1,000
Habitat for Humanity	150 Osumun Street	Street		
Pontiac MI 48343	-	Pub Charity	Unrestricted Contribution	1,000
Simon Weisethal Center	1399 Roxbury Drive	y Drive		
Los Angeles CA 90035	1	Pub Charity	Unrestricted Contribution	1,000
Total				121,338

SUPPLEMENTAL SCHEDULE-CORPORATE STOCKS E I Fleischman Foundation

At December 31 2013

EIN 38-6091812

Shares	Book Value December 31, 2013	Fair Market Value December 31, 2013
		
6,000 ATMEL CORP	\$87,978	\$46,980
2,000 ADVANCED MICRO DEVICES	31,591	7,740
5,000 ALCOA INC	42,853	53,150
3,987 BLACKSTONE GROUP LP	58,334	125,592
1,000 CAMECO CORP	39,771	20,770
1,000 CANADIAN OIL SANDS TRUST	33,454	18,810
1,000 CBOE HOLDINGS	25,245	51,960
12,000 CEPHEID INC	62,899	560,064
30,000 CERUS CRP	98,715	193,500
1,500 CISCO SYS INC	101,516	33,645
4,000 CELLCOM ISRAEL LTD	22,759	55,680
23,000 COMPUGEN LTD	86,802	205,850
500 COMSCORE INC	16,390	14,305
25,000 CURIS INC	93,685	70,500
261 DIRECT TV GROUP HOLDINGS	-	18,025
1,000 EMC CORP MASS	22,665	25,150
8,000 FORD MOTOR COMPANY	63,336	123,440
1,000 GENERAL MOTORS CO	33,000	40,870
2,000 HARRIS & HARRIS GROUP	25,113	5,960
6,198 HUGOTON ROYALTY TRUST	123.316	46,486
2,100 JDS UNIPHASE CP NEW	33,651	27,269
1,500 LAS VEGAS SANDS CORPORATION	53,939	118,305
4,000 LRAD CORPORATION	27,857	7,520
468 MARATHON OIL CO	16,449	16,506
221 MARATHON PETROLEUM CORP	10,186	20,272
1,000 MORGAN STANLEY EMERGING MARKETS-mutual fund	16,721	13,020
385 MOTOROLA SOLUTIONS	26,704	25,988
1,209 NORDIC AMERICAN TNKER SHIPPING	29,862	11,723
3,000 OPKO HEALTH INC	25,301	25,320
10,000 OILSANDS QUEST INC	51,724	220
400 PARAMETRIC SOUND CORP	-	5,540
5,796 PFIZER INC	118,126	177,551
5,000 PIONEER ENERGY SVCS CORP	33,593	40,050
1,125 SUNCOKE ENERGY INC	11 183	25,661
2.000 SUNPOWER CORP CL A	48,143	59,620
5,583 TESORO PETROLEUM CP	115,664	326,577
875 UNITED STATES NATURAL GAS FUND	52,089	18,104
2.100 VALE S A	69,698	32,025
1,000 INVESTCO DYNAMIC-mutual fund	16,550	12,900
Basis differential	10,357	,
PEERLESS DISTRIBUTING COMPANY-preferred stock	175,774	175,774
TOTAL EQUITY SECURITIES	\$ 2,012,993	\$ 2,858.422

SUPPLEMENTAL SCHEDULE-CORPORATE STOCKS E 1 Fleischman Foundation At December 31 2014

EIN 38-6091812

Shares	Book Value December 31, 2014	Fair Market Value December 31, 2014
		
6,000 ATMEL CORP	\$87.978	\$50,370
2,000 ADVANCED MICRO DEVICES	31,591	5,340
5,000 ALCOA INC	42,853	78,950
4,203 BLACKSTONE GROUP LP	62,717	142,194
1,000 CAMECO CORP	39 771	16,410
1,000 CANADIAN OIL SANDS TRUST	33,454	8,958
1,000 CBOE HOLDINGS	25,245	63,420
12,000 CEPHEID INC	62,899	649,680
30,000 CERUS CRP	98,715	187,200
1,500 CISCO SYS INC	101,516	41,723
4,000 CELLCOM ISRAEL LTD	22,759	34,600
23,000 COMPUGEN LTD	86,802	191.590
500 COMSCORE INC	16,390	23,215
25,000 CURIS INC	93,685	37,500
261 DIRECT TV GROUP HOLDINGS	-	22,629
1,000 EMC CORP MASS	22,665	29,740
8,000 FORD MOTOR COMPANY	63,336	124,000
1,000 GENERAL MOTORS CO	33,000	34,910
2,000 HARRIS & HARRIS GROUP	25,113	5,900
6,943 HUGOTON ROYALTY TRUST	130,412	58,738
2,100 JDS UNIPHASE CP NEW	33,651	28,812
1,500 LAS VEGAS SANDS CORPORATION	52,953	87,240
4,000 LRAD CORPORATION	27,857	10,800
478 MARATHON OIL CO	16,826	13,541
221 MARATHON PETROLEUM CORP	10,186	19,947
1,000 MORGAN STANLEY EMERGING MARKETS-mutual fund	16,721	10,560
385 MOTOROLA SOLUTIONS	26,704	25,826
1,222 NORDIC AMERICAN TNKER SHIPPING	29,269	12,304
10 NORDIC AMERICAN OFFSHORE	180	123
3,000 OPKO HEALTH INC	25,301	29,970
10,000 OILSANDS QUEST INC	•	0
400 TURTLE BEACH CORP	-	1,276
5,996 PFIZER INC	124,232	186,787
5,000 PIONEER ENERGY SVCS CORP	33.593	27,700
1,125 SUNCOKE ENERGY INC	11,183	21,758
2,000 SUNPOWER CORP CL A	48,143	51,660
4,260 TESORO PETROLEUM CP	86,560	316,731
875 UNITED STATES NATURAL GAS FUND	52,089	12,924
2,100 VALESA	69,698	17,178
1,000 INVESTCO DYNAMIC-mutual fund	16,550	11,850
Basis differential	11,890	
PEERLESS DISTRIBUTING COMPANY-preferred stock	175,774	175,774
TOTAL EQUITY SECURITIES	\$ 1,950.261	\$ 2,869,828