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 separate instructions is at *www.irs.gov/form990pf*

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning , 2015, and ending , 20

Name of foundation HARDING EDUCATIONAL AND CHARITABLE FOUNDATION
P61173004

A Employer identification number 13-6083440

Number and street (or P O box number if mail is not delivered to street address) 10 S DEARBORN IL1-0117

Room/suite

B Telephone number (see instructions) 866-888-5157

City or town, state or province, country, and ZIP or foreign postal code CHICAGO, IL 60603

C If exemption application is pending, check here ▶ ☐

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

D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ 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)* ▶ $ 5,954,560.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis)

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc , received (attach schedule)				
2	Check ▶ [X] if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	157,851.	157,542.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	206,775.			
b	Gross sales price for all assets on line 6a 819,833.				
7	Capital gain net income (from Part IV, line 2)		206,775.		
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)	356.			STMT 1
12	**Total.** Add lines 1 through 11	364,982.	364,317.		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	87,900.	52,740.		35,160.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 2	16,756.	756.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule) STMT 3	250.			250.
24	**Total operating and administrative expenses.** Add lines 13 through 23	104,906.	53,496.	NONE	35,410.
25	Contributions, gifts, grants paid	292,000.			292,000.
26	**Total expenses and disbursements** Add lines 24 and 25	396,906.	53,496.	NONE	327,410.
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-31,924.			
b	**Net investment income** (if negative, enter -0-)		310,821.		
c	**Adjusted net income** (if negative, enter -0-)				

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets				
1	Cash - non-interest-bearing	32,584.	86,941.	86,941.
2	Savings and temporary cash investments	177,922.	197,484.	197,484.
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶ NONE			
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)	3,239,121.	3,208,276.	4,606,469.
c	Investments - corporate bonds (attach schedule)	1,007,582.	1,007,582.	1,001,296.
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule)	150,000.	75,000.	62,370.
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	4,607,209.	4,575,283.	5,954,560.
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)		NONE	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
27	Capital stock, trust principal, or current funds	4,607,209.	4,575,283.	
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)	4,607,209.	4,575,283.	
31	**Total liabilities and net assets/fund balances** (see instructions)	4,607,209.	4,575,283.	

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	4,607,209.
2	Enter amount from Part I, line 27a	2	-31,924.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,575,285.
5	Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	5	2.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,575,283.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	PUBLICLY TRADED SECURITIES			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	819,833.		613,058.	206,775.
b				
c				
d				
e				

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	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				206,775.
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	206,775.
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 the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	291,979.	6,445,056.	0.045303
2013	282,510.	5,960,095.	0.047400
2012	276,353.	5,491,132.	0.050327
2011	260,210.	5,503,183.	0.047284
2010	257,685.	5,271,363.	0.048884

2	**Total** of line 1, column (d)	2	0.239198
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	0.047840
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	6,310,345.
5	Multiply line 4 by line 3	5	301,887.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,108.
7	Add lines 5 and 6	7	304,995.
8	Enter qualifying distributions from Part XII, line 4	8	327,410.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

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 ▶ [X] and enter 1% of Part I, line 27b			1	3,108.
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	3,108.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	3,108.
6	Credits/Payments				
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	10,490.		
b	Exempt foreign organizations - tax withheld at source	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	10,490.
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	7,382.
11	Enter the amount of line 10 to be **Credited to 2016 estimated tax** ▶ 5,608. **Refunded** ▶			11	1,774.

Part VII-A Statements Regarding Activities

			Yes	No
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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
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		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
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		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
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	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ JP Morgan Chase Bank, N.A. Telephone no ▶ (866)888-5157
Located at ▶ 10 S DEARBORN ST,MC;IL1-0117, CHICAGO, IL ZIP+4 ▶ 60603

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 |

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
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		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2015 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(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		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b		X

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

				Yes	No
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? *If "Yes," attach the statement required by Regulations section 53.4945-5(d)*	☐ Yes ☐ No			
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? *If "Yes" to 6b, file Form 8870*		6b		X
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	(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
JP MORGAN CHASE BANK, N.A 20 S Dearborn,ST,MC;IL1-0117, Chicago, IL 60603	TRUSTEE 2	78,072	-0-	-0-
Timothy L Thompson 88 Pine Street #21,, New York, NY 10005	CO-TRUSTEE 1	9,828	-0-	-0-

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

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

Total number of other employees paid over $50,000 ▶ NONE

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE

Total number of others receiving over $50,000 for professional services ▶ NONE

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 NONE	
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	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	6,148,609.
b	Average of monthly cash balances	1b	257,833.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	6,406,442.
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	NONE
3	Subtract line 2 from line 1d	3	6,406,442.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	96,097.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,310,345.
6	**Minimum investment return.** Enter 5% of line 5	6	315,517.

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	315,517.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	3,108.		
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	3,108.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	312,409.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	312,409.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	312,409.

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	327,410.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	327,410.
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	3,108.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	324,302.

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				312,409.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			291,268.	
b Total for prior years 20 13 ,20_____,20_____		NONE		
3 Excess distributions carryover, if any, to 2015				
a From 2010 . . . . . . NONE				
b From 2011 . . . . . . NONE				
c From 2012 . . . . . . NONE				
d From 2013 . . . . . . NONE				
e From 2014 . . . . . . NONE				
f **Total** of lines 3a through e	NONE			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 327,410.				
a Applied to 2014, but not more than line 2a			291,268.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2015 distributable amount				36,142.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2015 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				276,267.
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)	NONE			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9.				
a Excess from 2011 . . . NONE				
b Excess from 2012 . . . NONE				
c Excess from 2013 . . . NONE				
d Excess from 2014 . . . NONE				
e Excess from 2015 . . . NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

NONE

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

NONE

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 e-mail address of the person to whom applications should be addressed·

SEE STATEMENT 4

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 16				292,000.
Total ► 3a				292,000.
b *Approved for future payment*				
Total ► 3b				

Part XVI-A Analysis of Income-Producing Activities

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	157,851.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	206,775.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b TAX REFUND			14	356.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				364,982.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 364,982.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

VICE PRESIDENT | 04/04/2016

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
CAROLYN J. SECHEL	Carolyn J. Sechel	04/04/2016		P01256399
Firm's name ▶ DELOITTE TAX LLP			Firm's EIN ▶ 86-1065772	
Firm's address ▶ 127 PUBLIC SQUARE CLEVELAND, OH 44114			Phone no 312-486-9652	

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
DEFERRED INCOME		356.
	TOTALS	356.

STATEMENT 1

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	29.	29.
FEDERAL TAX PAYMENT - PRIOR YE	10,800.	
FEDERAL ESTIMATES - INCOME	5,200.	
FOREIGN TAXES ON QUALIFIED FOR	717.	717.
FOREIGN TAXES ON NONQUALIFIED	10.	10.
TOTALS	16,756.	756.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
ATTORNEY GENERAL FEE	250.	250.
TOTALS	250.	250.

RECIPIENT NAME:
Timothy Thompson Esq
ADDRESS:
88 Pine St. Fl 21
New York, NY 10005
RECIPIENT'S PHONE NUMBER: 212 943-0280
FORM, INFORMATION AND MATERIALS:
none
SUBMISSION DEADLINES:
none
RESTRICTIONS OR LIMITATIONS ON AWARDS:
limited to organizations qulaified under IRC Section 501 c 3- no grants are made to individuals

RECIPIENT NAME:
The Fay School
ADDRESS:
48 MAIN STREET
Southboro, MA 01772
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
Mass Society for Prevention Cruelty
ADDRESS:
350 S HUNTINGTON AVE
Boston, MA 02130
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
Museum of Fine Art
ADDRESS:
465 HUNTINGTON AVE
Boston, MA 02115
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
Boston College High School
ADDRESS:
150 MORRISSEY BLVD
Dorchester, MA 02125
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
Massachusetts Audubon Society Inc
ADDRESS:
208 SOUTH GREAT ROAD
Lincoln, MA 01773
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
Dana Farber Cancer Institute Inc
ADDRESS:
450 BROOKLINE AVE BP372
Boston, MA 02215
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
Massachusetts Citizens For Children
ADDRESS:
14 BEACON STREET, STE 706
Boston, MA 02108
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
Pine Street Inn
ADDRESS:
444 HARRISON AVE
Boston, MA 02118
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
Rosie's Place
ADDRESS:
889 HARRISON AVE
Boston, MA 02118
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
Childrens Hospital
ADDRESS:
300 LONGWOOD AVE
Boston, MA 02115
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
COMMUNITY CHEST OF PORT WASHINGTON
ADDRESS:
382 MAIN ST
NEW YORK, NY 11050
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 2,000.

RECIPIENT NAME:
Plymouth Church of the Pilgrims
ADDRESS:
75 HICKS STREET
Brooklyn, NY 11201
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 1,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
United Methodist Church
ADDRESS:
35 MIDDLE NECK ROAD
Port Washington, NY 11050
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
Landmark on Main Street Inc
ADDRESS:
232 MAIN STREET
Port Washington, NY 11050
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 17,000.

RECIPIENT NAME:
Port Washington Childrens Center
ADDRESS:
232 MAIN ST., STE 2
Port Washington, NY 11050
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
Port Washington Youth Council
ADDRESS:
8 CROSS STREET
Port Washington, NY 11050
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
Port Washington Library Foundation
ADDRESS:
1 LIBRARY DRIVE
Poet Washington, NY 11050
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
Hempstead Boys and Girls Club
ADDRESS:
40 WASHINGTON AVE
Hempstead, NY 11550
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,000.

RECIPIENT NAME:
Green-Wood Historic Fund
ADDRESS:
500 25TH STREET
Brooklyn, NY 11232
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
Youth Services Opportunity Fund
ADDRESS:
15 RUTHERFORD PLACE
New York, NY 10003
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 7,500.

RECIPIENT NAME:
Sanctuary for Families
ADDRESS:
P.O. BOX 1406
New York, NY 10268
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
Silver Bay Assoc for Christian Conf
ADDRESS:
87 SILVERBAY ROAD
Silver Bay, NY 12874
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
Getting the Word Out Inc
ADDRESS:
36 CHURCH STREET
Saranac Lake, NY 12983
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
ADIRONDACK COUNCIL
ADDRESS:
103 HAND AVE
NEW YORK, NY 12932
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 1,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
Lake George Land Conservancy
ADDRESS:
4905 LAKE SHORE DR PO BOX 1250
Bolton Landing, NY 12814
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
Northshore University Hospital
ADDRESS:
300 COMMUNITY DRIVE
Manhasset, NY 11030
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 9,000.

RECIPIENT NAME:
Feeding America
ADDRESS:
35 E WACKER DRIVE S 2000
Chicago, IL 60601
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
Helen Keller National Center for Deaf
ADDRESS:
141 MIDDLE NECK ROAD
NEW YORK, NY 11050
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
Wilderness Society
ADDRESS:
1615 M ST NW, 2TH FL
Washington, DC 20036
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
Defenders of Wildlife
ADDRESS:
1130 17TH STREET NW
Washington, DC 20036
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
National Wildlife Foundation
ADDRESS:
11100 WILDLIFE CENTER DRIVE
Reston, VA 20190
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
Island School
ADDRESS:
3-1875 KAUMULAII HIGHWAY
LIHUE, HI 96766
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
Mothers Against Drunk Driving
ADDRESS:
25 B STREET, UNIT B BURLINGTON
, MA 01803
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
BIG BROTHERS AND BIG SISTERS OF NY
ADDRESS:
40 RECTOR STREET
, NY 10006
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 8,000.

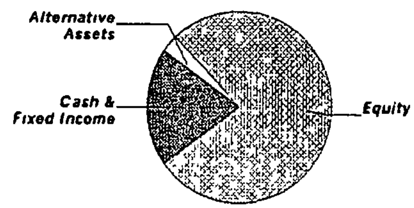
TOTAL GRANTS PAID: 292,000.

Account Summary

PRINCIPAL

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	5,069,404.69	4,606,468 50	(462,936 19)	100,283 60	79%
Alternative Assets	143,891 79	62,369 69	(81,522 10)		1%
Cash & Fixed Income	1,239,525 40	1,198,779 99	(40,745 41)	54,748 60	20%
Market Value	**$6,452,821.88**	**$5,867,618.18**	**($585,203.70)**	**$155,032.20**	**100%**

Asset Allocation

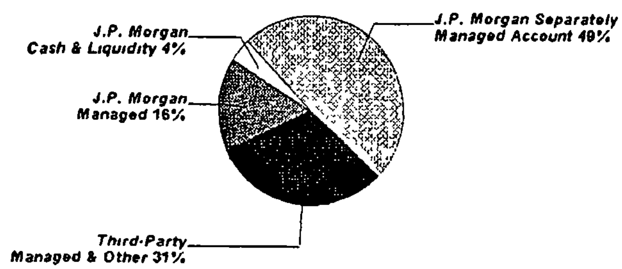


INCOME

Cash Position	Beginning Market Value	Ending Market Value	Change In Value
Cash Balance	32,584 11	86,941 35	54,357.24
Accruals	8,346 80	7,805 86	(540 94)
Market Value	**$40,930.91**	**$94,747.21**	**$53,816.30**

* **J.P. Morgan Managed** Includes mutual funds, other registered funds and hedge funds managed by J P Morgan and structured products issued by J.P. Morgan **J.P. Morgan Separately Managed Account** includes fixed income, equity, and alternative separately managed accounts managed by J P Morgan **Third-Party Managed & Other** includes mutual funds, exchange traded funds, hedge funds, and separately managed accounts managed by parties other than J P Morgan. separately managed accounts managed by J P Morgan where a party other than J P Morgan is the appointed investment advisor, structured products and exchange traded notes issued by parties other than J P. Morgan, investment conduits investing in non-J P Morgan managed hedge funds, where J P Morgan is solely administrator to the conduit; and other investments not managed or issued by J P. Morgan **J.P. Morgan Cash & Liquidity Funds** Includes cash, J P. Morgan deposit sweeps and J P Morgan money market mutual funds See important information about investment principles and conflicts in the disclosures section

Manager Allocation *



Account Summary CONTINUED

Portfolio Activity	PRINCIPAL Current Period Value	PRINCIPAL Year-to-Date Value	INCOME Current Period Value	INCOME Year-to-Date Value
Beginning Market Value	**6,452,821.88**	**6,452,821.88**	**32,584.11**	**32,584.11**
Withdrawals & Fees	(292,000 00)	(292,000 00)	(104,260.60)	(104,260 60)
Net Additions/Withdrawals	**($292,000.00)**	**($292,000.00)**	**($104,260.60)**	**($104,260.60)**
Income			158,617 84	158,617 84
Change In Investment Value	(293,203 70)	(293,203 70)		
Ending Market Value	**$5,867,618.18**	**$5,867,618.18**	**$86,941.35**	**$86,941.35**
Accruals	--	--	7,805 86	7,805 86
Market Value with Accruals	--	--	**$94,747.21**	**$94,747.21**

Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	134,953 71	134,953 71
Foreign Dividends	1,838 83	1,838 83
Interest Income	21,825 30	21,825 30
Taxable Income	**$158,617.84**	**$158,617.84**

	Current Period Value	Year-to-Date Value
LT Capital Gain Distributions	49,204 97	49,204 97
ST Realized Gain/Loss	(8,238 84)	(8,238 84)
LT Realized Gain/Loss	164,751 42	164,751 42
Realized Gain/Loss	**$205,717.55**	**$205,717.55**

	To-Date Value
Unrealized Gain/Loss	**$1,379,275.68**

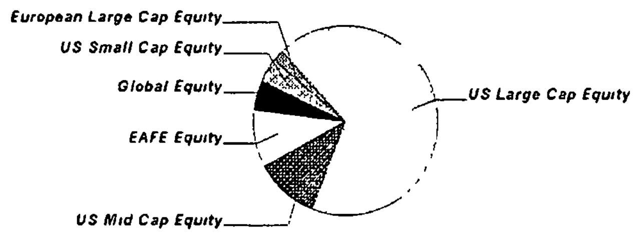
Account Summary CONTINUED

Cost Summary	Cost
Equity	3,208,275 93
Cash & Fixed Income	1,205,066.57
Total	**$4,413,342.50**

Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap Equity	3,357,227 12	3,104,652 49	(252,574 63)	54%
US Mid Cap Equity	505,865 92	530,709 18	24,843 26	9%
US Small Cap Equity	225,330 22	191,356 47	(33,973 75)	3%
EAFE Equity	534,163 62	487,015 70	(47,147 92)	8%
European Large Cap Equity	0 00	54,868 00	54,868 00	1%
Asia ex-Japan Equity	295,526 35	0 00	(295,526 35)	
Emerging Market Equity	110,379 46	0 00	(110,379 46)	
Global Equity	0 00	237,866 66	237,866 66	4%
Concentrated & Other Equity	40,912 00	0 00	(40,912 00)	
Total Value	**$5,069,404.69**	**$4,606,468.50**	**($462,936.19)**	**79%**

Asset Categories



Equity as a percentage of your portfolio - 79 %

Market Value/Cost	Current Period Value
Market Value	4,606,468 50
Tax Cost	3,208,275 93
Unrealized Gain/Loss	1,398,192 57
Estimated Annual Income	100,283 60
Accrued Dividends	5,017 67
Yield	2 17%

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Large Cap Equity							
ABBVIE INC 00287Y-10-9 ABBV	59 24	700.000	41,468 00	19,330 89	22,137 11	1,596 00	3.85%
ACE LTD H0023R-10-5 ACE	116 85	200 000	23,370 00	10,288.00	13,082 00	536 00 113.90	2.29%
ALPHABET INC/CA-CL C 02079K-10-7 GOOG	758.88	75.000	56,916 00	20,939 57	35,976 43		
ALPHABET INC/CA-CL A 02079K-30-5 GOOG L	778.01	75.000	58,350 75	21,006 68	37,344 07		
APPLE INC 037833-10-0 AAPL	105 26	1,400 000	147,364 00	41,371 00	105,993 00	2,912 00	1 98%
AT&T INC 00206R-10-2 T	34 41	1,175 000	40,431 75	8,964 36	31,467 39	2,256 00	5 58%
BANK OF AMERICA CORP 060505-10-4 BAC	16 83	1,700 000	28,611.00	77,009 83	(48,398 83)	340 00	1 19%
BANK OF NEW YORK MELLON CORP 064058-10-0 BK	41 22	900 000	37,098 00	23,724 00	13,374 00	612 00	1 65%
BAXALTA INC -W/I 07177M-10-3 BXLT	39.03	200 000	7,806 00	4,929 34	2,876 66	56 00 14 00	0 72%
BAXTER INTERNATIONAL INC 071813-10-9 BAX	38 15	200 000	7,630 00	6,073 66	1,556 34	92 00 23.00	1 21%
BBH CORE SELECT FD-N 05528X-60-4 BBTE X	20 40	7,238 089	147,657 02	125,291 32	22,365 70		
BRISTOL-MYERS SQUIBB CO 110122-10-8 BMY	68 79	1,400 000	96,306 00	47,295 54	49,010 46	2,128 00 532.00	2 21%

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div	Yield
US Large Cap Equity							
CARDINAL HEALTH INC 14149Y-10-8 CAH	89 27	200 000	17,854 00	6,319 00	11,535 00	309 60 / 77 40	1 73%
CELGENE CORP 151020-10-4 CELG	119 76	600 000	71,856 00	16,250.97	55,605 03		
CHEVRON CORP 166764-10-0 CVX	89 96	400.000	35,984 00	22,956 00	13,028 00	1,712 00	4 76%
CITIGROUP INC 172967-42-4 C	51 75	330 000	17,077 50	29,952 02	(12,874 52)	66 00	0 39%
COLGATE-PALMOLIVE CO 194162-10-3 CL	66 62	200 000	13,324 00	9,067 00	4,257 00	304 00	2 28%
CONOCOPHILLIPS 20825C-10-4 COP	46 69	200 000	9,338 00	7,633 45	1,704 55	592 00	6 34%
COSTCO WHOLESALE CORP 22160K-10-5 COST	161 50	100 000	16,150 00	12,031 50	4,118 50	160 00	0 99%
CVS HEALTH CORP 126650-10-0 CVS	97 77	900 000	87,993 00	33,154 00	54,839 00	1,530 00	1 74%
DOW CHEMICAL CO/THE 260543-10-3 DOW	51 48	700 000	36,036 00	20.650 00	15,386 00	1,288 00 / 322 00	3 57%
EDGEWOOD GROWTH FD-INS 0075W0-75-9 EGFI X	21 90	8,481 764	185,750 63	100,000 00	85,750 63		
EXXON MOBIL CORP 30231G-10-2 XOM	77 95	1,400 000	109,130 00	2,736 90	106,393 10	4,088 00	3 75%
GOLDMAN SACHS GROUP INC 38141G-10-4 GS	180 23	100 000	18,023 00	10,141 96	7,881 04	260 00	1 44%
HOME DEPOT INC 437076-10-2 HD	132 25	300 000	39,675 00	18,151 50	21,523 50	708 00	1 78%

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	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div	Yield
US Large Cap Equity							
HONEYWELL INTERNATIONAL INC 438516-10-6 HON	103.57	750.000	77,677.50	62,630 03	15,047 47	1,785.00	2 30%
INTL BUSINESS MACHINES CORP 459200-10-1 IBM	137 62	800 000	110,096 00	3,301.85	106,794 15	4,160 00	3 78%
JOHNSON & JOHNSON 478160-10-4 JNJ	102 72	900 000	92,448.00	91,045 00	1,403 00	2,700.00	2 92%
JOHNSON CONTROLS INC 478366-10-7 JCI	39.49	2,200 000	86,878 00	38,378 56	48,499.44	2,552 00 638 00	2.94%
MEDTRONIC PLC G5960L-10-3 MDT	76 92	382.000	29,383 44	28,723 98	659 46	580 64 145.16	1 98%
MERCK & CO. INC. 58933Y-10-5 MRK	52 82	1,568 000	82,821 76	84,875 78	(2,054 02)	2,885 12 721 28	3.48%
MICROSOFT CORP 594918-10-4 MSFT	55.48	1,200 000	66,576 00	33,930 00	32,646 00	1,728 00	2 60%
MONDELEZ INTERNATIONAL INC-A 609207-10-5 MDLZ	44 84	1,800 000	80,712 00	57,092 04	23,619 96	1,224 00 306 00	1 52%
NEXTERA ENERGY INC 65339F-10-1 NEE	103 89	500 000	51,945 00	41,522 50	10,422 50	1,540 00	2.96%
OCCIDENTAL PETROLEUM CORP 674599-10-5 OXY	67.61	300.000	20,283 00	16,506 96	3,776 04	900 00 225 00	4.44%
PARKER HANNIFIN CORP 701094-10-4 PH	96 98	200 000	19,396 00	11,196 00	8,200 00	504 00	2 60%
PEPSICO INC 713448-10-8 PEP	99.92	370 000	36,970 40	27,359 95	9,610 45	1,039 70 259 93	2.81%
PFIZER INC 717081-10-3 PFE	32 28	1,700 000	54,876 00	56,227 50	(1,351 50)	2,040.00	3 72%

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Large Cap Equity							
PROCTER & GAMBLE CO/THE 742718-10-9 PG	79 41	1,540 000	122,291 40	55,655 76	66,635 64	4,084 08	3 34%
PRUDENTIAL FINANCIAL INC 744320-10-2 PRU	81 41	550 000	44,775 50	34,308 25	10,467 25	1,540 00	3 44%
QUALCOMM INC 747525-10-3 QCOM	49 99	600 000	29,991 00	25,338.00	4,653 00	1,152 00	3 84%
SCHLUMBERGER LTD 806857-10-8 SLB	69 75	400 000	27,900 00	27,382 00	518 00	800 00 200 00	2 87%
STARWOOD HOTELS & RESORTS 85590A-40-1 HOT	69 28	400 000	27,712 00	13,554 00	14,158 00	600 00	2 17%
TIME WARNER INC 887317-30-3 TWX	64 67	1,300 000	84,071 00	44,283 18	39,787 82	1,820 00	2 16%
TRAVELERS COS INC/THE 89417E-10-9 TRV	112 86	600 000	67,716 00	31,207 00	36,509 00	1,464 00	2 16%
UNITED TECHNOLOGIES CORP 913017-10-9 UTX	96 07	1,200 000	115,284 00	37,257 00	78,027 00	3,072 00	2 66%
VERIZON COMMUNICATIONS INC 92343V-10-4 VZ	46.22	900 000	41,598 00	31,810 15	9,787 85	2,034 00	4 89%
WAL-MART STORES INC 931142-10-3 WMT	61 30	1,200.000	73,560 00	58,422 00	15,138.00	2,352 00 588 00	3 20%
WALT DISNEY CO/THE 254687-10-6 DIS	105 08	1,200 000	126,096 00	36,852 00	89,244 00	1,704 00 852 00	1 35%
WELLS FARGO & CO 949746-10-1 WFC	54 36	1,419 000	77,136 84	87,484 00	(10,347 16)	2,128.50	2 76%
WILLIAMS COS INC 969457-10-0 WMB	25 70	400 000	10,280 00	10,533 87	(253 87)	1,024 00	9 96%

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div	Yield
US Large Cap Equity							
XILINX INC 983919-10-1 XLNX	46 97	1,400.000	65,758 00	31,962 00	33,796 00	1,736 00	2 64%
YUM] BRANDS INC 988498-10-1 YUM	73 05	400 000	29,220 00	14,401 00	14,819 00	736 00	2.52%
Total US Large Cap Equity			**$3,104,652.49**	**$1,788,508.85**	**$1,316,143.64**	**$71,430.64** **$5,017.67**	**2.30%**
US Mid Cap Equity							
AMG TIMESSQUARE MD CP GR-I 00170K-74-5 TMDI X	17 33	7,882 330	136,600 78	92,156 85	44,443 93		
ISHARES RUSSELL MID-CAP VALU 464287-47-3 IWS	68.66	5,740 000	394,108 40	413,922.11	(19,813 71)	8,437.80	2 14%
Total US Mid Cap Equity			**$530,709.18**	**$506,078.96**	**$24,630.22**	**$8,437.80**	**1.59%**
US Small Cap Equity							
JPM SM CAP CORE FD - SEL FUND 690 4812A1-23-3 VSSC X	46 13	4,148 200	191,356 47	115,527 37	75,829 10	1,916 46	1 00%
EAFE Equity							
DEUTSCHE X-TRACKERS MSCI EAF 233051-20-0 DBEF	27.16	4,000 000	108,640 00	109,241 19	(601 19)	3,540 00	3 26%

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div	Yield
EAFE Equity							
DODGE & COX INTL STOCK FD 256206-10-3 DODF X	36 48	7,284.105	265,724 15	247,291 35	18,432 80	6,118 64	2 30%
OAKMARK INTERNATIONAL-I 413838-20-2 OAKI X	21 36	5,273 949	112,651 55	135,000 00	(22,348 45)	2,615 87	2 32%
Total EAFE Equity			**$487,015.70**	**$491,532.54**	**($4,516.84)**	**$12,274.51**	**2.52%**
European Large Cap Equity							
VANGUARD FTSE EUROPE ETF 922042-87-4 VGK	49 88	1,100 000	54,868 00	56,628.21	(1,760 21)	1,784 20	3 25%
Global Equity							
JPM GLBL RES ENH INDEX FD - SEL FUND 3457 46637K-51-3 JEIT X	17 84	13,333 333	237,866 66	250,000 00	(12,133 34)	4,439 99	1 87%

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Alternative Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Hedge Funds	143,891 79	62,369 69	(81,522.10)	1%

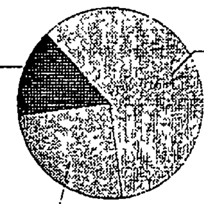
Alternative Assets Detail

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
INV BALANCED-RISK ALLOC-Y 00141V-69-7 ABRY X	10 37	6,014.435	62,369 69	75,000 00

Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	177,922 14	197,484 27	19,562 13	3%
Short Term	0 00	307,290 00	307,290 00	5%
US Fixed Income	1,061,603 26	694,005 72	(367,597 54)	12%
Total Value	**$1,239,525.40**	**$1,198,779.99**	**($40,745.41)**	**20%**

Asset Categories



Cash & Fixed Income as a percentage of your portfolio - 20 %

Market Value/Cost	Current Period Value
Market Value	1,198,779 99
Tax Cost	1,205,066 57
Unrealized Gain/Loss	(6,286.58)
Estimated Annual Income	54,748 60
Accrued Interest	2,788 19
Yield	2 93 %

SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months[1]	1,198,779 99	100%

[1] The years indicate the number of years until the bond is scheduled to mature based on the statement end date Some bonds may be called, or paid in full, before their stated maturity

SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio
Cash	197,484 27	16%
Govt and Agency Bonds	307,290 00	25%
Mutual Funds	694,005 72	59%
Total Value	**$1,198,779.99**	**100%**

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Note [1] This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account

Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Income / Accrued Interest	Yield
Cash							
US DOLLAR PRINCIPAL	1 00	197,484 27	197,484.27	197,484.27		59 24 9 29	0 03% [1]
Short Term							
US TREAS 7.25% 05/15/16 912810-DW-5 NR /AAA	102 43	300,000 00	307,290 00	293,812 50	13,477.50	21,750.00 2,778 90	0 70%
US Fixed Income							
JPM STRAT INC OPP FD - SEL FUND 3844 4812A4-35-1	11 09	18,578 53	206,035 88	217,183 00	(11,147 12)	9,307 84	4 52%
JPM TOTAL RETURN FD - SEL FUND 3218 4812A4-43-5	9 65	21,794 65	210,318 32	219,907 97	(9,589.65)	7,497.35	3 56%
JPM HIGH YIELD FD - SEL FUND 3580 4812C0-80-3	6 84	23,477 14	160,583.64	156,678 83	3,904 81	11,269 02	7.02%

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Income / Accrued Interest	Yield
US Fixed Income							
DOUBLELINE TOTL RET BND-I 258620-10-3	10 78	10,859 73	117,067 88	120,000 00	(2,932.12)	4,865 15	4 16%
Total US Fixed Income			**$694,005.72**	**$713,769.80**	**($19,764.08)**	**$32,939.36**	**4.75%**