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EXTENDED TO AUGUST 15, 2016

Return of Private Foundation

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

OMB No 1545-0052

2015

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue ServiceDo 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.

For calendar year 2015 or tax year beginning

, and ending

Name of foundation THE JOSHUA M AND INETTE S BROWN FAMILY FOUNDATION		A Employer identification number 26-0433294
Number and street (or P O box number if mail is not delivered to street address) 2300 WOLF STREET	Room/suite 4B	B Telephone number (214) 725-0460
City or town, state or province, country, and ZIP or foreign postal code DALLAS, TX 75201		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization. <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 102,801.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	75,000.		N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	2,343.	2,343.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	10,226.			
	b Gross sales price for all assets on line 6a	52,010.			
	7 Capital gain net income (from Part IV, line 2)		10,226.		
	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	87,569.	12,569.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes	352.			0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	170.	0.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	522.	0.		0.
	25 Contributions, gifts, grants paid	102,518.			102,518.
26 Total expenses and disbursements. Add lines 24 and 25	103,040.	0.		102,518.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-15,471.				
b Net investment income (if negative, enter -0-)		12,569.			
c Adjusted net income (if negative, enter -0-)			N/A		

523501 LHA For Paperwork Reduction Act Notice, see instructions

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Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		25,517.	25,517.
	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 ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 4	85,060.	44,637.	77,284.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment; basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	85,060.	70,154.	102,801.	
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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> 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	85,060.	70,154.	
30 Total net assets or fund balances	85,060.	70,154.		
31 Total liabilities and net assets/fund balances	85,060.	70,154.		

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	85,060.
2 Enter amount from Part I, line 27a	2	-15,471.
3 Other increases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	3	1,315.
4 Add lines 1, 2, and 3	4	70,904.
5 Decreases not included in line 2 (itemize) ▶ BOOK/TAX DIFFERENCE	5	750.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	70,154.

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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 STATEMENTS			
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 52,010.		41,784.	10,226.

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			10,226.

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	10,226.
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	132,565.	179,485.	.738585
2013	60,510.	242,707.	.249313
2012	39,617.	244,320.	.162152
2011	15,992.	208,147.	.076830
2010	25,300.	208,715.	.121218

2 Total of line 1, column (d)	2	1.348098
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	.269620
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	113,725.
5 Multiply line 4 by line 3	5	30,663.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	126.
7 Add lines 5 and 6	7	30,789.
8 Enter qualifying distributions from Part XII, line 4 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.	8	102,518.

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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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	126.
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	126.
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	126.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a		
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		0.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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		126.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

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. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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?	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) <input type="checkbox"/> TX		
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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► JOSHUA & INETTE BROWN Telephone no. ► (214) 725-0460 Located at ► 2300 WOLF STREET, UNIT 4B, DALLAS, TX ZIP+4 ► 75201		
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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A		
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?		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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.) N/A		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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?		X

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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))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)
- (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
☐ Yes ☒ No
☐ Yes ☒ No
☐ Yes ☒ No
☐ 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

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

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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
JOSHUA M BROWN	PRESIDENT			
3428 ST JOHNS DRIVE				
DALLAS, TX 75205	2.00	0.	0.	0.
INETTE S BROWN	SECRETARY-TREASURER			
3428 ST JOHNS DRIVE				
DALLAS, TX 75205	2.00	0.	0.	0.
EUGENE SANGER	DIRECTOR			
7244 N JANMAR				
DALLAS, TX 75230	0.00	0.	0.	0.
BARBARA SANGER	DIRECTOR			
7244 N JANMAR				
DALLAS, TX 75230	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

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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 THE ASSETS OF THE FOUNDATION WERE USED AND WILL CONTINUE TO BE USED TO FUND CHARITABLE CAUSES OR TO FUND PUBLIC CHARITIES. SEE PART XV, LINE 3 (A).	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	102,698.
b	Average of monthly cash balances	1b	12,759.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	115,457.
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	115,457.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,732.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	113,725.
6	Minimum investment return. Enter 5% of line 5	6	5,686.

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	5,686.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	126.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	126.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	5,560.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	5,560.
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	5,560.

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	102,518.
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	102,518.
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	126.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	102,392.

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.

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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				5,560.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010	15,007.			
b From 2011	5,692.			
c From 2012	27,463.			
d From 2013	48,495.			
e From 2014	124,295.			
f Total of lines 3a through e	220,952.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$	102,518.			
a Applied to 2014, but not more than line 2a			0.	
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				5,560.
e Remaining amount distributed out of corpus	96,958.			
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	317,910.			
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	15,007.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	302,903.			
10 Analysis of line 9:				
a Excess from 2011	5,692.			
b Excess from 2012	27,463.			
c Excess from 2013	48,495.			
d Excess from 2014	124,295.			
e Excess from 2015	96,958.			

N/A

- 4942(1)(5)

- (4) Gross investment income**

[illegible]

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

**THE JOSHUA M AND INETTE S BROWN
FAMILY FOUNDATION**

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Part XV **Supplementary Information** (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ABILITY CONNECTION 8802 HARRY HINES BLVD DALLAS, TX 75235	NONE	OTHER PUBLIC CHARITY	GENERAL	1,000.
BAYLOR HEALTHCARE SYSTEM FOUNDATION 3600 GASTON AVENUE STE 100 DALLAS, TX 75246-1800	NONE	OTHER PUBLIC CHARITY	GENERAL	46,668.
CHRISTO REY DALLAS COLLEGE PREP 1064 N. ST. AUGUSTINE DR DALLAS, TX 75217	NONE	OTHER PUBLIC CHARITY	GENERAL	20,000.
DALLAS HOLOCAUST MUSEUM CENTER 211 N. RECORD STREET STE 100 DALLAS, TX 75202	NONE	OTHER PUBLIC CHARITY	GENERAL	4,750.
DALLAS MUSEUM OF ART 1717 N. HARWOOD DALLAS, TX 75201	NONE	OTHER PUBLIC CHARITY	GENERAL	250.
Total SEE CONTINUATION SHEET(S)			▶ 3a	102,518.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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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	AB WEALTH APPRECIATION - 19.614 SHS	P	12/02/14	09/09/15
b	AB WEALTH APPRECIATION - 57.282 SHS	P	12/18/14	09/09/15
c	AB WEALTH APPRECIATION - 15.430 SHS	P	06/02/15	09/09/15
d	AB WEALTH APPRECIATION - 6.997 SHS	P	09/02/15	09/09/15
e	BERNSTEIN INTERMEDIATE - 3.774 SHS	P	09/19/14	09/09/15
f	BERNSTEIN INTERMEDIATE - 3.341 SHS	P	10/20/14	09/09/15
g	BERNSTEIN INTERMEDIATE - 3.675 SHS	P	11/20/14	09/09/15
h	BERNSTEIN INTERMEDIATE - 13.345 SHS	P	12/02/14	09/09/15
i	BERNSTEIN INTERMEDIATE - 37.912 SHS	P	12/09/14	09/09/15
j	BERNSTEIN INTERMEDIATE - 3.252 SHS	P	12/19/14	09/09/15
k	BERNSTEIN INTERMEDIATE - 1.140 SHS	P	12/31/14	09/09/15
l	BERNSTEIN INTERMEDIATE - 1.775 SHS	P	01/20/15	09/09/15
m	BERNSTEIN INTERMEDIATE - 3.040 SHS	P	02/20/15	09/09/15
n	BERNSTEIN INTERMEDIATE - 35.979 SHS	P	03/03/15	09/09/15
o	BERNSTEIN INTERMEDIATE - 2.482 SHS	P	03/20/15	09/09/15

(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 284.		305.	-21.
b 828.		832.	-4.
c 223.		244.	-21.
d 101.		101.	0.
e 51.		52.	-1.
f 45.		46.	-1.
g 49.		51.	-2.
h 179.		184.	-5.
i 508.		512.	-4.
j 44.		44.	0.
k 15.		15.	0.
l 24.		24.	0.
m 41.		41.	0.
n 482.		489.	-7.
o 33.		34.	-1.

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			-21.
b			-4.
c			-21.
d			0.
e			-1.
f			-1.
g			-2.
h			-5.
i			-4.
j			0.
k			0.
l			0.
m			0.
n			-7.
o			-1.

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
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

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	BERNSTEIN INTERMEDIATE - 2.871 SHS	P	04/20/15	09/09/15
b	BERNSTEIN INTERMEDIATE - 2.086 SHS	P	05/20/15	09/09/15
c	BERNSTEIN INTERMEDIATE - 2.169 SHS	P	06/02/15	09/09/15
d	AB WEALTH APPRECIATION - 0.040 SHS	P	09/02/15	10/21/15
e	AB WEALTH APPRECIATION - 527.558 SHS	P	12/22/08	04/13/15
f	AB WEALTH APPRECIATION - 239.788 SHS	P	01/02/09	04/13/15
g	BERNSTEIN INTERMEDIATE - 22.878 SHS	P	10/01/09	04/13/15
h	BERNSTEIN INTERMEDIATE - 4.976 SHS	P	10/23/09	04/13/15
i	BERNSTEIN INTERMEDIATE - 22.528 SHS	P	11/24/09	04/13/15
j	BERNSTEIN INTERMEDIATE - 8.459 SHS	P	12/16/09	04/13/15
k	BERNSTEIN INTERMEDIATE - 18.553 SHS	P	12/22/09	04/13/15
l	BERNSTEIN INTERMEDIATE - 122.197 SHS	P	12/24/09	04/13/15
m	BERNSTEIN INTERMEDIATE - 31.842 SHS	P	01/04/10	04/13/15
n	BERNSTEIN INTERMEDIATE - 21.447 SHS	P	02/23/10	04/13/15
o	BERNSTEIN INTERMEDIATE - 8.654 SHS	P	03/16/10	04/13/15

(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 38.		39.	-1.
b 28.		28.	0.
c 29.		29.	0.
d 1.		1.	0.
e 8,288.		4,252.	4,036.
f 3,767.		2,021.	1,746.
g 314.		302.	12.
h 68.		66.	2.
i 309.		300.	9.
j 116.		113.	3.
k 255.		246.	9.
l 1,677.		1,618.	59.
m 437.		422.	15.
n 294.		288.	6.
o 119.		117.	2.

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.
b			0.
c			0.
d			0.
e			4,036.
f			1,746.
g			12.
h			2.
i			9.
j			3.
k			9.
l			59.
m			15.
n			6.
o			2.

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

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

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	BERNSTEIN INTERMEDIATE - 17.786 SHS	P	03/23/10	04/13/15
b	BERNSTEIN INTERMEDIATE - 18.371 SHS	P	04/22/10	04/13/15
c	BERNSTEIN INTERMEDIATE - 16.382 SHS	P	11/23/10	04/13/15
d	BERNSTEIN INTERMEDIATE - 56.461 SHS	P	12/07/10	04/13/15
e	BERNSTEIN INTERMEDIATE - 3.061 SHS	P	12/13/10	04/13/15
f	BERNSTEIN INTERMEDIATE - 8.609 SHS	P	12/16/10	04/13/15
g	BERNSTEIN INTERMEDIATE - 109.170 SHS	P	12/27/10	04/13/15
h	BERNSTEIN INTERMEDIATE - 30.755 SHS	P	01/03/11	04/13/15
i	BERNSTEIN INTERMEDIATE - 6.188 SHS	P	01/05/11	04/13/15
j	BERNSTEIN INTERMEDIATE - 11.184 SHS	P	01/27/11	04/13/15
k	BERNSTEIN INTERMEDIATE - 18.476 SHS	P	02/23/11	04/13/15
l	BERNSTEIN INTERMEDIATE - 21.105 SHS	P	04/04/11	04/13/15
m	AB WEALTH APPRECIATION - 6.448 SHS	P	01/02/09	07/22/15
n	AB WEALTH APPRECIATION - 12.67 SHS	P	01/06/09	07/22/15
o	AB WEALTH APPRECIATION - 26.575 SHS	P	01/22/09	07/22/15

(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 244.		241.	3.
b 252.		249.	3.
c 225.		231.	-6.
d 775.		775.	0.
e 42.		42.	0.
f 118.		117.	1.
g 1,498.		1,493.	5.
h 422.		422.	0.
i 85.		85.	0.
j 153.		154.	-1.
k 253.		253.	0.
l 290.		290.	0.
m 101.		54.	47.
n 197.		107.	90.
o 417.		199.	218.

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			3.
b			3.
c			-6.
d			0.
e			0.
f			1.
g			5.
h			0.
i			0.
j			-1.
k			0.
l			0.
m			47.
n			90.
o			218.

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 }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

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	AB WEALTH APPRECIATION - 48.299 SHS	P	02/24/09	07/22/15
b	AB WEALTH APPRECIATION - 33.135 SHS	P	03/17/09	07/22/15
c	AB WEALTH APPRECIATION - 40.374 SHS	P	03/24/09	07/22/15
d	AB WEALTH APPRECIATION - 23.281 SHS	P	04/01/09	07/22/15
e	BERNSTEIN INTERMEDIATE - 9.579 SHS	P	04/04/11	07/22/15
f	BERNSTEIN INTERMEDIATE - 15.495 SHS	P	04/26/11	07/22/15
g	BERNSTEIN INTERMEDIATE - 116.288 SHS	P	12/14/11	07/22/15
h	BERNSTEIN INTERMEDIATE - 7.761 SHS	P	01/24/12	07/22/15
i	BERNSTEIN INTERMEDIATE - 0.989 SHS	P	02/22/12	07/22/15
j	AB WEALTH APPRECIATION - 33.350 SHS	P	04/01/09	08/11/15
k	AB WEALTH APPRECIATION - 38.479 SHS	P	04/22/09	08/11/15
l	AB WEALTH APPRECIATION - 17.777 SHS	P	01/22/10	08/11/15
m	AB WEALTH APPRECIATION - 37.074 SHS	P	04/01/10	08/11/15
n	AB WEALTH APPRECIATION - 23.689 SHS	P	05/24/10	08/11/15
o	AB WEALTH APPRECIATION - 11.133 SHS	P	06/16/10	08/11/15

(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 757.		338.	419.
b 520.		236.	284.
c 633.		298.	335.
d 365.		173.	192.
e 128.		132.	-4.
f 207.		215.	-8.
g 1,557.		1,612.	-55.
h 104.		107.	-3.
i 13.		14.	-1.
j 514.		248.	266.
k 593.		301.	292.
l 266.		180.	86.
m 572.		422.	150.
n 365.		238.	127.
o 172.		117.	55.

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			419.
b			284.
c			335.
d			192.
e			-4.
f			-8.
g			-55.
h			-3.
i			-1.
j			266.
k			292.
l			86.
m			150.
n			127.
o			55.

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	
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	

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	AB WEALTH APPRECIATION - 24.073 SHS	P	06/22/10	08/11/15
b	AB WEALTH APPRECIATION - 43.540 SHS	P	07/01/10	08/11/15
c	AB WEALTH APPRECIATION - 22.354 SHS	P	07/22/10	08/11/15
d	AB WEALTH APPRECIATION - 24.623 SHS	P	08/24/10	08/11/15
e	AB WEALTH APPRECIATION - 10.813 SHS	P	09/16/10	08/11/15
f	AB WEALTH APPRECIATION - 19.954 SHS	P	09/22/10	08/11/15
g	AB WEALTH APPRECIATION - 37.941 SHS	P	10/01/10	08/11/15
h	AB WEALTH APPRECIATION - 19.723 SHS	P	10/22/10	08/11/15
i	AB WEALTH APPRECIATION - 10.348 SHS	P	03/16/11	08/11/15
j	AB WEALTH APPRECIATION - 9.925 SHS	P	03/22/11	08/11/15
k	BERNSTEIN INTERMEDIATE - 9.146 SHS	P	02/22/12	08/11/15
l	BERNSTEIN INTERMEDIATE - 9.463 SHS	P	03/16/12	08/11/15
m	BERNSTEIN INTERMEDIATE - 10.975 SHS	P	03/23/12	08/11/15
n	BERNSTEIN INTERMEDIATE - 11.030 SHS	P	05/18/12	08/11/15
o	BERNSTEIN INTERMEDIATE - 11.631 SHS	P	06/20/12	08/11/15

(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	371.		248.	123.
b	671.		422.	249.
c	345.		231.	114.
d	380.		246.	134.
e	167.		117.	50.
f	308.		218.	90.
g	585.		422.	163.
h	304.		227.	77.
i	160.		124.	36.
j	153.		123.	30.
k	123.		127.	-4.
l	127.		131.	-4.
m	148.		152.	-4.
n	148.		154.	-6.
o	156.		163.	-7.

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			123.
b			249.
c			114.
d			134.
e			50.
f			90.
g			163.
h			77.
i			36.
j			30.
k			-4.
l			-4.
m			-4.
n			-6.
o			-7.

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	
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	

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	BERNSTEIN INTERMEDIATE - 30.011 SHS	P	07/03/12	08/11/15
b	BERNSTEIN INTERMEDIATE - 11.105 SHS	P	07/20/12	08/11/15
c	BERNSTEIN INTERMEDIATE - 9.807 SHS	P	08/20/12	08/11/15
d	BERNSTEIN INTERMEDIATE - 9.223 SHS	P	09/17/12	08/11/15
e	BERNSTEIN INTERMEDIATE - 10.470 SHS	P	09/20/12	08/11/15
f	BERNSTEIN INTERMEDIATE - 29.585 SHS	P	10/02/12	08/11/15
g	BERNSTEIN INTERMEDIATE - 10.200 SHS	P	10/19/12	08/11/15
h	BERNSTEIN INTERMEDIATE - 9.547 SHS	P	11/20/12	08/11/15
i	BERNSTEIN INTERMEDIATE - 40.422 SHS	P	12/12/12	08/11/15
j	BERNSTEIN INTERMEDIATE - 18.605 SHS	P	12/20/12	08/11/15
k	BERNSTEIN INTERMEDIATE - 3.280 SHS	P	12/31/12	08/11/15
l	BERNSTEIN INTERMEDIATE - 30.028 SHS	P	01/02/13	08/11/15
m	BERNSTEIN INTERMEDIATE - 6.295 SHS	P	01/18/13	08/11/15
n	BERNSTEIN INTERMEDIATE - 9.378 SHS	P	02/20/13	08/11/15
o	BERNSTEIN INTERMEDIATE - 22.773 SHS	P	03/04/13	08/11/15

(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 404.		422.	-18.
b 149.		158.	-9.
c 132.		138.	-6.
d 124.		131.	-7.
e 141.		148.	-7.
f 398.		422.	-24.
g 137.		145.	-8.
h 128.		136.	-8.
i 544.		570.	-26.
j 250.		262.	-12.
k 44.		46.	-2.
l 404.		422.	-18.
m 85.		88.	-3.
n 126.		131.	-5.
o 306.		319.	-13.

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			-18.
b			-9.
c			-6.
d			-7.
e			-7.
f			-24.
g			-8.
h			-8.
i			-26.
j			-12.
k			-2.
l			-18.
m			-3.
n			-5.
o			-13.

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
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

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	AB WEALTH APPRECIATION - 7.021 SHS	P	03/22/11	09/09/15
b	AB WEALTH APPRECIATION - 2.280 SHS	P	04/26/11	09/09/15
c	AB WEALTH APPRECIATION - 20.072 SHS	P	05/24/11	09/09/15
d	AB WEALTH APPRECIATION - 10.338 SHS	P	06/16/11	09/09/15
e	AB WEALTH APPRECIATION - 18.112 SHS	P	06/22/11	09/09/15
f	AB WEALTH APPRECIATION - 33.219 SHS	P	07/01/11	09/09/15
g	AB WEALTH APPRECIATION - 17.870 SHS	P	07/26/11	09/09/15
h	AB WEALTH APPRECIATION - 22.268 SHS	P	08/23/11	09/09/15
i	AB WEALTH APPRECIATION - 11.219 SHS	P	09/16/11	09/09/15
j	AB WEALTH APPRECIATION - 43.093 SHS	P	10/03/11	09/09/15
k	AB WEALTH APPRECIATION - 14.785 SHS	P	10/24/11	09/09/15
l	AB WEALTH APPRECIATION - 14.608 SHS	P	11/22/11	09/09/15
m	AB WEALTH APPRECIATION - 13.737 SHS	P	12/23/11	09/09/15
n	AB WEALTH APPRECIATION - 43.322 SHS	P	01/05/12	09/09/15
o	AB WEALTH APPRECIATION - 15.121 SHS	P	04/24/12	09/09/15

(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 102.		87.	15.
b 33.		30.	3.
c 290.		249.	41.
d 149.		124.	25.
e 262.		221.	41.
f 480.		422.	58.
g 258.		225.	33.
h 322.		239.	83.
i 162.		124.	38.
j 623.		422.	201.
k 214.		168.	46.
l 211.		155.	56.
m 199.		149.	50.
n 626.		477.	149.
o 219.		178.	41.

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			15.
b			3.
c			41.
d			25.
e			41.
f			58.
g			33.
h			83.
i			38.
j			201.
k			46.
l			56.
m			50.
n			149.
o			41.

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

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

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	AB WEALTH APPRECIATION - 88.288 SHS	P	12/19/12	09/09/15
b	AB WEALTH APPRECIATION - 32.655 SHS	P	04/02/13	09/09/15
c	AB WEALTH APPRECIATION - 21.553 SHS	P	09/04/13	09/09/15
d	AB WEALTH APPRECIATION - 9.748 SHS	P	09/16/13	09/09/15
e	AB WEALTH APPRECIATION - 4.028 SHS	P	10/02/13	09/09/15
f	AB WEALTH APPRECIATION - 104.310 SHS	P	12/18/13	09/09/15
g	AB WEALTH APPRECIATION - 39.693 SHS	P	03/04/14	09/09/15
h	AB WEALTH APPRECIATION - 9.888 SHS	P	03/17/14	09/09/15
i	AB WEALTH APPRECIATION - 23.975 SHS	P	06/03/14	09/09/15
j	AB WEALTH APPRECIATION - 17.372 SHS	P	09/03/14	09/09/15
k	BERNSTEIN INTERMEDIATE - 14.103 SHS	P	03/04/13	09/09/15
l	BERNSTEIN INTERMEDIATE - 9.832 SHS	P	03/18/13	09/09/15
m	BERNSTEIN INTERMEDIATE - 8.743 SHS	P	03/20/13	09/09/15
n	BERNSTEIN INTERMEDIATE - 9.585 SHS	P	04/19/13	09/09/15
o	BERNSTEIN INTERMEDIATE - 8.619 SHS	P	05/20/13	09/09/15

(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 1,277.		1,056.	221.
b 472.		422.	50.
c 312.		293.	19.
d 141.		137.	4.
e 58.		57.	1.
f 508.		479.	29.
g 574.		595.	-21.
h 143.		146.	-3.
i 347.		369.	-22.
j 251.		274.	-23.
k 189.		197.	-8.
l 132.		137.	-5.
m 117.		122.	-5.
n 128.		135.	-7.
o 115.		121.	-6.

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			221.
b			50.
c			19.
d			4.
e			1.
f			29.
g			-21.
h			-3.
i			-22.
j			-23.
k			-8.
l			-5.
m			-5.
n			-7.
o			-6.

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

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

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	BERNSTEIN INTERMEDIATE - 55.096 SHS	P	05/21/13	09/09/15
b	BERNSTEIN INTERMEDIATE - 44.929 SHS	P	06/04/13	09/09/15
c	BERNSTEIN INTERMEDIATE - 4.821 SHS	P	06/12/13	09/09/15
d	BERNSTEIN INTERMEDIATE - 9.989 SHS	P	06/17/13	09/09/15
e	BERNSTEIN INTERMEDIATE - 9.306 SHS	P	06/20/13	09/09/15
f	BERNSTEIN INTERMEDIATE - 4.226 SHS	P	07/02/13	09/09/15
g	BERNSTEIN INTERMEDIATE - 9.662 SHS	P	07/19/13	09/09/15
h	BERNSTEIN INTERMEDIATE - 8.819 SHS	P	08/20/13	09/09/15
i	BERNSTEIN INTERMEDIATE - 24.562 SHS	P	09/04/13	09/09/15
j	BERNSTEIN INTERMEDIATE - 4.974 SHS	P	09/11/13	09/09/15
k	BERNSTEIN INTERMEDIATE - 8.981 SHS	P	09/20/13	09/09/15
l	BERNSTEIN INTERMEDIATE - 6.760 SHS	P	10/18/13	09/09/15
m	BERNSTEIN INTERMEDIATE - 7.584 SHS	P	11/20/13	09/09/15
n	BERNSTEIN INTERMEDIATE - 45.991 SHS	P	12/03/13	09/09/15
o	BERNSTEIN INTERMEDIATE - 7.507 SHS	P	12/10/13	09/09/15

(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	738.		771.	-33.
b	602.		620.	-18.
c	65.		66.	-1.
d	134.		137.	-3.
e	125.		126.	-1.
f	57.		57.	0.
g	129.		131.	-2.
h	118.		117.	1.
i	329.		326.	3.
j	67.		66.	1.
k	120.		121.	-1.
l	91.		91.	0.
m	102.		102.	0.
n	616.		620.	-4.
o	101.		101.	0.

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			-33.
b			-18.
c			-1.
d			-3.
e			-1.
f			0.
g			-2.
h			1.
i			3.
j			1.
k			-1.
l			0.
m			0.
n			-4.
o			0.

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

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

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	BERNSTEIN INTERMEDIATE - 19.460 SHS	P	12/19/13	09/09/15
b	BERNSTEIN INTERMEDIATE - 7.948 SHS	P	12/20/13	09/09/15
c	BERNSTEIN INTERMEDIATE - 2.459 SHS	P	12/31/13	09/09/15
d	BERNSTEIN INTERMEDIATE - 4.818 SHS	P	01/17/14	09/09/15
e	BERNSTEIN INTERMEDIATE - 6.683 SHS	P	02/20/14	09/09/15
f	BERNSTEIN INTERMEDIATE - 2.181 SHS	P	03/04/14	09/09/15
g	BERNSTEIN INTERMEDIATE - 4.871 SHS	P	03/12/14	09/09/15
h	BERNSTEIN INTERMEDIATE - 6.232 SHS	P	03/20/14	09/09/15
i	BERNSTEIN INTERMEDIATE - 4.603 SHS	P	04/02/14	09/09/15
j	BERNSTEIN INTERMEDIATE - 7.001 SHS	P	04/17/14	09/09/15
k	BERNSTEIN INTERMEDIATE - 5.993 SHS	P	05/20/14	09/09/15
l	BERNSTEIN INTERMEDIATE - 26.258 SHS	P	06/03/14	09/09/15
m	BERNSTEIN INTERMEDIATE - 4.529 SHS	P	06/20/14	09/09/15
n	BERNSTEIN INTERMEDIATE - 3.971 SHS	P	07/18/14	09/09/15
o	BERNSTEIN INTERMEDIATE - 3.895 SHS	P	08/20/14	09/09/15

(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	261.		260.	1.
b	106.		107.	-1.
c	33.		33.	0.
d	65.		65.	0.
e	89.		90.	-1.
f	29.		30.	-1.
g	65.		66.	-1.
h	83.		84.	-1.
i	62.		62.	0.
j	94.		95.	-1.
k	80.		82.	-2.
l	352.		360.	-8.
m	61.		62.	-1.
n	53.		55.	-2.
o	52.		54.	-2.

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.
b			-1.
c			0.
d			0.
e			-1.
f			-1.
g			-1.
h			-1.
i			0.
j			-1.
k			-2.
l			-8.
m			-1.
n			-2.
o			-2.

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 }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

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	BERNSTEIN INTERMEDIATE - 15.591 SHS	P	09/03/14	09/09/15
b	CAPITAL GAINS DIVIDENDS			
c				
d				
e				
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 209.		215.	-6.
b 5.			5.
c			
d			
e			
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			(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			-6.
b			5.
c			
d			
e			
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	10,226.
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

THE JOSHUA M AND INETTE S BROWN
FAMILY FOUNDATION

26-0433294

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
FRIENDS OF THE KATY TRAIL 5207 MCKINNEY AVENUE #19A DALLAS, TX 75204	NONE	OTHER PUBLIC CHARITY	GENERAL	250.
INTERFAITH MINISTRIES 3303 MAIN STREET, SUITE 100 HOUSTON, TX 77002	NONE	OTHER PUBLIC CHARITY	GENERAL	180.
KERA 3000 HARRY HINES BLVD DALLAS, TX 75201	NONE	OTHER PUBLIC CHARITY	GENERAL	120.
MAKEAWAY CHARITIES P.O. BOX 702987 DALLAS, TX 75370	NONE	OTHER PUBLIC CHARITY	GENERAL	1,000.
SPCA OF TEXAS 2400 LONE STAR DRIVE DALLAS, TX 75212	NONE	OTHER PUBLIC CHARITY	GENERAL	300.
THE ASPEN INSTITUTE ONE DUPONT CIRCLE NW, STE 700 WASHINGTON, DC 20036	NONE	OTHER PUBLIC CHARITY	GENERAL	5,000.
THE FAMILY PLACE 14465 WEBB CHAPEL RD STE 110 DALLAS, TX 75234	NONE	OTHER PUBLIC CHARITY	GENERAL	3,000.
THE UNIVERSITY OF TEXAS AT AUSTIN P.O. BOX 7458 AUSTIN, TX 78713	NONE	OTHER PUBLIC CHARITY	GENERAL	20,000.
Total from continuation sheets				29,850.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BERNSTEIN	2,348.	5.	2,343.	2,343.	
TO PART I, LINE 4	2,348.	5.	2,343.	2,343.	

FORM 990-PF	TAXES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE	352.	0.		0.
TO FORM 990-PF, PG 1, LN 18	352.	0.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	170.	0.		0.
TO FORM 990-PF, PG 1, LN 23	170.	0.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	4
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BERNSTEIN INTER DURATION PORTFOLIO	534.	519.
ALLIANCEBERNSTEIN WEALTH APPRECIATION	781.	770.
2065 SHS WELLS FARGO	43,322.	75,995.
TOTAL TO FORM 990-PF, PART II, LINE 10B	44,637.	77,284.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 5

NAME OF MANAGER

JOSHUA M BROWN
INETTE S BROWN