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

2014

Department of the Treasury
Internal Revenue Service

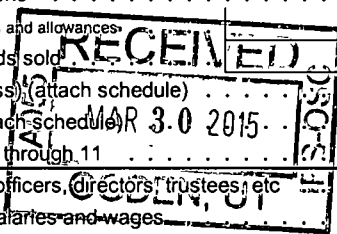
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Open to Public Inspection

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

Name of foundation LYON FOUNDATION INC		A Employer identification number 38-6121075
Number and street (or P O box number if mail is not delivered to street address) 1592 REDDING RD		B Telephone number (see instructions)
City or town, state or province, country, and ZIP or foreign postal code BIRMINGHAM, MI 48009-1029		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply	Initial return <input type="checkbox"/> Amended return <input type="checkbox"/> Final return <input type="checkbox"/> Name change <input type="checkbox"/> Address change <input type="checkbox"/>	D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input checked="" type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 2,912,379	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))	(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 (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	12	12	12	
4 Dividends and interest from securities	77,981	77,981	77,981	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	96,657			
b Gross sales price for all assets on line 6a 705,186				
7 Capital gain net income (from Part IV, line 2)		96,657		
8 Net short-term capital gain			6,444	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	174,650	174,650	84,437	
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) STM107	1,240			1,240
b Accounting fees (attach schedule) STM108	1,265			1,265
c Other professional fees (attach schedule) STM109	23,525	15,760		7,765
17 Interest				
18 Taxes (attach schedule) (see instructions) STM110	5,144	5,144		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) STM103	275			275
24 Total operating and administrative expenses. Add lines 13 through 23	31,449	20,904		10,545
25 Contributions, gifts, grants paid	137,500			137,500
26 Total expenses and disbursements. Add lines 24 and 25	168,949	20,904		148,045
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	5,701			
b Net investment income (if negative, enter -0-)		153,746		
c Adjusted net income (if negative, enter -0-)			84,437	



SCANNER MAR 31 2015

Operating and Administrative Expenses

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

	Beginning of year		End of year	
	(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets				
1 Cash - non-interest-bearing	5			
2 Savings and temporary cash investments	166,445	25,009		25,009
3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
5 Grants receivable				
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____				
8 Inventories for sale or use				
9 Prepaid expenses and deferred charges				
10a Investments - U.S. and state government obligations (attach schedule)				
b Investments - corporate stock (attach schedule) STM137	1,322,001	1,405,076		1,881,928
c Investments - corporate bonds (attach schedule) STM138	936,599	1,005,144		1,005,442
11 Investments - land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
12 Investments - mortgage loans				
13 Investments - other (attach schedule)				
14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	2,425,050	2,435,229		2,912,379
Liabilities				
17 Accounts payable and accrued expenses				
18 Grants payable				
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable (attach schedule)				
22 Other liabilities (describe ▶ _____)				
23 Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances				
Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>				
24 Unrestricted				
25 Temporarily restricted				
26 Permanently restricted				
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
27 Capital stock, trust principal, or current funds				
28 Paid-in or capital surplus, or land, bldg, and equipment fund				
29 Retained earnings, accumulated income, endowment, or other funds	2,425,050	2,435,229		
30 Total net assets or fund balances (see instructions)	2,425,050	2,435,229		
31 Total liabilities and net assets/fund balances (see instructions)	2,425,050	2,435,229		

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	2,425,050
2 Enter amount from Part I, line 27a	2	5,701
3 Other increases not included in line 2 (itemize) ▶ STM115	3	4,478
4 Add lines 1, 2, and 3	4	2,435,229
5 Decreases not included in line 2 (itemize) ▶ _____	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,435,229

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	SHORT-TERM TRANSACTIONS (ATTACHED)	P	01-01-2014	06-30-2014
b	LONG-TERM TRANSACTIONS (ATTACHED)	P	01-01-2000	12-31-2014
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	466,144		459,700	6,444
b	239,042		148,829	90,213
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			6,444
b			90,213
c			
d			
e			

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	56,657
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }	3	6,444

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	102,834	2,729,162	0.03768
2012	111,364	2,552,516	0.043629
2011	130,878	2,345,401	0.055802
2010	140,108	2,474,224	0.056627
2009	137,188	2,218,730	0.061832
2	Total of line 1, column (d)		0.25557
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		0.051114
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5		2,892,559
5	Multiply line 4 by line 3		147,850
6	Enter 1% of net investment income (1% of Part I, line 27b)		1,537
7	Add lines 5 and 6		149,387
8	Enter qualifying distributions from Part XII, line 4 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.		148,045

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b		3,075
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	3,075
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	3,075
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	3,400
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	3,400
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	325
11	Enter the amount of line 10 to be Credited to 2015 estimated tax 325 Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

Part 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)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address N/A
14 The books are in care of THERESE M THORN Telephone no. 248-737-6073
Located at 5569 RAVEN RD, BLOOMFIELD HILLS, MI ZIP+4 48301-1047
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 over a bank, securities, or other financial account in a foreign country? Yes No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

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 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
(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 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)? 1b
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 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
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) 2b X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? 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 foundation had excess business holdings in 2014) 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a 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

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)? Yes No

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ALBERT RANDOLPH JUDD 1592 REDDING RD, BIRMINGHAM, MI 48009	PRESIDENT / SEC 6.00	0	0	0
JOHN TERRILL JUDD 16215 PINE HOLLOW AVE, MI 49546	TREASURER 4.00	0	0	0
WINN LYON MOORE 3528 KYLEMORE COURT, NC 28210	VICE PRESIDENT 4.00	0	0	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 Yes No 0

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

3 . Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	0
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	0
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,833,938
b	Average of monthly cash balances	1b	102,670
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1j	2,936,608
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	2,936,608
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	44,049
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,892,559
6	Minimum investment return. Enter 5% of line 5	6	144,628

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	144,628
2a	Tax on investment income for 2014 from Part VI, line 5	2a	3,075
b	Income tax for 2014 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	3,075
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	141,553
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	141,553
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	141,553

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	148,045
b	Program-related investments - total from Part IX-B	1b	
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	148,045
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	148,045

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				141,553
2 Undistributed income, if any, as of the end of 2014:				
a Enter amount for 2013 only				
b Total for prior years				
3 Excess distributions carryover, if any, to 2014				
a From 2009	9,221			
b From 2010	17,671			
c From 2011	16,078			
d From 2012				
e From 2013				
f Total of lines 3a through e	42,970			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 148,045				
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2014 distributable amount				141,553
e Remaining amount distributed out of corpus	6,492			
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:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	49,462			
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2013. Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	9,221			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	40,241			
10 Analysis of line 9.				
a Excess from 2010	17,671			
b Excess from 2011	16,078			
c Excess from 2012				
d Excess from 2013				
e Excess from 2014	6,492			

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

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

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year				(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon.					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the 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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE LISTING OF CHARITABLE GRANTS VARIOUS BIRMINGHAM, MI 48009	N/A	PC	GENERAL OPERATING SUPPORT	137,500
Total ►				3a 137,500
b Approved for future payment				
Total ►				3b

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

Table with 3 columns: Question, Yes, No. Rows include: 1. Did the organization directly or indirectly engage in any of the following... a. Transfers from the reporting foundation... b. Other transactions... c. Sharing of facilities... d. If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code... [] Yes [X] No

b If "Yes," complete the following schedule.

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

Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. Signature of officer or trustee: ALBERT RANFOLPH JUDD, Date: 3/27/2015, Title: PRESIDENT / SECY.

Paid Preparer Use Only Preparer's name: JAMES M DWAN CPA, Preparer's signature: JAMES M DWAN CPA, Date: 2/25/15, Firm's name: JAMES M DWAN CPA PC, Firm's address: 266 ELM STREET SUITE 3 BIRMINGHAM MI 48009, Firm's EIN: P00362432, Phone no: 246-642-1515.

Federal Supporting Statements

2014 PG 01

Name(s) as shown on return

Your Social Security Number

LYON FOUNDATION INC

38-6121075

**FORM 990PF, PART XV, LINE 2
APPLICATION SUBMISSION INFORMATION**

GRANT PROGRAM

LYON FOUNDATION INC

APPLICANT NAME

RANDOLPH JUDD

ADDRESS

**1592 REDDING RD
BIRMINGHAM, MI 48009-1029**

TELEPHONE

248-737-6073

EMAIL ADDRESS

FORM & CONTENT

**APPLICATIONS SHOULD HAVE AN OUTLINE OF THE PROPOSED BUDGET AND ITS OBJECTIVES. ALSO
INCLUDE A COPY OF THE EXEMPT STATUS LETTER FROM THE INTERNAL REVENUE SERVICE.**

SUBMISSION DEADLINE

ANYTIME

RESTRICTIONS ON AWARD

**CONTRIBUTIONS ARE MADE TO ALL TYPES OF CHARITABLE ORGANIZATIONS. NO GRANTS ARE MADE TO
INDIVIDUALS.**

Federal Supporting Statements

2014 PG 01

Name(s) as shown on return

FEIN

LYON FOUNDATION INC

38-6121075

**FORM 990PF, PART III, LINE 3
OTHER INCREASES SCHEDULE**

STATEMENT #115

INVESTMENT INCREASES	4,478
TOTAL	<u>4,478</u>

**FORM 990PF, PART II, LINE 10(B)
INVESTMENTS: CORPORATE STOCK SCHEDULE**

PG 01
STATEMENT #137

<u>CATEGORY</u>	<u>BOY</u>	<u>BOOK VALUE</u>	<u>EOY FMV</u>
EQUITIES - LARGE CAP	768,477	849,842	1,186,776
EQUITIES - SMALL-MID CAP	210,927	196,897	317,829
EQUITIES - INTERNATIONAL	253,947	274,715	285,551
PREFERRED STOCK	<u>88,650</u>	<u>83,622</u>	<u>91,772</u>
TOTALS	<u>1,322,001</u>	<u>1,405,076</u>	<u>1,881,928</u>

**FORM 990PF, PART II, LINE 10(C)
INVESTMENTS: CORPORATE BOND SCHEDULE**

PG 01
STATEMENT #138

<u>CATEGORY</u>	<u>BOY</u>	<u>BOOK VALUE</u>	<u>EOY FMV</u>
FIXED INCOME	<u>936,599</u>	<u>1,005,144</u>	<u>1,005,442</u>
TOTALS	<u>936,599</u>	<u>1,005,144</u>	<u>1,005,442</u>

Federal Supporting Statements

2014 PG 01

Your Social Security Number

38-6121075

Name(s) as shown on return

LYON FOUNDATION INC

STATEMENT #103

FORM 990PF, PART 1, LINE 23 - OTHER EXPENSES SCHEDULE

DESCRIPTION	REVENUE AND EXPENSES	NET INVESTMENT	ADJUSTED NET INCOME	CHARITABLE PURPOSE
STATE OF MICHIGAN REGISTRATION	20	0	0	20
OFFICE SUPPLIES	206	0	0	206
POSTAGE	49	0	0	49
TOTALS	<u>275</u>	<u>0</u>	<u>0</u>	<u>275</u>

PG 01

STATEMENT #107

FORM 990PF, PART 1, LINE 16(A) - LEGAL FEES SCHEDULE

DESCRIPTION	REVENUE AND EXPENSES	NET INVESTMENT	ADJUSTED NET INCOME	CHARITABLE PURPOSE
LEGAL FEES	1,240	0	0	1,240
TOTALS	<u>1,240</u>	<u>0</u>	<u>0</u>	<u>1,240</u>

Federal Supporting Statements

2014 PG 01

Your Social Security Number
38-6121075

Name(s) as shown on return

LYON FOUNDATION INC

FORM 990PF, PART I, LINE 16(B) - ACCOUNTING FEES SCHEDULE

STATEMENT #108

DESCRIPTION	REVENUE AND EXPENSES	NET INVESTMENT	ADJUSTED NET INCOME	CHARITABLE PURPOSE
TAX PREPARATION FEES	1,265	0	0	1,265
TOTALS	<u>1,265</u>	<u>0</u>	<u>0</u>	<u>1,265</u>

PG 01

STATEMENT #109

FORM 990PF, PART I, LINE 16(C) - OTHER PROFESSIONAL FEES SCHEDULE

DESCRIPTION	REVENUE AND EXPENSES	NET INVESTMENT	ADJUSTED NET INCOME	CHARITABLE PURPOSE
CONSULTANT FEES	0	0	0	0
INVESTMENT ADVISOR FEES	23,525	15,760	0	7,765
TOTALS	<u>23,525</u>	<u>15,760</u>	<u>0</u>	<u>7,765</u>

Federal Supporting Statements

2014 pg 01

Your Social Security Number

38-6121075

FORM 990PF, PART 1, LINE 18 - TAXES SCHEDULE

STATEMENT #110

Name(s) as shown on return

LYON FOUNDATION INC

DESCRIPTION	REVENUE AND EXPENSES	NET INVESTMENT	ADJUSTED NET INCOME	CHARITABLE PURPOSE
ESTIMATED TAX PAYMENTS	3,400	3,400	0	0
PAYMENT OF PRIOR YEAR TAX	1,744	1,744	0	0
TOTALS	<u>5,144</u>	<u>5,144</u>	<u>0</u>	<u>0</u>

Footnotes apply where indicated on the data view.

Missing: Indicates cost basis has not been provided for this security.

Not Tracked: Indicates original cost basis is not available.

- 1. a Data for this holding has been edited or provided by the Advisor.
 - e Data for this holding has been edited or provided by the end client.
 - t Data for this holding has been edited or provided by a third party.
 - w Cost Basis adjusted due to a wash sale.
3. Cost Basis for fixed income securities is now adjusted to reflect amortized/accreted values. Click the acquired/opened date to view original cost in the Details page. Note: Some securities, including variable rate/term instruments and mortgage backed securities, may only reflect original cost even when the amortization/accretion preference is on.
8. Total excludes missing cost basis information, or values not tracked by Schwab.

(0307-0369)

Short-term proceeds	\$ 466,144.06
Short-term cost/basis	<u>459,699.61</u>
Net short-term gain	<u><u>\$ 6,444.45</u></u>
Long-term proceeds	\$ 239,042.01
Long-term cost/basis	<u>148,829.29</u>
Net long-term gain	<u><u>\$ 90,212.72</u></u>



5123-7298 LYON FOUNDATION INC
 Charity Nonprof 1592 REDDING
 BIRMINGHAM MI

Total Known Realized Gain/(Loss) \$/ % \$96,657.17/15.86% Total Known Short-Term Gain/(Loss) \$6,444.45
 Total Known Proceeds \$705,186.07 Total Known Cost Basis \$608,528.90
 Total Known Long-Term Gain/(Loss) \$90,212.72

Cost Basis - Realized Gain/(Loss) - Filtered by: From 01/01/2014 Through 12/31/2014												Results: 147	
Symbol	Name	Sold/ Closed	Acquired/ Opened	Quantity Sold	Total Proceeds	Cost Basis ³	Short Term	Long Term	Total	Total %	Notes ¹		
EGHT	8XB INC NEW	10/07/2014	06/27/2013	470.00000	\$2,873.03	\$3,929.49		(\$1,056.46)	(\$1,056.46)	(26.89%)			
ACHC	ACADIA HEALTHCARE CO	01/10/2014	10/14/2013	50.00000	\$2,600.02	\$1,940.52	\$659.50		\$659.50	33.99%			
ATU	ACTUANT CORP CL A NEW	12/18/2014	Hide Lots	80.00000	\$2,236.54	\$1,678.39		\$558.15	\$558.15	33.26%			
		12/18/2014	08/26/2005	60.00000	\$1,677.41	\$1,258.79		\$418.62	\$418.62	33.26%	a		
		12/18/2014	08/26/2005	20.00000	\$559.13	\$419.60		\$139.53	\$139.53	33.25%	a		
ATU	ACTUANT CORP CL A NEW	05/09/2014	08/26/2005	80.00000	\$2,720.67	\$1,678.39		\$1,042.28	\$1,042.28	62.10%			
AA	ALCOA INC	01/17/2014	03/14/2013	430.00000	\$4,935.96	\$3,675.07	\$1,260.89		\$1,260.89	34.31%			
AA	ALCOA INC	01/16/2014	Hide Lots	430.00000	\$4,699.47	\$3,677.75	\$238.23	\$783.49	\$1,021.72	27.78%			
		01/16/2014	11/07/2012	330.00000	\$3,606.57	\$2,823.08		\$783.49	\$783.49	27.75%			
		01/16/2014	03/14/2013	100.00000	\$1,092.90	\$854.67	\$238.23		\$238.23	27.87%			
AXP	AMERICAN EXPRESS COMPANY	05/27/2014	05/01/2006	40.00000	\$3,617.57	\$2,118.89		\$1,498.68	\$1,498.68	70.73%			
AMSF	AMERISAFE INC	05/09/2014	Hide Lots	60.00000	\$2,341.86	\$925.05		\$1,416.81	\$1,416.81	153.16%			
		05/09/2014	06/18/2007	20.00000	\$780.62	\$367.37		\$413.25	\$413.25	112.49%	a		
		05/09/2014	08/08/2007	40.00000	\$1,561.24	\$557.68		\$1,003.56	\$1,003.56	179.95%	a		
AMSF	AMERISAFE INC	10/16/2014	08/08/2007	50.00000	\$2,041.00	\$697.10		\$1,343.90	\$1,343.90	192.78%			

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Symbol	Name	Sold/ Closed	Acquired/ Opened	Quantity Sold	Total Proceeds	Cost Basis ³	Short Term	Long Term	Total	Total %	Notes ¹
ACC	AMERN CAMPUS COMMUNITIES	03/04/2014	11/18/2013	150,000,000	\$5,615.95	\$4,955.16	\$660.79		\$660.79	13.34%	
ACC	AMERN CAMPUS COMMUNITIES	06/05/2014	Hide Lots	240,000,000	\$9,495.68	\$7,854.74	\$1,640.94		\$1,640.94	20.89%	
		06/05/2014	11/18/2013	110,000,000	\$4,352.19	\$3,633.79	\$718.40		\$718.40	19.77%	
		06/05/2014	12/31/2013	130,000,000	\$5,143.49	\$4,220.95	\$922.54		\$922.54	21.86%	
AEO	AMERN EAGLE OUTFITRS NEW	09/18/2014	Hide Lots	440,000,000	\$6,331.84	\$5,194.48	\$1,137.36		\$1,137.36	21.90%	
		09/18/2014	03/26/2014	230,000,000	\$3,309.83	\$2,880.72	\$429.11		\$429.11	14.90%	
		09/18/2014	04/11/2014	210,000,000	\$3,022.01	\$2,313.76	\$708.25		\$708.25	30.61%	
AEO	AMERN EAGLE OUTFITRS NEW	05/12/2014	Hide Lots	340,000,000	\$3,985.96	\$4,440.04	(\$454.08)		(\$454.08)	(10.23%)	
		05/12/2014	03/11/2014	330,000,000	\$3,868.73	\$4,311.82	(\$443.09)		(\$443.09)	(10.28%)	
		05/12/2014	03/13/2014	10,000,000	\$117.23	\$128.22	(\$10.99)		(\$10.99)	(8.57%)	
AEO	AMERN EAGLE OUTFITRS NEW	08/20/2014	Hide Lots	460,000,000	\$5,832.92	\$5,859.40	(\$26.48)		(\$26.48)	(0.45%)	
		08/20/2014	03/13/2014	330,000,000	\$4,184.49	\$4,231.17	(\$46.68)		(\$46.68)	(1.10%)	
		08/20/2014	03/26/2014	130,000,000	\$1,648.43	\$1,628.23	\$20.20		\$20.20	1.24%	
AEO	AMERN EAGLE OUTFITRS NEW	09/19/2014	Hide Lots	310,000,000	\$4,625.14	\$3,409.04	\$1,216.10		\$1,216.10	35.67%	
		09/19/2014	04/11/2014	290,000,000	\$4,326.74	\$3,195.19	\$1,131.55		\$1,131.55	35.41%	
		09/19/2014	05/21/2014	20,000,000	\$298.40	\$213.85	\$84.55		\$84.55	39.54%	
APA	APACHE CORP	05/09/2014	Hide Lots	40,000,000	\$3,517.01	\$3,174.59		\$342.42	\$342.42	10.79%	
		05/09/2014	07/21/2010	10,000,000	\$879.25	\$877.36		\$1.89	\$1.89	0.22%	a
		05/09/2014	11/15/2012	30,000,000	\$2,637.76	\$2,297.23		\$340.53	\$340.53	14.82%	
AAPL	APPLE INC	05/23/2014	Hide Lots	10,000,000	\$6,090.92	\$4,948.42		\$1,142.50	\$1,142.50	23.09%	
		05/23/2014	11/15/2012	5,000,000	\$3,045.46	\$2,639.47		\$405.99	\$405.99	15.38%	
		05/23/2014	01/24/2013	5,000,000	\$3,045.46	\$2,308.95		\$736.51	\$736.51	31.90%	
ADP	AUTO DATA PROCESSING	10/31/2014	04/26/2006	40,000,000	\$3,210.98	\$1,427.52		\$1,783.46	\$1,783.46	124.93%	
BLL	BALL CORPORATION	13/23/2014	07/27/2006	50,000,000	\$3,320.03	\$969.70		\$2,350.33	\$2,350.33	242.38%	
BLL	BALL CORPORATION	05/14/2014	09/18/2008	40,000,000	\$2,374.24	\$788.36		\$1,585.88	\$1,585.88	201.16%	
BA	BOEING CO	05/05/2014	09/25/2012	20,000,000	\$2,610.99	\$1,403.99		\$1,207.00	\$1,207.00	85.97%	
BA	BOEING CO	11/13/2014	09/25/2012	20,000,000	\$2,529.99	\$1,404.00		\$1,125.99	\$1,125.99	80.20%	

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Symbol	Name	Sold/ Closed	Acquired/ Opened	Quantity Sold	Total Proceeds	Cost Basis ³	Short Term	Long Term	Total	Total %	Notes ¹
BWA	BORG WARNER INC	05/30/2014	06/05/2012	50 00000	\$3,146.64	\$1,646.56		\$1,500.08	\$1,500.08	91.10%	
<input type="checkbox"/> CRC	CALIFORNIA RES CORP	12/02/2014	Hide Lots	56 00000	\$399.33	\$422.69	(\$27.44)	\$4.08	(\$23.36)	(5.53%)	
		12/02/2014	11/02/2012	16 00000	\$114.09	\$110.01		\$4.08	\$4.08	3.71%	
		12/02/2014	03/20/2014	20 00000	\$142.62	\$160.68	(\$18.06)		(\$18.06)	(11.24%)	
		12/02/2014	10/30/2014	20 00000	\$142.62	\$152.00	(\$9.38)		(\$9.38)	(6.17%)	
<input type="checkbox"/> CAT	CATERPILLAR INC	04/14/2014	Hide Lots	50 00000	\$5,127.64	\$4,151.95	\$975.69		\$975.69	23.50%	
		04/14/2014	04/15/2013	40 00000	\$4,102.11	\$3,335.16	\$766.95		\$766.95	23.00%	
		04/14/2014	07/05/2013	10 00000	\$1,025.53	\$816.79	\$208.74		\$208.74	25.56%	
CAT	CATERPILLAR INC	04/24/2014	07/05/2013	40 00000	\$4,270.96	\$3,267.16	\$1,003.80		\$1,003.80	30.72%	
CAT	CATERPILLAR INC	02/12/2014	04/01/2013	50 00000	\$4,788.92	\$4,307.47	\$481.45		\$481.45	11.18%	
<input type="checkbox"/> CAT	CATERPILLAR INC	03/31/2014	Hide Lots	50 00000	\$4,990.94	\$4,279.77	\$711.17		\$711.17	16.62%	
		03/31/2014	04/01/2013	40 00000	\$3,992.75	\$3,445.98	\$546.77		\$546.77	15.87%	
		03/31/2014	04/15/2013	10 00000	\$998.19	\$833.79	\$164.40		\$164.40	19.72%	
CDK	CDK GLOBAL INC	10/01/2014	04/26/2006	0 33333	\$10.10	\$5.16		\$4.94	\$4.94	95.74%	
<input type="checkbox"/> CDK	CDK GLOBAL INC	10/14/2014	Hide Lots	103 00000	\$2,683.11	\$2,035.52	(\$101.51)	\$749.10	\$647.59	31.81%	
		10/14/2014	04/26/2006	19 66667	\$512.31	\$304.66		\$207.65	\$207.65	68.16%	a
		10/14/2014	02/01/2008	50 00000	\$1,302.48	\$761.03		\$541.45	\$541.45	71.15%	a
		10/14/2014	04/29/2014	33 33333	\$868.32	\$969.83	(\$101.51)		(\$101.51)	(10.47%)	
CSCO	CISCO SYSTEMS INC	06/09/2014	11/03/2005	100 00000	\$2,485.99	\$1,761.68		\$724.31	\$724.31	41.11%	
<input type="checkbox"/> CVLT	COMVAULT SYSTEMS INC	04/25/2014	Hide Lots	100 00000	\$4,842.31	\$6,831.84	(\$1,989.53)		(\$1,989.53)	(29.12%)	
		04/25/2014	01/14/2014	60 00000	\$2,905.39	\$4,152.53	(\$1,247.14)		(\$1,247.14)	(30.03%)	
		04/25/2014	03/19/2014	40 00000	\$1,936.92	\$2,679.31	(\$742.39)		(\$742.39)	(27.71%)	
CAG	CONAGRA FOODS INC	07/23/2014	06/19/2014	70 00000	\$2,162.93	\$2,083.78	\$79.15		\$79.15	3.80%	
CAG	CONAGRA FOODS INC	09/18/2014	06/19/2014	150 00000	\$5,016.02	\$4,465.23	\$550.79		\$550.79	12.34%	
CAG	CONAGRA FOODS INC	11/17/2014	02/21/2014	240 00000	\$8,369.86	\$6,878.12	\$1,491.74		\$1,491.74	21.69%	
<input type="checkbox"/> CAG	CONAGRA FOODS INC	10/09/2014	Hide Lots	140 00000	\$4,820.94	\$4,100.99	\$719.95		\$719.95	17.56%	
		10/09/2014	02/21/2014	60 00000	\$2,066.12	\$1,719.53	\$346.59		\$346.59	20.16%	
		10/09/2014	06/19/2014	80 00000	\$2,754.82	\$2,381.46	\$373.36		\$373.36	15.68%	
CXC	CONCHO RESOURCES INC	05/09/2014	10/09/2009	20 00000	\$2,641.81	\$769.75		\$1,872.06	\$1,872.06	243.20%	

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Symbol	Name	Sold/ Closed	Acquired/ Opened	Quantity Sold	Total Proceeds	Cost Basis ³	Short Term	Long Term	Total	Total %	Notes ¹
CPRT	COPART INC	06/30/2014	11/27/2013	100.00000	\$3,555.25	\$3,443.95	\$111.30		\$111.30	3.23%	
<input type="checkbox"/> ATX	COSTA INC CLASS A CLASS A	01/09/2014	Hide Lots	240.00000	\$5,130.50	\$2,423.35		\$2,707.15	\$2,707.15	111.71%	
		01/09/2014	11/14/2011	40.00000	\$855.08	\$436.20		\$418.88	\$418.88	96.03%	
		01/09/2014	02/06/2012	200.00000	\$4,275.42	\$1,987.15		\$2,288.27	\$2,288.27	115.15%	
COST	COSTCO WHSL CORP NEW	12/03/2014	07/31/2014	50.00000	\$7,115.31	\$5,904.56	\$1,210.73		\$1,210.73	20.50%	
DST	D S T SYSTEMS INC	03/24/2014	02/19/2014	50.00000	\$4,897.49	\$4,778.90	\$118.59		\$118.59	2.48%	
DRI	DARDEN RESTAURANTS INC	11/11/2014	08/26/2014	40.00000	\$2,194.45	\$1,907.43	\$287.02		\$287.02	15.05%	
DVA	DAVITA HEALTHCARE PTNR	05/09/2014	05/09/2006	30.00000	\$2,017.54	\$805.53		\$1,212.01	\$1,212.01	150.48%	
<input type="checkbox"/> DNR	DENBURY RES INC NEW	11/17/2014	Hide Lots	240.00000	\$2,483.58	\$3,250.15		(\$766.57)	(\$766.57)	(23.59%)	
		11/17/2014	03/10/2006	190.00000	\$1,966.17	\$2,527.91		(\$561.74)	(\$561.74)	(22.22%)	a
		11/17/2014	03/03/2010	50.00000	\$517.41	\$722.24		(\$204.83)	(\$204.83)	(28.36%)	a
<input type="checkbox"/> DNR	DENBURY RES INC NEW	08/11/2014	Hide Lots	190.00000	\$3,143.02	\$3,063.99		\$79.03	\$79.03	2.58%	
		08/11/2014	08/05/2008	40.00000	\$661.69	\$897.28		(\$235.59)	(\$235.59)	(26.26%)	a
		08/11/2014	03/03/2010	150.00000	\$2,481.33	\$2,166.71		\$314.62	\$314.62	14.52%	a
DIS	DISNEY WALT CO	08/14/2014	08/15/2011	30.00000	\$2,638.49	\$1,005.79		\$1,632.70	\$1,632.70	162.33%	
DOV	DOVER CORPORATION	05/12/2014	11/10/2005	40.00000	\$3,468.97	\$1,302.06		\$2,166.91	\$2,166.91	166.42%	
DD	DU PONT ELDE NEMOUR&CO	11/17/2014	10/16/2013	90.00000	\$6,331.72	\$5,300.56		\$1,031.16	\$1,031.16	19.45%	
DD	DU PONT ELDE NEMOUR&CO	05/22/2014	06/07/2006	50.00000	\$3,378.48	\$2,052.92		\$1,325.56	\$1,325.56	64.57%	
RDN	ELIZABETH ARDEN	02/13/2014	01/24/2014	200.00000	\$5,523.39	\$5,418.77	\$104.62		\$104.62	1.93%	
RDN	ELIZABETH ARDEN	03/31/2014	02/05/2014	150.00000	\$4,453.45	\$3,606.71	\$846.74		\$846.74	23.48%	
<input type="checkbox"/> RDN	ELIZABETH ARDEN	02/28/2014	Hide Lots	170.00000	\$5,218.46	\$4,271.19	\$947.27		\$947.27	22.18%	
		02/28/2014	02/04/2014	120.00000	\$3,683.62	\$3,068.95	\$614.67		\$614.67	20.03%	
		02/28/2014	02/05/2014	50.00000	\$1,534.84	\$1,202.24	\$332.60		\$332.60	27.67%	
FDN	FIRST TR DJ INTERNET FD	05/12/2014	05/09/2013	70.00000	\$3,805.97	\$3,130.76		\$675.21	\$675.21	21.57%	
FDN	FIRST TR DJ INTERNET FD	02/03/2014	09/25/2012	140.00000	\$8,285.17	\$5,366.46		\$2,918.65	\$2,918.65	54.39%	

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Symbol	Name	Sold/ Closed	Acquired/ Opened	Quantity Sold	Total Proceeds	Cost Basis ^a	Short Term	Long Term	Total	Total %	Notes ¹
<input type="checkbox"/>	FIG	FORTRESS INVT GP LLC A CLASS A	05/28/2014	Hide Lots	1,860,000,000	\$13,347.46	(\$225.10)		(\$225.10)	(1.69%)	
			05/28/2014	04/04/2014	580,000,000	\$4,358.95	(\$267.03)		(\$267.03)	(6.13%)	
			05/28/2014	04/07/2014	620,000,000	\$4,379.95	(\$5.83)		(\$5.83)	(0.13%)	
			05/28/2014	05/08/2014	660,000,000	\$4,656.32	\$47.76		\$47.76	1.04%	
	FCX	FREPORT MCMORAN COPPER	05/12/2014	01/07/2014	60,000,000	\$2,202.36	(\$126.36)		(\$126.36)	(5.74%)	
<input type="checkbox"/>	FCX	FREPORT MCMORAN COPPER	05/13/2014	Hide Lots	130,000,000	\$4,638.45	(\$77.44)		(\$77.44)	(1.64%)	
			05/13/2014	11/08/2013	60,000,000	\$2,146.48	(\$5.66)		(\$5.66)	(0.26%)	
			03/13/2014	01/07/2014	70,000,000	\$2,569.41	(\$71.78)		(\$71.78)	(2.79%)	
<input type="checkbox"/>	FCX	FREPORT MCMORAN COPPER	07/09/2014	Hide Lots	100,000,000	\$3,890.96	\$938.33		\$938.33	31.78%	
			07/09/2014	12/06/2012	50,000,000	\$1,945.48	\$398.44		\$398.44	25.75%	
			07/09/2014	04/23/2013	50,000,000	\$1,405.59	\$539.89		\$539.89	38.41%	
	726505AM2	FREPORT-MCMORA 6.125% 19 DUE 06/15/19	07/23/2014	01/17/2014	26,000,000,000	\$28,567.26	(\$974.76)		(\$974.76)	(3.41%)	
	GE	GENERAL ELECTRIC COMPANY	06/09/2014	11/03/2005	110,000,000	\$3,745.97	(\$729.99)		(\$729.99)	(19.49%)	
<input type="checkbox"/>	GVA	GRANITE CONSTRUCTION INC	02/28/2014	Hide Lots	150,000,000	\$5,428.46	\$952.40		\$952.40	21.28%	
			02/28/2014	03/01/2013	120,000,000	\$4,342.77	\$761.13		\$761.13	21.25%	
			02/28/2014	08/09/2013	30,000,000	\$1,085.69	\$191.27		\$191.27	21.38%	
	GVA	GRANITE CONSTRUCTION INC	03/18/2014	04/03/2013	120,000,000	\$4,706.05	\$1,159.47		\$1,159.47	32.69%	
<input type="checkbox"/>	GVA	GRANITE CONSTRUCTION INC	03/04/2014	Hide Lots	140,000,000	\$5,303.96	\$1,137.78		\$1,137.78	27.31%	
			03/04/2014	04/03/2013	30,000,000	\$1,136.56	\$249.91		\$249.91	28.19%	
			03/04/2014	08/09/2013	110,000,000	\$4,167.40	\$887.87		\$887.87	27.07%	
<input type="checkbox"/>	HYH	HALYARD HEALTH INC	12/05/2014	Hide Lots	27,000,000	\$1,040.26	\$4.86		\$400.60	63.87%	
			12/05/2014	10/28/2005	18,750,000	\$722.40	\$356.56		\$365.84	102.60% ^a	
			12/05/2014	10/16/2013	5,750,000	\$221.54	\$186.78		\$34.76	18.61%	
			12/05/2014	07/22/2014	2,500,000	\$96.32	\$4.86		\$4.86	5.31%	
	HYH	HALYARD HEALTH INC	11/03/2014	10/16/2013	0,500,000	\$18.32	\$2.08		\$2.08	12.81%	
	HIBB	HIBBETT SPORTS INC	08/08/2014	02/12/2014	50,000,000	\$2,287.81	(\$606.12)		(\$606.12)	(20.94%)	

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ITW	ILLINOIS TOOL WORKS INC	06/05/2014	10/28/2005	40,000,000	\$3,500.97	\$1,685.28		\$1,815.69	\$1,815.69	107.74%	
INTC	INTEL CORP	07/16/2014	Hide Lots	250,000,000	\$8,465.29	\$5,238.88		\$3,226.41	\$3,226.41	61.59%	
		07/16/2014	06/28/2006	10,000,000	\$338.61	\$181.54		\$157.07	\$157.07	86.52%	a
		07/16/2014	11/09/2012	240,000,000	\$8,126.68	\$5,057.34		\$3,069.34	\$3,069.34	60.69%	
INVN	INVENSENSE INC	10/29/2014	Hide Lots	360,000,000	\$5,929.88	\$6,490.99	(\$398.45)	(\$162.66)	(\$561.11)	(8.64%)	
		10/29/2014	09/25/2013	110,000,000	\$1,811.91	\$1,974.57		(\$162.66)	(\$162.66)	(8.24%)	
		10/29/2014	10/30/2013	140,000,000	\$2,306.06	\$2,224.97	\$81.09		\$81.09	3.64%	
		10/29/2014	09/22/2014	110,000,000	\$1,811.91	\$2,281.45	(\$479.54)		(\$479.54)	(20.93%)	
INVN	INVENSENSE INC	02/11/2014	09/25/2013	110,000,000	\$2,389.01	\$1,974.58	\$414.43		\$414.43	20.99%	
IRM	IRON MOUNTAIN INC NEW	12/01/2014	Hide Lots	60,000,000	\$2,331.00	\$2,086.25	\$244.75		\$244.75	11.73%	
		12/01/2014	08/13/2014	46,000,000	\$1,787.10	\$1,588.60	\$198.50		\$198.50	12.50%	
		12/01/2014	11/04/2014	14,000,000	\$543.90	\$497.65	\$46.25		\$46.25	9.29%	
EWG	ISHARES MSCI GRMNY GERMANY ETF	05/12/2014	Hide Lots	300,000,000	\$9,510.83	\$6,081.82	\$3,429.01		\$3,429.01	56.38%	
		05/12/2014	06/09/2010	200,000,000	\$6,340.55	\$3,761.52	\$2,579.03		\$2,579.03	68.56%	a
		05/12/2014	03/16/2011	100,000,000	\$3,170.28	\$2,320.30	\$849.98		\$849.98	36.63%	
EWG	ISHARES MSCI GRMNY GERMANY ETF	06/05/2014	06/09/2010	200,000,000	\$6,440.91	\$3,761.52	\$2,679.39		\$2,679.39	71.23%	
JNJ	JOHNSON & JOHNSON	09/18/2014	04/22/2010	30,000,000	\$3,199.48	\$1,935.37	\$1,264.11		\$1,264.11	65.32%	
JPM	JPMORGAN CHASE & CO	05/28/2014	Hide Lots	50,000,000	\$2,765.99	\$2,023.21	\$742.78		\$742.78	36.71%	
		05/28/2014	06/13/2006	40,000,000	\$2,212.79	\$1,621.59	\$591.20		\$591.20	36.46%	a
		05/28/2014	10/07/2010	10,000,000	\$553.20	\$401.62	\$151.58		\$151.58	37.74%	a
KMB	KIMBERLY-CLARK CORP	05/09/2014	10/28/2005	30,000,000	\$3,320.98	\$1,717.45	\$1,603.53		\$1,603.53	93.37%	
KMB	KIMBERLY-CLARK CORP	11/28/2014	10/16/2013	20,000,000	\$2,303.99	\$1,874.57	\$429.42		\$429.42	22.91%	
KSS	KOHLERS CORP	05/27/2014	03/04/2011	50,000,000	\$2,705.99	\$2,707.93	(\$1.94)		(\$1.94)	(0.07%)	
EL	LAUDER ESTEE CO INC CLA	05/28/2014	02/08/2013	40,000,000	\$3,030.98	\$2,521.02	\$509.96		\$509.96	20.23%	

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539473AK4	LLOYDS TSB BA 2.5884%14F DUE 01/24/14LLOYDS TSB BANK P	01/24/2014	01/27/2011	65,000 00000	\$65,000.00	\$65,393.54		(\$393.54)	(\$393.54)	(0.60%)	
MDU	MDU RESOURCES GROUP	05/09/2014	10/18/2005	90.00000	\$3,110.65	\$1,968.60		\$1,142.05	\$1,142.05	58.01%	
MWIV	M W I VETERINARY SUPPLY	02/04/2014	02/05/2010	40.00000	\$7,196.92	\$1,546.22		\$5,650.70	\$5,650.70	365.45%	
MRO	MARATHON OIL CORP	06/05/2014	07/25/2013	80.00000	\$2,946.98	\$2,956.71	(\$9.73)		(\$9.73)	(0.33%)	
MA	MASTERCARD INC	05/27/2014	02/12/2010	40.00000	\$3,100.98	\$905.02		\$2,195.96	\$2,195.96	242.64%	
MXIM	MAXIM INTEGRATED PRODS	01/31/2014	07/22/2008	70.00000	\$2,110.11	\$1,298.13		\$811.98	\$811.98	62.55%	
MXIM	MAXIM INTEGRATED PRODS	05/22/2014	Hide Lots	170.00000	\$5,759.04	\$4,177.04	\$637.21	\$944.79	\$1,582.00	37.87%	
MXIM	MAXIM INTEGRATED PRODS	05/22/2014	09/12/2008	60.00000	\$2,032.60	\$1,087.81		\$944.79	\$944.79	86.85%	a
MXIM	MAXIM INTEGRATED PRODS	05/22/2014	01/16/2014	110.00000	\$3,726.44	\$3,089.23	\$637.21		\$637.21	20.63%	
MXIM	MAXIM INTEGRATED PRODS	02/28/2014	Hide Lots	130.00000	\$4,241.98	\$2,373.51		\$1,868.47	\$1,868.47	78.72%	
MXIM	MAXIM INTEGRATED PRODS	02/28/2014	07/22/2008	40.00000	\$1,305.22	\$741.79		\$563.43	\$563.43	75.96%	a
MXIM	MAXIM INTEGRATED PRODS	02/28/2014	09/12/2008	90.00000	\$2,936.76	\$1,631.72		\$1,305.04	\$1,305.04	79.98%	a
MXIM	MAXIM INTEGRATED PRODS	06/05/2014	Hide Lots	240.00000	\$8,500.06	\$6,731.70	\$1,768.36		\$1,768.36	26.27%	
MXIM	MAXIM INTEGRATED PRODS	06/05/2014	07/18/2013	180.00000	\$6,375.04	\$5,046.66	\$1,328.38		\$1,328.38	26.32%	
MXIM	MAXIM INTEGRATED PRODS	06/05/2014	01/16/2014	60.00000	\$2,125.02	\$1,685.04	\$439.98		\$439.98	26.11%	
MET	METLIFE INC	03/04/2014	04/27/2010	40.00000	\$2,031.01	\$1,833.80		\$197.21	\$197.21	10.75%	
MET	METLIFE INC	05/12/2014	Hide Lots	70.00000	\$3,631.24	\$3,484.30	(\$33.96)		\$146.94	4.22%	
MET	METLIFE INC	05/12/2014	04/27/2010	30.00000	\$1,556.25	\$1,375.35		\$180.90	\$180.90	13.15%	a
MET	METLIFE INC	05/12/2014	03/27/2014	40.00000	\$2,074.99	\$2,108.95	(\$33.96)		(\$33.96)	(1.61%)	
MCHP	MICROCHIP TECHNOLOGY INC	10/14/2014	07/12/2011	50.00000	\$1,901.01	\$1,608.79		\$292.22	\$292.22	18.16%	
MFI	MICROFINANCIAL INC	12/15/2014	Hide Lots	800.00000	\$8,096.81	\$4,796.50		\$3,300.31	\$3,300.31	68.81%	
MFI	MICROFINANCIAL INC	12/15/2014	05/24/2011	600.00000	\$6,072.61	\$3,343.93		\$2,728.68	\$2,728.68	81.60%	
MFI	MICROFINANCIAL INC	12/15/2014	11/07/2012	200.00000	\$2,024.20	\$1,452.57		\$571.63	\$571.63	39.35%	
MSFT	MICROSOFT CORP	01/31/2014	11/03/2005	60.00000	\$2,241.01	\$1,587.30		\$653.71	\$653.71	41.18%	
NTGR	NETGEAR INC	10/24/2014	04/16/2013	60.00000	\$1,959.71	\$1,717.95		\$241.76	\$241.76	14.07%	

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☐ NEM	NEWMONT MINING CORP	04/23/2014	Hide Lots	140.00000	\$3,567.73	\$4,404.72	(\$836.99)		(\$836.99)	(19.00%)	
		04/23/2014	05/15/2013	100.00000	\$2,548.38	\$3,199.29	(\$650.91)		(\$650.91)	(20.35%)	
		04/23/2014	06/20/2013	40.00000	\$1,019.35	\$1,205.43	(\$186.08)		(\$186.08)	(15.44%)	
☐ NEM	NEWMONT MINING CORP	08/06/2014	Hide Lots	190.00000	\$4,972.93	\$5,088.83	(\$115.90)		(\$115.90)	(2.28%)	
		08/06/2014	08/07/2013	80.00000	\$2,093.87	\$2,160.95	(\$67.08)		(\$67.08)	(3.10%)	
		08/06/2014	11/01/2013	110.00000	\$2,879.06	\$2,927.88	(\$48.82)		(\$48.82)	(1.67%)	
☐ NEM	NEWMONT MINING CORP	03/05/2014	Hide Lots	110.00000	\$2,689.98	\$3,557.23	(\$867.25)		(\$867.25)	(24.38%)	
		03/05/2014	05/07/2013	70.00000	\$1,711.81	\$2,277.51	(\$565.70)		(\$565.70)	(24.84%)	
		03/05/2014	05/15/2013	40.00000	\$978.17	\$1,279.72	(\$301.55)		(\$301.55)	(23.56%)	
NEM	NEWMONT MINING CORP	01/23/2014	05/07/2013	100.00000	\$2,516.01	\$3,253.58	(\$737.57)		(\$737.57)	(22.67%)	
NIKE	NIKE INC CLASS B	05/09/2014	12/21/2007	50.00000	\$3,665.97	\$1,653.12		\$2,012.85	\$2,012.85	121.76%	
☐ NUS	NU SKIN ENTERPRISES CL A	12/02/2014	Hide Lots	130.00000	\$5,515.93	\$7,275.51	(\$1,759.58)		(\$1,759.58)	(24.18%)	
		12/02/2014	07/19/2014	80.00000	\$3,394.42	\$4,888.95	(\$1,494.53)		(\$1,494.53)	(30.57%)	
		12/02/2014	08/06/2014	50.00000	\$2,121.51	\$2,386.56	(\$265.05)		(\$265.05)	(11.11%)	
NUS	NU SKIN ENTERPRISES CL A	10/30/2014	07/17/2014	130.00000	\$6,657.35	\$8,653.95	(\$1,996.60)		(\$1,996.60)	(23.07%)	
NUS	NU SKIN ENTERPRISES CL A	12/05/2014	08/06/2014	100.00000	\$4,390.95	\$4,773.13	(\$382.18)		(\$382.18)	(8.01%)	
OXY	OCCIDENTAL PETE CORP	05/13/2014	11/02/2012	50.00000	\$4,889.06	\$3,945.69		\$943.37	\$943.37	23.91%	
OMC	OMNICOM GROUP INC	05/09/2014	10/28/2005	40.00000	\$2,690.99	\$1,674.20		\$1,016.79	\$1,016.79	60.73%	
BTU	PEABODY ENERGY CORP	04/04/2014	01/09/2014	140.00000	\$2,399.00	\$2,426.49	(\$27.49)		(\$27.49)	(1.13%)	
☐ BTU	PEABODY ENERGY CORP	04/25/2014	Hide Lots	270.00000	\$4,985.94	\$6,826.55		(\$1,840.61)	(\$1,840.61)	(26.96%)	
		04/25/2014	11/07/2012	110.00000	\$2,031.31	\$2,919.50	(\$888.19)		(\$888.19)	(30.42%)	
		04/25/2014	01/02/2013	80.00000	\$1,477.32	\$2,080.87	(\$603.55)		(\$603.55)	(29.00%)	
		04/25/2014	02/22/2013	80.00000	\$1,477.31	\$1,826.18	(\$348.87)		(\$348.87)	(19.10%)	
☐ BTU	PEABODY ENERGY CORP	08/06/2014	Hide Lots	230.00000	\$3,601.97	\$3,866.84	(\$264.87)		(\$264.87)	(6.85%)	
		08/06/2014	01/09/2014	130.00000	\$2,035.90	\$2,253.10	(\$217.20)		(\$217.20)	(9.64%)	
		08/06/2014	05/30/2014	100.00000	\$1,566.07	\$1,613.68	(\$47.61)		(\$47.61)	(2.95%)	

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PEP	PEPSICO INCORPORATED	05/09/2014	11/10/2005	40.00000	\$3,464.57	\$2,344.65		\$1,119.92	\$1,119.92	47.76%	
PRGO	PERRIGO CO PLC FUS SHARES	11/06/2014	12/19/2013	20.00000	\$3,188.68	\$3,106.79	\$81.89		\$81.89	2.64%	
☐ POT	POTASH CORP SASK INC F	03/31/2014	Hide Lots	190.00000	\$6,824.78	\$7,959.69		(\$1,134.91)	(\$1,134.91)	(14.26%)	
		03/31/2014	12/08/2011	130.00000	\$4,669.59	\$5,470.59		(\$801.00)	(\$801.00)	(14.64%)	
		03/31/2014	04/27/2012	30.00000	\$1,077.60	\$1,272.69		(\$195.09)	(\$195.09)	(15.33%)	
		03/31/2014	11/02/2012	30.00000	\$1,077.59	\$1,216.41		(\$138.82)	(\$138.82)	(11.41%)	
☐ POT	POTASH CORP SASK INC F	01/15/2014	Hide Lots	140.00000	\$4,883.96	\$6,143.41		(\$1,259.45)	(\$1,259.45)	(20.50%)	
		01/15/2014	02/14/2012	120.00000	\$4,186.25	\$5,294.95		(\$1,108.70)	(\$1,108.70)	(20.94%)	
		01/15/2014	04/27/2012	20.00000	\$697.71	\$848.46		(\$150.75)	(\$150.75)	(17.77%)	
☐ POT	POTASH CORP SASK INC F	11/19/2014	Hide Lots	70.00000	\$2,563.49	\$2,532.79		\$30.70	\$30.70	1.21%	
		11/19/2014	11/02/2012	40.00000	\$1,464.85	\$1,621.87		(\$157.02)	(\$157.02)	(9.68%)	
		11/19/2014	07/31/2013	30.00000	\$1,098.64	\$910.92		\$187.72	\$187.72	20.61%	
PX	PRAXAIR INC	05/12/2014	05/09/2013	20.00000	\$2,612.99	\$2,282.57		\$330.42	\$330.42	14.48%	
☐ PBH	PRESTIGE BRANDS HOLDINGS	04/03/2014	Hide Lots	210.00000	\$5,715.04	\$6,983.29	(\$1,268.25)		(\$1,268.25)	(18.16%)	
		04/03/2014	07/30/2013	120.00000	\$3,265.74	\$4,096.37	(\$830.63)		(\$830.63)	(20.28%)	
		04/03/2014	08/14/2013	90.00000	\$2,449.30	\$2,886.92	(\$437.62)		(\$437.62)	(15.16%)	
PWR	QUANTA SERVICES INC	12/05/2014	11/10/2014	90.00000	\$2,685.82	\$3,054.72	(\$368.90)		(\$368.90)	(12.08%)	
SN	SANCHEZ ENERGY CORP	12/01/2014	10/10/2014	160.00000	\$1,543.36	\$3,296.50	(\$1,753.14)		(\$1,753.14)	(53.18%)	
SLB	SCHLUMBERGER LTD F	01/21/2014	05/11/2011	25.00000	\$2,278.51	\$2,071.85		\$206.66	\$206.66	9.97%	
☐ SLB	SCHLUMBERGER LTD F	04/29/2014	Hide Lots	65.00000	\$6,679.25	\$4,639.45		\$2,039.80	\$2,039.80	43.97%	
		04/29/2014	05/11/2011	5.00000	\$513.79	\$414.37		\$99.42	\$99.42	23.99%	
		04/29/2014	09/14/2011	30.00000	\$3,082.73	\$2,123.95		\$958.78	\$958.78	45.14%	
		04/29/2014	11/07/2012	30.00000	\$3,082.73	\$2,101.13		\$981.60	\$981.60	46.72%	
SLB	SCHLUMBERGER LTD F	11/17/2014	01/12/2012	60.00000	\$5,736.44	\$4,200.79		\$1,535.65	\$1,535.65	36.56%	
☐ SLB	SCHLUMBERGER LTD F	05/21/2014	Hide Lots	20.00000	\$2,021.01	\$1,400.51		\$620.50	\$620.50	44.31%	

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Symbol	Name	Sold/ Closed	Acquired/ Opened	Quantity Sold	Total Proceeds	Cost Basis ^a	Short Term	Long Term	Total	Total % Notes ¹
		05/21/2014	01/12/2012	10,000,000	\$1,010.50	\$700.13		\$310.37	\$310.37	44.33%
		05/21/2014	11/07/2012	10,000,000	\$1,010.51	\$700.38		\$310.13	\$310.13	44.28%
SEAC	SEACHANGE INTL INC	02/26/2014	Hide Lots	340,000,000	\$3,457.96	\$3,863.48	(\$86.61)	(\$318.91)	(\$405.52)	(10.50%)
		02/26/2014	02/01/2013	290,000,000	\$2,949.44	\$3,268.35		(\$318.91)	(\$318.91)	(9.76%)
		02/26/2014	03/22/2013	50,000,000	\$508.52	\$595.13	(\$86.61)		(\$86.61)	(14.55%)
SDRL	SEADRILL LTD F	11/17/2014	08/27/2014	140,000,000	\$2,860.99	\$5,092.59	(\$2,231.60)		(\$2,231.60)	(43.82%)
SWKS	SKYWORKS SOLUTIONS INC	03/19/2014	Hide Lots	90,000,000	\$3,416.39	\$1,884.59		\$1,531.80	\$1,531.80	81.28%
		03/19/2014	07/23/2010	10,000,000	\$379.60	\$185.46		\$194.14	\$194.14	104.68% ^a
		03/19/2014	11/02/2012	80,000,000	\$3,036.79	\$1,699.13		\$1,337.66	\$1,337.66	78.73%
SWKS	SKYWORKS SOLUTIONS INC	10/03/2014	Hide Lots	60,000,000	\$3,332.98	\$1,109.50		\$2,223.48	\$2,223.48	200.40%
		10/03/2014	07/23/2010	50,000,000	\$2,777.48	\$927.31		\$1,850.17	\$1,850.17	199.52% ^a
		10/03/2014	09/04/2010	10,000,000	\$555.50	\$182.19		\$373.31	\$373.31	204.90% ^a
XBI	SPDR S&P BIOTECH ETF	10/28/2014	01/03/2007	30,000,000	\$5,117.41	\$1,388.15		\$3,729.26	\$3,729.26	268.65%
XBI	SPDR S&P BIOTECH ETF	05/27/2014	01/03/2007	20,000,000	\$2,630.99	\$925.43		\$1,705.56	\$1,705.56	184.30%
XBI	SPDR S&P BIOTECH ETF	01/21/2014	01/03/2007	30,000,000	\$4,756.53	\$1,388.15		\$3,368.38	\$3,368.38	242.65%
SXI	STANDEX INTERNATL CORP	05/09/2014	10/05/2009	50,000,000	\$3,728.02	\$974.43		\$2,753.59	\$2,753.59	282.58%
SPLS	STAPLES INC	05/09/2014	06/14/2007	300,000,000	\$3,890.96	\$7,364.84		(\$3,473.88)	(\$3,473.88)	(47.17%)
SPLS	STAPLES INC	05/22/2014	06/14/2007	240,000,000	\$2,810.99	\$5,891.86		(\$3,080.87)	(\$3,080.87)	(52.29%)
SPLS	STAPLES INC	06/18/2014	Hide Lots	420,000,000	\$4,320.94	\$8,817.52		(\$3,996.58)	(\$3,996.58)	(45.33%)
		08/18/2014	06/14/2007	60,000,000	\$688.71	\$1,472.97		(\$784.26)	(\$784.26)	(53.24%) ^a
		08/18/2014	10/04/2007	110,000,000	\$1,262.63	\$2,406.85		(\$1,144.22)	(\$1,144.22)	(47.54%) ^a
		08/18/2014	03/29/2011	250,000,000	\$2,869.60	\$4,937.70		(\$2,068.10)	(\$2,068.10)	(41.88%)
SPLS	STAPLES INC	09/02/2014	Hide Lots	740,000,000	\$9,169.22	\$9,296.16	\$677.20	(\$804.14)	(\$126.94)	(1.37%)
		09/02/2014	03/29/2011	10,000,000	\$123.91	\$197.51		(\$73.60)	(\$73.60)	(37.26%)
		09/02/2014	03/06/2012	270,000,000	\$3,345.53	\$4,076.07		(\$730.54)	(\$730.54)	(17.92%)
		09/02/2014	07/11/2014	460,000,000	\$5,695.78	\$5,022.58	\$677.20		\$677.20	13.48%
SYK	STRYKER CORP	12/03/2014	Hide Lots	80,000,000	\$7,535.77	\$3,815.67		\$3,720.10	\$3,720.10	97.50%

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Symbol	Name	Sold/ Closed	Acquired/ Opened	Quantity Sold	Total Proceeds	Cost Basis ³	Short Term	Long Term	Total	Total %	Notes ¹
		12/03/2014	07/21/2010	40 00000	\$3,767.88	\$1,896.28		\$1,871.60	\$1,871.60	98.70%	a
		12/03/2014	10/20/2011	40 00000	\$3,767.89	\$1,919.39		\$1,848.50	\$1,848.50	96.31%	
SYK	STRYKER CORP	01/08/2014	10/20/2011	30 00000	\$2,299.51	\$1,439.54		\$859.97	\$859.97	59.74%	
SNPS	SYNOPSIS INC	08/21/2014	07/10/2013	80 00000	\$3,298.98	\$2,922.73		\$376.25	\$376.25	12.87%	
SY	SYSCO CORPORATION	03/13/2014	Hide Lots	330 00000	\$11,870.86	\$8,877.16		\$2,993.70	\$2,993.70	33.72%	
		03/13/2014	04/26/2006	170 00000	\$6,115.29	\$5,171.94		\$943.35	\$943.35	18.24%	a
		03/13/2014	05/04/2009	160 00000	\$5,755.57	\$3,705.22		\$2,050.35	\$2,050.35	55.34%	a
WWAV	THE WHITEWAVE FOODS CO	01/30/2014	12/05/2012	130 00000	\$3,190.42	\$2,062.90		\$1,127.52	\$1,127.52	54.66%	
TMO	THERMO FISHER SCIENTIFIC	02/20/2014	10/16/2013	20 00000	\$2,491.01	\$1,859.95	\$631.06		\$631.06	33.93%	
RIG	TRANSOCEAN INC NEW F	04/14/2014	11/21/2013	60 00000	\$2,448.00	\$3,127.67	(\$679.67)		(\$679.67)	(21.73%)	
URS	U R S CORP NEW	07/03/2014	05/14/2014	100 00000	\$4,985.94	\$4,343.95	\$641.99		\$641.99	14.78%	
UPS	UNITED PARCEL SERVICE B CLASS B	10/21/2014	10/28/2005	20 00000	\$2,003.97	\$1,454.72		\$549.25	\$549.25	37.76%	
UPS	UNITED PARCEL SERVICE B CLASS B	05/12/2014	10/28/2005	35 00000	\$3,525.97	\$2,545.77		\$980.20	\$980.20	38.50%	
UNH	UNITEDHEALTH GROUP INC	08/28/2014	09/25/2012	30 00000	\$2,599.49	\$1,691.04		\$908.45	\$908.45	53.72%	
UNH	UNITEDHEALTH GROUP INC	03/19/2014	09/25/2012	30 00000	\$2,359.50	\$1,691.04		\$668.46	\$668.46	39.53%	
UHS	UNIVERSAL HLTH SVCS CLB	05/09/2014	07/29/2011	50 00000	\$4,080.96	\$2,468.55		\$1,612.41	\$1,612.41	65.32%	
92344GAW 6	VERIZON COMMS 4.9%15"CALLED" FATE TBC EFF. 11/24/14	11/24/2014	02/11/2014	25,000 00000	\$25,919.25	\$25,852.46	\$66.79		\$66.79	0.26%	
WFC+L	WELLS FARGO & C 7.5% PFD PFD SER L LDUE 12/31/99	05/05/2014	10/01/2010	5 00000	\$5,990.92	\$5,027.98		\$962.94	\$962.94	19.15%	

Disclosures

The Realized Gain/Loss page provides summary information of closed transactions. Not all closed transactions appear on this page. We calculate cost basis using data that you or your client have provided to us or that we have obtained from market data supplied by third party sources. We may also display cost basis data that we have not calculated but that has been supplied by you or your client, a prior custodian or another third party source. Because the accuracy of cost basis data depends upon these third party inputs, we are not able to guarantee the availability, accuracy or completeness of such cost basis data. Only covered transactions will be reported to the IRS. Schwab does not provide tax or legal advice. Please have your clients consult with a tax advisor regarding their specific tax situation.

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The Lyon Foundation				
Charitable Grants				
E. I. #38-6121075				
01/01/2014 through 12/31/2014				
Organization and Address	Purpose	Amount	Check Number	Date Cash
Social Services				
Autism Society of America (West Shore) Holland, Michigan	General Operating Support	\$1,500.00	1751	07/24/14
Birmingham Area Seniors Coordinating Council Birmingham, Michigan	General Operating Support	\$1,000.00	1752	06/19/14
Birmingham Youth Assistance Committees, Inc. Birmingham, Michigan	General Operating Support	\$1,000.00	1753	06/27/14
Boys and Girls Clubs of Greater Gaston Gastonia, NC	General Operating Support	\$2,500.00	1754	06/19/14
Carolinas HealthCare Foundation Levine Children's Hospital Charlotte, North Carolina	LCH Child Life Program	\$10,000.00	1755	06/18/14
Gleaners Community Food Bank, Inc. Pontiac, Michigan	General Operating Support	\$7,500.00	1757	06/17/14
HAVEN, Inc. Pontiac, Michigan	General Operating Support	\$5,000.00	1758	06/27/14
Hope Haven, Inc. Charlotte, North Carolina	General Operating Support	\$10,000.00	1759	06/17/14
Hospice of Michigan Detroit, Michigan	General Operating Support	\$5,000.00	1760	06/24/14
LAP Foundation of North Carolina, Inc. Raleigh, North Carolina	Alcohol Treatment General Operating Support	\$6,000.00	1761	07/01/14
Make-A-Wish Foundation of Central & Western Carolinas Charleston, South Carolina	To honor the wish of a sick child in Gaston County	\$8,000.00	1762	06/23/14
Michigan Children's Trust Fund (Michigan Education Trust) Lansing, Michigan	General Operating Support	\$1,000.00	1756	08/15/14

The Lyon Foundation
Charitable Grants
E. I. #38-6121075
01/01/2014 through 12/31/2014

Organization and Address	Purpose	Amount	Check Number	Date Cash
National Alliance of Children's Trust & Prevention Funds Lansing, Michigan	General Operating Support	\$1,500.00	164	07/01/14
Planned Parenthood Affiliates of Michigan, Inc. Lansing, Michigan	General Operating Support	\$6,500.00	1763	07/09/14
Spaulding Youth Center Northfield, New Hampshire	General Operating Support	\$10,000.00	1764	07/02/14
YMCA of Greater Charlotte Charlotte, North Carolina	General Operating Support	\$2,500.00	162	05/21/14
Arts and Education				
Detroit Educational Television Foundation WTVS 56 Wixom, Michigan	General Operating Support	\$11,000.00	1765 & 167	06/18/14, 10/30/14
Eaglebrook School Deerfield, Massachusetts	\$100,000 Pledge 1st of 5	\$20,000.00	1780	06/23/14
Oakland University Rochester, Michigan	General Operating Support	\$10,000.00	1781 & 165	06/26/14, 06/26/14
Schiele Museum of Natural History Gastonia, North Carolina	General Operating Support	\$2,500.00	1768	06/19/14
Tilton School Tilton, New Hampshire	General Operating Support	\$10,000.00	1769	06/30/14
Environment & Exotics				
Conservation Council for Hawaii Honolulu, Hawaii	General Operating Support	\$500.00	1770	06/23/14
Environment Hawaii Hilo, Hawaii	General Operating Support	\$500.00	1771	06/17/14

The Lyon Foundation Charitable Grants E. I. #38-6121075 01/01/2014 through 12/31/2014			
Organization and Address	Purpose	Amount	Check Number Date Cashed
Hawaiian Islands Land Trust Wailuku, Hawaii	General Operating Support	\$500.00	1772 06/19/14
Hoopulapula Haraguchi Rice Mill Hanalei, Hawaii	General Operating Support	\$500.00	1773 07/03/14
Kauai Historical Society Lihue, Hawaii	General Operating Support	\$500.00	1774 06/26/14
Kauai Humane Society Lihue, Hawaii	General Operating Support	\$500.00	1775 06/20/14
Kekahu Foundation Hanalei, Hawaii	General Operating Support	\$500.00	1776 06/20/14
Kilauea Point Natural History Association Kilauea, Hawaii	Lighthouse Restoration	\$500.00	1777 06/19/14
Malama Mahaulepu Koloa, Hawaii	General Operating Support	\$500.00	1778 06/25/14
Waipa Foundation Hanalei, Hawaii	General Operating Support	\$500.00	1779 07/16/14
Total Charitable Grants 2014		\$137,500.00	