EXTENDED TO NOVEMBER 15, 2016

Form **990-PF** — **Return of Private Foundation** — OMB No 1545-0052 — **2015**

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*.

Department of the Treasury Internal Revenue Service — Open to Public Inspection

For calendar year 2015 or tax year beginning , and ending

Name of foundation: THE GOODWIN FOUNDATION

A Employer identification number: 22-2882244

Number and street (or P O box number if mail is not delivered to street address): P.O. 943 — Room/suite:

B Telephone number: (856) 235-2118

City or town, state or province, country, and ZIP or foreign postal code: ATCO, NJ 08004

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) ▶$ 2,720,576.

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))

	Line	(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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	22.	22.		STATEMENT 1
	4 Dividends and interest from securities	35,510.	35,510.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-272,459.			
	b Gross sales price for all assets on line 6a 3,049,731.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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	389.	389.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	-236,538.	35,921.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	65,000.	0.		65,000.
	14 Other employee salaries and wages	37,440.	0.		37,440.
	15 Pension plans, employee benefits	4,932.	0.		4,932.
	16a Legal fees				
	b Accounting fees STMT 4	9,319.	0.		9,319.
	c Other professional fees STMT 5	39,637.	39,255.		382.
	17 Interest				
	18 Taxes STMT 6	23,897.	360.		9,471.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	5,580.	0.		5,580.
	24 **Total operating and administrative expenses** Add lines 13 through 23	185,805.	39,615.		132,124.
	25 Contributions, gifts, grants paid	482,500.			482,500.
	26 **Total expenses and disbursements.** Add lines 24 and 25	668,305.	39,615.		614,624.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-904,843.			
	b **Net investment income** (if negative, enter -0-)		0.		
	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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	10,532.	5,302.	5,302.
	2 Savings and temporary cash investments			
	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 ▶ 39,973.			
	Less: allowance for doubtful accounts ▶ 0.	39,973.	39,973.	39,973.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	3,542,346.	2,699,281.	2,675,301.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,592,851.	2,744,556.	2,720,576.
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 ▶ ☒ 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	3,592,851.	2,744,556.	
	30 **Total net assets or fund balances**	3,592,851.	2,744,556.	
	31 **Total liabilities and net assets/fund balances**	3,592,851.	2,744,556.	

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	3,592,851.
2	Enter amount from Part I, line 27a	2	-904,843.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	56,548.
4	Add lines 1, 2, and 3	4	2,744,556.
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	2,744,556.

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				
b	SEE ATTACHED STATEMENT			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	3,049,731.		3,322,190.	-272,459.

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				
b				
c				
d				
e				-272,459.

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 — -272,459.

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	189,297.	3,556,902.	.053220
2013	253,063.	3,613,083.	.070041
2012	214,592.	3,705,184.	.057917
2011	54,074.	3,912,135.	.013822
2010	103,050.	3,648,237.	.028247

2	**Total** of line 1, column (d)	2	.223247
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	.044649
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	2,911,663.
5	Multiply line 4 by line 3	5	130,003.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7	Add lines 5 and 6	7	130,003.
8	Enter qualifying distributions from Part XII, line 4	8	614,624.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b			1	0.
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	0.
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	0.
6	Credits/Payments:				
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	8,040.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	8,040.
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	8,040.
11	Enter the amount of line 10 to be: **Credited to 2016 estimated tax** ▶ 0. **Refunded** ▶			11	8,040.

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)? *If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*	1b		X
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) ▶ NJ			
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 ▶ GOODWIN ENTERPRISES Telephone no. ▶856-235-3111			
	Located at ▶200 COUNTRY CLUB PARKWAY, MOUNT LAUREL, NJ ZIP+4 ▶08054			
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			
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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
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
RICHARD GOODWIN 385 FAIRWAY DRIVE SNOWMASS VILLAGE, CO 81615	TRUSTEE 0.00	0.	0.	0.
JOANNA GOODWIN 11 CLIFTON CT PIKESVILLE, MD 21208	TRUSTEE 40.00	65,000.	0.	0.
JOHN GOODWIN 111 MOUNTAINVIEW DRIVE MOUNT LAUREL, NJ 08054	TRUSTEE 0.00	0.	0.	0.
ROBERT GOODWIN 1608 VALLEY GLENN ROAD ELKINS PARK, PA 19117	TRUSTEE 0.00	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.

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	2,937,553.
b	Average of monthly cash balances	1b	18,450.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	2,956,003.
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	2,956,003.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	44,340.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,911,663.
6	**Minimum investment return.** Enter 5% of line 5	6	145,583.

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	145,583.
2a	Tax on investment income for 2015 from Part VI, line 5 — 2a		
b	Income tax for 2015. (This does not include the tax from Part VI.) — 2b		
c	Add lines 2a and 2b	2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	145,583.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	145,583.
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	145,583.

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	614,624.
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	614,624.
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	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	614,624.

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				145,583.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			68,471.	
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: ▶ $ 614,624.				
a Applied to 2014, but not more than line 2a			68,471.	
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				145,583.
e Remaining amount distributed out of corpus	400,570.			
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	400,570.			
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.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	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	400,570.			
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 400,570.				

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).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

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				
ALLMEP 1901 PENNSYLVANIA AVE NW STE 902 WASHINGTON, DC 20006		501C3	OPERATING FUNDS	30,000.
AREI, INC. P. O. BOX 7784 ASPEN, CO 81612		501C3	OPERATING FUNDS	2,600.
ASPEN JEWISH CONGREGATION 77 MEADOWOOD DR ASPEN, CO 81611		501C3	OPERATING FUNDS	300.
BUDDY PROGRAM 110 HALLAM STREET, STE 125 ASPEN, CO 81611		501C3	OPERATING FUNDS	2,500.
CONQUER PARALYSIS NOW FOUNDATION P. O. BOX 3661 PRINCETON, NJ 08543-3661		501C3	OPERATING FUNDS	1,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	482,500.
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 (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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			14	22.	
4 Dividends and interest from securities			14	35,510.	
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	-272,459.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a OTHER			18	389.	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		-236,538.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 -236,538.

(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: 11/10/16 Title: TRUSTEE

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
MICHAEL VALUCCI, CPA	[signature] MICHAEL VALUCCI,	11-08-16		P00051704
Firm's name ▶ CLIFTONLARSONALLEN LLP			Firm's EIN ▶ 41-0746749	
Firm's address ▶ 610 W. GERMANTOWN PIKE, STE. 400 PLYMOUTH MEETING, PA 19462			Phone no. 215-643-3900	

Form **990-PF** (2015)

523622 11-24-15

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	MORGAN STANLEY 0846- ST COVERED	P	VARIOUS	12/31/15
b	MORGAN STANLEY 0846- LT COVERED	P	VARIOUS	12/31/15
c	MORGAN STANLEY 0846- LT NONCOVERED	P	VARIOUS	12/31/15
d	MORGAN STANLEY 0799- ST COVERED	P	VARIOUS	12/31/15
e	MORGAN STANLEY 0799- LT COVERED	P	VARIOUS	12/31/15
f	MORGAN STANLEY 0848- ST COVERED	P	VARIOUS	12/31/15
g	MORGAN STANLEY 0848- LT COVERED	P	VARIOUS	12/31/15
h	MORGAN STANLEY 0848- LT NONCOVERED	P	VARIOUS	12/31/15
i	MORGAN STANLEY 0793- ST COVERED	P	VARIOUS	12/31/15
j	NEUBERGER BERMAN LLC 32648- ST NONCOVERED	P	VARIOUS	12/31/15
k	NEUBERGER BERMAN LLC 32648- LT NONCOVERED	P	VARIOUS	12/31/15
l	CAPITAL GAINS DIVIDENDS			
m				
n				
o				

	(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	78,043.		69,840.	8,203.
b	22,608.		26,648.	-4,040.
c	7,002.		11,055.	-4,053.
d	340,000.		353,831.	-13,831.
e	75,000.		77,629.	-2,629.
f	57,056.		48,709.	8,347.
g	16,763.		13,729.	3,034.
h	2,853.		1,549.	1,304.
i	2,000.		2,011.	-11.
j	317,384.		412,692.	-95,308.
k	2,125,254.		2,304,497.	-179,243.
l	5,768.			5,768.
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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	
a				8,203.
b				-4,040.
c				-4,053.
d				-13,831.
e				-2,629.
f				8,347.
g				3,034.
h				1,304.
i				-11.
j				-95,308.
k				-179,243.
l				5,768.
m				
n				
o				

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	-272,459.
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

523591
04-01-15

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
J STREET EDUCATION FUND PO BOX 66073 WASHINGTON, DC 20035		501C3	$25K GENERAL; $35K U TA SHEMA PROGRAM; $50K U PROGRAMMING; $10K TO MISSION TO ISRAEL	120,000.
MIDDLE EAST PEACE DIALOGUE NETWORK P. O. BOX 943 ATCO, NJ 08004		501C3	OPERATING FUNDS	265,000.
NATIONAL JEWISH HEALTH 1400 JACKSON ST DENVER, CO 80206		501C3	OPERATING FUNDS	500.
OVARIAN CANCER CIRCLE PO BOX 461759 LOS ANGELES, CA 90046		501C3	OPERATING FUNDS	2,500.
SYRACUSE CANCER RESEARCH INSTITUTE 600 E. GENESEE ST. #130 SYRACUSE, NY 13202		501C3	OPERATING FUNDS	3,000.
TRASHMASTERS INTL INC PO BOX 6200 SNOWMASS VILLAGE, CO 81615		501C3	OERATING FUNDS	500.
UNION OF CONCERNED SCIENTISTS TWO BRATTLE SQ CAMBRIDGE, MA 02138-3780		501C3	OPERATING FUNDS	100.
WILDLIFE CONSERVATION SOCIETY 2300 SOUTHERN BLVD BRONX, NY 10460		501C3	DESIGNATED TO 96 ELEPHANTS	200.
ARC OF BURLINGTON COUNTY, INC 115 E. BROAD STREET BURLINGTON, NJ 08016		501C3	OPERATING FUNDS	100.
ASP. COMMUNITY FOUNDATION 110 HALLAM STREET, STE 126 ASPEN, CO 81611		501C3	OPERATING FUNDS	1,000.
Total from continuation sheets				446,100.

523631
04-01-15

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
ASPCA 424 E 92ND ST NEW YORK, NY 10128		501C3	OPERATING FUNDS	50.
ASPEN CAMP OF THE DEAF 4862 SNOWMASS CREEK RD SNOWMASS, CO 81654		501C3	OPERATING FUNDS	400.
ASPEN JEWISH COMMUNITY CENTER 435 WEST MAIN ST ASPEN, CO 81611		501C3	OPERATING FUNDS	100.
AVSC 300 AVSC DRIVE ASPEN, CO 81611		501C3	OPERATING FUNDS	2,500.
BRADY CENTER 840 FIRST ST, NE, STE 400 WASHINGTON DC, DC 20002		501C3	OPERATING FUNDS	50.
CORE PO BOX 9707 ASPEN, CO 81612		501C3	OPERATING FUNDS	8,650.
DOCTORS WITHOUT BORERS 333 7TH AVE, 2ND FLOOR NEW YORK , NY 10001		501C3	OPERATING FUNDS	100.
DWIGHT SCHOOL FOUNDATION 291 CENTRAL PARK WEST NEW YORK, NY 10024		501C3	OPERATING FUNDS	250.
FINCA 120 15TH ST, NW, 8TH FLOOR WASHINGTON, DC 20005		501C3	OPERATING FUNDS	50.
FRIENDS OF THE JEWISH CHAPEL URIAH P. LEVY CENTER & JEWISH CHAPEL, UNITED STATES NAVAL ACADEMY. 326 FIRST ANNAPOLIS, MD 21403		501C3	OPERATING FUNDS	5,000.
Total from continuation sheets				

523631
04-01-15

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
HAIFA FOUNDATION 1120 AVENUE OF THE AMERICAS, STE 4111, 4TH FLOOR NEW YORK, NY 10036		501C3	OPERATING FUNDS	200.
JACOB'S CHAPEL A.M.E. CHURCH 318 ELBO LANE MT. LAUREL, NJ 08054		501C3	OPERATING FUNDS	200.
JEWISH FOUNDATION FOR THE RIGHTEOUS 305 SEVENTH AVE, 19TH FLOOR NEW YORK, NY 10001-6008		501C3	OPERATING FUNDS	100.
LITTLE STAR FOUNDATION 256 RANCHO MILAGRO WAY HESPERUS, CO 81326		501C3	OPERATING FUNDS	100.
MAKE A WISH FOUNDATION OF COLORADO 7951 E. MAPLEWOOD AVE, STE 126 GREENWOOD VILLAGE, CO 80111		501C3	OPERATING FUNDS	100.
MARINE TOYS FOR TOTS 18251 QUANTICO GATEWAY DRIVE TRIANGLE, VA 22172		501C3	OPERATING FUNDS	50.
MIND SPRINGS HEALTH 0405 CASTLE CREEK, STE 9 ASPEN, CO 81611		501C3	OPERATING FUNDS	100.
MORGAN ADAMS FOUNDATION 5305 E EVANS AVE, STE 202 DENVER, CO 80222		501C3	OPERATING FUNDS	1,800.
MOTHER EMANUEL HOPE FUND C/O CITY OF CHARLESTON, PO BOX 304 CHARLESTON, SC 29402		501C3	OPERATING FUNDS	4,500.
MOUNTAIN RESCUE-ASPEN 37925 HIGHWAY 82 ASPEN, CO 81611-2501		501C3	OPERATING FUNDS	100.
Total from continuation sheets				

523631
04-01-15

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
NATIONAL MULTIPLE SCLEROSIS COLORADO CHAPTER, 900 SOUTH BROADWAY, 2ND FLOOR DENVER, CO 80209		501C3	OPERATING FUNDS	100.
NATIONAL MUSEUM OF AMERICAN JEWISH HISTORY 101 SOUTH INDEPENDENCE MALL EAST PHILADELPHIA, PA 19106		501C3	OPERATING FUNDS	500.
NEIGHBOR TO NEIGHBOR PO BOX 1639 ASPEN, CO 80209		501C3	OPERATING FUNDS	150.
NEW ISRAEL FUND 6 EAST 39TH ST, STE 301 NEW YORK, NY 10016		501C3	OPERATING FUNDS	10,000.
ROCKING THE BOAT 812 EDGEWATER RD BRONX, NY 10474		501C3	OPERATING FUNDS	1,000.
ROCKY MOUNTAIN DOWN SYNDROME 3515 SOUTH TAMARAC DRIVE, STE 320 DENVER, CO 80237		501C3	OPERATING FUNDS	100.
ROCKY MOUNTAIN INSTITUTE 2317 SNOMASS CREEK RD SNOWMASS, CO 81654		501C3	OPERATING FUNDS	100.
ROCKY MOUNTAIN PBS 1089 BANNOCK ST DENVER, CO 80204		501C3	OPERATING FUNDS	100.
SAVE THE CHILDREN 501 KINGS HIGHWAY EAST, STE 400 FAIRFIELD, CT 06825		501C3	OPERATING FUNDS	5,000.
SPECIAL OLYMPICS 1133 19TH ST, NW WASHINGTON, DC 20036-3604		501C3	OPERATING FUNDS	100.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
TESSA HORAN FOUNDATION PO BOX 8751 SANTA FE, NM 87504		501C3	OPERATING FUNDS	100.
THE ASSOCIATED JEWISH FEDERATION OF BALTIMORE 101 MT. ROYAL AVE BALTIMORE, MD 21202		501C3	OPERATING FUNDS	1,300.
THE SALVATION ARMY 701 N BROAD ST PA, PA 19123		501C3	OPERATING FUNDS	50.
UNITED NEGRO COLLEGE FUND 9-25 ALLING ST, 2ND FLOOR NEWARK, NJ 07102		501C3	OPERATING FUNDS	200.
UNITED WAY OF PHILADELPHIA AND SOUTH NEW JERSEY 1709 BENJAMIN FRANKLIN PARKWAY PA, PA 19103-1294		501C3	OPERATING FUNDS	5,000.
WALKING STICK FOUNDATION 1336 NORTH MOORPARK RD, STE 289 THOUSAND OAKS, CA 91360		501C3	OPERATING FUNDS	100.
WOUNDED WARRIOR PROJECT 4899 BELFORT RD, STE 300 JACKSONVILLE, FL 32256		501C3	OPERATING FUNDS	300.
ENCOUNTER PROGRAMS 25 BROADWAY, STE 1700 NEW YORK, NY 10004		501C3	OPERATING FUNDS	1,000.
JEWISH WOMENS ARCHIVES ONE HARVARD STREET, STE 200 BROOKLINE, MA 02445		501C3	OPERATING FUNDS	1,800.
JUST VISION 1616 P STREET, NW, STE 340 WASHINGTON, DC 20036		501C3	OPERATING FUNDS	1,800.
Total from continuation sheets				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY	22.	22.	
TOTAL TO PART I, LINE 3	22.	22.	

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 - ETHEL LAWRENCE	3,440.	1,715.	1,725.	1,725.	
MORGAN STANLEY - HOLOCAUST	6,057.	3,063.	2,994.	2,994.	
MORGAN STANLEY 799	10,669.	663.	10,006.	10,006.	
MORGAN STANLEY 846	11,645.	327.	11,318.	11,318.	
MORGAN STANLEY 848	3,555.	0.	3,555.	3,555.	
NEUBERGER	5,912.	0.	5,912.	5,912.	
TO PART I, LINE 4	41,278.	5,768.	35,510.	35,510.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
OTHER	389.	389.	
TOTAL TO FORM 990-PF, PART I, LINE 11	389.	389.	

NEUBERGER BERMAN LLC
OH4-RM00
P.O BOX 183211
COLUMBUS, OH 43218
FOR UNDELIVERABLE MAIL ONLY

Telephone Number (212) 476-5505

Account No 541-32648
Account Name THE GOODWIN FOUNDATION
Recipient's Identification Number XX-XXX2244
Account Executive No 146
ORIGINAL *12/31/15*

NEUBERGER | BERMAN

2015 Supplemental Gain or (Loss) Information

Short-Term Gain or (Loss) from Transactions not Reported to IRS

Date of Sale or Exchange	Date of Acquisition	Description	Symbol / CUSIP	Quantity	Gross Proceeds Less Commission and Option Premium	Cost or Other Basis	REALIZED GAIN/(LOSS)
09/02/15 H	12/22/14	AMERICAN EAGLE OUTFITTERS INC	AEO 02553E106	555 00000	9,490 32	7,498 11 T	1,992 21
09/02/15 H	07/07/15	***ABB LTD SPONSORED ADR	ABB 000375204	65 00000	1,229 13	1,308 11 T	(78.98)
09/02/15 H	03/16/15	***ABB LTD SPONSORED ADR	ABB 000375204	130 00000	2,458 25	2,647 85 T	(189 60)
09/02/15 H	02/11/15	***ABB LTD SPONSORED ADR	ABB 000375204	470 00000	8,887 53	9,735 82 T	(848 29)
09/02/15 H	05/06/15	AT&T INC	T 00206R102	90 00000	2,964 54	3,035 45 T	(70 91)
09/02/15 H	02/10/15	ABBVIE INC	ABBV 00287Y109	30 00000	1,835 37	1,672 65 T	162 72
09/02/15 H	03/05/15	ABBVIE INC	ABBV 00287Y109	35 00000	2,141 26	2,046 80 T	94 46
09/02/15 H	03/16/15	***BCE INC NEW	BCE 05534B760	50 00000	1,988 46	2,102.30 T	(113.84)
09/02/15 H	02/13/15	BUCKLE INC	BKE 118440106	2 00000	83 78	97 87 T	(14 09)
09/02/15 H	02/17/15	BUCKLE INC	BKE 118440106	9 00000	377 00	440 67 T	(63 67)
09/02/15 H	08/17/15	BUCKLE INC	BKE 118440106	30 00000	1,256 67	1,263 50 T	(6 83)
09/02/15 H	01/21/15	BUCKLE INC	BKE 118440106	44 00000	1,843 13	2,141 00 T	(297 87)
09/02/15 H	03/05/15	BUCKLE INC	BKE 118440106	45 00000	1,885 02	2,215 52 T	(330 50)

If you are required to file a return, a negligence penalty or other sanctions may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

NEUBERGER BERMAN

NEUBERGER BERMAN LLC
OH4-RM00
P.O BOX 183211
COLUMBUS, OH 43218
FOR UNDELIVERABLE MAIL ONLY

Telephone Number (212) 476-5505

Account No. 541-32648
Account Name: THE GOODWIN FOUNDATION
Recipient's Identification Number XX-XXX2244
Account Executive No 146
ORIGINAL. 12/31/15

2015 Supplemental Gain or (Loss) Information (continued)

Short-Term Gain or (Loss) from Transactions not Reported to IRS

Date of Sale or Exchange		Date of Acquisition	Description	Symbol / CUSIP	Quantity	Gross Proceeds Less Commission and Option Premium	Cost or Other Basis		REALIZED GAIN/(LOSS)
09/02/15	H	01/14/15	BUCKLE INC	BKE 118440106	95.00000	3,979 48	4,657 63	T	(678 15)
09/02/15	H	04/17/15	BUCKLE INC	BKE 118440106	110 00000	4,607 81	5,191 19	T	(583 38)
09/02/15	H	10/16/14	***CORE LABORATORIES NV	CLB N22717107	18 00000	2,047 46	2,499.21	T	(451 75)
09/02/15	H	10/17/14	***CORE LABORATORIES NV	CLB N22717107	48 00000	5,459 90	6,677 47	T	(1,217 57)
09/02/15	H	12/04/14	***CORE LABORATORIES NV	CLB N22717107	64.00000	7,279 86	7,950 38	T	(670 52)
09/02/15	H	10/06/14	CINEMARK HLDGS INC	CNK 17243V102	130 00000	4,510 91	4,298.70	T	212.21
09/02/15	H	08/24/15	CATERPILLAR INC	CAT 149123101	55 00000	4,174 42	4,037 12	T	137 30
09/02/15	H	08/13/15	CISCO SYSTEMS INC	CSCO 17275R102	60 00000	1,532.97	1,734.49	T	(201 52)
09/04/15	S	02/27/15	**DOUBLELINE FDS TR TOTAL RETURN BD FD CL I	DBLTX 258620103	59.53100	650.67	656.03	T	(5.36)
09/04/15	S	01/30/15	**DOUBLELINE FDS TR TOTAL RETURN BD FD CL I	DBLTX 258620103	65 31400	713.88	724 33	T	(10 45)
09/04/15	S	09/01/15	**DOUBLELINE FDS TR TOTAL RETURN BD FD CL I	DBLTX 258620103	65 44700	715.34	712.72	T	2.62
09/04/15	S	04/30/15	**DOUBLELINE FDS TR TOTAL RETURN BD FD CL I	DBLTX 258620103	68 28400	746 34	751.12	T	(4 78)
09/04/15	S	03/31/15	**DOUBLELINE FDS TR TOTAL RETURN BD FD CL I	DBLTX 258620103	70 50300	770.60	778 35	T	(7 75)

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FOR UNDELIVERABLE MAIL ONLY

Telephone Number (212) 476-5505

Account No	541-32648
Account Name	THE GOODWIN FOUNDATION
Recipient's Identification Number	XX-XXX2244
Account Executive No	146
ORIGINAL:	*12/31/15*

NEUBERGER | BERMAN

2015 Supplemental Gain or (Loss) Information (continued)

Short-Term Gain or (Loss) from Transactions not Reported to IRS

Date of Sale or Exchange		Date of Acquisition	Description	Symbol / CUSIP	Quantity	Gross Proceeds Less Commission and Option Premium	Cost or Other Basis		REALIZED GAIN/(LOSS)
09/04/15	S	07/31/15	**DOUBLELINE FDS TR TOTAL RETURN BD FD CL I	DBLTX 258620103	70.76300	773 44	772 73	T	0.71
09/04/15	S	06/30/15	**DOUBLELINE FDS TR TOTAL RETURN BD FD CL I	DBLTX 258620103	70 97900	775 81	771 54	T	4.27
09/04/15	S	05/29/15	**DOUBLELINE FDS TR TOTAL RETURN BD FD CL I	DBLTX 258620103	71 77900	784 54	788.13	T	(3 59)
09/04/15	S	11/28/14	**DOUBLELINE FDS TR TOTAL RETURN BD FD CL I	DBLTX 258620103	71 99800	786.94	57,072 81	T	(56,285 87)
09/04/15	S	10/31/14	**DOUBLELINE FDS TR TOTAL RETURN BD FD CL I	DBLTX 258620103	75 60500	826 36	829.39	T	(3.03)
09/04/15	S	09/30/14	**DOUBLELINE FDS TR TOTAL RETURN BD FD CL I	DBLTX 258620103	78 96000	863 03	863 82	T	(0 79)
09/04/15	S	12/31/14	**DOUBLELINE FDS TR TOTAL RETURN BD FD CL I	DBLTX 258620103	82.98500	907.03	910 34	T	(3 31)
09/02/15	H	11/13/14	DOW CHEMICAL COMPANY (THE)	DOW 260543103	185 00000	7,866.05	9,249.70	T	(1,383 65)
09/02/15	H	08/12/15	***EATON CORPORATION PLC	ETN G29183103	20 00000	1,112 99	1,200 03	T	(87.04)
09/02/15	H	09/22/14	***EATON CORPORATION PLC	ETN G29183103	75.00000	4,173.67	4,835 04	T	(661 37)
09/02/15	H	08/24/15	EMERSON ELECTRIC CO	EMR 291011104	90.00000	4,211 02	4,289 35	T	(78.33)
09/02/15	H	12/16/14	**FIRST EAGLE GLOBAL FUND CL I	SGIIX 32008F606	30.07000	1,529 96	1,542 58	T	(12 62)
09/02/15	H	12/16/14	**FIRST EAGLE GLOBAL FUND CL I	SGIIX 32008F606	75 17400	3,824.85	3,856 45	T	(31 60)

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ORIGINAL	12/31/15

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2015 Supplemental Gain or (Loss) Information (continued)

Short-Term Gain or (Loss) from Transactions not Reported to IRS

Date of Sale or Exchange	Date of Acquisition	Description	Symbol / CUSIP	Quantity	Gross Proceeds Less Commission and Option Premium	Cost or Other Basis	REALIZED GAIN (LOSS)
09/02/15 H	12/16/14	**FIRST EAGLE GLOBAL FUND CL I	SGIIX 32008F606	371 81800	18,918.10	19,074 24 T	(156.14)
09/02/15 H	07/01/15	**FPA FDS TR FPA CRESCENT PORTFOLIO INSTL	FPACX 30254T759	12 72500	410 38	428 18 T	(17.80)
09/02/15 H	07/01/15	**FPA FDS TR FPA CRESCENT PORTFOLIO INSTL	FPACX 30254T759	42 41500	1,367.88	1,427.26 T	(59 38)
09/02/15 H	12/22/14	**FPA FDS TR FPA CRESCENT PORTFOLIO INSTL	FPACX 30254T759	46 72900	1,507 01	1,583 66 T	(76.65)
09/02/15 H	12/22/14	**FPA FDS TR FPA CRESCENT PORTFOLIO INSTL	FPACX 30254T759	429 06100	13,837.22	14,540.87 T	(703 65)
09/04/15 H	07/01/15	**FPA NEW INCOME INC	FPNIX 302544101	56 69400	570 90	572 04 T	(1.14)
09/04/15 H	04/01/15	**FPA NEW INCOME INC	FPNIX 302544101	78 59300	791 43	795.36 T	(3.93)
09/04/15 H	10/01/14	**FPA NEW INCOME INC	FPNIX 302544101	109 94500	1,107 15	1,120.34 T	(13 19)
09/04/15 H	12/22/14	**FPA NEW INCOME INC	FPNIX 302544101	163 40300	1,645 47	1,652.00 T	(6 53)
11/23/15 H	10/12/15	FIREEYE INC COM	FEYE 31816Q101	200.00000	4,650 26	6,229.18	(1,578.92)
11/23/15 H	10/09/15	FIREEYE INC COM	FEYE 31816Q101	200 00000	4,650.25	6,305 00	(1,654.75)
11/23/15 H	09/15/15	FIREEYE INC COM	FEYE 31816Q101	1,000.00000	23,251.27	36,700 00	(13,448.73)
09/02/15 H	06/18/15	GOOGLE INC CL A	38259P508	8.00000	5,109 02	4,451 28 T	657.74

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Account Executive No. 146

ORIGINAL. *12/31/15*

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2015 Supplemental Gain or (Loss) Information (continued)

Short-Term Gain or (Loss) from Transactions not Reported to IRS

Date of Sale or Exchange		Date of Acquisition	Description	Symbol / CUSIP	Quantity	Gross Proceeds Less Commission and Option Premium	Cost or Other Basis		REALIZED GAIN/(LOSS)
09/02/15	H	08/12/15	GENERAL MOTORS COMPANY	GM 37045V100	75 00000	2,174 96	2,277 22	T	(102.26)
09/02/15	H	06/29/15	GENERAL MOTORS COMPANY	GM 37045V100	75 00000	2,174 96	2,497 70	T	(322.74)
09/02/15	H	06/18/15	GENERAL MOTORS COMPANY	GM 37045V100	270 00000	7,829 85	9,809 42	T	(1,979 57)
09/02/15	H	08/24/15	GENERAL ELECTRIC COMPANY COM	GE 369604103	445.00000	10,742.10	10,622 46	T	119 64
09/02/15	H	08/18/15	HOSPITALITY PROPERTIES TRUST COMMON SHARES OF BENEFICIAL INTEREST	HPT 44106M102	260 00000	6,645.48	7,411 30	T	(765 82)
09/04/15	H	01/29/15	**JPMORGAN TR I STRATEGIC INCOME OPPTYS FD	JSOSX 4812A4351	9.26600	106.65	108.60	T	(1.95)
09/04/15	H	11/28/14	**JPMORGAN TR I STRATEGIC INCOME OPPTYS FD	JSOSX 4812A4351	11 23500	129 31	132 24	T	(2 93)
09/04/15	H	09/30/14	**JPMORGAN TR I STRATEGIC INCOME OPPTYS FD	JSOSX 4812A4351	17.91800	206 24	211 97	T	(5.73)
09/04/15	H	02/25/15	**JPMORGAN TR I STRATEGIC INCOME OPPTYS FD	JSOSX 4812A4351	22 79900	262 42	268 35	T	(5 93)
09/04/15	H	05/27/15	**JPMORGAN TR I STRATEGIC INCOME OPPTYS FD	JSOSX 4812A4351	23.02600	265 03	270 56	T	(5 53)
09/04/15	H	06/26/15	**JPMORGAN TR I STRATEGIC INCOME OPPTYS FD	JSOSX 4812A4351	25 70800	295 90	300 27	T	(4 37)
09/04/15	H	07/29/15	**JPMORGAN TR I STRATEGIC INCOME OPPTYS FD	JSOSX 4812A4351	26.52500	305.30	307.42	T	(2.12)

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NEUBERGER BERMAN LLC OH4-RM00 P O BOX 183211 COLUMBUS, OH 43218 FOR UNDELIVERABLE MAIL ONLY	Account No:	541-32648
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	Account Executive No	146
Telephone Number: (212) 476-5505	*ORIGINAL*	*12/31/15*

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2015 Supplemental Gain or (Loss) Information (continued)

Short-Term Gain or (Loss) from Transactions not Reported to IRS

Date of Sale or Exchange	Date of Acquisition	Description	Symbol / CUSIP	Quantity	Gross Proceeds Less Commission and Option Premium	Cost or Other Basis	REALIZED GAIN / (LOSS)
09/04/15 H	10/31/14	**JPMORGAN TR I STRATEGIC INCOME OPPTYS FD	JSOSX 4812A4351	27.78700	319 83	327 89 T	(8.06)
09/04/15 H	12/30/14	**JPMORGAN TR I STRATEGIC INCOME OPPTYS FD	JSOSX 4812A4351	49 99900	575 49	585 99 T	(10 50)
09/04/15 H	04/28/15	**JPMORGAN TR I STRATEGIC INCOME OPPTYS FD	JSOSX 4812A4351	56.36600	648 77	662 86 T	(14 09)
09/02/15 H	08/13/15	LAMAR ADVERTISING COMPANY CL A	LAMR 512816109	25 00000	1,301.98	1,451 83 T	(149 85)
09/02/15 H	02/05/15	M & T BANK CORP	MTB 55261F104	31 00000	3,548 19	3,700 16 T	(151.97)
09/02/15 H	07/13/15	MERCK & CO INC	MRK 58933Y105	80 00000	4,253 52	4,627 88 T	(374 36)
09/28/15 H	08/26/15	MEAD JOHNSON NUTRITION COMPANY COMMON STOCK	MJN 582839106	50 00000	3,568 43	3,829 09 T	(260 66)
09/02/15 H	08/11/15	MAXIM INTEGRATED PRODUCTS INC	MXIM 57772K101	25 00000	814 73	847.93 T	(33 20)
09/02/15 H	04/24/15	MAXIM INTEGRATED PRODUCTS INC	MXIM 57772K101	60.00000	1,955 36	1,951 41 T	3 95
09/02/15 H	11/20/14	MAXIM INTEGRATED PRODUCTS INC	MXIM 57772K101	85 00000	2,770 10	2,458 29 T	311 81
09/02/15 H	10/30/14	MAXIM INTEGRATED PRODUCTS INC	MXIM 57772K101	160 00000	5,214 31	4,550 61 T	663.70
09/02/15 H	02/09/15	NATIONAL-OILWELL VARCO INC	NOV 637071101	120 00000	5,027.91	6,309 67 T	(1,281 76)
09/02/15 H	12/04/14	NATIONAL-OILWELL VARCO INC	NOV 637071101	130.00000	5,446 90	8,714.02 T	(3,267 12)

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NEUBERGER | BERMAN

2015 Supplemental Gain or (Loss) Information (continued)

Short-Term Gain or (Loss) from Transactions not Reported to IRS

Date of Sale or Exchange		Date of Acquisition	Description	Symbol / CUSIP	Quantity	Gross Proceeds Less Commission and Option Premium	Cost or Other Basis		REALIZED GAIN/(LOSS)
09/02/15	H	10/27/14	NUCOR CORP	NUE 670346105	45 00000	1,915 16	2,343 37	T	(428 21)
09/02/15	H	12/22/14	NUCOR CORP	NUE 670346105	85 00000	3,617 54	4,188 83	T	(571.29)
09/02/15	H	12/05/14	**OPPENHEIMER DEVELOPING MKTS FDS CL Y	ODVYX 683974505	28 05800	815 93	1,022.72	T	(206 79)
09/02/15	H	12/05/14	**OPPENHEIMER DEVELOPING MKTS FDS CL Y	ODVYX 683974505	75 00500	2,181 14	2,733.94	T	(552.80)
09/02/15	H	12/17/14	**OPPENHEIMER INTERNATIONAL GROWTH FUND CL Y	OIGYX 68380L407	104 48200	3,642 24	3,621.35	T	20 89
09/02/15	H	12/31/14	OUTFRONT MEDIA INC COM	OUT 69007J106	66 00000	1,473 76	1,748 83	T	(275 07)
09/02/15	H	10/27/14	***PEARSON PLC-SPONSORED ADR	PSO 705015105	60 00000	1,006 78	1,101.41	T	(94 63)
09/02/15	H	11/14/14	QUALCOMM INC	QCOM 747525103	40 00000	2,225 16	2,838 54	T	(613.38)
09/02/15	H	02/02/15	QUALCOMM INC	QCOM 747525103	75 00000	4,172 17	4,814 51	T	(642.34)
09/02/15	H	01/16/15	REGAL ENTERTAINMENT GROUP CL A	RGC 758766109	95 00000	1,753.67	1,898 58	T	(144.91)
09/02/15	H	08/03/15	REGAL ENTERTAINMENT GROUP CL A	RGC 758766109	105 00000	1,938 26	2,105.89	T	(167.63)
09/02/15	H	10/16/14	***SEAGATE TECHNOLOGY PLC	STX G7945M107	110.00000	5,578 00	5,760 95	T	(182 95)
09/02/15	H	06/11/15	***SEAGATE TECHNOLOGY PLC	STX G7945M107	115 00000	5,831 54	6,240 28	T	(408 74)

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NEUBERGER BERMAN

2015 Supplemental Gain or (Loss) Information (continued)

Short-Term Gain or (Loss) from Transactions not Reported to IRS

Date of Sale or Exchange		Date of Acquisition	Description	Symbol / CUSIP	Quantity	Gross Proceeds Less Commission and Option Premium	Cost or Other Basis		REALIZED GAIN/(LOSS)
09/15/15	H	08/26/15	***SCHLUMBERGER LTD	SLB 806857108	70.00000	5,136 50	4,839.56	T	296 94
09/02/15	H	12/02/14	***SCHLUMBERGER LTD	SLB 806857108	120 00000	9,184 63	10,240 54	T	(1,055 91)
09/02/15	H	01/07/15	***VODAFONE GROUP PLC SPONSORED ADR NO PAR	VOD 92857W308	50 00000	1,717 46	1,645 41	T	72 05
09/02/15	H	02/10/15	***VODAFONE GROUP PLC SPONSORED ADR NO PAR	VOD 92857W308	65 00000	2,232 71	2,276 11	T	(43 40)
09/02/15	H	05/19/15	***VODAFONE GROUP PLC SPONSORED ADR NO PAR	VOD 92857W308	70 00000	2,404 46	2,505 09	T	(100 63)
09/02/15	H	11/19/14	***VERMILION ENERGY INC US LISTED	VET 923725105	75.00000	2,506 45	3,915.77	T	(1,409 32)
09/02/15	H	02/04/15	WADDELL & REED FINANCIAL INC CL A	WDR 930059100	60 00000	2,242 16	2,703 43	T	(461 27)
09/02/15	H	08/03/15	WADDELL & REED FINANCIAL INC CL A	WDR 930059100	90 00000	3,363 24	4,043 43	T	(680 19)
09/02/15	H	01/29/15	WADDELL & REED FINANCIAL INC CL A	WDR 930059100	160 00000	5,979.08	7,132.40	T	(1,153 32)
			99 ITEMS - Total Short-Term Not Reported Transactions Gain or (Loss)			**317,383.89**	**412,691.79**		**(95,307.90)**

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2015 Supplemental Gain or (Loss) Information

Long-Term Gain or (Loss) from Transactions not Reported to IRS

Date of Sale or Exchange		Date of Acquisition	Description	Symbol / CUSIP	Quantity	Gross Proceeds Less Commission and Option Premium	Cost or Other Basis		REALIZED GAIN/(LOSS)
09/02/15	H	07/08/14	AT&T INC	T 00206R102	490 00000	16,140 30	17,488 10	T	(1,347 80)
09/02/15	H	08/12/14	ABBVIE INC	ABBV 00287Y109	65 00000	3,976 62	3,435.86	T	540 76
09/02/15	H	10/19/12	***BCE INC NEW	BCE 05534B760	340 00000	13,521 55	14,702 03	T	(1,180 48)
09/02/15	H	08/08/14	COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A	CTSH 192446102	125 00000	7,767 36	5,516 05	T	2,251 31
09/02/15	H	06/26/14	COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A	CTSH 192446102	315.00000	19,573 73	15,552 84	T	4,020 89
11/24/15	H	06/26/14	COACH INC	COH 189754104	742 00000	23,069.39	25,536 38	T	(2,466 99)
09/02/15	H	07/08/14	CINEMARK HLDGS INC	CNK 17243V102	35.00000	1,214 48	1,194 09	T	20 39
09/02/15	H	10/31/13	CISCO SYSTEMS INC	CSCO 17275R102	400.00000	10,219.81	9,038 46	T	1,181.35
09/02/15	H	06/26/14	CUMMINS INC	CMI 231021106	96 00000	11,663 78	14,881.81	T	(3,218 03)
09/04/15	S	06/30/14	**DOUBLELINE FDS TR TOTAL RETURN BD FD CL I	DBLTX 258620103	81.80300	894.11	899 02	T	(4 91)
09/04/15	S	08/29/14	**DOUBLELINE FDS TR TOTAL RETURN BD FD CL I	DBLTX 258620103	84 81800	927 06	933.00	T	(5 94)
09/04/15	S	07/31/14	**DOUBLELINE FDS TR TOTAL RETURN BD FD CL I	DBLTX 258620103	88 56900	968.06	968 94	T	(0 88)
09/04/15	S	06/25/14	**DOUBLELINE FDS TR TOTAL RETURN BD FD CL I	DBLTX 258620103	18,590 51500	203,194 38	204,867.50	T	(1,673 12)

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2015 Supplemental Gain or (Loss) Information (continued)

Long-Term Gain or (Loss) from Transactions not Reported to IRS

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09/02/15	H	07/08/14	DOW CHEMICAL COMPANY (THE)	DOW 260543103	150.00000	6,377 88	7,681 50	T	(1,303 62)
09/02/15	H	06/26/14	EMC CORP-MASS	EMC 268648102	520 00000	12,635 76	13,643 19	T	(1,007 43)
09/02/15	H	06/26/14	EXPRESS SCRIPTS HOLDING COMPANY	ESRX 30219G108	345 00000	28,641 37	23,744 42	T	4,896 95
09/02/15	H	07/30/14	***EATON CORPORATION PLC	ETN G29183103	15 00000	834.73	1,034.74	T	(200 01)
09/02/15	H	07/08/14	***EATON CORPORATION PLC	ETN G29183103	130 00000	7,234.36	9,963 10	T	(2,728 74)
09/02/15	H	06/25/14	**FIRST EAGLE GLOBAL FUND CL I	SGIIX 32008F606	7,926 95500	403,323 47	452,470 60	T	(49,147.13)
09/02/15	H	07/08/14	FEDERATED INVESTORS INC (PA.) CL B	FII 314211103	165 00000	4,966.40	5,035.80	T	(69.40)
09/02/15	H	07/08/14	F N B CORP PA	FNB 302520101	470 00000	5,804.39	6,002 04	T	(197.65)
09/02/15	H	07/01/14	**FPA FDS TR FPA CRESCENT PORTFOLIO INSTL	FPACX 30254T759	38 16300	1,230 76	1,313 58	T	(82 82)
09/02/15	H	07/01/14	**FPA FDS TR FPA CRESCENT PORTFOLIO INSTL	FPACX 30254T759	84 80800	2,735 06	2,919 08	T	(184 02)
09/02/15	H	06/25/14	**FPA FDS TR FPA CRESCENT PORTFOLIO INSTL	FPACX 30254T759	13,092 54000	422,234 41	453,001.89	T	(30,767 48)
09/04/15	H	07/01/14	**FPA NEW INCOME INC	FPNIX 302544101	173 86500	1,750 82	1,778 64	T	(27 82)
09/04/15	H	06/25/14	**FPA NEW INCOME INC	FPNIX 302544101	10,446 55700	105,196 83	107,599 65	T	(2,402 82)

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COLUMBUS, OH 43218
FOR UNDELIVERABLE MAIL ONLY

Telephone Number (212) 476-5505

Account No:	541-32648
Account Name.	THE GOODWIN FOUNDATION
Recipient's Identification Number	XX-XXX2244
Account Executive No	146
ORIGINAL	*12/31/15*

2015 Supplemental Gain or (Loss) Information (continued)

Long-Term Gain or (Loss) from Transactions not Reported to IRS

Date of Sale or Exchange		Date of Acquisition	Description	Symbol / CUSIP	Quantity	Gross Proceeds Less Commission and Option Premium	Cost or Other Basis		REALIZED GAIN/(LOSS)
09/02/15	H	05/03/12	GOOGLE INC CL C	38259P706	30 00000	18,170 06	9,120 02	T	9,050 04
09/02/15	H	07/18/14	***GLAXOSMITHKLINE PLC SPONSORED ADR(FRM GLAXO WELL)	GSK 37733W105	95 00000	3,860.73	5,085 89	T	(1,225 16)
09/02/15	H	07/08/14	***GLAXOSMITHKLINE PLC SPONSORED ADR(FRM GLAXO WELL)	GSK 37733W105	285 00000	11,582 18	15,235.39	T	(3,653 21)
09/02/15	H	07/08/14	HOSPITALITY PROPERTIES TRUST COMMON SHARES OF BENEFICIAL INTEREST	HPT 44106M102	225 00000	5,750 89	6,821.10	T	(1,070 21)
09/02/15	H	07/08/14	INTEL CORP	INTC 458140100	245 00000	6,928 47	7,561.14	T	(632.67)
09/04/15	H	07/31/14	**JPMORGAN TR I STRATEGIC INCOME OPPTYS FD	JSOSX 4812A4351	21 07400	242 56	249.94	T	(7 38)
09/04/15	H	08/29/14	**JPMORGAN TR I STRATEGIC INCOME OPPTYS FD	JSOSX 4812A4351	22 72000	261 51	269.46	T	(7.95)
09/04/15	H	06/30/14	**JPMORGAN TR I STRATEGIC INCOME OPPTYS FD	JSOSX 4812A4351	30 64800	352 76	364 71	T	(11 95)
09/04/15	H	06/25/14	**JPMORGAN TR I STRATEGIC INCOME OPPTYS FD	JSOSX 4812A4351	8,997 29900	103,558 91	107,337 88	T	(3,778.97)
09/02/15	H	08/27/14	LKQ CORPORATION	LKQ 501889208	20 00000	596 39	555.51	T	40 88
09/02/15	H	08/22/14	LKQ CORPORATION	LKQ 501889208	27.00000	805.12	738.07	T	67 05
09/02/15	H	08/21/14	LKQ CORPORATION	LKQ 501889208	31 00000	924.40	844 01	T	80 39

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NEUBERGER | BERMAN

2015 Supplemental Gain or (Loss) Information (continued)

Long-Term Gain or (Loss) from Transactions not Reported to IRS

Date of Sale or Exchange		Date of Acquisition	Description	Symbol / CUSIP	Quantity	Gross Proceeds Less Commission and Option Premium	Cost or Other Basis		REALIZED GAIN/(LOSS)
09/02/15	H	08/26/14	LKQ CORPORATION	LKQ 501889208	44 00000	1,312 06	1,228.06	T	84 00
09/02/15	H	08/25/14	LKQ CORPORATION	LKQ 501889208	55.00000	1,640 07	1,532.75	T	107.32
09/02/15	H	06/26/14	LKQ CORPORATION	LKQ 501889208	374.00000	11,152 47	9,841 25	T	1,311.22
09/02/15	H	08/11/14	LAMAR ADVERTISING COMPANY CL A	LAMR 512816109	100 00000	5,207 90	5,088.07	T	119 83
09/02/15	H	07/08/14	LAMAR ADVERTISING COMPANY CL A	LAMR 512816109	145 00000	7,551 46	7,592 82	T	(41 36)
09/02/15	H	06/26/14	M & T BANK CORP	MTB 55261F104	178 00000	20,373 50	22,033.95	T	(1,660 45)
09/02/15	H	06/26/14	MEAD JOHNSON NUTRITION COMPANY COMMON STOCK	MJN 582839106	164 00000	12,562.16	15,149 01	T	(2,586 85)
09/02/15	H	08/11/14	MICROCHIP TECHNOLOGY INC	MCHP 595017104	105 00000	4,288 12	4,789.37	T	(501 25)
09/02/15	H	08/13/14	MICROCHIP TECHNOLOGY INC	MCHP 595017104	105 00000	4,288 12	4,841 13	T	(553 01)
09/02/15	H	06/26/14	NATIONAL-OILWELL VARCO INC	NOV 637071101	187 00000	7 835 15	15,164.05	T	(7,328 90)
09/02/15	H	07/08/14	NUCOR CORP	NUE 670346105	85 00000	3,617 53	4,245 75	T	(628 22)
09/02/15	H	07/08/14	PLUM CREEK TIMBER CO INC COM	PCL 729251108	230 00000	8,861 73	10,301.19	T	(1,439 46)
09/02/15	H	06/26/14	PRICELINE GROUP INC (THE)	PCLN 741503403	14 00000	17,253.84	17,098 20	T	155.64

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2015 Supplemental Gain or (Loss) Information (continued)

Long-Term Gain or (Loss) from Transactions not Reported to IRS

Date of Sale or Exchange		Date of Acquisition	Description	Symbol / CUSIP	Quantity	Gross Proceeds Less Commission and Option Premium	Cost or Other Basis		REALIZED GAIN/(LOSS)
09/02/15	H	06/25/14	**OPPENHEIMER DEVELOPING MKTS FDS CL Y	ODVYX 683974505	3,559 37900	103,506 74	140,809 03	T	(37,302 29)
09/02/15	H	06/25/14	**OPPENHEIMER INTERNATIONAL GROWTH FUND CL Y	OIGYX 68380L407	7,419 64100	258,648 69	287,362 71	T	(28,714 02)
09/02/15	H	07/08/14	PEOPLES UTD FINL INC	PBCT 712704105	1,000 00000	15,099 72	15,147 00	T	(47 28)
09/02/15	H	06/26/14	***PERRIGO COMPANY PLC	PRGO G97822103	54 00000	9,792 71	8,033 79	T	1,758 92
09/02/15	H	07/16/14	OUTFRONT MEDIA INC COM	OUT 69007J106	60.00000	1,339 77	1,959 91	T	(620.14)
09/02/15	H	07/08/14	OUTFRONT MEDIA INC COM	OUT 69007J106	325 00000	7,257 11	9,998 01	T	(2,740.90)
09/02/15	H	08/26/14	***PEARSON PLC-SPONSORED ADR	PSO 705015105	160 00000	2,684 75	2,950 46	T	(265.71)
09/02/15	H	07/08/14	***PEARSON PLC-SPONSORED ADR	PSO 705015105	515.00000	8,641.54	9,975 55	T	(1,334.01)
09/02/15	H	07/08/14	PUBLIC SERVICE ENTERPRISE GROUP INC	PEG 744573106	30 00000	1,179 58	1,162 50	T	17.08
09/02/15	H	07/22/14	PUBLIC SERVICE ENTERPRISE GROUP INC	PEG 744573106	205.00000	8,060.44	7,633 73	T	426 71
09/02/15	H	07/29/14	QUALCOMM INC	QCOM 747525103	85.00000	4,728.46	6,442.70	T	(1,714 24)
09/02/15	H	01/08/14	QUALCOMM INC	QCOM 747525103	421 00000	23,419 80	30,848 24	T	(7,428 44)
09/02/15	H	07/08/14	REGAL ENTERTAINMENT GROUP CL A	RGC 758766109	490.00000	9,045.23	9,591 99	T	(546 76)

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NEUBERGER BERMAN

2015 Supplemental Gain or (Loss) Information (continued)

Long-Term Gain or (Loss) from Transactions not Reported to IRS

Date of Sale or Exchange		Date of Acquisition	Description	Symbol / CUSIP	Quantity	Gross Proceeds Less Commission and Option Premium	Cost or Other Basis		REALIZED GAIN/(LOSS)
09/02/15	H	07/08/14	RYMAN HOSPITALITY PPTYS INC COM	RHP 78377T107	210.00000	10,636 30	10,240 38	T	395.92
09/02/15	H	06/26/14	STERICYCLE INC	SRCL 858912108	95 00000	13,355 80	11,227 02	T	2,128 78
09/02/15	H	07/14/14	SIX FLAGS ENTERTAINMENT CORPORATION NEW	SIX 83001A102	60 00000	2,612 95	2,512.50	T	100 45
09/02/15	H	07/08/14	SIX FLAGS ENTERTAINMENT CORPORATION NEW	SIX 83001A102	240 00000	10,451 80	10,078.61	T	373 19
09/02/15	H	06/26/14	***SCHLUMBERGER LTD	SLB 806857108	155 00000	11,863 48	17,978.53	T	(6,115 05)
09/02/15	H	07/08/14	***THOMSON REUTERS CORP	TRI 884903105	80 00000	3,053 54	2,949 91	T	103 63
09/02/15	H	07/15/14	***THOMSON REUTERS CORP	TRI 884903105	100 00000	3,816 93	3,692.00	T	124 93
09/02/15	H	06/26/14	VARIAN MEDICAL SYSTEMS INC	VAR 92220P105	135 00000	10,745 80	11,337.30	T	(591 50)
09/02/15	H	08/15/14	***VODAFONE GROUP PLC SPONSORED ADR NO PAR	VOD 92857W308	300.00000	10,304 81	9,932 88	T	371.93
09/02/15	H	06/26/14	VISA INC CL A COMMON STOCK	V 92826C839	242.00000	16,925 16	12,626 96	T	4,298 20
09/02/15	H	07/15/14	***VERMILION ENERGY INC US LISTED	VET 923725105	15.00000	501 29	955 11	T	(453.82)
09/02/15	H	08/13/14	***VERMILION ENERGY INC US LISTED	VET 923725105	75 00000	2,506.45	4,758.76	T	(2,252.31)
			76 ITEMS - Total Long-Term Not Reported Transactions Gain or (Loss)			**2,125,253.81**	**2,304,496.61**		**(179,242.80)**

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NEUBERGER BERMAN

FOOTNOTES

A - Position carried at Average Cost

T - Cost Basis information is based on information you, your advisor or third parties have supplied and it has been included on your statement for informational purposes only. JPMCC has not attempted to validate this information and disclaims all warranties of any kind related to this information, either express or implied, including, without limitation, any implied warranties of accuracy, completeness and fitness for a particular purpose

E - Adjusted for option exercise or assignment

DISPOSAL METHODS

Blank - FIFO (First In First Out), **L** - LIFO (Last In First Out), **S** - Specific Match (Versus Purchase Method), **H** - High Cost Method; **C** - Low Cost Method; **X** - High Cost Long-Term

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FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	9,319.	0.		9,319.
TO FORM 990-PF, PG 1, LN 16B	9,319.	0.		9,319.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	39,255.	39,255.		0.
BANK FEES	382.	0.		382.
TO FORM 990-PF, PG 1, LN 16C	39,637.	39,255.		382.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES, NET	14,426.	360.		0.
PAYROLL TAXES	9,471.	0.		9,471.
TO FORM 990-PF, PG 1, LN 18	23,897.	360.		9,471.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSES	5,580.	0.		5,580.
TO FORM 990-PF, PG 1, LN 23	5,580.	0.		5,580.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 8

DESCRIPTION	AMOUNT
CHANGE IN COST BASIS RELATED TO TRANSFER OF ASSETS TO NEW BROKERAGE ACCT	56,548.
TOTAL TO FORM 990-PF, PART III, LINE 3	56,548.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
NEUBERGER SEE ATTACHED	COST	2,365,938.	2,373,527.
MORGAN STANLEY, E. LAWRENCE SEE ATTACHED	COST	121,288.	109,854.
MORGAN STANLEY, HOLOCAUST SEE ATTACHED	COST	212,055.	191,920.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,699,281.	2,675,301.