EXTENDED TO AUGUST 15, 2016

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter social security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf.*

OMB No 1545-0052

2015

Open to Public Inspection

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

Name of foundation
LOUIS AND BESSIE STEIN FOUNDATION
RUTH NATHANSON, TRUSTEE

A Employer identification number 23-6395253

Number and street (or P O box number if mail is not delivered to street address): THE FAIRMONT 41 CONSHOHOCKEN STATE RD — Room/suite: 308

B Telephone number: 561-756-8318

City or town, state or province, country, and ZIP or foreign postal code: BALA CYNWYD, PA 19004

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) ▶$ 11,517,907.

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				
	4	Dividends and interest from securities	177,904.	177,904.		STATEMENT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	216,999.			
	b	Gross sales price for all assets on line 6a 10,339,296.				
	7	Capital gain net income (from Part IV, line 2)		216,999.		
	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	394,903.	394,903.		
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 STMT 2	416.	0.		416.
	b	Accounting fees STMT 3	6,060.	3,030.		3,030.
	c	Other professional fees				
	17	Interest	1.	1.		0.
	18	Taxes STMT 4	325.	325.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	135.	0.		135.
	22	Printing and publications				
	23	Other expenses STMT 5	1,201.	601.		600.
	24	**Total operating and administrative expenses** Add lines 13 through 23	8,138.	3,957.		4,181.
	25	Contributions, gifts, grants paid	629,226.			629,226.
	26	**Total expenses and disbursements.** Add lines 24 and 25	637,364.	3,957.		633,407.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	<242,461.>			
	b	**Net investment income** (if negative, enter -0-)		390,946.		
	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			
	2 Savings and temporary cash investments	742,824.	21,484.	21,484.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	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 STMT 6	194,373.	166,213.	145,585.
	b Investments - corporate stock STMT 7	3,403,448.	1,052,237.	1,128,619.
	c Investments - corporate bonds STMT 8	5,756.	7,183,041.	7,015,686.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	7,796,619.	3,477,584.	3,206,533.
	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)	12,143,020.	11,900,559.	11,517,907.
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	12,143,020.	11,900,559.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	12,143,020.	11,900,559.	
	31 **Total liabilities and net assets/fund balances**	12,143,020.	11,900,559.	

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	12,143,020.
2 Enter amount from Part I, line 27a	2	<242,461.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	11,900,559.
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	11,900,559.

Part IV Capital Gains and Losses for Tax on Investment Income SEE ATTACHED STATEMENT

	(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				
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	10,339,296.		10,122,297.	216,999.

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				216,999.

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	216,999.
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	730,645.	12,636,056.	.057822
2013	649,591.	12,782,828.	.050817
2012	682,633.	12,714,737.	.053688
2011	578,436.	12,797,511.	.045199
2010	647,425.	12,532,998.	.051658

2 **Total** of line 1, column (d)	2	.259184
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	.051837
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	11,989,822.
5 Multiply line 4 by line 3	5	621,516.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,909.
7 Add lines 5 and 6	7	625,425.
8 Enter qualifying distributions from Part XII, line 4	8	633,407.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ **(attach copy of letter if necessary-see instructions)**			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	3,909.
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	3,909.
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	3,909.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a 6,974.		
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	6,974.
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	3,065.
11 Enter the amount of line 10 to be: **Credited to 2016 estimated tax** ▶	3,065. **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) ▶ PA			
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

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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 ▶ RUTH NATHANSON Telephone no. ▶ 561-620-1979

Located at ▶ 4201 N. OCEAN BOULEVARD, BOCA RATON, FL ZIP+4 ▶ 33431-5304

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)? 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)*

			Yes	No
5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	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
RUTH LEVENTHAL NATHANSON 4201 N. OCEAN BLVD. #1606C BOCA RATON, FL 33431	PRES/TREAS 10.00	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 NONE	0.
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	11,467,179.
b	Average of monthly cash balances	1b	705,229.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	12,172,408.
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	12,172,408.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	182,586.
5	**Net value of noncharitable-use assets**. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,989,822.
6	**Minimum investment return** Enter 5% of line 5	6	599,491.

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	599,491.
2a	Tax on investment income for 2015 from Part VI, line 5 — 2a: 3,909.		
b	Income tax for 2015. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	3,909.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	595,582.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	595,582.
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	595,582.

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	633,407.
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	633,407.
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	3,909.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	629,498.

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				595,582.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			374,107.	
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: ▶ $ 633,407.				
a Applied to 2014, but not more than line 2a			374,107.	
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				259,300.
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.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				336,282.
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).)

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 ▶ [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				
AMERICAN TECHNION SOCIETY 55 EAST 59TH STREET NEW YORK, NY 10022	N/A	PUBLIC CHARITY	GENERAL SUPPORT	250,440.
ANTI-DEFAMATION LEAGUE 1617 JOHN F KENNEDY BLVD PHILADELPHIA, PA 19103	N/A	PUBLIC CHARITY	GENERAL SUPPORT	100.
BETH HILLEL-BETH AM 1301 HAGYS FORD ROAD PENN VALLEY, PA 19072	N/A	PUBLIC CHARITY	GENERAL SUPPORT	1,740.
B'NAI TORAH CONGREGATION 6261 SW 18TH STREET BOCA RATON, FL 33433	N/A	PUBLIC CHARITY	GENERAL SUPPORT	986.
BRITHRIGHT ISRAEL 33 EAST 33RD STREET 7TH FLOOR NEW YORK, NY 10016	N/A	PUBLIC CHARITY	GENERAL SUPPORT	2,800.
Total SEE CONTINUATION SHEET(S)			▶ 3a	629,226.
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					
4 Dividends and interest from securities			14	177,904.	
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	216,999.	
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.		394,903.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 394,903.

(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

Ruth Nathanson, Trustee | 11-4-16 | PRES/TREAS
Signature of officer or trustee | Date | Title

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 PRESSMAN, CPA	STEVEN PRESSMAN,	08/02/16		P00227888
Firm's name ▶ BAKER TILLY VIRCHOW KRAUSE, LLP			Firm's EIN ▶ 39-0859910	
Firm's address ▶ 1650 MARKET STREET, SUITE 4500 PHILADELPHIA, PA 19103-7341			Phone no. 215.972.0701	

LOUIS AND BESSIE STEIN FOUNDATION CONTINUATION FOR 990-PF, PART IV
RUTH NATHANSON, TRUSTEE 23-6395253

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	FIDELITY #576995 PUBLICLY TRADED SECURITIES	P		12/31/15
b	FIDELITY #576995 PUBLICLY TRADED SECURITIES	P		12/31/15
c	MERRILL LYNCH #7AA-04000 PUBLICLY TRADED SECURITI	P		12/31/15
d	MERRILL LYNCH #7AA-04000 PUBLICLY TRADED SECURITI	P		12/31/15
e	CAPITAL GAINS DIVIDENDS			
f				
g				
h				
i				
j				
k				
l				
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	37,265.		38,442.	<1,177.>
b	1,634,274.		1,703,026.	<68,752.>
c	3,276,695.		3,373,584.	<96,889.>
d	5,273,123.		5,007,245.	265,878.
e	117,939.			117,939.
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				<1,177.>
b				<68,752.>
c				<96,889.>
d				265,878.
e				117,939.
f				
g				
h				
i				
j				
k				
l				
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	216,999.
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 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
DREXEL UNIVERSITY 3141 CHESTNUT STREET PHILADELPHIA, PA 19104	N/A	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
FRIENDS OF ISRAEL 1133 BROADWAY SUITE 232 NEW YORK, NY 10010	N/A	PUBLIC CHARITY	GENERAL SUPPORT	250.
FRIENDS OF YAD SARAH 450 PARK AVENUE, 7TH FLOOR NEW YORK, NY 10022	N/A	PUBLIC CHARITY	GENERAL SUPPORT	1,000.
HADASSAH 1518 WALNUT STREET, SUITE 555 PHILADELPHIA, PA 19102	N/A	PUBLIC CHARITY	GENERAL SUPPORT	101,727.
HAR ZION TEMPLE 1500 HAGYS FORD ROAD PENN VALLEY, PA 19072	N/A	PUBLIC CHARITY	GENERAL SUPPORT	3,547.
HILLEL OF GREATER PHILADELPHIA 215 S 39TH STREET PHILADELPHIA, PA 19104	N/A	PUBLIC CHARITY	GENERAL SUPPORT	1,000.
ISRAEL ELWYN PO BOX 828284 PHILADELPHIA, PA 19182	N/A	PUBLIC CHARITY	GENERAL SUPPORT	2,000.
ISRAEL SPECIAL KIDS 505 EIGHTH AVE NEW YORK, NY 10018	N/A	PUBLIC CHARITY	GENERAL SUPPORT	500.
ISREAL GUIDE DOGS 968 EASTON RD. - SUITE H WARRINGTON, PA 18976	N/A	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
JEWISH FAMILY & CHILDREN 2100 ARCH STREET, 5TH FLOOR PHILADELPHIA, PA 19103	N/A	PUBLIC CHARITY	GENERAL SUPPORT	50,000.
Total from continuation sheets				373,160.

LOUIS AND BESSIE STEIN FOUNDATION
RUTH NATHANSON, TRUSTEE 23-6395253

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
JEWISH FEDERATION 1501 NORTH BROAD ST. PHILADELPHIA, PA 19122	N/A	PUBLIC CHARITY	GENERAL SUPPORT	50,665.
KATE SVITEK MEMORIAL FOUNDATION PO BOX 104 AMBLER, PA 19002	N/A	PUBLIC CHARITY	GENERAL SUPPORT	100.
MASORTI FOUNDATION 475 RIVERSIDE DRIVE, SUITE 832 NEW YORK, NY 10115	N/A	PUBLIC CHARITY	GENERAL SUPPORT	100.
MAZON: A JEWISH RESPONSE TO HUNGER 10495 SANTA MONICA BLVD STE 100 LOS ANGELES, CA 90025	N/A	PUBLIC CHARITY	GENERAL SUPPORT	100.
MERCAZ 136 EAST 39TH STREET, 4TH FLOOR NEW YORK, NY 10016	N/A	PUBLIC CHARITY	GENERAL SUPPORT	100.
NARBERTH AMBULANCE 101 SIBLEY AVENUE ARDMORE, PA 19003	N/A	PUBLIC CHARITY	GENERAL SUPPORT	75.
NATIONAL YIDDISH BOOK 1021 WEST STREET AMHERST, MA 01002	N/A	PUBLIC CHARITY	GENERAL SUPPORT	100.
PHILADELPHIA RONALD MCDONALD HOUSE 3925 CHESTNUT ST PHILADELPHIA, PA 19104	N/A	PUBLIC CHARITY	GENERAL SUPPORT	30,000.
PHILADELPHIA SPORTS HALL OF FAME 2701 GRANT AVENUE PHILADELPHIA, PA 19114	N/A	PUBLIC CHARITY	GENERAL SUPPORT	370.
PHILLY FRIENDSHIP 1505 S. 5TH STREET PHILADELPHIA, PA 19147	N/A	PUBLIC CHARITY	GENERAL SUPPORT	200.
Total from continuation sheets				

LOUIS AND BESSIE STEIN FOUNDATION
RUTH NATHANSON, TRUSTEE 23-6395253

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
SIMON WIESENTHAL CENTER 9786 WEST PICO BOULEVARD LOS ANGELES, CA 90035	N/A	PUBLIC CHARITY	GENERAL SUPPORT	100.
SOCIETY HILL SYNAGOGUE 418 SPRUCE STREET PHILADELPHIA, PA 19106	N/A	PUBLIC CHARITY	GENERAL SUPPORT	5,396.
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVE. MONTGOMERY, AL 36104	N/A	PUBLIC CHARITY	GENERAL SUPPORT	100.
UNIVERSITY OF PENNSYLVANIA 3400 SPRUCE STREET PHILADELPHIA, PA 19104	N/A	PUBLIC CHARITY	GENERAL SUPPORT	100,000.
US HOLOCAUST MEMORIAL MUSEUM 60 EAST 42ND ST NEW YORK, NY 10165	N/A	PUBLIC CHARITY	GENERAL SUPPORT	2,000.
VMSC OF LOWER MERION & NARBERTH 101 SIBLEY AVENUE ARDMORE, PA 19003	N/A	PUBLIC CHARITY	GENERAL SUPPORT	50.
WORLD JEWISH CONGRESS 501 MADISON AVENUE 17TH FLOOR NEW YORK, NY 10022	N/A	PUBLIC CHARITY	GENERAL SUPPORT	100.
BRYN MAWR THEATER 824 W. LANCASTER AVENUE BRYN MAWR, PA 19010	N/A	PUBLIC CHARITY	GENERAL SUPPORT	100.
CANCER SUPPORT COMMUNITY 4100 CHAMOUNIX DRIVE PHILADELPHIA, PA 19133	N/A	PUBLIC CHARITY	GENERAL SUPPORT	100.
BEIT SIMCHA 1183 GRANGE RD ALLENTOWN, PA 18106	N/A	PUBLIC CHARITY	GENERAL SUPPORT	1,660.
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
CARON TREATMENT CENTER 243 N GALEN HALL ROAD WERNERSVILLE, PA 19565	N/A	PUBLIC CHARITY	GENERAL SUPPORT	1,000.
FLORIDA SOCIETY FOR MIDDLE EAST STUDIES PO BOX 3282 BOCA RATON, FL 33427	N/A	PUBLIC CHARITY	GENERAL SUPPORT	100.
FRIENDS OF WLRN 169 E. FLAGLER STREET, SUITE 1400 MIAMI, FL 33131	N/A	PUBLIC CHARITY	GENERAL SUPPORT	70.
MARCH OF DIMES 1275 MAMARONECK AVENUE WHITE PLAINS, NY 10605	N/A	PUBLIC CHARITY	GENERAL SUPPORT	150.
MEMORIAL SLOAN KETTERING CANCER CENTER 1275 YORK AVENUE NEW YORK, NY 10065	N/A	PUBLIC CHARITY	GENERAL SUPPORT	50.
PAN MASS CHALLENGE 77 4TH AVENUE NEEDHAM, MA 02494	N/A	PUBLIC CHARITY	GENERAL SUPPORT	250.
SMILE TRAIN 41 MADISON AVE., 28TH FLOOR NEW YORK, NY 10010	N/A	PUBLIC CHARITY	GENERAL SUPPORT	100.
Total from continuation sheets				

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
FIDELITY #576995 INTEREST AND DIVIDEND	148,801.	117,939.	30,862.	30,862.	
MERRILL LYNCH #7AA-04000 - DIVIDEND	89,364.	0.	89,364.	89,364.	
MERRILL LYNCH #7AA-04000 - INTEREST	57,672.	0.	57,672.	57,672.	
MERRILL LYNCH #7AA-04001 - INTEREST	6.	0.	6.	6.	
TO PART I, LINE 4	295,843.	117,939.	177,904.	177,904.	

FORM 990-PF LEGAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CSC CORPORATE SERVICE FEE	416.	0.		416.
TO FM 990-PF, PG 1, LN 16A	416.	0.		416.

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	6,060.	3,030.		3,030.
TO FORM 990-PF, PG 1, LN 16B	6,060.	3,030.		3,030.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DELAWARE ANNUAL FEE	300.	300.		0.
NEW JERSEY ANNUAL FEE	25.	25.		0.
TO FORM 990-PF, PG 1, LN 18	325.	325.		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
OFFICE SUPPLIES	888.	444.		444.
POSTAGE	156.	78.		78.
BANK CHARGES	157.	79.		78.
TO FORM 990-PF, PG 1, LN 23	1,201.	601.		600.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 6

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
GOVT SECURITIES - DETAILS ATTACHED	X		166,213.	145,585.
TOTAL U.S. GOVERNMENT OBLIGATIONS			166,213.	145,585.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			166,213.	145,585.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITIES - DETAILS ATTACHED	0.	0.
PREFERRED STOCKS - DETAILS ATTACHED	1,052,237.	1,128,619.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,052,237.	1,128,619.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS - DETAILS ATTACHED	7,183,041.	7,015,686.
TOTAL TO FORM 990-PF, PART II, LINE 10C	7,183,041.	7,015,686.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CLOSED END MUTUAL FUNDS - DETAILS ATTACHED	COST	2,508,369.	2,228,753.
METLIFE - ANNUITY	COST	100,000.	145,010.
EXCHANG TRADED PRODUCTS (ETF) - DETAILS ATTACHED	COST	869,215.	832,770.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,477,584.	3,206,533.

INVESTMENT REPORT
December 1, 2015 - December 31, 2015

OMNIA
FAMILY WEALTH

Account # 657-576995
CORPORATION

Holdings

Core Account

Description	Quantity	Price Per Unit	Total Market Value	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Est. Yield (EY)
CASH	24,943 350	$1 000	$24,943 35	not applicable[C]	not applicable	-	-
Total Core Account (0% of account holdings)			**$24,943.35**	-		-	

Mutual Funds

Description	Quantity	Price Per Unit	Total Market Value	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Est. Yield (EY)
Stock Funds							
BLACKROCK GLOBAL ALLOCATION CL A (MDLOX)	83,105 701	$17 840	$1,482,605 70	$1,714,756 40[c t]	-$232,150 70	$15,814 35	1 070%
FIRST EAGLE GLOBAL CLASS A(SGENX)	14,499 419	51.350	744,545 16	792,272 39[c t]	-47,727 23	985.96	0 130
Total Stock Funds (20% of account holdings)			$2,227,150.86	$2,507,028 79	-$279,877 93	$16,800.31	
Bond Funds							
HARTFORD FLOATING RATE FUND CLASS A (HFLAX)	197 090	$8.130	$1,602 34	$1,339 91[c t]	$262.43	$71 88	4.490%
Total Bond Funds (0% of account holdings)			$1,602 34	$1,339 91	$262 43	$71 88	
Total Mutual Funds (20% of account holdings)			**$2,228,753.20**	**$2,508,368.70**	**-$279,615.50**	**$16,872.19**	

Exchange Traded Products [E] (e.g. ETF, ETN)

Description	Quantity	Price Per Unit	Total Market Value	Total Cost Basis	Unrealized Gain/Loss
VANGUARD BD INDEX FD INC TOTAL BD MARKET ETF (BND) [E]	4,500 000	$80 760	$363,420 00	$370,119.75[c t]	-$6,699 75
VANGUARD INDEX FDS VANGUARD TOTAL STK MKT ETF (VTI) [E]	4,500 000	104 300	469,350 00	499,095.00[c t]	-29,745 00
Total Exchange Traded Products (7% of account holdings)			**$832,770.00**	**$869,214.75**	**-$36,444.75**

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Fidelity INVESTMENTS

Holdings (continued)

Stocks

Description	Quantity	Price Per Unit	Total Market Value	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Est. Yield (EY)
Preferred Stock							
BANK AMER CORP NT LKD 16 09/23/2016 PFD ISIN #US06053F6464	17,500 000	$11 520	$201,600 00	$175,000.00 c t	$26,600 00	-	-
DEUTSCHE BK AG LONDON BRH AUTOCALLABLE MKT LKD STEP UP NTS LKD EURO STOXX 50 INDEX 0 00% 12/22/2017	50,000.000	11 022	551,100 00	500,000 00 c t	51,100 00	-	-
GOLDMAN SACHS GROUP INC DEPOSITARY SH 12/31/2049 PFD (GSPRA)	18,938 000	19 850	375,919 30	377,237 55 c t	-1,318.25	-	-
Total Preferred Stock (10% of account holdings)			$1,128,619 30	$1,052,237 55	$76,381 75	-	
Total Stocks (10% of account holdings)			**$1,128,619.30**	**$1,052,237.55**	**$76,381.75**	-	

Bonds

Description	Maturity	Quantity	Price Per Unit	Total Market Value / *Accrued Interest (AI)*	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Coupon Rate
Asset Backed Securities								
FEDL NATL MTG ASSN POOL #562458	02/01/16	270,000 000	$99 865	$5.37 / -	$714 63 c t	-$709 26	-	7 000%
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00001993 CUR FACE 5 38 CUSIP 31386FZX6								
FEDL NATL MTG ASSN POOL #535776	03/01/16	300,000 000	100 077	23 71 / -	530 52 c t	-506 81	-	6 500
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00007896 CUR FACE 23 69 CUSIP: 31384WFR6								
FEDL NATL MTG ASSN POOL #594657	06/01/16	270,000 000	100 304	2,168 76 / -	2,375 44 c t	-206 68	-	7 500
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00800810 CUR FACE 2162.19 CUSIP 31387UTN1								
GOVT NATL MTG ASSN II POOL #571	06/20/16	500,000 000	100 343	38 84 / -	141 88 c t	-103.04	-	9 500
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00007742 CUR FACE 38 71 CUSIP 36202AT49								
FEDL NATL MTG ASSN POOL #253880	07/01/16	78,728.000	100 775	67 12 / -	297 68 c t	-230 56	-	6 500
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00084596 CUR FACE 66.60 CUSIP 31371J6R0								
GOVT NATL MTG ASSN II POOL #643	10/20/16	150,000 000	100.745	21 16 / -	65 65 c t	-44 49	-	9 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00014001 CUR FACE 21 00 CUSIP 36202AWC7								

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OMNIA
FAMILY WEALTH

Account # 657-576995
CORPORATION

Holdings (continued)

Bonds (continued)

Description	Maturity	Quantity	Price Per Unit	Total Market Value *Accrued Interest (AI)*	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Coupon Rate
Asset Backed Securities (continued)								
FEDL HOME LN MTG CRP POOL #G11267	01/01/17	38,209 000	101 209	52 72 -	173 93 c t	-121 21	-	6 500
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0.00136325 CUR FACE 52 09 CUSIP. 31283KMQ8								
FEDL NATL MTG ASSN POOL #623758	02/01/17	35,000 000	100.806	79.01 -	210 89 c t	-131 88	-	6 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00223941 CUR FACE 78 38 CUSIP 31389E5T8								
FEDL NATL MTG ASSN POOL #545765	05/01/17	30,000 000	101.227	63 97 -	190.44 c t	-126 47	-	6 500
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0.00210644 CUR FACE 63 19 CUSIP 31385JJJ8								
FEDL NATL MTG ASSN POOL #555299	11/01/17	275,000.000	101.689	216 58 -	1,918 70 c t	-1,702 12	-	7 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00077447 CUR FACE 212.98 CUSIP 31385W3G2								
GOVT NATL MTG ASSN POOL #265606	03/15/19	1,365,000 000	101.680	841 73 -	1,361 94 c t	-520 21	-	10 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0.00060646 CUR FACE 827.82 CUSIP· 362193AF1								
FEDL NATL MTG ASSN POOL #254389	05/01/22	125,000 000	108 063	1,447 72 -	1,669 02 c t	-221 30	-	7 500
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 01071762 CUR FACE 1339 70 CUSIP 31371KRJ2								
GOVT NATL MTG ASSN II POOL #1842	06/20/22	400,000 000	101 194	3,265 52 -	3,785 85 c t	-520 33	-	7 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0.00806747 CUR FACE 3226 99 CUSIP· 36202CBK8								
FEDL HOME LN MTG CRP SER 1392 CL D	10/15/22	60,000 000	110.461	1,485.86 -	1,706 16 c t	-220 30	-	7 000
FIXED COUPON MONTHLY CUR FACTOR 0 02241921 CUR FACE 1345 15 CUSIP 312912MV7								
FEDL HOME LN MTG CRP SER 1505 CL Q	05/15/23	120,000.000	111.630	2,658 34 -	2,979 76 c t	-321 42	-	7 000
FIXED COUPON MONTHLY CUR FACTOR 0 01984488 CUR FACE 2381 39 CUSIP 312915ZZ7								
GOVT NATL MTG ASSN II POOL #1321	08/20/23	250,000.000	109.729	897.02 -	1,031 63 c t	-134 61	-	7 500
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00326997 CUR FACE 817 49 CUSIP· 36202BPE9								
GOVT NATL MTG ASSN II POOL #1761	06/20/24	450,000.000	110.724	759 49 -	1,183 79 c t	-424 30	-	8 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0.00152429 CUR FACE 685 93 CUSIP: 36202B5W1								
FEDL NATL MTG ASSN POOL #626490	07/01/24	750,823 000	102 548	19,670 07 -	24,818 30 c t	-5,148 23	-	9 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 02554707 CUR FACE 19181 33 CUSIP· 31389H7B8								

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Fidelity INVESTMENTS

Holdings (continued)

Bonds (continued)

Description	Maturity	Quantity	Price Per Unit	Total Market Value / *Accrued Interest (AI)*	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Coupon Rate
Asset Backed Securities (continued)								
GOVT NATL MTG ASSN POOL #413416	08/15/25	525,000 000	110 222	4,836 71 / -	5,048 90 c t	-212 19	-	7 500
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00835838 CUR FACE 4388 15 CUSIP· 36206KGZ8								
GOVT NATL MTG ASSN II POOL #2054	08/20/25	354,000 000	113.977	2,096 48 / -	2,420 57 c t	-324 09	-	7.000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00519603 CUR FACE 1839.39 CUSIP. 36202CH71								
FEDL HOME LN MTG CRP POOL #D63413	09/01/25	80,000 000	102.487	2,286 50 / -	2,447 57 c t	-161 07	-	7 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 02788758 CUR FACE 2231 01 CUSIP· 3128F2YJ8								
GOVT NATL MTG ASSN II POOL #2136	12/20/25	200,000 000	115.699	1,682 84 / -	1,845 08 c t	-162 24	-	7 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00727250 CUR FACE 1454 50 CUSIP 36202CLR2								
GOVT NATL MTG ASSN POOL #408194	01/15/26	511,542 000	100 705	1,004.67 / -	1,399 85 c t	-395 18	-	7 500
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00195026 CUR FACE 997 64 CUSIP. 36206DNK9								
GOVT NATL MTG ASSN POOL #417426	05/15/26	380,000 000	115 411	3,602 88 / -	3,557 81 c t	45 07	-	7 500
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00821522 CUR FACE 3121 78 CUSIP 36206PVT4								
GOVT NATL MTG ASSN POOL #426620	07/15/26	185,000 000	100.359	715 91 / -	1,110 41 c t	-394 50	-	7 500
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00385593 CUR FACE 713 35 CUSIP 36207A4D1								
GOVT NATL MTG ASSN II POOL #2247	07/20/26	85,000.000	109 123	280 05 / -	366 74 c t	-86 69	-	7 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0.00301935 CUR FACE 256 64 CUSIP 36202CP80								
GOVT NATL MTG ASSN II POOL #2248	07/20/26	460,000.000	118.787	3,186 69 / -	3,306 79 c t	-120 10	-	7 500
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00583194 CUR FACE 2682 69 CUSIP 36202CP98								
GOVT NATL MTG ASSN II POOL #2340	12/20/26	50,000.000	110 966	319 25 / -	347 88 c t	-28 63	-	7 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00575397 CUR FACE 287 70 CUSIP 36202CS53								
GOVT NATL MTG ASSN II POOL #2359	01/20/27	350,000 000	117.375	3,066 89 / -	3,193 43 c t	-126.54	-	7 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00746542 CUR FACE 2612 90 CUSIP 36202CTQ6								
GOVT NATL MTG ASSN POOL #438629	02/15/27	100,000 000	100 397	957.18 / -	1,026.35 c t	-69.17	-	8 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00953398 CUR FACE 953 40 CUSIP. 36207QHE0								

OMNIA FAMILY WEALTH

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CORPORATION

Holdings (continued)

Bonds (continued)

Description	Maturity	Quantity	Price Per Unit	Total Market Value *Accrued Interest (AI)*	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Coupon Rate
Asset Backed Securities (continued)								
GOVT NATL MTG ASSN II POOL #2432	05/20/27	100,000 000	117.566	696 01 -	715 39 c t	-19 38	-	7 500
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00592017 CUR FACE 592 02 CUSIP· 36202CVZ3								
GOVT NATL MTG ASSN II POOL #2443	06/20/27	75,000 000	113.611	535 38 -	581 37 c t	-45 99	-	7 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00628320 CUR FACE 471 24 CUSIP: 36202CWC3								
GOVT NATL MTG ASSN II POOL #2483	09/20/27	247,000 000	117.954	2,070 89 -	2,195 81 c t	-124 92	-	7 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00710801 CUR FACE 1755 68 CUSIP 36202CXL2								
GOVT NATL MTG ASSN II POOL #2496	10/20/27	257,000 000	118.272	2,442 83 -	2,498 01 c t	-55.18	-	7.000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00803668 CUR FACE 2065.43 CUSIP 36202CXZ1								
FEDL NATL MTG ASSN POOL #417737	01/01/28	242,000 000	109 825	4,673 82 -	4,790 62 c t	-116 80	-	7.000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 01758555 CUR FACE 4255.70 CUSIP. 31379FBE3								
GOVT NATL MTG ASSN POOL #410456	03/15/28	57,000 000	111 342	5,735 18 -	5,629 72 c t	105 46	-	7 500
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0.09036766 CUR FACE 5150.96 CUSIP 36206F5R9								
GOVT NATL MTG ASSN POOL #462630	04/15/28	55,000 000	110 684	1,238 91 -	1,419 64 c t	-180 73	-	7 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 02035121 CUR FACE 1119.32 CUSIP 36208V4P7								
GOVT NATL MTG ASSN II POOL #2604	06/20/28	178,000 000	116 182	1,364 37 -	1,444 71 c t	-80 34	-	7 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00659743 CUR FACE 1174 34 CUSIP 36202C3M3								
FEDL NATL MTG ASSN POOL #764655	09/01/28	65,000 000	110 357	5,793 15 -	6,202 59 c t	-409 44	-	8 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 08076099 CUR FACE 5249 46 CUSIP 31404CQG8								
GOVT NATL MTG ASSN POOL #469699	11/15/28	90,000 000	112 341	943 00 -	941 38 c t	1 62	-	7 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00932673 CUR FACE 839 41 CUSIP· 36209EX49								
FEDL NATL MTG ASSN POOL #252335	02/01/29	300,000 000	114.042	4,818 74 -	4,900 72 c t	-81 98	-	7 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 01408470 CUR FACE 4225 41 CUSIP 31371HHL5								
GOVT NATL MTG ASSN POOL #781024	02/15/29	250,000 000	119 424	2,563 53 -	2,752 09 c t	-188 56	-	7 500
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00858632 CUR FACE 2146.58 CUSIP· 36225BD54								

Holdings (continued)

Bonds (continued)

Description	Maturity	Quantity	Price Per Unit	Total Market Value *Accrued Interest (AI)*	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Coupon Rate
Asset Backed Securities (continued)								
GOVT NATL MTG ASSN II POOL #2730	03/20/29	200,000 000	115.011	2,540 42 -	2,651 51 c t	-111 09	-	7 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 01104423 CUR FACE 2208 85 CUSIP 36202DA76								
GOVT NATL MTG ASSN POOL #505731	07/15/29	75,000 000	110 322	1,282 15 -	1,384 88 c t	-102 73	-	7 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 01549586 CUR FACE 1162.19 CUSIP 36210XY43								
GOVT NATL MTG ASSN II POOL #2825	10/20/29	320,000 000	120 270	1,690 26 -	1,436 94 c t	253.32	-	7 500
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00439185 CUR FACE 1405 39 CUSIP 36202DD65								
GOVT NATL MTG ASSN II POOL #2866	01/20/30	115,000 000	118.882	762 60 -	809 09 c t	-46 49	-	7 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00557810 CUR FACE 641 48 CUSIP: 36202DFF3								
GOVT NATL MTG ASSN II POOL #2868	01/20/30	212,000 000	119.555	931 24 -	954 88 c t	-23 64	-	8 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00367416 CUR FACE 778 92 CUSIP. 36202DFH9								
FEDL NATL MTG ASSN POOL #253221	02/01/30	1,200,000 000	100.864	1,409.90 -	2,045 37 c t	-635 47	-	8 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00116485 CUR FACE 1397 82 CUSIP 31371JG65								
GOVT NATL MTG ASSN II POOL #2935	06/20/30	100,000 000	120.620	476 40 -	469 49 c t	6 91	-	8.000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00394963 CUR FACE 394 96 CUSIP 36202DHL8								
FEDL HOME LN MTG CRP POOL #C01051	09/01/30	975,000 000	123.596	3,399 06 -	3,387.62 c t	11 44	-	8 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00282066 CUR FACE 2750 14 CUSIP 31292HEY6								
FEDL HOME LN MTG CRP POOL #C01080	10/01/30	1,000,000 000	116.726	5,239 50 -	5,785 46 c t	-545 96	-	8 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0.00448872 CUR FACE 4488 72 CUSIP· 31292HFV1								
FEDL HOME LN MTG CRP POOL #C01094	10/01/30	396,000 000	114 672	2,217.13 -	2,273 35 c t	-56.22	-	9 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0.00488246 CUR FACE 1933 45 CUSIP. 31292HGB4								
FEDL NATL MTG ASSN POOL #254283	11/01/30	150,000 000	105 856	1,270.16 -	1,799 11 c t	-528 95	-	8.500
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00799928 CUR FACE 1199 89 CUSIP 31371KM81								
GOVT NATL MTG ASSN II POOL #2998	11/20/30	100,000 000	117.297	575 75 -	638 31 c t	-62 56	-	7 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00490848 CUR FACE 490 85 CUSIP: 36202DKK6								

Holdings (continued)

Bonds (continued)

Description	Maturity	Quantity	Price Per Unit	Total Market Value *Accrued Interest (AI)*	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Coupon Rate
Asset Backed Securities (continued)								
FEDL NATL MTG ASSN POOL #579444	12/01/30	100,000 000	100.933	1,138 32 -	1,481.29 c t	-342.97	-	7 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 01127804 CUR FACE 1127.80 CUSIP 31387BWD1								
GOVT NATL MTG ASSN II POOL #3011	12/20/30	250,000 000	122 969	1,511 10 -	1,508 79 c t	2 31	-	7.500
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00491541 CUR FACE 1228.85 CUSIP 36202DKY6								
FEDL HOME LN MTG CRP POOL #C55996	01/01/31	250,000 000	110.748	550 01 -	788 74 c t	-238 73	-	7 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0.00198651 CUR FACE 496 63 CUSIP 31298SUV4								
FEDL NATL MTG ASSN POOL #601688	01/01/31	822,821.000	100.797	5,500 41 -	6,956 80 c t	-1,456 39	-	8.000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0.00663197 CUR FACE 5456.92 CUSIP 31388DND6								
GOVT NATL MTG ASSN POOL #424050	03/15/31	44,000.000	102.947	138 04 -	181 73 c t	-43 69	-	7 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00304753 CUR FACE 134 09 CUSIP 36206XBT9								
GOVT NATL MTG ASSN II POOL #3054	03/20/31	65,000.000	120.751	512 96 -	498.59 c t	14 37	-	7.000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00653549 CUR FACE 424 81 CUSIP. 36202DMB4								
GOVT NATL MTG ASSN II POOL #3068	04/20/31	78,000 000	117.281	743 33 -	794 15 c t	-50 82	-	6 500
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0.00812565 CUR FACE 633 80 CUSIP 36202DMR9								
GOVT NATL MTG ASSN II POOL #3081	05/20/31	25,000 000	120.130	261 98 -	249.37 c t	12 61	-	7 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0.00872323 CUR FACE 218 08 CUSIP 36202DM65								
FEDL HOME LN MTG CRP POOL #G01315	09/01/31	370,000 000	117.110	2,037 20 -	2,149 81 c t	-112 61	-	7 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00470151 CUR FACE 1739 56 CUSIP: 31283HN84								
FEDL NATL MTG ASSN POOL #545195	09/01/31	27,983.000	117.948	173 23 -	182 67 c t	-9 44	-	7.000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00524862 CUR FACE 146.87 CUSIP. 31385HUU4								
FEDL HOME LN MTG CRP POOL #G01317	10/01/31	604,000.000	119 257	2,593 68 -	2,864 08 c t	-270 40	-	7 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00360077 CUR FACE 2174 87 CUSIP 31283HPA7								
FEDL NATL MTG ASSN POOL #545395	11/01/31	500,000 000	124.602	5,822.09 -	6,093 17 c t	-271 08	-	8 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00934510 CUR FACE 4672.55 CUSIP 31385H3C4								

OMNIA FAMILY WEALTH

Account # 657-576995
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Holdings (continued)

Bonds (continued)

Description	Maturity	Quantity	Price Per Unit	Total Market Value *Accrued Interest (AI)*	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Coupon Rate
Asset Backed Securities (continued)								
FEDL NATL MTG ASSN POOL #632553	02/01/32	123,000.000	117.342	1,892 30 -	1,946 56 c t	-54 26	-	6 500
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 01311091 CUR FACE 1612 64 CUSIP 31389QWN4								
FEDL NATL MTG ASSN POOL #545490	03/01/32	350,000 000	117.519	3,296 38 -	3,823 82 c t	-527 44	-	7.500
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00801424 CUR FACE 2804.98 CUSIP 31385H7B2								
FEDL NATL MTG ASSN POOL #630570	03/01/32	176,000 000	106.964	2,035 11 -	2,542 92 c t	-507 81	-	7 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 01081026 CUR FACE 1902 61 CUSIP 31389NQX6								
FEDL HOME LN MTG CRP POOL #G01391	04/01/32	87,000.000	117 631	724 49 -	754 27 c t	-29 78	-	7 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00707930 CUR FACE 615.90 CUSIP. 31283HRL1								
FEDL NATL MTG ASSN POOL #545551	04/01/32	175,000 000	125 000	2,769 01 -	2,940 06 c t	-171.05	-	8 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 01265836 CUR FACE 2215 21 CUSIP 31385JBU1								
FEDL NATL MTG ASSN POOL #545556	04/01/32	43,858 000	116 103	432 56 -	483 39 c t	-50 83	-	7 000
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00849487 CUR FACE 372 57 CUSIP 31385JBZ0								
FEDL NATL MTG ASSN POOL #545819	08/01/32	104,000 000	116.559	983 55 -	1,036 99 c t	-53 44	-	6 500
FIXED COUPON ***UNRATED*** MONTHLY CUR FACTOR 0 00811370 CUR FACE 843 82 CUSIP 31385JK80								
Total Asset Backed Securities (1% of account holdings)				$145,585 17	$166,212.85	-$20,627 68	-	
Corporate Bonds								
DEERE JOHN CAP CORP MTNS BE	12/13/18	200,000 000	$100.425	$200,850 00 *$195.00*	$203,413 98 B c B	-$2,563 98	$3,900 000	1 950%
FIXED COUPON MOODYS A2 S&P A SEMIANNUALLY CUSIP 24422ESF7								
INGERSOLL-RAND GLOBAL HLDG CO	01/15/19	425,000.000	101 002	429,258 50 *5,634 20*	435,079 59 B c B	-5,821 09	12,218 740	2 875
FIXED COUPON MOODYS Baa2 S&P BBB SEMIANNUALLY MAKE WHOLE CALL CUSIP 45687AAL6								
GENERAL MILLS INC NOTES	02/15/19	200,000 000	109 751	219,502 00 *4,268 89*	224,286 31 B c B t	-4,784 31	11,300 000	5 650
FIXED COUPON MOODYS A3 S&P BBB+ SEMIANNUALLY MAKE WHOLE CALL CUSIP 370334BH6								
PG&E CORP SR GLBL NT	03/01/19	175,000 000	99 787	174,627.25 *1,400.00*	177,293 36 B c B t	-2,666 11	4,200 000	2 400
FIXED COUPON MOODYS Baa1 S&P BBB- SEMIANNUALLY NEXT CALL DATE 02/01/2019 CONT CALL 02/01/2019 MAKE WHOLE CALL CUSIP 69331CAF5								

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Fidelity INVESTMENTS

Holdings (continued)

Bonds (continued)

Description	Maturity	Quantity	Price Per Unit	Total Market Value *Accrued Interest (AI)*	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Coupon Rate
Corporate Bonds (continued)								
EXPRESS SCRIPTS HLDG CO NOTE	06/15/19	350,000 000	99 411	347,938 50 *350.00*	351,315 78 B c B t	-3,377 28	7,875 000	2 250
FIXED COUPON MOODYS Baa2 S&P BBB+ SEMIANNUALLY MAKE WHOLE CALL CUSIP 30219GAH1								
VERIZON COMMUNICATIONS INC	06/17/19	75,000 000	101.260	75,945 00 *74.37*	76,906 78 B c B	-961 78	1,912 500	2.550
FIXED COUPON MOODYS Baa1 S&P BBB+ SEMIANNUALLY MAKE WHOLE CALL CUSIP 92343VCB8								
MORGAN STANLEY NOTE	07/23/19	250,000.000	99 665	249,162 50 *2,605.90*	252,692.66 B c B t	-3,530.16	5,937 500	2 375
FIXED COUPON MOODYS A3 S&P BBB+ SEMIANNUALLY CUSIP 61746BDR4								
KELLOGG CO NOTE CALL MAKE WHOLE	11/15/19	475,000 000	105.858	502,825 50 *2,518.82*	511,241 99 B c B t	-8,416 49	19,712 500	4.150
FIXED COUPON MOODYS Baa2 S&P BBB SEMIANNUALLY MAKE WHOLE CALL CUSIP: 487836BC1								
VIACOM INC NEW NOTE CALL MAKE WHOLE	12/15/19	200,000 000	98.649	197,298.00 *244.44*	204,191 49 B c B t	-6,893 49	5,500 000	2 750
FIXED COUPON MOODYS Baa2 S&P BBB- SEMIANNUALLY NEXT CALL DATE 11/15/2019 CONT CALL 11/15/2019 MAKE WHOLE CALL CUSIP 92553PAY8								
FORD MOTOR CREDIT CO LLC NOTE	01/15/20	250,000 000	117.778	294,445.00 *9,366.32*	306,177 36 B c B t	-11,732 36	20,312 500	8 125
FIXED COUPON MOODYS Baa3 S&P BBB- SEMIANNUALLY CUSIP. 345397VM2								
MORGAN STANLEY NOTE	01/27/20	230,000 000	99 728	229,374 40 *2,607 31*	233,180 03 B c B t	-3,805 63	6,095.000	2 650
FIXED COUPON MOODYS A3 S&P BBB+ SEMIANNUALLY CUSIP. 61747YDW2								
CITIGROUP INC NOTE	02/18/20	400,000 000	98.830	395,320.00 *3,546.67*	401,724 27 B c B	-6,404 27	9,600 000	2 400
FIXED COUPON MOODYS Baa1 S&P BBB+ SEMIANNUALLY CUSIP· 172967JJ1								
JPMORGAN CHASE &CO NOTE	03/25/20	150,000 000	108.433	162,649.50 *1,980.00*	167,472 92 B c B t	-4,823 42	7,425.000	4.950
FIXED COUPON MOODYS A3 S&P A- SEMIANNUALLY CUSIP 46625HHQ6								
HARTFORD FINL SVCS GROUP INC	03/30/20	250,000.000	110.699	276,747 50 *3,475 69*	285,400 09 B c B t	-8,652 59	13,750.000	5 500
FIXED COUPON MOODYS Baa2 S&P BBB+ SEMIANNUALLY MAKE WHOLE CALL CUSIP 416515AZ7								
DOW CHEM CO NOTE CALL MAKE WHOLE	11/15/20	450,000.000	104.677	471,046.50 *2,443 75*	485,073 38 B c B	-14,026 88	19,125 000	4.250
FIXED COUPON MOODYS Baa2 S&P BBB SEMIANNUALLY NEXT CALL DATE 08/15/2020 CONT CALL 08/15/2020 MAKE WHOLE CALL CUSIP· 260543CC5								
GENERAL ELEC CAP CORP MTN	02/11/21	350,000.000	112 762	394,667.00 *7,213.89*	405,218.55 B c B t	-10,551.55	18,550 000	5.300
FIXED COUPON MOODYS A2 S&P AA SEMIANNUALLY CUSIP 369622SM8								

OMNIA
FAMILY WEALTH

Account # 657-576995
CORPORATION

Holdings (continued)

Bonds (continued)

Description	Maturity	Quantity	Price Per Unit	Total Market Value *Accrued Interest (AI)*	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Coupon Rate
Corporate Bonds (continued)								
DEERE JOHN CAP CORP MTNS BE	03/04/21	125,000 000	100 231	125,288 75 *1,137 50*	127,714 33 [B c B]	-2,425 58	3,500 000	2 800
FIXED COUPON MOODYS A2 S&P A SEMIANNUALLY CUSIP· 24422ESL4								
VERIZON COMMUNICATIONS INC	03/15/21	350,000.000	102.309	358,081 50 *3,555.42*	368,544 11 [B c B t]	-10,462 61	12,075 000	3 450
FIXED COUPON MOODYS Baa1 S&P BBB+ SEMIANNUALLY MAKE WHOLE CALL CUSIP· 92343VCC6								
KIMBERLY CLARK CORP SR NT	03/01/22	250,000 000	98.604	246,510 00 *2,000 00*	254,336 17 [B c B t]	-7,826 17	6,000 000	2 400
FIXED COUPON MOODYS A2 S&P A SEMIANNUALLY MAKE WHOLE CALL CUSIP 494368BH5								
CORNING INC NOTE CALL MAKE WHOLE	05/15/22	230,000 000	95.788	220,312 40 *852.28*	224,855 70 [B c B]	-4,543 30	6,670 000	2 900
FIXED COUPON MOODYS Baa1 S&P BBB+ SEMIANNUALLY NEXT CALL DATE 03/15/2022 CONT CALL 03/15/2022 MAKE WHOLE CALL CUSIP 219350BB0								
HOME DEPOT INC NOTE CALL MAKE WHOLE	06/01/22	200,000 000	99.896	199,792 00 *437.50*	203,222 66 [B c B]	-3,430 66	5,250 000	2 625
FIXED COUPON MOODYS A2 S&P A SEMIANNUALLY NEXT CALL DATE 05/01/2022 CONT CALL 05/01/2022 MAKE WHOLE CALL CUSIP: 437076BG6								
HUMANA INC NOTE CALL MAKE WHOLE	12/01/22	250,000 000	97 208	243,020 00 *656.25*	250,563 21 [B c B]	-7,543 21	7,875 000	3 150
FIXED COUPON MOODYS Baa3 S&P BBB+ SEMIANNUALLY NEXT CALL DATE 09/01/2022 CONT CALL 09/01/2022 MAKE WHOLE CALL CUSIP 444859BA9								
GENERAL ELEC CAP CORP MTN BE	01/09/23	200,000 000	101 501	203,002 00 *2,962.22*	205,363.60 [B c B]	-2,361 60	6,200 000	3 100
FIXED COUPON MOODYS A1 S&P AA+ SEMIANNUALLY CUSIP. 36962G6S8								
HOME DEPOT INC NOTE CALL MAKE WHOLE	04/01/23	250,000 000	99.240	248,100 00 *1,687.50*	258,961 31 [B c B t]	-10,861 31	6,750 000	2 700
FIXED COUPON MOODYS A2 S&P A SEMIANNUALLY NEXT CALL DATE 01/01/2023 CONT CALL 01/01/2023 MAKE WHOLE CALL CUSIP 437076AZ5								
KIMBERLY CLARK CORP SR GLBL NT	03/01/25	160,000 000	96 530	154,448 00 *1,413.33*	160,278 60 [B c B t]	-5,830.60	4,240 000	2 650
FIXED COUPON MOODYS A2 S&P A SEMIANNUALLY MAKE WHOLE CALL CUSIP 494368BQ5								
CBS CORP NEW NOTE CALL MAKE WHOLE	01/15/26	200,000 000	97.514	195,028 00 *3,800 00*	202,251.29 [B c B]	-7,223 29	8,111 110	4 000
FIXED COUPON MOODYS Baa2 S&P BBB SEMIANNUALLY NEXT CALL DATE 10/15/2025 CONT CALL 10/15/2025 MAKE WHOLE CALL CUSIP 124857AQ6								
TYCO INTL GROUP S A NOTE CALL MAKE WHOLE	02/14/26	200,000 000	100.223	200,446.00 -	206,282 00 [C]	-5,836 00	-	3 900
FIXED COUPON MOODYS A3 S&P BBB+ SEMIANNUALLY NEXT CALL DATE 11/14/2025 CONT CALL 11/14/2025 MAKE WHOLE CALL CUSIP 902118BS6								
Total Corporate Bonds (62% of account holdings)				$7,015,685 80	$7,183,041 52	-$167,355.72	$234,084 850	
Total Bonds (63% of account holdings)				**$7,161,270.97**	**$7,349,254.37**	**-$187,983.40**	**$234,084.850**	

Fidelity INVESTMENTS

MR_CE _BBPTKLBBCSKNB_BBBBB 20151231

Holdings (continued)

Total Holdings		**$11,376,356.82**	**$11,779,075.37** c	**-$427,661.90**	**$250,957.04**
	Accrued Interest (AI)	66,427.25			
	Total Including Accrued Interest (AI)	$11,442,784 07			

All positions held in cash account unless otherwise indicated.

Cost Basis - the original amount paid for a security, including the amount of reinvested dividends and capital gains, plus or minus certain adjustments. See last page of statement for details Total Cost Basis does not include the cost basis on core, money market or other positions where cost basis is unknown or not applicable.

EAI & EY ***Estimated Annual Income (EAI) & Estimated Yield (EY)*** *- EAI is an estimate of annual income for a specific security position over the next rolling 12 months EY is calculated by dividing the current EAI for a security position by its statement closing date market value. EY reflects only the income generated by an investment; it does not reflect changes in its price, which may fluctuate For certain types of securities, EAI and EY could include the return of principal or capital gains which would render them overstated. EAI and EY are estimates provided for informational purposes only and should not be relied on for making investment, trading, or tax decisions. There is no guarantee that your investments will actually generate the EAI or EY presented Actual income and yield might be higher or lower EAI and EY should not be confused with a security's 30-day Yield or 7-day Yield, if provided, as such yield quotations reflect the actual historical performance of a security* ***For additional information, including calculation details, refer to the "Additional Information and Endnotes" section at the end of your statement.***

AI ***(Accrued Interest)*** *- Presented for domestic fixed income securities and represents interest accumulated since the last coupon date, but not yet paid by the issuer or received by NFS AI is calculated for the following securities: fixed rate bonds and Certificates of Deposit (CDs).* ***There is no guarantee that AI will be paid by the issuer.*** *AI for treasury and GNMA securities, however, is backed by the full faith and credit of the United States Government AI totals represent accruals for only those securities with listed AI in the Holdings section of this statement Please refer to the Help/Glossary section of Fidelity.com for additional information.*

Total Cost Basis does not include the cost basis on core, money market or other positions where cost basis is unknown or not applicable

c *Cost basis information (or proceeds from short sales) has been provided by you and has not been adjusted except as otherwise indicated When positions are transferred between accounts, in certain cases, cost basis information may be automatically transferred and deemed to be customer-provided*

t *Third-party provided*

B *See Additional Information and Endnotes for important information about the adjusted cost basis information provided*

E *Includes exchange-traded funds (ETFs), exchange-traded notes (ETNs), and other exchange-traded vehicles*

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