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Form

990-PF

Department of the Treasury  
Internal Revenue Service

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 instructions is at [www.irs.gov/form990pf](http://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 UTOPIA FUND C/O WITHUMSMITHBROWN PC % WITHUMSMITHBROWN PC		A Employer identification number  13-1963929	
Number and street (or P O box number if mail is not delivered to street address) 1411 BROADWAY 9TH FLOOR		B Telephone number (see instructions)  (212) 751-9100	
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10018		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 3,892,851		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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) . . . . .	0			
	2 Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B . . . . .				
	3 Interest on savings and temporary cash investments	1,002	1,002		
	4 Dividends and interest from securities . . . . .	79,831	79,831		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	209,010			
	b Gross sales price for all assets on line 6a 325,001				
	7 Capital gain net income (from Part IV, line 2) . . .		209,010		
	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 <b>Total.</b> Add lines 1 through 11 . . . . .	289,843	289,843		
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule). . . . .				
	b Accounting fees (attach schedule). . . . .	2,500	0	0	2,500
	c Other professional fees (attach schedule) . . . . .	15,191	15,191		
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions) . . .	1,282	1,282		
	19 Depreciation (attach schedule) and depletion . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings. . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule). . . . .	278	28		250
	24 <b>Total operating and administrative expenses.</b>				
	Add lines 13 through 23 . . . . .	19,251	16,501	0	2,750
	25 Contributions, gifts, grants paid . . . . .	180,000			180,000
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	199,251	16,501	0	182,750
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	90,592			
	b <b>Net investment income</b> (if negative, enter -0-)		273,342		
	c <b>Adjusted net income</b> (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 . . . . .	3,714	8,464	8,464
	2	Savings and temporary cash investments . . . . .	18,464	18,750	18,750
	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)	36,331	0	0
	b	Investments—corporate stock (attach schedule) . . . . .	2,010,433	2,132,320	3,252,469
	c	Investments—corporate bonds (attach schedule) . . . . .	588,474	588,474	613,168
	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)	2,657,416	2,748,008	3,892,851	
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	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds . . . . .	2,657,416	2,748,008	
	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) . . . . .	2,657,416	2,748,008	
31	Total liabilities and net assets/fund balances(see instructions) . . . . .	2,657,416	2,748,008		

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	2,657,416
2	Enter amount from Part I, line 27a . . . . .	2	90,592
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3 . . . . .	4	2,748,008
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	2,748,008

Part IV

Capital Gains and Losses for Tax on Investment Income

List and describe the kind(s) of property sold (e g , real estate, <b>(a)</b> 2-story brick warehouse, or common stock, 200 shs MLC Co )		How acquired P—Purchase <b>(b)</b> D—Donation	Date acquired <b>(c)</b> (mo , day, yr )	Date sold <b>(d)</b> (mo , day, yr )
<b>1 a</b>	0 44 SHS - GOOGLE INC		2015-01-15	2015-05-19
<b>b</b>	US TRUST - SEE ATTACHED			
<b>c</b>	SECURITIES LITIGATION			
<b>d</b>				
<b>e</b>				

<b>(e)</b> Gross sales price	Depreciation allowed <b>(f)</b> (or allowable)	Cost or other basis <b>(g)</b> plus expense of sale	Gain or (loss) <b>(h)</b> (e) plus (f) minus (g)
<b>a</b> 236		220	16
<b>b</b> 324,717		115,771	208,946
<b>c</b> 48			48
<b>d</b>			
<b>e</b>			

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-) <b>or</b> Losses (from col (h)) <b>(l)</b>
<b>(i)</b> F M V as of 12/31/69	Adjusted basis <b>(j)</b> as of 12/31/69	Excess of col (i) <b>(k)</b> over col (j), if any	
<b>a</b>			16
<b>b</b>			208,946
<b>c</b>			48
<b>d</b>			
<b>e</b>			

<b>2</b>	Capital gain net income or (net capital loss)	<div>If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</div>	<b>2</b>	209,010
<b>3</b>	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) <div>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 . . . . .</div>		<b>3</b>	

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

<b>(a)</b> Base period years Calendar year (or tax year beginning in)	<b>(b)</b> Adjusted qualifying distributions	<b>(c)</b> Net value of noncharitable-use assets	<b>(d)</b> Distribution ratio (col (b) divided by col (c))
2014	200,824	3,875,020	0 051825
2013	154,500	3,573,089	0 04324
2012	179,286	3,375,126	0 05312
2011	141,750	3,248,946	0 04363
2010	159,769	3,121,266	0 051187

<b>2</b>	<b>Total</b> of line 1, column (d). . . . .	<b>2</b>	0 243002
<b>3</b>	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	<b>3</b>	0 0486
<b>4</b>	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5. . . . .	<b>4</b>	3,985,810
<b>5</b>	Multiply line 4 by line 3. . . . .	<b>5</b>	193,710
<b>6</b>	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	<b>6</b>	2,733
<b>7</b>	Add lines 5 and 6. . . . .	<b>7</b>	196,443
<b>8</b>	Enter qualifying distributions from Part XII, line 4. . . . .	<b>8</b>	182,750

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 VIExcise 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-)

3

Add lines 1 and 2. . . . .

4

Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5

Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . . . .

6

Credits/Payments

a

2015 estimated tax payments and 2014 overpayment credited to 2015

6a

4,182

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. . . . .

8

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

9

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

10

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

11

Enter the amount of line 10 to be Credited to 2015 estimated tax Refunded

Part VII-AStatements 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? ☐

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.

c

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

d

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

e

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

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.

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 ☐

4a

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

b

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

5

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

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? . . . . .

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. . . . .

8a

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

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 .

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 . . . . .

10

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

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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 <b>N/A</b>	13	Yes	
14	The books are in care of <b>WITHUMSMITHBROWN PC</b> Telephone no <b>(212) 751-9100</b> Located at <b>1411 BROADWAY 9TH FLOOR NEW YORK NY</b> ZIP+4 <b>10018</b>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <b>15</b>			
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 <b></b>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? ( <b>Exception.</b> 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 ). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	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? <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <b>20____, 20____, 20____, 20____</b>			
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions ). <input type="checkbox"/>	2b		
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <b>20____, 20____, 20____, 20____</b>			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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> ) <input type="checkbox"/>	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
CATHERINE M RANDOLPH C/O WITHUMSMITHBROWN PC 1411 BROA NEW YORK, NY 10018	TRUSTEE 10 0	0	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	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

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

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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

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

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. ▶	



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	3,987,694
b	Average of monthly cash balances. . . . .	1b	58,814
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	4,046,508
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	1e	
2	Acquisition indebtedness applicable to line 1 assets. . . . .	2	0
3	Subtract line 2 from line 1d. . . . .	3	4,046,508
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	60,698
5	Net value of noncharitable-use assets.Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,985,810
6	Minimum investment return.Enter 5% of line 5. . . . .	6	199,291

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	199,291
2a	Tax on investment income for 2015 from Part VI, line 5. . . . .	2a	5,467
b	Income tax for 2015 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	5,467
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	193,824
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	
5	Add lines 3 and 4. . . . .	5	193,824
6	Deduction from distributable amount (see instructions). . . . .	6	
7	Distributable amountas adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	193,824

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	182,750
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required). . . . .	3a	0
b	Cash distribution test (attach the required schedule). . . . .	3b	0
4	Qualifying distributions.Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	182,750
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	
6	Adjusted qualifying distributions.Subtract line 5 from line 4. . . . .	6	182,750

**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				193,824
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only. . . . .			0	
b Total for prior years 2013 , 2012 , 2011		0		
3 Excess distributions carryover, if any, to 2015				
a From 2010. . . . .				
b From 2011. . . . .				
c From 2012. . . . . 3,447				
d From 2013. . . . .				
e From 2014. . . . . 10,925				
f Total of lines 3a through e. . . . .	14,372			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 182,750				
a Applied to 2014, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions). . . . .				
c Treated as distributions out of corpus (Election required—see instructions). . . . .				
d Applied to 2015 distributable amount. . . . .				182,750
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).)	11,074			11,074
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,298			
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. . . . .				
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 . . . . .				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). . . . .				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions). . .				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a . . . . .	3,298			
10 Analysis of line 9				
a Excess from 2011. . . . .				
b Excess from 2012. . . . .				
c Excess from 2013. . . . .				
d Excess from 2014. . . . . 3,298				
e Excess from 2015. . . . .				

## Part XIV

**b** Check box to indicate whether the organization is a private operating foundation described in section 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	180,000
b Approved for future payment				
Total . . . . .			3b	

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		
<b>1</b> Program service revenue						
<b>a</b> _____						
<b>b</b> _____						
<b>c</b> _____						
<b>d</b> _____						
<b>e</b> _____						
<b>f</b> _____						
<b>g</b> Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments. . . . .						
<b>3</b> Interest on savings and temporary cash investments . . . . .			14	1,002		
<b>4</b> Dividends and interest from securities. . . . .			14	79,831		
<b>5</b> Net rental income or (loss) from real estate						
<b>a</b> Debt-financed property. . . . .						
<b>b</b> Not debt-financed property. . . . .						
<b>6</b> Net rental income or (loss) from personal property . . . . .						
<b>7</b> Other investment income. . . . .						
<b>8</b> Gain or (loss) from sales of assets other than inventory . . . . .			18	209,010		
<b>9</b> Net income or (loss) from special events						
<b>10</b> Gross profit or (loss) from sales of inventory . . . . .						
<b>11</b> Other revenue <b>a</b> _____						
<b>b</b> _____						
<b>c</b> _____						
<b>d</b> _____						
<b>e</b> _____						
<b>12</b> Subtotal Add columns (b), (d), and (e). . . . .				289,843		
<b>13 Total.</b> Add line 12, columns (b), (d), and (e). . . . .						289,843

[illegible]



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)				
<b>a</b> <i>Paid during the year</i>				
HARVARD COLLEGE 124 MOUNT AUBURN STREET CAMBRIDGE, ME 02138	PUBLIC	PUBLIC	UNRESTRICTED GRANT	65,000
YALE UNIVERSITY PO BOX 209128 NEW HAVEN, CT 06520	PUBLIC	PUBLIC	UNRESTRICTED GRANT	50,000
101 EAST 69TH ST CONSERVANCY 101 EAST 69TH ST NEW YORK, NY 10021	PUBLIC		UNRESTRICTED GRANT	10,000
COLUMBIA LAW SCHOOL 435 W 116TH ST NEW YORK, NY 10027	PUBLIC		UNRESTRICTED GRANT	5,000
THE HOTCHKISS SCHOOL 11 INTERLAKEN RD LAKEVILLE, CT 06039	PUBLIC		UNRESTRICTED GRANT	25,000
WESTERN CT HEALTH NETWORK FOUNDATION 100 PEARL STREET HARTFORD, CT 06103	PUBLIC		UNRESTRICTED GRANT	25,000
<b>Total.</b> . . . . . ▶ <b>3a</b>				180,000

TY 2015 Accounting Fees Schedule

**Name:** UTOPIA FUND  
C/O WITHUMSMITHBROWN PC  
**EIN:** 13-1963929

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE	2,500			2,500



TY 2015 All Other Program Related Investments Schedule

**Name:** UTOPIA FUND  
C/O WITHUMSMITHBROWN PC  
**EIN:** 13-1963929

Category	Amount
N/A	

**Note:** To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

**TY 2015 Depreciation Schedule**

**Name:** UTOPIA FUND  
C/O WITHUMSMITHBROWN PC  
**EIN:** 13-1963929

**TY 2015 Investments Corporate Bonds Schedule**

**Name:** UTOPIA FUND

C/O WITHUMSMITHBROWN PC

**EIN:** 13-1963929

Name of Bond	End of Year Book Value	End of Year Fair Market Value
SEE SCHEDULE ATTACHED	588,474	613,168

TY 2015 Investments Corporate Stock Schedule

**Name:** UTOPIA FUND  
C/O WITHUMSMITHBROWN PC  
**EIN:** 13-1963929

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SEE SCHEDULE ATTACHED	2,132,320	3,252,469

# TY 2015 Investments Government Obligations Schedule

**Name:** UTOPIA FUND

C/O WITHUMSMITHBROWN PC

**EIN:** 13-1963929

**US Government Securities - End of  
Year Book Value:**

0

**US Government Securities - End of  
Year Fair Market Value:**

0

**State & Local Government  
Securities - End of Year Book  
Value:**

**State & Local Government  
Securities - End of Year Fair  
Market Value:**

## TY 2015 Other Expenses Schedule

**Name:** UTOPIA FUND

C/O WITHUMSMITHBROWN PC

**EIN:** 13-1963929

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FILING FEE	250			250
CUSTODIAN FEES	28	28		

TY 2015 Other Professional Fees Schedule

**Name:** UTOPIA FUND  
C/O WITHUMSMITHBROWN PC  
**EIN:** 13-1963929

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK OF AMERICA, N A TRUSTEE	15,191	15,191		

TY 2015 Taxes Schedule

**Name:** UTOPIA FUND  
C/O WITHUMSMITHBROWN PC  
**EIN:** 13-1963929

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	1,282	1,282		



# U.S. TRUST



Bank of America Private Wealth Management

## 2015 Tax Information Letter

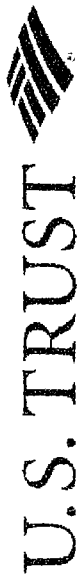
Account Number 011005830285

Page 8

UTOPIA FUND DTD 12/15/50

### Long Term Transactions

DESCRIPTION	DATE SOLD OR DISPOSED	DATE ACQUIRED	UNITS	CUSIP	SYMBOL	PROCEEDS	COST OR OTHER BASIS	NET GAIN/LOSS	CODE	ADJUSTMENTS	PORTION SUBJECT TO 98% AND MARKET DISCOUNT (INCLUDED IN NET G/L)	PORTION SUBJECT TO 28% RATES (INCLUDED IN NET G/L)
<b>AUTOZONE INC</b>												
				<b>053332102</b>	<b>AZO</b>							
	01/15/15	02/13/04	100			\$57,701.22	\$8,926.40	\$48,764.82		\$0.00	\$0.00	\$0.00
	02/27/15	02/13/04	50			\$32,110.65	\$4,468.20	\$27,642.45		\$0.00	\$0.00	\$0.00
	12/07/15	02/13/04	50			\$37,851.05	\$4,468.20	\$33,382.85		\$0.00	\$0.00	\$0.00
<b>CVS CORPORATION DEL</b>												
				<b>126650100</b>	<b>CVS</b>							
	12/07/15	02/25/08	200			\$19,184.64	\$7,997.16	\$11,187.48		\$0.00	\$0.00	\$0.00
<b>CHUBB CORP</b>												
				<b>171232101</b>	<b>CB</b>							
	12/07/15	03/17/14	44			\$5,813.83	\$3,829.98	\$1,983.85		\$0.00	\$0.00	\$0.00
	12/07/15	03/18/14	56			\$7,399.42	\$4,882.36	\$2,517.06		\$0.00	\$0.00	\$0.00
<b>CRIMSON WINE GROUP LTD</b>												
				<b>22662X100</b>	<b>CWGL</b>							
	12/07/15	05/07/12	200			\$1,769.96	\$1,409.22	\$360.74		\$0.00	\$0.00	\$0.00
<b>MCKESSON HBC INC</b>												
				<b>58155Q103</b>	<b>MCK</b>							
	01/15/15	05/20/03	100			\$21,170.03	\$2,803.00	\$18,367.03		\$0.00	\$0.00	\$0.00
	02/27/15	05/20/03	200			\$45,826.16	\$5,606.00	\$40,220.16		\$0.00	\$0.00	\$0.00
	12/07/15	05/20/03	100			\$18,894.65	\$2,803.00	\$16,091.65		\$0.00	\$0.00	\$0.00
<b>UNITED STATES TREAS NTS</b>												
				<b>912828E13</b>	<b>UNIT16</b>							
	12/07/15	07/07/09	35961.9			\$35,959.09	\$36,401.71	\$-442.62		\$0.00	\$0.00	\$0.00
<b>WORLD FUEL SVCS CORP</b>												
				<b>981475106</b>	<b>INT</b>							
	05/15/15	06/04/13	43			\$2,212.22	\$1,731.60	\$480.62		\$0.00	\$0.00	\$0.00



Bank of America Private Wealth Management

UTOPIA FUND DTD 12/15/50

Long Term Transactions

DESCRIPTION	DATE SOLD OR DISPOSED	DATE ACQUIRED	UNITS	CUSIP	SYMBOL	PROCEEDS	COST OR OTHER BASIS	NET GAIN/LOSS	CODE	ADJUSTMENTS	PORTION SUBJECT TO 988 AND MARKET DISCOUNT (INCLUDED IN NET G/L)	PORTION SUBJECT TO 28½ RATES (INCLUDED IN NET G/L)
WORLD FUEL SVCS CORP				981475106	INT							
	05/15/15	06/04/13	126			\$6,482.33	\$5,081.47	\$1,400.86		\$0.00	\$0.00	\$0.00
	05/18/15	06/04/13	333			\$17,110.02	\$13,409.81	\$3,700.21		\$0.00	\$0.00	\$0.00
	05/19/15	06/05/13	230			\$11,755.86	\$9,204.99	\$2,550.87		\$0.00	\$0.00	\$0.00
	05/19/15	06/04/13	68			\$3,475.65	\$2,738.34	\$737.31		\$0.00	\$0.00	\$0.00
Total Long Term Gain/Loss						\$34,716.78	\$115,771.44	\$208,945.44		\$0.00	\$0.00	\$0.00

Trade Date

U.S. TRUST

Capital Management Services, LLC, an Equal Opportunity Employer

## Portfolio Detail

Account: 41-01-100-5830285 UTOPIA FUND DTD 12/15/50

Dec. 01, 2015 through Dec 31, 2015

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
<b>Cash/Currency</b>									
<b>Cash Equivalents</b>									
0.000	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT (Income Investment)	994458719	\$0.00	\$0.21	\$0.00	\$0.00	\$0.00	\$0.00	0.00%
13,628.240	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT	994458719	13,628.24	1.45	13,628.24 1,000	0.00	0.00	14.85	0.10
5,121.850	BANK OF AMERICA TEMPORARY OVERNIGHT DEPOSIT	99Z490460	5,121.85	0.02	5,121.85 1,000	0.00	0.00	5.58	0.10
	<b>Total Cash Equivalents</b>		<b>\$18,750.09</b>	<b>\$1.68</b>	<b>\$18,750.09</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$20.43</b>	<b>0.10%</b>
	<b>Total Cash/Currency</b>		<b>\$18,750.09</b>	<b>\$1.68</b>	<b>\$18,750.09</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$20.43</b>	<b>0.10%</b>

## Equities

<b>Consumer Discretionary</b>									
200.000	AUTOZONE INC Ticker: AZO	053332102	\$148,382.00 741.910	\$0.00	\$17,872.80 89.364	\$130,509.20	\$0.00	\$0.00	0.00%
700.000	BAYER MOTOREN WERK EUR1 ISIN DE0005190003 GERMANY Ticker: BMW GR	5756029#6	74,238.83 106.055	0.00	51,586.94 73.696	22,651.89	0.00	0.00	0.00
1,300.000	CABELAS INC Ticker: CAB	126804301	60,749.00 46.730	0.00	79,109.29 60.853	-18,360.29	0.00	0.00	0.00
1,200.000	HABIT RESTAURANTS INC Ticker: HBT	40449J103	27,672.00 23.060	0.00	38,556.00 32.130	-10,884.00	0.00	0.00	0.00
1,000.000	TIFFANY & CO NEW Ticker: TIF	886547108	76,290.00 76.290	400.00	56,417.80 56.418	19,872.20	1,600.00	2.09	2.09
	<b>Total Consumer Discretionary</b>		<b>\$387,331.83</b>	<b>\$400.00</b>	<b>\$243,542.83</b>	<b>\$143,789.00</b>	<b>\$1,600.00</b>	<b>0.41%</b>	
<b>Consumer Staples</b>									
1,500.000	COCA COLA CO Ticker: KO	191216100	\$64,440.00 42.960	\$0.00	\$55,650.00 37.100	\$8,790.00	\$1,980.00	3.07%	3.07%

(1) Market Value in the Portfolio Detail section does not include Accrued Income

27/42

6000058 002/002 7/22 0002023 04-011 405 B E

Trade Date

U.S. TRUST

U.S. TRUST FUND

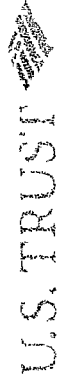
## Portfolio Detail

Account: 41-01-100-5830285 UTOPIA FUND DTD 12/15/50

Dec. 01, 2015 through Dec. 31, 2015

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
<b>Equities (cont)</b>									
<b>Consumer Staples (cont)</b>									
2,200.000	COLGATE PALMOLIVE CO Ticker: CL	194162103	146,564.00 66.620	0.00	19,481.00 8.855		127,083.00	3,344.00	2.28
600.000	COSTCO WHSL CORP NEW Ticker: COST	22160K105	96,900.00 161.500	0.00	68,064.66 113.441		28,835.34	960.00	0.99
1,600.000	CVS HEALTH CORP Ticker: CVS	126650100	156,432.00 97.770	0.00	63,977.28 39.986		92,454.72	2,720.00	1.73
1,700.000	HEINEKEN HLDG NV ISIN NL000008977 NETHERLANDS Ticker: HEI0 NA	B0CCH46#4	131,116.41 77.127	0.00	107,102.38 63.001		24,014.03	0.00	0.00
1,000.000	NESTLE SA SPONSORED ADR SWITZERLAND Ticker: NSRG Y	641069406	74,476.00 74.476	0.00	66,017.30 66.017		8,458.70	1,910.00	2.56
600.000	PHILIP MORRIS INTL INC Ticker: PM	718172109	52,746.00 87.910	612.00	51,004.72 85.008		1,741.28	2,448.00	4.64
800.000	PROCTER & GAMBLE CO Ticker: PG	742718109	63,528.00 79.410	0.00	50,158.72 62.698		13,369.28	2,121.60	3.34
1,700.000	SYSCO CORP Ticker: SY	871829107	69,700.00 41.000	0.00	40,450.31 23.794		29,249.69	2,108.00	3.02
2,000.000	WHOLE FOODS MKT INC Ticker: WFM	966837106	67,000.00 33.500	0.00	78,735.20 39.368		-11,735.20	1,080.00	1.61
<b>Total Consumer Staples</b>			<b>\$922,902.41</b>	<b>\$612.00</b>	<b>\$600,641.57</b>		<b>\$322,260.84</b>	<b>\$18,571.60</b>	<b>2.02%</b>
<b>Energy</b>									
800.000	EXXON MOBIL CORP Ticker: XOM	302316102	\$62,360.00 77.950	\$0.00	\$49,253.76 61.567		\$13,106.24	\$2,336.00	3.74%
<b>Total Energy</b>			<b>\$62,360.00</b>	<b>\$0.00</b>	<b>\$49,253.76</b>		<b>\$13,106.24</b>	<b>\$2,336.00</b>	<b>3.74%</b>
<b>Financials</b>									
1,000.000	ACE LTD SWITZERLAND Ticker: ACE	H0023R105	\$116,850.00 116.850	\$670.00	\$47,123.00 47.123		\$69,727.00	\$2,680.00	2.29%

Trade Date



U.S. Trust Advisors Fund, L.P. (U.S. Trust Advisors Fund)

**Portfolio Detail****Account:** 41-01-100-5830285 UTOPIA FUND DTD 12/15/50

Dec 01, 2015 through Dec. 31, 2015

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
<b>Equities (cont)</b>									
<b>Financials (cont)</b>									
1,500.000	AMERICAN INTL GROUP INC NEW COM Ticker: AIG	026874784	92,955.00 61.970	0.00	52,321.95 34.881		40,633.05	1,680.00	1.80
800.000	CHUBB CORP Ticker: CB	171232101	106,112.00 132.640	456.00	69,579.34 86.974		36,532.66	1,824.00	1.71
	<b>Total Financials</b>		<b>\$315,917.00</b>	<b>\$1,126.00</b>	<b>\$169,024.29</b>		<b>\$146,892.71</b>	<b>\$6,184.00</b>	<b>1.95%</b>
<b>Health Care</b>									
2,200.000	ABBOTT LABS Ticker: ABT	002824100	\$98,802.00 44.910	\$0.00	\$64,865.39 29.484		\$33,936.61	\$2,288.00	2.31%
600.000	MCKESSON CORP Ticker: MCK	581550103	118,338.00 197.230	168.00	16,818.00 28.030		101,520.00	672.00	0.56
500.000	PERRIGO CO IRELAND Ticker: PRGO	697822103	72,350.00 144.700	0.00	69,558.70 139.117		2,791.30	250.00	0.34
500.000	SIRONA DENTAL SYS INC Ticker: SIRO	82966C103	54,785.00 109.570	0.00	34,908.90 69.818		19,876.10	0.00	0.00
900.000	WATERS CORP Ticker: WAT	941848103	121,122.00 134.580	0.00	72,683.91 80.760		48,438.09	0.00	0.00
	<b>Total Health Care</b>		<b>\$465,397.00</b>	<b>\$168.00</b>	<b>\$258,834.90</b>		<b>\$205,562.10</b>	<b>\$3,210.00</b>	<b>0.69%</b>
<b>Industrials</b>									
1,000.000	DEERE & CO Ticker: DE	244199105	\$76,270.00 76.270	\$600.00	\$89,595.40 89.595		-\$13,325.40	\$2,400.00	3.14%
1,300.000	EMERSON ELEC CO Ticker: EMR	291011104	62,179.00 47.830	0.00	41,127.71 31.637		21,051.29	2,470.00	3.97
2,000.000	EXPEDITORS INTL WASHINGTON INC Ticker: EXPD	302130109	90,200.00 45.100	0.00	72,987.00 36.494		17,213.00	1,440.00	1.59
1,200.000	UNITED PARCEL SVC INC CL B Ticker: UPS	911312106	115,476.00 96.230	0.00	72,679.92 60.567		42,796.08	3,504.00	3.03

Trade Date

U.S. TRUST

Fidelity Investments

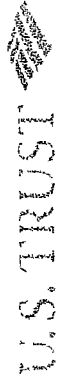
## Portfolio Detail

Account: 41-01-100-5830285 UTOPIA FUND DTD 12/15/50

Dec 01, 2015 through Dec 31, 2015

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
<b>Equities (cont)</b>									
<b>Industrials (cont)</b>									
	<b>Total Industrials</b>		<b>\$344,125.00</b>	<b>\$600.00</b>	<b>\$276,390.03</b>	<b>\$67,734.97</b>	<b>\$9,814.00</b>	<b>2.85%</b>	
<b>Information Technology</b>									
160.000	ALPHABET INC CL C COM Ticker: GOOG	02079K107	\$121,420.80 758.880	\$0.00	\$80,202.17 501.264	\$41,218.63	\$0.00	0.00%	
525.000	APPLE INC Ticker: AAPL	037833100	55,261.50 105.260	0.00	25,028.59 47.674	30,232.91	1,092.00	1.97	
1,200.000	AUTOMATIC DATA PROCESSING INC Ticker: ADP	053015103	101,664.00 84.720	636.00	37,870.88 31.559	63,793.12	2,544.00	2.50	
400.000	CDK GLOBAL INC Ticker: CDK	12508E101	18,988.00 47.470	0.00	5,479.48 13.699	13,508.52	216.00	1.13	
700.000	IHS INC CL A COM Ticker: IHS	451734107	82,901.00 118.430	0.00	82,498.57 117.855	402.43	0.00	0.00	
500.000	INTERNATIONAL BUSINESS MACHS Ticker: IBM	459200101	68,810.00 137.620	0.00	93,089.23 186.178	-24,279.23	2,600.00	3.77	
1,600.000	VISA INC CL A COM Ticker: V	92826C839	124,080.00 77.550	0.00	86,507.36 54.067	37,572.64	896.00	0.72	
	<b>Total Information Technology</b>		<b>\$573,125.30</b>	<b>\$636.00</b>	<b>\$410,676.28</b>	<b>\$162,449.02</b>	<b>\$7,348.00</b>	<b>1.28%</b>	
<b>Materials</b>									
1,000.000	AIR PRODS & CHEMS INC Ticker: APD	009158106	\$130,110.00 130.110	\$810.00	\$71,451.70 71.452	\$58,658.30	\$3,240.00	2.49%	
500.000	PRAXAIR INC Ticker: PX	74005P104	51,200.00 102.400	0.00	52,504.40 105.009	-1,304.40	1,430.00	2.79	
	<b>Total Materials</b>		<b>\$181,310.00</b>	<b>\$810.00</b>	<b>\$123,956.10</b>	<b>\$57,353.90</b>	<b>\$4,670.00</b>	<b>2.57%</b>	
	<b>Total Equities</b>		<b>\$3,252,468.54</b>	<b>\$4,352.00</b>	<b>\$2,132,319.76</b>	<b>\$1,120,148.78</b>	<b>\$53,833.60</b>	<b>1.65%</b>	

Trade Date



FIDELITY INVESTMENTS

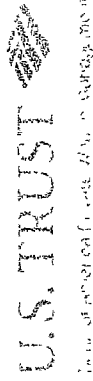
## Portfolio Detail

Account: 41-01-100-5830285 UTOPIA FUND DTD 12/15/50

Dec. 01, 2015 through Dec 31, 2015

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
<b>Fixed Income</b>									
<b>Investment Grade Taxable</b>									
50,000.000	<b>2017</b> GENERAL ELEC CAP CORP SR UNSEC'D MTN SER A DTD 09/24/07 5.625% DUE 09/15/17 Moody's: A1 S&P: AA+	36962G3H5	\$53,313.50 106.627	\$828.13	\$56,247.00 112.494		-\$2,933.50	\$2,812.50	5.27% 1.38
100,000.000	<b>2018</b> WELLS FARGO & CO NEW UNSEC'D MEDIUM TERM SR NT DTD 12/26/12 1.500% DUE 01/16/18 Moody's: A2 S&P: A	94974BFG0	99,574.00 99.574	687.49	97,090.00 97.090		2,484.00	1,500.00	1.50 1.56
50,000.000	<b>2021</b> HOME DEPOT INC SR UNSEC'D NT CALL 1/21/21 @100 DTD 03/31/11 4.400% DUE 04/01/21 Moody's: A2 S&P: A	437076AW2	55,061.00 110.122	549.99	54,249.00 108.498		812.00	2,200.00	3.99 2.19
100,000.000	JPMORGAN CHASE & CO SR NT DTD 08/10/11 4.350% DUE 08/15/21 Moody's: A3 S&P: A-	46625HJC5	106,423.00 106.423	1,643.33	100,753.00 100.753		5,670.00	4,350.00	4.08 2.87
100,000.000	<b>2022</b> BERKSHIRE HATHAWAY INC DEL SR UNSEC'D NT DTD 01/31/12 3.400% DUE 01/31/22 Moody's: AA2 S&P: AA	084670BF4	105,391.00 105.391	1,426.11	99,100.00 99.100		6,291.00	3,400.00	3.22 2.34
100,000.000	<b>2023</b> ANHEUSER BUSCH INBEV FIN INC SR UNSEC'D NT DTD 01/17/13 2.625% DUE 01/17/23 Moody's: A2 S&P: A-	035242AA4	95,968.00 95.968	1,195.83	91,925.00 91.925		4,043.00	2,625.00	2.73 3.22
100,000.000	APPLE INC SR UNSEC'D NT DTD 05/03/13 2.400% DUE 05/03/23 Moody's: AA1 S&P: AA+	037833AK6	97,437.00 97.437	386.66	89,110.00 89.110		8,327.00	2,400.00	2.46 2.72

Trade Date



UNITED STATES OF AMERICA

# Portfolio Detail

Dec. 01, 2015 through Dec. 31, 2015

Account: 41-01-100-5830285 UTOPIA FUND DTD 12/15/50

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
<b>Fixed Income (cont)</b>								
	Investment Grade Taxable (cont)							
	Total Investment Grade Taxable		\$613,167.50	\$6,717.54	\$588,474.00	\$24,693.50	\$19,287.50	3.14%
	Total Fixed Income		\$613,167.50	\$6,717.54	\$588,474.00	\$24,693.50	\$19,287.50	3.14%
	Total Portfolio		\$3,884,386.13	\$11,071.22	\$2,739,543.85	\$1,144,842.28	\$73,141.53	1.88%
	Accrued Income		\$11,071.22					
	Total		\$3,895,457.35					