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EXTENDED TO AUGUST 15, 2016
Return of Private Foundation

Form 990-PF

Department of the Treasury
Internal Revenue Service

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

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► 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		A Employer identification number			
NOAH'S ARK FOUNDATION		27-1551891			
Number and street (or P O box number if mail is not delivered to street address)		Room/suite	B Telephone number		
1830 S NEWPORT ST			3037567427		
City or town, state or province, country, and ZIP or foreign postal code		C If exemption application is pending, check here ► <input type="checkbox"/>			
DENVER, CO 80224		D 1. Foreign organizations, check here ► <input type="checkbox"/>			
G Check all that apply		2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>			
<input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>			
H Check type of organization		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>			
<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					
I Fair market value of all assets at end of year (from Part II, col. (c), line 16)	J Accounting method	X Cash	Accrual		
► \$ 759,545.	(Part I, column (d) must be on cash basis)				
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)
1 Contributions, gifts, grants, etc., received		81,911.		N/A	
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		20.	20.		STATEMENT 1
4 Dividends and interest from securities		12,442.	12,405.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		122,904.			
b Gross sales price for all assets on line 6a		122,904.			
7 Capital gain net income (from Part IV, line 2)			122,904.		
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		217,277.	135,329.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		STMT 3	2,400.	2,400.	0.
c Other professional fees		STMT 4	1,879.	1,879.	0.
17 Interest					
18 Taxes		STMT 5	173.	0.	0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		STMT 6	187.	187.	0.
24 Total operating and administrative expenses. Add lines 13 through 23			4,639.	4,466.	0.
25 Contributions, gifts, grants paid			22,000.		22,000.
26 Total expenses and disbursements. Add lines 24 and 25			26,639.	4,466.	22,000.
27 Subtract line 26 from line 12			190,638.		
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			130,863.		
c Adjusted net income (if negative, enter -0-)				N/A	

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11-24-15 LHA For Paperwork Reduction Act Notice, see Instructions.

Form 990-PF (2015)

SCANNED JUN 01 2016

Operating and Administrative Expenses

Assets	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	
	1 Cash - non-interest-bearing		15,911.	10,662.
	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			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
	12 Investments - mortgage loans			
	13 Investments - other	STMT 7	575,359.	769,427.
	14 Land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
	15 Other assets (describe ► DIVIDEND RECEIVABLE)		94.	1,913.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		591,364.	782,002.
				759,545.
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		316,637.	316,637.
	28 Paid-in or capital surplus, or land, bldg , and equipment fund		0.	0.
	29 Retained earnings, accumulated income, endowment, or other funds		274,727.	465,365.
	30 Total net assets or fund balances		591,364.	782,002.
	31 Total liabilities and net assets/fund balances		591,364.	782,002.

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	591,364.
2 Enter amount from Part I, line 27a	2	190,638.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	782,002.
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	782,002.

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)
a SCHWAB-SEE ATTACHED			P	VARIOUS	12/31/15
b BERNSTEIN-SEE ATTACHED			P	VARIOUS	12/31/15
c BERNSTEIN-SEE ATTACHED			P	VARIOUS	12/31/15
d CAPITAL GAINS DIVIDENDS					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 55,360.					55,360.
b 2,132.					2,132.
c 53,534.					53,534.
d 11,878.					11,878.
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(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					55,360.
b					2,132.
c					53,534.
d					11,878.
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	122,904.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)				3	N/A
If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8					

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	25,000.	472,726.	.052885
2013	22,500.	414,330.	.054305
2012	18,850.	358,850.	.052529
2011	20,000.	351,856.	.056841
2010	20,500.	334,101.	.061359

2 Total of line 1, column (d)

2 .277919

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 .055584

4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5

4 764,710.

5 Multiply line 4 by line 3

5 42,506.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 1,309.

7 Add lines 5 and 6

7 43,815.

8 Enter qualifying distributions from Part XII, line 4

8 22,000.

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 ► <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)	1 2,617. 2 0. 3 2,617. 4 0. 5 2,617.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b	
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-)	
3	Add lines 1 and 2	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	
5	Tax based on Investment Income. Subtract line 4 from line 3 If zero or less, enter -0-	
6	Credits/Payments	
a	2015 estimated tax payments and 2014 overpayment credited to 2015	
b	Exempt foreign organizations - tax withheld at source	
c	Tax paid with application for extension of time to file (Form 8868)	
d	Backup withholding erroneously withheld	
7	Total credits and payments Add lines 6a through 6d	
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ►	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►	
11	Enter the amount of line 10 to be Credited to 2016 estimated tax ►	

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?	X	
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>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.</i>	X	
c	Did the foundation file Form 1120-POL for this year?	X	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ <u>0.</u> (2) On foundation managers ► \$ <u>0.</u>		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ <u>0.</u>		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	X	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		
b	If "Yes," has it filed a tax return on Form 990-T for this year?		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		
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?		
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>		
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>CO</u>		
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? <i>If "No," attach explanation</i>		
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)? <i>If "Yes," complete Part XIV</i>		
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		

Part VII-A | Statements Regarding Activities (continued)

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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
11		<input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
12		<input checked="" type="checkbox"/> X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
13	N/A	<input checked="" type="checkbox"/> X	
14	The books are in care of ► IAN D GARDENSWARTZ & ASSOCIATES Telephone no ► 303-388-3782 Located at ► 6825 E TENNESSEE AVE, SUITE 235, DENVER, CO ZIP+4 ► 80224		
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 ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
16		<input checked="" type="checkbox"/> 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.

		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	► 1b
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? If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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?	<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	3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?		4b X

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

5a During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here

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? 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?

If "Yes" to 6b, file Form 8870

 Yes No

6b

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?

 Yes No

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
RICHARD GORDON 1830 S NEWPORT ST DENVER, CO 80224	DIRECTOR 0.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000

►

0

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services ►

0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc

Expenses

1	N/A	
2		
3		
4		

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

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

Amount

1	N/A	
2		
3		

All other program-related investments. See instructions

3		

Total. Add lines 1 through 3 ►

0.

Form 990-PF (2015)

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	763,068.
b	Average of monthly cash balances	1b	13,287.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	776,355.
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	776,355.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	11,645.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	764,710.
6	Minimum investment return Enter 5% of line 5	6	38,236.

Part XI**Distributable Amount** (see instructions) (Section 4942(l)(3) and (l)(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	38,236.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	2,617.
b	Income tax for 2015 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,617.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	35,619.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	35,619.
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	35,619.

Part XII**Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	1a	22,000.
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1b	0.
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	
a	Suitability test (prior IRS approval required)	4	22,000.
b	Cash distribution test (attach the required schedule)	5	0.
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	22,000.
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		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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				35,619.
2 Undistributed income, if any, as of the end of 2015			0.	
a Enter amount for 2014 only				
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2015				
a From 2010	3,996.			
b From 2011	2,434.			
c From 2012	1,181.			
d From 2013	2,408.			
e From 2014	1,837.			
f Total of lines 3a through e	11,856.			
4 Qualifying distributions for 2015 from Part XII, line 4 ► \$ 22,000.			0.	
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount	0.			22,000.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	11,856.			11,856.
6 Enter the net total of each column as indicated below:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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				1,763.
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 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
a Paid during the year				
DENVER DUMB FRIENDS LEAGUE 2080 S QUEBEC ST DENVER, CO 80231	NONE	PUBLIC OPERATING	DONATION	10,000.
DENVER ZOO FDN 2300 STEELE ST DENVER, CO 80205	NONE	PUBLIC OPERATING	DONATION	12,000.
Total				► 3a 22,000.
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		(d) Excluded by section 512, 513, or 514	(e) Related or exempt function income
	(a) Business code	(b) Amount		
1 Program service revenue				
a				
b				
c				
d				
e				
f				
g Fees and contracts from government agencies				
2 Membership dues and assessments				
3 Interest on savings and temporary cash investments			14	20.
4 Dividends and interest from securities			14	12,442.
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			14	11,878.
9 Net income or (loss) from special events				111,026.
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.	24,340.	111,026.
13 Total Add line 12, columns (b), (d), and (e)			13	135,366.
(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)
11 PORTFOLIO INCOME	

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

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

OMB No 1545-0047

2015**Name of the organization****NOAH'S ARK FOUNDATION****Employer identification number****27-1551891****Organization type (check one):****Filers of:** **Section:**Form 990 or 990-EZ 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organizationForm 990-PF 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundation**Check if your organization is covered by the General Rule or a Special Rule.****Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ► \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2015)

Name of organization

NOAH'S ARK FOUNDATION

Employer identification number

27-1551891

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	RICHARD GORDON 1830 S NEWPORT ST DENVER, CO 80222	\$ 81,911.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

NOAH'S ARK FOUNDATION

27-1551891

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

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

Name of organization

Employer identification number

NOAH'S ARK FOUNDATION

Part III *Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this info once.) ► \$ _____*
Use duplicate copies of Part III if additional space is needed.

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BERNSTEIN	17.	17.	
SCHWAB	3.	3.	
TOTAL TO PART I, LINE 3	20.	20.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BERNSTEIN	24,320.	11,878.	12,442.	12,405.	
TO PART I, LINE 4	24,320.	11,878.	12,442.	12,405.	

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	2,400.	2,400.		0.
TO FORM 990-PF, PG 1, LN 16B	2,400.	2,400.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	1,879.	1,879.		0.
TO FORM 990-PF, PG 1, LN 16C	1,879.	1,879.		0.

FORM 990-PF

TAXES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAX	173.	0.		0.
TO FORM 990-PF, PG 1, LN 18	173.	0.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	187.	187.		0.
TO FORM 990-PF, PG 1, LN 23	187.	187.		0.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT

7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SCHWAB	COST	769,427.	746,970.
TOTAL TO FORM 990-PF, PART II, LINE 13		769,427.	746,970.

SCHWAB

2015	SALES	SYMBOL	QUANTITY	ADJ COST	PROCEEDS	GAIN / LOSS
1/2/2015	AMERICAN BEACON SMALL CAP VALUE	AVPAX	535 103	9,354.33	12,912.04	3,557.71
1/2/2015	ARTISAN INTERNATIONAL FUND	ARTIZ	529 57	10,646.24	15,802.37	5,156.13
1/2/2015	BAIRD MID CPA FUND INST	BMDIX	1120 901	17,024.39	17,360.17	335.78
1/2/2015	COLUMBIA ACORN INTERNATIONAL Z	ACINX	248 15	8,958.85	10,320.56	1,361.71
1/2/2015	COLUMBIA ACORN USA Z	AUSAX	494 353	12,703.90	15,250.79	2,546.89
1/2/2015	COLUMBIA MARSICO GROWTH	NGIPX	1304 393	26,534.99	31,853.28	5,318.29
1/2/2015	COLUMBIA MID CAP VALUE	NAMAX	961 989	11,470.97	16,392.29	4,921.32
1/2/2015	COLUMBIA VALUE & RESTRUCTURING	UMBIX	522 497	23,089.40	24,113.24	1,023.84
1/2/2015	FRANKLIN SMALL CAP VALUE	FDADX	219 451	12,594.00	12,139.17	(454.83)
1/2/2015	HARBOR INTL FUND	HAINX	196 151	11,174.74	12,609.09	1,434.35
1/2/2015	JANUS ENTERPRISE FUND	JAENX	279 995	15,615.91	24,101.97	8,486.06
1/2/2015	JANUS TRITON FUND	JATTX	905 091	13,470.44	21,043.37	7,572.93
1/2/2015	JP MORGAN LIMITED DURATION BOND	HLGFX	1904 261	18,803.29	19,017.61	214.32
1/2/2015	JP MORGAN MID CAP VALUE	FLMVX	4302 628	155,115.92	159,645.53	4,529.61
1/2/2015	LAZARD INT'L SMALL CAP	LZSMX	1684 974	11,039.20	16,849.74	5,810.54
1/2/2015	OAKMARK INTERNATIONAL FUND	OAKIX	4788 345	111,605.43	111,281.14	(324.29)
1/5/2016	OAKMARK INTERNATIONAL FUND	OAKIX	3524 582	81,911.24	80,783.42	(1,127.82)
1/2/2015	RIDGEWORTH US GOV SEC	SIGVX	239 135	2,420.07	2,422.44	2.37
1/2/2015	T ROWE PRICE EQUITY INCOME	PRFDX	72 082	28,386.14	33,381.05	4,994.91
				581,919.45	637,279.27	55,359.82

Capital Gains Report

BERNSTEIN

NOAH'S ARK FOUNDATION (Account: 888-91367)

January 1, 2015 - December 31, 2015

	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
SHORT-TERM									
	01/30/2015	02/17/2015	8	FMC TECHNOLOGIES INC	40.94	36.46	327.50	291.69	35.81
	01/30/2015	02/20/2015	10	**ASPEN INSURANCE HOLDINGS LT	46.17	43.60	461.65	436.01	25.64
	01/30/2015	02/20/2015	14	ALLERGAN INC	233.46	221.05	3,268.51	3,094.65	173.86
	01/30/2015	02/20/2015	8	COMCAST CORP-CLASS A	58.19	53.58	465.54	428.61	36.93
	01/30/2015	02/20/2015	4	CVS HEALTH CORP	102.21	99.35	408.85	397.39	11.46
	01/30/2015	02/20/2015	3	MCKESSON CORP	225.75	215.63	677.26	646.90	30.36
	01/30/2015	02/24/2015	3	**PARTNERRE LTD	115.37	114.98	346.11	344.93	1.18
	01/30/2015	02/24/2015	4	**PARTNERRE LTD	115.37	114.97	461.48	459.90	1.58
	01/30/2015	02/24/2015	4	CVS HEALTH CORP	103.32	99.35	413.26	397.39	15.87
	01/30/2015	02/24/2015	3	PALL CORP	102.53	97.24	307.60	291.72	15.88
	01/30/2015	02/25/2015	3	WABTEC CORP	96.01	83.78	283.03	251.34	36.69
	01/30/2015	02/26/2015	4	MONSTER BEVERAGE CORP	122.91	118.60	491.65	474.40	17.25
	01/30/2015	03/02/2015	5	DANAHER CORP	87.42	83.32	437.08	416.58	20.50
	01/30/2015	03/03/2015	22	BROCADE COMMUNICATIONS SYS	12.44	11.16	273.68	245.42	28.26
	02/03/2015	03/03/2015	12	EASTMAN CHEMICAL CO	74.10	72.73	889.15	872.73	16.42
	01/30/2015	03/03/2015	25	KROGER CO	70.03	69.32	1,750.63	1,733.03	17.60
	01/30/2015	03/03/2015	1	ULTA SALON COSMETICS & FRAGRAN	142.33	133.18	142.33	133.18	9.15
	01/30/2015	03/04/2015	9	HARRIS CORP	76.64	67.45	689.73	607.07	82.66
	01/30/2015	03/05/2015	5	**LIBERTY GLOBAL PLC-SERIES C	52.90	45.85	264.50	229.25	35.25
	01/30/2015	03/05/2015	4	AMETEK INC	52.81	48.14	211.23	192.56	18.67
	01/30/2015	03/05/2015	3	DANAHER CORP	86.31	83.32	258.92	249.95	8.97
	01/30/2015	03/05/2015	11	SCHLUMBERGER LTD	84.90	82.00	933.85	902.02	31.83
	01/30/2015	03/05/2015	1	AFFILIATED MANAGERS GROUP INC	216.04	207.58	216.04	207.58	8.46
	01/30/2015	03/09/2015	13	LINEAR TECHNOLOGY CORP	47.56	45.35	618.28	589.58	28.70
	01/30/2015	03/10/2015	29	PFIZER INC	33.77	31.61	979.29	916.58	62.71
	01/30/2015	03/11/2015	13	FMC TECHNOLOGIES INC	37.30	36.46	484.88	473.99	10.89
	01/30/2015	03/11/2015	4	INGREDION INC	75.67	82.06	302.67	328.22	(25.55)
	01/30/2015	03/16/2015	4	NETSUITE INC	93.68	95.03	374.74	380.11	(5.37)
	01/30/2015	03/17/2015	2	DANAHER CORP	86.20	83.31	172.39	166.63	5.76
	01/30/2015	03/18/2015	1	**LIBERTY GLOBAL PLC-SERIES C	50.00	45.85	50.00	45.85	4.15
	01/30/2015	03/18/2015	6	**LIBERTY GLOBAL PLC-SERIES C	50.00	45.85	30.03	275.11	24.92
	01/30/2015	03/18/2015	4	**PARTNERRE LTD	113.00	114.98	452.00	459.91	(7.91)

Capital Gains Report

NOAH'S ARK FOUNDATION (Account: 888-91367)

January 1, 2015 - December 31, 2015

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Proceeds	Total Cost	Gain or Loss
01/30/2015	03/18/2015	11	ELECTRONIC ARTS INC	55.10	55.47	606.14	610.14	(4.00)
01/30/2015	03/18/2015	5	NETSUITE INC	96.15	95.03	480.73	475.14	5.59
01/30/2015	03/20/2015	4	***PARTNERRE LTD	112.87	114.97	451.47	459.90	(8.43)
01/30/2015	03/20/2015	2	POLARIS INDUSTRIES INC	144.65	146.96	289.30	293.91	(4.61)
01/30/2015	03/23/2015	8	***LIBERTY GLOBAL PLC-SERIES C	51.41	45.85	411.26	366.81	44.45
01/30/2015	03/25/2015	9	***LIBERTY GLOBAL PLC-SERIES C	50.43	45.85	453.83	412.66	41.17
02/03/2015	03/25/2015	11	FIREEYE INC	39.16	34.51	430.79	379.57	51.22
01/30/2015	03/30/2015	9	***LIBERTY GLOBAL PLC-SERIES C	50.02	45.85	450.15	412.66	37.50
01/30/2015	03/30/2015	1	BLACKROCK INC	368.83	344.89	368.83	344.89	23.94
01/30/2015	04/02/2015	4	ANSYS INC	87.03	81.19	348.10	324.75	23.35
02/04/2015	04/02/2015	15	PHILIP MORRIS INTERNATIONAL	77.12	82.07	1,156.84	1,230.99	(74.15)
01/30/2015	04/08/2015	9	SCHLUMBERGER LTD	85.77	82.00	771.97	738.02	33.95
01/30/2015	04/15/2015	9	MARATHON PETROLEUM CORP	98.07	91.53	882.63	823.81	58.82
01/30/2015	04/23/2015	5	ALTERA CORP	42.06	33.15	210.30	165.75	44.55
01/30/2015	04/28/2015	8	DISCOVER FINANCIAL SERVICES	58.89	54.58	471.15	436.63	34.52
01/30/2015	04/29/2015	5	INGREDION INC	76.54	82.06	382.71	410.28	(27.57)
01/30/2015	04/30/2015	2	MONSTER BEVERAGE CORP	137.47	118.60	274.94	237.20	37.74
01/30/2015	05/04/2015	5	***MOBILEYE NV	45.43	39.32	227.17	196.59	30.58
01/30/2015	05/04/2015	5	QUINTILES TRANSNATIONAL HOLDIN	66.79	61.09	333.95	305.46	28.49
01/30/2015	05/05/2015	3	***MOBILEYE NV	45.09	39.32	135.26	117.96	17.30
01/30/2015	05/05/2015	30	OCIDENTAL PETROLEUM CORP	79.19	80.13	2,375.81	2,404.03	(28.22)
01/30/2015	05/07/2015	5	ASPEN TECHNOLOGY INC	41.35	35.72	206.76	178.60	28.16
01/30/2015	05/07/2015	5	LINEAR TECHNOLOGY CORP	45.82	45.35	229.10	226.76	2.34
02/13/2015	05/07/2015	10	NVIDIA CORP	22.13	22.23	221.34	222.28	(0.94)
02/17/2015	05/07/2015	8	NVIDIA CORP	22.13	22.34	177.07	178.68	(1.61)
01/30/2015	05/08/2015	2	POLARIS INDUSTRIES INC	143.04	146.96	286.08	293.91	(7.83)
01/30/2015	05/13/2015	1	INTERCONTINENTAL EXCHANGE IN	240.39	207.56	240.39	207.56	32.83
01/30/2015	05/13/2015	1	POLARIS INDUSTRIES INC	140.32	146.96	140.32	146.96	(6.64)
01/30/2015	05/14/2015	4	POLARIS INDUSTRIES INC	139.83	146.96	559.32	587.82	(28.50)
01/30/2015	05/19/2015	2	QUINTILES TRANSNATIONAL HOLDIN	68.30	61.09	136.61	122.19	14.42
01/30/2015	05/26/2015	38,241	AB SELECT US EQUITY PORT- ADV	15.69	14.94	600.00	571.32	28.68
01/30/2015	05/26/2015	6	AMERICAN INTERNATIONAL GROUP	59.30	49.27	355.80	295.64	60.16
01/30/2015	05/26/2015	422,749	BERNSTEIN INTERNATIONAL	16.44	15.07	6,950.00	6,370.83	579.17

Capital Gains Report

NOAH'S ARK FOUNDATION (Account: 888-91367)

				January 1, 2015 - December 31, 2015					
Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss	
01/30/2015	05/26/2015	5	CAPITAL ONE FINANCIAL CORP	83.95	73.87	419.75	369.36	50.39	
03/11/2015	05/26/2015	1	CF INDUSTRIES HOLDINGS INC	318.36	293.36	318.36	293.36	25.00	
01/30/2015	05/26/2015	5	ELECTRONIC ARTS INC	62.33	55.47	311.66	277.34	34.32	
01/30/2015	05/26/2015	5	FOOT LOCKER INC	62.44	53.60	312.22	268.02	44.20	
01/30/2015	05/26/2015	7	GAMESTOP CORP-CLASS A	40.09	35.71	280.67	249.98	30.69	
03/23/2015	05/26/2015	12	GOPRO INC-CLASS A	53.26	40.00	639.12	479.96	159.16	
01/30/2015	05/26/2015	11	HEWLETT-PACKARD CO	33.32	36.60	366.57	402.55	(35.98)	
01/30/2015	05/26/2015	7	ITT CORP	42.78	35.95	299.44	251.65	47.79	
01/30/2015	05/26/2015	15	MICROSOFT CORP	46.34	41.00	695.07	615.02	80.05	
01/30/2015	05/26/2015	976.080	OVERLAY A PORTFOLIO	12.96	12.06	12,650.00	11,771.52	878.48	
01/30/2015	05/26/2015	118	SLM CORP	10.37	9.13	1,224.10	1,077.39	146.71	
01/30/2015	05/28/2015	4	DILLARDS INC-CL A	115.39	115.22	461.54	460.86	0.68	
01/30/2015	06/01/2015	5	***MOBILEYE NV	45.93	39.32	229.65	196.60	33.05	
01/30/2015	06/01/2015	4	AETNA INC	119.07	92.51	476.28	370.03	106.25	
01/30/2015	06/01/2015	4	ANTHEM INC	168.12	136.07	672.47	544.27	128.20	
01/30/2015	06/01/2015	2	MONSTER BEVERAGE CORP	127.02	118.60	254.04	237.20	16.84	
01/30/2015	06/01/2015	11	VISA INC - CLASS A SHRS	69.21	64.71	761.26	711.84	49.42	
01/30/2015	06/02/2015	2	APPLE INC	130.46	119.08	260.92	238.15	22.77	
01/30/2015	06/03/2015	1	LINKEDIN CORP - A	212.86	225.65	212.86	225.65	(12.79)	
01/30/2015	06/05/2015	10	AMERICAN ELECTRIC POWER	53.49	63.84	534.95	638.45	(103.50)	
02/02/2015	06/08/2015	2	DILLARDS INC-CL A	108.91	113.09	217.83	226.18	(8.35)	
03/05/2015	06/08/2015	1	DILLARDS INC-CL A	108.91	131.98	108.91	131.98	(23.07)	
01/30/2015	06/09/2015	2	APPLE INC	126.30	119.08	252.59	238.15	14.44	
01/30/2015	06/10/2015	3	MEAD JOHNSON NUTRITION CO	91.35	99.62	274.05	298.85	(24.80)	
01/30/2015	06/16/2015	2	AETNA INC	124.92	92.51	249.84	185.02	64.82	
01/30/2015	06/17/2015	7	AMERICAN INTERNATIONAL GROUP	61.96	49.27	433.71	344.92	88.79	
04/30/2015	06/17/2015	12	GRUBHUB INC	35.64	41.09	427.63	493.06	(65.43)	
01/30/2015	06/19/2015	17	AMERICAN INTERNATIONAL GROUP	61.79	49.27	1,050.44	837.65	212.79	
03/26/2015	06/23/2015	2	ALASKA AIR GROUP INC	66.98	64.48	133.96	128.96	5.00	
01/30/2015	06/25/2015	2	CVS HEALTH CORP	105.75	99.35	211.49	198.70	12.79	
01/30/2015	06/25/2015	9	GILEAD SCIENCES INC	120.30	105.16	1,032.73	946.40	136.33	
01/30/2015	06/25/2015	3	MEAD JOHNSON NUTRITION CO	91.09	99.62	273.27	298.85	(25.58)	
01/30/2015	06/25/2015	2	O'REILLY AUTOMOTIVE INC	233.12	189.74	466.23	379.48	86.75	

Capital Gains Report

NOAH'S ARK FOUNDATION (Account: 888-91367)

NOAH'S ARK FOUNDATION (Account: 888-91367)							January 1, 2015 - December 31, 2015		
Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss	
01/30/2015	06/25/2015	4	STARBUCKS CORP	54.20	44.18	216.81	176.71	40.10	
03/26/2015	06/26/2015	5	ALASKA AIR GROUP INC	64.94	64.48	324.71	322.40	2.31	
01/30/2015	06/29/2015	2	GILEAD SCIENCES INC	117.33	105.16	234.66	210.31	24.35	
01/30/2015	06/29/2015	2	MONSTER BEVERAGE CORP	135.30	118.60	270.60	237.20	33.40	
03/02/2015	06/30/2015	4	DOLLAR TREE INC	78.98	79.92	315.91	319.69	(3.78)	
01/30/2015	06/30/2015	4	STARBUCKS CORP	53.54	44.18	214.14	176.72	37.42	
01/30/2015	07/07/2015	6	***MOBILEYE NV	55.76	39.32	334.55	235.91	98.64	
02/11/2015	07/07/2015	2	***MOBILEYE NV	55.76	36.36	111.51	72.72	38.79	
03/05/2015	07/07/2015	2	DILLARDS INC-CL A	104.81	131.98	209.63	263.96	(54.33)	
05/06/2015	07/07/2015	2	DILLARDS INC-CL A	104.81	126.34	209.63	252.69	(43.06)	
01/30/2015	07/09/2015	3	INTERCONTINENTAL EXCHANGE IN	224.80	207.56	674.41	622.69	51.72	
01/30/2015	07/09/2015	3	INTERCONTINENTAL EXCHANGE IN	224.80	207.56	674.41	622.69	51.72	
01/30/2015	07/14/2015	23	DELTA AIR LINES INC	42.98	48.99	988.60	1,126.67	(138.07)	
01/30/2015	07/14/2015	4	ELECTRONIC ARTS INC	72.59	55.47	290.37	221.87	68.50	
05/06/2015	07/16/2015	7	SM ENERGY CO	38.82	56.34	271.73	394.38	(122.65)	
01/30/2015	07/17/2015	56	FORD MOTOR CO	14.58	14.79	816.70	828.19	(11.49)	
01/30/2015	07/20/2015	2	APPLE INC	132.19	119.08	264.39	238.15	26.24	
01/30/2015	07/21/2015	4	FACEBOOK INC-A	98.03	77.05	392.12	308.19	83.93	
01/30/2015	07/21/2015	1	GOOGLE INC-CL C	661.83	535.06	661.83	535.06	126.77	
01/30/2015	07/23/2015	5	FOOT LOCKER INC	70.20	53.60	351.02	268.02	83.00	
01/30/2015	07/24/2015	2	GILEAD SCIENCES INC	113.53	105.16	227.07	210.31	16.76	
03/05/2015	07/24/2015	40	INTEL CORP	28.24	33.98	1,129.73	1,359.02	(229.29)	
03/19/2015	07/24/2015	10	INTEL CORP	28.24	30.97	282.43	309.71	(27.28)	
01/30/2015	07/29/2015	5	MICROSOFT CORP	46.26	41.00	231.29	205.01	26.28	
01/30/2015	07/31/2015	1	HEWLETT-PACKARD CO	30.64	36.60	30.64	36.60	(5.96)	
01/30/2015	07/31/2015	39	HEWLETT-PACKARD CO	30.64	36.60	1,195.14	1,427.23	(232.09)	
01/30/2015	07/31/2015	2	QUINTILES TRANSNATIONAL HOLDIN	77.21	61.09	154.43	122.19	32.24	
01/30/2015	08/05/2015	2	APPLE INC	116.33	119.08	232.65	238.15	(5.50)	
01/30/2015	08/07/2015	5	DELTA AIR LINES INC	45.86	48.99	229.31	244.93	(15.62)	
01/30/2015	08/07/2015	2	HESS CORP	55.73	67.00	111.47	134.01	(22.54)	
01/30/2015	08/07/2015	4	HESS CORP	55.73	67.00	222.93	268.01	(45.08)	
01/30/2015	08/07/2015	2	LINKEDIN CORP - A	190.00	225.65	379.99	451.30	(71.31)	
02/03/2015	08/13/2015	6	LEVEL 3 COMMUNICATIONS INC	48.18	50.51	289.09	303.07	(13.98)	

Capital Gains Report

NOAH'S ARK FOUNDATION (Account: 888-91367)

January 1, 2015 - December 31, 2015

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
02/09/2015	08/13/2015	3	LEVEL 3 COMMUNICATIONS INC	48.18	52.80	144.55	158.40	(13.85)
01/30/2015	08/14/2015	4	***AON PLC	101.37	90.32	405.50	361.29	44.21
01/30/2015	08/14/2015	15	ANTHEM INC	149.39	136.07	2,240.85	2,041.00	199.85
01/30/2015	08/14/2015	9	MICROSOFT CORP	46.69	41.00	420.20	369.01	51.19
01/30/2015	08/14/2015	6	TIME WARNER INC	78.56	78.75	471.38	472.49	(1.11)
01/30/2015	08/21/2015	17	BROCADE COMMUNICATIONS SYS	10.80	11.16	183.57	189.65	(6.08)
01/30/2015	08/24/2015	15	HESS CORP	52.33	67.00	784.96	1,005.05	(220.09)
01/30/2015	08/25/2015	14	ALTERA CORP	47.19	33.15	660.64	464.10	196.54
01/30/2015	08/25/2015	6	ELECTRONIC ARTS INC	65.17	55.47	391.05	332.80	58.25
01/30/2015	08/26/2015	37	BROCADE COMMUNICATIONS SYS	10.43	11.16	385.94	412.76	(26.82)
01/30/2015	08/26/2015	89	FORD MOTOR CO	13.20	14.79	1,175.07	1,316.23	(141.16)
01/30/2015	08/27/2015	6	INGREDION INC	86.84	82.06	521.04	492.33	28.71
01/30/2015	08/28/2015	2	FOOT LOCKER INC	71.64	53.60	143.28	107.21	36.07
01/30/2015	08/31/2015	12	PALL CORP	127.20	97.24	1,526.40	1,166.88	359.52
01/30/2015	09/01/2015	6	HUNT J B TRANS SVCS INC	71.36	80.06	428.18	480.36	(52.18)
02/23/2015	09/01/2015	3	LEVEL 3 COMMUNICATIONS INC	43.64	53.75	130.91	161.25	(30.34)
02/24/2015	09/01/2015	8	LEVEL 3 COMMUNICATIONS INC	43.64	53.97	349.11	431.73	(82.62)
03/24/2015	09/01/2015	3	LEVEL 3 COMMUNICATIONS INC	43.64	55.18	130.91	165.54	(34.63)
01/30/2015	09/01/2015	11	LINEAR TECHNOLOGY CORP	39.21	45.35	431.28	498.88	(67.60)
01/30/2015	09/02/2015	2	HESS CORP	57.02	67.00	114.04	134.01	(19.97)
02/10/2015	09/02/2015	3	ROCKWELL COLLINS INC	80.65	88.21	241.95	264.62	(22.67)
03/02/2015	09/02/2015	2	ROCKWELL COLLINS INC.	80.65	90.64	161.30	181.27	(19.97)
03/04/2015	09/02/2015	3	ROCKWELL COLLINS INC.	80.65	90.50	241.95	271.51	(29.56)
03/06/2015	09/02/2015	4	ROCKWELL COLLINS INC.	80.65	91.00	322.60	364.01	(41.41)
05/27/2015	09/02/2015	2	ROCKWELL COLLINS INC.	80.65	96.77	161.30	193.54	(32.24)
01/30/2015	09/02/2015	6	UGI CORP	33.47	37.49	200.80	224.96	(24.16)
01/30/2015	09/03/2015	3	AFFILIATED MANAGERS GROUP INC	178.35	207.58	535.05	622.75	(87.70)
01/30/2015	09/03/2015	3	HUNT J B TRANS SVCS INC	74.94	80.06	224.82	240.18	(15.36)
07/02/2015	09/03/2015	6	HUNT J B TRANS SVCS INC	74.94	82.02	449.64	492.14	(42.50)
04/16/2015	09/03/2015	16	LINEAR TECHNOLOGY CORP	40.00	46.35	639.96	741.68	(101.72)
01/30/2015	09/03/2015	8	MEAD JOHNSON NUTRITION CO	77.06	99.62	616.51	796.94	(180.43)
01/30/2015	09/14/2015	6	MONSANTO CO	90.29	118.72	541.72	712.30	(170.58)
03/27/2015	09/22/2015	41	STAPLES INC	12.70	16.11	520.88	660.41	(139.53)

Capital Gains Report

NOAH'S ARK FOUNDATION (Account: 888-91367)

January 1, 2015 - December 31, 2015

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
01/30/2015	09/25/2015	72	CALPINE CORP	14.59	21.27	1,050.45	1,531.18	(480.73)
07/21/2015	09/25/2015	15	CALPINE CORP	14.59	16.90	218.84	253.50	(34.66)
07/22/2015	09/25/2015	1	CALPINE CORP	14.59	16.94	14.59	16.94	(2.35)
02/05/2015	09/29/2015	11	KOHLS CORP	46.37	67.54	510.08	742.92	(232.84)
02/24/2015	09/29/2015	3	KOHLS CORP	46.37	69.59	139.11	208.76	(69.65)
01/30/2015	09/30/2015	7	***AON PLC	88.73	90.32	621.08	632.26	(11.18)
02/13/2015	10/06/2015	15	TWITTER INC	27.25	48.60	408.73	729.01	(320.28)
03/19/2015	10/06/2015	6	TWITTER INC	27.25	47.87	163.49	287.24	(123.75)
01/30/2015	10/07/2015	9	ELECTRONIC ARTS INC	65.91	55.47	593.16	499.20	93.96
02/06/2015	10/07/2015	23	JETBLUE AIRWAYS	25.63	16.97	589.38	390.38	199.00
05/06/2015	10/07/2015	9	SM ENERGY CO	39.53	56.34	355.75	507.07	(151.32)
06/25/2015	10/07/2015	2	SM ENERGY CO	39.53	47.37	79.05	94.74	(15.69)
01/30/2015	10/08/2015	7	WABTEC CORP	92.34	83.78	646.36	586.46	59.90
01/30/2015	10/12/2015	3	MICROSOFT CORP	46.98	41.00	140.95	123.00	17.95
01/30/2015	10/16/2015	3	HESS CORP	60.39	67.00	181.16	201.01	(19.85)
01/30/2015	10/20/2015	3	DELTA AIR LINES INC	50.01	48.99	150.04	146.96	3.08
08/26/2015	10/20/2015	5	TRIPADVISOR INC	84.09	66.03	420.46	330.13	90.33
03/11/2015	10/21/2015	4	CF INDUSTRIES HOLDINGS INC	52.34	58.67	209.38	234.69	(25.31)
01/30/2015	10/27/2015	15	BOOZ ALLEN HAMILTON HOLDING	27.58	29.14	413.70	437.05	(23.35)
01/30/2015	10/27/2015	1	MONSTER BEVERAGE CORP	139.96	118.60	139.96	118.60	21.36
01/30/2015	10/28/2015	7	ESTEE LAUDER COMPANIES-CL A	83.33	71.47	583.28	500.30	82.98
01/30/2015	10/29/2015	1	ANTHEM INC	141.51	136.07	141.51	136.07	5.44
01/30/2015	10/30/2015	9	QUINTILES TRANSNATIONAL HOLDIN	64.11	61.09	577.00	549.83	27.17
09/02/2015	10/30/2015	2	QUINTILES TRANSNATIONAL HOLDIN	64.11	72.55	128.23	145.09	(16.86)
10/07/2015	10/30/2015	2	QUINTILES TRANSNATIONAL HOLDIN	64.11	67.64	128.22	135.28	(7.06)
01/30/2015	11/03/2015	10	AMERICAN FINANCIAL GROUP INC	72.44	58.62	724.42	586.15	138.27
01/30/2015	11/05/2015	4	CAPITAL ONE FINANCIAL CORP	79.87	73.87	319.47	295.49	23.98
01/30/2015	11/10/2015	19	UGI CORP	34.26	37.49	650.97	712.38	(61.41)
01/30/2015	11/11/2015	10	AMETEK INC	55.88	48.14	558.81	481.40	77.41
01/30/2015	11/11/2015	3	COSTCO WHOLESALE CORP	156.37	143.64	469.10	430.93	38.17
01/30/2015	11/11/2015	2	MONSTER BEVERAGE CORP	152.49	118.60	304.98	237.20	67.78
04/30/2015	11/11/2015	6	ROBERT HALF INTL INC	52.40	55.48	314.43	332.86	(18.43)
01/30/2015	11/11/2015	8	STARBUCKS CORP	61.97	44.18	495.76	353.43	142.33

Capital Gains Report

NOAH'S ARK FOUNDATION (Account: 888-91367)

NOAH'S ARK FOUNDATION (Account: 888-91367)				January 1, 2015 - December 31, 2015				
Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
04/29/2015	11/12/2015	3	SPRINGLEAF HOLDINGS INC	45.10	51.50	135.29	154.50	(19.21)
01/30/2015	11/13/2015	6	MICROSOFT CORP	53.07	41.00	318.42	246.01	72.41
01/30/2015	11/17/2015	2	L-3 COMMUNICATIONS HOLDINGS	123.95	123.68	247.90	247.36	0.54
09/29/2015	11/19/2015	7	WHITEWAVE FOODS CO	39.76	41.82	278.29	292.71	(14.42)
01/30/2015	11/20/2015	3	UGI CORP	34.98	37.49	104.94	112.48	(7.54)
02/02/2015	11/20/2015	2	UGI CORP	34.98	37.06	69.96	74.12	(4.16)
01/30/2015	11/23/2015	7	HESS CORP	59.06	67.00	413.45	469.02	(55.57)
01/30/2015	11/23/2015	3	TIME WARNER INC	70.44	78.75	211.31	236.24	(24.93)
09/29/2015	11/27/2015	10	QUANTA SERVICES INC	21.77	23.85	217.66	238.52	(20.86)
10/01/2015	11/27/2015	6	QUANTA SERVICES INC	21.77	24.54	130.60	147.24	(16.64)
01/30/2015	12/04/2015	6	TIME WARNER INC	69.62	78.75	417.71	472.49	(54.78)
01/30/2015	12/08/2015	5	ANTHEM INC	132.08	136.07	660.41	680.33	(19.92)
10/08/2015	12/08/2015	1	ANTHEM INC	132.08	136.89	132.08	136.89	(4.81)
11/24/2015	12/08/2015	1	ANTHEM INC	132.08	131.01	132.08	131.01	1.07
01/30/2015	12/09/2015	3	DELTA AIR LINES INC	49.51	48.99	148.53	146.96	1.57
02/02/2015	12/09/2015	5	UGI CORP	33.10	37.06	165.50	185.31	(19.81)
03/05/2015	12/09/2015	7	UGI CORP	33.10	33.31	231.71	233.19	(1.48)
01/30/2015	12/10/2015	12	TIME WARNER INC	67.83	78.75	813.92	944.97	(131.05)
02/24/2015	12/15/2015	2	KOHL'S CORP	46.25	69.58	92.50	139.17	(46.67)
02/27/2015	12/15/2015	9	KOHL'S CORP	46.25	73.98	416.27	665.85	(249.58)
08/26/2015	12/15/2015	5	KOHL'S CORP	46.25	49.76	231.26	248.79	(17.53)
01/30/2015	12/15/2015	3	MICROSOFT CORP	55.56	41.00	166.67	123.00	43.67
01/30/2015	12/16/2015	10	MARATHON PETROLEUM CORP	49.35	45.77	493.46	457.67	35.79
08/19/2015	12/16/2015	3	MARATHON PETROLEUM CORP	49.35	54.73	148.04	164.19	(16.15)
08/25/2015	12/16/2015	4	MARATHON PETROLEUM CORP	49.35	45.39	197.39	181.55	15.84
01/30/2015	12/16/2015	16	VALERO ENERGY CORP	69.42	53.11	1,110.69	849.74	260.95
01/30/2015	12/17/2015	8	***AON PLC	93.86	90.32	750.92	722.59	28.33
06/25/2015	12/23/2015	10	SM ENERGY CO	21.19	47.37	211.94	473.68	(261.74)
12/16/2015	12/23/2015	7	SM ENERGY CO	21.19	22.17	148.35	155.18	(6.83)
SUBTOTAL FOR SHORT-TERM				115,578.98		113,446.68		2,132.30
LONG-TERM								
01/01/1950	01/29/2015		140 iSHARES MSCI EMERGING MARKET	39.97	41.37	5,595.80	5,792.21	(196.41)
01/01/1950	01/29/2015		250 iSHARES RUSSELL 1000 ETF	112.49	63.45	28,123.00	15,863.54	12,259.46

Capital Gains Report

NOAH'S ABK EDIFICATION (Account: 8888-91367)

NOAH'S ARK FOUNDATION (Account: 888-91367)							January 1, 2015 - December 31, 2015	
Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
01/01/1950	01/29/2015	250	ISHARES RUSSELL 1000 VALUE	101.30	59.89	25,325.00	14,973.70 ✓	10,351.30
01/01/1950	01/29/2015	120	ISHARES S&P MIDCAP 400	144.59	77.71	17,350.80	9,325.61 ✓	8,025.19
01/01/1950	01/29/2015	110	ISHARES S&P MIDCAP 400/VALUE	124.90	70.57	13,739.00	7,762.30 ✓	5,976.70
01/01/1950	01/29/2015	160	ISHARES S&P SMALLCAP 600	111.74	59.16	17,877.90	12,261.85 ✓	8,411.51
01/01/1950	01/29/2015	170	ISHARES S&P SMALLCAP 600/VAL	113.25	61.97	19,252.50	10,534.43 ✓	8,718.07
SUBTOTAL FOR LONG-TERM				127,264.00	73,748.78		53,545.32	
05/06/2015		11.82	GOOGLE INC-CCL-C		0.00		11.82	
		11.82	SUBTOTAL FOR CIL		0.00		11.82	
		\$242,854.80	TOTAL		\$187,164.86		\$55,689.94	

** ACCOUNT TOTALS **

CURRENT PERIOD - G/1

SHORT-TERM
LONG-TERM

11 CII represents cash in lieu of fractional shares