

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 MAURICE SENDAK FOUNDATION INC		A Employer identification number 13-3807627	
% THE MAURICE SENDAK FOUNDATIO		B Telephone number (see instructions) (203) 438-9224	
Number and street (or P O box number if mail is not delivered to street address) 200 CHESTNUT HILL RD		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code RIDGEFIELD, CT 06877		C If exemption application is pending, check here	
G Check all that apply <div><input type="checkbox"/> Initial return<input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return<input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change<input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here 2. Foreign organizations meeting the 85% test, check here and attach computation	
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	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 52,477,879		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)			

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 type="checkbox"/> if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	468,158	467,310		
	5a	Gross rents				
	b	Net rental income or (loss) _____				
	6a	Net gain or (loss) from sale of assets not on line 10	12,911			
	b	Gross sales price for all assets on line 6a 5,712,487				
	7	Capital gain net income (from Part IV, line 2) . . .		12,911		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
b	Less Cost of goods sold					
c	Gross profit or (loss) (attach schedule)					
11	Other income (attach schedule)	 481,481	481,481			
12	Total. Add lines 1 through 11	962,550	961,702			
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	236,250			236,250
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits	24,836			24,836
	16a	Legal fees (attach schedule).	112,827	56,414	0	56,413
	b	Accounting fees (attach schedule).	18,395	9,197	0	9,198
	c	Other professional fees (attach schedule)	 107,336	59,667		47,669
	17	Interest	160			160
	18	Taxes (attach schedule) (see instructions)	 46,500			
	19	Depreciation (attach schedule) and depletion	 47,430			
	20	Occupancy	122,545			121,911
	21	Travel, conferences, and meetings.	10,733			10,733
	22	Printing and publications	249			249
	23	Other expenses (attach schedule).	 175,494			173,729
	24	Total operating and administrative expenses. Add lines 13 through 23	902,755	125,278	0	681,148
	25	Contributions, gifts, grants paid	270,700			270,700
	26	Total expenses and disbursements. Add lines 24 and 25	1,173,455	125,278	0	951,848
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	-210,905			
	b	Net investment income (if negative, enter -0-)		836,424		
	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	10,616	10,616	10,616
	2	Savings and temporary cash investments	234,104	98,846	98,846
	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).	664,572	280,728	280,728
	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)	11,491,752	11,824,714	11,154,307
	c	Investments—corporate bonds (attach schedule)	200,000	200,000	202,972
	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 ▶ 1,546,355 Less accumulated depreciation (attach schedule) ▶ 69,091	1,496,645	1,477,264	1,546,355
15	Other assets (describe ▶ _____)	39,194,892	39,184,055	39,184,055	
16	Total assets(to be completed by all filers—see the instructions Also, see page 1, item I)	53,292,581	53,076,223	52,477,879	
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 ▶ _____)	6,453	1,000	
	23	Total liabilities(add lines 17 through 22)	6,453	1,000	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	53,286,128	53,075,223	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	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)	53,286,128	53,075,223	
31	Total liabilities and net assets/fund balances(see instructions)	53,292,581	53,076,223		

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	53,286,128
2	Enter amount from Part I, line 27a	2	-210,905
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	53,075,223
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	53,075,223

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)
1a	See Additional Data Table			
b				
c				
d				
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 See Additional Data Table			
b			
c			
d			
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 See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	12,911
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	2,037,158	9,282,175	0 21947
2013	630,000	6,174,273	0 102036
2012	0	2,900,231	0 0
2011	125,000	2,444,843	0 051128
2010	150,000	1,431,603	0 104778

2	Total of line 1, column (d).	2	0 477412
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 095482
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	12,405,714
5	Multiply line 4 by line 3.	5	1,184,522
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	8,364
7	Add lines 5 and 6.	7	1,192,886
8	Enter qualifying distributions from Part XII, line 4.	8	972,797

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-)

2

3

Add lines 1 and 2.

3

16,728

4

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

4

5

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

5

16,728

6

Credits/Payments

a

2015 estimated tax payments and 2014 overpayment credited to 2015

6a

44,928

b

Exempt foreign organizations—tax withheld at source

6b

c

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

6c

10,000

d

Backup withholding erroneously withheld

6d

7

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

7

54,928

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

38,200

11

Enter the amount of line 10 to be Credited to 2015 estimated tax 38,200 Refunded

11

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? ☐

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 \$ (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.

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, DE

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

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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	13	Yes	
14	The books are in care of THE MAURICE SENDAK FOUNDATION Telephone no (203) 438-9224 Located at 200 CHESTNUT HILL RD RIDGEFIELD CT ZIP+4 06877			
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?	<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 checked="" type="checkbox"/> Yes <input 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? (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).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	No
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? If "Yes," list the years 20 , 20 , 20 , 20	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).		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?	<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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.).		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
See Additional Data Table				

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.

0

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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
GOLENBOCK EISEMAN ASSOR BELL & PESKOE 437 MADISON AVE 35 NEW YORK, NY 10022	LEGAL/CONSULTING	106,624
Total number of others receiving over \$50,000 for professional services. 		0



Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
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 NONE	0
2	
All other program-related investments See instructions	
3 	0
Total. Add lines 1 through 3 	0

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	12,090,789
b	Average of monthly cash balances.	1b	165,671
c	Fair market value of all other assets (see instructions).	1c	338,173
d	Total (add lines 1a, b, and c).	1d	12,594,633
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	12,594,633
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	188,919
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	12,405,714
6	Minimum investment return. Enter 5% of line 5.	6	620,286

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	620,286
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	16,728
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	16,728
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	603,558
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	603,558
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	603,558

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	951,848
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	20,949
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	972,797
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	972,797

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				603,558
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				
3 Excess distributions carryover, if any, to 2015				
a From 2010.	78,536			
b From 2011.	4,471			
c From 2012.				
d From 2013.	337,866			
e From 2014.	1,609,373			
f Total of lines 3a through e.	2,030,246			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 972,797				
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.				603,558
e Remaining amount distributed out of corpus	369,239			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,399,485			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
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). . .	78,536			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	2,320,949			
10 Analysis of line 9				
a Excess from 2011.	4,471			
b Excess from 2012.				
c Excess from 2013.	337,866			
d Excess from 2014.	1,609,373			
e Excess from 2015.	369,239			

Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling. . . . ▶

b Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed				
b	85% of line 2a				
c	Qualifying distributions from Part XII, line 4 for each year listed				
d	Amounts included in line 2c not used directly for active conduct of exempt activities				
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				
3	Complete 3a, b, or c for the alternative test relied upon				
a	"Assets" alternative test—enter				
	(1) Value of all assets				
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.				
c	"Support" alternative test—enter				
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).				
	(3) Largest amount of support from an exempt organization				
	(4) Gross investment income				

Part XV **Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)**

1 Information Regarding Foundation Managers:

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

See Additional Data Table

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

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

Form **990-PF** (2015)

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					
4	Dividends and interest from securities. . . .			14	468,158	
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.			15	481,481	
8	Gain or (loss) from sales of assets other than inventory			18	12,911	
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). . .				962,550	
13	Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)			13		962,550

[illegible]

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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)	(d) Date sold (mo , day, yr)
PUBLICLY TRADED SECURITIES	P		
PUBLICLY TRADED SECURITIES	P		
PUBLICLY TRADED SECURITIES	P		
PUBLICLY TRADED SECURITIES	D		
PUBLICLY TRADED SECURITIES	D		
THRU SCHEDULE K-1 ESTATE OF MAURICE SENDAK	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,949,923		3,048,275	-98,352
877,210		770,338	106,872
42,326		32,411	9,915
912,759		922,287	-9,528
899,769		926,266	-26,497
30,501			30,501

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-98,352
			106,872
			9,915
			-9,528
			-26,497
			30,501

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation(If not paid, enter -0-)	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
LYNN CAPONERA 300 CHESTNUT HILL RD RIDGEFIELD,CT 06877	PRESIDENT 45 0	195,000	9,670	0
DONA MCADAMS 5677 SANDGATE RD SANDGATE,VT 05250	DIRECTOR 35 0	41,250	0	0
MICHAEL DI CAPUA 221 EAST 17TH ST NEW YORK,NY 10003	DIRECTOR 10 0	0	0	0
DONALD HAMBURG 437 MADISON AVE NEW YORK,NY 10022	SECRETARY/TREASURER 1 0	0	0	0
ADAM SPIEGEL 2201 S CARMELINA AVE LOS ANGELES,CA 90064	DIRECTOR 1 0	0	0	0
JOHN VITALE 888 BELLIS PARKWAY ORADELL,NJ 07649	DIRECTOR 15 0	0	0	0

Form 990PF Part XV Line 1a - 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).

MAURICE SENDAK DECEASED
ESTATE OF MAURICE SENDAK

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				
AMERICAN ACADEMY IN ROME 7 EAST 60TH STREET NEWYORK,NY 10022		PC	TO SUPPORT ARTISTS, WRITERS & SCHOLARS	11,800
SCHENECTADY GREENMARKET PO BOX 954 SCHENECTADY,NY 12301		PC	TO SUPPORT AVAILABILITY OF LOCAL PRODUCE AND ARTISAN GOODS	1,000
THE RIDGEFIELD FOOD PANTRY 400 MAIN ST RIDGEFIELD,CT 06877		PC	TO SUPPORT LOCAL RESIDENTS IN NEED	5,000
HUBBARD HALL PARTNERS INC 25 E MAIN ST CAMBRIDGE,NY 12816		PC	TO SUPPORT ARTISTIC AND CULTURAL PROGRAMS IN RURAL WASHINGTON COUNTY AND NEIGHBORING COUNTIES	14,900
ROUNABOUT THEATRE COMPANY 231 WEST 39TH STREET SUITE 1200 NEWYORK,NY 10018		PC	TO SUPPORT 2015/16 PRODUCTIONS AND ARTS EDUCATION PROGRAMS	5,000
BATTENKILL CHORALE 90 EAST MAIN ST CAMBRIDGE,NY 12816		PC	TO SUPPORT CHORAL PERFORMING ARTS, SPECIFICALLY TO FUND THE CHORALE'S SPRING CONCERT	5,000
DOCTORS WITHOUT BORDERS 333 SEVENTH AVE NEWYORK,NY 10001		PC	TO FUND RESPONSES TO HEALTH AND HUMANITARIAN CRISES THROUGHOUT THE WORLD	5,000
M SENDAK COMMUNITY SCHOOL PS 118 211 8TH STREET BROOKLYN,NY 11215		PC	TO FUND PAINTING OF A MURAL, TO SUPPORT COLLABORATIVE AND MULTICULTURAL EDUCATIONAL EFFORTS	5,000
826LA 1714 WSUNSET BLVD LOS ANGELES,CA 90026		PC	TO FUND DEVELOPMENT OF STUDENTS' CREATIVE AND EXPOSITORY WRITING SKILLS	5,000
PORTLAND OPERA 211 SE CARUTHERS ST PORTLAND,OR 97214		PC	TO FUND AND INCORPORATE MR SENDAK'S DESIGNS INTO THE OPERA'S PERFORMANCE OF THE MAGIC FLUTE	213,000
Total				270,700

TY 2015 All Other Program Related Investments Schedule

Name: THE MAURICE SENDAK FOUNDATION INC

EIN: 13-3807627

Category	Amount
NONE	0

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

TY 2015 Depreciation Schedule

Name: THE MAURICE SENDAK FOUNDATION INC
EIN: 13-3807627

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
LAND	2013-07-12	300,000		L					
200 CHESTNUT HILL	2013-07-12	1,200,000	20,000	M27		43,632			
COMPUTERS	2014-01-01	8,306	1,661	M5		2,658			
FURN & FIXTURES	2013-07-12	10,000	0						
COMPUTER	2015-02-01	2,193		M5		439			
OFFICE FURNITURE	2015-03-01	4,907		M7		701			
CONSTRUCTION IN PR		20,949	0						

TY 2015 Investments Corporate Bonds Schedule

Name: THE MAURICE SENDAK FOUNDATION INC

EIN: 13-3807627

Name of Bond	End of Year Book Value	End of Year Fair Market Value
GOLDMAN SACHS 4.0% DUE 9/15/23	200,000	202,972

TY 2015 Investments Corporate Stock Schedule

Name: THE MAURICE SENDAK FOUNDATION INC

EIN: 13-3807627

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EQUITIES - SEE ATTACHMENT	2,757,213	2,680,828
MUTUAL FUNDS - SEE ATTACHMENT	9,067,501	8,473,479

**TY 2015 Land, Etc.
Schedule****Name:** THE MAURICE SENDAK FOUNDATION INC**EIN:** 13-3807627

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
LAND	300,000		300,000	
200 CHESTNUT HILL	1,200,000	63,632	1,136,368	
COMPUTERS	8,306	4,319	3,987	
FURN & FIXTURES	10,000	0	10,000	
COMPUTER	2,193	439	1,754	
OFFICE FURNITURE	4,907	701	4,206	
CONSTRUCTION IN PR	20,949	0	20,949	

TY 2015 Other Assets Schedule**Name:** THE MAURICE SENDAK FOUNDATION INC**EIN:** 13-3807627

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
WORKS OF ART BY MAURICE SENDAK	1,976,300	19,476,300	19,476,300
ANTIQUES & CERAMICS	600,000	600,000	600,000
MICKEY MOUSE COLLECTIBLES	343,592	327,209	327,209
PHOTOGRAPHS	275,000	275,000	275,000
PUBLICATION AGREEMENTS WITH			
PUBLISHERS FOR BOOKS WRITTEN			
OR ILLUSTRATED BY MAURICE			
SENDAK	12,000,000	12,000,000	12,000,000
WORKS OF ART ON LOAN TO			
ROSENBACH MUSEUM & LIBRARY	17,500,000	0	0
WORKS OF ART NOT CREATED BY			
MAURICE SENDAK	6,500,000	6,500,000	6,500,000
MISC PREPAID EXPENSE	0	5,546	5,546

TY 2015 Other Expenses Schedule**Name:** THE MAURICE SENDAK FOUNDATION INC**EIN:** 13-3807627

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ARCHIVING & CONSERVATION	39,457			39,457
DATA PROCESSING	2,241			2,241
SUPPLIES	4,243			4,243
POSTAGE & MAILING SERVICE	2,765			2,765
STORAGE	27,011			27,011
INSURANCE	43,252			43,252
MISCELLANEOUS	20,651			18,886
FELLOWSHIP	32,874			32,874
SPEAKER FEES	3,000			3,000

TY 2015 Other Income Schedule**Name:** THE MAURICE SENDAK FOUNDATION INC**EIN:** 13-3807627

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FROM ESTATE OF MAURICE SENDAK - K-1			
ROYALTY INCOME	372,023	372,023	
OTHER ROYALTIES	109,458	109,458	

TY 2015 Other Liabilities Schedule

Name: THE MAURICE SENDAK FOUNDATION INC

EIN: 13-3807627

Description	Beginning of Year - Book Value	End of Year - Book Value
PAYROLL TAXES PAYABLE	6,453	1,000

TY 2015 Other Professional Fees Schedule**Name:** THE MAURICE SENDAK FOUNDATION INC**EIN:** 13-3807627

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	59,667	59,667		
COMMISSIONS	9,450			9,450
PUBLIC RELATIONS	38,219			38,219

**TY 2015 Other
Receivables from Officers
Schedule****Name:** THE MAURICE SENDAK FOUNDATION INC**EIN:** 13-3807627**Travel Advance to Officers:**

Item No.	1
Borrower's Name	ESTATE OF MAURICE SENDAK
Borrower's Title	
Original Amount of Loan	
Balance Due	280728
Date of Note	
Maturity Date	
Repayment Terms	
Interest Rate	
Security Provided by Borrower	
Purpose of Loan	N/A - REPRESENTS AMOUNTS DUE FROM ESTATE
Description of Lender Consideration	
Consideration FMV	

TY 2015 Taxes Schedule

Name: THE MAURICE SENDAK FOUNDATION INC

EIN: 13-3807627

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES	46,500			

Qty	Security	Date Acquired	Cost at 12/31/2015	FMV at 12/31/2015
28 0000	AUTOMATIC DATA PROC	11/4/2013	1,852 66	2,372 16
144 0000	AUTOMATIC DATA PROC	12/3/2013	10,107 90	12,199 68
6 0000	AUTOMATIC DATA PROC	1/3/2014	420 42	508 32
8 0000	AUTOMATIC DATA PROC	3/4/2014	543 02	677 76
28 0000	AUTOMATIC DATA PROC	4/2/2014	1,898 15	2,372 16
8 0000	AUTOMATIC DATA PROC	7/2/2014	558 15	677 76
2 0000	AUTOMATIC DATA PROC	9/3/2014	146 39	169 44
95 0000	AUTOMATIC DATA PROC	10/2/2014	6,831 07	8,048 40
77 0000	AUTOMATIC DATA PROC	11/4/2014	6,340 95	6,523 44
194 0000	AUTOMATIC DATA PROC	1/5/2015	16,154 38	16,435 68
38 0000	AUTOMATIC DATA PROC	2/3/2015	3,198 84	3,219 36
84 0000	AUTOMATIC DATA PROC	4/2/2015	7,211 40	7,116 48
19 0000	AUTOMATIC DATA PROC	4/17/2015	1,592 20	1,609 68
64 0000	AUTOMATIC DATA PROC	5/4/2015	5,533 44	5,422 08
86 0000	AUTOMATIC DATA PROC	7/2/2015	6,985 78	7,285 92
146 0000	AUTOMATIC DATA PROC	8/4/2015	11,758 84	12,369 12
58 0000	AUTOMATIC DATA PROC	12/2/2015	5,067 65	4,913 76
871 0000	C H ROBINSON WORLDWIDE, INC NEW	2/3/2015	64,658 69	54,019 42
97 0000	C H ROBINSON WORLDWIDE, INC NEW	2/3/2015	7,606 36	6,015 94
62 0000	C H ROBINSON WORLDWIDE, INC NEW	4/2/2015	4,473 30	3,845 24
23 0000	C H ROBINSON WORLDWIDE, INC NEW	4/17/2015	1,581 48	1,426 46
135 0000	C H ROBINSON WORLDWIDE, INC NEW	5/4/2015	8,887 05	8,372 70
39 0000	C H ROBINSON WORLDWIDE, INC NEW	7/2/2015	2,438 67	2,418 78
44 0000	C H ROBINSON WORLDWIDE, INC NEW	11/3/2015	3,087 04	2,728 88
485 0000	DOVER CORP	11/4/2014	38,969 75	29,735 35
40 0000	DOVER CORP	11/4/2014	3,303 65	2,452 40
13 0000	DOVER CORP	11/4/2014	1,006 09	797 03
43 0000	DOVER CORP	11/4/2014	3,609 04	2,636 33
67 0000	DOVER CORP	12/2/2014	4,964 03	4,107 77
74 0000	DOVER CORP	12/3/2014	5,958 05	4,536 94
51 0000	DOVER CORP	12/4/2014	3,967 36	3,126 81
119 0000	DOVER CORP	12/4/2014	9,058 45	7,295 89
234 0000	DOVER CORP	1/5/2015	16,798 86	14,346 54
36 0000	DOVER CORP	4/2/2015	2,499 84	2,207 16
10 0000	DOVER CORP	4/17/2015	723 70	613 10
272 0000	DOVER CORP	8/4/2015	17,212 16	16,676 32
45 0000	JOHNSON AND JOHNSON COM	9/11/2013	4,011 83	4,622 40
19 0000	JOHNSON AND JOHNSON COM	10/2/2013	1,652 05	1,951 68
12 0000	JOHNSON AND JOHNSON COM	11/4/2013	1,120 68	1,232 64
156 0000	JOHNSON AND JOHNSON COM	12/3/2013	14,676 48	16,024 32
41 0000	JOHNSON AND JOHNSON COM	1/3/2014	3,742 89	4,211 52
115 0000	JOHNSON AND JOHNSON COM	11/4/2014	12,420 00	11,812 80
4 0000	JOHNSON AND JOHNSON COM	12/2/2014	431 60	410 88
155 0000	JOHNSON AND JOHNSON COM	1/5/2015	16,195 95	15,921 60
63 0000	JOHNSON AND JOHNSON COM	2/3/2015	6,378 75	6,471 36
59 0000	JOHNSON AND JOHNSON COM	4/2/2015	5,868 14	6,060 48
17 0000	JOHNSON AND JOHNSON COM	4/17/2015	1,692 86	1,746 24
54 0000	JOHNSON AND JOHNSON COM	5/4/2015	5,417 82	5,546 88
40 0000	JOHNSON AND JOHNSON COM	7/2/2015	3,959 20	4,108 80
95 0000	JOHNSON AND JOHNSON COM	8/4/2015	9,540 85	9,758 40
48 0000	JOHNSON AND JOHNSON COM	12/2/2015	4,926 05	4,930 56

277 0000	LINEAR TECHNOLOGY CORP	12/3/2013	11,858 37	11,764 19
80 0000	LINEAR TECHNOLOGY CORP	5/2/2014	3,583 20	3,397 60
20 0000	LINEAR TECHNOLOGY CORP	9/3/2014	901 80	849 40
38 0000	LINEAR TECHNOLOGY CORP	10/2/2014	1,614 01	1,613 86
309 0000	LINEAR TECHNOLOGY CORP	11/4/2014	13,385 88	13,123 23
283 0000	LINEAR TECHNOLOGY CORP	1/5/2015	13,037 81	12,019 01
116 0000	LINEAR TECHNOLOGY CORP	2/3/2015	5,233 92	4,926 52
182 0000	LINEAR TECHNOLOGY CORP	4/2/2015	8,453 90	7,729 54
36 0000	LINEAR TECHNOLOGY CORP	4/17/2015	1,663 56	1,528 92
99 0000	LINEAR TECHNOLOGY CORP	5/4/2015	4,673 79	4,204 53
198 0000	LINEAR TECHNOLOGY CORP	7/2/2015	8,818 92	8,409 06
359 0000	LINEAR TECHNOLOGY CORP	8/4/2015	14,880 55	15,246 73
74 0000	LINEAR TECHNOLOGY CORP	12/2/2015	3,386 70	3,142 78
1,679 0000	MICROSOFT CORP	10/2/2015	74,138 10	93,150 92
23 0000	MICROSOFT CORP	12/2/2015	1,280 64	1,276 04
812 0000	PARKER HANNIFIN CORP	8/4/2015	90,270 04	78,747 76
27 0000	PARKER HANNIFIN CORP	9/2/2015	2,907 41	2,618 46
24 0000	PARKER HANNIFIN CORP	9/3/2015	2,385 17	2,327 52
1 0000	PARKER HANNIFIN CORP	10/2/2015	94 92	96 98
57 0000	PARKER HANNIFIN CORP	12/2/2015	5,868 14	5,527 86
20 0000	PAYCHEX INC	9/11/2013	806 30	1,057 80
24 0000	PAYCHEX INC	10/2/2013	956 88	1,269 36
53 0000	PAYCHEX INC	11/4/2013	2,238 72	2,803 17
293 0000	PAYCHEX INC	12/3/2013	12,818 75	15,496 77
31 0000	PAYCHEX INC	3/4/2014	1,295 49	1,639 59
25 0000	PAYCHEX INC	4/2/2014	1,055 25	1,322 25
13 0000	PAYCHEX INC	7/2/2014	534 92	687 57
12 0000	PAYCHEX INC	9/3/2014	503 40	634 68
202 0000	PAYCHEX INC	11/4/2014	9,526 32	10,683 78
10 0000	PAYCHEX INC	12/2/2014	475 00	528 90
336 0000	PAYCHEX INC	1/5/2015	15,593 76	17,771 04
83 0000	PAYCHEX INC	2/3/2015	3,853 69	4,389 87
84 0000	PAYCHEX INC	4/2/2015	4,184 04	4,442 76
33 0000	PAYCHEX INC	4/17/2015	1,595 55	1,745 37
152 0000	PAYCHEX INC	5/4/2015	7,440 40	8,039 28
131 0000	PAYCHEX INC	7/2/2015	6,260 49	6,928 59
220 0000	PAYCHEX INC	8/4/2015	10,480 80	11,635 80
32 0000	PAYCHEX INC	12/2/2015	1,729 76	1,692 48
480 0000	QUALCOMM INC	12/2/2014	34,697 10	23,992 80
206 0000	QUALCOMM INC	12/2/2014	13,626 27	10,296 91
111 0000	QUALCOMM INC	12/2/2014	7,922 83	5,548 34
47 0000	QUALCOMM INC	12/2/2014	3,517 79	2,349 30
88 0000	QUALCOMM INC	12/31/2014	5,694 83	4,398 68
18 0000	QUALCOMM INC	1/1/2015	1,257 96	899 73
50 0000	QUALCOMM INC	1/1/2015	3,296 85	2,499 25
157 0000	QUALCOMM INC	1/5/2015	11,633 70	7,847 65
73 0000	QUALCOMM INC	4/2/2015	5,081 53	3,648 91
23 0000	QUALCOMM INC	4/17/2015	1,552 96	1,149 66
116 0000	QUALCOMM INC	7/2/2015	7,309 16	5,798 26
136 0000	QUALCOMM INC	8/4/2015	8,759 76	6,797 96
57 0000	QUALCOMM INC	9/2/2015	3,170 91	2,849 15
231 0000	QUALCOMM INC	12/2/2015	12,203 08	11,546 54
16 0000	RAYTHEON CO DELAWARE NEW	9/11/2013	1,236 16	1,992 48

6 0000	RAYTHEON CO DELAWARE NEW	11/4/2013	504 66	747 18
139 0000	RAYTHEON CO DELAWARE NEW	12/3/2013	12,248 68	17,309 67
17 0000	RAYTHEON CO DELAWARE NEW	4/2/2014	1,687 08	2,117 01
50 0000	RAYTHEON CO DELAWARE NEW	7/2/2014	4,641 50	6,226 50
114 0000	RAYTHEON CO DELAWARE NEW	11/4/2014	11,957 46	14,196 42
117 0000	RAYTHEON CO DELAWARE NEW	1/5/2015	12,654 72	14,570 01
68 0000	RAYTHEON CO DELAWARE NEW	2/3/2015	7,120 96	8,468 04
44 0000	RAYTHEON CO DELAWARE NEW	4/2/2015	4,755 08	5,479 32
15 0000	RAYTHEON CO DELAWARE NEW	4/17/2015	1,624 05	1,867 95
80 0000	RAYTHEON CO DELAWARE NEW	5/4/2015	8,449 60	9,962 40
87 0000	RAYTHEON CO DELAWARE NEW	7/2/2015	8,399 85	10,834 11
4 0000	RAYTHEON CO DELAWARE NEW	12/2/2015	500 96	498 12
672 0000	UNION PACIFIC CORP	6/2/2015	68,577 60	52,550 40
57 0000	UNION PACIFIC CORP	6/2/2015	5,570 13	4,457 40
81 0000	UNION PACIFIC CORP	7/2/2015	7,816 50	6,334 20
109 0000	UNION PACIFIC CORP	8/4/2015	10,496 70	8,523 80
83 0000	UNION PACIFIC CORP	11/3/2015	7,383 68	6,490 60
130 0000	UNION PACIFIC CORP	12/2/2015	10,880 77	10,166 00
226 0000	UNITED TECHS CORP COM	6/3/2014	26,611 50	21,711 82
12 0000	UNITED TECHS CORP COM	6/3/2014	1,380 27	1,152 84
58 0000	UNITED TECHS CORP COM	6/3/2014	6,802 94	5,572 06
12 0000	UNITED TECHS CORP COM	6/3/2014	1,454 42	1,152 84
24 0000	UNITED TECHS CORP COM	7/2/2014	2,761 27	2,305 68
5 0000	UNITED TECHS CORP COM	7/2/2014	557 11	480 35
41 0000	UNITED TECHS CORP COM	7/2/2014	4,703 30	3,938 87
36 0000	UNITED TECHS CORP COM	7/3/2014	4,062 32	3,458 52
7 0000	UNITED TECHS CORP COM	10/2/2014	725 55	672 49
108 0000	UNITED TECHS CORP COM	11/4/2014	11,566 80	10,375 56
89 0000	UNITED TECHS CORP COM	1/5/2015	10,194 95	8,550 23
19 0000	UNITED TECHS CORP COM	2/3/2015	2,242 38	1,825 33
64 0000	UNITED TECHS CORP COM	4/2/2015	7,461 76	6,148 48
14 0000	UNITED TECHS CORP COM	4/17/2015	1,619 38	1,344 98
27 0000	UNITED TECHS CORP COM	7/2/2015	3,005 91	2,593 89
198 0000	UNITED TECHS CORP COM	8/4/2015	19,784 16	19,021 86
43 0000	UNITED TECHS CORP COM	12/2/2015	4,142 75	4,131 01
26 0000	WAL-MART STORES INC	5/2/2013	2,154 17	1,593 80
9 0000	WAL-MART STORES INC	6/4/2013	732 19	551 70
9 0000	WAL-MART STORES INC	7/2/2013	675 91	551 70
183 0000	WAL-MART STORES INC	9/11/2013	13,565 06	11,217 90
12 0000	WAL-MART STORES INC	10/2/2013	881 04	735 60
32 0000	WAL-MART STORES INC	11/4/2013	2,472 00	1,961 60
145 0000	WAL-MART STORES INC	12/3/2013	11,760 95	8,888 50
39 0000	WAL-MART STORES INC	1/3/2014	3,073 59	2,390 70
16 0000	WAL-MART STORES INC	3/4/2014	1,197 60	980 80
10 0000	WAL-MART STORES INC	4/2/2014	766 00	613 00
27 0000	WAL-MART STORES INC	7/2/2014	2,043 36	1,655 10
185 0000	WAL-MART STORES INC	11/4/2014	14,161 75	11,340 50
164 0000	WAL-MART STORES INC	1/5/2015	14,076 12	10,053 20
41 0000	WAL-MART STORES INC	2/3/2015	3,519 03	2,513 30
73 0000	WAL-MART STORES INC	4/2/2015	5,893 29	4,474 90
20 0000	WAL-MART STORES INC	4/17/2015	1,560 20	1,226 00
74 0000	WAL-MART STORES INC	5/4/2015	5,825 28	4,536 20
81 0000	WAL-MART STORES INC	7/2/2015	5,836 05	4,965 30

146 0000	WAL-MART STORES INC	8/4/2015	10,570 40	8,949 80
256 0000	WAL-MART STORES INC	11/3/2015	14,750 72	15,692 80
62 0000	WAL-MART STORES INC	12/2/2015	3,649 70	3,800 60
189 0000	3M COMPANY	5/2/2014	26,745 39	28,470 96
6 0000	3M COMPANY	5/2/2014	911 42	903 84
5 0000	3M COMPANY	10/2/2014	693 70	753 20
53 0000	3M COMPANY	11/4/2014	8,157 76	7,983 92
67 0000	3M COMPANY	1/5/2015	10,920 33	10,092 88
19 0000	3M COMPANY	2/3/2015	3,141 27	2,862 16
40 0000	3M COMPANY	4/2/2015	6,506 00	6,025 60
10 0000	3M COMPANY	4/17/2015	1,622 30	1,506 40
56 0000	3M COMPANY	5/4/2015	8,870 40	8,435 84
27 0000	3M COMPANY	7/2/2015	4,214 16	4,067 28
87 0000	3M COMPANY	8/4/2015	13,130 91	13,105 68
47 0000	3M COMPANY	12/2/2015	7,348 77	7,080 08
3,806 0000	DREYFUS OPPORTUNISTIC SMALL CAP FUND	9/4/2013	130,351 01	109,156 08
0 9740	DREYFUS OPPORTUNISTIC SMALL CAP FUND	9/4/2013	28 32	27 93
3,326 0000	HOTCHKIS AND WILEY MID CAP VALUE FD CL I	3/4/2013	115,205 30	104,070 54
0 0270	HOTCHKIS AND WILEY MID CAP VALUE FD CL I	3/4/2013	0 84	0 84
19,634 0000	MFS INTERNATIONAL DIVERS	12/3/2012	297,222 16	303,737 98
0 8260	MFS INTERNATIONAL DIVERS	12/3/2012	12 89	15 47
4,431 0000	MFS NEW DISCOVERY FD CL I	12/3/2012	112,470 64	108,515 19
0 0330	MFS NEW DISCOVERY FD CL I	12/3/2012	0 83	0 81
3,536 0000	OPPENHEIMER DEVELOPING MARKETS FD CL Y	12/3/2012	123,252 15	106,044 64
0 4070	OPPENHEIMER DEVELOPING MARKETS FD CL Y	12/3/2012	12 58	12 21
3,023 0000	PRUDENTIAL JENNISON MID CAP GROWTH FUND INC CL Z	12/3/2012	108,986 28	108,586 16
0 1990	PRUDENTIAL JENNISON MID CAP GROWTH FUND INC CL Z	12/3/2012	7 19	7 15
3 0000	AMAZON COM INC COM	9/11/2013	899 31	2,027 67
9 0000	AMAZON COM INC COM	2/5/2014	3,114 00	6,083 01
2 0000	AMAZON COM INC COM	3/5/2014	733 62	1,351 78
10 0000	AMAZON COM INC COM	4/3/2014	3,418 20	6,758 90
2 0000	AMAZON COM INC COM	4/10/2014	661 94	1,351 78
8 0000	AMAZON COM INC COM	5/5/2014	2,450 96	5,407 12
4 0000	AMAZON COM INC COM	6/4/2014	1,227 40	2,703 56
1 0000	AMAZON COM INC COM	8/5/2014	313 30	675 89
3 0000	AMAZON COM INC COM	10/3/2014	961 05	2,027 67
12 0000	AMAZON COM INC COM	11/6/2014	3,562 80	8,110 68
6 0000	AMAZON COM INC COM	1/6/2015	1,813 44	4,055 34
3 0000	AMAZON COM INC COM	4/6/2015	1,110 30	2,027 67
3 0000	AMAZON COM INC COM	4/17/2015	1,133 10	2,027 67
471 0000	AUTONATION INC	11/5/2013	23,149 65	28,099 86
22 0000	AUTONATION INC	11/5/2013	1,100 46	1,312 52
52 0000	AUTONATION INC	8/5/2014	2,786 16	3,102 32
26 0000	AUTONATION INC	9/5/2014	1,399 06	1,551 16
34 0000	AUTONATION INC	3/4/2015	2,108 34	2,028 44
14 0000	AUTONATION INC	4/17/2015	889 28	835 24
24 0000	AUTONATION INC	5/5/2015	1,520 64	1,431 84
23 0000	AUTONATION INC	6/3/2015	1,447 11	1,372 18
19 0000	AUTONATION INC	8/5/2015	1,169 83	1,133 54
2,228 0000	BB&T CORPORATION	1/6/2015	83,527 72	84,240 68
156 0000	BB&T CORPORATION	2/4/2015	5,681 52	5,898 36
8 0000	BB&T CORPORATION	2/5/2015	314 17	302 48
54 0000	BB&T CORPORATION	4/17/2015	2,084 94	2,041 74

44 0000	BB&T CORPORATION	5/5/2015	1,711 60	1,663 64
25 0000	BB&T CORPORATION	6/3/2015	991 25	945 25
122 0000	BB&T CORPORATION	9/3/2015	4,392 00	4,612 82
31 0000	BB&T CORPORATION	11/4/2015	1,171 80	1,172 11
1,809 0000	CABOT OIL & GAS CORP	11/9/2015	40,250 25	32,001 21
641 0000	CABOT OIL & GAS CORP	12/3/2015	11,505 95	11,339 29
322 0000	DISNEY (WALT) CO COM STK	5/5/2014	25,859 82	33,835 76
1 0000	DISNEY (WALT) CO COM STK	7/3/2014	86 65	105 08
4 0000	DISNEY (WALT) CO COM STK	2/4/2015	399 92	420 32
2 0000	DISNEY (WALT) CO COM STK	4/6/2015	210 60	210 16
9 0000	DISNEY (WALT) CO COM STK	4/17/2015	962 64	945 72
10 0000	DISNEY (WALT) CO COM STK	6/3/2015	1,106 20	1,050 80
38 0000	DISNEY (WALT) CO COM STK	9/3/2015	3,883 60	3,993 04
770 0000	EXXON MOBIL CORP COM	8/5/2014	76,599 60	60,021 50
41 0000	EXXON MOBIL CORP COM	8/5/2014	3,870 47	3,195 95
35 0000	EXXON MOBIL CORP COM	8/5/2014	3,627 10	2,728 25
74 0000	EXXON MOBIL CORP COM	9/3/2014	6,839 94	5,768 30
42 0000	EXXON MOBIL CORP COM	9/5/2014	4,149 60	3,273 90
10 0000	EXXON MOBIL CORP COM	10/3/2014	934 50	779 50
2 0000	EXXON MOBIL CORP COM	11/6/2014	190 24	155 90
7 0000	EXXON MOBIL CORP COM	12/3/2014	662 27	545 65
18 0000	EXXON MOBIL CORP COM	1/6/2015	1,625 22	1,403 10
11 0000	EXXON MOBIL CORP COM	2/4/2015	1,005 95	857 45
97 0000	EXXON MOBIL CORP COM	3/4/2015	8,518 54	7,561 15
12 0000	EXXON MOBIL CORP COM	4/6/2015	1,017 84	935 40
24 0000	EXXON MOBIL CORP COM	4/17/2015	2,082 72	1,870 80
85 0000	EXXON MOBIL CORP COM	6/3/2015	7,232 64	6,625 75
11 0000	EXXON MOBIL CORP COM	7/6/2015	907 06	857 45
51 0000	EXXON MOBIL CORP COM	8/5/2015	3,970 86	3,975 45
7,007 0000	FORD MOTOR CO	10/5/2015	98,938 84	98,728 63
120 0000	FORD MOTOR CO	11/4/2015	1,778 40	1,690 80
72 0000	FORD MOTOR CO	12/3/2015	1,029 60	1,014 48
2,725 0000	GARMIN LTD	12/3/2015	102,732 50	101,288 25
890 0000	GENERAL MOTORS CO COMMON SHARES	2/5/2014	31,835 30	30,268 90
51 0000	GENERAL MOTORS CO COMMON SHARES	2/5/2014	1,765 15	1,734 51
18 0000	GENERAL MOTORS CO COMMON SHARES	2/5/2014	659 53	612 18
253 0000	GENERAL MOTORS CO COMMON SHARES	2/5/2014	8,409 91	8,604 53
12 0000	GENERAL MOTORS CO COMMON SHARES	2/5/2014	458 17	408 12
79 0000	GENERAL MOTORS CO COMMON SHARES	3/5/2014	2,967 24	2,686 79
116 0000	GENERAL MOTORS CO COMMON SHARES	3/6/2014	4,258 45	3,945 16
59 0000	GENERAL MOTORS CO COMMON SHARES	3/7/2014	2,145 88	2,006 59
235 0000	GENERAL MOTORS CO COMMON SHARES	4/3/2014	8,201 50	7,992 35
215 0000	GENERAL MOTORS CO COMMON SHARES	8/5/2014	7,217 55	7,312 15
45 0000	GENERAL MOTORS CO COMMON SHARES	11/6/2014	1,386 90	1,530 45
1,320 0000	GENERAL MOTORS CO COMMON SHARES	4/6/2015	47,836 80	44,893 20
81 0000	GENERAL MOTORS CO COMMON SHARES	4/17/2015	2,965 41	2,754 81
219 0000	GENERAL MOTORS CO COMMON SHARES	5/5/2015	7,746 03	7,448 19
314 0000	GENERAL MOTORS CO COMMON SHARES	7/6/2015	10,314 90	10,679 14
199 0000	GENERAL MOTORS CO COMMON SHARES	8/5/2015	6,322 23	6,767 99
91 0000	INTERCONTINENTAL EXCHANGE INC	4/3/2014	18,655 00	23,319 66
5 0000	INTERCONTINENTAL EXCHANGE INC	4/3/2014	980 42	1,281 30
15 0000	INTERCONTINENTAL EXCHANGE INC	4/3/2014	2,879 62	3,843 90
7 0000	INTERCONTINENTAL EXCHANGE INC	5/3/2014	1,380 43	1,793 82

7 0000	INTERCONTINENTAL EXCHANGE INC	6/4/2014	1,357 65	1,793 82
14 0000	INTERCONTINENTAL EXCHANGE INC	7/3/2014	2,647 65	3,587 64
13 0000	INTERCONTINENTAL EXCHANGE INC	2/4/2015	2,735 85	3,331 38
5 0000	INTERCONTINENTAL EXCHANGE INC	4/6/2015	1,139 15	1,281 30
4 0000	INTERCONTINENTAL EXCHANGE INC	4/17/2015	899 07	1,025 04
6 0000	INTERCONTINENTAL EXCHANGE INC	5/5/2015	1,380 00	1,537 56
3 0000	INTERCONTINENTAL EXCHANGE INC	7/6/2015	672 48	768 78
1,859 0000	LINCOLN NTL CORP IND NPV	12/3/2015	102,970 01	93,433 34
396 0000	MALLINCKRODT PLC SHS	8/5/2015	42,269 04	29,553 48
3 0000	MALLINCKRODT PLC SHS	8/5/2015	307 32	223 89
73 0000	MALLINCKRODT PLC SHS	9/3/2015	6,205 00	5,447 99
137 0000	MALLINCKRODT PLC SHS	10/5/2015	9,084 47	10,224 31
306 0000	NETFLIX COM INC	6/3/2015	27,320 98	35,000 28
22 0000	NETFLIX COM INC	9/3/2015	2,257 86	2,516 36
14 0000	NETFLIX COM INC	11/4/2015	1,545 04	1,601 32
15 0000	O'REILLY AUTOMOTIVE INC	1/17/2013	1,325 25	3,801 30
4 0000	O'REILLY AUTOMOTIVE INC	4/3/2013	417 12	1,013 68
9 0000	O'REILLY AUTOMOTIVE INC	6/11/2013	994 32	2,280 78
4 0000	O'REILLY AUTOMOTIVE INC	7/5/2013	459 68	1,013 68
4 0000	O'REILLY AUTOMOTIVE INC	9/5/2013	494 24	1,013 68
73 0000	O'REILLY AUTOMOTIVE INC	9/11/2013	9,235 81	18,499 66
3 0000	O'REILLY AUTOMOTIVE INC	10/3/2013	379 86	760 26
18 0000	O'REILLY AUTOMOTIVE INC	11/5/2013	2,231 64	4,561 56
11 0000	O'REILLY AUTOMOTIVE INC	12/4/2013	1,333 53	2,787 62
5 0000	O'REILLY AUTOMOTIVE INC	4/3/2014	747 10	1,267 10
3 0000	O'REILLY AUTOMOTIVE INC	4/10/2014	435 21	760 26
8 0000	O'REILLY AUTOMOTIVE INC	6/4/2014	1,184 32	2,027 36
3 0000	O'REILLY AUTOMOTIVE INC	7/3/2014	458 01	760 26
4 0000	O'REILLY AUTOMOTIVE INC	4/17/2015	856 00	1,013 68
3 0000	O'REILLY AUTOMOTIVE INC	6/3/2015	670 89	760 26
1 0000	O'REILLY AUTOMOTIVE INC	12/3/2015	261 73	253 42
2,605 0000	RANGE RESOURCES CORP DEL	8/12/2015	100,500 90	64,109 05
399 0000	RANGE RESOURCES CORP DEL	10/5/2015	13,290 69	9,819 39
393 0000	RANGE RESOURCES CORP DEL	11/4/2015	13,472 04	9,671 73
159 0000	RANGE RESOURCES CORP DEL	12/3/2015	4,599 87	3,912 99
9,101 0000	REGIONS FINL CORP	2/4/2015	82,728 09	87,369 60
98 0000	REGIONS FINL CORP	4/6/2015	912 38	940 80
217 0000	REGIONS FINL CORP	4/17/2015	2,082 38	2,083 20
31 0000	REGIONS FINL CORP	6/3/2015	315 89	297 60
267 0000	REGIONS FINL CORP	9/3/2015	2,499 12	2,563 20
433 0000	REGIONS FINL CORP	10/5/2015	3,888 34	4,156 80
19 0000	REGIONS FINL CORP	11/4/2015	181 83	182 40
1,541 0000	TE CONNECTIVITY LTD REG SHS	8/5/2015	95,018 06	99,564 01
477 0000	TRACTOR SUPPLY CO	8/5/2015	44,618 58	40,783 50
10 0000	TRACTOR SUPPLY CO	9/3/2015	840 00	855 00
2 0000	TRACTOR SUPPLY CO	9/4/2015	195 86	171 00
3 0000	TRACTOR SUPPLY CO	12/3/2015	265 74	256 50
700 0000	WELLS FARGO & CO NEW DEL	12/5/2012	23,159 91	38,052 00
63 0000	WELLS FARGO & CO NEW DEL	1/17/2013	2,218 23	3,424 68
32 0000	WELLS FARGO & CO NEW DEL	2/5/2013	1,118 08	1,739 52
10 0000	WELLS FARGO & CO NEW DEL	4/3/2013	369 20	543 60
12 0000	WELLS FARGO & CO NEW DEL	5/2/2013	449 76	652 32
10 0000	WELLS FARGO & CO NEW DEL	7/5/2013	417 70	543 60

28 0000	WELLS FARGO & CO NEW DEL	8/5/2013	1,245 16	1,522 08
92 0000	WELLS FARGO & CO NEW DEL	9/5/2013	3,855 72	5,001 12
506 0000	WELLS FARGO & CO NEW DEL	9/11/2013	21,452 63	27,506 16
86 0000	WELLS FARGO & CO NEW DEL	10/3/2013	3,538 90	4,674 96
8 0000	WELLS FARGO & CO NEW DEL	11/5/2013	340 40	434 88
52 0000	WELLS FARGO & CO NEW DEL	3/5/2014	2,432 82	2,826 72
3 0000	WELLS FARGO & CO NEW DEL	7/3/2014	158 57	163 08
38 0000	WELLS FARGO & CO NEW DEL	9/5/2014	1,952 82	2,065 68
59 0000	WELLS FARGO & CO NEW DEL	2/4/2015	3,129 95	3,207 24
45 0000	WELLS FARGO & CO NEW DEL	4/6/2015	2,418 75	2,446 20
38 0000	WELLS FARGO & CO NEW DEL	4/17/2015	2,057 70	2,065 68
17 0000	WELLS FARGO & CO NEW DEL	6/3/2015	960 84	924 12
38 0000	WELLS FARGO & CO NEW DEL	9/3/2015	1,990 06	2,065 68
14 0000	WELLS FARGO & CO NEW DEL	10/5/2015	724 50	761 04
14 0000	WELLS FARGO & CO NEW DEL	11/4/2015	763 56	761 04
6,048 0000	ISHARES MSCI EAFE	7/6/2011	352,369 42	355,138 56
3,611 0000	ISHARES MSCI EMERGING MKTS	2/3/2011	148,077 88	116,238 09
1,798 0000	ISHARES MORNINGSTAR SMALL-CAP ETF	1/5/2011	191,134 17	231,025 02
1,651 0000	ISHARES MORNINGSTAR MID-CAP ETF	1/5/2011	174,397 01	236,192 06
5,049 0000	ALGER SMID CAP GROWTH FUND CL C	11/28/2012	67,221 48	42,411 60
0 2830	ALGER SMID CAP GROWTH FUND CL C		3 92	2 38
1,281 0000	ALGER CAPITAL APPRECIATION FD CL C	11/28/2012	18,890 27	21,213 36
0 3190	ALGER CAPITAL APPRECIATION FD CL C		5 33	5 28
523 0000	AMERICAN FUNDAMENTAL INVESTORS INC CL A	5/8/2012	26,544 86	26,521 33
11,388 0000	AMERICAN FUNDAMENTAL INVESTORS INC CL A	12/17/2014	633,286 68	577,485 48
0 3100	AMERICAN FUNDAMENTAL INVESTORS INC CL A		15 68	15 72
50,850 0000	BLACKROCK STRATEGIC INCOME OPPS PTF C	10/28/2013	516,312 90	496,296 00
0 8850	BLACKROCK STRATEGIC INCOME OPPS PTF C		8 74	8 64
23,985 0000	DELAWARE DIVERSIFIED FLOATING RATE FUND CL C	6/17/2013	206,045 95	197,156 70
0 4570	DELAWARE DIVERSIFIED FLOATING RATE FUND CL C		3 76	3 76
58,919 0000	DELAWARE CORPORATE BOND FD CL C	11/21/2013	351,324 88	329,357 21
25,772 0000	DELAWARE CORPORATE BOND FD CL C	12/17/2014	151,797 08	144,065 48
0 6070	DELAWARE CORPORATE BOND FD CL C		3 40	3 39
0 2770	DELAWARE CORPORATE BOND FD CL C		N/A	1 55
12,443 0000	DREYFUS INTERNATIONAL BOND CL C	4/29/2013	206,759 13	176,566 17
0 9430	DREYFUS INTERNATIONAL BOND CL C		13 70	13 38
10,563 0000	DREYFUS DYNAMIC TOTAL RETURN FUND CL C	6/2/2015	164,994 06	155,698 62
0 3800	DREYFUS DYNAMIC TOTAL RETURN FUND CL C		5 94	5 60
34,820 0000	EATON VANCE FLOATING RTE ADVANTAGE FUND CL C	2/28/2013	384,900 48	350,985 60
13,428 0000	EATON VANCE FLOATING RTE ADVANTAGE FUND CL C	12/17/2014	143,545 32	135,354 24
0 3340	EATON VANCE FLOATING RTE ADVANTAGE FUND CL C		3 43	3 37
0 3480	EATON VANCE FLOATING RTE ADVANTAGE FUND CL C		N/A	3 51
9,894 0000	GOLDMAN SACHS STRATEGIC INCOME FUND CL C	1/14/2014	105,084 15	95,180 28
0 9320	GOLDMAN SACHS STRATEGIC INCOME FUND CL C		9 04	8 97
27,801 0000	GS MULTI MANAGER ALTERNATIVES FD CL C	2/26/2015	301,250 95	274,951 89
0 2760	GS MULTI MANAGER ALTERNATIVES FD CL C		2 74	2 73
2,356 0000	HENDERSON EURO FOCUS;C R	1/28/2014	77,131 73	74,378 92
2,900 0000	HENDERSON EURO FOCUS;C R	12/17/2014	91,582 00	91,553 00
0 1310	HENDERSON EURO FOCUS;C R		4 10	4 14
0 9180	HENDERSON EURO FOCUS;C R		N/A	28 98
8,802 0000	HOTCHKIS AND WILEY MID CAP VALUE FD CL C	6/18/2013	298,324 80	242,583 12
0 0590	HOTCHKIS AND WILEY MID CAP VALUE FD CL C		1 61	1 63
36,419 0000	JP MORGAN CORE PLUS BOND FUND CL C	3/5/2015	306,172 74	294,993 90

0 4960	JP MORGAN CORE PLUS BOND FUND CL C		4 01	4 02
54,676 0000	JP MORGAN INCOME BUILDER FUND CL C	2/22/2013	556,576 68	529,263 68
10,062 0000	JP MORGAN INCOME BUILDER FUND CL C	12/17/2014	106,971 02	97,400 16
0 6940	JP MORGAN INCOME BUILDER FUND CL C		6 80	6 72
0 9430	JP MORGAN INCOME BUILDER FUND CL C	N/A		9 13
17,018 0000	LORD ABBETT INTL DIVIDEND INCOME FD CL A	10/15/2013	152,341 15	115,211 86
0 0240	LORD ABBETT INTL DIVIDEND INCOME FD CL A		0 16	0 16
21,986 0000	LORD ABBETT SHORT DURATION INCOME FD A	11/26/2012	100,078 43	94,759 66
63,594 0000	LORD ABBETT SHORT DURATION INCOME FD A	12/17/2014	285,245 24	274,090 14
0 9040	LORD ABBETT SHORT DURATION INCOME FD A		4 19	3 90
894 0000	MFS INTERNATIONAL NEW DISCOVERY FD CL C	11/28/2012	19,816 62	23,646 30
7,673 0000	MFS INTERNATIONAL NEW DISCOVERY FD CL C	12/17/2014	199,728 19	202,950 85
0 2850	MFS INTERNATIONAL NEW DISCOVERY FD CL C		7 50	7 54
0 9490	MFS INTERNATIONAL NEW DISCOVERY FD CL C	N/A		25 10
696 0000	MFS VALUE FD CL C	11/28/2012	17,512 95	22,592 16
0 1190	MFS VALUE FD CL C		3 89	3 86
30,822 0000	PRUDENTIAL JENNISON UTILITY FUND CL C	5/27/2014	487,902 78	369,864 00
0 2600	PRUDENTIAL JENNISON UTILITY FUND CL C		3 04	3 12
6,293 0000	PUTNAM DIVERSIFIED INCOME TRUST FUND CL C	11/28/2012	43,461 48	43,610 49
25,283 0000	PUTNAM DIVERSIFIED INCOME TRUST FUND CL C	12/17/2014	191,392 31	175,211 19
12,969 0000	PUTNAM DIVERSIFIED INCOME TRUST FUND CL C	12/17/2014	96,748 74	89,875 17
0 0850	PUTNAM DIVERSIFIED INCOME TRUST FUND CL C		0 59	0 59
0 4750	PUTNAM DIVERSIFIED INCOME TRUST FUND CL C	N/A		3 29
26,118 0000	PUTNAM DIVERSIFIED INCOME TRUST FUND CL A	3/17/2014	206,069 04	184,131 90
0 2560	PUTNAM DIVERSIFIED INCOME TRUST FUND CL A		1 79	1 80
0 7740	PUTNAM DIVERSIFIED INCOME TRUST FUND CL A	N/A		5 46
21,256 0000	SUNAMERICA FOCUSED DIVIDEND STRATEGY CL C	5/8/2012	233,440 68	253,016 49
4,663 0000	SUNAMERICA FOCUSED DIVIDEND STRATEGY CL C	12/17/2014	79,271 00	55,505 08
1,349 0000	SUNAMERICA FOCUSED DIVIDEND STRATEGY CL C	12/17/2014	23,189 31	16,057 55
0 2000	SUNAMERICA FOCUSED DIVIDEND STRATEGY CL C		0 30	0 31
36,257 0000	TEMPLETON GLOBAL BOND FD CLASS C	1/14/2014	462,942 67	420,581 20
0 9300	TEMPLETON GLOBAL BOND FD CLASS C		1 08	1 08
200,000 0000	GOLDMAN SACHS GROUP INC SER MTN	9/23/2013	200,000 00	202,972 00
			12,024,714	11,357,279