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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.

2015

Open to Public Inspection

For calendar year 2015, or tax year beginning , 2015, and ending

Henry E. Niles Foundation
c/o Smith & Grant LLP, PO Box 4459
Greenwich, CT 06831

A Employer identification number
06-1252486

B Telephone number (see instructions)
203-661-1110

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
▶ \$ 29,352,998.

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(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) (see instructions).)

(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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REVENUE

1 Contributions, gifts, grants, etc., received (attach schedule)

2 Ck ☒ if the foundation is not required to attach Sch B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a 3,757,283.

7 Capital gain net income (from Part IV, line 2)

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) (attach schedule)

11 Other income (attach schedule)

See Statement 1

12 Total. Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule) See St 2

b Accounting fees (attach sch)

c Other prof fees (attach sch) See St 3

17 Interest

18 Taxes (attach schedule)(see instrs) See Stm 4

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

See Statement 5

24 Total operating and administrative expenses. Add lines 13 through 23

25 Contributions, gifts, grants paid Part XV

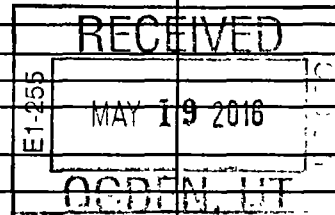
26 Total expenses and disbursements. Add lines 24 and 25

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements
-471,410.

b Net investment income (if negative, enter -0-)
1,155,746.

c Adjusted net income (if negative, enter -0-)



SCANNED MAY 26 2016

ADMINISTRATIVE AND OPERATING EXPENSES

g102 2

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		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		2,200,603.	3,201,732.	3,201,732.
	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 (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach sch)				
		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 (attach schedule)				
	b	Investments — corporate stock (attach schedule) Statement 6		15,256,514.	14,189,771.	21,333,408.
	c	Investments — corporate bonds (attach schedule) Statement 7		5,326,763.	4,920,968.	4,817,858.
	11	Investments — land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)					
12	Investments — mortgage loans					
13	Investments — other (attach schedule)					
14	Land, buildings, and equipment: basis					
	Less: accumulated depreciation (attach schedule)					
15	Other assets (describe)		1.			
16	Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)		22,783,881.	22,312,471.	29,352,998.	
LIABILITIES	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			X		
	27	Capital stock, trust principal, or current funds		22,783,881.	22,312,471.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)		22,783,881.	22,312,471.	
	31	Total liabilities and net assets/fund balances (see instructions)		22,783,881.	22,312,471.	

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	22,783,881.
2	Enter amount from Part I, line 27a	2	-471,410.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	22,312,471.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	22,312,471.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a Increases per Schedule A-2 (Exhibit 4)		P	Various	Various
b Decreases per Schedule B-1 (Exhibit 5)		P	Various	Various
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 2,159,605.		1,249,573.	910,032.
b 1,597,678.		1,873,046.	-275,368.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			910,032.
b			-275,368.
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	634,664.
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) (see instructions). If (loss), enter -0- in Part I, line 8			3	0.

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))
2014	1,712,251.	30,546,853.	0.056053
2013	1,666,549.	28,905,087.	0.057656
2012	1,507,965.	27,373,372.	0.055089
2011	1,600,259.	27,374,239.	0.058459
2010	1,560,494.	26,047,232.	0.059910

2 Total of line 1, column (d)	2	0.287167
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	0.057433
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	30,154,827.
5 Multiply line 4 by line 3	5	1,731,882.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	11,557.
7 Add lines 5 and 6	7	1,743,439.
8 Enter qualifying distributions from Part XII, line 4	8	1,747,084.

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)

1 a 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 instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here. ☒ and enter 1% of Part I, line 27b		1	11,557.
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	11,557.
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	11,557.
6 Credits/Payments:			
a 2015 estimated tax pmts and 2014 overpayment credited to 2015	6 a 22,650.		
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	22,650.	
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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	11,093.	
11 Enter the amount of line 10 to be Credited to 2016 estimated tax 11,093. Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
c 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? <i>If 'Yes,' attach a detailed description of the activities.</i>		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? <i>If 'Yes,' attach a conformed copy of the changes.</i>		X
4 a 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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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? <i>If 'Yes,' complete Part II, col. (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) CT		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i>	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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses.</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>www.heniles.org</u>	13	X	
14	The books are in care of <u>Smith & Grant LLP</u> Telephone no <u>203-661-1110</u> Located at <u>9 Greenwich Office Park, PO Box 4459 Greenwi</u> ZIP + 4 <u>06831</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If 'Yes,' enter the name of the foreign country <u>United Kingdom</u>	16	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
1 a 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 ☐	1 b	X
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 2015?	1 c	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? If 'Yes,' list the years <u>20</u> <u>20</u> <u>20</u> <u>20</u>	☐ Yes ☒ No	
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.)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20</u> <u>20</u> <u>20</u> <u>20</u>		
3 a 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 2015 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 2015.)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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 2015?	4 b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** 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)?

5 b N/A

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).

6 a 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?

6 b X

If 'Yes' to 6b, file Form 8870

7 a 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

7 b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Geoffrey M. Parkinson c/o S&G LLP, PO Box 4459 Greenwich, CT 06831	Pres/Directo 18.00	65,000.	0.	0.
Leland C. Selby c/o S&G LLP, PO Box 4459 Greenwich, CT 06831	VP/Sec/Direc 15.00	65,000.	0.	0.
James R. Lamb c/o S&G LLP, PO Box 4459 Greenwich, CT 06831	Treas/Direct 10.00	60,000.	0.	0.

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

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

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

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 (see instructions). If none, enter 'NONE.'**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over \$50,000 for professional services		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 (see instructions)

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.

3AA

Form 990-PF (2015)

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	1 a	28,143,251.
b Average of monthly cash balances	1 b	2,470,787.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	30,614,038.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	30,614,038.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	459,211.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	30,154,827.
6 Minimum investment return. Enter 5% of line 5	6	1,507,741.

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	1,507,741.
2 a Tax on investment income for 2015 from Part VI, line 5	2 a	11,557.
b Income tax for 2015 (This does not include the tax from Part VI.)	2 b	
c Add lines 2a and 2b	2 c	11,557.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	1,496,184.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	1,496,184.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,496,184.

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	1 a	1,747,084.
b Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,747,084.
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 (see instructions)	5	11,557.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,735,527.

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				1,496,184.
2 Undistributed income, if any, as of the end of 2015:				
a Enter amount for 2014 only			0.	
b Total for prior years 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010	283,270.			
b From 2011..	253,185.			
c From 2012	167,397.			
d From 2013	243,361.			
e From 2014	225,062.			
f Total of lines 3a through e	1,172,275.			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 1,747,084.				
a Applied to 2014, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2015 distributable amount				1,496,184.
e Remaining amount distributed out of corpus	250,900.			
5 Excess distributions carryover applied to 2015 (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	1,423,175.			
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 2014 Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required — see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)	283,270.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	1,139,905.			
10 Analysis of line 9:				
a Excess from 2011	253,185.			
b Excess from 2012	167,397.			
c Excess from 2013	243,361.			
d Excess from 2014	225,062.			
e Excess from 2015	250,900.			

N/A

- 4942(1)(5)

- (4) Gross investment income

[illegible]

See Statement for Line 2a

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 See attached Schedule B-3 (Exhibit 8)				1,547,500.
Total			3 a	1,547,500.
b Approved for future payment See Statement 9				
Total			3 b	725,000.

(e)
Related or exempt
function income
(See instructions)

(See worksheet in line 13 instructions to verify calculations)

[illegible]

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?

(1) Cash

(2) Other assets

b Other transactions:

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets.

(4) Reimbursement arrangements.

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

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

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.

Sign Here Jeffrey M. Anderson 15/10/16 **Pres/Director**

Signature of officer or trustee Date Title

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

☒ Yes ☐ No

Sign Here

**Paid
Preparer
Use Only**

Print/Type preparer's name

Anne M Piedade

Preparer's signature

Anne M Piedade

Date

5/15/16

Check ☐ if self-employed

PTIN

P01481450

Firm's name ▶ **SMITH & GRANT LLP**

Firm's address ▶ PO BOX 4459

GREENWICH, CT 06831

Firm's EIN ▶ 20-1779419

Phone no (203) 661-1110

Client HNI LES

Henry E. Niles Foundation

06-1252486

5/04/16

03.32PM

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Bk of America Cl Actn..	\$ 5,137.		
Fugio Cayman Fd Ptnr Dist	74,736.		
Schering-Plough Cl Actn	3,001.		
Total	<u>\$ 82,874.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 2
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FCSN - tax preparation	\$ 3,888.	\$ 3,888.		
Total	<u>\$ 3,888.</u>	<u>\$ 3,888.</u>		<u>\$ 0.</u>

Statement 3
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Bank of New York - Investment Advisor	\$ 127,458.	\$ 127,458.		
FCS&N - administrative fee	20,000.			\$ 20,000.
Total	<u>\$ 147,458.</u>	<u>\$ 127,458.</u>		<u>\$ 20,000.</u>

Statement 4
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
2014 balance due	\$ 13,309.			
2015 1st quarter estimated payment	9,620.			
2015 2nd quarter estimated payment	350.			
2015 3rd quarter estimated payment	5,310.			
2015 4th quarter estimated payment	7,020.			
2015 Addl 3rd quarter estimated payment	350.			
Total	<u>\$ 35,959.</u>	<u>\$ 0.</u>		<u>\$ 0.</u>

Client HNI LES

Henry E. Niles Foundation

06-1252486

5/04/16

03.32PM

Statement 5
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FCSN - Disbursements tax computer fee	\$ 80.			
Federal Express/postage	695.			\$ 695.
Hagendoorn & Emond Insurance, D&O Ins.	17,389.			17,389.
Kroll Associates-threat mgmt	1,496.			
Total	\$ 19,660.	\$ 0.		\$ 18,084.

Statement 6
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

<u>Corporate Stocks</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Corporate Stocks (Exhibit 6)	Mkt Val	\$ 14,189,771.	\$ 21,333,408.
	Total	\$ 14,189,771.	\$ 21,333,408.

Statement 7
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

<u>Corporate Bonds</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Corporate Bonds (Exhibit 6)	Mkt Val	\$ 4,920,968.	\$ 4,817,858.
	Total	\$ 4,920,968.	\$ 4,817,858.

Statement 8
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:

Name: Ashley C. Garan
 Care Of: Smith & Grant LLP
 Street Address: 9 Greenwich Office Park
 City, State, Zip Code: Greenwich, CT 06831
 Telephone: 203-900-3947

E-Mail Address:

Form and Content:

Applications must be submitted using the Foundation's
 Grant Application Form which is available for download at
 heniles.org.

Submission Deadlines:

Restrictions on Awards:

None
 Mission Statement and Guidelines attached as Exhibit 7

Client HNILES

Henry E. Niles Foundation

06-1252486

5/04/16

03 32PM

Statement 9
Form 990-PF, Part XV, Line 3b
Recipient Approved for Future Payment

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Salvation Army 855 Asylum Avenue Hartford CT 06105	none	PC	Emergency Disaster Services Program Enhancement	\$ 10,000.
Career Gear 40 Fulton Street #701 New York NY 10038	none	PC	MAST Mentoring Program	5,000.
Trek Medica 193 Bleeker Street #14 New York NY 10012	none	PC	Expansion of Beacon Emergency Pilot	25,000.
Water for People 100 E. Tennessee Avenue Denver CO 80209	none	PC	Global Everyone Forever Water & Sanitation	100,000.
Bowery Mission 132 Madison Avenue New York NY 10016	none	PC	Women's Center	60,000.
Horizons National Student Enrichment 120 Post Road West Westport CT 06880	none	PC	Expansion Support	25,000.
World Vision PO Box 9716 Federal Way WA 98063	none	PC	For Every Child: Ethiopia WASH Program	50,000.
AmeriCares 88 Hamilton Avenue Stamford CT 06902	none	PC	Emergency Response Program	25,000.
Water Aid America 315 Madison Avenue, Suite 2301 New York NY 10017	none	PC	Improving Access to WASH in Nicaragua	25,000.
Episcopal Relief & Development 815 Second Avenue New York NY 10017	none	PC	Early Childhood Development in Rural Zambia	50,000.
International Medical Equipment Collab. 1620 Osgood Street North Andover MA 01845	none	PC	Operations	200,000.
El Porvenir 80 Garden Center, Suite 135 Broomfield CO 80020	none	PC	Water Sanitation Hygiene & Watershed Protection in Rural Leon, Nicaragua	50,000.

Client HNILES

Henry E. Niles Foundation

06-1252486

5/04/16

03 32PM

Statement 9 (continued)
Form 990-PF, Part XV, Line 3b
Recipient Approved for Future Payment

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Innovations for Poverty Action 101 Whitney Avenue New Haven CT 06510	none	PC	Moving Evidence to Impact	\$ 100,000.
Total				\$ 725,000.

Statement 10
Form 990-PF, Part XVI-A, Line 11
Other Revenue

Other Revenue	(A) Busi- ness Code	(B) Unrelated Business Amount	(C) Exclu- sion Code	(D) Excluded Amount	(E) Related or Exempt Function
Bk of America Cl Actn			18	\$ 5,137.	
Chestnut Mansion (Estate)			14		
Chestnut Mansion (Trust)			14		
Country Estates Assoc. LP			14		
Fugio Cayman Fd Ptnr Dist			14	74,736.	
Schering-Plough Cl Actn			18	3,001.	
Stratford Inc Properties			14		
Total		\$ 0.		\$ 82,874.	\$ 0.

Client HNILES

Henry E. Niles Foundation

06-1252486

5/04/16

03:32PM

Other Income Producing Activities
Dividends/interest from securities.

Dividends per Schedule A-3 (Exhibit 1)	\$	348,272.
Interest per Schedule A-4 (Exhibit 2)		215,163.
Other Income per Schedule A-5 (Exhibit 3)		195,400.
Total	\$	<u>758,835.</u>

Other Revenue
Net investment income
Country Estates Assoc. LP

Per Schedule K-1: Net rental real estate income	\$	7,112.
Interest		2.
Ordinary dividends		0.
Net short capital gain		0.
Net long capital loss		0.
Net section 1231 loss		0.
Less amount received included in inc already		-87,500.
Total	\$	<u>-80,386.</u>

Other Revenue
Net investment income
Stratford Inc Properties

Per Schedule K-1: Net rental real estate income	\$	3,532.
Interest income		2.
Ordinary dividends		0.
Net short capital loss		0.
Net long capital gain		0.
Less income already reported in income receipts		-4,046.
Total	\$	<u>-512.</u>

Other Revenue
Net investment income
Chestnut Mansion (Estate)

Per Schedule K-1: Net rental real estate income	\$	1,484.
Interest income		12.
Less amount received included in inc already		0.
Total	\$	<u>1,496.</u>

Other Revenue
Net investment income
Chestnut Mansion (Trust)

Per Schedule K-1: Net rental real estate income	\$	1,483.
Interest income		12.
Less amount received included in inc already		0.
Total	\$	<u>1,495.</u>

Exhibit 1

(Dividends Received per Schedule A-3)

Schedule A-3

DIVIDENDS RECEIVED

<u>nture PLC</u>						
/15/15	Dividend Rec'd on	6,000	Shs.	\$6,120.00		
/13/15	Dividend Rec'd on	6,000	Shs.	<u>6,600.00</u>		\$12,720.00
 <u>c Inc</u>						
/02/15	Dividend Rec'd on	1,500	Shs.	\$585.00		
/01/15	Dividend Rec'd on	1,500	Shs.	585.00		
/01/15	Dividend Rec'd on	1,500	Shs.	585.00		
/01/15	Dividend Rec'd on	1,500	Shs.	<u>615.00</u>		2,370.00
 <u>arko Petroleum Corp.</u>						
/24/15	Dividend Rec'd on	800	Shs.	\$216.00		
/23/15	Dividend Rec'd on	800	Shs.	<u>216.00</u>		432.00
 <u>Plc</u>						
/17/15	Dividend Rec'd on	1,200	Shs.			300.00
 <u>e Inc</u>						
/12/15	Dividend Rec'd on	6,000	Shs.	\$2,820.00		
/14/15	Dividend Rec'd on	6,000	Shs.	3,120.00		
/13/15	Dividend Rec'd on	6,000	Shs.	3,120.00		
/12/15	Dividend Rec'd on	6,000	Shs.	<u>3,120.00</u>		12,180.00
 <u>Inc</u>						
/02/15	Dividend Rec'd on	4,300	Shs.	\$2,021.00		
/01/15	Dividend Rec'd on	4,300	Shs.	2,021.00		
/03/15	Dividend Rec'd on	4,300	Shs.	2,021.00		
/02/15	Dividend Rec'd on	4,300	Shs.	<u>2,021.00</u>		8,084.00
 <u>o Technologies Ltd</u>						
/31/15	Dividend Rec'd on	1,000	Shs.	\$380.00		
/30/15	Dividend Rec'd on	1,000	Shs.	400.00		
/30/15	Dividend Rec'd on	1,000	Shs.	420.00		
/30/15	Dividend Rec'd on	1,000	Shs.	<u>440.00</u>		1,640.00
 <u>of America Corp.</u>						
/25/15	Dividend Rec'd on	5,000	Shs.	\$250.00		
/24/15	Dividend Rec'd on	5,000	Shs.	<u>250.00</u>		500.00

Schedule A-3 (Cont'd)

Cayman Fund III

/07/15	Dividend Rec'd on	0.0235	Shs.	\$1,798.45	
/07/15	Dividend Rec'd on	0.0235	Shs.	<u>3,596.90</u>	\$5,395.35

tol-Myers Squibb Co

/02/15	Dividend Rec'd on	2,500	Shs.	\$925.00	
/01/15	Dividend Rec'd on	2,500	Shs.	925.00	
/03/15	Dividend Rec'd on	2,500	Shs.	925.00	
/02/15	Dividend Rec'd on	2,500	Shs.	<u>925.00</u>	3,700.00

tal One Financial Corp

/20/15	Dividend Rec'd on	1,500	Shs.	\$450.00	
/21/15	Dividend Rec'd on	1,500	Shs.	600.00	
/20/15	Dividend Rec'd on	1,500	Shs.	600.00	
/19/15	Dividend Rec'd on	1,500	Shs.	<u>600.00</u>	2,250.00

erpillar Inc

2/20/15	Dividend Rec'd on	2,500	Shs.	\$1,750.00	
6/20/15	Dividend Rec'd on	2,500	Shs.	1,750.00	
8/20/15	Dividend Rec'd on	2,500	Shs.	<u>1,925.00</u>	5,425.00

anese Corp. Ser A

2/27/15	Dividend Rec'd on	1,250	Shs.	\$312.50	
5/15/15	Dividend Rec'd on	1,250	Shs.	375.00	
8/13/15	Dividend Rec'd on	1,250	Shs.	375.00	
1/12/15	Dividend Rec'd on	1,250	Shs.	<u>375.00</u>	1,437.50

terpoint Energy Inc.

8/10/15	Dividend Rec'd on	5,000	Shs.	\$1,237.50	
5/10/15	Dividend Rec'd on	5,000	Shs.	<u>1,237.50</u>	2,475.00

hours Co.

9/11/15	Dividend Rec'd on	600	Shs.	\$330.00	
2/14/15	Dividend Rec'd on	600	Shs.	<u>18.00</u>	348.00

vron Corporation

8/10/15	Dividend Rec'd on	3,350	Shs.	\$3,584.50	
5/10/15	Dividend Rec'd on	3,350	Shs.	3,584.50	
9/10/15	Dividend Rec'd on	3,350	Shs.	3,584.50	
2/10/15	Dividend Rec'd on	3,350	Shs.	<u>3,584.50</u>	14,338.00

Schedule A-3 (Cont'd)

o Systems Inc

3/22/15	Dividend Rec'd on	2,500	Shs.	\$525.00	
3/21/15	Dividend Rec'd on	2,500	Shs.	<u>525.00</u>	\$1,050.00

-Cola Company

3/01/15	Dividend Rec'd on	2,500	Shs.	\$825.00	
3/01/15	Dividend Rec'd on	2,500	Shs.	825.00	
3/01/15	Dividend Rec'd on	2,500	Shs.	825.00	
3/15/15	Dividend Rec'd on	2,500	Shs.	<u>825.00</u>	3,300.00

ast Corporation New Class A

3/28/15	Dividend Rec'd on	3,000	Shs.	\$675.00	
3/22/15	Dividend Rec'd on	3,000	Shs.	750.00	
3/22/15	Dividend Rec'd on	3,000	Shs.	750.00	
3/28/15	Dividend Rec'd on	3,000	Shs.	<u>750.00</u>	2,925.00

co Whsl Corp.

3/27/15	Dividend Rec'd on	1,000	Shs.		
	Special Distribution			\$5,000.00	
3/27/15	Dividend Rec'd on	1,000	Shs.	355.00	
3/15/15	Dividend Rec'd on	1,000	Shs.	400.00	
3/31/15	Dividend Rec'd on	1,000	Shs.	400.00	
3/27/15	Dividend Rec'd on	1,000	Shs.	<u>400.00</u>	6,555.00

er Corp.

3/16/15	Dividend Rec'd on	2,500	Shs.	\$1,000.00	
3/15/15	Dividend Rec'd on	2,500	Shs.	1,000.00	
3/15/15	Dividend Rec'd on	2,500	Shs.	1,050.00	
3/15/15	Dividend Rec'd on	2,500	Shs.	<u>1,050.00</u>	4,100.00

e Energy Corp.

3/16/15	Dividend Rec'd on	2,000	Shs.	\$1,590.00	
3/16/15	Dividend Rec'd on	2,000	Shs.	1,590.00	
3/16/15	Dividend Rec'd on	2,000	Shs.	1,650.00	
3/16/15	Dividend Rec'd on	2,000	Shs.	<u>1,650.00</u>	6,480.00

ont (E I) De Nemours & Company

3/13/15	Dividend Rec'd on	3,000	Shs.	\$1,410.00	
3/12/15	Dividend Rec'd on	3,000	Shs.	1,470.00	
3/11/15	Dividend Rec'd on	3,000	Shs.	1,140.00	
3/14/15	Dividend Rec'd on	3,000	Shs.	<u>1,140.00</u>	5,160.00

Schedule A-3 (Cont'd)

n Corp. PLC

/20/15	Dividend Rec'd on	4,300	Shs.	\$2,365.00	
/22/15	Dividend Rec'd on	4,300	Shs.	2,365.00	
/21/15	Dividend Rec'd on	4,300	Shs.	2,365.00	
/20/15	Dividend Rec'd on	4,300	Shs.	<u>2,365.00</u>	\$9,460.00

n Mobil Corp

/10/15	Dividend Rec'd on	4,500	Shs.	\$3,105.00	
/10/15	Dividend Rec'd on	4,500	Shs.	3,285.00	
/10/15	Dividend Rec'd on	4,500	Shs.	3,285.00	
/10/15	Dividend Rec'd on	4,500	Shs.	<u>3,285.00</u>	12,960.00

F Group

/31/15	Dividend Rec'd on	3,500	Shs.	\$665.00	
/30/15	Dividend Rec'd on	3,500	Shs.	665.00	
/30/15	Dividend Rec'd on	3,500	Shs.	<u>735.00</u>	2,065.00

port-McMoran Copper & Gold

/02/15	Dividend Rec'd on	6,000	Shs.		1,875.00
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ead Sciences Inc.

5/29/15	Dividend Rec'd on	5,600	Shs.	\$2,408.00	
9/29/15	Dividend Rec'd on	5,600	Shs.	2,408.00	
2/30/15	Dividend Rec'd on	5,600	Shs.	<u>2,408.00</u>	7,224.00

iburton Co.

3/25/15	Dividend Rec'd on	2,000	Shs.	\$360.00	
5/24/15	Dividend Rec'd on	2,000	Shs.	360.00	
9/23/15	Dividend Rec'd on	2,000	Shs.	360.00	
2/24/15	Dividend Rec'd on	2,000	Shs.	<u>360.00</u>	1,440.00

e Depot Inc

3/26/15	Dividend Rec'd on	5,000	Shs.	\$2,950.00	
5/18/15	Dividend Rec'd on	5,000	Shs.	2,950.00	
9/17/15	Dividend Rec'd on	5,000	Shs.	2,950.00	
2/17/15	Dividend Rec'd on	5,000	Shs.	<u>2,950.00</u>	11,800.00

eywell Int Inc

3/10/15	Dividend Rec'd on	3,000	Shs.	\$1,552.50	
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Schedule A-3 (Cont'd)

Well Int Inc

Rec'd)						
/10/15	Dividend	Rec'd on	3,000	Shs.	\$1,552.50	
/10/15	Dividend	Rec'd on	3,000	Shs.	1,552.50	
/10/15	Dividend	Rec'd on	3,000	Shs.	<u>1,785.00</u>	\$6,442.50

rsoll-Rand PLC

/31/15	Dividend	Rec'd on	3,000	Shs.	\$870.00	
/30/15	Dividend	Rec'd on	3,000	Shs.	870.00	
/30/15	Dividend	Rec'd on	3,000	Shs.	870.00	
/31/15	Dividend	Rec'd on	3,000	Shs.	<u>870.00</u>	3,480.00

l Corp

/02/15	Dividend	Rec'd on	7,500	Shs.	\$1,800.00	
/01/15	Dividend	Rec'd on	7,500	Shs.	1,800.00	
/01/15	Dividend	Rec'd on	7,500	Shs.	1,800.00	
/01/15	Dividend	Rec'd on	7,500	Shs.	<u>1,800.00</u>	7,200.00

rcontinentalexchange Gro

/31/15	Dividend	Rec'd on	500	Shs.	\$325.00	
/30/15	Dividend	Rec'd on	500	Shs.	375.00	
/30/15	Dividend	Rec'd on	500	Shs.	375.00	
/31/15	Dividend	Rec'd on	500	Shs.	<u>375.00</u>	1,450.00

sco Limited

/06/15	Dividend	Rec'd on	11,040	Shs.	\$2,760.00	
/05/15	Dividend	Rec'd on	11,040	Shs.	2,980.80	
/04/15	Dividend	Rec'd on	11,040	Shs.	2,980.80	
/07/15	Dividend	Rec'd on	11,040	Shs.	<u>2,980.80</u>	11,702.40

son Ctls Inc

/05/15	Dividend	Rec'd on	5,700	Shs.	\$1,482.00	
/02/15	Dividend	Rec'd on	5,700	Shs.	1,482.00	
/02/15	Dividend	Rec'd on	5,700	Shs.	1,482.00	
/02/15	Dividend	Rec'd on	5,700	Shs.	<u>1,482.00</u>	5,928.00

organ Chase & Co

/02/15	Dividend	Rec'd on	3,000	Shs.	\$1,200.00	
/30/15	Dividend	Rec'd on	3,000	Shs.	1,200.00	
/31/15	Dividend	Rec'd on	3,000	Shs.	1,320.00	
/02/15	Dividend	Rec'd on	3,000	Shs.	<u>1,320.00</u>	5,040.00

Schedule A-3 (Cont'd)

athon Oil Corp.

/10/15	Dividend Rec'd on	1,500	Shs.	\$315.00	
/10/15	Dividend Rec'd on	1,500	Shs.	315.00	
/10/15	Dividend Rec'd on	1,500	Shs.	315.00	
/10/15	Dividend Rec'd on	1,500	Shs.	<u>75.00</u>	\$1,020.00

k & Co

/08/15	Dividend Rec'd on	2,500	Shs.	\$1,125.00	
/08/15	Dividend Rec'd on	2,500	Shs.	1,125.00	
/08/15	Dividend Rec'd on	2,500	Shs.	1,125.00	
/07/15	Dividend Rec'd on	2,500	Shs.	<u>1,125.00</u>	4,500.00

ife Inc.

/13/15	Dividend Rec'd on	2,200	Shs.		770.00
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elez International-W/I

/15/15	Dividend Rec'd on	5,825	Shs.	\$873.75	
/13/15	Dividend Rec'd on	3,500	Shs.	525.00	
/13/15	Dividend Rec'd on	3,500	Shs.	525.00	
/14/15	Dividend Rec'd on	3,500	Shs.	<u>595.00</u>	2,518.75

onal Oilwell Varco Inc.

/27/15	Dividend Rec'd on	1,400	Shs.		644.00
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or Corp.

/11/15	Dividend Rec'd on	1,250	Shs.	\$465.63	
/11/15	Dividend Rec'd on	1,250	Shs.	465.63	
/11/15	Dividend Rec'd on	1,250	Shs.	465.63	
/10/15	Dividend Rec'd on	1,250	Shs.	<u>465.63</u>	1,862.52

ico Inc

/07/15	Dividend Rec'd on	4,700	Shs.	\$3,078.50	
/31/15	Dividend Rec'd on	4,700	Shs.	3,078.50	
/30/15	Dividend Rec'd on	4,700	Shs.	3,301.75	
/30/15	Dividend Rec'd on	4,700	Shs.	<u>3,301.75</u>	12,760.50

er Inc

/03/15	Dividend Rec'd on	10,000	Shs.	\$2,800.00	
/02/15	Dividend Rec'd on	10,000	Shs.	2,800.00	
/02/15	Dividend Rec'd on	10,000	Shs.	2,800.00	

Schedule A-3 (Cont'd)

<u>er Inc</u>					
t'd)					
/01/15	Dividend Rec'd on	10,000	Shs.	<u>\$2,800.00</u>	\$11,200.00
<u>ip Morris International</u>					
/09/15	Dividend Rec'd on	3,800	Shs.	\$3,800.00	
/10/15	Dividend Rec'd on	3,800	Shs.	3,800.00	
/10/15	Dividend Rec'd on	3,800	Shs.	3,800.00	
/14/15	Dividend Rec'd on	3,800	Shs.	<u>3,876.00</u>	15,276.00
<u>eer Natural Resources Co.</u>					
/09/15	Dividend Rec'd on	400	Shs.		16.00
<u>Financial Services Group</u>					
/05/15	Dividend Rec'd on	3,000	Shs.	\$1,440.00	
/05/15	Dividend Rec'd on	3,000	Shs.	1,530.00	
/05/15	Dividend Rec'd on	3,000	Shs.	1,530.00	
/05/15	Dividend Rec'd on	3,000	Shs.	<u>1,530.00</u>	6,030.00
<u>Procter & Gamble Company</u>					
/17/15	Dividend Rec'd on	4,650	Shs.	\$2,992.74	
/15/15	Dividend Rec'd on	4,650	Shs.	3,082.49	
/17/15	Dividend Rec'd on	4,650	Shs.	3,082.49	
/16/15	Dividend Rec'd on	4,650	Shs.	<u>3,082.49</u>	12,240.21
<u>umberger Limited</u>					
/09/15	Dividend Rec'd on	3,100	Shs.	\$1,240.00	
/10/15	Dividend Rec'd on	3,100	Shs.	1,550.00	
/10/15	Dividend Rec'd on	3,100	Shs.	1,550.00	
/09/15	Dividend Rec'd on	3,100	Shs.	<u>1,550.00</u>	5,890.00
<u>rab Charles Corp. New</u>					
/21/15	Dividend Rec'd on	2,500	Shs.	\$150.00	
/20/15	Dividend Rec'd on	2,500	Shs.	<u>150.00</u>	300.00
<u>gate Technology</u>					
/24/15	Dividend Rec'd on	2,000	Shs.	\$1,080.00	
/15/15	Dividend Rec'd on	2,000	Shs.	1,080.00	
/25/15	Dividend Rec'd on	2,000	Shs.	1,080.00	
/20/15	Dividend Rec'd on	2,000	Shs.	<u>1,260.00</u>	4,500.00

Schedule A-3 (Cont'd)

ra Energy

/15/15	Dividend Rec'd on	2,000	Shs.	\$1,320.00	
/15/15	Dividend Rec'd on	2,000	Shs.	1,400.00	
/15/15	Dividend Rec'd on	2,000	Shs.	1,400.00	
/15/15	Dividend Rec'd on	2,000	Shs.	<u>1,400.00</u>	\$5,520.00

e PLC

/14/15	Dividend Rec'd on	800	Shs.	\$458.16	
/02/15	Dividend Rec'd on	800	Shs.	<u>101.04</u>	559.20

e Street Corp

/16/15	Dividend Rec'd on	4,380	Shs.	\$1,314.00	
/16/15	Dividend Rec'd on	4,380	Shs.	<u>1,314.00</u>	2,628.00

Connectivity Ltd

/13/15	Dividend Rec'd on	1,500	Shs.	\$435.00	
/12/15	Dividend Rec'd on	1,500	Shs.	495.00	
/11/15	Dividend Rec'd on	1,500	Shs.	495.00	
/11/15	Dividend Rec'd on	1,500	Shs.	<u>495.00</u>	1,920.00

Warner Inc.

/16/15	Dividend Rec'd on	1,200	Shs.	\$420.00	
/15/15	Dividend Rec'd on	1,200	Shs.	420.00	
/15/15	Dividend Rec'd on	1,200	Shs.	420.00	
/15/15	Dividend Rec'd on	1,200	Shs.	<u>420.00</u>	1,680.00

n Pac Corp

/02/15	Dividend Rec'd on	2,500	Shs.	\$1,250.00	
/30/15	Dividend Rec'd on	2,500	Shs.	1,375.00	
/30/15	Dividend Rec'd on	2,500	Shs.	1,375.00	
/30/15	Dividend Rec'd on	2,500	Shs.	1,375.00	
/30/15	Dividend Rec'd on	2,500	Shs.	<u>1,375.00</u>	6,750.00

ed Technologies Corp

/10/15	Dividend Rec'd on	2,500	Shs.	\$1,600.00	
/10/15	Dividend Rec'd on	2,500	Shs.	1,600.00	
/10/15	Dividend Rec'd on	2,500	Shs.	1,600.00	
/10/15	Dividend Rec'd on	2,500	Shs.	<u>1,600.00</u>	6,400.00

Schedule A-3 (Cont'd)

ro Energy Corp New

/03/15	Dividend Rec'd on	6,000	Shs.	\$2,400.00	
/10/15	Dividend Rec'd on	6,000	Shs.	2,400.00	
/02/15	Dividend Rec'd on	6,000	Shs.	2,400.00	
/17/15	Dividend Rec'd on	6,000	Shs.	<u>3,000.00</u>	\$10,200.00

zon Communications

/02/15	Dividend Rec'd on	5,200	Shs.	\$2,860.00	
/01/15	Dividend Rec'd on	5,200	Shs.	2,860.00	
/03/15	Dividend Rec'd on	5,200	Shs.	2,860.00	
/02/15	Dividend Rec'd on	5,200	Shs.	<u>2,938.00</u>	11,518.00

Disney Co

/08/15	Dividend Rec'd on	7,500	Shs.	\$8,625.00	
/29/15	Dividend Rec'd on	7,500	Shs.	<u>4,950.00</u>	13,575.00

s Fargo & Company

/02/15	Dividend Rec'd on	8,500	Shs.	\$2,975.00	
/01/15	Dividend Rec'd on	8,500	Shs.	3,187.50	
/01/15	Dividend Rec'd on	8,500	Shs.	3,187.50	
/01/15	Dividend Rec'd on	8,500	Shs.	<u>3,187.50</u>	12,537.50

Brands Inc.

/06/15	Dividend Rec'd on	2,500	Shs.	\$1,025.00	
/01/15	Dividend Rec'd on	2,500	Shs.	1,025.00	
/07/15	Dividend Rec'd on	2,500	Shs.	1,025.00	
/06/15	Dividend Rec'd on	2,500	Shs.	<u>1,150.00</u>	<u>4,225.00</u>

L SCHEDULE A-3

\$348,272.43
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Exhibit 2

(Interest Received per Schedule A-4)

Schedule A-4

INTEREST RECEIVED

e Inc.				
% Due 05/06/24				
/06/15	Interest	Rec'd on	\$150,000.00	\$2,587.50
/06/15	Interest	Rec'd on	\$150,000.00	<u>2,587.50</u>
				\$5,175.00
of America Corp				
% Due 08/15/15				
/17/15	Interest	Rec'd on	\$50,000.00	\$1,937.50
/17/15	Interest	Rec'd on	\$50,000.00	<u>1,937.50</u>
				3,875.00
lays Bank PLC				
ue 09/22/16				
/23/15	Interest	Rec'd on	\$250,000.00	\$6,250.00
/22/15	Interest	Rec'd on	\$250,000.00	<u>6,250.00</u>
				12,500.00
shire Hathaway Inc.				
Due 01/31/22				
/02/15	Interest	Rec'd on	\$200,000.00	\$3,400.00
/31/15	Interest	Rec'd on	\$200,000.00	<u>3,400.00</u>
				6,800.00
krock Inc				
% Due 09/15/17				
/16/15	Interest	Rec'd on	\$250,000.00	\$7,812.50
/15/15	Interest	Rec'd on	\$250,000.00	<u>7,812.50</u>
				15,625.00
ron Corp.				
5% Due 12/05/22				
/05/15	Interest	Rec'd on	\$200,000.00	\$2,355.00
/07/15	Interest	Rec'd on	\$200,000.00	<u>2,355.00</u>
				4,710.00
co Systems Inc				
% Due 01/15/20				
/15/15	Interest	Rec'd on	\$200,000.00	\$4,450.00
/15/15	Interest	Rec'd on	\$200,000.00	<u>4,450.00</u>
				8,900.00
ast Corp.				
5% Due 07/15/22				
/15/15	Interest	Rec'd on	\$150,000.00	\$2,343.75

Schedule A-4 (Cont'd)

ist Corp.
5% Due 07/15/22
Rec'd)

1/15/15	Interest Rec'd on	\$150,000.00	<u>\$2,343.75</u>	\$4,687.50
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rophillips
% Due 02/01/19

1/02/15	Interest Rec'd on	\$250,000.00	\$7,187.50	
1/03/15	Interest Rec'd on	\$250,000.00	<u>7,187.50</u>	14,375.00

it Suisse Fb USA
5% Due 08/15/15

1/17/15	Interest Rec'd on	\$250,000.00	\$6,406.25	
1/17/15	Interest Rec'd on	\$250,000.00	<u>6,406.25</u>	12,812.50

sche Bank
% Due 03/30/15

1/30/15	Interest Rec'd on	\$150,000.00		2,587.50
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Inc.
Due 07/15/22

1/15/15	Interest Rec'd on	\$200,000.00	\$2,600.00	
1/15/15	Interest Rec'd on	\$200,000.00	<u>2,600.00</u>	5,200.00

Corp.
5% Due 06/02/18

1/01/15	Interest Rec'd on	\$250,000.00	\$2,343.75	
1/01/15	Interest Rec'd on	\$250,000.00	<u>2,343.75</u>	
			\$4,687.50	
1/13/15	Less: Interest Paid on Purchase		<u>937.50~</u>	3,750.00

ral Electric Cap Cor.
5% Due 01/07/21

1/07/15	Interest Rec'd on	\$200,000.00	\$4,625.00	
1/07/15	Interest Rec'd on	\$200,000.00	<u>4,625.00</u>	9,250.00

osmithkline Cap
Due 03/18/23

1/18/15	Interest Rec'd on	\$200,000.00	\$2,800.00	
1/18/15	Interest Rec'd on	\$200,000.00	<u>2,800.00</u>	5,600.00

Schedule A-4 (Cont'd)

1 Corp.					
<u>Due 12/15/22</u>					
/15/15	Interest	Rec'd on	\$150,000.00	\$2,025.00	
/15/15	Interest	Rec'd on	\$150,000.00	<u>2,025.00</u>	\$4,050.00
rgan Chase & Co.					
<u>5% Due 05/10/21</u>					
/11/15	Interest	Rec'd on	\$200,000.00	\$4,625.00	
/10/15	Interest	Rec'd on	\$200,000.00	<u>4,625.00</u>	9,250.00
ds Tsb Bank PLC					
<u>Due 03/28/17</u>					
/30/15	Interest	Rec'd on	\$200,000.00	\$4,200.00	
/28/15	Interest	Rec'd on	\$200,000.00	<u>4,200.00</u>	8,400.00
ill Lynch & Company					
<u>Due 09/30/15</u>					
/30/15	Interest	Rec'd on	\$250,000.00	\$6,625.00	
/30/15	Interest	Rec'd on	\$250,000.00	<u>6,625.00</u>	13,250.00
idental Petroleum					
<u>s Due 02/15/18</u>					
/17/15	Interest	Rec'd on	\$200,000.00	\$1,500.00	
/17/15	Interest	Rec'd on	\$200,000.00	<u>1,500.00</u>	3,000.00
cle Corp					
<u>5% Due 04/15/18</u>					
/15/15	Interest	Rec'd on	\$200,000.00	\$5,750.00	
/15/15	Interest	Rec'd on	\$200,000.00	<u>5,750.00</u>	11,500.00
ip Morris Intl					
<u>s Due 03/26/20</u>					
/26/15	Interest	Rec'd on	\$250,000.00	\$5,625.00	
/28/15	Interest	Rec'd on	\$250,000.00	<u>5,625.00</u>	11,250.00
obank Nederland					
<u>75% Due 01/19/17</u>					
/20/15	Interest	Rec'd on	\$200,000.00	\$3,375.00	
/20/15	Interest	Rec'd on	\$200,000.00	<u>3,375.00</u>	6,750.00

Schedule A-4 (Cont'd)

1 International Fin			
% Due 09/22/15			
/23/15	Interest Rec'd on	\$200,000.00	\$3,250.00
/22/15	Interest Rec'd on	\$200,000.00	<u>3,250.00</u>
			\$6,500.00
n Property Group			
5% Due 03/01/21			
/02/15	Interest Rec'd on	\$250,000.00	\$5,468.75
/01/15	Interest Rec'd on	\$250,000.00	<u>5,468.75</u>
			\$10,937.50
/13/15	Less: Interest Paid on Purchase		<u>4,921.88-</u>
			6,015.62
e Street Corp.			
Due 11/20/23			
/20/15	Interest Rec'd on	\$150,000.00	\$2,775.00
/20/15	Interest Rec'd on	\$150,000.00	<u>2,775.00</u>
			5,550.00
Bancorp			
Due 01/30/24			
/30/15	Interest Rec'd on	\$150,000.00	\$2,775.00
/30/15	Interest Rec'd on	\$150,000.00	<u>2,775.00</u>
			5,550.00
s Fargo & Company			
5% Due 08/15/23			
/17/15	Interest Rec'd on	\$200,000.00	\$4,125.00
/17/15	Interest Rec'd on	\$200,000.00	<u>4,125.00</u>
			<u>8,250.00</u>
AL SCHEDULE A-4			\$215,163.12
			=====

Exhibit 3

(Other Income Received
per Schedule A-5)

Schedule A-5

OTHER INCOME RECEIVED

<u>Mellon Emerging Mkts-M</u> /17/15 Income Rec'd on	114,485.532 Units		\$8,529.17
<u>Mellon International-M</u> /16/15 Income Rec'd on	57,803.468 Units		9,179.19
<u>Mellon Mid Cap Stock Fund</u> <u>s M Shares</u>			
/15/15 Income Rec'd on	104,899.75 Units	\$1,919.67	
/15/15 Income Rec'd on	104,899.75 Units		
Received from Principal - Capital gain distribution allocable to Income		<u>587.44</u>	2,507.11
<u>Columbia Circle Partners, LLC</u> <u>(formerly Country Estate</u> <u>Associates)</u>			
5/19/15 Income Rec'd			87,500.00
<u>Country Estates Association</u> <u>Partnership (aka Chestnut</u> <u>Union Associates)</u>			
8/30/15 Income Rec'd			3,713.00
<u>Wyfus Diversified Em Mk-Y</u> 2/31/15 Income Rec'd on	15,764.583 Units		1,907.51
<u>Wyfus Floating Rate Inc-Y</u> 2/03/15 Income Rec'd on	39,930.606 Units	\$1,796.88	
3/03/15 Income Rec'd on	39,930.606 Units	1,717.01	
4/02/15 Income Rec'd on	39,930.606 Units	1,756.95	
5/04/15 Income Rec'd on	39,930.606 Units	1,717.02	
5/02/15 Income Rec'd on	39,930.606 Units	1,756.94	
7/02/15 Income Rec'd on	39,930.606 Units	1,836.81	
8/04/15 Income Rec'd on	39,930.606 Units	1,836.81	
9/02/15 Income Rec'd on	39,930.606 Units	1,836.81	
10/02/15 Income Rec'd on	39,930.606 Units	1,796.88	
11/03/15 Income Rec'd on	39,930.606 Units	1,796.88	
12/02/15 Income Rec'd on	39,930.606 Units	1,717.01	

Schedule A-5 (Cont'd)

fus Floating Rate Inc-Y
t'd)

/29/15	Income Rec'd on	39,930.606 Units	<u>\$2,196.18</u>	\$21,762.18
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fus High Yield-I

/02/15	Income Rec'd on	47,099.242 Units	\$1,885.60	
/02/15	Income Rec'd on	47,099.242 Units	1,587.65	
/02/15	Income Rec'd on	47,099.242 Units	1,445.30	
/01/15	Income Rec'd on	47,099.242 Units	1,640.58	
/01/15	Income Rec'd on	47,099.242 Units	1,528.66	
/01/15	Income Rec'd on	47,099.242 Units	1,471.68	
/01/15	Income Rec'd on	47,099.242 Units	1,633.62	
/03/15	Income Rec'd on	47,099.242 Units	1,571.65	
/01/15	Income Rec'd on	47,099.242 Units	1,572.00	
/01/15	Income Rec'd on	47,099.242 Units	1,510.79	
/04/15	Income Rec'd on	47,099.242 Units	1,497.98	
/02/15	Income Rec'd on	47,099.242 Units	<u>1,543.15</u>	18,888.66

fus International Stock-Y

/31/15	Income Rec'd on	40,853.528 Units		7,843.88
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fus/Newton Intern Eqty-Y

/17/15	Income Rec'd on	13,934.165 Units		3,015.35
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fus Opportunistic Small Cap

/17/15	Income Rec'd on	8,481.215 Units		869.32
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fus S&P Midcap Index

/30/15	Income Rec'd on	11,088.71 Units		4,814.72
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fus Select Mger S/C VI-Y

/26/15	Income Rec'd on	12,130.41 Units	\$772.71	
/31/15	Income Rec'd on	12,130.41 Units	2,275.66	
/31/15	Income Rec'd on	12,130.41 Units		
	Received from Principal -			
	Capital gain distribution			
	allocable to Income		<u>1,686.13</u>	4,734.50

Schedule A-5 (Cont'd)

<u>tford Income Properties</u>			
/09/15	Income Rec'd	\$333.33	
/09/15	Income Rec'd	333.33	
/09/15	Income Rec'd	333.33	
/07/15	Income Rec'd	333.33	
/18/15	Income Rec'd	333.33	
/19/15	Income Rec'd	46.43	
/05/15	Income Rec'd	333.33	
/09/15	Income Rec'd	333.33	
/10/15	Income Rec'd	333.33	
/10/15	Income Rec'd	333.33	
/09/15	Income Rec'd	333.33	
/09/15	Income Rec'd	333.33	
/11/15	Income Rec'd	<u>333.33</u>	\$4,046.39

<u>Emerging Markets Income</u>			
<u>-I</u>			
/02/15	Income Rec'd on	51,899.727 Units	\$1,816.49
/02/15	Income Rec'd on	51,899.727 Units	1,816.49
/01/15	Income Rec'd on	51,899.727 Units	1,816.49
/01/15	Income Rec'd on	51,899.727 Units	1,816.49
/01/15	Income Rec'd on	51,899.727 Units	1,816.49
/01/15	Income Rec'd on	51,899.727 Units	1,816.49
/03/15	Income Rec'd on	51,899.727 Units	1,816.49
/01/15	Income Rec'd on	51,899.727 Units	1,816.49
/01/15	Income Rec'd on	51,899.727 Units	<u>1,556.99</u>
			<u>16,088.91</u>

AL SCHEDULE A-5	\$195,399.89
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Exhibit 4

(Increase on Sale or Redemption of
Assets per Schedule A-2)

Schedule A-2

INCREASE ON SALE OR REDEMPTION OF ASSETS

			<u>Proceeds</u>	<u>Inventory Value</u>	<u>Increase</u>
<u>s, Notes, etc.</u>					
Bill Lynch & Company					
Due 09/30/15					
7/30/15	\$250,000.00		\$250,000.00	\$246,662.50	\$3,337.50
<u>Bank and Common Funds</u>					
C Inc					
7/30/15	1,500	Shs.	90,163.79	88,842.60	1,321.19
Plc					
7/10/15	1,200	Shs.	112,150.60	98,696.40	13,454.20
<u>Cayman Fund III</u>					
7/07/15	0.0235	Shs.			
Received capital gain					
Distribution - Increase					
			119,696.90	.00	119,696.90
Mellon Mid Cap Stock Fund					
S M Shares					
7/15/15	104,899.75	Units			
Received LT capital gain					
Distribution - Increase					
			67,272.20	.00	67,272.20
Mellon S/C Multi-Strategy					
7/21/15	11,323.997	Units			
Received LT capital gain					
Distribution - Increase					
			7,092.22	.00	7,092.22

Schedule A-2 (Cont'd)

			<u>Proceeds</u>	<u>Inventory Value</u>	<u>Increase</u>
<u>Stock and Common Funds (Cont'd)</u>					
<u>Empire State Inc</u>					
12/29/15	2,500	Shs.	\$164,396.22	\$83,846.00	\$80,550.22
<u>Investment in Equity Securities</u>					
<u>Investment in Equity Securities - Small Cap</u>					
12/17/15	8,481.215	Units			
Received LT capital gain					
Distribution - Increase					
Recognized on receipt			9,093.56	.00	9,093.56
<u>Investment in Equity Securities - Midcap</u>					
<u>Investment in Equity Securities - Midcap Index</u>					
12/25/15	11,088.71	Units			
Received LT capital gain					
Distribution - Increase					
Recognized on receipt			310.48	.00	310.48
12/30/15	11,088.71	Units			
Received LT capital gain					
Distribution - Increase					
Recognized on receipt			43,462.20	.00	43,462.20
<u>Investment in Equity Securities - Large Cap</u>					
<u>Investment in Equity Securities - Large Cap Gr-Y</u>					
12/23/15	12,142.456	Units			
Received LT capital gain					
Distribution - Increase					
Recognized on receipt			18,463.82	.00	18,463.82
<u>Investment in Equity Securities - Large Cap VI-Y</u>					
12/26/15	12,130.41	Units			
Received LT capital gain					
Distribution - Increase					
Recognized on receipt			41.24	.00	41.24
12/31/15	12,130.41	Units			
Received LT capital gain					
Distribution - Increase					
Recognized on receipt			13,789.85	.00	13,789.85

Schedule A-2 (Cont'd)

			<u>Proceeds</u>	<u>Inventory Value</u>	<u>Increase</u>
<u>Stock and Common Funds (Cont'd)</u>					
<u>Energy Group</u>					
7/22/15	3,500	Shs.	\$124,012.86	\$94,363.72	\$29,649.14
<u>Port-McMoran Copper & Gold</u>					
7/27/15	6,000	Shs.	126,724.26	78,929.14	47,795.12
<u>International Business Machines Corporation</u>					
7/10/15	500	Shs.	79,138.45	45,744.27	33,394.18
<u>Johnson Controls Inc</u>					
7/30/15	2,700	Shs.	109,438.43	80,229.99	29,208.44
<u>Life Inc.</u>					
7/27/15	2,200	Shs.	112,902.14	65,171.70	47,730.44
<u>Telez International-W/I</u>					
7/10/15	2,325	Shs.	84,005.04	34,097.15	49,907.89
<u>Tele PLC</u>					
7/10/15	450	Shs.	102,140.72	40,124.29	62,016.43
<u>Tele Street Corp</u>					
7/08/15	4,380	Shs.	343,044.04	195,358.51	147,685.53
<u>Connectivity Ltd</u>					
7/30/15	1,500	Shs.	98,383.79	92,356.60	6,027.19

Schedule A-2 (Cont'd)

			<u>Proceeds</u>	<u>Inventory Value</u>	<u>Increase</u>
<u>Stock and Common Funds (Cont'd)</u>					
Brook Energy Corp New					
/10/15	1,540	Shs.	<u>\$83,882.26</u>	<u>\$5,150.14</u>	<u>\$78,732.12</u>
L SCHEDULE A-2			<u>\$2,159,605.07</u>	<u>\$1,249,573.01</u>	<u>\$910,032.06</u>
			=====	=====	=====

Exhibit 5

(Decrease on Sale of Redemption of
Assets per Schedule B-1)

Schedule B-1

DECREASE ON SALE OR REDEMPTION OF ASSETS

			<u>Inventory Value</u>	<u>Proceeds</u>	<u>Decrease</u>
<u>Notes, etc.</u>					
of America Corp					
Due 08/15/15					
7/15/15	\$50,000.00		\$55,019.55	\$50,000.00	\$5,019.55
t Suisse Fb USA					
Due 08/15/15					
7/15/15	\$250,000.00		274,412.50	250,000.00	24,412.50
sche Bank					
Due 03/30/15					
7/30/15	\$150,000.00		156,184.50	150,000.00	6,184.50
l International Fin					
Due 09/22/15					
7/22/15	\$200,000.00		201,074.00	200,000.00	1,074.00
<u>Stock and Common Funds</u>					
arko Petroleum Corp.					
7/18/15	800	Shs.	67,243.04	46,759.14	20,483.90
erpoint Energy Inc.					
7/18/15	5,000	Shs.	120,783.20	98,182.19	22,601.01
ours Co.					
7/30/15	600	Shs.	6,788.54	3,425.99	3,362.55
le Inc.-Cl C					
7/22/15	0.4119	Shs.	233.05	222.94	10.11
7/08/15	150	Shs.	84,869.45	80,771.01	4,098.44

Schedule B-1 (Cont'd)

			<u>Inventory Value</u>	<u>Proceeds</u>	<u>Decrease</u>
<u>Stock and Common Funds (Cont'd)</u>					
<u> Marathon Oil Corp.</u>					
5/22/15	1,500	Shs.	\$44,320.35	\$19,267.74	\$25,052.61
<u> erson Technology Inc.</u>					
7/10/15	3,000	Shs.	93,817.40	87,904.05	5,913.35
<u> onal Oilwell Varco Inc.</u>					
7/08/15	1,400	Shs.	90,459.89	69,428.64	21,031.25
<u> ate Technology</u>					
7/30/15	2,000	Shs.	124,600.00	73,690.64	50,909.36
<u> hwestern Energy Co</u>					
6/08/15	3,000	Shs.	103,240.50	74,625.72	28,614.78
<u> Emerging Markets Income</u>					
1-1					
7/06/15	51,899.727	Units	<u>450,000.00</u>	<u>393,399.93</u>	<u>56,600.07</u>
TOTAL SCHEDULE B-1			\$1,873,045.97	\$1,597,677.99	\$275,367.98
			=====	=====	=====

Exhibit 6

(Balance Sheet)

Part II Balance Sheet

Line 10a	U.S. and State Government Obligations	Fair Market Value	Book Value
		\$ -	\$ -

Line 10b	Corporate Stock	Fair Market Value	Book Value
1,000	shs. Abbvie Inc.	\$ 59,240.00	\$ 58,537.60
6,000	shs. Accenture PLC	\$ 627,000.00	\$ 137,241.39
1,500	shs. Adobe Systems Inc	\$ 140,910.00	\$ 85,182.30
1,800	units Allergan PLC	\$ 562,500.00	\$ 109,407.06
3,000	shs. Ally Financial Inc.	\$ 55,920.00	\$ 68,279.70
200	shs. Alphabet Inc./CA Cl A	\$ 155,602.00	\$ 120,523.98
625	shs. Amazon.com Inc.	\$ 422,431.25	\$ 122,841.37
1,000	shs. Analog Devices Inc.	\$ 55,320.00	\$ 56,889.90
6,000	shs. Apple Inc.	\$ 631,560.00	\$ 73,965.60
4,300	shs. AT&T Inc	\$ 147,963.00	\$ 161,161.63
1,000	shs. Avago Technologies Ltd	\$ 145,150.00	\$ 71,550.00
5,000	shs. Bank of America Corp.	\$ 84,150.00	\$ 85,049.50
0.0235	shs. BNY Cayman Fund III	\$ 653,344.14	\$ 800,200.00
114,486	shs. BNY Mellon Emerging Mkts-M	\$ 883,828.31	\$ 1,012,052.11
57,803	shs. BNY Mellon International-M	\$ 656,647.40	\$ 500,000.00
104,900	shs. BNY Mellon Mid Cap Stock Fund-M	\$ 1,460,204.52	\$ 1,450,000.00
11,324	shs. BNY Mellon S/C Multi-Strategy Fund	\$ 175,861.67	\$ 131,333.38
2,500	shs. Bristol Myers Squibb	\$ 171,975.00	\$ 109,250.00
1,500	shs. Capital One Financial Corp	\$ 108,270.00	\$ 104,220.00
1,250	shs. Celanese Corp - Ser A	\$ 84,162.50	\$ 69,462.50
3,350	shs. Chevron Corporation	\$ 301,366.00	\$ 228,642.66
2,500	shs. Cisco Systems Inc.	\$ 67,887.50	\$ 72,947.00
2,500	shs. Coca Cola Company	\$ 107,400.00	\$ 81,866.37
3,000	shs. Comcast Corporation New Class A	\$ 169,290.00	\$ 101,759.70
1,000	shs. Costco Whsl Corp.	\$ 161,500.00	\$ 95,066.90
600	shs. CVS Caremark Corp.	\$ 58,662.00	\$ 59,402.16
2,500	shs. Dover Corp.	\$ 153,275.00	\$ 116,252.31
15,765	shs. Dreyfus Diversified Em MK-Y	\$ 272,884.93	\$ 300,000.00
39,931	shs. Dreyfus Floating Rate Inc-Y	\$ 468,386.01	\$ 500,000.00
47,099	shs. Dreyfus High Yield-I	\$ 274,117.59	\$ 286,216.24
40,854	shs. Dreyfus International Stock-Y	\$ 581,345.70	\$ 500,000.00
13,934	shs. Dreyfus/Newton Intern Eqty-Y	\$ 263,216.38	\$ 200,000.00
8,481	shs. Dreyfus Opportunistic Small Cap Fund	\$ 243,241.25	\$ 275,000.00
11,089	shs. Dreyfus S&P Midcap Index	\$ 358,276.22	\$ 275,000.00
12,142	shs. Dreyfus Select Mgr S/C Gr-Y	\$ 264,462.69	\$ 300,000.00
12,130	shs. Dreyfus Select Mger S/C VI-Y	\$ 236,543.00	\$ 275,000.00
2,000	shs. Duke Energy Corp.	\$ 142,780.00	\$ 111,750.00
3,000	shs. DuPont (EI) DeNemours	\$ 199,800.00	\$ 126,712.80

4,300	shs.	Eaton Corp. PLC	\$	223,772.00	\$	162,211.78
2,000	shs.	Electronic Arts	\$	137,440.00	\$	74,689.00
4,500	shs.	Exxon Mobil Corporation	\$	350,775.00	\$	190,702.09
800	shs.	Facebook Inc. - A	\$	83,728.00	\$	65,756.16
5,600	shs.	Gilead Sciences, Inc.	\$	566,664.00	\$	129,892.00
2,000	shs.	Halliburton Co.	\$	68,080.00	\$	72,519.80
5,000	shs.	Home Depot, Inc.	\$	661,250.00	\$	155,645.75
3,000	shs.	Honeywell International, Inc.	\$	310,710.00	\$	102,446.29
3,000	shs.	Ingersoll-Rand PLC	\$	165,870.00	\$	97,900.12
7,500	shs.	Intel Corporation	\$	258,375.00	\$	163,763.70
500	shs.	Intercontinentalexchange Gro	\$	128,130.00	\$	95,795.00
11,040	shs.	Investco LTD	\$	369,619.20	\$	222,788.30
600	shs.	Johnson & Johnson	\$	61,632.00	\$	62,079.60
3,000	shs.	Johnson Controls	\$	118,470.00	\$	89,144.43
3,000	shs.	JP Morgan Chase & Co.	\$	198,090.00	\$	153,585.70
2,500	shs.	Merck & Co Inc	\$	132,050.00	\$	130,125.00
1,000	shs.	Microsoft Corporation	\$	55,480.00	\$	55,529.90
3,500	shs.	Mondelez International - W/I	\$	156,940.00	\$	51,329.04
1,250	shs.	Nucor Corp.	\$	50,375.00	\$	64,462.50
4,700	shs.	Pepsico, Inc.	\$	469,624.00	\$	234,704.58
10,000	shs.	Pfizer, Inc.	\$	322,800.00	\$	218,129.00
3,800	shs.	Philip Morris Intl Inc	\$	334,058.00	\$	184,415.14
400	shs.	Pioneer Natural Resources Co.	\$	50,152.00	\$	60,235.08
3,000	shs.	PNC Financial Services Group	\$	285,930.00	\$	170,917.80
4,650	shs.	Procter & Gamble Company	\$	369,256.50	\$	185,002.89
3,000	shs.	Salesforce.com Inc.	\$	235,200.00	\$	79,974.45
3,100	shs.	Schlumberger Limited	\$	216,225.00	\$	202,038.78
2,500	shs.	Schwab Charles Corp. New	\$	82,325.00	\$	80,624.75
2,000	shs.	Sempra Energy	\$	188,020.00	\$	105,256.00
2,000	shs.	Servicenow Inc.	\$	173,120.00	\$	106,764.20
800	shs.	Shire PLC	\$	164,000.00	\$	71,332.08
1,200	shs.	Time Warner Inc.	\$	77,604.00	\$	93,692.16
2,500	shs.	Union Pac Corp	\$	195,500.00	\$	59,599.25
2,500	shs.	United Technologies Corporation	\$	240,175.00	\$	43,476.57
6,000	shs.	Valero Energy Corp	\$	424,260.00	\$	20,065.50
5,200	shs.	Verizon Communications	\$	240,344.00	\$	189,004.05
700	shs.	Visa Inc. - Class A	\$	54,285.00	\$	54,796.00
2,000	shs.	Voya Financial Inc.	\$	73,820.00	\$	75,152.40
7,500	shs.	Walt Disney Co	\$	788,100.00	\$	223,314.75
8,500	shs.	Wells Fargo & Co.	\$	462,060.00	\$	234,203.08
2,500	shs.	Yum! Brands Inc.	\$	182,625.00	\$	123,942.50
			\$	21,333,407.76	\$	14,189,771.33

Line 10c	Corporate Bonds	Fair Market Value	Book Value
	\$150,000 Apple Inc.	\$ 155,391.00	\$ 152,517.00
	\$250,000 Barclays Bank PLC	\$ 256,415.00	\$ 259,722.50
	\$200,000 Berkshire Hathaway Inc.	\$ 210,782.00	\$ 216,394.00
	\$250,000 Blackrock Inc	\$ 270,165.00	\$ 280,352.00
	\$200,000 Chevron Corp.	\$ 190,978.00	\$ 197,762.00
	\$200,000 Cisco Systems Inc	\$ 217,612.00	\$ 199,392.00
	\$150,000 Comcast Corp.	\$ 152,440.50	\$ 151,674.00
	\$250,000 Conocophilips	\$ 270,590.00	\$ 294,712.50
	\$200,000 Ebay Inc.	\$ 186,166.00	\$ 193,030.00
	\$250,000 EMC Corp.	\$ 233,270.00	\$ 251,267.50
	\$200,000 General Electric Cap Cor.	\$ 219,676.00	\$ 224,332.00
	\$200,000 Glaxosmithkline Cap	\$ 199,418.00	\$ 200,570.00
	\$150,000 Intel Corp.	\$ 148,399.50	\$ 145,828.50
	\$200,000 JPMorgan Chase & Co.	\$ 216,030.00	\$ 224,786.00
	\$200,000 Lloyds Tsb Bank PLC	\$ 206,146.00	\$ 221,536.00
	\$200,000 Occidental Petroleum	\$ 197,544.00	\$ 203,256.00
	\$200,000 Oracle Corp	\$ 218,226.00	\$ 220,374.00
	\$250,000 Philip Morris Intl	\$ 272,237.50	\$ 272,725.00
	\$200,000 Rabobank Nederland	\$ 204,446.00	\$ 215,456.00
	\$250,000 Simon Property Group	\$ 271,057.50	\$ 276,290.00
	\$150,000 State Street Corp.	\$ 156,078.00	\$ 155,457.00
	\$150,000 US Bancorp	\$ 157,075.50	\$ 155,389.50
	\$200,000 Wells Fargo & Company	\$ 207,714.00	\$ 208,144.00
		<u>\$ 4,817,857.50</u>	<u>\$ 4,920,967.50</u>

Line 13	Other Investments - Partnership Interests	Fair Market Value	Book Value
	Cambridge Drilling 87-I	unknown	\$ -
	Cambridge Drilling 87-II	unknown	\$ -
	Chestnut Mansion Associates	unknown	\$ -
	Cloverleaf Associates LP III	unknown	\$ -
	Country Estates Assoc. Ltd. Partnership	unknown	\$ -
	Stratford Income Properties LPI	unknown	\$ -
	Waterford Shores Assoc. LP	unknown	\$ -

	Fair Market Value	Book Value
U.S. and State Government Obligations	\$ -	\$ -
Corporate Stock	\$ 21,333,407.76	\$ 14,189,771.33
Corporate Bonds	\$ 4,817,857.50	\$ 4,920,967.50
Cash	\$ 3,201,731.85	\$ 3,201,731.85
	<u>\$ 29,352,997.11</u>	<u>\$ 22,312,470.68</u>

Exhibit 7

(Mission & Guidelines)

THE HENRY E. NILES FOUNDATION

Mission and Guidelines

The mission of the Henry E. Niles Foundation is to help in the nurturing and uplifting of people in need. The Foundation strives to support humanitarian efforts, including faith-based endeavors, that:

- *strengthen education including special education, literacy and others*
- *fight economic hardships through self-help opportunities*
- *enhance public health and sanitation on a global basis*

Primary Program Interests

The Board is currently highlighting the following areas:

- Education – Included in this interest area are primary, secondary and higher education for those motivated individuals who are unable to obtain the benefits of quality education without assistance.
- Economic Self-Sufficiency – This program area includes but is not limited to: job training, the encouragement and support of entrepreneurialism, mentoring, and micro-credit initiatives.
- Health & Independence – Special interests here include medical and public health assistance for the elderly, the poor, the disadvantaged and the disabled.

While this list is not exhaustive, requests that have little to do with these areas are only occasionally considered.

Guiding Principles & Considerations

- The Foundation favors programs addressing long-term solutions to the causes of problems, as distinguished from programs that simply treat the symptoms.
- The Foundation puts added emphasis on programs and organizations that address the intersection of its various program interests.
- The Foundation encourages pilot initiatives that test new program models.
- The Foundation has a particular interest in organizations that promote collaborative efforts among groups and organizations.
- Qualities sought by the Foundation in its grantee organizations are: effective and dynamic personnel; passionate leadership; a bias against bureaucracy; prudent management & governance practices; and commitment to results and overall assessment of program impact.

Approved May 6, 2004

Exhibit 8

(Distributions per Schedule B-3)

Schedule B-3
DISTRIBUTIONS

	<u>Inventory Value</u>	<u>Distribution Value</u>
tter Chance in Darien ox 3204 en, CT 06820 /17/15 Cash College Preparatory School Program	<u>\$2,500.00</u>	<u>\$2,500.00</u>
1 Distributions tter Chance in Darien ox 3204 en, CT 06820	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====
 t A Block Cromwell Bridge Road imore, MD 21234 /17/15 Cash Compassion Commission House	<u>\$2,500.00</u>	<u>\$2,500.00</u>
1 Distributions t A Block Cromwell Bridge Road imore, MD 21234	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====
 ca Development Promise 33rd Street, Suite 174 er, CO 80205 /09/15 Cash Econonic Independence for Women Farmers	<u>\$2,500.00</u>	<u>\$2,500.00</u>
1 Distributions ca Development Promise 33rd Street, Suite 174 er, CO 80205	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Hands Volunteers County Road, Suite 6 Apolisett, MA 02739 10/15 Cash Nepal School Reconstruction Program	<u>\$10,000.00</u>	<u>\$10,000.00</u>
1 Distributions Hands Volunteers County Road, Suite 6 Apolisett, MA 02739	<u>\$10,000.00</u> =====	<u>\$10,000.00</u> =====
ica Needs You 8th Avenue, 5th Floor York, NY 10018 12/23/15 Cash Any New York Fellows Program	<u>\$5,000.00</u>	<u>\$5,000.00</u>
1 Distributions ica Needs You 8th Avenue, 5th Floor York, NY 10018	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
icaires Hamilton Avenue Hartford, CT 06902 12/19/15 Cash Emergency Medial Aid to Nepal	<u>\$25,000.00</u>	<u>\$25,000.00</u>
12/23/15 Cash Emergency Response Program (2 of 3)	<u>25,000.00</u>	<u>25,000.00</u>
1 Distributions icaires Hamilton Avenue Hartford, CT 06902	<u>\$50,000.00</u> =====	<u>\$50,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
for the Aging Arlington Road, Suite 352 esda, MD 20814		
<u>7/17/15</u> Cash		
Teaching Artist Institute	<u>\$5,000.00</u>	<u>\$5,000.00</u>
1 Distributions		
for the Aging Arlington Road, Suite 352 esda, MD 20814	\$5,000.00	\$5,000.00
	=====	=====
ka North Moore Street, Suite 2000 ngton, VA 22209		
<u>7/23/15</u> Cash		
Nourishing Schools Collaboration & Toolkit	<u>\$15,000.00</u>	<u>\$15,000.00</u>
1 Distributions		
ka North Moore Street, Suite 2000 ngton, VA 22209	\$15,000.00	\$15,000.00
	=====	=====
ike Brit Foundation ullman Street ester, MA 01606		
<u>7/20/15</u> Cash		
Solar Project Energy Independence	<u>\$2,500.00</u>	<u>\$2,500.00</u>
1 Distributions		
ike Brit Foundation ullman Street ester, MA 01606	\$2,500.00	\$2,500.00
	=====	=====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
nd the Book W. 23rd Street 4C York, NY 10011 /17/15 Cash Elementary School Initiative	<u>\$10,000.00</u>	<u>\$10,000.00</u>
1 Distributions nd the Book W. 23rd Street 4C York, NY 10011	<u>\$10,000.00</u> =====	<u>\$10,000.00</u> =====
Sky Youth Empowerment Box 6757 man, MT 59771 /09/15 Cash The Crux	<u>\$5,000.00</u>	<u>\$5,000.00</u>
1 Distributions Sky Youth Empowerment Box 6757 man, MT 59771	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
s Not Bombs Amory Street ica Plain, MA 02130 /23/15 Cash Bicycles for Social & Economic Empowerment	<u>\$5,000.00</u>	<u>\$5,000.00</u>
1 Distributions s Not Bombs Amory Street ica Plain, MA 02130	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
on Rescue Mission ington Street on, MA 02111 <u> </u> /20/15 Cash Homelss Respite Program	<u>\$20,000.00</u>	<u>\$20,000.00</u>
1 Distributions on Rescue Mission ington Street on, MA 02111	\$20,000.00 =====	\$20,000.00 =====
ry Mission Madison Avenue York, NY 10016 <u> </u> /23/15 Cash Women's Center (1 of 2)	<u>\$60,000.00</u>	<u>\$60,000.00</u>
1 Distributions ry Mission Madison Avenue York, NY 10016	\$60,000.00 =====	\$60,000.00 =====
& Girls Clubs of Northeastern sylvania Ash Street nton, PA 18510 <u> </u> /16/15 Cash After School Program	<u>\$2,500.00</u>	<u>\$2,500.00</u>
1 Distributions & Girls Clubs of Northeastern sylvania Ash Street nton, PA 18510	\$2,500.00 =====	\$2,500.00 =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
& Girls Club of Pikes Peak Region E. Pikes Avenue, Suite 500 Colorado Springs, CO 80903 1/17/15 Cash Stem Initiative	<u>\$2,500.00</u>	<u>\$2,500.00</u>
1 Distributions & Girls Club of Pikes Peak Region E. Pikes Avenue, Suite 500 Colorado Springs, CO 80903	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====
d Street Ministry S. Broad Street Philadelphia, PA 19107 1/19/15 Cash Hospitality Collaborative	<u>\$5,000.00</u>	<u>\$5,000.00</u>
1 Distributions d Street Ministry S. Broad Street Philadelphia, PA 19107	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
d Greater Boston Beacon Street, Suite 415 Boston, MA 02108 1/02/15 Cash School-Based Business Incubator Program	<u>\$2,500.00</u>	<u>\$2,500.00</u>
1 Distributions d Greater Boston Beacon Street, Suite 415 Boston, MA 02108	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
nell Centr for the Permorming Arts Horrre Bushnell Memorial Hall Corp. Capitol Avenue ford, CT 06106 /17/15 Cash Musical Explores	 <u>\$2,500.00</u>	 <u>\$2,500.00</u>
1 Distributions nell Centr for the Permorming Arts Horrre Bushnell Memorial Hall Corp. Capitol Avenue ford, CT 06106	 <u>\$2,500.00</u> =====	 <u>\$2,500.00</u> =====
2 Communities Centre Street, Suite 202 on Center, MA 02459 /09/15 Cash Health Care for Familites in Haiti	 <u>\$2,500.00</u>	 <u>\$2,500.00</u>
1 Distributions 2 Communities Centre Street, Suite 202 on Center, MA 02459	 <u>\$2,500.00</u> =====	 <u>\$2,500.00</u> =====
er Gear Broadway, 36th Floor York, NY 10271 /16/15 Cash Master Mentoring (1 of 2)	 <u>\$5,000.00</u>	 <u>\$5,000.00</u>
1 Distributions er Gear Broadway, 36th Floor York, NY 10271	 <u>\$5,000.00</u> =====	 <u>\$5,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
giver Volunteers of Central Jersey Chestnut Street River, NJ 08753 /21/15 Cash Healthy Seniors Program	<u>\$5,000.00</u>	<u>\$5,000.00</u>
1 Distributions giver Volunteers of Central Jersey Chestnut Street River, NJ 08753	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
ederal Soup Kitchen Federal Street en, NJ 08105 en, NJ 08102 /19/15 Cash Culinary Arts Training Program	<u>\$10,000.00</u>	<u>\$10,000.00</u>
1 Distributions ederal Soup Kitchen Federal Street en, NJ 08105 en, NJ 08102	<u>\$10,000.00</u> =====	<u>\$10,000.00</u> =====
olic Charities Archdiocese Hartford 841 Asylum Avenue ford, CT 06105 /09/15 Cash A Family's Business	<u>\$2,500.00</u>	<u>\$2,500.00</u>
1 Distributions olic Charities Archdiocese Hartford 841 Asylum Avenue ford, CT 06105	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
NYC 8th Avenue, 10th Floor York, NY 10018 <u>/19/15 Cash</u> Stop Summer Slide	<u>\$15,000.00</u>	<u>\$15,000.00</u>
1 Distributions NYC 8th Avenue, 10th Floor York, NY 10018	<u>\$15,000.00</u> =====	<u>\$15,000.00</u> =====
dren of Vietnam Browns Gap Turnpike lottesville, VA 22901 <u>/21/15 Cash</u> Hope System of Care (3 of 3)	<u>\$7,500.00</u>	<u>\$7,500.00</u>
1 Distributions dren of Vietnam Browns Gap Turnpike lottesville, VA 22901	<u>\$7,500.00</u> =====	<u>\$7,500.00</u> =====
Harvest Eighth Avenue, 4th Floor York, NY 10018 <u>/21/15 Cash</u> Healthy Neighborhoods	<u>\$5,000.00</u>	<u>\$5,000.00</u>
1 Distributions Harvest Eighth Avenue, 4th Floor York, NY 10018	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
sroom, Inc. Fifth Avenue, 20th Floor York, NY 10016 /21/15 Cash		
Transition to High School Adolescent Literacy & Health Education Program	<u>\$20,000.00</u>	<u>\$20,000.00</u>
1 Distributions		
sroom, Inc. Fifth Avenue, 20th Floor York, NY 10016	\$20,000.00 =====	\$20,000.00 =====
on Hope Vandalia Street PO Box 8228 aul, MN 55114 /10/15 Cash		
Health Care Program	<u>\$7,500.00</u>	<u>\$7,500.00</u>
1 Distributions		
on Hope Vandalia Street PO Box 8228 aul, MN 55114	\$7,500.00 =====	\$7,500.00 =====
unity Word Project roadway, Suite 508 York, NY 10004 /19/15 Cash		
Collaborative Arts Residency Program	<u>\$2,500.00</u>	<u>\$2,500.00</u>
1 Distributions		
unity Word Project roadway, Suite 508 York, NY 10004	\$2,500.00 =====	\$2,500.00 =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
ern Worldwide S Michigan Avenue, Suite 630 ago. IL 60604		
/21/15 Cash		
Mother Tongue Literacy Program	\$25,000.00	\$25,000.00
/19/15 Cash		
Emergency Aid to Napal: Shelter & Hydiene Kits	<u>25,000.00</u>	<u>25,000.00</u>
1 Distributions		
ern Worldwide S Michigan Avenue, Suite 630 ago. IL 60604	\$50,000.00 =====	\$50,000.00 =====
ecticut Burns Care Foundation Boston Post Road, Suite 2 ord, CT 06460		
/20/15 Cash		
Children's Burn Camp	<u>\$2,500.00</u>	<u>\$2,500.00</u>
1 Distributions		
ecticut Burns Care Foundation Boston Post Road, Suite 2 ord, CT 06460	\$2,500.00 =====	\$2,500.00 =====
nant House New Jersey Washington Street rk, NJ 07102		
/23/15 Cash		
Homeless Youth Education Program	<u>\$5,000.00</u>	<u>\$5,000.00</u>
1 Distributions		
nant House New Jersey Washington Street rk, NJ 07102	\$5,000.00 =====	\$5,000.00 =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
n's & Colitis Foundation of America Park Avenue South, 17th Floor York, NY 10016		
<u>/17/15 Cash</u>		
General Purposes	<u>\$2,500.00</u>	<u>\$2,500.00</u>
1 Distributions		
n's & Colitis Foundation of America Park Avenue South, 17th Floor York, NY 10016	<u>\$2,500.00</u>	<u>\$2,500.00</u>
	=====	=====
 International Bosler Avenue yne, PA 17033		
<u>/23/15 Cash</u>		
Hydrocephalus Surgeries Uganda (2 of 2)	<u>\$25,000.00</u>	<u>\$25,000.00</u>
1 Distributions		
International Bosler Avenue yne, PA 17033	<u>\$25,000.00</u>	<u>\$25,000.00</u>
	=====	=====
 s Kids ockwood Avenue ford, CT 06902		
<u>/19/15 Cash</u>		
Trailblazers Academy Middle School	<u>\$5,000.00</u>	<u>\$5,000.00</u>
1 Distributions		
s Kids ockwood Avenue ford, CT 06902	<u>\$5,000.00</u>	<u>\$5,000.00</u>
	=====	=====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Logic Development Fund c. Auburn Street, Suite 203 ridge, MA 02138		
<u>/17/15 Cash</u>		
Securing Clean Drinking Water in Oaxaca, Mexico	<u>\$5,000.00</u>	<u>\$5,000.00</u>
1 Distributions		
Logic Development Fund t. Auburn Street, Suite 203 ridge, MA 02138	<u>\$5,000.00</u>	<u>\$5,000.00</u>
	=====	=====
ation Through Music East 42nd Street Room 1501 York, NY 10168		
<u>/21/15 Cash</u>		
New York City Partner School Program	<u>\$7,500.00</u>	<u>\$7,500.00</u>
1 Distributions		
ation Through Music East 42nd Street Room 1501 York, NY 10168	<u>\$7,500.00</u>	<u>\$7,500.00</u>
	=====	=====
orvenir lifford Terrace Francisco, CA 94117		
<u>/17/15 Cash</u>		
Water, Sanitation, Hygiene & Watershed Protection in Rural Leon (2 of 3)	<u>\$50,000.00</u>	<u>\$50,000.00</u>
1 Distributions		
orvenir lifford Terrace Francisco, CA 94117	<u>\$50,000.00</u>	<u>\$50,000.00</u>
	=====	=====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
abeth Coalition to House the less Division Street abeth, NJ 07201 /23/15 Cash Bern. Place: Education & Enrichment for Homeless Kids	 <u>\$2,500.00</u>	 <u>\$2,500.00</u>
1 Distributions abeth Coalition to House the less Division Street abeth, NJ 07201	 <u>\$2,500.00</u> =====	 <u>\$2,500.00</u> =====
ish-Speaking Union of the ed States East 39th Street York, NY 10016 /20/15 Cash New York Middle School Debate Program	 <u>\$5,000.00</u>	 <u>\$5,000.00</u>
1 Distributions ish-Speaking Union of the ed States East 39th Street York, NY 10016	 <u>\$5,000.00</u> =====	 <u>\$5,000.00</u> =====
copal Relief & Development Second Avenue York, NY 10017 /21/15 Cash Zambia Early Childhood (2of2)	 \$50,000.00	 \$50,000.00
/16/15 Cash Long-Term Rehabilitation in Nepal	 25,000.00	 25,000.00

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
copal Relief & Development Second Avenue York, NY 10017 t'd) /10/15 Cash Early Childhood Development in Rural Zambia (1 of 2)	 \$50,000.00	 \$50,000.00
 /17/15 Cash General Purposes	 <u>5,000.00</u>	 <u>5,000.00</u>
1 Distributions copal Relief & Development Second Avenue York, NY 10017	 \$130,000.00 =====	 \$130,000.00 =====
 ranza Academy Garden Street ence, MA 01840 /20/15 Cash Extended Day Program	 <u>\$5,000.00</u>	 <u>\$5,000.00</u>
1 Distributions ranza Academy Garden Street ence, MA 01840	 \$5,000.00 =====	 \$5,000.00 =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
etto Children's Foundation Commerce Street andria, VA 22314		
7/21/15 Cash		
Empowering Rural Nicaraguan Youth Thru Sistema Aprendizaje Tutorial	<u>\$5,000.00</u>	<u>\$5,000.00</u>
L Distributions		
etto Children's Foundation Commerce Street andria, VA 22314	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
Field County Tres Dias Wheeler Park Avenue Field, CT 06432		
7/17/15 Cash		
General Purposes	<u>\$2,000.00</u>	<u>\$2,000.00</u>
L Distributions		
Field County Tres Dias Wheeler Park Avenue Field, CT 06432	<u>\$2,000.00</u> =====	<u>\$2,000.00</u> =====
ly Service North Canal Street ence, MA 01840		
7/20/15 Cash		
Stand & Deliver	<u>\$7,500.00</u>	<u>\$7,500.00</u>
L Distributions		
ly Service North Canal Street ence, MA 01840	<u>\$7,500.00</u> =====	<u>\$7,500.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Fresh Rhode Island Main Street, #1220 ucket, RI 02860		
/21/15 Cash		
Harvest Kitchen	<u>\$2,500.00</u>	<u>\$2,500.00</u>
l Distributions		
Fresh Rhode Island Main Street, #1220 ucket, RI 02860	<u>\$2,500.00</u>	<u>\$2,500.00</u>
	=====	=====
ing America (America's Second Harvest) ast Wacker Drive #2000 ago, IL 60607		
/21/15 Cash		
Delivering Greater & More Efficient Food Assistance to Older Americans	<u>\$25,000.00</u>	<u>\$25,000.00</u>
l Distributions		
ing America (America's Second Harvest) ast Wacker Drive #2000 ago, IL 60607	<u>\$25,000.00</u>	<u>\$25,000.00</u>
	=====	=====
ciscan Mission Service Box 29034 ington, DC 20017-0034		
/20/15 Cash		
Overseas Law Missions	<u>\$5,000.00</u>	<u>\$5,000.00</u>
l Distributions		
ciscan Mission Service Box 29034 ington, DC 20017-0034	<u>\$5,000.00</u>	<u>\$5,000.00</u>
	=====	=====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
School Thompson Street Philadelphia, PA 19121		
7/21/15 Cash		
Youth Education Program	<u>\$2,500.00</u>	<u>\$2,500.00</u>
1 Distributions		
School Thompson Street Philadelphia, PA 19121	<u>\$2,500.00</u>	<u>\$2,500.00</u>
	=====	=====
al Soap Project Peachtree Industrial Blvd e B ross, GA 30092		
7/23/15 Cash		
General Operating, Soap Recycling & Distribution	<u>\$5,000.00</u>	<u>\$5,000.00</u>
1 Distributions		
al Soap Project Peachtree Industrial Blvd e B ross, GA 30092	<u>\$5,000.00</u>	<u>\$5,000.00</u>
	=====	=====
e Academy Main Street ord, CT 06106		
7/21/15 Cash		
Art Speaks	<u>\$2,500.00</u>	<u>\$2,500.00</u>
1 Distributions		
e Academy Main Street ord, CT 06106	<u>\$2,500.00</u>	<u>\$2,500.00</u>
	=====	=====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Notes Box 14 Greenwich, CT 06870 /17/15 Cash General Purposes	<u>\$5,000.00</u>	<u>\$5,000.00</u>
1 Distributions Notes Box 14 Greenwich, CT 06870	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
at for Humanity of Greater Lowell Main Street ford, MA 01886 /20/15 Cash Trans Nhoods Trans Lvs in Lowell's Acre: Phase 2	<u>\$10,000.00</u>	<u>\$10,000.00</u>
1 Distributions at for Humanity of Greater Lowell Main Street ford, MA 01886	<u>\$10,000.00</u> =====	<u>\$10,000.00</u> =====
i Friends Reynolds Street sburgh, PA 15206 /20/15 Cash Htrip for Reintroducing Timber to the Mountainsides	<u>\$2,500.00</u>	<u>\$2,500.00</u>
1 Distributions i Friends Reynolds Street sburgh, PA 15206	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
em Educational Activities Fund Adam Clayton Powell Jr Blvd Floor York, NY 10027		
/20/15 Cash		
Summer Quest	<u>\$2,500.00</u>	<u>\$2,500.00</u>
1 Distributions		
em Educational Activities Fund Adam Clayton Powell Jr Blvd Floor York, NY 10027	\$2,500.00	\$2,500.00
	=====	=====
em Stage Convent Avenue York, NY 10031		
/21/15 Cash		
Education on Harlem Stage	<u>\$2,500.00</u>	<u>\$2,500.00</u>
1 Distributions		
em Stage Convent Avenue York, NY 10031	\$2,500.00	\$2,500.00
	=====	=====
thy Learners Laurel Street mbia, SC 29204		
/23/15 Cash		
Removing Healthy Barriers to Learning	<u>\$2,500.00</u>	<u>\$2,500.00</u>
1 Distributions		
thy Learners Laurel Street mbia, SC 29204	\$2,500.00	\$2,500.00
	=====	=====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
House iverside Avenue rside, CT 06878 /19/15 Cash South Wing Addition w/24 Elderly Housing Units	 <u>\$10,000.00</u>	 <u>\$10,000.00</u>
1 Distributions House iverside Avenue rside, CT 06878	 <u>\$10,000.00</u> =====	 <u>\$10,000.00</u> =====
Share Now North Main Street e, VT 05641 /19/15 Cash Home Sharing: Better than Renting	 <u>\$5,000.00</u>	 <u>\$5,000.00</u>
1 Distributions Share Now North Main Street e, VT 05641	 <u>\$5,000.00</u> =====	 <u>\$5,000.00</u> =====
For All Box 1548 Burnie, MD 21060 /23/15 Cash Providing Essentials to Transitioning Homeless Families	 <u>\$2,500.00</u>	 <u>\$2,500.00</u>
1 Distributions For All Box 1548 Burnie, MD 21060	 <u>\$2,500.00</u> =====	 <u>\$2,500.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
zons National ent Enrichment Program Post Road West port, CT 06880 /23/15 Cash		
Expansion Support (1 of 2)	<u>\$25,000.00</u>	<u>\$25,000.00</u>
1 Distributions zons National ent Enrichment Program Post Road West port, CT 06880	<u>\$25,000.00</u> =====	<u>\$25,000.00</u> =====
eneck Foundation Box 673 rside, CT 06838 /17/15 Cash		
General Purposes	<u>\$2,500.00</u>	<u>\$2,500.00</u>
1 Distributions eneck Foundation Box 673 rside, CT 06838	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====
ing Opportunities & Maintenance the Elderly W. Carroll Avenue, Foor 2 ago, IL 60607 /09/15 Cash		
Healthy Food Access for Low-Income Seniors	<u>\$2,500.00</u>	<u>\$2,500.00</u>
1 Distributions ing Opportunities & Maintenance the Elderly W. Carroll Avenue, Foor 2 ago, IL 60607	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
on River Museum Warburton Avenue ers, NY 10701 /10/15 Cash Family Summer Sundays	<u>\$2,500.00</u>	<u>\$2,500.00</u>
L Distributions on River Museum Warburton Avenue ers, NY 10701	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====
(International Medical Equipment aborative) Osgood Street n Andover, MA 01845 /10/15 Cash Operations (1 of 3)	<u>\$100,000.00</u>	<u>\$100,000.00</u>
L Distributions (International Medical Equipment aborative) Osgood Street n Andover, MA 01845	<u>\$100,000.00</u> =====	<u>\$100,000.00</u> =====
ventions for Poverty Action Whitney Avenue Haven, CT 06510 /17/15 Cash Moving Evidence to Impact (1 of 3)	<u>\$50,000.00</u>	<u>\$50,000.00</u>
L Distributions ventions for Poverty Action Whitney Avenue Haven, CT 06510	<u>\$50,000.00</u> =====	<u>\$50,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Irish Franklin Street Ford, CT 06901		
7/21/15 Cash		
Jumpstart Career Program	<u>\$5,000.00</u>	<u>\$5,000.00</u>
l Distributions		
Irish Franklin Street Ford, CT 06901	<u>\$5,000.00</u>	<u>\$5,000.00</u>
	=====	=====
Learning Minds Westminster Street Providence, RI 02903		
7/19/15 Cash		
Read by Three, Intensive Intervention In-School Tutoring K-3	<u>\$2,500.00</u>	<u>\$2,500.00</u>
l Distributions		
Learning Minds Westminster Street Providence, RI 02903	<u>\$2,500.00</u>	<u>\$2,500.00</u>
	=====	=====
University of Southern Connecticut Wade Street Newport, CT 06604		
7/17/15 Cash		
Andrew Ober	<u>\$3,000.00</u>	<u>\$3,000.00</u>
l Distributions		
University of Southern Connecticut Wade Street Newport, CT 06604	<u>\$3,000.00</u>	<u>\$3,000.00</u>
	=====	=====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
5 A Riis Neighborhood Settlement 5 41st Street <u>Island City, NY 11101</u> 7/17/15 Cash General Operating Support	 <u>\$50,000.00</u>	 <u>\$50,000.00</u>
1 Distributions 5 A Riis Neighborhood Settlement 5 41st Street Island City, NY 11101	 <u>\$50,000.00</u> =====	 <u>\$50,000.00</u> =====
 5 Family Services of Greenwich Holly Hill Lane <u>Greenwich, CT 06830</u> 7/16/15 Cash Supermarketing for Seniors	 <u>\$2,500.00</u>	 <u>\$2,500.00</u>
1 Distributions 5 Family Services of Greenwich Holly Hill Lane Greenwich, CT 06830	 <u>\$2,500.00</u> =====	 <u>\$2,500.00</u> =====
 5 Senior Services Jefferson Street <u>Field, CT 06825</u> 7/19/15 Cash CNA Training/Employment Program	 <u>\$2,500.00</u>	 <u>\$2,500.00</u>
1 Distributions 5 Senior Services Jefferson Street Field, CT 06825	 <u>\$2,500.00</u> =====	 <u>\$2,500.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Center for Nursing Veterans Healthcare East 70th Street New York, NY 10021		
23/15 Cash		
Fellowship in Advanced Nursing	<u>\$15,000.00</u>	<u>\$15,000.00</u>
Distributions		
Center for Nursing Veterans Healthcare East 70th Street New York, NY 10021	\$15,000.00	\$15,000.00
	=====	=====
in Crisis New York Street New York, CT 06807		
17/15 Cash		
Safe Haven for Kids	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Distributions		
in Crisis New York Street New York, CT 06807	\$5,000.00	\$5,000.00
	=====	=====
ence Community Works Newbury Street New York, MA 01841		
09/15 Cash		
Movement City Youth Network	<u>\$2,500.00</u>	<u>\$2,500.00</u>
Distributions		
ence Community Works Newbury Street New York, MA 01841	\$2,500.00	\$2,500.00
	=====	=====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Net International Silver Star Road Lido, FL 32808		
12/23/15 Cash		
Equipping & Empowering Primary Care Nurses in East Africa	<u>\$5,000.00</u>	<u>\$5,000.00</u>
L Distributions		
Net International Silver Star Road Lido, FL 32808	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
Acacy Lab Box 3462 Langton, DC 20010		
12/23/15 Cash		
Metro- DC Reading Corps	<u>\$5,000.00</u>	<u>\$5,000.00</u>
L Distributions		
Acacy Lab Box 3462 Langton, DC 20010	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
son Square Boys & Girls Club Fifth Avenue, Suite 912 York, NY 10118		
12/16/15 Cash		
Project Graduate	<u>\$5,000.00</u>	<u>\$5,000.00</u>
L Distributions		
son Square Boys & Girls Club Fifth Avenue, Suite 912 York, NY 10118	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
a House Care Foundation odland Street, Suite 37 Ford, CT 06105 /17/15 Cash		
Access to Quality Health Care for the Uninsured	<u>\$5,000.00</u>	<u>\$5,000.00</u>
l Distributions a House Care Foundation odland Street, Suite 37 Ford, CT 06105	<u>\$5,000.00</u>	<u>\$5,000.00</u>
	=====	=====
: Community Resources Washington Street letown, CT 06457 /10/15 Cash		
Adult Skill Development & Leisure Progarm	<u>\$2,500.00</u>	<u>\$2,500.00</u>
l Distributions : Community Resources Washington Street letown, CT 06457	<u>\$2,500.00</u>	<u>\$2,500.00</u>
	=====	=====
hall Legacy Institute Wilson Blvd. Suite 240 ngton, VA 22201 /23/15 Cash		
October 2015 Gala	<u>\$10,000.00</u>	<u>\$10,000.00</u>
l Distributions hall Legacy Institute Wilson Blvd. Suite 240 ngton, VA 22201	<u>\$10,000.00</u>	<u>\$10,000.00</u>
	=====	=====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Mount Manhattan College East 71st Street York, NY 10021 /23/15 Cash Bedford Hills College Program	<u>\$5,000.00</u>	<u>\$5,000.00</u>
1 Distributions Mount Manhattan College East 71st Street York, NY 10021	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
Yr's Youth Service Bureau, City of ford Washington Blvd, 6th Floor ford, CT 06901 /20/15 Cash Youth Empowerment Program	<u>\$2,500.00</u>	<u>\$2,500.00</u>
1 Distributions Yr's Youth Service Bureau, City of ford Washington Blvd, 6th Floor ford, CT 06901	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====
s on Wheels of Greenwich apple Avenue nwich, CT 06830 /17/15 Cash Daily Meal Delivery for the Homebound	<u>\$2,500.00</u>	<u>\$2,500.00</u>
1 Distributions s on Wheels of Greenwich apple Avenue nwich, CT 06830	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
lesex Community College Foundation Training Hill Road letown, CT 06457		
/23/15 Cash		
Community Eyecare Days	<u>\$2,500.00</u>	<u>\$2,500.00</u>
l Distributions		
lesex Community College Foundation Training Hill Road letown, CT 06457	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====
ion: Restore East 87th Street York, NY 10128		
/19/15 Cash		
Reconstructive Training in Tanzania	<u>\$2,500.00</u>	<u>\$2,500.00</u>
l Distributions		
ion: Restore East 87th Street York, NY 10128	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====
onal Multiple Sclerosis Society Tower Avenue, 1st Floor ford, CT 06112		
/17/15 Cash		
MS Vacation Week 2015	<u>\$2,500.00</u>	<u>\$2,500.00</u>
l Distributions		
onal Multiple Sclerosis Society Tower Avenue, 1st Floor ford, CT 06112	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Neighborhood Trust Financial Partners St. Nicholas Avenue, 4th Floor New York, NY 10032		
10/15 Cash		
Getting Ahead Program	<u>\$10,000.00</u>	<u>\$10,000.00</u>
1 Distributions		
Neighborhood Trust Financial Partners St. Nicholas Avenue, 4th Floor New York, NY 10032	<u>\$10,000.00</u>	<u>\$10,000.00</u>
	=====	=====
Beginnings Family Academy Garden Street Newport, CT 06605		
1/17/15 Cash		
New Beginnings Family Academy	<u>\$2,500.00</u>	<u>\$2,500.00</u>
1 Distributions		
Beginnings Family Academy Garden Street Newport, CT 06605	<u>\$2,500.00</u>	<u>\$2,500.00</u>
	=====	=====
England Center for Homeless Veterans Court Street Boston, MA 02108		
1/19/15 Cash		
Veterans Training School	<u>\$2,500.00</u>	<u>\$2,500.00</u>
1 Distributions		
England Center for Homeless Veterans Court Street Boston, MA 02108	<u>\$2,500.00</u>	<u>\$2,500.00</u>
	=====	=====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Foundation for the Blind Diamond Spring Road Lille, NJ 07834		
19/15 Cash		
Comprehensive Core Training for the Blind and Visually Impaired	<u>\$2,500.00</u>	<u>\$2,500.00</u>
Distributions		
Foundation for the Blind Diamond Spring Road Lille, NJ 07834	<u>\$2,500.00</u>	<u>\$2,500.00</u>
	=====	=====
Lead Center for Sight Main Street Allo, NY 14209		
21/15 Cash		
Inform. & Assistive Tech. Training for the Blind & Visually Impaired	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Distributions		
Lead Center for Sight Main Street Allo, NY 14209	<u>\$5,000.00</u>	<u>\$5,000.00</u>
	=====	=====
Hearth Box 1077 Ford, CT 06143-1077		
09/15 Cash		
Working Man's Center	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Distributions		
Hearth Box 1077 Ford, CT 06143-1077	<u>\$5,000.00</u>	<u>\$5,000.00</u>
	=====	=====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
tunity Network change Place, Suite 503 ork, NY 10005 21/15 Cash		
Career Fluency for High School Students from Low-Income Background	\$2,500.00	\$2,500.00
Distributions tunity Network change Place, Suite 503 ork, NY 10005	\$2,500.00	\$2,500.00
	=====	=====
 stra of St. Luke's West 42nd Street, 9th Floor ork, NY 10036 20/15 Cash		
Community & Education Program	\$10,000.00	\$10,000.00
Distributions stra of St. Luke's West 42nd Street, 9th Floor ork, NY 10036	\$10,000.00	\$10,000.00
	=====	=====
 ways Milbank Avenue wick, CT 06830 23/15 Cash		
General Purposes	\$5,000.00	\$5,000.00
Distributions ways Milbank Avenue wick, CT 06830	\$5,000.00	\$5,000.00
	=====	=====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
On, Philly! Box 8662 Philadelphia, PA 19101-8662		
7/09/15 Cash		
Pop Academy	<u>\$10,000.00</u>	<u>\$10,000.00</u>
1 Distributions		
On, Philly! Box 8662 Philadelphia, PA 19101-8662	<u>\$10,000.00</u> =====	<u>\$10,000.00</u> =====
ce Athletic League 1/2 East 12th Street York, NY 10003		
7/09/15 Cash		
Rise Re-Entry Job & Life Skills Training for Ex- Offenders	<u>\$5,000.00</u>	<u>\$5,000.00</u>
1 Distributions		
ce Athletic League 1/2 East 12th Street York, NY 10003	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
ible Project (The) Massachusetts Avenue, 3rd Floor ridge, MA 02139		
7/19/15 Cash		
Youth Development Program	<u>\$2,500.00</u>	<u>\$2,500.00</u>
1 Distributions		
ible Project (The) Massachusetts Avenue, 3rd Floor ridge, MA 02139	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
ises2Kids Ruffin Court, Suite A Diego, CA 92123 /17/15 Cash Junior Guardian Scholars Program Expansion	<u>\$2,500.00</u>	<u>\$2,500.00</u>
1 Distributions ises2Kids Ruffin Court, Suite A Diego, CA 92123	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====
idence - St Mel School S Central Park Boulevard ago, IL 60624 /17/15 Cash Response to Intervention	<u>\$10,000.00</u>	<u>\$10,000.00</u>
1 Distributions idence - St Mel School S Central Park Boulevard ago, IL 60624	<u>\$10,000.00</u> =====	<u>\$10,000.00</u> =====
ow Network South Avenue ngfield, MO 65807 /20/15 Cash Healthcare/Nutrition	<u>\$5,000.00</u>	<u>\$5,000.00</u>
1 Distributions ow Network South Avenue ngfield, MO 65807	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
To A Child Summer Street, Suite 325 Boston, MA 02110 ----- 12/20/15 Cash Lunchtime Reading Program Northeast Region	 <u>\$2,500.00</u>	 <u>\$2,500.00</u>
1 Distributions To A Child Summer Street, Suite 325 Boston, MA 02110	 <u>\$2,500.00</u> =====	 <u>\$2,500.00</u> =====
Let's Grow School Ground Road, Unit #3 Hartford, CT 06405 ----- 12/21/15 Cash Building Literacy School Students from Low-Income Background	 <u>\$2,500.00</u>	 <u>\$2,500.00</u>
1 Distributions Let's Grow School Ground Road, Unit #3 Hartford, CT 06405	 <u>\$2,500.00</u> =====	 <u>\$2,500.00</u> =====
Reading Partners New Hampshire Avenue NW Washington, DC 20037 ----- 12/16/15 Cash One-on-One Literacy Tutoring for Dc's Low Income Elementary Students	 <u>\$5,000.00</u>	 <u>\$5,000.00</u>
1 Distributions Reading Partners New Hampshire Avenue NW Washington, DC 20037	 <u>\$5,000.00</u> =====	 <u>\$5,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
ing Team Adam Clayton Powell Jr. e 100 York, NY 10027		
/21/15 Cash		
After School Program At PS36: New Enrichment Activities	<u>\$2,500.00</u>	<u>\$2,500.00</u>
l Distributions		
ing Team Adam Clayton Powell Jr. e 100 York, NY 10027	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====
procity Foundation Fifth Avenue, Suite 2671 York, NY 10001		
/20/15 Cash		
Homeless Youth Educational Advancement Programming	<u>\$5,000.00</u>	<u>\$5,000.00</u>
l Distributions		
procity Foundation Fifth Avenue, Suite 2671 York, NY 10001	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
erge Internation (f/k/a Interplast) Maude Avenue tain View, CA 94043		
/19/15 Cash		
Resurge in Vietnam: Advanced Surgical Training	<u>\$15,000.00</u>	<u>\$15,000.00</u>
l Distributions		
erge Internation (f/k/a Interplast) Maude Avenue tain View, CA 94043	<u>\$15,000.00</u> =====	<u>\$15,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
ak America 19th Street NW, Suite 1027 ington, DC 20036		
/23/15 Cash		
Care & Protection of Street Children in Addis Ababa	<u>\$5,000.00</u>	<u>\$5,000.00</u>
1 Distributions		
ak America 19th Street NW, Suite 1027 ington, DC 20036	<u>\$5,000.00</u>	<u>\$5,000.00</u>
	=====	=====
Eldercare Broad Street it, NJ 07901		
/23/15 Cash		
Spend a Day Adult Day Health Center	<u>\$10,000.00</u>	<u>\$10,000.00</u>
1 Distributions		
Eldercare Broad Street it, NJ 07901	<u>\$10,000.00</u>	<u>\$10,000.00</u>
	=====	=====
sbury School Canaan Road sbury, CT 06068		
/17/15 Cash		
Endowment Fund	<u>\$10,000.00</u>	<u>\$10,000.00</u>
1 Distributions		
sbury School Canaan Road sbury, CT 06068	<u>\$10,000.00</u>	<u>\$10,000.00</u>
	=====	=====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
ation Army - Southern New England sion Asylum Avenue ford, CT 06105		
/17/15 Cash		
Emergency Dis. Program Enhancement (2 of 3)	<u>\$10,000.00</u>	<u>\$10,000.00</u>
l Distributions		
ation Army - Southern New England sion Asylum Avenue ford, CT 06105	<u>\$10,000.00</u> =====	<u>\$10,000.00</u> =====
 New York 102nd Street, 3rd Floor York, NY 10029		
/16/15 Cash		
Reach for the Stars	<u>\$7,500.00</u>	<u>\$7,500.00</u>
l Distributions		
New York 102nd Street, 3rd Floor York, NY 10029	<u>\$7,500.00</u> =====	<u>\$7,500.00</u> =====
 ards Box 1756 en, CT 06604		
/09/15 Cash		
Scholarship, College Prep & Mentoring Program	<u>\$5,000.00</u>	<u>\$5,000.00</u>
l Distributions		
ards Box 1756 en, CT 06604	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====

Schedule B-3 (Cont'd)

	Inventory Value	Distribution Value
sors for Educational Opportunity xchange Place York, NY 10005		
/23/15 Cash		
Scholars Program	\$15,000.00	\$15,000.00
1 Distributions		
sors for Educational Opportunity xchange Place York, NY 10005	\$15,000.00	\$15,000.00
	=====	=====
Ignatius Nursing & Rehab Center Haverford Avenue adelphia, PA 19104		
/17/15 Cash		
Resident Room Renovation	\$2,500.00	\$2,500.00
1 Distributions		
Ignatius Nursing & Rehab Center Haverford Avenue adelphia, PA 19104	\$2,500.00	\$2,500.00
	=====	=====
Vincent De Paul Middletown Main Street Box 398 letown, CT 06457		
/17/15 Cash		
Meals & Community Assistance Program	\$2,500.00	\$2,500.00
1 Distributions		
Vincent De Paul Middletown Main Street Box 398 letown, CT 06457	\$2,500.00	\$2,500.00
	=====	=====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Kids Scholarship Program Box 6214 letown, RI 02842 /17/15 Cash Educational Programs for Star Kids	\$2,500.00	\$2,500.00
1 Distributions Kids Scholarship Program Box 6214 letown, RI 02842	\$2,500.00 =====	\$2,500.00 =====
ping Stones Museum For Children ews Park, 303 West Avenue alk, CT 06850 /23/15 Cash Open Arms for Schools	\$2,500.00	\$2,500.00
1 Distributions ping Stones Museum For Children ews Park, 303 West Avenue alk, CT 06850	\$2,500.00 =====	\$2,500.00 =====
s to Success ennard Road kline, MA 02445 /10/15 Cash Elementary to College Success for Youth Men in Grades 7-12	\$5,000.00	\$5,000.00
1 Distributions s to Success ennard Road kline, MA 02445	\$5,000.00 =====	\$5,000.00 =====

Schedule B-3 (Cont'd)

	Inventory Value	Distribution Value
Reading Matters Riverside Drive Box 1270 York, NY 10115 12/20/15 Cash		
Early Reading Matters: Advancing K-3 Literacy Outcomes in NY	\$10,000.00	\$10,000.00
1 Distributions Reading Matters Riverside Drive Box 1270 York, NY 10115	\$10,000.00	\$10,000.00
	=====	=====
1 Distribution Washington DC Newton Street NW Washington, DC 20010 12/10/15 Cash		
Real Opportunity Employment Training Program & Employment Services	\$2,500.00	\$2,500.00
1 Distributions Washington DC Newton Street NW Washington, DC 20010	\$2,500.00	\$2,500.00
	=====	=====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
ve Networks /a East Meets West Foundation) Telegraph Ave, Suite 1420 and, CA 94612		
/23/15 Cash		
Breath of Life, Philippines (2 of 2)	<u>\$37,500.00</u>	<u>\$37,500.00</u>
1 Distributions		
ve Networks /a East Meets West Foundation) Telegraph Ave, Suite 1420 and, CA 94612	<u>\$37,500.00</u> =====	<u>\$37,500.00</u> =====
Medics International South End Avenue, #35R York, NY 10280		
/16/15 Cash		
Expansion of Beacon Emergency Pilot (1 of 2)	<u>\$25,000.00</u>	<u>\$25,000.00</u>
1 Distributions		
Medics International South End Avenue, #35R York, NY 10280	<u>\$25,000.00</u> =====	<u>\$25,000.00</u> =====
n Settlement Association E 104th Street York, NY 10029		
/10/15 Cash		
Work Center	<u>\$2,500.00</u>	<u>\$2,500.00</u>
1 Distributions		
n Settlement Association E 104th Street York, NY 10029	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
ed Community Ministries Fordson Road andria, VA 22306-2225 /10/15 Cash Work Center	<u>\$2,500.00</u>	<u>\$2,500.00</u>
1 Distributions ed Community Ministries Fordson Road andria, VA 22306-2225	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====
ersity of Michigan Law School South State Street Arbor, MI 48109-1215 /17/15 Cash Law School Fund	<u>\$7,500.00</u>	<u>\$7,500.00</u>
1 Distributions ersity of Michigan Law School South State Street Arbor, MI 48109-1215	<u>\$7,500.00</u> =====	<u>\$7,500.00</u> =====
ersity of Pennsylvania Franklin Building Walnut Street adelphia, PA 19104 /17/15 Cash Penn Fund	<u>\$7,500.00</u>	<u>\$7,500.00</u>
1 Distributions ersity of Pennsylvania Franklin Building Walnut Street adelphia, PA 19104	<u>\$7,500.00</u> =====	<u>\$7,500.00</u> =====

	<u>Inventory Value</u>	<u>Distribution Value</u>
Horizon Community Health Foundation North Hermitage Road Hermitage, PA 16148		
7/10/15 Cash		
Medical Equipment Recycling Program	\$2,500.00	\$2,500.00
L Distributions		
Horizon Community Health Foundation North Hermitage Road Hermitage, PA 16148	\$2,500.00 =====	\$2,500.00 =====
n Ed MLK Jr. Avenue, SE, Suite M-2 Washington, DC 20020		
7/17/15 Cash		
Pathways in Training	\$5,000.00	\$5,000.00
L Distributions		
n Ed MLK Jr. Avenue, SE, Suite M-2 Washington, DC 20020	\$5,000.00 =====	\$5,000.00 =====
on Spring Eighth Avenue, Suite 12A-02 New York, NY 10001		
7/23/15 Cash		
Ensuring Access to Affordable Eyewear	\$7,500.00	\$7,500.00
L Distributions		
on Spring Eighth Avenue, Suite 12A-02 New York, NY 10001	\$7,500.00 =====	\$7,500.00 =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
nteers of America of Pennsylvania Main Street sburgh, PA 15215 /20/15 Cash Workforce Development Project	<u>\$5,000.00</u>	<u>\$5,000.00</u>
1 Distributions nteers of America of Pennsylvania Main Street sburgh, PA 15215	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
ing Shield American Indian Society 1 Aspan Street, Suite E Forest, CA 92630 /20/15 Cash Comprehensive Healthcare for Impoverished American Indians	<u>\$40,000.00</u>	<u>\$40,000.00</u>
1 Distributions ing Shield American Indian Society 1 Aspan Street, Suite E Forest, CA 92630	<u>\$40,000.00</u> =====	<u>\$40,000.00</u> =====
3 Foundation Box 155 Granby, CT 06090 /21/15 Cash Scholarship Funding	<u>\$2,500.00</u>	<u>\$2,500.00</u>
1 Distributions 3 Foundation Box 155 Granby, CT 06090	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
r Aid America Madison Avenue, Suite 1202 York, NY 10016 /09/15 Cash Improving Access to Wash in Nicaragua	 <u>\$25,000.00</u>	 <u>\$25,000.00</u>
l Distributions r Aid America Madison Avenue, Suite 1202 York, NY 10016	 <u>\$25,000.00</u> =====	 <u>\$25,000.00</u> =====
 r for People West Quincy Avenue er, CO 80235 /19/15 Cash Global Everyone Forever Water & Sanitation Services (1 of 3)	 <u>\$50,000.00</u>	 <u>\$50,000.00</u>
l Distributions r for People West Quincy Avenue er, CO 80235	 <u>\$50,000.00</u> =====	 <u>\$50,000.00</u> =====
 s of Hope) Wings of Hope Blvd. ouis, MO 63005 /16/15 Cash Buses for Burma	 <u>\$10,000.00</u>	 <u>\$10,000.00</u>
. Distributions s of Hope) Wings of Hope Blvd. ouis, MO 63005	 <u>\$10,000.00</u> =====	 <u>\$10,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Yellowstone Park Foundation East Main Street Box 301 Gardiner, MT 59715 12/17/15 Cash Yellowstone Forever Campaign	 <u>\$15,000.00</u>	 <u>\$15,000.00</u>
1 Distributions Yellowstone Park Foundation East Main Street Box 301 Gardiner, MT 59715	 <u>\$15,000.00</u> =====	 <u>\$15,000.00</u> =====
Children & Family Services Box 2813 Sioux Falls, SD 57709-2813 12/10/15 Cash Girls Inc.	 <u>\$2,500.00</u>	 <u>\$2,500.00</u>
1 Distributions Children & Family Services Box 2813 Sioux Falls, SD 57709-2813	 <u>\$2,500.00</u> =====	 <u>\$2,500.00</u> =====
1 Transitions Angelina Drive Memphis, TN 37921 12/09/15 Cash Culinary Cooking Training	 <u>\$7,500.00</u>	 <u>\$7,500.00</u>
1 Distributions 1 Transitions Angelina Drive Memphis, TN 37921	 <u>\$7,500.00</u> =====	 <u>\$7,500.00</u> =====
1 SCHEDULE B-3	 <u>\$1,547,500.00</u> =====	 <u>\$1,547,500.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
n's Center of Greater Danbury st Street ury, CT 06810 /17/15 Cash Saving Lives, Saving Futures	 <u>\$2,500.00</u>	 <u>\$2,500.00</u>
l Distributions n's Center of Greater Danbury st Street ury, CT 06810	 <u>\$2,500.00</u> =====	 <u>\$2,500.00</u> =====
 d Vision Inc ox 9716 ral Way, WA 98063-9716 /16/15 Cash Long-Term Rehabilitation in Nepal	 \$25,000.00	 \$25,000.00
 /23/15 Cash For Every Child: Ethiopia Wash (4 of 5)	 <u>50,000.00</u>	 <u>50,000.00</u>
l Distributions d Vision Inc ox 9716 cal Way, WA 98063-9716	 \$75,000.00 =====	 \$75,000.00 =====
 dreader ngold Street Francisco, CA 94103 /09/15 Cash E-Readers with Orphan Aid Africa, Ghana	 \$5,000.00	 \$5,000.00
 . Distributions dreader ngold Street Francisco, CA 94103	 \$5,000.00 =====	 \$5,000.00 =====