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EXTENDED TO FEBRUARY 16, 2016

Return of Private Foundation

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

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

OMB No 1545-0052

2014

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2014 or tax year beginning

JUL 1, 2014

and ending

JUN 30, 2015

Name of foundation

THE 2492 FUND

A Employer identification number

58-2138800

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

Room/suite

2525 PEACHTREE RD. #23

B Telephone number

404-233-0323

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

ATLANTA, GA 30305

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 foundationE 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

J Accounting method:

☒

Cash

☐

Accrual

(from Part II, col (c), line 16)

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

\$ 2,900,847. (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received			N/A	
2	Check ☒ if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	20,378.	20,378.		STATEMENT 1
4	Dividends and interest from securities	42,877.	42,877.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	25,676.			
b	Gross sales price for all assets on line 6a	598,774.			
7	Capital gain net income (from Part IV, line 2)		25,676.		
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	1,221.	1,221.		STATEMENT 3
12	Total. Add lines 1 through 11	90,152.	90,152.		
13	Compensation of officers, directors, trustees, etc.	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	2,963.	0.		2,963.
c	Other professional fees	13,465.	13,249.		216.
17	Interest				
18	Taxes	14,000.	0.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses				
24	Total operating and administrative expenses. Add lines 13 through 23	30,428.	13,249.		3,179.
25	Contributions, gifts, grants paid	135,050.			135,050.
26	Total expenses and disbursements. Add lines 24 and 25	165,478.	13,249.		138,229.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-75,326.			
b	Net investment income (if negative, enter -0-)		76,903.		
c	Adjusted net income (if negative, enter -0-)			N/A	

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LHA For Paperwork Reduction Act Notice, see instructions

Form 990-PF (2014) 2

22

SCANNED JAN 14 2016

Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash - non-interest-bearing	1.		
	2 Savings and temporary cash investments	19,647.	20,347.	20,347.
	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 STMT 7	64,572.	64,028.	63,595.
	b Investments - corporate stock STMT 8	2,635,660.	2,560,179.	2,816,905.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	2,719,880.	2,644,554.	2,900,847.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	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.	
	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 ▶ ☒			
	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	2,719,880.	2,644,554.	
	30 Total net assets or fund balances	2,719,880.	2,644,554.	
	31 Total liabilities and net assets/fund balances	2,719,880.	2,644,554.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,719,880.
2 Enter amount from Part I, line 27a	2	-75,326.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,644,554.
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	2,644,554.

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 NORTHERN TRUST-SCHEDULE	P		
b CAPITAL GAINS DIVIDENDS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 587,623.		573,098.	14,525.
b 11,151.			11,151.
c			
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			14,525.
b			11,151.
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	25,676.
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	136,477.	2,903,103.	.047011
2012	125,947.	2,751,723.	.045770
2011	106,352.	2,614,966.	.040671
2010	129,267.	2,449,130.	.052781
2009	119,728.	2,473,830.	.048398

2 Total of line 1, column (d)	2	.234631
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	.046926
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	2,976,969.
5 Multiply line 4 by line 3	5	139,697.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	769.
7 Add lines 5 and 6	7	140,466.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	138,229.

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	1,538.
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	1,538.
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	1,538.
6	Credits/Payments:		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	6,015.
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	6,015.
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	4,477.
11	Enter the amount of line 10 to be: Credited to 2015 estimated tax ☐ 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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ <u>GA</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ► <u>N/A</u>				
14	The books are in care of ► <u>HENRY L. HOWELL</u>	Telephone no. ► <u>404-233-0323</u>		
Located at ► <u>2525 PEACHTREE RD. #23, ATLANTA, GA</u>		ZIP+4 ► <u>30305</u>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	<u>N/A</u>	
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
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 ►				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes	☒ No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes	☒ No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	<u>N/A</u>	
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.)	<u>N/A</u>	
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.)	<u>N/A</u>	
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

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
HENRY L. HOWELL 2525 PEACHTREE RD. #23 ATLANTA, GA 30305	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.

Form 990-PF (2014)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,958,338.
b	Average of monthly cash balances	1b	63,966.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,022,304.
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	3,022,304.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	45,335.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,976,969.
6	Minimum investment return. Enter 5% of line 5	6	148,848.

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	148,848.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	1,538.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,538.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	147,310.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	147,310.
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	147,310.

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	138,229.
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	138,229.
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	0.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	138,229.

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				147,310.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			134,204.	
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				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ 138,229.				
a Applied to 2013, but not more than line 2a			134,204.	
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				4,025.
e Remaining amount distributed out of corpus	0.			
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:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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				143,285.
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	0.			
10 Analysis of line 9.				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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 <i>Paid during the year</i>				
SEE ATTACHED SCHEDULE				135,050.
Total			▶ 3a	135,050.
b <i>Approved for future payment</i>				
NONE				
Total			▶ 3b	0.

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

- | | | Yes | No |
|---|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 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. | | |

[illegible]

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

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

**Sign
Here**

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

Signature of officer or trustee

1/6/16
Date

► Trustee

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

JOEL REED, CPA

Preparer's signature

JOEL REED, CPA

Date _____

12/18/15

Check ☐ if self-employed

PTIN

P00448365

Firm's name ► NICHOLS, CAULEY & ASSOCIATES, LLC

Firm's EIN ► 58-2475857

Firm's address ▶ 2800 CENTURY PARKWAY NE, SUITE 900
ATLANTA, GA 30345

Phone no. 404-214-1301

Form **990-PF** (2014)

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
NORTHERN TRUST	20,378.	20,378.	
TOTAL TO PART I, LINE 3	20,378.	20,378.	

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
NORTHERN TRUST	54,028.	11,151.	42,877.	42,877.	
TO PART I, LINE 4	54,028.	11,151.	42,877.	42,877.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER	1,221.	1,221.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,221.	1,221.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NICHOLS, CAULEY & ASSOC	2,963.	0.		2,963.
TO FORM 990-PF, PG 1, LN 16B	2,963.	0.		2,963.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NORTHERN TRUST INV FEES	13,249.	13,249.		0.
BANK CHARGES	216.	0.		216.
POSTAGE	0.	0.		0.
TO FORM 990-PF, PG 1, LN 16C	13,465.	13,249.		216.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
US EXCISE TAX PAID	14,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	14,000.	0.		0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	7
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
\$60,000 US T-NOTE, 7.25% 5/15/16	X		64,028.	63,595.
TOTAL U.S. GOVERNMENT OBLIGATIONS			64,028.	63,595.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			64,028.	63,595.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
NORTHERN TRUST-FUNDS	2,560,179.	2,816,905.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,560,179.	2,816,905.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	9
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NAME OF MANAGER

HENRY L. HOWELL

THE 2492 FUND
CONTRIBUTIONS
FYE 6/30/15

A		B		C		D	E
	BENEFICIARY	STREET /POB		CITY STATE ZIP		CK #	CHECK
1	MORRIS BRANDON EDUCATIONAL FOUNDATION	2741 Howell Mill Rd NW		ATLANTA, GA 303027		781	1500.00
2	LADIES OF THE LAKE FOUNDATION	PO BOX 550254		ATLANTA, GA 30355		782	1500.00
3	CATHEDRAL OF ST PHILIP	2744 PEACHTREE RD.,		ATLANTA, GA. 30305		790	3000.00
4	SAINT ALBANS	MOUNT ST. ALBANS		WASHINGTON DC, 20016		1004	1000.00
5	THE POTOMAC SCHOOL	1301 POTOMAC SCHOOL ROAD		MCLEAN, VA 22010		1005	1000.00
6	ZOO ATLANTA	800 CHEROKEE AVE,		ATLANTA, GA 30315-1440		1006	500.00
7	TRUST FOR PUBLIC LAND, GEORGIA OFFICE	600 WEST PEACHTREE ST, # 1840		ATLANTA, GA 30308		1007	2000.00
8	YOSEMITE FUND CONSERVANCY	101 MONTGOMERY ST ,		SAN FRANCISCO, CA 94104		1009	500.00
9	ATLANTA BICYCLE COALITION	692 KIRKWOOD AVE #C1		ATLANTA, GA 30316		1011	1000.00
10	WOOD ACRES ELEMENTARY SCHOOL	POB 212		GLEN ECHO, MD 20812-0212		1012	500.00
11	WOUNDED WARRIOR PROJECT	POB 758516		TOPEKA, KS 66675-8516		1013	7000.00
12	YALE UNIVERSITY CLASS OF 1960	POB 205		NEW HAVEN, CT 06501-0205		1014	2500.00
13	WASHINGTON ANIMAL RESCUE LEAGUE	71 Oglethorpe St. NW		Washington, DC 20011		1015	1000.00
14	WASHINGTON NATIONAL CATHEDRAL	MOUNT ST ALBANS		WASHINGTON DC, 20016		1016	2500.00
15	WESTMINSTER FUND	1424 WEST PACES FERRY RD.		ATLANTA, GA 30327		1017	1000.00
16	TRUST FOR PUBLIC LAND, GEORGIA OFFICE	600 WEST PEACHTREE ST, # 1840		ATLANTA, GA 30308		1018	3000.00
17	USO	PO Box 96860,		WASHINGTON, DC 20077-7677		1019	1000.00
18	VISITING NURSE HEALTH SYSTEM	5775 GLENRIDGE DR, SUITE E200		ATLANTA, GA 30328		1020	1000.00
19	SOUTHERN ENVIRONMENTAL LAW CENTER	201 W. MAIN ST., STE 14		CHARLOTTESVILLE, VA 22902-5065		1021	2000.00
20	SUMMIT CHARTER SCHOOL FOUNDATION	POB 2493		CASHIERS, NC 28717		1022	2000.00
21	TREES ATLANTA	225 CHESTER AVE,		ATLANTA, GA 30316		1023	1000.00
22	SHEPHERD CENTER	2020 PEACHTREE RD		ATLANTA, GA 30309-1465		1024	1000.00
23	SIERRA CLUB	POB 421042		PALM COAST, FL 32142-6419		1025	250.00
24	SOUTHERN ARCHITECTURE FOUNDATION	1421 PEACHTREE STREET, # 410,		ATLANTA, GA 30309		1026	1000.00
25	PATH FOUNDATION	POB 14327		ATLANTA, GA 30324		1027	2000.00
26	PUBLIC BROADCASTING ATLANTA	740 BISMARCK ROAD NE		ATLANTA, GA 30324		1028	1200.00
27	SALVATION ARMY	1190 WEST DRUID HILLS DR., STE 150		ATLANTA, GA 30329		1029	2000.00
28	NATURE CONSERVANCY	100 Peachtree St. # 2250		ATLANTA, GA 30303		1030	1250.00
29	PARK PRIDE	233 PEACHTREE ST. #1600		ATLANTA, GA 30303		1031	1000.00
30	PARTNERSHIP AGAINST DOMESTIC VIOLENCE	POB 170225		ATLANTA, GA 30317		1032	500.00
31	NATIONAL D-DAY MEMORIAL FOUNDATION	POB 77,		BEDFORD VA, 24523		1033	250.00
32	NATIONAL PARKS CONSERVATION assoc.	POB 97202		WASHINGTON, DC 20077-7435		1034	750.00

THE 2492 FUND
CONTRIBUTIONS
FYE 6/30/15

	A	B	C	D	E
34	NATIONAL WWII MUSEUM	POB 97336,	WASHINGTON, DC 20090	1035	250.00
35	MUSEUM OF AVIATION FOUNDATION, INC	POB 2469	WARNER ROBINS, GA 31099	1036	2500.00
36	MUSEUM OF THE AMERICAN REVOLUTION	123 CHESNUT ST, SUITE 401	PHILADELPHIA, PA 19106	1037	2000.00
37	NATIONAL ASSOCIATION OF RR PASSENGERS	236 MASS. AVE.	WASHINGTON, D.C. 20077-7344	1038	100.00
38	MARIETTA MUSEUM OF HISTORY	1 Depot Street, Ste.200	MARIETTA, GA 30060-1909	1039	250.00
39	MIGHTY 8TH AIR FORCE MUSEUM	PO BOX 1992	SAVANNAH, GA 31402	1040	1000.00
40	MORRIS BRANDON FOUNDATION	2741 Howell Mill Rd NW	ATLANTA, GA 30327	1041	1000.00
41	HOSPICE ATLANTA	5775 GLENRIDGE DR, SUITE E200	ATLANTA, GA 30328	1042	1000.00
42	LADIES OF THE LAKE-FOUNDATION	POB 550245	ATLANTA, GA 30355	1043	1000.00
43	INTERNATIONAL WOLF CENTER	3410 WINNETKA AVE. N., STE 101	MINNEAPOLIS, MN 55427-2091	1044	500.00
44	GRADY HEALTH FOUNDATION	191 PEACHTREE ST. STE 820	ATLANTA, GA 30303	1045	2000.00
45	HIGH MUSEUM	1280 Peachtree St.,	ATLANTA, GA 30309-3502	1046	250.00
46	HISTORIC WESTVILLE	POB 1850	LUMPKIN, GA 31815	1047	1000.00
47	GEORGIA TRUST FOR HISTORIC PRESERVATION	1516 PEACHTREE ST,	ATLANTA, GA 30309	1048	250.00
48	GLOBAL GROWERS NETWORK	POB 276	AVONDALE ESTATES, GA 30002	1049	2500.00
49	GOOD SAMARITAN HEALTHCARE CENTER	240 IVAN ALLEN BLVD.	ATLANTA, GA 30303	1050	1500.00
50	GEORGIA CONSERVANCY	817 W. Peachtree St., Suite 200,	ATLANTA, GA 30308	1051	2000.00
51	GEORGIA HISTORICAL SOCIETY	501 WHITTAKER ST,	SAVANNAH, GA 31401-4830	1052	500.00
52	GEORGIA PUBLIC BROADCASTING	260 14TH STREET	ATLANTA, GA 30318	1053	2000.00
53	FRIENDS OF THE SMITHSONIAN INSTITUTION	POB 9016	PITTSFIELD, MA 01202-9915	1054	1000.00
54	FUGEES FAMILY, INC	POB 388	SCOTTDAL, GA 30079-0388	1055	1000.00
55	GEORGIA BATTLEFIELDS ASSOCIATION	7 CAMDEN ROAD,	ATLANTA, GA 30309	1056	500.00
56	FAMILIES FIRST	POB 7948, Station C,	ATLANTA, GA 30357-0948	1057	1000.00
57	FERNBANK MUSEUM	767 CLIFTON RD.	ATLANTA, GA 30307	1058	500.00
58	FRIENDS OF THE C&TS RAILROAD	4421 McLeod Rd., NE, Ste F	ALBUQUERQUE, NM 87109	1059	1000.00
59	CORNERSTONE SOCIETY, ATLANTA PUBLIC RADIO	740 BISMARCK RD.	ATLANTA, GA 30324-4102	1060	1000.00
60	DOCTORS WITHOUT BORDERS	POB 5030	HAGERSTOWN, MD 21741	1061	10000.00
61	EARTH JUSTICE LEGAL DEFENSE FUND	50 CALIFORNIA STREET, STE 500	SAN FRANCISCO CA 94111-9846	1062	5000.00
62	CHEROKEE GARDEN LIBRARY	130 W. PACES FERRY RD.	ATLANTA GA 30305	1063	5000.00
63	CHILDREN'S HEALTHCARE OF ATLANTA	1687 TULLIE CIRCLE	ATLANTA GA 30329-2320	1064	250.00
64	COMMERATIVE AIR FORCE	POB 1380	MRRIFIELD, VA 22116-1380	1065	250.00
65	CHARITY NAVIGATOR	POB 6002	Bellmawr, NJ 08099-6002	1066	250.00
66	CHATTAHOOCHEE RIVERKEEPER	916 JOSEPH LOWERY BLVD,#3	ATLANTA GA 30318	1067	250.00

12/18/2015 10:00 AM

THE 2492 FUND
CONTRIBUTIONS
FYE 6/30/15

	A	B	C	D	E
67	CHEROKEE GARDEN CLUB COMMUNITY FUND	130 W. PACES FERRY RD	ATLANTA GA 30327	1068	1000.00
68	CAMPAIGN TO RESTORE 611	303 NORFOLK AVE	ROANOKE, VA 24016	1069	250.00
69	CARE	POB 1870,	MERRIFIELD, VA 22116	1070	1500.00
70	CATHEDRAL OF ST PHILIP-PRESCHOOL	2744 PEACHTREE RD.,	ATLANTA, GA. 30305	1071	1000.00
71	BOBBY DODD INSTITUTE	2120 Marietta Blvd NW,	ATLANTA, GA 30318-2122	1072	1000.00
72	BOYS AND GIRLS CLUBS OF METRO ATLANTA	100 EDGEWOOD AVE,	ATLANTA, GA 30303	1073	1500.00
73	BUCKHEAD HERITAGE SOCIETY	3180 Mathieson Dr.,	ATLANTA GA 30305	1074	500.00
74	ATLANTA MISSION	165 ALEXANDER ST.	ATLANTA, GA. 30301	1075	3000.00
75	ATLANTA PRESERVATION CENTER	327 ST. PAUL AVE,	ATLANTA, GA30312-3129	1076	250.00
76	ATLANTA SYMPHONY	1280 PEACHTREE ST.,	ATLANTA, GA 30309	1077	2000.00
77	ATLANTA HISTORY CENTER	130 W. PACES FERRY RD.	ATLANTA, GA 30305	1078	2500.00
78	ATLANTA HUMANE SOCIETY	981 HOWELL MILL RD	ATLANTA, GA 30318-5512	1079	2000.00
79	ATLANTA MEMORIAL PARK CONSERVANCY	POB 11609	ATLANTA, GA 30355	1080	7000.00
80	ATLANTA CHILDREN'S SHELTER, INC.	607 PEACHTREE ST NW,	ATLANTA, GA 30308-2226	1081	2500.00
81	ATLANTA COMMUNITY FOOD BANK	732 JOSEPH E LOWERY BLVD.	ATLANTA, GA 30318	1082	4000.00
82	ATLANTA FULTON COUNTY LIBRARY ASSN	1 MARGARET MITCHELL SQUARE,	ATLANTA, GA 30303-9713	1083	1000.00
83	ATLANTA BELTLINE PARTNERSHIP	POB 93351	ATLANTA, GA 30377	1084	2000.00
84	ATLANTA BOTANICAL GARDEN	1345 PIEDMONT AVE,	ATLANTA. GA 30309	1085	500.00
85	ATLANTA CHAPTER, NRHS	PO BOX 1267,	DULUTH, GA 30096	1086	500.00
86	AMERICAN INSTITUTE FOR CANCER RESEARCH	1759 R STREET NW,	WASHINGTON, DC 20009	1087	1500.00
87	AMERICAN RADIO RELAY LEAGUE	225 MAIN ST.	NEWINGTON, CT 06111	1088	250.00
88	AMERICAN RED CROSS, ATLANTA CHAPTER	POB 101508	ATLANTA, GA 30392-1508	1089	500.00
89	A WIDER CIRCLE	9159 BROOKVILLE RD.	SILVER SPRING, MD 20910	1090	1000.00
90	A G. RHODES HOME	2801 BUFORD HIGHWAY, #500	ATLANTA, GA 30329	1091	1000.00
91	AMERICAN CANCER SOCIETY / SE DIVISION	PO BOX 5111,	ATLANTA GA 30302-5111	1092	500.00
92					
93			Total Contributions		\$ 135,050.00

Account / Consolidation · The 2492 Fund Investment

Description	Original Acquisition Date	Acquisition Date	Trade Date	Quantity	Trade Price	Proceeds	Tax Cost	Short Term G/L	Long Term G/L
CIVIX - MFO CAUSEWAY CAP MGMT TR INTL VALUE FD		07/17/13		637 760	\$15 68	\$10,000 00		\$9,209 26	\$0 00
INSTL CL			02/24/15						\$790 74
CIVIX - MFO CAUSEWAY CAP MGMT TR INTL VALUE FD		07/26/13		616 440	\$15 69	\$9,671 95		\$9,000 00	\$0 00
INSTL CL			11/18/14						\$671 95
CIVIX - MFO CAUSEWAY CAP MGMT TR INTL VALUE FD		07/17/13		3,207 650	\$15 69	\$50,328 05		\$46,318 48	\$0 00
INSTL CL			11/18/14						\$4,009 57
GUNR - MFC FLEXSHARES TR MORNINGSTAR GLOBAL		01/24/13		750 000	\$33 60	\$25,176 94		\$27,506 02	\$0 00
UPSTREAM NAT RES INDEX FD			11/18/14						(\$2,329 08)
GUNR - MFC FLEXSHARES TR MORNINGSTAR GLOBAL		01/24/13		470 000	\$32 16	\$15,102 89		\$17 237 11	\$0 00
UPSTREAM NAT RES INDEX FD			02/24/15						(\$2,134 22)
HL MIX - MFO HARDING LOEVNER FDS INC INTL EQUITY		07/26/13		729 040	\$18 31	\$13,348 71		\$12,000 00	\$0 00
PORTFOLIO			11/18/14						\$1,348 71
HL MIX - MFO HARDING LOEVNER FDS INC INTL EQUITY		07/17/13		536 190	\$18 65	\$10,000 00		\$8,809 60	\$0 00
PORTFOLIO			02/24/15						\$1,190 40
HL MIX - MFO HARDING LOEVNER FDS INC INTL EQUITY		07/17/13		3,094 010	\$18 31	\$56,651 29		\$50,834 60	\$0 00
PORTFOLIO			11/18/14						\$5,816 69
IGF - MFC ISHARES TR GLOBAL INFRASTRUCTURE		02/12/15		355 000	\$42 44	\$15 055 27		\$15,033 01	\$0 00
ETINDEX FD			02/24/15						\$22 26
INGREX - MFB NORTHERN FDS GLOBAL REAL ESTATE		07/15/13		5 970 150	\$10 05	\$60,000 00		\$56 895 54	\$0 00
INDEX FD			11/18/14						\$3 104 46
INGREX - MFB NORTHERN FDS GLOBAL REAL ESTATE		07/15/13		1,908 400	\$10 48	\$20 000 00		\$18 187 05	\$0 00
INDEX FD			02/24/15						\$1,812 95
NMFI X - MFB NORTHERN MULTI MANAGER GLOBAL		12/18/14		191 120	\$12 44	\$2,377 53		\$2,339 27	\$0 00
LISTED INFRASTRUCTURE FUND			02/12/15						\$0 00
NMFI X - MFB NORTHERN MULTI MANAGER GLOBAL		12/18/14		66 940	\$12 44	\$832 74		\$819 39	\$0 00
LISTED INFRASTRUCTURE FUND			02/12/15						\$0 00
NMFI X - MFB NORTHERN MULTI MANAGER GLOBAL		04/11/14		4 728 130	\$12 44	\$58,817 92		\$60,000 00	\$0 00
LISTED INFRASTRUCTURE FUND			02/12/15						\$0 00
NMFI X - MFB NORTHERN MULTI MANAGER GLOBAL		11/18/14		2,286 590	\$12 44	\$28,445 17		\$30 000 00	\$0 00
LISTED INFRASTRUCTURE FUND			02/12/15						\$0 00
NMFI X - MFB NORTHERN MULTI MANAGER GLOBAL		09/04/09		294 920	\$17 89	\$5,276 11		\$5,400 00	(\$1,23 89)
MKTS EQTY FD			12/19/14						(\$203 84)
NMFI X - MFB NORTHERN FDS MULTI-MANAGER EMERGING		04/20/12		443 180	\$17 89	\$7 928 48		\$8,132 32	\$0 00
MKTS EQTY FD			12/19/14						\$0 00
NMFI X - MFB NORTHERN FDS MULTI-MANAGER EMERGING		11/02/12		534 470	\$18 71	\$10 000 00		\$9,722 02	\$0 00
MKTS EQTY FD			02/24/15						\$277 98

NMMEX - MFB NORTHN FDS MULTI-MANAGER EMERGING MKTS EQTY FD	11/02/12	12/19/14	1,497,790	\$17.89	\$26,795.41	\$27,244.82	\$0.00	(\$449.41)
PHIYX - MFO PIMCO FDS PAC INVT MGMT SER HIGH YIELD FD INSTL CL	07/16/13	11/18/14	14,886,780	\$9.52	\$141,722.07	\$142,019.87	\$0.00	(\$297.80)
PHIYX - MFO PIMCO FDS PAC INVT MGMT SER HIGH YIELD FD INSTL CL	12/11/13	11/18/14	0.050	\$9.52	\$0.48	\$0.45	\$0.03	\$0.00
TILT - MFC FLEXSHARES TR MORNINGSTAR US MKT FACTOR TILT INDEX FD	07/26/13	02/24/15	225,000	\$89.32	\$20,092.13	\$16,389.29	\$0.00	\$3,702.84
Totals (22 Records)					\$587,623.14	\$573,098.10	(\$2,663.01)	\$17,188.05

*Complete cost information not available

**Gain/Loss information is inclusive of currency translation impacts

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