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 OCT 1, 2014 , and ending SEP 30, 2015

Name of foundation: THE THOMAS FAMILY FOUNDATION, INC.

A Employer identification number: 36-4311966

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 30580

Room/suite:

B Telephone number: 954-459-1270

City or town, state or province, country, and ZIP or foreign postal code: FORT LAUDERDALE, FL 33303

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)* ▶$ 7,363,654.

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	540,143.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	79,430.	79,430.		STATEMENT 1
	4 Dividends and interest from securities	110,005.	110,005.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	79,353.			
	b Gross sales price for all assets on line 6a 851,745.				
	7 Capital gain net income (from Part IV line 2)		79,353.		
	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	2,777.	0.		STATEMENT 3
	12 **Total** Add lines 1 through 11	811,708.	268,788.		
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 4	75.	38.		37.
	b Accounting fees STMT 5	3,000.	1,500.		1,500.
	c Other professional fees STMT 6	8,248.	8,248.		0.
	17 Interest				
	18 Taxes STMT 7	4,246.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 8	1,189.	0.		0.
	24 **Total operating and administrative expenses** Add lines 13 through 23	16,758.	9,786.		1,537.
	25 Contributions, gifts, grants paid	268,637.			268,637.
	26 **Total expenses and disbursements** Add lines 24 and 25	285,395.	9,786.		270,174.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	526,313.			
	b **Net investment income** (if negative, enter -0-)		259,002.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

17

942

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			
	2	Savings and temporary cash investments	1,969,281.	1,450,022.	1,450,022.
	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 9	2,370,810.	3,192,686.	2,901,335.
	c	Investments - corporate bonds STMT 10	2,218,204.	2,360,435.	2,340,888.
	11	Investments - land buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 11	570,384.	652,149.	671,409.
	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)	7,128,679.	7,655,292.	7,363,654.
Liabilities	17	Accounts payable and accrued expenses	1,000.	1,300.	
	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)	1,000.	1,300.	
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 ▶ ☒ and complete lines 27 through 31			
	27	Capital stock, trust principal, or current funds	5,726,885.	5,726,885.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	1,400,794.	1,927,107.	
	30	**Total net assets or fund balances**	7,127,679.	7,653,992.	
	31	**Total liabilities and net assets/fund balances**	7,128,679.	7,655,292.	

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	7,127,679.
2	Enter amount from Part I, line 27a	2	526,313.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	7,653,992.
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	7,653,992.

Form **990-PF** (2014)

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PUBLICLY TRADED SECURITIES	P	VARIOUS	09/30/15
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	787,066.		772,392.	14,674.
b	64,679.			64,679.
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				14,674.
b				64,679.
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 79,353.

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	291,120.	6,449,353.	.045139
2012	252,302.	5,399,412.	.046728
2011	289,815.	5,206,085.	.055669
2010	218,814.	5,265,129.	.041559
2009	209,894.	4,959,358.	.042323

2	**Total** of line 1, column (d)	2	.231418
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	.046284
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	7,459,774.
5	Multiply line 4 by line 3	5	345,268.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,590.
7	Add lines 5 and 6	7	347,858.
8	Enter qualifying distributions from Part XII, line 4	8	270,174.

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	5,180.
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	5,180.
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	5,180.
6 Credits/Payments				
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	5,520.		
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	5,520.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	18.
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	322.
11 Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶		322. **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?	2		X
If "Yes," attach a detailed description of the activities			
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?	5		X
If "Yes," attach the statement required by General Instruction T			
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) ▶ FL, IL			
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)*

			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 ▶ ALFRED THOMAS Telephone no. ▶ 954-524-3643

Located at ▶ P.O. BOX 30580, FORT LAUDERDALE, FL ZIP+4 ▶ 33303

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

			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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ 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)*

		Yes	No
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
ALFRED THOMAS P.O. BOX 30580 FORT LAUDERDALE, FL 33303	PRESIDENT/TREASURER 2.00	0.	0.	0.
PHYLIS THOMAS P.O. BOX 30580 FORT LAUDERDALE, FL 33303	VICE-PRESIDENT/SECRETARY 2.00	0.	0.	0.
LYDIA BART P.O. BOX 30580 FORT LAUDERDALE, FL 33303	VICE-PRESIDENT 2.00	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

Form **990-PF** (2014)

423551
11-24-14

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	5,728,610.
b	Average of monthly cash balances			1b	1,844,765.
c	Fair market value of all other assets			1c	
d	**Total** (add lines 1a, b, and c)			1d	7,573,375.
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	7,573,375.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	113,601.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	7,459,774.
6	**Minimum investment return** Enter 5% of line 5			6	372,989.

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	372,989.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	5,180.		
b	Income tax for 2014 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	5,180.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	367,809.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	367,809.
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	367,809.

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	270,174.
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	270,174.
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	270,174.

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

Form **990-PF** (2014)

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				367,809.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			256,287.	
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 ▶ $ 270,174.				
a Applied to 2013, but not more than line 2a			256,287.	
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				13,887.
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.**				
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				353,922.
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 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))

ALFRED THOMAS

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*				
1000 + CLUB TO BENEFIT CANCER 4846 NORTH UNIVERSITY DRIVE #125 LAUDERHILL, FL 33351	NONE	501C(3)	SUPPORT CANCER RESEARCH & TREATMENT	30.
ALZHEIMER'S ASSOCIATION 225 N. MICHIGAN AVE 17TH FL CHICAGO, IL 60601	NONE	501C(3)	TO ELIMINATE ALZHEIMER'S DISEASE THROUGH THE ADVANCEMENT OF RESEARCH; TO PROVIDE	1,000.
ARTHRITIS FOUNDATION 1330 W PEACHTREE ST NW SUITE 100 ATLANTA, GA 30309	NONE	501C(3)	THE MISSION OF THE ARTHRITIS FOUNDATION IS TO IMPROVE LIVES THROUGH LEADERSHIP IN THE PREVENTION,	1,000.
BOYS AND GIRLS CLUB OF BROWARD COUNTY 877 NW 61ST ST FORT LAUDERDALE, FL 33309	NONE	501C(3)	TO INSPIRE AND ENABLE ALL YOUNG PEOPLE TO REALIZE THEIR FULL POTENTIAL	2,500.
BROWARD PARTNERSHIP FOR THE HOMELESS, INC. 920 NW 7TH AVENUE FORT LAUDERDALE, FL 33311	NONE	501C(3)	PROVIDE ASSISTANCE FOR THE HOMELESS IN BROWARD COUNTY	2,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	268,637.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Form **990-PF** (2014)

423611
11-24-14

** SEE PURPOSE OF GRANT CONTINUATIONS

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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	79,430.	
4 Dividends and interest from securities			14	110,005.	
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					2,777.
8 Gain or (loss) from sales of assets other than inventory			18	79,353.	
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.		268,788.	2,777.

13 Total Add line 12, columns (b), (d), and (e) 13 271,565.

(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)
	N/A

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

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

▶ Signature of officer or trustee | 2/5/16 Date | ▶ Treas Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
CHRISTOPHER TAARICK		2/12/16		P01437554

Firm's name ▶ RSM US LLP

Firm's EIN ▶ 42-0714325

Firm's address ▶ 100 NE THIRD AVENUE, SUITE 300
FORT LAUDERDALE, FL 33301

Phone no. 954-462-6351

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
BROWARD PERFORMING ARTS FOUNDATION 201 SW FIFTH AVENUE FORT LAUDERDALE, FL 33312	NONE	501C(3)	SUSTAIN, DEVELOP AND SECURE THE FUTURE OF THE PERFORMING ARTS	2,500.
CARING FOR CAMBODIA 900 R R 620 SOUTH AUSTIN, TX 78734	NONE	501C(3)	TO ENSURE A BETTER FUTURE FOR CAMBODIAN CHILDREN	2,500.
CIRCLE OF FRIENDS 11965 VENICLE BLVD LOS ANGELES, CA 90066	NONE	501C(3)	TO SUPPORT STUDENTS WITH DISABILITIES	3,000.
DOCTORS WITHOUT BORDERS 333 SEVENTH AVE 2ND FLOOR NEW YORK, NY 10001	NONE	501C(3)	TO SUPPORT EMERGENCY RELIEF AND RESPONSE PROGRAMS IN MORE THAN 60 COUNTRIES	500.
FIRST PRESBYTERIAN CHURCH OF FORT LAUDERDALE 401 SE 15TH AVENUE FORT LAUDERDALE, FL 33301	NONE	501C(3)	SUPPORT CHURCH ACTIVITIES AND EVENTS	43,150.
HANDY 501 NE 8TH STREET FORT LAUDERDALE, FL 33304	NONE	501C(3)	TO EMBRACE, EDUCATE, AND EMPOWER VULNERABLE YOUTH TO BECOME ENGAGED, PRODUCTIVE ADULTS	5,000.
HAPPY LAND 2012 PINE ST ARKADELPHIA, AR 71923	NONE	501C(3)	TO SUPPORT THE FOUNDATION'S ACTIVITIES	765.
HOLY CROSS HOSPITAL 4725 N FEDERAL HIGHWAY FORT LAUDERDALE, FL 33308	NONE	501C(3)	SUPPORT PROGRAM ACTIVITIES	2,700.
HOPE SOUTH FLORIDA 101 SE 3RD AVENUE, NE 3RD COURT FORT LAUDERDALE, FL 33301	NONE	501C(3)	SUPPORT INITIATIVE TO HELP THE HOMELESS	7,450.
JACK AND JILL CHILDREN'S CENTER INC 1315 W BROWARD DRIVE FORT LAUDERDALE, FL 33312	NONE	501C(3)	TO BREAK THE CYCLE OF POVERTY FOR CHILDREN OF LOW INCOME WORKING FAMILIES IN BROWARD COUNTY	10,000.
Total from continuation sheets				262,107.

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
KOSAIR CHARITIES PO BOX 37370 LOUSVILLE, KY 40233	NONE	501C(3)	PROVIDE FUNDS FOR RESEARCH, EDUCATION AND TREATMENT OF VARIOUS CHILDHOOD DISEASES AND PROBLEMS;	2,500.
LIFE NET 4FAMILIES 1 NW 33RD TERRACE FORT LAUDERDALE, FL 33311	NONE	501C(3)	HELP THE HOMELESS AND HUNGRY	25,000.
MAKE A WISH FOUNDATION 2545 FARMERS DRIVE SUITE 300 COLUMBUS, OH 43235	NONE	501C(3)	THE MAKE-A-WISH FOUNDATION GRANTS THE WISHES OF CHILDREN WITH LIFE-THREATENING MEDICAL CONDITIONS TO	2,500.
MARCH OF DIMES 1275 MAMARONECK AVE WHITE PLAINS, NY 10605	NONE	501C(3)	TO SUPPORT FOUNDATION ACTIVITIES	500.
NMSS-FL 3201 W COMMERCIAL BLVD #127 FORT LAUDERDALE, FL 33309	NONE	501C(3)	TO SUPPORT THE SOCIETY'S MISSION IN A WORLD FREE OF MS	1,000.
PAWS 1997 N. CLYBOURN AVENUE CHICAGO, IL 60614	NONE	501C(3)	TO SUPPORT THE ORGANIZATION'S MISSION OF THE NO KILL ANIMAL WELFARE	300.
RALLY FOR THE CURE 20 WESTPORT ROAD WILTON, CT 06897	NONE	501C(3)	SUPPORT FIGHT AGAINST BREAST CANCER	1,000.
SPECIAL OLYMPICS 1133 19TH STREET NW WASHINGTON, DC 20036	NONE	501C(3)	PROVIDE YEAR-ROUND SPORTS TRAINING FOR CHILDREN AND ADULTS WITH DISABILITIES	1,000.
SPRING OF HOPE 110 SOUTH ASH ST SPRING HOPE, NC 27882	NONE	501C(3)	TO SUPPORT CHRISTIAN MINISTRIES	20,000.
ST. JUDE CHILDREN'S HOSPITAL 501 ST. JUDE PLACE MEMPHIS, TN 38105	NONE	501C(3)	THE MISSION OF ST. JUDE CHILDREN'S RESEARCH HOSPITAL IS TO FIND CURES AND MEANS OF PREVENTION	5,900.
Total from continuation sheets				

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
UNITED WAY OF BROWARD 1300 S ANDREWS AVENUE FORT LAUDERDALE, FL 33316	NONE	501C(3)	HELP UNITE THE COMMUNITY BY CREATING CHANGE IN EDUCATION AND HEALTH	12,000.
WESTMINISTER ACADEMY 5601 N FEDERAL HWY FORT LAUDERDALE, FL 33308	NONE	501C(3)	TO EDUCATE AND EQUIP CHILDREN WITH A CHRIST-CENTERED, BIBLICALLY-BASED COLLEGE PREPARATORY	32,040.
WHEELCHAIR FOUNDATION 3820 BLACKHAWK ROAD DANVILLE, CA 94506	NONE	501C(3)	CREATE AWARENESS OF THE NEEDS AND ABILITIES OF PEOPLE WITH PHYSICAL DISABILITIES	2,000.
WOMEN IN DISTRESS P.O. BOX 50187 LIGHTHOUSE POINT, FL 33074	NONE	501C(3)	PROVIDE SUPPORT TO DOMESTIC VIOLENCE CENTER	77,802.
WPBT2 PO BOX 610002 MIAMI, FL 33261	NONE	501C(3)	TO SERVE AS AN AGENT OF CULTURAL, SOCIAL, AND HISTORICAL COMMUNICATION AND INNOVATION	1,000.
Total from continuation sheets				

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - ALZHEIMER'S ASSOCIATION

TO ELIMINATE ALZHEIMER'S DISEASE THROUGH THE ADVANCEMENT OF RESEARCH; TO PROVIDE AND ENHANCE CARE AND SUPPORT FOR ALL AFFECTED; AND TO REDUCE THE RISK OF DEMENTIA THROUGH THE PROMOTION OF BRAIN HEALTH.

NAME OF RECIPIENT - ARTHRITIS FOUNDATION

THE MISSION OF THE ARTHRITIS FOUNDATION IS TO IMPROVE LIVES THROUGH LEADERSHIP IN THE PREVENTION, CONTROL AND CURE OF ARTHRITIS AND RELATED DISEASES.

NAME OF RECIPIENT - KOSAIR CHARITIES

PROVIDE FUNDS FOR RESEARCH, EDUCATION AND TREATMENT OF VARIOUS CHILDHOOD DISEASES AND PROBLEMS; PROVIDE GRANTS TO HOSPITALS AND AGENCIES FOR THIS PURPOSE.

NAME OF RECIPIENT - MAKE A WISH FOUNDATION

THE MAKE-A-WISH FOUNDATION GRANTS THE WISHES OF CHILDREN WITH LIFE-THREATENING MEDICAL CONDITIONS TO ENRICH THE HUMAN EXPERIENCE WITH HOPE, STRENGTH AND JOY.

NAME OF RECIPIENT - ST. JUDE CHILDREN'S HOSPITAL

THE MISSION OF ST. JUDE CHILDREN'S RESEARCH HOSPITAL IS TO FIND CURES AND MEANS OF PREVENTION FOR CHILDHOOD CATASTROPHIC DISEASES THROUGH RESEARCH AND TREATMENT. CONSISTENT WITH THE VISION OF OUR FOUNDER DANNY THOMAS, NO CHILD IS DENIED TREATMENT BASED ON RACE, RELIGION OR A FAMILY'S ABILITY TO PAY.

NAME OF RECIPIENT - WESTMINISTER ACADEMY

Part XV **Supplementary Information**

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

TO EDUCATE AND EQUIP CHILDREN WITH A CHRIST-CENTERED, BIBLICALLY-BASED COLLEGE PREPARATORY SCHOOL

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2014

Name of the organization	Employer identification number
THE THOMAS FAMILY FOUNDATION, INC.	36-4311966

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

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

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year ▶ $ ____________

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

Name of organization	Employer identification number
THE THOMAS FAMILY FOUNDATION, INC.	36-4311966

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ALFRED AND PHYLLIS THOMAS P.O. BOX 30580 FORT LAUDERDALE, FL 33303	$ 540,143.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
THE THOMAS FAMILY FOUNDATION, INC.	36-4311966

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	VARIOUS PUBLICLY TRADED SECURITIES (COST BASIS $537,143)	$ 791,155.	12/24/14

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
THE THOMAS FAMILY FOUNDATION, INC.	36-4311966

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

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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
UBS #37744	79,430.	79,430.	
TOTAL TO PART I, LINE 3	79,430.	79,430.	

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
UBS #37443	44,702.	0.	44,702.	44,702.	
UBS #37744	129,982.	64,679.	65,303.	65,303.	
TO PART I, LINE 4	174,684.	64,679.	110,005.	110,005.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
FEDERAL TAX REFUND	2,777.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	2,777.	0.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	75.	38.		37.
TO FM 990-PF, PG 1, LN 16A	75.	38.		37.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,000.	1,500.		1,500.
TO FORM 990-PF, PG 1, LN 16B	3,000.	1,500.		1,500.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	8,248.	8,248.		0.
TO FORM 990-PF, PG 1, LN 16C	8,248.	8,248.		0.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAXES	4,246.	0.		0.
TO FORM 990-PF, PG 1, LN 18	4,246.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	79.	0.		0.
NON-DEDUCTIBLE EXPENSES	1,110.	0.		0.
TO FORM 990-PF, PG 1, LN 23	1,189.	0.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED - UBS #37443	2,370,925.	2,072,778.
SEE SCHEDULE ATTACHED - UBS #37744	821,761.	828,557.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,192,686.	2,901,335.

FORM 990-PF CORPORATE BONDS STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED - UBS #37744	2,311,081.	2,296,668.
SEE SCHEDULE ATTACHED - UBS #37443	49,354.	44,220.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,360,435.	2,340,888.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED - UBS #37744	COST	602,149.	621,409.
SEE SCHEDULE ATTACHED - UBS #37744	COST	50,000.	50,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		652,149.	671,409.

Holding	Number of shares	Purchase price/ Average price per share ($)	Client investment ($)	Cost basis ($)	Price per share on Sep 30 ($)	Value on Sep 30 ($)	Unrealized gain or loss ($)	Investment return ($)	Holding period
EAI $24 Current yield. 0 08%									

Equities

Common stock

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Sep 30 ($)	Value on Sep 30 ($)	Unrealized gain or loss ($)	Holding period
ADELPHIA RECOVERY TRUST Symbol ADPAJ Exchange OTC	Feb 14, 07	38,860 000	0 560	18,554 68	——Price was unavailable——		-21,761 60	LT

Structured products

There may be little or no secondary market for structured products Prices are estimated values obtained from third parties or issuers and do not reflect adjustments taken by such third parties or issuers for financial reporting purposes arising from changes in the market value of such transactions The value at which you would be able to purchase, sell, enter into, assign or terminate any instrument will be impacted by other factors, such as hedging and transaction costs, credit considerations, bid-ask spreads and market liquidity

Holding	Trade date	Quantity	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Sep 30 ($)	Value on Sep 30 ($)	Unrealized gain or loss ($)	Holding period
DEUTSCHE BANK AG ROS RTY 05/31/2016 Exchange OTC	Apr 27, 15	10,000 000	10 000	100,000.00	8 680	86,800 00	-13,200 00	ST
HSBC USA INC TRIGGER AOS RTY 08/31/2020 Exchange OTC	Aug 27, 15	10,000 000	10 000	100,000 00	9 650	96,500 00	-3,500 00	ST
Total				**$200,000.00**		**$183,300.00**	**-$16,700.00**	

Your assets › Equities (continued)

Mutual funds

Total reinvested is the total of all reinvested dividends. It does not include any cash dividends It is not a tax lot for the purposes of determining holding *periods or* cost basis The shares you receive each time you reinvest dividends become a separate tax lot

Cost basis is the total purchase cost of the security, including reinvested dividends The cost basis may need to be adjusted for return of capital payments in order to determine the adjusted cost basis for tax reporting purposes

Unrealized (tax) gain or loss is the difference between the current value and the cost basis and would generally be your taxable gain or loss if the security was sold on this date The unrealized (tax) gain or loss may need to be adjusted for return of capital payments in order to determine the realized gain or loss for tax reporting purposes

Investment return is the current value minus the amount you invested It *does not include shares* that *are not* reflected on your statement, including shares that have been realized as either a gain or a loss It also does not include cash dividends that were not reinvested

Holding	Number of shares	Purchase price/ Average price per share ($)	Client investment ($)	Cost basis ($)	Price per share on Sep 30 ($)	Value on Sep 30 ($)	Unrealized (tax) gain or loss ($)	Investment return ($)	Holding period
FIRST EAGLE US VALUE									
FUND CLASS A									
Symbol FEVAX									
Trade date Nov 4, 11	29,188 558	17 130	500,000 00	500,000 00	18 570	542,031.52	42,031 52		LT
Total reinvested	5,558 709	18 566		103 206 07	18 570	103,225 23	19 16		
EAI $2,606 Current yield 0 40%									
Security total	34,747 267	17 360	500,000 00	603,206 07		645,256 74	42,050 68	145,256 75	

Fixed income

Corporate bonds and notes

Prices are obtained from independent quotation bureaus that use computerized valuation formulas to calculate current values Actual market values may vary and thus gains/losses may not be accurately reflected Cost basis has been adjusted for accreted original issue discount (OID) Cost basis has been automatically adjusted for amortization of bond premium using the constant yield method If you have made a tax election to deduct the *premium amortization on taxable debt securities, you may* request UBS adjust cost basis for the bond premium amortization

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Adjusted cost basis ($)	Price on Sep 30 ($)	Value on Sep 30 ($)	Unrealized gain or loss ($)	Holding period
ESCROW CENTURY								
COMMUNICATIONS								
MATURES 03/15/03								
CUSIP 156ESCAF2		100,000 000	--This information was unavailable--		——Price was unavailable——			
WASHINGTON MUT								
DEFAULTED								
RATE 06 875% MATURES 06/15/11								
CUSIP 93933WAA4	Feb 28, 08	40,000 000	95 000	38,005 25	0 010	4.00	-38,001 25	LT

continued next page

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Adjusted cost basis ($)	Price on Sep 30 ($)	Value on Sep 30 ($)	Unrealized gain or loss ($)	Holding period
SPRINT NEXTEL CORP W +30BPS RATE 06 000% MATURES 12/01/16 ACCRUED INTEREST $1,983 33 CUSIP 852061AD2 Moody Caa1 S&P B+ EAI $6,000 Current yield 6 09%	Jun 27, 07	100,000.000	96 156	96,156 25	98 563	98,563 00	2,406 75	LT
MORGAN STANLEY ADJ RATE MATURES 08/14/17 CUSIP 61760QBU7 Moody A3 S&P A- EAI $6,000 Current yield 2 96% Original cost basis $200,005 25	Aug 07, 12	200,000 000	99 035	198,071 50	101 498	202,996 00	4,924 50	LT
ISTAR FINANCIAL INC NTS CALL@MW+50BP RATE 07 125% MATURES 02/15/18 ACCRUED INTEREST $890.63 CUSIP 45031UBQ3 Moody B2 S&P B+ EAI· $7,125 Current yield. 6 97% Original cost basis $103,005 25	Dec 06, 12	100,000 000	101 494	101,494 57	102 250	102,250 00	755 43	LT
GENWORTH FINANCIAL INC RATE 07.200% MATURES 02/15/21 ACCRUED INTEREST $900 00 CUSIP 37247DAN6 Moody· Ba1 S&P BB- EAI $7,200 Current yield: 7 20% Original cost basis $102,485 25	Nov 07, 14	100,000 000	102 186	102,186.58	100 000	100,000 00	-2,186 58	ST
GENL ELECT CAP CORP B/E RATE 07 125% MATURES 12/15/49 CALLABLE ACCRUED INTEREST $4,156 26 CUSIP 369622SN6 Moody Baa1 S&P A+ EAI $14,250 Current yield 6 17% Original cost basis $212,005 25	Jun 26, 12	200,000 000	105 869	211,738 62	115.500	231,000 00	19,261 38	LT

continued next page

Your assets › Fixed income › Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Adjusted cost basis ($)	Price on Sep 30 ($)	Value on Sep 30 ($)	Unrealized gain or loss ($)	Holding period
BANK OF AMER CORP B/E RATE 05.125% MATURES 12/29/49 CALLABLE ACCRUED INTEREST $1,466 32 CUSIP 060505EG5 Moody Ba2 S&P BB+ EAI $5,125 Current yield 5 25%	Mar 04, 15	100,000 000	99 750	99,755 25	97 625	97,625 00	-2,130 25	ST
BANK OF AMER CORP B/E RATE 06 100% MATURES 12/29/49 CALLABLE ACCRUED INTEREST $220 28 CUSIP 060505EN0 Moody Ba2 S&P BB+ EAI $6,100 Current yield 6 26%	Jun 15, 15	100,000 000	100 000	100,005 25	97 500	97,500 00	-2,505 25	ST
CITIGROUP INC B/E RATE 05 950% MATURES 12/29/49 CALLABLE ACCRUED INTEREST $991 67 CUSIP 172967GD7 Moody Ba2 S&P BB+ EAI $5,950 Current yield 6 13% Original cost basis $102,005 25	Mar 04, 15	100,000 000	101 994	101,994 92	97 063	97,063 00	-4,931 92	ST
CITIGROUP INC B/E RATE 05 900% MATURES 12/29/49 CALLABLE ACCRUED INTEREST $737 50 CUSIP 172967GF2 Moody Ba2 S&P BB+ EAI $5,900 Current yield 6 05%	Mar 27, 14	100,000 000	99 509	99,509 14	97 500	97,500 00	-2,009 14	LT

continued next page

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Adjusted cost basis ($)	Price on Sep 30 ($)	Value on Sep 30 ($)	Unrealized gain or loss ($)	Holding period
JPMORGAN CHASE & CO B/E RATE 06 125% MATURES 12/29/49 CALLABLE ACCRUED INTEREST $2,552 08 CUSIP 46625HJW1 Moody Baa3 S&P BBB- EAI $6,125 Current yield 6 13% Original cost basis $100,505 25	Mar 27, 14	100,000 000	100 498	100,498 94	99 875	99,875 00	-623 94 *	LT
METLIFE INC B/E RATE 05 250% MATURES 12/29/49 INTEREST EARNED FROM 06/01/15 1ST INTEREST PAYMENT 12/15/15 CALLABLE ACCRUED INTEREST $1,735 42 CUSIP 59156RBP2 Moody Baa2 S&P BBB- EAI $5,250 Current yield 5 30% Original cost basis $100,380 25	Jun 10, 15	100,000 000	100 379	100,379 07	99.000	99,000 00	-1,379 07	ST
WELLS FARGO & CO NEW DEP SHS SER J RATE 05 900% MATURES 12/29/49 CALLABLE ACCRUED INTEREST $1,720 83 CUSIP 949746RG8 Moody Baa2 S&P BBB EAI $5,900 Current yield 5 90% Original cost basis $102,505.25	Jun 10, 15	100,000.000	102 498	102,498 31	100.000	100,000 00	-2,498 31	ST
Total		**$1,540,000.000**		**$1,452,293.65**		**$1,423,376.00**	**-$28,917.65**	

Total accrued interest: $17,354.32

Total estimated annual income: $80,925

Asterisk * indicates the calculation of unrealized gains/losses based upon a UBS Financial Services adjustment to cost basis

Mutual funds

Total reinvested is the total of all reinvested dividends It does not include any cash dividends It is not a tax lot for the purposes of determining holding periods or cost basis The shares you receive each time you reinvest dividends become a separate tax lot

Cost basis is the total purchase cost of the security, including reinvested dividends The cost basis may need to be adjusted for return of capital payments in order to determine the adjusted cost basis for tax reporting purposes

Unrealized (tax) gain or loss is the difference between the current value and the cost basis and would generally be your taxable gain or loss if the security was sold on this date The unrealized (tax) gain or loss may need to be adjusted for return of capital payments in order to determine the realized gain or loss for tax reporting purposes

Investment return is the current value minus the amount you invested It does not include shares that are not reflected on your statement, including shares that have been realized as either a gain or a loss It also does not include cash dividends that were not reinvested

Holding	Number of shares	Purchase price/ Average price per share ($)	Client investment ($)	Cost basis ($)	Price per share on Sep 30 ($)	Value on Sep 30 ($)	Unrealized (tax) gain or loss ($)	Investment return ($)	Holding period
RS FLOATING RATE FUND									
CLASS A									
Symbol RSFLX									
Trade date May 4, 11	24,061 598	10 390	250,005 25	250,005 25	9 450	227,382 10	-22,623 15		LT
Total reinvested	5,467 516	10 121		55,339 73	9 450	51,668 03	-3,671 70		
EAI $12,963 Current yield 4 65%									
Security total	29,529 114	10 340	250,005 25	305,344 98		279,050 12	-26,294 85	29,044 88	

Preferred securities

Holding	Trade date	Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Sep 30 ($)	Value on Sep 30 ($)	Unrealized gain or loss ($)	Holding period
BARCLAYS BANK PLC ADR PFD SR 5								
SER 5 8 125% PREFERRED CLBL								
PAR VALUE - 25 00 USD								
Symbol BCS PRD Exchange NYSE								
EAI $14,217 Current yield 7 85%	Nov 30, 09	5,000 000	23 500	117,504 75	25 870	129,350 00	11,845 25	LT
	May 6, 10	2,000 000	21 952	43,905 25	25 870	51,740 00	7,834 75	LT
Security total		7,000 000		161,410 00		181,090 00	19,680 00	
GOLDMAN SACHS GROUP INC SER C								
PREFERRED CLBL PAR VALUE -								
25 00 USD								
Symbol GS PRC Exchange NYSE								
EAI $4,044 Current yield 4 91%	Mar 4, 15	4,000 000	20 883	83,533 75	20 610	82,440 00	-1,093 75	ST

continued next page

Holding	Trade date	Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Sep 30 ($)	Value on Sep 30 ($)	Unrealized gain or loss ($)	Holding period
HSBC HOLDINGS 8 125% PERPETUAL, CALLABLE Symbol HSEA Exchange NYSE EAI. $8,124 Current yield 7 80%	Apr 2, 08	4,000 000	25 000	100,000 00	26 030	104,120 00	4,120 00	LT
MORGAN STANLEY CAP TR VIII 6 450% DUE 04/15/67 CALLABLE Symbol· MSK Exchange. NYSE EAI· $3,871 Current yield 6 41%	Apr 19, 07	2,400 000	25 000	60,000 00	25 170	60,408 00	408 00	LT
ROYAL BK SCOTLAND GROUP PLC SER R 6.125% PREFERRED CLBL PAR VALUE - 25 00 USD Symbol RBS PRR Exchange NYSE EAI $7,655 Current yield 6 19%	Dec 15, 06	4,000 000	25 000	100,000 00	24 740	98,960 00	-1,040 00	LT
	Sep 16, 14	1,000 000	23 498	23,498 25	24 740	24,740 00	1,241 75	LT
Security total		5,000 000		123,498.25		123,700.00	201 75	
TRAVELCENTERS OF AMERICA LLC (TA) 8 250% DUE 01/15/28 CALLABLE Symbol TANN Exchange NYSE EAI: $2,063 Current yield· 8 21%	Jan 8, 13	1,000 000	25 000	25,000 00	25 130	25,130 00	130 00	LT
Total				**$553,442.00**		**$576,888.00**	**$23,446.00**	

Total estimated annual income: $39,974

Other

Mutual funds

Total reinvested is the total of all reinvested dividends It does not include any cash dividends It is not a tax lot for the purposes of determining holding periods or cost basis The shares you receive each time you reinvest dividends become a separate tax lot

Cost basis is the total purchase cost of the security, including reinvested dividends The cost basis may need to be adjusted for return of capital payments in order to determine the adjusted cost basis for tax reporting purposes

Unrealized (tax) gain or loss is the difference between the current value and the cost basis and would generally be your taxable gain or loss if the security was sold on this date The unrealized (tax) gain or loss may need to be adjusted for return of capital payments in order to determine the realized gain or loss for tax reporting purposes

Investment return is the current value minus the amount you invested It does not include shares that are not reflected on your statement, including shares that have been realized as either a gain or a loss It also does not include cash dividends that were not reinvested

Holding	Number of shares	Purchase price/ Average price per share ($)	Client investment ($)	Cost basis ($)	Price per share on Sep 30 ($)	Value on Sep 30 ($)	Unrealized (tax) gain or loss ($)	Investment return ($)	Holding period
FIRST EAGLE GLOBAL FUND									
CLASS A									
Symbol SGENX									
Trade date Mar 15, 11	166 186	46 100	7,661 33	7,661 33	49 710	8,261 11	599 78		LT
Trade date May 17, 11	2,075 550	48 182	100,005 25	100,005 25	49 710	103,175 59	3,170 34		LT
Trade date May 23, 11	2,091 175	47 822	100,005 25	100,005 25	49 710	103,952 31	3,947 06		LT
Trade date May 24, 11	2,088 555	47 882	100,005 25	100,005 25	49 710	103,822 07	3,816 82		LT
Trade date Jun 1, 11	2,069 536	48 322	100,005 25	100,005 25	49 710	102,876.63	2,871.38		LT
Trade date Jun 10, 11	2,105 706	47 492	100,005 25	100,005 25	49 710	104,674 65	4,669 40		LT
Total reinvested	1,903 967	49.613		94,461 79	49 710	94,646 20	184 41		
EAI $3,688 Current yield 0 59%									
Security total	12,500 675	48 169	507,687 58	602,149 37		621,408 55	19,259 19	113,720 98	

Your total assets

		Value on Sep 30 ($)	Percentage of your account	Cost basis ($)	Estimated annual income ($)	Unrealized gain or loss ($)
Cash	**Cash and money balances**	**1,382,015.05**	**26.79%**	**1,382,015.05**		
Cash alternatives	**Money market funds**	**30,000 00**	**0.58%**	**30,000.00**	**24.00**	
Equities	Common stock			18,554 68		-21,761 60
	Structured products	183,300 00		200,000 00		-16,700 00
	Mutual funds	645,256 74		603,206 07	2,606 00	42,050 68
	Total equities	**828,556 74**	**16.06%**	**824,967.67**	**2,606.00**	**3,589.08**
Fixed income	* Corporate bonds and notes	1,423,376 00		1,452,293 65	80,925 00	-28,917 65

continued next page

		Value on Sep 30 ($)	Percentage of your account	Cost basis ($)	Estimated annual income ($)	Unrealized gain or loss ($)
	Mutual funds	279,050 12		305,344 98	12,963 00	-26,294 85
	Preferred securities	576,888 00		553,442 00	39,974 00	23,446 00
	Total accrued interest	17,354 32				
	Total fixed income	**2,296,668.44**	**44.52%**	**2,311,080.63**	**133,862.00**	**-31,766.50**
Other	**Mutual funds**	**621,408.55**	**12.05%**	**602,149.37**	**3,688.00**	**19,259.19**
Total		**$5,158,648.78**	**100.00%**	$5,147,005.80	**$140,180.00**	**-$8,918.23**

* Missing cost basis information.

Alternative investments not held at UBS Financial Services Inc.

These assets are held outside UBS Financial Services Inc (UBS FS) and are reported as a service to you UBS FS does not maintain information regarding these assets as part of our regulatory books and records and does not guarantee the accuracy of the information, which reflect the records of the issuers The value shown is not necessarily the value you would receive from the issuer if you sold the assets UBS FS has not obtained representations from the issuers confirming that their books and records reflect accurate ownership information Assets held away from UBS FS are not covered by SIPC "Third party est value per unit" is an estimate of value supplied by an independent valuation firm and reflects adjustments for factors such as the liquidity of the units

Estimates of value supplied by issuers of certain programs (which are generally "net asset value" estimates) are shown as "Issuer est value per unit" These two values may vary because of differences in the way they were estimated and because the "Third party est value per unit" may have been prepared on the basis of financial information other than year-end Reported estimates may not reflect resale, liquidation or repurchase value, if any, and may not reflect distributions of capital until the next valuation is reported, generally on an annual or semi-annual basis *See Important information* about your statement at the end of this statement

Holding	Units	Third party est value per unit ($)	Third party est value total ($)	Issuer est value per unit ($)	Issuer est value total ($)	Distributions to date ($)	Original unit size ($)
AG ENERGY CREDIT OPPORTUNITIES HOLDINGS LP COMMITMENT AMOUNT	500,000 000	——— Not Priced ———		——— Not Priced ———		N/A	
AG ENERGY CREDIT OPPORTUNITIES HOLDINGS LP FUNDS IN ESCROW	50,000 000	1 000	50,000 00			N/A	
Total			**$50,000.00**				

	Cost	FMV
Total Equities	$821,760.75	$828,556.74
Total Fixed Income	$2,311,080 63	$2,296,668 44
Total Mutual Funds	$602,149 37	$621,408.55
Total Alternative Investments	$50,000 00	$50,000 00
Total Investments	$3,784,990 75	$3.796,633.73

Equities

Common stock

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Sep 30 ($)	Value on Sep 30 ($)	Unrealized gain or loss ($)	Holding period
AMEREN CORP Symbol AEE Exchange NYSE EAI $4,100 Current yield 3.88%	Mar 20, 07	500 000	50 330	25,165 00	42 270	21,135 00	-4,030.00	LT
	Dec 2, 09	2,000 000	26 686	53,372 00	42 270	84,540 00	31,168 00	LT
Security total		2,500 000	31 415	78,537 00		105,675 00	27,138 00	
BANK OF AMER CORP Symbol BAC Exchange NYSE EAI $6,000 Current yield 1.28%	Jul 18, 08	1,148 000	37 709	43,290 52	15 580	17,885 84	-25,404 68	LT
	Sep 16, 08	4,297 000	23 179	99,603 00	15 580	66,947 26	-32,655 74	LT
	Nov 21, 08	2,150 000	13 255	28,500 04	15 580	33,497 00	4,996 96	LT
	Jan 8, 09	405 000	13 357	5,409 91	15 580	6,309 90	899 99	LT

continued next page

Your assets › **Equities** › **Common stock** (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Sep 30 ($)	Value on Sep 30 ($)	Unrealized gain or loss ($)	Holding period
	Jan 16, 09	4,250 000	13 194	56,077 01	15 580	66,215 00	10,137 99	LT
	Feb 6, 09	5,750 000	5 629	32,371 42	15.580	89,585 00	57,213 58	LT
	Jul 20, 10	2,000 000	13 428	26,857 60	15 580	31,160 00	4,302 40	LT
	Nov 19, 10	2,500 000	11 410	28,525 03	15 580	38,950 00	10,424 97	LT
	May 4, 11	2,500 000	12 540	31,350 00	15 580	38,950 00	7,600 00	LT
	Nov 28, 11	5,000 000	5 338	26,694 00	15 580	77,900 00	51,206 00	LT
Security total		30,000 000	12 623	378,678.53		467,400 00	88,721 47	
BARCLAYS PLC ADR Symbol BCS Exchange NYSE EAI $4,800 Current yield 2 60%	Mar 1, 07	2,000 000	57 385	114,771 00	14 780	29,560 00	-85,211 00	LT
	Mar 5, 07	1,000 000	55 259	55,259.72	14 780	14,780 00	-40,479 72	LT
	Sep 11, 07	1,000 000	49 186	49,186 00	14 780	14,780 00	-34,406 00	LT
	Nov 5, 07	1,000 000	43 293	43,293 00	14 780	14,780 00	-28,513 00	LT
	Feb 21, 08	2,000 000	37 830	75,661 00	14 780	29,560 00	-46,101 00	LT
	Jun 24, 08	2,000 000	24 673	49,347 00	14 780	29,560 00	-19,787 00	LT
	Jul 8, 08	1,000 000	22 190	22,190 00	14 780	14,780 00	-7,410 00	LT
	Oct 1, 13	2,500 000	12 004	45,010 70	14 780	36,950 00	6,939 30	LT
Security total		12,500 000	35 177	454,718 42		184,750 00	-254,968 42	
CEMEX S A B DE C V SPON ADR Symbol CX Exchange NYSE	Mar 24, 15	1,040 000	9 418	9,795 50	6 990	7,269 60	-2,525 90	ST
	May 13, 15	460 000	10 100	4,646 00	6 990	3,215 40	-1,430 60	ST
	Jul 17, 15	500 000	8 925	4,462 65	6 990	3,495 00	-967 65	ST
Security total		2,000 000	9 452	18,904 15		13,980 00	-4,924 15	
CITIGROUP INC Symbol C Exchange NYSE EAI $400 Current yield 0 40%	Jan 24, 08	100 000	270 800	27,080 00	49 610	4,961 00	-22,119 00	LT
	Feb 13, 08	200 000	260 500	52,100.00	49 610	9,922 00	-42,178 00	LT
	Jun 24, 08	200 000	188 674	37,734 85	49 610	9,922 00	-27,812 85	LT
	Jul 31, 08	200 000	184 389	36,877 99	49.610	9,922 00	-26,955 99	LT
	Mar 2, 10	300 000	34 200	10,260 00	49 610	14,883 00	4,623 00	LT
	Jan 28, 14	1,000 000	49 749	49,749 90	49.610	49,610 00	-139 90	LT
Security total		2,000 000	106 901	213,802 74		99,220 00	-114,582 74	

continued next page

Your assets › **Equities** › **Common stock** (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Sep 30 ($)	Value on Sep 30 ($)	Unrealized gain or loss ($)	Holding period
DOW CHEMICAL								
Symbol DOW Exchange NYSE								
EAI $5,880 Current yield 3 96%	Feb 1, 06	500 000	42 034	21,017 00	42 400	21,200 00	183 00	LT
	Jan 22, 08	1,000 000	34 610	34,610 00	42 400	42,400 00	7,790 00	LT
	Sep 3, 08	2,000 000	34 836	69,673 00	42 400	84,800 00	15,127 00	LT
Security total		3,500 000	35 800	125,300 00		148,400 00	23,100 00	
DYNEGY INC NEW								
Symbol DYN Exchange NYSE	Jan 22, 08	4 211	1,701 560	7,165 78	20 670	87 05	-7,078 73	LT
	Jan 24, 08	8 139	1,672 821	13,615 76	20 670	168 24	-13,447 52	LT
	Jul 31, 08	3 256	1,773 594	5,774 29	20 670	67 30	-5,706 99	LT
	Aug 12, 08	8 139	1,555 279	12,659 04	20 670	168 24	-12,490 80	LT
	Sep 9, 08	8 139	1,290 962	10,507 53	20 670	168 24	-10,339 29	LT
	Sep 10, 08	8 139	1,241 285	10,103 32	20 670	168 24	-9,935 08	LT
	Oct 8, 08	8 139	666 593	5,425 67	20 670	168 24	-5,257 43	LT
	Aug 19, 11	48 836	193 421	9,445 93	20 670	1,009 44	-8,436 49	LT
Security total		97 000	770 075	74,697 32		2,004 99	-72,692 33	
GENL ELECTRIC CO								
Symbol GE Exchange NYSE								
EAI $6,900 Current yield 3 65%	Feb 27, 09	2,000 000	8 670	17,340 00	25 220	50,440 00	33,100 00	LT
	Nov 23, 10	2,000 000	15 799	31,598 00	25 220	50,440 00	18,842.00	LT
	Mar 18, 11	2,500 000	20 500	51,250 03	25 220	63,050 00	11,799 97	LT
	Aug 8, 11	1,000 000	15 835	15,835 50	25 220	25,220 00	9,384 50	LT
Security total		7,500 000	15 470	116,023 53		189,150.00	73,126 47	
INTEL CORP								
Symbol INTC Exchange OTC								
EAI $960 Current yield 3 19%	Mar 8, 12	500 000	26 838	13,419 10	30 140	15,070 00	1,650.90	LT
	Aug 22, 12	500 000	25 918	12,959 00	30 140	15,070 00	2,111 00	LT
Security total		1,000 000	26 378	26,378 10		30,140 00	3,761 90	
METLIFE INC								
Symbol MET Exchange NYSE								
EAI $1,500 Current yield 3 18%	Aug 24, 15	1,000 000	48 178	48,178 08	47 150	47,150 00	-1,028 08	ST

continued next page

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Sep 30 ($)	Value on Sep 30 ($)	Unrealized gain or loss ($)	Holding period
MICROSOFT CORP								
Symbol MSFT Exchange OTC								
EAI $4,320 Current yield 3 25%	Nov 18, 08	500 000	19 320	9,660 00	44 260	22,130 00	12,470 00	LT
	Dec 12, 13	1,000 000	37 465	37,465 00	44 260	44,260 00	6,795 00	LT
	Jan 28, 14	500 000	36 115	18,057 85	44.260	22,130.00	4,072 15	LT
	Jun 29, 15	1,000 000	44 820	44,820 49	44.260	44,260 00	-560 49	ST
Security total		3,000 000	36 668	110,003 34		132,780 00	22,776 66	
MORGAN STANLEY								
Symbol MS Exchange NYSE								
EAI $3,600 Current yield 1 90%	Mar 18, 11	3,500 000	28 550	99,925 04	31 500	110,250 00	10,324 96	LT
	Apr 16, 12	2,500 000	17 397	43,493.75	31 500	78,750 00	35,256 25	LT
Security total		6,000 000	23 903	143,418 79		189,000.00	45,581 21	
NORDSTROM INC								
Symbol JWN Exchange. NYSE								
EAI $1,480 Current yield 2 06%	Aug 15, 13	900 000	59 270	53,343 00	71 710	64,539 00	11,196 00	LT
	Aug 16, 13	100 000	57 625	5,762 50	71 710	7,171.00	1,408 50	LT
Security total		1,000 000	59 106	59,105 50		71,710 00	12,604 50	
ROCHE HLDG LTD SPONS ADR SWITZ ADR								
Symbol· RHHBY Exchange OTC								
EAI· $826 Current yield 2 51%	Aug 4, 14	1,000 000	35 985	35,985 00	32 950	32,950 00	-3,035 00	LT
TRAVELERS COS INC/THE								
Symbol: TRV Exchange NYSE								
EAI $2,440 Current yield 2.45%	Mar 14, 14	1,000 000	82 535	82,535 70	99 530	99,530.00	16,994.30	LT
UNION PACIFIC CORP								
Symbol UNP Exchange NYSE								
EAI. $3,300 Current yield. 2 49%	Apr 29, 14	400 000	94 015	37,606 20	88 410	35,364 00	-2,242.20	LT
	Jun 26, 15	600 000	97 569	58,541 94	88 410	53,046 00	-5,495 94	ST
	Aug 24, 15	500.000	84 437	42,218 50	88.410	44,205 00	1,986.50	ST
Security total		1,500 000	92 244	138,366 64		132,615 00	-5,751.64	
Total				**$2,089,632.84**		**$1,946,454.99**	**-$143,177.85**	

Total estimated annual income: $46,506

Closed end funds & Exchange traded products

Total reinvested is the total of all reinvested dividends It does not include any cash dividends It is not a tax lot for the purposes of determining holding periods or cost basis The shares you receive each time you reinvest dividends become a separate tax lot

Cost basis is the total purchase cost of the security, including reinvested dividends The cost basis may need to be adjusted for return of capital payments in order to determine the adjusted cost basis for tax reporting purposes

Unrealized (tax) gain or loss is the difference between the current value and the cost basis and would generally be your taxable gain or loss if the security was sold on this date The unrealized (tax) gain or loss may need to be adjusted for return of capital payments in order to determine the *realized gain or loss* for tax reporting purposes

Investment return is the current value minus the amount *you invested It does not* include shares that are not reflected on your statement, including shares that have been realized as either a gain or a loss It also does not include cash dividends that were not reinvested

Holding	Number of shares	Purchase price/ Average price per share ($)	Client investment ($)	Cost basis ($)	Price per share on Sep 30 ($)	Value on Sep 30 ($)	Unrealized (tax) gain or loss ($)	Investment return ($)	Holding period
EATON VANCE TAX MANAGED DIVERSIFIED EQUITY INCOME FUND Symbol ETY									
Trade date Aug 16, 07	5,000 000	14 301	71,509 67	71,509 67	10 280	51,400 00	-20,109 67	-20,109 67	LT
EAI $5,060 Current yield 9 84%									
EATON VANCE TAX MANAGED GLOBAL DIVERSIFIED EQUITY INCOME FUND Symbol EXG									
Trade date Aug 27, 08	5,000 000	11 805	59,028 50	59,028 50	8 300	41,500 00	-17,528 50	-17,528 50	LT
EAI $4,880 Current yield 11 76%									
Total			**$130,538.17**	**$130,538 17**		**$92,900.00**	**-$37,638.17**	**-$37,638.17**	

Total estimated annual income: $9,940

Other equity investments

Cost basis and gains and losses have not been adjusted automatically for return of capital payments
Restricted security values are estimated for informational purposes See *Important information about your statement* at the end of this document for additional information

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Sep 30 ($)	Value on Sep 30 ($)	Unrealized gain or loss ($)	Holding period
BLACKSTONE GROUP LP/THE UNIT REPSTG LTD PARTNERSHIP INT Symbol: BX Exchange NYSE								
EAI $2,850 Current yield 9.00%	Aug 24, 15	1,000 000	33 405	33,405 60	31 670	31,670.00	-1,735.60	ST

Warrants

Holding	Trade date	Number of warrants	Purchase price per warrant ($)	Cost basis ($)	Price per warrant on Sep 30 ($)	Value on Sep 30 ($)	Unrealized gain or loss ($)	Holding period
WARRANTS DYNEGY INC NEW								
(DELA)								
Expires Oct 02, 17	Jan 22, 08	75 853	147 208	11,166 20	1 150	87 23	-11,078 97	LT
	Jan 24, 08	127 030	144 723	18,384 24	1 150	146 08	-18,238 16	LT
	Jul 31, 08	50 812	153 438	7,796 55	1 150	58 43	-7,738 12	LT
	Aug 12, 08	127 030	134 554	17,092 46	1 150	146 08	-16,946 38	LT
	Sep 09, 08	127 030	111 685	14,187 47	1 150	146 08	-14,041 39	LT
	Sep 10, 08	127 031	107 389	13,641 68	1 150	146 09	-13,495 59	LT
	Oct 08, 08	127 030	57 669	7,325 83	1 150	146 08	-7,179 75	LT
	Aug 19, 11	762 183	16 733	12,754 07	1 150	876 51	-11,877 56	LT
Security Total		1,524 000		102,348 50		1,752 60	-100,595 92	

Fixed income

Closed end funds & Exchange traded products

Total reinvested is the total of all reinvested dividends It does not include any cash dividends It is not a tax lot for the purposes of determining holding periods or cost basis The shares you receive each time you reinvest dividends become a separate tax lot

Cost basis is the total purchase cost of the security, including reinvested dividends The cost basis may need to be adjusted for return of capital payments in order to determine the adjusted cost basis for tax reporting purposes

Unrealized (tax) gain or loss is the difference between the current value and the cost basis and would generally be your taxable gain or loss if the security was sold on this date The unrealized (tax) gain or loss may need to be adjusted for return of capital payments in order to determine the realized gain or loss for tax reporting purposes

Investment return is the current value minus the amount you invested It does not include shares that are not reflected on your statement, including shares that have been realized as either a gain or a loss It also does not include cash dividends that were not reinvested

Holding	Number of shares	Purchase price/ Average price per share ($)	Client investment ($)	Cost basis ($)	Price per share on Sep 30 ($)	Value on Sep 30 ($)	Unrealized (tax) gain or loss ($)	Investment return ($)	Holding period
BROOKFIELD MTG OPPORTUNITY									
INCOME FD INC									
Symbol BOI									
Trade date Oct 17, 13	2,000 000	16 891	33,782 40	33,782 40	14 740	29,480 00	-4,302 40		LT
Trade date Jun 26, 15	1,000 000	15 571	15,571 64	15,571 64	14 740	14,740 00	-831 64		ST
EAI $4,575 Current yield 10 35%									
Security total	3,000 000	16.451	49,354 04	49,354 04		44,220 00	-5,134 04	-5,134 04	

Your total assets

		Value on Sep 30 ($)	Percentage of your account	Cost basis ($)	Estimated annual income ($)	Unrealized gain or loss ($)
Cash	**Cash and money balances**	**88,004.26**	**3.99%**	**88,004 26**		
Equities	Common stock	1,946,454 93		2,089,632 84	46,506 00	-143,177 85
	Closed end funds & Exchange traded products	92,900 00		130,538 17	9,940 00	-37,638 17
	Other equity investments	31,670 00		33,405 60	2,850 00	-1,735 60
	Warrants	1,752 60		102,348 50		-100,595 92
	Total equities	**2,072,777.59**	**94.00%**	**2,355,925.11**	**59,296.00**	**-283,147.54**
Fixed income	**Closed end funds & Exchange traded products**	**44,220.00**	**2.01%**	**49,354.04**	**4,575.00**	**-5,134.04**
Total		**$2,205,001.85**	**100.00%**	**$2,493,283.41**	**$63,871.00**	**-$288,281.58**

	Cost	FMV
Total Equities	$2,370,925.11	$2,072,777.53
Total Fixed Income	$49,354.04	$44,200 00
Total Investments	$2,420,279 15	$2,116,997 53