

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

Name of foundation LES PAUL FOUNDATION		<b>A Employer identification number</b>  13-3911396	
% MICHAEL K BRAUNSTEIN		<b>B</b> Telephone number (see instructions)  (212) 687-2929	
Number and street (or P O box number if mail is not delivered to street address) Room/suite 236 W 30 ST CO MK BRAUNSTEIN Suite			
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10001		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
<b>G</b> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/>  <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$</b> 36,940,019		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>J</b> 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 <b>(a)</b>	Net investment income <b>(b)</b>	Adjusted net income <b>(c)</b>	Disbursements for charitable purposes <b>(d)</b> (cash basis only)
Revenue	<b>1</b> Contributions, gifts, grants, etc , received (attach schedule) . . . . .	124,637			
	<b>2</b> Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B . . . . .				
	<b>3</b> Interest on savings and temporary cash investments . . . . .	39	39		
	<b>4</b> Dividends and interest from securities . . . . .	927,261	927,261		
	<b>5a</b> Gross rents . . . . .				
	<b>b</b> Net rental income or (loss) _____				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10 _____	107,935			
	<b>b</b> Gross sales price for all assets on line 6a _____ 9,058,568				
	<b>7</b> Capital gain net income (from Part IV , line 2 ) . . . .		107,935		
	<b>8</b> Net short-term capital gain . . . . .				
	<b>9</b> Income modifications . . . . .				
	<b>10a</b> Gross sales less returns and allowances . . . . . 1,153				
Operating and Administrative Expenses	<b>b</b> Less Cost of goods sold . . . . . 5,357				
	<b>c</b> Gross profit or (loss) (attach schedule) . . . . .	-4,204			
	<b>11</b> Other income (attach schedule) . . . . .	50,548			
	<b>12 Total.</b> Add lines 1 through 11 . . . . .	1,206,216	1,035,235		
	<b>13</b> Compensation of officers, directors, trustees, etc . . . . .	300,000			300,000
	<b>14</b> Other employee salaries and wages . . . . .				
	<b>15</b> Pension plans, employee benefits . . . . .				
	<b>16a</b> Legal fees (attach schedule). . . . .	110,512	0	0	110,512
	<b>b</b> Accounting fees (attach schedule). . . . .	12,068	0	0	12,068
	<b>c</b> Other professional fees (attach schedule) . . . . .	253,400	244,427		8,973
	<b>17</b> Interest . . . . .				
	<b>18</b> Taxes (attach schedule) (see instructions) . . . . .	19,899	6,730		13,169
	<b>19</b> Depreciation (attach schedule) and depletion . . . .	175			
	<b>20</b> Occupancy . . . . .	36,776			36,776
	<b>21</b> Travel, conferences, and meetings. . . . .	105,288			105,288
	<b>22</b> Printing and publications . . . . .	299			299
	<b>23</b> Other expenses (attach schedule). . . . .	1,566,277			1,566,277
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	2,404,694	251,157	0	2,153,362
	<b>25</b> Contributions, gifts, grants paid . . . . .	281,486			281,486
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	2,686,180	251,157	0	2,434,848
	<b>27</b> Subtract line 26 from line 12				
	<b>a Excess of revenue over expenses and disbursements</b>	-1,479,964			
	<b>b Net investment income</b> (if negative, enter -0-)		784,078		
	<b>c Adjusted net income</b> (if negative, enter -0-)				

<b>Part II</b> <b>Balance Sheets</b>		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
<b>Assets</b>	<b>1</b>	Cash—non-interest-bearing . . . . .	2,037,866	1,742,974	1,742,974
	<b>2</b>	Savings and temporary cash investments . . . . .			
	<b>3</b>	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>4</b>	Pledges receivable ▶ <u>2,378,039</u> Less allowance for doubtful accounts ▶ _____	2,353,427	2,378,039	2,378,039
	<b>5</b>	Grants receivable . . . . .			
	<b>6</b>	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions). . . . .			
	<b>7</b>	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>8</b>	Inventories for sale or use . . . . .			
	<b>9</b>	Prepaid expenses and deferred charges . . . . .			
	<b>10a</b>	Investments—U S and state government obligations (attach schedule)	6,206,966	5,206,066	5,206,066
	<b>b</b>	Investments—corporate stock (attach schedule) . . . . .	26,763,861	25,281,077	25,281,077
	<b>c</b>	Investments—corporate bonds (attach schedule) . . . . .	1,779,494	1,870,591	1,870,591
	<b>11</b>	Investments—land, buildings, and equipment basis ▶ <u>1,049</u> Less accumulated depreciation (attach schedule) ▶ <u>175</u>		874	874
	<b>12</b>	Investments—mortgage loans . . . . .			
	<b>13</b>	Investments—other (attach schedule) . . . . .		439,009	439,009
	<b>14</b>	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
<b>Liabilities</b>	<b>15</b>	Other assets (describe ▶ _____)	7,600	21,389	21,389
	<b>16</b>	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	39,149,214	36,940,019	36,940,019
	<b>17</b>	Accounts payable and accrued expenses . . . . .	24,544	27,413	
	<b>18</b>	Grants payable . . . . .			
	<b>19</b>	Deferred revenue . . . . .			
	<b>20</b>	Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b>	Mortgages and other notes payable (attach schedule). . . . .			
	<b>22</b>	Other liabilities (describe ▶ _____)			
	<b>23</b>	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	24,544	27,413	
<b>Net Assets or Fund Balances</b>		<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	<b>24</b>	Unrestricted . . . . .			
	<b>25</b>	Temporarily restricted . . . . .			
	<b>26</b>	Permanently restricted . . . . .			
		<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	<b>27</b>	Capital stock, trust principal, or current funds . . . . .			
	<b>28</b>	Paid-in or capital surplus, or land, bldg, and equipment fund			
	<b>29</b>	Retained earnings, accumulated income, endowment, or other funds			
	<b>30</b>	<b>Total net assets or fund balances</b> (see instructions) . . . . .	39,124,670	36,912,606	
	<b>31</b>	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	39,149,214	36,940,019	

**Part III** **Analysis of Changes in Net Assets or Fund Balances**

<b>1</b>	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) . . . . .	<b>1</b>	39,124,670
<b>2</b>	Enter amount from Part I, line 27a . . . . .	<b>2</b>	-1,479,964
<b>3</b>	Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	
<b>4</b>	Add lines 1, 2, and 3 . . . . .	<b>4</b>	37,644,706
<b>5</b>	Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	732,100
<b>6</b>	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	<b>6</b>	36,912,606

Part IV

Capital Gains and Losses for Tax on Investment Income

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )		How acquired P—Purchase (b) D—Donation	Date acquired (c) (mo , day, yr )	Date sold (d) (mo , day, yr )
1 a	FIRST MANHATTAN			2015-12-31
b	US TRUST			2015-12-31
c	US TRUST			2015-12-31
d	MERRILL LYNCH			
e	CAPITAL GAIN DIVIDENDS	P		

(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		34,320	-34,320
b		17,807	-17,807
c	32,131		32,131
d		161,409	-161,409
e			289,340

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) (l)
a			-34,320
b			-17,807
c			32,131
d			-161,409
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	107,935
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	1,198,703	35,140,024	0 034112
2013	704,499	13,007,435	0 054161
2012	329,561	5,067,722	0 065031
2011	187,491	5,010,762	0 037418
2010	10,000	592,196	0 016886

2	Total of line 1, column (d).	2	0 207608
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 041522
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	35,144,403
5	Multiply line 4 by line 3.	5	1,459,266
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	7,841
7	Add lines 5 and 6.	7	1,467,107
8	Enter qualifying distributions from Part XII, line 4.	8	2,434,848

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

Part VI

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

1a

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

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

6a

2015 estimated tax payments and 2014 overpayment credited to 2015

6b

Exempt foreign organizations—tax withheld at source

6c

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

6d

Backup withholding erroneously withheld

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 16,970 Refunded

1

7,841

7,841

25,000

189

16,970

Part VII-A

Statements Regarding Activities

1a

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

1b

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

1c

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

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?

4b

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

8b

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

Yes

No

No

No

No

No

No

Yes

Yes

No

Yes

Form 990-PF (2015)

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 ▶ WWW.LESPAULFOUNDATION.ORG	13	Yes	
14	The books are in care of ▶ MICHAEL K BRAUNSTEIN Telephone no ▶ (212) 687-2929 Located at ▶ 236 WEST 30TH ST 7TH FLOOR NEW YORK NY ZIP+4 ▶ 10001			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here . . . . . ▶ <input type="checkbox"/> 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	No 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. ▶ <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions ).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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)**

<b>5a</b>	During the year did the foundation pay or incur any amount to			
	<b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	<b>(2)</b> Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	<b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	<b>(4)</b> Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	<b>(5)</b> Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)?		<b>5b</b>	
	Organizations relying on a current notice regarding disaster assistance check here. <span style="float:right;">▶</span>	<input type="checkbox"/>		
<b>c</b>	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?	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
<b>6a</b>	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		<b>6b</b>	<b>No</b>
	<i>If "Yes" to 6b, file Form 8870</i>			
<b>7a</b>	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		<b>7b</b>	

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

<b>1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).</b>				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MICHAEL K BRAUNSTEIN 45 STIRRUP LANE MUTTONTOWN, NY 11791	EXECUTIVE DIRECTOR 0	300,000	0	0
JEFF SALMON 1806 VALLECITO DRIVE SAN PEDRO, CA 90732	TRUSTEE 0	0	0	0
ARLENE PALMER 78 DEERHAVEN ROAD MAHWAH, NJ 07432	TRUSTEE 0	0	0	0
<b>2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."</b>				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
<b>Total</b> number of other employees paid over \$50,000. <span style="float:right;">▶</span>				

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

<b>3</b> 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
SUSAN K BAKER 1410 FLEETFOOT DRIVE WAUKESHA, WI 531866915	CONSULTING	111,090
CHRISTOPHER LENZ 52 BALL POUND ROAD EAST NEW FAIRFIELD, CT 06812		
THE PARALLAX AGENCY LLC 183 OLD WESTBURY ROAD OLD WESTBURY, NY 11568	CONSULTING	190,010
JEFF SALMON 1806 VALLECITO DRIVE SAN PEDRO, CA 90732		
ROBERT L LASKY 99 PARK AVENUE NEW YORK, NY 10016	LEGAL FEES	72,108

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
<b>1</b> N/A	
<b>2</b>	
<b>3</b>	
<b>4</b>	

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
<b>1</b>	
<b>2</b>	
All other program-related investments See instructions	
<b>3</b>	

Total. Add lines 1 through 3 . . . . . ▶

**Part X Minimum Investment Return**

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
<b>a</b>	Average monthly fair market value of securities. . . . .	<b>1a</b>	34,258,097
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	1,421,500
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	35,679,597
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets. . . . .	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	35,679,597
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	535,194
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	35,144,403
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b>	1,757,220

**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.)

<b>1</b>	Minimum investment return from Part X, line 6. . . . .	<b>1</b>	1,757,220
<b>2a</b>	Tax on investment income for 2015 from Part VI, line 5. . . . .	<b>2a</b>	7,841
<b>b</b>	Income tax for 2015 (This does not include the tax from Part VI ). . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	7,841
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	<b>3</b>	1,749,379
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	1,749,379
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	<b>7</b>	1,749,379

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
<b>a</b>	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	<b>1a</b>	2,434,848
<b>b</b>	Program-related investments—total from Part IX-B. . . . .	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	<b>2</b>	0
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required). . . . .	<b>3a</b>	0
<b>b</b>	Cash distribution test (attach the required schedule). . . . .	<b>3b</b>	0
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	2,434,848
<b>5</b>	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). . . . .	<b>5</b>	7,841
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	<b>6</b>	2,427,007

**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
<b>1</b> Distributable amount for 2015 from Part XI, line 7				1,749,379
<b>2</b> Undistributed income, if any, as of the end of 2015				
<b>a</b> Enter amount for 2014 only. . . . .			388,046	
<b>b</b> Total for prior years 2013 , 2012 , 2011		0		
<b>3</b> Excess distributions carryover, if any, to 2015				
<b>a</b> From 2010. . . . .				
<b>b</b> From 2011. . . . .				
<b>c</b> From 2012. . . . .				
<b>d</b> From 2013. . . . .				
<b>e</b> From 2014. . . . .				
<b>f</b> Total of lines 3a through e. . . . .				
<b>4</b> Qualifying distributions for 2015 from Part XII, line 4 ► \$ 2,434,848				
<b>a</b> Applied to 2014, but not more than line 2a			388,046	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .				
<b>d</b> Applied to 2015 distributable amount. . . . .				1,749,379
<b>e</b> Remaining amount distributed out of corpus	297,423			
<b>5</b> Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	297,423			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> 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. . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
<b>f</b> Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015 . . . . .				0
<b>7</b> 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). . . . .				
<b>8</b> Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions). . .				
<b>9</b> Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a . . . . .	297,423			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2011. . . .				
<b>b</b> Excess from 2012. . . .				
<b>c</b> Excess from 2013. . . .				
<b>d</b> Excess from 2014. . . .				
<b>e</b> Excess from 2015. . . .	297,423			

## Part XIV

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**b**

Tax year	Prior 3 years			(e) Total
(a) 2015	(b) 2014	(c) 2013	(d) 2012	


[illegible]

## Part XV

**1**

**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**

See Additional Data Table

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)				
<div>a Paid during the year</div> <div>See Additional Data Table</div>				
<div>Total . . . . .</div>			<div>3a</div>	281,486
<div>b Approved for future payment</div>				
<div>Total . . . . .</div>			<div>3b</div>	

Enter gross amounts unless otherwise indicated

## Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

**1.** Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

<b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of		
<b>(1)</b> Cash. . . . .	<b>1a(1)</b>	<b>No</b>
<b>(2)</b> Other assets. . . . .	<b>1a(2)</b>	<b>No</b>
<b>b</b> Other transactions		
<b>(1)</b> Sales of assets to a noncharitable exempt organization. . . . .	<b>1b(1)</b>	<b>No</b>
<b>(2)</b> Purchases of assets from a noncharitable exempt organization. . . . .	<b>1b(2)</b>	<b>No</b>
<b>(3)</b> Rental of facilities, equipment, or other assets. . . . .	<b>1b(3)</b>	<b>No</b>
<b>(4)</b> Reimbursement arrangements. . . . .	<b>1b(4)</b>	<b>No</b>
<b>(5)</b> Loans or loan guarantees. . . . .	<b>1b(5)</b>	<b>No</b>
<b>(6)</b> Performance of services or membership or fundraising solicitations. . . . .	<b>1b(6)</b>	<b>No</b>
<b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees. . . . .	<b>1c</b>	<b>No</b>

**d** If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

[illegible]

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

**b** If "Yes," complete the following schedule

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

**Sign  
Here**

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

\* \* \* \* \*

2016-05-12

\* \* \* \* \*

Signature of officer or trustee

Date

Title

May the IRS discuss this return with the preparer shown below

(see instr )? ☒ Yes ☐ No

(see instr )? ☒ Yes ☐ No

**Paid  
Preparer  
Use  
Only**

Print/Type preparer's name MICHAEL K BRAUNSTEIN	Preparer's Signature	Date	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00362767
Firm's name <input type="checkbox"/> MICHAEL K BRAUNSTEIN & COMPANY			Firm's EIN <input type="checkbox"/>	
Firm's address <input type="checkbox"/> 236 WEST 30TH ST 7TH FLOOR NEW YORK, NY 10001			Phone no (212) 687-3939	

**Form 990PF Part XV Line 2a - 2d - Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

<b>a</b>	The name, address, and telephone number of the person to whom applications should be addressed  SOULSVILLE FOUNDATION 926 EAST MCLEMORE AVE MEMPHIS,TN 38106 (901) 946-2535
<b>b</b>	The form in which applications should be submitted and information and materials they should include  INTERNAL GRANT REQUEST FORM AMOUNT OF REQUEST PURPOSE USE OF FUNDS
<b>c</b>	Any submission deadlines  JANUARY 15 AND SEPTEMBER 15
<b>d</b>	Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors  NONE

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

GUITARS FOR VETS  
4700 WEST RYAN ROAD  
FRANKLIN, WI 53132  
(855) 448-4376

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

INTERNAL GRANT REQUEST FORM AMOUNT OF REQUEST PURPOSE USE OF FUNDS

**c** Any submission deadlines

JANUARY 15 AND SEPTEMBER 15

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

NONE

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

WISCONSIN SCHOOL MUSIC ASSOCIATION  
1005 QUINN DRIVE  
WAUNAKEE, WI 53597  
(608) 850-3566

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

INTERNAL GRANT REQUEST FORM AMOUNT OF REQUEST PURPOSE USE OF FUNDS

- c** Any submission deadlines

JANUARY 15 AND SEPTEMBER 15

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

NONE



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

DISCOVERY WORLD  
500 NORTH HARBOR  
MILWAUKEE, WI 53202  
(414) 765-9966

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

INTERNAL GRANT REQUEST FORM AMOUNT OF REQUEST PURPOSE USE OF FUNDS

**c** Any submission deadlines

JANUARY 15 AND SEPTEMBER 15

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

NONE

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

GUITARS FOR VETS  
4700 WEST RYAN ROAD  
FRANKLIN, WI 53132  
(855) 448-4376

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

INTERNAL GRANT REQUEST FORM AMOUNT OF REQUEST PURPOSE USE OF FUNDS

- c** Any submission deadlines

JANUARY 15 AND SEPTEMBER 15

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

NONE

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

MUSIC UNITES  
C/O BRAUNSTEIN 236 WEST 30TH  
NEW YORK, NY 10001  
(847) 334-2753

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

INTERNAL GRANT REQUEST FORM AMOUNT OF REQUEST PURPOSE USE OF FUNDS

**c** Any submission deadlines

JANUARY 15 AND SEPTEMBER 15

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

NONE

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

THE BLUES FOUNDATION  
421 SOUTH MAIN  
MEMPHIS, TN 38103  
(901) 261-6345

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

INTERNAL GRANT REQUEST FORM AMOUNT OF REQUEST PURPOSE USE OF FUNDS

**c** Any submission deadlines

JANUARY 15 AND SEPTEMBER 15

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

NONE

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

BIRCH CREEK MUSIC CENTER  
PO BOX 230  
EGG HARBOR, WI 54209  
(920) 868-3763

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

INTERNAL GRANT REQUEST FORM AMOUNT OF REQUEST PURPOSE USE OF FUNDS

**c** Any submission deadlines

JANUARY 15 AND SEPTEMBER 15

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

NONE

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

CENTER STAGE  
135-32 38TH AVE  
FLUSHING, NY 11354  
(410) 986-4000

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

INTERNAL GRANT REQUEST FORM AMOUNT OF REQUEST PURPOSE USE OF FUNDS

**c** Any submission deadlines

JANUARY 15 AND SEPTEMBER 15

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

NONE

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

WAUKESHA EDUCATIONAL FOUNDATION  
2727 NORTH GRADVIEW BLVD  
WAUKESHA, WI 53188  
(262) 542-6138

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

INTERNAL GRANT REQUEST FORM AMOUNT OF REQUEST PURPOSE USE OF FUNDS

**c** Any submission deadlines

JANUARY 15 AND SEPTEMBER 15

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

NONE

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

WAUKESHA GUITAR TOWN  
C/O BRAUNSTEIN 236 WEST 30TH  
NEW YORK, NY 10001  
(262) 542-6138

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

INTERNAL GRANT REQUEST FORM AMOUNT OF REQUEST PURPOSE USE OF FUNDS

- c** Any submission deadlines

JANUARY 15 AND SEPTEMBER 15

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

NONE



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

SHARON LYNNE WILSON CENTER FOR PA  
19805 WEST CAPITAL DRIVE  
BROOKFIELD, WI 53045  
(262) 781-9470

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

INTERNAL GRANT REQUEST FORM AMOUNT OF REQUEST PURPOSE USE OF FUNDS

- c** Any submission deadlines

JANUARY 15 AND SEPTEMBER 15

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

NONE

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

LITTLE KIDS ROCK  
632 POMPTON AVE  
CEDAR GROVE, NJ 07009  
(973) 746-8248

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

INTERNAL GRANT REQUEST FORM AMOUNT OF REQUEST PURPOSE USE OF FUNDS

**c** Any submission deadlines

JANUARY 15 AND SEPTEMBER 15

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

NONE

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

HEAR  
1405 LYON ST  
SAN FRANCISCO, CA 94115  
(415) 409-3277

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

INTERNAL GRANT REQUEST FORM AMOUNT OF REQUEST PURPOSE USE OF FUNDS

**c** Any submission deadlines

JANUARY 15 AND SEPTEMBER 15

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

NONE

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

THE GRAMMY FOUNDATION  
3030 OLYMPIC BLVD  
SANTA MONICA, CA 90404  
(310) 392-3777

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

INTERNAL GRANT REQUEST FORM AMOUNT OF REQUEST PURPOSE USE OF FUNDS

**c** Any submission deadlines

JANUARY 15 AND SEPTEMBER 15

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

NONE

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

HEARING HEALTH FOUNDATION  
363 SEVENTH AVE  
NEW YORK, NY 10001  
(212) 257-6140

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

INTERNAL GRANT REQUEST FORM AMOUNT OF REQUEST PURPOSE USE OF FUNDS

- c** Any submission deadlines

JANUARY 15 AND SEPTEMBER 15

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

NONE

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

TJ MARTELL FOUNDATION  
40 WORTH ST  
NEW YORK, NY 10013  
(646) 841-1394

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

INTERNAL GRANT REQUEST FORM AMOUNT OF REQUEST PURPOSE USE OF FUNDS

**c** Any submission deadlines

JANUARY 15 AND SEPTEMBER 15

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

NONE

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

NAMM FOUNDATION  
5790 ARMADA DRIVE  
CARLSTAD, CA 92008  
(760) 438-8001

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

INTERNAL GRANT REQUEST FORM AMOUNT OF REQUEST PURPOSE USE OF FUNDS

**c** Any submission deadlines

JANUARY 15 AND SEPTEMBER 15

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

NONE

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

WAUKESHA COUNTY MUSEUM  
101 WEST MAIN ST  
WAUKESHA, WI 53186  
(262) 521-2859

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

INTERNAL GRANT REQUEST FORM AMOUNT OF REQUEST PURPOSE USE OF FUNDS

**c** Any submission deadlines

JANUARY 15 AND SEPTEMBER 15

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

NONE



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

MAHWAH MUSEUM  
201 FRANKLIN AVE  
MAHWAH, NJ 07430  
(201) 512-0099

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

INTERNAL GRANT REQUEST FORM AMOUNT OF REQUEST PURPOSE USE OF FUNDS

**c** Any submission deadlines

JANUARY 15 AND SEPTEMBER 15

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

NONE

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

VH1 SAVE THE MUSIC FOUNDATION  
1515 BROADWAY  
NEW YORK, NY 10036  
(212) 846-7882

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

INTERNAL GRANT REQUEST FORM AMOUNT OF REQUEST PURPOSE USE OF FUNDS

**c** Any submission deadlines

JANUARY 15 AND SEPTEMBER 15

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

NONE

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

RAMAPO COLLEGE FOUNDATION  
505 RAMAPO VALLEY ROAD  
MAHWAH, NJ 07430  
(201) 684-7611

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

INTERNAL GRANT REQUEST FORM AMOUNT OF REQUEST PURPOSE USE OF FUNDS

**c** Any submission deadlines

JANUARY 15 AND SEPTEMBER 15

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

NONE

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> Paid during the year				
GUITARS FOR VETS 4700 WEST RYAN ROAD FRANKLIN,WI 53132		PC	PURCHASE OF GUITARS FOR VETERANS	10,000
BIRCH CREEK MUSIC CENTER INC PO BOX 230 EGG HARBOR,WI 54209		PC	GUITAR EDUCATION	1,500
WAUKESHA EDUCATIONAL FOUNDATION 2727 NORTH GRANDVIEW BLVD WAUKESHA,WI 53188		PC	GENERAL PURPOSES	0
WAUKESHA GUITAR TOWN C/O BRAUNSTEIN 236 WEST 30TH NEW YORK,NY 10001		PC	GENERAL PURPOSES	0
SHARON LYNNE WILSON CENTER FOR THE PERFORMING ARTS 19805 WEST CAPITAL DRIVE BROOKFIELD,WI 53045		PC	GENERAL PURPOSES	1,500
LITTLE KIDS ROCK 632 POMPTON AVENUE CEDAR GROVE,NJ 07009		PC	LAUNCH OF MODERN BAND PROGRAMS	50,000
HEARING EDUCATION AND AWARENESS 1405 LYON STREET SAN FRANCISCO,CA 94115		PC	HEARING HEALTH PROGRAMS	10,000
THE GRAMMY FOUNDATION 3030 OLYMPIC BOULEVARD SANTA MONICA,CA 90404		PC	GENERAL PURPOSES	10,000
HEARING HEALTH FOUNDATION 363 SEVENTH AVENUE NEW YORK,NY 10001		PC	GENERAL PURPOSES	25,000
NAMM FOUNDATION 5790 ARMADA DRIVE CARLSTAD,CA 92008		PC	LES PAUL AWARD SPONSORSHIP	15,000
WAUKESHA COUNTY HISTORICAL SOCIETY AND MUSEUM 101 WEST MAIN STREET WAUKESHA,WI 53186		PC	LES PAUL EDUCATIONAL EXHIBIT FUNDING	0
MAHWAH MUSEUM SOCIETY INC 201 FRANKLIN TURNPIKE MAHWAH,NJ 07430		PC	GENERAL PURPOSES	0
VH1 SAVE THE MUSIC FOUNDATION 1515 BROADWAY NEW YORK,NY 10036		PC	INSTRUMENTAL MUSIC EDUCATION	0
RAMAPO COLLEGE FOUNDATION 505 RAMAPO VALLEY ROAD MAHWAH,NJ 07430		PC	GENERAL PURPOSES	0
BONNAROO WORKS FUND FOR NOTES FOR NOTES 1200 VILLA PLACE 405 NASHVILLE,TN 37212		PC	NOTES FOR NOTES PROGRAM	0
<b>Total . . . . .</b> ► <b>3a</b>				281,486

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> Paid during the year				
FIRST STAGE MILWAUKEE INC 325 WEST WALNUT STREET MILWAUKEE, WI 53212		PC	ARTS INTEGRATED TEACHING WORKSHOPS	2,250
HEARING HEALTH FOUNDATION 363 SEVENTH AVENUE 10TH FLOOR NEW YORK, NY 10001		PC	HEARING RESTORATION PROJECTS	0
JUNIOR JAZZ FOUNDATION 1000 WILLIAM HILTON PARKWAY HILTON HEAD ISLAND, SC 29928		PC	GENERAL PURPOSES	0
KID PAN ALLEY PO BOX 38 WASHINGTON, VA 22747		PC	SONGWRITING RESIDENCY PROGRAM	0
LITCHFIELD PERFORMING ARTS PO BOX 69 LITCHFIELD, CT 06759		PC	SCHOLARSHIPS TO JAZZ CAMP	4,900
NO LIMITS THEATRE GROUP INC 9801 WASHINGTON BOULEVARD SECOND FLOOR CULVER CITY, CA 90232		PC	GENERAL PURPOSES	0
SIX STRING HEROES AT JEFFERSON BARRACKS 1849 HIGHGROVE DRIVE OFALLON, MO 63366		PC	GENERAL PURPOSES	1,000
WISCONSIN SCHOOL MUSIC ASSOCIATION 1005 QUINN DRIVE WAUNAKEE, WI 53597		PC	LAUNCH PAD AND MUSIC BIZ SEMINAR	0
FAIRHOPE EDUCATIONAL ENRICHMENT 82 PLANTATION POINT 307 FAIRHOPE, AL 36532		PF	GENERAL PURPOSE GRANT	1,000
LES PAUL MIDDLE SCHOOL CENTRAL CAMPUS 325 CARROLL STREET WAUKESHA, WI 53186		NC	2015 LES PAUL FUNDING	20,000
SCHOOL DISTRICT OF WAUKESHA 222 MAPLE AVENUE WAUKESHA, WI 53186		NC	GENERAL PURPOSE GRANT	30,000
SOULSVILLE FOUNDATION 926 E MC LEMORE STREET MEMPHIS, TN 38106		EOF	LES PAUL "BE THE BAND"	20,000
THE COLLEGE OF SAINT ROSE 432 WESTERN AVENUE ALBANY, NY 12203		NC	GENERAL PURPOSE GRANT	2,000
THE PARK FOUNDATION OF WAUKESHA INC PO BOX 2006 WAUKESHA, WI 53187		EOF	GENERAL PURPOSE GRANT	40,000
WAUKESHA COMMUNITY ART PROJECT 320 SOUTH STREET WAUKESHA, WI 53186		PF	ROCK CAMP 2015	2,000
<b>Total . . . . . ▶ 3a</b>				281,486

**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>				
WAUKESHA COUNTY MUSEUM 101 WEST MAIN STREET WAUKESHA, WI 53186		PF	GENERAL PURPOSE GRANT	25,000
MISCELLANEOUS 236 WEST 30TH STREET 7TH FLOOR NEW YORK, NY 10001		PC	GENERAL PURPOSES	10,336
<b>Total . . . . . ▶ 3a</b>				281,486

**TY 2015 Accounting Fees Schedule****Name:** LES PAUL FOUNDATION**EIN:** 13-3911396

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
ACCOUNTING FEES - AUDIT	12,068			12,068

**TY 2015 Contractor Compensation Explanation****Name:** LES PAUL FOUNDATION**EIN:** 13-3911396

<b>Contractor</b>	<b>Explanation</b>
SUSAN K BAKER	PROGRAM DIRECTOR, ADMINISTRATOR
CHRISTOPHER LENZ	CONSULTING
THE PARALLAX AGENCY LLC	MUSIC CONSULTING FOR TRAVELLING EXHIBIT
JEFF SALMON	TRAVELLING EXHIBIT CONSULTANT



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

## **TY 2015 Depreciation Schedule**

**Name:** LES PAUL FOUNDATION

**EIN:** 13-3911396

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
COMPUTER	2015-07-16	1,049		M3	3	175			

**TY 2015 Investments Corporate Bonds Schedule****Name:** LES PAUL FOUNDATION**EIN:** 13-3911396

Name of Bond	End of Year Book Value	End of Year Fair Market Value
MERRILL LYNCH	1,870,591	1,870,591

**TY 2015 Investments Corporate Stock Schedule****Name:** LES PAUL FOUNDATION**EIN:** 13-3911396

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
US TRUST ACCOUNT	2,326,449	2,326,449
FIRST MANHATTAN CO	2,218,357	2,218,357
MERRILL LYNCH	14,001,260	14,001,260
SANFORD C. BERNSTEIN & COMPANY	6,735,011	6,735,011

**TY 2015 Investments Government Obligations Schedule****Name:** LES PAUL FOUNDATION**EIN:** 13-3911396**US Government Securities - End of  
Year Book Value:**

4,338,649

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

4,338,649

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

867,417

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

867,417

**TY 2015 Investments - Land Schedule****Name:** LES PAUL FOUNDATION**EIN:** 13-3911396

<b>Category/ Item</b>	<b>Cost/Other Basis</b>	<b>Accumulated Depreciation</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
COMPUTER	1,049	175	874	874

**TY 2015 Investments - Other Schedule****Name:** LES PAUL FOUNDATION**EIN:** 13-3911396

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BERNSTEIN REAL ESTATE	AT COST	55,287	55,287
US TRUST REAL ESTATE	AT COST	383,722	383,722

**TY 2015 Legal Fees Schedule****Name:** LES PAUL FOUNDATION**EIN:** 13-3911396

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
IVAN R TAUB	6,390			6,390
REINHART BOERNER VAN DEUREN	3,223			3,223
LAWRENCE STEVEN TAUB	22,626			22,626
ROBERT L LASKY	72,108			72,108
STEVE GORDON	900			900
MISCELLANEOUS	5,265			5,265

**TY 2015 Other Assets Schedule****Name:** LES PAUL FOUNDATION**EIN:** 13-3911396

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
OFFICE RENT SECURITY DEPOSIT	7,600	20,336	20,336
DOMAIN NAME		1,053	1,053



**TY 2015 Other Decreases Schedule****Name:** LES PAUL FOUNDATION**EIN:** 13-3911396

Description	Amount
FEDERAL INCOME TAX	16,000
UNREALIZED LOSS ON INVESTMENTS	716,100

# **TY 2015 Other Expenses Schedule**

**Name:** LES PAUL FOUNDATION

**EIN:** 13-3911396

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
POSTAGE, SHIPPING AND DELIVERY	2,547			2,547
TELEPHONE	2,712			2,712
WEBSITE DESIGN & MAINTENANCE	7,103			7,103
SUPPLIES	862			862
MEMBERSHIP DUES	400			400
PROMOTIONAL EXPENSES	10,398			10,398
BANK FEES	123			123
OUTSIDE SERVICES	608,950			608,950
UTILITIES	3,587			3,587
COMPUTER EXPENSES	1,822			1,822
PUBLIC RELATIONS EXPENSE	78,433			78,433
KICK OFF EVENT-100TH BIRTHDAY	200,972			200,972
STORAGE EXPENSE	10,536			10,536
INSURANCE	12,622			12,622
MISCELLANEOUS FEES	4,683			4,683
EXHIBIT EXPENSES				
PSA EXPENSES	590			590
LPBSE EXPENSES	3,002			3,002
MOVING EXPENSE	2,497			2,497
NYS FILING FEES	775			775
BOOKS, SUBSCRIPTIONS, REF	1,228			1,228
RESEARCH	134			134
LOGO DESIGN	135			135
ADVERTISING	158			158
LICENSES AND PERMITS	732			732
MARKETING	8,666			8,666
EQUIPMENT RENTAL AND MAINTENAN	508,101			508,101
EXHIBIT EXPENSES	94,509			94,509

**TY 2015 Other Income Schedule****Name:** LES PAUL FOUNDATION**EIN:** 13-3911396

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME	548		
TICKET SALES KICK OFF EVENT	50,000		

## TY 2015 Other Professional Fees Schedule

**Name:** LES PAUL FOUNDATION

**EIN:** 13-3911396

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	244,427	244,427		
PROFESSIONAL FEES	8,973			8,973

## TY 2015 Sales Of Inventory Schedule

**Name:** LES PAUL FOUNDATION

**EIN:** 13-3911396

Category	Gross Sales	Cost of Goods Sold	Net (Gross Sales Minus Cost of Goods Sold)
	1,153		1,153

**TY 2015 Taxes Schedule****Name:** LES PAUL FOUNDATION**EIN:** 13-3911396

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
FOREIGN INCOME TAX WITHHELD	6,730	6,730		
REAL ESTATE TAXES	216			216
PAYROLL TAXES	12,353			12,353
STATE FRANCHISE TAX	600			600

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury  
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990)

OMB No 1545-0047

2015

Name of the organization LES PAUL FOUNDATION	Employer identification number 13-3911396
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Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)( ) (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 501(c)(3) taxable private foundation

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

General Rule

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33<sup>1</sup>/<sub>3</sub>% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. . . . ▶ \$ \_\_\_\_\_

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

Name of organization LES PAUL FOUNDATION	Employer identification number 13-3911396
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ESTATE OF LES PAUL	\$ 124,612	Person <input checked="" type="checkbox"/>
	236 WEST 30TH STREET		Payroll <input type="checkbox"/>
	NEW YORK, NY 10001		Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )





Name of organization LES PAUL FOUNDATION	Employer identification number 13-3911396
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**Part III** Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ \_\_\_\_\_

Use duplicate copies of Part III if additional space is needed

(a) No.from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
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(a) No.from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
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	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
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(a) No.from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
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