

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015, or tax year beginning 01-01-2015, and ending 12-31-2015

Name of foundation THE BLUESTONE FOUNDATION		A Employer identification number 06-1527223	
Number and street (or P O box number if mail is not delivered to street address) 75 ISHAM ROAD NO 400		B Telephone number (see instructions) (860) 313-4930	
City or town, state or province, country, and ZIP or foreign postal code WEST HARTFORD, CT 06107		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change		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 ☐	
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, col. (c), line 16) ▶ \$ 2,423,696	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)		

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	16,784	16,784		
	4 Dividends and interest from securities	77,208	77,208		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	3,443			
	b Gross sales price for all assets on line 6a 80,181				
	7 Capital gain net income (from Part IV, line 2) . . .		3,443		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	97,435	97,435		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).	8,556	8,556		0
	b Accounting fees (attach schedule).				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	2,000	0		0
	19 Depreciation (attach schedule) and depletion . .				
	20 Occupancy				
	21 Travel, conferences, and meetings.				
	22 Printing and publications				
	23 Other expenses (attach schedule).	17,834	17,834		0
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	28,390	26,390		0
	25 Contributions, gifts, grants paid	124,750			124,750
	26 Total expenses and disbursements. Add lines 24 and 25	153,140	26,390		124,750
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-55,705			
	b Net investment income (if negative, enter -0-)		71,045		
	c Adjusted net income (if negative, enter -0-) . . .				

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	48,494	44,355	44,355
	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 schedule) ▶ _____ 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)	1,692,213	1,640,647	2,071,759
	c	Investments—corporate bonds (attach schedule)	287,650	287,650	307,582
	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 ▶ _____)				
16	Total assets(to be completed by all filers—see the instructions Also, see page 1, item I)	2,028,357	1,972,652	2,423,696	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (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.				
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	2,028,357	1,972,652	
	30	Total net assets or fund balances(see instructions)	2,028,357	1,972,652	
31	Total liabilities and net assets/fund balances(see instructions)	2,028,357	1,972,652		

Part III Analysis of Changes in Net Assets or Fund Balances			
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1	2,028,357
2	Enter amount from Part I, line 27a	2	-55,705
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	1,972,652
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,972,652

Part IV

Capital Gains and Losses for Tax on Investment Income

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)		How acquired P—Purchase (b) D—Donation	Date acquired (c) (mo , day, yr)	Date sold (d) (mo , day, yr)
1 a	2,000 SHS AMERICAN FINANCIAL GROUP	P	2011-05-04	2015-09-30
b	400 SHS HOME PROPERTIES, INC	P	2012-09-18	2015-10-08
c	6682 SH TALEN ENERGY CORPORATION - CASH IN LIEU	P	2011-09-30	2015-06-01
d	CAPITAL GAINS DIVIDENDS	P		
e				

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
a 50,000		50,998	-998
b 30,092		25,728	4,364
c 13		12	1
d 76			76
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or (l) Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
a			-998
b			4,364
c			1
d			76
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	3,443
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	

Part V

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

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)
If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	110,750	2,466,249	0 044906
2013	99,000	2,309,008	0 042876
2012	88,500	2,123,899	0 041669
2011	90,000	1,939,884	0 046395
2010	89,280	1,724,646	0 051767

2	Total of line 1, column (d).	2	0 227613
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 045523
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	2,506,888
5	Multiply line 4 by line 3.	5	114,121
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	710
7	Add lines 5 and 6.	7	114,831
8	Enter qualifying distributions from Part XII, line 4.	8	124,750

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

Part VI

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

1a

Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1
Date of ruling or determination letter _____
(attach copy of letter if necessary—see instructions)

b

Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b

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

710

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

710

6

Credits/Payments

a

2015 estimated tax payments and 2014 overpayment credited to 2015

6a

2,620

b

Exempt foreign organizations—tax withheld at source.

6b

c

Tax paid with application for extension of time to file (Form 8868).

6c

d

Backup withholding erroneously withheld.

6d

7

Total credits and payments. Add lines 6a through 6d.

7

2,620

8

Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.

8

9

Tax due. If the total of lines 5 and 8 is more than line 7, enter **amount owed**

9

10

Overpayment. If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**.

10

1,910

11

Enter the amount of line 10 to be **Credited to 2015 estimated tax** ☒ 1,910 **Refunded** ☒

11

0

Part VII-A

Statements Regarding Activities

1a

During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

1a

No

b

Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

1b

No

c

Did the foundation file **Form 1120-POL** for this year?

1c

No

d

Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:
(1) On the foundation ☒ \$ 0 (2) On foundation managers ☒ \$ 0

e

Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ 0

2

Has the foundation engaged in any activities that have not previously been reported to the IRS?
If "Yes," attach a detailed description of the activities.

2

No

3

Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*

3

No

4a

Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a

No

b

If "Yes," has it filed a tax return on **Form 990-T** for this year?

4b

5

Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T.

5

No

6

Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:
• By language in the governing instrument, or
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

6

Yes

7

Did the foundation have at least \$5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*

7

Yes

8a

Enter the states to which the foundation reports or with which it is registered (see instructions)
☒ CT

b

If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation.*

8b

Yes

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)?
If "Yes," complete Part XIV

9

No

10

Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*

10

No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶N/A	13	Yes	
14	The books are in care of ▶PAUL L BOURDEAU ESQ Located at ▶CUMMINGS LOCKWOOD 75 ISHAM ROAD STE 400 W HRTFD CT Telephone no ▶(860) 313-4930 ZIP+4 ▶06107			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶	16	Yes	No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		
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?	1c		No
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? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
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).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.</i>)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (Continued)

5a

During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes

☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes

☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes

☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).

☐ Yes

☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes

☒ No

b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

Organizations relying on a current notice regarding disaster assistance check here.

☐

c

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

☐ Yes

☐ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes

☒ No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

If "Yes" to 6b, file Form 8870.

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes

☒ No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
PETER LAPHAM	TRUSTEE	0	0	0
CUMMINGS LOCKWOOD 75 ISHAM RD SUITE 400 WEST HARTFORD, CT 06107	0 00			
PENELOPE LAPHAM	TRUSTEE	0	0	0
CUMMINGS LOCKWOOD 75 ISHAM RD SUITE 400 WEST HARTFORD, CT 06107	0 00			

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	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
NONE				

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

0

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

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	2,475,854
b	Average of monthly cash balances.	1b	69,210
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,545,064
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	2,545,064
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	38,176
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,506,888
6	Minimum investment return. Enter 5% of line 5.	6	125,344

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	125,344
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	710
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	710
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	124,634
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	124,634
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	124,634

Part XII

Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	124,750
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	124,750
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	710
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	124,040

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				124,634
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			77,677	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2015				
a From 2010.				
b From 2011.				
c From 2012.				
d From 2013.				
e From 2014.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 124,750				
a Applied to 2014, but not more than line 2a			77,677	
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.				47,073
e Remaining amount distributed out of corpus	0			
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	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				77,561
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). . .	0			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.	0			
10 Analysis of line 9				
a Excess from 2011.				
b Excess from 2012.				
c Excess from 2013.				
d Excess from 2014.				
e Excess from 2015.				

Part XIV

b Check box to indicate whether the organization is a private operating foundation described in section 170(c)(2)(B)(i) or 170(c)(2)(B)(ii) ☐ 4942(j)(3) or ☐ 4942(j)(5)

b 85% of line 2a

d Amounts included in line 2c not used directly for active conduct of exempt activities

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test—enter

(1) Value of all assets

(2) Value of assets qualifying
under section 4942(j)(3)(B)(i)

b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . .

c "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .

(3) Largest amount of support from an exempt organization

(4) Gross investment income

[illegible]

Part XV

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number or email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV

Supplementary Information(continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	124,750
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments.					
3	Interest on savings and temporary cash investments			14	16,784	
4	Dividends and interest from securities.			14	77,208	
5	Net rental income or (loss) from real estate					
a	Debt-financed property.					
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property					
7	Other investment income.					
8	Gain or (loss) from sales of assets other than inventory			18	3,443	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e).		0		97,435	0
13	Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)			13		97,435

[illegible]

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.

	Yes	No
1a(1)		No
1a(2)		No
1b(1)		No
1b(2)		No
1b(3)		No
1b(4)		No
1b(5)		No
1b(6)		No
1c		No

[illegible]

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

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

* * * * *

2016-05-19

* * * * *

Signature of officer or trustee

Date

Title

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

**Paid
Preparer
Use
Only**

Print/Type preparer's name CAROL J DEROSIER	Preparer's Signature	Date	Check if self-employed ☐	PTIN P01246704
Firm's name ☐ CUMMINGS & LOCKWOOD LLC			Firm's EIN ☐ 06-0312590	
Firm's address ☐ 75 ISHAM ROAD SUITE 400 WEST HARTFORD, CT 06107			Phone no ☐ (860) 313-4926	

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ACADEMY OF NATURAL SCIENCES OF PHILADELPHIA 1900 BENJAMIN FRANKLIN PKWY PHILADELPHIA,PA 19103	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,500
ACLU FOUNDATION (AMERICAN CIVIL LIBERTIES UNION FOUNDATION) 125 BROAD STREET 18TH FLOOR NEW YORK,NY 10004	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000
ADIRONDACK MUSEUM (ADIRONDACK HISTORICAL ASSOCIATION) 9097 STATE ROAD 30 PO BOX 99 BLUE MOUNTAIN LAKE,NY 12812	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000
APPLEGATE HOUSE HERITAGE ARTS AND EDUCATION INC 7179 SCOTTS VALLEY ROAD YONCALLA,OR 97499	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	2,000
ARDEN THEATRE COMPANY 40 N2ND STREET PHILADELPHIA,PA 19106	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000
AUDUBON SOCIETY OF RHODE ISLAND 12 SANDERSON RD SMITHFIELD,RI 02917	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	500
BARNES FOUNDATION 2025 BENJAMIN FRANKLIN PARKWAY PHILADELPHIA,PA 19130	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000
BIODIVERSITY RESEARCH INSTITUTE 19 FLAGGY MEADOW ROAD GORHAM,ME 04038	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	2,500
BLOCK ISLAND CONSERVANCY PO BOX 84 BLOCK ISLAND,RI 02807	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	2,500
BLOCK ISLAND EARLY LEARNING CENTER PO BOX 1843 BLOCK ISLAND,RI 02807	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	2,500
BLOCK ISLAND HEALTH SERVICES INC PO BOX 919 BLOCK ISLAND,RI 02807	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	2,000
BLOCK ISLAND HISTORICAL SOCIETY PO BOX 79 BLOCK ISLAND,RI 02807	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	4,000
BLOCK ISLAND VOLUNTEER FIRE & RESCUE DEPARTMENT PO BOX 781 BLOCK ISLAND,RI 02807	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000
CALDERA 224 NW 13TH AVE STE 304 PORTLAND,OR 97209	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000
CASA DE BELEN PO BOX 1021 ROSEBURG,OR 97470	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	2,000
Total				124,750

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CASA OF DOUGLAS COUNTY INC 1000 SE STEPHENS ST ROSEBURG,OR 97470	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	4,000
CASCADE FOOTHILLS LIBRARY PO BOX 12 DEXTER,OR 97431	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000
CENTER FOR WOODEN BOATS 1010 VALLEY ST SEATTLE,WA 98109	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000
CHESTNUT HILL HISTORIC SOCIETY 8708 GERMANTOWN AVE PHILADELPHIA,PA 19118	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	2,500
CLOVIS BOTANICAL GARDEN COMMITTEE INC 1865 HERNDON AVE STE K CLOVIS,CA 93611	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	2,000
DIGNITY HOUSING (COMM DIGNITY & FAIRNESS FOR HOMELESS HOUSING DEVELOPMENT) 5227-R GERMANTOWN AVENUE PHILADELPHIA,PA 19144	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,500
DOCTORS WITHOUT BORDERS USA INC 333 SEVENTH AVE 2ND FLOOR NEW YORK,NY 10001	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	2,000
DOUGLAS COUNTY CHILDREN'S CENTER INC 256 SE STEPHENS ST ROSEBURG,OR 97470	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,500
DOUGLAS COUNTY LIBRARY FOUNDATION 1409 NE DIAMOND LAKE BLVD ROSEBURG,OR 97470	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	2,000
DOUGLAS COUNTY MUSEUM FOUNDATION 123 MUSEUM DRIVE ROSEBURG,OR 97471	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000
ENVIRONMENTAL DEFENSE FUND INCORPORATED 257 PARK AVE S NEW YORK,NY 10010	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,500
EUGENE FAMILY YMCA 2055 PATTERSON STREET EUGENE,OR 97405	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,500
FAMILY DEVELOPMENT CENTER 300 JERRYS DRIVE ROSEBURG,OR 97470	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	2,000
FOOD FOR LANE COUNTY 770 BAILEY HILL RD EUGENE,OR 97402	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	2,000
FRIENDS OF ISLAND FREE LIBRARY (BLOCK ISLAND FREE LIBRARY) PO BOX 1830 BLOCK ISLAND,RI 02807	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,500
Total				124,750

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
FRIENDS OF THE CORNELL LAB OF ORNITHOLOGY INC 289 GREENWICH AVE GREENWICH,CT 06830	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	750
FRIENDS OF THE WISSAHICKON INC 40 W EVERGREEN AVENUE SUITE 108 PHILADELPHIA,PA 19118	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000
FRIENDS PEACE TEAMS INC (AGLI) 1001 PARK AVE ST LOUIS,MO 63104	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	3,000
GARDEN CONSERVANCY INC PO BOX 219 COLD SPRING,NY 10516	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000
GREEN TREE COMMUNITY HEALTH FOUNDATION CHESTNUT HILL HEALTH CARE FOUNDATION 6 EAST WILLOW GROVE AVENUE PHILADELPHIA,PA 19118	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,500
GREENER PARTNERS 3215 STUMP HALL ROAD COLLEGEVILLE,PA 19426	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	750
HEARING HEALTH FOUNDATION 363 SEVENTH AVENUE 10TH FLOOR NEW YORK,NY 10001	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	500
HIV ALLIANCE 1966 GARDEN AVE EUGENE,OR 97403	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000
INTERNATIONAL RESCUE COMMITTEE INC 122 E 42ND STREET NEW YORK,NY 10168	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,500
MCKENZIE RIVER TRUST 1245 PEARL STREET EUGENE,OR 97401	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000
MERCY CORPS PO BOX 2669 DEPT W PORTLAND,OR 97208	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	2,500
MORRIS ARBORETUM OF THE UNIVERSITY OF PENNSYLVANIA 3451 WALNUT STREET SUITE 305 PHILADELPHIA,PA 19104	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	2,000
NATIONAL PARKS CONSERVATION ASSOC 777 6TH STREET NW SUITE 700 WASHINGTON,DC 20001	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	750
NATURAL RESOURCES DEFENSE COUNCIL INC (NRDC) 40 WEST 20TH ST NEW YORK,NY 10011	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	2,000
OREGON WILD (OREGON NATURAL RESOUCES COUNCIL FUND) 5825 N GREELEY AVENUE PORTLAND,OR 97217	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000
Total				124,750

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
PHILABUNDANCE 3616 SOUTH GALLOWAY STREET PHILADELPHIA,PA 19148	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000
PLEASANT HILL FOUNDATION PO BOX 636 PLEASANT HILL,OR 97455	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000
POPULATION CONNECTION 2120 L STREET NW SUITE 500 WASHINGTON,DC 20037	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000
PRESERVATION ALLIANCE FOR GREATER PHILADELPHIA 1616 WALNUT ST SUITE 1620 PHILADELPHIA,PA 19103	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,500
PRO-BONE-O PO BOX 1823 EUGENE,OR 97440	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	750
RARE 1310 N COURTHOUSE ROAD SUITE 110 ARLINGTON,VA 22201	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000
RHODE ISLAND NATURAL HISTORY SURVEY (RINHS) PO BOX 1858 KINGSTON,RI 02881	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	16,750
SOUTH DOUGLAS FOOD BANK PO BOX 470 RIDDLE,OR 97469	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000
STUDENT CONSERVATION ASSOCIATION INC (SCA) 4245 NORTH FAIRFAX DRIVE SUITE 825 ARLINGTON,VA 22203	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000
SUNRISE ENTERPRISES OF ROSEBURG INC 3005 NE DIAMOND LAKE BLVD ROSEBURG,OR 97470	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	2,000
THE SCHUYLKILL CENTER FOR ENVIRONMENTAL EDUCATION 8480 HAGYS MILL ROAD PHILADELPHIA,PA 19128	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000
UCAN SENIOR COMPANION PROGRAM (UNITED COMMUNITY ACTION NETWORK) 280 NE KENNETH FORD DR ROSEBURG,OR 97470	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000
UMPQUA ACTORS COMMUNITY THEATRE INC (UACT) PO BOX 839 ROSEBURG,OR 97470	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000
UMPQUA VALLEY ARTS ASSOCIATION (UVAA) 1624 WHARVARD AVENUE ROSEBURG,OR 97471	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,500
UNIVERSITY OF THE ARTS 320 S BROAD STREET PHILADELPHIA,PA 19102	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000
Total  3a				124,750

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WHYY INC 150 NORTH SIXTH STREET PHILADELPHIA,PA 19106	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	4,000
WILDAID INC 744 MONTGOMERY ST SUITE 300 SAN FRANCISCO,CA 94111	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,500
WILDLIFE CONSERVATION NETWORK INC 209 MISSISSIPPI STREET SAN FRANCISCO,CA 94107	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	3,000
WINTERTHUR MUSEUM INC ROUTE 52 WINTERTHUR,DE 19735	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000
WOODMERE ART MUSEUM INC 9201 GERMANTOWN AVE PHILADELPHIA,PA 19118	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000
HABITAT FOR HUMANITY PHILADELPHIA 1829 N 19TH ST PHILADELPHIA,PA 19121	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000
PROJECT HOME 1515 FAIRMOUNT AVE PHILADELPHIA,PA 19130	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,000
MARY D FUND (BI) PO BOX 323 BLOCK ISLAND,RI 02807	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	1,500
NATURE CONSERVANCY - BLOCK ISLAND 4245 N FAIRFAX DR STE 100 ARLINGTON,VA 22203	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	3,500
DOUGLAS COUNTY LOW-COST VETERINARY SERVICES 545 WUMPQUA ST SUITE 2 ROSEBURG,OR 97471	NONE	PUBLIC	CURRENT USE FOR CHARITABLE PURPOSES	2,000
Total			3a	124,750

TY 2015 Investments Corporate Bonds Schedule**Name:** THE BLUESTONE FOUNDATION**EIN:** 06-1527223

Name of Bond	End of Year Book Value	End of Year Fair Market Value
\$100,000 CBS CORP DEBENTURE 7.875% 9/1/2023	107,054	120,058
\$50,000 GENERAL ELECTRIC CAP CORP 4.375% 9/16/20	49,235	54,385
\$40,000 GENERAL ELEC CAP CORP SRN NOTE 4.25% 8/15/2022	40,860	42,287
\$40,000 BANK OF AMERICA CORP 4.1% 7/24/2023	39,887	41,365
\$50,000 VERIZON CA DEB 6.75% 5/15/27	50,614	49,487

TY 2015 Investments Corporate Stock Schedule

Name: THE BLUESTONE FOUNDATION
EIN: 06-1527223

Name of Stock	End of Year Book Value	End of Year Fair Market Value
2,000 SHS ALTRIA GROUP INC	48,850	116,420
1,700 SHS ARES CAPITAL CORP	29,732	24,225
300 SHS AT&T INC	8,388	10,323
200 SHS AT&T INC	5,594	6,882
1,000 SHS AT&T INC	24,958	34,410
600 SHS BAXTER INTERNATIONAL INC	17,947	22,890
600 SHS EMERSON ELECTRIC CO	35,002	28,698
200 SHS EMERSON ELECTRIC CO	9,080	9,566
600 SHS GENERAL ELECTRIC	23,617	18,690
600 SHS GENERAL ELECTRIC	30,138	18,690
1,000 SHS GENERAL ELECTRIC	36,158	31,150
200 SHS IBM	21,883	27,524
200 SHS JOHNSON & JOHNSON	9,340	20,544
400 SHS JOHNSON & JOHNSON	20,179	41,088
100 SHS NEXTERA ENERGY INC	4,735	10,389
200 SHS NEXTERA ENERGY INC	9,461	20,778
300 SHS NEXTERA ENERGY INC	14,195	31,167
400 SHS NEXTERA ENERGY INC	22,881	41,556
200 SHS NEXTERA ENERGY INC	11,169	20,778
450 SHS PEPSICO INC	29,913	44,964
150 SHS PEPSICO INC	9,537	14,988
500 SHS SPECTRA ENERGY CORP	13,730	11,970
624 SHS SPECTRA ENERGY CORP	11,794	14,939
156 SHS SPECTRA ENERGY CORP	3,525	3,735
1,209 SHS BLACKROCK ENHANCED CAPITAL & INCOME FD	23,158	17,095
1,500 SHS BLACKROCK ENHANCED CAPITAL & INCOME FD	22,904	21,210
500 SHS BLACKROCK ENHANCED CAPITAL & INCOME FD	7,643	7,070
2,000 SHS TEMPLETON EMRG MKT INC FD	28,587	19,940
3,000 SHS TEMPLETON GLOBAL INCOME	28,776	19,050
1,200 SHS WESTERN ASSET INVT GRADE DEFINED OPPORTUNITY TR	25,190	24,203

Name of Stock	End of Year Book Value	End of Year Fair Market Value
350 SHS WESTERN ASSET INV GRADE DEFINED OPPORTUNITY TR	7,548	7,060
100 SHS LEHMAN BROS CAP TR IV 6.375% 10/31/52	2,322	14
900 SHS LEHMAN BROS CAP TR IV 6.375% 10/31/52	18,833	126
350 SHS ABBOTT LABS	10,413	15,718
1,900 SHS. ARES CAPITAL CORP SENIOR NOTES 5.875% DUE 10/1/2022	47,903	48,070
430 SHS. DEERE CO	35,736	32,796
700 SHS. DIGITAL RLTY TR INC	48,996	52,934
250 SHS. EXXON MOBIL	21,807	19,487
300 SHS. KIMBERLY CLARK	24,169	38,190
250 SHS. PHILLIPS 66	7,406	20,450
250 SHS. PHILLIPS 66	7,237	20,450
2,000 SHS. QWEST CORPORATION	50,953	51,360
300 SHS. ROCKWELL AUTOMATION INC	23,932	30,783
1,000 SHS. SECTOR SPDR UTILITIES	37,542	53,010
400 SHS. STRYKER CORP	22,167	37,176
1,500 SHS. TEMPLETON EMERG MKT	25,223	14,955
1,150 SHS. WESTERN ASSET INV GRADE	25,187	23,196
350 SHS. ABBVIE INC	11,292	20,734
350 SHS. AUTOMATIC DATA PROC	23,090	29,652
750 SHS. EXXON MOBIL	32,422	58,463
1,657 SHS. HARTFORD FINL SVCS GROUP	47,607	72,013
200 SHS. KIMBERLY CLARK	17,489	25,460
928 SHS. PFIZER INC.	20,970	29,956
870 SHS. PPL CORPORATION	26,604	29,693
1,400 SHS. PUB SVC ENTERPRISE GRP	42,770	54,166
71 SHS. ZOETIS INC.	1,621	3,402
1,400 SHS APPLE INC.	97,885	147,364
116 SHS CDK GLOBAL INC	3,261	5,507
175 SHS. CELGENE CORP	19,354	20,958
62 SHS. HALYARD HEALTH INC.	1,777	2,071

Name of Stock	End of Year Book Value	End of Year Fair Market Value
400 SHS. NIKE INC CLASS B	19,322	25,000
800 SHS. ZOETIS INC.	33,004	38,336
700 SHS. FIRST TR EXCH TRADED FD	20,379	21,028
2,500 SHS. NEXTERA ENERGY C 5.7% PFD DUE 3/1/72	54,749	64,000
1,400 SHS. SECTOR SPDR TECH SELECT	36,989	59,962
600 SHS. BAXALTA INCORPORATED	14,566	23,418
1,000 SHS. NEW YORK MTG 7.875% PFD	25,015	18,750
108 SHS. TALEN ENERGY CORPORATION	1,947	673
1,300 SHS. WELLTOWER INC	59,378	88,439
2,324.377 SHS. BLACKROCK GLOBAL OPPTY PORT INV CL A	23,718	32,007

TY 2015 Legal Fees Schedule

Name: THE BLUESTONE FOUNDATION

EIN: 06-1527223

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CUMMINGS & LOCKWOOD LLC, LEGAL FEES	8,556	8,556		0

TY 2015 Other Expenses Schedule

Name: THE BLUESTONE FOUNDATION

EIN: 06-1527223

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CHARLES SCHWAB - MANAGEMENT ADVISOR FEE	17,834	17,834		0

TY 2015 Taxes Schedule

Name: THE BLUESTONE FOUNDATION

EIN: 06-1527223

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
US TREASURY, ESTIMATED TAX FOR 2015 FORM 990PF	2,000	0		0