Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning JUL 1, 2014 , and ending JUN 30, 2015

Name of foundation

DON AND MARILYN ALLAN FAMILY FOUNDATION

A Employer identification number

46-1505684

Number and street (or P O box number if mail is not delivered to street address) | Room/suite

CUMMINGS & LOCKWOOD 75 ISHAM RD 400

B Telephone number

860-313-4927

City or town, state or province, country, and ZIP or foreign postal code

WEST HARTFORD, CT 06107

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☒ Address change ☐ Name change

D 1 Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization. ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 360,196.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received			N/A	
2 Check ▶ ☒ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	3,449.	3,449.		STATEMENT 1
4 Dividends and interest from securities	7,070.	7,070.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	17,626.			
b Gross sales price for all assets on line 6a 132,681.				
7 Capital gain net income (from Part IV, line 2)		17,626.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income				
12 **Total.** Add lines 1 through 11	28,145.	28,145.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees STMT 3	12,159.	12,159.		0.
b Accounting fees				
c Other professional fees				
17 Interest				
18 Taxes STMT 4	115.	0.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 5	6,466.	6,466.		0.
24 **Total operating and administrative expenses** Add lines 13 through 23	18,740.	18,625.		0.
25 Contributions, gifts, grants paid	79,100.			79,100.
26 **Total expenses and disbursements** Add lines 24 and 25	97,840.	18,625.		79,100.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	<69,695.>			
b **Net investment income** (if negative, enter -0-)		9,520.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

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SCANNED NOV 16 2015

423501 11-24-14 LHA For Paperwork Reduction Act Notice, see instructions. Form **990-PF** (2014)

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Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	19,808.	7,415.	7,415.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 6	152,947.	138,710.	175,564.
	c Investments - corporate bonds STMT 7	103,304.	85,313.	80,647.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	111,071.	85,997.	96,570.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	387,130.	317,435.	360,196.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	387,130.	317,435.	
	30 **Total net assets or fund balances**	387,130.	317,435.	
	31 **Total liabilities and net assets/fund balances**	387,130.	317,435.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	387,130.
2	Enter amount from Part I, line 27a	2	<69,695.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	317,435.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	317,435.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PER SCHEDULE ATTACHED	P		
b	PER SCHEDULE ATTACHED	P		
c	CAPITAL GAINS DIVIDENDS			
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	6,077.		6,139.	<62.>
b	119,008.		108,916.	10,092.
c	7,596.			7,596.
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				<62.>
b				10,092.
c				7,596.
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	17,626.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	46,611.	428,721.	.108721
2012	6,300.	394,778.	.015958
2011			
2010			
2009			

2	Total of line 1, column (d)	2	.124679
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.062340
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	410,049.
5	Multiply line 4 by line 3	5	25,562.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	95.
7	Add lines 5 and 6	7	25,657.
8	Enter qualifying distributions from Part XII, line 4	8	79,100.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	95.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	95.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income** Subtract line 4 from line 3. If zero or less, enter -0-			5	95.
6 Credits/Payments:				
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	119.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	119.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	24.
11 Enter the amount of line 10 to be: **Credited to 2015 estimated tax** ▶ 24. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

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

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ PAUL L. BOURDEAU, ESQ. Telephone no. ▶ 860-313-4930

Located at ▶ 75 ISHAM ROAD, SUITE 400, WEST HARTFORD, CT ZIP+4 ▶ 06107

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

		Line	Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22 1). If "Yes," enter the name of the foreign country ▶			

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.

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2014 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?		4b		X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DONALD ALLAN, JR. CUMMINGS & LOCKWOOD, 75 ISHAM RD 400 WEST HARTFORD, CT 06107	TRUSTEE 0.00	0.	0.	0.
MARILYN N. ALLAN CUMMINGS & LOCKWOOD, 75 ISHAM RD 400 WEST HARTFORD, CT 06107	TRUSTEE 0.00	0.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	401,971.
b	Average of monthly cash balances		1b	14,322.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	416,293.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	416,293.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	6,244.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	410,049.
6	**Minimum investment return** Enter 5% of line 5		6	20,502.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6		1	20,502.
2a	Tax on investment income for 2014 from Part VI, line 5	2a 95.		
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	95.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	20,407.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	20,407.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	20,407.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	79,100.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	79,100.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	95.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	79,005.

Note The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				20,407.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013 20,507.				
f **Total** of lines 3a through e	20,507.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ $ 79,100.				
a Applied to 2013, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				20,407.
e Remaining amount distributed out of corpus	58,693.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	79,200.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2013 Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2015** Subtract lines 7 and 8 from line 6a	79,200.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013 20,507.				
e Excess from 2014 58,693.				

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

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

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

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

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ASPCA/AMERICAN SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS 520 EIGHTH AVE, 7TH FLOOR NEW YORK, NY 10018	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	200.
AUDUBON SOCIETY OF CONNECTICUT 2325 BURR ST. FAIRFIELD, CT 06430	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	200.
BIRDIES FOR CHARITIES C/O TPC RIVER HIGHLANDS CROMWELL, CT 06416	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000.
BOY SCOUTS OF AMERICA/CONNECTICUT RIVERS COUNCIL 60 DARLIN STREET EAST HARTFORD, CT 06108	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	10,000.
CONNECTICUT HUMANE SOCIETY 701 RUSSELL ROAD NEWINGTON, CT 06111	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	400.
Total SEE CONTINUATION SHEET(S)			▶ 3a	79,100.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	3,449.	
4 Dividends and interest from securities			14	7,070.	
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	17,626.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		28,145.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 28,145.

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Signature of officer or trustee — Date 11/8/15 — Title

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
ALISON A. SANKNER		11/11/15		P01608435

Firm's name ▶ CUMMINGS & LOCKWOOD LLC — Firm's EIN ▶ 06-0312590

Firm's address ▶ 75 ISHAM ROAD, SUITE 400
WEST HARTFORD, CT 06107 — Phone no. (860) 313-4900

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CONNECTICUT PUBLIC BROADCASTING, INC. / CPTV/WNPR 1049 ASYLUM AVENUE HARTFORD, CT 06105	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	2,000.
DEFENDERS OF WILDLIFE 1130 17TH ST. NW WASHINGTON, DC 20036	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	200.
EASTER SEALS CAPITAL REGION & EASTERN CONNECTICUT INC 100 DEERFIELD RD WINSDOR, CT 06095	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	25,000.
FOUR CORNERS EQUINE RESCUE 22 CR 3334 AZTEC, NM 87410	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,500.
FRONT RANGE EQUINE RESCUE PO BOX 307 LARKSPUR, CO 80118	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000.
JACKIE SPELLMAN SCHOLORSHIP FOUNDATION 935 ELDRIDGE RD SUGAR LAND, TX 77478	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	5,000.
JUNIOR ACHIEVEMENT OF SOUTHWEST NEW ENGLAND 70 FARMINGTON AVENUE HARTFORD, CT 06105	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	10,000.
LIFESAVERS INC (LIFESAVERS WILD HORSE RESCUE) 23809 E AVENUE J LANCASTER, CA 93535	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	200.
PETS ON WHEELS OF CONNECTICUT INC. P.O. BOX 46 CROMWELL, CT 06416	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	500.
THE HUMANE SOCIETY WILDIFE LAND TR 2100 L ST. NW WASHINGTON, DC 20037	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	800.
Total from continuation sheets				67,300.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TIGER PRESERVATION CENTER PO BOX 2445 CAVE JUNCTION, OR 97523	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	100.
UNITED WAY INC. 30 LAUREL STREET HARTFORD, CT 06106	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	11,000.
UNIVERSITY OF HARTFORD 200 BLOOMFIELD AVENUE WEST HARTFORD, CT 06117	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	10,000.
Total from continuation sheets				

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FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
FEDERAL FARM CREDIT BANK @ 3.0% DUE 6/2/17	450.	450.	
FEDERAL FARM CREDIT BANK @ 4.125% DUE 3/4/19	619.	619.	
FEDERAL FARM CREDIT BANK @ 4.15% DUE 1/7/19	311.	311.	
FEDERAL HOME LOAN BANK @ 3.25% DUE 3/9/18	488.	488.	
GENERAL ELEC CAP CORP @ 4.75% DUE 2/15/18	713.	713.	
JOHN DEERE CAPITAL CORP @ 5.75% DUE 9/10/18	863.	863.	
MERRILL LYNCH #814-04083	1.	1.	
MERRILL LYNCH #814-04117	4.	4.	
TOTAL TO PART I, LINE 3	3,449.	3,449.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
ACE LIMITED	144.	0.	144.	144.	
AMERICAN EXPRESS COMPANY	82.	0.	82.	82.	
AMERICAN TOWER REIT INC	36.	0.	36.	36.	
AMERICAN WATER WORKS CO INC	128.	0.	128.	128.	
CALAMOS MARKET NEUTRAL INC FUND	101.	40.	61.	61.	
CARDINAL HEALTH INC OHIO	148.	0.	148.	148.	
COMCAST CORP NEW CL A	99.	0.	99.	99.	
COSTCO WHOLESALE CORP	318.	0.	318.	318.	
COVIDIEN PLC	5,172.	5,074.	98.	98.	
CVS CAREMARK CORP	115.	0.	115.	115.	
DISNEY WALT CO	51.	0.	51.	51.	
DOMINION RES INC NEW	159.	0.	159.	159.	

EXXON MOBIL CORP	119.	0.	119.	119.
FEDEX CORP DELAWARE	45.	0.	45.	45.
GENERAL ELECTRIC CO	250.	0.	250.	250.
HENERSON INTERNATIONAL OPPORTUNITIES	95.	0.	95.	95.
HOME DEPOT INC	126.	0.	126.	126.
HONEYWELL INTERNATIONAL INC	128.	0.	128.	128.
INTERNATIONAL BUSINESS MACHINES	30.	0.	30.	30.
ISHARES MSCI EAFE INDEX FUND	165.	0.	165.	165.
ISHARES TR RUSSELL 2000	76.	0.	76.	76.
JANUS HIGH YIELD FUND CL I	1,186.	243.	943.	943.
JANUS TRITON FUND CL I	1,437.	1,353.	84.	84.
LOOMIS SAYLES STRATEGIC INC FUND	573.	203.	370.	370.
LORD ABBETT BOND DEBENTURE FUND	492.	161.	331.	331.
LORD ABBETT SHORT DURATION INC FUND	151.	0.	151.	151.
MARATHON OIL CORP	130.	0.	130.	130.
MCDONALD'S CORP	149.	0.	149.	149.
MEDTRONIC PLC	27.	0.	27.	27.
MFS INTERNATIONAL VALUE FUND CL I	424.	101.	323.	323.
MICROSOFT CORP	212.	0.	212.	212.
MONDELEZ INTERNATIONAL INC	62.	0.	62.	62.
MONSANTO CO NEW	61.	0.	61.	61.
NIKE INC CL B	68.	0.	68.	68.
OCCIDENTAL PETE CORP	163.	0.	163.	163.
PRICE T ROWE GROUP INC	43.	0.	43.	43.
PRINCIPAL MIDCAP FUND CL P	456.	421.	35.	35.
SCHLUMBERGER LTD	129.	0.	129.	129.
SPDR S&P MIDCAP 400 ETF TRUST	99.	0.	99.	99.
TEMPLETON GLOBAL BOND FUND ADV CL	98.	0.	98.	98.
THERMO FISHER SCIENTIFIC INC	24.	0.	24.	24.
UNITED PARCEL SERVICE CL B	176.	0.	176.	176.
UNITED TECHS CORP	137.	0.	137.	137.
VERIZON COMMUNICATIONS	243.	0.	243.	243.

VISA INC CL A	45.	0.	45.	45.	
VODAFONE GROUP PLC SP ADR	165.	0.	165.	165.	
WELLS FARGO & CO NEW	198.	0.	198.	198.	
WISCONSIN ENERGY CORP	131.	0.	131.	131.	
TO PART I, LINE 4	14,666.	7,596.	7,070.	7,070.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CUMMINGS & LOCKWOOD LLC	12,159.	12,159.		0.
TO FM 990-PF, PG 1, LN 16A	12,159.	12,159.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHELD FROM DIVIDEND	3.	0.		0.
US TREASURY - ESTIMATED EXCISE TAX FYE 6/30/15	112.	0.		0.
TO FORM 990-PF, PG 1, LN 18	115.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MERRILL LYNCH WEALTH MANAGEMENT, ADVISORY FEES	6,382.	6,382.		0.
FEDERAL EXPRESS POSTAGE FEE	84.	84.		0.
TO FORM 990-PF, PG 1, LN 23	6,466.	6,466.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
29 SH MONSANTO CO NEW	3,031.	3,091.
52 SH ACE LIMITED	4,586.	5,287.
40 SH AMERICAN TOWER REIT INC	3,961.	3,732.
94 SH AMERICAN WATER WORKS CO INC	3,560.	4,571.
79 SH CARDINAL HEALTH INC OHIO	3,463.	6,608.
89 SH COMCAST CORP NEW CL A	3,619.	5,352.
46 SH COSTCO WHOLESALE CORP	4,707.	6,213.
75 SH CVS CAREMARK CORP	3,862.	7,866.
39 SH DISNEY WALT CO	3,287.	4,451.
72 SH DOMINION RES INC NEW VA	4,972.	4,815.
54 SH EXXON MOBIL CORP	5,044.	4,493.
46 SH FEDEX CORP DELAWARE	4,548.	7,838.
257 SH GENERAL ELECTRIC CO	5,717.	6,828.
13 SH GOLDMAN SACHS GROUP INC	2,687.	2,714.
56 SH HOME DEPOT INC	3,760.	6,223.
60 SH HONEYWELL INTERNATIONAL INC	4,089.	6,118.
138 SH MARATHON OIL CORP	4,635.	3,663.
42 SH MCDONALD'S CORP	3,958.	3,993.
85 SH MEDTRONIC PLC SHS	6,541.	6,299.
151 SH MICROSOFT CORP	4,209.	6,667.
117 SH MONDELEZ INTERNATIONAL INC	4,390.	4,813.
61 SH NIKE INC CL B	3,294.	6,589.
51 SH OCCIDENTAL PETE CORP	4,230.	3,966.
72 SH SCHLUMBERGER LTD	5,725.	6,206.
39 SH THERMO FISHER SCIENTIFIC	3,253.	5,061.
51 SH UNITED PARCEL SVC CL B	4,141.	4,942.
49 SH UNITED TECHS CORP	4,379.	5,436.
135 SH VERIZON COMMUNICATIONS COM	6,657.	6,292.
92 SH VISA INC CL A	3,655.	6,178.
59 SH VMWARE INC	5,237.	5,059.
94 SH VODAFONE GROUP PLC SHS	4,060.	3,426.
62 SH WEC ENERGY GROUP INC	0.	2,788.
138 SH WELLS FARGO & CO NEW DEL	5,255.	7,761.
5 SH WISCONSIN ENERGY CORP	198.	225.
TOTAL TO FORM 990-PF, PART II, LINE 10B	138,710.	175,564.

FORM 990-PF — CORPORATE BONDS — STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
$15,000 FEDERAL FARM CREDIT BANK BOND @ 4.125% DUE 3/4/19	17,450.	16,455.
$15,000 FEDERAL FARM CREDIT BANK BOND @ 3.0% DUE 6/2/17	16,433.	15,646.
$15,000 FEDERAL HOME LOAN BANK BOND @ 3.25% DUE 3/9/18	16,747.	15,813.
$15,000 GENERAL ELEC CAP CORP BOND @ 4.75% DUE 2/15/18	16,691.	16,025.
$5,000 FEDERAL FARM CREDIT BANK BOND @ 4.150% DUE 1/7/19	5,803.	5,476.
$10,000 JOHN DEERE CAPITAL CORP BOND @ 5.75% DUE 9/10/18	12,189.	11,232.
TOTAL TO FORM 990-PF, PART II, LINE 10C	85,313.	80,647.

FORM 990-PF — OTHER INVESTMENTS — STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
229.799 SH CALAMOS MARKET NEUTRAL	COST	2,912.	2,974.
277.219 SH HENDERSON INTERNATIONAL OPPORTUNITIES FD	COST	6,310.	7,865.
59 SH ISHARES MSCI EAFE INDEX FUND	COST	3,452.	3,746.
42 SH ISHARES TR RUSSELL 2000	COST	3,726.	5,244.
1,496.948 SH JANUS HIGH YIELD FUND	COST	14,068.	12,814.
662.853 SH JANUS TRITON FUND	COST	13,134.	16,870.
501.543 SH LOOMIS SAYLES STRATEGIC INC	COST	7,928.	7,879.
758.175 SH LORD ABBETT BOND DEBENTURE FD	COST	6,266.	6,050.
706.083 SH LORD ABBETT SHORT DURATION INCOME FD	COST	3,283.	3,128.
351.451 SH MFS INTERNATIONAL VALUE FUND	COST	10,864.	12,863.
413.732 SH PRINCIPAL MIDCAP FUND	COST	8,535.	9,487.
28 SH SPDR S&P MIDCAP 400 ETF	COST	5,519.	7,650.
TOTAL TO FORM 990-PF, PART II, LINE 13		85,997.	96,570.

	Date Acquired	Date Sold	Par Value/Shares	Proceeds	Tax Cost Basis	Gain or Loss
Gains and Losses						
Short Term						
Covered Securities						
American Tower REIT Inc						
	11/14/2014	12/26/2014	3	$299.18	$297.06	$2.12
	11/14/2014	4/14/2015	4	$383 15	$396 09	($12.94)
			Total	**$682.33**	**$693.15**	**($10.82)**
California Resources Corp						
	10/31/2014	12/9/2014	2.6	$18.04	$19.73	($1.69)
	10/31/2014	12/10/2014	0.6	$3.35	$4.55	($1.20)
			Total	**$21.39**	**$24.28**	**($2.89)**
Disney Walt Co						
	9/29/2014	12/26/2014	2	$188.15	$177.36	$10.79
	9/29/2014	4/14/2015	3	$319.58	$266.04	$53.54
			Total	**$507.73**	**$443.40**	**$64.33**
Dominion Res Inc New						
	10/20/2014	12/26/2014	3	$228.20	$201.69	$26.51
	10/20/2014	4/14/2015	4	$284.63	$268.92	$15.71
	10/20/2014	4/16/2015	13	$934.68	$873.99	$60.69
			Total	**$1,447.51**	**$1,344.60**	**$102.91**
Exxon Mobil Corp						
	9/29/2014	12/26/2014	2	$186.33	$190.46	($4.13)
	9/29/2014	4/14/2015	3	$251.93	$285.69	($33.76)
			Total	**$438.26**	**$476.15**	**($37.89)**
Medtronic PLC						
	1/27/2015	2/18/2015	0.82	$64.04	$63.11	$0.93
	1/27/2015	4/14/2015	5	$382.14	$384.80	($2 66)
			Total	**$446.18**	**$447.91**	**($1.73)**
Mondelez International Inc						
	7/1/2014	10/20/2014	16	$516.15	$598.32	($82 17)
	7/1/2014	11/6/2014	10	$353.79	$373 95	($20 16)
	7/1/2014	12/26/2014	6	$223.61	$224.37	($0 76)
	7/1/2014	4/14/2015	9	$335.24	$336.55	($1 31)
			Total	**$1,428.79**	**$1,533.19**	**($104.40)**
Templeton Global Bond Fund Adv Cl						
	11/20/2013	10/29/2014	2.419	$31.93	$31.49	$0.44
	12/19/2013	10/29/2014	0.176	$2.32	$2 29	$0.03
	12/19/2013	10/29/2014	5.138	$67.82	$66.80	$1.02
	1/21/2014	10/29/2014	2.447	$32.30	$31.89	$0.41

	Date Acquired	Date Sold	Par Value/Shares	Proceeds	Tax Cost Basis	Gain or Loss
	2/21/2014	10/29/2014	2.434	$32.13	$31.25	$0.88
	3/20/2014	10/29/2014	2.459	$32.46	$31.50	$0.96
	4/21/2014	10/29/2014	1.859	$24.54	$24.20	$0.34
	5/20/2014	10/29/2014	1.851	$24.43	$24.34	$0.09
	6/19/2014	10/29/2014	1.837	$24.25	$24.40	($0 15)
	7/18/2014	10/29/2014	1.85	$24.42	$24.61	($0.19)
	8/20/2014	10/29/2014	1 836	$24 24	$24.37	($0 13)
	9/18/2014	10/29/2014	1.865	$24.62	$24.73	($0 11)
	10/20/2014	10/29/2014	1.883	$24.85	$24.57	$0 28
			Total	**$370.31**	**$366.44**	**$3.87**
VMWare Inc						
	9/29/2014	12/26/2014	3	$251.93	$284.58	($32 65)
	9/29/2014	4/14/2015	3	$246.62	$284.58	($37 96)
			Total	**$498.55**	**$569.16**	**($70.61)**
Verizon Communications						
	2/24/2014	12/26/2014	5	$236.24	$240.58	($4 34)
			Total	**$236.24**	**$240.58**	**($4.34)**
		Total Covered Securities		**$6,077.29**	**$6,138.86**	**($61.57)**
			Total Short Term	**$6,077.29**	**$6,138.86**	**($61.57)**
Long Term						
Covered Securities						
Ace Limited						
	12/20/2012	12/26/2014	2	$230 61	$161.98	$68.63
	12/20/2012	4/14/2015	3	$333.65	$242.97	$90.68
			Total	**$564.26**	**$404.95**	**$159.31**
American Express Company						
	12/20/2012	9/29/2014	20	$1,760.36	$1,141.98	$618.38
	12/20/2012	12/26/2014	1	$92.99	$57.10	$35.89
	1/31/2013	12/26/2014	2	$185.97	$119.00	$66.97
	1/31/2013	4/14/2015	4	$314.51	$238.00	$76.51
	1/31/2013	4/15/2015	20	$1,588.37	$1,190.00	$398.37
	1/31/2013	4/16/2015	12	$957.10	$714.00	$243.10
	1/31/2013	6/3/2015	8	$638.60	$476.00	$162 60
	2/6/2013	6/3/2015	28	$2,235.11	$1,661.80	$573.31
			Total	**$7,773.01**	**$5,597.88**	**$2,175.13**
American Water Works Co Inc						
	12/20/2012	12/26/2014	5	$260 79	$190.15	$70.64
	12/20/2012	4/14/2015	6	$323.27	$228.18	$95.09
			Total	**$584.06**	**$418.33**	**$165.73**

	Date Acquired	Date Sold	Par Value/Shares	Proceeds	Tax Cost Basis	Gain or Loss
CVS Caremark Corp						
	12/20/2012	10/31/2014	5	$425.99	$245.80	$180.19
	12/20/2012	11/6/2014	4	$344.11	$196.64	$147.47
	12/20/2012	12/26/2014	4	$387.03	$196.64	$190.39
	12/20/2012	4/14/2015	4	$410 79	$196.64	$214.15
	12/20/2012	4/15/2015	4	$410.23	$196.64	$213.59
	1/31/2013	4/15/2015	8	$820 47	$411.12	$409.35
			Total	**$2,798.62**	**$1,443.48**	**$1,355.14**
Calamos Market Neutral Income Fund Cl I						
	12/18/2012	9/25/2014	192.16	$2,500.00	$2,421.22	$78.78
	12/18/2012	11/4/2014	17.346	$228.24	$218.56	$9.68
	1/29/2013	11/4/2014	20.654	$271.76	$261.69	$10.07
	1/29/2013	12/23/2014	48.354	$614.18	$612.65	$1.53
	1/29/2013	4/10/2015	64.315	$832.24	$814.87	$17 37
			Total	**$4,446.42**	**$4,328.99**	**$117.43**
California Resources Corp						
	12/20/2012	12/9/2014	3.2	$22.21	$21.27	$0.94
	1/31/2013	12/9/2014	11.6	$80.50	$85.39	($4 89)
	2/6/2013	12/9/2014	5.6	$38.87	$43.08	($4 21)
			Total	**$141.58**	**$149.74**	**($8.16)**
Cardinal Health Inc Ohio						
	12/20/2012	9/29/2014	26	$1,987.14	$1,097.72	$889.42
	1/31/2013	9/29/2014	9	$687.85	$402.48	$285 37
	1/31/2013	10/20/2014	12	$879.70	$536.64	$343.06
	1/31/2013	10/31/2014	4	$314.27	$178.88	$135.39
	1/31/2013	12/26/2014	4	$332 55	$178.88	$153.67
	1/31/2013	4/14/2015	4	$360.31	$178.88	$181.43
	1/31/2013	4/16/2015	6	$542.87	$268.32	$274.55
			Total	**$5,104.69**	**$2,841.80**	**$2,262.89**
Comcast Corp New Cl A						
	12/20/2012	11/6/2014	6	$331.55	$224.46	$107.09
	12/20/2012	12/26/2014	4	$229 11	$149.64	$79.47
	12/20/2012	4/14/2015	5	$297.65	$187.05	$110.60
	12/20/2012	4/15/2015	7	$418 87	$261.87	$157.00
	1/31/2013	4/15/2015	3	$179.52	$119.70	$59.82
			Total	**$1,456.70**	**$942.72**	**$513.98**
Costco Wholesale Corp						
	12/20/2012	12/26/2014	3	$429.11	$294.27	$134.84
	12/20/2012	4/14/2015	3	$449.41	$294.27	$155.14

	Date Acquired	Date Sold	Par Value/Shares	Proceeds	Tax Cost Basis	Gain or Loss
			Total	**$878.52**	**$588.54**	**$289.98**
Covidien PLC						
	12/20/2012	1/27/2015	21	$738.99	$1,101.55	($362 56)
	1/31/2013	1/27/2015	42	$1,477.98	$2,623 32	($1,145.34)
	2/6/2013	1/27/2015	26	$914.94	$1,631 50	($716.56)
	2/12/2013	1/27/2015	6	$211.14	$375.90	($164.76)
			Total	**$3,343.05**	**$5,732.27**	**($2,389.22)**
Diageo PLC Sponsored ADR						
	12/20/2012	7/1/2014	7	$871.42	$831.18	$40.24
	1/31/2013	7/1/2014	20	$2,489.76	$2,352.80	$136.96
	2/6/2013	7/1/2014	13	$1,618.34	$1,577.68	$40.66
			Total	**$4,979.52**	**$4,761.66**	**$217.86**
FedEx Corp Delaware						
	2/12/2013	9/29/2014	10	$1,584.66	$1,063.94	$520.72
	2/12/2013	10/20/2014	4	$607.83	$425.57	$182.26
	2/12/2013	12/26/2014	1	$175.87	$106.39	$69.48
	2/12/2013	4/14/2015	2	$344.01	$212.79	$131.22
			Total	**$2,712.37**	**$1,808.69**	**$903.68**
Federal Farm Credit Bank bond @ 4.15% due 01/07/2019						
	2/4/2013	10/29/2014	5000	$5,567.31	$5,802.60	($235 29)
			Total	**$5,567.31**	**$5,802.60**	**($235.29)**
General Electric Co.						
	1/30/2013	12/26/2014	10	$255.59	$222 45	$33.14
	1/30/2013	4/14/2015	13	$325.12	$289 19	$35.93
			Total	**$580.71**	**$511.64**	**$69.07**
Henderson International Opportunities Fund Cl I						
	12/18/2012	9/25/2014	74 794	$1,999.99	$1,582.64	$417.35
	12/18/2012	11/4/2014	12.031	$315.69	$254.57	$61.12
	1/29/2013	11/4/2014	7.024	$184.31	$153 47	$30.84
	1/29/2013	12/23/2014	22.932	$615.72	$501.06	$114.66
	1/29/2013	4/10/2015	29.119	$832.22	$636.25	$195.97
			Total	**$3,947.93**	**$3,127.99**	**$819.94**
Home Depot Inc.						
	12/20/2012	12/26/2014	3	$309.44	$188.67	$120.77
	12/20/2012	4/14/2015	3	$346 10	$188.67	$157.43
			Total	**$655.54**	**$377.34**	**$278.20**
Honeywell International Inc						
	12/20/2012	12/26/2014	3	$303.11	$186 93	$116.18

	Date Acquired	Date Sold	Par Value/Shares	Proceeds	Tax Cost Basis	Gain or Loss
	12/20/2012	4/14/2015	3	$311.81	$186 93	$124 88
			Total	**$614.92**	**$373.86**	**$241.06**
International Business Machines						
	12/20/2012	10/24/2014	4	$650.06	$774.28	($124 22)
	1/31/2013	10/24/2014	12	$1,950.18	$2,461.80	($511.62)
	2/6/2013	10/24/2014	8	$1,300.12	$1,637.92	($337 80)
	9/17/2013	10/24/2014	3	$487.55	$572.70	($85 15)
			Total	**$4,387.91**	**$5,446.70**	**($1,058.79)**
Ishares MSCI EAFE Index Fund						
	12/20/2012	12/26/2014	6	$371.87	$337.44	$34.43
	12/20/2012	4/14/2015	8	$527.91	$449.92	$77.99
			Total	**$899.78**	**$787.36**	**$112.42**
Ishares Tr Russell 2000						
	12/20/2012	12/26/2014	3	$357.83	$249.69	$108.14
	12/20/2012	4/14/2015	4	$500.15	$332.92	$167.23
			Total	**$857.98**	**$582.61**	**$275.37**
Janus High Yield Fund Cl I						
	12/18/2012	11/4/2014	55.006	$500.00	$513.76	($13 76)
	12/18/2012	12/23/2014	82.328	$716.25	$768.94	($52 69)
	12/18/2012	4/10/2015	77.198	$670.85	$721.03	($50 18)
	1/28/2013	4/10/2015	34.533	$300.09	$325.99	($25 90)
			Total	**$2,187.19**	**$2,329.72**	**($142.53)**
Janus Triton Fund Cl I						
	1/28/2013	9/25/2014	104.167	$2,500.01	$2,008.34	$491.67
	1/28/2013	10/16/2014	96 959	$2,200.00	$1,869.37	$330.63
	1/28/2013	11/4/2014	30.169	$750.00	$581.66	$168 34
			Total	**$5,450.01**	**$4,459.37**	**$990.64**
John Deere Capital Corp bond @ 5.75% due 09/10/2018						
	1/31/2013	12/26/2014	10000	$11,511.40	$12,189.00	($677.60)
			Total	**$11,511.40**	**$12,189.00**	**($677.60)**
Loomis Sayles Strategic Income Fund Cl Y						
	12/18/2012	12/23/2014	37.76	$614.36	$587.17	$27.19
	12/18/2012	4/10/2015	51.659	$832.23	$803 30	$28.93
			Total	**$1,446.59**	**$1,390.47**	**$56.12**
Lord Abbett Bond Debenture Fund Cl F						
	12/18/2012	12/23/2014	51.749	$409.33	$420.20	($10 87)
	12/18/2012	4/10/2015	68.076	$554.82	$552 78	$2.04
			Total	**$964.15**	**$972.98**	**($8.83)**

Date Acquired	Date Sold	Par Value/Shares	Proceeds	Tax Cost Basis	Gain or Loss
Lord Abbett Short Duration Income Fund Cl F					
12/18/2012	12/23/2014	91.87	$408 82	$427 20	($18 38)
12/18/2012	4/10/2015	124 401	$554.83	$578.47	($23 64)
		Total	**$963.65**	**$1,005.67**	**($42.02)**
MFS International Value Fund Cl I					
12/18/2012	12/23/2014	17 611	$616.39	$492.40	$123.99
12/18/2012	4/10/2015	22.069	$832.22	$617.05	$215.17
		Total	**$1,448.61**	**$1,109.45**	**$339.16**
Marathon Oil Corp					
12/20/2012	12/26/2014	10	$283.49	$307 90	($24.41)
12/20/2012	4/14/2015	15	$426.29	$461 85	($35.56)
		Total	**$709.78**	**$769.75**	**($59.97)**
McDonald's Corp					
12/20/2012	12/26/2014	2	$187 21	$179.44	$7.77
12/20/2012	4/14/2015	2	$193.67	$179.44	$14.23
		Total	**$380.88**	**$358.88**	**$22.00**
Microsoft Corp					
12/20/2012	9/29/2014	38	$1,768.10	$1,031.70	$736.40
1/31/2013	9/29/2014	7	$325.70	$196.00	$129.70
1/31/2013	10/20/2014	15	$639.89	$420.00	$219.89
1/31/2013	11/6/2014	6	$280.49	$168.00	$112 49
1/31/2013	12/26/2014	6	$287.09	$168.00	$119.09
1/31/2013	4/14/2015	8	$331.51	$224.00	$107.51
		Total	**$3,632.78**	**$2,207.70**	**$1,425.08**
Monsanto Co New					
12/20/2012	12/26/2014	2	$243.03	$180.72	$62.31
12/20/2012	4/14/2015	3	$353.15	$271.08	$82.07
		Total	**$596.18**	**$451.80**	**$144.38**
Nike Inc Cl B					
12/20/2012	12/26/2014	2	$190.89	$97.63	$93.26
12/20/2012	4/14/2015	3	$303.41	$146.44	$156 97
		Total	**$494.30**	**$244.07**	**$250.23**
Occidental Pete Corp					
12/20/2012	11/7/2014	5	$428.84	$381.50	$47.34
12/20/2012	12/26/2014	3	$240.53	$220.92	$19.61
12/20/2012	4/14/2015	5	$385.94	$368.21	$17 73
		Total	**$1,055.31**	**$970.63**	**$84.68**
Price T Rowe Group Inc					
2/11/2013	9/29/2014	16	$1,268.29	$1,166.36	$101 93

	Date Acquired	Date Sold	Par Value/Shares	Proceeds	Tax Cost Basis	Gain or Loss
	2/11/2013	10/20/2014	14	$1,022.82	$1,020 56	$2.26
	2/11/2013	11/5/2014	11	$900.33	$801.87	$98.46
	2/11/2013	11/14/2014	57	$4,721 93	$4,155 14	$566 79
			Total	**$7,913.37**	**$7,143.93**	**$769.44**
Principal Midcap Fund Cl P						
	10/29/2013	12/23/2014	11.761	$258.15	$236.63	$21.52
	10/29/2013	4/10/2015	14 99	$353.31	$301.60	$51.71
			Total	**$611.46**	**$538.23**	**$73.23**
SAP AG						
	1/30/2013	9/29/2014	22	$1,615.64	$1,783.48	($167.84)
	1/30/2013	10/20/2014	25	$1,687.21	$2,026.69	($339.48)
	1/30/2013	10/27/2014	8	$516.11	$648.54	($132 43)
	1/31/2013	10/27/2014	37	$2,387.01	$2,994.41	($607 40)
	2/6/2013	10/27/2014	15	$967.71	$1,251.45	($283 74)
			Total	**$7,173.68**	**$8,704.57**	**($1,530.89)**
SPDR S&P Midcap 400 ETF Trust						
	12/20/2012	12/26/2014	2	$527.57	$368.42	$159.15
	12/20/2012	4/14/2015	3	$834.25	$552.63	$281 62
			Total	**$1,361.82**	**$921.05**	**$440.77**
Schlumberger Ltd						
	12/20/2012	12/26/2014	4	$345.99	$277.60	$68.39
	12/20/2012	4/14/2015	5	$436.84	$347.00	$89.84
			Total	**$782.83**	**$624.60**	**$158.23**
Templeton Global Bond Fund Adv Cl						
	1/28/2013	10/29/2014	691.506	$9,127.88	$9,259.27	($131 39)
	2/21/2013	10/29/2014	4.734	$62.49	$63.63	($1 14)
	3/20/2013	10/29/2014	4.783	$63.14	$64.28	($1 14)
	4/18/2013	10/29/2014	4 755	$62.77	$64.34	($1 57)
	5/20/2013	10/29/2014	4.739	$62.55	$64.69	($2 14)
	6/20/2013	10/29/2014	4.957	$65.43	$64.59	$0.84
	7/18/2013	10/29/2014	2.39	$31.55	$31.07	$0.48
	8/20/2013	10/29/2014	2.438	$32.18	$31 25	$0.93
	9/19/2013	10/29/2014	2.417	$31 90	$31.28	$0.62
	10/18/2013	10/29/2014	2 4	$31.68	$31.46	$0.22
			Total	**$9,571.57**	**$9,705.86**	**($134.29)**
Thermo Fisher Scientific Inc						
	3/11/2013	12/26/2014	2	$257.61	$153.31	$104.30
	3/11/2013	4/14/2015	3	$399.50	$229.96	$169.54
			Total	**$657.11**	**$383.27**	**$273.84**

Date Acquired	Date Sold	Par Value/Shares	Proceeds	Tax Cost Basis	Gain or Loss
United Parcel Service Cl B					
12/20/2012	12/26/2014	3	$334.58	$219.84	$114.74
12/20/2012	4/14/2015	4	$385 11	$293.12	$91.99
12/20/2012	4/15/2015	8	$773.58	$586 24	$187.34
1/31/2013	4/15/2015	2	$193.40	$165.32	$28.08
		Total	**$1,686.67**	**$1,264.52**	**$422.15**
United Techs Corp					
12/20/2012	9/29/2014	10	$1,055 68	$801.50	$254.18
12/20/2012	12/26/2014	3	$350.60	$240.45	$110 15
12/20/2012	4/14/2015	2	$235.48	$160 30	$75.18
1/31/2013	4/14/2015	2	$235 47	$180.00	$55.47
		Total	**$1,877.23**	**$1,382.25**	**$494.98**
VISA Inc Cl A					
12/20/2012	12/26/2014	1	$262.75	$149.00	$113.75
12/20/2012	4/14/2015	4	$265.59	$149.00	$116.59
		Total	**$528.34**	**$298.00**	**$230.34**
Verizon Communications					
2/24/2014	4/14/2015	7	$341.66	$336.80	$4.86
		Total	**$341.66**	**$336.80**	**$4.86**
Vodafone Group PLC					
12/20/2012	11/6/2014	15	$493.79	$704.00	($210 21)
12/20/2012	12/26/2014	0.818125	$28 62	$38.40	($9.78)
1/31/2013	12/26/2014	4.181875	$146.27	$207.54	($61.27)
1/31/2013	4/14/2015	8	$266.63	$397.03	($130 40)
		Total	**$935.31**	**$1,346.97**	**($411.66)**
Wells Fargo & Co New					
12/20/2012	12/26/2014	5	$273.84	$171.05	$102.79
12/20/2012	4/14/2015	7	$378.06	$239.47	$138.59
		Total	**$651.90**	**$410.52**	**$241.38**
Wisconsin Energy Corp					
12/20/2012	10/20/2014	5	$236.24	$187.64	$48.60
12/20/2012	11/5/2014	16	$791.50	$600.45	$191.05
1/31/2013	11/5/2014	3	$148.41	$115.80	$32.61
1/31/2013	12/26/2014	5	$259.74	$193.00	$66.74
1/31/2013	4/14/2015	7	$343.62	$270.20	$73 42
		Total	**$1,779.51**	**$1,367.09**	**$412.42**
		Total Covered Securities	**$119,008.17**	**$108,916.30**	**$10,091.87**
		Total Long Term	**$119,008.17**	**$108,916.30**	**$10,091.87**
		Total Gains and Losses	**$125,085.46**	**$115,055.16**	**$10,030.30**