EXTENDED TO AUGUST 15, 2016

Return of Private Foundation

Form **990-PF**

Department of the Treasury
Internal Revenue Service

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 , and ending

Name of foundation: THE SOKOLOFF FOUNDATION, INC.

A Employer identification number: 13-6155196

Number and street (or P O box number if mail is not delivered to street address): 200 EAST 78TH STREET — Room/suite: 16D

B Telephone number: 212-744-5337

City or town, state or province, country, and ZIP or foreign postal code: NEW YORK, NY 10075-2017

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) ▶$ 8,985,287.

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))	(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	374,621.		N/A	
2 Check ▶ ☐ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	214,317.	214,317.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	551,825.			STATEMENT 1
b Gross sales price for all assets on line 6a 1,613,782.				
7 Capital gain net income (from Part IV, line 2)		849,585.		
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)				
11 Other income				
12 **Total.** Add lines 1 through 11	1,140,763.	1,063,902.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees STMT 3	10,783.	2,696.		8,087.
c Other professional fees				
17 Interest				
18 Taxes STMT 4	34,652.	2,652.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 5	2,363.	876.		1,487.
24 **Total operating and administrative expenses.** Add lines 13 through 23	47,798.	6,224.		9,574.
25 Contributions, gifts, grants paid	340,023.			340,023.
26 **Total expenses and disbursements.** Add lines 24 and 25	387,821.	6,224.		349,597.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	752,942.			
b **Net investment income** (if negative, enter -0-)		1,057,678.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)	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	61,499.	75,675.	75,675.
2 Savings and temporary cash investments	200,878.	342,893.	342,893.
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			
7 Other notes and loans receivable ▶			
Less allowance for doubtful accounts ▶			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10a Investments - U S and state government obligations			
b Investments - corporate stock STMT 6	6,174,465.	6,766,207.	8,561,440.
c Investments - corporate bonds			
11 Investments - land, buildings and equipment basis ▶			
Less accumulated depreciation ▶			
12 Investments - mortgage loans			
13 Investments - other			
14 Land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶			
15 Other assets (describe ▶ STATEMENT 7)	0.	5,279.	5,279.
16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	6,436,842.	7,190,054.	8,985,287.
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			
22 Other liabilities (describe ▶)			
23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
27 Capital stock, trust principal, or current funds	0.	0.	
28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	6,436,842.	7,190,054.	
30 **Total net assets or fund balances**	6,436,842.	7,190,054.	
31 **Total liabilities and net assets/fund balances**	6,436,842.	7,190,054.	

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	6,436,842.
2 Enter amount from Part I, line 27a	2	752,942.
3 Other increases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	3	270.
4 Add lines 1, 2, and 3	4	7,190,054.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,190,054.

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	THRU MORGAN STANLEY - SEE SCHEDULE D-1	P	VARIOUS	VARIOUS
b	THRU MORGAN STANLEY - SEE SCHEDULE D-2	P	VARIOUS	VARIOUS
c	THRU MORGAN STANLEY - SEE SCHEDULE D-3	P	VARIOUS	VARIOUS
d	CAPITAL GAINS DIVIDENDS			
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	169,420.		148,330.	21,090.
b	265,790.		164,445.	101,345.
c	1,172,043.		451,422.	720,621.
d	6,529.			6,529.
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				21,090.
b				101,345.
c				720,621.
d				6,529.
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	849,585.
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) If (loss), enter -0- in Part I, line 8	3	N/A

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	317,561.	9,881,440.	.032137
2013	382,951.	8,470,906.	.045208
2012	152,728.	7,115,339.	.021465
2011	220,033.	6,566,150.	.033510
2010	142,869.	6,059,452.	.023578

2	Total of line 1, column (d)	2	.155898
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	.031180
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	9,532,357.
5	Multiply line 4 by line 3	5	297,219.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	10,577.
7	Add lines 5 and 6	7	307,796.
8	Enter qualifying distributions from Part XII, line 4	8	349,597.

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 ▶ ☒ and enter 1% of Part I, line 27b			1	10,577.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0.
3 Add lines 1 and 2			3	10,577.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	10,577.
6 Credits/Payments				
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	20,718.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	23,000.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments Add lines 6a through 6d			7	43,718.
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	33,141.
11 Enter the amount of line 10 to be **Credited to 2016 estimated tax** ▶		33,141. **Refunded** ▶	11	0.

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 ▶ $ 0. **(2)** On foundation managers ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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? N/A	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 ▶ STEPHEN SOKOLOFF Telephone no ▶212-744-5337

Located at ▶200 EAST 78TH STREET, APT# 16D, NEW YORK, NY ZIP+4 ▶10075-2017

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 N/A

			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 ▶ 2014 , , ,				
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.)*	N/A	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)*

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)?	N/A	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? N/A	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53 4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	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.

(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
STEPHEN SOKOLOFF 215 FOX MEADOW ROAD SCARSDALE, NY 10583	MANAGER/TRUSTEE 10.00	0.	0.	0.
HELENA LOUISE SOKOLOFF 215 FOX MEADOW ROAD SCARSDALE, NY 10583	VICE PRESIDENT/SECRETARY 5.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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				

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0.

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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	9,597,274.
b	Average of monthly cash balances	1b	80,246.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	9,677,520.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	9,677,520.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	145,163.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,532,357.
6	**Minimum investment return.** Enter 5% of line 5	6	476,618.

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	476,618.
2a	Tax on investment income for 2015 from Part VI, line 5 — 2a: 10,577.		
b	Income tax for 2015 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	10,577.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	466,041.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	466,041.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	466,041.

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	349,597.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	349,597.
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	5	10,577.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	339,020.

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				466,041.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			453,358.	
b Total for prior years ______, ______, ______		0.		
3 Excess distributions carryover, if any, to 2015				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 349,597.				
a Applied to 2014, but not more than line 2a			349,597.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instr			103,761.	
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				466,041.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

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

1 a 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
2 a 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).)

STEPHEN SOKOLOFF

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 ▶ [X] 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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient 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 ATTACHED SCHEDULE 1	N/A	PC	IN SUPPORT OF THE ORGANIZATIONS TAX EXEMPT PURPOSE	340,023.
Total			▶ 3a	340,023.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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
	(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	214,317.	
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	551,825.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		766,142.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 766,142.

(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)

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
		N/A	

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
N/A		

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

Signature of officer or trustee: [signature] Date: 7/18/16 Title: PRESIDENT

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
STEVEN KLEIN	[signature]	7/11/16		P00638200
Firm's name ▶ PKF O'CONNOR DAVIES, LLP			Firm's EIN ▶ 27-1728945	
Firm's address ▶ 665 FIFTH AVENUE NEW YORK, NY 10022			Phone no 212-286-2600	

523622
11-24-15

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**
▶ **Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at** ***www.irs.gov/form990***

OMB No 1545-0047

2015

Name of the organization

THE SOKOLOFF FOUNDATION,INC.

Employer identification number

13-6155196

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 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 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 1/3% 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 990-PF, 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	Employer identification number
THE SOKOLOFF FOUNDATION, INC.	13-6155196

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	STEPHEN SOKOLOFF 215 FOX MEADOW ROAD SCARSDALE, NY 10583	$ 66,108.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions.)
2	STEPHEN SOKOLOFF 215 FOX MEADOW ROAD SCARSDALE, NY 10583	$ 87,240.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions.)
3	STEPHEN SOKOLOFF 215 FOX MEADOW ROAD SCARSDALE, NY 10583	$ 44,185.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions.)
4	STEPHEN SOKOLOFF 215 FOX MEADOW ROAD SCARSDALE, NY 10583	$ 89,260.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions.)
5	STEPHEN SOKOLOFF 215 FOX MEADOW ROAD SCARSDALE, NY 10583	$ 25,244.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions.)
6	STEPHEN SOKOLOFF 215 FOX MEADOW ROAD SCARSDALE, NY 10583	$ 30,214.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
THE SOKOLOFF FOUNDATION, INC.	13-6155196

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
7	STEPHEN SOKOLOFF 215 FOX MEADOW ROAD SCARSDALE, NY 10583	$ 28,370.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
THE SOKOLOFF FOUNDATION,INC.	13-6155196

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	300 SHS ALLERGAN INC	$ 66,108.	02/03/15
2	1,000 SHS HOSPIRA INC	$ 87,240.	04/27/15
3	500 SHS HOSPIRA INC	$ 44,185.	06/04/15
4	1,000 SHS HOSPIRA INC	$ 89,260.	07/23/15
5	400 SHS WILLIAMS SONOMA	$ 25,244.	12/03/15
6	525 SHS JARDEN CORP	$ 30,214.	12/16/15

Name of organization	Employer identification number
THE SOKOLOFF FOUNDATION, INC.	13-6155196

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
7	500 SHS JARDEN CORP	$ 28,370.	12/30/15

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization: THE SOKOLOFF FOUNDATION,INC.

Employer identification number: 13-6155196

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 info once) ▶ $

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
THRU MORGAN STANLEY - SEE SCHEDULE D-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
169,420.	148,330.	0.	0.	21,090.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
THRU MORGAN STANLEY - SEE SCHEDULE D-2	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
265,790.	164,445.	0.	0.	101,345.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
THRU MORGAN STANLEY - SEE SCHEDULE D-3	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,172,043.	749,182.	0.	0.	422,861.

CAPITAL GAINS DIVIDENDS FROM PART IV	6,529.
TOTAL TO FORM 990-PF, PART I, LINE 6A	551,825.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY - DIVIDENDS	220,846.	6,529.	214,317.	214,317.	
TO PART I, LINE 4	220,846.	6,529.	214,317.	214,317.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	10,783.	2,696.		8,087.
TO FORM 990-PF, PG 1, LN 16B	10,783.	2,696.		8,087.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	2,652.	2,652.		0.
FEDERAL EXCISE TAX PAID	32,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	34,652.	2,652.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TELEPHONE	1,080.	0.		1,080.
BANK CHARGES	233.	76.		157.
BOOKKEEPING SERVICES	800.	800.		0.
FILING FEES	250.	0.		250.
TO FORM 990-PF, PG 1, LN 23	2,363.	876.		1,487.

FORM 990-PF	CORPORATE STOCK	STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK - SEE SCHEDULE 2	6,766,207.	8,561,440.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,766,207.	8,561,440.

FORM 990-PF	OTHER ASSETS	STATEMENT 7

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
UNSETTLED PURCHASES/SALES	0.	5,279.	5,279.
TO FORM 990-PF, PART II, LINE 15	0.	5,279.	5,279.

Sokoloff Foundation, Inc **2015**

DATE OF DONATION	AMOUNT	DONATION GIVEN TO:	ADDRESS
January 5, 2015	$260.00	ICP	1133 Bowery, New York, NY 10012
February 2, 2015	$1,000.00	JCCA	1075 Broadway, Pleasantville, NY 10570
February 4, 2015	$45,000.00	Jewish Communal Fund	575 Madison Ave, New York, NY 10022
February 11, 2015	$50,000.00	Jewish Communal Fund	575 Madison Ave, New York, NY 10022
March 11, 2015	$3,000.00	Jazz at Lincoln Center	3 Columbus Cir, New York, NY 10019
March 11, 2015	$510.00	Metropolitan Museum of Art	1000 5th Avenue, New York, NY 10028
April 18, 2015	$2,500 00	Katonah Museum of Art	134 Jay Street, Katonah, NY 10536
April 20, 2015	$204.00	Solomon Guggenheim Fdn	1071 Fifth Avenue, New York, NY 10128
April 20, 2015	$1,000.00	Neighborhood Coalition for Shelter	50 Broadway, #1301, New York, NY 10004
April 22, 2015	$30,000.00	Jewish Communal Fund	575 Madison Ave, New York, NY 10022
May 1, 2015	$1,500.00	Parsons Dance	229 W 42nd St, New York, NY 10039
May 15, 2015	$250.00	AFYA	140 Saw Mill River Road, Yonkers, NY 10701
June 14, 2015	$125.00	Play for Pink Cancer Society	PO Box 22478, Oklahoma City, OK 73123
June 17, 2015	$20,000.00	JCCA	1075 Broadway, Pleasantville, NY 10570
July 2, 2015	$750.00	Hayground School	PO Box 1827, Bridgehampton, NY 13932
July 8, 2015	$3,850.00	Congregation Emanu-el of Westchester	2125 Westchester Avenue East, Rye, NY 10580
July 8, 2015	$250.00	Seeds of Peace	370 Lexington Ave, Ste 1201, New York, NY 10017
July 8, 2015	$100.00	Fresh Air Fund	633 3rd Avenue, New York, NY 10017
July 8, 2015	$100.00	Adirondack Council	PO Box D-2, Elizabethtown, NY 12932
July 20, 2015	$300.00	Westchester Caddie Scholarship	49 Knollwood Road, Ste 220, Elmsford, NY 10523
July 20, 2015	$290.00	Jacob Burns Film Center	364 Manville Rd, Pleasantville, NY 10570
July 20, 2015	$1,000.00	Jacob Burns Film Center	364 Manville Rd, Pleasantville, NY 10570
August 10, 2015	$450.00	92nd St Y	1395 Lexington Avenue, New York, NY 10128
August 10, 2015	$100.00	Central Park Conservancy	PO Box 4004, Church St Station, NY NY 10277
August 20, 2015	$4,030.00	Manhattan Theatre Club	261 W 47th Street, New York, NY 10036
September 10, 2015	$300.00	Double H Ranch	97 Hidden Valley Rd, Lake Luzerne, NY 12846
September 15, 2015	$100.00	Thirteen	825 Eighth Ave, New York, NY 10019
October 6, 2015	$100.00	City Harvest	575 8th Ave, #4, New York, NY 10018
October 6, 2015	$75,000.00	Jewish Communal Fund	575 Madison Ave, New York, NY 10022

Schedule 1 - Contributions

October 9, 2015	$2,500.00	Tisch MSRCNY	521 West 57th St, New York, NY 10019
November 1, 2015	$10,000.00	Ackerman Inst for Family Therapy	936 Broadway, 2nd Floor, New York, NY 10010
November 9, 2015	$1,000.00	Quaker Ridge Emp Charity Fd	146 Griffen Avenue, Scarsdale, NY 10583
November 9, 2015	$500.00	Yeshiva Torah Vodaarth	425 E 9th Street, Brooklyn, NY 11218
November 9, 2015	$100.00	St. Jude Children Research Hosp.	501 St. Jude Pl, Memphis, TN 38105
November 23, 2015	$100.00	The Salvation Army	615 Salters Lane, Alexandria, VA 22313
November 26, 2015	$250.00	Storm King Art Center	1 Museum Rd, New Windsor, NY 12553
November 6, 2015	$882.00	Whitney Museum	945 Madison Ave, New York, NY 10021
December 7, 2015	$100.00	Scarsdale Voluntary Amb. Corp	PO Box 92, Scarsdale, NY 10583
December 9, 2015	$200.00	OXFAM	226 Causeway St, 5th Fl, Boston, MA 02114
December 10, 2015	$3,000.00	NYU Langone Medical Center	One Park Ave, 17th Fl, New York, NY 10016
December 10, 2015	$250.00	Univ of North Carolina	Chapel Hill, NC 27599
December 13, 2015	$272.00	Museum of Modern Art	945 Madison Ave, New York, NY 10021
December 13, 2015	$3,600.00	Jewish Child Care Assoc	1075 Broadway, Pleasantville, NY 10570
December 22, 2015	$200.00	Museum of Art and Design	2 Columbus Circle, New York, NY 10019
December 30, 2015	$75,000.00	Jewish Communal Fund	575 Madison Ave, New York, NY 10022

Total: $340,023.00

Schedule 1 - Contributions

Account Detail

Active Assets Account
052-140896-053

THE SOKOLOFF FOUNDATION
200 EAST 78TH ST.

Investment Objectives†: Capital Appreciation, Income, Speculation

Brokerage Account

† Inform us if your investment objectives, as defined in the Expanded Disclosures, change

HOLDINGS

This section reflects positions purchased/sold on a trade date basis "Market Value" and "Unrealized Gain/(Loss)" may not reflect the value that could be obtained in the market Fixed Income securities are sorted by maturity or pre-refunding date, and alphabetically within date Estimated Annual Income a) is calculated on a pre-tax basis, b) does not include any reduction for applicable non-US withholding taxes, c) may include return of principal or capital gains which could overstate such estimates, and d) for securities that have a defined maturity date within the next 12 months, is reflected only through maturity date Actual income or yield may be lower or higher than the estimates Current yield reflects the income generated by an investment, and does not reflect changes in its price Structured Investments, identified on the Position Description Details line as "Asset Class Struct Inv," may appear in various statement product categories When displayed, the accrued interest, annual income and current yield for those with a contingent income feature (e g , Range Accrual Notes or Contingent Income Notes) are estimates and assume specified accrual conditions are met during the relevant period and payment in full of all contingent interest For Floating Rate Securities, the accrued interest, annual income and current yield are estimates based on the current floating coupon rate and may not reflect historic rates within the accrual period

CASH, BANK DEPOSIT PROGRAM AND MONEY MARKET FUNDS

Cash, Bank Deposit Program, and Money Market Funds are generally displayed on a settlement date basis You have the right to instruct us to liquidate your bank deposit balance(s) or shares of any money market fund balance(s) at any time and have the proceeds of such liquidation remitted to you Estimated Annual Income, Accrued Interest, and APY% will only be displayed for fully settled positions

Description	Market Value	7-Day Current Yield %	Est Ann Income	APY %
CASH	$725.00			
MS ACTIVE ASSETS MONEY TRUST	342,167.99	0 050	171 08	—

	Percentage of Holdings	Market Value	Est Ann Income
CASH, BDP, AND MMFs		$342,892.99	$171.08
NET UNSETTLED PURCHASES/SALES		$5,279.37	
CASH, BDP, AND MMFs (PROJECTED SETTLED BALANCE)	3.91%	$348,172.36	

Money market funds seek to maintain a share price of $1 00, therefore the dollar amounts listed equal the number of shares Additional information concerning these transactions is available upon request For more information about the pricing of Money Market Funds, please see the Expanded Disclosures The money market funds reflected above include the balances in your automatic sweep feature, if any, and may include other money market funds that have been purchased in your account

The "Projected Settled Balance" includes accrued interest on deposits and reflects the impact of unsettled purchases/sales

Schedule 2 - Investments

Account Detail

Active Assets Account
052-140896-053

THE SOKOLOFF FOUNDATION
200 EAST 78TH ST.

STOCKS

COMMON STOCKS

Morgan Stanley & Co LLC (Morgan Stanley) and Standard & Poor's equity research ratings are shown for certain securities These ratings represent the opinions of the research provider and are not representations or guarantees of performance The applicable research report contains more information regarding the analyst's opinions, analysis, and rating, and you should read the entire research report and not infer its contents For ease of comparison, Morgan Stanley and Standard & Poor's equity research ratings have been normalized to a 1 (Buy), 2 (Hold), and 3 (Sell) Refer to your June or December statement for a summary guide describing the ratings We do not take responsibility for, nor guarantee the accuracy, completeness, or timeliness of research prepared for Standard & Poor's

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
AMERICAN EXPRESS CO (AXP)	10/14/10	1,000 000	$39 702	$69 550	$39,701 85	$69,550 00	$29,848 15 LT		
	1/25/11	200 000	45 450	69 550	9,090 00	13,910 00	4,820 00 LT		
	2/17/15	300 000	79 671	69 550	23,901 33	20,865 00	(3,036 33) ST		
	7/8/15	300 000	77 257	69 550	23,176 98	20,865 00	(2,311 98) ST		
	9/22/15	300 000	76 700	69 550	23,009 87	20,865 00	(2,144 87) ST		
	12/18/15	400 000	68 953	69 550	27,581 38	27,820 00	238 62 ST		
	Total	2,500 000			146,461 41	**173,875.00**	34,668 15 LT (7,254 56) ST	2,900 00	1.66
Rating: Morgan Stanley 1, S&P 2, Next Dividend Payable 02/2016, Asset Class: Equities									
ANADARKO PETE (APC)	6/27/97	280 000	27 705	48 580	7,757 27	13,602 40	5,845 13 LT 1		
	11/26/99	910 000	15 441	48 580	14,051 42	44,207 80	30,156 38 LT 1		
	2/16/00	910 000	12 286	48 580	11,180 37	44,207 80	33,027 43 LT 1		
	8/28/03	1,000 000	21 985	48 580	21,985 00	48,580 00	26,595 00 LT		
	Total	3,100 000			54,974 06	**150,598.00**	95,623 94 LT	3,348 00	2 22
Rating Morgan Stanley 1, S&P 2, Next Dividend Payable 03/2016, Asset Class Equities									
CABOT OIL & GAS CORP A (COG)	3/21/14	800 000	33 439	17 690	26,751 22	14,152 00	(12,599 22) LT		
	3/24/14	800 000	33 113	17 690	26,490 28	14,152 00	(12,338 28) LT		
	4/11/14	800 000	32 984	17 690	26,387 56	14,152 00	(12,235 56) LT		
	12/31/15	1,300 000	17 743	17 690	23,065 62	22,997 00	(68 62) ST		
	Total	3,700 000			102,694 68	**65,453.00**	(37,173 06) LT (68 62) ST	296 00	0 45
Rating Morgan Stanley 2, S&P 1, Next Dividend Payable 02/2016, Asset Class Equities									
CHECKPOINT SYS INCORPORATED (CKP)	6/27/97	500.000	15 630	6 270	7,815 01	3,135 00	(4,680 01) LT 1		
	7/30/98	1,000 000	10 768	6 270	10,767 94	6,270 00	(4,497 94) LT 1		
	4/26/01	1,500 000	9 056	6 270	13,583 75	9,405 00	(4,178 75) LT		
	11/12/01	1,000 000	9 379	6 270	9,378 64	6,270 00	(3,108 64) LT		
	5/29/13	1,000 000	13 218	6 270	13,217 50	6,270 00	(6,947 50) LT		
	10/15/13	1,400 000	17 996	6 270	25,194 76	8,778 00	(16,416 76) LT		
	Total	6,400 000			79,957 60	**40,128.00**	(39,829 60) LT	—	—
Asset Class. Equities									

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Schedule 2 - Investments

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THE SOKOLOFF FOUNDATION
200 EAST 78TH ST.

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
CHESAPEAKE ENERGY CORP (CHK)	5/23/13	1,200 000	20 707	4 500	24,848 58	5,400 00	(19,448 58) LT		
	8/22/13	1,000 000	24 397	4 500	24,396 93	4,500 00	(19,896 93) LT		
	9/30/13	1,000 000	24 721	4 500	24,720 59	4,500 00	(20,220 59) LT		
	10/14/13	1,000 000	25 244	4 500	25,244 04	4,500 00	(20,744 04) LT		
	4/17/15	1,400 000	15 701	4 500	21,981 77	6,300 00	(15,681 77) ST		
	Total	5,600 000			121,191 91	**25,200.00**	(80,310 14) LT (15,681 77) ST	—	—
Rating S&P 1; Asset Class Equities									
COMPASS MINERALS INTER INC (CMP)	9/28/12	100 000	75 745	75 270	7,574.47	7,527 00	(47 47) LT		
	10/25/12	100 000	78 440	75 270	7,844 05	7,527 00	(317 05) LT		
	2/8/13	300 000	75 529	75 270	22,658 80	22,581 00	(77 80) LT		
	12/11/13	300 000	74 793	75 270	22,437 84	22,581 00	143 16 LT		
	12/23/13	300 000	79 873	75 270	23,962 02	22,581 00	(1,381 02) LT		
	1/3/14	300 000	80 619	75 270	24,185 61	22,581 00	(1,604 61) LT		
	7/29/14	300 000	89 055	75 270	26,716 55	22,581 00	(4,135 55) LT		
	11/19/14	300 000	91 657	75 270	27,497 10	22,581 00	(4,916 10) LT		
	1/5/15	300 000	88 030	75 270	26,408 96	22,581 00	(3,827 96) ST		
	Total	2,300 000			189,285.40	**173,121.00**	(12,336 44) LT (3,827 96) ST	6,072 00	3 50
Rating S&P 3, Next Dividend Payable 03/2016, Asset Class Equities									
CONAGRA FOODS INC (CAG)	11/30/09	500 000	22 543	42 160	11,271 30	21,080 00	9,808 70 LT		
	7/21/14	900 000	31 098	42 160	27,988 61	37,944 00	9,955 39 LT		
	Total	1,400 000			39,259 91	**59,024.00**	19,764 09 LT	1,400 00	2 37
Rating Morgan Stanley 1, S&P 1, Next Dividend Payable 03/2016, Asset Class Equities									
CONOCOPHILLIPS (COP)	1/24/01	279 000	22 036	46 690	6,147 99	13,026 51	6,878 52 LT		
	2/28/01	1,000 000	20 782	46 690	20,782 35	46,690 00	25,907 65 LT		
	12/28/01	721 000	19 254	46 690	13,881 79	33,663 49	19,781 70 LT		
	5/29/12	500 000	54 005	46 690	27,002 40	23,345 00	(3,657 40) LT		
	Total	2,500 000			67,814 53	**116,725.00**	48,910 47 LT	7,400 00	6 33
Rating Morgan Stanley 2, S&P 1, Next Dividend Payable 03/2016, Asset Class. Equities									
CONS EDISON INC (HLDG CO) (ED)	6/24/09	500 000	36 833	64 270	18,416 52	32,135 00	13,718 48 LT		
	9/18/09	1,000 000	41 873	64 270	41,873 21	64,270 00	22,396 79 LT		
	Total	1,500 000			60,289 73	**96,405.00**	36,115 27 LT	3,900 00	4 04
Rating Morgan Stanley 3, S&P. 3, Next Dividend Payable 03/2016, Asset Class Equities									

Schedule 2 - Investments

Account Detail

Active Assets Account
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THE SOKOLOFF FOUNDATION
200 EAST 78TH ST.

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
CORNING INC (GLW)	9/28/07	600 000	24 974	18 280	14,984 35	10,968 00	(4,016 35) LT		
	9/28/07	200 000	24 974	18 280	4,994 78	3,656 00	(1,338 78) LT		
	5/22/08	1,000 000	27 456	18 280	27,456 27	18,280 00	(9,176 27) LT		
	8/4/10	1,000 000	19 632	18 280	19,631 64	18,280 00	(1,351 64) LT		
	1/6/11	500 000	19 863	18 280	9,931 35	9,140 00	(791 35) LT		
	1/3/14	1,400 000	18 127	18 280	25,378 39	25,592 00	213 61 LT		
	6/24/14	1,200 000	22 422	18 280	26,906 73	21,936 00	(4,970 73) LT		
	6/24/15	1,000 000	21 209	18 280	21,208 80	18,280 00	(2,928 80) ST		
	Total	6,900 000			150,492 31	**126,132.00**	(21,431 51) LT (2,928 80) ST	3,312 00	2 62
Rating Morgan Stanley 2, S&P 1, Next Dividend Payable 03/2016, Asset Class Equities									
DOMINION RES INC (NEW) (D)	3/5/14	400 000	69 455	67 640	27,782 00	27,056 00	(726 00) LT		
	4/4/14	400 000	70 677	67 640	28,270 74	27,056 00	(1,214 74) LT		
	6/2/14	400 000	70 586	67 640	28,234 27	27,056 00	(1,178 27) LT		
	Total	1,200 000			84,287 01	**81,168.00**	(3,119 01) LT	3,108 00	3 82
Rating Morgan Stanley 1, S&P 3, Next Dividend Payable 03/2016, Asset Class Equities									
DOW CHEMICAL CO (DOW)	1/18/12	600 000	33 425	51 480	20,054 73	30,888 00	10,833 27 LT		
	2/13/12	1,000 000	34 617	51 480	34,617 23	51,480 00	16,862 77 LT		
	4/12/12	800 000	33 142	51 480	26,513 88	41,184 00	14,670 12 LT		
	10/22/12	1,000 000	29 955	51 480	29,955 40	51,480 00	21,524 60 LT		
	Total	3,400 000			111,141 24	**175,032.00**	63,890 76 LT	6,256 00	3 57
Rating S&P 2, Next Dividend Payable 01/29/16, Asset Class Equities									
DU PONT EI DE NEMOURS & CO (DD)	1/17/08	500 000	41 323	66 600	20,661 55	33,300 00	12,638 45 LT		
	3/4/08	500 000	44 840	66 600	22,420 24	33,300 00	10,879 76 LT		
	3/12/08	500 000	44 764	66 600	22,382 01	33,300 00	10,917 99 LT		
	10/2/08	500 000	37 304	66 600	18,652 00	33,300 00	14,648 00 LT		
	2/10/09	500 000	22 907	66 600	11,453 32	33,300 00	21,846 68 LT		
	8/20/09	500 000	30 715	66 600	15,357 36	33,300 00	17,942 64 LT		
	8/31/09	500 000	30 552	66 600	15,276 06	33,300 00	18,023 94 LT		
	2/13/13	500 000	45 796	66 600	22,898 22	33,300 00	10,401 78 LT		
	Total	4,000 000			149,100 76	**266,400.00**	117,299 24 LT	6,080 00	2 28
Rating: S&P. 2, Next Dividend Payable 03/2016, Asset Class Equities									
DUKE ENERGY CORP NEW (DUK)	3/3/98	219 925	39 483	71 390	8,683 26	15,700 45	7,017 19 LT 1		
	4/9/98	519 925	40 535	71 390	21,075 30	37,117 45	16,042.15 LT 1		
	4/22/99	666 571	48 229	71 390	32,148 38	47,586 50	15,438 12 LT 1		
	7/29/99	626 579	46 593	71 390	29,194 17	44,731 47	15,537 30 LT 1		

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THE SOKOLOFF FOUNDATION
200 EAST 78TH ST.

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	8/5/13	367 000	72 480	71 390	26,600 33	26,200 13	(400 20) LT		
	Total	2,400 000			117,701 44	**171,336.00**	53,634 56 LT	7,920 00	4 62
Rating Morgan Stanley 2, S&P 2, Next Dividend Payable 03/2016, Asset Class Equities									
ELI LILLY & CO (LLY)	9/30/09	500 000	33 438	84 260	16,719 06	42,130 00	25,410 94 LT		
	10/28/09	500 000	34 457	84 260	17,228 31	42,130 00	24,901 69 LT		
	Total	1,000 000			33,947 37	**84,260.00**	50,312 63 LT	2,040 00	2 42
Rating Morgan Stanley 2, S&P. 2, Next Dividend Payable 03/2016, Asset Class Equities									
EQT CORPORATION COM NEW (EQT)	7/1/10	300 000	35 616	52 130	10,684 91	15,639 00	4,954.09 LT		
	7/16/10	800 000	36 508	52 130	29,206 44	41,704 00	12,497 56 LT		
	12/27/10	600 000	45 403	52 130	27,242 07	31,278 00	4,035 93 LT		
	12/30/11	500 000	55 671	52 130	27,835 66	26,065 00	(1,770 66) LT		
	3/5/12	500 000	53 157	52 130	26,578 67	26,065 00	(513 67) LT		
	Total	2,700 000			121,547 75	**140,751.00**	19,203 25 LT	324 00	0 23
Rating. Morgan Stanley 1, S&P 2, Next Dividend Payable 03/2016, Asset Class Alt									
FORESTAR GROUP INC (FOR)	5/16/05	358 523	24 012	10 940	8,608 91	3,922 24	(4,686 67) LT		
	7/12/06	141 276	31 481	10 940	4,447 54	1,545 56	(2,901 98) LT		
	10/18/06	333 200	29 474	10 940	9,820 57	3,645 21	(6,175 36) LT		
	3/4/08	367 000	24 668	10 940	9,053 03	4,014 98	(5,038 05) LT		
	7/22/08	800 000	19 078	10 940	15,262 27	8,752 00	(6,510 27) LT		
	12/15/10	1,200 000	18 570	10 940	22,284 16	13,128 00	(9,156 16) LT		
	3/22/12	1,500 001	15 807	10 940	23,710 18	16,410 01	(7,300 17) LT		
	4/19/13	1,200 000	21 188	10 940	25,425 28	13,128 00	(12,297 28) LT		
	Total	5,900 000			118,611 94	**64,546.00**	(54,065 94) LT	—	—
Asset Class Equities									
FREEPORT-MCMORAN INC (FCX)	12/17/97	3 631	32 170	6 770	116 81	24 58	(92 23) LT G		
	8/5/98	4 444	32 169	6 770	142 96	30 08	(112 88) LT G		
	8/27/98	4 444	32 169	6 770	142 96	30 08	(112 88) LT G		
	12/29/98	8 725	32 172	6 770	280 70	59 06	(221 64) LT G		
	7/21/00	8 887	32 169	6 770	285 89	60 16	(225 73) LT G		
	11/21/00	8 887	32 169	6 770	285 89	60 16	(225 73) LT G		
	10/27/05	5 095	32 171	6 770	163 91	34 49	(129 42) LT G		
	5/16/06	8 887	32 169	6 770	285 89	60 16	(225 73) LT G		
	4/23/12	700 000	37 701	6 770	26,390 87	4,739 00	(21,651 87) LT		
	5/9/12	700 000	36 164	6 770	25,314 66	4,739 00	(20,575 66) LT		
	6/28/12	800 000	32.710	6 770	26,168 13	5,416 00	(20,752 13) LT		
	12/5/12	800 000	33 670	6 770	26,936 18	5,416 00	(21,520.18) LT		

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THE SOKOLOFF FOUNDATION
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Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	6/20/13	947 000	28 024	6 770	26,538 49	6,411 19	(20,127 30) LT		
	8/1/13	1,000 000	29 477	6 770	29,476 57	6,770 00	(22,706 57) LT		
	9/24/14	1,000 000	33 572	6 770	33,571 69	6,770 00	(26,801 69) LT		
	12/4/14	900 000	26 840	6 770	24,156 27	6,093 00	(18,063 27) LT		
	Total	6,900 000			220,257 87	**46,713.00**	(173,544 91) LT	1,380 00	2 95
Rating S&P 1, Next Dividend Payable 02/2016, Asset Class Equities									
GENERAL MILLS INC (GIS)	4/18/95	1,900 000	12 417	57 660	23,591 41	109,554 00	85,962 59 LT 1		
	6/16/04	2,000 000	23 413	57 660	46,825 90	115,320 00	68,494 10 LT		
	4/17/09	1,000 000	25 252	57 660	25,251 83	57,660 00	32,408 17 LT		
	8/2/11	500 000	37 272	57 660	18,636 00	28,830 00	10,194 00 LT		
	Total	5,400 000			114,305 14	**311,364.00**	197,058 86 LT	9,504 00	3 05
Rating Morgan Stanley 2, S&P 2; Next Dividend Payable 02/2016, Asset Class Equities									
GRANITE CONSTR INC (GVA)	1/11/94	350 000	6 742	42 910	2,359 68	15,018 50	12,658 82 LT 1		
	3/2/94	2,700 000	6 779	42 910	18,302 85	115,857 00	97,554 15 LT 1		
	4/13/95	3,375 000	5 604	42 910	18,913 49	144,821 25	125,907 76 LT 1		
	3/12/96	675 000	8 335	42 910	5,626.42	28,964 25	23,337 83 LT 1		
	5/1/13	1,000 000	26 937	42 910	26,937.25	42,910 00	15,972 75 LT		
	11/4/13	100 000	30 471	42 910	3,047 11	4,291 00	1,243 89 LT		
	5/11/15	600 000	39 232	42 910	23,539 16	25,746 00	2,206 84 ST		
	Total	8,800 000			98,725 96	**377,608.00**	276,675 20 LT 2,206 84 ST	4,576 00	1 21
Next Dividend Payable 01/15/16, Asset Class Equities									
HALYARD HEALTH INC (HYH)	11/11/14	700 000	37 061	33 410	25,942 63	23,387 00	(2,555 63) LT		
	12/9/14	600 000	39 568	33 410	23,741 07	20,046 00	(3,695 07) LT		
	1/27/15	500 000	47 012	33 410	23,506 24	16,705 00	(6,801 24) ST		
	Total	1,800 000			73,189 94	**60,138.00**	(6,250 70) LT (6,801 24) ST	—	—
Rating Morgan Stanley 3, Asset Class Equities									
HESS CORPORATION (HES)	5/16/12	600 000	45 041	48 480	27,024 52	29,088 00	2,063 48 LT		
	5/31/12	600 000	44 625	48 480	26,774 84	29,088 00	2,313 16 LT		
	6/21/12	600 000	41 597	48 480	24,958 03	29,088 00	4,129 97 LT		
	7/30/12	600 000	48 825	48 480	29,295.26	29,088 00	(207 26) LT		
	10/10/12	500 000	53 339	48 480	26,669 48	24,240 00	(2,429 48) LT		
	Total	2,900 000			134,722 13	**140,592.00**	5,869 87 LT	2,900 00	2 06
Rating. S&P 2, Next Dividend Payable 03/2016, Asset Class. Equities									

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THE SOKOLOFF FOUNDATION
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Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
HEXCEL CORP NEW (HXL)	12/23/09	800 000	13 557	46 450	10,845 90	37,160 00	26,314 10 LT		
	3/3/10	1,000 000	12 403	46 450	12,403 37	46,450 00	34,046 63 LT		
	4/27/11	1,200 000	21 170	46 450	25,403 92	55,740 00	30,336 08 LT		
	4/3/12	1,000 000	25 321	46 450	25,320 72	46,450 00	21,129 28 LT		
	7/20/12	200 000	25 636	46 450	5,127 26	9,290 00	4,162 74 LT		
	11/18/13	600 000	44 497	46 450	26,698 37	27,870 00	1,171 63 LT		
	Total	4,800 000			105,799 54	**222,960.00**	117,160 46 LT	1,920 00	0 86
Next Dividend Payable 02/2016, Asset Class Equities									
HOLLYFRONTIER CORP COM (HFC)	6/12/13	600 000	45 958	39 890	27,574 80	23,934 00	(3,640 80) LT		
	8/28/13	600 000	45 311	39 890	27,186 44	23,934 00	(3,252 44) LT		
	11/5/13	600 000	47 211	39 890	28,326 71	23,934 00	(4,392 71) LT		
	5/8/14	500 000	50 803	39 890	25,401 71	19,945 00	(5,456 71) LT		
	12/10/14	600 000	38 166	39 890	22,899 31	23,934 00	1,034 69 LT		
	1/12/15	700 000	34.762	39 890	24,333 52	27,923 00	3,589.48 ST		
	10/2/15	400 000	51 346	39 890	20,538 34	15,956 00	(4,582 34) ST		
	Total	4,000 000			176,260 83	**159,560.00**	(15,707 97) LT (992 86) ST	5,280 00	3 30
Rating Morgan Stanley 2, S&P 2, Next Dividend Payable 03/2016, Asset Class: Equities									
JOHNSON & JOHNSON (JNJ)	10/16/95	680 000	11 468	102 720	7,798 32	69,849 60	62,051 28 LT 1		
	6/14/00	628 000	24 643	102 720	15,476 06	64,508 16	49,032 10 LT		
	6/14/00	392 000	24 624	102 720	9,652 61	40,266 24	30,613 63 LT		
	10/29/03	1,000 000	49 767	102 720	49,767 07	102,720 00	52,952 93 LT		
	11/25/03	500 000	51 251	102 720	25,625 45	51,360 00	25,734 55 LT		
	Total	3,200 000			108,319 51	**328,704.00**	220,384 49 LT	9,600 00	2 92
Rating Morgan Stanley 2, S&P 1; Next Dividend Payable 03/2016, Asset Class Equities									
KINDER MORGAN INCORP (KMI)	3/12/13	700 000	37 782	14 920	26,447.59	10,444 00	(16,003.59) LT		
	3/18/13	700 000	36 903	14 920	25,832 41	10,444 00	(15,388 41) LT		
	4/3/13	700 000	38 298	14 920	26,808 28	10,444 00	(16,364 28) LT		
	4/12/13	700 000	39 299	14 920	27,509 32	10,444 00	(17,065 32) LT		
	Total	2,800 000			106,597 60	**41,776.00**	(64,821 60) LT	5,712 00	13 67
Rating Morgan Stanley 2, S&P 1, Next Dividend Payable 02/2016, Asset Class Alt									
LABORATORY CP AMER HLDGS NEW (LH)	2/20/15	537 000	117 000	123 640	62,829 00	66,394 68	3,565 68 ST		
	2/26/15	263 000	125 661	123 640	33,048 97	32,517 32	(531 65) ST		
	Total	800 000			95,877 97	**98,912.00**	3,034 03 ST	—	—
Rating Morgan Stanley 1, S&P 2, Asset Class Equities									

Schedule 2 - Investments

Account Detail

Active Assets Account 052-140896-053

THE SOKOLOFF FOUNDATION
200 EAST 78TH ST.

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
LOWES COMPANIES INC (LOW)	9/7/06	500 000	27 448	76 040	13,724 11	38,020 00	24,295 89 LT		
	9/19/06	500 000	28 908	76 040	14,454 22	38,020 00	23,565 78 LT		
	10/20/06	500 000	30 574	76 040	15,286 93	38,020 00	22,733 07 LT		
	10/30/06	1,000 000	30 668	76 040	30,668 05	76,040 00	45,371 95 LT		
	12/13/07	500 000	23 409	76 040	11,704 66	38,020 00	26,315 34 LT		
	9/15/10	1,000 000	21 824	76 040	21,823 91	76,040 00	54,216 09 LT		
	Total	4,000 000			107,661 88	**304,160 00**	196,498 12 LT	4,480 00	1 47
Rating Morgan Stanley 1, S&P 2, Next Dividend Payable 02/2016, Asset Class Equities									
LYONDELLBASELL NV CL-A (LYB)	11/10/11	200 000	33 750	86 900	6,749 96	17,380 00	10,630 04 LT R		
	11/14/11	800 000	35 081	86 900	28,064 41	69,520 00	41,455 59 LT R		
	11/18/11	800 000	34 093	86 900	27,274 49	69,520 00	42,245 51 LT R		
	2/7/12	600 000	44 652	86 900	26,791 02	52,140 00	25,348 98 LT R		
	11/13/12	500 000	50 511	86 900	25,255 71	43,450 00	18,194 29 LT R		
	11/30/12	500 000	50 540	86 900	25,269 88	43,450 00	18,180 12 LT		
	3/11/13	400 000	64 706	86 900	25,882 55	34,760 00	8,877 45 LT		
	Total	3,800 000			165,288 02	**330,220.00**	164,931 98 LT	11,856 00	3 59
Rating Morgan Stanley 1, S&P 1, Next Dividend Payable 03/2016, Asset Class Equities									
MARATHON OIL CO (MRO)	6/17/08	500 000	31 886	12 590	15,942 75	6,295 00	(9,647 75) LT		
	7/22/08	500 000	26 335	12 590	13,167 33	6,295 00	(6,872 33) LT		
	10/22/08	500 000	13 565	12 590	6,782 59	6,295 00	(487 59) LT		
	3/16/11	500 000	29 638	12 590	14,818 80	6,295 00	(8,523 80) LT		
	Total	2,000 000			50,711 47	**25,180.00**	(25,531 47) LT	400 00	1 58
Rating Morgan Stanley 1, S&P 2; Next Dividend Payable 03/2016, Asset Class Equities									
MARATHON PETROLEUM CORP (MPC)	7/22/08	400 000	17 814	51 840	7,125 59	20,736 00	13,610 41 LT		
	10/22/08	500 000	9 176	51 840	4,588 06	25,920 00	21,331 94 LT		
	3/16/11	500 000	20 048	51 840	10,024 12	25,920 00	15,895 88 LT		
	8/16/11	1,200 000	19 728	51 840	23,673 26	62,208 00	38,534 74 LT		
	1/24/12	1,200 000	19 734	51 840	23,680 55	62,208 00	38,527 45 LT		
	2/22/12	1,200 000	22 065	51 840	26,477.44	62,208 00	35,730 56 LT		
	12/19/12	800 000	31 646	51 840	25,316 79	41,472 00	16,155 21 LT		
	Total	5,800 000			120,885 81	**300,672.00**	179,786 19 LT	7,424 00	2 46
Rating Morgan Stanley 1, S&P 2, Next Dividend Payable 03/2016, Asset Class Equities									
MERCK & CO INC NEW COM (MRK)	11/10/09	200 000	34 066	52 820	6,813 22	10,564 00	3,750 78 LT		
	2/4/10	500 000	37 517	52 820	18,758 60	26,410 00	7,651 40 LT		
	7/8/11	700 000	36 660	52 820	25,662 16	36,974 00	11,311 84 LT		

Schedule 2 - Investments

Account Detail

Active Assets Account 052-140896-053

THE SOKOLOFF FOUNDATION
200 EAST 78TH ST.

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	Total	1,400 000			51,233 98	**73,948.00**	22,714 02 LT	2,576 00	3 48
Rating Morgan Stanley 2, S&P 2, Next Dividend Payable 01/08/16, Asset Class Equities									
MONSANTO CO/NEW (MON)	4/6/10	100 000	70 704	98 520	7,070 35	9,852 00	2,781 65 LT		
	6/21/10	500 000	50 623	98 520	25,311 67	49,260 00	23,948 33 LT		
	8/26/10	500 000	56 734	98 520	28,367 16	49,260 00	20,892 84 LT		
	9/17/10	500 000	56 885	98 520	28,442 43	49,260 00	20,817 57 LT		
	3/9/11	400 000	70 445	98 520	28,177 83	39,408 00	11,230 17 LT		
	4/6/11	400 000	70 121	98 520	28,048 59	39,408 00	11,359 41 LT		
	12/12/11	400 000	70 010	98 520	28,003 88	39,408 00	11,404 12 LT		
	10/22/14	200 000	115 373	98 520	23,074 52	19,704 00	(3,370 52) LT		
	Total	3,000 000			196,496 43	**295,560.00**	99,063 57 LT	6,480 00	2 19
Rating Morgan Stanley 1, S&P 1, Next Dividend Payable 01/2016, Asset Class Equities									
MUELLER WATER PROD INC SER A (MWA)	12/22/06	1,500 000	15 022	8 600	22,533 11	12,900 00	(9,633 11) LT R		
	12/29/06	1,000 000	14 922	8 600	14,921 89	8,600 00	(6,321 89) LT R		
	1/5/07	500 000	14 889	8 600	7,444 57	4,300 00	(3,144 57) LT R		
	2/16/07	500 000	15 501	8 600	7,750 66	4,300 00	(3,450 66) LT R		
	2/20/07	500 000	15 968	8 600	7,983 76	4,300 00	(3,683.76) LT R		
	9/10/07	1,000 000	10 971	8 600	10,971 12	8,600 00	(2,371 12) LT R		
	8/27/08	1,000 000	10 107	8 600	10,107 30	8,600 00	(1,507 30) LT R		
	5/7/09	2,000 000	4 278	8 600	8,555 26	17,200 00	8,644 74 LT R		
	12/20/10	2,000.000	4 135	8 600	8,269 99	17,200 00	8,930 01 LT R		
	12/17/12	2,000 000	5 681	8 600	11,361 45	17,200 00	5,838 55 LT		
	5/9/13	1,000 000	7 492	8 600	7,491 90	8,600 00	1,108 10 LT		
	11/22/13	3,000 000	9 144	8 600	27,431 93	25,800 00	(1,631 93) LT		
	4/22/15	2,100 000	10 455	8 600	21,955 74	18,060 00	(3,895 74) ST		
	Total	18,100 000			166,778 68	**155,660 00**	(7,222 94) LT (3,895 74) ST	1,448.00	0 93
Next Dividend Payable 02/2016, Asset Class Equities									
MYLAN N V (MYL)	3/2/15	1,800 000	57 702	54 070	103,864 32	**97,326.00**	(6,538 32) ST	—	—
Rating Morgan Stanley 2, S&P 1; Asset Class Equities									
NEWELL RUBBERMAID INC (NWL)	2/13/15	100 000	40 167	44 080	4,016 75	4,408 00	391 25 ST		
	3/10/15	600 000	38 680	44 080	23,207 76	26,448 00	3,240 24 ST		
	5/13/15	600 000	40 200	44 080	24,120 21	26,448 00	2,327 79 ST		
	9/18/15	500 000	43 301	44 080	21,650 47	22,040 00	389 53 ST		
	11/12/15	500 000	45 064	44 080	22,531 76	22,040 00	(491 76) ST		

Schedule 2 - Investments

Account Detail

Active Assets Account
052-140896-053

THE SOKOLOFF FOUNDATION
200 EAST 78TH ST.

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	Total	2,300 000			95,526 95	**101,384 00**	5,857 05 ST	1,748 00	1 72
Rating Morgan Stanley 1, S&P 1, Next Dividend Payable 03/2016, Asset Class Equities									
NRG ENERGY INC (NRG)	5/6/15	1,000 000	24 884	11 770	24,883 93	11,770 00	(13,113 93) ST		
	12/11/15	2,000 000	10 338	11 770	20,675 00	23,540 00	2,865 00 ST		
	Total	3,000 000			45,558 93	**35,310.00**	(10,248 93) ST	1,740 00	4 92
Rating Morgan Stanley 1, S&P 1, Next Dividend Payable 02/2016, Asset Class Equities									
NUANCE COMMUNICATIONS INC (NUAN)	5/22/12	1,200 000	22 029	19 890	26,434 83	23,868 00	(2,566 83) LT		
	7/23/12	1,300 000	20 668	19 890	26,868 16	25,857 00	(1,011 16) LT		
	8/2/13	1,300 000	19 567	19 890	25,436 62	25,857 00	420 38 LT		
	Total	3,800 000			78,739 61	**75,582.00**	(3,157 61) LT	—	—
Rating Morgan Stanley 2, Asset Class Equities									
PFIZER INC (PFE)	3/20/06	1,000 000	26 783	32 280	26,782 56	32,280 00	5,497 44 LT		
	5/11/06	1,000 000	25 545	32 280	25,544 90	32,280 00	6,735 10 LT		
	6/5/06	1,000 000	24 325	32 280	24,324 67	32,280 00	7,955 33 LT		
	Total	3,000 000			76,652 13	**96,840.00**	20,187 87 LT	3,600 00	3 71
Rating S&P 2, Next Dividend Payable 03/2016, Asset Class Equities									
PHILLIPS 66 COM (PSX)	10/29/15	300 000	88 152	81 800	26,445 57	**24,540.00**	(1,905 57) ST	672 00	2 73
Rating Morgan Stanley 1, S&P 3, Next Dividend Payable 03/2016, Asset Class Equities									
POTASH CP OF SASKATCHEWAN INC (POT)	3/22/06	300 000	9 649	17 120	2,894 83	5,136 00	2,241 17 LT		
	3/28/06	2,700 000	9 256	17 120	24,991 48	46,224 00	21,232 52 LT		
	5/18/06	1,800 000	10 449	17 120	18,807 60	30,816 00	12,008 40 LT		
	7/6/10	900 000	28 599	17 120	25,739 07	15,408 00	(10,331 07) LT		
	5/4/12	600 000	43 171	17 120	25,902 50	10,272 00	(15,630.50) LT		
	9/3/13	800 000	30 056	17 120	24,045 13	13,696 00	(10,349 13) LT		
	Total	7,100 000			122,380 61	**121,552.00**	(828 61) LT	10,792 00	8 87
Rating S&P. 1, Next Dividend Payable 02/2016, Asset Class Equities									
QEP RESOURCES INC (QEP)	9/3/97	2,100 000	6 762	13 400	14,200 01	28,140 00	13,939 99 LT 1		
	9/3/97	400 000	6 731	13 400	2,692 37	5,360 00	2,667 63 LT 1		
	2/2/01	2,000 000	9 050	13 400	18,099.71	26,800 00	8,700 29 LT		
	6/20/01	2,000 000	8 814	13 400	17,627 36	26,800 00	9,172 64 LT		
	7/27/10	1,000 000	30 375	13 400	30,375 08	13,400 00	(16,975 08) LT		
	Total	7,500 000			82,994 53	**100,500.00**	17,505 47 LT	600 00	0 59
Rating S&P 2; Next Dividend Payable 03/2016, Asset Class· Equities									
QUESTAR CORP (STR)	9/3/97	2,100 000	3 468	19 480	7,282 60	40,908 00	33,625 40 LT 1		
	9/3/97	400 000	3 452	19 480	1,380 81	7,792 00	6,411 19 LT 1		
	2/2/01	2,000 000	4 641	19 480	9,282 61	38,960 00	29,677 39 LT		

Schedule 2 - Investments

003345 MSADT093

Account Detail

Active Assets Account 052-140896-053

THE SOKOLOFF FOUNDATION
200 EAST 78TH ST.

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	6/20/01	2,000 000	4 520	19 480	9,040 35	38,960 00	29,919 65 LT		
	7/29/08	500 000	18 368	19 480	9,183 75	9,740 00	556 25 LT		
	Total	7,000 000			36,170 12	**136,360.00**	100,189 88 LT	5,880 00	4 31
Rating S&P 2, Next Dividend Payable 03/2016, Asset Class Equities									
SCHLUMBERGER LTD (SLB)	5/24/99	600 000	26 396	69 750	15,837 84	41,850 00	26,012 16 LT 1		
	6/8/99	400 000	27 444	69 750	10,977 57	27,900 00	16,922 43 LT 1		
	2/13/01	1,000 000	32 586	69 750	32,585 89	69,750 00	37,164 11 LT		
	2/23/01	1,000 000	30 327	69 750	30,326 90	69,750 00	39,423 10 LT		
	4/17/13	400 000	72 039	69 750	28,815 66	27,900 00	(915 66) LT		
	Total	3,400 000			118,543 86	**237,150.00**	118,606 14 LT	6,800 00	2 86
Rating Morgan Stanley 1, S&P 1; Next Dividend Payable 01/08/16, Asset Class Equities									
SEVENTY SEVEN ENERGY INC COM (SSE)	5/23/13	85 430	17 745	1 050	1,515.96	89 70	(1,426 26) LT		
	8/22/13	71 190	20 908	1 050	1,488 41	74 75	(1,413 66) LT		
	9/30/13	71 190	21 185	1 050	1,508 15	74 75	(1,433 40) LT		
	10/14/13	71 190	21 341	1 050	1,519 30	74 75	(1,444 55) LT		
	7/7/14	1,000 000	26 714	1 050	26,713 93	1,050 00	(25,663 93) LT		
	7/10/14	1,000 000	25 863	1 050	25,862 91	1,050 00	(24,812 91) LT		
	9/16/14	1,001 000	24 179	1 050	24,203 62	1,051 05	(23,152 57) LT		
	Total	3,300 000			82,812 28	**3,465.00**	(79,347 28) LT	—	—
Rating Morgan Stanley 1, Asset Class Equities									
SPECTRA ENERGY CORP COM (SE)	3/3/98	780 000	18 975	23 940	14,800 32	18,673 20	3,872 88 LT 1		
	4/9/98	780 000	19 481	23 940	15,194 84	18,673 20	3,478 36 LT 1		
	4/22/99	1,000 000	23 178	23 940	23,178 29	23,940 00	761 71 LT 1		
	7/29/99	940 000	22 392	23 940	21,048 37	22,503 60	1,455 23 LT 1		
	1/12/07	1,000 000	26 431	23 940	26,431 10	23,940 00	(2,491.10) LT		
	2/15/07	500 000	26 285	23 940	13,142 61	11,970 00	(1,172 61) LT		
	Total	5,000 000			113,795 53	**119,700.00**	5,904 47 LT	7,400 00	6 18
Rating Morgan Stanley. 2, S&P 1, Next Dividend Payable 03/2016, Asset Class Alt									
SPROUTS FARMERS MARKET INC (SFM)	7/15/15	800 000	27 312	26 590	21,849 93	**21,272.00**	(577 93) ST	—	—
Rating Morgan Stanley 1, S&P 1, Asset Class. Equities									
STERIS PLC (STE)	11/3/15	2,300 000	75 545	75 340	173,753 50	**173,282.00**	(471 50) ST	2,300 00	1 32
Asset Class Equities									
SUBSEA 7 S.A. SPONSORED ADR (SUBCY)	2/11/13	1,100 000	24 414	7 015	26,854 93	7,716 50	(19,138 43) LT		
	4/16/13	1,200.000	22 456	7 015	26,946 85	8,418 00	(18,528 85) LT		
	7/19/13	1,200 000	19 376	7 015	23,251.64	8,418 00	(14,833 64) LT		

Schedule 2 - Investments

Account Detail

Active Assets Account 052-140896-053
THE SOKOLOFF FOUNDATION
200 EAST 78TH ST.

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	Total	3,500 000			77,053 42	**24,552.50**	(52,500 92) LT	—	—
Asset Class Equities									
TEVA PHARMACEUTICALS ADR (TEVA)	3/24/06	100 000	42 523	65 640	4,252 35	6,564 00	2,311 65 LT		
	4/28/06	800 000	40 953	65 640	32,762 62	52,512 00	19,749 38 LT		
	5/10/06	400 000	40 456	65 640	16,182 39	26,256 00	10,073 61 LT		
	5/10/06	600 000	40 406	65 640	24,243 89	39,384 00	15,140 11 LT		
	7/6/06	500 000	32 841	65 640	16,420 59	32,820 00	16,399 41 LT		
	9/19/06	500 000	35 165	65 640	17,582 62	32,820 00	15,237 38 LT		
	11/9/06	500 000	32 118	65 640	16,058 90	32,820 00	16,761 10 LT		
	12/19/06	500 000	31 916	65 640	15,957 99	32,820 00	16,862 01 LT		
	8/4/11	600 000	41 799	65 640	25,079 30	39,384 00	14,304 70 LT		
	4/25/13	300 000	38 764	65 640	11,629 16	19,692 00	8,062 84 LT		
	Total	4,800 000			180,169 81	**315,072.00**	134,902 19 LT	5,573 00	1 76
Rating Morgan Stanley 1, S&P 1, Next Dividend Payable 03/2016, Asset Class Equities									
TEXAS INSTRUMENTS (TXN)	4/30/13	700 000	36 701	54 810	25,690 96	38,367 00	12,676 04 LT		
	6/6/13	700,000	36 024	54 810	25,216 48	38,367 00	13,150 52 LT		
	7/23/13	700 000	39 433	54 810	27,602 79	38,367.00	10,764 21 LT		
	3/21/14	600 000	47 557	54 810	28,534 24	32,886 00	4,351 76 LT		
	Total	2,700 000			107,044 47	**147,987.00**	40,942 53 LT	4,104 00	2 77
Rating Morgan Stanley 2, S&P 2, Next Dividend Payable 02/2016, Asset Class Equities									
THE MOSAIC CO (HLDG CO) NEW (MOS)	8/9/12	500 000	59 336	27 590	29,668 19	13,795 00	(15,873 19) LT		
	9/11/12	500 000	61 114	27 590	30,557 00	13,795 00	(16,762 00) LT		
	3/7/13	500 000	60 117	27 590	30,058 37	13,795 00	(16,263 37) LT		
	8/7/13	800 000	41 728	27 590	33,382 65	22,072 00	(11,310 65) LT		
	8/12/13	700 000	43 659	27 590	30,561 36	19,313 00	(11,248 36) LT		
	4/17/15	500 000	46 209	27 590	23,104 55	13,795 00	(9,309 55) ST		
	Total	3,500 000			177,332 12	**96,565.00**	(71,457 57) LT (9,309 55) ST	3,850.00	3 98
Rating Morgan Stanley 1, S&P 1, Next Dividend Payable 03/2016, Asset Class Equities									
TRC COS INC (TRR)	11/29/02	1,000 000	11 349	9 250	11,349 40	9,250 00	(2,099 40) LT		
	5/28/03	1,000 000	12 200	9 250	12,199 99	9,250 00	(2,949 99) LT		
	12/9/04	1,000.000	18 218	9 250	18,218 37	9,250 00	(8,968 37) LT		
	5/3/11	900 000	5 209	9 250	4,688 25	8,325.00	3,636.75 LT		
	5/3/11	300 000	5 427	9 250	1,628 05	2,775 00	1,146 95 LT		
	5/3/11	600 000	5 201	9 250	3,120 88	5,550 00	2,429 12 LT		
	5/3/11	200 000	5 590	9 250	1,118 00	1,850 00	732 00 LT		

003345 MSADT093

Schedule 2 - Investments

Account Detail

Active Assets Account 052-140896-053

THE SOKOLOFF FOUNDATION
200 EAST 78TH ST.

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	7/18/13	1,500 000	8 689	9 250	13,033 94	13,875 00	841 06 LT		
	11/7/13	1,500 000	7 301	9 250	10,951 87	13,875 00	2,923 13 LT		
	Total	8,000 000			76,308 75	**74,000.00**	(2,308 75) LT	—	—
Asset Class Equities									
TRI POINTE GROUP INC (TPH)	7/15/13	628 000	33 875	12 670	21,273 45	7,956 76	(13,316 69) LT		
	7/22/14	1,772 000	14 977	12 670	26,538 53	22,451 24	(4,087.29) LT		
	8/5/14	1,700 000	13 567	12 670	23,064 54	21,539 00	(1,525 54) LT		
	Total	4,100 000			70,876 52	**51,947.00**	(18,929 52) LT	—	—
Asset Class Equities									
UNITED NATURAL FOODS INC (UNFI)	6/4/15	350 000	67 083	39 360	23,479 22	13,776 00	(9,703 22) ST		
	7/2/15	350 000	63 071	39 360	22,074 79	13,776 00	(8,298 79) ST		
	Total	700 000			45,554 01	**27,552.00**	(18,002 01) ST	—	—
Rating Morgan Stanley 2, S&P 1, Asset Class Equities									
UNITED RENTALS INC (URI)	3/3/15	300 000	95 574	72 540	28,672 16	21,762 00	(6,910 16) ST		
	3/6/15	300 000	91 702	72 540	27,510 46	21,762 00	(5,748 46) ST		
	5/29/15	300 000	90 495	72 540	27,148 42	21,762 00	(5,386 42) ST		
	7/1/15	300 000	84 921	72 540	25,476 37	21,762 00	(3,714 37) ST		
	Total	1,200 000			108,807 41	**87,048.00**	(21,759 41) ST	—	—
Rating Morgan Stanley 1, S&P 1, Asset Class Equities									
VERIZON COMMUNICATIONS (VZ)	9/10/13	700 000	47 045	46 220	32,931 42	32,354 00	(577 42) LT		
	9/26/13	600 000	48.116	46 220	28,869 37	27,732 00	(1,137 37) LT		
	10/14/14	500 000	49 011	46 220	24,505 67	23,110 00	(1,395 67) LT		
	Total	1,800 000			86,306 46	**83,196.00**	(3,110 46) LT	4,068 00	4 88
Rating Morgan Stanley 1, S&P 2, Next Dividend Payable 02/2016, Asset Class Equities									
VULCAN MATERIALS CO (VMC)	2/26/03	300 000	32 643	94 970	9,792 76	28,491 00	18,698 24 LT		
	3/10/04	500 000	47 021	94 970	23,510 67	47,485 00	23,974 33 LT		
	8/13/04	500 000	46 510	94 970	23,254 78	47,485 00	24,230 22 LT		
	10/20/04	500 000	47 847	94 970	23,923 55	47,485 00	23,561 45 LT		
	5/13/09	500 000	43 539	94 970	21,769 48	47,485 00	25,715 52 LT		
	1/27/10	500 000	46 915	94 970	23,457 59	47,485 00	24,027 41 LT		
	8/31/11	700 000	35 611	94 970	24,927 71	66,479 00	41,551 29 LT		
	4/5/13	600 000	49 054	94 970	29,432 28	56,982 00	27,549 72 LT		
	Total	4,100 000			180,068 82	**389,377.00**	209,308 18 LT	1,640 00	0.42
Rating S&P 1, Next Dividend Payable 03/2016, Asset Class Equities									

Schedule 2 - Investments

Account Detail

Active Assets Account 052-140896-053

THE SOKOLOFF FOUNDATION
200 EAST 78TH ST.

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
WESTERN REFINING, INC (WNR)	11/25/13	700 000	39 048	35 620	27,333 64	24,934 00	(2,399 64) LT		
	5/6/14	600 000	43 280	35 620	25,967 98	21,372 00	(4,595 98) LT		
	5/13/14	700 000	41 539	35 620	29,077 41	24,934 00	(4,143 41) LT		
	6/25/15	500 000	44 393	35 620	22,196 69	17,810 00	(4,386 69) ST		
	6/29/15	500 000	43 595	35 620	21,797 30	17,810 00	(3,987 30) ST		
	9/1/15	500 000	41 581	35 620	20,790 30	17,810 00	(2,980 30) ST		
	Total	3,500 000			147,163 32	**124,670.00**	(11,139 03) LT (11,354 29) ST	5,320 00	4 26
Rating Morgan Stanley 2, Next Dividend Payable 02/2016, Asset Class Equities									
WEYERHAEUSER CO (WY)	8/15/13	1,000 000	27 562	29 980	27,561 70	29,980 00	2,418 30 LT		
	9/26/13	1,000 000	29 178	29 980	29,177 74	29,980 00	802 26 LT		
	12/3/13	1,000 000	29 872	29 980	29,871 58	29,980 00	108 42 LT		
	12/17/13	1,000 000	30 487	29 980	30,486 74	29,980 00	(506 74) LT		
	—	715 000	—	29 980	Please Provide	21,435 70	N/A		
	3/13/15	685 000	33 542	29 980	22,976 02	20,536 30	(2,439 72) ST		
	10/12/15	800 000	29 224	29 980	23,379 28	23,984 00	604 72 ST		
	Total	6,200 000			163,453 06	**185,876.00**	2,822 24 LT (1,835 00) ST	7,688 00	4 13
Rating S&P 2, Next Dividend Payable 02/2016; Asset Class Alt									
WHOLE FOODS MARKETS INC (WFM)	5/10/07	500 000	20 339	33 500	10,169 55	16,750 00	6,580 45 LT		
	9/5/07	500 000	21 924	33 500	10,962 18	16,750 00	5,787 82 LT		
	2/15/08	1,000 000	19 857	33 500	19,857 12	33,500 00	13,642 88 LT		
	6/24/08	1,000 000	12 984	33 500	12,984 19	33,500 00	20,515 81 LT		
	5/14/14	700 000	39 396	33 500	27,577 39	23,450 00	(4,127 39) LT		
	9/5/14	700 000	40 022	33 500	28,015 50	23,450 00	(4,565 50) LT		
	10/6/14	600 000	39 055	33 500	23,433 10	20,100 00	(3,333 10) LT		
	Total	5,000 000			132,999 03	**167,500.00**	34,500.97 LT	2,700 00	1 61
Rating Morgan Stanley 2, S&P 2, Next Dividend Payable 01/2016, Asset Class Equities									
WILLIAMS CO INC (WMB)	10/26/11	100 000	24 748	25 700	2,474 77	2,570 00	95 23 LT		
	11/4/11	1,000 000	25 824	25 700	25,823 96	25,700 00	(123 96) LT		
	12/15/11	1,000 000	25 107	25 700	25,107 08	25,700 00	592 92 LT		
	12/23/11	800 000	26 935	25 700	21,548 35	20,560 00	(988 35) LT		
	Total	2,900 000			74,954 16	**74,530.00**	(424 16) LT	7,424 00	9 96
Rating S&P 2, Next Dividend Payable 03/2016, Asset Class Alt									

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Schedule 2 - Investments

Account Detail

Active Assets Account
052-140896-053

THE SOKOLOFF FOUNDATION
200 EAST 78TH ST.

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
WPX ENERGY INC (WPX)	10/26/11	333 157	16 830	5 740	5,607 18	1,912 32	(3,694 86) LT		
	11/4/11	333 157	17 562	5 740	5,851 03	1,912 32	(3,938 71) LT		
	12/15/11	333 157	17 075	5 740	5,688 60	1,912 32	(3,776 28) LT		
	12/23/11	266 526	18 318	5 740	4,882 29	1,529 86	(3,352 43) LT		
	1/10/12	1,534 003	17 193	5 740	26,373 91	8,805 18	(17,568 73) LT		
	6/10/13	1,300 000	19 567	5 740	25,437 40	7,462 00	(17,975 40) LT		
	Total	4,100 000			73,840 41	**23,534.00**	(50,306 41) LT	—	—
Rating S&P· 1, Asset Class· Equities									
COMMON STOCKS					**$6,722,891 45**	**$8,501,550.50**	**$1,869,579.45 LT** **$(112,356.14) ST**	**$213,791.00**	**2.51%**

PREFERRED STOCKS

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
BARCLAYS BANK PLC 8.125% ADR (BCS.D)	4/8/08	1,000 000	$25 000	$26 530	$25,000 00	**$26,530.00**	$1,530 00 LT	$2,031 00	7 65
Moody BA2 S&P BB, Next Dividend Payable 03/2016, Asset Class FI & Pref									
WELLS FARGO 8% NON-CUM SER J (WFC.J)	12/18/07	1,000 000	25 000	28 080	25,000 00	**28,080.00**	3,080 00 LT	2,000 00	7 12
Moody BAA2 S&P BBB, Next Dividend Payable 03/2016, Asset Class FI & Pref									
PREFERRED STOCKS					**$50,000.00**	**$54,610.00**	**$4,610.00 LT**	**$4,031.00**	**7.38%**

	Percentage of Holdings	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
STOCKS	**96.09%**	**$6,772,891.45**	**$8,556,160.50**	**$1,874,189.45 LT** **$(112,356 14) ST**	**$217,822.00**	**2.55%**

	Percentage of Holdings	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income / Accrued Interest	Current Yield %
TOTAL MARKET VALUE		**$6,772,891.45**	**$8,904,332.86**	**$1,874,189.45 LT** **$(112,356.14) ST**	**$217,993.08** **$0.00**	**2.45%**
ADJUSTMENTS TO COST			(342,892.99) MONEY MKT			
LYONDELL BASELL - 2011 NONTAX DISTRIB		(11,483.45)	8,561,439.87 FMV			
LYONDELL BASELL - 2012 NONTAX DISTRIB		(3,634.54)				
LYONDELL BASELL - ADJ TO COST		279.48				
MULLER WATER - 2012 NONTAX DISTRIB		(350.-)				
TRI POINTE HOMES - NET CORRECTION TO COST		(12,786.98)				
WEYERHAUSER - 7/9/14 ADJ TO COST		21,290.62				
TOTAL COST BASIS		6,766,206.58				

Schedule 2 - Investments