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EXTENDED TO NOVEMBER 16, 2015
Return of Private Foundation

2949129706215 5

Form 990-PF

Department of the Treasury
Internal Revenue Service

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning

, and ending

Name of foundation THE GRACE K. ALPERT CHARITABLE FOUNDATION		A Employer identification number 45-6592383
Number and street (or P.O. box number if mail is not delivered to street address) 1000 CHAPEL VIEW BLVD.	Room/suite 220	B Telephone number 401.455.9800
City or town, state or province, country, and ZIP or foreign postal code CRANSTON, RI 02920		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,172,490.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		500,000.			
2 Check ☐ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		13,690.	13,690.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		19,184.			STATEMENT 1
b Gross sales price for all assets on line 6a	1,318,836.				
7 Capital gain net income (from Part IV, line 2)			76,455.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		11.	11.	0.	STATEMENT 3
12 Total. Add lines 1 through 11		532,885.	90,156.	0.	
13 Compensation of officers, directors, trustees, etc		5,000.	2,500.	0.	2,500.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	STMT 4	2,750.	0.	0.	2,750.
c Other professional fees	STMT 5	13,180.	13,180.	0.	0.
17 Interest					
18 Taxes	STMT 6	510.	10.	0.	0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 7	50.	0.	0.	50.
24 Total operating and administrative expenses. Add lines 13 through 23		21,490.	15,690.	0.	5,300.
25 Contributions, gifts, grants paid		516,800.			516,800.
26 Total expenses and disbursements. Add lines 24 and 25		538,290.	15,690.	0.	522,100.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-5,405.			
b Net investment income (if negative, enter -0-)			74,466.		
c Adjusted net income (if negative, enter -0-)				0.	

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CHARITABLE FOUNDATION**

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	1,131,712.	17,841.	17,841.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 8	0.	1,108,466.	1,154,649.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,131,712.	1,126,307.	1,172,490.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒ X			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	1,131,712.	1,126,307.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
28 Paid-in or capital surplus, or land, bldg., and equipment fund				
29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances	1,131,712.	1,126,307.		
31 Total liabilities and net assets/fund balances	1,131,712.	1,126,307.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,131,712.
2 Enter amount from Part I, line 27a	2	-5,405.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,126,307.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,126,307.

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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 PUBLICLY TRADED SECURITIES			
b K-1 THE BLACKSTONE GROUP	P		
c K-1 THE BLACKSTONE GROUP - SECTION 1231	P		
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 1,318,785.		1,242,381.	76,404.
b 42.			42.
c 9.			9.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			76,404.
b			42.
c			9.
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	76,455.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	23,525.	706,459.	.033300
2012	50,669.	487,993.	.103831
2011	0.	241,382.	.000000
2010			
2009			

2 Total of line 1, column (d)	2	.137131
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.045710
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	951,229.
5 Multiply line 4 by line 3	5	43,481.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	745.
7 Add lines 5 and 6	7	44,226.
8 Enter qualifying distributions from Part XII, line 4	8	522,100.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	745.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	745.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	745.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	396.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	1,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,396.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	651.	
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
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?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	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) <u>RI</u>		
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	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

N/A

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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)	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? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>THE FOUNDATION</u> Telephone no. ► <u>401-455-9800</u> Located at ► <u>1000 CHAPEL VIEW BLVD., SUITE 220, CRANSTON, RI</u> ZIP+4 ► <u>02920</u>			
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 ► <u>15</u>			
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? 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 ►	16	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.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A	1b	
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 ☒ 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.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.) 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

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No **5b**

Organizations relying on a current notice regarding disaster assistance check here ☒

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

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 **6b** **X**

If "Yes" to 6b, file Form 8870.

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b** **N/A**

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BENJAMIN G PASTER	TRUSTEE			
1000 CHAPEL VIEW BLVD. STE 220	5.00	5,000.	0.	0.
CRANSTON, RI 02920				
WESLEY ALPERT	DISTRIBUTION COMMITTEE			
53 WINGATE ROAD	1.00	0.	0.	0.
PROVIDENCE, RI 02906				

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

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

Total number of other employees paid over \$50,000 **0**

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. 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

0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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**THE GRACE K. ALPERT
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Part X**Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	688,878.
b	Average of monthly cash balances	1b	276,837.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	965,715.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	965,715.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	14,486.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	951,229.
6	Minimum investment return. Enter 5% of line 5	6	47,561.

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	47,561.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	745.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	745.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	46,816.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	46,816.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	46,816.

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	522,100.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	522,100.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	745.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	521,355.

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				46,816.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012	2,835.			
e From 2013				
f Total of lines 3a through e	2,835.			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ 522,100.				
a Applied to 2013, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				46,816.
e Remaining amount distributed out of corpus	475,284.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	478,119.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	478,119.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012	2,835.			
d Excess from 2013				
e Excess from 2014	475,284.			

N/A

☐ 4942(j)(3) or ☐ 4942(j)(5)

(4) Gross investment income

[illegible]

2014.04020 THE GRACE K. ALPERT CHARITA P02971_1

**THE GRACE K. ALPERT
CHARITABLE FOUNDATION**

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a Paid during the year				
RHODE ISLAND FOUNDATION ONE UNION STATION PROVIDENCE, RI 02903	NONE		CHARITABLE DONATION	280,000.
JEWISH FAMILY SERVICES OF RI 959 NORTH MAIN STREET PROVIDENCE, RI 02904	NONE		CHARITABLE DONATION	101,800.
THE TOMORROW FUND 593 EDDY STREET PROVIDENCE, RI 02903	NONE		CHARITABLE DONATION	25,000.
TEMPLE BETH-EL 70 ORCHARD AVE. PROVIDENCE, RI 02906	NONE		CHARITABLE DONATION	100,000.
JEWISH ALLIANCE OF GREATER RI 401 ELMGROVE AVENUE PROVIDENCE, RI 02906	NONE		CHARITABLE DONATION	10,000.
Total			3a	516,800.
b Approved for future payment				
NONE				
Total			3b	0.

Part XVII

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

- | | | Yes | No |
|---|---|----------|----------|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| | a Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | | X |
| | (2) Other assets | | X |
| | b Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | | X |
| | (3) Rental of facilities, equipment, or other assets | | X |
| | (4) Reimbursement arrangements | | X |
| | (5) Loans or loan guarantees | | X |
| (6) Performance of services or membership or fundraising solicitations | | X | |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | X | |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.					May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No		
	 Signature of officer or trustee		10/15/15 Date		 TRUSTEE Title			
Paid Preparer Use Only	Print/Type preparer's name HELDER M. MEDEIROS CPA, MST		Preparer's signature 		Date 8-30-17		Check ☐ if self-employed	PTIN P00033534
	Firm's name ▶ RESTIVO MONACELLI LLP						Firm's EIN ▶ 77-0601437	
	Firm's address ▶ 36 EXCHANGE TERRACE PROVIDENCE, RI 02903						Phone no. (401) 273-7600	

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2014

Name of the organization

THE GRACE K. ALPERT
CHARITABLE FOUNDATION

Employer identification number

45-6592383

Organization type (check one).

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Name of organization

**THE GRACE K. ALPERT
CHARITABLE FOUNDATION**

Employer identification number

45-6592383

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	<u>WESLEY S ALPERT</u> <u>53 WINGATE ROAD</u> <u>PROVIDENCE, RI 02906</u>	\$ <u>56,981.</u>	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
<u>2</u>	<u>WESLEY S ALPERT</u> <u>53 WINGATE ROAD</u> <u>PROVIDENCE, RI 02906</u>	\$ <u>112,579.</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
<u>3</u>	<u>WESLEY S ALPERT</u> <u>53 WINGATE ROAD</u> <u>PROVIDENCE, RI 02906</u>	\$ <u>101,000.</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
<u>4</u>	<u>WESLEY S ALPERT</u> <u>53 WINGATE ROAD</u> <u>PROVIDENCE, RI 02906</u>	\$ <u>229,440.</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization THE GRACE K. ALPERT CHARITABLE FOUNDATION	Employer identification number 45-6592383
--	---

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	<u>TIME WARNER CABLE INC DEBENTURE CPN</u> <u>5.5%</u>	\$ <u>112,579.</u>	<u>12/18/14</u>
3	<u>MERRILL LYNCH CAPITAL TRUST I GTD CAP</u> <u>SECS PFD 6.45% 12/15/66</u>	\$ <u>101,000.</u>	<u>12/18/14</u>
4	<u>WELLS FARGO & CO NEW DEP SHS REPSTG</u> <u>1/40 8%</u>	\$ <u>229,440.</u>	<u>12/18/14</u>
		\$	
		\$	
		\$	

Name of organization

Employer identification number

**THE GRACE K. ALPERT
CHARITABLE FOUNDATION**

45-6592383**Part III**

Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLICLY TRADED SECURITIES			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
1,318,785.	1,299,652.	0.	0.
			19,133.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
K-1 THE BLACKSTONE GROUP	PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
42.	0.	0.	0.
			42.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
K-1 THE BLACKSTONE GROUP - SECTION 1231	PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
9.	0.	0.	0.
			9.

CAPITAL GAINS DIVIDENDS FROM PART IV 0.

TOTAL TO FORM 990-PF, PART I, LINE 6A 19,184.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ADMIRAL BANK	95.	0.	95.	95.	95.
AMERIPRISE FINANCIAL	13,560.	0.	13,560.	13,560.	13,560.
BLACKSTONE GROUP K-1	35.	0.	35.	35.	35.
TO PART I, LINE 4	13,690.	0.	13,690.	13,690.	13,690.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BLACKSTONE K-1	11.	11.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	11.	11.	0.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREP FEE	2,750.	0.	0.	2,750.
TO FORM 990-PF, PG 1, LN 16B	2,750.	0.	0.	2,750.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	13,180.	13,180.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	13,180.	13,180.	0.	0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2013 990PF EXTENSION TAX PAID	500.	0.	0.	0.
FOREIGN TAXES PAID	10.	10.	0.	0.
TO FORM 990-PF, PG 1, LN 18	510.	10.	0.	0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	50.	0.	0.	50.
TO FORM 990-PF, PG 1, LN 23	50.	0.	0.	50.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
AMERIPRISE ONE FINANCIAL - SEE ATTACHED	1,108,466.	1,154,649.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,108,466.	1,154,649.

FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS
PART VII-A, LINE 10

STATEMENT 9

NAME OF CONTRIBUTOR

ADDRESS

WESLEY S ALPERT NOMINEE TRUST

53 WINGATE ROAD
PROVIDENCE, RI 02906

December 1, 2014 - December 31, 2014

AMERIPRISE INVESTOR UNIFIED ACCOUNT PROGRAM (cont'd)

GRACE K ALPERT CHAR FOUNDATION

Strategy Descriptor
UMA AGGRESSIVE

Account #
0000 7875 1194 8 133

Account Holdings (continued)

Symbol/Cusip Rating	Description	Beginning Value	Quantity	Ending Price	Ending Value	Cost Basis ¹	Estimated		
							Unrealized Gain/Loss	Annual Income	Yield
Equities									
ETN	EATON CORP PLC	\$3,188.01	82.00000	\$67.9600	\$5,572.72	\$5,858.91	-\$286.19	\$161	2.88%
IVZ	INVESCO LTD	\$6,134.72	253.00000	\$39.5200	\$9,998.56	\$9,364.22	\$634.34	\$253	2.53%
ACE	ACE LTD	\$14,978.54	246.00000	\$114.8800	\$28,260.48	\$26,254.24	\$2,006.24	\$640	2.26%
GRMN	GARMIN LTD	\$9,511.80	288.00000	\$52.8300	\$15,215.04	\$15,571.05	-\$356.01	\$553	3.63%
ADT	ADT CORP	\$8,210.90	404.00000	\$36.2300	\$14,636.92	\$14,571.32	\$65.60	\$323	2.21%
AFL	AFLAC INC	\$5,375.70	146.00000	\$61.0900	\$8,919.14	\$9,191.65	-\$272.51	\$228	2.55%
T	AT&T INC	\$6,828.34	335.00000	\$33.5900	\$11,252.65	\$11,198.76	\$53.89	\$630	5.60%
ABT	ABBOTT LABORATORIES	\$4,584.53	194.00000	\$45.0200	\$8,733.88	\$8,557.39	\$176.49	\$186	2.13%
ABBV	ABBVIE INC	\$6,989.20	188.00000	\$65.4400	\$12,302.72	\$11,162.64	\$1,140.08	\$368	3.00%
MO	ALTRIA GROUP INC	\$5,076.26	191.00000	\$49.2700	\$9,410.57	\$8,221.07	\$1,189.50	\$397	4.22%
AEP	AMERICAN ELECTRIC POWER COMPANY INC	\$4,661.55	153.00000	\$60.7200	\$9,290.16	\$8,399.52	\$890.64	\$324	3.49%
AFG	AMERICAN FINANCIAL GRP INC OHIO	\$5,133.15	128.00000	\$60.7200	\$7,772.16	\$7,465.41	\$306.75	\$128	1.65%
AMGN	AMGEN INC	\$9,587.98	107.00000	\$159.2900	\$17,044.03	\$15,491.58	\$1,552.45	\$338	1.98%
AAPL	APPLE INC	\$9,752.26	144.00000	\$110.3800	\$15,894.72	\$15,736.72	\$158.00	\$271	1.70%
ADM	ARCHER DANIELS MIDLAND COMPANY	\$6,268.92	207.00000	\$52.0000	\$10,764.00	\$9,737.29	\$1,026.71	\$199	1.85%
BBT	BB&T CORP	\$5,525.73	275.00000	\$38.8900	\$10,694.75	\$10,696.50	-\$1.75	\$264	2.47%
BCR	BARD C R INC	\$9,706.30	102.00000	\$166.6200	\$16,995.24	\$15,972.71	\$1,022.53	\$90	0.53%



December 1, 2014 - December 31, 2014

557650

AMERIPRISE INVESTOR UNIFIED ACCOUNT PROGRAM (cont'd)

GRACE K ALPERT CHAR FOUNDATION

Account #
0000 7875 1194 8 133Strategy Descriptor
UMA AGGRESSIVE

Account Holdings (continued)

Symbol/Cusip Rating	Description	Beginning Value	Quantity	Ending Price	Ending Value	Cost Basis ¹	Estimated	
							Unrealized Gain/Loss	Annual Income Yield
Equities								
BLK	BLACKROCK INC	\$6,463.44	30.00000	\$357.5600	\$10,726.80	\$9,724.14	\$1,002.66	\$232 2.16%
BRCM	BROADCOM CORP CLASS A	\$9,963.03	400.00000	\$43.3300	\$17,332.00	\$16,007.17	\$1,324.83	\$192 1.11%
CME	CME GROUP INC CLASS A	\$5,586.24	125.00000	\$88.6500	\$11,081.25	\$10,164.93	\$916.32	\$235 2.12%
CVS	CVS HEALTH CORP	\$9,958.24	190.00000	\$96.3100	\$18,298.90	\$16,438.15	\$1,860.75	\$266 1.45%
CAM	CAMERON INTL CORP	\$6,204.88	208.00000	\$49.9500	\$10,389.60	\$13,065.44	-\$2,675.84	\$0 0.00%
COF	CAPITAL ONE FINANCIAL CORP	\$8,902.40	188.00000	\$82.5500	\$15,519.40	\$15,219.92	\$299.48	\$226 1.45%
CVX	CHEVRON CORP	\$6,967.68	110.00000	\$112.1800	\$12,339.80	\$12,593.16	-\$253.36	\$471 3.82%
CSCO	CISCO SYSTEMS INC	\$6,578.32	416.00000	\$27.8150	\$11,571.04	\$10,148.85	\$1,422.19	\$316 2.73%
CSC	COMPUTER SCIENCES CORP	\$8,809.82	243.00000	\$63.0500	\$15,321.15	\$15,470.04	-\$148.89	\$224 1.46%
GOP	CONOCOPHILLIPS	\$7,598.05	198.00000	\$69.0600	\$13,673.88	\$13,642.83	\$31.05	\$578 4.23%
DOW	DOW CHEMICAL COMPANY	\$16,061.10	613.00000	\$45.6100	\$27,958.93	\$29,541.20	-\$1,582.27	\$1,030 3.68%
DPS	DR PEPPER SNAPPLE GROUP INC	\$11,248.00	262.00000	\$71.6800	\$18,780.16	\$16,503.21	\$2,276.95	\$430 2.29%
EIX	EDISON INTL	\$9,851.80	267.00000	\$65.4800	\$17,483.16	\$16,123.01	\$1,360.15	\$446 2.55%
EMR	EMERSON ELECTRIC COMPANY	\$3,378.75	84.00000	\$61.7300	\$5,185.32	\$5,322.49	-\$137.17	\$158 3.05%
XLS	EXELIS INC	\$2,511.60	219.00000	\$17.5300	\$3,839.07	\$4,051.08	-\$212.01	\$90 2.36%
XOM	EXXON MOBIL CORP	\$8,420.22	159.00000	\$92.4500	\$14,699.55	\$14,980.67	-\$281.12	\$439 2.99%
FIS	FIDELITY NATIONAL INFORMATION SERVICES INC	\$4,344.49	135.00000	\$62.2000	\$8,397.00	\$7,924.99	\$472.01	\$130 1.54%

December 1, 2014 - December 31, 2014

AMERIPRISE INVESTOR UNIFIED ACCOUNT PROGRAM (cont'd)

GRACE K ALPERT CHAR FOUNDATION

Strategy Descriptor
UMA AGGRESSIVE

Account #
0000 7875 1194 8 133

Account Holdings (continued)

Account Holdings (Continued)									
Symbol/Cusip Rating	Description	Beginning Value	Quantity	Ending Price	Ending Value	Cost Basis ¹	Estimated		
							Unrealized Gain/Loss	Annual Income	Yield
Equities									
FTB	FIFTH THIRD BANCORP	\$4,728.20	343.00000	\$20.3750	\$6,988.62	\$6,985.49	\$3.13	\$178	2.55%
AUG	ARTHUR J GALLAGHER & COMPANY	\$4,459.35	176.00000	\$47.0800	\$8,286.08	\$8,321.13	-\$35.05	\$253	3.06%
GD	GENERAL DYNAMICS CORP COMMON	\$9,448.40	195.00000	\$137.6200	\$26,835.90	\$27,227.59	-\$391.69	\$484	1.80%
GE	GENERAL ELECTRIC COMPANY	\$8,688.72	571.00000	\$25.2700	\$14,429.17	\$14,587.71	-\$158.54	\$525	3.64%
GM	GENERAL MOTORS COMPANY	\$4,546.48	253.00000	\$34.9100	\$8,832.23	\$8,662.99	\$169.24	\$304	3.44%
GILD	GILEAD SCIENCES INC	\$8,226.24	148.00000	\$94.2600	\$13,950.48	\$13,048.97	\$901.51	\$0	0.00%
GS	GOLDMAN SACHS GROUP INC	\$8,855.27	81.00000	\$193.8300	\$15,700.23	\$15,369.84	\$330.39	\$194	1.24%
HCP	HCP INC	\$3,942.40	133.00000	\$44.0300	\$5,855.99	\$5,733.92	\$122.07	\$290	4.95%
HBI	HANESBRANDS INC	\$9,141.88	141.00000	\$111.6200	\$15,738.42	\$15,455.39	\$283.03	\$169	1.08%
HRS	HARRIS CORP DEL	\$2,795.13	68.00000	\$71.8200	\$4,883.76	\$5,059.25	-\$175.49	\$128	2.62%
HPQ	HEWLETT-PACKARD COMPANY	\$5,702.76	273.00000	\$40.1300	\$10,955.49	\$9,717.85	\$1,237.64	\$175	1.59%
HD	HOME DEPOT INC	\$16,401.00	308.00000	\$104.9700	\$32,330.76	\$28,919.94	\$3,410.82	\$579	1.79%
HON	HONEYWELL INTL INC	\$9,213.51	160.00000	\$99.9200	\$15,987.20	\$15,508.38	\$478.82	\$331	2.07%
INTC	INTEL CORP	\$9,685.00	451.00000	\$36.2900	\$16,366.79	\$15,805.44	\$561.35	\$406	2.48%
IP	INTERNATIONAL PAPER COMPANY	\$5,758.74	205.00000	\$53.5800	\$10,983.90	\$10,116.34	\$867.56	\$328	2.99%
JPM	JPMORGAN CHASE & COMPANY	\$10,708.48	336.00000	\$62.5800	\$21,026.88	\$20,199.42	\$827.46	\$538	2.56%
JNU	JOHNSON & JOHNSON	\$5,953.75	100.00000	\$104.5700	\$10,457.00	\$9,911.16	\$545.84	\$280	2.68%



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557650

Account #
0000 7875 1194 8 133

AMERIPRISE INVESTOR UNIFIED ACCOUNT PROGRAM (cont'd)

GRACE K ALPERT CHAR FOUNDATION

Strategy Descriptor
UMA AGGRESSIVE

Account Holdings (continued)

Symbol/Cusip Rating	Description	Beginning Value	Quantity	Ending Price	Ending Value	Cost Basis ¹	Unrealized Gain/Loss	Annual Income	Yield
Equities									
JCI	JOHNSON CONTROLS INC	\$0.00	224.00000	\$48.3400	\$10,828.16	\$10,736.41	\$91.75	\$233	2.15%
KAR	KAR AUCTION SVCS INC	\$3,672.90	149.00000	\$34.6500	\$5,162.85	\$4,586.85	\$576.00	\$161	3.12%
KMB	KIMBERLY CLARK CORP	\$6,412.45	103.00000	\$115.5400	\$11,900.62	\$11,263.01	\$637.61	\$346	2.91%
KR	KROGER COMPANY	\$9,873.60	282.00000	\$64.2100	\$18,107.22	\$14,752.91	\$3,354.31	\$209	1.15%
LPT	LIBERTY PROPERTY TRUST	\$2,476.60	123.00000	\$37.6300	\$4,628.49	\$4,618.63	\$9.86	\$234	5.05%
LLY	LILLY ELI & COMPANY	\$5,245.24	139.00000	\$68.9900	\$9,589.61	\$8,994.06	\$595.55	\$278	2.90%
LNC	LINCOLN NATIONAL CORP IN	\$9,060.80	280.00000	\$57.6700	\$16,147.60	\$15,177.42	\$970.18	\$224	1.39%
LMT	LOCKHEED MARTIN CORP	\$7,662.40	70.00000	\$192.5700	\$13,479.90	\$12,364.84	\$1,115.06	\$420	3.12%
MMC	MARSH & MCLENNAN COS INC	\$5,262.87	177.00000	\$57.2400	\$10,131.48	\$9,513.45	\$618.03	\$198	1.96%
MRK	MERCK & COMPANY INC NEW	\$11,294.80	339.00000	\$56.7900	\$19,251.81	\$19,484.74	-\$232.93	\$610	3.17%
MSFT	MICROSOFT CORP	\$7,410.55	266.00000	\$46.4500	\$12,355.70	\$11,441.44	\$914.26	\$330	2.67%
MU	MICRON TECHNOLOGY INC	\$10,533.35	507.00000	\$35.0100	\$17,750.07	\$14,492.12	\$3,257.95	\$0	0.00%
MNST	MONSTER BEVERAGE CORP	\$9,196.30	144.00000	\$108.3500	\$15,602.40	\$15,969.89	-\$367.49	\$0	0.00%
NKE	NIKE INC CL B	\$9,730.42	170.00000	\$96.1500	\$16,345.50	\$15,592.82	\$752.68	\$190	1.16%
OXY	OCCIDENTAL PETROLEUM CORP	\$5,025.51	118.00000	\$80.6100	\$9,511.98	\$10,502.48	-\$990.50	\$340	3.57%
PCG	PG&E CORP	\$9,241.50	309.00000	\$53.2400	\$16,451.16	\$15,873.01	\$578.15	\$562	3.42%
PNC	PNC FINANCIAL SERVICES GROUP INC	\$3,323.86	59.00000	\$91.2300	\$5,382.57	\$5,156.92	\$225.65	\$113	2.10%

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AMERIPRISE INVESTOR UNIFIED ACCOUNT PROGRAM (cont'd)

GRACE K ALPERT CHAR FOUNDATION

Strategy Descriptor
UMA AGGRESSIVE

Account #
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Account Holdings (continued)

Symbol/Cusip Rating	Description	Beginning Value	Quantity	Ending Price	Ending Value	Cost Basis ¹	Estimated	
							Unrealized Gain/Loss	Annual Income Yield
Equities								
PH	PARKER-HANNIFIN CORP	\$8,774.04	119.00000	\$128.9500	\$15,345.05	\$15,437.48	-\$92.43	\$300 1.95%
PFE	PFIZER INC	\$9,781.10	560.00000	\$31.1500	\$17,444.00	\$17,812.68	-\$368.68	\$627 3.60%
PM	PHILIP MORRIS INTL INC	\$5,128.87	111.00000	\$81.4500	\$9,040.95	\$9,095.27	-\$54.32	\$444 4.91%
PG	PROCTER & GAMBLE COMPANY	\$6,782.25	130.00000	\$91.0900	\$11,841.70	\$11,061.11	\$780.59	\$335 2.83%
PLD	PROLOGIS INC	\$6,342.00	261.00000	\$43.0300	\$11,230.83	\$10,849.41	\$381.42	\$345 3.07%
PRU	PRUDENTIAL FINANCIAL INC	\$5,608.68	138.00000	\$90.4600	\$12,483.48	\$12,138.54	\$344.94	\$320 2.56%
RAI	REYNOLDS AMERICAN INC	\$9,161.49	244.00000	\$64.2700	\$15,681.88	\$15,438.73	\$243.15	\$654 4.17%
LUV	SOUTHWEST AIRLINES COMPANY	\$10,287.72	426.00000	\$42.3200	\$18,028.32	\$15,257.00	\$2,771.32	\$102 0.57%
STT	STATE STREET CORP	\$4,527.07	110.00000	\$78.5000	\$8,635.00	\$7,902.51	\$732.49	\$132 1.53%
SYMC	SYMANTEC CORP	\$4,017.86	292.00000	\$25.6550	\$7,491.26	\$7,042.44	\$448.82	\$175 2.34%
TSO	TESORO CORP	\$9,654.12	218.00000	\$74.3500	\$16,208.30	\$15,809.58	\$398.72	\$262 1.61%
TRI	THOMSON REUTERS CORP	\$4,752.00	231.00000	\$40.3400	\$9,318.54	\$8,834.14	\$484.40	\$305 3.27%
TRV	TRAVELERS COMPANIES INC	\$9,087.15	152.00000	\$105.8500	\$16,089.20	\$15,558.24	\$530.96	\$334 2.08%
USB	U S BANCORP DE NEW	\$5,392.40	230.00000	\$44.9500	\$10,338.50	\$10,056.46	\$282.04	\$225 2.18%
UNP	UNION PACIFIC CORP	\$5,838.50	82.00000	\$119.1300	\$9,768.66	\$8,519.72	\$1,248.94	\$164 1.68%
UTX	UNITED TECHNOLOGIES CORP	\$4,733.44	82.00000	\$115.0000	\$9,430.00	\$9,436.18	-\$6.18	\$194 2.05%
VLO	VALERO ENERGY CORP	\$8,701.19	309.00000	\$49.5000	\$15,295.50	\$15,489.35	-\$193.85	\$340 2.22%



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AMERIPRISE INVESTOR UNIFIED ACCOUNT PROGRAM (cont'd)

GRACE K ALPERT CHAR FOUNDATION

Account #
0000 7875 1194 8 133

Strategy Descriptor
UMA AGGRESSIVE

Account Holdings (continued)

Symbol/Cusip Rating	Description	Beginning Value	Quantity	Ending Price	Ending Value	Cost Basis ¹	Estimated	
							Unrealized Gain/Loss	Annual Income Yield
Equities								
VZ	VERIZON COMMUNICATIONS INC	\$6,070.80	226.00000	\$46.7800	\$10,572.28	\$10,618.31	-\$46.03	\$497 4.70%
WMT	WAL-MART STORES INC	\$7,090.74	144.00000	\$85.8800	\$12,366.72	\$11,462.27	\$904.45	\$276 2.24%
WFC	WELLS FARGO & CO NEW	\$10,841.52	373.00000	\$54.8200	\$20,447.86	\$19,122.88	\$1,324.98	\$522 2.55%
Total Equities					\$1,154,648.80	\$1,108,466.37	\$46,182.43	\$26,978
Total Account Holdings					\$1,160,580.59	\$1,108,466.37	\$46,182.43	\$26,984

¹ Cost basis may be incomplete or inaccurate and should not be relied upon in preparing your tax return. See the Disclosures section of this statement for more information.
⁵ Any balances held in AIMMA or a money market mutual fund can be liquidated at your request and the proceeds held as cash in the account or remitted to you per your instructions.

⁷ Ending value amounts for Account Holdings represent information posted as of trade date and thus may include transactions that have not settled as of the date of this statement.

** This estimated cost basis and gain/loss information is based on values that have been provided by you.

Account Activity Detail

Date	Transaction	Description	Symbol/ Cusip	Amount	Quantity	Price
Additions						
12/18/2014	JOURNAL	Other Additions MERRILL LYNCH CAPITAL TRUST I GTD CAP SECS PFD 6.45% 12/15/66 FROM: 39430590-1 WESLEY S ALPERT AS TTEE	MER1K	\$101,000.00	4,000.00000	
12/18/2014	JOURNAL	WELLS FARGO & CO NEW DEP SHS REPSTG 1/40 8% NON WFC' CUMUL PERP A SER J FROM: 39430590-1 WESLEY S ALPERT AS TTEE		\$229,440.00	8,000.00000	