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Form 990-PF

Return of Private Foundation

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

2014

Open to Public Inspection

Department of the Treasury Internal Revenue Service

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For calendar year 2014, or tax year beginning 01-01-2014, and ending 12-31-2014

Name of foundation: ON SHORE FOUNDATION. A Employer identification number: 95-4100318. B Telephone number: (310) 312-1303. G Check all that apply: Initial return, Final return, Address change. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$6,383,260. J Accounting method: Accrual.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26). Total revenue: 293,955. Total expenses: 595,639. Excess of revenue over expenses: -301,684. Net investment income: 200,905. Adjusted net income: 116,000.

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

<b>Part II Balance Sheets</b>		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b>	Cash—non-interest-bearing . . . . .			2,216		2,216
	<b>2</b>	Savings and temporary cash investments . . . . .	844,912		275,757		275,757
	<b>3</b>	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	<b>4</b>	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	<b>5</b>	Grants receivable . . . . .					
	<b>6</b>	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .					
	<b>7</b>	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	<b>8</b>	Inventories for sale or use . . . . .					
	<b>9</b>	Prepaid expenses and deferred charges . . . . .					
	<b>10a</b>	Investments—U S and state government obligations (attach schedule)	1,088,024	<input type="checkbox"/>	1,089,064		1,089,064
	<b>b</b>	Investments—corporate stock (attach schedule) . . . . .	1,399,382	<input type="checkbox"/>	1,795,037		1,795,037
	<b>c</b>	Investments—corporate bonds (attach schedule) . . . . .	2,078,209	<input type="checkbox"/>	1,861,757		1,861,757
	<b>11</b>	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	<b>12</b>	Investments—mortgage loans . . . . .					
	<b>13</b>	Investments—other (attach schedule) . . . . .	1,135,165	<input type="checkbox"/>	1,345,864		1,345,864
	<b>14</b>	Land, buildings, and equipment basis ▶ _____ 71,865 Less accumulated depreciation (attach schedule) ▶ 45,502			29,454	<input type="checkbox"/>	26,363
<b>15</b>	Other assets (describe ▶ _____)	<input type="checkbox"/>	<input type="checkbox"/>	6,062	<input type="checkbox"/>	6,462	
<b>16</b>	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	6,581,208		6,402,520		6,383,260	
<b>Liabilities</b>	<b>17</b>	Accounts payable and accrued expenses . . . . .					
	<b>18</b>	Grants payable . . . . .					
	<b>19</b>	Deferred revenue . . . . .					
	<b>20</b>	Loans from officers, directors, trustees, and other disqualified persons					
	<b>21</b>	Mortgages and other notes payable (attach schedule) . . . . .					
	<b>22</b>	Other liabilities (describe ▶ _____)					
<b>23</b>	<b>Total liabilities</b> (add lines 17 through 22) . . . . .			0			
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/>		<b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	<b>24</b>	Unrestricted . . . . .					
	<b>25</b>	Temporarily restricted . . . . .					
	<b>26</b>	Permanently restricted . . . . .					
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/>		<b>and complete lines 27 through 31.</b>				
	<b>27</b>	Capital stock, trust principal, or current funds . . . . .					
	<b>28</b>	Paid-in or capital surplus, or land, bldg, and equipment fund	6,581,208				
<b>29</b>	Retained earnings, accumulated income, endowment, or other funds			6,402,520			
<b>30</b>	<b>Total net assets or fund balances</b> (see instructions) . . . . .	6,581,208		6,402,520			
<b>31</b>	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	6,581,208		6,402,520			

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b>	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) . . . . .	<b>1</b>	6,581,208
<b>2</b>	Enter amount from Part I, line 27a . . . . .	<b>2</b>	-301,684
<b>3</b>	Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	
<b>4</b>	Add lines 1, 2, and 3 . . . . .	<b>4</b>	6,279,524
<b>5</b>	Decreases not included in line 2 (itemize) ▶ _____ <input type="checkbox"/>	<b>5</b>	-122,996
<b>6</b>	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	<b>6</b>	6,402,520

**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)
<b>1a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

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	
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> 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 }	<b>2</b>	95,948
<b>3</b> 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		<b>3</b>	11,043

**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 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	289,717	6,463,174	0.044826
2012	225,806	6,440,443	0.035061
2011	248,146	6,391,575	0.038824
2010	294,354	5,858,317	0.050245
2009	618,460	6,136,670	0.100781

<b>2</b> Total of line 1, column (d).	<b>2</b>	0.269737
<b>3</b> 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	<b>3</b>	0.053947
<b>4</b> Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	<b>4</b>	6,356,221
<b>5</b> Multiply line 4 by line 3.	<b>5</b>	342,899
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b).	<b>6</b>	2,009
<b>7</b> Add lines 5 and 6.	<b>7</b>	344,908
<b>8</b> Enter qualifying distributions from Part XII, line 4.	<b>8</b>	510,498

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

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

<b>1a</b>	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>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	2,009
<b>c</b>	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>2</b>	
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	2,009
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>4</b>	
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	<b>5</b>	2,009
<b>6</b>	Credits/Payments		
<b>a</b>	2014 estimated tax payments and 2013 overpayment credited to 2014	<b>6a</b>	
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b>	Total credits and payments Add lines 6a through 6d. . . . .	<b>7</b>	
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	<b>8</b>	45
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	<b>9</b>	2,054
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	<b>10</b>	
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2015 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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? . . . . .		No
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . . <i>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.</i>		No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .		No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year <b>(1)</b> On the foundation <input type="checkbox"/> \$ _____ <b>(2)</b> On foundation managers <input type="checkbox"/> \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities.</i>		No
<b>3</b> 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? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .		No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T.</i>		No
<b>6</b> 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? . . . . .	Yes	
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i> . . . . .	Yes	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CA _____		
<b>b</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? <i>If "No," attach explanation .</i>	Yes	
<b>9</b> 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)? <i>If "Yes," complete Part XIV</i> . . . . .		No
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i> . . . . .		No

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

<b>11</b> 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). . . . .	<b>11</b>		<b>No</b>
<b>12</b> 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) . . . . .	<b>12</b>		<b>No</b>
<b>13</b> Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>WWW.ONSHOREFOUNDATION.ORG</b>	<b>13</b>	<b>Yes</b>	
<b>14</b> The books are in care of <b>SARANOW DUFFY INC CPA'S</b> Telephone no <b>(310) 312-1303</b> Located at <b>11835 W OLYMPIC BLVD SUITE 1090 LOS ANGELES CA</b> ZIP+4 <b>90064</b>			
<b>15</b> Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . <b>15</b>			
<b>16</b> 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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country <b>_____</b>	<b>16</b>	<b>Yes</b>	<b>No</b>

**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
<b>1a</b> During the year did the foundation (either directly or indirectly)				
<b>(1)</b> Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>(2)</b> Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>(3)</b> Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>(4)</b> Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>(5)</b> Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>(6)</b> Agree to pay money or property to a government official? ( <b>Exception.</b> 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 ). . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>b</b> If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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)? . . . . . <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. . . . . <input type="checkbox"/>	<b>1b</b>			
<b>c</b> 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? . . . . .	<b>1c</b>			
<b>2</b> 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))				
<b>a</b> 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? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <b>20__ , 20__ , 20__ , 20__</b>				
<b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions ). . . . .	<b>2b</b>			
<b>c</b> If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <b>20__ , 20__ , 20__ , 20__</b>				
<b>3a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>b</b> If "Yes," did it have excess business holdings in 2014 as a result of <b>(1)</b> any purchase by the foundation or disqualified persons after May 26, 1969, <b>(2)</b> 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 <b>(3)</b> the lapse of the 10-, 15-, or 20-year first phase holding period? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.</i> ) . . . . .	<b>3b</b>			
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>			<b>No</b>
<b>b</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?	<b>4b</b>			<b>No</b>

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

<p><b>5a</b> During the year did the foundation pay or incur any amount to</p> <p><b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(2)</b> Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(4)</b> Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(5)</b> Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>b</b> If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p><b>c</b> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p><b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870.</p> <p><b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>b</b> If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<b>5b</b>		
	<b>6b</b>		<b>No</b>
	<b>7b</b>		

**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
ELIZABETH LUSTER 23768 MALIBU ROAD MALIBU, CA 902654603	PRESIDENT 20 00	100,000	0	0
AMY LUSTER MUELLER 654 KINGMAN AVE SANTA MONICA, CA 90402	SECRETARY/CF 5 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.

**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
<b>1</b> OPERATION OF THE STRAY ANIMAL RESCUE & REHABILITATION SANCTUARY (STARR) AND MAINTENANCE OF AND IMPROVEMENTS TO PROPERTY FOR ANIMAL CARE & HOUSING	184,773
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b> N/A	
<b>2</b>	
All other program-related investments See instructions	
<b>3</b>	

**Total.** Add lines 1 through 3 . . . . . ▶

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
<b>a</b>	Average monthly fair market value of securities. . . . .	<b>1a</b>	5,319,226
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	512,169
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	621,621
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	6,453,016
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets. . . . .	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	6,453,016
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	96,795
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	6,356,221
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b>	317,811

**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.)

<b>1</b>	Minimum investment return from Part X, line 6. . . . .	<b>1</b>	317,811
<b>2a</b>	Tax on investment income for 2014 from Part VI, line 5. . . . .	<b>2a</b>	2,009
<b>b</b>	Income tax for 2014 (This does not include the tax from Part VI). . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	2,009
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	<b>3</b>	315,802
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	315,802
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	<b>7</b>	315,802

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
<b>a</b>	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	<b>1a</b>	510,498
<b>b</b>	Program-related investments—total from Part IX-B. . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required). . . . .	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule). . . . .	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	510,498
<b>5</b>	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). . . . .	<b>5</b>	2,009
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	<b>6</b>	508,489

**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
<b>1</b> Distributable amount for 2014 from Part XI, line 7				315,802
<b>2</b> Undistributed income, if any, as of the end of 2014				
<b>a</b> Enter amount for 2013 only. . . . .				
<b>b</b> Total for prior years 20__ , 20__ , 20__				
<b>3</b> Excess distributions carryover, if any, to 2014				
<b>a</b> From 2009. . . . .	313,964			
<b>b</b> From 2010. . . . .	7,457			
<b>c</b> From 2011. . . . .				
<b>d</b> From 2012. . . . .				
<b>e</b> From 2013. . . . .				
<b>f Total</b> of lines 3a through e. . . . .	321,421			
<b>4</b> Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ <u>510,498</u>				
<b>a</b> Applied to 2013, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .				
<b>d</b> Applied to 2014 distributable amount. . . . .				315,802
<b>e</b> Remaining amount distributed out of corpus	194,696			
<b>5</b> Excess distributions carryover applied to 2014 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>				
<b>6 Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	516,117			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
<b>c</b> 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. . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
<b>e</b> Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
<b>f</b> Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015 . . . . .				0
<b>7</b> 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) . . . . .				
<b>8</b> Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .	313,964			
<b>9 Excess distributions carryover to 2015.</b> Subtract lines 7 and 8 from line 6a . . . . .	202,153			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2010. . . .	7,457			
<b>b</b> Excess from 2011. . . .				
<b>c</b> Excess from 2012. . . .				
<b>d</b> Excess from 2013. . . .				
<b>e</b> Excess from 2014. . . .	194,696			

**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 organization is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

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

**Part XV Supplementary Information (Complete this part only if the organization 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) )

ELIZABETH LUSTER

**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

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**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 email address of the person to whom applications should be addressed

---

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

---



**c** Any submission deadlines

---

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

**Part XV** **Supplementary Information** (continued)

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

Recipient	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)				
<b>a</b> <i>Paid during the year</i> SEE ATTACHED STATEMENT PO BOX 701 LAFAYETTE, TN 37083			ANIMAL RESCUE AND REHABILITATION	325,725
<b>Total</b> . . . . .  <b>3a</b>				325,725
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> . . . . .  <b>3b</b>				





**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo , day, yr )	<b>(d)</b> Date sold (mo , day, yr )
PERSHING ACCT 5YV164688	P	2014-01-01	2014-12-31
PERSHING ACCT 5YV164688	P	2013-01-01	2014-12-31
PERSHING ACCT 5YV164696	P	2014-01-14	2014-12-31
PERSHING ACCT 5YV164696	P	2013-01-01	2014-12-31
PERSHING ACCT 5YV242740	P	2014-01-01	2014-12-31
PERSHING ACCT 5YV242740	P	2013-01-01	2014-12-31
PERSHING ACCT 5YV256104	P	2013-01-01	2014-12-31

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
5,233		5,240	-7
146,863		146,000	863
312,596		300,416	12,180
1,112,253		1,100,752	11,501
43,764		44,894	-1,130
111,472		88,791	22,681
61,772		43,337	18,435

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>(i)</b> F M V as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
			-7
			863
			12,180
			11,501
			-1,130
			22,681
			18,435

## TY 2014 Accounting Fees Schedule

**Name:** ON SHORE FOUNDATION

**EIN:** 95-4100318

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SARANOW & DUFFY, INC , C P A 'S	6,156	1,231	1,231	4,925

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

## TY 2014 Depreciation Schedule

**Name:** ON SHORE FOUNDATION

**EIN:** 95-4100318

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COPY MACHINE	1998-03-10	246	246	S/L	6 0000				
STABLE IMPROVEMENT	1998-11-04	12,429	7,540	S/L	25 0000	497			
STABLE IMPROVEMENT	2000-03-25	2,748	1,511	S/L	25 0000	110			
FAX MACHINE	2000-05-08	236	236	S/L	6 0000				
FENCE IMPROVEMENT	2001-08-28	1,556	960	S/L	20 0000	77			
FERAL CAT BARN HOUSING IMPROVEMENT	2001-09-27	9,920	3,038	S/L	40 0000	248			
CAT FENCE IN	2002-05-24	204	118	S/L	20 0000	10			
WASHING MACHINE	2002-09-28	410	384	S/L	12 0000	26			
CAT FENCE IN	2003-05-28	283	150	S/L	20 0000	14			
DIGITAL CAMERA	2003-07-19	268	233	S/L	12 0000	22			
LEASEHOLD IMPROVEMENT	2003-10-10	16,488	4,225	S/L	40 0000	412			
AUTO	2005-10-27	23,500	20,560	200DB	5 0000	1,675			
COMPUTER	2006-05-22	2,033	2,033	200DB	5 0000				
COMPUTER	2008-05-19	1,544	1,544	200DB	5 0000				

**TY 2014 Investments Corporate  
Bonds Schedule**

**Name:** ON SHORE FOUNDATION

**EIN:** 95-4100318

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
SEE STATEMENT ATTACHED	1,861,757	1,861,757

**TY 2014 Investments Corporate  
Stock Schedule**

**Name:** ON SHORE FOUNDATION

**EIN:** 95-4100318

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SEE STATEMENT ATTACHED	1,795,037	1,795,037

**TY 2014 Investments Government  
Obligations Schedule**

**Name:** ON SHORE FOUNDATION

**EIN:** 95-4100318

**US Government Securities - End of  
Year Book Value:** 1,089,064

**US Government Securities - End of  
Year Fair Market Value:** 1,089,064

**State & Local Government  
Securities - End of Year Book  
Value:**

**State & Local Government  
Securities - End of Year Fair  
Market Value:**

## TY 2014 Investments - Other Schedule

**Name:** ON SHORE FOUNDATION

**EIN:** 95-4100318

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
LIFE INSURANCE POLICY	AT COST	614,225	614,225
SEE STATEMENT ATTACHED	FMV	731,639	731,639

**TY 2014 Land, Etc. Schedule**

**Name:** ON SHORE FOUNDATION

**EIN:** 95-4100318

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
EQUIPMENT AND IMPROVEMENTS	48,365	23,588	24,777	696
AUTO	23,500	21,914	1,586	6,407

## TY 2014 Other Assets Schedule

**Name:** ON SHORE FOUNDATION

**EIN:** 95-4100318

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PREPAID FEES	6,062	6,462	6,462

**TY 2014 Other Decreases Schedule**

**Name:** ON SHORE FOUNDATION

**EIN:** 95-4100318

Description	Amount
MARKET ADJUSTMENT IN INVESTMENTS	-122,996

## TY 2014 Other Expenses Schedule

**Name:** ON SHORE FOUNDATION

**EIN:** 95-4100318

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BANK CHARGES	26			26
DUES AND SUBSCRIPTIONS	154			154
OFFICE EXPENSES	414			414
INVESTMENT EXPENSE	1,763	1,763	1,763	
POSTAGE	53			53

## TY 2014 Other Professional Fees Schedule

**Name:** ON SHORE FOUNDATION

**EIN:** 95-4100318

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PERSHING ADVISER SOLUTIONS	77,278	77,278	77,278	

# TY 2014 Taxes Schedule

**Name:** ON SHORE FOUNDATION

**EIN:** 95-4100318

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX	326	326	326	
INCOME TAX	1,452	1,452	1,452	
PAYROLL TAXES	7,888			7,888

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

**Schedule of Contributors**

OMB No 1545-0047

Department of the Treasury  
Internal Revenue Service

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

**2014**

**Name of the organization**  
ON SHORE FOUNDATION

**Employer identification number**

95-4100318

**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 other 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<sup>1</sup>/<sub>3</sub>% 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 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

**Name of organization**  
ON SHORE FOUNDATION

**Employer identification number**  
95-4100318

**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
1	ELIZABETH LUSTER 23768 MALIBU RD  MALIBU, CA 90265	\$ 11,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
—		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
—		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
—		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
—		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
—		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )

**Name of organization**  
ON SHORE FOUNDATION

**Employer identification number**  
95-4100318

**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
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____

**Name of organization**  
ON SHORE FOUNDATION

**Employer identification number**  
95-4100318

**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 information once. See instructions.) ▶ \$ \_\_\_\_\_  
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
_____ _____	_____ _____ _____

(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
_____ _____	_____ _____ _____

(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
_____ _____	_____ _____ _____

(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
_____ _____	_____ _____ _____

THE ON SHORE FOUNDATION  
 95-4100318  
 PERSHING ACCT # 5YV164688

CLOSING T/D	OPENING T/D	QUANTITY	SYMBOL/CUSIP	SEC. DESCRIPTION	PROCEEDS	COST BASIS	BASIS ADJ	GAIN/LOSS	TERM
08/13/2014	06/30/2014	41 767	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	326 62	331 63	-	(5 01)	Short
08/13/2014	05/30/2014	46 574	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	364 21	368 87	-	(4 66)	Short
08/13/2014	04/30/2014	43 923	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	343 48	346 55	-	(3 07)	Short
08/13/2014	03/31/2014	42 736	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	334 20	336 33	-	(2 13)	Short
08/13/2014	02/28/2014	41 92	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	327 81	330 33	-	(2 52)	Short
08/13/2014	01/31/2014	48 698	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	380 82	378 38	-	2 44	Short
08/13/2014	12/31/2013	47 479	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	371 29	368 44	-	2 85	Short
08/13/2014	12/18/2013	129 555	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	1,013 12	1,005 35	-	7 77	Short
08/13/2014	12/18/2013	59 098	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	462 15	458 60	-	3 55	Short
08/13/2014	11/29/2013	45 149	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	353 07	357 58	-	(4 51)	Short
08/13/2014	10/31/2013	40 202	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	314 38	319 20	-	(4 82)	Short
08/13/2014	09/30/2013	36 433	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	284 91	284 18	-	0 73	Short
08/13/2014	08/30/2013	45 704	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	357 41	354 66	-	2 75	Short
					<b>5,233.47</b>	<b>5,240.10</b>	-	<b>(6.63)</b>	
08/13/2014	07/31/2014	46 306	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	362 08	362 12	-	(0 04)	Long
08/13/2014	07/31/2013	43 115	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	337 16	338 45	-	(1 29)	Long
08/13/2014	06/28/2013	42 961	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	335 96	332 09	-	3 87	Long
08/13/2014	05/31/2013	47 182	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	368 96	376 04	-	(7 08)	Long
08/13/2014	04/30/2013	44 901	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	351 13	362 35	-	(11 22)	Long
08/13/2014	03/28/2013	46 545	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	363 98	370 96	-	(6 98)	Long

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08/13/2014	02/28/2013	42 924	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	335 67	340 82	-	(5 15)	Long
08/13/2014	01/31/2013	45 875	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	358 74	364 25	-	(5 51)	Long
08/13/2014	12/31/2012	60 421	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	472 49	475 51	-	(3 02)	Long
08/13/2014	12/19/2012	13 543	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	105 91	106 99	-	(1 08)	Long
08/13/2014	12/19/2012	55 749	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	435 96	440 42	-	(4 46)	Long
08/13/2014	11/30/2012	54 673	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	427 54	430 28	-	(2 74)	Long
08/13/2014	10/31/2012	50 923	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	398 22	399 24	(0 93)	(0 09)	Long
08/13/2014	09/28/2012	41 134	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	321 67	321 26	-	0 41	Long
08/13/2014	08/31/2012	51 063	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	399 31	395 74	-	3 57	Long
08/13/2014	07/31/2012	43 045	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	336 61	332 31	-	4 30	Long
08/13/2014	06/29/2012	46 66	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	364 88	355 55	-	9 33	Long
08/13/2014	05/31/2012	46 85	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	366 37	351 84	-	14 53	Long
08/13/2014	04/30/2012	41 906	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	327 70	321 42	-	6 28	Long
08/13/2014	03/30/2012	47 064	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	368 04	359 10	-	8 94	Long
08/13/2014	02/29/2012	42 25	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	330 40	324 90	-	5 50	Long
08/13/2014	01/31/2012	23 081	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	180 49	174 72	-	5 77	Long
08/13/2014	01/19/2012	4,784 78	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	37,416 98	35,838 00	-	1,578 98	Long
08/13/2014	12/30/2011	23 631	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	184 79	174 63	-	10 16	Long
08/13/2014	12/19/2011	87 572	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	684 81	642 78	-	42 03	Long
08/13/2014	12/19/2011	15 338	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	119 94	112 58	-	7 36	Long

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08/13/2014	11/30/2011	17 252	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	134.91	129.56	-	5.35	Long
08/13/2014	10/31/2011	17.49	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	136.77	135.02	-	1.75	Long
08/13/2014	09/30/2011	20.08	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	157.03	147.59	-	9.44	Long
08/13/2014	08/31/2011	20.131	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	157.42	154.00	-	3.42	Long
08/13/2014	07/29/2011	18.055	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	141.19	145.52	-	(4.33)	Long
08/13/2014	06/30/2011	17.294	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	135.24	139.04	-	(3.80)	Long
08/13/2014	05/31/2011	16.318	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	127.61	133.32	-	(5.71)	Long
08/13/2014	04/29/2011	16.471	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	128.80	134.90	-	(6.10)	Long
08/13/2014	03/31/2011	16.883	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	132.03	136.92	-	(4.89)	Long
08/13/2014	02/28/2011	15.317	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	119.78	124.68	-	(4.90)	Long
08/13/2014	01/31/2011	6.263	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	48.98	50.67	-	(1.69)	Long
08/13/2014	01/14/2011	2,712.547	CPHYX	PRINCIPAL HIGH YIELD FUND CLASS A	21,212.12	21,836.00	-	(623.88)	Long
05/01/2014	03/21/2011	2,474.401	PTTDX	PIMCO TOTAL RETURN FUND CLASS D	26,872.00	26,897.38	-	(25.38)	Long
05/01/2014	09/22/2010	2,246.747	MWTRX	METROPOLITAN WEST TOTAL RETURN BOND FUND CLASS M	24,175.00	23,972.79	-	202.21	Long
05/01/2014	01/19/2012	2,477.443	DLTNX	DOUBLELINE TOTAL RETURN BOND FUND CLASS N	27,128.00	27,474.84	(15.66)	(331.18)	Long
					<b>146,862.67</b>	<b>146,016.58</b>	<b>(16.59)</b>	<b>862.68</b>	
					<b>152,096.14</b>	<b>151,256.68</b>	<b>(16.59)</b>	<b>856.05</b>	

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02/25/2014	09/03/2013	50,000.00	FNMA YOA	FEDERAL NATL MTG ASSN BENCHMARK NOTE 1 375% 11/15/16 B/E DTD 10/20/11	51,021.45	50,452.21	-	569.24	Short
03/06/2014	02/25/2014	115,000.00	FNMA3834225	FNMA GTD MTG PASS THRU CTFE POOL # AK9393 3 500% 04/01/42 B/E DTD 03/01/12	380.58	385.82	-	(5.24)	Short
04/04/2014	02/25/2014	115,000.00	FNMA3834225	FNMA GTD MTG PASS THRU CTFE POOL # AK9393 3 500% 04/01/42 B/E DTD 03/01/12	417.38	423.12	-	(5.74)	Short
05/06/2014	02/25/2014	115,000.00	FNMA3834225	FNMA GTD MTG PASS THRU CTFE POOL # AK9393 3 500% 04/01/42 B/E DTD 03/01/12	407.75	413.36	-	(5.61)	Short
06/05/2014	02/25/2014	115,000.00	FNMA3834225	FNMA GTD MTG PASS THRU CTFE POOL # AK9393 3 500% 04/01/42 B/E DTD 03/01/12	680.95	690.32	-	(9.37)	Short
07/07/2014	02/25/2014	115,000.00	FNMA3834225	FNMA GTD MTG PASS THRU CTFE POOL # AK9393 3 500% 04/01/42 B/E DTD 03/01/12	787.54	798.37	-	(10.83)	Short
08/06/2014	02/25/2014	115,000.00	FNMA3834225	FNMA GTD MTG PASS THRU CTFE POOL # AK9393 3 500% 04/01/42 B/E DTD 03/01/12	783.08	793.85	-	(10.77)	Short
09/05/2014	02/25/2014	115,000.00	FNMA3834225	FNMA GTD MTG PASS THRU CTFE POOL # AK9393 3 500% 04/01/42 B/E DTD 03/01/12	742.90	753.12	-	(10.22)	Short
10/06/2014	02/25/2014	115,000.00	FNMA3834225	FNMA GTD MTG PASS THRU CTFE POOL # AK9393 3 500% 04/01/42 B/E DTD 03/01/12	643.28	652.13	-	(8.85)	Short
11/06/2014	02/25/2014	115,000.00	FNMA3834225	FNMA GTD MTG PASS THRU CTFE POOL # AK9393 3 500% 04/01/42 B/E DTD 03/01/12	564.42	572.18	-	(7.76)	Short
12/05/2014	02/25/2014	115,000.00	FNMA3834225	FNMA GTD MTG PASS THRU CTFE POOL # AK9393 3 500% 04/01/42 B/E DTD 03/01/12	555.45	563.09	-	(7.64)	Short
01/25/2015	02/25/2014	115,000.00	FNMA3834225	FNMA GTD MTG PASS THRU CTFE POOL # AK9393 3 500% 04/01/42 B/E DTD 03/01/12	622.03	622.03	-	-	Short
06/05/2014	05/28/2014	90,000.00	FNMA4027975	FNMA GTD MTG PASS THRU CTFE POOL # AU1629 3 000% 07/01/43 B/E DTD 07/01/13	333.05	329.97	-	3.08	Short

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07/07/2014	05/28/2014	90,000.00	FNMA4027975	FNMA GTD MTG PASS THRU CTFIS POOL # AU1629 3 000% 07/01/43 B/E DTD 07/01/13	399.87	396.18	-	3.69	Short
08/06/2014	05/28/2014	90,000.00	FNMA4027975	FNMA GTD MTG PASS THRU CTFIS POOL # AU1629 3 000% 07/01/43 B/E DTD 07/01/13	536.73	531.76	-	4.97	Short
09/05/2014	05/28/2014	90,000.00	FNMA4027975	FNMA GTD MTG PASS THRU CTFIS POOL # AU1629 3 000% 07/01/43 B/E DTD 07/01/13	450.39	446.23	-	4.16	Short
10/06/2014	05/28/2014	90,000.00	FNMA4027975	FNMA GTD MTG PASS THRU CTFIS POOL # AU1629 3 000% 07/01/43 B/E DTD 07/01/13	543.95	538.92	-	5.03	Short
11/06/2014	05/28/2014	90,000.00	FNMA4027975	FNMA GTD MTG PASS THRU CTFIS POOL # AU1629 3 000% 07/01/43 B/E DTD 07/01/13	311.73	308.85	-	2.88	Short
12/05/2014	05/28/2014	90,000.00	FNMA4027975	FNMA GTD MTG PASS THRU CTFIS POOL # AU1629 3 000% 07/01/43 B/E DTD 07/01/13	387.57	383.99	-	3.58	Short
01/25/2015	05/28/2014	90,000.00	FNMA4027975	FNMA GTD MTG PASS THRU CTFIS POOL # AU1629 3 000% 07/01/43 B/E DTD 07/01/13	508.01	508.01	-	-	Short
07/18/2014	02/14/2014	10,000.00	GS YW	GOLDMAN SACHS GROUP INC BD 6 150% 04/01/18 B/E DTD 04/01/08	11,428.90	11,376.79	-	52.11	Short
07/18/2014	09/24/2013	15,000.00	AIG ICG	INTERNATIONAL LEASE FIN CORP SR NT 5 750% 05/15/16 B/E DTD 05/24/11	15,883.65	15,653.38	-	230.27	Short
07/18/2014	02/27/2014	10,000.00	912810QW1	UNITED STATES TREAS BDS 3 000% 05/15/42 B/E DTD 05/15/12	9,510.55	8,930.86	-	579.69	Short
10/14/2014	12/30/2013	10,000.00	912810QK7	UNITED STATES TREAS BDS 3 875% 08/15/40 B/E DTD 08/15/10	11,814.85	10,069.09	-	1,745.76	Short
10/14/2014	12/04/2013	40,000.00	912828SV3	UNITED STATES TREAS NTS 1 750% 05/15/22 B/E DTD 05/15/12	39,323.44	37,692.33	-	1,631.11	Short
11/19/2014	10/14/2014	35,000.00	912828PM6	UNITED STATES TREAS NTS 2 125% 12/31/15 B/E DTD 12/31/10	35,746.48	35,763.22	-	(16.74)	Short
07/31/2014	05/05/2014	25,000.00	912828KR0	UNITED STATES TREAS NTS 2 625% 04/30/16 B/E DTD 04/30/09	25,963.87	25,967.99	(4.12)	-	Short
09/04/2014	05/05/2014	10,000.00	912828KR0	UNITED STATES TREAS NTS 2 625% 04/30/16 B/E DTD 04/30/09	10,368.75	10,365.98	-	2.77	Short
10/30/2014	08/15/2014	5,000.00	912828KR0	UNITED STATES TREAS NTS 2 625% 04/30/16 B/E DTD 04/30/09	5,172.85	5,169.51	-	3.34	Short
10/30/2014	05/05/2014	5,000.00	912828KR0	UNITED STATES TREAS NTS 2 625% 04/30/16 B/E DTD 04/30/09	5,172.85	5,166.01	-	6.84	Short

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07/24/2014	10/11/2013	40,000.00	VZ4050430	VERIZON COMMUNICATIONS INC FXD RT 4 500% 09/15/20 B/E DTD 09/18/13	43,801.20	42,576.53	-	1,224.67	Short
12/05/2014	11/19/2014	75,000.00	FMCC4175077	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # C09069 "GOLD" 4 000% 11/01/44 B/E DTD 11/01/14	95.12	101.15	-	(6.03)	Short
01/15/2015	11/19/2014	75,000.00	FMCC4175077	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # C09069 "GOLD" 4 000% 11/01/44 B/E DTD 11/01/14	279.19	279.19	-	-	Short
12/16/2014	01/16/2014	25,000.00	912810QK7	UNITED STATES TREAS BDS 3 875% 08/15/40 B/E DTD 08/15/10	30,796.88	25,709.90	-	5,086.98	Short
12/16/2014	12/30/2013	5,000.00	912810QK7	UNITED STATES TREAS BDS 3 875% 08/15/40 B/E DTD 08/15/10	6,159.38	5,034.41	-	1,124.97	Short
					<b>312,596.07</b>	<b>300,419.85</b>	<b>(4.12)</b>	<b>12,180.34</b>	
07/18/2014	12/07/2010	10,000.00	JPM MHQ	BEAR STEARNS COS INC SR NT 6 400% 10/02/17 B/E DTD 10/02/07	11,436.00	10,710.18	-	725.82	Long
08/25/2014	12/07/2010	30,000.00	JPM MHQ	BEAR STEARNS COS INC SR NT 6 400% 10/02/17 B/E DTD 10/02/07	34,217.70	32,069.62	-	2,148.08	Long
07/18/2014	02/16/2011	10,000.00	BXP GM	BOSTON PPTYS LTD PARTNERSHIP FIXED RT SR NT 5 625% 11/15/20 B/E DTD 04/19/10 CLB	11,497.40	10,478.53	-	1,018.87	Long
04/25/2014	12/17/2010	40,000.00	CHK HR	CHESAPEAKE ENERGY CORP SR NT 9 500% 02/15/15 B/E DTD 02/02/09 CLD	42,880.00	41,171.14	-	1,708.86	Long
07/18/2014	09/26/2012	10,000.00	STZ GE	CONSTELLATION BRANDS INC SR NT 7 250% 05/15/17 B/E DTD 11/14/07	11,325.20	11,071.96	-	253.24	Long
02/06/2014	12/09/2010	275,000.00	FMCC2896673	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # G12710 "GOLD" 5 500% 07/01/22 B/E DTD 06/01/07	753.77	815.02	-	(61.25)	Long
03/06/2014	12/09/2010	275,000.00	FMCC2896673	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # G12710 "GOLD" 5 500% 07/01/22 B/E DTD 06/01/07	768.80	831.27	-	(62.47)	Long
04/04/2014	12/09/2010	275,000.00	FMCC2896673	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # G12710 "GOLD" 5 500% 07/01/22 B/E DTD 06/01/07	539.18	582.99	-	(43.81)	Long
05/06/2014	12/09/2010	275,000.00	FMCC2896673	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # G12710 "GOLD" 5 500% 07/01/22 B/E DTD 06/01/07	541.57	585.58	-	(44.01)	Long
06/05/2014	12/09/2010	275,000.00	FMCC2896673	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # G12710 "GOLD" 5 500% 07/01/22 B/E DTD 06/01/07	625.80	676.66	-	(50.86)	Long

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07/07/2014	12/09/2010	275,000.00	FMCC2896673	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # G12710 "GOLD" 5 500% 07/01/22 B/E DTD 06/01/07	562.60	608.32	-	(45.72)	Long
08/06/2014	12/09/2010	275,000.00	FMCC2896673	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # G12710 "GOLD" 5 500% 07/01/22 B/E DTD 06/01/07	683.16	738.67	-	(55.51)	Long
09/05/2014	12/09/2010	275,000.00	FMCC2896673	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # G12710 "GOLD" 5 500% 07/01/22 B/E DTD 06/01/07	446.17	482.43	-	(36.26)	Long
10/06/2014	12/09/2010	275,000.00	FMCC2896673	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # G12710 "GOLD" 5 500% 07/01/22 B/E DTD 06/01/07	799.98	864.98	-	(65.00)	Long
11/06/2014	12/09/2010	275,000.00	FMCC2896673	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # G12710 "GOLD" 5 500% 07/01/22 B/E DTD 06/01/07	621.65	672.17	-	(50.52)	Long
12/05/2014	12/09/2010	275,000.00	FMCC2896673	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # G12710 "GOLD" 5 500% 07/01/22 B/E DTD 06/01/07	336.60	363.96	-	(27.36)	Long
01/15/2015	12/09/2010	275,000.00	FMCC2896673	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # G12710 "GOLD" 5 500% 07/01/22 B/E DTD 06/01/07	534.08	534.08	-	-	Long
03/06/2014	07/16/2012	100,000.00	FMCC3865403	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # Q08998 3 500% 06/01/42 B/E DTD 06/01/12	422.51	448.03	-	(25.52)	Long
04/04/2014	07/16/2012	100,000.00	FMCC3865403	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # Q08998 3 500% 06/01/42 B/E DTD 06/01/12	539.71	572.31	-	(32.60)	Long
05/06/2014	07/16/2012	100,000.00	FMCC3865403	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # Q08998 3 500% 06/01/42 B/E DTD 06/01/12	845.63	896.71	-	(51.08)	Long
06/05/2014	07/16/2012	100,000.00	FMCC3865403	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # Q08998 3 500% 06/01/42 B/E DTD 06/01/12	700.18	742.46	-	(42.28)	Long
07/07/2014	07/16/2012	100,000.00	FMCC3865403	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # Q08998 "GOLD" 3 500% 06/01/42 B/E DTD 06/01/12	542.37	575.13	-	(32.76)	Long
08/06/2014	07/16/2012	100,000.00	FMCC3865403	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # Q08998 "GOLD" 3 500% 06/01/42 B/E DTD 06/01/12	730.16	774.26	-	(44.10)	Long

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09/05/2014	07/16/2012	100,000.00	FMCC3865403	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # Q08998 "GOLD" 3 500% 06/01/42 B/E DTD 06/01/12	584.78	620.10	-	(35.32)	Long
10/06/2014	07/16/2012	100,000.00	FMCC3865403	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # Q08998 "GOLD" 3 500% 06/01/42 B/E DTD 06/01/12	501.47	531.76	-	(30.29)	Long
11/06/2014	07/16/2012	100,000.00	FMCC3865403	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # Q08998 "GOLD" 3 500% 06/01/42 B/E DTD 06/01/12	986.92	1,046.52	-	(59.60)	Long
12/05/2014	07/16/2012	100,000.00	FMCC3865403	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # Q08998 "GOLD" 3 500% 06/01/42 B/E DTD 06/01/12	633.66	671.93	-	(38.27)	Long
01/15/2015	07/16/2012	100,000.00	FMCC3865403	FEDERAL HOME LN MTG CORP PARTN CTFS POOL # Q08998 "GOLD" 3 500% 06/01/42 B/E DTD 06/01/12	712.09	712.09	-	-	Long
07/18/2014	03/08/2013	5,000.00	FMCC BDA	FEDERAL HOME LN MTG CORP REFERENCE NTS FED REFERENCE BOND 3 750% 03/27/19 B/E DTD 03/27/09	5,479.39	5,556.58	-	(77.19)	Long
07/18/2014	12/28/2012	15,000.00	FMCC BDA	FEDERAL HOME LN MTG CORP REFERENCE NTS FED REFERENCE BOND 3 750% 03/27/19 B/E DTD 03/27/09	16,438.19	16,805.91	-	(367.72)	Long
09/16/2014	04/05/2013	20,000.00	FMCC BDA	FEDERAL HOME LN MTG CORP REFERENCE NTS FED REFERENCE BOND 3 750% 03/27/19 B/E DTD 03/27/09	21,710.20	22,252.24	-	(542.04)	Long
09/16/2014	03/08/2013	20,000.00	FMCC BDA	FEDERAL HOME LN MTG CORP REFERENCE NTS FED REFERENCE BOND 3 750% 03/27/19 B/E DTD 03/27/09	21,710.20	22,154.53	-	(444.33)	Long
12/12/2014	11/20/2013	20,000.00	FMCC BDA	FEDERAL HOME LN MTG CORP REFERENCE NTS FED REFERENCE BOND 3 750% 03/27/19 B/E DTD 03/27/09	21,841.08	21,691.93	-	149.15	Long
12/12/2014	04/05/2013	20,000.00	FMCC BDA	FEDERAL HOME LN MTG CORP REFERENCE NTS FED REFERENCE BOND 3 750% 03/27/19 B/E DTD 03/27/09	21,841.08	22,252.24	-	(411.16)	Long
02/06/2014	12/08/2010	245,000.00	FNMA2699757	FNMA GTD MTG PASS THRU CTFS POOL # 725424 5 500% 04/01/34 B/E DTD 04/01/04	431.82	463.67	-	(31.85)	Long
03/06/2014	12/08/2010	245,000.00	FNMA2699757	FNMA GTD MTG PASS THRU CTFS POOL # 725424 5 500% 04/01/34 B/E DTD 04/01/04	337.31	362.20	-	(24.89)	Long

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CLOSING T/D	OPENING T/D	QUANTITY	SYMBOL/CUSIP	SEC. DESCRIPTION	PROCEEDS	COST BASIS	BASIS ADJ	GAIN/LOSS	TERM
04/04/2014	12/08/2010	245,000.00	FNMA2699757	FNMA GTD MTG PASS THRU CTFS POOL # 725424 5.500% 04/01/34 B/E DTD 04/01/04	411.42	441.77	-	(30.35)	Long
05/06/2014	12/08/2010	245,000.00	FNMA2699757	FNMA GTD MTG PASS THRU CTFS POOL # 725424 5.500% 04/01/34 B/E DTD 04/01/04	383.43	411.71	-	(28.28)	Long
06/05/2014	12/08/2010	245,000.00	FNMA2699757	FNMA GTD MTG PASS THRU CTFS POOL # 725424 5.500% 04/01/34 B/E DTD 04/01/04	375.04	402.71	-	(27.67)	Long
07/07/2014	12/08/2010	245,000.00	FNMA2699757	FNMA GTD MTG PASS THRU CTFS POOL # 725424 5.500% 04/01/34 B/E DTD 04/01/04	357.85	384.25	-	(26.40)	Long
08/06/2014	12/08/2010	245,000.00	FNMA2699757	FNMA GTD MTG PASS THRU CTFS POOL # 725424 5.500% 04/01/34 B/E DTD 04/01/04	381.66	409.81	-	(28.15)	Long
09/05/2014	12/08/2010	245,000.00	FNMA2699757	FNMA GTD MTG PASS THRU CTFS POOL # 725424 5.500% 04/01/34 B/E DTD 04/01/04	321.52	345.24	-	(23.72)	Long
10/06/2014	12/08/2010	245,000.00	FNMA2699757	FNMA GTD MTG PASS THRU CTFS POOL # 725424 5.500% 04/01/34 B/E DTD 04/01/04	318.44	341.93	-	(23.49)	Long
11/06/2014	12/08/2010	245,000.00	FNMA2699757	FNMA GTD MTG PASS THRU CTFS POOL # 725424 5.500% 04/01/34 B/E DTD 04/01/04	319.72	343.30	-	(23.58)	Long
12/05/2014	12/08/2010	245,000.00	FNMA2699757	FNMA GTD MTG PASS THRU CTFS POOL # 725424 5.500% 04/01/34 B/E DTD 04/01/04	283.67	304.60	-	(20.93)	Long
01/25/2015	12/08/2010	245,000.00	FNMA2699757	FNMA GTD MTG PASS THRU CTFS POOL # 725424 5.500% 04/01/34 B/E DTD 04/01/04	336.42	304.60	-	31.82	Long
02/06/2014	12/02/2010	285,000.00	FNMA2768685	FNMA GTD MTG PASS THRU CTFS POOL # 735580 5.000% 06/01/35 B/E DTD 05/01/05	822.96	873.11	-	(50.15)	Long
03/06/2014	12/02/2010	285,000.00	FNMA2768685	FNMA GTD MTG PASS THRU CTFS POOL # 735580 5.000% 06/01/35 B/E DTD 05/01/05	619.45	657.20	-	(37.75)	Long
04/04/2014	12/02/2010	285,000.00	FNMA2768685	FNMA GTD MTG PASS THRU CTFS POOL # 735580 5.000% 06/01/35 B/E DTD 05/01/05	677.80	719.10	-	(41.30)	Long

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CLOSING T/D	OPENING T/D	QUANTITY	SYMBOL/CUSIP	SEC. DESCRIPTION	PROCEEDS	COST BASIS	BASIS ADJ	GAIN/LOSS	TERM
05/06/2014	12/02/2010	285,000.00	FNMA2768685	FNMA GTD MTG PASS THRU CTFS POOL # 735580 5.000% 06/01/35 B/E DTD 05/01/05	733.68	778.39	-	(44.71)	Long
06/05/2014	12/02/2010	285,000.00	FNMA2768685	FNMA GTD MTG PASS THRU CTFS POOL # 735580 5.000% 06/01/35 B/E DTD 05/01/05	665.16	705.70	-	(40.54)	Long
07/07/2014	12/02/2010	285,000.00	FNMA2768685	FNMA GTD MTG PASS THRU CTFS POOL # 735580 5.000% 06/01/35 B/E DTD 05/01/05	795.32	843.79	-	(48.47)	Long
08/06/2014	12/02/2010	285,000.00	FNMA2768685	FNMA GTD MTG PASS THRU CTFS POOL # 735580 5.000% 06/01/35 B/E DTD 05/01/05	644.23	683.49	-	(39.26)	Long
09/05/2014	12/02/2010	285,000.00	FNMA2768685	FNMA GTD MTG PASS THRU CTFS POOL # 735580 5.000% 06/01/35 B/E DTD 05/01/05	637.30	676.14	-	(38.84)	Long
10/06/2014	12/02/2010	285,000.00	FNMA2768685	FNMA GTD MTG PASS THRU CTFS POOL # 735580 5.000% 06/01/35 B/E DTD 05/01/05	675.85	717.04	-	(41.19)	Long
11/06/2014	12/02/2010	285,000.00	FNMA2768685	FNMA GTD MTG PASS THRU CTFS POOL # 735580 5.000% 06/01/35 B/E DTD 05/01/05	594.66	630.90	-	(36.24)	Long
12/05/2014	12/02/2010	285,000.00	FNMA2768685	FNMA GTD MTG PASS THRU CTFS POOL # 735580 5.000% 06/01/35 B/E DTD 05/01/05	490.46	520.35	-	(29.89)	Long
01/25/2015	12/02/2010	285,000.00	FNMA2768685	FNMA GTD MTG PASS THRU CTFS POOL # 735580 5.000% 06/01/35 B/E DTD 05/01/05	562.87	562.87	-	-	Long
02/06/2014	12/08/2010	150,000.00	FNMA2774245	FNMA GTD MTG PASS THRU CTFS POOL # 735667 5.000% 07/01/35 B/E DTD 06/01/05	391.75	413.17	-	(21.42)	Long
03/06/2014	12/08/2010	150,000.00	FNMA2774245	FNMA GTD MTG PASS THRU CTFS POOL # 735667 5.000% 07/01/35 B/E DTD 06/01/05	324.41	342.16	-	(17.75)	Long
04/04/2014	12/08/2010	150,000.00	FNMA2774245	FNMA GTD MTG PASS THRU CTFS POOL # 735667 5.000% 07/01/35 B/E DTD 06/01/05	368.49	388.65	-	(20.16)	Long
05/06/2014	12/08/2010	150,000.00	FNMA2774245	FNMA GTD MTG PASS THRU CTFS POOL # 735667 5.000% 07/01/35 B/E DTD 06/01/05	384.81	405.85	-	(21.04)	Long

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06/05/2014	12/08/2010	150,000.00	FNMA2774245	FNMA GTD MTG PASS THRU CTFS POOL # 735667 5.000% 07/01/35 B/E DTD 06/01/05	345.59	364.49	-	(18.90)	Long
07/07/2014	12/08/2010	150,000.00	FNMA2774245	FNMA GTD MTG PASS THRU CTFS POOL # 735667 5.000% 07/01/35 B/E DTD 06/01/05	354.53	373.92	-	(19.39)	Long
08/06/2014	12/08/2010	150,000.00	FNMA2774245	FNMA GTD MTG PASS THRU CTFS POOL # 735667 5.000% 07/01/35 B/E DTD 06/01/05	326.94	344.82	-	(17.88)	Long
09/05/2014	12/08/2010	150,000.00	FNMA2774245	FNMA GTD MTG PASS THRU CTFS POOL # 735667 5.000% 07/01/35 B/E DTD 06/01/05	346.65	365.61	-	(18.96)	Long
10/06/2014	12/08/2010	150,000.00	FNMA2774245	FNMA GTD MTG PASS THRU CTFS POOL # 735667 5.000% 07/01/35 B/E DTD 06/01/05	333.45	351.69	-	(18.24)	Long
11/06/2014	12/08/2010	150,000.00	FNMA2774245	FNMA GTD MTG PASS THRU CTFS POOL # 735667 5.000% 07/01/35 B/E DTD 06/01/05	319.65	337.13	-	(17.48)	Long
12/05/2014	12/08/2010	150,000.00	FNMA2774245	FNMA GTD MTG PASS THRU CTFS POOL # 735667 5.000% 07/01/35 B/E DTD 06/01/05	294.28	310.38	-	(16.10)	Long
01/25/2015	12/08/2010	150,000.00	FNMA2774245	FNMA GTD MTG PASS THRU CTFS POOL # 735667 5.000% 07/01/35 B/E DTD 06/01/05	332.92	332.92	-	-	Long
02/06/2014	11/29/2010	100,000.00	FNMA3077065	FNMA GTD MTG PASS THRU CTFS POOL # AE3049 4.500% 09/01/40 B/E DTD 09/01/10	369.97	386.85	-	(16.88)	Long
03/06/2014	11/29/2010	100,000.00	FNMA3077065	FNMA GTD MTG PASS THRU CTFS POOL # AE3049 4.500% 09/01/40 B/E DTD 09/01/10	335.18	350.48	-	(15.30)	Long
04/04/2014	11/29/2010	100,000.00	FNMA3077065	FNMA GTD MTG PASS THRU CTFS POOL # AE3049 4.500% 09/01/40 B/E DTD 09/01/10	478.45	500.28	-	(21.83)	Long
05/06/2014	11/29/2010	100,000.00	FNMA3077065	FNMA GTD MTG PASS THRU CTFS POOL # AE3049 4.500% 09/01/40 B/E DTD 09/01/10	397.59	415.73	-	(18.14)	Long
06/05/2014	11/29/2010	100,000.00	FNMA3077065	FNMA GTD MTG PASS THRU CTFS POOL # AE3049 4.500% 09/01/40 B/E DTD 09/01/10	493.11	515.61	-	(22.50)	Long

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07/07/2014	11/29/2010	100,000.00	FNMA3077065	FNMA GTD MTG PASS THRU CTFS POOL # AE3049 4 500% 09/01/40 B/E DTD 09/01/10	568.70	594.66	-	(25.96)	Long
07/18/2014	11/29/2010	100,000.00	FNMA3077065	FNMA GTD MTG PASS THRU CTFS POOL # AE3049 4 500% 09/01/40 B/E DTD 09/01/10	39,881.04	38,701.25	-	1,179.79	Long
02/06/2014	02/09/2012	130,000.00	FNMA3652906	FNMA GTD MTG PASS THRU CTFS POOL # AJ7717 3 000% 12/01/26 B/E DTD 12/01/11	1,005.46	1,047.57	-	(42.11)	Long
03/06/2014	02/09/2012	130,000.00	FNMA3652906	FNMA GTD MTG PASS THRU CTFS POOL # AJ7717 3 000% 12/01/26 B/E DTD 12/01/11	644.23	671.21	-	(26.98)	Long
04/04/2014	02/09/2012	130,000.00	FNMA3652906	FNMA GTD MTG PASS THRU CTFS POOL # AJ7717 3 000% 12/01/26 B/E DTD 12/01/11	893.97	931.41	-	(37.44)	Long
05/06/2014	02/09/2012	130,000.00	FNMA3652906	FNMA GTD MTG PASS THRU CTFS POOL # AJ7717 3 000% 12/01/26 B/E DTD 12/01/11	942.90	982.39	-	(39.49)	Long
06/05/2014	02/09/2012	130,000.00	FNMA3652906	FNMA GTD MTG PASS THRU CTFS POOL # AJ7717 3 000% 12/01/26 B/E DTD 12/01/11	961.79	1,002.07	-	(40.28)	Long
07/07/2014	02/09/2012	130,000.00	FNMA3652906	FNMA GTD MTG PASS THRU CTFS POOL # AJ7717 3 000% 12/01/26 B/E DTD 12/01/11	1,128.05	1,175.30	-	(47.25)	Long
08/06/2014	02/09/2012	130,000.00	FNMA3652906	FNMA GTD MTG PASS THRU CTFS POOL # AJ7717 3 000% 12/01/26 B/E DTD 12/01/11	1,211.95	1,262.70	-	(50.75)	Long
09/05/2014	02/09/2012	130,000.00	FNMA3652906	FNMA GTD MTG PASS THRU CTFS POOL # AJ7717 3 000% 12/01/26 B/E DTD 12/01/11	959.99	1,000.20	-	(40.21)	Long
10/06/2014	02/09/2012	130,000.00	FNMA3652906	FNMA GTD MTG PASS THRU CTFS POOL # AJ7717 3 000% 12/01/26 B/E DTD 12/01/11	832.86	867.75	-	(34.89)	Long
11/06/2014	02/09/2012	130,000.00	FNMA3652906	FNMA GTD MTG PASS THRU CTFS POOL # AJ7717 3 000% 12/01/26 B/E DTD 12/01/11	1,082.13	1,127.45	-	(45.32)	Long
12/05/2014	02/09/2012	130,000.00	FNMA3652906	FNMA GTD MTG PASS THRU CTFS POOL # AJ7717 3 000% 12/01/26 B/E DTD 12/01/11	900.08	937.78	-	(37.70)	Long

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CLOSING T/D	OPENING T/D	QUANTITY	SYMBOL/CUSIP	SEC. DESCRIPTION	PROCEEDS	COST BASIS	BASIS ADJ	GAIN/LOSS	TERM
01/25/2015	02/09/2012	130,000 00	FNMA3652906	FNMA GTD MTG PASS THRU CTFES POOL # AJ7717 3.000% 12/01/26 B/E DTD 12/01/11	1,041 16	1,041 16	-	-	Long
02/14/2014	10/09/2012	40,000 00	GS WB	GOLDMAN SACHS GROUP INC SR GLOBAL NT 5.750% 10/01/16 B/E DTD 09/19/06	44,479 60	43,904 96	-	574 64	Long
07/31/2014	04/26/2011	5,000 00	HCN GO	HEALTH CARE REIT INC FIXED RT NT 4.700% 09/15/17 B/E DTD 09/10/10	5,446 55	5,048 88	-	397 67	Long
11/20/2014	05/23/2013	40,000 00	HTZ AS	HERTZ CORP SR NT-FULLY EXCHANGED FROM CUSIP 428040CH0 6.750% 04/15/19 B/E DTD 04/15/11 CLB	40,800 00	41,859 48	-	(1,059 48)	Long
07/18/2014	11/29/2012	30,000 00	HPQ GV	HEWLETT PACKARD CO GLOBAL FIXED RT NT 2.125% 09/13/15 B/E DTD 09/13/10	30,468 30	29,746 06	-	722 24	Long
11/06/2014	03/08/2012	10,000 00	BTU GF	PEABODY ENERGY CORP SR NT 7.375% 11/01/16 B/E DTD 10/12/06	10,356 60	10,480 45	-	(123 85)	Long
02/05/2014	01/04/2011	40,000 00	PBR3671983	PETROBRAS INTL FINANCE COMPANY LTD ISIN#US71645WAM38 5.875% 03/01/18 B/E DTD 11/01/07 CLB	42,572 00	41,663 82	-	908 18	Long
09/23/2014	04/04/2013	40,000 00	SBH3862004	SALLY HLDGS LLC / SALLY CAP INC GTD SR NT 6.875% 11/15/19 B/E DTD 05/15/12 CLB	42,300 00	42,754 63	-	(454 63)	Long
07/18/2014	01/28/2013	45,000 00	SLM3898988	SLM CORP MEDIUM TERM NTS FIXED RATE NTS SER A 3.875% 09/10/15 B/E DTD 09/12/12	45,745 65	45,841 56	-	(95 91)	Long
05/05/2014	07/27/2012	15,000 00	912810QK7	UNITED STATES TREAS BDS 3.875% 08/15/40 B/E DTD 08/15/10	16,551 56	18,916 17	-	(2,364 61)	Long
07/18/2014	07/27/2012	25,000 00	912810QK7	UNITED STATES TREAS BDS 3.875% 08/15/40 B/E DTD 08/15/10	27,958 98	31,490 34	-	(3,531 36)	Long
08/15/2014	06/25/2013	40,000 00	912810QK7	UNITED STATES TREAS BDS 3.875% 08/15/40 B/E DTD 08/15/10	45,907 82	42,486 08	-	3,421 74	Long
08/15/2014	07/27/2012	10,000 00	912810QK7	UNITED STATES TREAS BDS 3.875% 08/15/40 B/E DTD 08/15/10	11,476 95	12,590 72	-	(1,113 77)	Long
10/14/2014	06/25/2013	10,000 00	912810QK7	UNITED STATES TREAS BDS 3.875% 08/15/40 B/E DTD 08/15/10	11,814 85	10,619 18	-	1,195 67	Long
05/05/2014	08/03/2012	35,000 00	912828SV3	UNITED STATES TREAS NTS 1.750% 05/15/22 B/E DTD 05/15/12	33,420 90	35,451 98	-	(2,031 08)	Long
07/18/2014	08/03/2012	15,000 00	912828SV3	UNITED STATES TREAS NTS 1.750% 05/15/22 B/E DTD 05/15/12	14,463 28	15,188 98	-	(725 70)	Long
10/14/2014	09/21/2012	15,000 00	912828SV3	UNITED STATES TREAS NTS 1.750% 05/15/22 B/E DTD 05/15/12	14,746 29	15,044 56	-	(298 27)	Long

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CLOSING T/D	OPENING T/D	QUANTITY	SYMBOL/CUSIP	SEC. DESCRIPTION	PROCEEDS	COST BASIS	BASIS ADJ	GAIN/LOSS	TERM
10/14/2014	08/03/2012	10,000.00	912828SV3	UNITED STATES TREAS NTS 1 750% 05/15/22 B/E DTD 05/15/12	9,830.86	10,122.41	-	(291.55)	Long
07/18/2014	06/05/2013	20,000.00	912828VB3	UNITED STATES TREAS NTS 1 750% 05/15/23 B/E DTD 05/15/13	18,992.19	19,444.33	-	(452.14)	Long
02/25/2014	03/09/2011	15,000.00	912828PC8	UNITED STATES TREAS NTS 2 625% 11/15/20 B/E DTD 11/15/10	15,520.31	14,230.57	-	1,289.74	Long
02/27/2014	03/09/2011	30,000.00	912828PC8	UNITED STATES TREAS NTS 2 625% 11/15/20 B/E DTD 11/15/10	31,129.69	28,462.27	-	2,667.42	Long
05/28/2014	09/12/2011	50,000.00	912828PC8	UNITED STATES TREAS NTS 2 625% 11/15/20 B/E DTD 11/15/10	52,126.95	52,577.95	-	(451.00)	Long
05/28/2014	03/09/2011	20,000.00	912828PC8	UNITED STATES TREAS NTS 2 625% 11/15/20 B/E DTD 11/15/10	20,850.78	19,008.45	-	1,842.33	Long
04/10/2014	12/02/2010	35,000.00	912828KD1	UNITED STATES TREAS NTS 2 750% 02/15/19 B/E DTD 02/15/09	37,001.56	35,219.51	-	1,782.05	Long
07/18/2014	12/02/2010	10,000.00	912828KD1	UNITED STATES TREAS NTS 2 750% 02/15/19 B/E DTD 02/15/09	10,523.05	10,059.34	-	463.71	Long
10/14/2014	01/06/2012	30,000.00	912828KD1	UNITED STATES TREAS NTS 2 750% 02/15/19 B/E DTD 02/15/09	31,801.17	31,661.40	-	139.77	Long
10/14/2014	12/02/2010	20,000.00	912828KD1	UNITED STATES TREAS NTS 2 750% 02/15/19 B/E DTD 02/15/09	21,200.78	20,112.92	-	1,087.86	Long
01/16/2014	11/22/2010	60,000.00	912828MP2	UNITED STATES TREAS NTS 3 625% 02/15/20 B/E DTD 02/15/10	65,683.59	63,204.79	-	2,478.80	Long
10/31/2014	11/30/2010	10,000.00	VALE3676238	VALE OVERSEAS LTD NTS ISIN#US91911TAJ25 5 625% 09/15/19 B/E DTD 09/15/09 CLB	11,230.00	10,555.16	-	674.84	Long
11/12/2014	11/30/2010	30,000.00	VALE3676238	VALE OVERSEAS LTD NTS ISIN#US91911TAJ25 5 625% 09/15/19 B/E DTD 09/15/09 CLB	33,390.90	31,655.23	-	1,735.67	Long
01/16/2014	01/04/2011	8,000.00	YUM GG	YUM BRANDS INC SR NT 6 250% 03/15/18 B/E DTD 10/19/07	9,242.88	9,061.04	-	181.84	Long
					<b>1,112,253.44</b>	<b>1,100,752.02</b>	-	<b>11,501.42</b>	
					<b>1,424,849.51</b>	<b>1,401,171.87</b>	<b>(4.12)</b>	<b>23,681.76</b>	

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 PERSHING ACCT # 5YV242740

CLOSING T/D	OPENING T/D	QUANTITY	SYMBOL/CUSIP	SEC. DESCRIPTION	PROCEEDS	COST BASIS	BASIS ADJ	GAIN/LOSS	TERM
02/27/2014	02/26/2014	0.7353	VZ	VERIZON COMMUNICATIONS INC COM	34.05	34.02	-	0.03	Short
05/21/2014	05/05/2014	119.00	DUK	DUKE ENERGY CORP NEW COM NEW	8,313.15	8,733.17	-	(420.02)	Short
08/28/2014	10/24/2013	160.00	GLW	CORNING INC COM	3,297.54	2,788.43	-	509.11	Short
10/06/2014	10/24/2013	366.00	GLW	CORNING INC COM	7,016.54	6,378.54	-	638.00	Short
10/08/2014	07/24/2014	145.00	CLX	CLOROX CO COM	14,299.42	13,135.31	-	1,164.11	Short
10/15/2014	11/06/2013	87.00	BP	BP CLOROX SPONS ADR	3,506.11	4,075.08	-	(568.97)	Short
10/17/2014	11/22/2013	18.00	F	FORD MOTOR CO DEL COM PAR	253.27	306.70	-	(53.43)	Short
10/21/2014	10/24/2013	122.00	RIG	TRANSOCEAN LTD REG SHS	3,710.14	5,963.06	-	(2,252.92)	Short
11/07/2014	11/25/2013	44.00	QCOM	ISIN#CH0048265513	3,057.57	3,127.52	-	(69.95)	Short
12/05/2014	05/05/2014	42.80	CRC	QUALCOMM INC	276.50	353.08	-	(76.58)	Short
				CALIFORNIA RES CORP COM	<b>43,764.29</b>	<b>44,894.91</b>	-	<b>(1,130.62)</b>	
01/13/2014	04/13/2011	39.00	ENH	ENDURANCE SPECIALITY HOLDINGS LTD	2,131.70	1,863.31	-	268.39	Long
01/15/2014	04/13/2011	78.00	DUK	COM ISIN#BMG303971060	5,243.06	4,113.68	-	1,129.38	Long
01/31/2014	04/13/2011	95.00	NGG	DUKE ENERGY CORP NEW COM NEW	6,157.87	4,640.48	-	1,517.39	Long
02/10/2014	04/13/2011	625.00	XRX	NATIONAL GRID PLC SPON ADR NEW	6,495.07	6,742.39	-	(247.32)	Long
02/10/2014	09/23/2011	90.00	AGNC	XEROX CORPORATION	1,991.76	2,458.48	-	(466.72)	Long
02/10/2014	07/20/2011	171.00	AGNC	AMERICAN CAP AGY CORP COM	3,784.35	5,054.46	-	(1,270.11)	Long
02/13/2014	04/13/2011	99.00	NGG	AMERICAN CAP AGY CORP COM	6,681.51	4,835.86	-	1,845.65	Long
02/27/2014	04/13/2011	0.1818	VOD	NATIONAL GRID PLC SPON ADR NEW	7.48	9.63	-	(2.15)	Long
02/27/2014	04/13/2011	116.00	ORI	VODAFONE GROUP PLC NEW SPONSORED	1,816.55	1,499.69	-	316.86	Long
05/21/2014	04/13/2011	102.00	DUK	ADR NO PAR	7,125.56	5,379.42	-	1,746.14	Long
06/13/2014	09/12/2011	13.375	TIME	OLD REPUBLIC INTL CORP	308.70	124.58	-	184.12	Long
06/13/2014	04/13/2011	27.625	TIME	DUKE ENERGY CORP NEW COM NEW	637.58	318.61	-	318.97	Long
07/23/2014	04/13/2011	67.00	TWX	TIME INC NEW COM	5,653.45	2,288.41	-	3,365.04	Long
07/23/2014	04/13/2011	319.00	TDS	TIME WARNER INC NEW COM NEW	7,865.35	9,253.15	-	(1,387.80)	Long
07/23/2014	04/13/2011	40.00	SRE	TELEPHONE & DATA SYS INC COM NEW	4,078.51	2,109.89	-	1,968.62	Long
08/21/2014	04/13/2011	366.00	NI	SEMPRA ENERGY COM	14,175.30	6,890.72	-	7,284.58	Long
09/26/2014	04/13/2011	93.00	DD	NISOURCE INC COM	6,742.44	4,979.88	-	1,762.56	Long
10/08/2014	04/13/2011	105.00	CLX	DU PONT E I DE NEMOURS & CO COM	10,354.75	7,297.19	-	3,057.56	Long
10/17/2014	02/13/2013	674.00	F	CLOROX CO COM	9,483.64	8,773.32	-	710.32	Long
11/07/2014	08/01/2013	54.00	ETN	FORD MOTOR CO DEL COM PAR	3,722.14	3,679.86	-	42.28	Long
11/21/2014	04/02/2013	79.00	OXY	EATON CORP PLC SHS ISIN#E00B8KQ827	6,906.03	6,360.11	-	545.92	Long
12/04/2014	04/02/2013	0.60	CRC	OCCIDENTAL PETE CORP COM	4.23	4.21	-	0.02	Long
12/05/2014	04/02/2013	16.20	CRC	CALIFORNIA RES CORP COM	104.66	113.62	-	(8.96)	Long
				CALIFORNIA RES CORP COM	<b>111,471.69</b>	<b>88,790.95</b>	-	<b>22,680.74</b>	
					<b>155,235.98</b>	<b>133,685.86</b>	-	<b>21,550.12</b>	

THE ON SHORE FOUNDATION  
 95-4100318  
 PERSHING ACCT # 5YV256104

CLOSING T/D	OPENING T/D	QUANTITY	SYMBOL/CUSIP	SEC. DESCRIPTION	PROCEEDS	COST BASIS	BASIS ADJ	GAIN/LOSS	TERM
08/13/2014	01/19/2012	2,926 183	GSMYX	GOLDMAN SACHS SMALL/MID-CAP GROWTH FUND CLASS I	61,245 00	42,810 06	-	18,434 94	Long
01/14/2014	01/19/2012	1,083 00		SPDR GOLD TR GOLD SHS CASH INCOME	44 00	44 00	-	-	Long
02/19/2014	01/19/2012	1,083 00		SPDR GOLD TR GOLD SHS CASH INCOME	42 42	42 42	-	-	Long
03/17/2014	01/19/2012	1,083 00		SPDR GOLD TR GOLD SHS CASH INCOME	39 06	39 06	-	-	Long
04/10/2014	01/19/2012	1,083 00		SPDR GOLD TR GOLD SHS CASH INCOME	44 81	44 81	-	-	Long
05/16/2014	01/19/2012	1,083 00		SPDR GOLD TR GOLD SHS CASH INCOME	46 20	46 20	-	-	Long
06/17/2014	01/19/2012	1,083 00		SPDR GOLD TR GOLD SHS CASH INCOME	44 46	44 46	-	-	Long
07/10/2014	01/19/2012	1,083 00		SPDR GOLD TR GOLD SHS CASH INCOME	41 30	41 30	-	-	Long
08/13/2014	01/19/2012	1,083 00		SPDR GOLD TR GOLD SHS CASH INCOME	45 01	45 01	-	-	Long
09/11/2014	01/19/2012	1,083 00		SPDR GOLD TR GOLD SHS CASH INCOME	51 09	51 09	-	-	Long
10/10/2014	01/19/2012	1,083 00		SPDR GOLD TR GOLD SHS CASH INCOME	42 24	42 24	-	-	Long
11/13/2014	01/19/2012	1,083 00		SPDR GOLD TR GOLD SHS CASH INCOME	43 28	43 28	-	-	Long
12/11/2014	01/19/2012	1,083 00		SPDR GOLD TR GOLD SHS CASH INCOME	43 01	43 01	-	-	Long
					<b>61,771.88</b>	<b>43,336.94</b>	-	<b>18,434.94</b>	
					<b>61,771.88</b>	<b>43,336.94</b>	-	<b>18,434.94</b>	

On Shore Foundation  
 EIN: 954100318  
 12/31/14

U.S. and State Government Obligations

Description	Num. Shares/ Face Value		Num. Shares/ Face Value		Book Value		FMV	
	Beg. of Year	End of Year	Beg. of Year	End of Year	Beg. of Year	End of Year	Beg. of Year	End of Year
Federal Home Ln Mtg Corp Partn Cfs Pool #AU1629 3.0% 07/01/43 B/E	0.00000	90,000.00000	0	85,251	0	85,251	0	85,251
Federal Home Ln Mtg Corp Partn Cfs Pool #C09069 4.0% 11/01/44 B/E	0.00000	75,000.00000	0	79,941	0	79,941	0	79,941
Federal Home Ln Mtg Corp Partn Cfs Pool #G12710 "Gold" 5.500% 07/01/22 B/E DTD 06/0	275,000.00000	275,000.00000	31,972	24,092	31,972	24,092	31,972	24,092
Federal Home Ln Mtg Corp Partn Cfs Pool #Q08998 3.5% 06/01/42 B/E	100,000.00000	100,000.00000	80,173	76,519	80,173	76,519	80,173	76,519
Federal Home Ln Mtg Corp Reference Nts 3.750% 03/27/19	15,000.00000	15,000.00000	16,350	0	16,350	0	16,350	0
Federal Home Ln Mtg Corp Reference Nts 3.750% 03/27/19	25,000.00000	25,000.00000	27,249	0	27,249	0	27,249	0
Federal Home Ln Mtg Corp Reference Nts 3.750% 03/27/19	40,000.00000	40,000.00000	43,599	0	43,599	0	43,599	0
Federal Home Ln Mtg Corp Reference Nts 3.750% 03/27/19	20,000.00000	20,000.00000	21,799	0	21,799	0	21,799	0
Federal Natl Mtg Assn Benchmark Notes 1.375% 11/15/16 B/E DTD 10/20/11	50,000.00000	50,000.00000	50,839	0	50,839	0	50,839	0
Federal Natl Mtg Assn Benchmark Notes 2.375% 04/11/16 B/E DTD 03/04/11	0.00000	45,000.00000	0	46,109	0	46,109	0	46,109
FNMA Gtd Mtg Pass Thru Cfs Pool #725424 5.500% 04/01/34 B/E DTD 04/01/04	245,000.00000	245,000.00000	21,225	16,765	21,225	16,765	21,225	16,765
FNMA Gtd Mtg Pass Thru Cfs Pool #735580 5.000% 06/01/35 B/E DTD 05/01/05	285,000.00000	285,000.00000	40,097	31,811	40,097	31,811	40,097	31,811
FNMA Gtd Mtg Pass Thru Cfs Pool #735667 5.000% 07/01/35 B/E DTD 06/01/05	150,000.00000	150,000.00000	21,091	16,772	21,091	16,772	21,091	16,772
FNMA Gtd Mtg Pass Thru Cfs Pool #AE3049 4.500% 09/01/40 B/E DTD 09/01/10	100,000.00000	100,000.00000	42,595	0	42,595	0	42,595	0
FNMA Gtd Mtg Pass Thru Cfs Pool #AI7717 3.000% 12/01/26 B/E	130,000.00000	130,000.00000	84,504	74,049	84,504	74,049	84,504	74,049
FNMA Gtd Mtg Pass Thru Cfs Pool #AK9393 3.500% 04/01/42 B/E DTD 03/01/12	0.00000	115,000.00000	0	80,425	0	80,425	0	80,425
United States Treas Nts 1.250% 09/30/15 B/E DTD 09/30/10	0.00000	165,000.00000	0	166,264	0	166,264	0	166,264
United States Treas Nts 1.750% 05/15/22 B/E DTD 05/15/12	40,000.00000	40,000.00000	36,988	38,947	36,988	38,947	36,988	38,947
United States Treas Nts 1.750% 05/15/22 B/E DTD 05/15/12	75,000.00000	75,000.00000	69,351	0	69,351	0	69,351	0
United States Treas Nts 1.750% 05/15/23 B/E DTD 05/15/13	60,000.00000	60,000.00000	53,967	0	53,967	0	53,967	0
United States Treas Nts 1.750% 05/15/23 B/E DTD 05/15/13	55,000.00000	55,000.00000	49,470	53,552	49,470	53,552	49,470	53,552
United States Treas Nts 1.750% 05/15/23 B/E DTD 05/15/13	0.00000	50,000.00000	0	48,684	0	48,684	0	48,684
United States Treas Nts 2.625% 04/30/16 B/E DTD 04/30/09	0.00000	55,000.00000	0	56,608	0	56,608	0	56,608
United States Treas Nts 2.625% 11/15/20 B/E DTD 11/15/10	115,000.00000	115,000.00000	116,869	0	116,869	0	116,869	0
United States Treas Nts 2.750% 02/15/19 B/E DTD 02/15/09	30,000.00000	30,000.00000	31,434	0	31,434	0	31,434	0
United States Treas Nts 2.750% 02/15/19 B/E DTD 02/15/09	65,000.00000	65,000.00000	68,108	0	68,108	0	68,108	0
United States Treas Nts 3.000% 05/15/42 B/E DTD 05/15/12	0.00000	120,000.00000	0	126,131	0	126,131	0	126,131
United States Treas Nts 3.625% 02/15/20 B/E DTD 02/15/10	60,000.00000	60,000.00000	65,306	0	65,306	0	65,306	0
United States Treas Nts 3.875% 08/15/40 B/E DTD 08/15/10	0.00000	55,000.00000	0	67,144	0	67,144	0	67,144
United States Treas Bds 3.875% 08/15/40 B/E DTD 08/15/10	50,000.00000	50,000.00000	50,016	0	50,016	0	50,016	0
United States Treas Bds 3.875% 08/15/40 B/E DTD 08/15/10	15,000.00000	15,000.00000	15,006	0	15,006	0	15,006	0
United States Treas Bds 3.875% 08/15/40 B/E DTD 08/15/10	50,000.00000	50,000.00000	50,016	0	50,016	0	50,016	0

1,088,024 1,089,064 1,088,024 1,089,064

On Shore Foundation  
 EIN: 954100318  
 12/31/14

Corporate Stocks and Mutual Funds

Description	Num. Shares/ Face Value		Num. Shares/ Face Value		Book Value		Book Value		FMV	
	Beg. of Year	End of Year	Beg. of Year	End of Year	Beg. of Year	End of Year	Beg. of Year	End of Year	Beg. of Year	End of Year
3M Co Com	48,000	48,000	48,000	48,000	6,732	7,886	6,732	7,886	6,732	7,886
Abbott Labs Com	424,000	424,000	424,000	424,000	16,252	19,087	16,252	19,087	16,252	19,087
Albemarle Corp	0	212,000	0	212,000	0	12,748	0	12,748	0	12,748
Alcoa Inc Com	1,232,000	1,430,000	1,430,000	1,430,000	13,096	22,580	13,096	22,580	13,096	22,580
American Cap Agy Corp Com	261,000	261,000	261,000	261,000	5,035	0	5,035	0	5,035	0
Amgen Inc Com	90,000	90,000	90,000	90,000	10,267	14,336	10,267	14,336	10,267	14,336
Analog Devices Inc	295,000	235,000	235,000	235,000	11,969	13,047	11,969	13,047	11,969	13,047
Annaly Cap Mgmt Inc Com	0	0	0	0	0	0	0	0	0	0
Apache Corp Com	79,000	186,000	186,000	186,000	6,789	11,657	6,789	11,657	6,789	11,657
Apple Inc Com	0	0	0	0	0	0	0	0	0	0
Applied Materials Inc	302,000	302,000	302,000	302,000	5,339	7,526	5,339	7,526	5,339	7,526
AT&T Inc Com	264,000	381,000	381,000	381,000	9,282	12,798	9,282	12,798	9,282	12,798
Babcock & Wilcox Co New Com	322,000	322,000	322,000	322,000	11,009	9,757	11,009	9,757	11,009	9,757
Bank of New York Mellon Corp Com	512,000	512,000	512,000	512,000	17,889	20,772	17,889	20,772	17,889	20,772
BB & T Corp Com	321,000	578,000	578,000	578,000	11,980	22,478	11,980	22,478	11,980	22,478
Berkshire Hathaway Inc Del Cl B New	132,000	235,000	235,000	235,000	15,650	35,285	15,650	35,285	15,650	35,285
BP Plc Spon Adr	198,000	343,000	343,000	343,000	9,625	13,075	9,625	13,075	9,625	13,075
Cameco Corp Com	0	1,063,000	1,063,000	1,063,000	0	17,444	0	17,444	0	17,444
Chubb Corp	159,000	325,000	325,000	325,000	15,364	33,628	15,364	33,628	15,364	33,628
Clorox Co Com	105,000	105,000	105,000	105,000	9,740	0	9,740	0	9,740	0
Comcast Corp Cl A	467,000	467,000	467,000	467,000	24,268	27,091	24,268	27,091	24,268	27,091
Corning Inc Com	526,000	526,000	526,000	526,000	9,373	0	9,373	0	9,373	0
Covident Plc Shs New	151,000	151,000	151,000	151,000	10,283	15,444	10,283	15,444	10,283	15,444
CVS Health Corp Com	0	383,000	383,000	383,000	0	36,887	0	36,887	0	36,887
Devon Energy Corp New Com	113,000	287,000	287,000	287,000	6,991	17,567	6,991	17,567	6,991	17,567
Doubleline Total Return Bond Fund	14,691,898	16,823,154	16,823,154	16,823,154	166,072	184,550	166,072	184,550	166,072	184,550
Dow Chem Co	448,000	703,000	703,000	703,000	19,891	32,064	19,891	32,064	19,891	32,064
Du Pont E I De Nemours & Co Com	250,000	307,000	307,000	307,000	16,243	22,700	16,243	22,700	16,243	22,700
Duke Energy Corp New Com	180,000	180,000	180,000	180,000	12,422	0	12,422	0	12,422	0
Eaton Corp Plc Shs	93,000	168,000	168,000	168,000	7,079	11,417	7,079	11,417	7,079	11,417
Ebay Inc Com	0	299,000	299,000	299,000	0	16,780	0	16,780	0	16,780
Endurance Speciality Holdings Ltd Com	257,000	218,000	218,000	218,000	15,078	13,045	15,078	13,045	15,078	13,045
Energy Corp New Com	0	97,000	97,000	97,000	0	8,486	0	8,486	0	8,486
Ford Motor Co Del Com Par	882,000	997,000	997,000	997,000	13,609	15,454	13,609	15,454	13,609	15,454
General Electric Co Com	318,000	874,000	874,000	874,000	8,914	22,086	8,914	22,086	8,914	22,086
Genuine Parts Co	126,000	126,000	126,000	126,000	10,482	13,428	10,482	13,428	10,482	13,428

On Shore Foundation  
 EIN: 954100318  
 12/31/14

Corporate Stocks and Mutual Funds

Description	Num. Shares/ Face Value		Num. Shares/ Face Value		Book Value		Book Value		FMV	
	Beg. of Year	End of Year	Beg. of Year	End of Year	Beg. of Year	End of Year	Beg. of Year	End of Year	Beg. of Year	End of Year
Glaxosmithkline Plc Spons Adr	142,000	603,000	7,581	25,772	7,581	25,772	7,581	25,772	7,581	25,772
HCP Inc Com	231,000	535,000	8,390	23,556	8,390	23,556	8,390	23,556	8,390	23,556
Health Care REIT Inc Com	146,000	178,000	7,821	13,469	7,821	13,469	7,821	13,469	7,821	13,469
Hewlett Packard Co Com	419,000	419,000	11,724	16,814	11,724	16,814	11,724	16,814	11,724	16,814
Johnson & Johnson Com	121,000	121,000	11,082	12,653	11,082	12,653	11,082	12,653	11,082	12,653
Kohls Corp Com	184,000	434,000	10,442	26,491	10,442	26,491	10,442	26,491	10,442	26,491
M&T BK Corp	27,000	0,000	3,143	0,000	3,143	0,000	3,143	0,000	3,143	0,000
M&T BK Corp	104,000	244,000	12,108	30,651	12,108	30,651	12,108	30,651	12,108	30,651
Medtronic Inc	215,000	215,000	12,339	15,523	12,339	15,523	12,339	15,523	12,339	15,523
Metlife Inc Com	124,000	410,000	6,686	22,177	6,686	22,177	6,686	22,177	6,686	22,177
Metropolitan West Total Return Bond	14,936,170	16,960,188	164,211	185,036	164,211	185,036	164,211	185,036	164,211	185,036
Microsoft Corp Com	193,000	0,000	7,220	0,000	7,220	0,000	7,220	0,000	7,220	0,000
Microsoft Corp Com	128,000	548,000	4,788	25,455	4,788	25,455	4,788	25,455	4,788	25,455
National Grid Plc Spon Adr New	194,000	194,000	12,672	0	12,672	0	12,672	0	12,672	0
New York Cmnty Bancorp Inc Com	582,000	1,419,000	9,807	22,704	9,807	22,704	9,807	22,704	9,807	22,704
Nisource Inc Com	366,000	366,000	12,034	0	12,034	0	12,034	0	12,034	0
Norfolk Southern Corp	97,000	97,000	9,005	10,632	9,005	10,632	9,005	10,632	9,005	10,632
Occidental Pete Corp Com	121,000	149,000	11,507	12,011	11,507	12,011	11,507	12,011	11,507	12,011
Old Republic Intl Corp	716,000	1,415,000	12,365	20,701	12,365	20,701	12,365	20,701	12,365	20,701
Oracle Corp Com	217,000	282,000	8,302	12,682	8,302	12,682	8,302	12,682	8,302	12,682
PIMCO Total Return Fund Class D	13,178,342	10,847,286	137,161	115,632	137,161	115,632	137,161	115,632	137,161	115,632
Principal High Yield II Fund	308,095	308,095	2,391	0	2,391	0	2,391	0	2,391	0
Principal High Yield II Fund	1,288,060	1,288,060	9,995	0	9,995	0	9,995	0	9,995	0
Principal High Yield II Fund	2,712,547	2,712,547	21,049	0	21,049	0	21,049	0	21,049	0
Principal High Yield II Fund	4,784,780	4,784,780	37,130	0	37,130	0	37,130	0	37,130	0
Procter & Gamble Co Com	129,000	129,000	10,502	11,751	10,502	11,751	10,502	11,751	10,502	11,751
Qualcomm Inc	155,000	198,000	11,509	14,717	11,509	14,717	11,509	14,717	11,509	14,717
Quest Diagnostics Inc Com	0,000	118,000	0	7,913	0	7,913	0	7,913	0	7,913
Sempra Energy Com	126,000	86,000	11,310	9,577	11,310	9,577	11,310	9,577	11,310	9,577
St Jude Med Inc Com	214,000	451,000	13,257	29,329	13,257	29,329	13,257	29,329	13,257	29,329
Sysco Corp	351,000	525,000	12,671	20,837	12,671	20,837	12,671	20,837	12,671	20,837
Telephone & Data Sys Inc Spl Com	319,000	319,000	8,224	0	8,224	0	8,224	0	8,224	0
Templeton Global Bond Fund Advisor	10,455,213	11,720,663	142,830	145,453	142,830	145,453	142,830	145,453	142,830	145,453
Time Warner Inc New Com	328,000	450,000	22,868	38,439	22,868	38,439	22,868	38,439	22,868	38,439
Transocean Ltd	122,000	122,000	6,029	0	6,029	0	6,029	0	6,029	0
Unilever Nv New York Shs New	287,000	639,000	11,546	24,947	11,546	24,947	11,546	24,947	11,546	24,947

On Shore Foundation  
 EIN: 954100318  
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Corporate Stocks and Mutual Funds

Description	Num. Shares/ Face Value		Num. Shares/ Face Value		Book Value		Book Value		FMV	
	Beg. of Year	End of Year	Beg. of Year	End of Year	Beg. of Year	End of Year	Beg. of Year	End of Year	Beg. of Year	End of Year
United Parcel Svc Inc	0 0000	70 0000	0	7,782	0	7,782	0	7,782	0	7,782
Vanguard Short-Term Bond Portfolio	8,006 3160	8,006 3160	59,330	83,906	59,330	83,906	59,330	83,906	59,330	83,906
Verizon Communications Inc	0 0000	258 0000	0	12,069	0	12,069	0	12,069	0	12,069
Vodafone Group Plc Spon Adr New	345 0000	430 0000	13,562	14,693	13,562	14,693	13,562	14,693	13,562	14,693
Wal Mart Stores Inc Com	112 0000	396 0000	8,813	34,008	8,813	34,008	8,813	34,008	8,813	34,008
Xerox Corporation	625 0000	625 0000	7,606	0	7,606	0	7,606	0	7,606	0
Yahoo Inc Com	0 0000	443 0000	0	22,376	0	22,376	0	22,376	0	22,376
Zimmer Hldgs Inc Com	125 0000	125 0000	11,649	14,178	11,649	14,178	11,649	14,178	11,649	14,178
			<b>1,399,382</b>	<b>1,795,037</b>	<b>1,399,382</b>	<b>1,795,037</b>	<b>1,399,382</b>	<b>1,795,037</b>	<b>1,399,382</b>	<b>1,795,037</b>

On Shore Foundation  
 EIN: 954100318  
 12/31/14

Corporate Bonds

Description	Num. Shares/ Face Value		Interest Rate	Maturity Date	Book Value		FMV	
	End of Year	Face Value			End of Year	End of Year	End of Year	End of Year
American Express Co Fltg Rt 0.822% 05/22/18 BE DTD 05/	0.00000	40,000.00000	0.82200	05/22/18	0	39,999	0	39,999
Bank Amer Corp Med Term Nts Ser 1 5.650% 05/01/18 B/E	40,000.00000	40,000.00000	0.05650	05/01/18	45,531	44,439	45,531	44,439
Bear Stearns Cos Inc 6.4% 10/02/17 B/E DTD 10/02/07	40,000.00000	40,000.00000	0.06400	10/02/17	46,422	0	46,422	0
Boston Pptyts Ltd Partnership Fixed Rt Sr Nt 5.625% 11/15/	40,000.00000	30,000.00000	0.05625	11/15/20	45,001	34,229	45,001	34,229
Chesapeake Energy Corp Sr Nt 9.500% 02/15/15 B/E DTD	40,000.00000	40,000.00000	0.09500	02/15/15	43,350	39,200	43,350	39,200
Citigroup Inc SR Global Nt Fltg Rate 0.777% 03/10/17 B/E I	0.00000	35,000.00000	0.77700	03/10/17	0	34,916	0	34,916
Constellation Brands Inc Sr Nt 7.250% 05/15/17 B/E DTD 1	40,000.00000	30,000.00000	0.07250	05/15/17	46,500	33,150	46,500	33,150
First Horizon Natl Corp Sr Nt 5.375% 12/15/15 B/E DTD 12	40,000.00000	40,000.00000	0.05375	12/15/15	42,996	41,412	42,996	41,412
Franklin Mutual Global Discovery Class Z	6,336.38400	6,754.03100			213,662	225,044	213,662	225,044
General Elec Cap Corp Med Term Nts Fixed Rt Nts Ser A 4	40,000.00000	40,000.00000	0.04375	09/16/20	43,351	43,810	43,351	43,810
Goldman Sachs Group Inc BD 6.150% 04/01/18 BE DTD 0-	0.00000	30,000.00000	6.15000	04/01/18	0	33,672	0	33,672
Goldman Sachs Group Inc Sr Global nt 5.750% 10/01/16 B,	40,000.00000	40,000.00000	0.05750	10/01/16	44,640	0	44,640	0
Goldman Sachs Small/Mid-Cap Growth Fund	8,944.15200	6,514.48100			184,786	138,107	184,786	138,107
Hanesbrands Inc Gtd Sr Nt 6.375% 12/15/20 B/E DTD 11/0	40,000.00000	40,000.00000	0.06375	12/15/20	43,700	42,400	43,700	42,400
HCP Inc Sr Nt 2.625% 02/01/20 B/E DTD 11/19/12	45,000.00000	45,000.00000	0.02625	02/01/20	42,893	44,531	42,893	44,531
Health Care REIT Inc Fixed Rt Nt 4.7% 09/15/17 B/E DTD (	40,000.00000	35,000.00000	0.04700	09/15/17	43,480	37,606	43,480	37,606
Hertz Corp Sr Nt-Fully Exchanged 6.750% 04/15/19 B/E DT	40,000.00000	40,000.00000	0.06750	04/15/17	43,100	0	43,100	0
Hewlett Packard Co Global Nt 2.125% 09/13/15 B/E DTD 0	30,000.00000	30,000.00000	0.02125	09/13/15	30,548	0	30,548	0
International Lease Fin Corp-Medium Term Nts Ser R 5.75(	50,000.00000	50,000.00000	0.05750	05/15/16	53,563	36,313	53,563	36,313
JPMorgan Chase & Co Sr Nt Fltg 1.133% 01/25/18 BE DTL	0.00000	35,000.00000	1.13300	01/25/18	0	35,275	0	35,275
Kinder Morgan Energy Partners LP Sr Nt 5.950% 02/15/18	40,000.00000	40,000.00000	0.05950	02/15/18	45,456	44,160	45,456	44,160
Limited Brands Inc Sr Nt 6.900% 07/15/17 B/E DTD 07/17(	40,000.00000	40,000.00000	0.06900	07/15/17	46,000	44,000	46,000	44,000
New World Fund Class F-2	943.05900	1,011.08900			55,338	53,468	55,338	53,468
Peabody Energy Corp Sr Nt 7.375% 11/01/16 B/E DTD 10/	40,000.00000	30,000.00000	7.37500	11/01/16	45,000	30,825	45,000	30,825
Petrobras Intl Finance Company LTD ISIN#US171645WAMC	40,000.00000	40,000.00000	0.05875	03/01/18	42,632	40,124	42,632	40,124
Sally Hldgs LLC Nt 6.875% 11/15/19 B/E DTD 05/15/12	40,000.00000	40,000.00000	0.68750	11/15/19	44,200	0	44,200	0
SLM Corp Medium Term Nts Med Term Nt 3.875% 09/10/1'	45,000.00000	45,000.00000	0.03875	09/10/15	46,519	0	46,519	0
Tesoro Corp Sr Nt 4.25% 10/01/17 B/E DTD	40,000.00000	40,000.00000	0.04250	10/01/17	41,700	41,300	41,700	41,300
Time Warner Cable Inc Nt 6.750% 07/01/18 B/E DTD 06/1(	20,000.00000	20,000.00000	0.06750	07/01/18	22,429	22,938	22,429	22,938
Vale Overseas Ltd Nts ISIN#US9111TAI25 5.625% 09/15/	40,000.00000	40,000.00000	0.05625	09/15/19	43,395	0	43,395	0
Vanguard Dividend Growth Gains Option Reinvest	11,452.83400	11,849.76300			244,634	273,611	244,634	273,611
Vanguard Wellesley Income Fund	13,494.64000	14,172.40800			335,342	362,388	335,342	362,388
Verizon Communications Inc Fxd Rt 4.5% 09/15/20 B/E DT	40,000.00000	40,000.00000	0.04500	09/15/20	42,823	44,840	42,823	44,840
Yum Brands Inc Sr Nt 6.25% 03/15/18 B/E DTD 10/19/07	8,000.00000	8,000.00000	0.06250	03/15/18	9,218	0	9,218	0

On Shore Foundation  
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Corporate Bonds

Description	Num. Shares/ Face Value		Interest Rate	Maturity Date	Book Value		FMV	
	Beg. of Year	End of Year			Beg. of Year	End of Year	Beg. of Year	End of Year
	2,078,209	1,861,757			2,078,209	1,861,757	2,078,209	1,861,757

On Shore Foundation  
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Other Investment

Description	Num. Shares/ Face Value		Num. Shares/ Face Value		Book Value		FMV	
	Begin. of Year	End of Year	Begin. of Year	End of Year	Begin. of Year	End of Year	Begin. of Year	End of Year
Sector Spdr Tr Shs Ben Int Consumer	712,000,000	2,809,000,000	30,602	136,208	30,602	136,208	30,602	136,208
Sector Spdr Tr Shs Ben Int Industrial	463,000,000	463,000,000	24,196	26,197	24,196	26,197	24,196	26,197
SPDR Gold Tr Gold Shs	971,000,000	1,083,000,000	125,758	123,007	125,758	123,007	125,758	123,007
SPDR S&P 500 ETF Tr Tr Unit	1,606,000,000	2,171,000,000	340,384	446,227	340,384	446,227	340,384	446,227
			<b>520,940</b>	<b>731,639</b>	<b>520,940</b>	<b>731,639</b>	<b>520,940</b>	<b>731,639</b>

**Part XV, 3. Grants and Contributions Paid During the Year (990-PF)**

<b>Total</b>				<b>325,725</b>
<b>Recipient &amp; Address</b>	<b>Status</b>	<b>EIN</b>	<b>Purpose of Contribution</b>	<b>Amount</b>
2 X 2 Ranch & Refuge P O Box 701, Lafayette, TN 37083	Section 501 (c)(3)	31-1668257	Animal Rescue and Rehabilitation	1,000
21st Century CARES 16224 North Linda Dr , Dolan Springs, AZ 86441	Section 501 (c)(3)	06-1700256	Animal Rescue and Rehabilitation	1,000
2nd Chance 4 Pets 1484 Pollard Rd , No 444, Los Gatos, CA 95032	Section 501 (c)(3)	86-0885646	Animal Rescue and Rehabilitation	1,000
2nd Chance Animal Shelter Inc 1708 N Whitley Dr, Fruitland, ID 83619-2163	Section 501 (c)(3)	82-0534412	Animal Rescue and Rehabilitation	1,000
9th Life Hawaii P O Box 476, Makawao, Maui, HI 96768	Section 501 (c)(3)	99-0341213	Animal Rescue and Rehabilitation	1,000
A New Beginning Animal Rescue Inc PO Box 1395, Layton, UT 84041-6395	Section 501 (c)(3)	65-1310313	Animal Rescue and Rehabilitation	1,000
A Purrfect Start A Humane Education & Animal PO Box 955, Grove City, OH 43123	Section 501 (c)(3)	33-1217701	Animal Rescue and Rehabilitation	1,000
A H A N 3739 Balboa St , Suite 233, San Francisco CA 94121	Section 501 (c)(3)	94-3214320	Animal Rescue and Rehabilitation	1,000
Abbe Freeland Animal Sanctuary Inc 8104 Terwilliger Rd, Angelica, NY 14709	Section 501 (c)(3)	16-1304931	Animal Rescue and Rehabilitation	2,000
African Wildlife Foundation 1400 16th St Nw Ste 120, Washington, DC 20036-2249	Section 501 (c)(3)	52-0781390	Animal Rescue and Rehabilitation	500
Agee Memorial Wildlife Rescue 2059 Sweet Valley Road, El Dorado Hills, CA 95762	Section 501 (c)(3)	88-0435331	Animal Rescue and Rehabilitation	1,000
Almost Home Adoptions 6010 W 88th Ave , Westminster, CO 80031	Section 501 (c)(3)	34-2013541	Animal Rescue and Rehabilitation	2,000
Alpha Canine Sanctuary P O Box 5517, Bakersfield, CA 93388-5517	Section 501 (c)(3)	77-0398635	Animal Rescue and Rehabilitation	1,000
Amazing Grace Equine Sanctuary Inc W4985 County Road Ff, Elkhart Lake, WI 53020	Section 501 (c)(3)	26-3776085	Animal Rescue and Rehabilitation	1,000
American Tortoise Rescue 30745 Pch Suite 243, Malibu, CA 90265	Section 501 (c)(3)	93-1219374	Animal Rescue and Rehabilitation	1,100
Animal Alliance PO Box 1285, Belle Mead, NJ 08502	Section 501 (c)(3)	77-0632827	Animal Rescue and Rehabilitation	1,000
Animal Angels Resource Foundation 1117 9th St , Penrose , CO 81240	Section 501 (c)(3)	27-3398615	Animal Rescue and Rehabilitation	2,000
Animal People Inc PO BOX 960, Clinton, WA 98236-0960	Section 501 (c)(3)	14-1752216	Animal Rescue and Rehabilitation	2,000
Animal Place Sanctuary 17314 McCourtney Ave , Grass Valley, CA 95949	Section 501 (c)(3)	68-0200668	Animal Rescue and Rehabilitation	1,000
Animal Rescue League Of Iowa Foundation 5452 Ne 22nd St, Des Moines, IA 50313-2528	Section 501 (c)(3)	42-1508376	Animal Rescue and Rehabilitation	1,000
Animals Best Friend Fund Inc PO BOX 443, Oshtemo, MI 49077-0443	Section 501 (c)(3)	38-2356433	Animal Rescue and Rehabilitation	1,000
Animals for Awareness PO Box 56, Palos Park, IL 60464-0056	Section 501 (c)(3)	36-4249365	Animal Rescue and Rehabilitation	1,000
Animals In Need Fund 525 Sandydale Dr, Nipomo, CA 93444-9277	Section 501 (c)(3)	27-5073054	Animal Rescue and Rehabilitation	1,000
Auburn Area Animal Rescue Foundation 11940 Masters Ct, Auburn, CA 95603-2537	Section 501 (c)(3)	91-1815747	Animal Rescue and Rehabilitation	1,500
Back To Basics Project 7444 E State Rd 45, Unionville, IN 47468	Section 501 (c)(3)	26-1883399	Animal Rescue and Rehabilitation	1,000
Bali Animal Welfare Association 12407 Torrey Pines Drive, Auburn, CA 95602	Section 501 (c)(3)	27-2127234	Animal Rescue and Rehabilitation	1,000
Barn Cats, Inc PO Box 293152, Lewisville, TX 75029	Section 501 (c)(3)	35-4539760	Animal Rescue and Rehabilitation	2,000

Recipient & Address	Status	EIN	Purpose of Contribution	Amount
Barry R Kirshner Wildlife Foundation PO Box 841, Durham, CA 95938-0841	Section 501 (c)(3)	68-0373268	Animal Rescue and Rehabilitation	1,000
Basic Needs Foundation 439 E 247th St , Carson, CA 90745	Section 501 (c)(3)	26-4498035	Animal Rescue and Rehabilitation	1,000
Basset Rescue Network, Inc 6221 Shannon Valley Rd Acton, CA 93510	Section 501 (c)(3)	20-3737011	Animal Rescue and Rehabilitation	500
Bear Creek Feline Center Inc 8822 Tracy Way Panama City, FL 32404	Section 501 (c)(3)	26-0727807	Animal Rescue and Rehabilitation	1,000
BEAT Riding Center, Inc 41919 Nw Wilkesboro Rd, Banks, OR 97106-8115	Section 501 (c)(3)	91-1812174	Animal Rescue and Rehabilitation	1,000
Beat the Heat Alliance Inc P O Box 413, Rogersville, TN 37857-0413	Section 501 (c)(3)	45-5425390	Animal Rescue and Rehabilitation	1,000
Big Cat Rescue 12802 Easy Street Tampa, FL 33625	Section 501 (c)(3)	59-3330495	Animal Rescue and Rehabilitation	1,000
Big Hearts Horse Rescue PO Box 701, Aumsville, OR 97325	Section 501 (c)(3)	27-5468992	Animal Rescue and Rehabilitation	1,000
Black Hills Wild Horse Sanctuary 12165 Highland Rd, Hot Springs, SD 57747	Section 501 (c)(3)	46-0401462	Animal Rescue and Rehabilitation	1,000
Bold Visions Conservation PO Box 40399, Albuquerque, NM 87196-0399	Section 501 (c)(3)	46-1905311	Animal Rescue and Rehabilitation	1,000
Born Free Pet Shelter Inc P O Box 823, Key Biscayne, FL 33149	Section 501 (c)(3)	31-1467669	Animal Rescue and Rehabilitation	1,000
Brittany Foundation 36220 Anthony Rd, Agua Dulce, CA 91390-4542	Section 501 (c)(3)	95-4473261	Animal Rescue and Rehabilitation	1,000
Bunnyluv Rabbit Resource Center Inc 16742 Stagg St Ste 104, Van Nuys, CA 91406-1641	Section 501 (c)(3)	95-4830436	Animal Rescue and Rehabilitation	500
C H A T of Wakulla P O Box 1195 Crawfordville, Fl 32326	Section 501 (c)(3)	59-3738417	Animal Rescue and Rehabilitation	1,000
Camp Cocker Rescue Inc 14320 Ventura Blvd, Sherman Oaks, CA 91423-2717	Section 501 (c)(3)	20-8687566	Animal Rescue and Rehabilitation	1,000
Cat Adoption Team 14175 SW Galbreath Dr , Sherwood, OR 97140	Section 501 (c)(3)	20-0773189	Animal Rescue and Rehabilitation	1,000
Cat House On The Kings Inc 7120 S Kings River Rd, Parlier, CA 93648-9720	Section 501 (c)(3)	27-0015288	Animal Rescue and Rehabilitation	1,000
Cat Nap From the Heart Inc 1101 Beach Ave , LaGrange Park, IL 60526	Section 501 (c)(3)	22-3860113	Animal Rescue and Rehabilitation	1,000
Cat's Cradle 124 S Main St, Harrisonburg, VA 22801	Section 501 (c)(3)	20-3269224	Animal Rescue and Rehabilitation	1,000
Cats Exclusive, Inc 6350 W Atlantic Blvd # 1 Margate, FL 33063-5143	Section 501 (c)(3)	59-2212954	Animal Rescue and Rehabilitation	1,000
Cats In Need Of Human Care 404 S Schug St, Orange, CA 92869-4939	Section 501 (c)(3)	95-4302262	Animal Rescue and Rehabilitation	1,000
Cats Unlimited P O Box 484, Lexington, VA 24450	Section 501 (c)(3)	43-2046923	Animal Rescue and Rehabilitation	1,000
CEASE 58 High Rock Ter, Chestnut Hill, MA 02467-2654	Section 501 (c)(3)	22-2677101	Animal Rescue and Rehabilitation	1,000
Central Coast Humane Society P O Box 71 Newport, OR 97365	Section 501 (c)(3)	23-7393221	Animal Rescue and Rehabilitation	1,000
Cheatham County Animal Awareness Foundation 4523 Weiglea Dr, Pegram, TN 37143-2032	Section 501 (c)(3)	31-1553745	Animal Rescue and Rehabilitation	1,000
Cheetah Conservation Fund 2210 Mount Vernon Avenue, Alevxandria, VA 22301-1361	Section 501 (c)(3)	31-1726923	Animal Rescue and Rehabilitation	1,000
Chesapeake Area Alaskan Malamute Protection (CHAAMP) PO Box 901, Shepherdstown, WV 25443-0901	Section 501 (c)(3)	20-0491871	Animal Rescue and Rehabilitation	1,000
Chesapeake Feline Association P O Box 925 Perryville MD 21903	Section 501 (c)(3)	27-0397894	Animal Rescue and Rehabilitation	1,500
Chester County SPCA 1212 Phoenixville Pike, West Chester, PA 19380	Section 501 (c)(3)	23-1381030	Animal Rescue and Rehabilitation	1,000

Recipient & Address	Status	EIN	Purpose of Contribution	Amount
Chows Plus Rescue Sacramento - Grass Valley CA	Section 501 (c)(3)	27-3935168	Animal Rescue and Rehabilitation	1,000
Circle of One Animal Sanctuary PO Box 1184 Chino Valley, AZ 86323-1184	Section 501 (c)(3)	46-1633610	Animal Rescue and Rehabilitation	500
Citizens Committee For Animal Rights Inc Post Office 721075, Jackson Heights, NY 11372	Section 501 (c)(3)	11-3193767	Animal Rescue and Rehabilitation	1,300
Coalition For Animal Rescue And Education PO Box 2203, Hillsboro, MO 63050-8203	Section 501 (c)(3)	02-0727541	Animal Rescue and Rehabilitation	2,000
Coalition For Animal Response And Rescue Missouri (CARR) PO Box 101, Holden, MO 64040-0101	Section 501 (c)(3)	43-828761	Animal Rescue and Rehabilitation	1,000
Colorado Animal Rescue Express 5276 S Hanover Way, Englewood, CO 80111-6240	Section 501 (c)(3)	26-0569780	Animal Rescue and Rehabilitation	1,000
Colorado Springs All Breed Rescue 20 Mount View Ln Ste C, Colorado Spgs, CO 80907	Section 501 (c)(3)	84-1325815	Animal Rescue and Rehabilitation	1,000
Columbia Gorge Cat Rescue Inc 15 Taylor St, Hood River, OR 97031	Section 501 (c)(3)	86-1164211	Animal Rescue and Rehabilitation	1,000
Commonwealth Feline Organization Inc 100 Macy Street Ste F-313 Amesbury, MA 01913	Section 501 (c)(3)	90-0607570	Animal Rescue and Rehabilitation	1,000
Community Cats PO Box 60284, Reno, NV 89506	Section 501 (c)(3)	31-1823161	Animal Rescue and Rehabilitation	2,000
Companion Animal Clinic Of The Sandhills PO Box 148, Southern Pnes, NC 28388	Section 501 (c)(3)	20-2886984	Animal Rescue and Rehabilitation	1,000
Companion Animal Rescue And Medical Assistance Inc (CARMA) PO Box 1233, Corrales, NM 87048-1233	Section 501 (c)(3)	85-0474707	Animal Rescue and Rehabilitation	1,000
Compassion Seeds Sanctuary 13423 Oklahoma 76 Healdton, OK 73438	Section 501 (c)(3)	52-2091219	Animal Rescue and Rehabilitation	1,000
Concerned People For Animals P O Box 632, Somis, CA 93066-0632	Section 501 (c)(3)	77-0285624	Animal Rescue and Rehabilitation	1,000
CRAFT PO Box 6441, Bend, OR 97708	Section 501 (c)(3)	26-3044332	Animal Rescue and Rehabilitation	1,000
Dalmatian Rescue Inc P O Box 9375, Chesapeake, VA 23321	Section 501 (c)(3)	16-1628033	Animal Rescue and Rehabilitation	1,000
Days End Farm Horse Rescue Inc P O Box 309 Lisbon, MD 21765-0309	Section 501 (c)(3)	52-1759077	Animal Rescue and Rehabilitation	1,000
Diabetic Cats in Need PO Box 8023, Wilmington, DE 19803	Section 501 (c)(3)	45-4519681	Animal Rescue and Rehabilitation	500
Domesti-Pups PO Box 21725, Lincoln, NE 68542	Section 501 (c)(3)	47-0836148	Animal Rescue and Rehabilitation	1,000
DreamCatcher Wild Horse & Burro Sanctuary P O Box 9, Ravendale CA 96123	Section 501 (c)(3)	91-2160463	Animal Rescue and Rehabilitation	1,000
Duo Duo Animal Welfare Project Inc 1030 E El Camino Real 302, Sunnyvale, CA 94087	Section 501 (c)(3)	46-2519733	Animal Rescue and Rehabilitation	1,000
Dustins Place Inc 1204 Main Street Suite 316, Branford, CT 06405	Section 501 (c)(3)	51-0671405	Animal Rescue and Rehabilitation	1,000
Ears Endangered Animal Rescue Sanctuary Inc (EARS) PO Box 3686, Ocala, FL 34478	Section 501 (c)(3)	59-3741622	Animal Rescue and Rehabilitation	1,000
Earth Island Institute Inc 2150 Allston Way Berkeley, CA 94704	Section 501 (c)(3)	94-2889684	Animal Rescue and Rehabilitation	500
East Coast Exotic Animal Rescue Inc 320 Zoo Rd, Fairfield, PA 17320	Section 501 (c)(3)	23-3055373	Animal Rescue and Rehabilitation	1,500
East Maui Animal Refuge 25 Maluaina PI, Haiku, HI 96708-5361	Section 501 (c)(3)	99-0278442	Animal Rescue and Rehabilitation	1,000
Educated Ferret Association 43 Main Street, South Hadley, MA 01075	Section 501 (c)(3)	81-0552377	Animal Rescue and Rehabilitation	500
Eleventh Hour Rescue PO Box 2297, Wilton, NY 12831	Section 501 (c)(3)	30-0294525	Animal Rescue and Rehabilitation	3,150
Equestrian Inc 4902 Timberlan St Tampa, FL 33624	Section 501 (c)(3)	27-0886432	Animal Rescue and Rehabilitation	1,000

Recipient & Address	Status	EIN	Purpose of Contribution	Amount
Equine Advocates Incorporated 3212 Route 661, Valatie, NY 12184-0000	Section 501 (c)(3)	11-3313534	Animal Rescue and Rehabilitation	1,000
Exotic Cat Refuge and Wildlife Orphanage Inc 254 Private Drive 7025, Kirbyville, TX 75956	Section 501 (c)(3)	75-2483519	Animal Rescue and Rehabilitation	1,000
Fancy Cats Rescue Team 13110 Reffrey Ln, Fairfax, VA 22033	Section 501 (c)(3)	54-1859914	Animal Rescue and Rehabilitation	1,000
Feline Rescue Inc P O Box 50273, Lghthse P O int, FL 33074-0273	Section 501 (c)(3)	65-0952902	Animal Rescue and Rehabilitation	1,000
Feral Friends Community Cat Alliance Richardson, TX 75083 2857	Section 501 (c)(3)	75-2761441	Animal Rescue and Rehabilitation	1,000
Fix Our Ferals P O Box 13083, Berkeley, CA 94712-4083	Section 501 (c)(3)	94-3297241	Animal Rescue and Rehabilitation	2,000
Flagler Cats Inc 2405 E Moody Blvd Ste 404, Bunnell, FL 32110-5994	Section 501 (c)(3)	54-2131972	Animal Rescue and Rehabilitation	1,000
Florida Wild Mammal Association Inc 198 Edgar Poole Rd , Crawfordville, FL 32327-4264	Section 501 (c)(3)	65-0508616	Animal Rescue and Rehabilitation	1,000
Fort Collins Cat Rescue & Spay - Neuter Clinic 2321 East Mulberry St , Fort Collins, CO 80524-3691	Section 501 (c)(3)	20-4969731	Animal Rescue and Rehabilitation	1,000
Foundation For Animal Care and Education 10455 Sorrento Valley Rd San Diego, CA 92121	Section 501 (c)(3)	20-5333261	Animal Rescue and Rehabilitation	1,000
Franklin County Humane Society Inc 30 Sunset Mdws, Saint Albans, VT 05478	Section 501 (c)(3)	03-0275269	Animal Rescue and Rehabilitation	500
Frederick County Humane Society Inc 217 W Patrick St , Frederick, MD 21701	Section 501 (c)(3)	52-6013207	Animal Rescue and Rehabilitation	1,000
Friends of Animals 1841 Broadway Suite 350, New York, NY 10023	Section 501 (c)(3)	13-6018549	Animal Rescue and Rehabilitation	1,000
Friends Of Campbell County Animal Control Inc 185 Greendale Dr, Rustburg, VA 24588	Section 501 (c)(3)	46-0710599	Animal Rescue and Rehabilitation	1,000
Friends Of The Island Fox Inc 3760 Groves Place, Somis, CA 93066	Section 501 (c)(3)	80-0118286	Animal Rescue and Rehabilitation	1,000
Friends of The Palm Springs Animal Shelter 255 El Cielo Rd #140, Palm Springs, CA 92262	Section 501 (c)(3)	33-0731853	Animal Rescue and Rehabilitation	1,000
Fur The Love Of Paws Inc 23 Bright Sky Ct, Owings Mills, MD 21117	Section 501 (c)(3)	26-2083501	Animal Rescue and Rehabilitation	2,000
Gibbon Conservation Center PO Box 800249, Santa Clarita, CA 91380	Section 501 (c)(3)	95-4256306	Animal Rescue and Rehabilitation	1,000
Good Mews Animal Foundation Inc 736 Johnson Ferry Rd #3 Marietta, GA 30068	Section 501 (c)(3)	58-1790828	Animal Rescue and Rehabilitation	2,000
Grainger County Humane Society PO BOX 229, Rutledge, TN 37861	Section 501 (c)(3)	62-1856080	Animal Rescue and Rehabilitation	1,000
Green St Rescue 405 S 6th St, Paragould, AR 72450-5136	Section 501 (c)(3)	71-0603831	Animal Rescue and Rehabilitation	1,000
Grey 2k Usa Education Fund PO BOX 122, Arlington, MA 02476	Section 501 (c)(3)	04-3553133	Animal Rescue and Rehabilitation	500
Greyhound Alliance Nfp 1341 Lee St Melrose Park, IL 60160	Section 501 (c)(3)	76-0811448	Animal Rescue and Rehabilitation	1,000
Greyhound Rescue Inc 862 Cressen Dr Gerrardstown, WV 25420	Section 501 (c)(3)	52-1946748	Animal Rescue and Rehabilitation	1,000
Hakuna Matata Rescue 21115 East Avenue R 6, Palmdale, CA 93591	Section 501 (c)(3)	95-4703422	Animal Rescue and Rehabilitation	1,000
Happy Strays Rescue PO Box 12, La Canada, CA 91012	Section 501 (c)(3)	20-1524259	Animal Rescue and Rehabilitation	1,000
Harleys Hope Foundation P O Box 88146, Colorado Springs, CO 80908	Section 501 (c)(3)	27-3127204	Animal Rescue and Rehabilitation	1,000
Have A Heart Humane Society 1121 W Valley Blvd Ste A, Tehachapi, CA 93561	Section 501 (c)(3)	90-0571890	Animal Rescue and Rehabilitation	1,000
Hayward Friends of Animals P O Box 3986, Hayward, CA 94540-3986	Section 501 (c)(3)	94-3064882	Animal Rescue and Rehabilitation	1,000

Recipient & Address	Status	EIN	Purpose of Contribution	Amount
Healthcare for Homeless Animals 1723 Mesa Ridge Ave, Westlake Village, CA 91362	Section 501 (c)(3)	95-4588697	Animal Rescue and Rehabilitation	2,000
Heart And Soul Animal Sanctuary 73 Wild Turkey Way, Santa Fe, NM 87505-	Section 501 (c)(3)	31-1549681	Animal Rescue and Rehabilitation	1,000
Heart Animal Rescue And Adoption Team Inc 6863 Alexandra Ct, Hamburg, NY 14075	Section 501 (c)(3)	22-2544136	Animal Rescue and Rehabilitation	2,000
Heart of The Valley Humane Society Inc P O Box 11390, Bozeman, MT 59719-1390	Section 501 (c)(3)	23-7375919	Animal Rescue and Rehabilitation	1,000
Heartland Farm Sanctuary Inc PO Box 45746, Madison, WI 53744	Section 501 (c)(3)	27-0244485	Animal Rescue and Rehabilitation	1,000
Heaven on Earth Society for Animals 16045 Sherman Way, Van Nuys, CA 91406	Section 501 (c)(3)	77-0538189	Animal Rescue and Rehabilitation	1,150
Help The Animals Inc PO Box 117, Richmond, IN 47375	Section 501 (c)(3)	35-1772951	Animal Rescue and Rehabilitation	1,000
Helping Hand for Animals Inc 41846 Paddock Ave , Emerson, IA 51533	Section 501 (c)(3)	47-0846476	Animal Rescue and Rehabilitation	1,000
Hickman Humane Society Inc PO BOX 183, Centerville, TN 37033-0183	Section 501 (c)(3)	62-1639736	Animal Rescue and Rehabilitation	1,000
Home at Last Animal Rescue P O Box 2261, Berkeley, CA 94702-0261	Section 501 (c)(3)	94-3338577	Animal Rescue and Rehabilitation	1,000
Home for Life Cat Sanctuary 225 New Hope Rd, Buffalo, MO 65622	Section 501 (c)(3)	43-1865999	Animal Rescue and Rehabilitation	1,000
Homestretch Greyhound Rescue And Adoption PO Box 1079, Fillmore, CA 93016	Section 501 (c)(3)	20-3056939	Animal Rescue and Rehabilitation	1,000
Hope Spay Neuter Clinic Inc 130 Scott Rd , Waterbury, CT 06705	Section 501 (c)(3)	26-2896237	Animal Rescue and Rehabilitation	1,000
House of Dreams P O Box 30971, P O rland, OR 97294-3971	Section 501 (c)(3)	93-1259732	Animal Rescue and Rehabilitation	1,000
Hudson Valley Pet Food Pantry Inc 9 Romar Avenue, White Plains, NY 10605	Section 501 (c)(3)	27-2544684	Animal Rescue and Rehabilitation	1,000
Humane Alternative Inc 1244 SE 8th Ct , Deerfield Bch, FL 33441-5840	Section 501 (c)(3)	59-3484766	Animal Rescue and Rehabilitation	1,000
Humane Farming Association 76 Belvedere St Ste D, San Rafael, CA 94901-4850	Section 501 (c)(3)	68-0087989	Animal Rescue and Rehabilitation	1,000
Humane Society Of Lincoln County PO Box 37, Fayetteville, TN 37334-0037	Section 501 (c)(3)	62-1211346	Animal Rescue and Rehabilitation	1,000
Humane Society Of Putnam County PO Box 995, Cookeville, TN 38503-0995	Section 501 (c)(3)	58-1387894	Animal Rescue and Rehabilitation	1,000
Humane Society Of Shenandoah County Inc PO Box 173, Woodstock, VA 22664-0173	Section 501 (c)(3)	54-1880163	Animal Rescue and Rehabilitation	1,000
Humane Society Of Sumner County PO Box 2412, Hendersonville, TN 37077	Section 501 (c)(3)	23-7412307	Animal Rescue and Rehabilitation	1,000
Humane Society Of Washington County Incorporated 13011 Maugansville Rd, Hagerstown, MD 21740-2400	Section 501 (c)(3)	52-0542025	Animal Rescue and Rehabilitation	1,000
Humane Society Of Weld County 1620 42nd Street, Evans, CO 80620	Section 501 (c)(3)	84-0608546	Animal Rescue and Rehabilitation	1,000
Hungry Kitty Limited 2458 E 22nd St , Oakland, CA 94601-1232	Section 501 (c)(3)	26-3559589	Animal Rescue and Rehabilitation	300
Idyllwild Animal Rescue Friends Inc 54385 N Circle Dr # 153 Idyllwild-Pine Cove, CA 92549	Section 501 (c)(3)	77-0648417	Animal Rescue and Rehabilitation	1,000
Injured & Orphaned Wildlife 37 Decorah Ln, Campbell, CA 95008	Section 501 (c)(3)	77-0180866	Animal Rescue and Rehabilitation	1,000
Institute of Range and the American Mustang P O Box 998, Hot Springs, SD 57747	Section 501 (c)(3)		Animal Rescue and Rehabilitation	1,000
Islands Feral Cat Project 28 12 Oaks Dr , Savannah, GA 31410	Section 501 (c)(3)	90-0199229	Animal Rescue and Rehabilitation	1,000
It's the Pits PO Box 720008, San Diego, CA 92172-0008	Section 501 (c)(3)	20-5855724	Animal Rescue and Rehabilitation	1,000

Recipient & Address	Status	EIN	Purpose of Contribution	Amount
John R Hamil Animal Wellness Foundation Inc 817 Bellwood Drive, Maryville, TN 37803	Section 501 (c)(3)	27-2663339	Animal Rescue and Rehabilitation	1,000
K9s4cops Inc 714 Parker Street, Houston, TX 77007	Section 501 (c)(3)	27-3659405	Animal Rescue and Rehabilitation	1,000
Kinder4rescue 11684 Ventura Blvd 665, Studio City, CA 91604-2699	Section 501 (c)(3)	26-2924461	Animal Rescue and Rehabilitation	750
Kindness Counts 134 Court Ave, Sevierville, TN 37862	Section 501 (c)(3)	76-0764062	Animal Rescue and Rehabilitation	1,000
Kindness Ranch 854 State Highway 270, Hartville, WY 82215	Section 501 (c)(3)	84-1561923	Animal Rescue and Rehabilitation	1,000
Last Chance Corral 5350 U S 33 Alt, Athens, OH 45701	Section 501 (c)(3)	05-0449913	Animal Rescue and Rehabilitation	2,000
Laughing Pony Rescue Inc P O Box 32, Rancho Santa Fe, CA 92067	Section 501 (c)(3)	27-2914210	Animal Rescue and Rehabilitation	1,000
Lifebridge For Animals Inc PO Box 243, Greensburg, KY 42743-0243	Section 501 (c)(3)	61-1524626	Animal Rescue and Rehabilitation	1,000
Linda Blair WorldHeart Foundation 10061 Riverside Dr #1003, Los Angeles, CA 91602	Section 501 (c)(3)	20-0279278	Animal Rescue and Rehabilitation	1,000
Lions Tigers & Bears 24402 Martin Way, Alpine, CA 91901	Section 501 (c)(3)	33-0938499	Animal Rescue and Rehabilitation	1,000
Litter Box Kitty Rescue Inc PO Box 3, Taylorsville, IN 47280	Section 501 (c)(3)	46-2063802	Animal Rescue and Rehabilitation	1,000
Little Red Dog Foundation 41 Newport Rd, Beaufort, SC 29907	Section 501 (c)(3)	41-2213102	Animal Rescue and Rehabilitation	200
Living Free Sanctuary For Animals 301 W Main St Ste 329, Ardmore, OK 73401-6322	Section 501 (c)(3)	73-1576163	Animal Rescue and Rehabilitation	1,000
Lockwood Animal Rescue Center (LARC) 15660 Curtis Trl, Frazier Park, CA 93225	Section 501 (c)(3)	26-0040658	Animal Rescue and Rehabilitation	1,000
Loli S Place Inc 1 Pheasant Run Rd, New Hope, PA 18938-9280	Section 501 (c)(3)	26-0742493	Animal Rescue and Rehabilitation	1,000
Los Angeles Animal Services 221 N Figueroa Street, Suite 500, Los Angeles, CA 90012	Section 501 (c)(3)	95-6000735	Animal Rescue and Rehabilitation	500
Lost Our Home Pet Foundation Inc 16211 N Scottsdale Rd Ste A6a 276, Scottsdale, AZ 85254	Section 501 (c)(3)	37-1589959	Animal Rescue and Rehabilitation	1,000
Loudon County Friends Of Animals Inc 231 Oligi Cir, Loudon, TN 37774	Section 501 (c)(3)	46-3105831	Animal Rescue and Rehabilitation	1,000
Love Buster Inc Bakersfield, CA	Section 501 (c)(3)	46-3027244	Animal Rescue and Rehabilitation	1,000
Lovebugs Rescue PO Box 953, Corona DI Mar, CA 92625-5953	Section 501 (c)(3)	27-1698561	Animal Rescue and Rehabilitation	1,000
Lucky Dog Animal Rescue 3636 Winfield Ln NW Washington, DC 20007	Section 501 (c)(3)	30-0559037	Animal Rescue and Rehabilitation	1,000
Lulus Locker Rescue PO Box 321, Frankfort, IL 60423	Section 501 (c)(3)	45-4345522	Animal Rescue and Rehabilitation	1,000
Macon Spay Neuter Assistance PO Box 607, Lafayette, TN 37083	Section 501 (c)(3)	46-5356452	Animal Rescue and Rehabilitation	1,000
Environ 1536 West 25th Street, San Pedro, CA 90732-4415	Section 501 (c)(3)	33-0540669	Animal Rescue and Rehabilitation	1,000
Maryland Animal Sanctuary & Rescue P O Box 5143 - Baltimore, Maryland 21224	Section 501 (c)(3)		Animal Rescue and Rehabilitation	1,000
Mayberry 4 Paws 134 W Wilson St , Mt Airy, NC 27030	Section 501 (c)(3)	30-0597263	Animal Rescue and Rehabilitation	2,000
Meowwzresq Inc 960 N Tustin Ave 200, Tustin, CA 92867	Section 501 (c)(3)	26-3035880	Animal Rescue and Rehabilitation	1,875
Meow Village 8090 SW Fairway Dr , Wilsonville, OR 97070	Section 501 (c)(3)	80-0548430	Animal Rescue and Rehabilitation	850
Middle Tennessee Spay And Neuter Clinic Inc PO Box 353, Shelbyville, TN 37162	Section 501 (c)(3)	26-3365124	Animal Rescue and Rehabilitation	1,000

Recipient & Address	Status	EIN	Purpose of Contribution	Amount
Misfit Acres 12480 550th Ave, Amboy, MN 56010	Section 501 (c)(3)	30-0232976	Animal Rescue and Rehabilitation	1,500
Monero Mustangs P O Box 1086, Dulce, NM 87528-1086	Section 501 (c)(3)	27-0058030	Animal Rescue and Rehabilitation	1,000
Monroe County Friends Of Animals PO BOX 106, Vonore, TN 37885-0106	Section 501 (c)(3)	20-1909433	Animal Rescue and Rehabilitation	1,050
Montana Raptor Conservation Center P O Box 4061 Bozeman, MT 59772	Section 501 (c)(3)	36-3782562	Animal Rescue and Rehabilitation	1,000
Nashville Cat Rescue PO BOX 140898, Nashville, TN 37214-0898	Section 501 (c)(3)	33-1125213	Animal Rescue and Rehabilitation	1,000
Neigh Savers Foundation, Inc 1547 Palos Verdes Mall, Walnut Creek, CA 94597-2228	Section 501 (c)(3)	26-0265377	Animal Rescue and Rehabilitation	1,000
New England Primate Sanctuary Inc P O Box 520174, Winthrop, MA 02152-0003	Section 501 (c)(3)	04-3689776	Animal Rescue and Rehabilitation	1,000
New Hope Humane Society P O Box 1704 Worland, WY 82401-1704	Section 501 (c)(3)	83-0305303	Animal Rescue and Rehabilitation	1,000
North Shore Animal League America Inc 750 P O rt Washington Blvd, Port Washington, NY 11050	Section 501 (c)(3)	11-1666852	Animal Rescue and Rehabilitation	1,000
Northern Colorado Friends of Ferals 718 Mathews St , Fort Collins, CO 80524	Section 501 (c)(3)	27-3391247	Animal Rescue and Rehabilitation	1,000
Northern Jaguar Project Inc 2114 W Grant Rd Ste 121, Tucson, AZ 85745-1141	Section 501 (c)(3)	42-1554992	Animal Rescue and Rehabilitation	1,000
O C Small Paws Inc 17870 Newhope 104-138, Fountain Valley, CA 92708	Section 501 (c)(3)	26-4798597	Animal Rescue and Rehabilitation	200
Ohio SPCA P O Box 546, Grove City, OH 43123	Section 501 (c)(3)	31-1077151	Animal Rescue and Rehabilitation	450
Operation Blankets of Love 11931 Paso Robles Ave , Granada Hills, CA 91344	Section 501 (c)(3)	80-0238786	Animal Rescue and Rehabilitation	1,000
Operation Spay Neuter Inc P O Box 1604, Butler, PA 16003	Section 501 (c)(3)	20-2717185	Animal Rescue and Rehabilitation	1,000
Oregon Friends of Shelter Animals 1746 NE 56th Ave, Hillsboro, OR 97124	Section 501 (c)(3)	20-0003876	Animal Rescue and Rehabilitation	1,000
Our Lil Bit Of Heaven Animal Rescue And Sanctuary Inc 4259 Mangus Rd, Poland, IN 47868-7123	Section 501 (c)(3)	20-8553432	Animal Rescue and Rehabilitation	1,000
P E T A 501 Front Street, Norfolk, VA 23510-1040	Section 501 (c)(3)	52-1218336	Animal Rescue and Rehabilitation	1,000
Pacific Wildlife Project 25061 Adelanto Dr Laguna Niguel, CA 92677	Section 501 (c)(3)	33-0219453	Animal Rescue and Rehabilitation	1,000
Palo Alto Humane Society PO Box 60715, Palo Alto, CA 94306	Section 501 (c)(3)	94-1358297	Animal Rescue and Rehabilitation	1,000
Paul's Clinic 3893 Nashville Hwy, McMinnville, TN 37110	Section 501 (c)(3)		Animal Rescue and Rehabilitation	1,000
PAWS 1150 S Hope St #A Los Angeles, CA 90015	Section 501 (c)(3)	94-3049133	Animal Rescue and Rehabilitation	1,000
Paws Care of Montgomery County P O Box 25, Hillsboro, IL 62049	Section 501 (c)(3)	26-3225137	Animal Rescue and Rehabilitation	1,000
PawsCoPawsCo P O Box 6261, Denver, CO 80206	Section 501 (c)(3)	20-0955547	Animal Rescue and Rehabilitation	1,000
Pawsibilities Animal Rescue 2048 Mainland Rd Harleysville, PA 19438	Section 501 (c)(3)	27-1271134	Animal Rescue and Rehabilitation	300
Pawsitively Cats PO Box 32115, Tucson, AZ 85751	Section 501 (c)(3)	30-0609374	Animal Rescue and Rehabilitation	1,000
Peewees Pet Adoption World & Sanctuary Inc 1307 Saratoga Blvd, Crp Christi, TX 78417-3334	Section 501 (c)(3)	74-2746680	Animal Rescue and Rehabilitation	1,000
People For Animals Inc 401 Hillside Ave, Hillside, NJ 07205-1122	Section 501 (c)(3)	22-2331492	Animal Rescue and Rehabilitation	1,500
People Promoting Animal Welfare PO Box 68, Greenback, TN 37742-0068	Section 501 (c)(3)	62-1471626	Animal Rescue and Rehabilitation	1,000

Recipient & Address	Status	EIN	Purpose of Contribution	Amount
Pet Pals Inc 1903 Pentuckett Ave San Diego, CA 92104	Section 501 (c)(3)	86-0941779	Animal Rescue and Rehabilitation	2,000
Pets Are Loving Support 9366 Champs De Elysees Forestville, CA 95436	Section 501 (c)(3)	68-0295834	Animal Rescue and Rehabilitation	1,000
Pets In Need 871 5th Ave, Redwood City, CA 94063-3914	Section 501 (c)(3)	94-6139667	Animal Rescue and Rehabilitation	2,000
Pets of the Homeless 116 East 7th Street, Suite 204, Carson City, NV 89701	Section 501 (c)(3)	26-3010540	Animal Rescue and Rehabilitation	1,000
Planet Pig Inc 7111 Highway H, Gerald, MO 63037	Section 501 (c)(3)	13-4216815	Animal Rescue and Rehabilitation	1,500
Portsmouth Humane Society Inc 2704 Frederick Blvd, Portsmouth, VA 23704-6818	Section 501 (c)(3)	54-0560059	Animal Rescue and Rehabilitation	1,000
Precious Paws Inc 18034 Ventura Blvd Ste 430, Encino, CA 91316-3516	Section 501 (c)(3)	03-0455334	Animal Rescue and Rehabilitation	500
Priderock Wildlife Refuge P O Box 1594, Terrell, TX 75160-0030	Section 501 (c)(3)	75-2792911	Animal Rescue and Rehabilitation	1,000
Project Perry PO Box 1208, Louisa, VA 23093-1208	Section 501 (c)(3)	20-0755481	Animal Rescue and Rehabilitation	1,000
Project Snap -Spay Neuter And Protect PO Box 1293, Jefferson City, MO 65102	Section 501 (c)(3)	27-3940081	Animal Rescue and Rehabilitation	1,000
Pryors Planet 16633 Ventura Blvd, Encino, CA 91436-1801	Section 501 (c)(3)	20-3370876	Animal Rescue and Rehabilitation	3,000
Rachel's Rescue Ranch, Inc 7579 Beach Dr , Pasadena, MD 21122-2533	Section 501 (c)(3)	27-0580142	Animal Rescue and Rehabilitation	1,000
Ranch Hand Rescue 8827 U S 377, Argyle, TX 76226	Section 501 (c)(3)	26-4610450	Animal Rescue and Rehabilitation	1,000
Res-Q-Pets P O Box 9182, Hamilton, NJ 08650	Section 501 (c)(3)	42-1692502	Animal Rescue and Rehabilitation	1,800
Return To Freedom Inc 4115 Jalama Rd Lompoc, CA 93436	Section 501 (c)(3)	06-1484961	Animal Rescue and Rehabilitation	2,000
Romania Animal Rescue Inc 8000 Morgan Territory Rd, Livermore, CA 94551	Section 501 (c)(3)	72-1546354	Animal Rescue and Rehabilitation	1,000
Ruf Creek Ranch Animal Rescue 5201 Brogden Road, Smithfield, NC 27577	Section 501 (c)(3)	27-3381681	Animal Rescue and Rehabilitation	2,000
Ruff Diamonds Animal Rescue PO Box 170093, Arlington, TX 76003	Section 501 (c)(3)	47-3706144	Animal Rescue and Rehabilitation	500
Safe Haven Rescue Zoo P O Box 184, Imlay, NV 89418-0184	Section 501 (c)(3)	02-0785597	Animal Rescue and Rehabilitation	1,000
Safe House Animal Rescue League PO Box 193, Mendota, IL 61342	Section 501 (c)(3)	26-3942250	Animal Rescue and Rehabilitation	1,000
Sammie's Friends Animal Shelter 14647 McCourtney Rd , Grass Valley, CA 95949	Section 501 (c)(3)	52-2439192	Animal Rescue and Rehabilitation	2,000
San Diego Humane Society & Spca 5500 Gaines St, San Diego, CA 92110-2572	Section 501 (c)(3)	95-1661688	Animal Rescue and Rehabilitation	500
San Francisco AIDS Foundation 1035 Market Street, Suite 400, San Francisco CA 94103	Section 501 (c)(3)	94-2927405	Animal Rescue and Rehabilitation	100
San Luis Valley Animal Welfare Society 76 El Rio Dr, Alamosa, CO 81101-2176	Section 501 (c)(3)	84-1530392	Animal Rescue and Rehabilitation	1,000
Sante D'or Fdtn 3165 Los Feliz Blvd, Los Angeles, CA 90039	Section 501 (c)(3)	68-0547925	Animal Rescue and Rehabilitation	1,000
Save A Kitty Inc P O Box 533, Westhampton, NY 11977	Section 501 (c)(3)	13-4070625	Animal Rescue and Rehabilitation	1,500
Saved By A Whisker Rescue PO Box 21902, Eagan, MN 55121	Section 501 (c)(3)	26-3452852	Animal Rescue and Rehabilitation	1,000
Saving Horses 8840 Hunter Pass, Alpine, CA 91901-2622	Section 501 (c)(3)	26-0519018	Animal Rescue and Rehabilitation	1,000
Saving SPOT Rescue 534 N La Cienega Blvd , Los Angeles, CA 90048	Section 501 (c)(3)	80-0390461	Animal Rescue and Rehabilitation	1,000

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Second Chance Center For Animals 11665 N Hwy 89, Flagstaff, AZ 86004	Section 501 (c)(3)	80-0034191	Animal Rescue and Rehabilitation	2,000
Secondhand Animals PO Box 1993, Rosamond, CA 93560	Section 501 (c)(3)	46-5078132	Animal Rescue and Rehabilitation	300
Sevier County Humane Society PO Box 976, Pigeon Forge, TN 37868-0976	Section 501 (c)(3)	62-0938001	Animal Rescue and Rehabilitation	1,000
Shelbyville-Bedford County Humane Assn PO Box 391, Shelbyville, TN 37162-0391	Section 501 (c)(3)	58-1374995	Animal Rescue and Rehabilitation	1,000
Shelter to Soldier 3143 Fourth Ave , San Diego, CA 92103	Section 501 (c)(3)	46-0906020	Animal Rescue and Rehabilitation	1,000
Shelter Transport Animal Rescue Team 12939 Bloomfield St, Studio City, CA 91604-1402	Section 501 (c)(3)	45-4258426	Animal Rescue and Rehabilitation	800
Snow Leopard Trust 4649 Sunnyside Ave N Ste 325, Seattle, WA 98103-6955	Section 501 (c)(3)	91-1144119	Animal Rescue and Rehabilitation	1,000
Spay and Neuter Solutions P O Box 762 Cortaro, AZ 85652	Section 501 (c)(3)	20-0065631	Animal Rescue and Rehabilitation	1,000
Spay Baton Rouge PO Box 82638, Baton Rouge, LA 70884-2638	Section 501 (c)(3)	20-1992244	Animal Rescue and Rehabilitation	1,050
Spay Neuter Assistance P O Box 126702, Harrisburg, PA 17112-0000	Section 501 (c)(3)	23-2172084	Animal Rescue and Rehabilitation	2,000
Sponsor Adoptions, Inc 708 North Fielder Road, Arlington, TX 76012	Section 501 (c)(3)	45-5399741	Animal Rescue and Rehabilitation	1,000
Spring Farm Cares 3364 State Route 12, Clinton, NY 13323-4236	Section 501 (c)(3)	16-1388835	Animal Rescue and Rehabilitation	1,000
Spring Hill Horse Rescue Inc 175 Middle Rd, N Clarendon, VT 05759-9430	Section 501 (c)(3)	02-0537086	Animal Rescue and Rehabilitation	1,000
St Francis Animal Rescue PO Box 256, Forest Lake, MN 55025-0256	Section 501 (c)(3)	41-2006052	Animal Rescue and Rehabilitation	2,000
St Martin's Animal Foundation 8860 Corbin Avenue, #245 • Northridge, CA 91324	Section 501 (c)(3)	95-4777420	Animal Rescue and Rehabilitation	2,500
Starting Over Animal Rescue 594 Ridge Road, Andreas, PA 18211	Section 501 (c)(3)	80-0902683	Animal Rescue and Rehabilitation	1,000
Stray Cat Alliance 550 N Croft Ave #7, West Hollywood, CA 90048	Section 501 (c)(3)	95-4787231	Animal Rescue and Rehabilitation	1,000
Sugarfoot Farm Rescue 860 Sparksville Rd, Columbia, KY 42728	Section 501 (c)(3)	26-3533282	Animal Rescue and Rehabilitation	1,000
Sweetpups Dog Rescue and Sanctuary P O Box 446, Vidor, TX 77670	Section 501 (c)(3)	45-1256089	Animal Rescue and Rehabilitation	1,000
Texas Alaskan Malamute Rescue Association 10326 Barwood Dr, Houston, TX 77043-2908	Section 501 (c)(3)	56-2345374	Animal Rescue and Rehabilitation	1,000
Texas Veterinary Medical Foundation 8104 Exchange Drive, Austin, TX 78754	Section 501 (c)(3)	74-1983485	Animal Rescue and Rehabilitation	1,000
The American Street Cat, Inc P O Box 116, Waller, TX 77484	Section 501 (c)(3)	90-0648758	Animal Rescue and Rehabilitation	1,000
The Big Fix Uganda 8927 Sherman Valley Rd SW, Olympia, WA 98512	Section 501 (c)(3)	30-0019352	Animal Rescue and Rehabilitation	1,000
The Cat People P O Box 13610, Bakersfield, CA 93389-3610	Section 501 (c)(3)	77-0272709	Animal Rescue and Rehabilitation	2,000
The Chance Foundation 10739 Bristersburg Rd, Catlett, VA 20119	Section 501 (c)(3)	41-1780387	Animal Rescue and Rehabilitation	550
The Ginny Fund Incorporated PO Box 967, Long Beach, NY 11561-0961	Section 501 (c)(3)	30-0086839	Animal Rescue and Rehabilitation	1,000
The Golden Carrot Golden Carrot Equine Rescue 44700 Terwilliger Rd, Anza, CA 92539	Section 501 (c)(3)	33-0802619	Animal Rescue and Rehabilitation	1,000
The Humane Society 2100 L St NW, Washington, DC 20037	Section 501 (c)(3)	53-0225390	Animal Rescue and Rehabilitation	2,000
The Kindness Ranch Animal Sanctuary 854 Wyoming 270, Hartville, WY 82215	Section 501 (c)(3)	84-1561923	Animal Rescue and Rehabilitation	1,000

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The Lost Companion P O Box 282, Wild Rose, WI 54984	Section 501 (c)(3)	02-0792522	Animal Rescue and Rehabilitation	1,000
The Magic Jungle P O Box 219k, Apple Valley, CA 92307-0004	Section 501 (c)(3)	01-0736261	Animal Rescue and Rehabilitation	1,000
The Marina Sanctuary Animal Rescue Newport Beach, CA 92625	Section 501 (c)(3)		Animal Rescue and Rehabilitation	1,000
The Mosby Foundation PO Box 218, Deerfield, VA 24432	Section 501 (c)(3)	20-1468817	Animal Rescue and Rehabilitation	1,000
The Nature Association Bucharest, Romania	Section 501 (c)(3)		Animal Rescue and Rehabilitation	550
The Nature Network, Inc P O Box 66790, West Los Angeles, CA 90066	Section 501 (c)(3)	95-4218169	Animal Rescue and Rehabilitation	1,000
The Nature of Wildworks P O Box 109, Topanga, CA 90290-0109	Section 501 (c)(3)	95-4624823	Animal Rescue and Rehabilitation	1,000
The Nest PO Box 2054, Bloomington, IN 47401	Section 501 (c)(3)		Animal Rescue and Rehabilitation	1,000
The Otter Project 475 Washington St Ste A, Monterey, CA 93940-3060	Section 501 (c)(3)	77-0490102	Animal Rescue and Rehabilitation	2,500
The True Nature Network Inc P O Box 66790, Los Angeles, CA 90066-0790	Section 501 (c)(3)	95-4218169	Animal Rescue and Rehabilitation	1,000
The Wildcat Sanctuary P O Box 314, Sandstone, MN 55072-0314	Section 501 (c)(3)	22-3857401	Animal Rescue and Rehabilitation	1,000
Tlc Rescue Inc PO Box 331, Mount Vernon, NY 10552-0331	Section 501 (c)(3)	46-2688708	Animal Rescue and Rehabilitation	500
Topcats Rescue 1650 Kings Hwy, Fredericksbrg, VA 22405-3700	Section 501 (c)(3)	61-1603311	Animal Rescue and Rehabilitation	1,000
Trust For Public Land 101 Montgomery St Ste 900, San Francisco, CA 94104	Section 501 (c)(3)	23-7222333	Animal Rescue and Rehabilitation	500
Turpentine Creek Wildlife Refuge Tiger Ln Eureka Springs, AR 72632	Section 501 (c)(3)	71-0721742	Animal Rescue and Rehabilitation	1,000
United in Light, Inc 101 Billman Ln, Livingston, MT 59047	Section 501 (c)(3)	20-0469874	Animal Rescue and Rehabilitation	1,100
United Pegasus Foundation 120 S 1st Ave , Arcadia, CA 91006-3605	Section 501 (c)(3)	95-4497611	Animal Rescue and Rehabilitation	1,000
Utah Animal Adoption Center 1955 N Redwood Rd Salt Lake City, UT 84116	Section 501 (c)(3)	94-2950501	Animal Rescue and Rehabilitation	2,000
Valley Of The Kings Sanctuary And Retreat W7593 Town Hall Rd, Sharon, WI 53585-9728	Section 501 (c)(3)	39-1689294	Animal Rescue and Rehabilitation	1,000
Voice For Animals Inc P O Box 34, Harrison, ME 04040	Section 501 (c)(3)	01-0456905	Animal Rescue and Rehabilitation	1,950
Voices for Pets P O Box 30836, Walnut Creek, CA 94598	Section 501 (c)(3)	68-0426925	Animal Rescue and Rehabilitation	2,100
Wanekea Wanagi Shelter 18436 City Hwy Xx near Kiel, WI 53042	Section 501 (c)(3)	39-1888319	Animal Rescue and Rehabilitation	1,000
Wehelpanimals Net Inc P O Box 1007 Franklin, TN 37065	Section 501 (c)(3)	46-1391607	Animal Rescue and Rehabilitation	1,000
Western Iowas Feral And Homeless Cat Program Inc 400 Antique City Dr Walnut, IA 51577	Section 501 (c)(3)	45-4776368	Animal Rescue and Rehabilitation	1,000
Whiskers & Tails Foundation 28332 Palos Verdes Dr , Rch Palos Vrd, CA 90275	Section 501 (c)(3)	02-0737421	Animal Rescue and Rehabilitation	1,000
White County Humane Society Inc PO Box 194, Sparta, TN 38583	Section 501 (c)(3)	01-0820319	Animal Rescue and Rehabilitation	1,000
Wild Burro Rescue Po Box 10, Olancha, CA 93549-0010	Section 501 (c)(3)	94-3168144	Animal Rescue and Rehabilitation	1,500
Wild Cat Haven 31369 Sw Heater Rd , Sherwood, OR 97140-5058	Section 501 (c)(3)	93-1320051	Animal Rescue and Rehabilitation	1,000
Wild Earth Guardians 401 Horseshoe Ln, Kings Mtn, NC 28086-9687	Section 501 (c)(3)	72-1519397	Animal Rescue and Rehabilitation	2,500
Wild Feline Advocacy Center Of Washington 3111 E Harstine Island Road N, Shelton, WA 98584	Section 501 (c)(3)	38-3771133	Animal Rescue and Rehabilitation	500
Wild for Life Foundation 33 Possum Trot, Asheville, NC 28806-9310	Section 501 (c)(3)	56-2165782	Animal Rescue and Rehabilitation	1,250

<b>Recipient &amp; Address</b>	<b>Status</b>	<b>EIN</b>	<b>Purpose of Contribution</b>	<b>Amount</b>
Murrayton House, St Martins, Looe, Cornwall PL13 1NZ, United Kingdom	Section 501 (c)(3)		Animal Rescue and Rehabilitation	1,000
Wildlife Associates PO Box 3098, Half Moon Bay, CA 94019	Section 501 (c)(3)	94-2924999	Animal Rescue and Rehabilitation	1,000
Wildlife Fawn Rescue 19201 Sonoma Highway 105, Sonoma, CA 95476-5413	Section 501 (c)(3)	68-0180811	Animal Rescue and Rehabilitation	3,000
Willys Kitty Angels Rescue Inc PO Box 222, North Uxbridge, MA 01538	Section 501 (c)(3)	26-3359404	Animal Rescue and Rehabilitation	2,000